

**ATU LOCAL 1596 PENSION FUND
MINUTES OF SPECIAL MEETING
December 6, 2016**

Board Members Present:

Ronald Morgan – Chairman, Union Appointee
Blanche Sherman – Secretary, LYNX Appointee
Bert Francis - LYNX Appointee
Donna Tefertiller – LYNX Appointee (1:15 p.m. arrival)
Frank Luna - Union Appointee
Ismael Rivera – Union Appointee

Others Present:

Scott Baur, Plan Administrator (Resource Centers)
Pedro Herrera, Counsel (Sugarman & Susskind)
Tom Zehnder & Fritz Wermuth (King, Blackwell, Zehnder, & Wermuth)
Lisa Smith, Court Reporter

Agenda Item	Discussion	Decision	Status	Follow-up
1.	Chair Ron Morgan called the meeting to order at 9:14 AM in the Second Floor Board Room at Lynx Central Station, 455 N. Garland Avenue, Orlando, FL 32801. The Trustees reviewed the Agenda for the Meeting.	Bert Francis made a motion to accept the Agenda as presented. Frank Luna seconded the motion, unanimously approved by the Trustees. Mr. Baur noted that the record would reflect a 6-0 vote on the motion with voting parity.	Closed	None
2.	No members of the public had any comment.		Closed	None

3.	<p>The Trustees previously approved the Minutes for the meetings of March 30, 2016; April 15, 2016; June 8, 2016; and July 15, 2016.</p> <p>The Board reviewed the updates to the Minutes for May 19, 2016.</p> <p>The Board reviewed the October 27, 2016 Minutes.</p> <p>The Trustees considered the draft Minutes for the November 18, 2016 Quarterly Meeting and edits suggested by Tom Zehnder.</p>	<p>Mr. Baur provided the Board with clean copies of the previously approved Minutes.</p> <p>Bert Francis made a motion to approve the Minutes for the May 19, 2016 Special Meeting. Blanche Sherman seconded the motion, approved by the Trustees 6-0.</p> <p>Blanche Sherman made a motion to table approval of the October 27, 2016 Minutes to the December 15 Special Meeting. Frank Luna seconded the motion. The Board approved the motion 6-0.</p> <p>Blanche Sherman made a motion to table the November 18, 2016 Minutes pending incorporation of additional comments. Ismael Rivera seconded the motion, approved by the Trustees 6-0.</p> <p>Blanch Sherman reported on the status of the preparation of the Minutes for the Meetings of the Management Trustees on March 29, 2016, June 7, 2016, and August 11, 2016. The Board currently has draft versions, and final versions of the minutes are being prepared.</p>	<p>Open</p> <p>Open</p>	<p>PRC</p> <p>Mgmt. Trustees</p>
4.	<p>Tom Zehnder reviewed the latest version of the memorandum prepared by KBZW of the Records of Board Proceedings identifying all actions by meeting and tracking the progress of the cure process. He stated the Board was now conducting its 7th cure session.</p> <p>Counsel reviewed the proposed Procedure for Notice of Public Meetings (the "Policy"). LYNX agreed to assist with implementation of the Policy.</p> <p>The Policy includes direction to advertise a meeting if necessary as a backup for other measures to post notice of public meetings. Counsel explained the Sunshine Law</p>	<p>Mr. Zehnder reviewed the remaining items for the Board to cure, concluding that the Board could potentially complete the cure process on the meeting previously scheduled for December 15. Mr. Zehnder noted the unique circumstances of this cure effort and the time and dedication shown by the Board in conducting the cure.</p> <p>At the request of the Board, names of specific individuals with assigned responsibilities in the Policy were removed in favor of job titles in recognition of the possibility of turnover at those positions.</p> <p>Fritz Wermuth recommended that the Board</p>	<p>Closed</p>	

