

**THE CITY OF OCOEE Municipal POLICE OFFICERS' and FIREFIGHTERS'  
RETIREMENT FUND BOARD MEETING – November 6, 2024**

The Administrator called the meeting of the City of Ocoee Municipal Police Officers' and Firefighters' Retirement Trust Fund to order at 1:11 p.m. in the Commission Chambers of City Hall.

**Call to Order:**

Roll call and determination of quorum: The roll was called and a quorum declared present.

**Trustees Present:** Bryan Pace, Trey Littlefield, Joe Moy, William Maxwell and William Wagner

**Others present:**

Board Attorney Pedro Herrera of Sugarman, Susskind, Braswell & Herrera via Zoom; Brad Hess of Mariner LLC, Jeff Simmons and Donnie Smiley of RW Baird, Matthew Hauselt and Michael Beusch of Dodge & Cox; Connie Davis and Gilbert Garcia of Garcia Hamilton and Kevin Campbell and Janna Hamilton of Taurus and Administrator Pete Prior of Benefits USA, Inc.

**Approval of Minutes May 1, 2024 Regular meeting (Deferred)**

Trustee Moy explained that the same minutes that were to be amended were in the packet once again. The Administrator apologized for the oversight and reported that she thought she placed the correct minutes in the packet. Trustee Moy moved to table the minutes as they need to be revised as previously discussed and amended. Trustee Littlefield seconded the motion.

**Approval of Minutes-August 7, 2024 Regular meeting**

Trustee Moy moved to approve the August 7<sup>th</sup> 2024, meeting minutes and Trustee Littlefield seconded the motion and it passed.

**Approval of Minutes-September 19, 2024 Special meeting**

Trustee Moy moved to approve the September 19<sup>th</sup> 2024, special meeting minutes and Trustee Wagner seconded the motion and it passed.

**Public Comments:**

There were no public comments.

**Unfinished Business:**

**Summary Plan Description**

Attorney Herrera noted that he has revised and updated the SPD, however, it has not been updated to correct certain inconsistencies as those require ordinance amendments. The Board is concerned with issuing an incorrect or outdated SPD and elected to hold off until the ordinance could be corrected and amended to include the most recent changes included in the recently ratified collective bargaining agreements.

### **Plan Restatement**

Attorney Herrera also noted that this is still being worked on in conjunction with the Summary Plan Description. Attorney Herrera suggested finalizing the Restatement and waiting until the negotiations were complete to update the ordinance accordingly.

### **Third Party Administrator**

Attorney Herrera reviewed the matter as a continuation of the Third-Party Administrator request for proposal of services. Trustee Littlefield noted that there were service issues with the Administrator, and he moved to terminate their services. The Administrator was not aware of any issues and asked the Board to please specify and let them know what service issues occurred and they would take care of it. The Administrator further stated that if the service issues were regarding the delay in the DROP statements that was not in her control. She did follow ups with the actuary and when she finally did receive them, she sent them to the members immediately. Trustee Moy moved retain Benefits USA, but to place it "on watch" for 6 months probationary period with a review of their performance after such time. The motion was seconded by Trustee Maxwell and passed. The Board will convey specific deliverables to the Administrator for review at a later date.

### **New Business:**

#### **Share plan for Police Fund**

Trustee Wagner spoke on the share plan, previous balances, and the methodology for allocations to the plan. Mr. Lozen reported that the Ordinance does not specify the methodology for allocating future Share Monies for the Police. He noted that he would like to talk to the union to correct the issue. Trustee Wagner noted that he can put Mr. Lozen in contact with the right person at the union. The Attorney reported that a motion would be in order to authorize the actuary to work with the union representative. Trustee Wagner moved to authorize the actuary to work with the union to correct the share plan and Chairman Pace seconded the motion, and it passed.

### **DROP statements timeline**

Mr. Lozen addressed the delay in members receiving their DROP statements noting that the firm's workload can affect the availability of the DROP statements. It's different from time to time and they prepare a lot of DROP statements. Further, with the timing of the returns being posted it is usually 6 weeks after the end of a quarter. The September 30<sup>th</sup> updates will probably be later each year. Mr. Lozen also noted that the statements will be timely for 2, 3 or 4 quarters consistently and the next one they will be delayed. DROP members may get 2 consistent in a row but one will be late due to benefit calculations. Trustee Wagner thanked Mr. Lozen for explaining the process. He noted that this was one of the quality-of-life and service issues that he got complaints about and he noted that Livia, the Administrator, was getting the undue brunt over this.

