

**POMPANO BEACH POLICE & FIREFIGHTERS' RETIREMENT SYSTEM**

**50 NE 26<sup>TH</sup> AVENUE  
SUITE 302  
POMPANO BEACH, FLORIDA**

**BOARD OF TRUSTEES MINUTES  
REGULAR MEETING  
JULY 15, 2024**

The Board of Trustees convened at the Pompano Beach Police and Firefighters' Pension Office, Pompano Beach, Florida. The Chairman called the meeting to order at 3:00 PM.

**PRESENT:** Chairman Paul O'Connell  
Vice-Chairman David Hall  
Trustee Daniel Christophers  
Trustee Richard Cupo  
Trustee Vincent Femia  
Trustee Patrick Hanrahan  
Trustee Peter McGinnis (Arrived 3:08 PM)  
Trustee Jorge Rossi

**ABSENT:** Trustee Sharra Aaronian

**ALSO PRESENT:** Gregg Rossman, Board Attorney  
Mike Spano, Board Attorney (via Zoom)  
Debra Tocarchick, Executive Director  
Maureen Femia, Deputy Director  
Doug Borths, Wolf Popper  
Joshua Ruthizer, Wolf Popper

**AUDIENCE TO BE HEARD**

None

**CONSENT AGENDA ITEMS**

- a) Approval of Agenda of Regular Board Meeting on July 15, 2024
- b) Approval of Minutes of Professional Advisors' Review Committee Meeting on June 17, 2024
- c) Approval of Minutes of Regular Board Meeting on June 17, 2024
- d) Approval of Application for Survivor Benefits from Deanna Skuda, Beneficiary of Dane Skuda
- e) Ratification and Approval of Warrant Log
- f) Variable COLA Letter from Nyhart (informational)

The Chairman then asked if any Trustee wished to move an item from the consent agenda to the regular agenda for separate consideration. Seeing none, the Chairman called for a motion.

**MOTION:** To ratify and approve the consent agenda items as presented.  
**PASSED 7-0.**

O'Connell				X	
Hall				X	
Christophers	X		X	X	
Cupo				X	
Femia				X	
Hanrahan				X	
Rossi				X	

<b>M O T I O N</b>	<b>S E C O N D</b>	<b>V O T E D Y E S</b>	<b>V O T E D N O</b>
--	--	--	--

Board of Trustees Minutes Page Two	July 15, 2024	TRUSTEES	M	S	Y	N
<p><u>PRESENTATION RE SECURITIES MONITORING SERVICES BY WOLF POPPER</u></p>						
<p>Doug Borths and Joshua Ruthizer were in attendance on behalf of Wolf Popper, a securities monitoring firm. Mr. Borths provided a brief overview of the firm and the services they provide. Wolf Popper was established in 1948, one of the oldest securities monitoring firms in the country working with institutions within this space. The firm offers a no out-of-pocket cost service. Currently, the Plan has five securities monitoring firms so Wolf Popper can serve as a fiduciary, and by extension, complement the other firms in place. The firm works with over two dozen clients across the state of Florida along with many other pension funds around the country.</p>						
<p>The presentation was turned over to Mr. Ruthizer who further discussed the firm and how it proposes to add value in protecting pension investments. The firm was founded on the principle of doing things that are good for society, and out of that concept, the class action grew. Mr. Ruthizer discussed the day-to-day monitoring by the team noting that the firm's business model is not based on high volume but rather a small number of cases with strong merit. Monthly reports are sent to clients listing all the federal securities cases that adversely impact their Funds' investments and an estimate of out-of-pocket losses during the class period. The firm will make a recommendation to the Board on whether to pursue lead plaintiff status based on the merits of a case or the significance of the loss. The nuances of a case the firm deems worthy of pursuing are reviewed with the Board's legal counsel first before being brought to the Board in an effort to save time and money for all parties involved. Mr. Ruthizer emphasized the firm's goals and detailed orientation of investigating claims. The firm does not always find it in the best interest of its clients to participate and will make sure they are aware of all the details before making their decision. Mr. Ruthizer discussed a recent class action case in Florida where Wolf Popper was hired as legal representation by two clients with lesser losses but noted it's not always about being the largest loss as the lead plaintiff but rather the ability to expand the potential recovery for others.</p>						
<p>The floor was opened for discussion and the Trustees asked why the Plan needs another securities monitoring firm. Mr. Borths pointed out the strengths of their firm, noting on average their settlements are 36% larger than the national average. Additionally, the motions to dismiss their cases are granted less than 10% of the time compared to the national average of 54%. Not only do they have a high success rate but they also work in tandem with many of the firms currently in place. There is no risk or cost to having multiple firms since they can complement each other's strengths. Wolf Popper is unique in that they are a smaller firm; and the detail-oriented nature of the team produces higher results.</p>						
<p>Further discussion ensued regarding negotiation of fees, expenses and settlement recoveries for the Plan. In the past, the Plan has received very minimal recovery amounts in cases in which they participated compared to the fees received by the attorneys. As a result, the Board would like the</p>						

