



Request for Proposals: General Counsel

Ouzinkie Native Corporation (ONC) is requesting proposals with statements of qualifications from attorneys and law firms experienced in representing ANCSA village corporations to be designated as ONC's General Counsel.

The closing date for proposals is December 1, 2021

I. General Information

ONC is seeking qualified law firms to serve as contracted legal counsel and provide other legal services encompassing the traditional scope of work including legal counsel, opinions, consultation and coordination with special counsel.

Preference will be given to those submittals demonstrating extensive experience with ANCSA corporations. The successful applicant shall possess sufficient resources to ensure that demands for ONC's legal needs will be met on a timely basis. This relationship will be on a consulting or contractual basis, as opposed to a staff position.

The General Counsel will provide general legal counsel to the ONC Board of Directors, and to all ONC departments and subsidiaries in their conduct of ONC. Attendance at a variety of meetings may be required, including board and shareholders' meetings, which may require travel.

ONC seeks a fixed hourly rate and a fee schedule for other cost items proposed to be itemized and billed.

II. Description of Entity

Ouzinkie Native Corporation, a village corporation, was formed July 23, 1973, as part of the Alaska Native Claims Settlement Act of 1971. In accordance with ANCSA, the U.S. Federal Government returned Alaska Natives \$44 million acres and \$962.5 million in exchange for the termination of aboriginal land claims.

Under ANCSA, ONC was given a broad mission to manage an entitlement of 115,200 acres of surface estate and its share of \$2,036,000, distributed out over a ten year period, of the \$962.5 million dollar Alaska Native fund resolved from this settlement. This settlement soon led to the development of 13 regional corporations and close to 200 village corporations.



Upon formation, ONC had 339 original shareholders, all of Alutiiq descent, living in the village of Ouzinkie on Spruce Island, or who were originally from the village. Each shareholder received 100 shares at incorporation, of which, cannot be sold or traded. Today there are approximately 537 shareholders by way of shares either inherited by new shareholders or were gifted to family members.

III. Scope of Services

Under the proposed agreement, General Counsel will provide legal advice, counsel, services and consultation to the Chief Executive Officer (CEO), BOD, and senior management team on a wide variety of assignments, including but not limited to:

- (1) General legal advice;
- (2) Corporate governance;
- (3) ANCSA laws, rules, regulations and policies;
- (4) Mergers and acquisitions;
- (5) Commercial transactions and business law matters;
- (6) Employment law matters;
- (7) Ethics compliance
- (8) Litigation support for instances where General Counsel is not counsel of record.

IV. Excluded Services

The following services are excluded:

- (1) Representation of ONC in litigation and administrative proceedings are not within the scope of services and will be obtained by separate agreement with General Counsel or other counsel.
- (2) Government contracting advice and representation are not within the scope of services.
- (3) Mergers and acquisitions within government contracting are not within the scope of services.

V. General Proposal Information

- Only attorneys who are currently licensed to practice law in Alaska may respond to this RFP.
- Proposals may be submitted in written format or via email. (See Section VII Submission Instructions).
- Proposals submitted in non-electronic format must contain at least one (1) original.
- A complete proposal consists of all documents listed in Section VII. Proposals may be considered non-responsive and may be rejected if all required documents are not present.



- A complete proposal must also include a cover letter signed by an official authorized to bind the proposer contractually and contain a statement that the proposal is firm for ninety (90) days.

An unsigned letter or one signed by an individual not authorized to bind the Offeror will be disqualified.

- ONC reserves the right to reject any or all proposals, waive minor informalities, and accept the proposal deemed to be in the best interest of ONC.
- The successful Offeror must be an Equal Opportunity Employer.
- All information in the Offeror's response should be organized and presented in a clear/concise format. Accuracy and completeness are essential. The successful response will be incorporated into a contract as an exhibit; therefore, Offerors should not make claims to which they are not prepared to commit themselves contractually.
- Proposals received after the deadline will not be accepted. It is neither ONC's responsibility nor practice to acknowledge receipt of any proposal. It is the responder's responsibility to assure that a proposal is received in a timely manner.
- ONC will not reimburse any expenses incurred by the responder including, but not limited to, expenses associated with the preparation and submission of the response and/or attendance at interviews.
- ONC expects all submitting firms to consent to the Scope of Services and General Specifications. Exceptions desired must be clearly noted in the proposal submittal.
- ONC reserves the right to reject any and all proposals, to waive irregularities and informalities, to request additional information from all respondents, and further reserves the right to select the proposal which furthers the best interests of ONC.

VI. Proposal Contents

All proposals shall contain the following information:

1. Firm Experience

- Provide a brief background history of the firm, and number of attorneys employed. An organizational chart or description of office organization would be helpful.
- Provide a statement of the firm's philosophy.
- Provide an overall experience summary of the law firm's knowledge in labor law and issues related to non-profits, government funded organizations and tribal organizations.
- Identify the specific experience of the firm in specialized areas, including but not limited to ANCSA, Alaska proxy regulations, land use, personnel, state laws and regulations, federal regulations.
- Describe malpractice insurance coverage: carrier, limits, and exemptions.

2. Accessibility and Responsiveness

- Provide an assessment of the availability of the attorney and other professional staff to be assigned to a contract to ONC.
- Provide a statement of how the workload of ONC will be accommodated and what kind of priority it would be given. Be sure to address items outlined in the scope of services section. The



proposal should expand upon each item and set forth the firm's approach/ability to carry out each activity. Include a description of the proposed allocation of work between the attorney(s) and support personnel identified (i.e. who will be the lead attorney and what work will be handled by junior partners, associates, or paralegals).

3. Proposed Fee Structure

- All fees should be clearly stated in the proposal. Please provide billing information for a period of two years. Fees for any extensions will be negotiated.
- The fee structure shall provide for a fixed monthly fee, payable at the close of each month and without a retainer or fee deposit.
- The proposal shall state the firm's policies for billing incidental costs, travel costs and similar items.

4. Contract

- Submitting firms are expected to submit a proposed contract for services with their proposal that will govern the relationship between the firm and ONC.

VII. Submission Instructions

- If submitting electronically:

-Email proposals to ewelty@ouzinkie.com with the subject as "ONC LEGAL SERVICES RFP" return receipt requested. An email confirmation reply will be sent within 24 hours to the sending email.

-Fax proposals to 907.561.2453 attention Beth Welty.

- If submitting via U.S. Postal Service or in person, all responses must be sealed and delivered to:

Beth Welty
VP of Communications
Ouzinkie Native Corporation
11001 O'Malley Centre Drive, Suite 105
Anchorage, Alaska 99515
Email: ewelty@ouzinkie.com

VIII. Questions

Questions concerning this solicitation must be submitted by email to: Beth Welty at ewelty@ouzinkie.com before December 1, 2021 AST.