



Borough of
Kenilworth
567 Boulevard
Kenilworth, NJ 07033

Request for Proposal

Bond Counsel Services

Term January 1, 2021 through December 31, 2021

Send all proposals to:

Borough of Kenilworth
Laura Reinertsen, Borough Administrator/Clerk
567 Boulevard
Kenilworth, NJ 07033

SUBMISSION DEADLINE: OCTOBER 28, 2020, 3PM

GENERAL INFORMATION & SUMMARY

ORGANIZATION REQUESTING PROPOSAL

BOROUGH OF KENILWORTH
567 BOULEVARD
KENILWORTH, NJ 07033

CONTACT PERSON

LAURA REINERTSEN, RMC, CMR, AHP
ADMINISTRATOR/ BOROUGH CLERK
(908)276-9090
boroughclerk@kenilworthnj.org

PURPOSE OF REQUEST

The BOROUGH OF KENILWORTH is requesting proposals from qualified individuals and firms to provide Bond Counsel Services of a specialized nature to the BOROUGH. Proposals will be evaluated in accordance with the criteria set forth in this RFP. One or more individuals/firms may be selected to provide services.

PERIOD OF CONTRACT

January 1, 2021 through December 31, 2021.

CONTRACT FORM

The successful proposer shall be required to execute the BOROUGH'S form contract, which includes the indemnification, insurance, termination and licensing provisions.

It is also agreed and understood that the acceptance of the final payment by Contractor shall be considered a release in full of all claims against the BOROUGH arising out of, or by reason of, the work done and materials furnished under this Contract.

Public Notice

Borough of Kenilworth has adopted the Fair and Open Process of the Pay-to-Play Law (N.J.S.A. 19:44A-20A, et seq.) in its request for proposals and awarding goods and services contracts with an annual value in excess of \$17,500.00. Proposals will be evaluated by the Governing Body of the Borough of Kenilworth on the basis of the most advantageous, price and other factors considered. The evaluation will consider:

- a. Experience and reputation in the field;
- b. Knowledge of the Borough and the subject matter to be addressed under the contract.
- c. Availability to accommodate any required meetings of the Borough;
- d. Compensation proposal;
- e. Other factors if demonstrated to be in the best interest of the Borough.

In addition to the above criteria, the Borough may consider the following criteria, where applicable, in order to evaluate the proposal.

- a. Assurances of performance;
- b. Vendor's financial ability and strength to meet its obligations;
- c. How the costs compare to other proposals;
- d. If available, are suitable warranties and guarantees available.

To this end the Borough is seeking proposals for the following;

BOND COUNSEL

NATURE/SCOPE OF SERVICES:

- A. Prepare or review all bond ordinances adopted or to be adopted by the governing body.
- B. Assemble a certified record of proceedings to evidence the proper adoption of each bond ordinance in accordance with the provisions of the Local Bond Law and other applicable New Jersey Statutes.
- C. Prepare the necessary resolutions or other operative documents to set up all bond sales and submit to the Borough Attorney for review. Consult with the Auditor in connection with the appropriate maturity schedule for the bonds to be sold and will review the sections of the Official Statement pertaining to tax and security law matters and the description of the security for the bonds. By request of the Borough will arrange for the printing and the distribution of the Official Statement to those financial institutions that customarily submit bids for new issues of New Jersey municipal bonds of that type. Bond Counsel will arrange for the printing of the notice of sale and will answer any inquiries made by the investment community concerning the bond sale. Bond Counsel will attend the bond sale and will render

legal advice as necessary concerning the submission of bids for the bonds in accordance with the notice of sale and the requirements of law. After the bond sale, bond counsel will prepare the bonds for execution, will prepare and see to the execution of the necessary closing certificates and will establish the time and place for the delivery of the bonds to the successful bidder. **BOND COUNSEL** will attend the closing with the appropriate at which time the bonds will be delivered, payment will be made for the bonds, and the bond counsel will issue final approving legal opinion with respect to the validity of the bonds.

