MEETING NO. 4235
JOURNAL OF PROCEEDINGS
BOARD OF TRUSTEES OF THE GENERAL RETIREMENT SYSTEM
OF THE CITY OF DETROIT
HELD WEDNESDAY, JUNE 05, 2019
10:00 A.M.

RETIREMENT SYSTEMS CONFERENCE ROOM
ALLOY CENTER, 500 WOODWARD AVENUE; SUITE 3000
DETROIT, MICHIGAN 48226

TRUSTEES PRESENT

Wendell Anthony  Trustee
Scott Benson  Ex-Officio Trustee/City Council Member
Tasha L. Cowan  Trustee
Kimberly Hall-Wagner  Trustee
John Naglick  Ex-Officio Trustee/Finance Director
Crystal Perkins  Trustee
June Nickleberry  Trustee/Chairperson
Thomas Sheehan  Trustee

TRUSTEES EXCUSED

Christa Mclellan  Ex-Officio Trustee/City Treasurer
Lori Cetlinski  Trustee/ Vice- Chairperson

TRUSTEES ABSENT

None

ALSO PRESENT

Gail A. Oxendine  Assistant Executive Director
Ryan Bigelow  Chief Investment Officer
Michael VanOverbeke  General Counsel
TaKneisha Johnson  Administrative Assistant IV

STAFF EXCUSED

David Cetlinski  Executive Director
CHAIRPERSON

June Nickleberry

The Board’s Recording Secretary took a verbal Roll Call at 10:08 a.m. and Chairperson Nickleberry called the meeting to order.

Present at Roll Call: Scott Benson, Tasha L. Cowan, Kimberly Hall-Wagner, John Naglick and Crystal Perkins

Re: Legacy Plan Service Retirement(s)

Motion By: Trustee Cowan - Supported By: Trustee Hall-Wagner

RESOLVED, that the application(s) for retirement from the COMPONENT II (LEGACY) PLAN as outlined below be hereby APPROVED:

<table>
<thead>
<tr>
<th>NAME, TITLE, DEPARTMENT</th>
<th>SERVICE CREDIT</th>
<th>EFFECTIVE DATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dennis B. Gosioco – RCPO - DPW</td>
<td>28-08</td>
<td>04-16-19</td>
</tr>
<tr>
<td>Oscar Myles – Paramedic – Fire (Civilian)</td>
<td>16-01</td>
<td>07-17-19</td>
</tr>
<tr>
<td>Abdullah Nelson – Supvg Invest Pol Com – Police (Civilian)</td>
<td>12-07</td>
<td>06-12-19</td>
</tr>
<tr>
<td>Michael A. Parker – Business Systems Sup – Human Resources</td>
<td>30-00</td>
<td>05-24-19</td>
</tr>
<tr>
<td>Jacquenette M. Shearrod – Clerk IV – Non-Departmental</td>
<td>15-10</td>
<td>04-24-19</td>
</tr>
</tbody>
</table>

Yeas: Benson, Cowan, Hall-Wagner, Naglick, Perkins and Chairperson Nickleberry – 6

Nays: None
Re: Vested Retirement(s)

Motion By: Trustee Cowan - Supported By: Trustee Hall-Wagner

RESOLVED, that the application(s) for VESTED RETIREMENT as outlined below be hereby APPROVED:

NAME, TITLE, DEPARTMENT Harry Bullard – Service Desk Analyst – Water & Sewerage
SERVICE CREDIT 17-00
EFFECTIVE DATE 04-01-19

NAME, TITLE, DEPARTMENT Simeon C. Ohakpo – Manager I – Municipal Parking
SERVICE CREDIT 22-04
EFFECTIVE DATE 06-01-19

NAME, TITLE, DEPARTMENT Robert L. Preston – Building Attendant A - Recreation
SERVICE CREDIT 13-09
EFFECTIVE DATE 05-01-19

