

MEETING
STATE OF CALIFORNIA
PUBLIC EMPLOYEES' RETIREMENT SYSTEM
BOARD OF ADMINISTRATION
BOARD GOVERNANCE COMMITTEE

ROBERT F. CARLSON AUDITORIUM
LINCOLN PLAZA NORTH
400 P STREET
SACRAMENTO, CALIFORNIA

MONDAY, JUNE 19, 2017
5:06 P.M.

JAMES F. PETERS, CSR
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A P P E A R A N C E S

COMMITTEE MEMBERS:

Ms. Theresa Taylor, Chairperson

Ms. Priya Mathur, Vice Chairperson

Mr. Michael Bilbrey

Mr. Rob Feckner

Ms. Dana Hollinger

Mr. Henry Jones

Mr. Bill Slaton

BOARD MEMBERS:

Mr. John Chiang, represented by Mr. Frank Moore

Mr. Richard Gillihan

Mr. J.J. Jelincic

Mr. Ron Lind

Ms. Betty Yee, represented by Mr. Alan Lofaso

STAFF:

Ms. Marcie Frost, Chief Executive Officer

Mr. Matt Jacobs, General Counsel

Mr. Robert Carlin, Senior Attorney

Ms. Kristen Garner, Committee Secretary

A P P E A R A N C E S C O N T I N U E D

ALSO PRESENT:

Ms. Margaret Brown

Mr. Al Darby, Retired Public Employees Association

Mr. George Linn, Retired Public Employees Association

I N D E X

	PAGE
1. Call to Order and Roll Call	1
2. Executive Report	2
3. Consent Items	1
Action Consent Items:	
a. Approval of the April 17, 2017 Board Governance Committee Meeting Minutes	
4. Consent Items	2
Information Consent Items:	
a. Annual Calendar Review	
b. Parking Lot Review	
Action Agenda Items	
5. Proposed Revisions to Board Governance Policy Regarding Board Member E-Mail Usage and Distribution of Articles and CalPERS-Related Items to the Board	3
Information Agenda Items	
6. Sending Duplicate Outlook Calendar Entries to Board Members' Private E-Mail Accounts	38
7. Summary of Committee Direction	44
8. Public Comment	45
Adjournment	45
Reporter's Certificate	46

P R O C E E D I N G S

CHAIRPERSON TAYLOR: I'm going to bring the Board Governance Committee to order. First order of business is roll call.

COMMITTEE SECRETARY GARNER: Theresa Taylor?

CHAIRPERSON TAYLOR: Here.

COMMITTEE SECRETARY GARNER: Priya Mathur?

VICE CHAIRPERSON MATHUR: Here.

COMMITTEE SECRETARY GARNER: Michael Bilbrey?

COMMITTEE MEMBER BILBREY: Good afternoon.

COMMITTEE SECRETARY GARNER: Rob Feckner?

COMMITTEE MEMBER FECKNER: Here.

COMMITTEE SECRETARY GARNER: Dana Hollinger?

COMMITTEE MEMBER HOLLINGER: Here.

COMMITTEE SECRETARY GARNER: Henry Jones?

COMMITTEE MEMBER JONES: Here.

COMMITTEE SECRETARY GARNER: Bill Slaton?

COMMITTEE MEMBER SLATON: Here

CHAIRPERSON TAYLOR: Great. We have a quorum.

So I'm going to move to Item 3, our consent items. They're action items. Anybody want to make a motion?

VICE CHAIRPERSON MATHUR: Move the minutes.

COMMITTEE MEMBER BILBREY: Second.

CHAIRPERSON TAYLOR: All those in favor?

1 (Ayes.)

2 CHAIRPERSON TAYLOR: So it was moved by Mathur
3 seconded Bilbrey.

4 And it has carried.

5 So consent items 4a. Anybody want to pull
6 anything off?

7 No. Okay. So we're going to move on -- and I
8 totally missed our executive report. So let's go back to
9 our executive report.

10 GENERAL COUNSEL JACOBS: That's quite all right.
11 I figured I would just combine it with Agenda Item 5.

12 Good afternoon, Chair Taylor, members of the
13 Committee, and other members of the Board.

14 We do have a fairly light agenda today, in large
15 part because the Committee had scheduled about an hour or
16 hour and a half for parliamentary training. And that was
17 moved to the July off-site in consideration of the
18 schedule this week, as well as the schedule at the July
19 off-site.

20 So we just have a couple of items. Agenda Item 5
21 is proposed revisions to the Governance Policy to reflect
22 a couple of items that were decide at the last meeting.
23 And then Agenda Item 6, which is a potential tweak to one
24 of those proposed revisions regarding distribution of
25 Outlook calendar invites.

1 And that is my report.

2 CHAIRPERSON TAYLOR: Great. I have a request to
3 speak. But I want to note for the record that J.J.
4 Jelincic is here, that Frank Moore is for John Chiang's
5 office, Alan Lofaso is here for Betty Yee's office, Ron
6 Lind is here, and Richard Costigan is here in attendance

7 VICE CHAIRPERSON MATHUR: Richard Gillihan.

8 CHAIRPERSON TAYLOR: I'm sorry, Richard Gillihan.
9 I saw it too. I was looking right at it.

10 Okay. Mr. Jones, go ahead.

11 COMMITTEE MEMBER JONES: Did you mentioned Item
12 5, so I was just going to move it.

13 CHAIRPERSON TAYLOR: Okay.

14 GENERAL COUNSEL JACOBS: Oh, I hadn't gone into
15 Item 5 yet, I'm sorry. I did say I was going to combine
16 the two, but then I didn't combine the two.

17 (Laughter.)

18 CHAIRPERSON TAYLOR: We want to move this, man.

19 GENERAL COUNSEL JACOBS: Okay. Let me just give
20 you a quick prelude on Item 5, the -- at the April
21 Committee meeting, there was a pretty good discussion
22 about how board members should distribute articles when
23 they have the desire to do that. We discussed a couple of
24 options.

25 The Commission -- the Committee, I mean, adopted

1 a particular approach. The legal team then prepared
2 revisions to the Board Governance Policy to reflect that
3 approach. That's at pages 21 and 22 of Attachment 1 of
4 this agenda item, the proposed changes to the Board
5 Governance Policy.

6 Also, at the April meeting, we had the adoption
7 of the policy that Board members would be required to use
8 their official State email addresses. And so we drafted
9 language to reflect that as well. That's on page 21 of
10 Attachment 1. And so those are now before the Committee
11 for action to adopt the proposed language.

12 CHAIRPERSON TAYLOR: Okay. Hold on one second.

13 J.J.

14 BOARD MEMBER JELINCIC: The -- I have a couple of
15 things. As you all know, I was sentenced to training on
16 public meetings. And there was actually a discussion
17 about the email use. And it was very clear that the -- it
18 was not necessary to use your official communication, at
19 least under this statute.

20 The agency would have an obligation to ask you if
21 you had anything in your private email. And if you said
22 no, the agency was off the hook. Some of the agencies
23 have actually adopted policies of requiring you to certify
24 the that you didn't have anything, which may be something
25 you want to consider.

