

	<h2>State of South Carolina</h2> <p><b>Request for Proposal Amendment 3</b></p>	Solicitation Number: PEBA0022015 Date Issued: 03/06/2015 Procurement Officer: Georgia Gillens, CPPO, CPPB Phone: (803) 734-0010 E-Mail Address: GGillens@peba.sc.gov	
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**DESCRIPTION: Provide Third Party Recordkeeping, Administration and Associated Services for the South Carolina Optional Retirement Program**

**USING GOVERNMENTAL UNIT: S.C. Public Employee Benefit Authority (PEBA)**

*The Term "Offer" Means Your "Bid" or "Proposal". Unless submitted on-line, your offer must be submitted in a sealed package. Solicitation Number & Opening Date must appear on package exterior. See "Submitting Your Offer" provision.*

**SUBMIT YOUR OFFER ON-LINE AT THE FOLLOWING URL:** <http://www.procurement.sc.gov>

**SUBMIT OFFER BY (Opening Date/Time): 03/24/2015 4:00 PM E.S.T.** (See "Deadline For Submission Of Offer" provision)

**QUESTIONS MUST BE RECEIVED BY: Deadline has passed.** (See "Questions From Offerors" provision)

**NUMBER OF COPIES TO BE SUBMITTED: See Page 3. If no redacted copy is being provided, initial here**

<b>CONFERENCE TYPE: DATE &amp; TIME:</b>  <small>(As appropriate, see "Conferences - Pre-Bid/Proposal" &amp; "Site Visit" provisions)</small>	<b>LOCATION:</b>
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<b>AWARD &amp; AMENDMENTS</b>	Award will be posted on <b>04/14/2015</b> . The award, this solicitation, any amendments, and any related notices will be posted at the following web address: <a href="http://www.procurement.sc.gov">http://www.procurement.sc.gov</a>
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Unless submitted on-line, you must submit a signed copy of this form with Your Offer. By submitting a bid or proposal, You agree to be bound by the terms of the Solicitation. You agree to hold Your Offer open for a minimum of thirty (30) calendar days after the Opening Date. (See "Signing Your Offer" and "Electronic Signature" provisions.)

<b>NAME OF OFFEROR</b>  <small>(full legal name of business submitting the offer)</small>	Any award issued will be issued to, and the contract will be formed with, the entity identified as the Offeror. The entity named as the Offeror must be a single and distinct legal entity. Do not use the name of a branch office or a division of a larger entity if the branch or division is not a separate legal entity, i.e., a separate corporation, partnership, sole proprietorship, etc.	
<b>AUTHORIZED SIGNATURE</b>  <small>(Person must be authorized to submit binding offer to contract on behalf of Offeror.)</small>	<b>TAXPAYER IDENTIFICATION NO.</b>  <small>(See "Taxpayer Identification Number" provision)</small>	
<b>TITLE</b>  <small>(business title of person signing above)</small>	<b>STATE VENDOR NO.</b>  <small>(Register to Obtain S.C. Vendor No. at <a href="http://www.procurement.sc.gov">www.procurement.sc.gov</a>)</small>	
<b>PRINTED NAME</b>  <small>(printed name of person signing above)</small>	<b>DATE SIGNED</b>	<b>STATE OF INCORPORATION</b>  <small>(If you are a corporation, identify the state of incorporation.)</small>

<b>OFFEROR'S TYPE OF ENTITY: (Check one)</b> <small>(See "Signing Your Offer" provision.)</small> <input type="checkbox"/> Sole Proprietorship <input type="checkbox"/> Partnership <input type="checkbox"/> Other _____ <input type="checkbox"/> Corporate entity (not tax-exempt) <input type="checkbox"/> Corporation (tax-exempt) <input type="checkbox"/> Government entity (federal, state, or local)		
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**PAGE TWO**

**(Return Page Two with Your Offer)**

<b>HOME OFFICE ADDRESS</b> (Address for offeror's home office / principal place of business)	<b>NOTICE ADDRESS</b> (Address to which all procurement and contract related notices should be sent.) (See "Notice" clause)
	_____ Area Code - Number - Extension                      Facsimile _____ E- mail Address

