

**BOARD OF TRUSTEES FOR THE
MARYLAND STATE RETIREMENT AND PENSION SYSTEM
MINUTES OF MEETING**

June 20, 2023

The Board of Trustees for the Maryland State Retirement and Pension System convened, via a WebEx video/audio conference call, beginning at 9:31 a.m.

The Trustees present included:

Dereck Davis, Chair, Presiding	Michael Howard
Brooke Lierman, Vice-Chair	Richard Norman
Linda Allen	Douglas Prouty
Thomas Brandt	Robert Sandlass
Jamaal Craddock	Michael Stafford, Jr.
Helene Grady	Matthew Wyskiel
Kenneth Haines	

Agency Staff members attending included: Martin Noven, Executive Director/Board Secretary

Andy Palmer	Chandra Puranam	Megan Myers
Angie Jenkins	Danita Johnson	Melody Countess
Anne Gawthrop	Dave Rongione	Michael Golden
Ben Robb	Dominique Cherry	Patricia Fitzhugh
Bob Diehl	Harris Kaplan	Robert Burd
	Janet Sirkis	

Assistant Attorneys General present, in person, included: Rachel Cohen, Emily Spiering, and Alex Harisiadis

Other attendees included: Jonathan Martin and Megan Schutz (Treasurer's Office); Ben Siegel and Dani DiPietro (Comptroller's Office); Chung Hei Sing, Cyril Espanol, Dana Wise; Donte Dixon, Jennifer Jefferson, Keshini Maynard, Lucy Fried, Phillip Anthony; Michael Rubenstein and Adam Yalowitz.

Call Meeting to Order
Comptroller Lierman, Vice-Chair of the Board of Trustees, reported that Treasurer Davis, Chair of the Board would be a few minutes late and asked that she call the meeting to order in his absence. Therefore, having established that there was a quorum present Comptroller Lierman called the meeting to order.

Consent Agenda
On a motion made by Mr. Haines and seconded by Mr. Howard, the Board approved the consent agenda, which included:

- May 16, 2023 Open Meeting Board Minutes
- June 6, 2023 Administrative Committee Meeting Summary, including the Committee's recommendation to approve:
 - (i) City of Frostburg – Participation in the Employer Pick-Up Program;
 - (ii) Town of Thurmont – Participation in the Employer Pick-Up Program;
 - (iii) City of Crisfield – Participation in the Employer Pick-Up Program; and
 - (iv) Town of Berlin – Participation in the Employer Pick-Up Program.

Recommendation of the Administrative Committee regarding the FY24 Business Plan
The Board of Trustees was provided with a complete copy of the Agency's Business Plan, including on-going and new initiatives, for Fiscal Year 2024.
Mr. Haines, Chair of the Administrative Committee reported that the Committee received a full report on the FY2024 Business Plan at its June meeting and is recommending that Board of Trustees vote to approve the FY2024 business plan.

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On a motion made by Mr. Haines, Chair of the Administrative Committee and seconded by the Committee, the Board voted to approve the FY2024 Business Plan, as presented.

Recommendation
of the
Administrative
Committee
regarding
Proposed
Amendments to
COMAR 22.01.14,
22.07.01, and
22.07.02 –
Required
Beginning Date

The Board of Trustees was provided proposed amendments to COMAR 22.01.14, 22.07.01 and 22.07.02 – Required Beginning Date.

Mr. Haines, Chair of the Administrative Committee reported that the Committee was presented with the proposed amendments at its June meeting and is recommending that the Board of Trustees vote to approve the amendments, as presented.

On a motion made by Mr. Haines, Chair of the Administrative Committee and seconded by the Committee, the Board voted to approve and submit the proposed amendments to COMAR 22.01.14, 22.07.01 and 22.07.02 - Required Beginning Date, to the Administrative, Executive and Legislative Review Committee, and publish them for comment in the Maryland Register.

Recommendation
of the
Administrative
Committee
regarding Gabriel
Roeder Smith &
Company (GRS)
Contract Renewal

The Board of Trustees was provided with a memorandum from Mr. Noven recommending that the Board of Trustees exercise the System's second of four one-year contract extension options at a cost of \$428,000.

Mr. Haines, Chair of the Administrative Committee reported that the Committee was presented with staff's recommendation at its June meeting and is recommending that the Board of Trustees vote to approve the second one-year extension.

