

RFP Title: Section 115 Trust – Pension & OPEB
RFP Number: 202201-01



REQUEST FOR PROPOSALS

***SUPERIOR COURT OF CALIFORNIA,
COUNTY OF SAN LUIS OBISPO***

REGARDING:

*Establishment, Administration, and Management Services of a
Section 115 Trust for Pension and Other Post-Employment
Benefits*

RFP No. 202201-01

PROPOSALS DUE:

Monday, March 7, 2022, NO LATER THAN 4:30 P.M. PACIFIC TIME

SUPERIOR COURT OF CALIFORNIA,
COUNTY OF SAN LUIS OBISPO
1070 Palm St., Rm 385
San Luis Obispo, CA 93408

ATTN: Administration

1.0 BACKGROUND INFORMATION

- 1.1** The Superior Court of California, County of San Luis Obispo, hereinafter referred to as “Court,” “Judicial Branch Entity” or “JBE”, is requesting proposals from eligible and qualified interested parties to provide comprehensive services for the establishment, administration, and management of an IRS-approved Section 115 Trust relating to the Court’s long-term obligations for Employee Pensions and Other Post-Employment Benefits (OPEB).
- 1.2** The Court intends to award one contract but reserves the right to award multiple contracts, or no contract at the Court’s own discretion. The initial contract term is expected to commence in early 2022 and ending not before 2025, with the annual extensions thereafter until such time as the Court, in its sole discretion, determines it is in the best interest of the Court to end the contract, subject to any legal or contractual obligations. The Court anticipates but does not guarantee reviewing, at regular intervals, the continued benefit of extending the terms of any contract. The Court’s goal is to have all necessary establishment activities completed in time to allow the potential of funding before the end of the current fiscal year, June 30, 2022. The Court can make no guarantee of the availability of funding at this time.

2.0 DESCRIPTION OF SERVICES AND DELIVERABLES

- 2.1** The Court seeks the services of a qualified Vendor to provide the services outlined below.
- 2.2** The proposer should identify any additional services required, price them, and provide explanation in their response.
- 2.3** To be considered, the Proposer must, at a minimum, be able to provide the following services:
 - 2.3.1** Assist Court staff with the establishment and implementation of a Section 115 trust;
 - 2.3.2** Provide a full-services program that includes trust administration, trustee, and investment management services;
 - 2.3.3** Work with Court staff to develop and provide a written investment policy statement for the trust assets;
 - 2.3.4** Work directly with Court staff to prepare asset allocation guidelines and funding strategies for the trust, based upon the Court’s investment objectives and risk tolerance;

- 2.3.5 Provide periodic reports, including quarterly and annual comparative performance analyses and evaluation reports of the investments of the trust and statements;
- 2.3.6 Coordinate all contributions into the trust and process requests for distributions;
- 2.3.7 Provide education/presentations regarding the trust program to other Court staff if requested;
- 2.3.8 Assist with GASB 74/75 reporting; and
- 2.3.9 Comply with all requirements specified in in this RFP and ensure compliance of the trust with all federal and state laws.

3.0 TIMELINE FOR THIS RFP

The Court has developed the following list of key events related to this RFP. All dates are subject to change at the discretion of the Court.

EVENT	DATE
RFP issued	January 24, 2022
Deadline for questions (Submit to SLOPurchasing@slo.courts.ca.gov)	February 7, 2022 @ 7:59 AM Pacific Time
Questions and answers posted at www.slo.courts.ca.gov (under General Information, select Contracting with the Courts, the follow the bid link to Public Purchase)	February 14, 2022
Latest date and time proposal may be submitted (“Proposal Due Date”)	March 7, 2022 by 4:30 PM Pacific Time
Evaluation of proposals (<i>estimate only</i>)	<i>Second week of March 2022</i>
Notice of Intent to Award (<i>estimate only</i>)	<i>Third week of March 2022</i>
Negotiations and execution of contract (<i>estimate only</i>)	<i>Final week of March, 2022</i>
Contract start date (<i>estimate only</i>)	<i>April 1, 2022</i>
Contract end date	Initial term ends 06/30/2025 Extends annually thereafter

4.0 RFP ATTACHMENTS

The following attachments are included as part of this RFP and can be found on the Court’s website at: <https://www.slo.courts.ca.gov/gi/contracts.htm>.

