

Request for Qualifications
RFQ No. 240305

Legal Services Provided by Outside Counsel

Q&A Addendum No. 1

This document provides question and answer information pertaining to the above captioned RFQ.

1. We are not registered to do business in the state of Arkansas, but would a certificate of good standing from our state work?

Answer: A certificate of good standing from another jurisdiction is not a substitute for a certificate of authority from the Arkansas Secretary of State. The latter is easy to obtain, and you could wait until such time as the UA System has an occasion to enter into an agreement for legal services on a particular matter.

2. Please confirm the delivery method: by mail, hard copy, and USB, nothing electronic.

Answer: One signed original hard copy and two soft copies (e.g., USB flash drives) can be delivered via U.S. mail or other courier service. Currently, we cannot accept responses electronically.

3. Page 10, Question 2(b) under Firm Information – Can you please clarify the requirement that “Certification that the firm is legally permitted or licensed to conduct business in the State of Arkansas for the services offered and the experience of the service providers, including, without limitation, any specialized training.” Are all proposed team members required to be licensed in Arkansas and/or is the firm required to have an office in Arkansas?

If our attorneys are not licensed to practice in Arkansas, how would you like us to respond since the RFQ states that one of the requirements is that we provide certification that we are licensed or permitted to do business in the state?

Answer: The firm is not required to have an office in Arkansas. Each firm should make its own assessment as to whether a particular engagement would constitute the practice of law in Arkansas that would require an Arkansas law license. On the separate issue of obtaining a certification to do business from the Arkansas Secretary of State, firms may

choose to undertake this administrative task at the time of an actual engagement.

4. For area 15 (complex litigation), must proposed team members be licensed in Arkansas for this speciality area? And what types of litigation does this generally include?

Answer: Each firm should make its own assessment as to whether a particular engagement would constitute the practice of law in Arkansas that would require an Arkansas law license. Additional details on or examples of this specialized area cannot be provided at this time. Please provide in your firm’s response as much information as possible on the services provided for this area of expertise.

5. Can we submit our qualifications for certain areas of the scope of work or are we expected to submit for all areas listed? If less than the entirety of areas is permissible, is there a minimum number of qualification areas that should be covered?

Answer: You may submit for any specialty area(s) that you choose.

6. Can you please provide further detail on the services contemplated in the following areas:
 - a. Complex estate matters, especially outside of Arkansas
 - b. Complex transactional matters

Answer: Additional details on or examples of the specialized areas cannot be provided at this time. A firm should provide in its response as much information as possible on the services provided for the area(s) of expertise to which they are responding.

7. Practice area definition questions:

Specialized Immigration Issues: Please provide examples of what qualifies as "specialized immigration issues."

Bond, finance, investment, and other complex transaction work: Please expand on "other complex transaction work." Please also differentiate these transactions from those referenced in (13) "Complex transactional matters." Any examples to help distinguish these two areas would be greatly appreciated.

Non-routine tax matters: What sort of tax matters are considered "non-routine?" And are these matters primarily federal or state/local?

Benefits-related issues: We will assume typical benefits-related issues, but is there anything in particular that you are looking for expertise in? Additionally, will this include executive compensation?

CMS-related compliance issues: Please provide more details about the specific CMS-related compliance issues you face and any examples you’re able to provide. Which aspects of UAS are regulated by CMS and which specific Conditions of Participation/Coverage are at issue? Which laws (EMTALA, Stark, Anti-Kickback,

Telehealth, etc.) are you specifically looking for expertise in? Are you looking for compliance expertise beyond CMS (e.g. HIPAA, Antitrust, Informed Consent)?

Export control issues: What sort of export control issues do you regularly face or expect to face? Are any of these issues related to students or staff with international citizenship? Or something else? Please provide examples of related matters, if possible.

FCC regulatory issues: Please expand on the type(s) of FCC regulatory issues UAS is experiencing or expecting to experience in the near future. Do the issues relate to the TCPA and/or telemarketing regulations, or something else?

