

Sacramento Regional Transit District

Agenda

SPECIAL COMBINED MEETING OF THE RETIREMENT BOARDS FOR THE EMPLOYEES AND RETIREES OF THE SACRAMENTO REGIONAL TRANSIT DISTRICT WEDNESDAY, DECEMBER 20, 2023 AT 9:00 A.M. 1102 Q STREET, SUITE 3150 - HUB MEETING ROOM 1 SACRAMENTO, CALIFORNIA

(13th Street. Light Rail Station)

Website Address: www.sacrt.com

MEETING NOTE:	the pension plans for the emp District. This single, combine action by which board(s). Me	meeting of the five independent Retirement Boards for ployees and retirees of the Sacramento Regional Transed agenda designates which items will be subject to embers of each board may be present for the other ons, except during individual closed sessions.
ROLL CALL	ATU Retirement Board:	Directors: Li, Kennedy, McGee Lee, Scott Alternates: Valenton, Smith
	IBEW Retirement Board:	Directors: Li, Kennedy, Bibbs, Pickering Alternates: Valenton, D. Thompson
	AEA Retirement Board:	Directors: Li, Kennedy, Devorak, McGoldrick Alternates: Valenton, Santhanakrishnan
	AFSCME Retirement Board:	Directors: Li, Kennedy, Guimond, L. Thompson Alternates: Valenton
	MCEG Retirement Board:	Directors: Li, Kennedy, Bobek, Hinz Alternates: Valenton, Flores
CLOSED SESSION	DEDORT	

CLOSED SESSION REPORT

		AIU	IBEW	<u>AEA</u>	AFSCIME	MCEC
1. Information	Closed Session Report from September 13, 2023 (ATU) Conference with Legal Counsel – Anticipated Litigation Significant Exposure to Litigation Pursuant to Government Code Section 54956.9(d)(2): 4 Potential Cases					
2. Information	Closed Session Report from September 13, 2023 (AEA) Conference with Legal Counsel – Anticipated Litigation Significant Exposure to Litigation Pursuant to Government Code Section 54956.9(d)(2): 1 Potential Case					
3. Information	Closed Session Report from September 13, 2023 (AFSCME) Conference with Legal Counsel – Anticipated Litigation Significant Exposure to Litigation Pursuant to Government Code Section 54956.9(d)(2): 1 Potential Case					

AGENDA FOR 12/20/2023 SPECIAL MEETING OF THE RETIREMENT BOARDS FOR THE EMPLOYEES AND RETIREES OF THE SACRAMENTO REGIONAL TRANSIT DISTRICT

CONSENT CA	ALENDAK	ATU	IBEW	AEA	AFSCME	MCEG
4. Motion:	Approving the Minutes for the September 13, 2023 Quarterly Retirement Board Meeting (ATU). (Gobel)	\boxtimes				
5. Motion:	Approving the Minutes for the September 13, 2023 Quarterly Retirement Board Meeting (IBEW). (Gobel)					
6. Motion:	Approving the Minutes for the September 13, 2023 Quarterly Retirement Board Meeting (AEA). (Gobel)					
7. Motion:	Approving the Minutes for the September 13, 2023 Quarterly Retirement Board Meeting (AFSCME). (Gobel)				\boxtimes	
8. Motion:	Approving the Minutes for the September 13, 2023 Quarterly Retirement Board Meeting (MCEG). (Gobel)					\boxtimes
9. Resolution	Exercise of Two-Year Option Term in the Agreement with Callan, LLC, for Investment Advisory and Evaluation Services (ALL). (Johnson)					
NEW BUSINE	SS					
10. Motion:	Adoption of the Sacramento Regional Transit Retirement Boards Meeting Calendar for 2024. (ALL). (Gobel)					
<u>ADJOURN</u>						

NOTICE TO THE PUBLIC

It is the policy of the Boards of Directors of the Sacramento Regional Transit District Retirement Plans to encourage participation in the meetings of the Boards of Directors. At each open meeting, members of the public shall be provided with an opportunity to directly address the Board on items of interest to the public that are within the subject matter jurisdiction of the Boards.

