

James Gotts  
*Chairman*

**DOWNTOWN DEVELOPMENT AUTHORITY**

2009 TOWNSHIP DRIVE  
COMMERCE TOWNSHIP, MICHIGAN 48390

(248) 960-7025  
commercetwp.com

Debbie Watson  
*Director*

**Charter Township of Commerce  
Downtown Development Authority  
(DDA)**

Request for Proposals  
DDA Attorney Legal Services

RFP Issue Date:  
Monday, June 27, 2022

**Proposal Due Date:**  
**Monday, August 22, 2022 at 10:00am**

**REQUEST FOR PROPOSALS**  
**DDA ATTORNEY LEGAL SERVICES**

The Charter Township of Commerce Downtown Development Authority (DDA) is seeking proposals from qualified law firms and individual attorneys wishing to provide legal services to the DDA. The legal services sought include the specialized legal services needed by a Michigan Downtown Development Authority. The Attorney is an independent contractor to the DDA.

**TIMELINE OF EVENTS:**

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This timeline allows for coordination with the current DDA Attorney to ensure a smooth transition when the selected candidate takes over the position in January 2023.

- **Public Meetings of the DDA Board are scheduled for Tuesday, July 19, and Tuesday, August 16, 2022 at 12:00pm.** Respondents are strongly encouraged to attend one of these meetings to ask questions and engage in discussions with Board members, Officers, the DDA Director, Attorney, Consultants, and Township Staff.
- **Sealed proposals will be received by the Office of the Township Clerk until 10:00am, Monday, August 22, 2022.** Proposals shall be addressed as follows:

**CHARTER TOWNSHIP OF COMMERCE**  
**C/O THE CLERK'S OFFICE**  
**2009 TOWNSHIP DRIVE**  
**COMMERCE TOWNSHIP, MI 48390**

- All proposals should be sealed, with envelopes clearly marked: **DDA Attorney Legal Services**
- All proposals must be signed by a legally authorized agent of the firm making a proposal.
- Please provide four (4) hard copy submissions for review.
- All proposals received by the deadline will undergo review and successful candidates will be scheduled for final **formal interviews in late August and early September**, with those dates to be determined.
- **Final selection is expected to be confirmed at the Tuesday, September 20, 2022, DDA Meeting.**

Questions regarding specifications are to be directed to the DDA Director, Debbie Watson, at 248-960-7025, or by email to: [dwatson@commercetwp.com](mailto:dwatson@commercetwp.com).

## DDA BACKGROUND INFORMATION

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The DDA was formed in 1984. Since then, it has been dedicated to improving the long-term economic and overall vitality of the community for both the citizens and businesses in the area. The DDA, as a public body corporate, is charged with enhancing the tax base of the Township, and is unique in terms of organizational and operational funding. The DDA operates by Ordinance of the Township. Municipal bonds were used to finance DDA activities, and revenues from property sales and tax capture repay the bond debt. Delays in major developments have had a significant impact upon the DDA's progress, and therefore, bond retirement and required reimbursement to the Township will not occur for several decades.

The DDA is governed by a 9-member board, supported by a DDA Director, as well as a Treasurer and Secretary, and by Sub-Committees for Finance, Public Relations and Marketing. The DDA retains a Director and an Assistant, along with Consultants, including a Real Estate Broker Consultant and Civil Engineer. The DDA also has an administrative operations agreement with Commerce Township for support services and office space.

The DDA is operating under the Fifth Amended Development Plan and Tax Increment Financing (TIF) Plan for Development Area No. 1, adopted by Commerce Township pursuant to the recodified DDA Statute, Act 57 of the public acts of 2018, formerly Act 197 of the public acts of 1975, as amended. In implementation of the Plan, the DDA acquired certain parcels of real property, consisting of approximately +/- 330 acres that are collectively referred to as the Project Land.

The DDA, in implementation of the DDA Plan and exercise of its public purposes as provided in the Act and for the betterment of public welfare, renovated a former golf course clubhouse into a new office building for the Township. The balance of the Project Land, comprised of approximately +/- 202 acres of the Project Land, is being sold for development and construction, in order to enhance the tax base and benefit the community.

