



PEORIA PARK DISTRICT

REQUEST FOR PROPOSALS

Corporate Counsel and Governance Support Services

Due Date

Tuesday, October 20, 2026 no later than 10:00 am Central Daylight Time (CDT)

Proposals received after this time will not be accepted.

SUBMIT PROPOSALS ELECTRONICALLY

Secure upload link provided in Section 5.1
Proposals must be submitted as a PDF file.

PROCUREMENT CONTACT

Nicole Staley, Purchasing Supervisor
Peoria Park District
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Peoria, IL 61604
309-686-3357
nstaley@peoriaparks.org

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How to use this package: Respondents should prepare the narrative proposal in the order shown in Section 4, follow the submission requirements in Section 5, and include all applicable forms identified in the Required Proposal Contents checklist.

1. Introduction and District Background

1.1 Purpose

The Peoria Park District ("District") invites qualified law firms to submit proposals to serve as the District's Corporate Counsel and strategic legal partner. The selected firm will provide legal counsel that supports effective governance, responsible stewardship of public resources, and the successful delivery of parks, recreation, conservation, cultural, and public safety services to the Greater Peoria community.

Following nearly a decade under its current legal services model, the District is undertaking this Request for Proposals to select Corporate Counsel that will serve as its primary legal advisor while helping the District evaluate the most effective and sustainable approach to delivering legal services in the future.

The District anticipates continuing to rely upon outside Corporate Counsel for comprehensive legal representation. At the same time, the volume and complexity of the District's legal needs warrant consideration of how work can best be allocated. This may include evaluating whether certain routine legal functions could appropriately be performed by future District-employed legal professionals while Corporate Counsel continues to provide governance support, strategic advice, specialized expertise, and representation on more complex matters.

The District has not predetermined the future structure of its legal services. It seeks a legal partner with the experience and judgment to help evaluate available options while providing exceptional legal representation, strengthening governance, improving efficiency, and supporting responsible use of public resources.

The District reserves the right to award services in a manner determined to be in its best interests, including selecting one or more firms or combining multiple legal resources to achieve the objectives identified in this Request for Proposals.

1.2 About the Peoria Park District

The Peoria Park District is the oldest park district in Illinois and encompasses nearly 60 square miles. The District manages an extensive system of parks, trails, recreation and cultural facilities, golf courses, natural resource areas, and public assets serving residents throughout the Greater Peoria region.

District operations include Peoria Zoo, Peoria PlayHouse Children's Museum, Luthy Botanical Garden, RiverPlex Recreation and Wellness Center, Owens Center, recreation centers, golf facilities, RiverFront venues, natural areas and trails, and a commissioned Park Police Department. The District also manages significant capital investments and works extensively with governmental, nonprofit, and community partners.

The District is governed by an elected Board of Trustees and managed by a professional leadership team committed to transparency, fiscal responsibility, innovation, and exceptional public service. Corporate Counsel is expected to support these values through practical advice, collaborative relationships, and effective management of legal and organizational risk.

1.3 District Commitments

Founded in 1894, our Peoria Park District was the first park district formed in the state and as the oldest district in Illinois, we are proud to serve our community and set the standard for what park districts should be across Illinois.... and across the country.

Our mission at the Peoria Park District is to contribute to healthy and vibrant communities by responsibly using our resources to offer high quality parks, recreation, and education experiences to those who live, work, or play in our District.

Parks and recreation are powerful. They impact you.... and me.... and us.... every single day, giving energy and support to all parts of our community. As with anything that has impact, our power must be focused to have a positive effect on those we serve. Our District has worked to prioritize our initiatives so that we can be the best stewards of the incredible resources we are charged with activating.

- **Vibrancy:** <https://peoriaparks.org/wp-content/uploads/CommitmenttoVibrancy.pdf>

- **Environmental Sustainability:**

<https://peoriaparks.org/wp-content/uploads/CommitmenttoEnviroSustainability.pdf>

- **Diversity, Equity, Inclusion, and Accessibility:**

<https://peoriaparks.org/wp-content/uploads/CommitmenttoDEIA-4.pdf>

Each of these principals serve as lenses through which both strategy and daily operations are evaluated and conducted in order to focus our work.

Within our three documents listed above, we lay out our commitment to progress in these areas, along with the strategies that we will allocate staff and financial resources to address.

Because of the volatility and transiency of the world we currently live in, our staff and elected board of trustees have determined that it is most impactful to build out annual action plans based on these commitments. Our progress is tracked monthly and reported out to the community at least quarterly.

We strongly encourage firms and organizations doing business with the District to prioritize these commitments as well.

2. District Needs and Desired Outcomes

The District seeks a long-term legal partner that understands the responsibilities of a large and diverse public agency and can provide practical, timely, and strategic legal counsel to its Board of Trustees, Executive Director, leadership team, and staff.

The District expects its Corporate Counsel to develop a thorough understanding of District operations, governance, organizational culture, and strategic priorities. Legal advice should be practical, solution-oriented, and presented in a manner that supports informed decision-making.

In addition to providing high-quality legal representation, the selected firm should help the District:

- Develop a legal services approach that is sustainable over the long term and supports effective governance, proactive risk management, and organizational decision-making.
- Identify opportunities to improve efficiency and responsiveness.

- Evaluate which legal services are most appropriately provided by Corporate Counsel and which routine legal functions, if any, could appropriately be performed by future District-employed legal professionals.
- Preserve institutional knowledge and continuity of legal services.
- Coordinate specialized legal expertise when appropriate.

The District seeks an appropriate balance of expertise, responsiveness, organizational knowledge, and responsible stewardship of public resources. Any future changes to the District's legal services structure would be determined by the Board of Trustees based upon the District's evolving needs.

2.1 Historical Legal Service Utilization

To provide context regarding the scope and volume of legal services currently utilized by the District, historical Corporate Counsel billing information is provided below:

Year	Hours	Amount
2023 Jan-June	486	\$51,126
2024	824	\$90,848
2025	1,210	\$133,875
2026 Jan-June	590	\$69,792

Breakdown of hours based of service type between January 2023 and June 2026, are provided below:

Category	Hours	Hrs % of Total
Litigation	651	21%
Committee Meeting	514	17%
Policy, Ordinance, Procedure	496	16%
FOIA	306	10%
Leases & Licenses	254	8%
Agreement Review	230	7%
Board Meeting	218	7%
Land Transaction	192	6%
Easements	164	5%
Music Licensing	43	1%
Bidding & Purchasing	24	1%
Annexation	18	1%
Liquor Licenses	1	0%
Grand Total	3110	100%

3. Scope of Legal Services

Corporate Counsel will provide practical, timely, and strategic legal counsel in support of the District's Board of Trustees, Executive Director, leadership team, and staff. The responsibilities below represent typical legal service needs and are not intended to be exhaustive.

A. Governance and Board Support

The selected firm will serve as legal counsel to the District's Board of Trustees and Executive Director and will be expected to:

- Attend regular meetings of the Board of Trustees, generally conducted on the second and fourth Wednesdays of each month.
- Attend committee and special meetings of the Board, as requested.
- Provide legal advice regarding governance, Board procedures, ethics, and compliance with applicable laws.
- Serve as Parliamentarian and advise regarding the appropriate application of Robert's Rules of Order.
- Review and, when requested, prepare ordinances, resolutions, policies, and other Board documents.
- Provide timely written and verbal legal opinions.
- Assist the District in maintaining compliance with the Illinois Open Meetings Act, Freedom of Information Act, and other laws governing public bodies.
- Support onboarding and education of Trustees regarding their legal and ethical responsibilities as elected officials.
- Provide Board and leadership education regarding significant legal developments affecting Illinois park districts and local governments.

B. Organizational Legal Counsel

The selected firm will provide legal advice and assistance regarding day-to-day District operations, including:

- Contract drafting, review, and negotiation.
- Procurement and purchasing.
- District policies and administrative procedures.
- Real estate transactions, easements, leases, licenses, and related property matters.
- Intergovernmental agreements and cooperative initiatives.
- Risk management and liability issues in coordination with counsel provided through the District's membership in the Park District Risk Management Agency (PDRMA).
- Interpretation and application of the Illinois Park District Code and other applicable state and federal laws.
- Adjudication of ordinance violations associated with enforcement of the District's Conduct Ordinance in collaboration with Park Police.
- Other legal matters arising in the ordinary course of District operations.

C. Litigation and Specialized Legal Services

The District expects Corporate Counsel to advise regarding litigation and specialized legal matters and to coordinate with specialty counsel when necessary.

- Respondents should describe their experience:
- Managing or overseeing litigation involving public agencies.
- Working collaboratively with specialized counsel retained by a client.
- Advising clients regarding litigation strategy and risk.
- Identifying when specialized legal expertise is appropriate.

The District currently utilizes or may retain separate specialized counsel for certain matters. Bond counsel services are not included within the scope of this engagement. The District may also utilize separate counsel for labor and employment, litigation, tax matters, or other matters requiring specialized expertise.

D. Strategic Advisory Services

Corporate Counsel will also be expected to:

- Help the District anticipate emerging legal and regulatory issues.
- Recommend appropriate policy, governance, and risk-management improvements.
- Provide relevant legal updates affecting Illinois park districts and local governments.
- Assist the District in evaluating how legal services should evolve to meet future organizational needs.

E. Communication and Client Service

The District values responsive, accessible, and collaborative legal counsel. Respondents should describe their approach to:

- Response times for routine and urgent matters.
- Availability of the lead attorney and supporting attorneys.
- Communication with District leadership and staff.
- Assignment of work within the firm.
- Continuity of service and preservation of institutional knowledge.

The District seeks a long-term professional relationship founded on sound judgment, trust, responsiveness, clear communication, practical understanding of public service, and a shared commitment to excellent public service.

