

Board Policy Development & Review Process

I. Background & Objectives

- A. The Board is responsible for the overall governance of VCERA and for assuring that VCERA's mission is accomplished. California Constitution Art. XVI, Sec. 17 (a) provides, in part,

"Notwithstanding any other provisions of law or this Constitution to the contrary, the retirement board of a public pension or retirement system shall have plenary authority . . . for . . . administration of the system . . . subject to all of the following:

(a) . . . The retirement board shall also have sole and exclusive responsibility to administer the system in a manner that will assure prompt delivery of benefits and related services to the participants and their beneficiaries"

In carrying out its responsibilities, the Board requires clear, sound policies and a structured process for establishing them.

- B. The objectives of this policy are to:

1. Set out the method by which the Board will develop, approve, and review the formal policies of VCERA;
2. Ensure that the method by which Board policies are established is rigorous and disciplined; and
3. Provide a template and structure for Board policies; and
4. Provide for regular review and monitoring of Board policies to ensure they continue to support compliance with existing law or statute, the fiduciary responsibilities of the Board and the needs of VCERA.

II. Roles

- A. The general role of the Chief Executive Officer in the policy development process is to:

1. assist the Board in identifying Board policies that may be needed;
2. provide the Board and designated committees with sound, thorough analysis of policy issues, with the assistance of consultants as required; and
3. develop recommended policies for the consideration of the Board and its committees;

4. alert the Board when policies require changes between review periods, such as when changes in law occur, or when in conflict with other policies or procedures.
- B. The general role of the Board and its committees in the policy development process is to satisfy itself that the policy recommendations and the underlying analysis thereof, emanating from the Chief Executive Officer, Chief Counsel or the consultants, are aligned with governing law, and reflect the requisite level of skill, diligence, and care, and effectively support the mission and goals of VCERA.

III. Guidelines

A. Policy Development

1. The process of developing a Board policy will be initiated by an action of the Board- or by the Chief Executive Officer. The need for a Board policy may be proposed by a trustee, a Board committee, the Chief Executive Officer or a consultant.
2. In determining whether a particular issue warrants a Board policy, the Board will consider whether the issue satisfies the following criteria:
 - a. The issue is in compliance with governing law and/or statute;
 - b. The issue may have a significant impact on or risk to VCERA;
 - c. The issue is expected to recur or continue indefinitely; and
 - d. The issue is not an operational issue that falls within the discretion of the Chief Executive Officer, in which case the Chief Executive Officer will be directed to establish and adopt a staff policy.
3. The Chief Executive Officer will be responsible, with support of senior staff and/or consultants as required, for performing all necessary policy research and analysis.
4. Board policies shall be documented and shall contain the following elements:
 - a. Purpose and objectives of the policy;
 - b. Guidelines to be followed;
 - c. Provisions for policy review, including frequency of review; and

- d. Policy history.
- 5. Board policies may also contain the following optional elements:
 - a. Background or preamble;
 - b. Definitions;
 - c. Important underlying principles;
 - d. Examples for clarification; and
 - e. Other elements that may help clarify the Board's position or direction.
- 6. In approving a policy, the Board will satisfy itself that the proposed policy and the underlying analysis thereof:
 - a. Reflect the requisite level of skill, diligence and care;
 - b. Satisfy the purpose of the policy, as defined at the outset by the Board; and
 - c. Effectively support the mission and goals of VCERA.
- 7. All of VCERA's Board policies will be organized for easy reference, securely maintained in an up-to-date form in a single volume or series of volumes within VCERA's office and on VCERA's website, and will be accessible to trustees, staff, and the public.

B. Policy Compliance

- 1. As a general rule, the Board will comply with all Board policies. Should the Board take an action contrary to one of its policies, it will state in the Board minutes the reasons for doing so. At such time, the Board may also request that a review of the policy be undertaken.
- 2. All policies will be formally reviewed at a time specified within each policy. Generally, any reference to a policy being reviewed on an annual or multi-year cycle shall mean within the calendar year of that cycle. For example, for a policy that was last reviewed in March 2023, and is required to be reviewed every three years, a review that occurs in September 2026 would meet the requirement.

3. The Board may initiate a review of a policy in advance of the time specified in the policy if either the trustee making the motion to review the policy or the seconder of such motion previously voted in support of the policy.

IV. Policy Review & History

This Board will review this policy at least every three (3) years to ensure that it remains relevant and appropriate.

Date	Action	Comments
March 19, 2007	Policy Adopted	
September 12, 2016	Reviewed	No changes
October 18, 2021	Reviewed & Amended	Added reference to California Constitution regarding plenary authority; Noted that policies must comply with law; Other minor language changes
February 24, 2025	Reviewed & Amended	Added clarification regarding the formal review cycle with an example provided
October 27, 2025	Reformatted	Reformatted based on new policy format adopted by the Board on March 24, 2025
August 24, 2026	Amended	Amended to reflect the Board's decision at its regular meeting on July 27, 2026, to change the job titles of Retirement Administrator to Chief Executive Officer and General Counsel to Chief Counsel.