

Draft Minutes

Land Trusts Protection & Advocacy Committee
Tuesday, January 10, 2023 | 10 a.m. - 12 p.m.

Electronic Meeting with Anchor Location
310 S Main St., Ste. 1275, Salt Lake City, UT 84101

In-Person Participants:

Steven Ostler, Advocacy Committee Chair
Paula Plant, Advocacy Committee Vice Chair
Richard Ellis, Advocacy Committee
Louie Cononelos, Advocacy Committee
Kim Christy, Advocacy Office Director
Jessie Stuart, Advocacy Office Specialist
Michelle McConkie, SITLA Director

Peter Madsen, SITFO
Kirt Slaugh, Office of State Treasurer
Brittany Griffin, Office of State Treasurer

Zoom Participants:

Brigham Tomco, Advocacy Committee
Marla Kennedy, SITLA

1. Call meeting to order

Meeting called to order by Chair Ostler at approximately 10 a.m.

2. Chairman's Report

Chairman Ostler welcomed meeting participants.

3. Approval of Minutes

Ms. Plant motioned to approve the November 15, 2022 meeting minutes. Mr. Cononelos seconded. The vote was unanimous in the affirmative.

Record of vote:
Steve Ostler
Paula Plant

Louie Cononelos
Richard Ellis
Brigham Tomco

4. Calendar and confirmation of meeting dates

The Committee reviewed the calendar dates included in the meeting packet. Ms. Stuart noted that the Committee meeting in July has been changed from July 11 to July 18 due to a conflict with the National Association of State Trust Lands Conference.

5. Stakeholder and Public Input

No public input was provided.

6. Trust Lands System Reports

TLAC Report: Ms. Plant reported that TLAC is working to implement most of the items in the November 15, 2022 minutes and no further update is necessary. However, she noted that she has received a lot of positive feedback about the Advocacy Office, including the appointment of Mr. Christy and the continued outstanding work of Ms. Stuart.

SITLA Report: Ms. McConkie reported that SITLA, SITFO, and the Advocacy Office have been conducting legislator outreach. That has been an overall positive experience.

Ms. McConkie reported SITLA will be moving to a new office near City Creek in March or April of 2023. The team is preparing for potential challenges associated with the move to allow for a smoother transition.

Ms. McConkie reported that SITLA is undergoing a rebranding effort, which will debut in the next month or so. The Advocacy Office will be part of the new website that is being created.

Ms. McConkie reported that SITLA is working on a strategic plan, including a one-year and five-year plan. While the organization has previously had goals and objectives, it has never had an overarching plan. SITLA will provide additional information when it becomes available.

Ms. McConkie reported on federal land exchanges. SITLA continues to work on the Dingell Land Exchange, which is largely land in Emery County. The exchange is currently in the appraisal process. SITLA hopes to finish the exchange in the next year. SITLA is continuing discussions surrounding the Bears Ear National Monument exchange.

SITFO Report: Mr. Madsen stated that he has also had a positive experience with the legislator outreach effort.

Mr. Madsen referenced the presentation provided in the meeting materials. For the administrative update, Mr. Madsen reported that Eide Bailly completed the annual financial statement audit for fiscal year 2022, and the audit was described as extremely clean. The Office of State Auditor outsources this audit because of the complex nature of the investments. The audit is available to the public on SITFO's website.

Mr. Madsen provided a trustee update. He reported that David Nixon was elected as vice chair of the board of trustees. He was one of the original board members. Mr. Madsen stated that Mr. Nixon asks tough questions, is thoughtful on governance, and raises the bar for the organization. There is currently one vacancy on the board, and there will be an additional vacancy in June.

Mr. Madsen provided a Finance Committee update. The Finance Committee is comprised of two trustees. The director of the Advocacy Office is welcome to attend those meetings and historically has attended. Mr. Madsen referred to the fees and expenses table, which can be found in the presentation. He noted that SITFO is not fully invested in private markets, whereas peer institutions are. SITFO relies more heavily on consultants than peers. Additionally, peers have more staff but also larger portfolios. All of these factors should be considered when comparing fees. Based on these comparisons, SITFO is lower than peer institutions. Mr. Madsen noted that SITFO is not managing to peer institutions. Rather, SITFO uses the information to ensure it avails itself with proper resources, while also being mindful of costs.

