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State of West Virginia Department of Administration Quotation Purchasing Division 2019 Washington Street East Post Office Box 50130 Charleston, WV 25305-0130

Request for

PEONUMBER DPS1214 PAGE

ADDRESS CORRESPONDENCE TO ATTENTION OF TARA LYLE

304-558-2544

RFQ COPY TYPE NAME/ADDRESS HERE Procare PBM 3090 Premiere PKWY, # 100 DULUTH, GA 30097

WEST VIRGINIA STATE POLICE

4124 KANAWHA TURNPIKE SOUTH CHARLESTON, WV 304-746-2141 25309

FREIGHT TERMS SHIP VIA TERMS OF SALE DATE PRINTED 10/12/2011 01:30PM BID OPENING TIME BID OPENING DATE; 11/10/2011 DNIT PRICE NEW NUMBER AMOUNT ' QUANTITY : UOP LINE 270-00 0001 S PRESCRIPTION DRUG SERVICES FOR WV STATE POLICE OPEN-END CONTRACT THE WEST VIRGINIA STATE PURCHASING DIVISION FOR THE AGENCY, THE WEST VIRGINIA STATE POLICE, IS SOLICITING BIDS TO PROVIDE THE AGENCY WITH AN OPEN END CONTRACT FOR PRESCRIPTION DRUG SERVICES FOR RETIRED MEMBERS WHO HAVE BEEN DISABLED BY JOB RELATED INJURIES PER THE ATTACHED SPECIFICATIONS. Date / U.S. 77 INQUIRIES: TECHNICAL QUESTIONS CONCERNING THIS SOLICITATION MUST BE SUBMITTED IN WRITING TO TARA LYLE IN THE WEST VIRGINIA STATE PURCHASING DIVISION VIA MAIL AT THE ADDRESS SHOWN IN THE BODY OF THIS REQ. VIA FAX AT 304-558-4115, OR VIA EMAIL AT TARA, L. LYLEDWY. GOV. DEADLINE FOR ALL FECHNICAL QUESTIONS IS 10/25/2011 AT THE CLOSE OF BUSINESS. ANY TECHNICAL QUESTIONS RECEIVED WILL BE ANSWERED BY FORMAL ADDENDUM ISSUED BY THE PURCHASING DIVISION AFTER THE DEADLINE HAS LAPSED. EXHIBIT 3 2011 MOV 10 AM 9: 45 THIS CONTRACT BECOMES EFFECTIVE ON LIFE OF CONTRACT! AWARD AND EXTENDS FOR A PERIOD OF ONE (1) SEE REVERSE SIDE FOR TERMS AND CONDITIONS 100-377-1037 SIGNATURE 1119 President ADDRESS CHANGES TO BE NOTED ABOVE 58-2422694 WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



State of West Virginia Department of Administration Purchasing Division 2019 Washington Street East Post Office Box 50130 Chadeston, WV 25305-0130

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AUDRESS CORRESPONDENCE TO ATTENTION OF:

TARA LYLE 304-558-2544

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WEST VIRGINIA STATE POLICE

4124 KANAWHA TURNPIKE SOUTH CHARLESTON, WV 25309 304-746-2141

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State of West Virginia Request for Department of Administration Purchasing Division 2019 Washington Street East Post Office Box 50130 Charleston, WV 25305-0130

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REQ COPY TYPE NAME/ADDRESS HERE ProCare PBM 3090 Premiere PKW4., \$100 Duluth , GA 30097

WEST VIRGINIA STATE POLICE

4124 KANAWHA TURNPIKE SOUTH CHARLESTON, WV 304-746-2141 25309

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State of West Virginia
Department of Administration
Purchasing Division
2019 Washington Street East
Post Office Box 50130
Charleston, WV 25305-0130

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ProCare PBM 3090 Premiere PKWY, Ste 100 Duluth, GA 30097

WEST VIRGINIA STATE POLICE

4124 KANAWHA TURNPIKE SOUTH CHARLESTON, WV 25309 304-746-2141

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DPS1214 Request for Quotation for a Prescription Drug Contract

The West Virginia State Police are soliciting competitive bids from recognized pharmacies in all fifty states of the United States to provide prescription medication to retired members who have been disabled by a job related injury while employed by the WV State Police. This would also include members who are still employed that have been injured while on duty in their capacity of a West Virginia State Trooper.

