



**City of Cincinnati Retirement System
Governance Committee Meeting
Minutes
April 7, 2022/ 12:00 P.M.
City Hall – Council Chambers and remote**

Board Members Present

Mark Menkhaus, Jr., Chair
Don Stiens, Vice Chair
Tom Gamel
Kathy Rahtz
Erica Winstead
Jeff Cramerding
Bill Moller

Administration

Mike Barnhill
Ann Schooley

Call to Order

The meeting was called to order at 12:09 p.m. by Chair Menkhaus and a roll call of attendance was taken. Committee members Menkhaus, Stiens, Gamel, Rahtz, Winstead and Cramerding were present. Additionally, Trustee Moller attended.

Approval of Minutes

Approval of the minutes of the 12/2/2021 meeting was moved by Trustee Gamel and seconded by Trustee Winstead. The minutes were approved by unanimous roll call vote.

Unfinished Business

Consideration of Proposed Amendments to the Election Rules (CRS Rule VII)

The Committee considered a proposal to adopt several amendments to the Election Rules (CRS Rule VII). Trustee Moller proposed amendments related to election appeals. Director Barnhill and staff proposed amendments related to cutoff dates for voting and a typographical error correction. Chair Menkhaus facilitated discussion on each proposed amendment.

The first proposal (p.2, Trustee Elections para.) sought to change the term of trustees appointed by the Mayor from “up to four years” to simply “four years”. Ms. Schooley addressed the provisions of the CSA/Agreed Order which gives the Mayor discretion with respect to the length of a trustee term up to four years. Director Barnhill observed that the intention of the CSA/Agreed Order is to create staggered terms. Following discussion, the committee took no action on this item.

The second proposal (p.2, Retiree Trustees para.) sought to limit retiree voting to exclude optionees whose spouse has died. Director Barnhill observed Trustee Rahtz had pointed out prior to the meeting that the

Administrative Code permits all pensioners to vote and that has been the practice of the system since the implementation of the CSA. Director Barnhill stated CSA does appear to distinguish between retiree members (who formerly worked for and retired from the City of Cincinnati) and other persons who are covered by the plan such as optionees and survivors, and the technical language of the CSA/Agreed Order limits voting to members. But Director Barnhill could not discern any intent or discussion in the CSA that suggests optionees of deceased members should be disenfranchised, and recommended against adoption of the proposal. Following discussion, the committee took no action on this item.

The third proposal (p. 2, new Elections Committee para.) requires the Elections Committee to monitor elections, assure the election rules are followed, submit the election results to the Board for approval and hear election protests. Following discussion, the Elections Committee took this up as Motion #2 (moved by Trustee Menkhaus, seconded by Trustee Stiens), and approved it by unanimous roll call vote.

The fourth proposal (p. 3, subsection (4)) sought to restore words to the paragraph that had been inadvertently deleted from the rules at some point in the past. Director Barnhill explained that without these words, the paragraph makes no sense. Trustee Stiens requested to add the word “the” in front of the restored words to improve readability. Following discussion, the Elections Committee took this up as Motion #3 (moved by Trustee Menkhaus, seconded by Trustee Winstead), and approved it by unanimous roll call vote.

The fifth proposal was to provide specific cutoff dates for voting eligibility for actives and retirees. Ms. Schooley suggested that the proposal be amended to cover DROP participants as well. Following discussion, the committee took no action on these items.

Trustee Stiens raised the question as to whom DROP members can vote for, for which seat they can run, and for which seat they can sit for. Ms. Schooley referenced a prior Law opinion holding that DROP members may not hold a seat as an active trustee. Trustee Moller asked about the past practice regarding whom DROP members could vote for. Director Barnhill responded that he believed the practice has been to have DROP members vote for active candidates. Trustee Moller raised the timing impact on the election if there are outstanding legal issues, and what happens if there are vacancies at the time a term of an incumbent ends. Discussion ensued as to the Law Dept’s past advice regarding a 30-day holdover period. The Committee requested Law to provide advice at the next meeting regarding Trustee Stiens’ and Mollers’ questions.

The sixth proposal (pp. 7-9, sections I and J) implement a process for appeals and protests. Trustee Rahtz requested that the last sentence of section J reflect that the Board decision on an election protest is final. Following discussion, the Elections Committee took up the proposal as amended as Motion #1 (moved by Trustee Menkhaus, seconded by Trustee Stiens), and approved it by unanimous roll call vote.

A redline of the amendments approved by the Committee is attached hereto.

Adjournment

Following a motion to adjourn by Trustee Stiens and seconded by Trustee Rahtz, the Governance Committee approved the motion by unanimous roll call vote. The meeting adjourned at 12:42 P.M.

Meeting video link: <https://archive.org/details/crs-governance-comm-4-7-22>

Next Meeting: May 5, 2022, at 1:30 p.m.

Michael Barabik

Secretary