



Judicial Council of California

ADMINISTRATIVE OFFICE OF THE COURTS

FINANCE DIVISION

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Director, Finance Division

TO: POTENTIAL PROPOSERS

FROM: Administrative Office of the Courts
Finance Division

DATE: September 12, 2011

**SUBJECT/PURPOSE
OF MEMO:** Request for proposals (“RFP”) from qualified executive search firms.

ACTION REQUIRED: You are invited to review and respond to the attached RFP:
Project Title: **Executive Search Services**
RFP Number: **HR-201102-GW**

**QUESTIONS TO THE
SOLICITATIONS
MAILBOX:** Questions regarding this RFP must be directed to *solicitations@jud.ca.gov* by **1:00 p.m. (Pacific Time) on September 23, 2011**

**PROPOSAL DUE
DATE AND TIME:** **Proposals must be received by 1 p.m. (Pacific Time) on October 7, 2011**

**SUBMISSION OF
PROPOSALS:** Proposals must be sent to:
Judicial Council of California
Administrative Office of the Courts
Attn: Nadine McFadden, RFP # HR-201101-GW
455 Golden Gate Avenue
San Francisco, CA 94102

**FOR FURTHER
INFORMATION:** E-MAIL: solicitations@jud.ca.gov

1.0 GENERAL INFORMATION

1.1 Background

The California judicial branch comprises 58 superior (trial) courts (one in each county), six intermediate appellate courts in nine locations, and the Supreme Court, with more than 2,000 judicial officers and approximately 20,000 employees. The California judicial branch has an annual budget of more than \$3 billion. The trial courts range in size from two judges to more than 450 judicial officers.

The Judicial Council of California has constitutionally-conferred statewide rule-making authority respecting court administration, practice, and procedure. This authority includes developing, advocating for, and allocating the judicial branch budget. The Chief Justice of California serves as the Chair of the council. A majority of council members are California state judges, but the council also includes lawyers, legislators, and court administrators. The council functions with the assistance of multiple advisory committees and task forces.

Based in San Francisco, the Administrative Office of the Courts (AOC) is the staff agency of the council. It maintains three regional offices to more directly serve the courts, and is organized into nine divisions in San Francisco and two divisions in Sacramento. The AOC includes a staff of more than 750 who assist the council in implementing its policies and who provide a wide range of services to the courts, including financial, legal, human resources, information technology, facilities, educational, and other services unique to the operations of a statewide judicial system. A description of the AOC and its programs and services and a top level organizational chart are included as Attachments A and B to this solicitation.

The Administrative Director of the Courts serves as Secretary to the Judicial Council and as the chief executive officer of the AOC. The Administrative Director of the Courts performs functions as prescribed by the Constitution and laws of the state or as delegated to the director by the Chief Justice or the Judicial Council. Under the supervision of the Chief Justice, the Administrative Director of the Courts employs, organizes, and directs the work of the AOC.

2.0 PURPOSE OF THIS RFP

The California judicial branch seeks the services of an executive search firm with proven expertise in government/public sector recruitment (or equivalent), a demonstrated comprehensive national reach, and a demonstrated ability to conduct a successful recruitment for an Administrative Director of the Courts. The selected firm will meet with the Administrative Director Search Working Group of the council (the “Working Group”) to determine attributes that will be included in the final job description for the

position. The selected firm will recruit candidates, screen and evaluate applicants and present its recommendations for candidates to be interviewed by the Working Group. The selected firm will support the Working Group in interviewing and evaluating the top candidates and perform other evaluative functions as required in the course of the search process.

3.0 SCOPE OF SERVICES

- 3.1. Services are expected to be performed by the selected firm beginning in October 2011. It is the goal of the Working Group to complete selection and appointment of the Administrative Director as soon as possible.
- 3.2. The selected firm will:
 - 3.2.1 Develop and coordinate the execution of an effective, timely search strategy for the Administrative Director for the Courts;
 - 3.2.2 Finalize a candidate position description of duties based on discussions with representatives of the Working Group and others designated by the Working Group (see Attachment C for the current position profile or description of duties);
 - 3.2.3 Finalize candidate evaluation criteria, based on discussions with representatives of the Working Group, that address at a minimum the qualifications listed in Attachment C;
 - 3.2.4 Conduct direct sourcing of prospective candidates;
 - 3.2.5 Develop and implement an effective advertising strategy, as needed;
 - 3.2.6 Assure and maintain proper confidentiality regarding the search process during and after completion of the engagement;
 - 3.2.7 Conduct in-depth reviews of candidates' credentials using the established evaluation criteria and produce a full report on each viable candidate;
 - 3.2.8 Select the most qualified candidates for review by the Working Group;
 - 3.2.9 Coordinate interviews and other logistics needed for candidates during the interview process;
 - 3.2.10 Conduct reference checks;

