



State of Wisconsin
Department of Employee Trust Funds
4822 Madison Yards Way
Madison, WI 53705-9100
P. O. Box 7931
Madison, WI 53707-7931

Contract by Authorized Board

Commodity or Service:

Strategic Partner for Pension Administration System

Contract No./Request for Proposal No:

ETC0051 Amendment 1 dated September 4, 2025

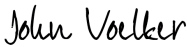
Authorized Board: Employee Trust Funds Board

Contract Period: January 1, 2024 through December 31, 2028 with the option for renewal for two additional two-year periods.

1. This Contract Amendment 1 is entered into by the State of Wisconsin Department of Employee Trust Funds (Department) on behalf of the State of Wisconsin Employee Trust Funds Board (Board), and Linea Solutions, Inc. (Contractor), together the Parties to this Contract. Contractor's address and principal officer appear below. The Department is the sole point of contact for this Contract.
2. Whereby the Department agrees to direct the purchase and Contractor agrees to supply the Contract requirements in accordance with the documents specified in the order of precedence below, which are hereby made a part of this Contract by reference.
3. Department will have all titles, rights, and interests in materials developed during the course of any work performed under this Contract. The Department hereby grants to Contractor an irrevocable license to use, in the sole discretion of Contractor, copies or derivatives of works based on the materials created during any work performed pursuant to this Contract, provided that any confidential or identifying information be redacted. All work product created by Contractor pursuant to this Contract will be owned by Department, however, because Contractor's work product for the Department may be a derivative of work from other Contractor-client projects, Department grants Contractor the right to re-use any non-sensitive materials (i.e., materials that are not and do not contain confidential or identifying information) for other, subsequent Contractor-client projects.
4. The Parties agree that during the course of this Contract, the Department may request that Contractor's resources be assigned to other projects with separate deliverables in addition to or in exchange for replacing and/or modifying Tasks 1-8 as defined in RFP ETC0051. This exchange must be mutually agreed to by the Parties in writing.
5. The Parties agree that Contractor is not proposing any subcontractors for the Services performed under this Contract. Contractor agrees to notify the Department as soon as possible, but no later than 30 Calendar Days, in the event subcontractor services are used by Contractor to perform the Services under this Contract.
6. This Contract Amendment 1 adds:
 - attached Linea Statement of Work (SOW) 01 – Tasks: 1, 2, 3, and 8 signed May 7, 2024 and
 - attached Linea SOW 02 – PAS Preparation Support under Task 9 signed September 4, 2025 with a do not exceed limit of \$171,206.35 for the remainder of Tasks 3 and 9.
7. For purposes of administering this Contract, the order of precedence is:
 - (a) This Contract Amendment 1 dated September 4, 2025
 - (b) The Contract dated December 14, 2023;
 - (b) Exhibit A;
 - (c) Department Terms and Conditions dated June 1, 2022;
 - (d) Contractor's Proposal dated May 19, 2023; and
 - (e) Request for Proposals (RFP) ETC0051 dated April 12, 2023.

Contract Number & Service: ETC0051 Strategic Partner for Pension Administration System

This Contract shall become effective upon the date of last signature below (the “Effective Date”).

State of Wisconsin Department of Employee Trust Funds	
A. John Voelker, Secretary Department of Employee Trust Funds	
Signature: 	
Date of Signature:	9/5/2025
Phone: (608) 266-0301	

Contractor	
Legal Company Name: Linea Solutions, Inc.	
Trade Name: Taxpayer Identification Number: 95-4723968	
Contractor Address: 4551 Glencoe Avenue, Suite 140 Marina del Rey, CA 90292	
Name/Title (person authorized to legally sign for Contractor): Akio Tagawa, President and CEO	
Signature: 	
Date of Signature:	9/4/2025
Email: atagawa@lineasolutions.com Phone: 310.261.1333	



Linea Statement of Work 01 – Tasks: 1, 2, 3, and 8

This Statement of Work outlines Linea Solutions, Incorporated’s (“Linea”) proposed scope of services to assist the State of Wisconsin Department of Employee Trust Funds (“Client” or “ETF”) with requirements development, RFP Development, Vendor Selection, and Budget Request Support for the selection and acquisition of a new pension administration system (the “Project”). This Statement of Work 01 includes Project Charter 1 which covers procurement and selection Tasks 1, 2, 3, and 8 and its components. Project Charter 2 will include implementation Tasks 4, 5, 6, and 7.

In connection with Linea’s performance of work described herein, Linea agrees it will not use or disclose Confidential Information, as defined in ETF’s Department Terms and Conditions s. 22.0. This includes all non-public information in an Artificial Intelligence (AI) model unless approved by the Department in writing. Until Linea implements its own in-house Large Language Model (LLM) AI, Linea agrees to limit use of AI models to accomplish all Tasks under RFP ETC0051 to publicly available information about ETF. Linea agrees to provide ETF with the details of their in-house AI model and receive ETF’s approval prior to using or disclosing Confidential Information in said tool.

