



REQUEST FOR QUALIFICATIONS
RFQ: FY 2025-02 -Legal Services

PROPOSAL DUE DATE:
March 14, 2025
5:00 PM E.S.T.

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PART 1 – INTRODUCTION

1.1 GENERAL

Beaufort Housing Authority (BHA) is seeking Statements of Qualifications from a qualified attorney or a legal firm licensed to practice in the State of South Carolina with experience providing legal services for public housing repositioning, including the removal of housing from the public housing program under Section 18 and/or conversion to a Rental Assistance Demonstration (RAD) platform under the U.S. Department of Housing and Urban Development (HUD), which may involve RAD/Section 18 Small PHA Blends, low-income housing tax credits (LIHTC), tax exempt bonds (TEB), and other public and private funding mechanisms, together with all the various legal issues and closing transactions associated therewith. The selected respondent will provide legal services for up to five (5) years and will encompass projects of the BHA involved in Rental Assistance Demonstration, Section 18 Demolition and Disposition, low-income housing tax credits (LIHTC), tax exempt bond (TEB), and mixed finance initiatives.

1.2 BACKGROUND

Beaufort Housing Authority- The Beaufort Housing Authority is a public entity that was formed in 1968 to provide federally subsidized housing and housing assistance to low-income families, within Beaufort County, SC. The Agency is headed by an Executive Director (ED) and is governed by a seven-person board of commissioners and is subject to the requirements of Title 24 of the Code of Federal Regulations (hereinafter, “CFR”) and the Agency’s procurement policy. Though brought into existence by a Resolution of the City of Beaufort, it is a separate entity from the City and County.

Currently, the Agency owns and/or manages: (a) 7 developments totaling 293 units of HUD Public Housing; and (b) 647 Housing Choice Vouchers which includes 28 Veterans Affairs Supportive Housing Vouchers (VASH); (c) A non-profit affiliate Lowcountry Housing and Redevelopment Corporation (LHRC) consisting of 30 units of affordable housing and (d) 13 single-family Neighborhood Stabilization Program (NSP) homes. The Agency currently has approximately 18 employees.

A seven-person Board of Commissioners authorized by laws of the State of South Carolina is responsible for the development of housing policy and the authorization of expenditures.

BHA is under an Annual Contributions Contract (ACC) with the U.S. Department of Housing and Urban Development (HUD) and must follow all federal law and regulations applicable to the HUD Programs operated by BHA. BHA is also subject to all applicable South Carolina State and local governmental laws and regulations.

PART II – STATEMENT OF WORK

2.1 SCOPE OF SERVICES

The Beaufort Housing Authority requests proposals from a qualified attorney or a legal firm to assist in all legal aspects associated with the repositioning process. Legal services under the contract which BHA shall be entered into by and between BHA and the successful Respondent shall include, but not limited to, the following services:

- As requested by BHA, draft necessary documents in respect to the Section 18, RAD/Section 18 Blend, and/or Tax Credits transactions (e.g., Sponsor Loan documents, Ground Lease, Declaration of Restricted Covenants, HAP contracts and Project-Based Voucher and/or Rental Assistance documents);
- Draft, negotiation and evaluation of agreements (e.g., Master Development Agreement with co-development partner, financing agreements, Limited Partnership and/or Operating Agreements, Payment in Lieu of Taxes, and Property Management Agreement). Analyze documents and convey any legal or financial implications of BHA or its affiliates. Provide comments and assist BHA in protecting its interests and resources;
- Advise BHA on local, state and federal statutory and regulatory matters relative to implementation of the repositioning project;
- Advise BHA on whether its nonprofit organizations are suitable to be used in repositioning; if not, assist BHA in creating the appropriate entities to facilitate the repositioning transactions;
- Provide comprehensive representation of the BHA in negotiations with co-developer partners, HUD, investors, lenders and other agencies as necessary);
- Represent the BHA in connection with tax credit syndication and issuance of tax-exempt bonds;
- Represent BHA relative to all financing associated with the repositioning project;
- Legal advice and assistance in creating appropriate legal entities and affiliates or subsidiaries of BHA or its non-profits, if necessary;
- Legal advice and written opinions as it pertains to conversion from public housing to Section 8 through RAD and/or Section 18;
- Participate in necessary meetings with the development team, Board of Commissioners, consultants, equity providers, lenders, or HUD, as necessary;
- Prepare and negotiate documents required for the closing of Section 18 dispositions and/or RAD/Section 18 conversions, LIHTCs, and/or TEBs. Coordinate with the development team for edits and submission;
- Assist with post-closing and RCC uploads to RAD Resource Desk.

