



**TOWNSHIP OF SALISBURY
LEHIGH COUNTY, PENNSYLVANIA**

REQUEST FOR PROPOSAL

MUNICIPAL SOLICITOR

**SALISBURY TOWNSHIP
2900 S. Pike Avenue
Allentown, PA 18103
www.salisburytownship.pa.org
610-797-4000**

**Cathy Bonaskiewich
Township Manager**

August 24, 2022

**Township of Salisbury
Lehigh County, Pennsylvania
Request for Proposal
Municipal Solicitor**

Introduction

Through this Request for Proposal (RFP), Salisbury Township (hereinafter the “Township”) seeks to consider a proposer to be retained as Solicitor and Legal Counsel for the 2023 calendar year commencing January 1, 2023 or upon appointment by the Township Board of Commissioners, whichever is later, and ending on December 31, 2023 (the “Term”).

The Township Solicitor shall be responsible for advising the Township Board of Commissioners (the ‘Board’), Township Commissions, and the Township Manager on all legal questions arising in the conduct of Township business; provided, however, the Township reserves the right to appoint a special counsel to represent the Township in specific matters. The selected firm(s) will provide legal support and render opinions in the following individual and/or combined areas:

General Counsel: Provide legal counsel to the Township on general issues including contracts, written policies and procedures, and recommended changes. Provide legal counsel on other miscellaneous or unusual circumstances including litigation.

Land Use: Provide legal counsel and opinions on issues relating to a variety of land use, planning and zoning issues.

Labor/Employment: Provide legal support on personnel issues or other miscellaneous matters relating to employment.

The solicitor or its agents shall be in attendance at various meetings of the Board and Planning Commission. Attendance at additional meetings may also be required when requested. Information on the Township’s various meeting schedules can be found at www.salisburytownship.org.

General Information

The Township of Salisbury is located in Lehigh County, Pennsylvania, and operates under the First-Class Township Code form of government, with an elected five (5) member Board of Commissioners who serve four-year terms and a Manager. The Township is approximately 11.2 square miles, has a 2020 Census population of 13,621, an annual General Fund budget of \$11 million, and approximately 75 employees (50 full time employees, the remainder part-time or seasonal). The Board of Commissioners meets the second and fourth Thursday of each month as well as special meetings on an as-needed basis.

Definitions

While an applicant does not have to match each item exactly, the following terms are generally used in this RFP:

- Scope – Magnitude of project and value of the contract.
- Size – When used in this context, refers to such things as budget, miles of roads, number of employees, acres of recreation areas, size of municipal bonds, population, and number of homes.
- Similar – Refers to such things as municipalities that have areas of dense suburban, commercial and retail development; have areas of non-dense woodlands; have large recreation complexes; contain streams and lakes; contain federally regulated wetlands; and have a complex transportation network.

Minimum Qualifications

See Exhibit A.

Scope of Work

1. Provide legal advice, counsel, services, training, consultation, and opinions to the Board of Commissioners and all levels of the Township government on a wide variety of matters. Advice includes methods to avoid civil litigation.
2. Furnish legal representation at Board of Commissioners meetings and at other meetings as requested.
3. Appear before courts and administrative agencies to represent the Township's interests.
4. Prepare and review ordinances, resolutions, contracts and other documents for legal accuracy and acceptability as to legal form.
5. Assist Township officials and employees maintain awareness of ethical standards, application of fairness standards, and avoidance of potential conflicts of interest and prohibited transactions.
6. Assist Township officials and employees to understand the legal roles and duties of their respective offices and inter-relationships with others.
7. Provide the Board of Commissioners and Township management a legal perspective and advice on various governmental issues.
8. Perform other legal services and tasks as assigned by the Board of Commissioners and Township Manager.
9. Provide legal services required of real estate transactions, when necessary.

10. Counsel appropriate staff on enforcement of Township ordinances, Township policies and enforcement of Township building and zoning codes and regulations.
11. Furnish legal opinions upon request and draft all legal documents and instruments required for the normal operation of the Township.
12. Provide written update on new or existing State or Federal legislation or judicial decisions impacting the Township and suggested action or changes in operations or procedures to assure compliance.
13. Provide advice on Freedom of Information Act issues, records retention and privacy issues.
14. May represent the Township in employment-related issues such as contract negotiations, mediation, arbitration, administrative hearings and any litigation involving the same.

