Statement of Work
Pension and Benefits Administration
2019

Best and Final Offer (BAFO)

ERS
EMPLOYEES RETIREMENT SYSTEM OF TEXAS

CONTENTS

Introduction/Background

The Employees Retirement System of Texas (ERS) is a constitutional trust fund established as mandated by Article XVI, Section 67, Texas Constitution, and further organized pursuant to Subtitle B, Title 8, Texas Government Code, as well as 34 Texas Administrative Code, Sections 61.1, et seq. ERS administers a retirement and disability pension plan for state employees, law enforcement and custodial officers, elected state officials and two classes of judges (in this context, hereinafter referred to as Members). ERS invests state and Member contributions in the retirement trust funds and administers the trust funds with a fiduciary obligation to the members and retirees of ERS who are its beneficiaries. ERS also administers the Texas Employees Group Benefits Program, which consists of health benefits, life insurance and other optional benefits, to participating individuals eligible to receive those benefits under applicable law.

Currently ERS uses PeopleSoft HRMS 8.8 with Benefits Administration, Pension Administration and North American Payroll modules, which have been highly customized. Benefits Administration includes enrollment, eligibility, billing and reporting for health, dental, vision, life insurance and voluntary AD&D, disability insurance and flexible spending accounts elections. Pension includes service, pensionable earnings and contributions that are used by Oracle Policy Automation (OPA) to determine the eligibility and benefit calculation. North American Payroll handles the distribution of benefit payments.

ERS implemented its PeopleSoft HRMS 8.8 Benefits Administration system in September 2001, its PeopleSoft Payroll system in July 2004, and its PeopleSoft Pension system in September 2007. PeopleSoft PeopleTools was last upgraded in February 2010 to version 8.49.

This Statement of Work (SOW) seeks a qualified vendor to evaluate the core business systems including PeopleSoft Human Resource Management System (HRMS) along with the following modules (this system is commonly referred to as "ERS Online", but it includes all of the modules below):

- Human Resources
- Benefits Administration
- Pension Administration, including
- North American Payroll (for annuity payments)

Herein, each respondent to this SOW is referred to as "Respondent", and the selected respondent is referred to as "Vendor". The Vendor will determine the options available to ERS to modernize its Benefits and Pension Administration systems and will recommend future software platforms and migration activities.

Scope

The project is segmented into three (3) phases. Each Respondent shall bid on all three phases, but ERS will determine whether to continue with phase 3 after the completion of phase 2.

Phase 1 – Define Options

The Vendor will evaluate ERS' current ('as-is') hardware and software technologies and architecture delivering Benefits Administration, Pension and Annuity Payroll.

The Vendor will define alternative system options available for ERS to consider that will continue to maintain or improve the current high level of service. For each option, the Vendor must describe the benefits, risks, and estimated total cost associated.

Detailed description of tasks and deliverables:

- A kickoff meeting will be held at a location and time selected by ERS where the Vendor staff will be introduced to the ERS project team members.
- Evaluate ERS' current ('as-is') hardware and software technologies and architecture.
- Identify potential options available to ERS for consideration.
- Provide a detailed description of each option.
- Determine and describe the benefits for each option.

- Determine and describe the risks for each option. For each risk, detail the probability, impact, and level of control that would apply to ERS.
- Provide an estimated total cost for each option based on market research and vendor interviews.

For each of the above detailed deliverable tasks, the option features that must be addressed in the research include, but are not limited to:

- Scalability
- Platform for superior customer service
- Application and platform security
- Agility/flexibility for change
- Ease of administration/maintenance
- Ease of use
- Seamless interface
- Standardization
- Decoupling / integration of systems and/or functionality
- Self-service functionality
- Strategic end-to-end process models
- Industry experience
- Software support from the vendor, including patches and security
- Availability of qualified development and support personnel
- Access to reporting and dashboard functionality
- Current application architecture

Phase 2 – Option Choice

In Phase 2, Vendor will facilitate discussions with ERS to develop recommended options for "future state." Additional research may be requested to determine the best option.

Detailed description of deliverables

- Facilitate the discussion of "future state" options for Benefits Administration and Pension system.
- Provide additional research and detailed analysis comparing ERS chosen options in writing, as requested. Billable at an hourly rate as described in Pricing below.
- Document the final recommendation based on the additional research and from facilitated sessions with ERS.

Phase 3 - RFP

In conjunction with ERS staff, Vendor will write the Request for Proposal (RFP) for ERS to solicit contractors to provide products and services related to the chosen option.

Detailed description of deliverables:

- Develop the requirements and scope of work based on the option chosen in Phase 2.
- Determine the Service Level Objectives and performance guarantees for the contract.
- Use a certified actuary to determine the risks and provide a baseline of monetary liability (limits of liability) that can be incorporated into a vendor contract for each option, based on industry averages for similar implementations. The actuary shall provide a monetary liability amount for the ERS chosen option. The actuary shall define the risks and determine the probability and impact of the future pension and benefits vendor's entire contract. The actuary shall detail the highest financial liability that would impact ERS if a failure occurred in each specific contract item or an overall breach or failure of the project. For example, what would be the financial liability to ERS if a PII or PHI data breach occurred? The desired output could be stated for each line item and that the total financial liability to ERS is $XXX million dollars.
- Develop an Implementation Plan, Fee Schedule and other exhibits to the RFP, as required.
- Prepare the draft RFP (including all exhibits) and work with ERS staff to prepare a final version.

Assumptions and Requirements

ERS assumes that the Respondent can provide all services described in this SOW. Any changes to the SOW will be reflected in the Respondent's Proposal or as redlines to this SOW document.

- ERS must review and approve Vendor's standard Certificate of Insurance (COI). ERS should allow up to 10 business days if ERS requires endorsements to be added to the COI.
- The Vendor agrees to sign a Non-Disclosure Agreement for the term of this engagement (the form is attached as Appendix A).
- Vendor may be required to sign an ERS HIPAA Business Associate Agreement
- Vendor is required to provide copies of completed FBI criminal background checks of all assigned staff prior to the start of the project
- ERS will provide workspace and internet access for up to two (2) persons during the completion of the phases.
- The Vendor may not access ERS member information.
- If the Vendor decides to subcontract any part of the contract in a manner that is not consistent with DIR's HUB subcontracting plan (Appendix B of the DIR Cooperative Contract), the Vendor must comply and submit a revised HUB subcontracting plan to DIR before subcontracting any of the work under the SOW. No work may be performed by a subcontractor before DIR has approved a revised HSP for the Cooperative Contract.
- A Respondent that bids on this SOW (including the selected Vendor) may bid on an Independent Verification & Validation (IV&V) engagement for the implementation of the option that ERS chooses from the assessment.
- The Vendor for this SOW cannot submit a proposal to the RFP that is developed under this SOW.
- ERS staff will be available to provide information to the Vendor as needed to perform the services.
- The Vendor must provide the resources to complete the services required under this SOW in accordance with the milestones described below.
- All risks and issues identified in developing the work product delivered under this SOW shall be tracked by the Vendor.
- Any resolution of a risk or issue must be approved (in writing) by ERS.
- Deliverables must be provided in accordance with the Milestones identified below.
    - If a deliverable cannot be provided within the scheduled Milestone time frame, the Vendor is required to contact the ERS project manager, in writing, with a reason for the delay and the proposed revised schedule. The request for a revised schedule must include the impact on related tasks and the overall project, and must be approved by the ERS project manager.
- All deliverables must be submitted in a format approved by the ERS project manager.
- Key Personnel identified in Vendor's proposal shall be available to provide the services throughout the entire term of the contract. If a Vendor staff member must be replaced, the replacement staff must be a person with equal or greater qualifications who is approved by ERS.
- ERS and the Vendor anticipate the project to take twelve months.

Acceptance and payment

ERS will pay an invoice for the services when the deliverables are submitted and accepted by ERS in accordance with the Prompt Payment Act. ERS will pay an invoice for each phase completed and accepted. The acceptance of all deliverables will reside with ERS Director of Information Services using the guidelines in the table below:

	Item	Deliverable
1	Phase 1 – Define Options	Final report for each of the Vendor defined options
2	Phase 2 – Option Choice	Final report of the ERS chosen option and include any additional research for the chosen option and other options)
3	Phase 3 – RFP drafts and final versions	Submit all versions, (drafts and final) of the RFP

Change Management

ERS and Vendor affirm they are fully committed to completing this project on time and within budget. All scope changes must be reviewed by both ERS and Vendor as soon as possible, but at least by the next status update meeting. The following outlines the change request procedure:

1. ERS and Vendor will discuss the change request and mutually agree on the scope of the change.
    - Changes to milestone dates, project cost, and deliverables associated with "additional research and detailed analysis comparing ERS chosen options", which require hourly rates charges, will be associated with an approved change order prior to work.
2. ERS and the Vendor's representative will document the change.
3. The Vendor will determine the impact to the schedule and cost impact, if any.
4. ERS and Vendor will make an addendum to the project service delivery documentation and other service artifacts

- The Vendor and ERS will sign the change request which contains the information listed in steps 1-4 above.
- Change orders and corresponding amendments will be submitted to DIR for their review and approval. An amendment to the SOW will hold the highest order of precedence in the SOW.
- ERS will execute the Purchase Order Change Notice (POCN) to the purchase order.

Project Milestones

	Item	Completion Date
1	Phase 1 – Define Options	
2	Phase 2 – Option Choice	
3	Phase 3 – RFP drafts and final versions	

Reports and Meetings

- ERS and the Vendor will schedule and conduct meetings with appropriate business staff.
- ERS will provide Vendor with access to the relevant functional, technical, and business resources with adequate skills and knowledge to assist Vendor as needed to perform the services.
- The name of the ERS project manager for this service is Trey Crowdus. He is the contact for the service after award.
- The Vendor will have staff available to answer questions regarding billing and invoices.
- The Vendor will participate in meetings after each draft report is developed in order to determine the gaps which may remain in the final report.
- The Vendor is required to provide the ERS project manager with weekly written progress reports of the project. These are due to the ERS project manager by the close of business on a day to be determined, each week, throughout the life of the project
    - The progress reports shall cover all work scheduled to be performed and completed during the week and include all updates to open project risks for which the progress report is provided and shall present the work to be performed during the subsequent week.
    - The progress report shall identify any problems encountered or still outstanding with an explanation of the cause and resolution of the problem or how the problem will be resolved.
- All written deliverables must be phrased in terms and language that can be easily understood by non-technical personnel (e.g., laypersons without subject matter expertise).

Period of Performance / Schedule

The term of service for the contract between ERS and Vendor in connection with this Statement of Work shall be eighteen (18) months, effective upon execution of both parties, which is the last date on the signatures page. Change orders and corresponding amendments may extend the term of service for at least 30 days; all change orders and corresponding amendments will specify the additional length of time estimated for the change order.

Respondent's Proposal

SOW Change Log

The below table describes our changes / clarifications to the SOW. Where appropriate, we have also redlined the SOW, as requested.

Number	Change / Clarification	Justification	Section & Page
1	The EDS Data Warehouses are out of scope for this project	Benefit and Pension QA document. Answer #5.	Introduction: Page 3
2	Changed 'underwriter' to 'actuary'. Also moved this scope statement, from 'Phase 1 – Define Options' to 'Phase 3 – RFP'.	Benefit and Pension QA document. Answer #2.	Scope: Page 4
3	'Human Resources' are out of scope for this project.	Per Phase 1, Define Options of the scope section.	Introduction: Page 3

BAFO Change Log

Number	Section	Changes
1	All	Changed 'commitment gathering' to 'requirements gathering throughout document
2	Project Management Plan	Updated Project Approach and Project Timeline
3	Step 1	Updated Project Approach Schedule Screenshot
4	Step 1a	Added step 1a to describe the 'requirements planning' activities.
	Step 2	Reduced duration from 4 weeks to 2 weeks.
	Step 3	Reduced duration from 4 weeks to 3 weeks.
5	Step 4a	Added step 4a to describe the 'business requirements gathering' activities.
6	Step 5	Reduced workshop sessions to 10-20 hours (from 20-40).
7	Step 5a	Added step 5a to describe the 'Technical requirements gathering' activities.
8	Step 6	Changed step 6 to remove 'develop RFP' activities and instead provide help in reviews of RFP, as well as developing specified RFP sections.
9	List of Major Milestones	Updated to reflect changes to project approach and timeline
10	Pricing	Updated pricing table to reflect changes to timeline and scope.

Executive Summary

The GT Team is pleased to present our proposal for developing the strategic options available to ERS to modernize their benefits and pensions systems as well as constructing the Request for Proposal (RFP) to solicit proposals to procure the selected option. This summary describes our understanding of Employees Retirement System of Texas (ERS) needs and presents background information on our team, along with a summary of our qualifications, which demonstrate why the Grant Thornton team is the best choice to support this important strategic initiative.

Our Understanding of ERS Needs

Texas ERS is one of the largest employee retirement and benefits systems in the United States, responsible for administering retirement, deferred compensation and benefits programs for over 250,000 state employees and retirees. ERS is entrusted with an investment portfolio of more than $26 billion and is responsible for managing health and optional benefits programs for more than 500,000 state and higher education workers, retirees, and their families.

ERS' mission and philosophy clearly state the value ERS places on enhancing the lives of their members through competitive benefits and added compensation, which contributes to their financial security and well-being and that of their families. This important mission requires highly qualified staff providing valuable and reliable service while always operating in an ethical, cost-effective manner. It also requires modern information systems that have the right mix of features to meet the specialized needs of ERS.

State workers and their families value these services not only as an important part of their compensation package, but also for the security they provide to them and their families throughout their lives. ERS is squarely focused on supporting their members' retirement income security and sustaining competitive benefits programs. The information systems supporting these goals must be too.

In addition to the primary stakeholders (members and their families), ERS is responsible for providing timely and accurate information related to these systems to the Texas Legislature, the member groups and countless others, including ERS staff, so that everyone can make informed, data-driven decisions. These decisions require high quality data that is fit to purpose, timely and easy to understand. Much has changed in the world of reporting and analytics since ERS' systems were procured and we understand the importance of maintaining high quality data in the Pensions and Benefits Administration source systems that help make informed decisions.

Finally, the agency must continue to enhance their performance and accountability. This requires the agency to be nimble and adapt to changes as well as to seize opportunities to increase efficiency and effectiveness. At the same time, they must ensure their policies, processes and procedures are transparent to maintain the trust of their members and the public. This requires modern systems that allow the highly skilled ERS employees to make the best use of their time and which are able to adapt to change over time as these programs and products are required to evolve faster and more efficiently than ever before. It is also vital to have a good accounting of the risks and monetary liabilities associated with a modernization of these important systems, so that ERS and its members are covered contractually in the event such as a data breach or a contract failure occurring.

Our Vision for this Project

Given the importance of these systems to the employees of Texas and their families, as well as to the business of ERS and associated stakeholders, it is vital that that ERS determine the best option to modernize its Benefits and Pension Administration systems (BAS/PAS) and the optimal path for migration activities. To be successful, this strategic option choice must begin with the goals and objectives of the business.

Grant Thornton and Partners will focus holistically across ERS' organization when evaluating ERS' current ('as-is') hardware and software technologies and architecture delivering Benefits Administration, Pension and Annuity Payroll, starting with an assessment of the business' needs and challenges. These activities span all business areas at ERS, both benefits and retirement, as well as the technology infrastructure that exists at ERS. This technology infrastructure is currently made up of two aging operating systems, one for the pension administrative system and another for the benefit administration system. Determining the optimal method to modernize and migrate these operating systems into a new, integrated system that improves efficiency in operations and effectiveness in service delivery must be driven from the perspective of addressing the business' needs and challenges while enabling ERS' to deliver value to their members.

With this holistic approach we understand that even though the focus of this project is on modernizing two separate, aging information systems, the technological elements are only one of three parts of the overall 'system'. The other two parts, people and processes must also be considered when making this strategic choice. The GT Team starts by asking questions and observing activities of the people who use the systems to understand their likes and dislikes, their wishes and frustrations, and their ideas and worries. Next, we document and analyze the processes for interacting with the BAS/PAS systems. Finally, after we understand the needs and challenges of the people and processes of ERS do we begin to analyze the software system and technology infrastructure, so that we approach this important exercise holistically, with people and processes in mind. The strategic choices must include considerations for people and processes, as well as the various methods of modernizing the technology solutions and migrations options if they are to meet the business objectives of ERS.

We will work with ERS to develop "future state" options for Benefits Administration and Pension system that are consistent, efficient, and secure with integration and other strategic goals in mind. Unnecessary handoffs will be eliminated, automated solutions will be noted when such a solution can increase business efficiency, and weaknesses that were noted during the SWIFT analysis will be minimized or eliminated whenever possible, while maintaining ERS' strengths. This SWIFT approach we are utilizing is similar to the common SWOT exercise, but it can be more effective in both defining current state and desired future state.

To deliver this important work, we have brought together a stellar team of highly skilled industry experts to perform this important work efficiently, thoroughly and with an eye to enabling ERS to continue to achieve or exceed their business goal.

Grant Thornton

The GT Team starts with the Grant Thornton's National Public Sector practice where we have over 1,000 employees and a strong state and local practice. Grant Thornton has a long history helping government agencies with oversight of large, modern SaaS implementations, including CalSTRS systems, the second-largest pension fund in the United States. We belleve this experience is extremely helpful in future state envisioning and RFP development projects like this, where it is critical to always keep the implementation, support, maintenance, and oversight of these large procurements in mind. We are living through these implementations with our clients today and understand the value of a thorough selection

process followed by a meticulously developed RFP. Importantly, we also have a large actuarial practice well-versed in quantifying risks related to system procurements of this size and complexity.

Provaliant, the second member, has worked with more than 22 public pension organizations to conduct assessments, develop RFPs, and successfully led multi-year, multi-million-dollar projects to replace or enhance existing Pension Administration Systems. Including their individual consultants' experience prior to working for Provaliant, that number is increased to 38 different public pension organizations.

The third member of the GT Team, Civic Initiatives, has worked in both Texas and other state clients in support of effective procurement events for complex situations. The Civic Initiatives team members have all played direct roles in procurement and IT governance as former state of Texas employees, allowing for rapid and effective execution of procurement support responsibilities.

Together, the GT Team has over 100 years' experience partnering with state governments to provide stellar results to projects of this size and scope. We are also locally based, with all three partners having offices in Austin. We understand how important these systems are to the state workers, legislature and the public in Texas, not only because of our deep experience in this field of work, but also because we live here and know people directly affected by these systems.

The GT Team has the experience, processes and capabilities to perform a holistic assessment of the BAS/PAS systems and design the right mix of strategic options to modernize the systems, facilitate ERS' selection of the optimal choice, and develop the RFP to help ERS procure it right the first time.

Staff Capabilities

Grant Thornton is proposing a team (Figure 1) with broad experience and the skills necessary to address the complex requirements and objectives of this project. As mentioned above, Grant Thornton has a proven history of supplying public sector organizations with project management and oversight services for large business and technology-based projects. Grant Thornton is partnering with Provaliant, a leading provider of program/project management, oversight, procurement consulting, technical assessment, and quality assurance services focused exclusively on the public pension industry. Civic Initiatives brings specialized knowledge of the policies, processes and required procedures for the execution of procurement in the State of Texas, enabling ERS to feel confident that system procurements will occur seamlessly.