	<p>requirement to provide “reasonable notice” of public meetings, the definition of which tends to be fact specific. Fritz Wermuth also discussed best practices for the Meeting Agenda, which does not limit the Board from adding topics for discussion. The Trustees also discussed with counsel the issue of cancellation of meetings and the consensus was that best practice dictates that the Board notify the public of canceled meetings as soon as practicable and as circumstances permit in the same way the Board originally noticed the meeting.</p> <p>The Board considered additional procedures in the unlikely event the Policy requirements cannot be satisfied under the particular circumstances.</p>	<p>defer action on significant or controversial matters added to an Agenda after the Agenda has been publicly posted until the following scheduled meeting, thereby allowing for public input in the process.</p> <p>Bert Francis made a motion to approve the Procedure for Notice of Public Meetings as drafted. Ismael Rivera seconded the motion. The Board further discussed the responsibilities for the various parties to the process. While LYNX volunteered to assist with the implementation, the responsibility for proper notice of meetings ultimately remains with the Board. The Board further considered the roles of the parties as defined in the Plan Document. The Board approved the Policy by a vote of 6-0.</p> <p>Frank Luna made a motion, upon the recommendation of the administrator or any Trustee if the requirements for posting a meeting notice could not be met under the particular circumstances, to authorize the administrator to purchase an advertisement in a newspaper of general circulation in the local service area to provide the public with reasonable notice of the meeting. Ismael Rivera seconded the motion, approved by the Trustees 6-0.</p>		
5a.	<p>The Board considered the banking relationship with BankAtlantic and BB&T. While his office finds the service from BB&T mediocre, Mr. Baur explained that current reserve requirements for public accounts do not typically make such accounts attractive to financial institutions.</p> <p>Tom Zehnder explained that the Board Meeting of August 21, 2012 was a properly noticed meeting, but that the Board approved the minutes for that meeting at an improperly noticed meeting on May 14, 2013. Accordingly, the Trustees reviewed anew the Minutes for</p>	<p>Blanche Sherman made a motion to approve the transition of the local checking account from BankAtlantic to BB&T. Bert Francis seconded the motion, approved by the Trustees 6-0. The Board may consider alternative checking account options in the future.</p> <p>Frank Luna made a motion to approve the Minutes for the Meeting of August 21, 2012, seconded by Bert Francis, and approved by the Trustees 6-0.</p>	Closed	None

	August 21, 2012 and made minor corrections.			
5b.	<p>The Board considered the approval of a \$400.00 expense to produce an online educational video on the provisions of the Plan for members.</p> <p>The Trustees considered the Joint Annuitant for deceased member Paul Helmick. The original matter included a hearing by his beneficiary before the Board. Ron Morgan reviewed the record, noting that Mr. Helmick changed the Joint Annuitant for his pension benefit days before he passed away. Notwithstanding the timing of the change, Mr. Helmick had indicated a desire to change his Joint Annuitant for a period that extended over many years, ultimately leading to a Plan amendment allowing him to make the desired change.</p>	<p>Since the video was never produced nor the expense invoiced, the Trustees determined that no further action was necessary.</p> <p>Mr. Sugarman, counsel for the Board, determined that the Board received a valid Application from the member. The Plan Document allows for the requested change. Finally, the notary attested to the signature of the member on the Application. Based on the advice of legal counsel, the Board therefore originally accepted the change to the Joint Annuitant requested by Mr. Helmick. The Plan has since paid the new Joint Annuitant requested by Mr. Helmick. The Board discussed the difference between a beneficiary designation, a revocable designation by a member to receive any remaining benefits following death, and a joint annuitant, a designated person entitled to a lifetime benefit along with the member.</p> <p>Frank Luna made a motion to accept the Application submitted by Paul Helmick from Judy Helmick to Linda Helmick. Bert Francis seconded the motion, approved by the Trustees by a vote of 4-1/2 to 1-1/2 based on the guidelines for voting parity on a roll call vote with Trustee Donna Teffertiller absent from the room. Trustees Ron Morgan, Ismael Rivera, Bert Francis, and Frank Luna voted for the motion and Trustee Blanche Sherman voted against the motion.</p> <p>Mr. Sugarman previously drafted an order to set forth the decision by the Board following the original hearing. Since the Board made a decision in this case without another hearing, the Board determined that the order was no longer necessary based on the advice of counsel.</p>	Closed	None
5c.1				
5c.2	The Board authorized Mr. Sugarman to seek a	Since the request to seek the most recent	Open	Sugarman

