



REQUEST FOR PROPOSALS

Legal Services

(General Litigation, Bankruptcy, Foreclosure, Creditor's Rights, and Eviction)

Posting Date: October 11, 2024

Response Submission Deadline: 3:00 EST p.m. on November 15, 2024.

NOTE TO RESPONDENTS:

Respondents are advised that all submissions (including those not selected) may be made available to the public on request upon completion of the process and award of a contract. Accordingly, any proprietary information included in the proposal that the respondent desires not to be disclosed should be clearly identified as such and segregated from the rest of the proposal.

INTRODUCTION

Founded in 2016 and headquartered in Providence, Rhode Island, Mortgage Servicing Solutions ("MSS") is a dba of Rhode Island Housing and Mortgage Finance Corporation ("RIHousing") and acts as the mortgage loan sub-servicer for Maine State Housing Authority "MSHA".

MSS is inviting all interested and qualified firms to submit proposals to provide MSS and MSHA with legal services in the State of Maine. Firms shall be eligible for engagement for a period of three (3) years. This request for proposal ("RFP") seeks to replace, not supplement, MSS's current legal counsel list(s). Accordingly, firms on any existing legal counsel list must, if they wish to continue to be engaged, respond to this RFP. The scope of services identified in Exhibit B is categorized by practice areas according to MSS's diverse legal needs. Firms are encouraged to respond to as few or as many of the areas of representation as would be appropriate for the firm. MSS may award one or more contracts for any combination of legal services. The selected firm or firms shall be engaged for a period ending on November 30, 2027.

INSTRUCTIONS

Proposals must be submitted via email to: Liliana Alves at lalves@rihousing.com no later than the response submission deadline set forth above.

Proposals that are not received by the response submission deadline or that do not adhere to the submission instructions described herein shall not be accepted or considered by MSS.

Proposals should indicate which area(s) of representation for which the firm is applying. Proposals should be concise and adhere to the word count applicable to each section of this Request for Proposals (“RFP”). Proposals should be presented on business letterhead and include all attachments, certifications (including the Submissions Certification at Attachment A), and work samples (as applicable). Please note that failure to provide any information, certification, or document requested in this RFP may cause your submission not to be reviewed or considered by MSS.

MSS may invite one or more finalists to make presentations, including demonstrations of requested products, if applicable.

Updates, amendments and Q&As related to this Request for Proposals may be posted from time to time at: [RFPs & RFQs | RIHousing](#).

SCOPE OF WORK

Please see the Scope of Work as provided on Attachment B.

ITEMS TO BE INCLUDED WITH YOUR PROPOSAL

**SUBMISSION
CHECK LIST**

Section A: General Firm Information (Total word limit: 500 words)

1. Provide a brief description of your firm, including but not limited to the following:
 - a. Name of the principal(s) of the firm.
 - b. Name, business telephone number and business email address of a representative of the firm authorized to discuss your proposal.
 - c. Locations of all offices of the firm.
 - d. Number of employees of the firm. Please specify number of partners and associates in your firm’s housing practice area.

MSS requests that the contact information provided in response to this subsection (1) be strictly limited to business addresses, telephone numbers, and email addresses to protect any personal information from being made available to the public pursuant to a public records request.

- 2. Describe any relationships that you have with other law firms regarding proposed co-counsel relationships and/or fee splitting arrangements.
- 3. Identify any material litigation, administrative proceedings or investigations which (i) currently names your firm as a party, (ii) have been threatened against your firm; or (iii) have been settled within the past two (2) years and involved your firm as a party.
- 4. Provide current information regarding the carrier, type and amount of professional liability insurance your firm carries. Selected firms will be asked to provide MSS with their professional liability insurance certificate prior to engagement. The following coverage is required:
 - a. The firm must have in full force and effect professional liability insurance with an insurance company rated at least “A-” in Best’s Guide in an amount not less than \$5,000,000, which liability insurance shall include specific coverage for practice in the field in which you propose to respond.

