

**MINUTES OF THE REGULAR MEETING OF THE  
OKLAHOMA POLICE PENSION AND RETIREMENT BOARD**

**Board Room  
1001 N.W. 63<sup>rd</sup> Street, Suite 305  
Oklahoma City, Oklahoma 73116**

**JUNE 20, 2018**

The regular meeting of the Oklahoma Police Pension and Retirement Board was called to order by Acting Chairman Ryan Perkins at approximately 10:02 a.m. on Wednesday, June 20, 2018, in the Board Room of the Oklahoma Police Pension and Retirement System.

MEMBERS PRESENT: Tony Davenport, Andy McPherson, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Chris Cook, and Sandra LaVenue.

OTHERS: Sean Ruark, Interim Executive Director; Darcie Gordon, Administrative Officer; Deric Berousek, Chief Financial Officer; Lauren Holmes, Administrative Assistant; Rachel Rogers and Thomas Schneider, Assistant Attorney General; Jason Pulos and Tom Janish, Asset Consulting Group; Lee Davis and Patricia Wheeler, Office of Management and Enterprise Services; Frank Crawford, Justin Kersey, and Richard Rose, Crawford and Associates, PC; Jeff Russell, Pat Hunt, Brandon Hill, Dennis Parker, and Frank Stone.

MEMBERS ABSENT: W.B. Smith, Thomas Cooper, and Robert Groseclose  
\*Dave Roberts arrived at 10:20am\*  
\*\*Tony Davenport and Andy McPherson left at 12:45pm\*\*  
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**INTRODUCTION OF SANDRA LAVENUE, STATE INSURANCE COMMISSIONER’S DESIGNEE**

Mr. Ryan Perkins introduced Sandra LaVenue as the new State Insurance Commissioner’s Designee.  
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**RECOGNITION OF FRANK STONE FOR HIS SERVICE TO THE STATE OF OKLAHOMA AS A MEMBER OF THE OKLAHOMA POLICE PENSION AND RETIREMENT BOARD OF TRUSTEES. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.**

Mr. Ryan Perkins presented Frank Stone with a Resolution from the Board of Trustees of the Oklahoma Police Pension and Retirement System.  
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**HEARING: CASE NO. OPPRB 18-02, APPLICATION FOR DISABILITY BENEFIT IN LINE OF DUTY FOR BRANDON HILL, CATOOSA.**

Mr. Brandon Hill was present for the hearing and was represented by James Patrick Hunt.

Mr. Sean Ruark introduced Exhibits 1-6

- OPPRS Exhibit #1 –Application for Disability Benefit In Line of Duty, dated May 21, 2018
- OPPRS Exhibit #2 – Injury Report, dated February 2, 2016
- OPPRS Exhibit #3 – Physicians Disability Statement from James Bischoff, M.D., dated September 7, 2017

- OPPRS Exhibit #4 – No Position Letter from the City of Catoosa (John Blish, Interim City Manager) dated March 1, 2018
- OPPRS Exhibit #5 - Report from Dr. John Munneke, dated May 21, 2018
- OPPRS Exhibit #6 - Notice of Hearing, dated June 8, 2018

Mr. James Patrick Hunt questioned his client about his tenure as a police officer and the events that led to his disability.

Motion by Tony Davenport and second by Chris Cook to award Mr. Brandon Hill a 4% impairment rating, which equals a 50% disability benefit. Ayes: Tony Davenport, Andy McPherson, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Chris Cook, and Sandra LaVenue. Absent: W.B. Smith, Dave Roberts, Thomas Cooper, and Robert Groseclose. Motion Carried.

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**HEARING: CASE NO. OPPRB 18-03, APPLICATION FOR DISABILITY BENEFIT NOT IN LINE OF DUTY FOR DENNIS PARKER, EL RENO.**

Mr. Dennis Parker was present for the hearing and was not represented by counsel.

Mr. Sean Ruark introduced Exhibits 1-5

- OPPRS Exhibit #1 –Application for Disability Benefit Not In Line of Duty, dated March 9, 2018
- OPPRS Exhibit #2 – Physicians Disability Statement from Paul Jacob, D.O., dated February 28, 2018
- OPPRS Exhibit #3 – No Position Letter from the City of El Reno (Ken Brown, Police Chief) dated March 9, 2018
- OPPRS Exhibit #4 – Report from Dr. John Munneke, dated May 21, 2018
- OPPRS Exhibit #5 - Notice of Hearing, dated June 8, 2018

Motion by Chris Cook and second by Tony Davenport to award Mr. Dennis Parker an 8% impairment rating, which equals a 25% accrued retirement benefit. Ayes: Tony Davenport, Andy McPherson, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Chris Cook, and Sandra LaVenue. Abstain: Dave Roberts. Absent: W.B. Smith, Thomas Cooper, and Robert Groseclose. Motion Carried.

