

ADMINISTRATIVE OFFICE OF THE COURTS

Legal Services for Implementation of Public Private Partnership Projects, and Long Beach Courthouse Construction and Development

RFP Number: OGC-070710-RB

August 7, 2007

Questions and Answers

Question #1

Based on our experience with P3 projects, we have gotten significant value and increased success in projects that have close collaboration between legal, technical and financial advisors. We would like to know whether the Judicial Council intends to retain financial and technical advisors and, if so, who they are. If they have not yet been identified, we'd like to know the process for their selection, i.e., do you anticipate a parallel procurement process?

Answer: There is a parallel procurement in process for a financial consultant. Please see RFP OCCM-070712-P3C, available on the California Courts Website: <http://www.courtinfo.ca.gov/reference/rfp/pubprivpart-rfp.htm>

Question #2

Has the Judicial Council done any "soft" market testing (i.e., communications with bank contractors or developers) for P3 projects relating to judicial facilities or the Long Beach Courthouse project specifically?

Answer: Yes to both.

Question #3

What type of P3 is being considered? (sale/leaseback, mixed use, trade of real property for other real property, etc.)

Answer: The AOC is considering all of the types mentioned. The financial consultant selected pursuant to RFP OCCM-070712-P3C will work with the AOC and counsel selected pursuant to this RFP to help the judicial branch determine what type of P3 structure is most suitable.

Question #4

What kind of financing is being considered for the Long Beach project? What kind of financing are you interested in for your other projects?

Answer: The financial consultant selected pursuant to RFP OCCM-070712-P3C will work with the AOC and counsel selected pursuant to this RFP to help the judicial branch make these decisions.

Question #5

What do you plan to do with the land the current courthouse stands on?

Answer: See the answer to question 4, above.

Question #6

Have you identified the land where you plan to build the new courthouse?

Answer: No

Question #7

Have you identified a developer and if so who?

Answer: No

Question #8

Is prevailing wage an issue?

Answer: Not to the provision of legal services. The AOC adheres to state prevailing wage laws applicable to construction contracting.

Question #9

Do you have any planning studies we can review?

Answer: A feasibility study is available on the California Courts website:
http://www.courtinfo.ca.gov/programs/occm/documents/final_la_long_beach_pfr_06_20_07.pdf

Question #10

Have you retained a financial consultant and if so, who? Can you release any relevant reports for review?

Answer: See question 1, above.

Question #10

In addition to hourly rates, is there a desire to know about blended rates, volume discount or any other sort of alternative fee arrangements?

Answer: Yes. Please refer to section 6.1, C of the RFP.

Question #11

On pg. 4, 3.1 G, what "Other project-related practice areas" are you interested in knowing more about?

Answer: Please describe any that you, based on your experience handling similar projects, deem relevant to your work or proposal. If the AOC identifies relevant project-related practice areas, in addition to those in the RFP, the AOC may require, in accordance with the RFP, that they become part of the scope of work in any definitive legal services agreement.

Question #12

On page 4, 3.4 F, what other project related activities are you referring to?

Answer: Please describe any that you, based on your experience handling similar projects, deem relevant to your work or proposal. If the AOC identifies relevant project-related activities, in addition to those in the RFP, the AOC may require, in accordance with the RFP, that they become part of the scope of work in any definitive legal services agreement.

Question #13

Does AOC seek guidance concerning whether it may enter into a lease/leaseback arrangement under current law and whether competitive bidding requirements would apply to a transaction in which a private developer is involved?

Answer: This project does not encompass researching the authority of the AOC to lease real property, or developing competitive procurement policies and procedures, except to the extent advice relates to improving or supplementing existing statutes, rules, policies and procedures, and

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practices to accommodate P3 funding processes. The Office of the General Counsel will make available to counsel selected pursuant to this RFP its existing, privileged research materials and opinions on these matters and the AOC's authority to undertake lease/finance arrangements. Counsel will want to undertake any further legal work, consistent with the legal services agreement, that will enable counsel to provide legal services responsive to this RFP.

Question #14

The "Scope of Services" in the RFP states that "public finance" is a legal practice area required for the project. In the context of this RFP, does "public finance" experience mean a background in 3P transactions, or does it mean more specified bond counsel expertise?

Answer: In this context, we consider P3 transactions to be a subset of "public finance."

Question #15

We are asking for clarification of Section 1.6 of the RFP.

Section 1.6 states that the first project is the Long Beach Project, due to the potential to capitalize on the value of courthouse land to fund construction. Does this mean that a transfer of property or management rights to the private side is being contemplated?

Answer: The financial consultant selected pursuant to RFP OCCM-070712-P3C will work with the AOC and counsel selected pursuant to this RFP to help the judicial branch make this decision.

Is the RFP asking prospective applicants to assist in the design and planning of possible projects that take advantage of the value of the property or des the AOC already have something in mind?

Answer: It is anticipated that legal counsel will collaborate with the financial consultant to advise the AOC on legal aspects of potential **financial** structures.

Question #16

Paragraph 10.2 of the RFP states,

"Contact with the AOC may be made only through the email address listed on page one of this RFP; telephone calls will not be accepted. Additionally, prospective service

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providers and their representatives, and lobbyists are asked not to contact the Superior Court of Los Angeles County, or any other state government entity concerning this RFP."

This raises for us several questions, for which we seek answers:

a) Does the proscription regarding "contact with the AOC" pertain to contacts with AOC personnel in pursuit of publicly available materials that might relate to the subject matter of the RFP?

Answer: No

b) Does the proscription on "contact" with "any other state government entity" extend to personnel in all entities in the Executive Branch, including the Department of Finance and the Governor's Office? Does it extend to all personnel in the Legislative Branch, including staff?

Answer: Responding to both the preceding questions, the request (not proscription) that bidders not contact other state government entities concerning this RFP is intended to preclude information about prospective service providers from being transmitted to the AOC through channels other than that established in this RFP. The AOC expects bidders to consider this request and the purpose for it, and to act accordingly.

Question #17

Does it extend to otherwise publicly available information?

Answer: No

Question #18

Paragraph 6.1 (F) of the RFP states:

"For the Long Beach Project, prospective service providers must set forth their best estimate of the total amount the AOC should expect to encumber for their services and, as applicable, apportion it between (a) for P3-related legal services, and (b) for Development and Construction-related legal services."

Should we include all services relating to procurement and administration of the P3 contract for the Long Beach contract in the P3 category or include all procurement-related services (including drafting of procurement and contract documents) in the P3 category and all post-award services in the Development and Construction category?

Answer: The apportionment should be based, in the first instance, on what legal skills, background and experience are primary in performing the services.

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Services requiring skill, background and experience primarily in public works and environmental law should be in the Design and Construction category. Services requiring skill, background and experience primarily in public finance law (including formation of P3s) should be in the P-3 related legal services category. If addressing any future contract or legal issues requires all or some combination of them, then you should allocate amounts between categories in the same way you would allocate them if your firm's environmental/real estate and tax/public finance practice groups were separate and independent firms submitting a team proposal. You should categorize and set forth separately the amount of fees and costs for any services that you do not think you can accurately categorize according to this instruction; if you do so, please provide an explanation.

Question #19

How much advance notice for interviews might we expect?

Answer: We will try to provide a week's notice, but we do not promise to.

Question #20

How certain are the interview dates in the RFP?

Answer: At this time, we do not expect to change the interview dates in the RFP, but we reserve the right to do so.