



MINUTES
Rules and Personnel Committee
May 19, 2010

A meeting of the Rules and Personnel Committee of the Board of Trustees of the Illinois Teachers' Retirement System was held on May 19, 2010 at the Springfield office of the Illinois Teachers' Retirement System, 2815 West Washington Street. Sharon Leggett, Chair, called the meeting to order at 2:08 p.m. A quorum was present.

Roll call attendance was taken with the following committee members present: Sharon Leggett (Chair), Molly Phalen (Vice Chair), Mike Busby, Jan Cleveland, and Bob Lyons. Other trustees present: Marcia Boone, Sid Marder, Cynthia O'Neill, Janice Reedus, and Sonia Walwyn.

Others present: Stan Rupnik, CIO & Acting Exec. Director; Tom Gray, General Counsel; Cynthia Fain, Sr. Assistant General Counsel; Jana Bergschneider, Director of Administration; Kathleen Farney, Director of Research; Rich Frankenfeld, Director of Outreach; Gina Larkin, Director of Human Resources; Stacy Smith, Director of Internal Audit; Melissa Oller, Internal Auditor; Dave Urbanek, Public Information Officer; Tammy Green, Assistant to the Executive Director; Sue Billington, Executive Assistant; Pat Donohue (State Street); and John Long, Cavanagh & O'Hara (Fiduciary Counsel).

Visitors present: Dennis Murfin, IRTA Rep.; Shirley Dodds, IRTA Rep.; Don Davis, IRTA Rep.; and Jack Tucker, IEA-R.

Approval of Minutes

A draft of the minutes from the February 25, 2010 Rules and Personnel Committee meeting was sent to the committee members for review. On a motion by Marcia Boone, seconded by Molly Phalen, and by unanimous voice vote, the minutes were approved as printed.

Standing Committees 2010-2011

Vice President: A motion was made by Jan Cleveland, seconded by Mike Busby, to retain Molly Phalen as Vice President of the Board.

Investment Committee: A motion was made by Bob Lyons, seconded by Jan Cleveland, to retain Cynthia O’Neill as Chair of Investments. A motion was made by Bob Lyons, seconded by Molly Phalen, to elect Mike Busby as Vice Chair of Investments.

Legislative Committee: A motion was made by Sharon Leggett, seconded by Marcia Boone, to retain Jan Cleveland as Chair of the Legislative Committee. A motion was made by Marcia Boone, seconded by Jan Cleveland, to retain Cinda Klickna as Vice Chair of the Legislative Committee. Members include Trustees Lyons, Marder, and Boone.

Rules & Personnel Committee: A motion was made by Jan Cleveland, seconded by Mike Busby, to retain Sharon Leggett as Chair of the Rules & Personnel Committee. A motion was made by Marcia Boone, seconded by Mike Busby, to retain Molly Phalen as Vice Chair of the Rules & Personnel Committee. Members include Trustees Busby, Cleveland, and Kiser.

Claims Hearing Committee: A motion was made by Jan Cleveland, seconded by Sharon Leggett, to retain Cynthia O’Neill as Chair of the Claims Hearing Committee. A motion was made by Janice Reedus, seconded by Marcia Boone, to retain Jan Cleveland as Vice Chair of the Claims Hearing Committee. Members include Trustees Reedus and Marder (alternate).

Audit Committee: A motion was made by Molly Phalen, seconded by Bob Lyons, to elect Janice Reedus as Chair of the Audit Committee. A motion was made by Jan Cleveland, seconded by Sharon Leggett, to elect Sonia Walwyn as Vice Chair of the Audit Committee. Members include Trustees Boone, Cleveland, and Klickna.

A motion was made by Molly Phalen, seconded by Marcia Boone, that the committee recommend to the Board to accept the FY 11 standing committees as presented. The motion passed by a unanimous voice vote.

Vote by Phone

Under current Board Bylaws, trustees who participate in board or committee meetings by telephone or video or audio conference are not entitled to vote. Discussion was held whether to revise the bylaws to allow trustees to vote by phone only during special meetings when personal attendance is not possible due to personal illness, disability, employment purposes, TRS business, or a family or other emergency. A quorum of trustees must still be physically present at the meeting location. Vote by phone would not apply to regular meetings.

A motion was made by Mike Busby, seconded by Bob Lyons, to direct legal counsel to provide a draft of revised bylaws, subject to Open Meetings requirements, to allow absent members of the Board to vote by phone for special meetings only. The revised bylaws will be reviewed and discussed by the Board at its next meeting. The motion passed by voice vote. Trustees Phalen and Cleveland voted in opposition.

ADJOURNMENT

On a motion by Jan Cleveland, seconded by Mike Busby, and by unanimous voice vote, the meeting adjourned at 2:38 p.m.

Stan Rupnik, Acting Executive Director

Approved _____