Board of Trustees Minutes Page Three	July 15, 2024	TRUSTEES	M	S	Y	N
<p>ability to negotiate the fees to allow for more of the settlement to be allocated back to the class. Mr. Ruthizer and Mr. Borths understood the frustration of the Board and assured them they do have a voice in the fee structure. Additionally, the Fund can be reimbursed for costs and expenses although it is not guaranteed the courts will approve. At the conclusion of the presentation, Mr. Ruthizer and Mr. Borths thanked the Board for the opportunity to meet and departed the meeting.</p> <p>The Trustees reviewed the current line-up of five securities monitoring firms. The Trustees mutually agreed to add Wolf Popper to the top three firms the Board has done the most work with over the years, Saxena White, Robbins Geller Rudman &amp; Dowd and Grant &amp; Eisenhofer; and to eliminate Berstein, Litowitz, Berger and Grossman and Labaton Sucharow.</p> <p><b>MOTION:</b> To retain Wolf Popper as one of the Plan's securities monitoring firms, and to eliminate Berstein, Litowitz, Berger and Grossman, and Labaton Sucharow, as recommended by Rossman Legal; and to authorize the Chairman to execute a Portfolio Monitoring Agreement subject to review and approval as to form and content by Rossman Legal. PASSED 8-0.</p>						
<p><u>GREGG ROSSMAN LEGAL REPORT</u></p>						
<p>Mr. Rossman reported on the status of the Investment Management Agreement with Eagle Capital Management which is pending adoption of the revised Investment Policy Statement at today's meeting. Once the IPS is approved and signed, Mr. Rossman will provide it to Eagle Capital as Exhibit B of the agreement and submit it for execution.</p>						
<p><b>MOTION:</b> To approve the Investment Management Agreement by and between the PBPFRS and Eagle Capital Management, LLC; as reviewed by Rossman Legal and recommended by Southeastern Advisory Services; and to authorize the Chairman to execute same. PASSED 8-0.</p>	<p>O'Connell Hall Christophers Cupo Femia Hanrahan McGinnis Rossi</p>	<p>X</p>	<p>X</p>	<p>X X X X X X X X</p>	<p>X X X X X X X X</p>	
<p>Mr. Rossman reported on the status of the Nyhart Agreement for Actuarial Services which is still under review. The original contract dates back to 2012 when Nyhart was originally hired and incorporates amendments that have been added over the years. Nyhart has since been bought by a parent company who prefers to use their own contract form.</p> <p>Mr. Rossman is still working with Nyhart's legal department to come to a mutually agreeable version. The Board agreed to approve the contract so it can be executed when available.</p>						