### **Quarterly Investments Update: Q/E 9/30/2024**

#### **Mariner LLC**

Mr. Hess reported that he invited 4 managers for presentations to the Board of private equity and debt. The time limit would be 20 minutes for their presentation and 10 minutes for Q&A.

Mr. Hess noted that he will provide the board with his thoughts after the manager presents. Mr. Hess said that he can go over the Private Investment strategy now in full, in part, or do it another time. He noted that the Board will also have to amend the Investment Policy Statement before going into the private investments. The typical investment is approximately 10%. Trustee Wagner asked how does the plan earn returns and how is it paid back to the plan. Mr. Hess noted that it is based on a J curve, which is common in private investments. The plan would show no returns in the beginning but after a period of time (the hold time) the fund would return money over a period of up to ten years. The board suggested that Mr. Hess provide a simple pro and con of the private investments

Mr. Hess reported briefly on the Fund's performance noting that for the quarter the total Fund returned 5.61% and for the for the fiscal year 21.12% vs. the Fund policy of 5.68% and 21.76% respectively. The equity fund returned 6.46% and 31.56% vs. the equity policy of 6.71% and 32.87% respectively. The domestic equity returned 6.09% and 34.09% vs. the domestic equity policy of 35.19% respectively. Brandywine and DePrince returned 8.47% and 7.83% and 24.14% and 29.96% respectively vs. the Russell 1000 value index of 9.43% and 27.76% respectively. Alger and Mar Vista returned 4.29% and 5.60% and 55.27% and 29.17% respectively vs. the Russell 1000 Growth index 3.19% and 42.19% respectively. Vanguard Growth index returned 2.92% vs. the CRSP large cap index of 2.93%. Vanguard Total Stock Market index returned 6.17% and 35.26% respectively vs. the CRSP Total Market index of 6.18% and 35.23% respectively. The international equity returned 7.88% and 22.74% respectively vs. the international equity policy of 8.17% and 25.96% respectively. American Funds Europacific returned 5.41% and 24.71% respectively vs. the MSCI AC World Growth index of 6.98% and 27.12% respectively. Dodge & Cox returned 9.98% and 21.17% respectively vs. the MSCI AC World Value index of 9.41% and 24.90% respectively. The fixed income fund returned 5.77% and 12.93% respectively vs. the policy of 5.20% and 11.57% respectively. For the domestic fixed income Garcia Hamilton returned 6.14% and 12.87% vs. the Barclays Aggregate index of 5.20% and 11.57% respectively. The Global fixed income returned 4.12% and 13.16% respectively vs. the Global fixed income policy of 6.95% and 11.02% respectively. PIMCO diversified returned 5.05% and 15.38% vs. the Blmbg. Global index of 4.93% and 13.42% respectively. The PIMCO Global Bond Fund returned 3.22% and 11.07% respectively vs. the Bloomberg Global Agg index of 4.24% and 10.63% respectively. The real estate composite returned -0.04% and -8.54%; American Realty returned -0.03% and -9.02%; Harrison Street returned -0.14% and -5.15% respectively vs. the NCREIF index-ODCE of -0.06% and -8.43% respectively. Mr. Hess noted that the plan is still within the policy limits, and he is not making any recommendations at this time. Trustee Maxwell asked Mr. Hess if it is possible to see some of the other managers. Mr. Hess stated that if the board agrees, he can bring in one manager per quarter.

#### **RW Baird**

Mr. Simmons addressed the board, providing a brief history of the firm noting that the firm was founded in 1919 in Milwaukee and in 2004 Baird became employee owned with 5200 associates. They have an experienced team with a competitive track record in high quality fixed income and they currently have 155 billion dollars under management as of September 30, 2024, and rated number one fixed income compared to over 100 other similar companies.

Mr. Don Smiley reviewed the Baird Core Plus Bond Fund returned 5.22% and the Baird Aggregate Bond Fund returned 5.24% vs. the Blmbg. US Index of 5.20%. Mr. Smiley noted that the for this fund would be 30 basis points and all inclusive. That concluded RW Baird's report.

### **Dodge & Cox**

Mr. Matthew Hauselt and Mr. Michael Beusch of Dodge & Cox reported that they are a value manager and have been in business since the 1930's. They have very low turnover with 367 employees, of which 65 are shareholders of the firm. They currently have \$414 billion in assets under management with \$286.5 in Dodge & Cox funds; \$116.6 in separately managed accounts and \$10.9 in non-US funds.