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**APPROVAL OF MINUTES OF REGULAR BOARD MEETING HELD MAY 23, 2018.**

Motion by Chris Cook and second by Tony Davenport to approve the minutes of the Regular Board Meeting held May 23, 2018. Ayes: Tony Davenport, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, and Chris Cook. Abstain: Andy McPherson and Sandra LaVenue. Absent: W.B. Smith, Thomas Cooper, and Robert Groseclose. Motion Carried.

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**CONSIDERATION AND VOTE, SUBJECT TO BOARD'S EXCEPTION, ON THE FOLLOWING APPLICATIONS**

a. Application for Participation:

<u>Name</u>	<u>City</u>
Grady R. Black	Ardmore
Drew C. Griffith	Blanchard
Donnie B. Parker	Claremore
Gregory L. Perez	Clinton
Benjamin J. Radke	Clinton
Joseph A. Hughart	Fort Gibson
Kyle A. Keithley	Marlow
Kyle D. Croft	Midwest City
Kent J. Dunbar	Moore
Barrett A. Chastain	Mustang
Rusty S. Rippetoe	Sayre
Josiah M. Hembrough	The Village

b. Application for Refund of Contributions:

<u>Name</u>	<u>City</u>
Anthony Garvin	Atoka
James M. Caraglin	Enid
David Crozier	Enid
Zachariah S. Phelps	Hobart
Brent Holmes	Oologah
John Garcia	Tonkawa
Merle Clack	Vinita
James K. Burk	Wagoner
Brain Randolph	Woodward

c. Terminate Deferred Option Plan to Begin Service Pension:

<u>Name</u>	<u>City</u>	<u>Eff. Date</u>
Bobby S. Pruett	Ponca City	06/01/2018

d. Application for Participation in the Oklahoma Police Deferred Option Plan Under the Back Drop Provision:

<u>Name</u>	<u>City</u>	<u>DOP Eff. Date</u>	<u>Service Pension Eff. Date</u>
Robin Blair	Claremore	07/01/2017	07/01/2018
J. Brian Williford	Oklahoma City	07/01/2013	07/01/2018

e. Application for Service Pension:

<u>Name</u>	<u>City</u>	<u>Eff. Date</u>
Joel E. Warner	Midwest City	07/01/2018
Jason Callaghan	Norman	06/01/2018

f. Application for Vested Benefit:

<u>Name</u>	<u>City</u>	<u>Eff. Date</u>
Jason C. Galt	Perkins	08/29/2033
Shane Thompson	Skiatook	11/27/2026

g. Death Benefit:

<u>Name</u>	<u>City</u>
Mary Giandrone, widow of Sammie L. Giandrone	McAlester
Rebecca Ford, widow of David S. Ford	Oklahoma City
Selma L. Wilson, widow of Perry A. Wilson	Oklahoma City
Sonja L. VanHoesen, widow of Everette H. VanHoesen	Ponca City
Sonya Neece, widow of Gary Neece	Tulsa
Heidi R. Woods, Personal Rep. of Charles E. Woods	Tulsa

h. Continuation of Benefit:

<u>Name</u>	<u>City</u>
Mary Giandrone, widow of Sammie L. Giandrone	McAlester
Rebecca Ford, widow of David S. Ford	Oklahoma City
Selma L. Wilson, widow of Perry A. Wilson	Oklahoma City
Sonja L. VanHoesen, widow of Everette H. VanHoesen	Ponca City
Sonya Neece, widow of Gary Neece	Tulsa

i. Application for Monies Due the Estate from the System:

<u>Name</u>	<u>City</u>
Heidi R. Woods, Personal Rep. of Charles E. Woods	Tulsa

j. Termination of Benefit:

<u>Name</u>	<u>City</u>
Charles E. Woods	Tulsa

Motion by Tony Davenport and second by Chris Cook for approval of applications for Police Deferred Option Plan, Participation, Service Pension, Refunds, and Benefits. Ayes: Tony Davenport, Andy McPherson, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, Chris Cook, and Sandra LaVenue. Absent: W.B. Smith, Thomas Cooper, and Robert Groseclose. Motion Carried.

