



SOUTH CAROLINA REVENUE AND FISCAL AFFAIRS OFFICE
STATEMENT OF ESTIMATED FISCAL IMPACT
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This fiscal impact statement is produced in compliance with the South Carolina Code of Laws and House and Senate rules. The focus of the analysis is on governmental expenditure and revenue impacts and may not provide a comprehensive summary of the legislation.

Bill Number: H. 3690 Introduced on January 12, 2023
Author: Taylor
Subject: ESG
Requestor: House Labor, Commerce, and Industry
RFA Analyst(s): Miller
Impact Date: March 30, 2023

Fiscal Impact Summary

This bill specifies that the Retirement System Investment Commission (RSIC) may only consider pecuniary factors when making investment decisions on the retirement system managed by the commission. Additionally, to the extent practical, RSIC must retain the authority to exercise shareholder proxy rights for shares that are owned directly or indirectly on behalf of the system. The bill outlines how this retention of authority may be accomplished. This bill also grants the Attorney General's Office the authority to bring an action to enforce Chapter 16 of Title 9, entitled the Retirement System Funds.

The Attorney General's Office anticipates being able to manage any additional responsibilities of this bill within existing appropriations. Also, the Public Employee Benefits Authority (PEBA) anticipates this bill will have no impact on the agency or the revenues of the retirement systems that PEBA manages. Therefore, this bill will have no expenditure impact on the Attorney General's Office or PEBA.

RSIC is unsure which of three scenarios will fully accomplish the requirements of this bill. The three scenarios include: managing the proxy voting in-house, hiring an external proxy advisor, or fully delegating the proxy voting to an external investment manager. The Other Funds expenditure increase will be approximately \$1,035,000, with an additional 5.0 FTEs to manage the proxy voting in-house, up to \$292,000 to hire an external proxy advisor, or no expenditure increase to fully delegate the proxy voting to an external investment manager. Therefore, the Other Funds expenditure impact on RSIC is undetermined as it will depend on which of the three scenarios RSIC implements.

This bill will have no fiscal impact to state revenues as neither PEBA nor RSIC indicate this bill will have an impact on the retirement system investments.

Explanation of Fiscal Impact

Introduced on January 12, 2023

State Expenditure

This bill specifies that RSIC may only consider pecuniary factors when making investment decisions on the retirement system managed by the commission. Additionally, to the extent

practical, RSIC must retain the authority to exercise shareholder proxy rights for shares that are owned directly or indirectly on behalf of the system. The bill outlines how this retention of authority may be accomplished. This bill also grants the Attorney General's Office the authority to bring an action to enforce Chapter 16 of Title 9, entitled the Retirement System Funds.

Attorney General's Office. This bill grants the Attorney General the authority to bring an action to enforce Chapter 16 of Title 9, entitled the Retirement System Funds. This bill will not impact expenses for the agency as the responsibilities will be handled with existing staff and resources.

Public Employee Benefits Authority. PEBA anticipates this bill will have no impact on the agency or the revenues of the retirement systems that PEBA manages. Therefore, this bill will have no expenditure impact on PEBA.

Retirement System Investment Commission. This bill specifies that, to the extend practical, RSIC must retain the authority to exercise shareholder proxy rights for shares. The agency may retain a proxy firm or advisory service to assist in exercising shareholder proxy rights, but only if certain criteria are met. Additionally, the commission must meet at least annually to review compliance regarding the exercise of proxy vote.

RSIC anticipates this bill may result in an increase in Other Funds expenditure depending upon how the commission manages the authority to exercise shareholder proxy rights. RSIC notes that there are three options to accomplish the requirements of this bill. The following are the three options:

- **Managing proxy voting in-house:** If RSIC manages the proxy voting in-house this would increase Other Funds expenditures by \$1,035,000 This would include expenses for an additional 5.0 FTEs, 1 Senior Officer with a salary and fringe totaling \$245,000 and 4 Investment Officers with salary and fringe of \$161,000 for each position, totaling \$644,000. This also includes the cost of an external Proxy Consultant at an estimated cost of \$146,000. The agency does not currently have sufficient Other Funds revenue to cover the total increase of \$1,035,000.
- **Hiring an external proxy advisor to assist in exercising its proxy authority:** The agency anticipates an increase in Other Fund expenses between \$146,000 and \$292,000 would be required to hire an external proxy advisor, depending upon the negotiated contract price. RSIC anticipates it would need to request an increase in Other Funds authorization to cover this expense.
- **Fully delegate proxy voting to an external investment manager:** RSIC anticipates this would have no expenditure impact as managing the proxy voting is included in the fee charged by the external investment manager. However, RSIC noted that whether an external investment manager would vote proxy consistent with the requirements of this bill is currently unknown.

RSIC is currently unsure which of these three scenarios will fully accomplish the requirements of this bill. Therefore, the Other Funds expenditure impact of this bill on RSIC is undetermined, depending upon which option RSIC implements.

State Revenue

This bill specifies that the Retirement System Investment Commission (RSIC) may only consider pecuniary factors when making investment decisions. Additionally, to the extent practical, RSIC must retain the authority to exercise shareholder proxy rights for shares.

PEBA and RSIC indicate this bill will have no impact on the retirement system investments. Therefore, this bill will have no impact on state revenue.

Local Expenditure

N/A

Local Revenue

N/A



Frank A. Rainwater, Executive Director