

BYLAWS OF THE MARYLAND 529 BOARD

Adopted September 19, 2002
Amended and Restated September 16, 2005, May 24, 2007, May 21, 2009, May 26, 2011, August 28, 2014, November 16, 2018, September 19, 2019, and February 11, 2020

PREAMBLE

Pursuant to the powers vested in the Board of Maryland 529 as provided by Subtitles 19, 19A, 19B and 19C of Title 18 of the Education Article, Maryland Annotated Code (the “Enabling Legislation”), the following is hereby adopted and declared as the Bylaws of the Board of Maryland 529.

ARTICLE I **NAME, PURPOSE, AND POWERS**

Section 1. The Board of Maryland 529 (the “Board”) is a policy-making and oversight body established by statute and charged with responsibility for the administration, management and oversight of Maryland 529, which administers the Maryland Senator Edward J. Kasemeyer Prepaid College Trust (the “Trust”) and the Maryland Senator Edward J. Kasemeyer College Investment Plan (the “Investment Plan”), the Maryland Broker–Dealer College Investment Plan (the “Broker-Dealer Plan”), and the Maryland ABLE Program (the “ABLE Program”).

Section 2. Maryland 529 is an instrumentality of the State of Maryland (the “State”) and an independent unit of State government.

Section 3. In addition to any other powers granted and duties imposed by Title 18 of the Education Article, Maryland Annotated Code, and subject to any other restriction expressly imposed by law or by any trust agreement involving a pledge of property or money, the Board is responsible for the administration, management and oversight of Maryland 529 and has all the powers, rights, and privileges that go with that responsibility, including the power to:

- adopt an official seal;
- sue and be sued;
- execute contracts and other necessary instruments;
- hold, buy, and sell instruments, obligations, securities and other investments consistent with the Comprehensive Investment Plan adopted for the Trust;
- enter into agreements with eligible institutions of higher education and other public or private entities for the promotion, administration or marketing of the Trust, the Investment Plan, Broker-Dealer Plan, and/or the ABLE Program;
- invest funds not required for immediate disbursement;
- solicit and accept gifts, grants, loans or other aid from any source or participate in any government program for purposes consistent with the Enabling Legislation;

- subject to the review of the General Assembly, impose and collect reasonable administrative fees for any transactions involving prepaid contracts or transactions affecting the Trust, Investment Plan, or ABLE Program;
- procure insurance against any loss of assets of the Trust, Investment Plan, or ABLE Program;
- endorse insurance coverage written exclusively for the purpose of protecting a prepaid contract and the purchaser and qualified beneficiary of the contract;
- designate terms under which money may be withdrawn from the Trust, Investment Plan, or ABLE Program;
- establish additional procedural and substantive requirements for participation in and the administration or marketing of the Trust, Investment Plan, or ABLE Program;
- appear on the Board's own behalf before other boards, commissions, or other governmental agencies; and
- take any other action that the Board considers appropriate to implement and administer the Trust, the Investment Plan, the Broker-Dealer Plan and/or the ABLE Program.

Section 4. The Board may make rules and regulations, and prescribe policies and procedures, for the management, maintenance, operation, and control of Maryland 529.

Section 5. The Board may delegate the day-to-day administration of Maryland 529 to the Executive Director of Maryland 529 and his or her staff. The Board may modify or rescind any such delegation of authority at any time in whole or in part.

Section 6. In accordance with §18-1904(c) of the Education Article, Maryland Annotated Code, or such other successor provision, the Board shall be comprised of eleven (11) members as follows: the Secretary of the Maryland Higher Education Commission; the State Superintendent of Schools; the State Treasurer; the State Comptroller; the Chancellor of the University System of Maryland; the Secretary of Disabilities; and five members of the public who shall be appointed by the Governor and shall have significant experience in finance, accounting, investment management, or other areas that can be of assistance to the Board. A member of the Board designated under subsection (c)(1) through (6) of §18-1904 may designate an employee from the member's staff to represent the member of the Board, with the full voting rights, powers, and duties of the member.

ARTICLE II

OFFICERS OF THE BOARD

Section 1. The Board shall, at its annual meeting, elect from its membership a Chairperson and a Vice Chairperson. The Board shall elect a Secretary of the Board who may be one of its members or may be the Executive Director. The Board may establish such additional officers as it deems necessary or essential to the operation of Maryland 529. At least two weeks before the annual meeting, the Chairperson of the Audit and Governance Committee shall call for nominations to

be submitted to a designated person. Nominations shall be due no later than one week prior to the annual meeting.

Section 2. The above officers shall hold office from the time of their election and until their successors are elected at the next annual meeting.

Section 3. Should an officer be unable to complete his or her term, the Board shall fill the vacancy by the majority vote of the remaining members of the Board. Officers elected to fill vacancies shall serve until their successors are elected at the next annual meeting or until the end of their service on the Board, if sooner.

ARTICLE III **DUTIES OF OFFICERS**

Section 1. Chairperson. The Chairperson is authorized to represent the Board before all public bodies, to preside at the meetings of the Board, to sign on behalf of the Board papers authorized by the Board as required by law, and to perform such other duties as the Board may from time to time assign.

Section 2. Vice Chairperson. At the request of or in the absence or disability of the Chairperson, the Vice Chairperson shall perform all of the duties of the Chairperson and, while so acting, shall have all of the powers and authority of the Chairperson. In addition, the Vice Chairperson shall perform such other duties as from time to time may be assigned by the Board or by the Board Chairperson.