F. Employment and Labor Matters

The District may utilize the selected firm for employment and labor matters or may continue to engage specialized counsel depending upon the nature and complexity of the issue. The District currently receives specialized support through PDRMA and separate counsel related to collectively bargained labor agreements.

- Respondents should briefly describe relevant experience with:
- Employment law and personnel matters.
- Labor relations and collective bargaining.
- Workplace investigations.
- Employment policies and regulatory compliance.
- Employment-related claims and litigation.

Respondents should also describe how they would coordinate with separate labor and employment counsel to ensure consistent and efficient legal representation.

4. Proposal Response Requirements

Respondents shall submit a clear, concise proposal organized in the order below. Information requested in this section need not be repeated in the standardized forms unless specifically required by a form.

4.1 Proposed Approach to Serving the District

The District is interested in understanding how Respondents would serve as Corporate Counsel and develop a productive, long-term professional relationship with the Board of Trustees, Executive Director, leadership team, and staff.

Responses should address the following:

A. Serving as Corporate Counsel

Describe your approach to serving as the District's primary legal advisor. How would you establish productive working relationships with the Board of Trustees, Executive Director, leadership team, and staff? How do you balance legal analysis with practical, solution-oriented advice that supports effective decision-making?

B. Delivering Legal Services

Describe how your firm would organize and deliver legal services to the District. Identify the proposed lead attorney, supporting attorneys, and specialized resources available as needed.

Explain how your firm ensures continuity, responsiveness, and consistent legal advice across an organization.

C. Planning for the Future

Based on your experience serving public agencies, describe how you would assist the District in periodically evaluating whether its legal services are being delivered effectively and efficiently.

Your response should consider:

- The appropriate balance between work performed by Corporate Counsel and work that could appropriately be handled by future District-employed legal professionals.
- Opportunities to improve organizational knowledge and continuity.
- Opportunities to improve efficiency while maintaining high-quality legal representation.
- The appropriate role of specialized outside counsel.
- Factors the District should consider when evaluating future legal staffing or organizational changes.

The District is not requesting a predetermined recommendation or implementation plan. Rather, it seeks to understand how Respondents would approach these discussions as a trusted long-term advisor.

D. Communication and Client Service

Describe your firm's approach to communication and client service, including response times, attorney availability, communication with District leadership and staff, and methods for keeping clients informed regarding ongoing legal matters.

E. Organizational Value

Describe how your firm adds value beyond responding to individual legal matters, including Board education, legal updates, policy development, risk management, training, governance support, or other services that strengthen public organizations over time.

4.2 Qualifications and Firm Information

Respondents shall provide the following information in a clear and concise format.

A. Firm Overview and Capacity

Provide a brief overview of your firm, including:

- Primary office location(s) serving the District.
- Size of the firm and areas of practice relevant to this engagement.
- An overview of your firm's diversity makeup.
- Experience representing Illinois park districts, municipalities, or other units of local government.
- Availability and backup coverage for the proposed Corporate Counsel team.
- Access to specialized legal expertise.
- Approach to maintaining continuity when personnel changes occur.

B. Proposed Corporate Counsel Team

Identify the attorneys proposed to serve the District. For each, provide:

- Name and title.
- Proposed role and responsibilities.
- Areas of practice.
- Years of experience.
- Experience representing Illinois public agencies.
- Brief résumé or biography.

Identify the attorney who would serve as the District's primary Corporate Counsel.

C. Relevant Experience

Provide representative examples demonstrating experience with:

- Board governance and public body representation.
- Municipal and local government law.
- Public procurement and contracting.
- Real estate and property matters.
- Public transparency laws.
- Insurance and risk management.
- Other areas relevant to the District's operations.

D. Experience Supporting Organizational Evolution

Describe any experience your firm has:

- Assisting public agencies in evaluating how legal services are delivered.
- Working alongside in-house counsel or other public-agency-employed legal professionals.
- Transitioning responsibilities between outside counsel and internal legal staff.
- Developing processes that improve efficiency, continuity, and organizational knowledge.

If your firm has not had this experience, describe how you would approach these responsibilities if selected.

E. References

Provide at least three references from current or recent Illinois public-sector clients for whom the proposed lead attorney has provided services. Include organization, contact name and title, telephone number, email address, and a brief description of services provided.

Use Appendix G or provide the same information in an equivalent format. Do not duplicate reference information elsewhere in the proposal.

F. Conflicts of Interest

Identify any existing or potential conflicts of interest that could affect your firm's ability to represent the District. If no conflicts are known, please state so.

G. Additional Information

Respondents may provide any additional information they believe would materially assist the District in evaluating their proposal.

4.3 Fee Proposal, Staffing and Value

The District seeks transparent and predictable pricing and a staffing approach that aligns the level of legal expertise with the complexity of the work performed.

A. Hourly Rates

Provide hourly billing rates for each attorney, paralegal, and other professional staff member who may perform work for the District. For each, identify:

- Name and title.
- Years of experience.
- Primary area(s) of practice.
- Proposed role in serving the District.

B. Estimated Staffing Allocation

The District recognizes that the complexity of legal matters varies and does not expect every matter to be handled by the lead attorney. Respondents should demonstrate how work will be assigned to provide the appropriate level of expertise while using District resources efficiently.

Provide an estimate of the anticipated allocation of annual work:

Team Member	Estimated Percentage of Annual Work
Lead Corporate Counsel	____ %
Other Partners	____ %
Associates	____ %
Paralegals / Legal Support	____ %

If allocation would vary significantly based upon the type of matter, please explain.

C. Reimbursable Expenses

Identify expenses that would be billed separately, including travel, copying or printing, electronic legal research, filing fees, or other reimbursable expenses. If no additional charges are anticipated, please indicate accordingly.

D. Alternative Fee Arrangements

The District welcomes alternative pricing structures that improve predictability and encourage efficient delivery of legal services, including retainers, fixed fees, flat fees, blended rates, or other approaches.

Describe any alternative fee arrangements proposed and the services included.

E. Staffing Philosophy

Describe how your firm determines the appropriate attorney or professional staff member for a matter. Explain how routine, specialized, and time-sensitive matters would be staffed to provide efficient, responsive, and cost-effective representation.

F. Supporting the Evolution of Legal Services

Describe how your firm would work collaboratively with District leadership if the District determines that certain routine legal responsibilities should, over time, be performed by District-employed legal professionals while Corporate Counsel continues to provide governance support, strategic advice, and specialized legal representation.

Address how your firm would:

- Assist in evaluating the appropriate allocation of legal work.
- Maintain continuity during a transition.
- Preserve institutional knowledge.
- Coordinate effectively with District-employed legal professionals.
- Continue providing strategic counsel and specialized expertise as the District's needs evolve.

Assuming the District's routine legal workload changes during the term of this engagement, how would your firm work with the District to periodically review staffing, allocation of responsibilities, and the overall delivery of legal services to ensure the District continues to receive the appropriate level of legal support?

G. Additional Value

Identify any additional services or resources included in the proposed fee structure that would provide value to the District.

5. Proposal Submission Instructions

5.0 Solicitation Terminology

For purposes of this Request for Proposals, a firm or organization submitting a proposal is referred to as a "Respondent," and its submission is referred to as a "Proposal." These defined terms are used throughout the RFP instructions, requirements, evaluation provisions, and general terms.

Standardized District forms included in the appendices may use broader procurement terms such as "bidder," "vendor," or "contractor"; when used on those forms, those terms refer to the Respondent

as applicable to this RFP. For future Invitations for Bids, "Bidder" and "Bid" may be substituted for "Respondent" and "Proposal."

5.1 Due Date and Delivery

All proposals must be submitted electronically as a PDF file through the secure upload link below:
<https://parkshare.peoriaparks.org:1125/d/r/Gl4FVqHFuEBbBTMt/KR2MiRdsgus5Xa1qq1tudqSAYHN0tZbk-Pr7gmEXTgw0>

Proposals must be uploaded no later than 10:00 am Central Daylight Time (CDT) on Tuesday, October 20, 2026. Proposals received after the closing time will not be accepted.

Respondents should include the name of their firm in the PDF file name. When uploading the proposal through the secure link, Respondents will be prompted to enter "Your Name"; enter the name of the firm in that field.

The Park District assumes no responsibility for a Respondent's technical difficulties, transmission delays, or other technology-related issues. Respondents are responsible for ensuring that their proposal is successfully uploaded before the submission deadline.

5.2 Questions, Communications and Addenda

The Park District Purchasing Supervisor is designated to act on all matters pertaining to this RFP. Questions must be submitted in writing to Nicole Staley, Purchasing Supervisor, at nstaley@peoriaparks.org no later than 10:00 a.m. Central Time (CT) Monday, October 12, 2026, to allow time for an addendum. Questions received after the deadline will not be answered. Include "Corporate Counsel and Governance Support Services RFP" in the subject line. Contact with other Park District staff is prohibited unless authorized.

Changes or clarifications will be issued by written addendum and posted at <https://www.peoriaparks-planning.org/bidding-and-projects/>. Respondents are responsible for checking the website and acknowledging applicable addenda.

5.3 Proposal Signature, Pricing and Validity

Signatures - Each proposal must be signed by the Respondent or by an authorized representative empowered to bind the firm to a contract. Proposals submitted by partnerships must be signed in the partnership name by a partner or other authorized representative, followed by the signature and title of the person signing. Proposals submitted by corporations or other entities must be signed in the entity name by a person authorized to bind it in the matter. All signatures must be in ink and legible.

Proposed pricing shall remain firm for no less than sixty (60) days from the proposal due date unless otherwise qualified by the Respondent. Pricing should be presented as requested in Section 4.3.

The Peoria Park District is exempt from federal, state and local taxes. A certificate of exemption will be furnished upon request.

Standard payment terms are Net 60. Any alternative payment terms or prompt-payment discounts should be clearly stated in the proposal.

