

**EXPOSITION METRO LINE CONSTRUCTION AUTHORITY**

**REQUEST FOR PROPOSALS (RFP) No. XP8901-833**

**CONSTRUCTION-RELATED LEGAL SERVICES**

**Exposition Metro Line Construction Authority  
707 Wilshire Blvd. 34<sup>th</sup> Floor  
Los Angeles, CA 90017  
RFP Contact Person: Cheryl Johns**

**Key RFP Dates**

<b>Request for Proposal Issued</b>	<b>January 26, 2010</b>
<b>Request for Clarifications</b>	<b>February 2, 2010</b>
<b>Proposals Due</b>	<b>February 12 , 2010</b>
<b>Interview</b>	<b>February 19 , 2010</b>
<b>Award</b>	<b>March 4, 2010</b>

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**ATTACHMENTS**

- Attachment A – Scope of Work
- Attachment B – Draft Contract

## Notice Inviting Proposals

### Request for Proposal No. XP8901-833

#### Public Works and Construction-Related Legal Services

The Exposition Metro Line Construction Authority (Expo) is seeking Proposals from qualified firms or individuals to provide expert legal advice related to existing design-build and construction contracts, construction-related disputes resolution and potential litigation. The services provided will include review of existing contracts, pending change orders, potential disputes, assistance related to the Disputes Resolution Board and litigation as well as advice on proceeding with future contracts.

Please submit an original and four (4) copies of your proposal in a sealed envelope no later than 2:00 p.m. on or before Friday, February 12, 2010. All responses to this Request for Proposal shall be submitted to:

Exposition Metro Line Construction Authority  
707 Wilshire Boulevard, 34<sup>th</sup> Floor  
Los Angeles, California 90017  
Attn: Cheryl Johns

Proposals received after the date and time specified above will be returned to the Proposer unopened. Faxed or electronically submitted proposals will not be accepted.

It is Expo's intent that all firms obtain the full content of this RFP and all Addenda via Expo's website located at [www.buildexpo.org](http://www.buildexpo.org). Click on Contracting under Opportunities on the Home page. Click on the solicitation name. You may open the document and review before downloading. For assistance, please contact Gabriela Collins at 213 243-5535.

Expo is **not** responsible for mailing addenda. All addenda will be published on Expo's website. Proposers are encouraged to check the website regularly since each Proposer is responsible for downloading the RFP and all addenda.

A "shortlist" of firms that may be interviewed will be developed by Expo. Expo anticipates that the "shortlisted" firms will be notified by February, 2010. Interviews are tentatively scheduled for February 19, 2010. Please keep this date open. Failure to appear at the interview will cause the Proposer to be eliminated from further consideration. Expo reserves the right to postpone or cancel an interview at its sole and absolute discretion. Proposer shall be notified in advance of any such postponement or cancellation.

Questions regarding this procurement, should be directed in writing to Cheryl Johns, Senior Procurement Manager, FAX (213) 243 5553 or [cjohns@exporail.net](mailto:cjohns@exporail.net).

# **PART I - BACKGROUND INFORMATION**

## **101. BACKGROUND**

The Exposition Metro Line Construction Authority (“the Authority” or “Expo”) was established by Chapter 7 of Division 12.7 of the Public Utilities Code, commencing with Section 132600, effective January 1, 2004.

The purpose of the Authority is to award and oversee all environmental, planning, design and construction contracts for completion of the Exposition Light Rail Transit Project extending from the Metro Rail Station at 7th Street/ Flower Street in the City of Los Angeles to the City of Santa Monica (“the Project”). Upon completion of the project, it will be transferred to the Los Angeles County Metropolitan Transportation Authority (the MTA).

Phase 1 of the project from downtown to Culver City is currently under construction. A design-build contract was awarded to a joint venture consisting of FCI/Fluor/Parsons in March 2006. The award was made on the basis of a competitively negotiated procurement process. Proposals were evaluated on the basis of best value, taking into account both technical qualifications and price; and, award was made to the highest ranked proposer. Phase 2 of the project from Culver City to Santa Monica is in the environmental planning stage and a design-build contract is scheduled to be awarded in late 2010.

Phase 1 of the project is currently an estimated 47 weeks behind schedule based on the contractor’s most recent schedule. Responsibility for the delay, potential change orders, schedule recovery and other issues are in dispute between the contractor and the Authority.

Although Expo has a current contract with Pinnacle 1/Arcadis to provide risk management services for this project, expert legal advice in the area of public works/construction law is also required. Therefore, Expo wishes to retain legal counsel specializing in this area to assist the agency as the project moved forward.

## **102. DEFINITIONS**

As used in this Request for Proposals –

1. **Agreement or Contract.** The terms “Agreement” and “Contract” mean the Agreement for specialized legal services to be entered into by the Authority and the Consultant.
2. **Authority or Expo.** The term “Authority” or “Expo” means the Exposition Metro Line Construction Authority.

3. **Consultant.** The term “Consultant” means the entity that is selected by the Authority pursuant to this RFP and that is awarded the contract to provide specialized legal services in the area of California construction law to the Authority and the Project.
4. **Contracting Officer.** The term “Contracting Officer” means the Authority staff person responsible for the administration of the RFP and the Contract. The Contracting Officer for this procurement is the individual identified in Section 206 of this RFP.
5. **Days.** The term “days” means calendar days, unless otherwise specified.
6. **Governing Board.** The term “Governing Board” means the Board of Directors of the Authority.
7. **Key Personnel.** The term “Key Personnel” means the Proposer’s Project Manager and any other significant staff members for the required legal services.
8. **Phase 1** – The term “Phase 1” means the Exposition Light Rail Transit (LRT) Project running approximately 8.6 miles from 7<sup>th</sup> and Flower in downtown Los Angeles to Culver City.
9. **Proposer.** The term “Proposer” means any person submitting a proposal in response to this RFP.
10. **Prospective Proposer.** The term “Prospective Proposer” refers to any person who takes one or more of the following actions: downloads the RFP or registers with the Authority as a Prospective Proposer. This term is intended to cover firms that would propose as the prime consultant and does not include subcontractors.
11. **RFP.** The term “RFP” means this Request for Proposals No. XP8901-833.
12. **ISSUING AGENCY:** The public agency issuing this RFP is the Exposition Metro Line Construction Authority (“Authority” or “Expo”).