Section 3. Secretary. The Secretary shall approve a record of the proceedings of all meetings of the Board and its Committees for submission to the Board for its approval. The official records of the Board shall be maintained in the Offices of Maryland 529, or at such other designated location as the Board may from time to time determine. The Secretary is authorized to sign on behalf of the Board papers of a non-financial nature and as authorized by the Board or required by law. At the request of the Chairperson or in the absence or disability of the Chairperson and the Vice Chairperson, the Secretary shall perform all of the duties of the Chairperson and, while so acting, shall have all the powers and authority of the Chairperson. The Secretary shall perform such other duties as from time to time may be assigned by the Board or by the Board Chairperson. The Secretary may designate an Assistant Secretary who is not a member of the Board to perform any of the duties of the Secretary.

ARTICLE IV **THE EXECUTIVE DIRECTOR OF MARYLAND 529**

Section 1. In accordance with the requirements of the Enabling Legislation, the Board shall appoint a qualified person as Executive Director of Maryland 529.

Section 2. The Executive Director serves at the pleasure of the Board and is entitled to the compensation established by the Board in accordance with §18-1905(d) of the Education Article, Maryland Annotated Code or such other successor provision, and the applicable regulations and policies of the Board and the State.

Section 3. The Executive Director shall perform the duties as set forth on Attachment A to these bylaws. The Board may change such duties from time to time.

Section 4. Subject to the Enabling Legislation and the authority and applicable regulations and policies of the Board and the State of Maryland, the Executive Director shall appoint, promote, fix salaries, assign duties and terminate personnel of Maryland 529.

ARTICLE V
DIRECTOR OF INVESTMENTS AND CASH MANAGEMENT OF
MARYLAND 529

Section 1. In accordance with the Enabling Legislation and in consultation with the Board, the Executive Director shall appoint a qualified person as Director of Investments and Cash Management.

Section 2. Subject to the Enabling Legislation and the authority and applicable regulations and policies of the Board, the Director of Investments and Cash Management shall perform the duties as set forth on Attachment B to these bylaws. The Executive Director may change such duties from time to time.

ARTICLE VI
DUTIES AND RESPONSIBILITIES OF THE BOARD

Section 1. The Board shall oversee the administration of the Trust, the Investment Plan, the Broker-Dealer Plan and the ABLE Program. The Board shall review, modify as necessary, and approve the budget(s) for Maryland 529 including any single budget that may be necessary to account for any individual program overseen by the Board.

Section 2. The Board shall administer the Trust's Comprehensive Investment Plan as required by §18-1906 of the Enabling Legislation. Specifically, the Board shall:

- a. Adopt an Investment Policy for the Trust, which shall include measures for determining actuarial soundness;
- b. Retain an investment advisory company for the investments of the Trust;
- c. Retain an actuary to conduct an actuarial review of the Trust; and

- d. At least annually, review the Investment Policy and the Comprehensive Investment Plan to ensure the actuarial soundness of the Trust and to make such changes as it deems necessary or appropriate in order to administer the Trust.

Section 3. The Board shall administer the Investment Plan. Specifically, the Board shall:

- a. Adopt an Investment Policy for the Investment Plan;
- b. Retain an investment advisory company to advise on the underlying investments of the Investment Plan and the performance of any program managers retained by the Board;
- c. Retain a program manager(s) to assist in the administration and distribution of the Investment Plan; and
- d. Review, at least annually, the Investment Policy and make such changes as it deems necessary or appropriate in order to administer the Investment Plan.

Section 4. The Board shall review, at least annually, the soundness of the administration, management, promotion and marketing of the Plans.

Section 5. The Board shall perform and carry out as required all of the mandates and provisions as contained in the Enabling Legislation, including the annual independent audit of the Trust, the Investment Plan and the ABLE Program (§§18-1916, 18-19A-07, 18-19C-08).

Section 6. The Board shall review for approval all recommendations of Committees of the Board.

Section 7. The Board, as fiduciary of the Trust, the Investment Plan, and the ABLE Program in accordance with the requirements of the Enabling Legislation, shall comply with the requirements of the State Ethics Law (§§ 15-101 through 15-1001 of the State Government Article, Maryland Annotated Code, as may be amended from time to time) as interpreted and enforced by the State Ethics Commission.

Section 8. The Board may adopt a strategic plan to provide guidance in fulfilling Maryland 529's mission of enhancing the accessibility and affordability of higher education for all citizens of the State and for all citizens of the District of Columbia by establishing a method to provide for the prepayment of tuition at eligible institutions of higher education and assisting individuals and families in saving private funds to support individuals with disabilities to maintain health, independence, and quality of life. The strategic plan may be reviewed and revised every three (3) years and as necessary.

ARTICLE VII

BOARD MEETINGS

Section 1. Regular Board Meetings. The Board shall hold at least six regular meetings during each fiscal year ending June 30. One of the regular meetings may be held during the month of February and shall be designated as the annual meeting, at which time officers of the Board shall be elected. Except in an emergency, as determined by the Chairperson, the date of the annual meeting and other regular meetings may not be changed, unless the majority of the Board votes otherwise. In the event of an emergency, as determined by the Chairperson, the Chairperson shall designate a new date for the annual meeting and other regular meetings.

Section 2. Location of Meetings. Meetings shall be held at such time and place as the Board may determine appropriate. Regular and special meetings may be conducted by telephone or video conferencing, provided that all participating Board members deliberate collectively, each in the hearing of every other Board member and others in attendance at the meeting. Individual Board members should attend meetings in person but may participate, when necessary, in a Board meeting through telephone or video conferencing, and such Board members shall be counted for quorum purposes and their votes shall be counted when determining the actions of the Board.

