



**Milwaukee County Employees' Retirement System (ERS)
September 10, 2020 Governance Committee Meeting
MINUTES**

Call to Order

Pension Board Secretary Erika Bronikowski called the Governance Committee meeting to order at 9:30 a.m. on Thursday, September 10, 2020. The meeting was held virtually due to Milwaukee County's and the City of Milwaukee's Stay Safe MKE initiative limiting gatherings in light of the COVID-19 pandemic.

Committee Members Present:

Jeff Gollner
Elena LaMendola
Himanshu Parikh

Others Present:

Erika Bronikowski
Jessica Culotti
Judd Taback
David Robles

1. Topic: Election of Governance Committee Chairperson

Per the MCERS Governance Committee Charter, Ms. Culotti asked for nominations for Chairperson of the Governance Committee. Trustee Parikh nominated Trustee LaMendola, who confirmed her interest. By a vote of three to zero, Trustee LaMendola is elected as the Chairperson.

2. Topic: Committee Structure Overview

Ms. Bronikowski explained that the Governance Committee includes Trustees Gollner, LaMendola, and Parikh, and two vacancies. These terms are for two years so new Committee assignments will be made in early 2022. The Committee Chair will be elected annually, at the first Committee meeting each year and the Committee will meet at least twice per year. Per the Committee Charter, the Governance Committee is responsible for Board governance, training and evaluation, stakeholder communications, and strategic planning. The Committee's specific tasks include reviewing Board and Committee Charters once every three years, reviewing Board Policies every other year, organizing the Board's self-assessment every other year, developing the Board skills matrix, stakeholder communications planning every other year, and reviewing the Retirement Plan Services strategic plan in odd years.

Trustee Robles requested that the Committee emphasize communication with stakeholders, including retirees and the County Board, and pointed out that the Committee may use the upgraded pension administration system, V10, to improve communication with stakeholders.

Trustee Parikh requested that the Charter be updated to include an actual date cutoff for the election of a new chairperson and that someone from the Governance Committee participate in new trustee onboarding.

3. Topic: Chairperson's Report

Chairperson LaMendola expressed her excitement related to becoming Committee Chair and being able to support the Board in this new role.

4. Topic: Board Skills Matrix Development

Ms. Bronikowski stated that the Governance Committee charter calls for the Committee to work with the Retirement Plan Services team to develop a Board Skills Matrix. She presented a draft matrix and requested input on the areas of expertise to include in the matrix. The draft matrix included: Investments, MCERS Knowledge, Relevant Experience Sitting on Governance Boards, Legal/Regulatory, Auditing and/or Risk Management, Actuarial Experience, Strategy/Strategic Planning Experience, Financial Expertise/Literacy, Information Technology/Security, Human Resources/Compensation/Benefits, Pension Industry Experience, and Communications/Media/Marketing.

The general process is that the Committee will provide input on the evaluation process, including finalizing the list of matrix topics and the expertise rating scale, then the Retirement Plan Services team will review trustee qualifications through resume review and interview to complete the matrix. The completed matrix will be presented with anonymous input from trustees. Once the matrix is complete, it will be used for planning trustee training and continuing education.

Trustees Gollner and LaMendola inquired about the evaluating scale and Ms. Bronikowski stated that she has seen simple yes/no responses in her experience, but the Committee could develop a graded scale. Trustee LaMendola also requested more detailed explanations of the areas of expertise.

Trustee Robles added that he'd be interested in including a topic that addresses the in-depth review of investment reports that trustees may do while preparing for Board and Committee meetings.

Trustee LaMendola requested that the evaluation include a component where trustees may request additional information on relevant trainings, regardless of their expertise listed on the skills matrix. Ms. Bronikowski responded that it is important for trustees to have their own, individual plans for continuing education and that she would ensure that trustees had an opportunity to list their own continuing education interests during the Board Skills Matrix development project. The revised matrix will be provided at the next Governance Committee meeting.

5. Topic: Adjournment

The meeting adjourned at 10:05 a.m.