



REQUEST FOR PROPOSALS FOR EXTERNAL LEGAL SERVICES

OPS 01/2013

Issue Date – 1 February, 2013

Response Date – 1 March, 2013

UTILITIES REGULATION & COMPETITION AUTHORITY

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www.urcabahamas.bs

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1. INTRODUCTION

- 1.1 This document outlines the overall scope of external legal services sought by the Utilities Regulation and Competition Authority (URCA), sets out the basic requirements for the Proposal document from Legal Practitioners and provides the evaluation criteria to be used as the basis for awarding assignments. The objectives of the Request for Proposals are to evaluate the Legal Practitioner's experience, technical expertise, project methodology, schedule and fees to provide the legal services that can be called upon as needed.

2. ORGANISATIONAL BACKGROUND

- 2.1 The Utilities Regulation and Competition Authority (URCA or the Authority) is a public authority which came into existence on 1 August 2009 under the Utilities Regulation and Competition Act (the URCA Act). URCA is an independent regulatory body responsible for regulating designated sectors of the economy. The Communications Act (Comms Act), which came into force on 1 September 2009, gave URCA full powers of licensing, regulation and oversight of the electronic communications sector in The Bahamas which includes telephone services (both fixed and mobile), Internet, broadcasting including cable television and the management of radio spectrum frequencies and numbering. URCA's legal and policy mandates include liberalisation and greater competition in the electronic communications sector, to the benefit of the economy and of all persons in The Bahamas. The URCA Act envisions that other utility sectors will fall under URCA's purview once the Government of The Bahamas makes that determination and enacts additional sector-specific legislation.
- 2.2 URCA has currently issued over 190 public Individual Licences (i.e., Individual Operating Licences and Individual Spectrum Licences) and Class Licences Requiring Registration (i.e., Class Operating Licences Requiring Registration and Class Spectrum Licences Requiring Registration). In 2011, the electronic communications sector collectively produced an estimated \$444 million or 5.7% of the country's Gross Domestic Product. URCA also has many more non-public licensees in the categories of Class Licences Not Requiring Registration (i.e., Class Operating Licences Not Requiring Registration and Class Spectrum Licences Not

Requiring Registration) and Exemptions (i.e., Operating Exemptions and Spectrum Exemptions).

- 2.3 In accordance with the URCA Act, the Authority is governed by a Board comprising three Non-Executive Members (i.e., a Chairperson, a Deputy Chairperson and one other member) and two Executive Members (i.e., the Chief Executive Officer, who is responsible for the day-to-day management of URCA and exercises URCA's statutory powers and functions under delegation by the Board, and the Director of Policy and Regulation, who is responsible for the development and improvement of URCA's regulatory policies). URCA has a multi-disciplinary staff of 21 persons, consisting of lawyers, economists and accountants, administrative, consumer relations and human resources personnel.
- 2.4 While URCA currently employs a number of lawyers full-time in various capacities, the General Counsel/Secretary to the Board is responsible for the overall conduct of legal issues on URCA's behalf.

3. DEFINITIONS USED IN THIS REQUEST FOR PROPOSALS

3.1 Throughout this Request for Proposals, terminology is used as follows:

“must”, “mandatory” or “required” means a requirement that must be met in substantially unaltered form in order for the Legal Practitioner's Proposal to receive consideration from URCA.

“successful Legal Practitioner” means those Legal Practitioners submitting the most advantageous Proposals in response to this Request for Proposals as determined by URCA.

“URCA” or “the Authority” means the Utilities Regulation and Competition Authority on whose behalf this Request for Proposals is issued.

“should” or “desirable” means a requirement having a significant degree of importance to the objective of the Request for Proposals.

“Legal Practitioner” means large and small law firms, counsel and attorneys in sole practice, retired judges and law professors that submit, or intend to submit, a Proposal in response to this “Request for Proposals”.

“Best Value” means the value placed by URCA upon quality, service, past performance and price from the Legal Practitioner.

“URCA Representative” means the representative or appointee designated by URCA to supervise the work.

"Proposal" means the Legal Practitioner's submission in response to the RFP
"RFP" means this "Request for Proposals".

