



Home of the Tualatin River National Wildlife Refuge

RESOLUTION 2019-052

APPROVING THE CITY INVESTMENT POLICY AND AUTHORIZING INVESTMENTS

WHEREAS, the City of Sherwood is permitted under ORS 294.035 and 294.805 to invest in various classes of securities and in the State of Oregon's Local Government Investment Pool; and

WHEREAS, the City wishes to establish a conservative set of investment criteria to prudently protect the City's assets and provide liquidity to meet the City's cash needs while enabling the City to generate a market rate of return from its investment activities; and

WHEREAS, the City's current investment policy was adopted by Resolution 2018-051 on June 19, 2018; and

WHEREAS, this policy must be re-submitted not less than annually to the City Council for approval; and

WHEREAS, this policy was reviewed by and discussed with the Budget Committee and Council on May 23, 2019; and

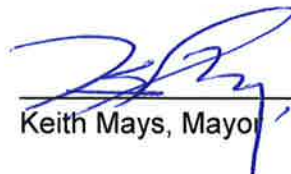
WHEREAS, no changes or modifications to the policy are proposed.

NOW, THEREFORE, THE CITY OF SHERWOOD RESOLVES AS FOLLOWS:

Section 1. Re-approval of the Investment Policy. The City Council of the City of Sherwood, Oregon hereby re-approves the Investment Policy attached hereto as Exhibit A.

Section 2. Effective Date. This Resolution shall become effective upon its approval and adoption.

Duly passed by the City Council this 18th day of June, 2019.



Keith Mays, Mayor

Attest:



Sylvia Murphy, MMC, City Recorder



CITY OF SHERWOOD FINANCIAL POLICY

DEPARTMENT: Finance

POLICY STATEMENT: Investment Policy

ORIGINATION DATE: June 19, 2018

RE-APPROVAL DATES: June 18, 2019

REVISION DATES:

I. **Purpose**

The City of Sherwood ("the City") was incorporated in 1893. As a Council-Manager form of government, it is governed by an elected City Council and Mayor, who in turn appoint a professional city manager to whom they delegate the administration of the City. The City provides law enforcement, public works, library, community services and community development functions to its citizens.

This Investment Policy defines the parameters within which funds are to be invested by the City. This policy also formalizes the framework, pursuant to ORS 294.135, for the City's investment activities to ensure effective and judicious management of funds within the scope of this policy.

These guidelines are intended to be broad enough to allow designated investment staff to function properly within the parameters of responsibility and authority, yet specific enough to adequately safeguard the investment assets.

II. **Governing Authority**

The City's investment program shall be operated in conformance with Oregon law and applicable federal law. Specifically, this investment policy is written in conformance with ORS 294.035, 294.040, 294.052, 294.135, 294.145, and 294.810. All funds within the scope of this policy are subject to laws established by the state of Oregon. Any revisions of applicable laws shall be automatically incorporated into this Investment Policy immediately upon their effective date.

III. **Scope**

This policy applies to activities of the City with regard to investing the financial assets of all funds. The amount of funds falling within the scope of this policy over the next three years is expected to range between \$5 million and \$35 million.

IV. **General Objectives**

The primary objectives, in priority order, of investment activities shall be:

1. **Preservation of Invested Capital**

Investments shall be undertaken in a manner that seeks to ensure the preservation of capital in the overall portfolio. The goal is to mitigate credit risk and interest rate risk.

2. **Liquidity**

The investment portfolio shall remain sufficiently liquid to meet all reasonably anticipated operating requirements. Furthermore, the portfolio shall consist largely of securities with active secondary or resale markets. A portion of the portfolio also may be placed in the Oregon Short Term Fund which offers next-day liquidity.

Where possible and prudent, the portfolio should be structured so that investments mature concurrent with anticipated demands.

3. Return

The investment portfolio shall be designed with the objective of attaining a market rate of return throughout budgetary and economic cycles, taking into consideration the safety and liquidity needs of the portfolio. Although return consists of both principal return (gains and losses due to market value fluctuations) and income return (yield), this policy discourages active trading and turnover of investments. Investments should generally be held to maturity.

V. Standards of Care

1. Prudence

The standard of prudence to be used by investment officials shall be the "prudent person" standard and shall be applied in the context of managing an overall portfolio. Investment officers acting in accordance with written procedures and this investment policy and exercising due diligence shall be relieved of personal responsibility for an individual security's credit risk or market price changes, provided deviations from expectations are reported and appropriate action is taken to control adverse developments within a timely fashion as defined in this policy.

