

lead attorney will be designated and a description of the duties and responsibilities of this individual;

(5) Assurances that outside counsel will cooperate in any oversight, review, study or survey, as may be required;

(6) A statement that the minority or women owned law firm is a certified RTC MWOLF;

(7) A statement that the joint referral arrangement is entitled to MWOLF bonus points, if it meets the minimum 25 percent MWOLF participation requirement; and

(8) A statement that, if engaged, the firm will implement the joint referral agreement submitted with its proposal to provide the approved percentage of MWOLF participation and fees.

(b) The RTC Oversight Attorney shall be encouraged to prepare the MWOLF Co-Counsel engagement memorandum, said memorandum to include:

(1) The name of each firm, their role and responsibilities;

(2) An indication of the percentage of substantive work allocated to each firm;

(3) Estimated legal fees to be generated by each firm;

(4) A requirement for each engagement under the agreement that a lead attorney will be designated and responsibilities of this individual;

(5) Assurances that outside counsel will cooperate in any oversight, review, study or survey, as may be required;

(6) A statement that the minority or women owned law firm is a certified RTC MWOLF; and

(7) A statement that, if engaged, the RTC Oversight Attorney will implement the joint referral agreement to provide the approved percentage of MWOLF participation and fees.

§ 1617.92 Other arrangements.

Other forms of affiliation between less experienced MWOLFs and more experienced MWOLFs or non-MWOLFs are available and are encouraged for work on a particular matter or for a specified period of time.

§ 1617.93 MWOLF contracting requirements.

(a) For the purposes of this section, any referral to outside counsel constitutes an engagement.

(b) Effective December 17, 1993, when RTC enters into or modifies any engagement for the provision of legal services to the RTC for which the contractor would receive fees or other compensation in an amount equal to or greater than \$500,000:

(1) An MWOLF must be included in the referral as a subcontractor. This requirement applies if the arrangement is with a single outside counsel whether

or not such outside counsel is an MWOLF or; outside counsel consists of a joint referral or co-counsel relationship.

(2) A subcontractor MWOLF will be allocated not less than 10 percent of the substantive legal work and commensurate fees. However, if there is a joint counsel or co-counsel referral relationship in which an MWOLF has been allocated at least 50 percent of the substantive legal work and commensurate fees, a subcontractor MWOLF will be allocated no less than 5 percent of the total.

(c) The RTC may exempt a referral from the requirements of paragraph (b) of this section if the Chief Executive Officer of the Corporation determines, through written documentation, that imposing such a joint representation requirement would:

(1) Substantially increase the cost of the engagement performance; or

(2) Undermine the ability of the majority firm to perform its obligations under the engagement.

(d) Reports and notarized certifications subject to 18 U.S.C. 1001.

(e) The RTC, through a written determination by the Chief Executive Officer, may grant a waiver from the requirements of paragraph (b) of this section for any engagement, provided that the majority firm has certified that no eligible MWOLF is available and has provided a basis for that conclusion.

§ 1617.94 Compliance.

The Legal Division shall evaluate the performance of law firms as it relates to their efforts and success in meeting DMWP goals and objectives. The evaluation may include on-site reviews of law firms to assess their compliance with DMWP policies. The DMWP will evaluate outside counsel's performance in relation to its implementation of the MWOLF joint referral agreement. When outside counsel is failing to meet its commitments under the MWOLF joint referral agreement, the DMWP will give written notice to the RTC Oversight Attorney, with a copy to the Legal Services Committee. When outside counsel's performance falls below the written commitment, the outside counsel may be given a 30-day period to resolve the non-compliance. When the compliance period expires, and outside counsel has not corrected the non-compliance, the matter shall be referred to the Legal Services Committee for appropriate remedial action, including but not limited to termination or suspension of the engagement and/or exclusion of the firm from the RTC legal contracting program.

Subpart K—Minority and Women Partners Program

§ 1617.100 Minority and women partner referral.

(a) Legal matters may be referred to minority or women partners in non-MWOLFs who are the RTC contact persons. Pursuant to the Minority and Women Partners Program, the RTC will provide opportunities for these minority and women partners who are the RTC contact persons to render legal services to the RTC.

(b) The RTC expects that as minority and women partners in non-MWOLFs become more experienced in RTC legal issues, their level of participation in matters referred pursuant to the Partners Program, as well as the fees they generate, shall increase.

(c) The DLP, in conjunction with the Legal Division, will review the minority and women partner referral arrangements that must set forth the distribution of legal work and commensurate fees for each minority and woman partner within the firm. These proposals must be in conformance with Legal Division Policy No. 92-04, Minority and Women Partners Program, as amended.

(d) Copies of the document referred to in paragraph (c) of this section are available from the RTC Public Reading Room, 801 17th Street, N.W., Room 100, Washington, DC 20434-0001.

Subpart L—Technical and Cost Bonus Points

§ 1617.200 Policy.

When reviewing and evaluating proposals submitted by firms eligible as MWOLFs or MWOLF joint referral, the RTC has the statutory authority to award bonus points in the technical and cost rating process. With regard to joint referral arrangements, (i.e., joint venture, joint counsel, MWOLF consortia or subcontracting arrangements), the RTC shall have the authority to provide bonus points to joint referral arrangements when at least 25 percent of the substantive work and commensurate fees are paid to MWOLFs. Additional bonus points may be awarded to joint referrals when a minimum of 40 percent of the substantive work and commensurate fees are paid to MWOLFs.

§ 1617.201 Application of technical and cost bonus points.

(a) In addition to each offeror's technical score, technical bonus points shall be awarded as a percentage of the total technical points achievable in the rating process.