



Employees' Retirement Association  
1355 willow way suite 221 concord ca 94520  
925.521.3960 fax 925.646.5747

RETIREMENT BOARD MEETING  
**FIRST MONTHLY MEETING**

9:00 a.m.  
March 14, 2013

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. Recognition of Mario Martinez for 10 years of service.
3. Accept comments from the public.
4. Approve minutes from the February 13, 2013 meeting.
5. Routine items for March 14, 2013.
  - 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*

- \*\* 6. 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. James Laatsch | Service Connected  | Service Connected     |
| b. Brian Parrish | Service Connected  | Service Connected     |

7. The Board will continue in closed session to consider the Hearing Officer/Staff recommendation regarding the disability application for Barbara Bogans.
8. The Board will continue in closed session pursuant to Govt. Code Section 54956.9(a) to confer with legal counsel regarding existing litigation (two cases):

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.

- a. *Board of Retirement v. County of Contra Costa, et al.*, Alameda County Superior Court, Case No. RG11608520.
- b. *Contra Costa County Deputy Sheriffs Association, et al., v. CCCERA, et al.*, Contra Costa County Superior Court, Case No. N12-1870.

*OPEN SESSION*

9. Presentation from Pathway Private Equity Fund Investors 7 (PPEF 7).
10. Consider and take possible action on staff recommendation for commitment to Pathway Private Equity Fund Investors 7 (PPEF 7).
11. Presentation of cash flow report for July through December 2012.
12. Consider and take possible action on staff recommendation for paperless distribution of Board meeting documents.
13. Consider and take possible action on iPad Usage Policy.
14. Consider authorizing the attendance of Board and/or staff:
  - a. Investors Meeting, Energy Investors Funds, May 1 – 3, 2013, Palm Beach, FL.
  - b. Client Conference, DLJ Real Estate, April 30 – May 1, 2013, New York, NY.
  - c. Client Conference, Adams Street Partners, June 4 – 5, 2013, Chicago, IL.
  - d. Spring Conference, SACRS, May 13 – 17, 2013, Napa, CA.
15. 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.

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|   |
|---|
| <i>Meeting Date</i><br><b>03/14/13</b><br><i>Agenda Item</i><br><b>#4</b> |
|---|

The Board of Retirement met in regular session at 9:00 a.m. on Wednesday, February 13, 2013 in the Conference Room of the Contra Costa County Employees' Retirement Association, 1355 Willow Way, Suite 221, Concord, CA.

**Present:** Terry Buck, Richard Cabral, Brian Hast, Jerry Holcombe, Gabe Rodrigues, Jerry Telles, Maria Theresa Viramontes and Russell Watts

**Absent:** Debora Allen, John Gioia, Sharon Naramore and John Phillips

**Staff:** Marilyn Leedom, Retirement Chief Executive Officer; Kurt Schneider, Retirement Deputy Chief Executive Officer; Timothy Price, Retirement Chief Investment Officer; Karen Levy, General Counsel; and Vickie Kaplan, Retirement Accounting Manager

**Outside Professional Support:** Harvey Leiderman  
**Representing:** Reed Smith LLP

**Other Attendees:**

|                 |  |
|-----------------|--|
| Luz Casas       | Contra Costa County Employees' Retirement Association (CCCERA) Staff |
| Christina Dunn  | CCCERA Staff   |
| Tracy Kroll     | CCCERA Staff   |
| Joelle Luhn     | CCCERA Staff   |
| Justine Rossini | CCCERA Staff   |
| Mike Sloan      | Contra Costa County Retired Employees Association                    |
| Robert Leete    | San Ramon Valley Fire District                                       |
| William Pigeon  | Local 1230   |
| Bill Cullen     | Retiree  |
| Todd Smithey    | Central Contra Costa Sanitary District                               |
| Lisa Driscoll   | County Administrators Office   |
| Wendy Lack      | Contra Costa Taxpayers Association                                   |

**1. Pledge of Allegiance**

Viramontes led all in the *Pledge of Allegiance*.

**2. Public Comment**

Wendy Lack, Contra Costa Taxpayers Association, stated she is doing research for a story on National Sunshine Month and would like an update on CCCERA's previous discussions on audio taping the Board meetings.

**3. Approval of Minutes**

It was *M/S/C* to approve the minutes of the December 12, 2012 Board meeting. (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)

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**4. Routine Items**

It was *M/S/C* to approve the routine items of the February 13, 2013 meeting. (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)

**CLOSED SESSION**

The Board moved into closed session pursuant to Govt. Code Section 54957 and 54956.9(a).

The Board moved into open session.

**5. It was *M/S/C* to accept the Medical Advisor's recommendation and grant the following disability benefits:**

a. Stacy McPherson - Service Connected (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts).

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

**6b. There was no reportable action related to Govt. Code Section 54956.9(a).**

**7. Adopt the automatic cost-of-living increases for retirees effective April 1, 2013.**

Schneider reviewed the recommendation from The Segal Company regarding the recommended cost of living increase (COLA) for retirees. The CPI increase was 2.22%. In accordance with Government Code Sections 31870, 31870.1 and 31870.3, the COLA is rounded down to 2.0%.

The COLA banks were discussed and it was noted that all Tier 1 and Tier 3 service retirees who retired prior to April of 1985 will receive a 3% COLA.

It was *M/S/C* to adopt the automatic cost-of-living increases for retirees effective April 1, 2013. (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)

**8. Board recognition of retiree groups.**

Levy gave an overview of her memo regarding the newly enacted Government Code Section 31471.5 which defines a "recognized retiree organization" to mean "an organization in which a majority of the members of the organization are retired members of the system and which the board, upon request, has approved recognition."

It was *M/S/C* to formally approve the recognition of the following retiree organizations as "recognized retiree organizations" under Government Code Section 31471.5: Retiree Support Group of Contra Costa County; AFSCME Retirees Chapter 57 Sub Local 142-11; AFSCME Retirees Chapter 57 Sub Local 142-100; and Contra Costa County Retired Employees Association. (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)

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**9. Adopt employer contribution rates effective July 1, 2013 for General Tier 1 County members with membership dates on or after January 1, 2011.**

Schneider reported these rates apply to a small number of individuals that are in General Tier 1 who transferred from one district to another.

It was *M/S/C* to adopt the employer contribution rates effective July 1, 2013 for General Tier 1 County members with membership dates on or after January 1, 2011 as recommended by The Segal Company. (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)

**10. Adopt employer contribution rates effective January 1, 2013 for PEPRAs general members with 2% maximum COLA's.**

Schneider reported these contribution rates are necessary because the Contra Costa County Board of Supervisors took action to adopt Government Code Section 31870, providing an annual maximum COLA of 2% for new PEPRAs members covered under certain memoranda of understandings.

It was *M/S/C* to adopt the employer contribution rates effective January 1, 2013 for PEPRAs general members with 2% maximum COLA's as recommended by The Segal Company. (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)

**11. Presentation of disability statistics for 2010 and 2011**

Schneider reviewed the present value of disabilities compared to employee contributions from 2002 through 2011. He also reviewed service connected and non-service connected disabilities by Tier and type noting service connected disabilities are mostly in the Safety Tier and that Tier 2 has very few members remaining in it. He reported that many retirees that are receiving disability benefits have attained the required years of service so the present value of the service retirement benefit they were eligible for is equal to the present value of the disability retirement benefit they are receiving. The exhibit overstates the value of the disability retirements, since the value of the service retirement benefit is not netted out.

Leedom reviewed disabilities by type, departments and districts, and the trend over the years. She also reviewed the average age of disability retirements, the total number of applications filed, the number of applications pending, and various other disability statistics from 2002-2011.

It was *M/S/C* to accept the disability statistics report for 2010 and 2011 with compliments to the staff. (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)

**12. Update from staff regarding personnel changes at WHV.**

Price gave an update on the personnel changes at Wentworth, Hauser and Violich ("WHV"). He reported Jeff Romrell, the firm's head of sales and distribution, resigned effective February 1, 2013, just shortly after a change in the CEO position from Judy Stevens to Andy Turner. Kurt Hauser, a respected economist, and the "H" in WHV is expected to retire in April of this year. Price noted Romrell's role as head of distribution, Judy Stevens' role as CEO and Kurt Hauser's role as senior economist do not

directly affect the portfolio management of CCCERA's large cap US core equity account managed by WHV. He noted that the portfolio management team is unchanged at this time.

Price reported the new CEO will be making significant business changes to sales, distribution, operations and IT. The Board discussed the new CEO and what, if any, effect the changes will have on our portfolio. It was noted their domestic products have not grown but their global product has. It was the consensus of the Board to conduct an on-site visit and then request a presentation from WHV regarding their personnel changes at an upcoming Board meeting.

**13. Conference Seminar Attendance**

- a. It was **M/S/C** to authorize the attendance of 3 Board members at the Certificate of Achievement in Public Plan Policy (CAPP) Part I and Part II, IFEBP, June 25-28, 2013, Chicago, IL (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)
- b. It was **M/S/C** to authorize the attendance of 3 Board members and 2 staff at the Spring Conference, Council of Institutional Investors, April 17-19, 2013, Washington, D.C. (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)
- c. It was **M/S/C** to authorize the attendance of 3 Board members at the Client Conference, Klausner and Kaufman, March 10-13, 2013, Ft. Lauderdale, FL (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)
- d. It was **M/S/C** to authorize the attendance of 3 Board members at the Pensions and Capital Stewardship Conference, Harvard Law School, May 1-3, 2013, Cambridge, MA (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)
- e. It was **M/S/C** to authorize the attendance of 2 Board members and 1 staff member at the Client Conference, Sigular Guff, May 1-2, 2013, New York, NY. (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)
- f. It was **M/S/C** to authorize the attendance of 3 Board members and 2 staff members at the Public Pension Fund Conference, Manatt, March 22, 2013, San Francisco, CA (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)
- g. It was **M/S/C** to authorize the attendance of 1 staff member at the Chief Investment Officer Summit, CIOS, April 11-12, 2013, New York, NY (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)

**14. Miscellaneous**

- (a) Staff Report -

Leedom reported preliminary numbers show we had a return on investments for the year ending December 31, 2012 exceeding 14%.

She will be returning to the Board with a recommendation on integration of Board agendas and attachments, audio system implementation and iPads.

Forms are being revised to accommodate PEPR.

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Leedom attended the CALAPRS Advanced Trustee Leadership Institute with Watts and felt it was a worthwhile class for trustees. She noted one item discussed was the importance of a published mission statement.

Staff is working on the PEPRAs pay code items and anticipates them to be presented at a meeting in March.

Leedom reported letters are being sent to all districts and employers inviting them to attend the February 27, 2013 meeting since The Segal Company will be presenting the economic assumptions.

She has received quite a few public records requests on attendance at NCPERS and requests on CCCERA's disability statistics.

Leedom reported the March 13, 2013 Board meeting will be on the next agenda for rescheduling due to a conflict with a conference.

Price reported all the documents for the PIMCO All Asset Fund are signed.

The semi-annual rebalancing will be split into two phases to accommodate funding real assets.

Price gave an update on the error discovered at DBL in December noting they will have an outside accountant review the solution.

He reminded the Board about the INTECH on-site visit which will be March 8, 2013 at Princeton.

Price noted that he will present a recommendation for a follow-on commitment to Pathway at the first March Board meeting and Pathway representatives will also offer a presentation at that meeting.

(b) Outside Professionals' Report -

None

(c) Trustees' Comments -

Cabral informed the Board that he violated the CCCERA press policy and spoke to Jennifer Gollan from the Bay Citizen.

Buck reported he also received a call from Ms. Gollan and he referred her to Leedom.

Buck asked about moving the closed session items to the end of the agenda. Leedom stated the Board Regulations would have to be changed. Leiderman suggested using the "order of the day" at the beginning of every meeting to move the closed session items to the end of the meeting when necessary.

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Hast reported he and Allen attended the Emerald Conference and felt the programs were very interesting.

Telles asked about target termination dates listed on the Asset Allocation Report. Price stated the extensions are built into the contract and some money managers have exercised those extensions.

