



*Los Angeles
World Airports*

**Request for Proposals
For
Facilitator/Consultant Services for the
Los Angeles International Airport/
Community Noise Roundtable**

City of Los Angeles
Los Angeles World Airports
Environmental Services Division
7301 World Way West, Room 312
Los Angeles, CA 90045

Pre-Proposal Meeting:

August 4, 2010, 9:00 a.m. Pacific Time

Proposal Due Date:

August 16, 2010, no later than 4:00 p.m. Pacific Time

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ATTACHMENT – Administrative Requirements

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I. EXECUTIVE SUMMARY

Business Opportunity The City of Los Angeles (City), Department of Airports (Los Angeles World Airports), is soliciting proposals from individuals or firms familiar with aviation, aircraft and airport noise management issues to provide facilitator/consultant services for the Los Angeles International Airport/Community Noise Roundtable (LAX Roundtable).

Term Three (3) years.

Schedule The following schedule is subject to change at the sole discretion of Los Angeles World Airports ("LAWA").

Pre-Proposal Meeting (Optional, but encouraged):

Date: Wednesday, August 4, 2010, at 9:00 a.m.
Samuel Greenberg Board Room, LAWA Administration Bldg.
One World Way, Los Angeles, CA 90045.

Proposal Due Date:

Monday, **August 16, 2010**, no later than 4:00 p.m. Pacific Time
at:
City of Los Angeles, Department of Airports
Environmental Services Division
7301 World Way West, Room 312
Los Angeles, CA 90045
Attn: Kathryn Pantoja

Form of the Proposal (Two Parts) Part One includes the Proposal for facilitator/consultant for the Los Angeles International Airport/Community Noise Roundtable. Part One will be evaluated on the basis of weighted criteria.

Part Two includes the administrative requirements to establish that a "responsive and responsible" Proposal. This will be separately bound. Part Two is a pass/fail evaluation. Proposals failing to meet the administrative requirements may not be evaluated.

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Part One The Proposal will consist of the following elements:

- a) Transmittal Letter and Title Page
- b) Table of Contents
- c) Executive Summary
- d) Identification and Organizational Chart
- e) Services and Work Plan
- f) Qualifications and Experience
- g) Track Record
- h) Fee Proposal and Estimated Budget
- i) Administrative Documents

Part Two The requirements for Part Two of Proposals consist of:

- 1. Vendor Identification Form
- 2. Affidavit of Non-Collusion
- 3. Affirmative Action Requirements
- 4. Assignment of Anti-Trust Claims
- 5. Child Support Obligations
- 6. Contractor Responsibility Program
- 7. Equal Benefits Ordinance
- 8. First Source Hiring Program
- 9. Insurance
- 10. Living Wage Ordinance
- 11. Municipal Lobbying Ordinance CEC Form 50

II. DEFINITIONS AND ABBREVIATIONS

As used in this RFP, the following definitions shall apply:

“Addenda” shall mean the written or graphic instruments issued prior to the Proposal due date that clarify, correct or modify the RFP documents.

“Agreement” shall mean the contract to be entered into by the City of Los Angeles and the contractor who is selected, including all exhibits and attachments thereto.

“Airport” shall mean Los Angeles International Airport (“LAX”).

“Board” or **“BOAC”** shall mean Board of Airport Commissioners of the City of Los Angeles.

“City” shall mean the City of Los Angeles.

“Contractor” shall mean the firm/person selected and who will be signing the contract for facilitator/consultant.

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"Days" shall mean calendar days, unless specifically stated as other.

"Los Angeles Business Assistance Virtual Network" or "LABAVN" shall mean the website, www.labavn.org where this RFP and Addenda will be posted.

"LAWA" or "Los Angeles World Airports" shall mean the Department of Airports of the City of Los Angeles.

"LAX" shall mean Los Angeles International Airport.

"Proposal" shall mean a Proposer's written response to this RFP.

"Proposer" shall mean the person, firm, entity or organization submitting a Proposal.

"Request for Proposal" or "RFP" shall mean this RFP, and all associated addenda, exhibits, forms, affidavits, attachments, and requirements.

