

NEBRASKA INVESTMENT COUNCIL
MINUTES OF THE MEETING OF
February 8, 2024
Draft dated 02/09/2024.

A regular meeting of the Nebraska Investment Council convened at 8:30 a.m. at the Cornhusker Marriott Hotel, in Lincoln, Nebraska.

The Council Board members were notified of this meeting at the September 7, 2023, Council meeting. Public notice was posted on the Investment Council website on December 26, 2023. The meeting agenda and other materials were posted on the Investment Council website on February 1, 2024. Ms. Werner-Robertson chaired the meeting, Mr. Walkowiak prepared the minutes.

COUNCIL BOARD MEMBERS PRESENT:

Ms. Gail Werner-Robertson, Chair
Dr. Richard DeFusco
Mr. John Dinkel
Dr. Keith Olson
Mr. Tom Henning
Treasurer Tom Briese
Mr. John Murante, Director – NPERS
Mr. Shane Rhian, Administrator – OSERS

OTHERS IN ATTENDANCE:

Ms. Ellen Hung, State Investment Officer
Mr. Justin Walkowiak, Council Secretary
Ms. JoLynn Winkler, Nebraska Investment Council
Mr. Joe Jurich, Nebraska Investment Council
Mr. Chris Sanders, Nebraska Investment Council
Mr. Joe Spitznagel, Nebraska Investment Council
Mr. Jeremiah Garber, Nebraska Investment Council
Ms. Aathi Rasiah, Nebraska Investment Council
Mr. Drake Vorderstrasse, Nebraska Investment Council
Mr. Chris Heinrich, O'Neill Heinrich Damkroger Bergmeyer Schultz
Mr. Michael Comstock, Aon
Mr. Ryan Kandah, Aon
Ms. Stacey Pfeifer, Treasurer's Officer - Enable
Ms. Rachel Biar, Treasurers Office
Mr. Rob Noe, Wilshire
Mr. Jay Steinacher, Union Bank
Ms. Cari Kaup, Union Bank
Ms. Donna Crownover, Union Bank
Mr. John Schembari, Kutak Rock

ADVISE THE PUBLIC THAT THE OPEN MEETINGS LAWS APPLY: 8:30 a.m. Ms. Werner-Robertson advised that the Nebraska Open Meetings Act applies and stated that a copy of the Open Meetings Act is located at the entrance with a public copy of the meeting materials.

NEBRASKA INVESTMENT COUNCIL
MINUTES OF THE MEETING OF
February 8, 2024
Draft dated 02/09/2024.

APPROVAL OF THE MINUTES OF THE DECEMBER 7, MEETING: 8:31 a.m. Dr. DeFusco moved to approve the minutes of the December 7, 2023 meeting. Mr. Henning seconded the motion. Ms. Werner-Robertson called for a roll call vote.

VOTING AYE: Dr. DeFusco
 Mr. Dinkel
 Dr. Olson
 Mr. Henning
 Ms. Werner-Robertson

The motion carried.

CHAIR'S COMMENT: 8:32 a.m. Ms. Werner-Robertson welcomed attendees. She talked about the interesting times we are all living in regarding the economy. Ellen Hung was thanked for all the work she has done as the new State Investment Officer.

SECURITIES LENDING EDUCATION: 8:35 a.m. to 8:58 a.m. Mr. Ryan Kandah of Aon gave a presentation on securities lending education. He discussed what is securities lending, the types of securities that can be lent and the collateral received in return, and the risks, along with mitigating factors and controls of securities lending. Presentation materials were included in the meeting materials. Discussion followed the presentation.

MITSUBISHI: 8:59 a.m. to 9:40 a.m. Mr. Tony Toscano presented to the Board on Mitsubishi UFJ Financial Group and their people, process, and performance. Presentation materials were included in the meeting materials. Discussion followed the presentation.

Following the discussion, upon the recommendation of the State Investment Officer to change the provider of securities lending services from The Northern Trust Company ("Northern Trust") to Mitsubishi UFJ Trust and Banking Corporation ("Mitsubishi"), Dr. DeFusco moved to authorize and direct the SIO as follows:

1. To terminate the Securities Lending Authorization Agreement with Northern Trust dated November 30, 2023, and amended on December 15, 2023.
2. To hire Mitsubishi as the securities lending agent for the investments of the State of Nebraska managed by the Council. Approval is subject to completion of a legal review and satisfactory agreement of terms, and the consent of the State Treasurer as the statutory custodian of the investment securities of the State of Nebraska. Mr. Henning seconded the motion. Ms. Werner-Robertson called for a roll call vote.

