



**REQUEST FOR QUALIFICATIONS**

seeking

**LEGAL PROFESSIONAL SERVICES**

for

**THE PUERTO RICO BROADBAND PROGRAM  
OF THE PUERTO RICO OFFICE OF MANAGEMENT AND BUDGET**

**RFQ Issuance Date:** October 1, 2024

**RFQ Number:** PRBP-2024-PRBIF-RFQ-003

**RFQ Due Date:** October 21, 2024

Please submit one (1) electronic copy to: [faq@smartisland.pr.gov](mailto:faq@smartisland.pr.gov)

Documents will only be received electronically.

Hand delivery and postal mailed documents will not be accepted.

**Point of Contact:**

**Garibaldy Adorno Rivera, Esq.**

Puerto Rico Broadband Program

Legal Advisor

**No telephone queries**

**Please refrain from submitting materials that does not explicitly respond to the content and requirements of this RFQ**

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## **I. Introduction and Background:**

The Puerto Rico Office of Budget and Management (hereinafter, “OMB”) is an instrumentality of the Government of Puerto Rico (“GPR”) created under Act No. 147 of June 18, 1980, as amended (“Enabling Act”). OMB was mainly created to advise the Governor of Puerto Rico and the GPR’s agencies, instrumentalities, dependencies, public corporations, among other government entities (collectively, the “Component Units”) on budgetary, programmatic, administrative management subjects, as well as fiscal matters related to its ministerial duties, among other things. The Enabling Act empowers OMB’s Executive Director to contract the professional, technical, consulting, auditing, and other services deemed necessary for the execution of OMB’s ministerial duties.

On July 11, 2022, the Governor of Puerto Rico, Hon. Pedro R. Pierluisi, issued Executive Order No. 2022-040 (“Broadband Executive Order”), creating the Puerto Rico Broadband Program (hereinafter, “PRBP” or the “Program”; together with OMB and the GPR, the “Government Parties”), in response to Puerto Rico’s need for resilient, equitably distributed broadband infrastructure and the social support required to access it knowledgeably and safely. PRBP’s main purpose is to coordinate, authorize, and execute the disbursement of local and federal funds allocated to Puerto Rico for the construction of broadband infrastructure on the Island, among other endeavors. The Broadband Executive Order also created an Executive Committee tasked with administering the Program, authorizing and supervising funds disbursed thereunder, among other tasks. Said executive order authorized the Executive Committee to procure the contracting of the necessary resources for the sound administration and operation of the PRBP through OMB, or any other duly empowered Commonwealth entity to do so. Afterwards, in accordance with the Broadband Executive Order, OMB enacted Administrative Order No. 005-2022 (“Administrative Order”) to operationalize the Program.

The Broadband Executive Order also created an Executive Committee tasked with administering the Program, authorizing and supervising funds disbursed thereunder, among other tasks. Said executive order authorized the Executive Committee to procure the contracting of the necessary resources for the sound administration and operation of the PRBP through OMB, or any other duly empowered GPR Component Unit to do so.

The Government Parties issue this Request for Qualifications (“RFQ”) pursuant to the Enabling Act, the Broadband Executive Order and/or the Administrative Order for the purposes specified herein.

## **II. Objectives:**

Through this RFQ, the Government Parties intend to select and prequalify one or more duly competent firms (“Respondents”) that can provide the PRBP the Services defined hereunder. This RFQ seeks responses from Respondents capable of providing those services and completing the related tasks required hereunder, while developing a productive relationship with the Government Parties and other relevant stakeholders.

This RFQ does not commit nor obligate the Government Parties to award a contract nor to pay any costs incurred in the preparation of a response and/or proposal in connection to this RFQ. The Government Parties reserves the right to prequalify one or more Respondent(s), to accept or reject any or all submissions received as a result of this RFQ, to negotiate with any eligible Respondent(s) or to

modify or cancel this RFQ in part or in its entirety. See Section IX of this RFQ for general disclosures, rights options and disclaimers applicable to this RFQ (collectively, the “Disclosures”).

