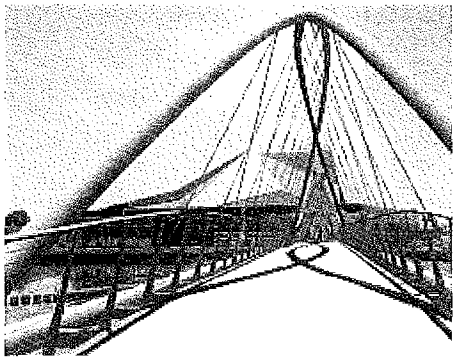

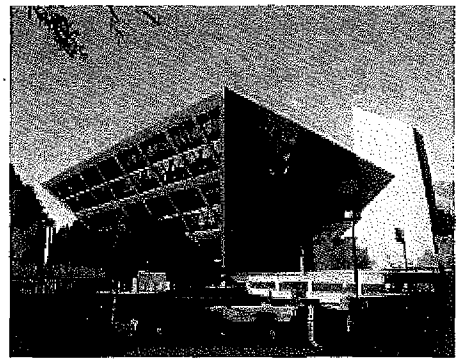

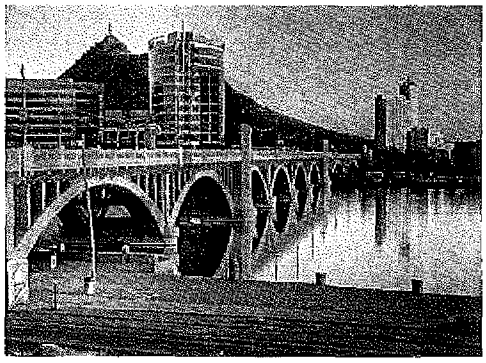

A Request for Proposal for:

City of Tempe Retiree Health Savings Plan

Request for Proposal: #13-128

ORIGINAL

ING

Gregg Holgate
National Vice President – Business Development
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West Chester, PA 19380
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Fax: (860)-580-0192
Gregg.Holgate@us.ing.com

April 5, 2013

Michael Greene, Central Services Administrator
City of Tempe
Second Floor
20 East Sixth Street
Tempe, Arizona 85281

Re: Request for Proposal #13-128 for Retiree Health Savings Plan for the City of Tempe

Dear Mr. Greene:

ING Life Insurance and Annuity Company (ING), in collaboration with Genesis Employee Benefits, Inc. (Genesis), is pleased to respond to the Request for Proposal for the Retiree Health Savings Plan for the City of Tempe (the "City").

ING is an industry leading provider of retirement programs for employers, providing a combination of value added services to plan sponsors and participants that leverages our expertise and local service presence. A recent defined contribution plan survey in *Pensions & Investments* ranked ING as number two (2) for total number of plan sponsors, number three (3) for total number of participants, and number five (5) for total defined contribution assets recordkept.*

However, these numbers only tell part of the story. Partnering with plan sponsors like the City of Tempe to enhance and promote their plans is the key to ING's approach. It's a strategy that works for ING and our plan sponsors as evidenced by our Tax-Exempt Markets average client tenure of more than 20 years.

Competitive Product Solution
ING is proposing its fully integrated Health Reserve Account (HRA) offered in conjunction with Genesis for the City's Retiree Health Savings Plan. Genesis is a leading third party administrator providing progressive health care savings and reimbursement services to public sector organizations. ING's association with Genesis will provide a world-class solution for the City's Retirement Health Savings Plan, including:

- An open architecture mutual fund offering coupled with the ING Fixed Account, a portfolio rate fixed investment option with a competitive guaranteed minimum crediting rate
- Local participant communication and education services provided by ING representatives
- Comprehensive claims review services
- Plan sponsor reporting
- On-demand, online participant statements, interactive web, mobile account access and claims submission, and toll-free phone access

In addition to our industry-leading solution, we have substantial experience in managing Optum conversions and have successfully deployed a timely, accurate and easy transition program, including a fast-track system-to-system transition. We will also retain your current trust and plan documents as well as your current investment lineup while transitioning your administrative services to our platform.

Thank you for your consideration of ING. We look forward to the opportunity to work with you and your employees to provide creative solutions and assist with their retirement needs.

I certify that I am authorized to bind ING to the terms and conditions of the Request for Proposal. Please contact myself, or Gavin Gruenberg, Vice President – Tax Exempt Markets, at (909) 798-3250 if you have any questions or require additional information.

Sincerely,

Gregg Holgate, National Vice President, Business Development

cc: Gavin Gruenberg, Vice President, Tax Exempt Markets
Gary Robinson, Business Development Executive, Genesis Employee Benefits, Inc.

**As published by Pensions and Investments Special Report of Top DC Recordkeepers as of March 4, 2013 (based on September, 2012 data)*

Securities offered through ING Financial Advisers, LLC (Member SIPC) or other broker-dealers who have an agreement with the Company. Insurance products offered by ING Life Insurance and Annuity Company. These companies are wholly owned, indirect subsidiaries of ING Groep, N.V.

ISSUES

1. Please describe the relationship and responsibilities of both ING and Genesis Employee Benefits, Inc.

The ING retiree health savings solution integrates the services of ING Life Insurance and Annuity Company (ING) and Genesis Employee Benefits, Inc. (Genesis) and gives the City of Tempe (City) and its employees the ability to leverage the knowledge and expertise of both companies in saving for retiree health benefits. ING is proud to have partnered with Genesis; we collaborate in continually striving to exceed employee service expectations, providing investment excellence, and delivering plan administration for all employees right in the heart of Tempe. Moreover, we believe that our partnership gives us flexibility to be innovative in all of the services we will offer the City and to provide the best retiree health savings program for its employees.

The following list provides an overview of roles and responsibilities for each entity with regard to the City of Tempe Retiree Health Savings Plan:

ING

Investment and Trust Services

- Customized, open-architecture mutual fund investment options
- Guaranteed fixed account option
- Directed trustee services from ING National Trust

Local Service

- In-person support from local representatives
- One-on-one consultations
- Group seminars, covering various topics, from the basics of an HRA to asset allocation

Genesis

Administration

- Consultation regarding plan design and structure
- Conversion of the in force Optum program
- Drafting and maintenance of trust and plan documents
- Dedicated client service specialist
- Toll-free customer care center (English and Spanish)
- Live customer care online chat
- Robust reporting package
- Annual signature ready IRS Form 990

Investment Recordkeeping

- Participant-directed, daily-valued investments
- Online account management with menus for setting up portfolio realignments, directing fund-to-fund transfers, and making investment elections
- Fund performance
- Personal account performance
- Statements on-demand
- Downloadable transaction history

Claims Processing
Multiple claim submission options:

- Online claim submission
- Secure online receipt upload
- Secure eFax submission
- Submissions by mail

Multiple reimbursement options:

- Direct deposit of reimbursements
- Reimbursements by mail

2. If your proposal prevails, what is the contractual relationship with both entities and the City of Tempe?

ING's retiree health savings product's modular design provides flexibility for plan sponsors allowing for changes in the third-party administrator, if necessary. As such, the City of Tempe would execute separate contracts with ING and Genesis.

ING and Genesis interact seamlessly through our existing Administrative Services Agreement..

3. Your fee structure for this plan is the highest of all finalists. What reductions are you willing to offer? Please be specific.

Please see the following fee reductions from both ING and Genesis:

	Before	After
ING		
Variable Revenue Requirement	0.35%	0.20%
Genesis		
Basis Points	0.20%	0.15%
Claim-Active Fee	$6.00 per participant, per month	$5.25 per participant, per month

4. You have indicated at question 5.1.H (pg 32) that you anticipate "8 - 16 hours per month" for representatives to be on site. The City feels that the on-site representation can be reduced by two thirds. What reduction in expenses can be anticipated by this reduced presence?

Based on a two-thirds reduction in on-site service, ING can reduce our variable fund revenue requirement by 0.06% (5 basis points). This reduction is ***included*** in our fee reduction outlined in Question 3 above.

5. **Your Exhibit C has a $250 rush implementation fee with less than 60 days. As OptumHealth is desirous of transitioning to the successful respondent to this RFP as soon as possible, will this fee be charged or are you willing to waive this fee.**

   Yes, Genesis confirms that we will waive this fee.

6. **Your Exhibit C also has a $150 custom communication materials fee. Please describe what is "custom communication materials" and would it be applicable to this transition if your proposal is the successful respondent?**

   The $150 custom communication materials fee will be waived. We will offer the following customized materials for the City's plan:

   - Transition booklet
   - Participant Welcome Kit
   - One-page fact sheet highlighting the specific services provided to the City's employees by ING and Genesis

   Additionally, please refer to Tab 2 for our standard participant and plan sponsor communication materials and Tab 3 for a sample participant Welcome Kit.

7. **At question 5.3 (pg 33) you have indicated that Voice Response Unit (VRU) Services are "not applicable". All other finalists are offering this service which is currently available to plan participants. Are you willing to add this feature to your proposal?**

   Genesis discontinued its Voice Response Unit (VRU) in 2012 based on a survey of participant preferences and supporting data that revealed that less than 0.25% of participants accessed the system using the VRU. Participants indicated a need to speak with a knowledgeable representative directly, rather than accessing a VRU system. In response to this feedback, and to accommodate the incremental call volume associated with taking down our VRU, we have increased our service center staffing by 10%, cross-trained our service center staff to address a wide array of participant questions directly and have also lengthened our service center hours from 6:30 a.m. to 4:30 p.m. MT, Monday through Friday.

   Additionally, based on participant feedback (via survey results) regarding how they would like to access services, we have expanded and enhanced our Participant-facing Online Tool Kit environment, given that participant surveys have shown that online access is the most popular and preferred method of accessing and managing participant accounts.

8. **At question 9.3.B (pg 47) it is indicated that participant statements are "sent within 22 business days after the end of the plan year". With on-line statements available, why does it take that long to issue a paper statement?**

   Statements are produced and made available annually via the Genesis Online Tool Kit. Prior to their production, the Trust's financial statements need to be audited and approved by the Trust's board, which takes at least one to two weeks after each plan year-end. The exact time period depends on trustees' meeting schedule and workload.

Once this audit and approval process is completed, it takes Genesis less than one week to produce statements and mail them out to participants. At the same time, participants receive an email letting them know their statement is available via the Participant Online Toolkit.

As such, we commit to a process whereby statements will be sent no later than 22 business days after plan year end -- based on the audit, approval and mailing processes defined above. We guarantee via Service Level Agreement that 100% of our statements will be sent within the 22 business day time period.

9. In the investment portfolio, you have indicated that the Waddell & Reed specialty fund is only available through Advisor networks that have offered the T. Rowe Price Capital Appreciation fund. This takes a Morningstar® 5 star fund to a 2 star fund. Can you offer a better replacement fund?

As indicated in our RFP response, there are two mutual funds in the City's current Retiree Health investment lineup that we are unable to recordkeep – Oakmark Equity and Income Fund in the Balanced category and Waddell & Reed Science & Technology in the Specialty fund category.

Oakmark Equity & Income Fund – Class I:
We are unable to recordkeep the Oakmark fund because Oakmark is not willing to accept ING's industry standard frequent trading policy. Rather, they require implementation of their own excessive and short-term trading policy. We feel their policy is very restrictive as it requires all purchases (including payroll deduction contributions) be suspended if an individual within the plan is found to have violated their policy. It seems onerous to suspend payroll deduction contributions, in addition to fund transfers. All of the other fund families we have selling agreements with restrict only fund transfers as a first course of action.

As an alternative to Oakmark Equity & Income, we have proposed the T. Rowe Price Capital Appreciation Fund. The T. Rowe Price Capital Appreciation Fund offers superior investment returns as evidenced by the percentile rankings within the Moderate Allocation category at a slightly lower expense than the Oakmark Equity & Income Fund.

	1 Year % Ranking in Category	3 Year % Ranking in Category	5 Year % Ranking in Category	10 Year % Ranking in Category	Net Expense Ratio	Ticker Symbol
Oakmark Equity & Income Fund - Class I	82	85	51	4	0.78%	OAKBX
T. Rowe Price Capital Appreciation Fund	9	6	2	1	0.73%	PRWCX

Waddell & Reed Science & Technology Fund:
As stated in our response, Waddell & Reed typically reserves its mutual funds to be sold through their proprietary advisor networks. At the time of our response, we had limited choices in the Technology specialty category on our retiree health platform. We have since begun evaluation of additional Technology funds for inclusion on our Retiree Health platform.

As such, we would propose replacement of the Waddell & Reed Science & Technology Fund with either the Ivy Science & Technology Fund if the City wishes to retain an actively managed fund or the HighMark NYSE ArcaTech 100 Index Fund if the City wishes to utilize an index fund in the Technology category.

We feel the Ivy Science & Technology Fund may be a particularly compelling choice for the City. We had discussions with Waddell & Reed attempting to enter into a selling agreement for the Waddell & Reed Science & Technology Fund. While Waddell & Reed was not receptive to a selling agreement for the Waddell & Reed funds, they suggested consideration of the Ivy mutual funds as an alternative. Ivy Funds is a sister organization to Waddell & Reed and in many cases they maintain duplicate portfolios of Waddell & Reed funds within their Ivy fund family.

This happens to be the case with Ivy Science & Technology. The portfolio is virtually identical to Waddell & Reed Science and Technology as both are managed by Zachary Shafran in the same style and with the same investment process. In fact, their top 15 equity holdings are identical names as of 3/31/13. Returns for the two portfolios are very similar. The expense ratio for Ivy Science & Technology is only slightly higher (2 basis points).

The chart below provides category rankings, expense ratios, and ticker symbols for our two revised recommended replacement options for Waddell & Reed Science & Technology.

	1 Year % Ranking in Category	3 Year % Ranking in Category	5 Year % Ranking in Category	10 Year % Ranking in Category	Net Expense Ratio	Ticker Symbol
Waddell & Reed Science & Technology - Y	1	7	14	7	1.04%	USTFX
Ivy Science & Technology Fund - Class I	3	8	6	8	1.06%	ISTIX
HighMark NYSE ArcaTech 100 Index Fund	10	5	7	34	0.83%	PTSFX

Finally, it is important to note that ING's retiree health savings product offers an open-architecture platform. If the City is not comfortable with any of the above suggested replacement funds, we would be happy to work with the City and SST Benefits to search for additional replacement options and enter into a selling agreement with the respective mutual fund firm, if so required.

QUESTIONS / CLARIFICATIONS

1. **Some participants have a set monthly premium payment that they initially file an annual claim for and they receive an automatic reimbursement of an ongoing, reoccurring amount each month so they don't have to file a claim for every month. Will retirees have the option to file an automatic reimbursement claim?**

   Yes. Insurance premiums are often adjusted on an annual basis, as such, participants will file their first premium manually each year along with the recurring claims form. Genesis will then set up a recurring premium schedule for the participant and automatically reimburse them each month for the remaining 11-months of the year.

2. **How does your firm handle ad hoc payments? It is only certain days per month? Clarify the cycle of payment processing.**

   Claims are processed daily with reimbursement occurring every Friday.

   By "processed," we mean that we take all claims that are received each day and verify that the third party documentation (e.g., typically a claim form along with attached receipts) that substantiates each claim as an eligible medical expense under IRC §213(d). Genesis supports the following types of ad hoc claim submissions:
   - Traditional Paper: Participants complete a claim form and attach supporting receipts then mail the claim into our processing center. This method represents 29% of claim volume in 2012.
   - Online via our proprietary Online Claims Toolkit. This method represents 40% of claim volume in 2012.
   - Tool-free secure eFax: Claims materials are faxed into our claims processing center. This method represents 25% of claim volume in 2012.
   - Beyond the above ad hoc claims methods, Genesis does support an Annual Recurring Premium Claim Form: Typically used for automatic reimbursement of premiums whereby a claim is submitted electronically on our Online Toolkit, by toll-free secure eFax or via paper. This method represents 6% of claim volume in 2012.

   "Reimbursement" is executed every Friday, whereby all processed claims submitted by midnight the previous week on Wednesday are paid out via direct deposit or mailed reimbursement check to participants on this day. For example, a claim and valid substantiation submitted on Wednesday, April 17th would be reimbursed on Friday, April 26th.

3. **Will your firm work with OptumHealth to obtain existing automatic reimbursement data and transition that data over so that retirees do not have to file new claims for reimbursement?**

   Yes. We will work with OptumHealth to obtain existing automatic reimbursement data and transition this to minimize retiree disruption. In fact, we have just recently completed this process with several former OptumHealth customers and recurring claims were transferred over with no issues. As stated previously, participants will still have to submit a Recurring Premium Reimbursement Form at the end of the medical plan's plan year to ensure ongoing accuracy and continued timely payment.

Genesis offers a simple and seamless method to transition your existing program to our administrative platform. With substantial experience in conversions -- we have transitioned nearly 20 OptumHealth accounts onto our system, accounting for 92% of OptumHealth's former book of business by participant volume.

As a product of this experience and significant lessons learned, Genesis has developed and deployed a process that works with OptumHealth and MG Trust (trust provider utilized by OptumHealth), to design a timely, accurate and easy-to-transition program which includes a fast-track system-to-system transition.

4. **At question 2.1.E.5 (pg 7) you have indicated $200 SBC preparation. Please describe what is included in this service.**

The $200 fee relates to the Patient Protection and Affordable Care Act (PPACA) required SBC document that plan sponsors are required to make available to participants. This document is intended to communicate medical plan benefits and the formatting and content is heavily regulated by the Federal Government since Health Reimbursement Arrangements of the type used by the City of Tempe are governed under Sections 105 and 106 of the Code just like self-insured medical plans. As such, the HRA is currently subject to the SBC requirements until we get further guidance from the government.

5. **What specific individual from headquarters would be responsible for this transition if your proposal prevails?**

Genesis' implementation and transition lead will be Jodie Rahja, Recordkeeping Manager and head of Genesis' OptumHealth Transition Execution team. Jodie has successfully executed all of Genesis' transitions from OptumHealth to Genesis to date, encompassing tens of thousands of participants across nearly 20 clients. Accordingly, she understands what has worked, not worked and will drive execution best practices that lead to a successful transition from OptumHealth to Genesis service delivery.

Jodie is based in our Minneapolis, MN headquarters and will work with the City of Tempe during this transition.

Additional biographical information on Jodie, as well as the other members of ING's/Genesis' presentation team, is referenced in Tab 4.

6. **At question 3.1.F.5 (pg 22) asking about the record-keeping ability to credit back excess revenue to a specific participant's account, the "No" was changed to "Yes". Can you please expand on this record-keeping ability?**

The change made within the original questionnaire was an error.

However, ING and Genesis are willing to offer the City an annual reimbursement of excess revenue back to participants' accounts on a pro-rata basis.

Single Contract – The City would prefer to sign a single contract with the successful firm. Please confirm if you would be able to accommodate this request by utilizing Genesis Employee Benefits as a sub-contractor to your firm.

ING and Genesis have an agreement to facilitate contributions to Healthcare Reimbursement Arrangements (also known as Retiree Health Savings plans) of plan sponsors and coordinate money movement with respect to the payment of qualified reimbursement claims from plan participants. Genesis Employee Benefits (Genesis) contracts with plan sponsors separately with respect to retiree health savings claims administration and serves as a designated Business Associate under the Health Insurance Portability and Accountability Act ("HIPAA"). As a result, ING is unable to accommodate the City of Tempe's (City) request to utilize Genesis as a sub-contractor for our firm.

Fee Structure – The City appreciates the reduction in fees offered as part of our earlier discussions. However, the City continues to encourage both ING and Genesis Employee Benefits to review the currently offered fees to determine if further reductions are available.

ING and Genesis re-confirm the fee reduction offered as part of our formal presentation and as listed below.

