

Julianne Veronica Pastula

Livonia, MI 48154 •

EXPERIENCE

City of Detroit Law Department

Senior Assistant Corporation Counsel, June 30, 2014 to the present.

In this role, I am responsible for a wide variety of legal functions in support of City operations, evaluating the impact of adopted and potential State and Federal laws, and drafting legal documents to assist both the Administration and City Council in decision-making.

- Spearheaded negotiations between branches of government and related departments to resolve critical issues such as election matters, parking, blight, municipal identification, dangerous dogs as well as affordable housing and draft legislative solutions for implementation.
- Researched and coordinated the updated Executive Organization Plan across all City departments and agencies.
- Led a multi-departmental team through my LEAN project which was charged with reducing the time for contract processing, resulting in significant efficiencies.
- Responsible for the coordination and management of City-wide implementation of records retention protocols.
- Facilitated engagement with internal and external stakeholders, including community groups.
- Present options and draft corresponding executive orders, emergency protocols and promulgate administrative rules based on client needs.
- Extensive experience in FOIA, FOIA appeals and OMA matters.

General Counsel to the Board of Ethics, November 2017 to May 2020.

In this role, I was responsible for all legal functions to support the work of the Board of Ethics including analysis and application of ethics rules and regulations to all internal and external requests.

- Prepared preliminary analysis with recommendations for action on all filings with the Board.
- Routinely performed legal interpretation and application of Ethics ordinance.
- Advised on parliamentary procedures and sunshine laws (FOIA and OMA).
- Extensive communication with internal and external stakeholders.
- Created and maintained tracking system for ethics files and benchmarking goals.

Liaison to the Detroit City Council, November 2017 - November 2018.

In this role, I was responsible for coordinating all interactions between the Law Department and the City Council, attending all Council meetings and being immediately responsive to requests for information or legal advice.

- Facilitated the flow of information and documents between Council and the numerous sections of the Law Department.
- Created a departmental tracking system for City Council requests.
- Maintained complete confidentiality and discretion in relaying information and documents.

City Council of Detroit Research & Analysis Division, Detroit, Michigan

Public Policy Analyst, November 3, 2003 – June 6, 2014.

In this role, I was responsible for a variety of legal functions in support of City Council operations, including research and action on a wide range of legislative topics.

- Coordinated and facilitated community forums and meetings to advance public/private partnerships. Participated in the coordination of legislative retreats and conferences.

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- Brainstormed and crafted public policy solutions and legislative proposals to address critical issues facing the city to improve the quality of life for residents.

Hon. James A. Plakas, 35th District Court, Plymouth, Michigan

Intern, September 2009 – December 2009. Part-time; No compensation

- Researched applicable law and prepared memorandums with recommendations for both civil and criminal cases.
- Drafted opinions and created templates for various types of judicial orders still in use.
- Interacted with various court personnel, law enforcement and private attorneys to obtain information necessary for conducting case reviews and drafting of orders.

EDUCATION

University of Detroit Mercy School of Law, Juris Doctorate, Cum Laude, May 2010

Dean's Honor Society, Women's Law Caucus, Dickinson Wright Women's Network Scholar Book Award Recipient for highest grade: Applied Legal Theory & Analysis (Legal Research & Writing), Torts, Construction Law, Secured Transactions, and Juvenile Justice

University of Michigan, Bachelor of Arts, December 1997

Major: Sociology; Minor: Political Science.

ACCOMPLISHMENTS AND TRAINING

Completed PMP certification course and preparing for exam.

City of Detroit Supervisor Training Program Certification, January 2020

Michigan Municipal League 16/50 Project Women's Municipal Leadership Program, 2019

LEAN Six Sigma Green Belt Certification, June 2017, Law/Procurement Time Reduction Project

First Recipient of the Corporation Counsel Award, 2015

Governmental Affairs Attorney of the Year Award, 2015

PROFESSIONAL AND COMMUNITY INVOLVEMENT

Appointed Member of the Michigan State Bar Public Outreach & Education Committee

Member of Women's Lawyers Association of Michigan, Michigan Municipal Lawyers Association and the International Municipal Lawyers Association

Emerging Leader in Michigan Municipal Executives through the 16/50 Project

Charter Member of the Ally Toast It Right Toastmasters Club

Member and volunteer service on the National Conference Planning Committee for the Council on Governmental Ethics Laws

