

MINUTES OF BOARD OF DIRECTORS MEETING
WITH RETIREMENT COMMITTEE
ORANGE COUNTY WATER DISTRICT
January 28, 2014 @ 8 a.m.

Director Sidhu called the Retirement Committee meeting to order in Conference Room C-2 at the District office. The Recording Secretary called the roll as follows:

Retirement Committee Members

Roger Yoh, Chair (not present)
Harry Sidhu
Vincent Sarmiento (not present)
Phil Harrington - Staff
Jason Dadakis - Staff

OCWD Staff

John Kennedy Executive Director
Stephanie Dosier, Plan Secretary
Christina Fuller, Recording Secretary
Kim Dusky, Lisa Wirtz

Director Alternates

Phil Anthony
Jan Flory (not present)
Kathryn Barr (left at 9:00 a.m.)
Denis Bilodeau (left at 9:00 a.m.)
Cathy Green (left at 9:00 a.m.)
Steve Sheldon (not present)
Shawn Dewane (not present)

Others

Rachel Nolan, Sutherland Retirement Group
Scott Sutherland, Sutherland Retirement Group

Employee Advisory Group

Roy Herndon
Jana Safarik
John Bonsangue
Dave Bolin
John Bruns
Rita Hintlian
Kevin O'Toole

CONSENT CALENDAR

The Consent Calendar was approved upon motion by Director Sidhu, seconded by Director Anthony and carried (5-0) as follows.

1. Minutes of Previous Meeting

The Minutes of the October 22, 2013 Retirement Committee meeting were approved as presented.

2. Retirement Committee "Employee" Appointments

Recommended for approval at February 5 Board meeting: Approve the appointments of the following employees to the Retirement Committee: 1) Phil Harrington Sitting Member; 2) Kevin O'Toole; 1st Alternate; and 3) Roy Herndon, 2nd Alternate.

3. Amendments to Service Agreements with Wells Fargo Advisors for 401 (a) Money Purchase Retirement Plan and 457 (b) Deferred Compensation Plan

Recommended for approval at February 5 Board meeting: Approve and authorize execution of Amended Service Agreements with Wells Fargo Advisors for the 401(a) Money Purchase Retirement Plan and the 457(b) Deferred Compensation Plan.

MATTERS FOR CONSIDERATION

4. 401(a) Money Purchase Retirement Plan Investment Line-up & Red Flag Fund Review

Directors Barr, Bilodeau and Green left the meeting at 9:00 a.m. during the following discussion.

Prudential Advisor Scott Sutherland presented a detailed performance review of the 401(a) Money Purchase Retirement Plan and 457(b) Deferred Compensation Plan investment portfolios. He reviewed the portfolio funds and highlighted funds that had been red flagged due to questionable performances. Mr. Sutherland recommended alternate funding options based on market trends and performance indicators. Following the discussion on fund performances, the Committee then took the following actions.

Upon motion made by Phil Harrington, seconded by Director Anthony and carried [4-0], the Committee recommended that the Board at its February 5 meeting: Approve the following actions for the 401(a) Money Purchase Retirement Plan and 457(b) Deferred Compensation Plan investment portfolios.

401(a) Fund Review Actions		
ACTION	SYMBOL	FUND NAME
Keep Red Flag	OPGSX	Oppenheimer Gold & Special Minerals A
Remove fund	PGNAX	Prudential Jennison Natural Resources A
Add Fund and Map to	DNLAX	Dreyfus Natural Resources A
Remove Red Flag	VETAX	Victory Established Value A
Keep Red Flag	NWKFX	Nationwide HighMark Value
Remove fund	IPBAX	Wells Fargo Advantage Infl Prot Bond A
Add Fund and Map to	APSAX	Columbia Inflation Protected Secs

457(b) Fund Review Actions		
ACTION	SYMBOL	FUND NAME
Keep Red Flag	GITAX	Goldman Sachs Technology Tollkeeper A
Keep Red Flag	RERCX	American Funds EuroPacific Gr R3
Remove Red Flag	HDGSX	Hartford Dividend & Growth R4
Remove fund	OHYAX	JPMorgan High Yield A
Add Fund and Map to	WHIAX	Ivy High Income A

Yes: Sidhu, Harrington, Dadakis, Anthony/ No: 0

Absent: Yoh, Sarmiento, Barr, Bilodeau, Green

INFORMATIONAL ITEMS

5. Prudential Retirement Performance Incentive Review

Ms. Dosier summarized the Prudential Performance Incentive Review results for the 401(a) Money Purchase Retirement Plan and the 457(b) Deferred Compensation Plan for the 3rd Quarter.

6. Guaranteed Income Fund Interest Rates

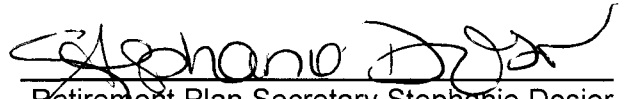
Ms. Dosier reported the Prudential Guaranteed Income Fund interest rate for the District investment fund portfolios is 2.05% for the period of January 1, 2014 through June 30, 2014.

**DETERMINATION OF ADDITIONAL ITEMS TO BE PLACED ON CONSENT CALENDAR FOR
FEBRUARY 5 BOARD MEETING**

The Committee recommended that Items No. 2-4 be placed on the Consent Calendar for the February 5 Board meeting.

ADJOURNMENT

There being no further business, the meeting was adjourned at 9:20 a.m.


Retirement Plan Secretary Stephanie Dosier