

MINUTES OF THE REGULAR MEETING
BOARD OF ADMINISTRATION
LOS ANGELES CITY EMPLOYEES' RETIREMENT SYSTEM

In conformity with the Governor's Executive Order N-29-20 (March 17, 2020)
and due to the concerns over COVID-19, the
LACERS Board of Administration's
May 25, 2021, meeting was conducted
via telephone and/or videoconferencing.

Agenda of: June 22, 2021

Item No: II

May 25, 2021

10:01 a.m.

PRESENT via Videoconferencing: Vice President:		Sung Won Sohn
	Commissioners:	Annie Chao Sandra Lee Nilza R. Serrano Michael R. Wilkinson
	Manager-Secretary:	Neil M. Guglielmo
	Legal Counselor:	Joshua Geller
ABSENT:	President:	Cynthia M. Ruiz
	Commissioner:	Elizabeth Lee
PRESENT at LACERS offices:	Executive Assistant:	Erin Knight (Acting)

The Items in the Minutes are numbered to correspond with the Agenda.

I

PUBLIC COMMENTS AND GENERAL PUBLIC COMMENTS ON MATTERS WITHIN THE BOARD'S JURISDICTION AND COMMENTS ON ANY SPECIFIC MATTERS ON THE AGENDA – *THIS WILL BE THE ONLY OPPORTUNITY FOR PUBLIC COMMENT* – **PRESS *9 TO RAISE HAND DURING PUBLIC COMMENT PERIOD** – Vice President Sohn asked if any persons wanted to make a general public comment to which there were two responses. The first speaker was "Zella", member of the public and works at Sonic. This speaker stated things are getting marginally better but still being taken advantage of by the Sonic card use system. The second speaker as Adrienne Valdez, member of the public and employee of PetSmart. This speaker stated a petition was presented to management on the unsafe working conditions for employees during the pandemic and lack of PPE, management has not yet responded. The caller asked LACERS to support the struggle against BC Partners.

II

APPROVAL OF MINUTES FOR THE REGULAR MEETING OF APRIL 27, 2021 AND POSSIBLE BOARD ACTION – Commissioner Serrano moved approval, seconded by Commissioner Chao, and adopted by the following vote: Ayes, Commissioners Chao, Sandra Lee, Serrano, Wilkinson and Vice President Sohn -5; Nays, None.

III

BOARD PRESIDENT VERBAL REPORT – There was no report.

IV

GENERAL MANAGER VERBAL REPORT

A. REPORT ON DEPARTMENT OPERATIONS – Neil M. Guglielmo, General Manager, advised the Board of the following items:

- CSIP: Service Purchases
- HQ Items (General Contractor, Security, and LA Times move)
- MSC Stats
- Retirement Application Portal
- YouTube Page Update
- Member Seminars
- SIP Update
- Health Plan Administration
- LACERS *Well* Events

B. UPCOMING AGENDA ITEMS – Neil M. Guglielmo, General Manager, advised the Board of the following items:

- June 8th – Proposed Benefits Administration Committee Meeting – 2022 Health Plan Renewal Status Report
- June 8th – Board Meeting – 977 Broadway Budget, Cyber Liability Insurance
- June 22nd – Board Meeting – Windfall Elimination Provision Report

V

RECEIVE AND FILE ITEMS

A. MONTHLY REPORT ON SEMINARS AND CONFERENCES FOR MARCH 2021 – This report was received by the Board and filed.

B. MONTHLY REPORT ON SEMINARS AND CONFERENCES FOR APRIL 2021 – This report was received by the Board and filed.

VI

BOARD/DEPARTMENT ADMINISTRATION

- A. PROPOSED BUDGET, PERSONNEL, AND ANNUAL RESOLUTIONS FOR FISCAL YEAR 2021-22 AND POSSIBLE BOARD ACTION – Todd Bouey, Assistant General Manager and Dale Wong-Nguyen, Chief Benefits Analyst, presented and discussed this item with the Board for 10 minutes. Commissioner Chao moved approval, seconded by Commissioner Serrano, and adopted by the following vote: Ayes, Commissioners Chao, Sandra Lee, Serrano, Wilkinson, and Vice President Sohn -5; Nays, None.

VII

MEMBER SERVICES

- A. REQUEST FOR PROPOSAL (RFP) FOR PRINTING, MAILING, AND GRAPHIC DESIGN AND POSSIBLE BOARD ACTION – Commissioner Wilkinson moved approval of the following Resolution:

**AUTHORIZATION TO CONTRACT WITH
CALIFORNIA MARKETING, KES MAIL, INC., TRAFFIK, AND SAPPHIRE BUSINESS SOLUTIONS
FOR PRINTING, MAILING, WEBSITE, AND GRAPHIC DESIGN SERVICES**

RESOLUTION 210525-B

WHEREAS, on March 9, 2021, the Board authorized the issuance of a Request for Proposal to identify qualified outside Printing, Mailing, Website, and Graphic Design services providers;

WHEREAS, on April 13, 2021, sixteen firms responded to the Printing, Mailing, Website, and Graphic Design Request for Proposal;

WHEREAS, on May 26, 2021, based on staff's recommendation after evaluating and scoring the submitted written proposals, the Board approved contracting with California Marketing, KES Mail, Inc., Traffik, and Sapphire Business Solutions, to provide Printing, Mailing, Website, and Graphic Design services with annual fees not to exceed \$90,000;

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes the General Manager to negotiate and execute three-year contracts with California Marketing, KES Mail, Inc., Traffik, and Sapphire Business Solutions for Printing, Mailing, Website, and Graphic Design services with an option to renew the contracts for up to three additional years.

