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INTRODUCTION

This Request for Proposal (RFP) solicits participation by Managed Care Organization Offerors to provide covered health care services to members who are elderly and/or have a physical disability (E/PD) and who are enrolled in the ALTCS E/PD Program. Covered services are to be provided in a managed care environment with reimbursement to Offerors awarded contracts on a capitated rate basis.

All Successful Offerors are required to be organizations that contract with the Centers for Medicare and Medicaid Services to provide and manage Medicare benefits for dual eligible members in all Geographic Service Areas (GSAs) in which they are awarded a Contract. Refer to Contract Section D, Paragraph 66, Medicare Requirements and Paragraph 22 of this Section for additional details regarding this requirement.

The Solicitation Process shall be in accordance with the *RFP and Contract Process* rules set forth in A.A.C. Title 9, Chapter 28 Article 6.

POLICIES

The Contract incorporates requirements specified in the RFP. To the extent possible, draft AHCCCS policies have been developed to reflect new or amended provisions and are posted to the Bidders' Library. Refer to Paragraph 17, Bidders' Library in this Section.

DEFINITIONS

Best and Final Offer: A revision to an Offer submitted after negotiations are completed that contains the Offeror's most favorable terms for price, service, and products to be delivered. Sometimes referred to as a Final Proposal Revision.

Day: A calendar day, unless otherwise specified. If a due date falls on a Saturday, Sunday, or legal holiday, then the due date is considered the next business day. A business day means a Monday, Tuesday, Wednesday, Thursday, or Friday unless a legal holiday falls on Monday, Tuesday, Wednesday, Thursday, or Friday. Computation of time begins the day after the event that triggers the period and includes all calendar days and the final day of the period. If the final day of the period is a weekend or legal holiday, the period is extended until the end of the next business day.

Exhibit: Any item labeled as an Exhibit in the Solicitation or placed in the Exhibits section of the Solicitation.

Incumbent Contractor: An entity that is a party to State ALTCS E/PD Contract Number # YH18-0001 as of the date the Proposals are due under this RFP.

Offer: A response to a Solicitation. (Also referred to as a bid, response, or proposal)

Offeror: An entity who responds to a Solicitation.

Procurement Officer: The person, or their designee, duly authorized by the State and AHCCCS to enter into and administer Contracts and make written determinations with respect to the Contract.

Proposal: Refer to “Offer”.

Solicitation: An Invitation for Bids (“IFB”), a Request for Proposals (“RFP”), or a Request for Quotations (“RFQ”).

Solicitation Amendment: A written document that is authorized by the Procurement officer and issued for the purpose of making changes to the Solicitation.

Successful Incumbent Contractor: An Incumbent Contractor that is awarded a Contract for a specific GSA under this RFP where the Incumbent Contractor holds a Contract through September 30, 2023, in one or more of the same counties comprising the specific GSA(s) established for October 1, 2024.

Successful Offeror: A responsible and responsive Offeror awarded a Contract under this RFP.

Unsuccessful Offeror: An Incumbent Contractor that is not awarded a Contract for a specific GSA under this RFP where the Incumbent Contractor holds a Contract through September 30, 2023, in one or more of the same counties comprising the specific GSA(s) established for October 1, 2024.

RFP LAYOUT

The RFP document consists of requirements found in Sections A through I

Section A: Solicitation and Offer Page

Section B: Capitation Rates

Section C: Definitions

Section D: Program Requirements

Section E: Contract Terms and Conditions

Section F: Attachments

Attachment F1: Member Grievance and Appeal System Standards

Attachment F2: Provider claim Dispute Standards

Attachment F3: Contractor Chart of Deliverables

Section G: Representations and Certifications of Offeror Instructions and Attestation

Section H: Instructions to Offerors

Section I: Exhibits

Exhibit A: Offeror’s Checklist

Exhibit B: Offeror’s Bid Choice Form

Exhibit C: AHCCCS Questions and Answers Form

Exhibit D: Offeror’s Intent to Bid

Exhibit E: Boycott of Israel Disclosure

Exhibit F: State Only Pregnancy Terminations

Exhibit G: Transition Requirements

Exhibit H: Narrative Submission Requirements

Exhibit I: Disclosure of Information

INSTRUCTIONS

1. PROSPECTIVE OFFERORS' INQUIRIES

Any inquiries related to this Solicitation shall be directed to the AHCCCS Procurement Officer listed in RFP Section A, Solicitation and Offer Page and as delineated in Paragraph 7, Amendments to RFP in this Section. Offerors shall not contact or ask questions of AHCCCS staff related to the RFP unless authorized by the AHCCCS Chief Procurement Officer. Questions pertaining to the RFP shall be submitted in accordance with the schedule included in Paragraph 16, Anticipated Procurement Timeline in this Section or as otherwise specified in the RFP Bidders' Library. Questions shall be e-mailed to the AHCCCS Procurement Officer listed in RFP Section A, Solicitation and Offer Page utilizing RFP Section I, Exhibit C; Offerors shall not modify the format of this Template. AHCCCS will respond in writing to questions submitted through this process via a formal amendment to the RFP at its discretion. Refer to Paragraph 7, Amendments to RFP in this Section.

2. NO RIGHT TO RELY ON VERBAL RESPONSES

Any inquiry that results in changes to the Solicitation shall be answered solely through a written Solicitation Amendment. An Offeror may not rely on verbal responses to its inquiries.

3. PERSONS WITH DISABILITIES

Persons with a disability may request reasonable accommodation, such as a sign language interpreter, by contacting the AHCCCS Procurement Officer listed in RFP Section A, Solicitation and Offer Page. Requests shall be made as early as possible to allow time to arrange the accommodation.

4. PROPOSAL OPENING

After the deadline for submitting Proposals, AHCCCS may open Proposals publicly and announce and record the names of the Offerors, or alternatively open proposals and post the names of the Offerors on the AHCCCS public website. Proposals will not be available for public inspection until after Contract Award.

5. LATE PROPOSALS

Late Proposals received after 3:00 p.m. Arizona Time on October 2, 2023, will not be considered.

6. WITHDRAWAL OF PROPOSAL

At any time prior to the Proposal due date and time, the Offeror may withdraw any previously submitted Proposal. Withdrawals shall be provided in writing and submitted to the AHCCCS Procurement Officer listed in RFP Section A, Solicitation and Offer Page. Proposals cannot be withdrawn after the published due date and time.