### 103. **ADDITIONAL INFORMATION**

#### **A. CONTENTS OF RFP/EXAMINATION OF DOCUMENTS**

**Contents** -- This RFP sets forth the requirements governing preparation, submission, and contents of proposals submitted by Proposers seeking to be awarded the Contract, and describes the process and factors under which proposals will be evaluated and the successful Proposer will be selected.

The RFP package includes the following documents:

1. Request for Proposals/Instructions to Proposers, including the evaluation process, protest procedures, and required forms and certifications.
2. Scope of Work -- Attachment A.
3. Draft Contract – Attachment B

**Required Examination of Documents** -- Each Proposer is responsible for examining all of these documents and fully informing itself of all relevant aspects of the Project. In submitting a Proposal, Proposers are representing that they have thoroughly examined this RFP and have become familiar with the Scope of Work. In the implementation of this RFP and the Contract awarded pursuant to this RFP, the “Contract Documents” will include all of the items listed above. The order of precedence of the Contract Documents is set forth in Article I of the Terms and Conditions in Attachment B hereto.

## **B. PROJECT DESCRIPTION**

The Exposition Metro Line Construction Authority is inviting qualified attorneys or team of attorneys to provide expert legal advice in the area of public works/construction law. The contract will be awarded on the basis of demonstrated competence, qualifications and other factors, based upon the evaluation criteria set forth under Section 305.

## **C. SCOPE OF WORK**

The Proposer will be responsible for providing legal services related to public works and construction law on an as-needed basis. Services may included but are not limited to advising staff on issues related to existing design-build and construction contracts, construction-related disputes resolution and potential litigation. The services provided may include review of existing design-build or construction contracts, pending change orders, potential disputes and litigation as well as advice on proceeding with future contracts. Proposer may also be required to attend meetings of the Exposition Metro Line Construction Authority Board of Directors, Dispute Resolution Board and, if necessary, represent Expo in court.

## **D. BASIS FOR AWARD**

Any contract resulting from this RFP may be awarded to the responsive and responsible Proposer earning the highest total evaluation score under the terms of the evaluation criteria set forth under Section 305. The Authority may invite Proposers within the competitive range for interviews to discuss the merits and/or deficiencies of their respective proposals; however, the Authority is under no obligation to enter into discussions or conduct negotiations with a Proposer, and reserves the right to award a contract on the basis of the offers received.

## **E. CONTRACT TYPE**

It is anticipated that the Contract resulting from this RFP, if awarded, will be a time and materials contract with fixed unit rates (i.e., labor hour). The Terms and Conditions to be included in the Contract are set forth in Attachment B.

## PART II – INSTRUCTIONS TO PROPOSERS

### 201. SCHEDULE OF KEY EVENTS

The schedule of key events for the procurement, leading to the award of the Contract, is as follows:

<u>EVENT</u>	<u>DATE</u>
Issuance of RFP	January 26 , 2010
Requests for addenda and clarifications due	February 2, 2010
Proposal due date	February 12 , 2010
Consultant Interviews (if necessary)	February 19,2010
Recommendation for Contract Award	March 4, 2010

The Authority reserves the right to modify the above schedule in its sole discretion, with appropriate written notice to be posted on the Expo website.

### 202. RFP REVIEW AND MODIFICATION PROCEDURE

**A. Requests** -- Any request for addenda or amendments to, or clarification or modification of this RFP or the proposed contract must be submitted to the Expo Procurement Manager in writing at the address listed in Section 205. Any such request must be received by February 2, 2010. All requests must be accompanied by an identification of the Prospective Proposer and a reference to this RFP. Any requests received after this date and time will not be considered.

1. Proposer is responsible for reviewing the RFP documents prior to the deadline for clarifications and for requesting clarification or interpretation of any discrepancy, deficiency, ambiguity or error, or omission contained in the RFP documents. Proposer will notify Expo in writing. If Expo finds that the point in question is not clearly and fully set forth, Expo will post a written addendum clarifying the matter on the Expo website. Send submissions by fax 213-243-5553 or e-mail to [cjohns@exporail.net](mailto:cjohns@exporail.net). E-mail is preferred.
2. Any questions or requests for exceptions to or deviations from the requirements of this RFP including the proposed contract must be submitted in writing. The request should clearly identify and segregate technical exceptions from contractual exceptions. Alternative approaches to meeting Expo's technical or contractual requirements should be thoroughly explained. Expo will review the request and may, but shall not be required to, post a response to any such request on the website. Send submissions by fax 213-243-5553 or email to [cjohns@exporail.net](mailto:cjohns@exporail.net). E-mail is preferred.

3. Proposers are expected to familiarize themselves with the model contract and additional terms and conditions included in this solicitation package as well as all the attachments and exhibits attached hereto. Expo intends to use the attached model contract as the contract resulting from this RFP. Should the Proposer have any concerns, questions, or recommended changes, then these concerns/recommended changes must be specified in detail and submitted in writing. No changes will be considered, if they are not received by February 2, 2010.
4. Expo will review the Proposers concerns/recommendations and may post on the website the Proposer's request and any comments from Expo regarding the potential for consideration of such recommended change(s) during negotiations with the successful Proposer. Changes to Expo's model contract shall be made at Expo's sole and absolute discretion.
5. Requests for clarifications, exceptions, deviations, or changes and/or questions and comments must be clearly labeled, "Written Questions RFP XP8901-833" and should be sent to Attn: Cheryl Johns. Expo is not responsible for failure to respond to a request that has not been appropriately labeled. Requests clarifications, exceptions, deviations, or changes and/or questions and comments received after this time and date will not be responded to and may not be introduced during contract negotiations.
6. Expo will acknowledge receipt of all requests whether responded to or not. Responses will be posted on the Expo website. Expo responses may be in the form of an Addendum or a simple posting of the response.

**B. Exchange of Information** -- The Authority reserves the right to conduct one- on-one meetings with Prospective Proposers for purposes of improving the understanding of the Authority's requirements and addressing industry issues and concerns. Any modifications to the Authority's requirements or to the procurement process resulting from these meetings will be set forth in written addenda posted on the Expo website.

