



THE TEXAS A&M UNIVERSITY SYSTEM

Office of HUB & Procurement Programs

THE TEXAS A&M UNIVERSITY SYSTEM OFFICE OF GENERAL COUNSEL

REQUEST FOR QUALIFICATIONS OUTSIDE COUNSEL RFP NUMBER OGC-21-107

**SUBMITTALS MUST BE RECEIVED BEFORE:
2:00 PM Central Time on May 25, 2021**

**EMAIL RFQ RESPONSES TO:
SOPROUREMENT@TAMUS.EDU
SUBJECT LINE: RFQ01 OGC-21-107
Attn: Jeff Zimmermann**

SUBMITTAL must be received by The Texas A&M University System Office of Procurement & HUB Program before the date and time specified for receipt of submittal as stated within Section 2.4 of this RFQ. After the response due date, only the names of Respondents will be made public.

Pursuant to the Provisions of Texas Government Code Title 10, Chapter 2156.121-2156.127, sealed submittals will be received until the date and time established for receipt. After receipt, only the names of Respondents will be made public.

REFER INQUIRIES TO:

Cyndi Lane

The Texas A&M University System

Office of General Counsel

Email: occ@tamus.edu

FOLLOW STATUS OF RFQ PROCESS AT:

<https://www.tamus.edu/legal/occ/rfq/>

All submittals shall become the property of the State of Texas upon receipt. Submittals may be subject to public review after contracts have been executed. PROPOSERS responding to this request are cautioned not to include any proprietary information as part of their submittal unless such proprietary information is carefully identified as such in writing. Notwithstanding the foregoing, the A&M System is subject to the Texas Public Information Act.

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SECTION 1 INTRODUCTION

The Texas A&M University System (the “A&M System”) is soliciting statements of qualifications from law firms interested in representing the A&M System under the direction and supervision of the A&M System Office of General Counsel and its members in the areas of law described in Section 2 of this packet and in accordance with the terms, conditions and requirements set forth in this Request for Qualifications (RFQ). This RFQ is issued to establish a referral list from which the A&M System, by and through its Office of General Counsel, will select appropriate counsel for representation of the A&M System and its institutions and agencies on specific matters as the need arises.

By submitting responses, each RESPONDENT certifies that it understands this RFQ and has full knowledge of the scope, nature, quality, and quantity of the work to be performed, the detailed requirements of the services to be provided, and the conditions under which the services are to be performed. Each RESPONDENT also certifies that it understands that all costs relating to preparing and responding to this RFQ will be the sole responsibility of the RESPONDENT.

1.1 Background

The A&M System is one of the largest systems of higher education in the nation, with a budget of \$6.3 billion. Through a statewide network of 11 universities, a comprehensive health science center, eight state agencies, including the Texas Division of Emergency Management, and the RELLIS Campus. The A&M System educates more than 151,000 students and makes more than 22 million additional educational contacts through service and outreach programs each year. System-wide, research and development expenditures exceeded \$1 billion in FY 2019 and helped drive the state’s economy. More information about the A&M System and all of its members can be found at <http://www.tamus.edu/about/>.

1.2 Calendar Of Events

<u>Event</u>	<u>Date</u>
Release of Request for Proposal	April 23, 2021
Release of Addendum (if applicable)	two (2) days prior to responses due
Responses Due	May 25, 2021 by 2:00p.m. CST
Selection of Respondent	TBD

The A&M System will make every effort to adhere to the above schedule. The schedule, however, is subject to change. This may be in the event that further clarification of responses or terms of contract are in the best interest of the A&M System and/or in the event the A&M System requires more time to assure that the selection of the RESPONDENT is in accordance with its policies, rules and regulations, as well as actual timing needs.

1.3 Public Information

All information, documentation, and other materials submitted in response to this solicitation are considered non-confidential and/or non-proprietary and are subject to public disclosure under the Texas Public Information Act (*Texas Government Code*, Chapter 552.001, *et seq.*) after a contract is executed. The Owner strictly complies with all statutes, court decisions, and opinions of the Texas Attorney General with respect to disclosure of RFQ information.

Information in any tangible form which is submitted by RESPONDENTS will be treated as confidential **until such time as a contract is executed**. After that time, the information may be disclosed to requestors under

the Texas Public Information Act, Chapter 552, Texas Government Code. If a RESPONDENT believes all or a portion of the information submitted is proprietary and confidential and should therefore be exempt from disclosure, they must clearly designate the specific item(s) and the proper statutory citation must be provided in each instance.

Further, RESPONDENTS are hereby notified that the A&M System may be required to post any resultant contract from this RFQ on the Internet website of A&M System pursuant to Texas Government Code, Section 2261.253 (a)(1).

