



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 #3 dated September 7, 2018

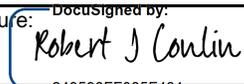
Authorized Board: Employee Trust Funds Board

Contract Period: July 18, 2012 through December 31, 2019 with option by mutual agreement to extend the contract for one (1) additional two (2)-year period.

1. This Contract Amendment #3 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 #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;”
 - (d) 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;
 - (e) **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;
 - (f) **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;
 - (g) **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 services under Change Order #3;
 - (h) **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 services under Change Order #2;

- (i) **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;
- (j) **Contract Amendment #1** signed by the Department on July 25, 2012;
- (k) **RFP ETB0033** dated April 26, 2012, including all appendices, attachments and amendments; and,
- (l) Contractor’s technical and **cost proposal for RFP ETB0033** dated May 25, 2012.

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

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>249598FF083F431...</small> 9/7/2018 4:29:30 PM CDT

Contractor
Legal Company Name: LRWL, Inc.
Trade Name: LRWL, Inc.
Taxpayer Identification Number: 45-3941738
Contractor Address (Street Address, City, State, Zip): 10394 Democracy Lane Fairfax, VA 22030
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>2FCB32F869F135</small> 9/7/2018 3:06:24 PM CDT
Email: MillsJ@LRWL.com Phone: 705.385.3440

CHANGE ORDER #7

GENERAL CONSULTING ADVISORY SERVICES

1. DESCRIPTION

LRWL, most recently, has been providing Wisconsin Department of Employee Trust Funds (ETF) with IV&V Services associated with the BAS Project, an implementation of the Vitech V3 solution referred to as myETF. Those services, were documented in a Statement of Work, signed by ETF and LRWL on 1/30/2018. With the recent stoppage of that project, a change is warranted, as IV&V services are no longer relevant. It is the mutual desire of ETF and LRWL to append the services within the current Contract, that has a current end date of December 31, 2019, to include the scope and activities below.

2. SCOPE AND ACTIVITIES

LRWL will provide services in accordance with the following areas, as previously discussed with ETF:

- 1) Review the Project Approval Committee (PAC) – Review previously used processes and standards, determine if new approach is required, establish new guidelines and processes (as needed).
- 2) Review the Project Advisory Workshop (PAW) – Review previously used processes and standards, determine if new approach is required, establish new guidelines and processes (as needed).
- 3) Review the Change Control Board (CCB) – Review current use of ETF's CCB and determine if a new approach is required, establish guidelines, and best practices (as needed).
- 4) Project Management Center of Excellence (PM-CoE) – Assist ETF in the creation thereof, establishing guidelines, and best practices.
- 5) BA Center of Excellence (BA-CoE) – Serve in an advisory role (as needed) to the current task that is underway.
- 6) Other tasks as directed.

Prior to commencing any of the activities, LRWL will work with ETF to create a statement of work / task order that clarifies any expectations of LRWL and deliverables. LRWL will provide a monthly status report, indicating activities performed related to the eight tasks above and any specific statements of work that are developed.

3. LEVEL OF EFFORT

The level of effort is estimated to be .8 FTE for the short term. Jeff Mills and Brian Reed will continue to be the resources assigned to the effort. Additional resources will be made available as determined jointly by ETF and LRWL.

4. COST

Costs to complete tasks 1-4 are estimated at \$138,240 (documented in a Statement of Work), will be billed hourly against the outstanding contract amount, as of June 1, 2018, of \$964,365; thus, there will be \$826,125 remaining to complete the remainder of the tasks. SOW's will be written for the completion of tasks 1-5 before commencement.

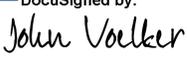
5. ACCEPTANCE

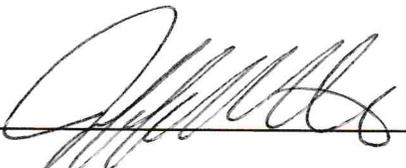
The signatures below indicate acceptance of this Change Order by both parties:

AGREEMENT AND AUTHORIZATION:

Wisconsin Employees Trust Fund

LRWL Inc.

By  _____
DocuSigned by:
1EB9C35D52DD41E...

By:  _____

Name: John Voelker

Name: Jeffrey Mills

Title: Deputy Secretary

Title: Managing Director

Date: 8/29/2018 9:33:40 AM CDT

Date: 8-10-2018

CHANGE ORDER #8 REMOVAL OF INVOICE HOLDBACK

1. DESCRIPTION

LRWL and Wisconsin Department of Employee Trust Funds (ETF) mutually agree to the immediate removal of the current 15% holdback on all LRWL invoices, as documented in Amendment 1, line item 3, of the Initial Contract between LRWL and WI ETF, dated 7/12/2012.

2. ACCEPTANCE

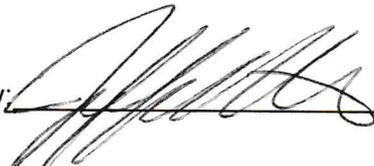
The signatures below indicate acceptance of this Change Order by both parties:

AGREEMENT AND AUTHORIZATION:

Wisconsin Employees Trust Fund

LRWL Inc.

DocuSigned by:
By: John Voelker
TEB9C35D52DD41E...

By: 

Name: John Voelker

Name: Jeffrey Mills

Title: Deputy Secretary

Title: Managing Director

Date: 8/29/2018 9:33:40 AM CDT

Date: 8-10-2018