

NOTE: These minutes from the June 4, 2025, Governance Committee meeting were approved at the July 1, 2025, Committee meeting.

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

June 4, 2025
Public Minutes

As the 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 participating: Trustees Paul Provost, Acting Chair, Robert Maloney, Monica Mezzapelle, and Steven Saltzman. Absent: Trustee Roy.

Staff Members participating: Jan Goodwin, Executive Director, Mark F. Cavanaugh, Deputy Counsel & Compliance Officer and Marie Mullen, Director of Finance.

Having established a quorum, Acting Chair Provost called the meeting to order at 4 p.m.

As the first order of business, on a motion by Trustee Maloney and seconded by Trustee Mezzapelle, the Committee approved the minutes of the April 1, 2025 Committee meeting, with Trustee Saltzman abstaining.

Next, Deputy Counsel and Compliance Officer Cavanaugh presented staff's recommendations for New Hampshire Counsel. On a motion by Trustee Mezzapelle seconded by Trustee Maloney, the Committee voted unanimously to recommend to the Board that it appoint Sulloway and Hollis, P.L.L.C. as New Hampshire Counsel for personnel matters and Foley Law Office as New Hampshire Counsel for administrative and litigation matters, and authorize staff to enter into fee negotiations and letter agreements relating thereto.

Next, on a motion by Trustee Mezzapelle, seconded by Trustee Maloney, the Committee voted unanimously to enter into a non-public session under RSA 91-A:3, II(c) to discuss matters which, if discussed in public, would likely affect adversely the reputation of any person, other than a member of the public body itself, unless such person requests an open meeting.

On a motion by Trustee Saltzman, seconded by Trustee Maloney, the Committee concluded the non-public session.

Back in open session, on a motion by Trustee Maloney, seconded by Trustee Saltzman, the Committee voted unanimously to seal the minutes of the non-public session under RSA 91-A:3, III, as the divulgence of the information likely would affect adversely the reputation of any person other than a member of the public body itself, or render the proposed action ineffective.

Next, Deputy Counsel and Compliance Officer Cavanaugh presented a Request for Proposals (RFP) for New Hampshire Counsel for corporate, real estate and litigation matters. On a motion by Trustee Provost, seconded by Trustee Mezzapelle, the Committee voted unanimously to recommend to the Board that it authorize staff to issue the RFP as presented.

Next, Deputy Counsel and Compliance Officer Cavanaugh presented staff's recommendations for Fiduciary, Tax, Benefits and Litigation Counsel. On a motion by Trustee Maloney, seconded by Trustee Saltzman, the Committee voted unanimously to recommend to the Board that it appoint Groom Law Group and Ice Miller as Fiduciary, Tax, Benefits and Legislative Counsel and authorize staff to enter into fee negotiations and letter agreements relating thereto.

Next, Director of Finance Mullen presented a form of RFP for Actuarial Services. On a motion by Trustee Mezzapelle, seconded by Trustee Saltzman, the Committee voted unanimously to recommend to the Board that it authorize staff to issue the RFP for Actuarial Services, as presented.

With no further business to be discussed, on a motion by Trustee Maloney and seconded by Trustee Mezzapelle, the Committee voted unanimously to adjourn the meeting at 4:26 p.m.

Respectfully submitted,

Mark F. Cavanaugh, Deputy Counsel and Compliance Officer