SECTION 2 SERVICES REQUIRED

2.1 BANKRUPTCY LAW

Representation and advice regarding a wide variety of bankruptcy and creditors' rights issues, including all aspects of proceedings under any chapter of the U.S. Bankruptcy Code, regardless of the jurisdiction in which the matter is pending.

2.2 COMMUNICATIONS (FCC)

Representation and advice regarding communications law, noncommercial broadcast issues, First Amendment aspects of licensing, censorship, advertising, and other related matters, broadcast journalism legal issues, including but not limited to preparing, filing, prosecuting, maintaining, and renewing various permits, licenses and license applications with the Federal Communications Commission (FCC).

2.3 CORPORATE AND BUSINESS LAW (GENERAL)

Representation and advice regarding corporate and securities transactions and regulations, including but not limited to entity formation, such as corporations, joint ventures, limited partnerships, limited liability companies, 501(c)(3) corporations, and public-private partnerships, with emphasis on the unique exposure of an agency of the State of Texas and its officers and employees in public-private activities and relationships; drafting and filing entity documents; filing for certificates of authority to transact business in other states; private equity investing; and complex business and commercial transactions.

2.4 CORPORATE AND BUSINESS LAW (TECHNOLOGY COMMERCIALIZATION)

Representation and advice regarding corporate and business law for the Texas A&M Technology Commercialization (TTC), an office within The Texas A&M University System, in connection with (i) establishment and operation of corporations, either for profit or not for profit, and limited liability companies, (ii) preparation of organizational documents, shareholder and member agreements and stock options, (iii) the issuance and transfer of securities subject to state and federal securities laws, (iv) advice regarding financing startup companies, capital-raising and investing activities, (v) taxation, and (vi) other complex corporate governance and compliance issues. Representation may also include drafting and negotiation of sales/procurement, inbound/outbound technology licensing and development, outsourcing IT and business processes, services, real estate (leases, divestitures, or acquisitions), and confidentiality agreements.

2.5 EMPLOYMENT LAW

Representation and advice regarding complex employment law issues, including but not limited to FLSA, employee compensation and benefits. No litigation legal services are covered by this contract.

2.6 ENVIRONMENTAL MATTERS

Representation and advice on federal and state law, as well as local, state and federal regulatory bodies regarding complex environmental matters, which may include a broad range of compliance counseling and administrative proceedings, including but not limited to contested rate cases. Representation includes, but is not limited to water rights; air and water pollution; land use and subdivision control; hazardous, radioactive, and solid waste; and water, gas, and electrical utilities.

2.7 EXPORT CONTROL MATTERS

Representation and advice regarding U.S. Export controls and related technology transfer controls, including but not limited to review, revision, implementation or updating of compliance policies and procedures; compliance training; review of deemed export or technical data export aspects of educational activities, laboratory research, sponsored research contracts, employment, travel, international programs, and other activities; export control classification, jurisdiction and licensing advice; U.S. economic sanctions, embargoes and denied parties, Anti-boycott compliance, and related matters;

import/export counseling; compliance reviews and any export-related enforcement matters. No litigation legal services are covered by this contract.

2.8 FEDERAL CONTRACTING MATTERS

Representation and advice in every aspect of US government contracting and subcontracting matters, along with federal grants, cooperative agreements, and other transaction authority agreements for a variety of industries and programs, including, but not limited to, federal regulatory and contractual requirements, interpretation of FAR clauses, Cost Accounting Standards and solicitations, teaming and subcontract arrangements, federal compliance, bid protests, government investigations including but not limited to GAO and OIG audits, congressional hearings, and civil and criminal investigations, intellectual property rights and general business strategy counseling in the context of government projects.

2.9 FEDERAL RESEARCH COMPLIANCE

Representation and advice on compliance with federal laws and regulations at institutions of higher education relating to the conduct of academic research, with a focus on human subject research protections, animal welfare, and bio-safety, including but not limited to those of the Department of Health and Human Services (HHS), the National Institutes of Health (NIH), Centers for Disease Control (CDC), the Department of Agriculture (USDA), and the Food and Drug Administration (FDA).

2.10 FOUNDATION MATTERS

Representation and advice regarding the design, formation and operation of foundations and other types of organizations created to support the mission of the A&M System and its member institutions and agencies in support of their missions of teaching, support and extension, including filing appropriate documents with state and federal agencies including The Texas Secretary of State and the United States Internal Revenue Service, and other ancillary matters.

2.11 HEALTH LAW

Representation and advice regarding billing; clinical and research contracting; privacy, Health Insurance Portability and Accountability Act (HIPAA), and data use; clinical and research regulatory compliance; 1115 Waiver; and other general health law matters.

2.12 HIGHER EDUCATION LAW

Representation and advice on federal laws and regulations relating to institutions of higher education, including but not limited to the Family Educational Rights and Privacy Act (FERPA), the Jeanne Clery Disclosure of Campus Security Policy and Campus Crime Statistics Act (Clery Act) and federal student aid programs regulated by the United States Department of Education.

