



**CRSA BOARD OF DIRECTORS
FRIDAY, SEPTEMBER 24, 2021 TELECONFERENCE MEETING
10:00 AM
MEETING MINUTES**

Approved by the Board October 22, 2021

Board Members in Attendance: Alex Knopp, Patrick Flaherty, Cesar Garcia, Gregg Hannan, Kevin Lembo, Ed Zelinsky, Keisha Palmer, Christine Shaw, Manisha Srivastava, Tom Sennett, Doug McIntosh, Joe Fazzino, Toni Boucher

Others in Attendance: Karen Jeffers, 507-202-5707, 860-299-6972, Aiden Yeaw, Andrea Feirstein, Brian Williams, Matthew Forester, Matthew Golden, Doug Magnolia, Yam Menon, Jessica Muirhead, Reagan Kenney, Michael Terdeman, Julian Reagan

1. CALL TO ORDER
 - a. The meeting was called to order at 10:02 AM.
2. PUBLIC COMMENT
 - a. There was no public comment.
3. SWEARING IN OF NEW BOARD MEMBERS
 - a. Manisha Srivastava took the oath of office and was sworn in as a new Board member as a designee of the Office of Policy and Management. The Board welcomed Ms. Srivastava to the Authority.
4. MEETING MINUTES
 - a. Alex Knopp made a motion to approve the minutes of July 15, 2021, seconded by Tom Sennett. Joe Fazzino noted that Patrick Flaherty's name appeared twice in the attendance list. The motion passed with revision by voice vote. Ms. Srivastava abstained.
5. CHAIRMAN'S REPORT
 - a. Chairman Lembo expressed thanks to the Board for their work in the committees over the last several months, and to Jessica Muirhead and Yam Menon for their work and assistance in keeping the program moving forward.
6. POLICIES AND PROCEDURES
 - a. Chairman Lembo brought the proposed wave schedule policy, which was recommended for adoption by the Governance Committee, up for discussion. Mr. Sennett made a motion to adopt the policy, seconded by Joe Fazzino. There was no further discussion. The motion passed by voice vote. Ms. Srivastava abstained.

- b. Chairman Lembo brought the proposed grievance policy, which was recommended for adoption by the Governance Committee, up for discussion. Mr. Knopp made a motion to adopt the policy, seconded by Joe Fazzino. There was no further discussion. The motion passed by voice vote. Ms. Srivastava abstained.
- c. Chairman Lembo brought the proposed investment policy statement to the Board, which was recommended for adoption by the Governance Committee and the Program, Design, and Investment Committee, up for discussion. Mr. Fazzino made a motion to adopt the policy, seconded by Christine Shaw. Ms. Shaw added that the Investment Policy Statement is intended to be revisited annually by the Authority and will continue to reflect the growth of the program. Mr. Flaherty asked about the definitions of risk in the document. Ms. Shaw responded that the statement is intended to describe the general operations of the program's investment, rather than as disclosure material for program participants. Mr. Knopp inquired about environmental sustainability in the portfolios, Ms. Shaw responded that the Board will continue to revisit the investment options in the future. Mr. Sennett added that the PDI Committee had concluded that ESG portfolio options are not yet ready for this program, but that the Authority would monitor ESG options and revisit them in the future. Mr. Knopp expressed that his hope that ESG will be revisited in the future. The motion passed by voice vote. Ms. Srivastava abstained.

7. BUDGET

- a. Chairman Lembo reported to the Board that the requested \$250,000 line of credit and terms were approved and all invoices to date have been paid, noting that funds are now low due to the accumulation of invoices while the release of the line of credit was pending.
- b. Chairman Lembo brought the proposed budget, previously recommended for adoption by the Budget Committee, to the Board for discussion. Ms. Shaw asked about the timing for second or subsequent requests on the line of credit. Andrea Feirstein of AKF responded that the budget projected the last draw on the line of credit would be in 2024, with the assumption that the program launches in early 2022. Ms. Shaw made a motion to adopt the budget as proposed, seconded by Doug McIntosh. The motion passed by voice vote with Ms. Srivastava abstaining.