- 3.2.11 Advise the Working Group on interview strategies, techniques, questions, process, timing, and evaluative criteria on a regular, on-going basis;
- 3.2.12 Arrange for professional background reviews;
- 3.2.13 Assist with employment negotiations, if assigned; and
- 3.2.14 Manage correspondence with all unsuccessful prospects and candidates in a timely and respectful manner.

4.0 EVALUATION OF PROPOSALS

Proposals will be evaluated by a committee from the Working Group using the following criteria, in descending order of priority:

4.1 Capacity to perform the services effectively, efficiently, and timely as evidenced by:

- Quality of work plan submitted;
- Experience with governmental placements at equivalent or similar levels to the open position;
- Credentials of staff to be assigned to the project;
- Demonstrated capacity to maintain confidentiality regarding the search process and activities;
- Acceptance of contract terms and conditions; and
- Other information, if any, submitted by the Proposer or gathered by the AOC from other sources.

4.2 Pricing and compensation that are commercially reasonable, economical, and reasonably certain as to aggregate maximum amount, as evidenced by:

- The Proposer's pricing proposal, which should be responsive to the interests of the AOC as well as the Proposer; and
- Any Proposer guarantees; and

4.3 Commitment to perform the services effectively, efficiently, and timely as evidenced by:

- Elements of work plan submitted, which should include proposed strategies or methodology for identifying potential candidates and assuring confidentiality regarding the search process and activities;
- Commitment to a project timeline; and

- To the extent any criteria in sections 4.1 and 4.2 bear on the Proposer's commitment, the evaluation committee may consider such information under this section 4.3.

5.0 TECHNICAL PROPOSAL

Responsive proposals will provide straightforward, concise information that satisfies the requirements noted above. Expensive bindings, color displays, and the like are not necessary or desired. Emphasis should be placed on conformity to the AOC's instructions, requirements of this RFP, and completeness and clarity of content.

The person or entity submitting a proposal ("Proposer") must include the following information in the technical portion of the proposal:

- 5.1 Name, address, telephone and fax numbers, and federal tax identification number. Note that if a sole proprietor using his or her social security number is awarded a contract, the social security number will be required before finalizing a contract.
- 5.2 Proof of professional liability insurance and amount, as customary in the industry.
- 5.3 If Proposer is a corporation, proof that Proposer is in good standing and qualified to conduct business in California.
- 5.4 Resumes describing the background and experience of key staff, as well as each individual's ability and experience in conducting the proposed activities. These key staff will perform the services and communicate with the Working Group.
- 5.5 Description of key staff's knowledge of the requirements necessary to complete this project.
- 5.6 Names, addresses, and telephone numbers of a minimum of five (5) clients for whom the Proposer has conducted similar services. The Working Group or its designee may check references listed by the Proposer.
- 5.7 Overall plan with timeline for completion of all work required.
- 5.8 Method to complete the project:
 - 5.8.1 Quality of work plan and proposed strategies or methodology for finding potential candidates:
 - a) Describe methodology used to keep the Working Group informed of the status of search.

- b) Explain Proposer's approach to conducting this search and providing the services requested in this RFP.
- c) Describe diversity outreach practices of candidate searches.
- d) Describe screening, testing, and interview procedures.
- e) Provide samples of typical candidate write-ups or reports and reference data.
- f) Describe any formal procedures utilized to measure candidate and previous clients' satisfaction.

5.8.2 Experience with governmental placements at equivalent or similar levels:

- a. Describe the Proposer's familiarity with governmental placements, and its ability and success rate at placing candidates in similar positions; submit examples of these placements and the year candidates were placed.