<b>PAYMENT ADDRESS</b> (Address to which payments will be sent.) (See "Payment" clause)	<b>ORDER ADDRESS</b> (Address to which purchase orders will be sent) (See "Purchase Orders and "Contract Documents" clauses)
_____ Payment Address same as Home Office Address _____ Payment Address same as Notice Address <b>(check only one)</b>	_____ Order Address same as Home Office Address _____ Order Address same as Notice Address <b>(check only one)</b>

**ACKNOWLEDGMENT OF AMENDMENTS**  
 Offerors acknowledges receipt of amendments by indicating amendment number and its date of issue. (See "Amendments to Solicitation" Provision)

Amendment No.	Amendment Issue Date	Amendment No.	Amendment Issue Date	Amendment No.	Amendment Issue Date	Amendment No.	Amendment Issue Date

<b>DISCOUNT FOR PROMPT PAYMENT</b> (See "Discount for Prompt Payment" clause)	10 Calendar Days (%)	20 Calendar Days (%)	30 Calendar Days (%)	_____ Calendar Days (%)
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**PREFERENCES - A NOTICE TO VENDORS (SEP. 2009):** On June 16, 2009, the South Carolina General Assembly rewrote the law governing preferences available to in-state vendors, vendors using in-state subcontractors, and vendors selling in-state or US end products. This law appears in Section 11-35-1524 of the South Carolina Code of Laws. A summary of the new preferences is available at [www.procurement.sc.gov/preferences](http://www.procurement.sc.gov/preferences) . ***ALL THE PREFERENCES MUST BE CLAIMED AND ARE APPLIED BY LINE ITEM, REGARDLESS OF WHETHER AWARD IS MADE BY ITEM OR LOT. VENDORS ARE CAUTIONED TO CAREFULLY REVIEW THE STATUTE BEFORE CLAIMING ANY PREFERENCES. THE REQUIREMENTS TO QUALIFY HAVE CHANGED. IF YOU REQUEST A PREFERENCE, YOU ARE CERTIFYING THAT YOUR OFFER QUALIFIES FOR THE PREFERENCE YOU'VE CLAIMED. IMPROPERLY REQUESTING A PREFERENCE CAN HAVE SERIOUS CONSEQUENCES.*** [11-35-1524(E)(4)&(6)] **PREFERENCES DO NOT APPLY.**

**PREFERENCES - ADDRESS AND PHONE OF IN-STATE OFFICE:** Please provide the address and phone number for your in-state office in the space provided below. An in-state office is necessary to claim either the Resident Vendor Preference (11-35-1524(C)(1)(i)&(ii)) or the Resident Contractor Preference (11-35-1524(C)(1)(iii)). Accordingly, you must provide this information to qualify for the preference. An in-state office is not required, but can be beneficial, if you are claiming the Resident Subcontractor Preference (11-35-1524(D)). **PREFERENCES DO NOT APPLY.**

\_\_\_\_\_ In-State Office Address same as Home Office Address  
 \_\_\_\_\_ In-State Office Address same as Notice Address   **(check only one)**

IMPORTANT NOTICE

**AMENDMENT #3  
INVITATION FOR BID – PEBA0022015**

**Provide Third Party Recordkeeping, Administration and Associated Services  
for the South Carolina Optional Retirement Program**

**PLEASE NOTE:** Offerors are to respond to the original Request for Proposal and the latest changes to the RFP captured in Amendments 1, 2 and 3.

**AMENDMENTS TO SOLICITATION (JAN 2004)**

- (a) The Solicitation may be amended at any time prior to opening. All actual and prospective Offeror's should monitor the following web site for the issuance of Amendments: [www.procurement.sc.gov](http://www.procurement.sc.gov) (b) Offeror's shall acknowledge receipt of any amendment to this solicitation (1) by signing and returning the amendment, (2) by identifying the amendment number and date in the space provided for this purpose on Page Two, (3) by letter, or (4) by submitting a bid that indicates in some way that the bidder received the amendment. (c) If this solicitation is amended, then all terms and conditions which are not modified remain unchanged. [02-2A005-1]

**New Opening Date: March 24, 2015 4:00 PM E.S.T.**

**New Award Posting Date: April 14, 2015**

**Original RFP, Replace Page 3 with the following:**

**NUMBER OF COPIES**

Offerors will need to follow these instructions carefully when responding to the solicitation.

