

**NORTH DAKOTA STATE INVESTMENT BOARD
SECURITIES LITIGATION COMMITTEE
MINUTES OF THE DECEMBER 5, 2023, MEETING**

MEMBERS PRESENT: Joseph Heringer, Commissioner of Univ. & School Lands, Chair
Art Thompson, Director of WSI

STAFF PRESENT: Scott Anderson, Chief Investment Officer
Jan Murtha, Executive Director
Emmalee Riegler, Procurement/Records Coor.
Sara Seiler, Supvr. of Internal Audit
Ryan Skor, CFO/COO

GUESTS: Colleen Brennan, Northern Trust
Craig D'Alessio, FRT
Dean DePountis, Attorney General's Office
Gabriel Hoggarth, State Procurement Office
Patrick Krull, Northern Trust
Members of the Public

CALL TO ORDER:

Commissioner Heringer called the State Investment Board (SIB) Securities Litigation Committee (SLC) meeting to order at 9:02 a.m. on Tuesday, December 5, 2023. The meeting was held virtually.

AGENDA:

IT WAS MOVED BY MR. THOMPSON AND SECONDED BY COMMISSIONER HERINGER AND CARRIED BY A VOICE VOTE TO APPROVE THE AGENDA FOR THE DECEMBER 5, 2023, MEETING.

**AYES: MR. THOMPSON AND COMMISSIONER HERINGER
NAYS: NONE
MOTION CARRIED**

MINUTES:

IT WAS MOVED BY MR. THOMPSON AND SECONDED BY COMMISSIONER HERINGER AND CARRIED BY A VOICE VOTE TO ACCEPT THE MINUTES OF THE SEPTEMBER 11, 2023, MEETING AS DISTRIBUTED.

**AYES: MR. THOMPSON AND COMMISSIONER HERINGER
NAYS: NONE
MOTION CARRIED**

EDUCATION:

Mr. Skor introduced both education items related to the current securities litigation process. Financial Recovery Technologies (FRT) provides claims filing and monitoring services. Northern Trust, SIB's custodian bank, will outline their involvement in the process and their experience working with clients and multiple monitoring services.

Securities Litigation Monitoring Services

Mr. D'Alessio provided an overview of the FRT's comprehensive monitoring and claims filing services, highlighting the company's technology, data security, expertise, and transparency. He provided a summary of a current monthly US/CA status report including outstanding claims, documentation audits, and a remittance summary. He also provided an overview of antitrust and global opt-in opportunities and services.

Custodian Role/Responsibilities

Ms. Brennan provided an overview of the custodian's passive role related to third-party filing and/or monitoring services. Upon receiving a client letter of direction, Northern Trust will set up the third-party on Northern's online portal and provide monthly audited data feeds. The custodian can also provide historical data upon request. A consulting team supports these third-party vendors, providing confirmations, attestations, and responding to inquiries. Mr. Krull provided additional detail regarding global opt-in litigation and the complexity when multiple litigations are taking place. Ms. Brennan also stated that many of her clients have multiple firms providing monitoring services, and that when historical data is requested the firm will be charged for that data. Committee discussion followed.

SECURITIES LITIGATION LEGAL SERVICES POOL PRESENTATIONS:

Presentation 1:

IT WAS MOVED BY MR. THOMPSON AND SECONDED BY COMMISSIONER HERINGER AND CARRIED BY A ROLL CALL VOTE TO ENTER INTO EXECUTIVE SESSION TO SEQUESTER COMPETITORS DURING A COMPETITIVE BIDDING PROCESS AND TO RECEIVE AND DISCUSS EXEMPT PROPOSAL PROCURMENT INFORMATION DURING A COMPETITIVE BIDDING PROCESS PURSUANT TO NDCC 44-04-19.2(6) AND NDCC 54-44.4-10(2).

**AYES: MR. THOMPSON AND COMMISSIONER HERINGER
NAYS: NONE
MOTION CARRIED**

The executive session started at 9:45 a.m. and ended at 10:10 a.m. and was attended by Committee members, staff, Mr. DePountis, Mr. Hoggarth, and representatives from offeror.

Presentation 2:

IT WAS MOVED BY MR. THOMPSON AND SECONDED BY COMMISSIONER HERINGER AND CARRIED BY A ROLL CALL VOTE TO ENTER INTO EXECUTIVE SESSION TO SEQUESTER COMPETITORS DURING A COMPETITIVE BIDDING PROCESS AND TO RECEIVE AND DISCUSS EXEMPT PROPOSAL PROCURMENT INFORMATION DURING A COMPETITIVE BIDDING PROCESS PURSUANT TO NDCC 44-04-19.2(6) AND NDCC 54-44.4-10(2).

**AYES: MR. THOMPSON AND COMMISSIONER HERINGER
NAYS: NONE
MOTION CARRIED**

The executive session started at 10:11 a.m. and ended at 10:29 a.m. and was attended by Committee members, staff, Mr. DePountis, Mr. Hoggarth, and representatives from offeror.

