

**MINUTES OF THE
UTAH STATE RETIREMENT BOARD WORKSHOP
ADMINISTRATIVE BOARD MEETINGS
September 23 and 24, 2024, 1:00 p.m.
Stein Eriksen Lodge, Park City, Utah**

Board Members Attending in Person:

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

Staff Attending in Person:

Mr. Dan Andersen, Executive Director
Mr. Mark Brown, Chief Operating Officer – PEHP
Mr. Mark Cain, Deputy Executive Director
Mr. Dave Hansen, Sr. Associate General Counsel
Mr. Brian Holland, Communications Director
Ms. Jayne Knecht, Human Resource Director
Mr. Dee Larsen, General Counsel
Mr. Chet Loftis, PEHP Director
Ms. Tiffany Lund, Project Management Director
Ms. Stacie Petersen, Executive Assistant
Mr. Kendall Rima, Chief Information Officer
Mr. Darron Schryver, Chief Information Security Officer
Mr. John Skjervem, Chief Investment Officer
Mr. Lance Toms, Operations Management Director – PEHP

Staff Attending Virtually:

Mr. Rob Dolphin, Chief Financial Officer

Guests Attending In-Person:

Mr. Nick Milovich

Call to Order

President Karl Wilson called the meeting to order at 1:02 p.m. and welcomed Board members, staff, and guests.

Approval of Minutes

ACTION: Mr. Richard Ellis moved, seconded by Ms. Christie Behunin, to approve the minutes of the August 15, 2024, Administrative Board Meeting. The motion passed unanimously, 6-0. Ms. Aaryn Birchell was absent for this vote.

ACTION: Mr. Larry Evans moved, seconded by Ms. Laura Warnock, to approve the minutes of the August 15, 2024, 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 24
- FY 24 Operating Expenditures
- Analysis of Budgets by Operating Business Segments
- Review of AUREUS and PEHP Core System Budgets
- Review Proposed FY 2025, 2026, and 2027 Capital Budgets
- Board Approvals of Required Budgets

ACTION: Ms. Laura Warnock moved, seconded by Ms. Christie Behunin, to approve the following budgets as presented and shown on page 55 of the Board Workshop meeting materials:

- 2023-2024 final actual fiscal year ended expenditures
- 2024-2025 budget
- 2025-2026 preliminary budget
- 2026-2027 preliminary budget
- 2023-2024 final actual fiscal year ended capital expenditures
- 2024-2025 capital projects budget
- 2025-2026 preliminary capital projects budget
- 2026-2027 preliminary capital projects budget

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: Board Smart Online Board Resources
- Part IV: Fiduciary Hot Topics
- Part V: 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.

Communications Presentation

Mr. Mark Cain introduced Mr. Brian Holland who then presented a high-level overview of URS communications including samples of published materials. Three takeaways were as follows:

- Compared to other retirement systems, URS is unique in the approach to communications.
- URS proactively customizes member communications to targeted audiences.
- URS works with employers and responds to their feedback to get the right messaging to members.

At 3:53 p.m., Ms. Christie Behunin moved, seconded by Ms. Aaryn Birchell, to move into Executive Session to discuss personnel matters. The motion passed unanimously, 7-0.

Executive Session

The following were present:

- Board Members
- Mr. Dan Andersen
- Mr. Rob Dolphin
- Mr. Chet Loftis
- Mr. Dee Larsen

Mr. Richard Ellis moved, seconded by Ms. Laura Warnock, to move back into Open Session. The motion passed unanimously, 7-0. The meeting resumed at 4:45 p.m.

Adjourn

Mr. Richard Ellis moved, seconded by Ms. Christie Behunin, to adjourn the meeting. The motion passed unanimously, 7-0. The meeting adjourned at 4:45 p.m., and the next Administrative Board Meeting will be held on September 24, 2024, at 8:00 a.m.

September 24, 2024

Call to Order

President Karl Wilson called the meeting to order at 8:01 a.m. and welcomed Board members and staff.

PEHP Update

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

- Core Values
- Highlights & Challenges
- Year-Over-Year Progress & Operational Stability
- Maintain Competitiveness
- Membership - State
- Workforce
- Summary

PEHP Core System Update

Mr. Lance Toms gave an update on the PEHP Core System project and implementation, including the following items:

- All Systems Live and Operating
- Highlights
- Upcoming Milestones
- Timeline
- Future Opportunities

AUREUS Update

Ms. Tiffany Lund 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...Continued
- What's Left

At 10:55 a.m., Mr. Larry Evans moved, seconded by Ms. Christie Behunin, to move into Closed Session to discuss confidential legal and cybersecurity matters. The motion passed unanimously, 7-0.

At 11:26 a.m., Ms. Christie Behunin moved, seconded by Ms. Aaryn Birchell, to move back into Open Session. The motion passed unanimously, 7-0.

Final Motions

ACTION: Ms. Laura Warnock moved, seconded by Ms. Christie Behunin, to approve the following legal items as presented and submitted by the Adjudicative Hearing Officer:

- Stipulated Order of Voluntary Dismissal 21-17D
- Stipulated Order of Voluntary Dismissal 24-04H
- Findings of Fact, Conclusions of Law, and Order of Dismissal with Prejudice 22-10D

The motion passed unanimously, 7-0.

At 11:28 a.m., Ms. Aaryn Birchell moved, seconded by Ms. Laura Warnock, to move into Executive Session to discuss confidential fiduciary matters, including the Internal Audit Department, the Executive Director's Review, and Board Officer elections. The motion passed unanimously, 7-0.

Executive Session

The following were present:

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

Ms. Christie Behunin moved, seconded by Mr. Marlo Oaks, to move back into Open Session. The motion passed unanimously, 7-0. The meeting resumed at 12:05 p.m.

Board Elections

During the Executive Session, it was decided that Mr. Karl Wilson and Ms. Christie Behunin would continue in their current roles as Board President and Board Vice President.

Adjournment

Mr. Richard Ellis moved, seconded by Ms. Laura Warnock, to adjourn the meeting. The motion passed unanimously, 7-0.

The meeting adjourned at 12:05 p.m.

Karl W. Wilson, President

Daniel D. Andersen, Executive Director