Board of Trustees Minutes Page Four	July 15, 2024	TRUSTEES	M	S	Y	N
<p><b>MOTION:</b> To approve the Actuarial Services Agreement by and between the PBFRS and Nyhart; as reviewed by Rossman Legal and recommended by the Professional Advisors' Review Committee; and to authorize the Chairman to execute same. PASSED 8-0.</p>					<p>X X X X X X X</p>	
<u>ADMINISTRATIVE AND MISCELLANEOUS ISSUES</u>						
<p>Mr. Swanson submitted a memorandum to the Board outlining the proposed changes to the Investment Policy Statement. The changes will satisfy requests from Eagle and Martin Currie to allow additional flexibility around holding 10% of any one security as opposed to the current 5% limit. Additionally, the investment managers' names and structure of each portfolio where custody is held is updated.</p>						
<p><b>MOTION:</b> To approve the revised Investment Policy Statement effective 31 days after the policy change is communicated to the Plan Sponsor, the actuary and the Division of Retirement, as reviewed by Rossman Legal and recommended by Southeastern Advisory Services, Inc. PASSED 8-0.</p>			<p>X</p>	<p>X</p>	<p>X X X X X X X</p>	
<p>The Executive Director submitted the renewal quote for the fiduciary liability policy.</p>						
<p><b>MOTION:</b> To approve the renewal of the fiduciary liability policy at a cost of \$58,300.00 for the period of August 8, 2024 to August 8, 2025, with the policy's limit of liability and retention rate to remain at \$5 million and \$75,000, respectively. PASSED 8-0.</p>			<p>X</p>	<p>X</p>	<p>X X X X X X X</p>	
<u>COMMITTEE REPORTS</u>						
<p>No Committee Reports were rendered.</p>						
<u>CHAIRMAN'S REPORT</u>						
<p>Chairman O'Connell informed the Trustees that he and the Executive Director had lunch with the Landlord at the Landlord's request to discuss the possibility of the Board staying in its current location as opposed to moving back to Bank of America building at the time of its completion. The Chairman informed the Landlord that the decision lies solely with the Board of Trustees.</p>						

Board of Trustees Minutes Page Five	July 15, 2024	TRUSTEES	M	S	Y	N
<p>The Executive Director outlined the administration’s needs if the Board entertains remaining at its current location. Those ideas include a reconfiguration of the office space to better suit the Board’s needs, including larger office spaces, a storage closet, and a dedicated IT space, as well as difficulties with parking. The Landlord was receptive to the requests and will have an architect reach out to develop some ideas. Additionally, the Landlord will present a comparison of the lease rates of both buildings. More information will be brought forward at a later date.</p> <p>The Chairman informed the Board that a re-dedication of the memorial plaques for Officer Scott Winters, Sergeant Chris Reyka and Firefighter William Elliott in the lobby of the Bank of America building is being planned for Sunday, April 27, 2025. It will also include a reunion of the Pompano Beach Police Department, along with the Pompano Beach Firefighters and general employees. The re-dedication is scheduled at the Bank of America lobby at 11:00 AM followed by a luncheon at Galuppi’s from 12:00-4:00 PM at a cost of \$50.00 per person. A ‘Save the Date’ e-mail blast will be sent to the membership on behalf of the Board.</p> <p><b><u>EXECUTIVE DIRECTOR’S REPORT</u></b></p> <ul style="list-style-type: none"> <li>➤ The Executive Director submitted a notification of an organizational change at Pension Technology Group.</li> <li>➤ A service-incurred disability application was received from firefighter Kimberly Gandolf on June 20. Staff commenced the record gathering process.</li> <li>➤ The Serenitas Dynamic Alpha Fund was funded on July 1.</li> <li>➤ An Invesco partial redemption of the \$5 million requested occurred on July 1, in the amount of \$487,251.96.</li> <li>➤ Staff met with a Hilton representative on June 26 to negotiate the 2025 Educational Symposium hotel contract; however, that representative left the organization so staff will schedule a meeting with her replacement.</li> <li>➤ Under the Service Provider Review Policy, an RFP is due in 2024 for Legal Services. Since the Board performed one in 2023 when it hired Rossman Legal, the Executive Director requested it be waived this year. The Board agreed by consensus. It was noted that the Board may issue an RFP at any time it desires outside of the policy rotation schedule.</li> <li>➤ The Clerk’s Office scheduled Trustee Hall’s reappointment for Tuesday, September 24, which is after the Board’s September 16 seating date. The Chairman will follow-up with the Clerk on this item.</li> </ul> <p>Chairman O’Connell informed the Trustees and staff of a new FPPTA Trustee Leadership Council Class being offered. The new Class is to be taken in conjunction with the Fall 2024 and Winter 2025 Trustee Schools, and in the Spring of 2025. Further details are available on the FPPTA website for those who may wish to attend.</p> <p><b><u>ADJOURNMENT</u></b></p>						