Section B: Experience and Resources – General Information
(Total word limit: 4500 words)

- 1. Please provide a brief description of services or contributions your firm has provided to the people or State of Maine in the past two years, including counsel relationships with State of Maine departments, agencies, quasi-public entities, or public corporations.
- 2. MSS is committed to fostering diversity in the workplace as part of our mission. Please provide any resources, procedures, and/or policies in place at your firm to support diversity equity and inclusion initiatives.
- 3. If your firm is a State-certified minority-owned business enterprise (“MBE”) or women-owned business enterprise (“WBE”), please provide documentation evidencing registration. For firms that are not certified but applied for certification, please provide evidence of filing, including filing date.
- 4. Provide the details of any claim covered by your Errors and Omissions insurance policy with respect to your firm by your firm in its capacity as bond counsel in the last three (3) years, and how these claims were resolved.

- 5. Indicate which principals and associates from your firm would be involved in providing services to MSS or MSHA. Provide appropriate background information for each such person (including any relevant books, publications, or professional presentations) and identify his or her responsibilities.

- 6. Provide three (3) references from clients representative of the practice areas identified in the Scope of Work for which the firm is applying, preferably housing finance agency clients, including a description of the type of work performed for said client and the name, address and telephone number of a contact person at the client who can evaluate the firm's work. Your inclusion of this information will constitute permission for MSS to contact the references provided as it determines necessary.

**Section C: Experience and Resources – Specific Practice Area
(Total word limit: 4500 words)**

In addition to the information requested in Section B, for each respective practice area that your firm is seeking to provide services, please provide the following information, as requested:

- 1. General Litigation
 - a. Describe the types of litigation your firm has been involved with in the following areas: business litigation, real estate, contract disputes and mortgage lending and servicing. Include in your response whether your client was the defendant or plaintiff and the disposition of the matter.
 - b. Indicate the number of cases handled by your firm over the past two (2) years, the number of attorneys in your litigation department and the number of other professionals (e.g. paralegals, etc.) in the litigation department.
 - c. Describe how your firm manages litigation. Describe how your firm could help MSS control litigation expenses.
 - d. Has your firm represented any governmental entities within the past three (3) years? If so, please provide information on representative clients in the following format:
 - i. Name of client
 - ii. Number of years serving this client

- iii. Name(s) of partners, counsel and associates in charge of this client relationship

2. Bankruptcy/Creditor's Rights, Foreclosure and Eviction

- a. Describe your mortgage lender representation experience specifically in the areas of foreclosure and bankruptcy for the past two (2) years. Please include information in the following format:
 - i. Name of client
 - ii. Number of years serving this client
 - iii. Name(s) of partners, counsel and associates in charge of this client relationship
 - iv. Number of foreclosures and bankruptcies handled for this client in 2022 and 2023
 - v. Foreclosure and bankruptcy-related services provided on behalf of the client
- b. Has your firm handled FHA, Fannie Mae or Freddie Mac foreclosure, bankruptcy, and eviction matters? If yes, describe your familiarity with FHA, Fannie Mae or Freddie Mac.
- c. Please identify whether your firm is approved by Fannie Mae and Freddie Mac to provide default-related legal services for loans held in their respective portfolios.
- d. Describe your firm's familiarity with Fannie Mae, FHA and Freddie Mac guidelines, requirements and fee schedules. Fees and costs will be paid to the selected firm(s) in accordance with these guidelines.
- e. Describe your firm's experience in handling bankruptcy matters. What is the estimated portion of your practice that is dedicated to the representation of mortgage loan servicers in bankruptcy matters? What types of bankruptcy matters have you handled on behalf of mortgage loan servicers? Describe any significant cases in which you have represented mortgage loan servicers, including the outcome of such cases.
- f. Describe your firm's process flow for foreclosure, bankruptcy and eviction actions. Include in your response the applicable turnaround times at various milestones in these matters. Indicate how your firm could assist MSS in streamlining and simplifying its foreclosure, eviction, bankruptcy processes.

- g. Does your firm retain any outside vendors to handle foreclosure, eviction, or bankruptcy-related services on its behalf? If so, please provide
 - i. Name, address, and telephone number for the vendor
 - ii. Service(s) to be performed by the vendor
 - iii. Whether services will be charged by the vendor pursuant to a flat rate billing arrangement, or on an hourly basis. Include copies of any fee schedules or agreements, and list all associated costs

Section D: Fee Structure (Total word limit: 500 words)

The cost of services is one of the factors that will be considered in awarding this contract. The information requested in this section is required to support the reasonableness of your fees. Although proposed fees will be taken into account, MSS reserves the right to negotiate a lower or different fee structure with any firm selected or decline to engage a firm if no agreement with respect to fees can be reached.