Mandatory Proposal Elements

In addition to demonstrating an ability to meet all Minimum Qualifications included in Exhibit A and fulfilling the Scope of Work outlined in this RFP, the following are required elements to be submitted with all proposals. Information in addition to the following may also be included:

1. Contact Information: Provide the name and address of the firm; the name, telephone number, fax number, and e-mail address of the individual responsible for the preparation of the proposal, and the principal professional assigned to the Township.
2. A fee proposal for the 2023 calendar year. The proposer shall provide a fee structure and/or proposed hourly rate as well as any other costs that will be charged to the Township. A proposal showing minimum and maximum ranges is not acceptable.
3. An executive summary of not more than two (2) pages, identifying and substantiating why the proposer is best qualified to provide the requested services.
4. A staffing plan listing those persons who will be assigned to the engagement if the proposer is selected, including the designation of the person who would be the proposer's principal professional responsible for all services required under the engagement. This portion of the proposal should include the relevant resume information for the individual(s) who will be assigned. The information should include, at a minimum, a description of the principal's relevant professional experience, years and type of experience, and number of years with the proposer. One or multiple attorney(s), depending upon the size, structure, specialties and preferences of the proposing firm, may be acceptable. Respondents are welcome to submit alternative approaches in order to ensure the Township receives comprehensive representation of the highest quality.
5. A description of the proposer's experience in performing services of the type described in this RFP. Specifically identify client size and provide specific examples of work within the scope of services required under this RFP in similarly sized municipalities. **It is imperative to show experience in similarly sized municipalities and first-class townships.**

6. The location of proposer's office, if other than the proposer's main office, at which the proposer intends to perform services required under this RFP. Include a description of the proposer's presence in Pennsylvania and any familiarity proposer's firm has with Lehigh County and the Lehigh Valley area.
7. References, including at least three (3) municipal clients, three (3) current clients for whom services have been provided for at least three (3) years, and two (2) former clients for whom services have been provided within the past seven (7) years. Provide the contact names, titles, addresses, email addresses and telephone numbers.
8. If the proposer or any principal therein has been engaged as a defendant in any litigation involving a sum of \$100,000 or more and/or has been subject to any professional disciplinary action over the last three (3) years, the proposer must provide a description of the litigation and/or disciplinary action.
9. A description of any ongoing investigation and/or litigation matters involving the proposer, its directors, officers and principals and any individuals employed by the proposer that relate to the performance of the proposer in the proposed field of expertise.
10. Identify any existing or potential conflicts of interest and disclose any representation of parties or other relationships that might be considered a conflict of interest with regard to this engagement or the Township.
11. A list of any developers in the Lehigh Valley for whom the proposer's firm or firm's representatives have provided legal counsel within the last five (5) years.
12. Proof of adequate insurance and bonding.
13. Completed Exhibit B.

Evaluation Process & Key Dates

All proposals will be reviewed by the Township Manager or his/her designee in order to determine responsiveness. Non-responsive proposals will be rejected without evaluation. Only proposals that adhere to all Mandatory Proposal Elements outlined in this RFP and satisfy the Minimum Qualifications included in Exhibit A will be considered in the evaluation process. Qualifying proposals will be evaluated by the Township Manager and Board of Commissioners. Fees will not be the primary factor in the evaluations. The proposal calendar is as follows:

Distribution of RFP	August 24, 2022
Last day to submit questions	September 26, 2022
Deadline for proposal submissions	September 30, 2022 at 4:00 pm
Solicitor selection	November 22, 2022

The Township's evaluation will include but will not be limited to the following evaluation criteria, separate or combined in some manner, and not necessarily listed in order of significance:

1. The proposer's general approach to providing the services required under this RFP;
2. The proposer's documented and verified experience in successfully completing similar engagements as outlined in this RFP;
3. Depth and breadth of experience and expertise in the practice of law and ability to render advice on a wide-range of legal issues relative to municipal government;
4. Capability to perform legal services promptly and in a manner that permits the Board of Commissioners and Township Manager to meet established deadlines and to operate in an effective and efficient manner;
5. Degree of availability for quick response to inquiries, questions or problems that arise out of day-to-day operations;
6. Degree to which the proposer's firm and individual attorneys stay current through continued professional development and active communication with practitioners;
7. Communication skills;
8. Cost of services; and
9. Other qualifications/criteria as deemed appropriate by the Township.

The Township reserves the right to reject any and all proposals and to waive any immaterial irregularities.