This agenda may be amended up to 24 hours prior to the meeting. An agenda, in final form, is posted to SacRT's website at www.sacrt.com, by the front of the Sacramento Regional Transit District's administration building on 1400 29th Street, and by the front door of the office building at 1102 Q Street. Persons requiring accessible formats of the agenda or assisted listening devices/sign language interpreters should contact the Retirement Services Administrator at (916) 556-0296 (voice) or (916) 483-4327 (TDD) at least 72 business hours in advance of the Board meeting.

Any staff reports or other documentation submitted for items on the agenda are available online at www.sacrt.com, on file with the Retirement Services Administrator and the Clerk to the Board of Directors of the Sacramento Regional Transit District, and available for public inspection at 1400 29th Street, Sacramento, CA. Persons with questions regarding those materials should contact the Retirement Services Administrator (916) 556-0296.

Sacramento Regional Transit District Quarterly Retirement Board Meeting (AEA) Wednesday, September 13, 2023 Meeting Minutes

This meeting was held as a common meeting of the Sacramento Regional Transit District Retirement Boards (AEA, AFSCME, ATU, IBEW, MCEG).

The Retirement Board was brought to order at 9:01 a.m. A quorum was present and comprised as follows: Director Li, Alternate Valenton, and Director McGoldrick. Director Kennedy, Director Devorak, and Alternate Santhanakrishnan were absent.

Director Li presided over this meeting as Common Vice Chair of the Retirement Boards.

PUBLIC COMMENT

Prior to requesting public comment regarding the consent calendar, closed session items, and matters not referenced in the published agenda, John Gobel, Senior Manager of Pension and Retirement Services, asked the Retirement Boards' Legal Counsel, Shayna van Hoften, to address the Retirement Boards. Ms. van Hoften explained that AEA Director Devorak would not be attending today's meeting in-person, but would be joining later via video (as permitted by AB 2449) to participate in a closed session discussion with the AEA Retirement Board.

Subsequent to the announcement by Ms. van Hoften, Mr. Gobel asked if there were any comments from the public. There were none.

CONSENT CALENDAR

3. Motion: Approving the Minutes for the June 21, 2023, Quarterly Retirement

Board Meeting (AEA). (Gobel)

9. Motion: Receive and File Administrative Reports for the Quarter Ended June

30, 2023, for the Salaried Pension Plan (AEA/AFSCME/MCEG).

(Johnson)

10. Information: Update on Roles and Responsibilities Related to Pension

Administration (ALL). (Gobel)

Alternate Valenton moved to adopt Agenda Items 3, 9, and 10. The motion was seconded by Director Li. Agenda Items 3, 9, and 10 were carried unanimously by roll call vote: Ayes – McGoldrick, Li, and Valenton; Noes – None.

September 13, 2023 Meeting Minutes - Continued

NEW BUSINESS

11. Information: Investment Performance Review of the International Large Capital

Equity Asset Class by Pyrford for the ATU, IBEW and Salaried Employee Retirement Funds for the Quarter Ended June 30, 2023

(ALL). (Johnson)

Jason Johnson, Vice President, Finance/CFO, authored the staff report on the Retirement Plans' International Large Cap Equity Manager, Pyrford, and Mr. Gobel introduced portfolio manager Luke Casey from Pyrford and relationship manager Troy Rossow from Columbia Threadneedle. Following the introduction, Mr. Casey reminded the Directors that Columbia Threadneedle acquired Pyrford in 2021 and explained that the boutique manager continues to operate independently, albeit within a larger organization.

