

San Mateo County Employees' Retirement Association
Minutes of the Meeting of the Board of Retirement

February 23, 2010

Agenda Item 3.0

January 25 and 26, 2010 – Board Agenda

PUBLIC SESSION – The Board will meet in Public Session at 9 a.m.

1. [Call to Order](#)
2. Roll Call
 - 2.1 [Roll Call](#)
 - 2.2 [Retreat Presentations and Discussions including:](#)
 - Auditing of Pension Systems
 - Trends in Pension Law
 - Actuarial Trends
 - *SamCERA's* Technology
 - Board/Staff Relations
3. [Approval of the Minutes](#)
4. Oral Communications
 - 4.1 [Oral Communications From the Board](#)
 - 4.2 [Oral Communications From the Public](#)
5. Benefit & Actuarial Services **(Set for 3 p.m. January 26 time certain.*)**
 - 5.1 [Adoption of Consent Agenda \(Set for 1 p.m. time certain.*\)](#)
 - 5.2 [Consideration of Items Removed from Consent Agenda](#)
 - 5.3 [Adoption of Cost of Living Adjustments \(COLAs\) for 2010](#)
6. Investment Services
 - 6.1 [Monthly Portfolio Performance Report](#)
 - 6.2 [Approval of Investment Management Agreement \(IMA\) – Treasury Inflation Protected Securities \(TIPS\) Mandate](#)
 - 6.3 [Approval of the List of Firms to Receive a Request for Proposal for *SamCERA's* Credit Opportunity Mandate](#)
 - 6.4 [Approval of Finalists Regarding Request For Proposal - Investment Consulting Services](#)
7. Board & Management Support Services
 - 7.1 [Monthly Financial Report](#)
 - 7.2 [Approval of Finalists Regarding Request For Proposal - Audit Services](#)
 - 7.3 [Approval of Board Member Education Request](#)
8. Management Reports
 - 8.1 [Chief Executive Officer's Report](#)
 - 8.2 [Assistant Executive Officer's Report](#)
 - 8.3 [Chief Investment Officer's Report](#)
 - 8.4 [County Counsel's Report](#)

CLOSED SESSION – The board will meet in closed session prior to adjournment

C1 [Consideration of items, if any, removed from the Consent Agenda](#)

9. [Report on Actions Taken in Closed Session](#)
10. [Adjournment](#)

January 25 and 26, 2010 – Board Minutes

- 1001.1 **Call to Order:** Ms. Jadallah, Chair, called the Public Session of the Board of Retirement to order at 9 a.m., January 25, 2010, and 9:03 a.m., January 26, 2010, in *SamCERA's* Board Room, 100 Marine Parkway, Suite 125, Redwood Shores, California.

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- 1001.2.1 **Roll Call:** January 25, 2010: Ms. Agnew, Ms. Arnott for Mr. Buffington, Mr. Bowler, Mr. David, Ms. Jadallah, Ms. Kwan Lloyd, Ms. Stuart (arr. 10:45 a.m.), Mr. Spinello (arr. 9:10 a.m.) and Mr. Tashman. *Other Board Members in Attendance:* Mr. Murphy and Ms. Salas (arr. 9:20 a.m.). *Staff:* Mr. Bailey, Mr. Clifton, Ms. Dames, Mr. Hood and Ms. Smith. *Consultants:* Ms. Carlson, Mr. Thomas, Mr. Meier and Dr. Fracchia. *Retirees: 2, Public: 0.*

January 26, 2010: Ms. Agnew, Ms. Arnott for Mr. Buffington, Mr. Bowler, Mr. David, Ms. Jadallah, Ms. Kwan Lloyd, Ms. Stuart, Mr. Spinello and Mr. Tashman. *Other Board Members in Attendance:* Mr. Murphy and Ms. Salas. *Staff:* Mr. Bailey, Mr. Clifton, Ms. Dames, Mr. Hood and Ms. Smith. *Consultants:* Ms. Carlson, Mr. Thomas, Mr. Maserik and Dr. Fracchia. *Retirees: 2, Public: 0.*

- 1001.2.2 **Retreat Presentations and Discussions:** The retirement board met on Monday, January 25th and Tuesday, January 26th for its 2010 board/staff retreat. The following individuals were present to conduct an educational workshop for trustees:

