



August 23, 2021

REVISED Los Angeles County Employees Retirement Association Request for Proposals for Strategic Planning Consultant (Schedule Extended)

I. INTRODUCTION

The Los Angeles County Employees Retirement Association (LACERA) invites proposals from experienced professionals in response to this Request for Proposals (RFP) to provide strategic planning consulting services to its Board of Retirement and executive management. The selected respondent will partner with LACERA, the Board, and management, as well as other staff, to educate all parties on best practices in strategic planning, develop an effective and inclusive strategic planning process, and then facilitate implementation of the agreed process through the preparation of a fully developed plan that reflects LACERA's Mission, Vision, and Values and organizational priorities. The agreed upon process should include the establishment of a sustainable oversight and measurement process for on-going strategic planning.

The process and plan will include all aspects of LACERA's administration that are within the authority of LACERA's Board of Retirement. The process must also respect, reflect, and take into account separate strategic plans developed by LACERA's Board of Investments and the Chief Investment Officer, given their specific authority over investment-related issues since these plans often utilize the same resources.

II. BACKGROUND

LACERA is a defined benefit public pension fund established to administer retirement benefits to employees of the County of Los Angeles and other participating agencies. LACERA operates as an independent governmental entity separate and distinct from Los Angeles County. LACERA has over 425 dedicated employees to administer pension benefits for active, deferred, and retired members, oversee the County's retiree health benefits program, and manage the fund's investments. LACERA manages over \$70 billion in fund assets to support the pensions of over 184,000 members, including over 67,000 benefit recipients. LACERA's annual pension benefits payments to its retirees total approximately \$3 billion. The retiree healthcare program has over 52,000 member participants and a supporting Other Post-Employment Benefits (OPEB) Trust with over \$2.1 billion in assets.

Our members rely upon LACERA to provide a secure lifetime retirement at the conclusion of their careers of public service to the people of Los Angeles County in many different general and safety positions that support the community. Our members also rely on LACERA to continue providing lifetime benefits to eligible survivors. LACERA is the largest county pension system in the United States, the fourth largest public system in California, and one of the largest public pensions at any level in the country. LACERA is both a member service organization serving its members and an institutional investor of assets for the long term to provide benefits for members and their beneficiaries. The successful respondent will have an appreciation for and the knowledge, perspectives, and judgment to assist in strategic planning to support the administrative needs of the entire organization. LACERA is proud of the diversity of its membership and employees, and the successful respondent to this RFP

will have the ability to recognize, serve, and reflect this diversity in the performance of the scope of work.

LACERA's stakeholders include: our plan sponsor, the County of Los Angeles; other participating agencies; active, deferred, and retired members; LACERA's employees; employee and member organizations; and the public. LACERA emphasizes transparency, accountability, and values of effective and positive communication and positive relationships with our stakeholders.

LACERA'S MISSION, VISION, AND VALUES

Mission: To Produce, Protect, and Provide the Promised Benefits

Vision: Excellence, Commitment, Trust, and Service

Values: Professionalism, Respect, Open Communication, Fairness, Integrity, and Teamwork (PROFIT)

LACERA'S GOVERNING BOARDS

Board of Retirement (BOR) – This nine-trustee Board, with two alternates, is responsible for the overall management of the retirement system. Under the policy guidance of the BOR, LACERA strives to create innovative ways to streamline and expedite retirement processes, integrate new technologies, and introduce new member services options and upgrades. The strategic planning consultant selected through this RFP will work with the Board of Retirement, as well as executive management, staff, and the Board of Investments, as needed. This RFP is issued by the Board of Retirement.

Board of Investments (BOI) – This nine-trustee Board is responsible for establishing LACERA's investment policy and objectives and overseeing the investment management of the fund. The BOI diversifies fund investments to maximize the rate of return and minimize the risk of loss; the Board also oversees actuarial services to assist in the setting of employer and employee contributions to assure the long-term safety of LACERA's assets.

