

**REGULAR MEETING OF THE ANNUITY AND PENSION BOARD
EMPLOYEES' RETIREMENT SYSTEM OF THE CITY OF MILWAUKEE
789 N. WATER ST. (Employees' Retirement System)
TUESDAY, FEBRUARY 25, 2025 – 10:00 A.M.**

Special Notice: The meeting will be held remotely via video conference. Instructions on how to observe the meeting will be available on ERS's website (www.cmers.com) prior to the meeting.

Please note and observe the following remote attendance etiquette to ensure a smooth and productive meeting:

- In order to cut down on background noise, participants in the meeting should put their phones on mute when they are not participating.
- At the start of the meeting, the Chairman will announce the names of the members of the Board present on the call, as well as anyone else who will be participating.
- Please request to be recognized by the Chairman if you would like to speak.
- Those participating on the call should identify themselves whenever they speak, and should ensure that the other participants on the call can hear them clearly.

REGULAR MEETING

- I. Appointment of Committees for 2025.
 - A. Administration & Operations Committee.
 - B. Investment Committee.
 - C. Legislative Committee.
 - D. Litigation Committee.
- II. Approval of Minutes.
 - A. Annual Meeting Held January 28, 2025.
- III. Chief Investment Officer Report.
- IV. Investment Committee Report.
- V. Legislative Committee Report.
 - A. Amendment of Board Rule II.
 - B. Approval of the Request for Proposal for Management Recruitment Services.
- VI. New Business.
 - A. Retirements, Death Claims, and Refunds (January).
 - B. Conference Requests – February 25, 2025 Board Meeting.
 - C. Approval of Independent Reviewer/Hearing Examiner Christopher Foley.
 - D. Approval of Suspension for Ordinary Disability Benefits for Angela Algae-Cotton.
 - E. Request by Firefighters Local 215 for Pension Payroll Deductions for Political Action Committee Contributions and for Union Membership for Retirees.
- VII. Medical Reports.
 - A. All Duty & Ordinary Disability Applications & Re-examinations (February).

VIII. Unfinished Business.

- A. Pending Legal Opinions and Service Requests Report.
- B. Pending Legislation Report.
- C. Executive Director's Report – Inventory of ERS Projects.
- D. Amendment of Board Rule II.
- E. Approval of the Request for Proposal for Management Recruiting Services.

IX. Informational.

Please be advised that the Annuity and Pension Board may vote to convene in closed session on the following item (IX.A.), as provided in Section 19.85(1)(g), Wisconsin State Statutes, to confer with legal counsel concerning strategy to be adopted by the body with respect to litigation in which it is or is likely to become involved. The Board may then vote to reconvene in open session following the closed session.

- A. Pending Litigation Report.
- B. Conferences.
- C. Class Action Income 2025 YTD.
- D. Adjusted Quarterly Cost Basis of Equity.
- E. Minutes of the Special Legislative Committee Meeting (Committee of the Whole) Held January 28, 2025.
- F. Minutes of the Investment Committee Meeting Held February 13, 2025.
- G. Report on Bills.
- H. Deployment of Assets.
- I. Securities Lending Revenue and Budget Report.
- J. Preliminary Performance Report and Asset Allocation.

MEETING REMINDERS

INVESTMENT COMMITTEE MEETING

THURSDAY, MARCH 13, 2025 – 9:00 A.M.
789 N. WATER ST.

ADMINISTRATION & OPERATIONS COMMITTEE MEETING

WEDNESDAY, MARCH 19, 2025 – 9:00 A.M.
789 N. WATER ST.

REGULAR MEETING OF THE ANNUITY AND PENSION BOARD

TUESDAY, MARCH 25, 2025 – 9:00 A.M.
789 N. WATER ST.

I.

APPOINTMENT OF COMMITTEES FOR 2025

- A. Administration & Operations Committee.
- B. Investment Committee.
- C. Legislative Committee.
- D. Litigation Committee.

II.

APPROVAL OF MINUTES

- A. Regular Meeting Held January 28, 2025.

**EMPLOYEES' RETIREMENT SYSTEM OF THE CITY OF MILWAUKEE
ANNUITY AND PENSION BOARD**

Minutes of the Annual Meeting
held January 28, 2025 via teleconference

The meeting was called to order at 10:02 a.m.

Board Members Present: Matthew Bell, Chair
 Bill Christianson
 Justin DeCleene
 Deborah Ford
 Timothy Heling
 Thomas Klusman
 Rudolph Konrad
 Nik Kovac

Retirement System Staff Present: Jerry Allen, Executive Director
 Melody Johnson, Deputy Director
 Erich Sauer, Deputy Chief Investment Officer
 Keith Dickerson, Pension Investment Analyst – Sr.
 Thomas Courtright, Pension Investment Analyst – II.
 Aaron Shew, Pension Investment Analyst – II.
 Gust Petropoulos, Deputy Director – Disability
 Mary Turk, Business Operations Analyst
 Jan Wills, Board Stenographer

Others Present: Lauren Albanese, Financial Investment News; Patrick McClain, City Attorney's Office; Terry Siddiqui, DS Consulting, Inc., eight members of the public called in to the meeting.

Annual Meeting.

Introduction of New Board Member. Mr. Bell welcomed Mr. DeCleene who won the election last Fall and said this is his first meeting as a new Board member. Mr. DeCleene said he is grateful to be here and is a 17-year member of the Milwaukee Police Department.

Officers for 2025.

Election of Chair. Mr. Bell asked for nominations for Chair of the Annuity and Pension Board. Mr. Klusman nominated Mr. Bell for Chair. Mr. Bell asked for any other nominations for Election of Chair. Mr. Bell asked for a final and third time for any further nominations for Chair. It was moved by Ms. Ford, seconded by Mr. Kovac, and unanimously carried, to re-elect Mr. Bell as Chair of the Annuity and Pension Board for 2025.

Election of Vice-Chair. Mr. Bell asked for nominations for Vice-Chair of the Annuity and Pension Board. Mr. Bell nominated Mr. Kovac for Vice-Chair. Mr. Bell asked a second and third time for any other nominations for Election of Vice-Chair for 2025. It was moved by Mr. Bell,

seconded by Mr. Christianson, and unanimously carried, to re-elect Mr. Kovac as Vice-Chair of the Annuity and Pension Board for 2025. Mr. Allen added that the Chair would appoint the Committee Chairs next month and Board members should talk with Mr. Bell if interested in a committee.

Approval of Minutes.

Regular Meeting Held December 17, 2024. It was moved by Mr. Heling, seconded by Mr. DeCleene, and unanimously carried, to approve the Regular Meeting Held December 17, 2024.

Chief Investment Officer Report. Mr. Sauer noted the Fund value as of December 31, 2024 was \$5.86 billion, with all of the Fund's data now reflected in Northern Trust. He said the Fund return of -1.7% in December, net of fees, underperformed by approximately 90 basis points. Mr. Sauer said the -1.7% brought the total Fund return to 6.8%. Because the return is so close to the Fund's 6.8% assumed rate of return, Mr. Sauer went into detail on the rounding of the return. In instances where the return is shown to one decimal place, it will be shown as 6.8%. In instances like the actuary report, where we show the return to two decimal places, it will be shown as 6.85%. He said the primary relative performance driver was Public Equity Style Bias, detracting 45 basis points, primarily Value and Small Cap. Mr. Sauer noted for Manager Selection, Private Equity detracted 62 basis points. He stated Private Equity was up 1.8% for December, which did not keep up with the Public Equity benchmark. Mr. Sauer said the Fund has underperformed the benchmark in the one- and five-year time periods, while outperforming in the longer time periods. He stated for 2024 that the Fixed Income, Absolute Return, and Real Asset asset classes outperformed their respective benchmarks, net of fees. Mr. Sauer noted seven out of 15 active mandates outperformed net of fees. He said year-to-date, the Fund had a change in the value of investments of \$407.3 million, paid benefits and expenses of \$510.5 million, and received contributions of \$252.5 million. Mr. Sauer said as of January 27, 2025, the Fund return is up 1.6% month-to-date, and the Fund value is at \$6.17 billion and seven out of 12 active mandates are outperforming year-to-date. He said there is an investment change year-to-date of \$99.3 million, received \$212.2 million in contributions, and paid out \$2.0 million in expenses. Mr. Sauer concluded this month's benefits will be paid out of the cash balances due to this month's contributions. Discussion ensued.

Mr. Sauer made one announcement regarding the Investment Committee Meeting on February 13. He stated Callan would continue the de-risking discussion begun in December, there will be a deeper dive into 2024 performance with the quarterly performance presentation, there will be the Value Add Analysis done at the beginning of each year, and there will be a number of due diligence reports.

Legislative Committee Report. Ms. Ford said there was nothing further to report after the earlier 9:00 a.m. Legislative Committee of the Whole meeting.

New Business.

Authorization to Sign Vouchers. It was moved by Mr. Bell, seconded by Ms. Ford, and unanimously carried, to approve the Authorization to Sign Vouchers.

Retirements, Death Claims, and Refunds (December). Mr. Allen presented the following activity for the month of December 2024.

Administrative Withdrawal	\$9,636.36
Full Refund	\$103,379.03
Active Death Benefits reported	\$0.00
Deferred Death	\$0.00
Deferred Death-Member Only Refund	\$953.97
Ordinary Death Benefits reported	\$0.00
Retired Death Benefits reported	\$13,873.77
Survivor Death – Termination Benefits reported	\$7,614.00
Refund of Member Contributions paid	\$24,303.36

It was moved by Mr. Bell, seconded by Mr. DeCleene, and unanimously carried, to approve the Retirements, Death Claims, and Refunds report for December 2024.

Conference Requests – January 2025 Board Meeting. Mr. Allen presented the conference requests for January.

Keith Dickerson	Harrison St. Annual Investor Conference
Sponsor:	Harrison St.
Location:	Nashville, TN
Date(s):	April 28-30, 2025
Estimated Cost:	\$1,000.00

It was moved by Mr. Heling, seconded by Mr. Christianson, and unanimously carried, to approve the Conference Requests – January 2025 Board Meeting.

Approval of 2024 Securities Lending Budget. Mr. Allen noted this is an annual housekeeping item and that there is a requirement in the Charter that every year the Board has to authorize sweeping the Securities Lending Revenue into the Combined Fund. He said the revenue this year is approx. \$919,000. Mr. Sauer added that there are people who want to borrow the Fund’s securities for many reasons, with the most typical reason being is if they want to establish a “short” position and borrowing our securities, selling them, and buying it back later to make a profit. Mr. Sauer said Northern Trust administers the securities lending for the ERS and they provide protection for the Fund, making sure the Fund gets its securities back when needed. He noted the entity borrowing securities from the ERS pays a fee and Northern Trust invests that collateral and earns a spread on that collateral. Mr. Sauer stated they lend \$300-\$400 million in stocks and a few

hundred million in bonds. He added the ERS only takes cash collateral. It was moved by Mr. DeCleene, seconded by Ms. Ford, and unanimously carried, to approve the Approval of 2024 Securities Lending Budget.

Annual Obligation of Trustees and ERS Officers to Submit Annual Statement of Economic Interest. Mr. Bell reminded the Board members the due date is February 28, 2025 and there is a penalty fee.

Approval of Resolution for Annuity & Pension Board Member Molly King. Mr. Bell read the resolution for Ms. King.

WHEREAS, Ms. Molly King, Trustee of the Annuity and Pension Board, conscientiously served in the above capacity from January 2021 through December 2024 and represented this System during her tenure of office; and

WHEREAS, Ms. King's knowledge of pension benefits, and her prior six years of service in the City of Milwaukee's Budget and Management Division providing strategic advice to the City and Employees' Retirement System on matters concerning the System, enabled her to make valuable contributions to the Annuity and Pension Board and the well-being of the Employees' Retirement System of the City of Milwaukee and its tens of thousands of members and beneficiaries; and

WHEREAS, Ms. King served diligently on the Investment Committee of the Annuity and Pension Board throughout her tenure, assisting in the prudent development and implementation of the Employees' Retirement System's highly successful Investment Policy which has generated several billions of dollars of returns for the exclusive benefit of the System's Members and Beneficiaries; and

WHEREAS, Ms. King, served diligently as a member of the Administration and Operations Committee of the Annuity and Pension Board from March 2021 through December 2024, and as Vice-Chair of the Committee throughout her tenure, during which time she oversaw the continued successful operations of the ERS, especially during the global emergency of the COVID-19 pandemic; and

WHEREAS, Ms. King's departure will be a great loss to the Annuity and Pension Board and the members of the Employees' Retirement System; therefore, be it

RESOLVED, By the Annuity and Pension Board that it hereby expresses its sincere appreciation for the valuable and conscientious service of Ms. King; and be it

FURTHER RESOLVED, That this resolution be recorded in the permanent records of this Board and that a suitably engrossed copy be forwarded to Ms. King. Adopted January 28, 2025 by the Annuity and Pension Board.

It was moved by Mr. Bell, seconded by Mr. Christianson, and unanimously carried, to approve the Approval of Resolution for Annuity & Pension Board Member Molly King.

Medical Reports.

Mr. Petropoulos presented certifications (January 2025) of the Fire and Police Medical Panel Physicians and the Medical Council relative to Duty & Ordinary Disability Retirement benefits as follows:

All Duty & Ordinary Disability Applications & Re-examinations (January).

<u>Police – Re-examinations – Duty</u>	<u>Recommendation</u>
Christian Hlavinka	Approval
Willie Huerta	Approval
<u>Fire – Re-examinations – Duty</u>	<u>Recommendation</u>
Kenneth Berget	Approval
Scottt Hoth	Approval
Tony Jones	Approval

Mr. Petropoulos noted for the February Medical Council meeting, Mr. McClain will be doing a presentation to the new alternate doctor and the entire council. He also stated Board members can attend the presentation outlining the duties and processes of the medical council.

It was moved by Mr. DeCleene, seconded by Mr. Klusman, and unanimously carried, to approve the Duty & Ordinary Disability Applications & Re-examinations for January.

Unfinished Business.

Pending Legal Opinions and Service Requests Report. Mr. McClain said there are no specific updates this month.

Pending Legislation Report. Mr. Allen stated the two items listed were discussed at the Legislative Committee this morning.

Executive Director’s Report – Inventory of ERS Projects. As a matter of information, Staff presented a report on the ERS projects and updated the Board on ERS activities, a copy of which is on file with the Board Secretary and by reference incorporated as part of these minutes.

Approval of Legislative Audit Bureau Invoice. Mr. Allen stated the Legislative Audit Bureau invoice amount is \$145,000 and it meets the standard of being reasonable. Discussion ensued. It was moved by Mr. Klusman, seconded by Mr. Christianson, and unanimously carried, to approve the Approval of Legislative Audit Bureau Invoice.

Approval of 2025 A&O Committee Audit Charter. Mr. Allen noted this charter was last updated in June 2024 and the LAB has requested it be further updated to reflect the requirements

of Act 12. Discussion ensued. It was moved by Mr. Klusman, seconded by Mr. Heling, and unanimously carried, to approve the Approval of 2025 A&O Committee Audit Charter.

Informational.

Mr. Bell advised that the Annuity and Pension Board may vote to convene in closed session on the following item as provided in Section 19.85(1)(g), Wisconsin State Statutes, to confer with legal counsel concerning strategy to be adopted by the body with respect to litigation in which it is or is likely to become involved. The Board may then vote to reconvene in open session following the closed session.

The Board did not convene in closed session as noticed.

- 1) Pending Litigation Report.
- 2) Conferences.
- 3) Class Action Income 2024.
- 4) Minutes of the Administration & Operations Committee Meeting Held December 12, 2024.
- 5) Copies of the Board Rules and Regulations and ERS Ethics Policy.

The following is a list of activities since the last Board meeting, copies sent with meeting notice and attached to minutes:

- 6) Report on Bills.
- 7) Deployment of Assets.
- 8) Securities Lending Revenue and Budget Report.
- 9) Preliminary Performance Report and Asset Allocation.
- 10) ERS Holdings Report

Mr. Bell accepted and placed the Informational items on file.

There being no further business to come before the meeting, it was moved by Ms. Ford and seconded by Mr. Christianson to adjourn the meeting.

Mr. Bell adjourned the meeting at 11:25 a.m.

Bernard J. Allen
Secretary and Executive Director

NOTE: All proceedings of the Annuity and Pension Board Meetings and related Committee Meetings are recorded. All recordings and material mentioned herein are on file in the office of the Employees' Retirement System, 789 N. Water Street, Suite 300.)

III.

CHIEF INVESTMENT OFFICER REPORT

Milwaukee Employees' Retirement System - February 25, 2025

Fund as of January 31, 2025

*Fund value of \$6.13b.

*Fund return of 1.75% in Jan., net of fees, outperformed by approximately 18bp.

*Primary Relative Perf. Drivers:
Public Equity Style Bias 15bp
Primarily Int'l & Large Value

*Fund has underperformed the benchmark in the 1 and 5-year periods, while outperforming in longer time periods shown.

Feb. Update (as of 2/18/25)

*Fund return 0.9% MTD
*Fund return 2.6% YTD
*Fund value \$6.19b

*6 out of 15 active mandates outperforming YTD.

*Public Equity, Fixed Income, and Absolute Return asset classes outperforming their respective benchmarks, net of fees.

