

**ADAMS COUNTY RETIREMENT BOARD MEETING**

**MINUTES - REGULAR MEETING  
4430 SOUTH ADAMS COUNTY PARKWAY  
RETIREMENT CONFERENCE CENTER  
BRIGHTON, COLORADO 80601**

**JANUARY 7, 2014**

**BOARD MEMBERS PRESENT**

Joe Pacyga – Chairman  
Ben Dahlman – Vice-Chairman  
Brigitte Grimm –Treasurer  
Marlise Bruno

**BOARD MEMBERS EXCUSED**

Michael McIntosh – Secretary

**ADMINISTRATIVE STAFF**

Pamela Mathisen, Executive Director  
Debbie Haines, Senior Benefits Manager (Corresponding Secretary)

**LEGAL COUNSEL**

Davis Graham & Stubbs, LLP – Cindy Birley

**INVESTMENT CONSULTANTS**

Watershed Investment Consultants – Dale Connors

**OTHER ATTENDEES**

Tina Seberg – US Bank – Institutional Trust & Custody  
Jim Griffiths – US Bank – Government Banking Division  
Brian Simms – ING

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**Called to Order: 1:30 P.M.**

**SPECIAL PRESENTATION**

**US Bank – Annual Report**

Ms. Seberg, Relationship Manager for the US Bank Institutional Trust & Custody, started by thanking the Board for their business. She stated that the Adams County Retirement Plan has been with US Bank since 1998. Ms. Seberg stated that 2013 was a year of change for the Adams County Retirement Plan. She indicated that the changes included rebalancing the Plan which ran very smoothly. Ms. Seberg finished by stating that the trustee fees for the Adams County Retirement Plan have not increased since US Bank was hired in 1998.

Mr. Griffiths, Relationship Manager for the US Bank Government Banking Division proceeded by stating that he handles the Pension/Refund accounts on the Adams County Retirement Plan. He indicated that the fees have not changed and are not expected to for 2014. Mr. Griffiths stated that US Bank has 2700 employees in

Colorado with 152 branches. He stated that the Adams County Retirement Plan is in compliance with the Public Deposit Protection Act (PDPA). Ms. Grimm asked if US Bank sends the Retirement Office monthly reports on the PDPA. Mr. Griffiths responded that the reports are on line and sent to the Department of Regulatory Agencies (DORA) but would be happy to send the reports to the Retirement Office. Ms. Mathisen responded that Mr. Griffiths and she will work on getting those reports.

Mr. Dahlman made the motion to move the Executive Session to the Last Order of Business. Ms. Bruno seconded the motion and it was unanimously carried.

### **EXECUTIVE SESSION**

Pursuant to C.R.S. Section 24-6-402(4)(b) – “Legal Advice” – Move to Last Order of Business

### **EMPLOYEE/RETIREE CORRESPONDENCE**

Thank You Note – Lana Olinger

### **REGULAR BUSINESS SESSION**

Ms. Haines commented that the December 2013 Board Meeting minutes were amended by Mr. Dahlman. She indicated that there was a grammatical correction. Mr. Dahlman asked Ms. Birley to verify that the minutes reflected correctly the technical items related to the Plan provisions that were done at the last Board meeting. Ms. Birley indicated that the language in the Board minutes was correct.

**Consent Agenda: Distributed by E-Mail**

**Approval of Board Meeting Minutes – December 3, 2013, As Amended**

**Approval of Termination Report – December 2013**

**Approval of Money Manager Fund Totals and US Bank Summary Reports – November 2013**

**Approval of Administrative Expenditures – January 7, 2014**

Expenditures - \$ 139,765.33

December Paid Expenditures \$ 2,128.05

**Moved by Board Member – Mr. Dahlman**

**Seconded by Board Member – Ms. Grimm**

**Unanimously carried**

### **UNFINISHED BUSINESS**

None

## **NEW BUSINESS**

### **Adams County Board Of Retirement – Election Results**

Ms. Haines indicated that the Board packet contained a copy of the election results. She stated that Mr. Pacyga was re-elected to serve a four year term on the Board. Ms. Haines stated the votes were as follows:

- Jim Morgen – Sheriff’s Office – 146 Yes
- Marc Osborne – Sheriff’s Office – 153 Yes
- Joseph Pacyga – District Attorney’s Office – 214 Yes

Everyone congratulated Mr. Pacyga for his re-election to the Board of Retirement.