Section 3. Meeting Agenda. An agenda for the Annual Meeting and for regular meetings of the Board shall be prepared by the Executive Director in accordance with directions of the Chairperson and shall be sent by the Executive Director to each member of the Board at least seven days in advance of each meeting. Discussions and actions by the Board may include items not listed on the agenda provided they are not inconsistent with the Bylaws or the Open Meetings Act, and are within the duties and powers of the Board.

Section 4. Special Meetings. The Board shall hold special meetings upon the call of the Chairperson. The Chairperson may call a special meeting at his/her initiative and/or in response to the written request of six members of the Board at any time. Five days' notice of any special meeting shall be given to all Board members, except when the Chairperson determines that special circumstances warrant a shorter notice. At special meetings, only matters covered in the notice to members may be transacted.

Section 5. Quorum. A quorum for any meeting of the Board shall consist of a majority of voting members of the Board. No formal action may be taken by the Board at any meeting without the approval of a majority of the voting members of the Board present at such meeting.

Section 6. Addressing the Board. Persons not employed by Maryland 529 wishing to address the Board should submit a written request directly to the Executive Director at least forty-eight hours in advance of the meeting of the Board. The Executive Director shall present such requests to the Chairperson

who may deny the request, refer the matter to an appropriate Committee of the Board for consideration, or recognize the person to address the Board at a meeting, provided such person adheres to the subject deemed appropriate by the Chairperson and limits the presentation as requested by the Chairperson. The staff of Maryland 529 may, from time to time, make reports and recommendations to the Board.

Section 7. Open Meetings. All Board meetings shall be conducted in accordance with the Open Meetings Act, Title 3 of the General Provisions Article, Maryland Annotated Code. Attachment C hereto sets forth the Board's procedures for complying with the Open Meetings Act.

Section 8. Records. At each Board meeting, the Board shall approve the minutes of the most recently convened Board meeting, whether a regular or special meeting of the Board. The transactions of every meeting conducted in closed session shall be included in the minutes of the Board's next open meeting and shall include (i) a statement of the time, place, and purpose of the closed session; (ii) a record of the vote of each member as to closing the session; (iii) a citation of the authority under §3-305 of the State Government Article, Annotated Code of Maryland for closing the session; and (iv) a listing of the topics of discussion, persons present, and each action taken during the session. Minutes of closed sessions shall not be available to public inspection unless a majority of the Board present and voting votes in favor of unsealing the minutes of any such meeting.

ARTICLE VIII **BOARD COMMITTEES**

Section 1. Committees. The Board may establish both Standing and Special Committees. The Chairperson of the Board shall be an ex officio member of all Standing, Special and Ad Hoc Committees.

Section 2. Standing Committees. The Chairperson of the Board, at the annual meeting of the Board or as soon thereafter as practicable, shall consult with members of the Board and, having done so, shall appoint members to each of the Standing Committees. In addition, the Chairperson of the Board shall designate the Chairperson of each Standing Committee. In making such appointments, the Chairperson shall determine the number of members on each standing Committee. In case of a vacancy on a Committee, the Chairperson of the Board may appoint a new member for the unexpired term. Each Committee member shall serve at the pleasure of the Board Chairperson. The Standing Committees of the Board shall be the Committee on Audit and Governance, the Committee on Administration, Personnel and Finance, and the Committee on Investments. Each Standing Committee shall adopt a Charter, to be recommended to the Board for approval, detailing its responsibilities and shall revise the Charter and recommend revisions to the Board as necessary.

Section 3. Committee on Audit and Governance.

The Committee on Audit and Governance is appointed by the Chairperson of the Board to oversee and make recommendations to the Board Concerning matters related to legislative and independent financial audits and responses thereto; ii) Board governance and evaluation; and iii) the sufficiency and appropriateness of Maryland 529's financial reporting process.

The Audit and Governance Committee shall execute its duties in accordance with its Charter, as adopted by the Board, and attached hereto as Attachment D.

Section 4. Committee on Administration, Personnel and Finance.

The Committee on Administration, Personnel and Finance is appointed by the Chairperson of the Board to oversee and make recommendations to the Board concerning matters related to i) the employment of the Executive Director, ii) advice and recommendations regarding agency operations, personnel, and budget matters; and iii) any other items referred to the Committee by the Board Chairperson or the Board.

The Administration, Personnel and Finance Committee shall execute its duties in accordance with its Charter, as adopted by the Board, and attached hereto as Attachment E.

Section 5. The Committee on Investments.

The Committee on Investments is appointed by the Chairperson of the Board to oversee and make recommendations to the Board concerning matters related to i) the Statements of Investment Policy for the Trust, the Investment Plan, and the ABLE program as well as the investing activities conducted thereunder; ii) the asset allocation of the Prepaid Trust; iii) the performance of the investment portfolios; iv) annual actuarial assumptions for the Trust, and v) any other matters referred to the Committee by the Chairperson or the Board.

The Investments Committee shall execute its duties in accordance with its Charter, as adopted by the Board, and attached hereto as Attachment F.

Section 6. Special Committees. Special or Ad Hoc Committees as authorized by the Board shall be appointed by the Chairperson of the Board. Such appointments are effective for a period not to exceed one year and Special or Ad Hoc Committees may be reappointed for an additional term(s) of one year by the Chairperson of the Board.

Section 7. Authority of Committees. Unless otherwise specifically delegated by appropriate resolution or policy of the Board, authority to act on all matters is reserved to the Board and the duty of each Standing or Special Committee shall be only to consider and to report or recommend to the Board on appropriate matters. In cases where specific power or authority to act is granted, a report of

final action by any Committee shall be made at the next regular meeting of the Board and, if confirmation is required, shall be confirmed and approved by the Board at that time.

