Warehouse Employees Union Local No. 730
and Contributing Companies' Prepaid
Legal Services Fund

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DRAFT

MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES OF THE WAREHOUSE EMPLOYEES UNION LOCAL NO. 730 & CONTRIBUTING COMPANIES' PREPAID LEGAL SERVICES FUND DECEMBER 3, 2019 LANDOVER, MARYLAND

The following Trustees were present:

UNION TRUSTEES
R. Brooks – Chairman
L. Hudson
R. Jackson

EMPLOYER TRUSTEES
M. Bull – Secretary
J. Paradis – via conference call
H. Sebhat

Also present were:

K. Barshinger – Associated Administrators, LLC
A. Cochran – Associated Administrators, LLC
M. DeLancey – Blank Rome LLP
R. Sichel – Investment Performance Services, LLC

I. CALL TO ORDER

A quorum being present, the meeting was called to order.

II. TRUSTEE APPOINTMENT

Ms. Cochran noted receipt of a letter dated November 14, 2019 from Trustee Billye Pounds in which she submitted her resignation as alternate Employer Trustee for the Warehouse Employees Union Local No. 730 & Contributing Companies' Prepaid Legal Services Fund effective immediately.

A letter was received from Giant Food, Inc. on November 14, 2019 nominating Mr. Michael Goble as a replacement Trustee. In accordance with the Trust Agreement, a letter was mailed to participating employers on November 25, 2019 regarding the replacement nomination of Mr. Michael Goble of Giant Food, Inc.

III. MINUTES

The Trustees reviewed the minutes of the last regular meeting held September 11, 2019.

On MOTION made and seconded, the Trustees voted unanimous approval of the following resolution:

RESOLVED that the minutes of the last regular meeting held on September 11, 2019 are approved as presented.

IV. FINANCIAL REPORT

A. Custodian Bank – PNC Bank, NA

Ms. Cochran noted a copy of the PNC Summary of Activity report for the period January 1, 2019 through September 30, 2019 is contained in the meeting booklet.

B. Investment Performance Services, LLC ("IPS")

1. Investment Performance

The Trustees welcomed Mr. Rich Sichel of IPS to the meeting.

Mr. Sichel reviewed his report titled, "Investment Performance Analysis – September 30, 2019" beginning with IPS' market commentary. Mr. Sichel noted the asset allocation as follows: 97.30% in Investment Grade Income and 2.70% in cash and equivalents. The Atlanta Capital Bond Fund held $869,177 in investments. The PNC Prime Money Market held $23,962.

The Trustees thanked Mr. Sichel for his report, and he was excused from the meeting.

V. COUNSEL REPORT

Mr. DeLancey said there were no legal matters pending before the Board of Trustees at this time.

VI. ADMINISTRATIVE MANAGER'S REPORT

Ms. Cochran presented the Administrative Manager's Report for the third quarter 2019. Such report showed employer contributions of $37,970, miscellaneous income of $0 and interest and dividend income of $5,628, producing a total income of $43,598 for the quarter. Benefit expenses were $22,982 and operating expenses were $19,233, producing a total expense of $42,215, resulting in a net surplus of $1,383 for the quarter. Ms. Cochran noted that contributions were made on behalf of 1,078 participants.

VII. INVOICES

Ms. Cochran presented a list of invoices dated December 3, 2019 for Trustee review. It was noted that there were no additions, deletions or changes to the list.

On MOTION made and seconded, the Trustees voted unanimous approval of the following resolution:

RESOLVED that the invoices on the list dated December 3, 2019 are approved for payment as presented.

VIII. OTHER FUND BUSINESS

A. Memorandum of Agreement ("MOA") – Giant Warehouse Employees

Ms. Cochran reported the receipt of a newly negotiated Memorandum of Agreement between the Union and Giant Warehouse for the period May 17, 2015 through May 15, 2027.

After discussion and a review of the MOA by Fund Co-Counsel, the Trustees voted –with Trustee Paradis abstaining -- approval of the following resolution:

RESOLVED to accept the MOA between Giant Warehouse and the Union for the period May 17, 2015 through May 15, 2027.

B. 2018 Summary Annual Report

Ms. Cochran reported the 2018 Summary Annual Report was mailed to Plan participants on September 30, 2019.

C. International Foundation of Employee Benefit Plans – Annual Membership

Ms. Cochran reported receipt of the Fund's 2020 membership renewal invoice for the International Foundation of Employee Benefit Plans. The renewal fee is $1,265.00.

On MOTION made and seconded, the Trustees voted unanimous approval of the following resolution:

RESOLVED to approve the Fund's 2020 renewal with the International Foundation of Employee Benefit Plans at a fee of $1,265.00.

D. Calibre Data Incident – INTERIM ACTION

Ms. Cochran said that an email was sent to the Trustees regarding a data breach by the former auditor, Calibre. She said Calibre indicated the breach may impact sixteen Fund participants. She noted interim action in which the Trustees approved sending addresses to Calibre so that a notification letter, reviewed by Fund Counsel, could be provided by Calibre.

E. Payroll Audit Status – Eight O' Clock Coffee

Ms. Cochran reported that the audit for period January 1, 2015 through December 31, 2017 is complete and there were no exceptions noted.

IX. NEXT MEETING DATE AND LOCATION

After discussion, the Trustees selected March 3, 2020 as their next regular meeting in Landover, Maryland.

X. ADJOURNMENT

There being no additional business to come before the Trustees, the meeting was adjourned.

Respectfully submitted,

Michael Bull
Secretary