



## HOUSTON LAND BANK ("HLB")

### Re-issued and Revised REQUEST FOR QUALIFICATIONS FOR LEGAL SERVICES - 2024

<b>Expected Timeline (Subject to Change):</b>	<b>UPDATED DATES</b>
Request for Qualifications reissued	October 11, 2024
Request for Qualifications Question Deadline	October 18, 2024 by 5 p.m.
Request for Qualifications due	October 25, 2024 by 5 p.m.
Evaluation of Request for Qualifications	October 25, 2024 – November 1, 2024
Notification to Proposers of Selection	November 2024

**Solicitation Contact:**

[Procurements@houstonlandbank.org](mailto:Procurements@houstonlandbank.org)

[Submission Portal](#)



## **RFQ For Legal Services**

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## **I. THE ORGANIZATION**

The HLB is a not-for-profit local government corporation incorporated in the State of Texas, and is a component unit of the City of Houston and a 501c3 non-profit corporation. The HLB is committed to being a strong, innovative partner in the equitable redevelopment of vacant, abandoned, and damaged properties in Houston’s neighborhoods, as well as being a good neighbor to the communities in which we work to provide affordable homes for low and moderate income Houstonians.

The HLB was established by the City of Houston in 1999 as the Land Assemblage and Redevelopment Authority (LARA), a local government corporation charged with facilitating the redevelopment of vacant and/or tax-delinquent residential real estate in targeted Houston neighborhoods. In 2018, the organization realigned its strategic activities to better serve neighborhood revitalization activity in the City of Houston and changed its name to the Houston Land Bank to reflect its core function of affordable housing. The HLB’s amended bylaws and articles of incorporation are available on the website at [www.houstonlandbank.org](http://www.houstonlandbank.org).

Throughout its history, the organization was staffed by city employees as directed by a volunteer Board of Directors. The 2019 Fiscal Year included a significant organizational transition including the hiring of founding staff, establishing the organization as a fully operational component unit of the City of Houston, and engaging in new programs in partnership with the City of Houston in addition to HLB’s core lot sales programming. The current organization encompasses seven employees with a series of contracted staff and vendors for a variety of services.



## **II. THE BOARD OF DIRECTORS**

The HLB's Board of Directors includes representatives appointed by Houston's Mayor and City Council, Harris County, and the Houston Independent School District. The HLB receives local funds from the City of Houston and anticipates additional revenue from the sale of lots and homes.

## **III. SCOPE OF SERVICES**

Through this request for qualifications ("RFQ"), the HLB intends to seek proposals from interested individuals and/or law firms ("Proposer") and establish a pool of prequalified legal services providers with experience and expertise in Texas law relevant to municipal government, local government corporations, real estate transactions and paralegal support services (the "Pre-Qualified Proposers"). The HLB will utilize this pool of Pre-Qualified Proposers to contract external legal counsel and legal support services on an as-needed basis. Upon selection, the Pre-Qualified Proposers shall advise and support the HLB on various matters as further specified in the Scope of Services for this RFQ attached hereto as Exhibit "A" This RFQ is only designed to establish the Pre-Qualified Proposers and is not a request for the provision of legal services on specific transactions.

The HLB's In-House Counsel and Compliance Officer ("Counsel") shall manage all external contracts for legal services and work directly with the selected Pre-Qualified Proposers. The selection of an individual and/or law firm for any particular transaction, area of advice, or support service will be first approved by the Board of Directors as Pre-Qualified Proposers and later determined by Counsel as each matter is an HLB staff-level decision. Other than General Counsel support, work will not require a routine presence at the HLB office, but the selected firm or individual should expect regular contact by telephone and e-mail, as well as regularly scheduled and special-issue meetings as requested by the HLB.



#### **IV.**

#### **STATEMENT REGARDING RFQ FOR LEGAL SERVICES**

The HLB desires a demonstrated commitment to prompt, accessible, and responsive client service. The HLB makes no commitments, implied or otherwise, that the inclusion of individuals and/or law firms as Pre-Qualified Proposers will guarantee work or a revenue stream. The Pre-Qualified Proposer, in the performance of this agreement, shall not be considered as an officer, employee, or agent of the HLB, but an independent contractor. The Proposers to this RFQ must assure that the proposals submitted adequately addresses every element of the Scope of Services for which they seek pre-qualification award of. All proposals will become part of the HLB's files without obligation on the HLB's part.

