

New York State Department of Civil Service

Actuarial and Benefits Management Consulting Services

ADMINISTRATIVE PROPOSAL RFP #2012 ABMC-1

Submitted by: Buck Consultants, LLC

Date: June 1, 2012



Notwithstanding anything to the contrary, Buck's response ("Response") is proprietary to Buck; is valid for (365) days; may only be circulated to employees within your organization with a specific need to know its contents for them to review, evaluate and analyze it and to discuss it with Buck; and, shall not be disclosed by you or any of your employees to any other person or business entity without the prior written consent of Buck. No rights of ownership in the Response are transferred to you. Should Buck receive an award, Buck will undertake appropriate efforts to negotiate mutually satisfactory final and binding terms and conditions.

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EXHIBIT A – Formal Offer Letter

EXHIBIT A Formal Offer Letter

(\$4.02.01)

Exhibit A - Page 1 of 2

Date: June 1, 2012

ABMC Procurement Manager
NYS Department of Civil Service
Alfred E. Smith State Office Building
Room 803
Albany, New York 12239

RE: RFP No. 2012ABMC-1, entitled
 “ACTUARIAL AND BENEFITS
 MANAGEMENT CONSULTING SERVICES”
 Firm Offer to the State of New York

Vendor Number: 1000006508

Buck Consultants, LLC (“Buck”) hereby submits this firm and binding offer (“Proposal”) to the State of New York in response to New York State Department of Civil Service Request for Proposals 2012ABMC-1, entitled “ACTUARIAL AND BENEFITS MANAGEMENT CONSULTING SERVICES” (RFP). The Proposal hereby submitted meets or exceeds all terms, conditions, and requirements set forth in the above-referenced RFP and in the manner set forth in the RFP.

Buck accepts the terms and conditions as set forth in RFP [Section 6](#), Appendices A through D, and agrees to satisfy the comprehensive programmatic duties and responsibilities outlined in the RFP in the manner set forth in the RFP.

Buck agrees to execute a contractual agreement composed substantially of the terms and conditions set forth in [Section 6](#) of the RFP, and accepts as non-negotiable the terms and conditions set forth in Appendices A through D of the RFP. Prior to execution of the agreement, Buck requests consideration of the Extraneous Terms shown in Attachment B.

Buck further agrees, if selected as a result of the RFP, to comply with the provisions of 1) the Tax Law Section 5-a, Certification Regarding Sales and Compensating Use Tax as set forth in [§2.02.09](#) of the RFP; 2) Sections 57 and 220 of the New York State Workers’ Compensation Law as set forth in [§2.02.10](#) of the RFP; and 3) the Consultant Disclosure Requirements as set forth in [§2.02.11](#) of the RFP.

This formal offer will remain firm and non-revocable for a minimum period of 365 days from the Proposal Due Date and Time as set forth in the RFP. In the event that a contract is not approved by the NYS Comptroller within the 365 day period, this offer shall remain firm and binding beyond the 365 day period and until a contract is approved by the NYS Comptroller, unless **Buck** delivers to the Department of Civil Service written notice of withdrawal of its Proposal.

Buck’s complete offer is set forth as follows:

Administrative Proposal: Total of five (5) hard copy volumes [one (1) original and four (4) copies] and one (1) electronic copy on CD.

Exhibit A - Page 2 of 2Technical Proposal:

Total of eleven (11) hard copy volumes [one (1) original and ten (10) copies] and one (1) electronic copy on CD.

Financial Proposal:

Total of five (5) hard copy volumes [one (1) original and four (4) copies] and one (1) electronic copy on CD.

The undersigned affirms and swears s/he has the legal authority and capacity to sign and make this offer on behalf of, **Buck** and possesses the legal authority and capacity to act on behalf of **Buck** to execute a contract with the State of New York.

The undersigned affirms and swears as to the truth and veracity of all documents included in this offer.

Date: 5/11/2012

[Redacted Signature]
Signature

PRINT:

SIGNATORY'S NAME Harvey Sobel **TITLE** Principal, Consulting Actuary

INDIVIDUAL, CORPORATE OR PARTNERSHIP ACKNOWLEDGMENT

STATE OF NJ }
COUNTY OF Bergen } SS.:

On the 11 day of May in the year 2012, before me personally appeared:

Harvey Sobel, known to me to be the person who

executed the foregoing instrument, who, being duly sworn by me did depose and say that he resides at [Redacted], Town of [Redacted], County of [Redacted], State of [Redacted]; and further that, if applicable:

[Check One, If Applicable]

- (☒ If a corporation): he is the Principal of Buck Consultants, the corporation described in said instrument; that, by authority of the Board of Directors of said corporation, he is authorized to execute the foregoing instrument on behalf of the corporation for purposes set forth therein; and that, pursuant to that authority, he executed the foregoing instrument in the name of and on behalf of said corporation as the act and deed of said corporation.
- (☐ If a partnership): he is the _____ of _____, the partnership described in said instrument; that, by the terms of said partnership, he is authorized to execute the foregoing instrument on behalf of the partnership for the purposes set forth therein; and that, pursuant to that authority, he executed the foregoing instrument in the name and on behalf of said partnership as the act and deed of said partnership.

[Redacted Signature]
Notary Public

June 1, 2012

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Transmittal Letter

June 1, 2012

NYS Department of Civil Service
Attn: ABMC Procurement Manager
Alfred E. Smith Office Building
Room No. 803
Albany, New York 12239

Re: RFP No. 2 012ABMC-1 – Proposal to Provide Actuarial and Benefits Management Consulting Services for the New York State Department of Civil Service

Dear ABMC Procurement Manager:

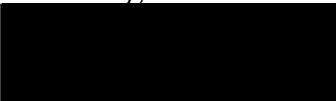
We appreciate the opportunity to present our proposal to the New York State Department of Civil Service (“DCS”). We trust that this proposal will demonstrate that Buck Consultants, LLC (“Buck”) is best qualified to continue partnering with DCS to provide the requested benefits consulting services.

Enclosed is Buck’s Administrative Proposal [one (1) original and four (4) copies and one (1) electronic copy (CD)] to provide Actuarial and Benefits Management Consulting Services to the Employee Benefits Division of the New York State Department of Civil Service (“DCS”), effective June 1, 2012, in response to your April 18, 2012 RFP.



We are confident that we remain the right choice to deliver proactive, timely and cost-efficient services to support DCS’ vision for the future. Our team’s deep experience with health benefits plans, combined with the breadth and depth of our firm’s benefit consulting services, and our cost-effective, custom client-focused approach, will serve DCS well in facing the benefits challenges ahead.

If you have any questions, please contact us. We look forward to continuing our relationship.


Sincerely,



Harvey Sobel, FSA
Principal and Consulting Actuary



Yungchai Kim, ASA
Principal, Global Client Manager



HAS:encl

§4.02 Administrative Proposal

The Offeror's Administrative Proposal must contain responses to all of the following items as set forth below (i.e., §4.02.1 through §4.02.12) and should be in the order and format specified, using the forms set forth in RFP **Exhibit A** through **Exhibit L** and presented in the order enumerated below. (Note: Additional details pertaining to most of the required forms are found in RFP §2.02 entitled, “**Compliance With Applicable Rules, Laws, Regulation & Executive Orders.**”)

§4.02.1 Formal Offer Letter

At this part of its Administrative Proposal, the Offeror must submit a formal offer in the form of the “**Formal Offer Letter**” as set forth in RFP **Exhibit A**. The formal offer must be signed and executed by an individual with the capacity and legal authority to bind the Offeror in its offer to NYS. The Offeror must accept substantially the terms and conditions as set forth in RFP **Section 6**; as well as the terms and conditions set forth in RFP Appendices A through D, and agree to enter into a contractual agreement containing, at a minimum, the terms and conditions identified in the section and appendices as cited herein. If an Offeror proposes to include the services of a Key Subcontractor(s), the Offeror shall be required to assume responsibility for those services as “Prime Contractor.” DCS will consider only the Prime Contractor in regard to contractual matters. **(The Offeror is further requested to enclose a copy of its Formal Offer Letter at the front of the Offeror's Technical and Financial Proposals.)**

Refer to Exhibit A.

§4.02.2 Offeror Qualification Certification

At this part of its Administrative Proposal, the Offeror must complete and submit an executed copy of RFP **Exhibit B**, entitled “**Offeror Qualification Certification**”, demonstrating that it meets or exceeds the criteria for eligibility to bid as set forth in §1.02 of the RFP. A person legally authorized to represent the Offeror must execute this certification.

Refer to Exhibit B.

