



**Fresno's Chaffee Zoo Corporation
401(k) Plan Investment Advisory Services
Request for Proposal
February 9, 2024**

Introduction

Fresno's Chaffee Zoo Corporation (ZooCorp) is issuing a Request for Proposal (RFP) for 401(k) plan investment advisory services. We are committed to offering our employees a comprehensive retirement plan that aligns with our mission and values. Through this RFP, we aim to identify an advisory firm that can service our 401(k) plan effectively, provide exceptional service to our employees, and ensure compliance with all relevant laws and regulations.

At ZooCorp, we are striving to be leaders in diversity and inclusion through our community connections and conservation efforts. Our goal, through our words and actions, is to create a safe space where all are welcome and our differences are celebrated. We are committed to working with vendors and partners from underserved and underrepresented communities and we encourage D/M/WBEs to respond to this RFP.

Business Context

Fresno's Chaffee Zoo Corporation, a 501(c)(3) California nonprofit benefit corporation, operates Fresno Chaffee Zoo (the Zoo). The Zoo occupies 39 acres of the 159 acres of Roeding Park and is normally visited by more than 825,000 guests annually. Offering a variety of programs, the Zoo is open to the public every day of the year except for Christmas.

As an employer, ZooCorp offers competitive pay and excellent benefits for full-time employees, along with opportunities for professional development and community engagement. It is committed to diversity and strives to create an inclusive environment where all employees feel welcome.

Basic Plan Information

Fresno's Chaffee Zoo Corporation 401(k) Plan (the Plan) is a defined contribution plan established effective January 1, 1997, and most recently restated for final Cycle 3 Regulations effective July 1, 2021. The Plan has approximately 375 participants with investment assets of roughly \$5,000,000. Standard contributions include pre-tax and Roth deferrals, rollovers, as well as safe harbor match. The Plan allows for additional employer contributions on a discretionary basis. Contributions for the plan year ended December 31, 2023, were approximately \$665,000.

The Plan currently utilizes Nexus Administrators as its Third-Party Administrator and PCS Retirement (formerly ABGRM, Alliance Benefit Group Rocky Mountain) as its Recordkeeper. The Plan's assets are held in trust through Charles Schwab and consist of five risk-based managed portfolios, an ESG fund, and a stable value fund.



Upon selection of the Investment Advisory Firm, we will be working with both the Firm and Nexus Administrators to identify a new recordkeeper and platform that better suits the needs of the Plan. Additionally, we will utilize the Firm to update the Plan's Investment Policy Statement (IPS), a copy of which can be found at the end of this RFP.

Scope of Services

The selected service provider will be responsible for delivering a wide range of services related to the administration of our 401(k) plan. The services should include, but are not limited to:

- Assist in the coordination of the Plan, including input on plan design and recommendation of service providers.
- Develop the Plan's investment offerings that cater to the diverse needs and risk tolerances of our employees.
- Conduct regular performance reviews of various plan aspects, including investment managers, the IPS, investment offerings, Qualified Default investment Alternative (QDIA), recordkeeping platforms, and fees and related disclosures.
- Provide educational resources, tools, and personalized guidance to help employees make informed investment decisions.
- Participate in quarterly enrollment and education meetings.
- Respond to participant questions during meetings and via phone or email.
- Assist in managing plan risk and fiduciary compliance.
- Ensure compliance with all applicable laws and regulations, including ERISA and IRS regulations.
- Participate in quarterly 401(k) Committee meetings.

Proposal Submission Requirements

Provide a detailed description of the services you offer specifically addressing each of the scope of services mentioned earlier. Highlight any additional services or value-added features that set the Firm apart from others. Please limit your response to no more than 10 pages in total.

Additionally, please provide direct responses to each of the following:

1. Company Overview

Briefly describe your company, including its history, experience in the retirement services industry, and any certifications or accreditations. Additionally, please provide relevant experience and any certifications or accreditations of the specific team that will be assigned to the Plan.

2. Investment Services

- a. Describe the Firm's approach to 401(k) plan investment consulting.
- b. What investment policy statement support do you offer?



