

STATE OF DELAWARE STATE BOARD OF PENSION TRUSTEES AND

OFFICE OF PENSIONS

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BOARD OF PENSION TRUSTEES PUBLIC MEETING MINUTES OF JULY 25, 2025

The meeting of the Board of Pension Trustees was called to order by Suzanne Grant at 9:01 a.m.

Trustees Present

Suzanne Grant Nancy Shevock Art Agra Brian Maxwell Jeffrey Reeves Ken Simpler Michael R. Smith

Trustees Absent

Others Present

Joanna Adams, Pension Administrator
Stephenie Tatman, Deputy Pension Administrator
Tammy LeCates, Pension Office
Arian Daniels, Pension Office
Cindy Starr, Pension Office
Josh Hitchens, Pension Office
Kari Overington, Pension Office
Kristal Diaz, Pension Office
Julye Covel, Pension Office

William Tate, Attorney General's Office Rob Gooderham, Windmark Investment Partners Garry Musto, Windmark Investment Partners Drew Dinger, Windmark Investment Partners Dan Barner, Windmark Investment Partners Melysa Montano, Windmark Investment Partners Ann Visalli, Office of Management & Budget Bert Scoglietti, Controller General's Office Kevin Balaod, journalist, with *Intelligence*

1. OPENING COMMENTS

S. Grant welcomed everyone to the meeting.

2. PUBLIC COMMENT

No public comment.

3. APPROVAL OF THE MINUTES OF THE BOARD OF PENSION TRUSTEES MEETING OF JUNE 27, 2025.

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The Public Minutes of the June 27, 2025, meeting were reviewed.

MOTION was made by N. Shevock and seconded by A. Agra to approve the Public Minutes of the June 27, 2025, Board of Pension Trustees meeting.

MOTION ADOPTED UNANIMOUSLY

The Executive Minutes of the June 27, 2025, meeting were reviewed in Executive Session.

MOTION was made by N. Shevock and seconded by A. Agra to approve the Executive Minutes of the June 27, 2025, Board of Pension Trustees meeting.

MOTION ADOPTED UNANIMOUSLY

4. AUDIT COMMITTEE REPORT

A Resolution was presented to the Board to appoint Joseph Seibert, Audit Committee Chairperson.

MOTION was made by K. Simpler and seconded by N. Shevock to appoint Joseph Seibert, Audit Committee Chair.

MOTION ADOPTED UNANIMOUSLY

The next Audit Committee meeting is scheduled for November 14, 2025.

5. PENSION ADVISORY COUNCIL REPORT

Nothing to report. The next Pension Advisory Council meeting is scheduled for November 18, 2025.

6. STATE PENSION ADMINISTRATOR'S REPORT

EMPLOYEE RECOGNITION:

J. Adams shared The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to DPERS for its annual comprehensive financial report (ACFR) for the Fiscal Year ended June 30, 2024. In order to be awarded a Certificate of Achievement, a government unit must publish an easily readable and efficiently organized annual comprehensive financial report. This report must satisfy both generally accepted accounting principles and applicable legal requirements. This is the twenty-ninth consecutive year that DPERS has received a Certificate of Achievement.

The Public Pension Coordinating Council (PPCC) granted the System the Public Pension Standards Award for 2024. This is the twenty-second consecutive year the award has been received. The PPCC is a coalition of National Association of State Retirement Administrators (NASRA), National Council on Teacher Retirement (NCTR), and National Conference on Public Employee Retirement Systems (NCPERS). The major PPCC goal is to promote excellence in plan design and administration among state and local public retirement systems. Both certificates will appear in the Fiscal Year 25 ACFR.

The Office of Pensions nominated Heather Roberts as the Office of Management and Budget's Employee of the Quarter. H. Roberts serves as the HRIS Manager in our Enterprise Resource Planning (ERP) Functional Team. A partner agency within the State requested that one of our healthcare vendor files be converted to an 834 electronic enrollment file. An 834 file is a standardized format employers use to send members' health insurance coverage information to insurance carriers on a weekly basis. H. Roberts took the lead on this project, expertly converting the vendor file into the complex 834 format, which includes numerous loops and over eleven different segments to transmit the new enrollment, changes to enrollment, and coverage terminations for members and their dependents benefit data accurately. Recognizing the critical importance of this task, she meticulously tested a wide range of scenarios to ensure accuracy. While working on this project, H. Roberts also identified a longstanding error in another vendor's file format that had been causing compliance failures during processing on the vendor's end. This persistent compliance issue had required repeated intervention by Pension Office employees on the Benefits and ERP teams 12 times in 2024 alone and had eluded resolution for over a decade, despite extensive investigation by multiple subject matter experts. When this file fails compliance, it prevents the vendor from being able to consume the file, which results in a delay in processing all the members and their dependent's health insurance coverage information until the discrepancy is rectified, the file is updated and transmitted to the healthcare vendor again. Timely action must be taken to ensure member's coverage is not impacted. The Pension Office is incredibly grateful to have H. Roberts on our team!