Topic	Speaker
Lessons from the Recession	Michael Huebsch, Managing Director, BlackRock
Lessons from the Recession and Portfolio Risk Management	John Meier, Managing Director, SIS
Portfolio Risk Management	Gregor Andrade, Principal, AQR Capital Management
Global Climate Change	Steve Westly, Founder, The Westly Group
Disability Process	Dr. Charles Fracchia, Medical Advisor, SamCERA
Disability Process	Gladys Smith, Retirement Benefits Manager, SamCERA
Alternative Assets and Document Review	Scott C. Smith, Attorney, Hanson Bridgett
Auditing Pension Systems	Andrew Paulden, Managing Partner, Brown Armstrong
Pension Law Trends	Brenda Carlson, Deputy Chief County Counsel, San Mateo County
Actuarial and Board/Staff Relations	David Bailey, CEO, SamCERA
Technology	Tariq Ali, Chief Technology Officer, SamCERA

- 1001.3 **Approval of the Minutes:** **Motion** by Tashman, second by David, carried unanimously to approve the Investment Committee minutes from the November 19, 2009, and December 14, 2009, meetings, as submitted.

Ms. Arnott submitted the following correction to the board minutes: 0911.10 ¶2 L14: “Villias, ~~Jilliane J. Liliiane~~”. **Motion** by David, second by Bowler, carried unanimously to approve the board minutes for the November 19, 2009, meeting as amended.

- 1001.4.1 **Oral Communications From the Board:** None.

- 1001.4.2 **Oral Communications From the Public:** None.

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1001.5 **Benefit & Actuarial Services**

1001.5.1 **Adoption of Consent Agenda:** **Motion** by Stuart, second by Kwan Lloyd, carried unanimously to approve the day's consent calendar, as submitted, as follows:

Disability Retirements:

The board finds that **Leopoldo Hernandez** is unable to perform his usual and customary duties as a Custodian, finds that his disability is service-connected, and grants his application for a service-connected disability retirement.

The board finds that **Candace Jaeger** is unable to perform her usual and customary duties as a Deputy Coroner, finds that her disability is service-connected, and grants her application for a service-connected disability retirement.

The board finds that **Lolita Delos Reyes** is unable to perform her usual and customary duties as a Medical Services Assistant, finds that her disability is service-connected, and grants her application for a service-connected disability retirement.

The board finds that **Lori Evans** is unable to perform her usual and customary duties as a Medical Services Assistant, finds that her disability is non-service connected, and grants her application for a non-service connected disability retirement.

The board accepts staff's recommendation to grant the request for non-service connected disability retirement (**per Resolution 5.2 Death of member prior to completion of application process**) for the purpose of establishing a continuance to Marissa Serrano Bulda, spouse of deceased member, **Reynaldo P. Bulda**.

Routine Actions taken by staff pursuant to the board's *Delegation of Authority* and the *Regulations of the Board of Retirement*:

Service Retirements:

Beesley, Deborah	September 1, 2009	Def'd from Planning
Simmons, Elaine	November 1, 2009	Def'd from Human Resources
Delia, James	November 4, 2009	Human Resources
Wong, Lilian	November 6, 2009	Public Works
Cody, Deborah	November 9, 2009	Def'd from Probation
Wertis, Gregory	November 9, 2009	Def'd from Information Services
Ekhardt, Jeffrey	November 10, 2009	Sheriff's Office
Berenberg, Felix	November 13, 2009	Behavioral Health
Clarke, Claudette	November 14, 2009	Admin & Emerg Med Services
Young, Dale	November 14, 2009	Def'd from County Manager's
Guild Patricia	November 28, 2009	San Mateo Medical Center
Singh, Jagindar	November 29, 2009	Sheriff's Office
Cardin, Kenneth	November 30, 2009	Def'd Planning & Building

Continuance of Benefits:

Anderson, Cynthia	Beneficiary of Anderson, Vernon
Barsotti, Frank	Beneficiary of Barsotti, Lillah
Carter, Jacques	Beneficiary of Carter, Mattie

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Greenalch, John	Beneficiary of Greenalch, Barbara
Silva, James	Beneficiary of Silva, Shirley