- c. What tools does your firm use to evaluate investment funds and managers?
- d. Describe your investment research resources and capabilities.
 - i. How are investment benchmarks determined?
 - ii. Is your investment research proprietary or from a third party?
- e. Do you hold performance review meetings with the client and what reports do they receive?
- f. Do you have an investment watch list and what is your termination recommendation process?
- g. What actions do you take when investments are not performing?
- h. Will your firm offer investment advice to the Plan? Please describe.

3. Participant Services

- a. Please list the types of services the Firm provides to retirement plan participants.
- b. Do you offer advice/education?
- c. Do you offer model allocations?
- d. What resources do you have dedicated to participants?
- e. Please provide 2 specific examples of ways in which the Firm has made a positive impact on retirement plans you support over the last 24 months (i.e., increased participation, increased deferrals, enhanced services, lowered fees, etc.)

4. Fiduciary Status and Compliance

- a. Do you intend to act as a fiduciary for the Plan and or its participants?
- b. What compliance resources does the Firm provide?
- c. Do you offer committee training, education and support?
- d. Describe your fiduciary responsibility under ERISA to the Plan, including your ability to serve in an ERISA 3(21) or 3(38) capacity.
- e. Describe your fiduciary responsibility to the Plan's participants.
- f. Describe potential conflicts of interest that may arise with the proposed advisory relationship.



- g. Does the Firm have a written policy for addressing conflicts of interest? Please describe.

5. Technology

- a. Describe any technology available to the Firm (excluding technology of the Plan's other service providers). Which of this technology is proprietary to the Firm, built in-house or specifically for the Firm?
- b. What applications do you run that would be beneficial to the Plan? Which of these applications is proprietary to the Firm?

6. Security and Business Continuity

- a. Please describe the succession plan for the primary contact who will be working with the Plan.
- b. Please describe the Firm's data security measures.
- c. Please describe the Firm's disaster recovery plans.

7. Pricing

Clearly outline your fee structure, including any setup fees, ongoing administration fees, investment management fees, fund expense ratios (or any indirect compensation such as 12b-1 fees) and additional charges for specific services, as applicable.

Indicate whether the fees are based on a percentage of assets under management, a per-participant fee, or any other method.

8. Client References

Provide a list of current and past clients who can serve as references. Include contact information for each reference, preferably from organizations similar in size or industry to ours.



Submission

Your proposal must be received by Friday, March 15, 2024, at 5pm. The preferred submission method is via email to ncrow@fresnochaffeezoo.org. However, proposals may also be mailed and/or hand delivered to the address indicated below. If mailed, regardless of postmark date, the proposal must be received by ZooCorp on or before the previously indicated deadline to:

Fresno's Chaffee Zoo Corporation
Attn: Nora Crow, CPA, CFO
1250 W. Olive Ave.
Fresno, California 93728

Review Criteria

The 401(k) Committee will review all proposals and select the Firm to provide investment advisory services to the Plan. All proposals will be evaluated on criteria including, but not limited to, the following:

- Completeness of response in accordance with the RFP instructions
- Approach to provide investment management services
- Experience and qualification of the Firm and personnel
- Cost
- Performance of existing contracts for similar services

Questions

If you have any questions or would like further clarification, please contact Nora Crow, CFO, at ncrow@fresnochaffeezoo.org.

Timeline

Release of RFP	February 9, 2024
Deadline to Submit Questions	5pm on March 6, 2024
Response to Questions	5pm on March 8, 2024
Submission Deadline	5pm on March 15, 2024
Select Firm Interviews	April 1, 2024 - April 12, 2024, based upon scheduling
Notification of Decision	No later than April 17, 2024

Fresno's Chaffee Zoo Corporation 401(k) Plan Investment Policy Statement

The Investment Committee or Plan Trustee(s) or whichever party or parties are acting as Plan fiduciaries and authorized to act on behalf of the company (hereinafter referred to as "Committee"), has established the following Investment Policy Statement (IPS) in order to effectively supervise, monitor, and evaluate the investment management of the Retirement Plan (Plan), as well as the Investment Manager (Manager). *The IPS is a different document than the Summary Plan Description (SPD) which is made available to participants prior to enrollment.* The IPS should be reviewed by an attorney knowledgeable in this specific area of the law. Any changes to this policy should be communicated in writing and on a timely basis to all parties. If any term, or condition, of this IPS conflicts with any trust and/or plan document, the document shall control as long as such term, or condition, is consistent with the law.

