



**REQUEST FOR QUALIFICATIONS FOR SPECIAL COUNSEL  
FOR THE NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY  
APPOINTMENT TO THE  
NEW JERSEY WIND PORT PROJECT POOL**

Date Issued: September 19, 2023

(A PDF version will be available for download as of this date to facilitate drafting and may not be uploaded in substitution for use of the Division of Law on-line RFQ portal.)

Question & Answer Cut-off Date: October 2, 2023 at 5:00 P.M.

Proposals Due: November 29, 2023

The Electronic Application Form will be available for submissions: October 19, 2023

No login or password is required to use the Electronic Application Form. Users may save their work after each work session by sending themselves and others a link to the saved form.

**SUBMISSIONS MUST BE MADE USING THE DIVISION OF LAW ON-LINE RFQ PORTAL.**

Potential applicants are encouraged to review [the training webinar on the application process recorded on October 11, 2022](#) and the [Outside Counsel Guidelines](#) applicable to retentions.

**PAPER SUBMISSIONS ARE NO LONGER ACCEPTED.**

Technical Support for the On-Line Portal can be reached by calling: 609-984-3900.

Calls made after 4:30 p.m. will returned the following business day.

MATTHEW J. PLATKIN  
ATTORNEY GENERAL OF NEW JERSEY

MICHAEL T.G. LONG  
DIRECTOR, DIVISION OF LAW

STATE OF NEW JERSEY, DEPARTMENT OF LAW AND PUBLIC SAFETY, DIVISION OF LAW  
Richard J. Hughes Justice Complex, 25 Market Street, P.O. Box 112 Trenton, N.J. 08625-0112

**REQUEST FOR QUALIFICATIONS FOR SPECIAL COUNSEL  
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**1 PURPOSE AND INTENT**

The Attorney General of New Jersey, through the Department of Law and Public Safety, Division of Law (the “Attorney General”) serves as the legal representative and counsel for the departments, boards, offices, commissions and other instrumentalities of New Jersey (“State”) government, its officers and employees, and represents the New Jersey Economic Development Authority (“NJEDA”).

On behalf of the NJEDA, the Attorney General seeks proposals for the appointment of firms to a special counsel pool (the “Pool”) in connection with NJDEA’s delivery of the New Jersey Wind Port project (“NJWP Project”) as further described below. You are invited to submit a proposal in response to this Request for Qualifications (“RFQ”) for appointment to the proposed Pool of Special Counsel. It is anticipated that this engagement will be for a term of three (3) years or until the Pool is refreshed, whichever is later. Firms interested in being appointed to the Pool should submit materials in accordance with this RFQ.

- 1.1 The Attorney General will designate one or more attorneys from the Division of Law in the Department of Law and Public Safety who will be the sole point(s) of contact for all matters pertaining to this engagement and who will oversee and coordinate the activities of Special Counsel.
- 1.2 The firm selected to serve as Special Counsel must comply with all local, state and federal laws, rules and regulations applicable to the engagement and to the services to be performed thereunder.
- 1.3 Compensation for the firm selected as Special Counsel for this engagement shall be negotiated based upon the provisions set forth in Section 6.0.

**2 MINIMUM QUALIFICATIONS**

AT A MINIMUM, RESPONDING FIRMS MUST HAVE THE FOLLOWING QUALIFICATIONS:

- 2.1 (a) Experience as counsel for United States or other public sector/governmental entities located in the United States or elsewhere in respect to greenfield infrastructure projects, which may include both conventional delivery methods (such as Design-Bid-Build or Design-Build) and public-private partnerships (P3), including concessions. Legal experience related to ports/maritime and offshore wind is preferred.

- (b) Experience in at least one area of state and federal law applicable to the NJWP Project, including project finance, environmental law, construction, and development and real estate law. Experience in nuclear regulation is preferred.

2.2 Failure by a firm to meet these Minimum Requirements will result in the proposal's immediate rejection .

### **3 DETAILS OF PROPOSED TRANSACTION**

#### **3.1 Background**

On January 31, 2018, Governor Philip Murphy signed Executive Order No.8 (“EO8”) directing relevant state agencies to “take all necessary action” to begin mobilizing towards a goal of 3,500 MW (3.5 GW) in offshore wind generation (“OSW”) by 2030. Governor Murphy released the State’s 2019 Energy Master Plan (the “2019 Master Plan”) on January 27, 2020, which set a goal of 100 percent clean energy by 2050, noting the critical role of offshore wind in achieving these objectives and estimating that offshore wind will account for 23 percent of the State’s total generating capacity by 2050. In June of that year, following a competitive bid process, the New Jersey Board of Public Utilities (“NJBPU”) awarded the Ørsted Ocean Wind Project (led by Ørsted A/S) a solicitation for 1.1 GW.

In November 2019, Governor Murphy signed Executive Order No. 92, increasing the State’s OSW target to 7.5 GW by 2035 – a more than doubling of the original target. That OSW target was further increased to 11 GW by 2040 through Executive Order No. 207. In September 2020, the NJBPU issued its second offshore wind solicitation, and in June 2021 awarded a total of 2,658 MW of offshore wind capacity, the largest combined offshore wind award in the nation at the time, to two projects, Atlantic Shores Offshore Wind, to be developed by Atlantic Shores Offshore Wind 1, LLC, and Ocean Wind II, to be developed by Ørsted’s Ocean Wind II, LLC. On March 6, 2023, the NJBPU issued its third offshore wind solicitation, seeking to award up to an additional 4,000 MW of offshore wind capacity.

New Jersey’s OSW commitment forms part of a broader East Coast pipeline of committed OSW projects that exceed 40 GW. Besides providing new renewable generating capacity, this pipeline represents a significant economic development opportunity – with an estimated \$100 billion in required capital investment over the next decade. Development and ongoing maintenance of this pipeline will create significant employment opportunities, with the U.S. Department of Energy estimating the industry could create up to 83,000 jobs by 2030.

The U.S. cannot deliver on its offshore wind targets without new fit-for-purpose port capacity. On behalf of the State, the NJEDA is developing a new hub-style marshalling and manufacturing port to support delivery of the State’s and Eastern Seaboard’s OSW pipeline and to attract turbine component manufacturers to the State. Ports are critical to all aspects of OSW, with the bulk of component manufacturing and final assembly taking place at or close to the portside. By extension, quaysides must be reinforced sufficient to accommodate significant component weights and sizes; and with dredge depths able to accommodate the vessels required to transport components to installation sites.

### **3.2 NJWP Project Scope & Sequencing**

The NJWP’s development will be phased over an approximately 7-8 year period. Phase 1, components of which are already under construction, will comprise:

- An approximately 30-35 acre property and adjacent wharf infrastructure purpose-built for marshaling (i.e., wind turbine staging, final assembly, and transport);
- A dredged access channel from the NJWP to the main Delaware River shipping channel, as well as berth pockets and a turning basin able to accommodate jack-up installation vessels and other turbine install and delivery vessels;
- Two inland manufacturing parcels, connected to the wharf via a heavy haul road corridor;
- An approximately 30-acre confined disposal facility (“CDF”) for dredge placement;
- An approximately 5-acre property for general port administration and parking; and
- On-site utility infrastructure and grid connections.

The first 30-acres of Phase 1 (“Parcel A”) is approximately 45-50 percent complete as of March 31, 2023 and is targeted to be complete in Quarter 2 of 2024, with the balance of Phase I coming online over the course of 2024 and 2025.

Phase 2 is targeted to commence construction in late 2023 and to achieve completion by 2028. Phase 2 will comprise:

- An approximately 35-acre property and adjacent wharf infrastructure purpose-built for marshaling (with dredged berth pockets);
- An approximately 65-acre property purpose-built for Tier 1 turbine component manufacturing, as well as adjacent wharf infrastructure (with dredged berth pockets and turning basin);
- On-site utility infrastructure; and
- Heavy-haul road corridors connecting parcels and shared wharves.

Construction is being undertaken by AECOM Tishman under a Construction Manager at Risk (“CMAR”) delivery method. AECOM Tishman were contracted by NJEDA in July 2021 following a publicly advertised, competitive bid process. NJEDA’s engineer of record on the project is Moffatt & Nichol (“M&N”). WSP USA is serving as owner’s representative. EYIA is serving as financial and commercial advisor.

### 3.3 Site Location & Ownership

The site for the proposed port is located seven and a half (7 ½) miles southwest of Salem, New Jersey, on the eastern shores of the Delaware River in Southern New Jersey.

The Phase 1 parcels (approximately 110 acres) are owned by a single private owner, the Public Service Enterprise Group (“PSEG”), a publicly traded diversified energy company headquartered in Newark, New Jersey. In September 2021, the NJEDA executed a Ground Lease with PSEG for the Phase 1 parcels for an initial term of 28 years and maximum term of 78 years. In July 2022, the NJEDA purchased 110 acres of land from PSEG Nuclear which is contiguous to the northern edge of the leased premises. **Special Counsel will be expected to provide services to the NJEDA and will represent its interests only, not those of PSEG.**

Phase 2 of the NJWP Project will be sited on the NJEDA-owned property. The NJEDA has a road access easement agreement with PSEG providing it and its subtenants with a right of egress/ingress to the leased premises and NJEDA-owned property.

All requisite federal and state permits have been secured for Parcel A’s development, with the permitting process for the balance of Phase 1 parcels as well as Phase 2 ongoing. The NJEDA anticipates the permitting process to be complete for all parcels by the middle of 2024.

## 4 SCOPE OF SERVICES

The Attorney General is seeking proposals from qualified firms to serve in the Pool to support the ongoing development of the NJWP Project. Subject to the retention of a firm from the Pool for a specific retention as set forth in Section 5.1, Special Counsel’s possible deliverables are broken into the following categories:

- (a) Commercial and Landlord/Tenant Support – Support the NJEDA in commercial negotiations with prospective tenants and provide landlord/tenant support related to any existing executed leases and subleases.
- (b) NJWP Project Development – Support the NJEDA’s ongoing NJWP Project development and construction efforts, including project finance, industrial environmental issues and permitting, construction, and nuclear regulation.
- (c) NJWP Project Operations – Support the NJWP Project’s operational needs, particularly as related to waterfront development, infrastructure asset operation, and foreign trade zone support. This includes supporting the NJEDA in contracting with a long-term operator, which may involve a concession-type arrangement.

