



**MUNICIPAL EMPLOYEES' RETIREMENT SYSTEM OF MICHIGAN
BOARD MINUTES
MERS' Home Office, Lansing, MI 48917
December 7, 2023**

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**MUNICIPAL EMPLOYEES' RETIREMENT SYSTEM OF MICHIGAN
BOARD MEETING MINUTES
MERS' Office, Lansing, MI 48917
December 7, 2023**

BOARD MEMBERS PRESENT

Michael Brown, Chair
Jason Sarata, Vice Chair
Michael Gilmore
Kirk Harrier
Kyle Lewis
John Ogden
Lisa Rauch
James Wiersma

Appearing by phone:
Keith Van Beek

MERS STAFF/OTHERS PRESENT

Kerrie Vanden Bosch, Chief Executive Officer
Valerie Lawver, Board Secretary
Erin Boertman, Chief Strategic and External Affairs
Officer
Brom Stibitz, Chief Internal Operations and
Compliance Officer
Jeb Burns, Chief Investment Officer
Kristin Bellar, General Counsel
Brad Biladeau, Governmental Affairs Director
Michael Charette, Managing Director of Investments
Mustafa Hazime, Human Resources Director
Jennifer Mendoza, Business Management BPO
Carri Simon, Internal Auditor
Patricia Tarini, Senior Attorney
Betsy Waldofsky, Finance Director

Call to Order

Chairperson Michael Brown, called the meeting of the MERS Retirement Board to order at 8:02 am on Thursday, December 7, 2023.

Public Audience

No members of the public were present.

General Consent Agenda

Kyle Lewis moved to approve the December 7, 2023 General Consent Agenda; supported by James Wiersma. Motion carried.

New Business

2024 Board Meeting Schedules and Board Education and Action Schedule

Kerrie Vanden Bosch presented the Board with three schedule options for 2024. After discussion, Mr. Harrier made a Motion to approve Option 2; supported by Mr Wiersma. Motion carried.

Open Meetings Act Amendment

Kristin Bellar summarized the recent changes to the Open Meetings Act. After discussion, John Ogden made a Motion to approve the amendments to the Board-adopted procedures for virtual meetings and remote attendance; supported by Jason Sarata. Motion carried.

Appointment of Public Member of the MERS Board

Mr. Brown advised the Board that the term for James Wiersma, Public Board Member, expires on December 31, 2023 and Mr. Wiersma is seeking an unopposed reappointment. Mr. Ogden made a motion to appoint Mr. Wiersma to a three-year term commencing January 1, 2024; supported by Mr. Sarata. Motion carried.

CEO Report

Ms. Vanden Bosch reviewed the 3rd Quarter CEO Report.

2024 Budget Approval

Betsy Waldofsky discussed her November 17, 2023 Memorandum to the MERS Retirement Board regarding the 2024 Budget with a total expenditure request of \$51,295,939. After review and discussion, Mr. Ogden made a motion approving the budget; supported by Mr. Harrier. Motion carried.

Investments Reports

Jeb Burns provided the MERS 3rd Quarter Investment Report, as well as a summary of changes documented in his Governance Document Memo for the Investment Guidelines and Investment Policy Statements (DB and PDA/IF) for the Board's consideration.

CEO Performance and Remuneration

Pursuant to a request from Ms. Vanden Bosch, Mr. Ogden moved and Mr. Harrier supported entering closed session. After a roll call vote pursuant to MCL 15.268(a) of the Open Meetings Act, the Board entered closed session to conduct the CEO's Annual Performance Review. After consideration of such periodic personnel evaluation, the Board returned to open session by roll call vote and Motion made by Mr. Harrier and supported by Mike Gilmore. Mr. Ogden also moved and Mr. Wiersma supported a motion to adjust the CEO's compensation. Motion carried.

2024 Balanced Scorecard Target Recommendations

Erin Boertman and Jen Mendoza discussed their November 17, 2023 Memorandum regarding recommendations for the 2024 Balanced Scorecard Targets. After review and discussion, Mr. Gilmore moved to adopt the recommendations as defined in the memorandum and directed staff to take any and all necessary actions required for its implementation; supported by Lisa Rauch. Motion carried.

MERS Plan Document Amendments

Patricia Tarini discussed her November 13, 2023 Memorandum recommending amendments to the Plan Documents. After review, Mr. Wiersma moved to approve the amendments to the Plan Documents with immediate effect and further directed the staff to take any and all necessary actions required for its implementation; supported by Mr. Harrier. Motion carried.

Contested Case MOAHR 22-000433; MERS No. 22-07

Kristin Bellar reviewed with the Board the background of this matter. After review, Mr. Lewis made a motion that the Board accept and adopt as its own the Findings of Fact and Conclusions of Law as stated by the Administrative Law Judge in the Proposal for Decision, and approved Petitioner's application for duty disability retirement; supported by Mr. Gilmore. Motion carried.

Contested Case MOAHR 23-001915; MERS No. 22-11

Kristin Bellar reviewed with the Board the background of this matter. After review, Mr. Sarata made a motion that the Board accept and adopt as its own the Findings of Fact and Conclusions of Law as stated by the Administrative Law Judge in the Proposal for Decision, denied Petitioner's appeal and affirmed MERS' decision to recalculate Petitioner's retirement benefit; supported by Mr. Harrier. Motion carried.

2024 Internal Audit Plan

Carri Simon presented her proposed 2024 Internal Audit Plan. After review, Mr. Lewis moved that the Board approve the 2024 Internal Audit Plan; supported by Mr. Gilmore. Motion carried.

Internal Auditor meets with Board

The Board excused staff to meet with Ms. Simon and to ensure there was a direct communication between the Board and the Internal Auditor.

Adjournment

Meeting adjourned at 1:38 p.m.

Respectfully submitted,



Michael Brown, Chairperson



Kerrie Vanden Bosch, Chief Executive Officer



Valerie Lawver, Board Secretary