Organizational Chart

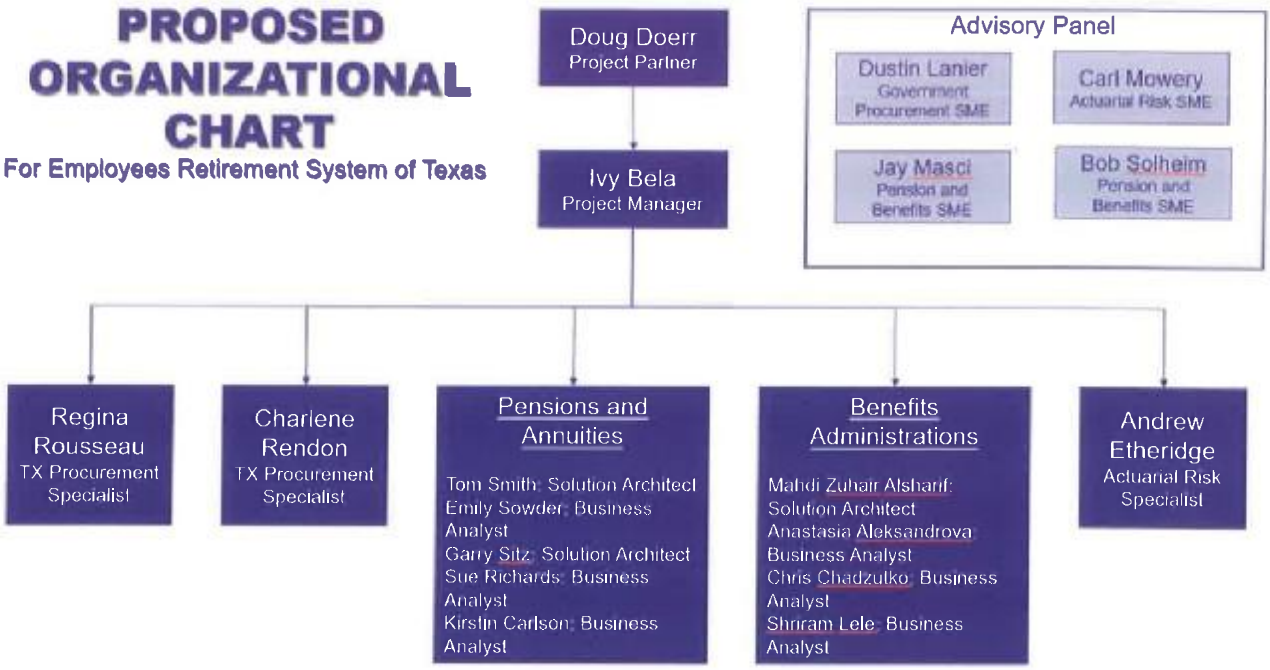


Figure 1: Proposed Organizational Chart

The members of the proposed GT Team all have experience in pension and benefits administration systems, but each consultant is specialized and has in-depth expertise in particular areas of these systems. That is the primary reasoning for proposing a team approach for ERS. We will bring the best experts from our team for each specific area of expertise so that ERS can have the benefit of our entire team's experience, not just the experience of a few people. For example, Sue Richards is an expert on Employer Reporting and would participate in those sessions that would benefit from her expertise.

The Grant Thornton collaborative team approach allows for the most efficient use of project resources. The Core Team will be engaged primarily in Project Management and Business Analysis throughout the project. This team will be focused on project scheduling, communications, resource allocation and requirements gathering and management. The Specialist Team will be engaged as necessary during various stages of the project and focused on tasks that are more specialized and require a particular set of skills and experience. This collaborative approach provides ERS with deep process, functional, and technical expertise in project management, systems assessment, option selection, pension and benefits administration systems, and procurement. Organizational charts of these teams can be found below.

Key Personnel

Advisory Team

Staff Member and Role	# of Years Experience	Project Management	Pension and Benefits	IT	Procurement	Change Management	Risk Assessment
Doug Doerr	30+	●	●		●		
Carl Mowery	40+	●	●	●			●
Jay Masci	30+	●	●	●	●		
Dustin Lanier	20+	●	●		●	●	
Bob Solheim	35+	●	●	●	●	●	

Figure 2: Advisory Team Experience

Doug Doerr – Project Partner

Why Selected for this Role?

- **Leads the central region of the State and Local Strategic Business Unit and is responsible for the Austin office and Texas Public Sector practice. Responsible for all Grant Thornton public sector engagements within the state of Texas.**
- **Experience leading engagements for multiple state and local entities within Texas, including projects with the Texas Lottery Commission, Texas Employment Commission, Texas Department of Transportation, and Texas Health and Human Services.**
- **Project Partner for engagement to implement new Unemployment Benefits System at the Texas Employment Commission.**

Relevant Experience

Mr. Doerr has 31 years of experience in public sector consulting experience in assisting clients through consolidations, shared service implementations and organizational strategies. Mr. Doerr has experience in organizational change relating to several large system implementation projects, including statewide eProcurement systems in North Carolina and Florida, unemployment benefits system in Texas and Illinois, and eligibility systems in Idaho and Texas. Specific areas of expertise include industry/portfolio

management, geographic management, business operations (e.g., marketing and communication), sales management/execution, offering and business creation, and large complex project delivery.

Jay Masci, CSM, PMP – Pension and Benefits SME

Why Selected for this Role?

- **Over 30 years of IT leadership experience and 23 years of experience in Public Pension System projects providing leadership and management direction through all lifecycle phases of pension administration systems, utilizing traditional, iterative and agile methodology projects.**
- **Worked on 12 different public pension/benefit systems.**
- **Led some of the largest pension and benefit system replacement projects in the United States.**

Relevant Experience

Mr. Masci is a PMP and CSM certified professional with over 30 years of large-scale system development projects and 20 years of program and project management experience. He is the President of Provaliant Retirement LLC, responsible for business development, strategic planning, and staffing. In addition to these activities, Mr. Masci has worked on several retirement system projects in Texas, Montana, Oregon, Idaho, Missouri, New York, Hawaii, Nevada, Mississippi and Massachusetts. He is currently the Program Manager for the Texas Teachers Retirement System legacy system conversion, managing a team of several project managers focused on implementing a new system to administer their pension program.

Bob Solheim, CSM, PMP – Pension and Benefits SME

Why Selected for this Role?

- **Over 20 years of experience providing leadership and management direction for statewide systems development projects.**
- **Experience in all phases of the retirement system lifecycle, including: Business Case Analysis, Project Oversight, RFP Development, Project Management, Change Management, Vendor Selection, and Quality Assurance.**

Relevant Experience

Mr. Solheim is a PMP and CSM with over 20 years of experience providing leadership and management direction for statewide systems development projects. He is the co-founder CEO of Provaliant and has worked on retirement system projects in Texas, Oregon, Arizona, California, and Hawaii. Mr. Solheim is currently performing the project management of the new Pension Administration System implementation for Teacher Retirement System of Texas, one of the largest pension systems in the United States, and is leading the Benefits project as well.

Dustin Lanier, CPPO – Government Procurement Subject Matter Expert

Why Selected for this Role?

- **Executive leadership in creating and managing statewide procurements from concept to contract, with an understanding of contracting challenges and strategies to ensure stakeholder involvement, successful completion of challenging procurements, and success for all parties.**
- **Direct leadership experience in large scale organizational change in public sector initiatives of national significance. Strong understanding of business process, financial analysis, strategic planning, communication strategies, risk management, and cultural issues.**
- **Expertise in understanding and applying the power of technology to help organizations design around constituent, with direct experience in the use of technology to innovate, aligning technology with business needs, integrating services, and achieving success in technology projects.**

Relevant Experience

Mr. Lanier has direct leadership experience managing agency and statewide procurements from concept to contract. Certified Texas Procurement Manager, with deep knowledge of all phases of the procurement cycle including planning and assessment, solicitation development, negotiations and contract and vendor management.

He has expertise in understanding and applying the power of technology to help organizations design around constituents. Direct experience in the use of technology to innovate, aligning technology with business needs, integrating services, and achieving success in technology projects

Carl Mowery – Human Capital Services Subject Matter Expert

Why Selected for this Role?

- **Over 35 years of experience in design, implementation, and analysis of health, welfare, fringe, qualified retirement, deferred benefit, 401(k), defined contribution, 403(b), and 457 benefit plans as well as governmental plans and church plans.**
- **Advanced experience and expertise in examination and analysis of employee benefit plan policies, procedures, and resulting documentation to ensure compliance with IRS, DOL, and ERSA regulations.**
- **Experience in performing diagnostic reviews of qualified retirement and health and welfare plans.**

Relevant Experience

Mr. Mowery is a managing director in the Human Capital Services Practice at Grant Thornton. He has over 35 years of experience in providing various compensation, benefits, and human resources advice and services to various organizations. He has substantial experience in qualified plans and health and welfare benefit plans for governmental entities. Prior to joining Grant Thornton in 2010, he was a Managing Director and co-leader of the Compensation and Benefits Practice (CAB) in an international business advisory and consulting firm. That firm had purchased the Compensation and Benefits Practice from a "Big Four" accounting firm, where Carl was a Director. Prior to joining the "Big Four" accounting firm's CAB practice, Carl served as a benefits counsel for a Fortune 250 company, general counsel to one of the 50 largest

benefit funds in the country (which was the largest governmental plan in Illinois), and general benefits counsel to one of the 90 largest benefit funds in the country.

Core Team

Figure 3: Proposed Core Team

The Core Team provides broad experience in Project Management and Business Analysis. Its focus is building project infrastructure and deliverables for the project. These include project plans, schedules, reports, resource allocation, assessment coordination, facilitating decision making and the construction of options for ERS consideration. This team is will be engaged throughout the entire project to ensure consistency and efficient project operations.

Ivy Bela – Project Manager

Why selected for this role?

- **Experience leading a number of implementations for both Medicaid MAGI and non-MAGI programs specifically for those populations with multi-agency eligibility systems and management information systems implications.**
- **Lead the financial feasibility assessment of replacing the Arizona integrated eligibility system (HEAplus), with a modern software package. The study both examined the potential total cost of ownership and the functional/technical software strengths and weaknesses**
- **Experience leading the development of RFPs including conducting as-is and future state modeling to develop the overall vision of the procurement and gathering and creating requirements and evaluation criteria for the Texas Health and Human services**
- **Human Resource Manager for an International Corporation responsible for assisting retirees and future retirees in choosing and understanding health plan and 401K programs.**

Relevant Experience

- **FMC Corporation**
  - Ms. Bela was responsible for the coordination of the FMC retiree insurance and 401K administration. She managed a team of human capital resources assisting retirees and future retirees maneuvering through and understanding of their retiree benefits, choices and processes.
- **Texas Health and Human Services**
  - Ms. Bela is leading the implementation of new programs, which includes the analysis of complex policy requirements; the translation of the policy into operational and systems components; the development of a project implementation strategy and structure which includes multiple agencies, state vendors, its subcontractors and key stakeholders; monitoring and approving all project activities and decisions among project sub teams such as IT, communications and operations; and certifying the readiness of all operations and systems through end-to-end systems testing and on-site operational reviews of training, staff and policies.
- **Rhode Island Medicaid**
  - Ms. Bela led the successful development and implementation of the Rhode Island State Based Exchange including full Magi eligibility and financial processing. She supported state project leaders during CMS reviews by responding to functional and capability clarifications and heading the final demonstration of the application.
- **Oregon**
  - For the state of Oregon, led the state exchange and Medicaid eligibility business and systems as-is and future state functionality and capability development and provided recommendations to close the gaps.

Education and Certifications

BA, St. Mary's University

Tom Smith, PMP, CSM – Solution Architect

Why Selected for this Role?

- **More than 14 years of experience in Public Pension System projects providing leadership through all lifecycle phases of pension administration systems.**
- **Over 20 years of visionary leadership experience focused on organizational capabilities and overall operational efficiencies.**
- **Experience with systems architecture and assessments, data management, business case analysis, quality assurance, vendor selection, and RFP development.**

Relevant Experience

- **Teachers' Retirement System of Illinois / 2012 - 2018 / Chief Technology Officer (CTO)**

- Mr. Smith led the Teachers' Retirement System of Illinois Information Technology department, a staff of 50 with $MM operational budgets. As part the duties as Chief Technology Officer, Mr. Smith communicated with executive peers and Board of Directors and collaborated with peers to ensure I.T. initiatives align with business requirements. He developed a multi-year technology strategic plan including a strategic initiative to upgrade system wide technology architecture and associated business processes. He provided oversight for the strategic technology initiative, sponsored the cross-functional analysis of current capabilities vs available technology, and presented options, recommendations, cost estimates, and implementation plans. Mr. Smith utilized and developed multiple RFPs and led the organization wide transition from waterfall-based software development methodology to the Agile/Scrum framework.

- **Missouri Public School and Education Employees Retirement System / 2003 - 2011 / Chief Technology Officer**
  - Mr. Smith was the Chief Technology Officer for the Missouri Public School and Education Employees Retirement System. He provided key technical direction to the entire organization, matching business requirements with technology capabilities. As part of his role, Mr. Smith initiated and provided oversight on an organization-wide multi-year, multimillion-dollar pension administration system replacement project from an AS400 based pension administration system to a third-party solution provided by Sagitec. He led the Information Technology department and overall organization through a technology related upgrade for their existing pension administration system (PAS) systems and computing hardware infrastructure. Mr. Smith evaluated and approved Change Orders, conducted risk identification and mitigation planning, provided guidance on deliverables, and helped determine development and overall delivery schedule. He also provided technical oversight to the broader Executive Steering Committee and Board of Directors. Mr. Smith led the effort to implement a comprehensive Business Continuity and Disaster Recovery plan covering all aspects of business and technology needs, as well as created a team focused on security to evaluate and increase effectiveness of the overall security posture. He initiated and sponsored a project converting seven million paper records to electronic format, oversaw efforts to virtualize servers and desktops, and directed a computer room upgrade.

Education and Certifications

Master of Business Administration, University of Kansas
Bachelor of Business Administration, Baker University
Project Management Professional (PMP)
Certified Scrum Master (CSM)

Mahdi Zuhair Alsharif, CSM, PMP – Solution Architect

Why Selected for this Role?

- **Over 21 years of systems experience, with 5 years' experience working on Benefit Administrative systems.**
- **Hands-on experience in government and public sector projects; Software Development Life Cycle (SDLC) utilizing Waterfall, Agile and hybrid methodologies; and iterative software development methods such as Agile with extensive experience using Application Lifecycle Management (ALM) and JIRA.**
- **Extensive experience of project management skills, using the PMBOK® Guide and Business Analysis Body of Knowledge (BABOK®).**

Relevant Experience

- **Blue Cross & Blue Shield Association (Federal Employees Program) / 2018 - present / Product Owner – Sr. Business Analyst**

  - Mr. Alsharif worked closely with the Adoption and Impact Measurement (AIM) team on activities, initiatives, and projects related to the Digital eXperience (DX) Program. He coordinates and manages the DX program utilizing Agile-Scrum project management methodology. In this project, he provides reporting and insights to DX product managers to inform roadmap and product enhancement decisions, and identifies and categorizes business and technical risks as well as macro Key Performance Indicators to FEP leadership and governance. He utilizes MS Visio to represent workflows, process flows, and as-is and to-be processes. He defines the Business and Technology Roadmap for Adoption and Impact Measurement, which also includes data collection and reporting assets such as Google Analytics and Tableau. Other activities include building data visualization dashboards; developing test cases, designing test plans, and leading User Acceptance Testing to guide and support the Quality Assurance team; creating a Requirements Traceability Matrlx to ensure the successful delivery of features; and analyzing existing SQL based applications and supporting the data migration to the new system.

- **State of Tennessee- TennCare / 2016 - 2018 / Lead Business Analyst**

  - Mr. Alsharif worked on multiple concurrent technical projects with cross-functional teams in order to deliver optimal technical solutions that meet business needs. He interviewed clients and application owners from different business lines to gather information, defined system scope and objectives, defined and documented business and technical requirements, and developed specifications. He also led workshops with clients to identify business problems and defined the product vision. Mr. Alsharif developed business cases, test cases, test plans, and acceptance criteria, and assisted in the development of quality assurance activities. He worked closely with other teams to build new functionalities within applications, migrate the version control system, and work on legacy hardware migration projects.

- **Port Authority of NY and NJ (PANYNJ) / 2015 – 2016 / Sr. Business Analyst**

  - Mr. Alsharif was the Management Consultant/Project Manager to design, implement and support the legal platform for the General Counsel Office of Legal Affairs in Port Authority of NY and NJ (PANYNJ). During this project, he performed an assessment of their current system, performed market research and reviewed commercial-off-the-shelf enterprise legal solutions on the market with customizations, and provided a recommendation on the new solution. He also assessed external systems used by the users (Outlook) and built integration plans to enhance functlonality and integrate with legacy city and state systems and databases. Mr. Alsharif developed and managed KPIs throughout the engagement.

Education and Certifications

University of the Cumberlands, 2019, PhD, Information Technology.

University of New Haven, 2015, Master of Science, Industrial Engineering /Engineering and Operations Management.

University of Jordan, 2006, Bachelor of Science, Mathematics/Financial Math & StatisticsCertified Scrum Master (CSM)

Certified as a Project Management Professional (PMP)

Lean Six Sigma & Quality Planning Certificate

Emily Sowder – Business Analyst

Why Selected for this Role?

- **Extensive knowledge of database systems, data governance strategies, software implementations, business intelligence tools, information technology, operational processes.**
- **5 years of experience as a data scientist experience helping complex organizations isolate key business drivers in an ocean of information in order to increase the speed, confidence, and reliability of decision making.**

Relevant Experience

- **State & Local – Decision Analytics Data Architect / 2018 - present / Senior Associate**
  - Mrs. Sowder delivers descriptive, predictive and prescriptive analytics solutions for public sector customers across the country using a combination of open source tools, and commercialized software tools. In addition, Mrs. Sowder has advised clients on enterprise system strategy, data governance, and the implementation of new technology systems. During her work with Texas Department of Transportation, she participated in a study on the ten-year enterprise information management (EIM) strategic plan for all statewide systems and processes, including programs that address data governance, system architecture, employee training, and effective communication. With Utah Department of Transportation, she implemented and developed performance metrics and provided alternatives for capturing and evaluating the agency's goals as well as strategically implementing a data-driven culture. Mrs. Sowder has been instrumental in constructing the data governance program an ensuring compliance to the strategy. Finally, with Hawaii Department of Transportation, she provided support in the automation of data transformation processes, and instrumental in providing business intelligence solutions to the agency.
- **Culver Educational Foundation / 2017- 2018 / System Integration Analyst**
  - Mrs. Sowder leveraged Culver's operational and student-contact databases to generate analytical insights to improve decision making and actions in Admissions, Student Services, and Development. She was tasked with a major systems integration to consolidate widely disparate and uncoordinated data sets, and planned and oversaw the implementation of the $761,100 Student Information System (SIS) database with a successful deployment including positive feedback, increasing productivity and increased user experience. One out of three project implementation leads charged with carefully auditing the needs of often adversarial departments and incorporating their data structure in the final solution. Ms. Sowder trained over 40 users in the new SIS database and documented 23 new procedures to allow departments the feasibility to meet their goals. She developed and implemented data governance strategies upon successful implementation. Mrs. Sowder effectively restructured data with SQL scripts to gather insights on Culver's current and past student body more efficiently and effectively, and identified three 'feeder' schools with the use of statistical analysis, which had previously been overlooked, to boost Culver's awareness in admission opportunities.
- **Cargill, Inc. / 2015 - 2017/ Food & Regulatory Chemist**
  - Mrs. Sowder evaluated testing methods via statistical analysis to eliminate waste by 18% during the determination of process change-over. Previous determination of change-over required product flush of two hours, a Cargill wide standardization. This standard was not site specific and determined the Hammond facility could utilize more product as final product rather than re-work or waste product, which is sold at significantly lower prices. NIR analysis and sampling methods were utilized. Mrs. Sowder developed inventory systems for the laboratory, which was implemented across the Business Unit. Mrs. Sowder was instrumental

in creating the data governance of the inventory system and the overall strategy of implementation and execution.

Education and Certifications

M.S.B.A., Business Analytics, The University of Notre Dame, 2019
B.S., Chemistry, Saint Mary's College, 2014
AWS Cloud Practitioner

Chris Chadzutko – Business Analyst

Why Selected for this Role?

- **Lawyer who has engaged in pension and benefits analysis for clients in both the public and private sector.**
- **Applied experience in RFP development and process assessments.**
- **Worked on 3 different public/private pension/benefit systems.**

Relevant Experience

- **Commonwealth of Massachusetts Department of Higher Education – Optional Retirement Program Best Practice Audit**
  - Mr. Chadzutko was part of the Department of Higher Education team providing analysis into the Commonwealth's Optional Retirement Program and State Employees' Retirement System. The project covered a review of the functional areas of enrollments, contributions, distributions, and retiree benefits. Additionally, Mr. Chadzutko developed a custom survey to gather information from thirty-four campuses, analyzed relevant collective bargaining agreements, and provided best practice insights for the administration of the Department of Higher Education's retirement programs.
- **St. Mary's Healthcare System – 403(b) Plan Diagnostic Review**
  - Mr. Chadzutko was part of the St. Mary's Healthcare System team responsible for assessing the System's 403(b) plan including identifying operational errors, risk areas, and aligning the plan with best practices. Mr. Chadzutko was also responsible for reviewing the System's multiple collective bargaining agreements and their requirements in regards to the plan.
- **Reliant Funding – Retirement Plan Diagnostic Review**
  - Mr. Chadzutko was part of the Reliant Funding team conducting a diagnostic review of the company's retirement plan including identifying operational errors, risk areas, and aligning the plan with best practices.