	Before	After
ING		
Variable Revenue Requirement	0.35%	0.20%
Genesis		
Basis Points	0.20%	0.15%
Claim-Active Fee	$6.00 per participant, per month	$5.25 per participant, per month

Additionally, based on the reduction in ING's required Variable Revenue Requirement, we have adjusted our proposed investment menu to align with the reduced revenue requirement by changing a number of share classes. The share class changes result in reduced average fund expenses. As you will see in Appendix A, the average mutual fund expense has been reduced from 0.81% to 0.70%.

Fixed Account – Please review the fixed interest rate offered under the ING General account option to determine if it can be increased.

ING is pleased to offer the City an interest rate commitment of 2.50% through December 31, 2014, and a base crediting rate thereafter. The current base rate is 1.65%.

Discrimination Testing Fee – Confirm your intent to waive the $500 discrimination testing fee, if awarded.

Genesis confirms its intent to waive the $500 discrimination fee upon award of the contract.

Galloway Asset Management – Galloway Asset Management is under contract to provide investment advice and account management services to employees participating in the 401(k) and 457(b) deferred compensation plans. Please confirm if ING would be willing to allow Galloway Asset Management advisors to have "read only access" to employee HSA accounts who might be interested in establishing a more managed approach to their investment strategy.

ING confirms its willingness and ability to allow Galloway Asset Management (GAM) advisors to have "read only access" to employee Retiree Health Savings accounts who might be interested in establishing a more managed approach to their investment strategy. We would require written authorization from the City to initiate/enable the access for GAM.

Contracts – Confirm if any separate agreements will be required as part of award. If so, please include those agreements with your best and final response. This would include any formal contracts and trust agreements.

As indicated in our response to the "Single Contract" question above, the City would execute separate contracts with ING and Genesis. Please refer to Appendix B for sample contracts and trust agreements. There are no additional/separate agreements.

City of Tempe - Fund Fees and Expenses

Fund Name	Management Fees	12b-1 Fees	Other Expenses	Indirect Fees	Total Fund Expenses	Waivers & Adjustments	Net Fund Expenses
Invesco Mid Cap Core Equity Fund - Class R5	0.68%	0.00%	0.15%	0.00%	0.83%	0.00%	0.83%
AllianzGI NFJ Small-Cap Value Fund - Institutional Class	0.86%	0.00%	0.01%	0.00%	0.87%	-0.08%	0.79%
Vanguard® 500 Index Fund - Signal® Shares	0.02%	0.00%	0.03%	0.00%	0.05%	0.00%	0.05%
Vanguard® Mid-Cap Index Fund - Signal® Shares	0.07%	0.00%	0.03%	0.00%	0.10%	0.00%	0.10%
Vanguard® Small-Cap Index Fund - Signal® Shares	0.07%	0.00%	0.03%	0.00%	0.10%	0.00%	0.10%
Vanguard® Total Bond Market Index Fund - Signal® Shares	0.07%	0.00%	0.03%	0.00%	0.10%	0.00%	0.10%
Invesco Real Estate Fund - Class R5	0.73%	0.00%	0.13%	0.00%	0.86%	0.00%	0.86%
T. Rowe Price Capital Appreciation Fund	0.60%	0.00%	0.13%	0.00%	0.73%	-0.01%	0.72%
Fidelity Advisor New Insights Fund - Institutional Class	0.53%	0.00%	0.21%	0.00%	0.74%	0.00%	0.74%
American Funds Capital World Growth and Income FundSM - R-6	0.38%	0.00%	0.07%	0.00%	0.45%	0.00%	0.45%
JPMorgan Small Cap Equity Fund - Class R5 Shares	0.65%	0.00%	0.32%	0.00%	0.97%	-0.16%	0.81%
American Funds Fundamental InvestorsSM - Class R-6	0.25%	0.00%	0.06%	0.00%	0.31%	0.00%	0.31%
American Century Equity Income Fund - Institutional Class	0.74%	0.00%	0.01%	0.00%	0.75%	0.00%	0.75%
T. Rowe Price New America Growth Fund	0.65%	0.00%	0.16%	0.00%	0.81%	0.00%	0.81%
Ivy Science and Technology Fund - Class I	0.85%	0.00%	0.21%	0.00%	1.06%	0.00%	1.06%
Prudential Jennison Natural Resources Fund, Inc. - Class Z	0.71%	0.00%	0.18%	0.00%	0.89%	0.00%	0.89%
Vanguard® Developed Markets Index Fund - Admiral™ Shares	0.07%	0.00%	0.03%	0.00%	0.10%	0.00%	0.10%
Oppenheimer Developing Markets Fund - Class I	0.79%	0.00%	0.09%	0.00%	0.88%	0.00%	0.88%
Perkins Mid Cap Value Fund - Class N Shares	0.54%	0.00%	0.04%	0.00%	0.58%	0.00%	0.58%
MFS® International Value Fund - Class R5	0.78%	0.00%	0.08%	0.00%	0.86%	0.00%	0.86%
PIMCO Total Return Fund - Institutional Class	0.46%	0.00%	0.00%	0.00%	0.46%	0.00%	0.46%
Wells Fargo Advantage Dow Jones Target 2015 FundSM - Inst Cl	0.24%	0.00%	0.41%	0.00%	0.65%	-0.16%	0.49%
Wells Fargo Advantage Dow Jones Target 2035 FundSM - Inst Cl	0.24%	0.00%	0.42%	0.00%	0.66%	-0.14%	0.52%
Wells Fargo Advantage Dow Jones Target 2045 FundSM - Inst Cl	0.25%	0.00%	0.42%	0.00%	0.67%	-0.15%	0.52%
Wells Fargo Advantage Dow Jones Target Today FundSM-Inst Cl	0.24%	0.00%	0.40%	0.00%	0.64%	-0.19%	0.45%
Wells Fargo Advantage Dow Jones Target 2025 FundSM - Inst Cl	0.23%	0.00%	0.41%	0.00%	0.64%	-0.14%	0.50%
JPMorgan Government Bond Fund - Select Class Shares	0.30%	0.00%	0.49%	0.00%	0.79%	-0.30%	0.49%
Prudential Jennison Small Company Fund, Inc. - Class Z	0.67%	0.00%	0.20%	0.00%	0.87%	0.00%	0.87%
BlackRock Equity Dividend Fund - Institutional Shares	0.57%	0.00%	0.15%	0.00%	0.72%	0.00%	0.72%
Prudential Jennison Mid-Cap Growth Fund, Inc. - Class Z	0.56%	0.00%	0.20%	0.00%	0.76%	0.00%	0.76%
Wells Fargo Advantage High Income Fund - Instl Class	0.49%	0.00%	0.19%	0.00%	0.68%	-0.17%	0.51%
Eaton Vance Worldwide Health Sciences Fund - Class I	0.90%	0.00%	0.26%	0.00%	1.16%	0.00%	1.16%
Invesco International Small Company Fund - Class IR5	0.92%	0.00%	0.22%	0.00%	1.14%	0.00%	1.14%

ING Life Insurance and Annuity Company

RFP Product

Average Annual Total Returns as of: 03/31/2013

Mutual funds offered through a retirement plan are investments designed for retirement purposes. Early withdrawals will reduce your account value and if taken prior to age 59 1/2, a 10% IRS penalty may apply.

THE PERFORMANCE DATA QUOTED REPRESENTS PAST PERFORMANCE. PAST PERFORMANCE DOES NOT GUARANTEE FUTURE RESULTS. FOR MONTH-END PERFORMANCE WHICH MAY BE LOWER OR HIGHER THAN THE PERFORMANCE DATA SHOWN PLEASE CALL 800-525-4225. INVESTMENT RETURN AND PRINCIPAL VALUE OF AN INVESTMENT WILL FLUCTUATE SO THAT, WHEN SOLD, AN INVESTMENT MAY BE WORTH MORE OR LESS THAN THE ORIGINAL COST.

The ING Lifetime Income Protection Program "portfolios" are target date asset allocation models through which amounts are invested in target date collective trust funds (the "Funds") and multiple group variable annuity contracts (the "Contracts") based on the portfolio's target date. A portfolio is not an investment separate from its allocation to between the Funds and the Contracts, is not an investment company and has not been registered with the Securities and Exchange Commission under the Investment Company Act of 1940 or the Securities Act of 1933.

The returns assume reinvestment of all dividends (ordinary income and capital gains) and are net of management fees and other fund operating expenses.

YOU SHOULD CONSIDER THE INVESTMENT OBJECTIVES, RISKS AND CHARGES, AND EXPENSES OF THE FUNDS CAREFULLY BEFORE INVESTING. THE PROSPECTUS CONTAINS THIS AND OTHER INFORMATION. ANYONE WHO WISHES TO OBTAIN A FREE COPY OF THE FUND PROSPECTUSES MAY CALL THEIR ING REPRESENTATIVE OR THE NUMBER ABOVE. PLEASE READ THE PROSPECTUS CAREFULLY BEFORE INVESTING.

Returns less than one year are not annualized. Fund Inception Date is the date of inception for the underlying fund, and is the date used in calculating the periodic returns. This date may also precede the portfolio's inclusion in the product.

Investment Options	1-Mo.	3-Mo.	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date	Gross Fund Exp % ****	Net Fund Exp % ****
Bonds											
High Yield Bond											
Wells Fargo Advantage High Income Fund - Instl	0.86	2.23	2.23	11.62	10.78	9.61	9.05		12/28/1995		
Small/Mid/Specialty											
Specialty - Health											
Eaton Vance Worldwide Health Sciences Fund - Class I	6.25	14.99	14.99	20.84	12.28	11.96	9.74		07/26/1985		
Global / International											
Foreign Small/Mid Growth											
Invesco International Small Company Fund - Class R5	0.66	3.14	3.14	12.75	13.11	4.71	19.01		08/31/2000		

The risks of investing in small company stocks may include relatively low trading volumes, a greater degree of change in earnings and greater short-term volatility.
Foreign investing involves special risks such as currency fluctuation and public disclosure, as well as economic and political risks.
Some of the Funds invest in securities guaranteed by the U.S. Government as to the timely payment of principal and interest; however, shares of the Funds are not insured nor guaranteed.
High yielding fixed-income securities generally are subject to greater market fluctuations and risks of loss of income and principal than are investments in lower yielding fixed-income securities.
Sector funds may involve greater-than average risk and are often more volatile than funds holding a diversified portfolio of stocks in many industries. Examples include: banking, biotechnology, chemicals, energy, environmental services, natural resources, precious metals, technology, telecommunications, and utilities.
****The Gross Expense Ratios shown do not reflect any temporary fee or expense waivers that may be in effect for a fund. The performance of a fund with a temporary fee or expense waiver would have been lower if the gross fund fees and expenses listed had been reflected.

Additional Notes

PERFORMANCE UPDATE

ING Life Insurance and Annuity Company

City of Tempe

RFP Product

Average Annual Total Returns as of: 04/30/2013 (shown in percentages)

Mutual funds offered through a retirement plan are investments designed for retirement purposes. Early withdrawals will reduce your account value and if taken prior to age 59 1/2, a 10% IRS penalty may apply.

The performance data quoted represents past performance. Past performance does not guarantee future results. For month-end performance which may be lower or higher than the performance data shown please call 800-525-4225. Investment return and principal value of an investment will fluctuate so that, when sold, an investment may be worth more or less than the original cost.

The returns assume reinvestment of all dividends (ordinary income and capital gains) and are net of management fees and other fund operating expenses.

You should consider the investment objectives, risks and charges, and expenses of the funds carefully before investing. The prospectus contains this and other information. Anyone who wishes to obtain a free copy of the fund prospectuses may call their ING representative or the number above. Please read the prospectus carefully before investing.

Returns less than one year are not annualized. Fund Inception Date is the date of inception for the underlying fund, and is the date used in calculating the periodic returns. This date may also precede the portfolio's inclusion in the product.

Investment Options	1-Mo	3-Mo	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date	Gross Fund Exp %*	Net Fund Exp %*
Stability of Principal											
Stability of Principal											
ING Fixed Plus Account III - 4020 (1)(19)	0.20	0.60	0.82	2.66	2.95	3.17	3.66				
Bonds											
Intermediate Government											
JPMorgan Government Bond Fund - Select Class Shares - 7732 (2)	0.73	1.78	0.93	3.36	6.36	6.13		6.69	05/31/2007	0.79	0.49
Intermediate-Term Bond											
PIMCO Total Return Fund - Institutional Class - 544	1.18	2.07	1.79	7.63	6.97	7.94	6.68		05/11/1987	0.46	0.46
Vanguard® Total Bond Market Index Fund - Signal® Shares - 1408 (3)	0.92	1.58	0.86	3.58	5.45	5.72	5.04		11/12/2001	0.10	0.10
Asset Allocation											
Lifecycle											
Wells Fargo Advantage Dow Jones Target 2015 FundSM - Inst Cl - 7141 (4)	1.18	2.28	3.20	6.15	6.74	4.06		4.00	06/29/2007	0.65	0.49
Wells Fargo Advantage Dow Jones Target 2025 FundSM - Inst Cl - 7667 (5)(6)	1.49	3.40	5.85	9.57	8.21	4.20		3.38	06/29/2007	0.64	0.50
Wells Fargo Advantage Dow Jones Target 2035 FundSM - Inst Cl - 7142 (7)(8)	1.57	4.39	8.20	12.58	9.23	4.40		3.06	06/29/2007	0.66	0.52
Wells Fargo Advantage Dow Jones Target 2045 FundSM - Inst Cl - 7143 (9)(10)	1.83	5.07	9.63	14.34	9.80	4.68		3.20	06/29/2007	0.67	0.52
Wells Fargo Advantage Dow Jones Target Today FundSM-Inst Cl - 7146 (11)(12)	0.99	1.35	1.35	3.64	5.64	4.78		5.04	06/30/2004	0.64	0.45
Balanced											
Moderate Allocation											

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Investment Options	1-Mo	3-Mo	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date	Gross Fund Exp %*	Net Fund Exp %*
T. Rowe Price Capital Appreciation Fund - 1573 (13)	1.46	5.24	9.21	15.11	11.09	7.44	9.96		06/30/1986	0.73	0.72
Large Cap Value											
Large Blend											
American Funds Fundamental InvestorsSM - Class R-6 - 2323	2.51	6.35	11.51	17.79	11.96	4.29	10.16		08/01/1978	0.31	0.31
Vanguard® 500 Index Fund - Signal® Shares - 1404 (14)	1.92	7.17	12.72	16.85	12.77	5.23	7.87		11/13/2000	0.05	0.05
Large Value											
American Century Equity Income Fund - Institutional Class - 2367	2.12	6.11	11.27	17.58	12.58	2.66	11.21		07/08/1998	0.75	0.75
BlackRock Equity Dividend Fund - Institutional Shares - 8518	1.87	5.88	10.45	14.15	12.43	4.55	10.32		11/29/1988	0.72	0.72
Large Cap Growth											
Large Growth											
Fidelity Advisor New Insights Fund - Institutional Class - 1600	1.87	7.03	11.16	12.60	12.30	5.12			07/31/2003	0.74	0.74
T. Rowe Price New America Growth Fund - 2469	0.77	4.53	9.16	11.89	10.43	6.25	8.90		09/30/1985	0.81	0.81
Small/Mid/Specialty											
Mid-Cap Blend											
Invesco Mid Cap Core Equity Fund - Class R5 - 1101 (15)	0.56	5.50	11.88	13.06	7.28	4.98	9.17		03/15/2002	0.83	0.83
Vanguard® Mid-Cap Index Fund - Signal® Shares - 1406 (16)	1.74	7.63	14.82	18.15	13.37	7.02	11.28		11/12/2001	0.10	0.10
Mid-Cap Growth											
Prudential Jennison Mid-Cap Growth Fund, Inc. - Class Z - 9570	1.08	4.01	9.65	11.68	13.46	7.73	12.81		12/31/1996	0.76	0.76
Mid-Cap Value											
Perkins Mid Cap Value Fund - Class N Shares - 3629	0.30	4.76	11.48	13.66	8.48	5.67	11.25		08/12/1998	0.58	0.58
Small Blend											
Vanguard® Small-Cap Index Fund - Signal® Shares - 1407 (17)	0.15	6.27	13.02	19.37	12.84	8.65	11.84		11/13/2000	0.10	0.10
Small Growth											
JPMorgan Small Cap Equity Fund - Class R5 Shares - 2316	-0.18	7.35	13.78	19.50	15.24	12.29		10.00	05/15/2006	0.97	0.81
Prudential Jennison Small Company Fund, Inc. - Class Z - 8082	-1.11	3.86	10.12	13.49	11.79	6.46	12.21		03/01/1996	0.87	0.87
Small Value											
AllianzGI NFJ Small-Cap Value Fund - Institutional Class - 1313 (18)	-0.95	4.09	11.32	14.91	11.94	7.53	12.51		10/01/1991	0.87	0.79
Specialty - Natural Resources											
Prudential Jennison Natural Resources Fund, Inc. - Class Z - 2905	-4.22	-4.83	-0.41	-6.41	-0.68	-4.81	15.04		09/13/1996	0.89	0.89
Specialty - Real Estate											
Invesco Real Estate Fund - Class R5 - 1518	5.94	9.75	12.99	17.21	15.46	6.28		11.95	04/30/2004	0.86	0.86
Specialty - Technology											
Ivy Science and Technology Fund - Class I - 2595	2.01	9.25	15.26	26.55	14.42	10.64		10.98	04/02/2007	1.06	1.06
Global / International											
Diversified Emerging Mkts											
Oppenheimer Developing Markets Fund - Class I - 3502	1.23	-1.26	1.46	7.97	7.16	4.48	20.09		11/17/1996	0.88	0.88
Foreign Large Blend											
Vanguard® Developed Markets Index Fund - Admiral Shares - 3152	5.01	5.12	9.81	19.74	7.84	-0.74	9.28		05/08/2000	0.10	0.10
Foreign Large Value											
MFS® International Value Fund - Class R5 - 3669	6.31	8.99	14.99	22.89	12.55	4.26	12.17		10/24/1995	0.86	0.86

See Performance Introduction Page for Important Information

Investment Options	1-Mo	3-Mo	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date	Gross Fund Exp %*	Net Fund Exp %*
World Stock											
American Funds Capital World Growth and Income FundSM - R-6 - 1960	3.73	6.24	10.49	19.56	9.75	2.23	11.23		03/25/1993	0.45	0.45

The risks of investing in small company stocks may include relatively low trading volumes, a greater degree of change in earnings and greater short-term volatility.

Foreign investing involves special risks such as currency fluctuation and public disclosure, as well as economic and political risks.

Some of the Funds invest in securities guaranteed by the U.S. Government as to the timely payment of principal and interest; however, shares of the Funds are not insured nor guaranteed.

High yielding fixed-income securities generally are subject to greater market fluctuations and risks of loss of income and principal than are investments in lower yielding fixed-income securities.

Sector funds may involve greater-than average risk and are often more volatile than funds holding a diversified portfolio of stocks in many industries. Examples include: banking, biotechnology, chemicals, energy, environmental services, natural resources, precious metals, technology, telecommunications, and utilities.

*The Gross Expense Ratios shown do not reflect any temporary fee or expense waivers that may be in effect for a fund. The performance of a fund with a temporary fee or expense waiver would have been lower if the gross fund fees / expenses listed had been reflected.

PERFORMANCE UPDATE

ING Life Insurance and Annuity Company

City of Tempe

RFP Product

Average Annual Total Returns as of: 03/31/2013 (shown in percentages)

Mutual funds offered through a retirement plan are investments designed for retirement purposes. Early withdrawals will reduce your account value and if taken prior to age 59 1/2, a 10% IRS penalty may apply.

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The returns assume reinvestment of all dividends (ordinary income and capital gains) and are net of management fees and other fund operating expenses.

