



REQUEST FOR PROPOSAL QUESTIONNAIRE
TRANSITION MANAGEMENT SERVICES SEARCH

FIRM PROFILE

- 1) Provide a brief overview and history of your firm. Provide an organizational chart.
- 2) Indicate when your firm began providing transition management services and briefly describe your organization's background and experience in transition management.
- 3) Is your firm a parent, subsidiary or affiliate of another firm? Provide full disclosure of all direct and indirect ownership relationships. To the extent that any of these relationships could result in a potential conflict of interest with respect to your transition manager business, briefly describe the measures taken to mitigate such conflicts.
- 4) Does your firm qualify as a minority transition/investment manager? ☐ Yes ☐ No.
(If the answer is "Yes", please provide a copy of the firm's certification as Exhibit A.)

A "minority investment manager" is a qualified investment adviser whose firm's is a "minority owned business", or a "female owned business" or "business owned by a person with a disability" as those terms are defined in the Illinois Business Enterprise for Minorities, Females, and Persons with Disabilities Act (MWDBE). For more clarification on definitions please access www.ilga.gov. The definition of "minority investment manager" can be found in Section 1-109.1 of the Illinois Pension Code and Section 1-113.21 of the Illinois Pension Code. Additional definitions can be found in the Illinois Business Enterprise for Minorities, Females, and Persons with Disabilities Act under Illinois Compiled Statutes, Chapter 30 (30 ILCS 575).

If yes, please select your firm's AUA and/or AUM:

☐ \$10 million but less than \$10 billion

☐ Equal or greater than \$10 billion

5) Please fill out the following Diversity Profile table for your entire firm.

| MALE | | | | | | | |
|---|--------------|-------------------------------|--|--------------|---|----------------------------------|--------------|
| Job Categories | White | Hispanic or Latino | Black/ African American | Asian | American Indian/ Alaskan | Two or More Races | Total |
| Executive/Senior Level Officials & Managers | | | | | | | |
| First/Mid-Level Officials & Managers | | | | | | | |
| Professionals | | | | | | | |
| Technicians | | | | | | | |
| Sales Workers | | | | | | | |
| Administrative Support Workers | | | | | | | |
| Other Non- Professionals | | | | | | | |
| Total | | | | | | | |

| FEMALE | | | | | | | |
|---|--------------|-------------------------------|--|--------------|---|----------------------------------|--------------|
| Job Categories | White | Hispanic or Latino | Black/ African American | Asian | American Indian/ Alaskan | Two or More Races | Total |
| Executive/Senior Level Officials & Managers | | | | | | | |
| First/Mid-Level Officials & Managers | | | | | | | |
| Professionals | | | | | | | |
| Technicians | | | | | | | |
| Sales Workers | | | | | | | |
| Administrative Support Workers | | | | | | | |
| Other Non- Professionals | | | | | | | |
| Total | | | | | | | |

- 6) Please complete the following disclosure per Illinois Pension Code Section 1-113.21 and attach as Exhibit B.
- i. disclosure of the method for charging and measuring fees, based on the assets under advisement and/or management, including disclosure of the direct and indirect fees, commissions, penalties, and other compensation, including reimbursement for expenses, that may be paid by or on behalf of the Responder in connection with the provision of transition management services to the Fund;
 - ii. the names and addresses of the Responder; any entity that is a parent of, or owns a controlling interest in, the Responder; any entity that is a subsidiary of, or in which a controlling interest is owned by, the Responder; any persons who have an ownership or distributive income share in the Responder that is in excess of 7.5% or serves as an executive officer of the Responder; and

iii. the names and addresses of all subcontractors, if any, and the expected amount of money each will receive under the contract. For purposes of this disclosure, “subcontractor” does not include non-investment related professionals or professionals offering services that are not directly related to the transition, investment of assets, such as legal counsel, actuary, proxy voting services, services used to track compliance with legal standards, and investment fund of funds where the Board has no direct contractual relationship with the investment managers or partnerships.