Section 8. Committee Meetings. All regular Committee meetings of the Board shall be called by the Executive Director at the request of the Committee Chairperson, who shall determine the time and place of the meeting. A majority of the members of any Standing or Special Committee of the Board may request the Chairperson of the Committee to call a meeting of the Committee. The Chairperson shall, upon receipt of such a request, have the Executive Director call a meeting.

Meetings may be conducted by telephone or video conferencing, provided that all participating Committee members deliberate collectively, each in the hearing of every other Committee member and others in attendance at the meeting. Individual Committee members may participate in a Committee meeting through such means, and such Committee members shall be counted for quorum purposes and their votes shall be counted when determining the actions of the Committee.

Section 9. Notice of Meetings. Calls for meetings of Standing Committees shall be in writing and, along with an agenda and such other materials as may be appropriate which the Executive Director shall prepare in consultation with the Committee Chairperson, shall be provided to each member of the Committee at least five days before the scheduled date of the meeting. The Executive Director shall ensure the public is given notice in accordance with the Open Meetings Act, give such other notice as may be deemed appropriate, and shall make available upon request a copy of such notice.

Section 10. Special or Emergency Meetings. Special or emergency meetings of any Committee may be called at any time by the Chairperson of the Board or by the Executive Director, who shall designate the time and place for such meetings. The call and notice required in Section 7 and Section 8 above shall not be applicable to the call for such meetings.

Section 11. Quorum. A quorum for any meeting of a Committee shall consist of a majority of voting members of the Committee. No formal action may be taken by the Committee at any meeting without the approval of a majority of the voting members of the Committee present at such meeting.

Section 12. Records. The transactions of every Committee meeting conducted in closed session shall be included in the minutes of the Board's next open meeting and shall include (i) a statement of the time, place, and purpose of the closed session; (ii) a record of the vote of each member as to closing the session; (iii) a citation of the authority under §3-305 of the General Provisions Article, Annotated Code of Maryland for closing the session; and (iv) a listing of the topics of discussion, persons present, and each action taken during the session. Minutes of closed sessions shall not be available to public inspection unless a majority of the

Board present and voting votes in favor of unsealing the minutes of any such meeting.

Section 13. Open Meetings. All meetings of Committees and Subcommittees established by these Bylaws shall be conducted in accordance with Title 3, Subtitle 3 of the General Provisions Article, Maryland Annotated Code.

ARTICLE IX NOTICES

Except as otherwise provided by law or these Bylaws, whenever notice is required, it shall be construed to mean (i) written notice personally delivered to the person or left at the person's residence or usual place of business; (ii) written notice mailed to the person at the person's address as it appears for that person on the books of Maryland 529, which notice shall be deemed to be given at the time it is mailed, or (iii) written notice transmitted to the person by an electronic transmission to any address or number of the person at which the person receives electronic transmissions.

ARTICLE X INDEMNIFICATION

Each member of the Board shall be afforded all the rights and protections set forth in Maryland Tort Claims Act as set forth in Title 12, State Government Article, Maryland Annotated Code.

ARTICLE XI AMENDMENTS TO THE BYLAWS

These Bylaws may be amended by majority vote of the members of the Board at any regular meeting, provided the proposed amendment or amendments have been sent to each member at least seven days before the meeting.

ARTICLE XII ROBERT'S RULES OF ORDER NEWLY REVISED

The rules contained in Robert's Rules of Order Newly Revised shall govern this Board where not inconsistent with the Bylaws of the Board.

Position Description

(Complete for Executive Services Positions ONLY)

I. Position Information

Agency Personnel Office to complete items 1-3

1. PIN: 095505

2. Class Code: 9608Exec VIII
Grade: EPP0005

3. Agency Appropriation Code: 360800

II. Position Summary

4. Employee's Name: VACANT

5. Employee's Agency Title: Chief Executive Officer

6. Department Name: Maryland 529

7. Work Address: 217 East Redwood Street, Baltimore, Maryland

8. Name of Immediate Supervisor: Nancy K. Kopp

9. Title of Immediate Supervisor: Chair, Board of Trustees

10. Overview of the Position:

The Chief Executive Officer is the head of the independent State agency that is responsible for administering three IRC Section 529 Savings Plans; the Maryland Prepaid College Trust, the Maryland College Investment Plan, and the Maryland Achieving a Better Life Experience program.

The Maryland Prepaid College Trust (MPCT) is a "defined benefit" type plan that enables Maryland families to begin to pay today for defined tuition benefits that can be used at colleges or universities within or outside of Maryland.

The Maryland College Investment Plan (MCIP) is a "defined contribution" type plan that enables families to invest today for future qualified higher education expenses for designated beneficiaries at eligible trade or technical schools, colleges or universities within or outside of Maryland.

The Maryland Achieving Better Life Experience (ABLE) program helps individuals with disabilities save money and pay for qualified disability-related expenses without jeopardizing state or federal means-tested benefits such as SSI or Medicaid.

There are both federal and Maryland tax benefits available to participants in these plans; therefore, this position is responsible for overseeing management of the plans to ensure they are in compliance with both federal law and IRC regulations, as well as Maryland law that enables the operation of the plans and provides for the unique State tax benefits of the plans. All expenses required to perform the functions of the agency must be recovered solely through fees that are charged to the plan participants.