ATTACHMENT	DESCRIPTION
Attachment 1: Administrative Rules Governing RFPs (Non-IT Services)	These rules govern this solicitation.
Attachment 2: Court Standard Terms and Conditions	If selected, the person or entity submitting a proposal (the “Proposer”) must sign an agreement substantially similar to the attached Standard Form agreement. The minimum contract terms (“Minimum Terms”) are outlined in section 8.1.6 of this RFP.
Attachment 3: Proposer’s Acceptance of Terms and Conditions	On this form, the Proposer must indicate acceptance of the Terms and Conditions or identify exceptions to the Terms and Conditions. Note: A material exception to a Minimum Term may render a proposal non-responsive. The Court, at its sole-discretion with the advice of legal counsel, will determine whether a material exception will be allowed or disallowed.
Attachment 4: General Certifications Form	The Proposer must complete the General Certifications Form and submit the completed form with its proposal.
Attachment 5: Darfur Contracting Act Certification	The Proposer must complete the Darfur Contracting Act Certification and submit the completed certification with its proposal.
Attachment 6: Payee Data Record Form	This form contains information the Court requires in order to process payments and must be submitted with the proposal.
Attachment 7: Iran Contracting Act Certification	The Proposer must complete and submit the certification with its proposal.
Attachment 8: Unruh and FEHA Certification	The Proposer must complete the Unruh Civil Rights Act and California Fair Employment and Housing Act Certification.

Attachment 9: Small Business Declaration	The Proposer must complete this form only if it wishes to claim the small business preference associated with this solicitation.
Attachment 10: Bidder DVBE Declaration Form	The Proposer must complete this form only if it wishes to claim the disabled veteran business enterprise incentive associated with this solicitation.
Attachment 11: DVBE Declaration	Each DVBE (e.g. subcontractors) that will provide goods and/or services in connection with the contract must complete this form. If Proposer is itself a DVBE, it must also complete and sign the DVBE Declaration.
Exhibit A: Trust Administration Questionnaire	This document lists several questions which must answered and included of the proposal.
Exhibit B: Actuarial Valuation, OPEB	Actuarial valuation of the Court’s current Other Post-Employment Benefits.
Exhibit C: Actuarial Valuation, Pension	Actuarial valuation of the San Luis Obispo County Pension Trust, of which the Court is a participating employer.

5.0 PAYMENT INFORMATION

- 5.1** Payment will be based on the terms and conditions of a fully executed agreement and all attachments and addenda thereto. The Court does not pre-pay for services.
- 5.2** The Court is not responsible for any travel expenses, including but not limited to mileage and lodging that the Vendor may incur during the performance of the contract, except as specifically allowed by the terms of the contract.

6.0 REQUEST FOR CLARIFICATION

- 6.1** Any requests for clarification or questions must be submitted by email to SLOPurchasing@slo.courts.ca.gov by the date indicated on the Timeline. Questions (not indicating the source of the questions) and answers to the questions will be posted by the date indicated on the Timeline.

7.0 SUBMISSIONS OF PROPOSALS

- 7.1** Proposals should provide straightforward, concise information that satisfies the requirements of the “Proposal Contents” section below. Expensive bindings, color displays, and the like are not necessary or desired. Emphasis

should be placed on conformity to the RFP’s instructions and requirements, and completeness and clarity of content.

7.2 The Proposer must submit its proposal in two parts, the technical proposal and the cost proposal.

7.2.1 The Proposer must submit **one (1) original and two (2) copies** of the technical proposal. The original must be signed by an authorized representative of the Proposer. The original technical proposal (and the copies thereof) must be submitted to the Court in a single sealed envelope, separate from the cost proposal. The Proposer must write the RFP title and number on the outside of the sealed envelope.

7.2.2 The Proposer must submit **one (1) original and two (2) copies** of the cost proposal. The original must be signed by an authorized representative of the Proposer. The original cost proposal (and the copies thereof) must be submitted to the Court in a single sealed envelope, separate from the technical proposal. The Proposer must write the RFP title and number on the outside of the sealed envelope.

7.3 Proposals must be delivered by the date and time listed on the coversheet of this RFP to:

By Mail:

Superior Court of California –
County of San Luis Obispo
RFP 202009-01
Attention: Administration
1035 Palm St., Rm. **385**
San Luis Obispo, CA 93408

By hand or certified mail:

Superior Court of California –
County of San Luis Obispo
RFP 202009-01
Attention: Administration
1035 Palm St., Rm. **355**
San Luis Obispo, CA 93408

7.4 Late proposals will not be accepted.

7.5 Only written proposals will be accepted. Proposals must be sent by registered or certified mail, courier service (e.g. FedEx), or delivered by hand. Proposals may not be transmitted by fax or email.