- 7) Does your firm have a diversity policy for hiring employees?
- 8) Has anyone in your firm attended or testified at the Illinois Senate on Pensions and Investments Minority and Female Investment Hearings? If so, please list the person(s) from your firm that attended.

| Hearing Date | Attended, Testified or Both | Participant Name(s) |
|--------------|-----------------------------|---------------------|
| | | |
| | | |
| | | |

- 9) What recruitment activities does your firm have in place to hire minorities and females?
- 10) Discuss the financial strength and stability of your firm, including your capital position. Provide a copy of your most recent annual report.
- 11) Discuss the importance of the transition management business to your firm. Provide in detail the contribution of your transition business to the top and bottom lines of the business unit in which it is located.
- 12) Disclose what percentage of overall firm revenue is derived from transition management services and what percentage of the firm’s staff is dedicated to transition management services?
- 13) Describe the material developments in your organization over the past five (5) years that have affected transition management operations, transition management process, or client service, etc. State the year in which these developments occurred.
- 14) Describe your firm’s approach to continual improvement, particularly with respect to your firm’s investment in systems technologies and trade analytics as they relate to providing transition management services, including trade execution. Provide the total dollar amount spent on technology to support the transition management business over the last three (3) years ending December 31, 2024.
- 15) Describe compliance policies in place with respect to transition management professionals (i.e., guidelines, procedures, ownership and trading of personal assets and accounts, etc.). Has your firm altered any internal compliance policies or procedures over the past three (3) years? If so, describe how.
- 16) Describe your firm’s levels of coverage of SEC required fidelity bonds and errors and omissions insurances. Are these levels in excess of SEC requirements? List any additional insurance the firm has to indemnify transition management clients against losses. Attach as Exhibit C evidence of coverage.

- 17) Please disclose any discipline and/or sanctions levied by the SEC, NASD, or any other regulatory authority against your firm within the last five years.
- 18) Disclose all litigation and arbitration hearings (and their status or resolution) involving your organization within the last five years. Specifically note litigation and arbitration hearings specific to transition management.
- 19) Discuss and disclose in detail all relationships your organization has with the Retirement Board of the County Employees' and Officers' Annuity and Benefit Fund of Cook County and Ex Officio for the Forest Preserve District Employees' Annuity and Benefit Fund of Cook County ("the Fund"), Fund Staff and Callan.

TRANSITION MANAGEMENT MODEL

- 20) Indicate which of the following best describes your organization's model for providing transition management services:
- a. Investment Bank _____
 - b. Asset Management Affiliate _____
 - c. Custody Affiliate _____
 - d. Consulting Affiliate _____
 - e. Other, please describe _____
- 21) Consistent with the requirements of Section 1-113.14 of the Illinois Pension Code (40 ILCS 5/1-113.14)¹, please confirm whether your firm is registered as an investment advisor under the Investment Advisors Act of 1940 as of the date of your firm's submission to this RFP. If your firm is **not** a registered investment adviser under the Investment Advisors Act of 1940, please confirm how your firm intends to comply with the requirements of Sections 1-113.14, 1-101.4 and 1-101.2 of the Code.
- 22) Discuss the advantages of your model for providing transition management services.
- 23) Discuss the disadvantages of your model for providing transition management services.
- 24) Indicate whether your firm subcontracts any portion of transition management to a third party. Please disclose any "potential" conflicts of interest that are present within your model. Discuss how your organization ensures that transition management clients are not harmed.

¹ Section 1-113.14 of the Code provides that "[a] person, other than a trustee or an employee of a retirement system, pension fund, or investment board, may not act as a consultant or investment adviser...unless that person is registered as an investment adviser under the federal Investment Advisors Act of 1940 (15 U.S.C. 80b-1, et seq.) or a bank, as defined in the federal Investment Advisors Act of 1940 (15 U.S.C. 80b-1, et seq.)."

