



Creating and Protecting Ownership and Economic Opportunity

SELF-HELP CLIMATE CAPITAL, LLC

REQUEST FOR PROPOSAL FOR LEGAL SERVICES

January 6, 2025
Legal Services RFP #1

1. GENERAL INFORMATION.

- A. **Opportunity & Overview.** Self-Help Climate Capital, LLC (“Self-Help”) seeks to identify and retain legal services as further described below.

This Request for Proposals (the “RFP”) will remain open until the deadline noted in Section 4D and responses (each a “Proposal”) will be evaluated as set forth in Section 4. For the purposes of this RFP, parties responding to this RFP are referred to as “Proposer” or you.

Potential and actual Proposers may communicate directly with Self-Help prior to Proposal submission and after its evaluation. (Direct communication will be limited while the Proposal is under consideration per Section 5 below.)

Proposals must be submitted electronically in accordance with Section 4 below.

- B. **Background.** Self-Help is a subrecipient of an award under the Environmental Protection Agency’s (“EPA”) National Clean Investment Fund (“NCIF”) grant competition of the Greenhouse Gas Reduction Fund (“GGRF”).

The NCIF is a provision of the Inflation Reduction Act focused on ensuring the clean energy transition brings direct, tangible benefits to all Americans, with a focus on low-income and disadvantaged communities. It has three program objectives: 1) reduce greenhouse gas emissions and other forms of air pollutants, 2) bring direct benefits to American communities in the form of energy security, energy savings, cleaner air, and quality jobs, and 3) transform the capital markets so they can drive an equitable clean energy transition at scale.

Self-Help is a coalition partner of Climate United Fund (“CUF”), the 501(c)(3) awardee under NCIF. Self-Help is wholly owned by Self-Help Ventures Fund, a 501(c)(3) nonprofit organization that is a certified community development financial institution.

To learn more about the Climate United coalition and approach, please visit www.weareclimateunited.org.

- C. **Purpose.** Self-Help seeks legal counsel who can support Self-Help with corporate governance, government contracting, federal regulatory advice and counsel, tax matters, financing transactions, general compliance and risk management, counsel and representation in connection with reviews, audits, or investigations in connection with an NCIF grant award.

Self-Help expects to use proceeds from NCIF (through its subaward from CUF) to pay for all or a portion of the legal services and related fees in accordance with any terms of such subaward. Self-Help will procure legal services in adherence with the requirements set forth in 2 CFR § 200.317 *et seq.*; EPA's Best Practice Guide for Procuring Services, Supplies, and Equipment; and all other applicable requirements.

- D. **Limitation.** Self-Help reserves the right to (a) reject any or all Proposals without explanation, (b) waive technicalities or irregularities, (c) request additional information from any Proposer (including a list of client references), (d) withdraw or revise this RFP at any time, (e) make such selection deemed in its best interest (in Self-Help's sole and exclusive discretion), and/or (f) enter into due diligence discussions with multiple successful Proposers. Upon completion of due diligence review, Self-Help may negotiate individual contracts with certain selected Proposers following counterparty review and based on program fit, not necessarily the lowest pricing.

The issuance of this RFP does not commit Self-Help to participate in any transaction, proceed to negotiate any terms or definitive documentation, pay any costs incurred in preparing a Proposal or to procure or contract for services or supplies. The selection of your Proposal under this RFP does not commit Self-Help to enter into an agreement or conduct or expand business with any Proposer even if all the requirements are met.

Self-Help anticipates beginning receipt of services upon completion of the RFP process and execution of a written agreement between Self-Help and successful Proposer.

2. **SCOPE OF SERVICES.** The selected Proposer will provide Self-Help with the following services as needed:

- Advice, services, and consultation regarding federal, state, and local laws regarding corporate and nonprofit governance matters
- Advice, services, and consultation regarding taxation matters, including tax advice regarding compliance with tax credits related to the NCIF, tax-exempt organizations laws and related regulations
- Review and/or drafting of corporate governance documents, such as Bylaws, committee charters, policies, and other governance documentation
- Training for staff and board members regarding compliance with corporate and nonprofit governance laws, policies, and other requirements
- Advice, services, and consultation regarding financing transactions, including drafting and negotiating transaction documents, conducting due diligence, and related activities
- Advice, services, and consultation regarding agency or congressional oversight and any related inquiries or investigations

The Proposer must be prepared to submit detailed billing statements for all services billed at an hourly rate, if any, broken down into time increments of no more than a tenth of an hour. The Proposer must also include summaries of work performed and time spent on services performed.

