



AGENDA

RETIREMENT BOARD MEETING

FIRST MONTHLY MEETING
November 5, 2014
9:00 a.m.

Retirement Board Conference Room
The Willows Office Park
1355 Willow Way, Suite 221
Concord, California

THE RETIREMENT BOARD MAY DISCUSS AND TAKE ACTION ON THE FOLLOWING:

1. Pledge of Allegiance.
2. Accept comments from the public.
3. Approve minutes from the September 10 and 17, 2014 meetings.
4. Routine items for November 5, 2014.
 - a. Approve certifications of membership.
 - b. Approve service and disability allowances.
 - c. Accept disability applications and authorize subpoenas as required.
 - d. Approve death benefits.
 - e. Accept Asset Allocation Report.

CLOSED SESSION

5. The Board will go into closed session under Gov. Code Section 54957 to consider recommendations from the Medical Advisor and/or staff regarding the following disability retirement applications:

<u>Member</u>	<u>Type Sought</u>	<u>Recommendation</u>
a. Michael Espinoza	Service Connected	Service Connected
b. Kenneth Gmeiner	Service Connected	Service Connected
c. Jeffrey Nelson	Service Connected	Service Connected
d. Christopher Wilson	Service Connected	Service Connected
e. Sonya Pye	Non-service Connected	Non-service Connected

OPEN SESSION

6. Consider and take possible action to adopt BOR Resolution 2014-2 confirming the participation of the CCCERA "District" in the CCCERA retirement system.

The Retirement Board will provide reasonable accommodations for persons with disabilities planning to attend Board meetings who contact the Retirement Office at least 24 hours before a meeting.

7. Consider and take possible action to adopt BOR Resolution 2014-3 consenting to the continued participation of CCCERA in the retirement system.
8. Consider and take possible action to approve firm to offer Labor Relations and Consultation Services as the Chief Labor Negotiator.
9. Presentation of Cash Flow report for the 6 months ended June 30, 2014.
10. Consider and take possible action on SACRS legislative proposal.
11. Report of Purchase And/Or Sale of A Pension Fund Investment: PIMCO.
12. Consider and take possible action on Board meeting schedule for 2015.
13. Consider authorizing the attendance of Board and/or staff:
 - a. 2014 Annual Review, Paulson Real Estate Funds, November 21, 2014, New York, NY.
14. Miscellaneous
 - a. Staff Report
 - b. Outside Professionals' Report
 - c. Trustees' comments

The Retirement Board will provide reasonable accommodations for persons with disabilities planning to attend Board meetings who contact the Retirement Office at least 24 hours before a meeting.



MINUTES

RETIREMENT BOARD MEETING MINUTES

FIRST MONTHLY BOARD MEETING
9:00 a.m.

Retirement Board Conference Room
The Willows Office Park
1355 Willow Way, Suite 221
Concord, California

September 10, 2014

Present: Debora Allen, Scott Gordon, Brian Hast, Jerry Holcombe, Louie Kroll, Karen Mitchoff, John Phillips, William Pigeon, Gabe Rodrigues, Todd Smithey, Jerry Telles and Russell Watts

Absent: None

Staff: Gail Strohl, Retirement Chief Executive Officer, Kurt Schneider, Deputy Retirement Chief Executive Officer; Timothy Price, Retirement Chief Investment Officer; Karen Levy, Retirement General Counsel; Peter Ahlstrom, Retirement Benefits Manager; Vickie Kaplan, Retirement Accounting Manager; and Christina Dunn, Retirement Administration Manager

Outside Professional Support: Harvey Leiderman Representing: Reed Smith LLP

1. Pledge of Allegiance

Hast led all in the *Pledge of Allegiance*.

2. Accept comments from the public

No members of the public offered comment.

3. Approval of Minutes

It was **M/S** to approve the minutes of the June 25, 2014 meeting. After a discussion on the wording in Item 11, the Motion was withdrawn and the minutes of the June 25, 2014 meeting were tabled.

It was **M/S** to approve the minutes of the July 9, 2014 meeting. After a discussion on the wording in Item 8, the Motion was withdrawn and the minutes of the July 9, 2014 meeting were tabled.

It was **M/S/C** to approve the minutes of the July 23, 2014 meeting. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts)

It was **M/S/C** to approve the minutes of the July 31, 2014 meeting. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts)

4. Routine Items

It was **M/S/C** to approve the routine items of the September 10, 2014 Board meeting. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts)

CLOSED SESSION

The Board moved into closed session pursuant to Govt. Code Section 54956.9(d)(1) and 54956.9(d)(4).

The Board moved into open session.

Hast recused himself from participating in Item 5.

- 5.** Pursuant to Govt. Code Section 54957.1(a)(2), the following action related to Govt. Code Section 54956.9(d)(1) was taken:

(a) Public Employees Union, Local 1, et al. v CCCERA and Board of Retirement, et al., Contra Costa County Superior Court Case No. N14-1221.

It was **M/S/C** to retain Reed Smith on its behalf against Public Employees Union, Local 1, et al. (Yes: Allen, Gordon, Mitchoff, Phillips, Pigeon, Rodrigues, Smithey, Telles and Watts)

Hast was present for subsequent discussion and voting.

- 6.** There was no reportable action related to Govt. Code Section 54956.9(d)(4).

7. Consider and take possible action on employer contribution rates as recommended by Segal Consulting for In-Home Supportive Services Authority PEPRA Tier 5 (2% COLA)

Schneider reported this item is similar to the item at the August 13, 2014 meeting regarding Con Fire and the need for an employer contribution rate for PEPRA General Tiers with a 2% COLA.

After a discussion, it was **M/S/C** to adopt the employer contribution rates as recommended by Segal Consulting for In-Home Supportive Services Authority (IHSS) District (Cost Group #2) PEPRA Tier 5 (2% COLA). (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts)

8. Consider and take possible action to issue a Request for Proposal for Website Redesign

Schneider reported this item is a follow up to the Board's request for more information on the RFP to redesign CCCERA's website including the scope of the project and the services CCCERA would be requesting.

The Board discussed the overall improvements for its redesigned website and would like to review the RFP prior to it being sent out. It was noted the cost was not included in the memo.

Schneider reported the current website is cluttered and getting more difficult to maintain and staff feels the website needs to be completely overhauled.

After discussion, it was **M/S/C** to continue this item until the next meeting to further discuss issuing an RFP. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts)

9. **Consider and take possible action to extend current contract for external auditing services or issue a Request for Proposal**

Kaplan gave an overview of her memo noting Brown Armstrong's fees for the next three years would increase by 12%. It was noted that when the last RFP was issued and Brown Armstrong was selected there was a caveat that the lead partner be changed.

After discussion, it was M/S/C to retain Brown Armstrong as CCCERA's external auditors for the next three year period from 2014-2016 and enter into a three (3) year contract, subject to annual review and issue an RFP for external auditing services at the end of this three year term. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts)

10. **Consider and take possible action to issue a Request for Proposal to provide Labor Relations Services and a Request for Proposal to provide Labor and Employment Law Legal Services**

Levy reported the timing is crucial on issuing the RFP's. She noted one firm could provide both services.

The Board requested a copy of the RFP before it is sent out.

It was M/S/C to issue Requests for Proposals for: (1) Labor Relations Consultant; and (2) Labor and Employment Law Legal Counsel. (Yes: Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts. No: Allen)

11. **Consider and take possible action to adopt Policy on Determining "Compensation Earnable" Under Assembly Bill 197 for Purposes of Calculating Retirement Benefits**

Hast reported this item is to adopt formally what was previously adopted verbally. Levy stated this policy brings CCCERA under compliance with AB 197 and the Superior Court ruling in the AB 197 litigation. Levy is recommending having two policies, one for Legacy (pre-PEPRA) members and one for PEPRA Members (Policy is under Agenda Item 12) because there are two different statutory definitions for each group.

The Board felt the wording in Item III.C., the last paragraph, needs to include the language from Item III.B page 3, second paragraph.

It was M/S/C to adopt the Policy on Determining "Compensation Earnable" Under AB 197 For Purposes of Calculating Retirement Benefits for "Legacy" (Pre-PEPRA) Members. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts)

12. **Consider and take possible action to adopt Policy On Determining "Pensionable Compensation" Under PEPRA For Purposes of Calculating Retirement Benefits**

Levy reviewed the policy noting the policy reflects the action the Board previously took on December 12, 2012 to include base pay only in pensionable compensation for purposes of calculating retirement benefits for PEPRA members.

In public comment, Ken Westerman, Deputy Sheriff's Association, has concerns that the current policy on base pay only for PEPRA members is not the position of other '37 Act counties and CalPERS. CalPERS and Alameda County recently voted to include certain items beyond base pay and feels CCCERA needs to review their policy because it is not competitive with other counties.

The Board discussed including "base pay only" on a future agenda to review.

It was **M/S/C** to adopt the Policy on Determining “Pensionable Compensation” under PEPR for Purposes of Calculating Retirement Benefits. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Smithey, Telles and Watts. No: Rodrigues)

The Board gave direction to staff to gather information on the changes made by CalPERS and other ‘37 Act Systems regarding pensionable compensation and pay items that they are including.

Telles was no longer present for subsequent discussion and voting.

13. Consider and take possible action to update CCCERA’s Conflict of Interest Code

Levy reported the conflict of interest code is reviewed on an annual basis. She reviewed her memo which summarizes the recommended updates to the Code.

It was **M/S/C** to adopt the recommended updates to CCCERA’s Conflict of Interest Code as presented. (Yes: Allen, Gordon, Hast, Kroll, Mitchoff, Phillips, Rodrigues, Smithey and Watts)

Telles was present for subsequent discussion and voting.

14. Consider and take possible action on SACRS Voting Proxy

It was **M/S/C** to appoint Rodrigues as the Voting Delegate and Telles as the Alternate Voting Delegate at the upcoming SACRS Conference. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts)

It was the consensus of the Board to move to Item 16.

16. Conference Seminar Attendance

- a. It was **M/S/C** to authorize the attendance of 1 staff member at the Investment Education Conference, Milliman, Oct. 1-3, 2014, Lake Tahoe, CA. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts)
- b. It was **M/S/C** to authorize the attendance of 1 staff member at the Annual Meeting, Conference of Consulting Actuaries, October 19-22, 2014, Rancho Mirage, CA. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts)
- c. It was **M/S/C** to authorize the attendance of 1 Board Member at the Annual CRCEA Fall Conference, California Retired County Employees Association, October 19-22, 2014, Sacramento, CA. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts)
- d. It was **M/S/C** to authorize the attendance of all Board Members and all appropriate staff members at the 2014 Fall Conference, SACRS, November 11-14, 2014, Monterey, CA. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts)

17. Miscellaneous

- (a) Staff Report –

Strohl reported the Governor recently signed SB 673, establishing CCCERA as a special district effective January 1, 2015.

The internal re-model continues and is on schedule.

Price reported on the onsite meeting with Adams Street and felt it was a positive meeting.

The Consultant RFP was issued on Monday.

DBL has asked if we have an interest in investing in their Fund III.

Kaplan reported staff is working on year end close; GASB 67, and the software transition.

(b) Outside Professionals' Report -

Leiderman reported San Jose has Measure G on the ballot which will transfer control of the senior staff of the city pension fund away from the City Manager and over to the pension board.

He requested a quiet period with labor representatives due to SB 673 until an employment counsel is hired and is able to provide expert advice on the protocols of being an employer under the Meyers Millers Brown Act.

(c) Trustees' comments –

Hast stated the CCCERA Board does not intend on making any immediate changes to current employment policies once CCCERA becomes a special district.

Philips reported on the Adams Street onsite and came out of meeting feeling very comfortable and would like to have them removed from the watch list.

Telles reported he is not able to go to Torchlight.

Mitchoff reported she is not able to go to Torchlight.

18. Educational session regarding fiduciary duties presented by Harvey Leiderman, Reed Smith

Leiderman reviewed the fundamental fiduciary duties of the CCCERA Board of Retirement. He stated their primary loyalty is to the members and beneficiaries of the retirement system. He reviewed the requirements of the CCCERA Code of Fiduciary Conduct and Ethics, quiet periods, and conflict of interest.

It was **M/S/C** to adjourn the meeting. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey, Telles and Watts)

Brian Hast, Chairman

Jerry Telles, Secretary



RETIREMENT BOARD MEETING MINUTES

SECOND MONTHLY BOARD MEETING

9:00 a.m.

September 17 , 2014

Retirement Board Conference Room

The Willows Office Park
1355 Willow Way, Suite 221
Concord, California

Present: Debora Allen, Scott Gordon, Brian Hast, Jerry Holcombe, Louie Kroll, Karen Mitchoff, John Phillips, William Pigeon, Gabe Rodrigues, Todd Smithey and Jerry Telles

Absent: Russell Watts

Staff: Gail Strohl, Retirement Chief Executive Officer, Kurt Schneider, Deputy Retirement Executive Officer; Timothy Price, Retirement Chief Investment Officer; Karen Levy, Retirement General Counsel; Christina Dunn, Retirement Administration Manager, Chih-Chi Chu, Retirement Investment Analyst; and Jeff Youngman, Retirement Investment Analyst

Outside Professional Support:	Representing:
Bob Helliessen	Milliman
Marty Dirks	Milliman
Dorian Young	Milliman

1. Pledge of Allegiance

Hast led all in the *Pledge of Allegiance*.

2. Accept comments from the public

No members of the public offered comment.

3. Presentation from staff and Torchlight regarding potential commitment to the Torchlight Debt Opportunity Fund V – Daniel Heflin, Michael Romo

Chu gave an overview of Torchlight noting they have a very strong fixed income program which consistently ranks very high among our peers. He reviewed CCCERA's investments with Torchlight noting we committed \$60 million to Fund IV and based on our allocation table, we are able to commit \$75 million to Fund V.

Heflin gave a brief overview of the presentation and the firm.

Romo reported Torchlight is now 100% owned by the partners and has always been focused on real estate debt. He reviewed the teams noting they have been together over 14 years. He also reviewed the firm's key milestones and their track record.

Heflin reviewed CCCERA's portfolio performance from inception through June 30, 2014 as well as portfolio performance change since March 2012 when they last presented to the Board.

He gave an overview of the federal debt level and the projected federal budget deficit. He stated the lending market has not returned to its pre-2008 level. He reviewed current market opportunities and Torchlight's investment focus.

He reviewed their investment strategy for Debt Opportunity Fund V and their initial target portfolio allocation. He also reviewed the terms and capital amount for Fund V.

4. Consider and take possible action regarding potential commitment to the Torchlight Debt Opportunity Fund V

After a discussion on management fees, it was M/S/C to make a capital commitment of \$75 million to the Torchlight Debt Opportunity Fund V subject to due diligence, on-site, legal review and authorize the CEO to sign the necessary documents. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Rodrigues, Smithey and Telles)

5. Presentation from staff on private real estate pacing schedule

Price reviewed CCCERA's Real Estate Program, current real estate market trends, staff's recommended allocation and the impact on CCERA's combined real estate portfolio. He reported every 2 years staff provide the Board with recommended allocation schedules for private equity and private real estate.

Youngman reported CCCERA's real estate target allocation is 12 ½% as of July 31, 2014 with an available \$177 million to commit to real estate. Staff feels the core side of real estate has been keeping up but the distressed and opportunistic strategies are the best places to invest. He briefly reviewed Oaktree's and Angelo Gordon's strategy.

Price discussed the recommended European allocation. He also gave a brief overview of current real estate funds coming on the market in the immediate future.

The Board complimented staff on their memos.

Gordon was no longer present for subsequent discussion and voting.

6. Presentation from staff and Oaktree regarding potential commitment to the Oaktree Real Estate Opportunities Fund VII – Frances Maletis, Justin Guichard

Price reviewed potential commitments to the Oaktree Real Estate Opportunities Fund VII and Angelo Gordon Realty Fund IX prior to both presentations.

Price reported part of the allocation commitment being recommended is \$65 million to Oaktree Real Estate Opportunities Fund VII and \$65 million to Angelo Gordon Realty Fund IX.

Youngman gave an overview of the relationship between CCCERA and Oaktree noting the performance of their real estate funds have been positive contributors to the real estate portfolio on a gross-of fees basis. He also reviewed CCCERA's current investments with Oaktree noting their funds have increased in size and have been able to deploy capital very quickly.

Youngman reviewed Angelo Gordon's approach to investing in opportunistic real estate. He also gave an update on the amount of commitments available for private real estate investments and a summary of terms for both of the new funds.