2.13 IMMIGRATION MATTERS

Representation and advice from law firms Board Certified in immigration and nationality law regarding matters pertaining but not limited to the preparation and filing of nonimmigrant visas (including, but not limited to, H-1Bs, O-1s, TNs, E-3s); preparation and filing of employer sponsored immigrant petitions; preparation and filing of labor condition applications, labor certifications, Program Electronic Review Management (PERM); guidance with Student and Exchange Visitor Information System (SEVIS) and Form I-9 compliance and requirements I-9 guidance; impact of homeland security issues on immigration law; and representation before appropriate governmental agencies, including the Department of Homeland Security, the Department of State, and the Department of Labor, as well as interaction with A&M System institutions' international offices and human resources offices, under the direction and supervision of the A&M System Office of General Counsel. Responses to the request for immigration counsel shall also include a proposed flat fee or other fee arrangement directly related to the preparation and filing of the following specific nonimmigrant and immigrant categories: H-1B initial and extensions, TN initial and extensions, O-1 initial and extensions, E-3 initial and extensions, EB-1.2, EB-2 Regular Labor Certification, EB-2 Special Handling Labor Certification, EB-3 Labor Certification and group services such as Labor Certification and I-140 immigrant petitions. Additionally, law firms may also

include a proposed flat fee or other fee arrangement for Adjustment of Status filings with the understanding that these filings are the responsibility of the employee and A&M System institutions are not responsible for payment of attorneys' fees and costs of the Adjustment of Status.

2.14 INTELLECTUAL PROPERTY (IP) MATTERS

Representation and advice regarding intellectual property matters, including but not limited to preparing, filing, prosecuting, and maintaining patent applications in the United States and other countries; securing copyright protection including computer software; preparing, filing, and prosecuting applications to register copyrights including software; preparing, filing, and prosecuting applications to register trademarks and service marks in the United States and other countries; trade secrets; complex licensing transactions; and all other related matters. Responses to the request for intellectual property counsel shall also include (i) whether the firm is willing to provide fixed fee patent prosecution (ii) whether the firm has any special expertise in plant genetics, plant biochemistry, chemical synthesis, aquaculture, physics, organic synthesis chemistry, medical devices, metallurgy, genotyping, DNA sequencing, electrical engineering and software, and (iii) whether the firm is willing to pursue patent infringement litigation on a contingency fee basis. Firms willing to perform patent prosecution on a fixed fee basis will need to review and complete the standardized schedule of work/services for the firm to use in providing its fixed fee pricing schedule attached hereto as Exhibit C. Please be aware that providing fixed fee patent prosecution services is not required in order for the firm to obtain an outside counsel contract for Intellectual Property.

2.15 INTERNATIONAL MATTERS

Representation and advice regarding international law obligations and requirements in the following areas: the Foreign Corrupt Practices Act (FCPA), doing business in foreign jurisdictions and related registrations and tax obligations, establishing campuses abroad, employment issues regarding university employees and foreign nationals, affiliation and collaborative research agreements with foreign universities and other entities, study abroad programs, and contracting and procurement issues in foreign jurisdictions.

2.16 INVESTMENT MATTERS

Representation and advice to the A&M System Board of Regents regarding the discharge of its fiduciary duties in managing the investment funds under its control by responding to the more complex legal questions that arise in investment management areas, including questions regarding compliance with the intent of Sarbanes-Oxley duties and responsibilities; and representation and advice to the Office of the Treasurer regarding strategies and management practices in the conduct of the A&M System's investment programs, including review of investment documents, policies, tax implications, and all matters related to the investment of institutional and endowment funds. Investments are accomplished through several investment types including, but not limited to, direct investments, securities lending, commingled funds, fund of funds, swap arrangements, and limited partnerships.

2.17 LITIGATION - GENERAL

Representation and advice regarding complex litigation matters, including but not limited to employment litigation, real estate litigation, wills and estate litigation, Texas Public Information Act litigation, and commercial and creditors' rights litigation. If selected, Respondents will be retained if and when a general litigation matter requires outside counsel representation. In most instances, however, the Texas Office of the Attorney General represents A&M System in litigation matters.

2.18 LITIGATION - INTELLECTUAL PROPERTY (IP)

Representation and advice regarding all intellectual property matters, including but not limited to pursuit of litigation against infringers of The Texas A&M University System intellectual property rights and defense of any intellectual property related claims. If selected, Respondents will be retained if and when an intellectual property litigation matter requires outside counsel representation. In most instances,

however, the Texas Office of the Attorney General represents The Texas A&M University System in litigation matters.

2.19 OIL & GAS TRANSACTIONS IN THE STATE OF TEXAS

Representation and advice regarding oil and gas transactions in Texas, including but not limited to evaluation of mineral ownership, preparation and/or review of mineral leases, review of division orders, evaluation of gifts and bequests of mineral interests, administrative hearings related to oil, gas, or other mineral interests, and advice related to Texas oil and gas law.

