



Pension Reserves Investment Management Board

August 1, 2022

Dear Potential Provider:

The Massachusetts Pension Reserves Investment Management Board (“PRIM”) is requesting responses from attorneys and firms interested in providing legal and related services to assist PRIM. The purpose of this request is to create and add to an approved list of firms for investment legal services that PRIM may require from time to time.

The Procurement Officer for this Request for Qualifications (RFQ) is Renee LeFevre. For responses to be considered by PRIM, each prospective provider must respond to the RFQ by submitting an electronic copy of its response, including attachments, via e-mail to rfpresponses@mapension.com. The response must be received by 3:00 p.m., ET, Friday, September 16, 2022.

Further instructions for response submission are included in the RFQ. Questions concerning the RFQ must be submitted rfpresponses@mapension.com by 3:00 p.m. ET, Friday, August 19, 2022.

We appreciate the time and effort required to respond to this RFQ. Each firm submitting a response to PRIM can be assured that commensurate time and effort will be expended in evaluating each response. We look forward to your response.

Sincerely,

Michael G. Trotsky, CFA
Executive Director and Chief Investment Officer



Pension Reserves Investment Management Board

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Pension Reserves Investment Management Board

REQUEST FOR QUALIFICATIONS (RFQ)

Investment Legal Services

August 1, 2022



Pension Reserves Investment Management Board

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I. INTRODUCTION/PURPOSE

The Massachusetts Pension Reserves Investment Management Board ("PRIM") is soliciting Responses from firms interested in providing Investment Legal Services. More detailed descriptions of these services are set forth in Section III of this RFQ under the heading "SCOPE OF SERVICES."

II. BACKGROUND INFORMATION

A. Legal Structure of PRIM

PRIM was created in 1983 by the Commonwealth of Massachusetts through legislation (Chapter 661 of the Acts of 1983, as amended by Chapter 315 of the Acts of 1996) to provide general supervision of the investments and management of the Pension Reserves Investment Trust (PRIT) Fund. The PRIT Fund was created by the same legislation and is the investment portfolio for the assets of the State Employees' and State Teachers' Retirement Systems, as well as local retirement systems that choose to invest in the PRIT Fund.

PRIM is governed by a nine-member board of trustees (the "Board"). The trustees include: (1) the Governor, *ex officio*, or his designee; (2) the State Treasurer, *ex officio*, or her designee, who shall serve as Chair of the PRIM Board; (3) a private citizen, experienced in the field of financial management, appointed by the State Treasurer; (4) an employee or retiree, who is a member of the State Teachers' Retirement System, elected by the members of such system, for a term of three years; (5) an employee or retiree, who is a member of the State Employees' Retirement System, elected by the members of such system for a term of three years; (6) the elected member of the State Retirement Board; (7) one of the elected members of the Teachers' Retirement Board chosen by the members of the Teachers' Retirement Board; (8) a person who is not an employee or official of the Commonwealth appointed by the Governor; and (9) a representative of a public safety union appointed by the Governor. Appointed members serve for a term of four years.

The mission of the PRIT Fund is to ensure that current and future pension benefit obligations are adequately funded in a cost-effective manner. PRIM therefore seeks to maximize the total return on investments within acceptable levels of risk for a public pension fund. Under current law (as amended by Section 45 of Chapter 68 of the Acts of 2011), by the year 2040, the PRIT Fund will have grown, through annual payments in accordance with a legislatively approved funding schedule and through total investment return of the PRIT Fund, to an amount sufficient to meet the then existing pension obligations of the Commonwealth. The Commonwealth has adopted a schedule of state pension appropriations that assumes a long-term actuarial rate of return for the PRIT Fund of 7.00%.

The nine-member board of trustees, as trustees for each retirement system that invests in the PRIT Fund, has the authority: to employ an Executive Director, outside investment managers, custodians, legal counsel, consultants and others as it deems necessary; to formulate policies and procedures; and to take such other actions as necessary and appropriate to manage the assets of the PRIT Fund.