It was *M/S/C* to adjourn the meeting. (Yes: Buck, Cabral, Hast, Holcombe, Telles, Viramontes and Watts)

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Maria Theresa Viramontes, Chairman

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John B. Phillips, Secretary

CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

Meeting Date  
**03/14/13**  
Agenda Item  
**#5**

BOARD OF RETIREMENT

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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> |
|----------------------|---------------|-----------------------|--------------------|--------------|-----------------|
| Abad, Soledad        | 51820         | 12/28/12              | SR                 | III          | Unmod           |
| Adelberg, Jody       | 32616         | 12/26/12              | SR                 | II & III     | Unmod           |
| Adona, Lolita        | 29619         | 12/08/12              | SR                 | I            | Unmod           |
| Aldrich, Mary Anne   | 54071         | 12/29/12              | SR                 | III          | Unmod           |
| Angeles, Lolita      | 53961         | 12/01/12              | SR                 | II & III     | Unmod           |
| Apodaca, Marlene     | 51232         | 12/01/12              | SR                 | II & III     | Unmod           |
| Aquilina, Dennis     | D7274         | 11/24/12              | SR                 | SA           | Unmod           |
| Ballesteros, Leticia | 56827         | 12/29/12              | SR                 | III          | Unmod           |
| Begley, Charlene     | 35787         | 12/22/12              | SR                 | I            | Unmod           |
| Berry, Annette       | 35111         | 12/31/12              | SR                 | I, II & III  | Option 2        |
| Bongco, Maria        | 56978         | 12/31/12              | SR                 | II & III     | Unmod           |
| Bonner, Doris        | 27920         | 12/20/12              | SR                 | II & III     | Unmod           |
| Boykins, Petrenya    | 42818         | 12/29/12              | SR                 | SA & II      | Unmod           |
| Braker, Jeanette     | 38376         | 12/07/12              | SR                 | II & III     | Unmod           |
| Broughton, Robert    | D9500         | 12/31/12              | SR                 | II & III     | Unmod           |
| Bumgarner, Michele   | 44094         | 12/14/12              | SR                 | SA           | Unmod           |
| Bush, Celestine      | 40694         | 12/01/12              | SR                 | II & III     | Unmod           |
| Cardenas, John       | 23373         | 12/22/12              | SR                 | I            | Unmod           |
| Castruccio, Mary     | 43784         | 11/17/12              | SR                 | III          | Unmod           |
| Chancey, Mark        | 47936         | 12/28/12              | SR                 | SA           | Unmod           |
| Chavez, Susan        | 54865         | 12/01/12              | SR                 | II & III     | Option 1        |
| Cho, Deborah         | 28102         | 12/29/12              | SR                 | I, II & III  | Unmod           |
| Chrisman, Kenneth    | 43095         | 12/22/12              | SR                 | III          | Unmod           |
| Clancy, Eve          | 34435AP       | 12/25/12              | SR                 | SA           | Option 1        |
| Cons, Alexandra      | 46394         | 12/29/12              | SR                 | III          | Unmod           |
| Cousin, Marjorie     | D9500         | 12/29/12              | SR                 | II & III     | Unmod           |
| Cruz, Alejandra      | D9500         | 12/15/12              | SR                 | I            | Unmod           |
| Cuthbertson, Sharon  | 63729         | 12/12/12              | SR                 | III          | Unmod           |
| De Leon, Renee       | 48996         | 12/15/12              | SR                 | II & III     | Option 1        |
| Delome, Bridget      | 52413         | 12/29/12              | SR                 | III          | Unmod           |
| Devine, Mary anne    | D9500         | 12/15/12              | SR                 | II & III     | Opt 1           |
| Dooley, Diane        | 38917         | 12/15/12              | SR                 | II & III     | Opt 2           |
| Eaton, Becky         | 45623         | 12/29/12              | SR                 | III          | Unmod           |
| Fawell, Sean         | 45968         | 12/29/12              | SR                 | SA           | Unmod           |
| Fiorica, Anthony     | 47632         | 12/15/12              | SR                 | 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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|                        |         |          |    |              |          |
|------------------------|---------|----------|----|--------------|----------|
| Foster, Shirley        | 44207   | 12/30/12 | SR | I            | Unmod    |
| Frazier, Beverly       | 50583   | 12/29/12 | SR | III          | Unmod    |
| Fuller, Ramona         | 46011   | 12/22/12 | SR | II & III     | Unmod    |
| Gailliard, Judith      | 60830   | 12/29/12 | SR | III          | Unmod    |
| Golub, Joel            | D9500   | 12/31/12 | SR | II & III     | Unmod    |
| Gordon, Donny          | 42071   | 12/29/12 | SR | SA           | Unmod    |
| Greenwood, Joanna      | 64110   | 12/15/12 | SR | I            | Unmod    |
| Griffith, Susan        | 66792   | 12/04/12 | SR | III          | Unmod    |
| Grosenheider, Mark     | 42406   | 11/26/12 | SR | SA, II & III | Unmod    |
| Heinbaugh, Sheila      | 46512AP | 02/28/12 | SR | SA           | Unmod    |
| Hemmat, Seema          | 61738   | 12/29/12 | SR | II & III     | Option 2 |
| Herrell, William       | 37403   | 09/24/12 | SR | II           | Unmod    |
| Hill, Patricia         | 48527   | 12/29/12 | SR | II & III     | Unmod    |
| Hodges, Craig          | D9500   | 12/11/12 | SR | I            | Unmod    |
| Howe, Sheree           | 36113   | 12/29/12 | SR | I,II & III   | Unmod    |
| Isenberg, Elizabeth    | 51123   | 12/31/12 | SR | III          | Unmod    |
| Jackson, Curtis        | 36919   | 12/29/12 | SR | II & III     | Unmod    |
| Kelly, Ruby            | 37149   | 12/29/12 | SR | II & III     | Option 1 |
| Keys, Marlene          | 52619   | 12/27/12 | SR | II & III     | Unmod    |
| Kissinger, Catherine   | 21522   | 12/22/12 | SR | II & III     | Unmod    |
| Kunst, Douglas         | D7830   | 12/09/12 | SR | SA           | Unmod    |
| Laborete, Jessie       | 47663   | 12/29/12 | SR | II & III     | Unmod    |
| Lawson, Donna          | 66721   | 01/01/13 | SR | III          | Unmod    |
| Leffner, Marietta      | 42293   | 12/28/12 | SR | II & III     | Unmod    |
| Lew-Simcox, Viola      | 64754   | 12/29/12 | SR | III          | Unmod    |
| Lim, Lolita            | 55898   | 12/26/12 | SR | II & III     | Unmod    |
| Lord, Stuart           | D9500   | 12/29/12 | SR | III          | Unmod    |
| Luzano, Allen          | 41235   | 12/26/12 | SR | II & III     | Unmod    |
| Mallory, Louise        | 49370   | 12/29/12 | SR | III          | Unmod    |
| Marcelino, Bienvenido  | 49684   | 12/29/12 | SR | II & III     | Unmod    |
| Marlow, Darlene        | 44433   | 12/28/12 | SR | II & III     | Unmod    |
| Martinez, Antonio      | D9990   | 12/26/12 | SR | I            | Unmod    |
| Mendes, Patsy          | 63095   | 12/29/12 | SR | II & III     | Unmod    |
| Mercado, Lorena        | 42865   | 12/29/12 | SR | II & III     | Unmod    |
| Merkt, Linda           | 32768   | 12/29/12 | SR | I            | Unmod    |
| Miller, Gregory        | 46513   | 12/31/12 | SR | SA           | Option 2 |
| Miller, Lea            | 32929   | 12/27/12 | SR | I            | Unmod    |
| Mitchell, Amy          | 46888   | 12/29/12 | SR | II & III     | Option 1 |
| Miyamoto-Mills, Jarred | D3406   | 01/03/13 | SR | I            | Unmod    |
| Montoya, Gregory       | 47957   | 12/20/12 | SR | II & III     | Unmod    |
| Mori, Wendy            | 66291   | 12/27/12 | 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

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|                      |       |          |    |             |          |
|----------------------|-------|----------|----|-------------|----------|
| Olson, Darrell       | D9500 | 12/29/12 | SR | II & III    | Unmod    |
| Osborne, Shirley     | 45283 | 12/29/12 | SR | SA & II     | Unmod    |
| Ott, Leo             | D7830 | 12/21/12 | SR | SA & I      | Unmod    |
| Padilla, Consuelo    | 39778 | 12/29/12 | SR | II & III    | Unmod    |
| Pastor, Valerie      | 32788 | 12/29/12 | SR | I, II & III | Unmod    |
| Perkins, Patricia    | 51756 | 12/22/12 | SR | III         | Unmod    |
| Picard, Michael      | D7830 | 12/08/12 | SR | SA & I      | Option 2 |
| Ponce, Jerry         | 46074 | 12/15/12 | SR | III         | Unmod    |
| Powell, Dorothy      | 44003 | 12/22/12 | SR | II & III    | Unmod    |
| Pricco, Susan        | D9500 | 12/17/12 | SR | I           | Unmod    |
| Quontamatteo, Joane  | 26170 | 12/15/12 | SR | I           | Unmod    |
| Ranger, Rick         | 34222 | 12/29/12 | SR | II & III    | Unmod    |
| Roche, Angela        | 48961 | 12/22/12 | SR | II & III    | Unmod    |
| Rose, Patricia       | 46021 | 12/27/12 | SR | II & III    | Unmod    |
| Rutten, Lois         | 42445 | 12/13/12 | SR | III         | Unmod    |
| Sanabria, Carlos     | D3301 | 12/16/12 | SR | I & II      | Unmod    |
| Sanders, James       | 53809 | 12/29/12 | SR | I           | Option 2 |
| Session, Wanda       | 39535 | 12/27/12 | SR | III         | Unmod    |
| Shorum, David        | D7830 | 12/14/12 | SR | SA          | Unmod    |
| Sirmons, Eunice      | 44825 | 12/29/12 | SR | II & III    | Option 2 |
| Smith, Janie         | 51811 | 12/22/12 | SR | II & III    | Unmod    |
| Smith, Jerivette     | 62653 | 12/17/12 | SR | III         | Unmod    |
| Staton, Odessa       | 49104 | 12/27/12 | SR | II & III    | Unmod    |
| Stephens, Margaret   | 22702 | 12/28/12 | SR | I           | Option 4 |
| Stone, Lucille       | 19737 | 12/28/12 | SR | II & III    | Unmod    |
| Taherian, Ebrahim    | 42297 | 12/28/12 | SR | II & III    | Unmod    |
| Thomas, Stefanie     | 42743 | 12/22/12 | SR | II & III    | Unmod    |
| Todd, Karen          | 55799 | 12/29/12 | SR | III         | Unmod    |
| Tysell, James        | 35606 | 12/22/12 | SR | II & III    | Unmod    |
| Vigil, Sr., Rudolph  | D9990 | 12/18/12 | SR | I           | Unmod    |
| Webb, Maza           | 41624 | 12/27/12 | SR | II & III    | Unmod    |
| Weiss-Kaplan, Stacey | 62330 | 12/29/12 | SR | III         | Option 1 |
| Wilks, Dolcie        | 41044 | 12/27/12 | SR | II & III    | Unmod    |

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> |
|---------------------|---------------|--------------------|-------------|
| Ontiveros, Ofelia   | 62022         | 2/11/13-dept filed | NSD         |
| Bouchard, Kristine  | 44486         | 2/12/13-dept filed | NSD         |
| Ronchetto, Nicholas | 39811         | 2/13/2013          | SCD         |
| Mae, Laura          | 56165         | 2/25/13-dept filed | NSD         |

**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

Page 4

March 14, 2013

Deaths:

| <u>Name</u>         | <u>Date of Death</u> | <u>Employer</u>     |
|---------------------|----------------------|---------------------|
| Bloomfield, Seymour | 02/27/13             | Beneficiary         |
| Breer, Shirley      | 02/06/13             | Contra Costa County |
| Buderi, Emma        | 02/03/13             | Contra Costa County |
| Busch, Barbara      | 01/30/13             | Beneficiary         |
| Coleman, Sandra     | 01/27/13             | Contra Costa County |
| Davis, Ajanae       | 02/16/13             | Contra Costa County |
| Esterling, Julia    | 02/08/13             | Contra Costa County |
| Foster, Jeanette    | 03/05/13             | Contra Costa County |
| Gillies, Robert     | 02/14/13             | Beneficiary         |
| Houch, Nancy        | 02/14/13             | Contra Costa County |
| Hunt, Mirian        | 02/04/13             | Contra Costa County |
| Meek, Butonne       | 01/31/13             | Beneficiary         |
| Rodrigues, Tony     | 03/04/13             | Contra Costa County |
| St. John, Marshall  | 02/27/13             | Contra Costa County |
| Thompson, Frank     | 01/28/13             | Contra Costa County |
| Yee, Joe            | 01/13/13             | 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