The Chief Executive Officer reports to the Maryland 529 Board of Trustees, which includes the State Treasurer, State Comptroller, Chancellor of the University System of Maryland, the Secretary of the Maryland Higher Education Commission, the Superintendent of Schools, the Secretary of the Maryland Department of Disabilities, and five public members appointed by the Governor.

The main duties of this position:

- Creates and maintains a positive reputation for the Maryland 529 (Agency) among the citizens of Maryland, the Maryland General Assembly as well as in the local, regional and national media.
- Creates a positive work environment and culture for the Maryland 529 agency and staff.
- Plans, organizes, directs and controls all operations of the Maryland 529. This oversight covers a broad scope of duties and requires the Chief Executive Officer to maintain an intimate knowledge of all functions of the Office, including personnel, procurement, accounting and budgeting as well as operational functions of marketing, contractual relationships and the use of the recordkeeping system.
- Works closely with the Director of Finance and Director of Investments to oversee the financial and accounting transactions and recordkeeping of the Plans and agency to ensure compliance with the Board's fiduciary responsibilities and national accounting and financial recordkeeping standards.
- Establishes overall office and program goals, standards and controls to accomplish the mission of the Agency as defined by the Board and oversees their achievement. Formulates management policies for the Agency and oversees their implementation, evaluates their effectiveness and approves major revisions. Establishes short and long-range strategic plans for the Agency.
- Designs and develops features and enhancements to the MPCT, MCIP and ABLE to ensure that the State provides nationally competitive, cost effective 529 plans.
- Administers existing customer accounts and provides timely and accurate customer service and communications.
- Manages personnel resources of the Agency determining organizational structure and staffing needs. Directly supervises, trains and develops agency employees including the Management Staff and Administrative Officer. The By-Laws of the Board delegate to the Chief Executive Officer the responsibility to appoint, promote, assign duties and recommend termination of personnel in accordance with the authority and applicable regulations and policies of the Board and State.
- Oversees the procurement and management of a wide range of outsourced services, including the various Program Managers, Investment Managers, financial advisors, actuary and the Plan's marketing firm. The Chief Executive Officer is responsible for maintaining constructive relationships with the aforementioned firms and for dearly

communicating and advocating for the positive aspects of Maryland's plans, as well as their continuous improvements.

- Evaluates and advises on the program's principle financial system's current and future capability to meet the program's financial needs. Develops best practices for financial reporting by providing timely and accurate analysis of budgets, financial reports and financial trends to be presented to the Board. Provides strategic financial input and leadership on decision making issues affecting the Plans.
- Leads the relationship between the Board and the Program Managers by maintaining relationships across all levels of management with the MCIP Program Manager; assesses the Program Manager's performance according to its contract with the Board; communicates with the Board regarding the performance of the Program Manager; and works with all parties on continuous improvement and resolution of problems and deficiencies.
- Oversees the development of a Marketing and Public Relations Plan at least annually that establishes goals, strategies and programs, along with a detailed marketing budget that is presented for Board approval.
- Enables the effective functioning of the Board through accurate and timely reporting and advising on matters such as matters for approval, current significant issues, updates on strategic goals and plan implementation, key performance indicators for the agency's organizational units, risk and compliance updates, and any other matters for noting.
- Oversees the development and advocacy of State legislation to continue to enhance the Maryland 529 and help Maryland families save for college. Along with the Board Chair, serves as a primary advocate for legislative enhancements and all other legislative matters related to college savings with the General Assembly members and staff.
- Actively participates in crafting federal legislation and regulatory policies to enhance Section 529 plans nationally and advocates for such enhancements and policies with members of Congress, their staff, federal agencies such as the Treasury Department and The Department of Education, as well as federal regulatory agencies such the Treasury Department, the Securities and Exchange Commission, and the Municipal Securities Rulemaking Board.
- Remains current with 529 Plan industry practices and regulations and serving as the lead representative for Maryland's 529 plans in the national industry association, the College Savings Plans Network.

Decisions and recommendations made by this position and to whom the recommendations are made:

- Recommends plan enhancements and policy improvements to the Board.
- Recommends vendors for contract award to the Board of Trustees and the Board of Public Works.
- Makes staff hiring and termination recommendations.
- Makes decisions on work prioritization and work flow within the agency.
- Recommends annual agency budgets to the Board.

- Works with Marketing Director to make decisions on marketing partnerships, and recommend to Board media purchases, website design and content and public relations initiatives to meet enrollment goals. .
- Makes decisions on presentations by CSPM to all external constituents and outside national rating firms.
- Makes decision on policies and practices of the Program Managers relative to their management of the programs, including marketing, public relations, operations, Board reports and employee staffing, development and training.
- Recommends national policy decisions to industry peers that enhance the industry within the College Savings Plans Network.
- Makes decisions regarding agency responses to all escalated account holder matters, as well as decisions to improve the agency processes and procedures raised by these matters.
- Recommends Board and Committee meeting agendas and work plans.

Does this position supervise employees? Yes No

If yes, list the names and classifications of employees directly supervised:

- All Management Staff
- Administrative Officer

Attach agency organization chart and briefly describe how this position relates to the mission of the agency. (Attached)

STATE OF MARYLAND
DEPARTMENT OF BUDGET AND MANAGEMENT
OFFICE OF PERSONNEL SERVICES AND BENEFITS
301 West Preston Street
Baltimore, Maryland 21201

POSITION DESCRIPTION

REVIEW INSTRUCTIONS PRIOR TO COMPLETION

PART I. IDENTIFYING POSITION INFORMATION

ITEMS 1-6 to be completed by Agency Personnel Office.

