

Board of Retirement Chair Charter

Introduction

1. The Chair of the Board of Retirement (Board) will take office in accordance with the Board's By-Laws. The Chair will exercise the powers and will perform the duties and functions specified herein.

Duties and Responsibilities

2. The Chair will, from time to time, and as necessary for the efficient governance of the Board:
 - a. Appoint members of the Board to fill any vacancies that occur in the committees of the Board;
 - b. Orient new members of the Board on current issues before the Board and designate an incumbent member of the Board to provide new members an orientation on current Board governance practices;
 - c. Approve monthly Board meeting agendas as prepared by the CEO;
 - d. Preside at meetings of the Board, ensuring that such meetings are conducted in an efficient manner and in accordance with The Ralph M Brown Act (Government Code Sections 54950, *et. seq*) and the OCERS Rules of Parliamentary Procedure;
 - e. Guide the Board in achieving a harmonious atmosphere, while allowing full and open debate;
 - f. Ensure coordination of meetings, agendas, schedules and presentations, in consultation with the CEO;
 - g. Facilitate effective and open communications between the Board, the CEO, and other OCERS senior management;
 - h. Work to ensure that Board deliberations are conducted with respect and professionalism;
 - i. Work to ensure that the Board discharges its duties and responsibilities as set forth in the County Employees Retirement Law of 1937, the Board Charter, By Laws, and governance policies of the Board;
 - j. Review any report or complaint received by OCERS that alleges that a member of the Board (other than the Board Chair) has failed to comply with applicable law, the Board Charter, By Laws or any policy of the Board, and determine the appropriate course of action in response to such report after consulting with the Board's fiduciary counsel, OCERS' internal legal counsel and the CEO;
 - k. In situations that call for an official spokesperson to speak on behalf of OCERS, the CEO and the Chair will jointly determine who will act in such capacity, on an issue-by-issue basis;

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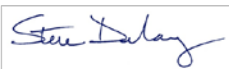
- l. Approve in advance all travel of the CEO and review all expense claims by the CEO and other members of the Board;
 - m. Sign subpoenas if the CEO (who is Secretary to the Board) is unavailable;
 - n. Work with the Board Vice Chair to coordinate the CEO evaluation process;
 - o. Review, revise as necessary, and approve and sign the minutes of the meetings of the Board which will be part of the permanent records of the Board; and
 - p. Carry out such other functions and duties as may be prescribed by the Board from time to time.
3. The Governance Committee will review this Charter at least once every three (3) years and recommend any amendments to the Board for approval as necessary to ensure that the Charter remains relevant and appropriate.

Charter History

4. This charter was adopted by the Board of Retirement on November 18, 2002 and amended on July 20, 2015, February 13, 2018, April 18, 2018 and March 18, 2019.

Secretary's Certificate

I, the undersigned, the duly appointed Secretary of the Orange County Employees Retirement System, hereby certify the adoption of this policy.



03/18/19

Steve Delaney
Secretary of the Board

Date