



State of Wisconsin
 Department of Employee Trust Funds
 4822 Madison Yards Way
 Madison, WI 53705-9100

P. O. Box 7931
 Madison, WI 53707-7931

Contract by Authorized Board

Commodity or Service:

Contract No.:

Consulting Actuary for Wisconsin
 Health Insurance Programs

ETD0012 – Amendment #23 dated October 12, 2023

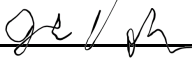
Contract Period: January 1, 2023 through December 31, 2023


1. This Contract Amendment #23 is entered into by the State of Wisconsin Department of Employee Trust Funds (ETF), hereinafter referred to as the "Department," and The Segal Company (Eastern States), Inc., hereinafter referred to as the "Contractor," whose address and principal officer appear below. The Department is the sole point of contact for this Contract.
2. Whereby the Department agrees to direct the purchase and the Contractor agrees to supply the Contract requirements cited herein in accordance with the State of Wisconsin Standard Terms and Conditions and in accordance with the Contractor's proposal date February 17, 2014 hereby made a part of this contract by reference.
3. In connection with the performance of work under this Contract, the Contractor agrees not to discriminate against any employees or applicants for employment because of age, race, religion, color, handicap, sex, physical condition, developmental disability as defined in s.51.01(5), Wis. Stats., sexual orientation as defined in s.111.32(13m), Wis. Stats., or national origin. This provision shall include, but not be limited to, the following: employment, upgrading, demotion or transfer; recruitment or recruitment advertising; layoff or termination; rates of pay or other forms of compensation; and selection for training, including apprenticeship. The Contractor further agrees to take affirmative action to ensure equal employment opportunities. The Contractor agrees to post in conspicuous places, available for employees and applicants for employment, notices to be provided by the contracting officer setting forth the provisions of the nondiscrimination clause.
4. Contracts estimated to be over fifty thousand dollars (\$50,000) require the submission of a written affirmative action plan. Contractors with an annual work force of less than fifty (50) employees are exempted from this requirement. Within fifteen (15) business days after the award of the Contract, the plan shall be submitted for approval to the Department. Technical assistance regarding this clause is provided by the Department of Employee Trust Funds, P.O. Box 7931, Madison, WI 53707-7931, 608.266.2586, or via e-mail at ETFMBProcurement@etf.wi.gov.
5. This initial contract period is for fifteen (15) months. Each contract period annually will be for twelve (12) months and extend unless and until either party gives the other 180 days' notice of their intent to cancel the Contract.
6. The Contract Amendment #1 is dated January 7, 2016 and the costs are not to exceed \$333,720.
7. The Contract Amendment #2 is dated April 7, 2016 with the attached Scope of Work dated April 7, 2016. Maximum costs for Wellness and Data Warehouse and Business Intelligence services shall be \$27,000 and paid upon ETF's satisfactory deliverable receipt and an approved invoice with billable hours. Maximum costs for Self-insuring/Regional Services shall be \$175,000 and paid in eight (8) equal installments from April through November 2016 upon receipt of an approved invoice. The total costs for Contract Amendment #2 shall not exceed \$202,000.
8. The Contract Amendment #3 is dated May 16, 2016 with attached Scope of Work dated May 16, 2016. All deliverables will be received by June 30, 2016. The total cost for Contract Amendment #3 shall not exceed \$106,000.
9. The Contract Amendment #4 is dated February 2, 2017 and the costs are not to exceed \$340,094.
10. The Contract Amendment #5 February 19, 2018 for consulting actuary related services, with the costs not to exceed \$354,474 for retainer fee services described in RFP ETD0012 and Amendment #5A. Amendment #5B includes the scope of work and fees for the Medicare Advantage RFP, and the costs are not to exceed \$107,844. Amendment #5C includes the scope of work and fees for the preparation of the Other Postemployment Benefit (OPEB) Information and the costs are not to exceed \$125,000. Amendment #5D includes the scope of work and fees for assistance on the RFP for the Self-insuring and regionalization of the health benefits program and the costs are not to exceed \$159,794. Costs for Amendments #5B&C&D shall be billed in addition to the 2018 retainer fee, in a single invoice, after ETF's satisfactory receipt of deliverables.
11. The Contract Amendment #6 dated March 7, 2019 is for consulting actuary related services:
 - costs are not to exceed \$362,201 for those retainer fee services described in RFP ETD0012;

