



Board Communications Policy

I. Purpose

The purpose of the Board Communications Policy (Policy) is to encourage and facilitate open and effective communications among Board Trustees and between the Board and management, staff, and external parties.

II. Objectives

- A. Trustees receive pertinent information in a consistent and uniform manner.
- B. Trustees have equal access to appropriate information.
- C. Communications are efficient and timely.
- D. Communications with management and other parties are accurate, consistent, and reflect the views or positions of the Board as a whole.

III. Assumptions & Principles

- A. As a public agency, ACERA generates public interest and therefore periodically receives inquiries from the media and other interested parties.
- B. When communicating, Trustees recognize their sole and exclusive fiduciary duty to represent the interests of all plan members.
- C. Trustees must protect the integrity of the system, which includes the dissemination of accurate, appropriate, non-confidential and non-proprietary information to the public and media.
- D. Inappropriate or erroneous communications from Board members may represent a significant risk to the Plan, the Board, and individual Board members.
- E. This Policy must balance the need to mitigate communications risk with the need for open and efficient communication.

IV. Policy Guidelines

A. Communications Among Trustees

1. The Board shall carry out its activities in the spirit of open governance, including the provisions of the Brown Act which include, but are not limited to:
 - a. Ensuring that communications by and between Board members comply with the Brown Act;
 - b. Properly noticing and posting an agenda for Board and Committee meetings;
 - c. Properly describing all items to be considered in closed session in the notice or agenda for the meeting;
 - d. Not conducting or participating in a series of communications one at a time or in a group that in total constitutes a quorum of the Board or Committee either directly or through intermediaries or electronic devices, for the purpose of developing a concurrence as to action to be taken;
 - e. Not taking any action, whether preliminary or final, by secret ballot;
 - f. Allowing proper public comment on agenda items before or during consideration by the Board; and
 - g. Ensuring Board and Committee meeting agenda materials are properly made available to members of the public, upon request, without delay.
2. Trustees should promptly communicate all information that is relevant to the business of the Board to the Board Chair, the appropriate Committee Chair and/or the CEO, if it appears that such communication would be of value to ACERA.
3. During meetings of the Board and Committees, Trustees shall communicate in an open, frank, and constructive manner.

B. Trustee Communications with Plan Members

Trustees shall mitigate the risk of miscommunication with plan members and third parties by not giving explicit advice, counsel, or education with respect to the technicalities of

ACERA laws, policies, or processes. When receiving questions from a plan member, Trustees shall:

1. Refer the member to the main telephone number of ACERA or the ACERA website; or
2. Refer the member question directly to the appropriate ACERA senior manager for handling and a response.

C. Trustee Communications with ACERA Management

1. Trustees will direct concerns or questions concerning any aspect of ACERA operations to the attention of the CEO or other appropriate member of senior management.
2. Any request for information that requires significant expenditure of staff time or external resources shall be directed to the CEO who will determine whether to take the request to the full Board for consideration at a meeting.
3. Board members should share information in their possession pertinent to the affairs of ACERA with the CEO in a timely manner if it appears that such information would be of value to the CEO.

D. Trustee Communications with External Parties

1. The purpose of any communications by Trustees shall be consistent with their sole and exclusive fiduciary duty to represent the interests of all plan members.
2. Trustees and senior management are expected to respect the decisions and policies of ACERA in external communications even if they may have opposed them or disagreed with them during Board deliberations.
3. In external communications, Trustees are expected to disclose when they are not representing an approved ACERA position.
4. Board members shall not disclose confidential communications received orally or in writing during closed session meeting of the Board or Committees or from internal or external legal counsel and identified as confidential.

5. When an organization seeks the Board's input on an issue (by formal vote or otherwise), a Trustee may provide input to that organization on behalf of the Board only if the Board has authorized that Trustee to provide such input. The Board may delegate to a Trustee authority to provide input to an organization on specified issues or on an ongoing basis with respect to a particular organization (subject to the Board's right to revoke that authorization). The Board may grant or revoke such delegated authority only at an open meeting of the Board.

E. Trustee Communications with the Media

In addition to the guidelines for communications with external parties, when Trustees communicate with the media the following guidelines shall apply:

1. When interviewed or otherwise approached by the media for information concerning the affairs of ACERA, Trustees shall not make any unilateral commitments on behalf of the Board.
2. In situations that call for a spokesperson from the Board and it is not practical for the Board to develop a formal position at a Board meeting, the Chair or his or her designate shall act as spokesperson for the Board, in consultation with the CEO. The spokesperson generally should request that the reporter put questions in writing, and attempt to review for accuracy any resulting materials before their publication.
3. Written press releases concerning the business of the Board shall be prepared by staff and shall be approved by the CEO in consultation with the Board Chair.
4. Trustees are free to write articles for publication that pertain to official ACERA business. To help ensure the accuracy of such articles and that ACERA is not inadvertently placed at risk by such articles, all such articles shall be reviewed by the CEO and legal counsel before being submitted for publication. The Trustee must state at the beginning of the article that the article does not represent the Board's official position (unless the Board has authorized the article as its official position).
5. Requests from the news media will be given high priority and responded to quickly and efficiently.
6. Trustees will not provide false, confidential or privileged information to the media.

7. Personnel and member records or similar records contain private confidential information that is protected by Article 1, Section 1 of the California Constitution or other laws. Such records are exempt from disclosure under the Public Records Act (Gov. Code §6254(c)) and Gov't Code § 31532. Personnel records generally include performance evaluations, disciplinary actions, contact information, medical information, member correspondence with ACERA and other private information. Member records are confidential to the extent permitted by the law. No such information shall be disclosed to the media.

V. Policy Review

The Governance Committee shall review this policy at least every three (3) years to ensure that it remains relevant and appropriate.

VI. Policy History

- A. The Board adopted this policy on March 16, 2000.
- B. The Board reviewed and affirmed this policy, without revisions, on July 20, 2023¹.

¹ The Board adopted the Policy on March 16, 2000. The Board reviewed and adopted this policy, with revisions, on October 19, 2006; September 16, 2010; June 21, 2018; and April 18, 2019. The Board reviewed and adopted this policy, without revisions, on July 17, 2008; December 20, 2012; December 18, 2014; and December 17, 2020.