



Contract

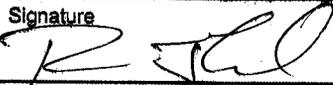
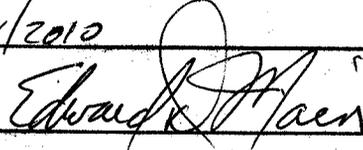
Commodity or Service: Request for Bid for the State of Wisconsin Department of Employee Trust Funds development, maintenance and support for the Wisconsin Retirement (WRS) Benefit Payment System (BPS) Request for Bid/Proposal No: ETJ0018 by NVISIA, LLC as modified or clarified in Change Order #1

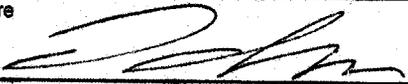
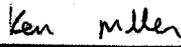
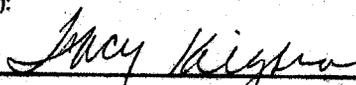
Contract Period: February 8th, 2010 through June 30th, 2014 plus three 2-year periods Change Order #2

1. This contract is entered into by and between the State of Wisconsin, Department of Employee Trust Funds, and the contractor whose name, address, and principal officer appears below;
2. Whereby the Department of Employee Trust Funds, agrees to direct the purchase and the contractor agrees to supply the contract requirements cited above in accordance with the terms and conditions of the request for bid cited above, and in accordance with the contractor's bid submitted on this request for bid; which request for bid is hereby made a part of this contract and as modified or clarified in Change Order #1;
3. In connection with the performance of work under this contract, the contractor agrees not to discriminate against any employees or applicant for employment because of age, race, religion, color, handicap, sex, physical condition, developmental disability as defined in s.51.01(5), Wis. Stats., sexual orientation as defined in s.111.32(13m), Wis. Stats., or national origin. This provision shall include, but not be limited to, the following: employment, upgrading, demotion or transfer; recruitment or recruitment advertising; layoff or termination; rates of pay or other forms of compensation; and selection for training, including apprenticeship. Except with respect to sexual orientation, the contractor further agrees to take affirmative action to ensure equal employment opportunities. The contractor agrees to post in conspicuous places, available for employees and applicants for employment, notices to be provided by the contracting officer setting forth the provisions of the nondiscrimination clause.
4. Contracts estimated to be over twenty-five thousand dollars (\$25,000) require the submission of a written affirmative action plan. Contractors with an annual work force of less than twenty-five (25) employees are exempted from this requirement.

 Within fifteen (15) working days after the award of the contract, the plan shall be submitted for approval to the contracting agency. Technical assistance regarding this clause is provided by the Wisconsin Office of Contract Compliance, Department of Administration, P.O. Box 7867, Madison, WI 53707-7867, (608) 266-5462.
5. The Change Order #1 and five exhibits to this Change Order, modify the RFB mentioned above. Change Order #1 includes Exhibit 1 – NVISIA Response to RFB ETJ0018 for Wisconsin Department of Employee Trust Funds dated January 31, 2010, Exhibit 2 – BPS Billing Schedule dated January 31, 2010, Exhibit 3 – BPS Support and Lump Sum Acceptance Staffing dated January 31st, 2010, Exhibit 4 – BPS Consultant Rate Card, Effective January 31, 2010 – June 30, 2011 dated January 31, 2010, and Exhibit 5 – BPS Software Support Contract dated January 29, 2010. All other provisions of this contract unrelated to this Change Order remain in effect.
6. The Change Order #2 and four exhibits to this Change Order, modify Change Order #1. Change Order #2 includes Exhibit 1 – Benefit Payment System Contract ETJ0018 dated February 23, 2010, Exhibit 2 – Lump Sum Payment System Transition 2 – Acceptance Plan dated January 27, 2010, Exhibit 3 - BPS Billing Schedule dated February 17, 2010, and Exhibit 4 – BPS Support and Lump Sum Acceptance Staffing dated February 17, 2010. All other provisions of this contract unrelated to this Change Order remain in effect.

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State of Wisconsin Department of Employee Trust Funds	
By (Name)	Robert J. Conlin
Signature	
Title	Deputy Secretary
Phone	608/261-7940
Date (MM/DD/CCYY)	2/24/2010
Witness (1):	
Witness (2):	

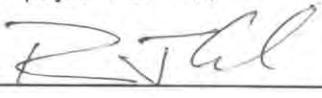
To be Completed by Contractor	
Company Name	NVISIA LLC
Company Address (City, State, Zip)	200 South Wacker Drive 36 th Floor, Chicago, IL 60606
By (Name)	Daniel E. Dexter
Signature	
Title	CFO
Phone	312-985-8160
Date (MM/DD/CCYY)	Feb 23, 2010
Witness (1):	
Witness (2):	

This document can be made available in accessible formats to qualified individuals with disabilities.

