

MINUTES

BOARD OF COMMISSIONERS OF THE MAGISTRATES RETIREMENT FUND OF GEORGIA

Special Called Meeting
Monday, February 22, 2021
1208 Greenbelt Drive
Griffin, Georgia 30224

A special called meeting of the Board of Commissioners of the Magistrates Retirement Fund of Georgia was held on Monday, February 22, 2021 at 10:00 a.m.

I. CALL TO ORDER

The meeting was called to order at 10:00 a.m. The following is a listing of persons present at the meeting:

A. Board Members

- a. Tommy Bobbitt, Chairman
- b. Judge Mary Kathryn Moss, Board Member
- c. Judge Rita Cavanaugh, Board Member
- d. Judge Connie Holt, Board Member
- e. Judge Berryl Anderson, Board Member (via teleconf)
- f. Judge Brendan Murphy, Board Member
- g. Cody Whitlock, Board Member (via teleconf)

B. Financial Presenters

- a. Chad Smith, Raymond James
- b. James Fallon, Cambridge

II. APPROVAL OF MINUTES

Judge Moss made a motion, seconded by Judge Anderson, to approve the Minutes of the Board Meeting held on February 8, 2021. The vote of approval was unanimous.

III. FINANCIAL CONSULTANT PRESENTATIONS

Chad Smith and Stephen Weitzel of Reveille Wealth Management made a presentation to the board to secure management of the Magistrate Fund portfolio. Chad said his entire team of seven individuals recently left Morgan Stanley. As employees of their former company, they felt hindered by the limitations and pressures. The company seemed to be trying to extricate themselves from governmental associations. The firm was growing larger every day and the vetting process was lengthy. Chad stated Reveille will have full discretion to manage the fund as advisors. Their affiliation with Raymond James provides reporting resources and research while still allowing Reveille to be independent. Raymond James is a large organization based in St. Petersburg, Florida and they are approaching management of \$1 trillion. Chad reiterated that his firms' personnel are not employees of Raymond James.

Stephen Weitzel said the Magistrate plan is successful and that can be attributed to the consultant you have been working with. Reveille can offer a lot more pricing flexibility and fees will come down. Chad added they can provide the full scope of service as usual but more.

Chad said the previous fee structure was 59 basis points all in. That was with the UMA platform. He proposed a consulting fee of a tiered structure with 15 basis points up to \$50 million. Anything over \$50 million would be 10 basis points. Reveille would pay a percentage to Raymond James. For the consultant and managers, the total annual fee would be 37 basis points, with the custodial fee being separate. There is currently no UMA platform with Raymond James.

There was further discussion regarding the current managers and the Investment Policy Statement.

Jim Fallon and Paul Troup of Cambridge were present with information regarding how they could best manage the Magistrate retirement fund. Jim Fallon said he moved away from Morgan Stanley a couple of years ago to focus 100% on Institutional Consulting. He is associated with AmRet, with Cambridge as his broker-dealer. He is a member of Callan, an elite organization who offers a UMA structure.

Paul Troup said the custodian would keep track of the assets. They would provide a lineup of the best in breed managers, with in person visits to make eye contact with the board members. They would measure investment performance on a regular basis. With the Magistrate fund in the same building as Peace Officers' fund, there would be some leverage of fees to achieve the best rates. Custodian fees would be reviewed as well.

Jim Fallon emphasized that being under the same roof as Peace Officers' would be an advantage for the best cost with the Callan UMA platform. There was discussion regarding index funds.

Paul Troup added that Natixis serves as their overlay manager. They would review fees annually and earn the business daily.

Following the presentations there was extensive discussion of the proposed consultants and the resulting fees.

IV. OTHER BUSINESS

- A. There was discussion regarding selection of a board attorney. Judge Cavanaugh said she felt that David Will has a great deal of experience with other similar funds. Judge Moss stated the Magistrate fund does not need the same attorney as the Peace Officers' fund. She favored the attorney team from Savannah. Judge Murphy said we might be able to negotiate the hourly rate for the Savannah group. Judge Anderson said she liked the Savannah attorneys, Bryan and Robert Schivera.

