

**Charter for the Personnel Committee
of the Board of Trustees for
Municipal Employees' Retirement System of Louisiana**

A. PURPOSE

The Personnel Committee (Committee) is appointed by the Board of Trustees for the Municipal Employees' Retirement System of Louisiana (MERS) to advise the Board on matters relating to personnel policies and practices, compensation and benefits, staffing and succession planning.

The Committee reports to the Board at least annually, but more often if desired or necessary, to discharge its responsibilities.

B. AUTHORIZATION

Unless otherwise authorized by the Board, the Committee shall have no power to act on behalf of the Board but shall present its recommendations to the Board for action.

C. MEMBERSHIP

1. General

- a. The Committee shall consist of no fewer than three (3) members.
- b. The Committee members shall be appointed by the Board at its January meeting.
- c. One member of the Committee shall be appointed as Committee Chairman (Chair) by the Board.
- d. Subject to appointment for three year staggered terms, each committee member shall serve at the pleasure of the Board or until such committee member is no longer a Board member.

2. Qualifications

- a. Compliance with all laws applicable to the Board.
- b. A clear understanding of the mission and purpose of MERS.
- c. Familiarity with MERS employment policies and practices.
- d. A commitment to building and supporting an effective partnership between the Board and the staff of MERS.

D. RESOURCES

1. The Committee shall have appropriate resources to discharge its responsibilities, including appropriate funding in such amounts as the Committee deems necessary, to compensate any consultants or any other advisors retained by the Committee.
2. The Committee may also direct management to assist the Committee in any of its duties.

E. DUTIES AND RESPONSIBILITIES

1. Personnel Policies and Practices

- a. The Committee ensures that personnel policies comply with federal and state regulations and laws by conducting a review at least once every three (3) **to five** years.
- b. The Committee will make recommendations of changes to the Board as necessary to ensure legal compliance and adherence with federal and state regulations and laws.

2. Compensation and Benefits

- a. The Committee, directly or by delegation to the Executive Director, conducts salary surveys and reviews of pay range structures not less than every three (3) years to determine if revisions are needed to ensure that salaries are competitive with the market.
- b. The Committee reviews Executive Director compensation and benefits annually and provides recommendations to the Board.
- c. The Committee, with input from the Executive Director, reviews staff compensation and benefits annually and provides recommendations to the Board.
- d. The Committee may perform these duties by reviewing reputable market data provided or conducted by a qualified third party or other qualified resource.
- e. When making recommendations on compensation, the Committee should consider the total financial outlook for the system and the impact of adjustments on the salary structures and individual salaries.

3. Performance

- a. Based on the goals and objectives determined by the Board:
 - i. The Committee monitors performance and developmental activities of the executive director.
 - ii. The Committee coordinates the annual evaluation, based on the anniversary of the hire date, of the executive director and presents results and recommendations to the Board.

4. Staffing and Succession Planning

- a. The Committee monitors staffing resources to ensure the executive director can appropriately carry out their administrative duties.
- b. The Committee monitors succession planning for the executive director position.
- c. Based on the qualifications and hiring process determined by the Board, the Committee screens candidates for the Executive Director position. The Committee should interview at least three (3) qualified candidates to determine the number of finalists to be recommended to the Board. At least three (3) candidates should be recommended to the Board, unless circumstances dictate that the recommendation of fewer candidates is appropriate. The Board has the discretion to reject the recommendation of the Committee and interview, or have the Committee interview, additional candidates.

5. Review

- a. The Committee will review this charter at least every three (3) years and recommend changes to the Board.
- ~~b. The Committee will evaluate its own performance against the requirements of this Charter and report the results of this evaluation to the Board at least annually. The evaluation will include establishment of the goals and objectives of the Committee for the upcoming year.~~

6. Other Delegated Duties or Responsibilities

- a. The Committee shall perform any other personnel related duties or responsibilities delegated to the Committee by the Board.

F. COMMITTEE OPERATIONS

1. Committee Meetings

- a. The Committee is required to meet in accordance with the Open Meetings Law. R.S. 42:11, et seq.
- b. The Committee will meet as frequently as necessary to carry out its responsibilities, but in no case shall this be less than annually.
- c. The Chair shall preside over meetings of the Committee and report Committee recommendations to the Board.
- d. If the Chair is not present, the Committee may designate an acting Chair.

2. Agendas and Meeting Materials

- a. The Chair will ensure that the agenda and meeting materials are distributed to committee members at least seven calendar days before the meeting, whenever possible. Meeting materials must be distributed at least three days prior to a meeting.
- ~~b. Meeting agendas and minutes will be posted on the system's website.~~
- ~~e.b.~~ Agendas for committee meetings will be posted as required by the Open Meetings Law.

3. Attendance

- a. Committee members unable to attend a committee meeting should notify the board secretary as soon as possible prior to the meeting to determine whether a quorum will be achieved.
- b. Only committee members may vote on matters before the committee.
- c. Committee members unable to attend a meeting may participate remotely, but may not be considered for a quorum and may not vote, unless the meeting complies with the provisions of R.S. 42:17.1, for meetings conducted during a gubernatorially declared disaster or emergency.
- d. Members of the public may attend committee meetings, except for executive session properly called pursuant to R.S. 42:16-17.

- e. A member of the public who disrupts a meeting and continues to do so after warning from the presiding officer may be removed from the meeting. R.S. 42:17.

4. Quorum and Voting

- a. A majority of committee members shall constitute a quorum for the transaction of business.
- b. For committee meetings, a majority of the committee members represents a quorum.
- c. The Board Chair and Vice Chair may be counted to establish a quorum at committee meetings for which they are not already an assigned member.
- d. Committee members may not vote by proxy.

5. Minutes

- a. The secretary will prepare minutes for all committee meetings, recording at a minimum:
 - i. The date, time, and place of each meeting;
 - ii. The names of committee members, trustees, staff, representatives of contractors, and other invited guest or speakers present at the meeting;
 - iii. The names of committee members absent from the meeting;
 - iv. The substance of all matters decided; votes taken when an action is not unanimous; and sufficient other details to evidence the Committee's due diligence concerning the action taken; and
 - v. Any other item requested by the Committee to be included.
- b. Minutes will be presented by the secretary for approval at the next regular meeting. Minutes will be signed by the secretary and Committee Chair.
- ~~c. After the recording is set up and the minutes are presented, approved and signed, the Committee determines whether the secretary will attend the remainder of the meeting and whether a recording is required by the Open Meetings Law.~~
- ~~d. Minutes will be preserved as a permanent record of MERS.~~
- ~~e. Board and committee meetings will generally be recorded except for certain matters related to internal and external audits.~~

6. Emergency Situations

In the event of an Act of God or other circumstances beyond the control of the Committee prevents compliance with timelines set forth in this policy, the Committee shall fulfill its responsibilities as soon as practicable.