THE BURKHALTER GROUP
Consulting Actuaries

RFQ # 33501 – 192002 TECHNICAL RESPONSE
COPY

TECHNICAL RESPONSE & EVALUATION GUIDE

All Respondents must address all items detailed below and provide, in sequence, the information and documentation as required (referenced with the associated item references). All Respondents must also detail the response page number for each item in the appropriate space below.

The Solicitation Coordinator will review all responses to determine if the Mandatory Requirement Items are addressed as required and mark each with pass or fail. For each item that is not addressed as required, the Evaluation Team must review the responses and attach a written determination. In addition to the Mandatory Requirement Items, the Solicitation Coordinator will review each response for compliance with all RFQ requirements.

RESPONDENT LEGAL ENTITY NAME:		The Burkhalter Group, Inc.	
Response Page # (Respondent completes)	**Item Ref.**	**Section A— Mandatory Requirement Items**	**Pass/Fail**
		The Technical Response must be delivered to the State no later than the Technical Response Deadline specified in the RFQ § 2, Schedule of Events.	
		The Technical Response must not contain cost or pricing information of any type.	
		The Technical Response must not contain any restrictions of the rights of the State or other qualification of the response.	
		A Respondent must not submit alternate responses.	
		A Respondent must not submit multiple responses in different forms (as a prime and a subcontractor).	
8	**A.1.**	Provide the Statement of Certifications and Assurances (RFQ Attachment E) completed and signed by an individual empowered to bind the Respondent to the provisions of this RFQ and any resulting contract. The document must be signed without exception or qualification.	
9	**A.2.**	Provide a statement, based upon reasonable inquiry, of whether the Respondent or any individual who shall perform work under the contract has a possible conflict of interest (*e.g.*, employment by the State of Tennessee) and, if so, the nature of that conflict. NOTE: Any questions of conflict of interest shall be solely within the discretion of the State, and the State reserves the right to cancel any award.	
10	**A.3.**	Provide a current bank reference indicating that the Respondent's business relationship with the financial institution is in positive standing. Such reference must be written in the form of a standard business letter, signed, and dated within the past three (3) months.	
State Use – RFQ Coordinator Signature, Printed Name & Date:			

TECHNICAL RESPONSE & EVALUATION GUIDE

SECTION B: GENERAL QUALIFICATIONS & EXPERIENCE. The Respondent must address all items detailed below and provide, in sequence, the information and documentation as required (referenced with the associated item references). The Respondent must also detail the response page number for each item in the appropriate space below. Evaluation Team members will independently evaluate and assign one score for all responses to Section B—General Qualifications & Experience Items.

RESPONDENT LEGAL ENTITY NAME:		The Burkhalter Group, Inc.
Response Page # (Respondent completes)	**Item Ref.**	**Section B— General Qualifications & Experience Items**
11	**B.1.**	Detail the name, e-mail address, mailing address, telephone number, and facsimile number of the person the State should contact regarding the response.
12	**B.2.**	Describe the Respondent's form of business (*i.e.*, individual, sole proprietor, corporation, non-profit corporation, partnership, limited liability company) and business location (physical location or domicile).
13	**B.3.**	Detail the number of years the Respondent has been in business.
14	**B.4.**	Briefly describe how long the Respondent has been performing the goods or services required by this RFQ.
15	**B.5.**	Describe the Respondent's number of employees, client base, and location of offices.
16	**B.6.**	Provide a statement of whether there have been any mergers, acquisitions, or sales of the Respondent within the last ten (10) years. If so, include an explanation providing relevant details.
17	**B.7.**	Provide a statement of whether the Respondent or, to the Respondent's knowledge, any of the Respondent's employees, agents, independent contractors, or subcontractors, proposed to provide work on a contract pursuant to this RFQ, have been convicted of, pled guilty to, or pled *nolo contendere* to any felony. If so, include an explanation providing relevant details.
18	**B.8.**	Provide a statement of whether, in the last ten (10) years, the Respondent has filed (or had filed against it) any bankruptcy or insolvency proceeding, whether voluntary or involuntary, or undergone the appointment of a receiver, trustee, or assignee for the benefit of creditors. If so, include an explanation providing relevant details.
19	**B.9.**	Provide a statement of whether there is any material, pending litigation against the Respondent that the Respondent should reasonably believe could adversely affect its ability to meet contract requirements pursuant to this RFQ or is likely to have a material adverse effect on the Respondent's financial condition. If such exists, list each separately, explain the relevant details, and attach the opinion of counsel addressing whether and to what extent it would impair the Respondent's performance in a contract pursuant to this RFQ. NOTE: All persons, agencies, firms, or other entities that provide legal opinions regarding the Respondent must be properly licensed to render such opinions. The State may require the Respondent to submit proof of such licensure detailing the state of licensure and licensure number for each person or entity that renders such opinions.
		Provide a statement of whether there is any pending or in progress Securities Exchange Commission investigations involving the Respondent. If such exists, list each separately, explain the relevant details, and attach the opinion of counsel addressing whether and to

RESPONDENT LEGAL ENTITY NAME:		The Burkhalter Group, Inc.
Response Page # (Respondent completes)	**Item Ref.**	**Section B— General Qualifications & Experience Items**
20	**B.10.**	what extent it will impair the Respondent's performance in a contract pursuant to this RFQ. NOTE: All persons, agencies, firms, or other entities that provide legal opinions regarding the Respondent must be properly licensed to render such opinions. The State may require the Respondent to submit proof of such licensure detailing the state of licensure and licensure number for each person or entity that renders such opinions.
21	**B.11.**	Provide a brief, descriptive statement detailing evidence of the Respondent's ability to deliver the goods or services sought under this RFQ (*e.g.*, prior experience, training, certifications, resources, program and quality management systems, *etc*.).
22	**B.12.**	Provide a narrative description of the proposed contract team, its members, and organizational structure along with an organizational chart identifying the key people who will be assigned to provide the goods or services required by this RFQ, illustrating the lines of authority, and designating the individual responsible for the completion of each task and deliverable of the RFQ.
23 - 29	**B.13.**	Provide a personnel roster listing the names of key people who the Respondent will assign to perform tasks required by this RFQ along with the estimated number of hours that each individual will devote to the required tasks. Follow the personnel roster with a resume for each of the people listed. The resumes must detail the individual's title, education, current position with the Respondent, and employment history.
30	**B.14.**	Provide a statement of whether the Respondent intends to use subcontractors to accomplish the work required by this RFQ, and if so, detail: (a) the names of the subcontractors along with the contact person, mailing address, telephone number, and e-mail address for each; (b) a description of the scope and portions of the work each subcontractor will perform; <u>and</u> (c) a statement specifying that each proposed subcontractor has expressly assented to being proposed as a subcontractor in the Respondent's response to this RFQ.
31 - 32	**B.15.**	Provide documentation of the Respondent's commitment to diversity as represented by the following: (a) <u>Business Strategy</u>. Provide a description of the Respondent's existing programs and procedures designed to encourage and foster commerce with business enterprises owned by minorities, women, service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises. Please also include a list of the Respondent's certifications as a diversity business, if applicable. (b) <u>Business Relationships</u>. Provide a listing of the Respondent's current contracts with business enterprises owned by minorities, women, service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises. Please include the following information: (i) contract description; (ii) contractor name and ownership characteristics (*i.e.*, ethnicity, gender, service-disabled, disability); and (iii) contractor contact name and telephone number. (c) <u>Estimated Participation</u>. Provide an estimated level of participation by business enterprises owned by minorities, women, service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises if a contract is awarded to the Respondent pursuant to this RFQ. Please include the following information: (i) a percentage (%) indicating the participation estimate. (Express the estimated

