

MINUTES

SERS Board Meeting

Tuesday, May 5, 2026 ~ Scheduled Start: 9:30 a.m. ~ Actual Start: 9:30 a.m.

ATTENDANCE AT BOARD MEETING:

Board Members:

- | | |
|---|---|
| ☐ Donald Enders, Jr. | ☐ Michael Heckmann, Designee |
| ☒ W. Russell Faber | ☐ Jill Vecchio, Designee |
| ☒ Rep. Dan Frankel | ☐ Sen. Devlin Robinson |
| ☐ Anne Baloga, Designee | ☒ Kevin Battle, Designee |
| ☒ Matthew McCarry, Designee | ☐ Stephanie Buchanan, Designee |
| ☒ John Galuska | ☐ Allison Dutrey, Designee |
| ☒ Tr. Stacy Garrity | ☒ Sec. Wendy Spicher |
| ☐ Christopher Craig, Designee | ☐ Seamus Dubbs, Designee |
| ☐ Lloyd Ebright, Designee | ☐ Eric Pistilli, Designee |
| ☒ Tom Waters, Designee | ☐ Veronica Hoof, Designee |
| ☐ Sen. Vincent Hughes | ☒ Gregory Thall (Board Chair) |
| ☒ Matthew Lindsay, Designee | |
| ☐ Antoinette Marchowsky, Designee | |
| ☒ Rep. Brett Miller | |

SERS Leadership:

- | | |
|--|---|
| ☒ Chief Compliance Officer
<i>Jo Ann Collins</i> | ☒ Comm. Director & Press Secretary
<i>Pamela Hile</i> |
| ☒ Chief Counsel
<i>N. Joseph Marcucci</i> | ☒ Deputy Chief Counsel (Benefits)
<i>Catherine Nolan</i> |
| ☒ Chief Financial Officer
<i>Sara McSurdy</i> | ☒ Deputy Chief Counsel (Business)
<i>Steven Skoff</i> |
| ☒ Chief Information Officer
<i>Daniel Krautheim</i> | ☒ Deputy Chief Financial Officer
<i>Michael McGeoy</i> |
| ☒ Chief Investment Officer
<i>James Nolan</i> | ☒ Deputy Chief Investment Officer
<i>William Truong</i> |

- | | |
|--|---|
| ☒ Deputy Executive Director for Admin.
<i>Beth Christian</i> | ☒ HR Director
<i>Michele Shaner</i> |
| ☒ Deputy Executive Director for OMPS
<i>Brenda Cunard</i> | ☒ Internal Audit Director
<i>Ryan McCoy</i> |
| ☒ Director of Gov. & Strategic Initiatives
<i>Cynthia Collins</i> | ☒ Legislative Affairs & Policy Director
<i>Thomas Derr</i> |
| ☒ Director of Operations Office
<i>Richard Gaul</i> | |
| ☐ Executive Director
<i>Joseph Torta</i> | |

SERS Board Committee Support:

- | | |
|--|--|
| ☒ Administrative Assistant, OA
<i>Kelly Bernhard</i> | ☒ IT Generalist
<i>Jonathan Ryan</i> |
| ☒ Executive Assistant, OA
<i>Shannon Zimmerman</i> | ☒ IT Generalist
<i>Brett Shaffer</i> |
| ☒ Executive Assistant, Board Ed.
<i>Sheila Willrich</i> | ☒ IT Generalist
<i>Matthew Soule</i> |
| ☒ Executive Secretary
<i>Courtney Yurovich</i> | ☐ Technical Support Director
<i>Randy Gilson</i> |
| ☒ IT Administrator
<i>Mark Walter</i> | |

Other SERS Staff:

Joseph Auchey
Taylor Clark
Jonathan Ferrar
Cathy Gusler
Joseph Montenegro
Kyle Reinfeld
Jared Snyder
Rae Ann Tronetti

MINUTES OF THE SERS BOARD MEETING TUESDAY, MAY 5, 2026:**1. Call to Order**

The meeting was called to order at 9:30 a.m. by Gregory Thall, Board Chair.

2. Welcome and Roll Call

Deputy Executive Director for Administration Elizabeth Christian conducted a roll call of board members and designees. A quorum was met.

