

MINUTES**MEETING OF THE BOARD OF TRUSTEES****EMPLOYEES' RETIREMENT FUND OF THE CITY OF DALLAS****MONDAY, SEPTEMBER 9, 2024****1920 MCKINNEY AVENUE****10th FLOOR****PARKVIEW AT 1920 MCKINNEY****9:00 A.M.**

This Employees' Retirement Fund of the City of Dallas Board meeting was held by videoconference and at 1920 McKinney Avenue, 10th Floor.

Meeting: Dr. John W. Peavy and Cheryl D. Alston presiding

Present: Dr. John W. Peavy III, John D. Jenkins, Sunil King, Tina Richardson, T. Dupree Scovell, and Mark Swann

Absent: Henry Talavera

Staff: Cheryl D. Alston, David K. Etheridge, Edward Scott, Natalie Jenkins Sorrell, Ruby Castelano, Melissa Harris, Tiffany McGraw, Kate Shaw, and Jaladhi Shukla

Others Present: Jamila Coner, Zack Cziryak, Ali Kazemi, Kathy Stevenson, William Strange, Danielle Walker and Kay Watson

Dr. John W. Peavy III chaired the meeting but, to better facilitate the meeting, monitor the electronic meeting platform and ensure active participation of all the Board Members, he delegated the duty to manage today's meeting to the Executive Director, Cheryl D. Alston. Although Dr. Peavy would still preside over the meeting, this delegation would better serve the Fund and all Board Members and allow him to focus on the content being presented.

With a quorum present, the regular meeting of the Employees' Retirement Fund Board of Trustees was called to order at 9:05 a.m. by Dr. John W. Peavy, Vice Chair.

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DISCUSSION AND APPROVAL OF:

The Board Chair presented the Minutes of the Employees' Retirement Fund Board of Trustees July 23, 2024 regular meeting for approval.

Mr. King moved approval of the Minutes of the Employees' Retirement Fund Board of Trustees July 23, 2024 regular meeting. Mr. Swann seconded the motion and the Minutes of the Employees' Retirement Fund Board of Trustees July 23, 2024 regular meeting were unanimously approved.

Consent Agenda of August 14, 2024

Approved August 14, 2024, by the Executive Director According to Resolution 2015-2

Total Number of Resolution 2015-2 Retirements (Hardship):	59*
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There was no motion made on this item.

Consent Agenda of September 9, 2024

Total Number of Retirees:	20
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Total Number of Survivors:	3
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Total Number of Termination/Redistribution of Survivor Benefits:	0
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Total Number of QDRO Benefits:	0
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Total Number of Estates:	1
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Total Number of Disability Continuations:	0
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Total Number of Deferred Vested:	20
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Total Number of Recalculations:	0
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Total Number of Corrections:	0
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Total Number of Resolution 2015-2 Retirements (Hardship):	0
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Mr. King moved approval of the September 19, 2024, Consent Agenda of the Employees' Retirement Fund of the City of Dallas. Dr. Peavy seconded the motion and the September 9, 2024 Consent Agenda of the Employees' Retirement Fund of the City of Dallas was unanimously approved.

INDIVIDUAL ITEMS – DISCUSSION OF AND/OR APPROVAL OF:

11. City of Dallas Special Election Announcement – Ordinance No. 32802 (Attachment)

Ms. Richardson arrived at the meeting at 9:10 a.m.

Mr. King made a motion to establish a comprehensive educational plan to inform members through sessions, focus groups and various mediums citywide and to authorize the Executive Director to negotiate and sign one or more contracts with vendors up to \$150,000. Following a second by Mr. Scovell, the motion was unanimously approved.

12. State of Texas Pension Review Board – Funding Soundness Restoration Plan Application (Attachment)

There was no motion on this item.

The meeting recessed at 9:21 a.m.

The Board of Trustees convened in a Closed Executive Session at 9:23 a.m. pursuant to Texas Government Code Section 551.071 for the purpose of consultation with legal counsel.

13. Discussion of The Employees' Retirement Fund of the City of Dallas v The City of Dallas, Cause No. DC-18-14682

The Closed Executive Session recessed at 9:51 a.m.

Mr. Scovell left the meeting at 9:51 a.m.

The Board of Trustees reconvened its open meeting at 9:57 a.m. No other matters were discussed in Closed Executive Session.

Ms. Richardson made a motion to approve the settlement and authorize the Executive Director to sign. Following a second by Mr. Jenkins, the motion was unanimously approved.

1. Second Quarter 2024 Review by Thomas Toth of Wilshire Associates (Attachments)

There was no motion made on this item.

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INDIVIDUAL ITEMS – DISCUSSION OF AND/OR APPROVAL OF: (continued)

2. Discussion, Consideration, and Possible Action, Ariel Investments, LLC (Attachment)

Mr. Jenkins left the meeting at 10:41 a.m.

Mr. Jenkins rejoined the meeting at 10:43 a.m.

