AGENDA REQUEST FORM
THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA

PAN S	MEETING DATE	2019-07-23 10:05 - Regular S	School Board Meeting	Special Order Request
ITEM No.:				Yes • No
E-4.	AGENDA ITEM	ITEMS		Time
□-4.	CATEGORY	E. OFFICE OF STRATEGY	R OPERATIONS	Onen Agenda
	DEPARTMENT	Procurement & Warehousing	Services	Open Agenda O Yes O No
TITLE:		The same of the sa	and the same of th	
Fourth Amendment	to Agreement - 16-005V -	Retirement Plan Administration and I	nvestment Management Services for S	chool Board Employees
REQUESTED A	ACTION:			
			(RFP). Contract Term: January 1, 2020 ; Small/Minority/ Women Business Ent	
SUMMARY EX	PLANATION AND B	ACKGROUND:		
2015. The term of the final one (1) year result one (1) year result. The Fourth Amendate SCHOOL BOA Goal 1:	he initial contract period we newal option. ment to the Agreement has RD GOALS: High Quality Instru	as July 1, 2015 through December 31 s been reviewed and approved as to f	, 2018, with an option for two (2) one (1	vas awarded to Bencor, Inc. on May 19, 1) year renewals. This is the second and the General Counsel. 3: Effective Communication
EXHIBITS: (Li	st)			
		M E-9 (6) Approved ARF 5-19-20	15 RSBM E-8	Approved ARF 6-13-2017 SBOM
BOARD ACTIO	ON:	SOURCE OF ADD	ITIONAL INFORMATION:	
AP	PROVE	Name: Dr. Dildra	Martin-Ogburn	Phone: 754-321-3100
	hool Board Records Office On	Name Many C C	oker	Phone: 754-321-0501
THE SCHOO Senior Leader		ROWARD COUNTY, FLO	, ,pp. 0, 00 0 po	
	ods - Chief Strategy	& Operations Officer	Board Meeting O By	UI , 1040 1
Signature			-	School Board Chair
	Maurice V 7/15/2019 1:4			
la control of the con	1/15/2019 77	40 40 PIVI	i .	

Electronic Signature Form #4189 Revised 06/05/2019 RWR/ MLW/JMM/MCC/DMO:ch

EXECUTIVE SUMMARY

Fourth Amendment to Agreement 16-005V - Retirement Plan Administration and Investment Management Services

Introduction

Responsible: Procurement & Warehousing Services (PWS)

This request is to approve the Fourth Amendment to the Agreement and renewal for Request for Proposal (RFP) 16-005V – Retirement Plan Administration and Investment Management Services with Bencor, Inc. The RFP provides for an option to renew the contract for two (2) additional one (1) year periods. This request is the second and final one (1) year renewal option from January 1, 2020 through December 31, 2020. This RFP provides investment products, administration, employee communication, and legal consultation to support the School Board's employee retirement plan.

Goods/Service Description Responsible: Benefits

Approved by the Internal Revenue Service and offered by Bencor, Inc., the Plan includes two (2) tax-qualified, defined-contribution retirement investment plans:

FICA Alternative Plan

 As an alternative to Social Security, the FICA Alternative Plan provides an individual investment plan for part-time, temporary, and seasonal employees. Contributions to the plan are deducted from each employee's wages and are income tax-deferred and invested in accordance with each employee's direction.

Special Pay Plan

The Special Pay Plan is an employer-sponsored retirement plan for full-time employees. Under this plan, contributions of accumulated sick, vacation and other leave or incentive pay permanently avoid Social Security and Medicare taxes, while deferring income tax until the funds are withdrawn. This means that participants and employers could realize a seven-point sixty-five (7.65) percent payroll tax savings on eligible plan contributions immediately.

Procurement Method Responsible: PWS

The procurement method chosen was through a competitive solicitation, which is required by Purchasing Policy 3320, Part V, Rule A, and Florida Administration Code 6A-1.012(15).