### **Commercial Insurance Concepts, Inc.**

**Fiduciary Liability Insurance - \$ 51,549.00**

**Directors and Officers Liability - \$ 27,285.00**

**Employment Practices Liability - \$ 1,000.00**

**Total = \$ 79,834.00**

- **Additional Fiduciary Liability Insurance – Chubb - \$5M = \$ 51,549.00 + tax & fees**

Ms. Mathisen indicated that the Board packet contained a copy of the Philadelphia Insurance bill regarding the insurance coverage. She stated that the total cost of the insurance would be \$ 79,834.00. Ms. Mathisen commented that at the December 2013 Board meeting the Board approved the payment for this however the Retirement Office just recently received the actual quote. Ms. Mathisen asked the Board to approve this expenditure.

Ms. Bruno moved to approve the payment to Commercial Insurance Concepts for \$ 79,834.00 regarding the coverage for Fiduciary, Directors and Officers and Employment Practices Liability insurance. Mr. Dahlman seconded the motion and it was unanimously carried.

Ms. Mathisen proceeded by indicating that Mr. Rickaby wanted to see what an additional \$5M of Fiduciary Insurance would cost. She stated that Mr. Rickaby had tried to get quotes from other insurance companies but until the funding status of the Plan is higher no company wants to provide a quote. However, he did find an insurance company named Chubb that stated if the Plan wants an additional \$5M of Fiduciary Insurance it would cost the same amount as Philadelphia had quoted of \$ 51,549.00. She asked the Board if they wanted an additional Fiduciary Insurance coverage. After some discussion the Board would like to table this discussion until the February 2014 Board meeting. They want Ms. Mathisen to find out more details about the coverage.

Mr. Dahlman moved to table the discussion pending more information regarding the additional Fiduciary Insurance. Ms. Grimm seconded the motion and it was unanimously carried.

**PensionGold Service Request – CR48294 (SR#:1-1-1690673211)  
Plan to Plan Transfer Wizard - \$ 12,375.00**

Ms. Mathisen indicated that the Board packet contained a copy of PensionGold Service Request CR48294 for a Plan to Plan Transfer Wizard. She stated that this service request will not impact the maintenance fee. Ms. Mathisen informed the Board that currently if a participant is rehired and the dates that are provided by Human Resources are incorrect the participant through the transmittal process would show up in the wrong Plan ID. She stated at that point the staff would to have a script prepared by PensionGold to move the participant to the correct Plan ID. Ms. Mathisen stated that with the new Plan changes and now having 5 Tiers this wizard will allow the Retirement staff to move a participant to the correct Plan ID without going to PensionGold for a script.

Mr. Dahlman moved to approve payment to PensionGold CR48294 – Plan to Plan Transfer Wizard in the amount of \$ 12,375.00. Ms. Bruno seconded the motion and it was unanimously carried.

**PensionGold Service Request – CR48418 (SR#:1-1962834334)  
Career Compensation Calculation for Tier 3, Tier 4 and Tier 5 - \$ 7,095.00**

Ms. Mathisen indicated that the Board packet contained a copy of PensionGold Service Request CR48418 for the Career Compensation Calculation for Tier 3, Tier 4 and Tier 5. She stated that for Tier's 1 & 2 the same calculation is in place. Ms. Mathisen indicated that originally in the base product when a benefit estimate was done based on the final High 36 or final High 60 PensionGold did not pick up the last salary when doing a benefit estimate. So, the Adams County Retirement Plan had PensionGold write into the program to pro-rate or estimate the final month's salary. Ms. Mathisen indicated that with Tier 3 it is doing the same thing in the base product as was written for Career Compensation. She stated it is not picking up the last Career Compensation posted to PensionGold. Ms. Mathisen informed the Board that this was found because of the first retiree in Tier 3. She indicated that this CR will provide the final salary to be included in the benefit calculations for Tier 3, Tier 4 and Tier 5.