Returns less than one year are not annualized. Fund Inception Date is the date of inception for the underlying fund, and is the date used in calculating the periodic returns. This date may also precede the portfolio's inclusion in the product.

Investment Options	1-Mo	3-Mo	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date	Gross Fund Exp %*	Net Fund Exp %*
Stability of Principal											
Stability of Principal											
ING Fixed Plus Account III - 4020 (1)(19)	0.21	0.61	0.61	2.68	2.97	3.19	3.67				
Bonds											
Intermediate Government											
JPMorgan Government Bond Fund - Select Class Shares - 7732 (2)	0.30	0.19	0.19	4.13	6.54	5.75		6.65	05/31/2007	0.79	0.49
Intermediate-Term Bond											
PIMCO Total Return Fund - Institutional Class - 544	0.33	0.60	0.60	7.93	6.93	7.78	6.67		05/11/1987	0.46	0.46
Vanguard® Total Bond Market Index Fund - Signal® Shares - 1408 (3)	0.09	-0.06	-0.06	3.81	5.50	5.44	5.03		11/12/2001	0.10	0.10
Asset Allocation											
Lifecycle											
Wells Fargo Advantage Dow Jones Target 2015 FundSM - Inst Cl - 7141 (4)	0.89	1.99	1.99	5.44	6.71	4.28		3.85	06/29/2007	0.65	0.49
Wells Fargo Advantage Dow Jones Target 2025 FundSM - Inst Cl - 7667 (5)(6)	1.58	4.30	4.30	7.85	8.15	4.65		3.17	06/29/2007	0.64	0.50
Wells Fargo Advantage Dow Jones Target 2035 FundSM - Inst Cl - 7142 (7)(8)	2.27	6.53	6.53	10.26	9.29	5.07		2.83	06/29/2007	0.66	0.52
Wells Fargo Advantage Dow Jones Target 2045 FundSM - Inst Cl - 7143 (9)(10)	2.58	7.66	7.66	11.48	9.78	5.35		2.92	06/29/2007	0.67	0.52
Wells Fargo Advantage Dow Jones Target Today FundSM-Inst Cl - 7146 (11)(12)	0.45	0.36	0.36	3.46	5.60	4.68		4.97	06/30/2004	0.64	0.45
Balanced											
Moderate Allocation											
T. Rowe Price Capital Appreciation Fund - 1573 (13)	2.48	7.64	7.64	12.75	11.15	7.94	10.38		06/30/1986	0.73	0.72
Large Cap Value											
Large Blend											

See Performance Introduction Page for Important Information

Investment Options	1-Mo	3-Mo	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date	Gross Fund Exp %*	Net Fund Exp %*
American Funds Fundamental InvestorsSM - Class R-6 - 2323	3.02	8.78	8.78	14.47	11.31	4.70	10.85		08/01/1978	0.31	0.31
Vanguard® 500 Index Fund - Signal® Shares - 1404 (14)	3.75	10.60	10.60	13.93	12.65	5.83	8.52		11/13/2000	0.05	0.05
Large Value											
American Century Equity Income Fund - Institutional Class - 2367	3.03	8.95	8.95	14.69	11.21	3.44	12.18		07/08/1998	0.75	0.75
BlackRock Equity Dividend Fund - Institutional Shares - 8518	2.86	8.43	8.43	12.59	12.00	5.21	10.72		11/29/1988	0.72	0.72
Large Cap Growth											
Large Growth											
Fidelity Advisor New Insights Fund - Institutional Class - 1600	3.67	9.12	9.12	10.44	12.21	5.76			07/31/2003	0.74	0.74
T. Rowe Price New America Growth Fund - 2469	3.73	8.32	8.32	9.24	10.52	7.63	9.77		09/30/1985	0.81	0.81
Small/Mid/Specialty											
Mid-Cap Blend											
Invesco Mid Cap Core Equity Fund - Class R5 - 1101 (15)	3.86	11.26	11.26	10.46	7.66	5.62	9.77		03/15/2002	0.83	0.83
Vanguard® Mid-Cap Index Fund - Signal® Shares - 1406 (16)	4.36	12.86	12.86	15.45	14.06	8.06	11.87		11/12/2001	0.10	0.10
Mid-Cap Growth											
Prudential Jennison Mid-Cap Growth Fund, Inc. - Class Z - 9570	2.30	8.48	8.48	11.15	13.76	9.58	13.85		12/31/1996	0.76	0.76
Mid-Cap Value											
Perkins Mid Cap Value Fund - Class N Shares - 3629	4.26	11.15	11.15	11.70	9.32	6.55	11.89		08/12/1998	0.58	0.58
Small Blend											
Vanguard® Small-Cap Index Fund - Signal® Shares - 1407 (17)	4.69	12.85	12.85	18.10	14.83	9.78	12.82		11/13/2000	0.10	0.10
Small Growth											
JPMorgan Small Cap Equity Fund - Class R5 Shares - 2316	5.09	13.99	13.99	19.02	17.61	13.07		10.16	05/15/2006	0.97	0.81
Prudential Jennison Small Company Fund, Inc. - Class Z - 8082	3.82	11.35	11.35	13.87	13.16	8.04	13.32		03/01/1996	0.87	0.87
Small Value											
AllianzGI NFJ Small-Cap Value Fund - Institutional Class - 1313 (18)	3.92	12.39	12.39	16.38	13.75	8.81	13.33		10/01/1991	0.87	0.79
Specialty - Natural Resources											
Prudential Jennison Natural Resources Fund, Inc. - Class Z - 2905	1.72	3.98	3.98	-3.78	1.54	-2.60	15.77		09/13/1996	0.89	0.89
Specialty - Real Estate											
Invesco Real Estate Fund - Class R5 - 1518	3.23	6.65	6.65	13.37	15.60	6.25		11.34	04/30/2004	0.86	0.86
Specialty - Technology											
Ivy Science and Technology Fund - Class I - 2595	5.14	12.98	12.98	19.70	14.55	11.22		10.77	04/02/2007	1.06	1.06
Global / International											
Diversified Emerging Mkts											
Oppenheimer Developing Markets Fund - Class I - 3502	-0.71	0.23	0.23	5.89	7.15	5.85	21.11		11/17/1996	0.88	0.88
Foreign Large Blend											
Vanguard® Developed Markets Index Fund - Admiral Shares - 3152	1.49	4.56	4.56	11.52	5.31	-0.69	9.78		05/08/2000	0.10	0.10
Foreign Large Value											
MFS® International Value Fund - Class R5 - 3669	2.99	8.16	8.16	15.28	9.91	3.84	12.47		10/24/1995	0.86	0.86
World Stock											
American Funds Capital World Growth and Income FundSM - R-6 - 1960	2.45	6.52	6.52	14.45	8.23	2.37	11.68		03/25/1993	0.45	0.45

The risks of investing in small company stocks may include relatively low trading volumes, a greater degree of change in earnings and greater short-term volatility.

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Some of the Funds invest in securities guaranteed by the U.S. Government as to the timely payment of principal and interest; however, shares of the Funds are not insured nor guaranteed.

High yielding fixed-income securities generally are subject to greater market fluctuations and risks of loss of income and principal than are investments in lower yielding fixed-income securities.

Sector funds may involve greater-than average risk and are often more volatile than funds holding a diversified portfolio of stocks in many industries. Examples include: banking, biotechnology, chemicals, energy, environmental services, natural resources, precious metals, technology, telecommunications, and utilities.

*The Gross Expense Ratios shown do not reflect any temporary fee or expense waivers that may be in effect for a fund. The performance of a fund with a temporary fee or expense waiver would have been lower if the gross fund fees / expenses listed had been reflected.

PERFORMANCE UPDATE

ING Life Insurance and Annuity Company

City of Tempe

RFP Product

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Average Annual Total Returns as of: 03/31/2013 (shown in percentages)

The performance data quoted represents past performance. Past performance does not guarantee future results. For month-end performance which may be lower or higher than the performance data shown please call 800-525-4225. Investment return and principal value of an investment will fluctuate so that, when sold, an investment may be worth more or less than the original cost.

These numbers reflect total Separate Account charges of 0.00% on an annual basis. They also assume reinvestment of all dividends (ordinary income and capital gains) and are net of management fees and other fund operating expenses.

Returns less than one year are not annualized. Fund Inception Date is the date of inception for the underlying fund, and is the date used in calculating the periodic returns. This date may also precede the portfolio's inclusion in the product.

Investment Options	1-Mo	3-Mo	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date
Stability of Principal									
Stability of Principal									
ING Fixed Plus Account III - 4020 (1)(19)	0.21	0.61	0.61	2.68	2.97	3.19	3.67		
This fund is not part of the product's separate account.									
Bonds									
Intermediate Government									
JPMorgan Government Bond Fund - Select Class Shares - 7732 (2)	0.30	0.19	0.19	4.13	6.54	5.75		6.65	05/31/2007
Intermediate-Term Bond									
PIMCO Total Return Fund - Institutional Class - 544	0.33	0.60	0.60	7.92	6.93	7.77	6.67		05/11/1987
Vanguard® Total Bond Market Index Fund - Signal® Shares - 1408 (3)	0.09	-0.06	-0.06	3.81	5.49	5.43	5.03		11/12/2001
Asset Allocation									
Lifecycle									
Wells Fargo Advantage Dow Jones Target 2015 FundSM - Inst Cl - 7141 (4)	0.89	1.99	1.99	5.44	6.71	4.28		3.85	06/29/2007
Wells Fargo Advantage Dow Jones Target 2025 FundSM - Inst Cl - 7667 (5)(6)	1.58	4.30	4.30	7.85	8.15	4.65		3.17	06/29/2007
Wells Fargo Advantage Dow Jones Target 2035 FundSM - Inst Cl - 7142 (7)(8)	2.27	6.53	6.53	10.26	9.29	5.07		2.83	06/29/2007
Wells Fargo Advantage Dow Jones Target 2045 FundSM - Inst Cl - 7143 (9)(10)	2.58	7.66	7.66	11.48	9.78	5.35		2.92	06/29/2007
Wells Fargo Advantage Dow Jones Target Today FundSM-Inst Cl - 7146 (11)(12)	0.45	0.36	0.36	3.46	5.60	4.68		4.97	06/30/2004
Balanced									
Moderate Allocation									
T. Rowe Price Capital Appreciation Fund - 1573 (13)	2.48	7.64	7.64	12.75	11.15	7.94	10.38		06/30/1986
Large Cap Value									
Large Blend									
American Funds Fundamental InvestorsSM - Class R-6 - 2323	3.02	8.78	8.78	14.47	11.31	4.70	10.85		08/01/1978

See Performance Introduction Page for Important Information

Investment Options	1-Mo	3-Mo	YTD	1-Yr	3-Yr	5-Yr	10-Yr	Incept	Fund Inception Date
Vanguard® 500 Index Fund - Signal® Shares - 1404 (14)	3.75	10.60	10.60	13.93	12.65	5.83	8.52		11/13/2000
Large Value									
American Century Equity Income Fund - Institutional Class - 2367	3.03	8.95	8.95	14.69	11.21	3.44	12.18		07/08/1998
BlackRock Equity Dividend Fund - Institutional Shares - 8518	2.86	8.43	8.43	12.59	12.00	5.21	10.72		11/29/1988
Large Cap Growth									
Large Growth									
Fidelity Advisor New Insights Fund - Institutional Class - 1600	3.67	9.12	9.12	10.44	12.21	5.76			07/31/2003
T. Rowe Price New America Growth Fund - 2469	3.73	8.32	8.32	9.24	10.52	7.63	9.77		09/30/1985
Small/Mid/Specialty									
Mid-Cap Blend									
Invesco Mid Cap Core Equity Fund - Class R5 - 1101 (15)	3.86	11.26	11.26	10.46	7.66	5.62	9.77		03/15/2002
Vanguard® Mid-Cap Index Fund - Signal® Shares - 1406 (16)	4.36	12.86	12.86	15.45	14.06	8.06	11.87		11/12/2001
Mid-Cap Growth									
Prudential Jennison Mid-Cap Growth Fund, Inc. - Class Z - 9570	2.30	8.48	8.48	11.15	13.76	9.58	13.85		12/31/1996
Mid-Cap Value									
Perkins Mid Cap Value Fund - Class N Shares - 3629	4.26	11.15	11.15	11.70	9.32	6.55	11.89		08/12/1998
Small Blend									
Vanguard® Small-Cap Index Fund - Signal® Shares - 1407 (17)	4.69	12.85	12.85	18.10	14.83	9.78	12.82		11/13/2000
Small Growth									
JPMorgan Small Cap Equity Fund - Class R5 Shares - 2316	5.09	13.99	13.99	19.02	17.61	13.07		10.16	05/15/2006
Prudential Jennison Small Company Fund, Inc. - Class Z - 8082	3.82	11.35	11.35	13.87	13.16	8.04	13.32		03/01/1996
Small Value									
AllianzGI NFJ Small-Cap Value Fund - Institutional Class - 1313 (18)	3.92	12.39	12.39	16.38	13.75	8.81	13.33		10/01/1991
Specialty - Natural Resources									
Prudential Jennison Natural Resources Fund, Inc. - Class Z - 2905	1.72	3.98	3.98	-3.78	1.54	-2.60	15.77		09/13/1996
Specialty - Real Estate									
Invesco Real Estate Fund - Class R5 - 1518	3.23	6.65	6.65	13.37	15.60	6.25		11.34	04/30/2004
Specialty - Technology									
Ivy Science and Technology Fund - Class I - 2595	5.14	12.98	12.98	19.70	14.55	11.22		10.77	04/02/2007
Global / International									
Diversified Emerging Mkts									
Oppenheimer Developing Markets Fund - Class I - 3502	-0.71	0.23	0.23	5.89	7.15	5.85	21.11		11/17/1996
Foreign Large Blend									
Vanguard® Developed Markets Index Fund - Admiral Shares - 3152	1.49	4.56	4.56	11.52	5.31	-0.69	9.78		05/08/2000
Foreign Large Value									
MFS® International Value Fund - Class R5 - 3669	2.99	8.16	8.16	15.28	9.91	3.84	12.47		10/24/1995
World Stock									
American Funds Capital World Growth and Income FundSM - R-6 - 1960	2.45	6.52	6.52	14.45	8.23	2.37	11.68		03/25/1993

The risks of investing in small company stocks may include relatively low trading volumes, a greater degree of change in earnings and greater short-term volatility.

Foreign investing involves special risks such as currency fluctuation and public disclosure, as well as economic and political risks.

Some of the Funds invest in securities guaranteed by the U.S. Government as to the timely payment of principal and interest; however, shares of the Funds are not insured nor guaranteed.

High yielding fixed-income securities generally are subject to greater market fluctuations and risks of loss of income and principal than are investments in lower yielding fixed-income securities.

Sector funds may involve greater-than average risk and are often more volatile than funds holding a diversified portfolio of stocks in many industries. Examples include: banking, biotechnology, chemicals, energy, environmental services, natural resources, precious metals, technology, telecommunications, and utilities.

Additional Notes

(1)The CURRENT rate for the ING Fixed Plus Account III Base + 50, Fund 4020 is 2.50%, expressed as an annual effective yield, and is guaranteed not to drop below 2.25% through 12/31/2013. The annual rate of interest applied to your account may be higher or lower than the current rate. Restrictions may apply to transfers of funds from the Fixed Account to other contract investment options. Please refer to your product prospectus / disclosure booklet and call your 800 number for more information.

(2)JPMorgan Government Bond Fund - Select Class Shares: The Fund's adviser, administrator and distributor (the Service Providers) have contractually agreed to waive fees and/or reimburse expenses to the extent Total Annual Fund Operating Expenses (excluding Acquired Fund Fees and Expenses, dividend expenses related to short sales, interest, taxes, expenses related to litigation and potential litigation, extraordinary expenses and expenses related to the Board of Trustees' deferred compensation plan) exceed 0.48% of the average daily net assets. This contract cannot be terminated prior to 7/1/13, at which time the Service Providers will determine whether or not to renew or revise it.

(3)The Vanguard Total Bond Market Index Fund - Signal Shares commenced operations on August 17, 2006. The Signal Shares has identical investment objectives and policies, the same portfolio manager, and invests in the same holdings as Admiral. The performance information above prior to August 17, 2006 is based upon the Admiral Class performance.

(4)Wells Fargo Advantage Dow Jones Target 2015 FundSM - Inst Cl: The Adviser has committed through June 30, 2013, to waive fees and/or reimburse expenses to the extent necessary to cap the Fund's Total Annual Fund Operating Expenses After Fee Waiver, including the underlying master portfolios' fees and expenses, and excluding certain other expenses at the amounts shown above. After this time, the cap may be increased or the commitment to maintain the cap may be terminated only with the approval of the Board of Trustees.

(5)Wells Fargo Advantage Dow Jones Target 2025 FundSM - Inst Cl: The Adviser has committed through June 30, 2013, to waive fees and/or reimburse expenses to the extent necessary to cap the Fund's Total Annual Fund Operating Expenses After Fee Waiver, including the underlying master portfolios' fees and expenses, and excluding certain other expenses at the amounts shown above. After this time, the cap may be increased or the commitment to maintain the cap may be terminated only with the approval of the Board of Trustees.

(6)Wells Fargo Advantage Dow Jones Target 2025 FundSM - Inst Cl: The Adviser has committed through June 30, 2013, to waive fees and/or reimburse expenses to the extent necessary to cap the Fund's Total Annual Fund Operating Expenses After Fee Waiver, including the underlying master portfolios' fees and expenses, and excluding certain other expenses at the amounts shown above. After this time, the cap may be increased or the commitment to maintain the cap may be terminated only with the approval of the Board of Trustees.

(7)Wells Fargo Advantage Dow Jones Target 2035 FundSM - Inst Cl: The Adviser has committed through June 30, 2013, to waive fees and/or reimburse expenses to the extent necessary to cap the Fund's Total Annual Fund Operating Expenses After Fee Waiver, including the underlying master portfolios' fees and expenses, and excluding certain other expenses at the amounts shown above. After this time, the cap may be increased or the commitment to maintain the cap may be terminated only with the approval of the Board of Trustees.

(8)Wells Fargo Advantage Dow Jones Target 2035 FundSM - Inst Cl: The Adviser has committed through June 30, 2013, to waive fees and/or reimburse expenses to the extent necessary to cap the Fund's Total Annual Fund Operating Expenses After Fee Waiver, including the underlying master portfolios' fees and expenses, and excluding certain other expenses at the amounts shown above. After this time, the cap may be increased or the commitment to maintain the cap may be terminated only with the approval of the Board of Trustees.

(9)Wells Fargo Advantage Dow Jones Target 2045 FundSM - Inst Cl: The Adviser has committed through June 30, 2013, to waive fees and/or reimburse expenses to the extent necessary to cap the Fund's Total Annual Fund Operating Expenses After Fee Waiver, including the underlying master portfolios' fees and expenses, and excluding certain other expenses at the amounts shown above. After this time, the cap may be increased or the commitment to maintain the cap may be terminated only with the approval of the Board of Trustees.

(10)Wells Fargo Advantage Dow Jones Target 2045 FundSM - Inst Cl: The Adviser has committed through June 30, 2013, to waive fees and/or reimburse expenses to the extent necessary to cap the Fund's Total Annual Fund Operating Expenses After Fee Waiver, including the underlying master portfolios' fees and expenses, and excluding certain other expenses at the amounts shown above. After this time, the cap may be increased or the commitment to maintain the cap may be terminated only with the approval of the Board of Trustees.

(11)Wells Fargo Advantage Dow Jones Target Today FundSM-Inst Cl: The Adviser has committed through June 30, 2013, to waive fees and/or reimburse expenses to the extent necessary to cap the Fund's Total Annual Fund Operating Expenses After Fee Waiver, including the underlying master portfolios' fees and expenses, and excluding certain other expenses at the amounts shown above. After this time, the cap may be increased or the commitment to maintain the cap may be terminated only with the approval of the Board of Trustees.