§4.02.3 Compliance with Public Officers Law Requirements

At this part of its Administrative Proposal, the Offeror must submit an executed copy of RFP **Exhibit C**, entitled “**Compliance with Public Officers Law Requirements**”. A person legally authorized to represent the Offeror must execute this affirmation.

Refer to Exhibit C.

§4.02.4 Proposal Submission Requirements Checklist

At this part of its Administrative Proposal, the Offeror should complete and submit RFP **Exhibit D**, entitled “**Proposal Submission Requirements Checklist**”.

Refer to Exhibit D.

§4.02.5 Contractor Requirements and Procedures for Business Participation Opportunities for NYS Certified Minority- and Women-Owned Business Enterprises and Equal Employment Opportunities (“EEO”) for Minority Group Members and Women

At this part of its Administrative Proposal, the Offeror must complete and submit the following forms:

- EEO Staffing Plan (form EEO-100) - **Exhibit E**;

Refer to Exhibit E.

- Certification of Good Faith Efforts (form MWBE-104) - **Exhibit F**; and

Refer to Exhibit F.

- MWBE Utilization Plan (form MWBE-100) - **Exhibit G**

Refer to Exhibit G.

§4.02.6 Compliance with Americans with Disabilities Act

At this part of its Administrative Proposal, the Offeror must submit an executed copy of RFP **Exhibit H**, entitled “**Compliance with Americans with Disabilities Act**”. A person legally authorized to represent the Offeror must execute this certification.

Refer to Exhibit H.

§4.02.7 MacBride and Non-Collusive Bidding Certification

At this part of its Administrative Proposal, the Offeror must complete and submit an executed copy of RFP **Exhibit I**, entitled “**MacBride and Non-collusive Bidding Certification**”. A person legally authorized to represent the Offeror must execute this certification.

Refer to Exhibit I.

§4.02.8 New York State Standard Vendor Responsibility Questionnaire

At this part of its Administrative Proposal, the Offeror must complete and submit an executed copy of RFP **Exhibit J**, entitled “**New York state standard Vendor Responsibility Questionnaire**”. A person legally authorized to represent the Offeror must execute the questionnaire. To the extent that the Offeror is proposing the use of “Key Subcontractors” (i.e., part of the Offeror’s proposed Project Management Team), the Offeror must submit completed **Exhibit J** for each Key Subcontractor executed by a person legally authorized to represent the subcontractor. For more information regarding the Questionnaire, including electronic filing of the Questionnaire in OSC’s VendRep system with see RFP **§2.02.6**.

Refer to Exhibit J.

§4.02.9 Offeror’s Certification of Compliance Pursuant to State Finance Law §139-k(5)

At this part of its Administrative Proposal, the Offeror must complete and submit RFP **Exhibit K**, entitled “**Offeror’s Certification of Compliance Pursuant to State Finance Law §139-k(5)**”. A person legally authorized to represent the Offeror must execute this affirmation.

Refer to Exhibit K.

§4.02.10 Financial Stability

At this part of its Administrative Proposal, the Offeror must provide a bank reference to attest to the Offeror’s financial stability. (Note: For purposes of this reference, the Offeror may not give as a reference a parent or subsidiary company, a partner or an affiliate organization. For the purpose of this requirement, “affiliate” means an organization which, through stock ownership or any other affiliation, directly, indirectly, or constructively controls another organization, is controlled by another organization, or is, along with another organization, under the control of a common

parent.) The letter must include the bank's name, address, contact person name and telephone number and it must address, at a minimum, the following items:

- a) a brief description of the business relationship between the parties (i.e., the Offeror and the bank), including the duration of the relationship and the Offeror's current standing with the bank. For example: "*The Offeror is currently and has been for "x" number of years a client in good standing.*";
- b) a description of any ownership/partner relationship that may exist between the parties, if any. (Note: One party cannot be the parent, partner or subsidiary of the other, nor can one party be an affiliate of the other); and
- c) any other facts or conclusions the bank may deem relevant to the State in regard to the bank's assessment of the Offeror's financial viability and creditworthiness considering the nature and scope of the Project Services to be rendered and which are the subject matter of this RFP, and the parties (i.e., DCS and the Offeror) contractual obligations assuming the Offeror were awarded the resultant contract.

Refer to Attachment A.

§4.02.11 Conflicts of Interest

At this part of its Administrative Proposal, the Offeror must either list and describe all Conflicts of Interest or affirmatively state that no Conflicts of Interest exist. A Conflict of Interest means a situation which has or may influence or appear to influence, compromise or bias the Offeror's/Contractor's actions and/or judgments in the Offeror's/Contractor's performance of Project Services. Such situations may result from the Offeror's/Contractor's direct or indirect interests, including but not limited to, financial, business, proprietary or personal interests, in the operation and/or administration of the New York State Health Insurance Program (NYSHIP). A Conflict of Interest can result from relationships between the Offeror/Contractor and any individual, entity or organization that existed prior to or that may arise during the term of the Contract.

For each Conflict of Interest identified by the Offeror/Contractor, the Offeror/Contractor must describe what Firewalls and/or other controls, policies and procedures which a reasonable person would expect to provide corrective or mitigating action to adequately safeguard or protect the Department against any Conflict of Interest which have been or will be implemented by the Offeror/Contractor.

Notwithstanding the Conflicts of Interest and, if applicable proposed Firewalls or remedies identified by each Offeror/Contractor, the Department reserves the right to

determine whether the Offeror/Contractor has a Conflict of Interest and, if so, whether to disqualify the Offeror or terminate the Contract.

Notwithstanding the preceding, where a Conflict of Interest has been determined to exist, the Department may, along with all other remedies available, require the Contractor to implement Firewalls and/or other controls, policies and procedures identified by the Offeror/Contractor or by the Department to adequately safeguard or protect the Department against any Conflict of Interest. Further, if the Department determines that the implemented Firewalls and/or other controls, policies and procedures do not adequately safeguard or protect against a Conflict of Interest, the Department may disqualify the Offeror or terminate the Contract.

Buck is not aware of any potential conflict of interest issues, nor do we foresee any future conflicts of interest in providing consulting services to DMNS.

Buck has undergone routine audits by the SEC and DOL that examined for conflicts and found none. It is Buck's intention to put impartial advice above all else, and therefore we do not compromise our client's best interests with questionable associations or other client relationships.

Buck's relationship with NYS DCS for the past 15 years has been, and will continue to be, built on trust. To maintain that trust, it is essential that NYS DCS feels confident it can conduct business with Buck in a fair and ethical way. Any action that creates a conflict of interest, or even the appearance of a conflict of interest, can be damaging to Buck's reputation.

Buck maintains a formal policy to address potential conflicts of interest. Our employees are sensitive to situations involving conflicts of interest, or the appearance of conflicts of interest, between clients (such as situations in which one client intends to purchase or merge with another client or prospective client). Our conflict of interest policy sets forth procedures on confidentiality of client information. In particular, employees must not share confidential client information with another client or a prospective client for any purpose or in any context.

Buck has a policy for work involving acquisitions, arbitration, collective bargaining assistance, litigation or mergers as well. The client's client manager must first determine whether Buck has performed work for the other party in the transaction. If so, the Buck client manager must disclose the potential adversarial position to the Buck client manager for the other party prior to taking on the new project. To maintain client confidentiality, this disclosure is limited only to notification concerning the imminent project.

If the client managers cannot determine a fair and ethical resolution of a conflict, a higher-level manager will review the conflict and aid in its resolution. Finally, any potential conflicts of interest must be disclosed to the Buck clients who might be affected by such conflicts.

Further, Buck has policies in place that are designed to ensure that:

- A staff member obtains prior approval before serving on another organization's board or as an officer or partner of another organization, and
- New Buck acquisitions or joint ventures follow the Buck policies to assure that related organizations also adhere to the conflict of interest policies.

As a subsidiary of Xerox, Buck Consultants also adheres to the conflict of interest policy established by Xerox and set forth in the Xerox Code of Ethical Business Conduct.

§4.02.12 Freedom of Information Law – Request for Redaction Chart

At this part of its Administrative Proposal, the Offeror should complete and submit RFP **Exhibit L**, entitled “**Freedom of Information Law – Request for Redactions Chart**”. If an Offeror believes that any information in its Proposal constitutes proprietary and/or trade secret information and desires that such information not be disclosed if requested pursuant to FOIL, the Offeror must make that assertion by completing RFP **Exhibit L**. The Offeror must specifically identify by page number, line, or other appropriate designation, the specific information requested to be protected from FOIL disclosure and the specific reason why such information should not be disclosed. Page 2 of **Exhibit L** contains information regarding appropriate justification for protection from FOIL disclosure.

