

**NOTE:** These minutes from the July 3, 2023 Governance Committee meeting were approved at the August 23, 2023 Committee meeting.

**Governance Committee**  
Board of Trustees  
New Hampshire Retirement System  
54 Regional Drive  
Concord, NH 03301

**July 3, 2023**  
**Public Minutes**

*As all Committee members were participating electronically pursuant to RSA 100-A:14-a, all votes were by roll call pursuant to RSA 91-a.*

*Governance Committee Members:* Trustees Don Roy, Chair, Jon Frederick, Robert Maloney, and Monica Mezzapelle.

*Absent:* Trustee Paul Provost.

*Staff:* Jan Goodwin, *Executive Director*; Tim Crutchfield, *Deputy Director and Chief Legal Counsel*; and Mark Cavanaugh, *Associate Counsel & Compliance Officer*.

*Guest:* Robin Kittle, Cross Insurance.

Chair Roy called the meeting to order at 9:00 a.m. Having established a quorum, on a motion by Trustee Frederick, seconded by Trustee Mezzapelle, the Committee voted to approve the minutes of the March 6., 2023 Governance Committee meeting as presented, with Trustee Maloney abstaining.

On a motion from Trustee Maloney, seconded by Trustee Frederick, the Committee voted unanimously by roll call to enter into a non-public session under RSA 91-A:3, II(c) to discuss a matter, which, if discussed in public, would likely affect adversely the reputation of any person, other than a member of the public body itself. Joining the Committee in the non-public session were Jan Goodwin, Executive Director; Tim Crutchfield, Deputy Director and Chief Legal Counsel; Mark Cavanaugh, Associate Counsel & Compliance Officer; and Robin Kittle of Cross Insurance.

On a motion from Trustee Frederick, seconded by Trustee Mezzapelle, the Committee voted unanimously to conclude the non-public session.

Back in public session, on a motion from Trustee Frederick, seconded by Trustee Mezzapelle, the Committee voted unanimously to recommend to the full Board that it approve the cyber insurance renewal through the incumbent carrier, Tokio Marine, with a \$5 million limit and a \$25,000 deductible at a \$52,126.24 premium.

With no further business to be discussed, on a motion by Trustee Maloney, seconded by Trustee Mezzapelle, the Committee voted unanimously to adjourn the meeting.

Respectfully submitted,

Tim Crutchfield