2.2 FIRM QUALIFICATIONS

The Respondent should have demonstrated experience negotiating agreements among public housing authorities, their development partners, funders, and other third parties. In addition to

experience with the interaction of housing authorities with the U.S. Department of Housing and Urban Development (HUD) and State of South Carolina agencies, as well as with regulations and requirements relating to affordable housing development. The Respondent must demonstrate experience with the legal requirements related to RAD financing, the use of Low-Income Housing Tax Credits (LIHTC), tax-exempt debt financing, supportive housing, HOME, Federal Home Loan Bank, South Carolina State Housing Finance and Development Authority (SC Housing) programs, project-based voucher and/or rental assistance, and other public and private funding mechanisms. The selected Respondent must have at a minimum, qualifications and experience necessary to perform the scope of work as described as follows:

1. Extensive experience in the closing of complex real estate transactions including 9% and 4% Low Income Housing Tax Credits, Tax Exempt Bond Financing, Tax Exempt housing Program; National Housing Trust Fund Program; the Rental Assistance Demonstration Program; HUD Mixed Finance Program; and other State and Local “soft” financing programs.
2. A minimum of ten (10) years of experience representing public and governmental entities, particularly a Public Housing Authority in the State of South Carolina.
3. Knowledge and experience to represent BHA’s interest in drafting and negotiating a master development agreement with BHA’s preferred co-development partner.
4. Significant experience and the completion of closing at least five (5) transactions related to Section 18 and/or conversion to a Rental Assistance Demonstration (RAD) platform under the U.S. Department of Housing and Urban Development (HUD), which may involve RAD/Section 18 Small PHA Blends, low-income housing tax credits (LIHTC), and tax-exempt bonds (TEB), and other public and private funding mechanisms.
5. Broad knowledge of South Carolina State Code of Laws impacting the operations of a Public Housing Authority including the South Carolina Public Housing Authority Law; South Carolina Assessment of Property Tax Law; and all other related State of South Carolina laws. Familiarity with public housing and affordable housing development legal issues including the governing Federal Public Housing Code and related HUD regulations.
6. Practical knowledge and experience working with HUD regulations, requirements, law and related procedures; knowledge of various housing programs of the U.S. Department of Housing and Urban Development (HUD) with particular emphasis on Public Housing disposition, demolition and conversion.
7. Strong analytical and interpretive skills, as well as verbal and written communication expertise, particularly with regard to housing and urban development matters; and experience in applying same.
8. Skills, capabilities, capacity and work experience of a demonstrated level that would assure completion of the scope of work in a timely and satisfactory manner. Demonstrated client-centered approach that prioritizes responsiveness and efficiency.

9. All necessary and/or required licenses, registrations, and certifications; and certification that the firm/individual is not debarred and has all necessary and/or required insurance coverage in effect. Must be in good standing with the State of South Carolina and HUD.
10. Confirmation the attorney or legal firm consistently runs conflict checks and is free from potential conflicting interests from business foreseeably conducted by the attorney or legal firm.

PART III – SPECIAL CONDITIONS

3.1 CONTRACT TERM

The successful Respondent(s) shall be expected to execute a standard professional service contract with Beaufort Housing Authority. The term of the contract shall be effective when executed by BHA and shall continue for up to five (5) years (specific dates to be identified in contract negotiations), unless sooner terminated in accordance with the contract. Contract negotiations and renewals will be discussed upon selection of the firm(s) under this solicitation.

The contract with the selected legal firm(s) will include a ninety (90) day term extension at the existing billing rates after contract expiration (if convenient to BHA). This extension may be necessary if the current legal firm is not selected for the next legal services contract.

3.2 STANDARDS OF CONDUCT

The successful Respondent shall be responsible for maintaining satisfactory standards of employees' competency, conduct, courtesy, appearance, honesty, and integrity and shall be responsible for taking such disciplinary action with respect to any employee, as may be necessary.