If the Offeror chooses not to assert that any information in its Proposal should be protected from FOIL disclosure, the Offeror should so advise the Department by checking the applicable box on RFP **Exhibit L** and enclosing the form at this part of the Offeror's Administrative Proposal.

Refer to Exhibit L.

§4.02.13 Requested Redactions CD and Hard Copy

The FOIL-related materials described in RFP **§2.02.8** (i.e., the **Requested Redactions CD and Hard Copy** documents labeled “**Proposal - Requested Redactions**”) will not be considered part of the Offeror's Proposal and will not be reviewed as a part of the Procurement's evaluation process. Notwithstanding this, Offerors are requested to enclose the “Proposal - Requested Redactions” hard copy and CD requested per RFP **§2.02.8**, in the box/envelope containing the Offeror's Administrative Proposal.)

EXHIBIT B – Offeror Qualification Certification

EXHIBIT B Offeror Qualification Certification(Link [§4.02.2](#))**Exhibit B - Page 1 of 3**

An authorized representative of the Offeror who is legally authorized to certify the information requested in the name of and on behalf of the Offeror is required to complete and sign the Offeror Attestations and provide all requested information. Offeror's authorized representative must certify as to the truth of the representations made by signing where indicated, below.

CERTIFICATION:

The Offeror (1) recognizes that the following representations are submitted for the express purpose of assisting the State of New York in making a determination to award a contract; (2) acknowledges and agrees by submitting the Attestation, that the State may at its discretion, verify the truth and accuracy of all statements made herein; (3) certifies that the information submitted in this certification and any attached documentation is true, accurate and complete.

Name of Business Entity Submitting Bid:		Buck Consultants, LLC
Entity's Legal Form:		<input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Sole Proprietorship <input type="checkbox"/> Other _____
No.	RFP Ref.	RFP Requirement:
1.	§1.02.1 (a)	<p>The Offeror represents and warrants that, at time of Proposal submission, the Offeror:</p> <p><input checked="" type="checkbox"/> is <input type="checkbox"/> is not authorized to conduct business in New York State.</p> <p>If not authorized to conduct business in New York State, at time of Proposal submission, the Offeror represents and warrants that it:</p> <p><input type="checkbox"/> has <input type="checkbox"/> has not filed an application for authority to do business in New York State with the New York State Secretary of State.</p>
No.	RFP Ref.	RFP Requirement:
2.	§1.02.1 (b)	<p>At time of Proposal submission, Offeror represents and warrants that it:</p> <p><input checked="" type="checkbox"/> has <input type="checkbox"/> has not completed, obtained or performed all registrations, filings, approvals, authorizations, consents and examinations required by any governmental authority for the provision of the delivery of Project Services and that it will, during the term of the Contract, comply with any requirements imposed upon it by law.</p>
No.	RFP Ref.	RFP Requirement:
3.	§1.02.1 (c)	<p>The Offeror:</p> <p><input checked="" type="checkbox"/> agrees <input type="checkbox"/> does not agree</p> <p>that if selected by the Department as the successful Offeror in this Procurement, the Offeror (Contractor) shall be precluded from 1) submitting a proposal in response to; and/or 2) participating in any way in the development or consultation of any Offeror's proposal(s) in response to any procurement undertaken by the Department for which the Contractor participated, in any manner whatsoever, in the development of the services which are the subject matter of that procurement and/or the associated procurement vehicle and/or its associated evaluation criteria.</p>

Name of Business Entity Submitting Bid:		Buck Consultants, LLC
No.	RFP Ref.	RFP Requirement:
4.	§1.02.1 (d)	<p>The Offeror:</p> <p><input checked="" type="checkbox"/> agrees and acknowledges</p> <p><input type="checkbox"/> does not agree and/or acknowledge</p> <p>that all claims, enrollment, and other data (i.e., materials) provided by the Department or the Department's agents and/or contractors is being provided to the Offeror (Contractor) solely for the purpose of allowing the Contractor to fulfill its duties and responsibilities under the Contract; and that said materials are and remain the sole property of the State; and the Offeror:</p> <p><input checked="" type="checkbox"/> represents and warrants</p> <p><input type="checkbox"/> does not represent and/or warrant</p> <p>that it will not share, sell, release, or make the data available to third parties in any manner without the written consent of the Department, except as directed by a court of competent jurisdiction, or as necessary to comply with applicable New York State or federal law.</p>
No.	RFP Ref.	RFP Requirement:
5.	§1.02.1 (e)	<p>At time of Proposal submission, Offeror represents and warrants that , if selected by the Department as the successful Offeror in this Procurement, all activities associated with Tasks 1, 2, 3 and 4, as applicable:</p> <p><input checked="" type="checkbox"/> will</p> <p><input type="checkbox"/> will not</p> <p>be overseen by an individual certified as a Fellow in the Society of Actuaries (FSA).</p>
No.	RFP Ref.	RFP Requirement:
6.	§1.02.2 (a)	<p>At time of Proposal submission, Offeror represents and warrants that it:</p> <p><input checked="" type="checkbox"/> does</p> <p><input type="checkbox"/> does not</p> <p>possess adequate staffing resources, financial resources and organizational capacity to perform the type, magnitude and quality of work specified in the RFP.</p> <p><i>(Note: Evidence that Offeror has adequate staffing resources, financial resources and organization to perform the type, magnitude and quality of work specified in the RFP is to be provided in the Offeror's Organizational Overview section of the Offeror's Technical Proposal.)</i></p>

(REMAINDER OF PAGE LEFT INTENTIONALLY BLANK)

Name of Business Entity Submitting Bid:		Buck Consultants, LLC
No.	RFP Ref.	RFP Requirement:
7.	\$1.02.2 (b)	<p>At time of Proposal submission, Offeror represents and warrants that it:</p> <p><input checked="" type="checkbox"/> has</p> <p><input type="checkbox"/> has not</p> <p>maintained an organization capable of performing the work specified herein the RFP, in continuous operation for at least the past three (3) years and that it has provided services comparable to the Project Services outlined in the RFP continuously during said period for the benefit of, at a minimum, three (3) governmental organizations.</p> <p><i>(Note: Evidence that Offeror has maintained an organization capable of performing the work specified herein the RFP, in continuous operation for at least the past three (3) years and that it has provided services comparable to the Project Services outlined in the RFP continuously during said period for the benefit of, at a minimum, three (3) governmental organizations is to be provided in the Offeror's Organizational Overview section of the Offeror's Technical Proposal.)</i></p>
No.	RFP Ref.	RFP Requirement:
8	\$1.02.2 (c)	<p>Offeror represents and warrants that, for each of the past three (3), it:</p> <p><input checked="" type="checkbox"/> has</p> <p><input type="checkbox"/> has not</p> <p>generated gross revenue in excess of \$500,000 per year from benefit consulting/outsourcing services.</p>

Date: 5/11/2012

Signature

PRINT:

SIGNATORY'S NAME Harvey SobelTITLE Principal and Consulting Actuary**INDIVIDUAL, CORPORATE OR PARTNERSHIP ACKNOWLEDGMENT**STATE OF NJCOUNTY OF Bergen

SS.:

On the 11 day of May in the year 2012, before me personally appeared:Harvey Sobel, known to me to be the person who executed the foregoing

instrument, who, being duly sworn by me did depose and say that he resides at _____, Town of

_____, County of _____, State of _____; and further that, if applicable:

[Check One, If Applicable]

(☒ If a corporation): he is the Principal of Buck Consultants, the corporation described in said instrument; that, by authority of the Board of Directors of said corporation, he is authorized to execute the foregoing instrument on behalf of the corporation for purposes set forth therein; and that, pursuant to that authority, he executed the foregoing instrument in the name of and on behalf of said corporation as the act and deed of said corporation.

(☐ If a partnership): he is the _____ of _____, the partnership described in said instrument; that, by the terms of said partnership, he is authorized to execute the foregoing instrument on behalf of the partnership for the purposes set forth therein; and that, pursuant to that authority, he executed the foregoing instrument in the name and on behalf of said partnership as the act and deed of said partnership.