"Subcontractor" includes, inter alia, a person, firm or corporation having a contract with the Legal Practitioner for the execution of a part or parts of the RFP, or furnishing to the Legal Practitioner materials and/or equipment called for in the RFP.

"work" means any labour, duty and/or efforts to accomplish the purpose of this project.

"Restricted Period" means the period from the date of publication of this RFP until the approval by URCA of the list of external counsel for the period 2013 to 2016 when a potential Legal Practitioner is prohibited from making contacts with employees of URCA other than the URCA Representative that a reasonable person may infer were intended to influence the selection of that Legal Practitioner as external counsel for URCA.

4. PURPOSE OF THIS REQUEST FOR PROPOSALS

4.1 URCA hereby requests proposals and statements of qualifications ("Proposals") from Legal Practitioners providing legal services in The Bahamas. The purpose of this solicitation is to pre-qualify Legal Practitioners as eligible to represent URCA, from time to time, in a variety of legal matters. Legal Practitioners will be eligible to be engaged for any legal matters that may arise during the next three (3) years beginning from URCA's final selection pursuant to this RFP.

4.2 URCA has as its mandate the functions conferred on it by the URCA Act or under any other law. In performing its functions, URCA has the power to issue regulatory and other measures, including the power:

- (a) to make determinations;
- (b) to make adjudications;
- (c) to impose conditions and penalties by order;
- (d) to issue regulations;
- (e) to issue directions, decisions, statements, instructions and notifications;
- (f) to publish and maintain registers or lists;
- (g) to issue technical rules and standards;
- (h) to institute prosecutions in accordance with section 7 of the URCA Act, for the purposes of enforcing compliance with that Act or any other regulated sector law;
- (i) to issue, suspend, vary or revoke licences, permits and exemptions;

- (j) to conduct inquiries, investigations and oral hearings;
- (k) to request such information from operators in regulated sectors as is necessary in pursuance of its duties under any other law;
- (l) to conduct market investigations and market reviews and publish information and reports;
- (m) to make such arrangements for regulating its own procedures, and such arrangements for regulating the procedure of the committees established by URCA, as it thinks fit; and
- (n) any other power conferred on it by the URCA Act or any other law.

5. SCOPE OF SERVICES

5.1 URCA is seeking Proposals from Legal Practitioners in The Bahamas that have demonstrated expertise in one or more of the following areas of law in particular (including in each instance, litigation capabilities) to provide legal services, advice and legal representation, as requested by URCA, in a timely and cost effective manner for a period of three (3) years:

Areas of Law	Sub-areas of Expertise
Public Law	Conflicts of Interest/Governance Judicial Review Legislation/Regulatory Drafting and Policy Development Privacy/Data Protection and Official Information Requests Public and Administrative Other - Public
Banking and Finance	Finance; including structured, project and infrastructure financing Insurance
Corporate and Commercial Law	Competition Consumer Protection Contract and Tendering Corporate Governance Information Technology Intellectual Property Takeovers, Mergers and Acquisitions

	Other – Corporate and Commercial
Employment Law	Collective Employment and Bargaining General Employment Health and Safety Pensions and Superannuation Other – Employment
Environmental and Resource Management Law	Environment, Water and Energy Minerals and Petroleum Other – Environmental and Resource Management
Litigation	Alternative Dispute Resolution Criminal Prosecutions General Litigation
Property Law	Sale and Purchase of Land, and Leasing Other – Property
Other	Health/Medical Immigration

5.2 The scope of services would also include, but are not limited to:

- (a) Review, draft, and negotiate documents/contracts/leases/etc.
- (b) Advise on internal and other statutory legal issues
- (c) Advise on individual labour and employment matters
- (d) Review internal corporate governance, personnel, fiscal and other policies and procedures
- (e) Attend Board, Audit Committee and other meetings as necessary
- (f) Advise on governmental and contractual issues
- (g) Advise on responses to subpoenas, court orders, and requests for information from third parties
- (h) Defend lawsuits, administrative claims, or other legal claims
- (i) Conduct litigation including trials, appeals, complicated motions, criminal prosecutions under any regulated sector law and other matters as necessary
- (j) Other legal services as needed.

