



STATE OF WISCONSIN
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CORRESPONDENCE MEMORANDUM

DATE: February 8, 2013

TO: Teachers Retirement Board
Wisconsin Retirement Board
Employee Trust Funds Board

FROM: David H. Nispel

SUBJECT: Structure of Joint Informational Meeting

During the December 6, 2012, Teachers Retirement (TR) Board meeting, several Board members expressed concerns about the possible impacts that could result from a decision the Joint Informational meeting does not constitute an official meeting of each of the three retirement Boards. Specifically, Board members wondered whether a Joint Informational (JI) meeting which is attended by a quorum of members of the TR Board can be considered an official meeting of the TR Board. In addition, Board members emphasized the important role that TR Board meetings have in both informing teachers about pending issues and serving as a forum for expressing the voices of teachers.

With those concerns in mind, I was asked to prepare a brief memorandum with recommendations addressing how the JI meeting can be structured to confirm that the meeting is an official meeting of the TR and Wisconsin Retirement (WR) Boards, as well as a joint meeting for the TR, WR and Employee Trust Funds (ETF) Boards to receive and discuss information. As is the situation now, no action would be taken by the TR, WR, and ETF Boards at the joint meeting.

I reviewed the current format for the Notice of Meeting, Agenda, and Minutes for each of the retirement Boards. I also reviewed applicable provisions of the Wisconsin Open Meetings Law, particularly Wis. Stat. s. 19.82 (2) (definition of meeting), s. 19.83 (meetings of governmental bodies), and s. 19.84 (public notice). I also reviewed Wis. Stat. s. 15.07 (3) (frequency of meetings).

It is my recommendation that the Boards change very little of the current structure. The real issue may be one of perception, rather than reality. I also believe three important messages should be communicated to the Board members and the public: 1) the JI meeting serves as a formal meeting of each of the three retirement Boards and 2) separate meetings of each of the retirement Boards will be held as necessary and 3)

Reviewed and approved by Robert J. Conlin, Secretary

Electronically Signed 3/14/13

Board	Mtg Date	Item #
JI	3.7.13	4A

action will be taken only at those separate meetings (the ETF Board meets quarterly per the statutes, while the TR Board and WR Board must meet at least annually).

Current Structure

- The Notice of Meeting and agenda for each JI meeting identify it as a meeting of all three boards.
- The minutes for each JI meeting identify it as a meeting of all three Boards.
- The Notice of Meeting of each separate retirement Board essentially is identical to the Notice of Meeting for the JI meeting.
- Each Notice of Meeting complies with Wis. Stat. s. 19.84 regarding the requirements for giving the public notice of meetings of a governmental body.
- The seating arrangement for the JI meeting has members of each board sitting as a group (or at least next to each other).

Recommendations

- No change to the Notice of Meeting for the JI meeting.
- No change to the current seating arrangement of Board members.
- Change the caption for the Agenda for the JI meeting to read "Joint Meeting of the Wisconsin ETF, TR and WR Boards" (delete the word Informational).
- Change the Notice of Meeting for the JI meeting to expressly include a sentence that reads "No action other than approval of minutes will be taken at this joint meeting."
- Separate meetings of each retirement Board should be held to take action (other than approving minutes) and should be held upon the call of the Board chair or a majority of the members of the Board.
- At the March 7, 2013, JI meeting, each of the three Board chairs could confirm that the joint meeting is considered an official meeting of each board and that separate meetings of each board will be held to take action as necessary.
- The minutes of the JI meeting should include that announcement for the historical record.

Finally, I believe the foregoing structure and communication is consistent with Wis. Stat. s. 15.07 (3), which concerns frequency of Board meetings. Paragraph (a) concerns the ETF Board and provides in part: "If a department or independent agency is under the direction and supervision of a board, the board shall meet quarterly and may meet at other times on the call of the chairperson or a majority of its members." Paragraph (b) concerns the TR Board and WR Board and provides in part: ". . . each board not covered under par. (a) shall meet annually, and may meet at other times on the call of the chairperson or a majority of its members."

Staff will be at the meeting to answer any questions.