

Public School Employees' Retirement Board

Audit, Compliance and Risk Committee Meeting Minutes

Thursday, October 20, 2022

Call to Order: Chair Rep. Frank Ryan called the meeting to order at 10:30 A.M. from the PSERS Board Room and via MS Teams.

Committee Members Present:

Rep. Frank Ryan, Chair	Jason Davis	<i>Absent – Nathan Mains</i>
Treas. Stacy Garrity, Vice-Chair	Sec. Richard Vague (in @ 11:56)	

Other Board Members Present:

Christopher Santa Maria, Board Chair	Lloyd Ebright	Eric Pistilli
James Bloom	Rep. Torren Ecker	Patrick Shaughnessy
Susan Boyle	Alan Flannigan	Jill Vecchio
Stacey Connors	Susan Lemmo	Melva Vogler
Christopher Craig	Patrick Lord	
Eric Dice	Ann Monaghan	

Others Present:

Michael Benson	Joe Indelicato	Emalie Shaffer
Connie Billett	Alicia James	Joe Sheva
Tivia Danner	Brian Koleno	David Shissler
Wade Deffenbaugh, Constellation	Stephanie Lanian	Tonia Schulz, CLA
Lisa Ellis, IQEQ	Jennifer Mills	Kathrin Smith
Andy Fiscus	Kristen Petrosky	Mark Verus
Mei Gentry	Marcus Pierre, IQEQ	Laura Vitale
Liz Goldstein	Terri Sanchez	Sean Walker, CLA
Bev Hudson	Letitia Schubauer	

2.1 Roll Call

Terri Sanchez took roll and confirmed Audit, Compliance, and Risk Committee member quorum.

2.2 Acceptance of Published Agenda or Amendments

Rep. Frank Ryan asked for a motion to accept the published agenda. Jason Davis moved, with Treas. Stacy Garrity seconding. The motion passed with one absent being Nathan Mains.

2.3 Approval of August 4 and October 11, 2022 Minutes

Rep. Frank Ryan asked for a motion to approve the August 4 and October 11, 2022 minutes. Jason Davis moved, with Treas. Stacy Garrity seconding. The motion passed with one absent being Nathan Mains.

2.4 Public Comment

Terri Sanchez confirmed her physical presence in the PSERS Board Room, and further introduced Eric Epstein from *Rock the Capitol*, to provide a public comment related to a project of examining public agencies for common practices and protocols.

Treas. Stacy Garrity presented a Pennsylvania Department of Treasury proclamation to Rep. Frank Ryan.

2.5 CLA Report on Financial Statement Audit

Sean Walker from CLA presented the Financial Statement Audit Results. A discussion followed.

2.5.1 Motion Regarding CLA Report on Financial Statement

The Audit, Compliance and Risk Committee of the Public School Employees' Retirement Board (the "Board") hereby receives for filing in the records of the Agency the Financial Statement Audit Report, as presented by Clifton Larsen Allen, and moves to recommend to the Board to adopt.

Rep. Frank Ryan moved, with Jason Davis seconding. The motion passed with one absent being Nathan Mains.

2.6 FY22-23 Audit Plan Update

Mei Gentry provided an update on the Fiscal Year 2022-2023 Audit Plan.

Joe Sheva provided an update on the Investment Internal Control Assessment and preparation.

2.7 Investment Compliance Program Update

Alicia James, with Wade Deffenbaugh, Marcus Pierre, and Lisa Ellis from Constellation Advisers provided an update for the Investment Compliance Program. A discussion followed.

2.8 Executive Session

At 11:14 A.M., Terri Sanchez, Executive Director, stated "In accordance with Section 5.13 of the Bylaws of the Public School Employees' Retirement Board and Section 708(a) of the Sunshine Act, we are going into Executive Session to discuss the Investment Compliance Review Report; Financial Statement Audit RFP Vendor Selection; Real Estate Investment Process Review; MAPS Updates; and HOP/PDP Updates, which, if conducted in public would violate a privilege or lead to the disclosure of information or confidentiality protected by law."

Jason Davis moved, and Sec. Richard Vague seconded the motion, which passed with one absent being Nathan Mains.

Regular session resumed at 12:45 P.M.