5.3 URCA may also select additional Legal Practitioners in the future for various specialized services not described herein, or otherwise as URCA considers necessary and appropriate in its sole discretion.

5.4 URCA anticipates establishing a list or lists consisting of Legal Practitioners with expertise in various (not necessarily all for each Legal Practitioner) of the above

practice areas and with geographic locations across The Bahamas and, from time to time, to select Legal Practitioners from the list for general retainers or specific assignments or tasks based on suitability, including, among other factors, appropriateness of the Legal Practitioner's identified expertise and cost. While specific expertise in the above areas will have intrinsic value, the ability to apply that expertise with knowledge of and in the context of utility regulation and competition law will likely often be considered to have additional value. Similarly, overlapping expertise in one or more of the above areas will also often be considered to be of value.

- 5.5 URCA is committed to pre-qualifying a diverse group of Bahamas-based Legal Practitioners that will provide high-quality services and that are dedicated to diversity and to containing legal costs.
- 5.6 Legal Practitioners should note that inclusion on URCA's pre-qualified list does not mean or imply that any Legal Practitioner will in fact be selected or engaged to provide legal services to the Authority. Such selection and engagement will take place only when a need for external counsel's services arises; there is no guarantee of a specific level of legal services required, in either number of cases or dollar amount. The purpose of the pre-qualified list is to procure Legal Practitioners available for engagement by URCA on short notice.
- 5.7 URCA acknowledges that it is possible that Legal Practitioners on URCA's list of external legal counsel might in the future come to represent a client in a matter adverse to URCA, or may be asked to represent a client in other matter involving licensing, regulatory, contractual or other business dealings between that client and URCA. The Legal Practitioner's representation of such other client in such circumstances would be subject to the following conditions:
 - (a) The Legal Practitioner would be required to notify URCA in writing regarding any of the above-mentioned situations or any of the situations detailed in Part 6 of Section 7 below prior to engaging or agreeing to engage in the representation of such other client in such matter;
 - (b) The Legal Practitioner will be required to internally create an "ethical wall" within its organisation to separate such other client's matters from the matters the Legal Practitioner is handling for URCA;

- (c) The Legal Practitioner’s personnel who are working on such other client’s matters shall be different from the Legal Practitioner’s personnel assigned to work on matters for URCA and there shall be no communications or other exchanges of information between the two groups of the Legal Practitioner’s personnel concerning any aspects of the matters to which they have respectively been assigned for as long as the Legal Practitioner is engaged in either representation; and
- (d) The Legal Practitioner shall not engage, or agree to engage, in the representation of such other client prior to obtaining URCA’s written consent thereto, which consent shall not be unreasonably withheld.

6. KEY EVENTS/DATES

Issuance of Request for Proposals:	1 February 2013
Deadline for Questions on the RFP:	11 February 2013 at 3:00 PM
Deadline for Responses to RFP Questions:	15 February 2013 at 5:00 PM
Deadline for Submission of Proposals:	1 March 2013 at 5:00 PM
Interviews of Applicants, if necessary (not earlier than):	11 March 2013
Anticipated Selection of Legal Practitioners:	29 March 2013

6.1 URCA reserves the right to modify this schedule at its discretion. Notification of any changes in connection with this RFP will be made available to all interested parties via URCA’s website: **www.urcabahamas.bs**.

7. CONTENTS OF THE PROPOSAL

7.1 URCA plans to select one or more Legal Practitioners in the various specialised areas of expertise mentioned in Section 5 above to assist URCA as needed. Only one Proposal should be submitted per Law Practitioner – members of law firms should not express interest on an individual basis.

7.2 Following is a listing of the information and completed documentation required to be provided by each Legal Practitioner. A Proposal that does not include all required information and the forms and documents described below may be subject to rejection. Legal Practitioners should provide the information in the same order in which it is requested, and organised and numbered as set out below.