It is anticipated that the engagement for solicitor and legal counsel services shall be awarded by the Board of Commissioners at their regular meeting on November 22, 2022. All proposals shall remain valid until the service is awarded. Release of any proposal information shall be conducted in accordance with the Pennsylvania Right to Know Act.

Interview

The Township Manager and/or the Board of Commissioners reserve the right to interview any or all of the applicants submitting a proposal. Although interviews may take place, the proposal should be comprehensive and complete on its face. The Township reserves the right to request clarifying information subsequent to submission of the proposal.

Proposal Submission

An original, clearly marked as the “ORIGINAL”, and seven (7) full, complete and exact copies of each proposal and an electronic copy shall be submitted in sealed envelopes and must be marked with “**RFP Submission-Township Solicitor**” and addressed to and mailed or delivered directly to:

**Salisbury Township
Attn: Cathy Bonaskiewich, Township Manager
2900 S. Pike Avenue
Allentown, PA 18103**

Sealed proposals must be received no later than 4:00 pm on September 30, 2022.

All inquiries for information should be directed in writing to:

**Cathy Bonaskiewich, Township Manager
Township of Salisbury
2900 S. Pike Avenue
Allentown, PA 18103
cbonaskiewich@salisburytownshippa.org
Monday – Friday, 8:30 am to 4:30 pm**

Terms and Conditions

The solicitor engagement is to commence January 1, 2023 or upon appointment by the Board of Commissioners, whichever is later. The proposal shall include a fee schedule for year 2023.

There is no expressed or implied obligation for Salisbury Township to reimburse responding firms for any expenses incurred in preparing proposals in response to this request. The Township reserves the right to reject any and all proposals, with or without cause, and waive any irregularities or informalities in the proposals. The Township further reserves the right to make such investigations as it deems necessary as to the qualifications of any and all proposers submitting proposals.

It is the responsibility of each provider to examine carefully the requirements before submitting their proposal.

Any questions related to this RFP should be directed to Cathy Bonaskiewich, Township Manager, at cbonaskiewich@salisburytownshippa.org. **Contact with Township personnel other than the Township Manager regarding this RFP may be grounds for elimination from the selection process.**

Engagement Letter

The selected Proposer shall submit to the Township for review and approval, prior to appointment, a proposed engagement letter setting forth the material terms of the engagement along with a waiver of copyright. The letter shall include an indemnity agreement.

Exhibit A
Salisbury Township
Minimum Qualifications/Requirements – Township Solicitor

- 1.) The proposer shall comply with and be subject to all provisions of (Article XII of the First-Class Township Code, as amended, Sections 1201-1204) set forth herein as follows **[Disclaimer: Each proposer is responsible to review the First-Class Township Code to apply pertinent sections. The First-Class Township Code, as written, is controlling and the foregoing is reprinted only for informational purposes]:**

Section 1201. Township Solicitor.--The board of commissioners may appoint and determine the compensation of a township solicitor and, as needed, special counsel. The township solicitor or special counsel must be licensed to practice law in this Commonwealth and may be an individual or a law firm, partnership, association or professional corporation. The township solicitor or special counsel shall serve at the pleasure of the board of commissioners.

(1201 amended Oct. 29, 2020, P.L.782, No.96)

Section 1202. Bond.--(1202 repealed Oct. 29, 2020, P.L.782, No.96)

Section 1203. Control of Legal Matters.--

(a) Except where the board of commissioners has appointed special counsel for a specific matter, the township solicitor shall advise on the legal matters of the township.

(b) No department or officer of the township, except as otherwise provided by law, shall employ or retain an additional counsel without the consent or ratification of the board of commissioners.

(1203 amended Oct. 29, 2020, P.L.782, No.96)

Section 1204. Duties of Solicitor.--The township solicitor or special counsel, as applicable, shall:

(1) Prepare or approve, if directed or requested to do so by the board of commissioners, bonds, obligations, contracts, leases, conveyances, ordinances and assurances to which the township, or any department of the township, may be a party.

(2) Commence and prosecute all actions brought by the township for or on account of any of the estates, rights, trusts, privileges, claims or demands of the township and defend the township or any township officer against all actions or suits brought against the township or township officer in which any of the estates, rights, privileges, trusts, ordinances or accounts of the township may be brought in question before a court in this Commonwealth.

(3) Furnish the board of commissioners and the township committees, upon request, with an opinion in writing upon a question of law, which may be submitted by any of them in their official capacities.

(4) Perform every other professional act incident to the office which the township solicitor or special counsel may be authorized or required to perform by the board of commissioners or by any ordinance or resolution.