25) Discuss whether your fiduciary model encompasses the following:

- Includes at a minimum three (3) options to implement a transition event detailing the risks and costs, advantages and disadvantages for each, and recommendation.
- Votes proxies during the transition period.
- Responsibility for mandatory and voluntary corporate actions.
- Investment discretion and control of the transition/legacy portfolio(s) absent a target portfolio(s).
- Applies all forms of risk management tools and allowed to manage tracking error and mitigate risk.
- For both equity and foreign exchange transactions, ensures best execution in the selection and evaluation of broker and counter-party execution outlets whether on an agency or principal basis.
- Discloses all sources of revenue, including the other side of the trade.
- Curtails information leakage.
- Confirms it will not engage in any pre-hedging and front running activities detrimental to the Plan.
- Discloses all aspects of foreign currency transactions, including all sources of revenue.
- Accepts and reports using the T-Standard as the relevant measure for Implementation Shortfall.
- Willing to contract in writing as a fiduciary.
- Accepts that what is in the best interest of the Plan and its participants and beneficiaries is of paramount importance and may not be aligned with the best interest of your firm.

If your fiduciary model does not encompass any of the above, please discuss it in detail.

26) If your firm is not willing to act as a fiduciary (if the answer to question above is “No”), would your firm arrange for another organization to provide fiduciary oversight? If so, please discuss this arrangement.

27) Consistent with your proposed method of providing fiduciary services to the Fund, and if applicable, provide at least two examples where your firm has acted as fiduciary or arranged for fiduciary oversight.

EXPERIENCE

28) Describe the largest and most complex transition your current portfolio transition team has completed the last 5 years.

29) Does your firm have experience performing transitions involving multiple asset class mandates, including global equity and fixed-income mandates? If yes, please provide details regarding your experience.

30) Are there any asset classes or markets in which your firm is unable to provide transition management services? If so, explain.

31) Please indicate in the seven tables below the total number of transitions your firm has performed during the last five years, including the corresponding volume and round-trip market value.

| Total Transitions | | | |
|-------------------|-----------------------|-------------------------------|---|
| Year | Number of Transitions | Number of Shares and/or Units | Total Market Value (round-trip) (\$ millions) |
| 2020 | | | |

| | | | |
|------|--|--|--|
| 2021 | | | |
| 2022 | | | |
| 2023 | | | |
| 2024 | | | |

Total Domestic Equity Transitions excluding Domestic Small Cap

| Year | Number of Transitions | Number of Shares and/or Units | Total Market Value (round-trip) (\$ millions) |
|-------------|------------------------------|--------------------------------------|--|
| 2020 | | | |
| 2021 | | | |
| 2022 | | | |
| 2023 | | | |
| 2024 | | | |

Total Domestic Small Cap Equity Transitions

| Year | Number of Transitions | Number of Shares and/or Units | Total Market Value (round-trip) (\$ millions) |
|-------------|------------------------------|--------------------------------------|--|
| 2020 | | | |
| 2021 | | | |
| 2022 | | | |
| 2023 | | | |
| 2024 | | | |

Total Non-US Equity excluding Emerging Markets Transitions

| Year | Number of Transitions | Number of Shares and/or Units | Total Market Value (round-trip) (\$ millions) |
|-------------|------------------------------|--------------------------------------|--|
| 2020 | | | |
| 2021 | | | |
| 2022 | | | |
| 2023 | | | |
| 2024 | | | |

Total Emerging Markets Transitions

| Year | Number of Transitions | Number of Shares and/or Units | Total Market Value (round-trip) (\$ millions) |
|-------------|------------------------------|--------------------------------------|--|
| | | | |

| | | | |
|------|--|--|--|
| 2020 | | | |
| 2021 | | | |
| 2022 | | | |
| 2023 | | | |
| 2024 | | | |

Total US Domestic Fixed Income Transitions

| Year | Number of Transitions | Number of Shares and/or Units | Total Market Value (round-trip) (\$ millions) |
|-------------|------------------------------|--------------------------------------|--|
| 2020 | | | |
| 2021 | | | |
| 2022 | | | |
| 2023 | | | |
| 2024 | | | |