On a motion made by Mr. Haines, Chair of the Administrative Committee and seconded by the Committee, the Board voted to approve staff's recommendation that it exercise the second one-year extension option of the contract for actuarial services provided by Gabriel Roeder Smith & Company at the cost of \$428,000.

Mid-Year
Attendance and
Training Reports –
January through
June 2023

The Board was provided with a copy of the mid-year attendance report for the period January through June, 2023. Mr. Noven requested that any corrections be forwarded to Angie Jenkins.

Comptroller Lierman asked if there was a list of recommended conferences that could be provided to the Trustees.

Mr. Noven responded that staff was working on a list of recommended conferences and would be able to provide that list to the Board.

Update on the
Investment
Division's Diversity
Program

The Board of Trustees was provided with a memorandum from Andrew Palmer, Chief Investment Officer and Dominique Cherry, Sr. Governance Manager regarding the Investment Division's commitment to a diversity, equity, and inclusion program.

In addition, staff provided the Board with a demonstration of a draft web page that would be made part of the Agency's website to communicate topics of interest to stakeholders and help communicate all the work staff is doing on this topic.

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CIO Report Mr. Palmer provided the Board with two fund tear sheets. A final tear sheet for April showed that the total fund value was \$64.4 billion, an increase of 0.18% for the month and 1.80% FYTD. The other tear sheet reported preliminary numbers for May, reporting the total fund value of \$64.0 billion, a decrease of -0.41% for the month and 1.38% FYTD.

Executive Director's Report Mr. Noven provided the Board with a copy of the proposed membership recruitment correspondence that the Maryland Retired School Personnel Association (MRSPA) plans to distribute to recent retirees. Mr. Noven reported that the material was reviewed by Trustee Haines and is being brought to the full Board, as required by statute, as an informational item.

Mr. Noven reported that responses to the Compensation Consultant RFP have been received and the evaluation committee will be meeting on Friday, June 23 to review and discuss those responses. Mr. Noven thanked Secretary Grady, Trustee Allen and Trustee Howard for agreeing to serve on the evaluation committee.

Follow-Up Discussion regarding Public Comment Presentations Trustee Doug Prouty called the Board's attention to the public comments presented at the May Board meeting, in which several workers for Brookfield Hotels spoke about the staffing shortages which affected customer service at their hotels. Mr. Prouty reported that for there is a campaign to try to represent these workers and that campaign is being met with resistance.

Following discussion among the trustees, Trustee Prouty agreed to table the motion and to bring this topic up at a later meeting.

Secretary Grady requested that Trustee Prouty share the motion in advance of the meeting, so that the Board is aware of exactly what they would be voting on.

On a motion made by Mr. Prouty and seconded by Comptroller Lierman, the Board voted to meet in a Closed Session, beginning at 11:09 a.m., via a WebEx video/audio conference call, for the purposes of:

- a) reviewing the closed session Board minutes, pursuant to General Provisions Art., § 3-103(a)(1)(i), the exercise of an administrative function and General Provisions Art., § 3-305(b)(13), to comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosure about a particular proceeding or matter, namely General Provisions Art., § 3-306(c)(3)(ii), requiring that the minutes of a closed session be sealed and not be open to public inspection;
- b) reviewing the Medical Board reports regarding individual participants' claims for disability retirement benefits, pursuant to General Provisions Art., § 3-305(b)(13), to comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosure about a particular proceeding or matter namely, General Provisions Art., § 4-312 regarding the prohibition on disclosing retirement records, and General Provisions Art., § 4-329 regarding the prohibition on disclosing medical and psychological information;
- c) reviewing the Earnings Limitation Recovery Report, pursuant to General Provisions Art., § 3-305(b)(13), to comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosure about a particular proceeding or matter namely, General Provisions Art., § 4-312 regarding the prohibition on disclosing retirement records, and General Provisions Art., § 4-331 regarding the prohibition on disclosing information about public employees;

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- d) reviewing the Disability Offset Report, pursuant to General Provisions Art., § 3-305(b)(13), to comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosure about a particular proceeding or matter namely, General Provisions Art., § 4-312 regarding the prohibition on disclosing retirement records, and General Provisions Art., § 4-331 regarding the prohibition on disclosing information about public employees;
- e) conducting Elections for Board Officers, pursuant to General Provisions Art., § 3-103(a)(1)(i), the exercise of an administrative function and pursuant to General Provisions Art., § 3-305(b)(1)(i), to discuss the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal. Resignation or performance evaluation of an appointee, employee, or official over whom it has jurisdiction; and
- f) receiving a litigation update from Board counsel, pursuant to General Provisions Art., § 3-305(b)(7), to consult with counsel to obtain legal advice, and General Provisions Art., § 3-305(b)(8), to consult with staff, consultants, or other individuals about pending or potential litigation.

