MINUTES OF MEETING
KENTUCKY RETIREMENT SYSTEMS
BOARD OF TRUSTEES ANNUAL MEETING
APRIL 17, 2025, AT 10:00 AM, E.T.
VIA LIVE VIDEO TELECONFERENCE

At the Annual Meeting of the Kentucky Retirement Systems Board of Trustees held on April 17, 2025, the following members were present: Lynn Hampton (Chair), David Adkins, Ramsey Bova, Mary Eaves, Prewitt Lane, Dr. Crystal Miller, Keith Peercy, William Summers V, and Pamela Thompson. Staff members present were KRS CEO John Chilton, Rebecca Adkins, Erin Surratt, Michael Board, Lori Casey, Vicki Hale, Mike Lamb, Connie Davis, Brian Caldwell, Steve Willer, Anthony Chiu, Ashley Gabbard, Phillip Cook, Sandy Hardin, and Sherry Rankin.

1. Ms. Hampton called the meeting to order.

2 Mr. Board read the Legal Public Statement.

3. Ms. Rankin called roll.

   Ms. Rankin noted no ***Public Comments*** were submitted.

4. Ms. Hampton introduced agenda item ***Approval of Minutes – March 12, 2025*** *(Video 00:06:20 to 00:07:04).* A motion was made by Ms. Bova to approve the meeting minutes of March 12, 2025, as presented. Ms. Eaves seconded the motion. The motion passed unanimously.

5. Ms. Hampton introduced agenda item ***Election of KRS Board of Trustee Officers*** *(Video 00:07:04 to 00:09:31).* Mr. Chilton led the discussion on the election of KRS Board of Trustee Officers for the upcoming year. Mr. Lane made a motion to approve Ms. Lynn Hampton as Chair of KRS for the next year. Mr. Summers V seconded the motion. The motion passed unanimously.

Ms. Hampton expressed gratitude to the Board for their support and mentioned that the next year will mark the completion of a fourth year in this role, after which she will not seek reelection.

After a brief discussion, Mr. Adkins made a motion to approve Mr. Prewitt Lane as Vice Chair of KRS for the next year. Ms. Bova seconded the motion. The motion passed unanimously.

6. Ms. Hampton introduced agenda item ***Assignments to KPPA Board, Investment Committee Chair, and Committees*** *(Video 00:09:31 to 00:09:56).* Ms. Hampton led the discussion on assignments to the KPPA Board, Investment Committee Chair, and other committees. This item did not require a vote, as Ms. Hampton holds the authority to appoint members. She requested and received acceptance from Mr. Lane to continue as Chair of the Investment Committee. Responsibility for appointing the Vice Chair and Actuarial Committee will also fall under Mr. Lane's purview.

7. Ms. Hampton introduced agenda item ***PPW Board of Directors Election*** *(Video 00:09:56 to 00:14:57).* Mr. Willer explained the need to nominate representatives from both KERS and SPRS, as well as someone to vote the PPW proxy for KRS, in accordance with the KRS Investment Proxy Voting Policy. During the discussion, it was clarified that the PPW Bylaws require representation from SPRS and KERS on the Board. Historically, Mr. Peercy has served as the SPRS representative and was commended for his valuable contributions. Ms. Hampton was identified as a highly suitable nominee due to her extensive experience and strong ability to effectively represent KERS.

   Following discussion, Mr. Adkins made a motion to submit the name of Ms. Lynn Hampton and Keith Peercy as the KERS and SPRS Representatives for the upcoming PPW Board of Directions' election. Mr. Summers V seconded the motion. The motion passed unanimously.

   Next, 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 V seconded that motion. The motion passed unanimously.

8. Ms. Hampton introduced agenda item ***Contract Renewals*** *(Video 00:14:57 to 00:30:13).* The first contract addressed was for outside general counsel services with Denton Bingham Greenebaum LLP.

   Mr. Lane made a motion to renew the contract as presented. Ms. Bova seconded the motion. Ms. Mary Eaves abstained from voting. The motion passed unanimously.