Judge Murphy made a motion, seconded by Judge Anderson to appoint Robert Schivera and Bryan Schivera of Oliver Maner LLP in Savannah, Georgia, to represent the Magistrate Fund. Cody Whitlock, Chairman Bobbitt, Judge Holt, Judge Moss, Judge Anderson and Judge Murphy voted "Yes". Judge Cavanaugh voted "No."

Chairman Bobbitt asked that Judge Moss notify Robert Schivera and Bryan Schivera they were appointed to serve as attorneys for the fund.

- B. Judge Moss made a motion, seconded by Judge Holt, for proposed fund consultants, Jim Fallon and Chad Smith, to submit to the board all contracts for management of the fund no later than March 5th. The vote of approval was unanimous.
- C. Chairman Bobbitt called for a motion to go into Executive Session to discuss Personnel Issues. Judge Cavanaugh made a motion, seconded by Judge Holt, and the vote to go into Executive Session was unanimously approved at 1:00 P.M.

Judge Holt made a motion, seconded by Judge Cavanaugh, to return to Open Session at 1:40 P.M. The vote of approval was unanimous.

- D. Judge Holt made a motion, seconded by Judge Cavanaugh, to appoint Homer Bryson as Secretary/Treasurer of the Magistrate Retirement Fund for one (1) year, and the appointment of Brandt Barlow as Chief Financial Officer. The vote of approval was unanimous.
- E. Judge Moss made a motion, seconded by Judge Holt, to approve a Resolution designating Secretary/Treasurer Homer Bryson and Chief Financial Officer

Brandt Barlow, as signatories on all bank accounts maintained by the fund, and to execute documents and authorizations as required. The vote of approval was unanimous.

- F. There was discussion regarding the calculation of retirement for Robert Carter as Secretary/Treasurer of the fund. A legal opinion written by Attorney David Will was submitted to the board for review regarding an issue with the Magistrate retirement code section conflicting with IRS rules for retirees.

There was extensive discussion. Judge Moss said she could not in good conscience move forward until there was more research and review by the new board attorney team.

- G. Judge Moss made a motion, seconded by Judge Holt, to table the following items until a Special Called Meeting on Monday, March 29, 2021, to be held in Savannah, Georgia. The vote of approval was unanimous.

Designate Fund Consultant
Approve Retirement of Robert Carter as Secretary/Treasurer

- H. Judge Holt made a motion, seconded by Judge Anderson approving the new attorney team hourly rate of \$250. Judges Anderson, Holt, Moss, Murphy, Chairman Bobbitt and Cody Whitlock voted "Yes". Judge Cavanaugh voted "No".

V. PUBLIC RETIREMENT SYSTEMS TRUSTEE TRAINING

Board members in attendance at the meeting today, in person and virtually, will receive one (1) hour of training credit for Financial Presentations.

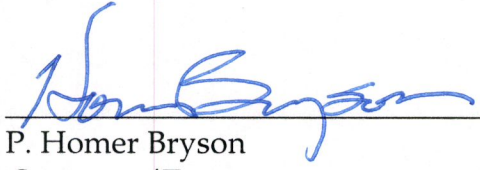
VI. FUTURE MEETING SCHEDULE

The consensus of the board was approval of the following Special Called Meeting: Monday, March 29, 2021 in Savannah, Georgia at 10:00 A.M.

VII. ADJOURNMENT

There being no further business to come before the Board, Judge Cavanaugh made a motion, seconded by Judge Holt, to adjourn the meeting. The vote of approval was unanimous. The meeting was adjourned at 2:00 PM.

Respectfully Submitted,



P. Homer Bryson
Secretary/Treasurer

The above and foregoing minutes were approved at the meeting held on the 29th day of March, 2021.