3.3 SECTION 3 AND MINORITY/WOMEN BUSINESS PARTICIPATION

The attorney or law firm awarded the contract agree to use best efforts to subcontract and employ Section 3 and minority business enterprises and/or women business enterprises, certified as such or recognized by Beaufort Housing Authority as such. BHA is an equal opportunity employer and requires all of its contractors to comply with policies and regulations concerning equal employment opportunity. Beaufort Housing Authority has a goal of 30% for Section 3 and MBE/WBE participation.

PART IV – SUBMISSION REQUIREMENTS

4.1 GENERAL CONDITIONS

The RFQ will be available on Beaufort Housing Authority's website <https://www.beaufortha.com> on the HOME Page under About US/Procurement.

All addenda and responses to written questions will be posted on the website. It is the respondents' responsibility to check the website for addenda changes and written question responses.

All proposals must conform to requirements outlined herein. BHA reserves the option to require or to request additional information from selected candidates. There may be subsequent instructions, if any, issued to the selected candidates.

The successful Respondent will be expected to execute a standard professional service contract with Beaufort Housing Authority based on the proposal submitted and the requirements of this RFQ and any future addenda thereto.

Any amendment or addenda may be issued prior to the opening of proposals for the purpose of changing or clarifying the intent of this RFQ. All amendments or addenda shall be binding in the same way as if originally written in this RFQ.

The Respondent(s) shall identify any conflicts of interest which may arise if the Respondent(s) serve as Beaufort Housing Authority's counsel and shall describe how it proposes to avoid such conflicts. The contract will require the Respondent(s) to notify BHA immediately of any potential conflicts of interest and to undertake immediate action to eliminate the source of the potential conflict. Beaufort Housing Authority will reserve the right to make the Respondent(s) aware of situations which may present a conflict of interest and require the Respondent(s) to promptly remedy the situation to the satisfaction of Beaufort Housing Authority.

Respondents shall be responsible for informing themselves with respect to all conditions, which might in any way affect the cost or performance of any of the work. Failure to do so shall be at the sole risk of the Respondent(s) and no relief shall be given for errors or omissions by the Respondent(s). An authorized representative of the Respondent(s) must sign proposals.

This RFQ does not represent a commitment or offer by BHA to enter into contract, or other agreement with Respondent. The proposal and any information made a part of the proposal will become a part of Beaufort Housing Authority's official files without any obligation on BHA's part to return it to the individual proposer. This RFQ and the selected firm's proposal will, by reference, become a part of any formal agreement between the firm and BHA resulting from this solicitation. BHA reserves the right to waive any irregularities or formalities in any or all proposals. Failure to furnish all information requested may disqualify a respondent.

The U.S. Department of HUD, the US Government Accounting Office, the State of South Carolina,

any duly authorized representatives of each, shall have access to, and the right to examine any and all pertinent books, records, documents, invoices, papers, and the like, of the firm, which shall relate to the performance of the services provided.

The Respondent(s) shall not collude in any manner or engage in any practices with any other Respondent, which may restrict or eliminate competition. Violations of this instruction will cause the proposal to be rejected. This prohibition is not intended to preclude joint ventures or subcontracts.

4.2 PROPOSAL REQUIREMENTS

The following is a description of the minimum information which must be supplied in your proposal. You may give supplementary facts or other materials that you consider may be of assistance in the evaluation.

A. Executive Summary

Provide a brief summary of your firm's approach to the work associated with the requested services, demonstrate an understanding of the scope of services required, and approaches to be utilized in performing these services.

B. Experience

Describe how long the Attorney or Law Firm has been in business and current structure. Provide any other names under which the firm has done business and the dates and locations at which it operated under each name. Describe the experience of the Respondent conducting comparable services during the most recent five-year period similar in scope to the services required by Beaufort Housing Authority. Provide a list of companies or governmental agencies or organizations to which your firm is currently providing services. If this does not include at least three entities, then provide the names of the entities for which similar services have been provided.

For each client entity include:

- The term (beginning and ending dates) of your contract agreement(s)
- A brief description of the scope of work
- The name and contact information of the individual that administered your contract(s)
- Explain the roles performed by the proposer for the client entity

If the proposal includes subcontractors with other legal firms, provide the same information for each firm serving as subcontractor in the proposal.