<table>
<tr><td colspan="2">RESPONDENT LEGAL ENTITY NAME:</td><td>The Burkhalter Group, Inc.</td></tr>
<tr><td>Response Page # (Respondent completes)</td><td>Item Ref.</td><td>Section B— General Qualifications & Experience Items</td></tr>
<tr><td>31 - 32</td><td></td><td>participation number as a percentage of the total estimated contract value that will be dedicated to business with subcontractors and supply contractors having such ownership characteristics only and DO <u>NOT</u> INCLUDE DOLLAR AMOUNTS);
(ii) anticipated goods or services contract descriptions;
(iii) names and ownership characteristics (i.e., ethnicity, gender, service-disabled veterans, disability) of anticipated subcontractors and supply contractors.

NOTE: In order to claim status as a Diversity Business Enterprise under this contract, businesses must be certified by the Governor's Office of Diversity Business Enterprise (Go-DBE). Please visit the Go-DBE website at https://tn.diversitysoftware.com/FrontEnd/StartCertification.asp?TN=tn&XID=9810 for more information.
(d) <u>Workforce</u>. Provide the percentage of the Respondent's total current employees by ethnicity and gender.
NOTE: Respondents that demonstrate a commitment to diversity will advance State efforts to expand opportunity to do business with the State as contractors and subcontractors. Response evaluations will recognize the positive qualifications and experience of a Respondent that does business with enterprises owned by minorities, women, service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises and who offer a diverse workforce.</td></tr>
<tr><td>33 - 34</td><td>B.16.</td><td>Provide a statement of whether or not the Respondent has any current contracts with the State of Tennessee or has completed any contracts with the State of Tennessee within the previous five-year period. If so, provide the following information for all current and completed contracts:
(a) the name, title, telephone number and e-mail address of the State contact responsible for the contract at issue;
(b) the name of the procuring State agency;
(c) a brief description of the contract's specification for goods or scope of services;
(d) the contract term; and
(e) the contract number.
NOTES:
▪ Current or prior contracts with the State are <u>not</u> a prerequisite and are <u>not</u> required for the maximum evaluation score, and the existence of such contracts with the State will <u>not</u> automatically result in the addition or deduction of evaluation points.
▪ Each evaluator will generally consider the results of inquiries by the State regarding all contracts responsive to Section B.16 of this RFQ.</td></tr>
<tr><td>35</td><td>B.17.</td><td>Provide customer references from individuals who are <u>not</u> current or former State employees for projects similar to the goods or services sought under this RFQ and which represent:
▪ two (2) accounts Respondent currently services that are similar in size to the State; <u>and</u>
▪ three (3) completed projects.
References from at least three (3) different individuals are required to satisfy the requirements above, e.g., an individual may provide a reference about a completed project and another reference about a currently serviced account. The standard reference questionnaire, which <u>must</u> be used and completed is provided at RFQ Attachment F. References that are not completed as required may be deemed nonresponsive and may not be considered.
The Respondent will be <u>solely</u> responsible for obtaining fully completed reference questionnaires and including them in the sealed Technical Response. In order to obtain and</td></tr>
</table>

<table>
<tr><td colspan="2">RESPONDENT LEGAL ENTITY NAME:</td><td>The Burkhalter Group, Inc.</td></tr>
<tr><td>Response Page # (Respondent completes)</td><td>Item Ref.</td><td>Section B— General Qualifications & Experience Items</td></tr>
<tr><td>35</td><td></td><td>submit the completed reference questionnaires, follow the process below:
(a) Add the Respondent’s name to the standard reference questionnaire at Attachment F, and make a copy for each reference.
(b) Send a reference questionnaire and a new, standard #10 envelope to each reference.
(c) Instruct the reference to:
(i) complete the reference questionnaire;
(ii) sign and date the completed reference questionnaire;
(iii) seal the completed, signed, and dated reference questionnaire within the envelope provided;
(iv) sign his or her name in ink across the sealed portion of the envelope; and
(v) return the sealed envelope directly to the Respondent (the Respondent may wish to give each reference a deadline, such that the Respondent will be able to collect all required references in time to include them within the sealed Technical Response).
(d) Do NOT open the sealed references upon receipt.
(e) Enclose all sealed reference envelopes within a larger, labeled envelope for inclusion in the Technical Response as required.
NOTES:
▪ The State will not accept late references or references submitted by any means other than that which is described above, and each reference questionnaire submitted must be completed as required.
▪ The State will not review more than the number of required references indicated above.
▪ While the State will base its reference check on the contents of the sealed reference envelopes included in the Technical Response package, the State reserves the right to confirm and clarify information detailed in the completed reference questionnaires, and may consider clarification responses in the evaluation of references.
▪ The State is under no obligation to clarify any reference information.</td></tr>
<tr><td>36</td><td>B.18.</td><td>Provide a statement and any relevant details addressing whether the Respondent is any of the following:
(a) is presently debarred, suspended, proposed for debarment, or voluntarily excluded from covered transactions by any federal or state department or agency;
(b) has within the past three (3) years, been convicted of, or had a civil judgment rendered against the contracting party from commission of fraud, or a criminal offence in connection with obtaining, attempting to obtain, or performing a public (federal, state, or local) transaction or grant under a public transaction; violation of federal or state antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property;
(c) is presently indicted or otherwise criminally or civilly charged by a government entity (federal, state, or local) with commission of any of the offenses detailed above; and
▪ has within a three (3) year period preceding the contract had one or more public transactions (federal, state, or local) terminated for cause or default.</td></tr>
<tr><td colspan="2">SCORE (for all Section B— Qualifications & Experience Items</td><td></td></tr>
</table>