Notary Public

EXHIBIT C – Compliance with Public Officers Law Requirements

EXHIBIT C Compliance with Public Officers Law Requirements

(Links §2.02.1 & §4.02.3)


Exhibit C Page 1 of 1

The New York State Public Officers Law ("POL"), particularly POL Sections 73 and 74, as well as all other provisions of New York State law, rules and regulations, and policy establishing ethical standards for current and former State employees. In submitting its Proposal, the Offeror must guarantee knowledge and full compliance with such provisions for purposes of the RFP and any other activities including, but not limited to, contracts, bids, offers, and negotiations. Failure to comply with these provisions may result in disqualification from the procurement process, termination, suspension or cancellation of the contract, and criminal proceedings as may be required by law. Offeror affirmatively states that at the time of bid submission, Offeror knows of no factors existing at time of bid submission or which are anticipated to arise thereafter, which would constitute a potential conflict of interest in successfully meeting the contractual obligations set forth in the RFP, including but not limited to:


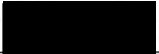

- (1) No potential for conflict of interest on the part of the Offeror due to prior, current, or proposed contracts, engagements, or affiliations; and
- (2) No potential conflicts in the sequence or timing of the proposed award under the RFP relative to the timeframe for service delivery, or personnel or financial resource commitments of Offeror to other projects.

Date: 5/11/2012Signature **PRINT:****SIGNATORY'S NAME** Harvey Sobel**TITLE** Principal and Consulting Actuary**INDIVIDUAL, CORPORATE OR PARTNERSHIP ACKNOWLEDGMENT**

STATE OF NJ }
COUNTY OF Bergen } SS.:

On the 11 day of May in the year 2012, before me personally appeared:Harvey Sobel, known to me to be the person who executed the foregoinginstrument, who, being duly sworn by me did depose and say that he resides at ,

Town of

, County of , State of ; and further that, if applicable.**[Check One, If Applicable]**

(☒ **If a corporation**): he is the Principal of Buck Consultants, the corporation described in said instrument; that, by authority of the Board of Directors of said corporation, he is authorized to execute the foregoing instrument on behalf of the corporation for purposes set forth therein; and that, pursuant to that authority, he executed the foregoing instrument in the name of and on behalf of said corporation as the act and deed of said corporation.

(☐ **If a partnership**): he is the _____ of _____, the partnership described in said instrument; that, by the terms of said partnership, he is authorized to execute the foregoing instrument on behalf of the partnership for the purposes set forth therein; and that, pursuant to that authority, he executed the foregoing instrument in the name and on behalf of said partnership as the act and deed of said partnership.

Notary Public 

EXHIBIT D – Proposal Submission Requirements Checklist

EXHIBIT D Proposal Submission Requirements Checklist(Links [§2.01.8](#) & [§4.02.4](#))**Exhibit D – Page 1 of 3**

The following checklist is provided for use of Offerors to help ensure Offeror's compliance with the RFP requirements. Offerors should indicate by checkmark that the Offeror's Proposal meets each of the following submission requirements (Use RFP provided forms as stipulated. If no form is stipulated, submit appropriate documentation as stated in the requirement.)

TIMELY SUBMISSION:

Offerors are reminded that Offerors are solely responsible for timely delivery of their Proposal to DCS prior to the stated Proposal Due Date and Time deadline as set forth in RFP [§2.01.1](#).

1. PACKAGING AND FORMATTING REQUIREMENTS:

Each part of the Offeror's Proposal (Administrative, Technical and Financial Proposal) must comply with the formatting requirements stated in RFP [§2.01.8](#).

Check (✓) If Included	RFP Section	Required Submission
✓	§2.01.8.a	The Offeror's Proposal is organized in three separate (3) parts: Administrative; Technical, and Financial Proposals.
✓	§2.01.8.a	Offerors must submit one (1) ORIGINAL separately bound hard copy of each part.
✓	§2.01.8.a	<ul style="list-style-type: none"> eleven (11) separately bound hard copies of the Offeror's Technical Proposal; and five (5) separately bound hard copies of the Offeror's Administrative and Financial Proposals
✓	§2.01.8.a	One (1) electronic copy (CD) of each of the three (3) parts of the Offeror's Proposal.
✓	§2.01.8.a	Each ORIGINAL hard copy of each part is marked "ORIGINAL" and contains an original signature of an official(s) authorized to bind the Offeror to its provisions on all forms submitted that require the Offeror's signature.
✓	§2.01.8.a	The remaining hard copies of each part contain either an original signature or a copy of the official's signature on all forms submitted that require the Offeror's signature and they are numbered sequentially (e.g. Copy #1, Copy #2, etc).
✓	§2.01.8.a	Proposals are placed and packaged together, by part, in sealed boxes/envelopes.
✓	§2.01.8.a	Each sealed boxes/envelopes contains a label on the outside of the container which contains the required labeling information.
The Proposal complies with the formatting requirements set forth in the RFP in terms of:		
✓	§2.01.8.b	Binding of Proposal: The official name of the organization(s) and "ACTUARIAL AND BENEFITS MANAGEMENT CONSULTING SERVICES" appears either on the outside front cover of each copy of the Offeror's Administrative, Technical and Financial Proposal, or if the Proposals are submitted in loose-leaf binders on the spine of the binders
✓	§2.01.8.b	Table of Contents: Each Proposal contains as table of contents.
✓	§2.01.8.b	Index Tabs: Each major section of the Proposal and each exhibit/attachment/appendices is labeled with an index tab that completely identifies the title of the section, or exhibit, attachment or appendix as named in the table of contents.
✓	§2.01.8.b	Pagination: Each page of each of the three (3) parts of the Offeror's Proposal is dated and numbered consecutively from its beginning through all appended material.

Exhibit D – Page 2 of 3**2. ADMINISTRATIVE PROPOSAL:**

The Offeror's Administrative Proposal must respond to all of the mandatory sections as set forth in RFP §4.02.1 through §4.02.12, in the order specified in §4.02 and using the specified forms and formats, as applicable, set forth in RFP Exhibit A through Exhibit L. Sub-sections for which narrative information is to be provided, if any, are not separately listed in the table below, just the Section title and Exhibits, if any that are to be included at that section of the Offeror's Administrative Proposal. When indicating that a section is included the Offeror should ensure that all required submission associated with a given section and its subsections, if any, have been provided (Note: Although not an Official Component of the Offeror's Administrative Proposal, the Checklist includes the "Requested Redactions CD and Hard Copy" as requested to be provided per RFP §4.02.13):

Check (✓) If Included	RFP Section	Required Submission and Associated Exhibits, if any
✓	§4.02.1	Formal Offer Letter - Exhibit A
✓	§4.02.2	Offeror Qualification Compliance with Public Officers Law Requirements Certification - Exhibit B
✓	§4.02.3	Compliance with Public Officers Law Requirements - Exhibit C
✓	§4.02.4	Proposal Submission Requirements Checklist - Exhibit D
✓	§4.02.5	EEO Staffing Plan (form EEO-100) - Exhibit E ; Certification of Good Faith Efforts (form MWBE-104) - Exhibit F ; and MWBE Utilization Plan (form MWBE-100) - Exhibit G
✓	§4.02.6	Compliance with Americans with Disabilities Act - Exhibit H
✓	§4.02.7	MacBride and Non-Collusive Bidding Certification - Exhibit I
✓	§4.02.8	New York State Standard Vendor Responsibility Questionnaire - Exhibit J
✓	§4.02.9	Offeror's Certification of Compliance Pursuant to State Finance Law §139-k(5) - Exhibit K
✓	§4.02.10	Error! Reference source not found. Financial Stability (No associated Exhibit)
✓	§4.02.11	Conflicts of Interest (No associated Exhibit)
✓	§4.02.12	Freedom of Information Law – Request for Redaction Chart - Exhibit L
Check (✓) If Included	RFP Section	Supplemental Information Requested to be Included with Administrative Proposal Package
✓	§4.02.13	Requested Redactions CD and Hard Copy

3. TECHNICAL PROPOSAL:

The Offeror's Technical Proposal must respond to all of the mandatory sections as set forth in RFP §4.03.1 through §4.03.6, in the order specified in §4.03 and using the specified formats and forms, as applicable, set forth in RFP Exhibit M through Exhibit Q. Sub-sections for which narrative information is to be provided, if any, are not separately listed in the table below, just the Section title and Exhibits, if any that are to be included at that section of the Offeror's Technical Proposal. When indicating that a section is included the Offeror should ensure that all required submission associated with a given section and its subsections, if any, have been provided:

Check (✓) If Included	RFP Section	Required Submission – Associated Exhibits, if any
✓	§4.03	Copy of Offeror's Formal Offer Letter
✓	§4.03.1	Organizational Overview (No associated Exhibit)
✓	§4.03.2	Key Subcontractors - Exhibit M
✓	§4.03.3	Client References – 3 client references using Exhibit N
✓	§4.03.4	Project Management Team - Exhibit O & Exhibit P
✓	§4.03.5	Project Services – including 3 prior ad hoc projects and, if applicable, self funded rate development and review project(s), using Exhibit Q
✓	§4.03.6	Performance Guarantees (No associated Exhibit)