Total Non-US Fixed Income Transitions

| Year | Number of Transitions | Number of Shares and/or Units | Total Market Value (round-trip) (\$ millions) |
|-------------|------------------------------|--------------------------------------|--|
| 2020 | | | |
| 2021 | | | |
| 2022 | | | |
| 2023 | | | |
| 2024 | | | |

32) Please indicate the total number of transition management mandates completed over the last three years ending December 31, 2024 in the following table:

| Market Value Size (round-trip) | Number of Transitions | Total Market Value (round-trip) (\$ millions) |
|---------------------------------------|------------------------------|--|
| Less than \$100 million | | |
| \$100 million to \$500 million | | |
| \$500 million to \$1 billion | | |
| Greater than \$1 billion | | |

33) Please discuss your experience providing asset transition services to large tax-exempt institutional funds with over \$5 billion in plan assets.

- 34) What is the total number of transitions (full round-trip) completed for your five largest tax-exempt public fund clients during the three-year period ending December 31, 2024? Please specify name, mandates and the corresponding market value of assets.

| Client Name | Asset Size | Asset Class Mandate | Was your Firm Contracted and/or Acted as a Fiduciary? |
|-------------|------------|---------------------|---|
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

- 35) Does your firm provide temporary investment management services (i.e. interim portfolio management)? If yes, is your firm a registered investment advisor? Discuss your firm's experience/capabilities in this area and how your firm deploys such services. Describe an example of a transition event that utilized your firm's temporary investment management services over the last three (3) years ending December 31, 2024.
- 36) Please submit a distribution chart of the aggregate composite impact of their completed mandates, normalized using Implementation Shortfall (Perold), over the last three (3) and five (5) year periods ending December 31, 2024. We would like to understand the dispersion from the mean between your firm's pre- and post-trade analysis.
- 37) For the last 3 years ending December 31, 2024 delineate the percentage (%) TM Results to the left of the Estimated Mean Implementation Shortfall Cost:
- Total Completed/Composite TM Events
 - Equities (U.S. and Global; All Market Cap Range)
 - Fixed Income
 - Multi-Asset Class Mandates

TEAM

- 38) Do you have a dedicated transition management team? If yes, how many dedicated professionals comprise the team? Provide their names, responsibilities, location(s), and experience (including years with your firm and within the industry). Attach as Exhibit D an organizational chart.

39) If your firm does not have a dedicated portfolio transition team, explain how it manages portfolio transitions and provide details of the individuals who are responsible for a transition event and their primary responsibilities both during transitions and outside of transition events.

40) Please provide names, brief profiles of individuals who are 100% dedicated and responsible for transition management services, including trading, risk management, client servicing, and marketing. Separate out any individuals not 100% dedicated to transition management (i.e. program/sales trading for investment manager clients or for other related business lines). Complete the following table. (*Note: Add CFA & other professional designations in specified column.)

| Name of Professional | Title/ Responsibilities | Years of Exp. | Years w/ Firm | Years with Firms' TM Unit | *Degrees/ Designations | Sponsoring Body/ School |
|-----------------------------|--------------------------------|----------------------|----------------------|----------------------------------|-------------------------------|--------------------------------|
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |

41) Please complete the following table with respect to your firm's transition management resources, as of December 31, 2024.

| Functional area | # Staff |
|--|----------------|
| Trading Analysis (e.g., pre- and post-trade) and trading coordination | |
| Transition Strategists | |
| Transition Portfolio Management | |
| Trading and Execution | |
| Transition Support and Custody Interface | |
| Compliance and Risk Management | |
| Client Service/Relationship Management | |
| Sales and Marketing | |
| Legal Counsel and Support | |
| All Other: Identify by functional area, including administrative support; add lines as necessary and provide totals. | |
| | |
| Total as of December 31, 2024 | |

- 42) Describe in detail all turnover within your transition team for the three-year period ending December 31, 2024. Identify all individuals that have either joined or departed the team during this period as specified in the table below.

