

**CITY OF SAN JOSE  
VOLUNTARY EMPLOYEE BENEFICIARY  
ASSOCIATION PLANS**

Independent Auditor's Report,  
Management's Discussion and Analysis, and  
Basic Financial Statements

For the Fiscal Year Ended  
June 30, 2019 and the Period from  
Inception (November 1, 2017)  
through June 30, 2018



Certified  
Public  
Accountants

**CITY OF SAN JOSE**  
**VOLUNTARY EMPLOYEE BENEFICIARY ASSOCIATION PLANS**  
For the Fiscal Year Ended June 30, 2019 and  
The Period from Inception (November 1, 2017) through June 30, 2018

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## Independent Auditor's Report

VEBA Advisory Committee  
City of San José VEBA Plan  
San José, California

### Report on the Financial Statements

We have audited the accompanying financial statements of the two Voluntary Employee Beneficiary Association (VEBA) Plans of the City of San José, California (City), the City of San José Federated VEBA Health Savings Plan and the City of San José Police and Fire VEBA Health Savings Plan (collectively "the VEBA Plans"), as of and for the fiscal year ended June 30, 2019 and as of and for the period from inception (November 1, 2017) through June 30, 2018, and the related notes to the financial statements, as listed in the table of contents.

### *Management's Responsibility for the Financial Statements*

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### *Auditor's Responsibility*

Our responsibility is to express opinions on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

### *Opinions*

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial positions of the VEBA Plans as of June 30, 2019 and 2018, and the respective changes in financial positions for the fiscal year ended June 30, 2019 and for the period from inception (November 1, 2017) through June 30, 2018 in accordance with accounting principles generally accepted in the United States of America.

***Emphasis of Matter***

***Basis of Presentation***

As discussed in Note 2, the financial statements of the VEBA Plans are intended to present the financial positions, the changes in financial positions of only that portion of the City. They do not purport to, and do not present fairly the financial position of the City as of June 30, 2019 and 2018, the changes in its financial position for the fiscal year ended June 30, 2019 and for the period from inception (November 1, 2017) through June 30, 2018 in conformity with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

***Other Matters***

***Required Supplementary Information***

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis be presented to supplement the financial statements. Such information, although not a part of the financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the financial statements, and other knowledge we obtained during our audit of the financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

*Macias Gini & O'Connell LLP*

Walnut Creek, California  
September 10, 2019

**CITY OF SAN JOSE**  
**VOLUNTARY EMPLOYEE BENEFICIARY ASSOCIATION PLANS**  
Management's Discussion and Analysis  
For the Fiscal Year Ended June 30, 2019 and  
The Period from Inception (November 1, 2017) through June 30, 2018  
(Unaudited)

The following discussion and analysis of the City of San José's (City) Police and Fire VEBA Health Savings Plan (PFD Plan) and Federated VEBA Health Savings Plan (FED Plan) (collectively as Plans) financial performance provides an overview of their basic financial activities for the fiscal year ended June 30, 2019 and for the period from inception (November 1, 2017) through June 30, 2018. Please read it in conjunction with the Plans' financial statements, which begin on page 7. Responsibility for both the accuracy of the data, and the completeness and fairness of the presentation, including all disclosures, rest solely with the management of the Plans. To the best of our actual knowledge and belief, the financial statements, as presented, are accurate in all material respects.

***Financial Highlights – 2019***

***PFD Plan***

- At the close of the fiscal year, June 30, 2019, the net position due to PFD Plan participants was \$10.5 million. This represents an increase of \$2.3 million from the prior year ending balance.
- Investment earnings and contributions exceeding the payments to administrative fees were the primary reasons for an increase to net position.

***FED Plan***

- At the close of the fiscal year, June 30, 2019, the net position due to FED Plan participants was \$17.1 million. This represents an increase of \$3.0 million from the prior year ending balance.
- Investment earnings and contributions exceeding the payments to administrative fees were the primary reasons for an increase to net position.

***Financial Highlights – 2018***

***PFD Plan***

- At the close of the fiscal year, June 30, 2018, the net position due to PFD Plan participants was \$8.3 million. As the PFD Plan was established during fiscal year 2018, there was no prior year ending balance.
- Transfer from the San Jose Police & Fire Retirement Plan, investment earnings and contributions exceeding the payments to administrative fees were the primary reasons for an increase to net position.

