



**REQUEST FOR QUALIFICATIONS (RFQ)
FOR
BOARD GOVERNANCE CONSULTING SERVICES
RFQ NO. 4250**

Release Date:	Tuesday, April 18, 2023	
Proposal Due Date:	Monday, May 29, 2023 3:00 P.M. PST Electronic (link here)	RFQ Administrator: Julie Guan Los Angeles City Employees' Retirement System E-mail: julie.guan@lacers.org Phone: (213) 855-7372 Fax: (213) 473-7297
All questions must be submitted in writing no later than:	Tuesday, April 25, 2023, 3:00 P.M. PST Submit questions to the RFQ Administrator. Any questions and all answers will be posted on the LACERS website: https://www.lacers.org/rfps-contracting-opportunities	
Official RFQ Notices/Addendums:	To ensure that no firm is provided an advantage over another, all requirements are specified in this RFQ. Any changes to the requirements will be posted as an addendum to the RFQ on the LACERS website: https://www.lacers.org/rfps-contracting-opportunities . Proposers are solely responsible for monitoring this website and adhering to RFQ addendums.	
Prohibited Communications:	From the RFQ release date until a contract for these services is fully executed, firms are prohibited from communicating with Board members or staff, other than the RFQ Administrator, concerning this RFQ or the resulting contract. Any communication could be considered an attempt to lobby or market services and is therefore prohibited by LACERS' Ethical Contract Compliance Policy. Firms will be disqualified from contract consideration if this prohibition is not honored.	

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I. INTRODUCTION

The Los Angeles City Employees' Retirement System ("LACERS" or the "System") is a department of the City of Los Angeles, California, established in 1937 under Article XI of the City Charter. LACERS is under the exclusive management and control of the Board of Administration (the "Board"), which has sole authority for the administration of benefits and investment of the assets of the fund. The Board administers a defined benefit retirement plan and post-employment healthcare plan for approximately 57,000 members, comprised of approximately 25,000 active employees, 10,000 inactive employees, and 22,000 retired Members and beneficiaries of the City of Los Angeles.

Through this Request for Qualifications (RFQ), LACERS seeks to pre-qualify firms with experience in providing board governance consulting services to public pension funds. The services sought include, but are not limited to:

- Board Development: board evaluations, education, training, team-building, consultation;
- Executive and Management Team Development: succession planning, executive coaching, team-building, education;
- Governance Reviews: industry best practices, leading practices, policy development and review, strategic planning development and review; and
- Organizational Development Services: organizational assessment, morale building, conflict resolution, change management training.

This RFQ details the requirements needed by LACERS and instructs interested firms on the application and selection process. All firms meeting the minimum qualifications outlined in Section II of this RFQ are invited to submit a Statement of Qualifications.

To best fulfill LACERS' needs, LACERS anticipates pre-qualifying more than one firm at the conclusion of this RFQ. As specific projects are identified, LACERS will assign the project to the firm best suited for the specified project and/or invite selected firms to bid by issuing a task order solicitation or similar request for bids. LACERS reserves the right to contract with any or all pre-qualified firms at the conclusion of this RFQ process, with the expectation that each project will be performed according to a work order or similar agreement pursuant to the terms of that initial contract. In the alternative, at the conclusion of this RFQ process LACERS may opt to award a stand-alone contract for any project proposal accepted in response to a task order solicitation or similar process.

LACERS anticipates that the first project it will initiate following the conclusion of this RFQ process will be Facilitation of a Strategic Planning Engagement for LACERS' Board of Administration and expects to procure these services through a Task Order Solicitation (TOS) issued to pre-qualified firms with the most relevant expertise. The objective of this TOS would be to select one or more firms to assist the Board in developing a multi-year (approximately 3-5 years) departmental Strategic Plan, with the process anticipated to commence between September and December of 2023.

II. MINIMUM QUALIFICATIONS

Firms must clearly demonstrate meeting the minimum qualifications to be considered for pre-qualification.

- The respondent must have at least five (5) years of experience providing board governance consulting services. Experience should include at least three (3) years providing any or all of the aforementioned services to public pension systems.
- The respondent must answer all questions included in this RFQ in their entirety.

