

**MINUTES OF MEETING  
OF THE CYBER RISK COMMITTEE OF THE  
BOARD OF DIRECTORS OF  
THE UNIVERSITY OF TEXAS/TEXAS A&M INVESTMENT MANAGEMENT COMPANY**

The inaugural meeting of the Cyber Risk Committee f/k/a Cybersecurity Committee (the "Committee") of The University of Texas/Texas A&M Investment Management Company (the "Corporation") convened in open session on **March 5, 2020**, by means of conference telephone enabling all persons participating in the meeting to hear each other, at the offices of the Corporation, Suite 1700, 210 West 7<sup>th</sup> Street, Austin, Texas, said meeting having been called by the Committee Chair, Ray Rothrock ("Chairman"), with notice provided to each member in accordance with the Corporation's Bylaws. The audio portion of the meeting was electronically recorded. Participating in the meeting were the following members of the Committee:

Ray Rothrock, Chair  
Robert Gauntt  
Janiece Longoria

thus constituting a majority and quorum of the Committee. Chairman Rothrock called the meeting to order at 2:31 p.m. Employees of the Corporation attending the meeting were Britt Harris, President, CEO and Chief Investment Officer; Rich Hall, Deputy Chief Investment Officer; Joan Moeller, Treasurer and Secretary; Cecilia Gonzalez, Corporate Counsel and Chief Compliance Officer; Mike Sjolander, Managing Director – Information Services; David Gahagan, Director – Security and Chief Information Security Officer; and other UTIMCO employees. Jerry Kyle of Orrick, Herrington & Sutcliffe LLP; and Kevin Jacobs and Chris Brown of Ernst and Young, LLP also attended. Copies of materials supporting the Committee meeting agenda were previously furnished to each Committee member.

**Charter**

Chairman Rothrock asked for Committee approval of the charter of the Committee. Upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that the Charter of the Cybersecurity Committee, as recommended be, and is hereby approved, in the form submitted to the Committee, subject to approval by the Corporation's Board of Directors.

**Executive Session**

Prior to going into executive session, Chairman Rothrock announced that, "The Cybersecurity Committee of the Board of Directors of The University of Texas/Texas A&M Investment Management Company having been duly convened in Open Session and notice of this meeting having been duly given, I hereby announce the convening of a closed meeting as an Executive Session of the Committee, for the purpose of receiving an update on computer security assessments related to information resources technology, including security assessments. This Executive Session meeting of the Committee is authorized by *Texas Government Code* Sections 551.076 and 551.089. The date is March 5, 2020, and the time is now 2:32 p.m." With the exception

of Mr. Harris, Mr. Hall, Ms. Moeller, Mr. Sjolander, Mr. Gahagan, Ms. Gonzalez, and Mr. Kyle, all others left the meeting at this time.

**Open Session**

The Committee reconvened in open session and Chairman Rothrock announced that, "The Open Session of the Cybersecurity Committee of the Board of Directors of The University of Texas/Texas A&M Investment Management Company is now reconvened. The date is March 5, 2020, and the time is now 3:13 p.m. During the Executive Session, the Committee received an update on computer security assessments related to information resources technology, including security assessments but no action was taken nor decisions made, and no vote was called for or had by the Committee in Executive Session."

**Adjourn**

There being no further business to come before the Committee, the meeting was adjourned at 3:14 p.m.

Secretary:   
Joan Moeller

Approved:  Date: 16 June 2020  
Ray Rothrock, Chair  
Cyber Risk Committee of the Board of Directors of  
The University of Texas/Texas A&M Investment Management Company