

Response to Questions for VA101-14-Q-0021, Technical and Legal Review of Executed Department of Veterans Affairs Enhanced Use Lease

1. With respect to the requirements in the Solicitation and the Performance Work Statement for “legal observations and recommendations” and “thoughts regarding the appropriateness and legal sufficiency” of the Cleveland, OH EUL and service agreements, please confirm that:

(a) VA is not requiring these services be provided by a law firm

(b) these services may be provided by a knowledgeable commercial real estate firm with documented experience with the principles and regulations of public-private partnerships, Federal procurement policies, and analyzing and negotiating complex commercial real estate transactions and

(c) VA is not seeking legal advice or services within an attorney/client relationship of trust or reliance and, therefore, that the services required would not constitute and should not be considered as the practice of law.

Response to 1 a-c: Licensed attorneys need to be part of VA's chosen contracting team - particularly to review and opine on the legality and appropriateness of the Cleveland, OH EU Lease and 3 Service Agreements. That will in part require the contractor to understand from a legal perspective, VA's then existing EU Lease authority, and how it is distinct from the FAR.

2. What is the total page count for the Cleveland EUL, including all Exhibits?

Response: The total page count of the lease is 65 pages. The total page count of the exhibits is 60 pages.

3. What is the total page count for the Service Agreement(s), including all Exhibits, related to the parking associated with the Cleveland EUL?

Response: The total page count for the parking services agreement is 50 pages. The total page count for the related exhibits is 54 pages.

4. What is the total page count for the Service Agreement(s), including all Exhibits, related to the office associated with the Cleveland EUL?

Response: The total page count for the office services agreement is 43 pages. The total page count for the related exhibits is 96 pages.

5. What is the total page count for the Service Agreement(s), including all Exhibits, related to the residential component of the Cleveland EUL?

Response: The total page count for the residential services agreement is 42 pages. The total page count for the related exhibits is 71 pages.

6. NAICS 541110 according to the Census Bureau is defined as "This industry comprises offices of legal practitioners known as lawyers or attorneys (i.e., counselors-at-law) **primarily** engaged in the practice of law. Establishments in this industry may provide expertise in a range or in specific areas of law, such as criminal law, corporate law, family and estate law, patent law, real estate law, or tax law." While we have attorneys on staff we are not primarily engaged in the practice of law, we are primarily engaged in consulting on real estate transactions with a legal component. May we still bid?

Response: The work contemplated under this solicitation in part involves sophisticated legal analysis of the Cleveland, OH EU Lease and three Service Agreements, an understanding of VA's EUL statute and the FAR, and how the EUL statute and the FAR differ; and leasing/business transaction expertise. Thus, the attorneys that are part of the Awardee contractor will need to be able to opine from a legal perspective, and provide legal support and authorities where appropriate to support their observations, statements, analysis, conclusions, and recommendations, etc.

7. Under section 5, Schedule of Deliverables, page 8 of 38, item 5, Final report containing the contractor's technical and legal observations it "Due By" date states "within 120 days of receiving VA's comments on the draft report." The number of days, 120, seems excessive. Is this a typo?

Response: This was not a typo, VA would like to change the turn-around time for the final report in order to respond to the IG sooner, it should read "...within 45 days of receiving VA's comments on the draft report."

8. Can you extend the proposal due date and time?

Response: No

9. My company supported VA in the project, are we allowed to bid as a prime or subcontractor

Response: No

10. My company supported the developer, are we allowed to bid as a prime or subcontractor

Response: No



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