

MINUTES
BOARD OF TRUSTEES
OKLAHOMA MUNICIPAL RETIREMENT FUND
June 30, 2023

1. Call To Order

The Board of the Oklahoma Municipal Retirement Fund met at the Oklahoma Municipal Retirement Fund Offices, Oklahoma City, Oklahoma, on June 30, 2023, at 10:02 a.m. with Vice Chair Johnston presiding.

2. Roll Call

Vice Chair Johnston requested Whatley take the roll call. A quorum was declared. On the roll call, the following members were present.

BOARD OF TRUSTEES:

Vice Chair: Robert Johnston, City Manager, City of Clinton
Treasurer: Jim Luckett, Jr., Retiree, City of Thomas (*arrived at 10:08 a.m.*)
Secretary: Robert Park, Retiree, City of Sallisaw
Members: Shaun Barnett, City Manager, City of Woodward
Tamera Johnson, Retiree, City of Shawnee
Melissa Reames, Deputy City Manager & Chief Financial Officer,
City of Stillwater
Tim Rooney, City Manager, City of Mustang
Ed Tinker, Retiree, City of Glenpool

OTHERS PRESENT:

OkMRF Staff: Jodi Cox, CEO & Director
Chris Whatley, Plan Advisor & Portfolio Strategist
Katie Girardi, Plan Administrator
Rhnea Stewart, Fund Accountant

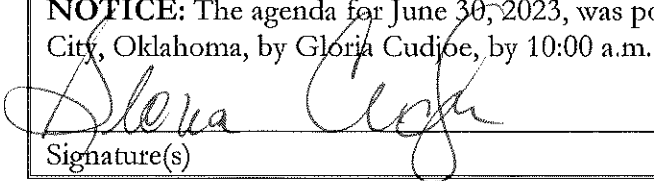
OkMRF Attorney: David Davis

Others: Kevin Moore, ACG
Elizabeth Brewer, T. Rowe Price
John Gabriel, T. Rowe Price
Joe Ebisa, WithIntelligence (*via video*)

Whatley opened the meeting with prayer and Barnett led the Pledge of Allegiance.

Johnston welcomed everyone and called the meeting to order.

NOTICE: The agenda for June 30, 2023, was posted in Columbus Square, Oklahoma City, Oklahoma, by Gloria Cudjoe, by 10:00 a.m. on June 29, 2023.


Signature(s)

3. Approval of Consent Agenda

The following items were presented under the consent agenda.

A. Minutes of May 25, 2023 Meeting(s)

B. Monthly Valuation of Fund Assets & Unit Values by Custodian as of May 31, 2023

Option	Value By Fund
Defined Benefit	\$ 667,046,631.72
International Investment Equity	\$ 8,151,848.39
Aggressive Equity	\$ 16,169,395.41
Real Assets Fund	\$ 827,827.83
ESG US Stock Fund	\$ 1,481,707.55
Global Equity	\$ 10,470,699.46
Growth and Value Equity	\$ 22,251,633.47
S & P 500 Index	\$ 34,585,812.34
Target Retirement 2065	\$ 171,820.19
Target Retirement 2060	\$ 7,970,196.31
Target Retirement 2055	\$ 8,172,616.82
Target Retirement 2050	\$ 12,702,282.61
Target Retirement 2045	\$ 15,962,337.13
Target Retirement 2040	\$ 20,528,079.57
Target Retirement 2035	\$ 26,781,306.40
Target Retirement 2030	\$ 29,551,763.73
Target Retirement 2025	\$ 37,969,847.33
Target Retirement 2020	\$ 22,379,603.29
Target Retirement Income	\$ 18,823,717.53
Total Yield Bond Fund	\$ 5,759,380.62
Bond Index	\$ 13,566,346.03
Voya Fixed Plus III	\$ 53,072,051.88
Loan Portfolio	\$ 7,428,220.38
Self Directed Brokerage	\$ 286,536.84
Total Assets	\$ 1,042,111,662.83

C. Purchases and Sales of Assets for May 2023

D. Administrative Expenses and Fees

Expenses and Fees for June

Actuary & Recordkeeping	\$ 56,746.38
Administration	114,858.11
Attorney	3,750.00
Audit	8,000.00
Board Travel	1,939.23
Employer Directed Expense	0.00
Insurance	0.00
Investment Advisors	17,815.50
Custodial	8,474.38
Investment Consultant	38,434.50
Public Relations	6,869.46
Representative Travel	<u>4,603.30</u>
EXPENSES	\$ <u><u>261,490.86</u></u>

E. Benefit Payments and Contribution Refunds for May 2023

Motion made by Tinker, seconded by Park to approve all items on the Consent Agenda.

Motion carried: AYE: Barnett, Johnson, Johnston, Park, Reames, Rooney, and Tinker

NAY: None

4. Consideration and Possible Action of Items Removed from the Consent Agenda

No action taken.

5. Comments from the Public

None.

6. T. Rowe Price: Annual Update from Investment Managers – Elizabeth Brewer and John Gabriel

Brewer provided a firm update. T. Rowe Price has a strong financial position with \$1.3 trillion assets under management with \$3.6 billion in liquidity on their balance sheet supported by 830

investment professionals in seventeen (17) countries across the world with a wide range of diversified investment fund options.

(Lockett arrived at 10:08 a.m.)

