

Deferred Compensation Plan BOARD REPORT 11-06

Date: January 3, 2011
To: Board of Deferred Compensation Administration
From: Staff
Subject: Provisional Chairs/Committee Membership Review

*Board of Deferred
Compensation Administration
Eugene K. Canzano, Chairperson
Richard Kraus, Vice-Chairperson
Sangeeta Bhatia
Cliff Cannon
Tom Moutes
John R. Mumma
Michael Perez
Robert Schoonover
Maggie Whelan*

Recommendation:

That the Board of Deferred Compensation Administration elect a new First Provisional Chair and receive and file information regarding participation on the Investments Committee and Plan Governance & Administrative Issues Committee.

Discussion:

At its December 21, 2010 meeting, the Chair directed staff to return Board report 10-44 to the January Board meeting at which there would be additional Board members present.

Provisional Chair positions – With the recent departure of the Board's First Provisional Chair (Sally Choi), the Board must designate a replacement First Provisional Chair. The Provisional Chair positions were established by the Board to provide for the orderly conduct of meetings in the absence of the Chair and Vice-Chair. The current list of Provisional Chairs is indicated as follows:

First Provisional Chair: Vacant

Second Provisional Chair: Cliff Cannon

Third Provisional Chair: John Mumma

Board Committees – The Investments Committee is concerned with issues related to the design of the Plan's investment menu, whereas the Plan Governance & Administrative Issues Committee is concerned with issues affecting the governance and administration of the Plan. Both Committees meet as-needed and/or after a specific issue has been referred for consideration by the full Board.

At the last Plan Governance Committee meeting that was held on November 9, 2010, the Plan's newly designated City Attorney, Curt Kidder, informed the Board and staff that committees are generally composed of less than a quorum of the boards they represent. He further explained that if a committee was composed of a quorum and all of the members were present, this would be considered a special meeting of the board and would need to be agendaized as such. Therefore, he advised that the Board Chairperson should consider

selecting no more than four members for the composition of each. He stated that non-committee members have the ability to attend Committee meetings, however the Plan's bylaws could provide that they may not vote on any proposed action.

The Board Chair makes the final determination of Committee membership. Requests for changes to Committee membership should therefore be directed to the Chair.

The following is a list of current Committee assignments:

Investments Committee

- Richard Kraus, Chair
- Sangeeta Bhatia
- John Mumma
- Michael Perez

Plan Governance & Administrative Issues Committee

- Eugene Canzano, Chair
- Sangeeta Bhatia
- Cliff Cannon
- John Mumma
- Maggie Whelan

Submitted by: _____
Natasha Gameroz

Reviewed by: _____
Steven Montagna

Approved by: _____
Alejandrina Basquez