



**ALAMEDA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION
BOARD OF RETIREMENT
MINUTES**

Thursday, May 18, 2023

Chair Jaime Godfrey called the meeting to order at 2:00 p.m.

Trustees Present: Ophelia Basgal
Keith Carson
Ross Clippinger
Jaime Godfrey
Henry Levy
Elizabeth Rogers
Kellie Simon
George Wood
Cynthia Baron (*Alternate*)

Trustees Excused: Tarrell Gamble
Kevin Bryant (*Alternate*)

Staff Present: Victoria Arruda, Human Resource Officer
Carlos Barrios, Assistant Chief Executive Officer-Benefits
Angela Bradford, Executive Secretary
Sandra Dueñas-Cuevas, Benefits Manager
Erica Haywood, Fiscal Services Officer
Jessica Huffman, Benefits Manager
Harsh Jadhav, Chief of Internal Audit
Vijay Jagar, Retirement Chief Technology Officer, ACERA
Lisa Johnson, Assistant Chief Executive Officer-Operations
David Nelsen, Chief Executive Officer
Jeff Rieger, Chief Counsel
Betty Tse, Chief Investment Officer

PUBLIC INPUT

None.

**CONSENT CALENDAR
REPORTS AND ACTION ITEMS**

REPORT ON SERVICE RETIREMENTS

Appendix A

LIST OF DEFERRED RETIREMENTS

Appendix B

LIST OF DECEASED MEMBERS

Appendix C

**APPROVE REQUEST(S) FOR UP TO 130 BI-WEEKLY PAYMENTS TO
RE-DEPOSIT CONTRIBUTIONS AND GAIN CREDIT**

Appendix D

**APPROVE UNCONTESTED STAFF RECOMMENDATIONS ON
DISABILITY RETIREMENTS AND DEATH BENEFITS**

Appendix E

**APPROVE UNCONTESTED HEARING OFFICER RECOMMENDATIONS FOR
DISABILITY RETIREMENTS AND DEATH BENEFITS**

None

APPROVE MINUTES of BOARD and COMMITTEE MEETINGS

April 20, 2023 Minutes of the Regular Board Meeting

April 20, 2023 Governance Committee Minutes

April 20, 2023 Actuarial Committee Minutes

April 20, 2023 Audit Committee Minutes

MISCELLANEOUS

- *Operating Expenses as of 3/31/23*
- *Quarterly Financial Statements as of 3/31/23*
- *Quarterly Cash Forecast as of 3/31/23*
- *Board Conference Expense Report as of 3/31/23*
- *Senior Manager Conference & Training Report as of 3/31/23*
- *Quarterly Report on Member Underpayments and Overpayments*
- *1st Quarter 2023 Call Center Report*

23-31

It was moved by Ophelia Basgal and seconded by Elizabeth Rogers that the Board adopt the Consent Calendar. The motion carried 8 yes (*Basgal, Carson, Clippinger, Godfrey Levy, Rogers, Simon, Wood*), 0 no, and 0 abstentions.

REGULAR CALENDAR
REPORTS AND ACTION ITEMS

DISABILITY AND DEATH BENEFIT CLAIMS

The following item was addressed in Open Session, but the Board also adjourned into Closed Session to receive advice from counsel, per Gov't Code § 54956.9(d)(2):

Jean Luevano's Service-Connected Death Benefit Application (Deceased Member Kenneth Ryken): Consideration of Hearing Officer's Proposed Findings of Fact and Recommended Decision, pursuant to Gov't Code § 31534.

Trustee George Wood recused himself from any discussion and/or action regarding the Jean Luevano (Deceased Member Kenneth Ryken) matter, because Kenneth Ryken was a member of the District Attorney's Office where Trustee Wood is employed.

Chief Counsel Jeff Rieger provided a brief overview of the surviving spouse process and the discussion that occurred at the April 20, 2023 Board meeting, which resulted in the Board requesting more time to perform a full record review. This matter is now being brought back to the Board so it can determine whether or not Ms. Luevano has met her burden of proof to receive a service-connected surviving spouse benefit. Mr. Rieger reported that Raymond Frost, Esq., Jean Luevano's Attorney, and ACERA Outside Counsel Ashley Dunning were present at today's Board meeting. David Middleton of Myers Nave, also appeared at today's meeting via Zoom. Messrs. Frost and Middleton reiterated their positions based on Mr. Ryken's medical records. Messrs. Frost, Middleton, Rieger and Ms. Dunning responded to Trustees' questions and after discussion, the Board adjourned into Closed Session to receive confidential legal advice from Ms. Dunning, per Gov't Code § 54956.9(d)(2).

