

**MINUTES OF MEETING  
COUNTY EMPLOYEES RETIREMENT SYSTEM  
BOARD OF TRUSTEES MEETING  
APRIL 19, 2023, AT 2:00 P.M. ET  
VIA LIVE VIDEO TELECONFERENCE**

At the Annual Meeting of the County Employees Retirement System Board of Trustees held on April 19, 2023, the following members were present: Betty Pendergrass (Chair), Dr. Patricia Carver, George Cheatham, Michael Foster, JT Fulkerson, Dr. Merl Hackbart, Dr. Martin Milkman, William O'Mara, and Jerry Powell. Staff members present were CERS CEO Ed Owens, III, KRS CEO John Chilton, David Eager, Rebecca Adkins, Erin Surratt, Michael Lamb, Connie Davis, Michael Board, Leigh Ann Davis, Victoria Hale, D'Juan Surratt, Kristen Coffey, Steve Willer, Anthony Chiu, Brian Caldwell, Jared Crawford, Ashley Gabbard, Katie Park, Glenna Frasher and Sherry Rankin. Others present included Danny White with GRS, David Lindberg and Chris Tessman with Wilshire Advisors LLC., Eric Branco with Johnson Bowman Branco, LLP., and David Palay and Ryan Stippich with Reinhart.

Ms. Pendergrass called the meeting to order.

Mr. Board read the Opening Statement.

Ms. Rankin took Roll Call.

Ms. Pendergrass took a moment to honor those lost during the tragic events of April 10, 2023, at Old National Bank in Louisville, Kentucky. She shared that former KRS Trustee and Chairman, Tommy Elliott, was among the victims. Ms. Pendergrass expressed appreciation for CERS first responders and employees who serve the families and communities across the Commonwealth. The families of those lost and injured are in the prayers of the CERS Board of Trustees, said Ms. Pendergrass.

There being no *Public Comment* received, Ms. Pendergrass introduced agenda item *Approval of Minutes – March 9, 2023 (Video 00:05:16 to 00:05:48)*. Mr. Powell made a motion to approve the minutes as presented and was seconded by Dr. Hackbart. The motion passed unanimously.

Ms. Pendergrass introduced agenda item *Election of Officers* (Video 00:05:49 to 00:08:36).

Ms. Pendergrass requested nominations for CERS Chair. Mr. Powell nominated Dr. Merl Hackbart for the role of CERS Chair. Dr. Hackbart declined and Mr. Powell withdrew his nomination. Mr. Fulkerson nominated Ms. Betty Pendergrass for the role of CERS Chair. Mr. Foster made a motion to cease nominations and approve Ms. Pendergrass as Chair of CERS for the next year. The motion was seconded by Mr. Powell and passed unanimously. Ms. Pendergrass thanked the CERS Board of Trustees for their support.

Ms. Pendergrass requested nominations for CERS Vice-Chair. Mr. Powell nominated Mr. George Cheatham for the role of CERS Vice-Chair. Dr. Milkman made a motion to close nominations and approve Mr. Cheatham as Vice-Chair of CERS for the next year. The motion was seconded by Mr. Powell and passed unanimously.

Ms. Pendergrass stated that there would be no change to the Committee Assignments for the next year.

Ms. Pendergrass requested that agenda item *PPW Board of Directors Election* (Video 00:08:37 to 00:14:33) be discussed next. Ms. Pendergrass asked Mr. Powell if he was willing to continue to serve on the PPW Board of Directors. Mr. Powell stated that he was willing.

Dr. Milkman made a motion to submit the name of Jerry Powell as the CERS Representative for the upcoming PPW Board of Directors ballot and election. The motion was seconded by Mr. Cheatham and passed unanimously.

Mr. Powell advised that KPPA CIO Steve Willer is the authorized CERS proxy. He explained that Mr. Willer will take the names submitted by CERS and KRS to the PPW Board of Directors at their annual meeting. Once the Board is established there will be an election for positions within PPW, said Mr. Powell.

Ms. Rebecca Adkins advised that the PPW meetings are broadcast on Facebook Live via the PPW Facebook page. Mr. Powell requested that all Trustees be provided with a link to the PPW Facebook page for ease of access.

Mr. Powell announced that the PPW Annual Shareholders' Meeting is scheduled for Tuesday, May 9<sup>th</sup> at 10:00 a.m. and the PPW Meeting will follow at 10:30 a.m.

Ms. Pendergrass introduced agenda item *Administrative (Video 00:14:34 to 00:20:18)*. Mr. Eric Branco with Johnson Bowman Branco, LLP. provided an overview of the CERS General Counsel contract. He stated that no changes have been made to the current contract other than dates. Mr. Powell asked that the printed name of the Authorized Agent be added on the signature page of the contract. Mr. Powell made a motion to approve the contract renewal for the General Counsel as presented. Mr. O'Mara seconded the motion and the motion passed unanimously.

Mr. Branco reviewed the updated CERS Board Meeting Public Participation Policy with the CERS Board of Trustees. Mr. Fulkerson made a motion to approve the CERS Public Comment Policy as presented. Mr. Powell seconded the motion and the motion passed unanimously.

Ms. Pendergrass advised that agenda topic, Strategic Plan, would be discussed at a future meeting.

Ms. Pendergrass introduced agenda item *Actuarial Committee (Video 00:20:19 to 00:28:25)*. Mr. Foster provided a summary of the April 12, 2023, Actuarial Committee Special Called Meeting. The meeting focused on whether to recommend as assumed rate increase to the CERS Board for the Nonhazardous Pension Fund and Hazardous Pension Fund. The Committee suggested that the CERS Board of Trustees review the material provided by Wilshire Advisors prior to any action. Therefore, a Special Called Meeting of the CERS Board of Trustees was scheduled for Tuesday, May 9<sup>th</sup> at 1:00 p.m. EST to further discuss and review updated information from Wilshire Advisors and GRS.

*\*\*\*Mr. Jim Tony Fulkerson exited the meeting prior to the beginning of Closed Session due to a conflict of interest\*\*\**

*\*\*\*Ms. Victoria Hale exited the meeting prior to the beginning of Closed Session due to a conflict of interest in the first matter being discussed\*\*\**

Ms. Pendergrass introduced agenda item *Closed Session (Video 00:28:26 to 00:29:29)*. Mr. Foster made a motion and was seconded by Dr. Milkman to enter closed session for the purpose of litigation. The motion passed unanimously.

Ms. Pendergrass read the following closed session statement: 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.

*\*\*\*Ms. Victoria Hale reentered after discussions of the first matter ceased and participated in the remainder of the Closed Session\*\*\**

Coming back into open session, Ms. Pendergrass stated that the Board would be taking no action as the result of the closed session discussions and opened the floor for adjournment. Dr. Milkman made a motion and seconded by Mr. Powell 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 19, 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 County Employees Retirement System, do certify that the Minutes of Meeting held on April 19, 2023, were approved on June 14, 2023.

  
Chair of the Board of Trustees

I have reviewed the Minutes of the April 19, 2023, Board of Trustees Meeting for content, form, and legality.

  
Executive Director  
Office of Legal Services