7. AMENDMENTS TO RFP

AHCCCS may issue amendments to the RFP subsequent to the issue date of this Solicitation on its own initiative. AHCCCS will respond in writing to questions submitted through the process described in Paragraph 1, Prospective Offerors' Inquiries in this Section via a formal amendment to the RFP in accordance with the procurement timeline. AHCCCS is under no obligation to answer all questions submitted. The Offeror shall acknowledge all amendments to the RFP by signing the signature page of each amendment and by submitting to AHCCCS all signed signature pages with the Offeror's Proposal.

8. EVALUATION FACTORS AND SELECTION PROCESS

In accordance with A.R.S. § 36-2903 et seq., awards shall be made to the responsible Offeror(s) whose Proposal is determined in writing to be the most advantageous to the state based upon the evaluation criteria.

Proposals will be evaluated based upon the ability of the offeror to satisfy the requirements of the RFP in a cost-effective manner. The scored portions of the evaluation are listed in their relative order of importance.

1. Programmatic Submission Requirements
2. Financial Submission Requirements

The items which are designated for scoring in this RFP shall be evaluated and scored using only the information submitted to AHCCCS by the Offeror with the exception of past performance. AHCCCS has established a scoring methodology to evaluate an Offeror's ability to provide cost-effective, high-quality contract services in a managed care setting in accordance with the AHCCCS mission and goals. It is the responsibility of the Offeror to clearly and comprehensively respond to each requested item and to ensure that there are no omissions or ambiguities. Failure of the Offeror to provide a clear, thorough, and detailed response may affect scoring.

It is critical that the Offeror recognizes the importance of all contractual provisions and their value to the AHCCCS Program. The RFP Submission Requirements address limited subject matter areas; however, the importance of topics not addressed in the Submission Requirements are not to be minimized. Regardless of whether or not a particular topic is presented in the Submission Requirements, a Successful Offeror is required to comply with all contractual provisions as acknowledged by the Offeror's submittal of a signed Proposal.

The final decision regarding the particular Offerors awarded Contracts will be made by AHCCCS. The decision will be guided, but not bound, by the scores awarded by the evaluators. AHCCCS will make its decision based on a determination of which Proposals are deemed to be most advantageous to the State and in accordance with Paragraph 11, Award of Contract, in this Section.

If AHCCCS deems that there is a negligible difference in scores between two or more competing Proposals for a particular Geographic Service Area (GSA), in the best interest of the State, AHCCCS may consider additional factors in awarding the Contract including, but not limited to:

- Potential disruption to members, and/or
- An Offeror who has performed in a satisfactory manner (in the interest of continuity of care), and/or
- An Offeror who participates satisfactorily in other lines of AHCCCS business, and/or
- An Offeror's past performance with AHCCCS, and/or
- An Offeror's past Medicare performance, and/or
- The nature, frequency, and significance of any compliance actions, and/or
- Any convictions or civil judgments entered against the Offeror's organization, and/or
- Administrative burden to the Agency.

If awarded a Contract, the Offeror shall meet all AHCCCS requirements, irrespective of what is requested and evaluated through this Solicitation. The Proposal submitted by the Offeror will become part of the Contract with AHCCCS and the Offeror shall comply with all commitments and statements included in its RFP submission.

AHCCCS anticipates utilizing the Offerors' past performance when evaluating the Offeror's Proposal.

Programmatic and Finance Requirements will be evaluated and weighted. The Capitation Agreement/Administrative Cost Bid will be scored for each Offeror and the score for that Offeror will be applied to all GSAs bid by that Offeror. The Case Management Cost Bid will be scored by GSA for each Offeror. With the exception of Narrative Submission Requirements noted as a non-scored item and Narratives that are noted as GSA-specific, Narrative Submission Requirements will be scored for each Offeror and the score for that Offeror will be applied to all GSAs bid.

9. CLARIFICATION OF OFFERS

AHCCCS may request clarification of an offer any time after the Proposal due date and time. Clarifications may be requested orally or in writing. If clarifications are requested orally, the Offeror shall confirm the request in writing. A request for clarification shall not be considered a determination that the Offeror is susceptible for award.

10. READINESS REVIEW

AHCCCS will conduct readiness reviews to evaluate the Successful Offerors' ability to implement the terms of the Contract. Readiness reviews, which will begin after Contract award, assess Successful Offerors' ability to provide covered services to members at the start of the program and medical service implementation date. Refer to Paragraph 16, Anticipated Procurement Timeline in this Section.

In the event AHCCCS determines that a Successful Offeror fails to meet readiness requirements, AHCCCS reserves the right to:

- a. Impose Administrative Action(s), and/or
- b. Negotiate with Contractors under the ALTCS E/PD Contract #YH18-0001 to extend service provision until a time specified by AHCCCS.

AHCCCS may incorporate an Information Technology Demonstration (IT Demo) in May or June 2024, as part of the readiness review, where Successful Offerors will be required to participate in the IT demonstration utilizing mock data running through PMMIS. The IT demonstration will encompass up to a 30-day cycle in order to incorporate a full month of PMMIS activity.

Successful Offerors may be subject to onsite review(s) as part of readiness reviews to determine the adequacy of Successful Offerors' infrastructure to support the provision of services to the population for the awarded GSA(s).

The Successful Offeror shall ensure it has a comprehensive network that complies with all network sufficiency standards as specified in Contract and ACOM Policy 436, no later than June 1, 2024 [42 CFR 438.207(b)-(c)]. Provider contracts supporting network sufficiency shall be finalized, executed, and loaded with contracted fee schedules prior to the start of this Contract. Regular reporting will be required throughout the readiness process.

Successful Offerors will be required to provide transition updates telephonically and/or through ad-hoc deliverables as well as attend meetings after the October 1, 2024, transition date. These meetings will be scheduled approximately every six weeks. However, the meetings may be held more frequently. Agenda items discussed at these meetings will include, but not be limited to, updates on the transition, key transition indicators, grievance, appeal, and complaint information, and updates on commitments specified in the Offeror's RFP submission.

11. AWARD OF CONTRACT

AHCCCS shall award a Contract or Contracts to the responsible and responsive Offeror(s) whose Proposal is determined most advantageous to the State.

Notwithstanding any other provision of this Solicitation, AHCCCS expressly reserves the right to:

- a. Waive any immaterial mistake or informality,
- b. Reject any or all Proposals, or portions thereof, and/or
- c. Reissue the Solicitation.