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**ROBERT W. HEATH, HENRYETTA – REQUEST TO BUY BACK PRIOR SERVICE FROM HENRYETTA POLICE DEPARTMENT FROM 02/08/2002 TO 12/26/2006 AND OKMULGEE POLICE DEPARTMENT FROM 12/31/2006 TO 03/03/2009. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.**

Motion by Tony Davenport and second by Chris Cook to approve request to buy back prior service from Henryetta Police Department from 2/8/2002 to 12/26/2006 and Okmulgee Police Department from 12/31/06 to 03/03/2009 for Robert W. Heath. Ayes: Tony Davenport, Andy

McPherson, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, Chris Cook, and Sandra LaVenue. Absent: W.B. Smith, Thomas Cooper, and Robert Groseclose. Motion Carried.

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**DANIEL E. MATHEWS, WOODWARD – REQUEST TO BUY BACK PRIOR SERVICE FROM GUYMON POLICE DEPARTMENT FROM 10/18/1993 TO 09/15/1998. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.**

Motion by Andy McPherson and second by Dave Roberts to approve request to buy back prior service from Guymon Police Department from 10/18/1993 to 09/15/1998 for Daniel E. Mathews. Ayes: Tony Davenport, Andy McPherson, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, Chris Cook, and Sandra LaVenue. Absent: W.B. Smith, Thomas Cooper, and Robert Groseclose. Motion Carried.

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**REVIEW OF BOARD REPORTS**

The Account #6000, Fund 20000 (operating expenses), report is attached as Exhibit "A"; the Account #8557A, Fund Expenditures (receipts and disbursements), report for May 2018 is attached as Exhibit "B"; the Broker Commission Report is attached as Exhibit "C"; the Statement of Total Fund is attached as Exhibit "D", and the Monthly Claims Register is attached as Exhibit "E".

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**CITY OF CRESCENT – RESOLUTION TO AFFILIATE AND JOIN THE OKLAHOMA POLICE PENSION AND RETIREMENT SYSTEM. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.**

Motion by Tony Davenport and second by Chris Cook to approve the City of Crescent's Resolution to Affiliate and Join the Oklahoma Police Pension and Retirement System. Ayes: Tony Davenport, Andy McPherson, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, Chris Cook, and Sandra LaVenue. Absent: W.B. Smith, Thomas Cooper, and Robert Groseclose. Motion Carried.

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**GROSVENOR CAPITAL MANAGEMENT – DISCUSSION OF GLOBAL LONG/SHORT EQUITY ALLOCATION AND PORTFOLIO STRUCTURE. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.**

Due to travel issues, Grosvenor was unable to attend the meeting.

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**ASSET CONSULTING GROUP – DISCUSSION AND POSSIBLE VOTE ON SELECTION AND/OR TERMINATION OF HEDGE FUND MANAGERS FOR SHARE CLASS B, OF GROSVENOR LONG/SHORT EQUITY FUND. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.**

Mr. Jason Pulos and Mr. Tom Janish presented OPPRS – GLSEF Direct Portfolio (Class B) Action Plan, a copy of which is attached as Exhibit "F". Asset Consulting Group recommended a \$4,000,000.00 commitment to Engaged Capital Flagship Fund, Ltd. and a \$5,900,000.00 commitment to Suvretta Offshore Fund, Ltd.

Motion by Tony Davenport and second by Dave Roberts to direct Grosvenor (GLSEF-B) to fund Engaged Capital Flagship Fund, Ltd. with \$4,000,000.00. Ayes: Tony Davenport, Andy McPherson, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, Chris Cook, and Sandra LaVenue. Absent: W.B. Smith, Thomas Cooper, and Robert Groseclose. Motion Carried.

Motion by Tony Davenport and second by Chris Cook to direct Grosvenor (GLSEF-B) to fund Suvretta Offshore Fund, Ltd. with \$5,900,000.00. Ayes: Tony Davenport, Andy McPherson, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, Chris Cook, and Sandra LaVenue. Absent: W.B. Smith, Thomas Cooper, and Robert Groseclose. Motion Carried.

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**ASSET CONSULTING GROUP – FINANCIAL CONSULTANT REPORT FOR MONTH ENDED MAY 31, 2018 AND DISCUSSION ON REBALANCING PORTFOLIO ASSETS AMONG VARIOUS ASSET STRATEGIES AND MANAGERS. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.**

Mr. George Tarlas and Mr. Tom Janish reviewed the ASAP report for the month ended May 31, 2018, a copy of which is attached as Exhibit “G”. As of May 31, 2018, the total Fund was approximately \$2,547,334,000.00. The one-year return net of fees for the total Fund is 8.99%.

