

**MINUTES OF MEETING
COUNTY EMPLOYEES RETIREMENT SYSTEM
BOARD OF TRUSTEES SPECIAL CALLED MEETING
MAY 28, 2024, AT 2:00 P.M. ET
VIA LIVE VIDEO TELECONFERENCE**

At the Special Called Meeting of the County Employees Retirement System Board of Trustees held on May 28, 2024, the following members were present: George Cheatham, Dr. Patricia Carver, Michael Foster, JT Fulkerson, Dr. Merl Hackbart, William O'Mara, Betty Pendergrass, and Jerry Powell. Staff members present were CERS CEO Ed Owens, III, Rebecca Adkins, Erin Surratt, Michael Lamb, Michael Board, Leigh Ann Davis, Victoria Hale, Phillip Cook, and Sherry Rankin. Others present included Eric Branco with Johnson Branco & Brennan, LLP.

Mr. Cheatham called the meeting to order.

Mr. Branco read the Opening Statement.

Ms. Rankin called Roll.

There being no *Public Comment* submitted, Mr. Cheatham introduced agenda item *Approval of Minutes – April 8, 2024 (Video 00:07:30 to 00:08:08)*. Mr. Fulkerson made a motion to approve the April 8, 2024, minutes as presented. The motion was seconded by Mr. O'Mara and passed unanimously.

Mr. Cheatham introduced agenda item *Chairman's Corner (Video 00:08:09 to 00:10:54)*. Mr. Cheatham thanked all for the opportunity to serve CERS as Chair and thanked Ms. Pendergrass for her past service as Chair. He wished to move CERS in a positive direction, focusing on the efficiency of CERS and KPPA, additional opportunities for trustee education, and increasing communication and cooperation with all CERS partners.

Mr. Cheatham introduced agenda item *Bylaw Changes (Video 00:10:55 to 00:27:21)*. Mr. Branco reviewed proposed revisions to the Section 2.2 Standing Committees; Duties and Responsibilities. It was stated that these changes to the CERS bylaws would increase participation on the CERS committees.

Ms. Pendergrass noted the deletion of the Joint Audit Committee from the CERS bylaws due to a structure change. She reminded the CERS Board of Trustees that the Audit Committee is now a KPPA Committee.

Ms. Surratt requested that the regular meeting schedule defined in the bylaws be amended to ensure reasonable ratification of health plan/open enrollment information for the following year as recommended by the Joint Retiree Health Plan Committee. This information is due to the printer by the 15th of September of each year, said Ms. Surratt, to be in the hands of retirees timely.

Therefore, Ms. Pendergrass made a motion to amend Section 1.1 – General Administration e. Regular Meetings to state, “...*second Monday of March, April, June, and September, and the first Monday of November and December at times selected by the Board Chair.*” The motion was seconded by Mr. Fulkerson. The motion passed unanimously.

Mr. Fulkerson made a motion to approve the amendments to the CERS bylaws as amended. Mr. Powell seconded the motion and the motion passed unanimously. Mr. Cheatham indicated that the first reading of these amended bylaws was complete.

Mr. Cheatham introduced agenda item ***Closed Session*** (Video 00:27:22 to 00:28:35). Mr. Foster made a motion to enter closed session to discuss pending litigation pursuant to KRS 61.810(1)(c). The motion was seconded by Mr. O’Mara and passed unanimously.

Mr. Cheatham 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.

******Mr. Fulkerson exited the meeting prior to the start of Closed Session******

Closed Session (Video - Part 2 - 00:00:44 to 00:01:18).

Coming back into open session, Mr. Cheatham requested a motion to come out of Closed Session. Dr. Carver made a motion to return to open session and was seconded by Ms. Pendergrass. The

motion passed unanimously. Mr. Cheatham stated that no action was taken as a result of the closed session discussions.

Mr. Cheatham opened the floor for adjournment. Ms. Pendergrass made a motion and was seconded by Mr. O'Mara 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 May 28, 2024, except documents provided during a closed session conducted pursuant to the open meetings act and exempt under the open records act.

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 May 28, 2024, were approved on June 10, 2024.


Chair of the Board of Trustees

I have reviewed the Minutes of the May 28, 2024, Board of Trustees Meeting for content, form, and legality.


Executive Director
Office of Legal Services