A Proposal submitted in response to this RFP is an offer to contract with AHCCCS based upon the terms, conditions, scope of work (Program Requirements), and specifications of the RFP. The Proposal submitted by the Offeror will become part of the Contract with AHCCCS. A Contract is formed when the AHCCCS Procurement Officer signs the award page and provides written notice of the award(s) to the Successful Offeror(s), and the Offeror accepts any special provisions to the Contract and the final rates awarded. All Offerors will be promptly notified of the Contract award.

AHCCCS will award Contracts in each GSA to Successful Offerors in the best interest of the State.

No capped enrollment contracts will be awarded.

Each Offeror shall elect to bid on all three GSAs and indicate the order of preference for GSAs to be awarded. Refer to Section I, Exhibit B: Offeror's Bid Choice Form.

The three GSAs are specified below:

GEOGRAPHIC SERVICES AREAS
<p>North GSA Mohave/Coconino/Apache/Navajo/Yavapai</p>
<p>South GSA Cochise/Graham/Greenlee/ La Paz/Pima/Santa Cruz/Yuma (Including zip codes 85542, 85192, and 85550)</p>
<p>Central GSA Maricopa/Gila/Pinal (Excluding zip codes 85542, 85192, and 85550)</p>

AHCCCS anticipates awarding a maximum of two Contractors in the North GSA, a maximum of two Contractors in the South GSA, and a maximum of three Contractors in the Central GSA.

A Successful Offeror may be awarded a Contract as follows, except as otherwise determined by AHCCCS and in the best interest of the state:

- a. Both the Central GSA and the North GSA,
- b. Both the Central GSA and the South GSA,
- c. The Central GSA, the South GSA, and the North GSA, or
- d. The Central GSA only.

AHCCCS will not award the South GSA only or the North GSA only. AHCCCS will not make an award specific to Pima County; but will award the South GSA which will include all seven counties identified above.

AHCCCS intends to make a total of three awards for this RFP, awarding GSAs based upon the winning bids in each GSA and may also consider Order of Preference indicated on Section I, Exhibit B: Offeror's Bid Choice Form. Awards may result in zero, one, or two statewide Contractors.

Offerors owned by the same parent organization shall not submit separate Proposals in response to the Solicitation; only one Proposal is permitted on behalf of all Offerors owned by the same parent organization. The one Proposal shall indicate a single legal entity name and bid for all GSAs.

In the event a protest or unforeseen circumstance delays the October 1, 2024, implementation in one or more GSAs, the current ALTCS E/PD Contractors shall be required to continue provision of services according to the terms of their existing Contract, until such time as determined by AHCCCS and in the best interest of the State.

12. REJECTION OF A PROPOSAL - RESPONSIBILITY, RESPONSIVENESS, SUSCEPTIBILITY, AND BEST INTEREST

In accordance with applicable procurement regulations and best practices, at any time after the Proposal due date and time or during the evaluation of the Proposal, AHCCCS may reject an Offer based upon a determination that Offeror is not responsible, or that the proposal is not responsive or not susceptible for award. AHCCCS may reject the Offer if doing so is in the best interest of the State.

For purposes of this Paragraph 12, Rejection of a Proposal – Responsibility, Responsiveness, Susceptibility, and Best Interest, Offeror is defined as an entity, including parent companies or subsidiaries of the entity, who responds to a Solicitation.

When rejecting a proposal, AHCCCS may consider any of the following:

- a. Whether the Offeror has had a contract within the last five years that was terminated for cause due to breach or similar failure to comply with the terms of the contract,
- b. Whether the Offeror has had a Contract that was terminated by AHCCCS for any reason,
- c. Whether the Offeror’s record of performance includes factual evidence of failure to satisfy the terms of the Offeror’s agreements with any party to a contract. Factual evidence may consist of documented vendor performance reports, customer complaints, and/or negative references,
- d. Whether the Offeror is legally qualified to contract with the State and the Offeror’s financial, business, personnel, or other resources, including subcontractors. Legally qualified includes if the vendor or if key personnel have been debarred, suspended, or otherwise lawfully prohibited from participating in any public procurement activity, including but not limited to being disapproved as a subcontractor of any public procurement unit or other governmental body,
- e. Whether the Offeror promptly supplied all requested information concerning its responsibility,
- f. Whether the Offer was sufficient to permit evaluation by the State, in accordance with the evaluation criteria identified in this Solicitation or other necessary offer components. Necessary offer components include: attachments, documents or forms to be submitted with the offer, an indication of the intent to be bound, reasonable or acceptable approach to perform the Scope of Work (Program Requirements), acknowledged Solicitation Amendments, references to include experience verification, adequacy of financial/business/personal or other resources to include a performance bond and stability including subcontractors, and any other data specifically requested in the Solicitation,
- g. Whether the Offer was in conformance with the requirements contained in the Scope of Work, Terms and Conditions, and Instructions for the Solicitation including its Amendments and all documents incorporated by reference,
- h. Whether the Offer limits the rights of the State,
- i. Whether the Offer includes, or is subject to, unreasonable conditions, to include conditions upon the State necessary for successful Contract performance. The State shall be the sole determiner as to the reasonableness of a condition,
- j. Whether the Offer materially changes the contents set forth in the Solicitation, which includes the Scope of Work (Program Requirements), Terms and Conditions, or Instructions,
- k. Whether the Offeror provides misleading or inaccurate information,
- l. Whether the Offer fails to meet the minimum mandatory requirements of the RFP,
- m. Whether the Offer satisfies the requirements of the RFP in a cost effective manner, as determined by AHCCCS,

- n. Whether the Offeror’s pricing is unrealistic, and/or unreasonably or unsubstantiatedly high, and/or excessive when compared to other bids submitted, or
- o. Any other criteria deemed appropriate by AHCCCS to determine if the Offer is in the best interest of the State, and
- p. AHCCCS may reject a Proposal from the Offeror before the date of Contracts Award if the Offeror is materially out of compliance with a Managed Care Contract with any governmental entity.

13. PROTESTS

Protests shall comply with the requirements set forth in A.A.C R9-28-601 et seq. and in particular A.A.C. R9-28-604. All protests shall be filed to the AHCCCS Procurement Officer in writing by email.

14. ENROLLMENT AND MEMBER TRANSITION AFTER CONTRACT AWARD

During the transition period, prior to October 1, 2024, AHCCCS intends to notify members of changes to assigned Contractors.