Mr. Dahlman moved to approve payment to PensionGold CR48418 – Career Compensation Calculation for Tier 3, Tier 4 and Tier 5 in the amount of \$ 7,095.00. Ms. Grimm seconded the motion and it was unanimously carried.

**STANDING REPORTS**

**Watershed Investment Consultants, Inc. – Dale Connors  
Investment Updates – Performance Update**

Mr. Connors indicated that through November 2013 the Adams County Retirement Plan was at \$220,051,710. The Adams County Retirement Plan is up 12.37% net of fees through November 2013. He stated that with December's 2013 results the figures should not change too much.

**Davis Graham & Stubbs, LLP**  
**Legal Information Updates**

Ms. Birley informed the Board that the IRS issued a new 5300 form on December 20, 2013 which is used to file the Determination Letters. She stated that because the Adams County Retirement Plan is filing in the January cycle Davis Graham & Stubbs will still be able to use the old 5300 form in filing the Determination Letter on the Adams County Retirement Plan.

**Retirement Staff – Administrative Business**  
**Administrative Updates**  
**RFP for Investment Consultant Services**

Ms. Mathisen informed the Board that the RFP for Investment Consultant Services went out to the public on January 6, 2014 with a closing date of January 31, 2014. She stated that this will give the Board of Retirement two months to review the candidates. Ms. Mathisen reminded the Board that on April 1, 2014 the interviews will take place in the morning and the Board meeting will be in the afternoon.

**OTHER BUSINESS**

None

Recess at 2:10 P.M.  
Reconvened at 2:34 P.M.

Mr. Dahlman moved to convene in Executive Session pursuant C.R.S. Section 24-6-402(4)(b) in order to receive legal advice concerning the Retirement Plan. Ms. Grimm seconded the motion and it was unanimously carried.

**EXECUTIVE SESSION**

Mr. Dahlman moved to adjourn Executive Session and reconvene the Regular Board Meeting. Ms. Grimm seconded the motion and it was unanimously carried.

The Regular Board Meeting reconvened at 2:57 p.m. with all Board members, Retirement staff and legal counsel present.

Mr. Dahlman moved that The Adams County Retirement Plan (As Amended and Restated January 1, 2014) (the “Plan”) provides that the Plan shall be administered by the Adams County Board of Retirement (“Retirement Board”); and  
WHEREAS, the Retirement Board is authorized to do all other acts and things necessary and proper to keep the Plan and its related fund (the “Trust”) in full force and effect. NOW THEREFORE, BE IT RESOLVED AS FOLLOWS:

- (1) The Retirement Board administers the Plan and is authorized to do all other acts and things necessary and proper to keep the Plan and the Trust in full force and effect; and
- (2) Any member of the Retirement Board and/or the Plan Administrator is authorized to take any action he or she deems necessary in connection with qualification of the Plan and Trust under Sections 401(a) and 501(a) of the Internal Revenue Code of 1986, as amended, including but not limited to, submitting, or having submitted, executed documents to the Internal Revenue Service. Ms. Bruno seconded the motion and it unanimously carried.

Ms. Birley read the Oath and Acknowledgement regarding the Certificate and Resolution to the Board of Retirement. They all responded "I do".

**The Regular Board Meeting adjourned at 3:02 p.m.**

Respectfully submitted,

Debbie Haines, Senior Benefits Manager  
(Corresponding Secretary)

**NEXT BOARD MEETING**

**TUESDAY, FEBRUARY 4, 2014**

**REGULAR BOARD MEETING  
ADAMS COUNTY GOVERNMENT CENTER  
4430 SOUTH ADAMS COUNTY PARKWAY  
RETIREMENT CONFERENCE CENTER  
BRIGHTON, COLORADO 80601**