Deferred Retirements:

Narvarrete, Rachel	G2/3 Vested	Auto Defer Code 31700
Arthur, Stephanie	G4	Auto Defer Code 31700
Cowans, Eric	S4	Auto Defer Code 31700
Magsipoc, Mariachona	G4	Auto Defer Code 31700
Lance, John	S4 Vested	Auto Defer Code 31700
Butterfield, Veronica	G2/3 Vested	Auto Defer Code 31700
Allen, Joseph	G4 Vested	
Berland, Valerie	G4 Vested	
Hardiman, Lenore	G4 Vested	
Khan, Salma	G4 Vested	
Laperle, James	G2 Vested	Reciprocity
Gregory, Vaughn	G4	Reciprocity
Merritt, Nancy	G4 Vested	Reciprocity
Lacson-Kuan, Theresa	G2 Vested	Reciprocity

Refunds:

Alvarado, Carlos	Ben. of Alvarado, Marlene
Cooper, Nancy	G4 Non-vested
Costa, Michael	G4 Non-vested
Czekala, Keisha	G4 Non-vested
Dawson, Tony	G4 Non-vested
Flores, Elena	G4 Non-vested
Gil, Gloria	G4 Non-vested
Gutierrez, Carlos	G4 Non-vested
Hautau, Tiffany	G4 Non-vested
Igtanloc, Jasmine	G4 Non-vested
Marquez, Dwight	G4 Vested
Mayen, Jaime	Ben. of Alvarado, Marlene
Mayen, Nora	Ben. of Alvarado, Marlene
Morsay, Tamba	G4 Non-vested
Orosco, Valeria	Ben. of Alvarado, Marlene
Pascual, Rowena	QDRO of Menez, Blaise
Relf, Harry	G4 Vested
Senthavisouk, Tim	G4 Non-vested
Silveira, Michael	G4 Non-vested

Rollovers:

Dixon, Dirk	G4 Non-vested
Hampton, Daniel	S4 Non-vested
Mehta, Dineshkumar	G4 Non-vested
Ocampo, Ronald	G4 Non-vested
Paliwal, Chaitali	G4 Non-vested
Rius, Ramon	G4 Non-vested
Thigpen, Walter	Beneficiary of
Vidal, Adriana	G4 Non-vested

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Wright, Georgina	G4 Non-vested
Wukich, Nicholas	G4 Non-vested

1001.5.2 **Consideration of Items Removed from Consent Agenda:** None.

1001.5.3 **Adoption of Cost of Living Adjustments (COLAs) for 2010:** Mr. Bailey presented a letter from the association's actuary, Milliman Inc., calculating the annual Cost of Living Adjustments (COLAs) for each retirement category for 2010. According to Milliman, for 2009, the Bay Area consumer price index (CPI) provided by the Bureau of Labor Statistics increased by 0.73%. Rounded to the nearest one half of one percent, this yields a COLA for most members who retire before April 1, 2010, equal to 0.5%. All COLA's will be paid beginning with the April 2010 benefit payments.

Motion by David, carried unanimously to adopt **Resolution 09-10-07**, adopting the Cost of Living Adjustments as recommended by Milliman, Inc., as follows:

“**WHEREAS**, Government Code §31870, §31870.1, §31870.2 and §31874.4 empower the Board to grant cost of living adjustments on an annual basis to recipients of *SamCERA* benefits; and

“**WHEREAS**, the Board has retained Milliman, Inc. to provide actuarial services to the Board; and

“**WHEREAS**, Milliman, Inc., by its letter dated January 19, 2010, and accompanying exhibits has reported the appropriate annual cost of living adjustments for members based on each member's retirement tier, date of retirement; and the applicable rules of the 1937 Act, therefore, be it

“**RESOLVED**, that the Board adopts the schedules of cost of living adjustments set forth in the Milliman, Inc. letter dated January 19, 2010, addressed to Chief Executive Officer David Bailey from Milliman Consulting Actuary Nick J. Collier, and the letter's accompanying exhibits entitled “*Tier 1 COLA Bank Accumulations, General and Safety*” and “*Tier 1 COLA Bank Accumulations, Probation.*” Be it further

“**RESOLVED**, that the Board hereby adopts said cost of living adjustments effective April 1, 2010. Be it further

“**RESOLVED**, that the Chief Executive Officer is hereby empowered to take all actions necessary to provide for the payment of cost of living adjustments in accordance with the adopted schedules.”

