

**SOUTHFIELD RETIREE HEALTH CARE BENEFITS PLAN AND TRUST  
REGULAR MEETING – TUESDAY – MARCH 14, 2023  
COUNCIL STUDY – 3:00 p.m.**

**MINUTES**

Board Members Present: John Fisher, Chair; Audrey Harvey; Irv Lowenberg; Ron Miller; Donna Sanders; Brent Wilson

Board Members Absent: Karen Elly; Duane Garth; Julius Maisano; L. Susan Mannisto; Fred Zorn; Ari Gelberman/Alternate

Others Present: Megan Battersby, Administrator/RHC; Michael VanOverbeke, Legal Counsel/VMT; Erik Burger and Amy Cole, Investment Consultants/Graystone Consulting; David Stake/Goldman Sachs (via phone)

The meeting was called to order by John Fisher at 3:07 p.m.

**APPROVAL OF AGENDA**

**MOTION #RHC-23-008**

Motion by Miller, supported by Sanders, to approve Agenda, Southfield Retiree Health Care Benefits Plan and Trust, Regular Meeting, Tuesday, March 14, 2023, as presented. Motion Carried Unanimously

**APPROVAL OF MINUTES**

1. February 7, 2023 Regular Meeting Minutes

**MOTION #RHC-23-009**

Motion by Wilson, supported by Harvey, to approve Meeting Minutes, Southfield Retiree Health Care Benefits Plan and Trust, Regular Meeting, Tuesday, February 7, 2023. Motion Carried Unanimously

**CONSENT AGENDA**

1. Informational Items
  - a. Morgan Stanley Invoice
  - b. Credit Card Statement
  - c. Clarkston Personnel Update Memo

**MOTION #RHC-23-010**

Motion by Harvey, supported by Miller, to acknowledge and receive informational items as presented. Motion Carried Unanimously

2. Refund of Contributions
  - a. None
3. Approval of Bills and Expenses
  - a. Invoice from VanOverbeke Michaud & Timmony, P.C. for legal services rendered for the period 07/01/2022 thru 12/31/2022 in the amount of \$5,376.60
  - b. Statement from Elan Financial Services for credit card charges for the period 02/09/2023 to 03/09/2023 in the amount of \$438.28

**MOTION #RHC-23-011**

Motion by Fisher, supported by Sanders, to approve payment of invoices, as presented.  
Motion Carried Unanimously

**NEW BUSINESS**

1. MAPERS Spring Conference Delegates

**MOTION #RHC-23-012**

Motion by Harvey, supported by Wilson, to designate Ron Miller and Donna Sanders as official delegates for the MAPERS 2023 Spring Conference. Motion Carried Unanimously

**OLD BUSINESS**

1. Past healthcare costs breakdown
2. Declaration of election results

Board briefly discussed the information provide by Fiscal Services. They stated that they were looking for the actual expenditures/costs for each group (not just an allocation based on the ADEC) and were under the impression that this information was available. Item was tabled until the next meeting when Fiscal Services will be invited to the meeting for further clarification and explanation and GRS will also be invited to detail what information was provided by the city for the last actuarial valuation.

**MOTION #RHC-23-013**

Motion by Wilson, supported by Sanders, to table review of past healthcare costs breakdown and request that Fiscal Services Director or an appropriate representative attend the May 16, 2023 Board meeting to provide additional information and explanation of the cost elements, and request that GRS actuary also attend the meeting to explain what information was provided and used in the actuarial valuation. Motion Carried Unanimously

Administrator informed the Board that only one Candidacy Declaration Form was received for the general employee representative position to the Board. Therefore, such member shall be declared the elected member and the remaining election procedures are waived.

**MOTION #RHC-23-014**

Motion by Harvey, supported by Wilson, to acknowledge the re-election of Karen Elly as a general representative to the City of Southfield Retiree Health Care Benefits Plan Board of Trustees for the term from April 1, 2023 through March 31, 2029. Motion Carried Unanimously

**LEGAL COUNSEL REPORT**

1. Carlyle Compliance Letter and Recommendation Memo
2. Other matters deemed pertinent

Legal Counsel explained that the purpose of the compliance letter was to provide a legal opinion and comment for the purpose of qualifying the Board's decision to invest in the Carlyle Fund under PA 314 and to provide a general summary of the Carlyle Fund's terms.

**MOTION #RHC-23-015**

Motion by Harvey, supported by Wilson, to receive and file letter from Legal Counsel dated March 13, 2023 Re: Carlyle Tactical Private Credit Fund Compliance with Public Employees Retirement System Investment Act, and memorandum from Graystone Consulting dated February 7, 2023 Re: Carlyle Tactical Private Credit. Motion Carried Unanimously

**INVESTMENT CONSULTANT REPORT**

1. Quarterly Investment Report as of December 31, 2022
2. Goldman Sachs presentation
3. Other matters deemed pertinent

Investment Consultants provided an overview of what transpired in the banking industry last week and indicated that they are still in the process of confirming that the RHC System was not directly impacted by any fund's position and investments.

Investment Consultant presented market commentary for the quarter as well as the quarterly review as of December 31, 2022 to the Board. Total fund performance for the quarter of 5.32% and individual fund performances were reviewed.

**MOTION #RHC-23-016**

Motion by Lowenberg, supported by Miller, to receive and file City of Southfield Retiree Healthcare Quarterly (Investment) Report as of December 31, 2022. Motion Carried Unanimously

Goldman Sachs presented their Goldman Sachs Vintage IX Fund to the Board. They spoke about compelling trends in the secondaries market and reasons why to invest in this market segment, of which they are an established leader. They discussed their track record and fund terms.

**MOTION #RHC-23-017**

Motion by Lowenberg, supported by Harvey, to approve a \$7 mill commitment to Goldman Sachs Vintage IX Fund, subject to legal review. Motion Carried Unanimously

**PUBLIC/TRUSTEE COMMENTS**

Trustees questioned whether they should issue an RFP for custodial services since Comerica is on a watchlist following the banking crisis last week. They will further explore the possibility at the next meeting.

There being no further business to come before the Board, the meeting was adjourned at 5:07 p.m.

Prepared by Megan Battersby, Administrator

Approved by Board Motion on May 16, 2023