

**MINUTES
ARKANSAS TEACHER RETIREMENT SYSTEM
BOARD OF TRUSTEES**

**Monday, December 3, 2018
11:30 a.m.
1400 West Third Street
Little Rock, AR 72201**

ATTENDEES

Board Members Present

Jeff Stubblefield, Chair
Danny Knight, Vice Chair*
Dr. Richard Abernathy
Anita Bell
Lloyd Black
Jason Brady, designee for Hon. Dennis Milligan
Kathy Clayton*
Kelly Davis
Skot Covert, designee for Hon. Andrea Lea
Susannah Marshall, designee for Candace Franks
Bobby Lester
Robin Nichols
Deborah Thompson
Janet Watson

Board Members Absent

Johnny Key, Education Commissioner

Guest Present

Chris Caldwell, Div. of Legislative Audit
Jay Wills, APERS
David Kizzia, AAEA
Donna Morey, ARTA
Laura Campbell, ARTA
Bob Thompson, ARTA
Emilee Monk, ARTA
Charles Talbert, ARTA
Lee Ann Taetz, DBH
* *via teleconference*

ATRS Staff Present

Clint Rhoden, Executive Director
Curtis Carter, Chief Fiscal Officer
Mitzi Ferguson, Internal Audit/Risk Mgmt.
Vicky Fowler, Director, Human Resources
Laura Gilson, General Counsel
Rod Graves, Deputy Director
Wayne Greathouse, Assoc. Dir, of Investments
Clementine Infante, Staff Attorney
Willie Kincade, Dir. of Operations
Manju, Director, Information Systems
Mike Lauro, Information Systems Manager
Jerry Meyer, Manager, Real Assets
Kevin Odum, Attorney Specialist
Tammy Porter, Executive Assistant
Joseph Sithong, Software Support Analyst
Leslie Ward, Manager, Private Equity
Brenda West, Internal Audit/Risk Mgmt.
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Consultants Present

PJ Kelly AHIC (Aon Hewitt)
Katie Comstock, AHIC (Aon Hewitt)
Chae Hong, AHIC (Aon Hewitt)
Judy Kerman, GRS
Brian Murphy, GRS

Reporters Present

Mike Wickline, AR DemGaz

I. **Call to Order/Roll Call.** Mr. Jeff Stubblefield, Chair, called the Board of Trustee meeting to order at 10:48 a.m. Voice roll call was taken. Mr. Johnny Key was absent.

II. **Motion for Excused Absences.**

Mr. Lester *moved to excuse Mr. Johnny Key from the December 3, 2018, Board of Trustees meeting. Mr. Brady seconded the motion, and the Board unanimously approved the motion.*

III. **Adoption of Agenda**

Ms. Nichols *moved for adoption of the Agenda. Dr. Abernathy seconded the motion, and the Board unanimously approved the motion.*

IV. **Executive Summary.** The Executive Summary was provided for reference with no questions or expansions on the written summary.

V. **Approval Prior Minutes.**

- A. **October 1, 2018 Minutes.**
- B. **October 3, 2018 Minutes.**
- C. **October 25, 2018 Minutes.**
- D. **October 30, 2018 Minutes.**
- E. **October 31, 2018 Minutes.**

Mr. Knight *moved for approval of the Minutes of the Board of Trustees meetings of October 1, 2018, October 3, 2018, October 25, 2018, October 30, 2018, and October 31, 2018. Ms. Clayton seconded the motion, and the Board unanimously approved the motion.*

VI. **Authority to Transact Business**

A. **Resolution 2018-39**

Ms. Nichols *moved for adoption of Resolution 2018-39, Authority to Transact Business. Mr. Lester seconded the motion, and the Board unanimously approved the motion.*

VII. **Preliminary Active Actuarial Valuation.** Judy Kermans and Brian Murphy of Grabriel, Roeder, Smith & Co., gave a presentation of the preliminary active actuarial valuation for the 2017-2018 fiscal year.

VIII. Statement of Financial Interest. Mr. Rhoden, Executive Director reminded the Board members that their Statement of Financial Interest filings are to be filed with the Secretary of State's office by Thursday, January 31, 2019, for financial information for calendar year 2018.

IX. Proposed 2019 Board of Trustees Schedule. The Board reviewed the proposed schedule.

Ms. Nichols *moved to approve* the 2019 Board of Trustee Schedule. Mr. Lester *seconded* the *motion*, and the Board *unanimously approved the motion*.

