

**SOLICITATION
FOR PARTICIPATION IN A REQUEST FOR PROPOSALS
FOR
CHIEF EXECUTIVE OFFICER (CEO) SEARCH SERVICES**



JACKSONVILLE, FL

SOLICITATION NUMBER 94414

PROPOSALS ARE DUE ON APRIL 27, 2018 BY 12:00 PM EST

**PROPOSAL EMAILED TO:
LISA PLEASANTS AT
PLEALL@JEA.COM
JEA PROCUREMENT SERVICES**

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1 REQUEST FOR PROPOSALS

1.1 SCOPE, BACKGROUND AND INVITATION

1.1.1 SCOPE OF WORK

The purpose of this Request for Proposal (RFP) is to evaluate and select a company that can provide senior executive search services at the best value to JEA. "Best Value" means the highest overall value to JEA with regard to pricing, quality, design and performance. JEA intends to select one firm to provide a one-time chief executive officer (CEO) search. Such services shall include assisting management and the Board of JEA in recruiting a external candidates; selecting candidates including internal and external candidates; screening, including background checks; negotiating employment contracts; and hiring the CEO.

JEA intends to establish such a contract so that the selected firm is the best positioned to recruit a CEO that best fits JEA, demonstrating proven ability to recruit CEOs with extensive experience in the utility industry and/or municipalities. The ideal candidate shall create and implement a long-term strategic vision for JEA.

1.1.2 BACKGROUND

JEA is a municipally owned utility company established by the City of Jacksonville. JEA owns, operates and manages the electric, water and sewer systems for Jacksonville and several adjacent counties.

The JEA electric system currently serves more than 458,000 electric customers in Jacksonville and parts of three adjacent counties. JEA's water system serves more than 341,000 water customers and 264,000 sewer customers in Northeast Florida. Approximately half of JEA's electric revenues come from its residential customers, the other half from our 50,000 commercial and industrial customers. The commercial and industrial market segments also account for about one-third of the water and wastewater revenue. The commercial and industrial market segment also accounts for about one-third of the water and wastewater revenue.

1.1.3 INVITATION - REQUEST FOR PROPOSAL

You are invited to submit a Proposal in response to the Request for Proposals (RFP) noted below:

RFP Title: CHIEF EXECUTIVE OFFICER (CEO) SEARCH SERVICES

Proposal Due Time: 12:00 P.M. EST - ALL LATE PROPOSALS WILL BE RETURNED UNOPENED.

Proposal Due Date: April 27, 2018

All Proposals must reference the JEA RFP Title and Number noted above. All Responses must be made on the appropriate forms as specified within this RFP, and **emailed to Lisa Pleasants at PLEALL@JEA.COM.**

ALL LATE RESPONSES FOR WHATEVER REASON WILL BE RETURNED UNOPENED.

You may download a copy of the RFP, along with any required forms, at www.jea.com.

1.1.4 QUESTIONS

All questions must be submitted in writing to the JEA Representative listed below at least (2) two business days prior to the opening date. Questions received within (2) two business days prior to the opening date

will not be answered.

For Questions:

LISA PLEASANTS, Category Manager
E-mail: PLEALL@JEA.COM

1.1.5 SELECTION PROCESS

JEA will evaluate the proposals received from qualified bidders using the selection criteria defined below to establish a ranking of all bidders. JEA may then choose to have oral presentations from up to five of the top ranked bidders. JEA will finalize the evaluation scoring to incorporate the results of the oral presentations and make a final selection. Bidders that do not receive a request for oral presentations will no longer be considered for final selection. Bidders that receive a request for oral presentation, but choose to not provide one, will no longer be considered for final selection.

