2019 Washington Street, East
Charleston, WV 25305
Telephone: 304-558-2306
General Fax: 304-558-6026
Bid Fax: 304-558-3970

West Virginia Purchasing Division

The following documentation is an electronically-submitted vendor response to an advertised solicitation from the *West Virginia Purchasing Bulletin* within the Vendor Self-Service portal at *wvOASIS.gov*. As part of the State of West Virginia's procurement process, and to maintain the transparency of the bid-opening process, this documentation submitted online is publicly posted by the West Virginia Purchasing Division at *WVPurchasing.gov* with any other vendor responses to this solicitation submitted to the Purchasing Division in hard copy format.

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Welcome, Lu Anne Cottrill

Procurement | Budgeting | Accounts Receivable | Accounts Payable

Solicitation Response(SR) | **Dept:** 0225 **ID:** ESR10211900000002529 **Ver.:** 1 **Function:** New **Phase:** Final | **Modified by** batch , 11/06/2019

Header 11

List View

General Information | Contact | Default Values | Discount | Document Information

Procurement Folder:	619663	**SO Doc Code:**	CRFQ
Procurement Type:	Central Purchase Order	**SO Dept:**	0225
Vendor ID:	VS0000019955	**SO Doc ID:**	PEI2000000003
Legal Name:	Linea Solutions, Inc.	**Published Date:**	10/31/19
Alias/DBA:		**Close Date:**	11/6/19
Total Bid:	$49,437.10	**Close Time:**	13:30
Response Date:	11/04/2019	**Status:**	Closed
Response Time:	20:31	**Solicitation Description:**	IT CONSULTANT FOR COMPANY SYSTEMS
		Total of Header Attachments:	11
		Total of All Attachments:	11

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

Proc Folder : 619663

Solicitation Description : IT CONSULTANT FOR COMPANY SYSTEMS

Proc Type : Central Purchase Order

Date issued	Solicitation Closes	Solicitation Response	Version
	2019-11-06 13:30:00	SR 0225 ESR10211900000002529	1

VENDOR
VS0000019955 Linea Solutions, Inc.

Solicitation Number: CRFQ 0225 PEI2000000003

Total Bid : $49,437.10 **Response Date:** 2019-11-04 **Response Time:** 20:31:47

Comments: Please note that Linea's primary response document includes all information from exhibits C, D, E (references, resumes, subcontractors) as well as the acknowledgement of addendum. While we have included the exhibits separately, we encourage PEIA to view the document 'Linea Solutions response to PEIA RFQ for IT Consultant for Company Systems PEI2000000003' as our comprehensive technical response to the RFQ.
Additionally, As per the RFQ, we have included the WV-96 form and the HIPAA Business Associate Addendum forms as separate attachments with this bid.
Finally, Exhibit A, pricing, has been included as a separate attachment.

FOR INFORMATION CONTACT THE BUYER		
Dusty J Smith (304) 558-2063 dusty.j.smith@wv.gov		
Signature on File	FEIN #	DATE

All offers subject to all terms and conditions contained in this solicitation

 FORM ID : WV-PRC-SR-001

Line	Comm Ln Desc	Qty	Unit Issue	Unit Price	Ln Total Or Contract Amount
1	PEIA Systems and operations Evaluation				$35,857.10

Comm Code	Manufacturer	Specification	Model #
80101507			

Extended Description : PEIA Systems and operations Evaluation

Line	Comm Ln Desc	Qty	Unit Issue	Unit Price	Ln Total Or Contract Amount
2	Development and Delivery of Solution				$13,580.00

Comm Code	Manufacturer	Specification	Model #
80101507			

Extended Description : Development and Delivery of Solution

West Virginia Public Employees Insurance Agency

RFQ FOR IT CONSULTANT FOR COMPANY SYSTEMS
PEI2000000003

Linea Solutions Response | November 1, 2019

LINEASOLUTIONS
4551 GLENCOE AVENUE, SUITE 140
MARINA DEL REY, CA 90292
TEL 310.331.8133
FAX 310.807.4356

CONTACT:
LON TIGGELAAR
605-366-4398
LTIGGELAAR@LINEASOLUTIONS.COM

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4551 Glencoe Ave, Ste 140
Marina del Rey, CA 90292
T 310.331.8133 - F 310.807.4356
lineasolutions.com

November 1, 2019

Dusty Smith
2019 Washington Street, East
Charleston, WV 25305
dusty.j.smith@wv.gov

Mr. Smith:

On behalf of Linea Solutions, we appreciate the opportunity to present our response to the West Virginia Public Employees Insurance Agency's request for quotation for an IT Consultant for Company Systems.

Linea Solutions is a management and IT consulting firm that specializes in Strategic Planning, IT Assessments, Project Management Oversight of Technology Implementation, Business Process Improvement, and Organizational Change Management *specifically for* benefit, insurance, and pension funds. We have provided these types of services to 54 similar organizations since the company's founding in 1999. Our specialty is with large, complex public sector organizations. We have over 60 consultants and our staff's combined experience includes over 100 funds. We have the full capability to meet all the requirements of your RFQ and are excited for the opportunity to present our response.

Understanding of the Project

PEIA seeks an assessment of its legacy benefit administration systems. This assessment requires comparison with a desired best practice future state as well as a review of business issues, technical issues and constraints unique to PEIA. It also calls for a review of current market options that are possible to address PEIA issues and future vision. Given the current state review and current market opportunities, PEIA is requesting an analysis to determine the options that best achieve the future state, including budgetary and risk considerations. Finally, working with PEIA management, PEIA requests a recommended go-forward approach and options, given all the business, technical, risk, and financial considerations. It is our understanding that "nothing is off-limits," with the exception of existing TPA relationships, and that PEIA is open to considering a wide range of possible options.

Linea proposes to achieve the above requirements in 5 stages over the course of roughly 3 months.

The first stage will consist of project startup activities, updating and confirming the project plan, and leading the project kick-off meeting which should include, at a minimum, PEIA staff that will be directly contributing to the project.

Stage 2 is current and future state discovery, which includes: a business and operational walkthrough; an IT systems, applications and architectural walkthrough; a functional, plan provision and key business rules walkthrough; an IT infrastructure and hosting walkthrough; a security and data walkthrough; an IT staffing and development walkthrough; and a walkthrough of IT expenditures and budget. During these walkthroughs we will identify and review issues unique to PEIA.

Stage 3 is market assessment, business & technical gap analysis, and high-level option analysis. By using the information gathered during Stage 2 as well as defining current solutions available in the marketplace, a range of high-level options/paths forward will be developed, assessed and ranked. A baseline "status quo" option will be developed after the review of commercial solutions and third-party services available in the marketplace. The options created will cover a range of potential recommendations including partial to full system replacement, partial to full utilization of third-party services, and possible hybrid combinations of both. Finally, in this phase, the universe of possible options will be narrowed down to 3-4 options that will receive additional analysis.

Stage 4 is continued option analysis and recommendation development. This stage will last roughly one month. During this stage, the top 3-4 options from Stage 3 will be further analyzed culminating in a recommendation. Important to this phase is the engagement and direction from PEIA. No recommendation can be made without full collaboration and open feedback with PEIA executives. Together, Linea and PEIA will decide on a recommended path forward. Linea will then develop a high-level implementation plan, a roadmap to achieve the recommended state, and a budget for the selected option.

Stage 5 is the project closeout. The final stage of the project will include a presentation to PEIA summarizing the project, go-forward recommendation, agency impact, and timeframes/roadmap to achieve the future state recommendation.

Below, Table 1 is our initial draft of the project plan for this initiative, assuming a January 6, 2020 project start date, completion of the final deliverable around mid-March, and an executive presentation in April.

Table 1 Project Plan

Task Name	Start	Finish	Work	Steve (Sr. Principal Analyst)	Dana (Business Analyst)	Peter (Security Specialist)
IT Assessment	1/6/20	4/3/20	189 hrs			
Project Start	1/6/20	1/6/20	0 hrs			
1. Project Initiation	1/6/20	1/7/20	13 hrs			
Review of current doc/State & Agency policies & procedures	1/6/20	1/6/20	6 hrs	●	●	
Meeting with Project Sponsor(s)	1/6/20	1/7/20	4 hrs	●	●	
Update Initial Project Plan	1/7/20	1/7/20	1 hr	●		
Kick-off Meeting	1/7/20	1/7/20	2 hrs	●	●	
2. Current/Future State Discovery	1/7/20	1/23/20	58 hrs			
Business/Operational walkthrough	1/7/20	1/8/20	4 hrs	●	●	
Systems/Application walkthrough	1/8/20	1/8/20	8 hrs	●	●	
Functional/Plan Provision/Key Business rules walkthrough	1/8/20	1/9/20	8 hrs		●	
Infrastructure/Hosting walkthrough	1/8/20	1/9/20	4 hrs	●		
Security walkthrough & SAR	1/9/20	1/14/20	16 hrs			●
Data walkthrough	1/14/20	1/14/20	4 hrs	●		
IT Staffing, Dev., and Roles & Responsibilities walkthrough	1/14/20	1/15/20	4 hrs	●		
IT Expenditures/Budget walkthrough	1/15/20	1/15/20	2 hrs	●		
Compile Current State discovery/findings	1/23/20	1/23/20	8 hrs	●	●	●
3. Gap Analysis/Option Analysis	1/23/20	2/26/20	66 hrs			
Establish baseline case (Status Quo option)	1/23/20	1/28/20	8 hrs	●	●	
Review solution/TPA marketplace	1/28/20	2/11/20	24 hrs	●	●	●
Develop high-level options/paths forward	2/11/20	2/17/20	20 hrs	●	●	●
Prioritize/Rank options	2/17/20	2/17/20	2 hrs	●		
Project Sponsor checkpoint/Select top 3-4 options	2/25/20	2/25/20	4 hrs	●		
Revise & finalize	2/25/20	2/26/20	8 hrs	●	●	
4. Recommendations	2/26/20	3/16/20	44 hrs			
Finalize top 3-4 options	2/26/20	3/3/20	24 hrs	●	●	
Project Sponsor review	3/3/20	3/3/20	4 hrs	●	●	
Revise & finalize	3/11/20	3/12/20	8 hrs	●	●	
Develop implementation plan & roadmap	3/12/20	3/16/20	8 hrs	●	●	●
5. Project Close-out	4/1/20	4/3/20	8 hrs			
Board/Executive presentation	4/1/20	4/3/20	8 hrs	●		

Why We Believe Linea is the Most Qualified to Assist PEIA

We believe we are the most qualified to provide the requested services to PEIA for the following reasons:

1. <u>Systems Analysis Experience:</u> Linea has provided IT systems analysis services to 32 of our 54 clients. These take the form of operational needs assessments,

options analysis, build/buy recommendations for new systems, and organizational & business process improvement initiatives. We have also provided analysis where an insurance organization or pension fund is having difficulty with their current administration system and needs expert strategic advice on system improvements and "outside-the-box" problem solving. This specific type of work for organizations like PEIA falls well within Linea's wheelhouse of services.

2. Besides Being Insurance Business Experts, we are also IT Experts: We are the most technical of the firms specializing in this industry as evidenced by the fact that we have had multiple former Chief Technology Officers, software and hardware architects, and former developers on staff. We have worked on architectural design for multiple systems and have performed complete business and technical transformations (strategy to implementation) for several benefits administration systems (BAS) projects. We have worked with most BAS software vendors, technology product vendors, and group insurance TPAs, making us highly knowledgeable about the current market and range of possible administrative solutions, including hybrid models.

3. Experience with State Group Insurance Funds: We have worked with and provide similar services to many large, public sector agencies that administer insurance and employee benefits. This is our specialty. Some of our large public sector clients support only state group insurance programs, like the Hawaii Employer-Union Health Benefits Trust Fund. Whereas other Linea clients administer both state group insurance programs and state-wide pension programs, like the South Carolina Public Employee Benefit Authority and the State of Alaska Department of Retirement and Benefits. With over a dozen clients that administer large public sector insurance programs, Linea is a leader in the kind of work PEIA is requesting.

4. Open-Minded Approach: Linea's work approach is based upon a foundation of methods, technical frameworks, and business processes that reference what is considered "industry best." While this is a great way to start, we realize each client is different. Our clients have environments, staff (skills and personalities), and requirements that are unique to their organizations. As such, we tune the processes and approach to fit the specific situation of each client. With this focus, we have found that clients are able to solve a problem that precisely fits their business, technical, budget, and cultural needs. A good analysis is more than just a checklist for an assumed BAS purchase. We enter a project trying to understand the situation and then look at available alternatives.

5. A Strong Team of Industry Experts: We are proposing a team of industry experts. Every member of the team has experience working on public employee insurance system implementations of public organizations with over 100,000 members. Our

team members have worked on all phases of insurance system modernization projects, from initial feasibility study through post-implementation support. Finally, our team members have worked with each other on previous Linea projects, they work well together, and can enter a project at full speed.

We believe these factors will enable Linea to deliver a successful and efficient project to PEIA.

This proposal is valid for 120 days. I am authorized to sign all documentation regarding this bid.

Sincerely,

Akio Tagawa,
President and CEO, Linea Solutions
t /// 310.261.1333
e/// atagawa@lineasolutions.com

3.1.1 Bidder Qualifications

The Bidder must demonstrate its ability to meet the following qualifications to submit a quotation. Failure to demonstrate the ability to meet these qualifications will automatically disqualify the Bidder. The Bidder must restate each question/item in the proposal then provide the response. See and complete attached Exhibit C. The Bidder shall have the following minimum qualifications:

Linea Solutions meets all minimum qualifications for this proposal and has completed Exhibit C as part of this proposal. Items 3.1.1.1 through 3.1.1.18 have been restated and responded to below.

3.1.1.1 Implementation Experience

Must have a minimum of five (5) years' experience related to information technology (IT) concept design, development, implementation, maintenance, administration and proven improvements to IT solutions in complex business environments.

Linea Solutions is a specialized IT consulting firm with a focus in only a few industry areas including public sector insurance, workers' compensation, and retirement. We have been engaged by 54 benefit and retirement systems since the company's founding in January 1999. We have over 60 consultants and our staff's combined experience includes over 100 benefits plans.

As a strategy, Linea has hired several senior technical staff, most with prior public benefit or insurance system experience. This was done so that we could provide an all-encompassing resource strategy to address the challenges of public sector consulting and supporting the implementing of benefit organization IT solutions. Today, these consultants enable Linea to address a full array of IT services, from IT strategy consulting initiatives through longer term support of helping clients implement recommended benefit administration solutions.

In 2018, Linea Solutions formed a sister company, Linea Secure, to address the growing security needs of organizations in our industry. We use the National Institute of Standards and Technology (NIST) standards as the foundation for our risk assessments and cybersecurity maintenance program. As part of this service, we also perform a number of security tests to ensure the confidentiality, integrity, and availability of benefit fund eco-systems. For PEIA, our lead security expert will be engaged on this project to support the assessment and final recommendation.

Linea provides a full range of IT consulting for benefit organizations. Many of our projects fall within the realm of IT strategy and assessments, requirements definition of new system functionality, procurement support of new solutions, client support and expertise required during development and implementation of new solutions. Though not a full listing of our services, below are examples of some of the services which Linea provides:

- Develop technical and operational requirements to assist in current state evaluations.
- Provide project management and planning services by defining the work breakdown structures, identifying the project deliverable, estimating work effort, planning resources, and creating an integrated master schedule to manage dependencies and critical path activities.
- Oversee project implementation by executing project control processes and dashboards to track issues & risks, to schedule resources, and to oversee client decision making & governance processes.
- Oversee the design process, acting as an extension of the client subject matter experts. Linea provides best practice advice for IT area planning and implementations. This includes business best practices, industry/product knowledge, design methods, and providing guidance on how current technology will impact and enhance operations.
- Oversee and sometimes perform validation testing, system testing, and user testing activities. We write test scenarios and test scripts, train client testers and execute test scenarios. Many of our clients ask us to manage the entire testing process from end-to-end.
- Analyze current systems and “sources of truth” for data conversion and data interface activities. We also provide business analysts to detail the data conversion integration requirements, testing integration, and data anomalies.
- Provide outreach and training to internal and external parties such as client staff, participating employers, insurance providers, and TPAs that are impacted by the technology change which is being implemented.

