



COUNTY OF TULARE BOARD OF RETIREMENT

Leanne Malison
Retirement Administrator

136 N AKERS STREET
VISALIA, CALIFORNIA 93291

TELEPHONE (559) 713-2900
FAX (559) 730-2631
www.tcera.org

AGENDA OF THE BOARD OF RETIREMENT
REGULAR RETIREMENT BOARD MEETING
Wednesday, April 24, 2024 at 8:30 a.m.
TCERA Board Room, 136 N. Akers Street, Visalia, CA 93291

NOTICE TO THE PUBLIC

Documents related to the items on this agenda are available for public inspection at the Retirement Office, 136 N Akers Street, Visalia, CA, during normal business hours. Such documents are also available on TCERA's website, www.tcera.org, subject to staff's ability to post the documents before the meeting.

Persons wishing to listen to the meeting in progress may access a live stream link located on TCERA's website www.tcera.org.

PUBLIC COMMENTS:

Any person addressing the Board will be limited to a maximum of five (5) minutes. A total of 15 minutes will be allotted for the Public Comment period unless otherwise extended by the Board Chair. If you are part of a large group that would like to comment on an agenda item, please consider commenting in writing or sending one spokesperson to speak on behalf of the group. Public comments are limited to any item of interest to the public that is within the subject matter jurisdiction of the Board of Retirement. (Gov't Code Section 54954.3(a).)

In Person: Persons who wish to address the Board of Retirement during public comment or regarding an item that is on the agenda may address the Board of Retirement in person at the meeting.

Email: Members of the public may also submit public comment via email to BORPublicComment@tularecounty.ca.gov any time before the start of the meeting. The comments received via email before the meeting will be read to the Board of Retirement in open session during the meeting provided that the comments meet the requirements for Public Comments as posted in the agenda.

As a courtesy to those in attendance, all individuals are requested to place cell phones and other electronic devices in the non-audible alert mode.

I. CALL TO ORDER

II. ROLL CALL

III. PLEDGE OF ALLEGIANCE

IV. PUBLIC COMMENT

At this time, members of the public may comment on any item not appearing on the agenda. Under state law, matters presented under this item cannot be discussed or acted upon by the Board at this time. For items appearing on the agenda, the public is invited to make comments at the time the item comes up for Board consideration. Any person addressing the Board will be limited to a maximum of five (5) minutes. Please state your name for the record.

V. X-AGENDA ITEMS

VI. CONSENT CALENDAR

1. Approve Minutes of the following meetings:
 - a. Retirement Board Minutes of April 10, 2024.
2. Approve payments to:
 - a. Leeward Investments – invoice for investment management services in the amount of \$57,162.00 for the quarter ended March 31, 2024.
 - b. Boston Partners – invoice for investment management services in the amount of \$88,654.99 for the quarter ended March 31, 2024.
 - c. County Counsel – invoice for legal services to the Board of Retirement in the amount of \$3,468.30 for the period ending March 31, 2024.

VII. INVESTMENTS

1. Presentation from Sixth Street Partners regarding TCERA's allocation to Private Credit investments. Discussion and possible action.
2. Presentation from Ocean Avenue Capital Partners regarding TCERA's allocation to Private Equity investments. Discussion and possible action.
3. Discussion and possible action regarding TCERA's strategic investment allocation and investment managers, including performance, contracts, and fees.
 - a. Asset Allocation Report
 - b. Verus Flash Report

VIII. NEW BUSINESS

1. TCERA Investment Managers Annual Presentation Format
2. SACRS Annual Spring Business Meeting agenda packet for May 10, 2024. Discussion and possible action.

IX. EDUCATION ITEMS

1. Discussion and possible action regarding available educational events.

X. COMMUNICATIONS

1. SACRS Legislative Update, April 2024. Discussion and possible action.

XI. UPCOMING MEETINGS

1. Board of Retirement Meeting May 22, 2024, 8:30 a.m.
2. Administrative Committee Meeting May 22, 2024, 10:00 a.m.
3. Board of Retirement Meeting June 12, 2024, 8:30 a.m.
4. Trustee Education/Presentation Calendar – Discussion and possible action.

XII. TRUSTEE/STAFF COMMENTS

Under state law, matters presented under this item cannot be discussed or acted upon by the Board at this time.

XIII. ADJOURNMENT

In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact the Secretary of the Board of Retirement at (559) 713-2900. Notification 48 hours prior to the meeting will help enable staff to make reasonable arrangements to ensure meaningful access. Documents related to the items on this Agenda submitted after distribution of the Agenda packet are available for public inspection at TCERA, 136 N. Akers Street, Visalia, CA. during normal business hours.



COUNTY OF TULARE BOARD OF RETIREMENT

Leanne Malison
Retirement Administrator

136 N AKERS STREET
VISALIA, CALIFORNIA 93291

TELEPHONE (559) 713-2900
FAX (559) 730-2631
www.tcera.org

MINUTES OF THE BOARD OF RETIREMENT **REGULAR RETIREMENT BOARD MEETING** **Wednesday, April 10, 2024 at 8:30 a.m.** TCERA Board Room, 136 N. Akers Street, Visalia, CA 93291

I. CALL TO ORDER

The meeting was called to order at 8:30 a.m. by Pete Vander Poel, Chair.

II. ROLL CALL

Voting Trustees Present:	Ty Inman, Thomas Morgan, Craig Vejvoda, Gary Reed, Nathan Polk (Arrived at 8:32 a.m.), Roland Hill, Pete Vander Poel
Trustees Absent:	Cass Cook, Jim Young
Voting Alternate	
Trustees Present:	Jorge Garcia-Perez (Voting for Seat 1), George Finney
Alternate Trustees Absent:	David Vasquez
Staff Members Present:	Leanne Malison, Retirement Administrator, Paul Sampietro, Assistant Retirement Administrator, Melanie Tyler, Secretary II
Board Counsel Present:	Paula Clark, Deputy County Counsel

III. PLEDGE OF ALLEGIANCE

IV. PUBLIC COMMENT

At this time, members of the public may comment on any item not appearing on the agenda. Under state law, matters presented under this item cannot be discussed or acted upon by the Board at this time. For items appearing on the agenda, the public is invited to make comments at the time the item comes up for Board consideration. Any person addressing the Board will be limited to a maximum of five (5) minutes. Please state your name for the record.

V. X-AGENDA ITEMS

None

VI. DISABILITIES

1. Closed session to be held regarding disability matters listed on this agenda.
Time for closed session was 8:33 a.m. – 8:39 a.m.

2. In the matter of the disability application of Eron Tello, consider and take action regarding the application for a disability retirement.

Motion to grant a Service Connected Disability Retirement by determining that, based on the medical evidence submitted, the applicant has met the burden of proof on the question of permanent disability and the question of job causation.

Motion: Polk

Second: Garcia

Motion passed unanimously.

3. In the matter of the disability application of Ricardo Cantu, consider and take action regarding the application for a disability retirement.

Motion to grant a Service Connected Disability Retirement by determining that, based on the medical evidence submitted, the applicant has met the burden of proof on the question of permanent disability and the question of job causation.

Motion: Morgan

Second: Inman

Ayes: Inman, Morgan, Vejvoda, Reed, Hill, Vander Poel, Garcia

Noes: Polk

Motion passed. 7/1.

4. Accept as filed the Disability Status Report Overview.

VII. CONSENT CALENDAR

1. Approve Minutes of the following meetings:
 - a. Retirement Board Minutes of March 27, 2024.
2. Approve payments to:
 - a. Hanson Bridgett – invoice for legal services to the Board of Retirement in the amount of \$742.50 for the period ending February 29, 2024.
 - b. Verus – invoice for investment consulting services in the amount of \$22,500.00 for the month ended March 31, 2024.
3. Pension Board Reports and Actions
 - a. Ratify Retirement Administrator actions regarding Retirement Application approvals and Option Selections for the month of March 2024.
 - b. Approve Reports regarding Retirement Applications, Option Selections and Deceased Pensioners and 30-Year Members for the month of March 2024.
4. Administrative Financial Reports and Actions
 - a. TCERA and TCERA Property, Inc. Financial Statements – February 29, 2024.

Motion to approve Consent Calendar as presented.

Motion: Reed

Second: Polk

Motion passed unanimously.

VIII. NEW BUSINESS

1. Discussion and possible action regarding SACRS Voting Proxy for the SACRS Conference to be held May 7-10, 2024.

Motion to appoint Ms. Malison as the voting delegate, and Mr. Sampietro as the alternate voting delegate for the May SACRS conference.

Motion: Hill

Second: Morgan

Motion passed unanimously.

2. Discussion and possible action regarding SACRS Board of Director Elections 2024-2025 – Elections Notice.

Motion to authorize the voting delegates to vote in favor of the recommended slate for the SACRS Board of Directors as presented.

Motion: Vejvoda

Second: Hill

Motion passed unanimously.

IX. EDUCATION ITEMS

1. Discussion and possible action regarding Summary Education Reports as filed:
 - a. Ty Inman -CALAPRS General Assembly, March 4-5, 2024, 6.5 Hours.

Motion to approve the summary reports as filed.

Motion: Reed

Second: Morgan

Motion passed unanimously.

2. Discussion and possible action regarding available educational events.

No Action

X. COMMUNICATIONS

1. Alameda Health v ACERA 2024 Summary.

Ms. Malison reviewed the Alameda Health v ACERA 2024 Summary and highlighted the Court of Appeal decision which upholds the Board of Retirement of Alameda County Employees' Retirement Association's fiduciary discretionary authority to administer the retirement system.

No Action

XI. UPCOMING MEETINGS

1. Board of Retirement Meeting April 24, 2024, 8:30 a.m.
2. Board of Retirement Meeting May 22, 2024, 8:30 a.m.
3. Administrative Committee Meeting May 22, 2024, 10:00 a.m.

4. Trustee Education/Presentation Calendar – Discussion and possible action.

No Action

XII. TRUSTEE/STAFF COMMENTS

None

XII. ADJOURNMENT

The meeting was adjourned at 8:50 a.m.

Pete Vander Poel, Chair

LEEWARD

INVESTMENTS

April 3, 2024

ATTN: Accounts Payable
County of Tulare Board of Retirement
136 N. Akers Street
Visalia, CA 93921

RECEIVED

APR 3 2024

TULARE COUNTY

EMPLOYEES RETIREMENT ASSOCIATION

The fee for investment management services for the **First Quarter 2024** for the account we manage is **\$57,162.00**. The month end market values were calculated by Leeward. The fee calculation is listed below.

Market Value as of:

January 31, 2024	\$33,774,216.83
February 29, 2024	\$35,061,463.11
March 31, 2024	<u>\$36,694,167.00</u>

Average Assets: \$35,176,615.65

\$35,176,615.65 x 0.65% \$228,648.00

Total \$228,648.00 (annual fee)

\$228,648.00 x .25 **\$57,162.00** (quarterly fee)

If you have any questions regarding the fee please feel free to call me at any time at (617) 468-6706.

Sincerely,

Colleen A. Pink

Colleen A. Pink

Tulare County Employees' Retirement Fund
Leeward acct: SCV079
BNY Mellon: 275277

CHECKED:

RCN
Initial

4/13/24
Date

VERIFIED:

DQ
Initial

4/15/24
Date

APPROVED:

Initial

Date

PAID:

Wired

Date

Remittance Information:

Make checks payable to Leeward Investments, LLC

Send to:
Leeward Investments, LLC
File 2469
1801 W Olympic Blvd
Pasadena, CA 91199-2469

Or by wire:

City National Bank
Routing # 026013958
400 Park Avenue NYC
New York, NY 10022
For further credit to: Leeward Investments, LLC
Account #682089326



Jake Flores, Administrative Services Officer
Tulare County Employees' Retirement Association
136 North Akers Street
Visalia, CA 93291

RECEIVED

APR 16 2024

TULARE COUNTY

EMPLOYEES RETIREMENT ASSOCIATION

Invoice Date: 03/31/2024

Invoice Number: 20240331-246-A

Billing Portfolio(s): D709 - Tulare County Employees' Retirement Association

Billing Period: 01/01/2024 to 03/31/2024

SUMMARY FOR INVESTMENT SERVICES

Current Period Amount Due:

\$ 88,654.99

QUARTEREND Fee	Invoice	Current Period Due	30-60 Days	60-90 Days	Over 90 Days	Total
Tulare County Employees' Retirement Association	20240331-246-A	88,654.99				88,654.99
Total Amount Due		88,654.99				88,654.99

Please contact James Vitelli directly at 212-908-0149 with any billing inquiries. As always, you may also direct any questions to your Relationship Manager.

We would appreciate receiving your payment along with the remittance slip within 30 days of receipt of this invoice.

WIRE / TRANSFER FUNDS TO:

JP Morgan Chase; ABA #021000021; ACCT #066-654610

REFERENCE: Boston Partners

Ref Acct #: D709

MAIL REMITTANCES TO:

Accounts Receivable

Boston Partners

One Grand Central Place, 60 East 42nd Street, Suite 1550

New York, NY 10165

Email jvitelli@boston-partners.com Thank You

CHECKED:

RCV
Initial

4/16/24
Date

VERIFIED:

DQ
Initial

4/18/24
Date

APPROVED:

Initial

Date

PAID:

Wired

Date

Period Market Values (USD)

Tulare County Employees' Retirement - D709

Monthly Values	01/31/2024	Market Value	82,922,856.55	82,922,856.55
	02/29/2024	Market Value	86,521,948.48	86,521,948.48
	03/31/2024	Market Value	91,658,019.24	91,658,019.24
Average for Period				\$ 87,034,274.76

Annual Fee Schedule (IMFEE - USD)

0.00 to	50,000,000.00	45.00 BPS
50,000,000.01 to	100,000,000.00	35.00 BPS
100,000,000.01 and above		30.00 BPS

Quarterly Fee Calculation (IMFEE - USD)

50,000,000.00	*	45.00 BPS	*	90	/	360	=	56,250.00
37,034,274.76	*	35.00 BPS	*	90	/	360	=	32,404.99
Schedule Total:								\$ 88,654.99

Fee Details:

Total IMFEE (D709)	88,654.99
Fee Total:	\$ 88,654.99

Invoice Summary Fee Totals:

Fee Total For IMFEE:	88,654.99
Total Amount Due:	\$ 88,654.99

TULARE COUNTY COUNSEL

*Meeting the legal and risk management challenges facing the County
of Tulare in partnership with you*

Invoice No. RET_0324

**INVOICE****Customer**

Name Board of Retirement
Address 136 North Akers Street
City Visalia State CA ZIP 93291
Phone (559) 713-2900

Misc

Date 4/10/2024
Exp Cat. _____

Statement Number	Matter ID	Description	TOTAL
159035	RETBD-General	3/1/24-3/31/24 Legal Services	\$ 957.00
159036	RETBD-General2	3/1/24-3/31/24 Legal Services	\$ 2,380.70
159037	RETDIS-General	3/1/24-3/31/24 Legal Services	\$ 1,140.60
	RETDIS-General2	Barbara Grunwald's Hours Discounted by 50%	\$ (1,012.00)
Other Expenses:			
		Mail payment to:	
		Tulare County Counsel	
		Attn: Billing Clerk	
		2900 W. Burrel Ave.	
		Visalia, CA 93291	

SubTotal \$ 3,466.30

Shipping \$ -

Tax Rate(s) 0.00% \$ -

Payment

Other Journal Voucher

Comments Call or e-mail if questionsName Kim RojasPhone 559-636-4959E-mail KRojas1@tularecounty.ca.govDeposit to: 001-080-2150-5415**TOTAL \$ 3,466.30**

Office Use Only



SIXTH STREET INTRODUCTION

Q2 2024

DISCLAIMER

This presentation (the "Presentation") is provided for informational purposes and reference only and is not intended to be, and must not be, taken as the basis for an investment decision. By acceptance hereof, you agree that (i) the information contained herein may not be used, reproduced or distributed to others, in whole or in part, for any other purpose without the prior written consent of Sixth Street; (ii) you will keep confidential all information contained herein not already in the public domain; (iii) the information contains highly confidential and proprietary "trade secrets" (some of which may constitute material non-public information); and (iv) you will only use the information contained in this Presentation for informational purposes and will not trade in securities on the basis of any such information. The contents hereof should not be construed as investment, legal, tax or other advice and you should consult your own advisers as to legal, business, tax and other related matters concerning an investment in any of the parallel investment vehicles within Sixth Street. Unless otherwise noted, the information contained herein has been compiled as of the date that appears on the cover page of this Presentation, and there is no obligation to update the information. The delivery of this Presentation will under no circumstances create any implication that the information herein has been updated or corrected as of any time subsequent to the date of publication or, as the case may be, the date as of which such information is stated. This Presentation does not constitute an offer to sell or a solicitation of an offer to buy any securities and may not be used or relied upon in evaluating the merits of investing in Sixth Street. Offers and sales are made only pursuant to a confidential private placement memorandum, the limited partnership agreement, subscription agreement and other definitive documentation of respective Sixth Street-sponsored investment vehicles (collectively the "Sixth Street Documentation") and in accordance with applicable securities laws. The information set forth herein does not purport to be complete and is qualified in its entirety by reference to the Sixth Street Documentation. This Presentation is not a part of or supplemental to such Sixth Street Documentation. This Presentation is superseded in its entirety by the Sixth Street Documentation.