Yeas: Benson, Cowan, Hall-Wagner, Naglick, Perkins and Chairperson Nickleberry – 6

Nays: None
### Re: Hybrid Plan Service Retirement(s)

**Motion By:** Trustee Cowan - **Supported By:** Trustee Hall-Wagner

**RESOLVED,** that the application(s) for retirement from the **COMPONENT I (HYBRID) PLAN** as outlined below be hereby APPROVED:

<table>
<thead>
<tr>
<th>NAME, TITLE, DEPARTMENT</th>
<th>SERVICE CREDIT</th>
<th>EFFECTIVE DATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Akshay N. Chauhan – Special Project Techn – Water &amp; Sewerage</td>
<td>01-06</td>
<td>05-01-19</td>
</tr>
<tr>
<td>Dennis B. Gosioco – RCPO - DPW</td>
<td>02-02</td>
<td>04-16-19</td>
</tr>
<tr>
<td>Abdullah Nelson – Supvg Invest Pol Com – Police (Civilian)</td>
<td>04-11</td>
<td>06-12-19</td>
</tr>
</tbody>
</table>

Yeas: Benson, Cowan, Hall-Wagner, Naglick, Perkins and Chairperson Nickleberry – 6

Nays: None
RECEIPTS: The Board received the following receipts for Acknowledgment:

<table>
<thead>
<tr>
<th>Date</th>
<th>Type</th>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>5/17/2019</td>
<td>Cash Entry</td>
<td>Pre-tax mandatory pension contributions 5-17-19</td>
<td>56,147.27</td>
</tr>
<tr>
<td>5/17/2019</td>
<td>Cash Entry</td>
<td>Pre-tax annuity contributions 5-17-19</td>
<td>77,900.97</td>
</tr>
<tr>
<td>5/24/2019</td>
<td>Cash Entry</td>
<td>Pre-tax Annuity Contributions 5-24-19</td>
<td>165,472.20</td>
</tr>
<tr>
<td>5/24/2019</td>
<td>Cash Entry</td>
<td>Pre-tax mandatory pension contributions 5-24-19</td>
<td>286,269.05</td>
</tr>
<tr>
<td>Total</td>
<td></td>
<td></td>
<td>634,799.49</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Date</th>
<th>Type</th>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>5/14/2019</td>
<td>Cash Entry</td>
<td>Loan Deduction Program 5-3-19 ($234,655.72)</td>
<td>29,654.72</td>
</tr>
<tr>
<td>5/14/2019</td>
<td>Cash Entry</td>
<td>Loan Deduction Program 5-10-19 ($36,245.86)</td>
<td>36,245.86</td>
</tr>
<tr>
<td>5/23/2019</td>
<td>Cash Entry</td>
<td>Loan Deduction Program 5-17-19</td>
<td>32,216.13</td>
</tr>
<tr>
<td>Total</td>
<td></td>
<td></td>
<td>98,126.71</td>
</tr>
</tbody>
</table>

Total Receipts: 732,910.20
Re: Fees and Expenses

Resolution Moved By: Trustee Cowan - Supported By: Trustee Hall-Wagner

WHEREAS, the Board has been presented with the List of Disbursements for Board Approval which is referenced below requesting payment for Fees and Expenses, and

WHEREAS, the Board has been requested to approve payment of said Fees and Expenses; THEREFORE BE IT

RESOLVED, that subject to staff audit and approval of all Legal Fees by the Board’s General Counsel, the Board APPROVE payment of the following Fees and Expenses:

### Disbursement Report

<table>
<thead>
<tr>
<th>Account</th>
<th>Payment Method</th>
<th>Currency</th>
<th>Vendor Name</th>
<th>Invoice Number</th>
<th>Invoice Description</th>
<th>Amount To Pay</th>
</tr>
</thead>
<tbody>
<tr>
<td>LG RESERV</td>
<td>WIRE</td>
<td>US</td>
<td>BNY Mellon</td>
<td>111-2019-0014367</td>
<td>Management Fees - 1st Qtr '19</td>
<td>45,250.46</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Bridgett Hardy</td>
<td>053119BH</td>
<td>IT Contractual Wages - May 2019</td>
<td>4,663.40</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>James R. Hollens</td>
<td>053119JH</td>
<td>IT Contractual Wages - May 2019</td>
<td>3,738.67</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Raymond R. Tchou</td>
<td>053119RT</td>
<td>IT Contractual Wages - May 2019</td>
<td>3,912.91</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Venkat Rallapalli / Highbrow Systems, Inc.</td>
<td>053119VR</td>
<td>IT Contractual Wages - May 2019</td>
<td>3,192.15</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Landmark Equity Partners XV, LP</td>
<td>052819</td>
<td>Capital Call</td>
<td>70,693.00</td>
</tr>
<tr>
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</table>

**Cash Account/Payment Method Total:** 6 Documents 131,470.99

<table>
<thead>
<tr>
<th>Account</th>
<th>Payment Method</th>
<th>Currency</th>
<th>Vendor Name</th>
<th>Invoice Number</th>
<th>Invoice Description</th>
<th>Amount To Pay</th>
</tr>
</thead>
<tbody>
<tr>
<td>HUNT - VEN</td>
<td>ACH</td>
<td>US</td>
<td>500 WEBWARD LLC</td>
<td>81065</td>
<td>Plumbing Repairs and Light Replacements</td>
<td>225.33</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>500 WEBWARD LLC</td>
<td>062019_PRFS (81792)</td>
<td>June 2019 Rent</td>
<td>24,968.49</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>8x8, INC.</td>
<td>2377216</td>
<td>Phone System Services</td>
<td>1,402.36</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>ADP, INC</td>
<td>534012175</td>
<td>Check Printing Services</td>
<td>5.34</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>ADP, INC</td>
<td>536612850</td>
<td>Check Printing Services</td>
<td>685.55</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>MONEY-MEDIA, INC.</td>
<td>FF-278175</td>
<td>Fundrise License Renewal: 6/15/19-6/15/20</td>
<td>745.00</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Premier Parking (fka Ultimate Parking)</td>
<td>184234</td>
<td>Parking - June 2019</td>
<td>2,112.00</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>2316</td>
<td>Procentia Implementation</td>
<td>125,371.56</td>
</tr>
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**Cash Account/Payment Method Total:** 8 Documents 155,545.63

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- 6 -
Re: Fees and Expenses - Continued

Yeas: Benson, Cowan, Hall-Wagner, Naglick, Perkins and Chairperson Nickleberry – 6

Nays: None

Re: Refunds of Accumulated Contributions (Annuity Savings Fund)

Resolution Moved By: Trustee Cowan - Supported By: Trustee Hall-Wagner

RESOLVED, that the contributions to the Annuity Savings Fund by members of the General Retirement System, as set forth:

List No. 7414 - $497,079.95
List No. 7415 - $297,453.63
List No. 7416 - $284,179.29

Including interest, be REFUNDED, pending audit by the Retirement Systems’ Accounting Staff.

Yeas: Benson, Cowan, Hall-Wagner, Naglick, Perkins and Chairperson Nickleberry – 6

Nays: None
Re: Employee Loan Program May 22, 2019

Resolution Moved By: Trustee Cowan - Supported By: Trustee Hall-Wagner

RESOLVED, that the disbursements for the Employee Loan Program by members of the General Retirement System, as set forth in the amount of: $115,663.00 including interest, be hereby APPROVED.

Yeas: Benson, Cowan, Hall-Wagner, Naglick, Perkins and Chairperson Nickleberry – 6

Nays: None

Re: Employee Loan Program May 29, 2019

Resolution Moved By: Trustee Cowan - Supported By: Trustee Hall-Wagner

RESOLVED, that the disbursements for the Employee Loan Program by members of the General Retirement System, as set forth in the amount of: $12,213.00 including interest, be hereby APPROVED.

