

**UNITE HERE Local 25 and Hotel Association of Washington, D.C.
Group Legal Services Fund**

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DRAFT

**MINUTES OF THE MEETING
OF THE BOARD OF TRUSTEES OF
UNITE HERE LOCAL 25 AND HOTEL ASSOCIATION OF WASHINGTON, D.C.
GROUP LEGAL SERVICES FUND
HELD ON SEPTEMBER 24, 2020
VIA ZOOM CONFERENCE CALL**

The following Trustees were present via conference call:

UNION TRUSTEES

John Boardman - Chairman
Linda Martin
Stephanie Steer

EMPLOYER TRUSTEES

Solomon Keene
Charles Hill
Satinder Palta

Also present were:

Anne Mayerson – Bredhoff & Kaiser, PLLC
Fredric Singerman – Seyfarth Shaw, LLP
Jackie Coyle - Novak|Francella, LLC
Tyler Geiman – Novak|Francella, LLC
Marcella Pascal – Novak|Francella, LLC
Paul Regan – Regan Associates Chartered (part of the meeting)
Brian Dana – Meketa Investment Group
Henry Jaung – Meketa Investment Group
Barbara Maiorano – Associated Administrators, LLC
Anne-Marie Sims – Associated Administrators, LLC

I. CALL TO ORDER

A quorum being present, Chairman Boardman called the meeting to order.

II. MINUTES

Board Meeting, June 4, 2020

Anne-Marie Sims reported she had received no comments on the draft of the subject minutes which had been circulated prior to this meeting.

On Motion made and seconded, the Trustees approved the following resolution:

RESOLVED that the minutes of the Board meeting held June 4, 2020 are approved.

III. INVOICES

Ms. Sims presented a list of invoices dated September 18, 2020. She noted that there were no additions, deletions or changes to the list.

On Motion made and seconded, the Trustees approved the following resolution:

RESOLVED that the invoices set forth in the list dated September 18, 2020 are approved for payment.

IV. PAYROLL AUDIT REPORT

Payroll Audit Collections Report

Ms. Sims referred to the Payroll Audit Status Report included in the meeting book. A copy of the report is attached to and made part of the minutes as Exhibit A. Ms. Sims reviewed the report, which contains the status of open payroll audits as of September 17, 2020.

Ms. Coyle provided an overview of the current status of the payroll audits in progress. She reported that the payroll audits were completed and findings issued to the employers with respect to the Hilton Crystal City, Restaurant Associates and Sheraton Premier at Tysons Corner. Ms. Coyle stated the payroll audits showed no discrepancies for Hilton Crystal City, but that there is a dispute in the payroll audit finding for Restaurant Associates and Sheraton Premier at Tysons Corner. She reported that Novak had reviewed the disputed items and revised reports were issued to both employers. Ms. Coyle noted that the payroll audit for the Embassy Suites Convention Center will begin in the upcoming weeks. The Trustees determined that after completing the audit of Embassy Suites Convention Center,

Novak|Francella should delay auditing any more participating employers until after the first of the year 2021. Ms. Coyle exited the meeting following her report.

V. CO-COUNSEL REPORT

Regan Associates Chartered – Service Agreement Amendment

Ms. Mayerson reminded the Trustees that, following their June meeting, they had approved via email poll a proposal by Regan Associates (i) to modify the legal services to be provided from July 1, 2020 through December 31, 2020 so as to permit participants who have recently lost or will lose eligibility for coverage under the Fund due to the pandemic to continue to be eligible for limited benefits, and (ii) to pay Regan Associates a fee of \$125,000 per month from July 1 through December 31, 2020 for these services in lieu of the cents per hour that would otherwise be payable under the Fund’s agreement with Regan Associates. Participants have been notified of the benefit modifications and the contract with Regan Associates has been amended to reflect the changes.

VI. PROVIDER REPORT

The Trustees welcomed Paul Regan from Regan Associates Chartered to the meeting. Mr. Regan reviewed Regan Associates’ Second Quarter 2020 Legal Plan Utilization report. A copy of the subject report is attached to and made a part of these minutes as Exhibit B. Mr. Regan exited the meeting following his report.

VII. AUDITOR REPORT

Financial Statements for Years Ended December 31, 2019

Ms. Marcella Pascal of Novak|Francella, LLC (“Novak”) reviewed the Financial Statements for year ended December 31, 2019, a copy of which is attached to and made a part of these minutes as Exhibit C. Ms. Pascal confirmed that the financial statements, in her opinion, present fairly, in all material respects, the financial status of the Fund. Ms. Pascal then reviewed the audit report in detail. Ms. Pascal reported that the Form 5500 and Financial Statements had been filed timely. Ms. Pascal exited the meeting following her report.

VIII. ADMINISTRATIVE MANAGER'S REPORT

Second Quarter 2020 Administrative Manager's Report

Ms. Sims presented and reviewed the Second Quarter 2020 Administrative Manager's Report, a copy of which is attached to and made part of these minutes as Exhibit D. Mr. Boardman requested Ms. Sims to prepare and provide a statement of cash position for the Legal Fund, in order to determine Fund's financial position for the near future.

IX. OTHER FUND BUSINES

Fidelity Bond Renewal

Ms. Sims reported on the fidelity bond renewal effective October 4, 2020, explaining that the quoted premium was \$2,730 for three years for the same \$250,000 coverage level as currently in effect, with an option to pre-pay for \$2,463 (in either event cancellable by the Fund during the three years with no penalty).

After discussion and on Motion made and seconded, the Trustees approved the following resolution:

RESOLVED to approve renewing the Fidelity Bond policy with Chubb at the current \$250,000 limit of liability, for a prepaid premium amount of \$2,463.00.

Ms. Sims reminded the Trustees that they had approved by email poll at the end of August a renewal of the fiduciary insurance policy at no premium increase with the incumbent carrier, effective September 1, 2020, for a two-year policy period to lock in the premium (but cancellable by the Fund with no penalty).

X. NEXT MEETING DATE AND LOCATION

The Trustees scheduled the next regular Board meeting for Tuesday, December 8th, 2020, commencing at 10:00 a.m.

IX. ADJOURNMENT

There being no further business, the meeting was adjourned.

Approved by the Board of Trustees on _____, 2020

By: _____
Anne-Marie Sims, Associated Administrators, LLC.

AMS/bm
(Org. 09-24-2020)

Attachments:

Exhibit A: Payroll Audit Collections Report: Dated September 17, 2020

Exhibit B: Regan and Associates Chartered – Second Quarter 2020 Utilization Report

Exhibit C: Novak|Francella – Auditor Report – Financial Statements – PYE 2019

Exhibit D: Associated Administrators, LLC – Administrative Managers Report - Second Quarter
2020