



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.:

ETB0033 – Amendment #4 dated October 15, 2019

Authorized Board: Employee Trust Funds Board

Contract Period: July 18, 2012 through December 31, 2020 with the option by mutual agreement to extend the contract for one (1) additional one (1)-year period.

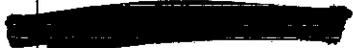
1. This Contract Amendment #4 is entered into by the State of Wisconsin Department of Employee Trust Funds (Department or ETF) on behalf of the Employee Trust Funds Board (Board), and **LRWL Inc.** (Contractor), whose address and principal officer appear below. The Department is the sole point of contact for this 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 this Contract the Order of Precedence is:
 - (a) The Contract with LRWL Inc., signed by the Department July 25, 2012, and all cover letters, amendments and attachments;
 - (b) The Business Associate Agreement included with the Contract;
 - (c) This **Contract Amendment #4** dated October 15, 2019, including the **Statement of Work** titled “ETF Modernization Strategy Implementation,” signed by the Department on October 10, 2019;
 - (d) 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),” signed by the Department on March 5, 2019;
 - (e) **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;”
 - (f) 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.” The Department acknowledges that Contractor has completed the work under this Statement of Work;
 - (g) **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.” The Department acknowledges that Contractor has completed the work under Change Order #5 and Change Order #6;
 - (h) **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 Contractor has completed the work under Change Order #4;
 - (i) **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 Contractor has completed the work under Change Order #3;

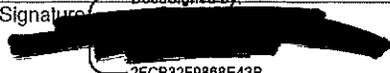
Page 2

- (j) **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 Contractor has completed the work under Change Order #2;
- (k) **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 Contractor has completed the services under Change Order #1;
- (l) **Contract Amendment #1** signed by the Department on July 25, 2012;
- (m) **RFP ETB0033** dated April 26, 2012, including all appendices, attachments and amendments; and,
- (n) **Contractor's technical and cost proposal for RFP ETB0033** dated May 25, 2012.

Contract Number & Service: Amendment #4 - ETB0033 Transformation, Integration and Modernization Consulting Services for the Department of Employee Trust Funds Wisconsin Retirement System

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

State of Wisconsin Department of Employee Trust Funds
Authorized Board: Employee Trust Funds Board
By (Name)/Title: Robert J. Conlin, Secretary
Signature: <small>DocuSigned by:</small> 
Date of Signature: <small>249598FF085E431</small> 10/16/2019

Contractor
Legal Company Name: LRWL Inc.
Trade Name: LRWL Inc.
Taxpayer Identification Number: 
Contractor Address (Street Address, City, State, Zip): 1800 Alexander Bell Drive, Suite 400 Reston, VA 20191
Name & Title (print name and title of person authorized to legally sign for and bind Contractor): Jeff Mills, Managing Director
Signature: <small>DocuSigned by:</small> 
Date of Signature: <small>2FCB32F9888E43B</small> 10/15/2019
Email: MillsJ@LRWL.com Phone: 703.385.3440

STATEMENT OF WORK (SOW)

Wisconsin Employees Trust Fund (ETF) and LRWL Inc.

TITLE: Strategic, Technical, and Data Planning (to determine the approach for Enterprise Content Management, Customer Relationship Management, and future integration with appropriate Benefit Administration Systems).

BACKGROUND: LRWL has collaborated with ETF since 2012 to modernize their processes and systems. This Statement of Work will establish the key activities that LRWL will participate in and lead in early 2019 to establish a strategy for moving forward with new business applications.

The tasks LRWL will assist with consist of 3 projects which will run concurrently; Project A beginning the initial research for an imaging replacement project, Project B: defining ETF's technical and data strategy moving forward in a multi solution environment, and Project C: conducting a comparison of customer relationship management solutions – those integrated within a PAS compared to standalone CRM products (e.g. Dynamics and Salesforce).