#### **V.**

#### **CRITERIA FOR EVALUATING PROPOSERS**

The HLB staff, including Counsel, and members of the Executive Committee, will evaluate the proposals submitted and comprise a list of the selected successful individuals and/or law firms to become Pre-Qualified Proposers to be approved by the Board of Directors. The contract term for each Pre-Qualified Proposer will be for a period of two (2) years and may be extended for an additional year at the option of the HLB and its Board of Directors.

Any legal counsel retained by HLB must be licensed to practice law in the State of Texas. In connection with acquiring legal services, the successful Proposer shall provide the HLB with evidence of the following basic criteria as follows:

- A.** Previous experience (at least five (5) years of experience in providing legal services to businesses, including public entities);
- B.** Substantial knowledge of real estate transactions as applicable to governmental or nonprofit entities; and
- C.** Demonstrated experience and dedication to prompt and professional resources, in terms of personnel and technical materials, for performing legal services as needed.



In addition to the basic criteria, evaluation criteria will also include the following:

- D.** Substantive qualifications of the Proposer and the names and titles of individuals assigned to this engagement;
- E.** Proposer's Workplace Diversity policy and its willingness and ability to utilize;
- F.** Minority and Women-Owned businesses to perform portions of the work;
- G.** Proposer's responses and preciseness of the proposal to the RFQ specifications;
- H.** Proposer's reasonableness of pricing and timeline submitted; and
- I.** Responses from Proposer's references including but not limited to demonstrated timeliness and customer service.

Based on the above basic criteria and the specific information requested from Proposers below, the evaluation committee will review and score proposals as follows:

- **Qualifications** (30 points): Demonstrated, substantive qualifications of the responding firm and the specific individuals to be assigned to any HLB engagement, including credentials and demonstrated commitment to HLB's mission and high-quality client service;
- **Experience** (30 points): Proposer's demonstrated experience (at least five years in relevant fields as determined by HLB) working with clients similar to the HLB providing legal services to successfully resolve both routine and challenging issues, as shown in response to this solicitation;
- **References** (20 points): Responses from Proposer's references including but not limited to demonstrated timeliness and customer service;
- **Benefit to the HLB and the Houston Community** (20 points): The degree to which a proposal provides benefits to the HLB and the Houston region, including reasonableness of pricing, controlling costs, offering pro bono services, encouraging workplace diversity, and supporting the HLB's community outreach and development efforts.



The HLB intends to select Pre-Qualified Proposers that best meet the needs of the HLB and that provide the best overall value. The HLB reserves the right to contact references of Proposers for purposes of reference checks regarding provision of legal representation. The HLB further reserves the right to reject any proposal for any reason, to waive any irregularities contained therein, and to also request additional information related to the above-listed evaluation criteria, which may include scheduling interviews with Proposers.

## VI. INFORMATION REQUESTED FROM THE PROPOSERS

In order to simplify the review process and obtain the maximum degree of comparison, proposals should be organized in one comprehensive document according to the following outline:

**A. Title Page**

Must show the RFQ subject, the name of the Proposer's firm, local address, telephone number, name of contact person, size of the firm, and date of submission.

**B. Table of Contents**

Include a clear identification of the material by section and by page number.

**C. Letter of Transmittal**

1. Briefly state the Proposer's understanding of the work to be done and make a positive commitment to perform the work within the specified time period.
2. State the names of the persons who will be authorized to make representations for the firm, their titles, addresses, and telephone numbers.
3. State that the person signing the letter will be authorized to bind the firm.

**D. Profile of the Proposer**

1. State whether the individual and/or law firm is local, regional, national or international.



2. State the location of the office which will provide the personnel responsible for performing the services and the number of persons employed at that office.
3. Describe the range of legal services relative to this RFQ performed by the local office.
4. List which of the three scopes in Exhibit "A" the individuals and/or law firms will be proposing services for (this may include one or all three scopes).
5. List two (2) references relative to each requested scope, including names, email addresses, and phone numbers.
6. List the individual and/or law firm's professional affiliations.

**E. Summary of the Proposer's Qualifications**

1. State the Proposer's experience in providing legal services for governmental or nonprofit entities.
2. Provide the resumes of all persons expected to provide legal or paralegal services to the HLB, including relevant experience and continuing education for each person to be assigned to the HLB for this engagement. Resumes may be included as an appendix to the proposal.
3. Describe any recent engagement of legal services provided by your local or regional office that is most similar to the type being requested under the three (3) Scopes of Services listed in Exhibit "A".

**F. Compensation**

Provide a detailed fee structure that includes a list of the hourly rates for each required attorney and staff person who will perform any work within the Scope of Services applied for. Innovation in approach and fee structure, including discounted rates for non-profits, is encouraged.