RESPONDENT LEGAL ENTITY NAME:		The Burkhalter Group, Inc.
Response Page # (Respondent completes)	**Item Ref.**	**Section B— General Qualifications & Experience Items**
***above)*:** *(maximum possible score = 30)*		
State Use – Evaluator Identification:		

TECHNICAL RESPONSE & EVALUATION GUIDE

SECTION C: TECHNICAL QUALIFICATIONS, EXPERIENCE & APPROACH. The Respondent should explain its approach to providing goods or services to the State. The items listed below represent specific questions the State would request you answer in your response. For ease of review, please annotate your explanation so that it contains references to the items listed below where they are addressed. Respondent should not feel constrained to answer only the specific questions listed below in its explanation and should feel free to provide attachments if necessary in an effort to provide a more thorough response.

The Evaluation Team, made up of three (3) or more State employees, will independently evaluate and score the response to each item. Each evaluator will use the following whole number, raw point scale for scoring each item:

0 = little value 1 = poor 2 = fair 3 = satisfactory 4 = good 5 = excellent

The Solicitation Coordinator will multiply the Item Score by the associated Evaluation Factor (indicating the relative emphasis of the item in the overall evaluation). The resulting product will be the item's raw, weighted score for purposes of calculating the section scores as indicated.

RESPONDENT LEGAL ENTITY NAME:	The Burkhalter Group, Inc.				
Response Page # (Respondent completes)	**Item Ref.**	**Section C— Technical Qualifications, Experience & Approach Items**	**Item Score**	**Evaluation Factor**	**Raw Weighted Score**
37 - 38	**C.1.**	Provide a narrative that illustrates the Respondent's understanding of the State's requirements and project schedule.		**1**	
39	**C.2.**	Provide a narrative that illustrates how the Respondent will complete the delivery of goods or scope of services, accomplish required objectives, and meet the State's project schedule.		**1**	
40	**C.3.**	Provide a narrative that illustrates how the Respondent will manage the project, ensure delivery of specified goods or completion of the scope of services, and accomplish required objectives within the State's project schedule.		**1**	
The Solicitation Coordinator will use this sum and the formula below to calculate the section score. All calculations will use and result in numbers rounded to two (2) places to the right of the decimal point.				**Total Raw Weighted Score:** *(sum of Raw Weighted Scores above)*	
Total Raw Weighted Score / **Maximum Possible Raw Weighted Score** *(i.e., 5 x the sum of item weights above)*		**X 40** *(maximum possible score)*		**= SCORE:**	
State Use – Evaluator Identification:					
State Use – Solicitation Coordinator Signature, Printed Name & Date:					

STATEMENT OF CERTIFICATIONS AND ASSURANCES

An individual responding in his or her individual capacity or legally empowered to contractually bind the Respondent must complete and sign the Statement of Certifications and Assurances below as required, and this signed statement must be included with the response as required by the Request for Qualifications.

The Respondent does, hereby, expressly affirm, declare, confirm, certify, and assure ALL of the following:

1. The Respondent will comply with all of the provisions and requirements of the RFQ.
2. The Respondent will provide all specified goods or services as required by the contract awarded pursuant to this RFQ.
3. The Respondent accepts and agrees to all terms and conditions set out in the contract awarded pursuant to this RFQ.
4. The Respondent acknowledges and agrees that a contract resulting from the RFQ shall incorporate, by reference, all Response responses as a part of the contract.
5. The Respondent will comply, as applicable, with:
   (a) the laws of the State of Tennessee;
   (b) Title VI of the federal Civil Rights Act of 1964;
   (c) Title IX of the federal Education Amendments Act of 1972;
   (d) the Equal Employment Opportunity Act and the regulations issued there under by the federal government; and,
   (e) the Americans with Disabilities Act of 1990 and the regulations issued there under by the federal government.
6. To the best of the undersigned's knowledge, information or belief, the information detailed within the Response to the RFQ is accurate.
7. The Response submitted to the RFQ was independently prepared, without collusion, and under penalty of perjury.
8. No amount shall be paid directly or indirectly to an employee or official of the State of Tennessee as wages, compensation, or gifts in exchange for acting as an officer, agent, employee, subcontractor, or consultant to the Respondent in connection with the request or any potential resulting contract.
9. The Response submitted in response to the RFQ shall remain valid for at least 120 days subsequent to the date of the Response opening and thereafter in accordance with any contract pursuant to the RFQ.
10. The Respondent affirms the following statement, as required by the Iran Divestment Act Tenn. Code Ann. § 12-12-111: "By submission of this bid, each bidder and each person signing on behalf of any bidder certifies, and in the case of a joint bid each party thereto certifies as to its own organization, under penalty of perjury, that to the best of its knowledge and belief that each bidder is not on the list created pursuant to § 12-12-106." For reference purposes, the list is currently available online at: https://www.tn.gov/generalservices/procurement/central-procurement-office--cpo-/library-/public-information-library.html.

By signature below, the signatory certifies legal authority to bind the responding entity to the provisions of this request and any contract awarded pursuant to it. The State may, at its sole discretion and at any time, require evidence documenting the signatory's authority to be personally bound or to legally bind the responding entity.

DO NOT SIGN THIS DOCUMENT IF YOU ARE NOT LEGALLY AUTHORIZED TO DO SO BY THE ENTITY RESPONDING TO THIS RFQ.

SIGNATURE & DATE: Christopher J. Burkhalter

PRINTED NAME & TITLE: Christopher J. Burkhalter // President

LEGAL ENTITY NAME: The Burkhalter Group, Inc.

Item A.2

Statement regarding possible conflict of interest.

Neither The Burkhalter Group, Inc., nor any individual who shall perform work under the contract has a possible conflict of interest if re-engaged by the State of Tennessee.

Trustmark National Bank
1015 Hwy 51 N
Madison, MS 39110
P.O. Box 276 Madison, MS 39130
601-856-6522

Trustmark

February 4, 2019

RE The Burkhalter Group, Inc.