- D. Prepare any necessary resolutions to authorize the sale of bond anticipation notes or tax anticipation notes and submit them to the Borough Clerk. When the purchaser and the details of the notes have been determined, bond counsel will prepare the notes for execution and will prepare the appropriate closing certificates and an approving legal opinion with respect to the notes. Normally, it is not necessary for bond counsel to attend the closing for the notes. Unless requested otherwise, bond counsel will forward the notes, closing papers and approving legal opinion to the appropriate Borough officer for execution and delivery.
- E. Provide basic advice in regard to the effect of the federal arbitrage regulations on the issuance of bonds or bond anticipation notes and the investment of the proceeds thereof.
- F. Provide basic advice in regard to compliance with Rue 15C2-12 of the Securities and Exchange Commission.

STANDARD REQUIREMENTS OF TECHNICAL PROPOSAL - Proposers should submit a technical proposal which contains the following:

- A. Number of copies required: one (1) original (signed in ink), one (1) copy and one (1) digital copy (size should not exceed 10KB) of each proposal shall be submitted. Vendors should not submit more than the required number of copies as outlined herein.
- B. The name of the proposer, the principal place of business and, if different, the place where the services will be provided;
- C. Proposer must have a minimum of ten (10) years experience as an attorney and a minimum of five (5) years experience serving as Bond Council to one or more governmental entities of New Jersey;
- D. The education, qualifications, experience, and training of all persons who would be assigned to provide services along with their names and titles;

The proposer must be both a Certified Public Accountant and a Registered Municipal Accountant;

- E. A listing of all other engagements where services of the types being proposed were provided in the past five (5) years. This should include other municipal governments and other levels of government. Contact information for the recipients of the similar

services must be provided. The Borough may obtain references from any of the parties listed;

A description of all other areas of Bond Counsel services of the proposer, with emphasis on a description of those services of interest to a Municipal client.

- F.** A Statement that neither the firm nor any individuals assigned to this engagement are suspended, or otherwise prohibited from professional practice by any federal, state, or local agency;
- G.** An Affirmative Action Statement (copy of form attached);
- H.** A completed Non-Collusion Affidavit (copy of form attached);
- I.** A completed Owner Disclosure Information form (copy of form attached);
- J.** A statement that the proposer will comply with the General Terms and Conditions required by the Borough and enter into the Borough's standard Professional Services Contract;
- K.** A copy of the proposer's Business Registration Statement; and
- L.** A completed Disclosure Statement.

COST PROPOSAL - Proposers should submit a cost proposal which would include any proposed retainer, the services to be provided for the retainer, if services will be provided at a flat rate, if all or any services will be billed through hourly rates and what are the established rate(s). The Borough does not provide payment for or reimbursement for travel expenses.

PROPOSAL EVALUATION – The Borough will select the most advantageous proposals based on all of the evaluation factors set forth at the end of this RFP. The Borough will make the award(s) that is in the best interest of the Borough.

Each proposal must satisfy the objectives and requirements detailed in this RFP. The successful proposer shall be determined by an evaluation of the total content of the proposal submitted. The Borough reserves the right to:

- a. Not select any of the proposals;
- b. Select only portions of a particular proposer's proposal for further consideration; (However, proposers may specify portions of the proposal that they consider "bundled".)
- c. Award a contract for the requested services at any time within 60 days of the selection of the most advantageous proposal; Every proposal should be valid through this time period.

The Borough shall not be obligated to explain the results of the evaluation process to any proposer.

The Borough may require proposers to demonstrate any services described in their proposal prior to award.

PROPOSAL LIMITATIONS – This RFP is not intended to be an offer, order or contract and should not be regarded as such, nor shall any obligation or liability be imposed on the Borough by issuance of this RFP. The Borough reserves the right at the Borough’s sole discretion to refuse any proposal submitted.

USE OF INFORMATION - Any specifications, drawings, sketches, models, samples, data, computer programs, documentation, technical or business information and the like (“Information”) furnished or disclosed by the Borough to the proposer in connection with this RFP shall remain the property of the Borough. When in tangible form, all copies of such information shall be returned to the Borough upon request. Unless such information was previously known to the proposer, free of any obligation to keep it confidential, or has been or is subsequently made public by the Borough or a third party, it shall be held in confidence by the proposer, shall be used only for the purposes of this RFP, and may not be used for other purposes except upon such terms and conditions as may be mutually agreed upon in writing.