1001.6 **Investment Services**

1001.6.1 **Monthly Portfolio Performance Report:** *SamCERA's* 1.61% Total Fund Return for December 2009 outperformed the Total Plan Policy Benchmark return of 1.52%. Both fixed income and equities contributed to the outperformance. The fund's return for the trailing twelve months is 19.16%, which is 1,141 basis points (bps) above the Actuarial Discount Rate, 7.75%, and 296 basis points below *SamCERA's* Total Plan Policy Benchmark of 22.12%.

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Asset Class	Market Value	1-Month	1-year TTWRR*	5-year TTWRR*
<i>Domestic Equity</i>	\$851,544,440	3.68%	28.92%	-0.52%
<i>International Equity</i>	<u>406,314,662</u>	1.81%	26.96%	5.37%
Total Equity	\$1,257,859,102	3.07%	28.31%	1.01%
Fixed Income	478,259,488	-0.75%	18.02%	4.02%
Real Estate Aggregate	106,113,595	-3.91%	-32.20%	1.20%
Cash Equivalents	23,763,136	0.09%	1.37%	2.31%
TOTAL FUND	\$1,865,995,321	1.61%	19.16%	2.07%
<i>Benchmark</i>		1.52%	22.12%	3.40%

* Total Time-Weighted Rate of Return

Mr. Thomas provided an overview of *SamCERA's* due diligence visit to Aberdeen's office earlier in the month. Mr. Clifton noted that, although the Aberdeen portfolio has severely underperformed, it has had significant outperformance so far this year. He said that the discussion regarding *SamCERA's* fixed income structure will be ongoing over the next few months. He added that the individuals that attended the Aberdeen due diligence trip feel no urgency to make a decision regarding the fixed income core portfolio.

1001.6.2 **Approval of Investment Management Agreement (IMA) – Treasury Inflation Protected Securities (TIPS) Mandate:** At the November 19, 2009, board meeting, Brown Brothers Harriman was selected as the finalist for the TIPS mandate, subject to a successful due diligence review. On January 12, 2010, *SamCERA* conducted a site visit and further due diligence with the firm. SIS provided a report on the visit. Staff and SIS recommend moving forward with Brown Brothers Harriman to implement the TIPS mandate.

Motion by Agnew, second by Bowler, carried unanimously to adopt **Resolution 09-10-08**, adopting the Investment Management Agreement with Brown Brothers Harriman for Treasury Inflation Protected Securities (TIPS) mandate, as follows:

“**WHEREAS**, Article XVI, §17 of the Constitution of the State of California vests the Board with *"plenary authority and fiduciary responsibility for the investment of moneys and the administration of the system"*; and

“**WHEREAS**, Government Code §31595 vests in the Board *" . . . exclusive control of the investment of the employees retirement fund."*; and

“**WHEREAS**, Government Code §31596.1 (d) authorizes the Board to retain investment managers *" . . . in connection with administration of the Board's investment program . . . "*; and

“**WHEREAS**, on October 27, 2009, the Board considered proposals from six firms (BlackRock, Brown Brothers Harriman, Fisher Francis Trees & Watt, PIMCO, Standish Mellon and Wellington) for investment management services under a Treasury Inflation Protected Securities mandate. Brown Brothers Harriman, Standish Mellon and Wellington were invited to participate in interview at the November board meeting; and

“**WHEREAS**, on November 19, 2009, the Board interviewed representatives from the three finalists, selecting Brown Brothers Harriman for a TIPS mandate to be funded with approximately \$75 million; Therefore, be it

“**RESOLVED** that the Board hereby approves the contract, subject to final approval of staff, between the Board and Brown Brothers Harriman for a term of three years, the Board

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may terminate the contract on thirty days written notice. Be it further