**C. Addendum** -- The Authority reserves the right, upon the request of a Prospective Proposer or upon its own initiative, to issue addenda to this RFP. In any such case, a written addendum will be posted on the Expo website. Any clarification, amendment, or other change or addition to the RFP will be provided to Proposers on the Expo website. A posting on the Expo website is considered to be a written response to a question or request for clarification or an addendum for purposes of this RFP. The Authority is not bound by any oral interpretations, clarifications, or changes made to this RFP by the Authority's agents or employees. Proposers will be required to acknowledge, in the Proposal Letter accompanying their Proposals, that they have received all addenda issued by the Authority.

## 203. PREPARATION OF PROPOSALS

**A. Acceptance of Terms** -- Proposers understand and agree that submittal of a proposal will constitute acknowledgement and acceptance of, and a willingness to comply with, all the terms, conditions, and criteria contained in this RFP and in the Terms and Conditions and other Contract Documents. Any and all parts of the submitted proposal may become part of the subsequent Contract between the selected Consultant and the Authority.

**B. False Statements** -- False, incomplete, or unresponsive statements in connection with a proposal, or failure to adhere to the instructions in this RFP, may be sufficient cause for rejection of the proposal. The evaluation and determination of the fulfillment of this requirement will be the Authority's responsibility and its judgment will be final.

**C. Format and Content** – Proposals shall provide a straightforward, concise delineation of the Proposer's capability to satisfy the requirements of this RFP. Proposals shall be in the requested format, and shall provide all pertinent information specified in Sections 207 and 208 of this RFP. Each proposal shall be signed in ink by a duly authorized officer of the Proposer.

## 204. FORMAT AND STRUCTURE OF THE PROPOSAL

Each proposal shall respond fully to the requirements of this RFP, and all proposal information shall be included in the following proposal volumes:

- **Package A. Proposer Background, Forms, and Certifications** – The Proposer Background Submittal provides basic legal, financial, and background information about the Proposer.
- **Package B. Qualifications/Technical Proposal** – The Qualifications/Technical Proposal provides information regarding the Proposer's technical qualifications, experience, and approach to performing the Work, and will be the basis for evaluating and scoring the Proposals.
- **Package C. Pricing Proposal** -- The pricing proposal provides fixed unit rate price for the work described under the terms of the RFP. Expo receives its funding and utilizes contracts from Metro. If the Proposer provides similar services to Metro or Los Angeles County Counsel as part of a bench or as a single contract, it would be expected that the Proposer would extend to Expo the same or similar hourly rates charged Metro or Los Angeles County Counsel.

## 205. SUBMITTAL OF PROPOSALS

**A. Address for Submittals** – An original and four copies of the proposals are to be submitted to the attention of:

Cheryl Johns, Senior Procurement Manager  
Exposition Metro Line Construction Authority  
707 Wilshire Boulevard  
34<sup>th</sup> Floor

Los Angeles, CA 90012

**B. Due Date** – An original and four copies of the Proposals must be received by the Authority no later than 2:00 p.m., February 12, 2010. Proposals will be received at the offices of the Authority at the above address and will be time-stamped upon receipt. Proposals received after 2:00 p.m. will be considered late and not be accepted. Late proposals will be returned unopened to the Proposer.

**C. Address of Proposer** -- All Proposals submitted must include the name and address of the Proposer and a reference to “RFP No. XP8901-833”. No responsibility will attach to the Authority, or any official or employee thereof, for the pre-opening or, post-opening of, or the failure to open a Proposal not properly addressed and identified.

## **206. PACKAGE A -- BACKGROUND, FORMS, AND CERTIFICATIONS**

Each Proposer shall submit Package A that includes each of the materials set forth below. The forms and certifications referenced are set forth in Part V of this RFP.

### **Tab A-1 Proposal Letter.**

Each Proposer shall submit a proposal letter using the attached Proposal Letter form. The proposal letter shall identify the Proposer and each of its Major Subcontractors (if applicable).

### **Tab A-2 Campaign Contribution and Gift Disclosure Forms.**

Each Proposer shall submit Campaign Contribution form and Gift Disclosure form with respect to campaign contributions and gifts. Separate forms shall be submitted by the Proposer and Major Subcontractors.

## **207. PACKAGE B -- QUALIFICATIONS/TECHNICAL PROPOSAL**

Each Proposer shall submit a Qualifications/Technical Proposal which explains the qualifications of the Proposer to perform the Work and sets forth the approaches, organizational structures, and procedures which the Proposer intends to follow. This Submittal shall provide the following information, with the contents and in the sequence set forth below:

### **Tab B-1 Qualifications and Experience.**

1. Provide a profile of the Proposer(s) and Major Subcontractors, if any, including types of services offered; the year founded; form of organization (corporation, partnership, sole proprietorship); and a brief description of similar projects on which the Proposer and its team members, have performed services within the past five (5) years.

2. Describe the Proposer's experience in advising public agencies, particularly those located in the Southern California region on California construction law including construction litigation and the Disputes Review Board.
3. Provide references from each of the projects cited in paragraph (2). Furnish the name, title, address, and telephone number of the person(s) at the client organization who is most knowledgeable about the work performed. Additionally, the Proposer may supply references from other work not cited in this section as related experience.

**Tab B-2 Organization, Staffing, and Credentials.**

1. Identify the prime consultant and any major sub consultants and all other team members, and the specific areas of expertise of each identified firm or individual. Describe any previous experience of these team members in working together.
2. Identify the proposed Project Manager/Lead Counsel and Key Personnel proposed to perform the Work identified in the Scope of Work tasks, and include major areas of subcontracted work, if any.
3. Provide education, experience, and professional credentials (including brief resumes of no more than two (2) pages each) of the Project Manager/Lead Counsel, Key Personnel, and Project staff with specific expertise that may be made available to Expo during the term of this agreement. Specifically indicate the year in which individuals worked on projects cited in their qualifications or resumes.
4. Include a statement that the proposed Project Manager/Lead Counsel and other Key Personnel will be available to the extent proposed for the duration of the contract, with an express acknowledgement by the Proposer that no person designated as "key" to the project shall be removed and/or replaced without the prior written concurrence of the Authority.

**Tab B-3 Work Plan.**

1. Since any resultant contract would be for services on an as-needed basis, a work plan is not feasible. Please provide a description of how an assessment of a contractual issue confronting a public agency on a construction project is performed. Describe how a strategic plan is developed to address the issue. Provide a real-life example and explain the rationale applied for recommending or discarding various alternative courses of action.

