

Governance Committee Meeting  
August 4, 2020

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

**GOVERNANCE COMMITTEE MEETING  
August 4, 2020  
9:00 a.m.**

**MINUTES**

The Vice Chair called the meeting to order at 9:00 a.m.

Present via Zoom Video conference pursuant to Executive Order N-29-20 issued by Governor Newsom on March 17, 2020:

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

Also present via Zoom:

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

**CONSENT AGENDA**

**C-1 APPROVE GOVERNANCE COMMITTEE MEETING MINUTES**

Governance Committee Meeting Minutes

June 9, 2020

**MOTION** by Hilton, **seconded** by Packard, 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 ACTUARIAL VALUATION POLICY**

*Presentation by Brenda Shott, Assistant CEO, Finance and Internal Operations*

**Recommendation:** Approve and recommend the Board adopt the proposed revisions to the Actuarial Valuation Policy.

**MOTION** by Packard, **seconded** by Hilton, to approve and recommend the Board adopt the proposed revisions to the Actuarial Valuation Policy.

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The motion passed **unanimously**.

**A-3 TRIENNIAL REVIEW OF THE SECURITIES LITIGATION POLICY**

*Presentation by Gina M. Ratto, General Counsel*

**Recommendation:** Approve and recommend the Board adopt the proposed revisions to the Securities Litigation Policy.

**MOTION** by Packard, **seconded** by Hilton, to approve and recommend the Board adopt the proposed revisions to the Securities Litigation Policy.

The motion passed **unanimously**.

**A-4 BIENNIAL REVIEW OF OCERS' CONFLICT OF INTEREST CODE**

*Presentation by Gina M. Ratto, General Counsel*

**Recommendation:** Approve and recommend the Board adopt the proposed revisions to OCERS' Conflict of Interest Code.

**MOTION** by Packard, **seconded** by Eley, to approve and recommend the Board adopt the proposed revisions to OCERS' Conflict of Interest Code.

The motion passed **unanimously**.

**A-5 SECOND READING OF ADMINISTRATIVE REVIEW AND HEARING POLICY**

*Presentation by Gina M. Ratto, General Counsel*

**Recommendation:** Staff recommends the Governance Committee:

- (1) Approve, on a second reading, the proposed revisions to the Adjudication Policy and Administrative Hearing Rules (including renaming the policy as the Administrative Review and Hearing Policy); and
- (2) Recommend the Board adopt the Administrative Review and Hearing Policy as revised and as approved by the Committee.

**MOTION** by Eley, **seconded** by Packard, to approve and recommend the Board adopt the recommendations above.

The motion passed **unanimously**.

**COMMITTEE MEMBER COMMENTS**

None.

**CHIEF EXECUTIVE OFFICER/STAFF COMMENTS**

None.

**COUNSEL COMMENTS**

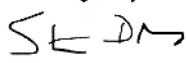
None.

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**ADJOURNMENT**

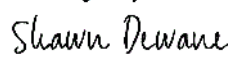
The meeting adjourned at 9:36a.m.

**Submitted by:**

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Steve Delaney  
Secretary to the Board

**Approved by:**

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Shawn Dewane, Chair