



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: *This is a joint and concurrent meeting of the five independent Retirement Boards for the pension plans for the employees and retirees of the Sacramento Regional Transit District. This single, combined agenda designates which items will be subject to action by which board(s). Members of each board may be present for the other boards' discussions and actions, 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 REPORT

		<u>ATU</u>	<u>IBEW</u>	<u>AEA</u>	<u>AFSCME</u>	<u>MCEG</u>
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	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

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

CONSENT CALENDAR

		<u>ATU</u>	<u>IBEW</u>	<u>AEA</u>	<u>AFSCME</u>	<u>MCEG</u>
4. Motion:	Approving the Minutes for the September 13, 2023 Quarterly Retirement Board Meeting (ATU). (Gobel)	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Motion:	Approving the Minutes for the September 13, 2023 Quarterly Retirement Board Meeting (IBEW). (Gobel)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Motion:	Approving the Minutes for the September 13, 2023 Quarterly Retirement Board Meeting (AEA). (Gobel)	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Motion:	Approving the Minutes for the September 13, 2023 Quarterly Retirement Board Meeting (AFSCME). (Gobel)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
8. Motion:	Approving the Minutes for the September 13, 2023 Quarterly Retirement Board Meeting (MCEG). (Gobel)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
9. Resolution	Exercise of Two-Year Option Term in the Agreement with Callan, LLC, for Investment Advisory and Evaluation Services (ALL). (Johnson)	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

NEW BUSINESS

10. Motion:	Adoption of the Sacramento Regional Transit Retirement Boards Meeting Calendar for 2024. (ALL). (Gobel)	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
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ADJOURN

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 (AFSCME)
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, Director Guimond, and Director Lisa Thompson. Director Kennedy was 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

- 4. Motion: Approving the Minutes for the June 21, 2023, Quarterly Retirement Board Meeting (AFSCME). (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)

September 13, 2023 Meeting Minutes – Continued

Alternate Valenton moved to adopt Agenda Items 4, 9, and 10. The motion was seconded by Director Li. Agenda Items 4, 9, and 10 were carried unanimously by roll call vote: Ayes – Guimond, L. Thompson, Li, and Valenton; Noes – None.

NEW BUSINESS

11. Information: Investment Performance Review of the International Large Capital Equity Asset Class by Pymford 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, Pymford, and Mr. Gobel introduced portfolio manager Luke Casey from Pymford and relationship manager Troy Rossow from Columbia Threadneedle. Following the introduction, Mr. Casey reminded the Directors that Columbia Threadneedle acquired Pymford in 2021 and explained that the boutique manager continues to operate independently, albeit within a larger organization.

Pymford 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 index-oriented. 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 Pymford 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 Pymford'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 Pymford 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 Pymford may not

September 13, 2023 Meeting Minutes – Continued

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.

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.

September 13, 2023 Meeting Minutes – Continued

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)

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.

September 13, 2023 Meeting Minutes – Continued

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

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

18. Information: Closed Session Item (AFSCME):
Conference with Legal Counsel – Anticipated Litigation
Significant Exposure to Litigation Pursuant to Gov. Code Section
54956.9(b): 1 Potential Case(s)

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 AFSCME Retirement Board met in closed session from 11:41 a.m. to 12:00 p.m.

September 13, 2023 Meeting Minutes – Continued

ADJOURN

With no further business to discuss and no public comment on matters not on the agenda, the Retirement Board meeting was adjourned at 12:00 p.m.

Peter Guimond, Board Chair

ATTEST:

Henry Li, Secretary

By: _____

John Gobel, Assistant Secretary



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 **AFSCME** 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 AFSCME AS FOLLOWS:

THAT, the Board of Directors of the Retirement Plan for Sacramento Regional Transit District Employees who are Members of the AFSCME (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.

PETER GUIMOND, Chair

ATTEST:

Henry Li, Secretary

By:

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. 2023-12-202

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 **AFSCME Local Union 146** 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 AFSCME LOCAL UNION 146 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.

PETER GUIMOND, Chair

ATTEST:

Henry Li, Secretary

By:

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	.....	Special Meeting	.....	April 24, 2024*
Wednesday	.....	Special Meeting	.....	July 24, 2024*
Wednesday	.....	Special Meeting	.....	October 23, 2024*

* *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.*