3.1.1.2 Experience with Insurance Entities

Must have a minimum of five (5) years' experience with IT environments accommodating processing volumes for insurance entities with greater than 50,000 covered lives. Bidder should be familiar with state governmental entities.

Linea’s clients include all types of insurance organizations at the municipal, county and state level as well as labor union-based benefit and insurance programs. Table 2 lists the 10 insurance clients greater than 50,000 covered lives that Linea has been providing services to in the last 5 years. The services Linea has provided to these organizations address their information technology, functional, and operational needs. It is this diverse experience across so many clients that qualifies Linea to bring a market perspective that is comprehensive of the challenges, expectations and opportunities which PEIA faces.

Table 2 Large Insurance Clients from Last Five Years

Client
Alaska Department of Retirement and Benefits
South Carolina Public Employee Benefit Authority
Hawaii Employer-Union Health Benefits Trust Fund
International Association of Machinists Benefit Trust Fund
Washington State Department of Labor and Industries (L&I)
Arkansas Public Employees Retirement System
Contra Costa County Employees' Retirement Association
International Union of Painters and Allied Trades General Secretary-Treasurer's Office
Orange County Employees Retirement System
University of California Retirement Plan

Case Study: Operational Assessment for Alaska Division of Retirement and Benefits (DRB)

As part of the Alaska DRB Operational Assessment, Linea provided the leadership, methodology and industry expertise to support DRB’s goal to modernize its benefit administration systems and to consolidate its decentralized business processes and systems.

DRB is a singular organization that is responsible for administering multiple health plans with complex rules, along with retirement benefits, for state employees. A key driver of the assessment and planning project was a desire to reduce the complexity of its IT environment while also increasing the efficiency, accuracy and data integrity in its business operations. In its current state, a majority of DRB’s processes and procedures were paper-based, labor-intensive practices that required the use of multiple systems and tools. For example, DRB had two systems for participant data: one system for employee data and a separate system for dependent data.

The assessment scope included 16 insurance programs administered by a combination of DRB staff and third-party administrations (TPAs), 5 defined benefit programs that were primarily administered in-house, and 4 defined contribution benefit plans managed by TPAs. We performed an analysis to define extensive data integration and exchange requirements that encompassed both internal programs and external record-keepers.

Linea’s Systems Process Analysis was delivered via three distinct phases:

First, Needs Analysis and detailed As-Is documentation were gathered to develop an understanding of current processes, system architectures, pain points and high-priority process issues.

Second, Linea provided guidance and knowledge of modern benefit administration system capabilities to help DRB define the To-Be vision. The To-Be vision included examples Linea provided from other peer benefit agencies on their approach to system modernization, which helped guide DRB's future state vision.

Third, Linea developed a detailed implementation strategy that bridged the gap between current and future state operations. This led DRB to make the decision for a single system implementation for both insurance and pension administration.

The outcome of Linea's assessment planning activity has provided DRB with a plan, a timeline, and base functional requirements to deliver an efficient IT environment, while also increasing productivity of its business operations. Some of the expected benefits of this initiative are:

- Providing industry-standard data exchange interfaces for external parties such as financial institutions, actuaries, consultants, TPAs and employers.
- Migrating day-to-day operational functionality to a core centralized system that reduces and/or eliminates many of the independent task-oriented systems in the previously cluttered IT environment.
- Improving data accuracy, synchronization, and error-correction processes.
- Synchronizing life/employment events and demographic data with both the insurance and retirement record-keeping systems (new hires, address changes, terminations, deaths, etc.).
- Utilizing modern backup software that includes snapshot management disaster recovery (DR) elements, cloud support and virtual machine (VM) protection.

3.1.1.3 Regulatory Framework Experience

The Bidder must be knowledgeable and experienced in the regulatory framework of and for health insurance operations including enrollment, dependent validation/verification, claims management and processing, billing, and information security, e.g. HIPAA and HITECH compliance in accordance with applicable NIST Standards referenced in U.S. D.H.H.S. guidance.

Linea has experience and knowledge of regulatory frameworks for health insurance operations. As part of our approach to assessing the current IT systems, business processes and IT infrastructures, Linea identifies any areas of non-compliance. We then provide recommendations on necessary actions and/or system enhancements to ensure compliance for our clients. Additionally, we use the NIST security standards, both NIST

Special Publication 800-115 and NIST 800-53, to assess risk and cybersecurity for many of our clients.

As an example, Linea was engaged by a large international union health benefit fund to perform an assessment of their struggling, on-going implementation of a new health and welfare benefits administration system. This assessment required us to identify gaps in system and operational performance that would help determine if the fund would continue with its implementation. As part of our evaluation, we applied legal and regulatory frameworks when we:

- Reviewed process and procedure reference materials
- Interviewed staff
- Shadowed business users to establish the current state of the implementation

After this discovery was complete, known issues and risks were inventoried and it was revealed that the fund had several gaps in its compliance with both HIPAA and COBRA regulations. We inventoried and classified each issue and risk based on its severity and provided recommended actions to correct non-compliant processes. The fund then followed Linea's recommendation to achieve full compliance.

3.1.1.4 Relevant Project Experience

The Bidder must submit in writing a synopsis of experience completing relevant projects for plans with a minimum of 50,000 covered lives of similar scope and nature completed within the last thirty-six (36) months. Examples of relevant experience should include, but not be limited to IT system reviews for recommendations of processing capability improvement, upgrades, platform of infrastructure changes, implementations, IT solution discovery, development and implementation projects, IT solution concept design projects and other IT projects requiring a review of current environment to gain an understanding and recommendations for improvements.

Linea has a robust set of services to address the business, organizational, and IT challenges of public insurance plans. We have been providing most of these services since the company's founding in 1999. These services can be tied to large project implementations, but also are used in support of assessments of day-to-day operations. Table 3 lists Linea's services by category. Services we have proposed for PEIA are highlighted in gray.

Table 3 Linea Services

Implementation Services				Operational Services	
Procurement	**Implementation Oversight**	**Client Side Services**	**Change Management**	**I.T. Advisory Services**	**Business Support**

• **Current & Future State Analysis**
• System Requirements
• RFP Writing
• Vendor Selection
• Contract Negotiation
	• Oversight Project Management
	• Project Management
	• Risk Management
	• Resource Management
	• Vendor Management
	• **Data Analysis**
	• Data Conversion Management
		• Design Confirmation
		• Testing
		• External System Integration
		• Administrative Support
			• Organizational Readiness
			• Employer Readiness
			• Staff Engagement
			• Technical Readiness
			• Business Process Improvement
			• **Best Practices Consulting**
				• **Self Service**
				• Mobile Apps
				• Straight Through Processing
				• Campaign Management
				• **Data Security**
				• Cybersecurity
				• **Customer Relationship Management**
					• **Strategic Planning**
					• **IT & Business Assessment**
					  ○ **Resource Analysis**
					  ○ **Budget Analysis**
					  ○ **Solution Options Analysis**
					  ○ **Security Analysis**
					• Benchmarking
					• Analytics
					• **Industry Research**

Similar IT Assessment Experience

Linea has been performing IT assessments since the company's founding in 1999. Table 4 lists Linea's experience performing IT assessments and similar relevant services. Clients for which we have provided these services in the last 36 months have been noted.

Table 4 Relevant Experience

Client	Client in Last 6 Months	IT System Assessment	Strategic Planning	Current/Future State Analysis	Requirements	Solution Options Analysis	Recommendations & Roadmap	IT Implementation Oversight	System Design / Confirmation
Total	**36**	**32**	**17**	**34**	**34**	**28**	**24**	**26**	**22**
Alaska Department of Retirement and Benefits	●			●	●				
South Carolina Public Employee Benefit Authority	●	●	●	●	●	●	●		
Hawaii Employer-Union Health Benefits Trust Fund	●			●	●	●			
International Association of Machinists Benefit Trust Fund	●	●		●	●	●	●		
International Association of Machinists National Pension Fund	●	●		●	●	●	●	●	●
University of California Retirement Plan	●	●	●	●	●	●	●	●	●
United Church of Canada	●	●	●	●	●				
Washington State Department of Labor & Industries	●	●	●	●	●	●		●	
Alameda County Employees' Retirement Association		●	●			●		●	●
Arkansas Public Employees Retirement System	●	●	●	●	●	●	●	●	●
British Columbia Pension Corporation	●				●				●

Client	Client in Last 6 Months	IT System Assessment	Strategic Planning	Current/Future State Analysis	Requirements	Solution Options Analysis	Recommendations & Roadmap	IT Implementation Oversight	System Design / Confirmation
California Public Employees' Retirement System	●				●				
California State Teachers' Retirement System	●		●						
City of Tampa - Fire & Police Pension	●	●	●	●	●	●			
City of Tampa - General Employees' Retirement Fund	●	●	●	●	●	●			
Cook County Pension Fund	●			●	●		●		
District of Columbia Retirement Board	●	●	●	●	●	●	●		
Fresno County Employees' Retirement Association	●	●	●	●	●	●	●	●	●
Imperial County Employees' Retirement System	●	●		●	●	●	●	●	●
International U. of Painters and Allied Trades Ind. Pension Fund	●	●		●	●	●	●	●	●
Kern County Employees' Retirement Association		●		●	●	●	●	●	●
Los Angeles City Employees' Retirement System	●	●		●	●	●	●	●	●
Manitoba Teachers' Retirement Allowances Fund	●	●	●	●		●			
Marin County Employees' Retirement Association	●	●		●	●	●	●	●	●
Massachusetts State Retirement Board	●	●						●	●
Mendocino County Employees' Retirement Association			●	●	●		●	●	●
Merced County Employees' Retirement Association								●	●
Missouri State Employees' Retirement System	●			●	●				
Motion Picture Industry Pension & Health Plans		●		●	●	●	●	●	
New York City Police Pension Fund	●							●	●
Ontario Municipal Employees Retirement System	●	●							
Ontario Pension Board	●	●		●	●	●			
Ontario Retirement Pension Plan		●	●	●	●	●	●		
Orange County Employees Retirement System	●			●	●	●	●	●	●
Oregon Public Employees Retirement System	●							●	
Public Employees Retirement Association of New Mexico	●			●	●	●	●	●	●
Sacramento County Employees' Retirement System	●	●	●	●	●	●	●	●	
San Diego City Employees' Retirement System		●	●	●	●	●		●	
San Diego County Employees Retirement Association		●		●	●		●	●	●
San Joaquin County Employees' Retirement Association		●				●			
San Mateo County Employees' Retirement Association				●			●		
Seattle City Employees' Retirement System	●	●	●	●	●	●	●	●	●
Sonoma County Employees' Retirement Association				●	●				
Stanislaus County Employees' Retirement Association	●	●		●	●	●	●	●	●
Steamfitters' Industry Fund Office	●	●							
Texas County & District Retirement System	●	●	●	●	●	●	●	●	●
Ventura County Employees' Retirement Association	●	●		●	●	●	●	●	●

3.1.1.5 Résumés

The Bidder must provide the resumes of employees that will be assigned to this project by completing Exhibit D.

Linea has assembled an excellent team for this project. Steve Deininger will be heading up the project. He is a principal analyst with a deep background in benefits system and technical analysis. He will be working with Dana Schappert, who will bring her insurance and benefit experience and knowledge of benefits markets and PEIA peer organizations to the project. Steve and Dana have prior experience performing IT assessments on several state benefits organizations (Alaska and Hawaii most recently). Peter Dewar is president of Linea's security division, Linea Secure, and he will be joining the team as a specialist to provide security analysis. Our core team organization is as follows.

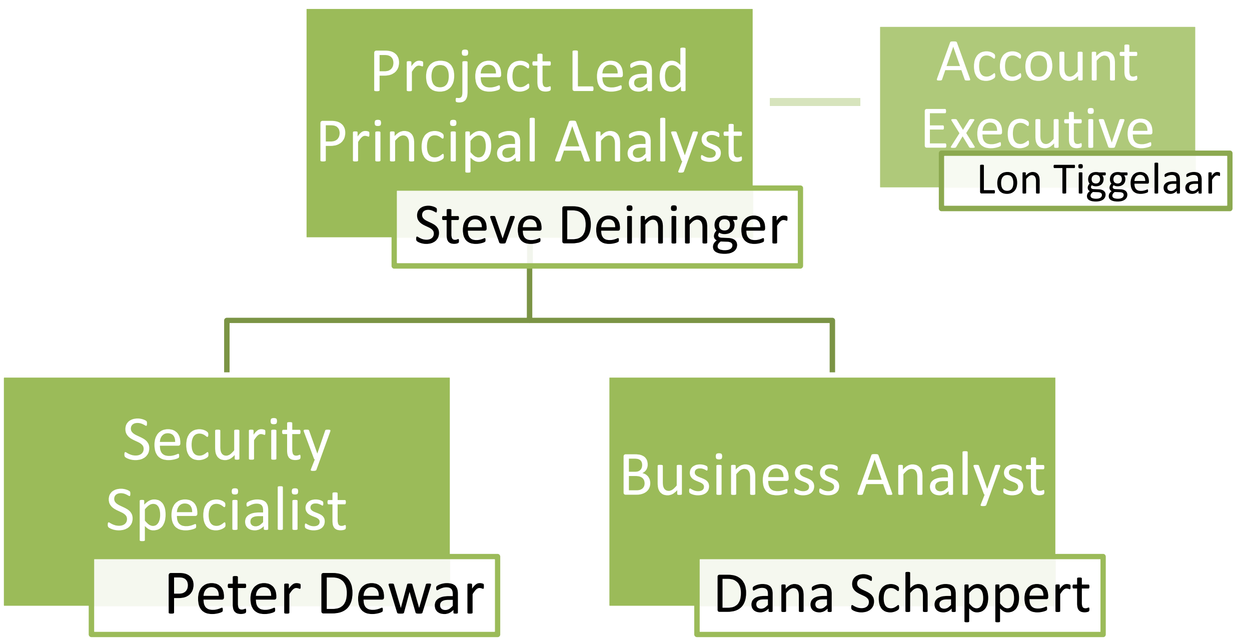


Figure 1 Project Team

Additionally, Lon Tiggelaar will be providing client support as the Account Executive to ensure overall quality of the deliverables.

Linea has completed Exhibit D as requested. Additionally, we have included resumes of all team members below.

Stephen Deininger
Principal Consultant

Steve has over 30 years' experience providing people, process and technology subject matter expertise in the support of Defined Benefit pension, Defined Contribution, Health & Welfare plans and actuarial systems. Steve has worked with over 35 benefit clients in the areas of administration system implementation and service delivery effectiveness/transformation across the complete lifecycle from strategic assessment to post go-live business support. Steve has worked with over a dozen Insurance and Health & Welfare clients and has performed over 20 IT Assessments.

Steve primarily works as a Senior Business/Technical Analyst with administration assessment/enhancement/transformation projects. Specific areas of professional expertise include IT Strategy, Current State Assessments, Member & Employer Self-service, Service Delivery Effectiveness/Transformation, Data Analysis and Analytics.

Prior to joining Linea Solutions, Steve worked on numerous Defined Benefit, Defined Contribution, Health & Welfare and Retiree Payroll projects across a range of industries and geographies. This includes 25 years with the consulting firm Towers Perrin (now Willis Towers Watson) where he was a Principal in the firm's Defined Benefit and Health & Welfare Administration Practice.

Education & Certifications

- B.A. in Econometrics – Wesleyan University
- Certified Scrum Product Owner (CSPO)
- Certified Scrum@Scale Practitioner
- Certified Business Intelligence Professional (Business Analytics) (CBIP-BA)
- Certified Business Process Management Professional (BPMP)
- Currently pursuing Lean Six Sigma Green Belt Certification

Project Experience

Client	Years	Project	Role
Hawaii Employer-Union Health Benefits Trust Fund (HI EUTF)	2019 - Current	System Modernization	**Principal Consultant.** Supporting a multi-year program to replace legacy Health & Welfare system. Assisting with technical assessment, requirements, procurement, and data & technical architecture.