MSS requires that all invoices from Firm for legal services be submitted through Legal Tracker. MSS reserves the right to standardize the form of invoice for Bankruptcy and Mortgage Foreclosure matters.

Successful respondents will be expected to adhere to the fee structure and reimbursables set forth in the Fannie Mae Attorney Authorization Approval (AAA) Matrix, which may change from time to time. For those matters or expenses not addressed in the AAA Matrix, please describe your proposed fee structure, including the hourly rate for the partners, associates, and paralegals to be assigned to MSS matters (as applicable) and the costs of expenses not addressed in the AAA Matrix (if any). Where appropriate, indicate fixed fee pricing proposals. Please be as specific in your response as possible

- 1. Please provide a cost proposal for providing the Scope of Work for the respective practice area identified in Attachment B. MSS is interested in considering proposals based on an hourly rate structure and a “per-transaction” structure. So that we can evaluate these options, please specify the proposed hourly rate for the partners and associates to be assigned to MSS, as well as your proposed “per transaction” rate structure for each practice area for which the firm is applying. If you propose different “per transaction” rates for different types of transactions please be as specific as possible for each type of transaction. Please note that fees for Bankruptcy and Mortgage Foreclosures will be capped by applicable investor guidelines.

- 2. Provide an itemized breakdown of billing rates and hourly costs, list of key personnel and their hourly rates, reimbursable expenses, etc. for any services that may be requested in addition to the services described in the Scope of Work.
- 3. Where appropriate, please provide an alternative fee structure or proposal such as a fixed or flat fee pricing. Please be as specific as possible. MSS is open to alternative and creative cost models and schedule
- 4. Indicate whether your firm has discounted rates for quasi-governmental entities. Pursuant to R.I.G.L. Section 37-2-70(b), firms engaged by MSS must certify that the rate of compensation does not exceed the rate of compensation charged to the firm's preferred public or private clients.
- 5. Please provide any other fee information applicable to the engagement that has not been previously covered that you wish to bring to the attention of MSS.

Section E: Technology, Data Security and Consumer Information Protocols

- 1. Have you had a data breach within the past three (3) years? If yes, please provide a narrative describing the occurrence.
- 2. Describe your firm's information security systems and the steps that your firm takes to safeguard client communication, confidential information, and client data. Include in your response whether your firm performs penetration testing, your firm's encryption methods, and whether client data is stored onshore or offshore.

Section F: Miscellaneous

- 1. Describe in detail your firm's process for identifying, disclosing and resolving or waiving any conflicts of interest among past, current and potential clients. MSS reserves the right to remove a firm from its list if it becomes apparent that the firm has not adhered to its conflict policy when handling MSS matters.
- 2. Identify any conflicts that may arise as a result of business activities, associates and/or ventures by partners, counsel or associates of your firm, or as a result of any individual's status as a member of the board of directors of any organization likely to interact with MSS. Describe how your firm will handle actual and/or potential conflicts of interest.

Section G. Certifications

All applicants must respond to and provide documentation as outlined in the Request for Proposals Submission Certifications at Attachment A.

EVALUATION AND SELECTION

A selection committee consisting of MSS employees and invitees will review all proposals that meet the requirements set forth in the “Instructions” section of this RFP and make a selection based on the following factors:

- Firm’s responsiveness to the RFP (e.g. organization, completeness, clarity and quality of proposal);
- Professional capacity and experience to undertake the Scope of Services;
- Demonstrated commitment of time and resources and availability of staff;
- Organization, size and structure of the firm;
- The firm’s prior experience with respect to the practice area(s) in which the firm is applying.
- Proposed fee structure and willingness to work with MSS to minimize costs;
- Previous work experience and performance with MSS and/or similar organizations;
- Conflicts or potential conflicts;
- Firm’s technological capabilities; information security and privacy practices;
- Recommendations by references;
- Diversity (e.g. firm’s minority, MBE or WBE status) and commitment to equal opportunity programs and activities;
- Location/geographic area of practice; and
- Other pertinent information submitted.

