

**City of Ann Arbor Employees' Retirement System
Minutes for the Regular Meeting
May 20, 2021**

B

The meeting was called to order by Board Chairperson, Jeremy Flack, at 8:38 a.m.

ROLL CALL

Members Present: DiGiovanni(*Via TX, Ann Arbor, MI*), Flack(*Via TX, Wood County, OH*), Hastie(*Via TX, Ann Arbor, MI*), Lynch(*Via TX, Whitmore Lake, MI, depart 9:00-9:24 AM*), Monroe(*Via TX, Ann Arbor, MI*), Nerdrum(*Via TX, Ann Arbor, MI*), Peariso(*Via TX, Ann Arbor, MI*), Praschan(*Via TX, Saline, MI*), Schreier(*Via TX, Ann Arbor, MI*)

Members Absent: None

Staff Present: Buffone(*via TX*), Hollabaugh(*Via TX*), Orcutt(*via TX*)

Others: VanOverbeke, Legal Counsel(*via TX*)

AUDIENCE COMMENTS

A. APPROVAL OF AGENDA

It was **moved** by Nerdrum and **seconded** by Monroe to approve the agenda as submitted.

Approved

B. APPROVAL OF MINUTES

B-1 April 15, 2021 Regular Board Meeting

It was **moved** by Monroe and **seconded** by Peariso to approve the April 15, 2021 Regular Board Meeting minutes.

Approved

C. CONSENT AGENDA

C-1 Reciprocal Retirement Act – Service Credit

WHEREAS, the Board of Trustees is vested with the authority and fiduciary responsibility for the administration, management and operation of the Retirement System, and

WHEREAS, the Board of Trustees acknowledges that, effective July 14, 1969, the City of Ann Arbor adopted the Reciprocal Retirement Act, Public Act 88 of 1961, as amended, to provide for the preservation and continuity of retirement system service credit for public employees who transfer their employment between units of government, and

WHEREAS, the Board acknowledges that a member may use service credit with another governmental unit to meet the eligibility service requirements of the Retirement System, upon satisfaction of the conditions set forth in the Reciprocal Retirement Act, and

WHEREAS, the Board is in receipt of requests to have service credit acquired in other governmental unit retirement systems recognized for purposes of receiving benefits from the Retirement System, therefore be it

RESOLVED, that the Board of Trustees hereby certifies that the following member(s) of the Retirement System have submitted the requisite documentation for the recognition of

reciprocal retirement credit:

Name	Classification	Plan	Reciprocal Service Credit	Prior Reciprocal Retirement Unit
Rebecca Elder	15 th District Court	Traditional	4 Years, 5.5 Months	Jackson County
Nick Gilmore	Safety Services - Police	Traditional	5 Years, 6.5 Months	City of Livonia

RESOLVED, that the Board of Trustees notes that pursuant to the Reciprocal Retirement Act, said reciprocal retirement credit may only be used for purposes of meeting the retirement eligibility requirements of the Retirement System and that retirement benefits will be based upon actual service rendered to the City and shall be made payable consistent with the City Charter, applicable collective bargaining agreements, Retirement System policies/procedures, and applicable laws (specifically, MCL Public Act 88 of 1961, as amended), and further

RESOLVED, that a copy of this resolution shall be provided to the appropriate City and Union representatives and interested parties.

It was **moved** by Nerdrum and **seconded** by Hastie to approve the consent agenda as submitted.

Approved

D. ACTION ITEMS

D-1 Revised Administrative Allowance

The Board reviewed the revised FYE 2021 administrative allowance to reflect the correct salary rates and agreed to approve.

It was **moved** by Nerdrum and **seconded** by Hastie to approve the revised FYE 2021 Administrative Allowance as submitted.

Approved

D-2 Annual Disability Re-Examinations

Per the Board's Policies and Procedures, disability retirees who have not met voluntary retirement age may be recalled for a medical re-examination at least once each year during the first five years after their approved disability retirement, then at least once in every three-year period thereafter.