Client	Years	Project	Role
Missouri State Employee Retirement System (MOSERS)	2019 – Current	System Modernization	**Principal Consultant/Project Manager.** Providing project management support and vendor oversight for a multi-year program to replace legacy Defined Benefit and ancillary systems.
Alaska Division of Retirement and Benefits (AK DRB)	2019	System Modernization	**Principal Consultant.** Supporting a multi-year program to replace legacy Defined Benefit, Defined Contribution and Health & Welfare systems. Assisting with technical assessment, requirements, procurement, and data & technical architecture.
South Carolina Public Employee Benefits Authority (PEBA)	2017 – 2019	System Modernization	**Principal Consultant.** Supporting a multi-year program to replace legacy Defined Benefit and Health & Welfare systems. Assisting with technical assessment, requirements, procurement, vendor oversight and data & technical architecture. Project includes an RFQ, RFP and finalist Proof of Concept. Additionally, working with PEBA leadership and the SC Department of Technology Operations to incorporate a government cloud hosting solution as part of the new Benefits Administration System.
British Columbia Pension Corporation (BCPC)	2018 – 2019	System Modernization	**Principal Consultant.** Providing Business Process Architectural design and guidance in support of a multi-year program to replace legacy Defined Benefit and Welfare systems with a custom framework-based solution. Assisting with business process categorization, architectural standards and overall program roadmap.
National IAM (Machinists) Benefit Trust Fund	2018 - Current	Strategic Assessment and Project Stabilization	**Principal Consultant.** Providing a strategic assessment of the fund office's ongoing conversion to a new H&W administration system. Reviewed existing systems, materials, and interviewed key stakeholders. Worked with the fund office executives and leadership to develop recommendations for the IAM-BTF Board to consider. Additionally, provided feedback on regulatory compliance, staff training, and business process effectiveness where further analysis may be appropriate.
International Union of Painters and Allied Trades Office of the General Secretary Treasurer (IUPAT-GST)	2018	Strategic Assessment & Enterprise IT Roadmap	**Principal Consultant.** Provided a strategic assessment of key union-wide systems including Union Membership, the Industry Pension Fund (IPF), the Finishing Trades Institute (FTI), Collective Bargaining Agreements, and Union Organizing. Reviewed existing systems, materials, and interviewed key stakeholders. Worked with the Union executives and leadership to develop recommendations for the Union President, IPF and FTI Boards to consider. Assessment areas included Enterprise IT Governance structure, Enterprise data model/data reporting, Self-Service/Mobile App member/employer/affiliate user experience, and Enterprise IT Risk Management.

Client	Years	Project	Role
International Union of Painters and Allied Trades Industry Pension Fund (IUPAT-IPF)	2016 – 2017	V3 Enhancement	**Principal Consultant/Project Manager.** Provided Business Process Improvement services in the areas of Employer Remittance/Employer Self Service, New Employer on-boarding/training, Member Call Center, Pension Processing, Regulatory Compliance, Reciprocal Service, Actuarial Reporting, Collective Bargaining Agreements, and Employer Delinquency. Additionally, assisted with the implementation of a data analysis/BI program. Specific analytical areas included: Employer Remittance Channel analysis; Member Contact Channel analysis; Member Call Center Service Levels and Workforce analysis & scheduling; and historical and predictive modeling of Reciprocal Service & Reciprocal Service liability.
IUPAT-GST	2016	No Hit List	**Principal Consultant.** Merged and analyzed Union Membership and IPF work history data to identify non-dues paying active members and to predict future “hot spots” that would warrant closer monitoring by local business managers. Led to significant recoup of lost revenue.
IUPAT-IPF	2014 – 2015	Vitech V3 Stabilization	**Principal Consultant/Project Manager.** Supported a multi-year program of Vitech V3 enhancements/defect correction, data clean-up, system rationalization, vendor oversight, training and business process improvement.
IUPAT-IPF	2014	Gap Analysis	**Business Analyst/Technical Analyst.** Documented current state and desired future state. Identified, scoped and prioritized a backlog of system, data, process, and training gaps. Prepared a Stabilization plan.
Financial Services firm	2013	Divestiture of Defined Benefit Outsourcing Business	**Project Manager.** Developed a project plan to divest a Total Retirement Services providers’ Defined Benefit client base to a new third-party administrator in a co-sourced delivery model. Project plan included both the integration of the two firms as well as the detailed migration of the individual client plans.
Healthcare system	2011 – 2013	PAS Implementation	**Principal Consultant/Project Manager/Business Analyst/Technical Analyst.** Assisted a healthcare client to implement the Oracle/PeopleSoft Pension Administration module. Assignment included: project management, vendor oversight, Business Process Improvement, design, documentation, data clean-up/conversion, member self-service, User Acceptance Testing, Custom queries, reports & metrics, training, and post-production support. Also included integration with: in-house HRIS, in-house HR Shared Service Center, trustee & disability carrier systems, and 403(b) service providers.
Specialty Chemical Manufacturer, Cement company, Media company	2000’s	SAP Benefits Implementation	**Project Manager/Business Analyst.** Assisted clients with implementing the Health & Welfare SAP Benefits module. Assignments included: project management, business process modeling, design & documentation, standardization of policy & procedures, employee self-service, open enrollment and user acceptance testing.

Client	Years	Project	Role
Financial Service firm	2000's	GLBA Compliance	**Project Manager/Business Analyst**. Assisted a financial services client to achieve Gramm-Leach-Bliley compliance for their pension administration function. Areas covered included security, data privacy and disaster recovery.
Government Agency	2000's	Self-Service Tune-up	**Business Analyst/Technical Analyst.** Reviewed existing member contact channels and recommended improvements.
HRO Services Provider	2000's	Integrated Service Delivery Model	**Project Manager/Business Analyst/Technical Analyst**. Developed a project plan, process/workflow, and technical integration plan to integrate Defined Benefit, Defined Contribution, Health & Welfare and HRO service delivery.
Mining company, Hospitality Provider, Airlines, Financial Services firm, Telecommunications provider, Government Agencies, Manufacturers, Defense Contractor	1990's 2000's	BAS Implementation	**Project Manager/Business Analyst/Technical Analyst.** Onboarded clients for a Total Retirement/Health & Welfare Services provider. Assignments included: project management, business process modeling, design & documentation, and standardization of policy & procedures. Also included integration with: client HRIS, client call center/shared service center, trustee and Defined Contribution providers, employee self-service, user acceptance testing, and post-production support.
Regional Bank, Universities, Healthcare systems, Media Company, Restaurant Chains, Research Lab, Hospitality	1980's	DB/DC Calculators	**Project Manager/Business Analyst/Technical Analyst/Programmer.** Designed, developed, and implemented custom Defined Benefit and Defined Contribution administrative applications. Assignments included: project management, application design & programming, data clean-up/conversion, user acceptance testing, training, and post-production support. Worked with clients to determine requirements definition, business case development, solution design, and process redesign.

Dana Schappert
Business Analyst

Dana is an insurance and benefits consultant and business analyst. She has nine years' industry experience and has led large public sector planning, business assessments, requirements gathering and implementation support of benefits organization modernization initiatives. She also has deep experience educating clients on technical and business processes in support of organizational change and benefits implementations. She has insurance and benefits process analysis experience, including the redesigning of an entire business units' processes for a department with over 100 staff.

Education & Certifications

- Master of Business Administration, Temple University
- Bachelor of Arts in Economics, Saint Joseph's University
- Licensed Insurance Professional by the state of Pennsylvania
- Certified Organizational Change Management Practitioner by PROSCI

Project Experience

Client	Years	Project	Role
Hawaii Employer-Union Health Benefits Trust Fund (EUTF)	2019	Procurement of Insurance Administration System	Business Analyst. Analyzed and mapped business processes to identify opportunities for optimization in insurance administration system. Developed and validated business functional requirements to determine new system specifications. Evaluated vendors and identified their compatibility with business requirements and goals. Monitored and reported on project progress.
Alaska Division of Retirement and Benefits (AK DRB)	2019	Procurement and Implementation of Insurance and Pension Administration System	Business Analyst. Facilitated workshops to gather business functional requirements. Diagramed business processes to support and prepare for new pension and insurance system implementation. Assessed business rules and functional requirements to determine new system specifications.
University of California Retirement Plan (UCRP)	2018 – 2019	Implementation of Pension Administration System	Business Analyst. Reviewed business rules and requirements to build training materials. Facilitated change management planning and activities. Established business processes for rolling operations go-live and post-production support. Created operational process guides. Evaluated vendor documentation of system functional areas to determine effectiveness of the communications for end users. Documented legacy

Client	Years	Project	Role
			system reporting requirements for translation into new system.
International Association of Machinists and Aerospace Workers (IAMBTF)	2018 – 2019	Risk Assessment of Health and Welfare System Implementation New Health and Welfare System Procurement	**Business Analyst.** Analyzed risks for the recent implementation of new health and welfare administration system to determine system viability for client. Evaluated and documented business processes and functional requirements to identify gaps between business function and system capabilities. Identified and presented solutions to client to stabilize the system and optimize business performance. Created RFP for new benefits administration system. Developed RFP evaluation tools to analyze RFP responses and to support vendor selection.
South Carolina Public Employee Benefit Authority (PEBA)	2018	Procurement and Implementation of Insurance and Pension Administration System	**Business Analyst.** Created user stories to document future state processes and new business workflows. Diagramed business processes to support and prepare for new pension and insurance system implementation. Analyzed business and functional requirements to determine new system specifications. Facilitated meetings with client to understand business needs and priorities.
Creative Benefits, Inc. (TPA)	2016 – 2018	Ancillary Department Reorganization Initiative Electronic Payment Enablement for COBRA Department Account Management Data Integrity and Consolidation Initiative Other various projects	**Business Analyst/Project Manager**. Led and restructured division during company reorganization. Oversaw eight direct reports for ancillary benefits and redesigned team's business processes. Performed operational analysis for enterprise initiatives in support of reorganization. Led cross-functional project team to assess business requirements from different divisions, to create process improvements, and to implement changes in COBRA department. Created process maps and redesign procedures to establish division best practices. Collaborated with senior leadership and internal stakeholders to execute new business processes that expanded technology utilization, designed communication structure and increased data accessibility. Defined roles and responsibilities within division, conducted individual skills assessments, and established career development plans for each team member. Managed new business implementation processes and provided consulting services related to employee benefit benchmarking, employee benefit strategy, and benefit administration to increase client satisfaction. Realigned two software programs and trained end users on new functional procedures. Reconstructed enterprise recruitment and onboarding practices and coached Human Resource leadership on adaptation of new process. Consulted with key accounts and educated senior leadership on employee benefits including Life, Accident, Disability, Worksite and Long-Term Care coverages to

Client	Years	Project	Role
			provide benefit portfolios that satisfied clients' financial and insurance goals.
Cigna Healthcare	2013 – 2016	Voluntary Benefits Support and Procedures Creation Initiative Department Shared Resource Development for Medical Underwriting	Business Analyst/Underwriter. Served as project lead and subject matter expert on interdepartmental projects and directed early career training program. As underwriting lead for voluntary employee benefits project team, developed business strategies and established business processes that facilitated the successful rollout of new insurance products. Directed and trained interdepartmental medical underwriting project team in data collection and analysis of over 6,000 insurance applications. Analyzed risk and managed profit and loss for over 300 clients.
Cigna Healthcare	2010 – 2013	Multiple Initiatives	**Underwriter.** Performed quantitative analysis of employee group and voluntary benefits. Negotiated with sales and third-party business partners on employee benefits pricing. Balanced portfolio with 350 lines of current business and processed new business requests. Presented continuing education courses to insurance producers.

Peter Dewar
Senior Principal Consultant

Peter is a CISSP certified senior strategist with over 25 years of experience in Information Technology and cybersecurity. His expertise spans government, energy, not for profit, and health care sectors. Prior to Linea, Peter spent the last eight years at the District of Columbia Retirement Board (DCRB), providing strategic direction as Chief Technology Officer and Director of Information Technology. The previous 12 years he was President of DataFlow Systems, an Information Technology consulting firm.

Peter has recently implemented a comprehensive cybersecurity program at DCRB culminating with a federally accepted standard for risk management. He has overseen many innovations and technological implementations including: an enterprise master data management system with a focus on member data; a member self-service application with mobile apps; an enterprise service bus standardizing the sharing of information agency-wide; a financial management system that includes requisitioning, budgeting, and an image repository; FileNet and Kofax image capture and storage systems for member documents; and many cybersecurity systems. These cybersecurity systems include: Splunk security information and event management (SEIM); Websense intrusion prevention and detection; Symantec data loss protection; SecretServer privilege account manager; F5 Big IP load-balancers; Cisco ASA firewalls; and many more.

Education & Certifications

- Master of Science, Computer Information Systems, The George Washington University
- Bachelor of Business Administration, Computer Information and Systems Science, University of the District of Columbia
- Senior Executives in State and Local Government Certificate, Harvard University, Kennedy School of Government
- Certificate, Gartner CIO Academy
- Certified Information Systems Security Professional (CISSP)
- Certificate of Achievement in Public Plan Policy (CAPPP) from IFEBP

Project Experience

Client	Years	Project	Role
Sacramento County Employees' Retirement System (SCERS)	2019	SCERS Web Services Security Review	**Cybersecurity and Risk Mitigation Advisor.** Assessed the security controls of self-service applications along with the hosting services and reviewed and discussed risk mitigation gaps. Deliverables were a security assessment report and a network review.
International Association of Painters and Allied Trades - General Secretary Treasurer (IUPAT)	2018	IT Strategy Workshop	**Cybersecurity and Risk Mitigation Advisor.** Held strategic IT workshop for IUPAT Union and Pension Fund IT Department managers and executives to review and discuss risk mitigation gaps to co-develop a strategic roadmap.
District of Columbia Retirement Board (DCRB)	2012 - 2018	Retirement Modernization Program	**Chief Technology Officer.** Envisioned, designed, planned, and implemented a comprehensive crawl, walk, run program to modernize the administration of member benefits and agency operations at DCRB. The program included reclamation and digitization of paper-based member information, establishing employer reporting from the District's HR departments, integration with the Department of the Treasury of the United States, documentation of the 20-member services business processes, development of a feasibility study, an RFI, and an RFP for a comprehensive public pension system.
District of Columbia Retirement Board (DCRB)	2016 - 2018	Federal Information Security Management Act (FISMA) Implementation	**Chief Technology Officer.** Created a strategic vision to align DCRB's cybersecurity program with a federally recognized standard. Created the project team and performed oversight of the procurements and implementation, as well as the successful independent assessment.
District of Columbia Retirement Board (DCRB)	2017 - 2018	DCRB Network Penetration Testing	**Chief Technology Officer.** Engaged Fireeye/Mandiant to perform an intrusive external and internal penetration test of the DCRB network, detecting and identifying vulnerabilities and improvement opportunities.
District of Columbia Retirement Board (DCRB)	2017	Cybersecurity Plan of Action and Milestones (PoAM)	**Chief Technology Officer.** Crafted and successfully implemented a series of programs and processes to mitigate cybersecurity risks uncovered during independent assessment and penetration testing.
District of Columbia Retirement Board (DCRB)	2016 - 2017	Security Information and Event Management (SIEM) System	**Chief Technology Officer.** Led the effort to procure and implement the Splunk SIEM application. This was done to quickly correlate, identify, and respond to cybersecurity events occurring across 500 servers, appliances, and devices, utilizing artificial intelligence and analytics.