2.9.1 Motion Regarding Investment Compliance Review Report

The Audit, Compliance, and Risk Committee of the Public School Employees' Retirement Board hereby receives for filing in the records of the Agency the Investment Compliance Review Report, Dated October 3, 2022 as presented by Alicia E James, Investment Compliance Manager and Constellation Advisers, LLC.

Jason Davis moved, with Treas. Stacy Garrity seconding. The motion passed with one absent being Nathan Mains.

2.9.2 Motion Regarding Real Estate Investment Process Review Report

The Audit, Compliance, and Risk Committee of the Public School Employees' Retirement Board hereby receives for filing in the records of the Agency the Real Estate Investment Process Review Report, as presented by David Shissler.

Jason Davis moved, with Treas. Stacy Garrity seconding. The motion passed with one absent being Nathan Mains.

2.9.3 Motion Regarding Financial Audit Services

The Audit, Compliance, and Risk Committee of the Public School Employees' Retirement Board hereby moves to recommend to the Public School Employees' Retirement Board (the "Board") the selection of SB & Company as a Financial Audit Services.

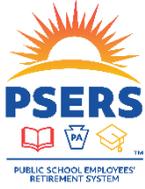
Rep. Frank Ryan moved, with Treas. Stacy Garrity seconding. The motion passed with one absent being Nathan Mains

2.10 Update on Chief Compliance Officer

Joe Indelicato provided an update on the Chief Compliance Officer position. Rep. Frank Ryan proposed a discussion to reevaluate the position description and its reporting structure be planned for the November Special Audit, Compliance, and Risk Committee meeting.

Adjournment

Without objection, the Audit, Compliance, and Risk Committee Meeting adjourned at 1:01 P.M.



Public School Employees' Retirement Board Benefits and Appeals Committee Meeting Minutes

Thursday, October 20, 2022

Call to Order: Chair Melva Vogler called the meeting to order at 2:18 P.M. from the PSERS Board Room and via MS Teams.

Committee Members Present:

Melva Vogler, Chair	Susan Lemmo	<i>Absent – Eric DiTullio</i>
Ann Monaghan, Vice-Chair		<i>Absent – Sen. Katie Muth</i>

Other Board Members Present:

Christopher Santa Maria, Board Chair	Jason Davis	Rep. Frank Ryan
Anne Baloga	Eric Dice	Patrick Shaughnessy
James Bloom	Lloyd Ebright	Joe Torsella
Susan Boyle	Rep. Torren Ecker	Sec. Richard Vague
Stacey Connors	Alan Flannigan	Jill Vecchio
Christopher Craig	Patrick Lord	

Others Present:

Brian Carl	Joe Indelicato	Terri Sanchez
Tivia Danner	Jennifer Mills	Letitia Schubauer
Mei Gentry	Troy Peechatka	Mark Verus
Bev Hudson	Gene Robison	Laura Vitale

4.1 Roll Call

Terri Sanchez took roll and confirmed Benefits and Appeals Committee member quorum.

4.2 Acceptance of Published Agenda or Amendments

Melva Vogler asked for a motion to accept the published agenda. Ann Monaghan moved, with Susan Lemmo seconding. The motion passed with two absent being Eric DiTullio and Sen. Katie Muth.

4.3 Approval of August 4, 2022 Minutes

Melva Vogler asked for a motion to approve the August 4, 2022 minutes. Ann Monaghan moved, with Susan Lemmo seconding. The motion passed with two absent being Eric DiTullio and Sen. Katie Muth.

4.4 Public Comment

Terri Sanchez confirmed her physical presence in the PSERS Board Room, and further confirmed no public attendees, nor any requests for Public Comment.

4.5 Executive Staff Review Committee Report (ESRC)

The Committee reviewed the Executive Staff Review Committee Reports for July 29, 2022, and September 12, 2022.

Melva Vogler provided comments on members receiving Workman’s Compensation and the disability application process and asked the Office of Chief Counsel to review. Ms. Vogler also commented and made suggestions on the paperless delivery option of documents and notices and the timing of PSERS member counseling.