The Office of Pensions also recognized Sonya Stevenson as Honorable Mention as the Office of Management and Budget's Employee of the Quarter. The Investments and Accounting section has been without a Cash and Debt Manager since January. During this time, S. Stevenson has stepped up to handle many complex accounting issues without hesitation. S. Stevenson is always happy to assist her coworkers, extremely organized, and thorough in the way she goes about solving complicated accounting problems. S. Stevenson is a great asset to the Office of Pensions, and we are grateful for the work she does.

FISCAL YEAR 26 BUDGET:

J. Adams presented the Fiscal Year 26 Budget explaining the greatest expense is personnel, followed by contractual due to lease increases, and data processing as a result of DTI's charge-back model. Travel has increased due to having more credentialed employees on staff with continuing education requirements. The vacancy rate of 4% remains lower than most State agencies.

The Board asked how the office carried such a vacancy rate. J. Adams explained since 2022 the vacancy rate has not been an issue. The office has been fortunate to retain employees due to career ladders and maintenance reviews. This is an initiative from the State to be competitive. Staff numbers have grown as a result of temporary and permanent positions. Our ERP Modernization project and the Vested project include temporary positions. Discussion ensued regarding positions noting that a few years ago we were severely understaffed with a backlog of vested pension applications.

MOTION was made by K. Simpler and seconded by B. Maxwell to approve the Fiscal Year 26 Budget.

MOTION ADOPTED UNANIMOUSLY

LEGISLATIVE UPDATE:

Three bills are awaiting the Governor's signature.

OFFICE OF PENSIONS' YEAR IN REVIEW:

- S. Tatman presented the "reimagined" yearly statistics, noting that this is a living process and the first time presented in this format. The Office of Pensions Operational Statistics Fiscal Year 2025 included:
 - Get to Know Our Members in 2025
 - o Age related
 - o Pensioners with 50 or more years of service
 - o Pensioners with 40 or more years of service
 - o Pensioners with 30 or more years of service
 - Communications with Members
 - o Documents Received & Imaged
 - o Member Engagement
 - Retirement Counseling
 - o Employee Workshop Attendance
 - Estimates
 - Counseling Sessions
 - New Retirees and Terminations
 - o Comparison of New Retirees to Terminations
 - o Comparison of Terminations to Burial Benefits Paid
 - Member Changes
 - o Refunds of Contributions and Interest
 - o Payroll Related Processing
 - Key Initiatives:
 - o Retirement Centralization
 - Centralization Progress
 - Individual Impact
 - Reputation & Service Quality
 - Vested Pension Application Team
 - Vested Pension Application Progress Tracking
 - Five Year Comparison
- S. Tatman recognized Pension Administrator J. Adams's great vision that sets goals for our team to achieve key initiatives such as Retirement Centralization and the Vested Pension Application Team. The Board recognized the outstanding achievements of both teams. The Board also applauded the amount of work set forth to make things more easily understood for pensioners and reduce the number of errors that frustrate people.

The Board discussed being tasked with oversight and the need to develop a dashboard of key indicators. Discussion included ways to measure success. For example, should we focus on directional data, are we creating value, and is more communication from our members good or bad? The Board suggested perhaps the Governance Committee may assist how we measure success. The Board recognized the outstanding presentation.

J. Adams shared we have seen an increase in fraudulent activities in Payroll. Nine members received fraudulent direct deposit forms to change direct deposits. Our team contacted each member and confirmed they were fraudulent.

COUNTY/MUNICIPAL NEW ENTITY RESOLUTIONS:

S. Tatman presented a resolution to permit the Millville Volunteer Fire Company to join the State of Delaware County and Municipal Police and Firefighters' Pension Plan.

MOTION was made by A. Agra and seconded by N. Shevock to approve the resolution to permit the Millville Volunteer Fire Company to join the County and Municipal Police and Firefighters Plan.

MOTION ADOPTED UNANIMOUSLY

GOVERNANCE COMMITTEE UPDATE:

Nothing to report.

2026 MEETING DATES:

J. Adams presented the tentative 2026 Meeting Dates.

7. DEPUTY ATTORNEY GENERAL REPORT

Securities litigation was reviewed in executive session.

MOTION was made by K. Simpler and seconded by A. Agra to approve a settlement amount with Rent the Runway.