PART 1 – Legal Experience:

- i. Indicate for which of the practice areas under “Section 5, Scope of Services” that the Legal Practitioner is interested in serving as external counsel to URCA.
- ii. For each practice area, provide a description of the Legal Practitioner’s relevant experience in such area. Please include a brief description of representative transactions and specify the Legal Practitioner’s role with respect to each such transaction (it is not expected that any single Legal Practitioner will necessarily have expertise in all of the areas listed in Section 5 above). With respect to the following practice areas, and wherever else the Legal Practitioner deems appropriate, make specific mention of any work involving:
 - (a) Representation of any regulatory agencies, or governmental or other entities, agencies or departments having regulatory oversight of any industry or sector of the Bahamian economy, particularly involving telecommunications, electronic communications, network industries, competition law, administrative and/or constitutional law;
 - (b) Litigation involving large net worth businesses or developers, particularly including cases involving administrative law, injunctions, judicial review, and/or statutory interpretation;
 - (c) General real estate matters, including long-term leasing arrangements;
 - (d) Defence of employment claims and defence of employment litigation in various venues including matters before governmental agencies, lower courts, trial courts and appeal courts (e.g., Department of Labour, Industrial Tribunal, courts of law, etc.);
 - (e) Jurisdictional and licensing issues affecting entities conducting business in tax-free zones in The Bahamas.
- iii. Indicate whether services have been provided previously to URCA, and, if so, describe.
- iv. Provide a brief description of any experience in the area of economic regulation of network industries. Such experience is preferred but not required.
- v. Provide a list of at least three representative clients including a description of the type of work performed for said client and the name, address and telephone numbers of a contact person at each of the representative clients who can provide an evaluation of the Legal Practitioner’s work.

PART 2 – Organisation, Size and Structure of Legal Practitioner:

- vi. The Legal Practitioner should describe its internal organisation such as: number of attorneys in the firm; location of all offices in The Bahamas; telephone number and e-mail address of the primary staff personnel who are anticipated to provide services to URCA; firm descriptions/brochures; organisational charts; and résumés of principal partners and other attorneys anticipated to be responsible for URCA matters.

PART 3 – Attorneys and Qualifications:

- vii. The Legal Practitioner must provide the names of the principal partners and other attorneys who would be responsible for URCA matters, and a description of the relevant qualifications and experience of each attorney as follows:
 - (a) Education and professional background of each attorney;
 - (b) Overall supervision to be exercised on URCA matters;
 - (c) Prior experience of the individual attorneys regarding the legal experience listed above. Education, position within the Legal Practitioner, years and type of legal experience, and continuing professional education will be considered.
- viii. The Legal Practitioner shall indicate, if applicable, whether the Legal Practitioner or any of its attorneys have, within, the past seven (7) years, been the subject of any professional, disciplinary, civil, administrative, or criminal sanctions, penalties or damages arising from professional or ethical misconduct, or negligence and provide URCA with information about the nature and amount of any such sanctions, penalties or damages. Additionally, the Legal Practitioner shall, if applicable, provide information about any pending proceedings in relation to such matters.

PART 4 – Fees and Expenses:

- ix. Legal Practitioners should provide information in their Proposal concerning fees and expenses, including:
 - (a) The customary hourly rate of each person whose résumé is provided in response to Item vii of Part 3 (Attorneys and Qualifications) above, and the

proposed hourly rate to be charged to URCA in connection with each such person.

- (b) Costs of any anticipated administrative support.
 - (c) A schedule of all disbursements which the Legal Practitioner anticipates will result in a charge to URCA and the rate for each.
 - (d) Any systems or processes the Legal Practitioner has in place that trigger reduced fees being charged to other regulatory agencies or other public entities for any particular type of legal matter.
 - (e) Any measures proposed by the Legal Practitioner to reduce the cost to URCA of engaging the Legal Practitioner for any particular legal matter.
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- x. Although proposed fees will be taken into account, URCA reserves the right to negotiate a lower or different fee structure with any Legal Practitioner selected.
 - xi. There are various fee pricing options available under the arrangements between URCA and external legal counsel.
 - xii. The general rule is that Legal Practitioners will be required to provide a quote or fixed fee estimate for any matter that may be worth more than \$5,000.
 - xiii. URCA also expects that while the overall supervision, management and coordination of the legal services requested by URCA would be provided by partner(s), day-to-day work would be carried out by associates with lower billing rates, as appropriate, with a view to efficiency and minimising legal fees for URCA.
 - xiv. As a general principle, Legal Practitioners on URCA's list of external legal counsel are expected to have sufficient experience in pricing and delivering their services to be able to estimate the price of their services in the same way other professional service providers can such as economists, engineers and accountants. Pricing options that URCA intends to employ for external legal work include the following:

Pricing Option	Explanation
Fixed price or capped fee	A fixed price lump sum or maximum capped fee is agreed prior to any service delivery. This method will be commonly used when the scope of work is reasonably understood by both parties. The advantage of fixed fee billing is that both parties know how much the legal services will cost, or in the case of capped fees, the maximum URCA will have to pay. This provides certainty for budgeting purposes and to make it easier for URCA to compare quotes from different Legal Practitioners.
Value billing	Similar to a fixed price in that a lump sum price is agreed. However, with value billing the fee is based on the agreed value received by URCA after the service has been delivered. It may be that a fixed fee component is agreed prior to work commencing and an 'at risk' component of the fee is agreed based on URCA's perception of the value of the service delivered.
Hourly rates	This can be used where there is uncertainty around the scope of work or where it is a short term piece of legal work likely to be worth less than \$5,000. The Legal Practitioner bills for the number of hours spent in delivering the Services. Unless the parties agree a capped total this can present risk to URCA as the price is open-ended. URCA considers that hourly rates are best used for short pieces of work where the price risk is low and URCA is happy to bear the risk of price increases due to scope uncertainty. It can also sometimes be used when the scope of a legal matter cannot be ascertained, until the scope is clearer, or when fixed fees might apply.

Pricing Option	Explanation
Blended hourly rate	<p>Similar to hourly rates, this is where the total hourly rates of individual legal team members of a Legal Practitioner are averaged to establish a single rate for the Legal Practitioner’s legal team as a whole. The advantage of agreeing a blended rate is that URCA pays the same hourly rate, regardless of who within the Legal Practitioner delivers the services. This means that should more time of a senior lawyer be required, URCA does not pay a higher hourly rate for their time.</p>
Retainer	<p>A retainer can be an effective solution where URCA has a fixed budget for legal services and a steady demand for a particular type of service. It provides certainty to both URCA and the Legal Practitioner, is easy to manage and encourages creativity to achieve the objectives. URCA pays a retainer to a Legal Practitioner (which is effectively a fixed fee) to deliver legal services for an agreed period of time, say 12 months. All services are provided for that period for the price of the retainer and at no additional cost to URCA. The Legal Practitioner bears the risk if the volume of work is greater than anticipated. For URCA, it means that all services are delivered within a known budget. To use this method, previous annual expenditure and a breakdown of work type is a useful basis for forecasting the likely level of work and fees for the anticipated period of the retainer. Once the likely volume is identified both parties will need to clearly articulate what is included and how any variations will be managed.</p>

Pricing Option	Explanation
Volume based discount	For large projects which are unable to be accurately scoped in detail at the outset, but where there is a strong expectation that significant legal services will be required, a Legal Practitioner may consider a one-time percentage reduction in their hourly rates. Using discounted hourly rates for significant projects enables Legal Practitioners to be competitive within the list of external counsel. It also allows flexibility of scope and resources during the life of the project, while a discounted rate structure delivers quantifiable value and demonstrates the Legal Practitioners' commitment to a long term relationship with URCA. Implementation of this pricing structure involves meeting with possible Legal Practitioners to understand the project, its objectives and the desired outcome.

- xv. Listed below are the value-added services that Legal Practitioners who are selected for inclusion on URCA's list of external counsel are expected to offer for free to URCA:

Value Added Service	Expectations concerning the <u>free</u> value added services that Legal Practitioners will provide to URCA
Dedicated seminars / training for Participating Agency staff	Legal Practitioners may be requested and if so will provide a minimum of two (2) dedicated seminars of four (4) hours each for URCA staff annually. These seminars may be internal training seminars (for the Legal Practitioner's staff and URCA staff), or external to the Legal Practitioner's organisation (for URCA staff only).
Brief telephone advice	Legal Practitioners will provide free legal advice via telephone, of up to 15 minutes, concerning new matters or ad hoc matters that do not relate to an open matter (but may result in a matter being opened).