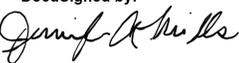
Susan Lemmo requested clarification on an ESRC appeal related to out-of-state service. Jennifer Mills explained the requirements to purchase and why the member was not eligible. Ms. Lemmo also asked why an ESRC appeal involving notice through the Member Self Service (MSS) Portal was granted. Jennifer Mills explained the new updates made to the MSS sign up process and the election of paperless delivery that required a review of prior ESRC appeals to determine whether actual notice occurred.

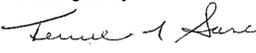
Ann Monaghan asked about a communication she received about not having a beneficiary on file. Gene Robison confirmed that there was no current beneficiary issue reported but explained that, due to a conversion a number of years ago, beneficiary information may not have been transferred from paper to MSS and all members had received notice to update their beneficiary designation in MSS. Rep. Ryan asked and Ms. Mills confirmed that all paper documents received, including prior beneficiary forms, are scanned and kept in the member's file indefinitely.

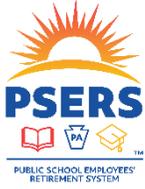
The Committee had no further comments.

Adjournment

Without objection, the Benefits and Appeals Committee Meeting adjourned at 2:39 P.M.

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Public School Employees' Retirement Board

Defined Contribution Plan Committee Meeting Minutes

Thursday, October 20, 2022

Call to Order: Chair Rep. Frank Ryan called the meeting to order at 1:30 P.M. from the PSERS Board Room and via MS Teams.

Committee Members Present:

Rep. Frank Ryan, Chair	Stacey Connors for Sen. Patrick Browne	<i>Absent – Nathan Mains</i>
Alan Flannigan for Sec. Richard Vague, Vice-Chair		<i>Absent – Sen. Katie Muth</i>

Other Board Members Present:

Christopher Santa Maria, Board Chair	Eric Dice	Patrick Shaughnessy
Anne Baloga	Lloyd Ebright	Joe Torsella
James Bloom	Rep. Torren Ecker	Jill Vecchio
Susan Boyle	Susan Lemmo	Melva Vogler
Christopher Craig	Patrick Lord	
Jason Davis	Ann Monaghan	

Others Present:

Michael Benson	Bev Hudson	Letitia Schubauer
Connie Billett	Joe Indelicato	David Shissler
Tivia Danner	Jennifer Mills	Kathrin Smith
James Duffy, CAPTRUST	Kristen Petrosky	Mark Verus
Andy Fiscus	Gene Robison	Laura Vitale
Mei Gentry	Terri Sanchez	Emily Wrightson, CAPTRUST
Liz Goldstein	Michael Sanders, CAPTRUST	

3.1 Roll Call

Terri Sanchez took roll and confirmed Defined Contribution Plan Committee member quorum.

3.2 Acceptance of Published Agenda or Amendments

Rep. Frank Ryan asked for a motion to accept the published agenda. Alan Flannigan moved, with Rep. Frank Ryan seconding. The motion passed with two absent being Nathan Mains and Sen. Katie Muth.

3.3 Approval of June 16, 2022 Minutes

Rep. Frank Ryan asked for a motion to approve the June 16, 2022 minutes. Alan Flannigan moved, with Stacey Connors seconding. The motion passed with two absent being Nathan Mains and Sen. Katie Muth.

3.4 Public Comment

Terri Sanchez confirmed her physical presence in the PSERS Board Room, and further confirmed no public attendees, nor any requests for Public Comment.

3.5 Q2 2022 Review

Jennifer Mills presented the Defined Contribution Plan Q2 2022 review with highlights on DC Plan administration and statistics, investment fees and performance, and communication activities. A discussion followed.

3.5.1 Executive Session Regarding DC Plan Tier II Investment Lineup

At 1:58 P.M., Terri Sanchez, Executive Director, stated "In accordance with Section 5.13 of the Bylaws of the Public School Employees' Retirement Board and Section 708(a) of the Sunshine Act, we are going into Executive Session to discuss the DC Plan Tier II Investment Lineup, which, if conducted in public would violate a privilege or lead to the disclosure of information or confidentiality protected by law."

Rep. Frank Ryan moved, and Alan Flannigan seconded the motion, which passed unanimously.

Regular session resumed at 2:13 P.M.