1. PIN	2. CLASS CODE/GRADE
3. SERVICE Management	4. IS THIS POSITION DESIGNATED AS A SPECIAL APPOINTMENT? No
5. OVERTIME STATUS Exempt	6. AGENCY APPROPRIATION CODE 360800

ITEMS 7-13 to be completed by the supervisor.

7. Current Employee's Name, if applicable Erin Layton

8. Class Title _____
Working Title, if different Director of Investments and Cash Management

9. Department or Agency Name Maryland 529
Division, Unit or Section Investments and Cash Management

10. Work Location/Address 217 E. Redwood Street, #1350, Baltimore 21202

11. Name of Immediate Supervisor Lauren Shipley
Title of Immediate Supervisor Executive Director

12. Work Schedule: (Check all that apply)

<input checked="" type="checkbox"/> Permanent Day Shift	<input type="checkbox"/> Rotating Shift
<input type="checkbox"/> Permanent Evening Shift	<input checked="" type="checkbox"/> Full Time
<input type="checkbox"/> Permanent Night Shift	<input type="checkbox"/> Part Time
<input type="checkbox"/> Other (Explain) _____	

13. If applicable, how long has the current employee been performing the duties listed below?
This is a newly created position.

PART II. POSITION FUNCTIONS

ITEMS 1-7 If additional space is required, attach a separate sheet.

MAIN PURPOSE OF THE JOB: Briefly describe the main purpose of this position and how it related to the mission of the agency.

This position manages and occasionally performs all accounting and administrative financial functions for the agency that impact the agency's budget and financial position. As such, the incumbent is expected to understand and be able to perform all functions of their line of business if contingency required. The incumbent is responsible for all financial management and reporting of the agency and its operations, as well as of the Plans the agency administers. The incumbent prepares the agency's operating budget, directs financial planning and procurement, and controls all expenditures of appropriated funds for operations. This includes maintenance of financial records in the agency recordkeeping systems, development and implementation of controls and procedures to monitor budgetary expenditures, management of accounts receivable and payable, and oversight for general books of record. The incumbent oversees collection and recordation of operating revenues, including management fees, investment plan fees, and enrollment fees, as well as proper reconciliation and recordation of investment activities as reported from the custodial bank.

The incumbent develops and recommends policies and complex financial calculations regarding ongoing management of the Prepaid Trust, such as contract pricing and benefit distributions. The incumbent oversees execution of actuarial study on an annual basis to ensure overall soundness of the fund's assets in light of market conditions, account holder activity, and policy and pricing decisions that impact the fund balance. The incumbent works collaboratively with the Executive Director to prepare the Annual Report, including the Plan's disclosure statement, audited financial statements, and Management's Discussion and Analysis for publication by October 31st annually as legislatively mandated.

This position is responsible for investment oversight and management of investment transitions for reallocation to meet the Maryland 529 Board's Investment Policies so as to ensure the financial integrity of the plans to be able to meet their fiduciary obligations. Oversees all activities of agency investments; responsible for the adherence to investment policies, performance standards and procedures; ensures the accurate and timely processing of all cash management and investment activities with regard to the a

1. **ESSENTIAL JOB FUNCTIONS AND OTHER ASSIGNED DUTIES** - List duty and responsibility statements that identify the essential job functions and other assigned duties. Essential job functions are the fundamental job duties of a position that if not performed will alter the job. (Identify **essential job functions** by highlighting, **underlining**, etc.)

% of Time and/or Weight of Importance	Job Duty
50%	<p>Oversight of Banking Relationship</p> <ul style="list-style-type: none">• Oversees and ensures daily liquidity and cash management.• Ensures appropriate bank product and services selection.• Management and analysis of bank accounts for contract pricing, transaction activity and payment approval.

20%	<p>Oversight of 529 Custodial Relationships</p> <ul style="list-style-type: none"> • Oversees daily monitoring of investment accounts. • Management and analysis of custody accounts for contract pricing, transaction activity and payment approval.
5%	<p>Oversight of Investments</p> <ul style="list-style-type: none"> • Oversees compliance monitoring • Conducts analysis on securities investment activities which include contract fee charges, and activities in separate accounts, and compliance of contracts. • Oversees asset allocation and portfolio rebalancing to maintain compliance with the Investment Policy. • Oversees and analyzes managerial accounts for contract pricing, asset base and payment approval. • Reviews Investment Advisor's recommendations for both Fund Managers and actual investments and gives Board independent opinion and guidance on their recommendations. • Oversee Investment Advisor relationship. • Oversees development of Board materials in conjunction with the Investment Advisor • Works with Investment Advisor on Board education
5%	<ul style="list-style-type: none"> • Develops and implements internal controls to safeguard the Plans' assets • Works with Investment Advisor and Actuary to ensure agency priorities are met. • Makes recommendations for changes to Plans investment policies. • Demonstrates proficient understanding of the 529 glidepaths and actuarial best practices for tactical and strategic investment guidance for the Board of Directors. • Participates as subject matter expert and may serve on evaluation committee for investment related contracts which are subject to procurement.
?%	<p>Budget Management</p> <ul style="list-style-type: none"> • Manages the formulation, justification and execution of the agency's \$120 million annual budget which includes funding for agency operations as well as tuition benefit distributions for beneficiaries and associated administrative costs of the Prepaid Trust • Presents the proposed budget, along with written justification to support assumptions and rates used, to the MD529 Board for approval prior to submission to DBM for inclusion in the Governor's budget submission to the General Assembly <p>Financial Management</p> <ul style="list-style-type: none"> • Oversees the coordination of the annual audit with Budget and Fiscal Administrator and properly documents any findings. • Works directly with the Executive Director to ensure Board involvement in the audit process, apprizing them of issues or

concerns that arise during the audit, and to coordinate Board review and approval of the audited Financial Statements