4.1 Commercial and Landlord/Tenant Support. The NJEDA is in, or anticipates being in, active negotiations with prospective tenants interested in utilizing the NJWP site to support their offshore wind activities. Prospective tenants include both offshore wind developers and Tier 1 manufacturers. Special Counsel may be retained to support

complex commercial transactions, particularly related to port and industrial lease and sublease negotiations.

Special counsel may be retained to support NJEDA's landlord and port operator relationships, port-sited marshalling and manufacturing tenants, industrial/environmental issues, and any due diligence. To support the NJWP Project's commercial and real estate needs, Special Counsel may be retained to: 1) draft contracts in a timely manner that meet NJEDA and state requirements, are acceptable to market, and result in commercially sound outcomes; 2) coordinate commercial efforts between NJEDA, its consultants and advisors, and the Attorney General's Office; and 3) attend meetings as required. Special Counsel may also be retained to support NJEDA in any landlord/tenant issues related to NJEDA's leases with tenants, as well as NJEDA's headlease (ground lease) with PSEG. Because the NJWP Project is adjacent to an active nuclear power plant, Special Counsel may be asked to provide or retain a secondary firm with expertise in nuclear regulation.

4.2 NJWP Project Development. Special Counsel may be retained to support development and construction of the project, in conjunction with NJEDA's financial advisor, technical advisor, environmental consultant, the New Jersey Attorney General's Office, security consultant, and other professional advisors as necessary. In that context, Special Counsel may be retained to provide detailed input on the legal considerations, best practices, and financing plan of the NJWP Project that maximizes overall value for the NJEDA and the State and minimizes short term and long-term risk and liability. Special Counsel may be requested to provide advice with regard to P3-style financing mechanisms, including, but not limited to concessions. Special Counsel may also be retained in relation to construction and project delivery matters, as well as environmental, permitting related to large scale infrastructure construction.

4.3 NJWP Project Operations. The Port is being developed and constructed in phases. As a result, when any parcel within the NJWP Project is completed and becomes operational, Special Counsel may be retained to provide legal drafting, analysis, and meeting support related to state and federal maritime port operations. Such support may be in relation to federal regulation of navigable waterways, foreign trade zones, stevedoring and wharf-related activities, security and customs considerations, Tier 1 manufacturing, and third-party port operator procurement.

4.4 Additional Services. The Attorney General may require additional legal advisory services ("Additional Services") if the Attorney General, in its sole discretion, determines that Additional Services are required and that such services are in the best interest of the NJEDA and the State. Any firm submitting a proposal pursuant to this RFQ acknowledges and agrees that the Attorney General is under no obligation to request Additional Services and reserves the right, at his sole discretion, to separately contract for any such Additional Services.

## **5 ESTABLISHMENT OF THE POOL**

- 5.1 Based upon a review of the responses to this RFQ, the Attorney General, after consultation with the NJEDA, will determine whether to establish the Pool and which firms will be part of the Pool, if so established. Once the Pool is established, the period of the designation for the Pool will be from the notification that the firm has been designated and approved as Special Counsel until such time as a new pool is established. In the event the Pool is established, firms will be selected for specific transactions based on the scope described above, subject to a conflict review, and fee caps will be determined as further described in Section 6.4 herein.
- 5.2 In certain instances, the Attorney General may determine to solicit a firm with experience particularly well suited to a transaction or may request from two or more firms in the Pool information as to the firms' experience, staffing and proposed fee caps. Based on this information, the Attorney General, upon consultation with the NJEDA, will choose a firm to act as Special Counsel for such transaction or assignment.
- 5.3 The Attorney General reserves the right, in the Attorney General's sole discretion, to terminate any firm from the Pool or to terminate the Pool, at any time, and to establish other pool(s) through a separate procurement process. Assignment to the Pool does not provide any assurance that a firm will receive appointment for a particular assignment.
- 5.4 Unless otherwise provided for in a specific retention, if a firm is selected to serve as Special Counsel for a transaction and such transaction does not close, the firm will be permitted to submit an invoice for actual work performed.
- 5.5 This RFQ is being issued in anticipation of the establishment of the Pool, but the Attorney General reserves the right to disapprove the establishment of the Pool.

## **6 REQUIRED COMPONENTS OF THE RFQ PROPOSAL**

Proposals must respond to each of the following requests in the order indicated. Please provide the information requested below for all counsel who may perform any of the requested services.

- 6.1 Firm Profile and Experience
  - A. Indicate the date your firm was established.
  - B. Describe the legal services provided by your firm.
  - C. Describe your firm's specialty and/or area(s) of expertise.
  - D. Identify the number of employees in your firm (licensed attorneys; legal support staff; other support staff).

- E. Indicate whether you are a small firm. For the purposes of this RFQ, a small firm has less than twenty (20) full or part-time attorneys. Any firm with twenty (20) or more full or part-time attorneys will be deemed a medium/large firm.
- F. Describe any special training or experience members of your firm possess that may assist in providing the requested legal services.
- G. Provide a description of your firm's presence in New Jersey. Note the location of each office, the number of attorneys resident in each office, whether they are partners or associates and whether attorneys not licensed in the State of New Jersey will be assigned to provide any of the requested legal services if your firm is engaged as Special Counsel pursuant to this RFQ. Attorneys not licensed to practice in the State of New Jersey will need to comply with the Rules of Professional Conduct. See RPC 5.5(b) and 5.5(c).
- H. Identify any state agencies or departments represented by the firm during the last five (5) years. For each matter, provide the name of the state agency or department, a description of the matter, the dates of the engagement and the name and contact information of the state employee responsible for overseeing the work of the firm on that matter.
- I. Identify any state agencies or departments before or against which the firm has regularly appeared on behalf of other clients. **Please note** that the state, as a public entity, is precluded by the Rules of Professional Conduct from waiving conflicts of interest. See RPC 1.7(a)(2) and RPC 1.7(b) (2).
- J. Describe the firm's approach to maintaining responsive communication with the Attorney General and keeping the state informed of problems and progress.
- K. Provide a representative listing of the firm's major private and public sector clients.
- L. Provide the name, address, telephone number, email address, and facsimile number for the contact person in your firm.

## 6.2 Qualifications and Experience in Areas of Law

- A. Demonstrate specifically how the firm meets the Minimum Qualifications set forth above.
- B. Identify and give the office location of each attorney who practices in the areas of law which are necessary in order to carry out the services described in this RFQ. Please indicate what percentage of your firm's practice are in these areas.

- C. List all attorneys in your firm who have at least five years' experience pertaining to these areas.
- D. The qualifications and experience of your firm to perform the required services in connection with this engagement: list and describe in detail up to three (3) examples in which your firm served as Special Counsel or underwriter's counsel on major infrastructure projects and which are representative of the qualifications of your firm to undertake the proposed assignment.
- E. State the qualifications and experience of the particular attorneys proposed to staff the assignment, including that of your tax counsel. These attorneys should have worked on at least one of the matters mentioned in response to paragraph 6.2(D). Identify and describe in detail up to three (3) examples that demonstrate the qualifications of these individuals relevant to the anticipated assignment; indicate in each case the role the individual had in the matter and whether or not the individual participated in the matter on behalf of your firm; indicate in what jurisdictions such individuals are admitted to practice law.

In addition, for each member of your firm who would be involved in handling the matter as Special Counsel on behalf of the NJEDA, provide a detailed resume including information as to:

- (i) Education, including advanced degrees;
  - (ii) Years and jurisdictions of admission to practice;
  - (iii) Number of years engaged in practice pertaining to tax-exempt bonds;
  - (iv) General work experience;
  - (v) Any professional distinctions (e.g., certifications, teaching experience); and
  - (vi) Office location of the attorney.
- F. As to the members of your firm who would be involved in handling the representation as Special Counsel, describe the role each would play in the representation and the approximate percentage of the work that each would perform. Percentages for junior lawyers may be listed separately or in the aggregate.

### 6.3 Other Qualification Information

- A. Identify all adverse determinations against your firm or any of its partners, associates or employees or persons acting on its behalf, with respect to actions, proceedings, claims or complaints of any kind under any local, state or federal laws, regulations, court rules, or Rules of Professional Conduct.
- B. Identify and describe in detail any indictments, convictions or civil offenses arising directly or indirectly from the conduct of business by your firm or any of its partners, associates, employees, or agents.

- C. Identify any material arrangements, relationships, associations, employment, or other contacts that may cause a conflict of interest or the appearance of a conflict of interest if your firm acts as counsel to the NJEDA.
- D. Identify your firm's malpractice insurer and describe the insurance limits.
- E. Outside Counsel Guidelines. Counsel designated as Special Counsel and retained on any specific matter shall be required to comply with the Outside Counsel Guidelines ("Guidelines") available for review at: [Revised Outside Counsel Guidelines 2022.pdf \(nj.gov\)](#). The Guidelines may be updated from time to time. Such updates will be available at: [Outside Counsel - New Jersey Office of Attorney General \(njoag.gov\)](#). If your firm is designated as Special Counsel, it shall abide by the Guidelines as written, as well as by any updates that may be made during the term.
- (a) Conflict of Interest. Section II of the Guidelines requires that counsel be free of any conflict of interest. Please note that the NJEDA, as a public entity, is precluded by the Rules of Professional Conduct from waiving conflicts of interest. See RPC 1.7(b)(1), 1.8(I) and 1.9(d). If your firm is designated as Special Counsel, you have a continuing obligation during the term to disclose to the Attorney General any actual or potential conflicts. Additionally, retained counsel shall not disclose any confidential information learned or received in any way as part of a retention, either during the retention or at any time after the retention has concluded. Special Counsel is responsible for adhering to all requirements of the Rules of Professional Conduct, including, but not limited to, RPC 1.7, 1.8 and 1.16.
- (b) Monthly Billing. Special Counsel is expected to submit invoices for services rendered to the NJEDA on a monthly basis. All submitted invoices must comply with the Guidelines.
- (c) Costs. Special Counsel shall have resources sufficient to advance all costs, including the costs of any necessary experts. Billing for costs shall be done in accordance with the Guidelines.
- F. Confirm that upon selection as Special Counsel, your firm will provide the updated Ownership Disclosure, Affirmative Action Supplement with Affirmative Action Employee Information Report and the certifications required by Public Law 2005, Chapters 51 and 271, Executive Order 333 (Murphy 2023), and Public Law 2012, Chapter 25 and Public Law 2022, Chapter 3, as further explained in Exhibit A. **These forms are initially required with your response to the RFQ** and then required by law again at any retention.
- G. Provide any additional information that may be relevant to the section process, such as prior experience with or recent transactions of the same nature are the anticipated

transactions, the need for other Special Counsel and anticipated extraordinary expenses.