Exhibit D – Page 3 of 3**4. FINANCIAL PROPOSAL:**

The Offeror's Financial Proposal must respond to all of the mandatory sections as set forth in RFP **§4.04.1** through **§4.04.3**, in the order specified in **§4.04** and using the specified forms and formats set forth in RFP **Exhibit R, Forms 1** through **4**. Sub-sections for which narrative information is to be provided, if any, are not separately listed in the table below, just the Section title and Exhibits, if any bits that are to be included at that section of the Offeror's Financial Proposal. When indicating that a section is included the Offeror should ensure that all required submission associated with a given section and its subsections, if any, have been provided:

Check (✓) If Included	RFP Section	Required Submission – Associated Exhibits, if any
✓	§4.04	Copy of Offeror's Formal Offer Letter
✓	§4.04.1	Task #1 – Premium Rate Renewals and Plan Funding Requirements- Exhibit R, Form 1
✓	§4.04.2	Task #2 – Quarterly Analysis - Exhibit R, Form 2
✓	§4.04.3	Tasks #3 and #4 – GASB 45 Valuation and Ad Hoc Projects Fixed Hourly Rates - Exhibit R, Forms 3 and 4

EXHIBIT E – EEO Staffing Plan (form EEO-100)

EXHIBIT E EEO Staffing Plan (form EEO-100)

(Links §2.02.3 & §4.02.5)

Exhibit E – Page 1 of 1

Solicitation No.:	Reporting Entity: <input checked="" type="checkbox"/> Contractor <input type="checkbox"/> Subcontractor	Report includes: <input type="checkbox"/> Contractor's work force to be utilized on this contract <input checked="" type="checkbox"/> Contractor's total work force <input type="checkbox"/> Subcontractor's work force to be utilized on this contract <input type="checkbox"/> Subcontractor's total work force
Contractor/Subcontractor's Name: Buck Consultants, LLC		
Contractor/Subcontractor's Address: 500 Plaza Drive, Secaucus, NJ 07096		
FEIN: 13-3954297		

Enter the total number of employees in each classification in each of the EEO-Job Categories identified.

EEO Job Categories	Total Work Force	Work force by Gender		Work force by Race/Ethnic Identification													
		Total Male (M)	Total Female (F)	White (M) (F)		Black (M) (F)		Hispanic (M) (F)		Asian (M) (F)		American Indian or Alaskan Native (M) (F)					
Executive/Senior level Officials & Managers	397	243	154	227	141	2	1	4	4	10	8	0	0				
First/Mid level officials & Managers																	
Professionals	556	258	298	191	221	13	22	10	16	43	38	1	1				
Technicians																	
Sales Workers																	
Administrative Support Workers	110	11	99	6	69	2	14	2	11	1	5						
Craft Workers																	
Operatives																	
Laborers and Helpers																	
Service Workers																	
Totals 1063		512	551	424	431	17	37	16	31	54	51	1	1				

PREPARED BY (Signature)

TELEPHONE NO.:

EMAIL ADDRESS:

DATE:
May 3,
2012

NAME AND TITLE OF PREPARER (Print or Type): Harvey Sobel, Principal and Consulting Actuary

EXHIBIT F – Certification of Good Faith Efforts (form MWBE-104)



State of New York
Department of Civil Service
Alfred E. Smith State Office Building
Albany, NY 12239

**M/WBE GOAL REQUIREMENTS
CERTIFICATION OF GOOD FAITH EFFORTS**

OFFICE OF FINANCIAL ADMINISTRATION MWBE-104 (1/2012)

The Contractor must document "good faith efforts" to provide meaningful participation by New York State Certified M/WBE subcontractors or suppliers in the performance of the State Contract.

The undersigned hereby certifies that he/she has taken the following actions on behalf of the Contractor to demonstrate the aforesaid good faith efforts [check actions as applicable]:

[Redacted area for good faith efforts documentation]

Signature:	[Redacted]	Date:	5/11/2012
Print Name: Harvey Sobel			
Title: Principal and Consulting Actuary			
Company: Buck Consultants, LLC			

Sworn to before me this 11 day of 2012

Notary Public

EXHIBIT G – MWBE Utilization Plan (form MWBE-100)



State of New York
Department of Civil Service
Alfred E. Smith State Office Building
Albany, NY 12239

MWBE UTILIZATION PLAN

OFFICE OF FINANCIAL ADMINISTRATION

MWBE-100 (9/2011)

INSTRUCTIONS: All Offerors must complete this MWBE Utilization Plan and submit it as part of their Proposal. The Plan must contain a detailed description of the services to be provided by each Minority and/or Woman-Owned Business Enterprise (M/WBE) identified by the Offeror.

[Redacted area for MWBE Utilization Plan content]

MWBE Request for Waiver Form (form MWBE-101)



State of New York
Department of Civil Service
Alfred E. Smith State Office Building
Albany, NY 12239

REQUEST FOR WAIVER FORM

OFFICE OF FINANCIAL ADMINISTRATION

MWBE-101 (9/2011)

Page 1 of 2

INSTRUCTIONS: SEE PAGE 2 OF THIS ATTACHMENT FOR REQUIREMENTS AND DOCUMENT SUBMISSION INSTRUCTIONS.



State of New York
Department of Civil Service
Alfred E. Smith State Office Building
Albany, NY 12239

REQUEST FOR WAIVER FORM

OFFICE OF FINANCIAL ADMINISTRATION

MWBE-101 (9/2011)

CONTRACT.

Page 2 of 2

M/WBE REQUIREMENTS AND WAIVER SUBMISSION

When completing the Request for Waiver Form please check all boxes that apply. To be considered, the Request for Waiver Form must be accompanied by documentation for items 1 – 11, as listed below. Copies of the following information and all relevant supporting documentation must be submitted along with the request:

1. A statement setting forth your basis for requesting a partial or total waiver.
2. The names of general circulation, trade association, and M/WBE-oriented publications in which you solicited M/WBEs for the purposes of complying with your participation goals.
3. A list identifying the date(s) that all solicitations for M/WBE participation were published in any of the above publications.
4. A list of all M/WBEs appearing in the NYS Directory of Certified Firms that were solicited for purposes of complying with your M/WBE participation levels.
5. Copies of notices, dates of contact, letters, and other correspondence as proof that solicitations were made in writing and copies of such solicitations, or a sample copy of the solicitation if an identical solicitation was made to all M/WBEs.
6. Provide copies of responses made by M/WBEs to your solicitations.
7. Provide a description of any contract documents, plans, or specifications made available to M/WBEs for purposes of soliciting their bids and the date and manner in which these documents were made available.
8. Provide documentation of any negotiations between you, the Offeror/Contractor, and the M/WBEs undertaken for purposes of complying with your M/WBE participation goals.
9. Provide any other information you deem relevant which may help us in evaluating your request for a waiver.
10. Provide the name, title, address, telephone number, and email address of Offeror's/Contractor's representative authorized to discuss this waiver request.
11. Copy of notice of application receipt issued by Empire State Development (ESD).

Note: Unless a Total Waiver has been granted, Offeror/Contractor will be required to submit all reports and documents pursuant to the provisions set forth in the procurement and/or contract, as deemed appropriate by the Department, to determine M/WBE compliance. In cases where the Department grants a full or partial waiver of M/WBE participation goals, the waiver request will be posted to the Department's website.

May 29, 2012

NYS Department of Civil Service
Attn: ABMC Procurement Manager
Alfred E. Smith Office Building
Room No. 803
Albany, New York 12239

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Sincerely,

[REDACTED]

Harvey Sobel, FSA
Principal and Consulting Actuary

HAS:encl

[illegible]

[illegible]

[illegible]

[illegible]

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CONFIDENTIALITY NOTICE: This email message, including any attachments, is for the sole use of the intended recipient(s) and may contain confidential and privileged information. Any unauthorized review, use, disclosure, or distribution is prohibited. If you are not the intended recipient, please contact the sender by reply email and destroy all copies of the original message.

EXHIBIT H – Compliance with Americans with Disabilities Act

EXHIBIT H Compliance with Americans with Disabilities Act

(Links §2.02.4 & §4.02.6)

EXHIBIT H – Page 1 of 1

The Offeror hereby provides assurance of its compliance with the Americans With Disabilities Act (42 USC§12101 et seq.), in that any services and programs provided during the course of performance of the contract resultant from the RFP (Contract) shall be accessible under Title II of the Americans With Disabilities Act, and as otherwise may be required under the Americans With Disabilities Act.