Yeas: Benson, Cowan, Hall-Wagner, Naglick, Perkins and Chairperson Nickleberry – 6

Nays: None

Re: Employee Loan Program June 05, 2019

Resolution Moved By: Trustee Cowan - Supported By: Trustee Hall-Wagner

RESOLVED, that the disbursements for the Employee Loan Program by members of the General Retirement System, as set forth in the amount of: $21,830.00 including interest, be hereby APPROVED.

Yeas: Benson, Cowan, Hall-Wagner, Naglick, Perkins and Chairperson Nickleberry – 6

Nays: None
RESOLVED, that the Minutes/Journal of Proceedings of the General Retirement System of the City of Detroit, of Meeting No. 4233, held on May 01, 2019, be hereby APPROVED as recorded and submitted.

Yeas: Benson, Cowan, Hall-Wagner, Naglick, Perkins, and Chairperson Nickleberry – 6

Nays: None

Open Forum

Chairperson Nickleberry opened the meeting for public discussion:

Retiree Terrill Hill addressed the Board regarding the following:

- Annuity Savings Fund Recoupment hardship

  Chief Investment Officer Ryan Bigelow entered the Boardroom at 10:13 a.m.
Assistant Executive Director, **Gail A. Oxendine**, in addition to her formal report, discussed the following with the Board of Trustees:

- **Upcoming Department/Division Presentations**
  - Police and DoIT (June 6, 2019)
  - DoIT (June 20, 2019)
- **Newsletter**
  - Kimberly Hall-Wagner will be spotlighted in the upcoming July newsletter
- **NCPERS**
  - Ms. Oxendine attended the NAV Module 3 and 4 training and annual conference. The training covered Good Governance, ways to increase funding status by cutting cost and performance review and compensation for staff. The case study has been provided for Trustee review. A more detailed formal report is forthcoming.
- **Chairperson/Vice-Chairperson**: please be reminded that the Board is to identify a Chairperson and Vice-Chairperson for the new fiscal year beginning July 1, 2019.
- **Birthdays**
  - Our next Trustee birthday celebration will be for Trustee Benson in September 2019.
- **Assistant Executive Schedule**
  - Please be reminded that Ms. Oxendine will be in attendance at the Klausner convention and on vacation June 10-16, 2019, returning Monday June 17th, 2019. She will be available via e-mail, phone and text if needed.
- **Departmental Service Interruption update**
- **Re-examination approval**
- **2020 Fiscal Year Budget** will be presented by Chief Accounting Officer Ramzee Jackson

➢ **Trustee Thomas Sheehan entered the Boardroom at 10:23 a.m.**
Re: Chairperson Nomination – Board of Trustees of the General Retirement System

Resolution Moved By Trustee Cowan – Supported by Trustee Hall-Wagner

RESOLVED, that Trustee June Nickleberry hereby is elected to serve as Chairperson of the Board of Trustees of the General Retirement System for the term commencing July 1, 2019 and expiring June 30, 2020.

Yeas: Benson, Cowan, Hall-Wagner, Naglick, Perkins, Sheehan and Chairperson Nickleberry – 7

Nays: None

Re: Vice-Chair Nomination – Board of Trustees of the General Retirement System

Resolution Moved By Trustee Cowan – Supported by Trustee Hall-Wagner

RESOLVED, that Trustee Thomas Sheehan hereby is elected to serve as Vice-Chairperson of the Board of Trustees of the General Retirement System for the term commencing July 1, 2019 and expiring June 30, 2020.

