
Purpose

The District of Columbia Green Finance Authority (d/b/a/ “DC Green Bank” or “DCGB”) is seeking expressions of interest and qualifications from service providers in the areas set forth in this Request for Qualifications (RFQ).

Through this RFQ, DC Green Bank invites service providers interested in working with DC Green Bank with a high-level description of our institution and the service providers we anticipate engaging from time to time for the following categories of professional services for inclusion in its Professional Slate:

- Legal Services.

This RFQ is one means by which DC Green Bank can identify qualified and interested service providers to include in our Professional Slate. Interested service providers are invited to submit a statement of qualifications as set forth in greater detail below.

This RFQ will remain open until DC Green Bank completes the development of its initial Professional Slate. DC Green Bank expects to identify at least one (1) qualified service provider for inclusion in its Professional Slate from among the responses to this RFQ and may also include in its Professional Slate service providers otherwise known to it by reputation, referral, certification, expertise and/or in connection with a previous or existing relationship with DC Green Bank. DC Green Bank may, from time to time, re-open its Professional Slate on a periodic and on an as needed basis. Notwithstanding the foregoing, on occasion, it may engage a service provider not included in its Professional Slate when a particular expertise is needed one or more areas of immediate consequence to DC Green Bank, and such engagements of those potential service providers may be made on a basis deemed most appropriate by DC Green Bank in its sole discretion.

Discussions with respondents and potential respondents will be conducted on an ongoing basis until the Professional Slate is published to the DC Green Bank website.

The decision to proceed to engage a particular provider in the Professional Slate will be made on a case-by-case basis by DC Green Bank in its sole discretion and may be pursuant to the terms of a specified engagement or on a retained services engagement basis. Such engagements will be based on a consideration of all relevant facts and circumstances in connection with a specified need and/or project and is intended to result in the best value to DC Green Bank as determined in its sole discretion in light thereof. In instances where DC Green Bank has more than one (1) qualified service provider for a category of need in its Professional Slate, among the factors that DC Green Bank will consider for specific and project-level engagements are service provider capacity, delivery timing, team capabilities, specified expertise, history of performance and mission alignment accountability.

RESPONDENTS PLEASE NOTE: This RFQ does not commit DC Green Bank to select any firm(s), engage, procure or contract for any professional services. DC Green Bank reserves the right, in its sole discretion and in accordance with generally accepted good business practices, to accept or reject any or all submissions received, to negotiate with any or all qualified respondents, to request modifications to

engagements in accordance with such negotiations, to request supplemental or clarifying information from respondents, to cancel or amend this RFQ, and/or to modify or supplement its Professional Slate in any manner, in part or in its entirety, at any time.

DC Green Bank Background

Pursuant to the Green Finance Authority Establishment Act of 2018, effective August 22, 2018, as amended (D.C. Law 22-395; D.C. Official Code § 8-173.23), the District of Columbia (“District”) established the DC Green Finance Authority, commonly referred to as DC Green Bank (DCGB).

The mission of DC Green Bank is to provide access to capital, growing the clean economy to develop a more equitable, resilient, and sustainable DC.

DC Green Bank invests in sustainable projects and programs such as clean energy, clean infrastructure, clean transportation, stormwater best management practices, energy efficiency, water efficiency, or green infrastructure projects and programs. Specifically DC Green Bank seeks to:

- Invest in clean infrastructure, the deployment of clean technologies, and energy efficiency upgrades.
- Maximize the impact and benefit to DC residents of public funds by leveraging and encouraging private investment alongside our financing.
- Launch and innovate financial tools that increase capacity, accelerate lending, address financing gaps and reduce upfront costs.
- Drive innovation and transformation to create equitable access to credit for sustainable technologies and support the elimination of the vestiges of historical and systemic barriers to credit access in DC’s communities.
- As DC’s clean economy accelerator, we will serve as a model sustainable capital provider that drives local businesses and stakeholders to achieve inclusive prosperity in a clean economy for the people of DC.

Scope of Services

Legal Services: See Annex 1.

Terms

DCGB will maintain a general engagement governing the overall relationship and vendor qualification with approved service providers selected for inclusion in its Professional Slate. The general engagement will be for an initial one (1) year period, which will be subject to re-qualification, which shall be performed periodically at the discretion of DCGB at least annually and in connection with future RFQs for its Professional Slate.