State of Wisconsin - Employee Trust Funds
Benefit Payment System - Contract ETJ0018
BPS Change



Title	Description	Weeks	Cost
Lump Sum Transition 2 Acceptance Plan	Definition of the deliverables to be created during the Lump Sum Transition 2 iteration and how these deliverables will be evaluated. See Exhibit #2 - Transition 2 - Acceptance Plan	4	\$0.00
Lump Sum Resource Extension	Extension of one development resource for the months of March and April. Extension of one development resource for the month of April. Extension of one project architect resource for the month of April. See Exhibit #3 - BPS Billing Schedule See Exhibit #4 - BPS Support and Lump Sum Acceptance Staffing	9	\$95,000.00
		Total	\$95,000.00

State of Wisconsin Employee Trust Funds	nVISIA, LLC nVISIA
 DATE	 DATE
Robert J. Conlin Deputy Secretary	Dan Dexter Chief Financial Officer

State of Wisconsin – Dept. of Employee Trust Funds

**CONTRACT ETJ0018
BPS CHANGE ORDER #2
EXHIBIT 2**

**Employee Trust Funds - Lump Sum Payment System
Transition 2 - Acceptance Plan**

Version 1.0



Revision History

Date	Version	Description	Author
1/27/2010	1.0	Initial version	Barb Vandenberg

Table of Contents

1. INTRODUCTION.....	4
1.1 PURPOSE.....	4
1.2 SCOPE.....	4
1.3 DEFINITIONS, ACRONYMS, AND ABBREVIATIONS.....	4
1.4 REFERENCES.....	4
2. RESPONSIBILITIES.....	5
3. ITERATION ACCEPTANCE TASKS.....	5
3.1 DELIVERABLE ACCEPTANCE CRITERIA.....	5
3.2 ITERATION ACCEPTANCE CRITERIA.....	5
3.3 ROLE DEFINITIONS.....	6
4. RESOURCE REQUIREMENTS.....	7
5. ITERATION ACCEPTANCE ENVIRONMENT.....	7
6. PROJECT DELIVERABLES.....	7
7. TOOLS, TECHNIQUES, AND METHODOLOGIES.....	8
7.1 TOOLS.....	8
7.2 TECHNIQUES AND METHODOLOGIES.....	9

1. Introduction

1.1 PURPOSE

This document, the Transition 2 Iteration Acceptance plan, is intended to describe how the ETF staff will evaluate deliverables from the four (4) week Transition 2 Iteration and ultimately determine if the collective NVISIA-ETF team has met a predefined set of acceptance criteria. This document shall describe the basis for acceptance, assigned acceptance responsibilities and resources required to support the acceptance process.

1.2 SCOPE

This acceptance plan defines deliverable acceptance criteria for the deliverables associated with the four (4) week Transition 1 Iteration only. Each subsequent iteration shall have a specific and distinct acceptance plan to govern the incremental delivery of documents for that iteration. We anticipate the acceptance plans will be added as change orders to the Contract and the most recent deliverable shall take precedence over earlier, more speculative artifacts.

1.3 DEFINITIONS, ACRONYMS, AND ABBREVIATIONS

- *Iteration Acceptance Criteria* – This refers to quantifiable measures that tell the project team that a specific project iteration is finished. In general, iteration “acceptance” means that all of the deliverables associated with an iteration have been developed, reviewed and accepted. Note: Because of the iterative development process, accepted documents are often not “complete” until the late iterations of the project. Therefore acceptance should not be synonymous with “complete”.
- *Deliverable Acceptance Criteria* – This refers to quantifiable measures of the success of each deliverable. It’s how the Project Directors, the Executive Sponsor and the balance of the project team know when a deliverable is acceptable.
- *Standards for Content and Format Acceptance Criteria* – This describes the format in which the executive sponsor can expect to receive the deliverable. This section ensures that the deliverable will be usable to meet its objective upon delivery. The tools, techniques, and processes used to develop the deliverable must complement the executive sponsor’s environment and promote the executive sponsor understanding of the deliverable.
- *Deliverable* – This describes any work product that is produced in the course of completing the project and will be turned over to the client. Any such deliverable may be considered intellectual property and should be governed as defined in the Contract. Deliverables may be formal or informal. Informal deliverables may not be subject to any formal acceptance process.
- *Formal Deliverable* – Any deliverable that is subject to acceptance by ETF.
- *NVISIA* – This pertains to all employees and any direct subcontractors of NVISIA.

