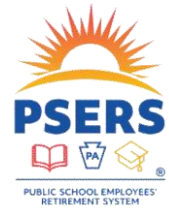


October 24, 2024 PSERB Investment Committee Meeting



PSERS Board Room 5 North 5th Street, Harrisburg PA 17101 and via MS [Sunshine]

Chair Mr. Jason Davis
Vice Chair Treas. Stacy Garrity
Committee of the Whole
Committee Liaison Benjamin Cotton
Board Secretary Terrill Sanchez

1. Call to Order

The Committee met on October 24, 2024 virtually and in-person at 5 North 5th Street in Harrisburg, PA. Chair Jason Davis called the meeting to order at 1:13 P.M. Benjamin Cotton, Chief Investment Officer, took roll call and confirmed Committee quorum.

Committee Member Attendance:

| | |
|---|--|
| Jordan Laslett for Rep. Matthew Bradford, Virtual | Virtual |
| Dr. Pamela Brown, Virtual | Sen. Katie Muth, Virtual (In at 2:01, Out at 2:47) |
| Jason Davis, In Person | Brian Reiser, In Person |
| Rep. Torren Ecker, Virtual (Out at 2:14) | Eric Pistilli for Sec. Wendy Spicher, In Person |
| Lloyd Ebright for Treas. Stacy Garrity, In Person | Morgan Wagner for Sen. Greg Rothman, Virtual |
| Susan Lemmo, In Person | Richard Vague, In Person |
| Kevin Busher for Nathan Mains, Virtual | <i>Absent – Eric DiTullio</i> |
| Ann Monaghan, Virtual | |
| Patrick Lord for Sec. Khalid Mumin, | |

Additional Board Designee Attendance:

| | |
|----------------------------|-------------------------------------|
| Jeffrey Cavanaugh, Virtual | Matt McCarry, Virtual (Out at 1:54) |
| Christopher Craig, Virtual | Jill Vecchio, Virtual |
| Michael Heckmann, Virtual | |
| Veronica Hoof, In Person | |

2. Approval of Published Agenda or Requested Amendments

Brian Reiser moved to approve the published agenda with Eric Pistilli seconding. The motion passed with one (1) absent being Eric DiTullio.

3. Approval of October 17, 2024 Minutes

Dr. Pamela Brown moved to approve the minutes with Eric Pistilli seconding. The motion passed with one (1) absent being Eric DiTullio.

4. Public Comment

Benjamin Cotton confirmed there was no request for public comment.

5. New Business

5.1 Investment Office Vital Signs (f/k/a Dashboard)

Robert Devine, Deputy Chief Investment Officer, presented the Investment Office Vital Signs.

5.2 Private Markets Annual Fee and Carry Report

James Del Gaudio, Managing Director, presented the Private Markets Annual Fee and Carry Report.

5.3 Update on Private Markets Delegated Authorizations

James Del Gaudio provided an update on Private Markets Delegated Authorizations.

5.4 Update on Public Markets Watchlist

Carl Lantz, Senior Manager, provided an update on Public Markets Watchlist.

5.5 Asset Class Reviews

Steven Derr, Director, and James Del Gaudio, Managing Director, presented the Asset Class Reviews for Public and Private Fixed Income.

5.6 Proxy Voting, 2024 Season Debrief

The Committee received a Proxy Voting, 2024 Season Debrief from Glass Lewis.

5.7 PSERS 2Q 2024 (FY-2024) Investment Performance and Market Update

Mark Brubaker, Verus Advisory, Inc., presented the PSERS 2Q 2024 (FY-2024) and Market Update.

5.8 Strategic Asset Allocation

Mark Brubaker presented the Strategic Asset Allocation. A discussion followed.

Jason Davis moved the following:

The Investment Committee of the Public School Employees' Retirement Board (the "Board") moves to recommend that the Board remove the long term targets and adopt Asset Allocation Targets and Ranges, and the Policy Benchmarks and Policy Weights, pursuant to the proposed Allocation Targets and Ranges and Policy Benchmark and Policy Benchmark Weights identified for Option 2 as attached to be effective from December 1, 2024.

The Investment Committee further moves to recommend that the Board authorizes the Investment Office to amend sections VI. Asset Allocation and VII. Performance Objectives of the Investment Policy Statement for the Public School Employees' Retirement System, subject to review by the Office of Chief Counsel, to reflect the removal of the long term targets and the adoption of the proposed Allocation Targets and Ranges, Policy Benchmark and Policy Benchmark Weights.

Eric Pistilli seconded.

The Motion passed with one (1) abstention being Sen. Katie Muth and one (1) absent being Eric DiTullio.