	<p>Determination Letter from the IRS for the Plan. Mr. Sugarman explained that the IRS will no longer issue Determination Letters to public plans in the future. Mr. Sugarman explained the purpose of the IRS Determination Letter, since the Board does not pay income tax on Plan assets and the Plan includes a pick-up feature by the employer allowing the Plan to treat member contributions as pre-tax. The Board first received a Determination Letter in January 2016 after applying in 2011. Mr. Sugarman continues to recommend that the Board seek an updated Determination Letter for the Plan.</p>	<p>Determination Letter, the IRS closed the program except for applications already in process. Mr. Sugarman advised that the requirement to seek a determination letter should be eliminated from the bargaining agreement since the IRS will no long provide such letters routinely. Blanche Sherman made a motion to authorize counsel to apply for the updated Determination Letter and authorize the fee, seconded by Bert Francis, and approved by the Trustees 6-0.</p>		
5d.	<p>The Board considered a Policy for portable electronic devices (tablets) owned by the Board. Mr. Sugarman emphasized that since the devices have an entirely public purpose, all records stored on the devices are subject to public records. He strongly advised against using the devices for any purpose other than the Pension Plan.</p> <p>Mr. Baur explained that his office has limited resources to provide IT support to the Trustees.</p> <p>The Board considered the portfolio monitoring agreement with Robbins Geller. Robbins Geller is the largest firm in the country to monitor the securities in the portfolio for fraud or other class action matters that may affect the market value of holdings. The service does not cost the Board anything, but Robbins Geller may earn a contingency fee if the firm represents the Board in litigation.</p>	<p>The Board originally purchased 5 tablets. Trustees leaving the Board return the devices to the Plan Administrator. Blanche Sherman made a motion to purchase devices for those Trustees who want them, seconded by Frank Luna, and approved by the Board 6-0.</p> <p>Blanche Sherman made a motion to engage Robbins Geller and give the Chair authorization to act on behalf of the Board in securities litigation matters, subject to ratification by the Trustees. Ismael Rivera seconded the motion, approved by the Trustees 6-0.</p>	Closed	None
5e.	<p>The Board considered and approved the Policy for portable electronic devices originally approved at the May 20, 2014 meeting.</p> <p>The Board considered the repayment of member contributions by member Hector Rodriguez. Mr. Rodriguez was terminated by LYNX and later reinstated. Mr. Baur explained that he completed payment of contributions owed to the Plan by accepting a benefit with an offset determined by the actuary.</p>	<p>Blanche Sherman made a motion to approve the previous authorization given to Nick Schiess by the Board to work out a repayment plan for Mr. Rodriguez and verify repayment of the refunded contributions. Ismael Rivera seconded the motion, approved by the Trustees 6-0. The Trustees asked the Administrator to provide details to the Board for a second termination and reinstatement of Mr. Rodriguez.</p>	<p>Closed</p> <p>Open</p>	<p>None</p> <p>PRC</p>