GENERAL SPECIFICATIONS:

The vendor awarded this contract should be a recognized pharmacy (i.e. Rite-Aid, Wal-Mart, CVS, or equal) in all states. Since there is no residency restriction on retired members, it is imperative that the member be able to have a prescription filled in the State where the member resides.

The following are requirements that must be met by the vendor awarded this contract:

Agency will provide each retired disabled member a pharmacy card, issued by the winning vendor(s), which is name specific to that member. The member must be able to go to any pharmacy in the United States that is owned/controlled by the winning vendor(s) to have a legitimate prescription filled. The vendor must recognize this card when filling prescriptions. .

Billing:

The winning vendor(s) will not charge the member at the time the prescription is filled, but will direct bill the West Virginia State Police for each prescription on a monthly basis. This billing will list the following:

A) Name of person for whom prescription was filled.

B) Date prescription was filled

C) Type and quantity of medicine prescribed.

D) Discounted price to the agency and regular price before discount.

All billing shall be submitted to the West Virginia State Police, 123 Academy Drive, Dunbar WV 25064 ATTENTION: Medical Unit

Shipping:

If shipping of medication becomes necessary, the vendor will include in their mark up over actual cost bid price, freight/shipping cost of the medication. Vendor will agree to mail prescription medicines to members who opt to have their prescriptions delivered via mail.

Evaluation & Award:

Vendor will provide a current list cost price per unit for the items listed on the attached bid forms, with a percentage mark-up shown and bid price in the appropriate columns. Estimated quantities are for bidding purposes only; more or less may be purchased by the agency.

The award of this contract will be made to lowest bidder(s) that can cover the United States, Should a vendor disclose they cannot cover certain areas of the U.S., then multiple awards will be issued to ensure coverage.

Pricing will apply to all current and future drugs that are offered by the pharmacy and/or may be prescribed.

Contract Duration:

This contract will be a twelve (12) month period; with the option to renew two (2), twelve (12) month periods.

Audita

The agency, state auditor's office, and any government agency that may purchase from this contract, may at any time, audit the winning vendor's invoices from the suppliers, to verify cost compared to cost on invoices charged to the agency. The vendor must make all documents available within 2 hours of a notice of intent to audit.

Alternate Pick Up: The vendor will be provided, by the West Virginia State Police, the name of one alternate, per retired member (spouse, or other family member), for pick-up of prescriptions on their behalf; in the event that the members' disability would prohibit his or her travel to a pharmacy. No other prescriptions other than for the person designated by the West Virginia State Police, will be able to have prescriptions filled under this program.

Generic Drugs: Whenever possible generic drugs will be provided first instead of a name brand drug. Only when a licensed physician provides the pharmacist in writing that a generic drug will not treat the symptom that the medicine was prescribed will a name brand drug be issued. The pharmacy shall provide this information with the billing.

Quantity of Drugs: will be a ninety (90) day supply unless other wise directed by a licensed physician.

Number of Members: The number of person(s) utilizing this contract should not exceed 250 per contract term; although, this is not a guaranteed minimum or maximum, and more or less may apply.

Inability to Fill Prescriptions: If a vendor is unable to fill a prescription, due to the unavailability of the drug, the vendor will immediately contact the Medical Unit of the WV State Police. The Agency will then, on a case by case basis, make arrangements for this prescription to be filed by other contract holders, if applicable, or by other means necessary.

PIGGYBACKING:

All government agencies may purchase from this contract.