3.5.2 Motion Regarding DC Plan Tier II Investment Lineup

The Defined Contribution Plan Committee of the Public School Employees' Retirement Board (the "Board") hereby moves to recommend that the Board remove Invesco Developing Markets R6 (Invesco) from the Tier 2 Investment Options in the PSERS' School Employees' Defined Contribution Plan ("DC Plan") without a replacement fund and to notify the participants with a balance in Invesco to move such balances to an alternative option offered by the DC Plan; provided that if such participants fail to act in response to the written notice, the monies shall be transferred on behalf of the participants to the American Funds Europacific Growth R6, pursuant to the recommendation of CAPTRUST dated September 23, 2022.

Rep. Frank Ryan moved, with Alan Flannigan seconding. The motion passed with two absent being Nathan Mains and Sen. Katie Muth.

3.6 Extension of the Contracts with CAPTRUST Financial Advisors

Jennifer Mills provided material related to the CAPTRUST agreement. The procurement process to issue an RFP was deemed unfeasible based on PSERS workload and resource availability to meet the timeline of CAPTRUST's contract termination of February 12, 2023. A discussion followed.

3.6.1 Motion Regarding Extension of the Contract with CAPTRUST Financial Advisors

The Defined Contribution Plan Committee of the Public School Employees' Retirement Board (the "Board") hereby moves to recommend that the Board extend the terms of the contracts with CAPTRUST Financial Advisors for Act V Pension Consulting Services and General Pension Consulting Services and Advisory Agreement for Retirement Plan Investments for 12 months beginning February 12, 2023 under the same terms and conditions of the existing contracts.

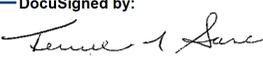
Rep. Frank Ryan moved, with Alan Flannigan seconding. The motion passed with two absent being Nathan Mains and Sen. Katie Muth.

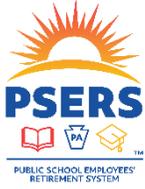
Adjournment

Without objection, the Defined Contribution Plan Committee Meeting adjourned at 2:18 P.M.

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Public School Employees' Retirement Board

Finance and Actuarial Committee Meeting Minutes

Thursday, October 20, 2022

Call to Order: Chair Sen. Patrick Browne called the meeting to order at 8:02 A.M. via MS Teams and from the PSERS Board Room.

Committee Members Present:

Sen. Patrick Browne, Chair	Joe Torsella (in @ 8:08)	<i>Absent – Eric DiTullio, Vice-Chair</i>
Patrick Lord for Sec. Eric Hagarty	Melva Vogler	

Other Board Members Present:

Christopher Santa Maria, Board Chair	Lloyd Ebright	Sen. Katie Muth (in @ 8:59)
James Bloom	Rep. Torren Ecker (in @ 8:06)	Eric Pistilli
Susan Boyle	Alan Flannigan	Rep. Frank Ryan
Christopher Craig	Treas. Stacy Garrity (in @ 9:28)	Patrick Shaughnessy
Jason Davis	Susan Lemmo	Jill Vecchio (in @ 8:10)
Eric Dice	Ann Monaghan	

Others Present:

Thomas Bauer	Joe Indelicato	Joe Sheva
Michael Benson	Christopher Jones	David Shissler
Brian Carl	Jason Kuntz	Kathrin Smith
Tivia Danner	Stephanie Lanius	Jarid Snyder
Bob Devine	Jennifer Mills	Mark Brubaker, Verus
Andy Fiscus	Kristen Petrosky	Laura Vitale
Mei Gentry	Terri Sanchez	
Bev Hudson	Letitia Schubauer	

1.1 Roll Call

Terri Sanchez took roll and confirmed Finance and Actuarial Committee member quorum.

1.2 Acceptance of Published Agenda or Amendments

Sen. Patrick Browne asked for a motion to accept the published agenda. Patrick Lord moved, with Melva Vogler seconding. The motion passed with two absent being Eric DiTullio and Joe Torsella.

1.3 Approval of June 16, 2022 Minutes

Sen. Patrick Browne asked for a motion to approve the June 16, 2022 minutes. Patrick Lord moved, with Melva Vogler seconding. The motion passed with two absent being Eric DiTullio and Joe Torsella.

1.4 Public Comment

Terri Sanchez confirmed her physical presence in the PSERS Board Room, and further confirmed no public attendees, nor any requests for Public Comment.