(12)Wells Fargo Advantage Dow Jones Target Today FundSM-Inst Cl: The Adviser has committed through June 30, 2013, to waive fees and/or reimburse expenses to the extent necessary to cap the Fund's Total Annual Fund Operating Expenses After Fee Waiver, including the underlying master portfolios' fees and expenses, and excluding certain other expenses at the amounts shown above. After this time, the cap may be increased or the commitment to maintain the cap may be terminated only with the approval of the Board of Trustees.

Additional Notes

(13)T. Rowe Price Capital Appreciation Fund: T. Rowe Price Associates, Inc. is required to permanently waive a portion of its management fee charged to the fund in an amount sufficient to fully offset any acquired fund fees and expenses related to investments in other T. Rowe Price mutual funds. The amount of the waiver will vary each fiscal year in proportion to the amount invested in other T. Rowe Price mutual funds. The T. Rowe Price funds would be required to seek regulatory approval in order to terminate this arrangement.

(14)The Vanguard 500 Index Fund - Signal Shares commenced operations on September 29, 2006. The Signal Shares has identical investment objectives and policies, the same portfolio manager, and invests in the same holdings as Admiral. The performance information above prior to September 29, 2006 is based upon the Admiral Class performance.

(15)AIM Mid Cap Core Equity Fund - Institutional Class: AIM Mid Cap Core Equity Fund - Institutional Class: Invesco Aim contractually agreed, through at least June 30, 2009, to waive the advisory fee payable by the fund in an amount equal to 100% of the net advisory fees Invesco Aim receives from the affiliated money market funds on investments by the fund of uninvested cash (excluding investments of cash collateral from securities lending) in such affiliated money market funds. This contractual waiver resulted in an aggregate reduction in advisory fees of 0.03% of Mid Cap Core Equity for the year ended December 31, 2008. Funds or their affiliates may pay compensation to ING affiliates offering a fund.

(16)The Vanguard Mid-Cap Index Fund - Signal Shares commenced operations on August 17, 2006. The Signal Shares has identical investment objectives and policies, the same portfolio manager, and invests in the same holdings as Admiral. The performance information above prior to August 17, 2006 is based upon the Admiral Class performance.

(17)The Vanguard Small-Cap Index Fund - Signal Shares commenced operations on December 15, 2006. The Signal Shares has identical investment objectives and policies, the same portfolio manager, and invests in the same holdings as Admiral. The performance information above prior to December 15, 2006 is based upon the Admiral Class performance.

(18)AllianzGI NFJ Small-Cap Value Fund - Institutional Class: Effective November 1, 2012, AGIFM has contractually agreed to observe, through October 31, 2013, (i) an irrevocable waiver of a portion of its advisory fees (together with administrative fees paid to AGIFM, a component of "Management Fees"), which reduces the 0.60% contractual fee rate by 0.025% on assets in excess of $3 billion, by an additional 0.025% on assets in excess of $4 billion and by an additional 0.025% on assets in excess of $5 billion, each based on the Fund's average daily net assets, and (ii) an irrevocable waiver of a portion of its administrative fees paid by Institutional and Administrative Class shares, which reduces the 0.30% contractual rate by 0.05% of the Fund's daily net assets attributable to the particular share class. An identical waiver arrangement was in place for the Fund during the whole of its 2011-2012 fiscal year.

(19)The Investment Option is neither a mutual fund nor part of a Separate Account. The returns listed do not include the impact of contract charges. Please refer to the contract or disclosure book to determine which Fixed Interest Options are available for your specific plan. The Investment Option is offered through ING Life and Insurance Annuity Company.

Investment Options are listed in asset class order, each of which has unique risk characteristics.

Separate Account charges may be lower for your account and a Maintenance Fee may or may not apply to your account. A DSC may or may not apply to your account.

The chart shows the performance for each investment option for the time periods shown.

Insurance products, annuities and funding agreements issued by ING Life Insurance and Annuity Company One Orange Way Windsor, CT 06095, (ILIAC), which is solely responsible for meeting its obligations. Plan administrative services provided by ILIAC or ING Institutional Plan Services, LLC. All companies are members of the ING family of companies. Securities are distributed by or offered through ING Financial Advisers, LLC (member SIPC) or other broker-dealers with which it has a selling agreement.

2.4 Proposed Mutual Fund Portfolio (existing 457(b) / 401(k) portfolio

(Proposer completes columns 2-6)

It is the desire of the City and the Defined Contribution Committee to utilize the existing portfolio available to plan participants in the 457 Deferred Compensation and 401(k) plans for the Retiree Health Savings Accounts. Please indicate if you are able to duplicate all or a portion of these mutual funds, identify the share class available, the expense ratio and any add-on fee required. Please see below for other fund options with your proposal.

CLASS OF ASSETS/FUND	Ticker	Expense	Add-On Fee	Total Expense to the Participant	Revenue to Recordkeeper
Money Market					
DWS Cash Account	See alternative fund below				
Index					
Vanguard® Developed Markets Index Fund - Admiral™ Shares	VDMAX	0.10%	0.20%	0.30%	0.20%
Vanguard Institutional Index	See alternative fund below				
Vanguard® Mid-Cap Index Fund - Signal® Shares	VMISX	0.10%	0.20%	0.30%	0.20%
Vanguard® Small-Cap Index Fund - Signal® Shares	VSISX	0.10%	0.20%	0.30%	0.20%
Vanguard® Total Bond Market Index Fund - Signal® Shares	VBTSX	0.10%	0.20%	0.30%	0.20%
Bond					
JPMorgan Government Bond Fund – Select Class Shares	HLGAX	0.49%	0.00%	0.49%	0.25%
PIMCO Total Return Fund - Institutional Class	PTTRX	0.46%	0.20%	0.66%	0.20%
Wells Fargo Advantage High Income	STYYX	0.51%	0.00%	0.51%	0.05%
Balanced					
Oakmark Equity & Income	See alternative fund below				
Large Cap Growth					
Fidelity Advisor New Insights Fund - Institutional Class	FINSX	0.74%	0.00%	0.74%	0.25%
T. Rowe Price New America Growth Fund	PRWAX	0.81%	0.00%	0.81%	0.15%

Large Cap Blend					
American Funds Fundamental InvestorsSM - Class R-6	RFNGX	0.31%	0.20%	0.51%	0.20%
Large Cap Value					
American Century Equity Income Fund - Institutional Class	ACIIX	0.75%	0.00%	0.75%	0.15%
BlackRock Equity Dividend Fund - Institutional Shares	MADVX	0.72%	0.00%	0.72%	0.25%
Mid Cap Growth					
Prudential Jennison Mid-Cap Growth Fund, Inc. - Class Z	PEGZX	0.76%	0.00%	0.76%	0.25%
Mid Cap Blend					
Invesco Mid Cap Core Equity Fund - Class R5	GTAVX	0.83%	0.00%	0.83%	0.35%
Mid Cap Value					
Perkins Mid Cap Value Fund - Class N Shares	JDPNX	0.58%	0.20%	0.78%	0.20%
Small Cap Growth					
JPMorgan Small Cap Equity Fund - Class R5 Shares	JSERX	0.81%	0.00%	0.81%	0.10%
Prudential Jennison Small Company Fund, Inc. - Class Z	PSCZX	0.87%	0.00%	0.87%	0.25%
Small Cap Value					
AllianzGI NFJ Small-Cap Value Fund - Institutional Class	PSVIX	0.79%	0.00%	0.79%	0.10%
Foreign Equity					
Invesco International Small Company	IEGIX	1.14%	0.00%	1.14%	0.35%
MFS® International Value Fund - Class R5	MINJX	0.86%	0.20%	1.06%	0.20%
Developing/Emerging Markets					
Oppenheimer Developing Markets Fund - Class I	ODVIX	0.88%	0.20%	1.08%	0.20%
Global / World Equity					
American Funds Capital World Growth and Income FundSM - R-6	RWIGX	0.45%	0.20%	0.65%	0.20%
Specialty					
Eaton Vance Worldwide Health Science	EIHSX	1.16%	0.20%	1.36%	0.20%
Invesco Real Estate Fund - Class R5	IARIX	0.86%	0.00%	0.86%	0.10%
Prudential Jennison Natural Resources Fund, Inc. - Class Z	PNRZX	0.89%	0.00%	0.89%	0.25%

Waddell & Reed Science & Technology	See alternative fund below				
Asset Allocation					
Wells Fargo Advantage Dow Jones Target Today FundSM-Inst Cl	WOTDX	0.45%	0.20%	0.65%	0.20%
Wells Fargo Advantage Dow Jones Target 2015 FundSM - Inst Cl	WFSCX	0.49%	0.20%	0.69%	0.20%
Wells Fargo Advantage Dow Jones Target 2025 FundSM - Inst Cl	WFTYX	0.50%	0.20%	0.70%	0.20%
Wells Fargo Advantage Dow Jones Target 2035 FundSM - Inst Cl	WFQRX	0.52%	0.20%	0.72%	0.20%
Wells Fargo Advantage Dow Jones Target 2045 FundSM - Inst Cl	WFQPX	0.52%	0.20%	0.72%	0.20%

If there is a fund family that you cannot contract with for recordkeeping you may offer an alternative. Please clearly include the name, ticker symbol, expense, revenue and reason for the requested change. However, the decision to use that fund remains with the client. Insert additional rows if necessary.

Alternative Funds	Reason For The Requested Change	Ticker	Expense	Add-On Fee	Total Expense to the Participant
Bonds					
Vanguard® 500 Index Fund - Signal® Shares	Adjusted the share class based on the level of assets to comply with Vanguard's required minimums.	VIFSX	0.05%	0.20%	0.25%
Balanced					
T. Rowe Price Capital Appreciation Fund	ING is not able to comply with Oakmark's strict redemption fee policy.	PRWCX	0.72%	0.00%	0.72%
Specialty					
Ivy Science and Technology Fund - Class I	Waddell & Reed funds are only sold through Advisor	ISTIX	1.06%	0.00%	1.06%

	networks.				
ING Fixed Account	The ING RHA product does not allow for the use of a money market fund within a plan's fund menu because a money market fund is used as a cash holding account for operational recordkeeping purposes. It should be noted that the ING Fixed Account will offer a superior yield to any money market fund in today's interest rate environment				

Greene, Michael

From: Holgate, G. (Gregg) <Gregg.Holgate@us.ing.com>
Sent: Friday, May 24, 2013 11:42 AM
To: Greene, Michael; Gruenberg, G. (Gavin)
Cc: 'billtugaw@sstbenefits.com' (billtugaw@sstbenefits.com); 'Chuck Sklader' (chucksklader@sstbenefits.com); Hart, Jerry; Soller, Lynna
Subject: ING Response Best and Final Request to RFP 13-128
Attachments: City of Tempe.zip; City of Tempe HRA --- Best and Final Offer.doc

Michael –

Attached please find our responses to your request. We stand ready to provide any additional information upon request.

Gregg Holgate | National Vice President | ING Retirement Services
1475 Dunwoody Drive, West Chester, PA 19380 | (610) 425-3749 |(484) 885-7882 (cell) | Gregg.Holgate@us.ing.com
ING. Your future. Made easier.℠

Registered Representative of ING Financial Advisers, LLC
ING Financial Advisers, LLC (member SIPC)

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ING

Gregg Holgate
National Vice President – Business Development
1475 Dunwoody Drive
West Chester, PA 19380
Tel: (610) 425-3749
Fax: (860)-580-0192
Gregg.Holgate@us.ing.com

April 5, 2013

Michael Greene, Central Services Administrator
City of Tempe
Second Floor
20 East Sixth Street
Tempe, Arizona 85281

Re: Request for Proposal #13-128 for Retiree Health Savings Plan for the City of Tempe

Dear Mr. Greene:

ING Life Insurance and Annuity Company (ING), in collaboration with Genesis Employee Benefits, Inc. (Genesis), is pleased to respond to the Request for Proposal for the Retiree Health Savings Plan for the City of Tempe (the "City").

ING is an industry leading provider of retirement programs for employers, providing a combination of value added services to plan sponsors and participants that leverages our expertise and local service presence. A recent defined contribution plan survey in *Pensions & Investments* ranked ING as number two (2) for total number of plan sponsors, number three (3) for total number of participants, and number five (5) for total defined contribution assets recordkept.*

However, these numbers only tell part of the story. Partnering with plan sponsors like the City of Tempe to enhance and promote their plans is the key to ING's approach. It's a strategy that works for ING and our plan sponsors as evidenced by our Tax-Exempt Markets average client tenure of more than 20 years.

Competitive Product Solution
ING is proposing its fully integrated Health Reserve Account (HRA) offered in conjunction with Genesis for the City's Retiree Health Savings Plan. Genesis is a leading third party administrator providing progressive health care savings and reimbursement services to public sector organizations. ING's association with Genesis will provide a world-class solution for the City's Retirement Health Savings Plan, including:

- An open architecture mutual fund offering coupled with the ING Fixed Account, a portfolio rate fixed investment option with a competitive guaranteed minimum crediting rate
- Local participant communication and education services provided by ING representatives
- Comprehensive claims review services
- Plan sponsor reporting
- On-demand, online participant statements, interactive web, mobile account access and claims submission, and toll-free phone access

In addition to our industry-leading solution, we have substantial experience in managing Optum conversions and have successfully deployed a timely, accurate and easy transition program, including a fast-track system-to-system transition. We will also retain your current trust and plan documents as well as your current investment lineup while transitioning your administrative services to our platform.

Thank you for your consideration of ING. We look forward to the opportunity to work with you and your employees to provide creative solutions and assist with their retirement needs.

I certify that I am authorized to bind ING to the terms and conditions of the Request for Proposal. Please contact myself, or Gavin Gruenberg, Vice President – Tax Exempt Markets, at (909) 798-3250 if you have any questions or require additional information.

Sincerely,

Gregg Holgate, National Vice President, Business Development

cc: Gavin Gruenberg, Vice President, Tax Exempt Markets
Gary Robinson, Business Development Executive, Genesis Employee Benefits, Inc.

**As published by Pensions and Investments Special Report of Top DC Recordkeepers as of March 4, 2013 (based on September, 2012 data)*

Securities offered through ING Financial Advisers, LLC (Member SIPC) or other broker-dealers who have an agreement with the Company. Insurance products offered by ING Life Insurance and Annuity Company. These companies are wholly owned, indirect subsidiaries of ING Groep, N.V.

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City of Tempe

Request for Proposal – Retiree Health Savings Plan

Issue Date: March 12, 2013

Section 1: General Information

The section below is to be completed by all proposers:

1.1 General Information	
Legal Name	ING Life Insurance and Annuity Company (ILIAC)
Street Address	One Orange Way
City/State/Zip	Windsor, CT 06095
Telephone/Fax	(781) 796-9272 / (612) 467-8523
E-mail Address	Marlene.Oien@us.ing.com
Internet address	www.ingretirementplans.com

Mailing address if different from above:

Street Address	One Orange Way
City/State/Zip	Windsor, CT 06095

Form of Organization	Corporation

F.E.I.N.	71-0294708

1.1 General Information	
Legal Name	Genesis Employee Benefits, Inc.
Street Address	8000 West 78th Street, Suite 320
City/State/Zip	Minneapolis, MN 55439-2506
Telephone/Fax	(952) 653-4400
E-mail Address	grobinson@genesisbenefits.net
Internet address	www.genesisbenefits.net

Street Address	8000 West 78th Street, Suite 320
City/State/Zip	Minneapolis, MN 55439-2506

Primary Contact Name	Gregg Holgate, National Vice President - Business Development
Street Address	1475 Dunwoody Drive
City/State/Zip	West Chester, PA 19380-1478
Telephone/Fax	(610) 425-3749 / (860) 580-0192
e-mail Address	Gregg.Holgate@us.ing.com

1.A. Is your firm owned by or affiliated with any other organization(s), involved directly or indirectly in any area or aspect of insurance or reinsurance?	YES (x) ILIAC	NO (x) Genesis
1.B. If yes, identify organization and relationship.	ILIAC is a wholly owned indirect subsidiary of ING Groep, N.V. and the primary ING entity responsible for providing services to defined contribution plans.	
2. Please identify other names used within the past five years.	ING has been under its present business name since	

	December 2000. Genesis has not been identified under any other name in the past five years.	
3. How long has your organization been providing administration, sales and / or servicing of Retiree Health Savings (RHS) plans?	ING began offering an RHS product in 2005, and is an industry leader in retirement services. Genesis has been offering RHS services since 2000.	
4. How long has your organization been providing sales and / or servicing of defined contribution retirement plans?	ING has been providing sales and servicing for retirement plans since 1967. Genesis has been proving RHS services since 2002.	
5. Is special licensing required for sales, marketing and / or servicing of your Retiree Health Savings plans? If yes, explain.	YES (x) NO ( ) ING's RHS product utilizes an insurance company separate account structure; therefore, our on-site plan representatives must hold the appropriate state insurance license. Additionally, while not a regulatory requirement associated with our product structure, ING also requires our on-site plan representatives hold Financial Industry Regulatory Authority (FINRA) Series 6 and 63 licenses at a minimum, while most of our representatives hold more advanced FINRA licenses such as Series 7, 65 and/or 66.	
6. Is there any litigation, in the past (10 years) or pending, against your organization, sub-contractors, or on-site service representatives resulting from any of the organizations' or representatives' current or past involvement with any retiree health insurance, deferred compensation, defined contribution, or public/private pension plan?	YES (x) (ING) Please refer to Appendix A for the complete response on a separate sheet	NO (x) (Genesis)
7. Has your organization, sub-contractors, or on-site service representatives been cited or reprimanded by any regulatory agency within the past 10 years?	YES (x) (ING) Please refer to Appendix B for our response..	NO (x) (Genesis)
8. Are your on-site representatives, or other employees of your organization or of a sub-contractor, who provide direct services to City of Tempe compensated on an annual salary basis, commission or other? Please describe.	Compensation will be salary based as well as tied to growth in the plan.	
9. Please acknowledge your acceptance of Submission Requirements with your signature and date. If you do not accept any of the Submission Requirements, please	YES (x) No ( )	

identify what requirement and the reason for non-acceptance.	Signature: Date: April 8, 2013
10. A copy of the City of Tempe Defined Contribution Investment Policy has been provided to you. Do you agree with this policy? If not, what changes do you recommend?	YES (x) NO ( )
11. Will you adhere to the standards and criteria stated in the Investment Policy?	YES (x) NO ( )
12. Has there been any reduction in your overall workforce within the Company this past year? If so, please specify.	In August, 2012 ING U.S. transferred the employment of just over 1,000 of its employees to Cognizant, a Fortune 500 company recognized for its best practices and core competencies in the field of business processing. This initiative will impact certain ING U.S. employees in our operations and business processing functions in Minot, ND and in Des Moines, IA. Employees involved in the servicing of plans funded by ILIAC products or programs, such as City of Tempe's (the City) plan, are generally not affected by this initiative.

Submission Requirements / Minimum Qualifications

Below are the minimum requirements expected of all respondents. For each requirement, confirm your firm's ability to comply with the requirement fully. If your response to any requirement is "No" please explain the reason you are unable to meet the requirement.