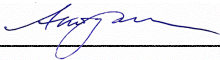
Name of Project

Strategic Partner for Pension Administration System

Linea Solutions Project Contact
Kimm Nasser-Fenn (818) 335-6032

Linea Solutions Account Manager
Kevin Lynch (438) 524-4123

<div>Linea Solutions, Inc.</div> <div>Address 4551 Glencoe Avenue Suite 140 Marina del Rey, CA 90292</div> <div>Office No (310) 331-8133</div>	<div>Department of Employee Trust Funds Attn: (Michelle Baxter)</div> <div>Address 4822 Madison Yards Way Madison, WI 53705-9100</div> <div>Office No (608) 266-0301</div>
--	--



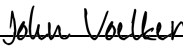
Signature

Akio Tagawa, President & CEO

Name (Print), Title

5/6/2024

Date



Signature

John Voelker, Secretary

Name (Print), Title

5/7/2024

Date

Executive Summary

ETF has contracted Linea to assist with the procurement and implementation of a Pension Administration System (PAS). This engagement is expected to last at least five (5) years and includes the procurement of a PAS vendor and implementation oversight of the Project. Linea’s services have been aligned to eight major tasks. The first three tasks cover system requirements gathering, RFP development, and vendor selection (together tasks referred to as “PAS Search and Selection”). Tasks 4 through 7 consist of oversight, change management, IV&V, and knowledge transfer throughout system implementation. Task 8 consists of budget request development and support. This Statement of Work (SoW) covers Tasks 1 through 3, and Task 8. In order to align with the Wisconsin biennial budget timeline, ETF requires the PAS RFP be published no later than November 1, 2024 and the Proof of Concept completed by April 30, 2025.

Background of the Project

ETF is in the process of replacing multiple outdated legacy systems, and a pension administration system is a major component in ETF’s transformation journey. ETF has four strategic goals, with the ultimate business outcome of serving customers as they prefer to be served. The chosen solution strategy is to implement multiple, best-of-breed, commercial-off-the-shelf (COTS) solutions, each specializing in a specific business area that is reflected in the related programs: imaging, data, technology, insurance administration, pension administration, and customer relationship management. ETF’s defined roadmap includes a Pension Administration System (PAS) replacement, which will be the third major business system in ETF’s replacement roadmap.

In order to move the organization from its current state into one that effectively leverages the capabilities of the new PAS, ETF has contracted with Linea to assess the current business environment, elicit and document requirements, prepare a PAS Request for Proposal (RFP), and assist with PAS vendor selection.

Task Overview

Under this Statement of Work, Linea will perform the following services to assist ETF with requirements and procurement of a new PAS:

Task 1 – System Requirements Gather and define functional and non-functional requirements for a PAS together with ETF’s staff (project management office, subject matter experts, and Information Technology staff). Review and validate business rules, architecture (including security), policies, statutes, roles, processes, and procedures and identify gaps and improvement opportunities.
Task 2 – RFP Development/Writing Develop a request for proposal (RFP) for a PAS in collaboration with ETF staff around identified requirements to allow for PAS vendors to properly scope the needed implementation. The PAS RFP will include the requirements, proposed team, timeline, worksite location, data conversion expectations, system architecture, level of support during and after implementation, training details, and cost (one-time implementation and on-going/operational costs) and other items as appropriate such as developing an evaluation worksheet and the ability to allow vendors to respond to portions of the RFP. Linea understands the RFP must follow ETF’s standard procedures and State of Wisconsin Ch. 16 procurement rules.
Task 3 – Vendor Selection Assist the PAS Evaluation Committee with proposal review and vendor selection as requested by the ETF Procurement Lead. After the issuance of the PAS RFP, assist with answering vendor questions, educate the PAS Evaluation Committee on the evaluation criteria, and assist ETF with interpreting the responses submitted by the PAS vendor. As part of the PAS vendor selection process, assist ETF staff with the development and execution of a Proof of Concept (PoC) exercise including PoC evaluation criteria that one or more vendors reasonably apt to receive an award will be requested to conduct.
Task 8 – Support Budget Requests Work with ETF’s budget director and other senior leaders as needed to develop and support a formal budget request (biennial and/or Wis. Stat. § 13.10) for the PAS.

Proposed Approach

Task 1 – Requirements

Project Initiation

After an initial project kick-off meeting, Linea will work to create Project Charter 1 and its components. These will be refined and finalized with ETF over the first few weeks of the Project.

Project Charter 1 will include organizational goals and objectives of the Project, its scope, high level timeline, and expected deliverables. Contents of the Project Charter 1 include Project governance, Project communication plan, resource plan, quality plan, change control and change methodology, and reporting frequency and format.

During Project Initiation ETF and Linea will establish a Project reporting frequency and the schedule for Tasks 1, 2, 3, and 8.

Evaluate Current System / Needs Assessment

During this phase Linea will work with ETF leadership and staff to understand foundational issues that will guide the PAS requirements and procurement steps.