PRIM is the legal custodian of the PRIT Fund and has fiduciary responsibility for the assets transferred to the PRIT Fund by state and local retirement systems. PRIM selects the PRIT Fund's investment managers and advisors, reviews and evaluates total PRIT Fund and individual investment manager performance, and performs various other activities in the daily management of the PRIT Fund. As of June 30, 2022, the PRIT Fund had net assets totaling approximately \$100 billion.

PRIM is governed by Massachusetts General Laws, Chapter 32 and oversees the PRIT Fund under the terms of its Operating Trust dated July 15, 1988 and amended on September 22, 1998 (a copy of which is available at www.mapension.com). The members of the Board, in conjunction with the Executive Director, determine policies and make decisions concerning the administrative and investment operations of the PRIT Fund.

PRIM has established advisory committees (Investment, Administration & Audit, Real Estate & Timber and Compensation) to provide a broad range of input to the Board. These committees are generally composed of several Board members and several non-Board members having investment and/or business and/or other relevant expertise. Significant policies and investments are ultimately approved by the Board.

B. Massachusetts General Laws (MGL Chapter 32)

PRIM is governed by Massachusetts General Laws (“MGL”), Chapter 32, Sections 22 and 23 (web link <https://malegislature.gov/laws/generallaws/parti/titleiv/chapter32>) and oversees the PRIT Fund under the terms of PRIM’s Operating Trust dated July 15, 1988 and amended on September 22, 1998. The members of the Board, in conjunction with the Executive Director, determine significant policies and decisions concerning the administrative and investment operations of PRIM and the PRIT Fund.

C. Massachusetts Conflict of Interest Law (MGL Chapter 268A)

The Massachusetts Conflict of Interest Law (web link: <https://malegislature.gov/Laws/GeneralLaws/PartIV/TitleI/Chapter268a>) applies to PRIM and can have application to persons performing services to PRIM by contract.

D. Massachusetts Open Meeting Law (Chapter 30A, Sections 18-25)

The Massachusetts Open Meeting Law (MGL Chapter 30A, Sections 18-25, web link: <https://www.mass.gov/the-open-meeting-law>) is designed to ensure transparency in public policy deliberations. The Open Meeting Law requires, with some exceptions, that meetings of public bodies such as PRIM be open to the public.

E. PRIM’s Advisors

Outside advisors and managers (some of whom are identified in **Exhibit A**) are engaged for their expertise and retained to assist PRIM in the areas of general portfolio strategy and investments and related services. BNY Mellon is the PRIT Fund's custodian and is responsible for providing record-keeping and analytic performance valuations for the PRIT Fund.

III. SCOPE OF SERVICES

The purpose of this request is to add to an approved list of attorneys and firms for investment legal services that PRIM may require from time to time. PRIM anticipates that such legal services will be provided on both an “on call” basis and in connection with specific projects that may arise from time to time. The legal services may relate both to assisting with the development and implementation of PRIM’s investment initiatives and providing legal advice and representation to PRIM.

PRIM intends to approve and add to its qualified list of providers based on PRIM’s evaluation of the Responses in accordance with the Selection Criteria contained in Section V of this RFQ to assure that PRIM has ongoing and expeditious access to legal service providers at competitive (and preferably discounted) rates.

The legal and related services that are the subject of this RFQ include, but are not limited to, the following:

1. Legal advice and assistance with drafting, negotiating, interpreting and terminating investment manager and other service provider contracts.
2. Assistance with drafting, negotiating, interpreting and completing investment subscription documents.
3. Assistance with drafting, negotiating, interpreting and/or amending Real Estate, Timber, Private Equity, and Hedge Fund documents, including co-investments with managers/general partners/partnerships and including direct investments in those asset classes, and overall legal advice regarding alternative investments.
4. Other: in addition to the legal services specified above, PRIM invites each Respondent to identify in its Response any additional category or categories of legal and related services that it is qualified to provide, and that PRIM may require or benefit from, and for which it would like to be considered for selection under this RFQ.

PRIM will select firms to be approved to provide the legal services described above. PRIM may choose, in the sole exercise of its discretion, to select all, some, or none of the Respondents. In addition, selection of a Respondent pursuant to this RFQ does not guarantee that PRIM will award any work for legal services to any of the Respondents.

