CANCER PREVENTION AND RESEARCH INSTITUTE OF TEXAS

REQUEST FOR QUALIFICATIONS

RFQ Number: 542-21-004

Outside Counsel Contracts

NIGP Class Item:
961-49

Response Due Date: August 9, 2021
Response Due Time: 4:00 pm (Central Time in Austin, Texas)

Posting Date: July 8, 2021
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1.0 OVERVIEW AND BACKGROUND

1.1 Background

The Cancer Prevention and Research Institute of Texas (“CPRIT” or the “Institute”) is a $6 billion, 20-year initiative – the largest state cancer research investment in the history of the United States and the second largest cancer research and prevention program in the world. Together with Texas’ well-earned business reputation, CPRIT’s investments in the state’s life science infrastructure are accelerating Texas’ efforts to become a major biotechnology hub and a world-class leader in cancer research and prevention. CPRIT funds projects that create high quality jobs, support critical lab infrastructure assets, and help thousands of cancer patients extend their lives.

CPRIT awarded its first cancer research grant in late 2009. Nearly twelve years later, the Institute’s Oversight Committee has invested $2.7 billion in 1,608 grants for the best ideas in cancer research, product development, and prevention in Texas. This groundbreaking work has enhanced Texas’ competitive edge in the global fight against cancer.

An Oversight Committee consisting of nine members appointed by the Governor, Lieutenant Governor and Speaker of the House serves as CPRIT’s governing body.

More information about CPRIT is available on the agency's web site at www.cprit.texas.gov.

1.2 Agency Purpose

CPRIT’s three-part purpose, as mandated by Texas Health and Safety Code § 102.002, is to:

1. Create and expedite innovation in the area of cancer research and to enhance the potential for a medical or scientific breakthrough in the prevention of cancer and cures for cancer;

2. Attract, create, or expand research capabilities of public or private institutions of higher education and other public or private entities that will promote a substantial increase in cancer research and in the creation of high-quality new jobs in this state; and

3. Develop and implement the Texas Cancer Plan.

CPRIT maintains high standards of ethics, accountability, efficiency, and transparency. The Institute’s constitutional responsibility to distribute public funds to cure and mitigate cancer is a commitment to the citizens of Texas. We approach our responsibilities with the purpose honoring that commitment.

1.3 Definitions

“Addendum” means a written clarification or revision to the RFQ issued by CPRIT.

“Agency” means the Cancer Prevention and Research Institute of Texas.

“CPRIT” means the Cancer Prevention and Research Institute of Texas.


“OAG” means Office of the Attorney General of Texas.
“OCC” means Outside Counsel Contract.

“Outside Counsel Services” means the legal services described in this RFQ.

“Oversight Committee” means CPRIT’s governing body.

“Respondent” means an entity responding to this Solicitation.

“Response” means the Respondent’s entire response to this RFQ, including all documents requested in this RFQ.

“RFQ” means this Request for Qualifications.

1.4 Reservations of Rights

This RFQ does not commit CPRIT to make an award, nor does it obligate CPRIT to pay any costs incurred by Respondents in the preparation and submission of a Response to this RFQ. In the best interest of CPRIT and the State, CPRIT, in its sole discretion and at any time, may exercise the following rights which include, but are not limited to:

1. Withdrawal, conclusion, or cancellation of this RFQ at any time.

2. Amendment or modification of any provision of this RFQ.

3. Rejection, in whole or in part, of all Responses to this RFQ.

4. Waiver of administrative deficiencies and/or minor technicalities in one or more Responses.

The decision of CPRIT shall be administratively final. All Responses to this RFQ shall become a part of CPRIT’s official procurement files and may be available for public inspection subject to the Texas Public Information Act upon execution of a contract resulting from this RFQ, if any.

CPRIT reserves the right to disqualify any Response submitted by a Respondent whose contract with CPRIT was previously terminated for cause. CPRIT, in its sole discretion, may disqualify or not recommend for an award of contract under this RFQ any Respondent whose contract for services with any entity was terminated or canceled prior to completion.

2.0 SCOPE OF SERVICES AND RESPONDENT QUALIFICATIONS

CPRIT requests Outside Counsel Services to advise the Agency regarding all aspects of intellectual property and revenue sharing associated with grant award contracts issued by CPRIT for cancer research and product development research programs.