1. The original solicitation response should be submitted to PEBA and is the official response. All bidders must attach all documents, including additional requested documents to their.

**Please submit the following number of copies:**

- a. One (1) original marked "original" and five (5) identical paper copies of your Technical Proposal. Please number your copies Copy 1 of 2, 2 of 2, etc.
- b. One (1) original marked "original" and five (5) labeled CDs containing a copy of the Offeror's Technical Proposal Response (in MS Word, MS Excel and/or PDF format where appropriate). Please number your copies Copy 1 of 2, 2 of 2, etc.
- c. One (1) original marked "original" and five (5) paper copies of your Financial Proposal. Please number your copies Copy 1 of 2, 2 of 2, etc.
- d. One (1) original marked "original" and five (5) labeled CDs containing a copy of the Offeror's Financial Proposal Response (MS Excel) Please number your copies Copy 1 of 2, 2 of 2, etc..
- e. One (1) CD labeled "original redacted" containing a redacted version of your original Technical Proposal.
- f. One (1) CD labeled "original redacted" containing a redacted version of your original Financial Proposal.

**DO NOT PASSWORD PROTECT YOUR CD'S.**

All copies requested must be delivered no later than the date and time specified on the cover page of the solicitation to the following address:

**S.C. Public Employee Benefit Authority**  
Attention: **Georgia Gillens, CPPO, CPPB**

Attention: PEBA0012015

S.C. Public Employee Benefit Authority, 202 Arbor Lake Drive, Columbia, SC 29223

**Original RFP page 19, replace section entitled “Investment Structure” with the new language below. The language is changed to remove a sentence in the third paragraph. The yellow highlight indicates the paragraph that was modified.**

### **Investment Structure**

All investment options shall comply with the provisions of the Program’s Investment Policy Statement (IPS). Currently, the IPS allows designated service providers to offer no more than sixteen (16) core investment options. Refer to the “Selection Guidelines” section of the IPS for further details, including a listing of approved asset classes.

The State reserves the right, at its sole discretion, to add to, replace, or remove any of the investment options. Accordingly, an Offeror should not rely on revenues generated from particular proprietary or non-proprietary investment options when determining its proposed fees.

All investment options that are available to receive contributions shall be fully liquid (i.e., available within five business days) at the Participant level. This requirement pertains to transfers between these options, as well as distributions or rollovers out of the Program. However, if market conditions dictate, Contractors and the State may implement mutually agreeable transfer restrictions as deemed necessary.

Offerors shall complete Attachment Five (5), which describes its proposed **sample** investment menu. In addition, Offerors shall be able to provide a self-directed brokerage option if requested by the State.

The State will select the Program’s investment options during the implementation process (i.e., following the award for services outlined in this Request for Proposal but prior to the beginning of the initial contract term).

**Original RFP page 38, replace sections entitled “Investment Management Services” and “Guaranteed Annuity/Stable Value/Cash Proxy Investment Option” with the new language below. The yellow highlight indicates the paragraphs that were modified.**

### **XIX. Investment Management Services**

All investment options shall comply with the provisions of the Program’s Investment Policy Statement (IPS). Currently, the IPS allows designated service providers to offer no more than sixteen (16) core investment options. Refer to the “Selection Guidelines” section of the IPS for further details, including a listing of approved asset classes.

The State reserves the right, at its sole discretion, to add to, replace, or remove any of the investment options. Accordingly, an Offeror should not rely on revenues generated from particular proprietary or non-proprietary investment options when determining its proposed fees.

All investment options that are available to receive contributions shall be fully liquid (i.e., available within five business days) at the Participant level. This requirement pertains to transfers between these options, as well as distributions or rollovers out of the Program. However, if market conditions dictate, Contractors and the State may implement mutually agreeable transfer restrictions as deemed necessary.