- Oversees execution of actuarial study on an annual basis to ensure overall soundness of the Prepaid Trust in light of market conditions, account holder activity, and policy and pricing decisions that impact the fund balance

Plan Administration and Personnel Management:

Designs and implements accounting and fiscal operational policies, procedures and system of internal accounting controls as required by State directive and prudent agency management

Meets regularly with the agency's program manager regarding Investment Plan performance and consolidated management over account holder records administration software, annual 1099Q processing and other shared initiatives

Represents MD529 on various national and state levels, in coordination with other state 529 plans and organizations, such as CSPN and NAST, to share and gain insight, participate on committees, and execute Program changes and enhancements related to shared initiatives involving management of our savings and investment plans

3. **LEVEL, FREQUENCY AND PURPOSE OF WORK CONTACTS:** List the contacts that this position has with individuals within the division, agency and department as well as other State agencies, other government agencies, private companies, clients, customers, vendors and the general public. These contacts may be in person, in writing or by telephone. Indicate how often the contact occurs. State the purpose of each contact, for example, to provide information, to explain procedures or decisions, to persuade or negotiate.

Maryland 529 Board - attends Board meetings to provide information to the Board about investment related activities. Prepares financial reports for Board review and responds to Board member questions. Required to attend Board Audit & Finance Committee meetings.

Fund (Portfolio and Trust Fund) Managers - daily contact related to the negotiation of investment agreements and policies, Board reviews of investment performance, individual security holdings, portfolio compliance, new security purchases and dispositions.

Fund Investment Management Legal Representatives - frequent contact related-to the restructuring of the Board's investment portfolios and the implementation, transition, and/or development of contracts for investment management services.

Legislative & Independent Auditors - regular ongoing contact regarding all investment aspects in order to evaluate, recommend, develop and implement procedural and policy changes and address any escalated investment matters that arise during audits.

Investment Advisory Consultants - frequent contact regarding the investment policy and Guidelines development and monitoring, asset allocation studies, the Board's investment performance reports, Investment Manager performance reports, manager search reports and in-person interviews. Regular contact for special projects requested by the Board and Board educator session on new investment types.

Banks/Financial Institutions – As Needed – regarding management of the MPCT's daily banking needs related to deposits, distributions, lockbox activity and custodial account activity, as well as transfers of funds between accounts

Network Services provider – As Needed - regular contact regarding daily management of IT systems; ongoing system software and hardware upgrades; connection, efficiency and utilization of networkMD and cloud based servers; disaster recovery planning and testing; help desk support for computer equipment performance issues and permissions and access changes for new and terminated employees

State Comptroller's Office - As Needed – regular contact regarding the development and execution of accounting procedures related to the maintenance of the College Savings Plans of Maryland financial records, annual reporting and escheatment of unclaimed property, and occasional escalated account holder matters

State Treasurer's Office - As Needed – regular contact regarding banking and compliance related matters and procurements, and occasional escalated account holder matters.

Actuaries - frequent contact during the end of the fiscal year through the end of the production cycle for the Annual Report related to the Soundness Evaluation and the pricing recommendations for the Prepaid College Trust.

College Savings Plans Network, Other State 529 Plan Administrators - regular contact with peers and others in the industry regarding advancing the industry nationwide relative to investment management.

Government Officials and Delegates - regular contact regarding constituent matters.

Executive Director - regular contacts regarding all fiscal items

Assistant Attorney General - regular communication regarding regulatory issues

4. **DECISIONS AND RECOMMENDATIONS:** List the decisions and recommendations that this position makes which are necessary to carry out essential job functions. State to whom recommendations are made.

Recommends vendors for contract award to the Board of Directors and the Board of Public Works for actuarial and fund management, and investment advisor services as well cash management.

Makes cash management and investment decisions in accordance with the Board's established policies.

Work with AAG to negotiate and execute fund management agreement consistent with Board policy and Maryland Law.

Recommends soundness alternatives to the Board in relation to investment for the annual Soundness Evaluation.

Determines whether fund managers are in compliance with investment management agreement, and recommends corrective action.

Recommend new Investment policies and procedures to the Board in order to resolve or prevent audit findings.

Identify improvements and automation for processes and systems and make recommendations for improvements.

5. **EQUIPMENT USED** - List equipment, machinery and tools used to complete this job, e.g. personal computer, calculator, typewriter, hand tools, measuring devices and lab equipment.

Computer, calculator, phone, specialized software

6. **NATURE OF SUPERVISION RECEIVED** - Check the type of supervision that is given to this position. See instructions Part II, Item 6 for definition of terms.

- Close Supervision
 Moderate Supervision
 General Supervision
 Managerial Supervision

7. **WORKING CONDITIONS:** (Check all that apply)

- Work involves exposure to uncomfortable or unpleasant surroundings. (Explain)
 Work involves exposure to hazardous conditions which may result in injury. (Explain)
 Work involves special physical demands such as lifting 50 pounds or more, climbing ladders, etc. (Explain)

Work requires use of protective equipment such as goggles, gloves, mask, etc. (Explain)

PART III RESPONSIBILITIES FOR THE WORK OF OTHERS

This section should be completed if this position is responsible for the work of others. This includes full and part-time permanent employees, contractual or emergency employees, volunteers, reimbursable or loaned employees. If additional space is required, attach a separate sheet.

