



## Consent

### Agenda Item 3b

December 15, 2015

**ITEM NAME:** Semi-Annual Contracting Prospective Report

**PROGRAM:** Operations Support Services Division

**ITEM TYPE:** Action Consent

#### **RECOMMENDATION**

Approve the December 2015 Prospective Report of Solicitations, Contracts, Purchase Orders and Letters of Engagement (Attachment 1). In addition, approve the Investment Manager Contracts for a contract term without a defined duration.

#### **EXECUTIVE SUMMARY**

To provide transparency and ensure Board awareness of significant contracts, the Finance and Administration Committee approved the Board Contract Activity Reporting Policy for all activity that will meet or exceed a \$1 million threshold. This policy includes a semi-annual Prospective Report.

Consistent with CalPERS policy, contracts for goods and services are limited to a term of five years. The Board by resolution has defined circumstances where the duration of a contract may extend beyond this five year period. Staff requests that the Investment Manager contracts be approved for a period beyond the five year duration. By approving this agenda item, the Committee will approve the Investment Managers contracts listed on the Prospective Report for a contract term "without a defined duration".

#### **STRATEGIC PLAN**

This item is presented in compliance with the Board Contract Activity Reporting Policy adopted and approved by the Board on April 17, 2012.

#### **BACKGROUND**

*Board Contract Activity Reporting*

The approved Board Contract Activity Reporting Policy (Attachment 2) includes a semi-annual report of prospective contract activity (Prospective Report) to be presented as an action consent item. Upon approval, the Chief Executive Officer and her delegates will have authority to execute the contracts and expenditures set forth in the Prospective Report. This semi-annual report is presented in April and December to coincide with the approval of the annual budget and mid-year budget

adjustments. Also included are the contracts that the Board reserves the authority to approve procurement of services per Delegation No. EXEC-11-01 and their contract terms (Attachment 3).

#### *Duration of Contracts*

The Investment Office (INVO) is requesting that the investment manager contract(s) being awarded have an “undefined” contract term. CalPERS contracts for goods and services are limited to a duration of five (5) years unless approved by the Board pursuant to Resolution No. 92-04B-4 (Attachment 4). This Resolution requires, among other things, that the Board affirmatively determine that a longer contract term is necessary to fulfill the Board’s duty to serve the interests of System members and beneficiaries, including the interest in defraying administrative expenses. Such a determination shall only be made after considering the following factors (among any others the Board may deem prudent under the particular circumstances):

1. The impact of a longer term upon the System’s interests in obtaining quality services at a reasonable cost; and
2. The System’s ability to monitor the performance of contractors with such lengthy contract terms, and to take corrective action (including expeditious termination of the contract) if necessary to fulfill the Board’s fiduciary duties.

#### **ANALYSIS**

##### *Prospective Contract Activity Report*

The Prospective Report includes the following:

- Requests for Proposals (RFPs) scheduled for development and release when the estimated total value of the contract or budget for the contractor or contractors is \$1 million or greater in total value.
- Contracts exempt from the competitive bidding process and investment manager contracts which are \$1 million or greater in total value.
- Spring-Fed pool engagements or work from undefined dollar contracts or purchase orders which are \$1 million or greater in total value.
- Any amendments to the contracts set forth above which cause the contract to exceed a threshold of \$1 million or more when the contract has not otherwise been reported to the Committee.
- An expected amount of expenditures of \$1 million or greater under a current contract.
- Items previously reported by the Committee, when the amount is increased by \$1 million or more over the amount previously reported to the Committee.

Any contracting activity that is covered by this policy, but was not contained in the Prospective Report must be reported to the Finance and Administration Committee as an action consent item at the next Committee meeting.

### *Investment Manager Contracts Without a Defined Duration*

The Investment Manager section of the Prospective Report contains contracts without a defined duration.

INVO staff believes contracting with investment managers without a defined duration is in the best interest of System and satisfies both factors listed in Resolution 92-04B-4 for the following reasons: 1) The undefined duration allows CalPERS the ability to better negotiate fees; 2) CalPERS' standard contracting terms for investment managers allow for termination that is favorable to CalPERS interests; and 3) INVO's robust operational systems and teams monitor external manager performance and should the need arise, INVO is able to take action to promptly defund the manager.

### **BUDGET and FISCAL IMPACTS**

The potential budget and fiscal impacts of not approving the Report will delay the timely execution of contracts which could result in increased cost for health and investment services.

### **BENEFITS/RISKS**

The benefits of this process include:

- Provides transparency and ensures Board awareness of significant contracts.
- Enables the Board, where appropriate, to have an opportunity to participate in significant contract decisions before they are finalized.
- Informs the Board regarding staff's contract decisions thereby satisfying their monitoring responsibilities.

The risks of not implementing this process include:

- Potential delay in necessary services to support CalPERS.

### **ATTACHMENTS**

Attachment 1 – April 2015 Prospective Report

Attachment 2 – Board Contract Activity Reporting Policy

Attachment 3 – Contracts Board Reserves the Authority to Approve the Procurement of Services

Attachment 4 – Resolution No. 92-04B-4

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