PURPOSE OF THE INVESTMENT POLICY STATEMENT

- A. Establish formal policies and procedures that govern all present and future investments. The IPS reduces the Committee's fiduciary risk and liability by memorializing prudent investor rules, investment objectives, constraints, and the ability to retain the services of professional advisors. Lastly, the IPS provides a defined process to all parties.
- B. Define the responsibilities of all parties, investment horizons, return objectives, diversification, investment alternatives, liquidity, cash flow, turnover, fees, performance evaluation, selection criteria, and benchmarks.
- C. Signatory page where the Committee and the Manager acknowledge their fiduciary responsibility.

OBJECTIVES OF THE PLAN

Encourage employees to build long-term careers with the company by providing eligible employees with a convenient way to save on a regular and long-term basis for retirement.

RESPONSIBILITIES OF THE COMMITTEE

The Committee is responsible for:

- A. The development, adherence, and any future modification to the IPS.

- B. *The Committee should refrain from giving what could be construed as investment advice to participants.*
- C. Appointing the Manager, who will be an “investment manager,” as such term is defined in Section 3(38) of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Manager will be responsible for selecting, monitoring, and modifying the investment options made available to participants (based on the Committee’s desires as to the broad categories they wish to offer to their participants. See Exhibit 1). The Committee shall monitor the performance of the Manager and, when necessary, remove or accept the resignation of and replace the Manager. If the Committee fails to appoint or replace the Manager, the Committee shall retain all duties outlined in this IPS that are assigned hereunder to the Manager.
- D. Terminating the services of the Manager for violating the IPS or for any other pertinent reason.
- E. Controlling administrative and investment costs.
- F. The Committee may select investment options for its participants without or in contravention of the advice of the Manager. Such investments shall be considered to be “Excluded Assets” hereunder. Excluded Assets include, but are not limited to, self-directed brokerage accounts. Only the options requested by the Committee listed on Exhibit 1 shall be considered investment options for which the Manager is responsible.

RESPONSIBILITIES OF THE INVESTMENT MANAGER

The Manager is responsible for:

- A. Providing, monitoring and modifying reasonable investment options for Plan Participants, who will direct the investment of their own accounts among these options. These options will be portfolios constructed from an allocation of individual mutual funds, selected by the Manager (“Portfolios”). The Manager may, when directed by the Committee (see Exhibit 1), make individual mutual funds available to participants as investment options.
- B. Creating the asset allocation breakdown in the Portfolios, as well as developing the menu of core investment options discussed above. The Manager will direct the Third Party Administrator (TPA) or Recordkeeper to buy, sell, exchange, convert and otherwise effect transactions with the Custodian.
- C. Selecting an appropriate Qualified Default Investment Alternative (“QDIA”) for use by participants who fail to, or choose not to, designate the investment options for their accounts. The QDIA should meet the requirements of ERISA

§404(c)(5) and the related Labor requirements so as to limit fiduciary liability for the Plan and the Company in relation to the QDIA in the same manner as when a participant selects his or her own investment options under §404(c), although the Committee may determine not to comply with ERISA §404(a)(5) when it deems it appropriate.

- D. Providing reports and educating the Committee (and, if desired, the Company's Board of Directors) about market conditions, investment performance, investment evaluation and any material changes in the Manager's organization, investment philosophy, and the Manager's key personnel.
- E. Providing participant education regarding investing and the particular Plan investment options; responding to questions from participants as needed. However, the Advisor will not provide individualized advice to the participants.
- F. Voting proxies with respect to the investment options, unless the Committee provides the Manager with a written direction not to do so.
- G. The Manager is a fiduciary under ERISA and is responsible to perform all its duties hereunder in conformance with the duties outlined for fiduciaries and, in particular, investment managers, under ERISA.
- H. Notwithstanding the foregoing, the Manager does not serve in any fiduciary capacity with regard to any Committee-directed investments (i.e., Excluded Assets). The Excluded Assets shall be disregarded in determining any management fees payable to Manager.

