POLICE & FIRE DEPARTMENT RETIREMENT PLAN

BOARD OPERATIONS POLICY

Purpose

1) 1) This Board Operations Policy is intended to set outestablishes procedures for the Board will adhere to in conducting its Board's conduct of business. This Policy is While not intended to be comprehensive, given there areexhaustive, it complements applicable state and local laws the Board must also abide by, and, which are too numerous to include herein. As appropriate,not detailed here. Staff and General Counsel will advise the Board ofon relevant legal requirements not contained herein; boardas needed, and Board members are also encouraged to become familiar with such requirements.these obligations.

Officers

2) The Board shall annually elect a Board Chair and a Board Vice-Chair in accordance with the guidelines contained in the "Policy on Election of Board Officers.." The responsibilities of the Board Chair and Board ViceChairVice-Chair shall be set out in their respective charters.

2)1) The Board shall annually appoint a chair for each standing board committee, on the recommendation of the Board Chair entitled "Board Chair Charter" and "Vice-. The Board Chair shall not recommend himself or herself as chair of any such committee.

2) The Board Chair shall appoint a chair for each ad hoc board committee, provided that the Board Chair shall not appoint himself or herself Charter."

3) The Office of Retirement Services' Chief Executive Officer (CEO), also referred to as chair of any such committee.

4) Thethe Director of Retirement Services under the San Jose Municipal Code ("SJMC"), shall serve as Secretary to the Board. (SJMC §

3) 2.08.1090).)

Board Coordination with the Federated City Employees' Retirement System's Board

4) On matters requiring the Board's coordinated action with the Federated City Employees' Retirement System's Board on specific issues, such as personnel-related matters, refer to the "Joint Personnel Committee Charter."

Standing Committees

4)5) The Board shall approve the creation and/or dissolution of all standing and ad hoc board Board committees by resolution.

6) The Board shall approve a charter for each standing committee describing the committee's duties. The Board need not establish formal charters for ad hoc

5)7) To comply with the Ralph M. Brown Act, standing committees shall not consist of a number of members that would constitute a quorum of the full Board. Each standing committee shall consist of no more than four (4) members.

8) All standing committees are subject to term limits. Board members may serve on a committee for up to four (4) consecutive years. After completing the four (4) consecutive years, members are ineligible for

reappointment to that committee for two (2) years, after which they may be reappointed. In exceptional cases and to ensure continuity of committee operations, the Board may, by two-thirds vote of seated board members, waive the consecutive term limit for a member for one additional term. Any such exception must be clearly documented in the meeting minutes.

9) On committee assignments, the Board Chair shall make recommendations to the Board on at least an annual basis, or as required during the year, for the appointment of a chair and for the Board members assigned to each standing Board committee. In making such recommendations, the Board Chair may take into account each Board member's expertise and experience, their individual interests, and the need to ensure all Board members are exposed to the full range of the Board's responsibilities. The Board Chair shall present their recommendation to the Board at a regularly scheduled meeting, as agendized, for consideration, and the Board shall take action on the standing committee assignments and related chair designation.

10) To the extent that the Board cannot reach a consensus on taking action regarding the composition and chair of each standing board committee at that meeting, the Board may defer the matter to another Board meeting. The Board Chair shall not recommend himself or herself as chair of any such committee.

~~6) All board committees shall consist of not more than four members.~~

~~7) The Board shall appoint the members of each standing committee, on the recommendation of the Board Chair.~~

~~10)Members of each ad hoc committee shall be appointed by the Board Chair.~~

~~11)~~ The current standing committees of the Board include:

a) Audit Committee

b) Governance Committee

c) Investment Committee

d) Joint Personnel Committee

e) Disability Committee

Ad Hoc Committees

~~6)~~11) With a properly agendized discussion and action for the formation of an ad hoc committee, the Board or standing committee may take action to form an ad hoc committee. The ad hoc committee shall be either a committee of the Board or a standing committee.

~~7)~~12) To form an ad hoc committee consistent with the Ralph M. Brown Act, the Board or standing committee must take action by motion to form an ad hoc committee with the following characteristics and requirements. The ad hoc committee must be: (1) for a limited, specified purpose, (2) for a limited duration of time that is specified with a clear end date (recommend no longer than one year), and (3) have a composition of Board members less than a quorum of the Board or standing committee.

~~8)~~13) Once an ad hoc committee is formed, it is not subject to the Ralph M. Brown Act. However, the ad hoc committee shall provide periodic reports to the Board or the standing committee that formed it, reporting on the progress of its assigned work. The periodic reports shall occur at duly noticed and agendized public meetings of the Board or standing committee.

Board and Committee Meetings – Time and Location

~~12)~~Regular Board meetings shall be held at 9:00 a.m. on the ~~first Thursday~~third Wednesday of each month ~~at~~

~~9:00 AM,~~(except July) in the

~~9)~~14) ~~City Hall Wing Committee Rooms 118-120, 200 East Santa Clara~~Office of Retirement Services Conference Room, Suite 580, 1737 N. First Street, San ~~Jose, California, 95113~~José, CA 95112, or at ~~other~~another date, time, or place as the Board may designate in accordance with applicable law.

~~10)~~15) ~~13)~~Committees shall determine the time and place of their meetings.