III. BACKGROUND INFORMATION/PROJECT DESCRIPTION

Los Angeles World Airports (LAWA) is a proprietary department of the City of Los Angeles. The Department owns, operates, and maintains Los Angeles International Airport (LAX), LA/Ontario International Airport (LA/ONT), Van Nuys Airport (VNY), and LA/Palmdale Regional Airport (LA/PMD). The Department is under the management and control of a seven-member Board of Airport Commissioners (BOAC) appointed by the City Mayor and approved by the City Council.

The LAX Roundtable has been in existence since September 2000. The membership consists of elected representatives of communities affected by LAX aircraft operations, four at-large community groups, LAWA, the Federal Aviation Administration and the airlines. The current meeting frequency of the LAX Roundtable is 6 times a year and is subject to change upon agreement of the Roundtable's membership.

Since the inception of the Roundtable, LAWA has used the services of a third party consultant/facilitator to assist in accomplishing the Roundtable's goal of reducing the impact of noise in the communities surrounding LAX and is an independent expert on noise-related issues and provides unbiased participation for affected communities. Further, the services of the consultant/facilitator are used to assist LAWA staff in preparing materials for Roundtable meetings and to provide advice and assistance during the meetings. The facilitator/consultant also ensures that the meetings are conducted in an orderly fashion and, most importantly, assists LAWA in improving its relations with the communities.

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IV. OBJECTIVE AND SCOPE OF WORK

The successful Proposer shall enter a three-year contract with LAWA to provide the following services as a facilitator/consultant in administering the LAX/Community Noise Roundtable:

1. Facilitate Roundtable meetings to ensure discussions are related to the agenda items and to ensure meetings are conducted in an orderly fashion.
2. Interact with LAWA staff and LAX Roundtable members during the meetings to further define issues to be addressed, as they relate to LAX, and to discuss alternative actions for consideration by the Roundtable.
3. Provide presentations and/or briefings on various topics related to the aviation industry and aircraft noise management such as technological advancements in noise reduction, relevant legislative or regulatory actions, and ICAO/CAEP processes.
4. Assist LAWA in improving the Roundtable's format and composition so as to maximize participation from the FAA, airline/aircraft operators and local communities.
5. Provide support for the work not currently before the Roundtable, but that may be added during the contract period.
6. Prepare written materials such as meeting recaps, letters, memoranda, and various reports.

V. MINIMUM QUALIFICATIONS

1. All prospective proposers shall have sufficient qualified personnel and resources to accomplish all the services described herein. The successful Proposer shall be capable of furnishing all necessary professional, technical, and expert services as required to perform the services described in the objective and scope of work.
2. To ensure that the selected consultant is capable of providing an acceptable level of service to LAWA on this project, the following minimum requirements must be met. The Proposer must demonstrate the knowledge, experience and expertise to work on the project as follows:
 - a) The consultant must have a minimum of five (5) years experience in the facilitation, coordination, preparation and presentation in support of public forums that address aircraft noise issues such as airport community noise roundtables, aircraft overflight working groups, FAR Part 150 advisory committees or similar forums at general aviation, and medium or large hub airports.
 - b) The consultant must have knowledge of federal and state requirements concerning the operation of a large or medium hub airport, general aviation airports, and must be familiar with all local, state and federal requirements, environmental regulations, and airspace utilization processes.

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- c) The consultant must demonstrate knowledge of the requirements and regulations of California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA). The consultants must have a good working knowledge of the California State Noise Standards, the California Airport Land Use Handbook, compatible land use issues surrounding airports, and the FAA's Environmental Orders with respect to airports.
 - d) The consultant must demonstrate working knowledge of aircraft and airport related noise metrics and noise control methods.
 - e) The consultant must have strong public speaking skills and be able to demonstrate experience communicating with the public and airport stakeholders related to airport noise issues.
 - f) The consultant must have strong writing skills to prepare various written materials such as meeting recaps, letters, memorandums, and reports.
3. Each proposer must demonstrate that it has the financial capacity to execute its proposed program. LAWA reserves the right to request any additional information to assist in determining whether the proposer has sufficient financial capacity to do so.
4. Each Proposer must be in compliance with the Administrative Requirements listed in the attachment of this RFP.
5. Each Proposer must not have any pending, active or previous legal action that would, in LAWA's sole judgment, prevent the Proposer from fulfilling their obligations under the Agreement.