1.1.6 SOLICITATION AND SELECTION SCHEDULE

JEA has established the following schedule for this solicitation:

Issue solicitation	April 20
Proposals Due	April 27 by 12:00 P.M. EST
Notification if presentation is required	May 2
Selected Bidder Presentations	May 7-9
Final selection	May 15
Contract Executed	TBD

1.2 SPECIAL INSTRUCTIONS

1.2.1 WORK AUTHORIZATIONS

JEA shall issue a purchase order for the search to be performed.

Payments will be made in accordance with defined deliverables and maximum fees may also be established.

1.2.2 SELECTION CRITERIA

JEA will not Award this Contract on a price only basis, but will Award based on an evaluation of how well each Bidder meets the evaluation criteria listed herein. JEA will use the evaluation criteria listed below to evaluate the information contained in the Bid Documents submitted by each Bidder. In the event that JEA requests oral presentations from one or more bidders, the information obtained by JEA during the oral presentations will be used in determining final selection.

1.2.2.1 QUALIFICATIONS OF FIRM

The experience of the firm in serving comparable utility and municipal utility sector clients including understanding of utility industry challenges, municipal sector challenges, and demonstrated sensitivity of the firm to the local political environment

The off-limits policy applicable to this industry sector and the proposed policy for JEA. Describe the extent to which your prior engagements will limit access to qualified candidates.

Metrics for comparable searches. Address such metrics as average time to fill for comparable positions, percent of comparable search engagement that were successfully completed, retention rate of placements in comparable positions

1.2.2.2 SEARCH METHODOLOGY

JEA will evaluate the approach used by bidders considering the following factors:

- A. Approach to defining the position being filled to effectively communicate the nature of the position and screening candidates for the position.
- B. Approach to identifying and accessing potential candidates including use of advertising and direct recruitment of active and passive candidates.
- C. The approach to screen and present qualified candidates to JEA including screening for industry experience, leadership capabilities, emotional intelligence, cultural fit and other such factors for successful placement and retention.
- D. The post-hire approach including frequency of follow-up with placed executives, means of identifying and handling identified issues impacting performance and retention of placed individuals. Describe the warranty proposed for this work.
- E. The approach to status reporting for active search assignments

1.2.2.3 QUALIFICATIONS OF PROPOSED TEAM

JEA will evaluate the qualifications of the lead consultant proposed for this work including the following:

- A. Years of experience serving the utility industry and municipal utility sector
- B. Number of successful searches led in the utility industry and municipal utility sectors in the past three years
- C. The proximity of the lead consultant's office location to JEA

JEA will evaluate the qualifications of the personnel to be assigned under the lead consultant to perform this work.

Bidders shall provide three references for comparable search assignments performed by the proposed team.

1.2.2.4 FEE STRUCTURE

Fees to be paid shall be proposed in the following format:

Fee: ____ percent of base / total first-year compensation (propose one basis only), plus direct expenses not to exceed ____ percent of fees. Provide proposed definitions of fees and direct expenses, and any minimum or maximum fee amounts.

1.2.3 REQUIRED PROPOSAL FORMAT

In writing your proposal, address each of the selection criteria elements listed above. Be thorough and

concise. If an element is not addressed in your proposal, it may receive no points for that element.

The format of the proposal shall be as follows:

Cover letter – At a minimum, the cover letter shall bind the bidder to the offer and highlight the distinguishing points of the proposal.

Section 1 – Qualifications of the Firm. At a minimum, address each of the elements in 1.2.2.1.

Section 2 – Search Methodology. At a minimum, address each of the elements in 1.2.2.2.

Section 3 – Qualifications of Proposed Team. At a minimum, address each of the elements in 1.2.2.3. For the lead and each key team member, include a resume showing experience, expertise and specific search engagements either led or on which the consultant worked. For the lead, include at least three comparable client references. For each reference, include contact information including company name, phone and email address, the position filled, and the outcome of the engagement.

Section 4 – Fee Structure. In the format show in in 1.2.2.4. show your proposed fee structure.

Proposals not complying with the required proposal format may be considered non-responsive and eliminated from further consideration.