- RFP ETD0012 Sect. 2.4 is amended as shown in Amendment #6A; and
 - RFP ETD0012 Sect. 3.6 Annual Health Insurance Dates and Deliverables Timetables is replaced with the table in Amendment #6B; and
 - Amendment #6C adds scope of work dated February 20, 2019 regarding Audit of the Income Continuation Insurance (ICI) and Duty Disability (DD) Actuarial Valuations for the Wisconsin Department of Employee Trust Funds (ETF) for which costs are not to exceed \$110,000.
12. The Contract Amendment #7 dated April 23, 2019 is for consulting actuary related services. It includes the scope of work and fees for the preparation of the Other Postemployment Benefit (OPEB) Information and the costs are not to exceed \$40,000.
13. The Contract Amendment #8 dated June 14, 2019 is for consulting actuary related services. It includes the scope of work described in Amendment #8A for the assessment of the Department's data warehouse and visual business intelligence services with costs are not to exceed \$40,000.
14. The Contract Amendment #9 dated June 25, 2019 is for the scope of work described in Amendment #9A for the audit of the Department's wellness and disease management contract with costs not to exceed \$63,000.
15. The Contract Amendment #10 dated January 2, 2020 is for consulting actuary related retainer services described in RFP ETD0012 with costs not to exceed \$369,626 for calendar year 2020.
16. The Contract Amendment #11 dated February 28, 2020 is for:
- The scope of work described in Amendment 11A for preparing other postemployment benefit information (OPEB Information) for programs administered by ETF in which the State participates as an employer for which costs are not to exceed \$110,000; and
 - RFP ETD0012 Sect. 3.6 Annual Health Insurance Dates and Deliverables Timetables is replaced with the table in Amendment 11B for calendar year 2020.
17. The Contract Amendment #12 dated January 8, 2021 is for:
- Consulting actuary related retainer services described in RFP ETD0012 with costs not to exceed \$373,988 for calendar year 2021; and
 - The scope of work (SOW) described in Amendment 12A for the Wellness Return on Investment (ROI) with costs not to exceed \$25,000.
18. The Contract Amendment #13 dated February 23, 2021 is for the statement of work described in this Amendment regarding Other Postemployment Benefit Information (OPEB Information) which shall not exceed \$40,000 and be invoiced according to this payment schedule:
- | Deliverable | Due Date | Invoice Amount |
|--------------------|----------------|----------------|
| Draft audit report | April 30, 2021 | \$25,000 |
| Final audit report | May 31, 2021 | \$15,000 |
19. The Contract Amendment #14 dated April 15, 2021 replaces RFP ETD0012 Section 3.6 Annual Health Insurance Dates and Deliverables Timetable with the table in Amendment #14A for calendar year 2021.
20. The Contract Amendment #15 dated August 16, 2021 is for Contractor to audit the Department's Wellness and Disease Management contract ETG0005 with WebMD Health Services according to the attached scope of work in Amendment #15A which shall not exceed \$55,000.
21. The Contract Amendment #16 dated December 14, 2021 is for consulting actuary related retainer services described in RFP ETD0012 with costs not to exceed \$385,208 for calendar year 2022.
22. The Contract Amendment #17 dated March 2, 2022 is for Contractor to perform the attached scope of work for preparing other postemployment benefit (OPEB) information for programs administered by the Department in which the State participates as an employer with costs not to exceed \$120,000.
23. The Contract Amendment #18 dated March 10, 2022 replaces RFP ETD0012 Section 3.6 Annual Health Insurance Dates and Deliverables Timetable and the table in Amendment #14A with the attached table in Amendment 18 for calendar year 2022.
24. The Contract Amendment #19 dated June 17, 2022 is for Contractor to (a) evaluate 6-9 new and current health plan vendors offering to expand their network to provide Access-type services to ETF's members, (b) build a new tier rate model that will migrate all the various members to the new plans, in qualified counties where they operate, (c) estimate the risk moving to each, (d) develop regional factors, (e) look at other high dollar claimants from the exiting WEA Trust, and (f) develop new premium rates for all of the above with costs not to exceed \$30,000.