VI. SUBMITTAL OF PROPOSALS

If you or your firm is qualified and would like to be considered, please furnish a proposal. Written responses to the RFP must be prepared as specified as to form, content and sequence. Each Proposer must submit their proposal in two parts, containing one (1) original and five (5) copies of Part One, and one (1) original and one (1) copy of Part Two. The contents of Part One and Part Two are specified in greater detail under Section VII below.

Both originals should be clearly marked "Original" on the covers. Any reproduction of photos, drawings, charts and/or diagrams included in the proposal copies should be the same as in the original. Original proposals, administrative documents and all copies shall be enclosed in a single sealed package, with the name and address of the Proposer in the upper left-hand corner and marked "**Proposal for Facilitator/Consultant Services for the Los Angeles World Airports/Community Noise Roundtables**".

The proposal shall be signed by the required signatory(ies) authorized to execute legal documents on behalf of the Proposer. All necessary forms and statements

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for the various miscellaneous provisions explained in this document must be completed, properly signed, and submitted with the proposal.

**PROPOSALS MUST BE SUBMITTED BY:
4:00 p.m. Pacific Time on Monday, August 16, 2010, at:
City of Los Angeles, Department of Airports
Environmental Services Division
7301 World Way West, Rm. 312
Los Angeles, CA 90045
Attention: Kathryn Pantoja**

No additions or changes to a proposal may be made after the date and time that submittal is due without prior written consent of LAWA.

VALIDITY OF PROPOSALS: In submitting the proposal, the Proposer agrees that the proposal will remain valid for ninety (90) days after the deadline for submission of proposals and may be extended beyond that time by mutual agreement.

No Proposal may be withdrawn after it has been submitted to LAWA unless the Proposer so requests by letter and such request is received by LAWA before the time set for receiving Proposals. No Proposal may be withdrawn after the scheduled due date for a period of ninety (90) calendar days. The Proposal may remain valid beyond ninety (90) calendar days after the closing date for submission of Proposals by mutual agreement.

VII. CONTENTS OF PROPOSAL

Part One of the submittal must be labeled "*PROPOSAL FOR **" and include documentation specified below within this section (Section VII). The contents of the proposal shall be complete in description, concise in volume and austere in form. The proposal shall be in the format of a written report not to exceed 20 pages in length, not including Administrative Attachments, with a minimum font size of 11 points. The proposal shall be prepared on 8½" x 11" sheets and presented in three ring binders or spiral/comb bound. A limited number of 11" x 17" pages may be included if necessary for graphics, but must be fan folded to 8½" x 11".

Part Two must be labeled "ADMINISTRATIVE REQUIREMENTS" and contain the material that demonstrates that the Proposer meets all of the administrative requirements. The forms necessary for completing the Administrative Package are contained in the attachment of this RFP (Administrative Requirements). This material will be reviewed and, if the administrative requirements are satisfied, the Proposer's Part One submittal will be reviewed by the Evaluation Panel. Administrative attachments shall be submitted as a separate volume.

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Both Parts must be submitted together by the Proposal deadline at the address specified above. Any Proposal received at the wrong location or after the exact time specified for receipt will not be considered.