CLOSED SESSION

The Trustees present included:

Dereck Davis, Chair, Presiding
Brooke Lierman, Vice-Chair
Linda Allen
Thomas Brandt
Jamaal Craddock
Helene Grady
Kenneth Haines

Michael Howard
Richard Norman
Douglas Prouty
Robert Sandlass
Michael Stafford, Jr.
Matthew Wyskiel

Agency Staff members attending included: Martin Noven, Executive Director/Board Secretary

Andy Palmer

Dave Rongione

Janet Sirkis

Angie Jenkins

Megan Myers

Assistant Attorneys General present, in person, included: Rachel Cohen, Emily Spiering, and Alex Harisiadis

Other attendees included: Jonathan Martin (Treasurer's Office); Ben Siegel (Comptroller's Office)

On a motion made by Comptroller Lierman and seconded by Mr. Prouty, the Board returned to open session beginning at 11:20 a.m., via a WebEx video/audio conference call.

OPEN SESSION

The Trustees present included:

Dereck Davis, Chair, Presiding
Brooke Lierman, Vice-Chair
Linda Allen
Thomas Brandt
Jamaal Craddock
Helene Grady
Kenneth Haines

Michael Howard
Richard Norman
Douglas Prouty
Robert Sandlass
Michael Stafford, Jr.
Matthew Wyskiel

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Agency Staff members attending included: Martin Noven, Executive Director/Board Secretary
 Andy Palmer Chandra Puranam Megan Myers
 Angie Jenkins Danita Johnson Melody Countess
 Anne Gawthrop Dave Rongione Michael Golden
 Ben Robb Dominique Cherry Patricia Fitzhugh
 Bob Diehl Harris Kaplan Robert Burd
 Janet Sirkis

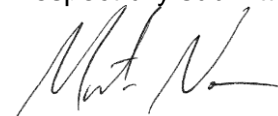
Assistant Attorneys General present, in person, included: Rachel Cohen, Emily Spiering, and Alex Harisiadis

Other attendees included: Jonathan Martin and Megan Schutz (Treasurer's Office); Ben Siegel and Dani DiPietro (Comptroller's Office); Chung Hei Sing, Cyril Espanol, Dana Wise; Donte Dixon, Jennifer Jefferson, Keshini Maynard, Lucy Fried, Phillip Anthony; Michael Rubenstein and Adam Yalowitz

During closed session, the Board of Trustees discussed the matters identified in the motion to meet in closed session, and acted on the following matters:	
Closed Session Minutes	The Board reviewed and approved the May 16, 2023 closed session minutes.
Medical Board Reports	The Board reviewed and adopted the medical board reports from May 18 May 24, June 1, June 7 and June 15, 2023.
Earnings Limitation Recovery Reports	The Board voted to approve the earnings limitation recovery report as presented.
Disability Offset Report	The Board voted to approve the disability offset report as presented.
Election of the Board Chairman	The Board voted to elect Treasurer Dereck Davis as Chairman of the Board of Trustees.
Election of the Board Vice-Chairman	The Board voted to elect Comptroller Brooke Lierman as Vice-Chairman of the Board of Trustees.
Election of the Board Secretary	The Board voted to elect Martin Noven as Secretary to the Board of Trustees.

Adjournment There being no further business before the Board, on a motion made by Mr. Prouty and seconded by Mr. Stafford, the meeting adjourned at 11:21 a.m.