3. Public Comments

Heather Staloski, a SERS member for 16 years, thanked Executive Director Joseph Torta for responding back to her questions regarding Private Equity, liquidity and investments returns in December 2025. “Great job on the US equity returns this year”. Ms. Staloski asked: At the February 24th Board meeting, NEPC’s presentation reported that the entire Real Estate asset class returned negative 7.5 percent over the three years as of September. The one-year Real Estates returns reported on February 24th Board meeting differ from the returns reports in the SERS Press releases by 157 basis points. Ms. Staloski wondered whether the discrepancy was due to RVK’s new benchmark recalculation and, if so, does that mean that the 3-years negative 7.5 was more optimistic than the original calculation.

4. Adoption of the Agenda**MOTION: 2026-13**

By motion that was moved, seconded, and approved unanimously by the board members present, it was RESOLVED that the board adopt the agenda for the May 5, 2026, board meeting.

5. Approval of Consent Calendar**MOTION: 2026-14**

By motion that was moved, seconded, and approved unanimously by the board members present, it was RESOLVED that the board approves the Consent Calendar items for the May 5, 2026, board meeting.

A. Approving Board Meeting Minutes – March 3, 2026, Regular meeting

6. Committee Reports/Action Items**A. Investment Committee**

Committee Chair Secretary Wendy Spicher presented a report of the Investment Committee meeting of April 28, 2026, to the board. The following actions were taken:

Proxy Voting Policy Review**MOTION: 2026-15**

By motion that was moved, seconded, and approved unanimously by the board members present, it was

RESOLVED: That the State Employees' Retirement Board adopt the proposed revisions to the SERS U.S. and International Proxy Voting Policy, as set forth in the Attachment?

Donald Enders, Jr.		Absent
W. Russell Faber		Yes
Dan B. Frankel		Yes
John Galuska		Yes
Stacy Garrity		Yes
Vincent J. Hughes	Designee Matt Lindsay	Yes
Brett R. Miller		Yes
Devlin Robinson	Designee Kevin Battle	Yes
Wendy Spicher		Yes
Gregory C. Thall		Yes

Transaction Cost Consultant – Trading Technologies (previously known as Abel Noser)

MOTION: 2026-16

By motion that was moved, seconded, and approved unanimously by the board members present, it was

RESOLVED: That the State Employees' Retirement Board retain Trading Technologies as its investment transaction cost analysis consultant for a five-year term commencing at the conclusion of the Board's current contract (set to expire as of September 30, 2026), subject to successful completion of contract negotiations and execution and delivery of closing documents by all parties, including required Commonwealth legal approvals, prior to the expiration of the current contract?

Donald Enders, Jr.		Absent
W. Russell Faber		Yes
Dan B. Frankel		Yes
John Galuska		Yes
Stacy Garrity		Yes
Vincent J. Hughes	Designee Matt Lindsay	Yes
Brett R. Miller		Yes
Devlin Robinson	Designee Kevin Battle	Yes
Wendy Spicher		Yes
Gregory C. Thall		Yes

Private Equity Opportunity: PSG Europe III

MOTION: 2026-17

By motion that was moved, seconded, and approved unanimously by the board members present, it was

RESOLVED: That the State Employees' Retirement Board commit up to €100 million (approximately \$116 million USD) to PSG Europe III S.C.SP., plus investment expenses and pro rata share of partnership operating expenses, consistent with executed partnership documents, as a follow-on investment within the Private Equity asset class, subject to successful completion of contract negotiations and execution and delivery of closing documents by all parties, including required Commonwealth legal approvals, within 12 months?

Donald Enders, Jr.		Absent
W. Russell Faber		Yes
Dan B. Frankel		Yes
John Galuska		Yes
Stacy Garrity		Yes
Vincent J. Hughes	Designee Matt Lindsay	Yes
Brett R. Miller		Yes
Devlin Robinson	Designee Kevin Battle	Yes
Wendy Spicher		Yes
Gregory C. Thall		Yes

B. Audit, Risk and Compliance Committee

Committee Assistant Chair, Representative Brett Miller, presented a report of the Audit, Risk and Compliance Committee meeting of April 28, 2026 to the board. The following actions were taken:

RFP 25-038 INDEPENDENT AUDITOR SERVICES

The Audit, Risk, and Compliance (ARC) Committee recommend to the State Employees Retirement Board (Board), pursuant to its delegated authority, that the Board accept the ARC Committee's recommendation of the winning vendor as SERS' independent external auditor, based upon the Issuing Officer and ARC Committee Recommendations, formed from the results of the technical evaluation by the RFP #25 038 Evaluation Committee and the final cost scores, and authorize the Issuing Office to award the contract to the winning vendor and proceed with contract negotiations with the selected vendor, to be publicly named at a later date after successful contract negotiations.