State law requires that every grant contract between CPRIT and a grant recipient include an intellectual property agreement that allows the state to collect royalties, income, and other benefits from projects funded by a CPRIT grant. Intellectual property is a highly specialized area of law. The failure to
properly structure the intellectual property and revenue sharing agreement may result in lost income to the state.

CPRIT expects to retain more than one firm to provide Outside Counsel Services to manage the potential for a conflict of interest between an outside counsel firm and a grant applicant under review.

2.1 Outside Counsel Services

The Outside Counsel Services required by CPRIT include:

1. Advising CPRIT’s general counsel in drafting/revising administrative rules regarding CPRIT’s intellectual property standards and/or the intellectual property agreement included in CPRIT grant contracts;

2. Assisting in the development of Agency processes regarding intellectual property and revenue sharing standards and/or agreements;

3. Providing on-going assistance negotiating and modifying the intellectual property and revenue sharing agreements and contract terms, including royalty, milestone and equity provisions, associated revenue-sharing provisions with grant recipients;

4. Conducting intellectual property due diligence of grant applicants as part of the grant award decision process, including reviewing the grant applicant’s intellectual property strategy, patent applications and related patents and, as appropriate, advising on the strengths and weakness of such strategy and submission; and

5. Attending meetings as requested, including CPRIT Product Development Review Council meetings and Oversight Committee meetings, to respond to questions regarding the intellectual property due diligence review or other issues related to the grant applicant or grant recipient’s intellectual property estate and revenue sharing terms.

2.2 Respondent Qualifications and Capabilities

Outside counsel responsibilities will involve advising CPRIT and providing Outside Counsel Services related to intellectual property law, particularly in the area of biotechnology, including drug development, diagnostics, and medical devices, as well as acquisition and ownership obligations related to equity or other revenue sharing opportunities.

Minimum Qualifications

1. The lead attorney assigned to provide Outside Counsel Services must have a minimum of seven (7) consecutive years of demonstrated expertise in intellectual property law.

2. The lead attorney assigned to provide Outside Counsel Services must be licensed and currently eligible to practice law in the state of Texas as reflected by the State Bar of Texas Online Membership Directory (required by the Office of the Texas Attorney General (“OAG”)).
3. The lead attorney assigned to provide Outside Counsel Services must be in good standing with the State Bar of Texas with no public disciplinary history in Texas or elsewhere as reflected by the State Bar of Texas’ Online Membership Directory.

4. Attorneys assigned to provide Outside Counsel Services must be engaged in the active practice of law for at least five (5) consecutive years prior to the date of responding to this RFQ.

5. Outside counsel firm must supply its own work facilities, equipment, supplies, and support staff to provide the Outside Counsel Services.

6. Outside counsel firm must maintain malpractice insurance or an acceptable substitute in an amount acceptable to the Agency ($1 million).

2.3 Disclosure Statement Regarding Conflicts of Interest

The OAG requires outside counsel to, “submit a written disclosure statement identifying every matter in which the firm represents, or has represented, within the past calendar year, any entity or individual in any litigation matter in which the entity or individual is directly adverse to the State of Texas or any of its boards, agencies, commissions, universities, or elected or appointed state agency officials in connection with their official job duties and responsibilities. “Litigation” means the matter has been filed in the public record in either state or federal court.” Further, “If a disclosure statement is submitted, it must include a short description of the nature of the matter and the relief requested or obtained in each matter and any identifying cause or case number.” (Tex. Admin. Code § 57.4).

Any Respondents to this RFQ must provide the disclosure statement along with all materials provided in the Response to this RFQ.

Additionally, Respondents should be advised that pursuant to Texas Government Code § 2261.252, CPRIT cannot enter into a contract for the purchase of goods and services with a private vendor with whom there is a financial interest with a member of CPRIT’s governing body, which is the Oversight Committee. A potential financial interest includes a family member related to an Oversight Committee member within the second degree by affinity or consanguinity.