The two Boards share joint responsibility for LACERA's budget, personnel classifications and compensation, and certain other issues. The Boards, and their trustees, have a fiduciary duty of prudence and loyalty to administer the system to assure the prompt delivery of benefits and related services to members and beneficiaries. In performing their fiduciary duty of loyalty, the Boards must act according to a three-pronged legal formula that balances the interests of LACERA's stakeholders: (1) solely in the interest of providing benefits to members and beneficiaries, (2) to minimize employer contributions, and (3) to defray the expenses of administering the Fund. The Board's duty to members and their beneficiaries takes precedence over any other duty. Under the duty of prudence, the trustees, must discharge their duties with the care, skill, prudence, and diligence that a prudent fiduciary familiar with the matters and the circumstances of each particular decision would use in the conduct of a similar enterprise with like aims.

Each Board includes four trustees elected by active general and safety members and retirees, four trustees appointed by the Los Angeles County Board of Supervisors, and the County Treasurer and Tax Collector, who sits ex officio on both Boards. The Board of Retirement also includes two elected safety and retiree alternate trustees. The balanced and diverse composition of the Boards ensures a broad range of perspectives.

For additional information about LACERA, respondents are encouraged to access the resources available on LACERA.com.

MANAGEMENT STRUCTURE

LACERA's Chief Executive Officer leads the organization's operations, supported by a Deputy CEO and two Assistant Executive Officers. The organization includes fourteen divisions, each led by a separate manager: Administrative Services; Benefit Services; Communications; Disability Litigation; Disability Retirement Services; Financial and Accounting Services; Human Resources; Information Systems; Internal Audit; Investments; Legal Services; Member Services; Quality Assurance; and Retiree Healthcare. In addition to the Board and executive management, LACERA anticipates that the division managers, as well as other staff from the divisions, will be involved in the new strategic planning process.

CURRENT STRATEGIC PLANNING PROCESS

LACERA's last strategic plan was adopted in 2017. In 2017, the Boards formed a Joint Organizational Governance Committee, which under its Charter (as revised and restated in May 2019), is to provide oversight and guidance on the strategic plan and budget and makes recommendations on these matters to the full Boards. LACERA operates on a July 1 to June 30 fiscal year. The Boards, management, and staff consider strategic objectives in each fiscal year budget approval.

LACERA's approach to strategic planning is evolving, and the successful respondent to this RFP will assist in shaping that evolution. This RFP is issued by the Board of Retirement to obtain input for the Board and executive management on the planning process and plan development in connection with the administrative priorities that are the focus of that Board to improve operations and meet member needs while also recognizing the need to include and support the work and priorities of the Board of Investments and the Investment Division.

II. SCOPE OF SERVICES, DELIVERABLES, AND REQUIRED CORE SKILLS

LACERA seeks to engage a consultant to assist in a new strategic planning process and preparation of a new plan. The purpose of this RFP is to engage a consultant to assist the Board of Retirement and management with two phases of work, including, first, developing a new strategic planning process and, second, guiding the implementation of the new process through to completion of a new plan. The specific process to be developed by the consultant is not prescribed by LACERA. LACERA expects the consultant will use their knowledge, perspective, and judgment to evaluate the current planning process and LACERA's needs based on input from the Board of Retirement, Board of Investments, management, and staff, consider the 2017 plan, the 100-Day Management Report dated May 2020, current ongoing initiatives, best practices, and any additional information collected during the evaluation, make findings, and recommend a process for the organization, consistent with its Mission, Vision, and Values and the diversity of LACERA's membership and employees. Following approval of the planning process, the consultant will assist LACERA in applying the process in the development of a new strategic plan.

The consultant's scope of work will include the following

- A. Review and assessment, through documents and discussion, of LACERA's historical strategic planning process and past strategic plans, including the plan approved in

2017, other historical strategic planning communications in annual budget presentations and other contexts, Board and JOGC Charters and other LACERA governance documents, policies, and procedures as they relate to the strategic planning process and past strategic plans, the current Chief Executive Officer's 100-Day Management Report dated May 2020, the 2021 Employee Engagement Survey results, Board and Committee agenda packets, current ongoing initiatives, and other documents reflecting the activities, goals, and priorities of the Boards, management, and staff.