***FED Plan***

- At the close of the fiscal year, June 30, 2018, the net position due to FED Plan participants was \$14.1 million. As the FED Plan was established during fiscal year 2018, there was no prior year ending balance.
- Transfer from the San Jose Federated Employees' Retirement System, investment earnings and contributions exceeding the payments to administrative fees were the primary reasons for an increase to net position.

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Management's Discussion and Analysis  
For the Fiscal Year Ended June 30, 2019 and  
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(Unaudited)

***Financial Statements***

The financial reports for the Plans include management's discussion and analysis (MD&A), a statement of net position due to participants, a statement of changes in net position due to participants, and notes to financial statements. These financial statements are prepared on the economic resources measurement focus and the accrual basis of accounting.

The following table indicates the net position due to participants as of June 30, 2019 and 2018:

	<u>2019</u>	<u>2018</u>
<b><i>PFD Plan</i></b>		
Invesmtents at fair value	\$ 10,535,089	\$ 8,282,017
Net position due to participants	<u>\$ 10,535,089</u>	<u>\$ 8,282,017</u>
<b><i>FED Plan</i></b>		
Invesmtents at fair value	\$ 17,061,177	\$ 14,102,770
Net position due to participants	<u>\$ 17,061,177</u>	<u>\$ 14,102,770</u>

The following table indicates the changes in net position for the fiscal year ended June 30, 2019 and the period from inception through June 30, 2018:

	<u>2019</u>	<u>2018</u>
<b><i>PFD Plan</i></b>		
Additions	\$ 2,279,531	\$ 8,283,735
Deductions	(26,459)	(1,718)
Net increase	2,253,072	8,282,017
Net position, beginning of year	8,282,017	-
Net position, end of year	<u>\$ 10,535,089</u>	<u>\$ 8,282,017</u>
<b><i>FED Plan</i></b>		
Additions	\$ 3,098,329	\$ 14,111,692
Deductions	(139,922)	(8,922)
Net increase	2,958,407	14,102,770
Net position, beginning of year	14,102,770	-
Net position, end of year	<u>\$ 17,061,177</u>	<u>\$ 14,102,770</u>

**CITY OF SAN JOSE**  
**VOLUNTARY EMPLOYEE BENEFICIARY ASSOCIATION PLANS**  
Management's Discussion and Analysis  
For the Fiscal Year Ended June 30, 2019 and  
The Period from Inception (November 1, 2017) through June 30, 2018  
(Unaudited)

***2019 Analysis***

***PFD Plan***

The net position due to participants increased by \$2.3 million, or 27.2 percent, in fiscal year 2018-2019. This change in net position is mainly due to investment income and contributions exceeding the administration fees.

The total additions to net position of \$2.3 million in fiscal year 2018-2019 decreased by \$6.0 million from \$8.3 million in fiscal year 2017-2018. The decrease is mainly due to the one-time transfer of funds from the San Jose Police & Fire Retirement Plan in the prior year, offset by an increase in employee contributions. Total deductions from net position of \$26.5 thousand in fiscal year 2018-2019 increased by \$24.7 thousand from \$1.8 thousand in fiscal year 2017-2018. The change is mainly due to the increase in administrative fees.

***FED Plan***

The net position due to participants increased by \$3.0 million, or 21.0 percent, in fiscal year 2018-2019. This change in net position is mainly due to investment income and contributions exceeding the administration fees.

The total additions to net position of \$3.1 million in fiscal year 2018-2019 decreased by \$11.0 million from \$14.1 million in fiscal year 2017-2018. The decrease is mainly due to the one-time transfer of funds from the San Jose Federated Employees' Retirement System in the prior year, offset by an increase in employee contributions. Total deductions from net position of \$139.9 thousand in fiscal year 2018-2019 increased by \$131.0 thousand from \$8.9 thousand in fiscal year 2017-2018. The change is mainly due to the increase in administrative fees.

***2018 Analysis***

There is no 2018 analysis provided on the PFD Plan or the FED Plan, as 2018 was the year of inception and, accordingly, there was no 2017 comparative activity.