Client	Years	Project	Role
District of Columbia Retirement Board (DCRB)	2016 - 2018	Secure Network Implementation	**Chief Technology Officer.** Architected and directed the implementation of an air-gapped, firewalled secure network, to house member PII. This high security network, which is separate from the general support network, required special access privileges, which were monitored and recorded.
District of Columbia Retirement Board (DCRB)	2014	Privileged Account Management System	**Chief Technology Officer.** Directed the implementation of the SecretServer privileged account management tool. This protects administrator and system accounts, while allowing authorized staff and contractors access to systems securely. This is also while logging, monitoring and recording activity for auditing purposes.
District of Columbia Retirement Board (DCRB)	2016	Data Loss Prevention (DLP) System	**Chief Technology Officer.** Initiated and led the implementation of a Symantec DLP system. This system categorized and identified protected information and applied policies that prevented that data from being stored, copied, or placed in unsecure or unauthorized places or devices.
District of Columbia Retirement Board (DCRB)	2014 - 2018	Master Data Management (MDM) System	**Chief Technology Officer.** Architected and directed the implementation of an Informatica MDM that acts as the "golden" record of pension plan member data. This project consolidated the spread of member data across the agency, creating a single source of truth.
District of Columbia Retirement Board (DCRB)	2014 - 2018	Enterprise Service Bus (ESB)	**Chief Technology Officer.** Architected and directed the implementation of an Oracle ESB, utilizing a service-oriented architecture for applications to communicate with each other. This utilizes webservices rather than direct interfaces, creating the environment for hybrid cloud and on-premise operations.
District of Columbia Retirement Board (DCRB)	2014 - 2018	Enterprise Data Quality (EDQ)	**Chief Technology Officer.** Architected and directed the implementation of an Informatica EDQ that checks the integrity of member data prior to acceptance into MDM.
District of Columbia Retirement Board (DCRB)	2016 - 2018	Member Self Service Application	**Chief Technology Officer.** Envisioned, architected, and directed the development of member self-service and administration applications. Implemented as a member facing web application, and as two mobile applications each for the Apple iOS and Google Android platforms respectively. The member self-service application is supported by an administration application that allows DCRB's member services teams visibility into the user experience, lending support where necessary.
District of Columbia Retirement Board (DCRB)	2017	Business Intelligence System	**Chief Technology Officer.** Acquired and directed the implementation of Tableau, an enterprise business intelligence system, creating dashboards reporting on projects, procurement, and incident statuses.

Client	Years	Project	Role
District of Columbia Retirement Board (DCRB)	2012 – 2015	Data Reclamation Project	**Director of Information Technology.** Managed the performance of a gap analysis of the District of Columbia's PeopleSoft payroll system and digitized paper-based member information. The project required collaboration with four district agencies, recovering thousands of police officers', firefighters', and teachers' records.
District of Columbia Retirement Board (DCRB)	2011	Financial Management System	**Director of Information Technology**. Project Manager on the implementation of Microsoft Dynamics GP financial management system that included a general ledger, accounts payable, requisitioning, imaging, budgeting, and reporting applications.
District of Columbia Retirement Board (DCRB)	2011	Investment Management System	**Director of Information Technology**. Led the implementation of the Tamale investment management system, allowing DCRB to better manage the relationships with investment managers. The system was integrated with State Street and Northern Trust custodial banks, receiving daily investment positions, and monthly fund performance data. This was integrated into mobile executive dashboards, available on iPads to the board of trustees and executive leadership of the agency.
District of Columbia Retirement Board (DCRB)	2010	SharePoint & ProjectServer Projects	**Director of Information Technology**. Led the procurement and implementation of the Microsoft SharePoint and ProjectServer products, creating the agency's first intranet and more importantly developing an enterprise project management capability at the agency.
DataFlow Systems, LLC	2006 - 2009	Patient Management System Implementation	**President**. Implemented a patient management system, cybersecurity capabilities and practices, along with a wide area network, for a six-location international medical services provider.
DataFlow Systems, LLC	2004 - 2006	Various Client Projects	**President**. Implemented cybersecurity and network management solutions for various clients to include firewalls, enterprise switches, routers, email encryption, and server & network services.
DataFlow Systems, LLC	1997 - 2003	Project Office Implementation and Management	**President**. Created and managed a project office for a major electric utility in the Washington DC region. Led the organization through preparation for the Year 2000 event, remediating a customer service and rate management system. Also provided oversight for the implementation of a financial management system, a work management system, and a geographical information system.

Lon Tiggelaar
Senior Principal Consultant

Lon has performed as a project director, project manager, and implementation leader for multiple public benefit and insurance initiatives, with a focus and expertise in health benefits, pension, and workers' compensation programs. Lon has managed system planning and business process improvement projects, requirements and procurement initiatives, and all phases of benefit administration system implementation projects. Lon has over 20 years of experience working on public retirement and health benefits/insurance projects. Lon has been in a leadership role for over a dozen state-wide benefit administration system projects supporting wide-spanning programs including defined benefit/defined contribution pension, health benefits, and employee/supplemental insurance. Lon's clients have been statewide public retirement and benefit systems, as well as multiemployer union plans. Lon is a former Board Member and Trustee of the Sioux Falls City Employee's Retirement System and is a member of the Project Management Institute (PMI).

Education

- South Dakota State University, Commercial Economic and Computer Science (minor) with Highest Honor

Project Experience

Client	Years	Project	Role
Hawaii Employer-Union Health Benefits Trust Fund	2019	Benefit Administration Procurement	**Account Executive, Project Advisor**. Provided industry best practice and administration system vendor/product expertise. Responsible for ongoing customer satisfaction. Provided overall administrative and contract support.
State of Alaska Department of Retirement and Benefits	2019 - current	Benefit Administration System Modernization	**Account Executive, Project Advisor**. Provided industry best practice and administration system vendor/product expertise. Responsible for ongoing customer satisfaction. Provided overall administrative and contract support.
Washington State Labor and Industries (Workers' Compensation)	2017 – current	Insurance Requirements Definition and Procurement Support	**Account Executive, Project Advisor.** Provided industry best practice and administration system vendor/product expertise. Responsible for ongoing customer satisfaction. Provided overall administrative and contract support.

Client	Years	Project	Role
South Carolina Public Employee Benefit Authority	2017-current	Health Care, Insurance, and Pension Requirements Definition and Procurement Support	**Account Executive, Project Advisor**. Provided industry best practice and administration system vendor/product expertise. Responsible for ongoing customer satisfaction. Provided overall administrative and contract support.
South Carolina Public Employee Benefit Authority	2015 - 2016	Operational Assessment and Feasibility Study	**Project Director**. Managed an insurance and pension benefit program operational assessment. Reviewed and documented current operations, as well as designed future-state business processes, system architecture, and the client's organization. Led the As-Is and To-Be process design activities, while integrating industry best practices. Created a feasibility study, new admin system project roadmap and integrated project plan.
Sioux Falls City Employee's Retirement System	2014 - 2018	Board Member and Trustee	**Board Member, Trustee.** Provided advice, fiduciary oversight, and strategic direction on the Fund's pension and health benefit plans.
International Union of Painters and Allied Trades Pension Fund	2014 - 2015	Core Administration System Planning, Enhancement, and Business Transformation Project	**Project Director.** Managed strategy, planning, and implementation of a multi-faceted pension business transformation project. Created a project roadmap and integrated project plan, guided the pension implementation vendor enhancements, and managed client user acceptance testing.
Green Capital, LLC	2007 - 2014	Private Equity Investment Due Diligence and Project Implementation	**Development Director, Project Manager**. Led technology product & project due diligence analysis activities, negotiated and managed partner & implementation vendor contracts, oversaw onsite technical project deployment, and managed client & partner relationships.
Ohio STRS Ohio PERS Nebraska PERS Indiana PERF Michigan ORB Milwaukee ERS Oregon PERS Indiana TRF Maryland SRA Nevada PERS ERS Rhode Island	2000 - 2007	Public Retirement and Benefit Program Leadership	**Practice Leader, Project Director, Advisor**. Managed and was responsible for project team execution across multiple statewide public retirement system implementation projects. Oversaw strategy, project execution, contracts, partnerships, and client satisfaction on these multi-million-dollar projects. Project scope included system planning and requirements analysis through system implementation and postproduction support. The focus of each project varied and included technical architecture selection & implementation, web-based administration system implementation, data conversion & data exchange with external partners, and integration of third-party software. Many of these projects required the coordination and management of remote and sometimes offshore resources.

Client	Years	Project	Role
California Public Employees Retirement System (CalPers)	1997 - 2000	Health Benefit and Insurance Enrollment and Eligibility System	**Project Director.** Managed the requirements, design, and implementation of a 10+ million-dollar health benefits and insurance enrollment and eligibility system for California public employees, retirees, and dependents. Responsible for all phases and activities of this multi-year system development project. The project required significant integration and data exchange with existing CalPers' internal systems, external healthcare partners, and other state agency systems.
Ohio State Teachers Retirement System	1990 - 1996	Public Retirement and Retiree Health Benefit System	**Project Director, Project Manager**. Managed the requirements, design, and implementation phases of a Pension Administration and Retiree Health Benefit system. Responsible for the development and delivery of all functional requirements, data conversion, user acceptance testing support, and post-implementation production support. Led project resources that included consultants, retirement system staff, and minority vendor staff.
Mutual of Omaha Insurance Company	1984 - 1990	Insurance System Implementatio n	**Team Leader, Application Developer**. Led and programmed new system applications focused on insurance product profitability, actuarial, and corporate accounting systems.

3.1.1.6 Vendor Independence

The Bidder should be completely independent from, and not have any affiliation, partnership, or agreement with any vendors recommended per their review.

Linea has no affiliations, partnerships, or agreements with any vendors eligible for providing systems or solutions for PEIA.

3.1.1.7 Financial Interest

The Bidder is not permitted to have any financial interest in solutions resulting from this solicitation.

3.1.1.7.1 Financial interest includes any level or design of ownership in the solution, the employment of personnel for solution, the contracting of personnel for the solution, the sale of intellectual property to the solution, or any other arrangement creating a business advantage, gain or goodwill for the bidder.

Linea has no financial interest in any solutions that could result from a solicitation.

3.1.1.8 Conflicts of Interest

If you are submitting a proposal to this RFQ and there are relationships with any potential conflict of interest, the Bidder must provide full disclosure.

Linea has no relationships with any parties that would represent a conflict of interest for the work being requested.

3.1.1.9 Business Associate Agreement

PEIA is a Covered Entity as defined by 45 CFR 160.103. The Bidder, in performing an Administrative function on behalf of the Covered Entity, would be considered a Business Associate as defined by 45 CFR 160.103, 164.502(e), 164.504(e), and 164.532(d) and (e) of the Health Insurance Portability and Accountability Act of 1996 (HIPAA) and, as such would be required to sign the West Virginia Executive Branch Business Associate Agreement. The Business Associate Agreement shall be communicated to any and/or all subcontractors who may perform any of the Scope of Work on this procurement. The Appendix A for the Business Associate Agreement will be completed with the successful Bidder(s).

Linea understands as a Bidder it is also considered a Business Associate as defined by 45 CFR 160.103, 164.502(e), 164.504(e), and 164.532(d) and (e) of the Health Insurance Portability and Accountability Act of 1996 (HIPAA) and will completed Appendix A for the West Virginia Executive Branch Business Associate Agreement as requested should Linea become the successful bidder.

3.1.1.10 Confidentiality Agreement

The Successful Bidder(s) and their agent(s) shall be required to sign the West Virginia Office of Technology Vendor Confidentiality Agreement and the West Virginia Executive Branch Confidentiality Agreement prior to award of the contract.

If successful, Linea agrees to sign the West Virginia Office of Technology Vendor Confidentiality Agreement and the West Virginia Executive Branch Confidentiality Agreement as requested.

3.1.1.11 Subcontractors

The Bidder(s) must identify any and/or all subcontractors (Exhibit E) who will or may perform any of the Scope of Work on this procurement including name(s) and contact person(s) in their response to this RFQ.

Linea does not plan to use subcontractors on this engagement.

3.1.1.12 Proprietary Information

Any and/or all IT infrastructure, network, network security, and/or other system(s) integration information shared by the PEIA to or with the Bidder(s) shall be considered confidential, proprietary, and/or otherwise not subject to any further disclosure and/or release. Such information shall be considered the sole property of the State of West Virginia and shall not be subject to release under the Freedom of Information Act as defined by WV Code §29B-I.

Linea agrees to hold any and/or all PEIA IT infrastructure, network, network security, and/or other system(s) integration information as confidential and proprietary and will not disclose or release such information.

3.1.1.13 References

The Bidder must provide three (3) references from previous customers that have utilized the Bidder to consult on a similar scope. See attached Reference spreadsheet, Exhibit C.

Linea has completed Exhibit C and has included our three references with this proposal as well.

State of South Carolina Public Employee Benefit Authority (PEBA)

Company Name	State of South Carolina Public Employee Benefit Authority (PEBA)
Company Address	202 Arbor Lake Drive, Columbia, SC 29223
Contact Person Name	Ms. Lisa Phipps
Title	Operational Research & Development Director
Phone	(803) 737-6800
Email	LPhipps@peba.sc.gov
Reference Project Summary	The South Carolina Public Employee Benefit Authority (PEBA) was created July 1, 2012, by the South Carolina General Assembly as part of Act No. 278. PEBA is a state agency responsible for the administration and management of the state's employee insurance programs and retirement systems. PEBA has approximately 552,000 members and a market asset value of nearly 30 billion dollars. PEBA administers five defined benefit plans, one defined contribution plan, and one deferred compensation program. Linea Solutions was contracted by PEBA to do a business process and operational system assessment. The study included As-Is processes analysis, architectural evaluation, organizational analysis, SWOT analysis, a To-Be processes analysis, and a high-level IT modernization roadmap. In 2017, Linea was hired to assist PEBA with the procurement and implementation of a PAS system.
Reference Project Dates	Current project: 2014 – present

Public Employees Retirement Association of New Mexico

Company Name	Public Employees Retirement Association of New Mexico
Company Address	33 Plaza La Prensa, Santa Fe, NM 87507

Company Name	Public Employees Retirement Association of New Mexico
Contact Person Name	Greg Trujillo
Title	Deputy Director
Phone	(505) 476-9303
Email	Greg.trujillo@state.nm.us
Reference Project Summary	Linea was hired by PERA to conduct an options analysis and then to subsequently manage a multi-year modernization project. Linea's role encompassed project management and oversight, vendor management, data remediation, governance, and business process improvement. Linea conducted an analysis of PERA's legacy system and recommended a system enhancement project instead of the riskier and more costly entire system replacement option. Linea has provided strategic and budgeting advice, organized vendors and provided resources for project management and business analysis as needed.
Reference Project Start Dates	June 2015 – December 2018

State of Alaska Department of Retirement and Benefits

Company Name	State of Alaska Department of Retirement and Benefits (DRB)
Company Address	333 Willoughby Ave, Ste 801, Juneau, AK 99801
Contact Person Name	Ajay Desai
Title	Division Director OMB
Phone	907-465-4471
Email	ajay.desai@alaska.gov
Reference Project Summary	Linea was hired by the State of Alaska to perform a system assessment, options analysis, requirements gathering, procurement, and implementation support for Alaska's modernization efforts of their retirement and benefits administration systems. Linea has completed the RFP process and is currently assisting with the procurement and vendor selection process.
Reference Project Dates	January 2019 - Current

3.1.1.14 State Purchasing Executed Agreement Addendum

This bid is being accomplished through the State Purchasing Division. State Purchasing concepts will apply. The Bidder providing the quotes should generally comply with state contracting requirements outlined at: http://www.state.wv.us/admin/purchase/Handbook/default.html

The Bidder must submit an executed Agreement Addendum, Form WV-96, found here: https://www.wvhepc.org/resources/RFB-RFP/RFP_17146_CTCS_Website/Exhibit_C.pdf

By submitting a quote in response to this RFQ, the Vendor must agree to sign the West Virginia State Government HIPAA Business Associate Addendum attached to this RFQ and viewable at: http://www.state.wv.us/admin/purchase/vrc/WvBaaAgEffectiveJun2013.pdf

The PEIA will provide a detail Appendix A upon contract award.

Linea has completed the Agreement Addendum, Form WV-96 and West Virginia State Government HIPAA Business Associate Addendum.

3.1.1.15 Completed Attachments

The Bidder must complete the attachments and forms in all links in this RFQ. Failure to complete in its entirety will result in disqualification.

Linea has completed all attachments and forms identified in the RFQ.

3.1.1.16 Non-Disclosure Agreement

A signed Non-Disclosure Agreement (NDA) will be required prior to receiving the details of PEIA operating systems at the mandatory pre-bid meeting. The Bidder should be prepared to sign the NDA at the pre-bid meeting if the Bidder wishes to incorporate the information into their bid.

Linea signed and submitted the Non-Disclosure Agreement requested before participating in the pre-bid meeting.

3.1.1.17 Pricing

The bid proposal will be awarded on a fixed fee contract basis. See Exhibit A - Pricing Page.