8.0 TECHNICAL PROPOSAL CONTENTS

- 8.1** The following information must be included in the technical proposal. A proposal lacking any of the following information may be deemed non-responsive.
- 8.2** Cover Letter.
- 8.2.1 The Proposer's name, principal business address where the relationship will be managed, telephone numbers, and key staff, including the individual authorized to execute binding legal documents on behalf of the proposing entity.
- 8.2.2 Name, title, address, telephone number, and email address of the individual who will act as the Proposer's designated representative for purposes of this RFP.
- 8.3** Executive Summary.
- 8.3.1 Provide a brief summary describing the Proposer's an ability to perform the work requested, including the Proposer's background and experience providing services.
- 8.4** Qualifications and Experience.
- 8.4.1 Identify key team members who are expected to assist the Court should the Proposer be awarded the contract.
- i. Include any qualifications, experience, or history of background as it applies to the services provided.
- 8.4.2 Proposer shall describe the experience and qualifications as a trust services provider. Proposer must demonstrate that they have the experience, skill, and expertise necessary to successfully plan, implement, and provide ongoing investment advisory services.
- 8.4.3 Proposer should provide the following as part of the proposal:
- i. Specific knowledge and experience with fiduciary investment functions.
- ii. Prior experience with implementation of IRS Section 115 Trusts
- iii. Approval from the IRS in the form of a Private Letter Ruling (PLR) for a single employer or multiple employer trust accepting contributions for OPEB, and, if available, pension expenses.

iv. Any other relevant service the firm provides that may not have been identified in this RFP.

8.5 Proposed method to complete the work.

8.5.1 Proposer must include a plan to provide the services and deliverables requested in section 2.0, Description of Services and Deliverables.

8.5.2 The plan must include a section with numbered responses corresponding to the number in section 2.0. The responses should explain how the Proposer will comply with that specific request or requirement.

8.5.3 Ability to complete project within the requested timeframe: Proposer must include a section that addresses the Proposer’s ability to complete the project within the required timeframe as set forth in section 3.0

8.6 References

8.6.1 Names, addresses, and telephone numbers of a minimum of three (3) clients for whom the Proposer has conducted similar services. The Court may check references listed by the Proposer.

8.7 Certifications, Attachments, and other requirements.

8.7.1 Written response to Trust Administration Questionnaire (Exhibit A), response should address each question as a separate item, responses may be submitted as an itemized list.

8.7.2 Copies of the Proposer’s (and any subcontractors’) current business licenses, professional certifications, or other credentials.

i. If vendor is a California corporation, limited liability company (“LLC”), limited partnership (“LP”), or limited liability partnership (“LLP”), proof that vendor is in good standing in California.

ii. If vendor is a foreign corporation, LLC, LP, or LLP, and vendor conducts or will conduct (if awarded the contract) intrastate business in California, proof that vendor is qualified to do business and in good standing in California.

iii. If vendor is a foreign corporation, LLC, LP, or LLP, and vendor does not (and will not if awarded the contract) conduct intrastate business in California, proof that vendor is in good standing in its home jurisdiction.

8.7.3 Proposer must complete the Acceptance of Terms and Conditions Form (Attachment 3) and submit the completed form with its proposal.

i. The Proposer must check the appropriate box and sign the form. If

the Proposer marks the second box, it must provide the required additional materials. An “exception” includes any addition, deletion, or other modification.

ii. If exceptions are identified, the Proposer must also submit (a) a red-lined version of the Terms and Conditions that implements all proposed changes, and (b) a written explanation or rationale for each exception and/or proposed change

iii. Note: A material exception to a Minimum Term may render a proposal non-responsive. The Court, at its sole-discretion with the advice of legal counsel, will determine whether a material exception will be allowed or disallowed.

The following terms are designated as Minimum Terms:

- Certification Clauses (Appendix C, section 1)
- Indemnity (Appendix C, section 2)
- Termination and Cancellation (Appendix C, section 5)
- Assignment and Subcontracting (Appendix C, section 6)
- Special Provisions (Appendix C, sections 8.1 – 8.8)

8.7.4 Proposer must complete the General Certifications Form (Attachment 4) and submit the completed form with its proposal.

8.7.5 Proposer must complete the Darfur Contracting Act Certification (Attachment 5) and submitted the completed form with its proposal.

8.7.6 Proposer must complete the Payee Data Record Form (Attachment 6) and submit the completed form with its proposal. Note: that if the Proposer is a sole proprietor using his or her social security number, the social security number shall be partially obscured for privacy and security purposes. The social security number will be required before finalizing a contract.

8.7.7 Proposer must complete the Iran Contracting Act Certification (Attachment 7) and submitted the completed form with its proposal.

