March 22nd, 2022 Minutes – Denver’s 457(b) Deferred Compensation Committee

REGULAR MEETING: March 22nd, 2022 at 1:00 p.m. In-Person and Virtual Meeting.

**Committee Members Present**
- Zlatko Letica, Finance, Chairperson
- Greg King, Finance, Vice Chairperson
- Anthony Mazzei, Sheriff’s Office
- Ian Culverhouse, Denver Police Department
- Margaret Danuser, Finance (remote)
- Greg Pixley, Denver Fire Department
- John Braverman, Retiree (remote)

**Term Expires**
- 12/31/2024
- 12/31/2024
- 12/31/2023
- 12/31/2023
- 12/31/2022
- 12/31/2022
- 12/31/2024

**Committee Members Not Present**
- Bettye Enders, Retiree
- Chris O’Brien, OHR, Secretary

**Term Expires**
- 12/31/2023
- 12/31/2022

**Financial Advisors**
- Gordon Tewell, Innovest
- Dustin Roberts, Innovest (Remote)

**Plan Advisors Present**
- Michael Burkhart, Nationwide (remote)
- Jamie Holdren, Nationwide (remote)
- Kent Morris, Nationwide (remote)
- Kristopher Morten, Nationwide (remote)
- Joe Schneider, Nationwide (remote)
- Zach Freidman, Nationwide (remote)

**Ex-Officio Non-Voting Member**
- Robert McDermott, Asst. City Attorney (remote)

**Other Attendees**
- Mario Dominguez, DOF

1. CALL TO ORDER
   a. Mr. Letica called the meeting to order at approximately 1:10pm
   b. A quorum is noted.
   c. The Secretary properly posted the notice of the meeting.
   d. Mr. Letica asked for any additions to the Agenda. No additions were made.
   e. Mr. Letica announced Betty Enders resigned from the Committee
   f. Mr. Letica acknowledge Greg Pixley serving on the Committee for 10 years and will be retiring from the Committee at the end of the year.

2. AMENDMENTS TO MINUTES
Minutes for the January 27, 2022 Annual Strategic Planning Meeting were distributed and reviewed.

Discussion: None

Motion: A motion offered by Greg Pixley duly seconded by Ian Culverhouse, to approve the minutes of the January 27, 2022 Annual Strategic Planning Meeting and to direct the Secretary to certify the minutes. The motion carried by the following vote:

Aye: Letica, King, Mazzei, Culverhouse, Pixley, Danuser, Braverman
Nay: 0
Abstain: 0

3. OLD BUSINESS:

a. In-person committee meeting: Zlatko Letica announced the Committee is moving to in-person meetings for the remainder of the year with a remote option. In-person attendance of three committee members is required for a quorum.

b. 2022 Goals: Gordon Tewell, Innovest, reviewed the goals set at the January 2022 Annual Strategic Planning meeting and finalized one last goal with the committee.

Michael Burkhart and Jamie Holdren of Nationwide discussed the metrics and data that will be needed to measure some of these goals. Gordon Tewell agreed that Nationwide is taking a reasonable approach of measurement and methodology for the goals.

Discussion: None

Motion: A motion offered by Greg Pixley and duly seconded by Ian Culverhouse to approve the change to the goal number to read increased contribution rate to 7.6%. The motion carried by the following vote:

Aye: Letica, King, Mazzei, Culverhouse, Pixley, Danuser, Braverman
Nay: 0
Abstain: 0

c. Near Retirement Marketing: Kristopher Morton, Nationwide, discussed efforts of reaching out to those who are near retirement by leveraging the Nationwide retirement institute which offers seminars.

4. NEW BUSINESS:

a. Innovest Contract Amendment: Rob McDermott discussed the proposed one-year new agreement with Innovest. Mr. McDermott reviewed the draft documents of the proposal with the committee and highlighted the examples of prior contracts with Nationwide and Stable Value fund. Mr. McDermott noted the primary difference in this contract is that the
committee will be signing the contract directly and has this authority under the Code. Committee discussion occurred.