1 The -- but one of the other things that you have
2 to consider is when you get into, you know, what's Board
3 business. If you send an email about an election that's
4 coming up, is that Board business? Does that require that
5 you use your CalPERS email?

6 CHAIRPERSON TAYLOR: Yes.

7 BOARD MEMBER JELINCIC: And then you've got the
8 issue of, well, if I'm using the CalPERS email to
9 discuss - I'll pick on my campaign, because I'm not
10 running, then I'm using an asset of the fund to -- for my
11 political campaign, and that's --

12 CHAIRPERSON TAYLOR: J.J.

13 BOARD MEMBER JELINCIC: -- that's the language
14 that you put in -- that is here.

15 CHAIRPERSON TAYLOR: Right. But that's not
16 -- that isn't Board business. That's election business.
17 That's different. We can't use State assets, and that's
18 very clear in the rules for our election.

19 BOARD MEMBER JELINCIC: It's very clear in the
20 rules, but it's -- it, quite frankly, is Board CalPERS
21 business, because we adopt those rules. So it --

22 CHAIRPERSON TAYLOR: Matt, would you like to
23 address this?

24 GENERAL COUNSEL JACOBS: Well, not really, but --

25 (Laughter.)

1 GENERAL COUNSEL JACOBS: I would say that that is
2 personal use, because you're running a personal campaign
3 for the Board. And so while I get Mr. Jelincic's point,
4 that it kind of crosses over, still the rule -- the other
5 rules make it quite clear that you're not permitted to use
6 CalPERS assets for those purposes, and hence that must be
7 the use of -- that must be the use of private email --

8 CHAIRPERSON TAYLOR: Okay.

9 GENERAL COUNSEL JACOBS: -- or I should say not
10 private email, it should be -- it pertains to a private
11 matter that is not CalPERS business.

12 CHAIRPERSON TAYLOR: Okay. Ms. Mathur.

13 VICE CHAIRPERSON MATHUR: I guess I would just
14 say that just because we are not required to limit -- or
15 to require Board members to use CalPERS emails does not
16 mean we should not, because I do think the risk here is
17 less of -- well, it might be -- it is a legal risk, but
18 it's more a reputational risk, if -- if there is CalPERS
19 business being done on private email.

20 So I -- so it's reputational risk not just to the
21 individual Board member, but to the organization as a
22 whole. And so as such, I think the Board has an interest
23 in mandating that Board members use CalPERS email for all
24 CalPERS business. So I would support the staff
25 recommendation on this item.

1 CHAIRPERSON TAYLOR: Okay. How did -- I didn't
2 even click on you, Bill.

3 Go ahead.

4 COMMITTEE MEMBER SLATON: So a question for
5 counsel. When it comes to matters of compliance, in other
6 words, on personal assets, those kinds of issues of
7 compliance questions back and forth, would that fall into
8 the same category --

9 GENERAL COUNSEL JACOBS: Yes.

10 COMMITTEE MEMBER SLATON: -- of CalPERS business?

11 GENERAL COUNSEL JACOBS: Yes. Now, that doesn't
12 mean they're necessarily subject to disclosure under the
13 Public Records Act. But I would say that if you're
14 talking about compliance, that that would be official
15 CalPERS business.

16 CHAIRPERSON TAYLOR: Does that make sense?

17 And I just want to make a point here that part of
18 what we're trying to avoid here is that our own private
19 emails would be subject to public information requests.
20 And that's why we're state -- it just makes it easier on
21 yourself to go ahead and use your CalPERS email for
22 CalPERS business. And so I just want to make that point
23 pretty clear, J.J., before I call on you.

24 So go ahead.

25 BOARD MEMBER JELINCIC: And I agree it is easier

1 if you use CalPERS email, but I'm not sure that we ought
2 to mandate it, but the Committee is going to do what the
3 Committee is going to do.

4 But looking at the next section, the sharing of
5 articles. Mindful of the restrictions imposed by
6 Bagley-Keene. Quite frankly, Ted Prim, who is the
7 Attorney General's resident expert on Bagley-Keene says
8 that sending information to Board members, even if it's
9 the entire Board, is not a violation. And if you look at
10 the statute, it says that, "A meeting is defined as a
11 place to hear, discuss, or deliberate upon any item". So
12 if you're simply sending out information, you are not
13 doing that.

14 B says that, "A majority of the members shall
15 not, outside the meeting...", trying to get to the serial
16 meeting, "...discuss, deliberate, or take action on any
17 item of business that is within...".

18 Two says that, "Paragraph one...", which is the
19 one I just said, "...shall not be construed to prevent an
20 employee or an official outside of a meeting authorized by
21 this chapter in order to answer questions or provide
22 information regarding a matter that is within the subject
23 matter of the jurisdiction, if the person does not
24 communication to members of the body, comments or
25 positions of other members". So --

1 CHAIRPERSON TAYLOR: Okay.

2 BOARD MEMBER JELINCIC: So it clearly is not
3 restricted. And so I -- and then the other thing that I
4 think is in here that I think you need to think about is
5 the proposed rule says that you -- if you want to send
6 something, you send it to the CEO. And the CEO
7 independently determines where it will contribute to the
8 Board's understanding.

9 And so what you are actually doing is saying we
10 are delegating to staff the exclusive authority to decide
11 what information the Board can look at. And I find that
12 troubling. And, quite frankly, if you look at the other
13 section he referred to 25 -- 11125 it specifically says
14 that you can distribute material. It also says that if
15 you distribute it, it's a public record, and that it
16 should be available upon request.

17 And it also says that it should be made available
18 at the public meetings for inspection. So the law
19 specifically says, yes, you can send information. And I
20 think you are not permitting that.

21 The other issue I want to raise is Twitter. It
22 was actually one of the big issues that came up was
23 Twitter Facebook as a means of communicating, and actually
24 conducting serial meetings. They had some examples of
25 what was and was not. And yet, this is not covered here.

1 So I don't think the policy does what you want it to do.
2 I think it unduly restricts and it is not consistent with
3 Bagley-Keene.

4 Thank you.

5 CHAIRPERSON TAYLOR: So thank you, J.J.

6 As I understand it, and correct me if I'm wrong,
7 Matt, but as I understand it, it does -- it does
8 constitute a serial meeting when we're sending out emails
9 on specific articles that impact the Board or a Board
10 Committee.

11 GENERAL COUNSEL JACOBS: Right. Yeah, it's
12 within the jurisdiction of either the Committee, if you're
13 sending it to a majority of the Committee or the Board, if
14 you're sending it to a majority of the Board.

15 CHAIRPERSON TAYLOR: Right. Okay. So, Bill.

16 COMMITTEE MEMBER SLATON: So let's talk about a
17 couple things. First of all, I'm not sure that sending
18 articles is necessarily a bright line, as J.J. has
19 indicated. So there's some articles that are purely
20 information. There are other articles that I've received
21 that take an advocacy position. So the fact that one
22 Board member takes a paper that advocates a certain
23 position and sends it to everybody, to me, that -- that's
24 very little difference between that and actually making a
25 comment advocating a position. So I think that's a

1 slippery slope to go down, if we do that.

