

MACON-BIBB COUNTY, GEORGIA
Request for Qualifications/Proposals (RFQ/RFP)
FOR
**MACON- BIBB EMPLOYEE PENSION PLAN
DEFINED CONTRIBUTION PLAN**

(Retirement plan for new employees as of January 1, 2019)

19-007-CW



MACON-BIBB COUNTY
ISSUE DATE: September 10, 2018
DUE DATE: October 04, 2018

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I. GENERAL INFORMATION

A. Invitation

Notice is hereby given that Macon-Bibb County will receive responses to the Request for Proposal (**original plus 5 copies**) in the Procurement Department, 700 Poplar Street, suite 308, Macon, Georgia 31201, until **12:00 o'clock NOON** at the time legally prevailing in Macon, Georgia on **Thursday, October 4, 2018**, for a **new Macon-Bibb Employee Defined Contribution Plan** for Macon- Bibb County. In addition to physical submission, please submit one electronic copy via email to cwilmore@maconbibb.us with a copy to matthew.arrington@smcterminus.com.

All questions regarding this RFP will be submitted in writing via email to cwilmore@maconbibb.us on or before September 24, 2018.

NO LATE RESPONSES WILL BE CONSIDERED

The names of responding firms will be publicly read on Thursday October 4, 2018, at 2:00 P.M. in the Macon-Bibb County Procurement Department Conference Room, located on the 3rd Floor of the Government Center at 700 Poplar Street, Suite 308, Macon, Georgia 31201.

B. Definitions

Wherever the term “Owner”, “County”, or “Macon-Bibb County” occur in this document, it shall mean Macon-Bibb County, a political subdivision of the State of Georgia acting through the Macon-Bibb County Board of Commissioners.

C. Solicitation Documents

Announcement of this Request for Professional Services may also be posted on the Macon-Bibb County website at www.maconbibb.us/purchasing and on the Georgia Procurement Registry website https://ssl.doas.state.ga.us/PRSapp/PR_index.jsp

D. Insurance Requirements

Insurance coverage shall be carried with an insurance company licensed to do business in the State of Georgia. All coverage should be written with insurance company with a Best Rating of A or better. Insurance shall be obtained prior to commencement of work and shall remain in force throughout the period of the contract. Macon-Bibb County shall be named as additional insured on the policy.

Workers' Compensation: Statutory

Errors and Omission: \$1,000,000

General Liability: \$1,000,000

E. Submittals

Responses must be sealed and identified on the outside of the package as and delivered to:

“19-007-CW Macon-Bibb Employee Defined Contribution Plan”

Macon-Bibb County Procurement Department
700 Poplar Street, Suite 308
Macon, Georgia 31201
Telephone: (478) 803-0550

Submissions may not be withdrawn for a period of one hundred and twenty (120) days after the deadline on date of closing. Macon- Bibb reserves the right to reject any and all submissions and to waive technicalities and formalities. Respondents shall carefully read the information contained herein and submit a complete response to all requirements and questions as directed. Submittals and any other information submitted by in response to the RFP shall become the property of Macon-Bibb County.

F. Responsiveness

In order to be considered “*responsive*” the submission must include completed copies of the following documents:

- Price Proposal Form
- Proposer Qualification Form
- List of Sub-Consultants
- Minority Participation Goal
- Financial & Legal Stability Statement
- Georgia Security and Immigration Compliance Act (E-Verify) Affidavit

G. Responsibility

To be considered “*responsible*” the submitting firm must meet the following minimum qualifications:

- Three (3) years of experience providing the services included herein
- Licensed to do business in the State of Georgia
- Financially and Legally responsible to perform the services included herein

H. Reservations

Macon-Bibb County will not provide compensation to Respondents for any expenses incurred by the Respondent(s) for submittal preparation or for any demonstrations that may be made, unless otherwise expressly stated or required by law.

Each submission should be prepared simply and economically, providing a straightforward, concise description of your firm's ability to meet the requirements of this RFP. Emphasis should be on completeness, clarity of content, responsiveness to the requirements, and an understanding of the Owner's needs.

Macon-Bibb County makes no guarantee that an award will be made as a result of this RFP and reserves the right to accept or reject any or all submittals, with or without cause, waive any formalities or minor technical inconsistencies, or delete any item/requirement from this RFP or contract when deemed to be in the Owner's best interest.