Jason Davis moved the following:

The Investment Committee of the Public School Employees' Retirement Board (the "Board") moves to recommend that the Board retires the Tail Risk Mitigation Strategy Policy as of June 30, 2025, and in the interim, delegates the manner and timing with which the related activities are discontinued, to Benjamin L. Cotton, Chief Investment Officer.

Dr. Pamela seconded.

The Motion passed with one (1) abstention being Sen. Katie Muth and one (1) absent being Eric DiTullio.

5.9 Chief Investment Officer Update

Benjamin Cotton provided the Chief Investment Officer Update.

5.10 Brookfield Infrastructure Structured Solutions, L.P.

James Del Gaudio presented a proposal for Brookfield Infrastructure Structured Solutions, L.P.

5.11 Executive Session

At 3:19 PM, the Committee entered Executive Session to discuss Confidential Provisions of Proposed Discussion Items, Discussion of Managers in Watchlist Presentation, Update on Secondaries Transaction, and Update on Directly Held Real Estate.

The Committee resumed public session at 3:52 P.M.

Motion

Jason Davis moved the following:

The Investment Committee of the Public School Employees' Retirement Board (the "Board") moves to recommend that the Board authorize (1) the creation of a new 501(c)(25) corporation and (2) the transfer of the assets held by Commonwealth Holdings, Inc., to the new corporation, in accordance with the recommendation of Jarrett B. Richards, Portfolio Manager.

The final terms and conditions of the transfer are subject to legal due diligence and must be satisfactory to the Investment Office, the Office of Chief Counsel, and the Office of Executive Director, as evidenced either by the appropriate signatures on, or by a memo to that effect appended to, the implementing organizational documents.

Ann Monaghan seconded.

The motion passed with one (1) abstention being Sen. Katie Muth and one (1) absent being Eric DiTullio.

Recess and Reconvene Friday, October 25

At 3:54 PM, the Investment Committee meeting recessed and reconvened on October 25, 2024 at 9:00 AM.

Call to Order

The Committee reconvened its October 24, 2024 meeting on October 25, 2024 virtually and in-person at PSERS Board Room 5 North 5th Street, Harrisburg PA. Chair Jason Davis called the meeting to order at 9:00 AM. Benjamin Cotton took roll call and confirmed Committee quorum.

Committee Member Attendance:

Jordan Laslett for Rep. Matthew
Bradford In-Person
Dr. Pamela Brown Virtual
Jason Davis In-Person
Eric DiTullio Virtual
Jill Vecchio for Rep. Torren Ecker
Virtual
Lloyd Ebright for Treas. Stacy Garrity
Virtual
Susan Lemmo In-Person
Kevin Busher for Nathan Mains Virtual

Patrick Lord for Sec. Khalid Mumin
Virtual
Sen. Katie Muth Virtual
Brian Reiser In-Person
Sec. Wendy Spicher Virtual
Morgan Wagner for Sen. Greg
Rothman Virtual
Richard Vague In-Person
Absent – Ann Monaghan

Additional Board and Designee Attendance:

Jeffrey Cavanaugh Virtual
Christopher Craig Virtual
Michael Heckmann Virtual
Veronica Hoof In-Person

Matt McCarry Virtual
Eric Pistilli Virtual

5.11 Executive Session Continued

At 9:03 AM, the Committee entered Executive Session to discuss confidential provisions of the discussion items.

The Committee resumed public session at 9:36 A.M.

5.12 Motion

Jason Davis moved the following:

The Investment Committee of the Public School Employees' Retirement Board (the "Board") moves to recommend that the Board commit an amount not to exceed \$250 million plus reasonable, normal investment expenses, to Brookfield Infrastructure Specialized Solutions, L.P. and/or related investment vehicles in accordance with the recommendation of Cody Steele, Portfolio Manager and Aksia, LLC; and

The final terms and conditions of the investment are subject to legal due diligence and must be satisfactory to the Investment Office, the Office of Chief Counsel, and the Office of Executive Director, as evidenced either by the appropriate signatures on, or by a memo to that effect appended to, the implementing investment contracts.

Jordan Laslett seconded.

The motion passed with one (1) opposed being Sen. Katie Muth and one (1) absent being Ann Monaghan.

6. Next Meeting Agenda Items

The Committee had no recommendations for agenda items to add to the next Committee Meeting.


7. Adjournment

At 9:37 AM, the Investment Committee adjourned.

DocuSigned by:

FA62F2368763477...

11/19/2024

DocuSigned by:

DD466AF9D85D441...

11/19/2024