Linea will perform a high-level assessment of ETF's current business and technical processes, systems, data, and security. The assessment will focus on the following items:

- What are ETF'S highest priorities?
- How are business processes impacted by relevant legislation?
- What workarounds and systems are currently in place?
- How well is the current system meeting the needs of the membership? To what extent is the system affecting member service?
- What are the major functional gaps in the current solution?
- How is the system integrated across platforms and services offered by ETF?
- What is the current legacy system architecture and what is the future state modernized architecture?
- What is the current state of the Disaster Recovery (DR) and Business Continuity Plans (BCP)?
- What is the current architecture around data security and what should be the future state around data security?
- What is the state of legacy data, in terms of both completeness and accuracy, and what is the strategic direction for data management?
 - Linea will conduct a series of meetings with ETF staff to understand the key business processes within the organization and the gaps within these processes.

Linea will hold walkthrough sessions with the system subject matter experts (SMEs)/owners to understand the legacy functionality at a high level:

- **Business Process Walkthrough of systems.** ETF staff will demonstrate each major function of the systems involved in pension to Linea. Linea will ask questions in order to be sure of a solid understanding of how the systems function for the users. Of particular interest will be functional gaps in the systems – what is missing? What functionality is present but not working efficiently or well? How do the systems compare from a functional standpoint to a typical retirement and benefits system?

- **Technical Walkthrough of systems.** Linea will meet with ETF staff for a high-level review of the current systems' scope of functionality, architecture, data flow, security, major interfaces and integrations, document imaging, server infrastructure, and support and maintenance structure.
- **Cybersecurity Walkthrough.** Linea will review the current capabilities and requirements of ETF and based on the technical functionality and interfaces and data management requirements of the PAS, gain an understanding of the specific security controls the new PAS will require.
- **Data Assessment.** Linea will perform an initial data assessment, including examining the current data architecture. Linea will meet with ETF to discuss data quality and gaps in the data. Linea will compare the data available to commonly found data in PAS software solutions to determine if this may impact the implementation.
- **Gap Analysis.** Having analyzed all functional, technical, security, and data gaps, Linea will compile and prioritize them using a three-level system: critical gaps, important gaps, and nice-to-haves. Linea will use this analysis to guide discussion with ETF staff.
- Linea will collaborate with ETF staff to develop Project scope, initial resourcing and budget recommendations, and an initial implementation timeline.

The deliverable from this phase is an Operational Needs Assessment. This document will include a summary of the information gathered during this phase, which could include the following:

- A detailed series of replacement recommendations
- A prioritized listing of functional and process gaps
- An assessment of the legacy data
- Cybersecurity overview
- Recommended functional scope of a new PAS
- A recommended PAS strategy
- Consideration of hosted, on-site, and cloud PAS infrastructure and the architectural impacts of each
- Preliminary estimated resource analysis for PAS implementation
- Preliminary estimated budget for PAS implementation and related program components
- Preliminary ETF staffing resource assessment

Developing Requirements

Linea's requirements elicitation includes an initial planning period followed by an iterative six-step cycle for each business process, described below.

Step 1: Review Existing Documentation

Linea analysts will gather existing legacy documentation and organize it by business process, focusing on the following documentation:

- Summary Plan Descriptions
- Federal and State statutes
- Administrative rules / documentation
- Process and procedure documentation
- Legal memos explaining benefits rules or cases
- Audit reports and findings
- Linea analysts will organize available business rule documentation in advance of each work session and review this documentation with ETF staff to answer questions and ensure that the information is current.

Step 2: Discovery Sessions

The bulk of the activity within this phase is the subject matter expert (SME) work sessions. Linea will build a list of SMEs with ETF based on who is responsible for each process.

Linea will work with ETF staff to confirm the business functions and processes that will comprise the PAS. ETF will identify the SMEs for each process or technical area, and Linea will propose a schedule of work sessions over an approximately eight-week period:

- Work sessions are typically conducted three days per week, two sessions per day
- Meetings will be limited to no more than two hours
- Some processes will require multiple work sessions.
- Linea will send a detailed agenda to ETF staff in advance. Meeting attendees are asked to bring the documentation they use that is relevant to the process, and to be prepared to review the process workflow and business rules.

All work sessions will be documented. The output of these meetings is a series of individual requirements documents.

Step 3: Analyze and Validate

During this step in the process, Linea will analyze the current business processes and preliminary requirements based on a comparison with other, similarly structured public retirement and benefit systems and in terms of the available vendor solutions.

Step 4: Document Requirements

Linea will organize process documentation in individual documents by process name. These documents will contain:

- Process objectives

- Business rules
- As-is process flows
- Process gaps
- Proposed future-state process flows
- Recommendations for process improvement
- User stories and functional specifications

Linea uses the Business Process Model and Notation (BPMN2) standard specification for process flows.

Step 5: Review and Finalize Documentation

- Linea will circulate a draft document for ETF staff to review, and then hold a review session to walk through each section of the document. Linea's analysts ensure that ETF staff as designated understand the requirements and agree that there are no significant gaps in functional requirements.
- Based on ETF feedback, Linea will revise the initial draft and circulate the revised version as the second and final draft.

Step 6: Management Approval

Once ETF staff have signed off on the final deliverable, Linea will send the deliverable to the Director of the Office of Enterprise Initiatives for a final approval.

