

**Maryland 529
Meeting Minutes**

**November 21, 2019
9:15 AM – 1:30PM**

**Maryland 529
217 E. Redwood Street, Suite 1350
Baltimore, MD 21202**

Board Members/Designees Present

Nancy K. Kopp, State Treasurer and Board
Chair
Geoffrey Newman, Secretary of Higher
Education's Designee, and Board Vice Chair
Justin Hayes, Maryland Comptroller's
Designee, and Board Secretary
Carol Beatty, Secretary of Maryland
Department of Disabilities
Amalie Brandenburg, Superintendent of
School's Designee
Ellen Herbst, Chancellor of University System
of Maryland's Designee
Keith Persinger
Joanna Pratt

Board Members Present via Conference Call

Carol Coughlin
Peter Tsirigotis
Dr. Lisa Weah

Staff, Representatives and Guests

Erin Layton, Executive Director and Interim-
Director of Investments & Cash Management
Bernadette Benik, Chief Deputy Treasurer
Michelle Winner, Director of Marketing &
Public Relations
Bette Ann Mobley, Director of ABLE
Meghan Marek, Assistant Attorney General
Maria Dodge, Executive Associate
Glenn Ross, Marquette Associates
Dave McAvoy, T. Rowe Price

Maryland 529 Board Meeting

Treasurer Kopp called the meeting to order at 9:15am.

- Approval of Minutes

Treasurer Kopp asked for comments on the minutes from the October 29, 2019 Board meeting. There being none and upon motion duly made and seconded, it was unanimously

RESOLVED, that the minutes for the October 29, 2019 Board meeting are hereby approved.

- Administration, Personnel and Finance (APF) Committee Report

Mr. Newman presented the APF Committee Report to the Board.

The first recommendation from the Committee was for the Board to approve the FY 2021 budget for Maryland 529, as presented. After review and upon motion duly made and seconded, it was unanimously

RESOLVED, that the Maryland 529 Budget for the FY 2021 is approved.

Peter Tsirigotis joined the meeting.

The second recommendation from the Committee was for the Board to approve the FY 2021 budget for Maryland ABLE, as presented. After review and upon motion duly made and seconded, it was unanimously

RESOLVED, that the Maryland ABLE Budget for the FY 2021 is approved.

Mr. Newman then reviewed the recommendation that the Board approve the recruitment and hiring of the Director of Investments and Cash Management (“CIO”). The Committee also recommended that the Board approve the revisions to the Organizational Chart to reflect that the position will report administratively to the Executive Director and report to the Investment Committee regarding investments and investment advice.

Ms. Layton explained that the only change to the position description was to change the oversight from all banking to custodial banking. There was a discussion regarding the reporting lines and the percentage of time allotted to each responsibility in the job description, which Ms. Layton said could be added to the description. The Board would like it to be clear that the CIO understand that she/he can and should bring their opinion to the Board even if it differs from the Executive Director.

There being no more discussions and upon motion duly made and seconded, it was unanimously

RESOLVED, that the Board approves the position description for the Director of Investments and Cash Management and directs the Executive to proceed with the recruitment.

The next recommendation of the Committee was for the Board to approve changing the Director of Operations position to an Associate Director of Finance position and that the Agency’s Organizational Chart be updated to reflect reporting lines.

Ms. Layton reviewed the job duties and discussed the assistance that position would be able to provide to the Director of Finance. After discussion regarding reporting lines, checks and balances of the job functions and how it relates to the Compliance and Audit Manager position, and upon motion duly made and seconded, it was unanimously

RESOLVED, that the Board approves changing the Director of Operations position to an Associate Director of Finance position, as well as the job description for the new position, as amended.

The Committee also recommended to the Board that the Compliance/Audit position be changed from an internal position to an external position. The Board discussed the unsuccessful recruitment for an in-house person as well as the pros and cons of engaging an outside firm to perform the task. Thereafter and upon motion duly made and seconded, it was unanimously

RESOLVED, that the Board approves changing the Compliance/Audit position from an internal position to an external position and that a Task Order Request for Proposal (“TORFP”) be issued for an outside contract to perform the functions for one year with an option for three, one-year renewals.

The Board also requested that the Compliance Position be added back into the Organizational Chart, even though the position will be outsourced.

Dr. Weah joined the meeting.