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**CRAWFORD & ASSOCIATES, P.C. – REPORT ON BEST PRACTICES FOR FINANCIAL OPERATIONS AS OF MAY 18, 2018. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.**

Mr. Justin Kersey and Mr. Richard Rose presented the Report on Best Practices for Financial Operations, a copy of which is attached as Exhibit “H”. Mr. Kersey noted they found two travel claims of the former Executive Director, which had questions surrounding them. He also noted that they had six recommendations based on the current operations of the Oklahoma Police Pension and Retirement System.

Mr. Sean Ruark noted that OPPRS has already begun implementing the recommended changes.

Motion by Chris Cook and second by Tony Davenport to receive and file the Report of Best Practices for Financial Operations. Ayes: Tony Davenport, Andy McPherson, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, Chris Cook, and Sandra LaVenue. Absent: W.B. Smith, Thomas Cooper, and Robert Groseclose. Motion Carried.

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**DISCUSSION OF SECTION VII GENERAL RULES ON GIFTS AND VIII INTERACTIONS WITH VENDORS OF THE OKLAHOMA ETHICS COMMISSION GUIDE FOR STATE OFFICERS AND EMPLOYEES. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.**

Mr. Sean Ruark discussed with the board Section VII, General Rules on Gifts and VIII, Interactions with Vendors. He stated it was a good time to review these ethics rules related to gifts and interactions with vendors. He wanted to make everyone aware of what was and was not allowable, under these rules.

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**DISCUSSION OF EXECUTIVE ORDER 2016-01. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.**

Mr. Sean Ruark addressed the board in regards to Executive Order 2016-01. He noted that OPPRB had complied with paragraph one, but not paragraph two which requires the “exclusive use” of state provided email for all official business. He stated that the board’s OPPRS email would be used exclusively for communication going forward.

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**DISCUSSION AND POSSIBLE VOTE ON HIRING A LEGISLATIVE CONSULTING SERVICE. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.**

Mr. Sean Ruark advised that several of the board members had requested to revisit the issue of hiring a Legislative Consultant Service. Mr. Ruark stated they had been given a copy of the last issued RFP for reference. He also noted that the previous RFP had a requirement to be a licensed attorney.

Motion by Chris Cook and second by Dave Roberts to proceed with the RFP process and remove the licensed attorney requirement. Ayes: Tony Davenport, Andy McPherson, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, Chris Cook, and Sandra LaVenue. Nays: Tony Davenport. Absent: W.B. Smith, Thomas Cooper, and Robert Groseclose. Motion Carried.

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**STATUS REPORT FROM SELECTION COMMITTEE REGARDING SEARCH FOR PERMANENT EXECUTIVE DIRECTOR. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.**

Mr. Tim Foley advised the board that approximately 30 resumes had been received for the Executive Director position. He also noted that the committee planned to have a recommendation at the July board meeting.

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**LITIGATION REPORT – PROPOSED EXECUTIVE SESSION, IF DEEMED NECESSARY BY LEGAL COUNSEL TO DISCUSS; CASE NO. 2:15-CV-01398-SRB, IN RE LIFELOCK, INC. (UNITED STATES DISTRICT COURT, DISTRICT OF ARIZONA), CASE NO. 1:15-CV-00679, IN RE RCS CAPITAL CORP. (UNITED STATES DISTRICT COURT, SOUTHERN DISTRICT OF NEW YORK), CASE NO. 5:12-CV-00195-KKC, IN RE LAYDON VS. MIZUHO BANK, LTD. ET AL. (TIBOR LITIGATION) (UNITED STATES DISTRICT COURT, SOUTHERN DISTRICT OF NEW YORK), CASE NO. 1:15-CV-08149, OKLAHOMA POLICE PENSION AND RETIREMENT SYSTEM VS. BANK OF NOVA SCOTIA ET.AL (UNITED STATES DISTRICT COURT, SOUTHERN DISTRICT OF NEW YORK), CASE NO. 12584-VCG, IN RE STARZ STOCKHOLDER LITIGATION. (COURT OF CHANCERY OF THE STATE OF DELAWARE), CASE NO. 1:17-CV-02169, IN RE TEMPUR SEALY INTERNATIONAL, INC (UNITED STATES DISTRICT COURT, SOUTHERN DISTRICT OF NEW YORK), CASE NO. 1:17-CV-01346-MJW, IN RE JAGGED PEAK ENERGY, INC. (UNITED STATES DISTRICT COURT, STATE OF COLORADO), CASE NO 17-CV-01748, IN RE CLUBCORP HOLDINGS, INC. ET AL. (SECOND JUDICIAL DISTRICT COURT FOR THE STATE OF NEVADA IN AND FOR THE COUNTY OF WASHOE), CASE NO. 18-CV-2612, IN RE TRUCAR INC. (UNITED STATES DISTRICT COURT, CENTRAL DISTRICT OF CALIFORNIA), AND TO DISCUSS OTHER POTENTIAL LITIGATION WITH LEGAL COUNSEL PURSUANT TO 25 O.S. § 307(B)(4) IN THAT DISCLOSURE WILL SERIOUSLY IMPAIR THE ABILITY OF THE BODY TO CONDUCT A PENDING PROCEEDING IN THE PUBLIC INTEREST**