Presentation 3:

IT WAS MOVED BY MR. THOMPSON AND SECONDED BY COMMISSIONER HERINGER AND CARRIED BY A ROLL CALL VOTE TO ENTER INTO EXECUTIVE SESSION TO SEQUESTER COMPETITORS DURING A COMPETITIVE BIDDING PROCESS AND TO RECEIVE AND DISCUSS EXEMPT PROPOSAL PROCURMENT INFORMATION DURING A COMPETITIVE BIDDING PROCESS PURSUANT TO NDCC 44-04-19.2(6) AND NDCC 54-44.4-10(2).

AYES: MR. THOMPSON AND COMMISSIONER HERINGER

NAYS: NONE

MOTION CARRIED

The executive session started at 10:30 a.m. and ended at 11:00 a.m. and was attended by Committee members, staff, Mr. DePountis, Mr. Hoggarth, and representatives from offeror.

The Committee recessed at 11:00 a.m. and reconvened at 11:05 a.m.

Presentation 4:

IT WAS MOVED BY MR. THOMPSON AND SECONDED BY COMMISSIONER HERINGER AND CARRIED BY A ROLL CALL VOTE TO ENTER INTO EXECUTIVE SESSION TO SEQUESTER COMPETITORS DURING A COMPETITIVE BIDDING PROCESS AND TO RECEIVE AND DISCUSS EXEMPT PROPOSAL PROCURMENT INFORMATION DURING A COMPETITIVE BIDDING PROCESS PURSUANT TO NDCC 44-04-19.2(6) AND NDCC 54-44.4-10(2).

AYES: MR. THOMPSON AND COMMISSIONER HERINGER

NAYS: NONE

MOTION CARRIED

The executive session started at 11:06 a.m. and ended at 11:30 a.m. and was attended by Committee members, staff, Mr. DePountis, Mr. Hoggarth, and representatives from offeror.

Presentation 5:

IT WAS MOVED BY MR. THOMPSON AND SECONDED BY COMMISSIONER HERINGER AND CARRIED BY A ROLL CALL VOTE TO ENTER INTO EXECUTIVE SESSION TO SEQUESTER COMPETITORS DURING A COMPETITIVE BIDDING PROCESS AND TO RECEIVE AND DISCUSS EXEMPT PROPOSAL PROCURMENT INFORMATION DURING A COMPETITIVE BIDDING PROCESS PURSUANT TO NDCC 44-04-19.2(6) AND NDCC 54-44.4-10(2).

AYES: MR. THOMPSON AND COMMISSIONER HERINGER

NAYS: NONE

MOTION CARRIED

The executive session started at 11:31 a.m. and ended at 11:52 a.m. and was attended by Committee members, staff, Mr. DePountis, Mr. Hoggarth, and representatives from offeror.

Presentation 6:

IT WAS MOVED BY MR. THOMPSON AND SECONDED BY COMMISSIONER HERINGER AND CARRIED BY A ROLL CALL VOTE TO ENTER INTO EXECUTIVE SESSION TO SEQUESTER COMPETITORS DURING A COMPETITIVE BIDDING PROCESS AND TO RECEIVE AND DISCUSS

EXEMPT PROPOSAL PROCURMENT INFORMATION DURING A COMPETITIVE BIDDING PROCESS PURSUANT TO NDCC 44-04-19.2(6) AND NDCC 54-44.4-10(2).

AYES: MR. THOMPSON AND COMMISSIONER HERINGER

NAYS: NONE

MOTION CARRIED

The executive session started at 11:53 a.m. and ended at 12:27 p.m. and was attended by Committee members, staff, Mr. DePountis, Mr. Hoggarth, and representatives from offeror.

Committee Discussion and Selection:

IT WAS MOVED BY MR. THOMPSON AND SECONDED BY COMMISSIONER HERINGER AND CARRIED BY A ROLL CALL VOTE TO ENTER INTO EXECUTIVE SESSION TO SEQUESTER COMPETITORS DURING A COMPETITIVE BIDDING PROCESS AND TO RECEIVE AND DISCUSS EXEMPT PROPOSAL PROCURMENT INFORMATION DURING A COMPETITIVE BIDDING PROCESS PURSUANT TO NDCC 44-04-19.2(6) AND NDCC 54-44.4-10(2).

AYES: MR. THOMPSON AND COMMISSIONER HERINGER

NAYS: NONE

MOTION CARRIED

The executive session started at 12:28 p.m. and ended at 12:33 p.m. and was attended by Committee members, staff, Mr. DePountis, and Mr. Hoggarth.

The Committee requested a special meeting be scheduled for further discussion and selection.

ADJOURNMENT:

With no further business to come before the SLC, Commissioner Heringer adjourned the meeting at 12:34 p.m.

Prepared by,

Emmalee Riegler
Assistant to the Board