

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

**Monday, September 27, 2021  
11:30 a.m.  
1400 West Third Street  
Little Rock, AR 72201**

**ATTENDEES**

**Board Members Present**

Danny Knight, Chair  
Lloyd Black, Vice Chair  
Anita Bell  
Kathy Clayton\*  
Kelly Davis  
Dr. Mike Hernandez  
Shawn Higginbotham  
Michael Johnson  
Chip Martin  
Amanda Webb  
Hon. Andrea Lea, State Auditor\*  
Jason Brady, designee for Dennis Milligan

**Board Members Absent**

Bobby Lester  
Susannah Marshall, Bank Commissioner  
Johnny Key, Education Secretary

**Reporters Present**

Mike Wickline, Arkansas Dem Gaz.

*\*via ZOOM*

**ATRS Staff Present**

Clint Rhoden, Executive Director  
Rod Graves, Deputy Director  
Tammy Porter, Ex. Assistant/Board Secretary  
Dena Dixon, Int, Audit/Risk Mgmt.\*  
Braeden Duke, Software Specialist Analyst  
Vicky Fowler, Directory, Human Resources  
Willie Kincade, Director of Operations  
Mike Lauro, Manager, Information Systems  
Jennifer Liwo, Attorney Specialist  
Jerry Meyer, Manager, Real Assets  
Martha Miller, General Counsel\*  
Joe Sithong, Coordinator, Information Services  
Leslie Ward, Manager, Privat Equity  
Brenda West, Int. Audit/Risk Mgmt.

**Guest Present**

Duncan Baird, APERS\*  
Katie Comstock, Aon Hewitt (AHIC)\*  
PJ Kelly, Aon Hewitt (AHIC)\*  
Michael Bacine, Franklin Park\*  
Donna Morey, ARTA\*  
Robin Nichols  
Jeff Stubblefield  
Tom Reilly  
Heartsill Ragon

- I. **Call to Order/Roll Call.** Mr. Danny Knight, Chair, called the Board of Trustees meeting to order at 12:09 p.m. Roll call was taken. Mr. Bobby Lester, Ms. Susannah Marshall, and Mr. Johnny Key were absent.

**II. Motion for Excused Absences.**

**Mr. Martin *moved to excuse* Mr. Lester, Ms. Marshall, and Mr. Key from the September 27, 2021, Board of Trustees Meeting. Ms. Bell *seconded the motion*, and the Board *unanimously approved the motion*.**

**III. Adoption of Agenda.**

**Ms. Davis *moved for adoption* of the Agenda. Mr. Higginbotham *seconded the motion*, and the Board *unanimously approved the motion*.**

**IV. Approval of Prior Meeting Minutes.**

**A. December 7, 2020, Corrected Minutes.**

**Ms. Davis *moved for approval* of the Corrected Minutes of the Board of Trustees meeting of December 7, 2020. Mr. Higginbotham *seconded the motion*, and the Board *unanimously approved the motion*.**

**B. June 7, 2021 Minutes**

**Ms. Bell *moved for approval* of the Minutes of the Board of Trustees meeting of June 7, 2021, with a correction to item XV.D.2. Mr. Black *seconded the motion*, and the Board *unanimously approved the motion*.**

**C. June 23, 2021, Minutes.**

**Ms. Davis *moved for approval* of the Minutes of the Board of Trustees meeting of June 23, 2021. Mr. Higginbotham *seconded the motion*, and the Board *unanimously approved the motion*.**

**D. July 14, 2021, Minutes.**

**Mr. Black *moved for approval* of the Minutes of the Board of Trustees meeting of July 14, 2021. Mr. Martin *seconded the motion*, and the Board *unanimously approved the motion*.**

**E. August 3, 2021, Minutes.**

**Ms. Bell *moved for approval of the Minutes of the Board of Trustees meeting of August 3, 2021. Ms. Davis seconded the motion, and the Board unanimously approved the motion.***

**F. August 19, 2021, Minutes.**

**Mr. Higginbotham *moved for approval of the Minutes of the Board of Trustees meeting of August 19, 2021. Ms. Bell seconded the motion, and the Board unanimously approved the motion.***

**V. Recognition of Retired Trustee.**

**A. Resolution 2021-31**

**Mr. Black *moved to adopt Resolution 2021-31, recognition of Retired Trustee Ms. Robin Nichols. Mr. Martin seconded the Motion and the Board unanimously approved the Resolution.***

**VI. Report of Member Interest Amount Waived Under A.C.A. Sec. 24-7-205.**

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. Ten (10) member interest amounts were waived for this reporting period in the amount of \$2,233.24.