Brief e-mail advice	Legal Practitioner will provide free legal advice via e-mail, where no more than 15 minutes is needed of the Legal Practitioner's time, to respond to a query concerning new matters or ad hoc matters that do not relate to an open matter (but may result in a matter being opened).
Monthly updates or status reports	Legal Practitioners will provide free written monthly updates or status reports, whether by letter or by e-mail, concerning any open matter which the Legal Practitioner is engaged on behalf of URCA.
Induction for Legal Practitioner to learn URCA's business	Upon request by URCA, a Legal Practitioner will attend an induction of URCA's business, of up to 4 hours.
Other Value Added Services that Legal Practitioners will provide to URCA	
Short-term staff secondments to URCA at favourable rates	Upon request and reasonable notice by URCA, a Legal Practitioner may provide short-term staff secondments to URCA at agreed rates (as detailed in any services agreement between the parties), subject to availability and agreement between the Legal Practitioner and URCA.
Access to Legal Practitioner's basic document templates	Upon request by URCA and at agreed rates, Legal Practitioners will provide standard document templates to URCA that are relevant to the Legal Practitioner's specialised area(s) of law.

PART 5 – Professional Insurance:

- xvi. Legal Practitioners shall provide URCA with evidence of all appropriate and applicable Professional Liability Insurance or Professional Indemnity Insurance coverage carried by the Legal Practitioner, including policy coverage periods. Legal Practitioners shall provide URCA with certificates of insurance showing that a policy of professional liability or indemnity insurance is in force in the amount of at least one million (\$1,000,000.00) dollars per occurrence/aggregate.

- xvii. If the insurance coverage contains a deductible or self-retention, it shall not be greater than fifty thousand (\$50,000.00) dollars per occurrence/event.
- xviii. Legal Practitioners shall maintain insurance coverage as specified in this RFP for a minimum of two (2) years following termination or completion of their engagement with URCA as external legal counsel.
- xix. All insurance coverage specified in this RFP shall be carried with companies that are financially responsible and licensed to do insurance business in The Bahamas.
- xx. Legal Practitioners shall not permit the insurance policies to lapse during the period of their engagement with URCA as external legal counsel.
- xxi. All insurance coverage as required in this RFP shall provide that no coverage can be cancelled or changed by the insurance company without at least thirty (30) days prior written notice of such cancellation or change.

PART 6 – Conflict of Interest:

- xxii. Legal Practitioners should disclose any and all actual, potential or perceived conflicts of interest that may exist or be perceived to exist between the Legal Practitioner and employees of URCA or any licensees of URCA that might materially affect the provision of any legal services to URCA under this RFP.
- xxiii. Consistent with section 25 of the URCA Act, the Proposal should identify and state any potential conflicts of interest which the Legal Practitioner may encounter in rendering services to URCA, including but not limited to:
 - (a) Any general representation by the Legal Practitioner of any governmental ministry, agency or unit charged with responsibility for the electronic communications sector, or relations with the Broadcasting Corporation of The Bahamas, or relations with URCA.
 - (b) Direct holdings or indirect holdings through an associate (i.e., through the spouse, partner, parents or minor dependents of any partner or associate of the Legal Practitioner; or through a body corporate of which any partner or associate of the Legal Practitioner is a director or where any partner or associate of the Legal Practitioner can exercise voting rights, that is, the direct

or indirect control of or the ability to control the exercise of the right to vote attaching to one or more voting shares in a body corporate either by the exercise of a right, where such exercise confers the ability to exercise a right to vote or to control the exercise of a right to vote, or by an entitlement to exercise such a right to vote either through a nominee or through or by means of a trust, agreement or arrangement, understanding or practice, whether or not the trust, agreement or arrangement, understanding or practice has legal or equitable force or is based on legal or equitable rights; or through any employee or business partner of any partner or associate of the Legal Practitioner) in any entity that is licensed by URCA or is otherwise primarily or substantially engaged in a sector of the economy regulated by URCA.