Volunteer with University of Detroit Mercy Law School for Mock Interview Program, Professionalism and Ethics Program as well as Moot Court

Volunteer with Citizen Detroit to provide non-biased, non-partisan, fact-based voter education and increase participation of residents in the electoral process, particularly our youth

Volunteer and leadership role with Project Clean Slate to provide pro bono expungements to Detroit residents to improve access to job, housing and educational opportunities

First Step of Western Wayne County, Volunteer Legal Coordinator from 2010-2014, provided legal counseling to victims of domestic violence as well as pro bono representation

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October 28, 2020

Michigan Independent Citizens Redistricting Commission
via Michigan Department of State

Re: Application for the General Counsel Position

Greetings:

I am very excited to submit my application materials. My background as a municipal attorney for the City of Detroit has provided me extensive experience that directly relates to the General Counsel position including the application of sunshine laws, parliamentary procedure, serving as legal counsel to a variety of boards and commissions, providing legal support to our Department of Elections and participation in the City's redistricting efforts to return to City Council by district. I hope you find that my application materials demonstrate that I am a hard-working and detail-orientated individual with relevant experience. I firmly believe my unique background, both personal and professional, would be a tremendous asset to the Michigan Independent Citizens Redistricting Commission's mission and contribute to the positive impact its efforts will have in our State.

I have extensive experience working in a local unit of government which directly relates to the duties encompassed in the General Counsel position. I have strong written and verbal communication skills which include transmitting information to both public and internal stakeholders. This includes not only the presentation of complex information in an approachable format but also the extensive drafting of memoranda on a wide range of governmental topics which involves interpretation and implementation of current laws, but also constant monitoring of proposed legislation and opining on its impact on our current operations. Brainstorming and presenting policy options for legislative consideration is an important component of my present work. I believe communication with clients is key in determining their needs in order to present options for consideration and a large part of my job is handling emergencies that arise in a political environment. My experience demonstrates that I am well-accustomed to a fast paced and dynamic environment where adaptation is key. I am well organized and believe that both organization and tracking are key components of policy work to set goals, monitor progress and shift strategy, if necessary.

Since joining the City of Detroit in 2003, my work has been rooted in the analysis and application of a local unit of government's powers and its interaction with the State. This focus naturally requires an understanding of enabling state legislation as well as the nature and analysis of the relationship and between federal, state and local law. I maintain an eye toward increasing efficiencies to maximize impact. I have taken on numerous leadership roles and spearheaded significant policy changes. Notable local legislation that I have drafted (subsequently enacted by Council) includes graffiti/blight amendments to our property maintenance code, Rocket Fiber, municipal identification cards and the restructuring of the Department of Appeals and Hearings.

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The projects I am most proud of have involved heavy stakeholder and community engagement. I have also drafted significant documents for the Mayor's Office including the complete rewrite of the Executive Organization Plan as well as the Open Data, Data Governance and Records Retention Executive Orders. I believe that my ability to effectively synthesize and communicate information to a broad range of internal and external audiences increases my credibility.

Equally important to my professional experience, I have also had the opportunity in my volunteer work to advocate for victims of domestic violence, engage in numerous community projects and serve as a facilitator in Citizen Detroit's voter education initiatives. I have excellent verbal and written communication skills as well as extensive experience in research, legislative advocacy, as well as the drafting and dissemination of information. I am most certainly an extrovert that enjoys meeting new people and am very comfortable with public speaking. I firmly believe building trust and relationships are key to achieving not only the best work product but are essential components of establishing an environment that fosters learning and growth.

I have extensive travel experience and am well accustomed to the unexpected nature of traveling. The location of my permanent residence is extraordinarily convenient to the Southern portion of our State and my vacation home would be extraordinarily convenient for work in Northern Michigan. I welcome the logistical and organizational challenges of the position and believe I can successfully transform those inherent challenges into opportunities. Expanding my City of Detroit focus to working to advance and meet the needs of all Michigan residents is very exciting.