1.5 Fiscal Year 2023-24 Budget Request

- 1.5.1 Brian Carl, Chief Financial Officer, provided a brief overview of the budget request and introduced Andy Fiscus, Director of Investment Accounting and Budget, who gave a detail presentation of the budget request for the fiscal year 2023-24. A discussion followed.
- 1.5.2 Andy Fiscus presented the budget request for the fiscal year 2023-24.
- 1.5.3 *Motion Regarding Fiscal Year 2023-24 Budget Request*

The Finance & Actuarial Committee of the Public School Employees' Retirement Board hereby receives for filing in the records of the Agency the Fiscal Year 2023-24 Budget Requests, as presented by Brian Carl and Andrew Fiscus, and moves to recommend to the Public School Employees' Retirement Board to adopt the following:

1. The 2023-24 Administrative Budget, not to exceed \$57,102,000, subject to adjustments by the Governor's Budget Office or the General Assembly.
2. The 2023-24 Investment Related Expenses Budget, not to exceed \$40,883,000.
3. The 2023-24 Defined Contribution Budget, not to exceed \$1,176,000, subject to adjustments by the Governor's Budget Office or the General Assembly.
4. The 2023-24 Health Insurance Account (Premium Assistance) - Administrative Budget, not to exceed \$1,264,000.
5. The 2023-24 Health Options Program - Administrative Budget, not to exceed \$1,644,000.
6. The 2023-24 Directed Commissions Recapture Program Budget, not to exceed \$2,000,000, subject to adjustments by the Governor's Budget Office or the General Assembly, for the Public School Employees' Retirement System as more particularly set forth in the attached summaries.

Patrick Lord moved, with Joe Torsella seconding. The motion passed with one absent being Eric DiTullio.

1.6 Closed School Withdrawal Liability Discussion

Brian Carl provided an update regarding withdrawal liability. Mr. Carl informed the Committee that since Act 72 of 2019 that added the Withdrawal Liability provisions to the PSERS Retirement Code, PSERS has taken action to recover unfunded liabilities from employers who have discontinued to offer PSERS as a retirement option for new employees. Employers who close all together will also have withdrawal liability notices issued, and in the case of a charter school closing, the notice will be passed to the Chartering School District. PSERS is working with Buck to develop withdrawal liability procedures for employers who close and will be advising the Board at future meetings. A discussion followed.

1.7 June 30, 2022 and 2021 Financial Statements

- 1.7.1 Brian Carl, Chief Financial Officer, presented the June 30, 2022 and 2021 Financial Statements. A discussion followed.
- 1.7.2 Brian Carl presented the financial statements.
- 1.7.3 *Motion Regarding June 30, 2022 and 2021 Financial Statements and Ratification of Payments*

The Finance & Actuarial Committee of the Public School Employees' Retirement Board hereby receives for filing in the records of the Agency the June 30, 2022 and 2021 Financial Statements prepared by the Public School Employees' Retirement System Office of Financial Management and moves to recommend to the Public School Employees' Retirement Board to adopt and ratify all payments that are reflected in the June 30, 2022 and 2021 Financial Statements.

Melva Vogler moved, with Patrick Lord seconding. The motion passed with one absent being Eric DiTullio.

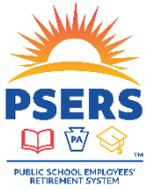
Board Member Comments

Sen. Patrick Browne provided a Finance procurement update. As discussed at the March 2022 Board meeting a short-term contract extension was completed for Buck Global LLC effective September 1, 2022, the terms remaining the same as the previous contract. The one-year extension option included in the contract will be exercised for the June 30, 2023 actuarial valuation. PSERS recently issued an RFP for class action portfolio monitoring & Opt In Market Claims Filing and selected Securities Class Action Services, LLC, the current vendor. PSERS is also working on a sole source renewal of their Accounting book of record software and service provider contract with STP.

Sen. Browne shared a statement about his time served on the PSERS Board, this being his last Board meeting. He recognized the partnership with Brian Carl and the Office of Financial Management.

Adjournment

Without objection, the Finance and Actuarial Committee Meeting adjourned at 10:20 A.M.