1.3 GENERAL INSTRUCTIONS

1.3.1 ADDENDA

JEA may issue Addenda prior to the opening date to change or clarify the intent of the Solicitation. The Company shall be responsible for ensuring it has received all Addenda prior to submitting its Bid or Proposal and shall acknowledge receipt of all Addenda by completing the Confirmation of Receipt of Addenda. All Addenda will become part of the Solicitation and any resulting Contract Documents. It is the responsibility of each Company to ensure it has received and incorporated all Addenda into its Bid or Proposal. Failure to acknowledge receipt of Addenda may be grounds for rejection of a Bid or Proposal at JEA's sole discretion.

1.3.2 CONFLICT OF INTEREST

Pursuant to Florida Statute Sec. 287.057, a person or company who receives a contract which was not procured pursuant to public bidding procedures to a perform a feasibility study, or participated in the drafting of an invitation to bid or request for proposals, or developed a program for future implementation shall not be eligible to contract with JEA for any other contracts dealing with that specific subject matter.

Should JEA erroneously Award a Contract in violation of this policy, JEA may terminate the Contract at any time with no liability to Company, and Company shall be liable to JEA for all damages, including but not limited to the costs to rebid the Work. The purpose of this policy is to encourage bidding and eliminate any actual or perceived advantage that one Company may have over another.

1.3.3 CONTRACT EXECUTION AND START OF WORK

JEA will present the successful Company with the Contract agreement form. Unless expressly waived by JEA, the successful Company shall execute a Contract for the Work within 7 days after receiving the Contract from JEA. If the Bidder fails to execute the Contract agreement form or associated documents as required, or if it fails to act on a JEA-issued Purchase Order (PO), JEA may cancel the Award with no further liability to the Company, and Award to the next- ranked Company.

Upon receipt of the executed Contract, JEA will issue a PO, in writing and signed by an authorized JEA

representative as acceptance of the Proposal or Bid and authorization for the Company to proceed with the Work, unless otherwise stated in the Contract or PO.

1.3.4 DEFINED TERMS

Words and terms defined in the "Definitions" Section of this document are hereby incorporated by reference into the entire document.

1.3.5 EX PARTE COMMUNICATION

Ex Parte Communication is defined as any inappropriate communication concerning a Solicitation between a firm submitting a bid or proposal and a JEA representative during the time in which the Solicitation is being advertised through the time of Award. Examples of inappropriate communications include: private communications concerning the details of Solicitation in which a Bidder becomes privy to information not available to the other Bidders. Social contact between Bidders and JEA Representatives should be kept to an absolute minimum during the bidding process.

Ex Parte Communication is strictly prohibited. Failure to adhere to this policy will disqualify the noncompliant Company's Bid or proposal. Any questions of clarifications concerning a Solicitation must be sent in writing via email to the JEA Buyer at least two (2) business days prior to the opening date. If determined by JEA, that a question should be answered or an issue clarified, JEA will issue an addendum to all Bidders.

For more information on Ex Parte communications, see JEA Procurement Code, Section 2-103, which is available at www.jea.com.

1.3.6 PROHIBITION AGAINST CONTINGENT FEES

The Company warrants that it has not employed or retained any company or person, other than a bona fide employee working for the Company, to solicit or secure a contract with JEA, and that it has not paid or agreed to pay any person, company, corporation, individual or firm, other than a bona fide employee working solely for the Company, any fee, commission, percentage, gift, or any other consideration, contingent upon or resulting from the Award or making of the Contract. For the breach or violation of these provisions, JEA shall have the right to terminate the Contract without liability and at its discretion, to deduct from the Contract Price, or otherwise recover, the full amount of such fee, commission, percentage, gift or consideration.

1.3.7 RESERVATIONS OF RIGHTS TO JEA

The Solicitation provides potential Companies with information to enable the submission of written offers. The Solicitation is not a contractual offer or commitment by JEA to purchase products or services.