1.2 Submission Requirements / Minimum Qualifications	Compliance
1. Are you willing to sign a contract for a period of five (5) years with the ability by City on behalf of Tempe to extend the contract under the same conditions up to an additional two (2) year period?	Yes (x) No ( )
2. Does your firm currently provide comprehensive RHS Plan services to at least two (2) public sector employers, with a minimum in each plan of $10 million? If yes, please identify.	Yes (x) No ( ) County of San Bernardino, CA REBA VEBA
3. Do you agree not to amend, revise or alter your proposal after April 9, 2013, unless formally requested to do so by the City in writing? (All key or critical information or exceptions must be contained within the Primary or Secondary Criteria grids or referenced within those grids.)	Yes (x) No ( )
4. Is the person who signed the proposal a representative of the organization who can commit the organization (and any sub-contractors or on-site service representatives) to the proposal submitted for the period of the contract (including any extensions) and does this person agree that the initial RFP proposal and subsequent proposal modifications (in Finalist meetings and Best and Final Offer) will represent the controlling document for confirming proposed services?	Yes (x) No ( ) We have partnered with Genesis Employee Benefits (Genesis); a leading administrator of public sector VEBA funded HRAs, which represent their core expertise, performing all administration, client service, and participant support in-house on systems built specifically to administer public sector VEBA funded HRAs, and currently serving hundreds of customers in 29 states. For a fully bundled solution that alleviates the plan administrative burden, Genesis provides seamless investment record keeping and claims administration services while ING offers investment management and trust services and unparalleled local support and guidance for you and your participants.
5. Will you comply with all applicable laws and regulations including the Small Business Job Protection Act of 1996, Economic Growth and Tax Relief Reconciliation Act of 2001, Pension Protection Act of 2006, American Taxpayer Relief Act of 2012 and all Treasury, Department of Labor, Securities Exchange Commission (or other Federal and State Authority) regulations?	Yes (x) No ( )
6. For any proposed sub-contractors, are you as the Respondent willing to commit that	Yes (x) No ( )

your organization has primary responsibility for providing services and will be solely responsible for Performance Standards / Guarantees assuring that all proposed services are delivered? For all sub-contractors, on a separate page, list all the sub-contractors and describe services to be performed by each sub-contractor	
7. Will you pay all participant distributions, including termination distributions, installment payments and withdrawals; prepare and distribute to participants all required IRS Forms; and prepare and file all reports as required under applicable requirements and State and Federal law?	Yes (x) No ( )
8. Will you maintain records of each participant's mix of investments and update these records from hard copy requests as well as from requests made by participants via an interactive telephone system / e-mail? /	Yes (x) No ( ) Electronic methods supported are requests made through the Customer Service Center (CSC), either with a representative or through the automated line, or through the Participant Website. Hard copy requests for investment changes are not supported.
9. Will you provide safety systems for maintenance of records including: a) Disaster recovery within twenty-four (24) hours? b) Off-site storage for backup files? c) On-line access for committee authorized staff? d) The maintenance of policies, procedures, and safeguards to ensure the security of participant data, including, but not limited to, the protection of "remote" information? (Remote information referring to information that may be accessed remotely or which is physically transported outside of the organization's offices whether on removable media or on such devices as laptop computers or PDAs)?	 Yes (x) No ( ) Yes (x) No ( ) Yes (x) No ( ) Yes (x) No ( )
10. Do you comply with Arizona Privacy laws?	Yes (x) No ( )
11. Will you be liable and solely responsible for any processing errors of the provider or its agents? (e.g. in the event of a participant's loss of interest, dividend or principal, due to you or your agent's error will you agree to put the participant in the same position as if the process error had not occurred?)	Yes (x) No ( )
12. Will you provide access, with reasonable notice, to parties authorized by the City for the purpose of performing any audit or reviews that are deemed necessary?	Yes (x) No ( )
13. Will you provide an annual independent audit (SSAE 16) by a nationally recognized certified public accounting firm?	Yes (x) No ( )
14. Will you provide daily valuation of all investment products and daily transfer privileges for all participants with appropriate reconciliation?	Yes (x) No ( )
15. Will you provide quarterly statements to participants by the 10th business day following the end of the quarter that provide detailed information on the participants' investment mix and all relevant activities including but not limited to: a) summary of all transactions? b) date of transactions? c) dollar amount of transactions? d) total shares from transactions? e) net asset value at the time of transactions? f) beginning and ending balances and appreciation/depreciation?	Yes (x*) No ( ) *Quarterly statements will be available online via the Participant Website. Year-end statements will be available online and will also be delivered via U.S. Mail.
16. Will you provide, on a prospective basis, plan-to-plan transfers, lump sum distributions and other transfers /distributions as may be allowed now or by future legislation without financial cost or penalty to plan participants or the committee?	Yes (x) No ( )
17. Although ERISA is not applicable to public sector plans, will you comply with the communication and education requirements of subdivision (c) of Section 1104 of Title 29 of the United States Code, commonly referred to as Section 404(c), as a means of assuring that the committee meets its fiduciary responsibilities?	Yes (x) No ( )

18. Do you agree that any change to the RFP formulas in the financial grids without prior written authorization by the City on behalf of Tempe may result in your immediate disqualification?	Yes (x) No ( )

PRIMARY SELECTION CRITERIA

Section 2: PRIMARY CRITERIA

2.1 RHS Administration Fees / Charges	
Identify all charges and expenses of propose administration. List following charges and expenses as appropriate: a) one time charge, b) per-participant charge, or c) other – be specific	Please note: ING is not able to accept procurement card payments.
A. Implementation	
1. Set-up Charges	ING – Included Genesis – Included
2. Non-Claims Active Employees / Participant	Genesis - $2.25 per participant per month
3. Claims Active Participant	Genesis $6.00 per participant per month
4. Trust Fees	ING – Included
5. Trade Settlement Transaction Fees	Genesis – 0.05% quarterly shareholder servicing fee
6. Mutual Fund Operating Expense	ING – Included
7. Dedicated Implementation Support	ING – Included Genesis – Included
8. Ongoing Dedicated Account Management	ING – Included Genesis – Included
9. Other Implementation – Please be specific	ING – Included Genesis – Included
B. Enrollment	
1. Paper Enrollment	ING – Included Genesis – Included
2. Electronic Enrollment	ING – Included Genesis – Included
3. Employee Meetings / Benefit Fairs	ING – Included Genesis – four annual onsite meetings included
4. Employee Post-Enrollment Welcome Kit	ING – Included Genesis – Included
5. Other Enrollment – Please be specific	Not applicable
C. Customer Service	
1. Toll Free Number	Genesis – Included
2. Account Manager assigned to participants and the City.	ING – Included Genesis provides a dedicated client service specialist to the City and a progressive call center for participant service
3. Other Customer Service – Please be specific	Genesis - Online Chat included
D. Reporting	
1. Employee Statement – On-Line	Genesis – Included
2. Employee Statement - Paper	Genesis - $0.00 for an annual mailed statement and $1.00 per additional quarterly statement mailed via US Mail
3. Standard Employer Plan Performance Statement	
4. Non-Standard Custom Reporting and Tracking	ING – Included Genesis – Included
5. Other Reporting – Please be specific	ING – Included Genesis – Included
E. Compliance	
1. Plan Document	ING – Included Genesis – Included Genesis - $250 for client requested amendments. Genesis will maintain the documents for required regulatory and legislative changes without a fee.
2. Adoption Agreement	Genesis – Included
3. 990 Preparation	Genesis – Included
4. Non-Discrimination Testing	Genesis - $500 per test
5. Other Compliance – Please be specific	ING – Included Genesis - $200 SBC preparation
F. Expense Administration	
1. Prompt reimbursement by check or direct	Genesis – Included

deposit	
2. Receipt request process	Genesis – Included
3. Procedure for handling exceptions, i.e. expense cannot be substantiated	Genesis – Included
4. Other Expense Administration– Please be specific	Not applicable
G. Transactional Processing	
1. Monthly recurring claims / one time substantiation	Genesis – Included
2. Manual substantiation with receipts	Genesis – Included
3. Auto-substantiation with electronic batch file exchanges	Genesis – Included
4. Other Transaction Processing – Please be specific	Not applicable
H. Technology Platform and On-Line Capability	
1. Electronic imaging of claims	Genesis – Included
2. Manual claims substantiation	Genesis – Included
3. Electronic claims substantiation	Genesis – Included
4. Claims substantiation status / explanation	Genesis – Included
5. HRA balance and transaction history	Genesis – Included
6. Calculators and consumer support tools	Genesis – Included
7. Employer administration and plan maintenance – adding new hires, terminations, and status updates	Genesis – Included
8. Other Technology– Please be specific	Genesis – Mobile applications included
I. Other administration fees / charges – be specific	For a complete listing of Genesis' fees, please refer to Appendix C.

deposit	
2. Receipt request process	Genesis – Included
3. Procedure for handling exceptions, i.e. expense cannot be substantiated	Genesis – Included
4. Other Expense Administration– Please be specific	Not applicable
G. Transactional Processing	
1. Monthly recurring claims / one time substantiation	Genesis – Included
2. Manual substantiation with receipts	Genesis – Included
3. Auto-substantiation with electronic batch file exchanges	Genesis – Included
4. Other Transaction Processing – Please be specific	Not applicable
H. Technology Platform and On-Line Capability	
1. Electronic imaging of claims	Genesis – Included
2. Manual claims substantiation	Genesis – Included
3. Electronic claims substantiation	Genesis – Included
4. Claims substantiation status / explanation	Genesis – Included
5. HRA balance and transaction history	Genesis – Included
6. Calculators and consumer support tools	Genesis – Included
7. Employer administration and plan maintenance – adding new hires, terminations, and status updates	Genesis – Included
8. Other Technology– Please be specific	Genesis – Mobile applications included
I. Other administration fees / charges – be specific	For a complete listing of Genesis' fees, please refer to Appendix C.

2.2 Fixed Income Product

A. Background	
1. Description, e.g., General Account, Pooled Stable Value, Customized Stable Value, etc.	ILIAC's general account asset portfolio represents a well-diversified portfolio, consisting primarily of treasuries, U.S. government securities, corporate bonds, mortgage-backed securities, asset-backed securities, commercial mortgages, private placements and short term investments. For additional information, please refer to the Portfolio Update for a composition of ILIAC's general account as of September 30, 2012. Information on ILIAC's general account investments was provided in the company's third quarter 2012 quarterly report on Form 10-Q (pages 13-32 and 64-80) filed with the SEC. Links to the SEC filing are provided below. Values provided in the third quarter 2012 Form 10-Q were as of September 30, 2012, and ILIAC is not obligated and does not intend to update such information prior to its regular quarterly financial reporting. http://sec.gov/Archives/edgar/data/837010/000083701012000135/iliac2012q3report.htm http://ing.us/about-ing/company-overview/financial-reports
2. How long has your company managed this account?	The ILIAC General Account which supports the guarantees for our RHS ING Fixed Account was established in 1966.
3. How is interest credited, i.e., portfolio or new money/old money?	Interest is credited using the portfolio method. All money on deposit is credited at the current rate of interest regardless of the year(s) in which the contributions were made. No adjustment is made to the net asset value when interest rates are changed.
4. What is the proposed interest rate? Is this rate guaranteed, if yes, for what period? Is the rate composed of a base rate and a bonus rate? If yes, please identify each as a component of the rate. For what period is the bonus rate guaranteed?	The current credited rate for the RHS ING Fixed Account is 1.65% and not less than 1.50% through December 31, 2013 and a lifetime minimum guaranteed rate of no less than 1.00%.
5. Please provide a quarterly chart of interest rates for the past five years, (if new money/old money applies show both.	

04/01/2013	1.65%
01/01/2013	1.65%
10/01/2012	1.90%
07/01/2012	1.90%
04/01/2012	1.90%
01/01/2012	1.90%
10/01/2011	2.25%
07/01/2011	2.25%
04/01/2011	2.25%
01/01/2011	2.25%
10/01/2010	2.40%
07/01/2010	2.40%
04/01/2010	2.40%
01/01/2010	2.40%

	10/01/2009 2.40% 07/01/2009 2.40% 04/01/2009 2.40% 01/01/2009 2.40% 10/01/2008 3.15% 07/01/2008 3.15% 04/01/2008 3.15% 01/01/2008 3.15%
6. If proposing an existing interest bearing account, provide the current (December 31, 2012) book value.	**Ratio, Market-to-Book Value** The ILIAC contract provides that all withdrawals are paid at contract (book) value, either in a lump sum or in installments. **September 30, 2012** For your information, ILIAC's Form 10-K as of 9/30/2012 sets forth summary information regarding the amortized cost and fair value of fixed maturity securities in ILIAC's general account. At that date, the amortized cost of fixed maturity securities was $17,840.9M and the fair value of fixed maturity securities was $20,105.0M (source: page 4 of ILIAC 9/30/12 10-Q). This excludes $4,911.6M of fair value securities held in mortgage loans, equity, limited partnership, and $584.2M of fixed maturity securities at fair value using the fair value option, which are not considered part of the fixed maturity securities above and are only reported at fair value in the ILIAC Form 10-Q.
7. If proposing an existing interest bearing account, provide the current (December 31, 2012) market value.	Please refer to Appendix D for the Portfolio Update. As of 9/30/12, the general account market value of invested assets was $25.6 billion, which back both the general account and surplus of ILIAC.
B. Features	
1. List any restriction regarding transferability of funds into and out of the fund, (please indicate if they apply to an individual's account or the total account initiated by the City).	In general, transfers out of the ING Fixed Account may be made at any time unless your plan includes a competing investment option (any option that includes a direct or indirect guarantee of investment performance). If a competing investment option exists, then transfers and certain withdrawals are allowed from the contract's account provided: • An ING Fixed Account transfer is not directed into a competing investment option; • A transfer into a competing investment option from any non-competing investment option has not occurred within 90 calendar days; and • A partial surrender has not occurred within 90 calendar days (note that a withdrawal for the reimbursement of qualified medical expenses is not considered a partial surrender).
2. At any time does an MVA apply to either the	Not applicable.

d. Identify the credit rating agency.	Our current ratings are as follows: A.M. Best: A; Standard & Poor's: A-; Moody's: A3; Fitch: A-.
e. Provide a breakdown of credit quality by percentage.	As of September 30, 2012 and December 31, 2011, the average quality rating of our fixed maturities portfolio was A. Ratings are derived from three ARO ratings and are applied as follows based on the number of agency rating received: • when three ratings are received then the middle rating is applied • when two ratings are received then the lower rating is applied • when a single rating is received, the ARO rating is applied; and • when ratings are unavailable then an internal rating is applied. Source: Compiled from information included in the ILIAC Form 10-Q as of 09/30/2012, page 65.
5. Breakout each sector of investments composing the proposed portfolio into the following:	**Sector Allocations (1): % of Assets** U.S. Corporate Securities 40% Foreign Securities 21% Mortgage Loans on Real Estate 11% Residential Mortgage-Backed Securities 10% U.S. Treasury, Agencies, & Municipalities 6% Commercial Mortgage-Backed Securities 3% Short-Term Investments 1% Derivatives 2% Other Asset-Backed Securities 2% Dutch State Obligation 1% Limited Partnerships/ Corporations 1% Policy Loans 1% Equity Securities 1% Total 100% (1) Total invested assets exclude due and accrued investment income, real estate, and loans to affiliates. Source: Compiled from information included in the ILIAC Form 10-Q as of 9/30/2012, pages 4 and 13.
a. Cash	See above.
b. Government	See above.
c. Public Corporate	See above.
d. Mortgage Backed Securities (in addition, what are the percentage that are Agency and Non-Agency and what percentage are vintages 2006 and 2007?)	See above.
e. Private Placement	See above.
f. Mortgages	See above.
g. Real Estate	See above.
h. Equity	See above.
i. Asset Backed Securities	See above.
j. If Guaranteed Investment Contracts (GICs) are a part of the composition, list the issuers and	Not applicable.

their credit rating and credit rating agency.	
k. Other	Not applicable.
6. If you are offering a pooled account please indicate the percentage of assets in the account that belong to the largest 5 employers.	Not applicable.
7. Does a guaranteed minimum rate apply, if yes, what is it?	Not applicable.
8. What benchmark is used to evaluate the performance of the proposed interest bearing account?	Not applicable.

2.3 Mutual Fund Fee / Charges Disclosure	
A. Identify all charges and expenses of propose investment options. List following charges and expenses as: a) percent of each dollar deposited, b) percent of assets managed, or c) per-participant charge.	Please refer to Appendix E for a list of fund fees and expenses.
1. Acquisition charges, (i.e. commissions, loads, and similar expenses).	None.
2. Marketing charges, (i.e. 12b-1 fees and similar expenses).	Please refer to Appendix E for a list of fund fees and expenses.
3. Investment management fees and similar operating expenses.	Please refer to Appendix E for a list of fund fees and expenses.
4. Contact charges and similar operating expenses.	None.
5. Surrender charges, (i.e. charges to liquidate or transfer assets). Also identify any proposed investments that have redemption fees.	None.
6. If your proposal includes surrender charges, please indicate clearly under what situations charges apply.	Not Applicable.
7. What is the net revenue, in terms of expense, e.g., 0.15%, your company requires annually for this proposed client.	ING requires 0.35% revenue from the variable investment options; the proposed fund menu yields 0.34%. However, we will not charge an additional asset based fee of 0.01% to gross revenue up to 0.35% at the contract start date. We will evaluate pricing at each contract anniversary to see if our revenue requirement can be adjusted. Genesis requires a separate asset based fee of 0.20%. Genesis's asset based fee will be charged quarterly at 0.05% in addition to the monthly fixed administration fees, which are as follows: • Claim inactive: $2.25 per month • Claim active: $6.00 per month
8. Please breakdown the percentage earned from the mutual fund portfolio and from the fixed interest account (if any).	0.34% revenue from the mutual fund portfolio 0.44% service fee on the ING Fixed Account
9. Other – identify and explain	None.
10. Recap – please summarize all sources of revenue and the total the revenue required.	
a. Mutual Funds	ING - 0.34% (revenue sharing from mutual funds) Genesis – 0.20% (asset based fee)
b. Fixed Interest Account	ING - Not applicable Genesis – 0.20% (asset based fee)
c. SDBA	Not applicable
d. Add-On Fee	$0.00
e. Other	Claims administration fees: • Claim inactive participant: $2.25 per month

	• Claim active participant: $6.00 per month
f. TOTAL of 13a, 13b, 13c, 13d, and 13e	ING: 0.34% revenue sharing derived from the mutual funds. Genesis: 0.20% asset based fee from plan assets. Charged quarterly at 0.05% in addition to the monthly fixed administration fees, which are as follows: • Claim inactive: $2.25 per month • Claim active: $6.00 per month
B. Describe what restrictions, if any, apply to:	
1. Intra-fund transfers.	There are no participant level restrictions on transfers other than an industry standard equity wash provision which applies to competing investment options, if any. The proposed menu does not include any competing options so the equity wash provision is currently not applicable. Transfers/exchanges can be made without restriction provided the transfers/exchanges comply with ING's Excessive Trading Policy. Please refer to Appendix F for a copy of ING's Excessive Trading Policy.
2. Transfer to other investment vendor	There are no restrictions at the participant level unless specified by the plan document.
3. Plan termination	If the plan sponsor requests a full withdrawal of plan assets with ING, the account balances of the mutual funds held in the custodial or trust account will be paid based on plan sponsor direction.
4. Payout to participant	Typically, an industry standard equity wash provision applies and when it does, participant benefit withdrawals from the ING Fixed Account, or any other investment option offered in the ING Program, are allowed at any time. Benefits are payments for qualified medical expenses made under the terms of the plan and as allowed by the Internal Revenue Code (IRC) under IRC § 213(d). Non-benefit withdrawals cannot be made from the ING Fixed Account or the variable investment options under the contract per IRC rules.
5. Other	None.
C. Describe all record-keeping fees. Provide a sample record-keeping service contract.	All fees have been disclosed.
D. Describe any fees or charges, if any, not covered above.	All fees have been disclosed.
E. Highlight any fees or charges listed above which are different from your standard fees.	None.
F. How many intra-fund transfers are permitted annually without charges or expenses incurred to participants?	There is no limit on the number of intra-fund transfers per year and thus there is no applicable fee. An industry standard Excessive Trading Policy does apply to transfers under the plan.