III. SCOPE OF SERVICES

LACERS seeks to pre-qualify one or more firms to perform board governance consulting services under a 3-year agreement. Selected firms will be included on a short list, or “bench,” of pre-qualified consultants. On an as-needed basis, LACERS will identify projects and prepare respective scopes of work. Bids will be requested from firms selected at LACERS’ discretion. The firm(s) with the best fit for the specified project will be selected, resulting in a contract to perform the described services.

A. REQUESTED SERVICES

(Not an exhaustive list)

1) Board Development

Design and administer a Board self-evaluation; recommend or provide educational training to Board Members to enhance their knowledge of the public pension system industry to better fulfill their fiduciary duties; design and conduct Board team-building strategies; and provide consultations related to Board development.

2) Executive and Management Team Development

Advise LACERS’ Board and Executive Management in succession planning; provide executive coaching and training; and design and conduct team-building exercises for LACERS Executive Management staff.

3) Governance Reviews

Review LACERS’ Board Governance Policies and provide recommendations based on industry best practices and current leading practices; facilitate a Strengths-Weaknesses-Opportunities-Threats (SWOT) analysis of the organization and support development of the LACERS Strategic Plan.

4) Organizational Development Services

Conduct an assessment of organizational performance, culture, and governance; assist

in development of morale-building strategies; and recommend or provide training for conflict resolution and change management.

B. GENERAL EXPECTATIONS FOR SERVICE DELIVERY

- 1) Firm shall meet and communicate with LACERS staff regularly and upon request.
- 2) Contractor services shall include all general duties required by LACERS' General Conditions and Compliance Documents (Appendix A).
- 3) Maintain confidentiality of any information resulting from this engagement except with written consent from the General Manager of LACERS or designee, prior to the release of any such information. This includes, but is not limited to, press releases, research, reports, and any publicity given to the firm for work provided under the resulting contract. LACERS shall be credited as the sponsoring agency.
- 4) Notify LACERS immediately of any anticipated changes in personnel assigned under the terms of this engagement. The firm shall submit resumes of any proposed replacement personnel and obtain written approval from LACERS for any change in the personnel assigned to the work.
- 5) In accordance with LACERS' Contractor Disclosure Reporting Policy, notify LACERS staff in writing in the event that any conflict of interest or possible conflict of interest is discovered regarding the provision of services.
- 6) Any breach of the Confidentiality & Non-Disclosure of Member Information Policy (Attachment 1) may result in cancellation of contract and the firm being held liable for damages.

IV. CONTENTS OF RFQ RESPONSE

Interested firms must provide the information requested below in order to be considered responsive to the RFQ. Please provide responses in the following order, labeled accordingly:

A. INTRODUCTION

- 1) **Title Page** - The title page must clearly state "RFQ for Board Governance Consulting Services" along with firm's name, address, and contact information.
- 2) **Table of Contents**
- 3) **Cover Letter**

- a. The cover letter shall have the following statement:
“This response is genuine, and not sham or collusive, nor made in the interest or on behalf of any person not named therein; the proposer has not directly or indirectly induced or solicited any other proposer to put in a sham bid, or any other person, firm or corporation to refrain from submitting a proposal, and the proposer has not in any manner sought by collusion to secure for themselves an advantage over any other proposer.”
- b. The legal business name, address, telephone number, website URL, and business status (individual, limited liability partnership, corporation, etc.) of the firm.
- c. The person(s) authorized to represent the responding firm in negotiations with LACERS with respect to the RFQ and any subsequently awarded contract. Provide the representative’s name, title, address, telephone number, e-mail address, and any limitation of authority for the person(s) named.
- d. If a firm is proposing any alternatives or different conditions to requirements detailed within this RFQ, the cover letter must mention those suggested alternatives and/or conditions. LACERS reserves the right to reject responses if it determines the alternative/conditions are not acceptable.
- e. The cover letter is to be signed by a person or persons authorized to bind the responding firm to all of the provisions of the RFQ, any subsequent changes to the RFQ, and to any contracts awarded in the future. If the responding firm is a partnership, the response must be signed by a general partner in the name of the partnership. If the responding firm is a corporation, the response must be signed on behalf of the corporation by two authorized officers (a Chairman of the Board, President or Vice-President, and a Secretary, Treasurer or Chief Financial Officer) or an officer authorized by the Board of Directors to execute such documents on behalf of the corporation.