The "prudent person" standard states:

"Investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the probable safety of their capital as well as the probable income to be derived."

2. Ethics and Conflicts of Interest

Officers and employees involved in the investment process shall refrain from personal activity that could conflict with the proper execution and management of the investment program, or that could impair their ability to make impartial decisions. These employees and investment officials shall disclose any material interests in financial institutions with which they conduct business. Disclosure shall be made to the governing body. They shall further disclose any personal financial/investment positions that could be related to the performance of the investment portfolio. These employees and officers shall refrain from undertaking personal investment transactions with the same individual(s) or firm(s) with whom business is conducted on behalf of the City of Sherwood. These officers and employees shall, at all times, comply with the State of Oregon Government Ethics requirements set forth in ORS Chapter 244.

3. Delegation of Authority and Responsibilities

i. Governing Body

The City Council will retain ultimate fiduciary responsibility for invested funds. It will receive reports, pursuant to, and with sufficient detail to comply with, ORS 294.085 and 294.155.

ii. Delegation of Authority

Authority to manage investments within the scope of this policy and operate the investment program in accordance with established written procedures and internal controls is granted to the Finance Director, hereinafter referred to as the Investment Officer, and derived from ORS 294.035 to 294.053, 294.125

to 294.145, and 294.810.

No person may engage in an investment transaction except as provided under the terms of this policy and the procedures established by the Investment Officer. The Investment Officer shall be responsible for all transactions undertaken and shall establish a system of controls to regulate the activities of subordinate officials.

All participants in the investment process shall seek to act responsibly as custodians of the public trust. No such officer or designee may engage in an investment transaction except as provided under the terms of this policy and supporting procedures.

iii. Investment Municipal Adviser

The City Council may engage the services of one or more external investment managers to assist in the management of the entity's investment portfolio in a manner consistent with this investment policy. Investment advisers may be hired on a non-discretionary basis. All investment transactions by approved investment advisers must be pre-approved in writing by the Investment Officer and compliant with this Investment Policy. If the City hires an investment adviser to provide investment management services, the adviser is authorized to transact with its direct dealer relationships on behalf of the City.

VI. Transaction Counterparties, Investment Advisers and Depositories

1. Broker/Dealers

The Investment Officer shall determine which broker/dealer firms and registered representatives are authorized for the purposes of investing funds within the scope of this investment policy. The Investment Officer will maintain a list of approved broker/dealer firms and affiliated registered representatives.

The following minimum criteria must be met prior to authorizing investment transactions. The Investment Officer may impose more stringent criteria.

- i. Broker/Dealer firms must meet the following minimum criteria:
 - A. Be registered with the Securities and Exchange Commission (SEC)
 - B. Be registered with the Financial Industry Regulatory Authority (FINRA)
 - C. Provide most recent audited financials
 - D. Provide FINRA Focus Report filings
- ii. Approved broker/dealer employees who execute transactions with the City of Sherwood must meet the following minimum criteria:
 - A. Be a registered representative with the Financial Industry Regulatory Authority (FINRA);
 - B. Be licensed by the state of Oregon;
 - C. Provide certification (in writing) of having read; understood; and agreed to comply with the most current version of this investment policy.
- iii. Periodic (at least annual) review of all authorized broker/dealers and their respective authorized registered representatives will be conducted by the Investment Officer. Factors to consider are:
 - A. Pending investigations by securities regulators
 - B. Significant changes in net capital
 - C. Pending customer arbitration cases
 - D. Regulatory enforcement actions

2. Direct Issuers

Obligations that are permitted for purchase by this policy may be purchased directly from the issuer.

3. Investment Advisers

The Investment Officer will maintain a list of approved advisers selected by conducting a process of due diligence.

