

APPROVED

MINUTES OF THE REGULAR MEETING OF THE BOARD OF INVESTMENTS

LOS ANGELES COUNTY EMPLOYEES RETIREMENT ASSOCIATION

300 N. LAKE AVENUE, PASADENA, CALIFORNIA 91101

9:00 A.M., WEDNESDAY, AUGUST 11, 2021

This meeting was conducted by teleconference under the Governor's Executive Order No. N-29-20.

PRESENT: Keith Knox, Chair

Joseph Kelly, Vice Chair

Alan Bernstein, Secretary

David Green (Left the meeting at 10:53 a.m.)

Elizabeth Greenwood

Shawn Kehoe

Patrick Jones

Gina V. Sanchez (Left the meeting at 10:45 a.m.)

Herman Santos

STAFF ADVISORS AND PARTICIPANTS

Santos H. Kreimann, Chief Executive Officer

Jonathan Grabel, Chief Investment Officer

Steven P. Rice, Chief Counsel

Luis A. Lugo, Deputy Chief Executive Officer

JJ Popowich, Assistant Executive Officer

Michael Herrera, Senior Staff Counsel

Jude Perez, Principal Investment Officer

STAFF ADVISORS AND PARTICIPANTS (Continued)

Christopher Wagner, Principal Investment Officer

Scott Zdrazil, Senior Investment Officer

Esmeralda del Bosque, Senior Investment Officer

Didier Acevedo, Investment Officer

Derek Kong, Investment Officer

Barry W. Lew, Legislative Affairs Officer

Meketa Investment Group

Stephen McCourt, Managing Principal

Timothy Filla, Managing Principal

Albourne

Mark White, Head of Real Assets

James Walsh, Partner

StepStone Group LP (Real Estate Consultants)

Thomas Hester, Managing Director

Margaret McKnight, Partner

StepStone Group LP (Private Equity Consultants)

Natalie Walker, Partner

I. CALL TO ORDER

The meeting was called to order virtually by Chair Knox at 9:00 a.m.

II. APPROVAL OF MINUTES

A. Approval of the Minutes of the Regular Meeting of July 14, 2021

Mr. Green made a motion, Mr. Kelly seconded, to approve the minutes of the regular meeting of July 14, 2021. The motion passed (roll call) with Messrs.

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II. APPROVAL OF MINUTES (Continued)

Green, Santos, Jones, Kehoe, Kelly, Knox, Ms. Sanchez and Ms. Greenwood voting yes and Mr. Bernstein abstaining.

III. REPORT ON CLOSED SESSION ITEMS

There was nothing to report.

IV. PUBLIC COMMENT

Jan Williams, Patrice Fisher, Michael Guynn, Greg Akili, Kim Isaacs, Donald Byers, Tamara Kasa, Jason Reedy, Maagic Collins, Eliza Franklin, Kim Yergan, Amber Height, Nightly Moore, Brad Carson addressed the Board regarding the Baldwin Hills Crenshaw Plaza. In addition, Patrice Fisher, Michael Guynn, Kim Yergan and Assata Umoja provided a written comment.

V. CHIEF EXECUTIVE OFFICER'S REPORT
(Memo dated July 28, 2021)

Mr. Kreimann provided a brief presentation on the Chief Executive Officer's Report.

VI. CHIEF INVESTMENT OFFICER'S REPORT
(Presentation dated August 11, 2021)

Mr. Grabel provided a brief presentation on the Chief Investment Officer's Report.

VII. CONSENT ITEMS

A. Recommendation as submitted by Shawn Kehoe, Chair, Joint Organizational Governance Committee: That the Board approve for implementation the recommended proposed classification changes for the existing Media Artist classification and approve for implementation the

VII. CONSENT ITEMS (Continued)

recommended proposed classification and compensation changes for the creation of a new Senior Media Artist classification.

