COAERS
CITY OF AUSTIN
EMPLOYEES' RETIREMENT SYSTEM

MINUTES
GOVERNANCE AND HR COMMITTEE
Public Meeting held in-person and videoconference
Pursuant to Texas Govt. Code 551.127
4700 Mueller Blvd., Suite 100, Austin, TX
Wednesday, March 5, 2025 12:30 PM

Committee Members	Other Board Trustees	Staff
Kelly Crook, Vice Chair	Michael Granof	Christopher Hanson
(Diana Thomas)	Dick Lavine	Sarah McCleary
Chris Noak, Chair	Anthony Ross	Russell Nash
	Ben Ellinor	Jenni Bonds
Guests	Michael Benson	Mehrin Rahman
Paige Saenz, General Counsel	(Yuejiao Liu)	David Kushner
	(Ed Van Eenoo)	Shawna Santos
	(Krista Laine)	

* Present telephonically
† Present via videoconference
(Absent)

1. Call roll of Committee members – Committee Chair Noak
Committee Chair Chris Noak called the meeting to order at 1:22 p.m. The following Committee members were present in person: Noak and Crook.

2. Review order of business and meeting objectives – Committee Chair Noak
Committee Chair Noak reviewed the order of business and meeting objectives with the Committee. There were no changes to the order of business for the meeting.

3. Receive public comments – Committee Chair Noak
Committee Chair Noak asked if there were any members of the public who wished to speak, either now or during an agenda item. There were no comments.

4. Consider approval of the November 14, 2024 Governance and HR Committee minutes – Committee Chair Noak
Ms. Kelly Crook moved to approve the November 14, 2024 Governance and HR Committee meeting minutes as presented. Mr. Noak seconded, and the motion passed 2 to 0.

Mr. Michael Benson left the meeting at 1:32 p.m.

5. Review 2025 Governance and HR Committee Work Plan - Christopher Hanson
Mr. Christopher Hanson presented the 2025 Governance and HR Committee Work Plan. The Committee noted no questions or concerns.

6. Discuss and consider Election Policy – Russell Nash

Mr. Russell Nash presented the Election Policy which had no substantive changes. The Committee noted no questions or concerns.

Ms. Crook moved to refer the Election Policy to the Board for approval with placement on the Consent Agenda. Mr. Noak seconded, and the motion passed 2 to 0.

7. Discuss and consider Board Bylaws – Christopher Hanson

Mr. Christopher Hanson presented proposed revisions to the Board Bylaws to address Chair and Vice Chair elections and check signatures. The Committee reviewed and discussed the revisions. Mr. Anthony Ross requested to add “paper” before “check” in the revised text.

Ms. Crook moved to refer the Board Bylaws, as amended, to the Board for approval with placement on the consent agenda. Mr. Noak seconded, and the motion passed 2 to 0.

8. Discuss and consider Executive Director’s evaluation tool – Committee Chair Noak

Committee Chair Noak presented the Executive Director’s evaluation tool. The Committee discussed the evaluation tool and discussed options on how to improve the evaluation process. The Committee discussed creating a task force or special committee to take the lead in working on possible changes to the evaluation tool and process.

The Committee directed Mr. Hanson and General Counsel to work with the Board Chair on options to review the evaluation tool and make recommendations for the full Committee’s consideration.

9. Review key meeting takeaways and call for future agenda items – Committee Chair Noak

Committee Chair Noak summarized the actions taken and the information discussed during the meeting. He asked for any future agenda items and there were no further items to address.

Chair Noak adjourned the March 5, 2025 Governance and HR Committee meeting at 1:50 p.m.

Minutes were approved at the August 27, 2025 Governance and HR Committee meeting