

Maine Retirement Savings Board
Date: April 16, 2025
Cross State Office Building
111 Sewall Street, Augusta, ME 04333

Minutes - Adopted

The Board met for lunch at 12:30.

Chair Perry called the meeting to order at 1:00 PM. This meeting was conducted in person at the Burton Cross State Office Building, 111 Sewall Street, August, Maine and virtually through Zoom.

Welcome and Ascertainment of Quorum

Treasurer Perry opened the meeting and welcomed those attending in person and virtually.

Board Members present:

- Joseph Perry, Chair
- Rebecca M. Wyke, Vice Chair
- Gigi Guyton-Thompson (virtually due to being on island)
- Jessica Linzer
- Nate Moody
- Daniel Piltch
- Tina Wilcoxson

Board Members absent:

- Matthew Colpitts
- Deborah Adams Neuman

A quorum was present.

Staff present:

- Elizabeth Bordowitz, Executive Director
- Ariel Carron, Program and Communications Manager

Others Present:

- Courtney Eccles, Vestwell (Virtual)
- Leah Clair, Berry Dunn (Virtual)
- Mark LaPrade, Berry Dunn (Virtual)
- Andrea Fierstein, AKF Consulting (Virtual)
- Jessica Curtin, Paychex (Virtual)
- Victoria Schmidt, Georgetown Center for Retirement Initiatives (Virtual)
- Caitlin Shea, State Street Global Advisors (Virtual)
- Taylor Howard, Davis & Harmon (Virtual)

Approval of Minutes of the February 19, 2025 Board Meeting.

Treasurer Perry asked if there is a motion to approve the minutes of the February 19, 2024 Board meeting.

Dr. Wyke moved approval of the February 19, 2025 Board meeting minutes as presented. The motion was seconded by Ms. Linzer. The minutes were approved unanimously.

Executive Director's Report

Chair Perry invited Beth to give the Executive Director's Report.

Beth updated the Board on the continuing efforts of the partnership to complete its joint procurement for a Program Consultant. There is an item later in the agenda to establish a way to pay the bills of the Program Consultant. The Nevada board has authorized Nevada to join the partnership. They are completing their agreements. Minnesota has published a RFI for partners. The PDR plans to submit a response.

The Vermont Language Justice Project has completed the videos for MERIT. Ariel played the English version of the video for the board members. We will be developing a strategy to get the word out about these videos. Ariel has updated our website and many of our marketing materials.

The first communication was sent to the employers newly eligible in 2025. The group includes 2300 new companies and 225 employers that were in the 2024 group and have not yet taken action. The new data had new contact information, so we have moved them into the new group in case we were not able to reach them in 2024. The new Program Description and the Domestic Equity fund are now live. We are working with the Treasurer's Office on enforcement letters.

The confirmation hearings for Deb Neuman, Daniel Piltch and Gigi Guyton-Thompson were held on April 10th. All were recommended for re-confirmation by the Committee and re-confirmed by the Senate.

Public hearings on the three bills affecting MERIT were held on April 10th. The hearings went well. We have some follow up items for the work sessions. The work sessions have not been scheduled. There was a group of AARP volunteers that testified in favor of the bill we proposed and against the other bills.

The Retirement Savings for Americans Act has been reintroduced in Congress. This bill gives private sector workers that do not have access to a workplace retirement plan, access to a federally run retirement program that includes matches for low and middle income employees.

Beth was asked about the status of the savers match. Beth responded that she has recently learned that the IRS is still reviewing the comments it received in response to the RFI it published. There are efforts underway to assure that savers in State administered retirement savings programs that generally use Roth IRA accounts as the savings vehicle will be able to receive the matching funds. The law prohibits placing the match in Roth IRA accounts. Various solutions are being discussed, including establishing a sidecar traditional IRA account to hold the match funds. This remains a work in progress.

Program Update - Vestwell

Chair Perry invited Courtney Eccles of Vestwell to provide the Program Update.

Ms. Eccles reviewed the upcoming communications planned for the new employers, which will be mailed on a similar cadence as last year with three communications sent between mid-May and the June 30th deadline. Ms. Eccles noted that we continue to reach out to employers to let them know about the payroll

webinars and the engagement is good. Ms. Linzer asked if the webinars are specific to MERIT. Ms. Eccles responded that the webinars are open to employers in all Vestwell states. Attendees can submit questions in advance or put them in the chat during the webinar. There are usually a lot of questions. Vestwell is also reaching out to employers that have identified that they work with a payroll provider that has an integration to encourage them to use the integration.

Ms. Eccles reviewed the numbers. There was not a lot of engagement with employers during the first quarter of the year and not much movement in the numbers.

Vestwell is working on the content for webinars for savers. They expect to have them available in the coming months.

There was a question about whether the payroll providers reach out to their customers. Beth noted that in Maine the payroll providers that offer an integration do reach out to their customers to let them know about it and to get them on the integration. Beth has also done some direct outreach to some of the customers of payroll providers with integrations that have registered, but have not started payroll contributions. She has worked with Payroll Providers on that effort. Ms. Eccles noted that effort is less likely for some of the national payroll providers, but Gusto is an exception. They are alerting their customers that the integration exists.

Chair Perry thanked Ms. Eccles for her report.