2. Identify the Proposer's current workload and indicate the firm's capability to accomplish current projects and provide on-call services to Expo with its current work force

**208. PACKAGE C -- COST PROPOSAL**

Please prepare a listing of all staff levels proposed for this contract and the fully burdened hourly rate for each level. Fully burdened rates should include overhead and/or General and Administrative costs. If Consultant is offering Expo the same rates currently charged to Metro or County Counsel, please prepare a statement to the effect that the proposed rates do not exceed those charged to Metro or County Counsel, for the same or similar work and list the staff proposed.

**209. DESIGNATED CONTACTS AND COMMUNICATIONS**

**A. Contact** -- The designated Authority representative for all questions relating to this Request for Proposals is Cheryl Johns, at the address set forth in Section 205A.

**B. Communications** -- Communications in connection with this RFP shall be in writing and shall be delivered personally; by electronic mail; by facsimile; by telegram; or by regular, registered, or certified mail addressed to the person named in subsection above. All communications must identify the RFP Number. Telephone calls may be used to expedite communications, but shall not be official communications unless confirmed in writing.

**210. RFP WITHDRAWAL**

The Authority reserves the right to withdraw this RFP at any time without prior notice, and makes no representations that any Contract will be awarded to any Proposer responding to this RFP. The Authority expressly reserves the right to postpone proposal opening for its own convenience, to waive any informality or irregularity in the proposals received, and to reject any and all proposals received in response to this RFP without indicating any reasons for such rejection.

**211. OWNERSHIP OF PROPOSALS**

All documents submitted by the Proposer in response to this RFP shall become the property of the Authority and will not be returned to the Proposer. The concepts and ideas in the information contained in the proposal, including any proprietary, trade secret or confidential information, submitted by Proposer shall also become the property of the Authority (1) if submitted by the successful Proposer, upon award and execution of the Contract; and (2) if submitted by an unsuccessful Proposer, following the completion of the procurement process.

**212. ACCEPTANCE OF PROPOSALS**

Each proposal shall be submitted with the understanding that it constitutes an offer to perform each element of the Scope of Work in accordance with the terms of the

proposal, this RFP, the Terms and Conditions, and the other Contract Documents, and that it is binding on the Proposer if accepted by the Authority.

### **213. CONFIDENTIALITY**

Subject to applicable law, the Authority will use reasonable efforts to maintain confidentiality during the proposal process.

### **214. WITHDRAWAL OF PROPOSAL**

1. The Consultant may withdraw its offer before the opening of proposals by submitting a written request signed by an authorized representative of the firm and delivered to the Senior Procurement Manager.
2. The proposal submit will remain valid for 180 days after the Proposal Due Date and a Proposer may not withdraw its proposal during the 180-day period without written consent of the Authority.
3. Any costs incurred by Proposers in responding to this RFP in anticipation of receiving a Contract award are the Proposer's sole expense and will not be reimbursed by the Authority. Pre-contractual expenses include but are not limited to: Preparing its proposal in response to this RFP; Negotiating with Expo on any matter related to the proposal. Any other expenses incurred by Consultant prior to the date of award of the contract for this procurement.

### **215. EXCEPTIONS TO PROPOSAL**

Proposers must identify, during the RFP Review and Modification period described in Paragraph 202, any exceptions to the provisions of this RFP, including the contractual Terms and Conditions in Attachment B. If no exceptions are stated, it will be assumed and understood that all provisions will be complied with, without exception. ANY EXCEPTIONS NOT TAKEN DURING THE RFP REVIEW AND MODIFICATION PERIOD WILL BE CONSIDERED MATERIAL AND BE CAUSE FOR REJECTION OF A PROPOSAL ON THE GROUNDS IT IS NON-RESPONSIVE.

### **216. DISQUALIFICATION OF PROPOSALS**

Proposers may be disqualified and proposals may be rejected for any of (but not limited to) the following causes:

1. Lack of signature by an authorized representative on the Proposal.
2. Failure to properly complete the Proposal.
3. Evidence of collusion among proposers.

4. Unauthorized alteration of proposal forms.

The Authority reserves the right to waive any minor informality or irregularity.

## **217. CONFLICT OF INTEREST**

- A. **Description of Conflicts** -- No employee, officer or agent of the Authority shall participate in the selection, or in the award or administration, of the Contract if a conflict of interest, real or apparent, would be involved. Such a conflict would arise when one of the following has a financial or other interest in any firm proposing on or selected for the award:
  1. The employee, or an officer or agent of the employee;
  2. Any member of the employee's immediate family;
  3. The employee's business partner; or
  4. An organization, which employs, or is about to employ, any of the above.
- B. **Prohibition on Gratuities** -- The Authority's officers, employees, or agents shall neither solicit nor accept gratuities, favors, or anything of monetary value from Proposers, prospective Proposers, subcontractors to Proposers, or other parties to sub-agreements whereby the intent would reasonably be inferred as influencing the employee in the performance of his or her duties or was intended as a reward for any official act on his or her part.

## **218. IMPROPER CONDUCT**

If a Prospective Proposer, or anyone representing or acting on behalf of or at the direction of the Proposer, offers or gives any advantage, gratuity, bonus, discount, bribe or loan of any sort to the Authority, including agents or anyone representing the Authority at any time in connection with this RFP or the Contract, the Authority shall immediately disqualify the Proposer and may sue the Proposer for damages.

## **219. PROHIBITIONS OF LOBBYING AND CONTACTS**

- A. **Prohibition** -- No person (or entity) submitting a proposal in response to this RFP, nor officer, employee, representative, agent, or consultant representing such a person (or entity) shall contact through any means or engage in any discussion concerning the award of the contract with any Member of the Governing Board of the Authority (or his or her personal staff) during the period beginning on the date of issuance of this RFP and ending on the date of Contract Award. Any such contact will be grounds for the disqualification of the Proposer.
- B. **Limitation on Contacts** -- During the period beginning on the date of issuance of this RFP and ending on the date of Contract Award, any contact

with the Authority staff by a Proposer should be limited to the pre-proposal conference under Section 104, the written clarification and addenda process described in Section 202, and any interviews held pursuant to Section 304. Any contact with Authority officials or staff other than pursuant to those established processes will be grounds for disqualification of the Proposer.