Oaktree waived the confidentiality clause in the presentation materials.

Maletis gave an overview of the firm noting there are over 800 employees located globally with their headquarters in Los Angeles and have over \$91 in assets under management.

Guichard reviewed their approach over the last eight years noting they have acquired significant assets. He also gave an overview on the outlook on the areas of investments they are focusing on.

He reviewed the primary points of Real Estate Opportunities Fund VII noting they are focusing on borrowers who borrow too much and lenders who lent too much. He reported the size of Fund VII is targeted for \$3 to \$3.5 billion. He stated they expect 75% of their investments going forward to be centered around commercial assets with 50% in the U.S. and 25% in Europe.

Guichard reviewed their investment team and their track record noting that to date they have a 95:1 profit-to-loss ratio for funds whose investments were led by John Brady.

Maletis stated the first close is penciled in for February 3, 2015 and they have already received commitments. Fee discounts were also discussed.

It was the consensus of the Board to move to Item 8.

8. Presentation from staff and Angelo Gordon regarding potential commitment to the Angelo Gordon Realty Fund IX – Colleen Casey, Reid Liffmann

Angelo Gordon waived the confidentiality clause in the presentation materials.

Casey gave an overview of the firm noting they are privately owned with 70 partners. Their two core strengths are credit and real estate and are currently managing over \$27 billion. She noted that 80% of their clients are institutional and they work with about 50 public pension plans.

Liffmann gave an overview of their strategy noting they are a bottoms-up real estate investor and use conservative leverage. He reviewed their real estate investment team noting employees stay for a very long time. He reviewed their approach to real estate stating they hire experienced fund managers and they partner with local real estate entrepreneurs. He also reviewed the performance of their Opportunistic Realty Funds.

Allen was no longer present for subsequent discussion and voting.

Liffmann gave an update on CCCERA's investment in Realty Fund VIII as of March 31, 2014 noting the portfolio is doing very well. He reviewed their acquisitions in 2013, recent deals and their existing assets.

Casey reviewed the terms, management fees, and fee break they are offering on Fund IX noting the first closing will be on October 10, 2014.

9. Consider and take possible action regarding potential commitment to the Angelo Gordon Realty Fund IX

After discussion, a motion was **M/S/C** to commit \$65 million to Angelo Gordon Realty Fund IX subject to due diligence, legal review and authorize the CEO to sign the necessary contracts. (Yes: Hast, Holcombe, Mitchoff, Phillips, Rodrigues, Smithey and Telles)

It was the consensus of the Board to move to Item 7.

7. **Consider and take possible action regarding potential commitment to the Oaktree Real Estate Opportunities Fund VII**

Phillips reported he owns a modest number of shares and asked if he should recuse himself. It was noted he is not required to but if he feels he would benefit from the investment then he should.

Hast asked for the motion to be contingent on clarification of the Fund Name being “a Cayman Islands exempted limited partnership” and it being a feeder fund.

After discussion, it was **M/S/C** to commit \$65 million to the Oaktree Real Estate Opportunities Fund VII as recommended by staff subject to due diligence, legal review including review of the Cayman Islands Fund and Feeder Fund and authorize the CEO to sign all necessary contracts. (Yes: Hast, Holcombe, Mitchoff, Phillips, Rodrigues, Smithey and Telles)

10. **Review of total portfolio performance**

Dirks distributed a Flash Report for the period ending August 31, 2014.

Young gave an overview of the market in general and also for the second quarter noting it was a good quarter for fixed income. He also gave an overview of how the market typically performs in an election year.

Dirks discussed the key points of the quarterly report noting the CCCERA Total Fund returned 3.8% for the second quarter.

Price noted we are about 9 months away from an asset allocation report when asset classes can be reviewed.

Helliesen reported the flash report shows Domestic Equities and Bonds are up noting it is a preview of what we will see on next quarterly report.

a. **Consideration of any managers already under review or to be placed under review**

Dirks reported on the managers on the watch list noting Adams Street and DBL are not on the report because they were put on watch at the end of the 2nd quarter. He stated both were put on watch due to personnel changes. He reported the on-site visit to Adams Street went well and recommends removing Adams Street from the Watch list.

After a discussion, it was **M/S/C** to remove Adams Street from the Watch List. (Yes: Hast, Holcombe, Mitchoff, Phillips, Rodrigues, Smithey and Telles)

Helliesen reported on Adelante performance and feels they can be removed from Watch List. He gave an update on Lord Abbett and PIMCO and recommends keeping them on the Watch List for another quarter.

It was **M/S/C** to remove Adelante from the Watch list. (Yes: Hast, Holcombe, Mitchoff, Phillips, Rodrigues, Smithey and Telles)

b. **Consideration of any changes in allocations to managers**

There were no changes in allocations to managers.

c. Discussion of revision to 1st quarter 2014 performance report

Helliesen reported on the revisions to the 1st quarter report noting the bulk of the revisions were due to a software glitch with their provider. He also reported Milliman failed to include 2 new funds in the original report.

11. Consider and take possible action to issue a Request for Proposal for Website Redesign

After a discussion, it was **M/S/C** to issue the Request for Proposal for Website Redesign with a correction to 3.1, third bullet, removing the word “to” in the second line and removing “and approved by a two-thirds majority of the Board” from 3.2.6 regarding overages. (Yes: Hast, Holcombe, Mitchoff, Phillips, Rodrigues, Smithey and Telles)

12. Miscellaneous

(a) Staff Report –

Strohl reported staff has been working on preparing CCCERA to become an independent district effective January 1, 2015.

She reported staff is also working on the internal office remodel to improve the workflow.

She has received media inquiries regarding the Investment Consultant RFP and also from a reporter with the LA Times regarding the use of base pay or base pay plus in pensionable compensation for PEPRA members.

Price reported the next project will be on real assets and underwriting the INVESCO funds.

Levy reported the two RFP’s are out for the Chief Labor Negotiator and the Labor and Employment Law Legal Counsel with a final submission date of October 3, 2014.

Dunn reported the landscapers removed the shrubbery from the parking lot due to safety issues.

(b) Outside Professionals’ Report -

Helliesen reported they are vigorously working on their response to the RFP CCCERA issued for an Investment Consultant.

(c) Trustees’ comments –

Phillips reported the Affiliates Committee is sponsoring a dinner on the first night of SACRS.

It was **M/S/C** to adjourn the meeting. (Yes: Hast, Holcombe, Mitchoff, Phillips, Rodrigues, Smithey and Telles)

Brian Hast, Chairman

Jerry Telles, Secretary

CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

BOARD OF RETIREMENT

Meeting Date
11/05/14
 November 5, 2014
Agenda Item
#4

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Items requiring Board Action

A. Certifications of Membership – see list and classification forms.

B. Service and Disability Retirement Allowances:

<u>Name</u>	<u>Number</u>	<u>Effective Date</u>	<u>Option Type</u>	<u>Group</u>	<u>Selected</u>
Adame, Jess	60093	07/11/14	SR	I	Option 1
Alvarez, Eleanor	45483	08/07/14	SR	III	Unmod
Arrostuto, Christina	37101	07/19/14	SR	II & III	Unmod
Barajas, Lynn	60637	05/25/13	NSCD	III	Unmod
Barouch, Rita	48621	07/11/14	SR	III	Unmod
Brunner, Wendel	35520	07/07/14	SR	I, II & III	Unmod
Clark, David	48280	07/11/14	SR	S/A	Unmod
Cuadra, Guillermo	66310	07/11/14	SR	III	Unmod
Dominguez, Steven	D3483	07/21/14	SR	I	Option 2
Gallien, Patricia	43531	07/11/14	SR	III	Unmod
Griffin, Kevin	41808	06/11/14	SR	II & III	Unmod
Hooper-Britton, Debra	51707	08/01/14	SR	III	Unmod
Jordan, Sandra	40554	07/11/14	SR	II & III	Unmod
Jordan, Steven	44581	07/11/14	SR	II & III	Unmod
Kenery, Nicolas	68009	07/11/14	SR	III	Unmod
Lee, LaJeune	45056	07/11/14	SR	II & III	Unmod
MacDougall, David	41918	08/23/14	SR	II & III	Unmod
Manzano, Mendel	38338	07/11/14	SR	II & III	Unmod
McGuire, Louise	56596	07/11/14	SR	III	Unmod
McQuarrie, Scott	68417	07/11/14	SR	III	Unmod
Morillo, Colleen	D9990	07/11/14	SR	I	Unmod
Murray, Lisa	54615	09/01/14	SR	II & III	Unmod
Oehrlein, Deborah	23330	07/11/14	SR	II & III	Unmod
Pitau, John	39591	08/30/14	SR	II & III	Unmod
Rizzio, Margaret	38980	07/11/14	SR	II & III	Unmod
Sanford, Cathy	61925	07/11/14	SR	I	Unmod
Soto, Arthur	39271	08/01/14	SR	II & III	Unmod

KEY:

Group
 I = Tier I
 II = Tier II
 III = Tier III
 S/A = Safety Tier A
 S/C = Safety Tier C

Option
 * = County Advance
 Selected w/option

Type
 NSP = Non-Specified
 SCD = Service Disability
 SR = Service Retirement
 NSD = Non-Service Disability

CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

BOARD OF RETIREMENT

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Spearman, David	D3603	07/11/14	SR	I	Unmod
Sykes, Laurie	65915	07/11/14	SR	II & III	Unmod
TeVrucht, Robert	67226	08/15/14	SR	III	Unmod
Wamosh, Maurine	56269	07/11/14	SR	III	Option 1
Williams, Donald	71781	09/08/13	SCD	S/A	Unmod
Yeager, Debi	52043	07/11/14	SR	II & III	Unmod

C. Disability Retirement Applications: The Board's Hearing Officer is hereby authorized to issue subpoenas in the following cases involving disability applications:

<u>Name</u>	<u>Number</u>	<u>Filed</u>	<u>Type</u>
Stockdale, Kathleen	46136	10/17/14	NSCD

D. Deaths:

<u>Name</u>	<u>Date of Death</u>	<u>Employer</u>
Bradley, Emmie Lou	07/26/14	Beneficiary
Broadhead, Angela	10/06/14	Contra Costa County
Budde, Betty	10/13/14	Contra Costa County
Cable, Mattie	10/14/14	Contra Costa County
Danielson, Betty	10/23/14	Beneficiary
Delong, Jane	07/14/14	AP
Ellsworth, Nina	10/02/14	Contra Costa County
Harper, Dorothy	10/09/14	Beneficiary
Kelly, William	10/24/14	Contra Costa County
Lowrie, Latson	08/17/14	Contra Costa County
Marks, John	10/13/14	Contra Costa County
Myhre, Carol	10/18/14	Contra Costa County & Beneficiary
Poirier, Donna	10/04/14	Contra Costa County
Settembrino, John	09/20/14	Contra Costa County
Stewart, Tommy	09/28/14	Contra Costa County

KEY:

Group
 I = Tier I
 II = Tier II
 III = Tier III
 S/A = Safety Tier A
 S/C = Safety Tier C

Option
 * = County Advance
 Selected w/option

Type
 NSP = Non-Specified
 SCD = Service Disability
 SR = Service Retirement
 NSD = Non-Service Disability

CERTIFICATION OF MEMBERSHIPS

<i>Name</i>	<i>Employee Number</i>	<i>Tier</i>	<i>Membership Date</i>	<i>Employer</i>
Abbott, Natalie	80560	P5.2	09/01/14	Contra Costa County
Adams, Mena	75353	P5.2	09/01/14	Contra Costa County
Aguilar, Hortencia	53172	III	09/01/14	Contra Costa County
Agurto, Sandra	80459	P5.2	09/01/14	Contra Costa County
Ahlstrom, Peter	80636	P4.3	09/01/14	CCCERA
Ahmed, Abid	80460	P5.2	09/01/14	Contra Costa County
Alderton, Josiah	80628	P5.2	09/01/14	Contra Costa County
Ar dosa, Shiela Mae	80466	P5.3	09/01/14	Contra Costa County
Avakian, Jill	80539	P5.2	09/01/14	Contra Costa County
Baldwin, Tiffany	76405	P5.2	09/01/14	Contra Costa County
Balsley, Richard	80566	P5.2	09/01/14	Contra Costa County
Bennett, Marshall	80570	P5.2	09/01/14	Contra Costa County
Bhela, Sukhdeep	80530	P5.2	08/01/14	Contra Costa County
Biernacki, Adam	80527	P5.2	08/01/14	Contra Costa County
Burgarino, Paul	80618	P5.2	09/01/14	Contra Costa County
Butler, Ashley	80057	P5.2	09/01/14	Contra Costa County
Butler, Beverly	51132	III	09/01/14	Contra Costa County
Calcagno, Angela	D7830	P4.3	09/01/14	San Ramon Valley Fire
Castro, Karla	74427	III	09/01/14	Contra Costa County
Ceja, Analilia	80583	P5.2	09/01/14	Contra Costa County
Chan, Kristi	63655	III	09/01/14	Contra Costa County
Chauhan, Meenu	80552	P5.2	09/01/14	Contra Costa County
Claus, Haydee	D9500	III	09/01/14	Superior Courts
Colen, Janis	80585	P5.2	09/01/14	Contra Costa County
Culberson, Eric	80543	P5.2	08/01/14	Contra Costa County
Cunningham, Tanya	80555	P5.2	09/01/14	Contra Costa County
Cuyler, Ernestine	78748	P5.2	09/01/14	Contra Costa County
Doan, Anh-Vu	79854	P5.2	09/01/14	Contra Costa County
Dong, Nina	80470	P5.2	09/01/14	Contra Costa County
Doyle, Aaron	80458	P5.2	09/01/14	Contra Costa County

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III = Tier III	P5.2 = PEPRA Tier 5 (2% COLA)	S/D = Safety Tier D
	P5.3 = PEPRA Tier 5 (3% COLA)	S/E = Safety Tier E

CERTIFICATION OF MEMBERSHIPS

<i>Name</i>	<i>Employee Number</i>	<i>Tier</i>	<i>Membership Date</i>	<i>Employer</i>
Dubois, Donald	72592	S/D	09/01/14	Contra Costa County
Durant, Vincent	80542	P5.2	08/01/14	Contra Costa County
Espinda, Jeanette	80586	P5.2	09/01/14	Contra Costa County
Farrag, Ahmed	80567	P5.2	09/01/14	Contra Costa County
Fernandez-Noguera, Ninoska	78577	P5.2	09/01/14	Contra Costa County
Fiore, William	80534	P5.2	08/01/14	Contra Costa County
Flud, Nicole	80584	P5.2	09/01/14	Contra Costa County
Fryar, Elain	53040	III	09/01/14	Contra Costa County
Gasser, Megan	71073	III	09/01/14	Contra Costa County
Gates, Suzanne	80556	P5.2	09/01/14	Contra Costa County
Gilson, Gayne	80462	P5.2	09/01/14	Contra Costa County
Gomez Gonzalez, Noelia	53044	III	09/01/14	Contra Costa County
Grant, Stephanie	79200	P5.2	09/01/14	Contra Costa County
Guillermo, Mario	80533	P5.2	08/01/14	Contra Costa County
Gutierrez, Isaias	80590	P5.2	09/01/14	Contra Costa County
Gyurina, Kyle	80517	P5.2	08/01/14	Contra Costa County
Hargrave, Robin	80464	P5.3	09/01/14	Contra Costa County
Harrison, Danicia	76575	P5.2	09/01/14	Contra Costa County
Haywood, Lori	47038	III	09/01/14	Contra Costa County
Hefner, Nicole	79703	P5.2	09/01/14	Contra Costa County
Henry, Barbara	80554	P5.2	09/01/14	Contra Costa County
Herrera, Arturo	9500	P5.3	09/01/14	Superior Courts
Hofmann, Anton	80516	P5.2	08/01/14	Contra Costa County
Holandez, Rona	80465	P5.2	09/01/14	Contra Costa County
Homa, Michael	76394	P5.3	09/01/14	Contra Costa County
Hooks, Paula	70901	P5.2	09/01/14	Contra Costa County
Iwuoha, Chinazom	78159	P5.3	09/01/14	Contra Costa County
Kaur, Sukhvinder	80571	P5.2	09/01/14	Contra Costa County
Keeney, Chad	80502	P5.2	09/01/14	Contra Costa County
Kim, Jessica	80564	P5.2	09/01/14	Contra Costa County

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	P5.3 = PEPRA Tier 5 (3% COLA)	S/E = Safety Tier E

