

**Registrars of Voters Employees' Retirement System
Minutes of the Meeting of the Board of Trustees
August 16, 2022**

The meeting of the Board of Trustees for the Registrars of Voters Employees' Retirement System was held at the Renaissance Hotel, located at 7000 Bluebonnet Boulevard in Baton Rouge, Louisiana on August 16, 2022.

I. Call to Order

Mr. Wall called the meeting to order at 9:09 a.m.

II. Invocation and Pledge of Allegiance

Mr. Champagne offered an invocation and Ms. Joanne Reed led the Pledge of Allegiance.

III. Roll Call

Ms. Kathy Bourque called the roll. Board members present: Mr. John Broussard, Mr. Brian Champagne, Ms. Billie Meyer, Mrs. Shanika Olinde, Ms. Charlene Menard, Mrs. Joanne Reed, Mr. Dwayne Wall. Senator Kirk Talbot, Representative Michael Firment and Mr. Joe Salter was absent. A quorum was present. Others present included: Ms. Kathy Bourque (System Director); Mr. Greg Curran & Ms. Sondra Bordelon (representing Actuary and Administrator, Curran Actuarial Consulting); Mr. Jon Breth (Investment Consultant, AndCo Consulting); Mrs. Denise Akers (Legal Counsel); Mrs. Cynthia Averette and Mr. Walker Reynolds (representing the Custodian of Assets, Hancock Whitney); Mr. Joey David (House Retirement).

IV. Public Comments

There were no public comments.

V. Review and Approval of the Minutes

Upon motion by Mrs. Reed seconded by Ms. Meyer, the Board voted unanimously to approve the minutes from the May 23, 2022 and May 24, 2022 board meetings as presented.

VI. Presentation by Investment Consultant, AndCo Consulting

Mr. Breth was excited to share that AndCo is the recipient of a Greenwich Quality Leader Award for mid-sized consulting firms.

Mr. Breth presented the Investment Performance Review for the second quarter period ending June 30, 2022. The total market value as of June 30, 2022, was \$115,120,549 down -12.00% for the second quarter and down -13.14% for the fiscal year.

Mr. Breth presented the Investment Performance Review Monthly Flash Report for period ending July 31, 2022. The total market value as of July 31, 2022, was \$118,413,388 up 6.08% for the month.

Mr. Breth distributed and reviewed the US Small Cap Value Equity Manager Analysis to the board. He stated that the purpose of this research was to further diversify the US equity allocation. The analysis examines potential investment options in the small and mid-cap value area to complement the existing portfolio's allocation to Eagle Capital in large cap value. Mr. Breth confirmed that the four options compared for this manager evaluation report were Barrow Hanley Global Investors, Channing Capital Management, Dimensional Fund Advisors LP and Victory Capital Management. He discussed the Investment Option Comparison of all four firms and recommended that Barrow Hanley Global Investors and Victory Capital Management attend the next board meeting and give a presentation.

Upon motion by Ms. Meyer seconded by Mrs. Reed, the Board voted unanimously to interview Barrow Hanley Global Investors and Victory Integrity Small/Mid-Cap Value R6 (MIRSX) at the next board meeting as recommended by Mr. Breth.

Mr. Breth presented a Manager Evaluation Report to evaluate potential international value options to compliment the existing index and growth-oriented allocations within the ROVERS international equity portfolio. He explained that AndCo's research group discovered four candidates for the Board to consider which are Causeway Capital Management, Dimensional Fund Advisors, Dodge & Cox, and Transamerica Asset Management subadvisor Thompson, Siegel & Walmsley. After he reviewed strategy information, assets under management, investment options and existing portfolio holdings for all four managers, Mr. Breth recommended adding Dimensional Fund Advisors as an additional International Value Equity Manager to the ROVERS current investment portfolio. Mr. Breth recommended a 4% allocation to Dimensional Fund Advisors from the International portfolio by taking 2% from each current manager, Fidelity Total International Index Fund and Virtus Vontobel Foreign Opp Fund.

Upon motion by Ms. Menard seconded by Mr. Broussard, the Board voted unanimously to hire Dimensional Fund Advisors as an International Mutual Fund Manager as recommended by AndCo Consulting.

Mr. Breth requested to defer reviewing and updating the Investment Policy Statement until the next meeting as he had some additional updates to add.

Upon motion by Mr. Broussard seconded by Mr. Champagne, the Board voted unanimously to defer reviewing and updating of the Investment Policy Statement until next meeting as requested by Mr. Breth.

Upon motion by Mr. Champagne seconded by Ms. Meyer, the Board voted unanimously to accept Mr. Breth's reports as given.

VII. Presentation by Hancock Whitney

Mrs. Averette presented the Custodian Report which included a breakdown of assets for the period ending June 30, 2022, with a market value of \$111,288,379.

Mr. Walker presented the Members Supplemental Savings Plan Investment Performance Review for quarter ending June 30, 2022, totaling \$356,726.60.