B. QUALIFICATIONS AND EXPERIENCE

Please provide a thorough answer immediately following each question. If any attachments are provided in response to a question, identify in the answer the specific attachment and/or pages associated with the response to the question.

- 1) Provide a brief introduction of your firm’s history, products and services offered, the firm’s primary business activity, and clients served. Additionally, identify affiliated companies of the firm and what differentiates you from your competition.
- 2) Identify the licenses, credentials/designations, affiliations, special knowledge, qualifications, expertise, or awards held by your firm and its key managers. Briefly describe how this translates to the service to be provided to LACERS.

3) References

- a. Provide at least three references from previous pension system clients served within the last five years. Include scope of work, dates of contract, contract amount, contact person, and telephone number.
- b. Provide a list of all current clients for whom you are providing services similar to those described in this RFQ. Include name of client, contact person, and telephone number.

4) Sample Work

Sample work is required for each service category described in Section III. A-D for which your firm wishes to be considered in this RFQ. For example, if you wish to be considered for Board Development and Organizational Development Services, you must submit a sample of your Board Development work and a sample of your Organizational Development work for a total of (2) samples being submitted.

General Questions about the Firm

- 5) Indicate your legal business name, address, telephone number, website URL, and legal entity type (individual, limited liability partnership, corporation, etc.).
- 6) Indicate the person(s) authorized to represent the firm in negotiations with LACERS with respect to the RFQ and a subsequently awarded agreement, including contact names, titles, telephone and fax numbers, and e-mail addresses.
- 7) Provide a list of all the major services provided by your firm even if they are not specific to the scope of services being requested by this RFQ.
- 8) Provide key personnel involved in the service categories described in Section III. A-D and their roles. Include a curriculum vitae/biography for each team member, including the hourly rates proposed to be charged to LACERS for each team member/position title. What experience does the team have working together?
- 9) Are ownership changes planned or anticipated at this time?
- 10) Describe the turnover in key professional personnel in the last five years. Do you anticipate that any of the team members proposed to work with LACERS will leave the firm in the next few years?
- 11) What incentives are provided to attract and retain top quality employees at your firm?
- 12) What skills, qualities, and experiences do you look for in hiring employees?

- 13) Disclose the nature of any past, present, or pending relationship with any LACERS Board Member, consultant, or staff. How have you reviewed this potential engagement for conflict of interest? Were there any conflicts, potential conflicts, or other issues that could raise a reasonable appearance of a conflict of interest?
- 14) Does your firm have a written Business Continuity/Disaster Recovery Plan? Indicate what contingencies your firm has made to address potential disruptions to client services in the event of a natural or man-made disaster, emergency, or pandemic.

Questions Concerning Your Statement of Qualifications

- 15) Is your firm requesting any alternatives and/or substitutions to this RFQ and/or LACERS' standard conditions or mandatory contract provisions? See General Conditions (Appendix A) and the Standard Provisions for City Contracts (Appendix B). LACERS reserves the right to accept or reject any proposed alternatives or substitutions.
- 16) Does your firm have a written sexual harassment policy? Please describe the policy and summarize any pending or anticipated litigation against the firm, its employees, or partners, involving allegations of sexual harassment or sexual misconduct (Attachment 7).

Firm Ownership

- 17) Is your firm certified by a governmental entity as a Women-Owned Business, Minority-Owned Business, or Other Business Entity? If yes, please attach a copy of your certification. Note: The response to this question is retained for data collection purposes only. It is not included in any decision-making criteria nor used in any way to evaluate the qualifications of responding firms.

V. RESPONSE SUBMISSION & EVALUATION

A. RESPONSE SUBMISSION INSTRUCTIONS

- 1) The deadline and the location for submitting responses are located on the cover sheet of this RFQ. At this time, LACERS **will not be accepting any hard copy responses**, including hand-delivery, USPS, or mail courier.
- 2) **Electronic Submissions** – The complete response package shall be clearly labeled with the name of the firm, and “Response to Board Governance Consulting Services RFQ.”
 - a. Please provide one copy of your entire response in PDF format, inclusive of any work samples, exhibits, and other required forms, with file naming format: “LACERS 2023 Board Governance Consulting Services RFQ.” Submit your proposal through [this upload portal](#).