8.7.8 The Proposer must complete the Unruh Civil Rights Act and California Fair Employment and Housing Act Certification (attachment 8) and submit the completed form with its proposal.

8.7.9 Proposer must complete the Small Business Declaration (Attachment 9) and submit the completed form with its proposal.

- 8.7.10 Proposer must complete the Bidder DVBE Declaration Form (Attachment 10) and submit the completed form with its proposal.
- 8.7.11 Proposer must complete the DVBE Declaration (Attachment 11) and submit the completed form with its proposal.

9.0 COST PROPOSAL

9.1 The following information must be included in the cost proposal.

- 9.1.1 A detailed line item budget showing total cost of the proposed services for each component listed in section 2.0. Attachment B must be used for this purpose.
- 9.1.2 A full explanation of all budget line items in a narrative entitled “Budget Justification.”
- 9.1.3 For each component listed in section 2.0 a total for all work and expenses payable under the contract, if awarded. Attachment B must be used for this purpose.
- 9.1.4 Current schedule of fees, and charges for services, including, but not limited to:
 - i. Investment management fees, including policy development, asset allocation recommendations, and asset management
 - ii. Trust document and trustee/custodial services
 - iii. Management, administrative, or transaction fees
 - iv. Detailed start-up fees and any minimum annuals fees
- 9.1.5 Outline billing and payment expectations, including timing, periodicity, and method of payment

NOTE: It is unlawful for any person engaged in business within this state to sell or use any article or product as a “loss leader” as defined in section 17030 of the Business and Professions Code.

10.0 OFFER PERIOD

A Proposer's proposal is an irrevocable offer for ninety (90) days following the proposal due date. In the event a final contract has not been awarded within this period, the Court reserves the right to negotiate extensions to this period.

11.0 EVALUATION OF PROPOSALS

At the time proposals are opened, each proposal will be checked for the presence or absence of the required proposal contents.

The Court will evaluate the proposals on a 103 point scale using the criteria set forth in the table below. Award, if made, will be to the highest-scored proposal.

If a contract will be awarded, the Court will post an intent to award notice at www.slo.courts.ca.gov/general-information/contracting-courts.

CRITERION	MAXIMUM NUMBER OF POINTS
Quality of work plan submitted (equipment & expertise)	30
Experience on similar assignments (with government agencies)	30
Cost	20
Ability to meet timing requirements to complete the project	20
DVBE Incentive	3

12.0 INTERVIEWS

The Court may conduct interviews with Proposers to clarify aspects set forth in their proposals or to assist in finalizing the ranking of top-ranked proposals. The interviews may be conducted by phone or by Zoom. The Court will not reimburse Proposers for any costs incurred in participating in the interview, including traveling to or from the interview location. The Court will notify eligible Proposers regarding interview arrangements.

13.0 CONFIDENTIAL OR PROPRIETARY INFORMATION

13.1 PROPOSALS ARE SUBJECT TO DISCLOSURE PURSUANT TO APPLICABLE PROVISIONS OF THE CALIFORNIA PUBLIC CONTRACT CODE AND RULE 10.500 OF THE CALIFORNIA RULES OF COURT.

13.2 The Court will not disclose (i) social security numbers, or (ii) balance sheets or

income statements submitted by a Proposer that is not a publicly-traded corporation. All other information in proposals is subject to disclosure in response to applicable public records requests. Such disclosure will be made regardless of whether the proposal (or portions thereof) is marked “confidential,” “proprietary,” or otherwise, and regardless of any statement in the proposal (a) purporting to limit the Court’s right to disclose information in the proposal, or (b) requiring the Court to inform or obtain the consent of the Proposer prior to the disclosure of the proposal (or portions thereof), except as specifically allowed by California Rule of Court 10.500. Any proposal that is password protected, or contains portions that are password protected, may be rejected.

- 13.3** Proposers are accordingly cautioned to be familiar with applicable disclosure requirements when including confidential, proprietary, or privileged information in proposals.