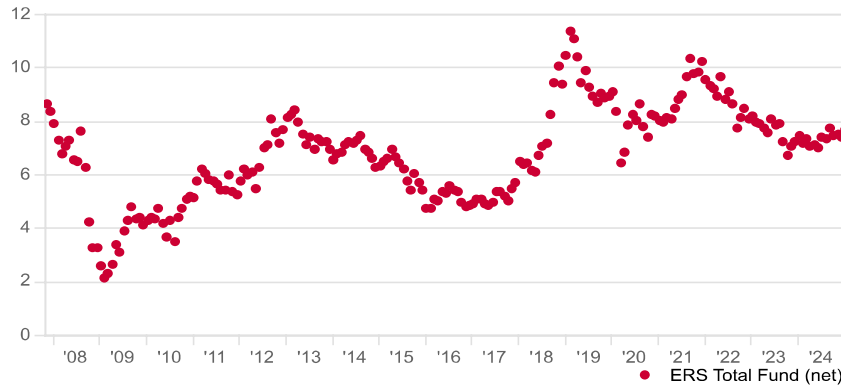
*Investment Change: \$160.4m
*Contributions: 214.9m
*Benefits & Expenses: 42.9m

Monthly Withdrawals:

Brands \$11m

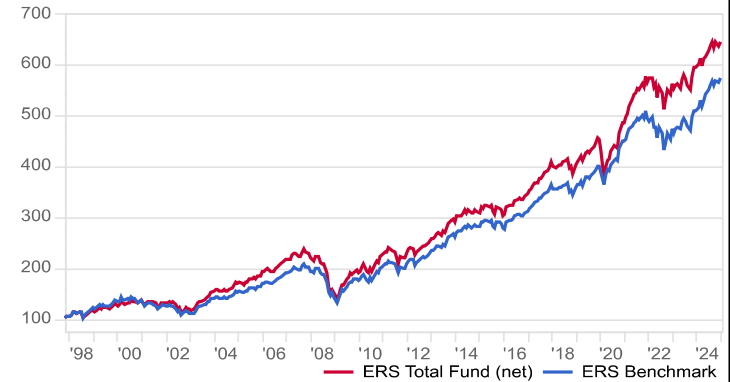
Total Fund - 10-Year Rolling Returns

11/28/1997 to 1/31/2025



Growth of \$100 - Total Fund & ERS Benchmark

11/28/1997 to 1/31/2025



Return Data

Source Data: Monthly Return

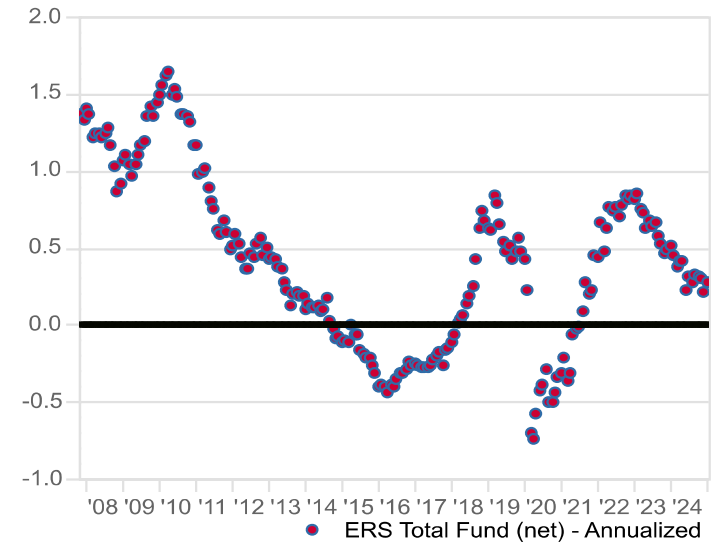
	1 Month	1 Year	5 Year	10 Year	15 Year	20 Year
Total Fund (net)	1.7	8.8	7.4	7.7	8.5	7.0
ERS Benchmark	1.6	12.5	7.5	7.4	8.3	6.9

Total Fund - 20-Year Risk & Return Data

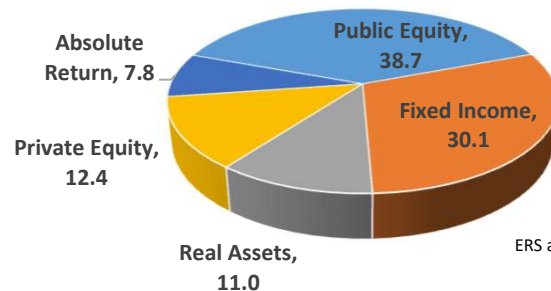
	Return	Std Dev	Tracking Error	Info Ratio (arith)	Sharpe Ratio	Alpha	Beta
Total Fund (net)	7.0	10.2	2.5	0.0	0.5	-0.4	1.1
ERS Benchmark	6.9	9.2	--	--	0.6	0.0	1.0

Total Fund - 10-Year Rolling Excess Returns

11/28/1997 to 1/31/2025

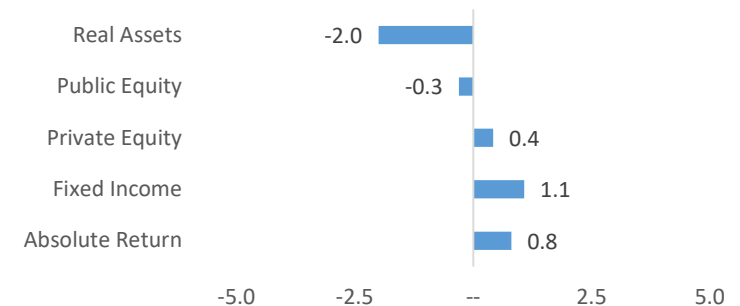


ERS Allocation as of January 31, 2025



ERS allocation weights may not total 100% due to rounding

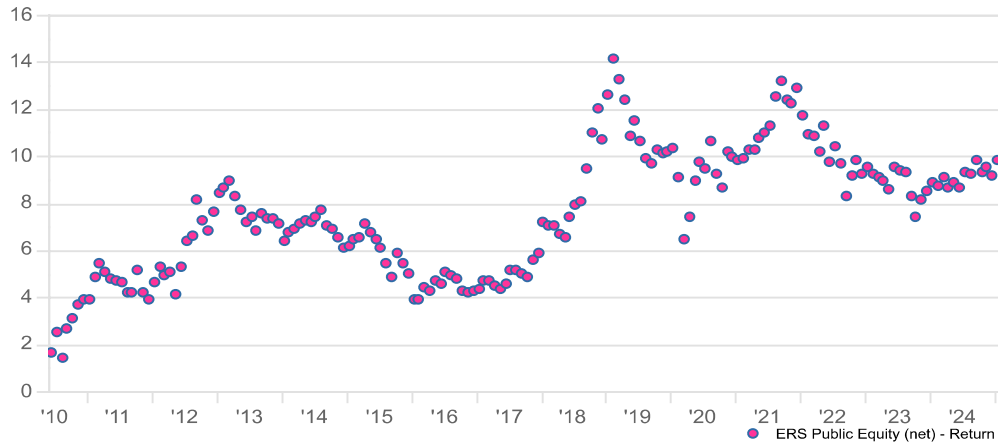
Asset Allocation vs Policy as of January 31, 2025



Milwaukee Employees' Retirement System - February 25, 2025

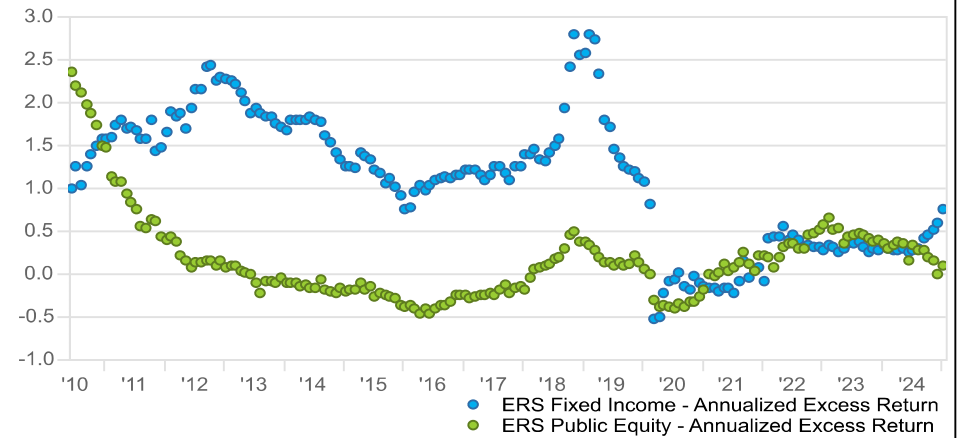
Public Equity - 10-Year Rolling Returns

06/30/2000 to 1/31/2025



Asset Class - 10-Year Rolling Excess Returns

06/30/2000 to 1/31/2025



Return Data

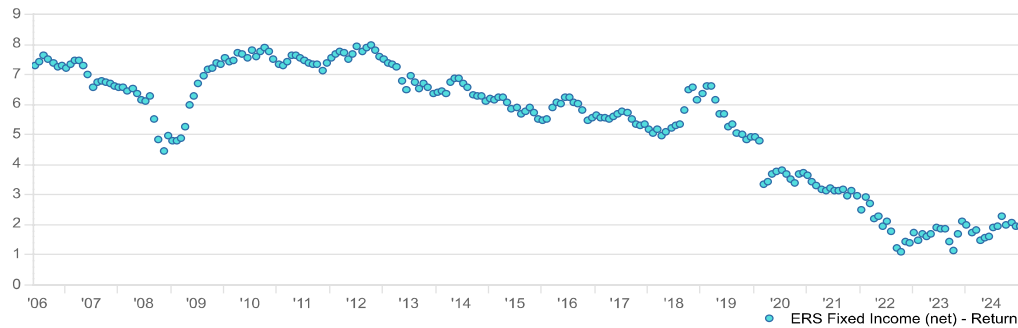
	1 Month	1 Year	5 Year	10 Year	15 Year	20 Year
Public Equity	3.7	16.4	11.2	10.2	10.9	8.3
Public Equity (net)	3.7	16.0	10.8	9.8	10.5	8.0
Public Equity Benchmark	3.3	19.9	10.7	9.7	10.4	8.0
MSCI ACWI IMI NR USD	3.3	19.9	10.7	9.5	9.7	8.0

Risk Adjusted Returns (6/30/14 - 1/31/25)*

	Return	Std Dev	Sharpe Ratio	Max Drawdown
Public Equity (net)	8.9	15.2	0.5	-25.3
Fixed Income (net)	1.8	6.5	0.0	-13.6
Absolute Return (net)	6.3	9.0	0.5	-27.1

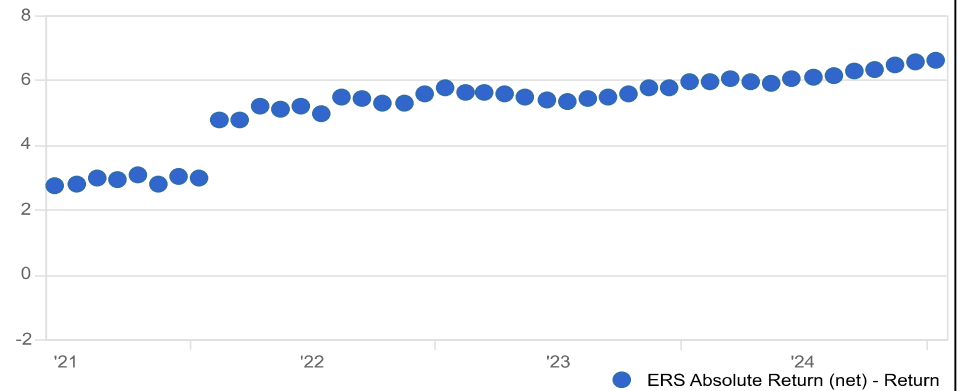
Fixed Income - 10-Year Rolling Returns

06/28/1996 to 1/31/2025



Absolute Return - 7-Year Rolling Returns

06/30/2014 to 1/31/2025



Return Data

	1 Month	1 Year	5 Year	10 Year	15 Year	20 Year
Fixed Income	0.6	3.3	-0.3	2.1	3.2	4.2
Fixed Income (net)	0.6	3.3	-0.4	1.9	3.1	4.0
Bbg US Agg Bond TR USD	0.5	2.1	-0.6	1.2	2.3	3.0

Return Data

	1 Month	1 Year	3 Year	5 Year	10 Year	Inception*
Absolute Return (net)	1.1	11.2	14.0	6.6	6.2	6.3
90-Day T-Bill + 3%	0.6	8.1	7.3	5.6	4.9	4.8

*Absolute Return inception date is June 30, 2014

IV.

INVESTMENT COMMITTEE REPORT

V.

LEGISLATIVE COMMITTEE REPORT

- A. Amendment of Board Rule II.
- B. Approval of the Request for Proposal for Management Recruitment Services.

VI.

NEW BUSINESS

- A. Retirements, Death Claims, and Refunds (January).
- B. Conference Requests – February 25, 2025 Board Meeting.
- C. Approval of Independent Reviewer/Hearing Examiner Christopher Foley.
- D. Approval of Suspension for Ordinary Disability Benefits for Angela Algae-Cotton.
- E. Request by Firefighters Local 215 for Pension Payroll Deductions for Political Action Committee Contributions and for Union Membership for Retirees.

Retirement Type	Retirement SubType	Last Name	First Name	Retirement Date	Option	Department
Regular	Deferred	ZILLER	JANE	8/18/2020	MAX	CITY OF MILWAUKEE
Regular	Service	GOINS	TERRY	5/28/2022	100	MILWAUKEE PUBLIC SCHOOLS
Regular	Deferred	CHAPPELL	JODEE	7/27/2023	MAX	CITY OF MILWAUKEE
Regular	Deferred	REAMER	BETH	9/6/2024	MAX	MILWAUKEE PUBLIC SCHOOLS
Regular	Deferred	RICKARD	MICHELE	9/7/2024	MAX	MILWAUKEE POLICE DEPARTMENT
Regular	Deferred	JOHNSON	CARMELITA	9/13/2024	MAX	CITY OF MILWAUKEE
Regular	Deferred	MEYER	MARGARET	10/10/2024	MAX	DPW - WATER DEPARTMENT
Regular	Service	SMITH	BESSIE	11/2/2024	MAX	MILWAUKEE PUBLIC SCHOOLS
Regular	Deferred	PEPPERS	CYNTHIA	12/8/2024	MAX	MILWAUKEE PUBLIC SCHOOLS
Regular	Service	JACKSON	VINCENT	12/8/2024	75	CITY OF MILWAUKEE
Regular	Service	LEE	DANIEL	12/9/2024	MAX	LIBRARY - CENTRAL LIBRARY
Regular	Deferred	HUSSINGER	JEFFREY	12/10/2024	MAX	HEALTH DEPARTMENT
Regular	Involuntary Separation	HOBSON	PATRICK	12/10/2024	MAX	DPW-OPS-FORESTRY
Regular	Deferred	SUTTLE	KELLY	12/16/2024	100	CITY OF MILWAUKEE
Regular	Deferred	BURKHOLDER	TIMOTHY	12/17/2024	100	MILWAUKEE POLICE DEPARTMENT
Regular	Service	GARCES	DAVID	12/21/2024	75	DEPT OF NEIGHBORHOOD SRVCS
Regular	Service	STIRMEL	SUSAN	12/21/2024	MAX	MILWAUKEE POLICE DEPARTMENT
Regular	Service	ZARR	BRIAN	12/21/2024	MAX	PARKING
Regular	Service	BLUM	BRADLEY	12/22/2024	100	MILWAUKEE POLICE DEPARTMENT
Regular	Service	WILBERT	GAIL	12/22/2024	MAX	LIBRARY - NEIGHBORHOOD SRVC
Regular	Service	HARRIS	MARY	12/23/2024	MAX	MILWAUKEE PUBLIC SCHOOLS
Regular	Service	SANFORD	DONALD	12/26/2024	MAX	MILWAUKEE POLICE DEPARTMENT
Regular	Service	PRICE	CHERYL	12/27/2024	MAX	PARKING
Regular	Deferred	GLUNTZ	PATRICIA	12/28/2024	MAX	CITY OF MILWAUKEE
Regular	Deferred	MILLER	TROY	12/28/2024	MAX	MILWAUKEE POLICE DEPARTMENT
Regular	Deferred	KURSZEWski	THERESE	12/30/2024	MAX	MILWAUKEE PUBLIC SCHOOLS
Regular	Deferred	RODRIGUEZ	RUBEN	12/30/2024	MAX	MILWAUKEE PUBLIC SCHOOLS
Regular	Service	BEAUMONT	TIMOTHY	12/31/2024	MAX	FIRE - FIREFIGHTING
Regular	Service	DIXON	JOHN	12/31/2024	100	MILWAUKEE PUBLIC SCHOOLS
Regular	Service	GARDNER	BRIAN	12/31/2024	50	FIRE - FIREFIGHTING
Regular	Service	KOFFARNUS	RICK	12/31/2024	100	HACM
Regular	Deferred	JOHNSON	ALVIN	1/1/2025	50	MILWAUKEE PUBLIC SCHOOLS
Regular	Deferred	LEE	TINGHONG	1/1/2025	MAX	MILWAUKEE PUBLIC SCHOOLS
Regular	Deferred	MARTIN	JEFFREY	1/1/2025	100	DPW-INFRASTRUCTURE-BRIDGES & BLDGS
Regular	Service	DE MALIGNON	NANCY	1/1/2025	MAX	MILWAUKEE PUBLIC SCHOOLS
Regular	Service	HINES	WILLIE	1/1/2025	100	HACM
Regular	Service	ROBERTS	TINA	1/1/2025	50	MILWAUKEE POLICE DEPARTMENT
Regular	Service	WAITE	MICHAEL	1/1/2025	100	MILWAUKEE PUBLIC SCHOOLS
Survivor	Ordinary Death	VERFURTH	KAREN	1/1/2025	100	MILWAUKEE METROPOLITAN SEWERAGE DISTRICT

Board Report - January 2025

					Deaths
Type	Last Name	First Name	Death Date	Payment Date	Amount
Deferred Death	DANZY	SHELIA	1/1/2025	1/31/2025	\$ 18,238.92
Deferred Death	SPENCE	LATISHA	9/5/2024	1/31/2025	\$ 5,126.25
Retiree Death-Termination	AVERILL	WILLIAM	9/11/2024	1/31/2025	\$ 378.25
Retiree Death-Termination	CHRISTIAN	JACQUELYN	9/23/2024	1/31/2025	\$ 1,997.67
Retiree Death-Termination	DIXON	RALPH	12/12/2024	1/31/2025	\$ 995.58
Retiree Death-Termination	FERGUSON	JANICE	11/18/2022	1/31/2025	\$ 1,341.67
Retiree Death-Termination	GULBRONSON	ROSEMARIE	9/27/2024	1/31/2025	\$ 92.86
Retiree Death-Termination	KONCZAK	ETHEL	11/6/2024	1/31/2025	\$ 270.90
Retiree Death-Termination	MATHY	DAVID	11/25/2024	1/31/2025	\$ 2,846.42
Retiree Death-Termination	PARKER	VERNICE	8/2/2023	1/31/2025	\$ 97.88
Retiree Death-Termination	RUSKA	JOSETTE	12/28/2024	1/31/2025	\$ 725.42
Retiree Death-Termination	SEMONS	JACQUELINE	9/23/2024	1/31/2025	\$ 3,942.20
Retiree Death-Termination	WADE	SALLY	10/20/2024	1/31/2025	\$ 836.07
Retiree Death-Termination	WINGERS	GLORIA	11/25/2024	1/31/2025	\$ 2,493.47
Retiree Death-Termination	ZANDRON	CAROLE	10/21/2024	1/31/2025	\$ 711.50
Retiree Death-Termination	ZINKY	ARTHUR	12/31/2024	1/31/2025	\$ 327.75
Surv Death-Termination	FOERSTER	INGEBURG	11/23/2024	1/31/2025	\$ 860.92
Surv Death-Termination	GULBRONSON	ROSEMARIE	9/27/2024	1/31/2025	\$ 3,246.02
Surv Death-Termination	HELFENSTEIN	MARY	12/1/2024	1/31/2025	\$ 148.02
Surv Death-Termination	JOERS	MARIE	9/24/2024	1/31/2025	\$ 812.68
Surv Death-Termination	KOZLOWSKI	CHARLINE	10/13/2024	1/31/2025	\$ 1,964.77
Surv Death-Termination	LESNIESKI	CAROL	11/16/2024	1/31/2025	\$ 1,305.72
Surv Death-Termination	MEINHOLZ	BARBARA	12/6/2024	1/31/2025	\$ 647.55
Surv Death-Termination	MURRAY	ROSE	10/30/2024	1/31/2025	\$ 4,485.39
Surv Death-Termination	O'DONOGHUE	WILFRIEDA	10/23/2024	1/31/2025	\$ 420.26
Surv Death-Termination	PAULI	LEE	9/16/2024	1/31/2025	\$ 783.17
Surv Death-Termination	SCHULZ	SHIRLEY	11/3/2024	1/31/2025	\$ 85.19
Surv Death-Termination	SHARP	CAROLYN	11/12/2024	1/31/2025	\$ 1,226.90
Surv Death-Termination	WAYER	PATRICIA	11/18/2024	1/31/2025	\$ 485.34
TOTAL					\$ 56,894.74

Type	Last Name	First Name	Death Date	Payment Date	Amount
Retiree Death-Cont Opt	BITZER	LAURIE	1/8/2025	1/1/2025	
Retiree Death-Cont Opt	FRITZ	AMY	12/24/2024	1/1/2025	
Retiree Death-Cont Opt	GIAIMO	SUZANNE	11/23/2024	1/1/2025	
Retiree Death-Cont Opt	GOODMAN	DANIEL	12/17/2024	1/1/2025	
Retiree Death-Cont Opt	HASELEY	FRANKLYN	1/15/2025	1/1/2025	
Retiree Death-Cont Opt	HEDLOF	EINAR	1/9/2025	1/1/2025	
Retiree Death-Cont Opt	HERRIGES	NORA	1/9/2025	1/1/2025	
Retiree Death-Cont Opt	KUCKES	KENNETH	1/3/2025	1/1/2025	
Retiree Death-Cont Opt	KYLES	JAMES	1/2/2025	1/1/2025	
Retiree Death-Cont Opt	MAICHLE	DONALD	12/29/2024	1/1/2025	
Retiree Death-Cont Opt	MOORE	NANCY	12/26/2024	1/1/2025	
Retiree Death-Cont Opt	NELSON	DENNIS	1/2/2025	1/1/2025	
Retiree Death-Cont Opt	PAAR	LARRY	1/18/2025	1/1/2025	
Retiree Death-Cont Opt	PAULICK	LUCILLE	1/10/2025	1/1/2025	
Retiree Death-Cont Opt	SMITH	TIA	12/22/2024	1/1/2025	
Retiree Death-Cont Opt	STOLLENWERK	PHILIP	1/17/2025	1/1/2025	
Retiree Death-Cont Opt	TESCH	WALTER	12/28/2024	1/1/2025	
Retiree Death-Cont Opt	VERFURTH	KATHLEEN	10/15/2024	1/1/2025	