Linea has completed Exhibit A-Pricing page as requested.

3.1.1.18 IT Experience

This RFQ, any bid proposals, and any resulting contract is subject to public disclosure under the West Virginia Freedom of Information Act ("FOIA"). Accordingly, if the Bidder considers any part of its bid proposal to contain trade secret information exempt from disclosure under FOIA then the Bidder must provide a second, redacted copy of its bid proposal in conjunction with the original bid proposal. See, W. Va. Code § 29B-1-4(a)(l) here:

http://www. wvlegislature. gov /WVCOD E/ChapterEntire.cfm?chap =29B&art= 1&section=4#01

Bidder(s) shall assume any and/or all response for the defense of the non-release of the Bid submission(s) under the FOIA statute(s). The PEIA assumes no liability for defending any release under FOIA.

See also, W. Va. Code§ 47-22-I(d) here:
http://www.wvlegislature.gov/WVCODE/ChapterEntire.cfm?chap =4 7 &art=22&section= I #22#22

Linea considers the methodology and work samples from this bid to be trade secret information and has included a redacted version of this response for use with any FOIA requests in which all trade secret data has been removed from the response.

3.1.2 Scope of Work

Consultant Services to perform an operations and IT environment review and provide recommendations to replace or modify current systems.

Methodology Overview

Linea's IT assessment methodology very closely aligns with the requirements outlined by PEIA in the scope of services. Figure 2 outlines the steps we follow.

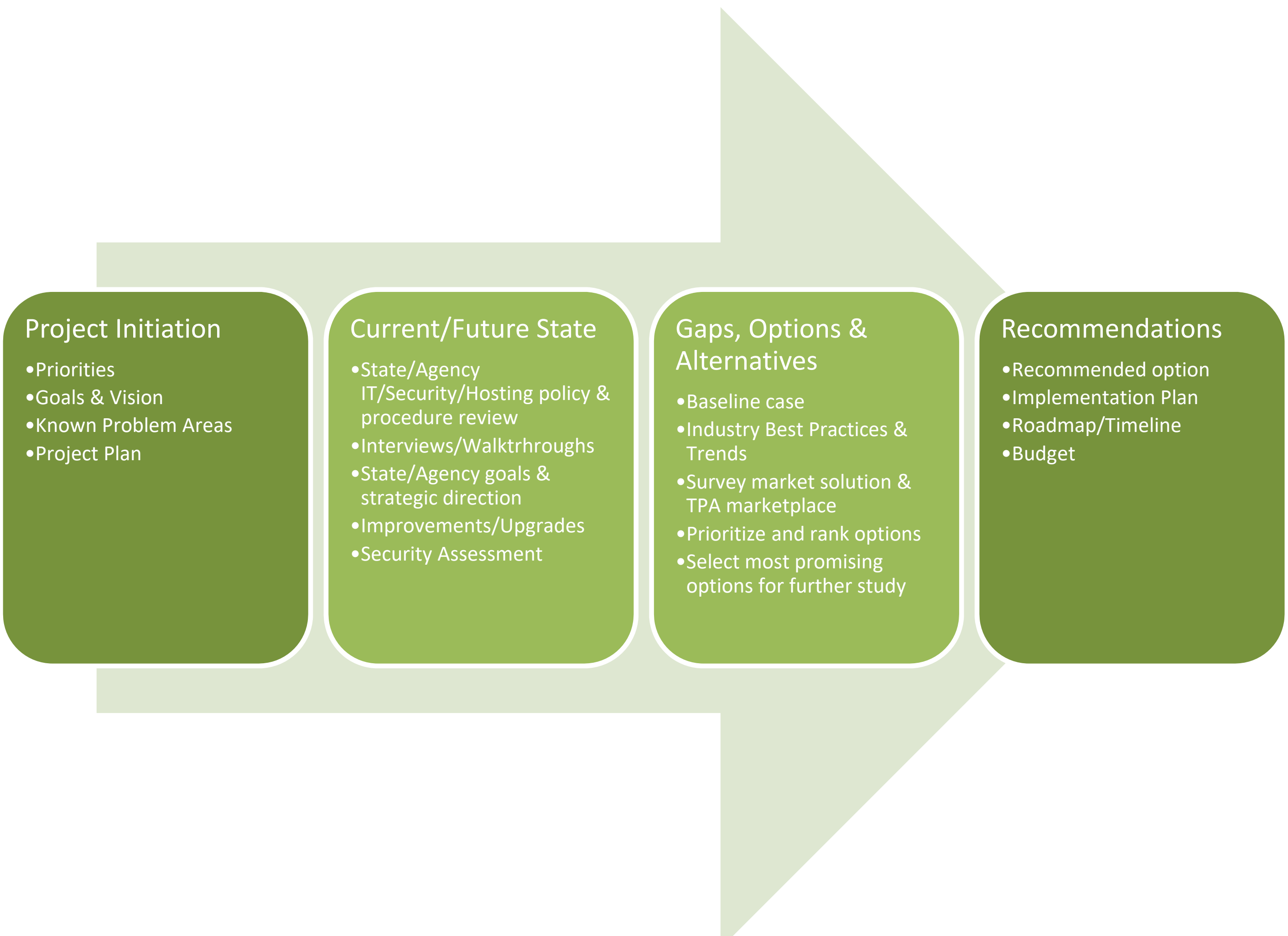


Figure 2 PEIA Assessment Steps

3.1.2.1 PEIA Systems and Operations Evaluation

The successful Bidder shall obtain a complete understanding of the functional requirements of PEIA'S s operations, the processes IT systems perform and how they interface with internal and external systems, external agencies, policyholders and internal employees. The Bidder shall also consider the current IT costs and IT development and maintenance processes in performing its review of current operations

The Bidder shall evaluate the information obtained and review existing technologies that perform eligibility-based billing, accounting and financial reporting, web-based billing and enrollment services, CRM services, image management systems and any other software as necessary. Bidder should conduct this review with the understanding PEIA is seeking a solution that will provide:

3.1.2.1.1 Cost efficiency in development, implementation and maintenance.
3.1.2.1.2 Sufficient processing capability to properly administer the PEIA plan.
3.1.2.1.3 Minimal levels of disparate systems requiring less integration, program languages, applications and personnel to support them.
3.1.2.1.4 Tremendous flexibility for its unique eligibility and premium billing requirements.
3.1.2.1.5 Versatile configuration capabilities to reduce software customization.
3.1.2.1.6 Strong security and data integrity safeguards.
3.1.2.1.7 User friendly system interfaces for swift customer issue resolution.
3.1.2.1.8 Secure data storage options.

1. Project Initiation

The project initiation and high-level planning allows us to work with PEIA's senior leadership to understand foundational issues that will in turn guide the project. It gives our consultants context and perspective on what is most important to PEIA. During this assessment we focus on the following:

Priorities	Goals & Vision	Known pain points	Project planning

The following is an example of some of the detail we typically review:

- Which peer systems resemble PEIA most closely
- What makes PEIA unique and how that would impact possible options
- The elements of PEIA that Executives feel will likely change the most as a result of this project
- Key PEIA staff and their focus areas in support of the project
- Solidify the timeframe of the project and make known any key Board, Stakeholder, or other milestones

- The degree to which the project and the options/recommendations may impact PEIA people, process or technology

During this phase, we will confirm scope and update the project plan.

2. Current State/Future State Discovery & Analysis

The purpose of current/future state analysis is to build a graphic depiction of both how each fundamental entity acts today as well as a depiction of any necessary or desired future functionality.

Current State

We perform this activity by reviewing and interviewing:

- **Current Documentation** – All formal and informal documents describing processes, systems, data, and resourcing. This includes a review of State and/or Agency IT policy and procedures.
- **Staff Interviews** – This is performed for all entities and includes executive sponsor interviews, process owner interviews, user interviews, or any other SMEs who may be able to provide input.
- **Walkthroughs** – These are “deep dive” sessions either by operational focus (e.g. Eligibility)/computer system or by IT subject vertical (e.g. security or hosting). Walkthrough areas would include:
  - general business/operations
  - individual computer systems
  - key functional/plan provision & business rules
  - infrastructure & hosting
  - security/data privacy/data protection
  - data & key data flows between PEIA systems and external entities
  - IT staffing, development & expenditures
- **Our Own Observations** – This includes any additional information we observe from activity on site, walkthroughs of applications, staff interactions, as well as what we consider industry best practices and what we are seeing at other benefit administration clients.

The result of these reviews is a set of documents, including:

- Process inventory
- Architecture diagrams and topology (including hardware)
- Inventory of software applications
- High-level data flow charts
- Current resourcing plan
- Organization charts

- High-level Security Assessment Report

Future State

All our previous steps are essentially a preparation for the future state analysis. During this step, our consultants work with client staff to develop a future state based on the needs of the business and trends in the group insurance industry. We will help guide PEIA toward a future state that is achievable within the organizational culture, that is realistically possible using the direction technology is headed, and one that remains durable for years to come.

Some important questions to guide the future state vision include:

- Can the future state be implemented incrementally vs. a big bang?
- Does the future state design protect against technology obsolescence?
- Is the future state solution flexible enough to address changes in the insurance industry (e.g. new plans, legislative changes, funding issues, etc.)?
- How much organizational change will be required to transition PEIA from the current state to the future state?
- How does PEIA protect against evolving cyber threats?

Security & Cybersecurity Assessment

Part of the Discovery and Analysis stage includes a security assessment, including cybersecurity, to determine PEIA's current most critical risks and vulnerabilities to be addressed for any future state. This process focuses more on implementing sound security standards and integrating them in the proposed system at the time of design, architecture, and implementation, rather than retroactively. For example, these are the areas we focus on:

- Does the organization need to comply with federal, state, or local jurisdictional security policies?
- What level of risk management is the system classification; Low, Medium, or High?
- What are the current known vulnerabilities of the legacy ecosystem?
- What security incidents have occurred or have been avoided?
- What type of cybersecurity standards does PEIA prefer?

Cybersecurity seeks to protect confidentiality, integrity, and availability of data and the information systems in which they reside. If confidentiality fails, negative consequences are experienced by members and fraud could be perpetrated against PEIA. The failure of integrity reduces the trust factor of the information being processed, data could be changed, and the incorrect benefits could be provided. The failure of availability of data prevents PEIA from providing the services that are required to members.

To fully assess security and cybersecurity risks, Linea utilizes the National Institute of Standards and Technology (NIST) guidelines for framing the controls that the PEIA's future system will be required to adhere to. These include:

Table 5 Key Security Controls

ID	Control	What we do
AC	Access Controls	We will determine how access to PEIA's system is limited, how authorized users and processes are determined, and what types of transactions are performed.
AT	Awareness and Training	The training that users of the system receive will be required, to ensure that it includes the policies and procedures that the organization must comply with. The users of the systems will be tested on their understanding of the requirements. We will determine the completeness of the training and report if personnel are adequately trained.
AU	Audit and Accountability	The capture and maintenance of systems logs will be required to determine if the appropriate forensics can be performed to monitor and investigate unauthorized or inappropriate access.
CA	Certification, Accreditation, and Security Assessments	The procedures that authorize the operation of the current PEIA legacy systems will be specified, to ensure that effective controls are implemented. These controls will be designed to prevent deficiencies and reduce vulnerabilities before the system is placed in operation. Additionally, the continuous monitoring of the controls on an ongoing basis will be defined.
CM	Configuration and Change Management	The vendor's ability to baseline and manage changes to the current legacy system is required, to determine if there are controls in place that are necessary to prevent changes without the appropriate approvals by the key stakeholders.
CP	Contingency Plan	The vendor's ability to recover from a failure, including backup, storage and recovery procedures is determined, and the plans for an emergency response is reviewed.
IA	Identification and Authentication	We will specify the processes used to identify users, processes acting on behalf of users, or devices. We will also specify how the authentication of the identities of those users, processes, or devices, occur as a prerequisite to allowing access to organizational information systems within PEIA's system.
MA	Maintenance	The vendor will be required to identify the processes used to perform periodic maintenance including application of security patches to ensure that this done appropriately, and on a regularly scheduled basis.
PE	Physical and Environmental Protection	For a vendor-hosted solution, Linea will require the vendor to demonstrate how it implements access controls and limits physical access to their systems. We will seek to understand the chain of command procedures that are followed to gain physical access to the computing environment and ensure corrective action is made to weaknesses in the approach.
SC	System and Communications Protection	We will require the vendor to monitor, control, and protect communications and interfaces from the PEIA system to other systems.
SI	System and Information Integrity	Linea will require the vendor to identify, report, and correct cybersecurity flaws in a timely manner, and to provide protection from malicious code.

While Linea will review all the above security controls at a high level, we will perform deep-dive analysis on the most vulnerable risks based on initial SME interviews and a review of PEIA's documentation and security policies.

Linea will produce a Security Assessment Report (SAR) based on the finding in the assessment process. The report includes a review of the management, operational, and technical implementation of security controls, and will identify weaknesses associated with any security controls or if any are missing in their entirety or not implemented correctly. This report will provide an assessment of the risks associated with the findings, and their impact to your information systems and your organization. This is a called a **risk rating**. Furthermore, the report evaluates existing countermeasures and safeguards, and provides recommendations for cost-effective solutions necessary to mitigate the identified risks.

Risk Rating
For each identified weakness or threat, we will evaluate its likelihood of occurring (low, medium, high) along with the level of impact, should the threat occur. These two factors are combined into a risk rating score to determine the severity of the risk. The report includes a heat map of all risks rated.

Likelihood * Impact = Risk Rating

3. Gap Analysis, Options & Alternatives

Having analyzed all fundamental entities, we will compile and prioritize the gaps and pain points that were noted. We use a simple three-level system: critical gaps, important gaps, and nice-to-haves. We use this prioritization to determine areas that must be fixed as opposed to areas that may not be ideal but still work well enough to function. We will use this analysis to guide discussion on what needs to be improved and how to go about doing it.

Deep Dive on Key Pain Points

Once gaps have been prioritized, we generally focus on the critical gaps. Typically, a thorough investigation (“Deep Dive”) is required to understand both the problems and nuances of the gap. This analysis prepares us to consider the viable options to resolve the gap from both a holistic and detailed point of view.

Once we have an order of precedent for critical gaps and pain points, we proceed to look at a variety of options to best resolve the issues. The pros and cons of each option must be analyzed to ultimately determine which option has the greatest benefit, and which ones would make acceptable alternatives. This analysis is enhanced through our knowledge of best practices, industry trends, and the solution marketplace.

Best Practices

Based on our past experience, knowledge gained from industry conferences, our library of requirements, and focused research in technology, Linea has gathered a comprehensive set of best practices. We use these best practices as comparative points to determine if or how improvements can be made.

Industry Trends/Solution Marketplace

Industry trends include recent and emerging solutions, processes, applications, and technologies that our industry is adapting or may adopt. It is not usually necessary to walk up to the bleeding edge of every available technology, but it can be useful to understand what future changes are likely to occur in the next 5 to 10 years. Some industry trends that are making headway in the insurance industry include:

- Mobile
- Straight-through processing
- Cybersecurity intrusion monitoring and prevention
- Cloud hosting
- Software as a Service (SaaS)
- Business intelligence
- Campaign management

Emerging trends that have not yet seen much adoption within the insurance industry, but are being implemented by early adopters, include:

- Artificial Intelligence (within insurance, a key area of A.I. use is in automated call-center response)
- Blockchain applications

Linea has extensive experience in the group insurance marketplace for both solutions and third-party services. We will use this knowledge to help focus the assessment on the most promising options. The marketplace review would cover:

- Comprehensive (combined eligibility, premium billing, financial, CRM, web portal & imaging) COTS or SaaS products
- Point solution (e.g. CRM) solutions
- Third-party services, either full or partial outsourcing
- Hosting options
- Commercial options

Alternatives

There are often many different methods, systems, applications, or solutions available that match a client’s needs. While Linea and the client will usually identify a best option for each process, application, or strategy, it is beneficial to look at alternatives which can be used based on later discussions about scope, budget, resources, or other external factors. We do provide comparisons, and our industry knowledge allows us to quickly provide useful information on potential solutions.