Mr. Jenkins made a motion to ratify the Ariel rebalance as outlined. Following a second by Mr. King, the motion was unanimously approved.

3. Discussion, Consideration, and Possible Action, Western Asset Management, LLC (Attachment)

Mr. Jenkins made a motion to approve Western Asset Management Co. termination and move the assets into the Bloomberg's Aggregate index fund. Following a second by Ms. Richardson, the motion was unanimously approved.

Dr. Peavy left the meeting at 10:51 a.m.

4. Discussion, Consideration, and Possible Action to Approve Northern Trust Asset Management Contract Amendment (Attachment)

Mr. King made a motion to approve the contract amendment. Following a second by Mr. King, the motion was unanimously approved.

5. Discussion, Consideration and Possible Action to Approve the ERF Annual Comprehensive Financial Report Fiscal Years Ended December 31, 2023 & 2022 (Attachment)

Dr. Peavy rejoined the meeting at 10:55 a.m.

Mr. Swann made a motion to accept the ERF Annual Comprehensive Financial Report Fiscal Years Ended December 31, 2023 & 2022. Following a second by Ms. Richardson, the motion was unanimously approved.

6. Discussion, Consideration and Possible Action to Approve Amendment One to Fiscal Year 2023-2024 ERF Budget (Attachments)

Dr. Peavy made a motion to approve the proposed FY 2023-24 budget amendments reallocating the line-item budgets as attached to this discussion sheet and authorize the Executive Director to administer the budget. Following a second by Mr. Jenkins, the motion was unanimously approved.

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INDIVIDUAL ITEMS – DISCUSSION OF AND/OR APPROVAL OF: (continued)

7. Discussion, Consideration and Possible Action to approve Fiscal Year 2024-2025 ERF Budget (Attachments)

Ms. Richardson made a motion to approve the proposed FY 2024-25 budget totaling \$26,020,200 which is attached to this discussion sheet and authorize the Executive Director to administer the budget as noted below. The Executive Director is authorized to expend, as required, up to 110% of each line item or \$50,000 whichever is less of the funds appropriated herein, but in no instance, is the authorization given to exceed the total budgeted for each category (Administrative, Benefits Management, Investments Management, Capital, or Special Projects) without Board approval. The Executive Director is authorized to negotiate and sign contracts which are required in the conduct of Fund business and funds have been approved in this budget. This authorization is limited to \$75,000 per contract. The Executive Director is authorized to pay budgeted expenses, and to further pay pensions and member refunds which are authorized by law but are not specifically included in this budget.

The meeting recessed at 11:08 a.m. The meeting reconvened at 11:13 a.m.

8. Actuarial Audit Presentation by Jeannie Chen and Joe Kropiewnicki on Deloitte Consulting LLP (Attachments)

There was no motion made on this item.

9. Possible Attendance at:

- a. Invesco Real Estate Global Client Conference to be held November 12-14, 2024 (Attachment)

Ms. Richardson made a motion to approve 2 ERF representatives to attend the Invesco Real Estate Global Client Conference. Following a second by Mr. Swann, the motion was unanimously approved.

10. Reports and Recommendations by Executive Director and Staff:

- a. Asset Allocation Report / Cash Rebalance (Attachments)

June 2024

July 2024

August 2024

There was no motion made on these items.

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INDIVIDUAL ITEMS – DISCUSSION OF AND/OR APPROVAL OF: (continued)

10. Reports and Recommendations by Executive Director and Staff: (continued)

b. Monthly Performance Report

June 2024 (Attachment)

July 2024 (Attachment)

August 2024

There was no motion made on these items.

c. ERF At a Glance (Attachments)

June 2024

July 2024

August 2024

There was no motion made on these items.

11. Item #11 was considered earlier in the meeting. See discussion of action taken on item #11 above.
12. Item #12 was considered earlier in the meeting. See discussion of action taken on item #12 above.
13. Item #13 was considered earlier in the meeting. See discussion of action taken on item #13 above.

The Executive Director stated that there was no further business to come before the Board. The Board Chair adjourned the meeting at 11:32 a.m.

All materials presented at the meeting of the Board of Trustees are now part of the Official Minutes.

APPROVED: *Henry Talavera*
Henry Talavera (Dec 10, 2024 13:59 CST)
Henry Talavera, Chair, Board of Trustees

ATTEST: *Cheryl Alston*
Cheryl Alston (Dec 11, 2024 16:22 CST)
Cheryl D. Alston, Executive Director

Ruby Castelano
Ruby Castelano (Dec 11, 2024 10:55 CST)
Ruby Castelano, Board Coordinator












September 9th Minutes

Final Audit Report

2024-12-11

Created:	2024-12-10
By:	Ruby Castelano (rcastelano@dallaserf.org)
Status:	Signed
Transaction ID:	CBJCHBCAABAAuZUxsvSiL7kyYhH2-mXDjnIXDHZERNmQ

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