GENERAL TERMS AND CONDITIONS –

- A.** The Borough reserves the right to reject any or all proposals, if necessary, or to waive any informalities in the proposals, and, unless otherwise specified by the proposer, to accept any item, items or services in the proposals should it be deemed in the best interest of the Borough to do so.
- B.** In case of failure by the successful proposer, the Borough of Kenilworth may procure the articles or services from other sources, deduct the cost of the replacement from money due to the proposer under the contract and hold the proposer responsible for any excess cost occasioned thereby.
- C.** The proposer shall maintain sufficient insurance to protect against all claims under Workmen's Compensation, General, Professional and Automobile Liability.
- D.** Each proposal must be signed by the person authorized to do so.
- E.** The contract shall be in effect through December 31, 2021 unless otherwise stated.
- F.** Proposals may be hand delivered or mailed consistent with the provisions of the legal notice to proposers. In the case of mailed proposals, the Borough assumes no responsibility for proposals received after the designated date and time and will return late proposals unopened. Proposals will not be accepted by facsimile or e-mail. Proposals shall be in a sealed envelope, marked ***“Proposal for Bond Council Services” To be considered, proposals shall be delivered to or received by the Administrator by no later than 3:00 pm on October 28, 2020***

- G.** Proposers are required to comply with the requirements of N.J.S.A. 10:5-31 et seq. See attached exhibit A.
- H.** By submission of the proposal, the proposer certifies that the service to be furnished will not infringe upon any valid patent, trademark or copyright and the successful proposer shall, at its expense, defend any and all actions or suits charging such infringement, and will save the Borough harmless in any case of any such infringement.
- I.** No proposer shall influence, or attempt to influence, or cause to be influenced, any Borough officer or employee to use his/her official capacity in any manner which might tend to impair the objectivity or independence of judgment of said officer or employee.
- J.** No proposer shall cause or influence, or attempt to cause or influence, any Borough officer or employee to use his/her official capacity to secure unwarranted privileges or advantages for the proposer or any other person.
- K.** Should any difference arise between the contracting parties as to the meaning or intent of these instructions or specifications, the Borough Counsel's decision shall be final and conclusive.
- L.** The Borough of Kenilworth shall not be responsible for any expenditure of monies or other expenses incurred by the proposer in making its proposal.
- M.** The checklist, affidavits, notices and the like presented at the end of this Request for Proposals are a part of this Request for Proposals and shall be completed and submitted as part of this proposal.

END OF GENERAL INSTRUCTIONS

BASIS OF AWARD

The contract shall be awarded based upon the following factors:

EVALUATION FACTORS

- A.** Relevance and Extent of Qualifications, Experience, Reputation and Training of Personnel to be assigned
- B.** Knowledge of the Borough of Kenilworth and the subject matter to be addressed under this engagement
- C.** Relevance and Extent of Similar Engagements performed
- D.** Technical Proposal contains all required information
- E.** Reasonableness of Cost Proposal

REQUEST FOR PROPOSALS CHECKLIST

THIS CHECKLIST MUST BE COMPLETED, INITIALED, SIGNED AND SUBMITTED WITH YOUR PROPOSAL:

A PROPOSAL SUBMITTED WITHOUT THE FOLLOWING DOCUMENTS IS CAUSE FOR REFUSAL.

INITIAL BELOW

- A. **One (1) original (signed in ink), one (1) copy and one (1) digital copy (size should not exceed 10KB) of each proposal.** _____

- B. Non-Collusion Affidavit properly notarized _____

- C. Owners Disclosure Statement, properly notarized, listing the names of all persons owning ten (10) percent or more of the proposing entity. _____

- D. Authorized signatures on all forms. _____

- E. Business Registration Certificate(s) _____

- F. Disclosure Statement _____

- G. Affirmative Action Statement _____

- F. Political Contribution Disclosure Form _____

Note: N.J.S.A 52:32-44 provides that the Borough shall not enter into a contract for goods or services unless the other party to the contract provides a copy of its business registration certificate and the business registration certificate of any subcontractors at the time that it submits its proposal. The contracting party must also collect the state use tax where applicable.