By this RFP, MSS has not committed itself to undertake the work set forth herein. MSS reserves the right to reject any and all proposals, to rebid the original or amended scope of services and to enter into negotiations with one or more respondents. MSS reserves the right to make those decisions after its receipt of responses MSS’s decision on these matters is final.

For additional information contact: Liliana Alves at lalves@rihousing.com

Attachment A

Requests for Proposals Submission Certifications

Please respond to **all** items below and include it in your response to this RFP. Be sure to include any additional information in the space provided or as an attachment as needed. Please ensure that any attachments refer to the appropriate item by name (i.e., “Conflict of Interest,” “Major State Decision Maker,” etc.)

Total word limit for Sections A and B: 500 words

Section A: Certifications

1. MSS insists upon full compliance with Chapter 27 of Title 17 of the Rhode Island General Laws, Reporting of Political Contributions by State Vendors. This law requires State Vendors entering into contracts to provide services to an agency such as RIHousing dba MSS, for the aggregate sum of \$5,000 or more, to file an affidavit with the State Board of Elections concerning reportable political contributions. The affidavit must state whether the State Vendor (and any related parties as defined in the law) has, within 24 months preceding the date of the contract, contributed an aggregate amount in excess of \$250 within a calendar year to any general officer, any candidate for general office, or any political party. **Please acknowledge your understanding below.**

I have read and understand the requirements of Chapter 27 of Title 17 of the Rhode Island General Laws, Reporting of Political Contributions by State Vendors.

2. Does any Rhode Island “Major State Decision-maker,” as defined below, or the spouse or dependent child of such person, hold (i) a ten percent or greater equity interest, or (ii) a Five Thousand Dollar or greater cash interest in this business?

For purposes of this question, “Major State Decision-maker” means:

- (i) All general officers; and all executive or administrative head or heads of any state executive agency enumerated in § 42-6-1 as well as the executive or administrative head or heads of state quasi-public corporations, whether appointed or serving as an employee. The phrase “executive or administrative head or heads” shall include anyone serving in the positions of director, executive director, deputy director, assistant director, executive counsel, or chief of staff;
- (ii) All members of the general assembly and the executive or administrative head or heads of a state legislative agency, whether appointed or serving as an employee. The phrase “executive or administrative head or heads” shall include anyone serving in the positions

of director, executive director, deputy director, assistant director, executive counsel, or chief of staff;

- (iii) All members of the state judiciary and all state magistrates and the executive or administrative head or heads of a state judicial agency, whether appointed or serving as an employee. The phrase “executive or administrative head or heads” shall include anyone serving in the positions of director, executive director, deputy director, assistant director, executive counsel, chief of staff or state court administrator.

Please indicate your response below.

Yes

If your answer is “Yes,” please identify the Major State Decision-maker, specify the nature of their ownership interest, and provide a copy of the annual financial disclosure required to be filed with the Rhode Island Ethics Commission pursuant to R.I.G.L. §§36-14-16, 17 and 18.

No

3. In the course of providing goods or services to MSS, the selected respondent may receive certain personal information specific to MSS customer(s) including, without limitation, customer names and addresses, telephone numbers, email addresses, dates of birth, loan numbers, account numbers, social security numbers, driver’s license or identification card numbers, employment and income information, photographic likenesses, tax returns, or other personal or financial information (hereinafter collectively referred to as the “Personal Information”). The maintenance of the Personal Information in strict confidence and the confinement of its use to MSS are of vital importance to MSS.

Please certify below that in the event your firm is selected:

(i) any Personal Information disclosed to your firm by MSS or which your firm acquires as a result of its services hereunder will be regarded by your firm as confidential, and shall not be copied or disclosed to any third party, unless MSS has given its prior written consent thereto; and

(ii) your firm agrees to take all reasonable measures to (a) ensure the security and confidentiality of the Personal Information, (b) protect against any anticipated threats or hazards to the security or integrity of the Personal Information, and (c) maintain reasonable security procedures and practices appropriate to your firm’s size, the nature of the Personal Information, and the purpose for which the Personal Information was

collected in order to protect the Personal Information from unauthorized access, use, modification, destruction or disclosure; and

(iii) when discarding the Personal Information, destroying it in a commercially reasonable manner such that no third party can view or recreate the information, electronically or otherwise.

