



## Board Governance Committee Meeting Summary

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**August 21, 2019**

This is intended as a guide for the Committee Chair. Other than the motions, this need not be read verbatim. The Chair may add context/comment as appropriate.

The Board Governance Committee met on August 20, 2019.

### **THE COMMITTEE RECOMMENDS AND I MOVE that the Board approve the following:**

#### AGENDA ITEM 7a

Accept the recommendations of Workstream 1 and ask management to move forward to:

- Enrich the onboarding program for new board members and designees, and
- Develop education modules by committee, partnering with specific organizations.

#### AGENDA ITEM 7b

Accept the recommendations of Workstream 2 and ask management to:

- Bring back revisions to the Board's Rules and Guidelines for the Conduct of Meetings and Board Governance Policy to replace Robert's Rules of Order with Rosenberg's Rules of Order as the Board's parliamentary guidance, and
- Review Board policies and documents with an eye toward streamlining and simplifying them.

#### AGENDA ITEM 7c

Accept the recommendations of Workstream 3 with some modifications, specifically **[the Board should vote on each of the following separately]**:

- Consolidate the current two strategy offsites into one,
- Institute an annual stakeholder forum,
- Consolidate the schedule of monthly Board and committee meetings as follows:
  - Board meetings: retain the current schedule
  - Investment Committee: six meetings per year
  - Other committees: at least quarterly
- Establish a consistent structure for Board committees, meaning that the Investment Committee will no longer be a committee of the whole.

AGENDA ITEM 7d

Accept the recommendation of Workstream 4 to develop and adopt a Board Code of Conduct.

AGENDA ITEM 7e

Accept the recommendations of Workstream 5 to build out the technology platform "Insight."

The Committee also discussed Agenda Item 8a, a draft code of conduct, and asked the CalPERS Legal Office to work with the members of Workstream 4 (Rob Feckner and Jason Perez), Anne Simpson, and Ashley Dunning on another draft.

The next meeting of the Board Governance Committee is tentatively scheduled for September 17, 2019, in Sacramento, California.