Board Report - January 2025

Withdrawals

Type	Last Name	First Name	Payment Date	Amount
Administrative Withdrawal	BELL	KENYATTA	1/31/2025	\$ 533.50
Administrative Withdrawal	CAMACHO-ROBLES	IRIS	1/31/2025	\$ 163.25
Administrative Withdrawal	CHOINSKI	HEATHER	1/31/2025	\$ 1,572.21
Administrative Withdrawal	COLBERT	JETAUN	1/31/2025	\$ 4,493.99
Administrative Withdrawal	GRIMES	KAYLA	1/31/2025	\$ 465.00
Administrative Withdrawal	HAYNES	DIAMOND	1/31/2025	\$ 597.63
Administrative Withdrawal	MARTINEZ	RAUL	1/31/2025	\$ 51.93
Administrative Withdrawal	MEDREK	GEORGE	1/31/2025	\$ 86.10
Administrative Withdrawal	MICHALAK	NICOLE	1/31/2025	\$ 836.48
Administrative Withdrawal	ORTIZ-COLON	VERONICA	1/31/2025	\$ 645.55
Administrative Withdrawal	SCARBROUGH	ANTONIO	1/31/2025	\$ 300.89
Administrative Withdrawal	THUEMLER	KAYLA	1/31/2025	\$ 461.50
Full Refund	BRANDEMUEHL	THERESA	1/31/2025	\$ 16,413.04
Full Refund	COMAN	STEPHANIE	1/31/2025	\$ 3,398.30
Full Refund	DUCKWORTH	NORMA	1/31/2025	\$ 10,186.30
Full Refund	GREEN	DONTANIAN	1/31/2025	\$ 17,716.76
Full Refund	HINTON	TERRENCE	1/31/2025	\$ 6,818.40
Full Refund	HUSBAND	DIKEMBE	1/31/2025	\$ 4,926.24
Full Refund	LEE	TENG	1/31/2025	\$ 69,547.80
Full Refund	RIVAS-ADORNO	LUIS	1/31/2025	\$ 5,913.38
Full Refund	SIMS	DARION	1/31/2025	\$ 1,841.49
Full Refund	THOMPSON	JAMAICA	1/31/2025	\$ 12,959.47
Full Refund	ZBICHORSKI	ANASTASIA	1/31/2025	\$ 32,504.71
Member Only Refund	BOUNDS	JASMINE	1/31/2025	\$ 4,672.02
Member Only Refund	BUCK	THERESA	1/31/2025	\$ 362.57
Member Only Refund	CAWTHORN	WILLIAM	1/31/2025	\$ 5,720.80
Member Only Refund	CROWLEY	SEQUETTA	1/31/2025	\$ 3,850.30
Member Only Refund	DE JUNCO	ANDREW	1/31/2025	\$ 1,003.37
Member Only Refund	DIXON	SHONNIQUA	1/31/2025	\$ 1,491.46
Member Only Refund	GEIGER	COURTNEY	1/31/2025	\$ 4,332.90
Member Only Refund	JENSEN	ZACHARY	1/31/2025	\$ 338.67
Member Only Refund	JILES	HEIDI	1/31/2025	\$ 1,329.42

Type	Last Name	First Name	Payment Date	Amount
Member Only Refund	JULIAN	KYLE	1/31/2025 \$	2,662.62
Member Only Refund	KUYKENDALL	YASHICA	1/31/2025 \$	1,409.11
Member Only Refund	PIGEE	DOMINIQUE	1/31/2025 \$	2,344.02
Member Only Refund	PORCARO	ALAN	1/31/2025 \$	3,689.36
Member Only Refund	POWELL	KENYA	1/31/2025 \$	1,728.67
Member Only Refund	RAMOS	RAUL	1/31/2025 \$	2,480.00
Member Only Refund	ROBERTSON	NEKELIA	1/31/2025 \$	1,696.39
Member Only Refund	RODRIGUEZ	YAJAIRA	1/31/2025 \$	168.89
Member Only Refund	SMITH	KALITA	1/31/2025 \$	524.49
Member Only Refund	WARD	MELISSA	1/31/2025 \$	2,579.42
Member Only Refund	WARD	TOMESHA	1/31/2025 \$	3,413.87
Member Only Refund	WILLIAMS	KRISTIE	1/31/2025 \$	808.63
			TOTAL \$	239,040.90

Conference Requests – February 2025 Board Meeting

Keith Dickerson, Aaron Shew	BlackRock Due Diligence
Sponsor:	BlackRock
Location:	San Francisco, CA
Date(s):	May 27-29, 2025
Estimated Cost:	\$1,700.00 per person



Memorandum

TO: Bernard J. Allen, Executive Director
Melody Johnson, Deputy Director
Annuity and Pension Board Members

FROM: Gust Petropoulos, Deputy Director

DATE: February 23, 2025

RE: **Independent Reviewer/Hearing Examiner – Christopher Foley**

In an effort to expand the roster of Reviewers and Hearing Examiners (*pursuant to §36-15-18, MCC and Annuity & Pension Board Rules and Regulations §§XX and XXI*) I reached out to Christopher Foley to assess if he had interest in serving in this capacity. He came recommended by current Hearing Examiner Paul Reilly. After some discussion, Mr. Foley indicated that he would like to assist, was amenable to the terms of service, and provided his CV.

Assistant City Attorney Patrick McClain reviewed Mr. Foley's credentials and has indicated that he is well qualified for service as a Reviewer or Hearing Examiner.

**CHRISTOPHER FOLEY
CIRCUIT JUDGE (RETIRED)
2545 N. 93RD
WAUWATOSA, WISCONSIN 53226**

EDUCATION

Marquette University H.S. (1971)

Marquette University (1975)—BA Political Science—with honors.

Marquette University Law School (1978)—JD—with honors

EMPLOYMENT

Law Clerk for Wisconsin Court of Appeals (Honorable John Decker) 1978-1979.

Milwaukee County Assistant District Attorney 1979-1982

Milwaukee Municipal Court Judge 1982-1985

Milwaukee County Circuit Court Judge 1985-2023

Mediator/Arbitrator—Resolute Systems 2023-Present

RECOGNITIONS/AWARDS

MILWAUKEAN OF THE YEAR---MILWAUKEE MAGAZINE

SERVICE TO CHILDREN AWARD—CHILDREN'S SERVICE SOCIETY

ANGELS IN ADOPTION---UNITED STATES CONGRESS

JURIST OF THE YEAR---JOCKEY BEING FAMILY FOUNDATION

PROFESSIONAL ACHIEVEMENT AWARD---MARQUETTE UNIVERSITY

TRIAL JUDGE OF THE YEAR---AMERICAN BOARD OF TRIAL ADVOCATES (WISCONSIN)

LIFETIME JURIST ACHIEVEMENT---WISCONSIN BAR ASSOCIATION

KNIGHTS OF BOHEMIA---MILWAUKEE PRESS CLUB

PROFESSIONAL ACTIVITIES

CHAIR—WISCONSIN JUVENILE JURY INSTRUCTION COMMITTEE

CHAIR---WISCONSIN JUVENILE BENCHBOOK COMMITTEE

MEMBER GOVERNOR'S JUVENILE JUSTICE TASK FORCE

BOARD OF DIRECTOR'S CHILDREN'S SERVICE SOCIETY

PRESIDING JUDGE JUVENILE DIVISION X2

WISCONSIN JUDICIAL COMMISSION ON CHILD WELFARE

JUDICIAL CAREER SUMMARY

After appointment to the bench in 1985, Judge Foley was re-elected seven times without opposition. In Bar polls prior to those elections he repeatedly received well-qualified ratings from in excess of 95% of lawyers polled. In media polls of lawyers, he was repeatedly rated in the top 5 of Milwaukee judges (Milwaukee Magazine) and all Wisconsin judges (Appleton Post).

He has consistently taught and continues to teach at judicial education seminars in Wisconsin and, on occasion, in other states. He has testified before congressional committees and appeared on NBC Today and ABC Nightline.

He has presided over thousands of adoptions and is a nationally recognized expert in child welfare law having presided over hundreds of termination of parental rights jury trials and abuse and neglect proceedings.

In the civil division he has presided over hundreds of personal injury, medical malpractice, products liability and business dispute jury trials. In the last several years prior to his retirement he presided over multiple jury trials resulting in multi-million-dollar verdicts, including a 50+ million dollar verdict in the O'Donnell Park parking structure tragedy.

Since joining Resolute Systems, he has successfully mediated in excess of 85% of matters in which parties sought his assistance.

PERSONAL

DOB: 1/13/1953

SPOUSE: Debra Foley

CHILDREN: Rebecca Foley (Don Cramer); Christopher Foley, Jr.; Patrick Foley (Katie); Kevin Foley (Katherine); Sean Foley (Kenzie); Donald Foley (Emily); Ben Foley.

Grandchildren: Nora Grace Foley; Evelyn Clare Foley; Leander Donald Foley.



Memorandum

TO: Annuity & Pension Board
Bernard J. Allen, Executive Director ERS
Melody Johnson, Deputy Director

FROM: Gust Petropoulos – Deputy Director

DATE: February 23, 2025

RE: **Angela Algee-Cotton – Ordinary Disability Benefits**

This memo is submitted to inform the Annuity and Pension Board of facts and circumstances surrounding the 2024 Re-examination process for Angela Algee-Cotton (509585), an Ordinary Disability Retiree. Ms. Algee-Cotton was enrolled in the ERS on 03-13-2000. On July 29, 2014, as a Police Telecommunicator, Ms. Algee-Cotton applied for Ordinary Disability Retirement benefits, which the Annuity and Pension Board later approved.

As a summary of the 2024 re-examination process, on 02-01-2024 the City of Milwaukee Employees' Retirement System sent Ms. Algee-Cotton the requisite medical release forms to start the 2024 re-examination. The forms were resent on 03-11-2024. On 04-09-2024 staff spoke with Ms. Algee-Cotton via phone, as the forms had yet to be returned. She requested the forms be sent to her mother's house. The signed forms were received the following month on 05-06-2024. After lengthy efforts to obtain medical records and a Physician Certification, they were received, and Ms. Algee-Cotton was notified to attend the January 2025 Medical Council meeting. She failed to appear. Subsequently, staff sent notification for Ms. Algee-Cotton to attend the February Medical Council meeting held on 02-07-2025. This notice was sent not only Ms. Algee-Cotton's residence of record, but also to her mother's address. This was followed up with numerous calls to what appeared to be her active telephone number, which were not answered or returned. A message was also sent to her email on record, to which Ms. Algee-Cotton did not respond. Staff also visited her last known address to deliver the notification in person, but failed to locate Ms. Algee-Cotton, leaving the letter at the address.

Ms. Algee-Cotton, has not responded to communications and has not appeared before the Medical Council for two meetings for which she was instructed to appear, despite exhaustive efforts by ERS staff to locate her. I ask that the Annuity and Pension Board consider these circumstances and review the matter.

From: Eric Daun <president@milwaukeeffirefighters.org>

Sent: Tuesday, January 28, 2025 10:19 AM

To: Allen, Jerry <Jerry.Allen@CMERS.com>

Subject: Re: Installation of officers

Jerry Allen,

Curious if you find it in your administrative prevue to add payroll deduction lines to our retiree's pension. We are currently looking at the possibility of adding retired active union members and also the ability for our retiree's to contribute to the Local 215 Political Action Account and maybe the IAFF Political Action Account.

Just curious as to what your thoughts are on this before we move forward with attempting to implement these as options.

Thanks,

Eric Daun
President
IAFF-Local 215
Milwaukee Professional Firefighters
262-422-9910

VII.

MEDICAL REPORTS

- A. All Duty & Ordinary Disability Applications & Re-examinations (February).

There is no
Medical Panel Report
this month.

<u>Name</u>	<u>Title</u>	<u>Employer</u>	<u>CaseType</u>	<u>Case Sub-Type</u>	<u>Disability Date</u>	<u>Medical Council Meeting Date</u>	<u>In Person Exam Waiver</u>
NORBERG, BRYAN	POLICE OFFICER	MPD	Duty Disability 75%	Re-Examination	11/21/2018	02/07/2025	
TOMASELLO, SHERRY	BRIDGE OPERATOR	DPW-INFRASTRUCTURE	Ordinary Disability	Re-Examination	07/28/2020	02/07/2025	
VRTOCHNICK, FRANK	POLICE OFFICER	MPD	Duty Disability 75%	Re-Examination	07/27/2016	02/07/2025	

Number of Cases: 3

This report includes all GC disabilities; all ordinary disabilities; Fire duty disabilities with an application date on/after July 29, 2016; Police MPA duty disabilities with an application date on/after June 19, 2016; and Police MPSO duty disabilities with an application date on/after January 1, 2016.

VIII.

UNFINISHED BUSINESS

- A. Pending Legal Opinions and Service Requests Report.
- B. Pending Legislation Report.
- C. Executive Director's Report – Inventory of ERS Projects.
- D. Amendment of Board Rule II.
- E. Approval of Request for Proposal for Management Recruiting Services.



February 25, 2025 Board Meeting

PENDING LEGAL OPINIONS AND SERVICE REQUESTS REPORT

PART 1. LEGAL OPINIONS - OFFICE OF CITY ATTORNEY

01/03/25 **Collection of Delinquent City Agency Employer Pension Contributions**
ERS staff requesting legal guidance regarding the collection of delinquent City Agency employer pension contributions.

PART 2. LEGAL OPINIONS - OUTSIDE LEGAL COUNSEL

None.

PART 3. SERVICE REQUESTS - OFFICE OF CITY ATTORNEY

04/23/24 **IT Fiber Internet Services**
ERS has requested the City Attorney's Office to draft and negotiate a contract (or an amendment to current Master Services Agreement) with present vendor, Lumen (f/k/a CenturyLink) for IT fiber services.

01/06/25 **Managed Medical Review Organization (MMRO)**
ERS requests the City Attorney's Office to draft and negotiate a contract for medical documentation support services (ERS disability case management) with current vendor MMRO.

01/30/25 **Executive Recruiter RFP and Contract**
ERS requests the City Attorney's Office to draft sample contract for an RFP as it relates to an executive recruiter.

PART 4. SERVICE REQUESTS - OUTSIDE LEGAL COUNSEL

None.



February 25, 2025 Board Meeting

PENDING LEGISLATION REPORT

PART 1. PENDING CHARTER ORDINANCES FOR COMMON COUNCIL ACTION

None.

PART 2. PENDING CHANGES TO THE RULES & REGULATIONS

None.

PART 3. PENDING LEGISLATIVE COMMITTEE REFERRALS

Executive Management Positions Succession Planning Procedures and Guidelines

Draft proposal creating Board Rule II.8 that would establish temporary and permanent succession planning procedures and guidelines as it relates to executive management positions in the ERS.

05/28/24 Referred to the Legislative Committee by Pension Board.

01/28/25 Committee recommended to amend Board Rule II to provide that the Executive Director will always serve as Board Secretary.

02/25/25 Draft amendment to Board Rule II scheduled for Committee consideration.

Limited Duty Protocols - Law Enforcement Standards Bureau Requirements

Whether to recommend the City to lobby the State to make changes to the Law Enforcement Standards Bureau (LESB) requirements as they relate to the Duty Disability program and the Limited Duty protocols of the Milwaukee Police Department.

09/24/24 Referred to the Legislative Committee by Pension Board.

01/28/25 No action taken.

02/25/25 Committee agenda to discuss recommendation to the City of Milwaukee regarding request for waiver of Law Enforcement Standards Board (LESB) Requirement for Limited Duty. City Attorney's Office will also provide guidance on this matter.

PART 4. PENDING STATE LEGISLATION

None.

Employees' Retirement System – Executive Director's Report

February 2025

I. Personnel Update

- A. ERS has no vacancies.

II. Member Services

- A. New retirees on payroll in January - 41; 42 are currently anticipated for the February payroll.
- B. Retiree/Employee deaths entered in December - 29.
- C. Retirement Workshops are planned for MPS on 2/12/25 and General City on 2/21/25.
- D. Below is a breakdown of to-date ERS benefits payouts/active/deferred counts:

Category	Count
Annuitants	
Death - Duty	23
Death - Ordinary	101
Disability - Duty	354
Disability - Ordinary	560
Retirement	12,818
Separation	39
Total Annuitants	13,895
Active	10,328
Deferred	3,233
Total Population	27,456

III. Financial Services

- A. The 2024 1099-R forms were mailed out to members on January 29th. We have also loaded the forms into MERITS so members can download the forms using self-service.
- B. Outside Earnings letters will be mailed by March 15th. These letters are sent out to members who have either elected early retirement or received certain types of disability payments and have not reached full retirement age.
- C. Staff met with the Legislative Audit Bureau to start working on the 2024 financial audit.

IV. Information Services

- A. Struts Upgrade and Modernize MERITS Website in progress.
- B. Upgrade FileNet P8 to IBM CloudPak4BA in progress.
- C. Upgrade EJB from 2.0 to 3.0 in progress.
- D. VMware Environments Upgrade in progress.
- E. Network Infrastructure Firmware/OS Upgrade in progress.
- F. MS Windows Desktop and Laptop OS Upgrade in progress.
- G. IT Vulnerability Audit in progress.
- H. Rational Application Developer for Windows 11 Upgrade in progress.
- I. Network Redesign in progress.
- J. Planet Press Upgrade completed.
- K. Server Firmware Upgrade completed.

V. Administration

The City Service Commission (CSC) is scheduled to meet in the afternoon on February 25, 2024 and in accordance with the Annuity & Pension Board decision taken at its January meeting regarding management succession planning, ERS staff has requested the CSC exempt the Executive Director position from the CSC recruiting and employment rules. Also, in connection with the Board's management succession planning decisions taken in January a proposed request for proposal and form of vendor contract is before the Board today for approval.