Of importance when researching alternatives: it is not always optimal to think in terms of a “first,” “second,” or “third” best solution, but to think in terms of the best option for each of several different strategies. For instance, is the best on-premise system as good as the best cloud-based system? Is it essential to go to all electronic transactions vs. checks and letters? These are the kinds of questions we will consider.

3.1.2.2 Development and Delivery of Solution

The Bidder shall, based on the information obtained during the review, present all the information from item 3 .1.2.1 to PEIA with recommendations to modify or replace current IT systems. The recommendation shall include the estimated costs to allow PEIA to make an informed review and decision on the future of its IT environment. Bidder will provide recommendations that could result in:

3.1.2.2.1 A full system replacement with a single application with various functional modules that provide all operational requirements.
3.1.2.2.2 A full system replacement with multiple applications with distinct roles that provide all operational requirements. (However, please be mindful PEIA would like the new IT environment to reduce the number of disparate platforms, program languages and system interfaces currently required in PEIA’Ss operations.)
3.1.2.2.3 A partial system replacement leveraging existing technology and adding other modules of the same language, type or software to fulfill all operational requirements.
3.1.2.2.4 No system replacement and the adoption of a third-party service organization that provides all operational requirements.
3.1.2.2.5 A partial system replacement and the adoption of a third-party service organization that provides some of the operational requirements.
3.1.2.2.6 No system replacement and modifications to improve the current system.
3.1.2.2.7 A combination of all the above.

4. Recommendations

Finally, Linea uses the all the accumulated planning and analysis to build a recommendation to get to the future state. The purpose of this step is for Linea to integrate future decisions, the implementation approach, project responsibilities, and all project information into an actionable plan. Additionally, a key component of this step is the creation of a roadmap/timeline, which is the definition and sequencing of a series of potential projects that will accomplish the future state. We will work with staff to develop project scope statements, initial resourcing and budget recommendations, and a project timeline.

For each project in the roadmap, Linea will analyze and document in the method shown in Figure 3.

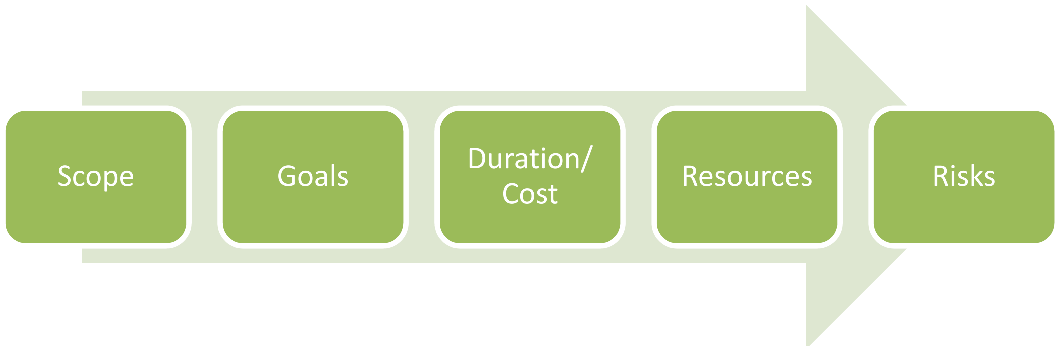


Figure 3 Roadmap Project Analysis Process

Scope. The scope of each project defines what the project work stream is intended to do at a high level. This includes a timeline as well as key milestones.

Goals/Benefits. The project goals are defined as the major drivers for the project. The benefits are the improved systems, processes, and member services that will occur when each future project is completed.

Duration/Cost. Duration and cost estimates will be derived based on industry trends and the track record of similar projects at other systems. We will provide a low and high range for both.

Resources. For each project, we will discuss the approximate numbers of staff members needed and backfill needs of current business areas.

Risks. We will discuss the common risks for each project and mitigation strategies for them.

Once each project is defined and discussed, we will sequence the projects. This sequence will be designed to make best use of the PEIA's resources and to ensure that the projects build upon one another.

5. Project Closeout

The culmination of the analysis and recommendations from the previous four stages is the final report which will include the following:

- Current State Assessment
- Summary of Desired Future State
- Security Assessment Report
- Gap Identification and Analysis
- Summary and ranking of the “universe of possible options,” including the analysis leading to the selection of the 3-4 most promising options
- Detailed report on the alternatives investigated, but not recommended
- **Detailed recommendation including implementation plan, roadmap and pro forma budget**

As part of our project plan, Linea has allotted time for PEIA to review the draft deliverable and two iterations of the report based on stakeholder feedback.

Additionally, Linea will work with PEIA Executives in communicating the outcome of the project with the Board and/or Stakeholder group.

Work Samples

Linea has decided to include example screenshots of the type of work we do on similar projects. While these samples are similar in concept, note that these are included to illustrate Linea's type of work and do not represent specific deliverables or project scope for this initiative.

Operational Needs Assessment

REDACTED	REDACTED	
	Project: PAS Assessment and Requirements	
	Document: Current Technology Assessment	

Current Technology Assessment

1 Executive Summary

On October 20, 2015, REDACTED initiated the Assessment Phase of its Information Technology Systems (ITS) initiative. Linea Solutions conducted this assessment, and reports the following findings and recommendations.

1.1 Primary Findings

1. REDACTED, the pension administration solution (PAS) currently in use for line of business operations, is made up of four primary modules, developed on three different application platforms. The member module, used for most of the PAS functions was developed in FoxPro, an obsolete platform that is no longer supported by Microsoft.
2. The PAS vendor, Tyler Technologies, has changed its business model and will no longer sell or support either the more modern version of REDACTED or the older version used by REDACTED. They will not consider making revisions that are necessary to REDACTED, paid or unpaid.8
3. A number of important functions were removed from the scope of the original Tyler REDACTED implementation, and continue to be manual processes.
4. The Tyler REDACTED system is not being used to produce the majority of the benefit calculations done by staff members. They are done manually, and the results entered into REDACTED. This is due to a combination of factors, including the fact that the Tyler system has been effective frozen for two years, and the older generation systems like REDACTED were not capable of managing certain complex scenarios well, such as blended service.
5. Currently missing from REDACTED's technology environment:
   a. Case management, including disability cases
   b. Customer Relationship Management (CRM) features to keep track of contacts and conversations. This functionality can initiate workflow and trigger automatic follow-up to the member.
   c. Workflow functionality to improve efficiency
   d. Electronic content management system (ECM) for the imaging and management of documents
   e. Member web portal for member self-service that is based on individual member data
   f. Employer web portal that is accessible to all employers
6. Hardcopy member files are used extensively, and pose a risk to operations due to their vulnerability to natural disasters. They also pose an increased security risk to member information.

REDACTED Current Technology Assessment v 2.2 Page 5

REDACTED	REDACTED	
	Project: PAS Assessment and Requirements	
	Document: Current Technology Assessment	

1.2 Recommendations

Based on these primary findings, and others noted in this document, the following recommendations are made:

1. Replace the Tyler REDACTED suite of solutions with a single, integrated PAS solution from a commercial vendor.
2. Produce detailed functional and technical requirements for functionality that is native to the PAS solution in the following areas:
    a. Case Management with CRM features
    b. Workflow
    c. ECM
    d. Member and Employer Web Portals
3. Make short-term revisions to the Tyler REDACTED system where possible, to address significant calculation issues, thereby decreasing the number of manual calculations and redundant auditing of work.

REDACTED	REDACTED	
	Project: PAS Assessment and Requirements	
	Document: Current Technology Assessment	

5.2 PAS Solution Options

5.2.1 Benefit Analysis

Option 1 Modify Tyler	Option 2 Custom Development	Option 3 COTS Solution	Option 4 Framework Phased Components
✓ Leverage past investment ✓ Minimal changes to existing processes	✓ Accommodates unique requirements ✓ Can support any process	✓ Easier to deploy ✓ Simpler to support ✓ Best practices built-in	✓ Shorter time to deliver early improvements ✓ Leverage existing components ✓ May be able to use data without converting
× Pension developers are rare × Migration from FoxPro needed × Higher overall cost × Support issues will persist	× Longest deployment × Hardest to support; must be supported internally by REDACTED × Higher overall cost	× Processes are less flexible × Functionality is usually deployed as part of "big bang"; so first benefits are not seen for a long time	× Limits vendor options × Longest overall deployment × Multiple vendors and complex support; support may need to be managed by REDACTED

Cost Element	One-Time Costs		Annual/On-going Costs		Vendor
	Low	High	Low	High	
1. Phase I Consulting Services: assessment through vendor selection	$ [redacted]	$ [redacted]	[redacted]	[redacted]	Oversight Consultant
2. PAS Software Licensing	$ [redacted]	$ [redacted]	[redacted]	[redacted]	Software Vendor
3. Software Maintenance and Support Services	[redacted]	[redacted]	$ [redacted]	$ [redacted]	Software Vendor
4. Integration and Configuration Services	$ [redacted]	$ [redacted]	[redacted]	[redacted]	Software Vendor
5. Hardware	$ [redacted]	$ [redacted]	$ [redacted]	$ [redacted]	Various *
6. ECM Back File Conversion	$ [redacted]	$ [redacted]	[redacted]	[redacted]	Back File Conversion Vendor
7. Data Migration Services	$ [redacted]	$ [redacted]	[redacted]	[redacted]	Data Migration Consultant
8. Project Managment and Oversight	$ [redacted]	$ [redacted]	[redacted]	[redacted]	Oversight Consultant
9. Specialized Consulting Services	$ [redacted]	$ [redacted]	[redacted]	[redacted]	Oversight Consultant
10. Contingency	$ [redacted]	$ [redacted]	[redacted]	[redacted]	Various
TOTAL ESTIMATE	**$** [redacted]	**$** [redacted]	**$** [redacted]	**$** [redacted]	

1. **Phase I Consulting** is the current contract with Linea Solutions that includes the initial business process analysis, feasibility study, development of PAS business and technical requirements, and the development of the RFP for the new PAS integrated services.
2. **PAS Software Licensing** includes the following:
   - Pension Administration System (including integrated ECM, workflow and case management / CRM functions)
   - Third-Party Software (database, virtual machine, backup, security, testing, training, etc.)
3. **Software Maintenance and Support Services** includes ongoing support services to maintain the PAS application once the vendor's warranty period has ended.
4. **Integration and Configuration Services** includes services cost for the PAS Vendor to configure, modify, validate, and deploy their software to meet the stated business requirements.
5. **Hardware** includes the following components to support the PAS Solution:
   - Virtual Host Servers
   - Production, Test, and Development Database Servers

Options & Alternatives Analysis

The following is taken from the summary of an options analysis comparing the options of “enhancing” vs. “replacing” a BAS system.

Linea Solutions was engaged by the [CLIENT REDACTED] to do an options analysis of the current pension administration system [SYSTEM REDACTED] to determine if it could be fixed or if it needs to be replaced. Linea performed two sets of interviews with the staff: a Discovery phase set of interviews and a Future State analysis.

Linea recommends that [CLIENT REDACTED] execute a three-pronged, integrated approach to enhancing and updating the current [SOLUTION REDACTED] system.

Recommendations

1. Work with [VENDOR REDACTED] to update the current system – prioritizing and resolving current issues in the Problem Incident Report (PIR) queue, and enhancements and updates to the [VENDOR SOLUTION REDACTED] with the primary intention of extending its useful life.
2. Perform a Data Integrity and clean-up project to fix past and ongoing data issues.
3. Conduct a Business Process Improvement project that incorporates the new system and data updates into streamlined and efficient processes.

The expected cost of this enhancement project is estimated from $[REDACTED] to $[REDACTED]. This cost does not include ongoing maintenance and support costs for HP, which we plan to largely phase out over the course of the stabilization and enhancement implementation. It will involve an initial 6-month project planning phase followed by a two-year overall project management and implementation phase.

Cost Options

	Enhancement Project		Replacement Project	
	Low	High	Low	High
System Workstream	$1.5 M	$2.5 M	$10 M	$14 M
Data Workstream	$0.4 M	$0.5 M	$1.5 M	$2.5 M
PM / BPI Workstream	$0.8 M	$1.2 M	$2 M	$3 M
EST. TOTALS	**$2.7 M**	**$4.2 M**	**$13.5 M**	**$19.5 M**

Key Issues

There is a lack of adequate automated workflows in Member Services including appropriate work queues.

The current ECM system is used as an archive system for work done within Member Services. Information should be scanned upon entry and workflows initiated when that happens. This should be the first step in a move away from paper in the organization.

There are system and business process issues with employer reporting functionality in Contributions Accounting. This needs to be addressed regardless as bad data in the system is having significant downstream effects.

The historical data in the system does not appear to be sufficient to be able to run estimates and calculations, and fixes to the data in the system need scripts to update

Sample Budget Range from an Initial Project Assessment

REDACTED	REDACTED	
	Project: IT Modernization Program	
	Document: Current State Assessment	

8.1 Budget Range

We have prepared budget figures based on our experience on recent similar engagements. We have included a low and a high range for each area. The actual costs will not be known until responses to the solution procurements are received and contracts negotiated.

Project Element	Low Estimate	High Estimate	Explanation
Software	$500,000	$1,100,000	Software licensing cost (one-time).
Implementation	$5,200,000	$8,400,000	Vendor fees to design and implement solution
3rd Party Software, Hardware or Hosting fees	$150,000	$800,000	Servers/hardware, or annual cost for cloud-based solution
Project Oversight	$1,500,000	$2,000,000	Vendor management, QA of deliverables, Requirements Traceability, Best Practices consulting
Other Consulting Services	$1,700,000	$2,500,000	Specialized consulting – design, testing, employer payroll, training, business process reengineering, employer integration
Data Conversion Services	$700,000	$1,500,000	Specialized consulting services for data conversion; includes Microfiche conversion
Temporary Staffing	$900,000	$1,500,000	3-6 additional FTEs for 4 years.
Modernization Program, Total	$10,650,000	$17,800,000	

The annual support costs are usually 20% of the software licensing fees, plus a budget for ongoing application support. REDACTED should budget $400,000 - $800,000 per year for annual support costs after all the systems are implemented.

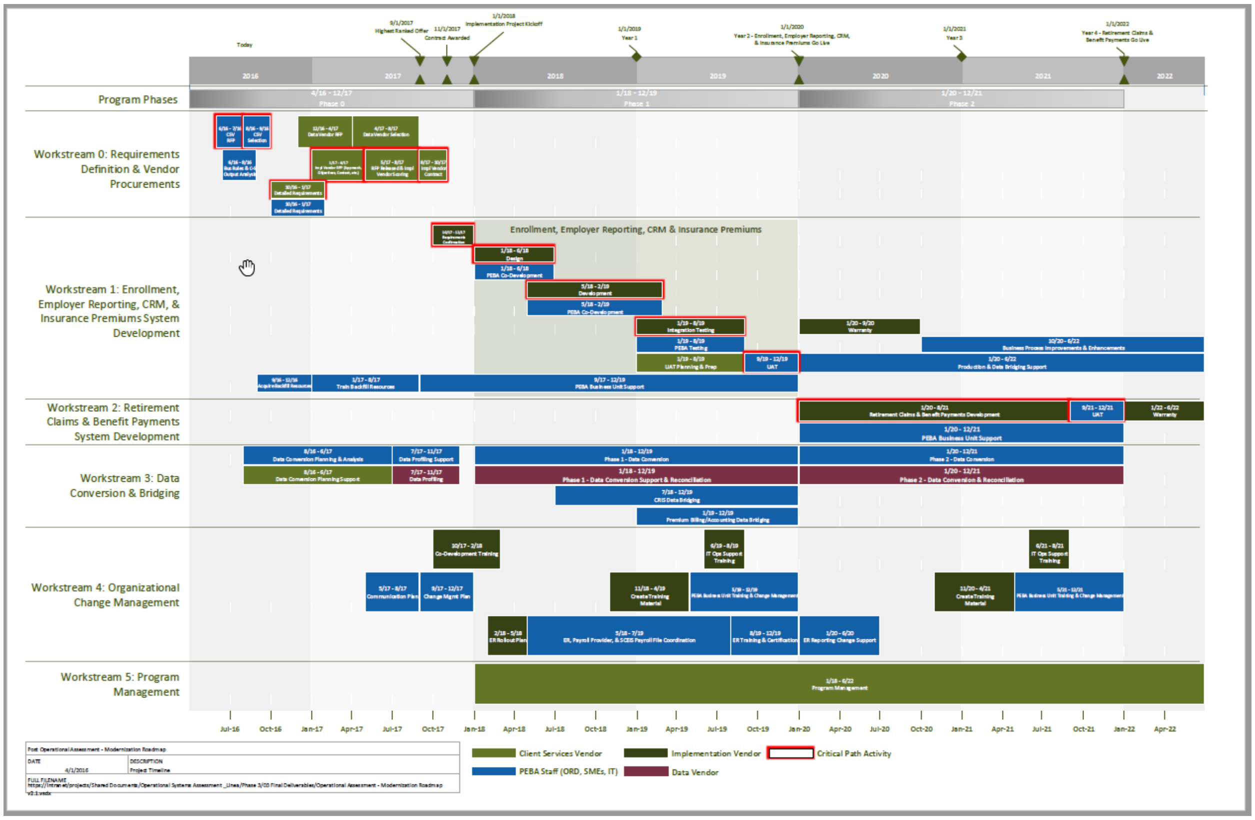
Below, we estimate the program's implementation costs over the next five fiscal years.