Requirements

Submissions should demonstrate the expertise of the submitting team and its organization's ability to perform the scope of work identified in the service provider submission.

The following information must be included in the submission.

- Letter of Transmittal - this letter should not summarize the submission. The letter should include the following:
 - Company name, address, and telephone number(s).
 - Name, title, address, email address, and telephone number of one or more point(s) of contact.
 - Contacts should be authorized to represent their firm in business transactions and specify where correspondence should be directed.
 - Outline the team and organizations proposed services for which qualifications are being submitted.
 - A signed certificate of authority for any individual who will be signing an engagement on behalf of the service provider that they are legally authorized to bind the entity for any engagements.
- Executive Summary
 - Summarize your and/or your firm's qualifications to complete the required services. Additionally, you may include why your firm is pursuing this work and how it is uniquely qualified to perform it, and other information that may assist DC Green Bank in determining your qualifications. The executive summary should not exceed two (2) pages.
- Company/Firm Profile including:
 - Company size by:
 - Number of employees including disaggregated demographic data (full-time, part-time personnel, contracted, diversity, equity and pay equity profiles)
 - Gross Revenue
 - Total number of clients and names of clients with similar business profiles to DC Green Bank, if applicable
 - Funds under management, if applicable
 - Office demographics
 - Office locations and office sizes (by head count)
 - Locations of team members who will be providing the services
 - A description of the company's data stewardship standards including internal security and privacy compliance.
 - Current insurance profile
 - A description of company's policies, practices and statements that address its mission alignment with DC Green Bank Core Values of Sustainability, Clean Economy, and Inclusive Prosperity: Describe your company's approach and methodology (including benchmarking and progress on goals) relating to sustainability, contributing to the clean economy, and inclusive prosperity. Please also describe the supplier diversity and responsible sourcing program that you use in the sourcing process for your company's vendors, suppliers, and subcontractors. DC Green Bank expects a discussion of compensation structure and how the

- company ensures its commitment to diversity and equity considerations are incentivized and valued.
- Provide a history of experience providing similar services, as well as a description on how your firm is positioned to provide required services. Please include information about your resources and financial health for the past three (3) years.
 - A description of the company's approach, methodology, company values with respect to delivery of services. In addition to describing your services, including anti-corruption practices and/or codes of conduct.
 - Key Team Member Profiles and Resources
 - Provide names, titles, and job summaries of key personnel who will provide services to DC Green Bank. Describe the roles and responsibilities that each team member.
 - Describe how your Relationship Manager will work with DCGB.
 - It is DC Green Bank's expectation that teams working with DC Green Bank and compensation for DC Green Bank engagement advances the company's progress on diversity and equity. DC Green Bank will discontinue engagements where diverse teams are not regularly involved on DC Green Bank matters or where pay equity and compensation structures do not reflect DC Green Bank's Core Value of Inclusive Prosperity.
 - Disclosures of adverse matters: Provide information of any and all adverse matters that could impact DC Green Bank's reputation and the integrity of its investments and operations. In the event the respondent anticipates conflicts checks and/or conflicts waivers will be required in due course of representation, the respondent may note this item as subject to further discussion.
- Fees and Costs
 - Submissions must contain a fee schedule that includes applicable cost schedules, proposed value billing arrangements and/or fixed fee structures as well as the period for which such costs and fees will be valid and binding on the service provider.
 - If applicable, describe the rationale for pricing, specific pricing you can provide, and potential additional charges.
 - Specify any additional costs and expenses for which the service provider would charge to DC Green Bank as part of its representation. As a general rule, DC Green Bank will not pay any mark-up for third-party costs and expenses for which it is liable.
 - References
 - Provide three (3) references for clients that you have delivered similar services. Reference the actual services provided, client size, and length of services.

Submissions

Submissions in response to this RFQ including the required background and specific information must be sent in PDF format by email to:

Email: info@dcgreenbank.com

Phone: 202-301-8300

Attn: Donald Walker, Director of Operations; Legal RFQ-Sandy Paik, General Counsel

SUBJECT: [e.g., Applicable Scope of Services: Legal Services] [if applicable, a sub-category description of the scope of services being offered by the submitter]

Conflicts of Interest

The submissions must identify any potential conflicts of interest known to the firm that may affect the provision of services to DCGB.