VOTING AYE: Mr. Dinkel
 Dr. Olson
 Mr. Henning
 Ms. Werner-Robertson
 Dr. DeFusco

The motion carried.

The Council Board took a break at 9:41 a.m. and reconvened at 10:02 a.m.

NEBRASKA INVESTMENT COUNCIL
MINUTES OF THE MEETING OF
February 8, 2024
Draft dated 02/09/2024.

AUDIT COMMITTEE CHARTER: 10:02 a.m. to 10:13 a.m. Dr. DeFusco was joined by Mr. Henning to present the Audit Committee Charter including the general guidelines, duties, and responsibilities of the charter. The Council was updated on the Internal Auditor Charter, Annual Consolidated Financial Report (ACFR) findings, and all the Audits issued, in progress, and set to begin. There were no other outstanding issues to report. Presentation materials were included in the meeting materials. Discussion followed the presentation.

Following the discussion, upon the recommendation of the standing Audit Committee and the State Investment Officer, Dr. Olson moved as follows:

1. That the Audit Committee Charter presented to the Council today is hereby adopted
 2. That the Audit Committee Charter adopted today shall replace the prior Audit Committee Policy in its entirety
 3. That the State Investment Officer shall update the Council's Policies and website to reflect such change
- Mr. Dinkel seconded the motion. Ms. Werner-Robertson called for a roll call vote.

VOTING AYE: Dr. Olson
 Mr. Henning
 Ms. Werner-Robertson
 Dr. DeFusco
 Mr. Dinkel

The motion carried.

ENABLE SAVINGS PLAN 10:14 a.m. to 10:27 a.m. Ms. Stacey Pfeifer presented the Enable Savings Plan annual review and Request for Information (RFI) search for program manager and record keeper. Presentation materials were included in the meeting materials. Discussion followed the presentation.

Following the discussion, Upon the recommendation of the Nebraska State Treasurer and supported by the State Investment Officer to hire Ascensus as the provider of recordkeeping and program management for the Enable Savings Plan, Dr. DeFusco moved to:

1. Approve Ascensus for recordkeeping and program management for the Enable Savings Plan. The Council hereby authorizes and directs the State Investment Officer to coordinate with the Nebraska State Treasurer to enter into a recordkeeping and program management agreement with Ascensus subject to legal review and satisfactory agreement of terms.
 2. Approve the fee structure for the Enable Savings Plan as presented.
- Dr. Olson seconded the motion. Ms. Werner Robertson called for a roll call vote.

VOTING AYE: Mr. Henning
 Ms. Werner-Robertson
 Dr. DeFusco
 Mr. Dinkel
 Dr. Olson

The motion carried.

COLLEGE SAVINGS PLAN ANNUAL REVIEW: 10:28 a.m. to 11:12 a.m. Treasurer Tom Briese was joined by Assistant Treasurer Rachel Biar, Mr. Jay Steinacher, and Mr. Rob Noe to present the annual review of the College Savings Plan. Presentation materials were included with the meeting materials. Discussion followed the presentation.

NEBRASKA INVESTMENT COUNCIL
MINUTES OF THE MEETING OF
February 8, 2024
Draft dated 02/09/2024.

The Council Board took a break at 11:12 a.m. and reconvened at 11:54 a.m.

SIO's Comments: 11:54 a.m. to 12:23 p.m. Ms. Ellen Hung presented the administrative report. In the report Ms. Hung discussed the status of motions passed by the Board in 2023, FY 2023 ACFR recommendations, and updated the Council on the Legislative Session in progress.

NEXT MEETINGS: 12:23 p.m. Thursday, March 7, 2024, 8:30 a.m. Cornhusker Marriott Hotel, Yankee Hill 3 Room, Lincoln, NE

PUBLIC COMMENT ON THE AGENDA: 12:23 p.m. Ms. Werner-Robertson asked if there were any public comments on the agenda. There were no comments on the agenda.

At 12:23 p.m. Mr. Dinkel moved to adjourn the meeting. Mr. Henning seconded the motion. Ms. Werner-Robertson called for a roll call vote.

VOTING AYE: Ms. Werner-Robertson
Dr. DeFusco
Mr. Dinkel
Dr. Olson
Mr. Henning

The motion carried.

Draft date February 9, 2024



Justin Walkowiak