**ASSET ALLOCATION**

Current Assets (Market Value)  
\$5,850,721,000

Reporting Month End: January 31, 2013  
Prepared By: Chih-Chi Chu

Meeting Date  
**03/14/13**  
Agenda Item  
**#5**

|        |                          |                  |               |               |         |                           |                       |     |               |                            |                               |             |                              |                                |                     |              |                                  |       |                       |                                |             |                                     |                                      |                                     |                             |                         |                           |   |                               |                   |                               |                  |                   |                          |                                    |              |                            |              |
|--------|--------------------------|------------------|---------------|---------------|---------|---------------------------|-----------------------|-----|---------------|----------------------------|-------------------------------|-------------|------------------------------|--------------------------------|---------------------|--------------|----------------------------------|-------|-----------------------|--------------------------------|-------------|-------------------------------------|--------------------------------------|-------------------------------------|-----------------------------|-------------------------|---------------------------|---|-------------------------------|-------------------|-------------------------------|------------------|-------------------|--------------------------|------------------------------------|--------------|----------------------------|--------------|
| Robeco | Delaware Investment Adv. | Emerald Advisors | Intech (Core) | PIMCO Stock + | Cerelex | WHV Investment Management | Total Domestic Equity | GMO | William Blair | Total International Equity | JPMorgan Global Opportunities | First Eagle | Artisan Global Opportunities | Intech (Global Low Volatility) | Total Global Equity | Total Equity | AFL-CIO Housing Investment Trust | PIMCO | GSAM "Park" Portfolio | Goldman Sachs Asset Management | Lord Abbett | Torchlight Debt Opportunity Fund II | Torchlight Debt Opportunity Fund III | Torchlight Debt Opportunity Fund IV | Total Domestic Fixed Income | Lazard Asset Management | Total Global Fixed Income | Allianz Global Investors (fka Nicholas Applegate) | Total High Yield Fixed Income | Total Real Estate | Total Alternative Investments | County Treasurer | State Street Bank | Total Cash & Equivalents | Goldman Sachs Credit Opportunities | Oaktree 2009 | Total Market Opportunities | TOTAL ASSETS |
|--------|--------------------------|------------------|---------------|---------------|---------|---------------------------|-----------------------|-----|---------------|----------------------------|-------------------------------|-------------|------------------------------|--------------------------------|---------------------|--------------|----------------------------------|-------|-----------------------|--------------------------------|-------------|-------------------------------------|--------------------------------------|-------------------------------------|-----------------------------|-------------------------|---------------------------|---|-------------------------------|-------------------|-------------------------------|------------------|-------------------|--------------------------|------------------------------------|--------------|----------------------------|--------------|

|  | A<br>% of Target | B<br>Target Assets   | C<br>Market Value    | D<br>Actual Assets | C-B<br>Over (Under) | D-A<br>Over (Under) | Range             |
|--|------------------|----------------------|----------------------|--------------------|---------------------|---------------------|-------------------|
|  |                  |                      |                      |                    |                     |                     |                   |
|  | 5.2%             | 304,237,492          | 326,587,000          | 5.58%              | 22,349,508          | 0.38%               |                   |
|  | 5.2%             | 304,237,492          | 317,028,000          | 5.42%              | 12,790,508          | 0.22%               |                   |
|  | 3.5%             | 204,775,235          | 212,376,000          | 3.63%              | 7,600,765           | 0.13%               |                   |
|  | 3.2%             | 187,223,072          | 193,461,000          | 3.31%              | 6,237,928           | 0.11%               |                   |
|  | 3.6%             | 210,625,956          | 187,484,000          | 3.20%              | (23,141,956)        | (0.40%)             |                   |
|  | 3.5%             | 204,775,235          | 221,837,000          | 3.79%              | 17,061,765          | 0.29%               |                   |
|  | 3.5%             | 204,775,235          | 219,910,000          | 3.76%              | 15,134,765          | 0.26%               |                   |
|  | 27.7%            | 1,620,649,717        | 1,678,683,000        | 28.69%             | 58,033,283          | 0.99%               |                   |
|  | 5.3%             | 310,088,213          | 311,896,000          | 5.33%              | 1,807,787           | 0.03%               |                   |
|  | 5.3%             | 310,088,213          | 316,030,000          | 5.40%              | 5,941,787           | 0.10%               |                   |
|  | 10.6%            | 620,176,426          | 627,926,000          | 10.73%             | 7,749,574           | 0.13%               |                   |
|  | 4.0%             | 234,028,840          | 236,363,000          | 4.04%              | 2,334,160           | 0.04%               |                   |
|  | 4.0%             | 234,028,840          | 238,001,000          | 4.07%              | 3,972,160           | 0.07%               |                   |
|  | 4.0%             | 234,028,840          | 242,695,000          | 4.15%              | 8,666,160           | 0.15%               |                   |
|  | 0.3%             | 17,552,163           | 18,561,000           | 0.32%              | 1,008,837           | 0.02%               |                   |
|  | 12.3%            | 719,638,683          | 735,620,000          | 12.57%             | 15,981,317          | 0.27%               |                   |
|  | <b>50.6%</b>     | <b>2,960,464,826</b> | <b>3,042,229,000</b> | <b>52.00%</b>      | <b>81,764,174</b>   | <b>1.40%</b>        | <b>40% TO 55%</b> |
|  | 3.2%             | 187,223,072          | 172,205,000          | 2.94%              | (15,018,072)        | (0.26%)             |                   |
|  | 5.0%             | 292,536,050          | 305,529,000          | 5.22%              | 12,992,950          | 0.22%               |                   |
|  | 0.0%             | 0                    | 8,100,000            | 0.14%              | 8,100,000           | 0.14%               |                   |
|  | 3.7%             | 216,476,677          | 239,023,000          | 4.09%              | 22,546,323          | 0.39%               |                   |
|  | 4.2%             | 245,730,282          | 239,882,000          | 4.10%              | (5,848,282)         | (0.10%)             |                   |
|  | 1.0%             | 58,507,210           | 64,922,000           | 1.11%              | 6,414,790           | 0.11%               |                   |
|  | 1.4%             | 81,910,094           | 61,636,000           | 1.05%              | (20,274,094)        | (0.35%)             |                   |
|  | 1.1%             | 64,357,931           | 17,915,000           | 0.31%              | (46,442,931)        | (0.79%)             |                   |
|  | 19.6%            | 1,146,741,316        | 1,109,212,000        | 18.96%             | (37,529,316)        | (0.64%)             |                   |
|  | 4.0%             | 234,028,840          | 225,962,000          | 3.86%              | (8,066,840)         | (0.14%)             |                   |
|  | <b>23.6%</b>     | <b>1,380,770,156</b> | <b>1,335,174,000</b> | <b>22.82%</b>      | <b>(45,596,156)</b> | <b>(0.78%)</b>      | <b>20% TO 30%</b> |
|  | 5.0%             | 292,536,050          | 290,468,000          | 4.96%              | (2,068,050)         | (0.04%)             |                   |
|  | <b>5.0%</b>      | <b>292,536,050</b>   | <b>290,468,000</b>   | <b>4.96%</b>       | <b>(2,068,050)</b>  | <b>(0.04%)</b>      | <b>2% TO 9%</b>   |
|  | <b>13.5%</b>     | <b>789,847,335</b>   | <b>745,907,000</b>   | <b>12.75%</b>      | <b>(43,940,335)</b> | <b>(0.75%)</b>      | <b>10% TO 16%</b> |
|  | <b>6.0%</b>      | <b>351,043,260</b>   | <b>370,852,000</b>   | <b>6.34%</b>       | <b>19,808,740</b>   | <b>0.34%</b>        | <b>5% TO 12%</b>  |
|  |                  |                      | 26,717,000           | 0.00%              |                     |                     |                   |
|  |                  |                      | 26,717,000           | 0.46%              |                     |                     |                   |
|  | <b>0.5%</b>      | <b>29,253,605</b>    | <b>26,717,000</b>    | <b>0.46%</b>       | <b>(2,536,605)</b>  | <b>(0.04%)</b>      | <b>0% TO 1%</b>   |
|  | 0.0%             | 0                    | 37,000               | 0.00%              | 37,000              | 0.00%               |                   |
|  | 0.8%             | 46,805,768           | 39,337,000           | 0.67%              | (7,468,768)         | (0.13%)             |                   |
|  | <b>0.8%</b>      | <b>46,805,768</b>    | <b>39,374,000</b>    | <b>0.67%</b>       | <b>(7,431,768)</b>  | <b>(0.13%)</b>      | <b>0% TO 5%</b>   |
|  | <b>100.00%</b>   | <b>5,850,721,000</b> | <b>5,850,721,000</b> | <b>100%</b>        | <b>0</b>            | <b>0%</b>           |                   |

**UNDER REVIEW:**

- Long Wharf - Performance, Organization, Board Action 05/23/12
- Invesco IREF - Performance, Board Action 02/24/10
- GMO - Performance, Board Action 08/29/12
- Nogales Investors - Performance, Board Action 05/28/08
- INTECH (both Core and Global Low Vol.) - Organization, Board Action 12/12/12

**Real Estate & Alternative Investments**  
As of January 31, 2013

| REAL ESTATE INVESTMENTS   | Inception Date | Target Termination | Funding Commitment | Market Value       | % of Total Asset | Outstanding Commitment |
|---|----------------|--------------------|--------------------|--------------------|------------------|------------------------|
| DLJ Real Estate Capital Partners, L.P. II                                 | 04/00/99       | 7/14/2009          | 40,000,000         | 3,701,000          | 0.06%            | 5,343,000              |
| DLJ Real Estate Capital Partners, L.P. III                                | 06/01/05       | 1/1/2014           | 75,000,000         | 38,956,000         | 0.67%            | 18,958,000             |
| DLJ Real Estate Capital Partners, L.P. IV                                 | 12/26/07       | 1/1/2016           | 100,000,000        | 79,788,000         | 1.36%            | 19,476,000             |
| Hearthstone Partners I  | 06/15/95       | 12/31/2003         | 3,750,000          | 117,000            | 0.00%            | 0                      |
| Hearthstone Partners II   | 06/17/98       | 12/31/2009         | 6,250,000          | (2,000)            | 0.00%            | 0                      |
| Blackrock AVF III (SSR)   | 11/02/04       | 12/31/2013         | 25,000,000         | 295,000            | 0.01%            | 0                      |
| Invesco IREF I  | 10/22/03       | 4/30/2011          | 50,000,000         | 27,349,000         | 0.47%            | 6,106,000              |
| Invesco IREF II   | 05/30/07       | 12/31/2015         | 85,000,000         | 77,913,000         | 1.33%            | 15,554,000             |
| Long Wharf FREG II  | 02/26/04       | 2/26/2012          | 50,000,000         | 12,951,000         | 0.22%            | 90,000                 |
| Long Wharf FREG III   | 03/31/07       | 3/31/2015          | 75,000,000         | 51,791,000         | 0.89%            | 7,149,000              |
| Oaktree Real Estate Opportunities Fund V                                  | 12/15/11       | 12/31/2016         | 50,000,000         | 52,831,000         | 0.90%            | 4,500,000              |
| Signler Gulf Distressed Real Estate Opportunities Fund                    | 12/31/11       | 12/31/2016         | 75,000,000         | 46,342,000         | 0.79%            | 27,768,000             |
| Angelo Gordon Realty Fund VIII  | 12/31/11       | 12/31/2018         | 80,000,000         | 27,443,000         | 0.47%            | 48,415,000             |
| LaSalle Income & Growth Fund VI   | 01/31/12       | 1/31/2019          | 75,000,000         | 0                  | 0.00%            | 75,000,000             |
| Adelante Capital Management (REIT)  |                |                    | 0                  | 237,446,000        | 4.06%            |                        |
| INVESCO International REIT  |                |                    | 0                  | 80,986,000         | 1.38%            |                        |
| Willows Office: \$10,774,100 ***  |                |                    | 0                  | 8,000,000          | 0.14%            |                        |
| *** Purchase price \$10,600,000 plus acquisition cost and fees \$174,100. |                |                    |                    |                    |                  |                        |
| <b>Outstanding Commitments</b>  |                |                    | <b>870,000,000</b> | <b>745,907,000</b> | <b>12.75%</b>    | <b>228,359,000</b>     |
| <b>Total</b>  |                |                    |                    | <b>974,266,000</b> |                  | <b>228,359,000</b>     |

| ALTERNATIVE INVESTMENTS        | Inception Date | Target Termination | Funding Commitment | Market Value       | % of Total Asset | Outstanding Commitment |
|--------------------------------|----------------|--------------------|--------------------|--------------------|------------------|------------------------|
| Adams Street Partners          | 12/22/95       | INDEFINITE         | 180,000,000        | 89,447,000         | 1.53%            | 45,690,000             |
| Adams Street Secondary II      | 12/31/08       | 12/31/2012         | 30,000,000         | 26,319,000         | 0.45%            | 15,112,000             |
| Adams Street Secondary V       | 10/31/12       | 10/31/2016         | 40,000,000         | 2,600,000          | 0.04%            | 37,400,000             |
| Pathway                        | 11/09/98       | 11/9/2013          | 125,000,000        | 77,987,000         | 1.33%            | 18,249,000             |
| Pathway 2008                   | 07/31/09       | 12/31/2016         | 30,000,000         | 11,460,000         | 0.00%            | 19,057,000             |
| Pathway 6                      | 08/31/11       | 12/31/2018         | 40,000,000         | 3,146,000          | 0.00%            | 37,028,000             |
| EIF USPF I                     | 11/26/03       | 6/30/2011          | 30,000,000         | 1,848,000          | 0.03%            | 0                      |
| EIF USPF II                    | 07/13/05       | 6/30/2015          | 50,000,000         | 40,564,000         | 0.69%            | 0                      |
| EIF USPF III                   | 05/30/07       | 3/31/2017          | 65,000,000         | 46,636,000         | 0.80%            | 663,000                |
| EIF USPF IV                    | 08/31/10       | 9/1/2020           | 50,000,000         | 8,929,000          | 0.15%            | 39,494,000             |
| Nogales Investment             | 02/15/04       | 2/15/2014          | 15,000,000         | 3,223,000          | 0.06%            | 1,651,000              |
| Bay Area Equity Fund           | 06/14/04       | 12/31/2012         | 10,000,000         | 9,215,000          | 0.16%            | 0                      |
| Bay Area Equity Fund II        | 2/29/09        | 12/31/2017         | 10,000,000         | 5,217,000          | 0.09%            | 4,288,000              |
| Paladin III                    | 11/30/07       | 12/31/2017         | 25,000,000         | 13,166,000         | 0.23%            | 7,568,000              |
| Carpenter Community BancFund   | 01/31/08       | 1/31/2016          | 30,000,000         | 31,095,000         | 0.53%            | 7,157,000              |
| <b>Outstanding Commitments</b> |                |                    | <b>730,000,000</b> | <b>370,852,000</b> | <b>6.09%</b>     | <b>233,357,000</b>     |
| <b>Total</b>                   |                |                    |                    | <b>604,209,000</b> |                  | <b>233,357,000</b>     |

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:** March 6, 2013  
**To:** CCCERA Board of Retirement  
**From:** Timothy Price, Retirement CIO; Chih-chi Chu, Retirement Investment Analyst  
**Subject:** Commitment to Pathway Capital Management

## *Recommendation*

We recommend the Board make a capital commitment of \$70 million to Pathway Private Equity Fund Investors 7 (PPEF 7), subject to successful due diligence and legal review. Pathway has been a successful manager for CCCERA since 1998. With the growth of total fund assets, an increase of our commitment to Pathway will help CCCERA maintain a diversified private equity program at its intended target.