Mr. Madsen provided an investments update. He stated SITFO reviews the Investment Policy and Investment Beliefs statements annually. Minor adjustments have been made and were adopted in the last board meeting. Those are publicly available on SITFO's website.

Mr. Madsen reported on performance and risk. He stated SITFO is in compliance with its investment policy statement across all measures. With markets in a general decline, SITFO was slightly underweight with public equity. That has since been resolved.

Mr. Slauch asked about SITFO's rebalancing policy and how often the organization revisits and balances back to targets on the public equities.

Mr. Madsen replied that it is largely cash flow driven. SITFO receives cash flows from SITLA monthly and some of the more income-driven managers or the private managers making distributions. SITFO has targets in mind of where it should be positioned and manages based on those targets.

Mr. Slaugh asked if SITFO has a tactical overlay as well.

Mr. Madsen said it isn't a tactical overlay but rather a long-time view on where the portfolio should be based on risks and expected returns.

Mr. Slaugh asked if that results in a tactical allocation.

Mr. Madsen agreed that it could be called a tactical allocation largely based on cash flow.

Mr. Madsen reported that as of the third quarter, the total portfolio return is -6.75 compared to a benchmark of -9.13 over a one-year period. SITFO is closer to the benchmark over longer-term periods. 2022 figures are estimated and not precise. Estimates predict that it may be down as much as 8% for the year. If you take a 70/30 portfolio of global stocks and U.S. bonds, that figure for the year would be -22%.

Mr. Madsen provided a quarterly review. Each quarter, SITFO has a closed session to talk in detail about the managers of a given category. This quarter was growth. SITFO talked about public and private equity with the consultants, trustees, and staff. Every quarter, there is a CIO review or update, which is more of an executive session.

Protection & Advocacy Committee Report: Mr. Christy thanked the directors of the Trust System for their patience over the last two months as he gets up to speed in his new role. He reported he had the opportunity to meet both the chair and vice chair of TLAC, an important committee of education community leaders that works closely with Ms. Plants office. He attended January's TLAC monthly meeting where a question came up on whether or not protection was still a key part of the Advocacy Director's key responsibilities. Mr. Christy shared that he tried to correct any that false narrative that this office was an extension of public relations and advocacy on behalf of SITLA. Mr. Christy emphasized that there has never been a discussion about diminishing the role of the office to protect. Protection is the most important role, and the office intends to fulfill that role and understand that is the direction of the Advocacy Committee as well.

Mr. Christy reported that SITLA is working on a land exchange involving properties managed on behalf of the Utah State University and Public School beneficiaries in Grand and Duchesne Counties, specifically located on the North La Sal and Tabby Mountain Blocks. Mr. Christy reported that he originally had some concerns arise about equity of the exchange between the beneficiaries and appreciates SITLA's willingness to go back to the drawing board, secure an appraisal, and make adjustments that are defensible and represent an equal trade of the respective properties. An appraiser has been secured, and SITLA is working on creating better balance within the exchange between the beneficiaries. A similar beneficiary exchange will be pursued on the South La Sal block.

Mr. Christy reported that another responsibility of this office that has resonated with him is his responsibility as well as the responsibility of the Office and Committee is to see that the integrity of the distribution system is working properly. The Advocacy Office helped facilitate a meeting between a few administration professionals from a school district that had some questions and concerns about the distribution process and the School Children's Trust Office. Scott Jones also attended the meeting. Mr. Christy commended the commitment and passion of the district and expressed appreciation for the opportunity to help facilitate a conversation to address matters where there had been confusion. Mr. Christy stated that the meeting was very productive, and each attendee left with a better understanding and appreciation for the process.

Mr. Christy reported that he had the opportunity to interview with a news organization in Park City and thanked Dr. Brittany Griffin for her successful media outreach strategies.