Education and Certifications

Bachelor of Arts, State University of New York College at Geneseo, Geneseo, New York
Juris Doctorate, New England School of Law, Boston, Massachusetts
Commonwealth of Massachusetts Bar, 2011 (active)
New York State Bar, 2012 (active)

Anastasia Aleksandrova – Business Analyst

Why Selected for this Role?

- **Actuarial consultant offering thirteen years of experience analyzing and valuing pension and OPEB liabilities, pension administration, and assisting clients with financial decisions.**
- **Offers support for company and plan financial statement audits for over 200 clients.**
- **Manages all phases of pension actuarial valuations and special projects for public and private sector clients, including data and model preparation, production/validation of results, valuation and disclosure reports, and cost estimate analyses.**

Relevant Experience

- **Plan and Plan Sponsor Audit Support for 200+ clients**
  - Ms. Aleksandrova assists Grant Thornton audit teams with reviews of the work products of other actuaries for the purpose of both pension plan and plan sponsor financial disclosures for their qualified plans and various non-qualified plans (pension, retiree medical); such reviews include examination of the reasonability of actuarial assumptions and methods given the benefit provisions and covered membership in the plans and check of liability reconciliations and overall reported results.
- **New York City Office of the Actuary (NYCOA)**
  - Ms. Aleksandrova managed the junior-level staff of the actuarial team providing assistance to NYCOA with the annual pension and retiree medical valuations and projections as well as special consulting assignments for their 5 retirement systems.
- **Archdiocese of Hartford**
  - Ms. Aleksandrova was part of a team that assisted the Archdiocese in transitioning away from their defined benefit plan by introducing other retirement plan alternatives. Ms. Aleksandrova created a customizable model to calculate annual costs of a new defined contribution plan under various contribution scenarios.

Education and Certifications

Bachelors of Science in Actuarial Science, Macaulay Honors College at Baruch College, June 2007

Actively pursuing the professional credential of Associate of the Society of Actuaries

Specialist Team

Figure 4: Proposed Specialist Team

During the project, certain tasks will require laser focus and expert problem-solving skills. For these tasks the Specialist Team is engaged. This team is staffed with resources that have Project Management skills and experience, but also are highly skilled in process evaluation and technical assessment. This team uses these skills for process review, requirements gathering, hardware/software analysis, data analysis, quality assurance management, PAS/BAS operations, solution implementation and problem resolution. The Specialist Team resources are engaged as required during the project. This approach provides the best efficiency by only using resources when needed.

Garry Sitz – Solution Architect

Why Selected for this Role?

- **Over 43 years of IT leadership experience, mainly with the state of Texas, focused on of progressive management success in the areas of IT solutions architecture, software development, data center operations, and business process analysis.**
- **More than 10 years of experience in Public Pension System projects providing leadership and management direction through all lifecycle phases of pension administration systems.**
- **Experience with systems architecture and assessments, data management, business case analysis, vendor selection, and RFP development.**

Relevant Experience

- **Provaliant – Nevada Public Employees Retirement System (NVPERS) / 2018 - present / Subject Matter Expert**
  - Mr. Sitz assisted in the development of an RFP for the replacement of NVPERS current legacy system. As part of the RFP development process Mr. Sitz's duties included gathering technical and quality testing requirements and discussing the pros and cons of different options when looking at a new system.
- **Teacher Retirement System of Texas / 2010 - 2017 / Director of Information Systems Architecture / Director of Quality Assurance**
  - In his role as Director of Information Systems Architecture, Mr. Sitz established a technical architecture to modernize mission critical applications. Through assessments of existing applications, he established the "As Is" and "To Be" architectures, including hardware and software infrastructure. Using these as a foundation, Mr. Sitz created a SOA (Service Oriented Architecture) based architecture for the Pension Administration and Financial systems at TRS. He collaborated with technology vendors, DXC (formerly HPE) for the pension line of business, to incorporate this architecture into the solution design. He also served as the lead on the Enterprise Program Solutions Architecture team, where he began the design of Enterprise Architecture operations at TRS. In his role as Director of Quality Assurance Testing and Data Management, Mr. Sitz established a formal Quality Assurance Testing team as part of the replacement for their Pension Administration System (PAS). He also provided oversight and review of the Testing Plan for the replacement of their PAS, established Quality Gates for the acceptance of the new PAS, and developed a Data Management Migration and Cleansing RFP.
- **University of Texas at Austin / 2006 - 2010 / Director of University Data Centers**
  - Mr. Sitz managed the planning and construction of a new $33 million-dollar data center. He directed all aspects of daily operations of two centralized data centers including network planning and operations. In addition, he managed the campus-wide desktop and printer repair shop; developed the initial requirements and served as the primary campus contact for the design and construction of a Tier III, 10,000 square foot data center; and researched and recommended a completely redundant, high bandwidth network architecture. Mr. Sitz developed and recommended an infrastructure architecture to allow the new data center to be integrated into the campus facilities management system.

Education and Certifications

Bachelor of Science, Computer Information Systems, University of Texas, Austin, Texas

ITIL V3 Foundations Certified

COGNOS Business Intelligence

Certified as a Project Management Professional (PMP)

Sue Richards, PMP, CSM – Sr. Project Manager

Why Selected for this Role?

- **Over 35 years of IT leadership and 13 years of experience with pension systems.**
- **Over 20 years as a project manager with expensive experience in project planning and scope control, issue resolution, risk identification and mitigation, and multi-level project communication, as well as experience in requirements analysis, RFP development, technical writing, and training.**
- **Key contributor to the Request for Offer/Proposal and the Vendor Selection methodology for Provaliant's Total Project Management (TPM™) methodology that is used by current clients.**

Relevant Experience

- **Provaliant – Teacher Retirement System of Texas / 2012 - present / Senior Project Manager**
  - Ms. Richards is currently managing the Business Procedures & Training project which is part of a phased program that will implement a new, integrated Pension Administration System (PAS) for TRS of Texas. Her responsibilities include planning and coordinating training in over 50 classes for 350+ employees. During the first phase of the PAS implementation, she also managed the Reporting Entity Outreach project, which informed and provided training on the new payroll data reporting portal to 1,300+ reporting entities. In addition, she managed training of 250 employees on a new automated call management system and training of over 160 employees on the PeopleSoft Financials project called Texas Central Accounting Payroll and Personnel System.
- **Provaliant – Montana Public Employee Retirement Administration / 2011 / Project Manager**
  - Ms. Richards was part of a Provaliant Retirement team developing the RFP for a system replacement project in conjunction with the Montana Public Employees Retirement Administration staff. Her activities included leading and managing the business requirement gathering, analyzing and documenting user requirements.
- **Provaliant – Public Employee Retirement System of Idaho / 2009 - 2010 / Project Manager**
  - Ms. Richards was part of a Provaliant Retirement team developing the RFP for a system replacement project in conjunction with staff at the Public Employee Retirement System of Idaho. She helped manage the RFP development project by translating business needs, defining and documenting project scope, and gathering, analyzing and documenting user requirements. She also led requirements sessions and helped to refine the methodology templates being utilized.
- **Oregon Public Employees Retirement System / 2005 – 2007 / Project Manager**
  - Ms. Richards managed the Process Modeling, Imaging and Workflow project, which was part of a long-term software conversion program and included conversion from the Global 360/FYI Workflow product to FileNet's P8 Platform. Her duties and responsibilities included leading the Business System Analysis Team through development of business process models, gathering and analyzing workflow requirements, and developing workflows that were integrated with the Agency's enterprise software system. Additionally, Ms. Richards guided the team toward establishing a Document Management methodology, while building a set of tools and best practices for future stages of the program. Ms. Richards' cross-organizational communication, scope management, and issue resolution skills contributed to the project's success. In addition to her project management responsibilities, Ms. Richards mentored other Project Leads within the PMO and assisted in the development of tools to facilitate PMO activities.

Education and Certifications

Associate of Science, Sociology, Los Angeles Pierce College, Woodland Hills, California

Advanced Project Management (Certification), Stanford University, Stanford, California

Professional Designations in Systems Management and Systems Analysis/Design, University of California, Los Angeles, Los Angeles, California

Certified as a Project Management Professional (PMP)

Certified ScrumMaster (CSM®)

Shriram Lele, CSM, PMP, ITIL – Business Analyst

Why Selected for this Role?

- **Business analysis skills include assessments, gap analysis, process mapping (As-Is and To-Be), business process re-engineering, user stories, sprint backlog, data mapping, requirements gathering techniques, and use cases.**
- **Subject matter expertise in health care, public sector, benefits administration, and HIPAA and SOX Compliance.**

Relevant Experience

- **Provaliant – National Western Life Insurance / 2019 – present / Project Manager**
  - Mr. Lele manages multiple mid-sized projects at National Western Life Insurance. He is responsible for project status reporting to IT PMO and the project steering committee and project planning, sprint planning, tracking, backlog monitoring and progress reporting to stakeholders. He documents stories, process flows, BRDs, project charters, project plans, and UAT plans and performs business impact analysis and gap analysis of new and enhanced life insurance and annuity products. Mr. Lele leads backlog grooming sessions, change requests management, requirements clarification and user stories breakdown.
- **Provaliant – Texas Department of Transportation / 2018 / Lead Business Analyst**
  - Mr. Lele led a team of 6 analysts for the TxDOTCONNECT project. During his time, he documented user stories and business requirement artifacts including process and data flows, UI wireframes, workflow models, user roles and responsibilities assignment metrics. Mr. Lele participated in program increment (PI) planning, sprint planning, backlog grooming, scrum of scrums, coordination with the multiple scrum teams for optimal user story coverage. He also managed global user stories backlog and prioritization through multiple program releases.
- **Provaliant – New York Life Insurance / 2008 – 2011, 2013 – 2018 / Lead Business Analyst**
  - Mr. Lele worked on multiple enhancement projects including Claims Administration System, business process transformation and multiple enhancement projects, including Correspondence automation, Explanation of Benefits, Work Flow automation, and document management. He participated in requirements gathering workshops, JAD sessions, business analysis and documentation. Mr. Lele was responsible for quality analysis, test plans, test cases and test scenarios documentation, and User Acceptance Testing. He participated in the Market Conduct Annual Survey (MCAS) Automation, where he was the lead Project Manager and Solutions Architect for MCAS Automation initiative. His role included data mapping for claims extract, policy extract, aggregate counting, verification and quality assurance. Lastly, he worked on the claims application compliance audit remediation project which included application vulnerability assessment and testing, firewall testing, and network environment security assessment.

Education and Certifications

Master's in computer applications (MCA), Shivaji University, India, 1992

Bachelor of Sciences – (Major: Physics), Shivaji University, India, 1989

Certified Scrum Master (CSM)

Certified as a Project Management Professional (PMP)

ITIL V3 Foundation

LOMA Certified (Life Office Management Association) Level I & II

Microsoft SQL Server (MCSE) – Training & Certification in progress

Andrew Etheridge, FSA, FCA, MAAA, EA – Actuarial Risk Specialist

Why Selected for this Role?

- **Over 13 years of experience as a Consulting Retirement Actuary with broad private sector and public sector retirement program experience.**
- **Experience as lead actuary for large actuarial engagements.**

Relevant Experience

- **Grant Thornton / 2018 – present**
  - Since joining Grant Thornton, Mr. Etheridge has supported the Firms audit practice by reviewing both private and public sector actuarial valuations as well as accuracy of retirement benefit calculations. In addition, Mr. Etheridge is the lead actuary for over 50 actuarial clients most of which are in the public section. Services for these clients include actuarial valuations, actuarial projections, benefit calculations and assistance with plan compliance activities.
- **Willis Towers Watson / 2007 – 2017 / Consulting Actuary**
  - Mr. Etheridge, prior to joining Grant Thornton, served as a Consulting Actuary. He was responsible for performing all related tasks involved in pension and retiree healthcare valuations, retiree medical plan design and cost analyses, minimum funding requirements, gain/loss analysis, Form 5500 filings, PBGC premiums and financial statement footnote disclosures according to relevant accounting standards. He also has experience with projections of liabilities, assets and funding requirements, periodic experience studies to review actuarial assumptions and measuring the impact of changes in plan provisions, and actuarial methods.

Education and Certifications

Actuarial Science (with honors), Bradley University
Fellow of the Society of Actuaries
Fellow of the Conference of Consulting Actuaries
Member of the American Academy of Actuaries
Enrolled Actuary

Regina Rousseau, PMP – Texas Procurement Specialist

Why Selected for this Role?

- **Expansive professional experience managing projects within government agencies to drive statewide technology planning and policy.**
- **Former Assistant Director of Technology Planning and policy at the Texas Department of Information Resources (DIR).**
- **Experience includes leading contract management, strategic planning, performance measurement, quality assurance, and project management functions in the public sector.**

Relevant Experience

- **Texas Department of Information Resources / Assistant Director of Technology Planning and Policy**
  - Mrs. Rousseau led project teams in the development and delivery of strategic plans and reports with the goal of increasing readership, improving collaboration opportunities across agencies,

delivering resource and planning support, and highlighting agency progress on the state's technology priorities. Rousseau led the migration of report publishing from print media to online format and managed a broad range of policy and administrative rule development and implementation, including use of state websites, government transparency and open data, social media, and Internet domain name management. She also managed the effort to design and deliver a gated review process and comprehensive IT project delivery framework within the state.

- **Civic Initiatives / Senior Consultant**
  - Mrs. Rousseau supports client engagements that range from assessing opportunities to strengthen IT planning and governance to designing and implementing the tools and processes that drive service delivery improvements. Rousseau has developed training content, publications, user manuals and other guidance around IT project planning, business case development, specification and scope of work development, and procurement.

Education and Certifications

Anthropology, Kansas State University, Manhattan, KS

Certified as a Project Management Professional (PMP)

Charlene Rendon, CPPO, CEPP, CTPM, CTCM – Texas Procurement Specialist

Why Selected for this Role?

- **Certified Texas Procurement Manager with advanced understanding of all phases of the procurement cycle, including solicitation development through contract administration.**
- **Extensive experience managing agency and statewide procurements from concept to contract in an eProcurement environment.**
- **Extensive experience with and in-depth knowledge of strategic sourcing principles, including the use of process evaluation, data analytics and implementation of innovative solutions to create value within the procurement process.**

Relevant Experience

- **Civic Initiatives / 2017 - present / Procurement Consultant**
  - Ms. Rendon is a Procurement Consultant at Civic Initiatives. In this role, she facilitates the development, implementation and management of statewide eProcurement systems and assesses contracts and procurement operations to develop plans for successful eProcurement deployment. She serves as a strategic sourcing subject matter experts and leads highly complex procurement-related projects. In addition to the above, she develops and delivers training to procurement officers on eProcurement concepts and provides guidance on effective management and prioritization of project resources.
- **Office of the Comptroller (Austin, Texas) / 2015 - 2016 / Manager of Strategic Initiatives and Systems Support**
  - Ms. Rendon led highly complex strategic initiatives for the statewide procurement division at the Office of the Comptroller. She provided guidance to staff and the community regarding contract management/administration, policies and procedures and oversaw the requirements gathering, design and implementation of purchasing functions for the eProcurement system. Her other responsibilities included editing and reviewing contracts, communication and project plans for accuracy, compliance with all applicable agency and statutory policies and regulation; managing the statewide technical e-procurement support teams and the state of

Texas' Vendor Performance Tracking System; overseeing solicitation development, contract implementation and negotiation of terms and pricing on major state contracts; and conducting needs analyses and risk assessments to understand the interrelation and interdependency of statewide procurement and contracting practices to determine requirements for major contract solicitations. Ms. Rendon designed, implemented, and maintained systems for tracking programs goals, policies, processes, procedures and performance measures, as well as proactively identified risks. She served as division legislative liaison, which entailed reviewing proposed legislation and writing impact analyses and draft legislation. She also participated in National Association of State Procurement Officials (NASPO) events and served on committees as a key representative of the State of Texas.

- **Office of the Comptroller (Austin, Texas) / 2012 - 2015 / Contract Administration Manager**
  - In her role as Contract Administration Manger, Ms. Rendon planned, performed, and managed highly complex strategic sourcing projects. She led RFP development, contract implementation and negotiation of terms and pricing on major state contracts and oversaw the operations of monitoring contract performance. In addition, she created and reviewed official correspondence on behalf of the agency and the Council on Competitive Government and served as division legislative liaison, reviewing proposed legislation and writing impact analyses. In order to gain national perspective on public purchasing, she participated in NASPO events and committees, as well as served as marketing liaison for all strategically sourced contracts and those managed by the Council on Competitive Government. Ms. Rendon's other responsibilities included developing and delivering training to state procurement officers and contractors on procurement systems and CPA policies; planning and conducting needs analyses, interviews, risk assessments, presentations and meetings; and evaluating risk, assessing savings opportunities, and preparing market forecasts, scenarios and other reports concerning the supply market to make recommendations.

Education and Certifications

Master of Public Administration, The University of Texas at Arlington, December 2009

Bachelor of Arts in Government (with Honors), The University of Texas at Austin, May 2005

Certified E-procurement Professional (CEPP), March 2018

Certified Public Procurement Officer (CPPO), May 2017

Certified Texas Contract Manager (CTCM), September 2014

Certified Texas Procurement Manager (CTPM), September 2014

Kirstin Carlson, PMP – Business Analyst

Why Selected for this Role?

- **Over 25 years of pension and benefit system experience; the last 12 in project management on large-scale projects in the information systems field, and 19 years as a Business Analyst at the Oregon Public Employees Retirement System.**
- **Applied experience in RFP development, requirements gathering, testing, and process assessments.**
- **Worked on 5 different public pension/benefit systems.**

Relevant Experience

- **Provaliant – Illinois Municipal Retirement Fund / 2014 - present / Project Manager - Analyst**
  - Ms. Carlson is part of the Provaliant Retirement team providing oversight for the pension administration system replacement program. She conducted requirements gathering

sessions and assisted the IMRF team to complete a holistic review of their current and future needs. She was part of the team that assisted IMRF with their RFP and vendor procurement process, and assisted IMRF with their review and business process re-engineering. Ms. Carlson was instrumental in working with IMRF while conducting an initial assessment of their internal controls using the COSO framework of internal control and will assist IMRF to ensure that the COSO principles are present in the new pension administration system. Current duties include requirement documentation standards and assisting IMRF with implementing industry best practices in their system implementation.

- **Provaliant – Montana Public Employees Retirement Association / 2012 - 2014 / Project Manager**
  - Ms. Carlson provided oversight for the pension administration system replacement program. She assisted MPERA with requirement documentation standards, business process best practices, and was the back-up for the MPERA Project Manager. She also provided best practices for data cleansing and migration, as well as facilitated the Executive Steering Committee meetings and produced weekly status report.
- **Provaliant – Teacher Retirement System of Texas / 2011 - 2012 / Project Manager**
  - Ms. Carlson was part of a Provaliant Retirement team developing the RFP for a system replacement project in conjunction with TRS staff. Her activities included facilitating requirements sessions; translating business needs; defining and documenting project scope; and gathering, analyzing, and documenting user requirements. TRS also leveraged her public pension knowledge to develop the project charter and templates for the Business Rules project that is part of TRS's pension administration system replacement program.
- **Oregon Public Employees Retirement System / 1992 - 2011 / Business Process Owner**
  - Ms. Carlson represented the employer reporting, customer service and the membership and enrollment division as the Business Process Owner (BPO). The Business Process Owner from a high level was responsible for ensuring that an entire business process was completely implemented. This was a combination business analyst and project leader, the responsibilities focused on successful implementation of the process in the business, not just in technology. The BPO oversaw and coordinated with the department managers, other divisional BPOs and the PMO to ensure successful implementation of the process. Ms. Carlson held several other positions while working for OPERS, including researching and responding to member appeals, testifying at hearings and working with the OPERS legal department regarding interpreting laws, rules and regulations.