- B. Survey of peer pension fund best practices in strategy planning process and plan content and documentation.
- C. Attendance at Board of Retirement meetings and interviews, surveys, and other communications with individual Board trustees to communicate with the Board concerning its goals, objectives, and perspectives, and presentation of the final process document and the final strategic plan at Board meetings. Communication with the Board of Investments and its trustees, as determined appropriate, to ensure proper consideration of its goals and needs in providing administrative support for that Board and the Investment Division.
- D. Interviews and discussions with executive management to understand management's goals, objectives, and perspectives with respect to the planning process and development of the strategic plan.
- E. Interviews with division managers with respect to the planning process and development of the strategic plan.
- F. General education for the trustees and management staff on strategic planning including but not limited to the purpose, how it relates to budgeting, the definition of planning, the need for a guiding planning process and framework, and best practices in general.
- G. Recommend and implement a process for obtaining input and involvement from LACERA diverse and talented staff at various levels, including but not limited to consideration of focus groups, workshops, surveys, select interviews, and other tools as deemed appropriate, with respect to the planning process and development of the strategic plan.
- H. Recommend and implement an approach, including but not limited to consideration of tools such as those listed in connection with staff as described in Section G above, for obtaining input and involvement from other LACERA stakeholders, including the diverse membership, the plan sponsor and participating agencies, stakeholder organizations, with respect to the planning process and development of the strategic plan.
- I. Facilitate a SWOT (Strengths, Weaknesses, Opportunities, and Threats) analysis to assist in the strategic planning.

- J. Review and assessment of LACERA's Mission, Vision, and Values, and recommendations for improvements.
- K. Align the strategic planning process with LACERA's budgeting process. LACERA is currently in the process of obtaining a separate consultant to help LACERA review and revise our budget and budget process, as well as selecting a budget software package. The successful respondent may be required to work together with the budget consultant as they help us develop a budget and strategic planning process that fit together and are designed on best practices.
- L. Development of a recommended strategic planning process and supporting process documents, including a report explaining and justifying the recommended process and including recommendation of any necessary adjustment to current governance documents, policies, and procedures, and presentation of the recommended process to the Board of Retirement (and the Board of Investments if deemed appropriate). The planning process will include evaluation of internal administrative processes, quality, effectiveness, efficacy, and efficiency, consideration of future opportunities and technologies to, for example, improve internal processes and provide service or self-service for LACERA's members in an environment of increasing technology, and talent management and training.
- M. Development of recommended strategic plan elements and format to provide a plan template for future use.
- N. Guide the implementation of the new strategic planning process and plan template, once approved, through development of a new strategic plan for LACERA. LACERA expects that the new plan will be based on and include: (1) LACERA's Mission, Vision, and Values; (2) SMART (specific, measurable, achievable, realistic, and time-limited) goals; (3) Objectives; (4) Strategies; (5) Tactics, (6) Responsible parties and roles; (7) Resources, (8) Desired outcomes; and (9) Performance metrics.
- O. Development of templates for a scorecard or other measurement tools based on industry best practices to be used during the period of the strategic plan for evaluation of organizational performance and achievement of plan objectives.
- P. Assess and recommend project planning tools and methodology as part of strategic plan development and implementation, such as, for example, utilizing a Gantt chart to provide a phased timetable for completion of the strategic planning process development and then separately completion of the development of the new strategic plan.
- Q. Assist in other strategic planning process and plan issues, as requested.

The expected time frame for completion of the scope of work is not prescribed at this time; it will be developed with the successful respondent, keeping in mind a meaningful outcome, quality, cost, and efficiency. As a guide, LACERA preliminary estimates that the project, including both phases, may take up to six months.

Core skills of the successful consultant include: comprehensive knowledge, understanding, and demonstrated ability in strategic processes, process development, strategic plans, and plan preparation and content for member service organizations and institutional investors, including public pensions, with diverse membership and staff; ability to clearly communicate with the Board of Retirement, Board of Investments, management, and staff, orally and in writing; ability to manage difficult conversations and constructively resolve competing points of view; sound judgment; the ability to work well with and maintain the confidence of the Boards, management, and staff; and the ability to deliver services in an efficient, timely, and cost effective manner.

LACERA anticipates that respondents, including the lead consultant committed to provide services to LACERA, will have at least three (3) to five (5) years of relevant experience, including providing strategic planning process development and plan preparation services to public and private member service organizations and institutional investors. Experience in advising other public pension systems is desirable. However, as discussed in Section III.F below, the relevant experience criteria will be applied flexibly, and LACERA encourages submission by all candidates who possess the talent and judgment to perform the scope of work, without regard to a rigid years of experience requirement.