INVESTMENT HORIZON

The Plan should offer reasonable investment options with short- to long-term time horizons to enable plan participants to properly allocate the investments in their respective accounts and to coordinate such investments with the timing of their planned retirement.

RETURN OBJECTIVE

The investment returns should be consistent with the overall objective of each investment option. Expected returns should be evaluated over a 3 to 5 year basis, or a full market cycle, using comparative benchmarks.

INVESTMENT PORTFOLIO CONSIDERATIONS

I. ASSET ALLOCATION FOR PORTFOLIOS

The Manager shall select and provide to the Committee from time to time a listing of the asset allocations and Portfolios. Upon request from the

Committee or when it deems appropriate, the Manager shall provide to the Committee for its review information as to the broad categories of investment options to be provided and the philosophy and goals that the investment options are intended to achieve.

II. DIVERSIFICATION

- A. The portfolio investment options shall be adequately diversified to minimize unsystematic risk, given participants' return objectives.
- B. Equity mutual funds are invested in multiple securities and industries to minimize risk, with the exception of specialty funds (real estate, commodities, etc.). Domestic and Foreign Fixed Income mutual funds, Money Market mutual funds, and Guaranteed Investment/Insurance Contracts are invested in multiple issuers, maturities, and credit quality.

III. INVESTMENT ALTERNATIVES

The following are **permitted** investments:

- Domestic equity and fixed income mutual and exchange traded funds.
- Foreign equity and fixed income mutual and exchange traded funds.
- Mutual and exchange traded funds with exposure to alternative assets.
- Mutual and exchange traded funds with exposure to alternative strategies.
- Real estate and commodity mutual and exchange traded funds.
- Money Market mutual funds.
- Guaranteed Investment/Insurance Contracts.

The following are **prohibited** investments:

- Individual equity and fixed income issues.
- Private placements.
- Collectibles.
- Margin purchases.
- Short sales.
- Investment without a readily ascertainable market value.
- Illiquid investments.
- Any other investment not on the permitted list.

IV. LIQUIDITY

Investments are readily marketable and trade at the end of each market day under normal market circumstances.

V. CASH FLOW FROM INVESTMENTS

Dividends and capital gains are reinvested.

VI. FEES

Every effort should be made to maximize performance and minimize risk with the disciplined buying and selling of securities. Transaction costs, short-term redemption fees, and other fees will be monitored by all parties.

VII. MANAGER AND INVESTMENT PERFORMANCE EVALUATION

The Manager will meet with the Committee at least annually and will focus on the Manager's compliance with the IPS, and material changes in the Manager's organization, investment philosophy, and personnel. Each investment will be evaluated relative to the appropriate index and peer group. It is understood that there will be periods of short-term underperformance versus the appropriate indexes and greater emphasis shall be placed on peer-performance comparisons. Account performance will be measured on a total return and time-weighted basis that recognizes the changes in market value, as well as income received and takes into account any appreciation/depreciation occurring during the period examined, whether realized through the sale of securities, or left unrealized; this method minimizes the influence of cash flows (contributions, withdrawals, and transfers) that are essentially beyond the control of the Manager.

VIII. SELECTION AND MONITORING CRITERIA FOR MUTUAL FUNDS

- A. Assets Under Management:** the fund must have at least \$75 million in assets under management.
- B. Expense Ratio:** the fund's expense ratio should be above the bottom quartile (most expensive) of the peer group.
- C. Minimum Track Record:** the fund must have a minimum track record of 3 years.
- D. Stability of the Organization:** the portfolio management team of the fund must have a tenure of at least 2 years.
- E. Correlation to Style or Peer Group:** the fund's category and current style box must be the same.
- F. Holdings Consistent with Style:** at least 80% of the fund's holdings should be consistent with the peer group's asset class.
- G. Performance Relative to Peer Group:** the fund's 1, 3, and 5 year trailing performance must be above the peer group's median at the time of selection.
- H. Performance Relative to Assumed Risk:** the fund's Alpha and Sharpe Ratio must be

above the peer group's median at the time of selection.

