

## Attachment A: Cost Sheet

Vendors must complete this Cost Proposal Form and submit it in a separate, sealed envelope marked "Cost Proposal" with its Proposal. State all fees, charges and costs to provide the TPA Services.

1. The fees will be paid quarterly, by Contract Year and quarter, complete the following:

Contract Year	Per-Participant Price Schedule with TDC Plan receiving all Commissions, 12b-1 fees and Shareholder Services Fees
<b>Contract Year 1:</b> 1 <sup>st</sup> Quarter 2 <sup>nd</sup> Quarter 3 <sup>rd</sup> Quarter 4 <sup>th</sup> Quarter	<b>Contract Year 1: 0.03% -OR- \$42.50 / participant</b> 1 <sup>st</sup> Quarter: 0.0075% - OR- \$10.63 / participant 2 <sup>nd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 3 <sup>rd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 4 <sup>th</sup> Quarter: 0.0075% - OR- \$10.63 / participant
<b>Contract Year 2:</b> 1 <sup>st</sup> Quarter 2 <sup>nd</sup> Quarter 3 <sup>rd</sup> Quarter 4 <sup>th</sup> Quarter	<b>Contract Year 2: 0.03% -OR- \$42.50 / participant</b> 1 <sup>st</sup> Quarter: 0.0075% - OR- \$10.63 / participant 2 <sup>nd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 3 <sup>rd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 4 <sup>th</sup> Quarter: 0.0075% - OR- \$10.63 / participant
<b>Contract Year 3:</b> 1 <sup>st</sup> Quarter 2 <sup>nd</sup> Quarter 3 <sup>rd</sup> Quarter 4 <sup>th</sup> Quarter	<b>Contract Year 3: 0.03% -OR- \$42.50 / participant</b> 1 <sup>st</sup> Quarter: 0.0075% - OR- \$10.63 / participant 2 <sup>nd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 3 <sup>rd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 4 <sup>th</sup> Quarter: 0.0075% - OR- \$10.63 / participant
<b>Optional Renewal Year 1:</b> 1 <sup>st</sup> Quarter 2 <sup>nd</sup> Quarter 3 <sup>rd</sup> Quarter 4 <sup>th</sup> Quarter	<b>Optional Renewal Year 1: 0.03% -OR- \$42.50 / participant</b> 1 <sup>st</sup> Quarter: 0.0075% - OR- \$10.63 / participant 2 <sup>nd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 3 <sup>rd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 4 <sup>th</sup> Quarter: 0.0075% - OR- \$10.63 / participant
<b>Optional Renewal Year 2:</b> 1 <sup>st</sup> Quarter 2 <sup>nd</sup> Quarter 3 <sup>rd</sup> Quarter 4 <sup>th</sup> Quarter	<b>Optional Renewal Year 2: 0.03% -OR- \$42.50 / participant</b> 1 <sup>st</sup> Quarter: 0.0075% - OR- \$10.63 / participant 2 <sup>nd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 3 <sup>rd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 4 <sup>th</sup> Quarter: 0.0075% - OR- \$10.63 / participant
<b>Optional Renewal Year 3</b> 1 <sup>st</sup> Quarter 2 <sup>nd</sup> Quarter 3 <sup>rd</sup> Quarter 4 <sup>th</sup> Quarter	<b>Optional Renewal Year 3: 0.03% -OR- \$42.50 / participant</b> 1 <sup>st</sup> Quarter: 0.0075% - OR- \$10.63 / participant 2 <sup>nd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 3 <sup>rd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 4 <sup>th</sup> Quarter: 0.0075% - OR- \$10.63 / participant
<b>Optional Renewal Year 4</b> 1 <sup>st</sup> Quarter 2 <sup>nd</sup> Quarter 3 <sup>rd</sup> Quarter 4 <sup>th</sup> Quarter	<b>Optional Renewal Year 4: 0.03% -OR- \$42.50 / participant</b> 1 <sup>st</sup> Quarter: 0.0075% - OR- \$10.63 / participant 2 <sup>nd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 3 <sup>rd</sup> Quarter: 0.0075% - OR- \$10.63 / participant 4 <sup>th</sup> Quarter: 0.0075% - OR- \$10.63 / participant

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Contract Year	Per-Participant Price Schedule with TDC Plan receiving all Commissions, 12b-1 fees and Shareholder Services Fees
Optional Renewal Year 5	<b>Optional Renewal Year 5: 0.03% -OR- \$42.50 / participant</b>
1 <sup>st</sup> Quarter	1 <sup>st</sup> Quarter: 0.0075% - OR- \$10.63 / participant
2 <sup>nd</sup> Quarter	2 <sup>nd</sup> Quarter: 0.0075% - OR- \$10.63 / participant
3 <sup>rd</sup> Quarter	3 <sup>rd</sup> Quarter: 0.0075% - OR- \$10.63 / participant
4 <sup>th</sup> Quarter	4 <sup>th</sup> Quarter: 0.0075% - OR- \$10.63 / participant

\*Participants should include both active and inactive participants, as well as participants on a periodic payment schedule but not participants who have annuitized.