2.20 REAL ESTATE AND OIL & GAS TRANSACTIONS OUTSIDE THE STATE OF TEXAS

Representation and advice regarding real property laws and transactions and oil and gas laws and transactions outside the State of Texas, including but not limited to litigation (if approved by the Texas Attorney General) or hearings related to oil, gas, or other mineral interests; and litigation (if approved by the Texas Attorney General) or hearings related to real property interests and real property related trust, estate, and probate matters outside the State of Texas.

2.21 REAL ESTATE TRANSACTIONS

Representation and advice regarding real property acquisitions, dispositions, and leasing, eminent domain, real property financings, entity formation (joint ventures, limited partnerships, limited liability companies, real estate investment trusts, business trusts), ad valorem taxation, construction contracting including reviewing and preparing contracts for various construction delivery methods as well as those for architects, engineers and construction managers, and workouts and restructurings. No litigation legal services are covered by this contract.

2.22 SPORTS LAW

Representation and advice regarding compliance with the rules and eligibility regulations of the National Collegiate Athletic Association and applicable intercollegiate conferences. In addition, advice and counsel relating to various state and federal laws and regulations relating to intercollegiate athletics.

2.23 TAX-EXEMPT BOND MATTERS

Public, tax-exempt or taxable bond and commercial paper issuances are conducted under two major programs which are rated by at least two nationally-recognized rating agencies. Bonds are issued under authority granted the A&M System in Article VII, Sec. 18 of the Texas Constitution (Permanent University Fund). A flexible rate note program has been made dormant and has been replaced by a commercial paper program that will be used to finance capital improvement needs of the program. The authorized limit for the commercial paper program is \$125 million. Commercial paper sales are normally conducted once or twice each year and must be completed on a competitive basis. Current and advance refunding of Permanent University Fund bonds are conducted periodically based on potential savings opportunities. Under authority granted in Chapter 55, Texas Education Code and Chapters 1207 and 1371, Texas Government Code, and other applicable laws, the A&M System also issues revenue bonds for capital improvements. The A&M System employs a revenue bond program, which offers a combined pledge of all legally available revenues with certain exceptions (the Revenue Financing System). A commercial paper program is used for interim financing with long-term bonds sold to provide more permanent financing. The commercial paper program is presently authorized up to \$300 million. Current and advance refunding of bonds and escrow restructures of previously defeased bonds, based on market opportunities, may be expected. Federal tax related matters regarding bonds issued by the A&M System, including strategies and management practices in the conduct of a debt program, requires a close working relationship with bond counsel and tax counsel. Contact is frequent due to the significant level of capital improvements anticipated throughout the A&M System. The System may also use private placements to fund on-going capital improvements. In addition, bond counsel may be required to represent the System's interest on public, private partnership arrangements that the System may enter into for the delivery of related projects. In addition, bond counsel may be asked to advise/review on changes to the System's debt

policy. It will be expected to provide advice on continuing disclosure obligations including determination of appropriate disclosures under the new rules.

2.24 TAX MATTERS

Representation and advice regarding state taxes, state pension issues and plans available only to universities, and regarding federal income, estate, gift, employment, and excise taxes, including but not limited to matters regarding: taxation of any kind, including tax liens, tax garnishments, tax levies, tax assessments, tax valuations, as well as summonses, subpoenas, and discovery relating to tax matters; tax audits; appeals of tax issues; tax hearings before administrative law judges and magistrates; appeals to Internal Revenue Service (IRS) appeals officers, and other administrative tribunals on tax matters; employee benefits such as Internal Revenue Code (I.R.C.) Sec. 125 cafeteria plans, the Texas Optional Retirement Program, Internal Revenue Code (I.R.C.) Secs. 403(b), 415(m) and 457(a), 457(b), and 457(f) plans; income tax matters, including unrelated business income tax as it relates to universities; federal tax matters regarding compensation issues and deferred compensation; non-resident alien and expatriate tax issues; interaction with and representation before the IRS and other tax authorities in any tax controversy; and charitable fundraising activities. Although outside counsel will not be required to prepare the A&M System tax return, it will be required to give legal advice on issues relating to the filing of tax returns and the appropriate treatment of tax matters on such returns. This outside counsel contract does not include representation before any state or federal court. All litigation matters require separate approval from the Office of the Attorney General.

2.25 UTILITY MATTERS

Representation and advice in utility matters, including but not limited to natural gas, electric, water, sewer, and telecommunications matters, including reviewing contracts, conducting research, rendering legal opinions, providing advice and representation in administrative or enforcement proceedings, reviewing policies, strategies, tactics and practices concerning the competitive procurement and delivery of natural gas and electricity, and handling other utility related legal matters; participate in periodic meetings of an energy advisory committee.