Proposal Preparation Costs - All costs incurred in the preparation and submission of proposals and related documentation will be borne by the Respondent.

5.4 Required Proposal Contents

The following items should be included in the submitted proposal package. Failure to submit a required form may result in the proposal being determined incomplete or non-responsive.

Proposal Component	Location / Form
Narrative proposal organized in accordance with Section 4	Respondent-created
Fee proposal and estimated staffing allocation	Section 4.3
Three public-sector references	Appendix G or equivalent
Legal representation conflicts disclosure	Section 4.2
Certification of Compliance of Listed Provisions and Laws	Appendix A
Company Ownership Certification	Appendix B
Certificate of Equal Employment Opportunity Compliance	Appendix C
Workforce Profile	Appendix D
W-9 Request for Taxpayer Identification Number and Certification	Appendix E
Evidence of insurance	See Section 6.10 and Appendix F
Proposal Certification and Signature Page	Appendix H

Respondents are encouraged to register as a vendor at <https://vendors.peoriaparks.org/>.

6. General Terms and Conditions

These terms have been tailored to this professional legal services solicitation. Where a special condition in this RFP conflicts with a general term, the special condition controls.

6.1 Reservation of Rights and Acceptance of Proposals

The Board of Trustees of the Peoria Park District reserves, without limitation, the right to reject any or all proposals, waive informalities or irregularities, request clarification or supplemental information, negotiate contract terms, and accept or reject incomplete, non-conforming, non-responsive, obscure, conditional, or otherwise irregular proposals. The District may investigate the

responsibility, qualifications, experience, and financial ability of Respondents and may request information reasonably necessary for that purpose. The District may award services in the manner it determines to be in its best interests, including selecting one or more firms or combining multiple legal resources.

6.2 Governing Law

Laws of the State of Illinois - Contracts shall be entered into within the State of Illinois, and the laws of said state, whether substantive or procedural, shall apply to the Contract.

6.3 Compliance with Laws

Compliance with Laws - The Respondent shall comply with all applicable federal, state, and local laws, codes, ordinances, rules, and regulations. It shall be the responsibility of the selected Respondent to inform the District, in writing, of new applicable federal, state, and local laws, codes, ordinances, rules, or regulations affecting the scope of services and/or any provision of the agreement.

6.4 Non-Barred Status

Non-Barred Status - By submitting a proposal, the Respondent certifies that it is not barred or suspended from bidding on or entering into this contract by any governmental entity.

6.5 Illinois Human Rights Act

Human Rights Act - The contract will be subject to and governed by the rules and regulations of the Illinois Human Rights Act and rules applicable to public contracts, including equal employment opportunity, refraining from unlawful discriminations, and having written sexual harassment policies (775 ILCS 5/2-105).

6.6 Freedom of Information Act

Freedom of Information Act - Procurement information shall be a public record subject to disclosure to the extent provided in the Illinois Freedom of Information Act (5 ILCS 140) and shall be available to the public as provided by the Peoria Park District Freedom of Information Policy.

6.7 Procurement Conflict of Interest and Non-Collusion

Conflict of Interest - The Respondent certifies that no officer, agent, or employee of the Peoria Park District who has an economic interest in the proposal has participated in proposal or contract negotiations on behalf of the District. The Respondent further certifies that the proposal is made in good faith, without collusion or fraud, and is submitted solely on its own behalf without obligation to any undisclosed person or firm.

6.8 Audit Rights

Audit Rights - The Respondent agrees that the Peoria Park District or its representatives shall have the right to examine any and all records that directly relate to this engagement.

6.9 Cancellation, Default and Nonexclusive Engagement

The Park District reserves the right to cancel all or part of any contract if the selected firm fails to perform the contract requirements or when cancellation is determined to be in the best interests of the District. In case of default, the District may procure required services from other sources and may hold the selected firm responsible for excess costs as permitted by law and contract. Any resulting

agreement will be nonexclusive, and the District may retain other counsel or specialized legal resources when appropriate.

6.10 Insurance and Indemnification

The selected firm shall maintain the professional-services insurance coverage and comply with the indemnification requirements set forth in Appendix F. At the proposal stage, Respondents should provide evidence of current coverage or identify any exceptions. The selected firm must furnish certificates of insurance and applicable endorsements demonstrating full compliance before beginning work.

6.11 Waiver of Protest

Waiver of Protest - By submitting a response to this Proposal, each Respondent expressly waives any and all rights that it may have to object, protest, or seek legal remedies whatsoever regarding any aspect of this request, the District's selection of the top Respondent(s), the District's rejection of any or all responses, and any subsequent agreement(s) that might be entered into as a result of this Proposal. Each Respondent acknowledges, by response of a proposal, that it is aware of and is voluntarily relinquishing its right to object, protest, or judicially challenge the solicitation, evaluation and award process as described in this Request for Proposal.

7. Evaluation and Selection Process

The District is seeking a long-term professional relationship. Accordingly, evaluation will consider not only legal qualifications and experience, but also each Respondent's demonstrated judgment, communication style, responsiveness, value, and ability to serve as a trusted advisor as the District's legal needs evolve.

The District will evaluate written proposals and may conduct reference checks, request clarification or supplemental information, and invite selected Respondents to participate in interviews before negotiating an agreement with the preferred Respondent.

The District reserves the right to request additional information, negotiate with one or more Respondents, or reject any or all proposals if determined to be in the District's best interest.

Evaluation Criteria

The District will consider, among other factors:

- Understanding of the District's needs, governance responsibilities, and operational environment.
- Qualifications and experience of the proposed Corporate Counsel and supporting legal team.
- Quality of the proposed service approach, including communication, responsiveness, and continuity.
- Ability to provide practical, solution-oriented legal advice that supports informed decision-making.
- Experience appropriately allocating legal work and coordinating specialized legal services.
- Thoughtfulness of the Respondent's approach to the continued evolution of the District's legal services and its ability to serve as a long-term strategic advisor.
- Proposed fee structure, staffing approach, and overall value.
- References and demonstrated client satisfaction.

The District may also consider proposal completeness, demonstrated commitment to public service, and other factors determined to be in the District's best interest.

Interviews

Selected Respondents may be invited to participate in an interview addressing their:

- Approach to serving as Corporate Counsel.
- Communication and client service.
- Allocation of legal work within the proposed team.
- Approach to supporting the District's long-term legal service needs.
- Other topics identified by the District.

Appendices - Required Forms and Certifications

The following standardized forms and professional-services requirements are incorporated into this RFP package. Respondents should complete and return the applicable forms with their proposal as identified in Section 5.4.

- Appendix A - Certification of Compliance of Listed Provisions and Laws
- Appendix B - Company Ownership Certification and Definitions
- Appendix C - Certificate of Equal Employment Opportunity Compliance
- Appendix D - Workforce Profile and Instructions
- Appendix E - W-9 Request for Taxpayer Identification Number and Certification
- Appendix F - Insurance Requirements for Professional Services
- Appendix G - Public-Sector References
- Appendix H - Proposal Certification and Signature Page

**CERTIFICATION OF COMPLIANCE
OF THE LISTED PROVISIONS AND LAWS**

1) Illinois Drug Free Workplace Act of 1991

2) The Substance Abuse Prevention on Public Works Act Public Act 95-0635:

Prohibits the use of drugs and alcohol while performing work on a public works project.

The Contractor/Subcontractor has signed collective bargaining agreement for all of its employees that deal with the subject matter or the Contractor/Subcontractor has a prevention program that meets or exceeds the requirements of the Public Act for all employees not covered by a collective bargaining agreement.

3) Safety Compliance:

Contractor/Subcontractors will comply with any and all prevailing occupational safety and health standards. Such compliance may include a training component or require a written program of compliance.

4) Illinois Criminal Code, Illinois Compiled Statutes 720 ILCS 5/33E-3 and 5/33E-4:

Contractor/Subcontractor has not been barred from bidding on public contract as a result of bid rigging or bid rotating.

The undersigned representative of the Contractor/Vendor hereby certifies to comply with the laws and provisions listed above.

Contractor/Subcontractor

Name of Authorized Representative (type or print)

Signature of Authorized Representative

Date



PEORIA PARK DISTRICT

Company Ownership Certification

In compliance with Illinois Public Act 102-265, and Peoria Park District policy, disclosure of the information requested in this form is required by the Peoria Park District. Failure to properly complete and sign this form will result in it being returned unprocessed thereby resulting in a delay or denial of Company's eligibility to transact business with Peoria Park District.

Please answer all questions. Note, Company may answer "Yes" to more than one category.

- **Is the Company a Minority Owned Business?** ☐ YES ☐ NO
Check One:
☐ Company holds Certification for this classification, or
☐ Company is self-certifying
- **Is the Company a Woman Owned Business?** ☐ YES ☐ NO
Check One:
☐ Company holds Certification for this classification, or
☐ Company is self-certifying
- **Is the Company a Disability-Owned Business?** ☐ YES ☐ NO
Check One:
☐ Company holds Certification for this classification, or
☐ Company is self-certifying
- **Is the Company a Veteran Owned Business?** ☐ YES ☐ NO
Check One:
☐ Company holds Certification for this classification, or
☐ Company is self-certifying
- **Is the Company a Service Disabled Veteran Owned Business?** ☐ YES ☐ NO
Check One:
☐ Company holds Certification for this classification, or
☐ Company is self-certifying

Does Company qualify as a small business under federal Small Business Administration? ☐ YES ☐ NO
<https://www.sba.gov/document/support-table-size-standards>

Please list the name(s) of the Company majority owner(s): _____

Does Company have any parent and/or subsidiary companies? ☐ YES ☐ NO
If yes, please list all companies: _____

By signing this form, the Company and the individual signing below attest that the above questions have been answered truthfully, to the best of their knowledge.