Macon-Bibb County will consider only representations made within the submission in response to this RFP. Owner will not be bound to act by any previous knowledge, communication or submission by the firms other than this RFP.

Failure to comply with the requirements contained herein may result in the submission being deemed "nonresponsive" or "non-responsible". None responsive submissions will not be reviewed for potential award.

II. Statement of Needs

Macon-Bibb County is requesting information from qualified investment consultants to provide support services in the creation of a new defined contribution investment portfolio for new employees beginning January 1, 2019. The County is also seeking advice in regard to ongoing development and diversification of its current defined benefit investment portfolio. Macon-Bibb County will consider the following in making its decision:

- Organization
- Resources
- Experience
- Service Team
- Thought Leadership
- Commitment to Diversity
- Fees

A. Background and Purpose

The County currently has 3 the following 3 defined benefit pension plans:

1. Division A of the Macon-Bibb County Pension and Retirement Systems. Originally the City of Macon Pensions & Retirement System Defined Benefit Plan but on January 1, 2014 both the city and the county consolidated into Macon-Bibb County. As such it is a closed plan whereby no new employees are added since they will be added to the Macon- Bibb Retirement System. In addition, those employees within this plan have exempted themselves from social security therefore their contributions are a little higher than normal. The retirement system assets are invested in accordance with its Statement of Investment Policy, Guidelines, and Objectives. The retirement system is administered and managed by a Board of Trustees which consists of (7) seven members. As of the July 1, 2017 actuarial report (attached) the retirement system assets had a value of approximately \$85 million and there were 256 active employees, 276 inactive employees and 513 retirees for a total of 1,045 participants.
2. Macon-Bibb County Fire and Police Employees' Retirement System. Originally the Bibb County Fire and Police Defined Benefit Plan but on January 1, 2014 both the city and the county consolidated into Macon-Bibb County. As such it is a closed plan whereby no new employees are added since they will be added to the Macon- Bibb Retirement System. In addition, those employees within this plan have exempted themselves from social security therefore their contributions are a little higher than normal. The retirement system assets are invested in accordance with its Statement of Investment Policy, Guidelines, and Objectives. The retirement system is administered and managed by a Board of Trustees which consists of (7) seven members. As of the July 1, 2017 actuarial report (attached) the retirement system assets had a value of approximately \$224 million and there were 442 active employees, 269 inactive employees and 562 retirees for a total of 1,273 participants.
3. Macon-Bibb County Employee Pension Plan. The County's current defined benefit plan for active and new employees. The retirement system is administered and managed by a Board of Trustees which consists of (7) seven members. As of the June 30, 2017 actuarial report (attached) the retirement system assets had a value of approximately \$115 million and there were 1010 active employees, 70 inactive employees and 449 retirees for a total of 1,579 participants.

The Macon-Bibb Commission has determined that pension reform is necessary to protect the financial viability of Macon-Bibb County while still providing needed retirement benefits to new employees of Macon-Bibb County; The Commission has requested the Healthcare and Retirement Benefits Committee to assist in developing and making recommendations to the Commission related to implementing a 457 Deferred Compensation Plan and a 401(A) Defined Contribution Plan for new employees of Macon-Bibb County.

Upon selection of a vendor to implement the aforementioned plan, the Committee will seek to recommend to the Board of Commissioners a Defined Contribution Plan for new employees beginning January 1, 2019 with the following components:

- 1. Voluntary Employee Contributions**
- 2. Up to 4% employer matching contribution**
- 3. Vesting schedule of 50% after 5 years and 100% after 10 years.**
- 4. Additional 2% employer matching for 100% vested employees (total of 6%)**

III. Scope of Services

Macon-Bibb County seeks a Consultant with substantial experience advising public defined benefit plans and defined contribution plans to provide comprehensive investment consulting services for the new proposed portfolio. The Consultant selected will work closely with the Board, County staff, the Board's Financial Advisor and any of the Board's Finance or related Committees to:

1. Assist the County to construct and maintain an investment program for public retirement plans related to implementing a 457 Deferred Compensation Plan and a 401(A) Defined Contribution Plan for new employees of Macon-Bibb County;
2. Provide recommendations for and assist in the implementation and enhancement of new and, if requested, existing plan structure(s), including defined benefit and defined contribution plan design;
3. Provide quarterly performance reporting;
4. Review investment policy and suggest revisions;
5. Prepare an annual review of the investment program including development of important strategic and policy-related recommendations;
6. Assist with drafting RFPs for retirement plan vendors;
7. Identify and screen candidates and recommend top finalists;
8. Support staff in the selection, retention, and ongoing monitoring of vendors and investment products consistent with the investment program and system goals;
9. Provide marketplace research, new product education for board and staff, and provide general board and individual employee education as requested/agreed;
10. Provide assistance in contract review and negotiation, including necessary amendments
11. Attend investment committee meetings when retirement plan items are being discussed;

