

**REGULAR MEETING MINUTES  
SOUTHFIELD FIRE AND POLICE RETIREMENT SYSTEM BOARD**

**December 7, 2021**

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The Board convened via video conference at 11:30 a.m. The Meeting was started at 11:40 a.m. by President Fisher.

**PRESENT:** John Fisher/Oscoda County, MI; Brent Wilson/Oakland County, MI; Duane Garth/Oakland County, MI; Audrey Harvey/Wayne County, MI; Irv Lowenberg/Oakland County, MI (early exit)

**ABSENT:**

**ALSO**

**PRESENT:** Michael VanOverbeke and Frank Judd, Legal Counsel/VMT; Brian Green, Investment Consultant/AndCo; Megan Battersby, Retirement Program Director/SFPRS; Andrew Lai and Jason Friedman/Marathon Asset Management

**R.B. 21-108** **MOTION** by Harvey, supported by Wilson, to approve Regular Meeting Minutes, Southfield Fire and Police Retirement System Board, November 9, 2021. **MOTION CARRIED UNANIMOUSLY**

**R.B. 21-109** **MOTION** by Harvey, supported by Wilson, to acknowledge receipt of Cash & Asset Statement as of October 31, 2021 in the amount of \$223,031,718.81. **MOTION CARRIED UNANIMOUSLY**

**R.B. 21-110** **MOTION** by Harvey, supported by Wilson, to approve payment of invoices as follows: Invoice from MAPERS for 2022 Membership Renewal in the amount of 200.00; Invoice from GRS for Rata EDRO calculation upon retirement in the amount of \$1,500.00; Invoice from GRS for regular actuarial services performed for the period July 1, 2021 through June 30, 2022, including the June 30, 2021 annual valuation, in the amount of \$16,200.00; Invoice from GRS for GASB Statement No. 67 Plan Reporting and Accounting Schedules as of June 30, 2021 in the amount of \$10,000.00 (City will pay \$2,500 additional charge); Invoice from VanOverbeke Michaud & Timmony, P.C. for legal services rendered for the period 07/01/2021 thru 09/30/2021 in the amount of \$2,500.00. **MOTION CARRIED UNANIMOUSLY**

**R.B. 21-111** **MOTION** by Fisher, supported by Harvey, to acknowledge receipt of Informational Items as follows: YTD 2021/2022 Budget; FOIA response dated November 16, 2021. **MOTION CARRIED UNANIMOUSLY**

**R.B. 21-112** **MOTION** by Fisher, supported by Wilson, to acknowledge receipt and approval of Retirement Application for M. Raby (01/04/2022). **MOTION CARRIED UNANIMOUSLY**

**R.B. 21-113** MOTION by Fisher, supported by Harvey, to acknowledge receipt and approval of DROP Distribution Elections from T. Boal, D. Palmer, J. Lelli. MOTION CARRIED UNANIMOUSLY

**R.B. 21-114** MOTION by Fisher, supported by Harvey, to receive and file final City of Southfield Fire and Police Retirement System 69<sup>th</sup> Actuarial Valuation Report as of June 30, 2021 with a computed employer contribution rate of 45.64% and a minimum dollar contribution of \$9,560,383 for the fiscal year beginning July 1, 2022, and direct that a copy be provided to the City. MOTION CARRIED UNANIMOUSLY

**R.B. 21-115** MOTION by Fisher, supported by Wilson, to receive and file final City of Southfield Fire and Police Retirement System GASB Statement Nos. 67 and 68 Accounting and Financial Reporting for Pensions as of June 30, 2021 and direct that a copy be provided to the City. MOTION CARRIED UNANIMOUSLY

**R.B. 20-116** MOTION by Wilson, supported by Harvey, to continue the existing slate of Retirement System Officers for 2022. MOTION CARRIED UNANIMOUSLY

Review of Retirement Program Director was tabled until February. Trustees will submit input to President who will then follow-up with review. Contract updates will be discussed in February.

The legal opinion regarding DROP/Premium Member Account interest accrual method was presented and discussed. No change to the current method of interest crediting and accrual was suggested.

**R.B. 20-117** MOTION by Fisher, supported by Wilson, to receive and file Legal Opinion – Crediting of Interest on DROP balances dated December 3, 2021 and approve the release to any interested party. MOTION CARRIED UNANIMOUSLY

Legal Counsel reviewed the compliance letter regarding Artemis.

**R.B. 21-118** MOTION by Fisher, supported by Wilson, to receive and file the letter from Legal Counsel dated November 8, 2021 Re: Artemis Real Estate Partners Fund IV, LP Compliance with Public Act 314 of 1965, as amended. MOTION CARRIED UNANIMOUSLY

**R.B. 21-119** MOTION by Fisher, supported by Wilson, to move into closed session to discuss confidential attorney communications regarding United Health Group, Inc. and DaVita, Inc. ROLL-CALL VOTE WAS TAKEN AND MOTION CARRIED UNANIMOUSLY

**R.B. 21-120** MOTION by Fisher, supported by Wilson, to return to open session following discussion of confidential attorney communications regarding United Health Group, Inc. and DaVita, Inc. MOTION CARRIED UNANIMOUSLY

**R.B. 21-121** MOTION by Fisher, supported by Wilson, to acknowledge legal report and presentation regarding United Health Group, Inc. and authorize Legal Counsel to proceed with Robbins, Gellar, Rudman and Dowd, LLP to make an inspection demand of documents. MOTION CARRIED UNANIMOUSLY

**R.B. 21-122** MOTION by Fisher, supported by Wilson, to acknowledge legal report and presentation regarding DaVita, Inc. and authorize Legal Counsel to proceed with Robbins, Gellar, Rudman and Dowd, LLP to make an inspection demand of documents. MOTION CARRIED UNANIMOUSLY

Legal Counsel again stated that the ability to meet in a virtual format expires at the end of December for reasons other than military service and he does not foresee amendments being enacted before expiration.

Retirement Program Director informed the Board that Council Study is available for all meeting dates in 2022.

Andrew Lai and Jason Friedman from Marathon Asset Management provided an update on Marathon Distressed Credit Fund. They reviewed their global platform, team and clients. They provided a review of the distressed market as well as third quarter transactions and what was in the pipeline. They discussed future capital drawdowns and provided answers to questions posed by Trustees and Investment Consultant.

Liquidity Review was presented. Investment Consultant will continue to monitor; no immediate action was recommended.

A schedule of proposed manager reviews for 2022 was presented and discussed. Managers will have the option of presenting via phone and in-person attendance will not be required.

Investment Consultant presented a fee request from AndCo to the Board of 5% as fees have remained unchanged since July 2017.

**R.B. 21-123** MOTION by Fisher, supported by Wilson, to approve AndCo Consulting fee increase request from \$102,000 annually to \$107,100 annually effective January 1, 2022. MOTION CARRIED UNANIMOUSLY

Irv Lowenberg exited the meeting.

Duane Garth addressed the Board during public/trustee comments on the topic of inclusion of African American and Latino Owned Emerging Manager firms in all future searches or the creation of a policy that a certain percentage of funds be earmarked toward management by African American and Latino Owned Emerging Manager firms. Discussion ensued regarding criteria and policy. Investment Consultant will research whether other retirement systems currently have policies in place pertaining to this.

There being no further business to come before the Board, the meeting was adjourned at 1:25 p.m.

Prepared by Megan Battersby, Retirement Program Director

Approved by Board Motion on January 11, 2022