Per the policy amendment approved on July 21, 2011, the Re-Exam policy states:

*The Retirement Board shall review the files of all disability retirees twice a year to determine which retirees must undergo a medical re-examination by the Board's Medical Director. **The files shall be reviewed each May for disability retirements that commenced or had a re-examination in the prior year January through June time frame, and each November for disability retirements that commenced or had a re-examination in the prior year July through December timeframe.***

The following person would qualify for a medical re-examination per the Board's policy:

DISABILITY RETIREE	DATE BOARD GRANTED DISABILITY	DATE OF LAST RE-EXAMINATION	EXECUTIVE DIRECTOR'S RECOMMENDATION FOR RE-EXAMINATION
Jason Gold	February 17, 2017	7/15/2020	Yes
Ralonda Robinson	January 17, 2013	6/21/2018	Yes
Michael Whitehead	March 18, 2020	3/18/2020	Yes

It was **moved** by Peariso and **seconded** by Schreier to direct the disability re-examination of Jason Gold, Ralonda Robinson and Michael Whitehead consistent with the Board's Disability Retirement Procedures.

Approved

E. DISCUSSION ITEMS

E-1 Pension Administration Software RFP

The Audit Committee has decided to start the RFP process for Pension Administration Software. Staff is working with legal to draft an RFP. The Board discussed the RFP process and agreed to delegate the RFP process to the Audit Committee.

It was **moved** by Peariso and **seconded** by Monroe to acknowledge receipt for the recommendation from the Audit Committee, noting that it's been 10 years since an RFP has been issued for a software service provider, and to authorize the Audit Committee to develop and issue the RFP, screen potential responses and provide a recommendation of service providers for the Board to review.

Approved

E-2 Optional Factors Update

Mr. Monroe provided an update regarding the optional factors. The Board has informed the City via the February 18, 2021 memo including the information provided by GRS regarding a potential update of the optional factors. The City does not intend to take further action on this at this point. Mr. Monroe is concerned that the optional factors need to be updated. The Board discussed further with Mr. VanOverbeke. The Board agrees that they have done their due diligence by informing the City of the recommendation.

F. REPORTS

F-1 Executive Report – May 20, 2021

WELLINGTON TALF DISTRIBUTION

The Wellington TALF Fund issued a distribution in the amount of **\$ 71,666** for the Retirement System on 4/21/21. This return of capital represents the remainder of the funds liquidated net asset value.

SUMMIT PARTNERS CAPITAL CALLS AND DISTRIBUTIONS

Summit Partners Credit Fund III, L.P. requested a capital call in the amount of **\$88,162** for the Retirement Plan and **\$24,489** for the VEBA on 5/3/21. With these installments, **CAAERS** will have funded 90.36% of our total commitments of \$9,000,000 for the Retirement Plan and \$2,500,000 for the VEBA.

Summit Partners Credit Fund II, L.P. issued a distribution in the amount of **\$1,222,012** for the Retirement System and **\$305,525** for the VEBA on 5/6/21.

CONSTITUTION CAPITAL PARTNERS

Ironsides Partnership Fund III issued a distribution in the amount of **\$ 358,650** for the Retirement System on 4/29/21 comprised of return on capital netted against a call for investments.

DRA DISTRIBUTIONS

DRA issued a distribution from the Growth and Income Fund X on 5/14/21 in the amount of **\$32,550** for the Retirement System and **\$ 21,700** for the VEBA consisting of cash flows from operations netted against management fees.

DRA issued a distribution from the Growth and Income Fund IX on 5/14/21 in the amount of **\$134,296** for the Retirement System and **\$ 39,499** for the VEBA consisting of cash flows from operations netted against management fees.

BUCK CONVERSION

Staff continues to have weekly calls and frequent email communications with Buck. Fixes are tested by Staff as soon as they become available. On Monday, May 10, specific completion dates were requested for the remaining outstanding issues. The latest updates were:

- * The ESS timeout and earliest retirement date issue are fixed and closed
- * Admin Accrued benefit statements fixed so that a date of input to generate statements at any prior quarter end is available
- * Buyback calc – May 19
- * Reserve transfer not balancing to 0 – May 19
- * Add Retiree contact info to reporting – May 19
- * Buck created a password reset document and screenshots for Staff
- * Estimate difference between ESS and Admin site – 5/31

It appears all bugs have been fixed on the ESS site. Staff aims to complete a training video next week and rollout to employees by the end of the month.

Mr. Schreier suggested to have APC review the caveat that will be posted on the ESS website emphasizing that the ESS website is providing models and estimates only.