On December 12, 2012 the Board approved a three year investment roadmap to increase CCCERA's alternative investments to the target of 10% of Total Fund assets. The roadmap suggests an allocation of up to \$200 million in 2013. A \$70 million commitment to Pathway 7 would still leave ample room this year for CCCERA to consider follow-on investments in other existing alternative managers and other new opportunities.

## *Overview*

Pathway is currently raising capital for Pathway Private Equity Fund Investors 7, a multi-investor private equity fund of funds. The target size of PPEF 7 is between \$275 and \$325 million, with an expected second close at the end of April, 2013. Current committed capital to PPEF 7 is approximately \$172 million.

In order to maintain consistent vintage year exposure across the Pathway relationship, CCCERA periodically evaluates new commitments to Pathway. This has been the process since Pathway was first hired by CCCERA. From 1998 to 2007, CCCERA committed a total of \$125 million to Pathway Private Equity Fund I (PPEF I) over the course of four tranches, in which CCCERA is the sole limited partner. In 2009, the Board elected to commit \$30 million to PPEF 2008, a \$321 million multi-investors fund of funds. In 2011, CCCERA committed \$40 million to Pathway's last offering, PPEF 6, a \$226 million multi-investors fund of funds closed in a more difficult fund-raising environment.

This memo provides a review of CCCERA's investments with Pathway, an analysis reviewing the available amount for CCCERA to commit to alternative investments, the impacts of making this commitment on the overall CCCERA alternative investment portfolio, and a summary of the key terms of PPEF 7.

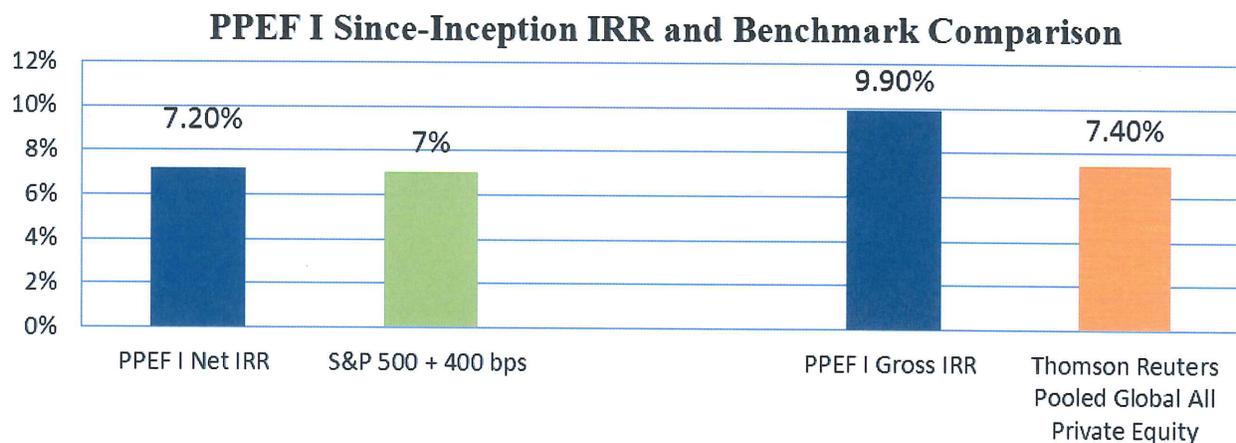
## *Review of Investment Track Records of Pathway Private Equity Fund I*

As of September 30, 2012, Pathway had committed all of CCCERA's \$125 million capital commitments to PPEF I in 42 partnerships. The list below highlights information for CCCERA's investment in PPEF I as of September 30, 2012:

- Number of partnership commitments 42 partnerships
- Since Inception Gross IRR as of 09/30/12 9.9%
- Since Inception Net IRR as of 09/30/12 7.2%
- CCCERA Original Commitment \$30 million
- CCCERA Additional Commitments \$95 million
- Total Capital Called \$110 million
- Total Capital Distributions \$67 million
- Market Value as of 09/30/12 \$74 million
- Total Investment Multiple 1.3x
- CCCERA Remaining Commitment \$15 million

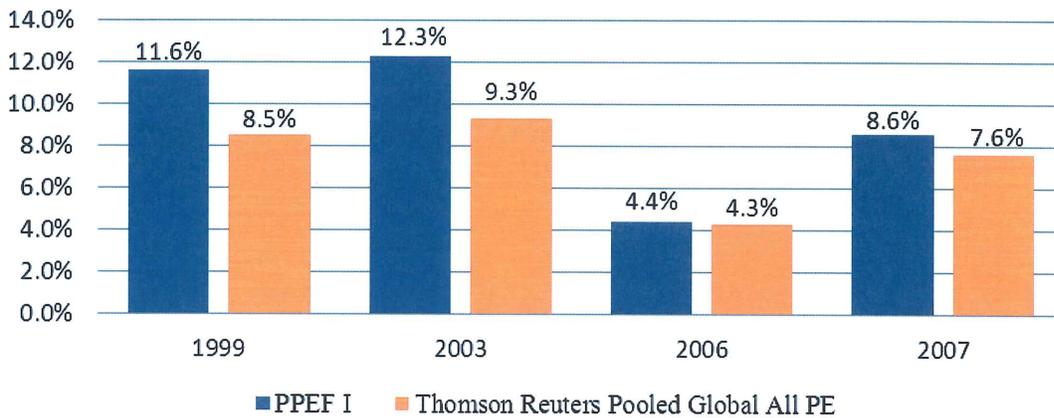
The cumulative CCCERA contributions to PPEF I are \$110 million, the cumulative distributions are \$67 million, and the current market value is \$74 million. PPEF I has delivered \$30 million in gains and a 7.2% net IRR since inception, surpassing CCCERA's alternative investment benchmark (S&P 500 + 400 basis points') of 7% during the same period (time-weighted.) The gross IRR since inception is 9.9%, exceeding *Thomson Reuters Pooled Global All Private Equity* return of 7.4% (on a gross basis) during the same period.

The chart below shows PPEF I's since-inception returns against the relevant benchmarks.



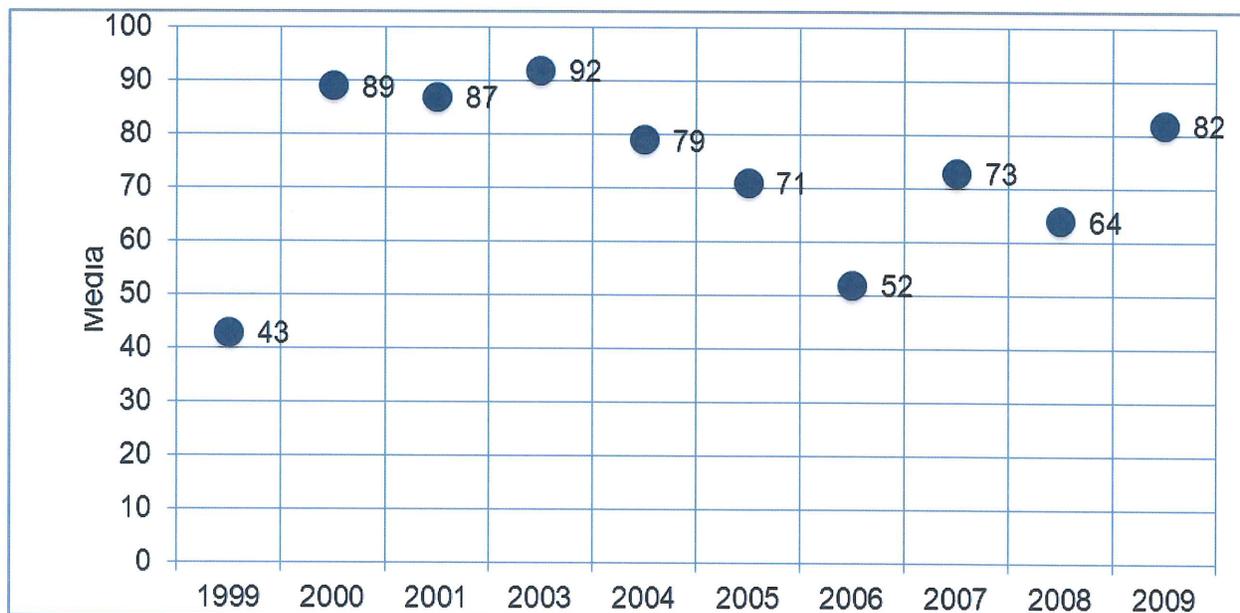
The following chart (compiled with data from Pathway) breaks down the since-inception gross IRR for each commitment CCCERA has made to PPEF I (\$30, \$15, \$30, and \$50 million in 1999, 2003, 2006, and 2007 respectively). This analysis illustrates the results for each commitment CCCERA has made to PPEF I. It shows the level of consistency in how Pathway has managed each commitment for CCCERA. All CCCERA commitments are ahead of the comparable peer benchmarks.

### PPEF I Performance comparison by Funding Tranche



PPEF I had partnership exposure in every vintage year since 1999 except 2002 and 2010. The ranking of each vintage year's performance is shown below.

### PPEF I Performance Ranking (% above) by Vintage Year



From the comparison above, out of the ten vintage years, PPEF I's performance is ranked in the 1<sup>st</sup> quartile five times, the 2<sup>nd</sup> quartile four times and 3<sup>rd</sup> quartile once, in 1999. The sub-median performance in 1999 was caused by the poor performance of three venture capital funds, which had a total commitment of \$9 million (out of the \$11.6 million contribution to '99 vintage.) These three funds suffered an aggregated IRR of -9%.

### ***Updates on Pathway Private Equity Fund 2008 and PPEF 6***

In 2009, CCCERA committed \$30 million to PPEF 2008, a \$320.9 million multi-investor fund of funds with 12 investors. PPEF 2008 has drawn \$9.3 million and committed to 26 partnerships. It has returned \$300,000 to CCCERA. The since inception gross IRR is 8.5% (net is -2.6%).

In 2011, CCCERA committed \$40 million to PPEF 6, a \$226 million multi-investor fund of funds. PPEF 6 has drawn \$2.1 million and committed to 10 partnerships. The IRR calculation is not yet relevant.

### ***Summary of Total Pathway Investments***

Overall CCCERA has contributed \$121 million to Pathway funds and received distributions of \$67 million. The combined value of all of CCCERA's Pathway investments is \$83 million. The since inception gross IRR is 9.9%, far exceeding the 7.4% of Thomson Reuters' Pooled Global All Private Equity, a peer group benchmark. The net IRR is 6.9%, slightly below S&P 500+4% return of 7%.

Pathway has constructed a diversified portfolio that includes a broad array of private equity strategies. It is interesting to note that over the past few years the allocation to Distressed/Special Situation has gone up (reducing the allocation to the Buyouts sector), capturing the growing investment opportunities from the Distressed/Special Situation sector in the wake of the global financial crisis.

The table below summarizes the diversification of private equity strategies (by partnership market value plus unfunded commitments) of CCCERA's total Pathway investments.

|                                     |            |
|-------------------------------------|------------|
| Buyouts                             | 51%        |
| Venture Capital                     | 18%        |
| <u>Distressed/Special Situation</u> | <u>31%</u> |
| Total                               | 100%       |

### ***CCCERA Available Commitments to Alternative Investments***

As we have noted in the past, there is a significant lag time in alternative investments between when commitments are made to the Fund of Funds and their underlying funds (and, in turn, the actual company investments). In this area of alternative investments, after a dollar is committed by CCCERA it can take up to six or seven years before the final dollar committed is actually invested. For example, if a commitment is made today with Pathway, it will generally take Pathway three years to commit all of CCCERA's commitment to partnerships, and once Pathway commits to a partnership it can take three years before all the capital is drawn down from a specific partnership. In the meantime, partnership commitments made in the early years may have started to make distributions, which decrease the allocation to alternative investments.

Based on CCCERA's fund value of \$5.85 billion as of January 31, 2013, a 10% target allocation to alternative investments is \$585 million. CCCERA's alternative investments market value as of January 31, 2013 is approximately \$371 million and undrawn commitments are \$233 million, for a combined value of 604 million.

