

**REQUEST FOR PROPOSALS FROM
FINANCIAL ORGANIZATIONS FOR THE PROVISION OF STABLE VALUE
STRUCTURE MANAGEMENT SERVICES FOR THE DEFERRED COMPENSATION
PLAN FOR EMPLOYEES OF THE STATE OF NEW YORK AND OTHER
PARTICIPATING PUBLIC JURISDICTIONS (“PLAN”)**

January 7, 2026

Designated Contacts for this Procurement:

Thomas Shingler, Callan

Hannah Vieira, Callan

All contact/inquiries shall be made by email to the following addresses:

shingler@callan.com and vieira@callan.com

Please note the following:

- 1. For a proposal to be considered complete and receive consideration, it must include all information requested in Section IV. B. “Form and Substance of Proposals” found on pages 7 through 9 of this RFP. Firms that do not provide complete proposals will be deemed non-responsive.**
- 2. All necessary RFP documents, including Appendix Word document and Excel templates, can be found on Callan’s website at the following link:**
<https://www.callan.com/new-york-state-deferred-compensation-board-stable-value-rfp/>

I. PURPOSE

The State of New York, through the New York State Deferred Compensation Board (the “Board”), is seeking formal written proposals from financial organizations to provide Stable Value Structure Management Services for the New York State Deferred Compensation Plan (the “Plan”).

To be eligible for selection, the financial organization must be an organization duly authorized to do business in the State of New York which is (i) registered as an investment advisor under the Investment Advisors Act of 1940, as amended; or (ii) a bank, as defined in that Act; or (iii) an insurance company qualified under the laws of more than one state to manage, acquire or dispose of any assets of plans which meet the requirements for qualification under the Internal Revenue Code, governmental plans and eligible state deferred compensation plans.

This Request For Proposal (“RFP”) is divided into six sections. The sections include (I) Purpose, (II) Background, (III) Product Design Requirements, (IV) Timing and Procedures Governing Submission of Proposals, (V) Selection Process and (VI) Conditions.

The RFP also includes four Appendices that must be included in a respondent’s proposal for it to be considered complete and receive consideration:

1. Appendix A, Contract Questionnaire (RFP Questions)
2. Appendix B, Diversity Statistics Grid
3. Appendix C, Vendor Responsibility Questionnaire
4. Appendix D, Application for a Competitively Bid Contract (Form ADM-28)

The Request for Proposals also includes the following exhibits:

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| Exhibit A: | Standard Clauses for all New York State Contracts |
| Exhibit B: | Affirmative Action/Equal Employment Opportunity/Non-Discrimination Policy |
| Exhibit C: | The Plan’s Procurement Guidelines |

Exhibit D:	Plan Assets by Investment Option
Exhibit E:	Stable Income Fund Assets by Category
Exhibit F:	Stable Income Fund Investment Guidelines
Exhibit G:	Client Account Breakdown
Exhibit H:	Proposed Stable Value Fund Structure
Exhibit I:	Policy and Guidelines for Implementing the New York State Procurement Lobbying Law, Sections 139-j and 139-k of the New York State Finance Law
Exhibit J:	Iran Investment Policy

Pursuant to the guidelines in Section IV, the designated contact persons for this contracting opportunity during the restricted period will be Thomas Shingler and Hannah Vieira, Callan.

II. BACKGROUND

The Plan is intended to satisfy the requirements for an eligible deferred compensation plan under Section 457 of the Internal Revenue Code of 1986, as amended (the “IRC”) applicable to governmental employers described in Section 457(e)(1)(B) of the IRC (“Section 457 Plan”). As such, amounts of compensation deferred under the Plan, including any income attributable thereto, will not be included in the gross income of Plan participants until the taxable year or years in which such amounts are actually distributed to the participant or the participant’s beneficiary. A copy of the current Plan Document, which was amended and restated on April 25, 2017, is available on the Board’s website, <https://deferredcompboard.ny.gov/>. The Plan is governed by Section 457 of the IRC, Section 5 of the New York State Finance Law, Parts 9000 – 9006 of the New York State Code of Rules and Regulations (the “Rules and Regulations”), and all other applicable federal, state, and local laws and regulations.

As of September 30, 2025, total Plan assets were \$43.7 billion. The investment options offered to Plan participants are diversified among asset classes and include a range of categories and styles. Participants are currently given a choice of directing their contributions to the investment options listed in Exhibit D.

The Plan also includes a Self-Directed Investment Account (“SDIA”) through which a participant may access mutual funds and ETFs beyond the Plan’s core menu of investment options. Investments in the SDIA, which holds approximately 0.8% of Plan assets as of 09/30/2025, are limited to 50% of a participant’s account balance in the Plan. Other rules regarding the Plan’s core menu of investment options as well as the SDIA may be obtained from the Plan’s website, www.nysdcp.com. All assets of the Plan are held in trust to comply with Section 457(g) of the IRC.

The benefits provided to any participant under the Plan depend upon the aggregate amount deferred and the investment performance of the investment options in which such amounts are invested. Plan participants may direct their future contributions to any of the investment options which are offered, may change their investment direction as to future contributions, and, subject to certain restrictions, may transfer their accumulated contributions and earnings from one investment option to another, on a daily basis. In addition, participants may take loans from their Plan accounts.

The Plan's stable value option, called the Stable Income Fund (the "Fund"), currently has the largest asset base among all the Plan's investment options. As of September 30, 2025, the Fund's assets totaled \$8.3 billion, with 121,244 participants allocating assets to this investment option. The primary objective of the Fund is to provide a stable rate of return along with preservation of principal and liquidity.

As of September 30, 2025, active participants' assets invested within the Fund were categorized by age range as follows:

- 4% under age 39,
- 14% between 40-49,
- 40% between 50-59,
- 33% between 60-69, and
- 10% were 70 and over.

Inactive participants' assets invested within the Fund categorized by age range were as follows:

- 2% under age 49,
- 13% between 50-59,
- 42% between 60-69, and
- 43% were 70 and over.

As of September 30, 2025, the Fund consisted of approximately 98.6% wrapped fixed income portfolios and 1.4% cash. Exhibit E provides a detailed view of the Fund's allocations. The duration of the portfolio as of 9/30/2025 was 3.3 years.

The Fund includes a cash account to provide for daily liquidity. All participant contributions to the Fund are initially deposited into the cash account. Payments made from the Fund at any time as a result of transfers by participants to other investment options under the Plan, distributions to participants, or withdrawals by participants under the Plan, are currently made from the cash account. While it is anticipated that contributions to the cash account will be sufficient to meet the Plan's need for liquidity, the Board reserves the right to make payments on a pro-rata basis from assets of the Fund to the extent that current cash flow is not sufficient.

The following organizations currently provide administrative, custodian, trustee and investment services to the Fund:

Administrative Service Agency: Nationwide Retirement Solutions

Custodian/Trustee: BNY Mellon

Auditor: Citrin Cooperman

Independent Consultant: Callan LLC

Legal Counsel: Groom Law Group*

*The vendor selected for this procurement will be expected to sign a conflict waiver if that firm also has a relationship with Groom Law Group. Groom will be negotiating the contract on behalf of the NYS Deferred Compensation Board.

Stable Value Structure Manager: GSAM Stable Value, LLC.

Stable Income Fund:

Wrapped Fixed Income Managers:

Earnest Partners
Income Research + Management
Jennison Associates
JP Morgan
Loop
Loomis
Longfellow
MacKay Shields
New Century
NISA
Voya
Wellington

Book Value Wrappers:

Mass Mutual
Metropolitan Life
New York Life
Prudential

III. PRODUCT DESIGN REQUIREMENTS

The Board is seeking proposals from financial organizations to provide Stable Value Structure Management Services to the Plan. The Stable Value Structure Manager (“Structure Manager”) will be responsible for managing the aggregate risk characteristics of the Fund. These risk characteristics include the Fund’s duration, liquidity strategy, sector exposure, and credit quality. Stable Income Fund Investment Guidelines issued by the Board are attached as Exhibit F. The Structure Manager will also be responsible for managing and executing the cash flow management strategy and allocating assets to strategies and managers. The Structure Manager will be responsible for (i) the advice, analysis and recommendations for the selection of underlying investment strategies managed by third-party asset managers, including the cash manager and wrapped separate account fixed income portfolios; (ii) insurance company separate accounts; and (iii) the monitoring of such managers and portfolios. The Structure Manager will be responsible for the selection, monitoring, and structuring of book value wrap contracts and will be required to enter into book value wrap contracts on behalf of the Plan.

The Structure Manager will be required to provide monthly written reports reviewing and evaluating the performance of the Fund, assessing its compliance with the Board’s investment policies applicable to the Fund, and the preparation of a quarterly Fund Fact Sheet for publication to participants. At least one senior representative of the Structure Manager will be required to attend quarterly meetings with the Board. Appropriate staff of the Structure Manager will be required to work, on an as-needed basis, with the Board’s Staff and Legal Counsel in addressing matters related to the Fund.

IV. TIMING AND PROCEDURES GOVERNING SUBMISSION OF PROPOSALS

A. *Calendar of Events*

<u>Activity</u>	<u>Date</u>
1. Distribution of Request for Proposals	January 7, 2026
2. Closing date for Submission of Questions	January 21, 2026
3. Publication of Responses to Questions	January 28, 2026
4. Closing Date for Submission of Proposals	February 11, 2026

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| 5. Entry of product information into Callan's database | February 11, 2026 |
| 6. Notification of Finalists Selected | April 2026 |
| 7. Interview with Board, Board Staff, and/or Board Advisors | April or May 2026 |
| 8. Anticipated Notification of Successful Proposers | May 2026 |
| 9. Commencement of Contract | October 2026 |

Submission of Questions:

Proposers may submit written questions regarding this RFP by no later than 5:00 p.m. (ET), Wednesday, January 21, 2026 via e-mail only to Tom Shingler (shingler@callan.com) and Hannah Vieira (vieira@callan.com). Questions should not be directed to Board Staff or individual Board members.

Responses to all questions will be provided on the Board's website (<https://deferredcompboard.ny.gov/>) no later than January 28, 2026 under Procurement Opportunities and Information tab. Questions and answers will also be posted on Callan's website (<https://www.callan.com/rfps/>). The firms that submitted the questions will not be identified.

B. Form and Substance of Proposals

All proposals must be in writing, must describe the scope of the services to be performed, and clearly indicate all fees for the provision of services described herein. Proposals must fully disclose any sponsorship or similar arrangement.

All contracts with the Board are subject to the terms of the Plan and the Rules and Regulations of the Board ("the Rules and Regulations"), as both are amended from time to time, and all other applicable requirements of State law. A copy of the Rules and Regulations may be obtained from the Board's web site, www.deferredcompboard.ny.gov. The Board currently submits contracts to the Attorney General and Comptroller of the State of New York for review and approval. All other materials related to this RFP will be posted in the Procurement section of the website. The Office of the State Comptroller requires that the selected proposer(s) meet the definition of a Responsible Vendor as defined by the State (for more information see www.osc.ny.gov). The Board is required to conduct a review of a prospective contractor to provide reasonable assurances that the vendor

is responsible. In addition, all contractors must abide by the State's affirmative action considerations and the Plan's Procurement Guidelines.

In accordance with subdivision 2 of section 5 of the New York State Finance Law, the Board is committed to ensuring the inclusion of MWBE Asset Managers and MWBE Financial and Professional Service Firms in requests for proposals or searches conducted by or on behalf of the Board with respect to the selection of service providers to the New York State Deferred Compensation Plan. Proposals should indicate if your organization is designated MWBE.

For a proposal to be considered complete and receive consideration, it must include the following:

1. A **Cover Letter**, which must be signed by at least one individual who is authorized to bind the respondent contractually. The cover letter must include:
 - a) the respondent's name, address, telephone number, and email address;
 - b) a statement to the effect that the Proposal is an irrevocable offer;
 - c) a representation that the proposal complies with all requirements of the Rules and Regulations;
 - d) a list of the minimum requirements and a statement as to whether the firm meets each minimum (see section V, A, vii minimum requirements)
2. An **Executive Summary**, which is distinct from the Cover Letter, of not more than 3 pages in length, that summarizes the contents of the Proposal.
3. **Appendix A**, Stable Value Structure Manager Questionnaire (RFP Questions)
4. **Appendix B**, Diversity Statistics Grid
5. **Appendix C**, Vendor Responsibility Questionnaire
6. **Appendix D**, Application for a Competitively Bid Contract (ADM-28) attached hereto and must conform to the specifications set forth in this RFP.

The proposal must also contain a representation that the proposal complies with all requirements of the Rules and Regulations.

Please note that all proposals must be submitted by the same legal entity that fills out the Vendor Responsibility Questionnaire and that would be the party to the contract with the Board, if selected.

Neither the Board nor the State will be liable for any costs of work performed in the preparation and production of a proposal or for any work performed prior to the execution of an effective contract. By submitting a proposal, each proposer agrees not to make any claims for or to have any right to damages because of any misunderstanding or misinterpretation of the specifications, because of any misinformation or lack of information or because such proposer is not selected to provide the services proposed.

To receive consideration, an electronic PDF copy must be sent **via email to Callan and the Board by 5pm Eastern time on February 11, 2026**. Please combine your response into **one PDF file in OCR format, if possible**. Should file size be an issue, please send your response(s) via multiple emails, PDFs, or Zip files as needed. Please deliver proposal(s) to the following email address:

- newyorkstatedcboard@callan.com
- tara.anderson@nysdcp.com

Please include “NYSDCP Stable Value Structure Manager RFP” in the subject line of email responses along with your firm’s name.

Respondents must enter their applicable product information into Callan’s database (CallanDNA) in order to be considered for this RFP. Callan will review the database as part of the evaluation process. Explanation of requirements for entering information into the database can be found at: <http://www.callan.com> (click on “Manager Questionnaire” under “Quick Links”).

1. All candidates **must** ensure that firm and product information is current and accurate as of September 30, 2025 in Callan’s database.
2. Candidates with multiple eligible products must provide database entries for each product.
3. There is no fee for entering information into the database.

If you have questions regarding submitting data into Callan’s database, please contact webinfo@callan.com.

Any proposer who receives a copy of this RFP, but who declines to make a proposal, is requested to send a formal “Decline to Make a Proposal” letter to newyorkstatedcboard@callan.com and tara.anderson@nysdcp.com.

C. Award or Rejection

All qualified proposals will be evaluated, and an award will be made to the financial organization whose proposal represents the best value to the Plan and whose proposal is determined to be in the best interest of the Plan’s participants.

The evaluation of proposals will be made by the Board based on information supplied in the financial organization's proposal including, without limitation, the provision of references by the proposer and verification thereof and such other available information which the Board determines advisable to consult. Callan will be the independent consultant to the Board in the selection process.

V. SELECTION PROCESS

A. *General Evaluation Criteria*

In selecting a financial organization in response to the RFP, the Board will use criteria that comply with the requirements of the Rules and Regulations including sections 9002.2 and 9003.3 thereof, in addition to the provider's agreement to the description of the terms contained in the Plan's standard investment management agreement. Examples of information that will be evaluated to assess proposals against these criteria are as follows:

- (i) The qualifications of the organization as evidenced by the experience, reputation, and clients over a substantial period of time;
 - a. Total value of assets for which the organization provides comparable services.
 - b. Client retention statistics and quality of client references (if contacted).
 - c. Independence and freedom from conflicts of interest.
- (ii) The ability of the organization to meet its contractual obligations and to provide the services set forth herein;
 - a. Stability of the firm as measured by its organizational structure and financial condition.
 - b. Organization's ability to provide the product described in Section III, Product Design Requirements.
- (iii) The organization's experience with plans that meet the requirement for qualification under the Code, including eligible state Section 457 Plans;
 - a. Experience providing services to 457, 401 (k) and 403 (b) plans.
 - b. Number of plans serviced by size and type and categories of services provided.
- (iv) The organization's ability to interface with financial organizations with which the Board might have contact.
- (v) The overall cost efficiency of the proposal;
 - a. Fee structure.

- b. Supplemental costs involved.
- (vi) The overall quality and scope of the services to be provided.
- a. Investment philosophy and portfolio strategy.
 - b. Risk control measures.
 - c. Investment record over substantial period of time.
 - d. Length of time offering similar products.
- (vii) Minimum requirements;
- a. The proposing firm must have a minimum of \$15 billion in total stable value product assets under management and \$5 billion in stable value separate account assets under management, both as Structure Manager, as of 9/30/25. Qualifying Structure Manager assets may include mandates where underlying assets are managed by third parties and/or the proposing firm itself, provided the firm owns responsibility for portfolio structure and wrap oversight.
 - b. There is a strong preference for the proposing firm to have a minimum of three (3) clients with stable value separate account assets exceeding \$500 million each and at least one (1) client whose stable value separate account assets exceed \$1 billion.
 - c. The proposing firm must possess a track record which demonstrates at least five (5) years of experience providing Stable Value Fund Management services to defined contribution plan clients.
 - d. The team who will be managing the proposed account must possess a minimum of five (5) years of experience managing stable value separate accounts as well as selecting and monitoring sub-advisors.
 - e. Proposing firms must attest in writing that neither the firm nor its key professionals will encounter a conflict of interest in providing the services requested.
 - f. Proposing firm and its personnel have all authorizations, permits, licenses, and certifications as may be required under federal, state or local law to perform the services specified in this RFP at the time it submits a response to the RFP.
 - g. Proposing firm will carry errors and omissions insurance or comparable instrument to cover negligent acts or omissions.

B. *Review by Investment Consultant, Board or Board Staff*

Based on the criteria described above, Callan and Board staff will review and screen all bids and recommend finalists to the Board in April or May 2026. All finalists will receive notice of their selection.