A “financial interest” is defined as owning or controlling, directly or indirectly, an ownership interest of at least one percent in the entity, including the right to share in the profits, proceeds, or capital gains; or could reasonably foresee that a contract with the entity could result in a financial benefit to the governing board member.

A list of current Oversight Committee members is available on CPRIT’s website: http://www.cprit.state.tx.us/about-cprit/oversightcommittee/.

3.0 CONTRACT AND TERM

3.1 Contract

CPRIT will select outside counsel; CPRIT’s choice must be approved by the OAG. CPRIT may select and contract with more than one Respondent.
The outside counsel engagement is documented by a standard form outside counsel contract (“OCC”) created by the OAG and executed by CPRIT and outside counsel. CPRIT has included the OCC as Attachment C for Respondents’ review. CPRIT notes that the OCC template for the next biennium beginning September 1, 2021, may be slightly different because it will incorporate any changes resulting from the current legislative session.

Following notice of award and approval by the OAG, CPRIT and outside counsel execute the OCC via an electronic portal hosted by the OAG. CPRIT reserves the right, in its sole discretion to issue a notice of award without negotiation of the OCC provisions.

CPRIT’s general counsel will manage, monitor and coordinate the provision of legal services by outside counsel in all matters. Outside counsel shall have no authority to act for or on behalf of CPRIT or the State of Texas except as expressly provided for in this RFQ and the OCC; no other power or use is granted or implied. Outside counsel may not incur any debts, obligations, expenses or liabilities of any kind on behalf of CPRIT or the State of Texas.

3.2 Initial Term, Extensions and Renewals

Outside Counsel Services shall commence following an issuance of the notice of award by CPRIT and the execution of the OCC.

The initial term of the OCC will automatically expire on August 31, 2022.

CPRIT may extend the OCC as needed. Each extension may not exceed six (6) months.

Upon the mutual agreement of CPRIT and outside counsel and approval by the OAG, the OCC may be renewed for four (4) additional one (1) year periods. For each additional term, outside counsel must provide CPRIT with an updated conflict of interest disclosure as described in section 2.3 of this RFQ.

The renewal periods, if exercised, will be:

1st Renewal: September 1, 2022 - August 31, 2023
2nd Renewal: September 1, 2023 - August 31, 2024
3rd Renewal: September 1, 2024 - August 31, 2025
4th Renewal: September 1, 2025 - August 31, 2026

3.3 Contract Documents

Contract documents governing the procurement of Outside Counsel Services will consist of the executed OCC as well as the RFQ, the Respondent’s Response to the RFQ, and the notice of award. The provisions of the OCC, the notice of award and this RFQ shall control in the case of any conflict with any of the provisions in the Respondent’s Response to the RFQ.

CPRIT WILL NOT SIGN FORM CONTRACTS. CPRIT WILL NOT BE BOUND BY ANY VENDOR LIMITATION OF LIABILITY.
4.0 RFQ SCHEDULE AND SUBMISSION REQUIREMENTS

The RFQ consists of the following attachments:

1. The RFQ
2. The Execution of Statement of Qualifications (Attachment A, Respondent must return signed copy with Response)
3. The HUB Subcontracting Plan (Attachment B, Respondent must complete, sign, and return with Response)
4. The OCC (Attachment C, Respondent receiving a notice of award from this RFQ must execute the OCC AFTER receiving the notice of award)

4.1 Schedule of Events: The following is the timetable for the procurement process:

<table>
<thead>
<tr>
<th>Event</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>ESBD Posting Date</td>
<td>July 8, 2021</td>
</tr>
<tr>
<td>Deadline for Submitting Questions</td>
<td>July 13, 2021</td>
</tr>
<tr>
<td>Official Response to Questions</td>
<td>July 16, 2021, or as soon thereafter as possible</td>
</tr>
</tbody>
</table>

Official response to questions will be posted on the Electronic State Business Daily (ESBD).

Qualifications Response Due Date/Time: August 9, 2021, 4:00 pm Central Standard Time

Responses to this RFQ received after the due date and time will be considered late and will not be evaluated or considered for the contract award.

4.2 Revisions to the Schedule

CPRIT reserves the right to revise this schedule or any portion of this RFQ through a published Addendum on the ESBD. It is the responsibility of interested parties to periodically check the ESBD for updates prior to submitting a Response. Respondent’s failure to periodically check the ESBD will in no way release the selected vendor from the requirements of “addenda or additional information” nor will any resulting additional costs to meet requirements be allowed after award.

