

Investment Management Services Proposal to:  
**City of Plano RFP No. 2012-222-C for  
Retirement Security Plan Investment  
Manager Services**

July 5, 2012

**Wells Fargo Institutional Asset Advisors**

Jeff Johnson, Vice President  
1740 Broadway, MAC C7300-105  
Denver CO 80274  
(303) 863-6708  
jeffrey.j.johnson@wellsfargo.com

**Wells Fargo Institutional Retirement and Trust**

Jim Allen, Vice President, Relationship Manager  
1445 Ross Ave 4th Floor, Suite 410 MAC T9216-044  
Dallas, TX 75202-2812  
(214) 777-4009  
jim.allen@wellsfargo.com

WELLS  
FARGO

July 5, 2012

City of Plano - Purchasing Division  
Attn: Sharron Mason - Sr. Buyer  
1520 Avenue K, Suite 370  
Plano, TX 75074

Re: Proposal for the City of Plano - RFP No. 2012-222-C, RFP for Retirement Security Plan Investment Manager Services

Dear Sharron:

On behalf of Wells Fargo Bank Institutional Asset Advisors, I am pleased to provide you with our proposal to provide investment management services for the *City of Plano*. We welcome this opportunity to demonstrate the value of a partnership with Wells Fargo.

Now, more than ever, boards and investment committee's are looking for a true partnership when hiring an investment manager. Wells Fargo takes the responsibilities of a discretionary investment manager seriously and therefore willingly accepts the role as fiduciary. Acting as discretionary investment manager and fiduciary, Wells Fargo will provide specific asset allocation recommendations and will take responsibility for manager selection and monitoring.

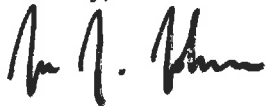
We are proposing to manage the *City of Plano* portfolios using our Discretionary Asset Management solution, an effective way to utilize multiple investment managers and multiple investment styles. By combining our disciplined approach with an understanding of your needs, we believe we can help maximize your returns while controlling risk.

Under our approach you will have access to multiple investment managers. In addition, our distinct client service model features a relationship manager and a dedicated portfolio manager who will work closely with you.

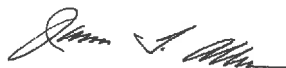
We look forward to presenting our investment management services in person and further demonstrating why Wells Fargo is uniquely positioned to partner with the *City of Plano*. As questions and additional requests for information arise, please feel free to contact me at (303) 863-6708 or Jim Allen at (214) 777-4009.

Thank you for your consideration.

Sincerely,



Jeff Johnson  
Vice President, National Sales Director  
Wells Fargo Institutional Asset Advisors



Jim Allen  
Vice President, Relationship Manager  
Wells Fargo Institutional Retirement and Trust

Together we'll go far



A. Title Page

*Institutional Asset Advisors*

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## Contact information and proposal assertions

### Wells Fargo contact information

**Jim Allen**

Vice President, Relationship Manager

Wells Fargo Institutional Retirement and Trust

1445 Ross Ave 4th Floor, Suite 410

MAC T9216-044

Dallas, TX 75202-2812

(214) 777-4009

[jim.allen@wellsfargo.com](mailto:jim.allen@wellsfargo.com)

**Jeff Johnson**

Vice President, National Sales Director

Wells Fargo Institutional Asset Advisors

1740 Broadway

MAC: C7300-105

Denver CO 80274

(303) 863-6708

[jeffrey.j.johnson@wellsfargo.com](mailto:jeffrey.j.johnson@wellsfargo.com)

## Proposal assertions

**Confidentiality statement**

Information contained in this document is proprietary and submitted with the understanding that it will not be used for purposes other than the evaluation of our qualifications without the prior written consent of Wells Fargo Institutional Retirement and Trust.

**USA Patriot Act statement**

Wells Fargo complies with the USA Patriot Act and the regulations issued there under. Under this legislation, Wells Fargo is required to obtain and verify information to confirm the identity of any individual or business opening a Wells Fargo account including name, address, and documentation such as annual reports; government issued business licenses; or partnership agreements.

**Tax or legal advice statement**

Wells Fargo does not offer tax or legal advice. Wells Fargo makes no representations or warranties regarding whether any particular plan or agreement will have the tax or legal effects desired by employers, employees, clients, account holders or other interested parties. Clients may seek their own tax and legal advice regarding the plan or agreement and its design and features. They may also consider submitting the plan or agreement to the IRS for a private letter ruling for determination of any tax consequences.

**Information and proposal life statement**

Any information and pricing contained in this document is valid for six months from the date obtained, unless otherwise agreed to by Wells Fargo Institutional Retirement and Trust.

**Business acceptance contingency**

Final acceptance and ultimate approval to provide the services set forth in this document are contingent upon the receipt of all required governing documents and the satisfactory resolution of any document related, regulatory or legal issues.

*Wells Fargo thanks you for this opportunity to provide information regarding our services.*

## C. Executive Summary

## C. Executive Summary

***The executive summary shall briefly state your firm's understanding of the work to be done and your firm's ability to meet the City's goals and objectives as presented herein.***

Wells Fargo is proposing to provide the City of Plano a complete investment solution. Through our Institutional Asset Advisors group (IAA), we manage over \$19 billion of institutional assets for more than 1060 clients. We are proposing to utilize the same approach for the City of Plano. Wells Fargo will be a fiduciary of the accounts having discretionary authority over the investments.

We will act as custodian and investment manager for all assets, assisting in the safekeeping of the assets, and ensuring all reporting is timely and accurate.

Our value proposition to the City of Plano is to provide strategic consulting, professional investment management, and safeguarding of assets utilizing our proven processes and technologies. Your relationship will be serviced by your current Relationship Manager, *Jim Allen* who will partner with one of our portfolio managers to provide the City of Plano with expert investment management consultation.