Successful Incumbent Contractors may not retain all members enrolled in their E/PD Contractor as of September 30, 2024.

If during the readiness review, AHCCCS determines the Successful Offeror is unprepared to receive membership, no members will be enrolled with the Contractor effective October 1, 2024.

If there is one or more Unsuccessful Incumbent Contractors in a GSA, AHCCCS will “selectively assign” the Unsuccessful Incumbent Contractor(s)’ members to New and/or Successful Incumbent Contractor(s) applying the selective assignment method specified below. Additionally, because a choice of Contractor has not previously been an option for members in the North GSA and South GSA (excluding Pima County), in the event there is a Successful Incumbent Contractor for the North and South GSAs, AHCCCS will selectively assign a portion of the Successful Incumbent Contractor’s members to the newly awarded Contractor, effective October 1, 2024.

Members assigned by AHCCCS to a Contractor will be offered a choice of Contractors with the member’s health plan assignment notification.

AHCCCS intends to selectively assign members in June 2024, with a choice of Contractor offered to members in July 2024. Contractor changes will be effective October 1, 2024. Any members who do not exercise choice will remain with the Contractor to which they were selectively assigned. AHCCCS will notify Contractors of the transition process and timelines as soon as possible after Contract awards.

Selective assignment will be based upon consideration of all of the following factors:

- a. The provider network which best aligns with the member’s service provider(s):
 - i. In-home service providers,
 - ii. Alternative HCBS providers,
 - iii. Nursing facility providers,
- b. Successful Offeror(s) with the least number of members within the GSA, and
- c. D-SNP Enrollment (for dual eligible members only).

During the selective assignment process, AHCCCS may identify that there is no Successful Offeror which is contracted with providers of in-home, alternative HCBS, or Nursing Facility services for specific members. In this case, AHCCCS will work with the Successful Offeror(s) in an effort to preserve member services and placement.

AHCCCS may consider other factors beyond those specified above consistent with the best interest of the member when determining which Contractor best aligns with the member's needs.

AHCCCS does not guarantee a minimum membership or equal distribution of member placement type at any time, including when members are selectively assigned.

Refer to Paragraph 22, Participation as a Medicare Advantage Dual Special Needs Plan (D-SNP) in this Section for information on member assignments related to Medicare Alignment.

Member Transition: A Successful Offeror shall provide a smooth transition for members that minimizes disruption and inconvenience. Successful Offerors are responsible for the continuation of member use of service providers and the provision of services as described in RFP Section I, Exhibit G, Transition Requirements. Additionally, a Successful Offeror shall provide education and information to members regarding the transition and what to expect as directed by AHCCCS.

AHCCCS will provide new Contractors with historical encounter data for members enrolled with the Contractor. Additional information regarding this data provision will be provided to Contractors post-Contract award. Contractors shall utilize this data for medical management purposes.

Successful Offerors shall designate a key staff person with appropriate training and experience to function as the Transition Coordinator as specified in Contract Section D, Paragraph 10, Transition Activities. The Transition Coordinator shall be available 24 hours a day, seven days a week to work on the post-award transition including urgent issue resolutions.

15. FEDERAL DEADLINE FOR SIGNING CONTRACT

The Centers for Medicare and Medicaid Services (CMS) has imposed strict deadlines for finalization of Contracts in order to qualify for Federal Financial Participation (FFP). This Contract, and all subsequent amendments, shall be timely, completed, and signed by both AHCCCS and the Successful Offeror. The Successful Offeror shall ensure this Contract and all subsequent amendments are submitted to AHCCCS sufficiently in advance for submission to CMS prior to the effective date of the initial Contract and/or Contract amendments. AHCCCS will specify the date that signed Contracts and amendments are due. All public entity Offerors shall ensure that the approval of this Contract is placed on appropriate agendas sufficiently in advance of the deadline to ensure compliance with this requirement. In the event CMS denies or withholds Federal Financial Participation (FFP) due to the Successful Offeror's failure to execute this Contract or a subsequent contract amendment within the timeframe prescribed by AHCCCS, in addition to any other remedies and/or sanctions, AHCCCS may deny or withhold payments to the Contractor until such time as CMS authorizes expenditure of FFP.

16. ANTICIPATED PROCUREMENT TIMELINE

The following is the anticipated schedule of events regarding the Solicitation process.

ANTICIPATED PROCUREMENT TIMELINE RFP YH24-0001	
DATE	ACTIVITY
August 1, 2023	Issue RFP
August 8, 2023	Prospective Offerors' First Set of Technical Assistance and RFP Questions Due by 5:00 p.m. Arizona Time
August 22, 2023	Prospective Offerors' Second Set of Technical Assistance and RFP Questions Due by 5:00 p.m. Arizona Time
August 31, 2023	Deadline to request access to the AHCCCS Secure File Share (ASFS) by 3:00 p.m. Arizona Time
October 2, 2023	Proposals Due by 3:00 p.m. Arizona Time
December 13, 2023	Contract Award/Transition of Services Begin
October 1, 2024	Implementation/Effective Date
Note: Dates and activities are subject to change.	

17. BIDDERS' LIBRARY

The Bidders' Library contains critical reference material, including but not limited to, AHCCCS policies, Offeror' Bid Choice Form, utilization and cost data, member data, and performance requirements to assist the Offeror to prepare a Proposal to this Solicitation. References are made throughout this Solicitation to materials in the Bidders' Library, and Offerors are responsible for reviewing the contents of the Bidders' Library materials as if the materials were printed in full herein. AHCCCS may continue to update the Bidders' Library after this Solicitation is issued; the Offeror is responsible for monitoring updates to the [YH24-0001 – ALTCS EPD Bidders' Library](#).

18. MINIMUM CAPITALIZATION

The Successful Offeror is required to meet a minimum capitalization requirement for each GSA awarded. The Successful Offeror shall submit, within 30 days after notification of Contract award documentation, information substantiating that the minimum capitalization requirement per GSA has been met. Effective October 1, 2024, the ALTCS E/PD minimum capitalization may be applied to the Successful Offeror's equity per member standard, which continues throughout the term of the Contract. Refer to Contract Section D, Paragraph 48, Financial Reporting and Viability Standards.