Pyrford manages approximately \$36 million for the Retirement Plans, which is invested in a portfolio of 60 to 80 stocks and benchmarked to the MSCI EAFE Index -- but not indexoriented. For the period ended June 30, 2023, Mr. Casey reported one-year performance of 13.78%, which reflected a correction of the hard copy information provided to the Retirement Boards. As of June 30, 2023, materials prepared by Pyrford also reported annualized returns of 8.45% for the past three years, 5.82% for the past five years, and 4.86% since the Retirement Plans' initial investment in June 2017. All returns were gross of fees.

Regarding Pyrford's relative performance for the past year (which trailed the benchmark by more than 500 basis points), Mr. Casey identified currency exposure, stock selection, and country allocation as contributing factors. While discussing these factors in greater detail, Mr. Casey opined that investors had not been adequately rewarded for prioritizing companies with healthy balance sheets and he explained that the portfolio was underweight to Japan because of high stock valuations and the country's loose monetary policy.

In response to a question from Common Vice Chair Li about underperforming the benchmark since receiving the Retirement Plans' initial investment, Mr. Casey cited two years of strong international markets (when Pyrford tends to underperform) and reiterated that the portfolio is designed to outperform when markets sell-off (which the manager refers to as "downside capture"). In response to a question from ATU Director Scott about whether or not investment approaches applied during prior down markets could achieve the same results in the new economy, Mr. Casey acknowledged that Pyrford may not invest in the same securities as a typical growth-oriented manager, but does invest in companies with secondary exposure to artificial intelligence, semiconductors, and biotechnology.

September 13, 2023 Meeting Minutes - Continued

12. Information: Investment Performance Review of the Real Estate Asset Class by

Clarion Partners for the ATU, IBEW and Salaried Employee Retirement Funds for the Period Ended June 30, 2023 (ALL).

(Johnson)

Jason Johnson, Vice President, Finance/CFO, authored the staff report on the Retirement Plan's Real Estate investment with the Clarion Lion Properties Fund and Mr. Gobel introduced relationship manager Reza Basharzad and portfolio manager Jessica Betts from Clarion Partners.

Mr. Basharzad began the presentation by providing an overview of Clarion Partners. In doing so, he explained that the firm is focused solely on real estate, manages \$80 billion in assets, and is 18% employee-owned -- with the remainder owned by Franklin Templeton. Since the date of investment in 2021, Mr. Basharzad reported that the Retirement Plans' assets with the Lion Properties Fund (LPF) have grown from \$15 million to \$17.1 million and achieved an annualized return of 7.7%, which reflects rental income from properties and changes in the valuation of underlying assets.

Ms. Betts provided further information on Clarion Partners' approach to real estate investing by acknowledging the negative impact of higher interest rates on valuations and discussing the allocation of assets by property sector. Regarding sector allocation, Ms. Betts explained that 80% of LPF is invested in three sectors (industrial, multifamily, and life sciences properties), the fund is underweight to office properties (with 16.9% of LPF assets invested in office vs. 19.4% for the NFI ODCE benchmark), and the fund is continuing to reduce office holdings. In discussing opportunities for expanded investment, Ms. Betts referenced purpose-built, high-quality life sciences properties and the self-storage space (which LPL has entered during the past year and invested a small percentage of the portfolio).

In response to questions from AEA Director McGoldrick and Anne Heaphy of Callan regarding real estate valuations and mark-downs, Ms. Betts explained that LPL properties are reviewed each quarter by a third party, the Altus Group, which appraises every asset in the portfolio on a rolling three-month basis. In response to a question from ATU Director Scott about assessing current opportunities in self-storage with an understanding of prior market experiences, Ms. Betts indicated that existing supply is moderate, pricing is increasing, and the short-term nature of self-storage leases offers a hedge against inflation.

