



BOARD OF ADMINISTRATION

Meeting Minutes - Final FCERS and Police&Fire Retirement Plan Audit Committee

Wednesday, September 3, 2025

10:00 AM

1737 N. First St. Suite 580, San Jose, CA

95112

HYBRID MEETING

PHYSICAL LOCATION:

ORS, 1737 N. First St., Suite 580, San Jose, CA 94112

ZOOM INFORMATION:

zoom.us

Dial In: +1 669-219-2599 US (San Jose)

Meeting ID: 947 3119 0161

FCERS Committee Members:

Prachi Avasthy, Chair (Term Expires 11/30/25)

Debbie Abbott, Vice Chair (Term Expires 11/30/26)

Mark Linder, Trustee (Term Expires 11/30/28)

Police and Fire Committee Members:

Howard Lee, Chair (Term Expires 11/30/26)

Sunita Ganapati, Vice Chair (Term Expires 11/30/26)

David Woosley, Trustee (Term Expires 11/30/28)

Present: 6 - Debbie Abbott, Prachi Avasthy, Sunita Ganapati, Howard Lee, David Woolsey and Mark Linder

The Federated Audit Committee and Police and Fire Audit Committee met in person on Wednesday, September 3, 2025 at ORS, 1737 N. First St., Suite 580, San Jose, CA 95112 and via Zoom at 10:00 a.m. The Police and Fire Audit Committee meeting was called to order at 10:05 a.m. by Chair Lee followed by roll call. The Federated Audit Committee meeting was called to order at 10:06 a.m. by Chair Avasthy followed by roll call.

Police and Fire Committee Members Present: Howard Lee, Sunita Ganapati, and David Woolsey.

Federated City Employees Retirement System (FCERS) Committee Members Present: Prachi Avashty, Deborah Abbott, and Mark Linder.

Retirement Staff Present: John Flynn, Barbara Hayman, Joseph Rois, Jay Kwon, Shilpi Dwivedi, Benjie Chua-Foy, Sandra Castellano, Ryan Reynaldo, Cynthia Ayala, Edith Aldama, Sherrell Aledo, and Gabriela Romero-Castrejon.

Retirement Staff Present via Zoom: Stacey Gill, Chris Kalafatis, Kate Murdock, and Peter Tsengas, Baker Tilly Advisory Group, LP; Jen Aras, Bill Dykstra, Jeremy Epstein, and Mark Maraccini, Crowe LLP; and Matthew Bodhan, Amanda Carrigan, Eric Conforti, and Gabrielle Wafer, Plante Moran, PLLC.

ADA ALERT

**** AB 2449 REMOTE APPEARANCE(S)**

a. Just Cause Circumstance(s) (Gov't Code § 54953)

- i. The following Trustee(s) have notified the Board of a "Just Cause" to attend this meeting via teleconference.

NONE

- ii. Call for Trustee(s) who wish to notify the Board of a "Just Cause" to attend this meeting via teleconference.

b. Emergency Circumstance(s) (Gov't Code § 54953)

- i. The following Trustee(s) have requested the Board approve their attendance of this meeting via teleconference due to an "Emergency Circumstance."

NONE

- ii. The following Trustee(s) have requested the Board approve their attendance of this meeting via teleconference due to an "Emergency Circumstance."

iii. Take action on request(s) for remote appearance.

- **Call To Order and Roll Call**

- **Orders of the Day**

This item was heard immediately after roll call attendance.

Orders of the Day

- None.

WAIVE SUNSHINE (amended/attachments POSTED late):

- Late attachments for item 2b.

1) 2026 FED Meeting Calendar - Update 9-2-25.

2) 2026 PF Meeting Schedule Calendar - Approved.

A motion was made to waive sunshine on the late attachments referenced above.

Police and Fire Committee Approved. (M.S.C. Ganapati/Woolsey 3-0-0).

FCERS Committee Approved. (M.S.C. Abbott/Linder 3-0-0).

JOINT AUDIT COMMITTEE

1. CONSENT CALENDAR

a. Approval of the Minutes of the May 15, 2025, Joint Audit Committee meeting for the Federated City Employee's Retirement System and the Police and Fire Department Retirement Plan.

A motion was made to approve the Consent Calendar.

Police and Fire Committee Approved. (M.S.C. Woolsey/Ganapati 3-0-0).

FCERS Committee Approved. (M.S.C. Abbott/Avasthy 2-1-0). Trustee Linder abstained.

2. NEW BUSINESS

a. Discussion and action on a recommendation to the full board for Internal Audit Consulting Services, following interviews of candidates.