25. The Contract Amendment #20 dated December 16, 2022 is for consulting actuary related retainer services described in RFP ETD0012 with costs not to exceed \$396,764 for calendar year 2023.
26. The Contract Amendment #21 dated February 3, 2023 is for Contractor to perform the attached scope of work regarding the 2023 GASB75 WI Health Insurance OPEB valuation with costs not to exceed \$44,000.
27. The Contract Amendment #22 dated February 20, 2023 replaces RFP ETD0012 Section 3.6 Annual Health Insurance Dates and Deliverables Timetable and the prior tables in Amendments #6B, 11B, 14A, and 18 with the attached 2023 Annual Health Insurance Dates and Deliverables Timetable.
28. This Contract Amendment #23 dated October 12, 2023 is for Contractor to perform the attached scope of work regarding ETF's Medicare RFPs with costs not to exceed \$75,000. Segal will invoice ETF not more often than every 30 days for completed work after deliverables are received by ETF and ETF has acknowledged the quality of the deliverables.
29. For purposes of administering the Contract, the order of precedence is:
 - A) The Contract with the Segal Company (Eastern States), Inc.;
 - B) this Contract Amendment #23 dated October 12, 2023;
 - C) the Contract Amendment #22 dated February 20, 2023;
 - D) the Contract Amendment #21 dated February 3, 2023;
 - E) the Contract Amendment #20 dated December 16, 2022;
 - F) the Contract Amendment #19 dated June 17, 2022;
 - G) the Contract Amendment #18 dated March 10, 2022;
 - H) the Contract Amendment #17 dated March 2, 2022;
 - I) the Contract Amendment #16 dated December 14, 2021;
 - J) the Contract Amendment #15 dated August 16, 2021;
 - K) the Contract Amendment #14 dated April 15, 2021;
 - L) the Contract Amendment #13 dated February 23, 2021;
 - M) the Contract Amendment #12 dated January 8, 2021;
 - N) the Contract Amendment #11 dated February 28, 2020;
 - O) the Contract Amendment #10 dated January 2, 2020;
 - P) the Contract Amendment #9 dated June 25, 2019;
 - Q) the Contract Amendment #8 dated June 14, 2019;
 - R) the Contract Amendment #7 dated April 23, 2019;
 - S) the Contract Amendment #6 dated March 7, 2019;
 - T) the Contract Amendment #5 dated February 19, 2018;
 - U) the Contract Amendment #4 dated February 2, 2017;
 - V) the Contract Amendment #3 dated May 16, 2016 with attached Scope of Work dated May 16, 2016;
 - W) the Contract Amendment #2 dated April 7, 2016 with attached Scope of Work dated April 7, 2016;
 - X) the Contract Amendment #1 dated January 7, 2016;
 - Y) Questions from vendors and ETF Answers dated January 28, 2014;
 - Z) Exhibit A, Changes Agreed to by the Parties from the Request for Proposal (RFP) ETD0012;
 - AA) Exhibit B, Business Associate Agreement dated July 23, 2014;
 - BB) the RFP dated January 6, 2014, and
 - CC) the Contractor's proposal dated February 17, 2014.

Contract Number & Service: ETD0012 – Amendment #23 Consulting Actuary for Wisconsin Health Insurance Programs

State of Wisconsin	
Department of Employee Trust Funds	
Signature	
Name/Title	A. John Voelker, Secretary Department of Employee Trust Funds
Phone	608.266.0301
Date (MM/DD/CCYY)	10/13/2023

Contractor	
Legal Company Name	The Segal Company (Eastern States), Inc.
Trade Name	Segal Consulting
Taxpayer Identification Number	13-1835864
Company Address (City, State, Zip)	2727 Paces Ferry Road SE, Bldg. 1 Suite 1400, Atlanta, GA 30339
Name/Title	Kenneth C. Vieira, FSA, FCA, MAAA, Senior Vice President
Signature	
Phone	678.306.3154
Date (MM/DD/CCYY)	10/12/2023

Scope of Work (SOW) for assistance on ETF's Requests for Proposals (RFP) for Medicare Advantage and Medicare Plus

1. Review RFPs / Assist in Developing the RFPs/RFP Documents

ETF will provide Segal the draft RFPs, 2024 Group Health Insurance Program (GHIP) Program Agreement, and RFP questionnaire benchmarks by **October 15, 2023**.