5.8.3 Capacity and methodology to assure and maintain proper confidentiality regarding the search process and activities:

- a. Provide the Proposer's policy on ethics or code of ethics.
- b. Provide what measures the Proposer uses to ensure confidentiality and avoid conflict of interests.
- c. Indicate if the Proposer is a member of the National Association of Executive Recruiters (NAER) or the Association of Executive Search Consultants (AESC).

5.8.4 Ability to meet timing requirements to complete the project:

- a. Specify how soon the Proposer is able to start this project; and
- b. Provide general timeframes for this type of search.

5.9 Required certifications.

- a. Proposer must include the following certification in its proposal:

Proposer has no interest that would constitute a conflict of interest under California Public Contract Code sections 10365.5, 10410 or 10411; Government Code sections 1090 et seq. or 87100 et seq.; or rule 10.103 or

rule 10.104 of the California Rules of Court, which restrict employees and former employees from contracting with judicial branch entities.

- b. If Proposer has had business activities or other operations outside of the United States within the previous three years, Proposer must complete the Darfur Contracting Act Certification attached as Attachment E and submit the completed certification with its proposal.

5.10 Minimum contract terms and conditions.

Minimum contract terms and conditions are set forth in Attachment G; exceptions to the minimum terms will render a proposal non-responsive. Proposer must identify all proposed exceptions (if any) to minimum and other terms and conditions.

6.0 PRICING PROPOSAL

In a document separate from the technical proposal, the Proposer must:

- 6.1 Provide a fee schedule including the Proposer's proposed price or rates for services. Proposers are encouraged to submit alternative fee schedules with prices or rates (both inclusive and not inclusive of reimbursable expenses) that may be customary in the industry or otherwise acceptable, for example lump sum (e.g., as a percentage of starting compensation or otherwise), hourly fee for service with ceiling, cost plus a percentage, etc. If the fee is expressed as a percentage of the candidate's starting compensation each proposer must include a comprehensive and exclusive list of all elements of compensation against which the percentage will be applied.
- 6.2 Provide a separate cost schedule itemizing reimbursable expenses not included in the fee schedule, and an estimate and proposed ceiling amount for each item of expense.
- 6.3 Describe what, if any, guarantees will be provided on the Proposer's placement.

NOTE: It is unlawful for any person engaged in business within this state to sell or use any article or product as a "loss leader" as defined in Section 17030 of the Business and Professions Code.

7.0 SUBMISSION OF PROPOSALS

- 7.1 An original and 5 copies of the proposal signed by an authorized representative of the Proposer who can bind the Proposer contractually must be submitted. Include also the name, title, address, and telephone number of one individual who is the Proposer's designated representative. The Proposer must also submit an electronic copy of its proposal, on CD ROM or other medium.

- 7.2 Proposals must be delivered to the individual listed in the Submission of Proposals section of the coversheet to this RFP.
- 7.3 Only written proposals will be accepted. Proposals should be sent by registered or certified mail or by hand delivery. Proposals may not be transmitted by fax or email. Late proposals will not be accepted.

8.0 RIGHTS

The AOC reserves the right to reject any and all proposals, in whole or in part, as well as the right to issue similar RFPs in the future. This RFP is in no way an agreement, obligation, or contract and in no way is the AOC or the State of California responsible for the cost of preparing a proposal. One copy of a submitted proposal will be retained by the AOC for official files and will become a public record.

9.0 ADDITIONAL REQUIREMENTS

It may be necessary to interview Proposers to clarify aspects of their proposal. If conducted, interviews may be by telephone conference call or in person. Proposers will be notified of arrangements regarding any interviews.

Proposer must be qualified to do business in California and in good standing.

Proposers must not be in violation of the Recycled Content Plastic Trash Bag Law; see Attachment F.

10.0 PROPOSED CONTRACT TERMS AND ADMINISTRATIVE RULES

The contract with the selected firm will be signed by the parties on an AOC Standard Agreement form and will include terms appropriate for this project. The contract will incorporate the minimum terms and conditions included in Attachment G.

Incorporated in this RFP, and attached as Attachment D, is a document entitled “Administrative Rules Governing Requests for Proposals.” Proposer must follow these rules in connection with this RFP and the preparation of its proposal.