6.4 Additional Requirements for all Office of the Attorney General, Division of Law Retention Agreements

- A. The Additional Requirements set forth in Exhibit A are material terms of any retention resulting from this RFQ. Your proposal must include all completed and signed required state law compliance forms set forth therein.
- B. Additional Submission Requirements for Office of the Attorney General – Diversity Questionnaire, Exhibit B. Your proposal must include a completed Diversity Questionnaire, provided in Exhibit B.

6.5 Fees

- A. The firm must submit its proposed fee for: (1) partners; (2) of counsel; (3) associates; (4) law clerks and law assistants; and (5) paralegals, including the percentage discount the proposed hourly fee represents from your customary hourly fee. **Please note: No fee escalators are permitted or will be considered and, therefore, the fees submitted with the Proposal will be in effect for the duration of the Pool.** Counsel fees do not include reimbursables, such as computer time, postage, telephone charges, travel, duplication, etc. Permitted expenses will be reimbursed to your firm in accordance with the Guidelines. If the fee proposals submitted by all qualified responders are in excess of those deemed reasonable by the Attorney General, a lower fee may be negotiated.

If the Attorney General requests best and final offers with respect to the fee proposals from all or some of the firms submitting proposals, the Attorney General shall do so via electronic mail. The firms' best and final offers must be in writing and may be delivered electronically. **Best and final offers will only be considered if they are lower than the originally submitted fee proposal.** If a firm does not respond to the request for a best and final offer or asserts that its last price is firm, then the firm's originally submitted fee proposal will be considered its best and final offer.

- B. **Please understand that in certain instances, the Attorney General may engage Special Counsel using blended hourly rates with a fee cap setting forth the particular services being requested. Please note that any deviation from the specific matter fee cap established for such Scope of Services described in Section 4.0 of this RFQ will be considered only as the result of unforeseeable substantial changes in the structure or circumstances of the transaction as agreed upon and approved by the Attorney General or the Attorney General's designee.**

- C. Proposed Blended Hourly Rates. Firms are required to fill out chart below. If the firm does not intend to propose a blended hourly rate for a particular title, please enter “0” for that title.

Select a Position and the Rate data in the corresponding columns.

<b>Position</b>	<b>Blended Hourly Rate</b>	<b>Amount of Percentage Discount from Customary Hourly Rate</b>
Partners		
Of Counsel		
Associates		
Law Clerks and Law Assistants		
Paralegals		
Other		

## 7 PROPOSAL SUBMISSION

- 7.1 All responses to Requests for Qualifications must be submitted in their entirety through the Division of Law’s On-Line RFQ Portal. **The RFQ Portal will not be operational until the RFQ question and answer period has ended.**
- 7.2 The Attorney General will accept questions pertaining to this RFQ from all potential bidders electronically. Questions shall be directed to Gabriel I. Chacon, Assistant Attorney General, Division of Law at the following e-mail address:

[RFQUESTIONS@LAW.NJOAG.GOV](mailto:RFQUESTIONS@LAW.NJOAG.GOV)

**Please note that the subject line of your email must specifically reference this RFQ as follows: “Special Counsel Pool RFQ for NJEDA Wind Port.”**

Questions will be accepted until **5:00 pm on October 2, 2023.**

- 7.3 In the event the Attorney General determines that additional clarification to this RFQ or additional information is necessary, the Attorney General reserves the right to hold a conference call with eligible firms for the purpose of providing the same.
- 7.4 In the event that it becomes necessary to clarify or revise this RFQ, such clarification or revision will be by addendum. Any addendum to this RFQ will become part of this RFQ and part of any designation of a firm as Special Counsel as a result of this RFQ.

ALL RFQ ADDENDA WILL BE POSTED ON THE DEPARTMENT OF LAW AND PUBLIC SAFETY’S WEBSITE AT [REQUEST FOR QUALIFICATIONS FOR SPECIAL COUNSEL - NEW JERSEY OFFICE OF ATTORNEY GENERAL \(NJOAG.GOV\)](http://REQUEST_FOR_QUALIFICATIONS_FOR_SPECIAL_COUNSEL_NEW_JERSEY_OFFICE_OF_ATTORNEY_GENERAL(NJOAG.GOV)).

ALL RFQ ADDENDA WILL ADDITIONALLY BE MERGED INTO THE ELECTRONIC APPLICATION TOOL BEFORE IT IS OPERATIONAL.

It is the sole responsibility of the bidder to be knowledgeable of all addenda related to this RFQ.

- 7.5 The Attorney General reserves the right to interview the most qualified firms responding to this RFQ prior to making a final selection.
- 7.6 The Attorney General reserves the right to reject any and all proposals received in response to this RFQ, when determined to be in the NJEDA's or state's best interest, and to waive minor noncompliance in a proposal, modify or amend, with the consent of the submitting firms, any statement, and to effect any agreement deemed by the Attorney General to be in the Attorney General's best interest, or in the best interests of the Division of Law. The Attorney General further reserves the right to make such investigations as the Attorney General deems necessary as to the qualifications of any and all firms submitting proposals in response to this RFQ. In the event that all proposals are rejected, the Attorney General reserves the right to re-solicit proposals.
- 7.7 All documents and information submitted in response to this RFQ generally shall be made available to the general public as required by applicable law.
- 7.8 Neither the State nor the NJEDA will be responsible for any expenses in the preparation and/or presentation of the proposals and oral interviews, if any, or for the disclosure of any information or material received in connection with the solicitation, whether by negligence or otherwise.
- 7.9 Failure by a firm to meet the Minimum Qualifications set forth in Section 2.0 will result in the proposal's immediate rejection.
- 7.10 **PLEASE NOTE: No joint submissions will be accepted.**

## **8 SELECTION PROCESS**

- 8.1 All proposals will be reviewed to determine responsiveness. The Attorney General may reject non-responsive proposals without evaluation, but may waive minor non-compliance. An Evaluation Committee will evaluate responsive proposals. The Evaluation Committee will have a minimum of three (3) members and may include a representative(s) from the NJEDA. The following technical evaluation criteria categories, separate or combined in some manner, and not necessarily listed in order of significance, will be used to evaluate proposals received in response to this RFQ.
  - A. Knowledge and experience of named attorneys as applicable with similar transactions and with state and federal laws listed in Section 2;
  - B. Knowledge and experience of the firm with similar transactions and with state and federal laws listed in Section 2;

- C. Resources of the firm;
- D. Approach to communication with the Division of Law; and
- E. Past experience of the State and the NJEDA with the firm and/or named attorneys.

Fees will be evaluated after review of all of the firms' technical criteria.

- 8.2 Proposals will be ranked based on the above criteria. Special Counsel will be selected by the Attorney General in consultation with the NJEDA. The Attorney General reserves the right to reject any and all responses to the RFQ; waive any requirements or minor informalities; modify or amend, with the consent of the submitting firms, any statement; and to effect any agreement deemed by the Attorney General to be in the Attorney General's best interest, or in the best interests of the State and the NJEDA.
- 8.3 The Attorney General reserves the right, in the Attorney General's sole discretion, to require interviews or oral presentations from the most qualified firms that submitted proposals prior to making a final determination.
- 8.4 Notification. The Division of Law shall notify the firms approved for designation to the Pool and the firms designated to the Pool shall be posted on the Division of Law's website at:

[Approved Special Counsel Lists - New Jersey Office of Attorney General \(njoag.gov\)](http://njoag.gov).

## **9 RESERVATION OF RIGHTS; DISCLAIMERS**

- 9.1 No endorsement: Designation as Special Counsel does not constitute an endorsement by the State of New Jersey, the Attorney General, the Department of Law and Public Safety, or the NJEDA.
- 9.2 Effect of RFQ response: A response to this RFQ will not bind or otherwise obligate the State of New Jersey to engage the responding firm as Special Counsel.
- 9.3 Attorney General's Authority Not Constrained: Nothing in this RFQ is intended to limit or constrain the discretion of the Attorney General in exercising any authority, duty, prerogative or power established or recognized by the State Constitution, statutes, Executive Orders, regulations, or case law.
- 9.4 Designation to the Pool: Selection of a firm for the Pool will not bind or otherwise obligate the State, the NJEDA, or any other State entity to retain the listed firm for legal services. Selection of a firm for the Pool will not guarantee any other form of employment or engagement.

## **10 SPECIAL COUNSEL DESIGNATIONS AND RETAINER AGREEMENTS**

- 10.1 Special Counsel Designation. A firm selected pursuant to this RFQ, with the approval of the Attorney General and the Governor, will be the subject of a special counsel designation, pursuant to N.J.S.A. 52:17A-13. A firm may not represent the NJEDA unless it is given a Special Counsel designation. A Special Counsel designation, however, is not a retention for a specific matter and does not entitle a firm to be retained for a specific matter. The terms and conditions set forth in this RFQ shall be the terms and conditions of the Special Counsel designation.
- 10.2 Retention Letter. A firm may not represent the NJEDA or any other State entity unless it also executes a retention letter for a specific matter or class of matters, which is then countersigned by an Assistant Attorney General. A firm selected for inclusion in the Pool may, from time to time, be contacted by the Division of Law for retention on a specific matter. At that time, if the firm agrees to the retention, the firm will be required to submit updated certifications, as required by Exhibit A and will receive a retention letter to countersign. The terms and conditions set forth in this RFQ shall be included in addition to the terms and conditions in the Retention Letter.

