



# **Imperial County Employees' Retirement System**

Request for Proposal

Board of Retirement Counsel

# **SECTION I**

## I. Introduction

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Imperial County Employees' Retirement System (ICERS) was organized under the County Employees' Retirement Law of 1937 and established in 1951. ICERS is a multi-employer, governmental defined benefit plan. As of June 30, 2017, the fund has an approximate market value of \$779 million. The fund is advised by outside investment consultant, actuary, auditor, fiduciary and tax counsel. The assets are managed by outside investment managers. The plan has approximately 2,186 active members, 1,121 retired members in payment status, and 451 members on deferred status

ICERS is governed by a Board of nine trustees, with two alternate trustees. Four of the nine trustees are appointed by the County's governing body. The County Treasurer, an ex-officio member, is elected by the County electorate, while the remaining four trustees are elected by plan members. One alternate trustee is elected by the retired members, and the other alternate trustee is elected by the safety members. As provided by statute and the State Constitution, the Board has exclusive management responsibility for the control and investment of plan assets. The Board operates under the "Prudent Expert" rule, as defined in California Government Code section 31595 and the California Constitution Article XVI, Section 17.

ICERS Board of Retirement holds regular meetings on the third Wednesday of each month at 9:00 a.m. in the Imperial County Board of Supervisors' Chambers, dates and places of such meetings are subject to change.

ICERS seeks to hire outside counsel to provide legal services regarding: the California Public Records Act (CPRA), the Ralph M. Brown Act (Opening Meetings Act), Conflicts-of-Interest regarding the Fair Political Practices Commission (FPPC) and Government Code section 1090 et seq., representation in California courts and in administrative hearings, writs, domestic relations orders, and advice on probate issues as required.

## II. Minimum Qualifications

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- A. The proposer must meet all of the following minimum qualifications to be given further consideration. Failure to satisfy each of the minimum qualifications will result in the immediate rejection of the proposal.
1. The firm must provide legal services to public entities regarding: the California Public Records Act (CPRA), the Ralph M. Brown Act (Opening Meetings Act), Conflicts-of-Interest involving the Fair Political Practices Commission (FPPC) and Government Code section 1090 et seq., and representation of public entities in California court and in administrative hearings.
  2. The lead attorney who will have primary responsibility for providing legal services to ICERS must have a minimum of five (5) years experience in working with public agencies in California.
  3. The firm must have legal malpractice insurance of no less than \$1,000,000.00 per claim and \$2,000,000.00 in the aggregate.
  4. The firm must be able to provide legal services to the Board of Retirement no later than **September 1, 2018**.
  5. All attorneys employed by the firm that will be providing legal services to ICERS must be licensed to practice law in California.

### III. Purpose and Scope of Services

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ICERS is seeking a qualified law firm with experience working with public agencies in California, and the depth of resources to provide comprehensive legal services regarding the California Public Records Act (CPRA), the Ralph M. Brown Act (Opening Meetings Act), Conflicts-of-Interest involving the Fair Political Practices Commission (FPPC) and Government Code section 1090 et seq., and representation in trial court and in administrative hearings.

The required services, include, but are not limited to, the following:

- a. Provide legal services to and take direction from ICERS' Retirement Administrator and Board of Trustees regarding issues relevant to a public agency in California;
- b. Attend monthly meetings of the Retirement Board and Board Committees, providing legal services as required;
- c. Represent ICERS in California courts and at administrative hearings;
- d. Work with ICERS outside consultants, as directed by the ICERS' Retirement Administrator;
- e. Work with and take direction from ICERS' outside fiduciary counsel on matters involving the County Employees' Retirement Law of 1937 (CERL);
- f. Become proficient, over a period of not less than three years, in giving legal advice under the CERL; and,
- g. Attend professional meetings for attorney round-tables and break-out sessions at the annual and semiannual conferences given by the State Association of County Retirement Systems (SACRS) and California Association of Public Retirements Systems (CALAPRS).

#### IV. Proposal Completion and Submission Procedures

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Please provide six (6) copies of all of the requested exhibits in the order they appear in this RFP with an appropriate index. See SECTION II below.

Please include a cover letter, which will be considered part of the proposal and must be signed by the individual(s) who is/are authorized to bind the proposing firm contractually. The cover letter must indicate the signer is so authorized and must indicate the title or position, which the signer holds in the Proposing firm. **An unsigned cover letter shall cause the proposal to be rejected.** The cover letter must also contain the following:

The proposing firm's name, address, telephone and facsimile number.

The Federal Employer Identification Number and Corporate Identification number, if applicable.

The name, title and phone number of the individual signing the cover letter.

The name, title and phone number of the lead attorney for the proposal, if different than the individual signing the cover letter.

A statement to the effect that the proposal is a firm irrevocable offer, good for three years subject to successful completion of an annual review process.