The Sixth Street Documentation will be made available and must be received prior to subscribing for an interest in a Sixth Street fund. The Sixth Street Documentation contains additional information about the investment objectives, terms and conditions of an investment in Sixth Street and risk disclosures that are important to any investment decision regarding Sixth Street. You should read the Sixth Street Documentation (including the risk disclosures) in its entirety before making an investment in a Sixth Street fund.

An investment in a private investment partnership is speculative and involves significant risks, including that there will be no public or private market for the interests in the partnership and such interests will not be transferable without the consent of the general partner. Investors should carefully review the information provided regarding such risk factors in the Sixth Street Documentation (including the private placement memorandum). Investors should understand these risks and have the financial ability and willingness to accept them for an extended period of time before making an investment.

Please note this Presentation contains various examples or subsets of investments. As the investments shown are intended to be examples or subsets demonstrating a particular theme or process, they inherently may not represent all investments that could be categorized or described on a particular page and in the aggregate may represent only a small percentage of existing and historical investments led by Sixth Street. Investments in other companies may have materially different results. There is no assurance that any investments discussed herein will remain in the applicable Sixth Street fund at the time you receive this information. It should not be assumed that any investment not shown would perform similarly to the examples shown. It should not be assumed that recommendations made in the future will be profitable, will equal the performance of the investments in this Presentation, or will not incur losses. Future investments may be under materially different economic conditions, including interest rates, market trends and general business conditions, affecting different investments and using different investment strategies and these differences may have a significant effect on the results portrayed. Each of these material market or economic conditions may or may not be repeated. Further investments may be made under different economic conditions, using different strategies, and may have materially different results. Please see the notes to historical performance summaries for important information and detail relating to the performance history presented in this Presentation.

The market analysis, estimates and similar information, including all statements of opinion and/or belief, contained herein are subject to inherent uncertainties and qualifications and are based on a number of assumptions. All statements in this Presentation (and oral statements made by Sixth Street personnel regarding the subjects of this Presentation) other than historical facts are forward-looking statements, which rely on a number of assumptions concerning future events and are subject to a number of uncertainties and factors outside of Sixth Street's control which could cause actual results to differ materially from such statements. See the disclaimer on forward-looking statements on the following page. No representation or warranty, express or implied, is made as to the accuracy or completeness of the information contained herein, and nothing shall be relied upon as a promise or representation as to the future performance of any investment. Past performance is not necessarily indicative of future results. Differences between past performance and actual results may be material and adverse.

TRADEMARKS

Sixth Street owns the marks "Sixth Street," "TOP," "TAO" and "TSLX". The "TSSP" mark is a mark being used by Sixth Street under an exclusive license from TPG. The "TCS," "TSL," "TSLE," "TIP," "TAG," "TSCO," and "TICP" marks are marks of TPG and are being used by Sixth Street under an exclusive license. Sixth Street and TPG are not affiliates. The products and services referred to herein are managed exclusively by Sixth Street, which is entirely responsible for their nature and performance. Sixth Street service marks, trademarks, and all other related and derivative names, logos and marks referenced herein may not be used without the express written permission of the Sixth Street and/or its affiliates. Intellectual property associated with these and other related and derivative names and all goodwill associated therewith, are solely owned by Austin IP, LLC, an affiliate of Sixth Street. TPG service marks, trademarks, and all other related and derivative names, logos and marks referenced herein may not be used without the express written permission of TPG and/or its affiliates.

[Continued on Next Page]

DISCLAIMER (CONT.)

Sixth Street generally presents performance-related data and returns at the investment and Sixth Street fund level, which may not be indicative of an individual Limited Partner's results. Limited Partners should refer to their capital account statements for individual results. Gross performance metrics refer to an aggregate, annual, compound, gross internal rate of return and are calculated on a gross basis and do not reflect the effect of management fees, fund expenses, carried interest allocations or any taxes, whereas model fee net performance metrics are calculated taking into account those amounts (including certain taxes). The actual realized returns on a Sixth Street fund's unrealized investments will depend on, among other factors, future operating results, the value of the assets and market conditions at the time of realization, any related transaction costs and the timing and manner of disposition, all of which may differ from the assumptions on which the valuations used in the prior performance data contained herein are based. Accordingly, the actual realized return of these unrealized investments may differ materially from the returns indicated thereon. Where gross performance figures and model fee net performance figures are noted in this document please refer to the notes to historical performance summaries in the Appendix. Past performance is not indicative of future results, which may vary.

Any target or estimated returns set forth herein are for illustrative and informational purposes only and have been presented based on various assumptions made by Sixth Street in relation to the investment strategy being pursued by Sixth Street, any of which may prove to be incorrect. Any hypothetical performance results set forth herein have many inherent limitations, some of which are described below. No representation is being made that any Sixth Street-sponsored investment vehicle will or is likely to achieve profits or losses similar to those shown. There are likely to be differences between hypothetical performance results and the actual results subsequently achieved by any Sixth Street-sponsored investment vehicle. One of the limitations of hypothetical performance results is that they are generally prepared with the benefit of hindsight.

Financial indices and benchmarks are shown for illustration purposes only. Unless otherwise noted, financial indices and benchmarks are unmanaged, do not reflect management or performance fees, assume reinvestment of income, and have limitations when used for such purposes because they may have volatility, credit or other material characteristics that are different from a Sixth Street fund. Indices should not be relied upon as a fully accurate measure of comparison. Benchmarks are used solely for purposes of comparison and the comparison does not mean that there will necessarily be a correlation between the returns described herein and the benchmarks. There are limitations in using financial indices for comparison purposes because, among other reasons, such indices may have different volatility, diversification, credit, and other material characteristics (such as number or type of instrument or security).

Information throughout the Presentation derived from sources other than Sixth Street have not been independently verified.

Future investments may be under materially different economic conditions, including interest rates, market trends and general business conditions, affecting different investments and using different investment strategies and these differences may have a significant effect on the results portrayed. Each of these material market or economic conditions may or may not be repeated. Further investments may be made under different economic conditions, using different strategies, and may have materially different results.

Valuation marks are as of 12/31/23, unless otherwise noted.

All references to CME Term SOFR data is the property of Chicago Mercantile Exchange Inc. or its licensors as applicable. All rights reserved, or otherwise licensed by Chicago Mercantile Exchange Inc.

Securities are offered through Sixth Street BD, LLC, 2100 McKinney Avenue, Suite 1500, Dallas, TX 75201, an affiliate of Sixth Street and a member of FINRA. It should not be assumed that recommendations made in the future will be profitable or will equal the performance of the investments in this Presentation. Complaints concerning services provided by Sixth Street BD, LLC may be directed to SixthStreetCompliance@sixthstreet.com.

NOTE ON FORWARD LOOKING STATEMENTS

All statements in this Presentation (and oral statements made regarding the subjects of this presentation) other than historical facts are forward-looking statements, which rely on a number of estimates, targets and assumptions concerning future events. Such statements are also subject to a number of uncertainties and factors outside Sixth Street's control. Such factors include, but are not limited to, uncertainty regarding and changes in global economic or market conditions, including those affecting the industries of Sixth Street portfolio companies, and changes in U.S. or foreign government policies, laws, regulations and practices. Opinions expressed are current opinions as of the date of this Presentation. Should Sixth Street's estimates, targets and assumptions or these other uncertainties and factors materialize in ways that Sixth Street did not expect, actual results could differ materially from the forward-looking statements in this Presentation, including the possibility that investors may lose all, or a material portion, of the amounts invested. While Sixth Street believes the assumptions underlying these forward-looking statements are reasonable under current circumstances, investors should bear in mind that such assumptions are inherently uncertain and subjective and that past, targeted, or projected performance is not necessarily indicative of future results. No representation or warranty, express or implied, is made as to the accuracy or completeness of the information contained in this Presentation, and nothing shall be relied upon as a promise or representation as to the performance of any investment. Investors are cautioned not to place undue reliance on such forward-looking statements and should rely on their own assessment of an investment.

SIXTH STREET OVERVIEW

OVERVIEW

- Sixth Street operates 8 diversified, collaborative investment platforms: Growth, Opportunities, Fundamental Strategies, Direct Lending, Agriculture, Asset Based Finance, Credit Market Strategies, and Adjacencies (TAO)
 - “One team” culture mentality drives our cross-platform teamwork
- Founded in 2009, Sixth Street utilizes a highly flexible, thematic investment philosophy led by a founding partner group that has worked together over the span of two decades
 - 15-25 migrating investment themes are being deployed across Sixth Street at any given time

SIXTH STREET FUND FAMILIES

1. **Growth Platform** – Focus on financing solutions for late-stage growth companies
2. **Opportunities Platform** – Focus on opportunistic control-oriented situations with private equity-like base case target returns
3. **Fundamental Strategies Platform** – Focus on public market opportunities in large corporate capital structures under stress or going through a transformation in its business model / sector
4. **Direct Lending Platform** – Focus on direct credit origination at the top of capital structure with inflation / reinvestment protection
5. **Agriculture Platform** – Focus on North American cash yielding assets, predominantly in permanent crops
6. **Asset Based Finance Platform** – Focus on both asset / platform investing and origination across Asset Based Finance markets, including Consumer Finance, Commercial Finance, Residential Mortgages and Commercial Mortgages
7. **Credit Market Strategies Platform** – Focus on the broadly syndicated leveraged market both directly and through CLO equity and liabilities
8. **Adjacencies Platform (TAO)** – “Between the box” investments outside the mandates of the other Sixth Street platforms, as well as participation in larger deals alongside them

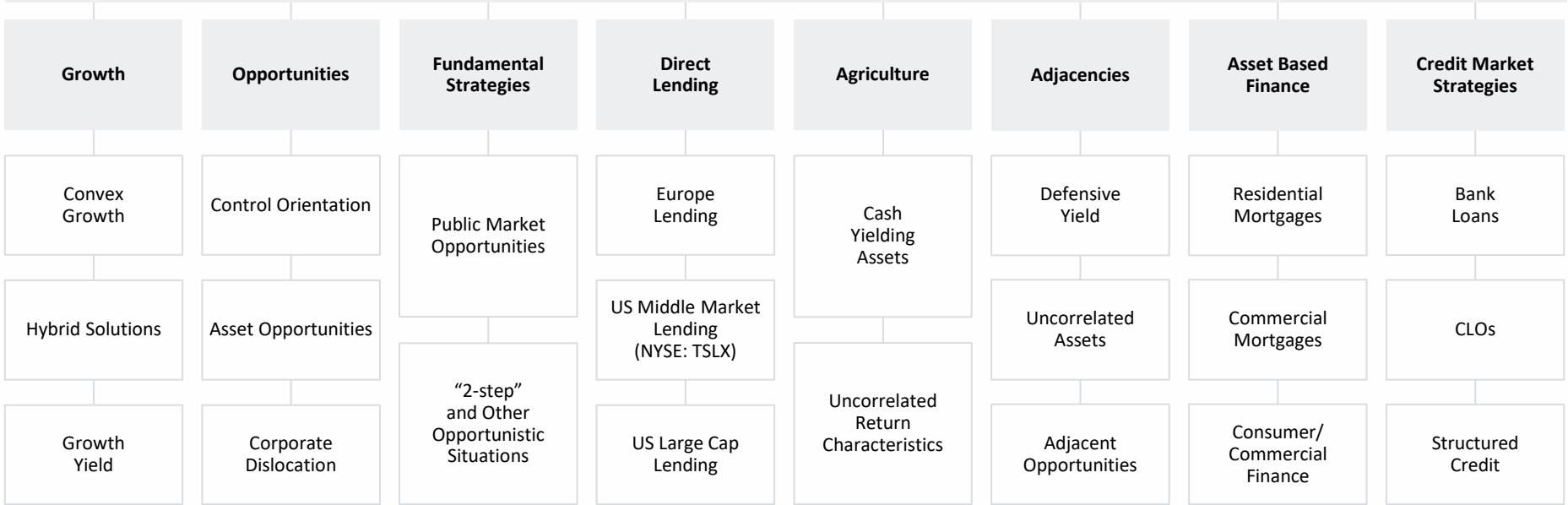
SIXTH STREET TEAM

- Approximately 570 dedicated professionals primarily based in North America, Europe, and Asia¹
 - Collectively, the senior investment team has over 800 years of investing experience¹
 - Senior investment team based in San Francisco, New York, Dallas, Austin, and London
 - 14 of the 35 Partners worked together at Goldman Sachs prior to forming Sixth Street¹

SIXTH STREET FUND ARCHITECTURE



TAO: Sixth Street Highly Flexible, Thematically Focused, Cross-Platform Investing Vehicle



1. AUM presented as of 12/31/23 and excludes assets and commitments of certain vehicles established by Sixth Street for the purpose of facilitating third party co-invest opportunities. Calculation of assets under management differs from the calculation of regulatory assets under management and may differ from the calculations of other investment managers.

> \$75 BILLION¹ ACROSS 8 SIXTH STREET FUND FAMILIES

THE SIXTH STREET PLATFORM TODAY

SIXTH STREET FRANCHISE



Fundamental
Strategies



Growth



US & European
Direct Lending



Energy, Renewables &
Infrastructure



Healthcare &
Life Sciences



Opportunistic



Insurance



Real Estate



Sports, Media, Entertainment
& Telecom



Credit Market
Strategies



Software &
Business Services



Agriculture



Financial &
Other



Asset Based
Finance



Consumer &
Internet



Digital
Strategies

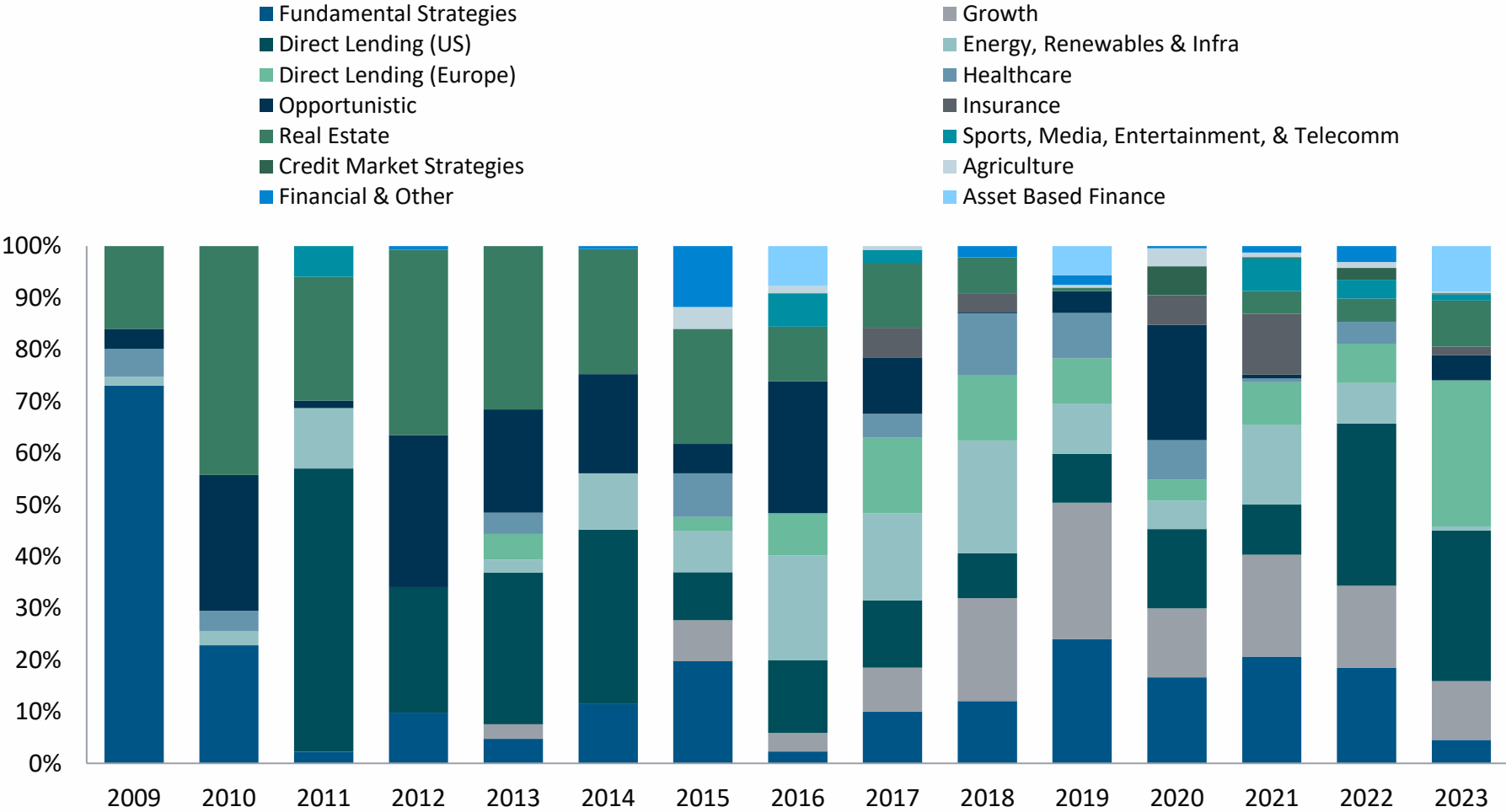
Note: As of April 2024

FLEXIBLE CAPITAL SOLUTIONS ACROSS 16 SECTOR FRANCHISES

HUNTING GROUND MIGRATION

EQUITY INVESTED & COMMITTED

% of Total



Note: As of 3/20/24 and includes commitments not yet funded across private funds. Hunting Grounds constitute key strategies within Sixth Street funds, and are subject to change