The proposal should, at a minimum, include the following sections:

- a) **Transmittal Letter and Title Page:** Include a transmittal letter containing a brief statement of the respondent's understanding of the work to be done and an indication of positive interest in performing this work for Los Angeles World Airports. The letter and/or a title page should contain the name of the respondent's firm, a street address for correspondence, and a primary contact for this proposal. Local offices of the firm should be listed where applicable.
- b) **Table of Contents:** Include a Table of Contents listing the various sections included in the proposal.
- c) **Executive Summary:** Each Proposer must include in the proposal an Executive Summary that summarizes important features of the proposal. This summary should include a brief description of the proposer's approach to the scope of work, a description of the project team, and a description of how the proposed team meets the minimum qualifications set forth in this RFP. The Executive Summary should be no more than two (2) one-sided pages.
- d) **Identification and Organizational Chart:** Identify your firm's primary representative and title, address of headquarters and local offices, telephone and fax numbers and e-mail addresses. Indicate the business structure of your firm (i.e., whether your firm is a corporation, joint venture, partnership, or sole proprietorship). If appropriate, include an organization chart with the name(s) and title(s) of individual(s) who will be assigned to this project and are employed by the proposing firm.
- e) **Services and Work Plan:** The proposal should include a work plan describing the services, approach and methodology proposed for accomplishing the scope of work. The proposal should be sufficient in detail to allow an objective analysis of the firm's capabilities and envisioned work plan in comparison with competing firms.
- f) **Qualifications and Experience:** The proposal must include information concerning the qualifications and experience of the proposing individual or firm, including your or your firm's knowledge of, or recent experience in the development of airport noise roundtables and related noise, airspace, and environmental issues. A list of specific examples of appropriate experience in any relevant past or on-going projects should be provided.

Specifically identify the person who would act as consultant/facilitator for the Roundtable. Describe the professional capabilities, project experience, education, training and present office location of your designated Project Manager. Provide a list of specific examples of the Project Manager's

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experience in any relevant past or ongoing projects. Describe each project in detail, including when the project was completed and where it is located, the name of the owner or agent including his/her current telephone number and any other appropriate information.

- g) **Track Record:** The City Council of Los Angeles adopted a resolution requiring that a list of all City of Los Angeles contracts held by the vendor within the past ten (10) years be included in all RFP/RFQ response packages. In addition, each Proposer must list all previous contracts with other airports or entities coordinating airport/community roundtables. For each contract, provide the following information:
- Name of airport and/or entity (if the City of Los Angeles, identify the department)
 - Name of project
 - Summary of scope of work and major deliverables
 - Name, address, and telephone number of client's representative responsible for administering the contract

LAWA reserves the right to contact the referenced clients to verify the information and/or to solicit comments. A set of standard questions are asked for all proposals.

- h) **Fee Proposal and Estimated Budget:** Each Proposer must submit a fee schedule listing the hourly rates for the proposed project manager and all project personnel including those of the subconsultants. Each Proposer agrees to offer the City any discount terms that are offered to its best customers for the goods and services to be provided herein, and apply such discount to payments made under this agreement which meet the discount term.
- i) **Administrative Documents:** Each Proposer must include in the proposal, as a separate volume, all required administrative documents described in The attachment. As stated above, these documents should be in Part Two of the Proposal and must be labeled "ADMINISTRATIVE REQUIREMENTS". These administrative requirements are required from all Proposers that compete for a contract with the City of Los Angeles.

VIII. QUESTIONS CONCERNING PROPOSAL REQUIREMENT

All questions regarding this RFP should be clearly presented in writing and transmitted by email to kpantoja@lawa.org. The deadline for submittal of questions is on August 10, 2010 at 4 p.m. Responses to all written questions, corrections and clarifications to the RFP will be made in writing, posted on the LABAVN website and made available to all prospective Proposers in the form of an RFP Addendum. Only questions pertaining to the information and requirements in the RFP will be answered.

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Proposers may only rely upon written information provided by LAWA. Proposers shall not rely upon, and LAWA shall not be responsible for, any oral information or instructions provided in reference to this RFP. Proposers must not attempt to contact members of the Proposal Evaluation Team, LAWA staff or Board members to discuss or ask questions about the contents of the RFP, other than in writing as provided above. Improper contact with LAWA personnel may result in the disqualification of the Proposer.