**VII. Report of Employer Penalties and Interest Waived Under A.C.A. Sec. 24-7-411.**

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. Six (6) employer penalties and interest amounts were waived for this reporting period in the amount of \$2,130.94.

**VIII. Legislative Audit Report, June 30, 2020 Official Review.**

The Division of Legislative Audit has provided ATRS staff with the 2020 fiscal year audit report for the fiscal year that ended on June 30, 2020. The audit report was reviewed by the Legislative Joint Auditing Committee on August 13, 2021. The audit report is included in the Board packet for this meeting. The law requires that the ATRS Board have the Legislative Audit report on the ATRS

Board agenda and that the ATRS Board pass a motion reflecting that the audit report was received and reviewed by the Board in the event issues arise in the future related to the audit.

**Ms. Davis moved for approval of the Legislative Audit Report, June 30, 2020 Official Review. Mr. Higginbotham seconded the motion, and the Board unanimously approved the motion.**

- IX. Establishment of a Fixed T-DROP Plan Interest Rate for Regular Participants.** Legislation was passed in the 2021 Regular Session that allowed the board to set an incentive Regular T-DROP interest rate as late as the first regular board meeting of the fiscal year. This allows the board to set a rate based on the actual investment returns. Resolution 2021-32 modifies the annual process accordingly.

**A. Resolution No. 2021-32**

**Ms. Davis moved to adopt Resolution 2021-32, Establishment of a Fixed T-DROP Plan Interest Rate for Regular Participants. Ms. Bell seconded the Motion and the Board unanimously approved the Resolution.**

- X. Establishment of a Variable Interest Rate for Post 10-Year T-DROP Plan.** Legislation was passed in the 2021 Regular Session that allowed the board to set the annual Post 10-year T-DROP interest rate as late as the first regular board meeting of the fiscal year. This allows the board to set a rate based on the actual investment returns. Resolution 2021-33 modifies the annual process accordingly.

**A. Resolution No. 2021-33**

**Mr. Martin moved to adopt Resolution 2021-33, Establishment of a Variable Interest Rate for Post 10-Year T-DROP Plan. Ms. Davis seconded the Motion and the Board unanimously approved the Resolution.**

- XI. Authorization to Pay Regular T-DROP Interest for Fiscal Year 2022.** The ATRS Board annually sets the interest rates on T-DROP accounts. Resolution 2021-32 sets the T-DROP rate at a fixed 3% unless investment returns in the prior fiscal year exceeded the current assumed rate of return by more than 2%. The resolution also allows the Board to award an incentive rate of up to 3% which when combined with the 3% fixed rate provides a maximum T-DROP rate of 6%. The executive staff recommends the incentive rate to be set at 3% for the fiscal year 2021-2022 (combined rate of 6.0%).

**A. Resolution No. 2021-34.**

**Ms. Bell *moved to adopt* Resolution 2021-34, Authorization to Pay Regular T-DROP Interest for Fiscal Year 2022. Mr. Black *seconded* the Motion and the Board *unanimously approved the Resolution***

**XII. Authorization to Pay Post 10 year T-DROP Interest for Fiscal Year 2022.**

The ATRS Board annually sets the interest rates on Post 10 Year T-DROP accounts. Resolution 2021-33 sets the Post 10 Year T-DROP rate at a rate between 4% and 6% with an incentive rate available when the returns exceed the assumed rate of return by more than 2%. The resolution also allows the Board to award an incentive rate of up to 1.5% which when combined with the 6% maximum rate provides a maximum Post 10 Year T-DROP rate of 7.5%. The executive staff recommends the combined rate to be set at 7.5% for fiscal year 2021-2022.