11.0 CONFIDENTIAL OR PROPRIETARY INFORMATION

California judicial branch entities are subject to rule 10.500 of the California Rule of Court (see http://www.courtinfo.ca.gov/cms/rules/index.cfm?title=ten&linkid=rule10_500), which governs public access to judicial administrative records. Under Rule 10.500(f)(10), records “that contain trade secrets or privileged or confidential commercial and financial information submitted in response to a judicial branch entity’s solicitation for goods or

services or in the course of a judicial branch entity's contractual relationship with a commercial entity" are not subject to public disclosure. If Proposer's proposal contains material noted or marked as confidential and/or proprietary that, in the AOC's sole opinion, meets the disclosure exemption requirements of Rule 10.500, then that information will not be disclosed pursuant to a request for judicial administrative records. If the AOC finds or reasonably believes that such material is not exempt from disclosure under Rule 10.500, the material will be made available to the public, regardless of the notation or markings. If Proposer is unsure if its confidential and/or proprietary material meets the disclosure exemption requirements of Rule 10.500, then it should not include such information in its proposal.

12.0 DISABLED VETERAN BUSINESS ENTERPRISE PARTICIPATION GOALS

The AOC has waived the inclusion of DVBE participation in this solicitation.

Project Title: Executive Search Services
RFP Number: HR-201101-GW

ATTACHMENT A
AOC PROGRAMS AND SERVICES
(REFER TO SEPARATE DOCUMENT, 16 PAGES)

Project Title: Executive Search Services
RFP Number: HR-201101-GW

**ATTACHMENT B
AOC ORGANIZATIONAL CHART**

(REFER TO SEPARATE DOCUMENT, 1 PAGE)

ATTACHMENT C POSITION PROFILE

Administrative Director of the Courts

Under authority of the Constitution and laws of the State of California, the Administrative Director of the Courts serves as Secretary to the Judicial Council of California (Council); carries out Council policies throughout the judicial branch; and employs, organizes, and directs the Administrative Office of the Courts (AOC) as the staff agency of the Council. The Administrative Director of the Courts works directly with the Chief Justice of California as the Chair of the Council on a regular, ongoing basis in the performance of the duties of the position.

This role is the highest executive-level position in the AOC and provides the highest level of policy and programmatic leadership and is the chief spokesperson for the agency. Under the direction of the Council and the Chief Justice, the Administrative Director of the Courts:

- Directs all aspects of operations for a complex professional organization of more than 750 employees with diverse professional disciplines who work from multiple locations;
- Directs the development and implementation of AOC strategic goals, objectives, policies, procedures, and work standards that support Judicial Council policies and priorities;
- Implements Judicial Council policies;
- Develops policy and program documents and communicates and develops support for adopted policies, including related legislative proposals and rules of court.
- Assists the Judicial Council in activities related to the development and allocation of judicial branch fiscal resources, including advocating for sufficient judicial branch funding to the Executive Branch and Legislature of the State of California and to agencies of the federal government;
- Serves as liaison for the judiciary in its relations with the Legislature and the Governor and in that role directs activities in support of the Judicial Council legislative agenda;
- Serves as liaison, building consensus and problem solving on issues of mutual concern, with the leadership of other departments of state and local government, state, local and specialty bars, labor unions, other state court systems, and other justice system partners and stakeholders;
- Leads statewide programs and projects that provide support to the Supreme Court, Courts of Appeal, and trial courts to meet the diverse, current, and future needs of the state court system and its constituents;

- Provides appropriate public accountability through media relations and efforts designed to promote public trust and confidence in the California judiciary;
- Provides organizational leadership in supporting the Judicial Council that is advised by numerous advisory committees with diverse membership;
- Communicates regularly with the Judicial Council, courts, and staff regarding emerging trends and issues affecting the administration of justice;
- Serves as an advocate for an independent and accountable judiciary; and
- Performs all aspects of the position in an ethical and accountable manner.

Qualifications

Minimum of 10 years of executive leadership experience in a complex organization, preferably with five years at an executive level in a court system or related field. The experience should demonstrate professional progression that indicates readiness to undertake executive leadership of an organization with the size, scope, and complexity of the AOC.

In particular, the background of the incumbent should demonstrate the following knowledge, skills, and abilities:

Extensive Knowledge of:

- Management and organizational development principles and practices;
- Goal setting, program and policy development, implementation, and evaluation;
- Management of employees through multiple levels of supervision;
- Budget and legislative processes;
- Governmental structures and relationships; and
- The judicial branch and its role in state government.