IV. RESPONSE SPECIFICATIONS

A. Responses Deadline

Responses, including all attachments, must be delivered electronically via e-mail to Renee LeFevre at rfpresponses@mapension.com, by 3:00 p.m. ET on September 16, 2022 (see TIME TABLE in Section VII). The e-mail subject header should be in the following format: “PRIM Legal Services - Name of Responding Firm.”

The questions and/or requests made in this RFQ should be duplicated in their entirety in the Respondent's proposal, with each question and/or request repeated before the answer or response. **Any Response received after the Response Deadline will not be considered.**

All electronic (email) documents submitted must be 40 MB or smaller in size. If necessary, the Respondent should separate the RFQ submission into multiple emails to ensure the 40 MB size requirement is not exceeded. The respondent is responsible for ensuring that a complete electronic RFQ Response is received prior to the Response Deadline.

Copies of this RFQ can be obtained electronically on the PRIM website at www.mapension.com.

B. Required Enclosures and Attachments

1. Cover Letter

The response must be accompanied by a cover letter, which will be considered an important part of the response, and which shall be signed by at least one individual authorized to bind the respondent contractually. This cover letter must include: (a) an executive summary of the Respondent's proposal, (b) the Respondent's name and address; (c) name, phone number, and email address of the person proposed to be the principal Respondent contact; (d) the title or position which the signer of the cover letter holds in the firm; and (e) a statement to the effect that the Response is a firm and irrevocable offer of the respondent. The executive summary shall not be more than 2 pages single-spaced in length and shall be suitable for distribution to PRIM Board and Committee Members.

2. Law Firm Information.

- a) **Qualifications and Experience.** All Responses must include a statement of minimum qualifications, and any additional experience and expertise as described in Section VI (Qualifications and Experience). The Respondent should also provide a description and history of the firm. The Response also should specifically indicate the firm's current and historical expertise in providing investment legal services and specifically to public pensions if the Respondent has such experience.
- b) **Resumes of Individuals.** All Responses must include resumes of each individual proposed to provide services to PRIM as well as written descriptions of the individuals' experience in investment legal services. All Respondents must identify the individual(s) who will have primary responsibility for contact and communications with PRIM. PRIM reserves the right to reject a Respondent's use of any particular individual to perform legal services, within PRIM's sole discretion. Any changes by Respondent to personnel to provide services to PRIM requires approval by PRIM and PRIM reserves the right to terminate a Respondent's contract if it changes personnel providing services to PRIM without approval by PRIM.
- c) **Conflicts of Interest.** Responses must describe any existing or potential conflict of interest that will or could arise and that should be considered by PRIM, and must provide sufficient facts, describe the legal implications, and the possible effects so that PRIM can evaluate and appreciate the significance of each potential conflict.

- d) **Malpractice and Discipline.** Respondents must provide the dollar limits of malpractice and/or errors/omissions coverage, and state whether the Respondent has settled any past claims or has any claims pending against it currently related to similar services. Please indicate whether the Respondent or any attorneys identified in the Response have been named as a defendant in any malpractice or disciplinary actions and if so, briefly describe any such action and the outcome of such action.
 - e) **References.** All Responses must identify at least two (2) clients references of the firm, and preferably clients who have utilized the firm on matters related to investment legal services. The references must include the full name of the client, the name of the contact person, a phone number, an email address, and a geographical location. In addition to the foregoing, please include a listing of public and private clients for whom the Respondent firm has provided services.
 - f) **Pending Litigation.** All Responses must include details of any relevant judgment, criminal conviction, investigation or litigation pending against the Respondent or any of its officers, directors, employees, agents or subcontractors of which the Respondent has knowledge, or a statement that there are none. PRIM reserves the right to reject a Response based on this information.
 - g) **Representations and Warranties.** The Representations and Warranties contained in Section IX hereof, signed by an authorized officer of the Respondent, must be included as an attachment to the cover letter referenced in Section IV.B.1 above.
 - h) **Disclosure Statement.** Attached to this RFQ as Exhibit B is a PRIM Disclosure Statement. Each firm submitting a response must complete the PRIM Disclosure Statement and submit it as an attachment to the cover letter referenced in Section V.B.1 above. **YOU MUST COMPLETE THE PRIM DISCLOSURE STATEMENT OR YOUR SUBMISSION MAY NOT BE CONSIDERED.**
 - i) **Fee Proposal.** All Responses must include a fee proposal, and if hourly rates are proposed, they must be proposed on the form contained in Section X below. Respondents should please note that work performed must be billed in accordance with the fee proposal provided by the Respondent.
- 3. **Responses to Minimum Qualifications (Section VI)**
The Respondent must describe in sufficient detail how the firm meets the Minimum Qualifications.
 - 4. **Responses to Questions (Section VIII)**
The Respondent must provide complete response to the questions contained within this RFQ.