1.4 REFERENCES

Not applicable for this Transition 2 Iteration.

2. Responsibilities

This section identifies the responsibilities of both the ETF and the NVISIA project team in preparing and performing the iteration acceptance activities.

For each Project Deliverable, the specified Originator is responsible for the origination and peer review of all deliverables identified in the Transition 2 Acceptance Plan and subsequent Iteration Acceptance Plans.

For each Project Deliverable, a person or group is specified to be responsible for reviewing, commenting on, moderating and accepting deliverables as described in the Transition 2 Iteration Acceptance Plan and subsequent Iteration Acceptance Plans.

Additional information concerning roles and responsibilities can be found in section 3.3 "Role Definitions" of this document.

3. Iteration Acceptance Tasks

3.1 DELIVERABLE ACCEPTANCE CRITERIA

The following section outlines the acceptance criteria associated with reviewing deliverables associated with the Transition 2 Iteration.

General Content and Format – Acceptance Criteria

Deliverables that are submitted as part of this iteration must meet the following acceptance criteria:

- **Adherence to Generally Accepted Grammar Standards** – The deliverable submitted for review must be free of grammatical and spelling errors based on Microsoft Spelling and Grammar checking.
- **Adherence to Generally Accepted Understandability Standards** – The deliverable submitted for review must be clearly understandable to the target audience. While this is a subjective standard based on reader preferences, the intention of this acceptance criterion is to ensure clarity of understanding.
- **Inclusive of Attachments and References** - All Attachments and references must be clearly identified, including their physical location.
- **Achievement of Purpose** – All deliverables submitted as part of this iteration must clearly fulfill their stated purpose.

Deliverable Defects – Acceptance Criteria

At times, artifacts may be accepted while still containing defects. In this case, all defects and associated resolution date(s) must be specified. In addition, a new acceptance date must be mutually agreed upon by both NVISIA and ETF.

3.2 ITERATION ACCEPTANCE CRITERIA

In general, the iteration will be considered acceptable once all of the deliverables associated with the iteration have been accepted. At its discretion, ETF's Project Management may choose to remove a deliverable and defer it to a future iteration.

For this Transition 2 iteration, there are three types of reviews that could constitute acceptance: In-Person Walkthroughs, Offline Review and Test Execution.

- **In-Person Walkthroughs**

For this type of review, the required artifact will be reviewed by the person(s) as specified in Project Deliverables section. At least 24 hours prior to this walk-through, the artifacts will be sent to the review and acceptance personnel. The information contained within the artifact will be outlined and reviewed as a team. From this review, all open issues identified must be resolved prior to acceptance. Once all issues are resolved, the artifact may be accepted.

- **Offline Review**

This review is meant for documents that do not need to be reviewed as a team (or in person). For this review, the person(s) identified in Project Deliverables section will review the artifact and prepare comments and questions for the originator. All comments and questions must be submitted to the originator at least 2 business days prior to the document acceptance date. Once these comments and concerns are addressed, the artifact can be accepted.

- **Test Execution**

In order to accept development artifacts, tests will be developed that demonstrate the functionality completed. These tests will be either functional tests or involve the user viewing the web pages developed and exercising the required functionality.

All dates and required review and acceptance personnel are outlined in Project Deliverables section below.

3.3 ROLE DEFINITIONS

During the acceptance process, there are a number of roles that individual's may assume. The definitions of these roles are given below.

- **Originator** - Responsible for the initial creation and changes to the deliverable.
- **Peer Review** - Initial internal (within the NVISIA project team) reviewers of artifacts.
- **Moderator** - Responsible for coordinating the review and acceptance of deliverables by ETF. Works with the originator to ensure that any defined changes are made before acceptance.
- **Client Review** - Responsible for reviewing the deliverables and detailing any questions or changes.
- **Client Acceptance** - Responsible for acceptance of deliverables.

4. Resource Requirements

Hardware Requirements - Not applicable for the Transition 2 Iteration.

Software Requirements - Not applicable for the Transition 2 Iteration.

Documentation Requirements - As specified in Project Deliverables section.

5. Iteration Acceptance Environment

All deliverables will be located in the ETF version control repository. At the time of acceptance, all associated artifacts will be labeled appropriately.

6. Project Deliverables

The following project deliverable(s) will be completed during the four (4) week Transition 2 iteration which will begin on February 1, 2010 and conclude on February 28, 2010.