4.3 Point of Contact

Respondents shall direct all inquiries and communications regarding this RFQ to the CPRIT Purchaser listed below:

Donald Brandy
Phone: (512) 305-8498
Email: dbrandy@cprit.texas.gov

Respondents shall not contact other CPRIT personnel regarding this RFQ, except as permitted by the CPRIT Purchaser listed as Point of Contact.
Failure to comply with this requirement may result in disqualification of the Respondent firm from further consideration.

4.4 Response Requirements for Submission

Listed below is a summary of all information to be included in a Response submitted for this RFQ. CPRIT reserves the right, in its sole judgment and discretion, to waive minor technicalities and errors in the best interest of the state. Submission of a Response confers no legal rights upon any Respondent.

A. Execution of Statement of Qualifications – Attachment A

The Respondent must sign to confirm the stated qualifications of the Respondent and the key staff members who will be assigned to any resulting contract. Failure to sign and submit this form with Response may disqualify the Respondent firm from further consideration.

B. Transmittal Letter

The transmittal letter must contain the following information:

1. Contact information for the Respondent firm and the designated point of contact.
2. A brief summary of key qualifications and the approach to achieving the required services.
3. A statement of acceptance of the terms and conditions provided in this RFQ and the OCC template in Attachment C. If the Respondent takes exception to any term or condition in this RFQ or the OCC, the Respondent must note the exception(s) in the transmittal letter as well as provide a full explanation as Section 4.4.I as instructed.
4. A statement that the Response to the RFQ, including contract pricing when requested, will remain in effect for 120 days after the Response deadline.

C. Respondent’s Narrative Explanation of Qualifications

Provide a detailed narrative explaining why Respondent is best qualified to provide the Outside Counsel Services specified in this RFQ, focusing on the Respondent firm’s key strengths, competitive advantages, and experience in intellectual property law, particularly in the area of biotechnology, including drug development, diagnostics, and devices. The detailed narrative should include relevant experience performing intellectual property due diligence services and negotiating intellectual property agreements and revenue sharing terms.

The narrative should also explain how the Respondent meets the minimum qualifications specified in Section 2.2. The Respondent should indicate if it intends to use identified subcontractors to provide any portion of the Outside Counsel Services specified in this RFQ.

D. Contract Pricing

Proposed fees associated with Outside Counsel Services will be requested and negotiated after Respondents are selected for the award. Respondents must make it clear all charges CPRIT would incur, including a proposed fixed dollar fee schedule, if applicable. Respondent must explain the assumptions upon which the fees are based.
Fees paid to outside counsel may be negotiated prior to OCC execution and shall be the sole compensation for Outside Counsel Services.

Unless expressly approved by the First Assistant Attorney General in advance, hourly rates for attorneys shall currently not exceed $525 per hour, while hourly rates for non-attorney legal work (limited to paralegals, legal assistants, and other timekeepers performing similar legal work) shall not exceed $225 per hour. These maximum hourly rates are subject to change for the upcoming biennium.

CPRIT reserves the right to set a not-to-exceed annual contract amount.

E. References and Past History

Respondents must have a demonstrated track record of timely performance, quality and integrity, as evidenced by a list of client references. Respondents should provide at least three references for which a Respondent has provided the same or similar services as requested by this RFQ. Client references should include contact information, including email addresses.

F. Disclosure Statement regarding Conflicts of Interest

Respondents must include a disclosure statement regarding conflicts of interest as required by section 2.3 of this RFQ.

G. HUB Subcontracting Plan – Attachment B

Respondents, including Texas Certified HUBs, must complete, sign and submit a HUB Subcontracting Plan (HSP) with the Response. CPRIT expects the resulting contract will exceed $100,000 during the life of the contract, and in accordance with Texas Government Code Chapter 2161, submission of the HSP is mandatory. The HSP is Attachment B or may be downloaded from the following website: https://comptroller.texas.gov/purchasing/vendor/hub/forms.php.