Upon motion by Mrs. Olinde seconded by Ms. Meyer, the Board voted unanimously to approve the Custodial Report and the Member Supplemental Savings Report as presented by Hancock Whitney Bank.

VIII. Report from the System’s Attorney, Akers & Wisbar

Mrs. Akers provided an update from the 2022 Legislative Session. She advised, HR 137 by Representative Edmond Jordan, requesting the state and statewide retirement systems to invest in companies that practice diversity, equity and inclusion did not pass. HB 213 by Representative Gregory Miller providing for the revocation of beneficiary for certain assets, failed House final passage. HB 25 by Representative Danny McCormick, prohibiting retirement systems from investing in companies that boycott energy companies, did not pass. HCR 11 by Representative Mike Johnson, providing relative to the Government Pension Offset and Windfall Elimination provision, did not pass.

Mr. David advised that HR 82 by Representative Rodney Davis, Social Security Fairness Act of 2021, to repeal the Government pension offset (GPO) and windfall elimination provisions (WEP), gained the 290 signatures needed by Congress to bypass committee and go straight to a vote on the House floor. The bill was taken to the Speaker’s office and has been placed on the Consensus Calendar. A vote is expected by the House in September 2022.

Mrs. Akers presented a proposal for discussion for pre-approved Option 4 policy. After discussion, Mrs. Akers advised that she will revise the pre-approved Option 4 policy to include suggestions and guidance from the Actuary and Trustees and will present another proposed policy at the next meeting.

Mrs. Akers advised that ROVERS currently has a policy that all DROP applications be received 30 days prior to effective date of DROP and Regular Retirement Applications can be received up to 90 days after the effective date of retirement. She stated that ROVERS does not have a policy of when the Survivor Application must be received. Mrs. Akers suggested that ROVERS should make an Administrative Rule stating when all retirement applications must be received.

Upon motion by Mr. Champagne seconded by Mr. Broussard, the Board voted unanimously to request Mrs. Akers to prepare an Administrative Rule stating when all retirement applications must be received by ROVERS.

Upon motion by Mrs. Olinde seconded by Mr. Salter, the Board voted unanimously to request the Director, Actuary and Attorney to create a policy regarding Option 4 for board review and approval at the next board meeting.

Upon motion by Mrs. Olinde seconded by Ms. Meyer, the Board voted unanimously to accept Mrs. Akers report.

IX. Report from Curran Actuarial Consulting

Mr. Curran reminded the board that since fiscal year 2022 has come to an end, the board must approve ROVERS valuation interest rate. Based on his analysis of the capital assumptions and the systems target asset allocation,

he found that the reasonable range for the valuation interest rate was 5.46% through 6.57%. Mr. Curran recommended maintaining the current 6.25% valuation interest rate.

Upon motion by Mr. Broussard seconded by Mrs. Reed, the Board voted unanimously to leave the valuation interest rate at 6.25%.

Mr. Curran advised that G.S. Curran & Company changed their name to Curran Actuarial Consulting. The name change was a result of G. S. Curran & Company's founder, Gary Curran retired.

X. Director's Report

Ms. Bourque presented the board with a Harassment Policy for approval as ROVERS did not have a policy in place. She advised that Mrs. Akers reviewed the policy and had no changes.

Upon motion by Mr. Broussard seconded by Ms. Menard, the Board voted unanimously to adopt the Harassment Policy as presented by Ms. Bourque with an effective date of July 1, 2022.

Ms. Bourque informed the Board that their meeting packets included the financials through June 30, 2022, for their review. A list of recent retirements, DROP participants, refunds, new members, deaths, and transfers in and out of ROVERS since the last meeting was also included in the meeting packets

Ms. Bourque informed the Board that one qualified nomination was received from Mr. Brian Champagne to fill his expiring term on December 31, 2022. Term for Mr. Champagne would begin January 1, 2023 and end December 31, 2026.

Upon motion by Mr. Broussard seconded by Ms. Meyer to accept the Director's report.

XI. Other Business

The next scheduled board meeting will be held on Tuesday, November 15, 2022 at 9:00 a.m., at the Renaissance Hotel in Baton Rouge.

Upon motion by Mrs. Olinde seconded by Mr. Broussard, the board voted unanimously to scheduled the next meeting for 9:00 a.m. Tuesday, November 15, 2022 at the Renaissance Hotel in Baton Rouge.

XII. Adjourn

Upon motion by Mrs. Reed seconded by Mr. Champagne, the Board voted to adjourn at 11:32 a.m.

*****These minutes are meant to provide readers with a summary of what took place during the meeting and are not intended to be verbatim transcription. They are in compliance with R. S. 42:20. The signatures that follow simply denote that these minutes were approved by the Board of Trustees as a reasonable representation of the meeting, including providing the substance of all matter decided.***

Kathy Bourque
Director Signature

11-15-22
Date

[Signature]
Chairman Signature

11-15-22
Date