Education and Certifications

Bachelor of Science, Western Oregon State University, Monmouth, Oregon

Certified as a Project Management Professional (PMP) and good standing since 2003

Service Capabilities

Project Management Plan

The Grant Thornton project management plan is divided into three phases which align with the ERS SOW: Phase 1: Define Options, Phase 2: Option Choice and Phase 3: RFP. A proven 6 step approach will be used to provide effective management and completion of work across all three phases.

Below is the overview of our 6-Step assessment approach. Steps 1-4a align with Phase 1, Step 5 and 5a aligns with Phase 2 and Step 6 with Phase 3.

Figure 5: Project Approach

The overall process of defining alternative system options available for ERS to consider, analysis of those options and the development of an RFP begins with a clear understand of ERS' needs and challenges with the current BAS/PAS system. This is accomplished by the GT Team guiding the ERS Project Team and participants through the TPM™ needs assessment process. While the high-level goals of a system replacement seem clear, obtaining all the objectives that makes this endeavor successful are less so.

The strength of our methodology is that we see it as our job to make sure we have collected these objectives from all stakeholders, such as the pension organization director, department managers, and the board. Based on the information that is gathered, we can then recommend a solution that best meets the objectives of the pension and benefits organization while minimizing the risks inherent with any system implementation regardless of the size or complexity.

After developing a clear understanding of ERS' business needs, the team sees everything else in the Assessment, Choice Selection and RFP Development through this lens. This way, we never lose sight of

why a system procurement is needed in the first place. In our extensive experience in the field, we have found this leads to smoother procurements, happier users, and satisfied stakeholders.

The following process outlines our approach to understanding ERS needs and delivering the scope outlined in this SOW to achieve ERS' vision for a new BAS/PAS system.

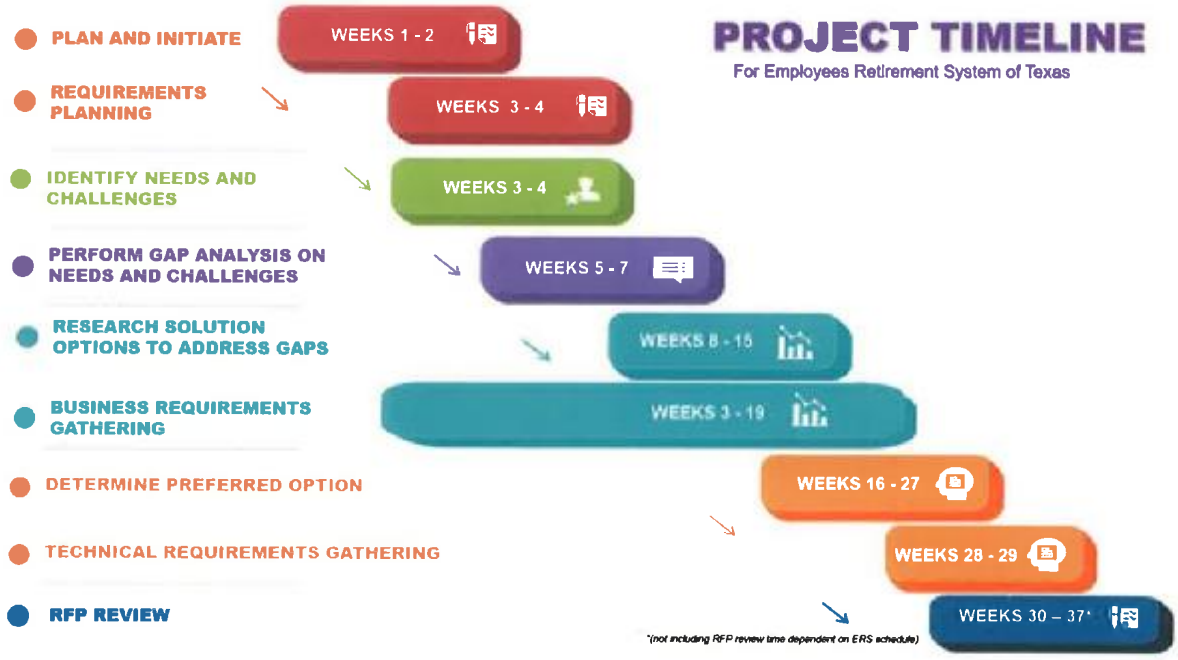


Figure 5: Project Timeline

ERS will see similar approaches and processes from our competitors. The GT Difference is that we are always adapting for the size, complexity and the solution needs for our clients. It is easier to tell the client how to do the work, but our experience has shown that taking the time to adjust to the client's needs results in a better quality work product and a smoother procurement.

Our current approach, hours, schedule and associated proposal costs are based on what we know from the SOW, our research and experience on similar projects. However, we would like to have the opportunity to adjust our approach and level of effort once we have assessed ERS business needs, timeline and budget.

This is one of the main purposes of our very first step, Step 1 - Plan and Initiate.

Step 1 - Plan and Initiate

In this step, the GT Team will familiarize themselves with ERS to validate initial assumptions. We will discuss and validate the overall strategy, methodology, deliverables, and approach of the project with the ERS Project Sponsor. We will also establish the communication plan and reporting structure for the project as well as coordinate logistics such as office space, physical and information security access and the scheduling of initial meetings. This step is the beginning of Phase 1 of the SOW Scope.

Summary of Activities

- Review project plan, weekly progress reports, and project risk tracking artifacts.
- Request documentation that will help the GT Team with the process gathering strategic interviews.
- Hold a kickoff session with ERS where upcoming strategic interviews will be explained, including the purpose of the meetings and expected outcomes. An overview of the methodology and templates will also be provided.
- Arrange interviews with functional area representatives and the technical user involved in supporting the current solution.

Duration

- 2 weeks

Explanation of Activities

During the first week of the project, the GT Team Project Manager (PM) will meet with the ERS PM to review the project goals and discuss overall strategy and methodology for ensuring project success. We will work with the ERS PM to establish the cadence for delivering the weekly status reports and to gather the names and availability of key ERS project team members for the initial kickoff meeting, based on ERS' determination. This first week will also be spent introducing the GT Team to the ERS PM and establishing a working relationship between the two groups.

We recommend holding the Project Kickoff during Step 1, so we can meet the project team and understand their goals and objectives from this project, but we understand that the time and place for this meeting will be determined by ERS. We will also spend time during this first step to set up a document repository to store all working documents and deliverables and initiate the Online Assessment Tool described below in the Functional Expertise section. We will provide the ERS PM and other selected staff access to the tool during this time and will hold a short training session on how to use it.

1. **Project Work Plan Review**

The GT Team Project Manager will review with the ERS PM the key dates and milestones in the work plan and how the team will be organized to deliver on each of the three phases proscribed in this SOW.

	Task Name	Duration	Start	Finish
1	TEXAS ERS - PROJECT APPROACH SCHEDULE	228 days	Mon 12/2/19	Fri 11/27/20
2	PHASE 1	95 days	Mon 12/2/19	Tue 5/26/20
3	STEP 1 - Plan and Initiate	10 days	Mon 12/2/19	Fri 1/10/20
4	STEP 1A - Requirement Planning	10 days	Mon 1/13/20	Mon 1/27/20
10	STEP 2 - Identify Needs and Challenges	10 days	Mon 1/13/20	Mon 1/27/20
11	STEP 3 - Perform Gap Analysis on Needs and Challenges	15 days	Tue 1/28/20	Tue 2/18/20
12	STEP 4 - Research Solution Options to Address Gaps	40 days	Wed 2/19/20	Tue 4/28/20
13	STEP 4A - Business Requirement Gathering	85 days	Mon 1/13/20	Tue 5/26/20
32	PHASE 2	70 days	Wed 4/29/20	Tue 8/4/20
33	STEP 5 - Determine Preferred Options	60 days	Wed 4/29/20	Tue 7/21/20
34	STEP 5A - Technical Requirement Gathering Sessions	10 days	Wed 7/22/20	Tue 8/4/20
37	PHASE 3	83 days?	Wed 8/5/20	Fri 11/27/20
38	STEP 6 - RFP Review	40 days	Wed 8/5/20	Tue 9/29/20
51	Actuary Risk Assessment	20 days	Wed 8/5/20	Tue 9/1/20
52	Develop Respondent Minimum Requirements	40 days	Wed 8/5/20	Tue 9/29/20
53	Develop Scope of Work	40 days	Wed 8/5/20	Tue 9/29/20
54	Develop Performance Guarantees and/or Service Level Agreements	40 days	Wed 8/5/20	Tue 9/29/20
55	Develop Implementation Plan	40 days	Wed 8/5/20	Tue 9/29/20
56	Finalize RFP Reviews and Project End	43 days	Wed 9/30/20	Fri 11/27/20

Figure 6: High Level Project Work Plan

2. Online Assessment Tool

During this step of the project, the GT Team will configure the Online Assessment Tool we plan to use to organize the material gathered throughout the meetings and interviews.

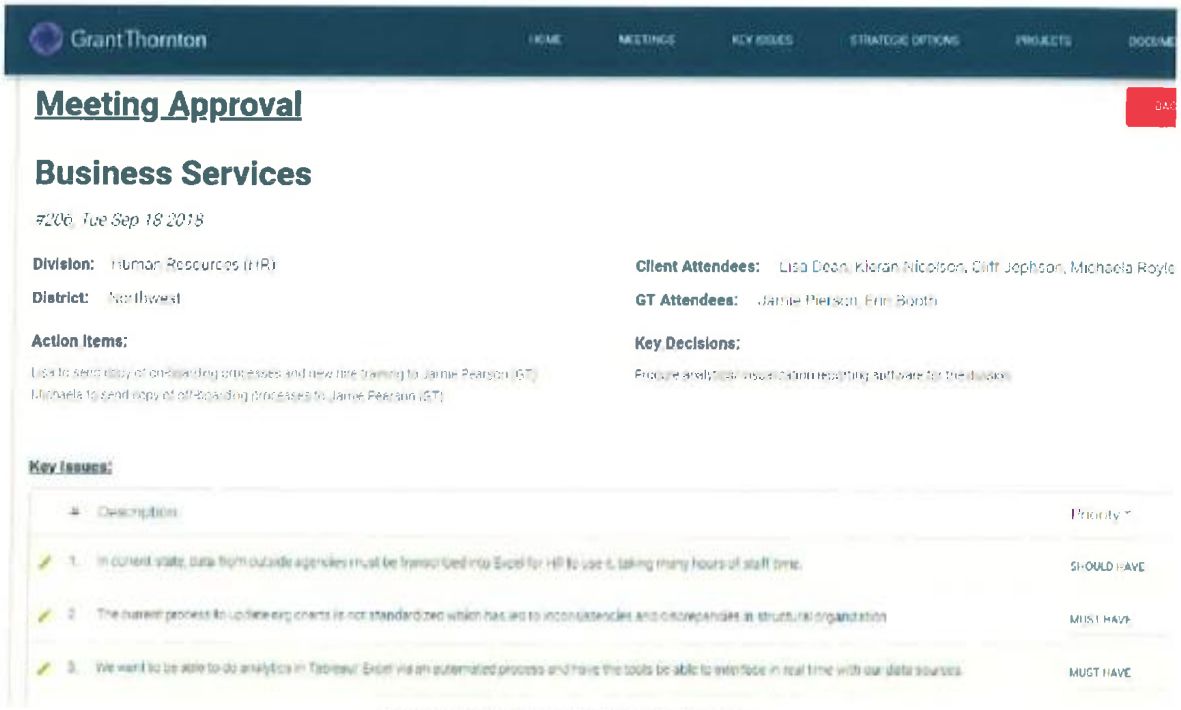


Figure 7: Online Assessment Tool Screenshot

Part of this configuration will be customizing the look and feel to match ERS' branding style, but more importantly we will be adding the key categories which we will help organize and classify the information we gather throughout the project. In addition to these key categories, which serve as primary filters and groupings for analysis and reports, the tool also allows any number of 'tags' to be added to the notes. We will work with the ERS PM during this step to determine the starting set of characteristics and it is a simple process to add more later.

For example, we plan to start with the list of feature options listed in Phase 1 – Define Options of the SOW:

- Scalability
- Platform for superior customer service
- Application and platform security
- Agility/flexibility for change
- Ease of administration/maintenance
- Ease of use
- Seamless interface
- Standardization
- Decoupling / integration of systems and/or functionality
- Self-service functionality
- Strategic end-to-end process models
- Industry experience
- Software support from the vendor, including patches and security
- Availability of qualified development and support personnel
- Access to reporting and dashboard functionality
- Current application architecture

3. Project Artifacts Review

In addition to the project plan review, we also plan to review all project artifact templates with the ERS PM during this step, and determine the appropriate delivery schedule and method to deliver the project artifacts.

4. Project Kickoff Meeting

The project kickoff meeting will include the full GT core team and the ERS project team members designated by the ERS PM. During the meeting the team will introduce themselves to the ERS project team and describe their role on the project. We will then facilitate a conversion with the group about their goals and objectives for the project as well as the major needs and challenges with the BAS/PAS systems which lead to the initiation of this project. We plan to utilize the Online Assessment Tool to take notes during the kickoff meeting and will be demonstrating the 'approval' feature, by emailing a link to the participants after the meeting, so that they can review, recommend changes and approve all within the tool.

5. Request Documentation

The proposed GT Team speaks Benefits and Pension, with over 70 years of combined hands-on experience in the industry. However, the team needs to fluently speak the ERS dialect of pension, benefits, the terms, acronyms, etc., used by ERS. In addition to planning and scheduling, and assumption validation, the team will also take this time to familiarize themselves with the ERS pension and benefits dialect, so future documentation, RFP requirements and conversations can be much more efficient and productive.

We will need to familiarize ourselves with all currently available ERS statutes, policies, business rules and IT documentation. We will request documentation, gathering all inputs that ERS has available:

- ERS' Strategic Plan
- Organizational structure/job descriptions
- Any existing studies or analysis relevant to this project (e.g. CEM, To-Be goals)
- Any existing process models
- Any existing schemas (e.g. database, artifacts)
- Any existing architectural diagrams (e.g. integration/interface diagrams)
- Procedures and training material
- Statutes, policy and business rules
- All forms and letters
- Participant and organizational data

Outcomes of Step 1

- A kickoff meeting was held to introduce the GT Team to the ERS Project Team and understand their goals and objectives.
- An overview of the methodology and templates used to manage project status, risks, and issues was provided.
- The GT Team has established a working relationship with the ERS Project Team.
- The GT Team understands the ERS administrative policies and procedures that must be followed.
- The GT Team will request documentation in this step to help prepare for the information and process gathering interviews that will be conducted in the next step.
- The Online Assessment Tool is set up and contains the material gathered during the initial kickoff meeting.
- Interviews are scheduled with functional area representatives and the technical user involved in supporting the current solution.

Step 1A – Requirements Planning

During this step, the GT Team will plan the requirements gathering sessions which will take place in steps 4a and 5 a. This short, yet important, activity will entail confirming process and methods to gather the requirements, identifying the stakeholders participating the sessions and finalizing the schedule of events.

Summary of Activities

- Review process and methodology used to gather requirements.
- Confirm the categories of technical and business requirements to be developed.
- Identify the stakeholders involved in the process.
- Finalize the schedule for the requirements gathering process.

Duration

- 2 weeks

Explanation of Activitles

During the first week of the project, the GT Team Project Manager (PM) will meet with the ERS PM to review the requirement gathering process GT will use to gather the requirements necessary to determine the strategic options and provide ERS material for use in the development of the RFP.

These requirements will be divided into two main categories: Business and Technical. The business requirements will be gathered during Step 4a, and represent the standard set of business functions the business will require of the new BAS/PAS system. This set of requirements will not change based on the PAS/BAS option selected by ERS in Step 5. The Technical requirements will be gathered during step 5a, as they are somewhat dependent on the Option selected. For instance, the technical requirements for a cloud based option will differ from a traditional On Premise solution.

We will work with the ERS PM and key stakeholders to validate the types of business and technical requirements to be gathered, as well as the appropriate level of detail to capture. The GT PM will review our standard templates and methodology used in the process and work with ERS to align them to your standard processes.

Finally, we will plan out the requirement gathering sessions and align them with participants' schedules to ensure that we minimize any impact to ongoing work.

Step 2 - Identify Needs and Challenges

In step 2, the GT Team will interview ERS staff to understand their needs and challenges with the existing systems and processes. We will review the current software, business processes, statutes, policies, participant data, hardware, and integration points. This step is the part of Phase 1 of the SOW Scope.

Summary of Activities

- Review the documentation gathered in Step 1 – Plan and Initiate.
- Review the current software features and design.
- Review the architectural documentation.
- Review and document the current business processes, statutes and policies.
- Review participant data.
- Review the underlying data structure.
- Review current hardware.
- Review integration points with other software and systems.
- Meet face-to-face with key business and IT stakeholders, as identified in Step 1.

Duration

- 2 weeks

Explanation of Activities

The GT Team takes a holistic approach to needs analysis and recommending solutions. As we review ERS' current software features and design, we'll be looking at participant data and discussing corresponding business processes, statutes, and policies. The associated hardware, as well as integration points with other software or systems will also be addressed at that time and throughout the Analysis phase, The GT Team will be identifying technology needs, data needs, and potential changes to current processes or policies that will be presented to ERS as part of the solution options.

The GT Team will meet face-to-face with key business stakeholders to familiarize ourselves with the major concerns/challenges of ERS and develop a more complete understanding, an understanding that extends beyond written words on a page, of the ERS needs/goals for the new PAS and BAS overall.

The GT Team will meet face-to-face with key IT stakeholders to understand their concerns/challenges and needs/goals for the new PAS and BAS overall.

- This step focuses on in-depth interviews with key staff and stakeholders, as well as potential meetings with external users of ERS systems (members and cities). In addition to asking WHAT and HOW questions in these face-to-face interviews, we will also focus heavily on WHY. Why do staff do what they do? Why does the Oracle system perform a certain way? Does the system restrict ERS staff in any way from doing their work?

In this step we will work with the ERS Benefits and Pension Assessment team to evaluate ERS' future hardware and software technology and architecture needs that will deliver on your vision for Benefits Administration, Pension and Annuity Payroll. We will only assess the current ('as-is') hardware and

software to determine if there is any portion that ERS decides to keep as part of one of the alternative system options.

Outcomes of Step 2

- Requested existing documentation has been reviewed.
- The GT Team has met face-to-face with key business stakeholders to familiarize ourselves with the major concerns/challenges of ERS.

Step 3 - Perform Gap Analysis on Needs and Challenges

In this step, the GT Team will perform SWIFT gap analysis on the As-Is BAS/PAS and recommend technology, process and policy changes relative to current processes, data, user needs, and desired customer service standards. This step is the part of Phase 1 of the SOW Scope.

Summary of Activities

- The GT Team will be utilizing a SWIFT approach to perform the gap analysis on ERS' needs and challenges. This SWIFT approach is similar to the common SWOT (Strengths, Weaknesses, Opportunities, Threats) exercise, but has been found to be more effective in both defining current state and desired future state.

Strengths	What are the BAS/PAS strengths from both business and technological perspectives?
Weaknesses	What are the BAS/PAS weaknesses from both business and technological perspectives?
Investments	What are the key opportunities for investment in people, processes, and technology focused on the BAS/PAS?
Future	What do we want the future state of the BAS/PAS to look like? A lot of this information will be obtained during Phase 1 – Defining Options and Phase 2 – Options Choice.
Threats	What are the threats that can impact the BAS/PAS and what are the mitigations to improve it?

- Perform SWIFT Analysis on:
  - Current software features and design/architecture.
  - Current business processes, statutes and policies.
  - Underlying data structure.
  - Current hardware.
  - Integration points with other software or systems.

Duration

- 3 weeks

Explanation of Activities

The GT Team will utilize the documentation received in Step 1 – Plan and Initiate and information and then reviewed during Step 2 – Identify Needs and Challenges to perform a SWIFT gap analysis.

The GT Team will perform the SWIFT gap analysis. We intend to conduct a SWIFT analysis with two groups (two mixed or one business and one technical). In addition, we will perform a SWIFT analysis independently and synthesize the results.