Task 2 – RFP Development

RFP Development

During this step the RFP for the PAS is written. The steps in the process are:

- **Outline Sections.** Linea will first produce an RFP outline to review with ETF management. This will contain all sections and will identify the content required for each section.
- **Establish procurement process.** Linea will work with ETF Procurement to create a preliminary timetable, determine the process to identify compliant proposals, narrow down the selection to finalists, and select a preferred vendor.
- **External consultation.** Linea will provide guidance to ETF to identify items requiring consultation from outside sources, such as for contract and insurance requirements, and how they will be addressed.
- **Develop evaluation criteria.** Linea will work with ETF management to develop evaluation criteria to be published in the RFP. An evaluation worksheet is developed in this phase.
- **Develop response format.** Linea will develop a suggested response format for the vendors to ensure clear, economical, and comparable responses.
- **Draft RFP.** Linea will work with ETF to draft the RFP document in compliance with ETF's procurement and legal standards.
- **Finalize and publish RFP.** Each section of the RFP will be reviewed with ETF's vendor selection committee and other ETF stakeholders (attorneys, procurement, etc.). The RFP sections will be refined and revised as required. ETF will then publish the RFP. An overview or summary presentation highlighting key parts of the RFP will be provided to ETF's Strategic Council as well.

Task 3 – Vendor Selection

Vendor Selection begins with ETF's issuance of the RFP and Linea's assistance with answering vendors' questions. Linea will provide a proposal evaluation worksheet including the evaluation criteria/benchmarks and support the evaluation committee in scoring the written responses (as a subject matter expert). Linea will educate ETF's review committee on the evaluation criteria and assist ETF with interpreting the responses submitted by PAS vendors. ETF Procurement will set the evaluation committee meeting schedule, lead the committee meetings, and follow the relevant State of Wisconsin Department of Administration Procurement Manual Sections for Competitive Solicitations (PRO-300) [Procurement 300-Series: Competitive Solicitations \(wi.gov\)](https://doa.wi.gov/ProcurementManual/Documents/ProposalEvalProcessMapDraft.docx). <https://doa.wi.gov/ProcurementManual/Documents/ProposalEvalProcessMapDraft.docx>. Typically, meetings are held for the review process and to discuss the responses submitted by vendors.

The next step is the selection of semi-finalists for oral presentations. As part of this process, Linea will work with ETF to:

- Develop demonstration scenarios for the vendors to follow.

- Develop sets of interview questions for technical, functional, and executive teams.
- Draft oral presentation cross-walk to allow committee members to inform their general and technical scoring after experiencing vendors oral presentations.
- Work with the selection committee to award to the highest scoring vendor or vendors and publish a notice of intent to award to one or more of the highest scoring vendors, contingent on PoC outcome and contract negotiations.

Following oral presentations, Linea may accompany ETF on reference site visits and assist with performing reference checks. Linea will assist with the best and final offer (BAFO) process, targeting price reductions and additions of optional scope.

Proof of Concept

Linea will assist with the Proof of Concept (POC) that will be initiated for those vendors who received a notice of intent to award, contingent on the winner to the proof-of-concept exercise. For ETF, Linea recommends roughly eight weeks for the Proof-of-Concept Phase, which allows four weeks for each vendor, focusing on one business process and some specific requirements within that process.

Linea recommends running the exercises consecutively, but to alternate weeks between one vendor and the other. This allows simpler comparison of the various activities, and creates more parity throughout the exercise, giving evaluators cleaner, achievable goals for each week’s evaluation.

Contract Negotiation

Linea will act as an advisor to ETF during the negotiation process with the selected vendor. If needed, Linea can advise ETF on third-party attorneys who are experienced with PAS contracts. If necessary, Linea may facilitate multi-day in-person negotiations. The end goal of contract negotiation is a signed contract between the selected vendor and ETF.

Once ETF selects a winner, Linea will assist with the development of formal documentation and Board and/or Strategic Council presentations as needed.

Task 8 – Budget Request Support

Linea will support ETF’s project stakeholders in developing budget request materials. While the nature of the materials may change depending on project circumstances or Board requests, Linea will, as appropriate, adhere to the following processes to support this task:

Process	Description
Understand Project Requirements	Begin by thoroughly understanding the PAS project’s requirements and objectives. Engage with ETF staff as designated in the Project Charter 1 to gather detailed information about the project scope, desired outcomes, and any specific technology needs (including operational staffing post go-live).

Process	Description
Estimate Project Costs	Work closely with technical experts and vendors to estimate the costs associated with the PAS project. This should include hardware, software, licensing, implementation services, training, ongoing maintenance and any other relevant expenses. Provide breakdowns of the estimated costs to ensure transparency and accuracy.
Justify the Budget Request	Assist ETF in preparing a case to justify the budget request for the PAS project. This could include the anticipated benefits, return on investment (ROI), and alignment with the organization's strategic objectives, the potential cost savings, efficiency improvements, risk mitigation, and enhanced services that the project will deliver.
Outline the Budget Components	Assist ETF in breaking down the budget request into its various components to provide transparency and facilitate decision-making. This may include detailed cost estimates for each component along with a rationale for the proposed expenditure.
Provide Alternatives and Options:	As needed, offer alternative budget scenarios or options to demonstrate flexibility and accommodate different financial constraints. Present a range of options that reflect varying levels of investment and corresponding outcomes, allowing decision-makers to make informed choices.
Create a Budget Proposal Document	Compile the budget request and supporting documentation into a formal budget proposal document. This could include an executive summary, project overview, detailed budget breakdown, justification, anticipated benefits, risks, and an implementation plan.
Support ETF's Budget Request to Secure PAS Funding	Support ETF's budget director and other ETF senior leaders as needed to develop a formal written budget request paper and budget presentation (biennial and/or Wis. Stat. § 13.10) to secure funding for the PAS. Develop cost estimates for the PAS and clearly articulate the value proposition of the PAS project and its impact on improving services, efficiency, and long-term sustainability while emphasizing its alignment with the organization's strategic objectives. At ETF's discretion, participate with ETF staff in outreach efforts intended to build internal and external support for the new PAS.