CERTIFICATION OF MEMBERSHIPS

<i>Name</i>	<i>Employee Number</i>	<i>Tier</i>	<i>Membership Date</i>	<i>Employer</i>
Lamia, Charlin	74575	P5.2	09/01/14	Contra Costa County
Lawson, Theodore	80507	P5.2	09/01/14	Contra Costa County
Layton, Chaunna	80577	P5.2	09/01/14	Contra Costa County
Lee, Cheo	80335	P5.2	09/01/14	Contra Costa County
Lemire, Claudia	80453	P5.2	09/01/14	Contra Costa County
Leung, Alva	80483	P5.2	09/01/14	Contra Costa County
Lewis, Trevor	80506	P5.2	09/01/14	Contra Costa County
Liautaud-Perkins, Martine	80504	P4.2	09/01/14	Con Fire
Lindgren, Matthew	80482	P5.2	09/01/14	Contra Costa County
Lu, Yue	80588	P5.2	09/01/14	Contra Costa County
Ly, Son	80627	P5.2	09/01/14	Contra Costa County
Maldonado, Silvia	76204	P5.2	09/01/14	Contra Costa County
Martin, Stephanie	62460	III	09/01/14	Contra Costa County
Mata, Denise	54330	III	09/01/14	Contra Costa County
McGhee, Lakenya	80630	P5.2	09/01/14	Contra Costa County
McGuire, Eleanor	60905	III	09/01/14	Contra Costa County
Mercado, Lourdes	68561	P5.3	09/01/14	Contra Costa County
Monge, Sheina	80452	P5.2	09/01/14	Contra Costa County
Moore, Artishia	80576	P5.2	09/01/14	Contra Costa County
Moscardon, Rommel	80455	P5.2	08/01/14	Contra Costa County
Ned, Stacy	80597	P5.2	08/01/14	Contra Costa County
Nevins, David	80518	P5.2	08/01/14	Contra Costa County
Norquist, Blake	80633	P5.2	09/01/14	Contra Costa County
Oyhancabal, David	80514	P5.2	08/01/14	Contra Costa County
Payne, Ashley	80575	P5.2	09/01/14	Contra Costa County
Perry, Kevin	80519	P5.2	08/01/14	Contra Costa County
Pipkin, Amy	80569	P5.2	09/01/14	Contra Costa County
Postic, Clarence	80615	S/E	09/01/14	Contra Costa County
Powell, Anthony	80512	P5.2	08/01/14	Contra Costa County
Price, Robyn	57176	III	09/01/14	Contra Costa County
Quezada, Manuela	75054	P5.2	09/01/14	Contra Costa County
Quintero, Fabiola	80574	P5.2	09/01/14	Contra Costa County

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CERTIFICATION OF MEMBERSHIPS

<i>Name</i>	<i>Employee Number</i>	<i>Tier</i>	<i>Membership Date</i>	<i>Employer</i>
Raiber-Kornfeld, Shoshana	80563	P5.2	09/01/14	Contra Costa County
Ramirez, Blanca	80520	P5.2	08/01/14	Contra Costa County
Reinmuth, Marianne	D3301	P5.3	09/01/14	CC Mosquito
Rios Bolanos, Ulises	80573	P5.2	09/01/14	Contra Costa County
Robinson, Turner	80513	P5.2	08/01/14	Contra Costa County
Roces, Rachel Anne	79796	P5.3	09/01/14	Contra Costa County
Roddy, Michael	75371	P5.2	09/01/14	Contra Costa County
Rothman, Margaret	80631	P5.2	09/01/14	Contra Costa County
Rubalcuva-Gallo, Jose	80619	P5.2	09/01/14	Contra Costa County
Sanchez, Angela	80515	P5.2	08/01/14	Contra Costa County
Santoni, Vince	80521	P5.2	08/01/14	Contra Costa County
Scannell, Richard	80596	P5.2	09/01/14	Contra Costa County
Scott, Tina	80495	P5.2	09/01/14	Contra Costa County
Sealey, Chere	80033	P5.3	09/01/14	Contra Costa County
Seck, Bonnie	80499	P5.2	09/01/14	Contra Costa County
Session, Noni	80562	P5.2	09/01/14	Contra Costa County
Shabanoff, Alexei	80532	P5.2	08/01/14	Contra Costa County
Shaw, Jason	80531	P5.2	08/01/14	Contra Costa County
Sheperd, LaTasha	80503	P5.2	09/01/14	Contra Costa County
Skidmore, Le'Reina	80587	P5.2	09/01/14	Contra Costa County
Smith, Cassandra	80511	P5.2	08/01/14	Contra Costa County
Solis, Veronica	80480	P5.2	09/01/14	Contra Costa County
Sparrey, Adam	80509	P5.2	08/01/14	Contra Costa County
Sponseller, Nikolaus	80510	P5.2	08/01/14	Contra Costa County
Stahlman, Sylvia	74007	P5.2	09/01/14	Contra Costa County
Stortz, Amanda	78671	P5.2	09/01/14	Contra Costa County
Sullivan-Guzman, Alexander	80634	P5.2	09/01/14	Contra Costa County
Sumler, Danielle	79586	P5.2	09/01/14	Contra Costa County
Sunga, Edilor	78814	P5.2	09/01/14	Contra Costa County
Tai, Peterson	80481	P5.2	09/01/14	Contra Costa County
Taylay, Harry	80508	P5.2	09/01/14	Contra Costa County
Taylor-Watkins, Denishia	80469	P5.2	09/01/14	Contra Costa County

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CERTIFICATION OF MEMBERSHIPS

<i>Name</i>	<i>Employee Number</i>	<i>Tier</i>	<i>Membership Date</i>	<i>Employer</i>
Thomas, Toni	80500	P5.2	09/01/14	Contra Costa County
Tindall, Dillon	80632	P5.2	09/01/14	Contra Costa County
Todd, Simon	78281	P5.2	09/01/14	Contra Costa County
Turcios, Roberto	80545	P5.2	09/01/14	Contra Costa County
Ward, Steven	80599	P5.2	09/01/14	Contra Costa County
Watanabe, Takenori	80604	P5.2	09/01/14	Contra Costa County
Welch, Adam	80598	P5.2	09/01/14	Contra Costa County
Whittenburg, Dorothy	80522	P5.2	09/01/14	Contra Costa County
Winfield, Emma	80138	P5.3	09/01/14	Contra Costa County
Ybona, Redmond	80620	P5.2	09/01/14	Contra Costa County
Zamarripa, Christina	75320	P5.2	09/01/14	Contra Costa County

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	P5.3 = PEPR A Tier 5 (3% COLA)	S/E = Safety Tier E

TIER CHANGES

<i>Name</i>	<i>Employee Number</i>	<i>Old Tier</i>	<i>New Tier</i>	<i>Effective Date</i>	<i>Employer</i>	<i>Reason for Change</i>
Ball, Alex	79849	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Arguel, Ma Grace	79680	P5.3	III	2/1/2014	Contra Costa County	reciprocity
Bryant, Glenn	79837	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Carrasco, Mark	79848	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Ford, Casey	79846	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Hamilton, Justin	79842	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Inabnett, Kelly	79847	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Kullar, Amardeep	79856	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Lemas, Lauren	79844	III	S/C	9/1/2014	Contra Costa County	recruit to sheriff
Loo, Kyle	80037	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Matthew, James	79843	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Morgan, Clinton	79840	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Nelson, Stephanie	75668	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Spangler, Noele	79830	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Squires, Grant	79836	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Williams, Kyle	79850	P5.2	S/E	9/1/2014	Contra Costa County	recruit to sheriff
Woodhouse, Brandon	79838	III	S/C	9/1/2014	Contra Costa County	recruit to sheriff

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	P5.3 = PEPRA Tier 5 (3% COLA)	S/E = Safety Tier E

ASSET ALLOCATION

Current Assets (Market Value)

\$6,935,361,000

Reporting Month End: Sept 30, 2014

Prepared By: Chih-Chi Chu

Robeco

Jackson Square Partners (fka Delaware)

Emerald Advisors

Intech (Core)

PIMCO Stocks+ Absolute Return

Ceredex

Total Domestic Equity

Pyrford (BMO)

William Blair

Total International Equity

JPMorgan Global Opportunities

First Eagle

Artisan Global Opportunities

Intech (Global Low Volatility)

Total Global Equity

Total Equity

AFI-CIO Housing Investment Trust

PIMCO Total Return

GSAM "Park" Portfolio

Goldman Sachs Asset Management

Lord Abbett

Torchlight Debt Opportunity Fund II

Torchlight Debt Opportunity Fund III

Torchlight Debt Opportunity Fund IV

Torchlight Debt Opportunity Fund V

Total Domestic Fixed Income

Lazard Asset Management

Total Global Fixed Income

Allianz Global Investors (fka Nicholas Applegate)

Total High Yield Fixed Income

Wellington Real Total Return

PIMCO All Asset

Private Real Asset

Total Real Asset

Total Real Estate

Total Alternative Investments

County Treasurer

State Street Bank

Total Cash & Equivalents

Oaktree 2009

Total Market Opportunities

Total ASSETS

Meeting Date
11/05/14
Agenda Item
#4e.

	A % of Target	B		C Market Value	D Actual Assets	C-B Over	D-A Over (Under)	Range
		Target Assets	Assets					
	4.3%	298,220,523	302,194,000	4.36%	3,973,477	0.06%		
	4.3%	298,220,523	303,498,000	4.38%	5,277,477	0.08%		
	3.0%	208,060,830	201,474,000	2.91%	(6,586,830)	(0.09%)		
	4.1%	284,349,801	287,722,000	4.15%	3,372,199	0.05%		
	4.0%	277,414,440	287,795,000	4.15%	10,380,560	0.15%		
	3.0%	208,060,830	188,716,000	2.72%	(19,344,830)	(0.28%)		
	22.7%	1,574,326,947	1,571,399,000	22.66%	(2,927,947)	(0.04%)		
	5.3%	367,574,133	358,505,000	5.17%	(9,069,133)	(0.13%)		
	5.3%	367,574,133	357,483,000	5.15%	(10,091,133)	(0.15%)		
	10.6%	735,148,266	715,988,000	10.32%	(19,160,266)	(0.28%)		
	4.0%	277,414,440	272,338,000	3.93%	(5,076,440)	(0.07%)		
	4.0%	277,414,440	271,031,000	3.91%	(6,383,440)	(0.09%)		
	4.0%	277,414,440	277,116,000	4.00%	(298,440)	(0.00%)		
	0.3%	20,806,083	22,569,000	0.33%	1,762,917	0.03%		
	12.3%	853,049,403	843,054,000	12.16%	(9,995,403)	(0.14%)		
	45.6%	3,162,524,616	3,130,441,000	45.14%	(32,083,616)	(0.46%)	40% TO 55%	
	3.3%	228,866,913	230,080,000	3.32%	1,213,087	0.02%		
	5.6%	388,380,216	392,841,000	5.66%	4,460,784	0.06%		
	0.0%	0	4,000	0.00%	4,000	0.00%		
	4.6%	319,026,606	322,024,000	4.64%	2,997,394	0.04%		
	4.6%	319,026,606	321,187,000	4.63%	2,160,394	0.03%		
	1.1%	76,288,971	74,866,000	1.08%	(1,422,971)	(0.02%)		
	0.2%	13,870,722	13,312,000	0.19%	(558,722)	(0.01%)		
	0.6%	41,612,166	48,553,000	0.70%	6,940,834	0.10%		
	0.0%	0	0	0.00%	0	0.00%		
	20.0%	1,387,072,200	1,402,867,000	20.23%	15,794,800	0.23%		
	4.0%	277,414,440	270,097,000	3.89%	(7,317,440)	(0.11%)		
	24.0%	1,664,486,640	1,672,964,000	24.12%	8,477,360	0.12%	20% TO 30%	
	5.0%	346,768,050	339,065,000	4.89%	(7,703,050)	(0.11%)		
	5.0%	346,768,050	339,065,000	4.89%	(7,703,050)	(0.11%)	2% TO 9%	
	0.8%	52,015,208	202,936,000	2.93%	150,920,793	2.18%		
	1.8%	121,368,818	118,135,000	1.70%	(3,233,818)	(0.05%)		
	2.5%	173,384,025	23,253,000	0.34%	(150,131,025)	(2.16%)		
	5.0%	346,768,050	344,324,000	4.96%	(2,444,050)	(0.04%)	0% TO 10%	
	12.5%	866,920,125	898,320,000	12.95%	31,399,875	0.45%	10% TO 16%	
	7.0%	485,475,270	481,909,000	6.95%	(3,566,270)	(0.05%)	5% TO 12%	
			36,289,000	0.52%				
	0.5%	34,676,805	36,289,000	0.52%	1,612,195	0.02%	0% TO 1%	
	0.4%	27,741,444	32,049,000	0.46%	4,307,556	0.06%		
	0.4%	27,741,444	32,049,000	0.46%	4,307,556	0.06%	0% TO 5%	
	100.0%	6,935,361,000	6,935,361,000	100%	0	0%		

UNDER REVIEW:

DBL - Organizational & Personnel, Board Action 7/9/2014

Nogales Investors - Performance, Board Action 05/28/08

Lord Abbett - Personnel, Board Action 10/20/13

PIMCO - Organization & Personnel, Board Action 2/12/14

Real Estate & Alternative Investments
As of September 30, 2014

REAL ESTATE INVESTMENTS											
	Inception Date	Target Termination	# of Extension	Discretion by GP/LP	New Target Termination	Funding Commitment	Market Value	% of Total Asset	Outstanding Commitment		
DLJ Real Estate Capital Partners, L.P. II	07/31/99	07/31/09	3rd 2 YR	LP	6/30/2015	40,000,000	3,756,000	0.05%			
DLJ Real Estate Capital Partners, L.P. III	06/30/05	06/30/14	1st 2 YR	GP	6/30/2016	75,000,000	47,196,000	0.68%	18,958,000		
DLJ Real Estate Capital Partners, L.P. IV	12/31/07	09/30/16		GP		100,000,000	84,066,000	1.21%	19,476,000		
DLJ Real Estate Capital Partners, L.P. V	07/31/13	12/31/22				75,000,000	26,799,000	0.39%	48,201,000		
Heartstone Partners I	06/15/95	12/31/03				3,750,000	69,000	0.00%			
Heartstone Partners II	06/17/98	12/31/09				6,250,000	(18,000)	0.00%			
Invesco IREF I	10/22/03	04/30/11	3rd 1 YR	GP	4/30/2014	50,000,000	9,715,000	0.14%			
Invesco IREF II	05/30/07	12/31/15				85,000,000	42,703,000	0.62%			
Invesco IREF III	08/01/13	08/01/20				35,000,000	25,353,000	0.37%			
Invesco IREF IV	12/01/14	12/01/21				35,000,000		0.00%			
Long Wharf FREG II	07/18/03	02/28/12	NOT DEF	LP	12/31/2014	50,000,000	1,069,000	0.02%			
Long Wharf FREG III	03/30/07	12/30/15				75,000,000	32,893,000	0.47%			
Long Wharf FREG IV	08/14/13	09/30/21				25,000,000	11,568,000	0.17%	11,725,000		
Oaktree Real Estate Opportunities Fund V	12/15/11	12/31/16				50,000,000	57,077,000	0.82%	29,682,000		
Oaktree Real Estate Opportunities Fund VI	09/30/13	09/30/20				80,000,000	59,100,000	0.85%	19,518,000		
Oaktree Real Estate Opportunities Fund VII	02/28/15	02/28/23				65,000,000	0	0.00%	65,000,000		
Signler Gulf Distressed Real Estate Opp. Fund	12/31/11	08/31/16				75,000,000	70,893,000	1.02%	68,600,000		
Paulson Real Estate Fund II	08/31/13	11/10/20				20,000,000	25,589,000	0.37%	8,524,000		
Angelo Gordon Realty Fund VIII	11/10/13	11/10/20				80,000,000	14,998,000	0.22%	22,145,000		
LaSalle Income & Growth Fund IX	12/31/11	12/31/18				65,000,000	59,157,000	0.85%	65,000,000		
Adelante Capital Management (REIT)	10/10/14	10/10/22				0	56,562,000	0.00%	20,199,000		
Widows Office: \$10,774,100 ****	01/31/12	01/31/19				0	92,378,000	2.41%			
*** Purchase price \$10,600,000 plus acquisition cost and fees \$174,100.						0	10,000,000	0.14%			
Outstanding Commitments						1,340,000,000	898,320,000	12.95%	409,986,000		
Total						638,545,000	1,308,306,000				
PRIVATE DEBT INVESTMENTS											
	Inception Date	Target Termination	# of Extension	Discretion by GP/LP	New Target Termination	Funding Commitment	Market Value	% of Total Asset	Outstanding Commitment		
ING Clarion Commercial Mortgage Fund II	09/28/06	09/30/14				128,000,000	74,866,000	1.08%			
ING Clarion Commercial Mortgage Fund III	09/30/08	09/30/16				75,000,000	13,312,000	0.19%	3,143,000		
Torchlight Commercial Mortgage Fund IV	08/01/12	08/30/20				60,000,000	48,553,000	0.70%	75,000,000		
Torchlight Commercial Mortgage Fund V						75,000,000	0	0.00%			
Outstanding Commitments						338,000,000	136,731,000	1.97%	78,143,000		
Total						214,874,000	214,874,000				

