



FIRE AND POLICE RETIREE HEALTH CARE FUND, SAN ANTONIO

AGENDA
BOARD OF TRUSTEES MEETING
FIRE AND POLICE RETIREE HEALTH CARE FUND
TO BE HELD AT THE HILTON GARDEN INN SAN ANTONIO AIRPORT
LOCATED AT 12828 SAN PEDRO AVENUE
SAN ANTONIO, TX 78216
May 18, 2020*
10:00 a.m.

COVID-19 NOTICE: Due to the COVID-19 Pandemic, special rules are in effect for members of the public who choose to attend this meeting. Guidelines issued by the City of San Antonio will be observed: <https://covid19.sanantonio.gov/Home>

1. Call to Order:
2. Roll Call: Mike Despres, Doug Berry, Henry Trevino, Andrew Estrada, Chris Lutton, Alex Perez, Councilperson Jada Andrews-Sullivan, Councilperson Melissa Cabello Havrda, Tom Silliman
3. EXECUTIVE SESSION (Discussion only – Closed to Public):
The Board of Trustees may recess the meeting to the public at any time and hold an Executive Session pursuant to the Texas Open Meetings Act, Chapter 551.071, of the Texas Government Code. Such Act provides for Executive Session on any matter to be considered during the meeting as it relates to consultation with attorneys, real property, personnel and other matters. While any matter on the Agenda may also be discussed, these specific matters may be discussed with counsel in Executive Session:
 - a. **Government Code §551.072 – Discussions Regarding Purchase, Exchange, Lease, or Value of Real Property if Deliberation in an Open Meeting Would Have a Detrimental Effect on the Position of Health Fund in Negotiations with a Third Party;**
 - b. **Government Code §551.071 - All Matters Where Health Fund Seeks the Advice of its Attorney as Privileged Communications under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas;**
 - c. **Pending or Contemplated Litigation, including but not limited to, litigation involving**
 - (i) **Valeant, its related companies, and its officers in Civil Action No. 16-3087(MAS)(LHG), In Re Valeant Pharmaceuticals International, Inc. Third-Party Payor Litigation; and**
 - (ii) **Sinclair Broadcast Group in Civil No. CCB-18-3170 in the U.S. District Court for the District of Maryland**
 - d. **Government Code §551.074- Personnel Matters involving Senior Executive Staff and Employees of Health Fund.**
4. Minutes (Discussion and possible action):
 - Board Meeting Minutes for February 24, 2020

5. Public Comment
6. Committee Reports (discussion and possible action):
 - a. Investments:
 - b. Personnel/Audit:
 - c. Benefits:
 - (i) Status of RFP for TPA Services
 - (ii) Coverage of costs of Telemed Medical Services in light of COVID
 - (iii) Mid-year review of Alternative Therapy treatments
 - d. Legislative:
7. Administrative report (discussion and possible action):
 - a. Draft financial reports and list of expenditures for March 1 through May, 2020
 - b. Ratification of all expenditures paid by Executive Director during March, April and May
8. Consultant Reports (discussion and possible action):
 - a. Legal: Report by Frank Burney
 - (i) Discussion and possible settlement of the shareholder derivative lawsuit on behalf of the Fire and Police Retiree Health Care Fund, San Antonio ("San Antonio Health") against officers and directors of Sinclair Broadcast Group.
 - (ii) Discussion and Possible Action on Standards of Conduct
 - (iii) Discussion and Possible Action on Revised Public Comments Policy
 - (iv) Discussion and Possible Action on real estate:
 - 1604 and Rogers Road:
Authorization for the Chairman of the Board to (I) enter into a Contract of Sale with Two Owls Two Aggies, LLC (the "Contract") for the purchase of an unimproved 7.609-acre tract of land near the intersection of Loop 1604 and Rogers Road in San Antonio, Texas (the "Property") containing the following material terms: (a) a purchase price of \$3,138,813.00; (b) earnest money in the amount of \$50,000.00 due upon Contract execution; (c) a sixty-day feasibility period during which the earnest money is refundable, (d) additional non-refundable earnest money of \$50,000.00 due upon the expiration of the feasibility period, (e) a closing date of October 1, 2020; and (f) a cap on Seller's liability equal to four percent (4.0%) of the sales price, (II) execute any amendments to the Contract the Chairman deems necessary or appropriate in consultation with the Fund's counsel, and (III) take any and all actions required to effectuate the Fund's performance of its obligations under under the Contract or that the Chairman otherwise deems

necessary or appropriate in consultation with the Fund's counsel in order to effectuate the closing of the transaction contemplated by the Contract.

Authorization for the Executive Director to take any and all action and expend such funds as he deems necessary to perform a thorough due diligence investigation of the Property during the feasibility period to determine if the Property is suitable for the Fund's purposes.

- Schertz Parkway:
Authorization for the Executive Director to (i) enter into negotiations directly or through the Health Fund's broker for the purchase of a 2.54-acre undeveloped tract of land situated on Schertz Parkway in the Legacy at Forest Ridge Subdivision in San Antonio, Texas, and, (ii) execute, or authorize the Health Fund's broker to execute, a non-binding Letter of Intent with the owner of the tract or the owner's broker. Any definitive contract of sale must be approved by the Board.
- 25111 IH-10 West:
Authorization for the Executive Director to (i) enter into negotiations directly or through the Health Fund's broker for the purchase of a 1.32-acre undeveloped tract of land situated at 25111 IH-10 West, San Antonio, Texas 78257, and, (ii) execute, or authorize the Health Fund's broker to execute, a non-binding Letter of Intent with the owner of the tract or the owner's broker. Any definitive contract of sale must be approved by the Board.

(v) Discussion and possible action on litigation including Valeant Pharmaceuticals International, Inc.

b. Rudd & Wisdom: None.

9. Educational Opportunities (discussion and possible action):

10. Adjournment:

*Meetings originally scheduled for March and April have been postponed until May date because of COVID Pandemic

NOTE:

Speakers may address the Board regarding any specific Agenda Item, on any matter related to Fund business, or on matters that are within the scope of the authority and legislative functions of the Board. Speakers shall be given the opportunity to speak at the beginning of the meeting during "Public Comment" for up to 3 minutes (6 minutes if translation is needed). Persons wishing to address the Board are requested to sign the sign-up sheet at least 5 minutes prior to the Board Meeting and list the Agenda Item to be addressed. Enumerated agenda items are assigned numbers for ease of reference only and will not necessarily be considered by the Board in that particular order. For those who need assistance due to physical challenges, accommodations can be made by contacting James Bounds at 210-494-6500.