Proven Skills:

- Exceptional interpersonal, written and verbal communication skills;
- Excellent problem-solving and conflict resolution skills; and
- Skill in dealing with news media and developing and implementing communication programs.

Ability to:

- Provide organizational leadership involving setting strategic direction, engaging multiple stake holders, and working with a governing board;
- Provide leadership on policy issues and effectively resolve problems related to those issues;

- Develop and administer an organization's budget;
- Represent California courts publicly and to articulate and advocate effectively for the California court system;
- Build consensus with diverse stakeholders with broad interests and needs;
- Build partnerships with public officials, executives, management, employees, and the public;
- Establish effective working relationships with diverse cultures and backgrounds;
- Work effectively with news media; and
- Travel extensively throughout the State of California, and beyond, in the performance of the duties of the position.

Education:

A Bachelor's degree from an accredited college or university is required. A degree in law or an advanced degree in judicial administration, public administration, business administration, or related discipline is desired.

Additional skills and experience that are desirable:

- Working knowledge and understanding of the structure and operations of state court systems;
- Responsiveness, imagination, and creativity to identify needs and issues affecting state courts and the ability to develop strategies, programs, and services to meet them;
- Knowledge of issues surrounding access to justice; and
- Proven success in the management and leadership of technology enhancements of business operations.

ATTACHMENT D

ADMINISTRATIVE RULES GOVERNING REQUESTS FOR PROPOSALS

1. GENERAL

- A. The evaluation of proposals and the award of any contract shall conform with the AOC's current competitive bidding procedures as they relate to the procurement of goods and services. **A Proposer's proposal is an irrevocable offer for ninety (90) days following the deadline for its submission.**
- B. In addition to explaining the AOC's requirements, this RFP includes instructions which prescribe the format and content of proposals.

2. COMMUNICATIONS WITH AOC REGARDING THE RFP

Except as specifically addressed elsewhere in this RFP, including directions pertaining to the submittal of proposals, Proposers shall use the "Solicitations Mailbox," identified on the coversheet of this RFP, for any communications with the AOC regarding the RFP and award. Proposers must include the RFP Number in subject line of any communication.

3. QUESTIONS REGARDING THE RFP

- A. If a Proposer's question relates to a proprietary aspect of its proposal and the question would expose proprietary information if disclosed to competitors, the Proposer may submit the question via email to the Solicitations Mailbox, identified on the coversheet of this RFP, conspicuously marking it as "CONFIDENTIAL." With the question, the Proposer must submit a statement explaining why the question is sensitive. If the AOC concurs that the disclosure of the question or answer would expose proprietary information, the question will be answered, and both the question and answer will be kept in confidence. If the AOC does not concur regarding the proprietary nature of the question, the question will not be answered in this manner and the Proposer will be notified.
- B. Proposers interested in responding to the RFP may submit questions via email to the Solicitations Mailbox, identified on the coversheet of this RFP, on procedural matters related to the RFP or requests for clarification or modification of this RFP no later than the deadline for questions listed on the coversheet of this RFP. If the Proposer is requesting a change, the request must set forth the recommended change and the Proposer's reasons for proposing the change. Questions or requests submitted after the deadline for questions will not be answered. Without disclosing the source of the question or request, a copy of the questions and the AOC's responses will be made available.

4. ERRORS IN THE RFP

- A. If, prior to the proposal due date and time listed on the coversheet of this RFP, a Proposer discovers any ambiguity, conflict, discrepancy, omission, or error in this RFP, the Proposer shall immediately notify the AOC via email to the Solicitations Mailbox, identified on the coversheet of this RFP and request modification or clarification of the RFP. Without disclosing the source of the request, the AOC may modify the RFP prior to the proposal due date and time by releasing an addendum to the solicitation.
- B. If a Proposer fails to notify the AOC of an error in the RFP known to Proposer, or an error that reasonably should have been known to Proposer, prior to the proposal due date and time listed on the coversheet of this RFP, Proposer shall propose at its own risk. Furthermore, if Proposer is awarded the agreement, Proposer shall not be entitled to additional compensation or time by reason of the error or its later correction.