Real Estate & Alternative Investments
As of September 30, 2014

ALTERNATIVE INVESTMENTS	Inception Date	Target Termination	# of Extension	Discretion by GP/LP	New Target Termination	Funding Commitment	Market Value	% of Total Asset	Outstanding Commitment
Adams Street Partners	12/22/95	INDDEFINITE				180,000,000	111,149,000	1.60%	117,272,000
Adams Street Secondary II	12/31/08	12/31/20				30,000,000	29,086,000	0.42%	13,283,000
Adams Street Secondary V	10/31/12	10/31/21				40,000,000	11,193,000	0.16%	28,442,000
Pathway 2008	11/09/98	05/31/21				125,000,000	72,197,000	1.04%	18,249,000
Pathway 6	12/26/08	12/26/23				30,000,000	20,398,000	0.00%	11,166,000
Pathway 7	05/24/11	05/24/26				40,000,000	13,752,000	0.00%	28,199,000
Pathway 7	02/07/13	02/07/28				70,000,000	7,635,000	0.00%	62,341,000
Signaler Gulf CCCERA Opportunities	06/03/14	05/31/25				200,000,000	3,854,000	0.00%	196,146,000
EIF USPF I	11/08/02	11/08/12	3rd YR	LP	11/08/15	30,000,000	844,000	0.01%	0
EIF USPF II	06/15/05	06/15/15				50,000,000	41,385,000	0.60%	0
EIF USPF III	02/28/07	02/28/17				65,000,000	49,738,000	0.72%	0
EIF USPF IV	06/28/10	06/28/20				50,000,000	17,146,000	0.25%	28,979,000
Nogales Investment	02/15/04	02/15/14	1st 2 YR	LP	UNTTL LIQ 1/15/2015	15,000,000	3,342,000	0.05%	1,651,000
Bay Area Equity Fund	06/14/04	01/15/13				10,000,000	24,532,000	0.35%	0
Bay Area Equity Fund II	2/29/09	12/31/17				10,000,000	9,842,000	0.14%	1,952,000
Paladin III	11/30/07	12/31/17				25,000,000	19,166,000	0.28%	1,048,000
Carpenter Community BancFund	01/31/08	01/31/16				30,000,000	38,409,000	0.55%	6,032,000
Ocean Avenue Fund II	06/11/14	05/31/24				30,000,000	8,239,000	0.12%	21,761,000
Outstanding Commitments						1,030,000,000	481,909,000	6.17%	536,521,000
Total						1,018,430,000			

OPPORTUNISTIC INVESTMENTS	Inception Date	Target Termination	# of Extension	Discretion by GP/LP	New Target Termination	Funding Commitment	Market Value	% of Total Asset	Outstanding Commitment
Oaktree Private Investment Fund 2009	02/28/10	01/31/17				40,000,000	32,049,000	0.46%	5,163,000
Outstanding Commitments						5,163,000			
Total						37,212,000			

REAL ASSET INVESTMENTS	Inception Date	Target Termination	# of Extension	Discretion by GP/LP	New Target Termination	Funding Commitment	Market Value	% of Total Asset	Outstanding Commitment
Commonfund Capital Natural Resources IX	06/30/13	06/30/20				50,000,000	10,523,000	0.15%	40,250,000
Aether III & III Surplus	11/30/13	11/30/20				75,000,000	12,730,000	0.18%	62,073,000
Outstanding Commitments						125,000,000	23,253,000	0.34%	102,323,000
Total						102,323,000	125,576,000		

Market value column is the latest ending quarter plus any additional capital calls after the ending quarter.
The Target Termination column is the beginning of liquidation of the fund, however, some funds may be extended for an additional two or three years.



MEMORANDUM

Date: November 5, 2014

To: CCCERA Board of Retirement

From: Karen Levy, General Counsel

Subject: Consider and Take Possible Action to Adopt BOR Resolution 2014-2 Confirming the Participation of the CCCERA "District" in the CCCERA Retirement System

Background

As a result of the passage of Senate Bill 673, CCCERA will be designated as a "district" effective January 1, 2015 pursuant to the County Employees Retirement Law of 1937 ("CERL"), Government Code Section 31468(1)(3). CCCERA staff members are currently members of the CCCERA retirement system. SB 673 provides that on the date CCCERA is designated a "district" included in the retirement association, CCCERA personnel who had previously been in county service shall continue to be members of the CCCERA retirement association without interruption in service or loss of credit. Thereafter, each person entering employment with the CCCERA shall become a member of the system on the first day of the calendar month following his or her entrance into service. Independent districts may elect to be included as a participating employer in the CCCERA retirement system by adoption of a resolution by a two-thirds vote of the districts' governing body, with the consent of CCCERA. (CERL Section 31557(b).) Enclosed, for the Board's consideration, is Board of Retirement Resolution 2014-2, which confirms the participation of the CCCERA "district" in the CCCERA retirement system pursuant to Government Code Section 31557(b). We note that this action will not result in any practical changes in the way retirement contributions are handled for CCCERA staff as CCCERA has operated as a separate district vis-à-vis the County for many years.

Recommendation

Consider and take possible action to adopt Board of Retirement Resolution 2014-2 confirming the participation of the CCCERA "district" in the CCCERA retirement system. All officers and employees of CCCERA serving as CCCERA personnel on January 1, 2015 will continue their membership in CCCERA, pursuant to CERL section 31557.3. Thereafter, each person entering into employment for CCCERA shall become a member of CCCERA on the first day of the calendar month following his or her entrance into service for CCCERA, pursuant to CERL section 31557(b).

**RESOLUTION OF THE BOARD OF RETIREMENT
CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION**

**CONFIRMING PARTICIPATION IN
CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION
PURSUANT TO GOVERNMENT CODE SECTION 31557(b)**

WHEREAS, in or about August, 2014 the California Legislature adopted, and the Governor signed into law, Senate Bill 673 (Statutes 2014, Chapter 244), amending the County Employees' Retirement Law of 1937, Government Code sections 31450, *et seq.* ("CERL") in certain respects, and making other changes to California law ("SB 673"); and

WHEREAS, SB 673 becomes effective on January 1, 2015 (the "Effective Date"); and

WHEREAS, pursuant to CERL section 31468(1)(3), the Contra Costa County Employees' Retirement Association ("CCCERA") is designated a "district" for purposes of inclusion in the retirement association known as CCCERA; and

WHEREAS, pursuant to CERL section 31557.3, on the date CCCERA is designated a "district" included in the retirement association, CCCERA personnel who had previously been in county service shall continue to be members of the CCCERA retirement association without interruption in service or loss of credit. Thereafter, each person entering employment with the CCCERA shall become a member of the system on the first day of the calendar month following his or her entrance into service; and

WHEREAS, the Board of Retirement is the governing body of CCCERA (*see, Corcoran v. Contra Costa County Employees Retirement Board (1997) 60 Cal. App. 4th 89*); and

WHEREAS, pursuant to CERL section 31557(b), districts may elect to be included as a participating employer in CCCERA by adoption of a resolution by a two-thirds vote of the districts' governing body, with the consent of CCCERA; and

NOW, THEREFORE BE IT RESOLVED that the Board of Retirement hereby adopts this Resolution confirming its participation as a district included in CCCERA, on terms and conditions that CCCERA deems just and proper, pursuant to its separate Resolution consenting to this participation; and

NOW, THEREFORE BE IT FURTHER RESOLVED that all officers and employees of CCCERA serving as CCCERA personnel on the Effective Date shall continue their membership in CCCERA, pursuant to CERL section 31557.3; and thereafter, each person entering into employment for CCCERA shall become a member of CCCERA on the first day of the calendar month following his or her entrance into service for CCCERA, pursuant to CERL section 31557(b), or as otherwise provided by regulation, pursuant to CERL section 31527(h).

THIS RESOLUTION WAS ADOPTED BY THE AFFIRMATIVE VOTE OF THE BOARD OF RETIREMENT OF THE CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION THIS ____ DAY OF ___, 2014.

AYES:

NOES:

ABSTAIN:

ABSENT:

Brian Hast
Chairperson of the Board of Retirement

Attest:

Jerry Telles
Secretary



MEMORANDUM

Date: November 5, 2014

To: CCCERA Board of Retirement

From: Karen Levy, General Counsel

Subject: Consider and Take Possible Action to Adopt BOR Resolution 2014-3 Consenting to the Continued Participation of CCCERA In the Retirement System

Background

As a result of the passage of Senate Bill 673, CCCERA will be designated as a "district" effective January 1, 2015 pursuant to the County Employees Retirement Law of 1937 ("CERL"), Government Code Section 31468(1)(3). Independent districts may elect to be included as a participating employer in CCCERA by adoption of a resolution by a two-thirds vote of the districts' governing body, with the consent of CCCERA. (CERL Section 31557(b).) In order to effectuate the CCCERA "district" participation in the CCCERA retirement system, upon the adoption of Resolution 2014-2 by CCCERA's governing board, the CCCERA Board of Retirement will be called upon to consent. Enclosed, for the Board's consideration, is Board of Retirement Resolution 2014-3, which consents to the participation of the CCCERA "district" in the CCCERA retirement system pursuant to Government Code Section 31557(b). We note that this action will not result in any practical changes in the way retirement contributions are handled for CCCERA staff as CCCERA has operated as a separate district vis-à-vis the County for many years.

Recommendation

Consider and take possible action to adopt Board of Retirement Resolution 2014-3 consenting to the participation of the CCCERA "district" in the CCCERA retirement system. All officers and employees of CCCERA serving as CCCERA personnel on January 1, 2015 will continue their membership in CCCERA, pursuant to CERL section 31557.3. Thereafter, each person entering into employment for CCCERA shall become a member of CCCERA on the first day of the calendar month following his or her entrance into service for CCCERA, pursuant to CERL section 31557(b).

**RESOLUTION OF THE BOARD OF RETIREMENT
CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION**

**CONSENTING TO PARTICIPATION IN
CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION
PURSUANT TO GOVERNMENT CODE SECTION 31557(b)**

WHEREAS, the Board of Retirement of the Contra Costa County Employees' Retirement Association ("CCCERA"), as the governing body of a district as defined under section 31468(l) of the County Employees' Retirement Law of 1937, Government Code sections 31450, et seq. ("CERL") has adopted a resolution by at least two-thirds vote electing to be included in CCCERA as a participating employer, effective as of January 1, 2014; and

WHEREAS, pursuant to CERL section 31557(b), CCCERA's participation in CCCERA requires the consent of the Board of Retirement acting on behalf of the retirement association created pursuant to section 31550, by majority vote;

WHEREAS, pursuant to CERL section 31564.5, the Board of Retirement, for the retirement association, may determine if there are conditions peculiar to a district that require greater or lesser rates of contributions to pay its proportionate share of the costs of the system than those required of the County; and

WHEREAS, the Board of Retirement, for the retirement association, finds that there are no conditions peculiar to CCCERA as a district that require greater or lesser rates of contributions to pay its proportionate share of the costs of the system than those required of the County; and

NOW, THEREFORE BE IT RESOLVED that the Board of Retirement hereby adopts this Resolution consenting to CCCERA's participation as a district included in CCCERA; and

NOW, THEREFORE, BE IT FURTHER RESOLVED that effective January 1, 2015 the rates of contributions on behalf of CCCERA employees shall be the same as those required on behalf of similarly situated County employees, and no additional appropriations shall be required; and

NOW, THEREFORE BE IT FURTHER RESOLVED that all officers and employees of CCCERA serving as CCCERA personnel on the Effective Date shall continue their membership in CCCERA, pursuant to CERL section 31557.3; and thereafter, each person entering into employment for CCCERA shall become a member of CCCERA on the first day of the calendar month following his or her entrance into service for CCCERA, pursuant to CERL section 31557(b), or as otherwise provided by regulation, pursuant to CERL section 31527(h).

THIS RESOLUTION WAS ADOPTED BY THE AFFIRMATIVE VOTE OF THE BOARD OF RETIREMENT OF THE CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION THIS _____ DAY OF ____, 2014.

AYES:

NOES:

ABSTAIN:

ABSENT:

Brian Hast
Chairperson of the Board of Retirement

Attest:

Jerry Telles
Secretary



MEMORANDUM

Date: November 5, 2014
To: CCCERA Board of Retirement
From: Gail Strohl, Retirement Chief Executive Officer
Subject: Consider and take possible action to approve firm to offer Labor Relations and Consultation Services as the Chief Labor Negotiator

Background

On September 12, 2014, CCCERA issued a Request for Proposal (RFP) to provide Labor Relations and Consultation Services as the Chief Labor Negotiator. There were two respondents, Wiley Price & Radulovich, LLP and Atkinson, Andelson, Loya, Ruud & Romo. Both respondents meet and/or exceed the minimum qualifications set forth in the RFP. A summary of RFP requirements and the two proposals are attached for your review.

Recommendation

Interview the two candidate firms to determine the best candidate and approve the selection.

EXCERPTS FROM:

Request for Proposals to Provide Labor Relations & Consultation Services As The Chief Labor Negotiator

SCOPE OF SERVICES AND QUALIFICATIONS

CCCERA intends to select one or more contractors as approved Chief Labor Negotiator in representing CCCERA in labor relations, consultation services and labor contract negotiation services. The scope of work for the Chief Labor Negotiator includes, but is not limited to: negotiation, documentation, administration and interpretation of labor agreements and Memorandum of Understanding (MOU), and assistance in processing of certain grievances for represented employees on request of CCCERA. CCCERA is looking for a consultant with the following qualifications:

- Expertise in public employee labor relations;
- Experience in negotiating with public employee organizations;
- Proven track record for maintaining productive and respectful relationships with employee organizations;
- Demonstrated creative approaches to meeting management and employee interests in a cost effective manner;
- Experience working with Board members and management representatives;
- Expertise in developing clear contract language;
- Capacity to devote needed time to CCCERA contract negotiations;
- Knowledge of and experience implementing recent legislative changes impacting public labor relations including impasse procedures, pension and health care reform.

The following describes the services to be performed by the selected proposer:

1. Assist the Retirement Chief Executive Officer, and/or her designees, in advising and consulting with the Board of Retirement on matters relating to employment conditions and employer-employee relations. This includes in-person and other consultations with the Retirement Chief Executive Officer and/or her designee as deemed necessary including, but not limited to:
 - Meet with designated staff to define management goals and policy for labor negotiations;

- Provide research and consultation on current trends, practices, and community standards of other public employers on a variety of labor related issues;
 - Meet with designated staff to assist in formulating the management proposals for negotiations;
 - Participate in drafting proposals for negotiations;
 - Perform necessary fact research for negotiations;
 - Assist in the formulation and preparation of cost analysis of management and union proposals;
 - Provide progress reports, make recommendations, and receive direction; and
 - Provide consultation on grievance handling and other conflict resolution procedures.
2. Meet and confer in good faith for and on behalf of CCCERA, as the designated representative of the Retirement Board, with representatives of recognized employee organizations of CCCERA, including, but not limited to:
 - Attend negotiation sessions as CCCERA's lead negotiator;
 - Serve as spokesperson for situational meetings and conferences as they arise, including, but not limited to, work schedule changes, revisions of departmental rules and staffing guidelines and statutory changes;
 - Act as CCCERA's management advisor in mediation, fact finding and related procedures.
 3. Assist the Retirement Chief Executive Officer and/or her designee in reporting to the Board of Retirement on the progress of meeting and conferring in good faith with each of the recognized employee organizations.
 4. Represent CCCERA in impasse and any subsequent procedures as assigned by the Retirement Chief Executive Officer and/or her designee.
 5. Provide support and interpretation of MOU language as requested by the Retirement Chief Executive Officer and/or her designee.