**220. INCONSISTENCIES IN CONDITIONS**

In the event there are inconsistencies between the Terms and Conditions in Attachment B and other terms or conditions contained in this RFP, the former will take precedence.

**221. INCLUSION OF TERMS AND CONDITIONS**

All provisions and conditions contained herein may become part of any subsequent Contract awarded as a result of this RFP.

## **Part III - EVALUATION PROCESS AND AWARD**

### **301. RECEIPT OF PROPOSALS**

Each Proposal received in response to this RFP will be placed in a secure location with access limited to specific Authority staff and representatives. All proposals will be reviewed and evaluated in accordance with this Part III.

### **302. AUTHORITY EVALUATION COMMITTEE**

The Authority will establish an Evaluation Committee with responsibility for reviewing all proposals and conducting the reviews, evaluations, and scoring described in this Part. The Evaluation Committee shall be chaired by the Contracting Officer or his or her designee. In addition, the Evaluation Committee may, in its discretion, utilize outside experts or representatives from other public entities to assist in the evaluation process.

### **303. INITIAL REVIEW OF PROPOSALS**

**A. Compliance Determination** -- The Evaluation Committee will first review and evaluate Part A of each Proposer's submittal to determine whether the Proposer has properly provided the background information, forms, and certifications required to be included in Part A. Evaluation will be on a pass/fail basis. Proposals that are non-responsive to the RFP, or that otherwise do not provide the required information, will be considered non-compliant. Non-compliant Proposals will not be subject to further review, evaluation, or scoring by the Authority. Proposers will be notified in writing if their Proposals are found non-compliant.

**B. Minor Irregularities** -- Minor informalities, irregularities, and apparent clerical mistakes which are unrelated to the technical content of the Proposal shall not be the basis for finding a proposal to be non-compliant, if corrected promptly by the Proposer upon receipt of notification from the Authority. The Authority reserves the right to notify a Proposer of such a minor irregularity following the initial review under this Section.

### **304. EVALUATION OF ACCEPTABLE PROPOSALS**

**A. General** -- Each proposal that is determined, pursuant to Section 303, to meet the requirements of this RFP and to pass all pass/fail criteria will be deemed to be "Acceptable" and will then be evaluated by the Evaluation Committee in accordance with the following provisions of this Section and will be scored using the evaluation criteria and weights set forth in Section 305.

**B. Technical Qualifications Evaluation** -- The Evaluation Committee will conduct an evaluation of all acceptable proposals under the criteria set forth in Section 305. The Authority reserves the right to select for Contract award the Proposer earning the highest total evaluation score under the criteria in

Section 305, based on the evaluation of the initial proposals as submitted, without interviews or discussions.

**C. Interviews and Discussion** -- Interviews and discussions may, in the discretion of the Authority, be held by the Contracting Officer and members of the Evaluation Committee with all Proposers determined to have submitted acceptable proposals. At this time, Proposers are asked to hold open for interviews. Expo will notify Proposers by, if interviews have been postponed or canceled.

If interviews are conducted, the participating firms will be advised as to preparation for the interview and how the interview will be conducted. The results of such interviews may be considered in the evaluation and scoring of proposals under Section 305.

**D. Client References** -- The Evaluation Committee may contact any of a Proposer's client references to discuss the Proposer's qualifications and past performance. The results of any such reference checks may be considered in the evaluation and scoring of proposals under Section 305.

**E. Recommendation** -- Following the completion of evaluation by the Evaluation Committee and the scoring of Proposals in accordance with this Section, the Contracting Officer will make an award recommendation to the Authority's CEO based upon the criteria set forth in Section 305.

**F. Single Proposal** -- If only one proposal is received in response to this RFP, the Authority may, in its discretion, negotiate a Contract with that single proposer if its proposal meets the requirements of this RFP, and may award a Contract to that proposer if agreement can be reached on final terms and conditions and if the price proposed is found by the Authority to be fair and reasonable.

### **305. EVALUATION FACTORS AND WEIGHTS**

**A. General** -- The Authority will, through its Evaluation Committee, evaluate and score the acceptable proposals submitted in response to this RFP on the basis of the factors set forth in Subsection B of this Section.

**B. Scoring** -- Any proposals resulting from this RFP will be evaluated by the Evaluation Committee in accordance with the stated criteria and associated weights. Sub-criteria are equally weighted. Proposals may be reevaluated for all criteria and sub-criteria after the establishment of a competitive range by the Committee, and the completion of the presentation/interview portion of the evaluation.

#### **C. EVALUATION FACTORS**

**1. Experience & Qualifications 45%**

The Evaluation Committee shall evaluate the overall relevant experience of each firm. The Committee shall evaluate and/or conduct the following:

- Evaluation of past experience of the firm in providing comparable services.
- Evaluation of relevant experience in the areas of construction law and the Disputes resolution Board.
- Evaluation of the experience of the proposed staff and a review of resumes.
- Reference checks from previous clients.

## **2. Work Plan**

**35%**

The proposed work plan shall be reviewed and evaluated by the Committee using the following sub-criteria:

- Methodology and Approach. The proposed methodology and approach shall be evaluated. At a minimum, the Committee shall evaluate the following items:
  - What unique experience, practices or methods your firm provides.
  - Contractual issue assessment and strategic plan development.
  - Is the proposal written and organized in a coherent and professional manner.
- Resource and Staff allocation. The Committee shall evaluate the proposed allocation of resources and staff assigned to this project. Items that may be evaluated by the Committee include:
  - Experience of proposed staff in areas relevant to Expo's requirements.
  - Given the proposed staffing, does it appear feasible that Expo's on-call requirements can be met in a timely manner.
- Project Management. The Committee shall evaluate how your firm proposes to manage the project. Items that may be evaluated by the Committee include:
  - The related and similar experience and role of the Project Manager;
  - Since the requirements, at least initially will be on-call, how will the firm track and manage deliverables;
  - Sub consultant Management, if applicable.

## **3. Price**

**20%**

Reasonableness of proposed hourly rates based on experience of proposed staff and as compared to other proposals.