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**CITY OF SAN JOSE**  
**VOLUNTARY EMPLOYEE BENEFICIARY ASSOCIATION PLANS**  
Statements of Net Position Due to Participants  
June 30, 2019 and 2018

<b><i>PFD Plan</i></b>	<b><u>2019</u></b>	<b><u>2018</u></b>
Assets		
Investments at fair value		
Short Term Funds	\$ 8,132,691	\$ 7,551,439
Bonds Funds	2,116	-
Global International Funds	64,972	82,657
Assets Allocation Funds	1,647,128	291,723
Large Cap Growth Funds	242,222	94,185
Large Cap Value Funds	294,579	185,808
Small- Cap/Mid-Cap Funds	141,940	76,205
Specialty Fund- Real Estate	9,441	-
Total investments at fair value	<u>10,535,089</u>	<u>8,282,017</u>
Net position due to participants	<u>\$ 10,535,089</u>	<u>\$ 8,282,017</u>

<b><i>FED Plan</i></b>	<b><u>2019</u></b>	<b><u>2018</u></b>
Assets		
Investments at fair value		
Short Term Funds	\$ 14,259,755	\$ 12,922,474
Bonds Funds	167,258	19,301
Global International Funds	295,037	107,785
Assets Allocation Funds	1,745,740	739,851
Large Cap Growth Funds	135,827	59,843
Large Cap Value Funds	231,064	202,694
Small- Cap/Mid-Cap Funds	212,445	44,079
Specialty Fund- Real Estate	14,051	6,743
Total investments at fair value	<u>17,061,177</u>	<u>14,102,770</u>
Net position due to participants	<u>\$ 17,061,177</u>	<u>\$ 14,102,770</u>

See accompanying notes to the financial statements.

**CITY OF SAN JOSE**  
**VOLUNTARY EMPLOYEE BENEFICIARY ASSOCIATION PLANS**  
Statements of Changes in Net Position Due to Participants  
For the Fiscal year Ended June 30, 2019 and  
For the Period from Inception (November 1, 2017) through June 30, 2018

<b><i>PFD Plan</i></b>	<b>2019</b>	<b>2018</b>
Additions		
Transfer from the San Jose Police & Fire Retirement Plan	\$ -	\$ 7,896,871
Employee contributions	2,062,768	361,950
Investment income	216,763	24,914
Total additions	2,279,531	8,283,735
Deductions		
Administration fees	(26,459)	(1,718)
Change in net position	2,253,072	8,282,017
Net position due to participants		
Beginning of year	8,282,017	-
End of year	<u>\$ 10,535,089</u>	<u>\$ 8,282,017</u>
<b><i>FED Plan</i></b>	<b>2019</b>	<b>2018</b>
Additions		
Transfer from the San Jose Federated Employees' Retirement System	\$ -	\$ 13,496,598
Employee contributions	2,832,395	581,590
Investment income	265,934	33,504
Total additions	3,098,329	14,111,692
Deductions		
Administration fees	(139,922)	(8,922)
Change in net position	2,958,407	14,102,770
Net position due to participants		
Beginning of year	14,102,770	-
End of year	<u>\$ 17,061,177</u>	<u>\$ 14,102,770</u>

**CITY OF SAN JOSE**  
**VOLUNTARY EMPLOYEE BENEFICIARY ASSOCIATION PLANS**

Notes to Financial Statements

For the Fiscal Year Ended June 30, 2019 and

The Period from Inception (November 1, 2017) through June 30, 2018

**NOTE 1 – PLANS DESCRIPTION**

The following description of the City of San José's (City's) Voluntary Employee Beneficiary Association Plans (VEBA Plans) provides only general information. Participants should refer to the VEBA Plans' agreement and the Municipal Codes for a more complete description of the VEBA Plans provisions.

A VEBA is a tax-exempt trust instrument authorized by Internal Revenue Code 501(c)(9) through which eligible healthcare benefits, such as post-retirement healthcare premiums, prescriptions, co-pays, and other healthcare related expenses, can be reimbursed. Members of the VEBA Plans can use their account assets after retirement to pay for premiums in the City's healthcare and dental plans. These assets may also be used for any other expenses permitted by the plan, including paying premiums for other plans nationwide or internationally.

As a part of the City's Alternative Pension Reform Frameworks, employees who are a part of the current Defined Benefit Retiree Healthcare plan were provided with a one-time irrevocable opportunity to voluntarily choose to opt-in to the VEBA Plans or stay in the Defined Benefit Retiree Healthcare plan. This was an irrevocable election. Employees who elected to opt-in to the VEBA Plans are no longer eligible for and have waived any entitlement to receive any Defined Benefit Retiree Healthcare plan benefits to which he/she might have been entitled. Employees who do not sign the VEBA Election Form remain covered by the Defined Benefit Retiree Healthcare plan under the currently applicable collective bargaining agreement or compensation plan.