6. Advise and consult, as requested, with the Retirement Chief Executive Officer and/or her designee on other matters (outside of normal bargaining) relating to employment conditions and employer-employee relations at such times and places to be mutually agreed upon by the Retirement Chief Executive Officer and/or her designee.
7. Consult as to employer-employee issues inclusive of grievances, including assisting with and preparation and presentation of administrative hearings, fact finding and arbitrations as requested by the Retirement Chief Executive Officer and/or her designee.
8. Provide strategic planning on specific negotiations as well as overall labor relations strategy.

EXPERIENCE REQUIREMENTS

Proposals should contain information reflecting but not limited to:

- Regular and continuous engagement in the business of providing labor relations consulting services for at least five (5) years prior to the date of this RFP issue.
- Knowledge of and experience in current employer-employee relations practices, trends and major problems, principles of labor negotiations, applicable federal and state labor laws, public and private sector labor practices, structure and operation of county government, and employee benefit and retirement programs.
- High level skill and demonstrated experience in: (a) standard principles of the collective bargaining process in the public and/or private sector, (b) serving as a lead negotiator for a variety of labor negotiations and settlements encompassing a diverse range of employee organizations, (c) establishing cooperative labor-management relationships, (d) working cooperatively and discretely with Board members and staff, (e) dispute resolution, and (f) written and oral communication.
- Extensive experience working in the public sector and a broad range of agencies and labor organizations.

CONTRA COSTA COUNTY EMPLOYEES'
RETIREMENT ASSOCIATION

RESPONSE TO REQUEST FOR PROPOSAL

LABOR RELATIONS AND CONSULTATION SERVICES
AS CHIEF LABOR NEGOTIATOR

SUBMITTED BY:

Joseph E. Wiley
WILEY PRICE & RADULOVICH, LLP
1301 Marina Village Parkway, Suite 310
Alameda, California 94501
Telephone: (510) 337-2810
Facsimile: (510) 337-2811
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www.wprlaw.com

RESPONSE TO CCCERA RFP TO PROVIDE LABOR RELATIONS AND CONSULTATION SERVICES AS THE CHIEF LABOR NEGOTIATOR

Wiley Price & Radulovich, LLP appreciates the opportunity to submit a response to the RFP to provide labor relations and consultation services as the chief labor negotiator.

Service Description and Scope of Work

Wiley Price & Radulovich, LLP proposes to provide all services needed by CCCERA in conjunction with our firm serving as the chief labor negotiator. This will include meeting with management and the governing board to learn CCCERA's needs, and goals in labor negotiations and labor relations; working with the management and the governing board to develop CCCERA's labor relations strategy and strategy for meeting and conferring with the employee associations; working with management to develop bargaining proposals and responses to bargaining proposals; working with management to develop costing of proposals; working with management to respond to any requests for information made by the employee associations; serving as chief spokesperson at the bargaining table and meeting and conferring in good faith with the representatives of the employee associations; consulting with and advising the Governing Board and Chief Executive Officer concerning labor relations matters; assisting with administration and implementation of the memoranda of understanding, including issues of interpretation; and assisting in the processing of grievances as requested by CCCERA.

Organization Background/Description of Firm

Wiley Price & Radulovich, LLP practices exclusively labor and employment law. Joe Wiley, Suzanne Price and Monna Radulovich founded Wiley Price & Radulovich, LLP in 1996. Since that time, our attorneys and staff have built a law firm that offers its employer-clients responsive, individualized representation in labor and employment law and litigation. Our attorneys have extensive experience representing public agencies in all areas of California public sector labor and employment law. Approximately 75-80% of our work is performed on behalf of our public agency clients.

Our firm represents a variety of public agencies, including Courts, cities, and special districts, such as wastewater, clean water, park, hospital, mosquito abatement and fire protection districts. Public agency employers we have represented include:

Alameda County Superior Court
Amador Water Agency
City of Alameda
City of Berkeley
City of Cupertino
City of Hercules
City of Martinez
City of Pacifica
City of Pleasant Hill
City of Redwood City

Marin County Superior Court
Menlo Park Fire Protection District
Orange County Superior Court
Riverside County Superior Court
Sacramento County Superior Court
Sacramento-Yolo Mosquito & Vector
Control
San Francisco County Superior
Court
San Luis Obispo County Superior

City of San Bruno	Court
Contra Costa County Superior Court	Santa Barbara County Superior Court
Contra Costa Water District	Santa Clara County Superior Court
Hastings College of Law	Shasta County Superior Court
Housing Authority County of Santa Clara	Solano County Superior Court
Judicial Council of California/ Administrative Office of the Courts	South Coast Air Quality Management District
Los Angeles County Superior Court	Tahoe Forest Hospital District
	Tahoe-Truckee Sanitation Agency
	Truckee Sanitary District
	Union Sanitary District
	West County Wastewater District
	Yuba County Water Agency

We have public agency clients that range in size from two employees to nearly six thousand employees. As a result, we have learned to be flexible and that “one size” does not “fit all” when identifying solutions to labor relations issues. We recognize the unique obligations of public sector employers and are mindful of their public accountability. We have extensive experience working with elected officials and addressing their needs and concerns.

Joe Wiley and Masa Shiohira are the two attorneys we propose work on CCCERA matters depending upon the scope of its needs. Mr. Wiley has served as chief spokesperson on behalf of numerous public agencies governed by the Meyers Milias Brown Act (“MMBA”), as well as other public sector bargaining statutes, for more than 30 years. Masa Shiohira has served as chief spokesperson for public agencies for nine years. The labor organizations with which they have bargained include, but are not limited to, Service Employees International Union, American Federation of State, County and Municipal Employees, IFPTE Local 21, United Public Employees, Local 1, the Teamsters’ Union, Oakland Education Association, Stationary Engineers Local 39, Operating Engineers Local 3, the Laborers International Union of North America, the United Association of Journeymen and Apprentices of the Plumbing and Pipefitting Industry of the United States and Canada, the International Brotherhood of Electrical Workers, and California Federation of Interpreters. More details concerning the backgrounds and experience of Mr. Wiley and Mr. Shiohira are included below.

A major component of our labor negotiations philosophy involves communications with our client to learn and implement its needs, interests and goals. We assist our clients in ascertaining proposals that they may wish to make during negotiations, and we communicate with our client concerning the prioritization of the proposals. Similarly, we communicate with our clients concerning the proposals received from the union and develop a response and strategy based upon the client’s needs and interests. At all times, we keep our clients apprised of the status and developments.

Our bargaining approach across the table from the union is typically more on the traditional side, but we use interest based bargaining techniques if and when they may be productive.

We strive to maintain a professional relationship with the union and therefore conduct bargaining sessions in a professional manner. We recognize that our public agency clients must interact with the unions and the employees they represent on a day-to-day basis, and that, typically, maintaining open communications and a professional demeanor during negotiations best serve our clients in the long run in their relations with the unions and the employees.

We recognize that many of our public agency clients are facing trying economic times, which often makes labor negotiations more difficult. We work hard to educate the union and the employees on the bargaining team, when necessary, of the financial situation facing the agency and work to reach agreement when feasible.

We pride ourselves in working well with public agency governing boards and staff to develop strategies for the labor negotiations, ascertain the interests and goals of the public agency, and develop proposals.

Our firm has extensive experience with many of the public sector labor relations statutes, including the Meyers Milius Brown Act, as well as other employment laws, including laws governing employment discrimination, leaves of absence, the Public Employees' Pension Reform Act, Fair Labor Standards Act, and disability accommodation. Our firm also has experience participating in mediation and factfinding to resolve impasses that may occur in negotiation. We also have assisted our clients who have been faced with union campaigns, unit determination issues, as well as unfair labor practice charges and strikes. Our firm represents public agencies before the California Public Employment Relations Board (PERB), labor arbitrators, civil service commissions and other administrative agencies. The above depth and breadth of experience allows our firm to represent well our public agency clients in labor negotiations. We know the law and its implications for labor agreements. We know the important role that bargaining history may play in grievance arbitrations. We also know how to best position bargaining issues that may end up before PERB.

In addition to serving as chief spokesperson at the bargaining table, Mr. Wiley and Mr. Shiohira both regularly advise clients about their obligations to meet and confer with unions before implementing managerial or operational changes that affect the wages, hours or terms and conditions of employment of represented employees. They are also frequently called upon to assist our clients with interpretation and administration of their labor agreements and responses to grievances.

Our attorneys have also represented our clients in hundreds of labor arbitrations involving disciplinary and contract interpretation issues. We are familiar with a number of the labor arbitrators and believe our firm has an outstanding reputation among California labor arbitrators.

We also have experience helping newly created public agencies develop and establish their personnel and labor relations policies and procedures. We represented approximately 30 trial courts and the Administrative Office of the Courts when the trial courts became separate entities from the counties, and we have also assisted a newly created transit agency. Our representation of the trial courts included training of staff on a variety of labor relations and

employment law issues, preparing employer-employee labor relations resolutions, preparing personnel policies, and negotiating labor agreements.

Both Mr. Wiley and Mr. Shiohira have experience implementing recently enacted legislation. Mr. Wiley was instrumental in assisting trial courts and the Administrative Office of the Courts implement new laws establishing the trial courts as separate employers. Both have also advised clients concerning implementation of a variety of new laws, including the Affordable Care Act, the Public Employees' Pension Reform Act, the Americans with Disabilities Act and subsequent amendments thereto, changes to California's discrimination laws, both State and Federal family and medical leave laws, changes to California's pregnancy disability leave laws, and the addition of factfinding to the Meyers Milias Brown Act.

Because our firm also represents private sector employees in labor and employment matters, both Mr. Wiley and Mr. Shiohira have knowledge of private sector labor practices.

Both also keep abreast of labor relations trends and practices through publications we receive in our office, attendance at conferences, research, and collaboration with others in the labor relations field.

Because of their extensive negotiations experience, both Mr. Wiley and Mr. Shiohira have knowledge concerning employee benefit and retirement programs. For more complex benefits issues, we consult with highly-regarded benefits counsel at Pillsbury Winthrop Shaw Pittman, LLP and Chang Ruthenberg and Long, P.C.

We believe you will find that we have the time and ability to get to know CCCERA and its needs in labor negotiations, so that we can effectively advise CCCERA and pursue labor negotiations in a manner that best serves its interests and accomplishes its goals.

The firm employs six attorneys, and three experienced support staff personnel. Our firm has two locations. Our principal office is located at 1301 Marina Village Parkway, Suite 310, Alameda, California. We also have a San Diego branch office. The work for CCCERA will be performed out of our Alameda office. Masa Shiohira is the managing partner and is responsible for the oversight and administration of the firm. Our staff includes two experienced legal secretaries and a bookkeeper, who are skilled in facilitating communications between our client and attorneys.

We are committed to providing the very highest quality representation for our clients in a cost effective manner with a personal sensitivity made possible by a smaller firm.

Staffing:

We propose assigning Joe Wiley, and Masa Shiohira to perform services for CCCERA. The attorney in charge will be Joe Wiley.

1. Joseph E. Wiley

Mr. Wiley has worked extensively in public and private sector labor and employment law. He was graduated with high honors from the Michigan State University Honors College in 1972 and received his Master's Degree from the Industrial Relations Research Institute, University of Wisconsin, Madison in 1975. He received his legal education at Santa Clara University, graduating magna cum laude in 1978. Mr. Wiley was admitted to the practice of law in California in 1978. Mr. Wiley served as a regional representative for the California Public Employment Relations Board and as a field attorney for the Oakland office of the National Labor Relations Board. He also has taught public sector labor and employment law at the University of Santa Clara School of Law. Mr. Wiley is a member of the Labor and Employment Law Section of the State Bar of California and the Labor & Employment Law section of the American Bar Association. He was a member of the Executive Committee of the Labor and Employment Law Section of the State Bar of California from 1998 to 2002. For over fifteen years, Mr. Wiley has served the United States District Court for the Northern District of California as an Early Neutral Evaluator in labor and employment law cases. He is licensed to appear in all State and Federal Courts in the State of California.

Mr. Wiley is recognized as an expert at representing public and private sector employers in traditional labor relations and employment law matters. Mr. Wiley has been the lead spokesperson in over 200 labor agreement negotiations. Mr. Wiley is effective in labor negotiations because he understands that a "good" contract depends on the process by which it is reached. The process also sets the tone for the continuing relationship between the parties which, unlike the case with other contracts, can continue for years. He listens well and considers carefully issues the association or union raises. Often, he finds that the real problem is not the issue brought to the table and thus, works hard to solve the problem. He is persuasive at the bargaining table when addressing employee concerns. His knowledge of public sector employment issues and breadth of experience assists his understanding of the issues arising in the meet and confer process. He is particularly effective in working with staff and governing boards to develop strategies for the labor negotiations and keeping the governing board apprised of developments.

As chief spokesperson, he has represented clients in impasse procedures. He has participated in approximately 50 mediations.

Issues Mr. Wiley has recently bargained include wage and benefit concessions, decision and impact bargaining over layoffs, reduction in fringe benefit levels, increases in fringe benefit contributions, and retirement benefit issues.

Mr. Wiley regularly advises our clients about the requirements and application of their labor agreements, their obligations to meet and confer with unions before implementing managerial or operational changes that affect the wages, hours or terms and conditions of employment of represented employees, the scope of employer obligations to bargain decisions affecting changes in the workplace and/or the impacts of those decisions, and the possible impediments presented by the labor agreement to making changes during the contract term. Mr. Wiley provides expert counsel to employers regarding employee discipline and grievance procedure issues.

Mr. Wiley has represented clients in over 300 grievance/disciplinary arbitrations or administrative hearings in his over 35 years of practice. He has also successfully represented employers in numerous civil service commission hearings and Department of Labor hearings.

Mr. Wiley, a former Regional Representative of California's Public Employment Relations Board, has successfully represented our clients in approximately 60 unfair practice proceedings before PERB. In the recent past, the issues Mr. Wiley has litigated before PERB include: an employer's right to determine staffing levels, alleged bad faith bargaining regarding the decision/impact to layoff employees, alleged bad faith bargaining relating to unilateral implementation of terms of employment, wearing of union buttons, and union access generally, as well as, specifically, union access to the employer's email system. He has also represented clients in union elections, severance petitions, and unit modifications.

Mr. Wiley has represented employers in approximately 120 civil actions. As in most civil matters, the overwhelming majority of these cases were either dismissed on summary judgment or settled. Mr. Wiley has had three jury trials successfully obtaining a defense verdict in all three matters. In recognition of his many years of litigation experience, the United States District Court for the Northern District of California selected Mr. Wiley to serve as an Early Neutral Evaluator in labor and employment law cases.

Mr. Wiley's articles on employment discrimination and due process obligations of public employers have appeared in the *National Law Journal*, *Law Practice Management*, *California Labor & Employment Law Quarterly* and *California Public Employee Relations (CPER)*. He has presented trainings on a variety of topics including harassment preventions, due process obligations, First Amendment issues involving public employees, labor negotiations preparation, communicating effectively during labor negotiations, responding to union organizing, disability accommodations and the interactive process, social media issues in the workplace, and effective discipline. He is a frequent speaker at the California Public Employers Labor Relations Association (CALPELRA) annual conference.

List of Negotiation During Past Year:

- Contra Costa Water District and Stationary Engineers Local 39
- Humane Society of Silicon Valley and SEIU, Local 521
- Alameda County Superior Court and SEIU, Local 1021
- Fresno County Superior Court and SEIU Local 521
- Shasta County Superior Court and United Public Employees of California
- Contra Costa Water District and Local 21 Professional & Technical Employees
- San Diego County Superior Court and County Court Employees Association

2. Masa Shiohira

Mr. Shiohira, graduated from the University of California, Berkeley in 1999, with a Bachelor of Arts degree in Political Science and Mass Communications. He received his Juris Doctor from the University of California, Hastings College of the Law, in 2005. Following law

school, he attended the Harvard Program on Negotiations, completing “Negotiating Labor Agreements” in the summer of 2006. He was admitted to the State Bar of California on 2005. He is licensed to appear in all State and Federal Courts in California.

Before joining Wiley Price & Radulovich, LLP in 2006, Mr. Shiohira worked in Labor Relations with the City and County of San Francisco. While in law school, he worked for the National Football League Management Council, representing both the National Football League and its individual teams in labor relations and arbitrations.

