



State of Wisconsin  
 Department of Employee Trust Funds  
 4822 Madison Yards Way  
 Madison, WI 53705-9100  
 P. O. Box 7931  
 Madison, WI 53707-7931

## Contract by Authorized Board

**Commodity or Service:**

Transformation, Integration and Modernization  
 Consulting Services for the Department of Employee  
 Trust Funds Wisconsin Retirement System

**Contract/Request for Proposal/Amendment No.:**

Contract ETB0033 – Amendment #9 dated:  
 December 6, 2021

**Authorized Board:** Employee Trust Funds Board

**Contract Period:** July 18, 2012 through December 31, 2023.

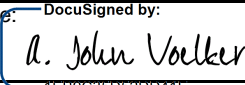
1. This Contract Amendment #9 is entered into by the State of Wisconsin Department of Employee Trust Funds (Department or ETF) on behalf of the Employee Trust Funds Board (Board), and **The Segal Company (Eastern States), Inc.**, for itself and its affiliates collectively doing business as Segal Consulting (Contractor), whose address and principal officer appear below. The Department is the sole point of contact for the Contract.
2. Whereby the Department agrees to direct the purchase and Contractor agrees to supply the Contract requirements in accordance with the documents specified in the order of precedence below, which are hereby made a part of the Contract by reference.
3. For purposes of administering the Contract the order of precedence is:
  - (a) This **Contract Amendment #9**, including the attached **Statement of Work** dated December 6, 2021, titled “ETF Modernization Strategy Implementation (continuation of previous SOW dated 11/13/2020)”;
  - (b) **Contract Amendment #8** dated June 18, 2021, which extended the Contract through December 31, 2023 as approved by the Board, and signed by the Department on June 22, 2021;
  - (c) **Contract Amendment #7** dated November 16, 2020, and signed by the Department on November 17, 2020, including the **Statement of Work** dated November 13, 2020, titled “ETF Modernization Strategy Implementation (continuation of previous SOWs dated 2/4/2020 and 5/27/2020)” and signed by the Department on November 16, 2020;
  - (d) The **Statement of Work** dated May 27, 2020, titled “Additional Oversight Project Management for Technical and Data Programs” and signed by the Department on June 2, 2020;
  - (e) **Contract Amendment #6** dated and signed by the Department on February 20, 2020, including the **Statement of Work** dated February 4, 2020, titled “ETF Modernization Strategy Implementation (continuation of previous SOW signed by ETF on 10/10/2019)” and signed by the Department on February 18, 2020, and **Change Order #9 Extension of General Consulting Advisory Services** for services described as “Project A2 – ECM Project Planning Phase Oversight Project Management (OPM) Services” and “Project D – Insurance Administration System (IAS) RFP Creation and Procurement” and signed by the Department on February 18, 2020;
  - (f) **Contract Amendment #5** dated December 30, 2019, which became effective upon the date of the closing of the sale of LRWL Inc. to Contractor (the “Closing Date”). By signing Contract Amendment #5 Contractor assumed, confirmed, and agreed to perform and observe all the obligations, agreements, terms and conditions, duties, and liabilities under the Contract as and from the Closing Date.
  - (g) The **Contract** with LRWL Inc., signed by the Department on July 25, 2012, and all cover letters, amendments, and attachments;
  - (h) The Business Associate Agreement included with the Contract;
  - (i) **Contract Amendment #4** dated October 15, 2019 and signed by the Department on October 16, 2019, including the **Statement of Work** titled “ETF Modernization Strategy Implementation” and signed by the Department on October 10, 2019;
  - (j) The **Statement of Work** titled “Strategic, Technical, and Data Planning (to determine the approach for Enterprise Content Management, Customer Relationship Management, and future integration with appropriate Benefit Administration Systems)” and signed by the Department on March 5, 2019;