FYE AUDIT UPDATE

Staff and Jessica Hull from HR met with GRS for a FYE planning meeting on April 29 to discuss the schedule and get an early start on the claims data. HR has notified us that MMA has already started working on gathering this data from the carriers and will be using calendar year data from 2018, 2019 and 2020.

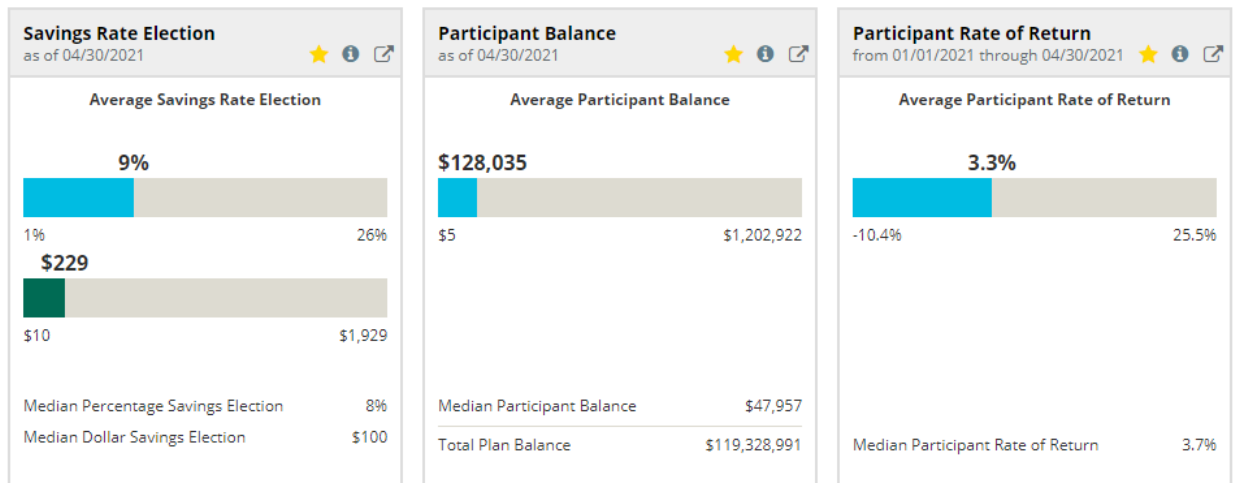
Yeo & Yeo will be onsite July 8 to conduct some preliminary work.

STAFF OPERATIONS/UPDATE

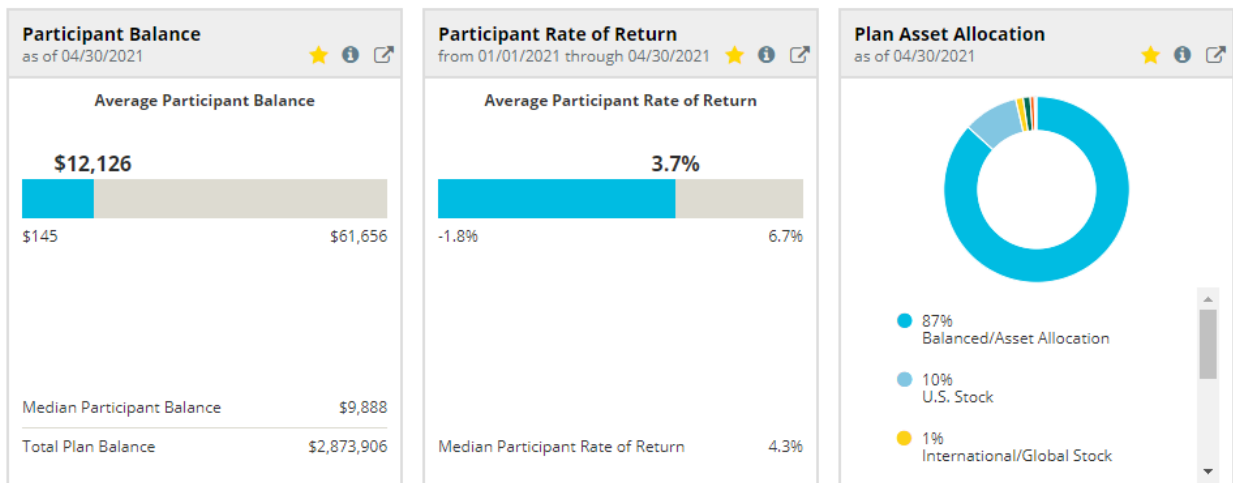
The Pension Analyst processed 56 estimates, 1 non-vested calculation, 3 deceased calculations, 6 finals, 4 deferred, and 1 payout.