Taking into account the rising asset value, capital deployment lag time and distribution characteristics of investing in private equity, CCCERA needs to significantly over-commit relative to the desired target of 10% (\$585 million) in alternative investments. Using an estimate for over-commitment of 100% in this analysis, the total amount available for CCCERA to commit to alternative investments is \$566 million. These figures are detailed below:

|  | <u>Value (Millions)</u> |
|--|-------------------------|
| <b>CCCERA Total Fund</b>                   | <b>\$5,851</b>          |
| <i>as of 1/31/2013</i>                     |                         |
| <b>Target Alternatives @ 10%</b>           | <b>\$585</b>            |
| <b>Market Value Closed End Investments</b> |                         |
| Adams Street Partners                      | \$90                    |
| Adams Street Secondary                     | 29                      |
| Pathway                                    | 78                      |
| Pathway 2008                               | 11                      |
| Pathway 6                                  | 3                       |
| EIF USPF I                                 | 2                       |
| EIF USPF II                                | 41                      |
| EIF USPF III                               | 47                      |
| EIF USPF IV                                | 9                       |
| Nogales Investment                         | 3                       |
| Bay Area Equity Fund                       | 9                       |
| Bay Area Equity Fund II                    | 5                       |
| Paladin III                                | 13                      |
| Carpenter Community BancFund               | 31                      |
|  | <hr/>                   |
|  | \$371                   |

**Commitments Not Yet Drawn**

|                              |       |
|------------------------------|-------|
| Adams Street Partners        | \$46  |
| Adams Street Secondary       | 53    |
| Pathway                      | 18    |
| Pathway 2008                 | 19    |
| Pathway 6                    | 37    |
| EIF USPF IV                  | 39    |
| Nogales Investment           | 2     |
| Bay Area Equity Fund II      | 4     |
| Paladin                      | 8     |
| Carpenter Community BancFund | 7     |
|                              | <hr/> |
|                              | \$233 |

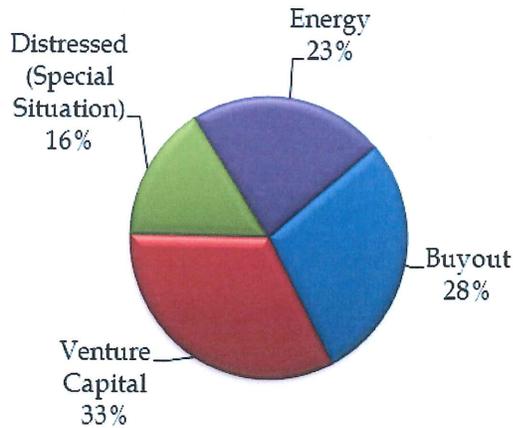
|   |       |
|---|-------|
| <b>Target to Alternatives</b>                       | \$585 |
| less Investments                                    | 371   |
| less Commitments Not Yet Drawn                      | 233   |
|   | <hr/> |
| Available to Commit                                 | -\$19 |
| <i>plus 100% Over-Commitment</i>                    |       |
| <i>(reflects funding lag time and asset growth)</i> |       |
|   | <hr/> |
|   | 585   |

**Estimated Availability to Commit** **\$566**

***Impact on CCCERA Combined Alternative Investment Portfolio***

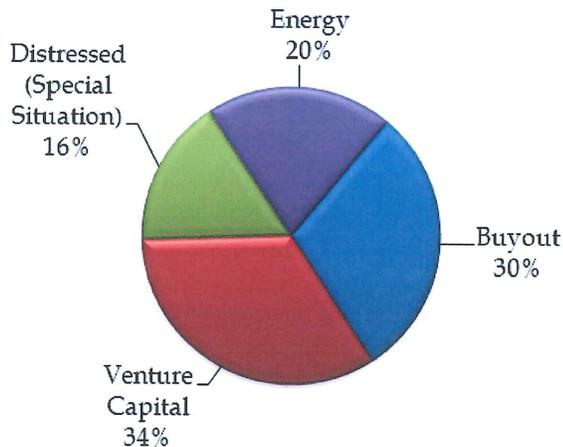
As discussed in the previous section, the combined CCCERA alternative investment portfolio has \$604 million of invested and committed capital. Fund-of-funds account for 57% of the total CCCERA alternative allocation, with 36% in Adams Street and 21% in Pathway. The fund-of-funds allocation is broadly diversified in a large number of partnerships and multiple strategies of private equity such as various stages of Buyouts, Venture Capital, Special Situation and Distressed. The rest of CCCERA's alternative allocation is direct invested in Venture Capital and Energy partnerships. CCCERA's Alternative investments currently have 28% allocation in various stages of Buyouts, 33% in Venture Capital, 23% in Energy, and 16% in distressed and Special Situation. This allocation gives CCCERA a balanced alternative portfolio with less than 30% of the pool in Buyouts, about one-third of the total alternative investments in Venture Capital, and the rest in Energy, Distressed and Special Situation, illustrated in the chart on the following page.

## CCCERA Current Alternative Allocation



We have evaluated the impact of a \$70 million commitment to Pathway. The commitment, if approved, will increase CCCERA's combined invested and committed allocation from \$604 million to \$674 million. With this additional commitment, the allocation to Buyouts will increase from the current 28% to 30%, the allocation to Venture Capital will increase 1% to 34%, the allocation to Energy will decrease from the current 23% to 20%, and the allocation to Distressed and Special Situation will stay the same at 16%. Overall the allocation to the fund-of-funds will increase from 57% to 62%. The allocation to Pathway Capital will increase from the current 21% to 30%. The chart below previews CCCERA's Alternative Allocation to different types of strategies with the recommended \$70 million Commitment to Pathway 7.

## Projected CCCERA Alternative Allocation



### *Summary of Key Terms of Pathway 7*

The following is a summary of the key terms of Pathway 7 provided by Pathway Capital Management

|                       |  |
|-----------------------|--|
| Investment Adviser:   | Pathway Capital Management, LP   |
| Fund Name:            | Pathway Private Equity Fund Investors 7, LP  |
| Investment Strategy:  | To create a diversified portfolio of interests in buyouts, venture capital, and special situations (including debt-related) investment funds.  |
| Expected Size:        | \$275~\$325 million  |
| GP Commitment:        | Up to 1% of Commitments  |
| Commitment Period:    | 3 years after the fund commencement date subject to two 1-year extensions at the discretion of the General Partner   |
| Term:                 | 15 years or, if later, the date on which all the underlying investments have been liquidated and all related obligations satisfied   |
| Management Fee:       | To be kept the same as previous funds', at 0.8% of committed capital (standard fee shown on the placement memorandum is 0.9%), reduced after the eighth anniversary of the commencement date according to the schedule but no less than 20% of the Management Fee.<br><br>There is no carried interest.  |
| Partnership Expenses: | The Partnership will be responsible for organizational expenses and all costs related to its investment activities; all legal, accounting, consulting, and other fees such as costs associated with its financial statements and tax returns; amounts paid or advanced by the Partnership pursuant to its indemnification obligations; premiums for insurance; and the costs of dissolving and winding up the Partnership. |
| Distributions:        | The General Partner may distribute cash proceeds and in-kind securities received from distributions of underlying investment funds, or other income including short term interest income to the Partners ratably in proportion to their respective interests in the assets generating such income.   |

CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

CASH FLOW 2012

MEETING DATE  
3/14/13  
AGENDA ITEM  
# 11

| Month Ending:                                    | 01/31/12             | 02/29/12             | 03/31/12            | 04/30/12            | 05/31/12            | 06/30/12            | 07/31/12             | 08/31/12            | 09/30/12            | 10/31/12            | 11/30/12            | 12/31/12            | 2012<br>Jan thru Dec   | 2011<br>Jan thru Dec   |
|--|----------------------|----------------------|---------------------|---------------------|---------------------|---------------------|----------------------|---------------------|---------------------|---------------------|---------------------|---------------------|------------------------|------------------------|
| <b>Receipts:</b>                                 |                      |                      |                     |                     |                     |                     |                      |                     |                     |                     |                     |                     |                        |                        |
| Employee Contribution                            | 4,999,689            | 5,715,124            | 6,208,084           | 5,898,782           | 5,794,459           | 5,959,852           | 5,788,914            | 5,709,637           | 5,606,368           | 5,780,924           | 5,664,093           | 6,016,604           | 69,142,530             | 57,930,492             |
| Purchases/conversions - "EE" & "ER"              | 175,481              | 634,636              | 237,060             | 63,884              | 226,675             | 561,836             | 114,760              | 204,400             | 277,359             | 273,074             | 237,306             | 853,752             | 3,860,223              | 7,334,200              |
| Non-County employer                              | 202,801              | 214,776              | 202,834             | 190,893             | 187,033             | 202,834             | 221,511              | 155,343             | 149,469             | 158,046             | 158,046             | 168,843             | 2,212,429              | 2,123,517              |
| Special District-Employer Contrib                | 1,730,173            | 713,419              | 2,527,311           | 1,622,495           | 1,053,867           | 2,166,785           | 1,594,608            | 1,752,971           | 1,789,655           | 1,713,054           | 1,186,634           | 1,949,636           | 19,800,608             | 19,664,720             |
| Employer Prepayments                             | -                    | -                    | -                   | -                   | -                   | -                   | 171,430,425          | -                   | -                   | -                   | -                   | -                   | 171,430,425            | 181,616,186            |
| Employer True-ups                                | -                    | -                    | -                   | -                   | -                   | -                   | 78,319               | 27,429              | -                   | -                   | -                   | -                   | 105,748                | 1,722,726              |
| CCC Final Paulson & Districts' Term Liability    | -                    | 500,000              | 5,780,097           | -                   | -                   | -                   | 2,759,911            | -                   | -                   | -                   | -                   | 360,215             | 9,400,223              | 4,994,483              |
| Interest/Dividends                               | 5,806,028            | 4,746,884            | 6,840,091           | 6,464,577           | 6,372,003           | 10,384,307          | 4,828,819            | 5,371,074           | 8,946,644           | 6,834,676           | 7,083,959           | 17,667,869          | 91,346,931             | 82,374,725             |
| Alternative-distribution                         | 2,007,967            | 1,688,334            | 2,827,971           | 1,647,934           | 1,932,287           | 2,499,578           | 926,048              | 2,925,764           | 2,656,682           | 1,912,783           | 5,142,681           | 4,075,361           | 30,243,390             | 41,582,775             |
| Market Opportunity - distribution                | -                    | -                    | -                   | -                   | -                   | -                   | -                    | -                   | -                   | -                   | -                   | 2,406,123           | 2,406,123              | -                      |
| Real Estate distribution                         | 827,553              | 2,184,511            | 5,451,860           | 3,854,213           | 1,966,931           | 10,604,960          | 718,067              | 689,085             | 2,259,603           | 11,586,772          | 2,022,717           | 3,566,775           | 45,733,047             | 35,243,364             |
| Torchlight (ING Clarion) - distributions         | 684,391              | -                    | -                   | -                   | 781,573             | -                   | -                    | 1,664,703           | 14,708,844          | 2,940,076           | -                   | -                   | 20,779,587             | 9,454,366              |
| <b>SUBTOTAL CASH INFLOW</b>                      | <b>16,434,083</b>    | <b>16,397,684</b>    | <b>30,075,308</b>   | <b>19,742,778</b>   | <b>18,314,828</b>   | <b>32,380,152</b>   | <b>188,461,382</b>   | <b>18,500,406</b>   | <b>36,394,624</b>   | <b>31,199,405</b>   | <b>21,495,436</b>   | <b>37,065,178</b>   | <b>466,461,265</b>     | <b>444,041,554</b>     |
| Liquidate assets-cash needs                      | 3,000,000            | 13,000,000           | 14,000,000          | 17,000,000          | 17,000,000          | 31,400,000          | -                    | 12,000,000          | 41,000,000          | 10,000,000          | 11,000,000          | 16,050,000          | 185,450,000            | 205,400,000            |
| Rebalancing & transfers (MOVEMENT)               | 418,000,000          | 7,300,000            | 37,700,000          | 7,700,000           | 7,500,000           | 8,500,000           | 8,000,000            | 5,600,000           | 8,600,000           | 8,000,000           | 6,000,000           | 9,300,000           | 532,200,000            | 502,037,919            |
| <b>TOTAL CASH INFLOW</b>                         |                      |                      |                     |                     |                     |                     |                      |                     |                     |                     |                     |                     |                        |                        |
| <b>LIQUIDATION &amp; MOVEMENT</b>                | <b>437,434,083</b>   | <b>36,697,684</b>    | <b>81,775,308</b>   | <b>44,442,778</b>   | <b>42,814,828</b>   | <b>72,280,152</b>   | <b>196,461,382</b>   | <b>36,100,406</b>   | <b>85,994,624</b>   | <b>49,199,405</b>   | <b>38,495,436</b>   | <b>62,415,178</b>   | <b>1,184,111,265</b>   | <b>1,151,479,473</b>   |
| <b>Disbursements:</b>                            |                      |                      |                     |                     |                     |                     |                      |                     |                     |                     |                     |                     |                        |                        |
| Retiree payroll                                  | (27,281,488)         | (27,476,275)         | (27,784,131)        | (27,937,758)        | (29,026,407)        | (29,270,764)        | (29,461,402)         | (29,074,298)        | (29,486,119)        | (29,236,905)        | (29,088,129)        | (29,177,283)        | (344,300,956)          | (315,609,266)          |
| Post Retirement Death benefits                   | (15,000)             | (31,750)             | (67,333)            | (43,167)            | (75,650)            | (62,000)            | (72,700)             | (63,650)            | (35,000)            | (72,000)            | (95,000)            | (72,000)            | (705,250)              | (845,750)              |
| Refunds & Active Mbr Deaths (including taxes)    | (134,867)            | (321,920)            | (309,844)           | (396,334)           | (203,243)           | (279,543)           | (283,119)            | (147,182)           | (167,276)           | (588,427)           | (361,986)           | (512,085)           | (3,705,826)            | (4,375,603)            |
| Administration expense                           | (471,915)            | (502,247)            | (468,017)           | (478,766)           | (515,496)           | (475,062)           | (500,611)            | (516,145)           | (484,774)           | (458,275)           | (611,266)           | (514,239)           | (5,996,813)            | (5,807,281)            |
| Invest related travel/educ/atty/salaries         | (46,412)             | (91,400)             | (35,174)            | (49,813)            | (31,595)            | (70,146)            | (51,820)             | (48,347)            | (44,307)            | (59,658)            | (56,342)            | (50,624)            | (635,637)              | (667,892)              |
| Professional (Mgr/Consult/Atty) fees*            | (2,553,387)          | (2,263,791)          | (338,339)           | (296,409)           | (3,809,976)         | (299,711)           | (1,062,220)          | (133,860)           | (3,698,229)         | (887,925)           | (3,952,453)         | (387,093)           | (19,693,394)           | (18,910,275)           |
| <b>SUBTOTAL CASH OUTFLOW</b>                     | <b>(30,503,069)</b>  | <b>(30,687,383)</b>  | <b>(29,002,838)</b> | <b>(29,202,246)</b> | <b>(33,662,367)</b> | <b>(30,457,226)</b> | <b>(31,431,872)</b>  | <b>(29,983,481)</b> | <b>(33,915,705)</b> | <b>(31,303,191)</b> | <b>(34,165,175)</b> | <b>(30,723,324)</b> | <b>(375,037,876)</b>   | <b>(346,216,068)</b>   |
| Capital calls - Alternatives                     | (3,377,252)          | (1,525,659)          | (683,699)           | (4,888,036)         | (487,000)           | (1,616,080)         | (3,295,355)          | (2,245,000)         | (1,528,340)         | (6,078,815)         | (1,196,025)         | (5,323,962)         | (32,245,223)           | (63,808,567)           |
| Capital calls - Market Opportunity (Oaktree)     | -                    | -                    | -                   | -                   | (1,680,000)         | -                   | -                    | (400,000)           | -                   | -                   | (400,000)           | -                   | (2,480,000)            | (15,160,000)           |
| Capital calls - Real Estate                      | (39,400,000)         | (10,261,294)         | (4,872,584)         | (4,482,261)         | (9,200,000)         | (5,475,000)         | (10,747,640)         | (3,000,000)         | (22,243,674)        | (3,211,295)         | (3,000,000)         | (13,138,413)        | (129,032,161)          | (100,245,369)          |
| Capital calls - Fixed - Torchlight (ING Clarion) | -                    | -                    | -                   | -                   | -                   | -                   | -                    | (9,000,000)         | (9,000,000)         | -                   | -                   | -                   | (18,000,000)           | (27,483,990)           |
| <b>SUBTOTAL CAPITAL CALLS</b>                    | <b>(42,777,252)</b>  | <b>(11,786,953)</b>  | <b>(5,556,283)</b>  | <b>(9,370,297)</b>  | <b>(11,367,000)</b> | <b>(7,091,080)</b>  | <b>(14,042,995)</b>  | <b>(14,645,000)</b> | <b>(32,772,014)</b> | <b>(9,290,110)</b>  | <b>(4,596,025)</b>  | <b>(18,462,375)</b> | <b>(181,757,384)</b>   | <b>(206,697,926)</b>   |
| Cash Allocation/Managers (MOVEMENT)              | (275,000,000)        | (95,300,000)         | (37,700,000)        | (7,700,000)         | (7,500,000)         | (8,500,000)         | (141,000,000)        | (13,600,000)        | (8,600,000)         | (8,000,000)         | (6,000,000)         | (9,300,000)         | (618,200,000)          | (586,600,000)          |
| <b>TOTAL CASH OUTFLOW,</b>                       |                      |                      |                     |                     |                     |                     |                      |                     |                     |                     |                     |                     |                        |                        |
| <b>CAPITAL CALLS &amp; MOVEMENT</b>              | <b>(348,280,321)</b> | <b>(137,774,336)</b> | <b>(72,259,121)</b> | <b>(46,272,543)</b> | <b>(52,529,367)</b> | <b>(46,048,306)</b> | <b>(186,474,867)</b> | <b>(58,228,481)</b> | <b>(75,287,719)</b> | <b>(48,593,301)</b> | <b>(44,761,200)</b> | <b>(58,465,699)</b> | <b>(1,174,995,260)</b> | <b>(1,139,513,994)</b> |
| <b>NET CASH INFLOW/(OUTFLOW)</b>                 | <b>89,153,762</b>    | <b>(101,076,652)</b> | <b>9,516,187</b>    | <b>(1,829,765)</b>  | <b>(9,714,539)</b>  | <b>26,231,846</b>   | <b>9,986,516</b>     | <b>(22,128,075)</b> | <b>10,706,905</b>   | <b>606,104</b>      | <b>(6,265,764)</b>  | <b>3,929,479</b>    | <b>9,116,005</b>       | <b>11,965,480</b>      |