Donald Enders, Jr.		Absent
W. Russell Faber		Yes
Dan B. Frankel		Yes
John Galuska		Yes
Stacy Garrity		Yes
Vincent J. Hughes	Designee Matt Lindsay	Yes
Brett R. Miller		Yes
Devlin Robinson	Designee Kevin Battle	Yes

Wendy Spicher	Yes
Gregory C. Thall	Yes

At this time we will not take a vote on the recommended motion because this matter will be presented and discussed later in the Board meeting during executive session at Agenda Item # 11.d, after which time a motion may be in order during public session.

C. Board Governance and Personnel Committee

Committee Chair Gregory Thall presented a report of the Board Governance and Personnel Committee meeting of April 28, 2026, to the board. The following action was taken:

2026 BOARD EDUCATION PLAN

MOTION: 2026-18

By motion that was moved, seconded, and approved unanimously by the board members present, it was

RESOLVED: That the State Employees' Retirement Board approve the 2026 Board Education Plan, as attached.

Donald Enders, Jr.	Absent	
W. Russell Faber	Yes	
Dan B. Frankel	Yes	
John Galuska	Yes	
Stacy Garrity	Yes	
Vincent J. Hughes	Designee Matt Lindsay	Yes
Brett R. Miller	Yes	
Devlin Robinson	Designee Kevin Battle	Yes
Wendy Spicher	Yes	
Gregory C. Thall	Yes	

D. Finance and Member and Participant Services Committee

Committee Chair Dan Frankel presented a report of the Board Governance and Personnel Committee meeting of May 5, 2026, to the board. The following actions were taken:

GABRIEL, ROEDER, SMITH & COMPANY (GRS) PRESENTATION OF KEY 2025
ACTUARIAL VALUATION RESULTS AND THE FISCAL YEAR 2026/2027
CERTIFICATION OF DEFINED BENEFIT PLAN EMPLOYER CONTRIBUTION RATES
AND ANY SHARED-RISK ADJUSTMENT TO DEFINED BENEFIT PLAN MEMBER
CONTRIBUTION RATES FOR THE UPCOMING FISCAL YEAR

MOTION: 2026-19

By motion that was moved, seconded, and approved unanimously by the board members present, it was

RESOLVED: That the State Employees' Retirement Board:

(A) approve the results of the December 31, 2025, actuarial valuation; and for the Commonwealth's fiscal year 2026-2027, certify the following contribution rates:

1. a. for Class A-5 and Class A-6 members a reduction in the shared-risk contribution rate of .09% for a total shared-risk contribution rate of zero for their Class A-5 and Class A-6 service. b. for Class A-3 and Class A-4 members, a shared-gain adjustment to their regular member contributions of a reduction of .5% of retirement-covered compensation for their Class A-3 and Class A-4 service, for a total shared-gain reduction in Class A-3 and Class A-4 member contributions of .5%;

2. Employer normal cost contribution rate of 8.32%;

3. Composite employer contribution rate necessary for the funding of the system of 32.36%; and

4. Employer contribution rates by group and class of service of employees as set forth in the actuarial valuation as calculated by SERS' consulting actuary, GRS, pursuant to Section 5508 of the State Employees' Retirement Code;

(B) authorize SERS staff and GRS to use those rates to develop all the employer rates for the period of July 1, 2026, to June 30, 2027, pursuant to Section 5902(k) of the State Employees' Retirement Code;

(C) establish an employer contribution rate of .02% for fiscal year 2026- 2027 to fund the Benefits Completion Plan established pursuant to Section 5941 of the State Employees' Retirement Code; and

(D) authorize the Executive Director to certify such rates to all employers with employees who are active members of SERS and to the Secretary of the Budget.