Our investment consulting process begins with Wells Fargo achieving a thorough understanding of the City of Plano's objectives, goals, risk tolerances, existing structure, and investment strategies previously utilized, including asset class and style preferences. We also review all documents to ensure a complete and thorough understanding of the portfolio objectives.

We will work with your Committee to fully understand your existing Investment Policy Statement. Wells Fargo will manage the IPS document for the portfolio and ensure compliance with the portfolios' uniquely designed asset allocation. We will work with the Committee to fully understand decisions around rebalancing, allocation targets and range of tolerances on each asset class included. Wells Fargo will also document the benchmarks on how plan performance will be reviewed and measured.

Our portfolio construction process is anchored by the due diligence that our Investment Research Team conducts. We utilize a complete open architecture to ensure the portfolios we construct provide our clients the best risk adjusted performance available. We have a proprietary process where we conduct quantitative and qualitative screens to determine the managers we believe will provide our clients the results they expect to achieve. Our team utilizes database and analytic tools and systems to analyze manager performance, risk, volatility and other critical characteristics. We also conduct over 300 due diligence visits on select managers throughout all asset classes. This process allows us to select managers with a high degree of confidence that they will deliver on our expectations for their specific style. We conduct comprehensive correlation analysis on managers selected to ensure when allocations are made to the managers within the portfolio, we are constructing the most efficient portfolio with the managers utilized. We stress test the portfolios in different hypothetical market conditions to evaluate upside and downside volatility. We do not just select the best managers in each asset class and hope when matched with another top performing manager they provide the same results as they did independently. We are very diligent around the evaluation and correlation of the managers utilized.

## C. Executive Summary

Our servicing model is designed to keep our clients extremely informed on portfolio performance. For your convenience, we have extensive on-line reporting that is available, daily, monthly and quarterly formats. We also meet with our clients on a quarterly basis to provide an in person comprehensive report on economic conditions, manager performance, and overall performance of the portfolio. We have the ability to provide custom reports and for many clients have developed special reporting packages that meet their particular requirements. We will discuss the City of Plano's needs and requirements and will deliver on those requirements.

Wells Fargo will be the custodian of the assets and can serve as the discretionary trustee of the plan, providing a comprehensive package of trust related services for the City of Plano. These services will include compliance monitoring and consulting on all applicable rules and regulations surrounding the plan. We will conduct regular audits and your portfolio and will assist with any required regulatory examination. You can rest assured that the complete care and safeguarding of the City of Plano's plan assets are in trusted hands and secure with one of the largest trustees in the world. Our trust reporting package will provide you information on every aspect of the plan operations. All reports are delivered electronically for your convenience.

Our custody division will be charged with the safe keeping of City of Plano relationship. Wells Fargo provides master trust/master custody services to 3,600 clients. Of the over \$1.6 trillion of client assets Wells Fargo administers, our Institutional Retirement and Trust had approximately \$573 billion of those assets in custody.

Our team members manage the specialized services and technology to deliver City of Plano a service level unparalleled in the industry. Some of the services included are income collection, daily valuations, customized accounting and financial reporting. The fact is we have the systems and experience to provide piece of mind that the Plan's assets are being handled by an experienced dedicated team.

As you can see from the service package Wells Fargo is proposing, we have substantial scale and expertise to take the entire management of your plan to the next level. By allowing Wells Fargo the additional privilege of partnering with the City of Plano in managing the assets of your plan, we are confident in delivering the best possible investment solution.

## D. Qualifications and Work History

## D. Qualifications and Work History

***Experience shall include but not be limited to the services as described herein.***

- 1. Outline experience relevant to the service the City is seeking. Submit a five year work history with business name(s) of client(s), current contact information including a contact name, address, email, and telephone number as well as type(s) of service performed. Provide details of any contracts that have been terminated and the reason for termination.***

As your current custodian and trustee for your OPEB Trust plan, we hope your past experience with Wells Fargo speaks for itself. In the interest of respecting our clients' privacy and to show consideration for their time, Wells Fargo will provide references and contact information when we have been selected as a finalist in the search process.

- 2. Outline the credentials of the account team that will work with the plan, and provide the name, qualifications and experience level of each account team member.***

We have identified team members who have the knowledge and experience, in their respective areas of expertise, to provide the City of Plano with superior service.

Your current Relationship Manager, *Jim Allen* and Senior Portfolio Manager, *Charles (Chuck) Linn* are extremely experienced in the trust and operational services necessary to manage the needs of your Retirement Security Plan. Wells Fargo also has the depth and experience to handle future or affiliated needs, such as in-house investment management services.

Listed below are the key team members and contact information; and their biographies:

**Charles (Chuck) Linn, CFA - Vice President & Senior Portfolio Manager**

Wells Fargo Institutional Asset Advisors

1000 Louisiana St., 6th Floor, Suite 630

MAC T0002-060

Houston, TX 77002-5027

(713) 319-1636

[charles.a.linn@wellsfargo.com](mailto:charles.a.linn@wellsfargo.com)

**Jim Allen - Relationship Manager**

Wells Fargo Institutional Retirement and Trust

1445 Ross Ave 4th Floor, Suite 410

MAC T9216-044

Dallas, TX 75202-2812

(214) 777-4009

[jim.allen@wellsfargo.com](mailto:jim.allen@wellsfargo.com)



## D. Qualifications and Work History

Jim Allen is supported by an assigned relationship associate. The relationship associate will coordinate all aspects of daily activity, touching many different areas within the bank. All account activity is coordinated through them including cash movements, disbursements, inquiries, risk/compliance requirements and report set up. They will also monitor risk management and compliance requirements and serve as the first line of contact for any questions, issues or special requests. The relationship associate will keep the relationship manager informed of all account activity and unique processes needed to meet City of Plano's needs.