Time Certain: 10:00 a.m. or soon thereafter

Candidates:

- Baker Tilly Advisory Group, LP
- Crowe LLP
- Plante & Moran, PLLC

This item was heard after the Consent Calendar.

Chair Avasthy introduced the item. CEO Flynn spoke to the item. Representatives from Baker Tilly Advisory Group, LP; Crowe LLP; and Plante Moran PLLC each delivered separate presentations to the Committee and responded to questions from City Auditor Joseph Rois and Committee members. Additionally, CEO Flynn and Benjie Chua-Foy, Accounting Division Manager, answered questions from the Committee. CEO Flynn, Barbara Hayman, Deputy Director, Sandra Castellano, Benefits Division Manager, Benjie Chua-Foy, Accounting Division Manager, and Jay Kwon, Senior Investment Officer, added comments.

City Auditor Joseph Rois thanked Baker Tilly Advisory Group, LP for their presentation.

Chair Avasthy thanked Crowe LLP for their presentation.

The Committee took a break from 12:07 p.m. to 12:34 p.m.

Chair Lee and CEO Flynn thanked Plante Moran, PLLC for their presentation.

After a lengthy discussion, a motion was made to recommend Baker Tilly, LP to the Police and Fire Board and the Federated Board as the Internal Audit Consulting Services for ORS, subject to the reference from the City of Palo Alto.

Police and Fire Committee Approved. (M.S.C. Ganapati/Woolsey 3-0-0).

FCERS Committee Approved. (M.S.C. Linder/Avasthy 2-1-0).

Ayes: Mark Linder and Prachi Avasthy

Noes: Deborah Abbott

Abstained: N/A

- b. Discussion and action regarding the proposed Joint Audit Committee meeting schedule for Calendar Year 2026.

CEO Flynn presented the item and answered questions from the Committee.

Vice-Chair Abbott departed at 2:32 p.m.

A motion was made to reschedule the Joint Audit Committee meeting originally set for November 19, 2026 to October 22, 2026, with all other scheduled meetings for 2026 remaining unchanged.

Police and Fire Committee Approved. (M.S.C. Woolsey/Lee 3-0-0).

FCERS Committee Approved. (M.S.C. Linder/ Avasthy 2-0-0). Vice-Chair Abbott was absent.

CLOSED SESSION

The Joint Audit Committee entered into Closed Session at 2:43 p.m.

I. CLOSED SESSION NEW BUSINESS

- A. **CLOSED SESSION**: THREAT TO PUBLIC SERVICES OR FACILITIES Consultation with: CEO and Deputy Director pursuant to Government Code section 54957(a)(1).

There was no reportable action for this item from Closed Session.

The Joint Audit Committee came out of Closed Session at 2:54 p.m.

- **Proposed Agenda Items**

None.

- **Public Comments**

None.

- **Adjournment**

The Police & Fire Committee adjourned at 2:54 p.m.

The FCERS Committee adjourned at 2:54 p.m.

Minutes Recorded, Prepared and Respectfully submitted by,

John Flynn, CEO, Office of Retirement Services

In accordance with the requirements of AB 2449, the Board of Administration (“Board”) will generally, upon request, provide appropriate aids and services leading to effective communication for individuals with disabilities so they can participate equally in the Board’s meetings, including qualified sign language interpreters, documents in Braille, and other ways of making information and communications accessible to people who have speech, hearing, vision or other disabilities.

Anyone who requires an auxiliary aid or service for effective communication to participate in a Board meeting should contact the designated contact in Office of Retirement Services as far in advance of the scheduled meeting as possible. The Board strongly encourages individuals with disabilities to endeavor to submit requests for reasonable accommodation no later than five (5) business days before the scheduled meeting, as the Board may not be able to grant requests for reasonable accommodations without sufficient advance notice. The Board strongly encourages individuals with disabilities to submit their written requests via email or regular mail to facilitate tracking and response; however, if the submission of a written request constitutes a hardship, individuals may call the Office of Retirement Services to submit an oral request.

The designated contact in the Office of Retirement Services will endeavor to respond to each request within three (3) business days of receipt of the request. Depending on the request, the designated contact in the Office of Retirement Services may ask to schedule a time to discuss the request (which may occur virtually) to determine the most appropriate auxiliary aid or service, before the request is resolved.

