

**STATE COMPENSATION INSURANCE FUND
GOVERNANCE COMMITTEE**

MINUTES OF OPEN SESSION MEETING

May 28, 2020

The Governance Committee met on May 28, 2020 via telephone/video conference using Zoom webinar.

AGENDA ITEM 1: CALL TO ORDER AND ROLL CALL

Board Liaison Hilda Padua welcomed everyone who joined the meeting via telephone/video conference. Ms. Padua went over the Housekeeping rules for the meeting, including how to submit Public Comments by sending an email to CommitteeMeetings@scif.com. Ms. Padua noted that the information was also posted on the State Fund website and noted in the Notice.

The meeting was called to order on May 28, 2020 at 9:05 a.m.

Committee Chair Thomas Rankin welcomed everyone joining the meeting via telephone/video conference. Mr. Rankin then welcomed the new Committee member, Alexis Podesta.

Mr. Rankin requested Ms. Padua to call roll. The following members were present: Thomas E. Rankin (Chair); Daniel M. Curtin; David M. Lanier; Jack L. Neureuter; and Alexis A. Podesta.

There was a quorum.

Also present: President and CEO Vernon L. Steiner; General Counsel and Corporate Secretary and Chief of Internal Affairs Margie R. Lariviere; Chief Financial Officer Peter Guastamachio; Board Liaison and Assistant Corporate Secretary Hilda B. Padua; and Executive Analyst Candace W. Fong.

AGENDA ITEM 2: ANTITRUST ADMONITION

Mr. Rankin called attention to, and requested confirmation that the Governance Committee members read, State Fund's Antitrust Admonition, which is included in each Committee member's meeting materials.

AGENDA ITEM 3: CONSENT CALENDAR

- 3a. Approval of February 27, 2020 Open Meeting Minutes
- 3b. Board Member Upcoming Speeches, Articles or Webinars
- 3c. Annual Review and Approval of State Fund By-Laws
- 3d. Annual Review and Approval of Committee Charters
- 3e. Annual Review and Approval of Board Education and Travel Expense Reimbursement Policy
- 3f. Annual Review and Approval of Board Delegated Authority and Approval Levels
- 3g. Approval of Board Committee Assignments for 2020

Mr. Rankin asked whether any Committee member had comments on the items on the Consent Calendar of which there were none.

Mr. Rankin called for a Motion.

MOTION: Mr. Curtin

SECOND: Mr. Neureuter

To approve the Consent Calendar as presented.

Mr. Rankin requested public comment of which there was none. Mr. Rankin called for the vote.

YES: 5

NO: 0

Abstain: 0

Motion carried.

AGENDA ITEM 4: PUBLIC COMMENT ON APPROPRIATENESS OF CLOSED SESSION FOR ITEMS 7 THROUGH 9

Mr. Rankin requested public comment on the appropriateness of Closed Session for agenda items 7 through 9, of which there was none.

AGENDA ITEM 5: PUBLIC COMMENT

Mr. Rankin requested further public comment, of which there was none. The Governance Committee immediately convened into Closed Session at 9:10 a.m.

AGENDA ITEM 10: CALL TO ORDER AND ROLL CALL

The meeting was called to order at 10:00 a.m. and the following Members were present: Thomas E. Rankin (Chair); Daniel M. Curtin; David M. Lanier; Jack L. Neureuter; and Alexis A. Podesta.

There was a quorum.

Also present: President and CEO Vernon L. Steiner; General Counsel and Corporate Secretary and Chief of Internal Affairs Margie R. Lariviere; Chief Financial Officer Peter Guastamachio; Board Liaison and Assistant Corporate Secretary Hilda B. Padua; and Executive Analyst Candace W. Fong.

AGENDA ITEM 11: COMMITTEE MEMBER PRESENTATIONS

Mr. Rankin requested presentations from the Committee members, of which there were none.

AGENDA ITEM 12: PROPOSALS AND SUGGESTIONS FOR AUGUST 25, 2020 AGENDA

Mr. Rankin requested suggestions for agenda items for the August 25, 2020 Governance Committee meeting other than the standing agenda items. Ms. Lariviere noted that the proposed agenda items are for Closed Session. Mr. Rankin requested additional agenda items, of which there were none.

Mr. Rankin also requested public comment, of which there was none. He noted that the next Governance Committee meeting is scheduled for August 25, 2020, location to be determined, unless noticed for a new date and time.

ADJOURNMENT

There being no further business before the Governance Committee, the meeting adjourned at 10:05 a.m.

Respectfully submitted,



Hilda B. Padua
Board Liaison and Assistant Corporate Secretary