THE UNDERSIGNED HEREBY ACKNOWLEDGES THE ABOVE LISTED REQUIREMENTS.

NAME OF PROPOSER:

Person, Firm or Corporation

BY: (NAME) (TITLE)

EXHIBIT A

MANDATORY EQUAL EMPLOYMENT OPPORTUNITY LANGUAGE N.J.S.A. 10:5-31 et seq. (P.L. 1975, C. 127) N.J.A.C. 17:27

GOODS, PROFESSIONAL SERVICE AND GENERAL SERVICE CONTRACTS

During the performance of this contract, the contractor agrees as follows:

The contractor or subcontractor, where applicable, will not discriminate against any employee or applicant for employment because of age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation or sex. Except with respect to affectional or sexual orientation, the contractor will take affirmative action to ensure that such applicants are recruited and employed, and that employees are treated during employment, without regard to their age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation or sex. Such action shall include, but not be limited to the following: employment, upgrading, demotion, or transfer; recruitment or recruitment advertising; layoff or termination; rates of pay or other forms of compensation; and selection for training, including apprenticeship. The contractor agrees to post in conspicuous places, available to employees and applicants for employment, notices to be provided by the Public Agency Compliance Officer setting forth provisions of this nondiscrimination clause.

The contractor or subcontractor, where applicable will, in all solicitations or advertisements for employees placed by or on behalf of the contractor, state that all qualified applicants will receive consideration for employment without regard to age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation or sex.

The contractor or subcontractor, where applicable, will send to each labor union or representative or workers with which it has a collective bargaining agreement or other contract or understanding, a notice, to be provided by the agency contracting officer advising the labor union or workers' representative of the contractor's commitments under this act and shall post copies of the notice in conspicuous places available to employees and applicants for employment.

The contractor or subcontractor, where applicable, agrees to comply with any regulations promulgated by the Treasurer pursuant to N.J.S.A. 10:5-31 et seq., as amended and supplemented from time to time and the Americans with Disabilities Act.

The contractor or subcontractor agrees to make good faith efforts to employ minority and women workers consistent with the applicable county employment goals established in accordance with N.J.A.C. 17:27-5.2, or a binding determination of the applicable county employment goals determined by the Division, pursuant to N.J.A.C. 17:27-5.2.

The contractor or subcontractor agrees to inform in writing its appropriate recruitment agencies including, but not limited to, employment agencies, placement bureaus, colleges, universities, labor unions, that it does not discriminate on the basis of age, creed, color, national origin, ancestry, marital status, affectional or sexual orientation or sex, and that it will discontinue the use of any recruitment agency which engages in direct or indirect discriminatory practices.

The contractor or subcontractor agrees to revise any of its testing procedures, if necessary, to assure that all personnel testing conforms with the principles of job-related testing, as established by the statutes and court decisions of the State of New Jersey and as established by applicable Federal law and applicable Federal court decisions.

In conforming with the applicable employment goals, the contractor or subcontractor agrees to review all procedures relating to transfer, upgrading, downgrading and layoff to ensure that all such actions are taken without regard to age, creed, color, national origin, ancestry, marital status, affectional or sexual orientation or sex, consistent with the statutes and court decisions of the State of New Jersey, and applicable Federal law and applicable Federal court decisions.

The contractor and its subcontractors shall furnish such reports or other documents to the Div. of Contract Compliance & EEO as may be requested by the office from time to time in order to carry out the purposes of these regulations, and public agencies shall furnish such information as may be requested by the Div. of Contract Compliance & EEO for conducting a compliance investigation pursuant to **Subchapter 10 of the Administrative Code at N.J.A.C. 17:27.**

PRINT NAME: _____

TITLE: _____

DATE: _____

AFFIRMATIVE ACTION COMPLIANCE NOTICE
N.J.S.A. 10:5-31 and N.J.A.C. 17:27

GOODS AND SERVICES CONTRACTS
(INCLUDING PROFESSIONAL SERVICES)

This form is a summary of the successful bidder's requirement to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27-1 et seq.