The DDA constructed Martin Parkway, which includes four roundabouts, and has been dedicated to the Road Commission for Oakland County as a public road. The DDA also created approximately 120 acres of Open Space within the Project Land area, containing wetlands, ponds, pathways and passive recreational areas, together with a storm water management system for development of the remaining Project Land areas.

The DDA is Developer of the Commerce Towne Place Condominium (CTP), a site condominium, which encompasses the majority of the above-mentioned Project Land and Open Space. Each development unit of CTP contributes dues to the condominium association budget for maintenance of the common elements, amenities and preserved wetlands. The DDA Director serves as President of the condo association while the DDA continues to hold a property interest within CTP. The DDA and CTP currently operate under the Fourth Amended Condominium Master Deed and the Third Amended Planned Unit Development (PUD) Agreement with the Township.

## SCOPE OF SERVICES & SPECIFICATIONS

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The attorney is an independent contractor to the DDA. An agreement will be executed between the parties to memorialize the terms of the relationship. Either party may terminate said agreement, with or without cause, upon 30 days written notice to the other.

The scope of legal services to be performed on behalf of the DDA include, but may not be limited to, the following tasks.

- Provide legal advice, counsel, representation, training, consultation and legal opinions to the DDA Board, Officers, Director and Consultants on a wide variety of real estate and developmental matters.
- Review, draft, and negotiate: Resolutions, Letters of Intent, Purchase Agreements, other contracts and leases, consent actions and amendments to the governing documents of the DDA and CTP.
- Coordinate with other special counsel, including but not limited to; Township Counsel, Environmental Counsel, Bond Counsel, and Condominium/HOA Counsel, to assure proper management, coordination and transition of legal issues, zoning matters, etc.
- Advise and accomplish the acquisition and disposition of Project Land, together with real estate, land use, easements, DDA legal issues, policies, and negotiations.
- Assist DDA Board members, Officers and Staff to understand the duties of their respective roles and interrelationships with others.
- Attend in-person (and electronic when necessary) meetings of the DDA Board and its various Sub-Committees, and other meetings as necessary.
- Review FOIA requests and provide guidance regarding OMA issues and exemptions, and correspond accordingly.
- Perform other legal services and tasks as needed.
- Be available and communicate regularly, via phone, cell phone, email, and fax. Accessibility and timeliness of response are both important aspects of the service, including the ability to be available to attend meetings on short notice, and the ability to be reached promptly by phone and email.
- Maintain and provide evidence of satisfactory malpractice insurance and comply generally with all policies and procedures of the DDA and Commerce Township.
- Provide monthly time and billing records for all work performed which shall include, at a minimum, the following detail:
  1. The date on which the service was provided;
  2. Name and classification of attorney or staff person providing such service;
  3. A detailed description of services to identify the purpose, nature or scope;
  4. Hourly rate and number of billable hours spent providing such service;
  5. Calculation of administrative fees and other costs.

The DDA does not guarantee a set workload and/or billable hours. The DDA does not provide space for legal offices within the Township Hall; however, the DDA may be able to assist in certain ways to promote efficient coordination among offices, such as copying services for documents that are to be made available at in-person meetings.

## PROPOSAL CONTENT

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The DDA is pleased to invite qualified attorneys or law firms to submit a written proposal for the activities outlined above. The amount of information submitted is not limited to a set number of pages, but we ask that you be concise and mindful of the review team. The proposal should include the following content:

1. **Legal Experience:** The respondent should describe its legal experience, especially in DDA and municipal economic development matters including names, addresses, contact persons, and telephone numbers of at least three clients.
  - a. Provide details on experience representing similar boards or authorities.
  - b. Provide details on experience advising clients conducting similar programs and services.
2. **Organization, Size, Structure, and Areas of Practice:** If the respondent is a firm, identify your firm, year of establishment, and key team members for this project. Please indicate complete listing of names, titles, addresses, emails, and phone numbers, as well as the primary contact person for this project.
3. **Attorney Qualifications:** The respondent should have experience in the following areas:
  - Michigan Municipalities, Authorities, and similar tax-exempt organizations
  - Real-estate acquisition, development and disposition
  - Tax increment financing
  - Bond financing
  - Grants and contracts

