

REQUEST FOR PROPOSALS
LEGAL SUPPORT CONTRACTOR(S) TO SUPPORT THE WALKER BASIN CONSERVANCY

May 8, 2017

Requesting Organization: Walker Basin Conservancy, 615 Riverside Drive, Suite C, Reno, NV 89503
Contact: Amy Gladding, Operations Administrator, 775-463-9887 x116; amy.gladding@walkerbasin.org.

1. OVERVIEW

The Walker Basin Conservancy (WBC) invites interested not-for-profit and for-profit individuals and organizations to submit proposals for legal support contractor(s) that will provide a variety of legal support for the successful implementation of the Walker Basin Restoration Program. Multiple contractors may be selected from this RFP and executed contracts will be for up to three (3) years.

2. ORGANIZATION AND PROGRAM BACKGROUND

The Walker Basin Conservancy (WBC) was established in 2014 to support development and implementation of the Walker Basin Restoration Program (WBRP or Program) through land and water stewardship activities on properties associated with the Program's mission. The WBC currently has stewardship responsibility on thousands of acres of land and assets in the Walker Basin. Currently land planning and implementation activities are underway on all of these properties. Planning efforts focus on assessing public use opportunities, conservation values, long-term land ownership and stewardship, and active and passive revegetation and restoration activities.

In addition, the WBC is actively involved in managing water assets associated with the Program, further developing conservation opportunities in the Basin and overall outreach and education related to the long-term objectives of the Program.

For more information about WBC and WBRP, please visit our website at www.walkerbasin.org.

3. SCOPE OF WORK

Legal Services Scope of Work

Legal Counsel

Walker Basin Restoration Program

- a. Act as general counsel to the Walker Basin Restoration Program
- b. Draft agreements as required with third parties for implementation of WBRP program activities.
- c. Provide research memorandum as required by legal issues. Review documents (such as contracts, leases and other agreements) as needed.
- d. Develop various interim use agreements for land and water stewardship.
- e. Assist with overall tracking and management of existing assets and assist in the development of strategies to dispose assets in a manner consistent with Program purposes

- f. The contract may be amended to add additional program activities associated with pending and future obligations of the WBRP.

Acquisition Program

- a. Draft and review documents related to due diligence, negotiation, purchase and management of water and land acquisitions.
- b. Review title commitments and appraisals. Consult on acquisition strategy, agreements, etc.
- c. Oversee and coordinate title work associated with developing deals.
- d. Provide support for water right change applications, protests and overall program implementation.
- e. Assist with strategy, planning, and review of documents related to the Water Leasing Demonstration Program.

Project Coordination

- a. Prepare for and participate in status update conference calls and strategic planning sessions.
- b. Travel to Reno and/or Yerington as needed.

Nevada-based Counsel: Contractor(s) will assist WBC with development and implementation of the Walker Basin Restoration Program and will play a key role in the water rights change application process with the Nevada State Engineer's Office.

1. Work closely with WBC's title researchers and other consultants on all aspects of the water rights change approval process, and be prepared to represent WBC in responding to protests, litigation, and/or legislation relating to the water acquisition and change approval process.
2. Participate in working sessions including pre-application briefings with key parties of interest. Contractors will focus on preparation for any expected protests or litigation, and will provide input and advice, where possible and appropriate, on avoiding and/or resolving protests or litigation.
3. Contractor will be prepared to defend water rights change applications and approvals in the face of known and anticipated protests or challenges.
4. Work (when appropriate) with the attorneys and representatives of the Walker River Irrigation District, the Walker River Paiute Tribe, the Bureau of Indian Affairs and potentially other Walker Basin entities in Nevada and California to develop joint strategies and agreements related to change applications and approvals for leased and purchased water rights before the Nevada State Engineer and/or other relevant authorities.
5. Monitor and track all third party filings before the Nevada State Engineer, the State Water Resources Control Board of California, the Walker River Decree Court and/or the 9th Circuit Court of Appeals of relevance to the WBC.
6. Assist in steps related to possible settlement negotiations under the U.S. v. WRID proceeding.
7. Provide support related to Nevada water laws and legislation as appropriate to the Walker Basin.
8. Coordinate and consult with WBC as needed. Travel as necessary to Reno, NV or other court hearing locations.

HR and Employment Attorney

1. Review WBC employment and human resources documents
2. Possess a good understanding of all federal , Nevada and local employment laws
3. Advise WBC on a variety of employment topics including:
 - a. Workers' compensation
 - b. Termination of employment
 - c. Sexual harassment
 - d. Workplace safety
 - e. Wage and overtime standards
 - f. Privacy rights
 - g. Discrimination against employees based on age, ancestry, color, creed, disability, marital status, medical conditions, national origin, race, religion, sex, or sexual orientation.
 - h. Employee benefits like leaves of absence and retirement plans

Applicants may respond to the following Scope of Work, in whole or in part. Consideration will be given to all submittals; applicants who respond in whole will not be favored over applicants who respond in part. Contracts will be awarded to the respondent whose proposal is most advantageous to the Program with price and other factors considered. If responding in part, please include the number and title from the Scope of Work for the services being proposed.

Contract(s) may be amended to add additional activities associated with pending and future obligations of the WBC.

