

**West Virginia First Foundation, Inc.**  
**Request for Proposals**  
**for Investment Management and Advisory Services**

December 15, 2023

Re: Request for Proposals for Investment Management and Advisory Services

**I. BACKGROUND**

West Virginia First Foundation, Inc. ("Foundation") was created according to the terms, provisions, and principles stated in the *West Virginia First Memorandum of Understanding* ("MOU") entered into by and among the State of West Virginia, counties, cities, villages, and towns located within the geographic boundaries of the State of West Virginia ("MOU"). The MOU directed that the State and the Local Governments create an independent private foundation for the purposes of receiving and disbursing opioid funds and for the purposes in the MOU and the Foundation's governing documents.

The Foundation is organized and exists as a nonprofit, nonmember corporation under W. Va. Code 31E-1-101 *et seq.* and is to be operated exclusively for charitable, educational, and scientific purposes within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986, as amended, to hold, invest manage, and distribute the proceeds of Judgments and other funds for the support of evidenced-based strategies, programming or services used to expand the availability of treatment for individuals affected by substance abuse disorders or addiction; develop, promote and provide evidence-based substance use prevention strategies; provide substance use avoidance and awareness education; engage in enforcement to curtail the sale, distribution, promotion, or use of opioids and other drugs; decrease the oversupply of licit and illicit opioids; and support recovery from addiction to be performed by qualified providers as described in the MOU.

The Articles of Incorporation describe the Foundation's purposes as follows:

A. To promote the health and safety of West Virginians by implementing evidence-based strategies, programming, and/or services used to (i) expand the availability of treatment for individuals affected by substance use disorders and/or addiction; (ii) develop, promote, and provide evidence-based substance use prevention strategies; (iii) provide substance use avoidance and awareness education; (iv) engage in enforcement to curtail the sale, distribution, promotion or use of opioids and other drugs; and (v) decrease the oversupply of licit and illicit opioids and to (vi) support recovery from addiction to be performed by qualified providers;

B. To advocate for the interests of West Virginians by working with the State of West Virginia, and its counties, cities, villages *etc.*, to determine the best way to provide West Virginians with the programs and services described in Section A;

C. To promote the design, implementation, operation, and maintenance of a fully interoperable statewide network to facilitate the best use of abatement funds and information in West Virginia;

D. To fund the programs and services described in Section A above by disbursing through a competitive grant process funds to private organizations and government agencies engaged in such programs;

E. The Corporation shall not engage in activities which do not further the exempt purposes of the corporation, except for those nonexempt activities which are an insubstantial part of its activities as determined by the Internal Revenue Service;

F. To perform any lawful act for which corporations may be created and transact business in the state of West Virginia, consistent with not-for-profit status; and

G. To do any and all lawful acts and engage in any and all activities consistent with or in furtherance of its general purpose.

## II. DESCRIPTION OF SERVICES REQUESTED

The Foundation is soliciting proposals from interested persons or firms to manage the Foundation's funds and investments. The Foundation also seeks assistance with the development of the Foundation's investment policy and defining the role of the Audit and Finance Committee under governance of the Board of Directors of the Foundation. As of the date of this RFP, the funds of the Foundation include approximately \$218,000,000.00.

## III. FORMAT; LENGTH; DEADLINES

Formal, written responses to this RFP are due by January 26, 2024, by PDF file transmitted by email to the Foundation c/o John Bsharah at [jbsharah@lewisgianola.com](mailto:jbsharah@lewisgianola.com) (the "Foundation Contact"). Each response is limited to the equivalent of 25 pages with dimensions of 8" by 11" but excluding exhibits to the Response.

The schedule of deadlines for the RFP is described below. The Foundation in its sole discretion and for any reason reserves the right to vacate, extend, or modify part or all of the schedule of deadlines. In such case, the Foundation will notify each potential or actual Respondent for which the Foundation has contact information. Any notice of vacation, extension, or modification of the schedule of deadlines for the RFP will be posted to the Foundation's website. The Foundation will not extend the deadline to accommodate any single potential Respondent irrespective of its unique circumstances. If you have any questions or need additional information, email the Foundation Contact.