For nine years, Mr. Shiohira has represented public agency employers in labor and employment matters. He has particular expertise in labor negotiations, having successfully negotiated labor agreements under a number of the California public sector labor relations statutes, as well as the National Labor Relations Act. Mr. Shiohira has represented Riverside County Superior Court, Sonoma County Superior Court, and Tehama County Superior Court in labor negotiations, serving both as Chief Spokesperson and behind-the-scenes advisor. He recently completed bargaining for a trial court with a bargaining unit of approximately seven hundred employees. This bargaining involved major economic concessions, including giving the employer the unilateral right to convert holidays to unpaid time, requiring new retirement contributions for existing employees, and putting into place new limits on leave accruals. In the spring of 2012, Mr. Shiohira successfully negotiated four MOUs for a northern California City client’s miscellaneous bargaining units that included cost-sharing and cost-containment measures pertaining to retirement and health care, including employees paying a portion of the employer’s retirement contribution. Mr. Shiohira has recently served as the chief spokesperson for multiple clients navigating the change from recent concessionary periods into periods where they could afford to maintain the status quo or offer some wage and benefit increases. He has also represented our public agency clients in mediation and factfinding, including participating in one of the early factfinding cases under the MMBA, which resulted in a positive factfinding report for the employer on all major economic issues.

Mr. Shiohira works closely with management and the governing board to develop bargaining strategies. Clients appreciate his professionalism, as well as his ability to maintain good working relationships with unions.

Mr. Shiohira has represented our clients in a variety of disciplinary and grievance arbitrations. His recent successes include a finding in a disciplinary case that all of the represented employees were “at-will” under the employer’s policies, even though the labor contract did not include such a provision. The discipline was upheld in that matter as well. Mr. Shiohira also recently won a grievance arbitration in which an employee was seeking significant overtime going back multiple years.

Mr. Shiohira has responded to numerous charges brought under a variety of the statutes administered by PERB. Mr. Shiohira has successfully resolved a number of cases prior to a complaint issuing, and has also handled cases throughout the PERB process. Recently, he obtained an Administrative Law Judge decision in favor of the employer on a unit modification issue that had never previously been addressed by PERB. The case is currently on appeal to the PERB Board.

Mr. Shiohira regularly advises our clients regarding employee relations; compliance with labor and employment laws, including the MMBA, FLSA and Fair Employment and Housing Act; contract administration; employee discipline; due process; disability accommodation; misconduct investigations; and issues that arise under grievance procedures.

List of Negotiations During Past Year:

- 2013: Marin Superior Court MOU negotiations with SEIU Local 1021
- 2013: Riverside Superior Court MOU negotiations with LIUNA Local 777
- 2013-2014: Riverside Superior Court MOU negotiations with SEIU Local 721
- 2014: West County Wastewater District MOU negotiations with PEU Local One (two separate units; ongoing)

Rates, Costing and Billing Information

We propose the following hourly billing rates to CCCERA for three years:

Joe Wiley - \$295 per hour January 1, 2015 – December 31, 2107

Masa Shiohira - \$255 per hour January 1, 2015 – December 31, 2017

The offered rate is the lowest rate we charge to our public agency clients.

Our firm bills in 1/10 of an hour increments. The firm will not bill for travel time unless substantive work takes place during the travel time. We do not bill our client for Westlaw charges. Postage is billed at actual cost and copies are billed at \$0.10 per page.

References:

We invite you to contact any of the following as a reference concerning our labor negotiations/labor relations services:

1. Ms. Lyn Bell
Executive Director Human Resources
San Diego County Superior Court
330 W. Broadway
Room 521
San Diego, California 92112-2724
Telephone No.: (619) 450-7100
Email: lyn.bell@sdcourt.ca.gov

2. Ms. Brenda Lussier
Executive Director, Human Resources
Ms. Joan Moody
Human Resources
Riverside County Superior Court
4075 Main Street
Riverside, California 92501
Telephone No.: (951) 777-3005
Fax No.: (951) 955-1498
brenda.lussier@riverside.courts.ca.gov
joan.moody@riverside.courts.ca.gov

3. Ms. Margaret Ramirez
Human Resources Director
Contra Costa Water District
1331 Concord Avenue
Post Office Box H20
Concord, California 94524
Telephone No.: (925) 688-8038
Fax No.: (925) 688-8122
Email: mr Ramirez@ccwater.com

4. Ms. Sheran Morton
Court Executive Officer
Fresno County Superior Court
1100 Van Ness
Fresno, California 93724-0002
Telephone No.: (559) 457-2026
Fax No.: (559) 457-2035
Email: SMorton@fresno.courts.ca.gov

Dated: October 2, 2014

Submitted by,

WILEY PRICE & RADULOVICH, LLP

By: _____
JOSEPH E. WILEY

Contra Costa County Employees' Retirement Association

1355 Willow Way Suite 221 Concord CA 94520

925.521.3960 fax: 925.646.5747 www.cccera.org

CCCERA's mission is to deliver retirement benefits to members and their beneficiaries
through prudent asset management and effective administration,
in accordance with all plan provisions.

aalrr

Atkinson, Andelson
Loya, Ruud & Romo

A Professional Law Corporation

ATKINSON, ANDELSON, LOYA, RUUD & ROMO RESPONSE TO

Contra Costa County Employees' Retirement Association

Request for Proposals for to Provide
Labor Relations & Consultation Services
as the Chief Labor Negotiator

Due: Friday, October 3, 2014 by 5:00 p.m.





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SERVICE DESCRIPTION/SCOPE OF WORK



Atkinson, Andelson, Loya, Ruud & Romo (“AALRR” or “Firm”) has reviewed the Contra Costa County Employees’ Retirement Association (“CCCERA” or “Association”) request for proposal and scope of work under Section II of the RFP and is prepared to provide Labor Relations & Consultation Services as the Chief Labor Negotiator. As detailed below, the Firm has the experience and resources to serve as legal advisor and work closely with CCCERA personnel to support and negotiate the CCCERA’s Bargaining Units through final agreement or unilateral implementation if necessary. The Firm is also qualified to provide the Association with “on-call” services in matters relative to its new role as a public agency and all the requirements of the Meyers-Milias-Brown Act.

AALRR Pleasanton office is located within minutes of the Association. Our attorneys are familiar with the union activity, and reputation within the region. The CCCERA will receive the substantial benefit of the Firm’s broad and diverse technical knowledge, practical experience, and professional resources that enable our Firm to offer the best legal services in a cost-efficient and timely manner.

Atkinson, Andelson, Loya, Ruud & Romo is pleased to have the opportunity to present its qualifications to represent the Contra Costa County Employees’ Retirement Association with respect to its new role as a public agency and legal services as Chief Labor Negotiator between the Association and the United Clerical, Technical & Specialized Employees AFSCME, Local 2700 and the Professional and Technical Engineers IEPTE, Local 21. Since 1979, our firm has had the distinct privilege of providing quality legal services and strategic advice to many California cities and agencies.

As a full-service statewide law firm, AALRR possesses first-hand knowledge and broad experience in all types of legal issues faced by public agencies in the state of California, as well as the particular labor challenges facing local cities and agencies. Our Firm’s roots are within the labor industry; our firm’s founding partners were involved in developing the first management collective bargaining contract model in California. They also assisted the Public Employment Relations Board in developing its initial rules and regulations. The firm has been recognized as a thought leader who invests time to learn and understand client priorities and challenges. The firm has identified a team of attorneys to assist the Association with any upcoming negotiations and general strategic legal counsel. This team of attorneys have the right knowledge base, negotiation experience, and industry exposure to understand the dynamics and operating procedures of the bargaining units representing Association employees and experience in public employee management.

ORGANIZATIONAL BACKGROUND

AALRR began its law practice in 1979 with one office and five attorneys. Today, with over 35 years of law practice, the number of our offices has grown to eight locations, including the following: Cerritos, Fresno, Irvine, Pasadena, Pleasanton, Riverside, Sacramento, and San Diego. AALRR is an experienced law firm with 145 attorneys in offices strategically positioned throughout California. We are proud to be part of the local community with neighboring

Contra Costa. Many of our employees live in and around the Contra Costa County limits and take full-advantage of what the area has to offer.

In June 2014, the firm was ranked 282 in the *National Law Journal's* 350. This annual survey ranks firms by the number of full-time-equivalent attorneys, rather than by actual headcounts. In September 2013, the firm was recognized as the state leader with the most women & minority partners by *California Lawyer* magazine, a Daily Journal publication. Over twenty-five percent (25.7%) of AALRR partners are women or minorities. Further, *California Lawyer* magazine ranked AALRR 39th in terms of firm size.

The *National Law Journal* recognized Atkinson, Andelson, Loya, Ruud & Romo as one of the top 20 mid-size law firms in the nation in their 2013 "Hot List." Our firm is also ranked 39th by size in the *Los Angeles Daily Journal's* annual survey of the "Top California Law Firms" (March 2013) and 32nd in the *Los Angeles Business Journal's* annual ranking of the "Top 100 Largest Law Firms in L.A. County" (March 2013). While rankings and awards are important, it is our clients' continued trust and satisfaction that we value most.

We have several attorney practice groups within our firm that specialize in specific areas, including a public entity practice group that represents cities, counties, and special districts. This structure allows attorneys to gain more extensive, direct experience and technical knowledge in their practice group areas, and pass that experience and knowledge on to our clients.

Our firm takes pride in our proactive communication with respect to legal developments. We regularly issue client alerts regarding new cases or legislation and work closely with our clients to understand the impact of such decisions on their organization. We also annually conduct and host hundreds of conferences and in-house trainings that are designed to educate and minimize liability.

The table below provides a representative description of the service areas requested under the RFP.

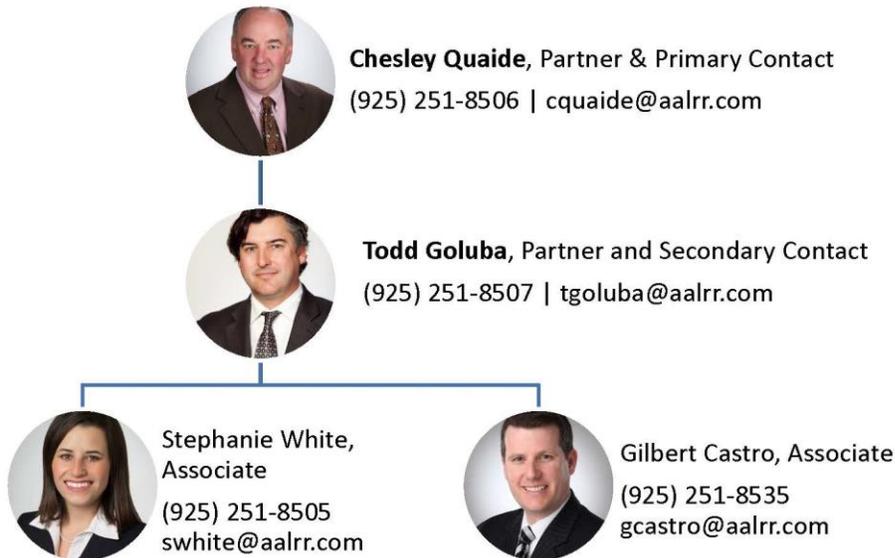
Firm Areas of Experience	
Labor Relations	Collective Bargaining, Advice & Counsel, Grievance Processing, Arbitrations, Mediation, Fact-finding, Litigation
Governance	Board Policy Development, Ralph M. Brown Act Compliance, Board Relations, California Education Code and Title 5 Regulations Interpretation, Public Records Act Responses, Training for Governing Boards, Conflict and Disclosure Advice

Our practice groups meet regularly to develop sound strategies for solving complex legal problems, keep abreast of new developments in the law, and ensure the highest quality of service is provided to our clients. Chesley D. Quaide, a partner with the Firm will be the Association's primary contact. His contact information is provided below:

Atkinson, Andelson, Loya, Ruud & Romo 5075 Hopyard Road, Suite 210 Pleasanton, CA 94588		www.aalrr.com
Chesley D. Quaide, Partner and Primary Contact	Direct: 925.251.8506 cquaide@aalrr.com	Main: 925.227.9200 Fax: 925.227.9202

The bargaining team identified for the Association brings decades of bargaining experience and legal counsel for the public sector.

Bargaining Team



EXPERIENCE REQUIREMENTS

Bargaining Units/Labor Union

Our attorneys have been invited to the bargaining table for over 35 years, representing employers, public agencies and special districts in collective bargaining negotiations, labor relations, meet and confer issues, and in grievance arbitrations. Team Negotiators serve as spokespersons or advisors in negotiations, draft and review proposed contractual language, consult with and advise the administration and governing board regarding the negotiations, and work with employers and agencies representing clients through mediation and fact-finding, when necessary.

Our labor and employment legal knowledge along with our industry insights have provided our clients with collaborative/interest based bargaining techniques and traditional labor negotiations. We have negotiated virtually every issue within the scope of bargaining, as agencies were dealing with severe budgetary shortfalls, our firm negotiators successfully represented clients in negotiating salary and benefit reductions and other labor concessions.

Our recent negotiations have resulted in changes to retiree medical benefits, implementation of furloughs, salary concessions, and changes to pension benefit formulas and contributions. A representative list of Chesley Quaide's and Todd Goluba's accomplishments at the bargaining table includes the following:

Chesley Quaide

Chesley Quaide began his legal career 25 years ago representing unions and union members for a San Francisco labor law firm. This work included representing police and firefighters in legal proceedings, negotiations and disciplinary proceedings.

In December of 1990, Mr. Quaide joined AALRR and since then has been successfully representing school districts and county offices of education in negotiations in four different counties.

Mr. Quaide has represented the Stanislaus County Office of Education ("SCOE") in both certificated and classified negotiations since 2006. In 2011, facing a bleak fiscal situation, SCOE found it necessary to negotiate a significant cut to its certificated (teaching) staff health benefit costs. Mr. Quaide successfully negotiated a reduction in the employer's maximum health benefit contribution cap from \$18,000/year to \$12,000/year. This was accomplished without having to go to impasse.

If the parties are forced to go to impasse, however, Mr. Quaide has proceeded to mediation countless times, and has on three separate occasions represented an employer that had to unilaterally implement its last, best and final offer following impasse proceedings in order to remain fiscally solvent (Merced River School District, Hilmar Unified School District and Knights Ferry Unified School District).

In addition to the Stanislaus County Office of Education, Mr. Quaide has represented the Escalon Unified School District, the San Carlos School District, the San Mateo Union High School District, the Merced Community College District, the South San Francisco Unified School District, the Chatom Union School District and the Ripon Unified School District in negotiations.

Todd Goluba

Over the past 15 years, Mr. Goluba has negotiated to settlement over 70 labor contracts for over 20 public entities. He has negotiated four contracts from beginning to end with newly formed unions, and thus has extensive experience in negotiating all contract articles. Mr. Goluba has been through all phases of the negotiation process from table bargaining to impasse to fact-finding to unilateral imposition.

Mr. Goluba received statewide recognition for his role leading the Lucia Mar Unified School District bargaining team to an historic settlement with CTA establishing an evaluation system linking student achievement on standardized tests to performance-based bonuses for teachers. Based on this achievement, California Lawyer Magazine awarded Mr. Goluba a 2012 CLAY Award recognizing him as California Attorney of the Year for extraordinary achievement in Education Law. Mr. Goluba is known for building good working relationships across the bargaining table and for making sure that the District's positions in bargaining are in full alignment with the governing board.

In 2010, Mr. Goluba represented the West Valley-Mission Community College District's bargaining team to a settlement with ACE, the District's academic (teaching) employee bargaining unit, which achieved the long standing District goal of implementing a health benefit cap.

Bargaining Approach

As a general approach, we will work with and for the Association's management team. We strive to provide professional advice to assist the Association in determining its policy goals and objectives, which then become our goals and objectives. One of the main goals for our attorney negotiators is to assist CCCERA management in becoming a more informed, and possibly a more effective participant in the bargaining process. We see the conclusion of the negotiation process as the beginning of a constructive employer-employee organization-relationship.

We believe in carefully organizing for negotiations, with goals and objectives clearly identified and develop the appropriate negotiating process to include preparatory activities to the preliminary bargaining phases, bargaining, and finally to agreement or impasse procedure.

We use a professional approach that seeks to achieve and maintain professional relationships, while still understanding the necessary adjustments to keep in line with client resources, goals and objectives.

Firm attorneys will work diligently to timely communicate with identified management. A complete understanding of the bargaining units, current contracts, goals and objectives will drive the management of negotiations. The Firm will work in conjunction with the Association management team to implement the strategic plan and direction of the Association. An initial assessment report of the bargaining unit would be issued at the onset of the engagement and updated as events dictated. Since the negotiations process is fluid, Firm attorney negotiators work diligently to timely communicate with Association management.