CONSTANT THEMATIC ROTATION TO FIND BEST RISK / RETURN

SIXTH STREET SENIOR TEAM



Alan Waxman
CEO; Co-CIO; Co-Founder
▪ Joined Sixth Street: 2009



Kristen Erickson
Partner; Structured Credit
▪ Joined Sixth Street: 2018



Craig Hamrah
Partner; Direct Lending
▪ Joined Sixth Street: 2010



Michael Muscolino
Partner; Co-Founder; Financials,
Real Estate
▪ Joined Sixth Street: 2009



Richard Sberlati
Partner; Infrastructure
▪ Joined Sixth Street: 2016



Marty Chavez
Partner; Vice Chairman
▪ Joined Sixth Street: 2021



Lindsay Farnsworth
Partner; Director of Tax
▪ Joined Sixth Street: 2017



Rob Karicod
Partner; Chief Financial Officer,
Co-Director of Operations
▪ Joined Sixth Street: 2016



Michael Neruda
Partner; Direct Lending
▪ Joined Sixth Street: 2015



Ian Simmonds
Partner; Direct Lending; CFO of
SLX & SSLP
▪ Joined Sixth Street: 2015



Marcos Alvarado
Partner; Real Estate
▪ Joined Sixth Street: 2024



Michael Fishman
Partner; Direct Lending
▪ Joined Sixth Street: 2011



Clint Kollar
Partner; Co-Founder;
Head of Sourcing
▪ Joined Sixth Street: 2009



Doug Paolillo
Partner; Credit Market
Strategies
▪ Joined Sixth Street: 2013



Rohan Singhal
Partner; Financials, Insurance
▪ Joined Sixth Street: 2013



Brian D'Arcy
Partner; Head of Sixth Street
Broker Dealer;
Capital Formation & Strategy
▪ Joined Sixth Street: 2011



Jamie Gates
Partner; Capital Formation &
Strategy; Co-Founder
▪ Joined Sixth Street: 2009



Adam Korn
Partner; Chief Information
Officer
▪ Joined Sixth Street: 2020



Joshua Peck
Partner; General Counsel
▪ Joined Sixth Street: 2015



Bo Stanley
Partner; Growth; President of
Sixth Street Direct Lending
▪ Joined Sixth Street: 2011



Matt Dillard
Partner; Co-Founder;
Strategic Capital
▪ Joined Sixth Street: 2009



Jennifer Gordon
Partner; Co-Chief Operating
Officer; Chief Compliance
Officer
▪ Joined Sixth Street: 2014



Michael McGinn
Partner; Growth
▪ Joined Sixth Street: 2018



Steven Pluss
Partner; Co-Founder;
Chief Risk Officer
▪ Joined Sixth Street: 2013



David Stiepleman
Partner; Co-Founder;
Co-President
▪ Joined Sixth Street: 2010



Michael Dryden
Partner; Financials, Asset Based
Finance
▪ Joined Sixth Street: 2022



Mike Griffin
Partner; Direct Lending Europe
▪ Joined Sixth Street: 2011



Bornah Moghbel
Partner; Co-Founder;
Fundamental Strategies
▪ Joined Sixth Street: 2009



Jeff Pootoolal
Partner; Strategic Capital;
Healthcare
▪ Joined Sixth Street: 2014



Bryan Walker
Partner; Strategic Capital;
Energy
▪ Joined Sixth Street: 2012



Josh Easterly
Partner; Co-CIO; Co-President;
Co-Founder
▪ Joined Sixth Street: 2010



Ahsha Haggart
Partner; Capital Formation &
Strategy
▪ Joined Sixth Street: 2015



Vijay Mohan
Partner; Co-Founder;
Strategic Capital
▪ Joined Sixth Street: 2009



Julian Salisbury
Partner, Co-CIO
▪ Joined Sixth Street: 2024



Zack Winegrad
Partner; Energy
▪ Joined Sixth Street: 2017

Note: As of April 2024

PARTNER GROUP THAT HAS WORKED TOGETHER OVER THE SPAN OF TWO DECADES

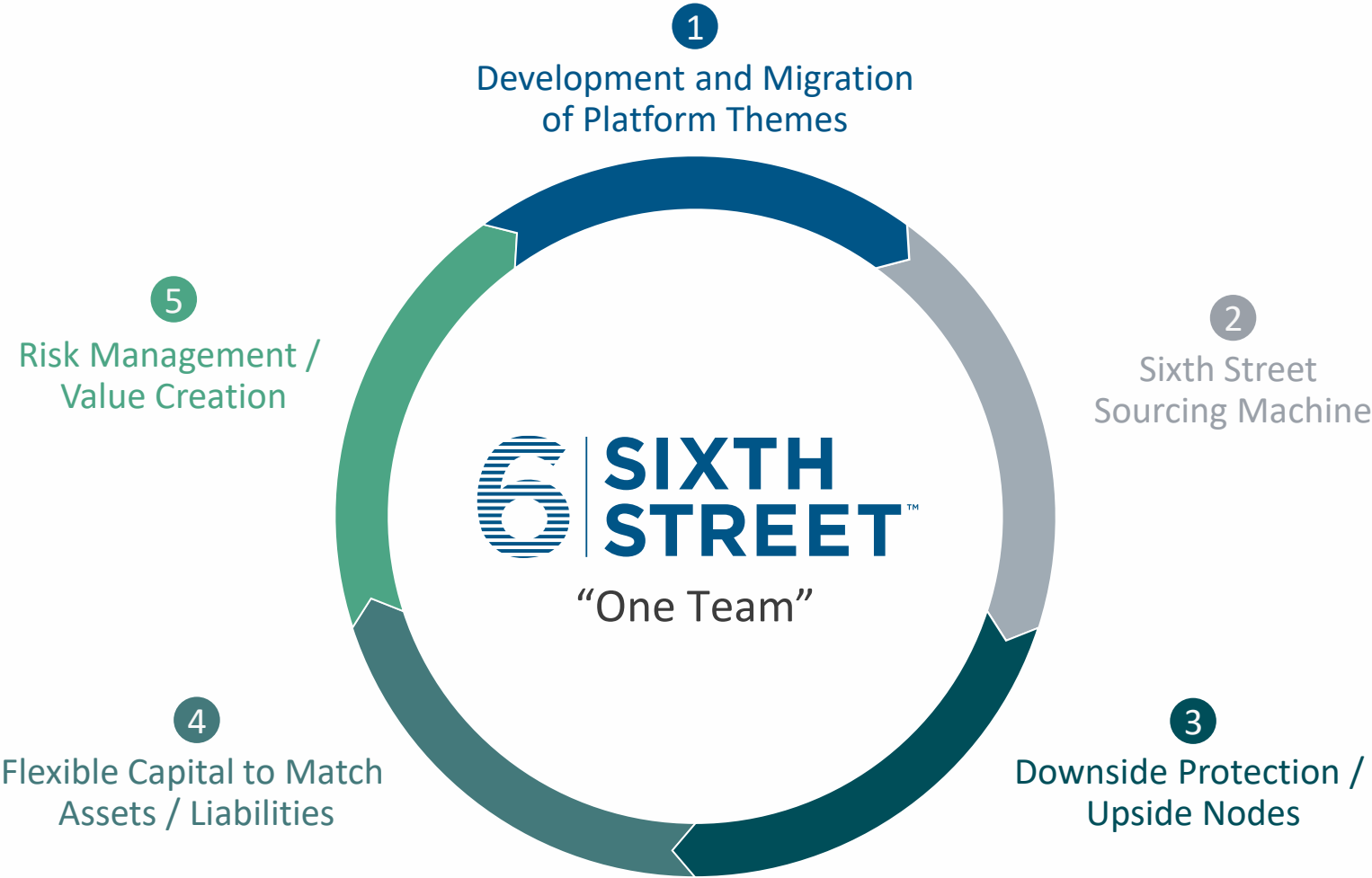
SIXTH STREET TEAM



Note: As of March 2024

“ONE TEAM” CULTURE WITH ~570 PROFESSIONALS FIRM-WIDE

KEY ELEMENTS OF SIXTH STREET INVESTMENT PHILOSOPHY



Note: As of April 2024

NOTABLE DEAL HIGHLIGHTS



Acquisition of a financial technology company that enables merchants to offer streamlined financing to consumers at the point-of-sale for home improvement projects



Investment in equity and fixed rate notes issued by a professional sports organization in connection with its stadium renovation



Investment in first and second lien debt of leading owner and operator of luxury gyms



Preferred equity issued by laser hair removal consumer franchise



Secured debt issued by a non-prime credit card originator



Convertible preferred equity issued by an owner and operator of network infrastructure



Investment in a diversified portfolio of producing and undeveloped oil and gas mineral and royalty interests across Oklahoma, Texas, and New Mexico



Acquisition of the audiovisual broadcast rights of a professional Spanish sports team for the club's matches in the Spanish domestic professional league



Convertible preferred equity issued by a leading provider of machine identity management solutions



Investment in a joint venture for the acquisition of a franchisee of a chicken wing focused fast casual dining concept



Senior secured credit facility issued to support the take private of a global EdTech platform used by enterprises, teachers, and consumers



Convertible preferred equity investment in a merchant acquirer and payment processor servicing small and medium sized business

Note: As of April 2024. Investments selected to represent a variety of asset types and transaction structures within this strategy. This list is not comprehensive. Example is shown for illustrative purposes only and is not intended to be, and must not be, taken as the basis for an investment decision.

WE BELIEVE SIZE, CERTAINTY, AND CREATIVITY/FLEXIBILITY ARE KEY DIFFERENTIATORS IN TODAY'S INVESTMENT ENVIRONMENT



ON THE HORIZON

SIXTH STREET ON THE HORIZON

Strategy	Description
SPECIALTY LENDING EUROPE III	<ul style="list-style-type: none"> • Focus on directly originated European credit opportunities with a thematic, migratory approach across sectors and countries • Funds I and II generated top-quartile returns; Fund III expected to benefit from tailwinds in global credit markets as banks and other market participants are capital constrained
ASSET BASED FINANCE	<ul style="list-style-type: none"> • Led by Michael Dryden, who ran the Securitized Products franchise at Credit Suisse¹ • Expertise across the full spectrum of structured products: consumer finance, residential mortgages, commercial mortgages, and other sectors. Investment types include platforms, loan portfolios, senior/warehouse financings and bonds • Ability to invest via commingled vehicle as well as customized accounts depending on risk/return target and other variables
TAO “REPLACEMENT”	<ul style="list-style-type: none"> • Single portfolio of investments spanning the Sixth Street platform to create a diversified, downside-protected, yielding portfolio with upside optionality • Migrates thematically across investment strategies depending on the credit cycle • Unique opt out structure created in 2014. Deployment of ~\$28B since that time²

1. Michael Dryden joined Sixth Street in March 2022. Mr. Dryden joined CS in 2011 and was the Global Head of Securitized Products Finance from 2016-2022. Michael Dryden joined Sixth Street in March 2022.

2. Committed capital includes total capital commitments to “TAO Global” which consists of “TAO 2.0”, “TAO 3.0”, “TAO 4.0”, “TAO 5.0”, and “TAO Contingent” the parallel investment vehicles comprising Sixth Street Adjacent Opportunities Partners (the “TAO Vehicles”) as of 12/31/23

Note: As of April 2024.



OCEAN AVENUE | CAPITAL PARTNERS

Tulare County Employees' Retirement Association

April 2024



Portfolio Overview of

Ocean Avenue Fund III, L.P. Ocean Avenue Fund IV, L.P.

Ocean Avenue Fund V, L.P.

Legal Notice

This presentation (the "Presentation") is for informational purposes only and is being furnished on a confidential basis. This Presentation is not an offer to sell, nor a solicitation of an offer to buy, any security or investment product. Any offer, sale or solicitation of interests with respect to any fund managed by Ocean Avenue Capital Partners, L.P. ("OACP" or the "Firm") are made only by means of a confidential offering memorandum (the "Memorandum"), limited partnership agreement, and subscription agreement (collectively, the "Offering Materials"), and will be subject to the terms and conditions contained in such documents in accordance with applicable securities laws. Recipients agree that none of OACP or its affiliates or their respective partners, members, employees, officers, directors, agents, or representatives shall have any liability for any misstatement or omission of fact or any opinion expressed herein. This Presentation is not intended for general distribution or publication and is strictly confidential. This Presentation and the information contained herein consists of confidential proprietary information and is the sole property of OACP. By accepting a copy of this Presentation, each recipient agrees that it will, and will cause its directors, partners, officers, employees, representatives, advisors, agents and affiliates, (i) not copy, reproduce, or distribute this Presentation, in whole or in part, to any individual or entity without the prior written consent of OACP; (ii) keep permanently confidential all information contained herein that is not already public; and (iii) return this Presentation to OACP upon its request and not retain any copies, extracts or other reproductions in whole or in part. Recipients shall not use any of the information contained herein in any way, directly or indirectly, that is in competition with or detrimental to OACP and/or any of its affiliates. Additionally, by accepting this Presentation, each prospective investor agrees that this Presentation is being delivered to them subject to the provisions of this disclaimer and any confidentiality agreement entered into between OACP and each prospective investor.

The information contained herein is preliminary, is provided for discussion purposes only, is only a summary of key information, is not complete, and does not contain certain material information about Ocean Avenue Fund V, L.P., a private equity fund that is expected to be formed, sponsored and advised by OACP or its affiliates (together with any parallel funds, the "Fund" or "Fund V"), including important conflicts disclosures and risk factors associated with an investment in Fund V, and is subject to change without notice. This Presentation is qualified in its entirety by reference to the Offering Materials, including without limitation all of the cautionary statements and risk factors set forth therein, copies of which will be made available in the future to qualified investors upon request and should be read carefully prior to any investment in Fund V.

Prior Performance and Experience. Past performance is not necessarily indicative of future results. The strategies described herein may not be suitable for all investment goals. Investment in any fund managed by OACP involves a high degree of risk and is suitable only for certain sophisticated investors. The historical returns achieved by any prior investments are not a prediction of future performance or a guarantee of future results. There can be no assurance that Fund V will achieve comparable results as those presented or that Fund V will be able to implement its investment strategy or achieve its investment objective. Investors in Fund V may lose part or all of their invested capital.