Public School Employees' Retirement Board Governance and Administration Committee Meeting Minutes Thursday, October 20, 2022

Call to Order: Patrick Shaughnessy, for Chair Rep. Matt Bradford, called the meeting to order at 2:39 P.M. from the PSERS Board Room and via MS Teams.

Committee Members Present:

Patrick Shaughnessy for Rep. Matt Bradford, Chair	Alan Flannigan for Sec. Richard Vague, Vice-Chair Joe Torsella	Melva Vogler <i>Absent – Nathan Mains</i>
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Other Board Members Present:

Christopher Santa Maria, Board Chair	Jason Davis	Susan Lemmo
James Bloom	Eric Dice	Patrick Lord
Susan Boyle	Lloyd Ebright	Ann Monaghan
Stacey Connors	Rep. Torren Ecker	Jill Vecchio
Christopher Craig	Alan Flannigan	

Others Present:

Brian Carl	Joe Indelicato	Mark Verus
Tivia Danner	Jennifer Mills	Laura Vitale
Mei Gentry	Terri Sanchez	
Bev Hudson	Letitia Schubauer	

5.1 Roll Call

Terri Sanchez took roll and confirmed Governance and Administration Committee member quorum.

5.2 Acceptance of Published Agenda or Amendments

Patrick Shaughnessy asked for a motion to accept the published agenda. Melva Vogler moved, with Alan Flannigan seconding. The motion passed with one absent being Nathan Mains.

5.3 Approval of August 4 and September 26, 2022 Minutes

Patrick Shaughnessy asked for a motion to approve the August 4 and September 26, 2022 minutes. Melva Vogler moved, with Alan Flannigan seconding. The motion passed with one absent being Nathan Mains.

5.4 Public Comment

Terri Sanchez confirmed her physical presence in the PSERS Board Room, and further confirmed no public attendees, nor any requests for Public Comment.

5.5 Executive Session

At 2:40 P.M., Terri Sanchez, Executive Director, stated “In accordance with Section 5.13 of the Bylaws of the Public School Employees’ Retirement Board and Section 708(a) of the Sunshine Act, we are going into Executive Session for Strategic Planning Consultant Presentations and Discussion, which, if conducted in public would violate a privilege or lead to the disclosure of information or confidentiality protected by law.”

Melva Vogler moved, with Alan Flannigan seconding. The motion passed with one absent being Nathan Mains.

Regular session resumed at 4:32 P.M.

5.6 Motion Regarding Strategic Planning Consultant

The Governance & Administration Committee of the Public School Employees' Retirement Board hereby moves to recommend to the Public School Employees' Retirement Board (the "Board") the selection of Dering Consulting Group, Inc. as a strategic planning consultant to assist the Public School Employees Retirement System and Board in the development of a Strategic Plan and related deliverables.

Patrick Shaughnessy moved, with Alan Flannigan seconding. The motion passed with one absent being Nathan Mains.

5.7 Board Elections Candidates

Terri Sanchez reported there were three Board member elections scheduled for this year: one regular election for an active certified position, one special election for an active certified position, and one election for the retiree position.

Mr. Jason Davis was the only candidate who submitted a nomination petition for the active certified regular election. Mr. Davis is qualified as a candidate for that position and his nomination petition was valid. He should therefore be elected by acclamation in accordance with Board's Election Procedures and Guidelines Policy. His three-year term will commence on January 1, 2023, and end on December 31, 2025.

Mr. Brian Reiser was the only candidate who submitted a nomination petition for the active certified special election. Mr. Reiser is qualified as a candidate for that position and his nomination petition was valid. He should therefore be elected by acclamation in accordance with Board's Election Procedures and Guidelines Policy. His two-year term will commence on January 1, 2023, and end on December 31, 2024.

The election for the retiree position is currently ongoing with three candidates who submitted nomination petitions and who are qualified as candidates. A drawing was conducted on Friday, September 23, 2022, at PSERS headquarters to determine the ballot position, which are:

1. Susan C. Lemmo
2. James P. Hoover
3. Russell James Diesinger

Ballots will be mailed on October 31, 2022.