X. Report of Member Interest Waived Under A. C. A. Section 24-7-205. Mr. Rhoden presented the member interest amount waived report. ATRS waives interest for members when there is a dispute between ATRS and the member as to whether ATRS made a mistake or otherwise did not do all that was required on the member's account. Since ATRS has implemented the actuarial cost method for the purchase of service credit, interest waived is slowly disappearing, as well as the number of members who purchase service credit. No member interest was waived for this reporting period. This is a standard report for information and is not an action item.

XI. Report of Employer Interest and Penalties Waived Under A. C. A. Sec. 24-7-411. Mr. Rhoden presented the employer interest and penalties waived report. ATRS may also waive employer interest and penalties when reports or payments are late or have issues due to a new bookkeeper, inclement weather, sickness and other situations that justify a waiver. Three (3) employer penalties and interest were waived for this reporting period in the amount of \$408.85. This is a standard report for information and is not an action item.

XII. Manifest Injustice Report. The Manifest Injustice Committee reviewed six (6) claims this reporting period. A copy of the report is included in the Board packet. The rule on Manifest Injustice requires reports to the Board at least two times per year. This is the second report of 2018. If the ATRS Trustees would like a different format or reporting process, just let ATRS staff know. This Manifest Injustice report is for information and is not an action item.

XIII. Investment Committee Report. Ms. Robin Nichols, Chair gave a report on the Investment Committee meeting.

A. Arkansas Related and Investment Update.

1. List of Fund Closings.

- a. Thoma Bravo Fund XIII, L.P., a Private Equity Buyout Fund that Invests in Middle to Large Market Software Companies, the Board Authorized Commitment of up to \$30 Million Dollars on June 7, 2018 was Accepted and Closed on September 24, 2018.** The ATRS full commitment of \$30 million dollars was negotiated, accepted, and closed on September 24, 2018.
- 2. Arkansas Related.** Executive Director Clint Rhoden gave a short update on Highland Pellets, NE Recycling Project, and Big River Steel.

B. General Investment Consultant Report.

- 1. Preliminary Performance Report for the Quarter Ended September 30, 2018.** P. J. Kelly and Katie Comstock of Aon Hewitt Investment Consulting provided the Board with a preliminary portfolio update for the quarter ended September 30, 2018. The ATRS fund had a market value of approximately \$17.6 billion dollars. The total fund had a return of 8.6% since inception, performing at its benchmark of 8.6%. Total equity had a market value of approximately \$9.8 billion dollars. Total equity had a return of 10.2% since inception, underperforming its benchmark of 10.4%.
- 2. Preliminary Performance Report for the Month Ending October 31, 2018.** PJ Kelly and Katie Comstock of Aon Hewitt Investment Consulting will provide the Board with a preliminary portfolio update for the month ending October 31, 2018. The ATRS fund had a market value of approximately \$16.69 billion dollars. The total fund had a return of 8.4% since inception, underperforming at its benchmark of 8.5%. Total equity had a market value of approximately \$8.86 billion dollars. Total equity had a return of 6.8% since inception, underperforming at its benchmark of 7.5%.

C. Real Asset Consultant Report.

- 1. Performance Report for the Quarter Ending June 30, 2018.** Chae Hong of Aon Hewitt Investment Consulting presented the

performance report for the quarter ended June 30, 2018. NCREIF's NPI registered at 1.8% and NFI-ODCE (net) returned 1.8%. In the second quarter of 2018, the NFI-ODCE (net) returned 1.8%, down 20 bps quarter-over-quarter. NFI-ODCE returns are holding up well despite the maturity of the real estate cycle. NCREIF Farmland Index returned 1.1% for the quarter and generally in line with last quarter's return of 1.3%. Row crops were the top performer for the quarter, returning 1.7% compared to permanent crops 0.4%. NCREIF Timberland Index returned 0.5% for the quarter consisting of 0.8% income return and depreciation of -0.3%. As of the second quarter of 2018, the real assets portfolio stands at 12.1% of ATRS' total assets.