Yeas: Benson, Cowan, Hall-Wagner, Naglick, Perkins, Sheehan and Chairperson Nickleberry – 7

Nays: None

Re: Annual Re-examinations

Resolution Moved By: Trustee Sheehan – Supported By: Trustee Cowan

RESOLVED, that in accordance with the recommendation of the Medical Director, the following be CONTINUED on the Duty-Disability Retirement Payroll with no further exams necessary:

Jeanette Jackson

Yeas: Benson, Cowan, Hall-Wagner, Naglick, Perkins, Sheehan and Chairperson Nickleberry – 7

Nays: None
**DISCUSSION:**

**Funding Discussion**

The Board of Trustees engaged in a brief discussion regarding the Funding Policy.

**Open Forum**

Chairperson Nickleberry re-opened the meeting for public discussion:

- Kathleen Colin, NASP (National Association of Securities Professionals) President addressed the Board of Trustees regarding the following:
  - Raymond Welbourne Memorial Golf Classic; Friday July 26th, 2019
  - Reminder: NASP 2019 Pension and Financial Services Annual Conference (June 24th-26th, 2019) in Baltimore, MD

**CHIEF INVESTMENT OFFICER’S REPORT**

Chief Investment Officer, Ryan Bigelow, in addition to his formal report, discussed the following matters with the Board:

- Performance update
- Market update
- May 31, 2019 Black and Blue
- Life Assurance Fund update
- Lou Vogt of Banyan Advisors, Steve Burns of Townsend and New England Pension Consultants will appear before the Board at one of two of upcoming meetings.
General Counsel Michael VanOverbeke, discussed the following matters with the Board:

- **ASF Recoupment Issue**
  - General Counsel has reviewed a non-disclosure and confidentiality agreement for KCC related to the Retirement System’s review of the City’s bankruptcy records needed to complete a review of the ASF recoupment issue. General Counsel has received access to the files as requested and a review of said records is ongoing.

- **Hubert W. Draw Jr. v. General Retirement System of the City of Detroit; Wayne County Circuit Court Case No. 18-010257-CZ.**
  - Please recall that both Mr. Draw’s attorney and General Counsel’s office filed separate motions for Summary Disposition in this matter. The Motions were heard on Friday, April 26, 2019. After oral argument, the Court granted Motion for Summary Disposition and dismissed Mr. Draw’s case against the Retirement System. The order that this office has prepared has been entered by the court, a copy of which has been available for your reference.

- **Kraft Heinz Derivative Action**
  - General Counsel was provided with a Supplemental Demand Letter to the Kraft Heinz Board from Special Counsel, Abraham, Fruchter and Twersky, related to the Board’s participation in the Derivative Action against the Kraft Heinz Board. Special Counsel has requested a notarized signature for a Declaration related to the Supplemental Demand Letter. General Counsel has reviewed the Supplemental Demand Letter and the Declaration and approves their execution by the Board.

**PRESENTATION:**

**UHY Advisors**

Cory McNeely of UHY Advisors presented the following:

- **Process and ERP Implementation Update**
  
  - **Trustee Wendell Anthony entered the Boardroom at 11:44 a.m.**
  
  - **Trustee Crystal Perkins excused herself from the Boardroom at 11:52 a.m.**
PRESENTATION:

Fiscal Year 2020 Budget Presentation

Chief Accounting Officer Ramzee Jackson and Deputy Chief Accounting Officer Brie Fort presented the Annual Budget for Board Review

Re: Fiscal Year 2020 Budget Approval

Kimberly Hall-Wagner moved to accept and approve the Annual Budget as presented by the Chief Accounting Officer and Staff. John Naglick supported. The motion passed unanimously.

NEW BUSINESS/OLD BUSINESS

• None
Trustee Benson moved to adjourn meeting #4235; Trustee Hall-Wagner supported.

There being no further business before the Board, Chairperson Nickleberry adjourned the meeting at 12:35 p.m. The Board’s next meeting is scheduled for Wednesday, June 19th, 2019, at 10:00 a.m. in the Retirement System’s Conference Room; 500 Woodward Avenue Suite 3000; Detroit, Michigan 48226.

RESPECTFULLY SUBMITTED,

GAIL A. OXENDINE, ASSISTANT EXECUTIVE DIRECTOR