

Introduction

In accordance with the Charter from the Orange County Employees Retirement System (OCERS) Board of Retirement (Board) to the Chief Executive Officer (CEO), the CEO hereby delegates to the Deputy Chief Executive Officer (Deputy CEO) the authority to make final decisions on all matters listed below. The Deputy CEO, serving as the highest-ranking executive after the CEO, provides enterprise-wide leadership throughout all OCERS operations. The actions taken by the Deputy CEO under this Charter must comply with applicable laws and Board policies. Unless the CEO has specifically required the Deputy CEO to act personally, the Deputy CEO may, at their discretion, sub-delegate any authority granted under this Charter.

Duties and Responsibilities

Reporting Relationships

1. The Deputy CEO reports directly to the CEO and has direct line authority over the following departments and positions:
 - a. Human Resources Department,
 - b. Finance Department,
 - c. Operational Support Services Department, and
 - d. Assistant Chief Executive Officer of External Operations
2. The Deputy CEO exercises enterprise-wide coordination and strategic oversight through these reporting relationships and in collaboration with other senior executives. The Deputy CEO may have direct operational authority over other divisions or functions when acting as CEO under Section 4 of this Charter, or as specifically directed by the CEO.

General Authority

3. Serve as the principal deputy to the CEO.
4. Act as CEO in the absence, unavailability, or incapacity of the CEO, with full authority to exercise the powers and duties of the CEO during such periods.
5. Assist the CEO in providing leadership for the OCERS staff in implementing the programs necessary to achieve the mission, goals, and objectives established by the Board.
6. Oversee and coordinate the activities of senior executives and department heads reporting to the Deputy CEO, ensuring effective cross-functional collaboration and accountability.
7. Assist the CEO in the development and implementation of OCERS' Strategic Plan and Annual Business Plan, and lead execution of key enterprise-wide strategic initiatives as directed by the CEO.
8. Ensure that operations and initiatives within the Deputy CEO's areas of responsibility are aligned with the Board's policies, the Strategic Plan, and the Annual Business Plan.

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9. Assist the CEO in developing and recommending the annual Operating Budget to the Board and oversee the monitoring of administrative and investment budgets to ensure compliance with fiscal policies.
10. Authorize expenditures and transfer budgeted amounts within a category of expenditures (e.g., Salary and Benefits; Services and Supplies; Capital Projects) as necessary within the approved operating budget.
11. Identify, assess, and address financial and enterprise risks and, in coordination with the Compliance Department, recommend and take appropriate actions to mitigate or respond to them, which could include purchasing insurance, implementing mitigating controls, or avoiding the risk.
12. Provide leadership in organizational development, change management, and process improvement initiatives to enhance OCERS' operational efficiency and effectiveness.
13. In coordination with the CEO, represent OCERS and communicate the Board's policies and positions before outside parties and organizations, including participating employers, stakeholder groups, and industry organizations.
14. Maintain an effective working relationship with the County, other participating employers, and key stakeholders such as REAOC and member labor unions.
15. Advise the CEO on all matters relating to the operation of OCERS, including providing recommendations on policy, strategy, and organizational matters.
16. Support the CEO in providing the Board with relevant, appropriate, and timely information to enable it to fulfill its oversight and fiduciary responsibilities.

Operations and Administration

17. Oversee the administration and coordination of all OCERS operational functions within the Deputy CEO's areas of responsibility, including finance, human resources, operational support services, and member services.
18. Oversee talent management enterprise-wide, including recruitment, hiring, development, training, labor relations, performance management, handling of confidential employee matters, succession planning, and the retention of staff.
19. Oversee the evaluation of compensation mechanisms and criteria, and the development of recommendations concerning compensation of personnel employed directly by OCERS.
20. Direct the development, review, implementation, and execution of OCERS Human Resources policies and procedures.
21. Execute security measures that protect data, physical security, and the safety of employees, facilities, and assets.
22. Implement appropriate internal controls to safeguard the assets of OCERS, to ensure financial statement reliability, promote operational efficiencies, and support compliance with Board policies and the CEO's directives.

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23. Oversee the development and implementation of plans and policies that achieve program objectives and provide for efficient operations within the Deputy CEO's areas of responsibility.
24. Recommend to the Board, as necessary, policies to ensure timely, accurate, effective, and efficient administration of member benefits.
25. Oversee the development and implementation of staff policies, procedures, and training to ensure effective and efficient administration of plan benefits while protecting fund assets.

Contract Authority

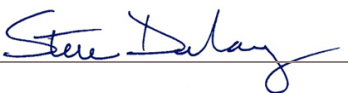
26. Approve the solicitation and negotiation of contracts and agreements for all contractors, vendors, consultants, and advisors necessary for the operations of OCERS within the resources and fiscal limits set by the Board and in accordance with the OCERS Procurement and Contracting Policy.
27. Execute contractual agreements in accordance with the Procurement and Contracting Policy and authorize payments related to the administration of OCERS, consistent with the Operating Budget and OCERS' internal controls.

Finance and Actuarial Oversight

28. Oversee the development of the Annual Comprehensive Financial Report covering administration and investment operations and expenditures of the system for the preceding fiscal year in accordance with Generally Accepted Accounting Principles and recommend best practices by the Government Finance Officers Association.
29. Assist the Audit Committee in coordinating the annual financial audit and any internal audits that may be performed.
30. Oversee the delivery of the annual actuarial valuation and the triennial demographic and economic experience study in consultation with the actuary.
31. Account for and ensure appropriate collection, deposit, and distribution of funds as required.
32. Authorize checks and electronic transfers drawn on the OCERS retirement fund in accordance with Government Code section 31590.

Charter Review

The CEO will review this Charter at least once every three (3) years and make any amendments as may be necessary to ensure the Charter remains relevant and appropriate.



Steve Delaney, Chief Executive Officer

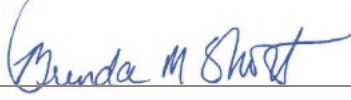
4/20/2026

Date

I understand and accept the authority delegated by this Charter.



Deputy CEO Charter



4/20/2026

Brenda Shott, Deputy CEO

Date