



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 HILTON GARDEN INN SAN ANTONIO AIRPORT
12828 SAN PEDRO AVENUE, SAN ANTONIO, TX 78216
Monday, June 29, 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>

To protect the health of the public and limit the potential spread of COVID 19 as directed by Governor of Texas, Bexar County and City of San Antonio, the meeting will be held in compliance with the suspended provisions of the Texas Open Meetings Act with a hybrid format:

*in-person attendance for those Trustees that can attend;

*for those that cannot attend, Trustees can join the meeting through: Zoom

For additional information, please call 210-494-6500

Call to Order:

1. Roll Call: Mike Despres, Doug Berry, Henry Trevino, Andrew Estrada, Chris Lutton, Alex Perez, Councilperson Jada Andrews-Sullivan, Councilperson Melissa Cabello Havrda, Tom Silliman.
2. 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) **ProAssurance Corporation in securities class action for misrepresentation, failing to disclose material information, and violating federal securities laws;****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.**

3. Minutes (Discussion and possible action):

- Board Meeting Minutes for May 18, 2020

4. Public Comment

5. Committee Reports (discussion and possible action):

a. Investments:

b. Personnel/Audit:

- Update on Audit

c. Benefits:

- (i) Status of RFP for TPA Services and selection of Provider
- (ii) Coverage of costs of Telemed Medical Services in light of COVID
- (iii) Mid-year review of Alternative Therapy treatments

d. Legislative:

6. Administrative report (discussion and possible action):

- a. Draft financial reports and list of expenditures

7. 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 in a securities class action litigation against ProAssurance Corporation for misrepresentations, failure to disclose material information, and violating federal securities laws.
- (iii) Discussion and Possible Action on real estate:
 - Update on new clinic opening at 5530 Tezel Road
 - 1604 and Rogers Road: Briefing on acquisition of property and future steps

- Schertz Parkway:
Authorization for the Chairman of the Board and/or Executive Director to (I) enter into a Contract of Sale with PINPOINT LEGACY AT FOREST RIDGE, LLC, (the “Contract”) for the purchase of an unimproved 2.54-acre tract of land on Schertz Parkway approximately one block south of Legacy Oaks Parkway in Guadalupe County, Texas (the “Property”) containing the following material terms: (a) a purchase price of \$916,766.37; (b) earnest money in the amount of \$30,000.00 due upon Contract execution; (c) a 90 day feasibility period during which the earnest money is refundable, and (d) closing to occur 30 days following the end of the feasibility period, (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 the Contract or that the Chairman and/or Executive Director 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.

- 25111 IH-10 West:
Authorization for the Chairman of the Board and/or Executive Director to (I) enter into a Contract of Sale with TEXAS E.P. ENTERPRISES, INC., (the “Contract”) for the purchase of an unimproved 1.32-acre tract of land located at 25111 IH 10 W (near the intersection of Ralph Fair Road) in Bexar County, Texas (the “Property”) containing the following material terms: (a) a purchase price of \$999,999.00; (b) earnest money in the amount of \$27,000.00 due upon Contract execution; (c) a 60 day feasibility period during which the earnest money is refundable, and (d) closing to occur 30 days following the end of the feasibility period, (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 the Contract or that the Chairman and/or Executive Director 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.

b. Rudd & Wisdom: None.

8. Educational Opportunities (discussion and possible action):

9. Adjournment:

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.) 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.

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