

**CITY OF PONTIAC MICHIGAN
GENERAL EMPLOYEES' RETIREMENT SYSTEM
BOARD OF TRUSTEES MEETING**

A special meeting of the Board of Trustees was held on Thursday, March 31, 2022 at Bowens Senior Citizens Center, 52 Bagley St, Pontiac, MI 48341. The meeting was called to order at 3:34 P.M.

TRUSTEES PRESENT

Sheldon Albritton, Chair
Darin Carrington, Secretary
Robert Giddings, Vice-Chair
Tim Greimel, Mayor
Lisa King
James Miriani
Walter Moore (electronically) – Lantana, Denton County, Texas
William Parker Jr., City Council
Billie Swazer
James Walker
John White

OTHERS

Matt Henzi, Asher Kelly
David Lee, Dahab Associates
Mizuki Kanno, Executive Assistant
Deborah Munson, Executive Director

AGENDA CHANGES

Miss Munson requested that the agenda be amended to add a resolution for the Board to consider hiring independent counsel.

Chairman Albritton made a motion for the Board to approve to hire an independent counsel to advise on the settlement agreement, the asset transfer, and any other related matters.

Trustee Swazer supported the motion.

Trustee Carrington pointed out that the agenda change has to be approved first. He also asked for the reason why this item is added to the agenda.

Trustee Moore stated that he submitted a request to participate in the meeting according to a recent Michigan Attorney General's opinion and requested to have that taken care of prior to any votes are taken.

Chairman Albritton stated that Mr. Moore's request is part of the agenda which will be taken care of after the agenda change.

Trustee Greimel stated that the Board should vote to allow Trustee Moore to participate before the Board votes on the agenda change.

**CITY OF PONTIAC MICHIGAN
GENERAL EMPLOYEES' RETIREMENT SYSTEM
BOARD OF TRUSTEES MEETING**

RESOLUTION 22-041 By Swazer, Supported by Walker
Resolved, That the Board approves the agenda change.

Yeas: 9 – Nays: 1 (Greimel)

UNFINISHED BUSINESS

RE: Resolution to Approve Trustee Remote Participation

Trustee Carrington asked for clarification from legal counsel for what the Board needs to do to make sure that it is fully in line with the ADA exemption.

Mr. Henzi explained that under a recent Attorney General's opinion, a public board member can ask for a reasonable accommodation to attend a meeting by remote means when a board member has a qualified disability, which is now expanded to include being immunocompromised, and the Board should deliberate to decide whether to grant the request.

Trustee Greimel asked Trustee Moore if he is immunocompromised.

Trustee Moore responded that he is immunocompromised.

Miss Munson referenced the email which Trustee Moore sent last night to formally request the exemption.

Trustee King asked legal counsel if the way Trustee Moore approached the Board to request this accommodation is compliant with the ADA and the AG Opinion.

Mr. Henzi responded it is compliant and that the Board can decide whether to grant the request.

RESOLUTION 22-042 By Greimel, Supported by Carrington

Resolved, That the Board approves to allow Trustee Moore to participate remotely via an ADA exemption to the Open Meetings Act.

Yeas: 9 – Nays: 1 (Swazer)

Trustee Carrington made a motion in connection with the escrow agreement. He stated that part of the reason for scheduling this special meeting today is because a motion was passed yesterday, and he requested to have a motion mirroring exactly what was passed yesterday.

Trustee Greimel supported the motion.

Chairman Albritton stated that he made it clear that the Board would go back to his motion right after the agenda change and taking care of Trustee Moore's request to participate in the meeting.

**CITY OF PONTIAC MICHIGAN
GENERAL EMPLOYEES' RETIREMENT SYSTEM
BOARD OF TRUSTEES MEETING**

Trustee Parker reminded the Board that the Board voted to follow Robert's Rules of Order. He requested to take care of business that the Board is here for.

Chairman Albritton reiterated that he stated at the beginning of the meeting that the Board would go back to his resolution after the agenda change and that that resolution was already on the floor.

Mr. Henzi stated that when a motion is made, it must be seconded, and it is debatable, amendable and requires majority vote referencing Rule 10 on Robert's Rules.

Miss Munson stated that what she wrote down was that Chairman Albritton made a motion regarding hiring independent legal counsel and it was supported by Trustee Swazer. Then the Board needed to go back to approve the agenda change first, which was moved by Trustee Swazer and seconded by Trustee Walker.

There was additional discussion.

Mr. Henzi stated that to undo a motion which was made, seconded, and voted, there has to be a point of order and there was no point order made, therefore once the motion is made and seconded, it belongs to the group meaning yesterday's vote was valid. He stated that his opinion is that under the Open Meetings Act, Board members must be physically present to participate and vote, however under Robert's Rules of Order, the motion made yesterday is valid.

Vice-Chair Giddings stated that there is a motion on the agenda which is different from what was voted on yesterday and that the City is concerned about that motion, then a new motion was presented. He reiterated that GERS has no choice in this because there is the IRS, the settlement agreement, and the City Ordinance. GERS has been left out of so much that went on. It is GERS money all along which other parties have been playing with. He stated that the concern here is if GERS has some input and some awareness of the process that GERS just wants to see what is going on and be part of it.

There was additional discussion.

RESOLUTION 22-043 By Carrington, Supported by Greimel

Resolved, That the Board approves to transfer the assets remaining in GERS to an escrow account established by the City.

ROLL CALL:

Albritton – No	Moore – Yes
Carrington – Yes	Parker – Yes
Giddings – Yes	Swazer – No
Greimel – Yes	Walker – Yes
King – Yes	White – Yes
Miriani – Yes	

RE: Resolution to Approve to Hire Independent Legal Counsel

**CITY OF PONTIAC MICHIGAN
GENERAL EMPLOYEES' RETIREMENT SYSTEM
BOARD OF TRUSTEES MEETING**

Trustee Carrington asked for a reason for now hiring an independent legal counsel.

Chairman Albritton stated that it is to make sure that this Board is protected.

Trustee Greimel stated that he does not see any reason to hire another law firm.

RESOLUTION 22-044 By Albritton, Supported by Swazer

Resolved, That the Board approves to hire an independent counsel to advise on the settlement agreement, transfer of assets, and any other related matters.

ROLL CALL:

Albritton – Yes	Moore – No
Carrington – No	Parker – No
Giddings – No	Swazer – Yes
Greimel – No	Walker – Yes
King – No	White – No
Miriani – No	

RE: Resolution to Direct Plan Professionals

RESOLUTION 22-045 By Walker, Supported by Swazer

Resolved, That the Board directs the Plan's professionals to work with counsel for the City and CPREA to develop an escrow agreement to prudently transfer the assets as quickly as possible, but which protects the assets to the greatest extent.

Yeas: 11 – Nays: 0

SCHEDULING OF NEXT MEETING/ADJOURNMENT

Regular Meeting: Wednesday, April 27, 2022 9:00 a.m.

RESOLUTION 22-046 By Moore, Supported by Walker

Resolved, That the meeting of the Board of Trustees of the Pontiac General Employees' Retirement System be adjourned at 5:01 P.M.

Yeas: 11 – Nays: 0

I certify that the forgoing are the true and correct minutes of the meeting of the General Employees' Retirement System held on March 31, 2022.

As recorded by Mizuki Kanno, reviewed and edited by Legal Counsel and the Executive Director