Empower Retirement's proposed recordkeeping fee is 0.03% on total plan assets. This assumes \$527,945,975 in total assets, 4,148 total participants, a three year contract with five (one) year renewal options, a full time dedicated retirement plan advisor, the continued utilization of the managed account service, and the continued utilization of the Great-West Lifetime Trusts, Great-West SecureFoundation, Putnam Equity Income Fund, and Great-West T. Rowe Price Mid Cap fund within the plan's investment lineup. If any of our assumptions are incorrect, we request the opportunity to modify our proposal.

### Start Up Costs

Identify extraordinary one-time start-up Costs expected to be incurred. Please detail these expenses and describe how you propose to amortize and be reimbursed for these costs under the fee proposal you have outlined. If the contract is terminated for a reason other than cause, prior to the end of initial five-year period, indicate any amounts, at the end of each year, that will remain unreimbursed and the contract termination terms you would require. The amount of these start-up costs may be expressed in a flat dollar amount

As the incumbent, we do not have any start-up costs associated with maintaining our relationship with the Agency.

Item	Amount of One-Time Start Up Costs and Contract Terms
Total Amount of One Time Start Up Costs	Not applicable
Amount Remaining at End of Contact Year 1	Not applicable
Amount Remaining at End of Contact Year 2	Not applicable
Amount Remaining at End of Contact Year 3	Not applicable
Amount Remaining at End of Optional Renewal Year 1	Not applicable
Amount Remaining at End of Optional Renewal Year 2	Not applicable
Amount Remaining at End of Optional Renewal Year 4	Not applicable
Amount Remaining at End of Optional Renewal Year 5	Not applicable

### Additional Fund Performance Review

The Agency may request additional Fund Performance Reviews in excess of the reports required in the RFP. Vendor will provide the additional reviews for the following additional fees:

We are happy to provide Fund Performance Reviews to the Agency for no additional cost.

Description	Cost Per Review
Basic Fund Performance Review	Included
Expanded Fund Performance Review	Included

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## Additional Services

List any other fees or costs you would charge to provide TPA Services.

If a participant were to take advantage of any of the following services, please see the respective cost below:

**Wire Transfers for distributions/loans:** \$40

**ACH for one-time distributions/loans:** \$15

**FedEX Overnight for distributions/loans:** \$25

**Loan Initiation:** \$50.00

**Loan Maintenance:** \$25.00

**QDRO Determination:** \$250.00

## Managed Accounts Fees:

Participant Account Balance	Fee Opt-in*/Opt-out**
Amounts under \$100,000	0.45%/0.40%
Next \$150,000, up to \$250,000	0.35%/0.30%
Next \$150,000, up to \$400,000	0.25%/0.20%
Amounts over \$400,000	0.15%/0.10%

\* With the Opt-In feature, eligible employees must elect to be enrolled in the My Total Retirement service.

\*\* With the Opt-Out feature, eligible employees are automatically enrolled in the My Total Retirement service. Participants can choose not to be enrolled in the service.

Online Advice and My Total Retirement™ are part of the Empower Retirement Advisory Services suite of services offered by Advised Assets Group, LLC, a registered investment adviser.

There is no guarantee provided by any party that participation in any of the advisory services will result in a profit.

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## Pricing Assumptions

No representations or warranties of any type or kind are made as part of this RFP as to the specific type or kind of investment options which may in the future be approved by the Agency nor are any representations or warranties made as to the number of members in the TDC Plan or the amount of assets that will constitute the Plan.

You must list the assumptions your firm used in making its proposal in the table below

At Contract Year Ending	Number of Active Participants	Total Number of Participants*	Number of Payment (Lump Sum and Installments)	Amount of Assets** (millions)
Year 1	X	4,148	Y	\$527,945,975
Year 2	X	4,148	Y	\$556,091,927
Year 3	X	4,148	Y	\$585,645,177
Option Year 1	X	4,148	Y	\$616,676,089
Optional Year 2	X	4,148	Y	\$649,258,547
Optional Year 3	X	4,148	Y	\$683,470,127
Optional Year 4	X	4,148	Y	\$719,392,286
Optional Year 5	X	4,148	Y	\$757,110,553

\* Include active, inactive and those on payout status.

\*\* Mutual fund assets are valued at market value and amounts include the impact of contributions and distributions on the Plan.