\*see attachment for detail (page 2 of 2)

KEY TO CASH FLOW 2012

Receipts

Subtotal Cash Inflow shows outside funds coming in to CCCERA.

Liquidate 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).

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).

**CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION**

**Schedule of Investment Manager/Consultant/Attorney Fees for 2012**

|   | Month ending: | <u>1/31/12</u>   | <u>2/29/12</u>   | <u>3/31/12</u> | <u>4/30/12</u> | <u>5/31/12</u>   | <u>6/30/12</u> | <u>7/31/12</u>   | <u>8/31/12</u> | <u>9/30/12</u>   | <u>10/31/12</u> | <u>11/30/12</u>  | <u>12/31/12</u> | Current year<br><u>2012</u> | Prior year<br><u>2011</u> |
|---|---------------|------------------|------------------|----------------|----------------|------------------|----------------|------------------|----------------|------------------|-----------------|------------------|-----------------|-----------------------------|---------------------------|
| Investment Management Fees                |               | 2,531,826        | 2,212,276        | 134,194        | 157,500        | 3,774,076        | 196,169        | 840,627          | -              | 3,671,147        | 406,713         | 3,912,174        | 114,850         | 17,951,550                  | 16,957,629                |
| Consulting Fees <i>(see detail below)</i> |               | 4,000            | 9,141            | -              | 88,250         | 14,400           | 59,000         | 204,000          | 75,652         | -                | 81,500          | -                | 46,603          | 582,546                     | 710,692                   |
| State Street Custodian Fees               |               | -                | -                | 169,424        | -              | -                | -              | -                | -              | -                | 355,530         | -                | 199,147         | 724,101                     | 753,077                   |
| Attorney Fees/Salary (Non-investment)     |               | 17,561           | 42,373           | 34,721         | 50,659         | 21,500           | 44,543         | 17,593           | 58,208         | 27,082           | 44,182          | 40,280           | 36,493          | 435,197                     | 488,878                   |
| <b>TOTAL:</b>                             |               | <u>2,553,387</u> | <u>2,263,791</u> | <u>338,339</u> | <u>296,409</u> | <u>3,809,976</u> | <u>299,711</u> | <u>1,062,220</u> | <u>133,860</u> | <u>3,698,229</u> | <u>887,925</u>  | <u>3,952,453</u> | <u>397,093</u>  | <u>19,693,394</u>           | <u>18,910,275</u>         |
| <b><u>Consulting Fees</u></b>             |               |                  |                  |                |                |                  |                |                  |                |                  |                 |                  |                 |                             |                           |
| Milliman                                  |               | -                | -                | -              | -              | -                | -              | 155,000          | 35,540         | -                | 77,500          | -                | -               | 268,040                     | 248,667                   |
| Segal                                     |               | 4,000            | 9,141            | -              | 49,000         | 14,400           | 59,000         | 49,000           | 40,112         | -                | 4,000           | -                | 46,603          | 275,256                     | 424,990                   |
| 0   |               | -                | -                | -              | 39,250         | -                | -              | -                | -              | -                | -               | -                | -               | 39,250                      | 37,035                    |
|   |               | <u>4,000</u>     | <u>9,141</u>     | <u>-</u>       | <u>88,250</u>  | <u>14,400</u>    | <u>59,000</u>  | <u>204,000</u>   | <u>75,652</u>  | <u>-</u>         | <u>81,500</u>   | <u>-</u>         | <u>46,603</u>   | <u>582,546</u>              | <u>710,692</u>            |

\*Risk Metrics - division of ISS - proxies

# MEMO

MEETING DATE

MAR 14 2013

AGENDA ITEM

#12

Date: March 14, 2013

To: The CCCERA Board

From: Marilyn Leedom, CEO  
By: Christina Dunn, Administration/HR Coordinator and  
Son Lu, Information Technology Coordinator II

Subject: Solutions for paperless distribution of Board documents

Recommendation: 1. Contract with BoardDocs for a paperless Board document management solution  
2. Purchase and distribute iPads to Board members and senior staff for paperless Board document management

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## Background:

As many governmental entities move into a paperless arena to save staff time, printing and mailing costs to provide board document solutions, CCCERA staff has been researching options for a solution that meets the needs of the Board, staff and interested parties. After the January 9, 2013 meeting where the Board approved the implementation of audio recording of minutes and retention of the audio recordings indefinitely, staff added this option to the list of possibilities and needs for an all-inclusive paperless solution.

## Solutions:

Staff researched possible alternatives for storage, paperless delivery, and audio storage, including the need for integration into the current CCCERA website. BoardDocs is a cloud-based Governance Document Management Service developed specifically for governing bodies. It provides a paperless solution for agendas, backup documentation, policies, and financials, and also allows the storage of the audio files created during Board meetings by CCCERA through a cloud environment. BoardDocs can be linked directly to the CCCERA website so that the integration is seamless.

Through the BoardDocs process, staff time is minimized and a webmaster is not needed to upload documents to the BoardDocs site. It offers many features to reduce paper and provide increased accessibility to policies, minutes and agendas.

We have included an attachment outlining some of the capabilities of BoardDocs. BoardDocs would be customized to CCCERA's needs and provides a seamless link from CCCERA's existing website. The easy to use web based interface is fully supported on most mobile devices, including the Apple iPad. Once set up, accessing all Board agendas,



audio records minutes, policies, reports and documentation of agenda items is quick and easy.

Staff recommends the purchasing and issuance of iPads to integrate into this new paperless technology. The iPad solution recommended does not include a 4G connection capability. All iPads have wireless capabilities and through the wireless connection will be able to connect to BoardDocs.com to view and download agendas and agenda items. A secure wireless connection will be available in the Board room for use. We do not anticipate that confidential documents will be routed through the BoardDocs or iPad solutions, but instead will continue to be provided in hard copy to each Board member.

As a side note, the implementation of the hardware and software components for the audio recording of minutes is in progress and has an estimated completion date of April 1, 2013. The integration with BoardDocs will provide audio recordings, along with all other documents, in an easily accessible and secure manner to CCCERA, the public and interested parties.

**Cost Impact:**

BoardDocs: \$12,000 annually with a one-time set up fee of \$1,000.

iPads: The cost of each iPad, including a 2 year AppleCare coverage policy, which covers all hardware and software, and 2 incidences of damage, is approximately \$900.

Note: both of these solutions have been covered within the 2013 Budget.

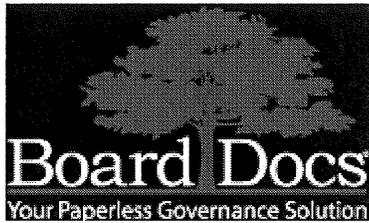
**Training:**

BoardDocs' customization process takes a minimum of 4-6 weeks. Following the processing time, BoardDocs will conduct three onsite training sessions including a two hour Board member training. CCCERA staff will provide iPad training as requested by specific Board members.

**Recommendation:**

We respectfully request authorization to contract with BoardDocs for a paperless Board document management solution. We also recommend the purchase and distribution of iPads to Board members and senior staff for paperless Board document management.





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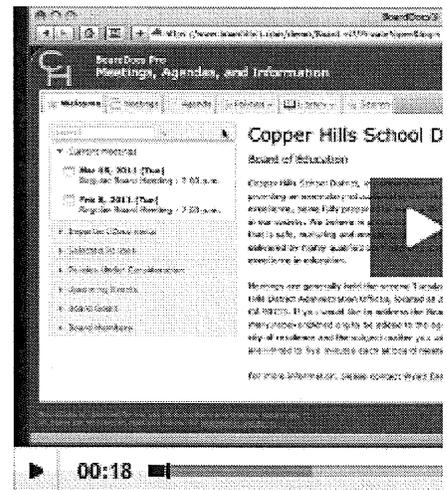
## About BoardDocs Pro

### The Most Advanced Solution Available

As the pioneer of eGovernance, BoardDocs has always provided the most advanced, comprehensive suite of tools available. Our flagship service, BoardDocs Pro is the fastest, easiest and most powerful paperless agenda solution on the market. By leveraging state-of-the-art, cloud-based technology, BoardDocs Pro does things no other paperless solution can for a price no other paperless solution can match. Give us a call to arrange a convenient Web demonstration. We promise you'll be amazed!