(Memo dated July 21, 2021)

Mr. Green made a motion, Ms. Sanchez seconded, to approve staff's recommendation. The motion passed (roll call) with Messrs. Green, Santos, Jones, Kehoe, Bernstein, Knox, Ms. Sanchez and Ms. Greenwood voting yes and Mr. Kelly voting no.

VIII. NON-CONSENT ITEMS

- A. Recommendation as submitted by Jonathan Gabel, Chief Investment Officer; Jude Perez, Principal Investment Officer; Scott Zdrazil, Senior Investment Officer and Esmeralda del Bosque, Senior Investment Officer: That the Board approve the adoption of the revised Investments Policy Statement. (Memo dated August 4, 2021)

Messrs. Gabel, Perez and Zdrazil and Ms. Del Bosque were present to answer questions from the Board.

Mr. Bernstein made a motion, Ms. Sanchez seconded, to approve staff's recommendation. The motion passed (roll call) with Messrs. Green, Santos, Jones, Kehoe, Bernstein, Kelly, Knox, Ms. Sanchez and Ms. Greenwood voting yes.

- B. Recommendation submitted by Christopher Wagner, Principal Investment Officer; Cheryl Lu, Investment Officer; and Derek Kong, Investment Officer: That the Board select StepStone to provide private equity consulting services. (Memo dated July 13, 2021)

Messrs. Wagner and Kong and Ms. Lu provided a presentation and answered questions from the Board.

VIII. NON-CONSENT ITEMS (Continued)

Mr. Santos made a motion, Ms. Sanchez seconded, to approve staff's recommendation. The motion passed (roll call) with Messrs. Green, Santos, Jones, Kehoe, Bernstein, Kelly, Knox, Ms. Sanchez and Ms. Greenwood voting yes.

- C. Recommendation that the Board approve attendance of Trustees at the 2021 SuperReturn North America meeting on October 4 – 5, 2021 in Boston, Massachusetts and approve reimbursement of all travel costs incurred in accordance with the Trustee Education and Trustee Travel Policies.
(Placed on the agenda at the request of Mr. Bernstein)
(Memo dated July 19, 2021)

Mr. Kelly made a motion, Ms. Sanchez seconded, to approve staff's recommendation. The motion passed (roll call) with Messrs. Green, Santos, Jones, Kehoe, Bernstein, Kelly, Knox, Ms. Sanchez and Ms. Greenwood voting yes.

- D. Recommendation as submitted by Jude Pérez, Principal Investment Officer; Scott Zdrazil, Senior Investment Officer; Quoc Nguyen, Investment Officer; Magdalia Armstrong, Senior Investment Analyst and Terra Elijah, Investment Analyst: That the Board approve the proposed general consultant search Minimum Qualifications, Evaluation Criteria, and Scope of Work.
(Memo dated July 19, 2021)

Messrs. Perez, Zdrazil and Nguyen and Ms. Armstrong and Ms. Elijah

provided a presentation and answered questions from the Board.

Mr. Santos made a motion, Mr. Kelly seconded, to approve staff's recommendation. The motion passed (roll call) with Messrs. Green, Santos, Jones, Kehoe, Bernstein, Kelly, Knox, Ms. Sanchez and Ms. Greenwood voting yes.

VIII. NON-CONSENT ITEMS (Continued)

- E. Recommendation as submitted by Steven P. Rice, Chief Counsel: That the Board review the Board Teleconference Meeting Policy and provide input as to or approve changes. (Memo dated August 2, 2021)

Mr. Rice was present and answered questions from the Board.

Mr. Santos made a motion, Mr. Kehoe seconded, to approve staff's recommendation that the policy be revised with Items 1-4 in staff's memo. The motion passed (roll call) with Messrs. Green, Santos, Jones, Kehoe, Bernstein, Kelly, Knox, Ms. Sanchez and Ms. Greenwood voting yes.

IX. REPORTS

- A. State Street Incident Report – July 2021 Data Disclosure
Jude Pérez, Principal Investment Officer
Esmeralda V. del Bosque, Senior Investment Officer
(For Information Only) (Memo dated July 29, 2021)

This item was received and filed.