13. Motion: Receive and File Investment Performance Results for the ATU,

IBEW, and Salaried Employee Retirement Plans for the Quarter

Ended June 30, 2023 (ALL). (Johnson)

September 13, 2023 Meeting Minutes - Continued

Mr. Gobel introduced Anne Heaphy from Callan, who provided a market update for the Retirement Boards and reviewed total fund performance for the Retirement Plans. As part of the introduction, Mr. Gobel indicated that the annual performance reported for the period ended June 30, 2023 is used to determine whether or not the Retirement Plans achieve their actuarially assumed rate of return and reminded the Retirement Boards that the assumption or "discount rate" adopted for that purpose is currently 6.75%.

Prior to discussing capital markets, Ms. Heaphy informed the Retirement Boards that the one-year return for the Retirement Plans was approximately 8.3% (which exceeded the current discount rate). Thereafter, Ms. Heaphy noted that U.S. economic output for the quarter ended June 30, 2023 (as measured by GDP) had increased in comparison to the previous quarter and was expected to increase further during the next quarter. Ms. Heaphy also noted that the U.S. inflation rate had decreased (but remained above the Federal Reserve's target of 2%) and that equities continued to rally. On the domestic front, Ms. Heaphy noted that the Russell 1000 Growth Index significantly outperformed the Russell 1000 Value index for the quarter and, on the global front, Ms. Heaphy noted that Japan was the highest performing region and China the lowest.

During the performance review, Ms. Heaphy reported that the Retirement Plans held approximately \$372 million in assets as of June 30, 2023 and achieved total returns of 2.36% for the quarter and 8.27% for the fiscal year. In discussing the positive quarterly and fiscal year returns, Ms. Heaphy explained that both percentages were below the policy target and ascribed a portion of the shortfall to a negative manager effect. For context, Ms. Heaphy reminded the Retirement Boards of the portfolio's value bias, particularly within the Large Cap Equity asset class. As a final item, Ms. Heaphy referenced key personnel changes announced by TCW/MetWest for late 2023 and early 2024 and Callan's recommendation to place the Fixed Income manager on the Retirement Plans' "Watch List."

In response to a question from AEA Director McGoldrick about differences in the relative performance of the Retirement Plans' two Real Estate managers, Ms. Heaphy concurred that some of the difference could be attributed to one manager marking down assets more aggressively or rapidly than the other and to different perspectives on the market for office properties.

Director Li moved to approve Agenda Item 13. The motion was seconded by Alternate Valenton. The motion carried unanimously by roll call vote: Ayes – McGoldrick, Li, and Valenton; Noes – None.

September 13, 2023 Meeting Minutes – Continued

REPORTS, IDEAS AND COMMUNICATION

14. Information: Conference Report Out – CalAPRS Training (ALL). (Gobel)

Mr. Gobel noted that ATU Director Scott, IBEW Director Pickering, and MCEG Director Bobek (who was absent from the Retirement Board meeting) recently attended the CALAPRS training session on Principles of Pension Governance for Trustees. Consistent with the Retirement Board Member and Staff Education and Travel Policy, Mr. Gobel asked the Directors to share information about and impressions of the program with the Retirement Boards. During the ensuing comments, ATU Director Scott described the program as excellent and singled out the session on mandatory ethics training and public meetings under the Brown Act, while Director Pickering appreciated the case studies on disability retirement and the opportunity to expand his knowledge as a Retirement Board member.

15. Information: Senior Manager, Pension & Retirement Services Quarterly Verbal

Update (ALL). (Gobel)

Mr. Gobel reported to the Retirement Boards that he would be traveling to Carmel next week to attend the CALAPRS Administrators' Institute from Wednesday, September 20th through Friday, September 22nd.

CLOSED SESSION

17. Information: Closed Session Item (AEA):

Conference with Legal Counsel – Anticipated Litigation

Significant Exposure to Litigation Pursuant to Gov. Code Section

54956.9(b): 1 Potential Case(s)

At approximately 11:26 a.m., AEA Director Devorak joined the meeting via video conference pursuant to AB 2449.