The respondent(s) selected under this RFQ (“Selected Respondent”) will be required to be free of any real or perceived conflict of interest as defined herein and/or under the applicable laws and regulations of the GPR and/or those issued by the United States Federal Government (“US Government”), its agencies, instrumentalities and/or component units, to the extent applicable.

By submitting a response under this RFQ, each Respondent certifies that it fully understands, acknowledges, and accepts all the terms and conditions of this RFQ, and any amendments thereto, without any restriction whatsoever.

All Respondents must comply with the professional services contracting requirements set forth by the GPR, including, but not limited to, those levied by the Puerto Rico General Services Administration (“ASG”, for its Spanish acronym) pursuant to Act No. 73-2019, as amended, including but not limited to the ‘*Regulation on the Sole Registry of Bidders for the Government of Puerto Rico*’, Regulation No. 9301E, issued on August 26, 2021, as it may be amended from time to time.

In general, the Selected Respondent shall:

- Diligently work with the Government Parties and any other personnel on all matters that may arise in connection with the engagement as per the terms of this RFQ and the contract that could be executed pursuant to this RFP (the “Contract”);
- Assume sole responsibility for the complete effort required to provide the Services, as defined hereunder;
- Refrain from assigning, transferring, conveying, or otherwise disposing of the Contract, or its rights, titles, or interest therein, or its power to execute such agreement, to any other person, firm, partnership, company or corporation without the prior consent and approval in writing of the Government Parties; and
- Comply with applicable federal and state regulations governing measures supported for the Program.

### **III. Scope of Work:**

The objective of this engagement is to secure the services of a specialized firm with deep expertise in telecommunications law, infrastructure development, and regulatory compliance. The selected firm will support the Puerto Rico Broadband Program (PRBP) in deploying broadband infrastructure, ensuring compliance with applicable federal and Commonwealth laws, and managing telecommunications-related contracts and policies.

The Respondent shall provide legal and advisory services in the following areas:

1. **Telecommunications Law and Regulation**
  - Advise on all matters related to telecommunications law, including compliance with federal (FCC) and state (Telecommunications Regulatory Board of Puerto Rico) regulations.
  - Provide regulatory guidance and ensure compliance with telecommunications

policy frameworks impacting broadband deployment.

**2. Broadband Deployment and Infrastructure Development**

- Offer legal counsel on the development of broadband infrastructure, including negotiating and structuring agreements for fiber optic deployment, network management, and other telecommunications technologies.

**3. Telecommunications Contracting and Vendor Management**

- Draft and negotiate telecommunications service agreements, vendor contracts, and network deployment contracts.
- Ensure that all contracts include appropriate terms for service quality, performance standards, and compliance with applicable laws.

**4. Telecommunications Policy and Advocacy**

- Assist PRBP in the development of telecommunications policy initiatives aimed at expanding broadband access and promoting digital equity across Puerto Rico.
- Advocate on behalf of PRBP before federal and state regulatory bodies as necessary to further policy objectives.

**5. Federal Telecommunications Grants and Funding Programs**

- Provide expert assistance in identifying, applying for, and managing federal telecommunications grants, including those offered under programs such as the Broadband Equity, Access, Capital Projects Fund (CPF), and Deployment (BEAD) Program.
- Ensure compliance with grant requirements and reporting obligations.

**6. Compliance with Federal and Commonwealth Telecommunications Regulations**

- Ensure that all PRBP initiatives and contracts adhere to federal telecommunications laws and Puerto Rican regulations.
- Monitor and report on any changes in the regulatory landscape that may affect broadband deployment or operations in Puerto Rico.

**7. Network and Infrastructure Sharing**

- **Shared Network Assets Management:** Provide legal guidance and strategic advice on the management and coordination of shared telecommunication assets, including poles, conduits, and fiber optic networks, to ensure equitable access and compliance with applicable regulations.
- **Negotiation of Shared Use Agreements:** Assist in the negotiation, drafting, and review of agreements governing the shared use of telecommunications infrastructure, ensuring that all parties have fair and nondiscriminatory access to the network assets.
- **Legal and Regulatory Compliance for Shared Infrastructure:** Ensure that all shared infrastructure arrangements comply with federal, state, and local regulations, and that the terms protect the interests of the parties involved while promoting the efficient use of resources.