Company Name

Company Address

Signature of Company Official

Name / Title

Telephone Number & Fax Number

Email Address



PEORIA PARK DISTRICT

Definitions for Company Ownership Certification

- Selected Classification of Owned Business means a business which is at least 51% owned by one or more persons of the selected ownership classification (i.e. minority, women, veteran, etc.), or in the case of a corporation, at least 51% of the stock in which is owned by one or more persons of the selected ownership classification; and the management and daily operations of which are controlled by one or more of the selected ownership classification individuals who own it.
- Control means the exclusive or ultimate and sole control of the business including, but not limited to, capital investment and all other financial matters, property, acquisitions, contract negotiations, legal matters, officer-director-employee selection and comprehensive hiring, operating responsibilities, cost-control matters, income and dividend matters, financial transactions and rights of other shareholders or joint partners. Control shall be real, substantial and continuing, no pro forma. Control shall include the power to direct or cause the direction of the management and policies of the business and to make the day-to-day as well as major decisions in matters of policy, management and operations. Control shall be exemplified by possessing the requisite knowledge and expertise to run the particular business and control shall not include simple majority or absentee ownership.
- Minority person shall mean a person who is a citizen or lawful permanent resident of the United States and who is any of the following:
 - a) American Indian or Alaska Native (a person having origins in any of the original peoples of North and South America, including Central America, and who maintains tribal affiliation or community attachment).
 - b) Asian (a person having origins in any of the original peoples of the Far East, Southeast Asia, or the Indian subcontinent, including, but not limited to, Cambodia, China, India, Japan, Korea, Malaysia, Pakistan, the Philippine Islands, Thailand, and Vietnam).
 - c) Black or African American (a person having origins in any of the black racial groups of Africa).
 - d) Hispanic or Latino (a person of Cuban, Mexican, Puerto Rican, South or Central American, or other Spanish culture or origin, regardless of race).
 - e) Native Hawaiian or Other Pacific Islander (a person having origins in any of the original peoples of Hawaii, Guam, Samoa, or other Pacific Islands).
- Woman shall mean a person who is a citizen or lawful permanent resident of the United States and who is of the female gender.
- Veteran means a person who (i) has been a member of the armed forces of the United States or, while a citizen of the United States, was a member of the armed forces of allies of the United States in time of hostilities with a foreign country and (ii) has served under one or more of the following conditions: (a) the veteran served a total of at least 6 months; (b) the veteran served for the duration of hostilities regardless of the length of the engagement; (c) the veteran was discharged on the basis of hardship; or (d) the veteran was released from active duty because of a service connected disability and was discharged under honorable conditions.
- Service-Disabled Veteran means a veteran who has been found to have 10% or more service-connected disability by the United States Department of Veterans Affairs or the United States Department of Defense.
- A Person with a Disability means a person who is a citizen or lawful resident of the United States and is a person qualifying as being disabled, meaning a person with a severe physical or mental disability that:
 - a) results from: amputation, arthritis, autism, blindness, burn injury, cancer, cerebral palsy, Crohn's disease, cystic fibrosis, deafness, head injury, heart disease, hemiplegia, hemophilia, respiratory or pulmonary dysfunction, an intellectual disability, mental illness, multiple sclerosis, muscular dystrophy, musculoskeletal disorders, neurological disorders, including stroke and epilepsy, paraplegia, quadriplegia and other spinal cord conditions, sickle cell anemia, ulcerative colitis, specific learning disabilities, or end stage renal failure disease; and
 - b) substantially limits one or more of the person's major life activities.Another disability or combination of disabilities may also be considered as a severe disability for the purposes of item (a) of this subdivision if it is determined by an evaluation of the rehabilitation potential to cause a comparable degree of substantial functional limitation similar to the specific list of disabilities listed in item (a) of this subdivision.
- Certification means a determination made by the Business Enterprise Council for Minorities, Women, and Persons with Disabilities, or by one delegated authority from the Council to make certifications, or by a State agency with statutory authority to make such a certification, that a business entity is a business owned by a minority, woman, or person with a disability for whatever purpose.



Peoria Park District Certificate of Equal Employment Opportunity Compliance for Contractors & Vendors

The Peoria Park District is an Equal Opportunity Employer and it agrees with each of the provisions below and requires that all suppliers, contractors, subcontractors, and vendors doing business with the Park District be Certified Equal Employment Opportunity Employers in compliance with the Illinois Human Rights Act and such regulations promulgated thereunder, and, that any and all suppliers, contractors, subcontractors or vendors who are found to be in non-compliance with the Illinois Human Rights Act or said regulations may be declared ineligible for future contracts with this Park District; and, that each and every supplier, contractor, subcontractor or vendor does at all times in connection with any dealings with this Park District agree as follows:

- 1) That it will not discriminate against any employee or applicant for employment because of race, color, religion, sex, sexual orientation, marital status, order of protection status, national origin or ancestry, citizenship status, age, physical or mental disability unrelated to ability, military status or an unfavorable discharge from military service; and,

further, that it will examine all job classifications to determine if minority persons or women are underutilized and will take appropriate affirmative action to rectify any underutilization [44 Ill Admin Code 750.110(b)].

- 2) That, if it hires additional employees in order to perform this contract or any portion of this contract, it will determine the availability (in accordance with the Illinois Department of Human Rights Rules and Regulations) of minorities and women in the areas from which it may reasonably recruit and it will hire for each job classification for which employees are hired in a way that minorities and women are not underutilized.
- 3) That, in all solicitations or advertisements for employees placed by it or on its behalf, it will state that all applicants will be afforded equal opportunity without discrimination because of race, color, religion, sex, sexual orientation, marital status, order of protection status, national origin or ancestry, citizenship status, age, physical or mental disability unrelated to ability, military status or an unfavorable discharge from military service.
- 4) That it will send to each labor organization or representative of workers with which it has or is bound by a collective bargaining or other agreement or understanding, a notice advising the labor organization or representative of the contractor's obligations under the Illinois Human Rights Act and the Department's Rules and Regulations. If any labor organization or representative fails or refuses to cooperate with the contractor in its efforts to comply with such Act and Rules and Regulations, the contractor will promptly notify the Peoria Park District and will recruit employees from other sources when necessary to fulfill its obligations under the contract.
- 5) That it will submit reports as required by the Department's Rules and Regulations, furnish all relevant information as may from time to time be requested by the Department or the Peoria Park District, and in all respects comply with the Illinois Human Rights Act and the Department's Rules and Regulations.
- 6) That it will permit access to all relevant books, records, accounts and work sites by personnel of the Peoria Park District and the Department for purposes of investigation to ascertain compliance with the Illinois Human Rights Act and the Department's Rules and Regulations.
- 7) That it will include verbatim or by reference the provisions of this clause in every subcontract awarded under which any portion of the contract obligations are undertaken or assumed, so that the provisions will be binding upon the subcontractor. In the same manner as with other provisions of this contract, the contractor will be liable for compliance with applicable provisions of this clause by subcontractors; and further it will promptly notify the Peoria Park District and the Department in the event any subcontractor fails or refuses to comply with the provisions. In addition, the contractor will not utilize any subcontractor declared by the Illinois Human Rights Commission to be ineligible for contracts or subcontracts with the State of Illinois or any of its political subdivisions or municipal corporations.

Failure to properly complete and sign this form, certifying that the Company will agree to the above provisions of the Illinois Human Rights Act as well as the items below will result in it being returned unprocessed thereby resulting in a delay or denial of eligibility to be awarded work with the Peoria Park District.

The Company certifies that it has a written sexual harassment policy meeting the Illinois Human Rights Act and Illinois Department of Human Rights requirements.

Company Name

Company Address

Signature of Company Official

Name / Title

Telephone Number & Fax Number

Email Address

WORKFORCE PROFILE

IMPORTANT: Please complete the company workforce analysis below. Employment data must include ALL full-time company employees who were employed as of the most recent payroll period.

Job Classifications	Black Employees		White Employees		Hispanic Employees		Native American Employees		Asian Employees		Other Employees		TOTAL EMPLOYEES	
	M	F	M	F	M	F	M	F	M	F	M	F	M	F
1. Officials, Managers, Supervisors													0	0
2. Professionals													0	0
3. Technicians													0	0
4. Sales													0	0
5. Office/Clerical													0	0
6. White Collar Trainees:													0	0
													0	0
7. Skilled Crafts:													0	0
													0	0
													0	0
8. Apprentices:													0	0
													0	0
													0	0
9. On-the-job Trainees:													0	0
													0	0
													0	0
10. Semi-skilled													0	0
													0	0
11. Service Workers													0	0
12. Unskilled													0	0
TOTALS	0	0	0	0	0	0	0	0	0	0	0	0	0	0

Company Name: _____

05/2025

WORKFORCE PROFILE INSTRUCTIONS

RACE/ETHNIC IDENTIFICATION

WHITE (not of Hispanic origin): All persons having origins in any of the original peoples of Europe, North Africa, or the Middle East.

BLACK (not of Hispanic origin): All persons having origins in any of the Black racial groups of Africa.

HISPANIC: All persons of Mexican, Puerto Rican, Cuban, Central or South American, or other Spanish culture or origin, regardless of race.

ASIAN or PACIFIC ISLANDER: All persons having origins in any of the original peoples of the Far East, Southeast Asia, the Indian Subcontinent, or the Pacific Islands. This area includes, for example, China, India, Japan, Korea, the Philippine Islands, and Samoa.

NATIVE AMERICAN or ALASKAN NATIVE: All persons having origins in any of the original peoples of North America, and who maintain cultural identification through tribal affiliation or community recognition.

DESCRIPTION OF JOB CLASSIFICATIONS

OFFICIALS, MANAGERS, AND SUPERVISORS - Occupations requiring administrative personnel who set broad policies, and exercise over-all responsibility for the execution of these policies, and direct individual departments or special phases of a firm's operations. Includes: officials, executives, middle management, plant managers, department managers/superintendents, salaried foremen who are members of management, purchasing agents and buyers, and kindred workers.