Basic Website Metrics

	2024												2025
	Jan.	Feb.	Mar.	Apr.	May	June	July	Aug	Sep.	Oct.	Nov.	Dec.	Jan.
Users	4,121	4,119	3,860	4,019	3,407	3,289	3,332	3,366	3,343	4,108	3,770	3,367	3,735
Page Views	14,925	15,831	12,712	13,809	11,573	10,455	11,124	10,956	11,294	14,359	14,191	11,751	14,508
Ave. Visit	1:35	1:11	1:23	1:34	1:23	1:12	1:18	1:21	1:23	1:34	1:47	1:31	1:39

Succession Plan Outline for ERS Executive Director

Board Decision	CSC Exempt Position <ul style="list-style-type: none"> • MCC 36-15-7 requirements and Board rules govern (see Exhibit 1) • Serves at the pleasure of the Board (6 votes required to terminate appointment) • City employee liability limitation & indemnification per state law • Exempt Position recommended due to fiduciary duty requirements for a \$7.5 billion IRS qualified plan and need to be responsive to Board 	CSC Non-Exempt Position <ul style="list-style-type: none"> • MCC-6-15-7 requirements and CSC hiring rules govern • CSC rules govern termination of employment • City employee liability limitation & indemnification per state law
Board Decision	Do national search <ul style="list-style-type: none"> • Larger talent pool available • National search recommended as best fiduciary practice 	Internal candidates only <ul style="list-style-type: none"> • Smaller pool • Known individuals
Process	Submit request to fill vacancy to F&P and obtain CSC position exemption, if exempt position desired (see Exhibit 2) <i>Time Line: Begin January 2025</i>	
Board Decision	External recruitment firm conducts search <ul style="list-style-type: none"> • Governed by Board contract 	DER runs hiring process <ul style="list-style-type: none"> • Governed by CSC rules
<i>Recommendation: External Recruiter recommended; better market outreach</i>		
Process	Develop RFP for external recruiter, conduct vendor search and contract with finalist (see Exhibits 3,4,5,6&7) <ul style="list-style-type: none"> • Review current job description and recruitment posting/ad, board rules, etc. • Fine tune; what is each Board member looking for in the candidates • Position requirements (experience, education, etc.) <i>Time Line: January-March 2025</i>	
Process	Develop candidate evaluation criteria <ul style="list-style-type: none"> • Questions • References and prior employer / coworkers' evaluations • Evaluate fit to City / ERS culture <i>Time Line: April-May 2025</i>	
Board Decision	Initial interviews may be via teleconference	All interviews are in person
<i>Recommendation: Remote initial interviews recommended for cost reasons; in person finalist interviews</i>		
Board Decision	Hiring committee is committee of the whole <ul style="list-style-type: none"> • Everyone has a say at all stages 	Hiring committee is subset of Board <ul style="list-style-type: none"> • More nimble
<i>Recommendation: Full Board recommended for hiring committee as for previous ED searches; staff does leg work</i>		
Process	Publish job posting	
Process	DER / recruiting firm triages and presents reasonable candidates	
Process	Committee reviews applicants and short lists / ranks	
Process	Committee / recruiting firm (or DER) set up interviews	
Process	Candidates visit office and meet staff	
Process	Committee ranks interviewed candidates and negotiates hiring terms <ul style="list-style-type: none"> • Will require DER and F&P involvement regardless of position type (for approval of salary and benefits) <i>Time Line: June-December 2025</i>	

Draft Amendment to Board Rule II

Creating a New, Section 8

8. PURPOSE

The purpose of this policy is to establish temporary and permanent succession planning procedures and guidelines with respect to the executive management positions in the Employees' Retirement System of the City of Milwaukee (ERS). While leadership change is inevitable in every organization, proper planning and policy development is fundamental to the sustenance of a healthy, thriving organization. Proper planning and policy development in regards to succession issues can help limit the problems of leadership transition and provide a degree of stability.

POLICY

It is the policy of the Annuity and Pension Board (Board) to comply with City of Milwaukee Charter Section 36-1-7 which grants the Board the sole responsibility to hire and assess the permanent leadership needs of the Employees' Retirement System including the selection of an Executive Director and Secretary who is a good fit for the ERS mission, vision, values, goals and objectives and who has the necessary skills to lead the organization.

In this regard, the Board hereby establishes these appropriate procedures and guidelines to ensure that ERS operations are continued without interruption on a short- and long-term basis.

PROCEDURES AND GUIDELINES

1. Priority Functions and Temporary Strategies

- a. The Executive Director and Secretary shall be responsible for managing succession in key staff positions and shall report to the Board as appropriate.
- b. In order to help ensure continuity in the position of Executive Director and Secretary, the Board has established Deputy Director positions. Therefore, the Deputy Directors shall be familiar with all aspects of the administration of ERS including investments and benefit administration.

2. Succession plan in the event of a Temporary Short-Term Absence

- a. Definitions
 - i) A temporary absence is one in which it is expected that the Executive Director and Secretary will return once the events precipitating the absence are resolved. A temporary absence is ninety (90) days or less.
 - ii) An unplanned absence is one that arises unexpectedly, in contrast to a planned leave such as a vacation or a sabbatical.
- b. Temporary Staffing Strategy
 - i) For temporary planned or unplanned absences of five (5) weeks or less, the Temporary Staffing Strategy described above shall be initiated as directed by the Executive Director and Secretary.
- c. Acting Executive Director and Secretary
 - i) For temporary absences between six-to-twelve (6-12) weeks, and considering the accessibility of the Executive Director and Secretary, the Board may appoint an Acting Executive Director and Secretary, or continue to implement the Temporary Staffing Strategy.
- d. Standing Appointees to the Position of Acting Executive Director and Secretary
 - i) The first position in line to be Acting Executive Director and Secretary is a Deputy Director.
 - ii) The second position in line is the Chief Financial Officer.
- e. Cross-Training Plan
 - i) The Executive Director and Secretary shall exercise best efforts to train staff for each of the key functions of the Executive Director and Secretary and ensure that procedures are in place to achieve the objectives of this policy.

- f. Board Oversight and Support of the Acting Executive Director and Secretary
 - i) The Acting Executive Director and Secretary shall have the powers of duties of the Executive Director and Secretary and shall report and be accountable to the Board as would the Executive Director and Secretary.
- g. Communication Plan
 - i) Upon appointment of an Acting Executive Director and Secretary, the Board Chair shall announce ERS temporary leadership to staff and the City.
- h. Salary Adjustments
 - i) There shall be no salary adjustment for the Temporary Staffing Strategy.
 - ii) An appointed Acting Executive Director and Secretary shall be paid as determined by the Board.

3. Succession plan in the event of a Temporary Long-Term Absence

- a. Definition
 - i) A long-term absence is ninety (90) consecutive days or more.
- b. Procedures
 - i) Procedures and conditions to be followed shall be the same as for a temporary short-term absence with the following additions:
 - 1) The Board shall give immediate consideration with the Executive Director and Secretary or Acting Executive Director and Secretary, to temporarily filling the management position left vacant by the Acting Executive Director and Secretary, or reassigning priority responsibilities where help is needed to other staff. This is in recognition that, for a term of ninety (90) days or more, it may not be reasonable to expect the Acting

Executive Director and Secretary to carry the duties of both positions.

4. Succession plan in the event of a Permanent Absence

- a. Definition
 - i) A permanent absence is one in which it is firmly determined that the Executive Director and Secretary will not be returning to the position.
- b. Procedures
 - i) Procedures and conditions to be followed shall be the same as for a temporary short-term absence with the following additions:

The Board shall consider the need to hire an interim Executive Director and Secretary
- c. Hiring an Interim Executive Director and Secretary
 - i) If an Interim Executive Director and Secretary is hired, the Board Chair and legal counsel shall negotiate a contract agreement with a defined scope of work.
 - ii) The scope of the agreement with an Interim Executive Director and Secretary shall be determined based on an assessment of the organizations needs at the time of the leadership transition.
- d. Responsibilities of the Interim Executive Director and Secretary
 - i) An Interim Executive Director and Secretary shall have full authority for day-to-day decision-making and independent action as the regular Executive Director and Secretary.

5. Board Oversight and Support to the Interim Executive Director and Secretary

- a. The Interim Executive Director and Secretary reports to the Board Chair.
- b. The Board shall be alerted to the special support needs of the Interim Executive Director and Secretary in this temporary role. The Board

Chair shall meet once per month with the Interim Executive Director and Secretary.

- c. The Board Chair will consult with staff and the Interim Executive Director and Secretary to assure a smooth transition within two (2) months and at least quarterly thereafter.

6. Succession Plan for Key Management Positions

- a. The Executive Director and Secretary shall use similar procedures in case of an executive transition that involves any key management positions. (For Example, the Deputy Chief Investment Officer to serve in the absence of the Chief Investment Officer.)
- b. The Executive Director and Secretary shall exercise best efforts to train staff for each of the key functions of the organization and ensure procedures are in place to achieve the objectives of this policy.

7. Executive Director and Secretary Recruitment Procedure

- a. The Board shall ensure that the recruitment is in compliance with Federal Equal Employment Opportunity (EEO) Laws.
- b. Pursuant to Chapter 36-15-7, the Board shall be the body responsible for the oversight of the selection process for the position of Executive Director and Secretary and may create an ad-hoc Committee of Board Members to oversee the search process. A copy of the Executive Director Succession Plan Decision Tree Outline and Job Description is attached as reference for the process and the tasks and skills required for the position.
- c. The Board may, pursuant to Chapter 36-15-7-a, elect to fill the position as either a City Service Exempt or Non-Exempt Position subject to approval of the City Service Commission.
- d. The Board may elect to utilize a hiring/recruitment consultant in combination with or in lieu of the City's Department of Employee Relations. If so, a Request for Proposal (RFP) process shall be utilized to select the consultant. Staff and legal counsel will assist the Board through the RFP process to select the consultant that will conduct the recruitment and selection process. The RFP shall include the method, plan, and timeframe that will be utilized in the search. The Board

should outline the process, including preparation of an updated RFP on file, ranking system, and interview questions for immediate use, if needed.

- e. The consultant will work with the Board to hire a replacement for the Executive Director and Secretary position. Legal counsel and staff will assist the Board and the selected consultant, including creating an offer of employment consistent with the City's Salary Ordinance and Chapter 350 of the City Code of Ordinances.

Request for Proposal (RFP) for Recruiting Services



The response shall be addressed and delivered
via Bonfire

City of Milwaukee
Employees' Retirement System
789 N Water Street, Suite 300
Milwaukee, Wisconsin 53202

**Responses must be received no later than
4:45 P.M., Central Time, on**

Intent to Respond Notification to ERS Due –

Questions must be e-mailed by the date in the Timeline to Mary Turk via
Bonfire

Purpose

The purpose of this RFP is to solicit responses from qualified professionals in the field of executive recruitment to recruit a new Executive Director for the Employees' Retirement System of the City of Milwaukee (ERS). The ERS's Executive Director is responsible for daily operations and also serves as Secretary to the Board. The Scope of Work section outlines the requirements in more detail.

ERS will not be held responsible for any costs incurred by any Proposer for work performed in the preparation and production of their proposal or for any work performed prior to the signing of a contract.

ERS reserves the right to reject any or all proposals in whole or in part or to waive any informality or technicality, irregularity or omission if ERS determines that it is in its best interest to do so.

Background

The Employees' Retirement System (ERS) of the City of Milwaukee manages the System's \$5 billion pension fund. The ERS was created by an act of the Wisconsin Legislature in 1937 to provide retirement-related benefits for members and their beneficiaries. The members of the ERS are employees and former employees of the City and five other agencies including non-certified staff of the Milwaukee Public School. The ERS has approximately 14,000 active and deferred members, and about 13,500 annuitants. More information about the ERS can be found on the web at www.cmers.com.

Timeline

RFP Published:

RFP Questions Due via Bonfire:

Responses to questions issued via Bonfire:

Intention to Respond Due via Bonfire:

RFP Evaluation and Award:

Contract Start Date:

Proprietary Information

Proprietary data or trade secrets should be clearly identified as such in the proposal. ERS will not disclose any portion of the proposals except to members of the evaluation term prior to the contract award. ERS reserves the right to disclose the names of the Proposers, proposals and any other information pertinent to the selection of the Proposer.

Scope of Work

1. Recruit candidates regionally and nationally.
2. Develop interview guides, question and appraisal forms to prepare the Board or its designees for interviewing the finalists.
3. Schedule and arrange interviews and site visits.
4. Conduct a validation process of professional credentials including academic, employment, consumer credit, criminal history and other information deemed relevant by ERS.
5. Advise the Board on salary and benefit expectations and negotiating terms.

Response Format

1. **Letter of Interest:** Provide a letter of interest signed by a Principal or Officer describing in narrative form the firm and its qualifications that will assist ERS in making its selection. This statement should include the specific individuals in the firm who will be assigned to ERS.
2. **Firm Description:** Provide a description and brief history of the firm. Include firm name, location of principal office and branch offices and length of time in business.
3. **Description of Proposed Recruitment:** Provide the search strategy including the proposed resources and parameters for this recruitment.
4. **Litigation/Arbitration:** List information on any involvement in litigation or arbitration with a previous or current client. Explain the circumstances that led to it and describe the resolution.
5. **Insurance:** Provide a Certificate of Liability.
6. **Costs:** Proposals should include all costs associated with providing the services described in the Scope of Services. Proposals may include a compensation approach that includes the hourly rate for each individual who would be assigned to ERS or a cost by category for all major expenses. The firm's normal compensation method, if different from the above approaches, should also be proposed.
7. **References:** Provide a list of three (3) references for similar consulting services provided for at least three (3) clients in the past five (5) years. Include contact name, phone number, email address, service dates and description of services provided. Note that it is the intention of ERS to communicate with references.
8. **LBE/SBE Status:** Identify if the firm is a Local Business Enterprise (LBE) and a Small Business Enterprise (SBE) under the City of Milwaukee programs (Milwaukee Code of Ordinances Sections 350 & 370.)
9. **Exceptions to Sample Contract:** Identify any exceptions requested to the sample contract.
10. Any other information that, in the judgement of the firm, will allow ERS to make a fair assessment of its experience and abilities.

Evaluation Criteria

Price alone will not be the only factor in the award of the proposal. Other factors to be considered are the accuracy and responsiveness of the proposal; the experience, competence and financial condition of the firm; labor force adequate to perform the work; the nature of the firm's organization; quality of performance on similar searches performed and completed by the firm; other projects and services currently under contract; conformity with the specifications of this Request for Proposal; location of the main office of the firm; accessibility to the firm; and, a determination by ERS that the firm has the ability to perform successfully. The contract that will be entered into will be the one most advantageous to ERS all factors considered.

The Annuity and Pension Board will evaluate all submitted proposals along the following criteria including, but not limited to:

- | | |
|---|-----|
| • Proposer experience and references | 40% |
| • Approach, work plan, exceptions to contract | 30% |
| • Cost | 30% |

If a Local Business Enterprise (LBE) is a responsive and responsible bidder, the LBE shall be awarded the contract provided its bid does not exceed the lowest bid by more than 5% and the difference does not exceed \$25,000. If the LBE is certified as a Small Business Enterprise (SBE) with the City of Milwaukee's Office of Small Business Development, the LBE shall be awarded the contract provided its bid does not exceed the lowest bid by more than 10% and the difference does not exceed \$30,000.

Contract for Services

The selected Proposer will be expected to execute a contract for services with the ERS. The Proposer's proposal and this RFP will be attachments to the contract for services. Any situations of conflicting language will be governed by the following priorities:

- Contract for services
- Proposer's proposal
- This RFP

A draft contract is attached as Appendix A.

Submission of a proposal constitutes acceptance of all conditions contained in this request for proposals, unless clearly and specifically noted in the proposal submitted and confirmed and expressly excepted in the subsequent contract between the firm and the ERS.

Appendix A

SERVICE AGREEMENT
between
[CONTRACTOR NAME]
and
Employes' Retirement System of the City of Milwaukee

General Service Description: [BRIEF SERVICES DESCRIPTION]

Time of Performance: [START DATE] – [END DATE]

Maximum Compensation Not to Exceed: \$[DOLLAR AMOUNT]

THIS AGREEMENT is effective [DATE] (the "Effective Date"), by and between [CONTRACTOR NAME] ("CONTRACTOR") and the Employes' Retirement System of the City of Milwaukee, a body corporate and politic under the laws of the State of Wisconsin ("ERS").

WHEREAS, CONTRACTOR represents self as being capable, experienced and qualified to undertake and perform those certain services, as hereinafter set forth, as are required in accomplishing fulfillment of the obligations under the terms and conditions of this Agreement as an independent business and not as an employee of the ERS; and

WHEREAS, ERS wishes to retain the services of CONTRACTOR as described herein.

NOW, THEREFORE, the parties hereto do mutually agree as follows:

1. RETENTION OF SERVICES, STANDARDS, CONTRACT DOCUMENTS.

- 1.1. The ERS hereby agrees to engage CONTRACTOR and CONTRACTOR hereby agrees to personally perform, as an independent contractor and not as an employee of the ERS, the services hereinafter set forth, all in accordance with the terms and conditions of this Agreement.
- 1.2. CONTRACTOR agrees that the performance of CONTRACTOR's work, services and the results produced pursuant to the terms and conditions of this Agreement shall conform to such recognized high professional standards as are prevalent in CONTRACTOR's field of endeavor and like services, and as more specifically set forth in [Exhibit ###].
- 1.3. The following constitute the contract documents (collectively the "Agreement"). If there is a conflict or ambiguity (including but not limited to the Effective date and/or the dates of service), the Agreement shall be governed by these listed documents in descending order of precedence:

First: Service Agreement (this document)
Second: [CONTRACTOR'S RFP PROPOSAL] (Exhibit A)
Third: ERS [RFP Title] dated [DATE] (Exhibit B)

[Type here]

2. TIME OF PERFORMANCE.

- 2.1. The term of this Agreement (“Term”) shall begin on the Effective Date and shall end upon [END DATE], or if applicable, earlier termination pursuant to the provisions of this Agreement.
- 2.2. Continuation of the Agreement, or any subsequent extension beyond December 31st of any year, is contingent upon the proper ERS and City of Milwaukee officials appropriating funds for this purpose.
- 2.3. In addition to all other remedies inuring to the ERS should CONTRACTOR’s obligations and duties under the Agreement not be completed by the end of the Term, CONTRACTOR shall continue to be obligated thereafter to fulfill CONTRACTOR's responsibility to complete the scope of services and to execute any necessary amendments to this Agreement.

3. SCOPE OF SERVICES.

- 3.1. CONTRACTOR shall provide services as specified in [Exhibits###].

4. CONDITIONS OF PAYMENT.

- 4.1. CONTRACTOR shall submit invoices to ERS on a monthly basis. Upon receipt of a properly submitted and approved invoice, CONTRACTOR shall be compensated for services and equipment actually provided at the rates and prices set forth in [Exhibit ###]; however, no payments or disbursements under the Agreement shall be made until satisfactory evidence that compliance with the insurance requirements described in Section 11 has been provided.
- 4.2. All other costs, fees, charges and expenses (including but not limited to travel and administrative costs and fees) not set forth in [Exhibit ###] are excluded hereunder unless ERS agrees to those additional fees by written amendment, before they are incurred.
- 4.3. Total compensation to CONTRACTOR shall not exceed \$[DOLLAR AMOUNT] over the Term, except as provided in section 14.
- 4.4. ERS strives to make timely payment on all invoices. Payment to CONTRACTOR shall be deemed timely if the payment is mailed, delivered, or transferred within 30 calendar days after receipt of a properly completed invoice or receipt and acceptance of the property or service under the order or contract, whichever is later. If ERS does not make payment by the 45th calendar day, ERS shall pay simple interest beginning with the 31st calendar day at the rate of 1% per month (unless ERS disputes the amount of the invoice). *Reference* Common Council File No. 101137 adopted January 19, 2011, provisions of state statute section 66.0135.
- 4.5. Compensation for services required under this Agreement shall be contingent upon each activity being reviewed for approval by the ERS and approved by ERS for payment. In the event of a dispute as to the services performed or the compensation to be paid, the decision of the ERS Executive Director or its designee shall prevail.

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5. **NOTICES.** Any and all notices shall be in writing and deemed served upon depositing same with the United States Postal Services as "Certified Mail, Return Receipt Requested," addressed to the CONTRACTOR at:

[CONTRACTOR NAME]
[CONTRACTOR STREET ADDRESS]
[CONTRACTOR CITY, STATE ZIP]
Attention: [POINT OF CONTACT]

and to the ERS at:

Employees' Retirement System
789 N Water Street, Suite 300
Milwaukee, WI 53202
Attention: Bernard J. Allen, Executive Director

All other correspondence shall be addressed as above, but may be sent "Regular Mail" and deemed delivered upon receipt by the addressee.

6. **REPORTS.** At such times and in such forms as the ERS may require, there shall be furnished to the ERS Executive Director such statements, records, reports, data, and information as the ERS may request pertaining to matters covered by this Agreement.

7. DOCUMENT OWNERSHIP & CONFIDENTIALITY.

- 7.1. Document ownership. All reports, studies, analysis, memoranda and related data and material as may be developed specifically for ERS during the performance of this Agreement shall be submitted to and be the exclusive property of the ERS, which shall have the right to use same for any purpose without any additional compensation to CONTRACTOR.

7.2. Confidentiality.

- 7.2.1. All of the reports, information, data, documents, etc., whether electronic, hard copy, or in any other format (1) prepared or assembled by CONTRACTOR under this Agreement, (2) provided to CONTRACTOR by ERS, and/or (3) developed by CONTRACTOR based on information provided by the ERS in the performance of this Agreement (collectively referred to herein as "confidential material") are confidential and CONTRACTOR agrees that confidential material shall not be made available to any individual or organization, other than an appropriate agency of the United States Government or as otherwise required by law, without the prior written approval of the ERS Executive Director.