A statement expressing the proposing firm's availability of staff and other required resources for performing all services stated within.

A statement expressing the proposing firm meets all the minimum requirements as defined in Part II, of this document.

The deadline for submission of proposals is **June 25, 2018** at 5:00 p.m. (PDT). All six (6) copies must be received by the above deadline date and time to satisfy the deadline requirement. Please identify the signed original. Proposals must be enclosed in a sealed envelope, bearing the name and address of the firm submitting the proposal, and clearly marked with the words: "PROPOSAL – BOARD OF RETIREMENT COUNSEL". The six (6) copies of the proposal must be submitted to:

Mr. Scott Jarvis  
Retirement Administrator  
Imperial County Employees' Retirement System  
1221 State Street  
El Centro, CA 92243

Note: Selected Finalists may be asked to produce additional bound copies of their proposals prior to completion of the selection process.

## V. Inquires

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All questions regarding the intent or content of the RFP or the proposal process must be received in writing on or before **June 15, 2018**. Respondents requiring clarification should direct questions to:

Mr. Scott Jarvis  
Retirement Administrator  
Imperial County Employees' Retirement System  
1221 State Street  
El Centro, CA 92243

## VI. Evaluation

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All timely and properly formatted proposals will be evaluated and scored by a selection subcommittee of the Board of Retirement. The subcommittee will recommend the law firms with the highest scoring for finalist's interviews with the Board of the Retirement. Finalist interviews will be conducted in **August 15, 2018**.

After Board interviews, negotiations will be initiated with the approved firm to enter into a retainer agreement. If a satisfactory retainer agreement cannot be negotiated with the approved firm, ICERS may, at its sole discretion, terminate such negotiations.

## Section II

### Imperial County Employees' Retirement System

#### **Request for Proposal: Board of Retirement Counsel**

To facilitate our evaluation, please provide the information in separate exhibits as follows:

- Exhibit A** - Your firm's promotional brochure, providing general information about your firm including office locations, areas of practice, numbers of attorneys, etc.
- Exhibit B** - Detailed resumes describing the educational and professional experience and qualifications of the attorneys who would be assigned to perform the services required. Please indicate which attorney(s) will be assigned as the "lead" attorney.
- Exhibit C** - A list of California agencies you represented in the past three years. Indicate the type(s) of legal services provided to these agencies.
- Exhibit D** - Please describe the limits of coverage for errors and omissions insurance and any other fiduciary or professional liability insurance your firm carries. List the insurance carriers supplying the coverage.
- Exhibit E** - A fee proposal, including hourly rates of the attorneys assigned and any alternative billing arrangements you may wish to propose. Assume a full retainer fee schedule based on a three-year contract period with quarterly in arrears payments.
- Exhibit F** - Two client references from public agencies in California.

#### **Notice Regarding the California Public Records Act**

The proposal your firm submits in response to this RFP will become the exclusive property of ICERS. It will not be returned to you, and it will be subject to public disclosure pursuant to the California Public Records Act (Cal. Gov. Code Sections 6250 et. seq., the "Act"). The Act provides generally that all records relating to public agency's business are open to public inspection and copying, unless specifically exempted under one of several exemptions set forth in the Act. In addition, if the ICERS Retirement Administrator chooses to recommend your firm for an interview with the Board of Retirement for hiring, such recommendation will appear on a publicly posted agenda for a public meeting of the Board of Retirement. If you believe that any portion of your proposal is exempt from public disclosure under the Act, such portion may be marked "TRADE SECRETS," "CONFIDENTIAL," OR "PROPRIETARY." ICERS will deny public disclosure of any portions so designated. Proposals marked "TRADE SECRETS," "CONFIDENTIAL," OR

“PROPRIETARY” in their entirety will not be honored, and ICERS will not deny public disclosure of all or any portion of proposals so marked. By submitting a proposal with portions marked “TRADE SECRET,” “CONFIDENTIAL,” or “PROPRIETARY” you represent you have a good faith belief that such material is exempt from disclosure under the Act, and you agree to reimburse ICERS for, and to indemnify, defend and hold harmless ICERS, its officers, fiduciaries, employees and agents from and against: (a) any and all claims, damages, losses, liabilities, suits, judgments, fines, penalties, costs and expenses including, without limitation, attorneys’ fees, expenses and court costs of any nature whatsoever (collectively, “Claims”) arising from or relating to ICERS’s non-disclosure of any such designated portions of your proposal; and (b) any and all Claims arising from or relating to ICERS’s public disclosure of any such designated portions of your proposal if ICERS reasonably determines disclosure is deemed required by law, or if disclosure is ordered by a court of competent jurisdiction.

**ICERS’s Right to Reject All Proposals**

ICERS may, at its sole discretion, reject any or all proposals submitted in response to this RFP. ICERS will not be liable for any costs your firm incurs in connection with the preparation or submission of any proposal.