



RETIRED PUBLIC EMPLOYEES' ASSOCIATION OF CALIFORNIA

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August 31, 2020

Henry Jones, President
Retired Member Representative
CalPERS Board of Administration
400 Q Street,
Sacramento, CA 95811

Dear Henry:

It is with a heavy heart but a firm conviction that the Board of Directors of the Retired Public Employees' Association of California has voted to call for your resignation from the CalPERS Board of Administration.

Our demand is precipitated by your poor judgement and inappropriately secretive manner in the handling of the apparent Political Reform Act violations by Ben Meng while he was the CalPERS chief investment officer. We view your actions in this instance as a continuation of your long-standing posture of openly opposing transparency and accountability on the part of the CalPERS Board and staff.

With respect to Mr. Meng's apparent wrongdoing, you have participated in an apparent cover-up of unlawful behavior, and we fear that this cover-up is ongoing. It is an established fact from your own statements to Bloomberg Business that you had personal knowledge of Meng's violations months before they became public, that you knew of CalPERS CEO Marcie Frost's apparent plan to keep the violations a secret from the board as a whole and the public, and that you also knew that CalPERS had not reported Meng's violations to the FPPC. Further, as board president, one of the few legitimate powers you possess is the power to share with the board as a whole any information that you are aware is being kept from it. You cannot claim that you lacked the authority to ensure that the full board was kept informed. Likewise, as a fiduciary, you had an individual responsibility to file a complaint with the FPPC, yet you failed to do so.

The CalPERS Board Governance policies that govern your behavior offer no authority for any of these actions. To the contrary, the Board President Delegation Resolution (94-03-B) specifically states the opposite in requiring that that Board President "Keep the Board Informed as to all actions taken under this delegation." The Board's own written policy VIII (B)(6) also makes it clear that, as Board President you have a duty to "...manage the effective and efficient flow of information to the Board, which is comprehensive and timely without being over detailed." Your fellow Board members are independent fiduciaries, and your failure to keep them informed has potentially exposed them to personal liability, as well as undermining public trust in the Board as a whole.

We see your actions in this instance as being consistent with your behavior throughout your board tenure. Some other failures to discharge your fiduciary duty to CalPERS members and beneficiaries that we highlight:

- Your failure to publicly support an investigation into the false statements about current CEO Marcie Frost's educational background and achievement.
- Your failure to publicly support an investigation into the similarly false credentials of former CalPERS CFO Charles Asubonten.
- Your failure to object to CalPERS labeling every internal audit since 2016 as "attorney-client privileged," which appears to be motivated by a fundamentally anti-transparency agenda.

- Your failure to prevent monthly board member briefings on board agenda matters from taking on the character of serial meetings.
- Your failure to support free and fair CalPERS board elections.
- Your failure to properly investigate the resignations of other CalPERS executives.

More generally, we have been extremely disappointed on an ongoing basis by how you wield your power as Board President inappropriately in board meetings. You have shown yourself as eager to cut off anyone who would offer facts or viewpoints inconsistent with staff recommendation on a given agenda item. Despite the board showing generally too little interest in fact-finding or debate, on the rare occasion when it does occur you frequently respond by trying to shut it down. When RPEA or other members of the public offer comments that advance the collective understanding of an issue under consideration by the board you almost always refuse to acknowledge the information and have, on numerous occasions, cut off fellow board members who attempt to enter into a dialogue with those commenters to promote the board's understanding of an issue.

You sit in the seat on the Board of Administration reserved to be elected by retired beneficiaries, yet you appear to be more concerned with covering-up the incompetence and misdeeds of staff than in protecting our benefits. It was shocking in your last Board election campaign when groups not affiliated with retirees spent hundreds of thousands of dollars of questionable origin on your behalf. You appear to be beholden to interests other than those of the beneficiaries of CalPERS and your recent outrageous conduct confirms this to be the case.

The Board of Directors of the Retired Public Employees' Association of California has determined that we have no alternative other than to demand your resignation from the CalPERS Board of Administration with immediate effect.



Rosemary Knox, President
Retired Public Employees' Association of California

Cc: Theresa Taylor, Vice President, Elected State Member Representative
Margaret Brown, Elected All Member representative
Rob Feckner, Elected School Member
Fiona MA, California State Treasurer, Ex Officio Member
Lisa Middleton, Local Government Elected Official, Governor Appointee
David Miller, Elected All Member Representative
Stacie Olivares, Insurance Industry Representative, Governor Appointee
Eraina Ortega, California Department of Human Resources, Ex Officio Member
Jason Perez, Elected Public Agency Member Representative
Ramon Rubalcava, Public Representative, Appointed by Senate Rules and Speaker of the Assembly
Betty Yee, California State Controller, Ex Officio Member