Completion Criteria

The chart below details the completion criteria by task:

Task	Work	Completion Criteria
Task 1	System Requirements	<ul style="list-style-type: none">(Initial Assessment Phase) – Operational Needs Assessment report publishedAll requirements documentation completed and approved
Task 2	RFP Development	<ul style="list-style-type: none">RFP published

Task	Work	Completion Criteria
Task 3	Vendor Selection	<ul style="list-style-type: none">PAS Vendor selected, contract signed
Task 8	Budget Request Support	<ul style="list-style-type: none">Ongoing support throughout multi-year engagement. Support with budget calculations, and presentation materials as requested. Completion criteria includes successful delivery of biennial budget requests or Wis. Stat. S. 13.10 request.

Initial Task Schedule

Following is an estimated schedule for completion of Tasks 1, 2 and 3. Schedule will be jointly reviewed and updated by Linea and ETF during project initiation.

Task 8: ETF’s budget request information and assistance received from Linea as soon as possible with final budget numbers due to ETF no later than August 15, 2024. ETF’s budget request is due September 30, 2024.

Task Name	Start	Finish
Project Initiation	Mon 3/18/24	Fri 5/3/24
Develop SOW for Tasks 1, 2, 3 and 8	Mon 3/18/24	Fri 5/3/24
Create Project Charter / Organizational Plan	Mon 3/18/24	Fri 5/3/24
Develop Initial Schedule	Mon 3/18/24	Fri 5/3/24
TASK 1 - SYSTEM REQUIREMENTS	Mon 4/8/24	Fri 8/30/24
Document Review	Mon 4/8/24	Fri 5/24/24
Review process, technical and legacy project documents	Mon 4/8/24	Fri 5/24/24
Draft initial documentation	Mon 4/15/24	Fri 5/31/24
Operational Needs Assessment	Mon 6/3/24	Tue 6/25/24
Current State Analysis	Tue 4/30/24	Thu 6/13/24

Task Name	Start	Finish
High-level Review of Business Operations	Tue 4/30/24	Fri 5/3/24
Legacy System walkthrough	Tue 4/30/24	Tue 4/30/24
Side Systems walkthrough	Tue 4/30/24	Wed 5/1/24
Review of interfaces	Wed 5/1/24	Wed 5/1/24
Review of batch processing	Thu 5/2/24	Thu 5/2/24
Analysis of manual processing	Thu 5/2/24	Thu 5/2/24
Develop initial gap assessment	Fri 5/3/24	Fri 5/3/24
Technical Assessment	Mon 6/3/24	Tue 6/4/24
Review of current infrastructure	Mon 6/3/24	Mon 6/3/24
Review of maintenance and support model	Mon 6/3/24	Mon 6/3/24
Data Assessment	Tue 6/4/24	Thu 6/6/24
Review of architecture	Tue 6/4/24	Wed 6/5/24
Review of gaps in data	Wed 6/5/24	Wed 6/5/24
Cybersecurity Assessment	Thu 6/6/24	Tue 6/11/24
Review of Primary Key Security Controls for organization	Thu 6/6/24	Mon 6/10/24
Conduct management interviews/survey	Mon 6/10/24	Fri 6/21/24
Draft ONA	Mon 6/3/24	Thu 6/13/24
Solutions Options Analysis	Mon 6/3/24	Mon 6/3/24
Develop Data Conversion Strategy	Thu 6/6/24	Thu 6/6/24
Develop Initial Implementation Strategy	Mon 6/10/24	Tue 6/11/24

Task Name	Start	Finish
Develop Resource / staffing recommendations	Mon 6/10/24	Mon 6/10/24
Strategic and Project Plan Confirmation	Tue 6/11/24	Thu 6/13/24
Review ONA with Strategic Council	Fri 6/14/24	Wed 6/19/24
Revise document	Thu 6/20/24	Fri 6/21/24
Revise, publish	Mon 6/24/24	Tue 6/25/24
Operational Baseline Documents (OBDs) and Requirements	Wed 5/29/24	Fri 8/30/24
Kick-off meeting and process walkthrough	Wed 5/29/24	Wed 5/29/24
Review draft documents (from Document Review)	Tue 5/29/24	Fri 7/19/24
Functional Requirements Gathering	Mon 6/3/24	Thu 9/20/24
Hold requirements work sessions	Mon 6/3/24	Fri 8/9/24
Develop OBDs	Wed 6/5/24	Fri 8/16/24
Review and finalize OBDs	Wed 6/13/24	Fri 9/6/24
Document requirements	Mon 8/19/24	Fri 9/13/24
Review, Revise, Publish	Mon 9/16/24	Thu 9/20/24
Technical and Data Requirements Gathering	Fri 6/14/24	Fri 7/12/24
Hold requirements work sessions	Fri 6/14/24	Tue 6/25/24
Document requirements	Wed 6/26/24	Thu 6/27/24
Review, Revise, Publish	Wed 7/3/24	Fri 7/12/24
Cybersecurity requirements	Fri 7/5/24	Thu 7/18/24