In addition, all cash flow processing will be provided by our Service Center that will oversee the day-to-day operational needs of the City of Plano.

Chuck is backed by the Central Investment Support team. This team performs the following functions.

- Monitor daily cash balance reports ensuring accounts are not overdrawn
- Daily Trading – raises cash and realigning accounts at the request of the investment manager or relationship manager
- Support performance reporting on clients' accounts
- Manage initial and annual Reg9 review process

They also have the support of the Discretionary Oversight Committee and the Asset Allocation Team who are senior institutional investment and economic professionals and are responsible for recommending the overall asset class allocation of the investment strategies.

### **Biographies:**

**Charles (Chuck) Linn, CFA**  
**Vice President & Senior Portfolio Manager**  
**Wells Fargo Institutional Asset Advisors**

Chuck Linn manages institutional pension, endowment and corporate portfolios. In this role, he is responsible for delivery of investment services to clients, including discretionary portfolio management, asset allocation, manager selection and monitoring, performance measurement, client investment reviews and presentations. Mr. Linn has eighteen years experience in the financial services industry, with nine at Wells Fargo. He earned a Bachelor's Degree in Finance from Texas A&M University and a Master's Degree in Business Administration (MBA) from the University of Houston-Clear Lake. He also has received the Chartered Financial Analyst (CFA) designation and is an active member of the CFA Institute, as well as the CFA Society of Houston.

**James T. (Jim) Allen**  
**Vice President/ Relationship Manager**

Jim serves as a Relationship Manager for North Texas Institutional Retirement and Trust. He has over twenty-five years experience in institutional trust, all with large regional or national organizations. Jim is a Certified Employee Benefit Specialist – Wharton School of Finance, University of Pennsylvania. Jim holds a BBA in Finance from the University of North Texas, and is a graduate of SMU Graduate School of Banking.

## D. Qualifications and Work History

### 3. *Outline the investment philosophy and process of the firm.*

Wells Fargo Institutional Asset Advisors offers the City of Plano a balanced investment management philosophy utilizing a "manager-of-managers" approach to provide a diversified portfolio with each asset allocation managed by a specialist in that particular market segment. This allows us to build a broader and deeper stable of investment managers than most other institutional providers. Our rigorous research process is designed to identify managers, both Wells Fargo and non-proprietary, with superior track records, strong fundamentals and style consistency. After both a quantitative and qualitative review process, we select investment managers for their superior performance potential and for best fit within your portfolio.

#### **Our Philosophy**

Wells Fargo's investment philosophy was developed around these core beliefs regarding the management of institutional portfolios.

- A portfolio diversified across the major asset classes provides the opportunity for the best risk-adjusted returns.
- No single investment management organization is necessarily the best manager for all asset classes.
- Forward looking, fundamental research can identify managers that have the best opportunities for future out performance.
- Furthermore, quality research can determine the managers that best complement each other in various capitalization ranges to provide better risk-adjusted returns than non-complementary managers.
- Strategic use of passive index managers reduces active manager risk and costs.
- From time-to-time, the markets present pricing inefficiencies that can be exploited through proven tactical strategies to achieve relative out performance.
- We do not believe in market timing.
- Portfolios need to be constructed to meet each client's individual needs and objectives.

We believe there will be a continued movement toward diversification, specialized managers and a focus on dynamic asset allocation over the next several years. The combination of high volatility in the stock and bond markets with the dramatic decline in the covariance between stock and bond returns is creating more opportunity to add value with dynamic asset allocation. Our investment discipline focuses on the three elements of portfolio management that we believe to be most important in the success of our clients' portfolios.

1. Diversification among primary asset classes;
2. Identification of successful managers specializing in particular styles that complement the entire portfolio; and
3. Appropriate pairing of managers within asset category to provide best risk adjusted returns.

#### **Our Process**

You will receive personal attention from your portfolio manager. We want to deliver the investment expertise and strength of one of the country's largest financial services companies through customized solutions and personalized service. Our extensive network lets us stay close to you, our client, while at the same time giving you access to the vast resources of Wells Fargo.

## D. Qualifications and Work History

Wells Fargo Institutional Asset Advisors believes that creating the client's investment policy statement is a crucial step in the investment process, and serves as the foundation for development of an allocation model and selection of investment managers. After determining the appropriate asset allocation strategy for your portfolio, your portfolio manager will work with City of Plano to build out the portfolio. Our focus is on providing your portfolio the most opportunity for consistent returns, while minimizing unnecessary risk. The principles of modern and post-modern portfolio theory, as popularized by Harry Markowitz, Nobel Prize winner in 1990 have been employed in current portfolio optimization software. Our portfolio optimization research suggests the most significant benefits of diversification are achieved from utilizing primary asset categories, including large cap value, large cap growth, small and international stocks, and "high-quality" intermediate-term bonds.

While the solutions for each client are different, our process is consistent.

1) *Define Your Investment Goals Considering Your Specific Needs/Risk Tolerance*

- a. Evaluate current Investment Policy and strategy
- b. Review unique circumstances and time horizon
- c. Determine spending/liquidity considerations
- d. Prioritize goals

2) *Link Objectives with Asset Allocation*

- a. Review relationship between risk and return, both historical and current outlook for the capital markets
- b. Match goals with expectations for future market experience

3) *Review and/or modify your Investment Policy Statement*

If a new policy is necessary, Wells Fargo will assist you in formalizing a new document. The following components are commonly included in an investment policy statement.