Minimum Capitalization Requirements: Minimum capitalization requirements by GSA are as follows:

GSA	ALTCS E/PD MINIMUM CAPITALIZATION REQUIREMENT
North Mohave/Coconino/Apache/Navajo/ Yavapai	\$2,300,000
South Cochise/Graham/Greenlee/ La Paz/Pima/Santa Cruz/Yuma	\$6,200,000
Central Maricopa/Gila/Pinal	\$11,600,000

New Offerors: To be considered for a Contract award in a given GSA or group of GSAs, a new Offeror must meet the minimum capitalization requirements listed above.

Successful Incumbent Contractors: To be considered for an E/PD Contract award in a given GSA or group of GSAs, a Successful Incumbent Contractor shall meet the E/PD Minimum Capitalization Requirements listed above. If a Successful Incumbent Contractor’s unrestricted equity as defined and restricted for the equity per member ratio in ACOM Policy 305, per GSA, meets the minimum capitalization listed above for the GSA within 30 days of Contract award, the Contractor will be considered to have met minimum capitalization. If a Successful Incumbent Contractor’s unrestricted equity as defined and restricted for the equity per member ratio in ACOM Policy 305, per GSA, does not meet the minimum capitalization listed above for the GSA within 30 days of Contract award, the Successful Incumbent Contractor must fund, through capital contribution, the necessary amount to meet the minimum capitalization. Successful Incumbent Contractors that are awarded a GSA in which they do not hold a current Contract must provide the minimum capitalization requirement listed above for each new GSA, within 30 days of contract award. Any excess equity in an awarded GSA may be used to meet the minimum capitalization in another GSA.

This requirement is in addition to the Performance Bond requirements specified in Contract Section D, Paragraphs 44, Performance Bond or Bond Substitute, and Contract Section D, Paragraph 45, Amount of Performance Bond or Bond Substitute, and shall be met with cash with no encumbrances, such as a loan subject to repayment or other restrictions on equity specified in ACOM Policy 305.

19. CONTENTS OF OFFEROR'S PROPOSAL

If AHCCCS determines a Proposal to be non-responsive, AHCCCS may reject the proposal.

The Offeror’s Proposal shall be organized with strict adherence to RFP Section I, Exhibit A, Offeror’s Checklist and submitted using the forms and specifications provided in this RFP.

The Offeror shall submit its Offer via the ASFS. Instructions for access to the ASFS are included in RFP Section I, Exhibit D, The Offeror shall upload the Proposal to the secured location on the ASFS.

The deadline to request access to the ASFS specified in RFP Exhibit D, Offeror’s Intent to Bid.

The Offeror shall submit the following electronically via the ASFS in its corresponding health plan folder by the date listed on RFP Section A, Solicitation and Offer Page:

- a. Capitation Agreement/Administrative Cost Bid Submission: (1) Agreement Accepting Capitation Rates [pdf] (2) Non-Benefit (Administrative and Case Management) Costs Bid Workbook [Excel] (3) Actuarial Certification [pdf], and
- b. One searchable PDF version of the Offeror's Executive Summary (RFP Part B1),
- c. One searchable PDF version of the Offeror's Contract citations (RFP Part B2),
- d. One searchable PDF version of the Offeror's Narrative Submission Requirements and corresponding responses (RFP Part B4-B10),
- e. Oral Presentation participant names, titles, and resumes (RFP Part B12), and
- f. One searchable PDF version of the Offeror's **entire** Proposal.

Upon upload of the Offeror's Proposal to the ASFS, the Offeror shall email notification to the AHCCCS Procurement Officer listed on RFP Section A, Solicitation and Offer Page. AHCCCS will provide email notification to the Offeror upon receipt of a document when received within normal business hours (8 a.m. to 5 p.m. Arizona Time). When received outside of normal business hours, email notification will be provided to the Offeror the next business day. Notification of receipt will be provided only to the contact person provided on the Offeror's Proposal, Section A, Solicitation and Offer Page, regardless of the individual who sent, or individuals cc'd on, the email. The notification shall serve *only* as confirmation that a document from the Offeror was received to the ASFS.

The email notification from AHCCCS does not confirm whether or not the document conforms to the material elements of the submission requirement(s) or whether or not the Offeror's Proposal qualifies as responsive.

Rejection of CONFIDENTIAL/PROPRIETARY Requests: AHCCCS will post all Proposals including Capitation Agreement/Administrative and Case Management Costs bids to the AHCCCS website once the Contract awards have been made. **The Offeror shall not designate any information to be confidential or proprietary in nature.** All pages will be disclosed regardless of their designation. The Offeror shall not submit any documents with headers or footers indicating any confidentiality or proprietary designation.

All Proposals shall be in Calibri 11-point font or larger with borders no less than ½". Unless otherwise specified, responses to each submission requirement shall be limited to the page limit specified for each submission requirement and be provided on 8½" x 11" one sided, single spaced, type written pages. Erasures, interlineations, or other manual modifications in the Proposal are prohibited. All pages of the Offeror's Proposal shall be numbered sequentially. Numbering of pages shall continue in sequence through each separate section. The Offeror shall clearly label each section of the Proposal and the Proposal shall contain all information requested in this Solicitation. When converting the Proposal to a PDF document, the PDF page numbering and the document page numbering shall align. The Proposal shall be submitted as a searchable PDF unless otherwise specified.

When submitting its Proposal, the Offeror shall ensure its company name and AHCCCS Solicitation Number is clearly indicated.

The Offeror has the discretion to include or exclude the narrative submission requirement text as a part of the Offeror's response; however, the required page limit applies regardless of whether or not the text is included. AHCCCS will only consider the information provided within the allotted page limit and permitted attachments, if any, in response to a specific submission requirement when evaluating the Offeror's Proposal. At no time will AHCCCS consider information outside the allotted page limit and permitted attachments, or any other information provided elsewhere in the Proposal when reviewing a specific response to an individual submission requirement.

Except in the case of a negligible difference in scores between two or more competing Proposals for a particular GSA, as referenced in Paragraph 8, Evaluation Factors and Selection Process in this Section, only information expressly provided by the Offeror will be considered. No inferences or assumptions will be made by the evaluation team when scoring in order to evaluate information submitted by the Offeror which is not clear, explicit, or thoroughly presented.

Use of contingent language such as 'exploring' or 'taking under consideration' will not be given any weight during the scoring evaluation process. A policy, brochure, or reference to a policy or manual does not constitute an adequate response and will not be given any weight during the scoring evaluation process.