- 7.2.2. Upon termination of this Agreement, CONTRACTOR shall deliver all confidential material of the ERS in its possession to the ERS within thirty (30) business days of such termination and provide ERS with a certification that all of CONTRACTOR's copies of the material delivered to ERS have been destroyed. If there are certain confidential materials that CONTRACTOR cannot practicably return to ERS, or provide a copy to ERS and then provide certification of destruction as described above, or must continue to retain by law or regulation, CONTRACTOR shall provide notice of those retained documents to ERS, and ERS and CONTRACTOR shall

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consult regarding the ongoing retention, return and/or destruction of those documents. Irrespective of the foregoing, any confidential materials retained by CONTRACTOR must be maintained subject to the confidentiality restrictions set forth in this Agreement, and subject to the requirements of Section 17 "RECORDS".

- 7.2.3. CONTRACTOR further agrees to abide by all federal, state, and local laws, and best business practices, related to the collection, use, storage, protection and dissemination of personally identifiable information.
- 7.2.4. Notice of Unauthorized Acquisition of Confidential Information. CONTRACTOR shall notify the ERS if it has knowledge of an unauthorized acquisition of confidential information within one business day of such knowledge.

8. CONTRACTOR IS INDEPENDENT CONTRACTOR.

- 8.1. No fringe benefits. Neither CONTRACTOR, nor CONTRACTOR's employees, shall receive or be eligible for any fringe benefits or any other benefits to which ERS salaried employees are entitled to or are receiving.
- 8.2. Taxes, Social Security, Insurance, and Government Reporting. Personal income tax payments, social security contributions, insurance, and all other governmental reporting and contributions required as a consequence of CONTRACTOR receiving payment under this Agreement shall be the sole responsibility of CONTRACTOR. Insurance requirements are set forth in Section 11.
- 8.3. Responsibility for CONTRACTOR's Insurance. CONTRACTOR shall be solely responsible to meet CONTRACTOR's insurance needs as required by the ERS during the terms of this Agreement or any extension thereof.

9. SUBCONTRACTING. CONTRACTOR shall not subcontract for the performance of any of the services set forth in this Agreement without prior written approval obtained from the ERS Executive Director. CONTRACTOR shall be as fully responsible to the ERS for the acts and omissions of its subcontractors and of persons either directly or indirectly employed by it, as it is for acts and omissions of persons directly employed by it.

10. INDEMNIFICATION AND DEFENSE OF SUITS.

- 10.1. Defense of suits. In case any action in court or proceeding before an administrative agency is brought against the ERS or any of its officers, agents, or employees for the failure or neglect of CONTRACTOR in whole or in part to perform any of the covenants, acts, matters or things required of CONTRACTOR by this Agreement, or undertaken by CONTRACTOR in fulfillment of this Agreement, or for injury or damage caused by the alleged and/or actual negligence of CONTRACTOR, its officers, subcontractors, agents or employees, CONTRACTOR shall indemnify and save harmless the Employees' Retirement System of the City of Milwaukee, the Annuity and Pension Board, their staffs, present and former employees, officers and directors, agents and representatives from all losses, damages, costs, expenses, judgements, or decrees arising out of such action or proceeding. The ERS shall tender the defense of any claim or action at law or in equity to CONTRACTOR or CONTRACTOR's insurer, and upon such tender it shall be the duty of CONTRACTOR and CONTRACTOR's insurer to defend such claim or

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action without cost or expense to the ERS or its officers, agents, or employees. CONTRACTOR shall be solely responsible for the conduct and performance of its services, obligations and duties under the terms and conditions of this Agreement and for the results therefrom.

- 10.2. Indemnification. CONTRACTOR will save and indemnify and keep harmless the Employes' Retirement System of the City of Milwaukee, the Annuity and Pension Board, their staffs, present and former employees, officers and directors, agents and representatives against all liabilities, judgments, costs, attorneys fees, and expenses which may be claimed against, or incurred by, the ERS in consequence of granting this Agreement to CONTRACTOR and which result(s) from negligence and/or willful acts of CONTRACTOR, or the agents, employees, subcontractors, or workmen of CONTRACTOR in any respect whatever.

11. INSURANCE.

11.1. General Insurance Requirements.

- 11.1.1. CONTRACTOR will secure and maintain throughout the duration of the Agreement, insurance of such types and in such amounts as may be necessary to protect itself and the interests of the ERS against all hazards or risks of loss as hereafter specified.
- 11.1.2. The form, limits, and underwriter of all required insurance coverage is subject to ERS approval; however, regardless of any ERS review, it shall be the responsibility of CONTRACTOR to maintain adequate insurance coverage at all times.
- 11.1.3. Failure of CONTRACTOR to maintain the specified coverage or to ensure that any subcontractors maintain the specified coverage will not relieve CONTRACTOR of any contractual responsibility or obligation.
- 11.1.4. All policies are to contain notice requirements that ensure that 60 days advance written notice will be provided to the ERS prior to cancellation, renewal, or alteration of terms and conditions of the policies.
- 11.1.5. Insurers which provide the insurance coverage referenced in this section are to have an A.M. Best rating of no less than A/VIII. CONTRACTOR will provide immediate written notice to the ERS if there is any change in the A.M. Best rating of any insurer.
- 11.1.6. Certificates of Insurance for all of the coverage limits referenced herein must be provided prior to the Effective Date and for each year that the Agreement is in effect.
- 11.1.7. If subcontractors are used, each subcontractor shall meet all requirements in this section 11 (Insurance). It shall be the responsibility of CONTRACTOR to ensure that all subcontractors are in compliance with all insurance and bonding requirements.
- 11.1.8. **All policies other than Workers Compensation/Employers Liability, Professional Liability, Crime and Cyber Risk/Network Security are to include the Employes' Retirement System of the City of Milwaukee, the Annuity and Pension Board, their staffs, present and former employees, officers, directors,**

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agents and representatives as additional insureds. CONTRACTOR shall ensure that the additional insured status is shown on the Certificates of Insurance and shall provide a copy of the endorsements.

11.1.9. No payments or disbursements under the Agreement shall be made until satisfactory evidence that compliance with the insurance requirements described in this section has been provided by CONTRACTOR to ERS.

11.1.10. All policies shall be written on an occurrence form, other than professional liability and Crime and Cyber Risk/Network Security as noted below.

11.2. Commercial Automobile Liability.

Combined Single Limit	\$1,000,000 each accident
Uninsured Motorists/Underinsured Motorists Protection	\$1,000,000 per occurrence
Medical Expense	\$10,000 each person

In addition to those requirements noted above in sections 11.1.1-11.1.10:

- If CONTRACTOR owns or has any long term leased vehicles, coverage must be for Any Auto (Symbol 1). If there are no owned or long term leased vehicles, then coverage must be for Hired and Non-Owned Auto Liability (Symbols 8 and 9).
- Coverage shall include contractual liability for risks assumed in this contract.
- Coverage shall apply to the risks associated with or arising out of the services provided under this contract.
- If Federal or State government(s) require a Motor Carrier filing, such filing shall be made available to City upon request.
- Coverage shall be modified to include a Waiver of Subrogation in favor of the Employees' Retirement System of the City of Milwaukee, the Annuity and Pension Board, their staffs, present and former employees, officers, directors, agents and representatives.

11.3. Commercial General Liability.

Commercial General Liability	\$1,000,000 each occurrence
General Aggregate – other than Products/Completed Operations	\$2,000,000 aggregate
Personal & Advertising Injury Limit	\$1,000,000 each occurrence
Products - Completed Operations Aggregate	\$2,000,000 aggregate

In addition to those requirements noted above in sections 11.1.1-11.1.10:

- Coverage must be equivalent to ISO form CG0001 or better.
- Coverage must be occurrence based.
- Coverage will apply on a primary and non-contributory basis. We suggest the following wording:

“If you have agreed in a written contract that this policy will be primary and without right of

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contribution from any insurance in force for an Additional Insured for liability arising out of your operations, and the contract was executed prior to the bodily injury, property damage, personal injury or advertising injury, then this insurance will be primary over, and we will not seek contribution from, such insurance.”

- Coverage shall apply to the risks associated with or arising out of the services provided under this contract.
- Coverage shall be modified to include a Waiver of Subrogation in favor of the Employees’ Retirement System of the City of Milwaukee, the Annuity and Pension Board, their staffs, present and former employees, officers, directors, agents and representatives.

11.4. Professional Liability (Errors and Omissions).

Combined Single Limit	\$1,000,000 each accident/incident
	\$1,000,000 Aggregate

In addition to those requirements noted above in sections 11.1.1-11.1.10:

- Coverage must remain in effect for a period of not less than three years beyond the termination date of the contract.
- If a claims-made form is used and a change of insurer occurs during the contract period, continuity of coverage must be maintained by either retaining the original retroactive date or exercising the extended reporting period endorsement option from the expired policy for a period of not less than three years, if the replacement insurer will not preserve the original retroactive date.
- Coverage is to be provided on a “per project” basis or, if not available for reasonable cost, a higher policy aggregate limit may be required by the ERS.
- CONTRACTOR will certify that the policy will be renewed each year of the contract.

11.5. Workers’ Compensation Insurance.

Workers’ Compensation	Statutory Coverage
Bodily Injury by Accident	\$100,000 each accident
Bodily Injury by Disease	\$100,000 each employee
	\$500,000 policy limit

In addition to those requirements noted above in sections 11.1.1-11.1.9:

- Employer’s Liability at limits noted above or higher limits if needed to meet Umbrella underlying insurance requirements.
- Coverage shall be modified to include a Waiver of Subrogation in favor of the Employees’ Retirement System of the City of Milwaukee, the Annuity and Pension Board, their staffs, present and former employees, officers, directors, agents and representatives.

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11.6. Umbrella (Excess) Liability.

Umbrella (Excess) Liability	\$5,000,000 each occurrence
	\$5,000,000 aggregate

In addition to those requirements noted above in sections 11.1.1-11.1.10:

- The Umbrella insurance policy shall provide coverage excess of the Commercial General Liability, Auto Liability, and Employer's Liability Coverages, including the amendments stated above.

11.7. Cyber Insurance.

[reserved]

11.8. Crime Coverage.

[reserved]

11.9. Self Insurance. Any request for self-insurance must be submitted in writing to the ERS and the ERS' Risk Management Consultant for consideration.

12. REGULATIONS. CONTRACTOR agrees to comply with all of the requirements of all federal, state and local laws related to the scope of work.

13. TERMINATION.

13.1. Termination of Agreement for cause. If, through any cause, CONTRACTOR shall fail to fulfill in timely and proper manner its obligations under this Agreement, or if CONTRACTOR shall violate any of the covenants, agreements, or stipulations of this Agreement, the ERS Executive Director shall thereupon have the right to terminate this Agreement by giving written notice to CONTRACTOR of such termination and specifying the effective date thereof, at least five days before the effective date of the termination. In such event, all finished or unfinished documents, data, studies, surveys, drawings, maps, models, photographs, reports, or other materials related to the services prepared by CONTRACTOR under this Agreement shall, at the option of the ERS, become the property of the ERS. Notwithstanding the foregoing, CONTRACTOR shall not be relieved of liability to the ERS for damages sustained by the ERS by virtue of any breach of the Agreement by CONTRACTOR, and the ERS may withhold any payments to CONTRACTOR for the purpose of set off until such time as the exact amount of damages due to the ERS from CONTRACTOR is determined.

13.2. Termination for convenience. The ERS may terminate this Agreement at any time for any reason by giving at least thirty (30) days' notice in writing to CONTRACTOR. If CONTRACTOR is terminated by the ERS as provided in this section 13.2, and not if terminated for cause pursuant to section 13.1, CONTRACTOR will be paid an amount for the services actually and satisfactorily performed.

14. CHANGES. The ERS Executive Director may, from time to time, request changes in the scope of services of CONTRACTOR to be performed hereunder. Such changes, including any increase or decrease in the amount of CONTRACTOR's compensation which is mutually agreed upon by and between the ERS and CONTRACTOR, shall be

[Type here]

incorporated in written amendments to the Agreement.

15. PERSONNEL.

15.1. CONTRACTOR represents that it has or will secure at its own expense all personnel required in performing the services under this Agreement. Such personnel shall not be employees of or have any contractual relationship with the ERS.

15.2. All of the work or services required hereunder will be performed by CONTRACTOR or under their supervision and all personnel engaged in the work shall be fully qualified and shall be authorized or permitted under state and local law to perform such services.

16. ASSIGNABILITY. CONTRACTOR shall not assign any interest in this Agreement and shall not transfer any interest in same (whether by assignment, novation or any other manner), without the prior written consent of the ERS Executive Director. Provided, however that claims for money due or to become due CONTRACTOR from the ERS under this Agreement may be assigned to a bank, trust company or other financial institution without such approval. Notices of any such assignment or transfer shall be furnished promptly to the ERS Executive Director.

17. RECORDS.

17.1. Establishment and Maintenance of Records. Records shall be maintained in accordance with requirements prescribed by the ERS with respect to all matters covered by this Agreement. Both parties understand that the City of Milwaukee and ERS are bound by the Wisconsin Public Records Law, and as such, all of the terms of this Agreement are subject to and conditioned on the provisions of Wis. Stat. §19.21, et seq. CONTRACTOR acknowledges that it is obligated to assist the ERS and the City of Milwaukee in retaining and producing records that are subject to Wisconsin Public Records Law, and that the failure to do so shall constitute a material breach of this Agreement, and that CONTRACTOR must defend and hold the City of Milwaukee and ERS harmless from liability under that law. Except as otherwise authorized, those records shall be maintained for a period of seven years after receipt of final payment under this Agreement. **Particular attention is directed towards Wis. Stat. sec. 19.36, which states that “any record produced or collected under” this Agreement, including those by CONTRACTOR, may be subject to disclosure under the public records law.** CONTRACTOR shall disclose no record without first receiving written approval from ERS.

17.2. Documentation of Costs. All costs shall be supported by properly executed payrolls, time records, invoices, contracts or vouchers, or other official documentation evidencing in proper detail the nature and propriety of other accounting documents pertaining in whole or in part to this Agreement and shall be clearly identified and readily accessible.

18. AUDITS AND INSPECTIONS. At any time during normal business hours and as often as the ERS, or if federal or state grants or aids are involved, as the appropriate federal or state agency may deem necessary, there shall be made available to the ERS or such agency for examination all of its records, or copies thereof, with respect to all matters covered by this Agreement and CONTRACTOR shall permit the ERS or such agency and/or representatives of the Comptroller General to audit, examine, and make excerpts or transcripts from such records, and to make audits of all contracts, invoices, materials,

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payrolls, records of personnel, conditions of employment, and other data relating to all matters covered by this Agreement.

19. CONFLICT OF INTEREST.

- 19.1. Interest in Contract. No officer, employee or agent of the City of Milwaukee or the ERS who exercises any functions or responsibilities in connection with the carrying out of any services or requirements to which this Agreement pertains, shall have any personal interest, direct or indirect in this Agreement.
- 19.2. Interest of Other Local Public Officials. No member of the governing body of the locality and no other public official of such locality who exercises any functions or responsibilities in the review or approval of the carrying out of this Agreement shall have any personal interest, direct or indirect, in this Agreement.
- 19.3. Interest of Contractor and Employees. CONTRACTOR covenants that no person described in sections 19.1 and 19.2 above who presently exercises any functions or responsibilities in connection with the Agreement has any personal financial interest, direct or indirect, in this Agreement. CONTRACTOR further covenants that it presently has no interest and shall not acquire any interest, direct or indirect, which would conflict in any manner or degree with the performance of its services hereunder. CONTRACTOR further covenants that in the performance of this Agreement no person having any conflicting interest shall be employed. An interest on the part of CONTRACTOR or its employees must be disclosed to the ERS. Provided, however, that this paragraph shall be interpreted in such a manner so as not to unreasonably impede the statutory requirement that maximum opportunity be provided for employment of and participation by residents of the area.

20. DISCRIMINATION PROHIBITED.

- 20.1. In all hiring or employment made possible by or resulting from this Agreement there (1) will not be any discrimination against any employee or applicant for employment because of sex, race, religion, color, national origin or ancestry, age, disability, lawful source of income, marital status or sexual orientation or familial status, and (2) affirmative action will be taken to ensure that applicants are employed and that employees are treated during employment without regard to their sex, race, religion, color, national origin or ancestry, age, disability, lawful source of income, marital status or sexual orientation or familial status. This requirement shall apply to but not be limited to the following: employment, upgrading, demotion or transfer, recruitment or recruitment advertising, lay-off or termination, rates of pay or other forms of compensation, and selection for training, including apprenticeship. There shall be posted in conspicuous places available to employees and applicants for employment, notices required or to be provided by federal or state agencies involved setting forth the provisions of the clause. All solicitations or advertisements for employees shall state that all qualified applicants will receive consideration for employment without regard to sex, race, religion, color, national origin or ancestry, age, disability, lawful source of income, marital status or sexual orientation or familial status.
- 20.2. No person in the United States shall, on the ground of sex, race, religion, color, national origin or ancestry, age, disability, lawful source of income, marital status or sexual orientation or familial status, be excluded from participation in, be denied the benefits of,

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or be subject to discrimination under any program or activity made possible by or resulting from this Agreement. The ERS and each employer will comply with all requirements imposed by or pursuant to the regulations of the appropriate federal agency effectuating Title VI of the Civil Rights Act of 1964.

20.3. CONTRACTOR will cause the foregoing provisions to be inserted in all subcontracts, if any, for any work covered by this Agreement so that such provisions will be binding upon each subcontractor, provided that the foregoing provisions shall not apply to contracts or subcontracts for standard commercial supplies or raw materials.

20.4. CONTRACTOR agrees that they will comply with all applicable requirements of the Americans with Disability Act of 1990, 42 U.S.C. 12101, et seq.

21. WITHHOLDING OF SALARIES. If in the performance of this Agreement there is any underpayment of salaries by CONTRACTOR or by any subcontractor thereunder, the ERS shall withhold from CONTRACTOR out of payments due to it an amount sufficient to pay to employees underpaid the difference between the salaries required hereby to be paid and the salaries actually paid such employees for the total number of hours worked. The amounts withheld shall be disbursed by the ERS for and on account of CONTRACTOR or subcontractor, if any, to the respective employees to whom they are due.

22. CLAIMS AND DISPUTES PERTAINING TO SALARY RATES. Claims and disputes pertaining to salary rates or to classifications of architects, draftsmen, technical engineers, and technicians, if any, performing work under this Agreement shall be promptly reported in writing by CONTRACTOR to the ERS for the latter's decision, which shall be final with respect thereto.

23. SEVERABILITY. If any term or condition of the Agreement shall be held invalid or unenforceable, the remainder of the Agreement shall not be affected and shall be valid and enforceable.

24. GOVERNING LAW & JURISDICTION.

24.1. Governing Law. The provisions of the Agreement will be governed by, construed, interpreted, and enforced in accordance with the laws of the State of Wisconsin.

24.2. Jurisdiction. The venue for any proceedings before a court of law (whether federal or state) will be geographically located in Milwaukee County, Wisconsin.

25. MISCELLANEOUS.

25.1. Headings. All headings and titles used in contract documents exist for the purposes of document organization and reference and will not be considered a term or condition of any agreement entered into by CONTRACTOR and the ERS.

25.2. Consent to Breach Not Waiver. The consent to a breach of any term or condition of this Agreement by either party will not be considered a waiver of such term or condition nor will such breach be considered consent to a subsequent breach.