C. Qualifications

Provide the qualifications and experience the firm has in providing services outlined in the Scope of Services. Describe a minimum of five closed transactions related to Section 18 and/or conversion to a Rental Assistance Demonstration (RAD) platform under the U.S. Department of

Housing and Urban Development (HUD), which may involve RAD/Section 18 Small PHA Blends, low-income housing tax credits (LIHTC), and tax-exempt bonds (TEB), and other public and private funding mechanisms.

List all key members of the firm who will be committed to this contract. Indicate the level of effort and function of each member of the firm toward the execution of this contract. Prepare an organizational structure to show how the key members will be involved and include resumes for these individuals.

D. Affirmative Action Plans

Explain method and procedures that your firm will use to achieve meaningful Section 3, Minority and Women Business participation in the contract.

E. Cost

Provide hourly billing rates and/or legal flat fees for services. Provide the structure of rates and/or fees for partners, associates, paralegals, couriers, etc. Selected proposer(s) must be capable of tracking and billing (invoicing) all work hours and materials (if reimbursable) by specific program or funding source as required by Beaufort Housing Authority. Preferred formatting will be agreed upon during contract negotiations.

Costs as described in the following section shall be underwritten by the Authority subject to the approval process described herein in addition to amounts bid on the basis of this specification:

- 1) All reasonable and necessary expenses paid out or incurred on behalf of the Authority in the provision of required services as described such as court costs, witness fees, recording fees, etc., but not including the Attorney's office or overhead expenses.
- 2) All reasonable and necessary expenses for traveling and subsistence in connection with the performance of the duties of said Attorney, outside the area within which the Authority is authorized by law to operate. Such compensation shall be limited to the amount allowed in accordance with the terms of the Authority Travel Policy current at the time the expense is incurred.
- 3) Fees and costs for litigation which, in the agreed opinion of both the Authority and the Attorney, are extraordinary or lengthy and beyond the Scope of Services in this RFQ. In each case, the Attorney shall notify the Authority in writing and the matter will be reviewed. If agreement cannot be reached, the Authority will submit the matter to the Regional Counsel for the Department of Housing and Urban Development, and in the event any such litigation is in the opinion of the Office of the Regional Counsel extraordinary, the Attorney shall, upon written request of the Authority, perform such litigation which for the purpose of this specification, is considered extra services.

In the event the Regional Counsel is of the opinion that such litigation is not extraordinary, it shall so notify the Authority and its Attorney before the opinion and final determination of Regional

Counsel shall be or become binding upon said Authority and its Attorney. Law firms responding to this Request for Proposal shall include as part of their proposal a separate hourly rate to cover special or extraordinary litigation which the Authority from time to time may request of the Attorney. This litigation shall be beyond the scope of Section 2.1 of this RFQ.

Insurance

The successful Respondent shall provide Beaufort Housing Authority with evidence of all appropriate and applicable insurance coverage carried by the firm, including policy coverage periods. Respondents shall furnish BHA with certificates of insurance, showing that the following insurance is in force and will insure all operations under this RFQ.

- **Professional Liability Insurance** – The successful Respondent shall maintain a policy of professional liability insurance in the amount of at least \$2,000,000 per occurrence.
- **Workers' Compensation** in accordance with the State of South Carolina rules and regulations.
- **General Liability Insurance** with a single limit for bodily injury of \$1,000,000 per occurrence and property damage limit of no less than \$1,000,000 per occurrence.
- **Automobile liability** on owned and non-owned motor vehicles used on the site(s) or in connection herewith for a combined single limit of bodily injury and property damage of not less than \$1,000,000 per occurrence.

All insurance shall be carried with companies that are financially responsible and admitted to do business in the State of South Carolina. Respondent shall not permit the insurance policies required to lapse during the period for which the Agreement is in effect. All certificates of insurance shall provide that no coverage may be cancelled or non-renewed by the insurance company until at least thirty days prior written notice.

PART V – PROPOSAL SELECTION

5.1 EVALUATION FACTORS

Selection of a successful Respondent(s) will be the sole discretion of Beaufort Housing Authority. Proposals will be evaluated using the following evaluation criteria. Respondents will be selected based on the highest cumulative score, as provided below. The Authority, however, reserves the right to reject any and all proposals and to waive any informality in proposals received for any reason whatsoever.