G. Describe your program to prevent participants from market timing activities.	ING has adopted an Excessive Trading Policy to respond to the demands of the various fund families which make their funds available through our variable insurance and retirement products to restrict excessive fund trading activity and to ensure compliance with Section 22c-2 of the Investment Company Act of 1940, as amended.

2.4 Proposed Mutual Fund Portfolio (existing 457(b) / 401(k) portfolio

(Proposer completes columns 2-6)

It is the desire of the City and the Defined Contribution Committee to utilize the existing portfolio available to plan participants in the 457 Deferred Compensation and 401(k) plans for the Retiree Health Savings Accounts. Please indicate if you are able to duplicate all or a portion of these mutual funds, identify the share class available, the expense ratio and any add-on fee required. Please see below for other fund options with your proposal.

CLASS OF ASSETS/FUND	Ticker	Expense	Add-On Fee	Total Expense to the Participant	Revenue to Recordkeeper
Money Market					
DWS Cash Account	See alternative fund below				
Index					
Vanguard Developed Markets Index	VDMAX	0.12%	0.00%	0.12%	0.00%
Vanguard Institutional Index	VINIX	0.04%	0.00%	0.04%	0.00%
Vanguard Mid Cap Index	VMISX	0.10%	0.00%	0.10%	0.00%
Vanguard Small Cap Index	VSISX	0.10%	0.00%	0.10%	0.00%
Vanguard Total Bond Market Index	VBTSX	0.10%	0.00%	0.10%	0.00%
Bond					
JPMorgan Government Bond Select	HLGAX	0.49%	0.00%	0.49%	0.25%
PIMCO Total Return	PTRAX	0.71%	0.00%	0.71%	0.25%
Wells Fargo Advantage High Income	STHYX	0.50%	0.00%	0.50%	0.45%
Balanced					
Oakmark Equity & Income	See alternative fund below				
Large Cap Growth					
Fidelity Advisor New Insights	FNIAX	1.08%	0.00%	1.08%	0.30%
T. Rowe Price New America Growth	PRWAX	0.81%	0.00%	0.81%	0.15%
Large Cap Blend					
American Funds Fundamental Investors	RFNEX	0.66%	0.00%	0.66%	0.35%
Large Cap Value					
American Century Equity Income	TWEIX	0.95%	0.00%	0.95%	0.35%
BlackRock Equity Dividend	MADVX	0.72%	0.00%	0.72%	0.25%

Mid Cap Growth					
Prudential Jennison Mid Cap Growth	PEEAX	1.06%	0.00%	1.06%	0.50%
Mid Cap Blend					
Invesco Mid Cap Core Equity	GTAVX	0.82%	0.00%	0.82%	0.35%
Mid Cap Value					
Perkins Mid Cap Value	JMCVX	0.84%	0.00%	0.84%	0.25%
Small Cap Growth					
JPMorgan Small Cap Equity	VSEIX	1.01%	0.00%	1.01%	0.25%
Prudential Jennison Small Company	PGOAX	1.17%	0.00%	1.17%	0.50%
Small Cap Value					
Allianz NFJ Small-Cap Value	PVADX	1.04%	0.00%	1.04%	0.35%
Foreign Equity					
Invesco International Small Company	IEGAX	1.21%	0.00%	1.21%	0.35%
MFS International Value					
Developing/Emerging Markets					
Oppenheimer Developing Markets	ODMAX	1.36%	0.00%	1.36%	0.25%
Global / World Equity					
American Funds Capital Work Growth & Income	RWIEX	0.80%	0.00%	0.80%	0.35%
Specialty					
Eaton Vance Worldwide Health Science	ETHSX	1.15%	0.00%	1.15%	0.50%
Invesco Real Estate	IARIX	0.86%	0.00%	0.86%	0.10%
Prudential Jennison Natural Resources	PGNAX	1.19%	0.00%	1.19%	0.50%
Waddell & Reed Science & Technology	See alternative fund below				
Asset Allocation					
Wells Fargo Advantage DJ Target Today	WFLOX	0.80%	0.00%	0.80%	0.35%
Wells Fargo Advantage DJ Target 2015	WFFFX	0.84%	0.00%	0.84%	0.35%
Wells Fargo Advantage DJ Target 2025	WFTRX	0.85%	0.00%	0.85%	0.35%
Wells Fargo Advantage DJ Target 2035	WFQWX	0.87%	0.00%	0.87%	0.35%
Wells Fargo Advantage DJ Target 2045	WFQYX	0.87%	0.00%	0.87%	0.35%

If there is a fund family that you cannot contract with for recordkeeping you may offer an alternative. Please clearly include the name, ticker symbol, expense, revenue and reason for the requested change. However, the decision to use that fund remains with the client. Insert additional rows if necessary.

Alternative Funds	Reason For The Requested Change	Ticker	Expense	Add-On Fee	Total Expense to the Participant
Balanced					
T. Rowe Price Capital Appreciation Fund	ING is not able to comply with Oakmark's strict redemption fee policy.	PRWCX	0.72%	0.00%	0.72%
Specialty					
T. Rowe Price Science and Technology Fund	Waddell & Reed funds are only sold through Advisor networks.	PRSCX	0.90%	0.00%	0.90%
ING Fixed Account	The ING RHS product does not allow for the use of a money market fund within a plan's fund menu because a money market fund is used as a cash holding account for operational recordkeeping purposes. It should be noted that the ING Fixed Account will offer a superior yield to any money market fund in today's interest rate environment				

Section 3: Record-keeping Services

3.1 Record-keeping Services	
A. Description of Record-keeping Services.	
1. Is it a proprietary or leased system?	We utilize a customized investment recordkeeping system leased from Schwab Retirement Technologies that is integrated with our claims processing system utilizing proprietary middleware applications developed by Genesis.
2. How long has it been in place?	Genesis installed the Schwab RT system in 2005.
3. How many clients are on the system?	Schwab RT currently maintains over four million participant records and is one of the largest participant-directed recordkeeping systems in the nation.
4. Please document your back up procedures.	Genesis – See Appendix G for Genesis's IT Systems Overview.
5. Please document your security procedures.	Genesis maintains detailed Information Technology and Appropriate Use Standards and Policies which contain access control specifications. System access tunnels are encrypted utilizing industry standard algorithms such as DES, Blowfish, RSA, RC5 and IDEA. Only authorized recordkeepers are allowed access to the system using credentials meeting specific length and complexity requirements. Recordkeepers are required to change passwords at least every 180 days. Five unsuccessful attempts to log in utilizing an invalid User ID and/or password disable the User ID.
6. How long have you been providing RHS record-keeping services?	Since September of 2002.
B. Record Keeper	
1. Who is used as Record Keeper?	Genesis
2. How long has Record Keeper provided RHS services?	Genesis has been administering public sector trust funded HRAs (RHS services) since 2002. Genesis is one of the nation's largest independent administrators of trust funded HRAs serving hundreds of clients in 29 states.
3. What are your relationship / arrangement with Record Keeper?	ING has partnered with Genesis; a leading administrator of public sector VEBA funded HRAs. Founded in 2002, following the issuance of IRS HRA guidance, Genesis currently serves hundreds of customers in 29 states. VEBA funded HRAs represent the core expertise of Genesis, performing all administration, client service, and participant support in-house on systems built specifically to administer public sector VEBA funded HRAs. For a fully bundled solution that alleviates the plan administrative burden, Genesis provides seamless investment record keeping and claims administration services while ING offers investment management, trust

	services and unparalleled local support and guidance for you and your participants.
C. Reports	
1. How frequently are the reports and statements available to participants?	Participants have access to run on demand statements at any time. Quarterly statements are available online and annual statements will be available online for any participants with a validated email address and a paper statement will be available if no email address is on file.
2. How soon after a reporting period end are the statements available to participants?	Statements are available online no later than the 22nd business day after the period ending. Paper statements are sent either directly to the participant or to the client for distribution no later than the 22nd business day after the period ending.
D. Database	
1. How do you propose to obtain your initial database, (i.e., names, addresses, etc.)?	Genesis has extensive experience with transitioning the majority of Optum Health's RHS book of business, including what may be expected during the transfer of demographic and financial information, which is required from the previous vendor at the beginning of the transition process.
2. How is the database updated?	Genesis maintains the recordkeeping system with participant information on an on-going basis. The client notifies Genesis of any participant demographic or status changes. Participant profile information is maintained on an on-going basis. As changes are made by participants (online or by paper) or the plan sponsor our recordkeeping system (database) is updated. In addition, participant account holdings and investment information is updated every market day.
3. What are your electronic data transfer capabilities?	Genesis accepts several different file formats to report participant demographic and contribution information. Reports are uploaded into our secure portal website for processing as frequently as needed.
E. Interface Description	
1. With whom will Committee personnel be in contact?	Gavin Gruenberg, CFP® Vice President – Tax Exempt Markets
2. Who is the secondary contact?	Jennifer Costello – Plan Manager
3. If there are standardized forms / procedures, please provide samples / information.	ING and Genesis will supply all forms necessary to administer the plan. Please refer to Appendix H for samples.
F. Other Record-keeping Services Provided	
1. List key services provided	We offer comprehensive administrative services designed to facilitate the smooth ongoing operation of your plan and reduce the administrative burden of the City. In addition to the services previously described, we will provide the City with the following administrative services:

	• Annual plan sponsor reviews (or more frequent if so desired) • Ongoing maintenance and updating of participant information to ensure addresses and other personal information is up-to-date	
2. What services are included?	All services stated within this RFP.	
3. What services, if any, which are necessary for the administration of the plan, do you not provide?	ING and Genesis will provide all services necessary for the administration of the City's plans.	
4. Who typically provides these services that you do not provide?	Not applicable. ING and Genesis provide all services necessary for the administration of the City's plans.	
5. Is the record-keeping system you are proposing capable of crediting back to an individual participant's account any revenue generated from the investment selections of the participant?	Yes ( )	Yes ( )
6. If so, please describe the process and the report generated to the plan sponsor.	Not applicable.	

Section 4: Education Services

4.1. Education Services to Decision Makers	
A. What training will you provide to the City of Tempe decision-making committee regarding:	
1. Fiduciary responsibilities (404c)?	Title I of the Employee Retirement Income Security Act of 1974 (ERISA) sets general standards for the duties and responsibilities of pension plan fiduciaries whose plans are subject to ERISA. Section 404(c) of Title I of ERISA states that, in the case of a pension plan with individual accounts that is subject to ERISA and permits participants to direct the investment of assets in their accounts, the plan fiduciary will not be liable for losses resulting from participant investment selection provided that certain requirements are satisfied. Depending on the investment options selected and your adherence to the conditions of the regulations, the investment options under the ILIAC contract can help provide the protection available under 404(c). While the City is exempt from ERISA, ING would be happy to provide education to the decision-making committee on the rules related to ERISA Section 404(c) as the City may wish to follow 404(c) as a "best practice".
2. Legislative requirements?	ING and Genesis continually monitor legislative action at the State and Federal level that may affect the plans that we administer for clients. Training is scheduled as necessary as part of the regularly scheduled Genesis University professional development series of ongoing and continuing education.
3. Regulatory requirements?	ING and Genesis administer your program in strict accordance with applicable statutory and regulatory requirements. This means that we will help you successfully manage the potential risk of noncompliance, so much so that we stand behind our administration with a contractual indemnification clause through which you will be reimbursed for any negligence on the part of our administration in the performance of our services that results in taxes, penalties, or awards imposed by regulatory agencies or by the court system.
4. Investment policy review?	In coordination with the City's consultant, we will provide ongoing education as to the performance of the investment options compared to the Investment Policy Statement (IPS). ING is willing to provide an annual review of the City's IPS, if so desired.
5. Plan document / provider contract alignment?	Should you choose ING and Genesis as a provider, we will be happy to provide you with plan and trust documents free of charge. As further changes are required, due to legislative and/or regulatory

	changes, we will update our documents free of charge.
6. New training for incoming decision-makers?	We will provide training for incoming decision-makers. The training will include the following: • An overview of RHS plans including an explanation of the rules and regulations applicable to the plan under HRA regulations and other applicable IRC code sections; • Review of the City of Tempe 's plan document, trust document, educational materials, brochures and seminars which are available to both decision-makers and plan participants; • Updates regarding recent or proposed legislation or administrative changes; • Retirement trends • Enhanced technology capabilities which become available; • A list of ING and Genesis resources that includes the names of key personnel, their responsibilities and contact information; and • Access and training on the information contained on ING's Sponsor Website.
7. Plan investment performance monitoring and evaluation?	ING has a dedicated investment staff that reviews the investment options on an ongoing basis. We have developed a comprehensive rating system to evaluate investment options, the Fund Evaluation Scorecard (Scorecard). The Scorecard takes into account an extensive list of objective and subjective factors and determines a rating for each fund. ING will partner with SST to review the investment performance and will incorporate these results into our annual Plan Review presented to the City of Tempe, if so desired. During our ongoing reviews, we evaluate plan metrics to determine whether adjustments to lower investment option share classes are necessary.
8. Development of participant training?	In partnership with the City of Tempe and SST, ING will provide mutually agreed upon support for participant training and education initiatives.
9. Provider performance review?	On an ongoing basis, we monitor our service delivery to ensure that it aligns with our provider service standards and guarantees. During our ongoing reviews, we evaluate plan metrics to determine whether adjustments to lower investment option share classes are appropriate. In addition, during our annual Plan Review, we will provide the City of Tempe and SST with a formal analysis of our performance as compared to the standards and guarantees to which we have committed. We will also review the prior year activities and deliverables, plan demographics, and benchmark comparison data vs. other similar

	government plans.	
B. Will you provide **dedicated** legal assistance to City/ personnel of legal / legislative changes **at no cost** to assure that City/ remains in compliance with all requirements?	Yes (x) Genesis' external legal counsel continually monitors legislative action at the State and Federal level that may affect the plans that we administer. If there is a need for immediate updates, those changes are made on an as needed basis free of charge. As a matter of practice, each year we review all versions of plan and trust documents as well as plan provisions being administered for clients. Amendments are made as necessary.	No ( )
4.2. Education Services to Participants / Retirees		
A. Identify education / informational materials you propose for plan participants as they pertain to:		

1. Stage of career a. Newly hired employees b. Mid-career c. Pre-retirees d. Retirees	Please refer to Appendix I for the complete response on a separate sheet.

2. Participant investment strategies	ING's position with regard to investment education and strategies is to help participants make informed financial decisions by offering a continuum of education, guidance, and advice services to meet the needs of all employees throughout their lifetime. We understand and take into consideration that each employee has unique circumstances and may differ in the level of assistance and support needed for investment planning. For example, they may be at a different place in their investment time horizon, may have different retirement goals, and may be at different levels of investment understanding. Thus, our philosophy is to offer a variety of tools and services which satisfy any employee regardless of their needs, including: • Employees who prefer to do it themselves - For these employees, we offer a comprehensive library of custom plan and investment literature, online interactive tools and calculators, and access to financial and investment seminars online and in person. • One-on-one consultations with a local ING adviser -- Many employees feel most comfortable discussing their financial situation and goals in person with a financial professional; we encourage employees to meet with their financial adviser periodically to monitor their progress towards achieving their goals. • Employees who are looking for guidance - We offer these employees software to help guide them to make informed financial decisions. Whether it is through online asset allocation guidance on their own with model portfolios or ING Financial Analysis software with a local ING representative, we help educate and guide employees to make informed investment choices that are right for them.
3. Investment advice services	At this time, we do not offer an investment advice or a managed account program for our RHS product. However, our on-site plan representative will assist participants by providing investment education and guidance on asset allocation.

4. Distribution options	We believe that the distribution phase of retirement planning is just as important as the accumulation phase. With this in mind, we educate employees on the distribution options and features well in advance of retirement. We cover all distribution choices that are available for RHS plans, as well as the logistics required for a submission, review, and approval of qualified medical claims and insurance premium reimbursement requests. If elected by the City, ING would be happy to also conduct retirement planning seminars which cover not only the City's RHS plan, but all aspects of distribution planning and the options that are available under other employer sponsored retirement plans. Employees are encouraged to meet individually with their advisor to address their individual needs. We will also use targeted web messaging on the Participant Website to provide specific messages to employees nearing or in retirement.
5. Special services (hardship withdrawal, catch-up, QRDOs, etc.)	Hardship/Unforeseeable Emergencies – Not applicable to RHS plans.
B. Will you provide a customized internet site for employees and retirees?	No. ING will consider implementing a customized internet site as the plan's assets grow over time.
C. Identify type of information material you will provide to employees / retirees.	ING provides a variety of educational materials to employees and retirees, in print, in person, and online, including the following: • Targeted communications designed to encourage employees and participants to take action under the plan (e.g., review their asset allocation, schedule an account review or retirement counseling session) • HTML emails and online flash presentations highlighting plan features and encouraging employees to take action • Special mailings for plan changes and legislative updates • Brochures on a variety of topics such as asset allocation, diversification, model portfolios • Special reports addressing specific plan issues such as the impact of a plan withdrawal, benefits of tax deferral, impact of pension reform • In-person and online seminars on a variety of financial, investment, and retirement planning topics • Interactive calculators and resources available on the Participant Website Please refer to Appendix J for educational materials.
D. What fees, if any, are charged for the services you listed above?	There is no additional charge for the above services.
4.3 Advice / Managed Account Program	

A. Do you offer investment advice and / or a managed account program and if so please describe. Does it include only the funds in the core portfolio?	At this time, we do not offer an investment advice or managed account program for our RHS product. However, our on-site plan representative will assist participants with by providing investment education and guidance on asset allocation.	
B. Is your program offered through an outside firm or directly from your company?	Not applicable.	
C. If your advice is offered through another firm, is that firm a subsidiary of your company?	Yes ( ) Not applicable.	
D. If participants ask for advice from the assigned investment advisors in selecting investments from the core portfolio will there be a charge for that service? What is the charge?	Yes ( ) No (x) ING's plan representatives cannot provide investment advice to plan participants. However, we do offer education and guidance on asset allocation and diversification at no charge.	
E. How does a participant access your program, implement your program and stop the program?	Not applicable.	
F. Do you offer full fiduciary protection for the advice?	Yes ( ) Not applicable.	No ( )
G. Please provide a sample of the Risk Tolerance form, process and documentation.	Please refer to Appendix K for a sample risk tolerance questionnaire used in providing asset allocation guidance for participants.	No ( )
H. What is the location of the office that will house onsite representatives, registered investment advisors, compliance personnel and management?	<u>On-Site Plan Representative</u>: 4809 East Thistle Landing Drive, Suite 100 Phoenix, AZ 85044 <u>Compliance Personnel & Management</u>: 7720 N. 16th Street, Suite 150 Phoenix, AZ 85020	
4.4 Other Services / Relationships / Procedures		
A. Do you or a related company have relationships with money managers that you recommend, consider for recommendation, or otherwise mention to the plan? If so, describe those relationships.	Yes (x) No ( ) We have relationships with more than 165 fund companies that we can feature in possible fund menus or present to a sponsor.	

B. Do you or a related company receive any payments from money managers you recommend, consider for recommendation, or otherwise mention to the plan for our consideration? If so, what is the extent of these payments in relation to your other income (revenue)?	Yes ( ) No (x)
C. Do you have any policies or procedures to address conflicts of interest or to prevent these payments or relationships from being a factor when you provide advice to your clients?	Yes (x) No ( ) ING Financial Partners has extensive compliance manuals that provide policy and procedures with respect to conflicts of interest.
D. If you allow plans to pay your consulting fees using the plan's revenue, do you monitor the amount that is paid and alert plans when consulting fees have been paid in full? If not, how can a plan make sure it does not over pay its consulting fees?	Yes ( ) No ( ) Not applicable.
E. If you allow plans to pay your fees using plan revenue, what steps do you take to ensure that the plan receives best execution for its securities trades?	Not applicable.
F. Do you have any arrangements with broker-dealers under which you or a related company benefit if money managers place trades for their clients with such broker-dealers?	Yes ( ) No (x)
G. What percentage of your define contribution plan clients utilize money managers, investment funds, brokerage services or other service providers from whom you receive fees?	ING has agreements with all the investment providers that we do business with. ING receives revenue from most of them, and we have explicitly disclosed revenue sharing arrangements to you for the investment options being offered to the City of Tempe.