2.26 VOLUNTEER FIRE DEPARTMENT SELF INSURANCE DEFENSE

Representation and advice relating to volunteer fire departments, and officials, employees, members and volunteers of a volunteer fire department, in a liability action for which insurance coverage is provided under Chapter 2154 of the Texas Insurance Code.

2.27 WATER LAW

Representation and advice regarding water law issues for The A&M System and its members, including but not limited to drilling of test and production wells on property owned by A&M System, sale or lease of A&M System' water and/or water rights, issues before groundwater conservation districts, and related matters.

SECTION 3 INFORMATION FOR RESPONDENT

3.1 General

The contract term shall be for a period of two (2) years, beginning September 1, 2021 and ending August 31, 2023.

This RFQ outlines basic requirements as specified in the Services Required section of the RFQ (Section 2). Submittals are to be in accordance with the outline and specifications contained herein, are to remain in effect a minimum of 120 days from the date of submission, and may be subject to further extensions as negotiated.

This RFQ provides the information necessary to prepare and submit information for consideration by the A&M System. Potential RESPONDENTS are encouraged to examine all sections of this RFQ carefully. In responding to this RFQ, RESPONDENTS are encouraged to provide any additional information they believe relevant.

The A&M System, subject to the approval by the Texas Office of the Attorney General, will select appropriate counsel for representation of the A&M System and its institutions and agencies.

The law firm(s) or attorney(s) will be selected based on demonstrated knowledge and experience, quality of staff assigned to perform services under the contract, and compatibility with the goals and objectives of the A&M System. The successful firm(s) or attorney(s) will be required to sign the Office of the Attorney General Outside Counsel Contract, and execution of an Outside Counsel Contract with the A&M System (on a form promulgated by the Office of the Attorney General) which is subject to approval by the Texas Office of the Attorney General. The A&M System reserves the right to accept or reject any or all responses submitted. The A&M System is not responsible for and will not reimburse any costs incurred in developing and submitting a response. Execution of an Outside Counsel Contract does not guarantee work will be assigned to the respective firm during the contract period.

RESPONDENTS will be contacted by e-mail if the A&M System chooses to contract with its firm for outside counsel services.

3.2 Examination of the Request for Qualifications

Before submitting, each Respondent will be held to have examined the A&M System requirements outlined in Section 3, and satisfied itself as to the existing conditions under which it will be obligated to perform in accordance with specifications of this RFQ.

No claim for additional compensation will be allowed due to unfamiliarity with the specifications and/or existing conditions. It shall be understood that the Respondent has full knowledge of all of the existing and/or revised conditions and accepts them "as is."

3.3 Submittal Instructions

All qualification submittals must be received by A&M System, **no later than 2:00:00 p.m. Central Time (CDT), May 25, 2021**, electronically via email to soprocurement@tamus.edu with the subject line of "RFQ01 OGC 21-107 – Outside Counsel". The sent time indicated within the A&M System email server shall be used for the receipt and acceptance of the response. A file sharing tool may be used to submit the proposal response if large file sizes are an issue. If opting to use a file sharing tool it is recommend to send a test file prior to the due date.

It is each Respondents responsibility to ensure that the entire submittal response is received by the A&M System by the deadline stated above regardless of submission method. **Late submittals will not be considered under any circumstances.**

Submittal File Format: Submission shall be saved as two (2) separate files in Adobe Portable Document Format (PDF) according to the items listed below and named as such; I) ***“Firm name – Forms”*** and II) ***“Firm name – Qualification Response”***.

3.4 Qualification Content and Components

3.4.1 Submittal Components

The following documents are to be returned as part of your qualification submittal (Section 3). Failure to include these sections/documents will be basis for response disqualification.

I. Forms

- ✓ Signed Execution of Offer (Exhibit A)
- ✓ Signed and notarized Non-Collusiion Affidavit (Exhibit B)
- ✓ HUB Participation Plan (Section 3.3.2)

II. Qualification Response

- ✓ Qualification Response (Section 2)

Contents:

The following documents are to be returned as part of your response:

- Top sheet of response(s) must include the following:
 - Name and email address of attorney submitting response (main contact person)
 - Full name of firm
 - Firm’s mailing address
 - Firm’s telephone number
 - List of service areas firm is submitting to listed chronological order from RFQ
 - **EXAMPLE:**
 - *Bankruptcy*
 - *Corporate and Business Law (General)*
 - All firm locations (cities, states and/or countries outside of the US)
- A description of the firm’s or attorney’s qualifications for performing the legal services, including the firm’s prior experiences in the specific area of law for which the firm is responding;
- The expertise, including scientific or technical, of the attorneys that would be assigned to work on such matters;
- The submission of the information in the form of a range of hourly rates (not to exceed \$525 per hour for attorneys and \$225 for paralegals) for each billing class of personnel who may be assigned to perform services in relation to the A&M System’s matter and/or a proposed flat fee arrangement (as applicable including the Patent Prosecution Fixed Fee Schedule attached as Exhibit C) directly related to the achievement of specific goals and cost controls, or on a per project basis (**this information shall not be used in the determination of qualifications, but rather for ease of reference should the firm be selected**);
- A description of the efforts made by the firm to encourage and develop the participation of minorities and women in the provision both of the firm’s legal services generally and the specific areas of law in particular;
- Disclosures of conflicts of interest identifying each and every matter in which the firm has, within the past calendar year, represented any entity or individual with an interest adverse to the A&M System or to the State of Texas, or any of its boards, agencies, commissions,