A draft RFP for Retirement Plan Administration and Investment Management Services was developed and subsequently reviewed in a public meeting by the Superintendent's Insurance & Wellness Advisory Committee (SIWAC) on November 13, 2014. The RFP 16-005V was released via Onvia DemandStar on December 12, 2014, and opened on February 6, 2015. Three hundred and seventy-four (374) vendors were notified through Oniva Demandstar, forty-four (44) vendors downloaded the RFP, and The School Board of Broward County, Florida (SBBC), received responses from three (3) proposers for RFP 16-005V - Retirement Plan Administration and Investment Management Services Bencor, Lincoln Financial Group, and VALIC.

Fourth Amendment to Agreement 16-005V – Retirement Plan Administration and Investment Management Services July 23, 2019, School Board Page 2

On March 12, 2015, SIWAC evaluated the proposals, based on Experience & Qualifications, Scope of Services, Cost, and Minority/Women Business Enterprise. As a result of the scoring and subsequent negotiations, SIWAC voted to recommend to the Superintendent the following award to Bencor, Inc.

On May 19, 2015, the School Board approved the contract for Bencor, Inc. to provide Retirement Plan Administration and Investment Management Services. The initial term of the contract is July 1, 2015 through December 31, 2018, with two (2) one (1) year renewal options. At the time of award, the additional documents had not been received from Bencor, Inc. and their third-party vendors. Due to the complexity and regulatory environment for these types of products and the need for additional third-party approvals, upon notice from the vendor, staff and the Benefits Consultants began reviewing the additional documents and negotiating the terms to ensure the School Board and its employees received the best possible services. The initial Agreement was therefore amended, and the School Board approved the First Amendment to Agreement on June 21, 2016, and executed the attached Exhibits (A-E) with Transamerica Life Insurance Company, Transamerica Retirement Solutions Corporation, and Prudential Retirement Insurance and Annuity Company.

Subsequent to the School Board approving the June 21, 2016 Board Item, Transamerica and Prudential notified Bencor that their Contract Crediting Rates would continue to be reduced from one-point seventy-five (1.75) percent to as low as one (1) percent. Understanding that this change would be viewed by SBBC and its plan participants as less than desirable, Bencor reviewed alternatives and negotiated an Agreement with Lincoln Financial to use their Stable Value Account for the Program. SBBC, Benefits staff and its Benefits Consultants reviewed the proposed change and determined that it would produce more competitive Crediting Rates (a minimum of one-point-five (1.5) percent for SBBC and its participants. On June 13, 2017, the School Board approved the Second Amendment to Agreement and executed the attached Exhibits (A-C) - Lincoln Application, Lincoln Contract Specifications, and Lincoln Group Annuity Contract established with Bencor under each of the plans respectively.

On May 16, 2018, SIWAC held its annual contract renewal meeting. The SIWAC voted unanimously to recommend approval of the first one (1) year renewal option to the Superintendent of Schools. On August 21, 2018, the School Board approved the request for the first one (1) year renewal option and executed Exhibits B & D with Lincoln Financial Group and Bencor, Inc.

On May 8, 2019, SIWAC held its annual contract renewal meeting. The SIWAC voted unanimously to recommend approval of the second and final one (1) year renewal option to the Superintendent of Schools. Upon approval of this agenda item, both the District and its employees will continue to receive tax savings with the associated benefits.

Financial Impact

Responsible: PWS and Benefits

There is no financial impact to the District.

FOURTH AMENDMENT TO AGREEMENT

THIS FOURTH AMENDMENT TO AGREEMENT is made and entered into as of this 3 day of _______, 2019, by and between

THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA

(hereinafter referred to as "SBBC"), a body corporate and political subdivision of the State of Florida, whose principal place of business is 600 Southeast Third Avenue Fort Lauderdale, Florida 33301

and

BENCOR, INC.