7. Beneficiary outreach & advocacy report

Ms. Stuart reported that SITFO had approached the Advocacy Office with a request to create a slide deck that reflects each of the beneficiaries of the Trust System and how they benefit from trust land distributions. This would be used by SITFO to help communicate their mission and get into difficult to reach investment firms. Ms. McConkie also expressed interest in utilizing this information to help assist them in their outreach efforts as well. The first draft will be available in about a week.

Ms. Stuart reported on the use of a newsletter that the Advocacy Office has started to implement to better facilitate regular communication between the office and each of the beneficiaries. The updates are a condensed, synthesized newsletter that provides key updates regarding the trust as a whole and key updates for each beneficiary. Ms. Stuart expressed that the updates have been positively received and will continue to be refined. Mr. Ostler and Mr. Christy and praised Ms. Stuart for her diligent work.

8. Legislative updates and outreach materials

Mr. Christy discussed the legislative strategy meetings that take place collaboratively between the Trust System agencies each week. The Advocacy Office leads and facilitates a regular meeting between the Trust System agencies to create an atmosphere of unity and ensure proper communication between all parts of the system is happening. Mr. Christy thanked the treasurer's office, SITFO, SITLA, and the School Children's Trust Office in the outreach efforts and for the momentum that has been created moving into the legislative session.

Mr. Christy thanked everyone for their efforts especially the directors of each agency and their willingness to work collaboratively. Meeting with each legislator is key in creating awareness and understanding of the Trust Lands System mandate. While it is time intensive Mr. Christy believes that it will pay off in the long-term.

Ms. Stuart discussed the resources that are shared at each one-on-one visit, including a bi-fold that explains the Trust System in a clear, succinct, visual way and a customized distribution update. Ms. Stuart explained that similar individualized updates are being tailored for county commissioners as well as Utah State Board of Education (USBE) Board members.

Legislation Discussion Items

SITFO Report: Mr. Madsen provided an update on the intergenerational equity legislation SITFO will pursue this session. SITFO has met with Representative Moss and Representative Millner to obtain their recommendations on how to best move forward. Final confirmation to move forward on the legislation was obtained from the SITFO Board of Trustees in December with the timing of it largely in the hands of the sponsors. If the resolution to amend the Constitution passes, then it will go to the ballot and will require a major educational campaign.

There was caution expressed about timing of SITFO's amendment to the constitution. There is unrelated legislation that deals with funding education and income tax which would also require constitutional amendments and be on the ballot at the same time as SITFO's legislation. Because it can be difficult to understand and differentiate constitutional amendments this could have some negative implications for

SITFO's legislation passing the ballot.

Mr. Madsen also provided an update on SITFO's intentions to not pursue amendments to structure SITFO akin to Utah Retirement Systems. This push was to drive greater efficiency, but it is recognized that the topic needs to be researched further before pursuing legislation. SITFO is putting a working group together to discuss the topic further.

SITLA Report: Ms. McConkie reported that SITLA will be pursuing an amendment to code that will extend the reporting period by a few days associated with the mineral auction process. SITLA is also continuing to take action to keep the Bears Ears National Monument moving forward.

School Land Trust Office Report:

Ms. Plant explained proposed legislation that would allow an exemption to the makeup of a SCC through Board Rule for rural schools and alternative schools. Rural school that have difficulty seating councils members could have an exemption in unique circumstances.

Ms. Plant reported that they are also monitoring recommendations that came forward about accountability reporting, additional recommended reporting responsibilities could potentially fall to School Community Councils to complete. Ms. Plant expressed that there is always concern about additional responsibilities given to SCC's, especially when they are a volunteer body.

Margaret Bird and Mel Brown Proposed Legislative Changes:

Ms. Bird was asked to share legislation that she and Mr. Brown have been drafting to amend the Land Trusts Protection & Advocacy Office code. Ms. Bird referenced the presentation provided in the meeting materials. She presented historical background of congressional grants as well as a historical overview of Utah's history of Trust Land management. Following the historic background presentation, Ms. Bird moved into presenting proposed amendments to the Land Trust Protection & Advocacy Office.