C. Public Record and Website Posting

In accordance with Chapter 66, Section 10 and Chapter 4, Section 7(26) of the Massachusetts General Laws, upon the expiration of the Response Deadline, Responses to this RFQ could be deemed to be public records, and as such could be subject to requests for public disclosure. Additionally, in

accordance with Chapter 66, Section 19(b)(v) of the Massachusetts General Laws, the RFQ Response that is submitted by the Respondent(s) selected to provide services to PRIM will be posted on PRIM's website (www.mapension.com).

D. Withdrawal/Irrevocability of Responses

Respondents may withdraw and resubmit Responses prior to the Response Deadline. No withdrawals or re-submissions will be allowed after the Response Deadline.

E. Waiver/Cure of Minor Informalities, Errors and Omissions

PRIM reserves the right to waive or permit cure of minor informalities, errors or omissions prior to the selection of finalists, and to conduct discussions with any qualified proposers and to take any other measures with respect to this RFQ in any manner necessary to serve the best interest of PRIM and its beneficiaries.

F. Communications with PRIM

Respondents may withdraw and resubmit responses prior to the Response Deadline. No withdrawals or re-submissions will be allowed after the Response Deadline.

The Procurement Officer for this RFQ is:

Renee LeFevre
Chief Legal Counsel – General Counsel
Pension Reserves Investment Management Board
84 State Street
Boston, Massachusetts 02109
rfpresponses@mapension.com
Telephone: (617) 946-8401

As of **August 1, 2022**, persons and entities intending to submit a response should not contact any PRIM staff, members of the Administration and Audit Committee or any other PRIM committees, members of the PRIM Board, or employees of the Massachusetts Treasury, other than the Procurement Officer(s) identified above. An exception to this rule applies to persons and entities currently doing business with PRIM, but any such contact made with persons other than the Procurement Officer must be limited to that business and must not relate to this RFQ. In addition, Respondents should not discuss this RFQ with any employee of PRIM’s custodian, PRIM’s managers, consultants, legal counsel or other PRIM advisors.

FAILURE TO OBSERVE THIS RULE IS GROUNDS FOR DISQUALIFICATION

G. Questions Regarding this RFQ

All questions concerning this RFQ must be received by the Procurement Officer(s) by **3:00 p.m. EDT, August 19, 2022** (the "Question Deadline"), in writing, via e-mail sent to rfpresponses@mapension.com. Questions received before the deadline will be answered and circulated by e-mail to all Respondents who have proposed a question. Respondents that have requested prior to the deadline, in writing, a copy of the questions and the responses will also receive them. Questions, or requests for a copy of the questions and the responses, that are received after the Question Deadline will not be considered.

H. Incurring Costs

PRIM will not be liable for any costs incurred prior to entering a contract with the selected proposer or proposers.

I. Rejection of Responses; Cancellation

PRIM reserves the right in its sole discretion to reject any response, as well as the right to reject all Responses submitted in response to this RFQ, and to cancel and rescind the procurement at any time, for any reason or for no reason.

V. SELECTION PROCESS AND SELECTION CRITERIA

PRIM will evaluate each Response to determine if it was submitted in accordance with the requirements set forth in this RFQ, including whether the proposing firm meets the Minimum Qualifications of Section VI.

