



MINUTES

GOVERNANCE and HR COMMITTEE

Public Meeting held in person and videoconference

On August 25, 2022 at 1:00 p.m. CT

Pursuant to Texas Govt. Code 551.127 – COVID-19 circumstances

Committee Members

Present/ (Absent)

Yuejiao Liu, Committee Chair
Kelly Crook
(Amy Hunter)
Mike Benson
Chris Noak

*Present telephonically

† present via
videoconference

Other Board Trustees

Present/ (Absent)

(Anthony Ross)
Diana Thomas
(Leslie Pool)
Michael Granof
(Dick Lavine)
Brad Sinclair

Guest

Paige Saenz, General
Counsel

Others Present:

Staff

Christopher Hanson
Sarah McCleary
Mehrin Rahman
Michelle Mahaini
Yun Quintanilla*
David Kushner
Russell Nash
Amy Kelley*
Teresa Cantu*
Bertie Corsentino*

1 Call roll of Committee members

Committee Chair Yuejiao Liu called the meeting to order at 1:06 p.m. The following committee members were present in person: Benson, Crook, Noak, and Liu.

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

2 Review order of business and establish meeting objectives

Committee Chair Liu reviewed the order of business and objectives with the Committee. There were no changes to the order of business for the meeting.

3 Consider approval of the June 2, 2022 Governance and HR Committee minutes

Committee Chair Liu asked Trustees to review the minutes. Ms. Kelly Crook moved to approve the June 2, 2022 Governance and HR Committee minutes as presented. Mr. Michael Benson seconded, and the motion passed 4-0.

4 Discuss and consider Board-approved Personnel Policy

Mr. Christopher Hanson presented revisions to the Personnel Policy reflecting the newly-formed Governance and HR Committee responsibilities. The Committee also discussed and recommended changes to the reporting under Section 3.2 such that complaints could be brought to the Board Chair or General Counsel, not necessarily to both.

Mr. Michael Benson moved to recommend that the Board adopt the Personnel Policy as revised. Ms. Crook seconded, and the motion passed 4-0.

5 Discuss development of a Board Governance Manual

Mr. Hanson presented a draft Board Governance Manual. He discussed the content and section of the Manual with the Committee. He sought feedback from the Committee on certain points such as the Board Culture Statement and whether the Manual should be part of a larger Policy Handbook or a smaller, stand-alone Board Manual. Trustees voiced a preference for a small Governance Manual, not a manual that incorporates all Board Policies. The Committee directed Mr. Hanson to add the Board Culture Statements to the Board Workshop so that all Trustees could participate in the development of these statements.

Mr. Benson left the meeting at 1:15 p.m.

6 Discuss and consider Board annual self-assessment

Trustees reviewed the self-assessment tool used for the Board annual self-evaluation in 2021 and noted that the tool was likely ineffectual if only looked at once a year during the last meeting of the year. The Committee directed staff to add an agenda item at the Board Workshop so that all Trustees could participate in the discussion on the Board self-evaluation.

7 Receive report on new trustee orientation program

Mr. Hanson shared feedback from trustees who had recently completed the new trustee orientation program. He also reported that he had presented COAERS

trustee onboarding program, the “Austin Model” for onboarding new Trustees, during a recent NCPERS panel. Mr. Hanson discussed having Trustees also set a personal educational goal and tasking Staff with assisting in resources. Mr. Hanson also noted that since the initial onboarding of the current Trustees, Staff had developed one more training on financial operations which he would make available to any interested Trustees.

8 Review key meeting takeaways and call for future agenda items

As there were no further items to address, the meeting adjourned at 1:52 p.m.

These minutes were approved at the November 10, 2022 Governance and HR Committee meeting.