



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, December 16, 2022  
9:00 a.m.

**Videoconference:**

<https://us02web.zoom.us/j/87454168180?pwd=NXc4VUZPR0YvczE3NIRLWVBNMjRhZz09>

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**

Chairperson 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 Chairperson Sullivan, Heather Weiner from Mayer Brown took the roll of Trustees in attendance. Chairperson Chuck Sullivan, Vice Chairperson Cole, Trustees George Schick, Kevin Bramwell, Herb Roach, Gregory Knoll, Tom Dailly and John Perry were present, Trustee Kink was absent.

*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 and Heather Weiner, Mayer Brown; Brian LeFevre, Sikich; Gilbert Andrew Garcia, Ruby Munoz Dang and Jeffrey Detwiler, Garcia Hamilton & Associates; Andrew Hofer, Jeff Schoenfeld and Linda Demiraj, Brown Brothers Harriman; Mike Terzich, Mathew Cook, Laura Rodgers and Cathy Cao, Northern Trust Transition Management; Doug Oest and Mike Piotrowski, Marquette Associates

**III. Approval of the August 26, 2022 Meeting Minutes**

The Board reviewed the August 26, 2022 regular meeting minutes. A motion was made by Trustee Schick and seconded by Trustee Bramwell to approve the August 26, 2022 regular meeting minutes as written. Motion carried by roll call vote.

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

**IV. Approval of the December 8, 2022 Election Panel Meeting Minutes**

The Board reviewed the draft of the December 8, 2022 regular meeting minutes. A motion was made by Vice Chair Cole and seconded by Trustee Schick to approve the draft minutes of the December 8, 2022 regular meeting minutes of the Election Panel as written. Motion carried by roll call vote.

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

**V. Report of the Executive Director**

*Report on the Statutory Transition Period:* Director Atwood presented a report on the statutory transition period to the Board. The report presents and memorializes the complete timeline of the transition of investment assets from the passing of PA 101-0640 through the final tranche to consolidate investment assets of article 4 pension funds. A copy of this report will be available on the FPIF website and is being distributed extensively among participating pension funds.

**VI. Report of the Audit and Compliance Committee**

Trustee Kink provided an update to the Board regarding the October 27, 2022, November 30, 2022 and December 15, 2022 Audit and Compliance Committee Meetings. The Audit and Compliance Committee approved June, July, August and September 2022 Financial statements, reviewed FY22 final budget reallocations, FY23 budget adjustments, heard a presentation from Sikich on the final FY22 financial and statutory transition audits and received a recommendation on Article 4 audit providers. A motion was made by Trustee Roach and seconded by Trustee Perry to accept the report of the Audit & Compliance Committee. Motion carried by roll call vote.

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

*Resolution 2022-26 – Approval of Revisions to FY22 Budget:* The Board reviewed the FY22 final budget revisions as presented by the Audit and Compliance Committee. A motion was made by Trustee Knoll and seconded by Trustee Dailly to adopt Resolution 2022-26 as presented. Motion carried by roll call vote.

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

*Resolution 2022-27 – Approval of the FY22 Audit:* Brian LeFevre with Sikich presented the FY22 financial audit to the Board. Mr. LeFevre apprised the Board FPIF has received an unmodified opinion and presented key aspects of the audit including the MD&A, statistical, member fund, and investment sections. A motion was made by Trustee Schick and seconded by Vice Chair Cole to approve and adopt Resolution 2022-27 – Approval of the FY22 Audit. Motion carried by roll call vote.

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

*Resolution 2022-28 – Approval of the Transition Audit:* The Board reviewed the resolution to approve the statutorily required Transition Audit as presented by Sikich, LLP. A motion was made by Trustee Dailly and seconded by Trustee Bramwell to adopt Resolution 2022-28 – Approval of the Transition Audit as presented. Motion carried by roll call vote.