| Personnel Turnover | | | | | |
|--------------------------|------------|------------------|---------------|--------------------|--------------------------|
| Date | Name/Title | Responsibilities | Years at Firm | Reason for Leaving | Replaced by (name/title) |
| <u>Departed:</u> | | | | | |
| 2022 | | | | | |
| 2023 | | | | | |
| 2024 | | | | | |
| <u>Joined:</u> | | | | | |
| 2022 | | | | | |
| 2023 | | | | | |
| 2024 | | | | | |
| <u>Summary:</u> | | | | | |
| | | 2022 | 2023 | | 2024 |
| Total # of Professionals | | | | | |
| # Joined | | | | | |
| # Departed | | | | | |
| % Turnover | | | | | |

- 43) Where within your firm is your transition management group operationally and legally situated – asset management, brokerage, program trading, prime, or securities finance?
- 44) Does your firm’s transition management business rely on other areas within your firm’s business (e.g. trading)? If so, identify these areas and the roles that they play. Do the professionals in these areas dedicate their time exclusively to the transition team when they become involved in transition activities and/or they are part of your firm’s program trading or prime brokerage arm?
- 45) Where is your transition management team based? Discuss how your firm “hands-off” international trades over multiple time zones. Who oversees the entire trade?

TRANSITION MANAGEMENT

- 46) What distinguishes your transition management services from the services provided by your competitors?

- 47) Describe your process and analytics used for determining the most appropriate means of trade execution (i.e. agency, principal, or some combination).
- 48) Over the last 5 years, any advancement, enhancements, and developments completed by your firm to further bolster your transition management capabilities? Please describe.
- 49) Do you have a risk and compliance team that monitors the transition process? Describe your risk and compliance process.
- 50) Describe how your firm monitors and controls tracking error during a transition. Provide sample calculations, including the use of derivatives and optimization techniques.
- 51) What is your firm's responsibility for failed trades and how do you manage if failed trades do occur? What is the recourse so that the Fund is not harmed?
- 52) Describe how your firm maintains market exposure for a specific asset class during a transition.
- 53) Trading is part of the 3-legged stool of transition management (risk management, trade execution, and operational / project management). What are your differentiated capabilities around transition management trading that the Fund should know about?
- 54) How does your firm ascertain best execution, and striking the balance managing costs and effectuating the transition strategy?
- 55) Describe in detail how your firm manages the various operational risks associated with transitions containing domestic and international markets, such as market openings, delivery and settlement failures, and effective communication with the custodian and legacy and target managers.
- 56) What is your process to ensure the confidential treatment of information related to a transition?
- Discuss all steps taken to eliminate information leakage to external sources.
 - Discuss all steps taken to eliminate information leakage to groups and employees within your firm and organization.
- 57) Discuss the unique characteristics and issues associated with transitioning events involving:
- i. Fixed Income, including high-yield
 - ii. Global assets, including emerging markets and foreign currency
 - iii. Multi-Asset Class mandates
- 58) How does your firm minimize the risk associated with the foreign exchange required to settle trades? Would you recommend that another party execute the required currency transactions?

- 59) Specifically with respect to foreign exchange, what would your firm consider to be an appropriate benchmark for evaluating transactions that are part of the transition?
- 60) How does your firm ensure “best execution” of foreign exchange? Do you provide supporting documentation (e.g., time stamp, hi-lo monitoring, etc.) specific to the competitiveness of the foreign exchange? Do you have stated policies or guidelines specific to foreign exchange transactions specific to transition management?
- 61) How does your firm typically handle transitions involving a large number of small cap equities, emerging market equities, and global fixed-income? What problems do you typically encounter when transitioning emerging market assets?
- 62) How does your firm typically handle transitions involving both equity and fixed-income mandates? What would you do differently if the transition involved a global mandate?
- 63) Is your firm able to handle transitions involving leverage, private equity, market neutral, long-short portfolios, structured notes, and other alternative investment strategies, including fund-of-funds structures? Describe your firm’s distinct capabilities and experience in unwinding such complex portfolios.
- 64) Describe your firm’s use of the following for both non-U.S. and U.S. equity and fixed income transitions: in-kind transfers, internal crossing, external crossing networks, primary exchanges, and principal trades. Specify the percentages for each source of liquidity noted above for transitions involving equities completed for the past three years ending December 31, 2024.

