

**ATU LOCAL 1596 PENSION FUND
MINUTES OF SPECIAL MEETING
June 27, 2018**

Board Members Present:

Ronald Morgan – Chairman, Union Appointee
 Bert Francis – Secretary, LYNX Appointee
 Brian Anderson – LYNX Appointee
 Maria Carrera – Union Appointee
 Frank Luna – Union Appointee
 Donna Tefertiller – LYNX Appointee

Others Present:

Scott Baur, Plan Administrator (Resource Centers)
 Ron Conrad & Brian Liffick, Auditor (Cherry Bekaert & Holland)
 Jeff Amrose, Actuary (Gabriel Roeder Smith)
 Pedro Herrera, Attorney (Sugarman Susskind) by phone
 Public audience members (sign-in sheet is on file with the Plan Administrator)

Agenda Item	Discussion	Decision	Status	Follow-Up
1.	Chair Ron Morgan called the meeting to order at 2:05 PM in the Second Floor Board Room at Lynx Central Station, 455 N. Garland Avenue, Orlando, FL 32801. A quorum was present.		Closed	None
2.	Public Notice of Meeting: Confirmation was given that the Meeting had been properly noticed to the public.		Closed	None
3.	Chairman's Comments: Chair Ronald Morgan had no comments for the Board.		Closed	None
4.	Public Comments: Opportunity was provided to the audience, but there were no public comments.			
5.	Approval of Agenda: The Board reviewed the Agenda for the Special Meeting, which included the presentation of the October 1, 2017 Valuation; the September 30, 2017 Audited Financial Statement; and a preliminary disability hearing for member Kevin Jones.	Bert Francis objected that the Agenda omitted an item to discuss the alleged delinquent deposit of contributions by LYNX. Ron Morgan stated his position that the arbitration demanded by Frank Luna following the meeting now rendered further discussion moot. Pedro Herrera reviewed the sequence of events at and after the May 22, 2018 quarterly meeting that led to the demand for arbitration. Frank Luna stated his position	Closed	None

		<p>that LYNX failed to respond timely, and his position that the response received by the Board failed to adequately address the issues. Bert Francis stated his concern that the costs to arbitrate the delinquent contributions might exceed the amount of contributions in question. Bert Francis, Donna Tefertiller, and Brian Anderson all stated their position that the Board expected further discussion regarding the deposit of contributions by LYNX as an item on the Special Meeting agenda. Bert Francis reminded the Trustees that action was required by all Trustees to engage attorneys and respond to an arbitration deadline within a week and therefore he stated his position that the topic of deposit of contributions by LYNX has to be discussed now as urgent.</p> <p>Brian Anderson made a motion to put the topic of "LYNX Deposit of Contributions" back on the Special Meeting agenda, seconded by Donna Tefertiller. In discussion, Mr. Baur confirmed that the Board discussed three items for the Special Meeting agenda at the May 22, 2018 quarterly meeting: the September 30, 2017 audit presentation, the October 1, 2017 Valuation, and the deposit of contributions by LYNX. Mr. Baur questioned whether the Board could discuss the deposit of contributions by LYNX with an arbitration now pending. Pedro Herrera clarified that the Board can discuss matters related to the pending arbitration in a public meeting. Pedro Herrera stated that it would be ideal if the Board could resolve the issue.</p> <p>Bert Francis stated his position that the Board should attempt to resolve the issue and thereby save the Plan the cost of arbitration. Brian Anderson restated his motion to add "LYNX Deposit of Contributions" to the Special Meeting Agenda, seconded again by Donna Tefertiller. The motion failed on a 3-3 vote, with Trustees Ron Morgan, Maria Carrera, and Frank Luna voting against the motion.</p>		
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		<p>Brian Anderson stated that if the Trustees will not discuss this important matter that he felt the Board needed to address now, then he did not need to remain at the meeting. Donna Tefertiller agreed. Frank Luna stated his position that the Board could revisit the issue at the next quarterly meeting if necessary. Bert Francis stated his position that it would be too late by the next quarterly meeting because the Trustees have to go through the expense of engaging attorneys and taking action in time for an arbitration deadline next week.</p> <p>The Chair ordered a 15-minute recess. Brian Anderson and Donna Tefertiller departed the meeting.</p>		
6.	<p>Adjournment.</p> <p>Brian Anderson and Donna Tefertiller did not return to the meeting.</p>	<p>In further discussion now in a workshop mode, Pedro Herrera noted that the remaining Trustees could review the draft actuarial valuation report, but they could not vote on it and all discussion would have to occur again at a future meeting, and therefore it may not be efficient to discuss the draft report now. There was no discussion of the draft actuarial report.</p> <p>The Cherry Bekaert & Holland auditor stated that the first draft of the audit report was not circulated because it is not yet ready. He stated that is because the auditors still need additional information. He asked to be advised of the date of the next meeting so that he knows when he should try to have the draft audit report ready.</p> <p>There was no discussion of the pension disability claim submitted by Kevin Jones.</p> <p>Frank Luna suggested that the departure of management trustees constituted a breach of fiduciary by impeding the business on the Special Meeting agenda and he asked Pedro Herrera what the other trustees may or should do. Pedro Herrera did not state any opinion of a finding of a breach of fiduciary duty.</p>	Closed	None

		<p>Pedro Herrera advised that failure by the Board to maintain a quorum at one meeting did not establish a dispute or deadlock according to the terms of the Plan Document.</p> <p>The Chair officially adjourned the Special Meeting at 2:58 PM.</p>		
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Respectfully Submitted,

Bert Francis, Secretary