(hereinafter referred to as "BENCOR"), having its principal place of business at 2 N. Tamiami Trail, Suite 602 Sarasota, Florida 34236

WHEREAS, SBBC issued a Request for Proposal identified as RFP 16-005V – Retirement Plan Administration and Investment Management Services dated, December 12, 2014 and amended by Addendum Number One, dated December 15, 2014 and Addendum Number Two dated, January 12, 2015 (herein referred to as 'RFP"), which are incorporated by reference herein, for the purpose of receiving Proposals for Retirement Plan Administration and Investment Management Services; and

WHEREAS, BENCOR offered a Proposal dated January 30, 2015 (hereinafter referred to as "Proposal"), which is incorporated by reference herein, in response to the RFP; and

WHEREAS, SBBC and BENCOR entered into an Agreement dated May 19, 2015 (hereafter "Agreement") for Retirement Plan Administration and Investment Management Services under RFP 16-005V; and

WHEREAS, SBBC and BENCOR entered into a First Amendment to Agreement, dated June 21, 2016 to include references to the Transamerica Life Insurance Company (TLIC) Application for Group Annuity Contract, Transamerica Retirement Solutions Corporation (TRSC) Mutual Fund Application – BENCOR Plans, Supplement to Application to Transamerica Life Insurance Company, Prudential Retirement Insurance and Annuity Company (PRIAC)-Application for Group Annuity Contract, and Prudential Retirement Insurance and Annuity Company (PRIAC)-Group Annuity Contract, which includes PRIAC Guaranteed Long Term Fund Investment Addendum for accounts established with BENCOR under each of the Plans, respectively; and

WHEREAS, SBBC and BENCOR entered into a Second Amendment to Agreement, dated June 13, 2017 to include references to Lincoln Application, Lincoln Contract Specifications and Lincoln Group Annuity Contract for accounts established with BENCOR under each of the plans, respectively; and

WHEREAS, SBBC and BENCOR entered into a Third Amendment to Agreement, dated August 21, 2018 to include references to Listing of Contracts, Lincoln Application, Lincoln Group Annuity Contract and BENCOR National Government Employees Retirement Plan- Investment Provider Change and Investment Fund Mapping Notice for accounts established with BENCOR under each of the plans, respectively; and

WHEREAS, the Parties mutually desire to amend certain provisions of the Agreement.

NOW, THEREFORE, in consideration of the premises and of the mutual covenants contained herein and the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereby agree as follows:

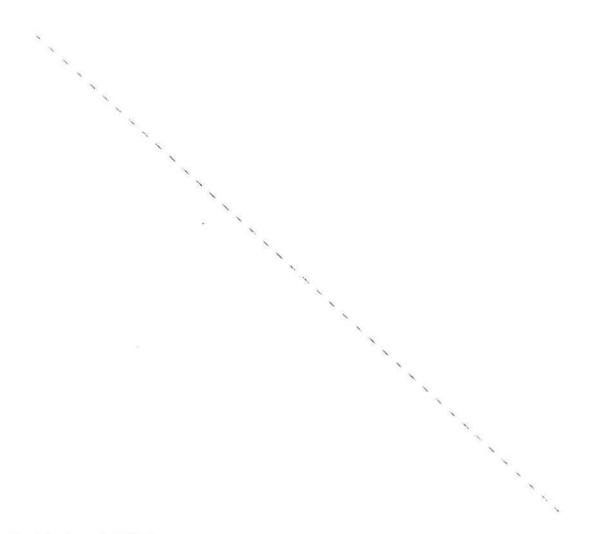
ARTICLES

- 1.01 <u>Recitals</u>. The Parties agree that the foregoing recitals are true and correct and that such recitals are incorporated herein by reference.
- 2.01 <u>Term of Agreement</u>. The July 1, 2015 Agreement is hereby extended from January 1, 2020 through December 31, 2020, unless terminated earlier pursuant to Section 3.05 of the Agreement.
- 3.01 Order of Precedence Among Agreement Documents. In the event of conflict between the provisions of the Agreement and the provisions contained herein, the provisions of the following documents shall take precedence in this order:
 - a) This Fourth Amendment to Agreement; then
 - b) The Third Amendment to Agreement and Exhibits A, B, C & D dated, August 21, 2018; then
 - The Second Amendment to Agreement and Exhibits A-C thereto dated, June 13, 2017; then
 - The First Amendment to Agreement and Exhibits A-E thereto dated, June 21, 2016; then
 - e) The Agreement; then
 - f) Addendum Number Two, dated, January 12, 2015; then
 - g) Addendum Number One, dated December 16, 2014; then
 - RFP 16-005V "Retirement Plan Administration and Investment Management Services; then
 - The Proposal submitted by BENCOR in response to the RFP.