   The Board members discussed the renewal of Mr. John Chilton's contract as CEO of the KRS Board. Mr. Board reviewed key points of the contract regarding compensation. Adjustments to his salary were proposed to ensure alignment with past pay increases for state employees. At the recommendation of Mr. Adkins, the Board decided to calculate all past due increases, apply them to Mr. Chilton's salary in a compounded manner, and set the updated salary to take effect on July 1, 2025. The Board also considered amending the contract language to simplify future salary adjustments, ensuring any general pay increases for state employees authorized by the legislature would automatically apply to Mr. Chilton's compensation.

   Mr. Adkins made a motion to renew the CEO services contract with John Chilton as discussed. Mr. Summers V seconded the motion. The motion passed unanimously.

9. Ms. Hampton introduced agenda item ***KPPA Update*** *(Video 00:30:13 to 00:46:33).* Ms. Rebecca Adkins, in the absence of Mr. Ryan Barrow, presented the KPPA Update. Ms. Adkins began by providing the legislative overview. KPPA requested two bills this session. House Bill 30, addressing Public Employee Benefits and Pension Spiking, was signed into law by the Governor. House Bill 71, focusing on KPPA reorganization, progressed further in the process this session but ultimately failed to pass due to timing constraints in a crowded Senate agenda. Other bills directly impacting KPPA include

Senate Bill 10 (CERS Retiree Insurance), Senate Bill 176 (Statutory Committee Membership), and Senate Bill 183 (Fiduciary Duties).

Four active teams continue work on the Strategic Plan, addressing areas such as quality assurance, survey evaluation, member presentations, and exploring AI options for the call center. A Request for Proposal (RFP) has been issued for a technology assessment scheduled for FY 2026, aimed at prioritizing modernization efforts. Additionally, the KPPA Leadership Academy launched in February, with fourteen participants engaging in monthly training sessions and mentoring through December 2025.

Research and budgeting are underway to plan the Board retreat, which will focus on meaningful programming and fostering connections among members. Updates will be shared as plans progress.

KPPA is submitting a $75M tentative Capital Project plan to modernize or replace the Pension Administration System (PAS), known as START, as part of the LRC biennium budget process.

Ms. Adkins provided an update on the progress of securing office space for the Investment Team. While the process has been cooperative, it remains slow due to delays. Approval is still pending, which once granted, with a projected completion by late summer or early fall.

10. Ms. Hampton introduced agenda item **KRS Update** *(Video 00:46:33 to 00:52:15).* Mr. Chilton provided updates on several key topics. He noted the Proxy Voting Policy might require amendments or clarification. He also mentioned a meeting scheduled with Mr. Barrow to discuss details regarding the upcoming Board retreat. As a related initiative, the Trustee Education Policy is being reviewed, with KPPA staff working on amendments aimed at standardizing anniversary dates across calendar system. Mr. Chilton reported on the Unpaid Invoice Task Force, which held a meeting earlier in the day to advance comprehensive documentation for revising the invoice process, ensuring better coordination between the KERS and CERS systems. Additionally, he highlighted that the budget process is progressing, and initial steps are being taken for a new capital project.

During the update, Mr. Chilton addressed a proposal regarding the documentation of external training sessions, which included the submission of written materials received during these trainings. Concerns were raised about the practicality of such a requirement, particularly due to the volume of materials and potential copyright limitations. The Board discussed the matter and agreed to revisit the policy to refine it, ensuring clarity and minimizing unnecessary administrative burdens.

11. Ms. Hampton introduced agenda item ***Closed Session*** *(Video 00:52:15 to 00:52:30).* The Board and Legal Team confirmed that there were no legal issues necessitating a closed session discussion. As such, the Board did not convene in closed session for this meeting.

12. There being no further business, Ms. Hampton ***adjourned*** the meeting.

Copies of all documents presented are incorporated as part of the Minutes of the Board of Trustees held April 17, 2025, 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 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 17, 2025, were approved on June 17, 2025.

Chair of the Board of Trustees

I have reviewed the Minutes of the April 17, 2025, Board of Trustees Meeting for content, form, and legality.

Executive Director
Office of Legal Services