

February 24, 2015

Police and Fire RHC Trust

Meeting of the Board of Trustees

Greg Trozak		Chairman
Greg Best		Vice Chairman
Al Grant		Recording-Secretary
Floyd Allen	Andy Dillon (O)	John Clark
Tom Sheehan		Shirley Berger

(A) Absent (E) Excused (L) Late (S) Sick (O) Other

The Chairman called the Board Meeting to order at 11:00 a.m.
Roll Call of Officers, Trustees: A quorum present as well as
Board legal representatives M. VanOverbeke and A. Castle.

(O) A. Dillon participation by conference phone call.

The Agenda dated February 24, 2015 was presented.

Motion - by F. Allen, seconded by T. Sheehan to accept the Agenda.

Motion - Carried - Unanimously.

The minutes of meeting held on February 9, 2015 were presented.

Motion - by T. Sheehan, seconded by J. Clark to accept the February 9, 2015 minutes.

Motion - Carried - Unanimously.

Fifth Third Bank statement of Administrative fees presented.

Motion - by T. Sheehan, seconded by F. Allen to authorize payment - invoice #34434498 dated February 12, 2015 for the period 11-1-14 - 1-31-15.

Motion - Carried - Unanimously.

Fifth Third Bank investment allocation summary.

Motion - by J. Clark, seconded by F. Allen to accept the Fifth Third Bank Investment account report dated 1-1-15 - 1-31-15.

Motion - Carried - Unanimously.

Board discussion regarding strategies, cash flow needs and Fund shortfalls.

Motion - by T. Sheehan, seconded G. Best - have legal counsel draft a letter with a request signed by the P&F RHC Chairman to appear at a scheduled Investment Committee Board meeting.

Motion - Carried - Unanimously.

Moved to Legal report dated February 23, 2015 for the February 24, 2015 meeting.

I - Plan Administration & Benefits Related Matters - A. B. C. D. E. F.

A - Gabriel Roeder Smith & Company ("GRS") - Authorization letter to GRS was finalized and executed with an effective date of January 1, 2015

B - Benefits Express - City of Detroit - Retiree Medicare and Stipend Plan enrollment counts was reviewed.

C - Trustee Stipends - Section 8.5 Fees and Expenses. RHC Trust Agreement may be amended at any time in writing by the Board, by a vote of not less than six (6) out of seven (7) voting Board members, or by Court order upon proper motion.

Motion - by A. Grant, seconded G. Trozak - To amend Section 8.5 of the RHC Trust Agreement to include the following language:

Once annually each calendar year, Board members shall have the ability to voluntarily waive, in whole or in part, the right to receive a stipend under this section. The waiver shall be made in writing, shall specify an effective date, and shall clearly indicate the amount or percentage of the stipend that the Board member is voluntarily electing to forego. All waivers shall be irrevocable from the effective date through the end of the applicable calendar year. If the effective date of a waiver is any date other than the first day of the calendar year, the waiver amount is not retroactive and applies only to stipend payments occurring on or after the effective date of the respective waiver.

Any Board member electing to waive his or her right to receive all or part of the stipend provided hereunder shall not be deemed to waive any other rights or responsibilities provided for under this Trust Agreement and applicable state or federal law.

Motion – Failed – 3 - Yes (Best, Grant and Trozak) 4 - No (Allen, Clark, Dillon and Sheehan)

Motion - by T. Sheehan, seconded J. Clark – To rescind (void) a prior Motion, approved at the January 30, 2015 (Special Meeting), suspending payment of Trustee stipends under Section 8.5 of the RHC Trust Agreement pending proposed amendments to Section 8.5 from General Counsel.

Motion – Carried – 4 - Yes (Allen, Clark, Dillon and Sheehan) 3 - No (Best, Grant and Trozak)

D - Trustee Removal – The RHC Trust Agreement specifies the composition and make-up of the Board, it does not address the ability of the Board to remove one or more of its individual members.

Motion - by F. Allen, seconded G. Best – Legal counsel shall research and provide at least three (3) options to remove a member of the board

Motion – Carried – Unanimously.

E – Retiree Stipends. – Reviewed a draft communication regarding Direct payment or reimbursement account “HRA” established with Flex Plan.

F – Assignment of Insurance Agreements. – General Counsel participated in a conference call with Elena Kapian of Jones Day regarding the assignment of the City’s Group Health Plan Agreements.

Unfinished Business - Retiree Health Care Trustee meeting location

Motion - by J. Clark, seconded by F. Allen to accept Resolution No 01-15 moving the RHC Trustee meetings to the office of VanOverbeke Michaud & Timmony, P.C. located on 79 Alfred Street, Detroit, MI.

Motion – Carried – Unanimously.

Our next Board meeting date and time will be on **Monday**, March 2, 2015 at **9:30 a.m.**

Motion - by F. Allen, seconded G. Best to adjourn the meeting.

Motion – Carried – Unanimously at 12:55 p.m.

Recording-Secretary

Al Grant