To Whom It May Concern:

The purpose of this letter is to confirm that the above referenced business has a banking account relationship with Trustmark National Bank. Their account is in good standing now, and has been since it opened.

Cordially,

Terri J Fitzhugh

Terri J Fitzhugh
Branch Manager
601-856-6522

Item B.1

Detail the name, e-mail address, mailing address, telephone number, and facsimile number of the person the State should contact regarding the response.

Mr. Christopher J. Burkhalter, FCAS, MAAA

President and Principal

The Burkhalter Group, Inc.

P. O. Box 1546

Madison, MS 39130-1546

cburkhalter@tbgactuarial.com

Phone: (601) 668-7611

Fax: None

Item B.2

Describe the Respondent's form of business (i.e., individual, sole proprietor, corporation, non-profit corporation, partnership, limited liability company) and business location (physical location or domicile).

The Burkhalter Group, Inc. ("TBG") is a corporation. The corporate address is: The Burkhalter Group, Inc. Consulting Actuaries P.O. Box 1546 Madison, MS 39130-1546

Item B.3

Detail the number of years the Respondent has been in business.

Christopher Burkhalter, FCAS, President and Principal of TBG, has been a practicing consulting actuary for 20 years. TBG is a successor firm to Bickerstaff, Whatley, Ryan, & Burkhalter, Inc. ("BWRB"). Mr. Burkhalter was the President and Principal of BWRB and is continuing in the same role in TBG.

Item B.4

Briefly describe how long the Respondent has been performing the goods or services required by this RFQ.

Both Christopher Burkhalter and Windrie Wong, and employee of TBG, have been the designated reviewers of property and casualty insurance rate filings for the Tennessee Department of Commerce and Insurance since 2014. Since September 2011, Mr. Burkhalter has been the designated reviewer for property and casualty insurance rate filings in Mississippi. In addition, actuaries of the firm have been involved in rate hearings (either as a consulting actuary or expert witness) on behalf of clients and state regulators in the states of Illinois, Mississippi, and Texas since 1993.

Item B.5

Describe the Respondent's number of employees, client base, and location of offices.

TBG has a total of six employees. All six employees of the firm are credentialed actuaries, with five Fellows of the Casualty Actuarial Society and one Associate of the Casualty Actuarial Society. The combined professional experience of all employees of TBG is over 175 years. Members of the firm include a former President of the Casualty Actuarial Society ("CAS"), a former Member of the Board of the Directors of the CAS, a former CEO of National Council on Compensation Insurance ("NCCI"), and a former Assistant Commissioner of Insurance for the State of California.

The TBG team has extensive experience covering a wide range of consulting projects. Their clients include:

- Commercial insurance companies
- Self insurance trusts
- Trade and other professional associations
- Insurance regulatory and legislative bodies
- Insurance brokers
- State medical and hospital associations
- Captive insurance companies
- Law firms
- HMO's
- Risk retention groups
- Managing general agents
- State funds and joint underwriting associations

The firm has offices in the following locations:

- Madison, Mississippi (corporate office);
- Philadelphia, Pennsylvania;
- Dallas, Texas;
- Huntington Beach, California;
- Palm Desert, California.

Item B.6

Provide a statement of whether there have been any mergers, acquisitions, or sales of the respondent within the last ten (10) years. If so, include an explanation providing relevant details.

There have been no mergers, acquisitions, or sales of the Respondent within the last ten years.

Item B.7

Provide a statement of whether the Respondent or, to the Respondent's knowledge, any of the Respondent's employees, agents, independent contractors, or subcontractors, proposed to provide work on a contract pursuant to this RFQ, have been convicted of, pled guilty to, or pled nolo contendere to any felony. If so, include an explanation providing relevant details.

To the best of my knowledge, none of TBG's employees, agents, independent contractors, proposed to provide work on a contract pursuant to this RFQ, have been convicted of, pled guilty to, or pled nolo contendere to any felony. As stated in Item B.14 below, TBG does not intend to use subcontractors to provide work on a contract pursuant to this RFQ.

Item B.8

Provide a statement of whether, in the last ten (10) years, the Respondent has filed (or had filed against it) any bankruptcy or insolvency proceeding, whether voluntary or involuntary, or undergone the appointment of a receiver, trustee, or assignee for the benefit of creditors. If so, include an explanation providing relevant details.

TBG has not filed, nor had filed against it, any bankruptcy or insolvency proceeding, whether voluntary or involuntary, or undergone the appointment of a receiver, trustee, or assignee for the benefit of creditors. TBG's predecessor company, BWRB, has not filed, nor had filed against it, any bankruptcy or insolvency proceeding, whether voluntary or involuntary, or undergone the appointment of a receiver, trustee, or assignee for the benefit of creditors. These statements apply to the companies since inception, which cover a period of over ten years.

Item B.9

Provide a statement of whether there is any material, pending litigation against the Respondent that the Respondent should reasonably believe could adversely affect its ability to meet contract requirements pursuant to this RFQ or is likely to have a material adverse effect on the Respondent's financial condition. If such exists, list each separately, explain the relevant details, and attach the opinion of counsel addressing whether and to what extent it would impair the Respondent's performance in a contract pursuant to this RFQ.

There is no pending litigation against TBG that could adversely affect its ability to meet contract requirements pursuant to this RFQ or is likely to have a material adverse effect on TBG's financial condition.

Item B.10

Provide a statement of whether there is any pending or in progress Securities Exchange Commission investigations involving the Respondent. If such exists, list each separately, explain the relevant details, and attach the opinion of counsel addressing whether and to what extent it will impair the Respondent's performance in a contract pursuant to this RFQ.

There is no pending or in progress Securities Exchange Commission investigations involving TBG.

Item B.11

Provide a brief, descriptive statement detailing evidence of the Respondent's ability to deliver the goods or services sought under this RFQ (e.g., prior experience, training, certifications, resources, program and quality management systems, etc.).

TBG (under the predecessor firm BWRB) was awarded the contract in 2014 to provide actuarial services assigned by the Policy Analysis Section of the Division of Insurance of the Tennessee Department of Commerce and Insurance for property and casualty insurance policies. In this regard, Christopher Burkhalter and Windrie Wong are currently the reviewers of property and casualty insurance rate filings review for Tennessee. Mr. Burkhalter, Mr. Wong, and Mr. Matthew Stephenson are all involved in the analysis and review of the NCCI annual loss cost filings. In addition, Mr. Burkhalter presents the findings and recommendations of the NCCI review to the Tennessee Advisory Council on Workers' Compensation.

