

**THE CORPORATE GOVERNANCE AND SECURITIES LITIGATION  
COMMITTEE OF THE  
BOARD OF TRUSTEES  
MARYLAND STATE RETIREMENT AND PENSION SYSTEM**

**MINUTES OF MEETING**

**March 1, 2021**

The Corporate Governance and Securities Litigation Committee for the Maryland State Retirement and Pension System convened, via videoconference call with the host site at the SunTrust Building, 120 East Baltimore Street, 16th Floor, Board Room, Baltimore, Maryland, beginning at 2:05 p.m.

Committee Members  
Attending:

David Brinkley  
David Hamilton  
Sheila Hill, Chair

Nancy K. Kopp  
Douglas Prouty

Also Attending:

Robert Burd  
Rachel Cohen (OAG)  
Dean Kenderdine

Andrew Palmer  
Emily Spiering (OAG)  
Toni Voglino  
Kathleen Wherthey (OAG)

Ms. Hill called the meeting to order at 2:05 p.m.

**Action Item #2: Motion by the Committee to meet in Closed Session**

On a motion made by Mr. Prouty and seconded by Ms. Kopp, the Committee voted without objection to meet in closed session, via video/audio conference call, beginning at 2:05 p.m. for the purposes of receiving legal advice and consulting with staff regarding a pending litigation matter, pursuant to General Provisions Art., Section 3-305(b)(7), to consult with counsel to obtain legal advice, and Section 3-305(b)(8), to consult with staff, consultants, or other individuals about pending or potential litigation.

**Closed Session**

Committee  
Members  
Attending:

David Brinkley  
David Hamilton  
Sheila Hill, Chair

Nancy K. Kopp  
Douglas Prouty

Also Attending:

Robert Burd  
Rachel Cohen (OAG)  
Dean Kenderdine

Andrew Palmer  
Emily Spiering (OAG)  
Toni Voglino  
Kathleen Wherthey (OAG)

During closed session, the Committee consulted with legal counsel and staff concerning a pending litigation matter, pursuant to General Provisions Art., Sec. 3-305(b)(7) and (8).

**Action Item #4: Adjournment of Closed Session and Return to Open Session:**

On a motion by Mr. Prouty and seconded by Mr. Brinkley, the Committee voted without objection to return to open session, via video/audio conference call at 2:25 p.m.

Committee Members  
Attending:

David Brinkley  
David Hamilton  
Sheila Hill, Chair

Nancy K. Kopp  
Douglas Prouty

Also Attending:

Robert Burd  
Rachel Cohen (OAG)  
Dean Kenderdine

Andrew Palmer  
Emily Spiering (OAG)  
Toni Voglino  
Kathleen Wherthey (OAG)

**Action Item #5: Adjournment of Open Session**

There being no further business before the Committee, on a motion made by Mr. Prouty and seconded by Ms. Kopp, the meeting adjourned at 2:25 p.m.

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Toni Voglino