III. RFP PROCESS

This RFP and other relevant information related to the RFP, including addenda, modifications, answers to questions, and other updates, will be posted on the RFPs page of LACERA.com. Additional background information about LACERA may also be found on LACERA.com.

A. Calendar, Expected but Subject to Change

Issuance of RFP	August 23, 2021
Written Questions and Requests for Clarification Due	September 10, 2021
Responses to Questions Posted	September 17, 2021
Proposals Due	October 15, 2021
Finalist Interviews	October 25-November 12, 2021
Estimated Final Selection and Approval by the Board of Retirement	December 1, 2021

B. Communication and Questions

Respondents are encouraged to communicate any questions regarding this RFP by the deadline stated above in the RFP Calendar. Questions should be sent in writing only via email to Bonnie Nolley, Executive Board Assistant, Board of Retirement, at bnolley@lacera.com. Questions and answers will be posted at LACERA.com by the date stated in the RFP Calendar.

C. Errors in the RFP

If a respondent discovers an ambiguity, conflict, discrepancy, omission or other error in this RFP, notice should be immediately provided to bnolley@lacera.com. LACERA is not responsible for, and has no liability for or obligation to correct, any errors or omissions.

D. Addenda

Modifications or clarifications of the RFP, if deemed necessary in LACERA's discretion at any time during the RFP process, will be made by addenda to the RFP and posted on LACERA.com.

E. Delivery of Submissions

Submissions must be delivered in PDF format via email to bnolley@lacera.com by the due date stated above in the RFP Calendar. In addition, respondents must send five (5) hard copies of their submissions for delivery by 5:00 p.m. on the due date stated in the RFP Calendar addressed to:

LACERA
Attention: Bonnie Nolley, Executive Board Assistant
Board of Retirement
300 North Lake Avenue, Suite 650
Pasadena, CA 91101

See the Notice Regarding the California Public Records Act and Brown Act in Section IV.B of this RFP for information regarding redactions and disclosure.

F. Proposal Format and Content

All responses to this RFP should follow the format described in this Section III.F. When requested, please provide details and state all qualifications or exceptions. All information provided should be concise and clearly relevant to the qualifications to serve as LACERA's strategic planning consultant.

Cover Letter

The cover letter must provide a statement affirming that the signatory is empowered and authorized to bind the respondent to an engagement agreement with LACERA and represents and warrants that the information stated in the proposal is accurate and may be relied upon by LACERA in considering, and potentially accepting, the proposal.

Executive Summary

In this section, an overview should be provided of the respondent's background, experience, and other qualifications to serve as LACERA's strategic planning consultant, and respondent's approach to providing services to LACERA.

Experience and Approach

The proposal must provide a detailed statement of the respondent's experience in providing strategic planning process and plan development services to public and private sector member service and institutional investors, including, if applicable, other public pension systems. The response should keep in mind the evaluation criteria stated in Section III.I. LACERA's goal in the RFP process is to obtain an understanding of each respondent's experience across the full spectrum of strategic planning process development and plan development issues may arise in the representation of LACERA and the type of work and working relationship LACERA can expect from the respondent. Examples of strategic planning process and plan development work should be included. The relevance of all stated experience to representation of LACERA should be explained.

LACERA is interested in a respondent's experience and approach in analyzing such issues, interfacing with trustees and staff, communicating with governing bodies, management, staff, and stakeholders, managing difficult conversations and differing perspectives, recognizing and serving diverse organizations, and preparation of strategic process and plan documents. LACERA is interested in how the respondent differentiates themselves from other consultants offering similar services.

LACERA encourages respondents to provide written samples of relevant work product, which may be redacted as deemed appropriate.

The proposal must also include a detailed proposed project plan for Phase 1 (strategic planning process development) and Phase 2 (preparation of strategic plan) of the project, including all elements of the scope, services, and deliverables as described in Section II above.

While demonstrated experience and a sound approach in strategic planning is necessary, LACERA encourages all candidates who can demonstrate the ability to effectively perform the scope of work to respond, without regard to a rigid number of years or type of strategic planning experience. In selecting the successful respondent, LACERA will evaluate the experience and approach of all respondents holistically, including consideration of judgment, perspective and thought, creativity, diversity of backgrounds, and fit with our organization, as well as years and type of experience.