Mr. Burkhalter has also been reviewing rate filings for Mississippi since 2000, and has participated in legislative hearings as an expert witness. Both Mr. Burkhalter and Mr. Wong are Fellows of the Casualty Actuarial Society, and Mr. Stephenson is an Associate of the Casualty Actuarial Society.

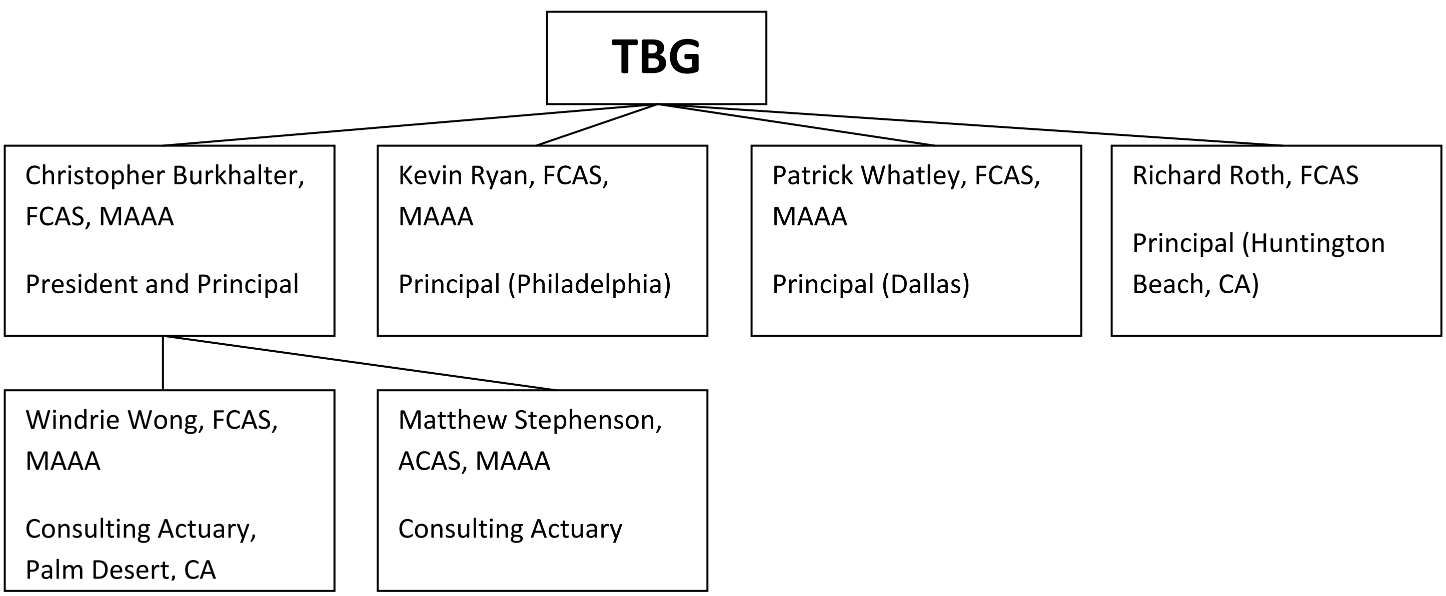
Item B.12

Provide a narrative description of the proposed contract team, its members, and organizational structure along with an organizational chart identifying the key people who will be assigned to provide the goods or services required by this RFQ, illustrating the lines of authority, and designating the individual responsible for the completion of each task and deliverable of the RFQ.

The proposed services for services required by this RFQ are to be provided under the direction of Christopher Burkhalter, President and Principal of TBG. Windrie Wong, who currently works in the Palm Desert office, will be the primary reviewer and analyst of the rate filings. Matthew Stephenson will assist in peer reviews of all narratives and analyses.

Regarding projects other than rate/loss cost filings review, Mr. Burkhalter will be the project manager with the assistance of Mr. Wong and Mr. Stephenson.

Both Mr. Wong and Mr. Stephenson report directly to Mr. Burkhalter.



Item B.13

Provide a personnel roster listing the names of key people who the Respondent will assign to perform tasks required by this RFQ along with the estimated number of hours that each individual will devote to the required tasks. Follow the personnel roster with a resume for each of the people listed. The resumes must detail the individual's title, education, current position with the Respondent, and employment history.

<u>Rate filing reviews (assume each review takes four and one-quarter hours):</u> Christopher Burkhalter 0.75 hours Windrie Wong 3.50 hours   <u>Other Special Projects:</u> Christopher Burkhalter Windrie Wong Matthew Stephenson

Christopher J. Burkhalter, FCAS, MAAA
President & Principal
The Burkhalter Group, Inc.
P.O. Box 1546, Madison, MS 39130-1546
(601) 668-7611

Professional Designations/Activities

[Associate, Casualty Actuarial Society (February, 1997)]
Fellow, Casualty Actuarial Society (July, 1998)
Member of the American Academy of Actuaries (April, 1997)
Member, Ole Miss Insurance Advisory Council [University of Mississippi]
Member, Actuarial Club of Jackson
Vice Chair, (MS) State and Public School Employees Health Insurance Management Board
-- appointed by Governor Haley Barbour, 2004 & 2008
-- appointed by Governor Phil Bryant, 2012 & 2016

Education

Bachelor of Science, 1990, University of Mississippi
Summa Cum Laude (GPA 4.0)
Major: Physics
Minors: Mathematics, German

Awards, Honors: Taylor Medalist (academic), 1990
First MS Corporation Scholar, 1986-90
Barry M. Goldwater Scholar, 1989-90
Golden Key National Honor Society Scholar, 1990
Nichols Award for Excellence in Mathematics, 1988

Master of Science in Applied Physics, 1992, University of New Orleans
GPA 3.9
Specialty: Underwater Acoustics

Work Experience

Bickerstaff, Whatley, Ryan & Burkhalter, Inc. -- President & Principal, February 1999 to September 2018
The Burkhalter Group, Inc. -- President & Principal, February October 2018 to present

Established private consulting practice in all areas of property & casualty actuarial and insurance work. Current clients include Workers Compensation carriers, residual market associations, managing general agencies, brokers & agencies, self-insured funds and regulatory authorities. Actuarial work has included rate analyses, reserve analyses, pro-forma financial analysis, expert testimony in litigation, and general business consulting.