5.8 Funston Recommendations Implementation Timeline and Progress Report

Patrick Shaughnessy provided updates on the Funston recommendations and implementation timeline. The Governance and Administration Committee is working to finalize recommendation 1.4 related to clarifying roles, responsibilities, and reporting relationships including new organizational charts. The Committee is preparing templates and work processes for committee consideration related to recommendations 4.2 and 4.8 regarding meeting frequency and format. The Committee is working on developing prototype web content to organize public information. The work is on time to be completed by the end of the year.

Adjournment

Without objection, the Governance and Administration Committee Meeting adjourned at 4:40 P.M.

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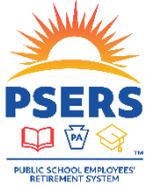
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Terri Sanchez

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Public School Employees' Retirement Board

Investment Committee Meeting Minutes

Friday, October 21, 2022

Call to Order: Chair Sec. Richard Vague called the meeting to order at 8:00 A.M. from the PSERS Board Room and via MS Teams.

Board Members Present:

Sec. Richard Vague, Chair	Treas. Stacy Garrity	<i>Absent - Eric DiTullio</i>
Jason Davis, Vice-Chair	Susan Lemmo (in at 8:11)	<i>Absent - Nathan Mains</i>
Christopher Santa Maria, Chairperson	Anne Monaghan	<i>Absent - Sen. Katie Muth</i>
Patrick Shaughnessy for Rep. Matt Bradford	Patrick Lord in for Sec. Eric Hagarty	
Stacey Connors for Sen. Patrick Browne	Rep. Frank Ryan	
	Joe Torsella (in at 8:17)	
	Melva Vogler	

Others Present:

Sean Barber, Hamilton Lane	Eric Dice	Justin McCarthy, Cabot
Glen Besser, DRA	Lloyd Ebright	Bradford Otis, Cabot
James Bloom (In at 8:09)	Rep. Torren Ecker (In at 8:17)	Amanda Pinho, Hamilton Lane
Susan Boyle (In at 8:11)	Cori English, Hamilton Lane	Eric Pistilli
Adam Breen, DRA	Alan Flannigan	Kathy Reardon, Cabot
Heather Brooks, Insight	Valentina Geba, Cabot	TC Rolfstad, Hamilton Lane
Kara Brown, Cabot	Jack Glover, Incline	Patrick Ryan, Cabot
Mark Brubaker, Verus	Melissa Grant, Aksia	Claire Shaughnessy, Aon
Matt Coyne, Aksia	Justin Harvey, Cabot	April Simile, Incline
Christopher Craig	Dylan Herman, Aksia	Jill Vecchio
Isabelle Daly, Insight	Philline Huizing, Insight	

Staff Present:

Thomas Bauer	Denise Knapp	Sean Sarraf
Michael Benson	Patrick Knapp	Letitia Schubauer
Peter Camacci	Richard Ko	Michael Severance
Brian Carl	Carl Lantz	David Shissler
Tivia Danner	Robert Little	Kelly Sprenkle
James Del Gaudio	Patrick McCafferty	Bill Stalter
Bob Devine	G. Anthony Meadows	Cody Steele
Andy Fiscus	Jennifer Mills	Philip VanGraafeiland
Darren Foreman	Susan Oh	Laura Vitale
Mei Gentry	Kristen Petrosky	
Beverly Hudson	Melissa Quackenbush	
Joe Indelicato	Jarrett Richards	
Luke Jacobs	Terri Sanchez	

6.1 Roll Call

Terri Sanchez took roll and confirmed Investment Committee member quorum.

6.2 Acceptance of Published Agenda or Amendments

Sec. Richard Vague asked for a motion to accept the published agenda. Melva Vogler moved, with Rep. Frank Ryan seconding. The motion passed, with three absent being Eric DiTullio, Nathan Mains, and Sen. Katie Muth.

6.3 Approval of Minutes from August 4, and October 13, 2022

Sec. Richard Vague asked for a motion to approve the August 4, and October 13, 2022 minutes. Patrick Shaughnessy moved, with Jason Davis seconding. The motion passed with three absent being Eric DiTullio, Nathan Mains, and Sen. Katie Muth.

6.4 Public Comment

Terri Sanchez confirmed her physical presence in the PSERS Board Room, and further confirmed no public attendees, nor any requests for Public Comment.