Task Name	Start	Finish
Document requirements	Fri 7/5/24	Tue 7/9/24
Review, Revise, Publish	Fri 7/12/24	Thu 7/18/24
Other Requirements	Mon 8/5/24	Fri 8/30/24
Legal requirements	Mon 8/5/24	Thu 8/15/24
Contract requirements	Tue 8/6/24	Thu 8/15/24
All other requirements	Mon 8/12/24	Fri 8/23/24
Review, Revise, Publish	Mon 8/26/24	Fri 8/30/24
TASK 2: RFP DEVELOPMENT AND WRITING	Mon 8/19/24	Fri 9/27/24
Develop inventory of sections	Mon 8/19/24	Wed 8/21/24
Work with counsel on contract requirements	Mon 8/19/24	Fri 8/30/24
Draft implementation section	Mon 8/19/24	Fri 8/23/24
Draft Maintenance and Support template	Mon 8/19/24	Fri 8/23/24
Draft cost template	Mon 8/19/24	Fri 8/23/24
Draft data integration section	Mon 8/19/24	Mon 8/26/24
Draft other misc. sections	Tue 9/3/24	Fri 9/6/24
Develop scoring criteria	Mon 9/9/24	Fri 9/13/24
Compile complete draft	Mon 9/16/24	Wed 9/18/24
Review with team and revise	Wed 9/18/24	Wed 9/25/24
Publish RFP	Fri 9/27/24	Fri 9/27/24
TASK 3: VENDOR SELECTION	Tue 10/15/24	Fri 5/16/25

Task Name	Start	Finish
Review and respond to vendor questions	Tue 10/15/24	Wed 10/16/24
Proposal review and scoring	Fri 12/6/24	Thu 12/19/24
Evaluation and short-list decision	Mon 1/6/25	Fri 1/10/25
Demos/orals	Mon 1/20/25	Fri 1/24/25
Proof of Concept	Mon 2/3/25	Tue 4/1/25
Prepare specifications documents for vendors	Mon 2/10/25	Tue 2/11/25
Coordinate vendor requests with client SMEs	Wed 2/12/25	Tue 4/8/25
Vendor kick-off meetings	Wed 2/12/25	Thu 2/13/25
Prototyping Sessions	Fri 2/14/25	Thu 2/20/25
Design confirmation	Fri 2/21/25	Thu 2/27/25
Feedback on initial development	Fri 2/28/25	Wed 3/5/25
System-to-date demonstrations	Thu 3/6/25	Tue 3/11/25
Course corrections, revisions, scope clarification	Wed 3/12/25	Wed 3/19/25
Proof of Concept Delivery	Thu 3/20/25	Thu 3/20/25
Validation Testing	Fri 3/21/25	Thu 3/27/25
Final Evaluation and Vendor Selection	Fri 3/28/25	Fri 4/4/25
Conduct reference checks	Mon 4/7/25	Mon 4/14/25
Final award decision & document	Tue 4/15/25	Thu 4/17/25
Complete contract negotiations	Mon 4/21/25	Fri 5/16/25
TASK 8: SUPPORT BUDGET REQUESTS		

Task Name	Start	Finish
Understand project requirements	Mon 6/3/24	Tue 6/25/24
Gather detailed information about the project scope, desired outcomes, and any specific technology needs	Mon 6/3/24	Tue 6/25/24
Estimate the costs associated with the PAS project	Wed 7/3/24	Fri 7/12/24
Hardware/software	Wed 7/3/24	Fri 7/12/24
Licensing	Wed 7/3/24	Fri 7/12/24
Implementation services	Wed 7/3/24	Fri 7/12/24
Program/project staffing	Wed 7/3/24	Fri 7/12/24
Prepare a case to justify the budget request for the PAS project	Mon 7/15/24	Mon 7/22/24
Outline the budget components	Mon 7/15/24	Mon 7/22/24
Develop alternatives and options	Mon 7/22/24	Fri 7/26/24
Create Budget Proposal Document	Mon 7/29/24	Thu 8/15/24
Provide ongoing budget support	Mon 1/6/24	Fri 8/29/25

Reporting

Linea will provide regular reporting to ETF project stakeholders and executives as required and as determined at project start-up.

Resourcing

The following resources have been assigned to the tasks in this Statement of Work. Resources will bill at an hourly rate according to their billing role outlined in the contract and whether they are performing work on-site or off-site.