**A. Resolution No. 2021-35**

**Ms. Davis *moved to adopt* Resolution 2021-35, Authorization to Pay Post 10 year T-DROP Interest for Fiscal Year 2022. Mr. Martin *seconded* the Motion and the Board *unanimously approved the Resolution***

**XIII. Authorization to Pay an Incentive Interest Rate on T-DROP Cash Balance Accounts on June 30, 2022.**

The ATRS Board provides the CBA program for members who have retired out of T-DROP and wish to leave a cash balance at ATRS for ultimate distribution to the member after retirement based upon the members withdrawal request. The Board can award an incentive rate with an incentive rate when the returns exceed the assumed rate of return by more than 2%. The executive staff recommends the CBA incentive rate to be set at 1% for fiscal year 2021-2022. **This is an action item.**

**A. Resolution No. 2021-36**

**Ms. Davis *moved to adopt* Resolution 2021-36, Authorization to Pay an Incentive Interest Rate on T-DROP Cash Balance Accounts on June 30, 2022. Ms. Bell *seconded* the Motion and the Board *unanimously approved the Resolution.***

**XIV. Extension of ATRS CASH Program for Fiscal Year 2022.** The CASH Program expired on June 30, 2021. ATRS staff recommends that the CASH program for fiscal year 2022 be the same as the expiring program except that the age for calculation of the accrued liability be set to the age attained as of June 30, 2021. **This is an action item.**

**A. Resolution No. 2021-37**

**Mr. Higginbotham *moved to adopt* Resolution 2021-37, Extension of ATRS CASH Program for Fiscal Year 2022. Dr. Hernandez *seconded* the Motion and the Board *unanimously approved the* Resolution.**

**XV. Office Terms For Trustees Elected in 2021.** The term for elected trustee is six years. Resolution 2021-52 reaffirms the certification of all trustees elected in the 2021 regular system election and clearly states that the terms began July 1, 2021 and expire on June 30, 2027. **This is an action item.**

**A. Resolution No. 2021-52**

**Mr. Black *moved to adopt* Resolution 2021-52, Office Terms For Trustees Elected in 2021. Ms. Bell *seconded* the Motion and the Board *unanimously approved the* Resolution.**

**XVI. Discussion of Retirement Applications waived in 2020.** The Board granted the Executive Director some minor discretion last year to waive application deadlines for the month of May, 2020 due to the COVID-19 pandemic. It was also agreed that a report would be given to the Board on the number of applications waived.

**XVII. Audit Committee Report. *Kelly Davis, Chair.***

**A. Nominations for Vacant At-Large Member Position.** Ms. West presented the Committee with two (2) applicants for the Vacant At-Large Member position. Ms. Maggie Garrett, CPA, CIA, and Mr. John Owens.

**Ms. Davis *moved to recommend to the Board approval of* Ms. Maggie Garrett to fill the Vacant At-Large Member Position on the Audit Committee, and the Board *unanimously approved the motion.***

- B. Internal Audit Report: Implementation of Legislation Enacted by the 92<sup>nd</sup> General Assembly.** Ms. Dena Dixson presented the report to the Committee.

**XVIII. Investment Committee Report. *Chip Martin, Vice Chair***

**A. Arkansas Related and Investment Update.**

- 1. List of Fund Closings.** Rod Graves, Deputy Director, gave an update on recent investment activity.
- 2. Fixed Income Guidelines Update.** Rod Graves, Deputy Director, gave the Committee an update on the Fixed Income Guidelines update.
- 3. Highland Update.** Mr. Tom Reilley of Highland Pellets, and Mr. Heartsill Ragon, of Gill, Elrod and Ragon, gave the Committee an update on Highland Pellets

**B. General Investment Consultant Report.**

- 1. Preliminary Performance Report for the Quarter Ended June 30, 2021.** P. J. Kelly and Katie Comstock of Aon Hewitt Investment Consulting provided the Committee with a preliminary portfolio update for the quarter ending June 30, 2021.
- 2. Preliminary Performance Report for the Month Ended August 31, 2021.** P. J. Kelly and Katie Comstock of Aon Hewitt Investment Consulting provided the Committee with a preliminary portfolio update for the month ending August 31, 2021.
- 3. Emerging Manager Report for Fiscal Year Ended June 30, 2021.** P.J. Kelly and Katie Comstock of Aon Hewitt Investment Consulting (AHIC) provided the Committee with a report of AHIC's manager research process, including coverage of emerging managers, and provide an update on due diligence activities on emerging managers conducted on behalf of ATRS for the fiscal year ended June 30, 2021.
- 4. Recommendation to Transfer Assets from the Existing ATRS Investment in CFM Institutional Systematic Diversified Fund Series 1.5 (CFM ISD) to CFM Systematic**