## **11 EVALUATIONS**

For the firms selected for inclusion in the Pool, not less frequently than annually, the Attorney General or the Attorney General's designee shall evaluate the firm's performance. The evaluation will focus on responsiveness; quality of work; adequacy and appropriate utilization of resources; adherence to invoice submittal standards; and cost effectiveness. The Attorney General or the Attorney General's designee will advise each firm of any problem areas. If, as the result of one or more evaluations, the Attorney General determines, in the Attorney General's sole discretion, that a firm should be removed from the engagement as Special Counsel, the firm may be removed after written notice is provided to the firm. Other than this written notice, nothing in this RFQ creates any rights, entitlements, privileges, or presumptions in favor of a law firm that would constrain the Attorney General's authority to remove a firm from being Counsel.

Attachments: Exhibit A – Additional Requirements for all Office of Attorney General, Division of Law Retention Agreements  
Exhibit B – Diversity Questionnaire

## **Exhibit A to Special Counsel Retention Agreements**

These additional terms and conditions are required by law, as indicated herein (Additional Terms) and shall be executed by the Special Counsel prior to the Division of Law executing any Special Counsel Retention Agreement with the Division of Law on behalf of any of its clients. These Additional Terms shall be incorporated into any Special Counsel Retention Agreement (Retention Agreement) executed by the Division of Law and Special Counsel.

**I. Special Counsel shall complete the following forms or otherwise satisfy the following requirements prior to the State executing a Retention Agreement with Special Counsel. Completion of these requirements will be easier if they are done in the order presented below. Note that the Special Counsel must use the same TIN/EIN and related taxpayer identity for all of these registrations, disclosures and certifications:**

**A. New Jersey Business Registration**

Pursuant to N.J.S.A. 52:32-44 (b), for retention agreements in which the State will pay in excess of \$50,600:

1. Special Counsel that is a legal entity (e.g. corporation, LLC, partnership, LLC, et al.) must do one of the following:
  - a. submit with the signed Retention Agreement a copy of its valid New Jersey Business Registration with the current entity name, address and EIN/TIN; or
  - b. if the business has changed its name, address or EIN/TIN since it registered, update those changed items in the Division of Revenue Business Registration System; or
  - c. is not already registered with the New Jersey Division of Revenue, registration can be completed on line at:  
:  
<http://www.state.nj.us/treasury/revenue/busregcert.shtml>;or
2. Special Counsel that is a natural person and is being retained and paid in her or his individual capacity (i.e. not under the name of an LLP or LLC), fill out New Jersey [Form Reg A](#) form and return the form to the address shown on the form and await notification of its registration, and then submit that to the Division with the signed retention. The Form Reg A is found at:  
[https://www.state.nj.us/treasury/revenue/pdf/reg\\_a.pdf](https://www.state.nj.us/treasury/revenue/pdf/reg_a.pdf).

**B. New Jersey State W-9 and Vendor Questionnaire – NJStart Vendor Registration**

No Special Counsel shall be paid unless Special Counsel has a properly completed New Jersey State W-9 and Vendor Questionnaire on file with the State.

If Special Counsel does not have a Business Registration, has not yet received back its Business Registration form from the New Jersey Division of Revenue, or has not obtained Business Registration with its current information, it will not be able to register with NJStart. One day after the Business Registration is complete, the Special Counsel will be able to register with NJ Start.

General Information including an explanatory video about NJStart is available at:

<http://www.state.nj.us/treasury/purchase/vendor.shtml>.

Use this link to register for or access the NJStart system:

<https://www.njstart.gov/bsol/>.

If Special Counsel has previously submitted a State of New Jersey W-9 and Vendor Questionnaire or has previously registered with NJStart, and has not changed its name, address or tax identification number, the firm need not register with NJStart. The firm should notify the Division of Law that its NJ Start Registration is current.

Note: If at any time Special Counsel needs to revise its W-9 for any reason, including a change in firm name, address, or tax identification number, Special Counsel shall also be required to use NJStart, if it has not done so, and make the revisions to the W-9 and Vendor Questionnaire in the NJStart system.

**C. Ownership Disclosure**

The Ownership Disclosure addresses the requirements of N.J.S.A. 52:25-24.2 for any contract or retention agreement and must be completed and submitted either with the proposal or with the signed Retention Agreement. The Retention Agreement cannot be finalized by the Division of Law unless and until the Ownership Disclosure is properly completed and accepted. The form can be downloaded from the Department of Treasury website under the heading Vendor Forms. It is located at:

<http://www.state.nj.us/treasury/purchase/forms/OwnershipDisclosure.pdf>.

**D. Affirmative Action Supplement with Affirmative Action Employee Information Report – Form AA-302**

The Affirmative Action Supplement with Affirmative Action Employee Information Report addresses the requirements of N.J.S.A. 10:5-31 to -34 and N.J.A.C. 17:27.3.1 et seq., for any contract or retention agreement. Special Counsel who have five or more employees must do one of the following:

1. Complete and submit the Employee Information Report, and pay the \$150.00 fee electronically at:

[https://www.state.nj.us/treasury/contract\\_compliance/](https://www.state.nj.us/treasury/contract_compliance/); or

2. Complete and submit the Employee Information Report either with the proposal or with the signed Retention Agreement. The Retention Agreement is not completed unless and until the form is properly completed and submitted to the Division of Law, as well as to the Contract Compliance and Audit Unit within the New Jersey Department of Treasury, Division of Purchase and Property along with a \$150.00 check. The form can be downloaded from the Department of Treasury website under the heading Vendor Forms:

<https://www.state.nj.us/treasury/purchase/forms.shtml>.

or access the form directly at:

[https://www.state.nj.us/treasury/contract\\_compliance/documents/pdf/forms/aa302.pdf](https://www.state.nj.us/treasury/contract_compliance/documents/pdf/forms/aa302.pdf)

The instructions for the form are available at:

<http://www.state.nj.us/treasury/purchase/forms/EmployeeInformationReportInstructions-aa302ins.pdf>;

or

3. Present to the Division of Law a current Certificate of Employee Information Report issued by the Contract Compliance and Audit Unit within the New Jersey Department of Treasury, Division of Purchase and Property; or

4. Present to the Division of Law, consistent with N.J.A.C. 17:27-4.3(a)(1), a copy of an existing federally approved or sanctioned affirmative action report.

**E. Certification of Non-Involvement in Prohibited Activities in Iran**

Pursuant to N.J.S.A. 52:32-58, Special Counsel must certify that neither Special Counsel, nor one of its parents, subsidiaries, and/or affiliates (as explained in N.J.S.A. 52:32-56(e)(3)) is listed on the Department of the Treasury's List of Persons or Entities Engaging in Prohibited Investment Activities in Iran and that neither is involved in any of the investment activities set forth in N.J.S.A. 52:32-56(f). If Special Counsel is unable to so certify, Special Counsel shall provide a detailed and precise description of such activities. The form is available at:

<http://www.state.nj.us/treasury/purchase/forms/DisclosureofInvestmentActivitiesinIran.pdf>.

**F. Two-Year Chapter 51/Executive Order 333 (2023) Certification and Disclosure of Political Contributions**

Prior to entering any Retention Agreement retention agreement under which the State will pay more than \$17,500 to the Business Entity proposed as the Special Counsel, the Business Entity shall submit the Certification and Disclosure form, certifying that no contributions prohibited by Chapter 51 and EO 333 have been solicited or made by the Business Entity and reporting all contributions the Business Entity made during the preceding four years to any political organization organized under 26 U.S.C. 527 of the Internal Revenue Code that also meets the definition of a continuing political committee within the meaning of N.J.S.A. 19:44A-3(n) and N.J.A.C. 19:25-1.7. Additional information about Chapter 51 and Executive Order 333, is available at:

<https://www.state.nj.us/treasury/purchase/execorder333.shtml>

The required form and instructions for completion and submission to the Deputy Attorney General prior to the finalization of the Retention Agreement are available on the New Jersey Division of Purchase and Property's website under the heading "Vendor Forms Required for Contract Award" at:

<https://www.state.nj.us/treasury/purchase/forms.shtml>

**Note: If Special Counsel has not registered with NJStart, it will need to do so before submitting its Chapter 51 form. NJStart registration is necessary for the review of the Certification and Disclosure.**

**Note: The TIN/EIN must be identical on each of the Business Registration, NJStart registration and Chapter 51 form.**

If the Special Counsel has a currently valid Two-Year Chapter 51/Executive Order 333 Vendor Certification approval from the New Jersey Division of Purchase and Property and has not made any contribution prohibited by Chapter 51, since the approval was issued the prior notice from the Chapter 51 Unit of the current two-year approval may be submitted to the Division of Law instead of a new form.

**Special Counsel is required, on a continuing basis, to report any contributions and solicitations Special Counsel makes during the term of the Retention Agreement, and any extension(s) thereof, at the time any such contribution or solicitation is made. Failure to do so is a breach of the Retention Agreement.**

Special Counsel's failure to submit the form will preclude the Division of Law's countersignature of the Retention Agreement under which the State will pay more than \$17,500 to Special Counsel. The State Treasurer or his designee shall review the Disclosures submitted by the Special Counsel pursuant to this section, as well as any other pertinent information concerning the contributions or reports thereof by the intended Special Counsel, prior to award, or during the term of the retention agreement. If the State Treasurer determines that any contribution or action by the Special Counsel violated Chapter 51 and EO 333 the State Treasurer shall disqualify the Special Counsel from award of such contract. If the State Treasurer or its designees determines that any contribution or action constitutes a breach of contract that poses a conflict of interest, pursuant to Chapter 51 or EO 333, the State Treasurer shall disqualify the Special Counsel from award of such contract.