- i. The following items are required for all approved Investment Advisers:
 - A. The investment adviser firm must be registered with the Securities and Exchange Commission (SEC) or licensed by the state of Oregon (*Note: Investment adviser firms with assets under management > \$100 million must be registered with the SEC, otherwise the firm must be licensed by the state of Oregon*).
 - B. All investment adviser firm representatives conducting investment transactions on behalf of the City must be registered representatives with FINRA.
 - C. All investment adviser firm representatives conducting investment transactions on behalf of the City must be licensed by the state of Oregon.
 - D. Certification must be provided by all of the adviser representatives conducting investment transactions on behalf of this entity of having read, understood and agreed to comply with this investment policy.
- ii. A periodic (at least annual) review of all investment advisers under contract will be conducted by the Investment Officer to determine their continued eligibility within the portfolio guidelines. Factors to consider are:
 - A. Pending investigations by securities regulators
 - B. Significant changes in net capital
 - C. Pending customer arbitration cases
 - D. Regulatory enforcement actions

4. Depositories

All financial institutions who desire to become depositories must be qualified Oregon Depositories pursuant to ORS Chapter 295.

5. Competitive Transactions

- i. The Investment Officer shall obtain and document competitive bid information on all investments purchased or sold in the secondary market. Competitive bids or offers should be obtained, when possible, from at least three separate brokers/financial institutions or through the use of a nationally recognized trading platform.
- ii. In the instance of a security for which there is no readily available competitive bid or offering on the same specific issue, then the Investment Officer shall document quotations for comparable or alternative securities.
- iii. When purchasing original issue instrumentality securities, no competitive offerings will be required as all dealers in the selling group offer those securities at the same original issue price. However, the Investment Officer is encouraged to document quotations on comparable securities.
- iv. If an investment adviser provides investment management services, the

adviser must retain documentation of competitive pricing execution on each transaction and provide it to the City upon request.

VII. Administration and Operations

1. Delivery vs. Payment

All trades of marketable securities will be executed (cleared and settled) by delivery vs. payment (DVP) to ensure that securities are deposited in the City's safekeeping institution prior to the release of funds.

2. Third-Party Safekeeping

Securities will be held by an independent third-party safekeeping institution selected by the City. All securities will be evidenced by safekeeping receipts in the City's name. Upon request, the safekeeping institution shall make available to the City a copy of its Statement on Standards for Attestation Engagements (SSAE) No. 16.

3. Internal Controls

The Investment Officer will establish and maintain a system of written internal controls consistent with this Policy designed to prevent the loss of public funds due to fraud, error, misrepresentation or imprudent actions by third parties or by employees of the City. The internal control structure will be designed to provide reasonable assurance that these objectives are met.

The concept of reasonable assurance recognizes that the cost of a control should not exceed the benefits likely to be derived and the valuation of costs and benefits requires estimates and judgments by management.

The internal controls shall address the following points at a minimum:

- i. Compliance with Investment Policy
 - ii. Controls to prevent collusion
 - iii. Separation of transaction authority from accounting and record keeping
 - iv. Custodial safekeeping
 - v. Avoidance of physical delivery of securities whenever possible and address control requirements for physical delivery where necessary
 - vi. Clear delegation of authority to subordinate staff members
 - vii. Confirmation of transactions for investments and wire transfers in written or digitally verifiable electronic form
 - viii. Dual authorizations of wire and automated clearing house (ACH) transfers
 - ix. Staff training
 - x. Review, maintenance and monitoring of security procedures both manual and automated
4. An external auditor shall provide an annual independent review to assure compliance with applicable law and City of Sherwood policies and procedures.

VIII. Suitable and Authorized Investments

1. Permitted Investments

The following investments are permitted pursuant to ORS 294.035, 294.040, and ORS 294.810. *(Note: The scope of permitted investments under this policy may be more restrictive than ORS 294.035 and 294.810).*

- *US Treasury Obligation:* Direct obligations of the United States Treasury whose payment is guaranteed by the United States. ORS 294.035(3)(a).