Respectfully submitted,



Martin Noven
Secretary to the Board

**BOARD OF TRUSTEES
MARYLAND STATE RETIREMENT AND PENSION SYSTEM**

***ADMINISTRATIVE COMMITTEE MEETING SUMMARY
JUNE 6, 2023***

The Committee Members present included:

Kenneth Haines, Chair, Presiding	Jonathan Martin
Richard Norman, Vice-Chair	Marc Nicole
Linda Allen	Robert Sandlass
Thomas Brandt	

Agency Staff members attending included: Martin Noven, Executive Director/Board Secretary

Angie Jenkins	Janet Sirkis	Michael Golden
Anne Gawthrop	Ken Reott	Robert Diehl
Ben Robb	Kim O’Keeffe	Tom Montanye
Chandra Puranam	Megan Myers	Van Lewis
Harris Kaplan	Melody Countess	

Assistant Attorneys General present included: Rachel Cohen and Emily Spiering

Other attendees included: Megan Schutz (Treasurer’s Office); Phillip Anthony and Kate Kemmerer

Member
Services
Update

Mr. Reott provided a Member Services performance update as of April, 2023 to the Committee.

Mr. Reott reported that while both the call abandonment rate of 13.73% and the average call wait time of 289 seconds for FY23 continue to be favorable year over year, the numbers are still over the goal. The call summary section of the report reflects that the unit continues to see a 5.5% increase in the numbers of calls being offered, and a 6.2% increase in the number of calls answered by a specialist.

Mr. Reott reported that the call abandonment rate for April and May were 11.45% and 11.22%, respectively.

Mr. Reott reported that the correspondence section continues to show an overall decrease in the correspondence received by the unit.

FY24
Business Plan
Initiatives

THIS MATTER WILL BE DISCUSSED AND VOTED ON OUTSIDE OF THE CONSENT AGENDA IN OPEN SESSION.

On a motion made by Mr. Brandt and seconded by Mr. Sandlass, the Administrative Committee approved the FY24 Business Plan, including new Initiatives for recommendation to the Board of Trustees.

Proposed
Amendments
to COMAR
22.01.14,
22.07.01 and
22.07.02

THIS MATTER WILL BE DISCUSSED AND VOTED ON OUTSIDE OF THE CONSENT AGENDA IN OPEN SESSION.

On a motion made by Mr. Nicole and seconded by Ms. Allen, the Administrative Committee voted to recommend that the Board of Trustees vote to submit the proposed amendments to COMAR 22.01.14, 22.07.01 and 22.07.02 - Required Beginning Date, to the Administrative, Executive and Legislative Review Committee, and publish them for comment in the Maryland Register.

**BOARD OF TRUSTEES
MARYLAND STATE RETIREMENT AND PENSION SYSTEM**

**ADMINISTRATIVE COMMITTEE MEETING SUMMARY
JUNE 6, 2023**

<p>Gabriel Roeder Smith & Company (GRS) Contract Renewal</p>	<p>THIS MATTER WILL BE DISCUSSED AND VOTED ON OUTSIDE OF THE CONSENT AGENDA IN OPEN SESSION.</p> <p>On a motion made by Ms. Allen and seconded by Mr. Sandlass, the Administrative Committee approved for recommendation to the Board of Trustees that it exercise the System’s second one-year extension option of the contract with GRS.</p>
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<p>Participation in the Employer Pick-Up Program and Transfer of Eligible Members from One State System to Another State System</p>	<p>The Administrative Committee was provided with written requests and resolutions from the City of Frostburg, Town of Thurmont, City of Crisfield and the Town of Berlin, requesting that the Board approve their participation in the employer pick-up program.</p> <p>On a motion made by Mr. Brandt and seconded by Mr. Norman, the Administrative Committee approved the City of Frostburg, Town of Thurmont, City of Crisfield and the Town of Berlin’s requests to participate in the employer pick-up program for recommendation to the Board.</p> <p align="center">-----</p> <p>Ms. Countess reported, for informational purposes, that the City of Frostburg, Town of Thurmont, City of Crisfield, Town of Berlin and the Town of Snow Hill, submitted to the Board, by resolution, their intentions to withdraw eligible members from the Employees’ Pension System and transfer them to the Laws Enforcement Officers’ Pension System. A copy of the signed resolutions were provided to the Committee in the meeting book.</p>
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<p>Finance Reports – Quarter Ending March 31, 2023</p>	<p>Mr. Lewis presented the Administrative Expense report dashboard, which provided an overview of how the Agency expended or encumbered 70.17% of its FY2023 appropriation through the third quarter.</p> <table border="0"> <tr> <td>REGULAR SALARIES</td> <td align="right">71.82%</td> </tr> <tr> <td>CONTRACTUAL PAYROLL AND TECHNICAL SUPPORT</td> <td align="right">51.65%</td> </tr> <tr> <td>COMMUNICATIONS (INCLUDES POSTAGE)</td> <td align="right">77.92%</td> </tr> <tr> <td>TRAVEL</td> <td align="right">42.14%</td> </tr> <tr> <td>VEHICLE COSTS</td> <td align="right">81.93%</td> </tr> <tr> <td>CONTRACTUAL SERVICES (including equipment leasing & building maintenance)</td> <td align="right">60.95%</td> </tr> <tr> <td>SUPPLIES</td> <td align="right">126.20%</td> </tr> <tr> <td>EQUIPMENT PURCHASES</td> <td align="right">72.37%</td> </tr> <tr> <td>RENT AND INSURANCE</td> <td align="right">86.83%</td> </tr> <tr> <td>DUES, SUBSCRIPTIONS AND LICENSES</td> <td align="right">102.62%</td> </tr> </table> <p align="center">-----</p>	REGULAR SALARIES	71.82%	CONTRACTUAL PAYROLL AND TECHNICAL SUPPORT	51.65%	COMMUNICATIONS (INCLUDES POSTAGE)	77.92%	TRAVEL	42.14%	VEHICLE COSTS	81.93%	CONTRACTUAL SERVICES (including equipment leasing & building maintenance)	60.95%	SUPPLIES	126.20%	EQUIPMENT PURCHASES	72.37%	RENT AND INSURANCE	86.83%	DUES, SUBSCRIPTIONS AND LICENSES	102.62%
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Mr. Lewis presented the MBE Performance Report for the quarter ending March 31, 2023. The report showed that the Agency’s MBE performance was 26.18%, slightly below the overall minimum goal of 29%.