2. **2019 Real Assets Commitment Pacing (Total Pacing \$180 Million Dollars).** Chae Hong and Sarah Gal of Aon Hewitt Investment Consulting will present the 2019 Real Assets Commitment Pacing. For calendar year 2019, Aon Hewitt Investment Consulting and ATRS staff are recommending approximately **\$180 million dollars for 2019 real assets pacing.**
 1. **Core Real Estate No New Allocation.** Core real estate funds employ low leverage, low-risk investment strategies that have predictable cash flows. The funds will generally invest in stable, fully leased, modern, multi-tenant properties within strong, diversified metropolitan areas. The ATRS real asset portfolio is within the upper range of the fund's target allocation to this type of real estate investment so no new allocation for core real estate is needed at this time.
 2. **Value Added Real Estate \$80 Million Dollars.** These are funds that invest in properties and make improvements to fairly stable properties but are one step below the core funds in quality. These have slightly more risk but have a better return opportunity.
 3. **Opportunistic Real Estate \$50 Million Dollars.** These are funds that seek to take advantage of distressed opportunities and are higher in the risk profile but with strong managers, Opportunistic Real Estate provides the best return opportunity in real estate.

4. **Infrastructure \$50 Million Dollars.** Infrastructure funds invest in the fundamental facilities and systems serving a country, city, or area including the services and facilities necessary for its economy to function. Infrastructure funds typically invest in structures such as roads, bridges, tunnels, water systems, sewers systems, electric grids, ports and so forth.

Ms. Nichols *moved to approve the 2019 Real Assets Commitment Pacing (Total Pacing \$180 Million Dollars), and the Board *unanimously approved the motion.**

D. Private Equity Consultant Report.

1. **2019 Private Equity Pacing Schedule (Total Pacing \$275 Million Dollars).** Michael Bacine and Karl Hartman of Franklin Park provided the 2019 pacing schedule for private equity. Typically, ATRS has been pacing up to 2% of its underlying value for private equity for the next calendar year. Based upon assumptions of the projected market value of total assets for the next ten years, Franklin Park and ATRS staff recommend private equity pacing of \$275 million dollars for 2019 in order to maintain a 10% allocation to private equity. The total pacing amount includes a \$30 million dollar allocation to the Franklin Park Venture Capital Access Fund (formerly the "Franklin Park Venture Fund"), and a \$30 million dollar allocation to the Franklin Park International Fund 2019. Also included is an additional allocation of \$30 million dollars to the ATRS/FP Private Equity Fund (formerly the "Franklin Park Co-Investment Fund"). The ATRS/FP Private Equity Fund will target to invest at least \$10-15 million dollars in approximately three to five co-investment deals and \$10-15 million dollars in one or more next-generation manager funds using this new allocation plus money available from recallable distributions. Franklin Park also expects to commit approximately \$30-65 million dollars in one or more debt/distressed asset or other funds as well as a total of \$120 million dollars in four to six funds with buyout, growth equity, or turnaround strategies. If an additional commitment to the ATRS/FP PE Fund becomes necessary due to very robust deal flow, then Franklin Park may request that the ATRS Board use some of the allocation for direct investments to increase the allocation to this fund. These targets are subject to availability of quality investments and prevailing market conditions. Actual

amounts may vary as pacing is subject to change over the year according to available investment opportunities.

1. **Small/Mid Buyout/Growth/Turnaround \$30 Million Dollars.** These are funds that seek to acquire controlling interests in companies. This is an allocation for one of these funds at a \$30 million dollar level.
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3. **Small/Mid Buyout/Growth Turnaround \$30 Million Dollars.** These are funds that seek to acquire controlling interests in companies. This is an allocation for one of these funds at a \$30 million dollar level.
4. **Small/Mid Buyout/Growth/Turnaround \$30 Million Dollars.** These are funds that seek to acquire controlling interests in companies. This is an allocation for one of these funds at a \$30 million dollar level.
5. **Debt/Distressed Assets \$30-65 Million Dollars.** These funds lend money at higher interest rates to companies with liquidity needs. These managers also purchase the debt obligations of a company at or below actual value using specialized skills. The purpose of the purchase of debt can be to make interest, get the value from the discount price of the debt, or to obtain the company's equity after a default on the debt. This is an allocation for one or two of these funds at a \$30-35 million dollar level.
6. **Franklin Park Venture Capital Access Fund (formerly the Franklin Park Venture Fund) \$30 Million Dollars.** This allocation is explained below in item B.
7. **Franklin Park International Fund 2019 \$30 Million Dollars.** This item is explained below in item C.
8. **ATRS/FP Private Equity Fund (Co-Investment Fund) \$30 Million Dollars.** This item is explained below in item 4.