2 I do have some level of discomfort with this sole
3 discretion of the CEO. I think, in my mind, all I'm
4 concerned about are two things: that there's no commentary
5 attached, so the CEO can be responsible for that; and the
6 only judgment the CEO should be making, is this an
7 advocacy or is this information? And if it's advocacy, if
8 it's coming from the CEO and not attributed to anyone
9 else, it should be okay to get.

10 So -- and, of course, I'm directing some of this
11 at counsel, are my thoughts about this correct, does that
12 solve the problem of the CEO, you know --

13 GENERAL COUNSEL JACOBS: No.

14 COMMITTEE MEMBER SLATON: -- being able to say no
15 I'm not going to distribute it?

16 GENERAL COUNSEL JACOBS: No, it doesn't solve the
17 problem. And by the way, I mean, one of the things I
18 think that the Committee members should understand here is
19 that the scope of this item - I mean, you can broaden it
20 as far as you want, within reason I guess - is whether the
21 decision that the Board -- the Committee made is reflected
22 in the language.

23 So what we're doing now is going beyond the
24 scope -- that scope and getting into a substantive
25 discussion of the policy, which, you know, is fine. You

1 should just recognize what you're doing. That does not
2 solve the issue, because if it's within the -- and this is
3 not solely my opinion or my Legal Office's -- the Legal
4 Office -- I shouldn't say my -- the Legal Office's
5 opinion, this is the opinion of California State lawyers,
6 is that the distribution of information that is within the
7 Board's general jurisdiction, is -- is a violation of
8 Bagley-Keene.

9 COMMITTEE MEMBER SLATON: Even by staff?

10 GENERAL COUNSEL JACOBS: No, not by staff.

11 COMMITTEE MEMBER SLATON: Okay.

12 GENERAL COUNSEL JACOBS: Not by staff.

13 COMMITTEE MEMBER SLATON: All right.

14 GENERAL COUNSEL JACOBS: I misstated that.

15 COMMITTEE MEMBER SLATON: Okay.

16 GENERAL COUNSEL JACOBS: So it doesn't
17 distinguish between -- it doesn't make the distinction
18 that you are positing.

19 COMMITTEE MEMBER SLATON: Well, what I'm saying
20 though is that if the CEO just strips off any
21 identification of the person who sent it in, and in her
22 sole discretion, but essentially the understanding is it's
23 going to come forward, but we're not going to know who
24 it's from. It's not going to have any identifier that it
25 came from a particular Board member or any Board member

1 for that matter. So why doesn't that solve the problem,
2 if it's coming from the CEO?

3 GENERAL COUNSEL JACOBS: I think it creates risk,
4 because what you're essentially doing is having the CEO be
5 a unthinking conduit --

6 COMMITTEE MEMBER SLATON: Conduit.

7 GENERAL COUNSEL JACOBS: -- of information that
8 one Board member could not send to all the rest of the
9 Board members. And so you're kind of facilitating
10 avoiding that restraint.

11 COMMITTEE MEMBER SLATON: But isn't the sole
12 discretion a fiction? I mean, are we creating a fiction
13 to solve the problem?

14 CHAIRPERSON TAYLOR: So, Bill --

15 GENERAL COUNSEL JACOBS: No, I don't think -- I
16 don't think it's a fiction.

17 CHAIRPERSON TAYLOR: So, Bill, are you suggesting
18 that you want to make an amendment to this?

19 COMMITTEE MEMBER SLATON: Well, I'm trying to
20 understand the ramifications of this. And so what we've
21 done is we've said -- where is it sold -- where is the
22 sole --

23 CHAIRPERSON TAYLOR: It's right here on the
24 second page.

25 COMMITTEE MEMBER SLATON: -- sole discretion?

1 And so is that sole discretion going to actually
2 be used or is it merely a fiction being created to allow
3 the article to get passed to us.

4 GENERAL COUNSEL JACOBS: No, it wouldn't be used.
5 Absolutely.

6 COMMITTEE MEMBER SLATON: Okay. And you're
7 saying it must be used.

8 GENERAL COUNSEL JACOBS: Exactly. Right.

9 COMMITTEE MEMBER SLATON: Okay. All right.

10 CHAIRPERSON TAYLOR: Okay. Ms. Mathur.

11 VICE CHAIRPERSON MATHUR: I would just suggest
12 this is not the only way that Board members would be
13 permitted to distribute information. It could also be
14 distributed at a meeting in open session. They could
15 request -- it's no that she would -- could prohibit a
16 Board member from distributing information if it was made
17 to the Board, and the Board approved it in open session,
18 et cetera, correct?

19 GENERAL COUNSEL JACOBS: That's a good point,
20 yes.

21 VICE CHAIRPERSON MATHUR: So there's -- so this
22 is not the only way to get information out.

23 GENERAL COUNSEL JACOBS: It's not the only venue,
24 right.

25 VICE CHAIRPERSON MATHUR: So anyway, that's -- I

1 just want to make that point.

2 GENERAL COUNSEL JACOBS: No, that's a good point.
3 Thank you.

4 VICE CHAIRPERSON MATHUR: So she's not censoring
5 Board member, but she's just deciding what information is
6 appropriate for the staff to disseminate.

7 GENERAL COUNSEL JACOBS: Right.

8 CHAIRPERSON TAYLOR: Right.

9 VICE CHAIRPERSON MATHUR: Thank you.

10 CHAIRPERSON TAYLOR: J.J.

11 BOARD MEMBER JELINCIC: Well, in part, I agree
12 with Matt. The -- if a -- if an article constitutes a
13 serial meeting, and I don't agree that it does, but if one
14 grants that, then quite frankly, whether the Board members
15 sent it or staff send it, doesn't change the nature of the
16 communication.

17 CHAIRPERSON TAYLOR: Right.

18 BOARD MEMBER JELINCIC: So if it's a serial
19 meeting, it's a serial meeting no matter who sends it.

20 CHAIRPERSON TAYLOR: No, that's not true.

21 COMMITTEE MEMBER SLATON: I don't agree.

22 CHAIRPERSON TAYLOR: No. Staff can send the
23 entire Board without it being a serial meeting.

24 BOARD MEMBER JELINCIC: If a article constitutes
25 a serial meeting --

1 CHAIRPERSON TAYLOR: Sent by a Board member.

2 BOARD MEMBER JELINCIC: Who sends it does not
3 change the nature of the communication.

4 COMMITTEE MEMBER SLATON: Yes, it does.

5 CHAIRPERSON TAYLOR: Yes, it does.

6 Matt, you want to opine on that?

7 GENERAL COUNSEL JACOBS: Yeah, there's --

8 BOARD MEMBER JELINCIC: And what the law says --

9 CHAIRPERSON TAYLOR: I'm having our Chief Counsel
10 go ahead and opine on it.

11 BOARD MEMBER JELINCIC: Okay. Have him opine.

12 GENERAL COUNSEL JACOBS: Well, there is a
13 specific provision of Bagley-Keene that states that
14 none -- the prohibition on serial meetings does not
15 prevent staff from distributing information to all of the
16 Board members.