The successful bidder shall submit to the public agency, after notification of award but prior to execution of this contract, one of the following three documents as forms of evidence:

(a) A photocopy of a valid letter that the contractor is operating under an existing Federally approved or sanctioned affirmative action program (good for one year from the date of the letter);

OR

(b) A photocopy of a Certificate of Employee Information Report approval, issued in accordance with N.J.A.C. 17:27-4;

OR

(c) A photocopy of an Employee Information Report (Form AA302) provided by the Division and distributed to the public agency to be completed by the contractor in accordance with N.J.A.C. 17:27-4.

The successful vendor may obtain the Affirmative Action Employee Information Report (AA302) from the contracting unit during normal business hours.

The successful vendor(s) must submit the copies of the AA302 Report to the Division of Contract Compliance and Equal Employment Opportunity in Public Contracts (Division). The Public Agency copy is submitted to the public agency, and the vendor copy is retained by the vendor.

The undersigned vendor certifies that he/she is aware of the commitment to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27.1 et seq. and agrees to furnish the required forms of evidence.

The undersigned vendor further understands that his/her bid shall be rejected as non-responsive if said contractor fails to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27-1 et seq.

COMPANY: _____

SIGNATURE: _____

PRINT NAME: _____

TITLE: _____

DATE: _____

NON-COLLUSION AFFIDAVIT

STATE OF NEW JERSEY
COUNTY OF UNION

SS:

I AM _____

OF THE FIRM OF _____

UPON MY OATH, I DEPOSE AND SAY:

1. That I executed the said proposal with full authority so to do;
2. That this proposer has not, directly or indirectly entered into any agreement, participated in any collusion, or otherwise taken any action in restraint of fair and open competition in connection with this engagement;
3. That all statements contained in said proposal and in this affidavit are true and correct, and made with full knowledge that the borough of Kenilworth relies upon the truth of the statements contained in said proposal and in the statements contained in this affidavit in awarding the contract for the said engagement; and
4. That no person or selling agency has been employed to solicit or secure this engagement agreement or understanding for a commission, percentage, brokerage or contingent fee, except bona fide employees or bona fide established commercial selling agencies of the proposer. (N.J.S.A.52: 34-25)

SUBSCRIBED AND SWORN TO

BEFORE ME THIS _____ DAY

OF _____ 20____.

(TYPE OR PRINT NAME OF
AFFIANT UNDER SIGNATURE)

NOTARY PUBLIC OF

MY COMMISSION EXPIRES: _____, 20_____.

OWNER DISCLOSURE INFORMATION

Set forth below are the names and addresses of all owners of 10% or more of the proposing business entity.

Name: _____ Name: _____

Address: _____ Address: _____

Name: _____ Name: _____

Address: _____ Address: _____

Name: _____ Name: _____

Address: _____ Address: _____

Name: _____ Name: _____

Address: _____ Address: _____

NAME OF BUSINESS ENTITY

SIGNATURE

TITLE

Notary Public of

My Commission Expires: _____, 20____.

DISCLOSURE STATEMENT (To be submitted with proposal)

- (a) Is or was anyone in your firm or company a member of the Borough governing body within the last calendar year or a member of his/her immediate family? If yes, then provide the name of the individual below and his/her relationship.

Yes _____ No _____

Name	Position	Relationship
------	----------	--------------

- (b) Has any principal/partner of your firm been convicted of a indictable offense? If yes, then please provide further explanation and copies of any relative documents.

Yes _____ No _____

Name	Date
------	------

- (c) Has any individual who would provide service under this contract ever been sanctioned by the appropriate licensing board?

Yes _____ No _____

Name	Position	Term
------	----------	------

Reason for censure:

- (d) Has the firm been found liable for professional malpractice in the last 5 years?

Yes _____ No _____

Reason for Action:

- (e) Has any member of your firm ever been barred from doing business with any state, township or municipal government? If yes, then please provide further written explanation including date and copies of relevant documentation.