Complex hospital compliance issues: Please provide more information about the sort of hospital compliance advice UAS is seeking and the type of matters it usually faces in this area. Are you able to give examples of the kinds of issues that tend to arise, such as medical staff bylaws, medical staff corrective action, peer review, credentialing, behavioral health/substance abuse disorders, etc.? Do you have both employed and independent practitioners on your hospital medical staffs? What is the role of non-physician practitioners in your hospital organization and are they able to participate in medical staff issues? Lastly, do you need assistance with compliance policy development and maintenance?

Non-routine higher education compliance issues: Please define "non-routine" as it relates to higher education compliance issues and provide any examples, if possible. Additionally, should we include labor and employment expertise in this section?

Complex estate matters, especially outside of Arkansas: What type(s) of estate matters does UAS typically face? In which jurisdictions to the majority of these matters take place outside of Arkansas?

Non-routine patent, trademark, copyright, and other intellectual property matters: Please define "non-routine" as it relates to this practice area and provide examples, if possible. Does this include licensing, non-disclosure or other agreement work?

Complex transactional matters: What are the top five types of complex transactional matters UAS deals with on a regular basis? How should we organize our response to accurately distinguish these transactional matters from those mentioned in (2) "Bond, finance, investment, and other complex transaction work"?

Complex litigation matters beyond expertise/resources of UA office of general counsel or AG's office: Based on our research, we see that the vast majority of UAS litigation matters have been related to IP (primarily trademark), followed by labor and employment and civil rights. Are you able to share the nature of these labor and employment and civil rights cases so that we can tailor our response to best address the needs of UAS? What complex litigation does UAS typically face and would you like the team's experience to be focused on a particular substantive area? Is there a representative complex case or cases that UAS typically faces for which we can review publicly available information in

order to get a sense for the typical scope? What sorts of cases do you perceive would be better suited for private counsel than the AG office? Does UAS anticipate any specific areas of litigation in the next year or two? And lastly, does UAS receive any federal funds for grants and require any advice in this area?

Answer: Additional details on or examples of the specialized areas cannot be provided at this time. A firm should provide in its response as much information as possible on the services provided for the area(s) of expertise to which they are responding.

8. Has UAS experienced any litigation or other matters related to insurance/liability? If so, what was the nature of the matter(s) and what kind of support might you be seeking in this area?

Answer: The in-house attorneys within the UA System Office of General Counsel include several attorneys with a strong background in litigating employment and civil-rights cases in state and federal court and tort cases in the State Claims Commission. For this reason, we rarely hire outside counsel in these areas. In the litigation arena, we recently hired outside counsel to pursue a pandemic-related claim against an insurer under a business interruption policy. This is an example of a specialty area within the litigation category.

9. Based on our research, we believe UAS could benefit from labor and employment counseling and litigation services. However, there is no obvious category under which this area should be housed. While we plan to include our higher education employment litigation experience under (15) “Complex litigation matters beyond expertise/resources of UA office of general counsel or AG’s office,” would it be appropriate to include labor and employment counseling under (10) “Non-routine higher education compliance issues”?

Answer: The counseling services should be included under the compliance section, and the litigation services should be included under the litigation section.

10. Does UAS have a need for *data privacy and security* counseling? If so, what kind and under which practice area should we house our capabilities?

Answer: This practice area would fall under the compliance section.

11. Would UAS like to see information about alternative fee arrangements as part of our response? Or are you only interested in hourly rates?

Answer: As stated in the RFQ document, respondents shall not include any pricing in their response. When the University requires outside counsel for a specific matter, fees will be negotiated at that time.

12. Can you please provide examples of the types of issues that you anticipate may fall under the category of “non-routine tax matters” (I.3 on page 2 of RFQ)?