Which motion was seconded by Commissioner Chao, and adopted by the following vote: Ayes, Commissioners Chao, Sandra Lee, Serrano, Wilkinson, and Vice President Sohn -5; Nays, None.

VIII

INVESTMENTS

- A. CHIEF INVESTMENT OFFICER VERBAL REPORT – Rod June, Chief Investment Officer, reported on the portfolio value of \$22.4 billion as of May 24, 2021. Mr. June discussed the following items:
- CIO will participate on a panel with the Hispanic Heritage Foundation
 - Upcoming agenda items: Private Equity and Private Real Estate Performance Review for the Period ending December 31, 2020, Continued Discussion of the Temporary Asset Allocation and Cash Holdings Policies, and Request for Proposal for U.S., Non-U.S., and Global Index Strategies.
- B. PRINCIPLES FOR RESPONSIBLE INVESTMENT (PRI) LETTER TO THE SECURITIES AND EXCHANGE COMMISSION REGARDING REQUEST FOR PUBLIC COMMENT ON CLIMATE CHANGE DISCLOSURE AND POSSIBLE BOARD ACTION – Rod June, Chief Investment Officer, and Ellen Chen, Investment Officer I, presented this item to the Board for 10 minutes. Commissioner Serrano moved approval, seconded by Commissioner Sandra Lee, and adopted by the following vote: Ayes, Commissioners Chao, Sandra Lee, Serrano, Wilkinson, and Vice President Sohn -5; Nays, None.
- C. PROPOSED AMENDMENT OF EMERGING INVESTMENT MANAGER POLICY AND POSSIBLE BOARD ACTION – Rod June, Chief Investment Officer, Wilkin Ly, Investment Officer III, Clark Hoover, Investment Officer I, and Jeremiah Paras, Investment Officer I, presented this item. After a 20 minute discussion, Commissioner Serrano moved approval, seconded by Commissioner Wilkinson, and adopted by the following vote: Ayes, Commissioners Chao, Sandra Lee, Serrano, Wilkinson, and Vice President Sohn -5; Nays, None.
- D. NOTIFICATION OF COMMITMENT OF UP TO \$10 MILLION IN ULU VENTURES FUND III, L.P. – This report was received by the Board and filed.
- E. NOTIFICATION OF COMMITMENT OF UP TO \$11 MILLION IN MILL POINT CAPITAL PARTNERS II, L.P. – This report was received by the Board and filed.
- F. NOTIFICATION OF COMMITMENT OF UP TO €40,831,350 (APPROXIMATELY \$50 MILLION) IN H.I.G. EUROPE MIDDLE MARKET LBO FUND, L.P. – This report was received by the Board and filed.
- G. NOTIFICATION OF COMMITMENT OF UP TO \$40 MILLION IN OAK HC/FT PARTNERS IV, L.P. – This report was received by the Board and filed.
- H. NOTIFICATION OF COMMITMENT OF UP TO \$40 MILLION IN NMS FUND IV, LP – This report was received by the Board and filed.
- I. NOTIFICATION OF COMMITMENT OF UP TO \$40 MILLION IN ROARK CAPITAL PARTNERS VI (T) LP – Commissioner Serrano proposed questions/requests to Rod June, Chief Investment Officer, and David Fann, Vice Chairman of Aksia TorreyCove Partners LLC, regarding the public comments. This report was received by the Board and filed.
- J. NOTIFICATION OF COMMITMENT OF UP TO \$57.5 MILLION IN GENSTAR CAPITAL PARTNERS X, L.P. – This report was received by the Board and filed.

IX

LEGAL/LITIGATION

- A. APPROVAL OF CONTRACTS WITH K&L GATES LLP, KUTAK ROCK LLP, AND NOSSAMAN LLP FOR OUTSIDE INVESTMENT AND REAL ESTATE COUNSEL SERVICES, AND POSSIBLE BOARD ACTION – Representatives from K&L Gates LLP, Kutak Rock LLP, and Nossaman LLP gave a brief introduction of the firms. Commissioner Chao moved approval, seconded by Commissioner Serrano, and adopted by the following vote: Ayes, Commissioners Chao, Sandra Lee, Serrano, Wilkinson, and Vice President Sohn -5; Nays, None.

Vice President Sohn recessed the Regular Meeting at 11:26 a.m. to convene in Closed Session discussion.

X

- A. **CLOSED SESSION PURSUANT TO GOVERNMENT CODE SECTION 54957(b) TO CONSIDER THE DISABILITY RETIREMENT APPLICATION OF KARLA SCOTT AND POSSIBLE BOARD ACTION**

Vice President Sohn reconvened the Regular Meeting at 11:31 a.m. and announced that the Board unanimously approved the Disability Retirement Application of Karla Scott.

XI

OTHER BUSINESS – There was no other business.

XII

NEXT MEETING: The next Regular meeting of the Board is scheduled for Tuesday, June 8, 2021, at 10:00 a.m. at LACERS, 977 N. Broadway, Suite 260, Los Angeles, CA 90012, and/or via telephone and/or videoconferencing. Please continue to view the LACERS website for updated information on public access to Board meetings while response to public health concerns relating to the novel coronavirus continue.

XIII

ADJOURNMENT – There being no further business before the Board, Vice President Sohn adjourned the Meeting at 11:32 a.m.



Sung Won Sohn
Vice-President



Neil M. Guglielmo
Manager-Secretary