In addition to historical information, this Presentation contains "forward-looking statements". The words "may," "can," "will," "would," "should," "seek," "expect," "anticipate," "forecast," "project," "hope," "estimate," "intend," "continue," "target," "plan," "believe" or the negatives thereof or other variations thereon or comparable terminology are intended to identify forward-looking statements. These forward-looking statements involve known and unknown risks, uncertainties, assumptions and other factors which may cause actual results, performance or achievements of the investments described herein to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. In addition, new risks and uncertainties may arise from time to time. Some important factors which could cause actual results to differ materially from those in any forward-looking statements include changes in economic conditions, political changes, legal and regulatory requirements, exchange rate fluctuations, as well as changes in the markets, prospects, competition or consumer preferences for products or services of any company in which an investment is made, among others. Additional risks of which OACP is not currently aware also could cause actual results to differ. Accordingly, all forward-looking statements should be evaluated with an understanding of their inherent uncertainty and recipients should not rely on such forward-looking statements. OACP assumes no obligation to update or revise these forward-looking statements for any reason, or to update the reasons actual results could differ materially from those anticipated in these forward-looking statements, even if new information becomes available to OACP in the future.

Forward-looking statements and discussions of the business environment and investment strategy included herein (e.g., with respect to financial markets, business opportunities, demand, investment pipeline and other conditions, including certain information obtained from published sources and third-party sources) are subject to COVID-19. The full impact of COVID-19 is particularly uncertain and difficult to predict, therefore such forward-looking statements do not reflect its ultimate potential effects, which may substantially and adversely impact Fund V's execution of its investment strategy and the performance of Fund V and other OACP funds.

Any Fund securities will be subject to significant restrictions on transfer under the federal securities laws and the limited partnership agreement of the Fund. There is no trading market for the Fund's securities, and none may ever develop. Therefore, investors should have the financial ability and willingness to accept the high risk and lack of liquidity inherent in an investment in the Fund for an extended period of time.

This Presentation has been prepared from original sources, or other cited data, and is believed to be reliable. However, no representations are made as to the accuracy or completeness thereof. The information in this Presentation is not presented with a view to providing investment advice with respect to any security, or making any claim as to the past, current or future performance thereof, and OACP expressly disclaims the use of this Presentation for such purposes. The inclusion of any third-party firm and/or company names, brands and/or logos does not imply any affiliation with these firms or companies. None of these firms or companies have endorsed OACP or its affiliates. References to specific securities in this Presentation are for illustrative purposes only and should not be considered a recommendation to carry out certain securities transactions. It should not be assumed that recommendations made in the future will be profitable or will equal the performance discussed herein.

Statements contained in this Presentation are based on current expectations, estimates, projections, opinions and beliefs of OACP as of the date hereof. Such statements involve known and unknown risks and uncertainties, and undue reliance should not be placed thereon. Neither OACP nor any of its affiliates makes any representation or warranty, express or implied, as to the accuracy or completeness of the information contained herein and nothing contained herein should be relied upon as a promise or representation as to past or future performance of Fund V or any other entity. Unless otherwise noted, the information contained herein is unaudited and may be preliminary and subject to change, and OACP and its members, partners, stockholders, managers, directors, officers, employees and agents do not have any obligation to update any of such information. Certain figures in this Presentation may have been rounded. Unless otherwise noted, statements herein reflect OACP's opinions and beliefs regarding general market activity, industry or sector trends or other broad-base economic or market conditions. These opinions are not a reliable indicator of future performance or opportunities and actual events will vary from those described herein and may do so materially and adversely. There can be no assurance that historical trends will continue during the life of the Fund. In addition, certain information contained herein has been obtained from published and non-published sources and/or prepared by third-parties (including portfolio company management), and in certain cases has not been updated through the date hereof. While such information is believed to be reliable for the purposes of this presentation, OACP assumes no responsibility for the accuracy or completeness of such information and such information has not been independently verified by it.

This presentation identifies a number of benefits inherent in OACP's services and operations on behalf of the Fund, although the Fund is also subject to a number of material risks associated with these benefits, as further identified in the Fund's definitive documents. Although OACP believes that OACP, its personnel and the operating partners used, employed or retained by OACP will have competitive advantages in identifying, diligencing, monitoring, consulting, improving and ultimately selling investments on behalf of the Fund, there can be no guarantee that OACP will be able to maintain such advantages over time, outperform third parties or the financial markets generally, or avoid losses. For additional information regarding risks and potential conflicts of interest regarding an investment in the Fund, please see the risk factors in the Offering Memorandum.

The contents herein are not to be construed as legal, business, or tax advice. Each recipient should conduct its own independent analysis of the data referred to herein and consult with its own counsel and advisors.



Firm Overview	Section I
Investment Philosophy / Process	Section II
Performance	Section III
General Discussion	Section IV
Disclosures	Appendix

Table of Contents



Overview

Seeking Attractive Returns Without Taking Commensurate Levels of Risk

1

Senior Team with
Long-Tenured
Investing
Experience

2

Focus on Least
Efficient Private
Equity Market
Segment

3

Differentiated
Sourcing Model
Enhances Deal
Selectivity

4

Positive
Convexity,
Relative Value
Investment
Strategy

5

Pioneer with
Independent
Sponsors Creates
Captive Partner
Network

6

Established Track
Record Across
Multiple Funds
with \$1.9b in AUM



Ocean Avenue Team Members

Experienced, Independently-Owned Working Partnership

Investment Committee



Jeff Ennis
Partner



Duran Curis, CFA
Partner



Jacques Youssefmir
Partner



Pete Notz
Partner

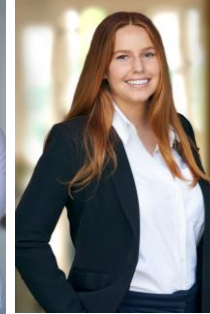
Operations Team



Melody Bamdad
CFO



Matt Kahn, CPA
Ops. Vice President



Katy Paynter
Ops. Associate



Alec Zwaneveld
BD Associate

Business Development

Investment Team



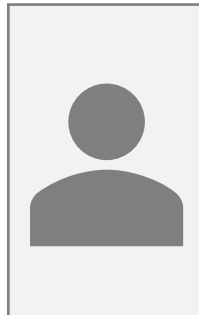
Daniel Smith
Vice President



Toby D'Ambola
Vice President



Tal Weiss
Senior Associate



Ryan Silverman
Senior Associate
Starting June 2024



Colin Johnson
Associate



Griffen Croft
Senior Analyst

Outsourced Services



Fund Administrator

- Financial reporting and treasury services
- General fund administration



Compliance Services

- Internal compliance training and management
- Regulatory filings and risk assessments



TCERA Status Update

Fund (\$ in 000's)	Vintage	Total Fund Size	Commitment	% of Fund	Contributions	Distributions	Total Value	DPI	Net TVPI	Net IRR
-----------------------	---------	--------------------	------------	--------------	---------------	---------------	-------------	-----	-------------	------------

As of September 30, 2023

OAF V	2022	\$614,680 ⁽¹⁾	\$20,000	3.3%	\$4,000	-	\$4,332	-	1.1x	31.3%
OAF IV	2019	\$356,165	\$26,000	7.3%	\$24,700	\$14,342	\$43,602	0.6x	1.8x	33.7%

As of December 31, 2023

OAF III	2016	\$231,803	\$20,000	8.6%	\$18,600	\$23,100	\$43,021	1.2x	2.3x	24.0%
---------	------	-----------	----------	------	----------	----------	----------	------	------	-------

2023 Updates				
(\$ in 000's)	ITD as of 12.31.23	FY 2023	Exp. '24E CFs	Exp. YE-24 Total
Fund V				
Contributions	\$4,000	\$4,000	\$6,000	\$10,000
Distributions	-	-	-	-
Fund IV				
Contributions	\$24,700	\$1,300	\$1,040	\$25,740
Distributions	\$15,988	\$4,157	\$3,900	\$19,888
Fund III				
Contributions	\$18,600	-	-	\$18,600
Distributions	\$23,100	\$1,400	\$6,000	\$29,100

Updates from June 2022 ⁽²⁾
<ul style="list-style-type: none"> Two internal promotions and three new team members hired: <ul style="list-style-type: none"> Tal Weiss: Associate → Sr. Associate (Jan. '23) Griffen Croft (New Hire): Analyst → Sr. Analyst (Jan. '23) Colin Johnson (New Hire): Associate (Aug. '22) Katy Paynter (New Hire): Operations Associate (May '23) Alec Zwaneveld (New Hire): Bus. Dev. Associate (Apr. '24) Ryan Silverman (New Hire): Sr. Associate (Jun. '24) Completed Fund V fundraising at \$600mm hard-cap, cumulative developments: <ul style="list-style-type: none"> \$205mm invested capital across 12 new platforms Fund IV cumulative developments: <ul style="list-style-type: none"> \$41mm invested capital across 4 new platforms \$18mm invested in follow-on investments \$142mm in gross distributed capital from 3 realizations Fund III cumulative developments: <ul style="list-style-type: none"> \$58mm in gross distributed capital from 5 realizations and 2 partial realizations \$11mm invested in follow-on investments

Notes: (1) OAF V total fund size as of final close in February 2024, (2) As of April 2024



Firm Overview	Section I
Investment Philosophy / Process	Section II
Performance	Section III
General Discussion	Section IV
Disclosures	Appendix

Table of Contents



Ocean Avenue Capital Partners

A Leading Source of Institutional Equity Capital for Independent Sponsors

Independent Sponsor Pioneer



Large and growing partner network led by senior investment team with 20+ years of private equity experience on average

Redefined Sourcing Engine



Robust deal flow and selectivity process unlocked by expansive sponsor network

Established Results



PE model focused on positive-convexity value strategy in an inefficient market segment



2011

First Independent
Sponsor Deal

~1,400+

Independent
Sponsors in Network

518+

Direct Deals
Reviewed per Year

<2%

Investments in
Sourced Deals

65+

Total Realizations
(Direct Deals)

<4.5 Years

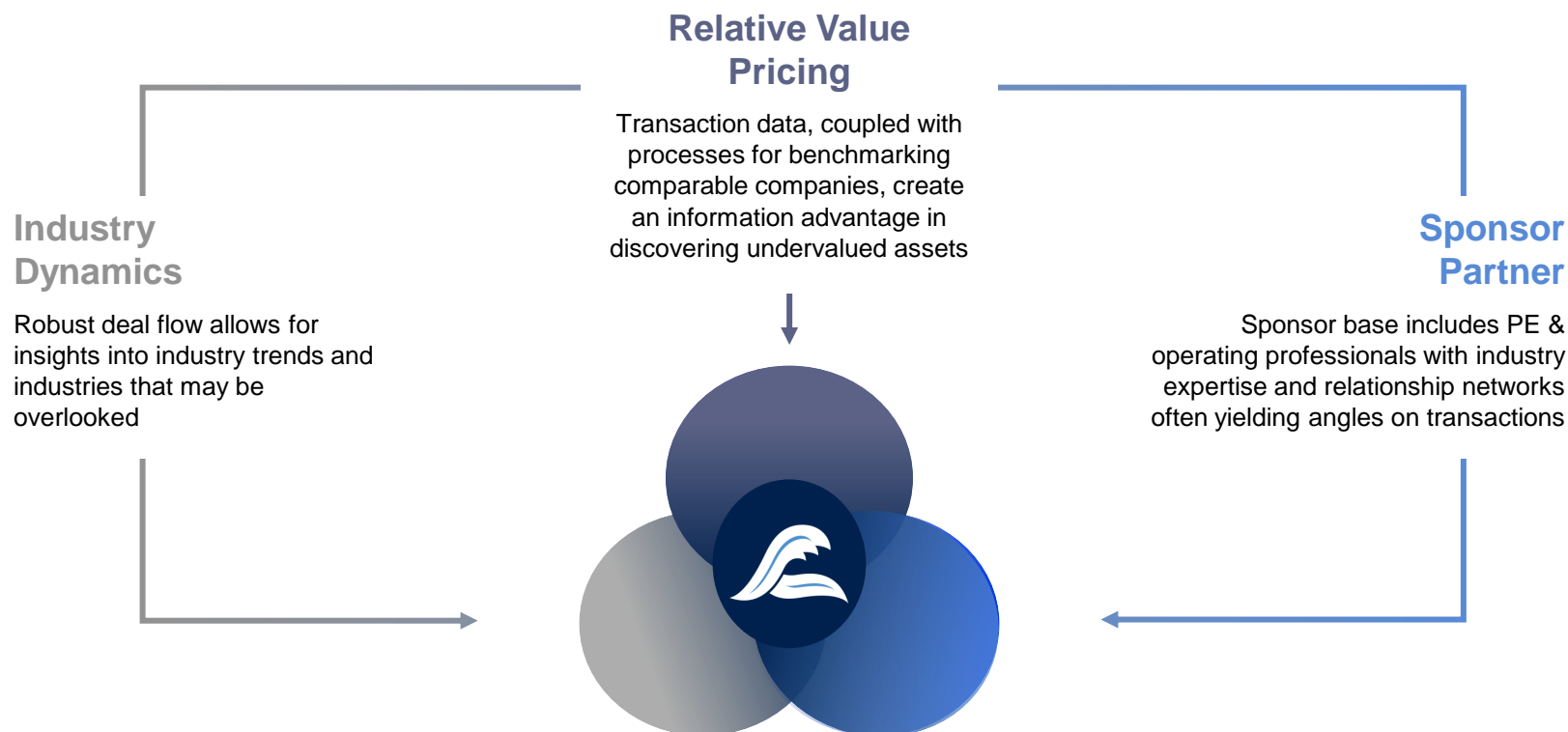
Avg. Hold Period
(Direct Deals)

Source: OACP internal data as of 12.31.2023. There can be no assurance that historical trends will continue.



Investment Strategy

Value-Orientation and Focus on Special Situations, Underpinned by Robust Deal Flow



Supported by Data-Enabled Investing Foundation

Advanced-Stage Transaction Data

Market pricing, KPIs, and industry dynamics

Deep Bench of Sponsor Partners

History of underwriting & structuring transactions across broad array of industries



Note: The investment strategy included herein is provided in order to help prospective investors understand the Firm's goals, objectives and process for evaluating investment opportunities. There are no assurances that this strategy will be executed, or if executed, that it will lead to investor returns.

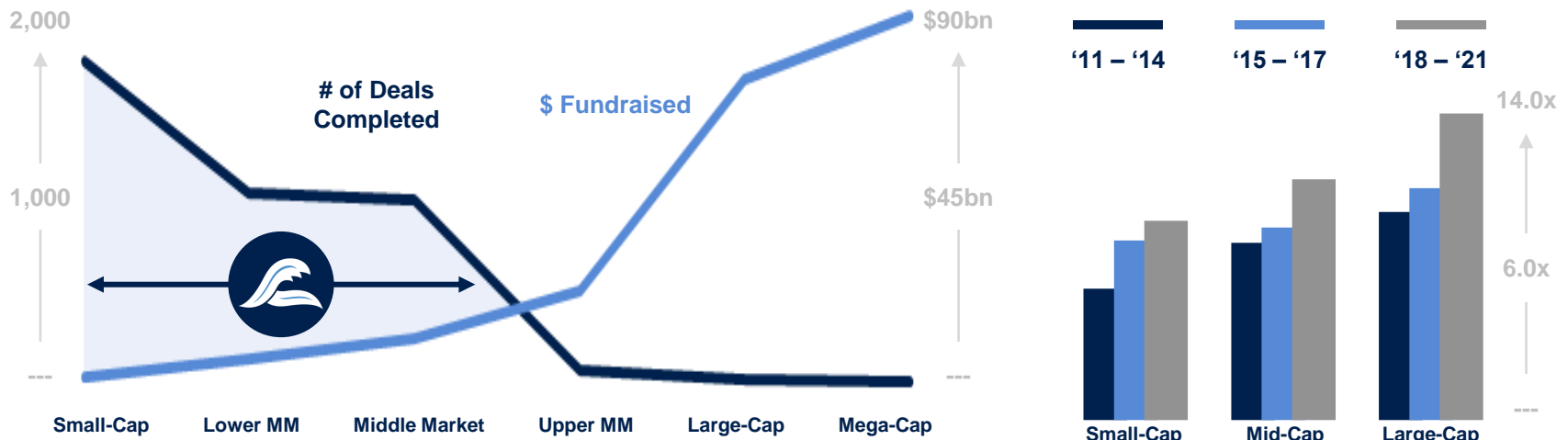
Target Market Segmentation

Investment Strategy is Focused on Less Efficient Markets

Ocean Avenue Target Market

Defined by the highest opportunity set coupled with the lowest capital allocation⁽¹⁾

Supply-demand imbalance results in lower avg. EBITDA multiples⁽²⁾



Independent Sponsors⁽³⁾

Independent sponsors comprise a growing portion of the lower middle market and middle market