**G. Disclosure Requirement of P.L. 2005, c. 271**

Pursuant to P.L. 2005, c.271 ("Chapter 271") every Business Entity contracting with the State is required to disclose its (and its principals') political contributions within the immediately preceding twelve (12) month period. No prospective Special Counsel will be precluded from being retained by virtue of the information provided in the Chapter 271 disclosure, provided the form is fully and accurately completed. Prior to being retained, the Special Counsel anticipated to be selected will be required to submit Chapter 271 disclosures if the cost of Retention Agreement is anticipated to be in excess of \$17,500. This requirement is in addition to the requirements of Chapter 51 and EO 333. The form is available at:

<http://www.state.nj.us/treasury/purchase/forms/CertandDisc2706.pdf>

**H. Certification pursuant to L. 2022, c. 3 (Prohibited Activities in Russia and Belarus)**

Pursuant to P.L.2022, c. 3, a person or entity seeking to enter into or renew a contract for the provision of goods or services shall certify that it is not Engaging in Prohibited Activities in Russia or Belarus as defined by P.L.2002, c. 3, sec. 1(e). As such, Special Counsel shall submit to the Division of Law the Disclosure of Prohibited Activities in Russia/Belarus Form. The certification form is at:

[DisclosureofProhibitedActivitesinRussiaBelarus.pdf \(nj.gov\)](#)

## II. Special Counsel Certification

### Source Disclosure Certification-All Consulting Service to be provided in the United States

Special Counsel's execution of these Additional Terms to the Retention Agreement will confirm that Special Counsel agrees, in accordance with Executive Order 129 (2004) and N.J.S.A. 52:34-13.2 (P.L. 2005, c. 92), that all services performed for the Retention Agreement shall be performed within the United States.

In the event that all services performed for the Retention Agreement will NOT be performed within the United States, Special Counsel shall send the Deputy Attorney General who executes the Retention Agreement a letter that states with specificity the reasons why the services cannot be so performed. Any such letter shall require review and approval pursuant to N.J.S.A. 52:34-14.2 prior to execution of this Retention Agreement or the delivery of the services which will not be performed within the US. If the Letter cannot be approved, the Special Counsel cannot be retained.

## III. The Special Counsel acknowledges that the Retention Agreement is subject to the following terms and conditions:

### A. Breach of Requirements of Chapter 51 and Executive Order 333 (2023) (Also referred to as "Pay to Play Restrictions," N.J.S.A. 19:44A-20.13 to -20.25)

New Jersey law insulates the negotiation and award of State contracts from political contributions that posed a risk of improper influence, purchase of access or the appearance thereof. L. 2005, c. 51, as amended by the Elections Transparency Act, L. 2023, c.30, codified at N.J.S.A. 19:44A-20.13 to -20.25 ("Chapter 51") and supplemented by Executive Order 333 (2023).

Thus, in retentions under which the State will pay more than \$17,500 to Special Counsel, pursuant to the requirements of Chapter 51 and EO 333, it shall be a material breach of the terms of the Retention Agreement for Special Counsel to do any of the following during the term of the Retention Agreement:

1. make or solicit a contribution in violation of the Chapter 51 or EO 333;
2. knowingly conceal or misrepresent a contribution given or received;
3. make or solicit contributions through intermediaries for the purpose of concealing or misrepresenting the source of the contribution;
4. make or solicit any contribution on the condition or with the agreement that it will be contributed to a campaign committee or any candidate or holder of the public office of Governor, or of Lieutenant Governor, or to any State, county or municipal party committee, or any legislative leadership committee;
5. engage or employ a lobbyist or Special Counsel with the intent or understanding that such lobbyist or Special Counsel would make or solicit any contribution, which if made or solicited by the business entity itself, would subject that entity to the restrictions of Chapter 51 or EO 333;
6. fund contributions made by third parties, including Special Counsel's shareholders or business partners, attorneys, family members, and employees;
7. engage in any exchange of contributions to circumvent the intent of the Chapter 51 or EO 333; or
8. directly or indirectly through or by any other person or means, do any act which would subject that entity to the restrictions of the Chapter 51 or EO 333.

### B. New Jersey Conflict of Interest Law

The New Jersey Conflict of Interest Law, N.J.S.A. 52:13D-12 et seq., and Executive Order 189 (1988), prohibit certain actions by persons or entities which provide goods or services to any State Agency. Specifically:

1. No Special Counsel shall pay, offer to pay, or agree to pay, either directly or indirectly, any fee, commission, compensation, gift, gratuity, or other thing of value of any kind to any State officer or employee or special State officer or employee, as defined by N.J.S.A. 52:13D-13b. and e., in the Department of the Treasury or any other agency with which such Special Counsel transacts or offers or proposes to transact business, or to any member of the immediate family, as defined by N.J.S.A. 52:13D-13i, of any such officer or employee, or any partnership, firm, or corporation with which they are employed or associated, or in which such officer or employee has an interest within the meaning of N.J.S.A. 52:13D-13g.
2. The solicitation of any fee, commission, compensation, gift, gratuity or other thing of value by any State officer or employee or special State officer or employee from any Special Counsel shall be reported in writing forthwith by Special Counsel to the Attorney General and the Executive Commission on Ethical Standards.
3. No Special Counsel may, directly or indirectly, undertake any private business, commercial or entrepreneurial relationship with, whether or not pursuant to employment, contract or other agreement, express or implied, or sell any interest in such Special Counsel to, any State officer or employee or special State officer or employee having any duties or responsibilities in connection with the purchase, acquisition or sale of any property or services by or to any State agency or any instrumentality thereof, or with any person, firm or entity with which he is employed or associated or in which he has an interest within the meaning of N.J.S.A. 52:13D-13g. Any relationships subject to this provision shall be reported in writing forthwith to the Executive Commission on Ethical Standards, which may grant a waiver of this restriction upon application of the State officer or employee or special State officer or employee upon a finding that the present or proposed relationship does not present the potential, actuality or appearance of a conflict of interest.
4. No Special Counsel shall influence, or attempt to influence or cause to be influenced, any State officer or employee or special State officer or employee in his official capacity in any manner which might tend to impair the objectivity or independence of judgment of said officer or employee.
5. No Special Counsel shall cause or influence, or attempt to cause or influence, any State officer or employee or special State officer or employee to use, or attempt to use, his official position to secure unwarranted privileges or advantages for the Special Counsel or any other person.
6. The provisions cited above in paragraph B(1) through B(5) shall not be construed to prohibit a State officer or employee or special State officer or employee from receiving gifts from or contracting with Special Counsel under the same terms and conditions as are offered or made available to members of the general public subject to any guidelines the Executive Commission on Ethical Standards may promulgate.

### **C. Obligation to Maintain Records**

Special Counsel shall maintain all records for products and/or services delivered under the Retainer Agreement for a period of five (5) years from the date of final payment under the Retention Agreement unless otherwise specified in the Retention Agreement. Such records shall be made available to the State, including the New Jersey State Comptroller, for audit and review upon request.

### **D. Affirmative Action and Equal Employment Requirements:**

Pursuant to N.J.A.C. 17:27-3.5 Special Counsel agrees that:

1. Special Counsel or its subcontractor, where applicable, will not discriminate against any employee or applicant for employment because of age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex. Except with respect to affectional or sexual orientation and gender identity or expression, Special Counsel will ensure that equal employment opportunity is afforded to such applicants in recruitment and employment, and that all employees are treated during employment, without regard to their age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex. Such equal employment opportunity shall include, but not be limited to, the following: employment, upgrading, demotion, or transfer; recruitment or recruitment advertising; layoff or termination; rates of pay or other forms of compensation; and selection for training, including apprenticeship. Special Counsel agrees to post in conspicuous places, available to employees and applicants for employment, notices to be provided by the public agency compliance officer setting forth provisions of this nondiscrimination clause;
2. Special Counsel or its subcontractor, where applicable, will, in all solicitations or advertisements for employees placed by or on behalf of Special Counsel, state that all qualified applicants will receive consideration for employment without regard to age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex;
3. Special Counsel or its subcontractor will send to each labor union with which it has a collective bargaining agreement, if any, a notice, to be provided by the agency contracting officer, advising the labor union of the Special Counsel's

commitments under this chapter and shall post copies of the notice in conspicuous places available to employees and applicants for employment; and

4. Special Counsel or its subcontractor, where applicable, agrees to comply with any regulations promulgated by the Treasurer pursuant to N.J.S.A. 10:5-31 et seq., as amended and supplemented from time to time, and codified at N.J.A.C. 17:27-1.1 et seq.

Further, pursuant to N.J.A.C. 17:27-3.7, Special Counsel agrees that:

1. Special Counsel and its subcontractor, if any, agrees to make good faith efforts to meet targeted county employment goals established in accordance with N.J.A.C. 17:27-5.2.
2. Special Counsel and its subcontractor, if any, agrees to inform in writing its appropriate recruitment agencies including, but not limited to, employment agencies, placement bureaus, colleges, universities, and labor unions, that it does not discriminate on the basis of age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex, and that it will discontinue the use of any recruitment agency which engages in direct or indirect discriminatory practices.
3. Special Counsel and its subcontractor, if any, agrees to revise any of its testing procedures, if necessary, to assure that all personnel testing conforms with the principles of job-related testing, as established by the statutes and court decisions of the State of New Jersey and as established by applicable Federal law and applicable Federal court decisions.
4. In conforming with the targeted employment goals, Special Counsel and its subcontractor, if any, agrees to review all procedures relating to transfer, upgrading, downgrading and layoff to ensure that all such actions are taken without regard to age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex, consistent with the statutes and court decisions of the State of New Jersey, and applicable Federal law and applicable Federal court decisions.

#### **E. Fee Recovery in Pro Bono Retentions Shall Inure Directly to the State**

In retentions to provide legal services on a pro bono basis pursuant to Executive Order 304 (2022), Special Counsel specifically disclaims any right to obtain a fee recovery from opposing parties and agrees that any such recovery shall inure directly to the State.