- **Dispute Resolution in Shared Infrastructure:** Offer legal strategies for resolving disputes related to shared infrastructure, including access, usage rights, and maintenance responsibilities.
- **Risk Management in Shared Network Environments:** Identify and mitigate potential legal and operational risks associated with network sharing, including issues related to liability, network integrity, and service continuity.

#### **IV. Deliverables**

The Respondent will be expected to deliver the following:

- **Legal Opinions and Reports:** Detailed written legal opinions on matters of telecommunications law and regulation as requested by PRBP.
- **Contract Drafts and Negotiation Support:** Drafting and review of contracts related to telecommunications services and infrastructure development.
- **Grant Applications and Compliance Reporting:** Assistance in preparing grant applications and compliance reports for federal or local broadband funding programs.
- **Regulatory Filings:** Filing of required documents and licenses with federal and state telecommunications authorities.
- **Advisory Presentations:** In-person or virtual presentations to PRBP leadership on telecommunications policy, legal risks, and opportunities in broadband expansion.
- **Shared Use Agreements:** Draft and finalize legal agreements for network and infrastructure sharing, ensuring all legal, operational, and maintenance aspects are covered.
- **Compliance Reports:** Prepare compliance reports on the shared use of telecommunications infrastructure, ensuring adherence to relevant regulatory frameworks.
- **Risk Assessments for Shared Infrastructure:** Provide risk assessments and legal recommendations related to the shared use of network infrastructure, focusing on minimizing conflicts and ensuring the long-term viability of the arrangements.

#### **V. Qualifications:**

Subject to the Disclaimers specified in Section VIII of this RFQ, set forth below are certain areas of expertise that the PRBP believes relevant in its evaluation and qualification of Respondents (collectively, the “Qualifications”):

- **Telecommunications Law and Regulation:** Expertise in federal and state regulatory frameworks related to telecommunications, including compliance with the Federal Communications Commission (FCC) and the Telecommunications Regulatory Board of Puerto Rico.
- **Broadband Deployment and Infrastructure Development:** Experience in advising on the legal, technical, and financial aspects of broadband infrastructure projects, including rural broadband deployment and fiber optic networks.
- **Telecommunications Contracting and Vendor Management:** Skills in negotiating and drafting contracts specifically for telecommunications services, including network design, equipment procurement, Grant Agreements, and service agreements.

- **Telecommunications Policy and Advocacy:** Familiarity with the formulation of telecommunications policies, and ability to provide guidance on public advocacy related to broadband access and digital equity.
- **Federal Telecommunications Grants and Funding Programs:** Knowledge of federal grant programs like the Broadband Equity, Access, and Deployment (BEAD) Program, and other FCC and NTIA-related funding opportunities.
- **Network and Infrastructure Sharing:** Expertise in advising and structuring agreements related to the shared use of telecommunications infrastructure, such as poles, conduits, and fiber optic networks. This includes managing legal compliance, negotiating access rights, and resolving disputes between multiple stakeholders.
- **Compliance with Federal and Commonwealth Telecommunications Regulations:** Experience in ensuring compliance with both federal and Puerto Rican telecommunications regulations.

## **VI. Submission Contents and Organization:**

This section provides Respondents guidance for the submission requirements of this RFQ, subject to the Disclosures specified in Section IX of this RFQ. The Government Parties expect submissions under this RFQ to provide enough information about Respondents to allow the evaluation and qualification of Respondents based on the criteria specified herein. Submissions under this RFQ must contain the following information listed herein, organized in the same order as listed (collectively, the “Statement of Qualifications”):