13. Can you please provide examples of the types of issues that you anticipate may fall under the category of “specialized hazardous materials and environmental compliance issues” (I.7 on page 2 of RFQ)?
14. Can you please provide examples or more information about the types of “complex transactional matters” (I.13 on page 2 of RFQ) the University might require assistance with? Is this limited to mergers, acquisitions, sales, joint ventures, equity raises, and corporate restructuring?

Answer to Questions 12 - 14: Additional details on or examples of the specialized areas cannot be provided at this time. A firm should provide in its response as much information as possible on the services provided for the area(s) of expertise to which they are responding.

15. This Question is in reference to this excerpt on page 4:

Additional Redacted Copy REQUIRED

Proprietary information submitted in response to this RFQ will be processed in accordance with applicable State of Arkansas procurement law. Documents pertaining to the RFQ become the property of UAS and shall be open to public inspection **after** a notice of qualification is formally announced.

It is the responsibility of respondent to identify all proprietary information included in its response. **Respondent shall submit one (1) separate electronic copy of the response from which any proprietary information has been removed, i.e., a redacted copy (marked “REDACTED COPY”)**. The redacted copy shall reflect the same pagination as the original, show the empty space from which information was redacted, and submitted on a USB flash drive, preferably in a PDF format. Except for the redacted information, the redacted copy must be identical to the original hard copy submitted for the response to be considered. Respondent is responsible for ensuring the redacted copy on a flash drive is protected against restoration of redacted data. The redacted copy may be open to public inspection under the Freedom of Information Act (“FOIA”) without further notice to respondent **after** a notice of qualification is formally announced. If during a subsequent review process the University determines that specific information redacted by the respondent is subject to disclosure under FOIA, the respondent will be contacted prior to release of the information.

Respondents may deliver their responses either by hand or through U.S. Mail or other available courier services to the address shown above. **Include the RFQ name and number on the outside of each package and/or correspondence related to this RFQ. No call-in, emailed, or faxed responses will be accepted.** Respondent remains solely responsible for ensuring that its response is received at the time, date, and location specified. UAS assumes no responsibility for any response not so received, regardless of whether the delay is caused by the U.S. Postal Service, University postal delivery system, or some other act or circumstance. Responses received after the time specified in this RFQ will not be

considered. **Responses received after the specified time will be returned unopened.**

Do we need to provide a redacted copy on top of the soft copies we'll submit if we have no information that needs to be redacted? We would assume that we don't have to do so, but we wanted to make sure.

Answer: A redacted copy is not required if the response does not contain proprietary information.

16. This Question is in reference from this excerpt on page 8.

The successful respondent or contractor shall purchase and maintain at contractor's expense, the following minimum insurance coverage for the period of any contract. Certificates evidencing the effective dates and amounts of such insurance must be provided to UAS:

- Workers Compensation: As required by the State of Arkansas. Additionally, contractor shall maintain Employer's Liability Insurance with a policy limit of not less than \$100,000 each accident, \$500,000 disease, and \$100,000 disease each employee.
- Comprehensive General Liability, with no less than \$1,000,000 each occurrence/\$2,000,000 aggregate for bodily injury, products liability, contractual liability, and property damage liability.
- Comprehensive Automobile Liability, with no less than combined coverage for bodily injury and property damage of \$1,000,000 each occurrence.

We would like to clarify – Are any of these types of insurance relevant to an immigration law firm? We do have the first two, but we are especially wondering about the automobile liability insurance.

Answer: It is possible that, at the time of an engagement, a firm that does not submit an automobile liability policy can proceed to enter into a contract with us that includes an appropriate waiver.

17. Regarding the primary areas of expertise section, could you please detail what types of 'complex transactional matters' (item 13) would be in scope, distinct from 'bond, finance, investment, and other complex transaction work' (item 2) matters?

Answer: Additional details on or examples of the specialized areas cannot be provided at this time. A firm should provide in its response as much information as possible on the services provided for the area(s) of expertise to which they are responding.