PROFESSIONALS - Occupations requiring either college graduation or experience of such kind and amount as to provide a comparable background. Includes: accountants/auditors, airplane pilots and navigators, architects, artists, chemists, designers, dietitians, editors, engineers, lawyers, librarians, mathematicians, natural scientists, personnel and labor relations workers, physical scientists, physicians, social scientists, teachers, and kindred workers.

TECHNICIANS - Occupations requiring combination of basic scientific knowledge and manual skill which can be obtained through about 2 years of post high school education, such as is offered in many technical institutes and junior colleges, or through equivalent on-the-job training. Includes: drafters, engineering aids, junior engineers, scientific assistants, surveyors, technical illustrators, technicians (medical, dental, electronic physical sciences), and kindred workers.

SALES WORKERS - Occupations engaging wholly or primarily in direct selling. Includes: advertising agents/salespersons, insurance agents/brokers, real estate agents/brokers, stock and bond salespersons, demonstrators, salespersons and sales clerks, and kindred workers.

OFFICE AND CLERICAL WORKERS - Includes all clerical type work regardless of level of difficulty, where the activities are predominantly non-manual though some manual work not directly involved with altering or transporting the products is included. Includes: bookkeepers, cashiers, collectors (bills and accounts), messengers and office couriers, office machine operators, shipping and receiving clerks, stenographers, typist and secretaries, telegraph and telephone operators, and kindred workers.

WHITE COLLAR TRAINEES - Persons engaged in formal training for official, managerial, professional, technical, sales, office and clerical occupations.

SKILLED CRAFTS - Manual worker of relatively high skill level having a thorough and comprehensive knowledge of the processes involved in their work. Exercise considerable independent judgement and usually receive an extensive period of training. Includes: the building trades hourly paid foremen and leadmen who are not members of management, mechanics and repairmen, skilled machining occupations, compositors and typesetters, electricians, engravers, job setters (metal), motion picture projectionists, pattern and model makers, stationary engineers, tailors and tailoresses, and kindred workers.

APPRENTICES - Persons employed in a program including work training and related instruction to learn a trade or craft which is traditionally considered an apprenticeship, regardless of whether the program is registered with a Federal or State agency.

ON-THE-JOB TRAINEES - Persons engaged in formal training for craftsmen when not trained under apprentice programs; semi-skilled, unskilled and service occupations.

SEMI-SKILLED WORKERS - Workers who operate machine or processing equipment or perform other factory-type duties of intermediate skill level which can be mastered in a few weeks and require only limited training.

SERVICE WORKERS - Workers in both protective and non-protective service occupations. Includes: attendants (hospital and other institution, professional and personal service), barbers, charwomen and cleaners, cooks (except household), counter and fountain workers, elevator operators, fire fighters, guards, watchmen and doorkeepers, stewards, janitors, police officers and detectives, porters, waiters and waitresses, and kindred workers.

UNSKILLED WORKERS - Workers in manual occupations which generally require no special training. Perform elementary duties that may be learned in a few days and require the application of little or no independent judgement. Includes: garage laborers, car washers and greasers, gardeners (except farm) and groundskeepers, longshoremen and stevedores, lumbermen, craftsmen and wood choppers, laborers performing lifting, digging, mixing loading and pulling operations, and kindred workers.

**Request for Taxpayer
Identification Number and Certification**

Go to www.irs.gov/FormW9 for instructions and the latest information.

**Give form to the
requester. Do not
send to the IRS.**

Before you begin. For guidance related to the purpose of Form W-9, see *Purpose of Form*, below.

Print or type. See Specific Instructions on page 3.	1 Name of entity/individual. An entry is required. (For a sole proprietor or disregarded entity, enter the owner's name on line 1, and enter the business/disregarded entity's name on line 2.)	
	2 Business name/disregarded entity name, if different from above.	
	3a Check the appropriate box for federal tax classification of the entity/individual whose name is entered on line 1. Check only one of the following seven boxes. ☐ Individual/sole proprietor ☐ C corporation ☐ S corporation ☐ Partnership ☐ Trust/estate ☐ LLC. Enter the tax classification (C = C corporation, S = S corporation, P = Partnership) Note: Check the "LLC" box above and, in the entry space, enter the appropriate code (C, S, or P) for the tax classification of the LLC, unless it is a disregarded entity. A disregarded entity should instead check the appropriate box for the tax classification of its owner. ☐ Other (see instructions) _____	4 Exemptions (codes apply only to certain entities, not individuals; see instructions on page 3): Exempt payee code (if any) _____ Exemption from Foreign Account Tax Compliance Act (FATCA) reporting code (if any) _____ (Applies to accounts maintained outside the United States.)
	3b If on line 3a you checked "Partnership" or "Trust/estate," or checked "LLC" and entered "P" as its tax classification, and you are providing this form to a partnership, trust, or estate in which you have an ownership interest, check this box if you have any foreign partners, owners, or beneficiaries. See instructions ☐	
	5 Address (number, street, and apt. or suite no.). See instructions.	Requester's name and address (optional)
	6 City, state, and ZIP code	
	7 List account number(s) here (optional)	

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on line 1 to avoid backup withholding. For individuals, this is generally your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the instructions for Part I, later. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN*, later.

Note: If the account is in more than one name, see the instructions for line 1. See also *What Name and Number To Give the Requester* for guidelines on whose number to enter.

Social security number											
				-				-			
or											
Employer identification number											
					-						

Part II Certification

Under penalties of perjury, I certify that:

1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me); and
2. I am not subject to backup withholding because (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding; and
3. I am a U.S. citizen or other U.S. person (defined below); and
4. The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct.

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and, generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions for Part II, later.

Sign Here	Signature of U.S. person	Date
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General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Future developments. For the latest information about developments related to Form W-9 and its instructions, such as legislation enacted after they were published, go to www.irs.gov/FormW9.

What's New

Line 3a has been modified to clarify how a disregarded entity completes this line. An LLC that is a disregarded entity should check the appropriate box for the tax classification of its owner. Otherwise, it should check the "LLC" box and enter its appropriate tax classification.

New line 3b has been added to this form. A flow-through entity is required to complete this line to indicate that it has direct or indirect foreign partners, owners, or beneficiaries when it provides the Form W-9 to another flow-through entity in which it has an ownership interest. This change is intended to provide a flow-through entity with information regarding the status of its indirect foreign partners, owners, or beneficiaries, so that it can satisfy any applicable reporting requirements. For example, a partnership that has any indirect foreign partners may be required to complete Schedules K-2 and K-3. See the Partnership Instructions for Schedules K-2 and K-3 (Form 1065).

Purpose of Form

An individual or entity (Form W-9 requester) who is required to file an information return with the IRS is giving you this form because they

must obtain your correct taxpayer identification number (TIN), which may be your social security number (SSN), individual taxpayer identification number (ITIN), adoption taxpayer identification number (ATIN), or employer identification number (EIN), to report on an information return the amount paid to you, or other amount reportable on an information return. Examples of information returns include, but are not limited to, the following.

- Form 1099-INT (interest earned or paid).
- Form 1099-DIV (dividends, including those from stocks or mutual funds).
- Form 1099-MISC (various types of income, prizes, awards, or gross proceeds).
- Form 1099-NEC (nonemployee compensation).
- Form 1099-B (stock or mutual fund sales and certain other transactions by brokers).
- Form 1099-S (proceeds from real estate transactions).
- Form 1099-K (merchant card and third-party network transactions).
- Form 1098 (home mortgage interest), 1098-E (student loan interest), and 1098-T (tuition).
- Form 1099-C (canceled debt).
- Form 1099-A (acquisition or abandonment of secured property).

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN.

Caution: If you don't return Form W-9 to the requester with a TIN, you might be subject to backup withholding. See *What is backup withholding*, later.

By signing the filled-out form, you:

1. Certify that the TIN you are giving is correct (or you are waiting for a number to be issued);
2. Certify that you are not subject to backup withholding; or
3. Claim exemption from backup withholding if you are a U.S. exempt payee; and
4. Certify to your non-foreign status for purposes of withholding under chapter 3 or 4 of the Code (if applicable); and
5. Certify that FATCA code(s) entered on this form (if any) indicating that you are exempt from the FATCA reporting is correct. See *What Is FATCA Reporting*, later, for further information.

Note: If you are a U.S. person and a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

Definition of a U.S. person. For federal tax purposes, you are considered a U.S. person if you are:

- An individual who is a U.S. citizen or U.S. resident alien;
- A partnership, corporation, company, or association created or organized in the United States or under the laws of the United States;
- An estate (other than a foreign estate); or
- A domestic trust (as defined in Regulations section 301.7701-7).

Establishing U.S. status for purposes of chapter 3 and chapter 4 withholding. Payments made to foreign persons, including certain distributions, allocations of income, or transfers of sales proceeds, may be subject to withholding under chapter 3 or chapter 4 of the Code (sections 1441–1474). Under those rules, if a Form W-9 or other certification of non-foreign status has not been received, a withholding agent, transferee, or partnership (payor) generally applies presumption rules that may require the payor to withhold applicable tax from the recipient, owner, transferor, or partner (payee). See Pub. 515, *Withholding of Tax on Nonresident Aliens and Foreign Entities*.

The following persons must provide Form W-9 to the payor for purposes of establishing its non-foreign status.

- In the case of a disregarded entity with a U.S. owner, the U.S. owner of the disregarded entity and not the disregarded entity.
- In the case of a grantor trust with a U.S. grantor or other U.S. owner, generally, the U.S. grantor or other U.S. owner of the grantor trust and not the grantor trust.
- In the case of a U.S. trust (other than a grantor trust), the U.S. trust and not the beneficiaries of the trust.