MOTION ADOPTED UNANIMOUSLY

8. INVESTMENT COMMITTEE REPORT

R. Gooderham's report said the last quarter of the fiscal year began with a sharp sell-off, but the stock market rallied to new highs since then, the sharpest such recovery from a drawdown of over 15% on record. He noted the economy has not weakened as much as people thought, with tariff impacts less than feared, and US corporate earnings have been solid. R. Gooderham noted that global equity markets provided robust results in June, benefitting from progress in trade negotiations and the likely stimulative effects of the recently approved tax and spending bill. US equities, as measured by the Russell 3000 index, gained 5.1% and hit new all-time highs. Gains were driven by strong results for mega cap technology-oriented stocks. In international markets, the MSCI EAFE index was up 2.2%, while the MSCI Emerging Markets index rallied 6.0%. In fixed income markets, yields moved lower (prices higher) and credit spreads narrowed, resulting in a 1.6% gain for the Bloomberg Universal bond index and a 1.8% return for the Bloomberg High Yield index.

DPERS Fund assets at Northern Trust were estimated to be \$15,752.3 million at June 30, 2025, representing a net increase of \$427.0 million during the month. Estimated Gross returns through June 30, 2025, are as follows:

| | Month Ended 06·30·25 | Qtr Ended 06-30-25 | Calendar YTD 06-30-25 | Fiscal Year 06-30-25 |
|--------------------------|-------------------------|-----------------------|--------------------------|-------------------------|
| Total Fund | 3.0 | 6.0 | 6.4 | 9.8 |
| DPERS Policy Benchmark** | 3.6 | 8.5 | 8.1 | 13.4 |
| S&P 500 Index | 5.1 | 10.9 | 6.2 | 15.2 |

^{**} Benchmark mix: 46% Russell 3000 Index, 24% MSCI ACWI ex US IMI (Net), 27.0% BB Universal Bond Index, 3% T-bills

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R. Gooderham reported that the Committee had met once since the June Board meeting, on Tuesday July 15, 2025. He reported that, in addition to the approved items below, the Committee reviewed and discussed:

- A New Manager Presentation
- Asset Allocation Recommendations
- The DPERS Investment Policy Statement Review
- The Private Investment Review

R. Gooderham reported that the following items were approved under the Committee's authority at the July 15, 2025 meeting:

- The Committee voted unanimously to approve the establishment of a new Multi-Sector Fixed Income account managed by Neuberger Berman, subject to legal review of the documents.
- The Committee voted unanimously to approve the following asset allocation changes:
 - o Invest \$780 million in Neuberger Berman Multi-Sector Fixed Income
 - o Invest \$400 million in Cantillon Global Equity
 - o Invest \$150 million in BlackRock S&P 500
 - o Redeem \$470 million from BlackRock US Debt Index Fund
 - o Redeem \$150 million from T. Rowe Price Floating Rate Loan
 - o Redeem \$100 million from DoubleLine Total Return
 - o Redeem \$60 million from Insight High Yield
 - o Redeem \$300 million from Wellington Dividend Growth
 - o Redeem \$150 million from T. Rowe Price Global Growth Equity
 - o Redeem \$100 million from BlackRock Russell 1000 Value

UPDATED INVESTMENT POLICY:

The Board reviewed the amendments to the Statement of Investment Policies and Objectives.

MOTION was made by A. Agra and seconded by N. Shevock to approve the amendments to the Statement of Investment Policies and Objectives.

MOTION ADOPTED UNANIMOUSLY

The next meeting of the Committee is scheduled for Tuesday, August 19, 2025.

MOTION was made at 10:05 a.m. by N. Shevock and seconded by A. Agra to enter into Executive Session to consider pension personnel matters, confidential medical records, legal matters, sensitive commercial trade secrets, and confidential financial information.

MOTION ADOPTED UNANIMOUSLY

MOTION was made at 10:55 a.m. by A. Agra and seconded by K. Simpler to return to Public Session.

MOTION ADOPTED UNANIMOUSLY

MOTION was made at 11:05 a.m. by N. Shevock and seconded by A. Agra to enter into Executive Session to

consider pension personnel matters, confidential medical records, legal matters, sensitive commercial trade secrets, and confidential financial information.

MOTION ADOPTED UNANIMOUSLY

MOTION was made at 11:15 a.m. by N. Shevock and seconded by A. Agra to return to Public Session.

MOTION ADOPTED UNANIMOUSLY

10. ADJOURNMENT

At 11:17 a.m., there being no further business.

MOTION was made by N. Shevock and seconded by A. Agra to adjourn the meeting.

MOTION ADOPTED UNANIMOUSLY

Respectfully submitted,

Stephenie Tatman

Stephenie Tatman Acting Pension Administrator



Suzanne B. Grant, Chair Board of Pension Trustees