- *US Agency Primary Agency Obligations:* US Government Agencies, Government Sponsored Enterprises (GSEs), Corporations or Instrumentalities of the US Government – Federal Instrumentality Securities include, but are not limited to Federal National Mortgage Association (FNMA), the Federal Home Loan Mortgage Corporation (FHLMC), Federal Home Loan Banks (FHLB), and the Federal Farm Credit Bureau (FFCB). ORS 294.035(3)(a).
- *US Agency Secondary Agency Obligations:* Other US government sponsored enterprises that are less marketable are considered secondary GSEs. They include, but are not limited to: Private Export Funding Corporation (PEFCO), Tennessee Valley Authority (TVA), Financing Corporation (FICO) and Federal Agricultural Mortgage Corporation (Farmer Mac).
- *Corporate Indebtedness:* Corporate Indebtedness must have a long-term rating on settlement date of AA- or better by Standard and Poor's or Aa3 or better by Moody's. ORS 294.035(3)(i). In the case where multiple rating agencies provide ratings on the corporation, the lowest rating will be used.
- *Municipal Debt:* Lawfully issued debt obligations of the states of Oregon, California, Idaho and Washington and political subdivisions of those states that have a long-term rating on the settlement date of AA- or better by S&P or Aa3 or better by Moody's. ORS 294.035(3)(b). In the case where multiple rating agencies provide ratings on the corporation, the lowest rating will be used.
- *Time Deposit Open Accounts and Savings Accounts:* Time deposit open accounts and savings accounts in insured institutions as defined in ORS 706.008, in credit unions as defined in ORS 723.006, or in federal credit unions, if the institution or credit union maintains a head office or a branch in this state. ORS 294.035(3)(d).
- *Certificates of Deposit:* Certificates of deposit in insured institutions as defined in ORS 706.008, in credit unions as defined in ORS 723.006, or in federal credit unions, if the institution or credit union maintains a head office or a branch in this state. ORS 294.035(3)(d).
- *Commercial Paper:* Commercial Paper that is rated A1 by Standard and Poor's or P1 by Moody's. In the case where multiple rating agencies provide ratings on the corporation, the lowest rating will be used.
- *Local Government Investment Pool:* State Treasurer's local short-term investment fund up to the statutory limit per ORS 294.810.

2. **Approval of Permitted Investments**

Additional types of securities will not be eligible for investment until this policy has been amended by the City Council.

3. **Prohibited Investments**

i. **Private Placement or "144A" Securities**

Private placement or "144A" securities are not allowed. For purposes of the policy, SEC Rule 144A securities are defined to include commercial paper privately placed under section 4(a)(2) of the Securities Act of 1933.

ii. **US Agency Mortgage-backed Securities**

US agency mortgage-backed securities such as those securities issued by FNMA and FHLMC are not allowed.

iii. Securities Lending

The City of Sherwood shall not lend securities nor directly participate in a securities lending program.

4. Demand Deposits and Time Deposits

- i. All demand deposits and time deposits (examples of time deposits are certificates of deposit and savings accounts) shall be held in qualified Oregon depositories in accordance with ORS Chapter 295.
- ii. Demand deposits in qualified depository institutions are considered cash vehicles and not investments and are therefore outside the scope and restrictions of this policy. Pursuant to ORS 294.035(3)(d), time deposits, certificates of deposit and savings accounts are considered investments and within the scope of this policy.

IX. Investment Parameters

1. Credit Risk

Credit risk is the risk that a security or a portfolio will lose some or all of its value due to a real or perceived change in the ability of the issuer to repay its debt. Credit risk will be mitigated by the following guidelines:

i. Diversification

It is the policy of City of Sherwood to diversify its investments. Where appropriate, exposures will be limited by security type, maturity, issuance, issuer, and security type. Allowed security types and Investment exposure limitations are detailed in the table below.

ii. Recognized Credit Ratings

Investments must have a rating from at least two of the following nationally recognized statistical ratings organizations (NRSRO): Moody's Investors Service; Standard & Poor's; and Fitch Ratings Service as detailed in the table below. Ratings used to apply the guidelines below shall be investment level ratings and not issuer level ratings.

iii. Portfolio Average Credit Rating

The minimum weighted average credit rating of the portfolio's rated investments shall be Aa/AA/AA by Moody's Investors Service; Standard & Poor's; and Fitch Ratings Service respectively.

iv. Exposure Constraints and Minimum Investment Credit Ratings

The following table limits exposures among investments permitted by this policy.

