

### **Introduction<sup>1</sup>**

The Board recognizes that a comprehensive communication policy will help ensure internal and external communications are handled appropriately and in a manner that best serves the System. It is important that the roles and responsibilities of the Board and staff are outlined to facilitate effective communication. The Board of Trustees has deemed it a priority for the System and for the Board to speak with “one voice” to assure clear and authoritative communications.

### **Between the System and the Media or the Public<sup>2</sup>**

The primary media and public contact for the System is the Executive Director. The Board Chair is a secondary formal contact particularly where a matter will benefit from the issuance of a board statement. The Executive Director and the Board Chair are the only two individuals authorized to speak on behalf of the System or the Board. The Executive Director may designate another person on staff as a spokesperson for the System depending on the topic of inquiry by the media or the public. When a statement from the Board is required, the Board Chair will serve as the spokesperson for the System. If the Board Chair is unavailable, the Vice Chair will serve as the spokesperson.

### **Among Trustees<sup>3</sup>**

Because the System is a public governmental body, trustees must act in accordance with Missouri’s open meetings laws<sup>4</sup> when discussing system business. When a quorum of the Board (six members) or a committee of the Board meets and discusses system business, the meeting must be open to the public, held only after proper notice is given, and be recorded with proper minutes. The Board Chair should ensure proper decorum is maintained. Trustees are expected to be professional and courteous in all communications.

Trustees are to contact the Board Chair if they wish to have specific issues presented to the Board for discussion or for action so that these items can be added to a future board meeting agenda. If the Board Chair declines to put an item on the agenda, then a trustee can petition the Board Chair to request the item be added. The petition may be in written or electronic form showing the agenda item and consent of a majority of the Board via signature or electronic communication. The petition and consent must be submitted to the Board Chair through the Executive Director at least 30 days prior to the meeting date to ensure proper notice is given to the public and to the Board.

Informal gatherings of trustees for social or ministerial purposes are not considered public meetings under the state open meetings laws or this policy.

### **Between the Board Officers and other Trustees<sup>5</sup>**

All trustees are encouraged to contact the Board Chair, or in his or her absence, the Vice Chair, regarding issues of interest or concern about the System to determine whether the issue should be presented to the Board. This is more effective and less distracting than sidebar discussions.

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<sup>1</sup> Revised June 21, 2012.

<sup>2</sup> Revised June 21, 2012.

<sup>3</sup> Revised June 21, 2012.

<sup>4</sup> Sections 610.010 to 610.032, 104.010 to 104.272, 104.601 to 104.806, 104.1003 to 104.1093 and 105.660 to 105.691, RSMo.

<sup>5</sup> Revised June 20, 2012.

### **Between the Executive Director and the Board<sup>6</sup>**

Notice and information for special and regularly scheduled quarterly board meetings will be sent to all trustees at least six business days before the meetings through regular or electronic mail. The Board may meet at any time by unanimous mutual consent. The Executive Director has the responsibility to communicate with the Board between meetings if and when issues arise that require their immediate attention and consideration. Anytime a trustee has a concern regarding the System or the Board, the trustee should bring the matter to the attention of the Executive Director. If the trustee is concerned with bringing the matter directly to the Executive Director, the Board Chair or Vice Chair may be contacted.

### **Between the Board and the Staff**

If a trustee needs information or assistance, the primary contact is the Executive Director. If the Executive Director is not available, a trustee may contact members of the executive team (Deputy Executive Director, Chief Investment Officer, Chief Financial Officer, General Counsel, or HR Officer). Trustees may contact the Executive Director's executive assistant/board administrator directly regarding meeting schedules, travel arrangements, reimbursements, mail, and other administrative matters. The General Counsel can give specific advice on confidentiality of Board, discussions with legal counsel, or legal advice as needed.

If a trustee or committee chair has a substantive request for information, the request should be made to the Executive Director and Board Chair. The Board Chair will prioritize the request as appropriate and determine whether the request should go to an appropriate committee or the full Board for consideration. Once a decision is made on how to proceed, the Board Chair shall direct staff and follow up with the Executive Director as necessary.<sup>7</sup>

Direct contacts with other staff regarding System business are not prohibited but can cause confusion so they are discouraged unless circumstances require them.

### **Between a Trustee and a Vendor or Third Party**

If a trustee is contacted by anyone with a future interest in doing business with the System, the trustee should refer the individual to the Executive Director. The Executive Director may refer the matter to the appropriate System employees or expert advisors to evaluate the business inquiry or solicitation.

When a trustee discusses system business with a vendor outside of a board meeting, the trustee's independence may be compromised and could result in the member's disqualification from subsequent formal consideration of the matter by the Board.

### **Between a Trustee and External Parties**

Trustees will, from time to time, be asked to speak to external groups or individuals. In these instances, trustees should always indicate that they are speaking on their own behalf, not on behalf of the Board unless they have specifically been authorized to do so by the Board. Trustees should also indicate when they are representing a personal position different from a board-approved position.

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<sup>6</sup> Revised June 20, 2012.

<sup>7</sup> Revised February 26, 2021.

**Between the System and the Membership<sup>8</sup>**

Trustees shall not counsel system members, retirees, or beneficiaries about eligibility or benefits. Trustees should instead encourage the member to speak directly to the Executive Director for referral to the appropriate staff member. This allows the retirement system to treat each member fairly and consistently, which is part of the Board's fiduciary duty. In addition, the System's employees are specifically trained in these matters, have direct access to system data and legal support, and are evaluated on member service.

When a trustee discusses system business with a member outside of a board meeting, that trustee's independence may be compromised, which could result in the member's disqualification from subsequent formal consideration of the matter by the Board.

**General Education<sup>9</sup>**

The Board believes the defined benefit structure utilized for current and future MoDOT, MSHP, and MPERS employees provides the most effective and efficient recruitment and retention tool for workforce management. Subsequently, the Board delegates to the Executive Director the authority to actively explain and educate stakeholders on defined benefit plans when opportunities are presented. This may be accomplished by actively meeting or corresponding with stakeholders, providing information to the media, testifying in legislative hearings, one-on-one meetings with legislators, or other means appropriate or necessary for the purpose. Trust fund dollars are not to be used for purposes not directly connected to MPERS; however, the Executive Director can spend any amount of time reasonable to advance this purpose so long as it does not materially detract from the Director's other required duties and responsibilities.

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<sup>8</sup> Revised June 20, 2013.

<sup>9</sup> Adopted November 16, 2017.