OBJECTIVE: To provide general consulting advisory services on the following tasks:

- Project A: Conduct research for ECM solution and define scope to determine:
 - Should an ECM be pursued as a stand-alone system as the first project, replacing the V3 solution
 - What alternatives are there to a stand-alone solution and what 'content' can be managed with other planned solutions
- Project B: Assist ETF in defining their technical and data strategies for a multi solution environment
- Project C: Assist ETF in determining Customer Relationship requirements, then evaluating a PAS with embedded CRM and COTS CRM solutions to determine:
 - Are there features available in a COTS CRM that warrant ETF pursuing this as an early, and separate effort from an Insurance or Pension Administration System (cost / benefit).
 - Does implementing a COTS CRM help solve any data consolidation issues and allow an earlier path for improvements for the member

APPROACH: LRWL will work with ETF staff assigned to these efforts 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 the TST and to the Director of OEI.

DELIVERABLES: The deliverables to be provided include:

- Project Plan that encompasses Projects A-C
- Staffing Plan that encompasses Projects A-C
- Project A - Research Document
- Project B - Strategy Document
- Project C - Evaluation Summary Document
- Monthly Activity Reports

LRWL will develop an outline of each document and provide to ETF prior to the completion of the final draft for any of the above deliverables.

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

- LRWL will have the necessary access as listed below. Any concerns identified that limit the ability to perform work will be discussed with ETF immediately:
 - LRWL will have access to all ETF staff assigned to work on this effort – which includes ETF project managers already tasked with starting the effort.
 - ETF will assign technical resources, specifically for Project B, that have knowledge of the current data model as well as to evaluate future alternatives.
 - All existing documents/project artifacts requested by LRWL will be made available to LRWL within 2 business days.
- ETF will communicate LRWL's new role to all OEI participants, including any 3rd party entities involved in these efforts.
- LRWL staff will work alongside ETF staff in completing the above-mentioned tasks. If ETF staff are unable to work on these tasks, LRWL will adjust their staffing levels accordingly to complete the work in a timely manner based on approval by ETF.

STAFFING: LRWL's estimated level of effort for this task is ~1.5 – 1.75 FTE. Jeff Mills is assigned as the Project Director and Brian Reed is the Project Manager. Where necessary, LRWL will engage other LRWL resources at .25 to .5 FTE to support the technical aspects of this effort. Our timeline below works under the assumption that our proposed staffing level will remain constant, unless LRWL and ETF determine more resources are needed to complete the work within the allotted timeline. If this happens, LRWL is prepared to ramp up as needed to complete these tasks in a timely manner.

TIMELINE / SCHEDULE: We are prepared to start on the effort within 1 week of notification by ETF. The initial duration of this effort is estimated to be ~100 days from the anticipated commencement on 2/18/2019 and completing by 7/8/2019, with incremental deliverables along the way focusing on completing higher priority tasks first as designated by ETF. LRWL will include in its monthly status report, any anticipated change in timeline, cost, etc.

8-31-2019

**STATEMENT OF WORK
(SOW)***Wisconsin Employees Trust Fund (ETF) and LRWL Inc.***TITLE: ETF Modernization Strategy Implementation**

BACKGROUND: LRWL has collaborated with ETF since 2012 to modernize their processes and systems. This Statement of Work will establish the key activities that LRWL will participate in and/or lead from 8/1/2019 throughout 12/31/2019 (current contract completion date) to continue assisting ETF in the implementation of the established modernization plan. Most recently LRWL has been engaged in providing general consulting services as defined in change order #9 pertaining to Projects A – C (ECM research, assisting in defining a technical and data strategy, and evaluating CRM related options). The two tasks defined below serve as a continuation of that previous SOW for Projects A-C, which ran through July of 2019.

The tasks LRWL will assist with consist of two projects which will run concurrently; Project A2 will be a continuation of the previous SOW's Project A - Imaging Replacement Project research, where LRWL will serve as the Oversight Project Manager (OPM) during the planning phases of this project, and will continue in this role if ETF elects to continue onto the implementation phase for this project with the selected vendor. Project D: Creating an Insurance Administration System (IAS) RFP and assisting/leading ETF throughout the procurement process.

OBJECTIVE: To provide general consulting advisory services on the following tasks:

- Project A2: ECM Project Planning Phase Oversight Project Management Services
 - Provide OPM consulting services throughout the ECM replacement project planning phase.
 - OPM services will continue should ETF elect to move into the implementation phase of this project, at the completion of the planning phase.
- Project D: IAS RFP creation and procurement:
 - Assist ETF in the creation and publishing of a IAS RFP
 - Facilitate the IAS procurement process
 - Assist ETF with vendor scoring and selection.