VENDORS SHOULD MEET THESE SPECIFICATIONS: PLEASE CHECK YES OR NO AFTER EACH SPECIFICATION:

Once this contract has been awarded, any patient inquiries should be directed to Mr. James Rucker, Medical Unit, (304) 766-2870

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Р	rescription Drugs *Estimated	– BID FORM	% Mark	Unit Bid	Extended	
Description	Annual Usage	Unit Cost	% iviark	Price	Price	
Brand Name Prescription Drugs	7 illiaar osage	onit cost	- Op			
Xodol 10 mg/300mg	540	\$1.44498	0%	\$1.44498	\$780.28	
Cymbalta 30 mg	540	\$6.09600	-17%	\$5.05	\$2,729.53	
Klonopin 1 mg	80	\$0.04126	0%	\$0.04126	\$3.30	
Provigil 200 mg (medafinil)	80	\$30.88000	-17%	\$25.6304	\$2,050.43	
Lexapro 10 mg	1,080	\$4.34704	-17%	\$3.60804	\$3,896.68	
Naprosyn 500 mg	600	\$0.07146	0%	\$0.07146	\$42.87	
Ultram 50 mg	100	\$0.12091	0%	\$0.12091	\$12.09	
Effexor XR 75 mg	200	\$0.39181	0%	\$0.39181	\$78.36	
Lopressor 200 mg (available in 100mg)	720	\$0.14827	0%	\$0.14827	\$106.75	
Coumadin 10 mg	200	\$0.12164	0%	\$0.12164	\$24.32	
Oxycontin 40 mg	5400	\$7.84130	-17%	\$6.508279	\$35,144.70	
Vicodin 7.5 mg/750 mg	200	\$0.05351	0%	\$0.05351	\$10.70	
Motrin 800 mg	500	\$0.04604	0%	\$0.04604	\$23.02	
Generic Prescription Drugs						
Naproxen 500 mg	500	\$0.07146	0%	\$0.07146	\$35.73	
Tramadol 50 mg	400	\$0.12091	0%	\$0.12091	\$48.36	
Metoprotol 200 mg	1,000	\$0.79315	0%	\$0.79315	\$793.15	
Warfarin 10 mg	800	\$0.12164	0%	\$0.12164	\$97.31	
Oxycodone 15 mg	10,800	\$0.25892	0%	\$0.25892	\$2,796.33	
Hydrocodone Acetaminophen 10 mg/650	16,000	\$0.08686	0%	\$0.08686	\$1,389.76	
Ibuprofen 800 mg	20,000	\$0.04604	0%	\$0.04604	\$920.80	
Clonazepam 1 mg	1,000	\$0.04126	0%	\$0.04126	\$41.26	
Medafinil 200 mg (generic not available)	1,000	\$0	0%	\$0	\$0	
Hydrocodone 7.5 mg/1750 mg	10,000	\$0.05351	0%	\$0.05351	\$535.10	
Venlafaxine ER 75 mg	1,500	\$1.31100	0%	\$1.3110	\$1,966.50	
				TOTAL	\$53,527.33	
Bidder / Vendor Information:						
Name:	ProCare Pharma	acy Benefit Ma	nager, Inc;	dba: ProCare I	Rx	
Address:	3090 Premiere I	Parkway, Suite	100			
	Duluth, GA 3009	97				
Phone#:	800-377-1037, 6	ext. 4754				
Email Address:	sales@procarer	x.com				
Contract Coordinator Information:						
Name:	LaMar Williams					
Address:	3090 Premiere Pa	rkway, Suite 1	00			
-	Duluth, GA 30097					
Phone#:	678-251-5329					
Email Address:	lwilliams@procarerx.com					

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STATE OF WEST VIRGINIA Purchasing Division.

PURCHASING AFFIDAVIT

West Virginia Code \$5A-3-10a states: No contract or renewal of any contract may be awarded by the state or any of its political aubdivisions to any vehiclor or prospective vendor when the vendor or prospective vender or a telated party to the vendor or prospective vendor is a debtor and the debt owed is an amount greater than one thousand dollars in the aggregale.

DEFINITIONS:

"Debt" means any assessment, premium, penalty, fine, tax or other amount of money owed to the state or any of its political subdivisions because of a judgment, line, permit violation, license assessment, defaulted workers' compensation premium, penalty or other assessment presently delinquent or due and required to be paid to the state or any of its political subdivisions, including any interest or additional penalties accrued thereon.