These provisions, which implement the requirements of the Rhode Island Identity Theft Protection Act, R.I.G.L. § 11-49.2 et seq., will also be incorporated into the final contract with the selected respondent(s). In addition, if selected, your firm may be requested to provide a copy of its information security plan.

I certify that in the event our firm is selected, we will comply with the Personal Information and Security guidelines noted above.

- 4. Your firm’s president, chairman or CEO must certify below that (i) no member of your firm has made inquiries or contacts with respect to this RFP other than in an email or written communication to Liliana Alves at lalves@rihousing.com seeking clarification on the Scope of Work set forth in this proposal, from the date of this RFP through the date of your proposal, (ii) no member of your firm will make any such inquiry or contact until after April 26, 2024, (iii) all information in the proposal is true and correct to the best of your knowledge, (iv) no member of your firm gave anything of monetary value or promise of future employment to a MSS or RIHousing employee or Commissioner, or a relative of the same, based on any understanding that such person’s action or judgment will be influenced, and (v) your firm is in full compliance with Chapter 27 of Title 17 of the Rhode Island General Laws, Reporting of Political Contributions by State Vendors.

I certify that no member of our firm has made or will make any such inquiries or contacts; all information supplied is true and correct; no member of our firm has provided anything of value to influence MSS or RIHousing; and our firm is in compliance with applicable political contribution reporting.

President, Chairman or CEO (*print*): _____

Signature: _____

Firm Name: _____

Attachment B

Scope of Service

General Litigation

General Litigation representation shall include, but may not be limited to:

1. Rendering of advice with regard to general and specific matters involving actual or potential litigation including but not limited to: (i) appellate matters, (ii) complex commercial disputes; (iii) construction and real estate development litigation, (iv) distressed commercial debt litigation, (v) environmental litigation, (vi) financial services litigation and (vii) tax credit litigation.
2. Preparation and filing of pleadings, motions, responses, memoranda, stipulations, subpoenas and such other papers as are necessary or desirable;
3. Preparation for and attendance at depositions; status conferences, hearings and trials;
4. Coordination of services provided by sheriffs, constables, and other third-party attendant to litigation matters; and
5. Litigation support, including document review, electronic discovery and digital evidence services.

Bankruptcy/Creditor's Rights, Foreclosure and Eviction

Bankruptcy/Creditor's Rights, Foreclosure and Eviction representation shall include, but may not be limited to:

Bankruptcy/Creditor's Rights

1. Representation of MSS and MSHA in bankruptcy matters; including loss mitigation proceedings;
2. Preparation and filing of proof of claim forms;
3. Preparation and filing of petitions, pleadings, and motions; including Motions for Relief from the Automatic Stay and Objections to Chapter 13 Plans; and attending all hearings and bankruptcy proceedings; and
4. Such other services as MSS determines necessary or desirable with respect to accomplish the objectives of MSS.

Foreclosure

1. Representation of MSS and MSHA in foreclosure actions; including obtaining a judgment of foreclosure, scheduling and attending foreclosure sales; and at the conclusion of a foreclosure matter, providing MSS with a written chronology of the matters.

2. Representation of MSS and MSHA in post-foreclosure sale closings including, but not limited to, the drafting and recording of closing documents, and the disbursement of foreclosure sale proceeds;
3. Performing searches of the PACER and SCRA databases; and obtaining municipal lien certificate(s);
4. Obtaining a 50-year title search and confirming the validity and priority of MSHA's lien(s);
5. Drafting and providing pre-foreclosure sale notices to mortgagors and obligors in accordance with the provisions of the loan documents and Applicable Law;
6. Monitoring and rendering of advice regarding legislation, changes in law, regulatory and compliance issues; and
7. For FHA matters, preparing and recording quitclaim deed(s) and obtaining lender's title policy.

Eviction

1. Representation of MSS and MSHA in eviction matters; including (a) drafting and serving notices to quit; (b) filing complaint(s) and all appropriate pleadings, motions, and discovery requests; and (c) obtaining post-judgment execution(s) and coordination with sheriff;
2. Scheduling and attending hearings and eviction proceedings; and
3. Monitoring and rendering of advice regarding legislation, changes in law, regulatory and compliance issues.