H. Proprietary Information

An original copy of each Response received for this RFQ shall be retained in CPRIT’s official files. CPRIT is a government agency subject to the Texas Public Information Act (TPIA), Chapter 552, Texas Government Code. Responses to this RFQ are subject to release as public information unless the OAG determines that a specific exception to disclosure under the TPIA applies. Information related to the performance of this contract may also be subject to the TPIA.

If it is necessary for Respondents to include proprietary or otherwise confidential information in its Response to this RFQ, Respondents should include a separate page that specifically indicates the section(s), page(s), and paragraph(s) of the Response the Respondent asserts is proprietary or otherwise confidential. However, it is not acceptable for Respondents to make a blanket claim that the entire Response is protected from disclosure.

CPRIT will notify Respondents of any request for information received from a member of the public as required by the TPIA and will withhold or release the Response and all other documents associated with this RFQ only in accordance with the process specified by the TPIA.

To the extent that a Respondents seeks to prevent the public disclosure of portions of its Response to this RFQ, the Respondent shall be responsible for demonstrating to the OAG the applicability of any
exception to disclosure provided under the TPIA in accordance with the procedures prescribed by the TPIA.

I. Assumptions and Exceptions

On company letterhead, Respondents shall clearly explain any assumptions made in their Response. Using the format below, Respondents shall also identify all exceptions taken to specific provisions of this RFQ and/or the OCC, noting the specific RFQ or OCC section number.

<table>
<thead>
<tr>
<th>Section</th>
<th>Section Title</th>
<th>Exception</th>
<th>Proposed Language</th>
</tr>
</thead>
</table>

CPRIT will consider the requested exceptions; however, CPRIT reserves the right not to award a contract to the Respondent based upon a requested exception.

If there are no exceptions, Respondents must explicitly confirm that the Respondent takes no exception to any part of this RFQ and OCC.

4.5 HUB Statement

It is the policy of CPRIT to promote and encourage contracting and subcontracting opportunities for State of Texas certified Historically Underutilized Businesses (HUBs) in all contracts in compliance with Texas Government Code, Statute 2161.001-253. Respondents are encouraged to become HUB certified. State of Texas HUB applications may be found at: https://www.comptroller.texas.gov/purchasing/vendor/hub. Definitions for State of Texas HUB certifiable businesses can be found in Texas Administrative Code Title 34 Part 1, Subchapter B, Chapter §20.12, and under the previously provided website.

CPRIT has determined that subcontracting opportunities may exist under this RFQ, and the contract will exceed $100,000. In accordance with Texas Gov’t Code Chapter 2161, submission of the HUB Subcontracting Plan (HSP) is mandatory. Subcontracting with Texas certified HUBs is encouraged but is not mandatory.

A. The Good Faith Effort – Involves sending written notification of subcontracting opportunities to at least three (3) Texas certified HUBs per subcontracting area. Unless otherwise specified, the prime contractor must allow HUBs seven (7) working days from their receipt of notice to respond.

B. HUB Subcontracting Plan (HSP) – The Historically Underutilized Business (HUB) Subcontracting Plan (HSP) required by Chapter 2161 of the Texas Government Code (TGC) and by Title 34, Chapter 20, Subchapter B, §20.11- §20.28 of the Texas Administrative Code (TAC).

C. Historically Underutilized Business (HUB) – A business that is certified with the Comptroller of Public Accounts by meeting the following requirements: 51% owned by an Asian Pacific American, Black American, Hispanic American, Native American, American Woman, or Disabled Veteran; is an entity with its principal place of business in Texas; and has an owner residing in Texas with a proportionate interest that actively participates in the control, operations and management of the entity’s affairs.
5.0 EVALUATION OF RESPONSES

Respondents are encouraged to provide their best Response to the scope of services contained in the solicitation. Based upon CPRIT’s evaluation of the Responses to this RFQ, CPRIT in its sole discretion will decide if there is a need to request a written best and final offer (“BAFO”) from one or more Respondents determined to be within the competitive range.

5.1 Evaluation Criteria

CPRIT will consider only those Responses that meet the minimum qualification requirements in this RFQ. CPRIT’s evaluation team will score Responses using the three (3) categories and point scale in the table below.