- a. Statement of purpose of each account
- b. Background
- c. Discretionary authority
- d. Objective
- e. Investment performance
- f. Asset allocation
- g. Identified asset class categories and/or specific investment Objectives
  - Investment restrictions
- h. Portfolio reviews
  - Portfolio evaluation
  - Underlying investment manager evaluation
  - Performance monitoring and reporting

4) *Create a Diversified Portfolio*

We utilize a disciplined investment process to screen, select and monitor investment managers to create a diversified portfolio invested across the major asset classes and investment styles:

- a. Identify managers with superior performance potential
- b. Appropriate risk controls
- c. Strong fundamentals
- d. Style consistency
- e. Fund performance

## D. Qualifications and Work History

### **Portfolio Creation**

Our portfolio construction process is anchored by the due diligence that our investment research team conducts. We utilize a complete open architecture to ensure the portfolios we construct provide our clients the best risk adjusted performance available. We have a proprietary process where we conduct quantitative and qualitative screens to determine the managers we believe will provide our clients the results they expect to achieve. Our team utilizes database and analytic tools and systems to analyze manager performance, risk, volatility and other critical characteristics. We also conduct over 300 due diligence visits on select managers in each asset class.

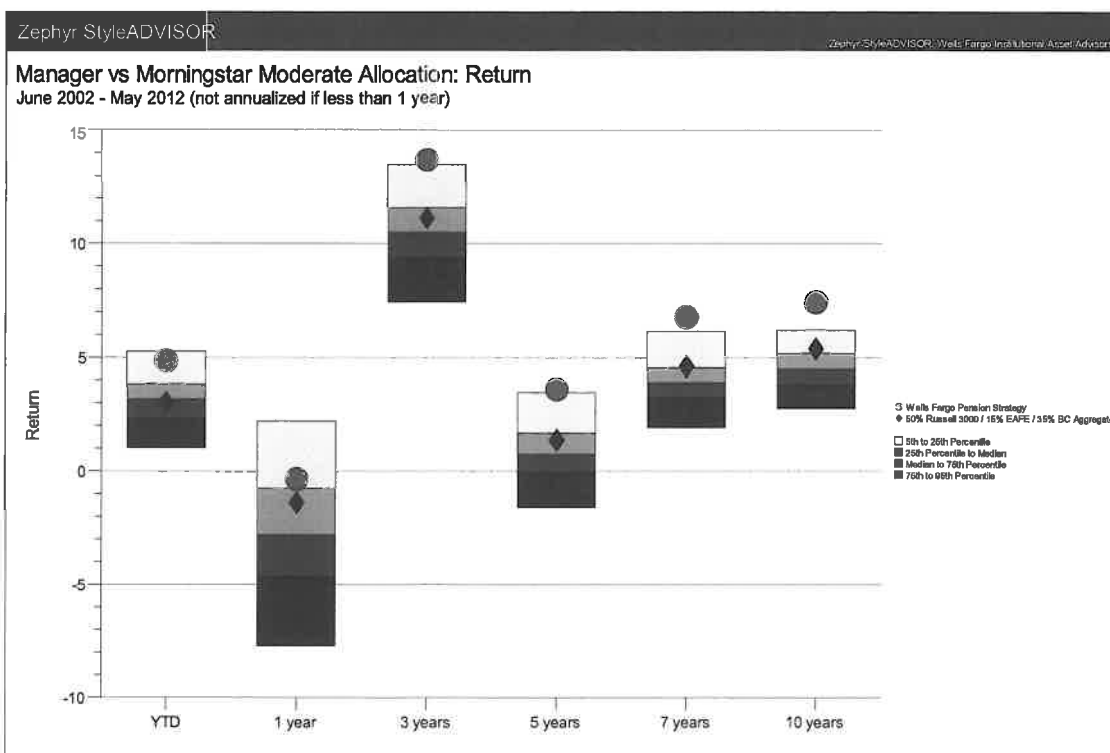
This process allows us to select managers with a high degree of confidence that they will deliver on our expectations for their specific style. Constructing a portfolio for a defined benefit plan requires a very different approach than selecting best in class managers for a defined contribution plan. We conduct comprehensive correlation analysis on managers selected to ensure when allocations are made to the managers within the portfolio, we are constructing the most efficient portfolio with the managers utilized. We stress test the portfolios in different hypothetical market conditions to evaluate upside and downside volatility. We do not just select the best managers in each asset class and hope when matched with another top performing manager they provide the same results as they did independently. We are very diligent around the evaluation and correlation of the managers utilized.

We strive to create the best risk adjusted portfolios that meet our clients' objectives. To that extent, we look at traditional risk measures such as standard deviation, Sharpe ratio, etc., and qualitative risk factors such as philosophy or staffing changes. In addition, we look at historical asset correlations and then use our capital market assumptions evaluate how those correlations may change going forward. Our investment professionals have access to a wealth of tools to assist in evaluating portfolio risk for clients, including the performance analytics tool from Zephyr Associates. Fund characteristic information (items other than returns) is gathered directly from the respective investment management firms as well as from third party sources (e.g., Morningstar Principia, Lipper Analytical, EnCore, Zephyr).

## D. Qualifications and Work History

4.

	YTD	1 year	3 years	5 years	7 years	10 years
Wells Fargo Pension Strategy	4.85%	-0.33%	13.69%	3.60%	6.78%	7.42%
60% Russell 3000 / 15% EAFE / 35% BC Aggregate	3.03%	-1.38%	11.12%	1.37%	4.61%	5.39%



## E. Sample Reports

## E. Sample Reports

***Include samples of reports to be provided on a monthly basis.***

Please refer to **Exhibit A – Sample Reports**.

## F. Forms

## F. Forms

### **1. *Insurance Requirements Affidavit***

Please refer to attachment.