Ms. Nichols moved to approve the 2019 Private Equity Pacing Schedule (Total Pacing \$275 Million Dollars), and the Board unanimously approved the motion.

2. **Recommendation to Commit up to \$30 Million Dollars in Franklin Park Venture Capital Access Fund, L. P., (formerly the "Franklin Park Venture Fund") a Fund of Funds Managed by Franklin Park Investing in Venture Capital Private Equity Funds with Imminent Need.** Since 2008, ATRS has invested in the traditional annual Franklin Park Venture Fund Series. To provide more flexibility to invest in high quality venture funds when they come to market, Franklin Park is now offering a multi-year closed-end venture fund. This new fund will be known as the Franklin Park Venture Capital Access Fund and will work in much the same way as their previous venture funds. As a reminder, Franklin Park acts as the manager of a fund of funds in the venture space since venture is a very volatile segment of private equity. In order to offset some of that risk, Franklin Park acquires an interest in several venture funds and spreads those through its investors to create greater diversity of managers and styles. Franklin Park does not charge a fee to ATRS on the investment and only recovers its legal and accounting costs to ensure that the fund is set up properly and that appropriate accounting and auditing are performed. This is a big win for ATRS due to the availability of a fund of funds without the fee on fee cost that a fund of funds typically requires. Due to the fact that the closing of the Fund may occur prior to the next scheduled ALC meeting, Imminent Need is requested. ATRS staff and Franklin Park recommend that ATRS commit approximately ten percent of the pacing amount, or up to \$30 million dollars, to the 2019 Franklin Park Venture Capital Access Fund with Imminent Need.

Mr. Rhoden stated staff concurs with the recommendation

Ms. Nichols moved to adopt Resolution 2018-36, to Commit up to \$30 Million Dollars in Franklin Park Venture Capital Access Fund, L. P., (formerly the "Franklin Park Venture Fund") a Fund of Funds Managed by Franklin Park Investing in Venture Capital Private Equity Funds with Imminent Need. The Board unanimously adopted the Resolution.

3. **Recommendation to Commit up to \$30 Million Dollars in Franklin Park International Fund 2019, L. P., a Fund of Funds Managed by Franklin Park Investing in International Private Equity Funds.** The International Fund has a similar model as the venture fund, except it is a vehicle in which ATRS can obtain exposure to international private equity. Also, it will remain a closed–end annual fund. Franklin Park created a fund of funds vehicle to invest in several private equity funds that invest internationally. The fund of funds is used to diversify and reduce risk for ATRS and the other clients of Franklin Park. Again, Franklin Park charges no fee to ATRS and only recovers the cost for legal and accounting fees required to properly operate the fund. This provides ATRS with diverse international private equity opportunities that otherwise would be difficult to obtain. ATRS staff and Franklin Park recommend an ATRS commitment to the Franklin Park International Fund of up to \$30 million dollars for 2019.

Mr. Rhoden stated staff concurs with the recommendation.

Ms. Nichols *moved to adopt Resolution 2018-37, to Commit up to \$30 Million Dollars in Franklin Park International Fund 2019, L. P., a Fund of Funds Managed by Franklin Park Investing in International Private Equity Funds. The Board *unanimously adopted the Resolution.**

4. **Recommendation to Commit up to an Additional \$30 Million Dollars in ATRS/FP Private Equity Fund, L. P., a Multi-Strategy Fund Focused on Co-Investments, Next Generation Manager Funds and Appraisal Right Opportunities Managed by Highly Skilled Teams.** In addition to the callable distributions allowed in this fund, ATRS staff and Franklin Park recommend an additional commitment in this fund of up to \$30 million dollars.

A co-investment occurs when ATRS invests directly in a private company alongside a private equity manager. The benefit of private equity co-investment for ATRS is that Franklin Park as the fund manager does not charge management fees or any incentive fees that are also called "carried interest" or "carry". Therefore, the potential for return on co-investments is much greater since no fees are netted from the investment.

The Board approved expanding the strategy of the ATRS/FP Private Equity Fund to include "next generation" fund managers in 2015. A large number of private equity opportunities arise from smaller funds run by managers who are raising their first institutional fund. Additionally, some funds have never included public pension plans and this fund vehicle is better suited to encourage a fund to first allow public pension fund commitments. The funds are often concerned that competitors will use the public fund's reports to harm the manager's reputation in the early stages of a fund that is still in the J curve's negative return profile. Often, these funds are formed by skilled and experienced teams that have spun out of large, prosperous firms and have the attributes to be successful on their own and were successful in the original firm. Sometimes they are teams that have successfully invested their own money or that of high net worth individuals and are now capable of investing on a larger scale. The returns produced by some of these "next generation managers" in their first or their early funds are exceptional.