It is the responsibility of the Offeror to examine the entire RFP, timely seek clarification of any requirement that may not be clear and review all responses for accuracy before submitting its Proposal. The Offeror's Proposal becomes a part of the Contract. Therefore, whatever information is stated in the Proposal may be evaluated either during the Proposal evaluation process or subsequently during other reviews.

All Proposals will become the property of AHCCCS. AHCCCS will not provide any reimbursement for the cost of developing or presenting Proposals in response to this RFP. Failure to include the requested information may have a negative impact on the evaluation of the Offeror's Proposal.

Proposals that are not submitted in conformance with the requirements described herein may not be considered. References in RFP Section H, Instructions to Offerors to certain sections of the RFP document are intended only to provide general assistance to Offerors and are not necessarily intended to represent all requirements. Other resources may be found in the Bidders' Library. It is the obligation of the Offeror to identify all relevant information.

20. SUBMISSION REQUIREMENTS

The Offeror shall ensure its Proposal complies with, at a minimum, relevant statutes, rules, policies, the requirements specified in this RFP, and other referenced sources.

Refer to RFP Section I, Exhibit D: Offeror's Intent to Bid for additional requirements regarding electronic submission of the Offeror's Proposal via access to the AHCCCS Secure File Share (ASFS). **Failure to submit an Intent to Bid by the due date will disqualify any potential offeror from submitting a proposal for the Solicitation. The deadline to request access to the AHCCCS Secure File Share (ASFS) is as specified in RFP Section I, Exhibit D.**

If AHCCCS determines a Proposal to be non-responsive, AHCCCS may elect not to score the Proposal.

The Offeror's Proposal shall contain the following and be organized as follows:

PART A

- A1 Offeror's Checklist (RFP Section I, Exhibit A)
- A2 Completed and Signed Offeror's Intent to Bid (Section I, Exhibit D)
- A3 Completed and Signed Solicitation Offer and Offer Page (RFP Section A)
- A4 Completed and Signed Offeror's Bid Choice Form (Section I, Exhibit B)
- A5 Completed and Signed Solicitation Amendment(s) (refer to Bidders' Library)

PART B

- B1 Executive Summary (Refer to information below)
- B2 Cite Contracts (Refer to information below)
- B3 Health Equity Requirement (Refer to information below)
- B4-B11 Narrative Submission Requirements (RFP Section I, Exhibit H)
- B12 Oral Presentation Information (Refer to information below)

PART C

- C1 Agreement Accepting Capitation Rates (Refer to information below)
- C2 Administrative Cost Component Bid (Refer to information below)
- C3 Case Management Cost Component Bid (Refer to information below)
- C4 Actuarial Certification (Refer to information below)

PART D

- D1 Intent to Provide Insurance (Refer to information below)
- D2 Representations and Certifications of Offeror and Disclosure of Information Instructions and Attestation (RFP Section G)
- D3 Boycott of Israel Disclosure (RFP Section I, Exhibit E)
- D4 Moral or Religious Objections (Refer to information below)
- D5 State Only Pregnancy Terminations Agreement (RFP Section I, Exhibit F)
- D6 Disclosure of Information (RFP Section I, Exhibit I)

❖ **PART B**

Narrative Submission Requirements (B1-B11): The Offeror is required to respond to the Narrative Submission Requirements found in RFP Section I, Exhibit H utilizing the instructions specified in Paragraph 19, Contents of Offeror’s Proposal in this Section, and the additional instructions below.

B2 – Cite Contracts: Refer to Section I, Exhibit H for submission requirements and submit utilizing the following format (1-page limit):

	MCO NAME AND NUMBER OF CONTRACT	NAME OF PROGRAM	STATE
1.			
Description:			

	MCO NAME AND NUMBER OF CONTRACT	NAME OF PROGRAM	STATE
2.			
Description:			

	MCO NAME AND NUMBER OF CONTRACT	NAME OF PROGRAM	STATE
3.			
Description:			

B10 – Compliance Reviews (Submission is required for Non-Incumbent Offerors only): Refer to Section I, Exhibit H for submission requirements and submit utilizing the following format:

	CORRESPONDING NAME AND CONTRACT NUMBER FROM B2
1.	
Description:	

B11 – D-SNP STAR Rating: Refer to Section I, Exhibit H for submission requirements and submit utilizing the following format:

	MEDICARE PLAN NAME	MEDICARE CONTRACT NUMBER	CORRESPONDING CONTRACT FROM B2	TYPE OF PLAN (FIDE/DSNP; SNP; MEDICARE ADVANTAGE)	STAR RATING
1.					

B12 - Oral Presentation Information: Offerors shall participate in a scheduled oral presentation pertaining to key areas of the ALTCS E/PD Program. Oral presentations will be in-person; however, AHCCCS reserves the right to change from in-person oral presentations to use of a virtual format. Should AHCCCS change to use of a virtual format for oral presentations, all Offeror’s participants may be required to be in attendance in one room and on video for the duration of the oral presentation session and all requirements below shall apply.

All oral presentations will be scheduled to occur during the weeks of October 23 and October 30, 2023. Presentations may be audio-taped by AHCCCS for the Agency’s use in the evaluation process. Audio-taped oral presentations will be published on the AHCCCS website once the Contract awards have been made. AHCCCS will notify each Offeror of its scheduled presentation.

The Offeror shall bring no more than six individuals to the meeting. All participants must be employees of the Offeror; no consultants may participate. Among these six individuals, the Offeror shall include individuals with expertise in:

- Medical Management,
- Case Management, and
- Quality Management

The Offeror will not be permitted to distribute previously prepared presentations or materials to AHCCCS. The Offeror may bring a laptop for accessing and referencing materials including but not limited to policies and procedures. The Offeror will not be permitted to utilize a laptop for presenting Oral Presentations. Additionally, the Offeror shall supply its own internet connection. Cell phones are not allowed in the room; therefore, the Offeror shall not rely on utilization of a cell phone for internet connection. Outside communication (e.g., cell phones, instant messaging, email, text messaging) is prohibited for the duration of the oral presentations. The Offeror is also permitted to utilize any hard copy reference material brought with them. AHCCCS will provide a whiteboard or flip charts and markers for Offeror use in preparing for the Oral Presentation.

AHCCCS may have staff in the room at all times for the oral presentation process including during presentation preparation, whether in-person or virtual, to ensure compliance with these requirements.

The Offeror shall submit with its Proposal a list of names and titles along with resumes of the participating individuals in accordance with Paragraph 19, Contents of Offeror's Proposal in this Section.