Deliverable: Risk Tracking Spreadsheet				
Description		Document and update the risks that have been identified and their effect on the LSPS project.		
Completion Date		2/25/2010	Acceptance Review	
Acceptance Date		3/1/2010	Offline Review	
Originator	Peer Review	Moderator	Client Review	Client Acceptance
Barb Vandenberg	Ron Kolwitz Shaun Lovick	Betsy Woodward	Connie Koberle Betsy Woodward	Joanne Cullen
<i>Special or Unique Acceptance Criteria: This is an updated version of the risk tracking spreadsheet. As the project progresses and new risks are defined, this document will be updated.</i>				

Deliverable: Acceptance Plan for T2				
Description		Documents the duration of and project deliverables that will be completed during the next iteration. It includes the acceptance dates, review type, and persons responsible for the content and review tasks.		
Completion Date		2/25/2010	Acceptance Review	
Acceptance Date		3/1/2010	Offline Review	
Originator	Peer Review	Moderator	Client Review	Client Acceptance
Barb Vandenberg	Ron Kolwitz Shaun Lovick	Betsy Woodward	Connie Koberle Betsy Woodward	Joanne Cullen
<i>Special or Unique Acceptance Criteria: This acceptance plan document contains the project deliverables for the next iteration.</i>				

Deliverable: Updated Acceptance Test Plan				
Description		A plan, by payroll week, of the tasks and assignees for Acceptance Testing. The Acceptance Test Plan will test common and exception scenarios, as well as cyclical and annual processes		
Completion Date		2/25/2010	Acceptance Review	
Acceptance Date		3/1/2010	Offline Review	

Originator	Peer Review	Moderator	Client Review	Client Acceptance
Barb Vandenberg	Ron Kolwitz	Betsy Woodward	Connie Koberle Betsy Woodward	Joanne Cullen
<i>Special or Unique Acceptance Criteria:</i>				

Deliverable: Software Architecture Document				
Description		Updating of the existing Software Architecture Document to include the decisions from design and development discussions.		
Completion Date		2/25/2010	Acceptance Review	
Acceptance Date		3/1/2010	In-Person Walkthrough	
Originator	Peer Review	Moderator	Client Review	Client Acceptance
Connie Koberle Ron Kolwitz	Josh Birenbaum	Betsy Woodward	Connie Koberle Betsy Woodward	Joanne Cullen
<i>Special or Unique Acceptance Criteria: This is an updated version of the Software Architecture Document.</i>				

Deliverable: ETF-NVISIA LSPS Knowledge Transfer				
Description		Specific areas of knowledge have been defined for each ETF staff member. This deliverable measures the completion of these tasks, per the iteration project plan.		
Completion Date		2/25/2010	Acceptance Review	
Acceptance Date		3/1/2010	In-Person Walkthrough	
Originator	Peer Review	Moderator	Client Review	Client Acceptance
Connie Koberle Ron Kolwitz	Shaun Lovick	Betsy Woodward	Connie Koberle Betsy Woodward	Joanne Cullen
<i>Special or Unique Acceptance Criteria:</i>				

Deliverable: LS Software Deployed to BU Test Environment (Acceptance)				
Description		Deploy an updated version of the Lump Sum software to the to the ETF test environment at least once during this iteration.		
Completion Date		2/25/2010	Acceptance Review	
Acceptance Date		3/1/2010	Offline Review	
Originator	Peer Review	Moderator	Client Review	Client Acceptance
Connie Koberle Ron Kolwitz	Naveen VK	Betsy Woodward	Connie Koberle Betsy Woodward	Joanne Cullen
<i>Special or Unique Acceptance Criteria: This Acceptance Criteria will be documented via a listing of the deployment version, deployment date, and the environment to which the software was deployed.</i>				

7. Tools, Techniques, and Methodologies

7.1 TOOLS

- Document-based deliverables – will be prepared using Microsoft Office Tools including Word, Excel and Power Point.
- Model-based deliverables – will be prepared using Enterprise Architect for UML modeling or similar tool.
- Project Schedule-based deliverables – will be prepared using Microsoft Project for Excel

- Development-based deliverables – will be created using IBM's WebSphere Studio Application Developer (WSAD) or similar tool.

7.2 TECHNIQUES AND METHODOLOGIES

- Not applicable for this Transition 2 Iteration.