**INSURANCE REQUIREMENT AFFIDAVIT  
(SUPPLEMENTAL INFORMATION)**

Wells Fargo has all the necessary insurance coverage required in your RFP. Wells Fargo will provide all necessary documentation regarding insurance coverage, if we are selected to contract for this RFP.

Attached is a copy of Wells Fargo Certificate of Liability Insurance coverage for Professional Liability and Financial Institution Bond.



**ACORD****CERTIFICATE OF LIABILITY INSURANCE**

DATE (MM/DD/YY)

04/30/07

PRODUCER 1-404-531-5400  
Wells Fargo Insurance Services Southeast, Inc.  
1100 Johnson Ferry Road  
Suite 250  
Atlanta, GA 30342

INSURED  
Wells Fargo & Company and Its Subsidiaries  
including Wells Fargo Bank, N.A.  
Wells Fargo Center (MAC N9305-144)  
Sixth & Marquette  
Minneapolis, MN 55479

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.

**COMPANIES AFFORDING COVERAGE**

## COMPANY

**A** Superior Guaranty Insurance Co. of Vermont

## COMPANY

**B** (Reinsured by Steadfast Insurance Company)

## COMPANY

**C**

## COMPANY

**D****COVERAGES**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED, NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

CO LTR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS
	<b>GENERAL LIABILITY</b> <input type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> OCCUR <input type="checkbox"/> OWNER'S & CONTRACTOR'S PROT				GENERAL AGGREGATE \$ PRODUCTS - COMP/OP AGG \$ PERSONAL & ADV INJURY \$ EACH OCCURRENCE \$ FIRE DAMAGE (Any one fire) \$ MED EXP (Any one person) \$
	<b>AUTOMOBILE LIABILITY</b> <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS				COMBINED SINGLE LIMIT \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE \$
	<b>GARAGE LIABILITY</b> <input type="checkbox"/> ANY AUTO				AUTO ONLY - EA ACCIDENT \$ OTHER THAN AUTO ONLY: \$ EACH ACCIDENT \$ AGGREGATE \$
	<b>EXCESS LIABILITY</b> <input type="checkbox"/> UMBRELLA FORM <input type="checkbox"/> OTHER THAN UMBRELLA FORM				EACH OCCURRENCE \$ AGGREGATE \$ \$
	<b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b> THE PRIORITOR/ PARTNERS/EXECUTIVE OFFICERS ARE: <input type="checkbox"/> INCL <input type="checkbox"/> EXCL				WC STATU- TORY LIMITS <input type="checkbox"/> OTH- ER <input type="checkbox"/> EL EACH ACCIDENT \$ EL DISEASE - POLICY LIMIT \$ EL DISEASE - DISEASE \$
<b>A</b>	<b>OTHER</b> Financial Institution		04/01/07	04/01/10	Each Occurrence 100
<b>B</b>	Bond				Aggregate 100

DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/SPECIAL ITEMS

**CERTIFICATE HOLDER**

EVIDENCE OF COVERAGE

**CANCELLATION**

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING COMPANY WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO MAIL SUCH NOTICE SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE COMPANY, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE

*Lisa A. Nelson*

ACORD 25-S (1/95)

ACORD CORPORATION 1988

sapeterson  
6082483

**ACORD****CERTIFICATE OF LIABILITY INSURANCE**

DATE (MM/DD/YY)

04/30/07

PRODUCER  
Wells Fargo Insurance Services Southeast, Inc.  
1100 Johnson Ferry Road  
Suite 250  
Atlanta, GA 30342

1-404-531-5400

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**COMPANIES AFFORDING COVERAGE**

COMPANY

A Superior Guaranty Insurance Co. of Vermont

COMPANY

B (Reinsured by Steadfast Insurance Company)

COMPANY

C

COMPANY

D

**INSURED**

Wells Fargo & Company and Its Subsidiaries  
including Wells Fargo Bank, N.A.  
Wells Fargo Center (MAC N9305-144)  
Sixth & Marquette  
Minneapolis, MN 55479

**COVERAGES**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

CO LTR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS
	<b>GENERAL LIABILITY</b> <input type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> OCCUR <input type="checkbox"/> OWNER'S & CONTRACTOR'S PROT				GENERAL AGGREGATE \$ PRODUCTS - COMP/OP AGG \$ PERSONAL & ADV INJURY \$ EACH OCCURRENCE \$ FIRE DAMAGE (Any one fire) \$ MED EXP (Any one person) \$
	<b>AUTOMOBILE LIABILITY</b> <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS				COMBINED SINGLE LIMIT \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE \$
	<b>GARAGE LIABILITY</b> <input type="checkbox"/> ANY AUTO				AUTO ONLY - EA ACCIDENT \$ OTHER THAN AUTO ONLY: EACH ACCIDENT \$ AGGREGATE \$
	<b>EXCESS LIABILITY</b> <input type="checkbox"/> UMBRELLA FORM <input type="checkbox"/> OTHER THAN UMBRELLA FORM				EACH OCCURRENCE \$ AGGREGATE \$
	<b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b> THE PRIORITOR/ PARTNERS/EXECUTIVE OFFICERS ARE: <input type="checkbox"/> INCL <input type="checkbox"/> EXCL				WC STATU- TORY LIMITS <input type="checkbox"/> OTH- ER <input type="checkbox"/> EL EACH ACCIDENT \$ EL DISEASE - POLICY LIMIT \$ EL DISEASE - DISEASE \$
A	<b>OTHER Professional Liability</b>		04/01/07	04/01/10	Each Occurrence 100,000,000 Aggregate 100,000,000
B					

DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/SPECIAL ITEMS

**CERTIFICATE HOLDER**

EVIDENCE OF COVERAGE

**CANCELLATION**

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING COMPANY WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO MAIL SUCH NOTICE SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE COMPANY, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE

*Louis A. Kerk*

**INSURANCE REQUIREMENT AFFIDAVIT  
(SUPPLEMENTAL INFORMATION)**

(To be completed by appropriate Insurance Agent)

I, the undersigned agent, certify that the insurance requirements contained in this proposal document have been reviewed by me with the below identified vendor. If the below identified vendor is awarded this contract by the City of Plano, I will be able, within ten (10) working days after being notified of such potential award, to furnish a valid insurance certificate to the City meeting all of the requirements contained in this proposal.