X We do not assume the number of active participants, but rather the total number of participants with a balance. We've included our assumptions relating to total participants in the following column.

Y We do not assume the number of payments (lump sum and installments), but rather the net cash flow of the plan. We base this on historical information. Therefore, we are assuming average annual cash flow (contributions-distributions) to be a positive \$1,748,653 annually.

Empower Retirement's proposed recordkeeping fee is 0.03% on total plan assets. This assumes \$527,945,975 in total assets, 4,148 total participants, a three year contract with five (one) year renewal options, a full time dedicated retirement plan advisor, the continued utilization of the managed account service, and the continued utilization of the Great-West Lifetime Trusts, Great-West SecureFoundation, Putnam Equity Income Fund, and Great-West T. Rowe Price Mid Cap fund within the plan's investment lineup. If any of our assumptions are incorrect, we request the opportunity to modify our proposal.

It is important to note, that while we do not have any proprietary fund requirements, we have provided our price based on the existing fund lineup, which does include proprietary funds.

If any of our assumptions are incorrect, we request the opportunity to modify our proposal.

## Disclosures

FOR PLAN SPONSOR OR FINANCIAL PROFESSIONAL USE ONLY.

**Carefully consider the investment option's objectives, risks, fees and expenses. Contact us for a prospectus, summary prospectus or disclosure document containing this information. Read them carefully before investing.**

**Securities offered by GWFS Equities, Inc., Member FINRA/SIPC, marketed under the Empower brand.** GWFS is affiliated with Great-West Funds, Inc.; Great-West Trust Company, LLC; and registered investment advisers Advised Assets Group, LLC and Great-West Capital Management, LLC, marketed under the Great-West Investments™ brand. This material has been prepared for informational and educational purposes only and is not intended to provide investment, legal or tax advice.

Empower Retirement family of companies refers to products and services offered through Great-West Life & Annuity Insurance Company; Great-West Life & Annuity Insurance Company of New York, located in New York, NY; EMJAY Corporation; Great-West Trust Company, LLC; Great-West Funds, Inc. and certain affiliates and subsidiary companies.

Empower Retirement is not acting as an investment advisor for the plan. The information, analyses and fund alternatives described in this material are intended to provide assistance to the plan sponsor or other fiduciary responsible for plan investments and should not be relied upon as the sole basis for any investment decision. GWFS Equities, Inc. and its affiliates may receive compensation with respect to proprietary investments and may receive compensation with respect to other plan investments. Other share classes may be available for the investment products described, and the plan sponsor is welcome to request more information on the options available.

Dollar-cost averaging, rebalancing and diversification do not ensure a profit and does not protect against loss in declining markets.

***You could lose money by investing in a money market fund. Although the fund seeks to preserve the value of your investment at \$1 per share, it cannot guarantee it will do so. An investment in the fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The fund's sponsor has no legal obligation to provide financial support to the fund, and you should not expect that the sponsor will provide financial support to the fund at any time.***

Investing involves risk. You should consider your individual investment objectives and consult the prospectus before investing.

There is no additional tax-deferral benefit derived from placing funds from an IRA or other tax-qualified funds into an annuity. Investors should consider all features and benefits beyond tax deferral when considering rolling over funds to an annuity, including the possible loss of vested benefits and potential surrender charges as well as any new surrender period, fees and charges that may be imposed by the existing provider.

Core investment options are offered through mutual funds; separately managed accounts; collective trust funds; a group fixed only and/or a fixed and variable deferred annuity issued by GWL&A or, in New York, by GWL&A of NY.

Putnam is affiliated with GWL&A and GWL&A of NY and their subsidiaries and affiliates.

The principal underwriter of Great-West Funds, Inc. is its affiliate, GWFS Equities, Inc., Member FINRA/SIPC. Great-West Capital Management, LLC is the investment adviser.

Shares of Great-West Funds, Inc. are not sold directly to the general public but are offered to permitted accounts as defined in the prospectus. Asset allocation funds of Great-West Funds may invest in funds that are advised by Great-West Capital Management, LLC or sub-advised by affiliates of GWCM. Asset allocation funds may also invest in a fixed-interest contract issued and guaranteed by GWL&A. While certain sub-advised funds may be managed in a similar manner as or modeled after other mutual funds with similar names and investment objectives, the Great-West funds are not directly related to them. Consequently, the investment performance and other features of other mutual funds and any similarly named Great-West fund may differ substantially.

Empower Retirement anticipates receiving the outlined administrative credit related to the alternative investment lineup for the plan. Changes to this alternative investment lineup may alter the anticipated administrative credit. Actual administrative credit will be disclosed during final contract negotiations if you select Empower Retirement as your plan's service provider.