- a. By **November 10, 2023**, Segal will review, draft text, and/or provide feedback/red-line drafts to ETF regarding the following:
 - i. RFP General Questionnaire Sections 6.1-6.7;
 - ii. RFP Technical Questionnaire Section 7;
 - iii. RFP Section 8, Network Submission Requirements (applies to Medicare Advantage only);
 - iv. The Medicare Advantage and Medicare Plus sections within ETF's 2024 GHIP Program Agreement; and
 - v. Questionnaire benchmarks.
- b. Segal will also, specifically, update ETF on the following RFP topics in the documents listed above:
 - i. Medicare Advantage and Medicare Plus regulations, including research on items specific to Wisconsin plans.
 - ii. Overall retiree health program strategy with Medicare Advantage national passive PPOs and regional HMOs as components of that strategy including, but not limited to the option of a competitive model with more than one Medicare Advantage vendor and/or gain sharing.
- c. By **November 10, 2023**, Segal will draft/develop and provide to ETF the following:
 - i. Text to include in RFP Section 9 Cost; and
 - ii. Section 9 Cost proposal workbook, Section 8 Network submission attachments, data instructions and other necessary forms for vendors to submit to Segal.
- d. If ETF has questions regarding Segal's feedback/red-line drafts, Segal will discuss such with ETF on a date agreed upon by Segal and ETF, but no later than **November 30, 2023**.
- e. Segal will compile all final Section 8 and 9 documents for vendors, e.g., network access file, claims, and census data, and the final cost proposal workbook and any forms to be released to vendors. Segal will provide such to vendors within 2 business days of Segal's receipt of the signed NDA from a vendor. (The NDA, amongst ETF, Segal, and the vendor, will be provided to vendors with the RFPs.) Segal can expect to receive NDAs starting on **March 14, 2024**, the date ETF releases the RFPs.

Segal:

Proposed Staff:

- [Gina Sander, Lead Health Consultant](#)
- [Jennifer Slutzky, Procurement Specialist](#)
- [Patrick Klein, Lead Actuary](#)
- [Zachary Vieira, Actuarial Associate](#)
- [Kirsten Schatten, Subject Matter Expert](#)
- [Albert Shaaya, Data Analyst](#)

of Hours: 113 hours

\$ Amount: \$35,000

2. List of Vendors in the Medicare Advantage / Medicare Plus Space

- a. By February 28, 2024, Segal will provide ETF's Procurement Office a list of qualified vendors with company name, contact name, and contact email address that ETF will use for distributing notice of the RFPs. ETF has contact details for the ETF-contracted health plans and will not need that information from Segal.

Segal:

\$ Amount: no charge

3. Respond to bidder questions

- a. The RFPs will instruct vendors to contact ETF's Procurement Office directly regarding any issues or questions related to the data and documents provided to vendors by Segal. ETF will forward such questions/issues to Segal for answers; Segal will respond to ETF regarding such questions and issues within 2 business days and ETF will post answers to all vendors as appropriate.
- b. The RFPs will instruct vendors to contact ETF regarding all other questions and matters related to the RFPs. Should Segal receive any inquiries from Vendors, Segal will forward such questions to ETF's Procurement Office within 2 business days of receipt of such questions.
- c. Vendor questions are due to ETF on **April 11, 2024**. ETF will compile all questions it receives from vendors and will consult with Segal as needed to answer such questions. ETF will post vendor questions and answers on or about **May 24, 2024**.
- d. Segal will correspond with ETF's Procurement Office as needed.