\_\_\_\_\_  
Agent's Signature

\_\_\_\_\_  
Agent's Name Printed

\_\_\_\_\_  
Name of Insurance Carrier

\_\_\_\_\_  
Address of Agency

\_\_\_\_\_  
City, State, Zip

\_\_\_\_\_  
Phone number where Agent may be contacted

\_\_\_\_\_  
Vendor's Name (please print or type)

SUBSCRIBED AND SWORN to before me by the above named \_\_\_\_\_

on this the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Notary Public in and for the State of \_\_\_\_\_.

**NOTE TO AGENT:**

IF THIS TIME REQUIREMENT IS NOT MET, THE CITY HAS THE RIGHT TO DECLARE THIS VENDOR NON-RESPONSIVE AND AWARD THE CONTRACT TO THE NEXT LOWEST PROPOSER MEETING THE SPECIFICATIONS. IF YOU HAVE ANY QUESTIONS CONCERNING THESE REQUIREMENTS, PLEASE CONTACT THE CITY OF PLANO PURCHASING DIVISION AT 972-941-7557.

## F. Forms

### **2. *Affidavit for No Prohibited Interest***

Please refer to attachment.

**AFFIDAVIT OF NO PROHIBITED INTEREST**  
(Contract Required - Form must be notarized.)

I, the undersigned declare that I am authorized to make this statement on behalf of Wells Fargo Bank, N.A. and I have made a reasonable inquiry and, to the best of my knowledge, no person or officer of Wells Fargo Bank, N.A. is employed by the City of Plano or is an elected or appointed official of the City of Plano within the restrictions of the Plano City Charter.

I am aware that Section 11.02 of the City Charter states:

"No officer or employee of the city shall have a financial interest, direct or indirect, in any contract with the city, nor shall be financially interested, directly or indirectly, in the sale to the city of any land, or rights or interest in any land, materials, supplies or service. The above provision shall not apply where the interest is represented by ownership of stock in a corporation involved, provided such stock ownership amounts to less than one (1) per cent of the corporation stock. Any violation of this section shall constitute malfeasance in office, and any officer or employee of the city found guilty thereof shall thereby forfeit his office or position. Any violation of this section with the knowledge, express or implied, of the persons or corporation contracting with the city shall render the contract voidable by the city manager or the city council."

I further understand and acknowledge that a violation of Section 11.02 of the City Charter at anytime during the term of this contract will render the contract voidable by the City.

Wells Fargo Bank, N.A.  
Name of Contractor

By: [Signature]  
Signature

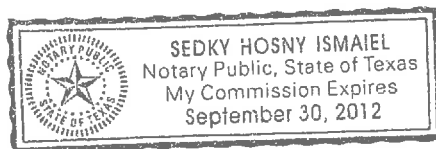
James T. Allen  
Print Name

Vice President  
Title

July 2, 2012  
Date

STATE OF Texas §  
COUNTY OF Dallas §

SUBSCRIBED AND SWORN TO before me this 2nd day of July, 2012.



Sedky H Ismaiel  
Notary Public, State of Texas

## F. Forms

### **3. *Supplemental Information Form***

Please refer to the following attachments.

**F. Forms**

**Vendor Supplemental Information Form**

## VENDOR SUPPLEMENTAL INFORMATION

The following information is required for contract development.

1. In what state was your business formed? Delaware

2. Provide the following information for the person authorized to execute contracts on behalf of your organization:

Name James T. Allen Title Vice President

Mailing Address 1445 Ross Ave. City Dallas State TX Zip 75243

3. Provide the following information for the contact person authorized to implement this contract on behalf of your organization:

Name James T. Allen Title Vice President

Mailing Address 1445 Ross Ave. City Dallas State TX Zip 75243

4. Is your company minority or woman owned? ☐ Yes ☒ No

a. If yes, specify: ☐ MBE ☐ WBE

b. Has your company been certified MBE or WBE by any governmental agency? ☐ Yes ☐ No

c. If yes, specify the governmental agency: \_\_\_\_\_

Date of certification: \_\_\_\_\_

5. Select and complete one of the following:

a. ☐ Sole Proprietorship

i. Legal name of Sole Proprietor: \_\_\_\_\_

ii. Business address: \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_



## VENDOR SUPPLEMENTAL INFORMATION

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b. ☐ General Partnership

i. Legal name of Partnership: \_\_\_\_\_

ii. Business address: \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

c. ☐ Limited Partnership

i. Legal name of Limited Partnership: \_\_\_\_\_

ii. Names of General Partners: \_\_\_\_\_

iii. Business address: \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

d. ☒ Corporation

i. Legal name of Corporation: Wells Fargo & Company

ii. Business address 420 Montgomery Street

City San Francisco State CA Zip 94104

e. ☐ Limited Liability Company

i. Legal name of Limited Liability Company: \_\_\_\_\_

ii. Business address \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

f. ☐ Other Entity (not listed)

i. Legal name and type of Company: \_\_\_\_\_

ii. Business address \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

## F. Forms

### Form CIQ Conflict of Interest Questionnaire

**FORM CIQ CONFLICT OF INTEREST QUESTIONNAIRE** For vendor or other person  
doing business with local governmental entity

This questionnaire reflects changes made to the law by H.B. 1491, 80th Leg., Regular Session. This questionnaire is being filed in accordance with Chapter 176, Local Government Code by a person who has a business relationship as defined by Section 176.001(1-a) with a local governmental entity and the person meets requirements under Section 176.006(a). By law this questionnaire must be filed with the records administrator of the local governmental entity not later than the 7th business day after the date the person becomes aware of facts that require the statement to be filed. See Section 176.006, Local Government Code. A person commits an offense if the person knowingly violates Section 176.006, Local Government Code. An offense under this section is a Class C misdemeanor.