Responses will be evaluated by an Evaluation Committee which may include members of the PRIM Board, its advisory committees, and staff (the "Evaluation Committee"). If helpful to PRIM's evaluation, the Evaluation Committee may invite one or more Respondents to PRIM for an interview.

The Evaluation Committee will assess the Respondent's qualifications based on the following criteria:

1. Relevant Qualifications and Experience with Similar Clients.
2. Knowledge of subject matter.
3. Quality of Response to the RFQ (both in terms of content and presentation).
4. Proposed Team.
5. References.

The Evaluation Committee will then submit its results and make its recommendation to the PRIM Administration and Audit Committee, which will make a recommendation to the PRIM Board. The Administration and Audit Committee may accept the recommendations of the Evaluation Committee, and/or may recommend other or additional respondent(s) to the PRIM Board. The selections(s) will ultimately be made by the PRIM Board.

VI. MINIMUM QUALIFICATIONS

Respondent(s) must meet the following minimum qualifications to be given further consideration in PRIM's search for legal services provider(s). Failure of a respondent to meet the minimum qualifications applicable to the services for which it is submitting a Proposal will result in the Proposal's rejection. **Please describe your firm's Minimum Qualifications as outlined below:**

The attorney primarily responsible for providing the investment legal services listed in Section III to which the Respondent is responding must: 1) be properly licensed and in good standing to do so, and 2) have at least five years of relevant experience in providing those legal services to clients.

A. Experience and Expertise.

PRIM's legal needs will generally call for attorneys and service providers with experience and expertise in the categories identified in Section III of this RFQ and in the following areas.

1. Experience working in government, and also working with government agencies, and in particular Massachusetts state government.
2. Experience working with governments agencies that invest government assets.
3. Experience working on legal issues with government agencies that interact with PRIM.

4. Experience assisting clients in responding to information requests issued by litigants, government regulatory and investigatory agencies, public records requesters, and the like.
5. Experience in organizational governance issues, and in particular issues related to government entities, non-profit entities, and investment funds.
6. Experience in working with boards and subcommittees and staffs, and their interactions and inter-relationships.
7. Identifying, monitoring and assisting in managing litigation claims arising from investment portfolios such as the PRIT Fund.

Please describe your firm’s relevant experience and expertise.

[Insert response here.]

VII. TIMETABLE

The following is the tentative time schedule for the RFQ. All dates are subject to modification by PRIM with notice, and any such modifications will be posted on PRIM’s website.

Issuance of RFQ:	August 1, 2022
RFQ Question Deadline:	August 19, 2022, 3:00 p.m. ET
RFQ Response Deadline:	September 16, 2022, 3:00 p.m. ET
Evaluation Committee Interviews*:	Beginning Week of October 3, 2022
Administration & Audit Committee Meetings:	November 17, 2022 February 2023 May 2023
PRIM Board Meetings:	December 1, 2022 February 2023 May 2023

*Any interviews will be held either at PRIM ‘s offices in Boston, MA or remotely via Zoom or other means.

Any questions should be directed to the Procurement Officer at: rfpresponses@mapension.com.

VIII. QUESTIONNAIRE

1. Is your organization a Minority Business Enterprise, a Women Business Enterprise or a Veteran Business Enterprise, certified by the Massachusetts Supplier Diversity Office (SDO) or by an agency equivalent to the SDO (and if so please indicate the name of the equivalent agency)?
2. Is your organization a Disability-Owned Business Enterprise, an LGBT-Owned Business Enterprise, a Veteran-Owned Business Enterprise, a Service-Disabled Veteran-Owned Business Enterprise, a Service-Disabled Veteran Disability-Owned Business Enterprise, or Veteran Disability-Owned Business Enterprise appearing in either:
 - 1) the Directory of Certified Businesses maintained by the Massachusetts Supplier Diversity Office (SDO) and its certifying partner organizations (the U. S. Business Leadership Network, the National Gay and Lesbian Chamber of Commerce, and the U. S. Department of Veterans Affairs); or
 - 2) the directory of an equivalent certifying agency (and if so please indicate the name of the equivalent certifying agency)?
3. The PRIM Board believes that diversity of thought leads to better decision making. Please describe how your organization works to foster diversity of thought. Please describe how your firm recruits and retains diverse employees, ensures wage-equality within your organization and the diversity of your top management and if applicable, on your board of directors. Please limit your response to no more than 1 page.

