

**PALM TRAN ATU LOCAL 1577 PENSION PLAN
MINUTES OF SPECIAL MEETING HELD
October 19, 2017**

Chair Dwight Mattingly called a Special Meeting of the Board to order at 8:45 AM in Conference Room 1N-142 at Palm Tran Connection, 50 S. Military Trail, West Palm Beach, Florida. Those persons present included:

TRUSTEES

Dwight Mattingly, Chair
John Wilson, Secretary
Sean Smith

OTHERS PRESENT

Bonni Jensen, Klausner, Kaufman, Jensen & Levinson
Ken Harrison, Sugarman & Susskind
Chad Little, Freiman Little Actuaries
Scott Baur, Resource Centers
Betty Garrett, Palm Tran Inc.
Karen Russo, Salem Trust
Mindy Zatto, Strategic Benefits Advisors
Additional Members of the Public

APPROVAL OF THE AGENDA

The Board reviewed and discussed the status of the benefits processed for members retiring from the Plan.

Sean Smith made a motion to approve the Agenda. John Wilson seconded the motion, passed by the Trustees 3-0.

PUBLIC COMMENT

No members of the public had any comment.

TRANSITION: PLAN ADMINISTRATION

Dwight Mattingly introduced Mindy Zatto, representing Strategic Benefits Advisors, an actuarial and plan administration consulting firm located in Atlanta. Another firm also inquired about the Request for Proposal issued by the Board after the deadline for submissions. The other firm, however, cannot attend meetings or provide meeting Agendas. An individual expressed interest in working for the Board as well.

Mr. Baur provided various job description samples for a plan administrator. The Board considered the skills needed by a properly qualified person. The Board discussed two actuarial firms providing plan administration services, Gabriel Roeder Smith and Foster. Chair Mattingly reported on a meeting with the partners of the Resource Centers, LLC. At the request of the Board, Mr. Baur reviewed the issues with data provided by the County. The Board again considered five areas related to the administration of the Plan: Board administration, services to members of the Plan, payment of benefits and invoices, maintenance of interim financial statements, and pension administration systems.

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With Salem to pay the benefits and invoices, the Board considered an employee as opposed to a third party to provide services. The Trustees reviewed the current fee structure for services provided by the Resource Centers. The Resource Centers offered to continue only back office type operations, including pension administration systems and maintenance of interim financial statements. Considering the cost to retain Salem Trust to pay benefits and invoices, in addition to fees to outsource the systems and financial statements, the Board will spend as much or more on costs related to administration of the Plan before hiring a properly qualified employee. In addition to compensation for an employee, the Board would incur further expenses to maintain a local office for an employee as well.

Paula Freiman introduced Mindy Zatto, a former school acquaintance, to the Board for consideration. Dwight Mattingly expressed concerns about service to members of the Plan from a company with no local presence in Florida. Minda Zatto, representing Strategic Benefits Advisors, stated that her company is preparing a response to the Request for Proposal. Strategic Benefits Advisors has provided actuarial services to ERISA plans since 2002. The company also provides benefit consulting and plan administration services. The firm delivers services to plans desiring a high level of touch and interaction with members. The firm has 5 employees dedicated to member service calls. Strategic Benefits Advisors does not currently provide meeting Agendas, minutes, or similar Board administration services to any client. Moreover, the firm has no public or Florida public clients. Maria Zatto described how the company tracks and processes transactions for plan members. Ms. Zatto stated that she is not familiar with the requirements of Chapter 112, Florida Statutes.

The Board reviewed mandates imposed on the Plan by Florida Statute, including requirements to make certain Plan documents available online. Strategic Benefits Advisors currently administers services to members of 12 plans and provides actuarial services to 4 additional plans. Employees serviced by the firm often contact HR staff first. The company has no plans to open a local office in Florida, but they will provide a designated 800- number for members if retained by the Board. Strategic Benefits Advisors does not organize Board meetings for any current client. They do own their own plan administration systems.

The Trustees considered the responsibilities assigned to the administrator; the Plan now has 4 benefit tiers based on hire date. Unique situations arise all the time. The Plan originally became a public plan to avoid a DOL audit. The County, meanwhile, pays the employees and provides the data. Dwight Mattingly considered how quickly Strategic Benefits Advisors can set up to provide services to the Board and to the members of the Plan. Karen Russo, meanwhile, addressed the processing of benefit payments. Salem has a cutoff each month to initiate any new payments.

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After a brief recess by the Board, John Wilson asked if counsel issued a generic Request for Proposal or whether the Request details the specific requirements for Palm Tran. The Trustees reviewed the RFP document in greater detail and considered inviting Benefits USA to make a presentation. The Board weighed again the cost of an employee compared to the cost of a third party firm. The Trustees considered additional issues, such as downtime created when an employee takes time off or gets sick. Ms. Zatto stated that her company continues to work on pricing for services based primarily on prior experience processing member transactions. She expects to provide a proposal in the range of \$120,000 annual with \$45,000 in transition related costs and \$3,000 of annual expense reimbursements. The company expects to require at least two months to get started. The Trustees considered another special meeting.

Both John Wilson and Sean Smith stated a preference to engage a third-party administrator. Dwight Mattingly asked how the Board might open negotiations with a particular firm. Bonni Jensen advised that the RFP is still open since the Board extended the deadline for response. Mr. Harrison believes that he may still receive a proposal from one more firm. After much additional discussion, Dwight Mattingly called a Special Meeting for Tuesday, October 31 at 5:00 PM. The Board considered details for Salem Trust to assume responsibility for payment of benefits and invoices as of January 1.

John Wilson made a motion to direct Salem Trust to open a Receipt & Disbursement Account for payment of benefits and invoices, except Salem will continue to pay manager fees from individual manager accounts. Burgess Chambers will provide a cash procedure for the Receipt & Disbursement Account. Karen Russo assembled a book of forms for future use by the Board. She will also provide updated delivery instructions to the County for deposit of contributions. Finally, she will need the Board to execute a new authorized signor form.

ADJOURNMENT

The Board moved the next Quarterly Meeting back to the original December 7 scheduled date from December 6, 2017. Bonni Jensen will not attend that meeting due to a conflict.

There being no further business, Chair Dwight Mattingly adjourned the Special Meeting at 12:56 PM.


Secretary