Professional Slate Development Process

1. RFQ made available on DC Green Bank website.
2. Submissions will be reviewed within thirty (30) days of initial submission and may result in notification that DC Green Bank is scheduling an interview with a respondent and/or making a request for additional information and/or has made a determination not to advance a submission to DC Green Bank’s next phase of consideration.
3. Selection of service providers for inclusion in DC Green Bank’s Professional Slate will be made on an ongoing basis until the development of DC Green Bank’s Professional Slate is complete.
4. Negotiation of engagement will be undertaken with selected service providers.
5. DC Green Bank will post its current Professional Slate on its website.

Minimum Criteria to Quality for Consideration for DC Green Bank’s Professional Slate:

Minimum Criteria	Available Points
Mission Alignment: Evaluates the organization’s stated alignment to the DC Green Bank mission.	25
Company expertise, history and services offered for the applicable scope	25
Key team member profiles	25
Data Stewardship	25
Total Available Points	100

Submission Conditions

Contingencies

- This Request for Qualifications (RFQ) does not commit DCGB to engage a service provider. DCGB reserves the right to accept or reject any or all submissions and/or waive irregularities if DCGB determines it is in the best interest of DCGB to do so.

Acceptance or Rejection of Submissions

- This RFQ shall remain open DC Green Bank completes development of its Professional Slate which shall be made available publicly on the DC Green Bank website.
- DCGB will select service providers based on a range of factors and considerations that best meet DCGB's needs, satisfies DC Green Bank mission alignment, and data stewardship requirements including without limitation taking into account the size and scale of the potential engagements and the respondents, and provides the best value for DC Green Bank's investments.

Modifications

- DCGB reserves the right to issue addenda or amendments to this RFQ and to modify and/or supplement its Professional Slate from time to time.

Submissions

- To be considered, all submissions must be made in the manner set forth in this RFQ.

Incurred costs

- This RFQ does not commit DCGB to pay any costs incurred in the preparation of a submission in response to this request. The respondent agrees that all costs incurred in developing its submission are the respondent's responsibility.

Negotiations

- DCGB may require the Institutions selected to participate in negotiations, and to submit fee/rate schedules or other revisions of their submissions as may result from negotiations.

Final Authority

- The final authority to select a professional slate of service providers from among the qualifying submissions as a result of this RFQ rests solely with DCGB in its sole discretion.

Other Submission Considerations

Proprietary information: Information submitted to DC Green Bank that the respondent wishes to have treated as proprietary and confidential trade secret information should be identified and labeled as "Confidential" or "Proprietary" on each page at the time of disclosure.

Contact Information

All inquiries should be directed to the following:

- Sandy Paik, General Counsel – info@dcgreenbank.com, 202-301-8300
- Donald Walker, Director of Operations – dwalker@dcgreenbank.com, 202-301-8304

Applicable Requirements

The following documents are applicable to this procurement and are hereby incorporated by this reference:

Item No.	Title	Date	Location
1	The Energy Efficiency Financing Act of 2010, effective May 27, 2010, as amended (D.C. Law 18-183; D.C. Code, 2001 Ed. § 8-1778.01 et seq.) (the "PACE Act")	Latest	https://code.dccouncil.us/dc/council/laws/18-183.html
2	Green Finance Authority Establishment Act of 2018	Latest	https://legiscan.com/DC/text/B22-0257/id/1808126/Washington_D_C_-2017-B22-0257-Enrolled.pdf
3	Clean Energy Omnibus Amendment Act of 2018	Latest	https://legiscan.com/DC/text/B22-0904/id/1833946/Washington_D_C_-2017-B22-0904-Enrolled.pdf
4	DC Green Bank Website		https://dcgreenbank.org/
7	Financial Institutions Deposit and Investment Amendment Act of 1997	Latest	https://code.dccouncil.us/dc/council/laws/docs/12-56.pdf

Notwithstanding anything contained herein, any and all engagements and agreements in connection with this RFQ shall be subject to the provisions of (a) the federal Anti-Deficiency Act, 31 U.S.C. §§ 1341-1351 and 1511-1519(2004), and D.C. Official Code §§ 1-206.03(e) and 47-105 (2012 Repl.); (b) the District of Columbia Anti-Deficiency Act, D.C. Official Code §§ 47-355.01 et seq. (2012 Repl. and 2014 Supp.) ((a) and (b) collectively, the "Anti-Deficiency Acts"); and (c) § 446 of the District of Columbia Home Rule Act, D.C. Official Code § 1-204.46 (2012 Repl.), as each may be amended from time to time and each to the extent applicable to this RFQ.