14.0 DISABLED VETERAN BUSINESS ENTERPRISE INCENTIVE

- 14.1** Qualification for the DVBE incentive is not mandatory. Failure to qualify for the DVBE incentive will not render a proposal non-responsive.
- 14.2** Eligibility for and application of the DVBE incentive is governed by the Court’s DVBE Rules and Procedures. Proposer will receive a DVBE incentive if, in the Court’s sole determination, Proposer has met all applicable requirements. If Proposer receives the DVBE incentive, a number of points will be added to the score assigned to Proposer’s proposal. The number of points that will be added is specified in section 10 above.
- 14.3** To receive the DVBE incentive, at least 3% of the contract goods and/or services must be provided by a DVBE performing a commercially useful function. Or, for solicitations of non-IT goods and IT goods and services, Proposer may have an approved Business Utilization Plan (“BUP”) on file with the California Department of General Services (“DGS”).
- 14.4** If Proposer wishes to seek the DVBE incentive:
- Proposer must complete and submit with its proposal the Bidder Declaration (Attachment 6). Proposer must submit with the Bidder Declaration all materials required in the Bidder Declaration.
 - Proposer must submit with its proposal a DVBE Declaration (Attachment 7) completed and signed by each DVBE that will provide goods and/or services in connection with the contract. If Proposer is itself a DVBE, it must also complete and sign the DVBE Declaration (Attachment 7). If Proposer will use

DVBE subcontractors, each DVBE subcontractor must complete and sign a DVBE Declaration. **NOTE:** The DVBE Declaration is not required if Proposer will qualify for the DVBE incentive using a BUP on file with DGS.

- 14.5** Failure to complete and submit these forms as required will result in Proposer not receiving the DVBE incentive. In addition, the Court may request additional written clarifying information. Failure to provide this information as requested will result in Proposer not receiving the DVBE incentive.
- 14.6** If this solicitation is for IT goods and services, the application of the DVBE incentive may be affected by application of the small business preference. For additional information, see the Court’s Small Business Preference Procedures for the Procurement of Information Technology Goods and Services.
- 14.7** If Proposer receives the DVBE incentive: (i) Proposer will be required to complete a post-contract DVBE certification if DVBE subcontractors are used; (ii) Proposer must use any DVBE subcontractor(s) identified in its proposal unless the JBE approves in writing the substitution of another DVBE; and (iii) failure to meet the DVBE commitment set forth in its proposal will constitute a breach of contract.

FRAUDULENT MISREPRESENTATION IN CONNECTION WITH THE DVBE INCENTIVE IS A MISDEMEANOR AND IS PUNISHABLE BY IMPRISONMENT OR FINE, AND VIOLATORS ARE LIABLE FOR CIVIL PENALTIES. SEE MVC 999.9.

15.0 SMALL BUSINESS PREFERENCE

- 15.1** Small business participation is not mandatory. Failure to qualify for the small business preference will not render a proposal non-responsive.
- 15.2** Eligibility for and application of the small business preference is governed by the Court’s Small Business Preference Procedures for the Procurement of Information Technology Goods and Services. The Proposer will receive a small business preference if, in the Court’s sole determination, the Proposer has met all applicable requirements. If the Proposer receives the small business preference, the score assigned to its proposal will be increased by an amount equal to 5% of the points assigned to the highest scored proposal. If a DVBE incentive is also offered in connection with this solicitation, additional rules regarding the interaction between the small business preference and the DVBE incentive apply.
- 15.3** To receive the small business preference, the Proposer must be either (i) a Department of General Services (“DGS”) certified small business or microbusiness performing a commercially useful function, or (ii) a DGS-certified

small business nonprofit veteran service agency.

- 15.4** If the Proposer wishes to seek the small business preference, the Proposer must complete and submit with its proposal the Small Business Declaration (Attachment 6). The Proposer must submit with the Small Business Declaration all materials required in the Small Business Declaration.
- 15.5** Failure to complete and submit the Small Business Declaration as required will result in the Proposer not receiving the small business preference. In addition, the Court may request additional written clarifying information. Failure to provide this information as requested will result in the Proposer not receiving the small business preference.
- 15.6** If the Proposer receives the small business preference, (i) the Proposer will be required to complete a post-contract report; and (ii) failure to meet the small business commitment set forth in its proposal will constitute a breach of contract.

FRAUDULENT MISREPRESENTATION IN CONNECTION WITH THE SMALL BUSINESS PREFERENCE IS UNLAWFUL AND IS PUNISHABLE BY CIVIL PENALTIES. SEE GOVERNMENT CODE SECTION 14842.5.

16.0 PROTESTS

Any protests will be handled in accordance with Chapter 7 of the Judicial Branch Contracting Manual (see www.courts.ca.gov/documents/jbcl-manual.pdf). Failure of a Proposer to comply with the protest procedures set forth in that chapter will render a protest inadequate and non-responsive, and will result in rejection of the protest. The deadline for the Court to receive a solicitation specifications protest is the proposal due date. Protests must be sent to:

Superior Court of California,
County of San Luis Obispo
1070 Palm St., Rm 385
San Luis Obispo, CA 93408
Attention: Protest Hearing Officer