To conclude, I am committed to the positive impact collaboration, metrics, and the promotion of integrity have on operations as well as providing the best foundation for communication and efficient operations. These guiding principles would easily translate into serving as General Counsel to deliver innovative, effective solutions tailored to the diverse needs of our residents by assisting the important work of the Commission. This opportunity incorporates and builds upon all of my favorite aspects of my current role and would allow me to utilize my skill set while engaging in dynamic work. I would welcome an opportunity to discuss in greater detail how my skills could benefit the Michigan Independent Citizens Redistricting Commission and I thank you for your consideration.

Sincerely,



JVP:hs
Enclosures

Julianne Veronica Pastula

██████████, Livonia, MI 48154 • ██████████

Responses to Supplemental Questions

1. Are you an active member of the state bar of Michigan, in good standing? **Yes.**
2. How many years of experience do you have in the practice of law? **10 or more years.**
3. How many years of experience do you have working in the public sector and/or Michigan state government? **10 or more years. I am committed to a public service career.**
4. Describe your leadership approach and explain how you have implemented this approach in your current/previous position(s). **I am a very collaborative leader that is committed to listening, providing exceptional legal advice to my clients as well as being clear and concise. I firmly believe that internal communication and clarity is essential to the cohesiveness of a team and best prepares us for engagement with external stakeholders. In addition to my extensive legal experience I also have a strong foundation in LEAN/Six Sigma and traditional project management practice which I believe strengthens and focuses my work. I continue to use these leadership skills in my present position by having conversations with my clients to determine their needs and goals, providing them documentation to inform their decisions, convene a larger workgroup of stakeholders to further advance the proposal and ultimately our final work product. I believe in collaboration and respect the process a public body is required to engage in to ensure excellent public policy is achieved. I include our law clerks and associate attorneys in this process as welcome members of the team to hear their important perspectives and provide mentoring for their professional growth.**
5. Do you have experience with the Open Meetings Act and parliamentary procedure established by Robert's Rules of Order for meetings? **Yes, I have extensive experience with the real time application and interpretation of the Open Meetings Act, Freedom of Information Act and Robert's Rules of Order. This hands-on experience in sunshine law includes direct representation as general counsel to the City's Board of Ethics and the Elected Officials Compensation Commission. It also includes serving as liaison to the Detroit City Council which included the application and interpretation of Council's Rules of Order in conjunction with Robert's.**
6. How many years of experience do you have advising public boards, commissions or governing bodies? **10 or more years.**
7. Describe your experience with litigation and/or managing litigation counsel. **My litigation experience includes civil matters and criminal prosecution as well as appellate practice. My experience managing litigation counsel is the reporting and monitoring of outside counsel contracts.**
8. Do you have experience with the implementation and/or enforcement of federal redistricting law, including the Voting Rights Act of 1965? **Yes, during the transition from a 9-member City Council elected at-large to Council by district I was heavily involved in the interpretation and application of federal redistricting law to ensure compliance with the Voting Rights Act and other applicable laws.**

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9. Provide a writing sample (i.e. sample memorandum). **While the majority of my work is submitted under attorney-client privilege and is confidential, please accept the attached memorandum regarding the Open Meetings Act as my writing sample.**



February 15, 2019

David Massaron, Chief Financial Officer
Office of the Chief Financial Officer
2 Woodward Avenue, Suite 1100
Detroit, MI 48226

Re: Whether the Retiree Protection Fund Investment Advisory Committee is Subject to the Open Meetings Act.

The Office of the Chief Financial Officer (“OCFO”) has requested an opinion on whether the Retiree Protection Trust Fund Investment Advisory Committee (“Committee”) is subject to the Open Meetings Act (“OMA”).¹

SHORT ANSWER

The Committee is not subject to the OMA because it is not a “public body” as defined in the statute or Michigan courts. The Committee was created pursuant to the Retiree Protection Trust Fund Ordinance and the Retiree Protection Trust Fund Agreement between the City of Detroit and Bank of New York Mellon Trust Company, N.A. It functions as an investment advisory committee to the Chief Financial Officer and is not acting as a “legislative” or “governing” body with “decision-making authority.”² Furthermore, the Committee’s actions (advise CFO regarding the investment of Retiree Protection Trust Fund assets) are advisory in nature and do not constitute “decisions” or “recommendations” that should be made by a public body.