Date: 5/11/2012

Signature: _____

PRINT:

SIGNATORY'S NAME Harvey Sobel

TITLE Principal and Consulting Actuary

INDIVIDUAL, CORPORATE OR PARTNERSHIP ACKNOWLEDGMENT

STATE OF NJ }
COUNTY OF Bergen } SS.:

On the 11 day of May in the year 2012, before me personally appeared:

Harvey Sobel, known to me to be the person who executed the foregoing

instrument, who, being duly sworn by me did depose and say that he resides at _____, Town of _____,

_____, County of _____, State of _____; and further that, if applicable.

[Check One, If Applicable]

(☒ **If a corporation**): he is the Principal of Buck Consultants, the corporation described in said instrument; that, by authority of the Board of Directors of said corporation, he is authorized to execute the foregoing instrument on behalf of the corporation for purposes set forth therein; and that, pursuant to that authority, he executed the foregoing instrument in the name of and on behalf of said corporation as the act and deed of said corporation.

(☐ **If a partnership**): he is the _____ of _____, the partnership described in said instrument; that, by the terms of said partnership, he is authorized to execute the foregoing instrument on behalf of the partnership for the purposes set forth therein; and that, pursuant to that authority, he executed the foregoing instrument in the name and on behalf of said partnership as the act and deed of said partnership.

Notary Public _____

June 1, 2012

EXHIBIT I – MacBride and Non-Collusive Bidding Certification

EXHIBIT I MacBride and Non-Collusive Bidding Certification

(Links §2.02.5 & §4.02.7)

Exhibit I – Page 1 of 2

**NON-DISCRIMINATION IN EMPLOYMENT IN NORTHERN IRELAND
MACBRIDE FAIR EMPLOYMENT PRINCIPLES**

In accordance with Chapter 807 of the Laws of 1992 the Offeror, by submission of this bid, certifies that it or any individual or legal entity in which the Offeror holds a 10% or greater ownership interest, or any individual or legal entity that holds a 10% or greater ownership interest in the Offeror, either (answer "yes" or "no" to one or both of the following, as applicable):

Have business operations in Northern Ireland. Yes _____ or No X

If yes:

Shall take lawful steps in good faith to conduct any business operations they have in Northern Ireland in accordance with the MacBride Fair Employment Principles relating to nondiscrimination in employment and freedom of workplace opportunity regarding such operations in Northern Ireland, and shall permit independent monitoring of their compliance with such Principles.

Yes _____ or No _____

NON-COLLUSIVE BIDDING CERTIFICATION

By submission of this bid, each Offeror and each person signing on behalf of any Offeror certifies, and in the case of a joint bid each party thereto certifies as to its own organization, under penalty of perjury, that to the best of his knowledge and belief:

1. The prices in this bid have been arrived at independently without collusion, consultation, communication or agreement for the purpose of restricting competition, as to any matter relating to such prices with any other Offeror or with any competitor;
2. Unless otherwise required by law, the prices which have been quoted in this bid have not been knowingly disclosed by the Offeror and will not knowingly be disclosed by the Offeror prior to opening, directly or indirectly, to any other Offeror or to any competitor; and
3. No attempt has been made or will be made by the Offeror to induce any other person, partnership or corporation to submit or not to submit a bid for the purpose of restricting competition.

Date: 5/11/2012

[Redacted Signature]
Signature

PRINT:

SIGNATORY'S NAME Harvey Sobel

TITLE Principal and Consulting Actuary

INDIVIDUAL, CORPORATE OR PARTNERSHIP ACKNOWLEDGMENT

STATE OF NJ }
COUNTY OF Bergen } SS.:

On the 11 day of May in the year 2012, before me personally appeared:

Harvey Sobel, known to me to be the person who executed the foregoing

instrument, who, being duly sworn by me did depose and say that he resides at [Redacted], Town of

[Redacted], County of [Redacted], State of [Redacted]; and further that, if applicable:

[Check One, If Applicable]

(☒ If a corporation): he is the Principal of Buck Consultants, the corporation described in said instrument; that, by authority of the Board of Directors of said corporation, he is authorized to execute the foregoing instrument on behalf of the corporation for purposes set forth therein; and that, pursuant to that authority, he executed the foregoing instrument in the name of and on behalf of said corporation as the act and deed of said corporation.

(☐ If a partnership): he is the _____ of _____, the partnership described in said instrument; that, by the terms of said partnership, he is authorized to execute the foregoing instrument on behalf of the partnership for the purposes set forth therein; and that, pursuant to that authority, he executed the foregoing instrument in the name and on behalf of said partnership as the act and deed of said partnership.

[Redacted Signature]
Notary Public

June 1, 2012

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buckconsultants

EXHIBIT J – New York State Standard Vendor Responsibility Questionnaire

Printed By: harvey sobel

Date Printed: Apr 27, 2012

Vendor Responsibility For-Profit v2 Form

Status: Certified**Note:** The content of any attached documents will not print with this page. To view or print an attached document, you must open it separately by clicking the corresponding hyperlink in the 'Uploaded Files' section of a question.

Basic Vendor Data

Entity Information

Legal Business Entity Name: BUCK CONSULTANTS LLC
TIN (EIN or SSN): 133954297
Vendor ID: 1000006508
Principal Place of Business: 245 Park Avenue
23rd Floor
New York, NY 10167
United States
Telephone: [REDACTED]
Fax: [REDACTED]
Website: www.buckconsultants.com

Business Entity Information

Business Type: For-Profit
Business Activity: Non-Construction

Additional Business Entity Identities

Type:	Previously Enrolled As	Explanation:
Name:	Buck Consultants, LLC	
Vendor ID:	1000006508	
Status:	Active	

Type:	Previously Enrolled As	Explanation:
Name:	BUCK CONSULTANTS LLC	
Vendor ID:	1000006508	
Status:	Active	

Authorized Contacts

Name:	Demetria Hatzis	Address:	One Penn Plaza
Title:	Assistant Secretary		New York, NY 10119
Telephone:	[REDACTED]		United States
Fax:	[REDACTED]		
Email:	[REDACTED]		

I. Legal Business Entity Information

1.0 Legal Business Entity type - Check appropriate box and provide additional information:

- ☐ Corporation (including PC)
- ☒ Limited Liability Company (LLC or PLLC)
- ☐ Limited Liability Partnership
- ☐ Limited Partnership
- ☐ General Partnership
- ☐ Sole Proprietor
- ☐ Other

Date of Organization

06/01/2004



1.1 Was the Legal Business Entity formed or incorporated in New York State?

- ☐ Yes
- ☒ No

Indicate jurisdiction where the Legal Business Entity was formed or incorporated:

- ☒ USA
- ☐ Other

State

Delaware

Attach a Certificate of Good Standing from the applicable jurisdiction or provide an explanation if a Certificate of Good Standing is not available:

Select method for providing this information:

- ☐ Enter Below
- ☒ Attach Document(s)
- ☐ Attach Document(s) with Explanation

Uploaded Files

[BUCK CONSULTANTS LLC DE - CERTIFICATE OF GOOD STANDING.pdf](#) 70K

1.2 Is the Legal Business Entity publicly traded?

- ☐ Yes
- ☒ No

1.3

Does the Legal Business Entity have a DUNS Number?

- ☐ Yes
☒ No

- 1.4 If the Legal Business Entity's Principal Place of Business is *not* in New York State, does the Legal Business Entity maintain an office in New York State?

Note: Select "N/A" if Principal Place of Business is in New York State.

- ☒ Yes
☐ No
☐ N/A

Provide the address and telephone number for one office located in New York State:

Address Line

245 Park Avenue

City

New York

State

New York

Zip Code

10167

Telephone

212-330-1000

- 1.5 Is the Legal Business Entity a New York State certified Minority-Owned Business Enterprise (MBE), Women-Owned Business Enterprise (WBE), New York State Small Business (SB), or federally certified Disadvantaged Business Enterprise (DBE)?

- ☐ Yes
☒ No

- 1.6 Identify Officials and Principal Owners, if applicable.

Note: If more than four (4) Officials or Principal Owners need to be listed, select "Attach Document" as the response.

If applicable, reference to relevant SEC filing(s) containing the required information is optional.

Select method for providing this information:

- ☒ Enter Below
☐ Attach Document(s)

Name

Michael A. Roberts

Title

President and Executive Manaing Director

% of Ownership (Enter 0%, if not applicable)

Add another?