SECONDARY SELECTION CRITERIA

Section 5: Support Services

5.1. General Services		
A. Identify **dedicated** staff's name, job title, address, phone, fax and E-mail numbers and hours of operation and licenses for **all staff** that will provide direct service to the Committee and the City's and retirees. Investment advisors must be properly licensed through the SEC to provide investment advice in all 50 states and hold at least series 65 or 7 & 66.	Gavin Gruenberg will be the primary contact for the Committee. Gavin will be responsible for the interactions with the Committee as well as oversight of the day-to-day servicing. **Gavin T. Gruenberg, CFP®** **Vice President - Tax Exempt Markets** FINRA Series 7, 24, 66 and CA Life and Variable Annuity Arizona Office: 7720 N. 16th Street, Suite 150 Phoenix, AZ 85020 California Office: 1200 California Street, Suite 108 Redlands, CA 92374 Tel: (909) 798-3250 Fax: (860) 580-0274 Email: Gavin.Gruenberg@us.ing.com Hours of Operation: 8:00 a.m. – 5:00 p.m. PT	
B. Will you agree that the Tempe City decision makers may approve the representatives and investment advisors assigned to them?	Yes (x)	No ( )
C. Are you willing to include City in decisions to terminate representatives and investment advisors from this Plan? Exceptions to this request would be for illegal, unethical or compliance related issues.	Yes (x)	No ( )
D. Will you provide seminars / meetings at sites and times (including after hours) designated by the Committee for employees and retirees covering and list the frequency for each seminar and include any other seminars that you determine to be beneficial to the City's and retirees:	Yes. If awarded the contract as a sole provider, ING will provide seminars/meetings in multiple locations on a quarterly basis at times/locations to accommodate City employees. A list of ING's seminar topics can be found in Question 5.5 – A.	
2. Investment and financial planning?	Yes (x)	No ( )
3. Retirement planning?	Yes (x)	No ( )
E. Will you fully pay the cost of forms, brochures and informational material for deferred compensation participants?	Yes (x)	No ( )
F. Do you use a laptop for on-site appointments that develops scenarios for participants regarding impact on taxes from different contributions/distributions?	Yes (x)	No ( )

G. Please describe the security measures taken to insure that participant information is protected if the laptop is lost or stolen.	ING has a strong focus on risk management and has implemented a set of Operational Risk Management (ORM) Policies, Minimum Standards and Guidelines to manage risk across the organization. From an Information Security perspective, ING adheres to a Corporate IT Risk Policy and seven supporting Minimum Standards that clearly define the security requirements for all information assets. Please refer to Appendix L for "ING North America Insurance Corporation -- U.S. Retirement Services Information Security Overview" for further details.
H. How many hours monthly will the assigned representative(s) be on-site?	ING's assigned plan representative will be on-site on a monthly basis. We anticipate 8 – 16 hours per month based on current plan participation. As the plan grows in asset and participant size, ING's on-site representative would increase on-site hours accordingly.
I. How many account executives and/or representatives do you have in the Phoenix Metropolitan area?	There are nine account representatives in the Phoenix Metropolitan area.

5.2. Phone Services	
A. List 800 number(s) for participants.	(866) 678-8322
B. List transactions which can be conducted entirely by phone?	Incoming customer care calls are answered by live operators. If Genesis has an unusually high call volume callers are routed to our call center voice mail system where callers can leave a message. We adhere to a four hour response policy to ensure open lines of communication and participant satisfaction.
C. List all information available by phone.	Information available by phone includes: • Fund performance net of expenses; • Total account balance; • Account balance by fund; • Account balance by source; • Current investment selections; • Amount available for withdrawal; • Receive plan information; • Receive payout information; • Receive investment portfolio information, fund fact sheets (via CSA); and • Transaction history.
D. Identify Mountain Time Zone (MST) hours when phone services are available on weekdays and weekends?	Our Customer Care Center hours are currently Monday through Friday, 6:30 a.m. – 4:30 p.m. MT. For calls outside of these hours callers are directed to a customer care voice mail system where they can leave a message. These calls are retrieved and appropriately routed first thing on the next business day
5.3. Voice Response Unit (VRU) Services	
A. List transactions which can be conducted entirely through the VRU.	Not applicable.
B. List all information provided by VRU.	Not applicable.
5.4. Internet Services	
A. List Internet address, all transactions that can be completed on the Internet, and all accounts and fund information that will be available on-line..	To support participant inquiries and account management activities, Genesis offers their secure Online Tool Kit. Through intuitive Tool Kit menus, participants can manage current account information, account balances, investment elections claims, and payment information. **For Participants** • Account management with menus for setting up portfolio realignments, directing fund-to-fund transfers, and making investment elections • Up-to-the-minute participant account data. • Dynamic market updates from Wall Street on Demand® • Statements-On-Demand for any time period • Downloadable transaction history for any time period • Fund performance • Personal account performance • Ability to view and cancel pending activity • Current claim, payment, and balance information • Online claim submission • Online receipt uploading • Mobile inquiry access via iPhone, iPad, and Android devices • Standard employee communication materials in widely

	accepted Adobe (PDF) format
B. Identify Security precautions for internet services. Describe all security protocols.	Genesis – See Appendix G for Genesis's IT Systems Overview. ING Internet security efforts have focused around the control and audit of: • Access to ING's systems; • Ensuring safe transport of information over the Internet; and • Ensuing only authorized users can enter ING's private websites. In addition to our website, we also provide links to other ING websites for the purpose of conducting business with our customers and business partners. Our systems use a "firewall" which sits between the Internet and ING internal networks. This technology ensures private information and our internal networks are invisible to the outside world. This prevents unauthorized personnel from accessing private customer or corporate information. Online users are authenticated before they are able to use these sites through the use of id's and passwords. This technology allows us to identify and authenticate individuals as valid users of our websites prior to giving them access to those sites. Ensuring private information stays private while it travels over the Internet. We currently use Netscape Communications, Inc.'s Commerce Server product to ensure data security over the Internet. The server uses the Secure Socket Layer (SSL) protocol to provide: Server Authentication - allows your SSL-compatible browser to verify you are conducting business with ING and not some machine on the Internet pretending to be us. We are currently using digital certificate technology on our Netscape Commerce Server for our Internet Website server authentication. Data Encryption - ensures information sent and received over the Internet is encoded and decoded to ensure privacy and safe transit. Data Integrity - verifies the contents of a message arrive at their destination in the same form as they were sent.
5.5. Special Services	
A. What video or web educational material can be provided to City for use on a demand basis by /retirees?	ING offers a variety of web-based tools to assist plan participants in preparing for retirement. All web-based tools are available at no additional charge. **Web-Based Tools** • **Asset Allocation Guidance** – Offered as a component of ING's Participant Website, our Asset Allocation Guidance tool assists participants in determining an asset allocation

strategy that may best suit their needs. The tool presents participants with a brief risk tolerance questionnaire to help identify what type of investor they may be. The results of the questionnaire identify one of five model portfolios and explain the risk profile of a typical investor. Each model provides suggested allocations at the asset class level. Participants can use these allocations as guidelines to help diversify their investment selections.

- **ING Your Number** – This website helps individuals identify their numbers -- the amount of money an individual or couple needs to save by the time they retire to live the lifestyle they want. The Your Number interactive tool leads participants through six questions to get their personalized number, which can be shared with retirement representatives to help develop a strategy to reach the number. Visitors to the site can also learn strategies for protecting their savings and game plans for planning into retirement.
- **INGcompareme.com** – This tool makes it easier for individuals to see how they compare to others like themselves on a wide range of saving, spending, investing, debt and personal finance matters. The tool relies on responses from site visitors and provides an objective way for users to gauge their financial planning progress and, ultimately, take action.
- **Create the Vision** –This interactive tool helps employees explore and prioritize personal goals, identify potential obstacles, and assess gaps to realizing their dreams. Completing this tool serves as a good foundation for planning discussions with financial representatives.
- **My Retirement Outlook®** - This calculator assists employees in deciding if they are on track pursuing their retirement financial objectives. My Retirement Outlook compares how much is needed during retirement with the amount that may be available. In doing so, it integrates three common retirement income streams—pension, Social Security, and personal savings—into a holistic analysis.
  - ⇨ To assist participants in creating meaningful results, the calculator is pre-loaded with pension information for hundreds of retirement systems used by educators and governmental employees. My Retirement Outlook can also provide an estimate of Social Security retirement benefits or participants can manually enter a benefit estimate. Current retirement savings, as well as ongoing contributions, are also part of the analysis.
  - ⇨ My Retirement Outlook uses these income sources to create an integrated retirement. In the retirement portion, participants can estimate how much they need to save per paycheck in order to reach tomorrow's retirement financial objectives. My Retirement Outlook was designed to make finding the balance between planning for tomorrow—and living today—easier.
- The INCOMEWIZARD® – This calculator focuses on retirement income and helps participants make the connection between what they are saving today and the potential income generated from those savings in their retirement years. After providing some personal

	information, a participant can view an estimate of their retirement nest egg, as well as the income that it could generate. The INCOMEWIZARD also encourages participants to test different scenarios, such as saving more, earning a different rate or return, or retiring later. • **The Monthly Income Estimator tool** – A web page that displays the participants' current balance in terms of monthly income at retirement using basic calculation assumptions. Should the participant want to take the tool a step or two further, we provide the ability for the participant to perform quick "what if" scenarios to model estimated future monthly income by, for example, showing the impact of a contribution increase. • **Interactive Financial Calculators** – A series of easy-to-use calculators are available to assist participants in making the decision-making process easier: ⇨ **Investor Type** – determines investment personality and suggest model portfolios ⇨ **Roth Contribution Comparison** – compares contributions from a traditional retirement plan (non-IRA) to a Roth retirement plan (non-IRA) ⇨ **Retirement** – performs simple retirement needs analysis ⇨ **Income needs** – performs income analysis for different time frames and rates of return ⇨ **College** – estimates the cost of college ⇨ **Life insurance** – estimates the amount of life insurance needed ⇨ **Tax deferral** – compares investments with different tax characteristics ⇨ **Financial objective** – determines how much you will have in the future or how much you need to save today ⇨ **IRA eligibility** – illustrates eligibility for traditional and Roth IRAs ⇨ **IRA Comparison** – compares traditional and Roth IRAs ⇨ **After tax/Equivalent yield** - compares taxable and tax-advantaged yields on investments • **On-Demand Education Seminars** – ING offers a series of financial and life-planning seminars available for in-person delivery or directly to your participants anytime, anywhere via the Internet. Topics are available as 30-40 minute in-person sessions and 15-20 minute online sessions including a PowerPoint presentation, worksheet and audio.	
B. Can you accept and remit same day funds by wire transfer? If yes, at what cost?	Yes (x) No ( ) ING can accept wire transfers at no cost. ING has the capability to remit same day wire transfers; however, ACH direct deposit is the preferred remittance method.	
C. Do you impose a limit on the number of times a retiree can change distribution amounts during the year?	Yes ( )	No (x)
D. Is there a cost to retirees for changing amount of distribution?	Yes ( )	No (x)
E. Can retirees specify the investments that distributions will come from?	Yes ( )	No (x)
F. What loan fee, if any, will be charged to loan	Yes ( ) No ( )	

participants and is this fee guaranteed for the term of contract?	Not applicable. By regulation, HRA (allocated to a specific beneficiary) accounts are not allowed to offer loans against account balances. HRA account balances are to be used only for qualified and substantiated medical expense reimbursements.	
G. What loan administrative services would you provide?	Not applicable.	
H. For active/retired members can an ACH be provided?	Yes (x)	No ( )
I. Do you provide retirees with an advance notification that a minimum distribution is necessary?	Yes ( ) Not applicable. Required minimum distributions are not applicable to RHS plans.	No ( )

Section 6: Information Services / Reports

6.1. Special Services		
A. Identify what annual audit you provide to employers (please provide in an exhibit).	ING will fully cooperate with both internal and external auditors to provide information, documents and support for the City of Tempe. We include the following reports among this information: • A list of distributions we paid during the plan year; • A copy of the Independent Auditor's Report; and • Copies of the quarterly Sponsor Activity Reports. Please refer to the enclosed CD in the Supplemental Folder for a copy of our most recent SOC1 Report.	
B. Will you provide Tempe specific surveys to determine customer satisfaction?	Yes. We will work with the City of Tempe to conduct periodic electronic satisfaction surveys of its participants. The results of the surveys would be included in our annual Plan Reviews.	
C. Are you willing to provide surveys after 6 months from implementation and again annually through contract term?	Yes.	
6.2. Employer Information / Reports		
A. Provide sample reports you routinely provide to employers including:		
1. Individual account and total of all accounts	Please refer to the enclosed CD in the Supplemental Folder for sample reports from Genesis.	
2. Number of participants and total dollars by provider / fund / options	Please refer to the enclosed CD in the Supplemental Folder for sample reports from Genesis.	
3. Monthly performance report	Please refer to the enclosed CD in the Supplemental Folder for sample reports from Genesis.	
B. Do your reports include:		
1. Beginning balance?	Yes (x)	No ( )
2. Contributions (by pay period)?	Yes (x)	No ( )
3. Detailed transfers in (by individual)?	Yes (x)	No ( )
4. Detailed transfer out (by individual)?	Yes (x)	No ( )
5. Withdrawals (by individual)?	Yes (x)	No ( )
6. Earnings (total and by individual)?	Yes (x)	No ( )
7. Ending balance (total and by individual)?	Yes (x)	No ( )

C. The City wishes to obtain report information electronically and to access provider systems for ad hoc reporting. Are you able to provide this service and if so can you summarize sample information that can be obtained?	Yes (x) Genesis offers tools that allow sponsors either to pull information from one of the many standard online reports that we have on file or to create their own unique report. The standard reports are predefined reports that only require the sponsor to click on the report they would like to run. Sponsors can also create and schedule the running of their reports and since data is updated daily most plan data is only a mouse click away. Once reports are created the output file can be saved to the sponsor's desktop either in Excel (XLS, CSV) or Adobe formats. Examples are included in Appendix M.	No ( )
D. Do you provide the following:		
1. Copy of canceled checks, other documents for disbursements?	Yes (x)	No ( )
2. Notice of share price splits, fund objective changes, or any other fund changes?	Yes (x)	No ( )
3. Quarterly investment holding report (% in stocks, % in bonds, cash balance)?	Yes (x)	No ( )
E. 1. Will you provide ad-hoc reports to the City?	Yes (x) In addition to providing an ad-hoc electronic reporting feature on the Sponsor Website, your assigned plan manager can also provide you with various ad-hoc reports.	No ( )
F. 2. If so, describe your ad-hoc pricing scenario.	These reports are provided at no additional charge.	
G. Do you provide reports on individuals who: 1. Defer distribution? 2. Begin distributions after separation? 3. Receive hardship withdrawals?	 Not applicable. Yes ( ) Yes (x) Not applicable. Yes ( )	 No ( ) No ( ) No ( )

6.3. Participant Statements	
A. Are you able to provide quarterly statements and in what format (mail, e-mail)?	Yes ( ) No ( ) Quarterly statements are emailed by default. Mail reports are available annually at no cost; quarterly mailings are available at extra cost of postage charged to the City.

C. Do you confirm participant selection of beneficiary / investment(s) on enrollment?	Yes (x) Participants are provided with written confirmation of their investment changes or, if they choose, electronic confirmation.	No ( )
6.4. Banking		
A. Who provides banking services?	ING provides banking services through Wachovia Bank.	
B. Can bank accept and remit same day services?	Yes (x)	No ( )

Section 7: Transition Services / Support

The period from City's approval of the successful respondent's proposal in June, 2013, to cut over planned for approximately August 1, 2013 is the transition period. The questions below are specifically directed to strategies and services and action steps to be provided by the respondent.

7.1 Staff Support During Transition	
A. Identify staff during transition.	Our conversion team is headed by an implementation manager who acts as the team leader for field and home office conversion responsibilities. The client service team, which includes the plan manager that would be assigned to City of Tempe, would be included on the conversion team.
B. Identify FTE Hours available during transition.	We do not mandate a maximum number of FTE hours but would estimate we would need 50 FTE hours over the transition. ING ensures that resources possessing appropriate skill levels are involved from each core area. Our goal is to provide a positive, seamless experience for participants. We understand the importance of communicating with employees who work non-traditional hours, and we are committed to conducting meetings and seminars that meet the needs of employees for all shifts.
7.2 Transition / Communication Plans	
A. Outline your separate transition plan for employees and retirees containing:	
1. Major tasks in transition / support,	Our experience shows us that the key to a successful transition is clear and open lines of communication between all parties, including the plan sponsor and current provider. Our knowledge of how to execute a smooth and seamless transition enables us to focus on our responsibilities minimizing the amount of time you need to spend on the transition. One key benefit for you is the increased awareness your employees will have about City of Tempe's plan. The detailed process we employ focuses on the following components: *Coordination of data from current provider* • Data integrity is critical to ensure that all participants' records are established accurately. To this end, we involve the current provider from the beginning, and receive multiple test files well ahead of the targeted implementation date. Our experience with transitioning plans with over $6 billion in plan assets over the last four years will help facilitate our conversion of your plan. • A smooth transfer of assets is assured with ING • Through our comprehensive process we will ensure that your participants' accounts will balance to the penny. • Comprehensive communications. • The one constant throughout the transition and on an ongoing basis is our focus on providing complete and easy to understand information to participants and employees.
2. Personnel who must assume primary	**ING/Genesis Responsibilities**

responsibility for each task.	The responsibilities of our transition team members are described below: • Implementation manager will be responsible for overseeing the entire project, including interfacing with the City. • Gavin Gruenberg, Vice President – Tax Exempt Markets, will provide ongoing oversight of the services delivered to the City. • Plan manager will be responsible for all ongoing administrative activities. • ING's on-site plan representative will be available to provide your participants with ongoing local support, including conducting group and one-on-one meetings during the transition. **City Responsibilities** Recognizing that the City has a number of other job responsibilities, our goal is to manage the transition process and minimize the need for ongoing City involvement. The City's role would include: • Participation in bi-weekly conference calls so we can provide an update on the transition status. • Review and sign-off on all communication materials, contracts, fund menu, and mapping.
3. Target date for completion of tasks.	Please refer to our transition timeline in Appendix N for target dates.
B. Outline your communication plan (linked to the above outline) for employees and retirees containing:	In addition to the responses below, please refer to Appendix O for our full communication plan for employees and retirees.
1. Information to be communicated to participants and the City.	We will provide complete and easy-to-understand information that covers all aspects of the plan changes taking place. This includes: • The City of Tempe's review and selection process; • The City of Tempe's rationale for selecting ING as the plans' provider; • The plan changes and how they will benefit participants (both active and retired); • The key dates during the transition; • Different ways for participants to access additional information or have questions answered (in person, by phone, via the website); • A schedule of group education meetings; • The new investment options, including fund fact sheets and fund performance; and • Fund mapping illustration.
2. Method (i.e., written, electronic, meeting) of communication.	All participants, including retirees, will have access to information in a variety of ways so they can take advantage of the method that is most convenient for them. These methods include: • Written correspondence mailed to participant homes (letters, transition booklet); • In-person group meetings and individual one-on-one

	consultations, which will include special meetings for retirees; • Access to our local representative(s); • Online access to the transition information, as well as other plan information, investment information and calculators via the Participant Website; • Toll-free telephone access to our national CSC • Other written material to include statement messages and stuffers.
3. Primary responsibility.	ING is able to manage the transition within the timeframe outlined in the RFP. This timeframe includes all facets of the transition.
4. Estimated time frame.	ING is able to manage the transition within the timeframe outlined in the RFP. This timeframe includes all facets of the transition
7.3 Other Transition Support Services	
A. Outline how retirees will be assured of uninterrupted receipt of distribution (i.e.):	
1. How will distribution amount be determined?	ING will obtain information about retiree payments from the former providers well in advance of the actual transition date. Our timeline will ensure no delay in the receipt of ongoing payments, obtaining agreement with the other providers for prepayment of some distributions if necessary.
2. How timing of distribution will be coordinated?	All retiree participant data, including payment information, would be transferred to ING/Genesis from the other providers. We will coordinate the entire process, ensuring that the other providers make payments early if necessary, and will assume responsibility for all payments once assets are transferred.
3. What information will be provided to retirees regarding distribution?	Retirees will receive the same transition booklet that active participants receive, and this booklet will contain information assuring them of their continued receipt of uninterrupted payments. In addition, we will be holding special group meetings that will be focused on retirees so that they have an opportunity to ask any specific questions they may have. Retirees will also be able to take advantage of our local service team and our toll-free CSC.
B. How will new investment options be described / communicated to participants?	Participants will receive a transition booklet containing both historical performance information, as well as individual fund fact sheets describing each investment option in detail.
C. Are there any set up, or initial account fees?	Yes ( ) | No (x)
D. Describe transition takeover of existing loan ACH payments.	Loans are not permitted under HRAs.
7.4. RHS Plan Conversions	
A. Identify at least one major conversion within the last 5 years	RHS Plan Conversion: Manitowoc County
B. Identify contact person / **current** number.	**Manitowoc County:** Contact: Sharon Cornils Telephone: (920) 683-4060
7.5 Exit Services	