**Global Macro, L.P. Series 1 (CFM SGM), a Fund that Seeks to Deliver Consistent Returns at Targeted Risk Levels both on a Long and Short Basis. Resolution 2021-38.** Mr. Kevin Hrad of Aon Hewitt Investing Consulting presented the recommendation to Transfer Assets from the Existing ATRS Investment in CFM Institutional Systematic Diversified Fund Series 1.5 (CFM ISD) to CFM Systematic Global Macro, L.P. Series 1 (CFM SGM), a Fund that Seeks to Deliver Consistent Returns at Targeted Risk Levels both on a Long and Short Basis. Director Rhoden confirmed staff concurs with the recommendation.

**a. Resolution 2021-38**

**Mr. Martin *moved to adopt* Resolution 2021-38, Recommendation to Transfer Assets from the Existing ATRS Investment in CFM Institutional Systematic Diversified Fund Series 1.5 (CFM ISD) to CFM Systematic Global Macro, L.P. Series 1 (CFM SGM), a Fund that Seeks to Deliver Consistent Returns at Targeted Risk Levels both on a Long and Short Basis and the Board *unanimously approved the* Resolution.**

- 5. Recommendation to Redeem in Full the ATRS Investment in Nephila Rubik Holdings, Ltd. Resolution 2021-39.** Mr. Kevin Hrad of Aon Hewitt Investing Consulting presented the Committee with the recommendation to redeem in full the ATRS Investment in Nephila Rubik Holdings, Ltd. Director Rhoden confirmed staff concurs with the recommendation.

**a. Resolution 2021-39**

**Mr. Martin *moved to adopt* Resolution 2021-39, Recommendation to Redeem in Full the ATRS Investment in Nephila Rubik Holdings, Ltd and the Board *unanimously approved the* Resolution.**



6. **Recommendation to Commit Approximately \$95 Million Dollars in Juniperus Insurance Opportunity Fund Limited.** Resolution 2021-40. Mr. Kevin Hrad of Aon Hewitt Investing Consulting presented the Committee with a recommendation to Commit Approximately \$95 Million Dollars in Juniperus Insurance Opportunity Fund Limited, a Fund that Invests across Insurance Linked Securities. Director Rhoden confirmed staff concurs with the recommendation.

- a. **Resolution 2021-40**

**Mr. Martin *moved to adopt* Resolution 2021-40, Recommendation to Commit Approximately \$95 Million Dollars in Juniperus Insurance Opportunity Fund Limited and the Board *unanimously approved the* Resolution.**

- 7, **Recommendation to Commit up to \$50 Million Dollars in Chatham Asset Private Debt and Strategic Capital Fund III, L.P. Resolution 2021-41.** Mr. Kevin Hrad of Aon Hewitt Investing Consulting presented the Committee with a recommendation to Commit up to \$50 Million Dollars in Chatham Asset Private Debt and Strategic Capital Fund III, L.P. Director Rhoden confirmed staff concurs with the recommendation.

- a. **Resolution 2021-41**

**Mr. Martin *moved to adopt* Resolution 2021-41, Recommendation to Commit up to \$50 Million Dollars in Chatham Asset Private Debt and Strategic Capital Fund III, L.P. and the Board *unanimously approved the* Resolution.**

**C. Real Assets Consultant Report.**

1. **Performance Report for the Quarter Ended March 31, 2021.** Chae Hong of Aon Hewitt Investment Consulting provided the Committee with the performance report for the quarter ending March 31, 2021.

2. **Recommendation to Commit up to \$40 Million Dollars in Almanac Realty Securities IX, L.P., a Closed End, Value Added Real Estate Fund Targeting Investments in Both Private and Public Real Estate Operating Companies. Resolution 2021-42.** Chae Hong of Aon Hewitt Investment Consulting provided the Committee with a recommendation to Commit up to \$40 Million Dollars in Almanac Realty Securities IX, L.P. Director Rhoden confirmed staff concurs with the recommendation.