Revised: August 2021

ANNEX 1

LEGAL SERVICES

Submissions may express interest in providing legal services to DC Green Bank in one or more of the categories described below. This is not intended to be an exhaustive list as DC Green Bank's legal services needs may change from time to time. Responding firms should clearly indicate the category or categories for which they wish to be considered for selection. Firms with unique expertise in any or all referenced categories in a relevant capacity are encouraged to submit responses. Additionally, firms are encouraged to propose such other legal services that they believe, based on the description of DC Green Bank, could be of interest to DC Green Bank. Such responses should include an explanation of how, why and under what circumstances such services would be useful to DC Green Bank.

Public Law (including Code of Conduct; Conflicts of Interest; Open Meetings Act, Transparent and Responsive Government). As an independent instrumentality of the District of Columbia, DC Green Bank and its employees are required to abide by numerous legal requirements applicable to it under the Green Finance Authority Establishment Act. DC Green Bank takes public law requirements seriously and often seek clarification of certain obligations, required actions and prohibited actions thereunder. One example of Services that are likely to be required include providing interpretations of the District Code of Conduct and implementing regulations as well as providing advice on compliance with public laws applicable to the DC Green Bank operations and the conduct of its employees.

Public Private Partnerships (P3), Energy and Environment, Market Incentive Programs (e.g., Solar Renewable Energy Certificates, Stormwater Retention Credits), Economic and Community Development (e.g., Affordable Housing, Opportunity Zones, Community Reinvestment Act, Property Assessed Clean Energy (PACE), Commercial Real Estate), Financial Institutions, Capital Markets and Securities, Municipal Bonds. Transactional, regulatory, and administrative law providers. Some projects may involve joint ventures, strategic alliances and/or public private partnerships that could require legal services based on the formation of special purpose vehicles, and joint ownership of assets/interests.

General Corporate, Employment, Procurement, Corporate Contracting, IT, Cybersecurity, Data, Records Retention & Privacy, Real Estate. General corporate, employment, healthcare legal issues, records retention, corporate commercial business transactions, as well as general corporate compliance with any and all state or federal regulations, laws and/or procedures that may apply to DC Green Bank operations and transactions. DC Green Bank enters into a broad array of contracts involving the procurement of services to support its operational needs. The negotiation and development of these contractual relationships often involve complex and novel elements and considerations. DC Green Bank expects to maintain a physical presence for office operations in the District of Columbia, and as a result, will need real estate-related legal services from time to time.

Intellectual Property. DC Green Bank's mission requires substantial interaction with private business entities, quasi-public and public institutions relating to its financial product offerings, in connection with which intellectual property issues may arise. DC Green Bank may require legal services to review or draft intellectual property contract provisions and to develop a policy or policies for pursuing, securing and protecting DC Green Bank's ownership interests in intellectual property on a going forward basis.

General Litigation, Investigations, Risk Management and Insurance. The nature and complexity of the DC Green Bank's initiatives and programs, many of which involve the development and implementation

of unique policy solutions, may result in the need to have expeditious access to providers of general litigation, investigations, risk management or insurance services. DC Green Bank may from time to time require the performance of investigations and/or compliance reviews in connection with its investments or operations. Development and maintenance of standard and minimum insurance provisions contained in all contracts and investment products to ensure that DC Green Bank is adequately protected from a risk management perspective will periodically require general legal advice concerning proposed modifications of insurance requirements for borrowers and/or contractors in appropriate circumstances. Firms that have experience in insurance matters generally (such as risk analysis and assessment, interpreting and applying provisions of insurance policies for non-profit entities and/or public entities) are also encouraged to respond to this RFQ.

Other Specialized Legal Services. DC Green Bank's portfolio of programs, initiatives and projects will continue to evolve over time as innovation and market-driven opportunities and challenges confronting DC Green Bank evolve. DC Green Bank may require legal services to support emerging activities involving growth potential industry sectors, pilot programs and initiatives, and other emerging needs or activities.