F-2 Executive Report – ICMA-RC Update

457 Balance at 5/12/21 - \$ 119,055,820 – Statistics as of 4/30/21



401 Balance at 5/12/21 = \$ 2,906,359 – Statistics as of 4/30/21



Current Items/Education:

- Dan Stewart will conduct virtual appointments and a webinar on May 18th and 19th. The webinar topic is “5 Reasons to Consider a Payroll Roth IRA”
- Gina John hosted virtual appointments on April 14th and 15th only 5 employees were scheduled.

Other Items:

ED and Staff met with HR/Payroll to develop a process map for the initial implementation and annual enrollment of employees into the Age 50 Catch Up codes. An announcement to employees has been drafted to be approved at the May 18th APC meeting. The change is targeted to take effect in July.

MissionSquare Name Change/Rebrand - Staff is sending out a flyer and FAQ sheet in the next A2 News & Notes. In the coming months, Staff will be auditing all retirement office resources (website, newsletter, forms etc.) and incorporating the name change.

F-3 City of Ann Arbor Employees' Retirement System Preliminary Report for the Month Ended April 30, 2021

Maria Buffone, Accountant, submitted the Financial Report for the month ended April 30, 2021 to the Board of Trustees:

4/30/2021 Asset Value (Preliminary)	\$607,795,066
3/31/2021 Asset Value (Audited by Northern)	\$594,094,494
Calendar YTD Increase/Decrease in Assets (excludes non-investment receipts and disbursements)	\$35,332,592
Percent Gain <Loss>	6.1%
May 19, 2021 Asset Value	\$605,915,757

F-4 Investment Policy Committee Minutes – May 4, 2021

Following are the Investment Policy Committee minutes from the meeting convened at 3:04 p.m. on May 4, 2021:

Member(s) Present: DiGiovanni(via TX, Ann Arbor, MI), Hastie(via TX, Ann Arbor, MI, 4:16 p.m. depart), Monroe(via TX, Ann Arbor, MI) Praschan(via TX, Saline, MI)

Member(s) Absent: Flack

Other Trustees Present: None

Staff Present: Buffone(via TX), Gustafson(via TX), Hollabaugh(via TX), Orcutt(via TX)

*Others Present: Henry Jaung(via TX), Meketa Investment Group
Keith Beaudoin(via TX), Meketa Investment Group
John Harris(via TX), Meketa Investment Group*

RETIREMENT SYSTEM

Act 314 Compliance Review: Mr. Jaung reviewed the Act 314 Compliance, stating that all investments are currently in compliance.

March 31, 2021 Performance Update: As of March 31, 2021, the balance of the Funds was \$593,726,241 for ERS. Fiscal Year to Date performance was 18.6% for ERS net of fees.

VEBA

Act 314 Compliance Review: Mr. Jaung reviewed the Act 314 Compliance, stating that all investments are currently in compliance.

March 31, 2021 Performance Update: As of March 31, 2021, the balance of the Funds was \$229,315,694 for VEBA. Fiscal Year to Date performance was 17.7% for VEBA net of fees.

CONTINUATION OF THE BARBELL STRATEGY AND THE RMS STRATEGIES DISCUSSION

The Committee continued to discuss the barbell and risk mitigating strategies further reviewing the pros and cons. The committee ultimately decided to continue the discussion before making decision, leaning more towards the barbell strategy. Meketa will provide more information at upcoming meetings and will focus on private debt and infrastructure.

CASH FOR UPCOMING BENEFITS

Cash is needed for upcoming benefit payemtsn. Meketa recommended the source for the funds should be from NT R1000 index.

It was **moved** by Monroe and **seconded** by DiGiovanni to raise \$5 million from the NT R1000 Index Fund for cash for benefit payments.