The MBE summary reflected that the Agency processed eleven purchase orders and two qualifying blanket purchases totaling \$824,769 through the third quarter of FY23. One of these purchase orders was processed from a statewide contract managed by the Department of Information Technology and two of the purchase orders contributed \$203,280 in MBE participation dollars through the third quarter.

Monthly Board Tearsheet

4/30/2023



Maryland State Retirement Agency Monthly Summary - FINAL

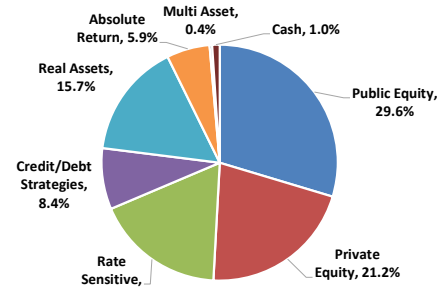
Total Fund Summary

as of 4/30/2023

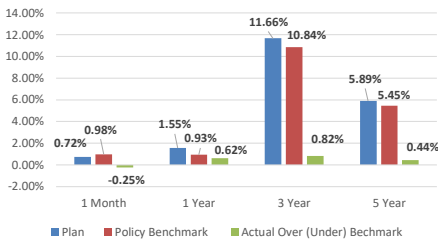
Market Value: \$64,473 million

	1 Month	3 Months	FYTD	1 Year	3 Years	5 Years	10 Years
Fund Return	0.18%	-0.08%	1.80%	-0.99%	8.71%	6.72%	6.66%
Policy Benchmark	0.32%	0.11%	1.10%	-3.29%	7.48%	6.08%	6.05%