The respondent should describe the qualifications of each attorney to be assigned to this project. The description should include:

- a. Professional and education background of each attorney.
  - b. Affirmation that the applicant and each attorney to be assigned to the project is a member in good standing with the State Bar of Michigan, and disclosure of any disciplinary actions.
  - c. Prior experience of the individual attorneys with respect to the required experience listed above.
  - d. Only include resumes of attorneys likely to be assigned to the representation. Education, position in firm, years and types of experience, and continuing professional education will be considered.
4. **Certification:** The bidder shall submit an Iran Economic Sanctions Act Certification in substantially the form attached hereto as **Attachment A**.
  5. **Compensation:** Please provide your expected hourly rates of compensation. Note that rates submitted remain subject to negotiation and approval by the DDA after submission as this is not a bid submittal. The DDA may or may not select the successful candidate which offers to provide the lowest cost.

## EVALUATION & SELECTION INFORMATION

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Evaluation of proposals includes, but is not limited to, the following criteria. The sequence is not intended to indicate order of importance.

1. Degree of expertise and experience in all areas of municipal law;
2. Reputation and ability to provide a broad range of legal services promptly and efficiently;
3. Commitment of time and resources to the clients and communities served;
4. Cost;
5. References;
6. Accessibility of legal staff to the DDA, especially during urgent or time-sensitive matters.

After evaluation of the responses, the DDA will make a selection based on the response which best meets the needs of the DDA, in the sole discretion of the DDA.

- This Request for Proposal (RFP) does not commit the DDA to award a contract to any agent or firm responding to this RFP, or to undertake any financial obligation whatsoever. The DDA reserves the right to reject any proposal with or without cause, to negotiate with any source it has selected as qualified, to not award a contract, or to award one or more contracts.
- The DDA further reserves the rights to:
  - Waive any irregularity, informality, and/or any/all requirements in this RFP process which the DDA deems to be in its best interest;
  - Modify the scope with one or more of the respondents;
  - Award the contract to the successful candidate of choice, with the best overall proposal, and not necessarily the lowest cost.
- The DDA reserves the right to accept or reject, without consideration, any proposal which arrives late.
- The DDA reserves the right to request additional information from any or all firms. In addition, notice is hereby given of the possibility that award may be made without discussion of the proposal.
- In the event a firm's proposal is accepted by the DDA and the firm asserts exceptions, special considerations or conditions after acceptance, DDA, in its sole and absolute discretion, reserves the right to thereafter reject the proposal and award another firm. Therefore, the firms should submit their best proposal initially from both technical and cost standpoints.
- Each respondent submitting its proposal releases the DDA from any and all claims arising out of, and related to, the RFP process and the selection of a firm. The Michigan Freedom of Information Act ("FOIA") requires the disclosure, upon request, of all public records that are not exempt from disclosure under Section 13 of the Act. Therefore, confidentiality of information submitted in response to this RFP is not assured.

**Attachment A – Iran Economic Sanctions Act Certification**

I am the (title)\_\_\_\_\_ of (bidder)\_\_\_\_\_,  
or I am bidding in my individual capacity (“Bidder”), with authority to submit a binding bid for the  
provision of owner’s representative services to Charter Township of Commerce Downtown  
Development Authority. I have personal knowledge of the matters described in this Certification,  
and I am familiar with the Iran Economic Sanctions Act, MCL 129.311, et seq. (“Act”). I am fully  
aware that the Township will rely on my representations in evaluating bids.

I certify that Bidder is not an Iran-linked business, as that term is defined in the Act. I  
understand that submission of a false certification may result in contract termination, ineligibility  
to bid for three (3) years, and a civil penalty of \$250,000 or twice the bid amount, whichever is  
greater, plus related investigation and legal costs.

\_\_\_\_\_

(signature)

\_\_\_\_\_

(printed name)

\_\_\_\_\_

(date)