<table>
<thead>
<tr>
<th>Evaluation Criteria</th>
<th>Maximum Points</th>
</tr>
</thead>
<tbody>
<tr>
<td>Respondent’s Demonstrated Competence, Knowledge, Experience and Qualifications Providing Requested Outside Counsel Services</td>
<td>60</td>
</tr>
<tr>
<td>The Summary of Key Qualifications and the Approach to Achieving the Required Services.</td>
<td>20</td>
</tr>
<tr>
<td>References, History, and other Relevant Factors as Determined by CPRIT</td>
<td>20</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>100</strong></td>
</tr>
</tbody>
</table>

5.2 Evaluation Process

After reviewing and scoring the Responses, CPRIT will decide whether a second round of evaluations is necessary. If a second round is used, CPRIT may invite selected Respondents to provide in-person or virtual presentations of their qualifications and Response to meet the Outside Counsel Services. During the evaluation process CPRIT may investigate as necessary to evaluate and confirm Respondent’s qualifications.

CPRIT may waive any minor or immaterial Response requirements noted in the submission process.

CPRIT will issue a notice of award to the Respondent(s) whose final Response provides the best value for the state and is in the state’s best interest as defined by Texas Government Code §2155.074.

Sealed Responses and information related to the procurement process will not be disclosed to Respondents or the general public prior to the award of the contract.

6.0 SUBMITTING THE RESPONSES TO CPRIT

6.1 Respondent’s Responsibilities

Respondents are solely responsible for understanding the RFQ and all requirements. Any questions concerning this RFQ should be directed to the CPRIT Point of Contact.

Responses to this RFQ must include all required information as described herein. Failure to provide the required information may disqualify the Response from consideration for award.
6.2 Submission by Email

Responses must be submitted by email in Microsoft Office and Adobe Acrobat formats (searchable PDF format) to the following email address: ebids@cprit.texas.gov.

The email subject line must contain the RFQ number and title, “RFQ 542-21-004, Outside Counsel Contracts.”

Respondents are solely responsible for ensuring their Response is sent to and received by CPRIT by the due date and time. CPRIT recommends beginning the electronic submission process well in advance of the 4:00 pm Central Standard Time deadline and to limit attachment size to 15 MB. This may require sending multiple emails to submit all documents required by this RFQ.

Respondents will receive an auto-reply confirming receipt of Response.

A Respondent may request in writing to withdraw its Response to this RFQ.

The email receipt date and time stamp are final. Responses received after the due date and time (August 9, 2021, 4:00 pm CST) will be considered late and will not be evaluated or considered for the award. CPRIT is not responsible for any technical difficulties Respondents encounters with electronic submission.

7.0 AWARD AND PAYMENT PROCESS

7.1 Notice of Award and OCC

In its sole discretion, CPRIT will issue a notice of award(s) to the Respondent(s) whose qualifications and contract pricing is considered the best value to the state and is in the state’s best interest as defined by Texas Government Code § 2155.074. CPRIT reserves the right to award multiple contracts from this RFQ, or not to make any awards. CPRIT will notify all Respondents by email when the notice of award(s) is made.

The notice of award will be contingent upon approval by the OAG, execution of the OCC, and funding by the Legislature being available in each subsequent fiscal year.

CPRIT shall look solely to the awarded Respondent firm for performance of any OCC resulting from this RFQ. Outside counsel will provide the requested services under the direction of CPRIT and shall be liable, both individually and severally, for the performance of all obligations under any OCC resulting from this RFQ.

Respondent(s) selected by CPRIT to provide Outside Counsel Services agrees not to provide such services until issuance of the Notice of Contract Award from CPRIT and the execution of the OCC.

Respondent(s) selected by CPRIT agrees to notify CPRIT in writing of internal changes of key personnel assigned to the OCC within ten (10) business days of changes involving key personnel.
7.2 Adding New Services to the OCC after Notice of Award

Following the notice of award, additional services of the same general category that could have been encompassed in the award of the OCC, and that are not already in the OCC, may be added. A formal written request may be sent to the Respondent(s) receiving a notice of award to provide a response on the additional services and shall submit a response to CPRIT as instructed. Pricing for additional services may not exceed 25% of the total contract amount. All prices are subject to negotiation with a BAFO.