LAW & ANALYSIS

Open Meetings Act

The OMA applies to all public bodies, which have been identified as having two requirements: (1) the entity at issue must be a “local legislative or governing body, including a board, commission, committee, subcommittee, authority, or council...”³ and (2) the entity must be empowered by “state constitution, statute, charter, ordinance, resolution, or rule” to exercise a “governmental or proprietary authority or perform a governmental or proprietary function.”⁴

¹ MCL 15.261 *et seq.*

² See OAG, 1997, No. 6935 (April 2, 1997); see also *Davis v. City of Detroit Fin. Review Team*, 296 Mich App 568 (2012).

³ MCL 15.262(a).

⁴ *Herald Co. v. City of Bay City*, 463 Mich 111, 129 (2000), holding modified by *Michigan Fed'n of Teachers & Sch. Related Pers., AFT, AFL-CIO v. Univ. of Michigan*, 481 Mich 657 (2008).



Retiree Protection Trust Fund

The Retiree Protection Trust Fund (“Fund”) was created pursuant to amendments of Chapter 47 of the 1984 Detroit City Code, *Retirement Systems*, by Ordinance No. 21-17⁵ and adoption of the City of Detroit Retiree Protection Trust Fund Agreement (“Agreement”). Under the terms of the Agreement, the City will fulfill its obligations to fund the General Retirement System (GRS) and the Police and Fire Retirement System (PFRS) through deposits into a Retiree Protection Trust Fund. The Fund was established as a permanent and irrevocable Trust Fund under Sections 115 and 414(d) of the Internal Revenue Code, which will “receive, maintain and invest” funds deposited by the City into the Trust Fund, in order to ensure that the GRS and PFRS pension systems are sufficiently funded.⁶ The Bank of New York Mellon Trust Company was appointed Trustee of the Fund, with authority to invest, reinvest, and distribute the Trust Fund assets to the GRS and PFRS. The Trust Fund Assets will be periodically distributed by the Trustee to the GRS and PFRS only upon written direction of the CFO, in amounts and at times directed by the CFO.

Investment Advisory Committee

Both Ordinance No. 21-17⁷ and the Agreement authorize the creation of the Committee and provide as follows:

Section 6.01 Investment of Trust Fund.

(a) The Trustee shall invest and reinvest the assets of the Trust in Permitted Investments in accordance with written instructions received from the Chief Financial Officer. The Chief Financial Officer shall chair an **eight-member investment advisory committee** (the “Advisory Committee”) which shall be **established to advise him or her regarding the investment of Trust assets**. The Advisory Committee shall be comprised of:

- (i) the Chief Financial Officer, who shall chair the Advisory Committee;
- (ii) three individuals who shall also be three of the Independent Members (as defined in the pension governance requirements of the Contribution Agreement dated as of October 17, 2014 among the Michigan Settlement Administration Authority, GRS, PFRS and the City) of the Investment Committee for the GRS Plan designated by the chair of that Investment Committee;

⁵ Ordinance No. 21-17 was adopted by Council July 25, 2017; approved by Mayor August 1, 2017; published and effective on August 11, 2017. Corresponding repeal of Chapter 18, *Finance and Taxation*, Article V, *Purchases and Supplies*, Division 9, *Detroit Retirement System Service Corporation* and Article XVI, *Pension System Fund Program*, were also adopted. The repealed ordinances are beyond the scope of and irrelevant to this opinion.

⁶ Under the bankruptcy plan of adjustment, the required pension contributions are based on a fixed schedule through fiscal year 2023.

⁷ Sec. 6.01(a) of the Agreement codified in Sec. 47-3-6 of Ord. No. 21-17.



(iii) three individuals who shall also be three of the Independent Members of the Investment Committee for the PFRS Plan designated by the chair of that Investment Committee; and

(iv) one member appointed by the City Council.

In the event an insufficient number of Independent Members agrees to serve on the Advisory Committee, as an alternative, the Chief Financial Officer shall appoint other independent individuals with comparable qualifications to those of the Independent Members to fill that role on the Advisory Committee. With the recommendation of the Advisory Committee, the Chief Financial Officer may appoint one or more qualified independent investment professionals to assist in the management and investment of the Trust's assets.

Emphasis Added.