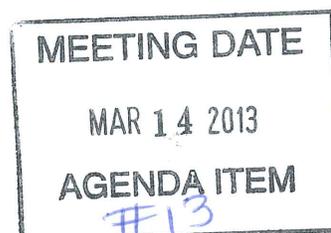
BoardDocs Pro annual fee includes:

- BoardDocs eAgenda Solution
- BoardDocs ePolicy Development and Publication Solution
- BoardDocs Library with Support for Events, News, Board Goals and Board Member Pages
- Integrated Board Goals Management and Tracking
- Separate, Customizable Packets for the Board, Administration and Public
- Private Document Annotations for Board Members
- Advanced Document Workflow with Support for Unlimited Number of Document Submitters
- Customizable Approval Trees and Collaborative Annotations
- On-line or Manual Voting with Support for Virtually Any Type of Vote
- Automated Minutes Generation and Release
- "Follow Me" so Board Members Will Never Get Lost
- Automated Public ScoreBoard, with Voting Results and Speaker Timers
- 100% Web-based for access from Windows, Macintosh, Linux and iPad devices
- Integrated Audio Player - Listen to Meetings Indexed by Agenda Item
- Meeting Video simplifies the task of managing and associating videos for private or public meetings
- Access to BoardDocs MetaSearch
- Search Functionality for Consolidated Searches on Any Content
- 7 x 24, Secure, Power-redundant Hosting with Daily Backups
- Up to 10 Years of History with DVD Archiving of Data beyond 10 Years
- User and Security Administration via People Manager
- XML Capabilities to Dynamically Drive BoardDocs Data Into Your Organization's Web site
- Social Sharing via Twitter, Facebook and eMail
- Development, Publication and Tracking of Strategic Plan
- No Extra Charge On-site Training
- 7 x 24, Toll-free, US-based End-user Technical Support
- No Extra Charge for Customization
- Access to All Software Enhancements, Including Version Updates and Fixes for the Term of the Agreement



# Memorandum

**Date:** March 13, 2013  
**To:** Board of Retirement  
Marilyn Leedom, Retirement Chief Executive Officer  
**From:** Karen Levy, General Counsel  
**Subject:** iPad Usage Policy



## **I. BACKGROUND**

As requested by the CCCERA Retirement Chief Executive Officer, enclosed is a draft iPad Usage Policy for the Retirement Board's consideration. The cost of purchase of iPads is included in CCCERA's 2013 budget, as approved by the Board on November 20, 2013. This policy would establish guidelines and procedures for the use of iPads for delivery of Board materials and use in the course of conducting CCCERA business.

## **II. SUMMARY OF KEY PROVISION IN THE DRAFT POLICY**

Counsel worked with the Retirement Chief Executive Officer to define and recite the following guidelines and procedures for the use of iPads by Retirement Board Members and approved senior staff:

- The purpose of issuing iPads to Board members and approved senior staff is to enhance efficiency and speed of conducting the business of the retirement system, including a reduction in the administrative, postage and copy costs associated with the mailing of Board agenda packets.
- The Board has requested making Board materials available in a secure, electronic format to all Board members and senior staff.
- CCCERA-issued iPads are CCCERA's property
- CCCERA-issued iPads are to be used in a manner that supports the business of CCCERA.
- CCCERA-issued iPads are not to be used for personal profit purposes such as advertising, rentals, selling, or other such uses.
- CCCERA-issued iPads are not to be used for any unlawful activity.
- Board members and staff are responsible for the security and safety of their assigned iPads.

The draft iPad Usage Policy is enclosed, for the Board's consideration.



CONTRA COSTA COUNTY  
EMPLOYEES' RETIREMENT ASSOCIATION  
1355 Willow Way, Suite 221, Concord, CA 94520-5728  
Telephone: (925) 521-3960, Fax: (925) 646-5747

CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

**IPAD USAGE POLICY**

Adopted \_\_\_\_\_

**I. PURPOSE**

The Board of Retirement ("Board") of the Contra Costa County Employees' Association ("CCCERA") adopts this policy to establish guidelines and procedures for the use of iPads for delivery of Board materials and use in course of doing CCCERA business.

The Board recognizes the benefit of using technology to enhance the efficiency of the system, including a reduction in the administrative, postage and copy costs associated with the mailing of Board agenda packets. Through continued technological development, (CCCERA) is dedicated to reducing its use of material resources while improving on the delivery of its mission. The use of iPads will provide the CCCERA Board of Retirement with convenience, speed and cost-effectiveness.

The Board wishes to make all Board materials available in a secure, electronic format to all Board members and senior staff.

**II. GENERAL PRINCIPLES**

CCCERA will issue an iPad to each Board member, as requested, and to senior staff as approved by the Retirement Chief Executive Officer.

The usage principles of the iPads issued by CCCERA are outlined below:

**A. Ownership**

1. Upon approval of the CCCERA Board of Retirement, one iPad will be issued to the requesting Board Member and approved staff. iPads issued by CCCERA are the property of CCCERA. Board members and staff have no ownership, interest or right to title in the iPads.
2. Each board member and staff to whom an iPad is issued is responsible for the security and care of that iPad, regardless of where the iPad is used.
3. All iPads will be covered by the AppleCare Protection Plan. Board members and staff shall contact AppleCare at 1-800-APL-CARE (1-800-275-2273) with any technical, warranty or repair issues.

4. Upon the termination of Board membership or staff's employment, the iPad will be returned to CCCERA Chief Executive Officer or designee, who will have the iPad wiped. The unit will be reissued upon receipt of the necessary paperwork from the new CCCERA Board member or designated staff.

B. License Agreements

1. CCCERA is the sole licensee of the software included with the iPad. Any copying, modification, merging or distribution of the software by the board member, including written documentation, is prohibited. Board members and staff are responsible for complying with any and all hardware, software and service provider licensing agreements, terms of use, and applicable state and federal copyright and other intellectual property protections. Violation of any such licenses, terms or laws shall constitute a violation of this policy.

C. Liability

1. Board members and staff are responsible for all material sent by and/or stored on the iPad issued to them. Board members and staff accept responsibility for keeping their iPad free from all inappropriate or dangerous files.
2. CCCERA is not liable for any material sent by and/or stored on iPads issued to board members or staff.

D. Usage Guidelines

1. CCCERA only authorizes use of its iPads in a manner that supports the business of CCCERA.
2. Personal use is permissible so long as, in the determination of CCCERA, it does not interfere with CCCERA's business, does not interfere with or negatively impact any other person's or entity's rights and work and/or learning environment, and does not conflict with any law.
  - i. Notwithstanding the above described permissible personal uses, CCCERA's iPads are not to be used for personal profit such as advertising, rentals, selling things, or other such uses.
  - ii. Examples of unacceptable use of iPads include, but are not limited to:

- a. Transmission or storage of copyrighted materials not in the name of the board member or CCCERA in violation of copyright laws;
  - b. Transmission of or participation in communications with other board members in violation of open meeting laws. The Board recognizes that a majority of its members may not communicate with each other, either at the same time or serially, regarding CCCERA matters, outside of noticed Board meetings.
3. Installation of applications is limited to applications that are consistent with the terms listed in this policy.
  4. Modification of the iPad's operating system to allow installation of applications not approved by Apple is prohibited.

E. Loss and Damage

1. Board members and staff are personally responsible for the security and safety of their assigned iPads and will be held fully liable if stolen, lost, destroyed or not returned. Board members and staff will be required to reimburse CCCERA for the full replacement cost of the iPad if it is stolen, lost, destroyed or not returned. The replacement cost will be the current cost of replacing the iPad with a new one of equal quality and effectiveness.
2. Loss of or damage to a CCCERA iPad must be reported immediately to CCCERA Chief Executive Officer or designee.
3. Board members and staff must not modify, upgrade, or attempt to repair iPads issued under this policy without the express permission of CCCERA. All repairs must be made through the AppleCare Protection Plan. Repairs not covered by the AppleCare Protection Plan which are determined to be caused by negligence, shall be covered by the board member and staff.

F. Wireless Services and Data Plan

1. Secure wireless services will be available in the CCCERA Board Room for use of Board members and senior staff.
2. Board members may individually select to purchase a 4G data plan; CCCERA will not reimburse for data plan expenditures.

3. Board members may elect to use their own iPad, which shall remain their property.

**III. USER CERTIFICATION**

I have read and agree to the terms of the CCCERA iPad Usage Policy.

Name \_\_\_\_\_

Signature \_\_\_\_\_

Date \_\_\_\_\_

DRAFT

SAVE THE DATE

EIF's 24th Annual

# Investors Meeting

WEDNESDAY, MAY 1 – FRIDAY, MAY 3, 2013

|              |
|--------------|
| MEETING DATE |
| MAR 14 2013  |
| AGENDA ITEM  |
| #14a         |

**MAY 1:**

Calypso Co-Investors meeting at 11:30 am  
Investor Advisory Board meetings at 2 pm  
Welcome Reception & Dinner at 6:30 pm

**MAY 2:**

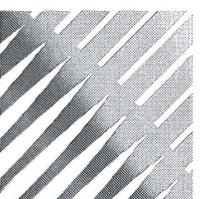
LP meetings in morning  
Golf/other activities in afternoon

**MAY 3:**

Industry session, concludes at 2 pm

THE BREAKERS PALM BEACH · PALM BEACH, FLORIDA

FORMAL E-INVITATION TO FOLLOW



ENERGY  
INVESTORS  
FUNDS

EIF

This year's annual meeting will be at The Breakers in Palm Beach. It's scheduled to begin on May 1<sup>st</sup> and end on May 3<sup>rd</sup>. The tentative agenda is below (subject to change):

Investor Meeting:

**May 1:**

12:30pm – Calypso Co-Investor Meetings

12:30pm - Lunch

2:45pm-4:45pm – IAB meetings

6:30pm – buffet dinner

**May 2:**

8:00am-12pm – **LP meetings**

12pm – lunch

12:45pm-4:30pm – golf and activities

6:30pm – reception and dinner

U.S. Power and Energy Conference:

**May 3:**

8:00am – Welcome and opening remarks

8:45am – Keynote speaker

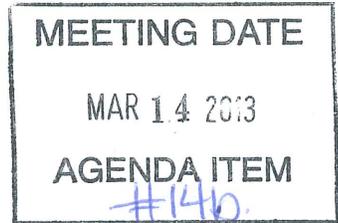
10:15am – Roundtable Discussions & U.S. Power Market presentation

11:15am – Roundtable Discussions & U.S. Power Market presentation

12:15pm – Adjourn

**DLJ Real Estate Capital Partners  
2013 Annual Limited Partners Meeting  
Tuesday, April 30, 2013**

New York City



DRAFT Agenda

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|   |                   |
|---|-------------------|
| Registration                                    | 9:30am – 10:30am  |
| Introduction and Portfolio Overview             | 10:30am – 12:00pm |
| Working Lunch Break                             | 12:00pm – 1:00pm  |
| Investment Environment and Review of Key Assets | 1:00pm – 3:00pm   |
| Guest Speaker                                   | 3:00pm – 3:45pm   |
| Advisory Board Meeting                          | 4:15pm – 5:30pm   |
| Dinner  | 6:30pm            |
| RECP NYC Property Tours (optional)              | Wednesday Morning |

Adams Street Partners  
 2013 Client Conference  
 Four Seasons Hotel  
 June 4-5, 2013



MEETING DATE  
 MAR 14 2013  
 AGENDA ITEM  
 #14C

**DRAFT**  
**CHICAGO AGENDA**

|                        |                                 |
|------------------------|---------------------------------|
| <b>Tuesday, June 4</b> |                                 |
| 6:00 pm to 9:00 pm     | <b>Welcome Reception/Dinner</b> |

| <b>Wednesday, June 5</b> |   |
|--------------------------|---|
| 7:30 am                  | <b>Registration and Breakfast:</b> Four Seasons Hotel ( <i>Ballroom</i> )<br>120 East Delaware Place, Chicago |
| 8:15                     | <b>Opening Remarks</b>  |
| 8:30                     | <b>State of the Market</b>  |
| 9:00                     | <b>Outlook and Strategy</b>   |
| 9:30                     | <b>Energy Investing</b>   |
| 10:15                    | <b>Break</b>  |
| 10:30                    | <b>Direct Investment Update</b>   |
| 11:15                    | <b>Small Buyout Panel</b>   |
| 12:00 pm                 | <b>Lunch</b>  |
| 1:15                     | <b>Venture Capital Update</b>   |
| 2:15                     | <b>Secondary Market Update</b>  |
| 3:00                     | <b>Closing Remarks</b>  |
| 3:15                     | <b>Reception</b>  |

# SACRS

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS | MAY 14-17, 2013

## spring conference **NAPA**



### Preliminary Agenda\*

|                     |
|---------------------|
| <b>MEETING DATE</b> |
| MAR 14 2013         |
| <b>AGENDA ITEM</b>  |
| #14d.               |

### MONDAY, MAY 13, 2013

#### SACRS Pre-Conference Workshops

|                        |  |
|------------------------|--|
| 8:00 a.m. – Noon       | Conference Registration Open   |
| 8:30 a.m. – 10:00 a.m. | <p><b>New Trustee Training – County Retirement Systems: The Past, Present and Future</b><br/>Whether you are a new trustee or an experienced one, it helps to understand how your system compares to the others around you, how we got here and where we are going. In this session, we will take a quick tour through</p> <ul style="list-style-type: none"> <li>*Past – The history of SACRS and the 37 Act retirement systems</li> <li>*Present – Look at how your benefits and costs compare with those of the other SACRS systems</li> <li>*Future – Discuss PEPRA and other efforts going on in California</li> </ul> <p><b>Moderator:</b> John Kelly, Sacramento CERS</p> |
| 8:30 a.m. – 10:00 a.m. | <p><b>Advance Trustee Training</b><br/><b>Social Security: Honey I Shrunk the Kids' Wealth</b><br/>A simple straight-forward solution for saving Social Security for our kids and grandkids... If we do it now...</p> <p><b>Speaker:</b> Arun Muralidhar, AlphaEngine Global Investment Solutions</p>  |
| 10:15 a.m. – Noon      | <p><b>Communications Workshop</b><br/><b>Communication, Leadership and Best Practices: The Difficult World of Pension Trustees</b><br/>As a trustee, exercising sound judgment on investment decisions is only part of the job. Getting people to support your leadership recommendations is one of the most challenging aspects of your role. This session will focus on useful best practices for building meaningful relationships and communicating effectively with colleagues. We will have audience participation and directly applicable case studies/role plays.</p> <p><b>Speaker:</b> Damien Hooper-Campbell, Pine Street Leadership Program, Goldman Sachs</p>       |