25.3. Force Majeure. Neither party will be liable for any failure or delay in the performance of its obligations under this Agreement (and the failure or delay will not be deemed a

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default of this Agreement or grounds for termination) if both of the following conditions are satisfied: (1) the failure or delay could not have been prevented by reasonable precautions, and cannot reasonably be circumvented by the non-performing party through the use of alternate sources, work-around plans, or other means; and (2) the failure or delay is caused, directly or indirectly, by reason of fire or other casualty or accident; strikes or labor disputes; inability to procure raw materials, equipment, power or supplies; war, terrorism or other violence; any law, order, proclamation, regulation, ordinance, demand, or requirement of any governmental agency or intergovernmental body other than a party hereto; or any other act or condition beyond the reasonable control of the non-performing party. Upon the occurrence of an event which satisfies both of the above conditions (a "Force Majeure Event"), the non-performing party will be excused from any further performance of those obligations under this Agreement affected by the Force Majeure Event for as long as (a) the Force Majeure Event continues; and (b) the non-performing party continues to use commercially reasonable efforts to recommence performance whenever and to whatever extent possible without delay. Upon the occurrence of a Force Majeure Event, the non-performing party will immediately notify the other party by telephone (to be confirmed by written notice within two business days of the failure or delay) of the occurrence of a Force Majeure Event and will describe in reasonable detail the nature of the Force Majeure Event.

25.4. CONTRACTOR agrees time is of the essence and will meet all deadlines and any schedules as set forth in this Agreement.

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IN WITNESS WHEREOF, the CONTRACTOR and the ERS have caused this Agreement to be executed for and on their respective behalf as of the dates hereinafter set forth.

EMPLOYEES' RETIREMENT SYSTEM
OF THE CITY OF MILWAUKEE:

CONTRACTOR:

By: _____
Matthew Bell, Chair
Pension and Annuity Board

By: _____

Print Name: _____

Date: _____

Title: _____

By: _____
Bernard J. Allen, Executive Director

Date: _____

Date: _____

COUNTERSIGNED:

By: _____
Bill Christianson Date
Comptroller, City of Milwaukee

EXAMINED AND APPROVED
AS TO FORM AND EXECUTION:

By: _____
[Assistant City Attorney] Date

1054-2025-251:296331

IX.

INFORMATIONAL

Please be advised that the Annuity and Pension Board may vote to convene in closed session on the following item (IX.A.), as provided in Section 19.85(1)(g), Wisconsin State Statutes, to confer with legal counsel concerning strategy to be adopted by the body with respect to litigation in which it is or is likely to become involved. The Board may then vote to reconvene in open session following the closed session.

- A. Pending Litigation Report.
- B. Conferences.
- C. Class Action Income 2025 YTD.
- D. Adjusted Quarterly Cost Basis of Equity.
- E. Minutes of the Special Legislative Committee Meeting (Committee of the Whole) Held January 28, 2025.
- F. Minutes of the Investment Committee Meeting Held February 13, 2025.
- G. Report on Bills.
- H. Deployment of Assets.
- I. Securities Lending Revenue and Budget Report.
- J. Preliminary Performance Report and Asset Allocation.



February 25, 2025 Board Meeting

PENDING LITIGATION REPORT

Part 1. ERS Litigation through the City Attorney

MPA and Kurt Lacina v. City of Milwaukee, et al; Case Nos. 2023AP000301; and 2022CV001965

Kurt Lacina alleges his DDRA was wrongfully offset by a worker's compensation permanent partial disability award by defendants.

See prior Reports for case history

➤ 10/18/23 Appellants' Reply Brief filed. Case awaiting assignment to appellate panel.

Benjean Lara v. City of Milwaukee, et al; Case Nos. 2024AP001685; and 2023CV007107

Member filed Petition for Certiorari Review of Pension Board's denial of disability (duty and ordinary) retirement benefits.

See prior Reports for case history

➤ 01/16/25 Appellant's Reply Brief filed.

➤ 01/17/25 Record and Briefs sent.

Kurt Lacina v Employees' Retirement System, et al; Case No. 2024CV008283

Plaintiff alleges that duty disability retirees receiving a 90% benefit are only subject to the re-examination requirements prior to reaching his/her conversion date.

See prior Reports for case history

➤ 02/03/25 Notice of Motion, Motion to Intervene, Brief and Affidavit filed by Atty. Steven McGaver.

➤ 02/05/25 Status conference held. Scheduling Order for dispositive motions, as follows: Primary briefs due 03/24/2025; Responsive briefs due 04/23/2025; and Reply briefs due 05/13/2025. Motion hearing scheduled for June 5, 2025.

➤ 02/06/25 ERS letter to Court indicating no objection to MPA intervention.

Part 2. ERS Administrative Appeal Hearings through the City Attorney

Jason Rodriguez; Administrative Case No. 1443

➤ Hearing stayed pending outcome of Appellant's state workers compensation (WC) appeal hearing. First WC appeal hearing held May 10, 2022. Second WC appeal hearing pending scheduling.

Part 3. Notice of Claim filed with ERS

None.

Part 4. ERS Litigation through Outside Legal Counsel

None.

Client Conferences 2025

Board Meeting: February 25, 2025

DATE(S)	CONFERENCE(S) / LOCATION(S)	SPONSOR(S)
March 3 – 5, 2025	Morgan Stanley Global Real Assets Investor Conference Miami, FL	Morgan Stanley
March 4 – 5, 2025	2025 Institutional Investor Insights (In3) New York, NY	BlackRock
March 11 – 13, 2025 10:30 am – 1:30 pm	“Callan College” Introduction to Investments Virtual	Callan Associates
March 12, 2025 11:45am – 1:00pm	The Ins and Outs of Emerging Markets Milwaukee, WI	Dimensional Fund Advisors
April 1 – 3, 2025	Dimensional Fund Advisors Annual Institutional Symposium Austin, TX	Dimensional Fund Advisors
April 23, 2025	JP Morgan Annual Real Assets Conference New York, NY	JP Morgan
April 27 – 29, 2025	Callan’s 2025 National Conference Scottsdale, AZ	Callan Associates
April 28 – May 1, 2025	Harrison Street’s 2025 Annual Investor Conference Nashville, TN	Harrison Street
June 17 – 18, 2025	2025 NB Investment Leaders’ Summit & Private Markets Annual Investors’ Meeting New York, NY	Neuberger Berman
September 11 – 12, 2025	2025 USLF Annual Meeting New York, NY	ProLogis
September 23 – 25, 2025 10:30 am – 1:30 pm	“Callan College” Introduction to Investments - Learn the Fundamentals Virtual	Callan Associates
October 28, 2025 8:00 am – 11:00 pm	2025 October Regional Workshop Chicago, IL	Callan Associates

Trustee Conferences 2025

Board Meeting: February 25, 2025

DATE(S)	CONFERENCE(S) / LOCATION(S)	SPONSOR(S)
February 25, 2025 12:00pm	NCPERS 2025 Public Retirement Systems Study: Key Trends and Insights for Public Pensions Webinar	NCPERS
February 26 – 27, 2025	Investment Basics San Diego, CA	International Foundation of Employee Benefit Plans
March 10 – 12, 2025	CII Spring 2025 Conference & 40 th Anniversary Celebration Washington DC	Council of Institutional Investors
March 24 – 26, 2025	Pension Bridge The Annual 2025 Half Moon Bay, CA	with.Intelligence
April 9 – 10, 2025	11 th Annual Midwest Institutional Forum Chicago, IL	Markets Group
April 16 – 17, 2025	2025 Private Markets Conference Chicago, IL	Pensions & Investments
April 29 – May 1, 2025	Public Funds Roundtable Los Angeles, CA	Institutional Investor
April 30 – May 1, 2025	Investment Institute Fort Myers, FL	International Foundation of Employee Benefit Plans
May 4 – 7, 2025	Global Conference Los Angeles, CA	Milken Institute
May 12 – 15, 2025	Portfolio Concepts and Management Philadelphia, PA	International Foundation of Employee Benefit Plans
May 13, 2025	Redefining Fixed Income Chicago, IL	Institutional Investor
May 15, 2025	2025 Madison Investment Conference Madison, WI	CFA Society of Madison

Trustee Conferences 2025

Board Meeting: February 25, 2025

DATE(S)	CONFERENCE(S) / LOCATION(S)	SPONSOR(S)
May 17 – 18, 2025	NCPERS Accredited Fiduciary (NAF) Program & Trustee Educational Seminar (TEDS) Denver, CO	NCPERS
May 18 – 21, 2025	Annual Conference & Exhibition (ACE) Denver, CO	NCPERS
June 5, 2025	9 th Annual Real Estate Midwest Forum Chicago, IL	Markets Group
July 14 – 15, 2025	ALTSCHI Chicago, IL	Markets Group
July 15 – 16, 2025	Public Plan Trustees Institute – Level 1 Chicago, IL	International Foundation of Employee Benefit Plans
July 15 – 17, 2025	Pension Bridge Private Equity Exclusive 2025 Chicago, IL	with.Intelligence
August 17 – 19, 2025	Public Pension Funding Forum Chicago, IL	NCPERS
September 4, 2025	11 th Annual Great Plains Institutional Forum Minneapolis, MN	Markets Group
September 8 – 10, 2025	CII Fall 2025 Conference San Francisco, CA	Council of Institutional Investors
September 9 – 10, 2025	Fixed Income & Credit Dallas, TX	Pensions & Investments
October 7 – 8, 2025	2025 Pension Derisking Conference Chicago, IL	Pensions & Investments

Trustee Conferences 2025

Board Meeting: February 25, 2025

DATE(S)	CONFERENCE(S) / LOCATION(S)	SPONSOR(S)
October 10 – 11, 2025	Investment Basics Austin, TX	International Foundation of Employee Benefit Plans
October 25 – 26, 2025	NCPERS Accredited Fiduciary (NAF) Program & Program for Advanced Trustee Studies (PATS) TBD	NCPERS
October 26 – 29, 2025	Financial, Actuarial, Legislative & Legal (FALL) Conference TBD	NCPERS
October 28, 2025	Pension Bridge Alternatives 2025 New York, NY	with.Intelligence

Upcoming Due Diligence Meetings

Date	Manager(s)	Team
May 27-29, 2025	BlackRock	Keith & Aaron

Class Action Income 2025 YTD

Asset Description	Date(s)	Amount
McKesson Corp.	1/10/2025 \$	15,220
Tactile Systems Technology, Inc.	1/21/2025 \$	1,576
General Motors Company	1/28/2025 \$	355
Fifth Third Bancorp	2/5/2025 \$	13,004
Valeant Pharmaceuticals Int'l	2/6/2025 \$	20,849
Total Class Action Income Received in 2025 YTD	\$	51,003

Adjusted Quarterly Cost Basis of Equity December 31, 2024

Date	Market Value of Total Fund	Equity as Percent of	Cost Value of Total Fund	Equity as Percent of
		Portfolio on a Market Value		Portfolio on Cost
		Basis %		Basis %
Dec-17	5,356,413,868	60.7%	4,347,067,963	54.6%
Mar-18	5,360,763,834	54.5%	4,493,669,234	48.5%
Jun-18	5,364,526,404	52.8%	4,508,052,439	47.2%
Sep-18	5,416,752,057	53.2%	4,475,388,278	47.5%
Dec-18	4,952,685,618	50.7%	4,457,976,536	48.9%
Mar-19	5,287,164,709	52.5%	4,458,818,165	48.5%
Jun-19	5,368,388,543	52.2%	4,439,503,880	48.5%
Sep-19	5,336,312,140	51.6%	4,409,684,126	48.6%
Dec-19	5,525,553,595	53.1%	4,370,713,537	48.7%
Mar-20	4,532,932,039	47.6%	4,421,955,418	47.5%
Jun-20	4,904,369,177	52.6%	4,216,408,115	50.3%
Sep-20	5,077,501,527	52.0%	4,228,679,409	49.0%
Dec-20	5,531,306,606	53.5%	4,270,905,026	47.9%
Mar-21	5,693,916,321	53.5%	4,338,199,305	46.1%
Jun-21	6,012,966,775	52.3%	4,337,113,221	45.0%
Sep-21	6,026,295,778	48.4%	4,378,190,704	42.2%
Dec-21	6,218,053,813	47.6%	4,473,429,725	41.0%
Mar-22	6,156,069,941	46.5%	4,642,000,891	41.1%
Jun-22	5,633,734,690	44.6%	4,548,655,130	43.9%
Sep-22	5,276,131,314	43.7%	4,538,899,040	44.8%
Dec-22	5,469,372,844	46.0%	4,476,020,934	44.5%
Mar-23	5,644,257,058	47.6%	4,501,213,423	44.4%
Jun-23	5,654,571,235	43.9%	4,551,510,198	39.4%
Sep-23	5,471,790,350	40.0%	4,563,372,935	35.9%
Dec-23	5,712,163,552	42.7%	4,524,515,830	36.6%
Mar-24	5,968,654,087	42.9%	4,668,405,133	35.6%
Jun-24	5,895,564,025	42.3%	4,634,369,429	35.6%
Sep-24	6,063,026,517	42.4%	4,630,995,120	34.7%
Dec-24	5,857,172,026	41.8%	4,603,392,549	35.3%

**EMPLOYEES' RETIREMENT SYSTEM OF THE CITY OF MILWAUKEE
ANNUITY AND PENSION BOARD**

Minutes of the Legislative Committee Meeting (Committee of the Whole)
held January 28, 2025

The meeting was called to order at 9:00 a.m.

Committee Members Present: Matthew Bell
 Justin DeCleene
 Timothy Heling
 Tom Klusman
 Rudy Konrad
 Deborah Ford, Chair

Committee Members Not Present: Bill Christianson (arrived 9:10 a.m.)
 Nik Kovac (excused)

ERS Staff Present: Bernard J. Allen, Executive Director
 Melody Johnson, Deputy Director
 Erich Sauer, Deputy Chief Investment Officer
 Mary Turk, Business Operations Analyst
 Jan Wills, Board Stenographer

Others Present: Patrick McClain, City Attorney's office; Terry Siddiqui, DS Consulting, Inc.; eight members of the public called in for the meeting.

Amendment to Board Rule II for Succession Planning for the ERS Management Positions.

Ms. Ford stated there is an amendment to Board Rule II.C. in the form of a new section 8. for succession planning for ERS key management positions. She said no procedure exists in the Board Rules governing what happens in the event of a short-term or long-term absence, retirement, or resignation. Ms. Ford mentioned three preliminary decisions the Board has to make: 1) whether the position should be exempt or non-exempt, 2) whether to do a national search or internal candidates only, and 3) whether to use an external recruitment firm or have DER run the process. Discussion ensued regarding the road map outline for succession for the ED position upon retirement of the current incumbent which is on file with the Board Secretary and is incorporated as part of these minutes.

Ms. Ford put forth the motion that the Executive Director position is an exempt position, that the Board will do a national candidate search, that the Board will hire an external recruitment firm, and that a modification be made to the Board Rules that the duties of the Executive Director permanently include serving as Secretary of the Board without the need for such authorization each time the position is filled with a new incumbent.

It was moved by Mr. Bell, seconded by Mr. Heling, and unanimously carried, to approve the Amendment to Board Rule II, with the motion put forth by Ms. Ford, for Succession Planning for the ERS Management Positions.

Discuss Recommendation to the City of Milwaukee Regarding Request for Waiver of Law Enforcement Standards Board (LESB) Requirement for Limited Duty. Mr. Klusman recommended that there be no disconnect within various entities within City government. He said the LESB has some stringent requirements that do not comport to the Limited Duty SOP and the city may want to revisit that on their end. Mr. Klusman said the LESB requires DDR applicants to finish their shooting course every year to maintain their certification. He said Limited Duty officers are only required [by MPD] to perform what they can and that is a disconnect between the LESB standard and the MPD standard. Mr. Klusman noted DDR applicants are telling their doctors or [Medical]Council they need to be able to be? a full-duty person and perform every aspect of policing.

Mr. McClain said this is posted for a recommendation but it is more of an inquiry. He stated this might intrude on the City's collective bargaining process after talking with the collective bargaining attorney prior to this meeting. Mr. McClain said, after hearing Mr. Klusman's explanation, he would have a proposal that could resolve the problem and will report back to the Board on how LESB standards are impacting Duty Disability. Ms. Ford tabled this item until Mr. McClain reports back to the Board.

There being no further business to come before the meeting, it was moved by Mr. Bell, seconded by Mr. DeCleene, and unanimously carried, to adjourn the meeting.

Ms. Ford adjourned the meeting at 9:58 a.m.

Bernard J. Allen
Secretary and Executive Director

(NOTE: All proceedings of the Annuity and Pension Board Meetings and related Committee Meetings are recorded. All recordings and material mentioned herein are on file in the office of the Employees' Retirement System, 789 N. Water Street, Suite 300.)

**EMPLOYEES' RETIREMENT SYSTEM OF THE CITY OF MILWAUKEE
ANNUITY AND PENSION BOARD**

Minutes of the Investment Committee Meeting
held February 13, 2025 via teleconference

The meeting was called to order at 9:00 a.m.

Committee Members Present: Matthew Bell
 Justin DeCleene
 Deborah Ford, Vice-Chair
 Timothy Heling
 Rudy Konrad

Board Members Not Present: Bill Christianson (arrived 9:08 a.m.)
 Thomas Klusman, Chair (excused)
 Nik Kovac (arrived 9:45 a.m.)

ERS Staff Present: Jerry Allen, Executive Director
 David Silber, Chief Investment Officer
 Erich Sauer, Deputy Chief Investment Officer
 Keith Dickerson, Pension Investment Analyst – Sr.
 Thomas Courtright, Pension Investment Analyst – II.
 Aaron Shew, Pension Investment Analyst – II.
 Dan Gopalan, Chief Financial Officer
 Jan Wills, Board Stenographer

Others present: Jason Ellement, Mike Joecken, Callan; Larry Langer, Aaron Chochon, Cavanaugh Macdonald; Patrick McClain, City Attorney's Office; Terry Siddiqui, DS Consulting, Inc.; six members of the public called into the meeting.

Callan Glide Path Analysis Presentation Phase II. As a matter of information, Committee members received the Callan Glide Path Analysis Presentation booklet, a copy of which is on file with the Board Secretary and is hereby incorporated in these minutes. Messrs. Joecken and Ellement, gave a Callan Glide Path Analysis Presentation Phase II to the Committee and presented the following topics.

- Background
- Callan 2025 Capital Market Assumptions
- Time Horizon
- Five Glide Paths Examined
- Glide Path Analysis
 - Monte Carlo Simulation
 - \$250M Annual Contribution Cap
- Summary
 - Five Glide Paths are contrasted across the three funding policies
- Appendix
 - No Annual Contribution Cap
 - \$300M Annual Contribution Cap

Ms. Ford, Vice-Chair, called for a break at 11:14 a.m.

Ms. Ford resumed the meeting at 11:25 a.m.

CMERS 4TH Quarter Performance Update. Mr. Sauer discussed the Market Environment and said stocks and bonds were down in Q4, related to a rise in interest rates as the market reset their expectations on how quickly the Fed would be able to cut rates so the Stock benchmark was down 1.2%, the Fixed Income benchmark was down 3.1%, Real Assets was down 1.4%, Private Equity, due to the lag, was up 6.7%, and Absolute Return was up 1.8%. He stated the overall CMERS benchmark was down 0.6%. Mr. Sauer talked about Relative Performance Expectations and said the Value and Small Bias went against the Fund, Fixed Income Credit went in the Fund's favor, and Private Equity was up 1.7%. He noted the CMERS Total Fund (net) was down 1.6% for the quarter. Mr. Sauer stated the Fund still has outperformance over longer, multiple time periods. He said some of the managers had very good years with Loomis Sayles adding 32 basis points to the relative returns and Morgan Stanley, one of the real estate managers, added 20 basis points. Mr. Sauer then mentioned one of the notable CMERS Manager Events and said Laurel Durkay will join Morgan Stanley's Primate Property Fund team as Chief Investment Officer and who is replacing Josh Meyerberg who left that firm in mid-2024 to join a competitor. He said Scott Brown, the long-time Head of the Prime Property Fund, remains in place with Ms. Durkay reporting to him so there is no change in philosophy or process. Mr. Sauer discussed Public Equity and said that longer term, the Fund still stacks up well with the benchmark. He said for Fixed Income, there was a reset in interest rate expectations during the quarter and when interest rates go up, bond prices go up, bringing the return to the low single digits. Mr. Sauer said Loomis and Reams had nice outperformance in a difficult Fixed Income environment. He talked about Absolute Return and said one of the goals with this portion of the portfolio is to generate positive returns regardless of what stock or bond markets are doing. Mr. Sauer said for the 4th quarter, UBS was up 3.0% and Aptitude was up 4.1%, during a quarter when stocks and bonds were down. He noted it was a strong year for both, with UBS up 10.6%, and Aptitude up 13.2%. Mr. Sauer stated for Private Equity, the Fund did not keep up with public markets, but the CMERS program for Private Equity is doing quite well and it has been distributed back from earlier funds. He concluded with a Performance Update and said, as of February 12, 2025, the Fund Value is \$6.13 billion. Mr. Sauer said the January estimate for the Fund is 1.7% versus the benchmark of 1.6% while February is flat for the month with the benchmark rounding down to 0.1%. He stated that through February 12, 2025, the Fund is at 1.7% with the benchmark rounding down to 1.6%.