❖ **PART C**

AHCCCS' actuaries will develop components of the capitation rates including the medical services component, share of cost offset, reinsurance offset, underwriting gain, and premium tax. These components will not be bid by the Offeror. The capitation rates developed by the AHCCCS actuaries will be actuarially sound according to the applicable provisions of 42 CFR Part 438 and applicable Actuarial Standards of Practice and will follow Generally Accepted Actuarial Principles and Methodologies.

Data Supplement: AHCCCS has provided Offerors with an RFP Data Supplement file on the Bidders' Library and ASFS within each Offeror's folder for informational purposes. The Offeror shall not consider the Data Supplement the sole source of information in making decisions. Refer to the Bidders' Library section Data Supplement for Offerors.

The complete capitation rates will be published by AHCCCS prior to October 1, 2024. Refer to the Bidders' Library section Data Supplement for Offerors, Section F, Rate Development Information.

C1 - Agreement to Accept Capitation Rates: The Offeror shall submit an agreement that the Offeror will accept the actuarially sound capitation rates computed prior to October 1, 2024. The agreement shall be signed by the Offeror's Chief Executive Officer. This is a required submission.

AHCCCS intends to set the underwriting gain equal to one percent of the capitation rate for each risk group excluding premium tax.

Administrative and case management cost components will be bid by the Offerors. AHCCCS may use these bids in developing capitation rates; however, AHCCCS reserves the right to adjust the capitation rates, including the administrative and case management cost components, to maintain compliance with the Medicaid and CHIP Managed Care Final Rule and additional guidance from CMS published annually in the Medicaid Managed Care Rate Development Guides.

If any moral or religious objections were submitted as part of the RFP, the Offeror shall not exclude from the administrative and case management bid submission(s) any related administrative and case management costs.

C2 - Administrative Cost Component Bid: The Offeror shall bid on the administrative cost component of the capitation rates. The Offeror shall include an administrative bid for each membership tier. AHCCCS will include a Non-Benefit Costs Bid Submission workbook as well as instructions in Section F – Rate Development Information, found in the Bidder's Library, Data Supplement for Offerors. The Offeror shall submit a single Workbook in Excel to AHCCCS via the ASFS server in accordance with Paragraph 19, Contents of Offeror's Proposal in this Section.

C3 - Case Management Cost Component Bid: The Offeror shall bid on the case management cost component of the capitation rates. The Offeror shall include a case management bid for each GSA where the Offeror is submitting a bid. AHCCCS will include a Non-Benefit Costs Bid Submission Workbook as well as instructions in Section F – Rate Development Information, found in the Bidder’s Library, Data Supplement for Offerors. The Offeror shall submit a single Workbook in Excel to AHCCCS via the ASFS server in accordance with Paragraph 19, Contents of Offeror’s Proposal in this Section.

C4 - Actuarial Certification: The Offeror shall ensure that an actuary who is a member of the American Academy of Actuaries certifies that the Administrative and Case Management Cost Bid Submissions meets the requirements of 42 CFR 438.5(e) by submitting a signed actuarial certification of all rates submitted with the submission. Further detail regarding the requirements of the bids can be found in the Bidders’ Library, Data Supplement, Section F - Rate Development Information in the Non-Benefit Costs Bid Requirements document.

AHCCCS reserves the right to request supporting documentation for any component of the Administrative and Case Management Costs Bid submission.

AHCCCS reserves the right to request Best and Final Offers. In the event AHCCCS exercises this right, all Offerors that submitted a Proposal that is susceptible to award may be asked to provide a Best and Final Offer. The State reserves the right to award a Contract on the basis of initial Proposals received; therefore, the Offeror is encouraged to submit its most competitive bid.

❖ **PART D**

D1 - Intent to Provide Certificate of Insurance: The Offeror shall provide a brief statement that, if notified of contract award, the Offeror will submit to AHCCCS for review and acceptance, the applicable certificate/s of insurance as required within this RFP document, within ten (10) business days of such notification.

D2 - Representations and Certifications of Offeror and Disclosure of Information Instructions and Attestation: The Offeror shall complete and submit RFP Section G. The Offeror shall complete Section I, Exhibit I, Disclosure of Information and submit to the AHCCCS Provider Enrollment Portal (APEP) per the MCO Instructions document referenced in RFP Section G.

D3 - Boycott of Israel Disclosure: The Offeror shall complete and submit RFP Section I, Exhibit E.

D4 - Moral or Religious Objections: The Contractor shall notify AHCCCS if, on the basis of moral or religious grounds, it elects to not provide or reimburse for a covered service. The Contractor may submit a Proposal addressing members’ access to the services. AHCCCS does not intend to offer the services on a Fee-For-Service basis to the Contractor’s members. The Proposal shall be submitted to AHCCCS in writing as part of this submission. This submission will not be scored.

D5 - State Only Pregnancy Terminations Agreement: The Offeror shall complete and submit RFP Section I, Exhibit F.

21. PUBLIC RECORD

All Offers submitted and opened are public records and must be retained by the State for a period of time in accordance with the law. Offers shall be open and available to public inspection after Contract award in the procurement file which will be posted publicly on the AHCCCS website.

22. PARTICIPATION AS A MEDICARE ADVANTAGE DUAL SPECIAL NEEDS PLAN (D-SNP)

Successful Offerors are required to be organizations that contract with CMS to provide and manage Medicare benefits for dual eligible members in all Geographic Service Areas (GSAs) in which they are awarded a Contract. Refer to Contract Section D, Paragraph 66, Medicare Requirements for additional details regarding this requirement.

Successful Offerors will be required to offer Medicare benefits to Medicaid members who are also enrolled in Medicare (full benefit dual eligible members) through a State-contracted D-SNP for all counties in an E/PD Contractor's awarded GSAs. Successful Offerors will be required to implement companion Medicare Advantage Fully Integrated D-SNPs (FIDE SNPs) effective January 1, 2025. All Offerors are required to submit a non-binding Notice of Intent to Apply (NOIA) as a FIDE D-SNP to CMS on a date to be determined by CMS, but no later than the end of November 2023. Additional information and exact submission dates for Medicare Advantage Contract Year (CY) 2025 can be found on www.cms.gov.

