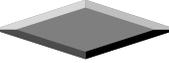


**CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM
BOARD OF ADMINISTRATION**

PERFORMANCE, COMPENSATION & TALENT MANAGEMENT COMMITTEE

MINUTES OF MEETING

February 19, 2014



The Performance and Compensation Committee met on Wednesday, February 19, 2014, in the Lincoln Plaza North Building, 400 Q Street, Sacramento, California.

The meeting was called to order at 10:43 a.m. and the following members were present:

Michael Bilbrey, Chair
Priya Mathur, Vice Chair
Darlene Schell for Julie Chapman
Terry McGuire for John Chiang
Richard Costigan
Ron Lind
Grant Boyken for Bill Lockyer

Other Board Members present:

Rob Feckner
JJ Jelincic
Henry Jones

AGENDA ITEM 2 – ELECTION OF COMMITTEE CHAIR AND VICE CHAIR

Michael Bilbrey was elected Committee Chair and Priya Mathur was elected Committee Vice Chair.

Priya Mathur called for nominations for the Chair of the Performance, Compensation and Talent Management Committee. Richard Costigan nominated Michael Bilbrey. No further nominations were made.

On **MOTION** by Richard Costigan, **SECONDED** by Darlene Schell and **CARRIED**, the Committee elected Michael Bilbrey as Chair of the Performance, Compensation and Talent Management Committee by acclamation.

Michael Bilbrey called for nominations for the Vice Chair of Performance, Compensation and Talent Management Committee. Grant Boyken nominated Priya Mathur. No further nominations were made.

On **MOTION** by Grant Boyken, **SECONDED** by Darlene Schell and **CARRIED**, the Committee elected Priya Mathur as Vice Chair of the Performance, Compensation and Talent Management Committee by acclamation.

AGENDA ITEM 3 – EXECUTIVE REPORT

Doug Hoffner, Deputy Executive Officer, presented the Executive Report to the Committee as an information item.

AGENDA ITEM 4 – CONSENT ITEMS

On **MOTION** by Darlene Schell, **SECONDED** by Priya Mathur and **CARRIED**, the Committee approved the Action Consent Item 4a, Approval of Meeting Minutes.

The Committee accepted the Information Consent Items as presented.

AGENDA ITEM 6 – FIRST AND SECOND QUARTER STATUS REPORTS ON PERFORMANCE PLANS OF THE CHIEF EXECUTIVE OFFICER AND CHIEF INVESTMENT OFFICER

Katie Hagen, Chief, Human Resources Division, presented the First and Second Quarter Status Reports on Performance Plans of the Chief Executive Officer and Chief Investment Officer as an action item.

On **MOTION** by Priya Mathur, **SECONDED** by Grant Boyken and **CARRIED**, the Committee approved the 2013-14 combined First and Second Quarter status reports for the Chief Executive Officer and Chief Investment Officer.

AGENDA ITEM 7 - COMPENSATION POLICY REVIEW PROJECT

Doug Hoffner, Deputy Executive Officer, presented a high level overview of the Compensation Policy Review Project as an information item.

AGENDA ITEM 8 – HUMAN RESOURCES DIVISION REPORT

Ms. Hagen highlighted a key talent management initiative outlined in our Workforce Strategic Plan and CalPERS Business Plan – the PeopleSoft Time and Labor Project (Electronic Timesheet Project).

AGENDA ITEM 9 – PUBLIC COMMENT

There were no public comments.

The meeting was adjourned at 11:07 a.m.

The next Performance and Compensation Committee meeting is scheduled for March 2014, in Sacramento, California.

Date: _____

DOUGLAS HOFFNER
Deputy Executive Officer
Operations and Technology