**MOTION:** To adjourn the July 15, 2024 Regular Board meeting at 4:25 PM.  
PASSED 8-0.

O'Connell			X	
Hall		X	X	
Christophers	X		X	
Cupo			X	
Femia			X	
Hanrahan			X	
McGinnis			X	
Rossi			X	

Respectfully submitted,



Debra Tocarchick, CEBS  
Executive Director

DISTRIBUTION:

Board of Trustees  
Gregg Rossman, Esq.  
Michael Spano, Esq.  
Lawrence Watts, Actuary  
City Manager  
Mayor and City Commission  
City Clerk  
Assistant City Attorney  
City HR Director  
President IAFF Local 1549  
Marcum

**REGULAR MEETING – JULY 15, 2024**

**CONSENT AGENDA - WARRANT NOS. 5881 THROUGH 5886**

**Ratified and Approved on 7/15/2024**

<b>WARRANT NO.</b>	<b>PAYABLE TO</b>	<b>DESCRIPTION</b>	<b>AMOUNT</b>
<b>5881</b>	Debra Tocarchick	Lump sum salary stipend on 7/10/2024 of 5.0% of annual salary subject to applicable taxes and not pensionable in accordance with the Board's Compensation Policy adopted 1/16/2018; <b>\$7,639.51</b>	<b>7,639.51</b>
<b>5882</b>	Bruce Gritter Nyhart (Ascensus) Southeastern Advisory Services, Inc. Waycross	Reimbursement of 8/1/2019 outstanding insurance premium deduction; <b>\$223.00</b> Inv No. 153360DB_202406, Chapter 112 filings; <b>\$1,475.00</b> Inv No. 2402, Investment consulting fee as of 3/31/2024; <b>\$41,112.00</b> Inv mgmt. fee quarter ending 6/30/2024; <b>\$29,089.49</b>	<b>71,899.49</b>
<b>5883</b>	Deanna S. Skuda	Survivor benefits commencing 7/1/2024 under 100% joint & survivor option to designated beneficiary of recipient, Dane Skuda, who died on 6/24/2024; <b>\$4,868.47</b>	<b>4,868.47</b>
<b>5884</b>	Bank of America	Debra Tocarchick: Board meeting supplies; \$64.94, Courier; \$27.60, Publications; \$15.96, <b>Total \$108.50</b> Maureen Femia: FPPTA Annual Conference expenses; \$617.00, Board meeting supplies; \$209.84, Publications; \$22.99, <b>Total \$849.83</b> Paul O'Connell: FPPTA Annual Conference expenses; <b>\$1,160.00</b> Sharra Aaronian: FPPTA Annual Conference expenses; <b>\$585.00</b> Daniel Christophers: Board meeting expenses, 6/17/2024; <b>\$558.94</b> David Hall: FPPTA Annual Conference expenses; <b>\$926.37</b> Patrick Hanrahan: FPPTA Annual Conference expenses; <b>\$616.11</b>	<b>4,804.75</b>
<b>5885</b>	Daniel Christophers Vincent Femia Patrick Hanrahan Paul O'Connell Xerox Corp.	Board meeting expense reimbursement 6/17/2024; <b>\$66.00</b> FPPTA Annual Conference expense reimbursement; <b>\$348.34</b> FPPTA Annual Conference expense reimbursement; <b>\$258.62</b> FPPTA Annual Conference expense reimbursement; <b>\$37.95</b> Inv No. 021582932, July lease; \$136.11, excess print charges; \$75.72, <b>Total \$211.83</b>	<b>922.74</b>
<b>5886</b>	Florida U.C. Fund Martin Currie	Reemployment taxes quarter ending 6/30/2024; <b>\$70.13</b> Inv mgmt. fee quarter ending 6/30/2024; <b>\$15,198.89</b>	<b>15,269.02</b>