Mr. Sean Ruark advised that OPPRS was not selected as Lead Plaintiff in the Super Micro Computer, Inc. case, OPPRS was the only motion for Lead Plaintiff in the TrueCar, Inc. case, and settlement

notices had been received for the GT Advanced Technologies Case and MagnaChip Semiconductor Corp. cases.

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**NEW BUSINESS**

Mr. Ryan Perkins advised the board that he had been notified of the resignation of W.B. Smith. The letter of resignation was emailed to the Interim Executive Director at 9:55am this morning and was effective immediately.

Motion by Tony Davenport and second by Dave Roberts to accept the immediate resignation of W.B. Smith. Ayes: Tony Davenport, Andy McPherson, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, Chris Cook, and Sandra LaVenue. Absent: W.B. Smith, Thomas Cooper, and Robert Groseclose. Motion Carried.

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**BOARD MEMBERS' REPORTS**

Mr. Tony Davenport stated he had found an article about Labaton Sucharow and felt the board should be aware of it, a copy of which is attached as Exhibit "I". Mr. Sean Ruark advised that he had contacted Eric Belfi and was advised that Labaton Sucharow had severed their relationship with Thornton Law Firm.

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**DISCUSSION OF SEMINARS/CONFERENCES. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.**

Mr. Sean Ruark advised the board of the following conferences:

- o ACG Due Diligence Meeting – St. Louis, MO
  - o August 28-29, 2018
- o NCPERS Public Pension Funding Forum – Royal Sonesta – Boston, MA
  - o September 16-18, 2018
- o Oklahoma Public Funds Trustee Education Conference – Tulsa, OK
  - o September 26-28, 2018
- o IFEBP 64<sup>th</sup> Annual Employee Benefits Conference – New Orleans, LA
  - o October 14-17, 2018
- o NCPERS Public Safety Conference and Accredited Fiduciary Program – Paris Las Vegas – Las Vegas, NV
  - o October 27-31, 2018

Mr. Sean Ruark stated that after talking to Darcie, it might be easier to do blanket approvals for each conference. He mentioned it was difficult to keep up with which individuals were approved to attend which conferences at different times. Mr. Ryan Perkins noted he felt each person needed to be approved on a per conference basis.

Motion by Andy McPherson and second by Dave Roberts to approve the following list for conference attendance.

ACG Due Diligence – Chris Cook, Thomas Cooper, Rob Groseclose, and David Roberts

NCPERS Public Pension Funding Forum – Chris Cook

IFEBP Annual Conference – Rob Groseclose and Thomas Cooper

Ayes: Tony Davenport, Andy McPherson, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, Chris Cook, and Sandra LaVenue. Absent: W.B. Smith, Thomas Cooper, and Robert Groseclose. Motion Carried.

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**DIRECTOR’S REPORT**

Mr. Ruark advised he had received an email from Hank Kim (NCPERS) regarding Public Employee Pension Transparency Act (PEPTA), which would require state and local governments to change how they calculate/report their pension plans’ unfunded liabilities. He stated he is working on a letter of opposition to send to our delegation in Washington. He advised Finley & Cook had completed their audit of the financial statements and accounting records related to Columbus Square from July 2015-June 2017, and made the significant finding that the contractual requirement of obtaining bids from three (3) contractors for projects over \$10,000 was not being done at the direction of the former Executive Director. The acting chairman asked we notify the AG of this finding. He stated Finley & Cook would begin the annual financial audit in August. He stated Jeff Russell, District 4 trustee would begin his term July 1, 2018. He noted the policy manual was being revised based on the recommendations from Crawford and Associates and he mentioned the next Pension Commission Meeting was August 22, 2018 at 9:00am.

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The meeting was adjourned at approximately 12:50pm.

Notice of this meeting was filed with the Secretary of State and the agenda for the meeting was posted in compliance with the Open Meeting Act.

RESPECTFULLY SUBMITTED BY DARCIÉ GORDON, ADMINISTRATIVE OFFICER.