APPROACH: LRWL will work with ETF staff assigned to these efforts 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 the Director of OEI.



DELIVERABLES: The deliverables to be provided include:

- Project Plan that encompasses Projects A2 and D
- Project A2 –
 - Regular Updates to OEI Director via Weekly Status Meetings and Monthly Reports.
 - In addition, LRWL will also keep an issue tracking log, much like what was kept during BAS, to document and track issues as they arise throughout their resolution.
- Project D – IAS RFP, utilizing LRWL's Trademarked RFP, Procurement, and Vendor Selection Strategy Process Documents (detailed below which will be modified for an Insurance specific RFP)
 - RFP:
 - Review of available materials (BAS RFP reuse items)
 - Determine RFP format and organization
 - Determine RFP scope
 - Gather general procurement information and project timeline
 - Current environment
 - Business requirements (review of BAS RFP requirements, workshops with staff to re-confirm, modify, enhance, and add requirements)
 - Technical Requirements (inclusive of integration requirements)
 - New functionality
 - Implementation Requirements (project management, staffing, data, conversion, testing, training, other, etc.)
 - Determine invoice/payment/holdback
 - Determine procurement T's & C's
 - Assemble RFP attachments
 - Assemble RFP
 - Determine distribution methods
 - Establish evaluation methodology (review/scoring procedures)
 - Educate selection(scoring) team
 - Facilitate response to vendor questions
 - Host bidder conference (if one is held)
 - Initial proposal reviews
 - Reference checks
 - Questions to bidders
 - Develop product demonstration scenarios
 - Review bidder question responses
 - Initial scoring
 - Facilitate product demonstrations
 - Facilitate site visits
 - Facilitate Re-Scoring
 - BAFO
 - Compile and prepare Final Score
 - Assist with Negotiations (If Necessary)
- Monthly Activity Reports

LRWL will develop an outline of each document and provide to ETF prior to the completion of the final draft for any of the above deliverables.

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

- LRWL will have the necessary access as listed below. Any concerns identified that limit the ability to perform work will be discussed with ETF immediately:
 - LRWL will have access to all ETF staff assigned to work on this effort – which includes ETF project managers already tasked with starting the effort.
 - All existing documents/project artifacts requested by LRWL will be made available to LRWL within 2 business days.
- LRWL staff will work alongside ETF staff in completing the above-mentioned tasks. If ETF staff are unable to work on these tasks, LRWL will adjust their staffing levels accordingly to complete the work in a timely manner based on approval by ETF.
- Reuse of some or all artifacts from the BAS RFP

STAFFING: LRWL's estimated level of effort for this task is ~1.25 FTE. Jeff Mills is assigned as the Project Director and Brian Reed is the Project Manager. Our timeline below works under the assumption that our proposed staffing level will remain constant, unless LRWL and ETF determine more resources are needed to complete the work within the allotted timeline. If this happens, LRWL is prepared to ramp up as needed to complete these tasks in a timely manner.

TIMELINE / SCHEDULE: Project A2 is expected to officially start mid-September with the planning phase ending roughly 40 business days later, with the implementation phase to follow. Currently pre-planning work is being conducted in preparation for the ECM planning phase.

Project D is estimated to commence in early August and will span into early 2020. The totals shown below run up to the current contract end date of 12/31/2019. A new SOW will be created once the contract extension is in place which will include updated project durations and costs. LRWL will include in its monthly status report, any anticipated change in timeline, cost, etc.

LEVEL OF EFFORT/COST: We estimate the level of effort and related cost of this effort as shown below. The cost will be drawn against the master contract (signed July 25, 2012) and all related change orders (#'s 1-9) between ETF and LRWL.

Item	Level of Effort (hours)	Rate	Total Cost
Tasks A2 & D	(1.25 FTE)	\$240	\$250,000
Total (through 12/31/2019)			\$250,000
Remaining Funds as of 7/31/2019			\$267,983
Funds remaining after Tasks A2 & D (estimated)			\$17,983