66.9%

Independent Sponsors as a
Portion of LMM & MM Firms

44.7%

Independent Sponsor Deals
as a Portion of LMM & MM

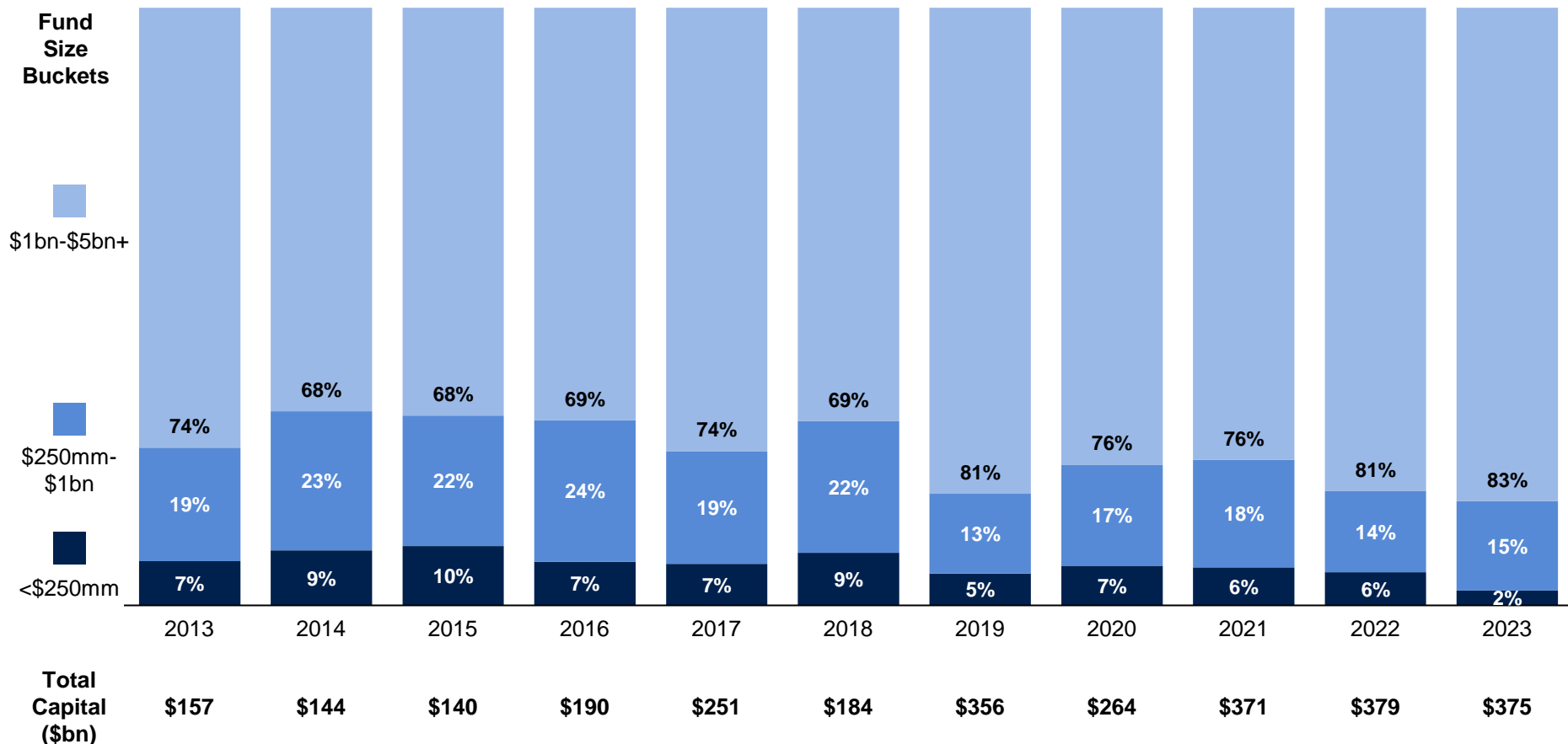
Sources: (1) PitchBook 2023 Annual US PE Breakdown; (2) McKenna Capital Management, "The Little Engines Who Can: Why Small-Cap Buyout Can Drive Investor Returns"; (3) PitchBook data and OACP internal data as of 12.31.2023.



Capital Inflows into PE Redirected from Lower Middle Market

U.S. PE Capital Raised by Fund Size

In recent years, the percentage of capital allocated to upper middle market and mega cap funds has increased substantially. For a variety of structural reasons, we believe this trend will continue and create even better competitive dynamics in the lower middle market

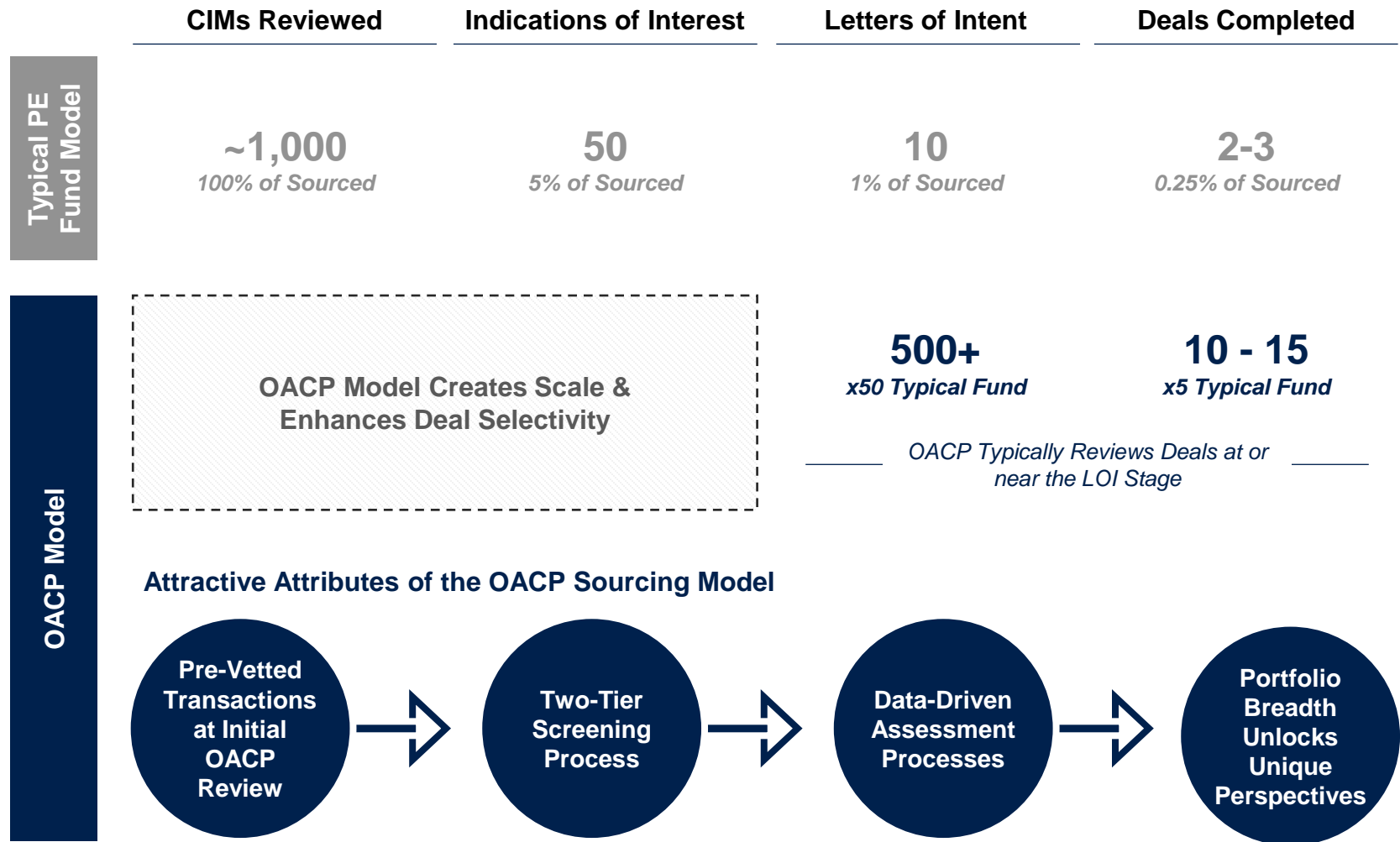


Source: PitchBook 2023 Annual US PE Breakdown.



Differentiated Sourcing Model

Partner Network Enhances Deal Funnel Efficiency



Captive Sponsor Network

We Believe Early Mover Advantage Positions OACP at the Center of the Independent Sponsor Universe

Strategic Sourcing Relationships

Established relationships with leading middle market lenders, attorney, accountant, board member, placement agent relationships

Significant Brand Value

+10 years working with independent sponsors

Positioning Creates a Central Funnel for Independent Sponsor with High Barriers to Entry

Deal-Centric Investment Process

Investment directive is centered around deal selectivity with sponsors proactively seeking OACP as the partner of choice to create value

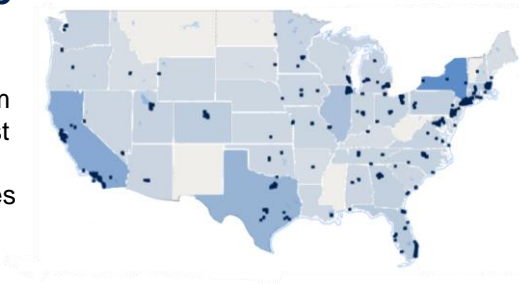
Network Effect

Active investor in the space with an expansive network of stake holders and advocates on behalf of OACP

By the Numbers

Expansive Coverage

The sponsor network stretches from coast-to-coast across 45 different states

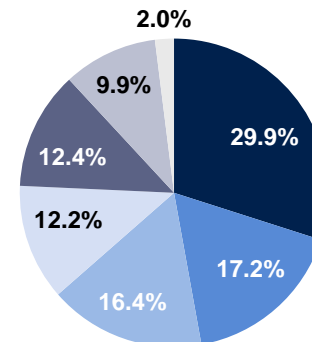


33

States Represented by Portfolio Companies

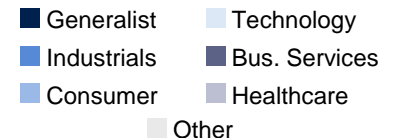
70%

of Sponsors have an Industry-Focus



Deep Sponsor Experience

Many sponsors are industry experts with deep relationships and domain expertise

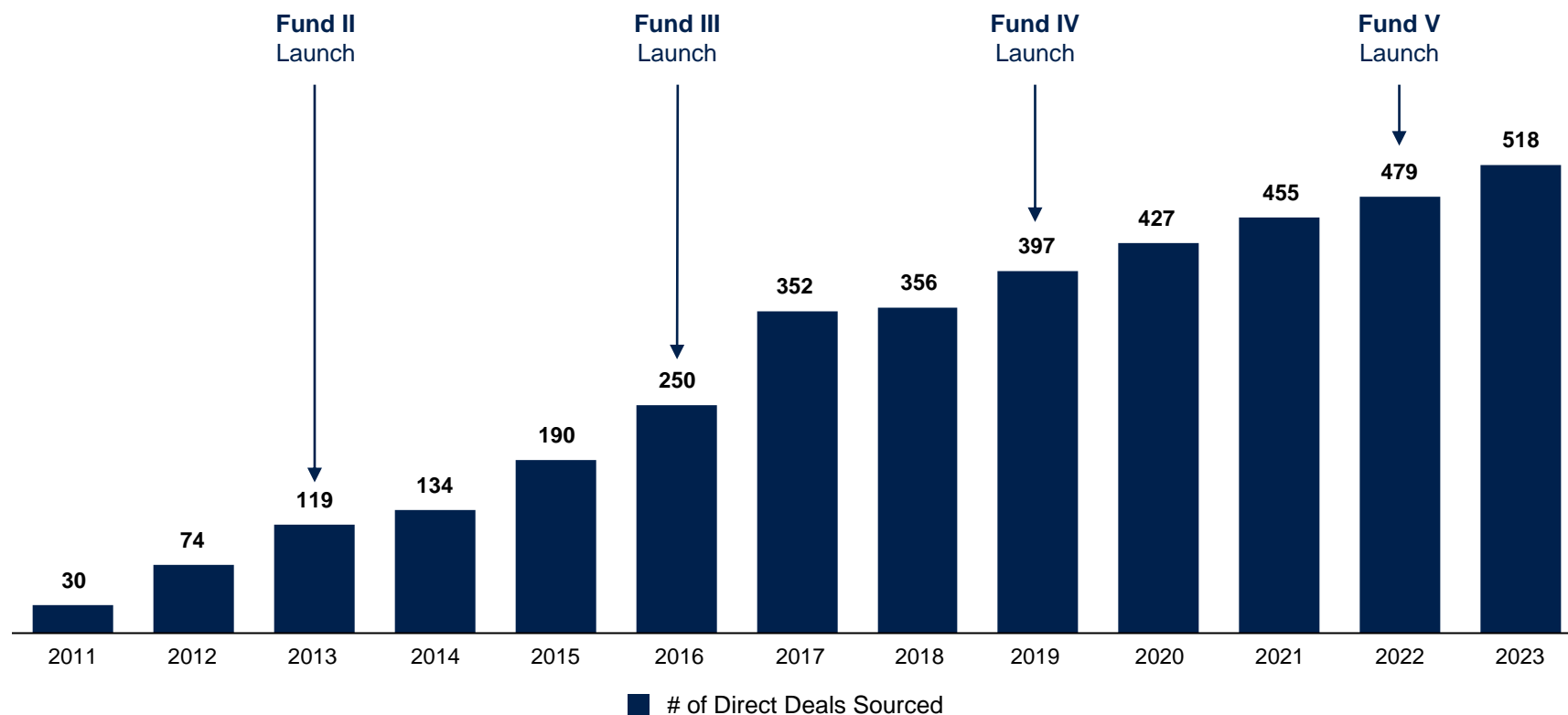


Note: OACP internal data as of 12.31.2023.



Deal Flow & Selectivity

Advanced-Stage Deal Flow and Selectivity have Improved Significantly



% of Direct Investments Closed from Total Sourced Opportunities

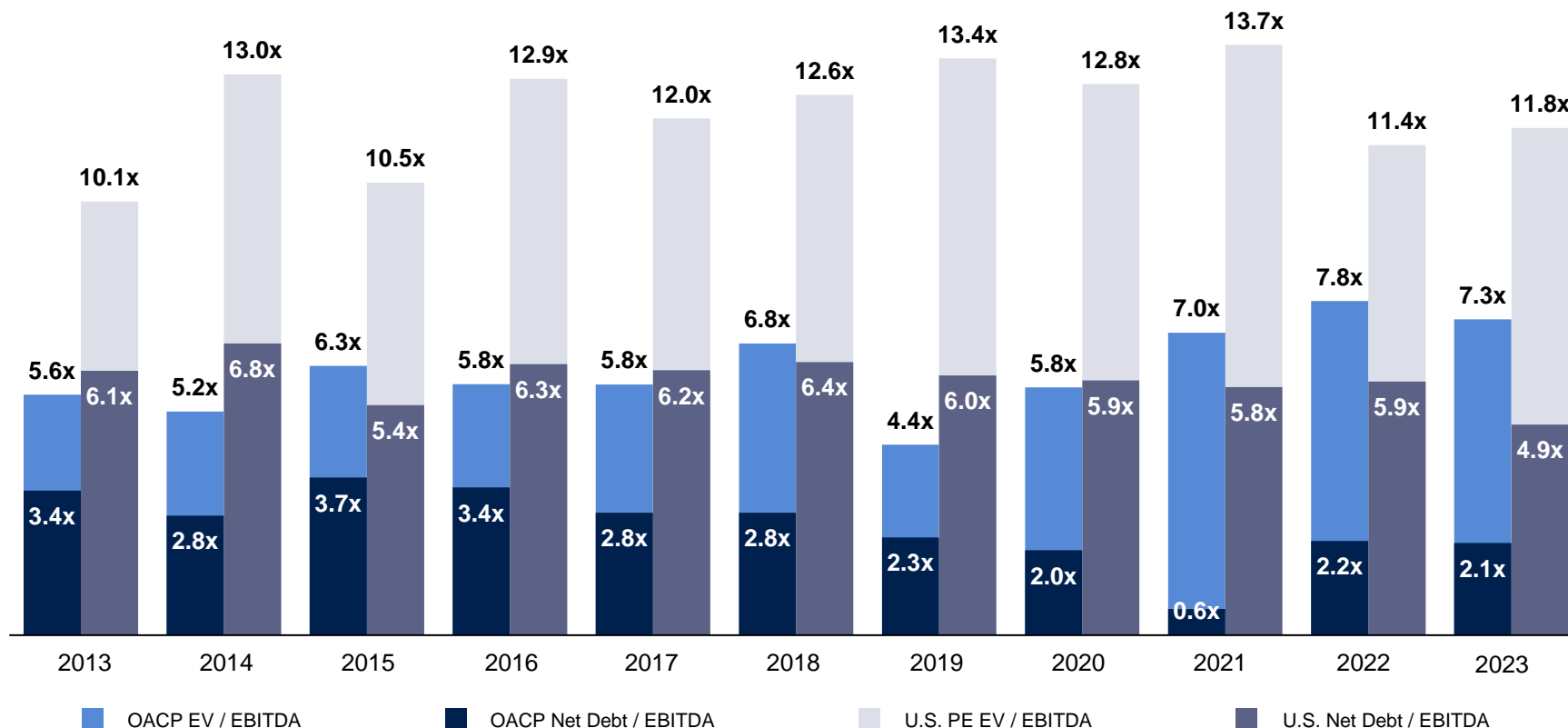
2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023
20.0%	16.2%	10.9%	9.0%	5.8%	4.4%	2.3%	4.2%	2.5%	1.9%	1.8%	1.5%	1.5%

Note: OACP internal data as of 12.31.2023. Selectivity calculated by dividing closed deals sourced in each time period by the total number of deals sourced that period. There can be no assurance historical trends will continue.



