



FIREFIGHTERS' PENSION INVESTMENT FUND

1919 S. HIGHLAND AVE • BUILDING A, SUITE 237 • LOMBARD, IL 60148

Firefighters' Pension Investment Fund
Board of Trustees

MEETING MINUTES

Friday, April 29, 2022
9:00 a.m.

Videoconference:

<https://us02web.zoom.us/j/87454168180?pwd=NXc4VUZPR0YvczE3NURLWVBNMjRhZz09>

Meeting ID: 874 5416 8180

Password: 380307

Audio Only:

Dial In: 1 (312) 626 6799

Meeting ID: 847 5416 8180

In-Person Meeting Location

1919 S. Highland Avenue
Building A, Suite 237
Lombard, IL 60148

I. Call to Order

Chairman Sullivan called the meeting to order at 9:00 a.m. and noted that in accordance Section 7(e) of the Illinois Open Meetings Act and guidance issued by the Illinois Attorney General's Office, the meeting was conducted in person as well as via teleconference and videoconference, and that to facilitate public comments, written submission of public comments would be accepted by e-mail, and any such submitted comments would be addressed later in the meeting.

II. Taking of the Roll

At the request of Chairman Sullivan, Mitch Holzrichter from Mayer Brown took the roll of Trustees in attendance. Chairman Chuck Sullivan, Vice Chairman Cole, Trustees George Schick, Matthew Kink, Kevin Bramwell, Herb Roach, Gregory Knoll, Tom Dailly and John Perry were present, there were no absences.

Also present: Executive Director William Atwood, COO Steve Zahn, CFO David Zaloga, Portfolio Officer Mitchell Green and Member Services Officer Robina Amato, FPIF Staff; Mitch Holzrichter, Mayer Brown, LLP; Mike Piotrowski, Marquette Associates

III. Approval of the February 25, 2022 Meeting Minutes

The Board reviewed the February 25, 2022 regular meeting minutes. A motion was made by Vice Chair Cole and seconded by Trustee Schick to approve the February 25, 2022 meeting minutes as written. Motion carried by roll call vote.

AYES: Trustees Bramwell, Dailly, Kink, Knoll, Perry, Roach, Schick, Vice Chairman Cole and Chairman Sullivan
NAYS: None
ABSENT: None

IV. Report of the Executive Director

Director Atwood updated the Board on the status of the IFA loan repayment. FPIF was able to borrow up to \$7.5 million dollars from the IFA to cover the operating costs of FPIF through the June 30, 2022 transition period. The expected balance of the loan at the end of the transition period is estimated to be \$4.92 million. Director Atwood reviewed prudent options and timing for paying off the loan and current market conditions. Director Atwood recommended this be further reviewed and discussed during the June Investments and Operations Committee meeting.

V. Report of the Audit & Compliance Committee

Trustee Kink presented a summary of the Audit and Compliance Committee meetings held on April 25, 2022 and April 28, 2022 to hear presentations from both Plante Moran and Sikich in response to the current RFP for audit services. Trustee Kink also reviewed the Memorandum of Understanding between FPIF and the Illinois Department of Insurance regarding the actuarial valuations to be distributed to participating pension funds after the conclusion of the transition period and the preliminary budget presented to the Committee. A motion was made by Trustee Knoll and seconded by Trustee Perry to accept the report of the FPIF Audit and Compliance Committee. Motion carried by roll call vote.

AYES: Trustees Bramwell, Dailly, Kink, Knoll, Perry, Roach, Schick, Vice Chairman Cole and Chairman Sullivan
NAYS: None
ABSENT: None

Resolution 2022-03 – Approval of Actuarial Statement Template: Trustee Kink presented the draft actuarial statement template prepared by Foster & Foster. A motion was made by Trustee Knoll and seconded by Trustee Perry to adopt Resolution 2022-03 – Approval of Actuarial Statement Template. Motion carried by roll call vote.