Approved

DEBRIEF FROM BOARD RETREAT

The Committee discussed the Board Retreat with Meketa stating that while the economist presentation was informative, there was too much information given with little time. Meketa agreed and would consider a more focused presentation for next year.

ICMA-RC PLAN INVESTMENT REPORT FOR QUARTER END 3/31/2021

The Committee reviewed the report provided by ICMA-RC. Meketa suggested it would be beneficial to see the fee disclosure from ICMA-RC. Ms. Orcutt will contact ICMA-RC to obtain an outline of the fees.

ADJOURNMENT

It was **moved** by Monroe and **seconded** by DiGiovanni to adjourn the meeting at 4:34 p.m.
Meeting adjourned at 4:34 p.m.

F-5 Administrative Policy Committee Minutes – May 19, 2021

Following are the Administrative Policy Committee minutes from the meeting convened at 1:05 p.m. on May 18, 2021:

Committee Members Present: Lynch(via TX, Whitmore Lake, MI, 2:00 PM depart), Monroe(Via TX, Ann Arbor, MI), Peariso(Via TX, Ann Arbor, MI), Praschan(Via TX, Saline, MI, 1:11 PM arrival), Schreier(Via TX, Ann Arbor, MI)

Members Absent: None

Other Trustees Present: None

Staff Present: Buffone(Via TX), Gustafson(Via TX), Hollabaugh(Via TX), Orcutt(Via TX)

Others Present: None

ICMA ITEMS

HR New Hire/Re-Hire Report: Ms. Orcutt informed the Committee that HR sends a report informing Pension staff of new hires and rehires. Staff will audit the re-hires to ensure all transactions have been completed properly and to follow the Ordinance guidelines. Mr. Schreier suggested to have legal prepare a document to present to HR to be sure of policy awareness.

Webinars: Ms. Orcutt informed the Committee of recent webinars provided by ICMA. The Webinars are educational however they do not seem well attended. ICMA stated that attendance is down and its not specific to the City. Ms. Lynch suggested adding the recordings to the City's benefit website as well as add more wellness credits.

Age 50 Announcement: Ms. Orcutt provided a draft of the announcement to inform employees that the Age 50 process will now be automatic. A form will no longer be required to elect for the age 50 catch up. Mr. Schreier recommended to add a brief statement about the Roth IRA increase as well. Staff will revise and send out to employees, post in A2 news, notify ICMA and advise HR to move forward.

CYBER SECURITY UPDATE

Staff informed the Committee of the current City practices for cyber security. An annual questionnaire will be prepared and sent to vendors to report on their cyber security standards, controls, and processes. Staff will update this annually.

2020-21 EXECUTIVE DIRECTOR EVALUATION FORM & 2020-21 ED GOALS & OBJECTIVES

Mr. Orcutt presented her completed goals and objectives for the FYE 20-2021 as well as the evaluation form. The Committee agreed to have the evaluation form sent to the Board in the coming weeks and will provide a final review at the July Board meeting.

JUNE APC

Meeting Date: The Committee reviewed schedules and decided to schedule for June 8, 2021 at 1:00 PM.

Interim Re-Opening Plan: Ms. Orcutt informed the Committee that the City has provided an update regarding re-opening. The City has planned to open City Hall to the public July 6, 2021.

Telecommuting Policy: The City has prepared a draft telecommuting policy. Ms. Orcutt will be sending that out to APC to review and will discuss further at the June APC meeting.

2021-22 ED Goals & Objectives: To be discussed further at the June APC meeting.

ADJOURNMENT

It was **moved** by Peariso and **seconded** by Schreier to adjourn the meeting at 2:08 p.m.
Meeting adjourned at 2:08 p.m.

F-6 Audit Committee Minutes – May 6, 2021

Following are the Audit Committee minutes from the meeting convened at 4:04 p.m. on May 6, 2021:

Committee Members Present: Monroe(Via TX, Brighton, MI), Nerdrum(Via TX, Ann Arbor, MI), Praschan(Via TX, Saline, MI),
Members Absent: None
Other Trustees Present: None
Staff Present: Buffone(Via TX), Gustafson(Via TX), Hollabaugh(Via TX), Orcutt(Via TX)
Others Present: Aaron Castle, Legal(Via TX)

BUCK ADMINISTRATION SOFTWARE UPDATE

Staff provided an update regarding the software. There continues to be issues with the ESS and the production site. The ESS site calculations are incorrect amongst other issues. Staff continues to test the various fixes and meets with Buck weekly in attempt to get the sites working properly.