We will analyze the current software features and design, relative to the needs and challenges discovered in step 2.

The GT Team will take a process-oriented approach when reviewing features and design of ERS current pension and benefits administration software (Oracle) beginning with a member's enrollment, including purchase of service, disability, and other conditions and continuing through retirement and/or death. We will shadow key business users of the current Oracle solution implemented at ERS in order review current business processes. We will seek input from staff regarding usage of the system and its strengths and weaknesses, and obtain performance, reliability, integration, and other information from IT. Findings will be considered during requirements gathering sessions and in technology recommendations, ensuring that the new system includes or surpasses current software functionality and technical capabilities and measures.

The GT Team will analyze the current business processes, statutes, and policies related to the BAS/PAS systems.

Business Processes

The GT Team will leverage The GT Team's proprietary TPM™ Methodology, which contains processes and templates that will guide this analysis. For example, the methodology describes the artifact-centric business process modeling steps, provides templates for the models and the process to gather the needed information.

We have led business process modification efforts that have produced greater efficiencies for our clients in the public pension and benefits industry.

The GT Team will work with ERS to identify business processes that ERS has implemented and develop corresponding business process models. During this information gathering we also will:

- Get a detailed understanding of ERS' current processes and context, including human and automated activities, current reports and other documents, inter- and intra-department information flow, internal controls, technology usage, and current challenges.
- Use ERS business rules to associate the artifacts to actions which will determine how artifacts are changed and under what pre and post conditions.
- Identify the business actors with a focus on what they do, when, and why.
- Identify any missing processes that are common among organizations in the public pension and insurance industries by utilizing the pension and benefits industry knowledge database that is part of our TPM™ and our insurance expertise.
- Determine which applications are required to perform the full scope of business operations due to the limitations or inabilities of the current PAS, inclusive but not limited to Microsoft Access and Microsoft Excel.
- Identify external systems required to complete operations inclusive, but not limited to the document management system.
- Analyze operations unfulfilled by the current BAS/PAS where staff is performing operations better handled through a BAS/PAS.

- Pinpoint opportunities for enhancing the handling of information within future BAS/PAS to allow for integrated and enhanced collaboration among the operational units relying upon member information.

When documenting a business process, the GT Team considers a complete process model to consist of the following parts:

- Process name - Usually a process name consists of a verb followed by one or more nouns. For example: "Process Replacement Check for Retiree."
- Process summary - A brief business narrative of the process that includes the specific business goal. The process must achieve a specific outcome for the organization or the organization's customers.
- The business owner of the process - Who in the organization is responsible for the completion of the overall process?
- Specific trigger(s) that initiates the process - What action or item initiates the process? This can be something received (document or email) or an action taken by a staff member or an outside entity (walk in request). It may also be a specific date or time (for example: once a year - do this process). As a rule, a trigger can only initiate one process. However, more than one trigger can initiate a single process.
- The activities required to complete the process - As a rule, a new activity is created each time the work is handed off to another staff member.
- The roles (organization's position) required to complete each activity - As a rule, each activity is assigned to one role in the organization.
- A specific set of outputs - What are the physical outputs of the process? Examples include letters, forms, extract files, and triggers to initiate other processes. The recipient of the output will be identified whether the recipient is within ERS or another organization or system.

The Business Process Model below is provided to show an example of our high-level business process documentation. The GT Team will be utilizing the business process methodology and templates from out TPM™, however, If ERS has a business process methodology in place, the GT Team can use it or a combination of both, as desired by ERS.

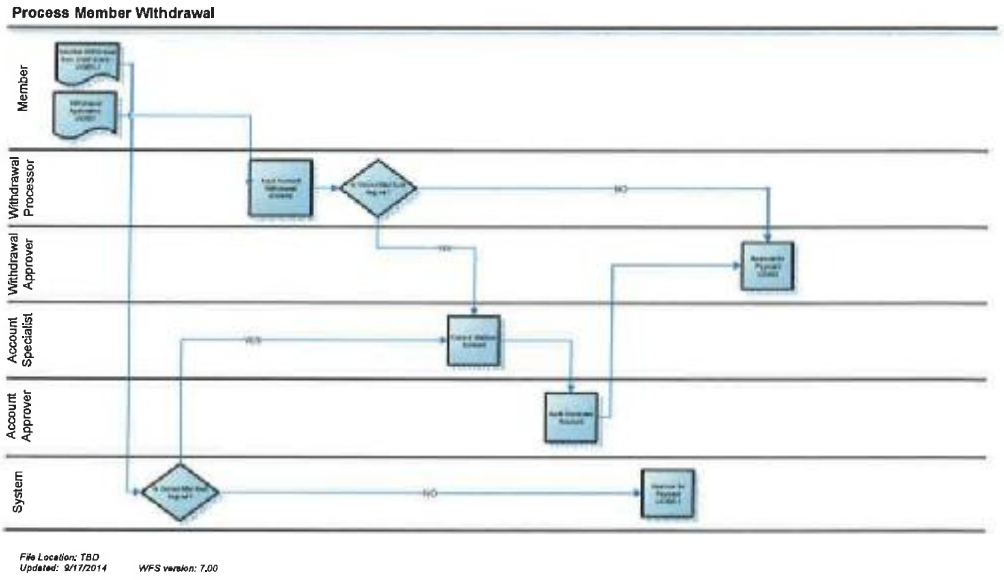


Figure 8: TPM Process Business Model

As part of working with ERS and documenting daily work processes, the GT Team will utilize the pension and benefits industry knowledge database that is part of our TPM™ to identify any missing processes that

are common among agencies in the public pension and benefits industry.

Statutes and Policies

Internally, statutes and policies are normally supported through a series of business rules which reflect how statutes and policies are implemented by the agency. Rules will be used by the pension and benefits administration vendor to ensure that the chosen solution meets the needs of ERS. The set of business rules also provides ERS with a single, documented source that can be used by everyone, thus helping to ensure a common understanding.

The GT Team can also suggest changes to policies and/or rules that may help ERS achieve efficiency goals. For example, some rules may have been written before technology supported modern functionality (e.g., electronic signatures). ERS may wish to update policies to allow for such advancements.

Analysis of underlying data structure

The GT Team will review participant data at a high level as part of reviewing ERS' current pension and benefits administration software. Using our knowledge of today's pension and benefits administration software and experience at other agencies, the GT Team can suggest additional data that ERS may wish to capture to boost efficiency and/or help increase the accuracy of member benefits. Participant data will be addressed in technology recommendations and any gaps between what currently exists and what ERS wishes to capture in the future may be mentioned in the RFP.

Analysis of the current hardware

The GT Team will review current hardware used by ERS and develop a hardware inventory and interface diagram. Information will be included as "current state" in technology recommendations and in the RFP. The GT Team will also suggest improvements that ERS may wish to include as requirements in the RFP.

Analysis of the integration points with other software and systems

In addition to the review of the current technology solutions, we will perform an integration analysis and diagram of the key information flows and integration points between the various ERS enterprise systems. Integration of data and application functionality is increasingly important and it is critical that ERS have a thorough understanding of how their systems integrate.

The GT Team will meet with IT and business users to identify integration between ERS' current Pension and Benefits Administration System and other software and systems (internal and external). An interface diagram and associated integration information will be produced and included as "current state" in technology recommendations. The GT Team will also suggest improvements that ERS may wish to include as requirements in the RFP. Additionally, we recommend including the interface diagram and integration information in the RFP for a new Pension/Benefit Administration System, Phase 3 – Step 6, to help ensure that integration is part of the prospective bidders' proposals.
The GT Team understands that the integration between the PAS and BAS is critical for ERS to meets it goals and future visions. Looking at the architectural, data and business holistically is key here. Examples of data elements that need to be shared between the systems are as follows:

- Participant Name
- Participant Address

- Beneficiaries
- Eligibility
- Coverage Start
- Coverage End
- Rollover status
- Net Amount
- Taxable Amount
- Non-Taxable Amount
- Tax Withholding Amount
- Insurance Type
- Insurance Amount
- Payment Instruction Description

Gaining a clear understanding for how these data elements are currently shared is critical to planning the future state data structure and reference architecture.

The GT Team also understands the importance of integration between business processes. For example, a process that starts in the PAS system may complete in the BAS or vice versa:

- Retirement Process
- Refund Process
- Healthcare Election Process
- Return to Work Process
- Report of Death Process
- Beneficiary Update Process
- Demographics Update

The GT Team is familiar with entities in the state of Texas that are likely integration candidates for ERS. One example is the Centralized Accounting and Payroll/Personnel System (CAPPS), which is being rolled out to all state agencies; planning for the interface to the CAPPS Human Resource component for ERS would be part of the assessment.

Outcomes of Step 3

- Perform the SWIFT gap analysis on ERS' needs and challenges, producing diagrams and compiling other information that ERS may include in the request for proposal.

Step 4 - Research Solution Options to Address Gaps

In step 4, the GT Team will research, analyze, and identify solutions that are available to meet current and future business needs of ERS, including comparable state solutions that are in place. This step completes Phase 1 of the SOW Scope.

Summary of Activities

- Utilize our experience and knowledge database to research potential solutions.
- Work with ERS to establish quantitative benchmarks.
- Develop a Technology Plan that includes the options and recommendation by the GT Team.

Duration

- 8 weeks

Explanation of Activities

The GT Team will leverage the results of the SWIFT analysis performed in Step 3 to research potential solution options to address the gaps. Because of the breadth of the GT Team's experience in the public pension and benefits industry, we are familiar with widely used public pension and benefits software and will provide ERS with a view of solutions that will provide the ability to improve service delivery by tracking the status of work being done for a member, managing workflows, generating management reports, forecasting work, managing documents electronically, and making them available for immediate viewing. Today's solutions will also provide the ability for members to securely access information online from either a personal computer or mobile device, schedule appointments, generate benefit estimates, and more.

We are proposing Garry Sitz as our technical architect and data expert to review the technical infrastructure of the current BAS/PAS and make recommendations on future technical environments and infrastructure. Mr. Sitz was the Director for Solutions Architecture at the Teacher's Retirement System of Texas for 7 years prior to joining the GT Team.

We will use our industry expertise to recommend overall strategies ERS may leverage to meet the operational needs of a public pension and benefit plan administrator, including resolving findings from the operational review. We will provide documented, detailed recommendations on an approach for acquiring a new BAS/PAS that include, but are not limited to, platforms and systems, data cleanup/conversion, systems integration, integration of a document imaging tool, and software and hardware that satisfy ERS' long-term need for a new BAS/PAS. In summary, we will develop a comprehensive Requirements Document that includes all the functions and capabilities of the current BAS/PAS, a high-level process and data flow model, and incorporates the findings of the Analyze ERS Current Processes step.

The GT Team will deliver to ERS a detailed Technology Plan that includes at a high-level the potential options for ERS consideration. For each option there will be a description and the benefits and drawback for each option and an assessment of current software, hardware, and processes. The risks and costs of each option will also be researched and provided. In addition to current state, the GT Team will identify and recommend improvements that will enable ERS achieve desired customer service standards including the option features that ERS outlined in this SOW. This technology plan will include:

- The technical infrastructure of the current BAS/PAS and recommendations on future technical environments and infrastructure.

- Recommendations on overall strategies ERS may leverage to meet the operational needs as a public pension and benefit plan administrator, including resolving findings from the operational review.
- Recommendations for achieving the requirements in the new BAS/PAS application as identified in the review of operations inclusive, but not limited to, workarounds, side-systems, external systems while addressing all vital functions and services.
- Recommendations will include a discussion on cost-effectiveness, including any expectation for cost savings; strategies for assuring the requirements discovered during the gap analysis are covered during the acquisition process for a new BAS/PAS.
- Documentation of any potential needs or recommendations for business process re-engineering, including recommending an approach to dealing with this area as all systems work progresses, review of the current application and processes in addition to the acquisition of a new BAS/PAS.
- Documented, detailed recommendations on an approach for acquiring a new BAS/PAS inclusive, but not limited to, covering the platforms and systems, data cleanup/conversion, systems integration, covering both software and hardware needs to satisfy ERS' long-term needs for a new BAS/PAS.
- Develop a comprehensive high-level Requirements Document that includes all the functions and capabilities of the current BAS/PAS. This document will be utilized later if an RFP is to be produced.

The GT Team will provide status reports for each step, which would include any security vulnerability or other critical issue identified during the assessment. These would be placed in an Issue Log to be addressed.

The GT Team commends ERS on recognizing the importance of establishing the assessment criteria described in Phase 2 Scope (page 4).

In advance of researching options to replace its Pension and Benefit Administration Systems the ERS and the GT Team will need to establish quantitative benchmarks by which solutions options can be measured. Without these benchmarks, the assessment criteria could mean something different to each individual evaluating the options and thus, the scores would be subjective. With a project of this size and financial commitment, there will be questions from legislature, citizens, and other concerned entities about the ultimate benefits to ERS, and benchmarking will give ERS the tools to clarify and justify the return on investment (ROI) with its Board and Legislature by providing an objective clear 'before and after' picture. The GT Team will assist in establishing customer service standards to include:

- Identifying internal user needs;
- Identifying external user needs; and
- Benchmarking service delivery standards of other pension and benefits systems.

The GT Team can assist ERS in establishing customer service standards by sharing best practices and key measures from other agencies. We can share benchmarking studies that were prepared for other clients and help ERS understand the value of certain measures.

We believe that CEM (Cost Effectiveness Measurement, Inc.) can provide ERS with a cost-effective means by which appropriate benchmarks can be established across peer pension and benefit organizations. CEM would work with ERS to establish a baseline of relevant, current agency ratings against its peer group and establish expectations of the new system. It is The GT Team's view, as well as that of previous and current clients, that contracting with CEM will avoid a conflict of interest, which may be noted if the oversight vendor was to oversee the benchmarking.

The GT Team will assess and recommend data structure architecture to support the vision of the future BAS/PAS system. Garry Sitz is a data expert and led the data cleansing, migration and reconciliation effort for the Teachers Retirement System (TRS) of Texas and Tom Smith led the same effort as the CTO of Missouri Public School Retirement System. They bring a level of expertise that when combined with their technical architecture expertise ensures that ERS will have a recommended data structure for the data team to build from.

Outcomes of Step 4

- Quantitative benchmarks for the different options have been established.
- Potential solutions have been researched and documented.
- A Technology Plan that includes the options and recommendation by the GT Team has been prepared.

Step 4a – Business Requirements Gathering

In step 4a, the GT Team will meet with stakeholders to identify business requirements for the RFP to solicit proposals for software and hardware products.

Summary of Activities

- Utilize our experience and knowledge database to research potential solutions.
- Work with ERS to establish quantitative benchmarks.
- Develop a Technology Plan that includes the options and recommendation by the GT Team.

Duration

- 17 weeks

Explanation of Activities

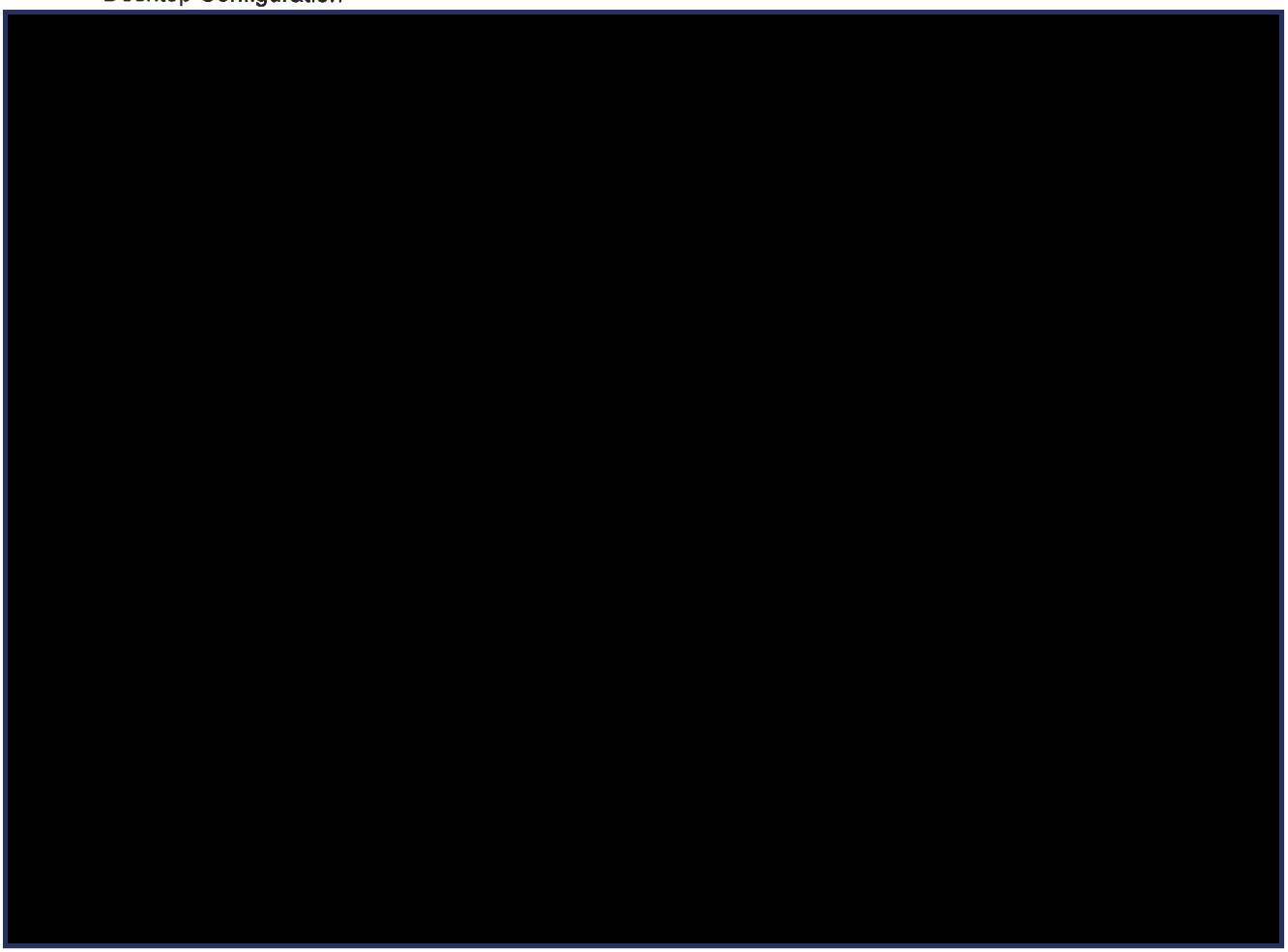
In this step we will hold a series of requirement gathering sessions with key stakeholders to determine the types of features and functionality the business must have from the new system. This critical step will inform much of the remaining process, including (but not limited to) the research into the viable solution options, the respondent minimum requirements, and the 'Scope of Work' section of the RFP.

As an initial starting point to creating an RFP for a new BAS/PAS, the GT Team will gather documentation to be used as initial sources for procurement requirements. We will request documentation that ERS may be able to provide so that we can get as far as possible in the requirements gathering process without using any valuable time of the ERS' staff.

Examples of good sources of procurement requirements are:

- Agency Overview Information
- Agency Brochures
- Mission and Vision Statements
- Prior Assessments
- Audit Reports
- Feasibility Studies
- Strategic Plans
- Business Case for the New Line-of-Business System
- Organization Charts
- Job Descriptions
- Process and Procedures Documentation
- Statutes

- Business Rules
- Hardware and software inventories
- Inventories of letters, forms and reports
- Network configuration documentation
- Current system configuration and integration schema
- Current system documentation
- Server "As Built" documentation
- Desktop Configuration



Many of these documents will already be familiar to the team from the Phase 1 – Plan and Initiate and will be leveraged for this purpose as well.

One of the initial work-products we will produce during this phase is a Functional Area Relationship Diagram for ERS. This will capture the flow of information at ERS that will be used as the basis for gathering requirements for the BAS/PAS RFP. Using the diagram, we will work with ERS to document a Responsibility Matrix of functional area owners (FAOs) and Subject Matter Experts (SMEs) that will provide the commitments for each of the functional areas.

Figure 11: Example of Functional Area Relationship Diagram

We will also develop a commitment schedule at this time.

