ARLINGTON COUNTY EMPLOYEES' RETIREMENT SYSTEM

Board of Trustees November 2, 2023, Meeting Minutes

Voting Members:
Mr. Jonathan Kinney, President
Mr. Richard Alt, Vice President (via TEAMS)
Ms. Michelle Cowan, Treasurer (left at 12:25)
Ms. Michael-dharma Irwin, Secretary (left at 11:57)
Mr. William Ross, Assistant Treasurer
Ms. Barbara Donnellan (via TEAMS)
Mr. Brian Lynch (via TEAMS) (left at 12:23)

Substitute Members:
Ms. Emily Hughes (left at 12:23)
Mr. Matt Martin

Substitute Members Absent:
Mr. Carl Newby

Others Present:
Ms. Susie Ardeshir, Executive Director
Ms. Randee Stenroos, Assistant Director
Ms. Katrina Milne, Analyst
Mr. Stephen Euell, Accountant
Mr. Rob Gooderham, Windmark
Mr. Garry Musto, Windmark
Mr. Pat Paoli, Windmark
Mr. Drew Dinger, Windmark
Mr. Jim McGovern, Franklin Park
Mr. Matt Castaldo, Franklin Park
Mr. Michael Bogdan, Post Road
Ms. Blair Ritchie, Post Road
Mr. Doug Kaden, SDC
Ms. Julie Reiser, CohenMilstein
Mr. Michael Eisenkraft, CohenMilstein

THE MEETING CONVENED AT 8:30 AM

The President of the Board, Mr. Jonathan Kinney, called the meeting to order. The meeting was held at 2100 Clarendon Boulevard, Conference Room 311, and electronically via Microsoft Teams, consistent with the Virginia General Assembly and Arlington County policies for electronic participation in meetings.

CONSENT LIST

A motion to approve the consent list, consisting of the meeting minutes from October 5, 2023, was offered by Mr. Ross and seconded by Ms. Cowan. The motion passed by a vote of 7 – 0.

PRIVATE PARTNERSHIP COST STRUCTURES

Windmark Investment Partners provided an overview of private partnership cost structures. They noted. Fees for the ACERS program are reasonable, and performance is reviewed net of fees. Mr. Lynch asked if legal and consultant expenses could be wrapped into the performance fee.

DIGITAL INFRASTRUCTURE

Windmark Investment Partners and Franklin Park presented on investing in digital infrastructure.

CLOSED SESSION

A motion was offered by Ms. Irwin, seconded by Ms. Donnellan, and passed by a vote of 7-0 to enter into a closed session for discussion by the Board regarding the acquisition, holding, or disposition of a security or other ownership interest in an entity, where such security or ownership interest is not traded on a governmentally regulated securities exchange, to the extent that such discussion (i) concerns confidential analyses prepared for the Board under a promise of confidentiality, of the future value of such ownership interest or the future financial performance of the entity, and (ii) would have an adverse effect on the value of the investment to be acquired, held, or disposed of by the retirement system pursuant to Virginia Code sections §2.2-3711 A (20) & (38) and §2.2-3705.7 (24). The closed session began at 9:42 AM.

The Board returned to the open session at 12:10 PM. On a motion by Ms. Hughes, carried by a vote of 7-0, the voting was recorded as follows:

Member	Vote
Mr. Alt	Aye
Ms. Cowan	Aye
Ms. Donnellan	Aye
Mr. Lynch	Aye
Mr. Ross	Aye
Ms. Hughes	Aye

The Board certified that only public matters lawfully exempted from the open meeting requirement by Virginia law and identified in the motion convening the closed session were heard, discussed, or considered by the Board.

Upon returning to open session, Mr. Ross, seconded by Ms. Donnellan, made a motion to approve a commitment of $15 million to Post Road Special Opportunity Fund III, subject to satisfactory negotiation of documentation, and SDC Digital Infrastructure Opportunity Fund IV approval is pending further diligence. Capital calls will be funded via the Northern Trust Short-Term Investment Fund or the Vanguard 500 Index Fund, as necessary, at the staff's discretion, and staff will be authorized to take the actions required to implement approved investments. The motion passed by a vote of 6-1, with Ms. Cowan dissenting.

KEY UPDATES

Julie Reiser and Michael Eisenkraft, from CohenMilstein, provided an overview of stock lending antitrust litigation given the Equilend Securities Lending Case and Settlement.

Ms. Ardeshir discussed potentially deferring or canceling the January training session. The matter will be brought back to the December meeting.

THE MEETING ADJOURNED AT 12:48 PM

ARLINGTON COUNTY VIRGINIA

EMPLOYEES' RETIREMENT SYSTEM

Board of Trustees
Education Session Minutes
November 1, 2023

The meeting was held electronically via Microsoft Teams.

All participants attended virtually. The open meeting was available to the public via Microsoft Teams.

Members Present:	Mr. Jonathan Kinney, President
	Mr. Rich Alt, Vice President
	Ms. Michael-dharma Irwin, Secretary
	Mr. William Ross, Assistant Treasurer
	Mr. Matthew Martin
	Ms. Michelle Cowan, Treasurer
Others Present:	Ms. Susie Ardeshir, Executive Director
	Ms. Randee Stenroos, Assistant Director
	Ms. Katrina Milne, Analyst
	Mr. Rob Gooderham, Windmark Investment Partners
	Mr. Garry Musto, Windmark Investment Partners
	Mr. Dan Barner, Windmark Investment Partners
	Mr. Drew Dinger, Windmark Investment Partners

The training session began at 5:00 PM.

Ms. Ardeshir presented a Peer Risk Study.

The training session adjourned at 5:50 PM.