

The Education Trust Board of New Mexico

THE HONORABLE SUSANA MARTINEZ
GOVERNOR OF NEW MEXICO



DR. BARBARA DAMRON, CABINET SECRETARY
NEW MEXICO HIGHER EDUCATION DEPARTMENT

BOARD MEMBERS
DR. BARBARA DAMRON, CHAIR
ROBERT J. DESIDERIO, VICE-CHAIR
DR. JOSE Z. GARCIA
DAVID JANSEN
MARK JARMIE

EXECUTIVE DIRECTOR
THEODORE MILLER

Meeting Minutes of November 20, 2018

1516 Paseo de Peralta
Santa Fe, New Mexico 87501

Board Members in Attendance

Dr. Barbara Damron -- Chair (by telephone)
Robert Desiderio -- Vice Chair (by telephone)
David Jansen -- Member (by telephone)
Mark Jarmie -- Member (by telephone)

Other Individuals in Attendance

Theodore Miller -- Executive Director ETB
Vera Lyons -- Secretary
Helen Atkeson -- Hogan Lovells (by telephone)
Kurt Sommer -- Sommer, Udall (by telephone)

1) CALL TO ORDER

Dr. Damron called the meeting to order at 1:00 PM. The role was called and three out of five Board members were present. A quorum existed. Vice Chair Desiderio joined the meeting at 1:10 pm.

2) APPROVAL OF AGENDA

Dr. Damron turned to the agenda and asked if there was any discussion. There being no discussion she called for a motion to approve the agenda. Mr. Jansen so moved. Mr. Jarmie seconded the motion. All present voted to approve the agenda as presented to the meeting.

3) CLOSED SESSION PURSUANT TO NMSA 10-15-1(H)(6) AND (7) TO DISCUSS CONTRACT AND LEGAL MATTERS

Dr. Damron called for a motion to go into closed session. Mr. Jansen so moved. Mr. Jarmie seconded the motion. The board members were then separately polled on the motion. The vote to go into closed session was unanimous.

APPROVED
Board Secretary
Vera Lyons
2/7/2019

4) CONTRACT MATTERS

Dr. Damron asked for a motion to return to open session. Mr. Jarmie so moved. Mr. Jansen seconded the motion. The board members were then separately polled on the motion. The vote was unanimous to return to open session. No other matters were discussed and no action was taken in the closed session.

In open session Mr. Miller reviewed in some detail his discussions with 529 management at Invesco and at OppenheimerFunds since the announcement of the acquisition. In particular he stated that Kathleen Beichert, the Senior Vice President with responsibility for the 529 business at OppenheimerFunds, had told him both on the telephone and by email that OppenheimerFunds agrees to an early termination of the program management agreement.

He had ETB legal counsel prepare a draft termination agreement, and sent it to Ms. Beichert for review. She had informed Mr. Miller by email today that Oppenheimer Funds legal counsel was reviewing the draft, and that Mr. Miller could inform the board that an early termination was agreed to by OppenheimerFunds.

A motion was made by Mr. Jansen that the executive director be given the authority to negotiate the terms of the termination agreement with OppenheimerFunds with the assistance of counsel to the board, and that he should present the agreement for review and approval by the board at a special meeting called for that purpose. Vice Chair Desiderio seconded the motion. The vote to, approve the motion was unanimous.

5) PUBLIC COMMENT

Dr. Damron asked if there were any public comments. There were no public comments.

6) ADJOURNMENT

Dr. Damron called for a motion to adjourn. Vice Chair Desiderio so moved. The motion was seconded by Mr. Jarmie. The vote to adjourn was unanimous. The meeting adjourned at 1:35 PM.