- B. Labor Negotiator - Irma Rodriguez Moisa
Carly Ntoya, Director, Human Resources
(For Information Only) (Memo dated July 21, 2021)

This item was received and filed.

- C. Legal Projects
Christine Roseland, Senior Staff Counsel
(For Information Only) (Memo dated July 29, 2021)

This item was received and filed.

- D. Semi-Annual Interest Crediting for Reserves as of June 30, 2021
(UNAUDITED)
Ted Granger, Interim Chief Financial Officer
(For Information Only) (Memo dated July 26, 2021)

This item was received and filed.

IX. REPORTS (Continued)

- E. Monthly Status Report on Legislation
Barry W. Lew, Legislative Affairs Officer
(For Information Only) (Memo dated July 23, 2021)

This item was received and filed.

- F. Monthly Education and Travel Reports for June 2021
Ted Granger, Interim Chief Financial Officer
(Memo dated July 21, 2021)

This item was received and filed.

- G. July 2021 Fiduciary Counsel Contact and Billing Report
Steven P. Rice, Chief Counsel
(For Information Only) (Privileged and Confidential)
(Attorney-Client Communication/Attorney Work Product)
(Memo dated July 26, 2021)

This item was received and filed.

X. ITEMS FOR STAFF REVIEW

There was nothing to report.

XI. GOOD OF THE ORDER
(For information purposes only)

The Board and staff congratulated Senior Staff Counsel, Johanna Fontenot on her upcoming retirement after 30 years of County and LACERA service.

XII. EXECUTIVE SESSION

- A. Conference with Staff and Legal Counsel to Consider the Purchase or Sale of Particular, Specific Pension Fund Investments
(Pursuant to California Government Code Section 54956.81)

- 1. Summit Partners Growth Equity XI, L.P.
Christopher J. Wagner, Principal Investment Officer
Didier Acevedo, Investment Officer
(Memo dated July 15, 2021)

XII. EXECUTIVE SESSION (Continued)

Messrs. Wagner and Acevedo and Ms. Walker of StepStone Group LP were present and answered questions from the Board.

Mr. Santos made a motion, seconded by Ms. Greenwood, to approve a commitment of up to \$150 million to Summit Partners Growth Equity XI, L.P. This investment is a private equity fund focusing on growth equity across sectors. The motion passed (roll call) with Messrs. Knox, Bernstein, Santos, Kehoe, Jones, Kelly and Ms. Greenwood voting yes. Mr. Green and Ms. Sanchez were absent from the vote.

2. Private Equity Investment Update
David Chu, Senior Investment Officer
Derek Kong, Investment Officer
(For Information Only) (Memo dated July 14, 2021)

The Board received an information only report providing notice that LACERA completed a co-investment commitment of \$40 million alongside Oak Hill Capital Management, LLC. The commitment is compliant with the private equity co-investment guidelines.

3. Private Equity Investment Update
David Chu, Senior Investment Officer
Calvin Chang, Senior Investment Analyst
(For Information Only) (Memo dated July 14, 2021)

The Board received an information only report providing notice that LACERA completed a co-investment commitment of \$15 million alongside AE Industrial Partners, L.P. The commitment is compliant with the private equity co-investment guidelines.

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XII. EXECUTIVE SESSION (Continued)

- B. Conference with Legal Counsel – Anticipated Litigation
Significant Exposure to Litigation (Pursuant to Paragraph (2) of
Subdivision (d) of California Government Code Section 54956.9)

1. One Case

There is nothing to report.

- C. Conference with Legal Counsel – Initiation of Litigation
(Pursuant to Paragraph (4) of Subdivision (d) of California Government
Code Section 54956.9).

1. Number of cases: 1 (Pending Under Seal)
(For Information Only) (Memo dated July 29, 2021)

There is nothing to report.

XIII. ADJOURNMENT

There being no further business to come before the Board, the meeting was
adjourned at 11:44 a.m.

ALAN BERNSTEIN, SECRETARY

KEITH KNOX, CHAIR