State of Wisconsin - Employee Trust Funds
Benefit Payment System
Change Order #2 - Exhibit #3 - BPS Billing Schedule



Billing Date	Lump Sum	Lump Sum Holdback	BPS Support	Lump Sum Support	BPS/Lump Sum Support	Total Monthly
February 26, 2010	\$ 101,250 ^{1,2}		22,000 ³			\$ 123,250.00
March 31, 2010	\$ 110,700 ^{1,6}		25,300 ³			\$ 136,000.00
April 30, 2010	\$ 64,800 ⁶	\$ 32,500 ^{1,2}	24,200 ³	\$ 36,360 ⁴		\$ 157,860.00
May 31, 2010		\$ 5,500 ⁶	22,000 ³	\$ 33,100 ⁴		\$ 64,600.00
June 30, 2010			24,200 ³	\$ 36,360 ⁴		\$ 60,560.00
July 30, 2010					\$ 64,700 ⁵	\$ 64,700.00
August 31, 2010					\$ 67,800 ⁵	\$ 67,800.00
September 30, 2010					\$ 64,700 ⁵	\$ 64,700.00
October 29, 2010					\$ 64,700 ⁵	\$ 64,700.00
November 30, 2010					\$ 62,200 ⁵	\$ 62,200.00
December 31, 2010					\$ 67,800 ⁵	\$ 67,800.00
January 31, 2011					\$ 64,700 ⁵	\$ 64,700.00
February 28, 2011					\$ 61,700 ⁵	\$ 61,700.00
March 31, 2011					\$ 70,800 ⁵	\$ 70,800.00
April 29, 2011					\$ 64,700 ⁵	\$ 64,700.00
May 31, 2011					\$ 64,700 ⁵	\$ 64,700.00
June 30, 2011					\$ 67,740 ⁵	\$ 67,740.00
Totals	\$ 276,750.00	\$ 42,900.00	\$ 117,700.00	\$ 105,820.00	\$ 786,240.00	\$ 1,328,510.00

1H 2010
\$ 542,270.00

2H 2010
\$ 391,900.00

1H 2011
\$ 394,340.00

This billing schedule is for all work on the Lump Sum Project to be completed from February 1, 2010 through March 31, 2010 including the related holdback billings as detailed in BPS ETE0001 Change Orders #6 and #15; and the BPS Lump Sum Support Agreement for the term of February 1, 2010 through June 30, 2010 as detailed in BPS ETE0001 Change Order #11; and the Lump Sum Support Agreement for the term of April 1, 2010 through June 30, 2010 as detailed in BPS ETJ0018 Change Order #1; and the BPS/Lump Sum Support Agreement for the term of July 1, 2010 through June 30, 2011 as detailed in the BPS ETJ0018 Change Order #1.

State of Wisconsin, Employee Trust Funds

NVISIA, LLC

[Signature]

2/24/2010
DATE

[Signature]

Feb 23, 2010
DATE

Robert J. Conlin
Deputy Secretary

Dan Dexter
Chief Financial Officer

Footnote Index	Description
1	Tied to BPS ETE0001 Change Order #6 - Exhibit 1 - Line Item #1 - Lump Sum Project
2	Tied to BPS ETE0001 Change Order #15 - Exhibit 1 - Line Item #3 - Lump Sum 2009 Resource Extension
3	Tied to BPS ETE0001 Change Order #11 - Exhibit 1 - Line Item #1 - BPS Software Support Contract
4	Tied to BPS ETJ0018 Change Order #1
5	Tied to BPS ETJ0018 Change Order #1
6	Tied to BPS ETJ0018 Change Order #2

State of Wisconsin - Employee Trust Funds

Benefit Payment System (BPS)

BPS ETJ0018 - Change Order #2 - Exhibit #4 - BPS Support and Lump Sum Acceptance Staffing

Role	Individual	2010					
		February	March	April	May	June	
Lump Sum							
Project Director	Shaun Lovick	10%	10%				
Technical/Project Lead	Ron Kolwitz	100%	100%	100%			
Technical Architect	Naveen VK	80%	80%				
Technical Lead	Nick Scheffel	100%	100%	100%			
Software Engineer/Developer	Tim Onyschak	100%	100%	100%			
BPS Support							
Technical/Project Lead	Eric Zunko	100%	100%	100%	100%	100%	
Lump Sum Support							
Technical Architect	Naveen VK			100%	100%	100%	

Role	Individual	2010					
		July	August	September	October	November	December
BPS/Lump Sum Support							
Technical Architect	Naveen VK	100%	100%	100%	100%	100%	100%
Technical/Project Lead	Eric Zunko	100%	100%	100%	100%	100%	100%

Role	Individual	2011					
		January	February	March	April	May	June
BPS/Lump Sum Support							
Technical Architect	Naveen VK	100%	100%	100%	100%	100%	100%
Technical/Project Lead	Eric Zunko	100%	100%	100%	100%	100%	100%

State of Wisconsin, Employee Trust Funds	NVISIA-LLC
	
Robert J. Conlin Deputy Secretary	Dan Dexter Chief Financial Officer
DATE: 2/24/2010	DATE: Feb 23 2010