ADA Designated Contact Information

Attention: Deputy Director/Chief Operations Officer, Office of Retirement Services
Address: 1737 N First St #600, San Jose, CA 95112
Email: #Retire_Admin@sanjoseca.gov
Phone: 408-794-1000 (ORS Main Line)

THE LEVINE ACT

The Levine Act requires a Party in a Proceeding before the City of San José that involves any action related to their contract, license, permit, or use entitlement to disclose any campaign contributions to City elected or appointed officials totaling more than \$500 within the 12 months prior to the City decision. A Participant to a Proceeding may voluntarily report a campaign contribution on the form located on the Levine Act webpage.

The Code of Conduct

(<https://www.sanjoseca.gov/home/showpublisheddocument/12901/63667000496663000>) is intended to promote open meetings that welcome debate of public policy issues being discussed by the City Council, their Committees, and City Boards and Commissions in an atmosphere of fairness, courtesy, and respect for differing points of view.

1. Public Meeting Decorum:

- a) Persons in the audience will refrain from behavior which will disrupt the public meeting. This will include making loud noises, clapping, shouting, booing, hissing or engaging in any other activity in a manner that disturbs, disrupts or impedes the orderly conduct of the meeting.
- b) Persons in the audience will refrain from creating, provoking or participating in any type of disturbance involving unwelcome physical contact.
- c) Persons in the audience will refrain from using cellular phones and/or pagers while the meeting is in session.
- d) Appropriate attire, including shoes and shirts are required in the Council Chambers and Committee Rooms at all times.
- e) Persons in the audience will not place their feet on the seats in front of them.
- f) No food, drink (other than bottled water with a cap), or chewing gum will be allowed in the Council Chambers and Committee Rooms, except as otherwise pre-approved by City staff.
- g) All persons entering the Council Chambers and Committee Rooms, including their bags, purses, briefcases and similar belongings, may be subject to search for weapons and other dangerous materials.

2. Signs, Objects or Symbolic Material:

- a) Objects and symbolic materials, such as signs or banners, will be allowed in the Council Chambers and Committee Rooms, with the following restrictions: § No objects will be larger than 2 feet by 3 feet.
 - No sticks, posts, poles or other such items will be attached to the signs or other symbolic materials.
 - The items cannot create a building maintenance problem or a fire or safety hazard.
- b) Persons with objects and symbolic materials such as signs must remain seated when displaying them and must not raise the items above shoulder level, obstruct the view or passage of other attendees, or otherwise disturb the business of the meeting.
- c) Objects that are deemed a threat to persons at the meeting or the facility infrastructure are not allowed. City staff is authorized to remove items and/or individuals from the Council Chambers and Committee Rooms if a threat exists or is perceived to exist. Prohibited items include, but are not limited to: firearms (including replicas and antiques), toy guns, explosive material, and ammunition; knives and other edged

weapons; illegal drugs and drug paraphernalia; laser pointers, scissors, razors, scalpels, box cutting knives, and other cutting tools; letter openers, corkscrews, can openers with points, knitting needles, and hooks; hairspray, pepper spray, and aerosol containers; tools; glass containers; and large backpacks and suitcases that contain items unrelated to the meeting.

3. Addressing the Council, Committee, Board or Commission:

- a) Persons wishing to speak on an agenda item or during open forum are requested to complete a speaker card and submit the card to the City Clerk or other administrative staff at the meeting.
 - b) Meeting attendees are usually given two (2) minutes to speak on any discussion item and/or during open forum; the total amount of time allocated for public testimony for each public speaker or for an agenda item is in the discretion of the Chair of the meeting and may be limited when appropriate. (California Government Code Section 54954.3; Council Policy 0-37) Applicants and appellants in land use matters are usually given more time to speak. Speakers using a translator will be given twice the time allotted to ensure non-English speakers receive the same opportunity to directly address the Council, Committee, Board or Commission.
 - c) Speakers should discuss only the agenda item when called to speak for that item, and only topics related to City business when called to speak during open forum on the agenda.
 - d) Speakers' comments should be addressed to the full body. Requests to engage the Mayor, Council Members, Board Members, Commissioners or Staff in conversation will not be honored. Abusive language is inappropriate.
 - e) Speakers will not bring to the podium any items other than a prepared written statement, writing materials, or objects that have been inspected by security staff.
 - f) If an individual wishes to submit written information, he or she may give it to the City Clerk or other administrative staff at the meeting.
 - g) Speakers and any other members of the public will not approach the dais at any time without prior consent from the Chair of the meeting.
- Failure to comply with this Code of Conduct which will disturb, disrupt or impede the orderly conduct of the meeting may result in removal from the meeting and/or possible arrest.