"Debtor" means any Individual, corporation, partnership, association, limited liability company or any other form or business association owing a debt to the state or any of its political subdivisions. "Political subdivision" means any county commission; municipality; county board of education; any instrumentality established by a county or municipality; any separate corporation or instrumentality established by one or more counties or municipalities, as permitted by law; or any public body charged by law with the performance of a government function or whose fundation is coextensive with one or more counties or municipalities. "Related party" means a party; whether an individual, corporation, partnership, association, limited liability company or any other form or business association or other entity, whatsoever, related to any vendor by blood, marriage, ownership or contract through which the party has a relationship of ownership or other interest with the vendor so that the party will actually or by effect receive or control a portion of the benefit, profit or other consideration from performance of a vendor contract with the party receiving an amount that meets or exceed five percent of the total contract amount.

EXCEPTION: The prohibition of this section does not apply where a vendor has contested any tex administered pursuant to chapter eleven of this code, workers' compensation premium, permit fee or environmental fee or assessment and the mafter has not become final or where the vendor has entered into a payment plan or agreement and the vendor is not in default of any of the provisions of such plan or agreement.

Under penalty of law for false swearing (West Virginia Code §61-5-8), it is hereby certified that the vendor affirms and acknowledges the information in this affidaylt and is in compliance with the requirements as stated.

	01-00 200 1000 0.1
WITNESS THE FOLLOWING SIGNATURE	aba: Procarery
Vendor's Name: Pro Care Pharmacy Benet	
Authorized Signature: Kuller	Dete: 11 09 2011
State of (1000gia.	
County of GUPANETT, to-wit:	1/00 4
Taken, subscribed, and sworn to before me this day of/ OVL	b-Rec 20
My Commission expires	1 (
AFFIX SEAL HERE NOTARY PUBLIC	Cecella Cettlson

CECILIA COULSON NOTARY PUBLIC /INNETT COUNTY, GEORGIA toy Commission Expires Oct. 21, 2012

Purchasing Affidavit (Revised 12/15/09)



ProCare Rx is a privately held company located in Duluth, Georgia and has been providing superior systems and services to all size Employer groups for over 20 years. We provide our clients with superior prescription benefits at an unbeatable price — and best of all, our clients know exactly where their healthcare dollars are being spent because we offer transparent pricing. Our pricing strategy provides clear and measurable savings.

ProCare Rx has developed and maintains our own proprietary claims processing system; bringing custom designed plan benefits to every client. All of the benefit design requests in this RFI can be incorporated into a benefit design plan, including expanding tiers to four or five. Step therapy, Prior Authorization, Generic and OTC programs all keep the plan costs low, and member satisfaction high. Paper claims can be handled by ProCare Rx for a small fee, or Clients can use our online tools and manage paper claims for free. Ninety-eight percent of our claims are processed electronically, it's very difficult for a member to ever be 'out of network' with their prescription. Our Customer Care Center is open 24/7 365 days a year. Members and pharmacists will always speak with a live representative familiar with their benefit plan.

ProCare PharmacyCare (PPC), our mail order and specialty pharmacy, was established in 2003 in Miramar, Florida. All mail, specialty, and retail claims adjudicate through our own real-time claims processing system. The average turnaround for new prescriptions is 24 hours, and refills 12 hours. Members can order refills through the internet, and physicians can call PPC directly to request a prescription or ask for medication to be delivered to their office for their patients. All specialty medication is shipped overnight using industry standards for temperature control. The prescription accuracy for PPC for the last two years has been 99.997% and member satisfaction with our mail service is 96%. We *never* repackage any medications. Pharmacy technicians personally call members' physicians if their refills are at '0' to get authorization so drug therapy is not interrupted. Monthly phone calls are made to all our specialty patients to ensure medication adherence and answer any member questions. PPC Customer Service is available 8am-8pm Monday through Friday, with a pharmacist on call during off hours.

ProCare Rx is proposing a 100% transparent pass-through pricing model. Our Clients pay *exactly* what we pay the pharmacy. No retail or mail pharmacy pricing 'spreads', and 100% of all rebates will go to back to the Client. Our administrative fee/claims fee will be \$3.00/per claim (0-10,000 or \$2.50/10,001 – 20,000) and includes a wide range of programs and services to lengthy to list here. There are 3,442 drugs are on our MAC list as of June 1, 2011; and we update the list no less frequently then monthly. We try not to update any given entry more than once in a given day. Our Clients have the right to audit and confirm all aspects of this transparent agreement.