An RFP Development kick-off meeting should be held with all FAO's and SME's. This meeting will help the attendees understand how the RFP will be created and what will be expected from ERS. The following topics are typically covered in the kick-off meeting:

1. Functional Area Relationships
2. Who the FAO and SME(s) are for each Functional Area
3. Requirements Gathering Schedule
4. How to Document RFP Commitments

After the kick-off meeting, we typically lead everyone through a requirements gathering session so they will know what to expect. At a minimum, stakeholders need to be given the opportunity to express their needs and explain how the new system might affect them. The requirements being gathered during the Develop RFP are at a much more granular level than the requirements gathered during the options definition phase. This is why we refer to the process as "documenting commitments" rather than "documenting requirements". A commitment is a high-level promise or agreement that we capture that the BAS/PAS vendor will need to commit to satisfying. The RFP commitments describe what the proposed solution shall accomplish, NOT how the proposed system will implement the commitment (the Vendor's proposal describes how their solution satisfies the commitments). Below is an example of a commitment:

> *"Shall provide the ability to members to perform a refund estimate including tax deductions based on a future termination date."*

We will lead a series of "requirements gathering" meetings with the appropriate ERS staff, as defined in the Responsibility Matrix. We will schedule the meetings based on the functional areas identified in the Functional Area Diagram. In each meeting, we will review the commitments we have gathered from the existing ERS documentation and from the repository of best practices that we have captured through numerous successful BAS/PAS RFP Development projects and BAS/PAS Implementation Projects. For each person that is in a session it is estimated that it will require 4 hours of their time: 1 hour for the 1st session, 1 hour to review the results of the 1st session, 1 hour for the 2nd session, and 1 hour to review and sign-off the final document.

Before starting each requirements gathering meeting, we make sure that everyone attending is familiar with the process by briefly reviewing how to document RFP commitments. We will also explain the objective of the meeting and how it will be conducted:

- We start by asking the FAO or SME walk through their current processes to provide an overview of the functional area which is being discussed. They should also identify what commitments the solution must have to satisfy their business needs and discuss what would be nice to have.
- Next, we go over the questions on the commitments that The GT Team has collected for the functional area.
- Finally, we take the FAO and SME's through the functional area's "best practices" (base) commitments that have been gathered from other agencies and from our own experience. We also can provide examples and suggestions of how other agencies have implemented the functionality. We will make recommendations for achieving the requirements in the new BAS/PAS application as identified in the review of operations inclusive, but not limited to, workarounds, side-systems, external systems while addressing all vital functions and services. Recommendations shall include a discussion on cost-effectiveness, including any expectation for cost savings; strategies for assuring the requirements

discovered during the gap analysis are covered during the acquisition process for a new BAS/PAS; and conceptual business architecture diagrams.

After each requirements gathering meeting, the GT Team will send the spreadsheet to the FAO for review and suggested revisions. When the suggestions are returned from the FAO back to the GT Team, we will review them and update the spreadsheets accordingly.

The GT Team will update the Commitment Spreadsheets with additions, changes, and deletions during each meeting. The GT Team may need to make additional updates after a meeting if notes resulting in commitments were taken.

In addition, The GT Team will review the current BAS/PAS application data and provide expert advice on whether there is a need for an additional data cleansing effort, or if the activity can be added to the BAS/PAS modernization RFP. If the former, the GT Team shall assist ERS in drafting an RFP for data cleansing services, reviewing resulting proposals, and oversight of the data cleansing process.

As functional area requirements gathering sessions progress, we will document any potential needs or recommendations for business process re-engineering (including recommending an approach for dealing with this area as all systems work progresses).

The GT Team will use a map of retirement system functions from our TPM™ to guide the grouping of ERS requirements into distinct functional areas. The requirements will be documented in separate spreadsheets by functional area and distributed to the stakeholders for review. Each spreadsheet will be "owned" by an individual agency stakeholder who will coordinate with other stakeholders and delegate to SMEs as appropriate to ensure that the requirements within their spreadsheet are complete and accurate.

As we gather commitments and obtain information about ERS, the Integration/Interfaces Diagram that was developed during Phase 1 may be refined. This diagram will be added to the RFP to help the vendor price out a solution, but more importantly it will help drive out commitments during the commitments gathering sessions. This is done by asking the agency to explain what data is passed to and received from the various entities, along with the transmittal method and frequency. If anything associated with current integration points/interfaces needs to change, it needs to be noted through commitments and other verbiage in the RFP.

After the overall process of eliciting requirements is complete, the team will assist in ensuring that requirements are organized to group requirements into multiple capability areas and also highlights key requirements in support of future review and evaluation activities.

Step 5 - Determine Preferred Option

In this step, the GT Team will facilitate a series of agile-like workshops for ERS stakeholders where each option is reviewed, ranked against a pre-established threshold to identify the qualified options. These options are reviewed in further detail until the preferred option is identified. This step corresponds to Phase 2 of the SOW Scope. We have allocated significant time for this step because we understand how important it is to build consensus across the agency and ensure that all participants have sufficient time to attend these workshops.

Summary of Activities

- Facilitate the discussion of "future state" options for Benefits Administration and Pension system.
- Score options in an iterative fashion, to focus attention on the options that meet ERS' documented needs and challenges right away.
- Provide additional research and detailed analysis comparing ERS chosen options in writing, as requested, at the billable hourly rate described in Pricing below.
- Document the final recommendation based on the additional research and from facilitated sessions with ERS.

Duration

- 12 weeks
- 10-20 hours of workshop sessions
-

Explanation of Activities

In this step, which aligns with Phase 2 of the SOW Scope, we propose a series of workshops facilitated in an agile-like fashion, where each workshop is considered a 'sprint'. During each sprint, we will walk through the 'backlog' of options, first at a high level then in increasing levels of detail, to score each option against a standard set of criteria (see figure x, below). The sprints are divided into three different groups, and will begin with a full 'backlog' of all options identified in Phase 1 and at the end of each sprint some options will be moved to 'completed', after the group of ERS stakeholders and subject matter experts decide they have enough details to score the option. After all options have received an initial score by the group, the backlog is empty and the workshop sprint cycle is complete.

At the end of each 'sprint' a decision is reached on which options can be considered 'done' and then each individual will rank the option on a set list of criteria. After each option has been ranked this way, the rankings are reviewed one last time and any final adjustments are made, and the highest ranked option is picked to move in the RFP phase.

This is also the step where the 'additional research and detailed analysis at a billable rate' described in the SOW Scope section takes place, as requested. The agile approach we are proposing is particularly

well suited for this type of additional analysis, because we will simply add the research to the backlog as a new task and move on to the next prioritized option.

During these breakout sessions, we will facilitate the scoring of each of the options discussed using a scorecard similar to the one below.

OPTIONS SUMMARY EVALUATION

Evaluation Criteria Summary	Possible	Option 1	Option 2	Option 3
Scalability	300	240	180	200
Platform for superior customer service	100	90	60	55
Application and platform security	150	110	105	120
Agility/flexibility for change	100	70	50	100
Ease of administration/maintenance	100	90	65	90
Ease of use	100	75	70	75
Seamless interface	150	135	100	135
Standardization	100	60	85	60
Decoupling / integration of systems and/or functionality	100	90	65	65
Self-service functionality	100	95	50	60
Strategic end-to-end process models	75	70	55	70
Industry experience	100	80	40	80
Software support from the vendor, including patches and security	75	70	55	50
Availability of qualified development and support personnel	100	75	70	75
Access to reporting and dashboard functionality	75	60	50	60
Current application architecture	100	95	80	55
TOTAL OPTIONS SCORE	1825	1505	1180	1350
Qualified to Score Cost Proposal	-	Qualified	Qualified	Not Qualified
COST EVALUATION TOTAL SCORES	1000	792	1500	N/A
TOTAL SCORE	2825	2297	2680	N/A
Cost Proposal Scoring				
Qualified/Not Qualified		Qualified	Qualified	Not Qualified
Cost Proposal Scoring - Enter the price of the proposal.	1500	$ 180,000,000,000	$ 95,000,000,000	$ 350,000,000,000
		792	1500	Not Qualified

Figure 9: Example of Assessment Scorecard

These results will be captured in our Online Assessment Tool and totaled across all the individuals participating the breakout session and used to identify the most preferred option. The scorecard can be configured with customized thresholds for 'Qualified' and 'Not Qualified' to help facilitate the prioritization of options requiring further analysis.

Participants involved in the selection activity

We recognize that ERS will have a good idea of the groups and individuals who need to participate in the selection process. We suggest that the selection committee include primary decision makers from each division impacted by this system selection as well as 1-3 subject matter experts (SMEs) from each area under the affected divisions as well as their technology focused counterparts. These SMEs and Tech Experts should include individuals with a focus on the PAS and/or BAS systems.

The primary decision makers will be involved at the beginning and the end of the process (see Big Room Planning Steps 1 and 4, below), while the SMEs and Tech Experts will be involved in steps 3 and 4. Finally, all participants will participate in the final selected option review process.

High-level summary of our Agile-like process

1. Big Room Planning #1 (Duration - two 1-2 hour meetings over 1 week):
    a. Review backlog of options to be worked
        - Prioritize the backlog list of options
    b. Define definition of done for the sprint workshops
        - What information is needed before the group can score any individual option?
    c. Review and agree upon criteria, weighting and thresholds for 'Qualified' and 'Not Qualified'.
2. Sprint 1 – 4: PAS workgroup breakout (Duration – up to eight 1-2 hour meetings over 8 weeks)
    a. Each sprint will begin with a review each option remaining in the backlog
        - In depth, from the perspective of the PAS SME's business needs and challenges with the current system.
        - These reviews, round table discussions, and walkthroughs of expected functionality, deep dives into the system architecture, and a full review of the option features listed in Phase 2 Scope section of the SOW.
        - Identify areas for further research (at the hourly rate described in pricing)
            - These choices are returned to the backlog and worked by the GT Team in time for the start of the next sprint.
        - Determine which options meet the definition of done.
        - Each participant will score the option on the pre-determined criteria using our online assessment tool
    b. Each sprint will end with:
        - Review of the aggregated scores for the options marked 'done' during the sprint.
        - Review of the options remaining in the backlog and a reprioritization, if necessary.
3. Sprint 5 – 8: BAS workgroup breakout (Duration – up to eight 1-2 hour meetings over 8 weeks)
    a. These sprints follow the same methodology as the PAS sessions above, except that they are focusing on the same options from the point of view of the PAS SME's business needs and challenges with the current system.
    b. We hold the BAS workgroup after the PAS, as opposed to concurrently, because we recognize that many of the same individuals will want to attend both breakout sessions.
4. Big Room Planning #2 (Duration - two 1-2 hour meetings over 1 week):
    a. Review completed backlog of option scorecards
        - Confirm definition of done was achieved for each completed option
        - Compare / contract PAS breakout scores vs. BAS breakout scores and discuss differences.
        - Combine BAS/PAS scoring
    b. Stack rank options based combined BAS/PAS scoring.
    c. Identify the top options to review/score in final sprint below.

- Identify any options requiring additional research and/or further sprint sessions.
  - This may be necessary if, for example, if the discussion of differences in BAS/PAS scoring identifies areas that need a deeper review.

5. Sprint 9: Combined BAS/PAS review (Duration – up to 4 1-2 hour meetings over 2 weeks)
   a. The GT Team will conduct any final research needed
   b. Review final options using the same methodology described in #2, above
   c. Facilitate the selection of the preferred option
   d. The GT Team will document and review the final recommendation based on the additional research and from facilitated sessions with ERS.

Outcomes of Step 5

- All groups affected by the system procurement participated in the iterative selection process to arrive at the preferred option, without overburdening any one group.
- 'Not Qualified' options have been identified at multiple steps of the process, allowing the selection to team to concentrate on the viable options.
- Additional research, as described in the SOW Phase 2 Scope, has been performed by the GT Team to help the ERS selection committee make a fully informed decision.
- The perfected option has been selected using a formalized, data-driven process.

Step 5a – Technical Requirements Gathering

In this step, the GT Team will develop the technical requirements based on the preferred option selected in Step 5. This will include facilitated sessions with ERS Staff and reviews to confirm the final requirements. We will also assist ERS in developing best practice requirements for operating the project.

Summary of Activities

- Develop RFP technical requirements based on the Preferred Option out of Step 5 to solicit proposals for software and hardware products.

Duration

- 2 weeks

Explanation of Activities

In this step we will develop the set of technical requirements, specific to the preferred option selected in Step 5. We will work with ERS Information Technology and other technical stakeholders to ensure that the technical requirements not only support the preferred option, but also conform to ERS technical constraints and long range technical roadmap.

The GT Team will facilitate sessions with the ERS staff to develop the technical requirements for such items as database, security, infrastructure/hosting, and system performance. We will also help ERS develop best practice requirements for operating the project such as project management, testing, training, and organizational change support requirements for the solution vendor.

The GT Team will also gather any additional technical requirements. The purpose of these review sessions is to accurately communicate the agency's expectations and vision of its future needs in the RFP.

The GT Team and the stakeholders will perform multiple reviews and revisions to fill gaps in requirements and eliminate overlaps. The GT Team will use the TPM™'s "Guide to Documenting RFP Requirements" to validate the stakeholder requirements. As the GT Team's database of best practice requirements will be used as the base from which to work in requirement gathering sessions, the risk of missing requirements is greatly reduced.

Outcomes of Step 5a

- Technical requirements for inclusion in the Scope of Work section of the RFP.

Step 6 – RFP Review

In step 6, the GT Team will be ready to review RFP sections as directed by ERS, perform the actuarial risk assessment on the preferred option and develop material for the RFP sections specified by ERS.

Summary of Activities

- Develop Content for the following RFP sections and exhibits to the contract:
  - Respondent Minimum Requirements
  - Scope of Work
    - System/Technical Requirements – Developed in 5A
    - Implementation/Project Management Requirements – Developed in 4A
    - Operational Specifications and Requirements – Developed in 4A
  - Performance Guarantees and/or Service Level Agreements
  - Implementation Plan
- Review RFP Sections Developed by ERS (as directed)
- Provide additional advice and assistance on other related RFP / Exhibits (if desired)
  - Contract Terms and Conditions
  - Provide procurement expertise and lessons learned in reviewing the RFP
  - Any assistance with scoring techniques and best practices
- Actuarial Risk Assessment
- Provide list of potential vendors

Duration

- 8 weeks for content creation
- Up to 4 months for reviews and consultation items, as directed by ERS.

Explanation of Activities

In this step the GT Team will work to develop specific sections of the RFP at the direction of ERS. These sections will include the Respondent Minimum Requirements, Scope of Work, Performance Guarantees and/or Service Level Agreements and the Implementation Plan.

We plan to provide ERS with a list of potential vendors who based on the chosen option selected in Phase 2 and will perform the specified Actuarial Risk Assessment requested in the scope section of this SOW. Finally, we are also prepared to review and provide expert advice on the other RFP sections, if ERS determines our help is needed.

Respondent Minimum Requirements

The RFP should contain minimum qualification criteria that will limit the number of responses to only the

most qualified vendors. The GT Team can provide insight into the appropriate minimum requirements for vendors to be responsive. Likewise, the GT Team can provide guidance on the establishment of scoring criteria that will result in the selection of the vendor that will best satisfy ERS' needs.

Scope of Work

1. Implementation Plan
2. Implementation / Project Management Requirements
3. Operational Specifications and Requirements

Performance Guarantees

Implementation Plan

We will develop an implementation plan for inclusion in the RFP. This plan will include a high level series of milestones and deliverables to be delivered by the vendor along with dates that correspond to ERS preferred timeframe for implementation. To ensure that bidders propose implementation schedules that can be accommodated by ERS staff levels, the RFP should identify key resource availability for the project. The GT Team can assist ERS in presenting its resource availability in a manner that can help bidders define their implementation schedules to not overburden ERS staff.

Provide a List of Potential Vendors

The GT Team will use our insight into the pension and benefits administration software industry and our global network of contacts to help ERS create a list of prospective bidders that are well qualified while at the same time maximizing competition among the vendors. Our objective is to bring the most qualified bidders to the process to minimize cost and maximize the efficiency of the selection process.

We maintain a comprehensive database of pension and benefits administration software and vendors. As part of proposal development, we will provide ERS with information about solutions that have been used successfully in agencies of comparable size and complexity.

The GT Team can also arrange for demonstrations to be given at ERS and site visits to other agencies as desired by ERS. In our experience, it has been helpful for agencies to see what's available before the RFP is released to vendors because new ideas and "wants" to emerge that ERS may wish to include in the RFP.

In order to provide ERS with a list of potential BAS/PAS Vendor we first work with ERS to establish criteria you feel best meets your needs. These criteria will be driven by ERS but may include the following items that will be the minimum criteria for a BAS/PAS vendor to be considered for the RFP:

- Number of years in business
- Number of BAS/PAS solutions implemented
- Complexity matching between ERS solution needs and prior implemented solutions
- Viability of the vendor based on financial condition, ownership stability, routine investment in BAS/PAS solution
- Overall breadth of functionality delivered in the base solution
- Hosting models
- Solution platform

Actuarial Risk Assessment

We will perform a risk assessment for the ERS chosen option, including a monetary value if that risk were realized. Specifically we will define the risks and determine the probability and impact of the future pension and benefits vendor's entire contract. Then we will detail the highest financial liability that would impact ERS if a failure occurred in each specific contract item or an overall breach or failure of the project. The desired output will be stated for each line item and that the total financial liability to ERS will be included in this assessment.

Provide Additional Expert Advice and Assistance (as directed)

We fully understand our role in the RFP Development Process is to provide the content listed above and review RFP Sections, when directed. However, we also are prepared to offer the following services within the timeframe allocated, if ERS determines they are required.

1. **Contract Terms and Conditions**

The terms and conditions as well as a draft contract for the BAS/PAS Vendor should be included in the RFP. While it is understood that ERS legal counsel will provide much of the contractual content, The GT Team can provide insight from experience with other contracts for new line-of-business retirement systems as well as some examples from our TPM™.

Once the draft RFP is populated with requirements and the legal elements, it is ready for final review by the ERS stakeholders and legal counsel. This "fine tuning" should be accomplished in no more than two review and revision iterations.

2. **Evaluation criteria and scoring tools**

Prior to completing the proposal, the GT Team will work with ERS to define evaluation criteria and establish the proposal scoring methodology. Evaluation criteria and scoring information needs to be included in the RFP.

To assist our clients in evaluating the proposed Solutions and Bidders, The GT Team developed a scoring tool that can help the reviewers score the proposals and tabulate the composite scores. We will explain how to weight the various sections of the proposal as well as the use of "normalization" and will provide pros and cons of all. We will provide ERS with spreadsheets that show the results of different weights and techniques, which will enable ERS to make an informed decision regarding of different weights and scoring techniques.

We will also provide ERS with our scoring tool and provide training on its use. The tool is flexible and will be configured as desired by ERS.

Outcomes of Step 6

- RFP sections are developed.
- List of potential vendors is delivered.
- Actuarial Risk Assessment completed.
- Review of RFP sections are performed.

List of Major Milestones

Number	Phase	Milestone Task	Milestone Date
1	1. Define Options	Kick off Meeting	Dec-19
2	1. Define Options	Conduct discussions with ERS stakeholders	Jan-20
3	1. Define Options	Review and Report Gap Analysis Findings	Feb-20
4	1. Define Options	Review and Report Each Option	Apr-20
5	1. Define Options	Business Requirements Finalized	May-20
6	2. Select Option	Document Final Recommendation	Jul-20
7	2. Select Option	Technical Requirement Finalized	Aug-20
8	3. Develop RFP	Actuarial Risk Assessment	Aug-20
9	3. Develop RFP	Develop RFP Material	Sept-20
10	3. Develop RFP	Review RFP Sections and Provide Additional Assistance	As Needed (Through November)

Relevant Previous Projects

In this section we describe our service capabilities including relevant project descriptions and our ability to deliver the requested services.