17 And if you give me a minute, I will put my finger
18 on that.

19 BOARD MEMBER JELINCIC: It's 11252(b)(2).

20 GENERAL COUNSEL JACOBS: Yes, it's Government
21 Code section 11122.5, and then (b)(1) states that, "A
22 majority of the members..." -- this is the serial meeting
23 prohibition. "A majority of the members of a State body
24 shall not, outside of a meeting authorized by this
25 chapter, use a series of communications of any kind

1 directly or through intermediaries to discuss, deliberate,
2 or take action on any item of business that is within the
3 subject matter of the State body".

4 And then subsection (2), says that, "Paragraph
5 1...", the one that I just read, "...shall not be
6 construed to prevent an employee or official of a State
7 agency from engaging in separate conversations or
8 communications outside of a meeting authorized by this
9 chapter with members of a legislative body in order to
10 answer questions or provide information regarding a matter
11 that is within the subject matter jurisdiction of the
12 State agency, if that person does not communicate to
13 members of the legislative body the comments or position
14 of any other member or members of the legislative body".

15 So that's what we're --

16 CHAIRPERSON TAYLOR: Okay. That's what we're
17 discussing.

18 GENERAL COUNSEL JACOBS: -- we're relying on or
19 discussing.

20 CHAIRPERSON TAYLOR: So that's how that language
21 fits. We kind of discussed this before, and I think you
22 brought it up before, J.J., and I think that's why we got
23 the -- put the language the way we did.

24 BOARD MEMBER JELINCIC: Yeah, I have raised this
25 issue, because I get in trouble for it all the time. I

1 mean, the most recent thing I got in trouble for was
2 sending out a notice that there was a training available.
3 And all is I said is FYI.

4 But it specifically says, "It shall not be
5 construed to prevent and employee or an official...", and,
6 you know, we're officials, of providing information as
7 long as you don't communicate to members of the body the
8 comments and position of other members. So it
9 specifically says don't construe it that way.

10 GENERAL COUNSEL JACOBS: Yeah, I'd have to
11 respectfully disagree that employee or official of a State
12 agency includes Committee members.

13 BOARD MEMBER JELINCIC: Are you saying I'm not an
14 official of PERS?

15 GENERAL COUNSEL JACOBS: No, I'm saying for
16 purposes of this statute, you are not an employee or
17 official of PERS.

18 BOARD MEMBER JELINCIC: Actually, I'm both,
19 but...

20 CHAIRPERSON TAYLOR: Okay. Great. So can I get
21 a motion to start with, and then --

22 COMMITTEE MEMBER SLATON: Move it.

23 VICE CHAIRPERSON MATHUR: Second.

24 CHAIRPERSON TAYLOR: Okay. So it's been moved by
25 who?

1 VICE CHAIRPERSON MATHUR: Slaton.

2 CHAIRPERSON TAYLOR: Bill Slaton, and seconded by
3 Priya Mathur. And I have public comments, and then we'll
4 vote on the motion. So Margaret Brown, George Linn and Al
5 Darby, if you could come down, and seat at these to -- sit
6 as these two right here to the left of me, to the -- your
7 right. And whoever gets down there first gets to talk
8 first. It's a race.

9 Okay. Margaret you have three minutes once you
10 start.

11 MS. BROWN: Thank you. Good afternoon. Oh, I
12 wrote these for earlier.

13 Good evening, Chair Taylor and members of the
14 Board. I am Margaret Brown, a candidate for the CalPERS
15 Board. And this morning the world learned that CalPERS
16 has been sharing news articles on a public internet for
17 many years without obtaining copyright authorization. The
18 story in Naked Capitalism says 5,000 instances, and the
19 New York Times has already sent a cease and desist.

20 Almost certainly our pension funds will pay to
21 settle these CalPERS staff abuses. Knowing all this, I'm
22 shocked to see that the Board is considering a proposal by
23 staff that says Board members cannot share news articles.
24 The rule requires all articles to be submitted to the CEO,
25 and she, she alone, will decide if it is worthy to share.

1 Is it your legal counsel that said Board members sharing
2 articles could be perceived as a violation of
3 Bagley-Keene? And is this the same legal counsel that
4 allowed 50,000 articles to be shared on the Internet
5 without authorization?

6 Merely distributing articles without additional
7 commentary is not a meeting or apart of a meeting. I just
8 took notes from your legal counsel, and it says in (b)(1),
9 as long as you did not discuss, deliberate, or take
10 action. Simply sending an article is no such thing.

11 I've worked for 26 years in government. I've
12 worked with numerous boards, and we've never had a problem
13 sending articles out. And also information is rarely
14 unbiased. It almost always -- articles almost always take
15 a side. They try and make it seem balanced, but it's
16 really not. There's usually a side or not. So what
17 happened is no article would ever come through if it had
18 to be neutral, in my opinion.

19 If you adopt this new rule, it will be a huge
20 impediment to an independent informed board. It would
21 also make the Board subservient to the CEO. And this is
22 shocking to me. Plain and simple, I hope you guys reject
23 this proposal.

24 Thank you.

25 CHAIRPERSON TAYLOR: Thank you.

1 Mr. Linn.

2 MR. LINN: My name is George Linn. I'm the
3 President of RPEA. Good afternoon, Madam Chair and Board
4 members, Committee members.

5 My concern is that we're putting something on the
6 shoulders of a staff person, which is basically Board
7 business. And I think that it should remain at the Board
8 level, whether it is the President of the Board that makes
9 the decision whether these things should be passed on to
10 the rest of the Board or not. I do not think that it is a
11 staff position should -- that should determine what the
12 Board learns from each other.

13 Thank you.

14 CHAIRPERSON TAYLOR: Thank you, Mr. Linn.

15 Okay. Mr. Darby, your turn.

16 MR. DARBY: Al Darby, RPEA.

17 I want to echo what Mr. Linn just said. If the
18 CEO is the sole arbiter of whatever material it is that is
19 to be suggested to be forwarded to the rest of the Board,
20 it seems to me there could be some oversights on the part
21 of that person, and some valuable material may not ever
22 reach the other members of the Board.

23 So that would be my main concern regarding this
24 proposal that a single arbiter would be a dangerous kind
25 of approach to the problem.

1 Thank you.

2 CHAIRPERSON TAYLOR: Thank you, Mr. Darby.

3 Mr. Bilbrey.

4 COMMITTEE MEMBER BILBREY: Thank you, Madam
5 Chair.

6 So I -- while I understand and agree with the
7 email part of this issue, I also agree with some of our --
8 those who spoke, in that I don't like really putting this
9 fully on the CEO, so I'll be abstaining from this motion.

10 CHAIRPERSON TAYLOR: Okay. And again, I do want
11 to remind everybody what Vice Chair Mathur said a little
12 bit ago, which is that we can distribute it. We can
13 direct staff at a meeting to distribute this information
14 as well.

15 So we don't just have to -- it's -- if we're
16 reading something and we decide to email it, it just has
17 to go through the CEO, but if you're at a Board meeting
18 and you decide to save it for that meeting, you can direct
19 staff to distribute that, that -- anyway.