Offerors shall complete Attachment Five (5), which describes its proposed **sample** investment menu. In addition, Offerors shall be able to provide a self-directed brokerage option if requested by the State.

The State will select the Program’s investment options during the implementation process (i.e., following the award for services outlined in this Request for Proposal but prior to the beginning of the initial contract term).

1. Confirm all investment options that are available to receive contributions will be fully liquid at the Participant level.
2. Provide the number of outside fund family alliances with whom you currently have relationships, as well as the total number of non-proprietary funds available.

## **XX. Guaranteed Annuity/Stable Value/Cash Proxy Investment Option**

All investment options that are available to receive contributions shall be fully liquid (i.e., available within five business days) at the Participant level. This requirement pertains to transfers between these options, as well as distributions or rollovers out of the Program. However, if market conditions dictate, Contractors and the State may implement mutually agreeable transfer restrictions as deemed necessary.

**Original RFP page 55, replace definition of “unrestricted information” under old clause entitled “Information Security (OCT 2014) with the new definition stated below. No other parts of the clause is being modified.**

### **Old Definition**

#### **INFORMATION SECURITY (OCT 2014)**

(a) *Definitions.* As used in this clause—

**Unrestricted information** means (1) public information acquired other than through performance of the work, (2) information acquired by Contractor prior to contract formation, (3) information incidental to your contract administration, such as financial, administrative, cost or pricing, or management information, and (4) any ideas, concepts, know-how, methodologies, processes, technologies, techniques which Contractor develops or learns in connection with Contractor’s performance of the work.

### **New Definition**

#### **INFORMATION SECURITY**

(a) *Definitions.* As used in this clause—

**Unrestricted information** means (1) public information acquired other than through performance of the work, (2) information acquired by Contractor prior to contract formation, including but not limited to information acquired under a prior contract for services to the plan, (3) information incidental to your contract administration, such as financial, administrative, cost or pricing, or management information, and (4) any ideas, concepts, know-how, methodologies, processes, technologies, techniques which Contractor develops or learns in connection with Contractor’s performance of the work.

**Original RFP page 56, replace old clause entitled “Information Security – Data Location (OCT 2014) with the new language stated below:**

### **Old Clause**

#### **INFORMATION SECURITY – DATA LOCATION (OCT 2014)**

Contractor is prohibited from accessing, processing, transmitting, or storing government information, as defined in the clause titled Information Security, outside the continental United States. This obligation is a material requirement of this contract. [07-7B106-1]

### **New Clause**

#### **INFORMATION SECURITY – DATA LOCATION**

Contractor is prohibited from accessing, processing, transmitting, or storing government information, as defined in the clause titled Information Security, outside the United States unless such government information is subject to legal and/or contractual privacy restrictions and procedures which are at least as restrictive as those applicable in the state of South Carolina. This obligation is a material requirement of this contract.

**Original RFP page 58, replace old clause entitled “Offshore Contracting Prohibited (OCT 2014) with the new language stated below:**

**Old Clause**

**OFFSHORE CONTRACTING PROHIBITED (OCT 2014)**

No part of the resulting contract from this solicitation may be performed offshore of the United States by persons located offshore of the United State or by means, methods, or communications that, in whole or in part, take place offshore of the United States. [07-7B122-1]

**New Clause**

**OFFSHORE CONTRACTING PROHIBITED**

Except as otherwise provided in Section VII B of this RFP, no part of the resulting contract from this solicitation may be performed offshore of the United States by persons located offshore of the United State or by means, methods, or communications that, in whole or in part, take place offshore of the United States.

**All other Terms and Conditions remain unchanged.**

**The State wishes to amend its original response to Question 14 of Attachment 7 with the answer below.**

**14. Will an industry standard equity wash provision be permitted for participant level transfers and withdrawals?**

**A: An equity wash provision will not initially be permitted for any investment options that are available to receive contributions. However, if market conditions dictate, Contractors and the State may implement mutually agreeable transfer restrictions as deemed necessary.**