The Committee is not a public body subject to the OMA because it does not exercise any governmental or proprietary authority, meaning it is not a "legislative body" empowered to make or enact law,⁸ nor a "governing body" empowered to make or administer public policy, exercise independent authority, or render decisions.⁹ Although the term "committee" is included in the OMA definition of a public body, the plain meaning of the language of the Ordinance and Agreement does not empower the Committee to function as a legislative or governing body.¹⁰ The sole function of the Committee is to advise the CFO regarding the investment of assets. It should be noted that the CFO is not bound to accept or act upon such advice.

CFO Administrative Order No. 2018-101-009, regarding the Retiree Fund Investment Advisory Committee, effective March 29, 2018, provides further guidance on the operation of the Committee. It states in Sec. 6.2 that the Committee shall "at a minimum, meet annually during the month of September to conduct its business and review the Annual Statement submitted to the CFO by the Trustee." Sec. 6.3 of the Administrative Order requires the Committee to submit an annual report to the CFO to include its recommendations. This report must be submitted by the end of October. Therefore, the Administrative Order does not contain any additional requirements that would shift the role of the Committee outside of an advisory capacity.

In *Davis vs. City of Detroit Financial Review Team*,¹¹ Robert Davis asserted that the state-appointed financial review team for the City of Detroit violated the OMA by failing to hold public meetings, keep minutes, and post meeting notices.¹² Under the Local Government and School District Fiscal Accountability Act, now repealed, review teams were authorized to

⁸ OAG, 2016, No. 7288 (March 4, 2016).

⁹ *Id.*

¹⁰ When interpreting a law, courts interpret "the plain meaning of the particular law in question." See *Booth Newspapers, Inc. v. Univ. of Michigan Bd. of Regents*, 444 Mich 211, 224 (1993).

¹¹ *Davis v. City of Detroit Fin. Review Team*, 296 Mich App 568 (2012).

¹² *Id.*, 296 Mich App at 578.



meet with local governmental officials, review the books and records of local governments, negotiate consent agreements with local governments for approval by the State Treasurer, report team findings to the Governor, and make recommendations to the State Treasurer and Governor regarding the financial condition of the local governments. The Governor used this information to assist in determining whether to declare a local unit of government in a state of financial emergency.¹³

The Court held that the law did not empower a financial review team to independently govern through “decision-making that effectuates or formulates public policy” and that the review team could “not act on its recommendations; it can only *make* such recommendations.”¹⁴ The Court clarified that a “recommendation” is a “decision” only when (1) members of a *public body*, (2) *vote or act upon*, (3) a recommendation, (4) to effectuate or formulate public policy.¹⁵ In regards to a public body making a decision, the *Davis* court noted the following:

[W]e find it significant that the definition [of a decision] does not merely refer to a recommendation alone. Rather, it refers to a “determination, action, vote, or disposition *upon* a motion, proposal, recommendation, resolution, order, ordinance, bill or measure”—the operative word here being “upon.”¹⁶

Similarly, neither the Ordinance nor the Agreement grants the Committee any decision-making authority, nor can it act or vote upon any recommendations to effectuate or formulate public policy. The sole mandate of the Committee is providing recommendations to the CFO. The Committee is not empowered to act independently to invest Trust Funds or make any decisions which would impact such investments.

CONCLUSION

The Retiree Protection Trust Fund Investment Advisory Committee functions as an investment advisory committee to the Chief Financial Officer and is not empowered to act as a “legislative” or “governing” body with “decision-making authority.” Furthermore, the Committee’s actions (advise CFO regarding the investment of Retiree Protection Trust Fund assets) is all advisory in nature and do not constitute “decisions” or “recommendations” that should be made by a public body. Therefore, the Committee is not serving a proprietary function to make decisions and effectuate public policy; therefore, it is not subject to the Open Meetings Act.

¹³ *Id.*, 296 Mich App at 595-608.

¹⁴ *Id.*

¹⁵ See *Davis*, supra, 296 Mich.App at 600.

¹⁶ *Id.*



Should you have any additional questions, please feel free to contact us.

Respectfully submitted,

[Redacted signature]

Julianne V. Pastula
Assistant Corporation Counsel

Concur:

[Redacted signature]

Tonja R. Long
Supervising Assistant Corporation Counsel
Municipal Section

Approved:

[Redacted signature]

Lawrence T. García
Corporation Counsel