- (c) Engagement as an employee, a consultant or board member of any entity that is licensed by URCA or is otherwise primarily or substantially engaged in a sector of the economy regulated by URCA.
- (d) Membership of any partner or associate of the Legal Practitioner in the Government of The Bahamas or of Parliament.
- (e) Whether or not the Legal Practitioner represents any entity that is licensed by URCA or is otherwise primarily or substantially engaged in a sector of the economy regulated by URCA.

xxiv. Legal Practitioners may view the most current register of licensees of URCA online on URCA's website at <http://www.urbahamas.bs/publications.php> under "Public Register".

8. SUBMISSION OF PROPOSALS

8.1 Only Legal Practitioners who:

- (a) are admitted to practice in The Bahamas;
 - (b) are in good standing with the Bahamas Bar Association as regards the payment of annual dues;
 - (c) have no ethics or disciplinary matters outstanding or pending before the Bahamas Bar Association's Ethics and/or Disciplinary Committee; and
 - (d) maintain an office or offices in The Bahamas,
- may respond to this RFP.

- 8.2 Prospective Legal Practitioners shall submit six (6) copies of their completed Proposal addressed to the URCA Representative using one of the follow methods:

By hand:

Chief Executive Officer
Utilities Regulation & Competition Authority
UBS Annex Building
East Bay Street
Nassau, Bahamas.

By post:

Chief Executive Officer
Utilities Regulation & Competition Authority
P.O. Box N-4860
Nassau, Bahamas.

- 8.3 Proposals must be submitted in a sealed envelope bearing the name and address of the Legal Practitioner submitting the same and must clearly state the following information in the lower left-hand corner of the envelope: "Request for Proposals for External Legal Services".
- 8.4 Completed responses to this RFP must be received by URCA **no later than 5 PM on 1 March, 2013**. Proposals must be received by this submission deadline. Legal Practitioners are responsible for ensuring actual receipt of their Proposal by URCA by the date and time designated above.
- 8.5 **Proposals may not be sent by facsimile or e-mail.**
- 8.6 Late Proposals will not be accepted and will be returned unopened to the Legal Practitioner submitting the same.
- 8.7 Legal Practitioners will not be permitted to change the wording of their Proposals after the closing deadline and no words or comments will be added to the general conditions or detailed specifications unless requested by URCA for the purposes of clarification.
- 8.8 Legal Practitioners may change a previously submitted Proposal by withdrawal, amendment or submission of a replacement if done prior to the closing date and

time. This information or request should be submitted in writing on company letterhead or equivalent under the signature of the individual submitting the original submission and must otherwise comply with the provisions of this Section 8 of the RFP.

- 8.9 All information provided to URCA by Legal Practitioners responding to this RFP become the property of URCA, shall be treated by URCA as strictly confidential and will not be shared by URCA or distributed to any third party.
- 8.10 All costs and expenses incurred by Legal Practitioners in the preparation and submission of a Proposal responding to this RFP will be the responsibility of the Legal Practitioner and will not be reimbursed by URCA under any circumstances.

9. INQUIRIES

- 9.1 Any changes, additions or deletions to this RFP will also be posted on URCA’s website, **www.urbahamas.bs**, along with the electronic version of this RFP. Legal Practitioners are urged to check URCA’s website frequently for notices of any clarifications of or changes, additions or deletions to the RFP.
- 9.2 URCA will provide responses to questions/inquiries submitted by Legal Practitioners to the URCA Representative, Mr. Vincent Wallace Whitfield. All questions/inquiries must be submitted in writing addressed to the URCA Representative as follows:

Mr. Vincent Wallace Whitfield General Counsel Utilities Regulation & Competition Authority			
By hand to: UBS Annex Building, East Bay Street, Nassau, Bahamas	By mail to: P.O. Box N-4860, Nassau, Bahamas	By fax to: 242-393-0153	By e-mail to: vwhitfield@urbahamas.bs

and received no later than 3:00 PM on 11 February, 2013. The “Subject” line of the correspondence should state “Questions on RFP for External Legal Services.”