The St. Paul Fire & Marine Insurance Company
Regional Actuary, July 1998 – January 1999

Duties and responsibilities:

- responsible for all actuarial areas in commercial operation (small commercial and middle market);
- responsibility for all evaluation and report preparation for all financial and budgeting areas for the region.

Southern Farm Bureau Casualty Insurance Company
Actuarial Analyst, October 1993 - December 1996
Associate Actuary, January 1997 – December 1997
Actuary, Assistant to State Manager, January 1998 -- July 1998

Duties and responsibilities

As Actuarial Analyst and Associate Actuary, responsible for:

- rate analysis and filings for Personal and Commercial Automobile and General Liability lines in a six state area (AR, FL, LA, MS, SC, and TX) representing over $700 million in written premium;
- the preparation of Statements of Actuarial Opinion and underlying actuarial loss and expense reserve analyses for ten Farm Bureau companies;
- the preparation of numerous internal statistical reports and actuarial analyses concerning profitability and reserve strength;
- the organization and agenda of group Research & Development manager meetings;
- negotiated with regulatory officials and consumer advocates concerning rate adjustment requests;
- filled ad hoc statistical requests from Home Office and state operations;
- developed extensive reserve analysis system;
- assisted in evaluation of reinsurance treaty proposals;
- evaluated premium finance contracts for accurate pricing and legal compliance;
- performed financial analyses as needed by management;
- appointed by CEO to executive committee to propose new methods of risk diversification and capital strengthening;
- selected by CEO in October 1997 to establish an actuarial department in Mississippi's Farm Bureau state office and design and build a statistical database;
- reported directly to CEO of Mississippi Farm Bureau Mutual Insurance Company;
- was responsible for all property rate analyses and filings at MS Farm Bureau.

United States Naval Research Laboratory, Stennis Space Center, MS
Research Physicist, February 1991 - October 1993

Duties and responsibilities

- coordinate all software development efforts in the simulation and modeling of oceanic ambient noise for an environmental simulation project sponsored by the Office of Naval Research;
- created and developed new ambient noise models for use in the simulation project;
- incorporated state-of-the-art technology into the environmental simulation;
- conducted research into oceanic ambient noise modeling and acoustic propagation;
- presented findings to U.S. Navy and university colleagues in professional conference.

Windrie Wong
Consulting Actuary
The Burkhalter Group
42605 Hastings Street, Palm Desert, CA 92211
Phone (760) 360-2063 Cell: (760) 449-6537

Professional Designations and Activities:

Fellow, Casualty Actuarial Society
Member, American Academy of Actuaries
Casualty Actuarial Society Forum, Committee Member
Casualty Actuarial Society Forum, Chairperson 2010 – 2013

Education:

BS Mathematics and Computer Science, University of Wisconsin – Stevens Point, 1982 Cum Laude

Work Experience:

2018 – present: Vice President; The Burkhalter Group Inc., Consulting Actuaries, Madison Mississippi
1990 – 2018: Vice President; Bickerstaff, Whatley, Ryan & Burkhalter, Inc., Consulting Actuaries, Palm Desert, California

- Senior Actuary of Mississippi office
- Senior consultant and contact - manage and coordinate client projects from start to finish, including communication of final results to Management staff or Board of Directors. Projects include pricing and reserving for small ($10-$100M) to medium size ($500M+) companies.
- Author or co-author of actuarial reports.
- Key or sub-presenter at Board Meetings.

Rate Filings Review Experience

- Primary Property and Casualty rate filings reviewer for the State of Tennessee.
- Property and Casualty rate filings reviewer for the State of Mississippi.

Workers Compensation Experience

- Determine overall rate level.
- Reserving.
- Designed dividend plans based on Retrospective Rating Theory.
- Determine competitive rates for specific target classes.
- Determine reserve ranges using traditional methods.

Medical Malpractice Experience

- Determine overall rate level.
- Reserving.
- Determine reserve ranges.

- Design class/territory class plans for Med Mal companies.
- Extensive knowledge of ISO Med Mal Classification Plan.
- Design mid-sized company Experience Rating (or Risk Free Credit) plan.
- Design mid-sized company Retrospective Rating Plan based on company loss ratio distribution.
- Advise clients on selecting optimum reinsurance provisions.
- Analyze reinsurance treaties for Risk Transfer compliance according to FAS 113.
- Design, write, and maintain internal software applications (models) for a wide range of projects. These include loss projection programs, loss simulation programs, rate relativity calculations, deductible credit calculations, retrospective rating programs, risk transfer programs, generalized linear models, data summary programs.
- Determine funding requirements for self-insurance entities.
- Conduct feasibility studies for potential start-up companies.
- Pricing and reserving for reporting endorsement policies using life contingencies principles.
- Provide second opinion to reserve studies.

Personal Auto, Commercial Auto Experience

- Determine overall rate level.
- Reserving.
- Determine reserve ranges using simulation or range of multiple methodologies.
- Design or Evaluate Personal Auto and Commercial Auto Classification Plan. (Including the use of Generalized Linear Models)
- Using sequential analysis to comply with provisions of Prop 103 in California.

Methodologies and Models Used

- Ratemaking – Return on Equity Model, Discounted Cash-flow Model, Internal Rate of Return Model, Present Value Pure Premium Method, Loss Ratio Method
- Traditional Reserving Methods – Paid or Incurred Age-to-Age Method, Bornhuetter-Ferguson, Expected Loss Ratio
- Simulation – Funding Analysis
- Simulation – Stochastic Reserve Range
- Simulation – Complex Risk Transfer/Reinsurance Models
- Classification Ratemaking - Minimum Bias, Minimum Chi-Square and Least Squares two-dimensional, Generalized Linear Models

1985 – 1990: Actuarial Analyst; Milliman and Robertson, Consulting Actuaries, Pasadena, California.

- Assisted the Principal in all projects, including pricing, reserving, rate relativities, self-insurance studies, and reinsurance cost estimation.
- Wrote and maintained all software applications for repeated use on regularly occurring projects, including loss projection programs, rate relativity programs, simulation, data summary programs.

- Wrote ad hoc software for solving specific projects, such as simulating aggregate losses for a particular client.
- Assisted in special studies, such as CA Prop 103 sequential analysis.

1982 – 1985: Actuarial Analyst; Sentry Insurance, Stevens Point, Wisconsin.