DEADLINE	ACTION
December 15, 2023	RFP released
No deadline	Notice of Intent to Respond Issue
January 12, 2024	Deadline to submit questions to the Foundation
January 17, 2024	Answers given to all Respondents

January 26, 2024	Response deadline
February 2, 2024	Finalist notified
February 9, 2024	Interviews with Finalists
February 16, 2024	Proposal or Proposals selected

#### **IV. GENERAL**

The Foundation invites each potential Respondent to give the Foundation its notice of intent to submit a Response; however, no potential Respondent is required to give the Foundation a notice of intent to submit its response as condition to the Foundation's consideration of its Response so long as the Response is timely submitted. Notices of intent will be and remain confidential until after any award.

The Foundation may make reasonable investigations to determine the ability of the Respondent to perform the services in this RFP. Upon the Foundation's written request, the Respondent shall furnish all such information and data for this purpose.

By submitting a Response, a Respondent certifies to the Foundation that it will conform to the Federal Civil Rights Act of 1964, as amended, the West Virginia Human Rights Act and analogous laws and statutes of the United States and of West Virginia; and that the Respondent will not discriminate against any employee or applicant for employment with the Respondent because of race, religion, color, sex, sexual orientation, national origin, age, disability, or any other basis prohibited by federal or state law relating to discrimination in employment, except where there is a *bona fide* occupational qualification reasonably necessary to the normal operation of the Respondent.

The Board will determine the finalists and winning proposal or proposals in its sole discretion based on its review of the responses.

Along with this RFP, the Foundation is issuing two RFPs for banking services and accounting services. Respondents may respond to one more RFPs from the Foundation. The Foundation may award one or more service contracts to the same Respondent. If you intend to respond to more than one RFP, please describe in each of your Responses why the Foundation would benefit from receiving multiple services from you.

#### **V. RESPONSES AND MATERIALS**

Responses to this RFP must include and comply with the following:

- A. General Terms and Conditions
  - 1. Submit any written Notice of Intent to Respond, together with contact information, by PDF file transmitted by email to the Foundation Contact. The Foundation invites each potential Respondent to give the Foundation its notice of intent to submit a Response; however, no potential Respondent is required to give the Foundation a notice of intent to submit its

response as condition to the Foundation's consideration of its Response so long as its Response is timely submitted.

2. Submit your Response by PDF file transmitted by email to the Foundation Contact. Include all exhibits at the end of the Response. The Response must be received by the Foundation before or on the deadline.
3. The Foundation reserves the right in its sole discretion to reject any and all Responses, to waive any irregularities in or omissions from any Response or Request for Proposal process, and to negotiate or hold discussions with any Respondent.
4. All submissions, including Notices of Intent to Respond and Responses, will be subject to disclosure to the public after the selection of a Response.
5. In its sole discretion, the Foundation may decide to choose no Response for an award of a contract. In its sole discretion, the Foundation may, after submission of the Responses, choose to request additional information from any Respondent.
6. The Foundation may select one or more Respondents for contracts with the Foundation. The recommendation of a Respondent for an award of a contract with the Foundation shall not bind the Foundation. The selection of one or more Respondents for contracts with the Foundation shall not bind the Foundation.
7. If the Foundation selects one or more Respondents, then it intends to proceed to negotiate, approve and execute one or more contracts with the successful Respondent or Respondents. The negotiation of any contract shall not bind the Foundation.
8. If you have any questions, contact by email the Foundation Contact.