20 And Mr. Jones.

21 COMMITTEE MEMBER JONES: Yeah. Thank you, Madam
22 Chair.

23 Yeah, my concern, too, is the -- having the CEO
24 have the sole responsibility. I was wondering is it --
25 would it be appropriate that -- you know, it doesn't have

1 to be every email, but those that the CEO rejects in terms
2 of sending them on, could that be reviewed with the
3 President of the Board, and then he would make the
4 decision?

5 GENERAL COUNSEL JACOBS: No. I think that would
6 create the same risk, because now you've got a member of
7 the Board weighing in on communicating something that
8 came, for example, from Mr. Slaton to the rest of the
9 Board. And so we've got the potential there for a serial
10 meeting.

11 Let me just make a general comment that this is a
12 very restrictive law, and it's a very frustrating law.
13 And I would just refer the Committee to the Attorney
14 General's comment about this law, because I think it -- it
15 really captures a lot of the frustration that Board
16 members have, staff has, I have, with respect to this, but
17 it's the policy that's been adopted.

18 The California Attorney General's office says in
19 its guide book to the Bagley-Keene Open Meeting Act,
20 "Operating under the requirements of the Act can sometimes
21 be frustrating for both Board members and staff. This
22 results from the lack of efficiency built into the act and
23 the unnatural communication patterns brought about by
24 compliance with its rules".

25 So that's kind of where we are. And it's as

1 frustrating for us as it is for you, but it's there, and
2 we've got to comply with it. And so the short answer to
3 your question, Mr. Jones, is that that would not be
4 permissible.

5 COMMITTEE MEMBER JONES: So what happens if this
6 motion doesn't pass?

7 GENERAL COUNSEL JACOBS: Well, then there will
8 not be an established -- with respect to the communication
9 of articles, there would not be a process established in
10 the Governance Policy for the distribution of articles,
11 and we would address them on a case-by-case matter. I
12 would continue to opine that Board members should not --
13 should not forward articles or items of general interest
14 that are within the subject matter jurisdiction of the
15 agency to the rest of or to a majority of either the Board
16 or the Committee whatever it is we're talking about. So
17 it would be where we are today.

18 CHAIRPERSON TAYLOR: Which is pretty much all
19 articles that are trying to be emailed out aren't allowed
20 to be emailed out right now.

21 GENERAL COUNSEL JACOBS: Well, that's my advice.

22 CHAIRPERSON TAYLOR: Yeah. Okay. Mr. Jelincic.

23 BOARD MEMBER JELINCIC: Well, you raised the
24 issue of, well, we could pass things out at the meeting.
25 And, you're right, we certainly could. And I would have

1 all the Board members think about how well all the stuff
2 passed out in a meeting is actually read.

3 CHAIRPERSON TAYLOR: Or on email, J.J., come on.

4 BOARD MEMBER JELINCIC: Well, the email you can
5 delete it, too. I mean, I -- I will point out that again
6 Ted Prim, who is the Attorney General's resident expert,
7 says that this goes well beyond what the law says. The
8 law is the law. I read it to you. He read it to you.
9 You know the Attorney General's editorial is valid, but it
10 doesn't address the issue of what is and is not
11 permissible for distribution by an official. And so I
12 would encourage the Committee not to adopt it.

13 Thank you.

14 CHAIRPERSON TAYLOR: You want to ask a question?
15 Priya.

16 Oh, wait. Do it again.

17 Oh, you're on.

18 VICE CHAIRPERSON MATHUR: No, I'm on.

19 I guess I would just ask I know we have gotten a
20 opinions outside of our own internal counsel. You said
21 the State of California --

22 CHAIRPERSON TAYLOR: The Attorney General.

23 GENERAL COUNSEL JACOBS: Let refer to my
24 colleague here Robert Carlin --

25 VICE CHAIRPERSON MATHUR: Did we also solicit an

1 opinion from the Attorney General's office on this issue?

2 GENERAL COUNSEL JACOBS: Not a formal opinion.

3 Come on up.

4 Robert Carlin, a Senior Staff Attorney -- and
5 remind -- remind us what it is that we were talking about
6 when we said the State lawyer's opinion on this is --

7 VICE CHAIRPERSON MATHUR: Turn you mic on.

8 GENERAL COUNSEL JACOBS: -- in accordance with
9 ours.

10 SENIOR ATTORNEY CARLIN: Robert Carlin, staff
11 counsel in the Legal Office.

12 I think what we based it on was not only a pretty
13 exhaustive reading of Attorney General opinions and court
14 of appeal decisions in this area, both in the Brown Act
15 and the Bagley-Keene Act, but also just guides that are
16 put out by various agencies. Some agencies have guides on
17 the Bagley-Keene Open Meeting Act and how to comply with
18 it, some law firms put them out.

19 So we've looked through all of those. And I
20 think the problem that you're all running up against is
21 that the discussion that Bagley-Keene contemplates is
22 intend to largely take place here in open session. I
23 mean, a perfect example, sending an article and just
24 having it be informational makes sense in theory, but I
25 was -- I thought -- I thought of this actually when we had

1 the ESG person from UC Davis here and he was talking about
2 the research and he was mentioning articles, and then Ms.
3 Mathur you mentioned articles back and asked if he had. I
4 think that's the natural sort of colloquy that happens any
5 time information is being exchanged. It's not just a one
6 way.

7 You're thinking about it. You want to reach out
8 back to your colleagues and see what they think about it
9 as well. And the whole purpose behind the Act ultimately
10 is to foster that discussion here in open session, unless
11 it's appropriate for closed session, so that the public is
12 able to have a seat at the table, and see exactly that
13 sort of interplay like we had with the professor from UC
14 Davis. That's how it's supposed to work out.

15 It's -- as Matt mentioned, it is frustrating,
16 because it's not efficient. It doesn't allow for an
17 article to be distributed before a meeting happens
18 necessarily. You know, if it's being distributed at the
19 meeting, then J.J. is right, someone can't read it and
20 digest a 40-page academic article to be ready to discuss
21 about it with an agenda item.

22 That just means we have to stagger work at times.
23 So the underlying purpose behind this policy is really to
24 protect this Board and to protect the Board members from
25 inadvertent violations of Bagley-Keene, which could --

1 which you could easily fall into, because in every other
2 area of your life, the natural impulse is to have a
3 conversation to talk about things, and you're not
4 restricted in the same way that you are here, so...

5 VICE CHAIRPERSON MATHUR: Thank you. So then
6 your -- just to be crystal clear, you're -- you're saying
7 that this policy is consistent with your understanding of
8 the Attorney General's office's view on the matter.

9 SENIOR ATTORNEY CARLIN: Exactly right. And, in
10 fact, I mean, just to -- if to get into the weeds, since
11 we're sort of already here, the exception that Mr.
12 Jelincic is referring to, with respect to staff being able
13 to distribute articles, actually came out of a legislative
14 compromise.

15 So to be succinct, because we're at the end of
16 the day, there was a -- there was a court of appeal
17 decision in 2006 that many fans of transparency did not
18 like. And they went to the legislature and the
19 legislature picked it up, and they changed the rules
20 around what constitutes a serial meeting. And that's what
21 led us to the statute we have today.

