

Chief Executive Officer Charter

I. Introduction

The Board will appoint a Chief Executive Officer who will serve at its pleasure. The Chief Executive Officer serves as the chief executive of VCERA and is subject to the VCERA Management Employees Resolution. This charter sets out the roles and responsibilities of the Chief Executive Officer.

II. Roles & Responsibilities

A. Leadership & Policy Analysis

1. The Chief Executive Officer will provide leadership for VCERA staff in implementing the programs necessary to achieve the mission, goals and objectives established by the Board. The Chief Executive Officer will manage the day-to-day affairs of VCERA in accordance with applicable law and the policies established by the Board, and may delegate duties to senior management and staff as necessary.
2. The Chief Executive Officer will provide support to the Board and its committees in establishing all governance, administrative and operational policies of the Board including identifying and analyzing issues requiring Board policy, and providing well-supported policy recommendations for consideration by the Board or its committees. The Chief Executive Officer may advise the Board on investment policy matters, but primary responsibility for such recommendations rests with the Chief Investment Officer and VCERA's contracted investment consultant.
3. The Chief Executive Officer will be responsible for ensuring that all administrative and operational policies of the Board, excluding governance and investment policies, are properly implemented.

B. Governance

1. The Chief Executive Officer will:
 - a. Recommend to the Board policies to help ensure appropriate governance practices;
 - b. Assist the Board in implementing and maintaining its governance policies, charters, and bylaws; and

- c. Assist the Board in coordinating Board member education.
- 2. The Chief Executive Officer will carry out the following duties for the Board:
 - a. Coordinate meetings, agendas, schedules and presentations for both Board and committee meetings in accordance with the Brown Act;
 - b. Maintain minutes of Board meetings and notes for committee meetings;
 - c. Sign the minutes of Board meetings upon approval of the Board;
 - d. Sign subpoenas.

C. Benefits Administration

The Chief Executive Officer will:

- 1. Recommend to the Board, as necessary, policies and staffing to ensure effective administration of member benefits;
- 2. Ensure accurate payment of benefits to members, and address problems or errors in accordance with applicable law, as well as established policies and procedures;
- 3. Schedule disability applications to the Board for its consideration;
- 4. Maintain accurate records of member accounts; and
- 5. Ensure delivery of high standards of service to members including calculations and counseling.

D. Operations

The Chief Executive Officer will:

- 1. Recommend to the Board, as appropriate, Board policies and staffing designed to help ensure effective operations;
- 2. Develop and recommend an annual Business Plan, and/or a Strategic Plan to the Board on a 3-year basis, per Board direction, as well as updates to the Plan(s) as necessary;
- 3. Recommend the annual operating budget to the Board;

4. Execute agreements and authorize payments related to the administration of VCERA, consistent with the operating budget and Board-approved contracts and agreements;
5. Account for and ensure appropriate collection, deposit, and distribution of funds as required;
6. Implement and/or maintain internal operational controls;
7. Ensure the appropriate design, acquisition, implementation, and maintenance of all technological systems required to administer VCERA;
8. Maintain the records of VCERA in a permanent and readily-accessible format;
9. Maintain effective working relationships with plan sponsors and other constituency groups.

E. Finance, Actuarial, & Accounting

The Chief Executive Officer will:

1. In coordination with the Chief Financial Officer, prepare the Annual Comprehensive Financial Report (ACFR) for approval by the Board;
2. Implement and/or maintain appropriate internal financial controls to safeguard the assets of VCERA;
3. With the assistance of the Chief Financial Officer, coordinate the annual financial audit;
4. Coordinate the actuarial valuation, actuarial experience studies, and actuarial audits; and
5. Per Government Code Section 31597.1, adopted by the Board of Supervisors on May 19, 1981, before December 31 of each year, file in the office of the County Auditor and with the Board of Supervisors a sworn statement as part of the Annual Comprehensive Financial Report, which will exhibit the financial condition of VCERA at the close of the preceding fiscal year and its financial transactions for the year ending on that day.