“RESOLVED that the Board hereby delegates full discretionary authority to Brown Brothers Harriman to manage the assets of the Retirement Fund as allocated by the Board in accordance with the terms of the Agreement, the *Investment Policy* (as incorporated into the Agreement), and applicable law governing the conduct of fiduciaries entrusted with the management of public employees' retirement funds. Be it further

“RESOLVED that the Board hereby approves the fees as specified in the contract and authorizes the disbursement of funds as provided for in GC§31596.1 in accordance with *SamCERA's* internal controls. Be it further

“RESOLVED that the Board hereby authorizes the Chair, to execute the agreement on behalf of the Board. Be it further

“RESOLVED that the Board hereby designates the Chief Investment Officer as its designee to perform those functions so identified in the Agreement and hereby authorizes the Chief Investment Officer to take all actions necessary to initiate, implement and monitor assignments, approve payments and provide the Board with timely reports regarding the progress and satisfactory completion of the assignments authorized pursuant to the contract.”

- 1001.6.3 **Approval of the List of Firms to Receive a Request for Proposal for *SamCERA's* Credit Opportunity Mandate:** At the September 22, 2009, board meeting, the board diversified the fixed income portfolio by adding credit opportunities, TIPS, and global bonds to the allocation. The board gave staff direction to move forward with the Public-Private Investment Program (PIIP) and employ one half of the credit opportunity mandate. Mr. Clifton presented the preliminary screening criteria by SIS to round out *SamCERA's* credit opportunity allocation, which will be approximately \$35 million. Mr. Thomas and Mr. Maserik reviewed and discussed the screening criteria, memorandum on the opportunistic/unconstrained bond search and Request for Information (RFI). Ms. Jadallah suggested a change to page 7 of the RFI regarding negotiable fees and terms.

Motion by Bowler, second by David, carried unanimously to approve the list of semi-finalists for *SamCERA's* credit opportunity mandate.

- 1001.6.4 **Approval of Finalists Regarding Request For Proposal - Investment Consulting Services:** Mr. Clifton reported that the Request of Proposal (RFP) for investment consulting services was distributed to twelve firms. Ten of the twelve firms responded to the RFP. The Investment Committee reviewed the ten responses during its December meeting. The committee wishes to recommend five finalists that demonstrated strong qualifications. **Motion** by Kwan Lloyd, second by Arnott, carried unanimously to approve the list of five finalists for investment consulting services. The interviews will be conducted at the February 23, board meeting.

1001.7 **Board & Management Support Services**

- 1001.7.1 **Monthly Financial Report:** Mr. Clifton reported that *SamCERA's* Net Assets Held in Trust for Pension Benefits as of December 31, 2009, totaled \$1,868,024,071. Net assets increased by approximately \$40 million, month over month. Year over year, *SamCERA's* assets increased nearly 19.5%, or \$275 million. The increase is mainly attributed to the market

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appreciation of assets, although *SamCERA* also received approximately \$75 million in employee and employer contributions year to date. On January 15, 2010, the plan sponsor prepaid \$48 million as projected employer contributions through the June 30 fiscal year-end.

1001.7.2 **Approval of Finalists Regarding Request For Proposal - Audit Services:** Mr. Clifton reported that two of the five firms responded to the Request for Proposal (RFP) for audit services. Both responses were reviewed by staff and deemed to meet the board's qualifications. Mr. Clifton presented a brief overview of both firms. **Motion** by Kwan Lloyd, second by Spinello, carried unanimously to approve the list of finalists for Audit Services. The two firms will be interviewed at the March board meeting.

1001.7.3 **Approval of Board Member Education Request:** Ms. Salas asked to attend the CALAPRS Round Table in Ontario. The request was necessary because the cost of the conference could bring the total of her educational costs for FY 2009-2010 above the policy limit. **Motion** by Agnew, second by David, carried unanimously to approve the board member education request.

1001.8 **Management Reports**

1001.8.1 **Chief Executive Officer's Report:** Mr. Bailey said that Cost Effective Management (CEM) is currently offering a benchmarking service to 1937 Act counties. Nine systems have expressed interest in the service, which will analyze various efficiency aspects of *SamCERA*, while taking into account its complexity relative to its peers. Mr. Bailey said he has worked with CEM in the past during his time at Oregon PERS and said that the service provided by the firm is very valuable. The results from the analysis will help improve the service for *SamCERA*'s members and allows *SamCERA* to compare itself to its peers. CEM is currently offering a discounted price to the 1937 Act counties.

