

**Minutes of the Audit, Risk and Compliance Committee Meeting**

**Friday, February 25, 2022, 1:32 p.m.**

*Board Room, 30 North 3<sup>rd</sup> St., Harrisburg, PA 17101*

*Also available via Microsoft Teams and Livestream Access*

**Attendees:**

**Audit, Risk and Compliance Committee Members and Designees:**

Glenn Becker, Assistant Committee Chair  
Christopher Craig, Designee for Treasurer Garrity  
Lloyd Ebright, Designee for Treasurer Garrity  
Treasurer Stacy Garrity, Committee Chair  
Mary Soderberg  
Secretary Gregory Thall  
Jill Vecchio, Designee for Representative Schemel

**Other Board Members and Designees:**

James Bloom, Designee for Secretary Richard Vague  
Dave Fillman  
Greg Jordan  
Matt Lindsay, Designee for Senator Vincent Hughes  
Dan Ocko, Designee for Representative Frankel  
Patrick Shaughnessy, Designee for Representative Frankel

**SERS Staff:**

Rose Agnew  
Katie Bates  
Don Bell  
Kelly Bernard  
Jo Ann Collins  
Tom Derr  
Pam Hile  
Christopher Houston  
Dan Krautheim  
Karen Lynn  
N. Joseph Marcucci  
Ryan McCoy  
Michael McGeoy  
Sara McSurdy  
Jeffrey Meyer  
James Nolan  
Jay Stroup

Joseph Torta  
Bill Truong

### **1. Call to Order**

Prior to the meeting starting, the Board members were informed that the meeting would be recorded with the exception of executive session discussion. Due to a scheduling conflict that arose for Committee Chair Treasurer Garrity, Mr. Christopher Craig, designee to Committee Chair Treasurer Garrity, called the meeting to order and thanked the Committee members for appointing her to lead the Committee.

### **2. Welcome and Roll Call**

Ms. Lynn took roll call stating a quorum was present.

### **3. Approval of Minutes**

Mr. Craig presented the minutes provided to the Committee.

### **Motion:**

By motion that was moved and approved unanimously by Committee members, it was;

RESOLVED: That this Committee approves the meeting minutes from the December 7, 2021, and January 14, 2022, Audit, Risk and Compliance Committee meetings.

### **4. Old Business** – None

### **5. Special Presentations** – None

### **6. New Business**

- a. Action 1 – Review of the Audit, Risk and Compliance Committee's 2022 Work Plan**  
– Ms. Lynn reviewed the 2022 Audit, Risk and Compliance Committee Work Plan noting that two future procurements will require Committee involvement. One is for an independent actuary to review Korn Ferry's methods and procedures, and a second is for an independent accounting firm to perform a SOC audit and readiness assessment.

### **7. Executive Session**

At 1:40 p.m., the Committee then entered into Executive Session to review and discuss committee business which, if conducted in public, would violate a lawful privilege, or lead to the disclosure of information that is confidential or protected by law. It is noted that while in Executive Session, Committee Chair Treasurer Garrity joined the meeting, thanked Mr. Craig for his assistance, and assumed Committee Chair responsibilities. The topics covered in Executive Session included:

- Chief Compliance Officer Update – Quarterly Report of December 31, 2021
- Chief Information Security Officer Update
- Internal Audit Office Update
- Review of Due Diligence Performed on Board Approved Investments for the Period December 2021
- Review of 2022 Chief Compliance Officer Performance Goals – *Informational Item Only*

**8. Committee Meeting Resumes**

At 2:18 p.m., the Committee meeting resumed in public session.

**Motion:**

By motion that was moved and approved unanimously by the committee members, it was;

RESOLVED: That this Committee recommend to the State Employees' Retirement Board that it approve the Audit, Risk and Compliance Committee 2022 Work Plan, as set forth in the attached.

**9. Committee Comments/Concerns/Questions – None****10. Motion to Adjourn**

By motion that was moved and approved unanimously by Committee members, it was;

RESOLVED: That this meeting be adjourned at 2:21 p.m.

Respectfully submitted,



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Karen A. Lynn, CPA  
Internal Audit Director