CPRIT may accept or reject any or all responses and may issue a separate RFQ for the services after rejecting some or all the responses. The services covered under this provision shall conform to the specifications and requirements as outlined in the request. An amended notice of award and/or amendment to the OCC will be issued to document agreements.

7.3 Payment Terms

CPRIT and outside counsel must abide by the administrative rules adopted by the OAG governing the submission, review, and approval of invoices found at Title 1, Chapter 57 of the Texas Administrative Code.

Outside counsel shall submit invoices to CPRIT at invoices@cprit.texas.gov for review within one calendar month from the end of the relevant billing period covered by the invoice. Invoices must be timely, accurate and include CPRIT’s RFQ number, OAG assigned contract number and other pertinent itemized information for verification of receipt of services by CPRIT.

After internal review, CPRIT must submit each invoice and other related information to the OAG for authorization to pay the invoice.

Payments by CPRIT to outside counsel under the OCC shall be in compliance with Chapters 402 and 2251 of the Texas Government Code and Title 34, Chapter 20, Subchapter F of the Texas Administrative Code.

7.4 Administrative Fee Paid by Outside Counsel to OAG

Pursuant to Texas Government Code § 402.0212(c), outside counsel must pay a non-refundable administrative fee to the OAG for the review of outside counsel invoices. The administrative fee amounts are set out in Texas Administrative Code § 57.9(c). The OAG will not review outside counsel invoices and authorize CPRIT to pay such invoices until outside counsel pays the administrative fee.

8.0 TERMS AND CONDITIONS

8.1 Default Notification

If a Respondent receiving a notice of award cannot begin services on the agreed date and time, the Respondent shall give immediate written notice to CPRIT specifying the date and time upon which the services will be provided. The awarded Respondent must keep CPRIT informed at all times of its status. Without express written agreement from CPRIT for the delay, the Respondent’s failure to execute the OCC or to begin services per the OCC on the agreed date and time may result in termination of the notice of award or OCC, as appropriate.
8.2 Change in Governing Law

It is understood and agreed by the parties hereto, that changes in local, state and federal rules, regulations or laws applicable hereto may occur. Respondents expressly agrees to comply with all applicable federal, state and local laws.

8.3 Public Disclosure

No public disclosures or news releases about the notice of award shall be made without prior written approval of CPRIT.

8.4 Vendor Performance

Review of vendor performance shall be conducted for each awarded contract and reported through the Texas Comptroller of Public Accounts (“CPA”) Vendor Performance Tracking System as described in 34 Texas Administrative Code §20.108 (b). State agencies must report a vendor’s performance on any purchase over $25,000 from contracts administered by the CPA or any other purchase made through an agency's delegated authority or a purchase made pursuant to the authority in Government Code, Title 10, Subtitle D or a purchase exemption from CPA/SPD procurement rules and procedures. CPA may conduct reference checks with other entities regarding past performance. In addition to evaluating performance through the Vendor Performance Tracking System (as authorized by 34 Texas Administrative Code §20.108), the CPA may examine other sources of vendor performance including, but not limited to, notices of termination, cure notices, assessments of liquidated damages, litigation, audit reports, and non-renewals of contracts. Any such investigations will be at the sole discretion of the CPA, and any negative findings, as determined by the CPA, may result in non-award to a Respondent.

Past Performance: A Respondent’s past performance will be measured based on letter grades from A - F, in compliance with applicable provisions of §2155.074, 2155.075, 2156.007, 2157.003, and 2157.125, Gov’t Code. Respondents may fail this selection criterion for any of the following conditions:
- A score less than C or Legacy Unsatisfactory in the Vendor Performance Tracking System,
- Currently under a Corrective Action Plan through the CPA,
- Having repeated negative Vendor Performance Reports for the same reason,
- Having purchase orders that have been canceled in the previous 12 months for non-performance.

8.5 Smoking Policy

CPRIT is a tobacco and smoke-free agency. This policy prohibits tobacco use and smoking, including, non-tobacco vaping and JUUL products, within or on the grounds of any state building. Outside counsel, by acceptance of the OCC, agrees to abide by this policy when on the state property.