IV. Minimum Qualifications

A. Respondents must review the following minimum suggested qualifications for this RFP, in order to be given further consideration by the County. Failure to respond regarding these suggested minimum requirements will result in the immediate rejection of the proposal. Failure to provide complete information will result in the rejection of the proposal.

Please respond “YES” or “NO” where indicated. If evidence is requested, please provide complete documentation.

1. Respondent is an investment adviser registered with the Securities and Exchange Commission under the federal Investment Advisers Act of 1940. (Yes/No):
If yes, please provide Form ADV I and II.
2. Respondent and its proposed team have all authorizations, permits, licenses and certifications required by federal and state laws and regulations to perform the services specified in this RFP at the time Respondent submits a response to the RFP. (Yes/No)
3. Respondent agrees to serve as a fiduciary as defined by law and agrees that, if retained, Respondent can provide consulting services in furtherance of these laws. (Yes/No)
4. Respondent confirms that the key professionals and/or organization do not have material conflicts of interest with the Board, its custodian, or its investment managers. (Yes/No)
5. Respondent agrees to provide information and reports to the County when requested by the Board, in writing. (Yes/No)
6. Respondent agrees to provide the services as detailed in the Scope of Services section of this RFP and any other requirements as stated in this RFP. (Yes/No)

IF RESPONDENT PROVIDED A “NO” RESPONSE TO ANY OF THE MINIMUM SUGGESTED QUALIFICATION REQUIREMENTS ABOVE, RESPONDENT SHOULD SUBMIT A DETAILED EXPLANATION AS A PART OF THIS PROPOSAL TO THE BOARD REGARDING WHY THE LACK OF SUCH SUGGESTED MINIMUM QUALIFICATION SHOULD BE EVALUATED DURING THIS RFP PROCESS.

PLEASE CERTIFY THE RESPONDENT'S ACKNOWLEDGMENT OF THE ABOVE BY PROVIDING THE RESPONDENT'S AUTHORIZED SIGNATURE BELOW.

Authorized Signer Name: _____

Title: _____

Respondent Firm: _____

Signature: _____

Date: _____

V. Submission of Proposals

- A. The purpose of this Section is to identify the information required by the RFP and to describe the procedures for submitting proposal. All references herein to the "company" or "respondent" shall include the entity's parent, subsidiaries and affiliates and, where appropriate, its employees, officers, directors and shareholders.

Please provide five (5) copies of the submittal in response to this RFP, one copy electronically. Proposals must be received no later than **12:00 o'clock NOON** at the time legally prevailing in Macon, Georgia on **Thursday, October 4, 2018** ("Deadline") at the following address:

Macon-Bibb County Procurement Department
Attn: Healthcare and Benefits Committee
700 Poplar Street Suite 308
Macon, GA 31202

A proposal cover letter/executive summary must be included and signed by a person authorized to legally bind the company. The letter must include:

- A description of the proposal;
- A statement that the proposal will remain valid one hundred twenty (120) days after October 4, 2018; and
- The differentiators of the firm demonstrating the reasons to be selected.

Submit a completed and fully executed REPRESENTATIONS AND WARRANTIES ADDENDUM attached with the RFP and proposal/cover letter. In the sole and absolute discretion of the BOT, the failure to submit an executed Addendum may disqualify an RFP from consideration.

Macon - Bibb County reserves the right to:

- Reject any or all proposals for any reason;
- Request additional information from any or all firms submitting proposals;
- Conduct discussions with respondents for clarification to assure a full understanding of, and responsiveness to the solicitation requirements;
- Negotiate modifications to the firm's proposal prior to final award for the purpose of best and final offers.