- 9.3 Questions submitted after the inquiries/questions deadline will not receive a response. Responses to inquiries/questions deemed by URCA to materially affect

the RFP process will be posted to URCA's website no later than 15 February, 2013, by 5:00 PM in the form of an Addendum to the RFP.

- 9.4 To view these responses on or after 15 February, 2013, Legal Practitioners should visit the URCA website at **www.urcabahamas.bs**.
- 9.5 Legal Practitioners should note that all clarifications and exceptions are to be resolved by them prior to the submission of their Proposal. Information obtained from any source other than the URCA Representative or URCA's website, **www.urcabahamas.bs**, is not official and may be inaccurate.
- 9.6 Other than the URCA Representative identified above, prospective Legal Practitioners shall not approach URCA's employees during the Restricted Period of this RFP process about any matters related to the RFP or any Proposal(s) submitted pursuant thereto. In URCA's sole discretion, the failure by a Legal Practitioner to comply with this clause can result in rejection of their Proposal.

10. EVALUATION OF PROPOSALS

- 10.1 URCA's Chief Executive Officer will appoint a selection committee which will review and assess the Proposals received. Proposals will be ranked by the committee according to the criteria set out in this section. All Proposals that receive the required minimum scores, and meet all mandatory requirements set out in this RFP will be recommended to URCA's Board for final approval to be included on URCA's list of external counsel. The Chief Executive Officer and/or the selection committee may request a meeting with qualified Legal Practitioners prior to final selection. Proposals received from Legal Practitioners will be reviewed in accordance with the following criteria:
 - (a) Proposed approach to scope of work
 - (b) Level of experience of the individual(s) identified to work on URCA matters
 - (c) The Legal Practitioner's experience with similar clients and legal matters
 - (d) Response from references
 - (e) Cost
 - (f) Interviews (if conducted).
- 10.2 In evaluating Proposals submitted pursuant to this RFP, URCA places high value on the following factors, not necessarily in order of importance:

- (a) Relevant experience;
- (b) Innovative or outstanding lawyering described in the Legal Practitioner’s Proposal, which demonstrates the Legal Practitioner’s unique qualifications for inclusion on URCA’s list of external counsel;
- (c) Demonstrated commitment of time, resources and ideas to URCA;
- (d) The general qualifications and experience of the staff proposed to be assigned to work on engagements from URCA;
- (e) Anticipated cost of services and willingness to work with URCA to minimise costs; and
- (f) Overall organisation, completeness, and quality of Proposal, including cohesiveness, clarity of response and demonstrated understanding of URCA and the work that it does.

10.3 The evaluation of proposals will be based on the following considerations:

EVALUATION CRITERIA	WEIGHTING
Legal Practitioner’s compliance with all specifications and/or other requirements contained in this RFP (excluding fees/expenses)	15%
Capability of the Legal Practitioner and ability to meet URCA's external legal needs based on the relevant experience of the Legal Practitioner and the personnel who will be assigned to perform the services	35%
Professional qualifications of the Legal Practitioner and the personnel who will be assigned to perform the services	30%
Fees charged and cost effectiveness of the proposed service	20%

In order to be included in URCA’s list of external counsel, a Proposal must achieve an overall minimum score of 75% or more.

10.4 Each respondent to this RFP will be notified of the outcome of their Proposal.

10.5 In the event that URCA requests any Legal Practitioner responding to this RFP to attend an interview and/or make an oral presentation to the selection committee, URCA expects that personnel of the Legal Practitioner who will have

primary responsibility for the provision of services to URCA will attend such interview and make such presentation.

- 10.6 Final selection of all Legal Practitioners to URCA's list of external counsel is subject to successful negotiation of the terms and conditions of a contract between URCA and each Legal Practitioner.
- 10.7 URCA reserves the right to reject any and all Proposals received in response to this RFP. Acceptance of any Proposals and the subsequent engagement by URCA of any Legal Practitioners as external legal counsel will be based upon the factors described in this RFP.