The Board reconvened into Open Session and the following Trustees returned:
Baron, Basgal, Carson, Clippinger, Godfrey, Levy, Rogers and Simon

Chair Godfrey reported that the Board took no reportable action in Closed Session. However, the Board made a motion in Open Session as follows:

23-32

It was moved by Kellie Simon and seconded by Elizabeth Rogers that the Board grant Jean Luevano's application for a service-connected surviving spouse benefit and that Mr. Raymond Frost, Esq. will draft a *proposed Findings of Fact and Decision* for the Board's consideration, subject to approval as to content and form by ACERA counsel. The motion carried 7 yes (*Basgal, Carson, Clippinger, Godfrey, Levy, Rogers, Simon*), 0 no, and 0 abstentions, 1 Recusal (*Wood*).

COMMITTEE REPORTS, RECOMMENDATIONS AND MOTIONS

This month's Committee reports were presented in the following order:

Investment:

Vice-Chair George Wood reported that the Investment Committee met on May 17, 2023 and that the Committee discussed an up to \$38 million investment in Davidson Kempner Opportunities Fund VI as part of ACERA's Private Equity Portfolio – Debt-Related/Special Situations, pending completion of Legal and Investment due diligence and successful contract negotiations.

23-33

It was moved by George Wood and seconded by Elizabeth Rogers that the Board approve an up to \$38 million investment in Davidson Kempner Opportunities Fund VI as part of ACERA's Private Equity Portfolio – Debt-Related/Special Situations, pending completion of Legal and Investment due diligence and successful contract negotiations. The motion carried 6 yes (*Basgal, Clippinger, Levy, Rogers, Simon, Wood*), 1 no (*Godfrey*), and 0 abstentions. *Trustee Carson was not present for the motion.*

Trustee Wood further reported that the Committee discussed an up to \$50 million investment in Gridiron Capital Fund V as part of ACERA's Private Equity Portfolio – Buyouts, pending completion of Legal and Investment due diligence and successful contract negotiations.

23-34

It was moved by George Wood and seconded by Ophelia Basgal that the Board approve an up to \$50 million investment in Gridiron Capital Fund V as part of ACERA's Private Equity Portfolio – Buyouts, pending completion of Legal and Investment due diligence and successful contract negotiations. The motion carried 5 yes (*Basgal, Clippinger, Rogers, Simon, Wood*), 1 no (*Godfrey*), and 1 abstention (*Levy*). *Trustee Carson was not present for the motion.*

Trustee Wood reported that Staff presented the Committee with the following Information Items: **1)** Review of Trust Company of the West; **2)** Update on the Revised International Equity Asset Class Phased Implementation Transition Plan; and **3)** Status Update on the General Investment Consultant (GIC) RFP Search.

Minutes of the meeting will be presented to the Board for adoption on the Consent Calendar at the June 15, 2023 Board meeting.

Actuarial:

Ophelia Basgal reported that the Actuarial Committee met earlier today and that the Committee completed its review of ACERA's draft Actuarial Valuation and Review as of December 31, 2022.

23-35

It was moved by Ophelia Basgal and seconded by Elizabeth Rogers that the Board adopt ACERA's Actuarial Valuation and Review as of December 31, 2022, as presented. The motion carried 7 yes (*Basgal, Clippinger, Godfrey, Levy, Rogers, Simon, Wood*), 0 no, and 0 abstentions. *Trustee Carson was not present for the motion.*

There were no Information Items.

Minutes of the meeting will be presented to the Board for adoption on the Consent Calendar at the June 15, 2023 Board meeting.

Audit:

Henry Levy reported that the Audit Committee met on earlier today and that Williams Adley & Company completed its independent audit of ACERA's December 31, 2022 Audited Financial Statements and Independent Auditor's Report.

23-36

It was moved by Henry Levy and seconded by Ross Clippinger that the Board approve ACERA's December 31, 2022 Audited Financial Statements and Independent Auditor's Report. The motion carried 7 yes (*Basgal, Clippinger, Godfrey, Levy, Rogers, Simon, Wood*), 0 no, and 0 abstentions. *Trustee Carson was not present for the motion.*

Trustee Levy further reported that the Committee completed its review and evaluation of the Government Accounting Standards Board (GASB) Statement No. 67 Actuarial Valuation and addendum as of December 31, 2022.