## **4. Presentation and Interview**

Only firms included in the competitive range by the Evaluation Committee, based on a normalized evaluation score, may be invited to make a brief presentation to the Evaluation Committee, if the Authority so chooses. Firms selected to continue to the interview phase will receive specific instructions regarding the format, length, and what should be included in the interview presentation.

**306. NEGOTIATIONS**

**A. Negotiations** -- Following the evaluation process and the Authority may negotiate with the firms included in the competitive range. The Authority may also choose to negotiate only with the highest ranked firm.

**B. Recommendation for Award** -- After negotiations are complete, the CEO shall enter into a contract with the selected firm.

**307. AWARD AND CONTRACT EXECUTION**

Promptly following the Board's authorization of contract award, the Authority will deliver partially executed copies of the Contract Agreement to the selected Proposer. The selected Proposer shall execute and deliver all such execution copies to the Authority within seven (7) days of receipt, together with evidence of insurance and any other documents required to be provided at Contract execution, as stated in the Terms and Conditions.

**308. NOTIFICATION OF AWARD AND DEBRIEFING**

Each Proposer that submits a Proposal in response to this RFP shall be notified in writing regarding the Proposer that was awarded the Contract. Proposers that are not awarded the contract may obtain an explanation and/or response concerning the strengths and weaknesses of their Proposal(s). Any such Proposer wishing to be debriefed, must request the debriefing in writing, and the Contracting Officer must receive the request by U.S. mail or fax within three (3) working days of their notification of the contract award to another firm or team.

## **Part IV - AUTHORITY PROTEST PROCEDURES**

### **401. PURPOSE**

The purpose of this Part is to set forth the procedures to be utilized by the Authority in considering and determining all protests or objections regarding this RFP, and shall supplement the procedures set forth in Authority's Administrative Code.

### **402. GENERAL**

In order for a protest to be considered by the Authority, it must be submitted by an interested party (as defined below) in accordance with the procedures set forth herein. A protest which is submitted by a party which is not an interested party or which is not in accordance with the procedures shall not be considered by the Authority, and will be returned to the submitting party without any further action by the Authority.

### **403. DEFINITIONS**

For purposes of these Protest Procedures:

**A.** The term "bid" includes any proposal submitted by an offeror in response to this RFP.

**B.** The term "contract" means that document to be entered into between the Authority and the successful bidder and offeror.

**C.** The term "days" refers to normal business days of the Authority staff offices.

**D.** The term "interested party" for purposes of a protest submitted prior to the proposal due date means any person who is a Prospective Proposer, and for purposes of a protest submitted on or after the proposal due date shall mean a party that has timely submitted a proposal in response to this RFP.

**E.** The term "solicitation" means the RFP.

### **404. GROUND FOR PROTEST**

Any interested party may file a bid protest with the Authority on the grounds that:

**A.** The Authority has failed to comply with applicable Federal or State Law;

**B.** The Authority has failed to comply with its procurement policy manual;

**C.** The Authority has failed to comply with the terms of the solicitation in question, including the failure to adhere to the evaluation criteria set forth in the solicitation, if applicable; or

- D. The Authority has issued restrictive or discriminatory specifications.

#### **405. CONTENTS OF PROTEST**

- A. A bid protest must be filed in writing and must include:
1. The name and address of the protestor.
  2. The name and number of the procurement solicitation.
  3. A detailed statement of the grounds for the protest, including all relevant facts and a citation to the Federal or State law, the provisions of the Authority procurement procedures, or specific term of the solicitation alleged to have been violated.
  4. Any relevant supporting documentation the protesting party desires the Authority to consider in making its decision.
  5. The desired relief, action, or ruling sought by the protestor.
- B. Protests must be filed with:

c/o Exposition Metro Line Construction Authority Board Secretary  
707 Wilshire Boulevard  
34<sup>th</sup> Floor  
Los Angeles, CA 90012

- C. All protests must be received by the Authority address listed above during normal office hours of 8:00 a.m. to 5:00 p.m., Pacific Standard or Daylight Time.

D. If any of the information required by this section is omitted or incomplete, the Authority will notify the protestor, in writing, within one day of the receipt of the protest, and the protestor will be given one day to provide the omitted or incomplete information in order for the protest to be further considered. Note that this provision only applies in the case of a failure to state any grounds for a protest and does not apply to stating inadequate grounds for a protest or the failure to submit documentation.

#### **406. TIMING REQUIREMENTS AND CATEGORIES OF PROTESTS**

The Authority will consider the following categories of bid protests within the time period set forth in each category:

- A. Any bid protest alleging improprieties in a solicitation process or in solicitation documents must be filed no later than five days prior to the scheduled deadline for submittal of proposals, as appropriate, in order to be considered by the Authority. Any protest based on such grounds not filed within this period will not be considered by the Authority. This category of protests includes, but is not limited to, allegation of restrictive or exclusionary specifications or conditions.

**B.** Any bid protests regarding the evaluation of bids or proposals by the Authority, or improprieties involving the approval or award or proposed approval or award of a contract must be filed with the Authority no later than five (5) working days after publication of the written recommendation for award. Any protest filed after such date which raises issues regarding the bid or proposed evaluation, or the contract approval or award will not be considered by the Authority.

#### **407. REVIEW OF PROTEST BY THE AUTHORITY**

**A.** The Authority will notify the protestor within 3 days of timely receipt of a bid protest that the protest is being considered.

**B.** In the notification, the Authority will inform the protestor of any additional information required for evaluation of the protest by the Authority, and set a time deadline for submittal of such information. If the Authority requests additional information, and it is not submitted by the stated deadline, the Authority may either review the protest on the information before it, or decline to take further action on the protest.

**C.** In its sole discretion, the Authority may give notice of any bid protest to other bidders or proposers for the procurement involved in the protest, as appropriate, and permit such bidders or offerors to submit comments to the Authority relative to the merits of the bid protest. The Authority will set a time deadline for the submittal of such comments, which will be no less than 5 days after the Authority provides notification of the protest.

**D.** In its sole discretion, the Authority may schedule an informal conference on the merits of a bid protest. All interested parties will be invited to participate in the conference. Any information provided at the conference will only be considered by the Authority in deciding the bid protest if it is submitted to the Authority in writing within 3 days after the conference.