**G. Diversity Plan**

Describe the Proposer's policies currently employed to achieve ethnic and gender diversity in the workplace and its plan to utilize Minority and Women-Owned businesses to perform portions of the work.

**H. Conflict of Interest**

Proposer's must (i) confirm that, based on their current best knowledge, there are no actual, potential or perceived conflicts of interest involved in rendering services for the HLB, and (ii) set out their policy on dealing with conflict of interest should these arise.

**VII.**

**INSURANCE REQUIREMENTS**

Prior to the commencement of any work awarded under this RFQ, the successful Proposer shall furnish the HLB with copies of original completed Certificates of Insurance and endorsements, as requested by the HLB. At a minimum, the successful Proposer shall provide evidence of the statutory amounts of Workers' Compensation coverage and no less than \$1,000,000 per occurrence of General Liability Insurance. All original Certificates shall be prepared by a properly-licensed Texas insurance agent and be signed by a person authorized by the insurer to bind coverage on its behalf. All such policies shall name, by endorsement, the HLB, its officers, officials, agents, employees and volunteers as additional insured by endorsement in respect to all operations and activities of, or on behalf of, the named insured then performing work under contract with the HLB, with the exception of any Workers' Compensation and Professional Liability policies. Each policy must contain an endorsement to the effect that the issuer waives any claim or right in the nature of subrogation to recover any amount of monetary damages from the HLB, its officers, officials, agents, employees or volunteers.



**VIII.**  
**SUBMISSION OF QUALIFICATIONS**

Proposers must pay the \$100 application fee and submit this RFQ to the HLB no later than 5:00 p.m. on October 25, 2024, via the [Submittal Portal](#). Please address all questions to [procurements@houstonlandbank.org](mailto:procurements@houstonlandbank.org). Questions will be accepted until 5 p.m. October 18, 2024. Please note that all questions received and the HLB responses will be posted online at [www.houstonlandbank.org/resources](http://www.houstonlandbank.org/resources).

The HLB will not be responsible in the event of electronic submission failure by the submitter or any other system that fails to deliver any proposals to this RFQ to the HLB by the given deadline set out above. The HLB is not responsible for any costs incurred in responding to this request.

**IX.**  
**AWARD**

Upon conclusion of the selection process, the HLB will notify all Proposers in writing as to whether they have been selected for inclusion as a Pre-Qualified Proposer. The Proposers selected for the inclusion are expected to (i) acknowledge their appointment as a Pre-Qualified Proposer by counter-signing and promptly returning a copy of the letter of notice; (ii) enter into a Long Term Agreement with the HLB setting out the general terms and conditions that will govern any and all engagements of the Pre-Qualified Proposer by the HLB; and (iii) be able to provide services to the HLB as of the effective date of the Long Term Agreement.

**(Please see Exhibits Attached)**



**EXHIBIT "A"**  
**Scope of Services**

The HLB seeks legal assistance in matters relating Governance, General Counsel/Corporate, Real Estate and Paralegal Support Services. The HLB reserves the right to engage more than one Pre-Qualified Proposer per scope. The HLB invites individuals and/or law firms to submit a proposal to provide the HLB with appropriate legal services, which shall include, but not be limited to:

**1. General Counsel/Corporate:**

- i. Prepare appropriate nonprofit tax, compliance, and corporate filings
- ii. Advise on matters related to procurement, prepare and review requests for qualifications or bid solicitations, and negotiate and prepare appropriate contracts
- iii. Assist the HLB in obtaining available funding which aligns with its non-profit mission
- iv. Negotiate and draft government contracts and agreements
- v. Research and advise on corporate compliance and risk management
- vi. Assist in development of the HLB Policies and Procedures
- vii. Advise on employment matters relating to independent contractors and human resources

**2. Governance:**

- i. Serve as general counsel to the Board of Directors of the HLB
- ii. Develop agendas and attend meetings for the Board of Directors and committees
- iii. Prepare minutes and appropriate corporate resolutions and memoranda
- iv. Advise on open meeting issues
- v. Provide counsel and facilitate Public Information Act requests
- vi. Advise on matters related to conflicts of interests with Staff, Independent Contractors, and the Board of Directors



vii. Conduct annual requisite trainings

**3. Real Estate:**

- i. Advise on matters regarding general real estate, tax foreclosure, and title insurance issues
- ii. Oversee development of acquired properties in accordance with the HLB's purposes
- iii. Handle construction, breach of contract or other real estate litigation
- iv. Negotiate and prepare appropriate deeds, contracts and closing documents related to affordable housing land acquisition/disposition and development
- v. Perform title curative work
- vi. Advise on affordable housing contract and oversight/compliance matters