| Sources of Liquidity | Percentage |
|-------------------------------|------------|
| In-Kind Transfer | |
| Internal Crossing | |
| External Crossing | |
| Primary Exchanges/Open Market | |
| Principal Trades/Risk Based | |
| Other Venues (specify) | |

- 65) Provide your definition of a “dark pool”. Identify internal and external “dark pools” that you would deploy for crossing purposes and to minimize trades. How can your firm assure that the above “dark pools” do not disadvantage the Fund and is consistent with acting as a fiduciary and providing full disclosure?
- 66) Specific to the “dark pools”, what is the average \$US size over the last year ending December 31, 2024? Are the “dark pools” sub-divided into domestic equities, international equities, foreign exchange, and fixed-income?
- 67) What are the costs and fees associated with your “dark pools” of assets?
- 68) Specific to crossing, how is your organization able to achieve zero cost either internal or external crossing? Provide all costs associated with crossing transactions, external or internal.

- 69) Are you able to cross FX transactions? Please describe the extent of your capability and experience in FX crossings.
- 70) Identify and define in detail all costs associated with a transition, both explicit and implicit and consistent with full disclosure as required by the Fund and similar to DoL 408(b)(2). Provide a list of the potential costs incurred by the Fund and/or revenue generated by your firm.
- 71) Are the sources of revenue (both composition and magnitude) noted above different if your firm is a fiduciary or arranges for fiduciary oversight? If yes, please explain.
- 72) Describe your approach to measuring the success of a transition. Also discuss the benchmarks preferred by your firm when evaluating the performance of a transition.
- 73) Explain how corporate actions are monitored during the transition period. Who is responsible for voting the proxies?
- 74) Does your firm have any experience with transitions involving securities that are out on loan (securities lending)? Please describe your process of assessment specific to recall procedures, tracking impairment of the cash collateral, gating or redemption restrictions, and how to avoid triggering the realization of losses.
- 75) How does your firm ensure that securities being liquidated are not out on loan?
- 76) Does your firm have any distinct knowledge and capabilities with regard to securities lending?
- 77) How does your firm manage derivatives and/or synthetic instruments embedded within a portfolio to be liquidated? What is the tracking mechanism for such instruments?
- 78) How does your firm handle high yield securities, bank loans, and other collateralized synthetic fixed-income instruments?
- 79) Does any other part of your firm or affiliates benefit from revenues from your transition business? Provide your revenue source disclosure policy.
- 80) Has your firm signed a revenue source attestation with previous clients? If yes, please provide a copy of that attestation as Exhibit E (client names must be redacted). Will your firm be willing to sign a revenue attestation for all transition events performed on behalf of the Fund?
- 81) Attachment D is the form of agreement required by Cook County for transition management services. Please review and discuss any terms that will require deviation from this standard.
- 82) Does your firm utilize MWDBE brokers? If so, which ones and for which asset classes?

- 83) Is your firm willing and able to meet/exceed Cook County’s current MWDBE brokerage goals for a transition event as shown in the table below?

| <u>Asset Class</u> | <u>2025 Minimum Goal</u> |
|-------------------------------------|--------------------------|
| U.S. Equities | 40% |
| International Equities | 15% |
| Fixed Income* | 15% |
| International Small-Cap Equities | 5% |
| Transition Management (Dom. Equity) | 40% |

* Of volume

- 84) What percentage and commission dollar amount of your total trades went to MWDBE brokers in 2024? Please show the break-out by asset class, using par value for fixed income.
- 85) When your firm is selected for any given transition, does your institute a “Go/No Go” decision date in the transition timeline? Under what conditions would your firm decide “No Go” with a transition event?

