



Judicial Council of California

ADMINISTRATIVE OFFICE OF THE COURTS

NORTHERN/CENTRAL REGIONAL OFFICE

Northern/Central Regional Office • 2880 Gateway Oaks Drive, Suite 300 • Sacramento, CA 95833-3509

TO: POTENTIAL BIDDERS

FROM: Administrative Office of the Courts
Northern/Central Regional Office

DATE: January 31, 2008

SUBJECT/PURPOSE OF MEMO: To issue Addendum 2 to RFP 010708-NCRO and, as set forth in the attached documents:
1.) To publish the AOC's Responses to Bidders' Questions/Requests, for those questions/requests 16 through 36 received as of January 30, 2008;
2.) To modify RFP Section I.8, RFP Key Action Dates
3.) To modify RFP Section VIII.2.5, Volume IV: Completed Contract and Statement of Work (SOW)
4.) To modify RFP Appendix C, Bid Response Forms, Form 8.1, Bidder's Acceptance of the AOC's Contract Terms (including Exhibits)

ACTION REQUIRED: You are invited to review and respond to the Request for Proposals ("RFP"), as posted at
<http://www.courtinfo.ca.gov/reference/rfp/phoenix-rfp.htm>

PROPOSAL DUE TO AOC: Proposals must be received **by 1:00 p.m. on February 19, 2008**

SUBMISSION OF PROPOSALS: Proposals must be sent to:
Judicial Council of California
Administrative Office of the Courts
Attn: Nadine McFadden, RFP 010708-NCRO
455 Golden Gate Avenue, 7th Floor
San Francisco, CA 94102

1.) See the AOC Response to Bidder Questions/Requests file dated January 30, 2008, questions/requests 16 through 30 at:

<http://www.courtinfo.ca.gov/reference/rfp/phoenix-rfp.htm>

2.) The following modifications shall be made in RFP Section VIII.2.5, Volume IV: Completed Contract and Statement of Work (SOW):

I.8 RFP Key Action Dates

Table I-7 outlines the schedule for important action dates and times. If the AOC finds it necessary to change any of the dates prior to the BAFO Proposal submission, it will be accomplished through an addendum to this RFP. All dates subsequent to the BAFO Proposal submission date are approximate and may be adjusted as conditions dictate without addendum to RFP 010708-NCRO.

The RFP proposal process and estimated timetable is as follows:

Table I-7. RFP Key Action Dates

Phoenix Program RFP Key Actions	Target Dates and Times
AOC release of RFP to Bidders via AOC website	January 11, 2008
Initial written questions for RFP Bidder's Conference due from Bidders to Point of Contact	January 15, 2008
List of RFP Bidder's Conference attendees due to Point of Contact	January 20, 2008
RFP Mandatory Bidder's Conference: Administrative Office of the Courts Northern/Central Regional Office 2880 Gateway Oaks Drive, Suite 300 Sacramento, CA 95833-3509	January 23, 2008 Time: 8 a.m. to 12 p.m. PST
Letters of Intent to Bid and Confidentiality Agreements due from Bidder's to Point of Contact	January 24, 2008
Final written Bidder questions due to Point of Contact Note: This is the due date for questions so the AOC can ensure a timely response. The AOC may not answer questions submitted after this date.	January 31, 2008
AOC responses to Bidder Questions	February 4, 2008
Proposal due to AOC Judicial Council of California Administrative Office of the Courts Attn: Nadine McFadden, RFP 010708-NCRO 455 Golden Gate Avenue, 7th Floor San Francisco, CA 94102	February 4 <u>19</u> , 2008 Time: 1 p.m. PST
Bidder presentations	February 19 <u>26 - 28</u> , 2008
AOC establishes short list Finalist Bidders	February 29 <u>March 7</u> , 2008

Phoenix Program RFP Key Actions	Target Dates and Times
AOC provides Finalist Bidder Clarification Session instructions to Finalist Bidders	February 29 <u>March 7</u> , 2008
AOC/ Finalist Bidder Due Diligence	March 40 <u>17</u> – 27 , 2008
Finalist Bidder Clarification Sessions to resolve outstanding issues on Finalist Bidder Issues Lists, including both the Master Services Agreement (MSA) and the Statement of Work (SOW)	March 24 – 28 <u>April 1 – 4</u> , 2008
AOC provides Best and Final Offer (BAFO) Instructions to Finalist Bidders	April 7 <u>14</u> , 2008
BAFO Proposals, including Finalist Bidder(s) update of Issues List on MSA and SOW together with updated MSA redline due to the AOC, due at address noted above	April 24 <u>28</u> , 2008 Time: 1 p.m. PST
Finalization of Agreement	May 13 <u>20</u> – 29 , 2008
Notice of Intent to Award	May 23 <u>30</u> , 2008
Execution of Agreement	May 30 <u>June 6</u> , 2008

3.) The following modifications shall be made in RFP Section VIII.2.5, Volume IV: Completed Contract and Statement of Work (SOW):

VIII.2.5 Volume IV: Completed Contract and Statement of Work (SOW)

Bidder must complete and submit one (1) signed original copy of the ~~Phoenix Program Contract and SOW~~ Form 8.1, Bidder’s Acceptance of the AOC’s Contract Terms as part in this portion of their response (see RFP Appendix C, Bid Response Forms, and RFP Appendix H, Master Services Agreement for additional contract information ~~and Phoenix Program Contract~~ and RFP Appendix A, Statement of Work, for additional SOW information). ~~Bidders must complete and submit Form 8.1, Bidder’s Acceptance of the AOC’s MSA.~~ Bidders’ additions, modifications and deletions of Phoenix Program ~~Contract contract~~ language must be clearly indicated by providing a redlined document and using Form 8.1, Bidder’s Acceptance of the AOC’s MSA indicating desired changes in the redline and a summary of the change and the relevance and rationale for why the Bidder feels these changes are necessary to the AOC MSA language.