4. CRITERIA FOR COMPETITIVE APPLICATIONS

Application Instructions

1. Address each item in the "Application Outline" below.
2. Limit your application to a maximum of six (6) pages and minimize supplementary materials (we will follow-up as needed).
3. Email a Word or PDF version of your application to amy.gladding@walkerbasin.org; in the subject line, please indicate *Response to RFP for Legal Support – [name of respondent]*.
4. Applications must be emailed no later than **5:00 pm PDT on June 5, 2017**.

Application Outline

Your description (in no more than six (6) pages) of your and/or your organization's qualifications should include the following elements:

- 1. Contact information:** Please provide a Primary Contact Person, Entity Name, Address, Phone, Email, Website, and EIN or SSN.
- 2. Organizational mission and profile:** Please describe your and/or your organization's mission, expertise and experience. Please include geographic service area, number of clients, how long you have

been in business, and your annual budget. If you have an annual report, please include as an attachment. If you have a website or Facebook page, please provide that information as well.

3. Key staff: Please provide names and brief biographies of key staff. You may attach resumes of key staff as appropriate.

4. Past experience: Please detail your experience in providing contractual services similar to those required by the WBC. List recent (last two to five years) accomplishments, events and previous services related to the expertise you will be offering.

5. Method of evaluation: Describe how you currently evaluate the effectiveness of the services you provide to other clients/partners and how you will evaluate the effectiveness of the services you provide through this Program.

6. Fee structure: Estimate the program/service fees and describe the fee structure for each of the services you provide including a breakdown of travel expenses. Please highlight any non-profit discounts on the services you provide.

7. References: Please include contact information of three references (clients or partners) who have benefited from your services as described above.

Selection Criteria

Proposals will be evaluated and scored on the following criteria:

1. Knowledge and track record: Applicants must demonstrate expertise and experience in those areas described in the RFP.

2. Experience in WBRP region: Preference will be given to providers who have experience working in or are otherwise familiar with the Walker River Basin.

3. Capacity and flexibility to deliver services: Providers must demonstrate that they have a degree of flexibility in how and where services are delivered and that they have the ability to tailor content and delivery methods to meet the specific needs of the WBC.

5. ELIGIBLE OFFERORS/CONFLICT OF INTEREST

Eligible applicants are individuals, institutions of higher education, other nonprofits, commercial organizations, international organizations, and local, state and Indian tribal governments. If multiple institutions are involved, they should be handled through sub-contracts.

Offerors must notify WBC in writing with this submission of any apparent or actual conflicts of interest, including organizational conflicts of interest, that are known at the time of this submission or that may arise during the life of this award, in the event an award is made. Conflicts of interest include any relationship or matter which might place the Contractor, the Contractor's employees, or the Contractor's subcontractors in a position of conflict, real or apparent, between their responsibilities

under the award and any other outside interests, or otherwise. Conflicts of interest may also include, but are not limited to, direct or indirect financial interests, close personal relationships, positions of trust in outside organizations, consideration of future employment arrangements with a different organization, or decision-making affecting the award that would cause a reasonable person with knowledge of the relevant facts to question the impartiality of the Offeror, the Offeror's employees, or the Offeror's future subcontractors in the matter. Upon receipt of such a notice, the WBC will determine if a conflict of interest exists and, if so, if there are any possible actions to be taken by the Offeror to reduce or resolve the conflict. Failure to resolve conflicts of interest in a manner that satisfies WBC may result in the proposal not being selected for award.

By submitting a proposal in response to this solicitation, the Offeror warrants and represents that it is eligible for award of a Contract resulting from this solicitation and that it is not subject to any of the below circumstances:

Has any unpaid Federal tax liability that has been assessed, for which all judicial and administrative remedies have been exhausted or have lapsed, and that is not being paid in a timely manner pursuant to an Contract with the authority responsible for collecting the tax liability, where the awarding agency is aware of the unpaid tax liability, unless the agency has considered suspension or debarment of the corporation and made a determination that this further action is not necessary to protect the interests of the Government; or

Was convicted (or had an officer or agent of such corporation acting on behalf of the corporation convicted) of a felony criminal violation under any Federal or State law within the preceding 24 months, where the awarding agency is aware of the conviction, unless the agency has considered suspension or debarment of the corporation and made a determination that this further action is not necessary to protect the interests of the Government; or

Is listed on the General Services Administration's, government-wide System for Award Management Exclusions (SAM Exclusions), in accordance with the OMB guidelines at 2 C.F.R Part 180 that implement E.O.s 12549 (3 C.F.R., 1986 Comp., p. 189) and 12689 (3 C.F.R., 1989 Comp., p. 235), "Debarment and Suspension," or intends to enter into any subaward, contract or other Contract using funds provided by WBC with any party listed on the SAM Exclusions in accordance with Executive Orders 12549 and 12689. The SAM Exclusions can be found at <https://www.sam.gov/portal/public/SAM/>.

REQUEST FOR PROPOSALS SUBMISSION REQUIREMENTS AND RFP DEADLINES

June 5, 2017 Proposals must be received electronically as an email attachment by Amy Gladding (amy.gladding@walkerbasin.org) by 5:00 PM PST.

Proposals must be provided in Word format or searchable PDF.

June 16, 2017 WBC will notify all RFP applicants of their status (acceptance or rejection).