

**MINUTES
SCHOLARSHARE INVESTMENT BOARD**

MARCH 23, 2023

Chair Fiona Ma called the meeting to order at 1:32 PM.

ScholarShare Investment Board Members Present:

- Fiona Ma, State Treasurer, Chair
- Patrick Henning for Fiona Ma, State Treasurer, Chair
- Juan Fernandez for Fiona Ma, State Treasurer, Chair
- Gayle Miller for Joe Stephenshaw, Director, Department of Finance (via teleconference)
- Lisa Constancio for Brooks Allen, Executive Director, State Board of Education (via teleconference)
- Hal Geiogue, Governor Appointee (via teleconference)
- David Lizarraga, Speaker Appointee (via teleconference)
- Paul Martin, Governor Appointee (via teleconference)

ScholarShare Investment Board Members Absent:

- Angela Acosta-Salazar, Senate Rules Committee Appointee

ScholarShare Investment Board Staff Present:

- Julio Martinez, Executive Director
- Stanley Zeto, Deputy Executive Director
- Lori Mattson, Manager
- Noah Lightman, Manager, CSA Initiatives
- Ethan Caudillo, Office Technician
- Spencer Walker, General Counsel, State Treasurer's Office

ScholarShare Investment Board Consultants Present:

- Eric White, Principal, Meketa Investment Group (via teleconference)
- Andrea Feirstein, Managing Director, AKF Consulting Group (via teleconference)

ScholarShare 529 Plan Manager, TIAA-CREF Tuition Financing, Inc., Staff Present:

- Vivian Tsai, Head of Relationship Management
- Jeremy Thiessen, Senior Director, Investment Strategies of Education Savings
- Linda English, Senior Director
- Doug Harrison, Senior Director, Marketing
- Yvette Haring, Director
- Kristin Murphy, Director, Marketing
- Carrie Fisher Stone, Consultant (via teleconference)
- Jordan Jones, Investment Analyst (via teleconference)

Chair Ma declared a quorum present.

Agenda Item No. 2
Approval of Minutes from December 14, 2022 ScholarShare Investment Board Meeting

The minutes for the December 14, 2022 ScholarShare Investment Board (SIB or Board) meeting were presented to the Board.

Chair Ma asked for public comment. There was none.

Board Action

Motion to approve the minutes for the December 14, 2022 SIB meeting.

MOTION:	Member Geiogoue	SECOND:	Member Constancio
AYES:	Members Miller, Constancio, Geiogoue, Lizarraga, Martin, Ma		
NOES:	None		
ABSTAIN:	None		
ACTION:	MOTION PASSED		

Agenda Item No. 3
Approval of Minutes from January 24, 2023 ScholarShare Investment Board Meeting

The minutes for the January 24, 2023 SIB meeting were presented to the Board.

Chair Ma asked for public comment. There was none.

Board Action

Motion to approve the minutes for the January 24, 2023 SIB meeting.

MOTION:	Member Miller	SECOND:	Member Martin
AYES:	Members Miller, Constancio, Geiogoue, Lizarraga, Martin, Ma		
NOES:	None		
ABSTAIN:	None		
ACTION:	MOTION PASSED		

Agenda Item No. 4
Executive Director's Report

Stanley Zeto, SIB, provided updates on accounts, contributions, and assets for ScholarShare 529 (Plan) and on recent contracts and purchase orders.

Julio Martinez, SIB, provided general program updates, including SIB staff update, and federal and state legislation. Mr. Martinez responded to Member Ma's clarifying inquiries regarding updates on the state legislative bills.

Lori Mattson, SIB, provided marketing and outreach highlights, including updates on new partnerships, statewide outreach, and education activities, the 2022 Matching Grant Program, and the holiday promotion. Member Ma noted interest in partnering with county fairs within the state for potential on-site participation to increase awareness and education about the Plan and the California Kids Investment and Development Savings Program (CalKIDS or Program). SIB staff also responded to Member Ma’s inquiry about upcoming incentive offers for the Plan and the Program.

Chair Ma asked for public comment. There was none.

Agenda Item No. 5
Update on the California Kids Investment and Development Savings Program

Noah Lightman, SIB, provided an update on the California Kids Investment and Development Savings Program, including an overview of participation results, distributions, call center and website analytics, and program outreach. Mr. Lightman also noted a revision to the “Total” enrollment figure in the table on slide 2 of the CalKIDS Update document, correcting the figure from 3,631,339 to 3,576,714.

Mr. Lightman responded to Chair Ma’s inquiries about the seed deposits and incentives, the ScholarShare 529 account linkage process, requirements, reporting, and the Programs’ investment options for the CalKIDS accounts.

Chair Ma asked for public comment. There was none.

Chair Henning replaced Chair Ma at 2:24 PM.

Agenda Item No. 6
Resolution to Approve Changes to the ScholarShare Statement of Investment Policy

Mr. Martinez and Eric White, Meketa Investment Group (Meketa), provided an overview on the agenda item and presented SIB staff’s recommendation that the Board adopt Resolution No. 2023-02 approving changes to the ScholarShare Statement of Investment Policy (Investment Policy), as shown in redline.

Chair Henning asked for public comment. There was none.

Board Action

Motion to adopt Resolution No. 2023-02 approving changes to the Investment Policy.

MOTION:	Member Miller	SECOND:	Member Martin
AYES:	Members Miller, Constancio, Geiogue, Lizarraga, Martin, Henning		
NOES:	None		
ABSTAIN:	None		
ACTION:	MOTION PASSED		

Agenda Item No. 7
Resolution to Approve Changes to the ScholarShare Monitoring Procedures and Criteria

Mr. Martinez and Mr. White provided an overview on the agenda item and presented SIB staff's recommendation that the Board adopt Resolution No. 2023-03 approving changes to the ScholarShare Monitoring Procedures and Criteria (Procedures).

Chair Henning asked for public comment. There was none.

Board Action

Motion to adopt Resolution No. 2023-03 approving changes to the Procedures.

MOTION:	Member Miller	SECOND:	Member Constancio
AYES:	Members Miller, Constancio, Geiogue, Lizarraga, Martin, Henning		
NOES:	None		
ABSTAIN:	None		
ACTION:	MOTION PASSED		

Chair Fernandez replaced Chair Henning at 2:31 PM.

Agenda Item No. 8
Review and Analysis of Investment Performance for ScholarShare 529

Jeremy Thiessen, TIAA-CREF Tuition Financing, Inc. (TFI), presented TFI's Investment Performance Report for the Plan for fourth quarter 2022, comparing each underlying fund allocated to the portfolios in the Plan to applicable benchmarks.

Mr. White presented Meketa's Investment Performance Status Report and Watch Review Memo for the Plan for fourth quarter 2022.

Chair Fernandez asked for public comment. There was none.

Agenda Item No. 9
Marketing Update for ScholarShare 529

Doug Harrison, TFI, presented TFI's Q4 2022 Marketing Results for the Plan, highlighting marketing results for the fourth quarter of 2022 and outlining the marketing activities planned for 2023.

Chair Fernandez asked for public comment. There was none.

Agenda Item No. 10
Review of Administrative Performance for ScholarShare 529

Linda English, TFI, presented TFI's Administrative Performance Report for the Plan for fourth quarter 2022 relative to pre-established performance criteria and reported that TFI did not underperform in any of the performance areas.

Chair Fernandez asked for public comment. There was none.

Public Comment

Chair Fernandez called for public comment. There was none.

There was no further business before the Board. The Chair adjourned the meeting at 3:06 PM.