Customer Project Name	System Assessments	Strategic Options Selection	RFP Development
Teacher Retirement System of Texas	●		●
TXDOT, EIM Strategic Planning Services		●	
Missouri ,Office of Administration	●	●	●
California State Teacher Retirement System (CalSTRS)	●	●	
California State Comptroller		●	●
Oregon Public Employees' Retirement System		●	
Illinois Municipal Retirement Fund	●	●	●
Nevada Public Employees Retirement System			●
Public Employees Retirement System of Idaho			●
Massachusetts State Retirement Board			●
Montana Public Employees Retirement Association			●
Missouri Local Government Employees Retirement System	●		●
The Arizona State Retirement System		●	
Orange County Employees Retirement System	●		
Fire and Police Pension Association of Colorado		●	
Louisiana Municipal Police Employees' Retirement System			●
New York City Employees' Retirement System	●		
Texas County and District Retirement System		●	

Customer Project Name	System Assessments	Strategic Options Selection	RFP Development
Missouri Public School Retirement System	◆		
Hawaii Employees' Retirement System			◆
Minnesota, Office of State Procurement	◆	◆	
Texas Health and Human Services Commission	◆		

Below, we highlight three sample projects that are particularly relevant to the ERS SOW.

CalSTRS Pensions Solution Modernization Project

Qualification Highlight

- **Grant Thornton performed oversight of requirements gathering, options and alternative analysis for future state and procurement phase for implementing new Pensions Solution system at CalSTRS.**

Project Summary

Grant Thornton provides project oversight support of modernization initiatives for CalSTRS. The overall contract of Grant Thornton had multiple projects over last eight years. We are currently providing oversight on another modernization project - Pension Solution Project, which is budgeted at $310 million dollars. We have been assessing the current state in areas of project management, risk and issue management, organizational change management, solution delivery, and procurement. We also monitor these areas and provide recommendations throughout the projects inception to its current stage of system implementation using COTS product is called NeoSPIN which is built using .NET and SQL Server.

Why is this relevant to TX ERS effort?

- **Reason #1** – The legacy system called START was built on Mainframe using COBOL and ADABBAS. The assessment of this system indicated that limitations of green screen, manual work, low automation and hundreds of customizations necessitated a new modern flexible system. The requirements phase documented around 2000 high-level functional and technical requirements.
- **Reason #2** – The Future state architecture project resulted in a vision document, reference architecture, implementation approach and solution alternatives for replacing the legacy system. The solutions ranged from custom-development to COTS packages.
- **Reason #3** – The procurement phase lasted for about 18 months. This included creation of RFP package, setup of Bidders Library, formation of Evaluation Team, short-listing of vendors, Demos, Final Selection and Best and Final Offer (BAFO). This resulted in selection of CGI as system integrator with COTS-package for Pension administration called NeoSPIN.

Project Statistics

Project Timeframe: November 1, 2011 to September 30, 2019

Total Contract Value: $6,454,362.00

Teacher Retirement System (TRS) of Texas

Qualification Highlight

- **Provaliant provided Oversight services for the TRS of Texas beginning in 2010 that included developing an IT Roadmap RFP Development, Vendor Selection, and continues to perform the Oversight Program and Project Management.**

Project Summary

TRS of Texas has the largest membership of any state pension system. Their high volume and demanding customer service standards place them among the most challenging business processing environments. Provaliant has worked with TRS since 2010 as preparations were being made to replace their aging Adabas Natural Pension Administration System.

Provaliant was instrumental in building the foundation for an enterprise-wide modernization program at TRS called TEAM. To lead the TEAM Program, Provaliant guided the implementation of a PMO (Project Management Office) within TRS. To align TRS resources toward the achievement of common goals, Provaliant produced an IT (Information Technology) Roadmap. TEAM is a $100 million program spanning a decade to achieve the goals in the IT Roadmap.

Key to the IT Roadmap is the Request For Offer (RFO) developed by Provaliant for TRS. Provaliant gathered extensive business and technical requirements to form the scope of work to be accomplished through an enterprise-wide SOA (Service Oriented Architecture), including all Pension Administration System functional components. The new solution will contain many employer and participant web services. In addition, the new system will include advanced new contact and case management capabilities based on requirements documented by Provaliant in the RFO. Provaliant also helped TRS with the solicitation and procurement of data migration and preparation services to support the new solution's data needs.

Provaliant provides program and project management for the TEAM program. Provaliant managed the pension system RFO (Request for Offer) development, including requirements gathering, options identification, options selection. Provaliant also provided project management of the employer reporting implementation, membership implementation, quality assurance testing, business procedures and training. Provaliant continues to provide program management for the implementation of the new PAS (Pension Administration System) and Health Insurance LOB (Line-of-Business) systems.

Why is this relevant to ERS' Benefits and Pension Assessment?

- ***Reason #1*** – TRS and ERS are sister organizations with reciprocal agreements for providing pension services and benefits to employees and teachers in the state of Texas. Provaliant's experience with TRS will provide valuable insights to ERS in their Benefits and Pension Assessment.
- ***Reason #2*** – Provaliant successfully provided valuable Benefits and Pension Assessment assistance to TRS, demonstrating that we would be successful in providing comparable assistance to ERS.
- ***Reason #3*** – Provaliant can provide local resources from the TRS TEAM Program to be on-site at ERS as needed.

Project Statistics

Project Timeframe: October 2010 – Present
Total Contract Value: $9,834,600

Oregon Public Employees Retirement System (OPERS)

Qualification Highlight

- **Provaliant performed Oversight Program and Project Management services for the implementation of their new PAS system and the conversion of their legacy system to the new PAS system. Provaliant also performed a cost benefit analysis on bringing the TPA DC plan in house.**

Project Summary

Provaliant successfully performed both Program Management and Project Management for OPERS from 2003 – 2011. This effort was completed on time and within budget as adjusted for several legislative changes that were required during the project.

Oregon Public Employees Retirement System (OPERS) was operating on obsolete mainframe system when the State legislature passed HB2020, establishing OPSRP (Oregon Public Service Retirement Plan), a new hybrid plan with defined benefit and defined contribution components. OPERS had only 3 months to begin receiving contributions to the new plan and Provaliant managed the project to implement OPSRP.

Provaliant provided program and project management of the OPSRP program, including employer reporting, membership and benefits implementations for the new defined benefit system and the IAP (Individual Account Program) defined contribution system. Provaliant was also contracted to establish a PMO (Project Management Office) to execute the projects necessary to replace their legacy mainframe system with a Clarety-based system called ORION (Oregon Retirement Information Online Network). Provaliant provided program management of the ORION-related projects and managed projects to implement the employer reporting, data conversion, membership, and benefits functions.

The project automated all OPERS business processes, eliminated multiple manual processes and spreadsheets, as well as several non-integrated, home-grown programs. Additionally, the project implemented a full set of automated workflows to improve the overall management of the work.
Provaliant also performed a cost benefit analysis (CBA) for OPERS. The purpose of this CBA was to provide OPERS with information regarding the costs, benefits, and risks associated with the different alternatives for managing the Independent Account Program (DC Plan) work, so that an informed decision could be made in selecting an appropriate alternative. The CBA resulted in an approach that would have a payback period of approximately 70 months, which included an 18-month development effort after which OPERS could expect to save $1,327,899.60 in yearly recurring costs once the initial costs of the development effort are recouped.

Provaliant is currently contracted to provide an assessment of the impact of SB1049, new legislation that will redirect a portion of employee IAP contributions to fund the defined benefits.

Why is this relevant to ERS' Benefits and Pension Assessment?

- ***Reason #1*** – OPERS is a complex state-wide retirement system covering all types of state employees from teachers to judges. Provaliant's success in managing the new system programs provides a depth of experience that will benefit the ERS Benefits and Pension Assessment
- ***Reason #2*** – Provaliant has been a trusted partner to OPERS--so much so, that when the recent new legislation was passed for the IAP redirect (SB1049), OPERS reached out to Provaliant to perform the assessment. As a trusted partner of Grant Thornton, Provaliant will also a trusted partner of ERS.

Project Statistics

Project Timeframe: October 2003 – Present
Total Contract Value: $6,936,442

Process Expertise

Part of the GT Team, Provaliant, was the first Oversight Project Management firm to develop a proprietary TPM™ (Total Project Management) Methodology. The GT Team will utilize the TPM™ as the basis for our approach to providing system assessment, RFP development and oversight project management services to ERS. The methodology provides flexible processes and templates based on "best practices" from numerous pension engagements, the experience of the GT Team experts, and industry standards from the PMI (Project Management Institute), and IEEE.

The GT Team is constantly updating its TPM™ to reflect current pension industry needs as well as changes to technologies and approaches. The TPM™ is comprised of a flexible set of processes, tools, and templates that will be assembled to fit the unique needs of ERS. The TPM™ methodology also provides a framework to speed up the overall engagement and is a cost savings to ERS as we are not creating something from scratch, only modifying it to the unique needs of the ERS engagement. And, the TPM™ helps to ensure the BAS/PAS implementation is successful by using these proven and up-to-date processes and practices.

With the TPM™ and the experienced consultants of the GT Team we can proactively adapt our approach to meet the dynamic and changing needs of a system the size of ERS. Our commitment to understanding our client's needs allow us to provide not just the standard assessments and RFP development efforts, but to work with the public retirement organizations as they often have their own unique planning, budgeting, and procurement standards along with a variety of other guidelines and processes. Our TPM™ methodology easily adapts to those unique requirements while expediting the delivery of services and producing optimal program outcomes by applying TPM™ best practices, processes, tools, and templates.

We plan to utilize our TPM™ methodology to provide services as illustrated in the following timeline and described in sections below:

The overall Project Approach begins as the GT Team guides the pension organization through the TPM™ needs assessment process. The goal of any needs analysis and RFP development effort is to identify the pension organization's goals and objectives that address current challenges and future needs. While this sounds simple, it frequently is not. While the high-level goal of a system replacement seems clear, obtaining all the objectives that makes this endeavor successful is less so. The strength of our methodology is that we see it as our job to make sure we have collected these objectives from all stakeholders such as the pension organization director, department managers – both business and IT, and the board, and then recommend options that best meet the objectives of the pension organization while minimizing the risks inherent with any system implementation regardless of the size or complexity.

To develop an RFP that help to ensure a successful BAS/PAS replacement the GT Team needs to understand ERS needs. The goal is to draw a high-level picture of the specific business problem(s) solved by replacing the existing system as well as the business functionality the new system must support including all integration points and supporting technologies that might be needed.

- *Specific Business Problem(s):* This activity determines the justification for replacing the existing system. We accomplish this be defining the high-level business requirements the pension organization feels any new system must satisfy.
- *Business Functionality*: This activity defines the business scope of the solution. We accomplish this by reviewing the functionality provided by most of the BAS/PAS vendors systems and determining which of this functionality must exist in a complete ERS solution. Secondly, we determine any additional or

optional functionality the pension organization might need. This will be part of the Current ERS Business Operations Review.

- *Integration Points*: This activity determines the touch points to other applications, outside agencies, or financial institutions.
- *Supporting Technologies*: This activity identifies the technologies, such as workflow or imaging, needed to support the organization and includes a review of their technical infrastructure.
- *Gap Analysis:* This activity identifies disparities (gaps) between the needs of the current business operations and the capabilities provided by information gathered above and the business functionality the new system must support.

Functional Expertise

Grant Thornton has advanced the procedure of assessing current state processes with our proprietary Online Assessment Tool. It both abbreviates the process and makes it dynamic, allowing the user to collect, analyze, and visualize both qualitative and quantitative information regarding current processes. Additionally, the Tool can be leveraged to track risks and issues throughout the lifetime of a project.

Figure 12: Online Assessment Tool: Visualization using major 'categories' of notes

Information on data challenges and needs, as well as goals and objectives, can be collected directly in the Assessment Tool, or can be collected in a different file format and loaded later through a simple ingestion process. As an online application, the Assessment Tool serves as an easily accessible single source of truth and central repository for the collected information and accompanying analytics.

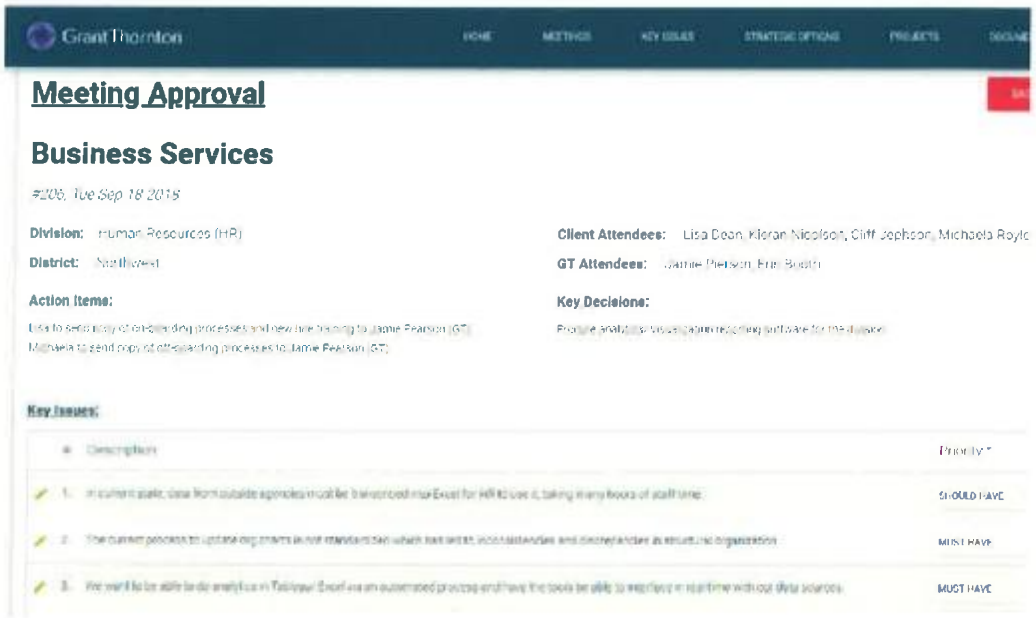


Figure 13: Online Assessment Tool

Our Assessment Tool renders workshop notes from qualitative information into quantitative data points, functioning as an instrument to organize and prioritize data strategy elements based on objective measures (e.g., most common challenges cited). The Tool can provide summary reports and interactive dashboards of those data points to enable drill-down capabilities to visualize and display the defined business objective measures.

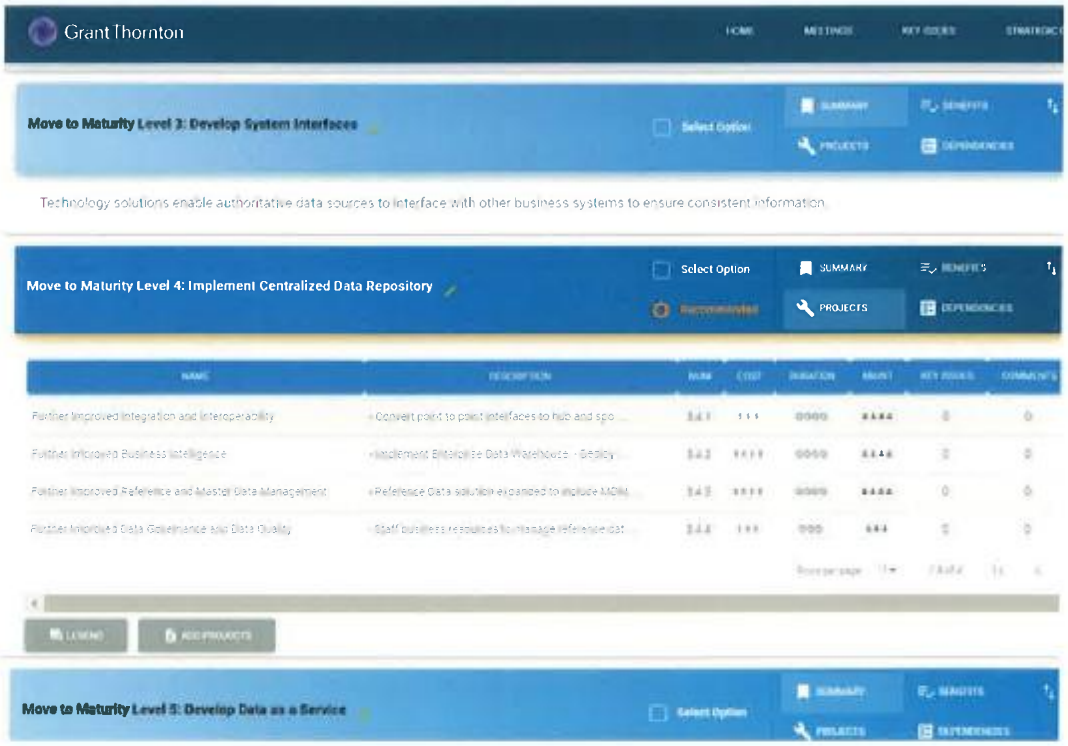


Figure 14: Online Assessment Tool: List of Meeting Notes

Following the identification of an organization's current process maturity levels, we can define desired levels of maturity on a five-point scale with respect to each principle, based on definitions associated with each. This facilitates the gap assessment which is critical in determining requirements to be leveraged in the future development of an RFP. Upon the identification of gaps, options to mitigate these gaps are developed and visualized in the Assessment Tool as a roadmap for simplification during the planning and decision making processes.

The tool supports a project roadmap visualization to enable a high level view of one's strategic plan, which can also be imported into project management software. The visualization is interactive with drill down capabilities that can account for project dependencies, notional timeframes, and relative costs.

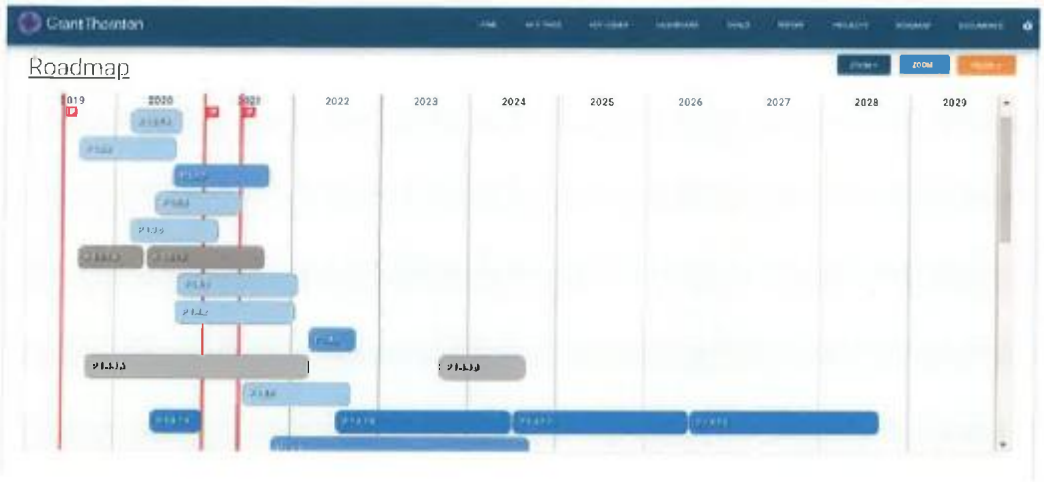


Figure 15: Online Assessment Tool: Roadmap Feature

This is an iterative process that can be repeated until the roadmap suits the desired balance of organization needs, budget, scope, and timeframe constraints for the organization.

Embracing a data-driven decision culture and managing data as an asset requires the vision and execution plan in the form of a data strategy and roadmap, respectively. Through automation and quantitative justification, the creation process for both no longer needs to be an onerous and lengthy process.

Provaliant maintains an extensive pension administration system database that includes key information about solutions that have been or are being implemented by public pension organizations throughout North America. This database contains metrics related to the solution approach, vendors involved, costs and timeframes. It is ideal for making comparisons to agencies of a similar size, complexity, and system scope. This is important for the accurate estimation of cost and schedule for the solution that ERS chooses to pursue. The table referenced below - Vendor Implementations is a sample of the information on all vendor pension system implementations in Provaliant's proprietary database.

Access to Research

Grant Thornton has access to many of the leading industry leading research including Gartner, Forrester, IBC and more. More to the point we leverage multiple sources during our research, we do not rely on just one source.

Technical Expertise

ERS has a solid understanding that research needs to be done regarding the technical features that will allow ERS continue to maintain or improve the current high level of service. Researching features such as scalability, flexibility to future changes, integration, and current architecture.

The GT Team has the deep experience not just in the knowledge of the pension and benefits business processes, but in the technical components and underlying architectural concepts that support the BAS/PAS processes. This experience is critical when assessing the options, their features and the underlying benefits, risks, and estimated total costs associated with each.