3. **PROPOSAL CONTENTS.** The Proposer in its proposal shall clearly and concisely respond to each of the following (referencing the appropriate A-I sub-sections). Failure to respond to a topic may render the Proposal incomplete and Self-Help reserves the right, in its sole discretion, to either contact Proposer to request supplementation of the Proposal or refuse to consider or evaluate the incomplete proposal.

A. **Experience.** The Proposer should concisely describe its qualifications and experience related to the areas outlined in the Scope of Services above and in sub-section C. Qualifications below.

B. **Organization, Size, Structure, and Areas of Practice.** The Proposer should describe its firm in terms of the following:

1. Overall size and number of attorneys specializing in each relevant area of expertise
2. Relevant office locations
3. Your firm's capacity to step in to assist Self-Help with legal needs in a timely manner
4. Diversity metrics (broken out by Equity Partner, Non-Equity Partner and Associate)
 - a. Male/Female
 - b. Race and Ethnicity
 - c. LGBTQ+
5. Indicate if your firm qualifies as a Disadvantaged Business Enterprise (DBE) (as defined in 40 CFR § 33.103)
6. Indicate if your firm qualifies as a Women's Business Enterprise (as defined in 13 C.F.R §§ 127.100) or a Minority-owned Business
7. Percentage of lawyers engaged in pro bono work (broken out by Partner/Associate)
8. A representative list of the firm's major clients or clients for whom the firm provides similar services sought under this RFP, including without limitation community development financial institutions (CDFIs)
9. Any other factors or information you think would be important for Self-Help to consider

Please include a copy of your Equal Opportunity/Affirmative Action Policy and DEI statement, if available. Self-Help encourages the participation of businesses owned by people of color, women, and persons with disabilities in the implementation and execution of all projects, either on a direct basis or through sub-contracting efforts.

Please confirm whether you are aware of any actual or apparent conflict of interest arising from this proposed engagement (including any conflicts described in 2 CFR § 200.318(c)).

C. **Attorney Qualifications.** Proposer must provide a description of the qualifications of attorneys to be assigned to the representation. Include resumes only of attorneys who will actually be assigned to the representation.

Descriptions should include:

1. Professional and educational background of each attorney.
 2. Years and jurisdictions of admission to practice.
 3. Areas of specialization and number of years engaged in relevant area of law relevant to the scope of work in this RFP.
 4. Specific prior experience of the individual attorneys with respect to the scope of work in this RFP.
 5. Diversity of the proposed team.
 6. What pro bono clients each attorney has represented, or other community service performed by each attorney.
- D. **Pricing.** The Proposer's proposed price should include information on the hourly billing rates of each attorney or other legal staff who are expected to work on this representation and charges for expenses or pass-through costs, if any, such as legal research, copies, and electronic communication. Self-Help strongly encourages alternative fee proposals including those incorporating fixed fees. Self-Help will also consider other fee arrangements including discounted hourly rates or blended rates
- E. **Data and Information Security; History of Breaches.** The Proposer should disclose and concisely describe its data and information security policies and procedures to protect client information. If the Proposer has suffered any known attacks, intrusions, or breaches, please describe the event and the organization's response and remedial actions taken. Please include a copy of your Data Privacy and Cybersecurity Policy.
- F. **Insurance.** Describe the levels of coverage for legal malpractice insurance, professional liability insurance, cyber insurance, and any other relevant insurance your firm maintains.
- G. **Debarment or Suspension.** Confirm that neither your firm nor any individual who will be acting as a Principal on any contract entered as a result of the RFP has been debarred or suspended from, or is ineligible for participation in, any Federal assistance program. EPA's definition of Principal can be found at 2CFR 1532.995.
- H. **Contact Information.** The Proposer should include the name, title, mailing address, email address, and telephone number for the primary point of contact of the Proposer.
- I. **Proposal Attestations and Attachments.** All responses must be signed by an individual authorized to legally represent the organization, and must include the following attachments:
1. Attachment A – Certification of Diligence, Accuracy, and Completeness
 2. Attachment B – Certificate of Independent Price Determination
 3. Attachment C – Byrd Anti-Lobbying Certification

For all signatures, please use an electronic image of a wet signature (e.g. a scanned pdf) or a digital signature.

