

## **MINUTES**

The Governance Committee of the Municipal Police Employees' Retirement System held a Committee Meeting on Thursday, February 11, 2021, via audio/video conference due to the public health emergency declared in response to the threat presented by COVID-19.

The meeting was called to order by Ms. Mathews at 10:00 a.m.

### Roll Call

#### Members Present

Dep. Chief Darrell Basco

Ms. Amy Mathews, State Treasurer Designee - Chair

Sgt. (Retired) Larry Reech, Board Vice Chairman

#### Members Absent

Chief G. Scott Ford, Board Chairman

#### Others Present

Mr. Benjamin Huxen II, MPERS Executive Director and General Counsel

Ms. Ashlee McNeely, MPERS, Executive Management Officer

Mr. Brad Kelly, Global Governance Advisors

Mr. Peter Landers, Global Governance Advisors

## **PUBLIC COMMENT**

There was no public comment.

## **REGULAR BUSINESS**

A motion was made by Mr. Reech, seconded by Mr. Basco to approve the minutes from the January 12, 2021 meeting. Without objection, the motion carried.

## **NEW BUSINESS**

### Discussion and Action Regarding Draft of Amended Committee Charter

Mr. Brad Kelly with GGA presented the revised committee charter and noted that the committee added Human Resources as a new responsibility of the committee. He also noted revised the responsibilities of the committee. There was a motion by Mr. Basco, seconded by Mr. Reech to approve the expanded committee scope and revised name of Governance and Human Resources Committee. Without objection, the motion carried.

#### Discussion and Action Regarding a Committee Workplan

Mr. Kelly then reviewed the draft committee workplan. The plan is aligned with the quarterly meeting schedule and broken up by the responsibilities of the committee. First is succession management and role of the board, along with several other policies to improve the effectiveness of board. Also to be done is to settle on agreed upon processes for how to formulate the new policies.

The first step will be to present to the full board of trustees some education on what is a responsibility of the board versus what is a responsibility of the management committee. Most importantly, there will be education for the full board and staff, on how to drive a more performance driven organization to better serve the members. Additionally, the committee will be addressing large policy gaps and creating a policy handbook. Also, on the plan is looking at the composition of the board and analyzing the need to add/remove certain trustee position, for example, a survivor representative. There are also plans to do ongoing small surveys to ensure the work is going in a positive direction that meets the priorities of the full board. A motion was made by Mr. Reech, seconded by Mr. Basco, to adopt the workplan as presented. Without objection, the motion carried.

#### Discussion and Action Regarding the Establishment of Policy and Building Committees

The committee discussed composing the Policy and Special Building committees. The committee moved to recommend to the full board to establish these two committees. The motion was brought by Mr. Reech, seconded by Mr. Basco. Without objection, the motion carried.

#### Discussion and Action Regarding Developing a Board Skills Matrix and Orientation Materials

There was discussion on the necessity to create orientation materials and to get all trustees on equal footing with policies and practices of the board. Committee members also discussed the need for overlap with the Governance Committee and Policy Committee for free flow of information between the two committees. Ms. Mathews and Mr. Basco agreed to sit on the Policy Committee with two other members from the full board.

#### Other Business

The committee planned to have its next meeting on April 8, 2021 and plan to discuss emergency succession plans, board diversity, and a post-meeting questionnaire. GGA will present to the full board in the spring and provide some educational hours for trustees.


The meeting adjourned at 10:56 am.

To the best of my knowledge, the foregoing minutes accurately represent the actions taken at the meeting held January 12, 2021.



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Amy Mathews, Chair



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Ben Huxen,  
Executive Director and General Counsel