For example, Garry Sitz was the lead architect in the development of the new BAS/PAS system for the Teacher Retirement System of Texas. The following are architectural slides from the Teacher Retirement System of Texas Board presentation on their BAS/PAS system replacement program called TEAM.

These represent Conceptual Reference Architecture diagrams to describe the system. The first slide was the current legacy system architecture or the "As-Is" architecture.

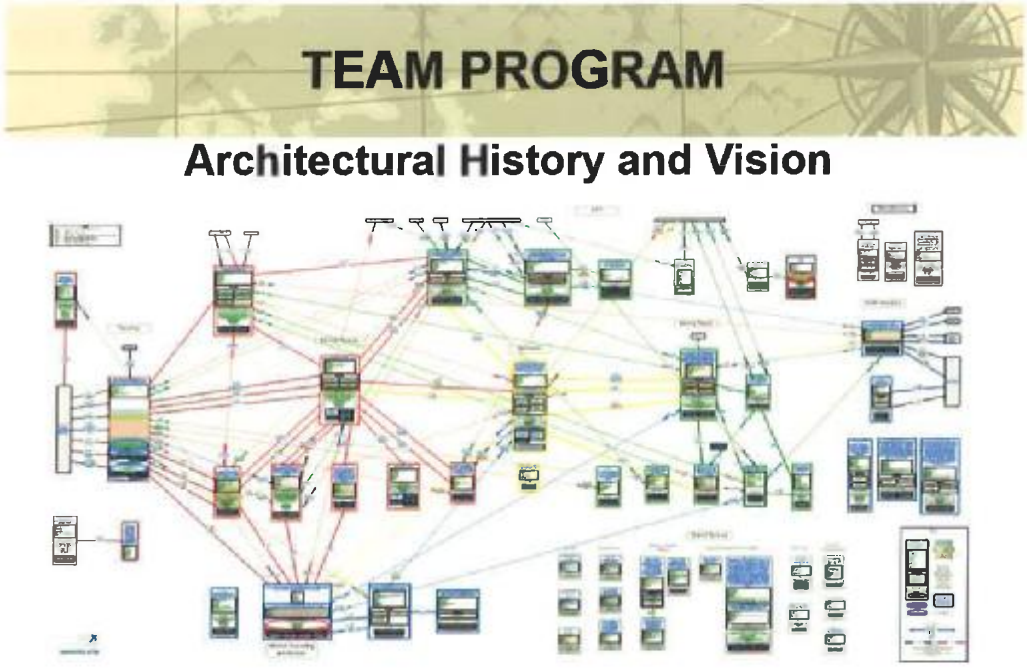


Figure 17: Sample Architectural As–Is Diagram

Led by Garry Sitz, the TRS Architecture Team came up with a vision of the new BAS/PAS system architecture for the Teacher Retirement System (TRS) of Texas that would meet its long-term needs. That "To-Be" vision for TRS is represented on the following diagram.

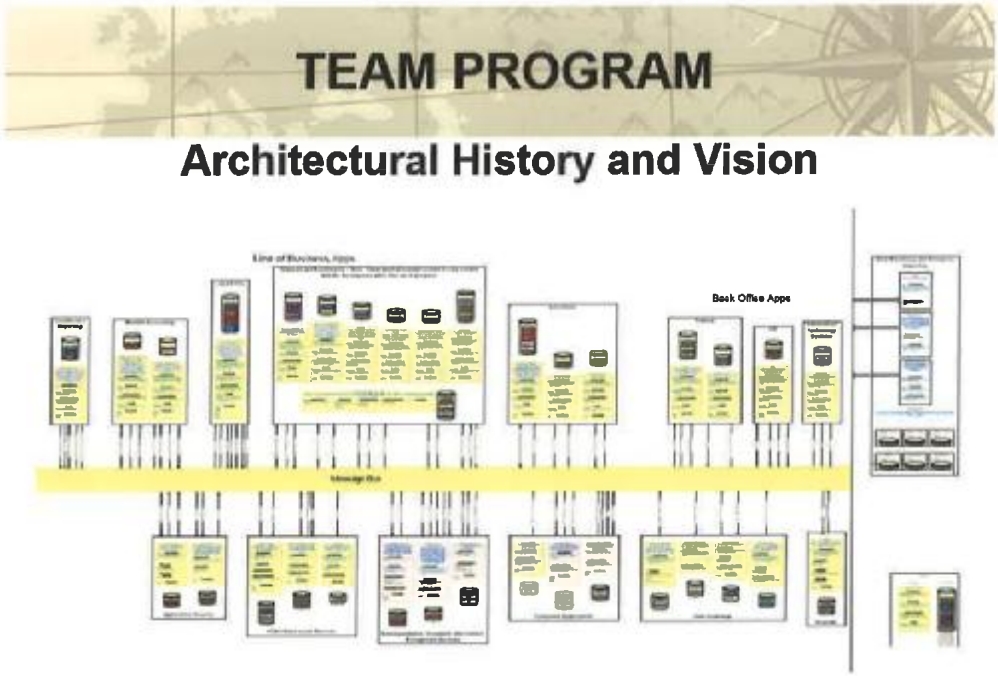


Figure 18: Sample Architectural To-Be Diagram

TRS, like ERS, had unique requirements and complexities that required a unique solution. TRS, under the oversight of Provaliant, which includes several of the GT Team being proposed to ERS, had to determine which vendor could best meet the technical/architectural vision and the business vision of the new system. Phase 1 of the new BAS/PAS for TRS, it is a two phase program, went into Production in October of 2017. Phase 2 is scheduled for April 2020. The next diagram shows the architectural diagram that was implemented by TRS.

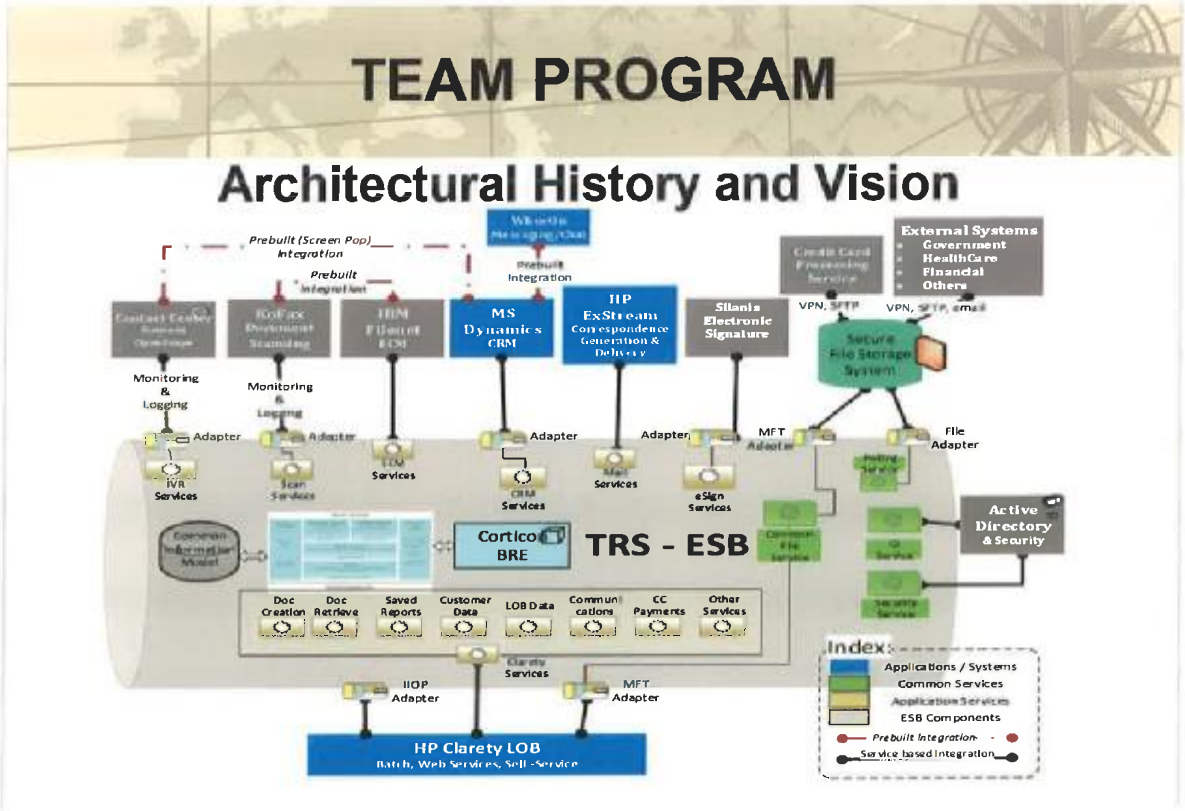


Figure 19: Sample Reference Architecture Diagram

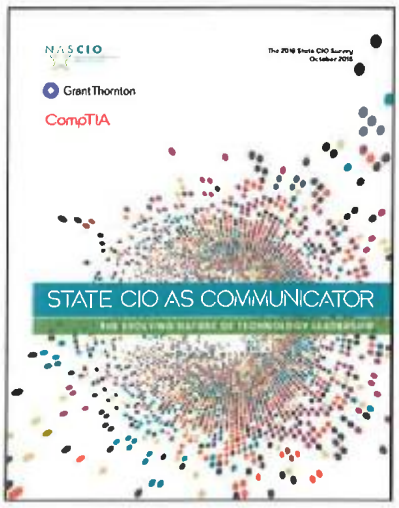
The deep technical experience of the GT Team is further enhanced by Tom Smith, who served as the CTO for two public pension systems during their BAS/PAS system replacement projects. One project which involved the procurement of a BAS/PAS system vendor and the second project which was an in-house Agile development effort.

The GT Team has the industry knowledge of a PAS system and a BAS system are as well. The following diagram, a PAS Functional Component diagram, provides an example of the expansive toolset and experience that the GT Team has. They do not have to learn the business, but instead can dive in and ask questions based on past experiences and lessons learned to assist ERS in achieving their vision for the new system.

[redacted]

Industry Relationships

The GT Team —including those proposed as key personnel— serve as leaders, participants, and presenters in relevant organizations, such as the American Council for Technology and Industry Advisory Council (ACT-IAC), the Consortium of Advanced Management International (CAM-I), TDWI, Association of Government Accountants, Oracle Users Group, e-Gov, and the Potomac Forum. This experience provides us with a deep network of public sector and industry partners that we leverage to stay abreast of the latest policies, guidelines, trends, and tools that impact our customers.



GT partners with NASCIO and CompTIA, which jointly conducts an annual survey of public sector CIOs to determine trends and best practices. In addition to being on the forefront of understanding what CIOs in the public sector demand, we also collaborate on special tasks, such as the Commission on the Leadership

Opportunity in U.S. Deployment of the Cloud, the Commission on Government Technology Opportunity for the 21st Century, and Demystifying Big Data, each of which provide recommendations and best practices for improving the way the Federal Government purchases and implements IT systems within these rapidly changing areas of interest. We bring these perspectives on technology trends and best practices to our clients as we design and develop solutions.

The GT Team is actively engaged in the pension and benefit industry. The following is a sample of the sponsorships and organizations that we are part of:

https://www.nascio.org/

NASCIO's mission is to foster government excellence through quality business practices, information management, and technology policy. NASCIO provides state CIOs and state members with products and services designed to support the challenging role of the state CIO, stimulate the exchange of information and promote the adoption of IT best practices and innovations. From national conferences, peer networking, research and publications, briefings and government affairs, NASCIO is the premier network and resource for state CIOs.

www.nasra.org

NASRA (National Association of State Retirement Administrators) is a non-profit association whose members are the directors of the nation's state, territorial, and largest statewide public retirement systems. NASRA members oversee retirement systems that hold more than two-thirds of the $4.5 trillion held in trust for nearly 15 million working and 11 million retired employees of state and local government. Their mission is to serve the members of the National Association of State Retirement Administrators in managing sustainable public employee retirement systems through research, education, and collaboration.

www.nctr.org

NCTR (National Council on Teacher Retirement) is constituted as an independent association dedicated to safeguarding the integrity of public retirement systems in the United States and its territories to which teachers belong and to promoting the rights and benefits of all present and future members of the systems. Their mission is to be the resource for fostering strategic partnerships, providing training and pension advocacy for the educational community.

PRISM
Public Retirement Information Systems Management

www.prism-assoc.org

PRISM (Public Retirement Information Systems Management) purpose is to provide opportunities for IT management of public retirement funds to collaborate and share their experiences with new technologies affecting the retirement and IT industries.

NPEA

www.npea.org

NPEA (National Pension Education Association) provides a forum to educate public retirement system professionals and encourage the ongoing exchange of information and ideas in retirement planning and member communication. As a national organization committed to quality retirement education and communication, we encourage and guide the growth of developing programs and services, and to challenge experienced counselors, managers and communications professional to achieve greater success. Through our website, certification program partnership, and our annual conference, we provide the tools to help retirement professionals meet the needs and engage the interests of their members

TASSCC

www.tasscc.org

TASSCC (Texas Association of State Systems for Computing and Communications) are Texas state agencies and state institutions of higher education, while associate members are primarily companies involved in computing and communications. Partnering to advance education and networking among professionals supporting Information Technology for the Texas Public Sector.

Pricing

The pricing listed below includes all the SOW costs – add lines, if necessary, for costs which should be considered, but are not listed in the table. Submit a fixed-fee, total, and complete cost to deliver the services described in the SOW to achieve the Phases by the Milestone Dates. Provide an hourly rate, in the event ERS determines that additional research (beyond what is scoped) is required in Phase 2.

Deliverable No.	Deliverable Name	Price
1	Phase 1 – Define Options - (Submit the final report for each of the Vendor defined options)	$992,342.00
2	Phase 2 – Option Choice - (Submit the final report of the ERS chosen option and include any additional research for the chosen option and other options)	$327,856
3	Phase 3 – RFP - (Submit all versions, (drafts and final) of the RFP.)	$245,892
	Total Price (Fixed fee items 1,2,3 only)	$1,566,090.00

Note: We are prepared to provide a discount to our price, if ERS is willing to allow progress payments for the third deliverable.

For the purposes of any additional work required under this SOW to perform phase 2 "additional research and detailed analysis," the Respondent shall propose an hourly rate for each staff role/function that may be required. Respondent may add additional rows as necessary.

Role/Function	Hourly Rate
Project Partner	$250.00
Project Manager	$205.00
Senior Retirement System Analyst	$225.00
Retirement System Analyst	$200.00
Senior Procurement Specialist	$200.00
Procurement Specialist	$155.00
Senior Technical Architect	$225.00
Technical Architect	$200.00
Manager	$150.00
Senior Associate	$135.00
Associate	$110.00

Response submission requirement - Submission Format
Respondent should use the SOW form for responses. These should be returned as a final submission in PDF format.

Confidentiality

Respondent should note which portions of the SOW are to be considered confidential by submitting a separate document which specifies everything that Respondent deems to be confidential and/or proprietary.

ERS is required to provide access to certain records in accordance with the provisions of the Public Information Act (PIA). Respondent is required to make any information pursuant to the SOW, and not otherwise excepted from disclosure under the PIA, available in a format that is accessible by the public at no additional charge to ERS.

During the evaluation process, ERS shall make reasonable efforts as allowed by law to maintain proposals in confidence and shall release proposals only to personnel involved with the evaluation of the proposals and implementation of the Contract unless otherwise required by law. However, ERS cannot prevent the disclosure of public documents and may be required by law to release documents that Respondent considers to be confidential and proprietary.

Labeling of Confidential and Proprietary Information. In order to protect and prevent inadvertent disclosure of confidential information submitted in support of its proposal, Respondent shall supply, in good faith and with legally sufficient justification, a separate schedule of all pages considered by Respondent to contain any confidential and/or proprietary information. Respondent shall also mark each page/section of its proposal as confidential/proprietary each time it submits information to ERS, whether in its initial proposal or in any supplemental information submitted to ERS. By submitting a proposal, Respondent acknowledges and agrees that all information submitted by Respondent in response to this SOW that is not clearly marked as "Confidential" information is public information and may be fully disclosed by ERS without liability and without prior notice to or consent of Respondent or any of its subcontractors or agents.

Respondent further understands and agrees that, upon ERS' receipt of a PIA request for Respondent's information, ERS will provide the requestor the information which is not confidential and/or proprietary. If Respondent fails to submit its confidential and/or proprietary information as described herein, ERS shall consider all of the information to be public, and it will be released without notification to the Respondent upon receipt of a PIA request.

To the extent the public version of Respondent's proposal contains "Protected Materials", Respondent acknowledges that such Protected Materials may be disclosed, publically displayed, published, reproduced and/or distributed by ERS pursuant to the PIA, or as otherwise required by law. Respondent warrants and represents that it owns, or has obtained all necessary permissions with respect to the use of, the Protected Materials and hereby grants ERS an irrevocable, perpetual, non-exclusive, royalty-free license to display, publish, reproduce, distribute or otherwise use the Protected Materials solely for the purpose of compliance with applicable laws. Respondent shall indemnify and hold harmless ERS, its trustees, officers, directors, employees, and contractors, as well as any trust managed by ERS, from and against any claim of infringement of the Protected Materials resulting from ERS' use of the Protected Materials as set forth herein.

Upon receipt of a PIA request, ERS will submit the information which the Respondent considers confidential and/or proprietary to the Texas Attorney General to issue a ruling on whether the information is excepted from public disclosure.

It is Respondent's sole obligation to advocate in good faith and with legally sufficient justification the confidential or proprietary nature of any information it provides to ERS. Respondent acknowledges and agrees that ERS shall have no obligation or duty to advocate the confidentiality of Respondent's material to the Texas Attorney General, to a court, or to any other person or entity. Respondent acknowledges and understands that the Texas Attorney General may nonetheless determine that all or part of the claimed confidential or proprietary information shall be publicly disclosed.

In addition, Respondent specifically agrees that ERS may release Respondent's information, including alleged confidential or proprietary information, upon request from individual Members, agencies or

committees of the Texas Legislature where needed for legislative purposes, for their own information, as provided for in the PIA, or to any other person or entity as otherwise required by law.

Mandatory Terms

Notwithstanding anything to the contrary in this SOW or any subsequent agreement between ERS and Respondent (collectively the "Agreement"), the parties hereby agree as follows: (a) the obligations of the parties shall be subject to the Texas Public Information Act (Tex. Gov't Code ch. 552) and state of Texas record retention laws and regulations, and Respondent is required to make any information pursuant to this Agreement, and not otherwise excepted from disclosure under the PIA, available in a format that is accessible by the public at no additional charge to ERS; (b) ERS hereby reserves and does not waive its sovereign immunity; (c) ERS does not agree to indemnify Respondent for any liability or costs incurred by Respondent for any reason; (d) the laws of the state of Texas shall apply without regard to the principles of conflicts of laws; (e) without waiving its sovereign immunity, any disputes will be heard exclusively in a Texas state court in Travis County, Texas; (f) ERS does not agree to engage in arbitration and does not waive its right to jury trial; (g) ERS is tax-exempt, and any fees to be paid under this Agreement: (i) do not include any taxes and (ii) have not been increased because of ERS' tax-exempt status; (h) Respondent represents and warrants that there are no facts or circumstances that could give rise to a conflict of interest or the appearance thereof; (i) Respondent may not assign this Agreement, including by merger or similar transactions, without the prior written consent of ERS; (j) Respondent is eligible to enter into this Agreement and receive payments under Tex. Gov't Code §§ 403.055, 2155.004, and 2155.006 and Tex. Fam. Code § 231.006; (k) Respondent agrees to comply with all applicable laws and regulations of the state of Texas relating to contracting with state agencies; and (l) this paragraph shall survive the termination or expiration of the Agreement. ERS and Respondent agree that this paragraph shall control to the extent of any conflict with any other portion of the Agreement.

Signatures / Acceptance

Accepted by:

Grant Thornton

Signature:

Print Name: Doug Doerr

Title: Principal

Date: 10/16/2019
DIR Contract #: _DIR-TSO-4032_____

Texas Department of Information Resources

SOW ID# ERS-000020

DocuSigned by:
Hershel Becker
7F04C0B913D647B...

Chief Procurement Officer

11/6/2019 | 1:23 PM CST

Accepted by:

Employees Retirement System of Texas

Signature:

Print Name: Porter Wilson

Title: Executive Director

Date: 10/30/2019