**OFFICE USE ONLY**

Date Received

Name of person who has a business relationship with local governmental entity.

Wells Fargo Bank, N.A.

Check this box if you are filing an update to a previously filed questionnaire. (The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than the 7th business day after the date the originally filed questionnaire becomes incomplete or inaccurate.) ☐

**3 Name of local government officer with whom filer has employment or business relationship.** Name of Officer This section (item 3 including subparts A, B, C & D) must be completed for each officer with whom the filer has an employment or other business relationship as defined by Section 176.001(1-a), Local Government Code. Attach additional pages to this Form CIQ as necessary.

- A. Is the local government officer named in this section receiving or likely to receive taxable income, other than investment income, from the filer of the questionnaire? ☐ Yes ☒ No
- B. Is the filer of the questionnaire receiving or likely to receive taxable income, other than investment income, from or at the direction of the local government officer named in this section AND the taxable income is not received from the local governmental entity? ☐ Yes ☒ No
- C. Is the filer of this questionnaire employed by a corporation or other business entity with respect to which the local government officer serves as an officer or director, or holds an ownership of 10 percent or more? ☐ Yes ☒ No
- D. Describe each employment or business relationship with the local government officer named in this section.

N/A

Signature of person doing business with the governmental entity Date:

[Signature]  
Signature

July 2, 2012  
Date

## F. Forms

### **Environmentally Preferable Purchasing Questionnaire**

City of Plano

<b>Vendor Name:</b> Wells Fargo Bank, N.A.	<b>Phone:</b>
<b>Product/Service:</b> Investment Management	

Does Product or Service?	Yes	No	Details
Contain recycled material			Please see attached supporting documents.
Reduce energy consumption			Please see attached supporting documents.
Certified by certification programs such as Energy Star, Green Seal, Ecologo, EPEAT, etc.			Please see attached supporting documents.
Reduce toxicity, including emissions			Please see attached supporting documents.
Reduce waste			Please see attached supporting documents.
Contain Recyclable materials			Please see attached supporting documents.
Reduce water consumption			Please see attached supporting documents.
Have other environmental impacts			Please see attached supporting documents.

(Attach supporting documents if needed)

## F. Forms

At Wells Fargo, we believe when our communities do well, we do well. We recognize that our environmental impact goes beyond how we operate. As a financial services company, we can influence positive change by:

### ■ **Encouraging Stronger Communities: "Where We Live"**

#### **Wells Fargo Environmental Grant Program**

- To give \$100 million in grants and increase volunteerism by 2020 to support the environmental work of nonprofits and provide the opportunity for Wells Fargo team members to improve their communities.
- Discover how we invest our resources in protecting our environment
- Learn if your organization is eligible

#### **Financing for Community Projects**

To increase lending and investments to community projects with environmental benefits.

- Community Projects

### ■ **Accelerating a "Greener" Economy: "Where We Do Business"**

#### **Environmental Financing**

To provide \$30 billion of financing by 2020 to environmentally beneficial business opportunities

- Environmental Finance Report

#### **Environmental and Social Risk Management**

To promote responsible ways of doing business together with our business customers

- Environmental Risk Management
- Carbon Disclosure Project

#### **Customer Engagement**

To increase customer education and engagement on cost-saving environmental opportunities, with a focus on paper reduction and residential energy efficiency

- Products and services
- Go Paperless
- Wells Fargo Environmental Forum

### ■ **Reducing the Environmental Impact of Our Operations: "Where We Work"**

#### **Environmental Performance of Our Operations**

To increase economic efficiency and environmental performance of our operations

- Greener Buildings
- Operations

#### **Team Member Engagement**

To create a culture of sustainability at Wells Fargo by increasing team member environmental stewardship in their communities, at work and in their daily lives

- Green Team
- Vision and Values

## F. Forms

In approaching our responsibility, Wells Fargo seeks to ensure that as we do business, natural resources are protected and environmental, social and economic needs are part of our everyday decisions. In this integrated approach to sustainability, we are committed to finding new ways to minimize our energy consumption, address climate change, use renewable sources, and inspire others to do the same so we can lower our impact on the planet.

For additional information regarding our Environmental Affairs, please refer to the Wells Fargo website at:

<https://www.wellsfargo.com/about/csr/ea/?mplx=6878-51580-3408-24>

## F. Forms

### **4. *Vendor Acknowledgment Form***

Please refer to attachment.



## Vendor Acknowledgment Form

The undersigned hereby certifies that he/she understands the specifications, has read the document in its entirety and that the prices submitted in this bid/proposal have been carefully reviewed and are submitted as correct and final. Vendor further certifies and agrees to furnish any or all products/services upon which prices are extended at the price offered, and upon conditions in the specifications of the Invitation for Bid/Proposal.

The following information must be filled out in its entirety for your proposal to be considered.

Company Name: Wells Fargo Bank, N.A.