- Assisted in WC pricing for fourteen states in the Midwest. Work included rate filing for open competition states, and, calculating rate deviations from Bureau promulgated rates, all based on individual state loss experience.
- Assisted in Commercial Auto pricing for fourteen states in the Midwest, including several no-fault states. Work included completing rate filing for open competition states, and, calculating and filing rate deviations from Bureau promulgated rates.
- Assisted in pricing large account retrospective rating plans, which involved offering flexible choices of parameters.
- Maintained WC dividend plans designed using retrospective rating theory.
- Responsible for maintaining ISO manuals for Commercial Lines, and NCCI Workers' Compensation rate manuals and Retrospective Rating Manuals.
- Assisted in Commercial Lines pricing and in monitoring deviations from Bureau promulgated rates.

Matthew J. Stephenson, ACAS, MAAA
Consulting Actuary
The Burkhalter Group, Inc.
P.O. Box 1546, Madison, MS 39130-1546
(601) 942-1581

Professional Designations/Activities

Associate, Casualty Actuarial Society (April, 2016)
Member of the American Academy of Actuaries (April, 2016)

Education

Bachelor of Science, 2010, University of Mississippi
Summa Cum Laude (GPA 4.0)
Major: Mathematics
Minor: Russian

Awards, Honors: Taylor Medalist (academic), 2010
Phi Beta Kappa, 2010
Phi Kappa Phi, 2009
Barksdale Scholar, 2006-10
Alfred Hume Award in Mathematics, 2010

Master of Science in Mathematics 2012, Vanderbilt University
GPA 3.96

Work Experience

Bickerstaff, Whatley, Ryan & Burkhalter, Inc.	**Actuarial Analyst, June 2013 to April 2016**
Bickerstaff, Whatley, Ryan & Burkhalter, Inc.	**Consulting Actuary, April 2016 to September 2018**
The Burkhalter Group, Inc.	**Consulting Actuary, October 2018 to present**

Worked in a private consulting practice covering all areas of property & casualty actuarial and insurance work. Current clients include Workers Compensation carriers, residual market associations, managing general agencies, brokers & agencies, self-insured funds, and regulatory authorities. Actuarial work has included rate analyses, reserve analyses, dividend analyses, and general business consulting.

Vanderbilt University	**Research Assistant & Tutor, August 2011 to May 2013**

Jobs included conducting independent research projects in geometric group theory under the guidance of sponsoring professor, conducting both private and public tutoring sessions in various mathematics courses, and teaching weekly recitations as a supplement to lectures.

Item B.14

Provide a statement of whether the Respondent intends to use subcontractors to accomplish the work required by this RFQ.

TBG does not intend to use subcontractors to accomplish the work required by this RFQ.

Item B.15

Provide documentation of the Respondent's commitment to diversity as represented by the following:

(a) Business Strategy. Provide a description of the Respondent's existing programs and procedures designed to encourage and foster commerce with business enterprises owned by minorities, women, service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises. Please also include a list of the Respondent's certifications as a diversity business, if applicable.

(b) Business Relationships. Provide a listing of the Respondent's current contracts with business enterprises owned by minorities, women, service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises. Please include the following information:

> **(i) contract description;**
>
> **(ii) contractor name and ownership characteristics (i.e., ethnicity, gender, service-disabled, disability); and**
>
> **(iii) contractor contact name and telephone number.**

(c) Estimated Participation. Provide an estimated level of participation by business enterprises owned by minorities, women, service-disabled veterans, businesses owned by persons with disabilities, and small business enterprises if a contract is awarded to the Respondent pursuant to this RFQ. Please include the following information:

> **(i) a percentage (%) indicating the participation estimate. (Express the estimated participation number as a percentage of the total estimated contract value that will be dedicated to business with subcontractors and supply contractors having such ownership characteristics only and DO NOT INCLUDE DOLLAR AMOUNTS);**
>
> **(ii) anticipated goods or services contract descriptions;**
>
> **(iii) names and ownership characteristics (i.e., ethnicity, gender, service-disabled veterans, disability) of anticipated subcontractors and supply contractors.**

(d) Workforce. Provide the percentage of the Respondent's total current employees by ethnicity and gender.

Item B.15 Continued

TBG does not have a formal policy for diversity as represented by its business strategy, business relationships, and workforce. However, TBG does not discriminate based on age, race, or sex in its business dealings within or without the firm.

Item B.16

Provide a statement of whether or not the Respondent has any current contracts with the State of Tennessee or has completed any contracts with the State of Tennessee within the previous five-year period. If so, provide the following information for all current and completed contracts:

(a) the name, title, telephone number and e-mail address of the State contact responsible for the contract at issue;

(b) the name of the procuring State agency;

(c) a brief description of the contract's specification for goods or scope of services;

(d) the contract term; and

(e) the contract number.

TBG currently has a contract with the State of Tennessee to provide actuarial services. The information for the contract is as follows:

(a) Contact Person:
Brian Hoffmeister, Director of Policy Analysis
Department of Commerce and Insurance, Division of Insurance
500 James Robertson Parkway
Nashville, TN 37243
Brian.Hoffmeister@tn.gov
Phone: (615 741-5602

(b) Procuring State Agency: State of Tennessee, Department of Commerce and Insurance

(c) Brief description of current contract: Provide actuarial services such as actuarial analysis of property and casualty rate filings; review, analysis and recommendations with regard to pending proposed and recently enacted state and federal laws and regulations relating to property and casualty insurance; provide expert testimony regarding actuarial and funding issues at rate hearings and in judicial, legislative and other proceedings as requested by the State; assisting in special studies and training consistent with the State's regulatory and oversight functions as to the operation of insurance companies in the State of Tennessee; and preparation of estimates, prospective work plans and budget(s) in response to specific requests by the State for actuarial services.

(d) Contract term: July 1, 2014 – June 30, 2019.

(e) Contract number: 41345

Item B.17

Sealed references.

Included in separate signed and sealed envelopes in accordance with the instructions.

Item B.18

Provide a statement and any relevant details addressing whether the Respondent is any of the following:

(a) is presently debarred, suspended, proposed for debarment, or voluntarily excluded from covered transactions by any federal or state department or agency;

(b) has within the past three (3) years, been convicted of, or had a civil judgment rendered against the contracting party from commission of fraud, or a criminal offence in connection with obtaining, attempting to obtain, or performing a public (federal, state, or local) transaction or grant under a public transaction; violation of federal or state antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property;

(c) is presently indicted or otherwise criminally or civilly charged by a government entity (federal, state, or local) with commission of any of the offenses detailed above; and has within a three (3) year period preceding the contract had one or more public transactions (federal, state, or local) terminated for cause or default.

