

**MINUTES OF THE
UTAH STATE RETIREMENT BOARD WORKSHOP
ADMINISTRATIVE BOARD MEETING
September 18-19, 2023, 1:30 p.m.
Stein Eriksen Lodge, Park City, Utah**

Board Members Attending in Person:

Mr. Richard Ellis, Board President
Ms. Christie Behunin, Board Member
Mr. Roger Donohoe, Board Member
Mr. Larry Evans, Board Member
Mr. Marlo Oaks, Board Member
Ms. Laura Warnock, Board Member
Mr. Karl Wilson, Board Vice President

Excused:

Staff Attending in Person:

Mr. Dan Andersen, Executive Director
Mr. Mark Brown, Business Operations Director - PEHP
Mr. Mark Cain, Deputy Executive Director
Mr. Rob Dolphin, Chief Financial Officer
Mr. Dave Hansen, Sr. Associate General Counsel
Ms. Jayne Knecht, Human Resource Director
Mr. Dee Larsen, General Counsel
Mr. Chet Loftis, PEHP Director
Ms. Tiffany Lund, Project Management Director – URS Administration
Ms. Ramsey Major, PEHP Administrative Systems Director
Ms. LuAnn Miskin, Executive Assistant
Ms. Stacie Petersen, Executive Assistant
Mr. Kendall Rima, Chief Information Officer
Mr. John Skjervem, Chief Investment Officer
Mr. Lance Toms, PEHP Operations Management Director

Call to Order

President Richard Ellis called the meeting to order at 1:44 p.m. and welcomed Board members and staff.

Approval of Minutes

ACTION: Mr. Larry Evans moved, seconded by Mr. Karl Wilson, to approve the minutes of the August 10, 2023, Administrative Board Meeting. The motion passed unanimously, 7-0.

ACTION: Ms. Christie Behunin moved, seconded by Ms. Laura Warnock, to approve the minutes of the August 15, 2023, Audit/Risk/Insurance Committee Meeting. The motion passed unanimously, 7-0.

ACTION: Mr. Karl Wilson moved, seconded by Ms. Christie Behunin, to approve the minutes of the August 17, 2023, Investment Board Meeting. The motion passed unanimously, 7-0.

URS/PEHP Annual Budget Report

Mr. Rob Dolphin reviewed the following budget items:

- Budgets Process and Purpose
- Final Expenditures FY 23
- FY 23 Operating Expenditures
- Analysis of Budgets by Operating Business Segments
- Review of AUREUS and PEHP Core System Budgets
- Review Proposed FY 2024, 2025, and 2026 Capital Budgets
- Board Approvals of Required Budgets

The following motions were made to approve budgets as shown on page 54 of the Board Workshop meeting materials.

ACTION: Mr. Roger Donohoe moved, seconded by Mr. Karl Wilson, to approve the 2022-2023 final actual fiscal year ended expenditures as presented. The motion passed unanimously, 7-0.

ACTION: Ms. Christie Behunin moved, seconded by Mr. Larry Evans, to approve the 2023-2024 budget as presented. The motion passed unanimously, 7-0.

ACTION: Mr. Marlo Oaks moved, seconded by Mr. Roger Donohoe, to approve the 2024-2025 preliminary budget as presented. The motion passed unanimously, 7-0.

ACTION: Mr. Karl Wilson moved, seconded by Ms. Christie Behunin, to approve the 2025-2026 preliminary budget as presented. The motion passed unanimously, 7-0.

ACTION: Mr. Marlo Oaks moved, seconded by Mr. Roger Donohoe, to approve the 2022-2023 final actual fiscal year ended capital expenditures as presented. The motion passed unanimously, 7-0.

ACTION: Mr. Larry Evans moved, seconded by Ms. Christie Behunin, to approve the 2023-2024 capital projects budget as presented. The motion passed unanimously, 7-0.

ACTION: Mr. Roger Donohoe moved, seconded by Ms. Laura Warnock, to approve the 2024-2025 preliminary capital projects budget as presented. The motion passed unanimously, 7-0.

ACTION: Mr. Roger Donohoe moved, seconded by Mr. Karl Wilson, to approve the 2025-2026 preliminary capital projects budget as presented. The motion passed unanimously, 7-0.

Annual Fiduciary and Open & Public Meetings Training

Mr. Dee Larsen provided Annual Fiduciary and Open & Public Meetings training. The following topics were reviewed and discussed:

- Part I: Open & Public Meetings Training
- Part II: Fiduciary Duties Summary
- Part III: Fiduciary Hot Topics
- Part IV: Action Items and Next Steps

The Board Member Annual Fiduciary Compliance Certificate was distributed to each Board Member for completion and signature. The certificates will be kept on file at the URS Retirement Office.

Adjourn

Mr. Karl Wilson moved, seconded by Ms. Christie Behunin, to adjourn the meeting. The motion passed unanimously, 7-0. The meeting adjourned at 4:01 p.m. and will resume September 19, at 8:00 a.m.

September 19, 2023

Call to Order

President Richard Ellis called the meeting to order at 8:05 a.m. and welcomed Board members and staff.

PEHP Update

Mr. Chet Loftis gave a PEHP update, including the following items:

- Key Measures
- Highlights & Challenges
- PEHP Core System Update
- Membership
- Maintain Competitiveness
- Maintain Brand
- Legislative Issues
- Workforce
- Second Chance

PEHP Core System Update

Mr. Lance Toms and Ms. Ramsey Major gave an update on the PEHP Core System project and implementation.

AUREUS Update

Mr. Mark Cain, Ms. Tiffany Lund, and Mr. Kendall Rima gave an overview and update on the AUREUS project, including the following items:

- Recap
- Teams
- Overview
- Data Conversion
- Year in Review
- Actual vs. Expected Progress
- The Rest of the Story...

Board Meeting Process Discussion

President Richard Ellis and Mr. Dan Andersen led a discussion on the Board Meeting process, including the time, frequency, and length of Board Meetings, modifications to written materials, and other related topics.

At 11:10 p.m., Ms. Christie Behunin moved, seconded by Mr. Larry Evans, to move into Executive Session to discuss fiduciary matters. The motion passed unanimously, 7-0.

Executive Session

The following were present:

- Board Members
- Mr. Dan Andersen (first portion of session)

Mr. Marlo Oaks moved, seconded by Ms. Laura Warnock, to move back into Open Session. The motion passed unanimously, 7-0. The meeting resumed at 11:57 a.m.

BOARD ELECTIONS

During the Executive Session, Mr. Karl Wilson was elected board president and Ms. Christie Behunin was elected vice president and chair of the Audit/Risk/Insurance Committee.

Adjournment

Mr. Marlo Oaks moved, seconded by Ms. Laura Warnock, to adjourn the meeting until the morning. The motion passed unanimously, 7-0.

The meeting adjourned at 11:58 a.m.

Richard K. Ellis, President

Daniel D. Andersen, Executive Director