- universities, or elected or appointed officials, as well as any matters where the firm represents a plaintiff in a contested matter against the state of Texas for monetary damages.
- Confirmation of willingness to comply with policies, directives and guidelines of the A&M System and the Attorney General of the State of Texas; and
- Whether the firm is willing and able to generate electronic invoices.
- Qualification submittal **must** include a signed Execution of Offer (Exhibit A) and Non-Collusion Affidavit (Exhibit B), signed and notarized.

Failure to comply with all requirements contained in this RFQ may result in the rejection of the submittal.

Note: Additional information regarding the Execution of Offer and Non-Collusion Affidavit.

- Execution of Offer: The signature in the Execution of Offer within the electronic copy shall serve as the official signature of record. Signature can be done electronically with DocuSign, Adobe or another similar tool.
- Non-Collusion Affidavit: The Respondent signature on this document may be done electronically with DocuSign, Adobe or another similar tool. While the document must also be notarized, this may be done at a later date due to the COVID-19 pandemic. An agreement may not be executed with the awarded Respondent until this document is fully signed and notarized.

3.4.2 HUB Participation Plan

It is the policy of the State of Texas and The A&M System to encourage the use of Historically Underutilized Businesses (HUBs) both directly and indirectly in our prime contracts. The goal of the HUB Program is to promote equal access and equal opportunity in A&M System contracting and purchasing.

Subcontracting opportunities are defined as those opportunities contracted with a vendor to work, to supply commodities, or contribute toward completing work for a governmental entity. RESPONDENTS are required to submit a HUB Participation Plan describing in detail how they will commit to a "Good Faith Effort" to attract and use State of Texas certified HUB vendors.

A HUB Participation Plan is required to be submitted by each RESPONDENT. Failure to submit a comprehensive, acceptable HUB Participation Plan will be considered a material failure to comply with the requirements of this RFQ and may result in disqualification of the response. This HUB Participation Plan shall be a detailed plan outlining your methodology of HUB Participation, a blue print that accurately represents your company's strategy for evaluation of intent.

RESPONDENTS shall address the following items at a minimum while developing the HUB Participation Plan.

1. The RESPONDENT shall state whether it is a Texas certified HUB vendor.
2. Identify and list each potential subcontracting opportunity. If your firm can provide the services offered in-house and does not anticipate any subcontracting opportunities, provide a statement of self-performing to include an explanation as to how your company will perform this entire scope with its own employees and resources. Items 3 through 5 are not required and no other information is needed for the HUB Participation Plan.
3. Provide information or documentation that describes how you intend to locate Texas certified HUB vendors for solicitation – Will you use the CMBL listings? Will you advertise in minority or trade organization newsletters or newspapers? Etc.
4. Provide a sample solicitation notice letter that will be used to notify HUB vendors and trade organizations or development centers of the subcontracting opportunities. The notice shall, in all instances, include the scope of work, date that a response is due regarding these

opportunities, other requirements if applicable, and identify a contact person.

5. Provide a list of the trade organizations or development centers that you intend to work with in your outreach efforts. Examples of these can be found at the following site; <https://www.comptroller.texas.gov/purchasing/vendor/hub/resources.php>

Submit the HUB Participation Plan with your qualification response in a separately tabbed section labeled "HUB Participation Plan."

Please contact Jeff Zimmermann or Keith Williams at soprocurement@tamus.edu for questions or assistance needed to complete the HUB Participation Plan.

Note: Additional documentation may be required at a later date from the selected RESPONDENTS to complete a HUB Subcontracting Plan.

3.5 ADDITIONAL INFORMATION, TERMS AND CONDITIONS

The selection of the successful respondent is made by The Texas A&M University System, and approved by the Texas Office of the Attorney General on the basis of the information initially submitted, without discussion, clarification, or modification. The selection of and contracting with outside counsel is subject to the approval of the Office of the Attorney General and compliance with applicable state laws and regulations. By submitting its Qualifications in response to this RFQ, RESPONDENT accepts the evaluation process and acknowledges and accepts that determination of the most qualified firm(s) will require subjective judgments by the A&M System.