Due Diligence Reports.

UBS Hedge Fund Solutions. Mr. Sauer as well as Mr. Dickerson and Mr. McGuane of Callan's hedge fund research group attended the due diligence meeting with UBS in New York on August 14, 2014. Mr. Sauer and Mr. Heling attend a UBS due diligence meeting with UBS in London on October 8, 2024. He said this was CMERS' first due diligence meeting with UBS since Edoardo Rulli took over the CIO role from Bruce Amlicke. Mr. Sauer said the philosophy and process remain intact, except that Mr. Rulli is more conservative with co-investments. He said there is some reorganization going on in the hedge fund group falling under the reporting line in the broader asset management group, but it is something they do every few years. Mr. Sauer said CMERS remains happy with the portfolio UBS has built and are comfortable with them as a hedge fund-of-funds manager.

Mesirow Financial. Mr. Shew, as well as Messrs. Sauer, Dickerson, and Courtright attended the due diligence meeting with Mesirow in Chicago on December 19, 2024. Mr. Shew said Mesirow is one of four Private Equity managers hired to invest the Private Equity allocation via fund-of-funds. He noted the other three managers are Apogem, Abbott, and Neuberger. Mr. Shew stated that since 2010, CMERS has committed \$475 million dollars to Mesirow across five funds beginning with Mesirow Fund V. He said overall the team is happy with Mesirow's performance and the Investment team has been monitoring the succession planning with the senior investment team. Mr. Shew said Marc Sacks (former CEO) and Tom Galuhn (former President) have transitioned to Chairman and Senior Advisor, respectively. He noted both retained their positions on the investment committee. Mr. Shew stated Bob DeBolt transitioned from CIO to CEO and Ryan Fedronich and Kristina Pierce have been promoted to Senior Managing Directors from Managing Directors. He noted there has not been any senior management professional turnover since 2004. Mr. Shew added that Mesirow has launched its inaugural secondaries fund of \$250 million dollars in which they wanted their investors to increase their exposure to this area.

Polen Capital Management. Mr. Dickerson and Mr. Silber attended the due diligence meeting with Polen in Boca Raton, Florida on December 10, 2024. Mr. Dickerson said he and Mr. Silber met with Polen's investment management team, trading, and other members of their firm's business operations. He said Polen's level of Assets Under Management has increased from \$57.2 billion to \$63.3 billion since CMERS last visit in 2022. Mr. Dickerson said this was encouraging as Polen is expanding its asset management capabilities into other specialties. He said with respect to Polen's Focus Growth Strategy, Assets Under Management sit at \$46.6 billion, which is a similar amount reported to CMERS in 2022, as Polen has faced performance challenges over the past few years. Mr. Dickerson said they did underperform the benchmark S&P 500 in 2024, but outperformed the same benchmark in 2023. He noted they had a discussion with the investment management team and with Callan about this performance but were comfortable with the rationale provided. Mr. Dickerson said ultimately the Fund has performed in line with its investment objective generating returns over a long-term horizon. He added CMERS received personnel updates from Polen with respect to portfolio management responsibility as well as within the compliance function. Mr. Dickerson said current Co-Portfolio Manager Brandon Ladoff will be handing off his responsibilities to previous Focus Growth Manager Damon Ficklin. He said Mr. Ladoff will be assuming other portfolio management responsibilities within the firm. Mr. Dickerson said Jeff Mueller, the former Director of Research for the Large Company Growth Team, announced his retirement from the asset management industry on December 21, 2023. He noted that since then, Bryan Power was promoted to Director of Research to replace Mr. Mueller. Mr. Dickerson said Lauren Walsh was hired in 2024 as the Chief Compliance Officer. He noted previously Polen had combined its General Counsel role and Chief Compliance Officer role into a single position held by Brian Goldberg. Mr. Dickerson said the roles have been split to provide more comprehensive compliance and legal coverage. He noted that Mr. Goldberg will continue in the role of General Counsel. Mr. Dickerson concluded that CMERS and Callan remain confident in Polen as part of CMERS Large Cap Active Equity Allocation, but will continue to monitor personnel, strategy, performance, and level of assets managed by Polen.

Earnest Partners. Mr. Dickerson and Mr. Silber attended the due diligence meeting with Earnest in Atlanta, Georgia on December 11, 2024. Mr. Dickerson said Earnest is responsible for the management of CMERS Mid-Cap Core Equity Strategy. He said they met with Earnest's investment team, trading, and other members of the business operations. Mr. Dickerson said

Earnest's Assets Under Management has increased from \$24.3 billion to \$33.1 billion since CMERS last visit in 2022. He said their Mid-Cap Core Strategy, in which CMERS invests, has \$2.9 billion in Assets Under Management. Mr. Dickerson said Earnest did underperform the benchmark Russell Mid-Cap Core Index in 2024 and performed in-line with the same benchmark in 2023. He said Staff and Callan discussed with Earnest their performance challenges in 2024 and Staff is comfortable with the explanation they provided. Mr. Dickerson said Earnest also provided Staff with their Proprietary Return Pattern Recognition software as well as Proprietary Risk Management software. He said Earnest has remained stable since CMERS last visit in 2022 with no notable changes to report. Mr. Dickerson said CMERS and Callan is confident in Earnest's management of CMERS Mid-Cap Core Strategy, but will continue to monitor strategy, performance, and personnel.

Ms. Ford thanked Callan for their Glide Path presentation today.

It was moved by Mr. Christianson and seconded by Mr. Bell to adjourn the meeting.

There being no further business, Ms. Ford adjourned the meeting at 12:08 p.m.

Bernard J. Allen
Secretary and Executive Director

NOTE: All proceedings of the Annuity and Pension Board Meetings and related Committee Meetings are recorded. All recordings and material mentioned herein are on file in the office of the Employees' Retirement System, 789 N. Water Street, Suite 300.)

Fiscal Year
2025
Department
Employees' Retirement System

City of Milwaukee
Departmental
Appropriation Budget Balances

As of: 2025-02-28

	Budget	2025-1	Year to Date Expended	Life to Date Commitments	Remaining Budget
<i>Regular Departmental Appropriations:</i>					
Employee Salaries & Wages	5,379,533.00	-	-	-	5,379,533.00
Base Pay-Salary & Wage	-	438,820.69	438,820.69	-	(438,820.69)
Time Paid Not Worked	-	191,193.94	191,193.94	-	(191,193.94)
Employee Salaries & Wages	\$ 5,379,533.00	630,014.63	\$ 630,014.63	\$ -	\$ 4,749,518.37
Fringe Benefits Applied	2,420,790.00	-	-	-	2,420,790.00
Applied Employee Benefits	\$ 2,420,790.00	-	\$ -	\$ -	\$ 2,420,790.00
Operating Expenditures	16,013,400.00	-	-	-	16,013,400.00
Magazines,Subscription	-	880.41	880.41	-	(880.41)
Postal and Mailing Services	-	217.09	217.09	-	(217.09)
Electricity	-	3,968.65	3,968.65	-	(3,968.65)
Building Rental	-	38,491.02	38,491.02	-	(38,491.02)
Medical,Surgical & Lab	-	8,494.87	8,494.87	-	(8,494.87)
Administrative Charges	-	14,973.66	14,973.66	-	(14,973.66)
Telephone, Communications	-	2,275.59	2,275.59	-	(2,275.59)
Travel & Subsistence	-	30.16	30.16	-	(30.16)
Other Misc Services	-	740.00	740.00	-	(740.00)
Operating Expenditures	\$ 16,013,400.00	70,071.45	\$ 70,071.45	\$ -	\$ 15,943,328.55
All Equipment	713,000.00	-	-	-	713,000.00
Total Equipment	\$ 713,000.00	-	\$ -	\$ -	\$ 713,000.00
Total Regular Class	\$ 24,526,723.00	700,086.08	\$ 700,086.08	\$ -	\$ 23,826,636.92
<i>Other Departmental Appropriations:</i>					
Group Life Insurance Premium	4,200,000.00	351,955.38	351,955.38	-	3,848,044.62
Retiree's Benefit Adjustment	25,000.00	1,144.68	1,144.68	-	23,855.32
Other Classes	\$ 4,225,000.00	353,100.06	\$ 353,100.06	\$ -	\$ 3,871,899.94
Total Dept Appropriations	\$ 28,751,723.00	1,053,186.14	\$ 1,053,186.14	\$ -	\$ 27,698,536.86

Manager Mix Report

Account Name/ Account Number	Cash/ % of account	Short Term/ % of account	Equity/ % of account	Fixed/ % of account	R.E. and Other/ % of account	Pendings/ % of account	Total Market Value/ % of consolidation
MILWAUKEE-CASH ACCOUNT 2605491	0.00 0.00%	196,083,852.80 100.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	196,083,852.80 3.15%
MILWAUKEE-THE NORTHERN TRS 2605496	0.00 0.00%	0.00 0.00%	211,515,089.80 100.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	211,515,089.80 3.40%
MILWAUKEE-ERS EXPENSE FUND 2605504	0.00 0.00%	55,240.60 100.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	55,240.60 0.00%
MILWAUKEE-PABF BENEFIT PAYMENT 2610128	0.00 0.00%	2,473.52 100.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	2,473.52 0.00%
MILWAUKEE-DFA INTERNATIONAL 2619838	0.00 0.00%	0.00 0.00%	166,173,349.90 100.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	166,173,349.90 2.67%
MILWAUKEE-EARNEST -SL 2630942	0.00 0.00%	4,173,568.56 2.28%	179,166,401.80 97.78%	0.00 0.00%	0.00 0.00%	-100,044.77 -0.05%	183,239,925.60 2.95%
MILWAUKEE - UBS A&Q 2637239	0.00 0.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	279,007,640.90 100.00%	0.00 0.00%	279,007,640.90 4.49%
MILWAUKEE-DFA 2637848	0.00 0.00%	0.00 0.00%	204,613,955.70 100.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	204,613,955.70 3.29%
MILWAUKEE-BAIRD 2674604	0.00 0.00%	31,943,299.73 35.54%	0.00 0.00%	58,939,346.97 65.58%	0.00 0.00%	-1,013,018.71 -1.13%	89,869,627.99 1.45%
MILWAUKEE - BLACKROCK R1000V 4472746	0.00 0.00%	0.00 0.00%	205,180,743.80 100.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	205,180,743.80 3.30%
MILWAUKEE-LOOMIS SAYLE CME01	16,072,789.97 3.31%	0.00 0.00%	5,096,713.85 1.05%	658,881,696.40 135.84%	-187,296,808.40 -38.61%	-7,696,392.59 -1.59%	485,057,999.20 7.80%
MILWAUKEE-BRANDES INT'L EQUITY CME03	4,460,324.36 1.43%	0.00 0.00%	305,430,368.80 97.58%	0.00 0.00%	2,023,111.59 0.65%	1,082,638.56 0.35%	312,996,443.30 5.03%
MILWAUKEE-REAMS CME04	126,731,923.90 17.01%	0.00 0.00%	0.00 0.00%	824,826,470.50 110.72%	1,148,335.94 0.15%	-207,766,879.50 -27.89%	744,939,850.80 11.98%
MILWAUKEE-BLAIR CME05	3,166,383.94 1.37%	0.00 0.00%	226,991,003.00 97.92%	0.00 0.00%	1,011,343.45 0.44%	641,956.07 0.28%	231,810,686.50 3.73%
MILWAUKEE-MFS CME12	3,393,113.84 1.58%	0.00 0.00%	210,753,023.70 98.24%	0.00 0.00%	385,220.65 0.18%	0.00 0.00%	214,531,358.20 3.45%

Monthly Board Report

31-Jan-25

Account number COMALL

CITY OF MILW ALL ACCTS

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Manager Mix Report

Account Name/ Account Number	Cash/ % of account	Short Term/ % of account	Equity/ % of account	Fixed/ % of account	R.E. and Other/ % of account	Pendings/ % of account	Total Market Value/ % of consolidation
MILWAUKEE-POLEN 2644553	0.00 0.00%	6,656,274.20 5.24%	120,262,489.70 94.76%	0.00 0.00%	0.00 0.00%	0.00 0.00%	126,918,763.90 2.04%
MILWAUKEE - PRINCIPAL DRA -SL 2677436	0.00 0.00%	0.00 0.00%	184,944,530.10 100.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	184,944,530.10 2.97%
MILWAUKEE-BLACKROCK GLOBAL-SL 2683493	0.00 0.00%	0.00 0.00%	259,498,898.60 100.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	259,498,898.60 4.17%
MILWAUKEE- AQR-SL 4468331	0.00 0.00%	0.00 0.00%	104,621,895.00 100.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	104,621,895.00 1.68%
MILWAUKEE-APTITUDE / 4479682 4479682	0.00 0.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	194,540,010.70 100.00%	0.00 0.00%	194,540,010.70 3.13%
MILWAUKEE-CME03 SANCTIONED P/F / CME103 CME103	0.00 0.00%	0.00 0.00%	2,821,313.13 100.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	2,821,313.13 0.05%
MILWAUKEE - DFA US LCV CME15	647,856.79 0.43%	0.00 0.00%	149,240,828.40 99.66%	0.00 0.00%	0.00 0.00%	-138,218.53 -0.09%	149,750,466.70 2.41%
MILWAUKEE-REAL ESTATE MULTIPLE	0.00 0.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	489,260,517.12 100.00%	0.00 0.00%	489,260,517.12 7.87%
MILWAUKEE-PRIVATE EQUITY MULTIPLE	0.00 0.00%	0.00 0.00%	0.00 0.00%	0.00 0.00%	761,829,470.00 100.00%	0.00 0.00%	761,829,470.00 12.25%
MILWAUKEE - BLACKROCK US G-SL MULTIPLE	0.00 0.00%	0.00 0.00%	0.00 0.00%	418,809,447.00 100.00%	0.00 0.00%	0.00 0.00%	418,809,447.00 6.74%

Monthly Board Report

31-Jan-25

Account number COMALL

CITY OF MILW ALL ACCTS

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Manager Mix Report

Account Name/ Account Number	Cash/ % of account	Short Term/ % of account	Equity/ % of account	Fixed/ % of account	R.E. and Other/ % of account	Pendings/ % of account	Total Market Value/ % of consolidation
Total for consolidation	154,472,392.80	238,914,709.41	2,536,310,605.28	1,961,456,960.87	1,541,908,841.95	-214,989,959.47	6,218,073,550.86
% for consolidation	2.48%	3.84%	40.79%	31.54%	24.80%	-3.46%	100.00%

Please note that this report has been prepared using best available data. This report may also contain information provided by third parties, derived by third parties or derived from third party data and/or data that may have been categorized or otherwise reported based upon client direction - Northern Trust assumes no responsibility for the accuracy, timeliness or completeness of any such information. Northern Trust assumes no responsibility for the consequences of investment decisions made in reliance on information contained in this report. If you have questions regarding third party data or direction as it relates to this report, please contact your Northern Trust relationship team.

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**Employes' Retirement System
Securities Lending Income and Expenses: 2025
As of JANUARY 31, 2025**

Date	Income From Lending	Amounts Expended		Balance
		Fees	Administrative Transfers	
Balance 12-31-24				\$919,258.43
01/06/25	3,460.48	-	-	922,718.91
01/15/25	61,745.61	12,344.01	-	972,120.51
01/29/25			920,000.00	52,120.51
Current Totals	\$65,206.09	\$12,344.01	\$920,000.00	\$52,120.51

Note: Expenses for Board Travel/Education, Computer Equipment, Publications and Consulting are now paid from the Operations/Management account

MERS PERFORMANCE ESTIMATES
January 31, 2025

Account	2024 Return	Jan 2025	YTD Thru 1/31/25
Northern Trust S&P 500 Index	25.00%	2.78%	2.78%
S&P 500	<u>25.02%</u>	<u>2.78%</u>	<u>2.78%</u>
Difference	-0.02%	0.00%	0.00%
BlackRock Russell 1000 Value Index	14.38%	4.63%	4.63%
Russell 1000 Value	<u>14.37%</u>	<u>4.63%</u>	<u>4.63%</u>
Difference	0.01%	0.00%	0.00%
DFA US Large Cap Value	13.84%	4.55%	4.55%
Russell 1000 Value	<u>14.37%</u>	<u>4.63%</u>	<u>4.63%</u>
Difference	-0.53%	-0.07%	-0.07%
Polen	16.07%	4.56%	4.56%
S&P 500	<u>25.02%</u>	<u>2.78%</u>	<u>2.78%</u>
Difference	-8.95%	1.78%	1.78%
Earnest	8.19%	4.31%	4.31%
Russell MidCap	<u>15.34%</u>	<u>4.25%</u>	<u>4.25%</u>
Difference	-7.15%	0.06%	0.06%
DFA US Small Cap Value	7.87%	2.81%	2.81%
Russell 2000 Value	<u>8.05%</u>	<u>2.05%</u>	<u>2.05%</u>
Difference	-0.19%	0.76%	0.76%
Brandes	7.09%	4.62%	4.62%
MSCI EAFE	<u>3.82%</u>	<u>5.26%</u>	<u>5.26%</u>
Difference	3.27%	-0.63%	-0.64%
William Blair	3.44%	3.66%	3.66%
MSCI ACWI ex US	<u>6.09%</u>	<u>4.05%</u>	<u>4.05%</u>
Difference	-2.65%	-0.39%	-0.39%
DFA Int'l Small Cap Value	7.89%	3.56%	3.56%
MSCI EAFE Small Cap	<u>1.82%</u>	<u>3.45%</u>	<u>3.45%</u>
Difference	6.07%	0.11%	0.11%
AQR	6.62%	2.81%	2.81%
MSCI EM	<u>7.50%</u>	<u>1.79%</u>	<u>1.79%</u>
Difference	-0.89%	1.02%	1.02%
BlackRock Global Alpha Tilts	18.98%	3.29%	3.29%
MSCI ACWI	<u>17.49%</u>	<u>3.36%</u>	<u>3.36%</u>
Difference	1.49%	-0.07%	-0.07%
MFS	11.87%	3.33%	3.33%
MSCI ACWI	<u>17.49%</u>	<u>3.36%</u>	<u>3.36%</u>
Difference	-5.62%	-0.03%	-0.03%
BlackRock Gov't Bond Index	0.79%	0.51%	0.51%
Bloomberg Gov't Bond	<u>0.62%</u>	<u>0.52%</u>	<u>0.52%</u>
Difference	0.16%	0.00%	-0.01%
Reams	1.76%	0.52%	0.52%
Bloomberg US Aggregate	<u>1.25%</u>	<u>0.53%</u>	<u>0.53%</u>
Difference	0.51%	-0.01%	-0.01%
Loomis Sayles	5.26%	0.93%	0.93%
Bloomberg US Aggregate	<u>1.25%</u>	<u>0.53%</u>	<u>0.53%</u>
Difference	4.01%	0.40%	0.40%
UBS	10.57%	0.77%	0.77%
SOFR + 4%	<u>9.31%</u>	<u>0.70%</u>	<u>0.70%</u>
Difference	1.26%	0.07%	0.07%
Aptitude	13.15%	1.53%	1.53%
SOFR + 4%	<u>9.31%</u>	<u>0.70%</u>	<u>0.70%</u>
Difference	3.84%	0.83%	0.83%
Principal	3.28%	1.98%	1.98%
Blended Benchmark	<u>4.21%</u>	<u>2.74%</u>	<u>2.74%</u>
Difference	-0.93%	-0.77%	-0.76%
Baird	5.16%	0.47%	0.47%
Bloomberg Govt/Credit 1-3 Year	<u>4.36%</u>	<u>0.46%</u>	<u>0.46%</u>
Difference	0.80%	0.02%	0.01%
Total MERS	6.85%	1.75%	1.75%

The calculation for the Fund's total rate of return is based on the Modified Dietz method. Although periodic cash flows (i.e., contributions, redemptions) are not time weighted, they are accounted for in the Fund's total rate of return. Therefore, this estimated rate of return may vary slightly from the rate of return reported by the custodian.

