

**MINUTES OF MEETING
KENTUCKY RETIREMENT SYSTEMS
BOARD OF TRUSTEES ANNUAL MEETING
APRIL 11, 2023, AT 10:00 AM ET
VIA LIVE VIDEO TELECONFERENCE**

At the Annual Meeting of the Kentucky Retirement Systems Board of Trustees held on April 11, 2023 the following members were present: Lynn Hampton (Chair), David Adkins, Ramsey Bova, John Cheshire, Prewitt Lane, Dr. Crystal Miller, Keith Percy, Pamela Thompson and William Summers, V. Staff members present were KRS CEO John Chilton, David Eager, Rebecca Adkins, Erin Surratt, Michael Board, Victoria Hale, Leigh Ann Davis, Michael Lamb, Connie Davis, D’Juan Surratt, Steve Willer, Ann Case, Jared Crawford, Brian Caldwell, Kristen Coffey, Madeline Perry, Ashley Gabbard, Katie Park, Glenna Frasher, and Sherry Rankin. Others present included Chris Tessman and Craig Morton with Wilshire Advisors, and David Palay and Ryan Stippich with Reinhart.

Ms. Hampton called the meeting to order.

Mr. Board read the Legal Public Statement.

Ms. Rankin called roll.

Ms. Hampton requested a moment of silence to honor the victims, first responders, and all affected by the April 10, 2023, mass shooting at the Old National Bank in Louisville, Kentucky.

There being no *Public Comment* submitted, Ms. Hampton introduced agenda item *Approval of Minutes – March 1, 2023 (Video 00:09:12 to 00:10:04)*. A motion was made by Mr. Summers and seconded by Mr. Lane to approve the minutes as presented. The motion passed unanimously.

Ms. Hampton introduced agenda item *Results of 2023 SPRS Trustee Election (Video 00:10:05 to 00:12:10)*. Ms. Madeline Perry announced that Mr. Keith Percy had been reelected. She requested that the KRS Board of Trustees accept the certification letter and declare the election final. Mr. Adkins made a motion to accept the results of the 2023 SPRS Election and declare the election final. The motion was seconded by Mr. Cheshire and passed unanimously. Ms. Hampton

congratulated Mr. Percy on his third term as a member of the Board. Mr. Eager added that 317 of the 359 valid ballots received were electronic. Ms. Hampton asked if the reported 12.23% turnout percentage was considered successful. Ms. Adkins stated that this turnout percentage is high in comparison to past KRS and CERS elections.

Ms. Hampton introduced agenda item *Election of Chair (Video 00:12:11 to 00:15:54)*. Due to technical issues, KRS Vice-Chair Prewitt Lane, led the Elections of Chair and Vice-Chair. Mr. Lane requested nominations for KRS Chair. Mr. Adkins nominated Ms. Lynn Hampton for Chair. Mr. Summers seconded the nomination. Mr. Adkins made a motion to close nominations and to declare Ms. Lynn Hampton the Chair of KRS by acclamation. There were no objections; therefore, Ms. Hampton was approved as the KRS Chair for the next year. Ms. Hampton thanked the KRS Board of Trustees.

Ms. Hampton introduced the *Election of Vice-Chair* and requested nominations. Mr. Adkins nominated Mr. Prewitt Lane for Vice-Chair. Mr. Cheshire seconded the nomination. Mr. Adkins made a motion to close nominations and to declare Mr. Prewitt Lane the Vice-Chair of KRS by acclamation. There were no objections; therefore, Mr. Lane was approved as the KRS Chair for the next year. Mr. Lane thanked the KRS Board of Trustees.

Ms. Hampton introduced agenda item *KRS Board Chair's Appointments to KPPA Board, KRS Investment Committee Chair, and Committees (Video 00:15:55 to 00:17:10)*. Ms. Hampton advised that there were no requested changes to the current KRS Board and Committee assignments; therefore, there would be no action taken.