EVALUATION CRITERIA Maximum

<i>Legal Counsel</i> Experience working with Governmental and Public agencies, particularly Public Housing Authorities in the State of South Carolina and working knowledge of South Carolina State Law applicable to the operations of Public Housing Authorities.	20
<i>Affordable Housing Development</i> Experience and the volume of closing complex real estate transactions including 9% and 4% Low Income Housing Tax Credits, Section 18 and/or conversion to a Rental Assistance Demonstration (RAD) platform under the U.S. Department of Housing and Urban Development (HUD), which may involve RAD/Section 18 Small PHA Blends, tax-exempt bonds (TEB), HUD Mixed Finance Program, South Carolina State Housing Finance and Development Authority (SC Housing) Programs, and other public, private, and local funding mechanisms.	35
<i>HUD Programs and Regulations</i> Practical knowledge and experience working with HUD regulations, requirements, law and related procedures; knowledge of various housing programs of the U.S. Department of Housing and Urban Development (HUD) with particular emphasis on Public Housing disposition, demolition and conversion. Familiarity with public housing and affordable housing development legal issues including the governing Federal Public Housing Code and related HUD regulations.	30
<i>Costs</i> Competitiveness of hourly rates and/or legal flat fees with firms providing similar or the same services to other Housing Authorities in the State of South Carolina.	10
<i>References</i> Satisfaction of current and previous clients in the same or similar services provided under this solicitation.	5
TOTAL POINTS	100
<i>MBE/Section 3 Bonus Points</i> The Prime Contractor is a Minority, Woman or Section 3 business enterprise.	5
Maximum Possible Points	105

During proposal evaluation, Beaufort Housing Authority reserves the right to call for supplementary information from Respondents and to meet with all or any one of them to clarify points of uncertainty or ambiguity.

If selected, candidates may be requested to attend an interview to discuss the proposed scope of work, including availability of equipment and staffing, accounting and payment procedures, schedules, qualification of subcontractors proposed for portions of the work, and such other items as are directly related to the proposal prior to being awarded the contract.

Interviews and negotiations may be conducted with contractors who have a reasonable chance of being selected for award. After evaluation of the proposal revisions, if any, the contract(s) will be

awarded to the responsible firm whose qualifications, price and other factors considered are advantageous to Beaufort Housing Authority.

5.2 SUBMISSION INSTRUCTIONS

Prospective Respondents desiring any explanation or interpretation of the solicitation must request it by March 7, 2025. Any request for additional information must be submitted electronically to Julie Davis at jdavis@beaufortha.com.

Any information given to a prospective Respondent(s) about this solicitation will be furnished to all other prospective Respondents as a written amendment to the solicitation. All communication for this RFQ shall be in writing via e-mail.

All responses to the RFQ must be submitted electronically on a flash/jump drive in an enclosed sealed envelope and labeled as follows:

LEGAL SERVICES RFQ
Beaufort Housing Authority
Post Office Box 1104
1009 Prince Street
Beaufort, South Carolina 29901
ATTN: Julie Davis

All Proposals are due by 5:00 PM, EST, Friday, March 14, 2025.

Any proposal received after this deadline will not be considered. Beaufort Housing reserves the right to reject any or all proposals with or without cause.

5.3 TIMETABLE

1. RFQ Available: February 27, 2025
2. Deadline for Written Questions: March 7, 2025
3. Response to Written Questions Completed: March 11, 2025
4. Submittals due: March 14, 2025
5. Interviews (if determined by Beaufort Housing Authority) Completed: March 17-18, 2025
6. Recommendation to Board of Commissioners Completed: March 19, 2025
7. Contract(s) to be awarded: March 20, 2025

(Timetable subject to change at the discretion of the Beaufort Housing Authority).

PART VI – FORMS AND ATTACHMENTS

Submit the following Forms and HUD Certifications, which shall constitute a part of the RFQ and any contract. All work will be performed in accordance with professional standards, HUD regulations, requirements and criteria, local codes, regulations, ordinances, and statutes.

- Form HUD-2992: Certification Regarding Debarment and Suspension
- Form HUD-50071: Certification of Payments to Influence Federal Transaction
- Form HUD-5369-B: Instructions to Respondents Non-Construction
- Form HUD-5369-C - Certifications and Representations of Respondents, Non-Construction
- Form HUD-5370-C - General Conditions Non-Construction Contracts
(Provided for informational purposes and does not need to be submitted with the proposal)