A pre-proposal meeting will be held at Los Angeles International Airport on **August 4, 2010 at 9:00 a.m.** in the Samuel Greenberg Board Room, LAWA Administration Building, One World Way, Los Angeles, CA 90045. All questions and issues related to proposal requirements and/or information expected from each proposal package will be addressed at the pre-proposal meeting. Any questions received subsequent to the pre-proposal meeting must be submitted in writing. *Attendance at the pre-proposal meeting is not mandatory, but Proposers are strongly encouraged to attend this meeting.*

Every effort will be made to contact those Proposers who have attended the pre-proposal meeting individually of changes to this RFP. Changes and amendments to this RFP will also be posted on the City of Los Angeles Business Assistance Virtual Network (BAVN) web site (www.labavn.org). Copies of most administrative forms can also be downloaded from this website.

IX. EVALUATION AND SELECTION PROCESS

EVALUATION OF PROPOSALS AND INTERVIEWS: Proposals will first be reviewed and evaluated to verify that all required information, forms, and documents have been received. Next will be an Administrative Compliance Review for responsiveness and responsibility. This is a pass/fail compliance review.

All proposals that adequately contain the information requested in this RFP will be evaluated on the basis of professional experience, qualifications, and services to be performed. LAWA reserves the right to judge, appraise, and reject all proposals. Staff will carefully review the written proposals. A select number of proposers will be invited to give an oral presentation to a panel on their approach to the scope of work, project organization, methodology, experience, and capabilities. The proposers to be interviewed will be notified by phone prior to the scheduled interviews. A limited number of proposers may be subsequently re-interviewed for final evaluation.

The proposals, including any supplemental information requested by LAWA, will be evaluated for their overall responsiveness to the requirements of this RFP. Proposals will be evaluated based on the relevant experience and qualifications of the primary and all subcontractors (both the firms and the individuals), the cost to LAWA relative to the proposed services to be provided, the understanding demonstrated in the proposal of the scope of the project, issues related to performing the work, and the process and methodology proposed.

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The Evaluation Committee will rate each proposer and assign a score for each of the following categories:

MAXIMUM POSSIBLE POINTS - 100 per rater

Rating Categories:

1. Experience of the firm and assigned personnel	25 Points
2. Past performance on contracts of similar size and scope	10 Points
3. Understanding of issues facing LAWA	15 Points
4. Capability to meet the specific scope in objectives 1-6	30 Points
5. Proposed level of fees - Best overall value	<u>20 Points</u>

TOTAL POINTS POSSIBLE

100 POINTS

The final, detailed scope of work, term, conditions, schedule, and professional fee for the services will be determined during contract negotiations following the selection process. If a contract with a selected firm cannot be reached during the time specified for negotiations, another qualified firm may be asked to enter into negotiations. After contract negotiations, the firm selected will be required to enter into a contract with LAWA to provide the services described in the scope of work. Any selected firm will be required to honor the terms and conditions contained in the contract upon execution of the contract document. Any such contract shall be subject to the approval of the Board of Airport Commissioners, the City Attorney as to form and, in some instances, the City Council.

All subconsultants are subject to LAWA approval and LAWA reserves the right to reject, re-evaluate and/or re-designate subconsultants in its sole and absolute discretion.

X. RIGHT OF REJECTION AND CONDITIONS

LAWA reserves the right to reject any and all Proposals submitted and to waive any technical informality in a submittal which does not affect or alter the substantive provisions thereof. LAWA reserves the right to revise the RFP prior to, and including, the pre-proposal meeting date, to proceed to do the work otherwise, withdraw this RFP, not award the contract, or not award a portion of the contract at any time. Revisions to the RFP, if any, may be announced at the pre-proposal meeting and mailed to all potential proposers who were mailed the RFP.

Failure by LAWA to object to an error, omission, or deviation in the Proposal package will in no way modify this RFP or excuse Proposers from full compliance with the requirements of this RFP or the Agreement. The BOAC and LAWA shall not be obligated to respond to any Proposal submitted nor shall it be legally bound in any manner whatsoever by the receipt of a Proposal.

The information presented in this RFP is provided solely for the convenience of Proposers and other interested parties. It is the responsibility of the Proposers and interested parties to assure themselves that the information contained in this

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package is accurate and complete. LAWA provides no assurances pertaining to the accuracy of the data in this RFP.