Medicare Alignment: Effective January 1, 2025, full benefit dual eligible members may only be enrolled with a D-SNP that is aligned with their Medicaid health plan. Aligned enrollment means a Medicaid plan that is (1) the same organization as the D-SNP, (2) the D-SNP's parent organization, or (3) another entity owned and controlled by the D-SNP's parent organization as applicable to those full benefit dual eligibles who select enrollment in a Medicare Advantage FIDE SNP (refer to *FIDE SNP Exclusively Aligned Enrollment* below). Unaligned members will remain in Medicare FFS. Exclusively aligned enrollment will apply only to those E/PD Full Benefit Dual Eligibles (FBDEs) that choose to enroll in a FIDE SNP available in their GSA.

For each of the following CMS FIDE SNP requirements, it is AHCCCS' expectation that Offerors awarded contracts under this procurement shall have the appropriate expertise and resources necessary for effective implementation of the CMS FIDE SNP requirements by January 1, 2025.

Further information regarding AHCCCS' current State Medicaid Agency Contract (SMAC, or MIPPA Agreement) with its contracted FIDE SNPs is available on AHCCCS' Medicare D-SNPs webpage at <https://www.azahcccs.gov/Resources/OversightOfHealthPlans/SolicitationsAndContracts/medicareagreements.html>.

FIDE SNP Exclusively Aligned Enrollment: Effective January 1, 2025, AHCCCS-contracted companion Medicare Advantage (MA) Fully Integrated Dual Eligible Special Needs Plans (FIDE SNPs) will be required to implement CMS' Exclusively Aligned Enrollment (EAE) requirements to be offered and available for enrollment to AHCCCS FBDE members under the contract awarded by this procurement.

Further information can be found in the CY2023 Medicare Advantage final rule as published in the May 9, 2022 edition of the *Federal Register*, available at <https://www.govinfo.gov/content/pkg/FR-2022-05-09/pdf/2022-09375.pdf> (pages 27742-27746 and 27894, not inclusive).

Successful Offerors under this procurement shall coordinate EAE implementation activities with AHCCCS and the CMS Medicare-Medicare Coordination Office (CMS MMCO) beginning at the time of contract award through January 1, 2025. It is anticipated that CMS MMCO will be releasing further EAE technical assistance guidance for all FIDE SNPs nationally, including AHCCCS-contracted FIDE-SNPs in the period prior to the January 1, 2025, EAE effective date.

FIDE SNP Unified Grievance and Appeals Procedures: As AHCCCS-contracted FIDE SNPs will be considered “applicable integrated plans” as defined per the CY2021 Medicare Advantage final rule. To meet these requirements, FIDE SNP unified grievance and appeals procedures – that combine Medicare and AHCCCS program grievance and appeals processes and requirements – shall be implemented for AHCCCS FBDEs enrolled in an awarded Contractor’s companion FIDE SNP beginning January 1, 2025. Further information regarding applicable integrated plans’ unified grievance and appeals procedures is available at <https://www.cms.gov/medicare-medicare-coordination/medicare-and-medicare-coordination/medicare-medicare-coordination-office/d-snps> (refer to the unified grievance and appeals section).

FIDE SNP Integrated Member Materials: In support of CMS’ exclusively aligned enrollment and unified grievance and appeals requirements beginning January 1, 2025, AHCCCS-contracted companion FIDE SNPs as awarded to contract awardees through this procurement shall provide enrolled AHCCCS FBDEs with a CMS- and AHCCCS- prior approved, integrated Medicare-Medicaid:

- a. Member ID card,
- b. Summary of Benefits,
- c. Formulary,
- d. Member Handbook, and
- e. Provider and Pharmacy Directory,

Further information can be found in the CY2023 Medicare Advantage final rule as published in the May 9, 2022 edition of the *Federal Register*, available at <https://www.govinfo.gov/content/pkg/FR-2022-05-09/pdf/2022-09375.pdf> (page 27773, not inclusive).

Medicare Advantage FIDE SNP Supplemental Benefits: For FIDE SNP enrolled AHCCCS FBDEs, AHCCCS will require the following Medicare Advantage (MA) supplemental benefits to be offered, at a minimum, by Contractors awarded under this procurement, effective January 1, 2025. This listing of minimum MA supplemental benefits does not preclude Offerors from proposing additional other such supplemental benefits to enrolled AHCCCS FBDEs through its companion FIDE SNP. This requirement is for the offering of these services as MA FIDE SNP supplemental benefits only. AHCCCS will not prescribe the extent and amount of each such supplemental benefit to be available per enrolled FIDE SNP FBDE.

- a. Dental services,
- b. Hearing services,
- c. Over-The-Counter (OTC) health products catalog, and monthly or quarterly benefit maximum amount(s),
- d. Telehealth services,
- e. Fitness Benefits, and
- f. Vision services.

Each of the above minimum MA supplemental benefits shall be offered by the FIDE SNP beginning January 1, 2025, and be available for review on CMS’ Medicare Plan Finder web pages beginning October 15, 2024.

Tentative CMS CY2025 Medicare Advantage Calendar: For Offerors’ consideration, to include FIDE SNPs (subject to change by CMS):

TENTATIVE DUE DATE	MILESTONE ACTIVITY
Early November 2023	Applicants submit CY2025 Notice of Intent to Apply Form (NOIA) to CMS
Early December 2023	CMS User ID form due to CMS
Early January 2024	Final MA Applications Posted by CMS
Mid-January 2024	Deadline for NOIA form submission to CMS
Mid-February 2024	Completed MA Applications due to CMS (to include AHCCCS- or AzDIFI-executed CMS “State Certification Form,” either/or as applicable)
April 2024	Plan Creation module, Plan Benefit Package (PBP), and Bid Pricing Tool (BPT) available on Health Plan Management System (HPMS)
Early May 2024	PBP/BPT Upload Module available in HPMS
Early May 2024	Release of CY 2025 Formulary Submission Module
1 st Monday of June 2024	Bids due to CMS
Approx. July 1, 2024	SNP Modules and AHCCCS-executed State Medicaid Agency Contract (SMAC) due to CMS
Late August 2024	CMS completes review and approval of bid data
Early to Mid-September 2024	CMS executes MA and MA-PD contracts with approved bidders
October 15, 2024	CY2025 MA Annual Election Period (AEP) begins
December 7, 2024	CY2025 MA Annual Election Period (AEP) ends
January 1, 2025	CY2025 FIDE SNP operations begin

[END OF SECTION H: INSTRUCTIONS TO OFFERORS]