In some cases the expanded fund strategy would be used to invest in a fund that has a longer track record but is in high demand. These funds often look to investors that have been in their prior funds first when seeking investments for their next fund. The usual ATRS commitment to private equity funds is between \$25 and \$35 million dollars and sometimes these highly sought after funds can only offer ATRS a smaller commitment size due to their prior investors committing most of the capital needed by the fund. The expanded fund strategy also includes investments in funds with a commitment size smaller than the typical ATRS private equity fund commitment in order to gain investment opportunities in future funds managed by highly skilled fund managers.

Earlier this year, the ATRS Board approved another expansion of the strategy of the Fund to include Appraisal Right Opportunities. An appraisal right is the right of a company's minority shareholders to request a fair offer price for their shares. The fair offer price is determined by the law of the state or country involved. The process may include a judicial proceeding, independent valuator, or a combination of both. Appraisal rights are used to help protect minority shareholders from being underpaid by companies involved in privatization or mergers. Independent valuers use various means to

determine a fair price for the minority shareholders and try to ensure the minority shareholder is fairly compensated for being overridden by the majority shareholders in a merger or privatization. Profits may be made with this strategy by investors who buy publicly traded shares of a company prior to its being taken private.

In summary, Franklin Park will target to invest \$10-15 million dollars in approximately three to five co-investment deals and \$10-15 million dollars in one or more next-generation manager funds or an appraisal right opportunity. As with the venture and international funds, Franklin Park does not charge ATRS a fee on the ATRS/FP Private Equity Fund and only recovers its legal costs and accounting costs for ensuring the fund is set up properly and has appropriate accounting and auditing performed. Both Franklin Park and ATRS staff recommend an additional investment of up to \$30 million dollars in ATRS/FP Private Equity Fund, L.P.

In clarification, Rod Graves stated the FP/ATRS Fund does have a small negotiated fee that applies to the appraisal rights portion of the fund.

Mr. Rhoden stated staff concurs with the recommendation.

Ms. Nichols *moved to adopt Resolution 2018-38, to Commit up to an Additional \$30 Million Dollars in ATRS/FP Private Equity Fund, L. P., a Multi-Strategy Fund Focused on Co-Investments, Next Generation Manager Funds and Appraisal Right Opportunities Managed by Highly Skilled Teams. The Board unanimously adopted the Resolution*

XIV. Operations Committee Report. Bobby Lester, Chair gave a report on the Operations Committee meeting.

A. Open Forum for Potential Rule or Law Changes by Committee Members and Board Members in Attendance.

1. **Open Forum.** None.

B. Potential 2019 Legislation. Executive Director Clint Rhoden discussed the potential 2019 Legislation with the Committee.

1. **Technical Correction. Clean Up of Minor Issues.** There are several minor issues in the ATRS statutes that need to be clarified or corrected to reflect recent Board resolutions or ATRS standard procedures. The Technical Correction bill will correct those issues.
2. **Disability: Service Credit of 40 days to 80 days.** Potential legislation has been drafted and was presented at the request of the Committee. ATRS currently allows a disability retiree to work up to 40 days in any position at a public school or ATRS employer, including the position that the disability member previously held. This legislation would allow a disability member to work up to 80 days, without loss of benefit, to assist schools that are having difficulty finding specialized employees, especially in the area of bus drivers, testers and related functions
3. **Survivor Benefits to 18-23 years old Students.** The current law states that a child is considered a dependent and entitled to survivor benefit in the death of a member if child is under the age of 18. This means that if a dependent is over 18, he or she would not be entitled to survivor benefits. This legislation would allow a deceased member's child be considered a dependent child and is eligible for the dependent child annuity at eighteen (18) years of age or older, but not older than twenty-three (23) years of age, **if the dependent child stays continuously enrolled as a full-time student** at an accredited secondary school, college, or university, but in any event, shall not be considered a dependent child beyond twenty-three (23) years of age.

Mr. Lester moved to approve legislation be drafted by executive staff. The Board unanimously approved the motion.