☒ Yes☐ No

Name

Title

% of Ownership (Enter 0%, if not applicable)

Add another?

☒ Yes☐ No

Name

Title

% of Ownership (Enter 0%, if not applicable)

Add another?

☐ Yes☒ No

Last Modified: Dec 14, 2011

Modified By: harvey sobel

II. Reporting Entity Information

2.0 The Reporting Entity for this questionnaire is:

(Note: Select only one)

- ☒ Legal Business Entity
- ☐ Organizational Unit within and operating under the authority of the Legal Business Entity

Last Modified: Jan 13, 2011
Modified By: Demetria Hatzis

III. Leadership Integrity

Within the past five (5) years, has any current or former Reporting Entity Official or any individual currently or formerly having the authority to sign, execute or approve bids, proposals, contracts or supporting documentation on behalf of the Reporting entity with any government entity been:

3.0 Sanctioned relative to any business or professional permit and/or license?

- ☐ Yes
☒ No
☐ Other

3.1 Suspended, debarred or disqualified from any government contracting process?

- ☐ Yes
☒ No
☐ Other

3.2 The subject of an investigation, whether open or closed, by any government entity for a civil or criminal violation for any business-related conduct?

- ☐ Yes
☒ No
☐ Other

3.3 Charged with a misdemeanor or felony, indicted, granted immunity, convicted of a crime or subject to a judgment for:

- a. Any business-related activity; or
b. Any crime, whether or not business-related, the underlying conduct of which is related to truthfulness?

- ☐ Yes
☒ No
☐ Other

Last Modified: Jan 13, 2011
Modified By: Demetria Hatzis

IV. Integrity - Contract Bidding

Within the past five (5) years, has the Reporting Entity:

- 4.0 Been suspended or debarred from any government contracting process or been disqualified on any government procurement, permit, license, concession, franchise or lease, including, but not limited to, debarment for a violation of New York State Workers' Compensation or Prevailing Wage laws or New York State Procurement Lobbying Law?

☐ Yes

☒ No

- 4.1 Been subject to a denial or revocation of a government prequalification?

☐ Yes

☒ No

- 4.2 Been denied a contract award or had a bid rejected based on a non-responsibility finding by a government entity?

☐ Yes

☒ No

- 4.3 Had a low bid rejected on a government contract for failure to make good faith efforts on any Minority-Owned Business Enterprise, Women-Owned Business Enterprise or Disadvantaged Business Enterprise goal or statutory affirmative action requirements on a previously held contract?

☐ Yes

☒ No

- 4.4 Agreed to a voluntary exclusion from bidding/contracting with a government entity?

☐ Yes

☒ No

- 4.5 Initiated a request to withdraw a bid submitted to a government entity in lieu of responding to an information request or subsequent to a formal request to appear before the government entity?

☐ Yes

☒ No

Last Modified: Jan 13, 2011
Modified By: Demetria Hatzis

V. Integrity - Contract Award

Within the past five (5) years, has the Reporting Entity:

5.0 Been suspended, cancelled or terminated for cause on any government contract including, but not limited to, a non-responsibility finding?

☐ Yes

☒ No

5.1 Been subject to an administrative proceeding or civil action seeking specific performance or restitution in connection with any government contract?

☐ Yes

☒ No

5.2 Entered into a formal monitoring agreement as a condition of a contract award from a government entity?

☐ Yes

☒ No

Last Modified: Jan 13, 2011

Modified By: Demetria Hatzis

VI. Certification/Licenses

Within the past five (5) years, has the Reporting Entity:

6.0 Had a revocation, suspension or disbarment of any business or professional permit and/or license?

☐ Yes

☒ No

6.1 Had a denial, decertification, revocation or forfeiture of New York State certification of Minority-Owned Business Enterprise, Women-Owned Business Enterprise or federal certification of Disadvantaged Business Enterprise status for other than a change ownership?

☐ Yes

☒ No

Last Modified: Jan 13, 2011

Modified By: Demetria Hatzis

VII. Legal Proceedings

Within the past five (5) years, has the Reporting Entity:

- 7.0 Been the subject of an investigation, whether open or closed, by any government entity for a civil or criminal violation?
- ☐ Yes
- ☒ No
- 7.1 Been the subject of an indictment, grant of immunity, judgment or conviction (including entering into a plea bargain) for conduct constituting a crime?
- ☐ Yes
- ☒ No
- 7.2 Received any OSHA citation and Notification of Penalty containing a violation classified as serious or willful?
- ☐ Yes
- ☒ No
- 7.3 Had a government entity find a willful prevailing wage or supplemental payment violation or any other willful violation of New York State Labor Law?
- ☐ Yes
- ☒ No
- 7.4 Entered into a consent order with the New York State Department of Environmental Conservation, or received an enforcement determination by any government entity involving a violation of federal, state or local environmental laws?
- ☐ Yes
- ☒ No
- 7.5 Other than the previously disclosed:
- a. Been subject to fines or penalties imposed by government entities which in the aggregate total \$25,000 or more; or
- b. Been convicted of a criminal offense pursuant to any administrative and/or regulatory action taken by any government entity?
- ☐ Yes
- ☒ No

Last Modified: Jan 13, 2011
Modified By: Demetria Hatzis

VIII. Financial and Organizational Capacity

- 8.0 Within the past five (5) years, has the Reporting Entity received any formal unsatisfactory performance assessment(s) from any government entity on any contract?
- ☐ Yes
- ☒ No
- 8.1 Within the past five (5) years, has the Reporting Entity had any liquidated damages assessed over \$25,000?
- ☐ Yes
- ☒ No
- 8.2 Within the past five (5) years, have any liens or judgments (not including UCC filings) over \$25,000 been filed against the Reporting Entity which remain undischarged?
- ☐ Yes
- ☒ No
- 8.3 In the last seven (7) years, has the Reporting Entity initiated or been the subject of any bankruptcy proceedings, whether or not closed, or is any bankruptcy proceeding pending?
- ☐ Yes
- ☒ No
- 8.4 During the past three (3) years, has the Reporting Entity failed to file or pay any tax returns required by federal, state or local tax laws?
- ☐ Yes
- ☒ No
- 8.5 During the past three (3) years, has the Reporting Entity failed to file or pay any New York State unemployment insurance returns?
- ☐ Yes
- ☒ No
- 8.6 During the past three (3) years, has the Reporting Entity had any government audit(s) completed?
- ☐ Yes
- ☒ No

Last Modified: Jan 13, 2011
Modified By: Demetria Hatzis

IX. Associated Entities

This section pertains to any entity(ies) that either controls or is controlled by the Reporting Entity.

(See definition of "Associated Entity" for additional information to complete this section.)

9.0 Does the Reporting Entity have any Associated Entities?

Note: The response must be "Yes," if the Reporting Entity is either:

- An Organizational Unit; or
- The entire Legal Business Entity which controls, or is controlled by, any other entity(ies).

☒ Yes

☐ No

Within the past five (5) years, has any Associated Entity Official or Principal Owner been charged with a misdemeanor or felony, indicted, granted immunity, convicted of a crime or subject to a judgment for:

- Any business-related activity; or
- Any crime, whether or not business-related, the underlying conduct of which was related to truthfulness?

☐ Yes

☒ No

Does any Associated Entity have any currently undischarged federal, New York State, New York City or New York local government liens or judgments (not including UCC filings) over \$50,000?

☐ Yes

☒ No

Within the past five (5) years, has any Associated Entity been disqualified, suspended or debarred from any federal, New York State, New York City or other New York local government contracting process?

☐ Yes

☒ No

Within the past five (5) years, has any Associated Entity been denied a contract award or had a bid rejected based upon a non-responsibility finding by any federal, New York State, New York City, or New York local government entity?

☐ Yes

☒ No

Within the past five (5) years, has any Associated Entity been suspended, cancelled or terminated for cause (including for non-responsibility) on any federal, New York State, New York City or New York local government contract?

☐ Yes

☒ No

Within the past five (5) years, has any Associated Entity been the subject of an investigation, whether open or closed, by any federal, New York State, New York City, or New York local government entity for a civil or criminal violation with a penalty in excess of \$500,000?

☐ Yes

☒ No

Within the past five (5) years, has any Associated Entity been the subject of an indictment, grant of immunity, judgment, or conviction (including entering into a plea bargain) for conduct constituting a crime?

☐ Yes

☒ No

Within the past five (5) years, has any Associated Entity been convicted of a criminal offense pursuant to any administrative and/or regulatory action taken by any federal, New York State, New York City, or New York local government entity?