Yes _____ No _____

Name	State, Township or Municipality Government	Date
------	--	------

- (f) Has your firm sued the Borough of Kenilworth in the past five (5) years? If yes, then please identify the matter/case and provide further written explanation including date and copies of relevant documents.

Yes _____ No _____

Name	Date
------	------

C. 271 POLITICAL CONTRIBUTION DISCLOSURE FORM

Required Pursuant To N.J.S.A. 19:44A-20.26

This form or its permitted facsimile must be submitted to the local unit no later than 10 days prior to the award of the contract.

Part I – Vendor Information

Vendor Name :			
Address:			
City:		State:	Zip:

The undersigned being authorized to certify, hereby certifies that the submission provided herein represents compliance with the provisions of N.J.S.A. 19:44A-20.26 and as represented by the Instructions accompanying this form.

Signature

Printed Name

Title

Part II – Contribution Disclosure

Disclosure requirement: Pursuant to N.J.S.A. 19:44A-20.26 this disclosure must include all reportable political contributions (more than \$300 per election cycle) over the 12 months prior to submission to the committees of the government entities listed on the form provided by the local unit.

Check here if disclosure is provided in electronic form.

Contributor Name	Recipient Name	Date	Dollar Amount
			\$

Continuation Page

C. 271 POLITICAL CONTRIBUTION DISCLOSURE FORM

Required Pursuant To N.J.S.A. 19:44A-20.26

Page ___ of _____ Vendor

Name:

Contributor Name	Recipient Name	Date	Dollar Amount
			\$

Check here if the information is continued on subsequent page(s)

List of Agencies with Elected Officials Required for Political Contribution Disclosure

N.J.S.A. 19:44A-20.26 County Name: Union

State: Governor, and Legislative Leadership Committees

Legislative District #: 20, 21, 22

State Senator and two members of the General Assembly per district.

County:

Freeholders

County Clerk

Sheriff

Surrogate

Municipalities (Mayor and members of governing body, regardless of title):

Berkeley Heights Township

Kenilworth Borough

Roselle Park Borough

Clark Township

Linden City

Scotch Plains Township

Cranford Township

Mountainside Borough

Springfield Township

Elizabeth City

New Providence Borough

Summit City

Fanwood Borough

Plainfield City

Union Township

Garwood Borough

Rahway City Hillside Township

Westfield Town

Roselle Borough

Winfield Township

Boards of Education (Members of the Board):

Berkeley Heights Township

Linden City

Scotch Plains-Fanwood Regional

Clark Township

Mountainside Borough

Springfield Township

Cranford Township

New Providence Borough

Union Township

Elizabeth City

Plainfield City

Westfield Town

Garwood Borough

Rahway City

Winfield Township

Hillside Township

Roselle Borough

Kenilworth Borough

Roselle Park Borough

Fire Districts (Board of Fire Commissioners):

**USERS SHOULD CREATE THEIR OWN FORM, OR
DOWNLOAD FROM WWW.NJ.GOV/DCA/LGS/P2P A COUNTYBASED, CUSTOMIZABLE FORM.**

STOCKHOLDER DISCLOSURE CERTIFICATION

Name of Business:

I certify that the list below contains the names and home addresses of all stockholders holding 10% or more of the issued and outstanding stock of the undersigned.

OR

I certify that no one stockholder owns 10% or more of the issued and outstanding stock of the undersigned.

Check the box that represents the type of business organization:

Partnership
 Corporation
 Sole Proprietorship
 Limited Partnership

Limited Liability Corporation
 Limited Liability Partnership
 Subchapter S Corporation

Sign and notarize the form below, and, if necessary, complete the stockholder list below.

Stockholders:

Name:	Name:
Home Address:	Home Address:
Name:	Name:
Home Address:	Home Address:
Name:	Name:
Home Address:	Home Address:
Subscribed and sworn before me this ___ day of _____, 20 __.	_____
(Notary Public)	(Affiant)
My Commission expires:	_____
	(Print name & title of affiant)
	(Corporate Seal)