Segal:

Proposed Staff:

- Gina Sander, Lead Health Consultant
- Jennifer Slutzky, Procurement Specialist
- Patrick Klein, Lead Actuary
- Zachary Vieira, Actuarial Associate
- Kirsten Schatten, Subject Matter Expert
- Albert Shaaya, Data Analyst

of Hours: 10-20 hours

\$ Amount: \$5,000

4. Preliminary Analysis of Vendor Cost Proposals/Documents

- a. The RFPs will instruct vendors to send their cost proposals and all other Section 8- and Section 9-required documents directly to Segal, per instructions provided by Segal in the RFPs, no later than **July 12, 2024, at 2:00 p.m. central time**. Segal will provide an acknowledgement of receipt to the vendor and to ETF's Procurement Office within 2 business days of receipt of the vendor's documents. Segal will reject any documents that it receives after the above listed due date and time and inform ETF's Procurement Office that documents were received after the deadline.
- b. Segal will analyze and score only the selected* vendors' responses to Sections 8 and 9 and cost proposals. Such analysis will include a pass/fail analysis of network access and scoring of initial cost proposals consistent with the RFP requirements.

*If the RFP evaluation committee rejects vendor RFPs (i.e., eliminates one or more proposers from the vendor pool), ETF will instruct Segal to perform their analysis only on the documents submitted by selected vendors.
- c. Segal will develop and provide a report for ETF that summarizes Segal's analysis of the documents submitted by the selected vendors by **November 1, 2024**.

Segal:

Proposed Staff:

- Gina Sander, Lead Health Consultant
- Jennifer Slutzky, Procurement Specialist
- Patrick Klein, Lead Actuary
- Zachary Vieira, Actuarial Associate
- Kirsten Schatten, Subject Matter Expert
- Albert Shaaya, Data Analyst

of Hours: 55 hours

\$ Amount: \$20,000

5. Secondary Analysis of Vendor Cost Proposals/Documents

- If requested by the RFP evaluation committee, ETF will request vendor finalists to submit BAFOs by **November 13, 2024, at 2:00 p.m. central time**. If this is the case, vendors will be instructed to submit revised cost proposals/documents to Segal.
- Segal will provide an acknowledgement of receipt to the vendor and to ETF's Procurement Office within 2 business of receipt of the vendor's documents. Segal will reject any documents that it receives after the due date and time and inform ETF's Procurement Office that documents were received after the deadline.
- Segal will analyze and score the vendors' revised responses. Such analysis will include a pass/fail analysis consistent with the RFP requirements.
- Segal will develop and provide an updated report for ETF that summarizes Segal's analysis of the BAFO documents submitted **November 20, 2024**.

Segal:

Proposed Staff:

- Gina Sander, Lead Health Consultant
- Jennifer Slutzky, Procurement Specialist
- Patrick Klein, Lead Actuary
- Zachary Vieira, Actuarial Associate
- Kirsten Schatten, Subject Matter Expert
- Albert Shaaya, Data Analyst

of Hours: 16-20 hours

\$ Amount: \$5,000

6. Board Presentation

- Segal may be asked to present (either in person or on the phone, at ETF's direction) its analysis of proposals (including a cost analysis) to the Group Insurance Board at its meeting on **February 19, 2025**.

Segal:

Proposed Staff:

- Gina Sander, Lead Health Consultant
- Jennifer Slutzky, Procurement Specialist
- Patrick Klein, Lead Actuary
- Zachary Vieira, Actuarial Associate
- Kirsten Schatten, Subject Matter Expert
- Albert Shaaya, Data Analyst

of Hours: 10 hours

\$ Amount: \$5,000

7. Analysis of Cost Proposals upon release of Centers for Medicare and Medicaid Services (“CMS”) Final Call Letter

CMS releases its Medicare Advantage call letter regarding subsidies due to STAR ratings in **April, 2025**. After release of the call letter:

- a. Segal will analyze and score the awarded vendor(s)' final cost proposals consistent with the RFP requirements based on the rates in the call letter.
- b. Within 2 weeks of release of the CMS call letter, Segal will develop a report for ETF and the Board that summarizes the cost proposals of awarded vendor(s) based on the rates in the call letter.

Segal:

Proposed Staff:

- Gina Sander, Lead Health Consultant
- Jennifer Slutzky, Procurement Specialist
- Patrick Klein, Lead Actuary
- Zachary Vieira, Actuarial Associate
- Kirsten Schatten, Subject Matter Expert
- Albert Shaaya, Data Analyst

of Hours: 16-20 hours

\$ Amount: \$5,000

Total costs for the work in sections 1-6 above shall not exceed \$75,000.

Segal will invoice ETF not more often than every 30 days for completed work after deliverables are received by ETF and ETF has acknowledged the quality of the deliverables.