Assigned Professionals

The proposal must state the name of the lead consultant and all other professional staff expected to be assigned to LACERA work, including a detailed profile of each person's background and relevant individual experience and the ability of the professionals collectively to function together as a team and also to work effectively with LACERA's Boards and staff in performing the scope of services. In evaluating respondents' proposed team members, LACERA will apply the same holistic approach described in the Experience and Approach section immediately above.

Diversity is a core LACERA value, and therefore the proposal must specifically address the diversity of the proposed team members in meaningful roles across levels of seniority to

support the firm's work for LACERA. LACERA expects that this section of the response will only include those persons committed to supporting LACERA and investing in a relationship with LACERA on a regular and long-term basis. The proposal should include a commitment by the lead consultant will have responsibility for the work and will be available to LACERA on an ongoing basis during the work. LACERA also expects that other professionals identified will actually work on the project. Consultant should not include professionals who will not work on the project.

With respect to diversity, the response must include a description of diversity policies, practices, and procedures maintained by the firm regarding equal employment opportunity, including the recruitment, development, retention, and promotion of a diverse and inclusive workforce, non-discrimination based on gender, race, ethnicity, sexual orientation, age, veteran's status, and other legally protected categories, and prohibition of sexual harassment in the workplace. If the respondent has written policies, a copy should be provided with the response to this RFP. The response should identify the oversight, monitoring, and other compliance processes for implementation and enforcement of the firm's diversity policies, practices, and procedures, including the name of the perform who is responsible for oversight the firm's method to measure the effectiveness of the policies, and conclusions as to effectiveness. Please describe any judicial, regulatory, or other legal finding, formal action, or claims related to equal employment opportunity, workplace discrimination, or sexual harassment during the past ten (10) years.

Estimated Timeframe

A statement of the estimated timeframe for completion of Phase 1 (strategic planning process development) and Phase 2 (preparation of strategic plan) of the project, including major tasks and milestones.

References

In this section, the proposal must identify references who can speak to respondent's ability in connection with elements of the scope of work. While there is no fixed number, LACERA requires references and suggests that at least five (5) references may be reasonable, including public and private member service organizations and institutional investors, including, if available, public pension systems, for which the respondent provided strategic planning process development and plan preparation services in the last five (5) years. Each reference should include an individual point of contact, the length of time the respondent served as consultant, and a summary of the work performed, and successes achieved. The references must be available for LACERA to contact during the evaluation process.

Fees and Costs, Billing Practices, and Payment Terms

The respondent must explain the pricing proposal for the scope of work including pricing of fees and costs, billing practices, and payment terms that would apply throughout the duration of the engagement, including a detailed project budget. LACERA does not place any limits on the approach to pricing and is open to presentation of more than one pricing option for the scope of work, or portions of it. This section of the response should include an explanation as to how the pricing approach(es) will be managed to provide the best value to LACERA. The respondent should represent that the pricing offered to LACERA is, and will remain,

equivalent to or better than that provided to other governmental clients or should provide an explanation as to why this representation cannot be provided. All pricing proposals should be “best and final,” although LACERA reserves the right to negotiate on pricing.

Comments on Proposed Agreement

All comments on the proposed agreement attached to this RFP shall be included in the proposal.

Conflicts of Interest

The proposal must identify all actual or potential conflicts of interest that the respondent may face in providing strategic planning process development and plan preparation services to LACERA. Specifically, and without limitation to other actual or potential conflicts, the proposal should identify any representation of the County of Los Angeles, Los Angeles County Office of Education, the South Coast Air Quality Management District, Little Lake Cemetery District, and Local Agency Formation Commission, and, to the respondent’s knowledge, any of LACERA’s members, vendors, other contracting parties, investments or investment managers, and employees, to the extent known. The proposal should identify any potential positional conflicts of which the respondent is aware.

Quiet Period

The proposal must confirm that the respondent has and will, for the duration of the RFP, comply with the quiet period requirement stated in Section IV.A of this RFP.

Claims

The proposal must identify all past, pending, or threatened litigation, including any claims against the firm and the personnel proposed to provide services to LACERA.

Insurance

The proposal must explain the insurance that the respondent will provide with respect to the services to be provided and other acts or omission of the firm and its personnel in the representation of LACERA. The limits of liability are a material term of any engagement letter with the firm and may be subject to negotiation.