Ms. Hampton introduced agenda item *PPW Board of Directors Election (Video 00:17:11 to 00:20:00)*. Ms. Hampton stated that she would like to nominate Mr. Percy to be submitted as the SPRS Representative for the upcoming PPW Board of Directors election. Mr. Adkins made a motion to submit Mr. Keith Percy as the SPRS Representative for the upcoming PPW Board of Directors election. The motion was seconded by Mr. Cheshire and passed unanimously.

Mr. Lane nominated Ms. Hampton to be submitted as the KERS Representative for the upcoming PPW Board of Directors election. The motion was seconded by Mr. Adkins and passed unanimously.

Ms. Adkins clarified that these nominated representatives will be submitted to the PPW Chairs to be placed on the ballot for the upcoming PPW Board of Directors election. Then, the KRS Board will vote by proxy.

Mr. Adkins made a motion to authorize Steve Willer, as CIO, to vote the PPW proxy for KRS as authorized in the KRS Investment Policy Statement and as set forth in the KRS Investment Proxy Voting Policy. Mr. Summers seconded the motion and the motion passed unanimously.

Ms. Hampton introduced agenda item ***KPPA Update*** (Video 00:20:01 to 00:21:26). Mr. Eager advised that a written report was included in the Meeting Material. Mr. Eager asked if there were any questions regarding the written KPPA Update. There being no questions, Ms. Hampton noted that Ms. Pamela Thompson and Mr. Prewitt Lane have agreed to extend their terms which expire on June 17, 2023; however, Mr. John Cheshire does not wish to extend his term.

Ms. Hampton introduced agenda item ***KRS Update*** (Video 00:21:27 to 00:26:40). KRS CEO John Chilton provided an overview of the past 90 days. He reported that all Trustees who were appointed in the last year were confirmed by the Senate. Mr. Chilton provided an update on legislation. He advised that the KPPA Housekeeping Bill was not voted on in the Senate; therefore, was not approved. Lastly, Mr. Chilton reminded the KRS Trustees that the Ethics Disclosure is due by April 15, 2023.

Ms. Hampton introduced agenda item ***Implementation of HB 587*** (Video 00:26:41 to 00:42:57). Mr. Board presented an informational memo outlining the ways in which HB 587 changes current law, the requirements of the KPPA Board of Trustees, and the requirements and reporting structure of the Internal Auditor. There was discussion surrounding the importance and the reporting structure of the Internal Auditor.

Ms. Hampton introduced agenda item ***Closed Session*** and requested a motion to enter closed session to discuss pending litigation pursuant to KRS 61.810(c). A motion was made by Mr. Cheshire and seconded by Ms. Thompson. The motion passed unanimously.

Ms. Victoria Hale read the following statement and the meeting moved into closed session: A motion having been made in open session to move into a closed session for a specific purpose, and

such motion having carried by majority vote in open, public session, the Board shall now enter closed session to consider litigation, pursuant to KRS 61.810(1)(c), because of the necessity of protecting the confidentiality of the Systems' litigation strategy and preserving any available attorney-client privilege. All public attendees exited the meeting.

Ms. Hampton called the meeting back to open session and stated that there was no reportable action.

Ms. Hampton requested a motion to adjourn. Mr. Adkins made a motion and was seconded by Mr. Percy to adjourn the meeting. The motion passed unanimously.

Copies of all documents presented are incorporated as part of the Minutes of the Board of Trustees held April 11, 2023, except documents provided during a closed session conducted pursuant to the open meetings act and exempt under the open records act.

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CERTIFICATION

I do certify that I was present at this meeting, and I have recorded the above actions of the Trustees on the various items considered by it at this meeting. Further, I certify that all requirements of KRS 61.805-61.850 were met in conjunction with this meeting.


Recording Secretary

I, the Chair of the Board of Trustees of the Kentucky Retirement Systems, do certify that the Minutes of Meeting held on April 11, 2023, were approved on June 5, 2023.


Chair of the Board of Trustees

I have reviewed the Minutes of the April 11, 2023, Board of Trustees Meeting for content, form, and legality.


Executive Director
Office of Legal Services