(1204 amended Oct. 29, 2020, P.L.782, No.96)

- 2.) Multi-disciplined firm with experience in municipal law, municipal litigation, land use, commercial and construction law, contract law and tort law, and public sector labor and employment law related matters. The proposer shall have a minimum of seven (7) years'

experience as a municipal solicitor for a municipality in the Commonwealth of Pennsylvania, two (2) years of which should be in a municipality with a General Fund budget in excess of \$7 Million (USD) and/or over 25 full time employees.

- 3.) The proposer also must demonstrate a high degree of knowledge, experience and ability with the following:
- a. The operation of local governmental units in Pennsylvania, including First-Class Township.
 - b. Acquisition and disposition of real estate (Open Space).
 - c. Storm water management regulations and issues.
 - d. Acquiring and administering grants.
 - e. Zoning, Land Development, and PA Municipal Land Use Law.
 - f. PA Uniform Construction Code and PA Property Maintenance Code.
 - g. Extensive knowledge of Local Public Contract Law.
 - h. Selling of municipal real estate and/or property.
 - i. Local government employment law.
 - j. Knowledge and experience in police department operations and handling of police matters involving police powers, wrongful or illegal arrest, use of force, search and seizure, police pursuit, employment actions, holding cell issues, and other potential claims.
 - k. Experience in a Board of Commissioners-Manager form of Government.
 - l. Knowledgeable in government ethics, sunshine law, and open records laws.
 - m. Knowledge of environmental laws that pertain to wastewater management.
 - n. The ability to attend and provide knowledgeable legal advice at all Board of Commissioners meetings, Planning Commission meetings, code enforcement court appearances, and any other meetings as necessary.
- 4.) The proposer must be licensed to practice law in the Commonwealth of Pennsylvania and be a member of the Pennsylvania Bar Association in good standing. Include a list of any other professional qualifications, experiences, and/or credentials you feel are relevant to this RFP.

Exhibit B

NON-COLLUSION AFFIDAVIT

State of _____

County of _____

_____, being first duly sworn, deposes and says that:
(Name of Proposer Representative)

(1) He/She is _____
(Title: Owner, Partner, Officer, Representative or Agent of Proposer)

of _____, (the “Proposer”) that has submitted the
(Name of Proposer Firm)
attached Proposal;

(2) He/She is fully informed respecting the preparation and contents of the attached Proposal and of all pertinent circumstances respecting such Proposal;

(3) Such Proposal is genuine and is not a collusive or sham Proposal;

(4) Neither the Proposer nor any of its officers, partners, owners, representatives, employees or parties in interest, including this affiant, has in any way colluded, conspired, connived or agreed, directly or indirectly, with any of Proposer, firm or person to submit a collusive or sham Proposal or complimentary Proposal in connection with the Contract for Services which the attached Proposal is submitted or to refrain from submitting in connection with such Contract for Services, or has in any manner, directly or indirectly, sought by agreement or collusion or communication of conference with any other Proposer, firm or person to fix the price or prices in the attached Proposal of any other Proposer, or to fix any overhead, profit or cost element of the prices in the Proposal or the price of any other Proposer, or to secure through any collusion, conspiracy, connivance or unlawful agreement any advantage against the Township or any person interested in the proposed Agreement;

(5) The price or prices quoted in the attached Proposal are fair and proper and are not tainted by any collusion, conspiracy, connivance or unlawful agreement on the part of the Proposer or any of its agents, representatives, owners, employees, or parties in interest, including this affiant; and,

(6) Neither the said Proposer nor any of its officers, partners, owners, agents or parties in interest, have any interest, present or prospective, that can be reasonably construed to result in a conflict of interest between them and the Township, which the Proposer will be required to perform.

[Signatures to Follow]

[Signature Page to Non-Collusion Affidavit]

and The undersigned states that _____ understands

(Name of Proposer)

acknowledges that the above representations are material and important and will be relied on by the Township of Salisbury in awarding the Contract for Services for which the Proposal is submitted. I understand and the Proposer understands that any misstatement in this Non-Collusion Affidavit is and shall be treated as fraudulent concealment from the Township of Salisbury of the true facts relating to the submission of proposals for this agreement.

By: _____
Authorized Signatory

Name: _____

Title: _____

COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF _____) SS:

SWORN TO AND SUBSCRIBED BEFORE ME THIS _____ DAY OF _____, 2022 by
_____ (Name of Authorized Signatory).

Notary Public
(SEAL)

My Commission Expires: _____