

APPROVED

MINUTES OF THE REGULAR MEETING OF THE BOARD OF INVESTMENTS

LOS ANGELES COUNTY EMPLOYEES RETIREMENT ASSOCIATION

300 N. LAKE AVENUE, PASADENA, CA 91101

9:00 A.M., WEDNESDAY, NOVEMBER 9, 2022

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

PRESENT: Herman Santos, Chair (By Teleconference)

David Green, Vice Chair (By Teleconference)

Shawn Kehoe, Secretary (By Teleconference) (Joined the meeting at 9:03 a.m.)

Joseph Kelly (In-Person)

Keith Knox (In-Person)

Onyx Jones (In-Person)

Patrick Jones (By Teleconference)

Gina Sanchez (In-Person)

ABSENT: Elizabeth Greenwood

STAFF ADVISORS AND PARTICIPANTS

Jonathan Grabel, Chief Investment Officer

Steven P. Rice, Chief Counsel

Luis Lugo, Deputy Chief Executive Officer

Ted Granger, Interim Chief Financial Officer

Vache Mahseredjian, Principal Investment Officer

STAFF ADVISORS AND PARTICIPANTS (Continued)

James Rice, Principal Investment Officer

Jude Pérez, Principal Investment Officer

Chad Timko, Senior Investment Officer

Mel Tsao, Senior Investment Analyst

John Kim, Investment Officer

Quoc Nguyen, Investment Officer

Krista Powell, Investment Officer

Noah Damsky, Senior Investment Analyst

Meketa Investment Group (General Investment Consultants)

Aysun Kilic, Managing Principal

Tim Filla, Managing Principal

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

James Walsh, Partner

Mark White, Partner

StepStone Group LP (Private Equity Consultants)

Jose Fernandez, Partner

Natalie Walker, Partner

Dan Krikorian, Vice President

Milliman,

Nick Collier, Milliman Actuary

Craig Glyde, Milliman Actuary

Latham & Watkins,

Manny Abascal, Partner

I. CALL TO ORDER

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

II. APPROVAL OF MINUTES

A. Approval of the Minutes of the Regular Meeting of October 12, 2022

Mr. Green made a motion, Mr. Kelly seconded, to approve the minutes of the regular meeting of October 12, 2022. The motion passed (roll call) with Messrs. P. Jones, Green, Knox, Kelly, Santos, Mses. Sanchez and O. Jones voting yes. Mr. Kehoe and Ms. Greenwood were absent from the vote.

III. PUBLIC COMMENT (Mr. Kehoe joined the meeting at 9:03 a.m.)

There were no requests from the public to speak.

IV. EXECUTIVE UPDATE

A. CHIEF EXECUTIVE OFFICER'S REPORT
(Memo dated October 24, 2022)

Mr. Lugo provided a brief presentation on the Chief Executive Officer's Report and answered questions from the Board.

B. CHIEF INVESTMENT OFFICER'S REPORT
(Presentation dated November 9, 2022)

Mr. Grabel provided a brief presentation on the Chief Investment Officer's Report and answered questions from the Board.

V. CONSENT ITEMS

Mr. Knox made a motion, Mr. Green seconded, to approve consent item, V.A. The motion passed (roll call) with Messrs. P. Jones, Kehoe, Green, Knox, Santos, Mses. Sanchez and O. Jones voting yes and Mr. Kelly voting no. Mr. Kehoe and Ms. Greenwood were absent from the vote.

- A. Recommendation as submitted by Steven P. Rice, Chief Counsel: 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 other public agencies still recommend social distancing such that each Board and its Committees shall hold teleconference meetings for the next 30 days as part of hybrid meetings also in person, so long as the State of Emergency remains in effect, and direct staff to comply with the agenda and public comment requirements of Section 54953(e)(3). Action taken by each Board will only apply to that Board and its Committees. (Memo dated October 26, 2022)

Mr. Kelly made a motion, Ms. Sanchez seconded, to approve consent items, V.B. and V.C. The motion passed (roll call) with Messrs. P. Jones, Kehoe, Green, Knox, Kelly, Santos, Mses. Sanchez and O. Jones voting yes. Ms. Greenwood was absent from the vote.

- B. Recommendation as submitted by Gina Sanchez, Chair, Corporate Governance Committee: That the Board approve a revised Corporate Governance Committee Charter. (Memo dated October 14, 2022)
- C. Recommendation that the Board approve attendance of Trustees at the 2023 Infrastructure Investor Global Summit in Berlin, Germany on March 20 – 23, 2023, and approve reimbursement of all travel costs incurred in accordance with LACERA's Trustee Education and Trustee Travel Policies. (Memo dated October 23, 2022) (Placed on the agenda at the request of Trustee Santos)

VI. REPORTS

- A. Pension Plan Actuarial Assumption Review
Luis A. Lugo, Deputy Chief Executive Officer
Ted Granger, Interim Chief Financial Officer
Nick Collier, Milliman Actuary
Craig Glyde, Milliman Actuary
(Memo dated October 28, 2022)

Mr. Granger and Messrs. Collier and Glyde of Milliman provided a presentation and answered question from the Board. This item was received and filed.

- B. LACERA Master OPEB Trust Unitized Fund Structure Update
Jude Pérez, Principal Investment Officer
John Kim, Investment Officer
Mel Tsao, Senior Investment Analyst
(For Information Only) (Memo dated November 1, 2022)

This item was received and filed.