- 1) **Cover Letter:** The Cover Letter must be no more than one page and must be signed by the authorized Respondent representative. The Cover Letter must reference this RFQ and confirm that all elements of the RFQ have been read and understood and that the Respondent takes no exception to the materials provided.
- 2) **Firm Description:** Respondents must provide a brief overview of their firm’s experience (or practice areas, if solo practitioners) relevant to the Scope of Work, their primary areas of business and also identify any other practice areas and experience they have that may be helpful as potential legal counsel of the PRBP. Additionally, Respondents must identify specific transactions and/or endeavors that may be deemed relevant and describe any competitive advantages, or qualities that may differentiate you or your firm from other similar service providers. Respondents must indicate in this section if they are duly authorized and/or engaged in trade and business in the jurisdiction of the Commonwealth of Puerto Rico.
- 3) **Experience, Qualifications and Expertise:** Provide a summary of the firm’s experience (or practice areas, if solo practitioners) relevant to the Scope of Work listed above. Respondents must also identify specific transactions that may be deemed relevant and describe any competitive advantages, or qualities that may differentiate them from other similar service providers.
- 4) **Availability of Resources:** Respondents must detail available personnel resources, emphasizing ‘*Key Personnel*’, and how quickly they can be deployed to render the Services requested under this RFQ (“Availability of Resources”). Respondents are encouraged to designate and proffer only those individuals they reasonably believe will be available for roles relevant to the Scope of Work. Respondents are advised that ‘*Key Personnel*’ changes must

be notified and requested in writing to the Government Parties and will be subject to their approval. For purposes of this requirement, ‘*Key Personnel*’ is defined as those team members who will be assigned and perform the endeavors related to the Scope of Work, or a substantial portion of them. Given the interactions with certain Government Parties, at a minimum, fifty percent (50%) of the ‘*Key Personnel*’ must be completely fluent in both English and Spanish; all personnel should be fluent in English. Respondents are advised that ‘*Key Personnel*’ changes without the Government Parties’ prior written approval may result in disqualification or removal of the Selected Proponent. Also, a description of relevant experience and any history of working in the GPR must be included hereunder. The Government Parties encourage the inclusion of an organization chart of Respondent’s team, if applicable, with the designation of primary leadership and day-to-day professionals.

- 5) **Budget Breakdown:** As part of their submission under this RFQ, Respondents must provide a schedule or breakdown of their proposed fees (or rates) per hour for each individual (or group of individuals) that could be assigned to perform the Scope of Work required in this RFQ (the “Budget Breakdown”).
- 6) **Related Activities:** In order to allow PRBP to conduct an initial assessment of potential conflicts of interest, please provide a brief description of any work you have performed related to the Government Parties. Respondents must specify whether this activity is ongoing, and if not, when the prior assignment was concluded. In addition, PRBP may request additional information in the future.
- 7) **References:** Provide contact information for references for two (2) separate past assignments that are directly relevant to those anticipated by PRBP.
- 8) **Other Matters Deemed Relevant by Respondents:** Respondents may submit additional information they consider necessary and appropriate for the consideration of the Government Parties, relative to the requirements of this RFQ.

## **VII. Submission Requirements:**

Respondents must meet the requirements stated in this RFQ, including the Qualifications; however, any Respondent’s inability to satisfy all these areas will not disqualify any submission *ab initio*.

Interested Respondents shall answer this RFQ no later than October 21, 2024 (“Due Date”). Responses may be delivered at any time, provided that said is delivered no later than the Due Date. The time of delivery shall be the time set forth in the electronic communication received by the PRBP. The Statement of Qualifications must be sent via email at [faq@smartisland.pr.gov](mailto:faq@smartisland.pr.gov) to the attention of Garibaldi Adorno Rivera, Esq.

PRBP prefers that firms submit individual responses and not submit joint proposals. However, if you feel your firm, or group of firms, would only be able to fully respond to the RFQ by joining with other firms, then submit a joint response, including an explanation of why your firm, or group of firms, would not be able to assist PRBP through a sole response to the RFQ.



Any response to this RFQ that is delivered after the Due Date shall be considered late, rejected and returned unopened to the Respondent. The PRBP assumes no responsibility for deliveries made or attempted outside of the times specified above, late deliveries or the method of delivery chosen by the Respondents.

Responses shall be prepared in English. The Program shall not accept any response, nor did modification of a response delivered by telephonic, electronic or facsimile means, except as defined herein.

Responses shall be submitted electronically via e-mail to the addresses set forth on the first page of this RFQ.