These amendments would include changing the Advocacy "Committee" to Advocacy "Board" as well as the composition of that Board. Members that serve on that board would be represent rural and urban areas and chosen from school boards (USBA), parents, teachers, principals (elementary and secondary), rural superintendent, an at-large representative and other beneficiary representatives. Rather than members being appointed by the SITLA Board, SITFO Board, State Treasurer, or the LAND Trust Program administrator. The board could add professional members with expertise as needed, with flexible terms. In addition to changes to the composition of the Advocacy Committee, amendments would be made to move the School LAND Trust Program from USBE and be placed under the Advocacy Office instead.

Mr. Connelos inquired what concerns Ms. Bird and Mr. Brown have with the current Advocacy Committee composition drawing attention to the fact that it has two former trustees, people with private sector experience, and people with governmental and financial expertise.

Ms. Bird expressed her desire to create a structure that would not be potentially influenced by the trustees in the Advocacy Committee's oversight responsibilities. She expressed that she does not feel the current composition provides that protection and having beneficiary representation, with the flexibility to add committee members with specific expertise would. She expressed that she does not have a

problem with the current individuals on the Advocacy Committee but is rather looking at how to make it better, and to strengthen the integrity of the trust for the future.

Mr. Slaugh, Chief Deputy State Treasurer, expressed gratitude for the historic work that has been done by Ms. Birdt and Mr. Brown to get the system in place that exists today. However, Mr. Slaugh raised concerns with the proposed amendments. Mr. Slaugh stated the composition of the Committee today poses very little conflict of interest relative to the changes to the composition she was suggesting.

Ms. Bird felt that if the beneficiaries are not in the room and not part of the system of checks and balances that it would be difficult to maintain the integrity of the trust over time. Mr. Slaugh pointed out that everyone who is serving on behalf of the trust has fiduciary responsibility.

Mr. Connelos expressed a respect and reverence for the trust management structure that is currently in place because of the instrumental work of Ms. Bird and Mr. Mel Brown. Mr. Connelos shared however, that he likes the composition of the current Advocacy Committee as it exists with private sector experience, governmental experience, and education experience but would not be opposed to considering adding additional voice from beneficiaries. He expressed that the current proposal from Ms. Bird is totally out of balance and wondered if the proposed composition as Ms. Bird has presented it would have true objectivity.

Ms. McConkie, SITLA Director, said she understands that the Advocacy Committee has a very important protection role and that that role is respected within SITLA. Additionally, the management of the trust lands is much more transparent than it had been in the past. Ms. McConkie expressed that it would be hard for the Advocacy Committee to protect the trust if they don't have the experience and capacity to really understand the complex decisions that trustees make. She expressed that if the professional capacity is not there, the ability to be an effective watchdog is not there. Ms. McConkie stated she feels that the current system is quite effective.

The Advocacy Committee discussed Ms. Bird's proposed amendment to move the administration of the School Land Trust Program away from the Utah School Board of Education and under Advocacy Office. Louie asked how many staff members would be needed to administer the LAND Trust Program if it was moved. Ms. Bird believed it to be the three staff members that currently administer the program.

Ms. Plant explained a few differences to the administration compared to 10 years ago when Ms. Bird administered the Land Trust Program. Ms. Plant shared that there are numerous resources from the USBE that are utilized to help effectively administer the LAND Trust program that were not utilized in the past. Several examples including working with experts in auditing, finance, compliance review, data analysis and legal guidance were provided. There is a slight overhead costs for her office but there is no additional outside payment for this level of professional help and expertise. The ability to tap into these resources has been extremely valuable.

Ms. Plant explained that her office takes their role to administer the LAND Trust Program very seriously. There wouldn't be the same level of support and resources should the office be moved under the Advocacy Office. Nor, would the Advocacy Office have the budget available to obtain the same level of expertise and resources as currently available at USBE. Ms. Plant said those resources are utilized every day and help make their work more effective.

Ms. Plant also explained that the School Children's Trust Office works closely with management at USBE where they have been able to work collaboratively to solve any problems.