Linea Consultant	Project Role
Kimm Nasser-Fenn	Principal Consultant
William Erario	Sr. Business Analyst
Thomas Wilken	Business Analyst
Nelson De La Cruz	Associate Business Analyst
Beth Haught	Associate Principal Technical Consultant

Assumptions

Linea will require the following to meet ETF's expectations:

- The Linea team may make occasional on-site visits to ETF's offices and will require accommodations to work efficiently (e.g., dedicated conference room or workspaces).
- ETF subject matter experts are available to meet in person, on the phone or through video conference on relatively short notice, as needed, and are willing to reasonably cooperate with any questions or requests made; this availability will be key to adhering to the overall planned duration of the project.
- Linea's consultants will need internet access through their own laptop computers while on site at ETF.
- ETF project sponsor and any staff assigned to this project that will be approving deliverables will be able to review and accept the deliverable in a timely fashion.
- Unless otherwise agreed to, ETF will review and return each deliverable within five working days. Observance of this timeframe will be key to adhering to the overall planned duration of the project.
- Deliverables will be submitted first in draft form. Prior to submission of the initial drafts, Linea will review an outline or framework of the deliverables to ensure greater alignment of expectations. Deliverables will then go through no more than two more drafts before being delivered as approved, unless otherwise agreed to.

Cost

Costs will be billed as Time and Materials per the rates provided in the contract. Do not exceed limits for each task from the ETC0051 ETF-Linea Contract are shown in the table below:

Task	Work	Cost
Task 1	System Requirements	\$616,148.00
Task 2	RFP Development	\$45,720.00
Task 3	Vendor Selection	\$207,360.00
Task 8	Budget Request Support	\$62,424.00




Linea Statement of Work 02 – PAS Preparation Support

This Statement of Work outlines Linea Solutions, Incorporated’s (“Linea’s”) proposed scope of services to assist the State of Wisconsin Employee Trust Fund (“Client” or “ETF”) with support in developing, enhancing, and maintaining project governance for its Pension Administration System (PAS) implementation.

Name of Project PAS Project Preparation Support	
Project Start Date September 2, 2025	
Linea Solutions Project Contact Kimm Nasser-Fenn (818) 335-6032	Linea Solutions Account Manager Kevin Lynch (438) 524-4123

Linea Solutions, Inc. Address 4551 Glencoe Avenue Suite 140 Marina del Rey, CA 90292 Office No (310) 331-8133	Department of Employee Trust Funds Attn: (Michelle Baxter) Address 4822 Madison Yards Way Madison, WI 53705-9100 Office No (608) 266-0301
---	---




Signature

Akio Tagawa, President and CEO

Name (Print), Title

9/4/2025

Date



Signature

John Voelker, Secretary

Name (Print), Title

9/5/2025

Date

Summary

ETF has contracted with Linea to assist with the procurement and implementation of a Pension Administration System (PAS). This engagement is expected to last at least five (5) years and includes the procurement of a PAS vendor and implementation oversight of the project. Linea's services have been aligned to eight major tasks throughout this project, including requirements gathering, RFP development, vendor selection, project oversight, change management, IV&V, knowledge transfer, and budget request development.

Additionally, ETF requested a 9th task that Linea would "perform such other related tasks and services deemed appropriate and necessary by the Department to facilitate the selection and implementation of a PAS."

Linea will use hours from Task 9 to assist ETF with activities to prepare for the upcoming PAS implementation project; specifically, Linea will provide ETF with assistance in developing an effective project governance structure as well as process governance and alignment readiness for the upcoming Pension Administration System (PAS) Implementation Project. The goal of these activities is to prepare the project teams and ETF organization to begin the work required to establish the structure for project activities that align with ETF's future-state goals and set the foundation for successful organizational change management.

Service Expectations

ETF's modernization effort encompasses multiple complex, interrelated projects involving the implementation of its future system. These efforts require strong governance to ensure effective coordination, oversight, and decision-making throughout the program lifecycle. In addition, proper preparation for BPI (Business Process Improvement) and BPA (Business Process Alignment) activities to be done during PAS implementation provides a foundation that is strategic, focused, inclusive, and leads to real, measurable results.

Project Governance

Project governance provides the framework for decision making, accountability, and control. It defines how stakeholders interact and make decisions, ensuring the project aligns with organizational objectives, meets quality expectations, and delivers value on schedule and within budget.

Given the scale and multi-vendor environment of the PAS implementation, governance support will

help maintain clarity in direction, support risk management, and ensure integration across functional and technical domains.

Linea will provide a principal consultant and an associate principal consultant to perform all duties related to this Statement of Work. Work is expected to begin in September 2025 and is expected to continue through PAS Project set-up.

Process Governance and Alignment Readiness

Business Process Alignment (BPA) in the context of a PAS implementation project refers to the deliberate effort to ensure that an organization's business processes are properly integrated with the capabilities and workflows of the new PAS solution. It ensures that the technology serves the business, not the other way around. Preparing for BPA activities involves a series of structured tasks designed to ensure that the initiative is well-defined, supported and positioned for success.

Linea will assign two key consultants to perform the BPA/BPI preparation tasks in coordination with ETF's Business Process Management Consultant.

This work is expected to start in September 2025 and is expected to take place over the course of five months, to be scheduled around IAS stabilization and PAS PoC activities.

