



**MINUTES OF THE APRIL 21, 2022 GOVERNANCE COMMITTEE MEETING**  
THIS MEETING WAS CONDUCTED VIA TELECONFERENCE WITH VIDEO

To: Members of the Board of Retirement  
From: George Wood, Governance Committee Chair  
Subject: **Summary of the April 21, 2022 Governance Committee Meeting**

Governance Committee Chair, George Wood, called the meeting to order at 9:31 a.m. Committee Members present were George Wood, Kellie Simon, Dale Amaral, Keith Carson, and Liz Koppenhaver. Other Board members present were Ophelia Basgal, Tarrell Gamble, Henry Levy, Darryl Walker and Nancy Reilly.

Senior staff present were Victoria Arruda, Human Resources Officer; Sandra Dueñas-Cuevas, Benefits Manager; Kathy Foster, Assistant Chief Executive Officer; Jessica Huffman, Benefits Manager; Harsh Jadhav, Chief of Internal Audit; Lisa Johnson, Assistant Chief Executive Officer; Vijay Jagar, Chief Technology Officer; David H. Nelsen, Chief Executive Officer; Jeff Rieger, Chief Counsel; and Betty Tse, Chief Investment Officer.

**ACTION ITEMS**

**1. Review of the *Board and Committee Operations Policy*.**

Chief Counsel Jeff Rieger presented the *Board and Committee Operations Policy*, discussed the recommended revisions and answered questions from the Trustees. Several Trustees made comments regarding the issues identified in the motion below.

A motion was made by Trustee Wood and seconded by Trustee Basgal that the Governance Committee recommend to the Board of Retirement that the *Board and Committee Operations Policy* remains necessary and appropriate and should be revised, as shown the redline included with the agenda packet, except: (1) the Board should include a single list on its Consent Calendars for Deferred Retirements (and eliminate the list for “Application for Deferred Transfer”); (2) the Board should not adopt the proposed language regarding the Board’s ability to take final action at committee meetings; and (3) the Board should not adopt the proposed language that would provide committees with more flexibility to make recommendations to the Board regarding informational items. The motion was approved by a vote of 8 in favor (Amaral, Basgal, Carson, Gamble, Koppenhaver, Levy, Simon, and Wood), 0 against, 0 abstaining.

**4. Review of the *Board Elections Policy*.**

Chief Counsel Jeff Rieger presented the *Board Elections Policy*, spoke about the recommended revisions and answered questions from the Trustees.

A motion was made by Trustee Wood and seconded by Trustee Basgal that the Governance Committee recommend to the Board of Retirement that the *Board Elections Policy* continues to be necessary and appropriate and that the Board make the revisions to the *Board Elections Policy* shown in the redline included with the agenda packet. The motion was approved by a vote of 8 in favor (Amaral, Basgal, Carson, Gamble, Koppenhaver, Levy, Simon, and Wood), 0 against, 0 abstaining.

**INFORMATION ITEMS**

- 2022 Governance Committee Work Plan

**TRUSTEE / PUBLIC INPUT**

- None

**ESTABLISHMENT OF NEXT MEETING DATE**

- TBD

**ADJOURNMENT**

- The meeting adjourned at 10:44 a.m.