~~11)~~16) ~~14)~~Any committee may meet jointly with a committee of the Board of the Federated City Employees' Retirement System.

~~12)~~17) ~~15)~~A forward annual calendar of Board and standing committee meetings will be posted on the Board's website.

Quorum~~-~~

~~13)~~18) ~~16)~~The presence of a majority of voting member seats on the Board, filled or vacant, shall be necessary to constitute a quorum for the Board to take action, although a lesser number may adjourn from time to time. (SJMC § 3.36.330~~).~~)

~~14)~~19) ~~17)~~The presence of a majority of the members of a committee shall constitute a quorum of the committee; and all actions of a committee shall be by an affirmative vote of the majority of the members present at a meeting of the committee, provided a quorum is present.

~~15)~~20) ~~18)~~Meetings held jointly with a committee of the Board of the Federated City Employees' Retirement System shall be deemed to be two separate meetings, and any action of the committees shall be taken separately, provided a quorum of the committee taking action is present.

~~16)~~21) ~~19)~~The Joint Personnel Committee is a single committee with representation from both Boards, and a quorum of the Committee must be present for it to take action. ~~See~~See guidelines contained in the "Joint Personnel Committee Charter" for the Joint Personnel Committee's unique quorum requirements.

Rules of Order~~-~~

~~17)~~22) ~~20)~~The Board shall conduct its meetings in accordance with the City Charter, Municipal Code, open meeting laws, other applicable laws and regulations, and established Board policy. For issues not addressed by the above, the Board shall operate in the spirit of generally accepted rules of parliamentary procedure under the Rosenberg's Rules of Order.

~~18)~~23) The Board and standing committees shall act by motion, or by written resolution~~,~~ or order, ~~or motion~~at a duly noticed and agendized meeting. (SJMC § 3.36.330~~).~~)

Board Member Attendance and Absences

24) The Board expects members to attend all regularly scheduled Board and standing committee meetings. A member is considered absent from a board meeting if they are not present for at least one-half of the duration of a regular meeting.

25) Absences fall into two categories: excused and unexcused. Absences are excused only for the reasons below:

a) An absence due to an illness of the member, or illness or death of a member's spouse, domestic partner, parent, child, sibling, or dependent.

b) An absence because a member is away on authorized board business.

c) For any member who is a city councilmember or a city employee, an absence due to the member performing required city business.

d) An absence from a meeting which the Board finds to be for good cause.

26) All other absences are unexcused.

27) If a member anticipates an absence, the member shall notify the Chair and the Secretary to the Board as soon as practicable. The Secretary shall record the absence as excused or unexcused, and notify the Board member of such record.

28) If a member receives an unexcused absence that they believe should be reconsidered, the member may request Board review. The request must be submitted in writing to the Board Chair and the Secretary no later than ten calendar days after the meeting. The item shall be placed on the next available Board agenda for discussion and action. The Board may, by majority vote of members present, determine that the absence was for good cause and direct that it be recorded as excused.

29) If a Board member has two unexcused absences for meeting attendance for the calendar year, the Secretary shall notify the Board member of such absences and that an additional absence may qualify as an automatic resignation from the seat under San Jose Municipal Code § 2.08.060.

30) Under the San Jose Municipal Code § 2.08.060, a member is deemed to have automatically resigned from office if they incur unexcused absences in any of the following circumstances:

a) Any three consecutive meetings of the Board, or

b) More than twenty percent of the total number of regular meetings in any calendar year, or if the member was appointed to fill a vacancy, more than twenty percent of the total number of remaining regular meetings in that calendar year.

31) The Secretary shall notify the City Clerk if a vacancy occurs under Paragraph 30 of this Policy, consistent with the Municipal Code.

32) A member whose seat becomes vacant due to unexcused absences may be considered for reappointment if the City Council finds there was good cause for the absences or determines that reappointment is in the best interest of the City.

Attendance at Meetings by Video/Teleconference

~~19)~~33) ~~22)~~Board members may attend a meeting by video/teleconference provided the public's rights are protected, every video/teleconference location is accessible to the public, and at least a quorum of the ~~board~~Board members participate in the meeting from locations within the Board's jurisdiction. (See ~~Government~~Gov. Code ~~(~~§ 54953(b~~))~~) for further details.)

Minutes

~~20)~~34) The Secretary to the Board shall record in the minutes the time and place of each ~~board~~Board and standing committee meeting, the names of the board members present, the agenda items, all official acts of the Board or committee, and the votes of the members.

~~21)~~35) The minutes shall be written and presented for correction and approval by the Board or appropriate committee in a timely manner following the subject meeting. ~~-~~The approved minutes, or a true copy thereof, shall be certified by the Secretary and maintained in the Board's official records indefinitely. ~~Board's official records indefinitely.~~

Review & History

~~22)~~36) The Board shall review this policy at least every ~~five~~ three years.

~~The Board adopted this policy on May 7, 2020. Reviewed and amended April 1,~~

Version	Approval Date	Description of Changes
1.0	5/7/2020	Creation of Policy
2.0	4/1/2022	Updates
3.0	x/x/2025	Comprehensive review to update based on current practice, meeting location, and the addition of absence-related processing