**Motion:** A motion offered by Greg Pixley and duly seconded by Margaret Danuser to enter a 1-year contract with Innovest Portfolio Solutions, Inc. for 2022 and delegate to the Committee Chair the authority to: finalize terms substantially in the form presented here today; and to sign the agreement on behalf of the Committee. The motion carried with the following vote:

Aye: Letica, King, Mazzei, Culverhouse, Pixley, Danuser, Braverman
Nay: 0
Abstain: 0

**RPF for Financial Fiduciary Services:** Rob McDermott discussed the RFP for financial fiduciary services and explained the difference in bid process for informal and formal bids. A subcommittee would be appointed and chose three select vendors with input from Nationwide. Committee discussion occurred.

**Motion:** A motion offered by Ian Culverhouse and duly seconded by Greg Pixley to approve the Executive Order 8 informal bid process to solicit bids for financial fiduciary services to the Summit Savings Committee. The motion carried with the following vote:

Aye: Letica, King, Mazzei, Culverhouse, Pixley, Danuser, Braverman
Nay: 0
Abstain: 0

Zlatko Letica mentioned a sub-committee will be formed soon.

b. **Stable Value Fund RFP:** Greg King mentioned that an RFP needs to be formally submitted. The investment sub-committee is working with purchasing and hope to have the RFP out early to mid-April for submissions. Innovest is involved in the selection process. Mr. King noted this RFP is complex. Committee discussion occurred.

**Motion:** A motion offered by Margaret Danuser and duly seconded by Greg Pixley to approve the Executive Order 8 formal bid process to solicit bids for the stable value fund investment services to the Summit Savings Plan. The motion carried with the following vote:

Aye: Letica, King, Mazzei, Culverhouse, Pixley, Danuser, Braverman
Nay: 0
Abstain: 0
c. **Nationwide Monthly Update:** Michael Burkhart discussed the Summit Savings Plan monthly report with plan participation metrics for February 2022.

d. **Nationwide-Staffing Update:** Kristopher Kent mentioned both field representatives servicing the City have resigned from Nationwide. Nationwide assigned other field staff to cover the City until new individuals can be brought on board. Emily Knox, a new field representative will be starting at end of March. Ms. Knox is replacing Greg Grieves. Nationwide is interviewing for one open position. Nationwide discussed possible continuity effort plans. Members of the Committee raised concerns on coverage and in person visits.

e. **Nationwide-My financial wellness planner Pilot Program:** Mike Burkhart mentioned pilot program is underway. Joe Schneider focused on the purpose of the program, tools in the planner, and the metrics that will be shared with the committee moving forward.

f. **Innovest Market Update:** Gordon Tewell discussed markets and current economic conditions.

5. **SUB-COMMITTEE REPORTS**

a. **Branding Sub-Committee:** Audit Sub-Committee: No updates.

b. **DERP/FPPA Partnership Sub-Committee:** No updates.

c. **Investment Sub-Committee:** No updates.

d. **Plan Document Review Sub-Committee:** No updates.

e. **Budget Sub-Committee:** Zlatko Letica gave an update on budget account balances.

f. **Audit Sub-Committee:** Zlatko Letica notified the committee that audit not finalized and only a few items remain. The audit will be wrapped up in a couple of weeks.

g. **Stable Value Fund RFP Sub-Committee:** Zlatko Letica, Greg King, Chris O’Brien, and Ian Culverhouse were assigned to the sub-committee. No updates at this time.

6. **PUBLIC COMMENT:**

John Eckhardt asked about retention efforts and raised concerns about the Financial wellness pilot program content and third-party links. Mr. Eckhardt praised Nationwide on seminars and asked them to highlight them more. Mr. Eckhardt asked for additional information about bidding process for investment advisory services.

7. **EXECUTIVE SESSION:** None

8. **ADJOURN PUBLIC MEETING:**

**Motion:** A motion to adjourn the public meeting offered by and seconded by John Braverman

Aye: Letica, King, Mazzei, Culverhouse, Pixley, Danuser, Braverman
Nay: 0
Abstain: 0

Reminder that the next regular meeting will be held Tuesday, May 24th, 2022, 1:00 p.m. – 3:00 p.m. and will be an in-person meeting with a virtual (phone/online) option. Final details will be posted at a later date.

By signing below the Secretary hereby certifies the above minutes of the March 22nd, 2022 regular meeting were reviewed and approved by a majority vote of Committee members at a regular meeting held on May 24th, 2022.

Respectfully submitted,

Chris O'Brien, Secretary
457(b) Deferred Compensation Committee