### **IV. Special Counsel is hereby notified of the following New Jersey Statutes and their requirements:**

#### **A. Chapter 271 Annual Disclosure Statement Filing Requirement**

If Special Counsel receives contracts in excess of \$50,000 in the aggregate from public entities located in New Jersey during a calendar year, Special Counsel is responsible to file an annual disclosure statement on political contributions with the New Jersey Election Law Enforcement Commission (ELEC), pursuant to N.J.S.A. 19:44A-20.13 (P.L. 2005, c. 271, section 3). It is Special Counsel's responsibility to determine if filing is necessary. Failure to so file can result in the imposition of financing penalties by ELEC. Additional information about this requirement, and the form to be filed, is available from ELEC at (888)313-3532 or <https://www.elec.nj.gov/pay2play/form.html>.

#### **B. Set-off for State Taxes**

Pursuant to N.J.S.A. 54:49-19 et seq. (P.L. 1995, c. 159), and notwithstanding the provision of any other law to the contrary, whenever any taxpayer, partnership or S corporation under contract to provide goods or services or construction projects to the State of New Jersey or its agencies or instrumentalities, including the legislative and judicial branches of State government, is entitled to payment for those goods or services at the same time a taxpayer, partner or shareholder of that entity is indebted for any State tax, the Director of the Division of Taxation shall seek to set off so much of that payment as shall be necessary to satisfy the indebtedness. The amount set-off shall not allow for the deduction of any expense or other deduction which might be attributable to the taxpayer, partner, or shareholder subject to set-off under this Act.

The Director of the Division of Taxation shall give notice of the set-off to the taxpayer, partner or shareholder and provide an opportunity for a hearing within thirty (30) days of such notice under the procedures for protests established under N.J.S.A. 54:49-19. No request for conference, protest, or subsequent appeal to the Tax Court from any protest shall stay the collection of the indebtedness.

**C. Diane B. Allen Equal Pay Act**

The Diane B. Allen Equal Pay Act, L. 2018, c. 9, requires State contractors providing professional services to the State or a State entity to file information about its employee pay practices with the New Jersey Department of Labor and Workforce Development. Information about the Act and the reporting requirement is available at: <https://www.nj.gov/labor/wageandhour/tools-resources/equal-pay/index.shtml>

**Special Counsel hereby agrees to these Additional Term and Conditions:**

**Special Counsel Signature:** \_\_\_\_\_

**Special Counsel Name:** \_\_\_\_\_

**Special Counsel Firm:** \_\_\_\_\_

**Date:** \_\_\_\_\_



## Exhibit B Outside Counsel Diversity Questionnaire

The Office of the Attorney General/Department of Law and Public Safety recognizes diversity and inclusion as a core value that strengthens our ability to serve the people of New Jersey. An analysis of the participation and roles of certain groups that have historically been underrepresented in the legal profession is of particular importance to the Department. To that end we are asking the private practice law firms that we engage to complete this survey, so that we may benchmark and track information about diversity and inclusion among our outside counsel.

### Instructions

- 1. Applicable Period.** Except as otherwise noted, please provide information limited to your law firm's New Jersey Based Attorneys, current as of December 31, 2022 or the workforce snapshot pay period utilized by the firm for its EEOC reporting obligation. This date is the "Reporting Date."
- 2. Voluntarily Self-Reported Data Only.** All categories of reporting in this survey are limited to information that has been voluntarily self-reported to your firm by your firm's attorneys whereby they identify themselves as being within a particular demographic group ("Identify"), i.e. Gender, Race or Ethnicity categories, LGBTQIA, or having a Disability.
- 3. Race/Ethnicity.** For ease of reporting, the Race/Ethnicity categories requested in this questionnaire are consistent with the categories established by the Office of Management and Budget (OMB). The OMB's Statistical Policy Directive No. 15: *Standards for Maintaining, Collecting, and Presenting Federal Data on Race and Ethnicity (the "OMB Standards")*, established in 1997, remains in effect today and is followed by the United States Equal Employment Opportunity Commission in its mandatory reporting process applicable to many employers. A description of the relevant Race/Ethnicity categories are

available at page 13-14 of the EEO instruction booklet available at: 2021 EEO-1 Component 1 Data Collection Instruction Booklet (eeocdata.org).

Under the OMB Standards, the term “Ethnicity” is separate and distinct from the term “Race”.

For “Ethnicity” there are only two federally recognized categories:

- Hispanic or Latino
- Not Hispanic or Latino

For “Race” there are 5 federally recognized categories:

- White
- Black or African American
- Asian
- American Indian or Alaskan Native (AI/AN)
- Native Hawaiian or Other Pacific Islander (NH/OPI)

Respondents may self-identify their Race as two or more of the 5 categories, or alternatively, may indicate none of the enumerated Races apply. Therefore, additional options to report Race are:

- Two or More Races
- Some Other Race

In cases where an attorney has not voluntarily self-identified their demographic information, they may be accounted for as “Unknown”

Accordingly, this Questionnaire requests information about Race within each Ethnicity in the following categories:

1. White
2. Black or African American
3. Asian
4. American Indian or Alaskan Native (AI/AN)
5. Native Hawaiian or Other Pacific Islander (NH/OPI)
6. Two or More Races
7. Other/Unknown

4. **LGBTQIA.** The category “LGBTQIA” in the chart below refers to individuals who Identify as lesbian, gay, bisexual, transgender, queer/questioning, intersex or asexual.

5. **Disability.** The category “**Disability**” in the chart below refers to individuals who Identify as having a Disability. As used herein, “Disability” with respect to an individual is defined consistently with 28 CFR 35.108(a)(1)(i): “a physical or mental impairment that substantially limits one or more of the major life activities of such individual.”

6. “**New Jersey Based Attorneys**” means attorneys who are based in New Jersey who have an ownership interest in and/or who are employed by your law firm. Do not include temporary, per diem or contract attorneys in your responses. For the purposes of this definition, “based in New Jersey” means that the primary workplace location for the attorney is New Jersey, i.e. the law firm office where the attorney performs the greatest amount of work time, as compared with any other of your law firm’s offices, is located in New Jersey.

7. **Multiple Categories.** If an attorney fits more than one of the requested categories, please count such individual in all of the applicable categories.

8. **Numerical Data Responses.** Please provide numerical data in response to the charts, entering “0” where the number is zero. If the requested information is not applicable to your firm, please enter “N/A” as your response.

9. **Definitions.** As used herein:

- A. **“Equity Partner”** means an attorney who has the title Partner, Shareholder, Member, Principal or another similar title, who has an ownership interest in the law firm.
- B. **“Non-Equity Partner”** means an attorney who has the title Partner, Shareholder, Member, Principal or another similar title, who is employed by the firm but has no ownership interest in the law firm.
- C. **“Senior Counsel”** means an attorney who has a senior status with the firm, including without limitation, an individual who previously was a partner but currently maintains a reduced workload, or an individual who joins the firm as a senior attorney who does not have the obligations and/or profit participation rights afforded to partners of the firm. The job titles of such attorneys may vary among firms, e.g. may be known as “Of Counsel,” “Senior Counsel,” “Counsel” or as some other title.
- D. **“Counsel”** means a practicing attorney who is more senior than an Associate but who has not been elevated to Partner status. The job titles of such attorneys may vary among firms, e.g. may be known as “Of Counsel,” “Senior Counsel,” “Counsel” or as some other title.
- E. **“Associate”** means an attorney who has the title of Associate, Attorney, or other similar title, and is not an Equity Partner, Non-Equity Partner or Counsel.
- F. **“Minority-Owned Firm”** means your law firm is at least 51 percent owned, controlled, operated, and managed by an individual or individuals who are “minority group members,” as such term is defined by the National Minority Supplier Development Council (see, <http://www.nmsdc.org/mbes/what-is-an-mbe/> )
- G. **“Women-Owned Firm”** means your law firm is at least 51 percent owned, controlled, operated, and managed by a woman or women.

1. Firm Name

2. Name of Head of firm (e.g. Managing Partner, Chairperson)

 First Name  Last Name

3. Person Responsible for Completion of Survey

First Name  Last Name

Title

Email Address

example@example.com

Phone Number

Please enter a valid phone number.

**4. Please indicate the number of attorneys employed by your law firm on a full-time basis**

Firm-wide:

In the U.S.:

Outside the U.S.:

In New Jersey:

**5. Is your firm Minority-Owned?**

Yes  No

If yes, please indicate if it is certified as such?

Yes  No

If yes, please list the name of the certifying entity:

**6. Is your law firm Women-Owned?**

Yes  No

If yes, please indicate if it is certified as such?

Yes  No

If yes, please list the name of the certifying entity:

## Demographic Information

Please provide the information sought in the chart below.

### ALL ATTORNEYS FIRM-WIDE -

#### # of NJ Based Attorneys who held the following positions as of January 1, 2023

Ethnicity - As of the Reporting Date, did your firm employ any attorneys who identified as Hispanic or Latino?

Yes  No

### Ethnicity - Hispanic or Latino

Please indicate the number of Hispanic or Latino attorneys within each job category who have identified their Race as reflected in each of the columns in the table below

#### Attorneys Who Identify as Hispanic or Latino - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							

ASSOCIATE							
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Attorneys Who Identify as Hispanic or Latino - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOP)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Attorneys Who Identify as Hispanic or Latino - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOP)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							

COUNSEL							
ASSOCIATE							

Race - As of the Reporting Date, did your firm employ any attorneys who identified as Non-Hispanic or Latino?

Yes  No

**Race - Non-Hispanic or Latino**

Please indicate the number of Non-Hispanic or -Latino attorneys within each job category who have identified their Race as reflected in each of the columns in the table below.

Attorneys Who Identify as Non-Hispanic or Latino - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Attorneys Who Identify as Non-Hispanic or Latino - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Attorneys Who Identify as Non-Hispanic or Latino - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							



Attorneys Who Identify as LGBTQIA - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Attorneys Who Identify as LGBTQIA - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							

ASSOCIATE							
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Attorneys Who Identify as LGBTQIA - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOP)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Attorneys Who Identify as a Person with a Disability(ies) - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOP)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							

COUNSEL							
ASSOCIATE							

Attorneys Who Identify as a Person with a Disability(ies) - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Attorneys Who Identify as a Person with a Disability(ies) - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							

SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

## Demographic Information

Please provide the information sought in the charts below.