See Pub. 515 for more information on providing a Form W-9 or a certification of non-foreign status to avoid withholding.

Foreign person. If you are a foreign person or the U.S. branch of a foreign bank that has elected to be treated as a U.S. person (under Regulations section 1.1441-1(b)(2)(iv) or other applicable section for chapter 3 or 4 purposes), do not use Form W-9. Instead, use the appropriate Form W-8 or Form 8233 (see Pub. 515). If you are a qualified foreign pension fund under Regulations section 1.897(l)-1(d), or a partnership that is wholly owned by qualified foreign pension funds, that is treated as a non-foreign person for purposes of section 1445 withholding, do not use Form W-9. Instead, use Form W-8EXP (or other certification of non-foreign status).

Nonresident alien who becomes a resident alien. Generally, only a nonresident alien individual may use the terms of a tax treaty to reduce or eliminate U.S. tax on certain types of income. However, most tax treaties contain a provision known as a saving clause. Exceptions specified in the saving clause may permit an exemption from tax to continue for certain types of income even after the payee has otherwise become a U.S. resident alien for tax purposes.

If you are a U.S. resident alien who is relying on an exception contained in the saving clause of a tax treaty to claim an exemption from U.S. tax on certain types of income, you must attach a statement to Form W-9 that specifies the following five items.

1. The treaty country. Generally, this must be the same treaty under which you claimed exemption from tax as a nonresident alien.
2. The treaty article addressing the income.
3. The article number (or location) in the tax treaty that contains the saving clause and its exceptions.
4. The type and amount of income that qualifies for the exemption from tax.
5. Sufficient facts to justify the exemption from tax under the terms of the treaty article.

Example. Article 20 of the U.S.-China income tax treaty allows an exemption from tax for scholarship income received by a Chinese student temporarily present in the United States. Under U.S. law, this student will become a resident alien for tax purposes if their stay in the United States exceeds 5 calendar years. However, paragraph 2 of the first Protocol to the U.S.-China treaty (dated April 30, 1984) allows the provisions of Article 20 to continue to apply even after the Chinese student becomes a resident alien of the United States. A Chinese student who qualifies for this exception (under paragraph 2 of the first Protocol) and is relying on this exception to claim an exemption from tax on their scholarship or fellowship income would attach to Form W-9 a statement that includes the information described above to support that exemption.

If you are a nonresident alien or a foreign entity, give the requester the appropriate completed Form W-8 or Form 8233.

Backup Withholding

What is backup withholding? Persons making certain payments to you must under certain conditions withhold and pay to the IRS 24% of such payments. This is called “backup withholding.” Payments that may be subject to backup withholding include, but are not limited to, interest, tax-exempt interest, dividends, broker and barter exchange transactions, rents, royalties, nonemployee pay, payments made in settlement of payment card and third-party network transactions, and certain payments from fishing boat operators. Real estate transactions are not subject to backup withholding.

You will not be subject to backup withholding on payments you receive if you give the requester your correct TIN, make the proper certifications, and report all your taxable interest and dividends on your tax return.

Payments you receive will be subject to backup withholding if:

1. You do not furnish your TIN to the requester;
2. You do not certify your TIN when required (see the instructions for Part II for details);
3. The IRS tells the requester that you furnished an incorrect TIN;
4. The IRS tells you that you are subject to backup withholding because you did not report all your interest and dividends on your tax return (for reportable interest and dividends only); or
5. You do not certify to the requester that you are not subject to backup withholding, as described in item 4 under “*By signing the filled-out form*” above (for reportable interest and dividend accounts opened after 1983 only).

Certain payees and payments are exempt from backup withholding. See *Exempt payee code*, later, and the separate Instructions for the Requester of Form W-9 for more information.

See also *Establishing U.S. status for purposes of chapter 3 and chapter 4 withholding*, earlier.

What Is FATCA Reporting?

The Foreign Account Tax Compliance Act (FATCA) requires a participating foreign financial institution to report all U.S. account holders that are specified U.S. persons. Certain payees are exempt from FATCA reporting. See *Exemption from FATCA reporting code*, later, and the Instructions for the Requester of Form W-9 for more information.

Updating Your Information

You must provide updated information to any person to whom you claimed to be an exempt payee if you are no longer an exempt payee and anticipate receiving reportable payments in the future from this person. For example, you may need to provide updated information if you are a C corporation that elects to be an S corporation, or if you are no longer tax exempt. In addition, you must furnish a new Form W-9 if the name or TIN changes for the account, for example, if the grantor of a grantor trust dies.

Penalties

Failure to furnish TIN. If you fail to furnish your correct TIN to a requester, you are subject to a penalty of \$50 for each such failure unless your failure is due to reasonable cause and not to willful neglect.

Civil penalty for false information with respect to withholding. If you make a false statement with no reasonable basis that results in no backup withholding, you are subject to a \$500 penalty.

Criminal penalty for falsifying information. Willfully falsifying certifications or affirmations may subject you to criminal penalties including fines and/or imprisonment.

Misuse of TINs. If the requester discloses or uses TINs in violation of federal law, the requester may be subject to civil and criminal penalties.

Specific Instructions

Line 1

You must enter one of the following on this line; **do not** leave this line blank. The name should match the name on your tax return.

If this Form W-9 is for a joint account (other than an account maintained by a foreign financial institution (FFI)), list first, and then circle, the name of the person or entity whose number you entered in Part I of Form W-9. If you are providing Form W-9 to an FFI to document a joint account, each holder of the account that is a U.S. person must provide a Form W-9.

• **Individual.** Generally, enter the name shown on your tax return. If you have changed your last name without informing the Social Security Administration (SSA) of the name change, enter your first name, the last name as shown on your social security card, and your new last name.

Note for ITIN applicant: Enter your individual name as it was entered on your Form W-7 application, line 1a. This should also be the same as the name you entered on the Form 1040 you filed with your application.

• **Sole proprietor.** Enter your individual name as shown on your Form 1040 on line 1. Enter your business, trade, or "doing business as" (DBA) name on line 2.

• **Partnership, C corporation, S corporation, or LLC, other than a disregarded entity.** Enter the entity's name as shown on the entity's tax return on line 1 and any business, trade, or DBA name on line 2.

• **Other entities.** Enter your name as shown on required U.S. federal tax documents on line 1. This name should match the name shown on the charter or other legal document creating the entity. Enter any business, trade, or DBA name on line 2.

• **Disregarded entity.** In general, a business entity that has a single owner, including an LLC, and is not a corporation, is disregarded as an entity separate from its owner (a disregarded entity). See Regulations section 301.7701-2(c)(2). A disregarded entity should check the appropriate box for the tax classification of its owner. Enter the owner's name on line 1. The name of the owner entered on line 1 should never be a disregarded entity. The name on line 1 should be the name shown on the income tax return on which the income should be reported. For

example, if a foreign LLC that is treated as a disregarded entity for U.S. federal tax purposes has a single owner that is a U.S. person, the U.S. owner's name is required to be provided on line 1. If the direct owner of the entity is also a disregarded entity, enter the first owner that is not disregarded for federal tax purposes. Enter the disregarded entity's name on line 2. If the owner of the disregarded entity is a foreign person, the owner must complete an appropriate Form W-8 instead of a Form W-9. This is the case even if the foreign person has a U.S. TIN.

Line 2

If you have a business name, trade name, DBA name, or disregarded entity name, enter it on line 2.

Line 3a

Check the appropriate box on line 3a for the U.S. federal tax classification of the person whose name is entered on line 1. Check only one box on line 3a.

IF the entity/individual on line 1 is a(n) . . .	THEN check the box for . . .
• Corporation	Corporation.
• Individual or • Sole proprietorship	Individual/sole proprietor.
• LLC classified as a partnership for U.S. federal tax purposes or • LLC that has filed Form 8832 or 2553 electing to be taxed as a corporation	Limited liability company and enter the appropriate tax classification: P = Partnership, C = C corporation, or S = S corporation.
• Partnership	Partnership.
• Trust/estate	Trust/estate.

Line 3b

Check this box if you are a partnership (including an LLC classified as a partnership for U.S. federal tax purposes), trust, or estate that has any foreign partners, owners, or beneficiaries, and you are providing this form to a partnership, trust, or estate, in which you have an ownership interest. You must check the box on line 3b if you receive a Form W-8 (or documentary evidence) from any partner, owner, or beneficiary establishing foreign status or if you receive a Form W-9 from any partner, owner, or beneficiary that has checked the box on line 3b.

Note: A partnership that provides a Form W-9 and checks box 3b may be required to complete Schedules K-2 and K-3 (Form 1065). For more information, see the Partnership Instructions for Schedules K-2 and K-3 (Form 1065).

If you are required to complete line 3b but fail to do so, you may not receive the information necessary to file a correct information return with the IRS or furnish a correct payee statement to your partners or beneficiaries. See, for example, sections 6698, 6722, and 6724 for penalties that may apply.

Line 4 Exemptions

If you are exempt from backup withholding and/or FATCA reporting, enter in the appropriate space on line 4 any code(s) that may apply to you.

Exempt payee code.

- Generally, individuals (including sole proprietors) are not exempt from backup withholding.
- Except as provided below, corporations are exempt from backup withholding for certain payments, including interest and dividends.
- Corporations are not exempt from backup withholding for payments made in settlement of payment card or third-party network transactions.
- Corporations are not exempt from backup withholding with respect to attorneys' fees or gross proceeds paid to attorneys, and corporations that provide medical or health care services are not exempt with respect to payments reportable on Form 1099-MISC.

The following codes identify payees that are exempt from backup withholding. Enter the appropriate code in the space on line 4.

1—An organization exempt from tax under section 501(a), any IRA, or a custodial account under section 403(b)(7) if the account satisfies the requirements of section 401(f)(2).