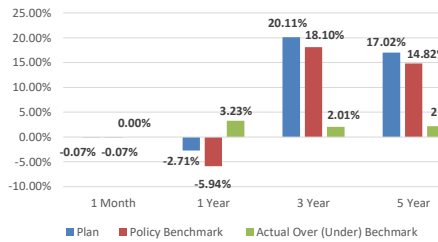
Total Fund Asset Allocation



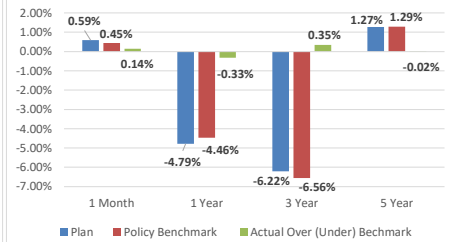
PUBLIC EQUITY PERFORMANCE



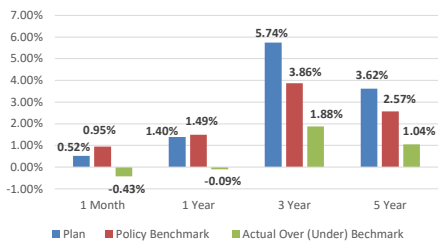
PRIVATE EQUITY PERFORMANCE



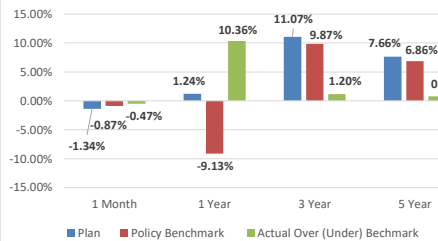
RATE SENSITIVE PERFORMANCE



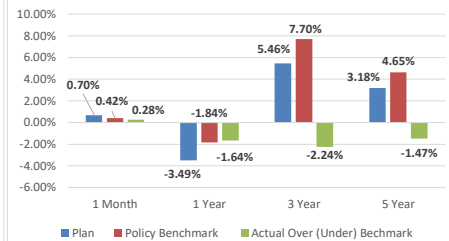
CREDIT/DEBT PERFORMANCE



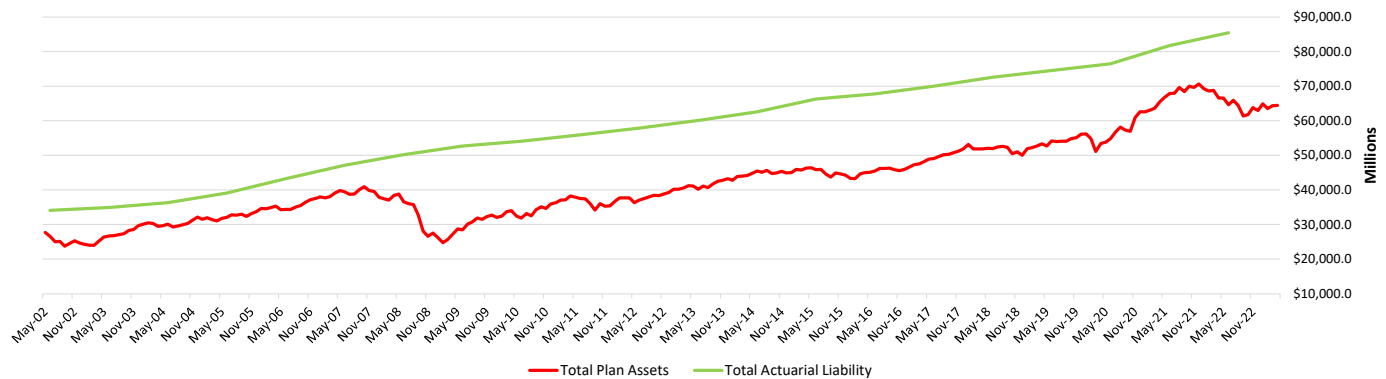
REAL ASSETS PERFORMANCE



ABSOLUTE RETURN PERFORMANCE



Total Fund Assets/Liabilities ¹



¹) Total Actuarial Liabilities are calculated annually on FYE June 30th. Total Plan Assets are calculated monthly.

Monthly Board Tearsheet

5/31/2023



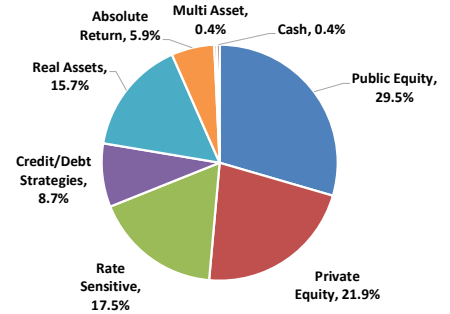
Maryland State Retirement Agency Monthly Summary - PRELIMINARY

Total Fund Summary

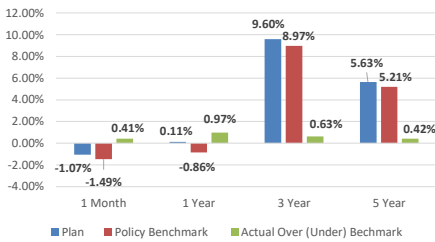
as of 5/31/2023
Market Value: \$64,099 million