Effective November 1, 2017, the City maintains two VEBA Plans: City of San Jose Federated VEBA Health Savings Plan (FED Plan) and the City of San Jose Police and Fire VEBA Health Savings Plan (PFD Plan). The following is a brief description of the City's two VEBA Plans:

- FED Plan is described in Chapter 3.58 of the San José Municipal Code. All full-time Federated Tier 2B are mandated to join the VEBA, with the exception of Unit 99. Unit 99 employees had a one-time option to receive the one-time contribution of funds into an individual VEBA account from the Retiree Healthcare 115 Trust, but are not eligible to contribute a percentage of pay into the VEBA on an ongoing basis. VEBA contribution rate is 2.5% for mandated Federated Tier 2B employees, such as CAMP, AEA, AMSP, and ALP, and 3.5% for opted-in Federated Tier 1 and 2A employees such as MEF, CEO, IBEW, OE#3, and ABMEI. Federated VEBA Plan currently utilizes Voya Retirement Insurance and Annuity Company (VRIAC) as its investment administrator.
- PFD Plan is described in Chapter 3.57 of the San José Municipal Code. All full-time Police and Fire Tier 2 employees are mandated to join the VEBA. VEBA contribution rate is 4.0% for Police and Fire Tier 2 employees. The Sworn VEBA Plan currently utilizes Voya Retirement Insurance and Annuity Company (VRIAC) as its investment administrator.

The assets of the VEBA Plans are held in trust and administered by the VEBA Advisory Committee (VAC). The VAC consists of five members – one active member of the San Jose Firefighters, one active member of the San Jose Police Officers' Association, two active members of the Federated Unions, and one active member of unrepresented employees. The VAC uses Conduent Consultants as their investment consultant. Conduent Consultants performs tasks such as helping formulate an Investment Policy, provide investment performance reports, conduct manager searches, and attend VAC meetings.

**CITY OF SAN JOSE**  
**VOLUNTARY EMPLOYEE BENEFICIARY ASSOCIATION PLANS**

Notes to Financial Statements

For the Fiscal Year Ended June 30, 2019 and

The Period from Inception (November 1, 2017) through June 30, 2018

**NOTE 1 – PLANS DESCRIPTION (Continued)**

*Contributions* – Members in the VEBA Plans are mandated to contribute a specific percentage of their base pay into the VEBA Plans as stated in the brief descriptions of the plans above. The eligible employees can contribute only the above stated percentages into the VEBA Plans. There are no required contributions by the City to the VEBA Plans.

*Participant Accounts* – As VEBA Plans are provided by Voya and TASC/Genesis, the third-party administrator of the program, Voya provides investment management services and TASC/Genesis provides individual account management and claims processing services.

*Payment of Benefits* – The VEBA Plans reimburse eligible medical expenses for individuals who have either 1) terminated City service and have reached the required retirement age based on their retirement tier and system or 2) retired for service, service-connected disability, or non-service connected disability. If an employee becomes a member of a reciprocal retirement system, the VEBA funds can be accessed after retirement from that system. The VEBA Plans reimburse out-of-pocket healthcare costs (including but not limited to insurance premiums, co-pays and deductibles, prescription costs, Medicare Part B premiums, supplemental insurance premiums, and most over-the-counter medications and supplies, etc.) incurred by employees, their spouses and qualifying dependents. As a defined contribution plan, the only funds available in the VEBA Plans are the contributions made while employed and any investment returns on those funds. Once the funds in the VEBA Plans are exhausted, the employee will no longer be able to reimburse their eligible healthcare expenses. If an employee or former employee passes away prior to using all of the funds, eligible survivors can use the funds in accordance with IRS rules. VEBA funds may only be used for eligible medical expenses for the employee and/or eligible dependents.

**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*Basis of Presentation* – The accompanying statements of net position due to participants and changes in net position due to participants present only the VEBA Plans and are not intended to present the financial position of the City and the changes in its financial position in conformity with accounting principles generally accepted in the United States of America.

*Basis of Accounting* – The financial statements of the VEBA Plans are reported using the economic resources measurement focus and the accrual basis of accounting. Contributions are recognized as additions when due (at the end of each pay period). Payments to participants are recognized as deductions when due and payable under the provisions of the VEBA Plans.