Past performance is not a guarantee or prediction of future results.

SecureFoundation® II is a guaranteed income benefit offered through a variable annuity issued by Great-West Life & Annuity Insurance Company, or in New York, by Great-West Life & Annuity Insurance Company of New York and is a promise to provide a payment of guaranteed income subject to the terms and conditions of the annuity and the claims-paying ability of GWL&A or GWL&A of NY, as applicable. GWL&A is not licensed to conduct insurance business in New York. Contract form numbers SFII 15 R (06-16) and SFII 15 U (06-16) and state variations are issued by GWL&A. In New York, NYSFII 15 R (06-16) and NYSFII 15 U (06-16) are issued by GWL&A of NY. May not be available in all states. Certain restrictions may apply. Great-West SecureFoundation® II is only available through the purchase of a Great-West SecureFoundation covered fund. Please check with your advisor or Empower Retirement representative for more information.

Variable annuities are long-term investments and may not be suitable for all investors. Any withdrawals of earnings prior to age 59½ may be subject to income tax and a 10% penalty. An investment in variable annuity is subject to fluctuating values of the underlying investment options, including the possible loss of principal. Each of the Great-West SecureFoundation Funds has its own objectives, risks and expenses. Asset allocation and balanced investment options are subject to the risks of the underlying funds, which can be a mix of stocks/stock funds and bonds/ bond funds. For more information, see the prospectus

Empower Retirement Advisory Services refers to the advisory services offered by Advised Assets Group, LLC, such as My Total Retirement™ and Online Advice. AAG uses Morningstar Investment Management LLC to provide subadvisory services. AAG and Morningstar Investment Management are unaffiliated registered investment advisors. Morningstar Investment Management is a subsidiary of Morningstar, Inc. AAG is a

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Great-West Life & Annuity Insurance Company receives payments from some investment fund families through the Empowering Fund Partnership Program ("EFPP"). Under the EFPP, fund families receive several services based on the EFPP tier in which they participate. These services are provided directly to fund families and include: (i) consideration for inclusion in Empower products developed for some segments of the retirement and IRA market, (ii) inclusion on the Empower Select investment platform, which is available in the small plan recordkeeping market, (iii) a waiver of the connectivity fee described below, (iv) enhanced marketing opportunities, (v) additional reporting capabilities, (vi) collaboration in thought leadership opportunities, (vii) access to meetings with Empower leadership, Empower staff, and the third party advisory and brokerage firms through whom Empower distributes its services, and (viii) access to conferences put on by Empower and Great-West Financial. The 2019 fees for EFPP participation are \$1,000,000 for tier 1, \$500,000 for tier 2, and \$250,000 for tier 3. These fees do not vary based on an Empower client's use of the funds offered by the fund family.

For additional information about funds that participate in the fund partner program, please visit <https://docs.empower-retirement.com/advisor/Fund-Partner-Program.pdf>.

Great-West Life & Annuity Insurance Company also receives payments from fund families through a connectivity program (the Connectivity Program™). The Connectivity Program charges fund families for the cost of administering funds on Empower investment platforms, and for building and maintaining data connections between Empower and the fund family. In 2019, the Connectivity Program charges \$1,000 per investment fund used on recordkeeping and IRA investment platforms. Beginning in 2019, if a retirement plan is receiving recordkeeping services through Empower's small plan recordkeeping segment, and the plan adds a fund from a fund family that does not participate in the Connectivity Program or the EFPP, then Empower will assess a supplemental, separate investment access fee of .03% to participants in the plan. Depending on the level of investment in the non-participating fund family, the investment access fee charge may be more or less than the fees received under the Connectivity Program from the fund family.

For additional information about funds that participate in the fund partner program, please visit <https://docs.empower-retirement.com/advisor/Fund-Partner-Program.pdf>

Fund share classes available through Empower Select™ do not pay revenue sharing from the fund, such as 12b-1 payments.

Although data is gathered from reliable sources, the completeness or accuracy of the data shown cannot be guaranteed.

The charts, graphs and screen prints in this presentation are for ILLUSTRATIVE PURPOSES ONLY.

Not all features are currently available. Some features are under consideration and/or in development. Presented for discussion purposes only; non-binding and subject to change without notice.

All noted awards, ranking and accolades are attributed to products and services now provided by Empower Retirement.

There can be no assurance that the professionals currently employed by Empower Retirement will continue to be employed by Empower Retirement or that the past performance or success of any such professional serves as an indicator of such professional's future performance or success.

The above information has been delivered in response to your request. The information is shown for illustrative purposes only and is not intended as an offer or solicitation with respect to the purchase or sale of any security. We believe the information provided here is reliable but should not be assumed to be accurate or complete.

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