☐ Yes

☒ No

Within the past five (5) years, has any Associated Entity initiated or been the subject of any bankruptcy proceedings, whether or not closed, or is any bankruptcy proceeding pending?

☐ Yes



No

Last Modified: Jan 20, 2011
Modified By: Demetria Hatzis

X. Freedom of Information Law (FOIL)

- 10.0 Indicate whether any information supplied herein is believed to be exempt from disclosure under the Freedom of Information Law (FOIL).

Note: A determination of whether such information is exempt from FOIL will be made at the time of any request for disclosure under FOIL.

☐ Yes

☒ No

Last Modified: Jan 20, 2011
Modified By: Demetria Hatzis

Certification

The undersigned: (1) recognizes that this questionnaire is submitted for the express purpose of assisting New York State contracting entities in making responsibility determinations regarding an award of a contract or approval of a subcontract; (2) recognizes that the Office of the State Comptroller (OSC) will rely on information disclosed in the questionnaire in making responsibility determinations and in approving a contract or subcontract; (3) acknowledges that the New York State contracting entities and OSC may, in their discretion, by means which they may choose, verify the truth and accuracy of all statements made herein; and (4) acknowledges that intentional submission of false or misleading information may constitute a misdemeanor or felony under New York State Penal Law, may be punishable by a fine and/or imprisonment under Federal Law, and may result in a finding of non-responsibility, contract suspension or contract termination.

The undersigned certifies that he/she:

- is knowledgeable about the submitting Business Entity's business and operations;
- has read and understands all of the questions contained in the questionnaire;
- has reviewed and/or supplied full and complete responses to each question;
- to the best of his/her knowledge, information and belief, confirms that the Business Entity's responses are true, accurate and complete, including all attachments, if applicable;
- understands that New York State will rely on the information disclosed in the questionnaire when entering into a contract with the Business Entity; and
- is under obligation to update the information provided herein to include any material changes to the Business Entity's responses at the time of bid/proposal submission through the contract award notification, and may be required to update the information at the request of the New York State contracting entities or OSC prior to the award and/or approval of a contract, or during the term of the contract.

Legal Business Name: BUCK CONSULTANTS LLC

Certifier's Name: nicolas medina

Certifier's Title: Chief Compliance Officer

Certification Date: Apr 25, 2012

EXHIBIT K – Offeror's Certification of Compliance Pursuant to State
Finance Law §139-k(5)

EXHIBIT K Offeror's Certification of Compliance Pursuant to State Finance Law §139-k(5)

(Links [§2.01.2](#), [§2.02.7](#) & [§4.02.9](#))

Exhibit K – Page 1 of 1
Instructions:

New York State Finance Law (SFL) §139-k(5) requires that every contract award subject to the provisions of SFL §§139-k or 139-j shall contain a certification by the Offeror that all information provided to the DCS with respect to SFL §139-k is complete, true and accurate.

At the time an Offer or Bid is submitted to the DCS, the Offeror/Offeror must provide the following certification that the information it has and will provide to the DCS pursuant to SFL §139-k is complete, true and accurate including, but not limited to, disclosures of findings of non-responsibility made within the previous four years by any State governmental entity where such finding of non-responsibility was due to a violation of SFL §139-j or due to the intentional provision of false or incomplete information to a State governmental entity.

Offeror Certification

I certify that all information provided to the Governmental Entity with respect to State Finance Law §139-k is complete, true and accurate.


Name of Offeror:	Buck Consultants, LLC
By:	
	(Signature)
Name:	Harvey Sobel
Title:	Principal and Consulting Actuary
Address:	500 Plaza Drive
	Secaucus, New Jersey 07096
Date:	April 25, 2012

EXHIBIT L – Freedom of Information Law – Request for Redactions Chart

ATTACHMENT A – Bank Reference Letter

On the following page, Buck provides a bank reference letter from The Bank of New York Mellon to attest to Buck's financial stability.



May 4, 2012

NYS Department of Civil Service
Attn: ABMC Procurement Manager
Alfred E. Smith Office Building
Room No. 803
Albany, New York 12239

Ladies and Gentlemen:

The Bank of New York Mellon ("Bank") has acted as a banker to Buck Consultants LLC ("Buck") for a number of years and, as of the date hereof, Buck is a customer in good standing and is not in default of any obligations to Bank.

In connection with the consulting proposal for the NYS Department of Civil Service, and at the request of Buck, we are pleased to inform you that our overall relationship with Buck has been satisfactory and that Buck duly honors its financial obligations to Bank. There is no parent, partner or subsidiary relationship between Bank and Buck.

This letter is given for information purposes solely as of the date hereof and is limited to the matter expressly set forth herein. This information has been provided at the request of Buck and we request that you maintain the confidentiality of this information. This information does not constitute, and should not be construed or interpreted as, a recommendation as to the creditworthiness or otherwise of Buck. The information is subject to change without notice and Bank does not undertake to update the information provided herein.

Sincerely,

THE BANK OF NEW YORK MELLON

By:

Todd H. Carter
Managing Director

BNY Mellon Client Service Center, 500 Ross Street, 13th Floor, Pittsburgh, PA 15262-0001

June 1, 2012

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buckconsultants

ATTACHMENT B – Extraneous Terms

EXTRANEOUS TERMS

No. RFP	Section And Sub-Section Reference	RFP Requirement	Proposed Extraneous Term Type
1	Section 6 Sub-Section 9.3.0 And 9.4.0	Modification of Required Services	Alternative
<p>Proposed Extraneous Term(s): The DCS reserves the right to review such request within a reasonable period of time, and, in its reasonable discretion, make a written determination as to whether such request shall be approved or rejected.</p>			
<p>Impact on RFP Requirement: In the State’s Official Responses to Offerors’ Questions, the State modified both of these provisions so that decisions regarding requests for fee adjustments due to material changes in scope were in the “sole discretion” of the State <u>and</u> that approval of such requests shall not be unreasonably withheld. Contractor believes that a standard of “reasonable discretion” removes any ambiguity regarding the intent of these provisions.</p>			

No. RFP	Section And Sub-Section Reference	RFP Requirement	Proposed Extraneous Term Type
2	Section 6 Sub-Section 10.12.0	Indemnification re Business Associate Agreement	Alternative
<p>Proposed Extraneous Term(s):</p> <p>The Contractor agrees to indemnify, defend and hold harmless the State and the Department and its respective employees, officers, agents or other members of its workforce (each of the foregoing hereinafter referred to as “Indemnified Party”) against all actual and direct losses suffered by the Indemnified Party with respect to third party claims, to the extent arising from or in connection with any breach of the terms of this Article X by the Contractor or its employees, officers, subcontractors, agents or other members of its workforce. Accordingly, the Contractor shall reimburse any Indemnified Party for any and all actual and direct losses, liabilities, lost profits, fines, penalties, costs or expenses (including reasonable attorneys’ fees) which may for any reason be imposed upon any Indemnified Party by reason of any suit, claim, action, proceeding or demand by any third party which results from the Contractor’s acts or omissions hereunder. The Contractor’s obligation to indemnify any Indemnified Party shall survive the expiration or termination of this Agreement.</p>			

Impact on RFP Requirement: The proposed term makes minor clarifications to the Indemnity clause (10.12.0), making it clear that it applies to third party claims and that Contractor is only responsible for losses caused by its conduct.

No. RFP	Section And Sub-Section Reference	RFP Requirement	Proposed Extraneous Term Type
3	Section 6 Sub-Section 16.1.0	Report Ownership	Additional
<p>Proposed Extraneous Term(s): Notwithstanding anything to the contrary in this Agreement, all materials, information, processes, software and products used by Contractor to perform the services under this Agreement (including without limitation specifications, database structures, report formats, templates, software, techniques, know-how, methods, algorithms, procedures and documentation), all additions, improvements and modifications made thereto in the course of Contractor performing services, and Contractor's work papers and records are Contractor's proprietary information (hereinafter, "Proprietary Information"). Proprietary Information belongs exclusively to Contractor, its affiliates or third-party licensors, and the Client shall not have any proprietary right or interest in or to the Proprietary Information. To the extent Proprietary Information is incorporated into work product Contractor delivers to Client hereunder, Client shall have a fully paid non-exclusive, non-transferable license to use such Proprietary Information in conjunction with the work product.</p>			
<p>Impact on RFP Requirement: Contractor utilizes substantial proprietary information in performing its services. The proposed addition simply clarifies that ownership of this proprietary information remains with Contractor.</p>			