*Investment Valuation* – The VEBA Plans' investments are stated at fair value. Investments valued at the net asset value are investments in the VRIAC separate accounts and pooled separate accounts. The VRIAC pooled separate accounts are valued by "units". The unit value takes into account the underlying funds' daily net asset value, less the separate account expenses for the insurance, administration and services provided by VRIAC. The VRIAC separate accounts are valued based on fair value of the underlying investments without an expense adjustment.

**CITY OF SAN JOSE**  
**VOLUNTARY EMPLOYEE BENEFICIARY ASSOCIATION PLANS**

Notes to Financial Statements

For the Fiscal Year Ended June 30, 2019 and

The Period from Inception (November 1, 2017) through June 30, 2018

**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

*Estimates* – The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires the VEBA Plans’ administrators to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

**NOTE 3 – TRANSFERS FROM THE CITY OF SAN JOSE PENSION PLANS**

Prior to the effective date of the VEBA plans and the opt-in election, the healthcare contributions of members who opted into the VEBA plans were held by the San José Police & Fire Retirement Plan and the San José Federated Employees’ Retirement System (collectively “pension plans”). The contributions for the members who opted in to the VEBA and opted out of the defined benefit healthcare plan were transferred from the respective pension plans in March 2018.

**NOTE 4 – INVESTMENTS**

VEBA Plans’ participants may direct contributions into any of the investment options offered by the VEBA Plans’ investment administrator, which include various VRIAC separate and pooled separate accounts. It is the Plan’s policy to permit participants to establish different investment strategies, which have varying return and volatility characteristics to meet each participant’s long-term retirement savings strategy.

The VEBA Plans categorize their fair value measurements within the fair value hierarchy established by accounting principles generally accepted in the United States of America. The following levels indicate the hierarchy of inputs used to measure fair value and the primary valuation methodologies used for financial instruments measured at fair value on a recurring basis:

- Level 1 - Investments whose values are based on quoted prices (unadjusted) for identical assets in active markets that a government can access at the measurement date.
- Level 2 - Investments with inputs – other than quoted prices included within Level 1 – that are observable for an asset, either directly or indirectly.
- Level 3 - Investments classified as Level 3 have unobservable inputs for an asset and may require a degree of professional judgment.

All investments are valued at net asset value (NAV). Descriptions for each fund type are listed on page 14 and 15.

**CITY OF SAN JOSE**  
**VOLUNTARY EMPLOYEE BENEFICIARY ASSOCIATION PLANS**

Notes to Financial Statements

For the Fiscal Year Ended June 30, 2019 and

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**NOTE 4 – INVESTMENTS (Continued)**

The following presents investments at June 30, 2019 with the information related to interest rate risk, credit risk, concentration of credit risk and fair value measurement within the fair value hierarchy established by generally accepted accounting principles on its investments:

Investments	Average Effective Maturity	Credit Rating	FED Plan June 30, 2019	PFD Plan June 30, 2019	
<b>Investments measured at the net asset value (NAV)</b>					
<b>Short-Term Funds</b>					
Vanguard Federal Money Market	n/a	Not Rated	\$ 41,514	\$ 195	
Voya Fixed Account	n/a	n/a	14,217,388 *	8,131,715 *	
Voya Holding Account	n/a	n/a	853	781	
<b>Bonds Funds</b>					
Loomis Sayles Core Plus Bd FN	8.14 years	BBB	83,678	795	**
BlkRck InPrtdBnd - Inst sh	9.05 years	AAA	19,112	857	**
Templeton Global Bond VIP Fd 1	1.54 years	BBB	64,468	464	**
<b>Global International Funds</b>					
American Funds EuroPacific R5	n/a	n/a	13,801	7,537	**
Oppenheimer Developing Mkts FY	n/a	n/a	18,410	53,213	**
DFA Int'l Small CO - Class	n/a	n/a	6,344	1,156	**
Vanguard Tot Intl St Indx Fd Sig	n/a	n/a	256,482	3,066	**
<b>Asset Allocation Funds</b>					
Moderate Custom Lifestyle Port	n/a	n/a	373,608	202,385	**
Aggressive Custom Lifestyle Port	n/a	n/a	302,808	547,408	**
Conservative Custom Lifestyle Port	n/a	n/a	165,056	173,787	**
Vanguard T Retirement 2025	7.38 years	AA	148,935	30,978	**
Vanguard Tgt Ret 2020 - Inv	7.82 years	AA	72,729	142,561	**
Vanguard T Retirement 2035	8.62 years	A	78,504	135,802	**
Vanguard T Retirement 2015	8.62 years	A	96,654	-	**
Vanguard T Retirement 2045	8.62 years	A	48,167	174,619	**
Vanguard Tgt Ret 2055 - Inv	8.62 years	A	87,472	73,864	**
Vanguard Tgt Ret 2030 - Inv	8.62 years	A	156,790	29,457	**
Vanguard T Retirement Income	8.62 years	A	18,929	-	**
Vanguard Tgt Ret 2050 - Inv	8.62 years	A	107,364	67,196	**
Vanguard Tgt Ret 2040 - Inv	8.62 years	A	86,563	58,843	**
Vanguard Tgt Ret 2060 - Inv	8.63 years	A	2,161	8,882	**
Vanguard Tgt Ret 2065 - Inv	7.22 years	AA	-	1,346	
<b>Large Cap Growth Funds</b>					
American Funds Growth End R5	n/a	n/a	119,871	146,841	**
Fidelity Adv New Insights I	n/a	n/a	15,956	95,381	**
<b>Large Cap Value Funds</b>					
Vanguard Tot Stok Mrkt Ind-Instl	n/a	n/a	45,094	95,523	**
Vanguard Institutl Index (Inst)	n/a	n/a	34,390	16,557	**
The Yacktman Fund Sr	n/a	n/a	83,389	87,110	**
Vanguard Equity Income Fund Adm	n/a	n/a	44,555	89,003	**
Parnassus Core Equity Fund Inst	n/a	n/a	23,636	6,386	**
<b>Small-Cap/Mid-Cap Funds</b>					
Janus Henderson Enterprise Fund N	n/a	n/a	64,738	95,102	**
Vanguard Sml-Cap Index-Instl	n/a	n/a	8,243	18,027	**
Vanguard Mid-Cap Index-Instl	n/a	n/a	40,930	2,523	**
JPMorgan Md Cap Value Fund Cls L Shr	n/a	n/a	19,387	1,473	
Janus Henderson Small cap Value Fund I	n/a	n/a	17,658	24,633	**
Emerald Growth Fund Inst	n/a	n/a	61,489	182	
<b>Specialty Fund - Real Estate</b>					
Voya Clarion Real Est Prtinstl	n/a	n/a	14,051	9,441	
Total VEBA Plan investments measured at fair value			17,061,177	10,535,089	

\* Represents 5% or more of the Plan's total investments.

\*\* Represents funds holding international investments

**CITY OF SAN JOSE**  
**VOLUNTARY EMPLOYEE BENEFICIARY ASSOCIATION PLANS**

Notes to Financial Statements

For the Fiscal Year Ended June 30, 2019 and

The Period from Inception (November 1, 2017) through June 30, 2018

**NOTE 4 – INVESTMENTS (Continued)**

The following presents investments at June 30, 2018 with the information related to interest rate risk, credit risk, concentration of credit risk and fair value measurement within the fair value hierarchy established by generally accepted accounting principles on its investments:

Investments	Average Effective Maturity	Credit Rating	FED Plan June 30, 2018	PFD Plan June 30, 2018	
<b>Investments measured at the net asset value (NAV)</b>					
<b>Short-Term Funds</b>					
Vanguard Federal Money Market	48 days	Not Rated	\$ 129	\$ -	
Voya Fixed Account	n/a	n/a	12,921,557 *	7,487,986 *	
Voya Holding Account	n/a	n/a	788	63,453	
<b>Bonds Funds</b>					
Loomis Sayles Core Plus Bd FN	8.69 years	BBB	9,524	-	**
BlkRck InPrtdBnd - Inst sh	8.83 years	AA	194	-	**
Templeton Global Bond VIP Fd 1	2.45 years	BB	9,583	-	**
<b>Global International Funds</b>					
American Funds EuroPacific R5	n/a	n/a	9,471	9,083	**
Oppenheimer Developing Mkts FY	n/a	n/a	52,807	44,422	**
DFA Int'l Small CO - Class	n/a	n/a	9,334	7,461	**
Vanguard Tot Intl St Indx Fd Sig	n/a	n/a	36,173	21,691	**
<b>Asset Allocation Funds</b>					
Moderate Custom Lifestyle Port	n/a	n/a	186,842	-	**
Aggressive Custom Lifestyle Port	n/a	n/a	131,827	93,062	**
Conservative Custom Lifestyle Port	n/a	n/a	41,399	31,508	**
Vanguard T Retirement 2025	8.70 years	AA	32,515	26,354	**
Vanguard Tgt Ret 2020 - Inv	8.07 years	AA	28,147	52,264	**
Vanguard T Retirement 2035	8.70 years	AA	66,880	41,862	**
Vanguard T Retirement 2015	7.49 years	AA	14,990	-	**
Vanguard T Retirement 2045	8.69 years	AA	2,815	9,289	**
Vanguard Tgt Ret 2055 - Inv	8.69 years	AA	466	-	**
Vanguard Tgt Ret 2030 - Inv	8.70 years	AA	120,608	26,175	**
Vanguard T Retirement Income	7.25 years	AA	18,556	-	**
Vanguard Tgt Ret 2050 - Inv	8.69 years	AA	54,430	11,209	**
Vanguard Tgt Ret 2040 - Inv	8.70 years	AA	40,304	-	**
Vanguard Tgt Ret 2060 - Inv	8.69 years	AA	72	-	**
<b>Large Cap Growth Funds</b>					
American Funds Growth End R5	n/a	n/a	59,374	42,616	**
Fidelity Adv New Insights I	n/a	n/a	469	51,569	**
<b>Large Cap Value Funds</b>					
Vanguard Tot Stok mrkt Ind-Instl	n/a	n/a	65,782	78,229	**
Vanguard Institutl Index (Inst)	n/a	n/a	59,344	13,518	**
The Yacktman Fund Sr	n/a	n/a	46,201	51,238	**
Vanguard Equity Income Fund Adm	n/a	n/a	12,408	42,823	**
Parnassus Core Equity Fund Inst	n/a	n/a	18,959	-	**
<b>Small-Cap/Mid-Cap Funds</b>					
Janus Henderson Enterprise Fund N	n/a	n/a	14,845	26,429	**
Vanguard Sml-Cap Index-Instl	n/a	n/a	808	11,761	**
Vanguard Mid-Cap Index-Instl	n/a	n/a	18,993	4,257	**
JPMorgan Md Cap Value Fund Cls L Shr	n/a	n/a	133	4,293	**
Janus Henderson Small cap Value Fund I	n/a	n/a	19	25,770	**
Emerald Growth Fund Inst	n/a	n/a	9,281	3,695	
<b>Specialty Fund - Real Estate</b>					
Voya Clarion Real Est Prtinstl	n/a	n/a	6,743	-	
Total investments measured at the NAV			14,102,770	8,282,017	
Annuities	n/a	n/a			
Total VEBA Plan investments measured at fair value			<u>\$ 14,102,770</u>	<u>\$ 8,282,017</u>	

\* Represents 5% or more of the Plan's total investments

\*\* Represents funds holding international investments

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Notes to Financial Statements

For the Fiscal Year Ended June 30, 2019 and

The Period from Inception (November 1, 2017) through June 30, 2018

**NOTE 4 – INVESTMENTS (Continued)**

*Short-Term Funds.* This type includes investments in 3 separate accounts that invest in a diversified portfolio of fixed income assets and short-term money market instruments. The fair value of the investments in this type have been determined using the NAV per share of the investments. The VRIAC pooled separate accounts are valued by “units”. The unit value takes into account the underlying funds’ daily NAV, less the separate account expenses for the insurance, administration and services provided by VRIAC. Investments in this type do not have any unfunded commitments. Investments in this type can be redeemed daily, and there is not any restriction on redemption notice period.

*Bond Funds.* This type includes investments in 3 pooled separate accounts that invest in bonds and grade securities. Under normal market conditions, the funds will invest at least 80% of its net assets in bonds. The funds might invest some of its net assets in foreign securities. The VRIAC pooled separate accounts are valued by “units”. The unit value takes into account the underlying funds’ daily NAV, less the separate account expenses for the insurance, administration and services provided by VRIAC. Investments in this type can be redeemed daily, and there is not any restriction on redemption notice period.