Mr. Ostler spoke to the proposed amendments to the Advocacy Committee composition. He emphasized the importance of being able to protect the trust. He sees 90% of protection of the trust happening at the SITFO and SITLA Board of Trustee level and that by removing the current expertise and years of experience that it would weaken the trust rather than strengthen it. To catch any potential issues that might arise 10% of the time, the Trust would be best served by an Advocacy Committee that is comprised of experts and individuals that have already proven years of commitment and expertise to the beneficiaries.

Ms. Bird commented that there is no beneficiary representation on the Advocacy Committee and feels strongly that beneficiaries need have a role in the process. Mr. Christy asked if she sees the seat on the Advocacy Committee that administers the LAND Trust Program as beneficiary representation. Ms. Bird felt it was not because they work for USBE and USBE is not a beneficiary, emphasizing the common schools are the beneficiary.

Mr. Ostler stated that he felt the Advocacy Committee has shared their views and thoughts with Ms. Bird regarding her proposed amendments and needed to move forward on the agenda. He would be willing to have additional conversations about how to add beneficiary representation but couldn't support it as currently drafted. Additionally, Mr. Ostler voiced his thoughts that the Advocacy Committee would not support moving the administration of the School LAND Trust program, and doing so would be a huge mistake. Ms. Bird admitted that she was not aware of some of the changes that USBE had made that Ms. Plant had discussed. Ms. Plant asked for clarification on a comment Ms. Bird made about USBE not having accountability to the beneficiaries. Ms. Bird explained that If the School LAND Trust Program is going to stay at USBE their needs to be something in the code that requires accountability to the beneficiaries.

Mr. Connelos inquired about composition of the SITLA Board Nominating Committee. Ms. Bird confirmed that was an additional aspect of the proposed changes but did not present on it due to time. She suggested potentially increasing the Advocacy Committee to seven members so that beneficiaries have a majority vote on the SITLA Board Nominating Committee.

The conversation concluded that it would be better to continue the conversations and work on finding solutions together.

Protection & Advocacy Office

Mr. Christy emphasized that it may be a sensitive time on the hill this session with regards to public education funding and it would be in the best interest of the Trust to work as a cohesive unit rather than create fragmentation.

Mr. Cristy provided his legislative update. He received confirmation from representative Snider that the bill file dealing with sale and trust land disposal requirements will not be pursued this session and was a file from last year.

Additionally, Mr. Christy mentioned a bill from Representative Phil Lyman dealing with land exchanges. The bill file does not have text, but it is believed that it proposes land exchanges must relinquish and

obtain acreage within the same county boundary. Mr. Christy emphasized the need to have the ability to go where the resources are and feels the Trust has an audience that could help oppose this bill.

Lastly, Mr. Christy addressed the exhibit c, "Pursuit of SITFO Restructuring – Concerns/Questions". Mr. Christy explained this document was *not* a representation to kill the effort of SITFO to explore stronger independency. Rather it is intended to be a starting point to do a deeper dive on the topic and to be used to help facilitate discussion while researching the topic.

State Treasurer's Office

Mr. Slauch and Dr. Griffen mentioned there would be legislation dealing with proxy voting to help ensure proxy voting is being done on behalf of the beneficiaries and not stakeholders. There is no text yet for the bill.

9. Committee action related to pending legislation

No formal action needed; the Advocacy Committee moved to the next item.

10. SITFO and SITLA Nominating Committee update

Mr. Ostler informed the group that Mr. Christy and Ms. Stuart would send an update on the SITFO and SITLA Nominating Committee and moved to the next agenda item.

11. Closed Meeting:

The Committee may enter a closed session pursuant to Utah Code §52-4-205(c) to discuss matters related to potential litigation.

Mr. Ostler entertained a motion to move into closed session. Mr. Cononelos motioned to move into closes session. Ms. Plant seconded. The vote was unanimous in the affirmative.

Record of vote:

Steve Ostler
Paula Plant
Louie Cononelos
Richard Ellis
Brigham Tomco

12. Committee action related to potential litigation (as necessary)

No formal action needed.

13. Meeting adjourned

Ms. Plant moved to adjourn. Mr. Ellis seconded. The vote was unanimous in the affirmative.

Steve Ostler
Paula Plant
Louie Cononelos
Richard Ellis
Brigham Tomco