B. Proposal Contents

1. Firm Background

- i. List your firm's complete name, address, and web-address. Briefly describe the company's background, history and ownership structure, including any parent, affiliated or subsidiary companies, and any business partners or joint ventures.
- ii. Provide name and contact information for the consultant(s) that would service this relationship
- iii. Provide information regarding the company's current clients including number of clients, type of client, asset size and years as client.
- iv. Does your firm use outside organizations/partners (such as actuarial services, trust services, participant education providers, etc.) to assist in servicing the client? If so, please describe.
- v. Please explain your governing philosophy as it relates to diversity & inclusion, including any goals you might have for diversity among professional personnel and non-professional personnel.
- vi. Please describe any material Conflicts of Interests. Are there any pending or threatened investigations or litigation by the United States Securities and Exchange Commission (SEC), other Federal Agency, or any other regulatory body or court (local, state or federal) or other state agencies regarding your firm and its management? Have there been any such investigations or litigation or threats that have been resolved within the past three years? Please provide the same information for personnel that would be assigned to the County for the same time period. If necessary, provide a summary within the body of the qualification document and provide the detail in an appendix
- vii. What key strengths or competitive advantages does your firm possess that you believe gives you a competitive advantage over other investment consultants?

2. Investment Philosophy and Process

Please describe your firm's consulting services on Defined Contribution Plans for the following:

- i. Investment Policy
- ii. Plan Design
- iii. Defined Contribution Provider Search
- iv. Asset Class Selection
- v. Manager Search and Selection
- vi. Performance Reporting
- vii. Employee Education Services
- viii. Plan and Participant Reporting (Please provide samples)

3. This is Not a Cost Proposal.

Provide your organization's proposed annual retainer fee quotation/pricing structure for providing comprehensive retirement plan consulting and advisory services.

4. Other

The County is considering options to reduce the expenses associated with future defined benefit liabilities. The County has not made any decision to amend its current Defined Benefit Plans but is seeking feasible options that it can financial maintain while providing attractive benefits to its' employees. Please provide the following:

- i. What is your firm's approach on weighing plan design versus benefit replacement?
- ii. Describe your benchmarking capabilities for plan design comparing Macon-Bibb's retirement plans to other municipalities. Please provide comparisons.
- iii. Provide examples/ case studies of your firm's experience with changes to defined benefit plans. Please provide any examples of changes that your firm has assisted with changing from a defined benefit to defined contribution plan. Municipal and Georgia specific examples preferred.
- iv. Describe your approach on how you would assist the client in comparing various options from both a cost savings and impact on participant approach? Specify short-term and long-term impact on client and its participants.
- v. What actuarial capabilities do you offer to the client? How do your actuaries demonstrate the impact actuarial assumption may have on Plan Design options or other cost saving ideas?

EXHIBITS

SEC Municipal Advisor – IRMA Exemption Notice

This notice has been prepared and made publicly available by Macon-Bibb County (the “County”) in light of the Securities and Exchange Commission’s (“SEC”) “Municipal Advisor Rule” pursuant to Section 975 of Title IX of the Dodd-Frank Wall Street Reform and Consumer Protection Act (the Dodd-Frank Act”).

The County engages in an ongoing dialogue with potential transaction parties and is aware of the amendments to Section 15B of the Securities Exchange Act of 1934 effectuated by Section 975 of the Dodd-Frank Act, as well as the SEC Release No. 34-70462 (September 20, 2013). In this regard, please note that the County considers discussions with potential transaction parties to be arms-length negotiations.

The County recognizes that third parties have financial and other interests that differ from ours, and as such we do not consider a fiduciary relationship to arise. The County has engaged an independent registered municipal advisor (“IRMA”) with the intent of relying (i.e., taking into careful consideration, along with any other information deemed relevant or appropriate, but not necessarily following) on that IRMA for advice related to any potential transactions, financial products (the “Covered Advice”), and consequently to allow third parties to qualify for the exemption provided by 17 CFR §240.15Ba1-1(d)(3)(vi) (the “IRMA exemption”). If you intend to avail yourself of the IRMA exemption, we request that you supply written materials setting forth the material contents of your presentation to our IRMA concurrently with, or prior to, discussing it with us. Additionally, our IRMA will respond to whatever requests you may have to determine if they are “independent.” Underwriters may rely on this notice with respect to Covered Advice.

The name and contact information of the County’s IRMA, which is registered as a municipal advisor with the Securities and Exchange Commission and the Municipal Securities Rulemaking County, is as follows:

Matthew R. Arrington

President

Terminus Municipal Advisors, LLC

3330 Cumberland Blvd.

Suite 660

Atlanta, GA 30339

(404) 495-4722

(205) 585-6540 Cell

 **TerminusMunicipalAdvisors^{LLC}**

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