LAWA will not be responsible for any oral instructions given with regard to the completion and submission of any Proposal or any information supplied which is not contained in this RFP document or any future addenda to this document.

All documents submitted in connection with the Proposal may be subject to disclosure as required by the California Public Records Act (California Government Code Section 6250 et seq.) (hereinafter referred to as "CPRA") or the Ralph M. Brown Act (California Government Code Section 54950 et seq.). Proposal submissions will become the property of LAWA. The Proposer must identify, in writing, trade secrets or other proprietary information (hereinafter collectively referred to as "Proprietary Information") that the Proposer claims are exempt from disclosure pursuant to the CPRA.

If LAWA receives a CPRA request for the Proposal, and LAWA determines that the Proposal, including any Proprietary Information, is subject to disclosure under the CPRA, then LAWA shall notify the Proposer of the request and its intent to disclose the Proposal. The Proposal shall be released by LAWA as required by the CPRA unless the Proposer timely obtains a court order prohibiting such release.

LAWA reserves the right to award contracts on the basis of Proposals submitted or to negotiate with the Proposer(s) found to offer the best Proposal(s). By submission of its Proposal, the Proposer agrees to be legally bound thereby if its Proposal is accepted by LAWA. LAWA shall not be obligated to respond to any Proposal submitted nor shall it be legally bound in any manner whatsoever by the receipt of a Proposal.

LAWA reserves the right to award contracts for any portion of the opportunities listed in this RFP as contracts are finalized. Contracts for the opportunities listed in this RFP may be awarded at different times. LAWA reserves the right to not award all contracts at the same time.

Any and all agreements arising out of Proposals submitted hereunder (including any negotiations that follow) shall not be binding on LAWA, its officers, employees, or agents unless duly executed by LAWA in accordance with applicable laws.

LAWA reserves the right to postpone the Proposal submittal due date.

LAWA reserves the right to request best and final offers.

All Proposals, exhibits and attachments thereto shall become property of LAWA. LAWA shall not be responsible in any manner for the costs associated with the submission of the proposals. The proposals, including all drawings, plans, photos, and narrative material, shall become the property of LAWA upon receipt by LAWA. LAWA shall have the right to copy, reproduce, publicize, or otherwise dispose of each submittal in any way that LAWA selects. LAWA shall be free to

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use as its own, without payment of any kind or liability therefore, any idea, scheme, technique, suggestion, layout, or plan received during this proposal process.

If any prospective Proposer finds discrepancies or omissions or there is doubt as to the true meaning of any part of the RFP, written request for a clarification or interpretation shall be submitted in writing by email to kpantoja@lawa.org, no later than 4:00 p.m. Pacific Time, August 10, 2010. Any change or clarification to the RFP shall be issued in a written addendum. LAWA is not responsible for any explanation, clarification, interpretation or approval made or given in any manner except by addendum. A copy of each addendum will be posted on the Los Angeles Business Assistance Virtual Network website, WWW.LABAVN.ORG. Any addenda so issued are to be considered part of this RFP document.

XI. PROTEST PROCEDURES

THE PROCEDURES AND TIME LIMITS SET FORTH IN THIS SECTION ARE MANDATORY AND ARE THE PROPOSER'S SOLE AND EXCLUSIVE REMEDY IN THE EVENT OF PROTEST. FAILURE TO COMPLY WITH THESE PROCEDURES MAY BE A PRESUMPTION THAT YOU HAVE WAIVED ANY RIGHT TO FURTHER PURSUE THE PROTEST, INCLUDING FILING A GOVERNMENT CODE CLAIM OR ANY LEGAL PROCEEDING.

The purpose of the following procedures is to provide a method for resolving, prior to award, protests regarding the award of contracts by City, by and through the BOAC. The procedures will enable the BOAC to ascertain all of the facts necessary to make an informed decision regarding the award of the contract.