	1 Month	3 Months	FYTD	1 Year	3 Years	5 Years	10 Years
Fund Return	-0.41%	1.42%	1.38%	-1.61%	8.29%	6.50%	6.65%

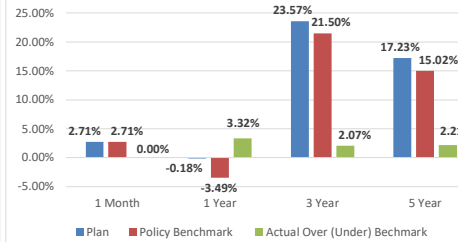
Total Fund Asset Allocation



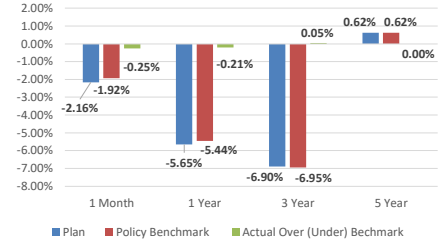
PUBLIC EQUITY PERFORMANCE



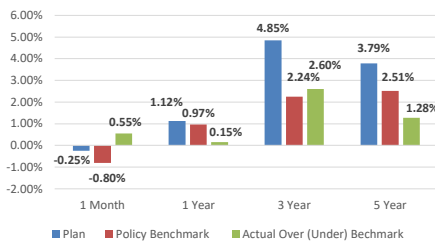
PRIVATE EQUITY PERFORMANCE



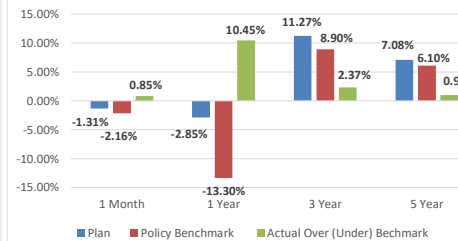
RATE SENSITIVE PERFORMANCE



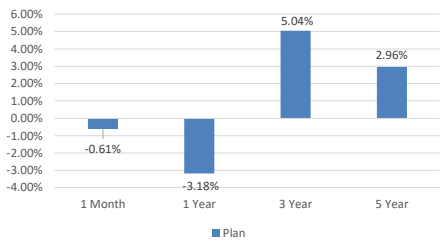
CREDIT/DEBT PERFORMANCE



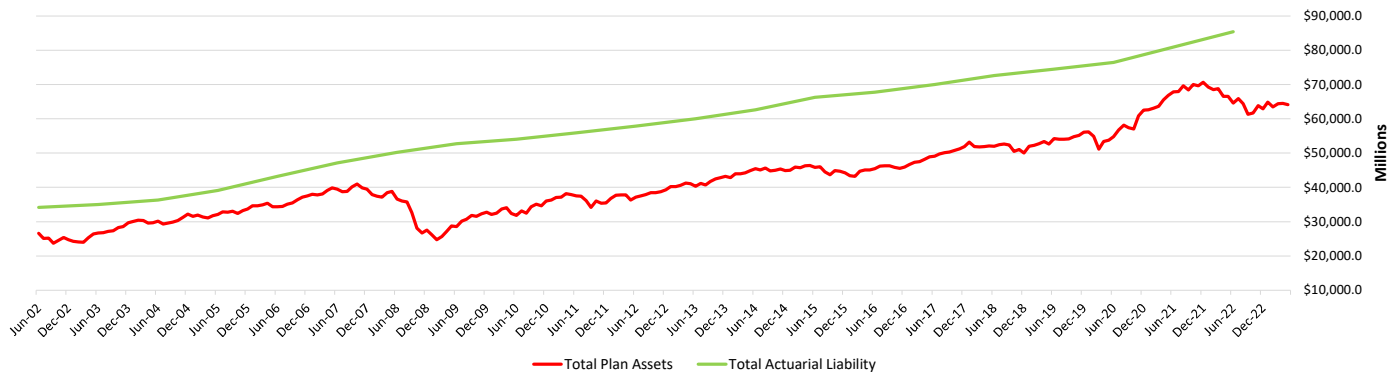
REAL ASSETS PERFORMANCE



ABSOLUTE RETURN PERFORMANCE



Total Fund Assets/Liabilities ¹



¹ Total Actuarial Liabilities are calculated annually on FYE June 30th. Total Plan Assets are calculated monthly.