Mr. Hauselt reported that the decision making is done in one office in San Francisco. Mr. Beusch reported on the fixed income investments noting that they use fundamental research and manage a diversified portfolio of fixed income securities with a goal of outperforming the market over a 3–5-year investment horizon. Their risk is diversified by various investment themes. Mr. Beusch reported on the returns noting that the quarterly return as of September 30, 2024, was 5.59% vs. the Bloomberg US Aggregate Bond index of 5.20% and the annual return ending December 31, 2024, was 13.53% vs. 11.57%. Trustee Wagner asked about the fee. Mr. Beusch said it would be 45 basis points. That concluded the Dodge & Cox report.

### **Garcia Hamilton**

Gilbert Garcia addressed the board regarding the ownership of the firm and the retirement of Janna Hamilton. Mr. Garcia addressed the issue that the turnover of the firm is very low and replacing Ms. Hamilton is impossible. Ms. Connie Davis also worked with Mrs. Hamilton and will continue in her place. Trustee Maxwell also asked about Mr. Garcia's future political ambitions and if he decides to run for office, it should be incumbent to notify his clients. Mr. Garcia acknowledged the concern and apologized for not notifying the Board members in advance. There was a lengthy discussion with Mr. Garcia regarding his position with the firm. Ms. Davis reported that the market value as of September 30, 2024, was \$18,765,463.64. She reported on the returns for the quarter noting that Garcia Hamilton returned 6.08% outperforming the Bloomberg US Aggregate of 5.20% and for the one-year period 12.94% vs. 12.66%. That Garcia Hamilton's report.

### **Taurus**

Mr. Kevin Campbell addressed the board and provided a brief report on the firm and what they do as a private equity firm. Mr. Campbell noted that private equity usually outperforms the institutional markets as well as provide diversity to the portfolio. Mr. Campbell noted that private investments earned 15.3% vs. the public equity of 10.25%. It was noted that a diverse array of investment vehicles uses private investments, such as endowment plans, public pension plans and other similar institutional investors. The trustees asked if the size of this fund is a typical size that they bring in as investors. Mr. Campbell said the size of the pension plans vary but they usually handle private investments at \$50 million and above total assets in terms of size. Mr. Campbell introduced Janna Hamilton and Mark Eisner, two colleagues that also work with him at Taurus. The Trustees also asked if the money is tied up for a certain length of time. Mr. Campbell noted they would be in a queue and money would be called over a period of time. Since this is a fund of funds program, it leads to a lot of diversity in the portfolio versus buying into just one or two companies. The target return for this fund of funds is 17-20% with the average annual management fee of 50 basis points. That concluded Taurus's report.

After the presentations, a brief discussion ensued and Trustee Wagner noted he is comfortable with Baird, as their approach is forthright. Trustee Littlefield moved to allocate \$5 million from Garcia Hamilton to the Baird Fund. Trustee Wagner seconded the motion and it passed.

**CONSENT AGENDA:**

**For Approval: Warrant #264**

Benefits USA, Inc. (Flat Monthly Fee for November 2024)	\$2,500.00
Sugarman, Susskind ETAL (Legal Fees-Invoice #191533 dated 10/17/2024)	\$5,982.78
<b>Total</b>	<b>\$8,482.78</b>

**For Ratification: Warrants #259-263**

FPPTA (TLC Registration for William Maxwell)	\$1,200.00
FPPTA (Fall Trustees School registration for Maxwell, Moy & Pace)	\$2,550.00
<b>Total</b>	<b>\$3,750.00</b>

William Maxwell (Hotel & per diem for FPPTA FTS 9/22-9/25-2024)	\$855.38
Joe Moy (Hotel & per diem for FPPTA FTS 9/22-9/25-2024)	\$855.38
Bryan Pace (Hotel & per diem for FPPTA FTS 9/22-9/25-2024)	\$855.38
Sugarman, Susskind ETAL (Legal Fees-Invoice #189825 dated 8/14/2024)	\$4,432.20
<b>Total</b>	<b>\$6,998.34</b>

Benefits USA, Inc. (Flat Monthly Fee for September 2024)	\$2,500.00
Benefits USA, Inc. (Flat Monthly Fee for October 2024)	\$2,500.00
Mariner, LLC (Q3-2024 Consulting Fee-Invoice #49357 dated 9/24/2024)	\$7,000.00
Joe Moy (Mileage & Tolls for FPPTA FTS)	\$292.65
<b>Total</b>	<b>\$12,292.65</b>