5. ADDENDA

- A. The AOC may modify the RFP prior to the proposal due date and time listed on the coversheet of this RFP by issuing an addendum.
- B. If any Proposer determines that an addendum unnecessarily restricts its ability to propose, the Proposer shall immediately notify the AOC via email to the Solicitations Mailbox, identified on the coversheet of this RFP, no later than one day following issuance of the addendum.

6. WITHDRAWAL AND RESUBMISSION/MODIFICATION OF PROPOSALS

A Proposer may withdraw its proposal at any time before the deadline for submitting proposals by notifying the AOC in writing of its withdrawal. The notice must be signed by the Proposer. The Proposer may thereafter submit a new or modified proposal, provided that it is received at the AOC no later than the proposal due date and time listed on the coversheet of this RFP. Modifications offered in any other manner, oral or written, will not be considered. Proposals cannot be changed or withdrawn after the proposal due date and time listed on the coversheet of this RFP.

7. ERRORS IN THE PROPOSAL

If errors are found in a proposal, the AOC may reject the proposal; however, the AOC may, at its sole option, correct arithmetic or transposition errors or both on the basis that the lowest level of detail will prevail in any discrepancy. If these corrections result in significant changes in the amount of money to be paid to the Proposer (if selected for the award of the agreement), the Proposer will be informed of the errors and corrections thereof and will be given the option to abide by the corrected amount or withdraw the proposal.

8. RIGHTS TO REJECT OR AWARD PROPOSALS

- A. The AOC may reject any or all proposals and may or may not waive an immaterial deviation or defect in a proposal. The AOC's waiver of an immaterial deviation or defect shall in no way modify the RFP or excuse a Proposer from full compliance with RFP specifications. The AOC reserves the right to accept or reject any or all of the items in the proposal, to award the contract in whole or in part and/or negotiate any or all items with individual Proposers if it is deemed in the AOC's best interest. Moreover, the AOC reserves the right to make no selection if proposals are deemed to be outside the fiscal constraint of the AOC or against the best interest of the State of California.
- B. In addition to the right to reject any and all proposals, in whole or in part, the AOC also reserves the right to issue similar RFPs in the future. This RFP is in no way an agreement, obligation, or contract and in no way is the AOC or the State of California responsible for the cost of preparing the proposal.
- C. Proposers are specifically directed NOT to contact any AOC personnel or consultants for meetings, conferences, or discussions that are related to this RFP at any time between release of the RFP and any award and execution of a contract. Unauthorized contact with any AOC personnel or consultants may be cause for rejection of the Proposer's proposal.

9. EVALUATION PROCESS

- A. An evaluation committee will review in detail all proposals that are received to determine the extent to which they comply with RFP requirements.
- B. If a proposal fails to meet a material RFP requirement, the proposal may be rejected. A deviation is material to the extent that a proposal is not in substantial accord with RFP requirements. Material deviations cannot be waived. Immaterial deviations may cause a proposal to be rejected.
- C. Proposals that contain false or misleading statements may be rejected if in the AOC's opinion the information was intended to mislead the evaluation committee regarding a requirement of the RFP.
- D. Pricing proposals will be checked only if a proposal is determined to be otherwise qualified. All figures entered on the pricing proposal must be clearly legible.
- E. During the evaluation process, the AOC may require a Proposer's representative to answer questions with regard to the Proposer's proposal. Failure of a Proposer to demonstrate that the claims made in its proposal are in fact true may be sufficient cause for deeming a proposal non-responsive.
- F. If a contract will be awarded, the AOC will post an intent to award notice on its website.

10. PROTEST PROCEDURE

Any protests will be handled in accordance with Chapter 7 of the Judicial Branch Contract Manual (see <http://www.courts.ca.gov/documents/jbcl-manual.pdf>). Failure of a Proposer to comply with the protest procedures set forth in that chapter will render a protest inadequate and non-responsive, and will result in rejection of the protest. The deadline for the AOC to receive a solicitation specifications protest is September 23, 2011. The Protest Hearing Officer's address is:

Judicial Council of California
Administrative Office of the Courts
ATTN: Protest Hearing Officer
455 Golden Gate Avenue, Seventh Floor
San Francisco, CA 94102

11. DISPOSITION OF MATERIALS

All materials submitted in response to this RFP will become the property of the AOC and will be returned only at the AOC's option and at the expense of the Proposer submitting the proposal. One copy of a submitted proposal will be retained for official files and become a public record.