23-37

It was moved by Henry Levy and seconded by Ross Clippinger that the Board adopt the Government Accounting Standards Board (GASB) Statement No. 67 Actuarial Valuation and addendum as of December 31, 2022. The motion carried 7 yes (*Basgal, Clippinger, Godfrey, Levy, Rogers, Simon, Wood*), 0 no, and 0 abstentions. *Trustee Carson was not present for the motion.*

Trustee Levy further reported that the Committee completed its review and evaluation of the Government Accounting Standards Board (GASB) Statement No. 74 Actuarial Valuation and addendum as of December 31, 2022.

23-38

It was moved by Henry Levy and seconded by Ross Clippinger that the Board adopt the Government Accounting Standards Board (GASB) Statement No. 74 Actuarial Valuation and addendum as of December 31, 2022. The motion carried 7 yes (*Basgal, Clippinger, Godfrey, Levy, Rogers, Simon, Wood*), 0 no, and 0 abstentions. *Trustee Carson was not present for the motion.*

Trustee Levy reported that Staff presented the Committee with the following Information Items: *1) Progress report on the Internal Audit Plan; and 2) Cybersecurity Update.*

Minutes of the meeting will be presented to the Board for adoption on the Consent Calendar at the June 15, 2023 Board meeting.

NEW BUSINESS:

Participating Employers' Recommended Contribution to Their Alameda County Employees' Retirement Association 401(h) Accounts for the 2023 - 2024 Fiscal Year

Assistant Chief Executive Officer of Operations Lisa Johnson explained ACERA's Annual 401(h) Contribution Process, which is the process where ACERA's Actuary recommends the amount of contributions each Participating Employer is required to make to their respective ACERA 401(h) Accounts in order to fund ACERA's Other Post-Employment Benefits (OPEB) (non-vested medical benefits) for the 2023-2024 fiscal year. The Board made the following motion:

23-39

It was moved by Ophelia Basgal and seconded by George Wood that after contributions are made to the 401(h) accounts by the respective Participating Employers, ACERA, in accordance with the CERL, treat an equal amount of Supplemental Retiree Benefit Reserve (SRBR) assets as employer contributions for pensions and transfer the amount equal to the pro rata share of the 401(h) contributions for the 2023-2024 fiscal year for each Participating Employer. The exact amount will be adjusted by the balance remaining in each of their 401(h) accounts and is contingent upon receipt by ACERA of an authorizing resolution from each of the Participating Employers' governing bodies. The motion carried 7 yes (*Basgal, Clippinger, Godfrey, Levy, Rogers, Simon, Wood*), 0 no, and 0 abstentions. *Trustee Carson was not present for the motion.*

Discussion and Possible Motion to Hold the Operations, Retirees, and Investment Committee Meetings on the Same Day Each Month in Order to Streamline the Number of Board and Committee Meetings Days to Two Days Each Month

Board Chair Jaime Godfrey and Chief Executive Officer Dave Nelsen explained their reasons for holding the Operations, Retirees and Investment Committee meetings on the same day each month. Trustees expressed their concerns. Mr. Nelsen, Chief Investment Officer Betty Tse and Mr. Rieger provided feedback from an administrative and governance perspective. After discussion, this matter was postponed and will be brought back for discussion at a future Investment Committee and/or Board meeting.

David Nelsen, Chief Executive Officer's Report

Mr. Nelsen presented his May 18, 2023 written CEO Report which provided an update on: **1) Committee and Board Action Items; 2) Conference/Event Schedule; 3) Other Items: a) COVID-19 Responses; b) Business Planning; c) Legislation; and 4) Key Performance Indicators.**

Mr. Nelsen provided updates on ACERA's 2023-2024 Business Plan and requested that the Board provide him with its feedback.

Mr. Nelsen reported that, in accordance to the Board's instructions, he voted ACERA's Proxy on behalf of the Board of Retirement to receive and file the Treasurer and Secretary's Reports, to approve the Audit and voted in favor of the SACRS Legislative Committee's recommended Board of Directors Slate at the SACRS Spring Conference Business Meeting. Mr. Nelsen further reported that the vote regarding the Slate passed unanimously. Mr. Nelsen further reported that the SACRS Legislative Committee selected someone for the "Open" seat. Mr. Nelsen will provide the Board with an update.