AYES: Trustees Bramwell, Dailly, Kink, Knoll, Perry, Roach, Schick, Vice Chairman Cole and Chairman Sullivan
NAYS: None
ABSENT: None

Resolution 2022-04 – Approval of Department of Insurance Memorandum of Understanding: Trustee Kink presented Resolution 2022-04 – Approval of Department of Insurance Memorandum of Understanding and the MOU for execution by FPIF. A motion was made by Trustee Knoll and seconded by Trustee Dailly to adopt Resolution 2022-04 Approval of Memorandum of Understanding. Motion carried by roll call vote.

AYES: Trustees Bramwell, Dailly, Kink, Knoll, Perry, Roach, Schick, Vice Chairman Cole and Chairman Sullivan
NAYS: None
ABSENT: None

Resolution 2022-05 – Approval of Fiscal Year 2022 and Transition Period Auditor: Trustee Kink noted the staff recommendation presented within the meeting materials to retain Sikich as the auditor for the FY22 and transition period audit. A motion was made by Trustee Schick and seconded by Trustee Knoll to adopt Resolution 2022-05 – Approval of a Fiscal Year 2022 and Transition Period Auditor. Motion carried by roll call vote.

AYES: Trustees Bramwell, Dailly, Kink, Knoll, Perry, Roach, Schick, Vice Chairman Cole and Chairman Sullivan
NAYS: None
ABSENT: None

Resolution 2022-06 – Approval of Fiscal Year 2022 Budget Amendment for Audit Consulting Services: The Board reviewed the amendment to current Ernst and Young Statement of Work. A motion was made by Trustee Bramwell and seconded by Trustee Perry to adopt Resolution 2022-06 Adopting Fiscal Year 2022 Budget Amendment. Motion carried by roll call vote.

AYES: Trustees Bramwell, Dailly, Kink, Knoll, Perry, Roach, Schick, Vice Chairman Cole and Chairman Sullivan
NAYS: None
ABSENT: None

VI. Report of the Elections Committee

Trustee Schick presented a summary of the Elections Committee meeting held on April 19, 2022 that included a presentation from Survey and Ballot Systems as the FPIF election vendor, a recommendation from FPIF staff on the election vendor and review of the draft election materials.

Resolution 2022-07 – Approval of Election Vendor: The Board reviewed the Staff recommendation and resolution approving the retention of Survey and Ballot Systems as the FPIF election vendor. A motion was made by Vice Chair Cole and seconded by Trustee Perry to amend Resolution 2022-07 – Approval of Election Vendor to allow the Executive Director to negotiate and upon consultation and approval by the Elections Committee to execute a contract with the election vendor. Motion carried by roll call vote.

AYES: Trustees Bramwell, Dailly, Kink, Knoll, Perry, Roach, Schick, Vice Chairman Cole and Chairman Sullivan
NAYS: None
ABSENT: None

VII. Report of the Investments and Operations Committee

Trustee Bramwell provided a summary of the Investments and Operations Committee meeting held on April 13, 2022 including a presentation on geopolitical affairs, a market update from Portfolio Office Mitchell Green, status update to the fixed income manager RFP, a

performance report from Marquette Associates and a recommendation from FPIF Staff for an amended office lease.

Resolution 2022-08 – Approval of Amended Office Lease Terms: Director Atwood proposed an amended office lease to the Committee that will allow for an expansion of the current conference room to be more sufficient for in person meetings. A motion was made by Trustee Dailly and seconded by Trustee Perry to adopt Resolution 2022-08 – Approval of Amended Office Lease Terms. Motion carried by roll call vote.

AYES: Trustees Bramwell, Dailly, Kink, Knoll, Perry, Roach, Schick, Vice Chairman Cole and Chairman Sullivan

NAYS: None

ABSENT: None

VIII. Resolution 2022-09 – Approval of Settlement with PNC Bank

Director Atwood informed the Board that FPIF was made aware by PNC bank of an over delivery of import/export bonds during the transition of assets from the Naperville Firefighters' Pension Fund to the FPIF. Both FPIF staff, FPIF legal counsel, PNC and PNC legal counsel worked collectively reach a settlement agreement to correct the issue as presented in Resolution 2022-09. A motion was made by Trustee Bramwell and seconded by Trustee Kink to adopt Resolution 2022-09 – Approval of Settlement with PNC Bank. Motion carried by roll call vote.