- a. **Resolution 2021-42**

**Mr. Martin *moved to adopt* Resolution 2021-42, Recommendation to Commit up to \$40 Million Dollars in Almanac Realty Securities IX, L.P., a Closed End, Value Added Real Estate Fund Targeting Investments in Both Private and Public Real Estate Operating Companies and the Board *unanimously approved the* Resolution.**

3. **Recommendation to Commit up to \$50 Million Dollars in LaSalle Asia Opportunity Fund VI, L.P., a Closed End Opportunistic Real Estate Fund Focused on Both Debt and Equity Investments in Asia with Imminent Need. Resolution 2021-43.** Chae Hong presented the Committee with the recommendation to Commit up to \$50 Million Dollars to in LaSalle Asia Opportunity Fund VI, L.P a Closed End Opportunistic Real Estate Fund Focused on Both Debt and Equity Investments in Asia with Imminent Need. Director Rhoden confirmed staff concurs with the recommendation.

- a. **Resolution 2021-43**

**Mr. Martin *moved to adopt* Resolution 2021-43, Recommendation to Commit up to \$50 Million Dollars in LaSalle Asia Opportunity Fund VI, L.P., a Closed End Opportunistic Real Estate Fund Focused on Both Debt and Equity Investments in Asia with Imminent Need, and the Board *unanimously approved the* Resolution.**

4. **Recommendation to commit up to \$55 Million Dollars in LBA Logistics Value Fund IX, L.P., a Closed End Value Add Real Estate Fund with the Primary Purpose of Acquiring Industrial Properties Located in the U.S. Real Estate Market with Imminent Need. Resolution 2021-44.** Mr. Chae Hong presented the Committee with the recommendation to commit up to \$55 Million Dollars in LBA Logistics Value Fund IX, L.P., a Closed End Value Add Real Estate Fund with the Primary Purpose of Acquiring Industrial Properties Located in the U.S. Real Estate Market with Imminent Need. Director Rhoden confirmed staff concurs with the recommendation.

- a. **Resolution 2021-44**

**Mr. Martin *moved to adopt* Resolution 2021-44, Recommendation to commit up to \$55 Million Dollars in LBA Logistics Value Fund IX, L.P., a Closed End Value Add Real Estate Fund with the Primary Purpose of Acquiring Industrial Properties Located in the U.S. Real Estate Market with Imminent Need, and the Board *unanimously approved the* Resolution.**

5. **Recommendation to Redeem and Redeploy Approximately \$140 Million Dollars from JP Morgan Strategic Property Fund (SPF). Resolution 2021-45.** Mr. Chae Hong presented the Committee with the recommendation to Redeem and Redeploy Approximately \$140 Million Dollars from JP Morgan Strategic Property Fund (SPF). Director Rhoden confirmed staff concurs with the recommendation.

- a. **Resolution 2021-45**

**Mr. Martin *moved to adopt* Resolution 2021-45, Recommendation to Redeem and Redeploy Approximately \$140 Million Dollars from JP Morgan Strategic Property Fund (SPF), and the Board *unanimously approved the* Resolution.**

6. **Recommendation to Commit up to \$70 Million Dollars in Morgan Stanley Prime Property Fund LLC, (PPF) an Open**

**End, Core Real Estate Fund Focused on Income Producing Properties. Resolution 2021-46.** Mr. Chae Hong presented the Committee with the recommendation to commit up to \$70 Million Dollars in Morgan Stanley Prime Property Fund LLC, (PPF) an Open End, Core Real Estate Fund Focused on Income Producing Properties. Director Rhoden confirmed staff concurs with the recommendation.