IX. REPRESENTATIONS AND WARRANTIES

All Respondents are required to submit an executed copy of the following Representations and Warranties as an attachment to the cover letter described in Section IV.B. of this RFQ:

- A. Respondent warrants that all the information it provides in the Response to this RFQ is true and correct and does not omit any material facts or responsive information.
- B. Respondent warrants that it will not delegate its responsibilities without prior approval from PRIM.
- C. Respondent warrants that it has not been in bankruptcy and/or receivership.
- D. Respondent warrants that it has completed, obtained, and performed any and all necessary registrations, filings, approvals, authorizations, consents or examinations required by a government or governmental authority for provision of the proposed services.
- E. Respondent warrants that it satisfies all of the Minimum Qualifications set forth in Section VI of this RFQ.

Signature

Print Name

Title

X. FEE PROPOSAL

This RFQ will authorize an engagement letter. The services detailed under “SCOPE OF SERVICES” in Section III of this RFQ should form the basis for the proposed engagement. The “Fee Proposal” contained in Section X will serve as the basis for all contractual fees under the engagement.

NAME OF RESPONDENT _____

Please detail in this Fee Proposal the type and dollar value of the fee arrangements that you propose. The offered fees and rates and billing structures should include a stated willingness (and preferably a commitment) to offer additional discounts, flat fees, blended rates, fee caps and other forms of competitive pricing. Please note that state finance law prohibits payment of retainers in advance of the provision of services.

All Responses proposing hourly billing rates must include a detailed explanation of the hourly rates for each individual identified as a provider of legal services. Hourly rates are to be provided in the table below. Additionally, Respondents must include explanations of any other expenses (*i.e.*, photocopying, faxing, telephone usage, etc.). PRIM typically does not reimburse non-extraordinary travel costs nor pay fees for time spent in non-extraordinary travel.

Please include a chart similar to the following:

Organization/Firm Position*	Name	Hourly Rate
Most Senior Attorney/Client Contact		
Other Senior Attorney		
Junior Attorney 3		
Junior Attorney 2		
Junior Attorney 1		
Paralegal		

**Please note who will serve as the client contact responsible for the PRIM relationship.*

Respondents should note that PRIM typically asks its service providers agree to contractual “Most Favored Nation (“MFN”)” language such as the following:

“In the event that the [service provider], currently or at any time during the term of this Agreement, is a party to or enters into an agreement with a party other than PRIM to perform services that are substantially similar to those under the Agreement with PRIM at a lower or more favorable fee, the [service provider] will promptly notify PRIM of such arrangement and offer PRIM the same arrangement.”

A Respondent willing to agree to such a “MFN” contractual provision should so indicate in its Fee Proposal; a Respondent unwilling to agree to such a “MFN” contractual provision should likewise so indicate in its Fee Proposal.

XI. EXHIBITS

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EXHIBIT A

PRIM's Strategic Asset Allocation,

1. PRIM's Strategic Asset Allocation as of February 17, 2022

Asset Class	Long Term Target Range
Global Equity	33 - 43%
Core Fixed Income	12% - 18%
Value-Added Fixed Income	5% - 11%
Private Equity	12% - 18%
Real Estate	7% - 13%
Timberlands	1% - 7%
Portfolio Completion Strategies	7% - 13%

2. PRIM's Investment Managers

See list of PRIT Fund Service Providers on PRIM website
<https://www.mapension.com/investments/#prit-fund-service>

EXHIBIT B

PRIM Disclosure Statement

**COMMONWEALTH OF MASSACHUSETTS
PENSION RESERVES INVESTMENT MANAGEMENT BOARD**

DISCLOSURE STATEMENT

FIRM: _____
ADDRESS: _____

Firms seeking to provide investment management, consulting, custody, recordkeeping, auditing, and other professional services (the “engagement”) to the Commonwealth of Massachusetts Pension Reserves Investment Management (“PRIM”) Board and/or the Pension Reserves Investment Trust (“PRIT”) Fund must complete a disclosure statement providing complete and accurate responses to the questions below. Firms selected to provide such services to the PRIM Board and/or the PRIT Fund have a continuing obligation to update responses to these questions, in writing, immediately upon any change to such responses. The questions in this Disclosure Statement should be read broadly, and any perceived ambiguity should be resolved in favor of disclosure. Any questions concerning the disclosures required should be directed to the PRIM Board.