C. *Presentations to Board*

The Board, Board Staff and/or Board advisors will conduct interviews of selected finalists at a future date to be determined, in April or May 2026.

D. Notification of Selected Financial Organization

It is anticipated that the selected financial organization will be notified by the Board in May 2026.

E. Commencement of Contract

Contract term with the selected financial organization will begin no earlier than October 2026 or on such later date as may be specified by the Board.

F. Terms of Contract

The Board expects to enter into a contractual arrangement of up to five years as permitted by the Rules and Regulations of the Board. The Board's Rules and Regulations permit the Board to provide two one-year extensions where such extension would be in the best interests of the Plan and Plan participants.

G. Contract Terms and Conditions

The written contract with the awarded financial organization shall be a standard State contract and shall include, without amendment, the "Standard Clauses for New York State Contracts" (Exhibit A).

If awarded a contract, the financial organization will be required to submit certain forms and comply with the following information:

Vendor Responsibility

The Board is required to conduct a review of each proposer to provide reasonable assurances that the vendor is responsible. Each proposer is required to complete a Vendor Responsibility Questionnaire and Form ADM-28 (see attached Appendices C and D). The questionnaire requires a certification by the contractor certifying to the accuracy of the information provided therein. Please note that all proposals must be submitted by the same legal entity that fills out the Vendor Responsibility Questionnaire and that would be the party to the contract with the Board, if selected.

The Board or designated Board staff will make a finding of responsibility or non-responsibility, considering any information that comes to its attention concerning the contractor's responsibility. The Board or designated Board staff will contact the contractor should potentially negative information come to their attention in the proposal. If the Board finds a contractor to be non-responsible, a written notice will be provided detailing the reason(s) for the preliminary determination and an opportunity to be heard before the determination is finalized.

A contractor is required to update their responsibility determination if a material event occurs during the contract term requiring an amendment.

Tax Certification

State Tax Law Section 5-a requires that certain contractors with the Board must certify whether or not the contractor, its affiliates, its subcontractors and affiliates of the subcontractors are required to register to collect State sales and compensating use tax. If selected, the contractor must also certify that it is so registered with the State Department of Taxation and Finance ("DTF").

The selected proposer(s) will be required to complete and sign, under penalty of perjury, the Contractor Certification Form ST-220-TD and submit a copy to the DTF, as well as the Contractor Certification to Covered Agency Form ST-220-CA and submit a copy to the Board. More information regarding this requirement and copies of the required forms are available online at the Board's website, <https://deferredcompboard.ny.gov> (under the Procurement Opportunities and Information tab). These completed forms need not be included in the RFP response.

Equal Employment Opportunity

All proposers must submit an "Equal Employment Opportunity (EEO) Policy Statement" on their letterhead and signed by an official of the financial organization. The "EEO Policy Statement" must be submitted before a contract can be awarded.

Non-Discrimination/Americans with Disabilities Act (ADA)

The Plan does not discriminate on the basis of race, color, national origin, sex, religion, age, disability, or sexual orientation in the admission to, access to, or employment in its program or activities. A reasonable accommodation will be provided on request. Any product(s) developed as a result of this RFP must be in a format that can be converted for use by individuals with disabilities to meet the reasonable accommodation standards established by the Americans with Disabilities Act.

Electronic Files or Data

Electronic files that are to be exchanged as a part of this proposal or as a product of the contract must conform to the requirements of the Plan, and the selected manager will be required to comply with the Information Security Breach and Notification Act (General Business Law Section 899-aa; State Technology Law Section 208).

Conflict of Interest

Proposers may be requested to provide evidence that the award of the contract from this RFP will not result in a conflict of interest with regard either to other work performed by the contractor, or a potential conflict of interest among specific contractor staff or subcontractors.

Indemnification

No proposer will be entitled to include a provision in the contract providing indemnification rights to the proposer. Any written contract with the awarded financial organization will contain a provision acknowledging that no indemnification will be provided to the financial organization. Any contract will, however, be required to provide for the proposer's indemnification of the Board, the Plan, Plan participants, employers participating in the Plan, the Trustee and the staff of the Board in connection with the services provided.

Publicity

Publicity includes, but is not limited to, news conferences, news releases, advertising, brochures, reports, and/or presentations at conferences or meetings. The inclusion of materials, the name of the Plan, or other such reference to the Plan or the Board in any document or forum is considered publicity. News releases or any other public announcements regarding work to be performed under the contract may not be released without prior written approval from the Board.

Freedom of Information Law and Proposer's Proposals

The purpose of the State's Freedom of Information Law ("FOIL"), which is contained in Public Officers Law Sections 84-90, is to promote the public's right to know the process of governmental decision making and to grant maximum public access to governmental records. Thus, a member of the public may submit a FOIL request for contracts awarded by the Board or for the proposals submitted to the Board in response to an RFP. After formal contract approval by the Office of the State Comptroller, the proposal of the successful proposer and the proposals of the non-successful proposers are subject to disclosure under FOIL.

Pursuant to Section 87(2)(d) of Public Officers Law, the Board may deny access to those portions of proposals or portions of a successful proposer's contract which are trade secrets or submitted to the Board by a commercial enterprise or derived from information obtained from a commercial enterprise and which if disclosed would cause substantial injury to the competitive position of the subject enterprise. Please note that information, which you may claim as proprietary, copyrighted, or rights-reserved is not protected from disclosure under FOIL.

If there is information in your proposal that meets the definition set forth in Section 87(2)(d) of the Public Officers Law, you must inform the Board in a letter accompanying your proposal. This letter must contain the following information:

1. Identification by page, line, or other appropriate designation of that specific portion of the proposal which contains the information; **and**
2. A detailed justification of why disclosure of such information to the public under FOIL would cause substantial injury to your competitive position. Please note that the courts have ruled that a mere conclusory statement that certain information is a trade secret and that disclosure would cause injury to your competitive position is **insufficient** to protect it from disclosure under FOIL.

Failure to identify the information you believe should be protected by Section 87(2)(d) may result in such information being disclosed if a FOIL request is received.

It is your responsibility to contact an attorney with any questions about FOIL.

Relationship Between the Board and Contractor

The relationship of the selected financial organization to the Board shall be that of an independent contractor. In accordance with such status as an independent contractor, the contractor covenants and agrees to act consistent with such status: to neither hold itself out as, nor claim to be, an officer or employee of the Plan or the State by reason hereof; and not to, by reason hereof, make any claim, demand, or application to or for any right or privilege applicable to an officer or employee of the Plan, including but not limited to workers' compensation coverage, unemployment benefits, social security coverage, or retirement membership credit.

Information Security

Any selected contractor is required to comply with the provisions of the New York State Information Security Breach and Notification Act (General Business Law Section 899-aa; State Technology Law Section 208). A contractor shall be liable for the cost associated with such breach if caused by Contractor's negligent or willful acts or omissions of the Contractor's agents, officers, employees or subcontractors.

Iran Investment Policy

Any selected contractor is required to comply with the Board's Iran Investment Policy. A copy of the Policy is contained in Exhibit J.

Cancellation for Convenience

The Board retains the right to cancel the contract without reason provided that the contractor is given written notice of its intent to cancel. This provision should not be understood as waiving the Board's right to terminate the contract for cause or stop working immediately for unsatisfactory work but is supplementary to that provision.

Contract Termination Provision

The Board reserves the right to terminate any contract resulting from this RFP in the event it is found that the certification filed by the Contractor in accordance with New York State Finance Law Sections 139-j and 139-k was intentionally false or intentionally incomplete.

If a contractor fails to make the certifications required by Section 5-a of the New York State Tax Law, the contract cannot take effect. If during the term of the contract, the Tax Department or the covered agency discovers that a certification was false, then such false certification may subject the contractor to civil or criminal sanctions and a finding of non-responsibility for future procurements. Under certain circumstances, the statute provides that the contract shall be subject to termination if the covered agency determines that termination of the contract is in the best interest of New York State.

Assurances

The proposer warrants that it has carefully reviewed the needs of the Board as described in the RFP, its attachments and other communications related to the RFP, and that it has familiarized itself with the specifications and requirements of the RFP and warrants that it can provide such services as represented in the proposer's proposal. The proposer acknowledges and agrees that this RFP is subject to all applicable federal, state, and local laws, regulations, and policies, and the omission of or failure to reference any such law, regulation, or policy in this RFP shall not be construed as a waiver of any requirement or obligation imposed by such law, regulation, or policy. The proposer agrees that it will perform all of its obligations in the resultant contract in accordance with all applicable federal, State, and local laws, regulations and policies. The proposer affirms that the terms of the RFP and the attachments do not violate any contracts or agreements to which it is a party, and that its other contractual obligations will not adversely influence its capabilities to perform under the contract. Proposers may be requested to provide evidence that the award of the contract from this RFP will not result in a conflict of interest with regard either to other work performed by the contractor, or to potential conflict of interest among specific contractor staff or subcontractors.

Force Majeure

A force majeure occurrence is an event or effect that cannot be reasonably anticipated or controlled. Force majeure includes, but is not limited to, acts of God, acts of war, acts of public enemies, strikes, fires, explosion, actions of the elements, floods, or other similar causes beyond the control of the Contractor or the Board in the performance of the Contract which non-performance, by exercise of reasonable diligence, cannot be prevented. Contractor shall provide the Board with written notice of any force majeure occurrence as soon as the delay is known.

Neither the Contractor nor the Board shall be liable to the other for any delay in or failure of performance under the Contract due to a force majeure occurrence. Any such delay in or failure of performance shall not constitute default or give rise to any liability for damages. The existence

of such causes of such delay or failure shall extend the period for performance to such extent as determined by the Contractor and the Board to be necessary to complete performance by the Contractor if reasonable diligence is exercised after the cause of delay or failure has been removed.

Rights Reserved

In order to serve the best interests of the Plan and its participants, the Board reserves the right to:

1. Postpone or cancel this RFP upon notification to all proposers.
2. Amend the specifications after their release with appropriate notice to all proposers.
3. Request proposers to present supplemental information clarifying their proposal, either in writing or in formal presentation.
4. Waive or modify minor irregularities in proposals received after prior notification to the proposer.
5. Reject any and all proposals received in response to this RFP.
6. The Board may ask for a best and final offer before, during or after the finalist interviews.
7. Negotiate all terms of the contract with the selected proposer, including fees, and make the selection contingent on successful negotiation of the contract.
8. Negotiate with the next highest rated proposer if negotiating a contract with the selected proposer(s) cannot be accomplished within an acceptable time frame. No proposer will have any rights against the Board or the Plan arising from such negotiations.
9. Make any payment contingent upon the submission of specific deliverables.

VI. CONDITIONS

Responding financial organizations are advised to become familiar with all conditions, instructions, and specifications governing this RFP, as well as the Rules and Regulations and the terms and provisions of the Plan (all of the foregoing hereinafter referred to as the "Conditions"). The Conditions shall be incorporated by reference into the final contract. Once a proposal has been accepted, (i) the selected financial organization(s) shall not refuse to enter into a contract where such refusal is based on an objection to any of the Conditions and (ii) the selected financial organization(s) shall not be entitled to additional compensation, or to alter the terms of its proposal as a result of an objection to any of the Conditions. Responding financial organizations are further advised that the Board may refuse to accept any proposal not accompanied by a representation that the selected financial organization(s) (i) will provide written comments to the Board's legal counsel within seven days of receipt from the Board's counsel of a contract, with such comments complying with all terms required by this RFP; and (ii) will make available all resources necessary to ensure that an agreement acceptable to the Board is negotiated within 30 days of receipt from the Board's counsel of a contract, or such other shorter period that the Board may announce prior to selection. The Board reserves the right, to the extent permitted by law, to make all final determinations about whether a financial organization has adequately satisfied the Conditions. The Board shall not be deemed to

have waived any requirement set forth in this RFP unless the Board agrees to such a waiver in writing.

APPENDIX A

STABLE VALUE MANAGEMENT SERVICES

I. GENERAL BACKGROUND INFORMATION AND CONTRACT PARAMETERS

1. There are approximately 121,000 participants whose aggregate contribution to the Plan's cash account within the Fund, net of transfers, withdrawals and distributions, averaged negative \$56.4 MM for 3 months, negative \$41.6 MM for 6 months, and negative \$38.5 MM for 12 months, ending 9/30/25. During this time, net monthly cash flows ranged from negative \$150 MM to approximately \$100 MM positive.
2. Transfers to the Fund are permitted each Business Day from the mutual funds, CITs, and separate accounts offered under the Plan.
3. Under the Plan, distributions are permitted upon a participant's termination of employment, retirement, death, or the occurrence of an unforeseeable emergency as defined by the Plan or, in certain cases, following a participant's attainment of age 59 1/2 while still employed. In addition, distributions may be required if a participating public employer withdraws from the Plan. Participants and their beneficiaries may elect to receive distributions in lump sum payments, a fixed-dollar amount payment or substantially equivalent monthly, quarterly, semi-annual, or annual installment payments over a fixed number of years. Distributions for unforeseeable emergencies are made in a single lump sum payment.
4. Except as otherwise provided in Section III of this Request For Proposals, all distributions and transfers from the Fund will be made from the cash account, GICs, or wrapped fixed income accounts on a net pro-rata basis or as otherwise determined by the Board in the event the withdrawal methodology is modified as described in Section III. No surrender charges or other fees may be imposed for participant directed withdrawals, distributions and transfers from the Fund.

II. FIRM HISTORY

1. Organization

A. Firm Name (Legal name of the contracting entity):

B. Address:

C. Telephone:

D. Contact(s)/Title:

E. Email address:

2. History & Background

A. Year Founded:

B. Number and Location of Offices:

3. Please describe the organizational structure of your company, including the parent company, any holding company, and subsidiaries and affiliates. For any outside ownership stakes, indicate whether they are active or passive.
4. For privately held firms, describe how equity is distributed across the owners. Are the majority of equity owners employees? Please complete the table below to indicate each principal by name, title, role at the firm, and percentage ownership of each owner.

Name	Title	Role	% Ownership

5. Do you anticipate any near-term change in your company's ownership or other significant change in your company? If yes, please explain.
6. Has your company's ownership or senior management changed in the past ten years? If yes, please explain. Indicate all additions, terminations, and departures of all senior management over the last 5 years.
7. Over the past 5 years has your company, or any officer or principal, been involved in any business litigation or legal proceedings, including, without limitation, involving the State or any agency or political subdivision thereof? If yes, provide a brief explanation and indicate current status.
8. Discuss the results of any regulatory examination (such as by the SEC) and any material issues raised by your independent auditors in the past three years.
9. Discuss briefly your firm's disaster recovery plan and any recent modifications. When were your procedures last tested and what was the outcome?

10. Describe the firm's compliance structure and policies. What systems are used to monitor compliance?
11. Provide the date when your organization became duly authorized to do business in the State of New York. If you are not currently authorized, provide the date which you anticipate being duly authorized.
12. Provide information on your insurance coverage and bonding:

Type of Policy/Bond	\$ Amount Per (Indicate)
Fiduciary liability	
Errors and omissions	
Other (describe)	

13. Briefly describe the firm's cyber-security system, including any programs and/or infrastructure used to prevent access to client data and other confidential information. When was the system last tested and what was the outcome?
14. Provide a breakdown of your firm's assets under management by asset class. Please denote any double counting, if applicable.

III. DIVERSITY AND INCLUSION

1. Does your firm maintain a formal diversity and inclusion policy?
2. Who oversees your firm's diversity and inclusion efforts?
3. Does your firm participate in recruitment initiatives focused on attracting women and/or diverse candidates?
4. Describe your firm's strategies and tactics for retaining women and diverse employees.
5. Complete Appendix B: Diversity Statistics Grid, providing diversity and gender statistics for both the firm and the investment team responsible for the proposed product/strategy, as of September 30, 2025, or the most recent data available.
6. Describe how your firm considers diversity and inclusion on the investment team.

7. How often does your firm offer training programs around diversity and inclusion and/or unconscious biases?
8. Describe your firm's diversity and inclusion training policy and the most recent training initiative.
9. Does your firm offer flexible working hours or remote work flexibility for those in need?
10. Does your firm maintain a formal internal Pay-Parity Policy?

IV. EXPERIENCE

Portfolio Management

1. Please provide an organizational chart as well as biographies and current functional roles of key personnel who would be assigned to this account. As part of your response, please describe who the key decision-makers are on the strategy and their contributions or role, including investment strategy, asset allocation, portfolio construction, risk management, research, security selection, trading, wrap negotiations, and external/third party manager monitoring/selection. Who has final decision-making authority on the team?
2. Please provide the background of the stable value team. Were stable value capabilities developed in-house or derived through the acquisition of another firm or team? Include dates of any changes.
3. Does the investment team responsible for this product manage any other strategies? What is the overlap across strategies that the team manages?
4. Describe the ownership of portfolio-level investment decisions for stable value portfolios (stable value PM team vs. fixed income team, if applicable) and how teams coordinate portfolio construction and implementation.
5. Complete the following chart as of September 30, 2025:

Category	Firm Total	Contribute to Stable Value	100% Dedicated to Stable Value
Total Full-time Employees			
Portfolio Managers			
Research/Credit Analysts			

Stable Value Contract Negotiators			
Subadvisor Monitoring Professionals			
Client Service			
Other			
TOTAL			

6. Complete the following chart for all personnel involved in the product:

Name	Title	Role	Start Date (Industry)	Start Date (Firm)	Start Date (Role)	% of Time Dedicated to SV

7. Where is the investment team located?

8. How is the investment research team structured for stable value?

9. List the key employees added/lost over the last five years, by name, title, and role. Please include all employees who would have an impact on the product/strategy.