Neither TBG as an organization, nor any person within the TBG organization is any of the following:

(a) is presently debarred, suspended, proposed for debarment, or voluntarily excluded from covered transactions by any federal or state department or agency;

(b) has within the past three (3) years, been convicted of, or had a civil judgment rendered against the contracting party from commission of fraud, or a criminal offence in connection with obtaining, attempting to obtain, or performing a public (federal, state, or local) transaction or grant under a public transaction; violation of federal or state antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property;

(c) is presently indicted or otherwise criminally or civilly charged by a government entity (federal, state, or local) with commission of any of the offenses detailed above; and has within a three (3) year period preceding the contract had one or more public transactions (federal, state, or local) terminated for cause or default.

Item C.1

Provide a narrative that illustrates the Respondent's understanding of the State's requirements and project schedule.

The Burkhalter Group, Inc. will review rate filings for:

1. Compliance with current actuarial standards and guidelines by answering questions relating to Actuarial Standards of Practice (ASOP) for every assigned rate review. Examples of questions answered are, but not limited to, the following:

- a Can the reviewer follow the work from assumptions and calculations to conclusions?
- b Has the company rate filer used all the reasonably applicable methods to arrive at the conclusions?
- c Is the necessary actuarial support included and reasonable?
- d If the methodology has changed from previous years, what is the impact on proposed rates?
- e Can the reviewer verify the results by using the same calculations?

2. Compliance with State of Tennessee state regulations regarding rate filings. Examples of questions answered are, but not limited to, the following:

- a Are all State prescribed exhibits included?
- b Is the proposed rate action in compliance with statutory capping and limits, for example not more than +/- X%?
- c Is the proposed rate action within statutory time limits, for example when was the last approved rate increase?
- d Does the profit provision comply with the regulations on profit provision method and assumptions?
- e Are the rates excessive, inadequate or unfairly discriminatory?

3. Analyze impact of current, pending, or proposed laws and regulations by targeting provisions of the law that affect areas of actuarial assumptions and methodology. Some areas analyzed would be:

- a How the new laws and regulations impact the insurer's ability to raise rate
- b How the new laws and regulations impact the profit provision
- c Where necessary, TBG will draw upon methods used in its previous experience of analyzing medical malpractice tort reform laws, California Proposition 103, and tax reform (such as the Tax Cuts and Jobs Act) impacting P&C Industry

4. Christopher Burkhalter has served as an expert witness in rate hearings and will use his experience and expertise in any rate hearings in the State

5. Christopher Burkhalter and Windrie Wong have assisted state insurance regulators and private companies in triennial examinations and will use their combined experience in legislative and other proceedings as requested by the State

6. All rate filing reviews and analysis will be performed by Christopher Burkhalter and Windrie Wong. Both Mr. Burkhalter and Mr. Wong are Fellows of the Casualty Actuarial Society and Members of the American Academy of Actuaries. Their respective resumes have been included in Section B.13.

7. Any special studies and training the State would require would be performed in a timely manner responsive to the specific needs of the special project

8. When asked upon, TBG will provide estimates, prospective work plans and budget(s) in response to specific requests by the State for actuarial services

9. When there is a special project, TBG can and will provide an estimate of the number of hours required to complete a specific work assignment, in which event TBG shall provide the estimate within three (3) business days following the date of request to the Director

10. TBG is the current reviewer for NCCI loss cost filings in Tennessee and Mississippi and will continue to use its experience and expertise to review NCCI loss cost filings, issue a complete actuarial report to both the Commissioner of Commerce & Insurance and the Advisory Council on Compensation within the time frame set forth by the State.

11. All services, except attendance at the meeting of the Advisory Council on Workers Compensation, will be performed at the offices of TBG.

12. All non-rate review work will be perform ed jointly by Christopher Burkhalter, Windrie Wong, and Matthew Stephenson.

Item C.2

Provide a narrative that illustrates how the Respondent will complete the delivery of goods or scope of services, accomplish required objectives, and meet the State's project schedule.

TBG is the current rate filing reviewer for the State of Tennessee and the State of Mississippi. We have adhered to the 30 day rate review limit as provided in both state's rate regulations, and will continue to apply the same diligence to the Tennessee rate review schedules. Our familiarity with SERFF allows us to manage the flow of responses from the filers and expedite reviews.

All special projects will be scheduled according to the overall project load of TBG and will be given priority as necessary to meet a given deadline. NCCI rate filings occur on a fairly regular time of the year and will be given priority, as has been the case for 2014 through 2018. During that time, Mr. Burkhalter has presented TBG's analysis and findings to the Advisory Council on Workers Compensation. TBG has established good working relationships with the NCCI actuaries and the cooperation has resulted in being able to communicate and gain better understanding of the underlying NCCI data and methodologies which serve to improve the TBG reviews. TBG has gone beyond merely analyzing the filed information and has requested additional data for analysis, all done within the time frame that meets the State's project schedule.

Item C.3

Provide a narrative that illustrates how the Respondent will manage the project, ensure delivery of specified goods or completion of the scope of services, and accomplish required objectives within the State's project schedule.

Under the current contract, Christopher Burkhalter, President and Principal of TBG, is the main contact and recipient of all notices of new rate filings. Except for NCCI loss cost filings, Windrie Wong has been performing all of the reviews and analysis and issuing a draft report. A discussion with Mr. Burkhalter regarding issues of any rate filings takes place before a final report with recommendation is issued. With rare exceptions when issues regarding certain filings require more communication and analysis, all reports have been issued to the State within a 20 – 25 day time frame to allow the State some time to review before contacting the filing company. This practice will continue should TBG win the contract pursuant to this RFQ.

As has been the practice during the 2014 – 2018 contract period, NCCI loss cost filings will be reviewed and analyzed jointly by Mr. Burkhalter, Mr. Wong, and Mr. Stephenson. TBG has adhered to all time deadlines governed by the State's project schedule. Mr. Burkhalter has been the presenter of TBG analysis and recommendations in the Advisory Council on Workers Compensation meeting. TBG will continue with honoring all time commitments set forth by the State. Should scheduling conflicts occur, Mr. Wong or Mr. Stephenson will attend and present instead.

All other special projects will be directed by Mr. Burkhalter, with Mr. Wong as the primary assistant and if needed, Mr. Stephenson will assist.