Following announcement of the Closed Session topic and clarification that the report out from closed session will be made at the next Board meeting, the AEA Retirement Board met in closed session from 11:26 a.m. to 11:39 a.m.

September 13, 2023 Meeting Minutes – Continued

John Gobel, Assistant Secretary

<u>ADJOURN</u>

With no further business to discuss a the Retirement Board meeting was a	and no public comment on matters not on the agenda, adjourned at 11:39 a.m.
Ru	ussel Devorak, Board Chair
ATTEST:	
Henry Li, Secretary	

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RETIREMENT BOARD STAFF REPORT

DATE: December 20, 2023 Agenda Item: 9

TO: Sacramento Regional Transit Retirement Board – ALL

FROM: John Gobel, Senior Manager, Pension and Retirement Services

SUBJ: Exercise a Two-Year Option Term in the Agreement with Callan, LLC, for

Investment Advisory and Evaluation Services

RECOMMENDATION

Adopt the attached Resolution(s)

RESULT OF RECOMMENDED ACTION

Exercise a two-year option, as contemplated and permitted under the Retirement Boards' current five-year contract with Callan, LLC for Retirement Fund Investment Performance Advisory and Evaluation Services.

FISCAL IMPACT

Exercising the two-year option to extend the contract with Callan, LLC will allow the Retirement Boards to preserve the quality of service and institutional knowledge provided by our current investment advisor at a cost not to exceed \$270,000.

DISCUSSION

Callan, LLC provides investment evaluation and advisory services to the Retirement Boards under a five-year agreement, which is set to expire at the end of 2023. The agreement provides the Retirement Boards the right to exercise a two-year option term at previously-determined rates.

To facilitate continued investment performance evaluation, reporting and guidance for the Retirement Plans, Staff recommends that the Retirement Boards (1) exercise the two-year option term set forth in its October 15, 2018 agreement with Callan, LLC for Retirement Fund Investment Performance Advisory and Evaluation Services and (2) authorize the Sacramento Regional Transit District's General Manager/CEO to execute an amendment to the contract with Callan, LLC and take any other actions necessary to give effect to this decision.

RESOLUTION NO. 2023-12-

SACRAMENTO REGIONAL TRANSIT RETIREMENT BOARD RESOLUTION

Agenda Item: 9

Adopted by the Board of Directors for the Retirement Plan for the Sacramento Regional Transit District Employees who are Members of the **AEA** on this date:

December 20, 2023

Exercise a Two-Year Option Term in the Agreement with Callan, LLC, for Investment Advisory and Evaluation Services

NOW, THEREFORE, BE IT HEREBY RESOLVED BY THE RETIREMENT BOARD OF DIRECTORS OF THE SACRAMENTO REGIONAL TRANSIT DISTRICT FOR EMPLOYEES WHO ARE MEMBERS OF THE AEA AS FOLLOWS:

THAT, the Board of Directors of the Retirement Plan for Sacramento Regional Transit District Employees who are Members of the AEA (Retirement Board) hereby exercises the two-year option term set forth in its October 15, 2018 agreement with Callan, LLC for Retirement Fund Investment Performance Advisory and Evaluation Services, at the prices set forth therein, subject to a maximum not-to-exceed cost of \$270,000.

THAT, the Retirement Board hereby authorizes the General Manager/CEO of the Sacramento Regional Transit District to execute an amendment to the contract with Callan, LLC and take any other actions necessary to give effect to this resolution.

	RUSSEL DEVORAK, Chair
ATTEST:	
Henry Li, Secretary	
Ву:	
John Gobel, Assistant Secretary	_



RETIREMENT BOARD STAFF REPORT

DATE: December 20, 2023 Agenda Item: 10

TO: Sacramento Regional Transit Retirement Boards – ALL

FROM: John Gobel, Senior Manager, Pension and Retirement Services

SUBJ: ADOPTION OF THE SACRAMENTO REGIONAL TRANSIT

RETIREMENT BOARDS MEETING CALENDAR FOR 2024

RECOMMENDATION

Adopt the attached Resolution(s)

RESULT OF RECOMMENDED ACTION

Establish the Sacramento Regional Transit Retirement Boards Meeting Calendar for 2024.