NATURE AND LEVEL OF RESPONSIBILITY FOR WORK OF OTHERS:

A supervisor assigns and reviews the work of other, trains employees, recommends the selection, promotion and termination of employees, approves leave and signs time cards, signs annual performance evaluations, determines and resolves procedural problems within the unit, serves as spokesperson for subordinates, explains policies and directives from management and issues formal disciplinary reminders, warnings and reprimands.

A lead worker assigns and reviews the work of others, instructs and motivates worker, is available for immediate assistance or review and performs the work of the classification.

a) Does this position supervise employees? Yes No

b) Does this position lead employees? Yes No

If yes, to a or b, list the names and classifications of the employees that this position supervises or leads.

- Procurement Officer
- Budget and Fiscal Administrator
- Reconciliation Accountant
- Fiscal Accountant

c) Check the ways that this position supervises or leads these employees. (check all that apply).

- Assigns and reviews work
- Approve leave, sign time card
- Sign annual performance ratings
- Interview & select new employees
- Train employees
- Discipline employees (counsel, recommend suspension & termination) Do any of the employees supervised have supervisory responsibility? If so, list them and the names and classifications of those they supervise or attach an approved organization chart.

PART IV PERFORMANCE STANDARDS

PERFORMANCE STANDARDS - For each essential job function described in Part II, list the standard(s) necessary for satisfactory performance. If additional space is required, attach a separate sheet.

- Implements and monitors investment strategies to achieve Maryland 529 risk and return objectives.
- Submits investment reports monthly to the Executive Director, including evaluation and analysis of portfolio managers.
- Attends Board meetings and provides updated reporting on integrity of investment portfolios
- Attends Audit and Finance Committee meetings and provides necessary reports and documentation for decisions.
- Manages audit findings related to cash management and investments so that there are no repeat findings without documented corrective action.
- Creates monthly reports for the Executive Director on custodial compliance and banking relationship.
- Constantly verifies outflows for custodial bank accounts. Forecasts future cash need and prevents shortfalls.
- Collaboration with the Executive Director on timely and accurate production of the Annual Report.
- Remain current with 529 Plan industry practices and regulations; Satisfactory performance can be assessed from the agency's ability to meet its financial objectives.
- Manages investment management, audit activities, actuarial analysis. Satisfactory performance will be evidenced by Board reports and the agency's ability to meet financial objectives, as well as the receipt of unqualified audit opinions.

PART V SIGNATURES

The following signatures indicate acknowledgment by the employee of the information on this form, when applicable, and approval by the supervisor and appointing authority.

Employee's Signature

Date

Supervisor's Signature

Date

Appointing Authority or Designee

Date

FOR POSITIONS DESIGNATED AS A POLITICAL SPECIAL APPOINTMENT POSITION ONLY

This is to certify that I understand that this has been designated as a special appointment position which may be filled with regard to my political affiliation, belief or opinion. I have been informed of my limited rights of appeal for any disciplinary action including termination of employment. I further understand that, in this position, I serve at the pleasure of the appointing authority and can be terminated for any reason; including my political affiliation, belief or opinion, that is not illegal or unconstitutional.

Employee's Signature

Date

FOR OTHER SPECIAL APPOINTMENT and MANAGEMENT SERVICE POSITIONS ONLY

This is to certify that I understand that this is a special appointment or management service position and I have been informed of my limited rights of appeal for any disciplinary action including termination of employment. I further understand that, in this position, I serve at the pleasure of the appointing authority and can be terminated for any reason that is not illegal or unconstitutional.

Employee's Signature

Date

MARYLAND 529

Open Meetings Policy

1.01. Public Attendance.

- (a) At any open session of Maryland 529, the general public is invited to attend and observe.
- (b) Except in instances when Maryland 529 expressly invites public testimony, questions, comments, or other forms of public participation, or when public participation is otherwise authorized by law, no member of the public attending an open session may participate in the session.

1.02. Disruptive Conduct.

- (a) A person attending an open session of a Maryland 529 meeting may not engage in any conduct, including visual demonstrations such as the waving of placards, signs, or banners, that disrupts the session or that interferes with the right of members of the public to attend and observe the session.
- (b)
 - (1) The presiding officer may order any person who persists in conduct prohibited by subsection (a) of this section or who violates any other regulation concerning the conduct of the open session to be removed from the session and may request police assistance to restore order.
 - (2) The presiding officer may recess the session while order is restored.

1.03. Recording, Photographing, and Broadcasting of Open Session.

- (a) A member of the public, including any representative of the news media, may record discussions of Maryland 529 at an open session by means of a tape recorder or any other recording device if the device does not create an excessive noise that disturbs members of Maryland 529 or other persons attending the session.
- (b) A member of the public, including any representative of the news media, may photograph or videotape the proceedings of Maryland 529 at an open session by means of any type of camera if the camera:
 - (1) Is operated without excessively bright artificial light that disturbs members of Maryland 529 or other persons attending the session; and
 - (2) Does not create an excessive noise that disturbs members of Maryland 529 or other persons attending the session.
- (c) A representative of the news media may broadcast or televise the proceedings of Maryland 529 at an open session if the equipment used:
 - (1) Is operated without excessively bright artificial light that disturbs members of Maryland 529 or other persons attending the session; and

(2) Does not create an excessive noise that disturbs members of Maryland 529 or other persons attending the session.

(d) The presiding officer may restrict the movement of a person who is using a recording device, camera, or broadcasting or television equipment if such restriction is necessary to maintain the orderly conduct of the session.

1.04. Recording Not Part of Record.

A recording of an open session made by a member of the public, or any transcript derived from such a recording, may not be deemed a part of the record of any proceeding of Maryland 529.