Approach

Specific activities will be discussed and agreed upon between Linea and ETF and will likely include several of the following:

Project Governance

- In collaboration with the Director of the Office Enterprise Initiatives, lead the development of a PAS governance framework aligned with ETF's strategic objectives, including clear roles and responsibilities for all stakeholders.
- Support key resources in development of their governance duties and responsibilities
- Facilitate sessions and workshops to define and establish PAS project governance, including review of IAS lessons learned.
- Review the coordination of decision-making processes across multi-project environments. Identify risks associated with those processes and incorporate high-level risk mitigation strategies into the PAS project governance approach.
- Support the development of governance reporting (status reports, progress updates for executives, etc.)

- Identify integration points for governance activities across technology, data, and operations domains and recommend ways to build those into the PAS project governance structure.
- Review documentation repositories for governance-related materials, including decision registers and project charters.
- Identify other project integration points, such as business process alignment and organizational change management, and determine specific steps within the governance structure to address.

Upon project initiation, Linea will meet with key stakeholders to further refine any deliverable expectations, estimated work hours per month, and project goals and specific activities.

Process Governance and Alignment Readiness

To ensure a successful implementation of the new PAS solution, it is essential that current business processes and ownership structures be realigned to reflect industry standards, and the design principles embedded in a modern system.

As ETF prepares for the implementation, this phase will support the transition toward a more streamlined, end-to-end process model aligned with industry norms. With the new system's design structured around standardized workflows and consolidated process accountability, this work will help position the organization to take full advantage of those features.

In collaboration with ETF's Business Process Management Consultant, Linea will conduct a targeted preparation phase focused on positioning ETF's business operations for alignment with industry best practices and a modern system's process architecture. This work will:

- Identify and recommend process owners to ensure accountability across end-to-end processes.
- Educate process owners and other project stakeholders on industry-standard terminology and process expectations to create a shared foundation for future-state design discussions.
- Highlight where current-state processes will need to evolve to match system-standard flows and configurations.
- Facilitate the development and documentation of process success criteria to clarify what effective future-state operations should achieve and support informed decision-making during implementation.

This effort is not intended to complete full business process redesign, but to build internal awareness, establish process accountability, and to prepare stakeholders to make effective, timely process design decisions during the PAS implementation.

Deliverable Documents

Linea will deliver the following documents as part of this Statement of Work:

PAS Project Governance Structure

At a high level, this document will include:

- Purpose and Scope
- Governance Principles
- Governance Organizational Model
- Roles and Responsibilities
- Decision-making Approach
- Communication and Reporting
- Risk Management Approach and Mitigation Strategy
- Compliance and Quality Assurance Considerations

This document will be used as input to the PAS Project Governance Plan, which will be finalized during PAS implementation set-up, as part of Task 4.

Business Process Success Criteria

At a high level, this document will include:

- Purpose and Scope
- Alignment Goals (best practice compliance, operational efficiency, etc.)
- Success Criteria Categories (process ownership, process clarity, data readiness, etc.)
- Success Metrics
- Risks and Readiness (potential blockers, minimum readiness thresholds, etc.)

Key Assumptions

Linea will require the following to meet ETF's expectations:

- The Linea team may make occasional on-site visits to ETF's offices and will require accommodations to work efficiently (e.g., dedicated conference room or workspaces).
- ETF subject matter experts are available to meet in person, on the phone or through video conference, as needed, and are willing to reasonably cooperate with any questions or

requests made; this availability will be key to adhering to the overall planned duration of the project.

- Linea's consultants will need internet access through their own laptop computers while on site at ETF.
- Unless otherwise agreed to, ETF will review and return each deliverable document within ten (10) working days. Observance of this timeframe will be key to adhering to the overall planned duration of the project.
- Deliverables will be submitted first in draft form. Prior to submission of the initial drafts, Linea will review an outline or framework of the deliverables to ensure greater alignment of expectations. Deliverables will then go through no more than two more drafts before being delivered as approved, unless otherwise agreed to.

Costs

Linea is currently in the process of performing Tasks 1-3 of the contract. The work defined in this SOW falls under Task 9 for additional support services. In order to stay within the designated allocation for Tasks 1-3 and Task 9, an estimated amount of \$53,316.00, has been allotted to be billed as Time & Materials for the above work under Task 9. Because it is likely that the above work will require more than the \$53,316.00 allotted, Linea may reprioritize activities for Task 3 to allocate additional work hours to the above scope while still completing all requirements of Tasks 1-3. The Parties agree no further invoicing will occur under Task 1 or Task 2. The total billed for the remainder of Task 3 as of the end of July 2025 plus this work for Task 9 will not exceed \$ \$171,206.35.

There are no minimum hours required by ETF for this contract. Linea will provide ETF with an estimate of hours per month and currently estimates fewer than 60 hours per month dedicated to these services.

Linea will use appropriate resources according to ETF's specialized needs for selected tasks and activities. Any resources assigned to this engagement will bill according to the rates stated in the Contract ETC0051 between ETF and Linea and Linea for a Strategic Partner for Pension Administration System. Any travel will be pre-approved by ETF and will be billed according to the Contract and to the On-Site rates in the Contract ETC0051.