F. Human Resources

The Chief Executive Officer will:

1. Hire, manage and terminate senior management and staff; and
2. Develop training and job development programs for VCERA staff as approved in the annual budget.

G. Legislation & Litigation

The Chief Executive Officer will:

1. Recommend legislative proposals to be considered by the Board;
2. Coordinate with the Chief Counsel all legal proceedings involving VCERA;
3. In consultation with the Chief Counsel, provide recommendations to the Board concerning settlement or other legal action involving VCERA; and
4. Develop and implement plans to comply with court rulings or new legislation.

H. Communications

The Chief Executive Officer will:

1. Ensure effective and timely communications with stakeholders on matters relating to the administration of VCERA. Such communications may include press releases, newsletters, presentations, and internet communications; and
2. Act as official spokesperson for VCERA. The Chief Executive Officer will, however, discuss with the Chair any public relations matters that are potentially sensitive or controversial to determine the appropriate response and to determine whether the Chief Executive Officer or the Chair should act as spokesperson on the matter.

I. Appointment of Service Providers

1. The Chief Executive Officer will cause the necessary due diligence to be performed for the following retained service providers:
 - a. The actuary;

- b. The actuarial auditor;
- c. The independent financial auditor;
- d. The master trust/plan custodian;
- e. Outside legal counsel;
- f. Human resource consultants;
- g. Information systems technology providers;
- h. Hearing officers; and
- i. Other service providers.

The Chief Executive Officer will provide the Board with appropriate recommendations, in accordance with the Service Provider Selection Policy.

2. The Chief Executive Officer may execute contracts with service providers, other than investment managers, where the amount does not exceed \$200,000, consistent with the operating budget and other policies of the Board, provided that the Board has not specifically retained the authority to hire such service providers. The Chief Executive Officer may execute a contract entered into by VCERA with an investment manager, or greater than \$200,000, when signature authority is delegated by the Board in an open meeting.

III. Monitoring & Reporting

- A. The Chief Executive Officer will provide the Board with relevant, appropriate and timely information to enable it to properly carry out, and in compliance with, its oversight responsibilities with respect to the benefit administration function of VCERA. Furthermore, the Chief Executive Officer will apprise the Board in a timely manner of all significant issues, problems, or developments pertaining to VCERA, and provide recommended courses of action as appropriate.
- B. The Chief Executive Officer will:
 1. Review all administrative and operational policies of VCERA on a regular basis to ensure they are being followed and continue to meet the needs of VCERA;

2. Monitor the funded status of VCERA and all issues that may reasonably have a significant impact on such status;
3. Review the findings of the annual financial audit, and of any internal audits that may be performed;
4. Assist the Board in the review of the activities and performance of the actuary, independent financial auditor, outside counsel, and master trust/plan custodian on a regular basis;
5. Monitor and evaluate the activities and performance of senior management and staff;
6. With the assistance of the Chief Financial Officer, monitor the accuracy and timeliness of all payments due to and payable by VCERA;
7. Monitor VCERA's compliance with applicable laws and regulations concerning the benefit administration function; and
8. In conjunction with the Chief Counsel and outside counsel(s), monitor the status of all legal proceedings involving VCERA and report to the Board as appropriate.

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
June 2, 2003	Policy Adopted	
September 12, 2016	Reviewed	Updated reference from Ventura County Management Resolution to new VCERA Management Employees Resolution; Removed Investments section, reflecting responsibility shift to Chief Investment Officer
March 13, 2023	Reviewed	Removed signing of resolutions and policies; Changed Business Plan to Strategic Plan on a 3-year basis; Other minor language changes

February 24, 2025	Reviewed & Amended	Increased authority of Retirement Administrator from \$100,000 to \$200,000 regarding executing contracts with service providers other than retained list
October 27, 2025	Reformatted	Reformatted based on new policy format adopted by the Board on March 24, 2025
March 30, 2026	Reviewed & Amended	Added annual Business Plan as additional option under Strategic Plan development
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.