**a. Resolution 2021-46**

**Mr. Martin *moved to adopt* Resolution 2021-46, Recommendation to Commit up to \$70 Million Dollars in Morgan Stanley Prime Property Fund LLC, (PPF) an Open End, Core Real Estate Fund Focused on Income Producing Properties, and the Board *unanimously approved the* Resolution.**

- 7. Recommendation to Commit up to \$70 Million Dollars in RREEF Core Plus Industrial Fund L.P.(CPIF), an Open End, Core Plus Real Estate Fund Specializing in Industrial Assets. Resolution 2021-47.** Mr. Chae Hong presented the Committee with the recommendation to Commit up to \$70 Million Dollars in RREEF Core Plus Industrial Fund L.P.(CPIF), an Open End, Core Plus Real Estate Fund Specializing in Industrial Assets. Director Rhoden confirmed staff concurs with the recommendation.

**a. Resolution 2021-47**

**Mr. Martin *moved to adopt* Resolution 2021-47, Recommendation to Commit up to \$70 Million Dollars in RREEF Core Plus Industrial Fund L.P.(CPIF), an Open End, Core Plus Real Estate Fund Specializing in Industrial Assets, and the Board *unanimously approved the* Resolution.**

**D. Private Equity Consultant Report.**

- 1. Preliminary Private Equity Portfolio Review for the Quarter Ended March 31, 2021.** Michael Bacine of Franklin Park

provided the Board with a portfolio review for the quarter ending March 31, 2021.

2. **Emerging Manager Report for Fiscal Year Ended June 30, 2021.** Michael Bacine of Franklin Park provided the Committee with a report of Franklin Park's manager research process, including coverage of emerging managers, and provide an update on due diligence activities on emerging managers conducted on behalf of ATRS for the fiscal year ended June 30, 2021.
  
3. **Recommendation to Commit up to \$30 Million Dollars in Bison Capital Partners VI, L.P., a Private Equity Debt and Equity Fund Focused on Hybrid Debt and Equity Investments in Small to Middle Market Companies.** Mr. Michael Bacine of Franklin Park provided the Committee with the recommendation to Commit up to \$30 Million Dollars in Bison Capital Partners VI, L.P., a Private Equity Debt and Equity Fund Focused on Hybrid Debt and Equity Investments in Small to Middle Market Companies. Director Rhoden confirmed staff concurs with the recommendation.

- a. **Resolution 2021-48**

**Mr. Martin *moved to adopt* Resolution 2021-48, Recommendation to Commit up to \$30 Million Dollars in Bison Capital Partners VI, L.P., a Private Equity Debt and Equity Fund Focused on Hybrid Debt and Equity Investments in Small to Middle Market Companies, and the Board *unanimously approved the* Resolution.**

4. **Recommendation to Commit up to \$30 Million Dollars in Clearlake Capital Partners VII, L.P. a Private Equity Fund that Makes Opportunistic Debt and Equity Investments in Middle Market Companies Undergoing Change and/or are in Underserved Industries or Markets in North America.** Mr. Michael Bacine of Franklin Park provided the Committee with the recommendation to Commit up to \$30 Million Dollars in Clearlake Capital Partners VII, L.P. a Private Equity Fund that Makes Opportunistic Debt and Equity Investments in Middle Market Companies Undergoing Change and/or are in

Underserved Industries or Markets in North America. Director Rhoden confirmed staff concurs with the recommendation.

a. **Resolution 2021-49**

**Mr. Martin *moved to adopt* Resolution 2021-49, Recommendation to Commit up to \$30 Million Dollars in Clearlake Capital Partners VII, L.P. a Private Equity Fund that Makes Opportunistic Debt and Equity Investments in Middle Market Companies Undergoing Change and/or are in Underserved Industries or Markets in North America, and the Board *unanimously approved the* Resolution.**

5. **Recommendation to Commit up to \$30 Million Dollars in Franklin Park Venture Fund XIV, L.P., (formerly Franklin Park Venture Fund Series) a Fund of Funds Managed by Franklin Park Investing in Venture Capital Private Equity Funds.** Mr. Michael Bacine presented the Committee with the recommendation to Commit up to \$30 Million Dollars in Franklin Park Venture Fund XIV, L.P., (formerly Franklin Park Venture Fund Series) a Fund of Funds Managed by Franklin Park Investing in Venture Capital Private Equity Funds. Director Rhoden confirmed staff concurs with the recommendation.