- 2—The United States or any of its agencies or instrumentalities.
- 3—A state, the District of Columbia, a U.S. commonwealth or territory, or any of their political subdivisions or instrumentalities.
- 4—A foreign government or any of its political subdivisions, agencies, or instrumentalities.
- 5—A corporation.
- 6—A dealer in securities or commodities required to register in the United States, the District of Columbia, or a U.S. commonwealth or territory.
- 7—A futures commission merchant registered with the Commodity Futures Trading Commission.
- 8—A real estate investment trust.
- 9—An entity registered at all times during the tax year under the Investment Company Act of 1940.
- 10—A common trust fund operated by a bank under section 584(a).
- 11—A financial institution as defined under section 581.
- 12—A middleman known in the investment community as a nominee or custodian.
- 13—A trust exempt from tax under section 664 or described in section 4947.

The following chart shows types of payments that may be exempt from backup withholding. The chart applies to the exempt payees listed above, 1 through 13.

IF the payment is for . . .	THEN the payment is exempt for . . .
• Interest and dividend payments	All exempt payees except for 7.
• Broker transactions	Exempt payees 1 through 4 and 6 through 11 and all C corporations. S corporations must not enter an exempt payee code because they are exempt only for sales of noncovered securities acquired prior to 2012.
• Barter exchange transactions and patronage dividends	Exempt payees 1 through 4.
• Payments over \$600 required to be reported and direct sales over \$5,000 ¹	Generally, exempt payees 1 through 5. ²
• Payments made in settlement of payment card or third-party network transactions	Exempt payees 1 through 4.

¹ See Form 1099-MISC, Miscellaneous Information, and its instructions.

² However, the following payments made to a corporation and reportable on Form 1099-MISC are not exempt from backup withholding: medical and health care payments, attorneys' fees, gross proceeds paid to an attorney reportable under section 6045(f), and payments for services paid by a federal executive agency.

Exemption from FATCA reporting code. The following codes identify payees that are exempt from reporting under FATCA. These codes apply to persons submitting this form for accounts maintained outside of the United States by certain foreign financial institutions. Therefore, if you are only submitting this form for an account you hold in the United States, you may leave this field blank. Consult with the person requesting this form if you are uncertain if the financial institution is subject to these requirements. A requester may indicate that a code is not required by providing you with a Form W-9 with "Not Applicable" (or any similar indication) entered on the line for a FATCA exemption code.

A—An organization exempt from tax under section 501(a) or any individual retirement plan as defined in section 7701(a)(37).

B—The United States or any of its agencies or instrumentalities.

C—A state, the District of Columbia, a U.S. commonwealth or territory, or any of their political subdivisions or instrumentalities.

D—A corporation the stock of which is regularly traded on one or more established securities markets, as described in Regulations section 1.1472-1(c)(1)(i).

E—A corporation that is a member of the same expanded affiliated group as a corporation described in Regulations section 1.1472-1(c)(1)(i).

F—A dealer in securities, commodities, or derivative financial instruments (including notional principal contracts, futures, forwards, and options) that is registered as such under the laws of the United States or any state.

G—A real estate investment trust.

H—A regulated investment company as defined in section 851 or an entity registered at all times during the tax year under the Investment Company Act of 1940.

I—A common trust fund as defined in section 584(a).

J—A bank as defined in section 581.

K—A broker.

L—A trust exempt from tax under section 664 or described in section 4947(a)(1).

M—A tax-exempt trust under a section 403(b) plan or section 457(g) plan.

Note: You may wish to consult with the financial institution requesting this form to determine whether the FATCA code and/or exempt payee code should be completed.

Line 5

Enter your address (number, street, and apartment or suite number). This is where the requester of this Form W-9 will mail your information returns. If this address differs from the one the requester already has on file, enter "NEW" at the top. If a new address is provided, there is still a chance the old address will be used until the payor changes your address in their records.

Line 6

Enter your city, state, and ZIP code.

Part I. Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. If you are a resident alien and you do not have, and are not eligible to get, an SSN, your TIN is your IRS ITIN. Enter it in the entry space for the Social security number. If you do not have an ITIN, see *How to get a TIN* below.

If you are a sole proprietor and you have an EIN, you may enter either your SSN or EIN.

If you are a single-member LLC that is disregarded as an entity separate from its owner, enter the owner's SSN (or EIN, if the owner has one). If the LLC is classified as a corporation or partnership, enter the entity's EIN.

Note: See *What Name and Number To Give the Requester*, later, for further clarification of name and TIN combinations.

How to get a TIN. If you do not have a TIN, apply for one immediately. To apply for an SSN, get Form SS-5, Application for a Social Security Card, from your local SSA office or get this form online at www.SSA.gov. You may also get this form by calling 800-772-1213. Use Form W-7, Application for IRS Individual Taxpayer Identification Number, to apply for an ITIN, or Form SS-4, Application for Employer Identification Number, to apply for an EIN. You can apply for an EIN online by accessing the IRS website at www.irs.gov/EIN. Go to www.irs.gov/Forms to view, download, or print Form W-7 and/or Form SS-4. Or, you can go to www.irs.gov/OrderForms to place an order and have Form W-7 and/or Form SS-4 mailed to you within 15 business days.

If you are asked to complete Form W-9 but do not have a TIN, apply for a TIN and enter "Applied For" in the space for the TIN, sign and date the form, and give it to the requester. For interest and dividend payments, and certain payments made with respect to readily tradable instruments, you will generally have 60 days to get a TIN and give it to the requester before you are subject to backup withholding on payments. The 60-day rule does not apply to other types of payments. You will be subject to backup withholding on all such payments until you provide your TIN to the requester.

Note: Entering "Applied For" means that you have already applied for a TIN or that you intend to apply for one soon. See also *Establishing U.S. status for purposes of chapter 3 and chapter 4 withholding*, earlier, for when you may instead be subject to withholding under chapter 3 or 4 of the Code.

Caution: A disregarded U.S. entity that has a foreign owner must use the appropriate Form W-8.

Part II. Certification

To establish to the withholding agent that you are a U.S. person, or resident alien, sign Form W-9. You may be requested to sign by the withholding agent even if item 1, 4, or 5 below indicates otherwise.

For a joint account, only the person whose TIN is shown in Part I should sign (when required). In the case of a disregarded entity, the person identified on line 1 must sign. Exempt payees, see *Exempt payee code*, earlier.

Signature requirements. Complete the certification as indicated in items 1 through 5 below.

1. Interest, dividend, and barter exchange accounts opened before 1984 and broker accounts considered active during 1983. You must give your correct TIN, but you do not have to sign the certification.

2. Interest, dividend, broker, and barter exchange accounts opened after 1983 and broker accounts considered inactive during 1983. You must sign the certification or backup withholding will apply. If you are subject to backup withholding and you are merely providing your correct TIN to the requester, you must cross out item 2 in the certification before signing the form.

3. Real estate transactions. You must sign the certification. You may cross out item 2 of the certification.

4. Other payments. You must give your correct TIN, but you do not have to sign the certification unless you have been notified that you have previously given an incorrect TIN. "Other payments" include payments made in the course of the requester's trade or business for rents, royalties, goods (other than bills for merchandise), medical and health care services (including payments to corporations), payments to a nonemployee for services, payments made in settlement of payment card and third-party network transactions, payments to certain fishing boat crew members and fishermen, and gross proceeds paid to attorneys (including payments to corporations).

5. Mortgage interest paid by you, acquisition or abandonment of secured property, cancellation of debt, qualified tuition program payments (under section 529), ABLE accounts (under section 529A), IRA, Coverdell ESA, Archer MSA or HSA contributions or distributions, and pension distributions. You must give your correct TIN, but you do not have to sign the certification.

What Name and Number To Give the Requester

For this type of account:	Give name and SSN of:
1. Individual	The individual
2. Two or more individuals (joint account) other than an account maintained by an FFI	The actual owner of the account or, if combined funds, the first individual on the account ¹
3. Two or more U.S. persons (joint account maintained by an FFI)	Each holder of the account
4. Custodial account of a minor (Uniform Gift to Minors Act)	The minor ²
5. a. The usual revocable savings trust (grantor is also trustee)	The grantor-trustee ¹
b. So-called trust account that is not a legal or valid trust under state law	The actual owner ¹
6. Sole proprietorship or disregarded entity owned by an individual	The owner ³
7. Grantor trust filing under Optional Filing Method 1 (see Regulations section 1.671-4(b)(2)(i)(A))**	The grantor*

For this type of account:	Give name and EIN of:
8. Disregarded entity not owned by an individual	The owner
9. A valid trust, estate, or pension trust	Legal entity ⁴
10. Corporation or LLC electing corporate status on Form 8832 or Form 2553	The corporation
11. Association, club, religious, charitable, educational, or other tax-exempt organization	The organization
12. Partnership or multi-member LLC	The partnership
13. A broker or registered nominee	The broker or nominee
14. Account with the Department of Agriculture in the name of a public entity (such as a state or local government, school district, or prison) that receives agricultural program payments	The public entity
15. Grantor trust filing Form 1041 or under the Optional Filing Method 2, requiring Form 1099 (see Regulations section 1.671-4(b)(2)(i)(B))**	The trust

¹ List first and circle the name of the person whose number you furnish. If only one person on a joint account has an SSN, that person's number must be furnished.

² Circle the minor's name and furnish the minor's SSN.

³ You must show your individual name on line 1, and enter your business or DBA name, if any, on line 2. You may use either your SSN or EIN (if you have one), but the IRS encourages you to use your SSN.

⁴ List first and circle the name of the trust, estate, or pension trust. (Do not furnish the TIN of the personal representative or trustee unless the legal entity itself is not designated in the account title.)

* **Note:** The grantor must also provide a Form W-9 to the trustee of the trust.

** For more information on optional filing methods for grantor trusts, see the Instructions for Form 1041.

Note: If no name is circled when more than one name is listed, the number will be considered to be that of the first name listed.