Bidders do not have to complete the Project Deliverable Expectations Document templates in the SOW until submission of the BAFO Proposal.

4.) The following modifications shall be made in RFP Appendix C, Bid Response Forms, Form 8.1, Bidder’s Acceptance of the AOC’s Contract Terms (including Exhibits):

Form 8.1 Bidder’s Acceptance of the AOC’s Contract Terms (including Exhibit exhibits)

The Master Services Agreement, Statements of Work (SOWs) and other key contract documents are provided in Word format as part of the RFP (see RFP Appendix A, Statement of Work and RFP Appendix H, ~~Contract~~ Master Services Agreement).

Bidder must respond as to whether they accept these documents including the Master Services Agreement and SOWs in Appendix A, Statement of Work and RFP Appendix H, Contract Master Services Agreement, with or without exceptions, in accordance with the procedures and format set forth below. The AOC will only review issues or exceptions raised on the "Issues Lists".

Response to the contract documents must be consistent with the following example provided for the Master Services Agreement response:

- 1. Issues List** – A detailed paragraph-by-paragraph, contract clause-by-contract clause description of any exceptions, issues or concerns that Bidder may have with the Master Services Agreement ("**Issues List** "). If Bidder objects to a particular paragraph or clause, then Bidder will need to further describe, in business terms and not in proposed language, the nature of its concern and what terms Bidder is willing to accept. The Issues List shall provide the reason or rationale supporting the item of concern and/or counter response. Simply stating that a paragraph is "Not Acceptable" or proposing alternative contract terms without describing in business language the reason or rationale may be considered non-responsive. If Bidder does not identify specific concerns with a particular paragraph or contract clause, the AOC will consider the paragraph and/or clause acceptable. Bidder shall also provide a description of the business benefit to the AOC for the proposed language changes.

The samples below illustrate both acceptable and non-acceptable forms of responses. The format labeled "Acceptable" should-must be followed in Bidder's response. Responses that reflect or contain content that mirror the non-acceptable samples may be considered non-responsive be reviewed by the AOC. The Issues List is to be provided to the AOC in Volume IV of the Proposal, in Microsoft Word format, as described in RFP Section VIII, Proposal Format.

- 2. Redlined Documents** – In addition to the issues-Issues list-List described above, the Bidder shall provide a Redlined-redlined copy of the Master Services Agreement.
- 3. No Standard Bidder Form Contracts** – Do not provide a copy of the Bidder's standard contract or SOWs to the AOC. The AOC will be using the enclosed Master Services Agreement and SOWs in negotiations with the Bidder, and the AOC's legal counsel will be making all agreed upon revisions to these documents.

ISSUES LIST – SAMPLE

Table I-1. Acceptable Form of Bidder Response

ITEM #	REFERENCE (Section, Page, Paragraph)	ISSUE	BIDDER PROPOSED SOLUTION/RATIONALE AND BENEFITS OF PROPOSED SOLUTION TO THE AOC
1	Section 20.11	Governing law – California	<p>Bidder proposes using New York law as the applicable State law.</p> <p>Rationale: New York is the location of company's headquarters.</p> <p>Benefit to the AOC: Reduced overhead costs passed on to the AOC</p>

Table I-2. Unacceptable Form of Bidder Response

ITEM #	REFERENCE (Section, Page, Paragraph)	ISSUE	BIDDER PROPOSED SOLUTION/RATIONALE AND BENEFITS OF PROPOSED SOLUTION TO THE AOC
1	Section 20.11	Governing Law - California	<p>14.13 Governing Law; Exclusive Jurisdiction. This Agreement shall in all respects be interpreted under, and governed by, the internal laws of the State of New York including, without limitation, as to validity, interpretation and effect, without giving effect to New York' conflicts of laws principles.</p>

REASONS WHY FORM IS NOT ACCEPTABLE:

- Replacement paragraph response
- No business discussion on why Section 20.11 is not acceptable
- No reason or rationale of the concern is provided
- No benefit to the AOC noted

Response to the SOWs and other Contract Documents

The Bidder shall respond to the SOWs and other contract documents provided in the RFP according to the same procedures and format set forth in the Master Services Agreement response example above. Redlined copies of other RFP documents are not required or requested.

Mark the Appropriate Choice, below:

_____ Bidder accepts Contract Terms (including Exhibits) without exception.

OR

_____ Bidder proposes exceptions/modifications to the Contract Terms (including Exhibits). Summarize any and all exceptions to Contract Terms (including Exhibits) below. With respect to the Master Services Agreement terms and conditions, enclose both a red-lined version of Master Services Agreement terms and conditions that clearly shows each proposed exception/modification, and provide written documentation to substantiate each proposed exception/modification using the table below. *AOC considers the Bidder to agree to all terms and conditions of the Contract (including Exhibits), unless identified herein. Absence of issues will constitute agreement for those terms not herein addressed, and will not be subject to further negotiation.*

Table I-3. Issues List

ITEM #	REFERENCE (Section, Page, Paragraph)	ISSUE	BIDDER PROPOSED SOLUTION/RATIONALE AND BENEFITS OF PROPOSED SOLUTION TO THE AOC
1.			
2.			
3.			

Signature

Printed Name

Title

Date

See the revised file for RFP Appendix C, Bid Response Forms, Revision 2, dated January 30, 2008, at:

<http://www.courtinfo.ca.gov/reference/rfp/phoenix-rfp.htm>

END OF ADDENDUM 2