22 Part of what happened there though was that they
23 submitted the bill without (b)(2), without the provision
24 that would allow staff to provision one-way communications
25 with board members outside of a meeting. The Governor

1 vetoed that legislation, because it was his policy
2 judgment at the time that there is value in the CEO or the
3 head of an agency being able to interact on a one-on-one
4 basis with a board member to answer their questions and
5 help educate them and prepare them for the meeting, as
6 needed

7 So the legislation was then submitted a year
8 later with this exception in place -- firmly in place with
9 the intention that it covered just staff, and just staff
10 being able to provide that information. So we drafted
11 this policy with all of that background in mind.

12 VICE CHAIRPERSON MATHUR: Thank you. That's very
13 helpful.

14 CHAIRPERSON TAYLOR: Thank you. That is helpful.
15 Mr. Feckner.

16 You turned it off. You did turn it off.

17 Mr. Slaton.

18 COMMITTEE MEMBER SLATON: So first of all, I'd
19 encourage my fellow Board members to vote for this. We
20 have one counsel, one Legal Office. We don't operate as
21 our own attorneys, because of the people who do this work
22 for us.

23 I do have one question though, because I think we
24 have -- the way this is written, I can't send an article
25 to two other Board members, is that correct? That would

1 not be a Bagley-Keene violation, that would be a violation
2 of our internal policy?

3 SENIOR ATTORNEY CARLIN: Correct. And part of
4 the reason for that, here's a perfect example, is that,
5 you know, the language in the statute speaks about a
6 majority of the Board, or a majority of the State body,
7 which would be the majority of the Committee. For a full
8 board, that's seven members.

9 But if we had six members that were
10 communicating, there might be an argument that that's not
11 a violation. But if one of those members just happened to
12 forward it to a seventh member --

13 COMMITTEE MEMBER SLATON: Right.

14 SENIOR ATTORNEY CARLIN: -- and it wouldn't have
15 to be with the rest of the group's knowledge, just one
16 person doing that, the fact that now we have seven
17 involved has created a problem, and there's a potential
18 legal violation right there.

19 So this was designed as a prophylactic to avoid
20 us getting into that exact situation.

21 COMMITTEE MEMBER SLATON: So let me just extend
22 just to make sure I -- everybody understands what we're
23 voting on. So if I send an email to another Board member
24 about an issue - I haven't attached anything to it. It's
25 my opinion expressed to another Board member - that would

1 not be a violation of this policy, is that correct?

2 GENERAL COUNSEL JACOBS: That's correct.

3 COMMITTEE MEMBER SLATON: Okay. All right. So
4 it doesn't prevent conversations from -- electronic
5 conversations from happening between Board members as long
6 as we are each careful about making sure that we're not
7 either discussing it with a majority of the Committee or
8 Board, or that we're creating a situation where someone
9 forwards that information, and you end up with a serial
10 meeting. So there is some self-policing still involved.

11 GENERAL COUNSEL JACOBS: Absolutely, yes.

12 COMMITTEE MEMBER SLATON: Okay. Thank you. I
13 encourage my fellow Board members to vote for the motion.

14 CHAIRPERSON TAYLOR: All right. Thank you, Mr.
15 Slaton.

16 Mr. Jones.

17 COMMITTEE MEMBER JONES: Bill's comment about
18 sending it to a fellow Board member. So how do we protect
19 against that Board member that received this document
20 sending it to another Board member, and without the
21 knowledge of the previous board member --

22 COMMITTEE MEMBER SLATON: I'm not sending a
23 document.

24 COMMITTEE MEMBER JONES: I'm talking about email.
25 I thought I -- I though you said that even the email, if

1 it goes to the seventh person, it's still a problem, is
2 that correct?

3 GENERAL COUNSEL JACOBS: Right. Yeah, I mean,
4 this is the thing --

5 CHAIRPERSON TAYLOR: Put in your email.

6 GENERAL COUNSEL JACOBS: -- the requirement to
7 comply with Bagley-Keene is your requirement, and so you
8 have to be careful about it. And our objective in
9 bringing this forward, and bringing other information, or
10 policy items forward is to help you comply with it. But
11 if you send an email to Ms. Hollinger, I mean, pretty good
12 chance you're okay.

13 If you send it to three people, three Board
14 members, then you probably ought to think about whether to
15 also advise them or request that they not forward it on
16 further. But also the recipients -- the three recipients
17 of your email should be conscious of the fact that it's
18 now been a discussion with four members, and so they
19 should independently understand that they probably
20 shouldn't pass it on to anybody. You get what I'm saying?

21 COMMITTEE MEMBER JONES: Yeah. Yeah. So that
22 I'm very clear, it's okay to send an email, it's just that
23 I can't send attachments to that email?

24 GENERAL COUNSEL JACOBS: Well, no --

25 COMMITTEE MEMBER SLATON: This gets down the

1 rabbit hole pretty quickly.

2 (Laughter.)

3 CHAIRPERSON TAYLOR: You just went down a rabbit
4 hole.

5 (Laughter.)

6 GENERAL COUNSEL JACOBS: No. No.

7 COMMITTEE MEMBER SLATON: What's the definition
8 of item? What does item mean?

9 CHAIRPERSON TAYLOR: Right.

10 GENERAL COUNSEL JACOBS: No, I mean, I think the
11 point that Mr. Slaton was making a moment ago is a good
12 one. I think that this policy actually could have some
13 leeway in it for distribution of articles, the same way
14 that you would distribute an email to a single colleague,
15 or even two colleagues.

16 CHAIRPERSON TAYLOR: So are you saying, Matt --
17 let me clarify real quick. What you're saying is that
18 this particular policy could have the exception being I'm
19 going to -- I'm on the Board Governance Committee and I'm
20 going to email an article just to Priya and Bill, and
21 that's okay, as long as it's not the fourth person
22 in -- right?

23 GENERAL COUNSEL JACOBS: Right.

24 CHAIRPERSON TAYLOR: Okay. But if -- and at that
25 point, I should also say, hey, please don't forward this

1 anywhere else --

2 GENERAL COUNSEL JACOBS: Well that would be a
3 good idea.

4 CHAIRPERSON TAYLOR: -- because of Bagley-Keene.

5 GENERAL COUNSEL JACOBS: I mean, it's not
6 required, but it would be a good idea.

7 CHAIRPERSON TAYLOR: Yeah.

8 GENERAL COUNSEL JACOBS: Your recipients should
9 also have an awareness of Bagley-Keene and understand that
10 it's probably, you know, that they're going to run into
11 trouble if they forward it.

12 CHAIRPERSON TAYLOR: So --

13 COMMITTEE MEMBER SLATON: So --

14 CHAIRPERSON TAYLOR: Go ahead, Bill.

15 COMMITTEE MEMBER SLATON: I think -- so maybe
16 we're just missing a word here. That this policy should
17 say that, "A member wishing to share an article or other
18 item with a majority of Board members on a Committee or
19 the Board", or something like that, so -- because that's
20 where we're trying to -- that's what we're trying to
21 eliminate.