In case of any other doubts or difference of opinion, the decision of SBBC shall be final and binding on both parties.

- 4.01 Other Provisions Remain in Force. Except as expressly provided herein, all other portions of the Agreement remain in full force and effect.
- 5.01 <u>Authority</u>. Each person signing this Fourth Amendment to Agreement on behalf of either Party individually warrants that he or she has full legal power to execute this Fourth Amendment to Agreement on behalf of the Party for whom he or she is signing, and to bind and obligate such Party with respect to all provisions contained in this Fourth Amendment to Agreement.

IN WITNESS WHEREOF, the Parties hereto have made and executed this Fourth Amendment to Agreement on the date first above written.



FOR SBBC

(Corporate Seal)

THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA

ATTEST:

Robert W. Runcie, Superintendent of Schools

Approved as to Form and Legal Content:

Office of the General Counse

06/19/19

FOR BENCOR, INC.

(Corporate Seal)	
ATTEST:	By Hall
	Signature
, Secretary	Printed Name: Hugh Bishop Title: President & CEO
Witness Witness	
,	
STATE OF FloridA	
COUNTY OF SARASOTA	
The foregoing instrument was acknown AY, 2019 by	owledged before me this day of of of
on behalf of th	e corporation/agency. He/She is personally known to
me or produced take an oath. Type of Identific	as identification and did/did not first
My Commission Expires:	Signature - Notary Public
(SEAL)	Printed Name of Notary
Carole J. Dubosky NOTARY PUBLIC STATE OF FLORIDA Comm# GG189603 Expires 3/19/2022	GG 189603 Notary's Commission No.

AGENDA REQUEST FORM

A TARREST OF	IHE	SCHOOL BOARD OF BR	OWARD COUNTY, FLORIDA	
Chlic School	MEETING DATE	2018-08-21 10:05 - Regula	ar School Board Meeting	Special Order Request O Yes No
ITEM No.:	AGENDA ITEM	ITEMS		Time
E-4.	CATEGORY	E. OFFICE OF STRATEGY	Y & OPERATIONS	Time
	DEPARTMENT	Procurement & Warehousi	ng Services	Open Agenda
TTLE:				Yes O No
mplovees		nt to Agreement - 16-005V - Retire	ment Plan Administration and Investme	ent Management Services for School Board
	mendment to the Agreem		est for Proposal (RFP). Contract Term: arded Vendor(s): BENCOR, Inc.; Small	January 1, 2019 through December 31, //Minority/Women Business Enterprise
UMMARY EXP	LANATION AND BA	ACKGROUND:		
	nt to the Agreement has t		vith an option for two (2) one (1) year re form and legal content by the Office of	The state of the s
	ligh Quality Instruc	ction Goal 2: Continu	ous Improvement O Goa	3: Effective Communication
INANCIAL IMP	ACT:			8.4
here is no financial	impact to the District.			
XHIBITS: (List	t)			
	nmary (2) Third Amenc 6-13-2017 SBOM E-9		d ARF 5-19-2015 RSBM E-8 (4) A	pproved ARF 1-21-2016 RSBM E-9
BOARD ACTIO	N:	SOURCE OF AC	DITIONAL INFORMATION:	
	ROVED	Name: Dr. Dildra	a Martin-Ogburn	Phone: 754-321-3100
(For Olficial Scho	ol Board Records Office Only	Name: Mary C.	Coker	Phone: 754-321-0501
HE SCHOOL	BOARD OF BR	ROWARD COUNTY, FL	rippioved in op	STATE AND ADDRESS OF THE RESERVED AND ADDRESS OF THE PERSON OF THE PERSO
	ds - Chief Strategy &	Operations Officer	Board Meeting 6	y: Mora Rupa
gnature		,		School Board Chair
	Maurice W			.1
	8/13/2018, 2:0	2.39 FIVI		n ·