12. PAYMENT

- A. Payment terms will be specified in any agreement that may ensue as a result of this RFP.
- B. **THE AOC DOES NOT MAKE ADVANCE PAYMENT FOR SERVICES.** Payment is normally made based upon completion of tasks as provide in the agreement between the AOC and the selected firm. The AOC may withhold ten percent of each invoice until receipt and acceptance of the final product. The amount of the withhold may depend upon the length of the project and the payment schedule provide in the agreement between the AOC and the selected firm.

13. AWARD AND EXECUTION OF AGREEMENT

- A. Award of contract, if made, will be in accordance with the RFP to a responsible Proposer submitting a proposal compliant with all the requirements of the RFP and any addenda thereto, except for such immaterial defects as may be waived by the AOC.
- B. The AOC reserves the right to determine the suitability of proposals on the basis of a proposal's meeting administrative requirements, technical requirements, its assessment of the quality of service and performance of items proposed, and cost.
- C. The AOC will make a reasonable effort to execute any contract based on this RFP within forty-five (45) days of selecting a proposal that best meets its

requirements. However, exceptions taken by a Proposer may delay execution of a contract.

- D. A Proposer submitting a proposal must be prepared to use a standard AOC contract form rather than its own contract form.
- E. Upon award of the agreement, the agreement shall be signed by the Proposer in two original contract counterparts and returned, along with the required attachments, to the AOC no later than ten (10) business days of receipt of agreement form or prior to the end of June if award is at fiscal year-end. Agreements are not effective until executed by both parties and approved by the appropriate AOC officials. Any work performed prior to receipt of a fully-executed agreement shall be at Proposer's own risk.

14. FAILURE TO EXECUTE THE AGREEMENT

The period for execution set forth in Section 13 ("Award and Execution of Agreement") may only be changed by mutual agreement of the parties. Failure to execute the agreement within the time frame identified above shall be sufficient cause for voiding the award. Failure to comply with other requirements within the set time shall constitute failure to execute the agreement. If the successful Proposer refuses or fails to execute the agreement, the AOC may award the agreement to the next qualified Proposer.

15. COMMUNICATIONS

Questions regarding the AOC's award of any agreement on the basis of proposals submitted in response to this RFP, or on any related matter, should be addressed to the Solicitations Mailbox, set forth on the RFP coversheet.

16. NEWS RELEASES

News releases or other publicity pertaining to the award of a contract may not be made without prior written approval of the AOC's Business Services Manager.

17. ANTI-TRUST CLAIMS

- A. In submitting a proposal to the AOC, the Proposer offers and agrees that if the proposal is accepted, Proposer will assign to the AOC all rights, title, and interest in and to all causes of action it may have under Section 4 of the Clayton Act (15 U.S.C. Sec. 15) or under the Cartwright Act Chapter 2, commencing with Section 16700, of Part 2 of Division 7 of the Business and Professions Code), arising from purchases of goods, materials, or services by the Proposer for sale to the AOC pursuant to the proposal. Such assignment shall be made and become effective at the time the AOC tenders final payment to the Proposer. (See Government Code section 4552)

- B. If the AOC receives, either through judgment or settlement, a monetary recovery for a cause of action assigned under this section, the Proposer shall be entitled to receive reimbursement for actual legal costs incurred and may, upon demand, recover from the AOC any portion of the recovery, including treble damages, attributable to overcharges that were paid.

- C. Upon demand in writing by the Proposer, the AOC shall, within one year from such demand, reassign the cause of action assigned under this section if the Proposer has been or may have been injured by the violation of law for which the cause of action arose and (a) the AOC has not been injured thereby, or (b) the AOC declines to file a court action for the cause of action. (See Government Code section 4554)

ATTACHMENT E
DARFUR CONTRACTING ACT CERTIFICATION

Public Contract Code sections 10475 - 10481 apply to any Proposer that currently or within the previous three years has had business activities or other operations outside of the United States. For such a Proposer to submit a proposal to the AOC, the Proposer must certify that it is either (a) not a scrutinized company; or (b) a scrutinized company that has been granted permission by the AOC to submit a proposal.

