



Board Governance Committee

Agenda Item 5b

June 19, 2019

Item Name: Annual Review of CEO Delegation Resolution

Program: Board of Administration

Item Type: Action Consent

Recommendation

The Enterprise Compliance team is recommending the Board Governance Committee (Committee) accept the Chief Executive Officer (CEO) Delegation Resolution EXEC 18-01, approved by the Committee on May 14, 2018 as final. No changes are recommended.

Executive Summary

The Board Governance Committee Delegation Resolution requires the Committee to “*Conduct an annual review of the delegation to the Chief Executive Officer, and update, as appropriate.*” This review of the CEO Delegation Resolution follows the annual Board Committee Delegation review process where each Board Committee reviews and makes changes to the Committee delegation authorities. This year, there were no changes that impacted the CEO Delegation Resolution. Attachment 1 is the current CEO Delegation Resolution.

Strategic Plan

This item supports CalPERS’ 2017-22 Strategic Plan goal to cultivate a risk-intelligent organization.

Background

The Board Governance Policy (<https://www.calpers.ca.gov/docs/board-governance-policy.pdf>) reserves authority for the Board to approve Board delegations (see page 8, section V.B.10). The Board has in turn delegated authority to the Governance Committee to “*Conduct an annual review of the delegation to the Chief Executive Officer, and update, as appropriate.*” (Delegation No. BG-17-01, Item 6).

On May 14, 2018, the Board Governance Committee conducted its last annual review of the CEO Delegation Resolution. The CalPERS team proposed changes to the CEO Delegation Resolution, which were approved by the Board of Administration.

Analysis

The Enterprise Compliance team has reviewed the CEO Delegation Resolution and recommends no revisions at this time. Any revisions to the CEO Delegation Resolution that the Committee wishes to make will be incorporated and brought back for Board consideration and approval at a subsequent meeting.

Budget and Fiscal Impacts

Not applicable.

Benefits and Risks

The benefit of reviewing the CEO Delegation Resolution annually is to continually align the CEO Delegation Resolution with Board direction and industry best practice.

Attachments

Attachment 1 – Current CEO Delegation Resolution

Marlene Timberlake D'Adamo
Chief Compliance Officer

Matthew G. Jacobs
General Counsel