1. A protest relative to a particular proposal, and all required copies, must be submitted in detail, in writing, signed by the protestor or by a representative of protestor, and received in the offices of the Los Angeles City Attorney's Office, Airport Division and the office of the BOAC, at the below addresses, before 5:00 p.m. of the fifth business day after issuance of a notification of the recommendation by management of LAWA to the BOAC to award the contract to a particular proposer. The protest shall contain a full and complete statement specifying, in detail, the factual grounds and legal basis of the protest. The protest shall refer to the specific portion of the Request for Proposal, any submitted proposal, or other document which forms the basis for the protest. The protest must include the name, address, and telephone number of the protestor and protestor's representative.

2. All protests must be addressed to the Office of the City Attorney, Airport Division, One World Way, Room 104, Los Angeles, California 90045 with a copy to the Secretary of the Board of Airport Commissioners at One World Way, Los Angeles, California 90045 and a copy to the Bureau or Division of the Department of Airports responsible for issuing the Request for Proposal.

3. The party filing the protest must, at the same time as delivery to the City Attorney's office and the secretary of the BOAC as set forth above, deliver a copy

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of the protest and any accompanying documentation to all other parties with a direct financial interest that may be adversely affected by the outcome of the protest. Such parties shall include all other proposers.

4. The BOAC will only consider protests by any proposer(s) who appear(s) to have a substantial and reasonable prospect of receiving an award if the protest is denied or sustained.

5. Only protests meeting the above criteria will be reviewed and submitted to the BOAC. Protesting and potentially affected parties will be notified of the time and date that the protest will be discussed in a public session of the BOAC. Protesting parties will be given an opportunity to present their arguments at the public session.

Following the public discussion of the protest, the BOAC will issue its decision regarding the protest. If the BOAC determines that the protest was frivolous, the party originating the protest may be determined by the BOAC to be irresponsible and that party may be determined to be ineligible for future contract awards.

6. LAWA reserves the right to verify all submitted information, including contacting the referenced clients to perform reference checks, and/or to solicit comments. All information stated in the proposal shall be factual, truthful and should not be fabricated, embellished, extended or misrepresented in any manner. If any information stated in the proposal is found to be a misrepresentation or embellishment of past experiences, this shall be considered as grounds for disqualification of the proposal.

7. LAWA reserves the right to reject any or all proposals, to waive any informality in such proposals, to request new proposals, to not proceed to do the work or to proceed to do the work in any other manner for any reason, and to award an Agreement with or without a proposed option to extend the term. The receipt of proposals shall NOT in any way, obligate the BOAC, or the City of Los Angeles to enter into an agreement, or any other contract of any kind with any prospective Proposer.

XII. EXPENSE, OWNERSHIP AND DISPOSITION

LAWA shall not be responsible in any manner for the costs associated with the submission of the proposals. The proposals, including all drawings, plans, photos, and narrative material, shall become the property of LAWA upon receipt by LAWA. LAWA shall have the right to copy, reproduce, publicize, or otherwise dispose of each proposal in any way that LAWA selects. LAWA shall be free to use as its own, without payment of any kind of liability therefore, any idea, scheme, technique, suggestion, layout, or plan received during this proposal process.

XIII. INDEMNIFICATION

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The following is the "City Held Harmless" language that will be included in the Agreement to be signed by the Contractor, in addition to the Insurance Requirements:

Contractor shall indemnify, defend, keep, and hold City, including Board, and City's officers, agents, servants, and employees, harmless from any and all costs, liability, damage, or expense (including costs of suit and fees and reasonable expenses of legal services) claimed by anyone by reason of injury to, or death of, persons, including Contractor, or damage to or destruction of property, including property of Contractor, sustained in, on, or about Airport, arising out of Contractor's use or occupancy of Airport, or arising out of the acts or omissions of Contractor, its agents, servants, or employees acting within the scope of their agency or employment.

XIV. ATTORNEY FEES

The Agreement will also contain the following "Attorneys Fees" clause:

If City shall, without any fault, be made a party to any litigation commenced by or against Contractor arising out of Contractor's use or occupancy of Airport, then Contractor shall pay all costs, expenses, and reasonable attorney's fees incurred by or imposed upon City in connection with such litigation. Each party shall give prompt notice to the other of any claim or suit instituted against it that may affect the other party.