All responses must be complete and convey all of the information requested to be considered responsive. If a response fails to conform to the essential requirements of the RFQ, the A&M System alone will determine whether the variance is significant enough to consider the submission susceptible to being made acceptable, and therefore a candidate for further consideration, or not susceptible and therefore not considered for award.

The A&M System reserves the right to accept or reject any or all submissions, to waive informalities and technicalities, to accept the response considered not advantageous, and to make the award to the most responsive vendor.

Any resultant Outside Counsel Contracts shall be in the form provided by the Texas Office of the Attorney General and cannot be changed or altered. All terms and conditions and other requirements contained in the final outside counsel contract shall govern any agreement issued as a result of this RFQ. Additional or attached terms and conditions which are determined to be unacceptable to the A&M System may result in the disqualification of the submission. Examples include, but are not limited to, liability for payment of taxes, subjugation to the laws of another state, and limitations to remedies.

EXHIBIT A**EXECUTION OF OFFER****RFQ01 OGC-21-107****DATE:**

In compliance with this RFQ, and subject to all the conditions herein, the undersigned offers and agrees to furnish any or all commodities or services.

A.1 Respondent Affirmation

NOTE TO RESPONDENTS: SUBMIT ENTIRE SECTION WITH RESPONSE.

This execution of offer must be completed, signed, and returned with the respondent's qualifications. Failure to complete, sign and return this execution of offer with the qualifications may result in rejection of the qualifications.

Signing a false statement may void the submitted qualifications or any agreements or other contractual arrangements, which may result from the submission of respondent's qualifications. A false certification shall be deemed a material breach of contract and, at owner's option, may result in termination of any resulting contract or purchase order.

Addenda Acknowledgment

Receipt is hereby acknowledged of the following addenda to this RFQ by entering yes or no in space provided and indicating date acquired. Enter "0" if none received.

No. 1 _____ Date _____

No. 2 _____ Date _____

A.2 Signature

By signing below, the Respondent hereby certifies as follows, and acknowledges that such certifications will be included in any resulting contract:

- (i) the Qualifications and all statements and information prepared and submitted in response to this RFQ are current, complete, true and correct;
- (ii) it is not given, nor intends to give at any time hereafter, any economic opportunity, future employment, gift, loan, gratuity, special discount trip, favor or service to a public servant in connection with the submitted Qualifications or any subsequent proposal. Failure to sign below, or signing a false statement, may void the Response or any resulting contracts at the Owner's option, and the Respondent may be removed from all future proposal lists at this state agency;
- (iii) the individual signing this document and the documents made part of the RFQ is authorized to sign such documents on behalf of the Respondent and to bind the Respondent under any contract which may result from the submission of the Response;
- (iv) no relationship, whether as a relative, business associate, by capital funding agreement or by any other such kinship exists between Respondent and an employee of The Texas A&M University System;
- (v) Respondent has not been an employee of the A&M System within the immediate twelve (12) months prior to the RFQ response;
- (vi) no compensation has been received for participation in the preparation of this RFQ (ref. Section 2155.004 Texas Government Code);

- (vii) all services to be provided in response to this RFQ will meet or exceed the safety standards established and promulgated under the Federal Occupational Safety and Health law (Public Law 91-596) and its regulations in effect as of the date of this solicitation;
- (viii) Respondent complies with all federal laws and regulations pertaining to Equal Employment Opportunities and Affirmative Action;
- (ix) to the best of its knowledge, no member of the Board of Regents of The Texas A&M University System, or the Executive Officers of the Texas A&M University System or its member institutions or agencies, has a financial interest, directly or indirectly, in the Project;
- (x) **each Respondent will be selected based on demonstrated competence and qualifications only;**
- (xi) if the Respondent is subject to the Texas franchise tax, it is not currently delinquent in the payment of any franchise tax due under Chapter 171, Texas Tax Code, or is exempt from the payment of such taxes. A false certification may result in the Respondent's disqualification;
- (xii) under Section 231.006, Family Code, the vendor or applicant certifies that the individual or business entity named in this contract, bid, or application is not ineligible to receive the specified grant, loan, or payment and acknowledges that this contract may be terminated and payment may be withheld if this certification is inaccurate; and,
- (xiii) under Section 2155.006, Government Code, the vendor certifies that the individual or business entity named in this bid or contract is not ineligible to receive the specified contract and acknowledges that this contract may be terminated and payment withheld if this certification is inaccurate.
- (xiv) the requirements of Subchapter J, Chapter 552, Texas Government Code, may apply to this bid and resultant agreement and the PROVIDER agrees that the resultant agreement can be terminated if the PROVIDER knowingly or intentionally fails to comply with a requirement of that subchapter.

RESPONDENT shall provide their Federal Employer Identification Number (EIN), full VENDOR name, address and contact information in the spaces below. Failure to sign manually or with electronic signature (such as DocuSign or Adobe Sign) below will disqualify the proposal response. The person signing the submittal should show title or authority to bind his/her firm in contract.