Name	Title	Role	Start Date	End Date

10. Discuss the career and succession plans for key investment personnel, along with any already established timelines.

11. When is the latest time each day that you would expect to distribute the daily NAV to NYSDCP's Administrative Service Agency?

Clients

1. In the attached spreadsheet (Exhibit G), please list the number of clients and the amount of assets for which your firm has provided stable value product/strategy management services for each of the past five years, as described in Section III of the RFP ("Product Design Requirements").

2. Please list your three largest Section 457 Plan accounts by amount of assets for this product/strategy.

Client	Assets (\$ Mil.)
1.	
2.	
3.	

3. Please list your three largest defined contribution plan accounts, other than Section 457 Plan accounts, by amount of assets for which product/strategy management services are provided by your firm.

Client	Assets (\$ Mil.)
1.	
2.	
3.	

4. Provide the following information regarding product/strategy client gains and losses for the past five calendar years.

Year	\$ Assets Gained	# Accounts Gained	\$ Assets Lost	# Accounts Lost
2025				
2024				
2023				
2022				
2021				

V. STABLE VALUE PRODUCT INFORMATION

Please answer the following questions as they pertain to your standard stable value separate account composite, unless otherwise noted in the question. This information is intended to supplement information collected in CallanDNA. We will also be utilizing CallanDNA to review return and portfolio characteristics information.

1. Provide a current list of the firm's five largest stable value clients, including name, contact, telephone number, asset values, length of relationship, and the services provided. After informing you of our intentions, the Board may contact any of these clients as references.

2. Has your firm provided “stable value structure management” services similar to the services explained in the RFP? If so, please list the mandate(s). Also, please provide the name and size of the mandate, the Plan(s), contact personnel, and the scope of services provided. The Board may contact these clients as references.
3. Please describe how your firm will manage a client relationship of the type described in this RFP. In responding to this question, please indicate the policies and procedures your firm will follow in allocating available wrap resources and wrap providers between the Plan and your other clients and how you will manage your fiduciary and other responsibilities to the Plan and your other clients in making these allocation decisions.
4. Please describe your process for evaluating, approving, selecting, and monitoring underlying managers within your stable value portfolios. Who is responsible for this function? Is there a dedicated team?
5. Describe your systems to ensure manager compliance with investment management agreements and guidelines, including reliance on manager self-certification or independent analysis.
6. Please provide a list of currently approved external investment managers and strategies that your firm uses for stable value asset management. Please describe your approach to allocating between internally versus externally managed strategies and explain any process/restrictions in place to avoid conflicts of interest.
7. Please describe your process for evaluating, approving, selecting, monitoring, and allocating wrap providers. Who is responsible for this function? Is there a dedicated team?
8. Please indicate if, in the last ten years, any current or former wrap provider declined to issue coverage, declined to increase covered amounts, or requested a coverage reduction or termination for portfolios or products you manage or advise. Provide a brief description of each instance as applicable.
9. Please state whether any wrap provider has ever cancelled an existing wrap contract or declared a market value event/termination in connection with your firm assuming the role of Stable Value Structure Manager for a plan. Provide a brief description of each instance.
10. Please describe your experience with negotiating wrap contracts. Provide information on how you managed the negotiation process after the Global Financial Crisis when there were wrap capacity challenges in the market. Please be specific.

11. Please describe wrap contract provisions that you deem important. Are templates used?
12. Please provide a reference from a stable value wrap provider that can speak to previous wrap negotiations with your firm.
13. How many wrap providers do you currently have on your approved list? Please provide a list of wrap providers, including the dollar value and percentage exposure, currently used within your stable value assignments. How do you determine the appropriate number of wraps for a particular account?
14. Please complete the following:

Allocation of a Typical Portfolio as of 9/30/25 and over the Past Five Years

	As of 9/30/25	5 Yr Avg	Policy Range
Traditional GICs			
Separate Account GICs			
Buy & Hold Synthetics*(a)			
Constant Duration Synthetics **(b)			
Cash			
Other ***(c)			

(a) * Describe the underlying securities/vehicles used in the Buy & Hold Synthetic allocation

(b) ** Describe the underlying securities/vehicles used in the Constant Duration Synthetic portion.

(c) *** Describe other

15. Please detail the characteristics of the book value wrap structure used for the Stable Value representative account in the Callan database and explain your rationale for using this structure.
16. Describe how you determine and manage duration. Within what range do you maintain duration? In an attached spreadsheet, please provide 5 years of quarterly effective duration.
17. Please provide sample reports as described in Section III, Product Design Requirements.
18. Please describe how you manage liquidity.

19. Please describe your use of pooled or commingled funds within a typical stable value portfolio.
20. Please describe your approach to interest rate responsiveness.
21. Please describe your typical exposure to sectors not represented in the Bloomberg U.S. Aggregate benchmark (e.g., High Yield, Bank Loans, CLOs, ABS, Emerging Markets Debt, Non-Dollar, Private Placements, Convertible Bonds, Common Stock, etc.).
22. Please describe your use of traditional Guaranteed Investment Contracts and management of associated issuer credit risk.
23. Please provide the historical quarterly crediting rate, sector and quality allocations, underlying portfolio yield, market-to-book ratio, and average wrap fee for your stable value portfolio for the past five years. In your response, please specify which portfolio, fund, or composite these data represent.
24. Concentration and Diversification Characteristics: Please briefly describe policy exposure limits to the categories listed below. If the average exposure is vastly different from the policy limit, please briefly note the average exposure as well.
 - a) Traditional GIC providers
 - b) Wrap providers
 - c) Underlying holdings within wrapped portfolios (e.g., out-of-benchmark sectors)
25. Please provide a brief description of any other facts or circumstances not covered above that may limit or restrict in any material way your ability to perform the services contemplated by this RFP.
26. Please provide a brief description of any other material information about your firm that we should be aware of in considering your response to this RFP.

VI. PROPOSED STABLE VALUE STRUCTURE

In the attached spreadsheet (Exhibit H), please propose a stable value structure utilizing the New York State Deferred Compensation Plan's background provided in this RFP. In the space below, please outline your rationale for the proposed structure.

The spreadsheet will ask that you detail the following:

1. Book value wrap structure and a list of wrap providers.
2. Underlying fixed income structure (e.g., sector allocation and market value benchmarks) and characteristics (e.g., duration range and credit quality).
3. List of proposed sub-advisers, market value benchmarks, and allocation to each strategy.

VII. FEES

1. Please provide a fee proposal for Stable Value Structure Manager Services only, as outlined in this RFP. This proposal should exclude any underlying fixed income investment management fees.
2. Please also provide estimated external manager fees and wrap fees, noting that actual fees may vary based on negotiations and final manager selections.

Appendix B: Diversity Statistics Grid

FIRM NAME:	Gender				Race & Ethnicity									Disabled	Veterans
	Male	Female	Non-Binary/ Not Disclosed	Total	African American/ Black	Native American, Alaskan Native or Indigenous Peoples	Asian	Caucasian/ White	Hispanic or Latino/a/x	Hawaiian/ Pacific Islander	Middle Eastern or North African	Other, please specify	Total	Total	Total
Board level (#)															
Board level (%)															
C-Suite/Executives (#)															
C-Suite/Executives (%)															
Portfolio Managers (#)															
Portfolio Managers (%)															
Investment Team Analysts (#)															
Investment Team Analysts (%)															
Non-Investment Employees (#)															
Non-Investment Employees (%)															
Total Employees (#)															
Total Employees (%)															

If your firm distinguishes diversity using other categories, please describe.

Appendix C

AC 3290-S (Rev. 9/13)

NEW YORK STATE VENDOR RESPONSIBILITY QUESTIONNAIRE FOR-PROFIT BUSINESS ENTITY

You have selected the For-Profit Non-Construction questionnaire which may be printed and completed in this format or, for your convenience, may be completed online using the New York State VendRep System.

COMPLETION & CERTIFICATION

The person(s) completing the questionnaire must be knowledgeable about the vendor's business and operations. An owner or officer must certify the questionnaire and the signature must be notarized.

NEW YORK STATE VENDOR IDENTIFICATION NUMBER (VENDOR ID)

The Vendor ID is a ten-digit identifier issued by New York State when the vendor is registered on the Statewide Vendor File. This number must now be included on the questionnaire. If the business entity has not obtained a Vendor ID, contact the IT Service Desk at ITServiceDesk@osc.state.ny.us or call 866-370-4672.

DEFINITIONS

All underlined terms are defined in the "New York State Vendor Responsibility Definitions List," found at www.osc.state.ny.us/vendrep/documents/questionnaire/definitions.pdf. These terms may not have their ordinary, common or traditional meanings. Each vendor is strongly encouraged to read the respective definitions for any and all underlined terms. By submitting this questionnaire, the vendor agrees to be bound by the terms as defined in the "New York State Vendor Responsibility Definitions List" existing at the time of certification.

RESPONSES

Every question must be answered. Each response must provide all relevant information which can be obtained within the limits of the law. However, information regarding a determination or finding made in error which was subsequently corrected is not required. Individuals and Sole Proprietors may use a Social Security Number but are encouraged to obtain and use a federal Employer Identification Number (EIN).

REPORTING ENTITY

Each vendor must indicate if the questionnaire is filed on behalf of the entire Legal Business Entity or an Organizational Unit within or operating under the authority of the Legal Business Entity and having the same EIN. Generally, the Organizational Unit option may be appropriate for a vendor that meets the definition of "Reporting Entity" but due to the size and complexity of the Legal Business Entity, is best able to provide the required information for the Organizational Unit, while providing more limited information for other parts of the Legal Business Entity and Associated Entities.

ASSOCIATED ENTITY

An Associated Entity is one that owns or controls the Reporting Entity or any entity owned or controlled by the Reporting Entity. However, the term Associated Entity does **not** include "sibling organizations" (i.e., entities owned or controlled by a parent company that owns or controls the Reporting Entity), unless such sibling entity has a direct relationship with or impact on the Reporting Entity.

STRUCTURE OF THE QUESTIONNAIRE

The questionnaire is organized into eleven sections. Section I is to be completed for the Legal Business Entity. Section II requires the vendor to specify the Reporting Entity for the questionnaire. Section III refers to the individuals of the Reporting Entity, while Sections IV-VIII require information about the Reporting Entity. Section IX pertains to any Associated Entities, with one question about their Officials/Owners. Section X relates to disclosure under the Freedom of Information Law (FOIL). Section XI requires an authorized contact for the questionnaire information.

**NEW YORK STATE
VENDOR RESPONSIBILITY QUESTIONNAIRE
FOR-PROFIT BUSINESS ENTITY**

I. LEGAL BUSINESS ENTITY INFORMATION			
<u>Legal Business Entity Name</u> *		<u>EIN</u>	
Address of the <u>Principal Place of Business</u> (street, city, state, zip code)		<u>New York State Vendor Identification Number</u>	
		Telephone <div style="text-align: right;">ext.</div>	Fax
Email		Website	
Additional <u>Legal Business Entity</u> Identities: If applicable, list any other <u>DBA</u> , <u>Trade Name</u> , <u>Former Name</u> , Other Identity, or <u>EIN</u> used in the last five (5) years and the status (active or inactive).			
Type	Name	EIN	Status
1.0 <u>Legal Business Entity</u> Type – Check appropriate box and provide additional information:			
<input type="checkbox"/> <u>Corporation</u> (including <u>PC</u>)		Date of Incorporation	
<input type="checkbox"/> <u>Limited Liability Company (LLC or PLLC)</u>		Date of Organization	
<input type="checkbox"/> <u>Partnership</u> (including <u>LLP</u> , <u>LP</u> or <u>General</u>)		Date of Registration or Establishment	
<input type="checkbox"/> <u>Sole Proprietor</u>		How many years in business?	
<input type="checkbox"/> Other		Date Established	
If Other, explain:			
1.1 Was the <u>Legal Business Entity</u> formed or incorporated in New York State?			<input type="checkbox"/> Yes <input type="checkbox"/> No
If ‘No,’ indicate jurisdiction where <u>Legal Business Entity</u> was formed or incorporated and attach a <u>Certificate of Good Standing</u> from the applicable jurisdiction or provide an explanation if a <u>Certificate of Good Standing</u> is not available.			
<input type="checkbox"/> United States State _____			
<input type="checkbox"/> Other Country _____			
Explain, if not available:			
1.2 Is the <u>Legal Business Entity</u> publicly traded?			<input type="checkbox"/> Yes <input type="checkbox"/> No
If “Yes,” provide <u>CIK Code</u> or Ticker Symbol			
1.3 Does the <u>Legal Business Entity</u> have a <u>DUNS</u> Number?			<input type="checkbox"/> Yes <input type="checkbox"/> No
If “Yes,” Enter <u>DUNS</u> Number			

* All underlined terms are defined in the “New York State Vendor Responsibility Definitions List,” which can be found at www.osc.state.ny.us/vendrep/documents/questionnaire/definitions.pdf.

**NEW YORK STATE
VENDOR RESPONSIBILITY QUESTIONNAIRE
FOR-PROFIT BUSINESS ENTITY**

I. LEGAL BUSINESS ENTITY INFORMATION

- 1.4 If the Legal Business Entity's Principal Place of Business is not in New York State, does the Legal Business Entity maintain an office in New York State?
(Select "N/A," if Principal Place of Business is in New York State.)
- ☐ Yes ☐ No
☐ N/A

If "Yes," provide the address and telephone number for one office located in New York State.

- 1.5 Is the Legal Business Entity a New York State certified Minority-Owned Business Enterprise (MBE), Women-Owned Business Enterprise (WBE), New York State Small Business (SB) or a federally certified Disadvantaged Business Enterprise (DBE)?
- If "Yes," check all that apply:
- ☐ New York State certified Minority-Owned Business Enterprise (MBE)
☐ New York State certified Women-Owned Business Enterprise (WBE)
☐ New York State Small Business (SB)
☐ Federally certified Disadvantaged Business Enterprise (DBE)
- ☐ Yes ☐ No

- 1.6 Identify Officials and Principal Owners, if applicable. For each person, include name, title and percentage of ownership. Attach additional pages if necessary. If applicable, reference to relevant SEC filing(s) containing the required information is optional.

Name	Title	Percentage Ownership (Enter 0% if not applicable)

**NEW YORK STATE
VENDOR RESPONSIBILITY QUESTIONNAIRE
FOR-PROFIT BUSINESS ENTITY**

II. REPORTING ENTITY INFORMATION

2.0 The Reporting Entity for this questionnaire is:

Note: Select only one.

☐ Legal Business Entity

Note: If selecting this option, “Reporting Entity” refers to the entire Legal Business Entity for the remainder of the questionnaire. (SKIP THE REMAINDER OF SECTION II AND PROCEED WITH SECTION III.)

☐ Organizational Unit within and operating under the authority of the Legal Business Entity

SEE DEFINITIONS OF “REPORTING ENTITY” AND “ORGANIZATIONAL UNIT” FOR ADDITIONAL INFORMATION ON CRITERIA TO QUALIFY FOR THIS SELECTION.

Note: If selecting this option, “Reporting Entity” refers to the Organizational Unit within the Legal Business Entity for the remainder of the questionnaire. (COMPLETE THE REMAINDER OF SECTION II AND ALL REMAINING SECTIONS OF THIS QUESTIONNAIRE.)

IDENTIFYING INFORMATION

a) Reporting Entity Name

Address of the Primary Place of Business (street, city, state, zip code)

Telephone

ext.

b) Describe the relationship of the Reporting Entity to the Legal Business Entity

c) Attach an organizational chart

d) Does the Reporting Entity have a DUNS Number?

☐ Yes ☐ No

If “Yes,” enter DUNS Number

e) Identify the designated manager(s) responsible for the business of the Reporting Entity.

For each person, include name and title. Attach additional pages if necessary.

Name

Title

**NEW YORK STATE
VENDOR RESPONSIBILITY QUESTIONNAIRE
FOR-PROFIT BUSINESS ENTITY**

INSTRUCTIONS FOR SECTIONS III THROUGH VII

For each “Yes,” provide an explanation of the issue(s), relevant dates, the government entity involved, any remedial or corrective action(s) taken and the current status of the issue(s). For each “Other,” provide an explanation which provides the basis for not definitively responding “Yes” or “No.” Provide the explanation at the end of the section or attach additional sheets with numbered responses, including the Reporting Entity name at the top of any attached pages.