5f.	<p>Donna Tefertiller joined the meeting at about 1:15 p.m..</p> <p>The Board addressed Adel Guerges, a retired member that received an overpayment on a retro amount due to him. Mr. Guerges previously agreed to a repayment of \$60 per month until the Plan recovered the overpayment amount.</p>	<p>Blanche Sherman made a motion to approve the repayment by Adele Guerges. Donna Tefertiller seconded the motion, approved by the Trustees 6-0. The Board noted that Mr. Guerges will make his last repayment on December 1, 2016.</p>	Closed	None
5g.	<p>The Board considered the situation for Mr. Pacheco, a member convicted of a public entity crime overpaid by a small amount on his refund of contributions.</p>	<p>The Board determined that the cost to recover would far exceed the \$237.14 overpayment. Blanche Sherman made a motion not to seek recovery based purely on the circumstances specific to the situation. Ismael Rivera seconded the motion, approved by the Trustees 6-0.</p>	Closed	None
5h.	<p>The Board discussed the repayment options extended to Mr. Corado, since the member already elected an actuarially reduced benefit from \$1,416.58 to \$1,344.81. Blanche Sherman questioned the use of a benefit offset by a member to repay amounts owed to the Plan.</p>	<p>Counsel advised that, while the Plan does not contain specific provisions that address errors in payments, the Board has broad authority to resolve such questions. Frank Luna made a motion to give the repayment options to the member, seconded by Blanche Sherman, and approved by the Trustees 6-0.</p>	Closed	None
5i.	<p>The Board considered whether a member promoted to management should receive a refund of contributions. Jill Hansen, former counsel to the Board, provided a letter dated April 14, 2003 allowing members to leave contributions on deposit with the Plan to earn interest or to rollover contributions to the defined contribution plan offered to management.</p>	<p>In this case, Mr. Deonarine already rolled his contribution balance to the management plan. The Trustees considered whether a member promoted to management might continue to participate in the defined benefit plan. Blanche Sherman made a motion to approve the refund to Mr. Deonarine, noting that Mass Mutual accepted the rollover. Ismael Rivera seconded the motion, approved by the Trustees 6-0.</p> <p>The Board directed the Administrator to place the matter on a future Agenda for further consideration.</p>	Open	Board
5j.	<p>Mr. Lapins originally requested a wi-fi hotspot for internet access to facilitate his responsibilities to the Board. Frank Luna now has the wi-fi hotspot under a contract that ends later in 2017.</p> <p>Mr. Vazquez did not initially respond in a timely manner to a periodic disability verification initiated by the Board.</p>	<p>Blanche Sherman made a motion to approve the portable internet hotspot, seconded by Frank Luna. The Board passed the motion 6-0.</p> <p>Blanche Sherman made a motion to approve the continuation of the benefit to Mr. Vazquez.</p>	Closed	None

	Mr. Rushing was terminated and reinstated. He wanted to verify that he received the correct benefit credits for the two-year period.	Frank Luna seconded the motion, approved by the Trustees 6-0. Blanche Sherman made a motion to approve the recommendation to credit compensation and service to Mr. Rushing. Ismael Rivera seconded the motion, approved by the Trustees 6-0.		
5k.	The Board originally approved to pay for Frank Luna to become a notary. Trustee Luna reported that he is still in process to become a notary. He will submit his related expenses to the Board for reimbursement upon completion of the process. The Board considered the audit engagement letter for the fiscal year 2015 audit, presented by Cherry Bekaert & Holland at the November 18, 2016 meeting.	Blanche Sherman made a motion to approve Frank Luna to become a notary. Ismael Rivera seconded the motion, approved by the Trustees 6-0. Blanche Sherman made a motion to approve the 2015 audit engagement. Ismael Rivera seconded the motion, approved by the Trustees 6-0. The Board requested that the Administrator obtain an engagement letter for the fiscal year 2016 audit.	Closed Open	None PRC
5l.	The Board considered an open invoice for Ellen Shaeffer and whether the Plan should continue to pay for periodic programming to correct / update data. The Board considered the continuation of the disability benefit to Mr. Perez, another member receiving benefits subject to periodic review by the Board.	Ismael Rivera made a motion to table discussion, so as to request that the next retainer proposal include data updates as part of the retainer. Blanche Sherman seconded the motion, which was approved 5-1, with Ronald Morgan voting against. Blanche Sherman made a motion to approve the continuation of the benefit to Mr. Perez. Frank Luna seconded the motion, approved by the Trustees 6-0.	Open Closed	Board None
6.	Frank Wan explained recent changes to money market sweep accounts, since the custodian uses such an account to hold cash for the Plan. Money market accounts that hold anything other than US Treasuries will no longer have a guaranteed stable net asset value of \$1.	Blanche Sherman made a motion to approve the JP Morgan US Treasuries Money Market Fund for all investment accounts held by Amalgamated Bank. Donna Tefertiller seconded the motion, approved by the Trustees 6-0.	Closed	None
7.	The Board previously scheduled the next Special Meeting for December 15, 2016. Bob Sugarman reported that	The Trustees discussed the quarterly meeting schedule for 2017.	Closed	None

	Pedro Herrera will represent his firm at that meeting.			
9.	The Special Meeting adjourned at 3:08 PM.		Closed	None

Respectfully Submitted,

Secretary