- C. **Potential Rule Changes.** This batch of potential rule changes is the start of a process to consolidate the current 50 individual rules into 15 more comprehensive rules. The consolidation process includes many cosmetic changes to the rules such as a standard numbering scheme and improved section titles. Along with the consolidation process, rules are modified to include substantive changes due to recent legislative changes and board actions. Executive Director Clint Rhoden told the Committee members that the following Rules have been sent over to the Governor's office for review.

1. **Rule 4: Election of Board Trustees.** Rule 4 is a consolidation of Rules 4-1 and 4-2. The section on General Rules for Candidacy and Voting is updated to change the old “C” level position grades to the new “GS” level position grades. In the section defining the Active Administrator Trustee Positions, “educational cooperative director” is listed as an administrator, along with Arkansas school superintendent.
 2. **Rule 7: Reporting and Eligibility.** Rule 7 is a consolidation of Rules 7-1, 7-2, 7-3, and 7-4. The Calculation of Final Average Salary section is updated to reflect the new 5 year final average salary and the comparison to the 3 year benchmark final average salary for service up to June 30, 2018.
 3. **Rule 8: Purchases and Refunds.** Rule 8 is a consolidation of Rules 8-1, 8-2, 8-4, 8-5, 8-6, 8-7, 8-19, and 8-20. The section for Refunds of Member Contributions is updated to reflect the interest rate set by the board for service after July 1, 2017.
 4. **Rule 10: T-DROP and Return to Service.** Rule 10 is a consolidation of Rules 10-2 and 10-3. The T-DROP Cash Balance Account (CBA) section is updated to increase the number of discretionary CBA distributions from two (2) to six (6) per quarter and to include the recurring monthly distribution option.
 5. **Rule 16: Cash And Savings Help Program.** Rule 16 is simply renamed from Rule 16-1 and is updated to remove the old 2013 CASH Program details. The Cash Program section is updated to explicitly state that the CASH Program will be established by Board resolution. When this rule is published on the ATRS website, a link to the resolution that defines the current CASH program will also be provided.
- D. **Other Business.** Mr. Stubblefield asked Executive Director Clint Rhoden to talk about the clean-up language regarding on sick leave balance and salary contribution. Mr. Rhoden stated that we have not drafted legislation on this yet. Mr. Hopkins brought this issue up a couple of times regarding sick leave and the ability to purchase sick leave. It is set now that at the year you retire, you can sell your sick leave. We are also seeing that some members are trying to sell out their sick leave in their last 3 or 5 years of service so that they don't get hit with the anti-spiking at the very last year before their retirement. The Committee discuss doing something on this issue. Mr. Rhoden

will make sure that we have the language drafted and will bring to the Committee and Board in February.

XV. Staff Reports.

- A. Medical Committee Reports. A Total of 16 Disability Retirement Applications Approved.** The Medical Committee Report is a standard report made by staff on behalf of the Medical Committee approving disability cases. A total of 17 disability applications were received, 16 were approved for disability benefits, and 1 needed more information. **This is an action item.**

Ms. Nichols moved to approve the Medical Committee Report. Dr. Abernathy seconded the motion and the Board unanimously approved the motion.

B. Financial Reports.

- 1. Financial Statement Report.** The ATRS Chief Financial Officer presented the Board summary information for the financial reports for the year ending June 30, 2018. Plan net assets were \$17.4 billion dollars in fiscal year 2018. No action was needed.
- 2. Travel Report.** The ATRS Chief Financial Officer presented the standard travel report showing the expenses for staff and Trustees for fiscal year ending June 30, 2018. Board travel expenses increased slightly in 2018 as compared to fiscal year 2017. Other staff travel also increased slightly in fiscal year 2018 as compared to fiscal year 2017. No action was needed.

- C. Contract Review.** The Board asked executive staff to review all contracts for renewal and bring back to the Board in February 2019.

- D. Personnel Report.** The personnel report was presented for information. For the second year of the current biennium (July 1, 2018 through June 30, 2019), ATRS currently has 101 appropriated positions with 98 budgeted. Currently, 20 are vacant, and 11 are advertised. No action was needed.

XVI. Other Business. None.

XVII. Adjourn.

Mr. Black *moved to adjourn* the Board Meeting. Ms. Bell *seconded the motion* and the Board *unanimously approved the motion*.

Meeting adjourned at 12:20 p.m.

Clint Rhoden
Executive Director

Mr. Jeff Stubblefield, Chair
Board of Trustees

Tammy Porter,
Recorder

Date Approved