### FIRM LEADERSHIP -

**# of NJ Based Attorneys who served in leadership positions as of January 1, 2023.**

Ethnicity - As of the Reporting Date, did your firm employ any attorneys who identified as Hispanic or Latino who have served in Leadership positions?

Yes  No

### Firm Leadership - Ethnicity - Hispanic or Latino

Please indicate the number of Hispanic or Latino attorneys within each job category who have served in Leadership positions who have identified their Race as reflected in each of the columns in the table below.

### Firm Leadership - Ethnicity - Hispanic or Latino - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
MANAGEMENT COMMITTEE (or top firm governing committee)							
ATTORNEYS-IN-CHARGE OF FIRM OFFICES (for firms having multiple offices)							
DEPARTMENT HEADS (for firm-wide departments that							

include multiple practice groups and/or offices)							
PRACTICE GROUP LEADERS (for specialized areas of practice within larger departments)							
FIRM OFFICE LEADERS (local departmental or practice group)							
FIRM-WIDE COMMITTEE HEAD (top-most committee leadership role)							
PARTNER COMMITTEE (decides entry into partnership)							
COMPENSATION COMMITTEE (decides attorney compensation)							
HIRING PARTNERS (final decision-making authority for new attorney hiring)							

Firm Leadership - Ethnicity - Hispanic or Latino - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
MANAGEMENT COMMITTEE (or top firm governing committee)							

ATTORNEYS-IN-CHARGE OF FIRM OFFICES (for firms having multiple offices)							
DEPARTMENT HEADS (for firm-wide departments that include multiple practice groups and/or offices)							
PRACTICE GROUP LEADERS (for specialized areas of practice within larger departments)							
FIRM OFFICE LEADERS (local departmental or practice group)							
FIRM-WIDE COMMITTEE HEAD (top-most committee leadership role)							
PARTNER COMMITTEE (decides entry into partnership)							
COMPENSATION COMMITTEE (decides attorney compensation)							
HIRING PARTNERS (final decision-making authority for new attorney hiring)							

Firm Leadership - Ethnicity - Hispanic or Latino - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
MANAGEMENT COMMITTEE (or top firm governing committee)							
ATTORNEYS-IN-CHARGE OF FIRM OFFICES (for firms having multiple offices)							
DEPARTMENT HEADS (for firm-wide departments that include multiple practice groups and/or offices)							
PRACTICE GROUP LEADERS (for specialized areas of practice within larger departments)							
FIRM OFFICE LEADERS (local departmental or practice group)							
FIRM-WIDE COMMITTEE HEAD (top-most committee leadership role)							
PARTNER COMMITTEE (decides entry into partnership)							
COMPENSATION COMMITTEE (decides attorney compensation)							

HIRING PARTNERS (final decision-making authority for new attorney hiring)							
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Race - As of the Reporting Date, did your firm employ any attorneys who identified as Non-Hispanic or Latino who have served in Leadership positions?

Yes  No

**Firm Leadership - Race - Non-Hispanic or Latino**

Please indicate the number of Non-Hispanic or -Latino attorneys within each job category who have served in Leadership positions who have identified their Race as reflected in each of the columns in the table below.

**Firm Leadership - Race - Non-Hispanic or Latino - Male**

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
MANAGEMENT COMMITTEE (or top firm governing committee)							
ATTORNEYS-IN-CHARGE OF FIRM OFFICES (for firms having multiple offices)							
DEPARTMENT HEADS (for firm-wide departments that include multiple practice groups and/or offices)							
PRACTICE GROUP LEADERS (for specialized areas of practice within larger departments)							

FIRM OFFICE LEADERS (local departmental or practice group)							
FIRM-WIDE COMMITTEE HEAD (top-most committee leadership role)							
PARTNER COMMITTEE (decides entry into partnership)							
COMPENSATION COMMITTEE (decides attorney compensation)							
HIRING PARTNERS (final decision-making authority for new attorney hiring)							

Firm Leadership - Race - Non-Hispanic or Latino - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
MANAGEMENT COMMITTEE (or top firm governing committee)							
ATTORNEYS-IN-CHARGE OF FIRM OFFICES (for firms having multiple offices)							
DEPARTMENT HEADS (for firm-wide departments that include multiple practice groups and/or offices)							

PRACTICE GROUP LEADERS (for specialized areas of practice within larger departments)							
FIRM OFFICE LEADERS (local departmental or practice group)							
FIRM-WIDE COMMITTEE HEAD (top-most committee leadership role)							
PARTNER COMMITTEE (decides entry into partnership)							
COMPENSATION COMMITTEE (decides attorney compensation)							
HIRING PARTNERS (final decision-making authority for new attorney hiring)							

Firm Leadership - Race - Non-Hispanic or Latino - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
MANAGEMENT COMMITTEE (or top firm governing committee)							
ATTORNEYS-IN-CHARGE OF FIRM OFFICES (for firms having multiple offices)							

DEPARTMENT HEADS (for firm-wide departments that include multiple practice groups and/or offices)							
PRACTICE GROUP LEADERS (for specialized areas of practice within larger departments)							
FIRM OFFICE LEADERS (local departmental or practice group)							
FIRM-WIDE COMMITTEE HEAD (top-most committee leadership role)							
PARTNER COMMITTEE (decides entry into partnership)							
COMPENSATION COMMITTEE (decides attorney compensation)							
HIRING PARTNERS (final decision-making authority for new attorney hiring)							

Firm Leadership - LGBTQIA - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
MANAGEMENT COMMITTEE (or top firm governing committee)							
ATTORNEYS-IN-CHARGE OF FIRM OFFICES (for firms having multiple offices)							
DEPARTMENT HEADS (for firm-wide departments that include multiple practice groups and/or offices)							
PRACTICE GROUP LEADERS (for specialized areas of practice within larger departments)							
FIRM OFFICE LEADERS (local departmental or practice group)							
FIRM-WIDE COMMITTEE HEAD (top-most committee leadership role)							
PARTNER COMMITTEE (decides entry into partnership)							
COMPENSATION COMMITTEE (decides attorney compensation)							

HIRING PARTNERS (final decision-making authority for new attorney hiring)							
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**Firm Leadership - LGBTQIA - Female**

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
MANAGEMENT COMMITTEE (or top firm governing committee)							
ATTORNEYS-IN-CHARGE OF FIRM OFFICES (for firms having multiple offices)							
DEPARTMENT HEADS (for firm-wide departments that include multiple practice groups and/or offices)							
PRACTICE GROUP LEADERS (for specialized areas of practice within larger departments)							
FIRM OFFICE LEADERS (local departmental or practice group)							
FIRM-WIDE COMMITTEE HEAD (top-most committee leadership role)							

PARTNER COMMITTEE (decides entry into partnership)							
COMPENSATION COMMITTEE (decides attorney compensation)							
HIRING PARTNERS (final decision-making authority for new attorney hiring)							

Firm Leadership - LGBTQIA - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
MANAGEMENT COMMITTEE (or top firm governing committee)							
ATTORNEYS-IN-CHARGE OF FIRM OFFICES (for firms having multiple offices)							
DEPARTMENT HEADS (for firm-wide departments that include multiple practice groups and/or offices)							
PRACTICE GROUP LEADERS (for specialized areas of practice within larger departments)							
FIRM OFFICE LEADERS (local departmental or practice group)							

FIRM-WIDE COMMITTEE HEAD (top-most committee leadership role)							
PARTNER COMMITTEE (decides entry into partnership)							
COMPENSATION COMMITTEE (decides attorney compensation)							
HIRING PARTNERS (final decision-making authority for new attorney hiring)							

Firm Leadership - Disability(ies) - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
MANAGEMENT COMMITTEE (or top firm governing committee)							
ATTORNEYS-IN-CHARGE OF FIRM OFFICES (for firms having multiple offices)							
DEPARTMENT HEADS (for firm-wide departments that include multiple practice groups and/or offices)							
PRACTICE GROUP LEADERS (for specialized areas of practice within larger departments)							

FIRM OFFICE LEADERS (local departmental or practice group)							
FIRM-WIDE COMMITTEE HEAD (top-most committee leadership role)							
PARTNER COMMITTEE (decides entry into partnership)							
COMPENSATION COMMITTEE (decides attorney compensation)							
HIRING PARTNERS (final decision-making authority for new attorney hiring)							

Firm Leadership - Disability(ies) - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
MANAGEMENT COMMITTEE (or top firm governing committee)							
ATTORNEYS-IN-CHARGE OF FIRM OFFICES (for firms having multiple offices)							
DEPARTMENT HEADS (for firm-wide departments that include multiple practice groups and/or offices)							

PRACTICE GROUP LEADERS (for specialized areas of practice within larger departments)							
FIRM OFFICE LEADERS (local departmental or practice group)							
FIRM-WIDE COMMITTEE HEAD (top-most committee leadership role)							
PARTNER COMMITTEE (decides entry into partnership)							
COMPENSATION COMMITTEE (decides attorney compensation)							
HIRING PARTNERS (final decision-making authority for new attorney hiring)							

Firm Leadership - Disability(ies) - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
MANAGEMENT COMMITTEE (or top firm governing committee)							
ATTORNEYS-IN-CHARGE OF FIRM OFFICES (for firms having multiple offices)							

DEPARTMENT HEADS (for firm-wide departments that include multiple practice groups and/or offices)							
PRACTICE GROUP LEADERS (for specialized areas of practice within larger departments)							
FIRM OFFICE LEADERS (local departmental or practice group)							
FIRM-WIDE COMMITTEE HEAD (top-most committee leadership role)							
PARTNER COMMITTEE (decides entry into partnership)							
COMPENSATION COMMITTEE (decides attorney compensation)							
HIRING PARTNERS (final decision-making authority for new attorney hiring)							

## Demographic Information

Please provide the information sought in the chart below.

### PROMOTIONS -

#### # of NJ Based Attorneys who were promoted during the 1-year period ending December 31, 2022

Ethnicity - Did your firm employ any attorneys who identified as Hispanic or Latino who received promotions between January 1, 2022 and December 31, 2022?