Estimated Budget by Fiscal Year

Current State Assessment & Recommendations for an IT Modernization Program v.1.3 Page 35

Roadmap Timeline

This is a sample of a full workstream timeline for an implementation plan.



ADDENDUM ACKNOWLEDGEMENT FORM
SOLICITATION NO.: PEI2000000003

Instructions: Please acknowledge receipt of all addenda issued with this solicitation by completing this addendum acknowledgment form. Check the box next to each addendum received and sign below. Failure to acknowledge addenda may result in bid disqualification.

Acknowledgment: I hereby acknowledge receipt of the following addenda and have made the necessary revisions to my proposal, plans and/or specification, etc.

Addendum Numbers Received:
(Check the box next to each addendum received)

[x]	Addendum No. 1	[ ]	Addendum No. 6
[ ]	Addendum No. 2	[ ]	Addendum No. 7
[ ]	Addendum No. 3	[ ]	Addendum No. 8
[ ]	Addendum No. 4	[ ]	Addendum No. 9
[ ]	Addendum No. 5	[ ]	Addendum No. 10

I understand that failure to confirm the receipt of addenda may be cause for rejection of this bid. I further understand that any verbal representation made or assumed to be made during any oral discussion held between Vendor's representatives and any state personnel is not binding. Only the information issued in writing and added to the specifications by an official addendum is binding.

Linea Solutions, Inc.
Company

Akio Tagawa, President & CEO
Authorized Signature

11/1/2019
Date

NOTE: This addendum acknowledgement should be submitted with the bid to expedite document processing.
Revised 6/8/2012

Exhibit A
Pricing Page

Vendor Name:	Linea Solutions, Inc.
Vendor Contact Information Address :	4551 Glencoe Ave, Ste 140, Marina del Rey, CA 90292
Phone Number:	310-331-8133
Email:	ltiggelaar@lineasolutions.com

Project Phase	
PEIA Systems and Operations Evaluation	$ 35,857.10
Development and Delivery of Solution	$ 13,580.00
Total Project Cost	$ 49,437.10

The signature below binds the Vendor to the pricing submitted for the scope of work to be performed under this RFQ. This is a **fixed cost contract**. The **cost shall include all project costs including travel, meals, etc**. The Vendor shall submit the cost proposal in the above format.

Vendor Signature: Akio Tagawa

Title: President & CEO

Date: 11/1/2019

Exhibit C
Vendor Experience Reference Information

Reference # 1 Name	
Contact Person	South Carolina Public Employee Benefit Authority - Lisa Phipps
Position	Operational Research & Development Director
Address Line 1	202 Arbor Lake Drive
City, State, Zip	Columbia, SC 29223
Telephone Number	803-737-6800
Email Address	lphipps@peba.sc.gov
Project Description	The South Carolina Public Employee Benefit Authority (PEBA) was created July 1, 2012, by the South Carolina General Assembly as part of Act No. 278. PEBA is a state agency
Project Dates	2014 - Current
Personnel Assigned	Steve Deininger, Dana Schappert
Reference # 2 Name	Public Employees Retirement Association of New Mexico
Contact Person	Greg Trujillo
Position	Deputy Director
Address Line 1	33 Plaza La Prensa
City, State, Zip	Santa Fe, NM 87507
Telephone Number	505-476-9303
Email Address	greg.trujillo@state.nm.us
Project Description	options analysis and then to subsequently manage a multi-year modernization project. Linea's role encompassed project management and oversight, vendor management, data
Project Dates	2015 - 2018
Personnel Assigned	n/a

Exhibit C
Vendor Experience Reference Information

Reference # 2 Name	State of Alaska Department of Retirement and Benefits
Contact Person	Ajay Desai
Position	Division Director OMB
Address Line 1	333 Willoughby Ave, Ste 801
City, State, Zip	Juneau, AK 99801
Telephone Number	907-465-4471
Email Address	ajay.desai@alaska.gov
Project Description	Linea was hired by the State of Alaska to perform a system assessment, options analysis, requirements gathering, procurement, and implementation support for Alaska's modernization efforts of their retirement and
Project Dates	January 2019 - Current
Personnel Assigned	Steve Deininger, Dana Schappert

Exhibit D

Vendor Personnel Resume (Include multiple copies as necessary)

Vendor Personnel Resume	
Name	
Title	Stephen Deininger, Principal Consultant
Relevant Experience	NOTE: A full version of Stephen's resume has been included with the primary proposal response document. Steve has over 30 years' experience providing people, process and technology subject matter expertise in the support of Defined Benefit pension, Defined
Relevant Certifications	Certified Scrum Product Owner (CSPO)
	Certified Scrum@Scale Practitioner
	Certified Business Intelligence Professional (CBIP - BA)
	Certified Business Process Management Professional (BPMP)
	Currently pursuing Lean Six Sigma Green Belt Certification
Education	B.A. in Econometrics - Wesleyan University

Exhibit D

Vendor Personnel Resume (Include multiple copies as necessary)

Vendor Personnel Resume	
Name	
Title	Peter Dewar, Senior Principal Consultant
Relevant Experience	NOTE: A full version of Peter's resume has been included with the primary proposal response document. Peter is a CISSP certified senior strategist with over 25 years of experience in Information Technology and cybersecurity. His expertise spans
Relevant Certifications	Senior Executives in State and Local
	Certificate, Gartner CIO Academy
	Certified Information Systems Security Professional (CISSP)
	Certificate of Achievement in Public Plan Policy (CAPPP) from IFEBP
Education	Master of Science, Computer Information Systems, The George Washington University
	Bachelor of Business Administration, Computer Information and Systems Science, University of the District of Columbia

Exhibit D
Vendor Personnel Resume (Include multiple copies as necessary)

Vendor Personnel Resume	
Name	
Title	Dana Schappert, Business Analyst
Relevant Experience	NOTE: A full version of Dana's resume has been included with the primary proposal response document. Dana is an insurance and benefits consultant and business analyst. She has nine years' industry experience and has led large public sector planning, business
Relevant Certifications	Licensed Insurance Professional by the state of
	Certified Organizational Change Management Practitioner by PROSCI
Education	Master of Business Administration, Temple University
	Bachelor of Arts in Economics, Saint Joseph's University

Exhibit D

Vendor Personnel Resume (Include multiple copies as necessary)

Vendor Personnel Resume	
Name	
Title	Lon Tiggelaar, Senior Principal Consultant
Relevant Experience	NOTE: A full version of Lon's resume has been included with the primary proposal response document. Lon has performed as a project director, project manager, and implementation leader for multiple public benefit and insurance initiatives, with a focus
Relevant Certifications	
Education	South Dakota State University, Commercial Economic and Computer Science (minor) with Highest Honor

Subcontractor List Submission

The Bidder(s) must identify any and/or all subcontractors who will or may perform any of the Scope of Work on this procurement including name(s) and contact person(s)	
Bidders Name:	Linea Solutions, Inc.

Subcontractor Name	Contact Names with Phone Numbers
Linea is not using subcontractors	N/A

ADDENDUM ACKNOWLEDGEMENT FORM
SOLICITATION NO.: PEI2000000003

Instructions: Please acknowledge receipt of all addenda issued with this solicitation by completing this addendum acknowledgment form. Check the box next to each addendum received and sign below. Failure to acknowledge addenda may result in bid disqualification.

Acknowledgment: I hereby acknowledge receipt of the following addenda and have made the necessary revisions to my proposal, plans and/or specification, etc.

Addendum Numbers Received:
(Check the box next to each addendum received)

[x] Addendum No. 1	[ ] Addendum No. 6
[ ] Addendum No. 2	[ ] Addendum No. 7
[ ] Addendum No. 3	[ ] Addendum No. 8
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I understand that failure to confirm the receipt of addenda may be cause for rejection of this bid. I further understand that any verbal representation made or assumed to be made during any oral discussion held between Vendor's representatives and any state personnel is not binding. Only the information issued in writing and added to the specifications by an official addendum is binding.

Linea Solutions, Inc.
Company

Akio Tagawa, President & CEO
Authorized Signature

11/1/2019
Date

NOTE: This addendum acknowledgement should be submitted with the bid to expedite document processing.
Revised 6/8/2012

WV-96
Rev. 5/16

AGREEMENT ADDENDUM

In the event of conflict between this addendum and the agreement, this addendum shall control:

1. **DISPUTES** – Any references in the agreement to arbitration or to the jurisdiction of any court are hereby deleted. Disputes arising out of the agreement shall be presented to the West Virginia Court of Claims.

2. **HOLD HARMLESS** – Any provision requiring the Agency to indemnify or hold harmless any party is hereby deleted in its entirety.

3. **GOVERNING LAW** – The agreement shall be governed by the laws of the State of West Virginia. This provision replaces any references to any other State's governing law.

4. **TAXES** – Provisions in the agreement requiring the Agency to pay taxes are deleted. As a State entity, the Agency is exempt from Federal, State, and local taxes and will not pay taxes for any Vendor including individuals, nor will the Agency file any tax returns or reports on behalf of Vendor.

5. **PAYMENT** – Any reference to prepayment are deleted. Payment will be in arrears.

6. **INTEREST** – Any provision for interest or charges on late payments is deleted. The Agency has no statutory authority to pay interest or late fees.

7. **NO WAIVER** – Any language in the agreement requiring the Agency to waive any rights, claims or defenses is hereby deleted.

8. **FISCAL YEAR FUNDING** – Service performed under the agreement may be continued in succeeding fiscal years for the term of the agreement, contingent upon funds being appropriated by the Legislature or otherwise being available for this service. In the event funds are not appropriated or otherwise available for this service, the agreement shall terminate without penalty on June 30. After that date, the agreement becomes of no effect and is null and void. However, the Agency agrees to use its best efforts to have the amounts contemplated under the agreement included in its budget. Non-appropriation or non-funding shall not be considered an event of default.

9. **STATUTE OF LIMITATIONS** – Any clauses limiting the time in which the Agency may bring suit against the Vendor, lessor, individual, or any other party are deleted.

10. **SIMILAR SERVICES** – Any provisions limiting the Agency's right to obtain similar services or equipment in the event of default or non-funding during the term of the agreement are hereby deleted.

11. **FEES OR COSTS** – The Agency recognizes an obligation to pay attorney's fees or costs only when assessed by a court of competent jurisdiction. Any other provision is invalid and considered null and void.

12. **ASSIGNMENT** – Notwithstanding any clause to the contrary, the Agency reserves the right to assign the agreement to another State of West Virginia agency, board or commission upon thirty (30) days written notice to the Vendor and Vendor shall obtain the written consent of Agency prior to assigning the agreement.

13. **LIMITATION OF LIABILITY** – The Agency, as a State entity, cannot agree to assume the potential liability of a Vendor. Accordingly, any provision limiting the Vendor's liability for direct damages to a certain dollar amount or to the amount of the agreement is hereby deleted. Limitations on special, incidental or consequential damages are acceptable. In addition, any limitation is null and void to the extent that it precludes any action for injury to persons or for damages to personal property.

14. **RIGHT TO TERMINATE** – Agency shall have the right to terminate the agreement upon thirty (30) days written notice to Vendor. Agency agrees to pay Vendor for services rendered or goods received prior to the effective date of termination.

15. **TERMINATION CHARGES** – Any provision requiring the Agency to pay a fixed amount or liquidated damages upon termination of the agreement is hereby deleted. The Agency may only agree to reimburse a Vendor for actual costs incurred or losses sustained during the current fiscal year due to wrongful termination by the Agency prior to the end of any current agreement term.

16. **RENEWAL** – Any references to automatic renewal is hereby deleted. The agreement may be renewed only upon mutual written agreement of the parties.

17. **INSURANCE** – Any provision requiring the Agency to purchase insurance for Vendor's property is deleted. The State of West Virginia is insured through the Board of Risk and Insurance Management, and will provide a certificate of property insurance upon request.

18. **RIGHT TO NOTICE** – Any provision for repossession of equipment without notice is hereby deleted. However, the Agency does recognize a right of repossession with notice.

19. **ACCELERATION** – Any reference to acceleration of payments in the event of default or non-funding is hereby deleted.

20. **CONFIDENTIALITY** – Any provision regarding confidentiality of the terms and conditions of the agreement is hereby deleted. State contracts are public records under the West Virginia Freedom of Information Act.

21. **AMENDMENTS** – All amendments, modifications, alterations or changes to the agreement shall be in writing and signed by both parities. No amendment, modification, alteration or change may be made to this addendum without the express written approval of the Purchasing Division and the Attorney General.

22. **DELIVERY** – All deliveries under the agreement will be FOB destination unless otherwise stated in the State's original solicitation. Any contrary delivery terms are hereby deleted.

ACCEPTED BY:
STATE OF WEST VIRGINIA

Spending Unit: ____________________

Signed: ____________________

Title: ____________________

Date: ____________________

VENDOR

Company Name: Linea Solutions, Inc.

Signed: [signature]

Title: President & CEO

Date: 11/4/2019

WV STATE GOVERNMENT

HIPAA BUSINESS ASSOCIATE ADDENDUM

This Health Insurance Portability and Accountability Act of 1996 (hereafter, HIPAA) Business Associate Addendum ("Addendum") is made a part of the Agreement ("Agreement") by and between the State of West Virginia ("Agency"), and Business Associate ("Associate"), and is effective as of the date of execution of the Addendum.

The Associate performs certain services on behalf of or for the Agency pursuant to the underlying Agreement that requires the exchange of information including protected health information protected by the Health Insurance Portability and Accountability Act of 1996 ("HIPAA"), as amended by the American Recovery and Reinvestment Act of 2009 (Pub. L. No. 111-5) (the "HITECH Act"), any associated regulations and the federal regulations published at 45 CFR parts 160 and 164 (sometimes collectively referred to as "HIPAA"). The Agency is a "Covered Entity" as that term is defined in HIPAA, and the parties to the underlying Agreement are entering into this Addendum to establish the responsibilities of both parties regarding HIPAA-covered information and to bring the underlying Agreement into compliance with HIPAA.

Whereas it is desirable, in order to further the continued efficient operations of Agency to disclose to its Associate certain information which may contain confidential individually identifiable health information (hereafter, Protected Health Information or PHI); and

Whereas, it is the desire of both parties that the confidentiality of the PHI disclosed hereunder be maintained and treated in accordance with all applicable laws relating to confidentiality, including the Privacy and Security Rules, the HITECH Act and its associated regulations, and the parties do agree to at all times treat the PHI and interpret this Addendum consistent with that desire.