CONFERENCE/ORAL REPORTS

Trustee Elizabeth Rogers reported that she attended the Milken Global and SACRS Spring Conferences.

ANNOUNCEMENTS

None.

BOARD INPUT

None.

CLOSED SESSION

See Motion No. **23-32** above.

Significant exposure to litigation and potential initiation of litigation, pursuant to paragraphs (2) and (4) of subdivision (d) of Government Code Section 54956.9: (two potential cases).

The Board reconvened into Open Session and the following Trustees returned:
Baron, Clippinger, Godfrey, Levy, Rogers, Simon, Wood

Chair Godfrey reported that the Board took no reportable action in Closed Session.

To view the May 18, 2023 Board meeting in its entirety, click on the link below:
<https://youtu.be/tz7IU8xT6oU>.

ADJOURNMENT

The meeting was adjourned at approximately 5:00 p.m.

Respectfully Submitted,



David Nelsen
Chief Executive Officer

06/15/23

Date Adopted

**APPENDIX A
REPORT ON SERVICE RETIREMENTS**

ALFORD, Kimberly
Effective: 2/18/2023
Sheriff's Department

DOMINGO, Pete
Effective: 3/4/2023
Social Services Agency

BELFER, John
Effective: 3/5/2023
Sheriff's Department

DUNN, Ellen
Effective: 3/18/2023
Health Care Services Agency

BRESHEARS, Lynne
Effective: 2/18/2023
District Attorney

EMERSON, Lisbon
Effective: 3/18/2023
Alameda Health System

BUTLER, Douglas
Effective: 3/29/2023
District Attorney

GOLDE, Julie
Effective: 3/1/2023
Non-Member

CAMPBELL-JONES, Lillan
Effective: 3/2/2023
Alameda Health System

GOTO, David
Effective: 3/4/2023
Sheriff's Department

CARDONA, Raymundo
Effective: 3/24/2023
Probation Department

GREENE, Carl
Effective: 3/4/2023
Social Services Agency

CLEMONS, Carol
Effective: 3/18/2023
Assessor

HAMMERGREN, Marina
Effective: 3/18/2023
District Attorney

COLE, John
Effective: 3/18/2023
General Services Agency

HART, Naima
Effective: 3/20/2023
Social Services Agency

COOK, John
Effective: 3/18/2023
General Services Agency

HODGE, Cathleen
Effective: 1/7/2023
Child Support Services

DAVIS, James
Effective: 3/4/2023
Sheriff's Department

JENEZON, Bonnie
Effective: 3/4/2023
District Attorney

DAWDY, Daniel
Effective: 3/4/2023
Sheriff's Department

JOE, Heidi
Effective: 3/18/2023
Assessor

DIXON, Daniel
Effective: 3/4/2023
Sheriff's Department

JONES, Kimberly
Effective: 2/13/2023
Social Services Agency

**APPENDIX A
REPORT ON SERVICE RETIREMENTS**

KELLEY, Darrell
Effective: 2/15/2023
District Attorney

SALCIDO, Linda
Effective: 3/1/2023
Superior Court

KUROIWA, Michael
Effective: 2/18/2023
Alameda Health System

SHAMBLIN, Julie
Effective: 3/18/2023
Sheriff's Department

LANDSBOROUGH, William
Effective: 2/18/2023
Public Works Agency

SHIEH, Michael
Effective: 3/29/2023
Assessor

LU, Quan
Effective: 3/4/2023
Assessor

SIEGEL, Lee
Effective: 3/4/2023
Health Care Services Agency

NGUYEN, Thuan
Effective: 3/4/2023
Sheriff's Department

SNOWDEN, Shelah
Effective: 3/1/2023
District Attorney

O'DELL, Christine
Effective: 2/26/2023
Alameda Health System

SUEN, Wing
Effective: 2/18/2023
Health Care Services Agency

PONS, Marivic
Effective: 3/18/2023
Superior Court

YOUNG, Lucille
Effective: 3/30/2023
ACERA

RAYSON, Lisa
Effective: 2/16/2023
Social Services Agency

YUSBA, Roberta
Effective: 4/1/2023
Information Technology Department

**APPENDIX B
LIST OF DEFERRED RETIREMENTS**

KO, Warren
District Attorney
Effective Date: 3/17/2023

VEGA, Christina
Superior Court
Effective: 2/3/2023

TRAN, Binh Q.
Sheriff's Department
Effective: 1/20/2023

WATSON, Deandre
Superior Court
Effective: 1/17/2023

ULLOM, John
District Attorney
Effective: 3/17/2023

WIESE, Evelyn A.
Public Defender
Effective: 1/31/2023

**APPENDIX B
LIST OF DEFERRED RETIREMENTS**

ZHANG, Wei Y.
Assessor
Effective: 2/17/2023

**APPENDIX C
LIST OF DECEASED MEMBERS**

CORRECTION: ACERA incorrectly reported JORDAN, ALBERT (Public Works Agency) as deceased on the 11/17/2022 Board Consent Calendar, Appendix C. Retiree is not deceased. We apologize for any inconvenience this error may have caused.

