

TEACHERS' RETIREMENT SYSTEM OF THE STATE OF KENTUCKY
SPECIAL MEETING OF THE GOVERNANCE AND AUDIT COMMITTEE
MARCH 18, 2024

Minutes of Meeting:

After giving proper notice of a special meeting, and a quorum being present, Chair Hollis Gritton called the TRS Governance and Audit Committee to order at 11:30 a.m. ET, Monday, March 18, 2024. The meeting was conducted in the TRS boardroom at 479 Versailles Road, Frankfort, Kentucky.

Members present:

Hollis Gritton, Chair
Dr. Ben Littlepage, Vice Chair
Louis Straub
Paul Bruce, Alternate
Marshall Smith, Alternate

Others present:

Gary L. Harbin, Teachers' Retirement System
Beau Barnes, Teachers' Retirement System
Eric Wampler, Teachers' Retirement System
Brad Cook, Teachers' Retirement System
J.P. Cordray, Teachers' Retirement System
Jane Gilbert, Teachers' Retirement System
Greg Hall, Teachers' Retirement System
Margaret Hockensmith, Teachers' Retirement System
Nathan Van Sickle, Teachers' Retirement System
Mark Whelan, Teachers' Retirement System

1. Annual Renewal of Administrative Services Contracts: Mr. Wampler reported to the committee on the proposed renewal of service provider contracts for fiscal year 2025.

Committee Action: Upon motion duly made by Dr. Littlepage and seconded by Mr. Straub, the committee voted unanimously to renew contracts with vendors for fiscal 2025 as follows: Cavanaugh Macdonald Consulting; Ice Miller; Stoll Keenon Ogden; Robert Kellerman, Williams and Jensen; Advanced Cleaning Services; SouthEast Printing and Mailing; MulloyBorland; Kentucky Underground Storage; and Workiva.

2. Annual Renewal of Investment Experts Contracts: Mr. Wampler presented information concerning the renewal of the contracts for the investment experts for fiscal 2025.

Committee Action: Upon motion duly made by Dr. Littlepage and seconded by Louis Straub, the committee voted unanimously to renew contracts with the investment experts Bevis Longstreth and George Philip.

3. Second Amendment to the TRS 403(b) Tax-Sheltered Annuity Program: Mr. Wampler presented a proposed amendment to the plan for conformity with state law regarding forfeiture of employer

contributions when a participant terminates employment and refunds before vesting.

Committee Action: Upon motion duly made by Mr. Straub and seconded by Mr. Bruce, the committee voted unanimously to recommend that the board adopt the second amendment as presented.

Adjournment: There being no further business to come before the committee, upon motion duly made by Mr. Bruce, seconded by Mr. Straub and by unanimous consent of the committee, Chair Gritton declared the meeting adjourned at 12:32 p.m. ET.

CERTIFICATIONS

We, the chair of the Governance and Audit Committee and the executive secretary of the Board of Trustees of the Teachers' Retirement System of the State of Kentucky, do certify that the Minutes of Meeting were approved by the Governance and Audit Committee on June 17, 2024.

Hollis Gritton, Chair

Gary L. Harbin, Executive Secretary

I, Robert B. Barnes, do certify adherence to the Kentucky Open Meetings Act, KRS 61.800 et seq., in the conduct of this meeting. I have reviewed the minutes for form, content and legality.

Robert B. Barnes, Deputy Executive Secretary
and General Counsel

I, Margaret Hockensmith, do certify that I was present at the meeting and duly recorded the actions of the Governance and Audit Committee of the Board of Trustees of the Teachers' Retirement System of the State of Kentucky at its meeting on March 18, 2024.

Margaret Hockensmith
Recording Secretary