- 3) **If your response contains any trade secrets or other proprietary, confidential information that the proposer claims is exempt from disclosure under the California Public Records Act, then you must submit separately one (1) redacted copy of the response in addition to the original version. The redacted version must include a cover letter that includes language affirming that the firm agrees to indemnify and defend LACERS in the event of any legal challenge to LACERS' reliance on the firm's assertion of confidentiality protections.**

Note: Responding firms that are selected to make presentations to the Board/Committee may be required to submit 10 hard copies of their responses.

- 4) Late responses will not be considered for review. LACERS reserves the right to determine the timelines of all submissions. At the day and time appointed, all timely submitted responses will be opened and the name of the Proposers announced. No other information about the responses will be made public until such time as any recommendation is made to the Board.
- 5) Please direct comments and questions to the RFQ Administrator indicated on the cover page of this RFQ. All contact regarding this RFQ or any matter relating thereto must be in writing and must be e-mailed to the administrator listed on the cover page.
- 6) If LACERS receives no more than one submission in response to this solicitation, or only one response that offers services in a particular service category, LACERS reserves the right to classify this RFQ as a failed RFQ and either re-release the RFQ or include the sole responding firm on the bench.
- 7) LACERS reserves the right to select more than one party to provide any of the services contemplated by this RFQ.

B. EVALUATION OF RESPONSES

- 1) The selected proposer must successfully pass all the following levels of review:

- a. **Level I – Administrative Responsiveness**

LACERS will conduct a preliminary evaluation of all responses submitted by the deadline to determine compliance with response requirements and mandatory document submissions. Firm's response must address the administrative requirements outlined in the RFQ. Firm's ability to adhere to LACERS' standard contract provisions will also be considered (See General Conditions (Appendix A) and the Standard Provisions for City Contracts (Appendix B)).

- b. **Level II – Review of Qualifications, Experience, & References**

Responding firm must demonstrate it meets the minimum qualifications and must demonstrate a positive record as a responsible contractor through due diligence reviews conducted by LACERS.

c. Level III – Final Approval by the Board

The responding firm(s) determined by the evaluation panel to be the most qualified to provide the required services at the best overall value to LACERS will be recommended for final approval by the LACERS Board of Administration (Board). The Board, at its sole discretion, makes the final determination of which firms to add to the bench for work described under Scope of Services.

2) Tentative Schedule

This schedule indicates estimated dates for the RFQ process. LACERS reserves the right to adjust this schedule when appropriate.

Date	Event
04/18/2023	Release of RFQ
04/25/2023	Deadline for RFQ questions
05/01/2023	RFQ question responses posted
05/29/2023 3:00 P.M. PST	Deadline for proposal submissions
05/30/2023	Board Governance Consulting Services Evaluation Period Begins
06/06/2023	Board Governance Consulting Services Interviews Begins
07/11/2023	LACERS Board of Administration selects pre-qualified firms for its bench

VI. GENERAL CONDITIONS AND COMPLIANCE DOCUMENTS

Responsive firms are to submit required documents specified in the General Conditions and Compliance Documents (Appendix A). The General Conditions also indicate several standard contracting provisions and requirements of every LACERS and City of Los Angeles contract. You are encouraged to read the documents thoroughly as they may result in additional expense to your firm, such as certain insurance requirements and a Los Angeles Business Tax Registration Certificate. This RFQ is for new contracts to be awarded after firms are added to the bench. Previous document submittals and/or waivers do not apply. New forms must be completed and processed.

VII. EXECUTIVE DIRECTIVE 35

Respondents are advised, pursuant to the Mayor's Executive Directive 35, if a bidder is selected and awarded a contract, and if the contractor is a for-profit company or corporation, the contractor shall, within 30 days of the effective date of the contract and on an annual basis thereafter (i.e., within 30 days of the anniversary of the effective date of the contract), report the following demographic information to the City via the Regional Alliance Marketplace for Procurement (RAMP): contractor's and any subcontractor's annual revenue, number of employees, location, industry, race/ethnicity, and gender of majority owner ("contractor/subcontractor Information"). On an annual basis, the contractor shall further request that any subcontractor input or update its business profile, including the contractor/subcontractor information, on RAMP or via another method prescribed by City.

Disclosure of demographic information is informational and will not impact the bidding, selection, or awarding process of a contract.