Federal EIN/Taxpayer ID #: _____

Vendor/Company Name: _____

Authorized Signature: _____

Name: _____

Title: _____

Street: _____

City/State/Zip: _____

Telephone No.: _____

Fax No.: _____

E-mail: _____

* By signing this RFQ, RESPONDENT certifies that if a Texas address is shown as the address of the respondent, respondent qualifies as a Texas Resident Bidder as defined in Texas Government Code, § 2252.001(4)

EXHIBIT B
NON-COLLUSION AFFIDAVIT

The undersigned, duly authorized to represent the persons, firms and corporations joining and participating in the submission of the foregoing Qualifications (such persons, firms and corporations hereinafter being referred to as the "Respondent"), being duly sworn, on his or her oath, states that to the best of his or her belief and knowledge no person, firm or corporation, nor any person duly representing the same joining and participating in the submission of the foregoing Qualifications, has directly or indirectly entered into any agreement or arrangement with any other Respondents, or with any official of A&M System or any employee thereof, or any person, firm or corporation under contract with A&M System whereby the Respondent, in order to induce acceptance of the foregoing Qualifications by said A&M System, has paid or is to pay to any other Respondent or to any of the aforementioned persons anything of value whatever, and that the Respondent has not, directly or indirectly entered into any arrangement or agreement with any other Respondent or Respondents which tends to or does lessen or destroy free competition in the letting of the contract sought for by the foregoing Qualifications.

The Respondent hereby certifies that neither it, its officers, partners, owners, providers, representatives, employees and parties in interest, including the affiant, have in any way colluded, conspired, connived or agreed, directly or indirectly, with any other Respondent, potential Respondent, firm or person, in connection with this solicitation, to submit a collusive or sham bid, to refrain from bidding, to manipulate or ascertain the price(s) of other Respondents or potential Respondents, or to obtain through any unlawful act an advantage over other Respondents or A&M System.

CONFLICT OF INTEREST

The undersigned Respondent and each person signing on behalf of the Respondent certifies, and in the case of a sole proprietorship, partnership or corporation, each party thereto certifies as to its own organization, under penalty of perjury, that to the best of their knowledge and belief, no member of A&M System, nor any employee, or person, whose salary is payable in whole or in part by A&M System, has a direct or indirect financial interest in the award of this RFQ, or in the services to which this RFQ relates, or in any of the profits, real or potential, thereof, except as noted otherwise herein.

Signature _____

Company Name _____

Date _____

Subscribed and sworn to before me this

_____ day of _____, 2021.

Notary Public in and for the County of _____, State of

_____. My commission expires: _____

THE EXECUTION OF OFFER AND NON-COLLUSION AFFIDAVIT MUST BE COMPLETED, SIGNED, AND RETURNED WITH RESPONDENT'S SUBMISSION. FAILURE TO SIGN AND RETURN THESE DOCUMENTS WILL RESULT IN THE REJECTION OF YOUR SUBMISSION.

EXHIBIT C
PATENT PROSECUTION FIXED FEE SCHEDULE

INSTRUCTIONS

If your law firm is interested in representing the A&M System in the Intellectual Property Law area for the upcoming contract period, please be aware that your law firm can provide patent prosecution on a fixed fee basis in addition to providing such service on an hourly rate basis. If your law firm is interested in providing patent prosecution on a fixed fee basis, please complete and return with your response to the RFQ the included Patent Prosecution Fixed Fee Schedule ("Schedule"). Please know that performing patent prosecution on a fixed fee basis is not a requirement to be selected to obtain a contract to represent the A&M System in the Intellectual Property Law area.

THIS INFORMATION SHALL NOT BE USED IN THE DETERMINATION OF QUALIFICATIONS, BUT RATHER FOR EASE OF REFERENCE SHOULD YOUR FIRM BE SELECTED BASED ON QUALIFICATIONS YOU PROVIDE.

In completing the Schedule, please be aware that the "Fixed Fee Price" is a single price and not a range of prices. For each "Professional Service Type" in the Schedule, please select the "BID" radio button in the Fixed Fee Price column and enter your law firm's single fixed fee price. If your law firm does not want to submit a fixed fee price for a particular Professional Service Type, please select the "NO BID" radio button in the Fixed Fee Price column for that particular Professional Service Type.

For each Professional Service Type, the A&M System will not accept any exclusions from the services and fees described in the "Services Included" column of the Schedule. If your law firm does not want to provide a fixed price for a particular Professional Service Type without an exclusion, then please select the "NO BID" radio button in the Fixed Fee Price column for that particular Professional Service Type.

Please do not forget to enter your law firm's name on the first page of the Schedule, and include the completed Schedule with your law firm's response. The A&M System requires the actual electronic PDF form to be submitted.