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

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MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES OF THE WAREHOUSE EMPLOYEES UNION LOCAL NO. 730 & CONTRIBUTING COMPANIES' PREPAID LEGAL SERVICES FUND

JUNE 8, 2018
LANDOVER, MARYLAND

The following Trustees were present:

UNION TRUSTEES	EMPLOYER TRUSTEES
R. Brooks – Chairman	L. Johnson
L. Hudson	J. Paradis
T. Richardson – Alternate	B. Pounds – Alternate

Also present were:

A. Cochran – Associated Administrators, LLC
M. DeLancey – Blank Rome LLP
D. Dubbs – Associated Administrators, LLC
T. Geiman – Novak Francella LLC
M. Pascal – Novak Francella LLC
R. Sichel – Investment Performance Services, LLC
S. Sindler – Law Offices of Steven M. Sindler

I. CALL TO ORDER

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

Ms. Cochran said that Trustee Bull was not able to attend the meeting and granted his proxy to Trustee Paradis.

II. TRUSTEE RESIGNATION/APPOINTMENT

Ms. Cochran reported that a letter was received from Eight O'Clock Coffee, a participating employer, rescinding the request to replace Employer Trustee Lynell Johnson. Ms. Johnson will remain an Employer Trustee.

III. MINUTES

The Trustees reviewed the minutes of the last regular meeting held March 5, 2018.

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 March 5, 2018 are approved as presented.**

IV. FINANCIAL REPORT

The Trustees welcomed Mr. Rich Sichel of Investment Performance Services (IPS) to the meeting.

A. PNC Bank, NA

Ms. Cochran noted a copy of the PNC Summary of Activity report for the period January 1, 2018 through March 31, 2018 is contained in the meeting booklet.

B. Investment Performance Services

Mr. Sichel reviewed his report titled, "Investment Performance Analysis – March 31, 2018" beginning with IPS' market commentary. Mr. Sichel noted the asset allocation is as follows: 98.4% in Investment Grade Income and 1.6% in cash and equivalents. The Atlanta Capital Bond Fund held $839,838 in investments. The PNC Prime Money Market held $13,543.

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

V. AUDITOR REPORT

The Trustees welcomed Mr. Tyler Geiman and Ms. Marcella Pascal of Novak Francella LLC to the meeting.

Mr. Geiman reviewed the draft Financial Statements for the year ended December 31, 2017. He said this audit reflects an unmodified opinion, in all material respects, of the financial status of the Fund. The Net Assets Available for Benefits were $866,706 on December 31, 2017. The total assets as of December 31, 2017 were $872,678, accounts payable were $5,972, and benefit obligations totaled $45,941. He noted total additions for the year ended December 31, 2017 were $143,626, and total deductions were $135,455, resulting in an increase of Net Assets Available for Benefits of $8,171. This combined with a Net Decrease in Benefit Obligations of $5,903 resulted in an Increase in Excess of Net Assets Available Over Benefit Obligations of $2,268. The resulting Excess of Net Assets Available for Benefits over Benefit Obligations on December 31, 2017 was $820,765. He also reviewed the notes to the financial statements, the schedule of administrative expenses, the schedule of employer contributions, the schedule of assets held for investment purposes, and the schedule of reportable (5%) transactions.

The Trustees thanked Mr. Geiman and Ms. Pascal for their report and they were 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 REPORT

Ms. Cochran presented the Administrative Manager Report for the first quarter 2018. Such report showed employer contributions of $37,448, miscellaneous income of $0 and interest and dividend income of $3,668, producing a total income of $41,116 for the quarter. Benefit expenses were $26,179 and operating expenses were $11,082, producing a total expense of $37,261, resulting in a net surplus of $3,855 for the quarter. Ms. Cochran noted that contributions were made on behalf of 1,125 participants.

VII. INVOICES

Ms. Cochran presented a list of invoices dated June 8, 2018 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 June 8, 2018 are approved for payment as presented.**

VIII. PROVIDER REPORT

The Trustees welcomed Mr. Steven Sindler, of the Law Offices of Steven M. Sindler, to the meeting.

Mr. Sindler presented his report titled "Annual Report – For the Reporting Period January 1, 2017 to December 31, 2017." He reviewed the quarterly and total annual utilization for each benefit category, including the new case count, hours, and charges. There were 147 new cases in the 2017 Plan year, with 760.78 attorney hours, resulting in benefit payments totaling $83,686.11.

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

V. OTHER FUND BUSINESS

A. Trustee Expense Report

Ms. Cochran reviewed the 2017 Trustee Expense Report, a copy of which is contained in the meeting booklet.

On MOTION made and seconded, the Trustees voted -- with Trustees Hudson, Johnson and Richardson abstaining -- unanimous approval of the following resolution:

RESOLVED that the 2017 Trustee Expense Report is approved as presented.

B. <u>Memorandum of Agreement (MOA) – Giant Recycling</u>

Ms. Cochran reported the receipt of a newly negotiated MOA between the Union and Giant Recycling for the period June 24, 2018 through June 25, 2022.

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 the Union and Giant Recycling for the period June 24, 2018 through June 25, 2022.**

C. <u>Summary Plan Description (SPD)</u>

Ms. Cochran said that the SPD was revised and reviewed by Fund Counsel and would be distributed to the Trustees for review.

IX. NEXT MEETING DATE AND LOCATION

After discussion, the Trustees selected September 14, 2018 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,

Ritchie Brooks
Chairman