- C. Semi-Annual Interest Crediting for Reserves as of June 30, 2022
(AUDITED)
Ted Granger, Interim Chief Financial Officer
(For Information Only) (Memo dated October 31, 2022)

This item was received and filed.

- D. Project Update: Agenda and Meeting Management Solution
Luis A. Lugo, Deputy Chief Executive Officer
(For Information Only) (Memo dated October 14, 2022)

This item was received and filed.

- E. Legal Projects
Christine Roseland, Senior Staff Counsel
(For Information Only) (Memo dated October 31, 2022)

This item was received and filed.

VI. REPORTS (Continued)

- F. Monthly Travel & Education Reports – September 2022
Ted Granger, Interim Chief Financial Officer

Monthly Trustee Travel & Education Reports for September 2022
(Public memo dated October 19, 2022)
(Confidential memo dated October 19, 2022 – Includes Pending
Travel)

This item was received and filed.

- G. October 2022 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 October 24, 2022)

This item was received and filed.

VII. ITEMS FOR STAFF REVIEW

There were no requests for items for staff review.

VIII. ITEMS FOR FUTURE AGENDAS

There was nothing to report.

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

There was nothing to report.

X. 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)

X. EXECUTIVE SESSION (Continued)

1. Credit and Real Assets & Inflation Hedges Manager Recommendations

Vache Mahseredjian, Principal Investment Officer

Chad Timko, Senior Investment Officer

Quoc Nguyen, Investment Officer

Krista Powell, Investment Officer

James Rice, Principal Investment Officer

Noah Damsky, Senior Investment Analyst

(Memo dated October 28, 2022)

Messrs. Mahseredjian, Rice, Timko, Nguyen, Damsky and Ms. Powell provided a presentation and answered questions from the Board.

The Board took action in connection with two manager mandates, which will be reported out at a future date in accordance with the Brown Act.

2. Real Assets Investment Update – Item 1

James Rice, Principal Investment Officer

Pushpam Jain, Investment Officer

(For Information Only) (Memo dated October 24, 2022)

The Board received an information only report that, in October 2022, LACERA approved a co-investment commitment of \$5 million alongside Cibus Enterprise Fund II, a Board of Investments approved manager. The commitment is compliant with LACERA's real assets co-investment guidelines.

3. Real Assets Investment Update – Item 2

James Rice, Principal Investment Officer

Pushpam Jain, Investment Officer

(For Information Only) (Memo dated October 11, 2022)

X. EXECUTIVE SESSION (Continued)

The Board received an information only report that, in October 2022, LACERA approved a co-investment commitment of \$10 million alongside Cibus Enterprise Fund II, a Board of Investments approved manager. The commitment is compliant with LACERA's real assets co-investment guidelines.

4. Private Equity Investment Update – Item 1
Derek Kong, Investment Officer
Calvin Chang, Senior Investment Analyst
(For Information Only) (Memo dated October 24, 2022)

The Board received an information only report that, on June 22, 2022, LACERA approved a secondary purchase commitment of up to €71.4 million, or \$75.5 million at the time of commitment, in a special purpose vehicle managed by Adelis Equity Partners, an institutional quality manager. The secondary purchase is compliant with LACERA's private equity secondary investment guidelines.

5. Private Equity Investment Update – Item 2
Derek Kong, Investment Officer
Calvin Chang, Senior Investment Analyst
(For Information Only) (Memo dated October 24, 2022)

The Board received an information only report that, on August 19, 2022, LACERA approved a \$20 million co-investment commitment alongside Access Holdings, a manager approved for GTB II, which is a LACERA separate account vehicle managed by Morgan Stanley. The commitment is compliant with LACERA's private equity co-investment guidelines.

X. EXECUTIVE SESSION (Continued)

6. Private Equity Investment Update – Item 3
Didier Acevedo, Investment Officer
Calvin Chang, Senior Investment Analyst
(For Information Only) (Memo dated October 10, 2022)

The Board received an information only report that, on August 30, 2022, LACERA approved a \$75 million co-investment commitment alongside Insight Partners, a Board of Investments consultant-approved manager.

The commitment is compliant with LACERA’s private equity co-investment guidelines.

- B. Conference with Legal Counsel – Existing Litigation
Significant Exposure to Litigation
(Pursuant to Paragraph (1) of Subdivision (d) of California Government Code Section 54956.9)

1. LACERA v. County of Los Angeles, et al.,
Los Angeles Superior Court, Case No. 21STCP03475
(Memo dated October 27, 2022)

There was nothing to report.

2. In re Revlon, Inc. Bankruptcy
Aimco CLO 10 Ltd, et al. v. Revlon, Inc., et al. Adversary
Proceeding (LACERA named as a Plaintiff)
U.S. District Court, Southern District of New York,
Case No. 22-01167-DSJ
(For Information Only) (Memo dated October 31, 2022)

There was nothing to report.

November 9, 2022

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XI. ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 11:26 a.m. in memory of Evelyn Gutierrez, a retiree who served on the Quality and Productivity Commission, was a director on the boards of the Retired Employees of Los Angeles County and the Library Foundation and volunteered with the Friends of the East Los Angeles Library. Ms. Gutierrez passed away unexpectedly on October 4, 2022.

Signature on File

SHAWN KEHOE, SECRETARY

Signature on File

HERMAN SANTOS, CHAIR