Mr. Bailey reported that the county pre-paid the remainder of its FY 2009-2010 projected employer contributions on January 15, 2010.

Mr. Bailey said that the discussion and potential approval of online trustee elections will be placed on a future board agenda. Raymond Swope, former *SamCERA* counsel for disability hearings, has been promoted to Superior Court Judge and will no longer be working with *SamCERA*. Lastly, Mr. Bailey reported that Information Management Network (IMN) announced that *SamCERA* has been nominated for "Mid-Sized Public Plan of the Year". Mr. Hood will be attending the awards dinner in February.

1001.8.2 **Assistant Executive Officer's Report:** Mr. Hood distributed flyers for *SamCERA*'s upcoming financial education seminars. He then reported that the county benefits department will distribute RFP's for a benefits administration system. *SamCERA* has been asked to be involved in the selection process.

1001.8.3 **Chief Investment Officer's Report:** Mr. Clifton reported that he, along with Ms. Jadallah, Mr. David and Mr. Thomas, conducted due diligence visits to Aberdeen, Brown Brothers Harriman, Angelo Gordon, DE Shaw, Artio Global, and Jennison in mid-January. With the exception of Ms. Jadallah, they also attended a conference focusing on the topic of sustainability at the Union Nations in New York City. Mr. Clifton said that *SamCERA*'s budget process for fiscal year 2010-2011 will begin in February. Educational request forms

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will be distributed and will be due by the February board meeting.

1001.8.4 **County Counsel's Report:** Ms. Carlson provided an updated regarding the IRS tax determination letter on which staff is currently working.

1001.9 **Report on Actions Taken in Closed Session:** None.

1001.10 **Adjournment in Memory of Deceased Members:** There being no further business, Ms. Jadallah adjourned the meeting at 4:10 p.m., in memory of the following deceased members:

Sampson, Lawrence	October 19, 2009	Mental Health
Murphy, Zoe	October 21, 2009	Beneficiary of Murphy, James
Foster, Vicky	October 28, 2009	Beneficiary of Foster, Velma
Turner, Elizabeth	November 5, 2009	Elections Office
West, Audrie	November 5, 2009	Beneficiary of West, Harvey
Groo, Gayle	November 7, 2009	Probation Department
Gutierrez, John	November 7, 2009	Beneficiary of Gutierrez, Mary
Bulda, Reynaldo	November 8, 2009	Family Health
Sagar, Eda Mae	November 8, 2009	Administration & Business
Mayo, Helen	November 14, 2009	Beneficiary of Mayo, Randolph
Bersaglieri, Onorine	November 15, 2009	Assessor
Breslow, Diane	November 15, 2009	District Attorney's Office
Shield, Alice	November 17, 2009	Treasurer's Office
Henry, Shirley	November 23, 2009	Community Hospital
Bohan, Joan	November 25, 2009	Social Service
Carter, Mattie	November 25, 2009	Canyon Hospital
Tyner, Betty	November 27, 2009	Canyon Hospital
Garcia-Moreci, Blanche	December 7, 2009	Recorder's Officer
Greenalch, Barbara	December 7, 2009	Assessor
Tigerman, Victor	December 8, 2009	Probation Department
Gaspari, John	December 9, 2009	Sheriff's Office
Robbins, Carole	December 9, 2009	Social Service
Duffy, Marlyn	December 10, 2009	Beneficiary of Duffy, Philip
Barsotti, Lillah	December 15, 2009	Chope Community Hospital
Bennett, Edward	December 15, 2009	Building & Grounds
Ninnis, Bob	December 15, 2009	Sheriff's Office
Andersen, Maxine	December 17, 2009	Communications
Cassidy, Ann	December 19, 2009	Sheriff's Office
Anderson, Vernon	December 20, 2009	Department of Public Works
Blumenthal, Arthur	December 20, 2009	Judge
Dematteis, Lillian	December 20, 2009	Beneficiary of Dematteis, Louis
Phelps, Joan	December 25, 2009	Mental Health

MARGARET JADALLAH, CHAIR