III. LEADERSHIP INTEGRITY

Within the past five (5) years, has any current or former reporting entity official or any individual currently or formerly having the authority to sign, execute or approve bids, proposals, contracts or supporting documentation on behalf of the reporting entity with any government entity been:

3.0 <u>Sanctioned</u> relative to any business or professional permit and/or license?	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Other
3.1 <u>Suspended, debarred, or disqualified</u> from any <u>government contracting process</u> ?	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Other
3.2 The subject of an <u>investigation</u> , whether open or closed, by any <u>government entity</u> for a civil or criminal violation for any business-related conduct?	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Other
3.3 Charged with a misdemeanor or felony, indicted, granted immunity, convicted of a crime or subject to a <u>judgment</u> for: a) Any business-related activity; or b) Any crime, whether or not business-related, the underlying conduct of which was related to truthfulness?	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Other

For each “Yes” or “Other” explain:

IV. INTEGRITY – CONTRACT BIDDING

Within the past five (5) years, has the reporting entity:

4.0 Been <u>suspended or debarred</u> from any <u>government contracting process</u> or been <u>disqualified</u> on any government procurement, permit, license, concession, franchise or lease, including, but not limited to, <u>debarment</u> for a violation of New York State Workers’ Compensation or Prevailing Wage laws or New York State Procurement Lobbying Law?	<input type="checkbox"/> Yes <input type="checkbox"/> No
4.1 Been subject to a denial or revocation of a government prequalification?	<input type="checkbox"/> Yes <input type="checkbox"/> No
4.2 Been denied a contract award or had a bid rejected based upon a <u>non-responsibility finding</u> by a <u>government entity</u> ?	<input type="checkbox"/> Yes <input type="checkbox"/> No
4.3 Had a low bid rejected on a <u>government contract</u> for failure to <u>make good faith efforts</u> on any <u>Minority-Owned Business Enterprise, Women-Owned Business Enterprise or Disadvantaged Business Enterprise</u> goal or <u>statutory affirmative action requirements</u> on a previously held contract?	<input type="checkbox"/> Yes <input type="checkbox"/> No
4.4 Agreed to a voluntary exclusion from bidding/contracting with a <u>government entity</u> ?	<input type="checkbox"/> Yes <input type="checkbox"/> No
4.5 Initiated a request to withdraw a bid submitted to a <u>government entity</u> in lieu of responding to an information request or subsequent to a formal request to appear before the <u>government entity</u> ?	<input type="checkbox"/> Yes <input type="checkbox"/> No

For each “Yes,” explain:

**NEW YORK STATE
VENDOR RESPONSIBILITY QUESTIONNAIRE
FOR-PROFIT BUSINESS ENTITY**

V. INTEGRITY – CONTRACT AWARD

Within the past five (5) years, has the reporting entity:

5.0 Been <u>suspended</u> , cancelled or <u>terminated for cause</u> on any <u>government contract</u> including, but not limited to, a <u>non-responsibility finding</u> ?	<input type="checkbox"/> Yes <input type="checkbox"/> No
5.1 Been subject to an <u>administrative proceeding</u> or civil action seeking specific performance or restitution in connection with any <u>government contract</u> ?	<input type="checkbox"/> Yes <input type="checkbox"/> No
5.2 Entered into a formal monitoring agreement as a condition of a contract award from a <u>government entity</u> ?	<input type="checkbox"/> Yes <input type="checkbox"/> No
For each “Yes,” explain:	

VI. CERTIFICATIONS/LICENSES

Within the past five (5) years, has the reporting entity:

6.0 Had a revocation, <u>suspension</u> or <u>disbarment</u> of any business or professional permit and/or license?	<input type="checkbox"/> Yes <input type="checkbox"/> No
6.1 Had a denial, decertification, revocation or forfeiture of New York State certification of <u>Minority-Owned Business Enterprise</u> , <u>Women-Owned Business Enterprise</u> or federal certification of <u>Disadvantaged Business Enterprise</u> status for other than a change of ownership?	<input type="checkbox"/> Yes <input type="checkbox"/> No
For each “Yes,” explain:	

VII. LEGAL PROCEEDINGS

Within the past five (5) years, has the reporting entity:

7.0 Been the subject of an <u>investigation</u> , whether open or closed, by any <u>government entity</u> for a civil or criminal violation?	<input type="checkbox"/> Yes <input type="checkbox"/> No
7.1 Been the subject of an indictment, grant of immunity, <u>judgment</u> or conviction (including entering into a plea bargain) for conduct constituting a crime?	<input type="checkbox"/> Yes <input type="checkbox"/> No
7.2 Received any OSHA citation and Notification of Penalty containing a violation classified as <u>serious</u> or <u>willful</u> ?	<input type="checkbox"/> Yes <input type="checkbox"/> No
7.3 Had a <u>government entity</u> find a willful prevailing wage or supplemental payment violation or any other willful violation of New York State Labor Law?	<input type="checkbox"/> Yes <input type="checkbox"/> No
7.4 Entered into a consent order with the New York State Department of Environmental Conservation, or received an enforcement determination by any <u>government entity</u> involving a violation of federal, state or local environmental laws?	<input type="checkbox"/> Yes <input type="checkbox"/> No
7.5 Other than previously disclosed: a) Been subject to fines or penalties imposed by <u>government entities</u> which in the aggregate total \$25,000 or more; or b) Been convicted of a criminal offense pursuant to any administrative and/or regulatory action taken by any <u>government entity</u> ?	<input type="checkbox"/> Yes <input type="checkbox"/> No
For each “Yes,” explain:	

**NEW YORK STATE
VENDOR RESPONSIBILITY QUESTIONNAIRE
FOR-PROFIT BUSINESS ENTITY**

VIII. FINANCIAL AND ORGANIZATIONAL CAPACITY

8.0 Within the past five (5) years, has the <u>Reporting Entity</u> received any <u>formal unsatisfactory performance assessment(s)</u> from any <u>government entity</u> on any contract?	<input type="checkbox"/> Yes <input type="checkbox"/> No
If "Yes," provide an explanation of the issue(s), relevant dates, the <u>government entity</u> involved, any remedial or corrective action(s) taken and the current status of the issue(s). Provide answer below or attach additional sheets with numbered responses.	
8.1 Within the past five (5) years, has the <u>Reporting Entity</u> had any <u>liquidated damages</u> assessed over \$25,000?	<input type="checkbox"/> Yes <input type="checkbox"/> No
If "Yes," provide an explanation of the issue(s), relevant dates, contracting party involved, the amount assessed and the current status of the issue(s). Provide answer below or attach additional sheets with numbered responses.	
8.2 Within the past five (5) years, have any <u>liens</u> or <u>judgments</u> (not including UCC filings) over \$25,000 been filed against the <u>Reporting Entity</u> which remain undischarged?	<input type="checkbox"/> Yes <input type="checkbox"/> No
If "Yes," provide an explanation of the issue(s), relevant dates, the Lien holder or Claimant's name(s), the amount of the <u>lien(s)</u> and the current status of the issue(s). Provide answer below or attach additional sheets with numbered responses.	
8.3 In the last seven (7) years, has the <u>Reporting Entity</u> initiated or been the subject of any bankruptcy proceedings, whether or not closed, or is any bankruptcy proceeding pending?	<input type="checkbox"/> Yes <input type="checkbox"/> No
If "Yes," provide the bankruptcy chapter number, the court name and the docket number. Indicate the current status of the proceedings as "Initiated," "Pending" or "Closed." Provide answer below or attach additional sheets with numbered responses.	
8.4 During the past three (3) years, has the <u>Reporting Entity</u> failed to file or pay any tax returns required by <u>federal</u> , state or local tax laws?	<input type="checkbox"/> Yes <input type="checkbox"/> No
If "Yes," provide the taxing jurisdiction, the type of tax, the liability year(s), the tax liability amount the <u>Reporting Entity</u> failed to file/pay and the current status of the tax liability. Provide answer below or attach additional sheets with numbered responses.	
8.5 During the past three (3) years, has the <u>Reporting Entity</u> failed to file or pay any New York State unemployment insurance returns?	<input type="checkbox"/> Yes <input type="checkbox"/> No
If "Yes," provide the years the <u>Reporting Entity</u> failed to file/pay the insurance, explain the situation and any remedial or corrective action(s) taken and the current status of the issue(s). Provide answer below or attach additional sheets with numbered responses.	
8.6 During the past three (3) years, has the <u>Reporting Entity</u> had any <u>government audit(s)</u> completed?	<input type="checkbox"/> Yes <input type="checkbox"/> No
a) If "Yes," did any audit of the <u>Reporting Entity</u> identify any reported significant deficiencies in internal control, fraud, illegal acts, significant violations of provisions of contract or grant agreements, significant abuse or any <u>material disallowance</u> ?	<input type="checkbox"/> Yes <input type="checkbox"/> No
If "Yes" to 8.6 a), provide an explanation of the issue(s), relevant dates, the <u>government entity</u> involved, any remedial or corrective action(s) taken and the current status of the issue(s). Provide answer below or attach additional sheets with numbered responses.	

**NEW YORK STATE
VENDOR RESPONSIBILITY QUESTIONNAIRE
FOR-PROFIT BUSINESS ENTITY**

IX. ASSOCIATED ENTITIES

*This section pertains to any entity(ies) that either controls or is controlled by the reporting entity.
(See definition of “associated entity” for additional information to complete this section.)*

9.0 Does the Reporting Entity have any Associated Entities?

☐ Yes ☐ No

Note: All questions in this section must be answered if the Reporting Entity is either:

- An Organizational Unit; or
- The entire Legal Business Entity which controls, or is controlled by, any other entity(ies).

If “No,” SKIP THE REMAINDER OF SECTION IX AND PROCEED WITH SECTION X.

9.1 Within the past five (5) years, has any Associated Entity Official or Principal Owner been charged with a misdemeanor or felony, indicted, granted immunity, convicted of a crime or subject to a judgment for:

☐ Yes ☐ No

- a) Any business-related activity; or
- b) Any crime, whether or not business-related, the underlying conduct of which was related to truthfulness?

If “Yes,” provide an explanation of the issue(s), the individual involved, his/her title and role in the Associated Entity, his/her relationship to the Reporting Entity, relevant dates, the government entity involved, any remedial or corrective action(s) taken and the current status of the issue(s).

9.2 Does any Associated Entity have any currently undischarged federal, New York State, New York City or New York local government liens or judgments (not including UCC filings) over \$50,000?

☐ Yes ☐ No

If “Yes,” provide an explanation of the issue(s), identify the Associated Entity’s name(s), EIN(s), primary business activity, relationship to the Reporting Entity, relevant dates, the Lien holder or Claimant’s name(s), the amount of the lien(s) and the current status of the issue(s). Provide answer below or attach additional sheets with numbered responses.

9.3 Within the past five (5) years, has any Associated Entity:

a) Been disqualified, suspended or debarred from any federal, New York State, New York City or other New York local government contracting process?

☐ Yes ☐ No

b) Been denied a contract award or had a bid rejected based upon a non-responsibility finding by any federal, New York State, New York City, or New York local government entity?

☐ Yes ☐ No

c) Been suspended, cancelled or terminated for cause (including for non-responsibility) on any federal, New York State, New York City or New York local government contract?

☐ Yes ☐ No

d) Been the subject of an investigation, whether open or closed, by any federal, New York State, New York City, or New York local government entity for a civil or criminal violation with a penalty in excess of \$500,000?

☐ Yes ☐ No

e) Been the subject of an indictment, grant of immunity, judgment, or conviction (including entering into a plea bargain) for conduct constituting a crime?

☐ Yes ☐ No

f) Been convicted of a criminal offense pursuant to any administrative and/or regulatory action taken by any federal, New York State, New York City, or New York local government entity?

☐ Yes ☐ No

g) Initiated or been the subject of any bankruptcy proceedings, whether or not closed, or is any bankruptcy proceeding pending?

☐ Yes ☐ No

For each “Yes,” provide an explanation of the issue(s), identify the Associated Entity’s name(s), EIN(s), primary business activity, relationship to the Reporting Entity, relevant dates, the government entity involved, any remedial or corrective action(s) taken and the current status of the issue(s). Provide answer below or attach additional sheets with numbered responses.

**NEW YORK STATE
VENDOR RESPONSIBILITY QUESTIONNAIRE
FOR-PROFIT BUSINESS ENTITY**

X. FREEDOM OF INFORMATION LAW (FOIL)

10. Indicate whether any information supplied herein is believed to be exempt from disclosure under the Freedom of Information Law (FOIL).
Note: A determination of whether such information is exempt from FOIL will be made at the time of any request for disclosure under FOIL.

☐ Yes ☐ No

If "Yes," indicate the question number(s) and explain the basis for the claim.

XI. AUTHORIZED CONTACT FOR THIS QUESTIONNAIRE

Name	Telephone ext.	Fax
Title	Email	

**NEW YORK STATE
VENDOR RESPONSIBILITY QUESTIONNAIRE
FOR-PROFIT BUSINESS ENTITY**

Certification

The undersigned: (1) recognizes that this questionnaire is submitted for the express purpose of assisting New York State government entities (including the Office of the State Comptroller (OSC)) in making responsibility determinations regarding award or approval of a contract or subcontract and that such government entities will rely on information disclosed in the questionnaire in making responsibility determinations; (2) acknowledges that the New York State government entities and OSC may, in their discretion, by means which they may choose, verify the truth and accuracy of all statements made herein; and (3) acknowledges that intentional submission of false or misleading information may result in criminal penalties under State and/or Federal Law, as well as a finding of non-responsibility, contract suspension or contract termination.

The undersigned certifies that he/she:

- is knowledgeable about the submitting Business Entity's business and operations;
- has read and understands all of the questions contained in the questionnaire;
- has not altered the content of the questionnaire in any manner;
- has reviewed and/or supplied full and complete responses to each question;
- to the best of his/her knowledge, information and belief, confirms that the Business Entity's responses are true, accurate and complete, including all attachments, if applicable;
- understands that New York State government entities will rely on the information disclosed in the questionnaire when entering into a contract with the Business Entity; and
- is under an obligation to update the information provided herein to include any material changes to the Business Entity's responses at the time of bid/proposal submission through the contract award notification, and may be required to update the information at the request of the New York State government entities or OSC prior to the award and/or approval of a contract, or during the term of the contract.

Signature of Owner/Official _____

Printed Name of Signatory _____

Title _____

Name of Business _____

Address _____

City, State, Zip _____

Sworn to before me this _____ day of _____, 20__;

_____ Notary Public

Appendix D

New York State Deferred Compensation Plan

Application for Competitively Bid Contract (ADM-28 Revised 09/07)

1. Project Title/Procurement: Stable Value Structure Management Services	
2. Contract Procurement Number: C260002	
3. Name of Firm Submitting Proposal:	
4. Address (Payment Office Mailing Address):	E-mail:
5. Telephone Number:	
6. If New York State Certified (Check Primary Classification):	
<input type="checkbox"/> Minority Business Enterprise	
<input type="checkbox"/> Woman Business Enterprise	
7. <i>Non-Sectarian use of Funds:</i> Are any of your purposes sectarian (for the advancement of any religion)? <input type="checkbox"/> YES <input type="checkbox"/> NO If YES , please state if funds to be received from New York State will be used for a purely secular purpose:	
8. <i>Compliance with New York State Policy:</i> I (we), the undersigned, affirm that we are willing to comply with all the conditions set forth in the Request-For-Proposals, specifically those set forth in New York State Standard Appendix "A" and all the statutes and regulations pertaining thereto.	
9. <i>Non-Discrimination in Employment in Northern Ireland: MacBride Fair Employment Principles:</i> In accordance with Chapter 807 of the Laws of 1992 the bidder, by submission of this bid, certifies that it or any individual or legal entity in which the bidder holds a 10% or greater ownership interest, or any individual or legal entity that holds a 10% or greater ownership interest in the bidder:	
a. Have a business in Northern Ireland? <input type="checkbox"/> YES <input type="checkbox"/> NO	
b. If yes , shall take lawful steps in good faith to conduct any business operations they have in Northern Ireland in accordance with the MacBride Fair Employment Principles relating to non-discrimination in employment and freedom of workplace opportunity regarding such operations in Northern Ireland, and shall permit independent monitoring of their compliance with such principles. <input type="checkbox"/> YES <input type="checkbox"/> NO	

10. *Non-Collusive Bidding*: By submission of this bid, bidder and each person signing on behalf of the bidder as well as in the case of a joint bid, each party thereto certifies as to its own organization, under penalty of perjury, that to the best of his or her knowledge and belief that:

- The prices in this bid have been arrived at independently without collusion, consultation, communication, or agreement, for the purposes of restricting competition, as to any matter relating to such prices with any other bidder or competitor;
- Unless otherwise required by law, the prices which have been quoted in this bid have not knowingly been disclosed by the bidder and will not knowingly be disclosed by the bidder prior to opening, directly or indirectly, to any other bidder or to any competitor; and
- No attempt has been made or will be made by the bidder to induce any other person, partners, or corporation to submit or not to submit a bid for the purposes of restricting competition.

11. *Americans with Disabilities Act (ADA)*: The successful bidder(s) shall comply with all applicable requirements of the Americans with Disabilities Act (ADA), codified at Title 42 of the United States Code, Section 12101 et seq. and associated regulations, including, but not limited to, those located in 28 C.F.R. Part 36. The successful bidder(s) shall comply with all applicable requirements of the New York State Human Rights Law, codified in the Executive Law Sections 290-301 and applicable regulations implemented pursuant to that law. The successful bidder shall warrant to the New York State Deferred Compensation Plan that the successful bidder(s) is (are) in compliance with both the ADA and its regulations and the New York State Human Rights Law and its regulations. The successful bidder(s) shall also indemnify the New York State Deferred Compensation Plan to that end.

12. *Period of Validity*: Each bidder(s) shall hold all provisions of their proposal firm and not revocable for a period of up to ninety days from the bid opening unless withdrawn in writing or unless otherwise specified in the solicitation.

**Procurement Lobbying Law Provision of State Finance Law Sections 139-j and 139-k
139-k (5):**

**Contractor Disclosure of Contacts Form
Procurement Lobbying Law – Form 1**

This form shall be completed and submitted with your bid, proposal, or offer. Failure to complete and submit this form shall result in a determination of non-responsiveness and disqualification of the bid, proposal, or offer. If at the time of submission of this form, the specific name of a person authorized to attempt to influence a decision on your behalf is unknown, you agree to provide the specific person's information when it is available. You also agree to update this information during the negotiation or evaluation process of this procurement, and throughout the term of any contract awarded to your company pursuant to this bid/proposal or offer.

Section 1:

Is this an initial filing in accordance with the Procurement Lobbying Law or an updated filing? (Please check): ☐ Initial filing ☐ Updated filing

If at the time of this filing no person or organization was retained, employed or designated by or on behalf of the bidder to attempt to influence the procurement process, check here: ☐

Section 2: This section must only be completed if your firm or business has retained, employed, or designated by or on behalf of the prospective bidder/contractor to appear before or contact the Governmental Entity to attempt to influence the procurement:

Name and Address:

Telephone Number:

Primary Place of Employment:

Occupation:

Does the above named person or organization have a financial interest in the procurement?