a. **Resolution 2021-50**

**Mr. Martin *moved to adopt* Resolution 2021-50, Recommendation to Commit up to \$30 Million Dollars in Franklin Park Venture Fund XIV, L.P., (formerly Franklin Park Venture Fund Series) a Fund of Funds Managed by Franklin Park Investing in Venture Capital Private Equity Funds, and the Board *unanimously approved the* Resolution.**

6. **Recommendation to Commit up to \$30 Million Dollars in Franklin Park Corporate Finance Access Fund II, L.P., a Fund of Funds Managed by Franklin Park Investing in Smaller Buyout, Growth, and Turnaround Private Equity Funds.** Mr. Michael Bacine presented the Committee with the recommendation to Commit up to \$30 Million Dollars in Franklin

Park Corporate Finance Access Fund II, L.P., a Fund of Funds Managed by Franklin Park Investing in Smaller Buyout, Growth, and Turnaround Private Equity Funds. Director Rhoden confirmed staff concurs with the recommendation.

**a. Resolution 2021-51**

**Mr. Martin *moved to adopt* Resolution 2021-51, Recommendation to Commit up to \$30 Million Dollars in Franklin Park Corporate Finance Access Fund II, L.P., a Fund of Funds Managed by Franklin Park Investing in Smaller Buyout, Growth, and Turnaround Private Equity Funds, and the Board *unanimously approved the* Resolution.**

**XVI. Operations Committee Report.** Kelly Davis, Vice 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. Board Policy 1 Update – Regarding Committee Appointments.** Director Rhoden gave the Committee a draft of the update to Board Policy 1 Update.

**Ms. Davis *moved to approve* the update to Board Policy 1 regarding Committee Appointments, and the Board *unanimously approved the Motion.***

**C. Potential Rule Changes.** Director Rhoden discussed potential rules changes to ATRS Rule package for the following Rules;

Rule 4 – Election of Board of Trustees  
Rule 6 – Membership.  
Rule 7 – Reporting and Eligibility  
Rule 8 – Purchase and Refunds  
Rule 9 – Retirement Benefits  
Rule 10 – T-DROP and Return to Service  
Rule 11 – Survivors and Domestic Relations Order

**Ms. Davis moved to approve for ATRS staff to proceed with Rule Promulgation ATRS Rule Package for Rule 4, Rule 6, Rule 7, Rule 8, Rule 9, Rule 10, and Rule 11, and the Board unanimously approved the motion.**

**XX. Board of Trustees Disability Review.** Under the Disability Review procedure described in A.C.A. §24-7-704(b)(3)(D) the Board shall make a final decision on the recommendations of the Medical Committee. Mr. Rhoden presented the Board with the following proposed orders for Board approval regarding Disability Review recommendations.

**A. Group Order - Approved. DR-2021-09-A**

**Mr. Brady moved to approve the Group Order – Approved DR.2021-09-A. Mr. Higginbotham seconded the motion and the Board unanimously approved the Motion.**

**B. Member Order – DR-2021-09-444395.**

**Mr. Brady moved to approve the Member Order –DR.2021-09-444395. Dr. Hernandez seconded the motion and the Board unanimously approved the Motion.**

**C. Member Order – DR-2021-09-498094**

**Mr. Brady moved to approve the Member Order –DR.2021-09-498094. Mr. Black seconded the motion and the Board unanimously approved the Motion.**

**XXI. Staff Reports.**

**A. Medical Committee Report.** Mr. Kincade reported that a total of Thirty-one (31) Disability Retirement Applications were approved.

**Ms. Bell moved to approve the Medical Committee Report. Mr. Black seconded the motion and the Board unanimously approved the Motion.**

**XXII. Election of Board Chair and Vice Chair.**



**Mr. Black *moved to defer* the Election of the Board Chair and Vice Chair to the December Board meeting. Ms. Bell *seconded* the motion, and the Board *unanimously approved the motion*.**

**XXIII. Other Business. None.**

**XXIV. Adjourn.**

**Mr. Martin *moved to adjourn* the Board of Trustees meeting. Mr. Higginbotham *seconded the motion*, and the Board *unanimously approved the motion*.**

Meeting adjourned at 1:02 p.m.

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Mr. Clint Rhoden,  
Executive Director

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Mr. Danny Knight, Chair  
Board of Trustees

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Tammy Porter,  
Recorder

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Date Approved