Issue Type	Maximum Holdings	%	Minimum Ratings Moody's / S&P / Fitch
US Treasury Obligations	100%		None
US Agency Securities	100%		-
Per Agency (Senior Obligations Only)	50%		-
Oregon Short Term Fund (LGIP)	Maximum allowed per ORS 294.810		-
Time Deposits/Savings Accounts/Certificates of Deposit ⁽¹⁾	50%		-
Per Institution	25%		
Corporate Debt (Total)	15% ⁽²⁾		-
Corporate Commercial Paper	15% ⁽²⁾		
Per Issuer	2.5% ⁽³⁾		A1/P1/F1
Corporate Bonds	10% ⁽²⁾		
Per Issuer	2.5% ⁽³⁾		Aa/AA/AA
Municipal Debt (Total)	10%		-
Municipal Commercial Paper	10%		A1/P1/F1
Municipal Bonds	10%		Aa/AA/AA

⁽¹⁾ As authorized by ORS 294.035(3)(d)

⁽²⁾ 35% Maximum per ORS 294.035(D)

⁽³⁾ 5% Maximum per ORS 294.035(D)

v. Determining a Security's Rating

A single rating will be determined for each investment by utilizing the lowest security level rating available for the security from Standard and Poor's, Moody's Investor Services and Fitch Ratings.

vi. Restriction on Issuers With Prior Default History

Per ORS 294.040, the bonds of issuers listed in ORS 294.035(3)(a) to (c) may be purchased only if there has been no default in payment of either the principal of or the interest on the obligations of the issuing county, port, school district or city, for a period of five years next preceding the date of the investment.

2. Liquidity Risk

Liquidity risk is the risk that an investment may not be easily marketable or redeemable. The following strategies will be employed to mitigate liquidity risks:

- i. The value of at least 25% of funds available for investing or three months of budgeted operating expenditures, whichever is greater, will be invested in the Oregon Short Term Fund, with a qualified depository institution, or in investments maturing in less than 90 days to provide sufficient liquidity for expected disbursements.
- ii. Funds in excess of the above liquidity requirements are permitted to be invested in investments maturing in greater than one year. However,

longer-term investments tend to be less liquid than shorter term investments. Portfolio investment maturities will be limited as follows:

Total Portfolio Maturity Constraints:

Maturity Constraints	Minimum % of Total Portfolio
Under 90 days	Greater of 25% or three months Estimated Operating Expenditures
Under 1 year	35%
Under 5 years	100%

- iii. Reserve or Capital Improvement Project monies may be invested in securities exceeding the maximum term if the maturities of such investments are made to coincide as nearly as practicable with the expected use of the funds.
- iv. Larger issuance sizes enhance liquidity as there are likely to be a greater number of investors. Issuance sizes above a minimum amount qualify a corporate or municipal debt bond issuance for index eligibility. Index eligible bonds have a significantly larger investor base which improves liquidity.
- v. Limiting investment in a specific debt issuance improves secondary market liquidity by assuring there are other owners of the issuance.

Issue Type	Maximum % of Issuance*
US Agency Securities	50%
Corporate Debt (Total)	-
Corporate Commercial	100%
Paper Corporate Bonds	25%
Municipal Bonds	25%

*The par amount issued under a single CUSIP.

3. Interest Rate Risk

Longer-term investments have the potential to achieve higher returns but are also likely to exhibit higher market value volatility due to the changes in the general level of interest rates over the life of the investment(s). Interest rate risk will be mitigated by providing adequate liquidity for short term cash needs, and by making longer-term investments only with funds that are not needed for current cash flow purposes. Certain types of securities, including variable rate securities, securities with principal pay-downs prior to maturity, and securities with embedded options, will affect the interest rate risk profile of the portfolio differently in different interest rate environments. The following strategies will be employed to control and mitigate adverse changes in the market value of the portfolio due to changes in interest rates:

- i. Where feasible and prudent, investment maturities should be matched with expected cash outflows to mitigate market risk.
- ii. To the extent feasible, investment maturities not matched with cash outflows, including liquidity investments under one year, should be staggered to mitigate re- investment risk.
- iii. No commitments to buy or sell securities may be made more than 14 days prior to the anticipated settlement date, or receive a fee other than interest for future deliveries.

- iv. The maximum percent of callable securities in the portfolio shall be 35%.
- v. The maximum stated final maturity of individual securities in the portfolio shall be five years, except as otherwise stated in this policy.
- vi. The maximum portfolio average maturity (measured with stated final maturity) shall be 3 years.

X. Investment of Proceeds from Debt Issuance

- 1. Investments of bond proceeds are restricted under bond covenants that may be more restrictive than the investment parameters included in this policy. Bond proceeds shall be invested in accordance with the parameters of this policy and the applicable bond covenants and tax laws.
- 2. Funds from bond proceeds and amounts held in a bond payment reserve or proceeds fund may be invested pursuant to ORS 294.052. Investments of bond proceeds are typically not invested for resale and are maturity matched with outflows. Consequently, funds within the scope of ORS 294.052 are not subject to this policy's liquidity risk constraints within section IX (2).