If Proposer has not had any business activities or other operations outside of the United States within the previous three years, Proposer does not need to complete this form.

OPTION #1 - CERTIFICATION

Please insert Proposer's name and Federal ID Number and complete the certification below.

I, the official named below, CERTIFY UNDER PENALTY OF PERJURY that (a) the company named below is **not** a scrutinized company per Public Contract Code section 10476; and (b) I am duly authorized to legally bind the company named below. This certification is made under the laws of the State of California.

<i>Proposer Name (Printed)</i>		<i>Federal ID Number</i>
<i>By (Authorized Signature)</i>		
<i>Printed Name and Title of Person Signing</i>		
<i>Date Executed</i>	<i>Executed in the County of _____ in the State of _____</i>	

OPTION #2 – WRITTEN PERMISSION FROM THE AOC

The AOC may permit a scrutinized company, on a case-by-case basis, to bid on a contract with the AOC for goods or services, if it is in the best interests of the AOC. If Proposer is a scrutinized company that has obtained written permission from the AOC to submit a bid or proposal, complete the information below.

The Proposer identified below is a scrutinized company as defined in Public Contract Code

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section 10476, and it has received written permission from the AOC to submit a bid or proposal. A copy of the written permission from the AOC is included with its bid or proposal.

<i>Proposer Name (Printed)</i>		<i>Federal ID Number</i>
<i>By (Authorized Signature)</i>		
<i>Printed Name and Title of Person Signing</i>		
<i>Date Executed</i>	<i>Executed in the County of _____ in the State of _____</i>	

ATTACHMENT F
RECYCLED CONTENT PLASTIC TRASH BAG LAW CERTIFICATION

Please insert Proposer's name and Federal ID Number and complete the certification below.

I, the official named below, CERTIFY UNDER PENALTY OF PERJURY that (a) the company named below complies with the Recycled Content Plastic Trash Bag Law. This certification is made under the laws of the State of California.

<i>Proposer Name (Printed)</i>		<i>Federal ID Number</i>
<i>By (Authorized Signature)</i>		
<i>Printed Name and Title of Person Signing</i>		
<i>Date Executed</i>	<i>Executed in the County of _____ in the State of _____</i>	

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ATTACHMENT G

(REFER TO SEPARATE DOCUMENT, 13 PAGE)

ATTACHMENT H

AOC TRAVEL RATE POLICY AND LIMITS – CONTRACTORS

The policy and limits on reimbursable travel-related expenses are listed below.

Lodging – Receipts are required and each day of lodging claimed must be listed separately. Maximum rates are listed below.

1. In-state - Actual costs are reimbursable up to a maximum of \$110 per day, plus tax and energy surcharge. Within the counties of Alameda, San Francisco, San Mateo, and Santa Clara, the maximum rate is \$140, plus tax and energy surcharge.
2. Out-of-state – Actual costs are reimbursable with appropriate prior approval.

Meals – Actual costs are reimbursable up to the limits stated below for continuous travel of more than 24 hours.

1. Breakfast – Up to \$6.
2. Lunch – Up to \$10.
3. Dinner – Up to \$18.

For continuous travel of less than 24 hours, actual expenses up to the above limits are reimbursable if:

1. Travel begins one hour before normal work hours – Breakfast may be claimed.
2. Travel ends one hour after normal work hours – Dinner may be claimed.

Lunch may not be claimed on trips of less than 24 hours.

Incidental Expenses – Up to \$6 per day. Incidentals are not reimbursable for one-day trips; they may only be claimed after 24 hours.

Transportation – The actual cost of tickets for air, rail, bus, rental car, or other forms of public transportation is reimbursable. The lowest cost ticket available must be purchased. Receipts are required for rental cars and air travel. For ticketless travel, the traveler's itinerary may be submitted in lieu of a receipt.

1. The actual costs of cab fare, public parking, and tolls are reimbursable. Receipts are required for all expenses of \$3.50 or more.
2. Mileage – Personal vehicle mileage is reimbursable at the applicable IRS rate.

Other Business Expenses – Actual cost is reimbursable. Receipts are required for all other business expenses, regardless of the amount claimed.

Receipts for telephone or telegraph charges related to the performance of the contract of \$2.50 or less are not required. Claims for phone calls must include the place and party called.