Bids or Proposals shall be good for a period of ninety (90) days following the opening of the Bids or Proposals.

JEA reserves the right to reject any or all Bids or Proposals, or any part thereof, and/or to waive Informalities if such action is in its best interest. JEA may reject any Bids or Proposals that it deems incomplete, obscure or irregular including, but not limited to, Bids or Proposals that omit a price on any one or more items for which prices are required, Bids or Proposals that omit Unit Prices if Unit Prices are required, Bids or Proposals for which JEA determines that the Bid or Proposal is unbalanced, Bids or Proposals that offer Equal Items when the option to do so has not been stated, Bids or Proposals that fail to include a Bid or Proposal Bond, where one is required, and Bids or Proposals from Companies who have previously failed to satisfactorily complete Contracts of any nature or who have been scored "Unacceptable" and as a result, are temporarily barred from bidding additional work.

JEA reserves the right to cancel, postpone, modify, reissue and amend this Solicitation at its discretion.

JEA reserves the right to cancel or change the date and time announced for opening of Bids or Proposals at any time prior to the time announced for the opening of Bids or Proposals. JEA may Award the Contract in whole or in part. In such cases whenever JEA exercises any of these reservations, JEA will make a commercially reasonable effort to notify, in writing, all parties to whom Solicitations were issued. JEA may award multiple or split Contracts if it is deemed to be in JEA's best interest.

1.3.8 SUBMITTING THE PROPOSAL

The Bidder shall submit one original Proposal and three duplicates. It is encouraged that all submitters include an electronic version with their hardcopy submittal.

1.3.9 CERTIFICATION AND REPRESENTATIONS OF THE COMPANY

By signing and submitting a proposal, the Company certifies and represents as follows:

- A. That it has carefully examined all available records and conditions, including sites if applicable, and the requirements and specifications of these Contract Documents prior to submitting its Proposal. Where the Company visits sites, no Work or other disturbance is to be performed while at the site without written permission by JEA in advance of the site visit. The Company shall comply with all safety requirements described in the Proposal and shall be prepared to show proof of a minimum of \$1 million of general liability insurance or the amount specified in this solicitation (whichever is greater).
- B. That every aspect of its submitted Proposal, including the Contract Price and the detailed schedule for the execution of the Work, are based on its own knowledge and judgment of the conditions and hazards involved, and not upon any representation of JEA. JEA assumes no responsibility for any understanding or representation made by any of its representatives during or prior to execution of the Contract unless such understandings or representations are expressly stated in the Contract and the Contract expressly provides that JEA assumes the responsibility.
- C. That the individual signing the Proposal is a duly authorized agent or officer of the firm. Proposals submitted by a corporation must be executed in the corporate name by the President or Vice President. If an individual other than the President or Vice President signs the Proposal, satisfactory evidence of authority to sign must be submitted upon request by JEA. If the Proposal is submitted by a partnership, the Proposal must be signed by a partner whose title must under the signature. If an individual other than a partner signs the Proposal, satisfactory evidence of authority to sign must be submitted upon request by JEA.
- D. The corporation or partnership must be in active status at the Florida Division of Corporations (www.sunbiz.org) prior to Award.
- E. That the firm maintains in active status any and all licenses, permits, certifications, insurance, bonds and other credentials including not limited to contractor's license and occupational licenses necessary to perform the Work. The Company also certifies that, upon the prospect of any change in the status of applicable licenses, permits, certifications, insurances, bonds or other credentials, the Company shall immediately notify JEA of status change.
- F. That it has read, understands and will comply with the Section entitled Ethics of these instructions to proposers.