Yes  No

#### Promotions - Ethnicity - Hispanic or Latino

Please indicate the number of Hispanic or Latino attorneys within each job category who have received promotions who have identified their Race as reflected in each of the columns in the table below.

#### Promotions - Ethnicity - Hispanic or Latino - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
ASSOCIATE TO EQUITY PARTNER							
ASSOCIATE TO NON-EQUITY PARTNER							
ASSOCIATE TO COUNSEL							

COUNSEL TO EQUITY PARTNER							
COUNSEL TO NON-EQUITY PARTNER							

Promotions - Ethnicity - Hispanic or Latino - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
ASSOCIATE TO EQUITY PARTNER							
ASSOCIATE TO NON-EQUITY PARTNER							
ASSOCIATE TO COUNSEL							
COUNSEL TO EQUITY PARTNER							
COUNSEL TO NON-EQUITY PARTNER							

Promotions - Ethnicity - Hispanic or Latino - Non-Binary

White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
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ASSOCIATE TO EQUITY PARTNER							
ASSOCIATE TO NON-EQUITY PARTNER							
ASSOCIATE TO COUNSEL							
COUNSEL TO EQUITY PARTNER							
COUNSEL TO NON-EQUITY PARTNER							

Race - Did your firm employ any attorneys who identified as non-Hispanic or Latino who received promotions between January 1, 2022 and December 31, 2022?

Yes  No

**Promotions - Race - Non-Hispanic or Latino**

Please indicate the number of Non-Hispanic or -Latino attorneys within each job category who have received promotions who have identified their Race as reflected in each of the columns in the table below.

**Promotions - Race - Non-Hispanic or Latino - Male**

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
ASSOCIATE TO EQUITY PARTNER							

ASSOCIATE TO NON-EQUITY PARTNER							
ASSOCIATE TO COUNSEL							
COUNSEL TO EQUITY PARTNER							
COUNSEL TO NON-EQUITY PARTNER							

Promotions - Race - Non-Hispanic or Latino - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
ASSOCIATE TO EQUITY PARTNER							
ASSOCIATE TO NON-EQUITY PARTNER							
ASSOCIATE TO COUNSEL							
COUNSEL TO EQUITY PARTNER							
COUNSEL TO NON-EQUITY PARTNER							

Promotions - Race - Non-Hispanic or Latino - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
ASSOCIATE TO EQUITY PARTNER							
ASSOCIATE TO NON-EQUITY PARTNER							
ASSOCIATE TO COUNSEL							
COUNSEL TO EQUITY PARTNER							
COUNSEL TO NON-EQUITY PARTNER							

Promotions - LGBTQIA - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
ASSOCIATE TO EQUITY PARTNER							
ASSOCIATE TO NON-EQUITY PARTNER							
ASSOCIATE TO COUNSEL							
COUNSEL TO EQUITY PARTNER							
COUNSEL TO NON-EQUITY PARTNER							

Promotions - LGBTQIA - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
ASSOCIATE TO EQUITY PARTNER							
ASSOCIATE TO NON-EQUITY PARTNER							

ASSOCIATE TO COUNSEL							
COUNSEL TO EQUITY PARTNER							
COUNSEL TO NON-EQUITY PARTNER							

Promotions - LGBTQIA - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
ASSOCIATE TO EQUITY PARTNER							
ASSOCIATE TO NON-EQUITY PARTNER							
ASSOCIATE TO COUNSEL							
COUNSEL TO EQUITY PARTNER							
COUNSEL TO NON-EQUITY PARTNER							

Promotions - Disability(ies) - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
ASSOCIATE TO EQUITY PARTNER							
ASSOCIATE TO NON-EQUITY PARTNER							
ASSOCIATE TO COUNSEL							
COUNSEL TO EQUITY PARTNER							
COUNSEL TO NON-EQUITY PARTNER							

Promotions - Disability(ies) - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
ASSOCIATE TO EQUITY PARTNER							
ASSOCIATE TO NON-EQUITY PARTNER							
ASSOCIATE TO COUNSEL							

COUNSEL TO EQUITY PARTNER							
COUNSEL TO NON-EQUITY PARTNER							

Promotions - Disability(ies) - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
ASSOCIATE TO EQUITY PARTNER							
ASSOCIATE TO NON-EQUITY PARTNER							
ASSOCIATE TO COUNSEL							
COUNSEL TO EQUITY PARTNER							
COUNSEL TO NON-EQUITY PARTNER							

**ATTRITION -**

**# of NJ Based Attorneys whose employment with the firm ended during the 1-year period ending December 31, 2022.**

Ethnicity - Did your firm employ any attorneys who identified as Hispanic or Latino whose employment with the firm ended between January 1, 2022 and December 31, 2022?

Yes  No

**Attrition - Ethnicity - Hispanic or Latino**

Please indicate the number of Hispanic or Latino attorneys within each job category whose employment with the firm ended between January 1, 2022 and December 31, 2022 who have identified their Race as reflected in each of the columns in the table below.

**Attrition - Ethnicity - Hispanic or Latino - Male**

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Attrition - Ethnicity - Hispanic or Latino - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Attrition - Ethnicity - Hispanic or Latino - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							

ASSOCIATE						
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Ethnicity - Did your firm employ any attorneys who identified as non-Hispanic or Latino whose employment with the firm ended between January 1, 2022 and December 31, 2022?

Yes  No

**Attrition - Ethnicity - Hispanic or Latino**

Please indicate the number of Hispanic or Latino attorneys within each job category whose employment with the firm ended between January 1, 2022 and December 31, 2022 who have identified their Race as reflected in each of the columns in the table below.

**Attrition - Race - Non-Hispanic or Latino - Male**

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

**Attrition - Race - Non-Hispanic or Latino - Female**

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Attrition - Race - Non-Hispanic or Latino - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							



Attrition - LGBTQIA - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Attrition - LGBTQIA - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							

ASSOCIATE							
-----------	--	--	--	--	--	--	--

Attrition - LGBTQIA - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOP)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Attrition - Disability(ies) - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOP)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							

COUNSEL							
ASSOCIATE							

Attrition - Disability(ies) - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Attrition - Disability(ies) - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							

SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

**NEW HIRES -**

**# of NJ Based Attorneys who were hired by the firm during the 1-year period ending December 31, 2022.**

Ethnicity - Did your firm hire any attorneys who identified as Hispanic or Latino between January 1, 2022 and December 31, 2022?

Yes  No

**New Hires - Ethnicity - Hispanic or Latino**

Please indicate the number of Hispanic or Latino attorneys within each job category who were hired between January 1, 2022 and December 31, 2022 who have identified their Race as reflected in each of the columns in the table below.

**New Hires - Ethnicity - Hispanic or Latino - Male**

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

**New Hires - Ethnicity - Hispanic or Latino - Female**

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

New Hires - Ethnicity - Hispanic or Latino - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Race - Did your firm hire any attorneys who identified as Non-Hispanic or Latino between January 1, 2022 and December 31, 2022?

Yes  No

**New Hires - Race - Hispanic or Latino**

Please indicate the number of Non-Hispanic or -Latino attorneys within each job category who were hired between January 1, 2022 and December 31, 2022 who have identified their Race as reflected in each of the columns in the table below.

**New Hires - Race - Non-Hispanic or Latino - Male**

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

**New Hires - Race - Non-Hispanic or Latino - Female**

White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
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EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

New Hires - Race - Non-Hispanic or Latino - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							



New Hires - LGBTQIA - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

New Hires - LGBTQIA - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							

ASSOCIATE							
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New Hires - LGBTQIA - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOP)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

New Hires - Disability(ies) - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOP)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							

COUNSEL							
ASSOCIATE							

New Hires - Disability(ies) - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

New Hires - Disability(ies) - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							

SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

**PART-TIME ATTORNEYS -**

**# of NJ Based Attorneys who regularly worked on a part-time schedule during the 1-year period ending December 31, 2022.**

As of the Reporting Date, did your firm employ any part-time attorneys who identified as Hispanic or Latino?

Yes  No

**Part-Time Attorneys - Ethnicity - Hispanic or Latino**

Please indicate the number of part-time Hispanic or Latino attorneys within each job category who have identified their Race as reflected in each of the columns in the table below.

**Part Time Attorneys - Ethnicity - Hispanic or Latino - Male**

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

**Part Time Attorneys - Ethnicity - Hispanic or Latino - Female**

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Part Time Attorneys - Ethnicity - Hispanic or Latino - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Race - As of the Reporting Date, did your firm employ any part-time attorneys who identified as Non-Hispanic or Latino?

Yes  No

**Part-Time Attorneys - Race - Non-Hispanic or Latino**

Please indicate the number of part-time Non-Hispanic or Latino attorneys within each job category who have identified their Race as reflected in each of the columns in the table below.

**Part Time Attorneys - Race - Non-Hispanic or Latino - Male**

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOP)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

**Part Time Attorneys - Race - Non-Hispanic or Latino - Female**

White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOP)	Two or More Races	Unknown
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EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Part Time Attorneys - Race - Non-Hispanic or Latino - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							



Part Time Attorneys - LGBTQIA - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Part Time Attorneys - LGBTQIA - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							

ASSOCIATE							
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Part Time Attorneys - LGBTQIA - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOP)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Part Time Attorneys - Disability(ies) - Male

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOP)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							

COUNSEL							
ASSOCIATE							

Part Time Attorneys - Disability(ies) - Female

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							
SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

Part Time Attorneys - Disability(ies) - Non-Binary

	White	Black or African American	Asian	American Indian or Alaska Native (AI/AN)	Native Hawaiian or Other Pacific Islander (NHOPI)	Two or More Races	Unknown
EQUITY PARTNER							
NON-EQUITY PARTNER							

SENIOR COUNSEL							
COUNSEL							
ASSOCIATE							

I certify that all of the information above is true and correct to the best of my understanding.\*

Confirm

***It is recommended that you save a draft of your work at this time. Creation of a Jotform account is unnecessary to save your work; click “Skip Create an Account” to save without doing so.***

***Entry of all information to this point completes your RFQ response. Clicking “submit” will finalize your submission, and you will receive an email with a PDF record of your submission. No further changes will be possible after you click “submit.”***