Electronic Signature
Form #4189 Revised 08/04//2017
RWR/ MLW/MCC/CN/DMO;ch



AGENDA REQUEST FORM

THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA

Tublic school	MEETING DATE	Jun 13 20	017 10:05AM - School	ol Board Operational Meetin	9 11 ~	pecial Order Request
TEM No.:	AGENDA ITEM	ITEMS			=	Yes No
E-9.	CATEGORY	E. OFFIC	E OF STRATEGY &	OPERATIONS		Time
TITLE:	DEPARTMENT		nent & Warehousing			Open Agenda Yes No
	nt to Agreement - 16-005V	- Retirement	Plan Administration and I	nvestment Management Services t	for School Boa	rd Employees
REQUESTED	ACTION:				0	
pprove the Secon	d Amendment to Agreeme			RFP) 16-005V - Retirement Plan		
				ths; User Department: Benefits & I	Employment S	ervices; Award Amount
one; Awarded Ve	ndor: Bencor, Inc.; Minority	/ Women Bus	iness Enterprise Vendor(s	s): None		

UMMARY EX	PLANATION AND BA	ACKGROL	JND:			
				ise to RFP 16-005V - Retirement I		
-				Bencor, Inc. and subsequently ap and execute the attached Exhibits		(47)
June 21, 2016.	This request is to approve	the Second /	Amendment to Agreement	and execute the attached Exhibits	s (A-C) with Li	ncoin Financial Group.
his Second Amer	dment to Agreement has b	een reviewed	and approved as to form	and legal content by the Office of	the General C	ounsel.
CHOOL BOA	RD GOALS:					
	High Quality Instru	ction (e)	Goal 2: Continuou	s Improvement O Go	al 3: Effect	ve Communication
		0		o inspirorement		
INANCIAL IN						- Y
here is no financi	al impact to the District.					
EVIJIDITO: (I	(-A)					
EXHIBITS: (L				14055404550014504	4\ 4	ADS 0.04 40 DODUE 0
(1) Executive Si	ummary (2) Second Am	endment to	Agreement (3) Approv	ved ARF 5-19-15 RSBM E-8 (4	4) Approved	ARF 6-21-16 RSBM E-9
			SOURCE OF ADDI	TIONAL INFORMATION:		
BOARD ACTI					15	764 204 2402
APF	PROVED		Name: Dr. Dildra (Jgbum		none: 754-321-3100
	chool Board Records Office On	alv)	Name: Mary C. Co	oker	PI	none: 754-321-0501
	OL BOARD OF B		D COUNTY ELO	PIDA		
Senior Leade	r & Title	ROWAR	D COUNTY, FLO	KIDA -		
Maurice L. Wo	oods - Chief Strategy	& Operatio	ns Officer	Approved In Open	JUN 1	3 2017
Namedoni				Board Meeting On: ——	A 1 ,	. 1 . 1
Signature	Maurice V	Voods		Ву: <i>с</i> /	You I	7. TRUCIMO
			,	124	1	al Board Chair
5/26/2017, 3:25:38 PM					Scho	ol Board Chair

