

Governance Committee Meeting
March 13, 2020

**ORANGE COUNTY EMPLOYEES RETIREMENT SYSTEM
2223 E. WELLINGTON AVENUE, SUITE 100
SANTA ANA, CALIFORNIA 92701**

**GOVERNANCE COMMITTEE MEETING
March 13, 2020
10:00 a.m.**

MINUTES

The Chair called the meeting to order at 10:12 a.m. Attendance was as follows:

Present: Shawn Dewane, Chair; Frank Eley, Vice Chair; Charles Packard, Roger Hilton

Staff: Steve Delaney, Chief Executive Officer; Gina Ratto, General Counsel; Suzanne Jenike, Assistant CEO, External Operations; Brenda Shott, Assistant CEO, Internal Operations; Tracy Bowman, Director of Finance; Sonal Sharma, Recording Secretary; Anthony Beltran, Audio Visual Technician

CONSENT AGENDA

C-1 APPROVE GOVERNANCE COMMITTEE MEETING MINUTES

Governance Committee Meeting Minutes November 7, 2019

MOTION by Hilton, **seconded** by Eley, to approve the Minutes.

The motion passed **unanimously**.

ACTION ITEMS

A-1 INDIVIDUAL ACTION ON ANY ITEM TRAILED FROM THE CONSENT AGENDA

No items were trailed from the Consent Agenda.

A-2 TRIENNIAL REVIEW OF THE GOVERNANCE COMMITTEE CHARTER

Presentation by Gina M. Ratto, General Counsel

Recommendation: Approve, and recommend that the Board adopt, revisions to the Governance Committee Charter.

MOTION by Packard, **seconded** by Eley, to approve, and recommend that the Board adopt, revisions to the Governance Committee Charter, as presented, with the following additional revision to Paragraph 3 of the Governance Committee Charter (revision redlined).

“The Governance Committee will be comprised ~~of~~ of four (4) members of the Board. As provided in OCERS’ By-Laws, two members of the Governance Committee constitute a quorum.”

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The motion passed **unanimously**.

A-3 TRIENNIAL REVIEW OF THE PLANNING POLICY

Presentation by Steve Delaney, Chief Executive Officer

Recommendation: Approve, and recommend that the Board adopt, revisions to the Planning Policy.

MOTION by Hilton, **seconded** by Packard, to approve, and recommend that the Board adopt, revisions to the Planning Policy, as presented.

The motion passed **unanimously**.

A-4 TRIENNIAL REVIEW OF THE SACRS VOTING DELEGATE POLICY

Presentation by Steve Delaney, Chief Executive Officer

Recommendation: Approve, and recommend that the Board adopt, revisions to the SACRS Voting Delegate Policy.

MOTION by Packard, **seconded** by Hilton, to approve, and recommend that the Board adopt, revisions to the SACRS Voting Delegate Policy, as presented.

The motion passed **unanimously**.

A-5 TRIENNIAL REVIEW OF THE QUIET PERIOD POLICY

Presentation by Brenda Shott, Asst. Chief Executive Officer, Internal Operations

Recommendation: Approve, and recommend that the Board adopt, revisions to the Quiet Period Policy.

MOTION by Packard, **seconded** by Hilton, to approve, and recommend that the Board adopt, revisions to the Quiet Period Policy, as presented.

The motion passed **unanimously**.

A-6 TRIENNIAL REVIEW OF THE BUDGET APPROVAL POLICY

Presentation by Tracy Bowman, Director of Finance

Recommendation: Approve, and recommend that the Board adopt, revisions to the Budget Approval Policy.

MOTION by Dewane, **seconded** by Eley, to approve, and recommend that the Board adopt, revisions to the Budget Approval Policy, as presented.

The motion passed **unanimously**.

MOTION by Dewane, **seconded** by Eley, to recommend that the Board approve discontinuing the practice of the “18 basis points test” and eliminate the need for staff to produce the “18 basis points test” as part of its annual and quarterly budget.

The motion passed **unanimously**.

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A-7 TRIENNIAL REVIEW OF THE COMMUNICATIONS POLICY

Presentation by Suzanne Jenike, Asst. Chief Executive Officer, External Operations

Recommendation: Approve, and recommend that the Board adopt, revisions to the Communications Policy.

MOTION by Packard, **seconded** by Eley, to approve, and recommend that the Board adopt, revisions to the Communications Policy, as presented.

The motion passed **unanimously**.

A-8 TRIENNIAL REVIEW OF THE PUBLIC RECORDS REQUEST POLICY AND RESCISSION OF THE DATA REQUEST POLICY

Presentation by Gina M. Ratto, General Counsel

Recommendation:

- (1) Approve, and recommend that the Board adopt, revisions to the Public Record Request Policy, including incorporating into the Public Records Request Policy provisions of the Data Request Policy; and
- (2) Recommend that the Board rescind the Data Request Policy.

MOTION by Eley, **seconded** by Dewane, to approve, and recommend that the Board adopt, revisions to the Public Record Request Policy, including incorporating into the Public Records Request Policy provisions of the Data Request Policy, as presented.

Mr. Eley requested that staff make available, on the OCERS website, a list of the types of member information that is generally subject to disclosure, upon request, pursuant to the California Public Records Act.

MOTION by Eley, **seconded** by Hilton, to recommend that the Board rescind the Data Request Policy.

The motion passed **unanimously**.

INFORMATION ITEMS

I-1 REVIEW OF NEW PAY ITEMS PURSUANT TO THE PAY ITEM REVIEW POLICY

There was a presentation by Suzanne Jenike, Asst. Chief Executive Officer, External Operations

I-2 GOVERNANCE COMMITTEE 2020 WORK PLAN AND MEETING SCHEDULE

There was a presentation by Gina M. Ratto, General Counsel

COMMITTEE MEMBER COMMENTS

Future Governance Committee meetings were scheduled to take place on June 9, 2020, August 4, 2020, and October 6, 2020.

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CHIEF EXECUTIVE OFFICER/STAFF COMMENTS

None.

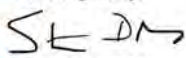
COUNSEL COMMENTS

None.

ADJOURNMENT

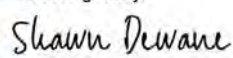
The meeting adjourned at 11:08a.m.

Submitted by:

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Steve Delaney
Secretary to the Board

Approved by:

DocuSigned by:

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Shawn Dewane, Chair