



GOVERNMENT OF GUAM
RETIREMENT FUND
 STABILITY · SECURITY · REWARDS

Eddie Baza Calvo
 Governor

Ray Tenorio
 Lieutenant Governor

Paula M. Blas
 Director

BOARD OF TRUSTEES
Regular Meeting
 Friday, August 31, 2012, 12:00 p.m.
 Retirement Fund Conference Room

MINUTES

Trustees:

Joe T. San Agustin
 Chairman

Wilfred P. Leon Guerrero, Ed.D.
 Vice-Chairman
 Investment Committee, Chairman

Antolina S. Leon Guerrero
 Secretary

Gerard A. Cruz
 Treasurer
 Audit & Operations Committee,
 Chairman

George A. Santos
 Members' & Benefits Committee,
 Chairman

Katherine T.E. Taitano
 Trustee

Wilfred G. Aflague
 Trustee

DEFINED CONTRIBUTIONS

I. ATTENDANCE, QUORUM, AND CALL TO ORDER

After determining a quorum was present, the Retirement Fund Board of Trustees Regular Meeting for the Defined Contribution Plan was called to order at 12:45 p.m. Friday, August 31, 2012, in the Retirement Fund Conference Room. Chairman Joe T. San Agustin officiated.

Board of Trustees Present:

Joe T. San Agustin, Chairman
 Wilfred P. Leon Guerrero, Vice Chairman
 Antolina S. Leon Guerrero, Secretary
 Gerard A. Cruz, Treasurer
 Wilfred G. Aflague, Trustee
 George A. Santos, Trustee
 Katherine T.E. Taitano, Trustee

Staff Present:

Paula Blas, Director
 Diana Bernardo, Controller
 Rosalia Bordallo, General Accounting Supervisor
 Jackie Blas, Recording Secretary
 Alice Tajeron, Great-West Retirement Services

Investment Consultant Present:

Maggie Ralbovsky, Wilshire Associates

II. REVIEW AND APPROVAL OF BOARD MINUTES

A. July 27, 2012 Regular Meeting

On motion of Trustee George Santos, seconded by Secretary Antolina Leon Guerrero, and without objection, the Minutes of July 27, 2012 Regular Meeting were approved, subject to technical corrections. Motion unanimously passed.

III. CORRESPONDENCE

None

IV. INFORMATIONAL ITEMS

None

V. DIRECTOR'S REPORT - EXECUTIVE SUMMARY

1. **Defined Benefit (DB)/Defined Contribution (DC) Plan Alternatives** - Director Paula Blas stated that a public hearing on Bill 453-31 was held on August 14, 2012 before Senator Ben Pangelinan's legislative committee. Bill 453-31 is scheduled to be reported out and voted on by the Legislature in the September 2012 session. Alice Taijeron, Great-West Retirement Services (Great-West), stated that session will be held in the end of September.

Financial Report

1. **Contributions** - Director Blas stated that as of August 28, 2012, all agencies are current with their Fiscal Year 2012 employee and employer contributions.

2. **Financial Statements** - Director Blas stated that the books for the month ending July 2012 were closed on August 15, 2012.

VI. THIRD PARTY ADMINISTRATOR'S REPORT

A. Contribution Report – July 2012

Director Blas stated that Ms. Taijeron of Great-West provided the TPA Report for the month ending July 31, 2012 on the DC Retirement System 401(a) Plan and the 457 Deferred Compensation Plan.

Ms. Taijeron reported that the 401(a) Plan had total assets of \$276,118,126.83 as of July 31, 2012. There was an asset change of \$4,252,226.54 or a percentage change of 1.56% from June 30, 2012. The 457(b) Plan had total assets of \$24,923,479.79 as of July 31, 2012. The asset change was \$511,628.38 or a percentage change of 2.10% from June 30, 2012.

Ms. Taijeron reported that the 401(a) Plan had total contributions of \$2,901,703.26 as of July 31, 2012. There was a contribution change of \$594,939.92 or a percentage change of 25.79% from June 30, 2012. The 457(b) Plan had total contributions of \$365,260.72 as of July 31, 2012. There was a contribution change of \$42,359.52 or a percentage change of 13.12% from June 30, 2012.

Ms. Taijeron stated that participation in Secure Foundation continues to increase. Chairman San Agustin inquired about growth on total assets from month to month. Treasurer Gerard Cruz stated that there is a 1.56% increase from June to July 2012. Trustee George Santos stated that the Chairman

wants to see a chart of total assets on a month-to-month basis. Ms. Tajeron stated that she will start charting the growth of total assets.

Ms. Tajeron provided the following Participant Summary Report:

401(a) Plan

Active Participants with a Balance	10,686
Active Participants Contributing	7,439
Percent of Active Participants Contributing	70%
Full Withdrawals	148
Financial Hardships	01
First Contributions	76
Total Participants on Disability	70
January 31, 2012	01
February 29, 2012	03
March 31, 2012	04
April 30, 2012	05
May 31, 2012	01
June 30, 2012	01
July 31, 2012	00
Total Retiree Count	428
January 31, 2012	08
February 29, 2012	00
March 31, 2012	05
April 30, 2012	05
May 31, 2012	04
June 30, 2012	04
July 31, 2012	06

457 Deferred Compensation Plan

Active Participants with a Balance	1,455
Active Participants Contributing	1,095
Percent of Active Participants Contributing	75%
Full Withdrawals	06
Outstanding Loans	303
New Loans Processed	15
First Contributions	17

Ms. Tajeron reported that the total disbursement on the 401(a) Plan was \$1,131,339.24 with total assets of 0.004%. The total disbursement on the 457(b) Plan was \$77,628.70 with total assets of 0.003%.

VII. INVESTMENT COMMITTEE REPORT

Vice Chairman Wilfred Leon Guerrero reported that the Investment Committee meeting was held earlier this morning. The Committee reviewed and approved the Investment Committee Minutes of July 27, 2012.

Quarter Ending September 30, 2012 Performance Meeting - Vice Chairman Leon Guerrero informed the Board that the next Quarterly Performance Meeting for Quarter Ending September 30, 2012 is scheduled for October 25, 2012.

VIII. OLD BUSINESS

None

IX. NEW BUSINESS

None

X. OPEN DISCUSSION / GENERAL PUBLIC INPUT

None

XI. ANNOUNCEMENTS

None

XII. ADJOURNMENT

There being no further business before the Board for the Defined Contribution Plan, on motion of Trustee George Santos, seconded by Treasurer Gerard Cruz, and without objection, the meeting was adjourned at 1:00 p.m. Motion unanimously passed.

I hereby certify that the foregoing is a full, true and correct copy of the Minutes of August 31, 2012 Regular Meeting duly adopted and approved by the Government of Guam Retirement Fund Board of Trustees on September 28, 2012.



ANTOLINA S. LEON GUERRERO, Board Secretary

RECORDING SECRETARY:



Jackie Blas