- (k) **Contract Amendment #3** dated September 7, 2018, including **Change Order #7** for services described as “General Consulting Advisory Services” and **Change Order #8** for “Removal of Holdback,” both signed by the Department on August 29, 2018;
- (l) The **Statement of Work** signed by the Department on January 30, 2018, with services described as “Perform IV&V services for Task 1, 2 and 4 as described in Attachment A.” The Department acknowledges that LRWL has completed the work under this Statement of Work;
- (m) **Contract Amendment #2** dated November 28, 2016, including **Change Order #5** for services described as “Business Process Reengineering (BPR) Services,” and **Change Order #6** for services described as “Extension of Quality Assurance Advisory Services,” both signed by the Department on November 29, 2016. The Department acknowledges that LRWL has completed the work under Change Order #5 and Change Order #6;
- (n) **Change Order #4** signed by the Department on September 24, 2013, transferring existing hours from underspent/completed deliverables to the provision of additional deliverables regarding proposal evaluation review for the Department’s Benefits Administration System (BAS) software package. The Department acknowledges that LRWL has completed the work under Change Order #4;
- (o) **Change Order #3** signed by the Department on May 19, 2013, for services described as “Oversight project management during the implementation of ETF’s PeopleSoft Financials-based Financial Management Information System (FMIS) software package (FIN-02).” The Department acknowledges that LRWL has completed the work under Change Order #3;
- (p) **Change Order #2** signed by the Department on or about November 12, 2012, for services described as “Financial Management and Human Resources Information System (FM/HRIS) software package: requirements gathering, RFP development, procurement assistance, and oversight project management (FIN-01).” The Department acknowledges that LRWL has completed the work under Change Order #2;
- (q) **Change Order #1** signed by the Department on or about July 26, 2012, for services described as “Data analysis RFP development, procurement assistance and oversight project management.” The Department acknowledges that LRWL has completed the services under Change Order #1;
- (r) **Contract Amendment #1** signed by the Department on July 25, 2012;
- (s) **RFP ETB0033** dated April 26, 2012, including all appendices, attachments and amendments; and,
- (t) **LRWL Inc.’s technical and cost proposal for RFP ETB0033** dated May 25, 2012.

Signatures on the following page.

**Contract Number & Service: Amendment #9 - ETB0033 Transformation, Integration and Modernization Consulting Services for the Department of Employee Trust Funds**

This Contract shall become effective upon the date of last signature below (the "Effective Date").

<b>State of Wisconsin Department of Employee Trust Funds</b>	
Authorized Board: <b>Employee Trust Funds Board</b>	
By (Name)/Title: A. John Voelker, Secretary	
Signature:	DocuSigned by: 
Date of Signature:	12/15/2021

<b>Contractor</b>	
Legal Company Name: <b>The Segal Company (Eastern States), Inc.</b>	
Trade Name: Segal Consulting	
Taxpayer Identification Number: 13-1835864	
Contractor Address (Street Address, City, State, Zip): 333 West 34 <sup>th</sup> Street, New York, NY 10001-2402	
Name & Title (print name and title of person authorized to legally sign for and bind Contractor):  <b>Jeff Mills, Vice President</b>	
Signature:	DocuSigned by: 
Date of Signature:	12/15/2021
Email: jsmills@segalco.com Phone: 301-908-3014	

# Statement of Work

**Contract:** ETB0033 between the Wisconsin Department of Employee Trust Funds (Department or ETF) and The Segal Company (Eastern States), Inc. (Segal)

**Title:** ETF Modernization Strategy Implementation (continuation of previous SOW dated 11/13/2020, which was signed by ETF on 11/17/2020 and included in Contract Amendment #7)

**Date:** 12/06/2021

## 1. Our Understanding

Segal (formerly known as LRWL Inc.) has collaborated with ETF since 2012 to modernize their processes and systems. This Statement of Work (SOW) is a continuation of the previous SOW entitled “ETF Modernization Strategy Implementation” dated November 13, 2020 and signed November 16, 2020.

This SOW provides for the continuation of 5 tasks included in the previous SOW and adds 1 new task:

Previous Tasks:

- (1) Completion of any outstanding Enterprise Content Management (ECM) Project Planning and Oversight Project Management (OPM) tasks associated with the Q4 2021 rollout
- (2) Oversight Project Management (OPM) tasks related to Insurance Administration System (IAS)
- (3) Assist in the establishment of a governance model for ETF modernization projects
- (4) Oversight Project Management (OPM) tasks related to the Data Management Program
- (5) Oversight Project Management (OPM) tasks related to the Technology Program

New Tasks:

- (6) If requested, assist ETF in preparatory tasks related to Pension Administration System (PAS) procurement/implementation strategies

## 2. Approach

Segal will continue to work with ETF staff assigned to the tasks listed above to guide them in the planning, staffing, generation of ideas, formalization of process and approach, with the development of documents and plans, all culminating in the creation of separate deliverables for

each project, along with supporting planning and status reporting along the way, to be provided to ETF's Director of OEI.

### 3. Assumptions

Segal has made the following assumptions in developing this Statement of Work:

- Segal will have the necessary access as listed below. Any concerns identified that limit the ability of Segal to perform work will be discussed with ETF immediately:
  - Segal will have access to all ETF staff assigned to work on the above-listed tasks – which includes ETF project managers already tasked with starting the effort.
  - All existing documents/project artifacts requested by Segal will be made available to Segal within 2 business days, however, if the persons who can provide the documents/project artifacts are unavailable, or such items are difficult to produce, the documents/project artifacts will be provided as soon possible.
- Segal staff will work alongside ETF staff in completing the above-listed tasks. If ETF staff are unable to work on these tasks, Segal will adjust their staffing levels accordingly to complete the work in a timely manner based on prior, written approval by ETF.