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

*Resolution 2022-29 – Approval of Revision to FY23 Budget:* The Board reviewed Resolution 2022-29 – Approval of Revisions to FY23 Budget as presented in the report of the Audit & Compliance Committee. A motion was made by Trustee Knoll and seconded by Trustee Bramwell to adopt Resolution 2022-29 – Approval of Revisions to FY23 Budget as presented. Motion carried by roll call vote.

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

*Resolution 2022-30 – Selection of Article 4 Audit Providers:* The Board reviewed Resolution 2022-30 – Selection of Article 4 Audit Providers; RSM US, LLP and KEB, LLP. A motion was made by Trustee Roach and seconded by Trustee Perry to adopt Resolution 2022-30 – Selection of Article 4 Audit Providers as discussed. Motion carried by roll call vote.

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

## **VII. Report of the Investments and Operations Committee**

Trustee Bramwell noted the Investments and Operations Committee met on October 27, November 30, 2022 and December 9, 2022. During those meetings the Committee received a monthly performance report from Marquette Associates, a recommendation on the fixed income RFP, a recommendation for external legal services and future updates to job descriptions.

*Gilbert Garcia, Ruby Dang and Jeff Detwiler joined the meeting at 9:31 a.m.*

*Resolution 2022-31 – Selection of Core Fixed Income Manager:* The Board heard a presentation from Garcia Hamilton & Associates regarding the firm’s background, investment style and performance. A motion was made by Trustee Knoll and seconded by Trustee Roach to adopt Resolution 2022-31 – Selection of Core Fixed Income Manager. Motion carried by roll call vote.

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

*Gilbert Garcia, Ruby Dang and Jeff Detwiler left the meeting at 9:52 a.m.*

*Andrew Hofer, Jeff Schoenfeld and Linda Demiraj joined the meeting at 9:58 a.m.*

*Resolution 2022-32 – Selection of Core Plus Fixed Income Manager:* The Board heard a presentation from Brown Brothers Harriman (BBH) on the Core Plus Fixed Income strategy. BBH reviewed the firm’s history in Illinois, investment management strategy, performance gross and net of fees, portfolio characteristics and investment process. A motion was made by Trustee Roach and seconded by Trustee Bramwell to adopt Resolution 2022-32 – Selection of Core Plus Fixed Income Manager. Motion carried by roll call vote.

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

NAYS: Trustee Schick

ABSENT: None

*Andrew Hofer, Jeff Schoenfeld and Linda Demiraj left the meeting at 10:24 a.m.*

*Resolution 2022-33 – Selection of External Legal Counsel:* The Board reviewed Resolution 2022-33 Approving the Selection of External Legal Counsel. A memorandum from COO Steve Zahn was presented reviewing the RFP process and recommended firms. A motion was made by Trustee Bramwell and seconded by Trustee Dailly to adopt Resolution 2022-33 – Selection of External Legal Counsel recommending that FPIF retain Burke Burns & Pinelli, Ltd, Mayer Brown LLP and Robinson Bradshaw as external legal counsel. Motion carried by roll call vote.

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

NAYS: None

ABSENT: None

#### **VIII. Report of the Election Panel Clerk**

Mr. Zahn reviewed the 2022 FPIF Trustee Election process and read the election results as follows into the record. For the Executive Trustee 4-year term Douglas Krieger, City Manager – Naperville, received 112 votes and John Perry, Treasurer – Lisle Woodridge FPD, received 64 votes resulting in Douglas Krieger being elected to the FPIF Board of Trustees.

For the Participant Trustee 4-year term Jason Skilondz, Active-Duty Firefighter – Wheaton, received 945 votes and Steven Burnell, Active-Duty Firefighter – Lincolnshire Riverwoods FPD, received 598 votes resulting in Jason Skilondz being elected to the FPIF Board of Trustees.

Trustee Greg Knoll ran unopposed for the Beneficiary Trustee position and has been re-elected via acclamation.