**4. Paralegal Support Services:**

- i. Provide assistance with document preparation relating to a variety of real estate, loan and construction matters, based on review by attorney, including but not limited to agreements, leases, loan documents, escrow instructions, deeds, easements, affidavits, etc. and other standard real estate documents.
- ii. Proofreading legal documents to ensure accuracy and consistency
- iii. Analyzing and summarizing documents for review by attorney
- iv. Communicate with builders, community partners, homeowners/buyers, staff and other interested parties on status, request for additional information and any other needed communication.
- v. Attend various HLB meetings, including but not limited to HLB Board meetings, to take meeting minutes and generate various reports for public transparency.
- vi. Completing various additional paralegal support services as needed



## **EXHIBIT "B"**

### **CERTIFICATION REGARDING NO OFFER OF PECUNIARY BENEFIT**

The undersigned Proposer, by signing and executing this proposal, certifies and represents to the HLB that it has not offered, conferred or agreed to confer any pecuniary benefit, as defined in the Texas Penal Code, or any other thing of value as consideration for the receipt of information or any special treatment or advantage relating to this proposal. The Proposer also certifies and represents that it has not offered, conferred or agreed to confer any pecuniary benefit or other thing of value as consideration for the recipient's decision, opinion, recommendation, vote or other exercise of discretion concerning this proposal. The Proposer certifies and represents that it has neither coerced nor attempted to influence the exercise of discretion by any officer, trustee, agent or employee of the HLB concerning this proposal on the basis of any consideration not authorized by law. The Proposer also certifies and represents that it has not received any information not available to other Proposers so as to give the undersigned a preferential advantage with respect to this proposal. The Proposer further certifies and represents that it has not violated any state, federal, or local law, regulation or ordinance relating to bribery, improper influence, collusion or the like and that it will not in the future offer, confer, or agree to confer any pecuniary benefit or other thing of value of any officer, trustee, agent or employee of the HLB in return for the person having exercised his or her official discretion, power or duty with respect to this proposal. The Proposer certifies and represents that it has not now and will not in the future offer, confer, or agree to confer a pecuniary benefit or other thing of value to any officer, trustee, agent, or employee of the HLB in connection with information regarding this proposal, the submission of this proposal, the award of this proposal, or the performance of any work awarded pursuant to this proposal.



The Proposer shall defend, indemnify, and hold harmless the HLB, all of its officers, agents and employees from and against all claims, actions, suits, demands, proceedings, costs, damages, and liabilities, arising out of, connected with, or resulting from, any acts or omissions of contractor or any agent, employee, subcontractor, or supplier of contractor in the execution or performance of the work awarded under this RFQ.

I have read all of the specifications and general proposal requirements and do hereby certify that all items submitted meet specifications.

COMPANY: \_\_\_\_\_

AGENT'S NAME: \_\_\_\_\_

AGENT'S SIGNATURE: \_\_\_\_\_

ADDRESS: \_\_\_\_\_

CITY: \_\_\_\_\_

STATE: \_\_\_\_\_

ZIP CODE: \_\_\_\_\_

TELEPHONE: \_\_\_\_\_

TELEFAX: \_\_\_\_\_

FEDERAL ID#: \_\_\_\_\_

AND/OR SOCIAL SECURITY #: \_\_\_\_\_

DEVIATIONS FROM SPECIFICATIONS IF ANY:

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**EXHIBIT "C"**  
**CERTIFICATION REGARDING DEBARMENT, SUSPENSION, AND OTHER MATTERS**

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

The Proposer certifies, to the best of its knowledge and belief, that it and its principals:

- A.** Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any federal, state or local governmental entity.
- B.** Have not within a five-year period preceding this proposal been convicted of a criminal offense, or had a civil judgment rendered against them, for commission of fraud in connection with obtaining, attempting to obtain, or performing work under a public contract; or violation of any Federal or State antitrust statute, or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property;
- C.** Are not presently indicted for, or otherwise criminally or civilly charged by a government entity, with the commission of any of the offenses enumerated in paragraph (b) of this certification; and
- D.** Have not, within a five-year period preceding the date of submission of this proposal, had one or more public contracts terminated for cause or default.

I understand that a false statement on this certification may be grounds for rejection of this proposal or termination of an award granted under this proposal. In addition, I understand that a false statement may result in criminal penalties, including fines and imprisonment, or both.

\_\_\_\_\_  
Name and Title of Authorized Representative (Typed)

\_\_\_\_\_  
Signature of Authorized Representative

\_\_\_\_\_  
Date

I am unable to certify to the above statements. My explanation is attached.