While there is one lead negotiator handling each bargaining unit, at least one other designated attorney will be kept advised of the matter so that the Association has access to an attorney who is familiar with the status of bargaining. Attorney negotiators are also expected to compile a list of items and tasks to be completed by members of the bargaining team after each negotiation and to ensure that bargaining proceeds expeditiously. Typically, these tasks will be noted in an email and circulated to the bargaining team. In addition, each

negotiator is required to keep an office file of their bargaining binder so that documents are maintained for future reference and use.

Advice and Counsel | Labor & Operations Advice



Firm attorneys designated on the Association team have practiced employment law for public agencies since they received their law degrees. Their knowledge and background provide a solid foundation to effective negotiating techniques. Atkinson, Andelson, Loya,

Ruud & Romo is dedicated to working with public sector clients—and we are recognized for our experience and success in handling the bargaining table and employment matters. We offer unmatched bench strength and California expertise.

As the CCCERA transitions into its role as a direct public employer our attorneys can provide advice and counsel in a wide-range of areas. When it comes to understanding the ins and outs of the public sector and how it operates, our attorneys have been there, with many having had past service in the agencies they are now serving. We know who and what you are dealing with—and we know how to help you achieve your goals. AALRR understands that county entities face unique challenges due to the nature of public employment. In addition to following specific laws and regulations, they also encounter a heightened level of scrutiny and pressure from both unions and elected officials. New areas of concern for the Association may include the following:

Free Speech/First Amendment

Our attorneys are well versed in the area of free speech rights of public employees. With the expanding use of social media and increased reporting of public agency activities, an employer must weigh the rights of its employees to express themselves regarding matters of public concern and the impact on agency operations before taking action. Our firm has advised numerous clients in this rapidly evolving area.

The Brown Act

We regularly provide legal interpretations and advice concerning elected official relations issues, including advising and training legislative bodies on the Brown Act. We have also litigated a number of issues relating to the Brown Act, including questions relating to the definition of a meeting, the propriety of closed session discussions, and the obligation to announce out certain actions taken in closed session. With respect to the Public Records Act, we regularly provide public agencies with advice and counsel and have been involved in litigation relating to whether a party to pending litigation against a public agency may still attempt to obtain documents by way of the Public Records Act.

Whistleblower/Retaliation

The firm has handled many cases involving “whistleblower” cases brought pursuant to provisions of the Government, and Labor Codes. These claims require particularized

handling due to the different burden of proof standards. We also regularly advise and represent our clients in dealing with claims of retaliation brought by employees.

Privacy Issues

Our attorneys routinely counsel employers with respect to employee privacy matters. We assist employers in developing or evaluating personnel policies dealing with privacy issues, including employee drug testing procedures, monitoring of employees' telephone, email, and Internet use, and employer use of consumer, credit, motor vehicle, and criminal background reports during the hiring or promotion process.

Public Agency Experience



The firm's philosophy is rooted in understanding the broad spectrum of legal issues that affect public entities. We regularly advise our clients on all aspects of public agency law, providing legal interpretations and advice. We are regularly called upon to interpret the Municipal Code, Government Code, Public Contract Code, as well as various other provisions of state and

federal law governing how agencies operate. Because AALRR is one of the largest law firms in California, the firm has the substantial benefit of broad and diverse technical knowledge, practical experience and professional resources, which enable the firm to offer the best legal services to clients in a cost-efficient and timely manner.

We assist agencies in drafting and revising personnel rules that emphasize employer rights and clear expectations for employees, and avoid the guarantees of "fairness" or "due process" which frequently become the basis for breach of employment contract lawsuits. Our attorneys also conduct comprehensive compliance audits to help clients limit liability in the event that a federal or state agency conducts an inspection or audit.

AALRR also has extensive experience in California's administrative law practice. The Firm's practice of administrative law encompasses not only the state and local licensing needs of our clients, but involves the on-going development of our clients' ability to conduct their business in compliance with all the state and local laws and regulations.

STAFFING

Mr. Quaide and his team of attorneys are easily reachable wherever they may be and provide timely and responsive advice without the need for extensive legal research. Phone calls are usually returned within one hour and almost always within four (4) hours of a message being placed. Email response time is equally quick as Firm attorneys carry personal communications devices when out of the office and do not hesitate to communicate after work hours and on weekends when there is a need. In addition, the Firm's Pleasanton office is sufficiently close to the Association so that attorneys can make office visits or attend Board meetings as needed.

REFERENCES

Draza Mrvichin, Mediator

Retired from California State Mediation and Conciliation Services, Department of Industrial Relations

dmrvichin@yahoo.com

Stanislaus County Office of Education

1100 H Street

Modesto, CA 95354-2338

Tom Changnon, County Superintendent – Phone: (209) 238-1776

Walnut Creek Elementary School District

960 Ygnacio Valley Road

Walnut Creek, CA 94597

Dr. Patricia A. Wool, Superintendent – Phone: (925) 944-6850 x2001

Merced Union High School District

P.O. Box 2147

Merced, CA 95344-0147

Stacy McAfee, Assistant Superintendent, Human Resources – Phone: (209) 385-6420

Livingston Union School District

922 B Street

Livingston, CA 95334-1198

Andrés Zamora, Superintendent – Phone: (209) 394-5421

COSTS

As our firm is always mindful the larger budgetary realities facing public agencies, we understand the importance our clients place on receiving value for their fees. Our firm resources offer the ability to work on projects with a team approach allowing project completion at the appropriate, cost-effective level. We provide cost estimates of specific matters so that clients can make informed decisions about their options. With respect to the cost estimate of a particular assignment, we can prepare a budget for consideration by the Association following our initial assessment of the nature and scope of the assignment.

In order to assist in tracking costs on particular cases or issues, the firm has created a “point number” billing system. As a further way of keeping track of ongoing matters, a supervising attorney may provide clients with a monthly status report including a summary of current activities and progress towards resolution. Our billing is done monthly and then submitted to the client. The bill can be separated by department or matter. Our Billing Manager is responsible for managing the firm’s billing and ensuring the billing information meets the client’s needs. Our firm uses the CMS software program for billing purposes. Hard copies of invoices are sent between the 10th and 15th of every month.

Telephone calls are billed to the client at the actual cost of the call, plus the attorney's time. The firm recognizes that the CCCERA expects not to pay for travel time unless substantive work takes place during the travel time. AALRR will adhere to this requirement.

Hourly Rates - billed one-tenth (.10) of an hour	
Partners	\$295
Senior Associates - (More than six years' experience)	\$270
Associates - (Less than six years of experience)	\$210 - \$240
Paralegal	\$160

Additional expenses associated with our proposal for legal services are as follows:

1. Photocopying	\$.20 (B&W) \$.50 (color) per page
2. Document production and word processing:	\$40.00 per hour
3. Long distance telephone calls:	At cost
4. Facsimile mail:	\$2.00 per page outgoing & incoming
5. Messenger/Overnight Mail charges	At cost
6. Computerized Legal Research	At cost
7. Lodging	At cost

ATTACHMENT A - ATTORNEY RESUMES

CHESLEY D. QUAIDE

Partner

cquaide@aalrr.com



Education Law

Labor and Employment Law

Experience

Chesley Quaide is a partner in the Pleasanton office of Atkinson, Andelson, Loya, Ruud & Romo. Mr. Quaide is the Practice Group Leader of the Northern California Public Sector Practice Group and also managing Partner of the firm's Pleasanton office. He focuses on education law and labor relations and employment/labor law.

Mr. Quaide served as General Counsel of the Merced County Office of Education from 1991 - 2004, and currently serves as General Counsel of the Stanislaus County Office of Education (since 1996) and the San Joaquin County Office of Education (since 2006). Before joining the firm in 1990, Mr. Quaide represented unions and individuals in state and federal court proceedings and law and motion hearings, before civil service and police commissions, in Skelly hearings, internal investigations, unemployment insurance appeals boards and in all aspects of employee grievance procedures while working as an associate for a San Francisco union labor law firm.

In representing California school districts, Mr. Quaide has served as lead counsel in two published California Court of Appeal decisions that have established important precedential rights for school districts.

In *California Teachers Association v. Governing Board of the Hilmar Unified School District*, 95 Cal.App.4th 183, 115 Cal.Rptr.2d 323 (2002), the court upheld a school district's right to negotiate with a certificated union regarding salary compensation based on factors other than years of training and years of experience. In this case the school district had negotiated with its' certificated union to allow a one-time bonus be paid to returning unit members, but the union and some non-returning teachers subsequently sued the school district alleging that this agreement violated Education Code 45028 (the uniform salary schedule statute).

In *Ripon Unified School District v. Messick* (2009) 177 Cal. App. 4th 1379, the court upheld the right of school districts to discipline and terminate tenured teachers for failing to obtain EL ("CLAD") certification.

In addition to the above, Mr. Quaide is a certified FRISK® and AB 1825 Sexual Harassment trainer and has also presented numerous workshops and lectures on a variety of issues



including collective bargaining, the Brown Act, Grand Juries, and other matters of interest to the educational community.

Education

Mr. Quaide earned his undergraduate degree from the University of California, Berkeley. He earned his Juris Doctor, with Honors, from the University of San Francisco School of Law.

Admission

1988, California and U.S. District Court, Northern District of California; 1990, U.S. District Court, Eastern and Central Districts of California

Memberships

State Bar of California

Publications and Speaking Engagements

Mr. Quaide is an active contributor to the firm's various publications.

TODD A. GOLUBA

Partner

tgoluba@aalrr.com



Education Law

Experience

Todd Goluba is a partner in the Pleasanton office. Mr. Goluba serves as General Counsel to over 25 school districts, community college districts, and county offices of education. With over 20 years of experience in education law, Mr. Goluba also specializes in being Chief Labor Negotiator for districts engaged in certificated and classified collective bargaining. He is the leader of the Firm's Personnel and Education Law Practice Team for Northern California. Mr. Goluba was named 2012 California Attorney of the Year by California Lawyer Magazine for extraordinary achievement in Education Law.

Mr. Goluba is known for his entertaining and interactive trainings in the FRISK Employee Documentation Model, AB 1825 Sexual Harassment Prevention, the Brown Act and Board Governance Issues ("Nightmare on Board Night"). In addition, the Community College Association of Chief Human Resource Officers (ACHRO), the Community College League of California (CCLC), the California School Boards Association (CSBA), and the Association of California School Administrators (ACSA) regularly request for Mr. Goluba to speak at their local and statewide functions.

He is a Past President of the California Council of School Attorneys (2005).

Education

Mr. Goluba earned his Bachelor of Arts degree in English from the University of California, Berkeley, (1989) and his Juris Doctor from the University of California, Hastings College of the Law, San Francisco (1992).

Admission

1992, California, U.S. District Court, Northern District of California and U.S. Court of Appeals, Ninth Circuit

STEPHANIE M. WHITE

Associate

swhite@aalrr.com



Education Law

Experience

Stephanie White is an associate in the Pleasanton office and represents California public school districts, county offices of education and community college districts in all aspects of education law with an emphasis in personnel/labor relations and student issues. Her areas of expertise include advising and representing clients with regard to certificated and classified discipline and dismissal proceedings, responding to complaints filed against employers with the Equal Employment Opportunity Commission and Department of Fair Employment and Housing, and defending unfair practice charges before the Public Employment Relations Board.

Ms. White has extensive experience in conducting complex investigations on behalf of school districts and community colleges related to claims of sexual harassment, discrimination and retaliation. She also is experienced in advising on FERPA and student confidentiality issues, student discipline and expulsions proceedings, record retention and Public Records Act requests.

Ms. White has taught classes on practical legal information to inner-city high school seniors in San Francisco and has volunteered as a housing negotiator with the San Francisco Bar. She is also currently a member of UCLA's Alumni Scholarship Committee.

Education

Ms. White earned her Bachelor of Arts degree in Sociology from University of California, Los Angeles and her Juris Doctor from Golden Gate University School of Law.

Admissions

2010, California and U.S. District Court, Central District of California

Memberships

State Bar of California

San Francisco Bar Association, member

GILBERT A. CASTRO

Associate

gcastro@aalrr.com



Education Law

Experience

Gilbert Castro is an associate in the Pleasanton office of Atkinson, Andelson, Loya, Ruud & Romo. Mr. Castro represents California school districts and community college districts as general counsel in education law and labor relations. Mr. Castro has administrative hearing experience which includes appearing in matters before personnel commissions, retirement boards, the California Department of Fair Employment and Housing, the Equal Employment Opportunity Commission, the Public Employment Relations Board (PERB), and the Office of Civil Rights (OCR).

Prior to joining AALRR, Mr. Castro was an Associate with McNamara, Ney, Beatty, Slattery, Borges & Ambacher. He is fluent in Spanish.

Education

Mr. Castro graduated *magna cum laude* from the University of Minnesota School of Law, with a double concentration in Labor and Employment and Human Rights Law. While in law school, Mr. Castro received honors distinctions in Legal Writing and Contracts, was Associate Editor of the Journal of Law and Inequality, and served as Vice-President of the Law Council. He earned his B.A. degree in Spanish from California State University, East Bay, after spending two years living in Argentina.

He also served as an extern to the Hon. John R. Tunheim of the U.S. District Court of Minnesota, a Student Attorney in the Employment Law Clinic, President of the Asylum Law Project, and the Advocacy Coordinator for the non-profit legal aid center Centro Legal, Inc. Upon graduation from law school, Mr. Castro was honored with the President's Student Leadership and Service Award and the Matt Stark Civil Rights and Civil Liberties Award.

Admission

2010, California and U.S. District Court, Northern District of California

Memberships

Contra Costa County Bar Association; State Bar of California; Council on Legal Education Opportunity. Mr. Castro currently serves on the Board of the Child Abuse Prevention Council of Contra Costa County.



MEETING DATE

NOV 05 2014

AGENDA ITEM

9

MEMORANDUM

Date: November 5, 2014
 To: CCCERA Board of Retirement
 From: Vickie Kaplan, Retirement Accounting Manager
 Subject: **Cash Flow Report - June 30, 2014**

Overview

CCCERA's cash position was sufficient for the 6 months ended June 30, 2014. Below are some of the highlights summarized from the Cash Flow Report attached to this memo:

Cash Flow Report Page 1

Cash Inflow

Employee Contributions: Overall, relatively flat from prior period. Retirements remained flat in March which is atypical.

Non-County Employer: 37% decrease from prior period. Prior period includes First Five's \$2M payment toward their UAAL.

CCC Final Paulson & Districts' Term Liability: Reflects Delta Diablo Sanitary District's unfunded liability contribution made in the month of January. Districts' Term Liability reflects those employers who left CCCERA's system to CalPERS.

Distributions:

Alternatives	+38% or \$8M increase from prior period	Adams Street \$12M; Pathway \$9M; Bay Area Equity Fund \$3M; EIF-USPF \$3M
Market Opportunity	-54% or \$4M decrease from prior period	Oaktree \$3.3M
Global Real Assets	+6% or \$0.2M increase from prior period	PIMCO All Asset Fund \$1.5M; Wellington Trust Co. \$1.4M
Real Estate	-34% or \$23M decrease from prior period	Siguler Guff \$24M; FREG \$9M; DLJ \$5M; Oaktree RE \$4M; Angelo Gordon \$3M; Prior period includes a \$32M distribution from Invesco II
Domestic Fixed	+340% or \$27M increase from prior period	Torchlight III \$30M; Torchlight IV \$3M; Torchlight I \$1M

Liquidate Assets: 19% increase from prior period due to assets held in a holding account that were liquidated to transfer funds to newly hired managers. Amount represents funds generated from sales of investments.

Rebalancing & transfers: 106% increase from prior period. Rebalancing done by CIO in Jan/Feb as well as CCCERA's monthly cash movement from CCC to State Street.

Cash Outflow:

Retiree payroll: Overall, slight increase of 4% from prior period.

Refunds & Active Member Deaths (including taxes): Up 28% from prior period.

Investment related travel/education/attorney/salaries: 11% increase from prior period. Amount has been detailed on page 2 of the Cash Flow Report.