1. Provide a general description of your firm’s organizational structure, identify any managing partner(s), members of the management committee, officers and/or directors, and, for any affiliate entities, the managing partners, officers, and directors (all such individuals or entities hereinafter collectively referred to as the “Firm”).

[Insert response here.]

2. Identify any relationship of the firm, its joint ventures, consultants, lobbyists, subcontractors or third-party contractors that relate in any way to the engagement.

[Insert response here.]

3. Aside from the engagement, describe any services provided by the Firm to the PRIM Board and/or the PRIT Fund.

[Insert response here.]

4. Aside from the services described in response to Question 3, above, describe any services and/or donations provided by the Firm to the Office of the State Treasurer and Receiver General or any trust, board, commission or authority of which the State Treasurer and Receiver-General is a member or trustee by virtue of her office. (A list of such entities is attached.)

[Insert response here.]

5. Aside from the services and/or donations described in responses to Questions 3 and 4, above, describe any services provided by the Firm to any of the political subdivisions of the Commonwealth.

[Insert response here.]

6. Did or will the Firm provide or share, agree to provide or share, or arrange to provide or share any compensation or benefit, direct or indirect, to any individual or entity for assisting the Firm in:
- a) Obtaining the engagement; or,
 - b) Performing the services required by the engagement.

If the answer to Question 6 is “yes,” provide for each the individual or entity

- a) The name and address of such individual or entity;
- b) A description of the assistance provided; and
- c) The compensation or benefit.

[Insert response here.]

7. Does the Firm have any ongoing relationship, arrangement or agreement with any individual or entity with respect to sharing compensation for services to:
- a) The PRIM Board and/or the PRIT Fund;
 - b) Any trust, board, commission, or authority of which the Treasurer is a member or trustee by virtue of her office; or
 - c) The Commonwealth of Massachusetts or its political subdivisions?

If the answer to Question 7 is “yes,” provide for each such individual or entity

- a) The name and address of such individual or entity;
- b) A description of the relationship, arrangement or agreement; and,
- c) The compensation shared.

[Insert response here.]

Signed under the penalties of perjury this _____ day of _____, 2022.

Name: _____
(Print)

Signature: _____

Title: _____

TREASURER'S PRINCIPAL BOARDS, COMMISSIONS AND AUTHORITIES*

1. Advisory Board to the Comptroller – M.G.L. c. 7A, § 2
2. State Retirement Board – M.G.L. c. 10, § 18
3. State Lottery Commission – M.G.L. c. 10, § 23
4. Board of Bank Incorporation – M.G.L. c. 26, § 5
(Division of Banks and Loan Agencies)
5. Water Pollution Abatement Trust (now known as the Clean Water Trust) – M.G.L. c. 29C, § 2
6. Pension Reserves Investment Management Board – M.G.L. c. 32, § 23(2A)
7. Massachusetts Convention Center Authority – Chapter 190 of the Acts of 1982 §§ 31-48
8. Massachusetts School Building Authority – M.G.L. c. 70B, §§ 1A & 3A; *see also* M.G.L. c. 10, § 35BB
9. Teachers' Retirement Board – M.G.L. c. 15, § 16
10. Alcoholic Beverages Control Commission – M.G.L. c. 10, § 70
11. Health Care Security Trust – M.G.L. c. 29D, § 4
12. Commissioners on Fireman's Relief – M.G.L. c. 10, § 21
13. Economic Empowerment Trust Fund – M.G.L. c. 10, §35QQ

* The above-listed Boards, Commissions or Authorities are any which are a Treasury Department, Division or Affiliated Entity or by statute have a position which may be held by the State Treasurer and Receiver General or her designee.