

APPROVED

REVISED as of May 11, 2022

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, APRIL 13, 2022

This meeting was conducted by teleconference under California Government Code Section 54953(e).

PRESENT: David Green, Vice Chair

Elizabeth Greenwood

Onyx Jones

Patrick Jones

Joseph Kelly

Keith Knox

Gina Sanchez

ABSENT: Herman Santos, Chair

Shawn Kehoe, Secretary

STAFF ADVISORS AND PARTICIPANTS

Jonathan Grabel, Chief Investment Officer

Santos H. Kreimann, Chief Executive Officer

Luis A. Lugo, Deputy Chief Executive Officer

Steven P. Rice, Chief Counsel

JJ Popowich, Assistant Executive Officer

Laura Guglielmo, Assistant Executive Officer

STAFF ADVISORS AND PARTICIPANTS (Continued)

Christine Roseland, Senior Staff Counsel

Christopher Wagner, Principal Investment Officer

James Rice, Principal Investment Officer

Jude Perez, Principal Investment Officer

Esmeralda del Bosque, Acting Principal Investment Officer

Scott Zdrazil, Senior Investment Officer

Pushpam Jain, Investment Officer

Derek Kong, Investment Officer

Meketa Investment Group (General Investment Consultants)

Leandro Festino, Managing Principal

Timothy Filla, Managing Principal/ Portfolio Consultant

Aysun Kilic, Executive Vice President/Consultant and Portfolio Strategist

Albourne (Real Assets ex-Real Estate, Illiquid Credit & Hedge Funds Consultant)

Mark White, Head of Real Assets

James Walsh, Partner

Steven Kennedy, Partner

StepStone Group LP (Real Estate Consultants)

Thomas Hester, Managing Director

Margaret McKnight, Partner

I. CALL TO ORDER

The meeting was called to order virtually by Mr. Green at 9:05 a.m.

II. APPROVAL OF MINUTES

A. Approval of the Minutes of the Regular Meeting of March 9, 2022

Mr. Knox made a motion, Ms. Sanchez seconded, to approve the minutes of the regular meeting of March 9, 2022, with certain corrections described by Mr. Kelly. The motion passed (roll call) with Messrs. Green, P. Jones, Kelly, Knox, and Mses. Sanchez, Greenwood and O. Jones voting yes. Messrs. Santos and Kehoe were absent for the vote.

III. REPORT ON CLOSED SESSION ITEM

There was nothing to report.

IV. PUBLIC COMMENT

Jordan Ash addressed the Board regarding ServPro. The Board also received two written comments regarding the same matter.

V. CHIEF EXECUTIVE OFFICER'S REPORT
(Memo dated March 21, 2022)

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

VI. CHIEF INVESTMENT OFFICER'S REPORT
(Presentation dated April 13, 2022)

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

VII. CONSENT ITEMS

Ms. Sanchez made a motion, Ms. Greenwood seconded, to approve the following consent items, VII.A and B. The motion passed (roll call) with Messrs. Green, P. Jones, Kelly, Knox, and Mses. Sanchez, Greenwood and O. Jones voting yes. Messrs. Santos and Kehoe were absent for the vote.

- A. Recommendation as submitted by Steven P. Rice, Chief Counsel: That the Board approves that, under AB 361 and Government Code Section 54953(e)(3) of the Brown Act, the Board of Retirement and Board of Investments separately consider whether to find that the Governor's COVID-19 State of Emergency continues to directly impact the ability of each Board and its Committees to meet safely in person and that the County of Los Angeles and other agencies still recommend social distancing such that each Board and its Committees shall hold teleconference meetings for the next 30 days, and if so, direct staff to comply with the agenda and public comment requirements of the statute. Action taken by each Board will only apply to that Board and its Committees. (Memo dated March 25, 2022)
- B. Recommendation that the Board approve attendance of Trustees at the 19th Annual Consortium 2022 Diverse plus Women Managers Conference on June 14 – 15, 2022 in New York, New York and approve reimbursement of all travel costs incurred in accordance with LACERA's Trustee Education and Trustee Travel Policies and grant an exception to the minimum of five hours per day education requirement given the half day schedule on day one of the conference, the strength of the entirety of the three-day agenda, and the added importance to support diversity, equity and inclusion in all LACERA business practices. (Memo dated March 21, 2022) (Placed on the agenda at the request of Trustee Santos)

VIII. NON-CONSENT ITEMS

- A. Recommendation as submitted by Scott Zdrazil, Senior Investment Officer: That the Board of Investments deliberate whether to nominate a candidate to the International Corporate Governance Network's Board of Governors. (Memo dated March 15, 2022)

Mr. Zdrazil was present and answered question from the Board. This item was received and filed.

IX. REPORTS

- A. Securities Lending Program - 2021 Annual Review
Vache Mahseredjian, Principal Investment Officer
(For Information Only) (Memo dated March 13, 2022)

This item was received and filed.

- B. Council of Institutional Investors Voting Items
Scott Zdrazil, Senior Investment Officer
(For Information Only) (Memo dated March 13, 2022)

This item was received and filed.

- C. Real Estate Recoveries Report
Christine Roseland, Senior Staff Counsel
(For Information Only) (Memo dated March 31, 2022)

This item was received and filed.

- D. Monthly Status Report on Legislation
Barry W. Lew, Legislative Affairs Officer
(For Information Only) (Memo dated March 24, 2022)

This item was received and filed.