DePrince Race & Zollo (Q3-24 Mgmt Fee-Invoice #202403028 dated 10/11/24)	\$8,962.00
Garcia Hamilton Assoc. (Q3-2024 Mgmt. Fee; Invoice #40282 dated 10/1/2024)	\$11,728.41
<b>Total</b>	<b>\$20,690.41</b>

Brandywine Global (Q3-2024 Mgmt. Fee-Inv #BW11591 dated 10/23/2024)	\$8,058.68
Fiduciary Trust (Q2-2024 Custodian Fee-Brandywine; Invoice dated 10/23/2024)	\$839.58
Fiduciary Trust (Q2-2024 Custodian Fee-DRZ; Invoice dated 10/23/2024)	\$936.42
Fiduciary Trust (Q2-2024 Custodian Fee-GHA; Invoice dated 10/23/2024)	\$2,182.11
Fiduciary Trust (Q2-2024 Custodian Fee-Mar Vista Invoice dated 10/23/2024)	\$413.78
Fiduciary Trust (Q2-2024 Custodian Fee-R&D Invoice dated 10/23/2024)	\$4,590.00
Fiduciary Trust (Q3-2024 Custodian Fee-Brandywine; Invoice dated 10/23/2024)	\$909.93
Fiduciary Trust (Q3-2024 Custodian Fee-DRZ; Invoice dated 10/23/2024)	\$1,008.80
Fiduciary Trust (Q3-2024 Custodian Fee-GHA; Invoice dated 10/23/2024)	\$2,336.91
Fiduciary Trust (Q3-2024 Custodian Fee-Mar Vista Invoice dated 10/23/2024)	\$436.63
Fiduciary Trust (Q3-2024 Custodian Fee-R&D Invoice dated 10/23/2024)	\$4,947.28
Mar Vista (Q3-2024 Mgmt Fee-Invoice #14894 dated 10/14/2024)	\$3,930.38
<b>Total</b>	<b>\$30,590.50</b>

**Pension Payments for Ratification:**

Noelia Rendon (Refund of Contributions/Cash out)	\$5,876.36
Kirk Prendergast (Monthly benefit payments eff 9/1/2024)	\$752.46
<b>Total Pension Payments</b>	<b>\$6,628.82</b>

The consent agenda was approved by a motion from Trustee Wagner and was seconded by Trustee Moy and passed.

**Attorney's Report:  
Special Report**

Attorney Herrera reported on two new laws that passed the State Legislature. Section 787.106 which was effective July 1, 2024, requires any non-governmental entity entering into an agreement with a governmental entity to provide an affidavit signed by an officer attesting that they do not use "coercion" for labor or services.

Section 287.138 states that a governmental entity may not accept a proposal or enter into a contract with an entity which would provide the entity with access to personal identifying information unless the entity provides the governmental entity with an affidavit signed by an officer or representative under penalty of perjury attesting to the following: The entity is not owned by a government of a foreign country of concern; no government of a foreign country of concern has a controlling interest in the entity; the entity is not organized under the laws of or has its principal place of business in a foreign country of concern.

**Administrator's Report:**

The administrator had nothing further to report.

**Miscellaneous Correspondence:**

No action was needed.

**Comments from Trustees:**

The Trustees asked about the attorney's contract and expressed their concern about him attending the meetings remotely. Attorney Herrera noted their decision for him to attend remotely was based on the fact that he had another meeting that same day and rather than sending another attorney, citing a previous negative experience, they thought it was best for him to attend remotely. The Trustees support his decision to avoid personal conflicts and thanked Pedro for his consideration and acknowledges the technical challenges but appreciates Pedro's participation via technology.

**Board iPad's**

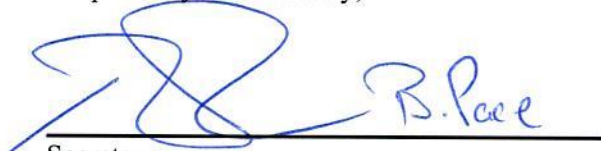
The attorney noted that he would draft a policy for electronic devices.

**Next Regular Meeting date:** February 5, 2025

**Future meeting Dates:** April 30, 2025, August 6, 2025 & November 5, 2025

**Adjournment:** The meeting adjourned at 6:00 pm.

Respectfully submitted by,

  
Secretary

**Contact the City Clerk's Office to listen to an electronic copy of the complete minutes.**