### **VIII. General Evaluation Criteria:**

Subject to the Disclaimers described in Section VIII of this RFQ, the Statement of Qualifications submitted hereunder ought to be evaluated considering the following criteria:

- Responsiveness to this RFQ, specifically the requirements specified herein.
- Proposed or suggested plan to assist the Program with the Scope of Work, along any relevant incidental support.
- Qualifications.
- Previous experience with relevant and/or similar Scope of Work.
- Respondents' description of at least two (2) similar engagements with endeavors contemplated in the Scope of Work specified herein.
- Ability to quickly deploy support or engage with the PRBP (i.e., Availability of Resources).
- Conflicts of interest review.
- Completeness, presentation, and quality of the Statement of Qualifications.
- The Budget Breakdown

Respondents must demonstrate that they possess all the technical capabilities that will assist the Program with the Scope of Work. Respondents must provide effective and substantive experience in the Scope of Works of this RFQ.

### **IX. General Disclosures, Rights, Options and Disclaimers**

The issuance of this RFQ, submission of a response by any firm/team, and the acceptance of such response by the Program does not obligate the Government Parties. Legal obligations will only arise upon the execution of a formal Contract between the Government Parties and the Selected Respondent.

By responding to this RFQ, Respondents acknowledge and consent to the following conditions relative to the procurement process. The Program is not bound to accept any submission if Respondents do not meet this RFQ's requirements. Without limitation and in addition to other rights reserved by the Program in this RFQ, the Program reserve and hold, at their sole discretion, the following rights and options:

- To accept or reject any and all submittals, in whole or in part.

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- To cancel this RFQ in whole or in part, at any time, with or without substitution of another RFQ if such cancellation is determined to be in the best interest of the Program.
- To supplement, amend, or otherwise modify this RFQ prior to the date of submission of the responses.
- To receive written questions concerning this RFQ from Respondents and to provide such questions, and PRBP's responses, to all Respondents that received a copy of the RFQ.
- To require additional information from one or more Respondents to supplement or clarify the information submitted.
- To conduct further investigations with respect to the qualifications and experience of each Respondent.
- To contact Respondents past clients in any of the projects or engagements referenced in the proposals to obtain direct information regarding Respondents performance in such engagements.
- To waive any defect or technicality in any submission received.
- To eliminate any Respondent that submits a nonconforming, non-responsive, incomplete, inadequate or conditional submission.
- To investigate the technical and financial qualifications of Respondents using sources in addition to what was included in the submission.

All costs and expenses incurred by Respondents in the preparation and delivery of a submission will be the sole responsibility of Respondents. The Program will not be liable for any amounts to any Respondent in any manner, under any circumstances, including without limitation, as a result of a cancellation of the RFQ process. Respondents cannot make any claims whatsoever for reimbursement from the Program for the costs and expenses associated with this RFQ process.

The laws of Puerto Rico shall govern this RFQ process. Any disputes relating to this RFQ must be resolved accordingly. Exclusive venue for a judicial challenge is the Appeals Court of Puerto Rico as provided for by the laws of the Commonwealth of Puerto Rico.

The Program assumes no responsibility for the completeness, or the accuracy of specified technical and background information presented in this RFQ, or otherwise distributed or made available during this RFQ process. Without limiting the generality of the foregoing, the Program will not be bound by or be responsible for any explanation or interpretation of the RFQ documents other than those given by it in writing. In no event may a Respondent to this RFQ rely on any oral statement by the PRBP's agents, advisors, or consultants.

One copy of each proposal will be retained for the Program's files and will not be returned. If a Respondent considers that its proposal contains material that is confidential and/or proprietary, the Respondent must clearly note or mark each section of material as confidential and/or proprietary. The PRBP will determine whether such material meets the requirements for an exemption from disclosure. If so, that information will not be disclosed pursuant to a request for public documents. If the Program does not consider such material to meet the requirements for exemption from disclosure, the material will be made available to the public, regardless of the notation or markings. It is the responsibility of Respondents to be thoroughly informed and familiar with the requirements of disclosure of public documents.

Furthermore, by responding to this RFQ, Respondents acknowledge and agree that the Program will not be responsible or liable in any way for any losses that the Respondent may suffer from the disclosure of information or materials to third parties. It is the responsibility of the Respondent, as the real party in

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interest, to object any disclosure and defend any action that may be necessary to protect its confidential information.

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