22 CHAIRPERSON TAYLOR: Yeah, we could change that.

23 GENERAL COUNSEL JACOBS: I think that's right.

24 COMMITTEE MEMBER SLATON: Well, but it depends on
25 the size of the committee.

1 CHAIRPERSON TAYLOR: So do you want to make a
2 friendly amendment.

3 COMMITTEE MEMBER SLATON: Yeah, I would just move
4 that the wording be, "Board member wishing to share an
5 article or other item with a majority of Committee members
6 or the Board...".

7 CHAIRPERSON TAYLOR: Okay. And -- hold on. Is
8 that okay to the --

9 COMMITTEE MEMBER SLATON: Well, first of all,
10 does that work? Let's find out if counsel -- with the
11 counsel, does that work?

12 GENERAL COUNSEL JACOBS: "A majority of Committee
13 members..." --

14 COMMITTEE MEMBER SLATON: "Or a majority of the
15 Board".

16 CHAIRPERSON TAYLOR: "Or a majority of the
17 Board".

18 GENERAL COUNSEL JACOBS: "Or majority of the
19 Board". Then it should also read, "...within the subject
20 matter jurisdiction of the Committee".

21 COMMITTEE MEMBER SLATON: "Committee or Board".

22 GENERAL COUNSEL JACOBS: "The Committee or Board
23 as applicable", right?

24 COMMITTEE MEMBER SLATON: Yep.

25 CHAIRPERSON TAYLOR: Right.

1 GENERAL COUNSEL JACOBS: And then I think we're
2 good.

3 CHAIRPERSON TAYLOR: Okay. So since it's your
4 amendment, we just need a second.

5 VICE CHAIRPERSON MATHUR: I seconded it.

6 CHAIRPERSON TAYLOR: Oh, you already seconded it.
7 Okay. So we have a friendly amendment to Bill's
8 amendment by Bill seconded by Priya.

9 And I still have two people to speak. And I
10 believe Rob was first.

11 COMMITTEE MEMBER FECKNER: Thank you, Madam
12 Chair. This may get a little redundant, but part of the
13 issue has been that some of the Board members didn't want
14 to receive the information. So couldn't we just have it
15 submitted to the Board Resource Center, it be posted, and
16 those who want to read it, can, and those who doesn't wish
17 to, don't have to, then we get out of the whole thing of
18 emailing back and forth?

19 GENERAL COUNSEL JACOBS: No, I don't think that
20 would solve the problem. I mean, there's still the
21 potential for a serial communication. You're talking
22 about the Board. There's no exception for Board members
23 distributing items. It may be that you'd never have a
24 majority grabbing hold of it, but you've created a
25 potential for a majority of the Board or a majority of a

1 Committee to grab ahold of it. And so then you're back --
2 right back in the soup.

3 CHAIRPERSON TAYLOR: Okay. Mr. Jones.

4 COMMITTEE MEMBER JONES: Thank you.

5 I think I could support the amendment, because
6 now it says that I could communicate with my fellow Board
7 members, because at first I couldn't, and I thought that
8 was not appropriate, but on the other hand --

9 GENERAL COUNSEL JACOBS: Yeah, I think -- oh, go
10 ahead.

11 COMMITTEE MEMBER JONES: -- if it is something
12 that we want all Board members, we could still send it to
13 Marcie to distribute.

14 GENERAL COUNSEL JACOBS: Right. Yeah.

15 COMMITTEE MEMBER JONES: Okay. I'm okay.

16 CHAIRPERSON TAYLOR: So we have the friendly
17 amendment to the original motion. So you've got the
18 wording, Matt?

19 GENERAL COUNSEL JACOBS: Yes.

20 CHAIRPERSON TAYLOR: Okay. So all those in favor
21 say aye?

22 (Ayes.)

23 CHAIRPERSON TAYLOR: All those opposed?

24 COMMITTEE MEMBER BILBREY: Abstain.

25 CHAIRPERSON TAYLOR: Please note that Michael

1 Bilbrey abstained.

2 Motion passes.

3 That was a lot longer than I thought it would be,
4 guys.

5 GENERAL COUNSEL JACOBS: Yeah. Thanks.

6 Item 6 -- I'm sorry, did you want to call that,
7 Ms. Taylor?

8 CHAIRPERSON TAYLOR: Go ahead. Item 6. So
9 here's what it is. We were talking about -- between all
10 of us, we were talking about sending out duplicate Outlook
11 Calendar entries to Board member's private email accounts.
12 The reason -- so it's just the calendar invites. So it's
13 not an email. It's just a Calendar invite. The reason
14 was a lot of us carry our two phones, our business --
15 our -- yeah, our multiple devices, and one is a CalPERS
16 and one is a different one. And I guess people were
17 concerned that they were missing meetings.

18 So I think I had two questions before we started.
19 I wanted to facilitate a discussion. We don't even have
20 to come to a decision today. But I wanted to facilitate a
21 discussion on this, but I had two questions on this.

22 One was can that happen? Does CalPERS allow that
23 to happen? That's number one, Matt. And number two, is
24 it possible? Can your IT folks do that or do we just give
25 everybody our second emails and have it sent out that way.

1 So those were my two questions to Matt.

2 GENERAL COUNSEL JACOBS: When say could we do
3 that, do you mean legally or do you mean --

4 CHAIRPERSON TAYLOR: Right.

5 GENERAL COUNSEL JACOBS: Yeah, you could do it
6 legally.

7 CHAIRPERSON TAYLOR: Okay. And practically
8 doesn't it work? Does it --

9 GENERAL COUNSEL JACOBS: Sure.

10 CHAIRPERSON TAYLOR: I know it's requiring a
11 little more work, because you've got to input more email
12 addresses.

13 GENERAL COUNSEL JACOBS: Right. No, absolutely.
14 It could be done technically. That's not a big issue.
15 One issue that we did explore, however, while -- in the
16 intervening months was whether you could simply forward --
17 if the calendar invite went to your CalPERS email, would
18 you be able to just forward it to your personal email, tap
19 on the accept or reject, as the case may be, and have it
20 show up in your personal calendar? And we learned that as
21 long as you're using relatively recent software, you can
22 do that.

23 CHAIRPERSON TAYLOR: Okay.

24 GENERAL COUNSEL JACOBS: And so that would seem
25 to be the cleaner course of action, simpler course of

1 action to address -- to address this issue.

2 CHAIRPERSON TAYLOR: Does it -- does it always
3 come out on an email invite when we get our -- for
4 example, our Board briefings or -- well -- or our phone
5 calls or conference calls?