☐ Yes ☐ No

**Procurement Lobbying Law Provision of State Finance Law Sections 139-j and 139-k
139-k (5):**

Prospective Bidder/Contractor Disclosure of Prior Non-Responsibility Determinations

Name of Individual or Entity Seeking to Enter into the Procurement Contract:

Name and Title of Person Submitting this Form:

Has any Governmental Entity made a finding of non-responsibility regarding the individual or entity seeking to enter into the Procurement Contract in the previous five years? ☐ No ☐ Yes

If yes to above, please answer the following questions:

Was the basis for the finding of non-responsibility due to a violation of State Finance Law §139?
☐ No ☐ Yes

Was the basis for the finding of non-responsibility due to the intentional provision of false or incomplete information to a Government Entity?
☐ No ☐ Yes

If yes to above, please provide details regarding the finding of non-responsibility below:

Government Entity:

Date of Finding of Non-Responsibility:

Basis of Finding of Non-Responsibility: (Add additional pages if necessary.)

Procurement Lobbying Law Provision of State Finance Law Sections 139-j and 139-k

Has any Governmental Entity or other governmental agency terminated or withheld a Procurement Contract with the above-named individual or entity due to the intentional provision of false or incomplete information? ☐ No ☐ Yes

If yes to above, please provide details below:

Governmental Entity:

Date of Termination or Withholding of Contract:

Basis of Termination or Withholding: (Add additional pages as necessary)

Prospective bidder/contractor affirms that it understands and agrees to comply with the procedures of the New York State Deferred Compensation Plan relative to permissible contacts during the restricted period as required by State Finance Law Sections 139-j (3) and 139-j (6) (b). I also certify that all information provided to the New York State Deferred Compensation Plan with respect to State Finance Law Section 139-k is complete, true, and accurate.

New York State Deferred Compensation Plan Designated Contact(s) During Restricted Period are:

Thomas Shingler and Hannah Vieira, Callan LLC

Your signature below attests to your agreement with all of the above provisions.

(Signature required)

Date:

Name/Title:

Contractor Name:

I (We), the undersigned, attest that I am (we are) authorized to bind the bidder to the provisions of the attached proposal.

Name/Title of Individual or Firm's Officer Authorized to Sign Contract:

Name/Title of Project Director (If different from above.):

RFP EXHIBIT A

APPENDIX A, STANDARD CLAUSES FOR NEW YORK STATE CONTRACTS

**PLEASE RETAIN THIS DOCUMENT
FOR FUTURE REFERENCE.**

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STANDARD CLAUSES FOR NYS CONTRACTS

The parties to the attached contract, license, lease, amendment or other agreement of any kind (hereinafter, “the contract” or “this contract”) agree to be bound by the following clauses which are hereby made a part of the contract (the word “Contractor” herein refers to any party other than the State, whether a contractor, licenser, licensee, lessor, lessee or any other party):

1. EXECUTORY CLAUSE. In accordance with Section 41 of the State Finance Law, the State shall have no liability under this contract to the Contractor or to anyone else beyond funds appropriated and available for this contract.

2. NON-ASSIGNMENT CLAUSE. In accordance with Section 138 of the State Finance Law, this contract may not be assigned by the Contractor or its right, title or interest therein assigned, transferred, conveyed, sublet or otherwise disposed of without the State’s previous written consent, and attempts to do so are null and void. Notwithstanding the foregoing, such prior written consent of an assignment of a contract let pursuant to Article XI of the State Finance Law may be waived at the discretion of the contracting agency and with the concurrence of the State Comptroller where the original contract was subject to the State Comptroller’s approval, where the assignment is due to a reorganization, merger or consolidation of the Contractor’s business entity or enterprise. The State retains its right to approve an assignment and to require that any Contractor demonstrate its responsibility to do business with the State. The Contractor may, however, assign its right to receive payments without the State’s prior written consent unless this contract concerns Certificates of Participation pursuant to Article 5-A of the State Finance Law.

3. COMPTROLLER’S APPROVAL. In accordance with Section 112 of the State Finance Law, if this contract exceeds \$50,000 (or \$75,000 for State University of New York or City University of New York contracts for goods, services, construction and printing, and \$150,000 for State University Health Care Facilities) or if this is an amendment for any amount to a contract which, as so amended, exceeds said statutory amount, or if, by this contract, the State agrees to give something other than money when the value or reasonably estimated value of such consideration exceeds \$25,000, it shall not be valid, effective or binding upon the State until it has been approved by the State Comptroller and filed in his office. Comptroller’s approval of contracts let by the Office of General Services, either for itself or its customer agencies by the Office of General Services Business Services Center, is required when such contracts exceed \$85,000. Comptroller’s approval of contracts established as centralized contracts through the Office of General Services is required when such contracts exceed \$125,000, and when a purchase order or other procurement transaction issued under such centralized contract exceeds \$200,000.

4. WORKERS’ COMPENSATION BENEFITS. In accordance with Section 142 of the State Finance Law, this contract shall be void and of no force and effect unless the Contractor shall provide and maintain coverage during the life of this contract for the benefit of such employees as are required to be covered by the provisions of the Workers’ Compensation Law.

5. NON-DISCRIMINATION REQUIREMENTS. To the extent required by Article 15 of the Executive Law (also known as the Human Rights Law) and all other State and Federal statutory and constitutional non-discrimination provisions, the Contractor will not discriminate against any employee or applicant for employment, nor subject any individual to harassment, because of age, race, creed, color, national origin, citizenship or immigration status, sexual orientation, gender identity or expression, military status, sex, disability, predisposing genetic characteristics, familial status, marital status, or domestic violence victim status or because the individual has opposed any practices forbidden under the Human Rights Law or has filed a complaint, testified, or assisted in any proceeding under the Human Rights Law. Furthermore, in accordance with Section 220-e of the Labor Law, if this is a contract for the construction, alteration or repair of any public building or public work or for the manufacture, sale or distribution of materials, equipment or supplies, and to the extent that this contract shall be performed within the State of New York, Contractor agrees that neither it nor its subcontractors shall, by reason of race, creed, color, disability, sex, or national origin: (a) discriminate in hiring against any New York State citizen who is qualified and available to perform the work; or (b) discriminate against or intimidate any employee hired for the performance of work under this contract. If this is a building service contract as defined in Section 230 of the Labor Law, then, in accordance with Section 239 thereof, Contractor agrees that neither it nor its subcontractors shall by reason of race, creed, color, national origin, age, sex or disability: (a) discriminate in hiring against any New York State citizen who is qualified and available to perform the work; or (b) discriminate against or intimidate any employee hired for the performance of work under this contract. Contractor is subject to fines of \$50.00 per person per day for any violation of Section 220-e or Section 239 as well as possible termination of this contract and forfeiture of all moneys due hereunder for a second or subsequent violation.

6. WAGE AND HOURS PROVISIONS. If this is a public work contract covered by Article 8 of the Labor Law or a building service contract covered by Article 9 thereof, neither Contractor’s employees nor the employees of its subcontractors may be required or permitted to work more than the number of hours or days stated in said statutes, except as otherwise provided in the Labor Law and as set forth in prevailing wage and supplement schedules issued by the State Labor Department. Furthermore, Contractor and its subcontractors must pay at least the prevailing wage rate and pay or provide the prevailing supplements, including the premium rates for overtime pay, as determined by the State Labor Department in

accordance with the Labor Law. Additionally, effective April 28, 2008, if this is a public work contract covered by Article 8 of the Labor Law, the Contractor understands and agrees that the filing of payrolls in a manner consistent with Subdivision 3-a of Section 220 of the Labor Law shall be a condition precedent to payment by the State of any State approved sums due and owing for work done upon the project.

7. NON-COLLUSIVE BIDDING CERTIFICATION. In accordance with Section 139-d of the State Finance Law, if this contract was awarded based upon the submission of bids, Contractor affirms, under penalty of perjury, that its bid was arrived at independently and without collusion aimed at restricting competition. Contractor further affirms that, at the time Contractor submitted its bid, an authorized and responsible person executed and delivered to the State a non-collusive bidding certification on Contractor's behalf.

8. INTERNATIONAL BOYCOTT PROHIBITION. In accordance with Section 220-f of the Labor Law and Section 139-h of the State Finance Law, if this contract exceeds \$5,000, the Contractor agrees, as a material condition of the contract, that neither the Contractor nor any substantially owned or affiliated person, firm, partnership or corporation has participated, is participating, or shall participate in an international boycott in violation of the federal Export Administration Act of 1979 (50 USC App. Sections 2401 et seq.) or regulations thereunder. If such Contractor, or any of the aforesaid affiliates of Contractor, is convicted or is otherwise found to have violated said laws or regulations upon the final determination of the United States Commerce Department or any other appropriate agency of the United States subsequent to the contract's execution, such contract, amendment or modification thereto shall be rendered forfeit and void. The Contractor shall so notify the State Comptroller within five (5) business days of such conviction, determination or disposition of appeal (2 NYCRR § 105.4).

9. SET-OFF RIGHTS. The State shall have all of its common law, equitable and statutory rights of set-off. These rights shall include, but not be limited to, the State's option to withhold for the purposes of set-off any moneys due to the Contractor under this contract up to any amounts due and owing to the State with regard to this contract, any other contract with any State department or agency, including any contract for a term commencing prior to the term of this contract, plus any amounts due and owing to the State for any other reason including, without limitation, tax delinquencies, fee delinquencies or monetary penalties relative thereto. The State shall exercise its set-off rights in accordance with normal State practices including, in cases of set-off pursuant to an audit, the finalization of such audit by the State agency, its representatives, or the State Comptroller.

10. RECORDS. The Contractor shall establish and maintain complete and accurate books, records, documents, accounts and other evidence directly pertinent to performance under this contract (hereinafter, collectively, the "Records"). The Records

must be kept for the balance of the calendar year in which they were made and for six (6) additional years thereafter. The State Comptroller, the Attorney General and any other person or entity authorized to conduct an examination, as well as the agency or agencies involved in this contract, shall have access to the Records during normal business hours at an office of the Contractor within the State of New York or, if no such office is available, at a mutually agreeable and reasonable venue within the State, for the term specified above for the purposes of inspection, auditing and copying. The State shall take reasonable steps to protect from public disclosure any of the Records which are exempt from disclosure under Section 87 of the Public Officers Law (the "Statute") provided that: (i) the Contractor shall timely inform an appropriate State official, in writing, that said records should not be disclosed; and (ii) said records shall be sufficiently identified; and (iii) designation of said records as exempt under the Statute is reasonable. Nothing contained herein shall diminish, or in any way adversely affect, the State's right to discovery in any pending or future litigation.

11. IDENTIFYING INFORMATION AND PRIVACY NOTIFICATION. (a) Identification Number(s). Every invoice or New York State Claim for Payment submitted to a New York State agency by a payee, for payment for the sale of goods or services or for transactions (e.g., leases, easements, licenses, etc.) related to real or personal property must include the payee's identification number. The number is any or all of the following: (i) the payee's Federal employer identification number, (ii) the payee's Federal social security number, and/or (iii) the payee's Vendor Identification Number assigned by the Statewide Financial System. Failure to include such number or numbers may delay payment. Where the payee does not have such number or numbers, the payee, on its invoice or Claim for Payment, must give the reason or reasons why the payee does not have such number or numbers.

(b) Privacy Notification. (1) The authority to request the above personal information from a seller of goods or services or a lessor of real or personal property, and the authority to maintain such information, is found in Section 5 of the State Tax Law. Disclosure of this information by the seller or lessor to the State is mandatory. The principal purpose for which the information is collected is to enable the State to identify individuals, businesses and others who have been delinquent in filing tax returns or may have understated their tax liabilities and to generally identify persons affected by the taxes administered by the Commissioner of Taxation and Finance. The information will be used for tax administration purposes and for any other purpose authorized by law. (2) The personal information is requested by the purchasing unit of the agency contracting to purchase the goods or services or lease the real or personal property covered by this contract or lease. The information is maintained in the Statewide Financial System by the Vendor Management Unit within the Bureau of State Expenditures, Office of the State Comptroller, 110 State Street, Albany, New York 12236.

12. EQUAL EMPLOYMENT OPPORTUNITIES FOR MINORITIES AND WOMEN.

In accordance with Section 312 of the Executive Law and 5 NYCRR Part 143, if this contract is: (i) a written agreement or purchase order instrument, providing for a total expenditure in excess of \$25,000.00, whereby a contracting agency is committed to expend or does expend funds in return for labor, services, supplies, equipment, materials or any combination of the foregoing, to be performed for, or rendered or furnished to the contracting agency; or (ii) a written agreement in excess of \$100,000.00 whereby a contracting agency is committed to expend or does expend funds for the acquisition, construction, demolition, replacement, major repair or renovation of real property and improvements thereon; or (iii) a written agreement in excess of \$100,000.00 whereby the owner of a State assisted housing project is committed to expend or does expend funds for the acquisition, construction, demolition, replacement, major repair or renovation of real property and improvements thereon for such project, then the following shall apply and by signing this agreement the Contractor certifies and affirms that it is Contractor's equal employment opportunity policy that:

(a) The Contractor will not discriminate against employees or applicants for employment because of race, creed, color, national origin, sex, age, disability or marital status, shall make and document its conscientious and active efforts to employ and utilize minority group members and women in its work force on State contracts and will undertake or continue existing programs of affirmative action to ensure that minority group members and women are afforded equal employment opportunities without discrimination. Affirmative action shall mean recruitment, employment, job assignment, promotion, upgradings, demotion, transfer, layoff, or termination and rates of pay or other forms of compensation;

(b) at the request of the contracting agency, the Contractor shall request each employment agency, labor union, or authorized representative of workers with which it has a collective bargaining or other agreement or understanding, to furnish a written statement that such employment agency, labor union or representative will not discriminate on the basis of race, creed, color, national origin, sex, age, disability or marital status and that such union or representative will affirmatively cooperate in the implementation of the Contractor's obligations herein; and

(c) the Contractor shall state, in all solicitations or advertisements for employees, that, in the performance of the State contract, all qualified applicants will be afforded equal employment opportunities without discrimination because of race, creed, color, national origin, sex, age, disability or marital status.

Contractor will include the provisions of "(a), (b) and (c)" above, in every subcontract over \$25,000.00 for the construction, demolition, replacement, major repair, renovation, planning or design of real property and improvements thereon (the "Work") except where the Work is for the beneficial use of the Contractor. Section 312 does not

apply to: (i) work, goods or services unrelated to this contract; or (ii) employment outside New York State. The State shall consider compliance by a contractor or subcontractor with the requirements of any federal law concerning equal employment opportunity which effectuates the purpose of this clause. The contracting agency shall determine whether the imposition of the requirements of the provisions hereof duplicate or conflict with any such federal law and if such duplication or conflict exists, the contracting agency shall waive the applicability of Section 312 to the extent of such duplication or conflict. Contractor will comply with all duly promulgated and lawful rules and regulations of the Department of Economic Development's Division of Minority and Women's Business Development pertaining hereto.

13. CONFLICTING TERMS. In the event of a conflict between the terms of the contract (including any and all attachments thereto and amendments thereof) and the terms of this Appendix A, the terms of this Appendix A shall control.

14. GOVERNING LAW. This contract shall be governed by the laws of the State of New York except where the Federal supremacy clause requires otherwise.

15. LATE PAYMENT. Timeliness of payment and any interest to be paid to Contractor for late payment shall be governed by Article 11-A of the State Finance Law to the extent required by law.

16. NO ARBITRATION. Disputes involving this contract, including the breach or alleged breach thereof, may not be submitted to binding arbitration (except where statutorily authorized), but must, instead, be heard in a court of competent jurisdiction of the State of New York.

17. SERVICE OF PROCESS. In addition to the methods of service allowed by the State Civil Practice Law & Rules ("CPLR"), Contractor hereby consents to service of process upon it by registered or certified mail, return receipt requested. Service hereunder shall be complete upon Contractor's actual receipt of process or upon the State's receipt of the return thereof by the United States Postal Service as refused or undeliverable. Contractor must promptly notify the State, in writing, of each and every change of address to which service of process can be made. Service by the State to the last known address shall be sufficient. Contractor will have thirty (30) calendar days after service hereunder is complete in which to respond.

18. PROHIBITION ON PURCHASE OF TROPICAL HARDWOODS. The Contractor certifies and warrants that all wood products to be used under this contract award will be in accordance with, but not limited to, the specifications and provisions of Section 165 of the State Finance Law, (Use of Tropical Hardwoods) which prohibits purchase and use of tropical hardwoods, unless specifically exempted, by the State or any governmental agency or political subdivision or public benefit corporation. Qualification for an exemption under this

law will be the responsibility of the contractor to establish to meet with the approval of the State.

In addition, when any portion of this contract involving the use of woods, whether supply or installation, is to be performed by any subcontractor, the prime Contractor will indicate and certify in the submitted bid proposal that the subcontractor has been informed and is in compliance with specifications and provisions regarding use of tropical hardwoods as detailed in § 165 State Finance Law. Any such use must meet with the approval of the State; otherwise, the bid may not be considered responsive. Under bidder certifications, proof of qualification for exemption will be the responsibility of the Contractor to meet with the approval of the State.