#### **408. EFFECTS OF PROTEST ON PROCUREMENT ACTIONS**

**A.** Upon receipt of a timely protest regarding evaluation of bid or proposals, or the approval or award of a contract, the Authority will suspend contract approval or other pending action, or issue a stop work order if appropriate, until the resolution of the protest. In this event, the successful bidder or proposer may not recover costs as a change order.

**B.** Notwithstanding the pendency of a bid protest, the Authority reserves the right to proceed with any appropriate step or action in the procurement process or in the implementation of the contract in the following cases:

1. Where the item to be procured is urgently required;
2. Where the Authority determines, in writing, that the protest is vexatious or frivolous;

3. Where delivery or performance will be unduly delayed, or other undue harm to the Authority will occur, by failure to make the award promptly; or,
4. Where the Authority determines that proceeding with the procurement is otherwise in the public interest.

#### **409. SUMMARY DISMISSAL OF PROTESTS**

The Authority reserves the right to summarily dismiss all or any portion of a bid protest that raises legal or factual arguments or allegations that have been considered and adjudicated by the Authority in a previous bid protest by any interested party in the same solicitation or procurement action.

#### **410. PROTEST DECISIONS**

**A.** After review of a bid protest by appropriate Authority staff and/or legal counsel, a recommendation shall be made to the Chief Executive Officer of the Authority concerning the appropriate disposition of such protest.

**B.** The recommendation shall be made on the basis of the information provided by the protestor and other parties, the results of any conferences, and the Authority's own investigation and analysis.

**C.** The decision of the Chief Executive Officer of the Authority shall be in writing and shall be the final binding agency action. Except in exceptional circumstances, the decision of the Chief Executive Officer of the Authority will be issued within 30 days after the date all relevant information is submitted according to the dealings set forth in these procedures.

**D.** If the protest is upheld, the Authority will take appropriate action to correct the procurement process and protect the rights of the protestor, including resolicitation, revised evaluation of bids or proposals or the Authority's determination, or termination of the contract.

**E.** If the protest is denied, the Authority will lift any suspension imposed and proceed with the appropriate stage of the procurement process or the contract.

## **PART V - FORMS AND CERTIFICATIONS**

**PROPOSAL LETTER FORM**

To: Exposition Metro Line Construction Authority

RFP No. XP8901-833 (the "RFP")

In response to the above referenced Request for Proposal and in accordance with the Instructions to Proposers and the submittal requirements contained therein, we the undersigned hereby offer to perform and complete the work as required by the Contract Documents.

1. If recommended for contract award, will provide the Authority all required certificates of Insurance.
2. To keep this Proposal open for acceptance for 180 days after the Proposal Due Date.
3. Further the undersigned agrees to execute the Authority prepared Contract within five (5) calendar days after Notice of Award. The Proposer represents that the following person(s) are authorized to negotiate on its behalf with the Authority in connection with this RFP and will provide appropriate evidence of authorization upon request:

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Printed Name	Title	Telephone Number
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Printed Name	Title	Telephone Number
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4. In addition to the formal certifications provided, the Proposer certifies that it has:
  - a. Examined and is fully familiar with all of the provisions of the RFP Documents and any addenda thereto;
  - b. Satisfied itself as to the requirements of the Contract;
  - c. Carefully reviewed the accuracy of all statements shown in its proposal;
  - d. Satisfied itself with respect to other matters pertaining to the RFP which in any way affect the performance of the Work;
  - e. Unless previously submitted during the Question and Clarification period, the proposal has been submitted without exception and all Authority Contract Terms and Conditions are acceptable to the Proposer.
  - f. Understand that all costs and expenses incurred in preparing this proposal and participating in the RFP process will be borne solely by firm.

5. The Proposer agrees that the Authority will not be responsible for any errors or omissions in this Proposal.
6. The Proposer acknowledges receipt understanding and full consideration of the following Addenda to the RFP documents:

No.	Date
_____	_____

7. The Proposer further certifies that:
  - a. The Proposal is made without collusion with any other person, firm, corporation, joint venture/partnership, and/or other party.
  - b. Joint ventures/partnerships are to provide a signed copy of their agreement with their proposal.

Proposer's Name: \_\_\_\_\_

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

Phone: \_\_\_\_\_ Fax: \_\_\_\_\_

E-mail Address: \_\_\_\_\_

Signature of Authorized Official: \_\_\_\_\_

Type or Print Name: \_\_\_\_\_

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

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

Please List any Proposed Sub-Consultants

Name: \_\_\_\_\_

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

Phone: \_\_\_\_\_ Fax: \_\_\_\_\_

E-Mail: \_\_\_\_\_

Project Function: \_\_\_\_\_

## **INFORMATION SHEET: FORM CCD - CAMPAIGN CONTRIBUTION DISCLOSURE**

Note: Separate forms shall be submitted by Proposer, each general partner or Joint Venture member of the Proposer, each Guarantor and all named Major Subcontractors. This form should be submitted with the Proposal on the Proposal Due Date. The forms submitted do not need to include the information sheet, just Form CCD itself.

### Information Sheet

Each person submitting a statement of qualifications, proposal or bid to enter into a contract with the Exposition Metro Line Construction Authority, each of its general partners or Joint Venture members, each Guarantor, and each person identified as a Subcontractor in the proposal must complete the attached Campaign Contribution Disclosure Form.

### Important Notice

The basic provisions of Government Code Section 84308 and Public Utilities Code Section 132610 as applicable to contractors, prospective contractors and subcontractors are as follows:

- I. If you are a contractor, a prospective contractor, a general partner or Joint Venture member, Guarantor or Subcontractor of a contractor or prospective contractor, or a Major Subcontractor, you are prohibited from making a campaign contribution of more than \$250 to any Board Member or his or her alternate or other Authority officer. This prohibition begins on the date the Authority releases documents requesting statements of qualifications ("RFQ"), requests for proposals ("RFP") or invitations for bid ("IFB") and ends three months after the Board of Directors awards the contract. In addition, no Board Member or alternate or Authority officer may solicit or accept a campaign contribution of more than \$250 from you during this period.
- II. These prohibitions also apply to your agents, and, if you are a closely held corporation, to your majority shareholder as well. Also included are parent companies and subsidiary companies directed and controlled by you, and political action committees directed and controlled by you.
- III. Each of you must file the attached disclosure form and disclose whether you or your agent(s) have in the aggregate contributed more than \$250 to any Board Member or his or her alternate or any other Authority officer during the 24 month period preceding the release of the RFP or IFB.