CAPORICCI, Josephine
Non-Mbr Survivor of Nicholas Caporicci
4/11/2023

KENT, Natalie
Housing & Community Development
4/4/2023

CRAYTON, James
General Services Agency
3/16/2023

KOLTZ, John
Zone 7
3/27/2023

DALLESKE, Sara
Superior Court
4/2/2023

MANGONON, Liwayway N.
Health Care Services Agency
6/14/2022

DEEN, Lydia
General Services Agency
4/9/2023

MARR, Calvin
Public Works Agency
8/19/2022

FASHOKUN, Adeyinka
Non-Mbr DRO Account
4/12/2023

MC CLURE, Rinda N.
Social Services Agency
4/6/2023

FERDAN, Saul
Public Works Agency
4/24/2023

MCDERMOTT, Diane
Social Services Agency
4/2/2023

GARCIA, Milagros
Health Care Services Agency
3/23/2023

OBRIEN, Audrey
Superior Court
4/17/2023

JOHNSON, Justin
Sheriff's Department
4/20/2023

O'CONNOR, Charles
Superior Court
3/17/2023

**APPENDIX C
LIST OF DECEASED MEMBERS**

PENFOLD, John
Sheriff's Department
4/6/2023

SPALDING, Nancy
Non-Mbr Survivor of Robert Spalding
3/23/2023

PEREZ, Frank
Social Services Agency
4/1/2023

TAYLOR, Christine
Superior Court
3/20/2023

POLAR, JR., Abraham
Non-Mbr Survivor of Gwendolyn Polar
3/30/2023

UHART, Grace
Alameda Health System
4/20/2023

REGO, Bianca L.
Non-Mbr Survivor of Joseph Rego
4/12/2023

WHEALY, Gene
Probation Department
4/12/2023

SIMPSON, Clifton
Alameda Health System
4/5/2023

WILLIAMSON, Virginia
Auditor-Controller
4/12/2023

**APPENDIX D
REQUEST FOR 130 BI-WEEKLY PAYMENTS TO
RE-DEPOSIT CONTRIBUTIONS AND GAIN CREDIT**

MARTIN, Greg
Government Code § 31641.5 Part Time & Days Prior

**APPENDIX E
APPROVE UNCONTESTED STAFF RECOMMENDATIONS ON
DISABILITY RETIREMENTS AND DEATH BENEFITS**

Name: Bennett, Micah
Type of Claim: Service-Connected

Staff's Recommendation:

Adopt the findings and conclusions and approve and adopt the recommendation contained in the Medical Advisor's report, including but not limited to, granting Mr. Bennett's application for a service-connected disability, and requiring annual medical examinations and questionnaires at this time.

APPENDIX E
APPROVE UNCONTESTED STAFF RECOMMENDATIONS ON
DISABILITY RETIREMENTS AND DEATH BENEFITS

Name: Brady, Deania
Type of Claim: Service-Connected

Staff's Recommendation:

Adopt the findings and conclusions and approve and adopt the recommendation contained in the Medical Advisor's report, including but not limited to, granting Ms. Brady's application for a service-connected disability, and waiving future annual medical examinations and questionnaires.

Name: Bryning, Scott
Type of Claim: Service-Connected

Staff's Recommendation:

Adopt the findings and conclusions and approve and adopt the recommendation contained in the Medical Advisor's report, including but not limited to, granting Mr. Bryning's application for a service-connected disability, and waiving future annual medical examinations and questionnaires at this time.

Name: Esenwein, David
Type of Claim: Service-Connected

Staff's Recommendation:

Adopt the findings and conclusions and approve and adopt the recommendation contained in the Medical Advisor's report, including but not limited to, granting Mr. Esenwein's application for a service-connected disability, and waiving future annual medical examinations and questionnaires at this time.