Address of Principal Place of Business: 1445 Ross Ave.  
Dallas, TX 75243

Phone/Fax of Principal Place of Business: (214) 777-4009 = Tel  
(877) 711-8272 = FAX

Address, Phone and Fax of Majority  
Owner Principal Place of Business:

1445 Ross Ave.  
Dallas, TX. 75243  
Tel = (214) 777-4009; FAX = (877) 711-827.

E-mail Address of Representative: jim.allen@wellsfargo.com

Authorized Representative:

Signature:

Title:

Date:

Printed Name:

Jim J. Allen  
Vice President  
July 2, 2012  
James T. Allen

Acknowledgement of Addenda:

#1 X #2 X #3 X #4      #5      #6

## G. Fee Schedule

## G. Fee Schedule

Please refer to cost proposal marked as "Fee Schedule" in a separate sealed envelope.



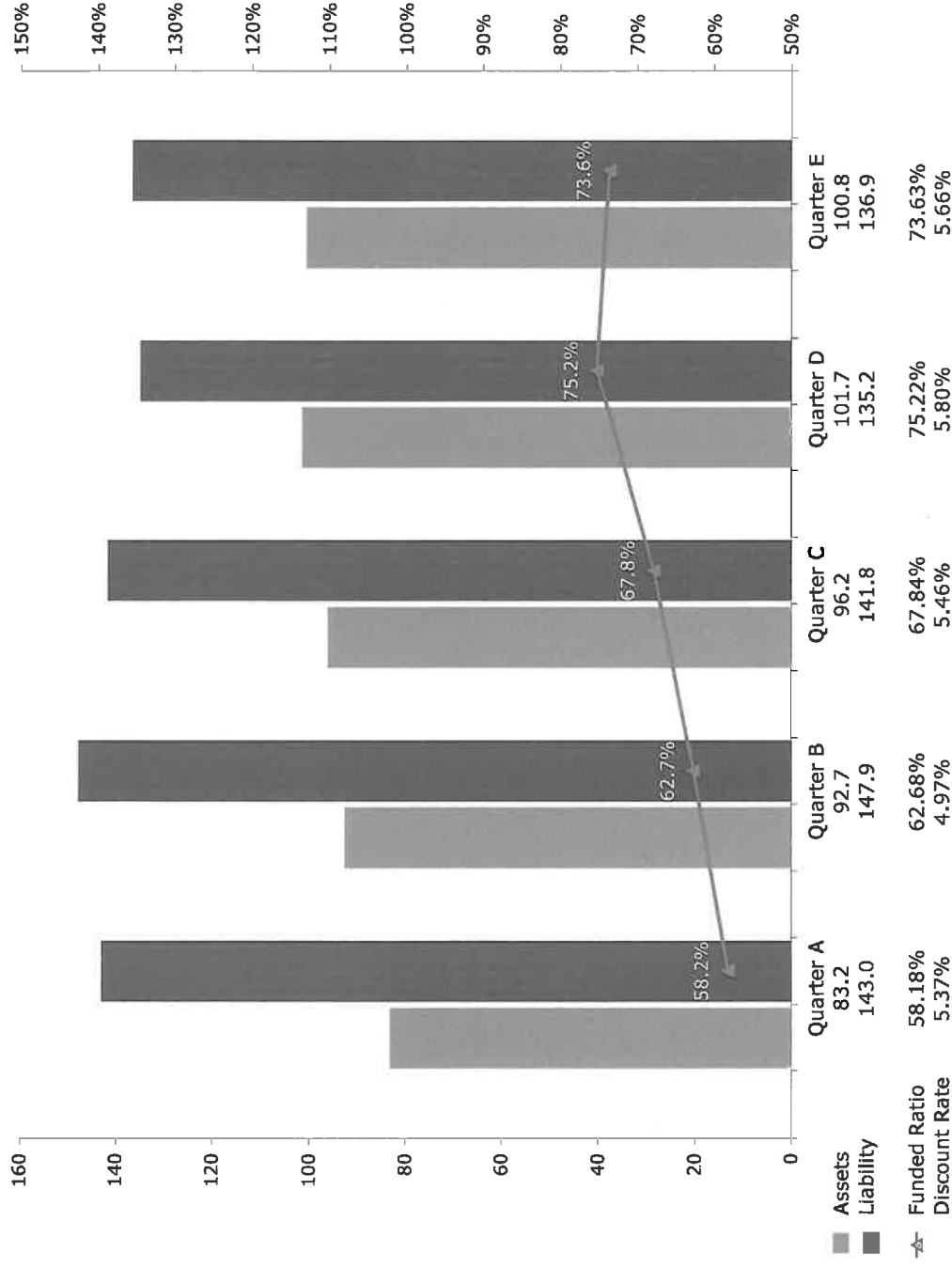
Exhibits

Exhibits

The following exhibits are submitted with this proposal:

Exhibit	Description
Exhibit A	Sample Reports

# Funded Status Scorecard – ABC Pension Plan



## Quarter Performance

The funded ratio of the plan decreased almost 3 percentage points during the quarter due to a growth in liabilities and a decrease in discount rates.

## 12-Month Performance

The combination of a rise in discount rate and strong asset performance has increased the funding ratio almost 15 percentage points in the 12 month period.

## Effect on Funded Ratio from Previous Quarter Due to

Liability Growth	-1.79%	-1.56%	-1.63%	-1.71%
Contributions	1.04%	3.12%	0.95%	3.11%
Asset Return	-3.19%	5.34%	3.15%	2.65%
Discount Rates	-3.65%	-2.30%	2.59%	2.67%
Other	0.02%	-0.01%	0.03%	0.57%
Total	-7.57%	4.50%	5.16%	7.38%

The approximate duration of the liabilities is 11.

All values shown in millions; assets measured at fair value; liabilities measured by PBO

Sample Contact Officer 1: Sample Officer 1

Sample Street1

Sample Street1

Sample City

Sample State

Sample Zip

Sample Phone

# Sample

Quarterly Performance Report

Sample Report Period