Other Information

The proposal must confirm that respondent and its proposal comply with all requirements of this RFP. The proposal may also contain any other information that the respondent deems relevant to LACERA’s selection process.

G. Post-Proposal Request for Information

LACERA reserves the right in its discretion to request additional information from any respondent, although such requests may not be made to all respondents.

H. Interviews and Personal Presentations

LACERA intends to require one or more interviews with or personal presentations by finalists to be conducted with staff and trustees of the Board of Retirement. The lead consultant must attend the interviews, as well as other team members that will support LACERA.

I. Evaluation Criteria

Respondents will be evaluated holistically at the discretion of LACERA based upon the information and considerations identified in this RFP, including the following factors:

1. Experience and judgment in providing strategic planning process development and strategic plan preparation services, including, if available, services provided to public and private member service organizations and institutional investors, with diverse memberships and employees. Specific experience in representing public pension systems is relevant, if provided.
2. Quality of the team proposed to provide services to LACERA, based on experience, contacts and relationships, diversity, insights, creativity, and success.
3. Ability to provide focused, professional, and responsive services in a timely manner in both strategic planning assignments and time-sensitive situations that can be expected to arise, including the availability of the lead consultant and other team members on an immediate basis when needed.
4. Information provided by references.
5. Written and oral communications skills, including written materials and other samples of work, such as, for example, sample strategic plan process and plan documents, demonstrating such skills, if provided.
6. Pricing and value.
7. Teamwork, both internally and with LACERA's Boards and staff. LACERA seeks a highly collaborative relationship with the successful respondent.
8. Level of investment and commitment to the LACERA relationship.
9. The organization, completeness, and quality of the proposal, including cohesiveness, conciseness, and clarity.

The factors will be considered as a whole, without a specific weighting. The balancing of the factors is in LACERA's sole discretion. Factors other than those listed may be considered by LACERA in making its selection.

J. Engagement Agreement

LACERA will execute an engagement agreement with the successful respondent, which must contain such terms and may be changed from the attached version as LACERA in its sole

discretion may require. A copy of LACERA's form of agreement is attached to this RFP.

IV. GENERAL CONDITIONS

This RFP is not an offer to contract. Acceptance of a proposal neither commits LACERA to award a contract to any respondent even if all requirements stated in this RFP are met, nor does it limit LACERA's right to negotiate the terms of an engagement agreement in LACERA's best interest, including requirement of terms not mentioned in this RFP. LACERA reserves the right to contract with a vendor for reasons other than lowest price.

Failure to comply with the requirements of this RFP may subject the proposal to disqualification. However, failure to meet a qualification or requirement will not necessarily subject a proposal to disqualification.

Publication of this RFP does not limit LACERA's right to negotiate for the services described in this RFP. If deemed by LACERA to be in its best interests, LACERA may negotiate for the services described in this RFP with a party that did not submit a proposal. LACERA reserves the right to choose to not enter into an agreement with any of the respondents to this RFP.

A. Quiet Period

To ensure that prospective service providers responding to this RFP have equal access to information regarding the RFP and that communications related to the RFP are consistent and accurate so that the selection process is efficient and fair, a quiet period will be in effect from the date of issuance of this RFP until the search has been completed. During the quiet period, respondents are not permitted to communicate with any LACERA staff member or Board member regarding this RFP except through the point of contact named herein. Respondents violating the quiet period may be disqualified at LACERA's discretion. Respondents who are existing LACERA service providers must limit their communications with LACERA staff and Board members to the subject of the existing services provided.

B. Notice Regarding the California Public Records Act and Brown Act

The information submitted in response to this RFP will be subject to public disclosure pursuant to the California Public Records Act (California Government Code Section 6250, et seq.) and the Brown Act (California Government Code Section 54950, et seq.) (collectively, the Acts). The Acts provide generally those records relating to a public agency's business are open to public inspection and copying and that the subject matter of this RFP is a matter for public open session discussion by the Boards, unless specifically exempted under one of several exemptions set forth in the Acts. If a respondent believes that any portion of its proposal is exempt from public disclosure or discussion under the Acts, the respondent must provide a full explanation and mark such portion "TRADE SECRETS," "CONFIDENTIAL," or "PROPRIETARY," and make it readily separable from the balance of the response. Proposals marked "TRADE SECRETS," "CONFIDENTIAL," or "PROPRIETARY" in their entirety will not be honored, and LACERA will not deny public disclosure of all or any portion of proposals so marked.