*Mike Terzich, Mathew Cook, Laura Rodgers and Cathy Cao joined the meeting at 10:40 a.m.*

#### **IX. Presentation by Northern Trust Transition Management**

Mike Terzich, Mathew Cook, Laura Rodgers and Cathy Cao from Northern Trust (NT) Transition Management presented on the transition management process that took place throughout the 10 consolidation tranches from October 2021 through July 2022. Mr. Terzich reviewed the 24/6 global coverage provided by the NT Team, platform overview, transition strategy, and post-trade summaries for each tranche.

*Mike Terzich, Mathew Cook, Laura Rodgers and Cathy Cao left the meeting at 11:03 a.m.*

**X. Investment Report**

*Portfolio Officer* – Mr. Green provided a market overview to the Board and presented a benchmark summary of the FPIF portfolio against the performance of article 4 pension funds. Mr. Green reviewed the custom benchmarks calculated for category 1, 2, 3 and 4 pension funds and measured the FPIF performance against each. Since October 31, 2021, the FPIF portfolio has outperformed a more conservative 60/40 portfolio by 181 basis points and outperformed a more aggressive 70/30 portfolio by 226 basis points. Lastly, Mr. Green advised the Board that Staff intended to issue an RFP for a non-discretionary alternatives investment consultant as well as for approximately three discretionary advisors to assist with private market manager selection. The mandates for the advisors will span across private equity, private debt, and real assets.

*Marquette Associates – Quarterly Performance Report* – Mr. Oest presented the September 30, 2022 quarterly performance report for the Board. As of September 30, 2022, the FPIF’s assets were invested in: 31.4% fixed income, 62.2% equities, and 5.3% real estate. The total market value as of September 30, 2022 was \$6,714,109,915 with a three-month return of -5.7% versus the policy benchmark of -5.8%.

**XI. 2023 Board Meeting Schedule**

The Board reviewed the proposed 2023 Board meeting schedule as January 6, 2023; February 24, 2023; May 26, 2023; August 25, 2023 and December 1, 2023 at 9:00 a.m. A motion was made by Vice Chair Cole and seconded by Trustee Schick to approve the 2023 Board meeting schedule as presented. Motion carried by roll call vote.

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

NAYS: None

ABSENT: None

**XII. Closed Session**

Attorney Holzrichter informed the Board and members of the Public there was no need to enter closed session according to 5 ILCS 120/2(c)(11) to discuss pending litigation. Attorney Holzrichter informed the Board that oral arguments have been requested and the Board is awaiting a panel assignment to hear oral arguments.

A motion was made by Trustee Dailly and seconded by Trustee Bramwell to enter closed session at 11:24 a.m. pursuant to 5 ILCS 120/2(2)(21) to review closed session meeting minutes. Motion carried by roll call vote.

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

NAYS: None

ABSENT: None

The Board reconvened open session 11:34 a.m. Attorney Weiner took the roll to establish a quorum was present.

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

NAYS: None

ABSENT: None

Attorney Holzrichter noted the Board approved the closed session meeting minutes of the April 29, 2022; May 27, 2022 and June 17, 2022 meetings. The Board also conducted its semi-annual review of closed session meetings minutes and determined the aforementioned closed session meeting minutes may also be

released for public inspection but that the audio recordings be retained due to ongoing litigation that was the subject of the closed sessions.

The Board approved the destruction of the audio recordings for closed sessions held on February 19, 2021, March 19, 2021 and April 16, 2021. The minutes of these closed sessions have previously been approved and released for public inspection.

**XIII. Other Business**

Chairperson Sullivan informed the Board and members of the Public that this meeting serves as the last meeting for Trustee Schick and Trustee Perry. Chairperson Sullivan presented both Trustees with a plaque of recognition for their dedicated service to the FPIF Board of Trustees.

The Board noted the next regular meeting of the FPIF Board of Trustees will be held Friday, January 6, 2022 at 9:00 a.m.

**XIV. Public Comment**

There was no public comment.

**XV. Adjournment**

A motion was made by Trustee Schick and seconded by Trustee Perry to adjourn the meeting at 11:42a.m. Motion carried by roll call vote.

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

NAYS: None

ABSENT: None