DISCUSSION OF POTENTIAL RFP

The Committee discussed a possible RFP for pension administration software. Legal recommends going through the RFP process and will prepare a draft. Ms. Orcutt noted that it has been over 10 years since the last time these services were put out for bid. At that time, it was included in the Actuarial RFP done in 2010. The Committee discussed the RFP timeline and noted that the transition process could take 9-12 months if a new vendor was selected. The Committee agreed that the RFP needs to be done. AC will review the drafted RFP at the June meeting and discuss potential firms to distribute to. Ms. Nerdrum noted to be mindful during the review process of the costs/fees as some firms could charge a large fee up front for the software and implementation as well as termination fees.

It was **moved** Monroe by and **seconded** by Praschan to recommend that the Board delegate authority to the Audit Committee to prepare and issue the RFP for pension administration software services.

Approved

FYE 2021 GRS WORK PLAN

Ms. Orcutt presented the GRS work plan and timeline for FYE noting that HR was included in the planning meeting. HR will begin communications with MMA to get the claims data in a timely manner.

JUNE AC MEETING DATE

The committee reviewed schedules and decided to meet on June 8 at 3:00 PM.

ADJOURNMENT

It was **moved** by Monroe and **seconded** by Praschan to adjourn the meeting at 5:01 p.m.

Meeting adjourned at 5:01 p.m.

F-7 Legal Report – None.

G. INFORMATION (Received & Filed)

G-1 Communications Memorandum

G-2 June Planning Calendar

G-3 Record of Paid Invoices

The following invoices have been paid since the last Board meeting.

	<u>PAYEE</u>	<u>AMOUNT</u>	<u>DESCRIPTION</u>
1	Allstar Alarm	\$360.04	Back Up Battery Replacements (2)
2	Applied Imaging	\$17.17	Printing Services 3/2021
3	DTE	\$93.02	Electric Service 3/16/2021-4/14/2021
4	DTE	\$45.00	Gas Service 3/16/2021 - 4/14/2021
5	Loomis Sayles	\$33,531.39	Investment Manager Fee Q1 2021
6	Meketa Investment Group	\$10,000.00	Investment Consultant Fee 3/2021
7	Rhumblin	\$14,217.00	Investment Manager Fee Q1 2021
8	American Express	\$139.60	Bloomberg LEI Renewal (\$100) & Stamps (\$39.60)
9	Applied Imaging	\$21.23	Printing Services 4/2021
10	Culligan	\$12.00	Water Service 5/2021
11	Dollar Bill Copying	\$2,431.21	Spring 2021 Annual Newsletter Print & Mail
12	Income Research Management	\$3,592.82	Investment Management Fee Q1 2021
13	Meketa Investment Group	\$10,000.00	Investment Consulting Fee 4/2021
14	West Arbor Condo Association	\$456.00	Condo Association Fee 5/2021
	Total	\$74,916.48	

G-4 Retirement Report

Retirement paperwork has been submitted by the following employee(s):

Name	Retirement Type	Effective Retirement Date	Group	Union	Years of Service	Department/Service Area
Michael Pratt	Age & Service	June 5, 2021	Fire	Fire	25 Years, 3.5 Months	Safety Services

Erwin Brian Morey	Deferred Age & Service	July 1, 2021	General	Non Union	10 Years, 7.5 Months	Financial & Administrative
Michael Lusk	Deferred Age & Service	August 1, 2021	General	AFSCME	11 years, 10 months	Public Services
Elizabeth Cornell	Age & Service	July 7, 2021	Police	AAPOA	25 Years, 1 Month	Safety Services

G-5 Analysis of Page Views on Retirement System Website

H. TRUSTEE COMMENTS / SUGGESTIONS

I. ADJOURNMENT

It was **moved** by Monroe and **seconded** by Nerdrum to adjourn the meeting at 9:25 a.m.
Meeting adjourned at 9:25 a.m.

Wendy Orcutt

**Wendy Orcutt, Executive Director
City of Ann Arbor Employees' Retirement System**