*Global International Funds.* This type includes investments in 4 separate accounts that invest in common stocks of issuers throughout the world. The VRIAC pooled separate accounts are valued by “units”. The unit value takes into account the underlying funds’ daily NAV, less the separate account expenses for the insurance, administration and services provided by VRIAC. Investments in this type do not have any unfunded commitments. Investments in this type can be redeemed daily, and there is not any restriction on redemption notice period.

*Assets Allocation Funds.* This type includes investments in 3 separate accounts and 12 pooled separate accounts that invest in funds according to their asset allocation strategies designed for investors planning to retire at their respective target years. The fair value of the investments in this type have been determined using the NAV per share of the investments. The VRIAC pooled separate accounts are valued by “units”. The unit value takes into account the underlying funds’ daily NAV, less the separate account expenses for the insurance, administration and services provided by VRIAC. Investments in this type do not have any unfunded commitments. Investments in this type can be redeemed daily, and there is not any restriction on redemption notice period.

*Large Cap Growth Funds.* This type includes investments in 2 separate accounts that invest primarily in common stocks and seek to invest in companies that appear to offer superior opportunities for growth of capital. The VRIAC pooled separate accounts are valued by “units”. The unit value takes into account the underlying funds’ daily NAV, less the separate account expenses for the insurance, administration and services provided by VRIAC. Investments in this type do not have any unfunded commitments. Investments in this type can be redeemed daily, and there is not any restriction on redemption notice period.



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**NOTE 4 – INVESTMENTS (Continued)**

*Large Cap Value Funds.* This type includes investments in 5 separate accounts that invest primarily in domestic equity securities of large and medium companies regularly traded on the New York Stock Exchange and Nasdaq. The management of each fund may invest its assets in foreign equity securities. The VRIAC pooled separate accounts are valued by “units”. The unit value takes into account the underlying funds’ daily NAV, less the separate account expenses for the insurance, administration and services provided by VRIAC. Investments in this type do not have any unfunded commitments. Investments in this type can be redeemed daily, and there is not any restriction on redemption notice period.

*Small-Cap/Mid-Cap Funds.* This type includes investments in 6 separate accounts that invest primarily in equity securities of small and medium U.S. companies. The VRIAC pooled separate accounts are valued by “units”. The unit value takes into account the underlying funds’ daily NAV, less the separate account expenses for the insurance, administration and services provided by VRIAC. Investments in this type can be redeemed daily, and there is not any restriction on redemption notice period.

*Specialty Fund – Real Estate.* This type includes investments in 1 pooled separate account that invests primarily in common and preferred stocks of U.S. real estate investment trusts and real estate companies. The VRIAC pooled separate accounts are valued by “units”. The unit value takes into account the underlying funds’ daily NAV, less the separate account expenses for the insurance, administration and services provided by VRIAC. Investments in this type do not have any unfunded commitments. Investments in this type can be redeemed daily, and there is not any restriction on redemption notice period.

**Interest Rate Risk**

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. Since all investments are participant directed, all risks exist at the participant level. The maturities of the VEBA Plans’ investments are identified on page 12 and 13.

**Credit Risk**

Credit risk is defined as the risk that an issuer or other counterparty to an investment will not fulfill its obligations. Since all investments are participant directed, all risks exist at the participant level. The credit ratings of the VEBA Plans’ investments are identified on page 12 and 13.

**Foreign Currency Risk**

Foreign currency risk is the risk that changes in exchange rates will adversely affect the fair value of an investment. The VEBA Plans allow the option of investment in the separately managed accounts that invest outside the U.S. The individual funds which hold foreign investments are identified on page 12 and 13.

**Custodial Credit Risk**

Custodial credit risk is the risk that, in the event of the failure of a depository financial institution, the VEBA Plans will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. All deposits of the VEBA Plans are held on behalf of the VEBA Plans by Voya in accordance with the formal deposit policy for custodial credit risk and are not exposed to custodial credit risk.

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Notes to Financial Statements

For the Fiscal Year Ended June 30, 2019 and

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**NOTE 4 – INVESTMENTS (Continued)**

**Concentration of Credit Risk**

Concentration of credit risk is the risk of loss attributed to the magnitude of the VEBA Plans' investments in single issuer. The VEBA Plans' investments are managed by several fund managers. The concentrations of investments are determined by the participants' elections to invest in the available investment options as selected by the DCAC. The investments that exceed 5% of the VEBA Plans' total investments are identified on page 12 and 13. Since all investments are participant directed, all risks exist at the participant level.