- E. Internal Audit's 2022 Quality Assessment Report
Gina V. Sanchez, Chair, Audit Committee
(For Information Only) (Memo dated March 28, 2022)

This item was received and filed.

- F. Legal Projects
Christine Roseland, Senior Staff Counsel
(For Information Only) (Memo dated April 4, 2022)

This item was received and filed.

- G. Monthly Travel & Education Report – February 2022
Ted Granger, Interim Chief Financial Officer

(Public Memo dated March 16, 2022)
(Confidential Memo dated March 16, 2022– Includes Anticipated Travel)

This item was received and file

IX. REPORTS (Continued)

- H. March 2022 Fiduciary Counsel Contact and Billing Report
Steven P. Rice, Chief Counsel
(For Information Only) (Privileged and Confidential)
(Attorney-Client Communication/Attorney Work Product)
(For Information Only) (Memo dated March 29, 2022)

This item was received and filed.

- I. In Re FirstEnergy Corp. Securities Litigation
Michael D. Herrera, Senior Staff Counsel
(For Information Only) (Privileged and Confidential)
(Attorney-Client Communication)
(For Information Only) (Memo dated April 4, 2022)

This item was received and filed.

X. ITEMS FOR STAFF REVIEW

The Board requested that the return to the Boardroom for trustees be agendaized for discussion.

In addition, the Board requested information regarding Board Actions and Opinions on Legislation Found to be Contrary to LACERA Interests and Values.

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

The Board and staff welcomed Onyx Jones to the Board of Investments.

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)

XII. EXECUTIVE SESSION (Continued)

1. Advent International GPE X Limited Partnership
Christopher J. Wagner, Principal Investment Officer
Derek Kong, Investment Officer
(Memo dated March 29, 2022)

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

Mr. Kelly made a motion, Mr. Knox seconded, to approve a commitment of up to \$150 million to Advent International GPE X Limited Partnership, which is a global buyout fund with a sector focus in business and financial services, healthcare, industrials, retail, consumer and leisure, and technology, media, and telecom. The motion passed 5-2 (roll call), with Messrs. Green, Kelly, and Knox and Meses. O. Jones and Greenwood voting yes, and Mr. P. Jones and Ms. Sanchez voting no. Messrs. Kehoe and Santos were absent from the vote.

2. Cibus Fund II, L.P. and Cibus Enterprise Fund II, L.P.
James Rice, Principal Investment Officer
Pushpam Jain, Investment Officer
(Memo dated March 25, 2022)

Messrs. James Rice and Jain and Mr. White of Albourne provided a presentation and answered questions from the Board.

Ms. Greenwood made a motion, Ms. Sanchez seconded, to approve a commitment of up to \$80 million to Cibus Fund II, L.P. and up to \$20 million to Cibus Enterprise Fund II, L.P. These real asset

XII. EXECUTIVE SESSION (Continued)

funds pursue a sustainability-driven food and agriculture strategy, with a geographic focus primarily in Europe with some exposure to other OECD and non-OECD countries. Cibus Fund II will make small cap investments, and Enterprise Fund II will make venture capital investments. The motion passed (roll call), with Messrs. Green, P. Jones, Kelly, and Knox and Meses. O. Jones, Greenwood, and Sanchez voting yes. Messrs. Kehoe and Santos were absent from the vote.

O. Jones, Greenwood, and Sanchez voting yes. Messrs. Kehoe and Santos were absent from the vote.

3. Global Equity Activist Managers
Esmeralda del Bosque, Acting Principal Investment Officer
(Memo dated March 24, 2022)

Ms. Del Bosque was present and answered questions from the Board. The Board took action, which will be reported out at a future date in accordance with the Brown Act.

4. Private Equity Investment Update - I
Derek Kong, Investment Officer
Didier Acevedo, Investment Officer
(For Information Only) (Memo dated March 29, 2022)

The Board received an information only report providing notice that, on February 1, 2022, LACERA completed a co-investment commitment of \$50 million alongside approved manager CVC Capital Partners. The commitment is compliant with the private equity co-investment guidelines.

XII. EXECUTIVE SESSION (Continued)

5. Private Equity Investment Update - II
Derek Kong, Investment Officer
Didier Acevedo, Investment Officer
(For Information Only) (Memo dated March 29, 2022)

The Board received an information only report providing notice that, on January 21, 2022, LACERA completed a co-investment commitment of \$45 million alongside approved manager Clearlake Capital Partners. The commitment is compliant with the private equity co-investment guidelines.

6. Notice Of Re-Up Commitment of up to \$200 Million to Silver Lake Partners VII, L.P.
Christopher Wagner, Principal Investment Officer
Shelly P. Tilaye, Senior Investment Analyst
(For Information Only) (Memo dated March 30, 2022)

The Board received an information only report providing notice that, in March 2022, the Chief Investment Officer approved a re-up commitment of up to \$200 million to Silver Lake Partners VII, L.P., which is a private equity global buyout fund. The fund has a sector focus in core technology, such as software and IT hardware, and in tech-enabled companies, such as e-commerce, financial, and healthcare technology. The fund has a geographic focus primarily in North America, Europe, and Asia. The commitment is compliant with LACERA's policy regarding re-ups.

XIII. ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 10:50 a.m.

Signature on File

SHAWN KEHOE, SECRETARY

Signature on File

HERMAN SANTOS, CHAIR