- I. The Committee may, in its discretion, select a fund that does not meet one or more of the above criteria (e.g., because of miscategorization). Such decision shall be documented in the Committee minutes, with the reason why such a decision was made.

Note: The selection and monitoring criteria represents the optimal characteristics of current and future holdings. Investments may be selected and held that do not meet every criteria, although the Manager must report any shortcomings to the Committee.

IX. BENCHMARKS – some or all of the following asset categories may be used in your plan.

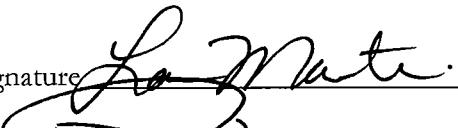


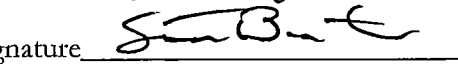
Asset Category	Index	Peer Group Universe
Large-Cap Equity	S & P 500	Large Cap Equity
Mid Cap Equity	S & P 400	Mid Cap Equity
Small Cap Equity	Russell 2000	Small Cap Equity
International Equity	MSCI EAFE	Developed Int'l Equity
International Small Cap Equity	MSCI ACWI ex USA Small Cap	Foreign Small/Mid
Emerging Markets	MSCI Emerging Markets	Diversified Emerging Category
Short-Term Fixed Income	3 Month T-Bill	Short-Term Fixed Income
Intermediate Fixed Income	BBgBarc US Aggregate Bond	Intermediate Fixed Income
Long-Term Fixed Income	BBgBarc US Government Bond	Long Government
High Yield Fixed Income	Credit Suisse High Yield	High Yield Fixed Income
International Fixed Income	JP Morgan GBI ex US	International Fixed Income
Emerging Market Fixed Income	JPM EMBI Global Diversified	Emerging Market Bond
Inflation Protected Securities	Citi US Inflation Linked Securities	Inflation-Protected Bond
Bank Loan	S&P/LSTA Leveraged Loan	Bank Loan
Managed Futures	Credit Suisse Managed Futures	Managed Futures
Real Estate Investment Trust	FTSE NAREIT All Equity REITs	Global Real Estate
Commodities	Bloomberg Commodities Index	Commodities Broad Basket Category
Natural Resources	S&P North American Nat. Res.	Natural Resources
Precious Metals	S&P GSCI Precious Metals	Precious Metals
Alternative Strategies	IQ Hedge Multi-Strategy	Multi-Alternative
Sector Funds	Appropriate Sector Index	Appropriate Sector Peer Group
Absolute Return	Barclays US Tips 1-10 yr	Inflation Protected Bond Category
Stable Value	3 Month T-Bills	Stable Value
Cash	3 Month T-Bills	Money Market

SIGNATORIES

All Committee members and a Manager representative must be signatories to this policy and take on full responsibility and liability for their duties. Any deviations from this IPS must be approved by the Committee and communicated with all parties.

I, the undersigned Fiduciary of the Assets of the Plan, concur that the statements above accurately reflect the investment objectives and guidelines for the Plan.

Committee Members:

Signature <u></u>	Print Name <u>Laura Martira</u>	Date <u>5/11/18</u>
Signature <u></u>	Print Name <u>RICIE TRGARTEN</u>	Date <u>5-16-18</u>
Signature <u></u>	Print Name <u>Amos D. Morris Jr.</u>	Date <u>5-16-18</u>
Signature <u></u>	Print Name <u>SCOTT BARTON</u>	Date <u>6-12-18</u>

Manager Representative:

Signature _____ Print Name _____ Date _____

Regency Investment Advisors