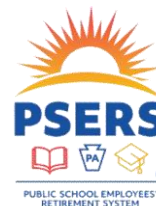


August 21, 2025 PSERB Governance and Administration Committee Meeting

PSERS Board Room 5 North 5th Street, Harrisburg, PA 17101 and via MS Teams [Sunshine]



Chair Rep. Matthew Bradford
Vice Chair Sec. Wendy Spicher
Cmt. Member Dr. Pamela Brown
Cmt. Member Rep. Torren Ecker
Cmt. Member Mr. Nathan Mains
Committee Liaisons Beverly Hudson and Caitlin Witmer
Acting Board Secretary Benjamin Cotton

1. **Call to Order**

The Committee met on August 21, 2025, virtually and in-person at PSERS located at 5 North 5th Street in Harrisburg, PA. Matt McCarry, Designee for Chair Rep. Matthew Bradford, called the meeting to order at 1:00 P.M. Beverly Hudson, Deputy Executive Director for Administration, took roll call and confirmed Committee quorum.

Committee Member Attendance:

Matt McCarry, Designee for Chair Rep. Matthew Bradford, Virtual
Vice Chair Sec. Wendy Spicher, In Person
Dr. Pamela Brown, Virtual
Jill Vecchio, Designee for Rep. Torren Ecker, Virtual
Kevin Busher, Designee for Nathan Mains, Virtual

Additional Board and Designee Attendance:

Eric DiTullio, In Person	Christopher Craig, Virtual
Susan Lemmo, In Person	Charles Erdman, Virtual
Richard Vague, In Person	Jill Vecchio, Virtual
Jeffrey Cavanaugh, Virtual	

2. **Approval of Published Agenda or Requested Amendments**

Matt McCarry moved to approve the published agenda with Sec. Wendy Spicher seconding. The motion passed unanimously.

3. **Approval of June 12, 2025, Minutes**

Matt McCarry moved to approve the minutes with Sec. Wendy Spicher seconding. The motion passed unanimously.

4. **Public Comment**

Beverly Hudson confirmed there was no request for public comment.

5. **Unfinished Business**

5.1 **Contract Log**

Matt McCarry provided a status update on the PSERB Contract Log review by Committees and their recommendations returned to the Governance and Administration Committee. Beverly Hudson shared the data collection points and explained the recommendation from Governance and Administration leadership and staff, to consolidate all Committee logs, and next steps.

5.2 **Governance and Administration Committee Vital Signs**

Beverly Hudson reviewed the Governance and Administration Committee vital signs.

Matt McCarry moved the following:

The Governance and Administration Committee of the Public School Employees' Retirement Board, pursuant to its responsibility to identify tolerances for performance with vital signs, moves to adopt the weighting and tolerances for the Effectiveness Scores for its Vital Signs located in Diligent Tab 5.2.

Sec. Wendy Spicher seconded.

The motion passed unanimously.

5.3 Executive Session

At 1:10 P.M., the Committee entered Executive Session, to discuss agency business, namely Elections Provider Procurement, and personnel matters, namely Board Direct Reports Evaluations Chief Investment Officer and Chief Counsel.

The Committee resumed public session at 1:28 P.M.

5.4 Motion

Matt McCarry moved the following:

The Governance and Administration Committee of the Public School Employees' Retirement Board (the "Board") moves to recommend to the Board that circumstances exist to warrant an emergency procurement of an elections services firm to provide services related to executing Special Elections and having considered the timeframe available, recommends that the Board engages Election-America, Inc., d/b/a YESElections, for a contract term not to exceed one (1) year.

The final terms and conditions of the contract are subject to legal due diligence and must be satisfactory to the Deputy Executive Director for Administration, the Office of Chief Counsel, and the Office of Executive Director, as evidenced either by the appropriate signatures on, or by a memo to that effect appended to, the implementing contract.

Sec. Wendy Spicher seconded.

The motion passed unanimously.

6. New Business

6.1 Elections Policy

Matt McCarry presented proposed changes to the Elections Policy as outlined in the Committee Memo.

Matt McCarry moved the following:

The Governance and Administration Committee of the Public School Employees' Retirement Board (the "Board") moves to recommend that the Board adopt the changes to the Board Elections Policy, located at Agenda Item 6.1.2 in Diligent.

Sec. Wendy Spicher seconded.

The motion passed unanimously.

6.2 Education Policy

Matt McCarry presented technical corrections to the Education Policy as outlined in the Committee Memo.

Matt McCarry moved the following:

The Governance and Administration Committee of the Public School Employees' Retirement Board (the "Board") moves to recommend that the Board adopt the changes to the Board Education Policy, located at Agenda Item 6.2.2 in Diligent.

Sec. Wendy Spicher seconded.

The motion passed unanimously.

7. **Next Meeting Agenda Items**

The Committee recommended review of the contract log as an agenda item next Committee Meeting scheduled for October 23, 2025.

8. **Adjournment**

Without objection, Matt McCarry adjourned the Committee meeting at 1:34 P.M.

Signed by:

Beverly Hudson

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10/7/2025

Signed by:

Caitlin E. Witmer

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10/14/2025

DocuSigned by:

Benjamin L Cotton

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