Median OACP Purchase Multiples

Focus on Less Competitive Segment Results in Lower Purchase Multiples



5.9x*

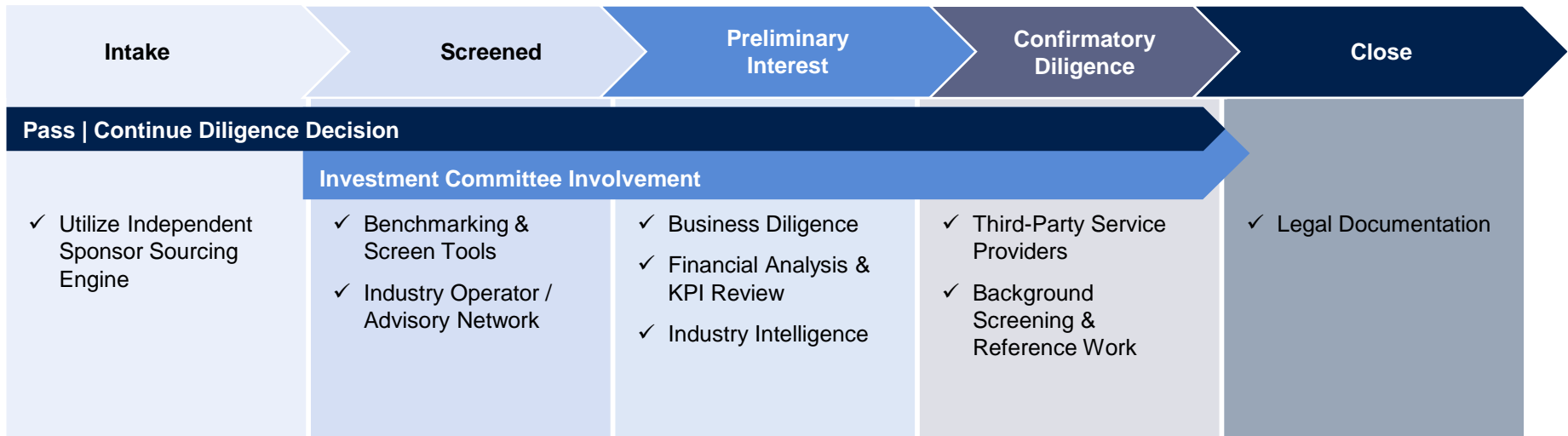
Median OACP Entry EV / EBITDA Purchase Multiple

*Includes deals closed through 12.31.23. Analysis excludes investments made by OACP that lacked meaningful EBITDA (i.e., turnaround/distressed situations, and companies purchased on revenue multiples). For this analysis, nine direct investments made by OACP were excluded for the multiple shown. Such transactions should not be considered directly comparable to OACP's portfolio companies based on several factors, including transaction size, industry and because certain companies are publicly traded. Such comparison has not been verified by any third party, which may reach different conclusions. There can be no assurance historical trends will continue.

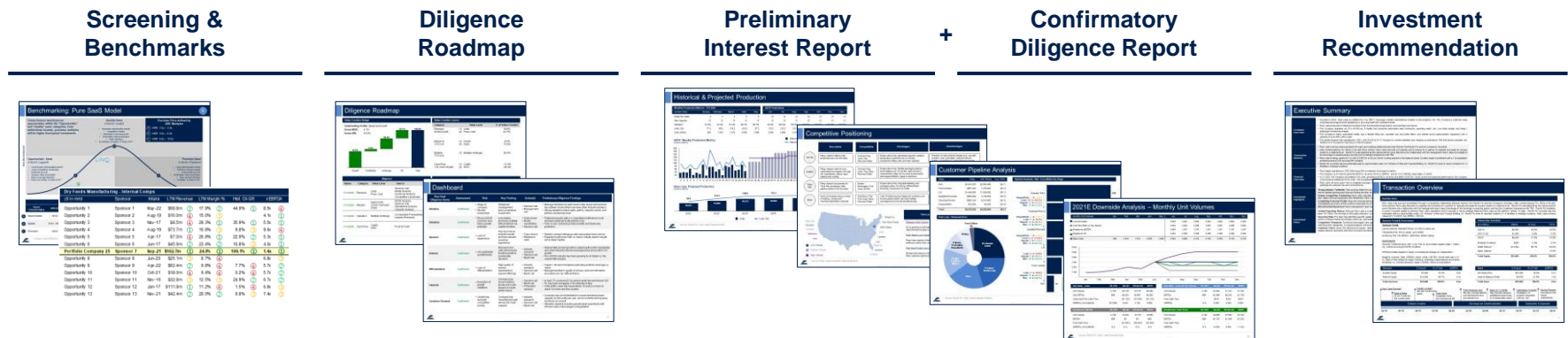


OACP Decision Making Process

Cohesive Process to Maximize Transparent Information Flow Drives Better, Faster Decisions



Key Documentation at Each Step of the Investment Process



Firm Overview	Section I
Investment Philosophy / Process	Section II
Performance	Section III
General Discussion	Section IV
Disclosures	Appendix

Table of Contents



OACP Funds Summary

Fund (\$ in 000's)	Vintage	Commitment	Contributions	Distributions	Total Value	DPI	Gross TVPI	Net TVPI	Gross IRR	Net IRR
-----------------------	---------	------------	---------------	---------------	-------------	-----	---------------	-------------	--------------	------------

As of September 30, 2023

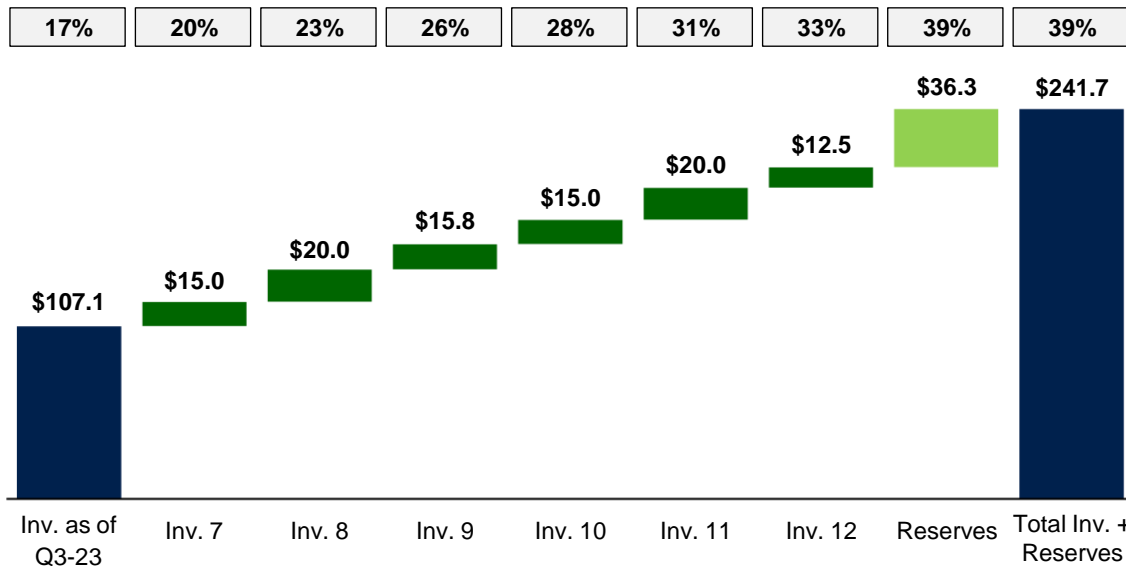
OAF V	2022	\$20,000	\$4,000	-	\$4,332	-	1.2x	1.1x	39.9%	31.3%
OAF IV	2019	\$26,000	\$24,700	\$14,342	\$43,602	0.6x	1.9x	1.8x	38.5%	33.7%

As of December 31, 2023

OAF III	2016	\$20,000	\$18,600	\$23,100	\$43,021	1.2x	2.6x	2.3x	29.9%	24.0%
---------	------	----------	----------	----------	----------	------	------	------	-------	-------

Fund V Deployment Bridge

\$ in mm, cumulative % of total committed capital



Recent Fund V Investments

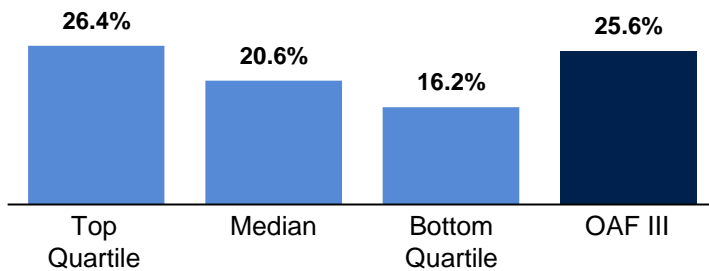
Inv. 7	Closed Oct. '23	Provider of flight simulator training services
Inv. 8	Closed Nov. '23	Provider of wholesale marketplace software
Inv. 9	Closed Dec. '23	Tech-enabled marketplace for the vehicle wrap market
Inv. 10	Closed Feb. '24	Provider of IT services for ecommerce storefronts
Inv. 11	Closed Mar. '24	Provider of complex freight forwarding services
Inv. 12	Closed Apr. '24	Provider of IT and security services to govt. agencies



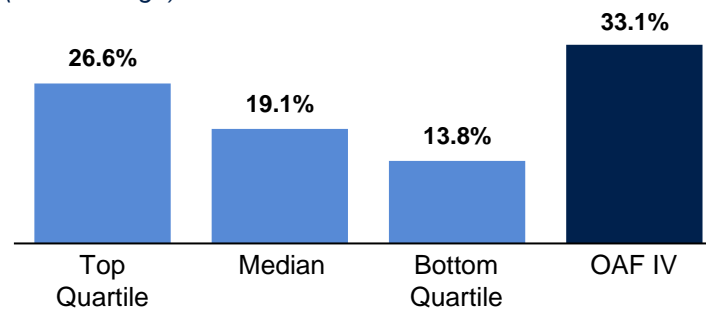
Note: Please refer to Glossary for explanation of performance terms. Past performance is not necessarily indicative of future results. There can be no assurance that any unrealized values will be realized at the valuations included herein. Actual results may vary materially and adversely. Investors may lose investment capital.

Performance Benchmarking

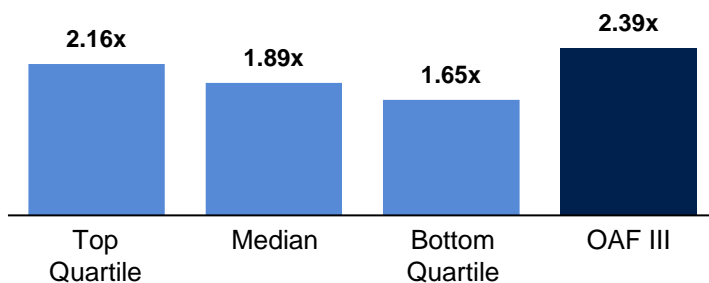
Fund III Net IRR Benchmark
(2016 Vintage)



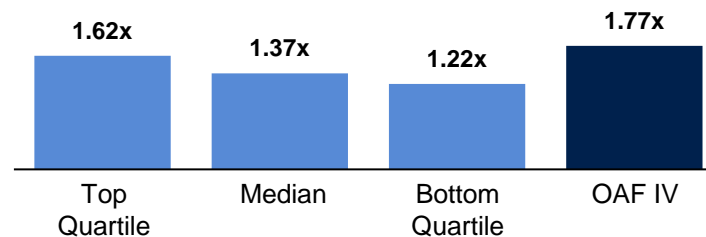
Fund IV Net IRR Benchmark
(2019 Vintage)



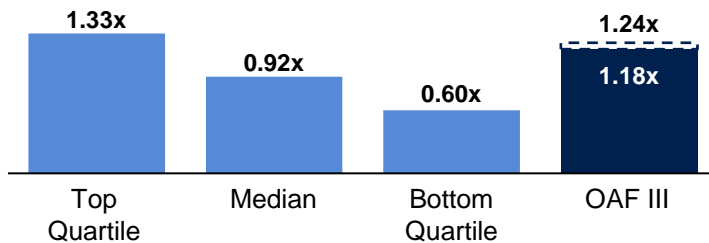
Fund III Net TVPI Benchmark
(2016 Vintage)



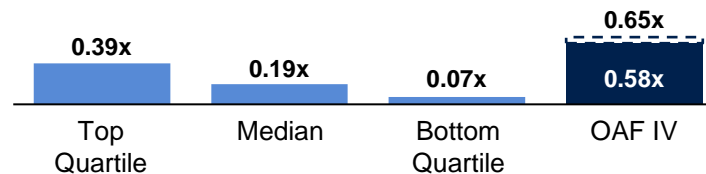
Fund IV Net TVPI Benchmark
(2019 Vintage)



Fund III Net DPI Benchmark⁽¹⁾
(2016 Vintage)



Fund IV Net DPI Benchmark⁽¹⁾
(2019 Vintage)



Source: PitchBook Private Equity Benchmark and OACP performance are all as of 09.30.2023.
Note: (1) Total OAF Net DPI performances as of April 2024



Fund V

Core Investments

Inv. Date	Exit Date	Invested Capital	Realized Value	Total Value	Gross TVPI	Gross IRR	Net TVPI	Net IRR
--------------	--------------	---------------------	-------------------	----------------	---------------	--------------	-------------	------------

As of September 30, 2023

(\$ in 000's)

Unrealized Core Investments

Investment 1	12-16-22	\$20,000	\$0	\$20,000	1.0x	0.0%	0.9x	0.0%
Investment 2	02-13-23	\$15,833	\$0	\$25,794	1.6x	119.8%	1.5x	102.4%
Investment 3	02-24-23	\$20,000	\$0	\$20,000	1.0x	0.0%	0.9x	0.0%
Investment 4	03-29-23	\$15,000	\$0	\$24,538	1.6x	164.1%	1.5x	140.2%
Investment 5	05-11-23	\$20,000	\$0	\$20,000	1.0x	0.0%	0.9x	0.0%
Investment 6	09-27-23	\$16,280	\$0	\$16,280	1.0x	0.0%	0.9x	0.0%
Gross Performance		\$107,113	\$0	\$126,611	1.2x	39.9%		
Net Performance		\$103,500	\$0	\$112,091	1.1x	34.1%		

Note: Please refer to Glossary for explanation of performance terms and methodology underlying investment level net returns. Past performance is not necessarily indicative of future results. There can be no assurance that any unrealized values will be realized at the valuations included herein. Actual results may vary materially and adversely. Investors may lose investment capital. "-" indicates that the investment has been fully (or substantially) written off (or written down) and therefore has a negative IRR. Please refer to the multiple for such investment.