1.3.10 COMPLETING THE PROPOSAL

Companies shall submit their Proposals and any enclosed documents attached to this RFP with responses

typewritten or written in ink. Companies should refer to the Special Instructions of this RFP to review specific items that may be required with the submittal of the Bid. The Company, or its authorized agent or officer of the firm, shall sign the Proposal. Failure to sign the Proposal may disqualify the Proposal. JEA-approved erasures, interlineations or other corrections shall be authenticated by affixing in the margin, immediately opposite the correction, the handwritten signature of each person executing the Proposal. Failure to authenticate changes may disqualify the Proposal. JEA may disqualify any Proposals that deviate from the requirements of this RFP, and those that include unapproved exceptions, amendments, or erasures.

1.3.11 ETHICS (RFP)

By signing the Company's Proposal, the Company certifies this Proposal is made without any previous understanding, agreement or connection with any other person, firm, or corporation submitting a Proposal for the same Work other than as a Subcontractor or supplier, and that this Proposal is made without outside control, collusion, fraud, or other illegal or unethical actions. The Company shall comply with all JEA and City of Jacksonville ordinances, policies and procedures regarding business ethics.

The Company shall submit only one Proposal in response to this RFP. If JEA has reasonable cause to believe the Company has submitted more than one Proposal for the same Work, other than as a Subcontractor or subsupplier, JEA may disqualify the Proposal and may pursue debarment actions.

The Company shall disclose the name(s) of any public officials who have any financial position, directly or indirectly, with this Proposal by completing and submitting the Conflict of Interest Certificate. Failure to fully complete and submit the Conflict of Interest Certificate will disqualify the Proposal. If JEA has reason to believe that collusion exists among the Companies, JEA will reject any and all Proposals from the suspected Company and will proceed to debar Company from future JEA Awards in accordance with the JEA Purchasing Code.

JEA is prohibited by its Charter from awarding contracts to JEA officers or employees or companies in which a JEA officer or employee has a financial interest. JEA will reject any and all Proposals from JEA officers or employees as well as any and all Proposals in which a JEA officer or employee has a financial interest.

In accordance with Florida Statutes Sec. 287.133, JEA will reject Proposals from any persons or affiliates convicted of a public entity crime as listed on the Convicted Vendor list maintained by the Florida Department of Management Services. JEA shall not make an Award to any officer, director, executive,

partner, shareholder, employee, member, or agent active in management of the Company listed on the Convicted Vendor list for any transaction exceeding \$10,000 for a period of 36 months from the date of being placed on the Convicted Vendor list.

If the Company violates any requirement of this clause, the Proposal may be rejected and JEA may debar offending companies and persons.

1.3.12 MATHEMATICAL ERRORS

In the event of mathematical errors in the prices entered on the Bid Form or in the addition of a total for any base bid, unit prices will prevail. The corrected base bid will be used to determine the low qualified Bidder. The award of this Contract will establish the Contractor and the unit prices will be used during the life of the Contract.

1.3.13 MODIFICATION OR WITHDRAWAL OF PROPOSALS

The Company may modify or withdraw its Proposal at any time prior to the Proposal Due Date and Time by giving written notice to JEA's Chief Purchasing Officer. JEA will not accept modifications submitted by telephone, telegraph, email, or facsimile, or those submitted after Proposal Due Date and Time. The

Company shall not modify or withdraw its Proposal from time submitted and for a period of 90 days following the opening of Proposals.

1.3.14 AVAILABILITY OF PROPOSALS AFTER OPENING

In accordance with the Florida Public Records Law, Florida Statute Section 119, copies of all proposals are available for public inspection thirty (30) days after the opening of proposals or on the date of Award announcement, whichever is earlier. Proposers may review opened proposals once they are available for public inspection by contacting the designated Buyer to arrange a mutually convenient time for such review at the JEA offices. JEA will post a summary of proposal opening results on JEA.com.

1.3.15 PROTEST OF RFP AND AWARD PROCESS

Companies shall file any protests regarding this RFP in writing, in accordance with the JEA Purchasing Code, as amended from time to time. Copies of the JEA Purchasing Code are available online at JEA.com.