4. PROPOSAL EVALUATION

- A. **Submission of Proposals.** You must submit any proposal, including all supporting documentation, electronically in a single PDF of 30 pages or less, via email to NCIFProcurement@self-help.org.

Self-Help is not responsible for electronic files that cannot be opened or corrupted files. If files cannot be opened, Self-Help reserves the right (but does not have the obligation) to contact the Proposer and take reasonable measures to receive an openable file. Submissions must not be password protected or have any type of restriction applied to the file or contents. By submitting information, the Proposer represents that they have read and clearly understand this RFP and are capable of providing the required services.

All costs incurred in the preparation of a proposal responding to this RFP and/or participating in any interview process will be the responsibility of the Proposer and will not be reimbursed.

- B. **Evaluation Procedure and Criteria.** Self-Help will review proposals against initial criteria, including:

a. First-tier evaluation metrics:

- Responsiveness to RFP,
- Prior relevant experience,
- Capacity to provide legal services as needed,
- Depth and breadth of team experience,
- Price reasonableness (including compliance with 2 CFR § 200.459).

b. Second-tier evaluation metrics

- Proposed approach to the scope of work,
- DBE status and diversity of proposed team,
- Interviews (if conducted),
- Potential reference checks following interviews, and
- Publicly available information and Reputational Risk.

Self-Help will review all Proposals based on first-tier evaluation metrics, and based on that review, may select a smaller number of Proposals for second-tier evaluation metrics. Any evaluation or scoring of first-tier or second-tier evaluation metrics is subject to correction upon discovery or disclosure of additional or clarifying information.

All Proposals must comply with all EPA procurement rules and guidelines. All responses must be presented economically and efficiently. Superfluous information and documentation may be cause for a reduction in scoring. Self-Help may request additional due diligence materials and interviews with the Proposer as part of the selection process. Self-Help's decision regarding this RFP will be final and not subject to review.

- C. **Terms of Engagement.** Self-Help intends for this RFP to result in the selected Proposer(s) executing a written agreement with Self-Help, which will enable Self-Help to initiate distinct matters for representation. Proposers must be amenable to including in an agreement any information provided in its response to this RFP or developed subsequently during the selection

process.

Any such agreements with the selected Proposer will (a) be contract agreements, not subrecipient agreements, (b) comply with the requirements set forth in Appendix II to 2 CFR Part 200 – Contract Provisions for Non-Federal Entity Contracts under Federal Awards (2 CFR § 200.327) and in Appendix A to 40 CFR Part 33 (40 CFR § 33.106), as applicable, and (c) be for a term of one year, with option for renewal for up to an additional five individual years, or as otherwise mutually agreed.

The selected Proposer agrees to be bound by all applicable Federal, state, and local laws, regulations, and directives in the performance of such agreement.

Proposers acknowledge that this RFP is issued in connection with the EPA’s NCIF grant competition of the GGRF and will be supported by Federal funds. Selected Proposer(s) agrees to be bound by all applicable federal, state, and local laws, regulations, and any and all EPA required terms and conditions incorporated into any agreement(s) executed between Proposer and Self-Help.

- D. **Timeline.** Self-Help expects to follow the timeline set forth below with respect to this RFP; provided, however, that Self-Help may extend (but not shorten) in its sole discretion any or all of the timelines set forth below:

RFP Process and Schedule	
Milestone	Date
Release of RFP	January 6, 2025
Proposer Questions Due to Self-Help	Midnight ET on January 20, 2025
Self-Help answers all Proposer Questions	January 24, 2025
RFP Proposals Due to Self-Help	5 P.M. ET on February 7, 2025

5. QUESTIONS AND CONTACT INFORMATION

Please submit any questions concerning this RFP per the timeline specified in Section 4D to NCIFProcurement@self-help.org.

Direct communication about the content of this RFP will be limited. Self-Help will entertain written questions from potential Proposers submitted via the above email address. If appropriate, and for clear and consistent communication, the question (without identification of the questioner) and its answer will be posted to the FAQ on our website here: <https://www.self-help.org/who-we-are/resources/current-proposal-requests>

Self-Help reserves the right not to respond to all questions. Each Proposer is responsible for requesting further explanation, if they do not fully understand or believe the information contained herein could be interpreted in more than one way.