19. MACBRIDE FAIR EMPLOYMENT PRINCIPLES. In accordance with the MacBride Fair Employment Principles (Chapter 807 of the Laws of 1992), the Contractor hereby stipulates that the Contractor either (a) has no business operations in Northern Ireland, or (b) shall take lawful steps in good faith to conduct any business operations in Northern Ireland in accordance with the MacBride Fair Employment Principles (as described in Section 165 of the New York State Finance Law), and shall permit independent monitoring of compliance with such principles.

20. OMNIBUS PROCUREMENT ACT OF 1992. It is the policy of New York State to maximize opportunities for the participation of New York State business enterprises, including minority- and women-owned business enterprises as bidders, subcontractors and suppliers on its procurement contracts.

Information on the availability of New York State subcontractors and suppliers is available from:

NYS Department of Economic Development
Division for Small Business and Technology Development
625 Broadway
Albany, New York 12245
Telephone: 518-292-5100

A directory of certified minority- and women-owned business enterprises is available from:

NYS Department of Economic Development
Division of Minority and Women's Business Development
633 Third Avenue 33rd Floor
New York, NY 10017
646-846-7364
email: mwbebusinessdev@esd.ny.gov
<https://ny.newnycontracts.com/FrontEnd/searchcertifieddirectory.asp>

The Omnibus Procurement Act of 1992 (Chapter 844 of the Laws of 1992, codified in State Finance Law § 139-i and Public Authorities Law § 2879(3)(n)-(p)) requires that by signing this bid proposal or contract, as applicable, Contractors certify that whenever the total bid amount is greater than \$1 million:

(a) The Contractor has made reasonable efforts to encourage the participation of New York State Business Enterprises as suppliers and subcontractors, including certified minority- and women-owned business enterprises, on this project, and has retained the documentation of these efforts to be provided upon request to the State;

(b) The Contractor has complied with the Federal Equal Opportunity Act of 1972 (P.L. 92-261), as amended;

(c) The Contractor agrees to make reasonable efforts to provide notification to New York State residents of employment opportunities on this project through listing any such positions with the Job Service Division of the New York State Department of Labor, or providing such notification in such manner as is consistent with existing collective bargaining contracts or agreements. The Contractor agrees to document these efforts and to provide said documentation to the State upon request; and

(d) The Contractor acknowledges notice that the State may seek to obtain offset credits from foreign countries as a result of this contract and agrees to cooperate with the State in these efforts.

21. RECIPROCITY AND SANCTIONS PROVISIONS. Bidders are hereby notified that if their principal place of business is located in a country, nation, province, state or political subdivision that penalizes New York State vendors, and if the goods or services they offer will be substantially produced or performed outside New York State, the Omnibus Procurement Act 1994 and 2000 amendments (Chapter 684 and Chapter 383, respectively, codified in State Finance Law § 165(6) and Public Authorities Law § 2879(5)) require that they be denied contracts which they would otherwise obtain. NOTE: As of May 2023, the list of discriminatory jurisdictions subject to this provision includes the states of South Carolina, Alaska, West Virginia, Wyoming, Louisiana and Hawaii.

22. COMPLIANCE WITH BREACH NOTIFICATION AND DATA SECURITY LAWS. Contractor shall comply with the provisions of the New York State Information Security Breach and Notification Act (General Business Law §§ 899-aa and 899-bb and State Technology Law § 208).

23. COMPLIANCE WITH CONSULTANT DISCLOSURE LAW. If this is a contract for consulting services, defined for purposes of this requirement to include analysis, evaluation, research, training, data processing, computer programming, engineering, environmental, health, and mental health services, accounting, auditing, paralegal, legal or similar services, then, in accordance with Section 163 (4)(g) of the State Finance Law (as amended by Chapter 10 of the Laws of 2006), the Contractor shall timely, accurately and properly comply with the requirement to submit an annual employment report for the contract to the agency that awarded the contract, the Department of Civil Service and the State Comptroller.

24. PROCUREMENT LOBBYING. To the extent this agreement is a “procurement contract” as defined by State Finance Law §§ 139-j and 139-k, by signing this agreement the contractor certifies and affirms that all disclosures made in accordance with State Finance Law §§ 139-j and 139-k are complete, true and accurate. In the event such certification is found to be intentionally false or intentionally incomplete, the State may terminate the agreement by providing written notification to the Contractor in accordance with the terms of the agreement.

25. CERTIFICATION OF REGISTRATION TO COLLECT SALES AND COMPENSATING USE TAX BY CERTAIN STATE CONTRACTORS, AFFILIATES AND SUBCONTRACTORS.

To the extent this agreement is a contract as defined by Tax Law § 5-a, if the contractor fails to make the certification required by Tax Law § 5-a or if during the term of the contract, the Department of Taxation and Finance or the covered agency, as defined by Tax Law § 5-a, discovers that the certification, made under penalty of perjury, is false, then such failure to file or false certification shall be a material breach of this contract and this contract may be terminated, by providing written notification to the Contractor in accordance with the terms of the agreement, if the covered agency determines that such action is in the best interest of the State.

26. IRAN DIVESTMENT ACT. By entering into this Agreement, Contractor certifies in accordance with State Finance Law § 165-a that it is not on the “Entities Determined to be Non-Responsive Bidders/Offerers pursuant to the New York State Iran Divestment Act of 2012” (“Prohibited Entities List”) posted at: <https://ogs.ny.gov/iran-divestment-act-2012>

Contractor further certifies that it will not utilize on this Contract any subcontractor that is identified on the Prohibited Entities List. Contractor agrees that should it seek to renew or extend this Contract, it must provide the same certification at the time the Contract is renewed or extended. Contractor also agrees that any proposed Assignee of this Contract will be required to certify that it is not on the Prohibited Entities List before the contract assignment will be approved by the State.

During the term of the Contract, should the state agency receive information that a person (as defined in State Finance Law § 165-a) is in violation of the above-referenced certifications, the state agency will review such information and offer the person an opportunity to respond. If the person fails to demonstrate that it has ceased its engagement in the investment activity which is in violation of the Act within 90 days after the determination of such violation, then the state agency shall take such action as may be appropriate and provided for by law, rule, or contract, including, but not limited to, imposing sanctions, seeking compliance, recovering damages, or declaring the Contractor in default.

The state agency reserves the right to reject any bid, request for assignment, renewal or extension for an entity that appears on the Prohibited Entities List prior to the award, assignment, renewal or extension of a contract, and to pursue a responsibility review with respect to any entity that is awarded a contract and appears on the Prohibited Entities list after contract award.

27. ADMISSIBILITY OF REPRODUCTION OF CONTRACT. Notwithstanding the best evidence rule or any other legal principle or rule of evidence to the contrary, the Contractor acknowledges and agrees that it waives any and all objections to the admissibility into evidence at any court proceeding or to the use at any examination before trial of an electronic reproduction of this contract, in the form approved by the State Comptroller, if such approval was required, regardless of whether the original of said contract is in existence.

EXHIBIT B

AFFIRMATIVE ACTION/EQUAL EMPLOYMENT OPPORTUNITY/ NON-DISCRIMINATION POLICY

Executive Order No. 6, regarding equal employment opportunities, states: "It is the policy of the State of New York that equal opportunity be assured in the State's personnel system and affirmative action provided in its administration, in accordance with the requirements of the State's Human Rights Law and the mandates of Title VII of the Federal Civil Rights Act, as amended. Accordingly, it is the responsibility of the State's Department of Civil Service to enforce the State's policy of ensuring full and equal opportunity for minorities, women, persons with disabilities and Vietnam era veterans at all occupational levels of State government." In keeping with this policy, the Board mandates compliance internally and for all organizations with which we conduct business.

This compliance includes all Federal and State laws, mandates, rules and regulations that seek to ensure full and equal opportunity for minorities, women, persons with disabilities and Vietnam era veterans and applies to all occupational levels of an organization's structure, including any groups hired as subcontractors.

(Under Review) Revision to existing subparagraph (2) to Part 542.1(d) of Article 15-A of the New York State Executive Law, (page 13 of the EEO regulations) states that all contractors doing business with the State of New York must submit an Equal Employment Opportunity Policy Statement which includes at a minimum, but is not necessarily limited to, the following actions identified in Part 542.1c(3) and any regulations adopted pursuant thereto:

"(i) The contractor will not discriminate against any employee or applicant for employment because of race, creed, color, national origin, sex, age, disability or marital status, will undertake or continue existing programs of affirmative action to ensure that minority group members and women are afforded equal employment opportunities without discrimination, and shall make and document its conscientious and active efforts to employ and utilize minority group members and women in its work force on State contracts.

"(ii) The contractor shall state in all solicitations or advertisements for employees that, in the performance of the State contract, all qualified applicants will be afforded equal employment opportunities without discrimination because of race, creed, color, national origin, sex, age, disability or marital status.

"(iii) At the request of the contracting agency, the contractor shall request each employment agency, labor union, or authorized representative of workers with which it has a collective bargaining or other agreement or understanding, to furnish a written statement that such employment agency, labor union, or representative will not discriminate on the basis of race, creed, color, national origin, sex, age, disability or marital status and that such union or representative will affirmatively cooperate in the implementation of the contractor's obligations herein."

The determination of contract award will include a review of evidence as supplied by each potential contractor regarding compliance with the aforementioned Affirmative Action/Equal Employment Opportunity/Non-Discrimination policy. Accordingly, bidders' proposals must include compliance with the above policy, and all contractors must agree that all presentations and materials will be free from discrimination based on race, color, religion, sex, national origin, sexual orientation or disability.

Exhibit C:

State of New York Deferred Compensation Plan Procurement Guidelines

The following guidelines apply to active procurements for services utilized by the New York State Deferred Compensation Plan. They are designed to ensure that procurements are conducted in a fair, and open manner. A copy of these guidelines will be given to employees of the New York State Deferred Compensation Board (employees of the Board) and employees of state entities and firms who have been designated by the Deferred Compensation Board to assist in procurements (designees). A copy of these guidelines will also be included in Requests For Proposal (RFPs) distributed to firms that intend to participate in procurements.

Violation of these guidelines by any employee of the Board may result in disciplinary action. Firms violating these guidelines may be disqualified from participating in procurements and may be subject to such other legal action as may be applicable. Every reasonable effort will be made to ensure compliance with these guidelines, but a minor deviation that does not impair the fairness and integrity of the procurement process will not require the invalidation of a contract award.

1. Employees of the Board and, if applicable, designees, must provide every firm that is interested in participating in a procurement with an equal opportunity to compete. No information may be given to any firm without being made available to all other interested firms. After bid documents (e.g. RFP) have been distributed, interested firms may have an opportunity to submit questions in writing to an individual who has been identified as the designated contact for the procurement (“designated contact”). A copy of all such questions, if applicable, along with written answers will be supplied to all interested firms.
2. The designated contact will be either a payroll employee or contract employee of the Board, or another designee as determined by the Board. The designated contact will coordinate interaction between employees of the Board, designees and employees of interested firms after bid documents have been distributed. Telephone calls, correspondence and requests for meetings must be directed to this individual unless designated otherwise in the bid procedure. The designated contact will be responsible for scheduling meetings with interested firms and will maintain a record of all such meetings.
3. After bid documents have been distributed, firms that intend to submit proposals should not contact any employee of the Board, member of the Deferred Compensation Board or employee of a company that has a business relationship with the Plan, unless the individual to be contacted is the designated contact. An exception to this guideline applies to firms that have a business relationship with either the Board or a related entity. However, any contact made by such firms with an individual other than the designated contact must be limited to that business and must not be related to an active procurement.

4. Bidders and potential bidders are required to obtain information relating to procurements only from employees of the Deferred Compensation Board or from the designated contact.
5. Interaction between employees of the Board or the designated contact and, an interested firm must be made by telephone, in writing or during regular office hours in the office of the Deferred Compensation Board, office of the firm or at a location determined by the designated contact.
6. During the procurement process no lunch, dinner, gifts or entertainment shall be accepted by an employee of the Board from an interested firm, except during a presentation, interview or similar session occurring at the office of the Board, office of an interested firm or at a place determined by the designated contact that includes a working meal.
7. A firm may not exert or attempt to exert any improper influence (as defined below) relating to that firm's proposal.
8. Evaluations of competing proposals will be conducted by an evaluation committee (the evaluation committee) appointed by the Board or a designee of the Board. Evaluations, recommendations and deliberations conducted by such committees shall be based solely on the merits of proposals, free from any improper influence. An "improper influence" means any attempt to achieve preferential, unequal, or favored consideration of a proposal based on considerations other than the merits of the proposal.
9. No employee of the Board, designee or designated contact may disclose the contents of any portion of an RFP to any person not employed by or not designated by the Board unless specifically authorized by an employee of the Board and only if it is determined that such disclosure will not impair the fairness and integrity of the procurement process.
10. The evaluation of competing proposals shall be conducted in accordance with evaluation and selection procedures documented in a procurement file to be established prior to the receipt of written proposals. Evaluation procedures shall be distributed by an employee of the Board or by the designated contact to members of the evaluation committee prior to the distribution of competing proposals to committee members.
11. During the evaluation phase of the procurement process, no employee of the Board or designee may disclose any part of a competing proposal to persons other than fellow committee members, Board members or other persons assigned to assist in the evaluation or selection process.

Exhibit D:
Plan Assets by Investment Option

New York Deferred Compensation Plan
As of September 30, 2025

Investment Option	Assets as of 09/30/2025	Percent of Total
BlackRock DJ Completion Index	1,119,279,058	2.56%
BlackRock Equity Index Trust	5,002,225,815	11.44%
BlackRock US Debt Index	1,027,537,385	2.35%
Boston Partners Large Cap Value	1,853,585,630	4.24%
Capital Group Washington Mutual Investors Fund	57,031,563	0.13%
Fidelity Global ex-U.S. Index Fund	782,328,124	1.79%
Fidelity Int'l Capital Appreciation Fund	157,448,316	0.36%
Fidelity OTC Fund	7,436,385,721	17.01%
International Equity Fund - Active*	874,502,781	2.00%
JP Morgan US Active Core Equity	3,250,016,657	7.43%
Pax Global Environmental Markets Fund	117,460,665	0.27%
PIMCO Income Fund	54,023,008	0.12%
PIMCO RAE U.S. Small Cap	475,963,210	1.09%
Schwab PCRA	357,597,208	0.82%
Stable Income Fund	8,326,064,152	19.05%
T. Rowe Price Large Cap Growth	2,222,332,408	5.08%
T. Rowe Price Retirement Funds 2010	106,169,376	0.26%
T. Rowe Price Retirement Funds 2015	105,892,909	0.26%
T. Rowe Price Retirement Funds 2020	486,115,749	1.19%
T. Rowe Price Retirement Funds 2025	748,484,021	1.80%
T. Rowe Price Retirement Funds 2030	1,272,121,823	2.89%
T. Rowe Price Retirement Funds 2035	972,338,657	2.12%
T. Rowe Price Retirement Funds 2040	1,100,489,787	2.42%
T. Rowe Price Retirement Funds 2045	717,074,884	1.52%
T. Rowe Price Retirement Funds 2050	485,690,889	1.02%
T. Rowe Price Retirement Funds 2055	347,104,521	0.71%
T. Rowe Price Retirement Funds 2060	157,478,413	0.31%
T. Rowe Price Retirement Funds 2065	102,018,172	0.19%
T. Rowe Price Small Cap Growth	723,090,427	1.65%
Vanguard Wellington Balanced Fund	2,878,105,969	6.58%
Wellington SMID Cap Research	399,799,694	0.91%
Total	43,715,756,992	100.00%

*The Principal Diversified International CIT is not officially a fund option in the NYSDCP; however, it is the only investment held by "International Equity - Active" as of September 30, 2025.

Exhibit E:
Stable Income Fund Assets by Category

New York Deferred Compensation Plan: Stable Income Fund
As of September 30, 2025

Issuer	Strategy / Sub-Account	Book Value (\$MM)	Dollar Weight	Duration
Cash/Cash Equivalents		120.7		
	BlackRock - New York State	120.7	1.4%	0.08
MassMutual		1,336.2		
	Earnest Partners 1-3 Gov - NYS	780.9	9.4%	1.9
	IR+M Int Agg - NYS	378.1	4.5%	4.36
	Loop Intermediate - NYS	177.3	2.1%	4.4
Metropolitan Life		1,383.7		
	JPM Int Agg - NYS	273.2	3.3%	4.31
	Longfellow 1-3 G/C - NYS	595.0	7.1%	1.82
	Loomis Aggregate - NYS	515.5	6.2%	6.06
New York Life		368.5		
	MacKay 1-3 G/C - NYS	368.5	4.4%	1.87
Prudential		1,321.5		
	JPM Int Agg - NYS	447.0	5.4%	4.31
	Jennison Int Agg - NYS	874.5	10.5%	4.23
State Street Bank		1,191.1		
	IR+M Int Agg - NYS	492.9	5.9%	4.36
	NISA 1-3 G/C - NYS	698.2	8.4%	1.87
US Life Insurance Co.		1,265.2		
	Loop Intermediate - NYS	177.9	2.1%	4.4
	New Century Agg - NYS	341.2	4.1%	6.37
	Wellington 1-3 G/C - NYS	746.0	9.0%	1.95
Voya		1,340.0		
	Loomis Intermediate - NYS	701.4	8.4%	4.34
	Voya 1-3 G/C - NYS	638.6	7.7%	1.86
Grand Total		8,327.0		

EXHIBIT F

The State of New York Deferred Compensation Board Stable Income Fund

INVESTMENT POLICIES AND GUIDELINES

June 5, 2015

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- I.** Investment Objectives
- II.** Investment Strategy
 - A. Permitted Investments
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 - C. Summary Description of Stable Value Sectors
 - D. Deviations
 - E. Fund Duration
- III.** Sector Guidelines
 - A. Cash Portfolio Investment Guidelines
 - B. Fixed Income Sector Investment Guidelines
- IV.** Definitions

I. INVESTMENT OBJECTIVES

The primary investment objective of the Stable Income Fund (“Fund”) is preservation of principal. The Fund will also seek to achieve a reasonably stable quarterly return, a high level of liquidity for participant withdrawals and a total return which, over time, exceeds the Fund’s Benchmark: the Rolling Yield of the 5-Year Constant Maturity Treasury (“CMT”).