By submitting a proposal with material marked "TRADE SECRETS," "CONFIDENTIAL," or "PROPRIETARY," a respondent represents it has a good faith belief that the material is

exempt from disclosure under the Acts; however, such designations will not necessarily be conclusive, and a respondent may be required to justify in writing why such material should not be disclosed by LACERA under the Acts.

LACERA will use reasonable means to ensure that material marked “TRADE SECRETS,” “CONFIDENTIAL,” or “PROPRIETARY” is safeguarded and held in confidence. LACERA will not be liable, however, for disclosure of such material if deemed appropriate in LACERA’s sole discretion. LACERA retains the right to disclose all information provided by a respondent.

If LACERA denies public disclosure of any materials designated as “TRADE SECRETS,” “CONFIDENTIAL,” or “PROPRIETARY,” the respondent agrees to reimburse LACERA for, and to indemnify, defend and hold harmless LACERA, its Boards, officers, fiduciaries, employees and agents from and against:

1. Any and all claims, damages, losses, liabilities, suits, judgments, fines, penalties, costs, and expenses, including without limitation attorneys’ fees, expenses, and court costs of any nature whatsoever (collectively, Claims) arising from or relating to LACERA’s non-disclosure of any such designated portions of a proposal; and
2. Any and all Claims arising from or relating to LACERA’s public disclosure of any such designated portions of a proposal if LACERA determines disclosure is deemed required by law, or if disclosure is ordered by a court of competent jurisdiction.

If LACERA staff recommend any respondent to the Boards for hiring, such recommendation, the reasons for the recommendation, and the relevant proposal(s) will appear on a publicly posted agenda and in supporting materials for public meetings of the Boards.

Nothing in this RFP requires LACERA to withhold any documents from production under the Act.

C. Ownership of Proposals

The information that a respondent submits in response to this RFP becomes the exclusive property of LACERA. LACERA will not return any proposal or reimburse proposal preparation expenses.

D. Valid Period of Proposal

The pricing, terms, conditions, and other information stated in each proposal must remain valid for 120 days from the date of delivery of the proposal to LACERA.

E. Cost of Proposal

LACERA shall not be liable for any costs that respondents incur in connection with the preparation or submission of a proposal.

F. Contract Negotiations

Upon Board approval, staff will enter contract negotiations with the approved Respondent(s). LACERA may end negotiations, at its sole discretion, if it believes a satisfactory agreement cannot be negotiated. LACERA reserves the right to award a contract based upon proposals received; respondents should not rely upon the opportunity to alter their proposal (e.g., services to be provided, fees, etc.) during contract negotiations.

The final contract must allow LACERA to terminate (a) for its convenience, (b) if funds are not appropriated for the services to be provided, and (c) for default.

The general form of the contract LACERA intends to use for this engagement is attached as [Exhibit XX]. By sending a proposal without comment on the general form contract, respondent agrees to each term in the contract, and will not seek any modifications to the contract. LACERA has the right to change or negotiate contract terms different than those in [Exhibit XX] in our sole discretion.

If respondent objects to a term in the general form contract, or wishes to change or add terms, respondent's proposal must show each objection, and propose language for each modification and additional term sought, including the rationale for the change. LACERA reserves the right to make material changes to the contract prior to execution.

G. Additional Reservations by LACERA

In addition to the other provisions of this RFP, LACERA reserves the right to:

1. Cancel this RFP, in whole or in part, at any time.
2. Make such investigation as it deems necessary to determine the respondent's ability to furnish the required services. The respondent agrees to furnish all such information for this purpose as LACERA may request.
3. Reject the proposal of any respondent who is not currently in a position to perform the contract, or who has previously failed to perform similar contracts properly, or in a timely manner, or for any other reason in LACERA's sole discretion.
4. Waive irregularities, to negotiate in any manner necessary to best serve the public interest, and to make a whole award, multiple awards, a partial award, or no award.
5. Award a contract, if at all, to the firm which will provide the best match to the requirements of the RFP and the service needs of LACERA in LACERA's sole discretion, which may not be the proposal offering the lowest fees.
6. Reject any or all proposals submitted in response to this RFP.
7. Determine the extent, without limitation, to which the services of a successful respondent are or are not actually utilized.