6 GENERAL COUNSEL JACOBS: Does it -- I'm sorry,
7 does it always come out on an invite?

8 CHAIRPERSON TAYLOR: Yeah. Does it come out on
9 an Outlook invite or is it -- does it just post to the
10 calendar? It seems like to me --

11 GENERAL COUNSEL JACOBS: No, it should -- I mean,
12 it has to come by way of an Outlook invite. It won't just
13 post to your -- we can't just post --

14 CHAIRPERSON TAYLOR: Post it to the calendar?

15 GENERAL COUNSEL JACOBS: At least as far as I
16 know, you can't post things to your --

17 CHAIRPERSON TAYLOR: Well, I think the calendar
18 is a public calendar for all of us, right?

19 Okay. That's what I thought. Okay.

20 Go ahead. I'm sorry, Matt.

21 GENERAL COUNSEL JACOBS: No. I think I answered
22 your question.

23 CHAIRPERSON TAYLOR: Yeah, you did.

24 GENERAL COUNSEL JACOBS: Yeah. So that's the --
25 that's issue. I mean, personally, I'm not a big fan of

1 sending out multiple calendar invites, because it dilutes
2 the rule that you just adopted, and it also makes you,
3 again, potentially subject to having your personal email
4 account, your personal outlook account be responsive to a
5 Public Records Act request --

6 CHAIRPERSON TAYLOR: Right.

7 GENERAL COUNSEL JACOBS: -- which is what we were
8 trying to avoid through the -- or one of the things that
9 we were trying to avoid through the rule.

10 CHAIRPERSON TAYLOR: And I think that the folks
11 that had requested it understood that, I guess. I'm not
12 saying that --

13 GENERAL COUNSEL JACOBS: Yeah. Mr. Costigan was
14 the primary mover, I think. And I think we can take from
15 his absence -- no, we can't infer anything from his
16 absence.

17 (Laughter.)

18 CHAIRPERSON TAYLOR: Okay. Mr. Bilbrey.

19 COMMITTEE MEMBER BILBREY: So I don't think this
20 is something that we need to make mandatory of Board
21 members. If Board members chose to opt in to do this and
22 it's okay to do it, then that's fine. But, I mean, I
23 personally -- I get an email. It goes onto my CalPERS
24 calendar and then I tran -- I just put it in myself into
25 the phone. It only takes a minute. I don't really know

1 why we have to go through this much to really do this
2 item, so...

3 CHAIRPERSON TAYLOR: Mr. Jelincic.

4 BOARD MEMBER JELINCIC: Yeah, I would just point
5 out that sending it to multiple addresses for different
6 members is not really a problem, because you set up a
7 distribution list once, and you send it to the
8 distribution list.

9 CHAIRPERSON TAYLOR: True.

10 BOARD MEMBER JELINCIC: So that minimizes it.
11 The one thing that it says here, and I realize this is for
12 discussion, is Outlook calendar. The stuff that I get on
13 my personal emails won't go over to my Outlook calendar,
14 and stuff from Outlook calendar won't go over to my
15 personal emails. I can manually put them in, but I just
16 can't do it automatically. So as you work on it, you may
17 want to think about a broader definition.

18 CHAIRPERSON TAYLOR: And it sounds like we may
19 not be doing much with it.

20 Mr. Slaton.

21 COMMITTEE MEMBER SLATON: Yeah. I mean, I was
22 probably one of the biggest advocate for not having to do
23 this with CalPERS email, and I've become a convert now.
24 I'm doing it with the webmail. It's what I -- because
25 this is my device. It's not a CalPERS device.

1 CHAIRPERSON TAYLOR: Okay.

2 COMMITTEE MEMBER SLATON: And so I've found I
3 just -- whenever it's one for scheduling a meeting, I just
4 forward it to my -- it's very easy to forward from that
5 webmail client, and I forward it to my personal email.
6 And that shows up there, and then I can put it in my
7 calendar automatically. So it's turned out to be pretty
8 ease to do. And the only ones I do that for are the ones
9 for scheduling a meeting, and it works.

10 BOARD MEMBER JELINCIC: I'm sorry, the ones for
11 what?

12 COMMITTEE MEMBER SLATON: For -- the ones only
13 from CalPERS meetings do I forward it to my personal
14 email. Otherwise, I just respond within the -- and even
15 to the meeting accepting, I respond within the email
16 client.

17 CHAIRPERSON TAYLOR: Okay.

18 BOARD MEMBER JELINCIC: I just didn't hear the
19 last part.

20 CHAIRPERSON TAYLOR: Okay. Mr. Jones.

21 COMMITTEE MEMBER JONES: Yeah. I don't
22 understand what the problem is, because I'm looking at
23 high calendar on CalPERS iPad, and I put my personal
24 calendars on my personal iPhone. And when I open this, I
25 see both. I see the CalPERS calendar, and I see my

1 personal calendar. So what's --

2 COMMITTEE MEMBER SLATON: You have a CalPERS
3 machine.

4 COMMITTEE MEMBER JONES: What's the problem?

5 CHAIRPERSON TAYLOR: I think -- let me look.

6 VICE CHAIRPERSON MATHUR: The question is whether
7 it was --

8 CHAIRPERSON TAYLOR: I think the question was,
9 one, whether it was appropriate. And I believe that the
10 person that was asking that was not occurring on their
11 email. So they may not have -- you may have been able to
12 synch your phone and your iPad. And I don't know if that
13 person has an iPhone. And if they don't, they can't synch
14 it. So that's the difference. That much I do know.

15 I'm thinking that we all agree that this is
16 unnecessary. I'm seeing a lot of shake of heads. So I'm
17 going to go ahead and close the discussion. And I think
18 we are at the end of our agenda.

19 So I need a --

20 GENERAL COUNSEL JACOBS: Board direction.

21 CHAIRPERSON TAYLOR: -- summary of Board
22 direction.

23 GENERAL COUNSEL JACOBS: I think I narrowly
24 escaped any direction from the Committee. Although I know
25 I'll be talking to you, Ms. Taylor and Ms. Mathur, about

1 additional agenda items for August. I know Mr. Feckner
2 wants us to place the Board calendar for 2018 on the
3 August agenda.

4 CHAIRPERSON TAYLOR: Okay.

5 GENERAL COUNSEL JACOBS: So we'll be talking
6 about that as well.

7 CHAIRPERSON TAYLOR: Okay. Thank you, Mr.
8 Jacobs.

9 And it looks like we are at the end of our
10 agenda, so I adjourn the order.

11 GENERAL COUNSEL JACOBS: I think you need to ask
12 for public comment.

13 CHAIRPERSON TAYLOR: I don't have any -- do I
14 have any public comment? I'm sorry.

15 Do I have any public comment?

16 Mr. Darby?

17 No. He's sitting back down. Okay.

18 (Laughter.)

19 CHAIRPERSON TAYLOR: Seeing no public comment,
20 I'm going to adjourn the meeting.

21 Thank you.

22 (Thereupon California Public Employees'
23 Retirement System, Board Governance Committee
24 meeting adjourned at 6:01 p.m.)
25

C E R T I F I C A T E O F R E P O R T E R

I, JAMES F. PETERS, a Certified Shorthand Reporter of the State of California, do hereby certify:

That I am a disinterested person herein; that the foregoing California Public Employees' Retirement System, Board of Administration, Board Governance Committee meeting was reported in shorthand by me, James F. Peters, a Certified Shorthand Reporter of the State of California, and was thereafter transcribed, under my direction, by computer-assisted transcription;

I further certify that I am not of counsel or attorney for any of the parties to said meeting nor in any way interested in the outcome of said meeting.

IN WITNESS WHEREOF, I have hereunto set my hand this 26th day of June, 2017.



JAMES F. PETERS, CSR
Certified Shorthand Reporter
License No. 10063