### TUESDAY, MAY 14, 2013

|                  |   |
|------------------|---|
|                  | <p><b>Golf Tourney – Eagle Vines Golf Course</b><br/>SACRS continues to present outstanding conferences that are chock full of education and information relevant to your various responsibilities and fiduciary duties. It is highly recommended you arrive early and participate in the golf tournament, which provides a unique networking opportunity. The SACRS golf tournament is one of the oldest SACRS traditions created and sponsored by our SACRS Affiliates. Spend a day in the sun on some of our state's finest golf courses developing relationships with some of the great members of this community.</p> <p><b>Contact:</b> Brey Jones or Kristin Hamlin, StepStone Group for information to participate or sponsor.<br/>bjones@stepstoneglobal.com ~ khamlin@stepstoneglobal.com</p> |
| Noon – 5:00 p.m. | <p>Conference Registration<br/><i>SACRS official day begins at 3 p.m. and ends after the reception at 6:30 p.m.</i></p>   |

\*Please check [sacrs.org](http://sacrs.org) for updates

# SACRS

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS | MAY 14-17, 2013

## spring conference **NAPA**



### Preliminary Agenda\*

#### TUESDAY, MAY 14, 2013 CONTINUED

|                       |   |
|-----------------------|---|
| 1:00 p.m. – 3:00 p.m. | Safety Breakout – Roundtable<br><b>Moderators:</b><br>Tracy Towner, Ventura CERA<br>Fred Tan, Santa Barbara CERS  |
| 3:00 p.m. – 5:00 p.m. | Ethics Training – Renew your bi-annual requirement for Ethics Training<br><i>*This is a pre-register session, sign in and sign out is mandatory, please arrive early.</i>   |
| 3:00 p.m. – 5:00 p.m. | Disability Workshop   |
| 5:30 p.m. – 6:30 p.m. | SACRS Welcome Reception<br>“...good company, good wine, good welcome, can make good people.” — William Shakespeare<br>You won't want to miss the opportunity to sip award winning wines, a chance to chat with winemakers, vintners, and network with your SACRS friends. Each night SACRS Receptions will feature local farm-to-table cuisine, paired with regional wines from Sonoma, Napa and Mendocino. We've even made it possible to purchase your favorite wines from the reception. |

#### WEDNESDAY, MAY 15, 2013

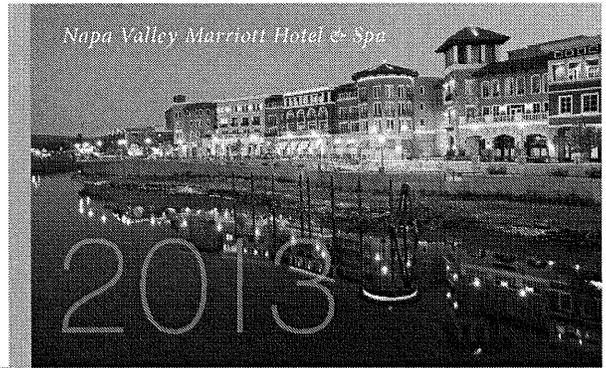
|                         |  |
|-------------------------|--|
| 7:00 a.m. – 8:00 a.m.   | SACRS Breakfast  |
| 7:30 a.m. – 6:30 p.m.   | Conference Registration<br><i>SACRS official day begins at 7:30 a.m. and ends at 6:30 p.m.</i>                                     |
| 8:15 a.m. – 8:30 a.m.   | Opening Ceremonies & Welcome Remarks<br><b>Panel:</b><br>Doug Rose, SACRS President<br>Honor Guard<br>Local Representative Welcome |
| 8:30 a.m. – 9:30 a.m.   | General Session – Keynote<br><b>Moderator:</b> Doug Rose, SACRS President  |
| 9:30 a.m. – 10:00 a.m.  | Networking Break   |
| 10:00 a.m. – 11:00 a.m. | General Session – Investment<br><b>Speaker:</b> Douglas Brinkley, Author – Professor of History at Rice University                 |
| 11:10 a.m. – 12:15 p.m. | General Session – Motivational Speaker   |

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# SACRS

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS | MAY 14-17, 2013

## spring conference **NAPA**



### Preliminary Agenda\*

#### WEDNESDAY, MAY 15, 2013 CONTINUED

|                        |   |
|------------------------|---|
| 12:15 p.m. – 1:30 p.m. | SACRS Lunch   |
| 1:30 p.m. – 4:30 p.m.  | <b>Concurrent Sessions</b>  |
| ➤                      | Administrator Roundtable<br><b>Moderator:</b> Rich White, Mendocino CERA  |
| ➤                      | Affiliate Roundtable<br><b>Moderator:</b> Susan Marshall, Affiliate Chair & Baring Asset Mgmt.  |
| ➤                      | Attorney's Roundtable<br><b>Moderator:</b> Jeff Berk, Sonoma CERA & Mendocino CERA  |
| ➤                      | Disability Roundtable<br><b>Moderator:</b> Jackie Purter, Sonoma CERA   |
| ➤                      | Internal Auditors Roundtable<br><b>Moderator:</b> Harsh Jadhav, Alameda CERA  |
| ➤                      | Investment Roundtable<br><b>Moderator:</b> Donald Pierce, San Bernardino CERA   |
| ➤                      | Ops & Benefits Roundtable<br><b>Moderator:</b> Helen Olson, Sonoma CERA   |
| ➤                      | Trustee Roundtable<br><ul style="list-style-type: none"> <li>• Risk Monitoring Reporting &amp; Mitigation</li> <li>• Trustee Roundtable discussion</li> </ul> <b>Panel:</b><br>Tyler Kim, Maples and Calder<br>Tom Peters, Kreischer Miller<br>Arun Muralidhar, AlphaEngine Global Investment Solutions<br><b>Panel Moderator:</b> James Perry, San Bernardino CERA<br><b>Roundtable Moderators:</b> John Kelly, Sacramento CERS & Yves Chery, Los Angeles CERA |
| 4:30 p.m. – 5:30 p.m.  | Legislative Committee Meeting<br><b>Moderator:</b> Richard Stensrud, Sacramento CERS & Legislative Committee Chair  |

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# SACRS

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS | MAY 14-17, 2013

## spring conference **NAPA**



### Preliminary Agenda\*

#### WEDNESDAY, MAY 15, 2013 CONTINUED

|                       |   |
|-----------------------|---|
| 5:30 p.m. – 7:30 p.m. | <p><b>SACRS Welcome Reception</b></p> <p>You won't want to miss our extended evening reception. Wednesday night reception will include a guest speaker that will offer us a beginner's tutorial on winemaking, the science behind the grapes and a little history of the region. Attendees will have the opportunity to sip award winning wines, a chance to chat with winemakers, vintners, and network with your SACRS friends. The night will feature local farm-to-table cuisine, paired with regional wines from Sonoma, Napa and Mendocino. Don't forget to purchase your favorite wines from the reception.</p> <p><i>Extended reception, however official day still ends at 6:30 p.m.</i></p> |
|-----------------------|---|

#### THURSDAY, MAY 16, 2013

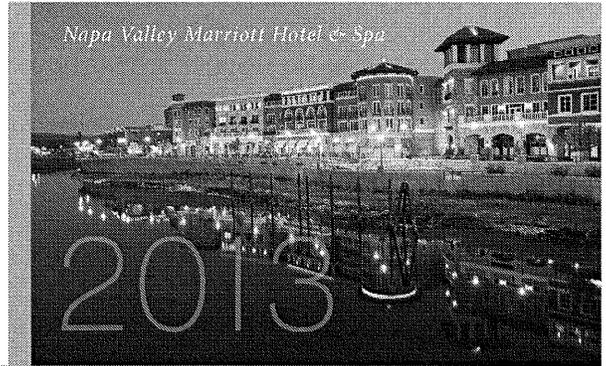
|                         |   |
|-------------------------|---|
| 7:30 a.m. – 8:30 a.m.   | SACRS Breakfast   |
| 7:30 a.m. – 6:30 p.m.   | <p>Conference Registration</p> <p><i>SACRS official day begins at 7:30 a.m. and ends at 6:30 p.m.</i></p>   |
| 8:45 a.m. – 9:00 a.m.   | <p>Welcome</p> <p><b>Speaker:</b> Doug Rose, SACRS President</p>  |
| 9:00 a.m. – 10:00 a.m.  | <p>General Session – Investment Portfolio Construction &amp; Macro Economics</p> <p><b>Speaker:</b> Steve Drobny, Author</p> <p><b>Moderator:</b> Doug Rose, SACRS President</p>              |
| 10:00 a.m. – 10:30 a.m. | SACRS Networking Break  |
| 10:30 a.m. – 11:30 a.m. | <p>General Session – Breaking Bad: The Battle Between Fiscal Austerity and Global Easing</p> <p><b>Speaker:</b> Zane E. Brown, Partner, Fixed Income and Economic Strategist, Lord Abbett</p> |
| 11:35 a.m. – 12:35 p.m. | <p>General Session – Digital Assassination: Protecting Your Reputation, Brand or Business Against On Line Attacks</p> <p><b>Speaker:</b> Richard Torrenzano, The Torrenzano Group</p>         |
| 12:35 p.m. – 1:40 p.m.  | SACRS Lunch   |

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# SACRS

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS | MAY 14-17, 2013

## spring conference **NAPA**



### Preliminary Agenda\*

#### THURSDAY, MAY 16, 2013 CONTINUED

|  |                            |
|--|----------------------------|
| 1:45 p.m. – 2:45 p.m.  | <b>Concurrent Sessions</b> |
| ➤ Session A – Impact Investing: What's the fiduciary to do?<br>As fiduciaries of public pension plans, what is our fiduciary duty around consideration of impact, environmental, social and governance issues? Can we and should we include Responsible Investing criteria in our investment policies and practices, and if so, how? This panel will discuss the interpretation and evolution of fiduciary duty and how it might apply to building portfolios and strategies for the future.<br><b>Speaker:</b> James P. Hawley, Ph.D., Professor, School of Economics and Business Administration, Saint Mary's College of California; and Senior Research Fellow, Harvard University   |                            |
| ➤ Session B – Hot Topic: PEPRA<br><b>Panel:</b><br>Paul Angelo, Segal & Co.<br>Harvey Leiderman, Reed Smith, LLP.  |                            |
| ➤ Session C – Operations / Disability / Is Covered California Ready for Retirees?<br><b>Speaker:</b> Andrea Comporato, Extended Health, Inc.   |                            |
| 2:45 p.m. – 3:15 p.m.  | SACRS Networking Break     |
| 3:15 p.m. – 4:15 p.m.  | <b>Concurrent Sessions</b> |
| ➤ Session A – Global Tactical Asset Allocation<br>Investors have historically tolerated higher volatility in order to achieve alpha mainly because they were generating the returns to make the risk worthwhile. With lackluster returns in traditional (and especially) alternative asset classes, continued global recession concerns and general worldwide economic and political uncertainty many are decreasing their tolerance for risk yet higher returns are still required. Strategies designed to be reactive to global markets and relative attractiveness across asset classes and geographies while achieving competitive returns coupled with low volatility are becoming more popular. This session will explore current global macro trends and share a glimpse of how dynamic asset allocation based on those current trends can help achieve robust returns while limiting market volatility through strategic partnerships.<br><b>Panel:</b><br>Patrik Jakobson, JP Morgan<br>Matthew Whitbread, Barings Asset Mgt<br><b>Moderator:</b><br>Jeff Scott, Wurts & Associates |                            |
| ➤ Session B – Operations / Disability  |                            |
| ➤ Session C – SACRS Movie  |                            |

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# SACRS

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS | MAY 14-17, 2013

## spring conference **NAPA**



### Preliminary Agenda\*

#### THURSDAY, MAY 16, 2013 CONTINUED

|                       |  |
|-----------------------|--|
| TBD                   | Education Committee<br>Feed Back Tabulating & Meeting<br><b>Speaker:</b> Christie Porter, San Bernardino CERA & Committee Chair  |
| 5:30 p.m. – 6:30 p.m. | SACRS Reception<br>Enjoy your last night with SACRS friends and last chance to experience our version of a night in SACRS Wine Country...<br><i>SACRS official day ends at 6:30 p.m.</i> |

#### FRIDAY, MAY 17, 2013

|                        |   |
|------------------------|---|
| 7:30 a.m. – 8:30 a.m.  | SACRS Breakfast<br><i>SACRS official day begins at 7:30 a.m. and ends upon adjournment</i>                                      |
| 8:30 a.m. – 9:45 a.m.  | General Session – SACRS Legislative Update 2013<br><b>Panel:</b><br>Richard Stensrud, Trent Smith & Mike Robson, SACRS Lobbyist |
| 9:45 a.m. – 10:00 a.m. | Networking Break  |
| 10:00 a.m. – Noon      | SACRS Business Meeting – General Assembly & Spring Elections<br>SACRS BOD   |
| Upon Adjournment       | BOD Meeting – Post Conference<br>SACRS BOD  |

\*Please check [sacrs.org](http://sacrs.org) for updates