FISCAL IMPACT

None, as a result of this action.

DISCUSSION

The Retirement Boards schedule Regular meetings each quarter to review investment performance and address issues related to retirement plan administration. The Retirement Boards also reserve several dates for Special meetings, which may be needed for items that require lengthy discussion (e.g., actuarial valuations) or that the Retirement Boards do not wish to defer to the next scheduled quarterly meeting (e.g., disability retirement applications).

The proposed dates for Regular meetings of the Retirement Boards during the 2024 calendar year are listed below:

- Wednesday, March 13th at 1:00 p.m.
- Wednesday, June 12th at 1:00 p.m.
- Wednesday, September 11th at 1:00 p.m.
- Wednesday, December 11th at 1:00 p.m.

Consistent with calendars adopted by the Retirement Boards for prior years, Staff proposes that Regular meetings for 2024 continue to be held on the second Wednesday of the final month of each quarter. As a departure from current practice, however, Staff also proposes that the start time for all meetings change to 1:00 p.m. (from 9:00 a.m.).

To address any special matters or issues that may arise during 2024, Staff further proposes reserving four additional dates for Special meetings of the Retirement Boards:

- Wednesday, February 21st at 1:00 p.m.
- Wednesday, April 24th at 1:00 p.m.
- Wednesday, July 24th at 1:00 p.m.
- Wednesday, October 23rd at 1:00 p.m.

Prior to voting on the corresponding Resolution, Staff advises directors and alternates of each Retirement Board to consult their individual calendars and identify any potential conflicts for discussion during the December 20, 2023 meeting.

Staff recommends approval of the Regional Transit Retirement Boards Meeting Calendar for 2024, which is submitted as Exhibit A.

RESOLUTION NO. 2023-12-235

SACRAMENTO REGIONAL TRANSIT RETIREMENT BOARD RESOLUTION

Agenda Item: 10

Adopted by the Board of Directors for the Retirement Plan for the Sacramento Regional Transit District Employees who are Members of the **AEA** on this date:

December 20, 2023

ADOPTION OF THE SACRAMENTO REGIONAL TRANSIT RETIREMENT BOARDS MEETING CALENDAR FOR 2024

BE IT HEREBY RESOLVED BY THE RETIREMENT BOARD OF DIRECTORS OF THE SACRAMENTO REGIONAL TRANSIT DISTRICT FOR EMPLOYEES WHO ARE MEMBERS OF THE AEA AS FOLLOWS:

THAT, the meeting schedule set out in attached Exhibit A for the meetings of the Sacramento Regional Transit District Retirement Boards for calendar year 2024, is hereby adopted.

	RUSSEL DEVORAK, Chair
ATTEST:	
Henry Li, Secretary	
Ву:	
John Gobel, Assistant Secretary	

2024 RETIREMENT BOARD CALENDAR

SACRAMENTO REGIONAL TRANSIT RETIREMENT BOARD REGIONAL TRANSIT AUDITORIUM, ROOM 114 1400 29TH STREET, SACRAMENTO, CALIFORNIA

1:00 PM

Wednesday	 Regular Meeting	 March 13, 2024
Wednesday	 Regular Meeting	 June 12, 2024
Wednesday	 Regular Meeting	 September 11, 2024
Wednesday	 Regular Meeting	 December 11, 2024
Wednesday	 Special Meeting	 February 21, 2024*
Wednesday Wednesday	 Special Meeting Special Meeting	 February 21, 2024* April 24, 2024*
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^{*} Special Meeting dates are tentative. If necessary, these dates will be utilized for items that require attention prior to the next scheduled Quarterly Retirement Board Meeting.