Trade Secret and Strictly Confidential

Fund IV

Core Investments

Inv. Date	Exit Date	Invested Capital	Realized Value	Total Value	Gross TVPI	Gross IRR	Net TVPI	Net IRR
--------------	--------------	---------------------	-------------------	----------------	---------------	--------------	-------------	------------

As of September 30, 2023

(\$ in 000's)

Unrealized Core Investments

Investment 1	09-11-19	\$6,138	\$0	\$24,967	4.1x	50.8%	3.7x	43.6%
Investment 2	09-23-19	\$3,687	\$462	\$5,507	1.5x	13.7%	1.4x	11.7%
Investment 3	12-24-19	\$11,855	\$0	\$24,909	2.1x	21.7%	1.9x	18.6%
Investment 4	02-28-20	\$6,424	\$0	\$10,617	1.7x	15.0%	1.5x	12.9%
Investment 5	05-18-20	\$14,119	\$0	\$9,821	0.7x	(11.3%)	0.6x	(9.7%)
Investment 6	11-09-20	\$12,121	\$0	\$24,165	2.0x	26.8%	1.8x	23.1%
Investment 7	12-04-20	\$5,717	\$643	\$15,741	2.8x	44.7%	2.5x	38.4%
Investment 8	12-31-20	\$12,121	\$0	\$39,409	3.3x	53.5%	3.0x	46.0%
Investment 9	12-31-20	\$12,121	\$0	\$19,947	1.6x	20.9%	1.5x	17.9%
Investment 10	12-31-20	\$14,545	\$0	\$29,070	2.0x	32.1%	1.8x	27.6%
Investment 11	02-11-21	\$9,171	\$0	\$14,766	1.6x	19.8%	1.5x	17.0%
Investment 12	03-31-21	\$9,405	\$0	\$4,810	0.5x	(24.1%)	0.5x	(20.7%)
Investment 13	05-14-21	\$12,130	\$395	\$16,245	1.3x	15.1%	1.2x	13.0%
Investment 14	05-21-21	\$8,099	\$0	\$11,803	1.5x	18.4%	1.3x	15.8%
Investment 15	05-21-21	\$7,533	\$0	\$7,533	1.0x	0.0%	0.9x	0.0%
Investment 16	06-04-21	\$12,121	\$0	\$18,181	1.5x	19.1%	1.4x	16.4%
Investment 17	06-21-21	\$12,974	\$0	\$13,154	1.0x	0.8%	0.9x	0.7%
Investment 18	11-03-21	\$10,116	\$0	\$10,219	1.0x	0.6%	0.9x	0.5%
Investment 19	11-24-21	\$14,949	\$0	\$14,949	1.0x	(0.0%)	0.9x	(0.0%)
Investment 20	02-28-22	\$10,000	\$0	\$11,968	1.2x	11.9%	1.1x	10.2%
Investment 21	03-14-22	\$12,081	\$0	\$6,200	0.5x	(42.0%)	0.5x	(36.0%)
Investment 22	05-06-22	\$10,000	\$0	\$11,142	1.1x	8.0%	1.0x	6.9%
Investment 23	07-20-22	\$12,000	\$0	\$12,000	1.0x	0.0%	0.9x	0.0%

Note: Please refer to Glossary for explanation of performance terms and methodology underlying investment level net returns. Past performance is not necessarily indicative of future results. There can be no assurance that any unrealized values will be realized at the valuations included herein. Actual results may vary materially and adversely. Investors may lose investment capital. “-” indicates that the investment has been fully (or substantially) written off (or written down) and therefore has a negative IRR. Please refer to the multiple for such investment.

Trade Secret and Strictly Confidential

Fund IV (Cont'd)

Core Investments

Inv. Date	Exit Date	Invested Capital	Realized Value	Total Value	Gross TVPI	Gross IRR	Net TVPI	Net IRR
-----------	-----------	------------------	----------------	-------------	------------	-----------	----------	---------

As of September 30, 2023

(\$ in 000's)

Unrealized Core Investments (Cont'd)

Investment 24	07-21-22		\$10,000	\$0	\$10,000	1.0x	0.0%	0.9x	0.0%
Investment 25	08-15-22		\$10,000	\$0	\$20,183	2.0x	85.7%	1.8x	73.6%
Investment 26	11-25-22		\$13,500	\$0	\$15,768	1.2x	20.0%	1.1x	17.2%
Total Unrealized			\$272,927	\$1,499	\$403,075	1.5x	19.2%	1.3x	16.5%

Realized & Partially Realized Core Investments

Investment 27	06-20-19	12-10-21	\$8,341	\$24,851	\$24,851	3.0x	57.5%	2.7x	49.4%
Investment 28	08-13-19	06-02-22	\$13,340	\$56,063	\$56,063	4.2x	72.3%	3.8x	62.1%
Investment 29	01-31-20	02-06-23	\$16,102	\$51,427	\$51,537	3.2x	66.1%	2.9x	56.7%
Investment 30	11-06-20	10-20-22	\$8,966	\$64,123	\$64,123	7.2x	172.1%	6.5x	147.8%
Investment 31	08-13-19		\$5,554	\$2,876	\$11,816	2.1x	21.8%	1.9x	18.7%
Investment 32	12-16-19		\$8,053	\$24,292	\$35,070	4.4x	195.1%	4.0x	167.6%
Total Realized & Partially Realized			\$60,357	\$223,631	\$243,460	4.0x	81.8%	3.7x	70.2%

Gross Performance

Net Performance

Gross Performance	\$333,284	\$225,131	\$646,535	1.9x	38.5%
Net Performance	\$332,500	\$193,071	\$586,956	1.8x	33.1%

Fund IV - Recent Realizations

(\$ in 000's)

Investment Date	Exit Date	Invested Capital	9/30/2023 Gross MOIC	Exit Gross MOIC	9/30/2023 Gross IRR	Exit Gross IRR
09-11-19	12-04-23	\$6,138	4.1x	4.1x	50.8%	76.5%
		\$6,138	4.1x	4.1x	50.8%	76.5%

OAF IV's Net DPI is **0.65x** as of April 2024



Note: Please refer to Glossary for explanation of performance terms and methodology underlying investment level net returns. Past performance is not necessarily indicative of future results. There can be no assurance that any unrealized values will be realized at the valuations included herein. Actual results may vary materially and adversely. Investors may lose investment capital. "-" indicates that the investment has been fully (or substantially) written off (or written down) and therefore has a negative IRR. Please refer to the multiple for such investment.

Trade Secret and Strictly Confidential

Fund III

Core Investments

Inv. Date	Exit Date	Invested Capital	Realized Value	Total Value	Gross TVPI	Gross IRR	Net TVPI	Net IRR
--------------	--------------	---------------------	-------------------	----------------	---------------	--------------	-------------	------------

As of December 31, 2023

(\$ in 000's)

Realized & Partially Realized Core Investments

Investment 1	09-15-16	11-14-18	\$2,231	\$12,712	\$12,712	5.7x	137.1%	5.3x	116.9%
Investment 2	09-30-16	01-01-20	\$1,436	\$3	\$3	0.0x	-	0.0x	-
Investment 3	01-17-17	12-22-20	\$7,693	\$17,822	\$17,822	2.3x	29.0%	2.2x	24.7%
Investment 4	01-30-17	12-15-20	\$3,224	\$21,720	\$22,720	7.0x	64.4%	6.6x	54.9%
Investment 5	02-01-17	12-15-23	\$3,265	\$15,302	\$15,304	4.7x	76.9%	4.4x	65.6%
Investment 6	02-23-17	12-31-22	\$6,303	\$182	\$182	0.0x	(85.0%)	0.0x	(72.5%)
Investment 7	05-18-17	07-30-21	\$8,277	\$48,002	\$48,549	5.9x	78.4%	5.5x	66.9%
Investment 8	06-07-17	02-12-19	\$630	\$1,476	\$1,476	2.3x	65.7%	2.2x	56.0%
Investment 9	06-07-17	06-30-20	\$1,657	\$0	\$0	0.0x	-	0.0x	-
Investment 10	08-28-17	05-20-22	\$978	\$966	\$966	1.0x	(0.3%)	0.9x	(0.3%)
Investment 11	02-21-18	09-29-21	\$5,000	\$7,066	\$8,073	1.6x	12.8%	1.5x	10.9%
Investment 12	02-21-18	02-14-20	\$5,879	\$11,930	\$11,930	2.0x	68.7%	1.9x	58.6%
Investment 13	03-13-18	12-31-20	\$8,259	\$0	\$0	0.0x	-	0.0x	-
Investment 14	08-02-18	10-16-23	\$5,595	\$13,403	\$20,069	3.6x	28.3%	3.3x	24.2%
Investment 15	10-09-18	09-15-22	\$6,703	\$21,195	\$21,195	3.2x	33.9%	2.9x	28.9%
Investment 16	01-18-19	12-31-22	\$10,122	\$0	\$0	0.0x	-	0.0x	-
Investment 17	01-25-19	08-05-21	\$5,912	\$11,895	\$11,895	2.0x	30.8%	1.9x	26.3%
Investment 18	02-25-19	03-02-21	\$8,791	\$25,846	\$25,846	2.9x	76.4%	2.7x	65.1%
Investment 19	07-29-16		\$4,128	\$7,458	\$15,022	3.6x	20.9%	3.4x	17.8%
Investment 20	05-05-17		\$2,044	\$17,978	\$22,465	11.0x	142.7%	10.2x	121.7%
Investment 21	12-29-17		\$5,175	\$3,781	\$11,434	2.2x	20.7%	2.1x	17.6%
Investment 22	02-28-18		\$8,626	\$32,501	\$58,902	6.8x	60.3%	6.4x	51.4%
Total Realized & Partially Realized			\$111,927	\$271,236	\$326,566	2.9x	39.6%	2.7x	33.8%

Note: Please refer to Glossary for explanation of performance terms and methodology underlying investment level net returns. Past performance is not necessarily indicative of future results. There can be no assurance that any unrealized values will be realized at the valuations included herein. Actual results may vary materially and adversely. Investors may lose investment capital. "-" indicates that the investment has been fully (or substantially) written off (or written down) and therefore has a negative IRR. Please refer to the multiple for such investment.

Trade Secret and Strictly Confidential

Fund III (Cont'd)

Core Investments

Inv. Date	Exit Date	Invested Capital	Realized Value	Total Value	Gross TVPI	Gross IRR	Net TVPI	Net IRR
-----------	-----------	------------------	----------------	-------------	------------	-----------	----------	---------

As of December 31, 2023

(\$ in 000's)

Unrealized Core Investments

Investment 23	05-20-16	\$5,926	\$0	\$6,385	1.1x	1.1%	1.0x	0.9%
Investment 24	10-13-16	\$5,672	\$0	\$9,162	1.6x	8.2%	1.5x	7.0%
Investment 25	12-14-16	\$5,211	\$0	\$3,571	0.7x	(8.1%)	0.6x	(6.9%)
Investment 26	02-07-17	\$7,153	\$0	\$19,705	2.8x	19.5%	2.6x	16.6%
Investment 27	07-31-17	\$5,190	\$1,368	\$15,641	3.0x	21.0%	2.8x	17.9%
Investment 28	06-15-18	\$7,863	\$966	\$20,432	2.6x	20.7%	2.4x	17.7%
Investment 29	06-20-18	\$3,517	\$0	\$27,250	7.7x	48.2%	7.2x	41.1%
Investment 30	08-03-18	\$4,396	\$0	\$2,583	0.6x	(10.8%)	0.5x	(9.2%)
Investment 31	10-05-18	\$6,244	\$143	\$4,948	0.8x	(4.5%)	0.7x	(3.9%)
Investment 32	10-17-18	\$5,678	\$0	\$7,239	1.3x	4.7%	1.2x	4.0%
Investment 33	02-15-19	\$9,158	\$0	\$14,187	1.5x	11.0%	1.4x	9.3%
Investment 34	05-31-19	\$4,546	\$1,390	\$9,743	2.1x	20.6%	2.0x	17.5%
Investment 35	06-27-19	\$4,396	\$718	\$17,041	3.9x	35.0%	3.6x	29.9%
Investment 36	06-27-19	\$7,326	\$0	\$1,940	0.3x	(25.5%)	0.2x	(21.7%)
Investment 37	05-16-23	\$3,663	\$0	\$10,989	3.0x	476.1%	2.8x	406.0%
Total Unrealized		\$85,937	\$4,584	\$170,818	2.0x	14.6%	1.9x	12.4%
Total Core		\$197,865	\$275,821	\$497,383	2.5x	28.0%	2.3x	23.9%

Note: Please refer to Glossary for explanation of performance terms and methodology underlying investment level net returns. Past performance is not necessarily indicative of future results. There can be no assurance that any unrealized values will be realized at the valuations included herein. Actual results may vary materially and adversely. Investors may lose investment capital. "-" indicates that the investment has been fully (or substantially) written off (or written down) and therefore has a negative IRR. Please refer to the multiple for such investment.

Trade Secret and Strictly Confidential

Fund III (Cont'd)

Non-Core Investments

Inv. Date	Commit.	Contributed	Distributed	Total Value	Gross TVPI	Gross IRR	Net TVPI	Net IRR
-----------	---------	-------------	-------------	-------------	------------	-----------	----------	---------

As of December 31, 2023

(\$ in 000's)

Non-Core Investments

Investment 38	10-21-16	\$12,000	\$10,972	\$14,173	\$30,664	2.8x	45.1%	2.6x	41.9%
Investment 39	06-07-17	\$9,000	\$8,909	\$16,961	\$21,458	2.4x	28.1%	2.2x	26.1%
Investment 40	02-21-18	\$9,000	\$8,203	\$2,736	\$12,104	1.5x	17.4%	1.4x	16.1%
Total Non-Core		\$30,000	\$28,085	\$33,870	\$64,226	2.3x	33.2%	2.1x	28.3%
Gross Performance			\$225,949	\$309,691	\$561,610	2.5x	28.4%		
Net Performance			\$214,505	\$266,401	\$496,719	2.3x	24.2%		

Fund III - Recent Realizations

(\$ in 000's)

Investment Date	Exit Date	Invested Capital	12-31-2023 Gross MOIC	Exit Gross MOIC	12-31-2023 Gross IRR	Exit Gross IRR
Investment 14*	08-02-18	\$5,595	3.6x	5.0x	28.3%	37.3%
Investment 5	02-01-17	\$3,265	4.7x	4.7x	76.9%	81.0%
Total		\$8,860	4.1x	4.8x	52.6%	59.2%

*Investment 14 Gross MOIC and Exit Gross IRR are based on receiving all expected proceeds related to the sale of Investment 14, including contingent proceeds.

Note: Please refer to Glossary for explanation of performance terms and methodology underlying investment level net returns. Past performance is not necessarily indicative of future results. There can be no assurance that any unrealized values will be realized at the valuations included herein. Actual results may vary materially and adversely. Investors may lose investment capital. "-" indicates that the investment has been fully (or substantially) written off (or written down) and therefore has a negative IRR. Please refer to the multiple for such investment.

Trade Secret and Strictly Confidential

OACP Funds Summary – Including Single Investor Funds

Fund (\$ in 000's)	Fund Vintage	Commit.	Contrib.	Distrib.	Fair Value	Total Value	DPI	Gross TVPI	Net TVPI	Gross IRR	Net IRR
As of September 30, 2023											
OAF V	2022	\$614,680 ⁽¹⁾	\$103,500	\$0	\$112,091	\$112,091	-	1.2x	1.1x	39.9%	N.A.
OAF IV	2019	\$356,165	\$332,500	\$193,071	\$393,884	\$586,956	0.6x	1.9x	1.8x	38.5%	33.1%
OAF IV-SA	2018	\$84,600	\$94,106	\$73,006	\$114,586	\$187,592	0.8x	2.2x	2.0x	31.4%	25.5%
As of December 31, 2023											
OAF III	2016	\$231,803	\$214,505	\$266,401	\$230,318	\$496,719	1.2x	2.5x	2.3x	28.4%	24.2%
OAF III-SA	2015	\$40,200	\$38,800	\$58,090	\$53,444	\$111,533	1.5x	2.8x	2.9x	29.3%	24.5%
OAF III-P	2015	\$100,500	\$93,500	\$140,280	\$134,979	\$275,259	1.5x	2.8x	2.9x	29.5%	25.4%
OAF II	2013	\$206,750	\$185,580	\$304,455	\$171,272	\$475,727	1.6x	2.6x	2.6x	21.2%	18.8%
OAF II-C	2012	\$40,200	\$39,705	\$60,929	\$20,604	\$81,533	1.5x	2.2x	2.1x	21.3%	16.9%
OAF II-B	2012	\$100,500	\$98,838	\$139,202	\$45,562	\$184,764	1.4x	2.0x	1.9x	17.0%	14.1%
OAF II-A	2011	\$40,200	\$39,898	\$71,196	\$8,392	\$79,588	1.8x	2.2x	2.0x	23.1%	18.5%
OASSF	2011	\$100,500	\$97,571	\$207,214	\$14,960	\$222,174	2.1x	2.3x	2.3x	27.0%	23.2%

Note: (1) Final commitments as of 02.23.2024. Please refer to Glossary for explanation of performance terms. Past performance is not necessarily indicative of future results. There can be no assurance that any unrealized values will be realized at the valuations included herein. Actual results may vary materially and adversely. Investors may lose investment capital.