### 4. Staffing

Segal's estimated level of effort for the tasks listed in Section 1 above is ~1.25 FTE. Jeff Mills is assigned as the Project Director, Brian Reed is the Project Manager, and Susan Schwarzman is the Senior Consultant. Where necessary, additional staff may be added, after first receiving the written approval of ETF. Segal's timeline below works under the assumption that Segal's proposed staffing level will remain constant, unless Segal and ETF determine more resources are needed to complete the work within the allotted timeline. If this happens, Segal is prepared to ramp up as needed to complete these tasks in a timely manner.

### 5. Timeline / Activities / Deliverables

(Task 1) ECM Project Planning and OPM efforts are currently underway and will continue until the 4th quarter of 2021 when this project is scheduled to be completed. This task remains on the 2022/2023 SOW to allow for participation in any overflow tasks that could continue into Q1 of 2022. Segal will continue to provide subject matter guidance and project management oversight and support as well as participate in any post project discussions, future planning, and lessons learned sessions. Segal will continue providing a monthly Oversight Dashboard Report through the first quarter of 2022, unless deemed necessary by ETF's Director of OEI.

(Task 2) IAS OPM efforts are currently underway and will continue through Q4 of 2023 when this project is scheduled to be completed. Segal will provide subject matter guidance and project management oversight and support. A monthly Oversight Dashboard Report will be delivered through 2023.

(Task 3) As future modernization projects begin, Segal will continue to assist ETF in the establishment of a governance model for ETF modernization projects (realizing that the current model may need modified to include steering teams etc. once multiple modernization projects are running simultaneously). This may include activities such as:

- Participate in governance discussions and needs gathering sessions
- Provide best practices with regards to large project governance models
- Research peer system successful governance models
- Serve as a part of the ongoing governance team
- Etc.

(Tasks 4 & 5) Segal will provide OPM services for the Data Management Program and the Technology Program. In comparison to the ECM or IAS project, Segal's efforts are limited and will be approximately 40 hours per month, in total for both Programs. The focus will be on ensuring project management standards are applied. These projects are currently underway with each program having various sub-projects that conclude at varying points during 2023. A monthly Oversight Dashboard Report will be delivered through 2023.

(Task 6) If requested and as time allows, Segal will assist ETF in preparatory tasks related to PAS procurement/ implementation strategies. Segal will provide general guidance and assistance with planning, strategy, and requirement definition regarding the future PAS project.

OPM is defined as:

- Weekly (or bi-weekly) project status meetings with ETF's Director of OEI
- Monthly activity status reports
- Monitor the presence and skillset of ETF and vendor staff assigned to the project
- Vendor project management/implementation deliverable review feedback (which may include the following):
  - Project plans
  - Staffing plans
  - Test methodology
  - Training methodology
  - Project deliverable schedule
  - Project release schedule
  - Risk management plan
  - Rollout plan
  - General adherence to RFP and other vendor contractual compliance
- Assist in establishing project management guidelines for ETF and the vendor
- Assist in the creation of a Requirements Traceability Matrix (RTM)
- Assist in determining the requirement tracking method
- Assist in the creation of a risk, and issues register along with reporting and escalation criteria
- Participate in and provide best practice feedback design sessions
- Review of design documents
- Review of testing procedures, methodologies, and test cases
- Review of training approach and materials
- Review SOWs or task statements
- Participate in weekly/biweekly project status meetings and or core team/steering team meetings
- Review of roll out plans
- Develop criteria and checklists and participate in Go/NO-GO decisions
- Review and monitor transition efforts related to moving systems into operation

Actual activities performed will be determined just prior to task commencement based upon ETF's needs and desires.

## 6. Level of Effort/Cost

The estimated level of effort and related costs for the tasks listed in Section 1 above shall not exceed the amount shown below.

Calendar Year	Item(s)	Level of Effort / Hours	Blended Remote Rate	Blended On-Site Rate	Total Cost
2022	Tasks 1-6	1.25 FTE / 2,360 hrs	\$252		\$594,720.00
		6 weeks onsite / 240 hrs		\$285	\$68,400.00
Total 2022					\$663,120.00
2023*	Tasks 1-6	1.25 FTE / 2,360 hrs	\$265		\$625,400.00
		6 weeks onsite / 240 hrs		\$295	\$70,800.00
Total 2023					696,200.00
Grand Total (through 12/31/2023)					\$1,359,320.00

\*Segal understands that the funds for 2023 have not yet been approved by ETF.

## 7. Agreement and Authorization

The signatures below indicate acceptance of this Statement of Work by both parties.

Wisconsin Department of Employee  
Trust Funds


By: 

Name: John Voelker

Title: Secretary

Date: 12/15/21

The Segal Company (Eastern  
States), Inc.

Signed by:  
By: 

Name: Jeff Mills

Title: Vice President

Date: 12/15/2021