II. INVESTMENT STRATEGY

The Fund seeks to achieve its investment objective through a portfolio consisting primarily of stable value products, as described in these Investment Policies and Guidelines (the “Overall Investment Policy”). GSAM Stable Value, LLC, the provider of the Fund’s Stable Value Structure Management Services (“GSAM SV”), shall be responsible for the Fund’s duration management, liquidity, Guaranteed Investment Contract (“GIC”) placements, management of Wrap Contract Sub-Manager and Separate Account portfolio allocations and such other responsibilities and duties as set forth in this Overall Investment Policy and the Stable Income Fund Structure Management Agreement (“Agreement”). Capitalized terms used herein which are not otherwise defined shall have the meaning given to such terms in the Agreement.

A. Permitted Investments

As assets become available for reinvestment, the Fund’s assets may be reinvested in the Stable Value Sectors listed below:

- (1) Cash or Cash Equivalents. Cash/cash equivalent investments consist of short-term collective investment funds (“STIFs”), money market funds or other high-quality, cash equivalent investments managed by the Sub-Manager of the Cash Portfolio in accordance with the Sector Guidelines set forth in Section III.
- (2) Units of Stable Value collective investment trusts (“CITs”) as described below in “Summary Description of Stable Value Sectors” not otherwise included in (4) below which provide book value accounting as part of the CIT structure. Each of the foregoing investments shall have a minimum average credit rating of “AA-” at the time of purchase.
- (3) GICs as described under “Summary Description of Stable Value Sectors” below.
- (4) Separate Accounts as described under “Summary Description of Stable Value Sectors” below.
- (5) Wrapped Fixed Income investments (also referred to as “Synthetic GICs”), as described below in “Summary Description of Stable Value Sectors”, wrapping fixed income securities within the limitations set forth in the Fixed Income Sector Investment Guidelines

B. Fund Diversification

As assets become available for reinvestment, the Fund's assets will be allocated by GSAM SV according to the Stable Value Sector guidelines as follows:

Allocation Guidelines for Stable Income Fund	
Stable Value Sector	Permissible Range
Cash/Cash Equivalents	0-50%
Stable Value CIT	0-5%
GICs	0-20%
Separate Accounts	0-90%
Wrapped Fixed Income/Synthetic GICs	25-95%

In managing and monitoring the Fund's allocations within the above Allocation Guidelines, GSAM SV will assess the Fund's duration, the Fund's immediate and anticipated liquidity needs, the terms of the investment contracts, the Fund's long-term objectives, the performance of the various Sub-Managers and Separate Accounts and such other factors that GSAM SV deems prudent. In the event that the Fund's allocation is outside the Allocation Guidelines, GSAM SV will notify the Board in writing, and will reallocate the Fund's assets to the above Allocation Guidelines within 10 Business Days, absent approval by the Board of a longer time period or a delay in effecting transactions on the part of one or more Sub-Managers.

C. Summary Description of Stable Value Sectors

- (1) **Wrapped Fixed Income.** The Wrapped Fixed Income component may consist of a portfolio or portfolios of fixed income securities and one or more Wrap Contracts to provide book value liquidity with respect to fixed income portfolios for Plan benefit payments. All Wrap Contract issuers shall be on GSAM SV's approved wrap issuer list at the time of placement. In addition to individual securities holdings, this component may consist of actively managed portfolios of fixed income securities subject to a sub-advisory agreement with a Sub-Manager, units of CITs, or shares of mutual funds.
- (2) **Stable Value Collective Investment Trusts.** The Stable Value CIT component shall consist of collective investment trusts with similar objectives as set forth herein. Fund assets may be invested in units of Stable Value CITs.
- (3) **GICs.** The GICs component will generally consist of investment contracts backed by the general account assets of qualified insurance companies or major money center banks or other financial institutions. GSAM SV will restrict new investments in GICs to those issuers included on GSAM SV's approved list, with a limit of 5% of the Fund's assets in any one issuer, measured at the time of purchase. GSAM SV

will provide the Board with a description of GSAM SV's approved list, as amended from time to time.

- (4) **Separate Accounts.** Separate Accounts will consist of separate account contracts with insurance companies on GSAM SV's approved list of issuers under which (i) the assets contributed by the Fund are invested within the limits set forth in Fixed Income Sector Investment Guidelines, (ii) the insurance company provides coverage for book value accounting, and (iii) the assets contributed by the Fund are segregated from the general assets of the insurance company, or any other similar product.
- (5) **Cash or Cash Equivalents.** The Cash/Cash Equivalents component is described in the Cash Portfolio Investment Guidelines in Section III hereof.

D. Deviations

Deviations from the diversification requirements set forth in sections B and C above are acceptable if at the time of the investment it is known that such deviation will occur and is mutually agreed to in writing by GSAM SV and the Board.

E. Fund Duration

The duration target of the Fund shall be 3.0 years, with a permissible range of 1.5 years to 4.0 years. GSAM SV will manage the Fund duration through the allocations to the various Stable Value Sectors and Sub-Managers. The Sub-Manager allocations will be adjusted as necessary based on the actual durations of the respective Sub-Managers' portfolios.

III. SECTOR GUIDELINES

A. Cash Portfolio Investment Guidelines

- (1) **Investment Objectives.** The Cash Manager will seek to provide liquidity required to meet the cash needs of the Stable Income Fund on a daily basis.
- (2) **Approved Investments.** Any of the following fixed income securities, subject to credit and diversification guidelines below, may be held:
 - (a) Short-term investments eligible for Rule 2a-7 money market funds; STIFs utilized by the custodian or trustee and Rule 2a-7 money market funds;
 - (b) Instruments issued or fully guaranteed by the U.S. Government, federal agencies, sponsored agencies or sponsored corporations;
 - (c) Securities issued by supranational entities or sovereign credits.
 - (d) Residential or commercial mortgage-backed securities, asset-backed securities, structured notes and other similar fixed income investments;
 - (e) Corporate obligations;
 - (f) Commercial paper or master notes;
 - (g) Rule 144A securities;
 - (h) Certificates of Deposit (includes Domestic, Yankee and Eurodollar issuers), Funding Agreements and Promissory Notes;
 - (i) Repurchase agreements. Repurchase agreements must be collateralized to the extent of at least 102% of the value lent by U.S. treasuries, agencies, corporate bonds, residential or commercial mortgage-backed securities, residential or commercial whole loans, international sovereign or supranational bonds and senior secured bank loans; and
 - (j) Municipal obligations (excluding auction rate securities), municipal variable rate demand notes ("VRDN") including non-rated floaters.

(3) **Prohibited Investments**

- (a) Equities and securities that derive their price from equities.
- (b) Mortgage derivatives such as IOs, POs and inverse IOs.
- (c) Securities not expressly covered under Approved Investments outlined above.
- (d) Transactions that would be prohibited by ERISA, if ERISA applied to the Plan, and any other applicable law.
- (e) Securities and investment techniques used solely for leverage purposes.
- (f) Securities issued or guaranteed by the Cash-Manager(s) or its affiliates.
- (g) Currencies or currency forwards.
- (h) Securities issued by an entity that would be prohibited by the New York State Deferred Compensation Board Iran Investment Policy.

(4) **Diversification Limits.** The following concentration guidelines will be applicable:

	Sector Limit	Issuer Limit	Maturity Limit
U.S. Treasury	100%	100%	25 months
U.S. Government Agency and related entities	100%	33%	25 months
Supranational or Sovereigns	10%	5%	25 months
Commercial Paper	75%	5%	397 days
Certificates of Deposit	50%	3%	397 days
Corporate Obligations	35%	3%	25 months
Structured Securities described in II(d)	10%	5%	25 months
Promissory Notes	10%	5%	95 days
Master Notes	10%	5%	1 Year; 90-day put
Funding Agreements	10%	5%	1 Year; 90-day put
Municipal Obligations	10%	5%	1 Year
Money Market Funds (FedFund & Temp Fund)	100%	25%	90 days
Repurchase Agreements (Deliverable or Tri Party)	100%	25% per counterparty	90 days

Rule 144 A securities will be limited to applicable sector, issuer and maturity limits shown in the above table.

(5) **Credit Quality Guidelines (at the time of purchase).** The Cash Portfolio may invest in securities with:

- a) Short-term rating of at least A-1 or A-2 by Standard & Poor's Corporation ("S&P") or P-1 or P-2 by Moody's Investors Service ("Moody's"), provided that the Cash Portfolio assets rated A-2 and P-2 at time of purchase shall not exceed 10% of the Cash Portfolio. In the event of a split rating, the higher rating will determine the credit quality.
- b) Long-term rating of at least A by S&P or A2 by Moody's. In the event of a split rating, the higher rating will determine the credit quality.
- c) In the event that an issue is rated both short-term and long-term, the higher rating will determine the credit quality.
- d) For municipal obligations (with a short-term rating), the minimum rating must be SP-1 by S&P or MIG 1/VMIG 1 by Moody's.
 - If the Cash Manager is relying on credit enhancement (i.e. letter of credit or monoline insurance) in determining the suitability of a municipal obligation for the Cash Portfolio, such security, with the exception of VRDN's, must have a rating, excluding the credit enhancement, of at least A by S&P or A2 by Moody's.
 - In the case of VRDN's, if the Cash Manager is relying on an irrevocable letter of credit in determining the suitability of such investment for the Cash Portfolio, such security does not need to be rated or may have a rating lower than A by S&P or A2 by Moody's, provided, however, that the letter of credit provider must be rated at least A by S&P or A2 by Moody's.
- e) Supranational entities or sovereign credits must have a long-term rating of AAA by S&P or Aaa by Moody's, or a short-term rating of at least A-1 or P-1.
- f) Residential or commercial mortgage-backed securities, asset-backed securities, structured notes and other similar fixed income investments must have a long-term rating of AAA by S&P or Aaa by Moody's.
- g) If the issue or security has no ratings, the ratings of the underlying program or issuer can be used.
- h) Repurchase agreements issued or otherwise backed by dealers must be rated A-1 or P-1 or better by S&P or Moody's.

(6) **Duration.** The duration of Cash Portfolio security holdings shall be 90 days or less.

Securities with discrete maturity dates (Expected final maturity dates) shall be

limited to 25 months and for amortizing securities weighted average life will be used to determine maturity at time of purchase. Amortizing securities with legal final maturities past 25 months shall be limited to 5% of the portfolio. To avoid extension risk the maximum legal final maturity for amortizing securities shall be 5 years from trade date.

- (7) **Currency Exposure.** Non-U.S. dollar denominated securities are not permitted in the Cash Portfolio.

B. Fixed Income Sector Investment Guidelines

Investment guidelines under Wrap Contracts and Separate Accounts shall fit within the limitations set below.

- (1) **Investment Objectives.** The Sub-Manager(s) and Separate Accounts will seek to provide returns that exceed the assigned bond market index. The Sub-Manager(s) will seek to maximize long term total return while controlling and restricting overall portfolio risk.
- (2) **Approved Investments.** Any of the following U.S. Dollar denominated fixed income securities subject to credit and diversification guidelines below may be held:
 - (a) Instruments issued or fully guaranteed by the U.S. Government, federal agencies, sponsored agencies or sponsored corporations;
 - (b) Securities issued by supranational entities or sovereign credits;
 - (c) Residential and commercial mortgage-backed securities, corporate bonds, asset-backed securities (including CMOs), structured notes and other similar fixed income investments;
 - (d) Commercial paper and master notes issued or otherwise backed by an entity rated A1/P1 or better;
 - (e) Repurchase agreements issued or otherwise backed by dealers rated A-1 and P-1 or better (or less than A-1 and P-1 whose transaction has been guaranteed by an Aaa/AAA rated monoline reinsurer. Repurchase agreements must be collateralized to the extent of at least 100% of the value lent by U.S. treasuries, agencies, corporate bonds, residential and commercial mortgage-backed securities, residential and commercial whole loans, international sovereign and supranational bonds and senior secured bank loans;
 - (f) Obligations issued or guaranteed by state and municipal governments and agencies;
 - (g) Securities offered pursuant to Rule 144A, Section 3(a), Regulation S;
 - (h) Forward Commitments: Securities generally will be purchased and sold on a “regular settlement” basis, with the exception of (i) any eligible new issues which will be purchased for the first available settlement date, and (ii) U. S. Treasury and mortgage-backed securities, which may be purchased on a forward basis not to exceed 180 days;
 - (i) Pooled or commingled vehicles comprised of permitted investments and managed by the Sub-Manager(s) or investment managers designated by the

issuer of Separate Accounts including their affiliates; however, steps will be taken by the Sub-Manager(s) or issuers of Separate Accounts to assure that double fees shall not be charged; and

- (j) Futures, options, and swaps.

(3) Prohibited Investments

- (a) Equities and securities that derive their price from equities.
- (b) Mortgage derivatives such as IOs, POs and inverse IOs.
- (c) CLOs, CDOs, and CBOs.
- (d) Securities not expressly covered under Approved Investments outlined above.
- (e) Transactions that would be prohibited by ERISA, if ERISA applied to the Plan, and any other applicable law.
- (f) Securities and investment techniques used solely for leverage purposes. For purposes of this section, “leverage purposes” means the use of securities or investment techniques for other than hedging purposes.
- (g) Securities issued or guaranteed by the Sub-Manager(s), issuers of Separate Accounts or their affiliates.
- (h) Currencies.
- (i) Non-U.S. Dollar denominated securities.
- (j) Derivatives of any kind shall not be used to leverage the portfolio.
- (k) Emerging markets as defined by the Barclays Emerging Markets Hard Currency Aggregate Bond Index.
- (l) Securities issued by an entity that would be prohibited by the New York State Deferred Compensation Board Iran Investment Policy.

- (4) **Sector Diversification Limits.** The following concentration guidelines will be applicable:

Concentration Guidelines:

Sector	Sector Maximum	Issuer Maximum	Issue Maximum
Treasuries, Agencies	100%	N/A	15%
Residential MBS	50%		
Agency	50%	N/A	10%
Non-Agency	10%	5%	3%
Commercial MBS	15%	5%	3%
ABS	20%	5%	3%
Corporates	40%	5%	3%
Municipals	10%	5%	3%
Sovereign, Supranational	10%	5%	3%
Cash Equivalents	40%	10%	3%

The sector limits for Cash Equivalents exclude STIF.

The issuer of any non-agency MBS, Commercial MBS, or ABS security will be the trust that holds the associated collateral and the issuer limits will apply to securities that have claims against any one such trust.

- (5) **Credit Quality Guidelines (at the time of purchase).** Securities must be rated at least BBB-/Baa3 by Moody's, S&P and/or Fitch. The weighted average portfolio quality on each day will be rated at least Aa3 by Moody's, AA- by S&P and/or AA- by Fitch.

In the case of split-rated securities, the Sub-Manager(s) and Separate Accounts will use the middle rating to determine compliance with quality guidelines for securities that are rated by Moody's, S&P and Fitch and the lower rating for securities rated by only two of such agencies. For securities that are rated by only one rating agency, the Sub-Manager(s) and Separate Accounts will use the rating assigned by such agency. If a security is downgraded below the minimum credit quality set forth herein, the Sub-Manager(s) and Separate Accounts will dispose of the security in a prudent manner, with a target disposition of 30 days after the date of the downgrade.

For purposes of the above guidelines, investments in U.S. government and government agency obligations will be deemed rated Aaa/AAA.

- (6) **Duration.** The Sub-Manager(s) and Separate Accounts will manage the duration within a range of 80% - 120% of the duration of the assigned benchmark index.

IV. DEFINITIONS

"ABS" - Asset Backed Security

Securities collateralized by the cash flows from a specified pool of underlying assets, such as common receivables like credit cards payments, home equity and auto loans.

"CBO" – Collateralized Bond Obligation

An investment-grade bond backed by a large, diversified pool of junk bonds. Usually broken down into tiers with varying degrees of risk and varying interest rates.

"CDO" – Collateralized Debt Obligation

A type of structured asset-backed security (ABS) whose value and payments are derived from a portfolio of fixed-income underlying assets

"CLO" – Collateralized Loan Obligation

A debt security backed by a pool of commercial loans.

"CMO" – Collateralized Mortgage Obligation

Securities backed by pools of mortgage payments, separated into different maturity classes called tranches.

"ERISA" – Employee Retirement Income Security Act of 1974

The federal law which established legal guidelines for private pension plan administration and investment practices.

"IO" – Interest Only Bond

The interest portion of mortgage, Treasury or bond payments, which is separated and sold individually from the principal portion of those same payments. The periodic payments of several bonds can be "stripped" to form synthetic zero-coupon bonds.

"Inverse IO" – Inverse Interest Only Bond

A fixed income instrument which has a coupon rate or interest rate that varies with a short term interest rate index such as the London Interbank Offered Rate (LIBOR), the Constant Maturity Treasury (CMT) or the Cost of Funds Index (COFI) in such a way that the yield is inversely related.

"MBS" – Mortgage Backed Security

Securities backed by a pool of residential mortgage payments.

"PO" – Principal Only Bond

A type of fixed-income security where the holder is only entitled to receive regular cash flows that are derived from incoming principal repayments on an underlying loan pool. The loan is often a pool of mortgages in the form of a mortgage-backed security (MBS).