Electronic Signature Form #4189 Revised 07/16 RWR/ MLW/MCC/DMO:ch



AGENDA REQUEST FORM THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA

EVID S		lun 21 20	016 10:15AM - Reg	ular School Board Meeting	Spe	ecial Order Request
one scho	MEETING DATE	Odil 21 20	710 10.10/11/1 11cg	dial School Board Weeting		Yes 😧 No
ITEM No.:	AGENDA ITEM	CONSEN	IT ITEMS			Time
E-9.	CATEGORY	E. OFFIC	E OF STRATEGY	& OPERATIONS		Open Agenda
TITLE:	DEPARTMENT	Procurem	nent & Warehousing	3 Services		Yes O No
First Amendment to	o Agreement - 16-005V - R	etirement Pla	an Administration and Inv	vestment Management Services		
REQUESTED	ACTION:			MANAGE CONTRACTOR		
Services. Contract		n December	31, 2018, 3 Years, 6 Mo	FP) 16-005V - Retirement Plan Antherits None		
SUMMARY EX	PLANATION AND BA	ACKGROU	JND:			
and to execute the Prudential Retirem A copy of the RFP	attached Agreements (Exent Insurance and Annuity documents are available of d.k12.fl.us/supply/docs/content to Agreement has been ARD GOALS:	nibits A-E) wi Company. nline at: racts/16-005 n reviewed ar	ith Transamerica Life Ins V-Retirement-Plan-Adm nd approved as to form a	and legal content by the Office of	Retirement Solution	ns Corporation, and
EXHIBITS: (L	ist)					
		lment to Ag		d ARF 5-19-15 RSBM E-8		
BOARD ACTI	ÓN:		SOURCE OF ADI	DITIONAL INFORMATION:		y to sures
AP	proved		Name: Dr. Dildra	Ogburn	Pho	ne: 754-321-3100
(For Official So	chool Board Records Office On	y)	Name: Mary C. C	Coker	Pho	ne: 754-321-0501
THE SCHO	OL BOARD OF BI	ROWAR	D COUNTY, FLO	ORIDA		
	oods - Chief Strategy	& Operatio	ns Officer	Approved In Open Board Meeting On: —	JUN	2 1 2016
Signature			-	_	Alle MA	1
	Maurice V			By: _C	w oug 10/	· JULIAM
El	6/10/2016, 3:3	37:25 PM			'School	Board Chair
Electronic Signatu	ire					Ma

Form #4189 Revised 04/16 RWR/ MLW/MCC/DO;ch



ITEM No.:

TITLE:

E-8.

AGENDA REQUEST FORM

THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA

MEETING DATE AGENDA ITEM May 19 2015 10:15AM - Regular School Board Meeting

CONSENT ITEMS

CATEGORY

E. OFFICE OF STRATEGY & OPERATIONS

Procurement & Warehousing Services

Special Order Request
O Yes
No

Time

Open Agenda

O Yes

No

RFP	Recommendation of \$500,000 or Less - 10	6-005V - Retirement F	Plan Administration and	Investment Management	Services
1					

REQUESTED ACTION:

Approve the recommendation to award the above contract. Contract Term: July 1, 2015, through December 31, 2018, 3 Years, 6 Months; User Department: Benefits & Employment Services; Award Amount: N/A; Awarded Vendor: BENCOR, Inc.; M/WBE Vendor: See Supporting Docs

SUMMARY EXPLANATION AND BACKGROUND:

The School Board of Broward County, Florida, received responses from three (3) proposers for RFP 16-005V - Retirement Plan Administration and Investment Management Services.

See Supporting Docs for continuation of Summary Explanation and Background.

A copy of the bid documents are available online at:

http://www.broward.k12.fl.us/supply/docs/contracts/16-005V-Retirement-Plan-Adm-Investment-Manag.pdf.

This Agreement has been reviewed and approved as to form and legal content by the Office of the General Counsel.

SCHOOL	BOARD	GOALS	:

O Goal 1: High Quality Instruction	•	Goal 2: Continuous Improvement	0	Goal 3: Effective Communication
------------------------------------	---	--------------------------------	---	---------------------------------

FINANCIAL IMPACT:

There is no financial impact to the District.

EXHIBITS: (List)

(1) Continuation of Summary Explanation and Background (2) Agreement (3) Recommendation Tabulation (4) MWBE Participation (5) Supplier Evaluation

BOARD ACTION:

APPROVED

(For Official School Board Records Office Only)

SOURCE OF ADDITIONAL INFORMATION:

Name: Dr. Dildra Martin-Ogburn Phone: 754-321-3108

Name: Ms. Ruby Crenshaw Phone: 754-321-0501

THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA

Senior Leader & Title

Maurice L. Woods - Chief Strategy & Operations Officer

Approved In Open Board Meeting On: MAY 1 9 2015

Signature

Maurice Woods

Tuesday, May 05, 2015 8:59:12 AM

By:

School Board Chair

Electronic Signature Form #4189 Revised 12/12 RWR/ MLW/RC/DMO:ch