XI. Investment of Reserve or Capital Improvement Funds

- 1. Pursuant to ORS 294.135(1)(b), reserve or capital improvement project monies may be invested in securities with maturity dates occurring when the funds are expected to be used (and exceeding five years) when the funds in question are being accumulated for an anticipated use that will occur more than 18 months after the funds are invested, upon the approval of the City Council.

XII. Guideline Measurement and Adherence

1. Guideline Measurement

Guideline measurements will use market value of investments.

2. Guideline Compliance

- i. If the portfolio falls outside of compliance with adopted investment policy guidelines or is being managed inconsistently with this policy, the Investment Officer shall bring the portfolio back into compliance in a prudent manner and as soon as prudently feasible.
- ii. Violations of portfolio guidelines as a result of transactions, the actions taken to bring the portfolio back into compliance, and the reasoning behind the actions taken to bring the portfolio back into compliance shall be documented and reported to the City Council.
- iii. Due to fluctuations in the aggregate surplus funds balance, maximum percentages for a particular issuer or investment type may be exceeded at a point in time. Securities need not be liquidated to realign the portfolio; however, consideration should be given to this matter when future purchases are made to ensure that appropriate diversification is maintained.

XIII. Reporting and Disclosure

1. Compliance

The Investment Officer shall prepare a report at least quarterly that allows the City Council to ascertain whether investment activities during the reporting period have conformed to this investment policy. The report will include, at a minimum, the following:

- i. A listing of all investments held during the reporting period showing: par/face value; accounting book value; market value; type of investment; issuer; credit ratings; and yield to maturity (yield to worst if callable)
- ii. Average maturity of the portfolio at period-end
- iii. Maturity distribution of the portfolio at period-end
- iv. Average portfolio credit quality of the portfolio at period-end
- v. Average weighted yield to maturity (yield to worst if callable investments are allowed) of the portfolio
- vi. Distribution by type of investment
- vii. Transactions since last report
- viii. Distribution of transactions among financial counterparties such as broker/dealers
- ix. Violations of portfolio guidelines or non-compliance issues that occurred during the prior period or that are outstanding and actions (taken or planned) to bring the portfolio back into compliance.

2. Performance Standards/ Evaluation

At least annually, the Investment Officer shall report comparisons of investment returns to relevant alternative investments and comparative Bond Indexes. The performance of the portfolio should be compared to the performance of alternative investments such as available certificates of deposit; the Oregon Short Term Fund; US Treasury rates; or against one or more bond indices with a similar risk profile.

When comparing performance, all fees and expenses involved with managing the portfolio shall be included in the computation of the portfolio's rate of return.

3. Marking to Market

The market value of the portfolio shall be calculated at least quarterly and a statement of the market value of the portfolio shall be issued at least quarterly.

4. Audits

Management shall establish an annual process of independent review by the external auditor to assure compliance with internal controls. Such audit will include tests deemed appropriate by the auditor.

XIV. Policy Maintenance and Considerations

1. Review

The investment policy shall be reviewed by the Investment Officer at least annually to ensure its consistency with the overall objectives of preservation of principal, liquidity and return, and its relevance to and compliance with current law and financial and economic trends.

The annual report will also serve as a venue to suggest policies and improvements to the investment program, and shall include an investment plan for the coming year.

2. Exemptions

Any investment held prior to the adoption of this policy shall be exempt from the requirements of this policy. At maturity or liquidation, such monies shall be reinvested as provided by this policy.

3. Policy Adoption and Amendments

This investment policy and any modifications to this policy must be formally approved by resolution of the City Council. This policy must be submitted to the Oregon Short Term Fund (OSTF) Board for review if:

This policy allows maturities beyond 18 months unless the funds are being accumulated for a specific purpose, including future construction projects, and upon approval of the City Council, the maximum maturity date matches the anticipated use of the funds. ORS 294.135(1)(b) and 294.135(3).

And either:

A. This policy has never been submitted to the OSTF Board for comment;

Or

B. Material changes have been made since the last review by the OSTF Board.

Regardless of whether this policy is submitted to the OSTF Board for comment, this policy shall be re-submitted not less than annually to the City Council for approval.