Capital Calls:

Alternatives	+42% or \$8M increase from prior period	Adams Street \$12M; Pathway \$8M; Ocean Avenue \$6M; Bay Area Equity Fund II \$1M; Paladin \$1M
Global Real Assets	+619% or \$11M increase from prior period	Aether Real Assets \$8M; Commonfund Cap Natl Resources IX \$4M
Real Estate	+1148% or \$69M increase from prior period	Oaktree RE VI \$24M; DLJ V \$12M; Angelo Gordon \$11M; LaSalle \$9M; Invesco III \$7M; Siguler Guff \$6M; Long Wharf; \$4M Paulson \$2M

Cash Allocation/Managers: 53% increase from prior period. Rebalancing done by CIO in Jan/Feb as well as CCCERA's monthly cash movement from CCC to State Street.

Net Cash Inflow/Outflow

Overall, \$3 million inflow in current period versus \$30 million in prior period, for a 92% decrease. Without the prepayment program, CCCERA's *monthly* cash inflow would be increased by approximately \$19 million. CCCERA's cash position is sufficient with the additional cash from prepayments.

Cash Flow Report Page 2

Schedule of Professional (Manager/Consultant/Attorney) Fees

Investment Management Fees: 7% increase from prior period. Most fees are tied to market value of assets.

Consulting Fees: 27% increase from prior period. Breakdown provided on page 2 of Cash Flow Report. Increase mostly related to additional work performed (i.e. actuarial audit) from Milliman.

State Street: 12% increase from prior period.

Attorney Fees (Non-investment): 24% decrease from prior period due to decreased legal needs.

Schedule of Investment Related Travel/Education Costs/Attorney Fees/Salaries

Investment Travel/Education Costs: 44% increase from prior period due to increased due diligence trips and trustee trainings.

CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION CASH FLOW 2014

	Month Ending:	01/31/14	02/28/14	03/31/14	04/30/14	05/31/14	06/30/14	Current Year Jan thru June	Prior Year Jan thru June	% Change
Receipts:										
Employee Contributions		5,787,668	5,799,969	5,851,617	5,907,671	6,074,099	5,923,289	35,232,341	35,232,341	0.3%
Purchases/conversions - "EE" & "ER"		517,320	50,909	169,572	99,004	232,628	257,205	1,886,849	1,886,849	-29.7%
Non-County employer		736,550	251,498	251,555	248,761	268,167	251,639	3,186,975	3,186,975	-37.0%
Special District-Employer Contrib		1,708,054	1,073,614	1,726,386	1,632,363	1,657,663	1,675,661	10,810,714	10,810,714	-12.4%
Employer Prepayments		-	-	-	-	-	-	-	-	0.0%
Employer True-ups		-	-	-	-	-	-	-	-	0.0%
CCC Final Paulson & Districts' Term Liability		329,438	-	-	-	-	-	329,438	143,316	129.9%
Interests/Dividends		5,595,183	6,257,960	8,105,447	6,501,062	7,213,746	10,329,495	44,002,893	43,328,400	1.6%
Distributions - Alternatives		3,636,525	4,229,036	5,235,878	3,768,178	4,896,038	5,421,970	27,187,625	19,656,313	38.3%
Distributions - Market Opportunity		-	-	3,304,673	-	-	-	3,304,673	7,236,843	-54.3%
Distributions - Global Real Assets		202,128	219,530	815,650	467,072	167,348	946,047	2,658,591	2,658,591	6.0%
Distributions - Real Estate		1,140,090	19,310,536	4,042,938	11,142,705	9,532,103	9,532,103	45,169,372	67,992,247	-33.6%
Distributions - Domestic Fixed (Torchtlight)		5,881,264	-	21,760,078	21,760,078	1,270,495	5,392,866	7,794,892	7,794,892	340.1%
SUBTOTAL CASH INFLOW		25,534,220	37,193,052	29,503,716	51,526,894	21,780,184	39,730,275	199,927,481	199,927,481	2.7%
Liquitate assets-cash needs		-	32,000,000	13,035,908	45,000,000	-	27,000,000	117,035,908	98,000,000	19.4%
Rebalancing & transfers (MOVEMENT)		190,500,000	7,600,000	7,700,000	7,000,000	8,000,000	8,000,000	228,800,000	111,000,000	106.1%
TOTAL CASH INFLOW		216,034,220	76,793,052	50,239,624	103,526,894	29,780,184	74,730,275	551,104,249	408,927,481	34.8%
LIQUIDATION & MOVEMENT										
Disbursements:										
Retiree payroll		(30,725,065)	(31,152,098)	(31,051,996)	(31,078,634)	(31,980,015)	(32,339,086)	(188,326,894)	(181,451,064)	3.8%
Post Retirement Death benefits		(69,000)	(47,000)	(81,084)	(59,000)	(91,000)	(73,667)	(420,750)	(437,667)	-3.9%
Refunds & Active Mbr Deaths (including taxes)		(145,623)	(202,604)	(305,808)	(656,344)	(311,812)	(550,860)	(2,173,053)	(1,700,771)	27.8%
Administration expense		(526,844)	(590,933)	(516,127)	(645,486)	(471,441)	(483,776)	(3,234,608)	(3,021,558)	7.1%
Invest related travel/educ/atty/salaries*		(51,592)	(54,682)	(57,237)	(59,939)	(69,558)	(58,565)	(351,573)	(316,802)	11.0%
Professional (Mgr/Consult/Atty) fees*		(1,227,705)	(2,362,847)	(2,426,353)	(501,514)	(3,369,954)	(1,457,798)	(11,346,171)	(10,573,958)	7.3%
SUBTOTAL CASH OUTFLOW		(32,745,829)	(34,410,165)	(34,438,605)	(33,000,917)	(36,293,780)	(34,963,752)	(205,853,049)	(197,501,819)	4.2%
Capital calls - Alternatives		(2,570,788)	(1,921,313)	(1,213,000)	(4,375,155)	(6,533,243)	(11,644,323)	(28,257,822)	(19,844,517)	42.4%
Capital calls - Market Opportunity		-	-	-	-	-	-	-	-	0.0%
Capital calls - Global Real Assets		(1,500,000)	-	(750,000)	(9,330,965)	(1,000,000)	-	(12,580,965)	(1,750,000)	618.9%
Capital calls - Real Estate		(16,202,166)	(19,866,706)	(14,222,129)	(20,306,021)	(3,000,000)	(1,617,676)	(75,214,698)	(6,027,233)	1147.9%
Capital calls - Domestic Fixed (Torchtlight)		-	-	-	(5,929,306)	(6,000,000)	(6,000,000)	(17,929,306)	(17,952,610)	-0.1%
SUBTOTAL CAPITAL CALLS		(20,272,954)	(21,788,019)	(16,185,129)	(39,941,447)	(16,533,243)	(19,261,999)	(133,982,791)	(45,574,360)	194.0%
Cash Allocation/Managers (MOVEMENT)		(170,500,000)	(7,600,000)	(7,700,000)	(7,000,000)	(8,000,000)	(8,000,000)	(208,800,000)	(136,119,827)	53.4%
TOTAL CASH OUTFLOW,		(223,518,783)	(63,798,184)	(58,323,734)	(79,942,364)	(60,827,023)	(62,225,751)	(548,635,840)	(379,196,006)	44.7%
CAPITAL CALLS & MOVEMENT										
NET CASH INFLOW/(OUTFLOW)		(7,484,563)	12,994,868	(8,084,110)	23,584,530	(31,046,839)	12,504,524	2,468,409	29,731,475	-91.7%

*see attachment for detail (page 2 of 2)

KEY TO CASH FLOW 2014

Receipts

Subtotal Cash Inflow shows outside funds coming in to CCCERA.

Liquitate assets shows funds generated from sales of investments by CCCERA staff direction to managers - cash requirements.

Rebalancing & transfers shows movements of funds from Managers initiated by CCCERA staff (see cash allocation/Managers).

Employer Prepayments are booked in July of each year; Employer True-ups are booked in August of each year.

Disbursements

Subtotal Cash Outflow shows funds leaving CCCERA.

Capital calls shows funds requested by Investment Managers.

Cash Allocation/Managers shows funds distributed to managers for rebalancing and transfers initiated by CCCERA staff (see rebalancing & transfers).

Schedule of Professional (Manager/Consultant/Attorney) Fees as of June 30, 2014

Month ending:	<u>1/31/2014</u>	<u>2/28/2014</u>	<u>3/31/2014</u>	<u>4/30/2014</u>	<u>5/31/2014</u>	<u>6/30/2014</u>	<u>Current period</u>	<u>Prior period</u>	<u>Change</u>
Investment Management Fees	1,105,029	2,086,093	2,126,072	315,000	3,194,948	1,288,575	10,115,717	9,465,053	6.9%
Consulting Fees <i>(see detail below)</i>	104,007	7,298	11,750	133,036	141,170	100,237	497,500	390,483	27.4%
State Street Custodian Fees	-	230,444	247,283	-	-	-	477,726	425,090	12.4%
Attorney Fees (Non-investment)	-	19,971	22,207	34,436	14,795	49,944	141,353	185,804	-23.9%
Attorney Staff Salary (Non-investment)	18,668	19,041	19,041	19,041	19,041	19,041	113,875	107,528	5.9%
TOTAL:	<u>1,227,705</u>	<u>2,362,847</u>	<u>2,426,353</u>	<u>501,514</u>	<u>3,369,954</u>	<u>1,457,798</u>	<u>11,346,171</u>	<u>10,573,958</u>	<u>7.3%</u>
Consulting Fees									
Milliman	100,007	7,298	-	81,536	82,500	20,737	292,080	170,582	71.2%
Segal	4,000	-	11,750	51,500	58,670	59,000	184,920	189,589	-2.5%
ISS*	-	-	-	-	-	20,500	20,500	30,313	-32.4%
	<u>104,007</u>	<u>7,298</u>	<u>11,750</u>	<u>133,036</u>	<u>141,170</u>	<u>100,237</u>	<u>497,500</u>	<u>390,484</u>	<u>27.4%</u>

* Institutional Shareholder Services Inc - proxies

Schedule of Investment Related Travel/Education Costs/Attorney Fees/Salaries as of June 30, 2014

Investment Travel/Education Costs	2,175	3,411	5,223	3,465	21,124	4,514	39,912	27,773	43.7%
Attorney Fees (Investment)	-	583	2,597	3,286	4,664	10,282	21,412	21,730	-1.5%
Attorney Staff Salary (Investment)	-	-	-	-	-	-	-	-	0.0%
Investment Staff Salaries	49,417	50,688	49,417	53,188	43,769	43,770	290,249	267,299	8.6%
TOTAL:	<u>51,592</u>	<u>54,682</u>	<u>57,237</u>	<u>59,939</u>	<u>69,558</u>	<u>58,565</u>	<u>351,573</u>	<u>316,802</u>	<u>11.0%</u>



MEMORANDUM

Date: November 5, 2014
To: Board of Retirement
From: Karen Levy, General Counsel
Subject: State Association of County Retirement Systems
Legislative Proposal - 2015

Background

The State Association of County Retirement Systems ("SACRS") has provided its legislative proposal for 2015, a copy of which is enclosed. The legislation proposed by the Los Angeles County Employees Retirement Association ("LACERA") would clarify that the unmodified or optional settlement selected by a member can later be modified if the member is granted a disability benefit. This is already the practice of several CERL systems, including CCCERA. As such, the proposed legislation, if passed, would not change the way in which CCCERA handles option selection for members who are granted a disability retirement.

The SACRS Legislative Committee has voted in favor of the proposed legislation. At the Friday, November 14, 2014 SACRS Business Meeting, SACRS member systems will be asked to approve the SACRS proposals. The Board should provide guidance to its voting delegate attending the meeting with regards to its support, opposition, or abstention on this SACRS action item.

Recommendation

Consider the SACRS legislative proposal and direct the Board's voting delegate attending business meeting on November 14, 2014 to support the inclusion of the LACERA proposal in the SACRS 2015 Legislative Platform.



MEMORANDUM

Date: November 5, 2014
To: Board of Retirement
From: Karen Levy, General Counsel
Subject: Report of Purchase/Sale of Pension Fund Investment: PIMCO

Background and Report

The Board met in closed session pursuant to Government Code Section 54956.81 to consider the sale and purchase of a particular pension fund investment on October 8, 2014, Agenda Item No. 6. In accordance with Government Code Section 54957.1(a)(7), the following action is hereby reported: It was M/S/C to direct PIMCO to sell the CCCERA investments in the sector funds and invest the proceeds in a separate account broadly intended to track the Barclays Aggregate Index. (Yes: Allen, Gordon, Hast, Mitchoff, Phillips, Pigeon, Smithey, Telles, Watts. Opp.: None.: Abs.: None.)

Recommendation

Accept report.

CCCERA Board Meetings 2015

January						
Su	Mo	Tu	We	Th	Fr	Sa
				1	2	3
4	5	6	7	8	9	10
11	12	13	B	15	16	17
18	19	20	SB	22	23	24
25	26	27	B	29	30	31

H - New Year's Day
H - Martin Luther King Jr. Day

February						
Su	Mo	Tu	We	Th	Fr	Sa
1	2	3	4	5	6	7
8	9	10	B	12	13	14
15	16	17	SB	19	20	21
22	23	24	Q	26	27	28

H - Presidents' Day

March						
Su	Mo	Tu	We	Th	Fr	Sa
1	2	3	4	5	6	C
C	C	C	B	12	13	14
15	16	17	18	SB	20	21
22	23	24	B	26	27	28
29	CII	CII				

April						
Su	Mo	Tu	We	Th	Fr	Sa
			CII	2	3	4
5	6	7	B	9	10	11
12	13	14	15	16	17	18
19	20	21	B	23	24	25
26	27	28	29	30		

May						
Su	Mo	Tu	We	Th	Fr	Sa
					1	2
N	N	N	N	N	8	9
10	W	W	W	W	16	
17	18	19	Q	21	22	23
24	25	26	27	28	29	30
31						

H - Memorial Day

June						
Su	Mo	Tu	We	Th	Fr	Sa
	1	2	3	4	5	6
7	8	9	B	11	12	13
14	15	16	17	18	19	20
21	22	23	B	25	26	27
28	29	30				

July						
Su	Mo	Tu	We	Th	Fr	Sa
			1	2	3	4
5	6	7	B	9	10	11
12	13	14	15	16	17	18
PPI	PPI	PPI	SB	23	24	25
26	27	28	29	30	31	

H - Independence Day

August						
Su	Mo	Tu	We	Th	Fr	Sa
						1
2	3	SL	SL	SL	SL	8
9	10	11	B	13	14	15
16	17	18	19	20	21	22
23	24	25	Q	27	28	29
30	31					

September						
Su	Mo	Tu	We	Th	Fr	Sa
		1	2	3	4	5
6	7	8	B	10	11	12
13	14	15	16	17	18	19
20	21	22	B	24	25	26
27	28	29	CII			

H - Labor Day

October						
Su	Mo	Tu	We	Th	Fr	Sa
				CII	CII	3
4	5	6	B	I	I	I
I	12	13	14	SB	16	17
18	19	20	B	22	23	24
25	26	27	28	29	30	31

November						
Su	Mo	Tu	We	Th	Fr	Sa
1	2	3	B	5	6	7
8	9	10	11	12	13	14
15	16	S	S	S	S	21
22	23	Q	25	26	27	28
29	30					

H - Veterans Day
H - Thanksgiving

December						
Su	Mo	Tu	We	Th	Fr	Sa
		1	2	3	4	5
6	7	8	B	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

H - Christmas Day

B Board Meeting	CII CII	SL Stanford Law: Principles of Pension Management
Q Quarterly Meeting	C CALAPRS	PPI SACRS: Public Pension Investment Management
SB Special Board Meeting	N NCPERS	W Wharton: Portfolio Concepts
S SACRS	I IFEBP	

PAULSON
& CO.
INC.

MEETING DATE

NOV 05 2014

AGENDA ITEM

13

We request the pleasure of your company at the

*Paulson Real Estate Funds
2014 Annual Review*

with presentations by

*John Paulson, President
and
Michael Barr, Portfolio Manager*

Friday, November 21, 2014

9:30AM

Museum of Modern Art, New York

*The Lewis B. and Dorothy Cullman Education and Research Building
4 West 54th Street*

R.S.V.P. by Friday, November 14, 2014
Contact Kate Larsen to register
+1.212.599.6344 or kate.larsen@paulsonco.com

Business Attire
By Invitation Only
Identification is required

Registration begins at 9:00AM, the presentation promptly at 9:30AM

No information in this registration form and no information that is presented, discussed or otherwise disseminated through the event itself is intended to be, and should not be construed as, an invitation, offer or inducement for any person to invest in the Paulson funds.