AYES: Trustees Bramwell, Dailly, Kink, Knoll, Perry, Roach, Schick, Vice Chairman Cole and Chairman Sullivan

NAYS: None

ABSENT: None

IX. Investment Report

Portfolio Officer – Mr. Green provided a market update with details to global supply chain, inflation, rising interest rates and additional geopolitical affairs.

Marquette Associates – Quarterly Performance Report – Mr. Piotrowski presented the February 28, 2022 monthly performance report to the Board. As of February 28, 2022, the FPIF's assets were invested in: 30.1% fixed income, 64.1% equities, and 5.2% real estate. The total market value as of February 28, 2022 was \$6,802,426,976 with a one-month return of -1.9% versus the policy benchmark of -1.9%.

X. Status Update – FPIF Asset Transition

Director Atwood apprised the Board that as of today's date 259 of the 296 Article 4 funds have transition assets into the FPIF portfolio. There remains a May and June tranche that are expected to transition the remaining 37 funds.

Trustee Roach left the meeting at 10:18 a.m.

XI. Closed Session

Attorney Holzrichter noted that the agenda references entering into closed session pursuant to 5 ILCS 120/2(c)(5) to discuss an amendment to the office lease and at this time the Board has already taken action on this item in open session.

A motion was made by Trustee Schick and seconded by Trustee Knoll to enter closed session at 10:28 a.m. pursuant to 5 ILCS 120/2(c)(11) to discuss pending litigation and 5 ILCS 120/2(c)(21) to review closed session meeting minutes. Motion carried by roll call vote.

AYES: Trustees Bramwell, Dailly, Kink, Knoll, Perry, Schick, Vice Chairman Cole and Chairman Sullivan

NAYS: None

ABSENT: Trustee Roach

A motion was made by Trustee Dailly and seconded by Trustee Perry to reconvene open session at 10:37 a.m. Motion carried by roll call vote.

AYES: Trustees Bramwell, Dailly, Kink, Knoll, Perry, Schick, Vice Chairman Cole and Chairman Sullivan

NAYS: None

ABSENT: Trustee Roach

Attorney Holzrichter noted for the Public the Board reviewed and approved the closed session meeting minutes of October 15, 2021. The Board also approved the following closed session meeting minutes to be made available to the Public with verbatim recordings continuing to be confidential: July 27, 2020; March 19, 2021; April 16, 2021; June 18, 2021; August 20, 2021 and October 15, 2021.

XII. Approval to Dispose of Meeting Recordings for Which Minutes Have Been Approved

The Board noted that as advised by counsel, the Board may approve the disposal of verbatim recordings for meetings that are dated 18 months or older for which transcribed minutes have been approved. A motion was made by Vice Chair Cole and seconded by Trustee Schick to approve the disposal of verbatim recordings for the closed session meetings held on February 12, 2020; February 28, 2020 and July 27, 2020 as well as the open meetings held on January 31, 2020; February 12, 2020; February 28, 2020; March 30, 2020; April 20, 2020; May 15, 2020; June 1, 2020; June 22, 2020, July 27, 2020; August 31, 2020 and October 27, 2020. Motion carried by roll call vote.

AYES: Trustees Bramwell, Dailly, Kink, Knoll, Perry, Schick, Vice Chairman Cole and Chairman Sullivan

NAYS: None

ABSENT: Trustee Roach

XIII. Other Business

There was no other business to come before the Board.

XIV. Public Comment

There was no public comment.

XV. Adjournment

A motion was made by Trustee Bramwell and seconded by Trustee Kink to adjourn the meeting at 10:42 a.m. Motion carried by roll call vote.

AYES: Trustees Bramwell, Dailly, Kink, Knoll, Perry, Schick, Vice Chairman Cole and Chairman Sullivan

NAYS: None

ABSENT: Trustee Roach