Pre-RFP A. Will you disclose the following on disk or internet no later than 30 days from requested date by City and/or consultants:		
1. Individual account balances and transactions in the previous quarter of the request date?	Yes (x)	No ( )
2. All fees and charges associated with the current RHS?	Yes (x)	No ( )
3. Status of all individual accounts not yet in distribution?	Yes (x)	No ( )
4. Electronic Copy of Tempe 's Summary Plan Document?	Yes (x)	No ( )
B. What funds are you willing to put at risk for failing to provide the above information by the deadline?	$2,000	
Post RFP C. Will you provide the following services at the end of the contract should you not be selected to provide RHS services:		
1. Quarterly transaction reports covering current payments to providers?	Yes (x)	No ( )
2. Overnight electronic transmission of all current accounts to a designated provider?	Yes (x)	No ( )
3. Electronic information of the previous 12 months payments, including last payment, of accounts in distribution?	Yes (x)	No ( )
D. What monetary penalties will you place at risk if you fail to provide the above information by the deadline?	$2,000	

Section 8: Legal

A. Identify services you will provide to the City regarding legislative / legal updates, legal interpretations and opinions regarding the plan's compliance and contact personnel.	Genesis maintains retainer agreements with two law firms that have specialty benefits law practices. Our legal counsel continually monitors legislative action at the State and Federal level that may affect the plans that we administer. If there is a need for immediate updates, those changes are made on an as needed basis. As a matter of practice, each year we review all versions of plan and trust documents as well as plan provisions being administered for clients. Amendments are made as necessary each year. There is a $250 amendment fee if the City requests an amendment to the in force plan design.	
B. Do you agree to work with City's legal department to develop a mutually agreeable contract?	Yes (x)	No ( )
C. Describe your familiarity with State of Arizona public sector law.	We currently administer a number of governmental plans in Arizona and are very familiar with applicable laws as well as IRC and guidance related to such plans. As laws and regulations are amended we will work with you and your counsel to discuss the applicability to your plan.	
D. Do you agree with all City standard terms and conditions for RFPs? Describe any proposed exceptions to standard terms and conditions	**Indemnification:** To the fullest extent permitted by law, the Contractor shall defend, indemnify and hold harmless the City, its agents, officer, officials, and employees from and against all claims, damages, losses and expenses (including but not limited to attorney's fees, court costs, and the costs of appellate proceedings), arising out of, or alleged to have resulted from the acts, errors, mistakes, omissions, work, services, or professional services of the Contractor, its agents, employees, or any other person (not the City) for whose acts, errors, mistakes, omissions, work, services, or professional services the Contractor may be legally liable in the performance of this Contract. This indemnification shall not apply to the extent that the Contractor has properly followed the written direction of an authorized representative of the City. Contractor's duty to hold harmless and indemnify the City, its agents, officers, officials and employees shall arise in connection with any claim for damage, loss or expenses that is attributable to bodily injury, sickness disease, death, or injury to, impairment, or destruction of any person or property, including loss of use resulting from, caused by any acts, errors, mistakes, omissions, work, services, or professional services in the performance of this Contract by Contractor or any employee of the Contractor or any other person (not the City) for whose acts, errors, mistakes, omissions, work, or services the Contractor may be legally liable. The amount and type of insurance coverage requirement set forth herein will in no way be construed as limiting the scope of indemnity in this paragraph. This provision shall survive the term of this Contract.	

Section 9: Performance Standards / Guarantees

Below is a list of performance standards, dates and guaranteed amounts for proposed services. For each service, the date will represent the date service will be provided. For each service, the guarantee will be the amount of dollars payable if the standard is not met by the specified time.

Respondents will confirm their acceptance of the standard (as well as date and guarantee amount) by checking "will meet". If respondent is "unable to meet" the standard, date or guarantee or chooses to "exceed" the standard, an explanation and proposed alternative standard / date / guarantee must be provided.

Performance standards will be measured by mutually agreeable criteria. Where information regarding service performance is measured by the provider, provider must propose a specific method / criteria for assessing compliance to standard.

9.1. Transition Services (period from formal approval to fund transition)	
A. Pre-Transition Services Standard: Assure attendance at finalist meetings by representative who will provide direct transition and ongoing services. **Date:** Finalist Meeting **Guarantee:** N/A	(x) Will meet ( ) Unable to meet ( ) Will exceed
B. Standard: Answer phone calls from employer contact designee within 24 hours and propose method of measuring standard. **Date:** Transition Period. **Guarantee:** $100 per incident for failure to return phone calls from employer contact designee within 24 hours.	(x) Will meet ( ) Unable to meet ( ) Will exceed
C. Standard: Provide draft, customized contract (incorporating agreed-upon, proposed services). **Date:** 30 Days after formal approval by City. **Guarantee:** $1,000.	(x) Will meet ( ) Unable to meet ( ) Will exceed
D. Standard: Respond, in writing with a copy to the employer, to phone or in-person complaints within 5 business days. **Date:** Transition Period. **Guarantee:** $100 per incident of failure to respond to complaint within specified time.	(x) Will meet ( ) Unable to meet ( ) Will exceed
E. Standard: Comply with Sarbanes-Oxley Act requirements regarding notification of blackout period. **Date:** Transition period. **Guarantee:** $1,000 plus the equivalent of any penalties that would be assessed.	(x) Will meet ( ) Unable to meet ( ) Will exceed
F. Standard: Finalize and publish performance standards and guarantees. **Date:** Provide final copy to employer within 30 days of being selected by employer. **Guarantee:** $500	(x) Will meet ( ) Unable to meet ( ) Will exceed
G. Standard: Provided agreed upon training to employees and retirees within transition period. **Date:** Transition period. **Guarantee:** $1,000	(x) Will meet ( ) Unable to meet ( ) Will exceed
9.2. Transition Exit (period from notification of non-renewal to fund transition)	
A. Standard: Upon termination, provide: 1) last four quarters of transaction reports, 2) current account balances, 3) past 12 months distribution and deferral information and 4) loan or other outstanding payment amounts. **Date:** Within 30 business days after termination, provide report on **secured** disk, tape or internet. **Guarantee:** $1,000 for initial failure to provide and $500 per day thereafter.	(x) Will meet ( ) Unable to meet ( ) Will exceed
B. Standard: Upon termination, provide information as described in Section 8 on disk, tape or internet. **Date:** Within 30 days of request. **Guarantee:** $1,000 on failure to provide information within timeframe.	(x) Will meet ( ) Unable to meet ( ) Will exceed

9.3. Customer Services	
A. Standard: Telephone calls to service center(s) will be answered within 90 seconds 90% of the time. (Propose method of measuring standard). **Date:** Transition Period. **Date:** Quarterly summary / review due before the end of the month following the quarter. **Guarantee:** $1,000 per year for failure to meet annual, calendar year average.	(x) Will meet ( ) Unable to meet ( ) Will exceed ING tracks and monitors call activity in our CSC. We will provide a summary of call statistics on a quarterly basis to the City Tempe which will reflect overall activity for ING defined contribution plans.
B. Standard: Participant statements will be mailed within 10 business days after quarter-end. **Date:** Quarterly. **Guarantee:** $5 per participant per quarter for each statement postmarked after 10 business days.	( ) Will meet (x) Unable to meet ( ) Will exceed Statements are sent within 22 business days after plan year end.
C. Standard: Finalize customized web providing hot link between employer and provider websites and draft participant communication advertising site content and way to access. **Date:** Due 60 days after implementation. **Guarantee:** $500 for failure to provide live web site and participant announcement by end of 3rd month after implementation.	( ) Will meet (x) Unable to meet ( ) Will exceed ING provides a robust website for participants in the plans. As the plans' total assets increase in size, ING can work with the City of Tempe to provide a custom internet site for employees and retirees.
D. Standard: Process investment fund transfers, contribution reconciliation and posting within one business day <u>and</u> propose method of measuring standard. **Date:** Annual report due 31 days after each 12 month period from fund transition. **Guarantee:** Maximum $1,000 for failure to meet agreed-upon standard.	(x) Will meet ( ) Unable to meet ( ) Will exceed For all transactions that are in good order. Reports are available for transfers and contributions on the Sponsor Website daily.
E. Standard: Process hardship distributions, rollover requests, in-service distributions, retiree distribution requests within 5 working days of acceptable documentation <u>and</u> propose method of measuring standard. **Date:** Annual summary of performance by provider. **Guarantee:** $1,000 annually for failure to meet standard in 90% of actions.	(x) Will meet ( ) Unable to meet ( ) Will exceed For all transactions in good order that are applicable to RHS plans.

F. Standard: Review plan documents for legal, legislative compliance, identify policy issues between employer and provider and summarize, in writing, any recommended changes to documents. **Date:** Within 180 days of fund transition and annually thereafter. **Guarantee:** $500 for failure to provide each written summary.	(x) Will meet ( ) Unable to meet ( ) Will exceed
9.4 Reports	
A. Standard: Provide written summary of Quarterly Reports to employer. **Date:** Mailed within 30 days of quarter-end. **Guarantee:** $500 per failure to provide reports by specified date.	(x) Will meet ( ) Unable to meet ( ) Will exceed
B. Standard: Provide written draft proposal for recommended reports that will be available to employer online (internet) including proposed access protocols. **Date:** Within 90 days of fund transition. **Guarantee:** $500 for failure to provide written draft proposal within specified time.	(x) Will meet ( ) Unable to meet ( ) Will exceed
C. Standard: Conduct training of employer-designated personnel on access to online reports and use of reporting capability. **Date:** Within 120 days of fund transition **Guarantee:** $500 for failure to provide training within specified time.	(x) Will meet ( ) Unable to meet ( ) Will exceed
9.5. Surveys	
A. Standard: Draft survey. **Date:** Draft due by end of 4th month after implementation. **Guarantee:** $500 if failure to provide draft survey.	(x) Will meet ( ) Unable to meet ( ) Will exceed
B. Standard: Distribute survey to all plan participants. **Date:** Distribution by end of 6th month after implementation. **Guarantee:** $500 if failure to mail 30 days from date of final agreed upon survey content.	(x) Will meet ( ) Unable to meet ( ) Will exceed
C. Standard: Analyze survey results, provide executive summary and recommended actions. **Date:** Complete by end of 8th month after implementation. **Guarantee:** $1,000 if Executive Summary and Recommended Actions are not provided within timeframe.	(x) Will meet ( ) Unable to meet ( ) Will exceed
D. Standard: Repeat survey process steps described above for surveys at 24 and 36 months after implementation. **Date:** Executive Summary and Recommended Actions due by end of 24th and 36th month after implementation. **Guarantee:** $1,000 for failure to provide Executive Summary and Recommended Actions by 24th and 36th month.	(x) Will meet ( ) Unable to meet ( ) Will exceed
E. Standard: Survey results will average Satisfactory or Above and will be incorporated into Executive Summary and Recommended Actions document. **Date:** Due by 8th, 24th and 36th month after implementation **Guarantee:** $1,000 for any survey results that fail to meet Satisfactory or Above	(x) Will meet ( ) Unable to meet ( ) Will exceed
9.6. Educational Services	
A. Standard: Provide training to all decision-makers and administrative staff on 404(c) requirements. **Date:** 90 after fund transition. **Guarantee:** $500 for failure to provide on-site training within timeframe.	(x) Will meet ( ) Unable to meet ( ) Will exceed
B. Standard: Propose and schedule first year on-site training sessions and content of training for decision-makers and administrative personnel. **Date:** Proposal within 90 after fund transition and educational programs quarterly thereafter. **Guarantee:** $500 for failure to provide proposed training and $500 for failure to provide four training sessions in any year of contract.	(x) Will meet ( ) Unable to meet ( ) Will exceed
C. Standard: Develop and schedule new decision-maker training for employer identified new Committee members or administrative staff. **Date:** Provide half-day on-site training for identified new personnel within 30 days of notification by City. **Guarantee:** $500 for failure to provide training within specified timeframe.	(x) Will meet ( ) Unable to meet ( ) Will exceed
D. Standard: After implementation, provide mutually agreeable number of educational seminars annually to participants.	(x) Will meet ( ) Unable to meet

Date: Within 90 days after fund transition. **Guarantee:** $1,000 for failure to provide agreed-upon number of onsite group seminars.	( ) Will exceed
E. Standard: After implementation, provide newsletters to plan participants regarding plan benefits / issues. **Date:** Quarterly. **Guarantee:** Annual $500 penalty for failure to provider quarterly newsletters	(x) Will meet ( ) Unable to meet ( ) Will exceed
F. Standard: Provide representative on site for mutually agreeable number of days per month to meet with plan participants. **Date:** Monthly. **Guarantee:** $1,000 per year in agreed-upon number of days is not provided for 3 or more months.	(x) Will meet ( ) Unable to meet ( ) Will exceed
G. Standard: Provide draft PowerPoint and / or other communication material for transition specifically proposed for group meetings separated for employees / retirees. **Date:** 30 Days after formal approval. **Guarantee:** $500 for initial failure to provide within 30 days after formal approval and $500 per day thereafter.	(x) Will meet ( ) Unable to meet ( ) Will exceed
H. Standard: Draft communication to plan participants describing investment advice services and access. **Date:** Within 60 days of fund transition. **Guarantee:** $500 for initial failure to provide within 60 days after formal approval and $500 per day thereafter.	( ) Will meet (x) Unable to meet ( ) Will exceed ING does not offer an investment advice or managed account program for our RHS product at this time. However, our on-site plan representative will assist participants with by providing investment education and guidance on asset allocation.
I. Standard: Recommend,in writing, steps provider and employer may take to communicate and coordinate informationregarding defined benefits offered through the employer and available fund options. **Date:** Within 180 days of fund transition. **Guarantee:** $1,000 for failure to provide within specified time.	(x) Will meet ( ) Unable to meet ( ) Will exceed
J. Standard: Provide one half-day session per quarter to employer decision-making and administrative personnel on mutually agreeable topics. **Date:** Quarterly. **Guarantee:** $250 per quarter if education sessions are not provided.	(x) Will meet ( ) Unable to meet ( ) Will exceed
9.7. Miscellaneous Performance Standards / Guarantees	
A. Standard: Provide website copy listing final agreed-upon Performance Standards / Guarantees. **Date:** Implementation Date and 30 days after any mutually agreed-upon revisions. **Guarantee:** $500 for each failure to provide web-ready document to employer.	(x) Will meet ( ) Unable to meet ( ) Will exceed
B. Standard: Provide agreed upon number of written copies of final agreed-upon Performance Standards / Guarantees to employer for distribution. **Date:** Implementation Date and 30 days after any mutually agreed-upon revisions. **Guarantee:** $500 for each failure to provide specified number of copies of final agreed-upon Performance Standards / Guarantees.	(x) Will meet ( ) Unable to meet ( ) Will exceed
C. Standard: Provide annual written summary of all Performance Standards / Guarantees categories and results to employer and as a web document for communication to plan	(x) Will meet ( ) Unable to meet

participants. **Date:** 30 days after annual anniversary of implementation. **Guarantee:** $1,000 for failure to provide web-ready document within specified timeframe.	( ) Will exceed
D. Standard: Recommend, in writing, to employer any modifications / enhancements to Performance Standards / Guarantees. **Date:** 30 days after annual anniversary of implementation. **Guarantee:** $1,000 for failure to provide written recommendations.	(x) Will meet ( ) Unable to meet ( ) Will exceed
E. Standard: Encrypt all laptops and remote computers carrying City participant information and provide written quarterly reports on any compromise of data that occurs. **Date:** Immediate notification of any data compromise (within 24 hours of provider knowledge of compromise) and quarterly written reports. **Guarantee:** $100 for each participant information compromised and/or $1,000 for each quarter in which report not provided.	(x) Will meet ( ) Unable to meet ( ) Will exceed

Section 10: References

Please assure that the names and phone numbers listed below are current names and numbers. You may want to contact references you provide to: 1) assure accuracy of information below and 2) notify references that they will be contacted by personnel.

List Three (3) References (City, County or District, Name, Address, Phone)
1) City of Olathe Jackie Thomas, HR Manager 100 East Sante Fe Olathe, KS 66051 Phone: (913) 971-8519 Angie Rogers, HR Coordinator - Benefits Phone: (913) 971-8985
2) City of Eden Prairie Alecia Rose, Human Resources and Support Services Manager 8080 Mitchell Road Eden Prairie, MN 55344 Phone: (952) 949-8437
3) Hopkins Schools Jill Joyce, Employee Benefit Specialist 1001 Highway 7 Hopkins, MN 55305 Phone: (952) 988-4012
List Last 2 Accounts of Similar Size Public Sector Plans Implemented (City, Name, Address, Phone)
1.) Orange County Sanitation District Marc Brown, Deferred Compensation Committee Chair 10844 Ellis Ave. Fountain Valley, CA 92708 Tel: (714) 593-7317
2.) San Diego Association of Governments (SANDAG) Melissa Coffelt 401 B. Street, #800 San Diego, CA 92101 Tel: (619) 699-1955

List all accounts cancelled/not renewed in last five years (City, Name, Address, Phone)
1.) City of Kansas City, Missouri Rick Boersma 12th Floor, City Hall 414 East 12th St. Kansas City, MO 64106 Tel: (816) 513-1904 2.) City of Long Beach 457(b) Deferred Compensation Plan David Nakamoto 333 W. Ocean Blvd., Floor 6 Long Beach, CA 90802 Tel: (562) 570-6845 3.) Commonwealth of Massachusetts Davis Lynch, Director, Deferred Compensation 1 Ashburton Place, 12th Floor Boston, MA 02108 Tel: (617) 367-9333, ext. 350 4.) City and County of San Francisco Norm Nickens, Acting Deferred Compensation Plan Manager San Francisco City and County Employees' Retirement System 30 Van Hess Avenue, Suite 3900 San Francisco, CA 94102 Tel: (415) 487-7012 5.) City of West Palm Beach Patricia Brosamer 401 Clematis Street, 3rd Floor West Palm Beach, FL 33401 Tel: (561) 494-1013