NOW THEREFORE: the parties agree that in consideration of the mutual promises herein, in the Agreement, and of the exchange of PHI hereunder that:

1. **Definitions.** Terms used, but not otherwise defined, in this Addendum shall have the same meaning as those terms in the Privacy, Security, Breach Notification, and Enforcement Rules at 45 CFR Part 160 and Part 164.

   a. **Agency Procurement Officer** shall mean the appropriate Agency individual listed at: http://www.state.wv.us/admin/purchase/vrc/agencyli.html.

   b. **Agent** shall mean those person(s) who are agent(s) of the Business Associate, in accordance with the Federal common law of agency, as referenced in 45 CFR § 160.402(c).

   c. **Breach** shall mean the acquisition, access, use or disclosure of protected health information which compromises the security or privacy of such information, except as excluded in the definition of Breach in 45 CFR § 164.402.

   d. **Business Associate** shall have the meaning given to such term in 45 CFR § 160.103.

   e. **HITECH Act** shall mean the Health Information Technology for Economic and Clinical Health Act. Public Law No. 111-05. 111th Congress (2009).

f. **Privacy Rule** means the Standards for Privacy of Individually Identifiable Health Information found at 45 CFR Parts 160 and 164.

g. **Protected Health Information or PHI** shall have the meaning given to such term in 45 CFR § 160.103, limited to the information created or received by Associate from or on behalf of Agency.

h. **Security Incident** means any known successful or unsuccessful attempt by an authorized or unauthorized individual to inappropriately use, disclose, modify, access, or destroy any information or interference with system operations in an information system.

i. **Security Rule** means the Security Standards for the Protection of Electronic Protected Health Information found at 45 CFR Parts 160 and 164.

j. **Subcontractor** means a person to whom a business associate delegates a function, activity, or service, other than in the capacity of a member of the workforce of such business associate.

2. **Permitted Uses and Disclosures.**

a. **PHI Described.** This means PHI created, received, maintained or transmitted on behalf of the Agency by the Associate. This PHI is governed by this Addendum and is limited to the minimum necessary, to complete the tasks or to provide the services associated with the terms of the original Agreement, and is described in Appendix A.

b. **Purposes.** Except as otherwise limited in this Addendum, Associate may use or disclose the PHI on behalf of, or to provide services to, Agency for the purposes necessary to complete the tasks, or provide the services, associated with, and required by the terms of the original Agreement, or as required by law, if such use or disclosure of the PHI would not violate the Privacy or Security Rules or applicable state law if done by Agency or Associate, or violate the minimum necessary and related Privacy and Security policies and procedures of the Agency. The Associate is directly liable under HIPAA for impermissible uses and disclosures of the PHI it handles on behalf of Agency.

c. **Further Uses and Disclosures**. Except as otherwise limited in this Addendum, the Associate may disclose PHI to third parties for the purpose of its own proper management and administration, or as required by law, provided that (i) the disclosure is required by law, or (ii) the Associate has obtained from the third party reasonable assurances that the PHI will be held confidentially and used or further disclosed only as required by law or for the purpose for which it was disclosed to the third party by the Associate; and, (iii) an agreement to notify the Associate and Agency of any instances of which it (the third party) is aware in which the confidentiality of the information has been breached. To the extent practical, the information should be in a limited data set or the minimum necessary information pursuant to 45 CFR § 164.502, or take other measures as necessary to satisfy the Agency's obligations under 45 CFR § 164.502.

3. **Obligations of Associate.**

a. **Stated Purposes Only.** The PHI may not be used by the Associate for any purpose other than as stated in this Addendum or as required or permitted by law.

b. **Limited Disclosure.** The PHI is confidential and will not be disclosed by the Associate other than as stated in this Addendum or as required or permitted by law. Associate is prohibited from directly or indirectly receiving any remuneration in exchange for an individual's PHI unless Agency gives written approval and the individual provides a valid authorization. Associate will refrain from marketing activities that would violate HIPAA, including specifically Section 13406 of the HITECH Act. Associate will report to Agency any use or disclosure of the PHI, including any Security Incident not provided for by this Agreement of which it becomes aware.

c. **Safeguards.** The Associate will use appropriate safeguards, and comply with Subpart C of 45 CFR Part 164 with respect to electronic protected health information, to prevent use or disclosure of the PHI, except as provided for in this Addendum. This shall include, but not be limited to:

i. Limitation of the groups of its workforce and agents, to whom the PHI is disclosed to those reasonably required to accomplish the purposes stated in this Addendum, and the use and disclosure of the minimum PHI necessary or a Limited Data Set;

ii. Appropriate notification and training of its workforce and agents in order to protect the PHI from unauthorized use and disclosure;

iii. Maintenance of a comprehensive, reasonable and appropriate written PHI privacy and security program that includes administrative, technical and physical safeguards appropriate to the size, nature, scope and complexity of the Associate's operations, in compliance with the Security Rule;

iv. In accordance with 45 CFR §§ 164.502(e)(1)(ii) and 164.308(b)(2), if applicable, ensure that any subcontractors that create, receive, maintain, or transmit protected health information on behalf of the business associate agree to the same restrictions, conditions, and requirements that apply to the business associate with respect to such information.

d. **Compliance With Law.** The Associate will not use or disclose the PHI in a manner in violation of existing law and specifically not in violation of laws relating to confidentiality of PHI, including but not limited to, the Privacy and Security Rules.

e. **Mitigation.** Associate agrees to mitigate, to the extent practicable, any harmful effect that is known to Associate of a use or disclosure of the PHI by Associate in violation of the requirements of this Addendum, and report its mitigation activity back to the Agency.

f. **Support of Individual Rights.**

i. **Access to PHI.** Associate shall make the PHI maintained by Associate or its agents or subcontractors in Designated Record Sets available to Agency for inspection and copying, and in electronic format, if requested, within ten (10) days of a request by Agency to enable Agency to fulfill its obligations under the Privacy Rule, including, but not limited to, 45 CFR § 164.524 and consistent with Section 13405 of the HITECH Act.

ii. **Amendment of PHI.** Within ten (10) days of receipt of a request from Agency for an amendment of the PHI or a record about an individual contained in a Designated Record Set, Associate or its agents or subcontractors shall make such PHI available to Agency for amendment and incorporate any such amendment to enable Agency to fulfill its obligations under the Privacy Rule, including, but not limited to, 45 CFR § 164.526.

iii. **Accounting Rights.** Within ten (10) days of notice of a request for an accounting of disclosures of the PHI, Associate and its agents or subcontractors shall make available to Agency the documentation required to provide an accounting of disclosures to enable Agency to fulfill its obligations under the Privacy Rule, including, but not limited to, 45 CFR §164.528 and consistent with Section 13405 of the HITECH Act. Associate agrees to document disclosures of the PHI and information related to such disclosures as would be required for Agency to respond to a request by an individual for an accounting of disclosures of PHI in accordance with 45 CFR § 164.528. This should include a process that allows for an accounting to be collected and maintained by Associate and its agents or subcontractors for at least six (6) years from the date of disclosure, or longer if required by state law. At a minimum, such documentation shall include:

- the date of disclosure;
- the name of the entity or person who received the PHI, and if known, the address of the entity or person;
- a brief description of the PHI disclosed; and
- a brief statement of purposes of the disclosure that reasonably informs the individual of the basis for the disclosure, or a copy of the individual's authorization, or a copy of the written request for disclosure.

iv. **Request for Restriction**. Under the direction of the Agency, abide by any individual's request to restrict the disclosure of PHI, consistent with the requirements of Section 13405 of the HITECH Act and 45 CFR § 164.522, when the Agency determines to do so (except as required by law) and if the disclosure is to a health plan for payment or health care operations and it pertains to a health care item or service for which the health care provider was paid in full "out-of-pocket."

v. **Immediate Discontinuance of Use or Disclosure.** The Associate will immediately discontinue use or disclosure of Agency PHI pertaining to any individual when so requested by Agency. This includes, but is not limited to, cases in which an individual has withdrawn or modified an authorization to use or disclose PHI.

g. **Retention of PHI.** Notwithstanding section 4.a. of this Addendum, Associate and its subcontractors or agents shall retain all PHI pursuant to state and federal law and shall continue to maintain the PHI required under Section 3.f. of this Addendum for a period of six (6) years after termination of the Agreement, or longer if required under state law.

h. **Agent's, Subcontractor's Compliance.** The Associate shall notify the Agency of all subcontracts and agreements relating to the Agreement, where the subcontractor or agent receives PHI as described in section 2.a. of this Addendum. Such notification shall occur within 30 (thirty) calendar days of the execution of the subcontract and shall be delivered to the Agency Procurement Officer. The Associate will ensure that any of its subcontractors, to whom it provides any of the PHI it receives hereunder, or to whom it provides any PHI which the Associate creates or receives on behalf of the Agency, agree to the restrictions and conditions which apply to the Associate hereunder. The Agency may request copies of downstream subcontracts and agreements to determine whether all restrictions, terms and conditions have been flowed down. Failure to ensure that downstream contracts, subcontracts and agreements contain the required restrictions, terms and conditions may result in termination of the Agreement.

j. **Federal and Agency Access.** The Associate shall make its internal practices, books, and records relating to the use and disclosure of PHI, as well as the PHI, received from, or created or received by the Associate on behalf of the Agency available to the U.S. Secretary of Health and Human Services consistent with 45 CFR § 164.504. The Associate shall also make these records available to Agency, or Agency's contractor, for periodic audit of Associate's compliance with the Privacy and Security Rules. Upon Agency's request, the Associate shall provide proof of compliance with HIPAA and HITECH data privacy/protection guidelines, certification of a secure network and other assurance relative to compliance with the Privacy and Security Rules. This section shall also apply to Associate's subcontractors, if any.

k. **Security.** The Associate shall take all steps necessary to ensure the continuous security of all PHI and data systems containing PHI. In addition, compliance with 74 FR 19006 Guidance Specifying the Technologies and Methodologies That Render PHI Unusable, Unreadable, or Indecipherable to Unauthorized Individuals for Purposes of the Breach Notification Requirements under Section 13402 of Title XIII is required, to the extent practicable. If Associate chooses not to adopt such methodologies as defined in 74 FR 19006 to secure the PHI governed by this Addendum, it must submit such written rationale, including its Security Risk Analysis, to the Agency Procurement Officer for review prior to the execution of the Addendum. This review may take up to ten (10) days.

l. **Notification of Breach.** During the term of this Addendum, the Associate shall notify the Agency and, unless otherwise directed by the Agency in writing, the WV Office of Technology immediately by e-mail or web form upon the discovery of any Breach of unsecured PHI; or within 24 hours by e-mail or web form of any suspected Security Incident, intrusion or unauthorized use or disclosure of PHI in violation of this Agreement and this Addendum, or potential loss of confidential data affecting this Agreement. Notification shall be provided to the Agency Procurement Officer at www.state.wv.us/admin/purchase/vrc/agencyli.htm and, unless otherwise directed by the Agency in writing, the Office of Technology at incident@wv.gov or https://apps.wv.gov/ot/ir/Default.aspx.

The Associate shall immediately investigate such Security Incident, Breach, or unauthorized use or disclosure of PHI or confidential data. Within 72 hours of the discovery, the Associate shall notify the Agency Procurement Officer, and, unless otherwise directed by the Agency in writing, the Office of Technology of: (a) Date of discovery; (b) What data elements were involved and the extent of the data involved in the Breach; (c) A description of the unauthorized persons known or reasonably believed to have improperly used or disclosed PHI or confidential data; (d) A description of where the PHI or confidential data is believed to have been improperly transmitted, sent, or utilized; (e) A description of the probable causes of the improper use or disclosure; and (f) Whether any federal or state laws requiring individual notifications of Breaches are triggered.

Agency will coordinate with Associate to determine additional specific actions that will be required of the Associate for mitigation of the Breach, which may include notification to the individual or other authorities.

All associated costs shall be borne by the Associate. This may include, but not be limited to costs associated with notifying affected individuals.

If the Associate enters into a subcontract relating to the Agreement where the subcontractor or agent receives PHI as described in section 2.a. of this Addendum, all such subcontracts or downstream agreements shall contain the same incident notification requirements as contained herein, with reporting directly to the Agency Procurement Officer. Failure to include such requirement in any subcontract or agreement may result in the Agency's termination of the Agreement.

m. **Assistance in Litigation or Administrative Proceedings.** The Associate shall make itself and any subcontractors, workforce or agents assisting Associate in the performance of its obligations under this Agreement, available to the Agency at no cost to the Agency to testify as witnesses, or otherwise, in the event of litigation or administrative proceedings being commenced against the Agency, its officers or employees based upon claimed violations of HIPAA, the HIPAA regulations or other laws relating to security and privacy, which involves inaction or actions by the Associate, except where Associate or its subcontractor, workforce or agent is a named as an adverse party.

4. Addendum Administration.

a. **Term.** This Addendum shall terminate on termination of the underlying Agreement or on the date the Agency terminates for cause as authorized in paragraph (c) of this Section, whichever is sooner.

b. **Duties at Termination.** Upon any termination of the underlying Agreement, the Associate shall return or destroy, at the Agency's option, all PHI received from, or created or received by the Associate on behalf of the Agency that the Associate still maintains in any form and retain no copies of such PHI or, if such return or destruction is not feasible, the Associate shall extend the protections of this Addendum to the PHI and limit further uses and disclosures to the purposes that make the return or destruction of the PHI infeasible. This shall also apply to all agents and subcontractors of Associate. The duty of the Associate and its agents and subcontractors to assist the Agency with any HIPAA required accounting of disclosures survives the termination of the underlying Agreement.

c. **Termination for Cause.** Associate authorizes termination of this Agreement by Agency, if Agency determines Associate has violated a material term of the Agreement. Agency may, at its sole discretion, allow Associate a reasonable period of time to cure the material breach before termination.

d. **Judicial or Administrative Proceedings.** The Agency may terminate this Agreement if the Associate is found guilty of a criminal violation of HIPAA. The Agency may terminate this Agreement if a finding or stipulation that the Associate has violated any standard or requirement of HIPAA/HITECH, or other security or privacy laws is made in any administrative or civil proceeding in which the Associate is a party or has been joined. Associate shall be subject to prosecution by the Department of Justice for violations of HIPAA/HITECH and shall be responsible for any and all costs associated with prosecution.

e. **Survival.** The respective rights and obligations of Associate under this Addendum shall survive the termination of the underlying Agreement.

5. **General Provisions/Ownership of PHI.**

a. **Retention of Ownership.** Ownership of the PHI resides with the Agency and is to be returned on demand or destroyed at the Agency's option, at any time, and subject to the restrictions found within section 4.b. above.

b. **Secondary PHI.** Any data or PHI generated from the PHI disclosed hereunder which would permit identification of an individual must be held confidential and is also the property of Agency.

c. **Electronic Transmission.** Except as permitted by law or this Addendum, the PHI or any data generated from the PHI which would permit identification of an individual must not be transmitted to another party by electronic or other means for additional uses or disclosures not authorized by this Addendum or to another contractor, or allied agency, or affiliate without prior written approval of Agency.

d. **No Sales.** Reports or data containing the PHI may not be sold without Agency's or the affected individual's written consent.

e. **No Third-Party Beneficiaries.** Nothing express or implied in this Addendum is intended to confer, nor shall anything herein confer, upon any person other than Agency, Associate and their respective successors or assigns, any rights, remedies, obligations or liabilities whatsoever.

f. **Interpretation.** The provisions of this Addendum shall prevail over any provisions in the Agreement that may conflict or appear inconsistent with any provisions in this Addendum. The interpretation of this Addendum shall be made under the laws of the state of West Virginia.

g. **Amendment.** The parties agree that to the extent necessary to comply with applicable law they will agree to further amend this Addendum.

h. **Additional Terms and Conditions.** Additional discretionary terms may be included in the release order or change order process.

AGREED:

Name of Agency: ______________________

Signature: ______________________

Title: ______________________

Date: ______________________

Name of Associate: Linea Solutions, Inc.

Signature: Akio Tagawa

Title: President & CEO

Date: 11/1/2019

Form - WVBAA-012004
Amended 06.26.2013

APPROVED AS TO FORM THIS 26th
DAY Of Jan 20 13
Patrick Morrisey
Attorney General
BY ______________________

Appendix A

(To be completed by the Agency's Procurement Officer prior to the execution of the Addendum, and shall be made a part of the Addendum. PHI not identified prior to execution of the Addendum may only be added by amending Appendix A and the Addendum, via Change Order.)

Name of Associate: Linea Solutions, Inc.

Name of Agency: West Virginia Public Employees Insurance Agency

Describe the PHI (do not include any actual PHI). If not applicable, please indicate the same.