Gabriel gave an overview of the portfolio team for the U.S. Large-Cap Growth Equity Strategy. While the portfolio manager is the final decision-maker, the team operates in a collaborative manner, valuing the input from all members. The team's commitment to research results in the longevity of associates and a long standing philosophy of seeking earnings potential and cash flow to generate stockholder returns. Within the investment process, considerable time is spent on qualitative analysis and research platforms to position themselves on the right side of change. 2022 was a sell off year in growth. However, staying true to their long term fundamentals and staying the course, the current year of 2023 is bringing in strong returns as well as their longer term rolling returns have consistently outperformed their respective benchmark. Sector concentrations for this portfolio are information technology, communication services, health care, and consumer discretionary.

7. Consideration and Possible Action Regarding Investment Committee Report

A. ACG: Review of Monthly ASAP Reports

Moore expressed plans for an upcoming spotlight article on Artificial Intelligence (AI) as investment managers in both the public and private sectors are investing in this area of the technology sector and gaining expertise for long term benefits to society. The research team at ACG has gotten back on the road visiting with managers in person and feels that this is beneficial post Covid.

The market for the year to date is up and doing well. Fiscal year end returns will be healthy. The DB portfolio ten (10) year annualized return is at 7.06%, over policy index of 6.9%. Portfolio is doing as expected. ACG has no concerns regarding the recent personnel changes at William Blair and will maintain communication with them. River Road's continued out performance is due to stock picking and the management of their cash on hand. No concerns on Non U.S. Equity allocation and the Long/Short fund proceeds continue to be received from liquidations. The Fixed Income managers have served the portfolio well and performed as expected, providing good protection to the portfolio, and exhibiting the ability to weather any market conditions. Additional funding for Real Estate will be forthcoming in the second half of the calendar year.

The DC white label funds have delivered good returns and performed well against their respective benchmarks. The Target Date funds, with their level of diversification, are managed very well and a vital component for participant investment options. Currently, the participation in these funds is over 50% of the total DC portfolio.

B. Discussion and Possible Action on Reallocation and/or Rebalancing of Assets as Recommended by the Investment Committee and Rejection or Approval of any Amendments Proposed and Considered by the Trustees at the Meeting

Motion made by Lockett, seconded by Tinker to approve the \$7 million transaction from the SSgA S&P 500 account to the Miscellaneous account to fund DB pension payments as proposed by ACG and the Investment Committee for the DB portfolio.

Motion carried:

AYE: Barnett, Johnson, Johnston, Lockett, Park, Reames, Rooney, and Tinker

NAY: None

8. Consideration and Possible Action Regarding Administrative Committee Report

A. Consideration and Possible Approval of Revised 2022-2023 OkMRF Budget as Recommended by the Administrative Committee and Rejection or Approval of any Amendments Proposed or Considered by the Trustees at the Meeting

Motion made by Reames, seconded by Tinker to approve the Revised 2022-2023 Budget as recommended and as presented by CEO, due to credits offsetting expenditures by an additional \$24,230.

Motion carried: AYE: Barnett, Johnson, Johnston, Luckett, Park, Reames, Rooney, and Tinker

NAY: None

9. Consideration and Possible Action Regarding Contract Committee Report

No action taken.

10. Consideration and Possible Action on Trustee Retreat Topics and Help Staff Prioritize Tasks

Cox inquired as to retreat topics that Trustees would like to have further information, education, or discussion at a later Board meeting. A brief discussion was held concerning the Code of Conduct presentation made by Davis. Cox explained this was an opportunity to have direct input regarding current Board conduct and setting policy for Trustees in OkMRF's future. Johnston requested the Board review the retreat presentation again and submit any suggestions to Cox or himself for Committee consideration.

Motion made by Luckett, seconded by Park to refer the Code of Conduct Policy review to the Administrative Committee for further consideration, discussion, and updates, if any, asking the Committee to report back to the Board for possible future adoption.

Motion carried: AYE: Barnett, Johnson, Johnston, Luckett, Park, Reames, Rooney, and Tinker

NAY: None

11. Receive Report on Newly Adopted or Amended OkMRF Member Plans

Whatley reported on plan changes for the OkMRF Members.

12. OkMRF Staff Report

Cox reported on the following items:

- Next month, Clarion Partners will provide an investment review of their industrial fund within the Real Estate allocation.
- Sean Sullivan of Dean Actuaries will present the market impact update for June 30, 2023.
- Nominations for District 1 close at the end of business today. One nomination has been received at the time of this meeting, for District 1, incumbent Ed Tinker.
- City Management Association of Oklahoma (CMAO) Summer conference will be held in Broken Arrow, July 19th through July 21st.

- Due diligence trip for Voya in Atlanta, Georgia, is scheduled for October 3rd through October 5th. Two Trustees are committed, with openings for an additional two Trustees, if interested, please advise.

13. New Business

None.

14. Trustee/Member Comments

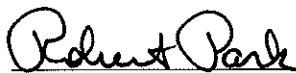
None.

15. Roll Call


Whatley reported a quorum present.

16. Adjourn

With no further business to conduct the meeting adjourned.

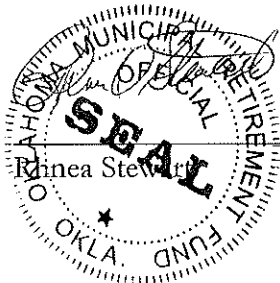


Robert Park, Secretary



Robert Johnston, Vice Chair

Respectfully submitted by:



Kinea Stewart