

**NORTH DAKOTA STATE INVESTMENT BOARD
EXECUTIVE REVIEW AND COMPENSATION COMMITTEE
MINUTES OF THE APRIL 9, 2025, SPECIAL MEETING**

MEMBERS PRESENT: Dr. Rob Lech, TFFR, Chair
Thomas Beadle, State Treasurer, Vice Chair

MEMBER ABSENT: Sen. Jerry Klein, LBSFAB

STAFF PRESENT: Scott Anderson, CIO
Rachel Kmetz, Interim CFO/COO
Missy Kopp, Executive Admin.
Sarah Mudder, Outreach/Communications Dir.
Chad Roberts, DED/CRO
Jodi Smith, Interim Executive Director

CALL TO ORDER:

Dr. Lech called the State Investment Board (SIB) Executive Review and Compensation Committee (ERCC) meeting to order at 10:00 a.m. on Wednesday, February 26, 2025. The meeting was held virtually.

ACCEPTANCE OF AGENDA:

IT WAS MOVED BY TREASURER BEADLE AND SECONDED BY DR. LECH AND CARRIED BY A VOICE VOTE TO ACCEPT THE FEBRUARY 26, 2025, AGENDA AS DISTRIBUTED.

**AYES: TREASURER BEADLE AND DR. LECH
NAYS: NONE
ABSENT: SEN. KLEIN
MOTION CARRIED**

ACCEPTANCE OF MINUTES:

IT WAS MOVED BY TREASURER BEADLE AND SECONDED BY DR. LECH AND CARRIED BY A ROLL CALL VOTE TO ACCEPT THE JANUARY 15, 2025, AND FEBRUARY 6, 2025, MINUTES AS DISTRIBUTED.

**AYES: TREASURER BEADLE AND DR. LECH
NAYS: NONE
ABSENT: SEN. KLEIN
MOTION CARRIED**

INCENTIVE COMPENSATION POLICY DISCUSSION:

Ms. Smith reviewed the outcome of HB 1348 which would have removed the incentive compensation plan authorization. RIO staff provided thorough testimony about the entire process for establishing the program and the bill did fail in the House.

Dr. Lech provided some historical context about compensation levels at RIO and the work done by this Committee and the SIB. The agency has undergone many changes including a dramatic rise in AUM and complexity of the programs. The ERCC had extensive discussions about the executive director (ED) compensation level and worked with the SIB to set a goal of getting the ED's compensation to the 50th percentile within ten years. The ERCC worked with a compensation consultant to complete an agency-wide compensation study and to design the incentive compensation plan that was approved by the Board. If the ED's level of possible bonus was lowered, the Board would need to consider raising the base salary. The committee members and SIB chair discussed the plan and came to a consensus that no changes should be

made for the current fiscal year.

OTHER:

With no further business to come before the ERCC, Dr. Lech adjourned the meeting at 3:51 p.m.

Submitted by:

Missy Kopp, Assistant to the Board