Exhibit G: Client Account Breakdown

Overview by Account Type (Past 5 Years)

Account Type	2021	2022	2023	2024	2025 YTD (9/30)
Structure Manager Accounts					
Third-Party Asset Management					
Wrap-Only Accounts					

Structure Manager by Vehicle Type

Year	SA Accounts (# / AUM)	CIT Accounts (# / AUM)	Total
30-Sep-25			
31-Dec-24			
31-Dec-23			
31-Dec-22			
31-Dec-21			

Third-Party AM by Vehicle Type

Year	SA Accounts (# / AUM)	CIT Accounts (# / AUM)	Total
30-Sep-25			
31-Dec-24			
31-Dec-23			
31-Dec-22			
31-Dec-21			

Wrap-Only by Vehicle Type

Year	SA Wrap (# / AUM)	CIT Wrap (# / AUM)	Total
30-Sep-25			
31-Dec-24			
31-Dec-23			
31-Dec-22			
31-Dec-21			

Accounts > \$500M AUM

Account Type	30-Sep-25	31-Dec-24	31-Dec-23	31-Dec-22	31-Dec-21
Structure Manager					
Third-Party AM					
Wrap-Only					

Accounts > \$1B AUM

Account Type	30-Sep-25	31-Dec-24	31-Dec-23	31-Dec-22	31-Dec-21
Structure Manager					
Third-Party AM					
Wrap-Only					

Exhibit H: Proposed Stable Value Fund Structure

Please outline the proposed wrap structure of the separate account.

Contract Characteristics	(%)	Contract Issuers	(%)	Average Fee	S&P Rating	Moody's Rating	Fitch Rating
Traditional GICs							
Insurance Separate Account GIC							
Maturing Synthetic							
Constant Duration Synthetic							
Cash/Money Market/STIF							
Stable Value Pooled Fund							
¹ Other							
Total	0.00%						
		Total / Average Fee	0.00%				

Footnotes, additional comments regarding wraps and costs:

Please outline the proposed structure of the market value portfolio for the Plan. Provide breakdowns of the bond characteristics on a market value basis.

Sector Allocation	Market Value (%)	Credit Quality Breakdown	Market Value (%)	Duration Breakdown	Market Value (%)	Asset Allocation	Market Value (%)
US Treasuries		AAA		Duration < 1		STIF/Cash	
Gov Related		AA		Duration 1-3		Short Duration	
Corporate		A		Duration 3-5		Intermediate Duration	
Asset Backed		BBB		Duration 5-7		Core	
Agency RMBS		BB		Duration 7-10		Total	0.00%
Non-Agency RMBS		B		Duration > 10			
CMBS		CCC		Total	0.00%		
CMO		Not Rated Quality					
Bank Loans		Total	0.00%				
Tax-Exempt US Muni							
¹ Other							
Cash							
Total	0.00%						

Effective Duration:
Market Value Benchmark:

Footnotes:

Please provide a list of proposed sub-advisors, including benchmarks and anticipated contracting structure.

Organization	Contract Structure	Benchmark	(%)
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Total			0.00%
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Footnotes:

**Office of Employee Relations/Statewide Labor-Management Committees
Policy and Guidelines for Implementing the New York State Procurement Lobbying
Law Sections 139-j and 139-k of the New York State Finance Law**

Revised 2/2015

I. Overview

Chapter 1 of the Laws of 2005 (the “Law”), which amended the Legislative Law (the “Lobbying Act”) and the State Finance Law, was enacted on August 23, 2005 by Governor George E. Pataki. The Law regulates attempts to influence state and local Governmental Entity procurement contracts in order to increase transparency and accountability in New York State’s procurement process. The Law was subsequently modified in 2005, 2006, 2007, 2009 and 2010.

Generally, the Law:

- Makes the Lobbying Act applicable to attempts to influence procurements and contracts once the procurement process has been commenced by a State agency, unified court system, State legislature, public authority, certain industrial development agencies and local benefit corporations;
- Requires the above-mentioned governmental entities to record all contacts made by lobbyists and contractors about a governmental procurement so that the public knows who is contacting governmental entities about procurements;
- Requires governmental entities to designate the persons who may be contacted relative to the governmental procurement by that entity in a restricted period;
- Authorizes the New York State Joint Commission on Public Ethics (JCOPE) (f/n/a the NYS Commission on Public Integrity) to impose fines and penalties against persons/organizations engaging in impermissible contacts about a governmental procurement and provides for the debarment of repeat violators;
- Directs the Office of General Services to disclose and maintain a list of non-responsible bidders pursuant to the Law and those who have been debarred and publish such list on its website;
- Requires the timely disclosure of accurate and complete information from offerors with respect to determinations of non-responsibility and debarment;
- Expands the definition of lobbying to include attempts to influence gubernatorial or local Executive Orders, Tribal–State Agreements, and procurement contracts;
- Modifies the governance of JCOPE to provide that opinions of JCOPE shall be binding only on the person to whom such opinion is rendered;
- Increases the monetary threshold which triggers a lobbyist’s obligations under the Lobbying Act from \$2,000 to \$5,000; and
- Establishes the Advisory Council on Procurement Lobbying.

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Primarily, the Law regulates two related aspects of procurements: (i) activities by the business and lobbying community seeking procurement contracts (through amendments to the Legislative Law) and (ii) activities involving governmental entities establishing procurement contracts (through amendments to the State Finance Law).

II. Applicability of the Policy and Guidelines (hereinafter “Policy”)

The Office of Employee Relations, in addition to its own procurement activities, provides administrative and contracting services for the Statewide Joint Labor-Management Committees. This policy applies to all of the above entities (referred to in the policy collectively as “the agency”).

In general, this policy applies to every procurement involving an estimated annualized expenditure in excess of \$15,000 for:

- Commodity;
- Service;
- Technology;
- Public work;
- Construction;
- Revenue contract;
- The purchase, sale or lease of real property; or
- The acquisition or granting of other interest in real property.

Procurements under \$15,000 are not covered by changes to the Law or this policy.

Contacts between employees of the agency and an Offerer are restricted at the point in time when the agency issues its first written document soliciting a response from Offerers which is intended to result in a procurement contract (see State Finance Law § 139-j (1) (f)). This is referred to as the “Restricted Period” as used in this policy. Contacts between Offerers and the agency prior to the Restricted Period of procurement are acceptable. Therefore, communications between Offerers and the agency during the preparation of specifications, bid documents, RFPs, IFBs, are not governed by State Finance Law Sections 139-j and 139-k. Communications at this stage, however, are governed by the provisions set forth in State Finance Law Sections 163 and 163-a and other applicable law, including registration and reporting requirements of the Lobbying Act.

Offerers and agency personnel may communicate prior to the Restricted Period in the form of a Request for Information (RFI) by the agency and the response thereto by an Offerer. RFIs are generally used as a means to collect information upon which to base a decision by an agency to proceed with procurement. RFIs are not a tool employed to award a contract.

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The Law and this policy apply to sole source and single source contracts, in addition to competitive procurements. Amendments authorized under the terms of a contract as it was finally awarded or approved by the Comptroller are not subject to the Restricted Period. Supplements to a contract incorporating other amendments, renewals, extensions or any other material change in a contract resulting in a financial benefit to the Offerer are subject to the Restricted Period.

III. Permissible Contacts During the Restricted Period

The “Restricted Period” begins with the earliest written notice, advertisement or solicitation of a request for proposal, invitation for bids, request for services, or solicitation of proposals, or any other method for soliciting a response from Offerers with regard to a procurement opportunity or contract. This period ends with the final procurement decision or contract award and, if applicable, approval by the State Comptroller. However, the negotiation of a contract by an Offerer who has been tentatively awarded a contract is permitted and would need to be recorded as a Contact in the procurement record.

The following represent instances where communication with someone other than the designated Contact person(s) for a procurement may be necessary:

- Submission of a written bid, proposal or response to a solicitation intending to result in a procurement contract;
- Submission of written questions by a method set forth in the solicitation when all written questions and responses are to be provided to all Offerers who have expressed an interest in the solicitation;
- Participation in a conference, demonstration or other means for exchange of information in a setting open to all potential bidders provided for in the solicitation;
- Complaints by an Offerer to office of general counsel of the procuring agency where the designated person for the procurement contract of the agency fails to respond in a timely manner, provided that such written complaints become part of the procurement record;
- Negotiations with the agency after a tentative award;
- Debriefings about a procurement contract award;
- Protests, appeals or other review proceedings to the agency conducting the Governmental Procurement seeking a final administrative determination or in a subsequent judicial proceeding;
- Complaints of alleged improper conduct in a Governmental Procurement to the attorney general, inspector general, district attorney or court of competent jurisdiction;

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- Protests, appeals or complaints to the State Comptroller during the process of contract approval provided that the State Comptroller makes a record of such communications and any responses thereto to keep in the procurement record;
- Communications between Offerers and the agency that solely address a responsibility determination of the Offerer being made by the agency;
- Communications relating to a Governmental Procurement made by certain preferred source providers except for communications which attempt to influence the issuance or terms of the specifications that serve as the basis for bid documents, requests for proposals, invitations for bids, or solicitations of proposals, or any other method for soliciting a response from Offerers intending to result in a procurement contract with the agency; and
- Communications from the agency exercising an oversight role in a Governmental Procurement with Offerers regarding the status of the review, oversight or approval of that Governmental Procurement.

Impermissible contact with the agency occurs when the Offerer contacts a person in the agency who is not the designated contact person for the procurement in an attempt to influence a procurement. The obligations under the Law and this policy are activated when an Offerer or anyone working on behalf of the Offerer has any oral, written, or electronic communication with the agency that a reasonable person would believe is intended to influence a procurement being made by the agency.

IV. Agency Requirements

This policy has certain requirements that apply to the agency, while other requirements apply to Offerers. The agency will collect certain information about a person or organization contacting us about a procurement in an attempt to influence such procurement during the Restricted Period. In addition, the agency will obtain information from Offerers about any findings by any Governmental Entity of non-responsibility made within the previous four years and if the finding of non-responsibility was due to (1) engaging in impermissible contacts with a Governmental Entity or (2) the intentional provision of false or incomplete information to a Governmental Entity.

This information will be solicited in the initial bid documents on forms developed for this purpose. If any employee of our agency is contacted, that employee must record the contact, obtaining the following specific information for each contact:

- Name of Person and Organization
- Address
- Telephone Number
- Place of Principal Employment
- Occupation

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- Record whether the person/organization making the contact was the Offerer or was retained employed or designated by, or on behalf of, the Offerer to appear before or contact the agency regarding the procurement.

These records of contact will be included in the procurement record for the procurement contract using the agency's "Record of Contact" form, and must be forwarded to the Contract Manager in the agency's Administration Unit.

It is the policy of the agency to make a determination of responsibility before awarding a procurement contract to an Offerer. In addition to responsibility factors such as financial and organizational capacity, legal authority, integrity, and past performance, this policy requires us to take into consideration any violation of the permissible contact requirements of State Finance Law Section 139-j and the disclosure requirements of State Finance Law Section 139-k. A determination of non-responsibility will be made if it is found that the Offerer knowingly and willfully made an impermissible contact or failed to timely disclose accurate and complete information or otherwise cooperate in providing the information required by State Finance Law Section 139-k.

This agency is precluded from awarding a procurement contract to an Offerer that has been determined to be non-responsible because of a knowing and willful violation of the prohibitions of State Finance Law Section 139-j against impermissible contacts during the Restricted Period, unless the agency finds that an award is necessary to protect public property or public health or safety, and that the Offerer is the only source capable of supplying the required Article of Procurement within the necessary timeframe. An Article of Procurement is defined as a commodity, service, technology, public work, construction, revenue contract, purchase, sale or lease of real property or an acquisition or granting of other interest in real property, that is the subject of a Governmental Procurement.

Furthermore, if an Offerer has a second knowing and willful violation within four years of a previous determination of non-responsibility, the Offerer can be debarred for four years.

Communications received by the agency from legislative staff or members of the State Legislature when those persons are acting in their official capacity are not considered "Contacts" during the Restricted Period and thus do not have to be recorded pursuant to the State Finance Law. Also, communications that a reasonable person would infer are not intended to influence a procurement by the agency do not have to be recorded.

For purposes of this policy, the agency will include a record of contacts about a particular procurement and determination of non-responsibility (if any) in the procurement file where it will remain as a part of the procurement record. The procurement file will be retained for that period of time already designated under the

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agency's Records Retention Policy, currently six (6) years after the expiration of the related contract, or final payment, whichever is later.

V. Offerers Requirements and Responsibilities

Offerers have certain requirements under the State Finance Law and under this policy if they, or their designated representative, choose to respond to a Request for Proposals or attempt to influence a procurement. Under the Law and this policy, an Offerer or his/her representative is generally prohibited from contacting anyone other than the designated contact persons at this agency with regard to a procurement during the Restricted Period. Offerers are also required to disclose whether there has been a finding of non-responsibility with regard to their compliance under the law within the past four years. Furthermore, an Offerer must affirm that they understand and agree to comply with this policy relating to permissible contacts during a procurement and certify that all information provided to the agency is complete, true and accurate.

If an Offerer is found to have engaged in impermissible contacts with this agency, the Offerer will be denied a contract under this policy. However, this denial does not preclude the agency from awarding such Offerer another procurement contract if this non-responsibility determination is the first such determination against the Offerer in four years.

VI. Violations of This Policy

Alleged violations of this policy will be reviewed by the agency's Ethics Officer. The Ethics Officer shall immediately investigate the allegation and if sufficient cause exists to believe that the allegation is true, the Ethics Officer shall give the Offerer reasonable notice that the investigation is ongoing and an opportunity to be heard. The Offerer's response to the alleged violation will become a part of the investigative or review record and will be given due consideration by the agency during the review or investigation.

VII. Questions About This Policy

Questions about this policy should be directed to the DFA Contract Manager in OER's Administration Unit at 518-473-3467.

Exhibit J:

Iran Investment Policy

In conformance with the New York State Iran Divestment Act of 2012 (the “Act”), the New York State Deferred Compensation Board (the “Board”) hereby establishes the following policy in relation to investments in persons identified by the New York State Office of General Services (“OGS”) to be engaged in investment activities in Iran, as defined by the Act.

The Act directs OGS to “develop or contract to develop, using credible information available to the public, a list of persons that it determines engages in investment activities in Iran” as defined by the Act. A person that is identified on the OGS list shall not be deemed to be a responsive bidder or offerer to a State procurement. The first listing of “Entities determined to be non-responsive bidders/offers pursuant to the New York State Iran Divestment Act of 2012” (the “OGS list”) was made available on August 10, 2012.

The Act defines a “person” as:

(1) A natural person, corporation, company, limited liability company, business association, partnership, society, trust, or any other nongovernmental entity, organization, or group.

(2) Any governmental entity or instrumentality of a government, including a multilateral development institution, as defined in Section 1701(c)(3) of the International Financial Institutions Act (22 U.S.C.262r(c)(3)).

(3) Any successor, subunit, parent entity, or subsidiary of, or any entity under common ownership or control with, any entity described in subparagraph one or two of this paragraph.

The Board shall direct each investment manager of an investment offering provided to the participants in the New York State Deferred Compensation Plan (the “Plan”) that is subject to a specific set of investment guidelines established by the Board (a “covered investment manager”) not to invest in any person included on the OGS list of non-responsive bidders/offers (which list includes any other person covered by the Act, even if not specifically named on the OGS list). Covered investment managers will include all separate account managers retained to invest the assets of the Plan whose investment mandate requires active (as opposed to passive investment) of Plan assets, including, without limitation, the active investment managers of the Plan’s International Equity Fund and the Stable Income Fund. This policy will not apply to regulated mutual funds that are included as a Plan investment offering or to separate accounts whose mandate is to replicate a published index.

The Board shall transmit the OGS list to each covered investment manager and direct each covered investment manager to determine if the portfolio it is managing on behalf of the Board (the “Plan portfolio”) contains any securities issued by a person included on the OGS list. The Board will direct the covered investment manager to refrain from investing in any security issued by a person included on the OGS list. In addition, the covered investment manager will be required to inform the Board of any currently held securities issued by a person included on the OGS list no later than ten days after such list is provided to the covered investment manager. The covered investment manager will be required to sell all securities issued by a person included on the OGS list and held in the Plan portfolio in a reasonable period of time that will not be disruptive to the Plan portfolio. Such reasonable period shall not be more than 90 days after

informing the Board of the securities issued by an entity on the OGS list.

The Act requires OGS to update the list every 180 days. The Board will inform each covered investment manager of any additions to and deletions from the OGS list each time that OGS publishes a new list. The Board will direct the covered investment manager to refrain from investing in any person that is added to the OGS list. The covered investment manager will be permitted to invest in securities issued by a person that has been removed or deleted from the OGS list. The covered investment manager will be required to inform the Board of any currently held securities issued by persons that have been added to the OGS list no later than ten days after such list is provided to the covered investment manager. The covered investment manager will be required to sell all securities issued by such person that are held in the Plan portfolio in a reasonable period of time that will not be disruptive to the Plan portfolio. Such reasonable period shall not be more than 90 days after informing the Board of the securities issued by a person on the OGS list.

Investment managers subject to the Policy should note that the OGS list may not specifically enumerate each person who is a “successor, subunit, parent entity, or subsidiary of, or any entity under common ownership or control with” the person named on the OGS list. However, all such affiliated or associated persons are covered by the Policy and the Act, and it is the responsibility of the asset manager to determine affiliated and associated status with a person named on the OGS list before making an investment in a security.

This policy was initially adopted by the Board on September 14, 2012. The Policy was reviewed and updated on August 23, 2013.