**B. Primary Information, History, Experience, and Conflicts**

1. Describe yourself or your firm, including a brief history, corporate structure, and a description of your advisory model.
2. Give your local servicing office contact information, including primary contacts. Include the address, telephone number, email, and website.
3. Give biographies of the servicing team, including biographies of the primary advisors whom you propose to work with the Foundation.
4. Describe your transition plan for the turnover of personnel working on the Foundation's servicing team, including but not limited to, (i) the criteria for selecting new personnel, (ii) the Foundation's involvement in selecting new personnel; (iii) the process through which new personnel will be integrated into the Foundation's servicing team; and (iv) any other information you can provide related to the turnover of personnel working in the Foundation's servicing team.

5. Describe your firm's experience and expertise with the management and oversight of charitable or foundation investment portfolios.
6. Describe your firm's assets currently under management, including but not limited to, the total amount of assets currently under management.
7. Disclose conflicts of interest, including the appearances of conflicts in their absence, including affiliations with investment management organizations. If conflicts or the appearances of conflict exist or would exist, how would you or your firm address them?
8. Describe any material litigation, regulatory, or legal proceedings in which you, including against individuals and parent entities, subsidiaries, or affiliates or any of the principals, are or have been involved over the five years preceding the date of your response.
9. Describe ancillary services that would benefit the Foundation.
10. Describe your history of or commitment to social responsibility through philanthropy, volunteering, *etc.*, specifically in West Virginia communities.

C. Investment Process

1. Describe your decision-making process in terms of structure, committees, memberships, meeting frequency, responsibilities, integration of research ideas, and portfolio management.
2. Describe your investment philosophy. Specifically, please disclose and describe your approach and philosophy regarding asset allocation and diversification, capital and operational risks, liquidity, market volatility and portfolio structuring, as well as your process for analyzing a client's portfolio structure and for recommending modifications.
3. Please provide details on your research capabilities, including the structure of the research organization, number of individuals assigned to research, and coverage breadth.
4. Describe in depth your manager's due diligence and the criteria for approving and monitoring recommended investment managers.
5. Do you manage your client portfolios internally? If so, how do you determine internal versus external allocations, and how do you address potential conflicts of interest?
6. What is your philosophy on active versus passive management? How do you incorporate them into your overall asset allocation?
7. Do you engage in tactical asset allocation? If so, please describe.
8. What is your overall approach toward managing risk?
9. Explain what distinguishes your investment management and advisory services from those of others.

D. Investment Monitoring, Performance Reporting, and Ongoing Advisory Support

1. Describe your plan of reporting to the Finance Committee and the Board and your performance reporting capabilities, including reporting frequency and customization features.
2. Describe the online access portal you will make available to the Foundation
3. Describe your service model as it relates to meetings with the Finance Committee or the Board. How frequently will your firm be able to meet, and will meetings be held in person or virtually?
4. With your proposal, include a sample investment review and performance report that you would present to the finance committee.
5. Discuss how you will educate the Finance Committee and the Board on investments, investment policy and investment management, including market analysis and forecasts regarding market performance.
6. Explain your professional oversight and compliance controls and procedures. Please include how the Foundation's servicing team will be monitored to ensure compliance with best-practices and fiduciary standards, as well as compliance with applicable laws, rules, and regulations.
7. Do you conduct internal or external audits on individual accounts, such as the Foundation's? If so, please describe that process.

E. Investment Policy

1. Describe whether you have helped draft or modify an investment policy statement for any charitable organization, including foundations, and the process for ongoing management of an investment policy statement.
2. Describe how you would propose the Foundation invest and manage its funds and assets.
3. Describe how you would work with the Foundation to develop an investment policy that is designed to meet the Foundation's long and short-term goals.
4. Provide one or more sample investment policy statements you have produced.

F. Fees

1. Describe your fee structure as it relates to full-service investment advisory engagements.
2. Describe any *ad hoc* fees, such as preparing or modifying investment policies, custodian searches, asset allocation analysis, manager searches, etc.
3. Please describe any additional fees that you might possibly charge in the course of performing your services applicable to the relationship (*i.e.*, transaction or transfer fees, custody fees, 12b-1 fees, other compensation or revenue sharing arrangements from any of the underlying investments *etc.*).