Secure Your Tax Records From Identity Theft

Identity theft occurs when someone uses your personal information, such as your name, SSN, or other identifying information, without your permission to commit fraud or other crimes. An identity thief may use your SSN to get a job or may file a tax return using your SSN to receive a refund.

To reduce your risk:

- Protect your SSN,
- Ensure your employer is protecting your SSN, and
- Be careful when choosing a tax return preparer.

If your tax records are affected by identity theft and you receive a notice from the IRS, respond right away to the name and phone number printed on the IRS notice or letter.

If your tax records are not currently affected by identity theft but you think you are at risk due to a lost or stolen purse or wallet, questionable credit card activity, or a questionable credit report, contact the IRS Identity Theft Hotline at 800-908-4490 or submit Form 14039.

For more information, see Pub. 5027, Identity Theft Information for Taxpayers.

Victims of identity theft who are experiencing economic harm or a systemic problem, or are seeking help in resolving tax problems that have not been resolved through normal channels, may be eligible for Taxpayer Advocate Service (TAS) assistance. You can reach TAS by calling the TAS toll-free case intake line at 877-777-4778 or TTY/TDD 800-829-4059.

Protect yourself from suspicious emails or phishing schemes.

Phishing is the creation and use of email and websites designed to mimic legitimate business emails and websites. The most common act is sending an email to a user falsely claiming to be an established legitimate enterprise in an attempt to scam the user into surrendering private information that will be used for identity theft.

The IRS does not initiate contacts with taxpayers via emails. Also, the IRS does not request personal detailed information through email or ask taxpayers for the PIN numbers, passwords, or similar secret access information for their credit card, bank, or other financial accounts.

If you receive an unsolicited email claiming to be from the IRS, forward this message to phishing@irs.gov. You may also report misuse of the IRS name, logo, or other IRS property to the Treasury Inspector General for Tax Administration (TIGTA) at 800-366-4484. You can forward suspicious emails to the Federal Trade Commission at spam@uce.gov or report them at www.ftc.gov/complaint. You can contact the FTC at www.ftc.gov/idtheft or 877-IDTHEFT (877-438-4338). If you have been the victim of identity theft, see www.IdentityTheft.gov and Pub. 5027.

Go to www.irs.gov/IdentityTheft to learn more about identity theft and how to reduce your risk.

Privacy Act Notice

Section 6109 of the Internal Revenue Code requires you to provide your correct TIN to persons (including federal agencies) who are required to file information returns with the IRS to report interest, dividends, or certain other income paid to you; mortgage interest you paid; the acquisition or abandonment of secured property; the cancellation of debt; or contributions you made to an IRA, Archer MSA, or HSA. The person collecting this form uses the information on the form to file information returns with the IRS, reporting the above information. Routine uses of this information include giving it to the Department of Justice for civil and criminal litigation and to cities, states, the District of Columbia, and U.S. commonwealths and territories for use in administering their laws. The information may also be disclosed to other countries under a treaty, to federal and state agencies to enforce civil and criminal laws, or to federal law enforcement and intelligence agencies to combat terrorism. You must provide your TIN whether or not you are required to file a tax return. Under section 3406, payors must generally withhold a percentage of taxable interest, dividends, and certain other payments to a payee who does not give a TIN to the payor. Certain penalties may also apply for providing false or fraudulent information.

Insurance Requirements for Contracts – Professional Services Including Accountants, Attorneys, Engineers, Health Services and Media

Company shall obtain insurance of the types and in the amounts listed below.

A. Commercial General and Umbrella Liability Insurance

Company shall maintain commercial general liability (CGL) and, if necessary, commercial umbrella insurance with a limit of not less than \$1,000,000 each occurrence. If such CGL insurance contains a general aggregate limit, it shall apply separately to this project/location.

CGL insurance shall be written on Insurance Services Office (ISO) occurrence form CG 00 01 10 93, or a substitute form providing equivalent coverage, and shall cover liability arising from premises, operations, independent contractors, products-completed operations, personal injury and advertising injury, and liability assumed under an insured contract (including the tort liability of another assumed in a business contract).

District shall be included as an insured under the CGL, using ISO additional insured endorsement CG 20 26 or a substitute providing equivalent coverage, and under the commercial umbrella, if any. This insurance shall apply as primary insurance with respect to any other insurance or self-insurance afforded to District. Any insurance or self-insurance maintained by District shall be excess of Company's insurance and shall not contribute with it.

B. Professional Liability Insurance

Company shall maintain professional liability and, if necessary, commercial umbrella liability insurance with a limit of not less than \$1,000,000 each wrongful act arising out of the performance or failure to perform professional services.

C. Business Auto and Umbrella Liability Insurance

If applicable, Company shall maintain business auto liability and, if necessary, commercial umbrella liability insurance with a limit of not less than \$1,000,000 each accident. Such insurance shall cover liability arising out of any auto including owned, hired and non-owned autos.

Business auto insurance shall be written on Insurance Services Office (ISO) form CA 00 01, CA 00 05, CA 00 12, CA 00 20, or a substitute form providing equivalent liability coverage. If necessary, the policy shall be endorsed to provide contractual liability coverage equivalent to that provided in the 1990 and later editions of CA 00 01.

D. Workers Compensation Insurance

Company shall maintain workers compensation and employers liability insurance. The commercial umbrella and/or employers liability limits shall not be less than \$1,000,000 each accident for bodily injury by accident or \$1,000,000 each employee for bodily injury by disease.

If District has not been included as an insured under the CGL using ISO additional insured endorsement CG 20 26 under the Commercial General and Umbrella Liability Insurance required in this Contract, the Company waives all rights against District and its officers, officials, employees, volunteers and agents for recovery of damages arising out of or incident to the Company's work.

E. General Insurance Provisions

1. Evidence of Insurance

Prior to beginning work, Company shall furnish District with a certificate(s) of insurance and applicable policy endorsement(s), executed by a duly authorized representative of each insurer, showing compliance with the insurance requirements set forth above.

All certificates shall provide for 30 days' written notice to District prior to the cancellation or material change of any insurance referred to therein. Written notice to District shall be by certified mail, return receipt requested.

Failure of District to demand such certificate, endorsement or other evidence of full compliance with these insurance requirements or failure of District to identify a deficiency from evidence that is provided shall not be construed as a waiver of Company's obligation to maintain such insurance.

District shall have the right, but not the obligation, of prohibiting Company from beginning work until such certificates or other evidence that insurance has been placed in complete compliance with these requirements is received and approved by District.

Failure to maintain the required insurance may result in termination of this Contract at District's option.

Company shall provide certified copies of all insurance policies required above within 10 days of District's written request for said copies.

2. Acceptability of Insurers

For insurance companies which obtain a rating from A.M. Best, that rating should be no less than A VII using the most recent edition of the A.M. Best's Key Rating Guide. If the Best's rating is less than A VII or a Best's rating is not obtained, the District has the right to reject insurance written by an insurer it deems unacceptable.

3. Cross-Liability Coverage

If Company's liability policies do not contain the standard ISO separation of insured's provision, or a substantially similar clause, they shall be endorsed to provide cross-liability coverage.

4. Deductibles and Self-Insured Retentions

Any deductibles or self-insured retentions must be declared to the District. At the option of the District, the Company may be asked to eliminate such deductibles or self-insured retentions as respects the District, its officers, officials, employees, volunteers and agents or required to procure a bond guaranteeing payment of losses and other related costs including but not limited to investigations, claim administration and defense expenses.

5. Subcontractors

Company shall cause each subcontractor employed by Company to purchase and maintain insurance of the type specified above. When requested by the District, Company shall furnish copies of certificates of insurance evidencing coverage for each subcontractor.

F. Indemnification

Company shall indemnify and hold harmless the District and its officers, officials, employees, volunteers and agents from and against all claims, damages, losses and expenses, including but not limited to legal fees (attorneys' and paralegals' fees and court costs), arising out of or resulting from the performance of the Company's work, provided that any such claim, damage, loss or expense (i) is attributable to bodily injury, sickness, disease or death, or injury to or destruction of tangible property, including the loss of use there from, and (ii) is caused in whole or in part by any wrongful or negligent act or omission of the Company, any Subcontractor, anyone directly or indirectly employed by any of them or anyone for whose acts any of them may be liable. Such obligation shall not be construed to negate, abridge, or otherwise reduce any other right or obligation of indemnity which would otherwise exist as to any party or person described in this Paragraph. Company shall similarly protect, indemnify and hold and save harmless the District, its officers, officials, employees, volunteers and agents against and from any and all claims, costs, causes, actions and expenses including but not limited to legal fees, incurred by reason of Company's breach of any of its obligations under, or Company's default of, any provision of the Contract.

Appendix G - Public-Sector References

Provide at least three references from current or recent Illinois public-sector clients for whom the proposed lead attorney has provided services.

Reference 1

Organization	
Contact Name and Title	
Telephone	
Email	
Services Provided	
Relationship / Dates of Service	

Reference 2

Organization	
Contact Name and Title	
Telephone	
Email	
Services Provided	
Relationship / Dates of Service	

Reference 3

Organization	
Contact Name and Title	
Telephone	

Email	
Services Provided	
Relationship / Dates of Service	

Appendix H - Proposal Certification and Signature Page

By signing below, the Respondent certifies that the proposal has been prepared in accordance with this RFP, acknowledges all issued addenda listed below, and represents that the undersigned is authorized to bind the firm to the submitted proposal.

Firm Name	
Business Address	
City, State, ZIP	
Primary Contact	
Telephone	
Email	
Federal Employer Identification Number	
Addenda Acknowledged	
Authorized Representative Name / Title	
Signature	
Date	

The Respondent confirms that proposed pricing will remain valid for at least sixty (60) days from the proposal due date unless otherwise stated in the proposal.