The ProCare Rx National Formulary is an open 3 tier formulary that we can customize for any client (additional tiers, inclusion of OTC's, generic programs). We base our formulary on medications that will deliver the best clinical outcomes for members, while delivering the lowest costs for plan sponsors. Under our transparent pricing model, our Clients will receive 100% of all rebates from their formulary. The makeup of your formulary will be decided upon claims review during the implementation process. Members will always receive a pocket formulary for better formulary compliance and have access to their formulary via our Member Portal.

ProCare Rx's National Pharmacy Network includes all major retail pharmacies and most independent pharmacies across the country. A pharmacy can be added to our network within 30 days based on Geo Access reports or member/client notification. Custom pharmacy networks can be created for our Clients. One option that would give you even greater discounts at retail is our Access Based Network. We partner with major retailers like Target, Sav-more, Kmart, Walmart and others to create even lower copays for your members. We give these major retailers opportunities to compete against each other to gain access to this network and achieve

preferred status. The new Access Based Network contract rates are passed directly through to you; you pay exactly what the pharmacies bill us - no 'spread' pricing. Pharmacies are paid twice a month. Our administrative fee would still apply.

ProCare Rx does not pay any third party fees to claims processors - we are 'the switch' for electronic claims processing and own and maintain our own real-time claims processing system.

Our Customer Care Center is open 24/7 365 days a week with live customer care professionals who will be able to answer any member questions or concerns about their benefit plan. Our Member Portal is the place for members to review their formulary, receive generic alternatives and information about those generics, receive refill reminders, order refill prescriptions from our mail order ProCare PharmacyCare, find local pharmacies, and compare prescription costs.

ProCare Rx brings real-time on-line eligibility maintenance with our *Eligibility Manager*. Eligibility Manager is accessed by designated client staff to view and/or update member eligibility information, view claims history, benefit plan information, drug information, pharmacy and physician information, key manual Direct Member Reimbursement claims, and issue Prior Authorizations. Because eligibility changes are done in real-time, the designated client staff can either manually terminate members on-line or call our Customer Care Center to have a member terminated. Eligibility Manager is included in the administrative/claims fee. Members are given two (2) ID cards during implementation. We can also integrate our card with your medical benefit card if desired.

ProCare Rx's systems are extremely flexible in extracting any data, grouping, categories, etc. from our Clients' data warehouse. There are approximately 20 standard monthly reports. Reports can be provided on paper, electronically, or via the Internet. Clients can also request a customized report that turns into a standard weekly, monthly, or quarterly report; or extract the information themselves using our online reporting tools. Reports on Demand generates reports using real-time claims data right from our clients' desktop or laptop. This reporting tool is included in our administrative/claims fee. ProCare Rx's Zero-In is an interactive query tool that clients can use for specialized analysis of their prescription programs. Zero-In requires a licensing fee based on plan size, with the minimum group size of 500 members.

ProCare Rx uses clinical DUR programs and custom DUR edits at the benefit plan level to address all of your medication cost containment needs. We have step therapy programs within certain therapeutic classes and/or can customize a step therapy program for clients. Our Prior Authorization program includes administrative PA's (included in your administration/claims fee), clinical PA's \$24/per claim and physician consultation PA's for \$75/per claim. All of our pharmacies are audited twice a year.

ProCare Rx has not missed a 'Go-live' date in over 20 years. The shortest lead time for implementation of a customized benefit plan is 45-60 days depending on the size of the group. We prefer the standard NCPDP format but can work with any format the previous vendor may have. We waive a deposit requirement if a multi-year contract is signed. All clients are billed twice a month and separate billings can be issued for employee subdivisions, locations, etc.

Established in 1998, ProCare Rx is a privately held company wholly owned by Roger and Barbara Burgess. We employ over 150 full time employees. There are no switching charges paid by the pharmacies because we are the switch. There are no exceptions. ProCare Rx does not sell, distribute, or provide claims data and client information to outside vendors. There are no plans to sell, merge, or disband ProCare Rx now or in the future; in fact, we recently broke ground on the new corporate office complex.