The Committee’s next recommendation was to approve the revised Organizational Chart with the additional changes discussed at this meeting. After summarizing the amendments, and upon motion duly made and seconded, it was unanimously

RESOLVED, that the Board approves the Agency’s Organizational Chart, as amended.

The Committee presented a recommendation that the Board approve a revision to the Incentive Program Policy to reflect that the policy could be facilitated by a coordinator assigned by the Executive Director, subject to legal verification.

There was a discussion regarding the function of the coordinator, the statute requirements and the necessary program criteria needed. After additional discussion regarding the approval process, including having approvals for Outstanding Service awards to be approved by the Board prior to award, and upon motion duly made and seconded, it was unanimously

RESOLVED, the Incentive Program Policy be approved, as amended.

Mr. Newman next presented the revised Charter of the Committee on Administration, Personnel and Finance for Board approval. The Board requested the Committee’s review of recommendations for Outstanding Service Awards be added to the Charter. Thereafter, upon motion duly made and seconded, it was unanimously

RESOLVED, that the Committee’s Charter is hereby approved as revised.

The Committee also recommended that the Board approve the revised Executive Director’s position description giving the Executive Director flexibility to move agency positions around, below a management level, without review of the Committee or formal approval of the Board. . After a discussion that the Board would still approve changes at the management level, and be informed of lower-level changes, and upon motion duly made and seconded, it was unanimously

RESOLVED, the Executive Director’s position description is hereby approved, as presented.

- Legal - Board Communication Policy

Ms. Marek presented the draft Board Communication Policy for approval. There being no discussion, and upon motion duly made and seconded, it was unanimously

RESOLVED, the Board Communication Policy is hereby approved.

- Annual Report Summary

Ms. Winner presented the Annual Report Summary to the Board for approval noting that this year it will be available online and will not be mailed to account holders. The Board noted that the report reflects the data already reviewed in the Annual Report and that the Summary was subjected to review by legal and the agency's management staff.

Ms. Joanna Pratt entered the meeting.

There was a discussion regarding several non-substantive revisions to the summary. It was determined that the issue of adding designees to the report will be discussed in the future. There being no more comments, and upon motion duly made and seconded, it was unanimously

RESOLVED, the Annual Summary Report is hereby approved, as amended.

- Executive Director's Report

Ms. Layton presented the Executive Director's Report to the Board. She provided several updates on various items. She then noted that there had been confusion regarding the Maryland ABLE Program recently and wanted to bring it to the attention of the Board. Ms. Mobley informed the Board of recent account holder confusion between the Maryland ABLE and ABLE Now (Virginia) programs. There was then discussion regarding potential steps that could be taken to help ensure account holders understand which account they are opening and staff was directed to pursue various solutions and report back on their efforts.

- Closed Session

Upon motion duly made and seconded, it was unanimously

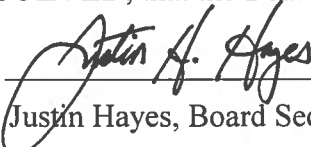
RESOLVED, that the Maryland 529 Board moves into a closed session in accordance with Maryland Code, General Provisions §§ 3-305(b)(7), (13) to discuss the final audit report responses which contains information not subject to the Open Meetings Act and to seek the advice of counsel on these matters.

The closed session concluded and the regular session of the meeting resumed at 1:30pm.

It was announced that during the closed session the Board discussed, revised and finally approved the Agency's response to the OLA report and directed the Executive Director to forward the responses to the OLA after a final check for grammatical errors.

With there being no further business, upon motion duly made and seconded, it was unanimously

RESOLVED, that the Board meeting is adjourned at 1:35 pm.

Approved: 
Justin Hayes, Board Secretary

Date: 1/14/2020

Exhibit List

- 1A – Agenda
- 1B – Minutes from the 10/29/19 Board Meeting
- 4 – Administration, Personnel & Finance Committee’s Report
- 4A1 – Maryland 529 FY2021 Budget

- 4A2 – Maryland ABLE FY2021 Budget
- 4B1 – Director of Investment & Cash Management Job Announcement
- 4B2 - Director of Investment & Cash Management Position Description
- 4C1 – Associate Director of Finance Duties
- 4D – Organizational Chart
- 4E – Administration, Personnel & Finance Committee’s Charter
- 4F1 – Incentive Award Policy
- 4F2- Incentive Award Policy Recommendation Forms
- 4G – Executive Directors Position Description
- 5 – Board Communication Policy
- 6 – Annual Report Summary
- 7 – Executive Director’s Report