IV. To determine whether a campaign contribution of more than \$250 has been made by you, campaign contributions made by you within the preceding 24 months must be aggregated with those made by your agent within the preceding 24 months. Contributions made by your majority shareholder (if a closely held corporation), your subcontractor(s), your joint venture members, and your partner(s) in the proceeding must also be included as part of the aggregation. Campaign contributions made to different Members of the Board of Directors or their alternates or different Authority officers are not aggregated.

V. If you, your agent, general partners, joint venture members, Guarantors and Major Subcontractors have in the aggregate contributed more than \$250 to any individual Board Member or his/or her alternate or other Authority officer during the 24 months preceding the release of the RFP or IFB, that Board Member or alternate or other Authority officer must disqualify himself or herself from the decision. However, disqualification is not required if the Board Member or alternate or other Authority officer returns the campaign contribution within 30 days from the time the recipient knows, or should have known, about both the contribution and the fact that you have indicated a desire to enter into a contract with the Authority.

VI. The Campaign Disclosure Form should be completed and filed with your proposal or bid, or with the first written document you file or submit after the proceeding commences

A list of the Board Members and alternates and other Authority officers is attached.

This notice summarizes the major requirements of Government Code Section 84308 of the Political Reform Act, 2 Cal. Adm. Code Sections 18438.8 and Public Utilities Code Section 132410. You should consult these statutes and regulations for specific information.

**CAMPAIGN CONTRIBUTION DISCLOSURE  
DISCLOSURE FORM**

Name of Entity: \_\_\_\_\_

Address of Entity: \_\_\_\_\_

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

No contributions have been made in the preceding 24 months.

The following campaign contributions have been made in the preceding 24 months:

Board Member(s), Board Alternate(s) or Authority officer(s) to whom campaign contributions were made and dates of contribution(s) in the preceding 24 months:

Name of Recipient of Contribution: \_\_\_\_\_

Name of Contributor (if other than Party): \_\_\_\_\_

Date(s): \_\_\_\_\_

Amount(s): \_\_\_\_\_

Name of Recipient of Contribution: \_\_\_\_\_

Name of Contributor (if other than Party): \_\_\_\_\_

Date(s): \_\_\_\_\_

Amount(s): \_\_\_\_\_

Name of Recipient of Contribution: \_\_\_\_\_

Name of Contributor (if other than Party): \_\_\_\_\_

Date(s): \_\_\_\_\_

Amount(s): \_\_\_\_\_

*[Add additional sheets as necessary.]*

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

\_\_\_\_\_  
Signature of Party and/or Agent

## **INFORMATION SHEET: GIFT DISCLOSURE FORM**

Note: Separate forms shall be submitted by Proposer, each general partner or Joint Venture Member of each Guarantor, and each named Major Subcontractors. This form should be submitted with the Proposal on the Proposal Due Date. The forms submitted do not need to include the information sheet, just the Disclosure Form itself.

### **Information Sheet**

The attached Gift Disclosure Form must be completed by Proposer, and each person identified as a Subcontractor in the proposal.

### Important Notice

Basic Provisions of Government Code Section 87100 and Public Utilities Code Section 132610:

- I. Board members and their alternates and all Authority employees (“employees”) are prohibited from accepting gifts valued at more than \$10 from contractors and subcontractors.
- II. All contractors, general partners, potential contractors and subcontractors with the Authority must file the attached disclosure form and disclose whether they have in the aggregate contributed \$10 or more to any Board member or his or her alternate or any employee during the 12 month period preceding the date of submission of a response to a request for statements of qualifications, request for proposals or invitation for bid. SEE TITLE II, CH. 2 ADMIN CODE
- III. Board members and alternates must disqualify themselves from decisions to award a contract which will have a material financial effect on a donor of a gift of more than \$10 in the preceding 12 months.
- IV. A list of Board Members and their alternatives and Authority employees is attached.
- V. The Gift Disclosure Form should be completed and filed with each response to a request for a statement of qualifications, request for proposals or invitation to bid.
- VI. This form summarizes the provisions of Government Code Section 87100 and Public Utilities Code Section 132610. You should consult these statutes for more specific information.

**GIFT DISCLOSURE FORM**

No gifts have been made in the preceding 12 months.

The following gifts have been made in the preceding 12 months:

Donor's Name: \_\_\_\_\_

Donor's Address: \_\_\_\_\_

Proposed or Current Contract: \_\_\_\_\_

Board Member(s) or Alternate(s), or staff member to whom you and/or your agent made gifts in excess of \$10 in the prior 12 months.

Name of Recipient: \_\_\_\_\_

Date(s): \_\_\_\_\_

Amount(s): \_\_\_\_\_

Name of Person Making Gift (if other than Party): \_\_\_\_\_

Donor's Name: \_\_\_\_\_

Donor's Address: \_\_\_\_\_

Proposed or Current Contract: \_\_\_\_\_

Board Member(s) or Alternate(s), or staff member to whom you and/or your agent made gifts in excess of \$10 in the prior 12 months.

Name of Recipient: \_\_\_\_\_

Date(s): \_\_\_\_\_

Amount(s): \_\_\_\_\_

Name of Person Making Gift (if other than Party): \_\_\_\_\_

*[Attach additional forms if necessary.]*

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

\_\_\_\_\_

Name of Entity

## **PART VI - EXPO BOARD MEMBERS**

## Current Exposition Metro Line Construction Authority Board Members

This information should be used in conjunction with completion of the Campaign Contribution Disclosure and Gift Disclosure Forms.

### Expo Board Members

Herb Wesson L.A. City Council, 10 <sup>th</sup> District	Chair
Jan Perry L.A. City Council, 9 <sup>th</sup> District	
Scott Malsin Culver City City Council	
Pam O'Connor Mayor Pro Tem Santa Monica	
Bernard Parks L.A. City Council 8 <sup>th</sup> District	
Mark Ridley-Thomas L.A. County Supervisor 5 <sup>th</sup> District	
Zev Yaroslavsky L.A. County Supervisor 3 <sup>rd</sup> District	Vice-Chair
Arthur Leahy CEO METRO	
Richard D. Thorpe Expo CEO	
Samantha Bricker Expo COO	