ANALYSIS AND REPORTING

- 86) Discuss in detail the analysis of a planned transition that can be produced by your firm, and provide a sample pre-trade report (attach as Exhibit F).
- 87) Define all measurement methodologies (i.e., Implementation Shortfall, Market on Close, Volume Weighted Average Price, etc.) used by your organization in the measurement of costs.
- 88) Specify whether or not you are able to provide real-time access for clients and/or managers to monitor trading activity during a transition. Describe your firm’s capabilities with respect to this area.
- 89) Discuss in detail your firm’s post-trade analysis and reporting of a completed transition. Provide a sample post-trade report, and define all measurement methodologies. Include a sample attribution of differences between pre-trade estimates and post-trade results. Attach these as part of Exhibit F.
- 90) Is your firm able to accept and agree in writing to the following Disclosure Requirements? If your firm is unable and/or unwilling to agree in writing to any part of this disclosure, please explain why.

Execution Disclosure:

Unless specifically requested and agreed to otherwise, Transition Manager will act only in an agency capacity at a firm level for all security and currency transactions. In other words, transactions booked to

the Transition Client will be booked on an agency basis and any inter-company or affiliated transactions of the Transition Manager firm will also be conducted on an agency basis.

Upon request, date and time stamped individual printed data will be provided, where available, for all transaction of securities and currencies.

If Transition Manager has been specifically authorized to transact for the plan in a principal capacity, Transition Manager will not engage in any pre-hedging type activities unless specifically authorized to do so.

Transition Manager will disclose all sources of revenue generated by itself and/or any of its affiliates in conjunction with the use of, or transactions in, the assets of the plan. These revenues could include, but are not limited to:

- Commissions generated by Transition Manager and/or its affiliates from the counterparties of the plan's transactions, both in terms of the cumulative amount (as a % of notional value) of activity crossed internally and the average commission level generated from such transactions.*
- Any realized profit or loss at the culmination of the transition to Transition Manager and/or its affiliates as a result of securities and/or currency transactions affected in a principal capacity.*
- Any unrealized profit and/or loss to Transition Manager and/or its affiliates as a result of securities and/or currency transactions affected in a principal capacity. The mark to market for these open positions shall be as of the close of the day of the last transaction of the transition event.*
- Any potential revenue sharing agreements and/or payments for order flow agreements with affiliates and/or outside parties.*

Reporting Disclosure:

In order to assist the client to track performance and understand costs and fees associated with the services:

- Transition Manager will provide an estimation of all costs of the transition event, in dollar terms relative to the assets of the legacy portfolio, prior to beginning the event.*
- Transition Manager will provide a performance measurement of the transition event, in accordance with the T-standard within one week of completion of the event.*
- Transition Manager will provide regular updates (daily at a minimum) as to the progress and performance of the event.*
- Transition Manager will provide a post event review within one week of the completion of the event that includes a performance comparison relative to the original cost estimation.*

FEES

- 91) What is your customary fee or rate for transition services within the context of what the Fund is trying to implement and accomplish? Kindly use the following tables.

Domestic Equity Assets

| Asset Size | Cents per Share | Basis Points |
|--------------------------------|-----------------|--------------|
| Less than \$100 million | | |
| \$100 million to \$500 million | | |
| \$500 million and up | | |

Domestic Small-Cap Equity Assets (if different than above)

| Asset Size | Cents per Share | Basis Points |
|--------------------------------|-----------------|--------------|
| Less than \$100 million | | |
| \$100 million to \$500 million | | |
| \$500 million and up | | |

Non-U.S. Developed Equity Market Assets

| Asset Size | Cents per Share | Basis Points |
|--------------------------------|-----------------|--------------|
| Less than \$100 million | | |
| \$100 million to \$500 million | | |
| \$500 million and up | | |

Non-U.S. Developed Small Cap Equity Market Assets

| Asset Size | Cents per Share | Basis Points |
|--------------------------------|-----------------|--------------|
| Less than \$100 million | | |
| \$100 million to \$500 million | | |
| \$500 million and up | | |

Emerging Markets Assets

| Asset Size | Cents per Share | Basis Points |
|--------------------------------|-----------------|--------------|
| Less than \$100 million | | |
| \$100 million to \$500 million | | |
| \$500 million and up | | |

