

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

**Tuesday, February 21, 2023, 2:48 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  
Lloyd Ebright, Designee for Treasurer Garrity  
Treasurer Stacy Garrity, Committee Chair  
Mary Soderberg  
Greg Thall

**Other Board Members and Designees:**

James Bloom, Designee for Acting Secretary Sarah Hammer  
Charles Erdman, Designee for Senator John DiSanto  
Alan Flannigan, Designee for Acting Secretary Sarah Hammer  
Greg Jordan  
Matt Lindsay, Designee for Senator Vincent Hughes  
Eric Pistilli, Designee for Acting Secretary Sarah Hammer

**SERS Staff:**

Rose Agnew  
Katie Bates  
Don Bell  
Kathleen Bernhard  
Cynthia Collins  
Jo Ann Collins  
Brenda Cunard  
Tom Derr  
Randy Gilson  
Pam Hile  
Dan Krautheim  
Karen Lynn  
N. Joseph Marcucci  
Katie Mathews  
Ryan McCoy  
Michael McGeoy  
Sara McSurdy  
Jeffrey Meyer  
James Nolan  
Jonathan Ryan

Brett Shaffer  
Joe Torta  
Cara Trego  
William Truong  
Mark Walters

**1. Call to Order**

Prior to the meeting starting, the committee members were informed that the meeting would be recorded. Committee Chair Treasurer Garrity called the meeting to order.

**2. Welcome and Roll Call**

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

**3. Approval of Minutes**

Committee Chair Treasurer Garrity presented the minutes to the committee.

**Motion:**

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

RESOLVED: That this committee approves the meeting minutes from the December 5, 2022, Audit, Risk and Compliance Committee meeting.

**4. Old Business – None**

**5. Special Presentations – None**

**6. New Business – Review of the 2023 Audit, Risk and Compliance Committee Work Plan –**

Ms. Lynn reviewed the committee's 2023 Work Plan noting that three procurements will need to be managed by the committee over the next two years. Following the presentation, the committee agreed with the proposed work plan and a motion by the Committee was made as follows.

**Motion:** That the Audit, Risk and Compliance Committee recommend to the State Employees' Retirement Board to approve the 2023 Committee's Work Plan, as set forth in the attached.

The roll call vote tabulation for the motion was as follows:

<b>Board/Audit, Risk &amp; Compliance Committee Member</b>	<b>Vote</b>
Glenn Becker, Committee Assistant Chair	Yes
Treasurer Garrity, Committee Chair	Yes
Mary Soderberg	Yes
Gregory Thall	Yes

As a result, the Motion passed, and the recommendation will be brought to the Board.

**7. Executive Session**

At 2:54 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, or that is otherwise allowed under the Sunshine Act to be conducted in a closed meeting. The topics covered in executive session included:

- Chief Compliance Officer Update for Quarter Ending December 31, 2022
- Internal Audit Update Including
  - o SOC Audit Update
  - o Review of Phishing Exercise Results
  - o Review of Retired Member Addresses
  - o Review of Tollfree Hotline and Unanswered Voicemail
  - o Theft, Fraud and Abuse Hotline Expansion
- Review of Due Diligence Performed on Board Approved Investments for the Period December 2022
- 2023 Performance Goals for Chief Compliance Officer – *Informational Item Only*
- 2023 Performance Goals for Internal Audit Director – *Informational Item Only*

**8. Committee Meeting Resumes**

At 3:25 p.m., the committee meeting resumed in public session.

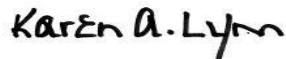
**9. Committee Comments/Concerns/Questions – None**

**10. Motion to Adjourn**

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

RESOLVED: That this meeting be adjourned at 3:26 p.m.

Respectfully submitted,



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Karen A. Lynn, CPA  
Internal Audit Director