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CITY OF BURLINGTON, VERMONT  
OFFICE OF  
THE CITY ATTORNEY  
AND  
CORPORATION COUNSEL

**Request for Qualifications for Outside Legal Services for Burlington Telecom**

The City Attorney of the City of Burlington is requesting detailed information concerning the qualifications of attorneys or law firms willing to provide legal services to its Burlington Telecom department. At minimum, the City Attorney intends to retain counsel before the end of January 2016 to represent BT in connection with the renewal of its Certificate of Public Good and within the next several months (either the same or other counsel) to represent the City in the contemplated sale or partnership of BT. Depending on the responses to this RFQ, the City may retain the same or other counsel to represent it on an ongoing basis for general regulatory or operational issues or may create a pool of qualified attorneys who may be called on from time to time.

Copies of this RFQ may be obtained by contacting Linda Blanchard at the City Attorney's Office, 865-7121 or [lblanchard@burlingtonvt.gov](mailto:lblanchard@burlingtonvt.gov).

Written responses to this RFQ must be submitted no later than noon on January 14, 2015, to:

Eileen Blackwood, Esq.  
City Attorney's Office  
149 Church St., Suite 11  
Burlington, VT 05401  
[eblackwood@burlingtonvt.gov](mailto:eblackwood@burlingtonvt.gov)

The City of Burlington will not tolerate unlawful harassment or discrimination on the basis of political or religious affiliation, race, color, national origin, place of birth, ancestry, age, sex, sexual orientation, gender identity, marital status, veteran status, disability, HIV positive status or genetic information. The City is also committed to providing proper access to services, facilities, and employment opportunities. For accessibility information or alternative formats, please contact Human Resources Department at 865-7145.

## Request for Qualifications for Outside Legal Services for Burlington Telecom

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### **Description of Legal Services to Be Provided**

The City Attorney of the City of Burlington is seeking responses from qualified attorneys or law firms, duly licensed and in good standing in the State of Vermont, willing to act as outside legal counsel for the City's Burlington Telecom Department. In particular, the City is seeking qualified representation to assist the City Attorney's Office with the following matters:

1. Renewal of BT's Certificate of Public Good before the Vermont Public Service Board, which expires in September 2016;
2. General telecommunications regulatory issues with the PSB and federal agencies, including potential rule-making;
3. Contemplated sale or partnership of BT within the next two to three years;
4. Contracts and other ongoing operational issues.

By this process, the City intends to identify qualified attorneys or law firms from whom it may retain one or more attorneys or firms to provide some or all of the above services. The City is likely to request further information, such as an interview, before selecting a particular attorney or firm for a particular service or project.

An attorney or law firm need not provide services in all requested areas, but the response should be specific about the areas in which the attorney or firm is willing to provide representation.

### **Qualification Requirements**

Each selected attorney or law firm must:

- be licensed and in good standing in the State of Vermont;
- to provide representation before the Public Service Board, have at least six (6) years of experience in telecommunications issues or in practice before the PSB or a similar regulatory agency;
- to provide representation in the contemplated sale, have at least six (6) years of experience in business transfer transactions such as sales, mergers, partnership agreements, etc., involving regulated utilities or other relevant entities;
- be familiar with federal and Vermont laws and regulations relevant to municipal telecommunications;
- have no conflict of interest that would prevent the attorney/law firm from performing the services required (and/or obtain any waivers required to address any conflict);

- have sufficient availability or coverage to perform services in a timely manner beginning near the end of January 2016 and continuing.

## **Expectations and Conditions**

### **Insurances**

Each selected attorney or law firm will be required to maintain adequate insurance coverage during the term of any representation of the City, including, at minimum:

- Worker's Compensation coverage as required by Vermont law;
- General Liability coverage of at least \$1 million;
- Professional Liability (malpractice) coverage of at least \$2,000,000 with first dollar defense;
- Valuable papers insurance of at least \$100,000;
- Automobile liability coverage of at least \$1 million.

### **Fees**

Each selected attorney or law firm will be expected to provide detailed invoices for all fees on a periodic basis as mutually determined. The City may consider varied hourly rates or alternative billing arrangements depending on the specific project, as long as such arrangements are agreed upon in advance of the rendering of services.

### **Other Expectations**

Each selected attorney or firm will be required to submit annually written certification of compliance with the City of Burlington's Livable Wage, Outsourcing and Union Deterrence ordinances. The Livable Wage certification is required annually. A copy of the required certifications may be obtained from the City Attorney's Office.

Each selected attorney or firm will also be required to certify that they do not discriminate against any employee or other person on the basis of political or religious affiliation, race, color, national origin, place of birth, ancestry, age, sex, sexual orientation, gender identity, marital status, veteran status, disability, HIV positive status or genetic information.

Each selected attorney or firm will agree to comply with the Vermont Rules of Professional Conduct applicable to representation of the City. The attorney/firm may be required not to engage in any legal activity adverse to the City's interests without the written consent or waiver of the City Attorney.

Attorneys may be required to attend evening meetings.

While the selected attorney or firm will generally work within the direction of the General Manager of Burlington Telecom and the City Attorney, written or oral reports to the Mayor and City Council may also be required.

Each attorney or firm understands that certain information provided in response to this Request for Qualifications may be subject to disclosure pursuant to the Vermont Public Records Act. If

any portion of the submission is believed to contain proprietary or trade secret information, it should be clearly identified as such.

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### **Process**

Written responses to this RFQ must be submitted no later than noon on January 14, 2015, to:

Eileen Blackwood, Esq.  
City Attorney's Office  
149 Church St., Suite 11  
Burlington, VT 05401  
[eblackwood@burlingtonvt.gov](mailto:eblackwood@burlingtonvt.gov)

Responses may be submitted electronically.

Responses should include:

- A cover letter or statement of explanation concerning which services the attorney/firm is qualified to provide and why or how it is qualified to provide them;
- Resumes or biographies describing each relevant attorney's education, experience, and qualifications to serve;
- Assurance of ability to comply with the Expectations recited above, including identification of any known conflicts;
- A contact person for the representation, if selected; and
- A schedule of fees and expenses for each service or for each person who may provide services, including hourly rate or other basis for the fees.

### **General Conditions**

The City reserves the right not to hire any of the attorneys or law firms who respond to this RFQ or to hire more than one of them or to hire other attorneys or firms, as it determines is in the best interests of the City.

All costs incurred in responding to this RFQ are to be borne solely by the responding attorney or firm.

The City reserves the right to supplement, amend, or modify this RFQ, or waive any of the requirements included in it, including extending the time period for response, or to request additional information, at its sole discretion.

The selection of an attorney or firm will not be made on cost alone and may be based on factors outside of this RFQ.