Domestic Fixed-Income Assets

| Asset Size | Cents per Share | Basis Points |
|------------|-----------------|--------------|
|------------|-----------------|--------------|

| | | |
|--------------------------------|--|--|
| Less than \$100 million | | |
| \$100 million to \$500 million | | |
| \$500 million and up | | |

Non-US Fixed-Income Assets

| Asset Size | Cents per Share | Basis Points |
|--------------------------------|-----------------|--------------|
| Less than \$100 million | | |
| \$100 million to \$500 million | | |
| \$500 million and up | | |

- 92) What factors does your firm consider when determining its fees (trading volume, frequency of trades, trade difficulty, etc.)? Are the fees negotiable?
- 93) Specific to your fiduciary/discretionary interim portfolio management capability, what is the cost or asset management fee associated with such a service? Describe how the length or complexity of a discretionary transition management service (e.g., temporary tracking portfolio assignment) would impact the cost or asset management fee? If there is no cost, is it included in your cents per share or basis point fee identified above?
- 94) Does your firm ever institute a minimum fee for a transition event? Describe the scenario(s) in which your firm would require a minimum fee. Would such a fee be invoiced to the client or taken from the corpus of the portfolio being transitioned?

COMPLIANCE, DISCLOSURES, AND CONFLICTS OF INTEREST

- 95) How many audits are completed for the transition management business and how often?
- 96) Does your firm have a SSAE 18 SOC 1 on the General Operations and Process Controls of the Transition Management program?
- 97) Discuss your firm's code of conduct for transition management employees.
- 98) Describe the controls in place for personal trading and training required for each employee with regard to compliance procedures and policies.
- 99) Has your firm been subject to any major enforcement activities by federal or state regulators during the last three (3) years? Major enforcement activities include any fines and/or penalty fees paid at the firm level more than \$5 million for any single instance to government agencies and/or used to reimburse investors, fund shareholders, or other affected parties, including but not limited to, profit disgorgement, civil fraud charges, and other settlements. If yes, provide an explanation for each major enforcement activity.

- 100) Has your firm been involved in any significant litigation related to transition management activities during the last three (3) years? Significant litigation includes any pending litigation (pending litigation defined as any claim more than \$50 million), lost litigation, and/or settlements over \$5 million for any single instance. If yes, provide an explanation for each significant litigation.
- 101) Is your firm familiar with the Foreign Corrupt Practices Act (FCPA)? Does your firm comply with FCPA? Have your firm, personnel, subsidiaries, or any business partners violated the FCPA to effectuate transition management activities?
- 102) Please describe your business continuity and disaster recovery plans. Does this include pandemic planning, cyber-attack (penetration testing), and rogue events? When was the most recent test done? Indicate the date and general summary results of the last testing of such emergency plan(s).
- 103) Describe encryption standards for trade files sent to custodians and managers.

REFERENCES

- 104) Provide a minimum of three institutional tax-exempt fund client references for whom you have conducted a transition involving multiple asset classes and acting as a fiduciary over the last three years. Include the name, title and telephone number of an individual for us to contact.

EXHIBITS TO QUESTIONNAIRE

Exhibit A – MWDO Certification (if applicable)

Exhibit B – Illinois Pension Code Disclosures

Exhibit C – Evidence of Insurance and that firm is bonded

Exhibit D – Organizational Charts

Exhibit E – Revenue Source Attestation

Exhibit F – Sample Client Transition Management Reports (Pre and Post)

REQUEST FOR PROPOSAL QUESTIONNAIRE

TRANSITION MANAGEMENT SERVICES SEARCH

COMPANY NAME: _____

ADDRESS: _____

TELEPHONE #: _____

FAX #: _____

CLIENT CONTACT: _____

TITLE: _____

DATE: _____

E-MAIL ADDRESS: _____

COMPANY WEBSITE: _____

AUTHORIZED SIGNATURE: _____

NAME (PRINT): _____

DATE: _____