Jason Davis gave an update on some major Investment Office Professional Accomplishments since the last meeting:

- Susan Oh - spoke at the BNP event for the BNP US and UK Risk Management group. I shared about my career, meritocracy and ownership mindset, and Culture and Transformative Innovation Initiative on September 29, 2022.
- Susan Oh - spoke as a keynote speaker at the national expo of US Christian Chamber of Commerce on 10/14/22 (this was sponsored by US CCC).
- Michael Benson – spoke at the ISRP conference in September
- Darren Foreman – participated on a co-investment panel at SuperReturns Conference in NYC in September
- Zachary Reinhart – officially awarded the CFA charter on 8/16/2022.

Jason Davis stated that the Risk Systems RFP will not take place until around the second quarter of 2023, as this time will be more Board time appropriate. An email will be sent to the Board and will need more Board volunteers.

6.5 PSERS Investment Office Dashboard Overview

Bob Devine gave a PSERS Investment Office Dashboard Overview. A discussion followed.

6.6 Annual Performance Review of Private Equity

Darren Foreman, PSERS, Cori English and Sean Barber, Hamilton Lane, gave a presentation on the Annual Performance Review of Private Equity. A discussion followed.

Sue Lemmo and Joe Torsella arrived during the presentation.

6.7 2nd Quarter Performance

Claire Shaughnessy, Aon, gave a brief presentation on the 2nd Quarter Performance. A discussion followed.

6.8.1 PSERS Sustainable Investing framework – Culture and Transformative Innovation -

Jason Davis moved that the PSERS Sustainable Investing framework – Culture and Transformative Innovation discussion be tabled. Sec. Richard Vague seconded the motion, which passed with three absent being Eric DiTullio, Nathan Mains, and Sen. Katie Muth.

6.9.1 Cabot Industrial Value Fund VII, L.P.

Melissa Quackenbush and Jarrett Richards gave a brief presentation on Cabot Industrial Value Fund VII, L.P.

6.9.2 DRA Growth and Income Master Fund XI, LLC.

Melissa Quackenbush and Jarrett Richards gave a brief presentation on DRA Growth and Income Master Fund XI, LLC.

6.9.3 Incline Equity Partners VI, L.P.

Luke Jacobs and Darren Foreman gave a brief presentation on Incline Equity Partners VI, L.P.

6.9.4 Insight Vision Capital II, L.P.

G. Anthony Meadows and Patrick Knapp gave a brief presentation on Insight Vision Capital II, L.P. A discussion followed.

6.10 Executive Session

At 8:53 A.M., Terri Sanchez stated, "In accordance with Section 5.13 of the Bylaws of the Public School Employees' Retirement Board and Section 708(a) of the Sunshine Act, we are going into an Executive Session to discuss the items listed on today's agenda, namely, Direct Real Estate Update; and Update on Transition of Asset Allocation, which, if conducted in public, would violate a privilege or lead to the disclosure of information or confidentiality protected by law."

Rep. Frank Ryan moved that the Investment Committee enter into Executive Session. Sec. Richard Vague seconded the motion, which passed with three absent being Eric DiTullio, Nathan Mains, and Sen. Katie Muth.

Regular Session resumed at 9:28 A.M.

6.11 Asset Class Reviews – Non-Traditional Investments – Private Credit

James Del Gaudio, Robert Little, Sean Sarraf, and Michael Severance, PSERS, and Dylan Herman and Melissa Grant, Aksia, gave a brief presentation on Asset Class Reviews – Non-Traditional Investments – Private Credit. A discussion followed.

6.12 Pacing Studies for 2023 – Real Estate and Infrastructure, Hamilton Lane

TC Rolfstad, Hamilton Lane gave a brief presentation on Pacing Studies for 2023 – Real Estate and Infrastructure. A discussion followed.

6.13 Future Meetings

Bob Devine gave a preview of future Investment Committee meetings:

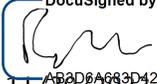
December 2022 will be: Third Quarter Performance, Review of Investment Management Fees, and Asset Class Reviews.

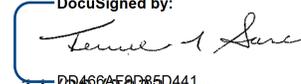
Board Member Comments

Chair Sec. Richard Vague expressed appreciation to Jason Davis and Bob Devine for their leadership.

Adjournment

Without objection, the Investment Committee meeting adjourned at 10:00 A.M.

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