Review and Approval of 2024 Audited Financial Statements

Leah Clair, the Senior Manager on the audit, and Mark LaPrade, the Principal on the Audit, both of Berry Dunn, presented the 2024 audited financial statements. Mr. LaPrade stated that they were able to complete this first audit of MERIT and have an unmodified opinion on the financial statements, which is the highest level of assurance that they can provide. Mr. LaPrade reviewed the required communications. He noted that management is ultimately responsible for the financial statements, including that they are prepared in accordance with GAAP and to make sure that internal controls over the financial reporting are in place. Berry Dunn applies generally accepted auditing standards. Mr. LaPrade noted that the Manager's Discussion and Analysis (MD&A) is required supplemental information that is not audited, but is reviewed by the audit team to be sure that it is consistent with the financial statements. Mr. LaPrade noted that there were no significant audit adjustments. They are comfortable with the information provided.

Ms. Clair noted that they did not identify any internal controls matters that they felt to be a significant weakness or deficiency. Ms. Clair reviewed some financial statement highlights.

Chair Perry thanked Mr. LaPrade and Ms. Clair for their presentation and asked for Board member questions.

Vice Chair Wyke made a motion to approve the 2024 audited financial statements. The motion was seconded by Mr. Moody and adopted unanimously.

Authorization for Executive Director to enter into an Agreement with Colorado SecureSavings for Payment of the Program Consultant

Beth explained that the procurement team in Colorado is asking the partner states in the Partnership for a Dignified Retirement to enter into an agreement to pay their portion of the costs of retaining a Program Consultant. The costs were approved in the budget.

Mr. Piltch made a motion to authorize the Executive Director to enter into an Agreement with the Colorado Treasurer's Office to provide for the payment of the Maine Retirement Savings Board's portion of the fees invoiced by the Program Consultant retained through a joint procurement to provide services to the Partnership for a Dignified Retirement up to the amount authorized in the budget. The motion was seconded by Ms. Wilcoxon and approved unanimously.

Authorization for the Executive Director to enter into a modified Interstate Adherence Agreement.

Beth advised the Board that when Nevada reviewed the Interstate Adherence Agreement that sets out the parameters of the Partnership for a Dignified Retirement it determined that there need to be some modifications to assure compliance with Nevada law. Beth has reviewed the proposed changes and believes they are beneficial to all partners. She requested that the Board authorize her to make the proposed amendments, substantially in the form identified in the Agreement provided to the Board members.

There was discussion about what it would look like if a partner were to exit the partnership. Beth provided some potential examples and noted that providing more structure around an exit is part of the reason for retaining a program consultant.

Vice Chair Wyke made a motion to authorize the Executive Director to take any action necessary or appropriate to approve the modifications and/or actions identified in the Memorandum of Cooperation between the Colorado SecureSavings Program Board and the Nevada Employee Savings Trust Board. The motion was seconded by Ms. Linzer and approved unanimously.

Discussion of Revision of the MERIT Mission Statement

Beth reminded the Board that they approved the mission statement early in the Board's history. The mission statement adopted was: To empower workers to establish and increase retirement savings through an automatic, low-cost, trusted retirement plan benefiting Maine workers, employers and taxpayers.

Beth added that as she has been talking about the Program over the past several years it has become increasingly clear that the word "automatic" can be confusing, especially for employers, since it sounds as though the Program will happen without their taking any action. Staff have put together some alternatives for the Board to consider. The Board can use those as a launching pad or adopt one of the proposals.

There was discussion among the Board members about which proposals they like best.

Mr. Piltch made a motion to adopt the following Mission Statement: Empowering the financial future of Maine workers, employers and taxpayers with an easy, low-cost, and trusted workplace retirement savings program. The motion was seconded by Ms. Wilcoxson and approved unanimously.

Review of MERIT Service Promise and Pillars

Ariel led the Board in a discussion of the Service Promise and Pillars. She explained the modifications that she is proposing after working with the Program and the Pillars for several months.

The Board members discussed the various proposed changes.

Vice-Chair Wyke moved approval of the revised Service Promise and Pillars to read

Service Promise: MERIT: Maine's Trusted Retirement Savings

Employer Pillar: MERIT is the easy, no-fee way for Maine employers to provide a retirement savings opportunity for their employees.

Employee Pillar: MERIT is yours. It's your simple Workplace Retirement Savings program that can follow you from job to job.

Public Benefit Pillar: MERIT: Maine's path to a Stronger Retirement Future

MERIT is expanding access to workplace retirement savings for Mainers working without it. Maine will thrive when we give everyone a chance to easily save for their retirement at work. When Mainers lack adequate retirement savings, communities and taxpayers face financial burdens.

The motion was seconded by Ms. Linzer and approved unanimously.

Discussion of Draft 2025 Marketing Plan

Ariel presented the 2025 Marketing Plan she developed. The members asked several questions including whether the proposed paid advertising is adequate and where the ads would be shown. Ariel noted that she has received several proposals and she may need to combine them to assure statewide coverage. Mr. Moody noted that, while brand building is important, compliance and enrollment are the key goals. Ariel acknowledged that and confirmed that they will work hand in hand.

Chair Perry encouraged staff to develop stories that are easy to share for both newsletters and social media posts.

Chair Perry asked for a Motion to Adjourn

Mr. Moody made a motion to adjourn the meeting. The motion was seconded by Ms. Linzer and approved unanimously.

The meeting adjourned at 3:10.