Donald Enders, Jr.		Absent
W. Russell Faber		Yes
Dan B. Frankel		Yes
John Galuska		Yes
Stacy Garrity		Yes
Vincent J. Hughes	Designee Matt Lindsay	Yes
Brett R. Miller		Yes
Devlin Robinson	Designee Kevin Battle	Yes
Wendy Spicher		Yes
Gregory C. Thall		Yes

7. Old Business

NONE

8. New Business

NONE

9. Special Presentations

NONE

10. Reports of Executive Director and Agency Staff

A. Deputy Executive Director of Administration Elizabeth Christian provided the following updates:

i. Executive Verbal Update:

As directed by the Audit, Risk, and Compliance Committee, SERS has procured a cyber liability insurance policy. SERS staff worked with the Department of General Services and the current, statewide insurance broker to obtain delegation approval and obtain the necessary insurance services in the most expeditious manner.

SERS staff completed the required assessments and applications and were presented with viable offers. After selecting the most advantageous offer, all approvals and paperwork were completed and submitted to the broker for processing. SERS is currently awaiting final policy documents.

On April 9th the Request for Proposal (RFP) for the Pension Administration System (PAS) was formally issued. This was the culmination of a tremendous amount of work by staff. As expected, we have subsequently received a significant number of related questions from potential bidders and are in the process of responding to those inquiries.

The process of posting the position of Chief Risk Officer has concluded. Human Resource Staff are currently reviewing the applicants and will work to move forward with interviews.

Notifications were sent out to approximately 59,000 active members impacted by the implementation of "Shared Gain", which will result in the reduction of their member contribution rate effective July 1, of this year.

Also, the implementation timetable for the prioritized recommendations in the Account Change Authentication Report was presented by Joe to the Audit, Risk and Compliance Committee last week and are listed on Tab 10(a) for your review.

ii. Legislative Update:

Executive Director Torta stated that SERS continues to monitor the following legislative items:

- House Bill 1304, which will change the effective dates for the Stress Testing
- House Bill 1375 which was introduced by one of our Board Members Representative Brett Miller, is a pension fund transparency bill and
- Senate Bill 1166, which was introduced by another SERS Board Member Senator Vincent Hughes, concerns SERS' appropriation. This item was not included in the Legislative Report since it was issued after the Report was finalized for distribution

iii. Dismissals, Orders and Adjudications:

Deputy Executive Director of Administration Elizabeth Christian noted that there are no Orders or Adjudications for this board cycle.

B. SERS Deputy Executive Director of Administration – Recruitment and Retention

C. Chief Investment Officer – NONE

D. Chief Financial Officer – NONE

11. EXECUTIVE SESSION

A. Chief Compliance Officer's Report on Board Referrals

B. Benefits Administration and Appellate Litigation Update

C. Administrative Adjudication - NONE

D. Actuarial Services RFP #25-038

At 10:02 a.m. the board recessed and entered executive session to receive reports and legal advice on executive session agenda items. Public session resumed at 10:25 a.m.

12. PUBLIC SESSION

Board Chair Gregory Thall presented the motion to approve RFP 25-038 for Independent Auditor Services.

Actuarial Services RFP #25-038**MOTION: 2026-20**

By motion that was moved, seconded, and approved unanimously by the board members present, it was

RESOLVED: I move that the State Employees Retirement Board accept the recommendation of the Audit, Risk, and Compliance (ARC) Committee pursuant to its delegated authority to recommend to the Board the selection of the independent external auditor as identified through RFP #25-038 and determined to be the most advantageous proposal submitted to the

Commonwealth and the Board. The Board authorizes the Issuing Office to award the contract and proceed with contract negotiations with the selected vendor, to be publicly named at a later date after successful contract negotiations.

Donald Enders, Jr.		Absent
W. Russell Faber		Yes
Dan B. Frankel		Yes
John Galuska		Yes
Stacy Garrity		Yes
Vincent J. Hughes	Designee Matt Lindsay	Yes
Brett R. Miller		Yes
Devlin Robinson	Designee Kevin Battle	Yes
Wendy Spicher		Yes
Gregory C. Thall		Yes

13. Board Comments/Announcements/Dates to Remember

June 9, 2026- Next regular scheduled committee meetings

June 16, 2026 – Next regular scheduled board meeting

14. MOTION TO ADJOURN

MOTION: 2026-21

By motion of Chair Thall, the board unanimously agreed to adjourn the meeting at 10:29 a.m.

Respectfully Submitted,



Name: Elizabeth N. Christian

Job Title: Deputy Executive Director