Self-Help looks forward to receiving your Proposal.

ATTACHMENT A - CERTIFICATION OF DILIGENCE, ACCURACY, AND COMPLETENESS

CERTIFICATION OF DILIGENCE, ACCURACY, AND COMPLETENESS

On behalf of _____,
(Name of Organization)

I, _____, hereby certify that I have exercised due
(Your Full Name)
diligence in the preparation of the response to this Request for Proposal (RFP). My certifications with regard to the Proposal include and incorporate all of the Attachments thereto.

To the best of my knowledge and belief:

- i. The information provided in the Proposal is accurate and reflects the current state of our capabilities, qualifications, and offerings.
- ii. I have thoroughly reviewed and ensured the completeness of all required documents, including attachments and supporting materials.
- iii. All statements made in the Proposal are truthful, and there is no intent to deceive or mislead the requesting entity.
- iv. The Proposal complies with all guidelines, specifications, and requirements outlined in this RFP documentation.
- v. I have authority to sign on behalf of and bind the above-named organization.

I understand the importance of the accuracy and completeness of this submission, and I am committed to providing any additional information or clarification if requested.

Name of Organization: _____

Signature: _____

Name: _____

Title: _____

Date: _____

SIGN AND RETURN THIS FORM WITH YOUR PROPOSAL SUBMISSION

ATTACHMENT B - CERTIFICATE OF INDEPENDENT PRICE DETERMINATION¹

CERTIFICATE OF INDEPENDENT PRICE DETERMINATION

On behalf of _____,
(Name of Organization)

I, _____, hereby certify, under penalty of perjury and to
(Your Full Name)
the best of my knowledge and belief, that:

The prices stated in our Proposal submitted in response to the Request for Proposal (RFP) are arrived at independently, without collusion, consultation, communication, or agreement with any other competitor or potential competitor. Any non-public pricing information in this Proposal has not been and will not be knowingly disclosed by us, directly or indirectly, to any other competitor contract award unless otherwise required by law.

No attempt has been made or will be made by us to induce any other organization or individual to submit or not to submit a Proposal for the purpose of restricting competition.

The prices quoted are based solely on our independent judgment and analysis of the requirements specified in the RFP.

We have not received any information from the requesting entity that would affect the prices quoted in our Proposal.

We are not aware of any actions or omissions that would impair the fairness of the competition or the integrity of the procurement process.

I understand the gravity of this certification and acknowledge that any false statement may lead to disqualification from consideration and potential legal consequences. I am responsible for determining the prices being offered in this RFP response, and I have not participated and will not participate in any action contrary to the certifications set forth above.

Name of Organization: _____

Signature: _____

Name: _____

Title: _____

Date: _____

SIGN AND RETURN THIS FORM WITH YOUR PROPOSAL SUBMISSION

¹ 48 CFR § 52.203-2.

ATTACHMENT C - BYRD ANTI-LOBBYING CERTIFICATION²

The undersigned certifies, to the best of his or her knowledge and belief, that:

1. No Federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.
2. If any funds other than Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit Standard Form-LLL, "Disclosure of Lobbying Activities", in accordance with its instructions.
3. The undersigned shall require that the language of this certification be included in the award documents of all sub-awards at all tiers (including subcontracts, sub-grants, and contracts under grants, loans, and cooperative agreements) and that all sub-recipients shall certify and disclose accordingly. This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by section 1352, title 31, U.S. Code. Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

The responding organization listed below certifies or affirms the truthfulness and accuracy of each statement of its certification and disclosure, if any. In addition, the responding organization understands and agrees that the provisions of 31 U.S.C. Chap. 38, Administrative Remedies for False Claims and Statements, apply to this certification and disclosure, if any.

Solicitation Name: **Legal Services RFP #1**

Name of Organization: _____

Signature: _____

Name: _____

Title: _____

Date: _____

SIGN AND RETURN THIS FORM WITH YOUR PROPOSAL SUBMISSION

² Source: <https://www.state.gov/key-topics-bureau-of-democracy-human-rights-and-labor/lobbying-disclosure-and-certification/>.

END OF DOCUMENT