Employees' Retirement Fund of the City of DALLAS

December 13, 2016

Employees' Retirement Fund of the City of Dallas

Legal Counsel – Request for Proposal Process

Employees' Retirement Fund of the City of DALLAS

Overview

Project Objective

The Employees' Retirement Fund City of Dallas ("ERF" or the "Fund") is seeking proposals from individual attorneys or law firms having an established practice involving employee pension and retirement matters and the legal issues relating to management of institutional trust funds. The purpose of this Request for Proposals ("RFP") is to allow ERF to select one or more attorneys or law firms to provide services as legal advisor ("Retirement Counsel") to the Fund.

- The firm will perform the following services:
  - Retirement Counsel will be expected to keep abreast of and provide on-going advice and counsel with respect to matters bearing upon the administration of the Fund;
  - Represent the Fund in all matters involving administrative or judicial proceedings before administrative bodies or courts relating thereto;
  - Retirement Counsel will be expected to prepare, on an as-needed basis, vendor contracts relating to the administration of the Fund and the management of its funds;
  - Provide memoranda of advice on legal issues relating to administration of the Fund; administrative findings and conclusions as appropriate with regard to matters coming before the ERF Board; and such other related materials as may be requested from time to time by the Fund.

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Targeted Legal Counsel Firms

- Barnes & Thornberg - Dallas
- Bell Nunnally – Dallas
- Cohen Milstein – New York
- Ford & Harrison LLP – Dallas
- Foster Pepper PLLC - Seattle
- Ice Miller – Indianapolis
- Jackson Walker – Austin
- Lloyd Gosselink – Austin
- Locke Lord – Dallas
- White & Wiggins – Dallas
- Strasburger & Price - Dallas

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Proposal Evaluation

Proposals will be reviewed to determine whether or not they meet the requirements of the RFP. Proposals will be evaluated on the following criteria:

1. **Experience and Past Performance (Point Value=100pts; Weighted Value=20%)**. The proposer's prior applicable experience and performance in advising clients with regard to retirement matters, including in particular retirement matters governed by applicable laws and institutional investment matters.

2. **Knowledge and Experience in Related Fields (Point Value=100pts; Weighted Value=20%)**. The proposer's knowledge and experience with respect to employee benefits, securities law generally or knowledge and experience in both areas.

3. **Qualifications of Key Personnel (Point Value=100pts; Weighted Value=10%)**. The capability, experience and qualifications of key personnel; the availability and commitment to ERF of such personnel and their continuity with the firm; and the ability of such personnel to complete time sensitive transactions.

4. **Understanding of Public Authorities (Point Value=100pts; Weighted Value=5%).** The knowledge and familiarity of the proposer with respect to independent public authorities.

5. **Cost (Point Value=100pts; Weighted Value=40%).** Appropriateness and competitiveness of the cost proposal.

6. **Diversity (Point Value=100pts; Weighted Value=5%).** The proposer's commitment to equal employment opportunity.

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Timeline

Request for Proposal Schedule:

Solicitation Schedule	Date
RFP Issued	Wednesday, December 14, 2016
Deadline for Questions from vendors	Tuesday, December 20, 2016.
Answers to all Questions from ERF Staff	Tuesday, January 3, 2016
Sealed Proposals Due to the FUND	Friday, January 13, 2017
Notification of Finalists – Due Diligence process to start	Friday, January 20, 2017
Oral Presentations to the Board and Selection of Retirement Counsel, pending the Board's approval	Tuesday, February 14, 2017
Announcement of Successful Proposer(s), pending the Board's approval	Wednesday, February 15, 2017
Commencement of Contract Agreement, pending the Board's approval	Wednesday, March 1, 2017