The returns shown are gross of fees (except Total MERS, DFA International Small Cap Value, William Blair International Growth, AQR, Principal, UBS, and Aptitude)
 CastleArk performance runs through February 14, 2024.

ACTUAL ALLOCATIONS

January 31, 2025

		Target	Market Value	Allocation
EQUITY				
Public Equity				
Domestic				
Passive Large Cap Equity	Northern Trust (S&P 500)	3.45%	\$ 211,515,090	3.45%
	BlackRock (Russell 1000 Value)	3.45%	\$ 205,180,744	3.35%
Sub-Total Passive Large Cap Equity		6.90%	\$ 416,695,834	6.79%
Active Large Cap Equity	Polen (S&P 500)	1.94%	\$ 126,918,764	2.07%
	DFA (Russell 1000 Value)	2.46%	\$ 149,750,467	2.44%
Sub-Total Active Large Cap Equity		4.40%	\$ 276,669,231	4.51%
Active Mid/Small Cap Equity	Earnest Partners (Russell MidCap)	3.20%	\$ 183,239,926	2.99%
	DFA (Russell 2000 Value)	3.05%	\$ 204,613,956	3.34%
Sub-Total Active Mid/Small Cap Equity		6.24%	\$ 387,853,881	6.32%
Total Domestic		17.55%	\$ 1,081,218,945	17.63%
International				
Active International Equity	Brandes (MSCI EAFE)	5.14%	\$ 315,817,756	5.15%
	William Blair (MSCI ACWI ex US)	3.91%	\$ 231,810,686	3.78%
	DFA (MSCI EAFE Small Cap)	2.84%	\$ 166,173,350	2.71%
	AQR (MSCI EM)	1.76%	\$ 104,621,895	1.71%
Total International		13.65%	\$ 818,423,688	13.34%
Global				
Active Global Equity	BlackRock (MSCI ACWI)	4.29%	\$ 259,498,899	4.23%
	MFS (MSCI ACWI)	3.51%	\$ 214,531,358	3.50%
Total Global		7.80%	\$ 474,030,257	7.73%
Total Public Equity		39.00%	\$ 2,373,672,890	38.70%
Private Equity				
	Abbott Capital (Russell 3000 Quarter Lag + 2%)	4.20%	\$ 297,756,914	4.85%
	Mesirov (Russell 3000 Quarter Lag + 2%)	4.20%	\$ 284,420,979	4.64%
	Neuberger Berman (Russell 3000 Quarter Lag + 2%)	1.80%	\$ 78,206,695	1.28%
	Apogem (Russell 3000 Quarter Lag + 2%)	1.80%	\$ 101,444,882	1.65%
Total Private Equity		12.00%	\$ 761,829,470	12.42%
TOTAL EQUITY (Public Equity + Private Equity)		51.00%	\$ 3,135,502,360	51.12%
FIXED INCOME & ABSOLUTE RETURN				
Fixed Income				
Cash		1.00%	\$ 196,141,567	3.20%
Passive Fixed Income	BlackRock (Bloomberg US Government)	7.22%	\$ 418,809,447	6.83%
Active Fixed Income	Reams (Bloomberg US Aggregate)	12.83%	\$ 744,871,507	12.14%
	Loomis Sayles (Bloomberg US Aggregate)	7.95%	\$ 485,056,031	7.91%
Sub-Total Active Fixed Income		20.78%	\$ 1,229,927,538	20.05%
Total Fixed Income		29.00%	\$ 1,844,878,552	30.08%
Absolute Return				
	Aptitude (SOFR + 4%)	3.00%	\$ 197,514,968	3.22%
	UBS (SOFR + 4%)	4.00%	\$ 281,156,000	4.58%
Total Absolute Return		7.00%	\$ 478,670,967	7.80%
TOTAL FIXED INCOME & ABSOLUTE RETURN		36.00%	\$ 2,323,549,519	37.88%
REAL ASSETS				
Private Real Estate - Core	JP Morgan (NFI-ODCE)	2.50%	\$ 97,505,838	1.59%
	Morgan Stanley (NFI-ODCE)	2.70%	\$ 145,193,938	2.37%
	LaSalle (NFI-ODCE)	2.30%	\$ 106,437,443	1.74%
	Prologis (NFI-ODCE)	1.30%	\$ 81,396,410	1.33%
	Harrison Street (NFI-ODCE)	0.90%	\$ 49,668,859	0.81%
Sub-Total Private Real Estate - Core		9.70%	\$ 480,202,488	7.83%
Private Real Estate - Non-Core	Non-Core Real Estate (NFI-ODCE)	0.00%	\$ 9,508,692	0.16%
Public Real Assets	Principal (Blended Benchmark)	3.30%	\$ 184,944,530	3.02%
TOTAL REAL ASSETS		13.00%	\$ 674,655,710	11.00%
TOTAL ERS			\$ 6,133,707,589	100.00%
Total City Reserve Fund		R. W. Baird	89,869,628	

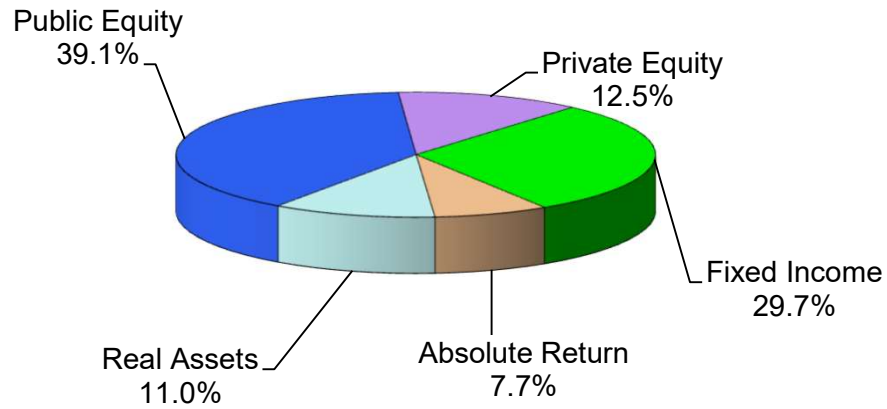
PROJECTED TARGET ALLOCATIONS

Feb 18, 2025

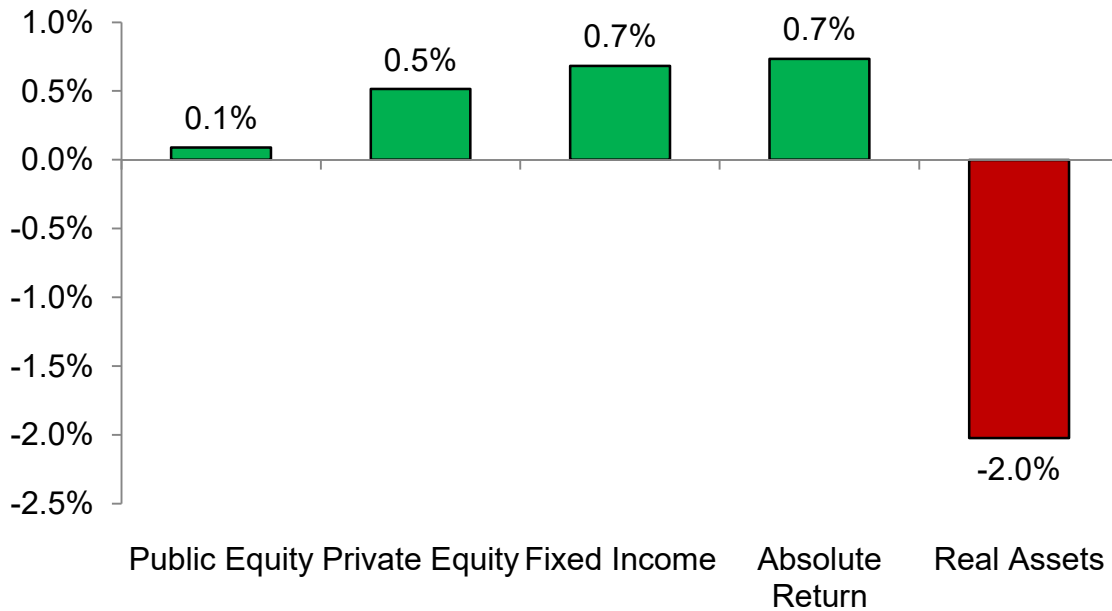
		Target	Market Value	Allocation
EQUITY				
Public Equity				
Domestic				
Passive Large Cap Equity	Northern Trust (S&P 500)	3.45%	\$ 214,807,341	3.47%
	BlackRock (Russell 1000 Value)	3.45%	207,382,570	3.35%
	Sub-Total Passive Large Cap Equity	6.90%	\$ 422,189,911	6.82%
Active Large Cap Equity	Polen (S&P 500)	1.94%	\$ 127,409,047	2.06%
	DFA (Russell 1000 Value)	2.46%	\$ 151,063,530	2.44%
	Sub-Total Active Large Cap Equity	4.40%	\$ 278,472,577	4.50%
Active Mid/Small Cap Equity	Earnest Partners (Russell MidCap)	3.20%	\$ 179,794,283	2.91%
	DFA (Russell 2000 Value)	3.05%	\$ 203,680,390	3.29%
	Sub-Total Active Mid/Small Cap Equity	6.24%	\$ 383,474,673	6.20%
Total Domestic		17.55%	\$ 1,084,137,161	17.52%
International				
Active International Equity	Brandes (MSCI EAFE)	5.14%	\$ 333,482,839	5.39%
	William Blair (MSCI ACWI ex US)	3.91%	\$ 238,935,822	3.86%
	DFA (MSCI EAFE Small Cap)	2.84%	\$ 173,051,507	2.80%
	AQR (MSCI EM)	1.76%	\$ 109,047,396	1.76%
Total International		13.65%	\$ 854,517,564	13.81%
Global				
Active Global Equity	BlackRock (MSCI ACWI)	4.29%	\$ 265,630,844	4.29%
	MFS (MSCI ACWI)	3.51%	\$ 214,965,451	3.47%
Total Global		7.80%	\$ 480,596,295	7.77%
Total Public Equity		39.00%	\$ 2,419,251,020	39.09%
Private Equity				
	Abbott Capital (Russell 3000 Quarter Lag + 2%)	4.20%	\$ 299,926,914	4.85%
	Mesirow (Russell 3000 Quarter Lag + 2%)	4.20%	\$ 295,233,191	4.77%
	Neuberger Berman (Russell 3000 Quarter Lag + 2%)	1.80%	\$ 77,925,415	1.26%
	Apogem (Russell 3000 Quarter Lag + 2%)	1.80%	\$ 101,444,882	1.64%
Total Private Equity		12.00%	\$ 774,530,402	12.51%
TOTAL EQUITY (Public Equity + Private Equity)		51.00%	\$ 3,193,781,422	51.60%
FIXED INCOME & ABSOLUTE RETURN				
Fixed Income				
Cash				
		1.00%	\$ 184,793,409	2.99%
Passive Fixed Income	BlackRock (Bloomberg US Government)	7.22%	\$ 419,313,005	6.78%
Active Fixed Income	Reams (Bloomberg US Aggregate)	12.83%	\$ 746,683,301	12.06%
	Loomis Sayles (Bloomberg US Aggregate)	7.95%	\$ 486,330,123	7.86%
	Sub-Total Active Fixed Income	20.78%	\$ 1,233,013,424	19.92%
Total Fixed Income		29.00%	\$ 1,837,119,838	29.68%
Absolute Return				
	Aptitude (SOFR + 4%)	3.00%	\$ 197,514,968	3.19%
	UBS (SOFR + 4%)	4.00%	\$ 281,156,000	4.54%
Total Absolute Return		7.00%	\$ 478,670,967	7.73%
TOTAL FIXED INCOME & ABSOLUTE RETURN		36.00%	\$ 2,315,790,805	37.42%
REAL ASSETS				
Private Real Estate - Core	JP Morgan (NFI-ODCE)	2.50%	\$ 97,505,838	1.58%
	Morgan Stanley (NFI-ODCE)	2.70%	\$ 145,193,938	2.35%
	LaSalle (NFI-ODCE)	2.30%	\$ 106,437,757	1.72%
	Prologis (NFI-ODCE)	1.30%	\$ 82,842,661	1.34%
	Harrison Street (NFI-ODCE)	0.90%	\$ 49,668,859	0.80%
	Sub-Total Private Real Estate - Core	9.70%	\$ 481,649,054	7.78%
Private Real Estate - Non-Core	Non-Core Real Estate (NFI-ODCE)	0.00%	\$ 9,509,833	0.15%
Public Real Assets	Principal (Blended Benchmark)	3.30%	\$ 188,272,252	3.04%
TOTAL REAL ASSETS		13.00%	\$ 679,431,138	10.98%
TOTAL ERS			\$ 6,189,003,365	100.00%
Total City Reserve Fund		R. W. Baird	89,981,699	

PROJECTED VERSUS POLICY ALLOCATIONS

Asset Mix Using Projected Balances



Asset Allocation vs. Current Policy Benchmark



YTD Market Value Change

December 31, 2024 Market Value including City Reserve & PABF Accounts			\$ 5,946,620,135
Monthly Cash Outflows thru	<u>February 18, 2025</u>		
Retiree Payroll Expense		\$ (40,297,561)	
PABF Payroll Expense		\$ -	
Expenses Paid		\$ (2,044,000)	
GPS Benefit Payments		\$ (515,539)	
Sub-Total Monthly Cash Outflows		\$ (42,857,100)	\$ (42,857,100)
Monthly Cash Inflows thru	<u>February 18, 2025</u>		
Contributions		\$ 214,850,480	
PABF Contribution		\$ -	
Sub-Total Monthly Contributions		\$ 214,850,480	\$ 214,850,480
Capital Market Gain/(Loss)			\$ 160,371,549
Value including City Reserve & PABF Accounts as of	<u>February 18, 2025</u>		\$ 6,278,985,064
Less City Reserve Account ¹			\$ 89,981,699
Less PABF Fund ²			\$ 2,479
Net Projected ERS Fund Value as of	<u>February 18, 2025</u>		\$ 6,189,000,886

1 The City Reserve Account balance equals the market value currently held in the Baird account.

2 PABF Fund balance equals the market value currently held in the PABF account.

2025 ESTIMATED MONTHLY CASH FLOWS

Revised 2/19/2025

(in 000's)

	<u>12/31/2024</u>	<u>1/31/2025</u>	<u>2/28/2025</u>	<u>3/31/2025</u>	<u>4/30/2025</u>	<u>5/31/2025</u>	<u>6/30/2025</u>	<u>7/31/2025</u>	<u>8/31/2025</u>	<u>9/30/2025</u>	<u>10/31/2025</u>	<u>11/30/2025</u>	
Beginning Cash Account Balance													
Townsend Cash Account	-	-	-	-	-	-	-	-	-	-	-	-	-
Cash Contribution Account	-	-	-	-	-	-	-	-	-	-	-	-	-
Milwaukee Cash Account	34,353	195,240	-	-	-	-	-	-	-	-	-	-	-
Total Cash Available	34,353	195,240	-	-	-	-	-	-	-	-	-	-	-
Less: Estimated Cash Needs for non-Investment Outflows	41,500	41,500	-	-	-	-	-	-	-	-	-	-	-
Cash Available for Other Outflows	(7,147)	153,740	-	-	-	-	-	-	-	-	-	-	-
For Monthly Cash Outflows of:													
Retiree Payroll Expense	(40,813)	(40,898)	(40,999)	(41,101)	(41,202)	(41,304)	(41,406)	(41,508)	(41,611)	(41,713)	(41,816)	(41,920)	(496,291)
Normal Retirement Payroll	(40,298)	(40,398)	(40,499)	(40,601)	(40,702)	(40,804)	(40,906)	(41,008)	(41,111)	(41,213)	(41,316)	(41,420)	(490,276)
Retiree Lump Sum Payments	(516)	(500)	(500)	(500)	(500)	(500)	(500)	(500)	(500)	(500)	(500)	(500)	(6,016)
Real Estate Capital Calls	(12,520)	-	-	-	-	-	-	-	-	-	-	-	(12,520)
Private Equity Capital Calls	(8,260)	(15,113)	-	-	-	-	-	-	-	-	-	-	(23,373)
Expenses Paid through City	(2,044)	(700)	(2,044)	(2,044)	(2,044)	(2,044)	(2,044)	(2,044)	(2,044)	(2,044)	(2,044)	(2,044)	(23,184)
PABF Payroll	-	-	-	-	-	-	-	-	-	-	-	-	-
Sub-Total Monthly Cash Outflows	(63,637)	(56,711)	(43,043)	(43,145)	(43,246)	(43,348)	(43,450)	(43,552)	(43,655)	(43,757)	(43,860)	(43,964)	(555,368)
For Monthly Cash Inflows:													
Sponsoring Agency and Employee Contribution	3,917	2,757	2,764	2,771	2,778	2,785	3,917	2,792	2,798	2,805	2,812	2,820	35,715
Real Estate Distributions	5,561	-	-	-	-	-	-	-	-	-	-	-	5,561
Private Equity Distributions	4,304	1,239	-	-	-	-	-	-	-	-	-	-	5,543
Miscellaneous Income	219	865	400	400	400	400	400	400	400	400	400	400	5,084
Security Lending Transfer	920	-	-	-	-	-	-	-	-	-	-	-	920
City and Agency Required Contribution	209,603	-	-	-	-	-	-	-	-	-	-	-	209,603
PABF Inflow	-	-	-	-	-	-	-	-	-	-	-	-	-
Sub-Total Monthly Cash Inflows	224,524	4,861	3,164	3,171	3,178	3,185	4,317	3,192	3,198	3,205	3,212	3,220	262,426
Net Monthly Cash Inflows/(Outflows) Before Withdrawals	160,887	(51,850)	(39,880)	(39,974)	(40,068)	(40,163)	(39,133)	(40,361)	(40,456)	(40,552)	(40,648)	(40,744)	(292,942)
Net Monthly Cash Surplus (Need)	153,740	101,890	(39,880)	(39,974)	(40,068)	(40,163)	(39,133)	(40,361)	(40,456)	(40,552)	(40,648)	(40,744)	(146,348)
Monthly Cash Withdrawals (Additions)													
AQR													
BlackRock Global Alpha Tilts													
BlackRock Russell 1000 Value Index													
BlackRock US Government Bond Index													
Brandes		11,000											
Dimensional Fund Advisors US Large Cap													
Dimensional Fund Advisors International													
Dimensional Fund Advisors US Small Cap													
Earnest													
Loomis Sayles													
MFS													
Northern Trust S&P 500 Index													
Polen													
Principal													
Reams													
Transition Account													
UBS A&Q													
Goldman/Aptitude													
William Blair													
Sub-Total Monthly Cash Withdrawals	-	11,000	-	-	-	-	-	-	-	-	-	-	-
Estimated Month-End Cash Balance													
Cash Available	153,740	112,890											
Estimated Cash Needs for non-Investment Outflows	41,500	41,500											
Total Cash Estimated on Hand For Next Month	195,240	154,390											