8. INVESTMENT PORTFOLIO

- a. Chairman Lembo brought the proposed investment portfolio, as recommended for adoption by the PDI Committee, to the Board for discussion. Mr. Fazzino made a motion to adopt the Investment Portfolio as proposed by Lockwood, seconded by Mr. Sennett. Ed Zelinsky inquired as to why the portfolio had multiple funds in the strategic allocation and long term bonds. Matt Forester of Lockwood explained that the large portions of the portfolio are broken into smaller pieces is to reduce operational risks of issuing a large amount of funds through only one issuer. Mr. Fazzino added that the program participants will make an investment choice at the portfolio level rather than at the fund level, adding that the PDI Committee took into account in the investment design simplicity, low cost, and to prioritize offering participants a diversified portfolio. Mr. Zelinsky asked what plan participants will see when making an investment choice. Mr. Forester replied that participants will choose only from portfolios, but additional information about individual funds within a portfolio will be available to participants

who want to see it. Ms. Shaw commented that the plan design considerations for this program were informed by an effort to make sure that the investment options are low-cost through passive management, noting that ESG funds are largely actively managed and cost significantly more to participants. Ms. Shaw clarified that ESG options were tabled at this time due to the current cost structure of these products. Mr. Knopp expressed that he felt ESG would have a positive impact in participation in the program and that the investment portfolio document should have additional attention to ESG in the design principles as something to be included in the future. The motion passed by voice vote, with one “no” vote from Mr. Knopp.

9. PROGRAM DATA UPDATE AND POSSIBLE ACTION

- a. Chairman Lembo asked Jessica Muirhead to comment on potential future data solutions and thanked Mr. Flaherty and Anne Ruggens of the Department of Labor for their work on securing data access. Ms. Muirhead reported to the Board that they are working on a potential solution for data access to the program wherein the Comptroller’s Office would, through the delegation of the Board, take on the data services of the program while the program is launching. The CRSA would not have access to the data. Mr. Flaherty added that technical aspects of the data sharing should be ready as soon as the path to data sharing is clear, and that the statute should be tweaked to make data sharing directly with the CRSA and the program easier.

10. BNY MELLON GENERAL UPDATES

- a. Chairman Lembo asked Matt Golden to provide an update on the program from BNY Mellon. Mr. Golden thanked the Board for their work and updated the Board on progress on the pilot program with seven committed pilot employers and more potential employers would be contacted shortly. The pilot is expected to launch in late October beginning with informational sessions and subsequently one-on-one appointments will be scheduled to observe employers go through the sign-up process.

11. EXECUTIVE SESSION

- a. Alex Knopp made a motion to enter executive session for discussion of and possible action regarding the bid proposal for the Legal Services RFP pursuant to 1-200(6) and 1-210(b)(24), seconded by Christine Shaw. Chairman Lembo noted that Jessica Muirhead and Yam Menon needed to be invited into the executive session. The motion was withdrawn.
- b. Alex Knopp made a motion to enter executive session for discussion of and possible action regarding the bid proposal for the Legal Services RFP pursuant to 1-200(6) and 1-210(b)(24), inviting Jessica Muirhead and Yam Menon, seconded by Christine Shaw. There was no further discussion. The motion passed unanimously by voice vote and the Board entered executive session at 10:56 AM.
- c. Keisha Palmer recused herself from the executive session discussion and left the meeting at 10:57 AM.
- d. The Board returned from executive session at 11:09 AM.
- e. Toni Boucher joined the meeting at 11:09 AM. Ms. Boucher took the oath of office and was sworn in as a new Board member. The Board welcomed Ms. Boucher to the Authority.
- f. Ms. Boucher inquired where to ask questions about the Board’s and the program’s activities to date. Chairman Lembo asked Ms. Muirhead to contact Ms. Boucher.

12. ADJOURNMENT

- a. Mr. Knopp made a motion to adjourn, seconded by Mr. Sennett. There was no further discussion. The motion passed by voice vote and the meeting adjourned at 11:15 AM.