Firm Overview	Section I
Investment Philosophy / Process	Section II
Performance	Section III
General Discussion	Section IV
Disclosures	Appendix

Table of Contents



Current Market Outlook, Portfolio Impacts

General Outlook

Monetary Policy

- The Fed opted to hold interest rates steady for the fifth meeting in a row in March 2024. The target range remains 5.25% - 5.50%, up from 0%-0.25% in Q1-2022⁽¹⁾
- In March, overall CPI rose 3.5% on an annual basis, which is still elevated relative to the Fed's 2% target.⁽²⁾ The Fed noted that although inflation has eased, it is intent on restoring inflation to the target rate while striking a balance with the economy in efforts to achieve a "soft landing"
- The Fed has made it clear that it is open to additional interest rate hikes should inflation rise or remain above its target
- Although broad economic activity was strong in Q4-2023, recent indicators suggest that Q1-2024 real GDP growth decelerated closer to 0.8%-2.1%, allowing the Fed to keep rates steady⁽³⁾

Geopolitics

- Upcoming U.S. presidential election in 2024
- Recent push to generate domestic manufacturing jobs in the U.S.
- Conflicts in the Middle East have persuaded many carriers to opt for the safer, albeit longer and more expensive, journey around Africa via the Cape of Good Hope. These detours are raising freight costs and leading retailers to worry about running out of stock
- The conflicts in Ukraine and the Middle East have driven increased federal defense spending and disrupted supply chains for several commodities
- A complex U.S.-China relationship in conjunction with China's slowing economy have few short-term effects, but may become more important in the medium to long-term as the situation develops

Innovation

- PwC estimates that AI will contribute \$15.7 trillion to the global economy by 2030⁽⁴⁾
- According to an International Monetary Fund report published in January 2024, about 60% of jobs in advanced economies (e.g., US, European Union) are exposed to meaningful changes from AI⁽⁵⁾
- Some segments have already seen meaningful changes, including semiconductor manufacturing, data centers, and cybersecurity

Ocean Avenue Portfolio Impacts & Positioning

Crnt: Modest Impact | LT: Neutral Outlook

- For unrealized investments, current cumulative avg. leverage ratio for each fund is:
 - OAF V: 2.0x
 - OAF IV: 2.2x
 - OAF III: 1.3x
- OACP's strategy is not reliant on financial engineering for returns
- Opportunities to capitalize on over-levered competitors

Crnt: Modest Impact | LT: Neutral Outlook

- To date, direct exposure has been limited
- Opportunities to gain market share and maximize utilization during this period
- We believe we are positioned to capitalize on variety of market opportunities with periods of uncertainty creating unique opportunities to identify and capture value

Crnt: No Impact | LT: Positive Outlook

- Use of artificial intelligence spans across industries and business types
- We believe there are significant opportunities to capitalize on increasingly efficient processes and new revenue streams, both in our existing investments as well as in new investment opportunities



Fee Structure

OACP Fund III

Management Fee

Rate:	0.85%
	x
Commitment:	\$20,000,000
	=
Pro-Rata Fee:	\$170,000

Carried Interest Waterfall

- 1 Limited Partners receive 100% of all proceeds until such Partners have received cumulative distributions equal to such Partner's aggregate capital contributions.
- 2 Limited Partners receive 100% of all proceeds until the unpaid preferred return of such Partners is reduced to zero.
- 3 The General Partner receives 100% of cumulative distributions, until such Partner has received 10% of cumulative distributions.
- 4 Thereafter, Limited Partners and the General Partner receive 90% and 10% of all proceeds, respectively.

OACP Fund IV

Management Fee

Rate:	1.25%
	x
Commitment:	\$26,000,000
	=
Pro-Rata Fee:	\$325,000

Carried Interest Waterfall

- 1 Limited Partners receive 100% of all proceeds until such Partners have received cumulative distributions equal to such Partner's aggregate investment contributions with respect to realized investments and such Partner's allocable share of cost contributions.
- 2 Limited Partners receive 100% of all proceeds until the unpaid preferred return of such Partners is reduced to zero.
- 3 The General Partner receives 100% of cumulative distributions, until such Partner has received 10% of cumulative distributions.
- 4 Thereafter, Limited Partners and the General Partner receive 90% and 10% of all proceeds, respectively.

OACP Fund V

Management Fee

Rate:	1.25%
	x
Commitment:	\$20,000,000
	=
Pro-Rata Fee:	\$250,000

Carried Interest Waterfall

- 1 Limited Partners receive 100% of all proceeds until such Partners have received cumulative distributions equal to such Partner's aggregate investment contributions with respect to realized investments and such Partner's allocable share of cost contributions.
- 2 Limited Partners receive 100% of all proceeds until the unpaid preferred return of such Partners is reduced to zero.
- 3 The General Partner receives 100% of cumulative distributions, until such Partner has received 15% of cumulative distributions.
- 4 Thereafter, Limited Partners and the General Partner receive 85% and 15% of all proceeds, respectively.



Firm Overview	Section I
Investment Philosophy / Process	Section II
Performance	Section III
General Discussion	Section IV
Disclosures	Appendix

Table of Contents



Glossary

- “DPI” or Distributed / Paid-in means distributions received by investors relative to contributed capital. DPI is reflected on a net basis and reflects the deduction of management fees, partnership expenses and carried interest borne by investors.
- “Gross IRR” refers to the aggregate, annual, compound, internal rate of return on investments, calculated before the payment of applicable management fees, partnership expenses, carried interest and taxes. Gross IRR is calculated based on actual cash flows between the fund and portfolio companies, assuming all assets of the fund are liquidated at their carrying value.
- “Gross MOIC” or Multiple on Invested Capital means total value, including both realized and unrealized value, divided by invested capital, calculated before the deduction of management fees, partnership expenses, carried interest, and taxes.
- “Gross TVPI” or Gross Total Value / Paid-in means distributions received by investors and the unrealized value relative to contributed capital. TVPI is reflected on a gross basis and does not reflect the deduction of management fees, partnership expenses, carried interest and other expenses borne by investors, provided that for individual deals and funds, TVPI reflects the deduction of fees and / or carried interest by the manager of the underlying deal / fund, but does not reflect OACP’s fees and carry.
- “Invested Capital” means the amount of capital invested, including follow-on investments, by the fund in the applicable transaction or transactions. The amount of invested capital used includes amounts distributed to and recalled from investors under the relevant fund’s recycling provisions.
- “Net IRR” refers to the aggregate, annual, compound, internal rate of return on investments, calculated after payment of applicable management fees, partnership expenses and carried interest. Net IRRs are calculated based on actual cash flows between limited partners and the Fund, assuming all assets of the fund are liquidated at their unrealized carrying value. An individual limited partner’s Net IRR may vary based on the timing of capital contributions and distributions. Net IRR reflects use of the fund subscription line of credit, such that net IRR is based on the investor capital call due date rather than the prior date on which the subscription line was drawn for investment; this generally has the result of increasing IRR calculations (in some cases, materially). This calculation differs with respect to timing from the calculation of Gross IRR, which is measured from the date the fund made the investment with borrowed funds. Note that LPs in Fund II and Fund III were subject to different management fee rates based on their commitment size. The net performance results for these funds reflect the blended management fees paid by all limited partners, and as a result, individual limited partner returns will vary. Net IRR of the individual portfolio company is calculated by applying the percentage difference between the fund level gross IRR and the fund level net IRR to each portfolio company’s gross IRR. Actual individual portfolio company net returns may differ materially from those presented herein. Carried interest, management fees and other expenses are calculated at the fund level and are not allocated to individual portfolio companies.
- “Net MOIC” or Net Multiple on Invested Capital means total value, including both realized and unrealized value, divided by Invested Capital, calculated after the payment of applicable management fees, partnership expenses and carried interest. Note that LPs in Fund II and Fund III were subject to different management fee rates based on their commitment size. The net performance results for these funds reflect the blended management fees paid by all limited partners, and as a result, individual limited partner returns will vary. Net MOIC of the individual portfolio company is calculated by applying the percentage difference between the fund level gross MOIC and the fund level net MOIC to each portfolio company’s gross MOIC. Actual individual portfolio company net returns may differ materially from those presented herein. Carried interest, management fees and other expenses are calculated at the fund level and are not allocated to individual portfolio companies.
- “Net TVPI” or Net Total Value / Paid-in means distributions received by investors and the unrealized value relative to contributed capital. TVPI is reflected on a net basis and does not reflect the deduction of management fees, partnership expenses, carried interest and other expenses borne by investors, provided that for individual deals and funds, TVPI reflects the deduction of fees and / or carried interest by the manager of the underlying deal / fund, as well as OACP’s fees and carry. Note that LPs in Fund II and Fund III were subject to different management fee rates based on their commitment size. The net performance results for these funds reflect the blended management fees paid by all limited partners, and as a result, individual limited partner returns will vary. Net TVPI of the individual portfolio company is calculated by applying the percentage difference between the fund level gross TVPI and the fund level net TVPI to each portfolio company’s gross TVPI. Actual individual portfolio company net returns may differ materially from those presented herein. Carried interest, management fees and other expenses are calculated at the fund level and are not allocated to individual portfolio companies.
- The main driver of the net TVPI being higher than the gross TVPI in Fund III-P and III-SA is due to recycling both at the fund level and at certain underlying funds in the portfolio. Investing more than the drawn down amount and keeping cash reserves on hand have been funded by retaining a portion of underlying distributions in the portfolio.



Glossary (Cont'd)

- “Unrealized Value” or “Fair Value”: For all OACP Funds I, II, II-A, II-B, II-C, III-P, III-SA, and III, fair market value of investments in other Funds represents the unaudited carrying value of investments at 9/30/23 as reported by the sponsors with whom OACP has made such investments, plus or minus cash flows during 2023 Q4. For OACP Funds IV-SA, IV, and V, fair market value represents the unaudited carrying value of investments at 9/30/23 as reported by the sponsors with whom OACP has made such investments. The unrealized value or fair value of OACP Fund and other Fund investments is an estimate of the price that would be received upon the sale of an investment in an orderly transaction between two parties at the measurement date under current market conditions. OACP and Other Fund sponsors generally value their underlying portfolio company investments using a variety of factors, including the most recently available financial information, comparable valuations, and indications of interest from third parties to acquire certain of the companies. The actual realized returns of unrealized investments will depend on, among other factors, future operating results, the value of the assets and market conditions at the time of disposition, any related transaction costs and the timing and manner of sale. OACP believes that such unrealized values are reasonable and appropriate, however, there can be no assurance that proceeds will actually be realized on these investments, or that, if and when realized, the proceeds will be equal to the values used. Accordingly, the actual realized returns on investments that are partially realized or unrealized may differ materially from the values indicated herein. Unrealized fund investments have been valued using current fair market value based upon a variety of factors, including valuations provided by the underlying fund sponsors as determined in accordance with the terms and conditions of the relevant fund’s governing documents. For the purposes of the net returns presented herein, unrealized investments are treated as if liquidated at their unrealized value, and as though the applicable carried interest was paid at such date, unless otherwise noted.
- Ocean Avenue Funds:
 - “OACP Fund I,” “Fund I,” and “OASSF” refer to Ocean Avenue Special Situations Fund, L.P.
 - “OAF II” and “Fund II” refer to Ocean Avenue Fund II, L.P.
 - “OAF II-A” refers to Ocean Avenue Fund II-A, L.P.
 - “OAF II-B” refers to Ocean Avenue Fund II-B, L.P.
 - “OAF II-C” refers to Ocean Avenue Fund II-C, L.P.
 - “OAF III-P” refers to Ocean Avenue Fund III-P, L.P.
 - “OAF III-SA” refers to Ocean Avenue Fund III-SA, L.P.
 - “OAF III” and “Fund III” refer to Ocean Avenue Fund III, L.P.
 - “OAF IV-SA” and “Fund IV-SA” refer to Ocean Avenue Fund IV-SA, L.P.
 - “OAF IV” and “Fund IV” refer to Ocean Avenue Fund IV, L.P.
 - “OAF V” and “Fund V” refer to Ocean Avenue Fund V, L.P.



TCERA Asset Allocation Comparison 3-31-2024 - Preliminary Numbers

Manager	Category	Market Value	Actual %	Target %	Value at Target	Difference to Target	Comments
DOMESTIC EQUITY							
PGIM (QMA)	Large Core Enhanced	91,557,033	4.48%	3.00%	61,286,213	30,270,820	Domestic Equity overweight pending Private Markets capital calls.
SSGA S&P 500 Sec Lnd Index Fund	Large Core	200,969,053	9.84%	10.00%	204,287,376	(3,318,322)	
Boston Partners	Large Value	91,669,772	4.49%	3.50%	71,500,581	20,169,191	
William Blair	Large Growth	98,084,762	4.80%	3.50%	71,500,581	26,584,180	
SSGA US Ext Sec Lnd	SMID Core Index	80,121,308	3.92%	3.00%	61,286,213	18,835,095	
Leeward	Small Value	36,698,010	1.80%	1.50%	30,643,106	6,054,904	
William Blair	Smid Growth	32,902,710	1.61%	1.50%	30,643,106	2,259,604	
Total		632,002,648	30.94%	26.00%	531,147,176	100,855,472	
INTERNATIONAL EQUITY							
SGA	International Growth	97,913,595	4.79%	6.00%	122,572,425	(24,658,830)	
PIMCO RAE	International Value	116,288,042	5.69%	4.00%	81,714,950	34,573,092	
SSGA - ACWI Index Fund	International Core	111,626,679	5.46%	6.00%	122,572,425	(10,945,747)	
Total		325,828,316	15.95%	16.00%	326,859,801	(1,031,485)	
GLOBAL EQUITY							
Skellig Water Fund (KBI)	Water Related	74,889,944	3.67%	3.00%	61,286,213	13,603,731	
Total		74,889,944	3.67%	3.00%	61,286,213	13,603,731	
PRIVATE EQUITY							
Pantheon	Private Equity - F of F	141,068	0.01%				Underweight pending new commitments and capital calls. Pantheon and Stepstone in liquidation phase.
Stepstone	PE - Secondaries	4,194,093	0.21%				
Ocean Avenue III	Private Equity - F of F	19,920,781	0.98%				
Ocean Avenue IV	Private Equity - F of F	27,614,533	1.35%				
Ocean Avenue V	Private Equity - F of F	4,332,005	0.21%				
Pathway Fund 8	Private Equity - F of F	24,998,851	1.22%				
Pathway Fund 9	Private Equity - F of F	25,021,308	1.22%				
Pathway Fund 10	Private Equity - F of F	27,890,675	1.37%				
Direct Investments	Verus Discretionary	20,897,050	1.02%				
Total		155,010,364	7.59%	12.00%	245,144,851	(90,134,487)	
FIXED INCOME							
BlackRock	Core Plus	80,368,814	3.93%	6.00%	122,572,425	(42,203,611)	Underweight offset by overweight in Private Credit. BlackRock transfer to BNY Mellon Index Fund expected in April.
MacKay Shields	Core Plus	105,937,916	5.19%	5.50%	112,358,057	(6,420,141)	
DoubleLine	Core Plus	107,257,582	5.25%	5.50%	112,358,057	(5,100,475)	
PGIM	Emerging Market Debt	57,720,486	2.83%	3.00%	61,286,213	(3,565,727)	

TCERA Asset Allocation Comparison 3-31-2024 - Preliminary Numbers

Manager	Category	Market Value	Actual %	Target %	Value at Target	Difference to Target	Comments
	Total	351,284,798	17.20%	20.00%	408,574,751	(57,289,953)	
PRIVATE CREDIT							
Sixth Street DCP (TSSP)	Private Credit	92,196,806	4.51%		-	92,196,806	Overweight offset for Fixed Income
Sixth Street TAO Contingent (TSSP)	Private Credit	35,353,214	1.73%		-	35,353,214	
	Total	127,550,020	6.24%	5.00%	102,143,688	92,196,806	
REAL ASSETS							
Invesco	Real Estate Debt	70,855,173	3.47%	3.00%	61,286,213	9,568,961	
American Realty Advisors		71,170,965			-	71,170,965	
Direct Investments - Real Estate	Value Add Real Estate and Opportunistic Real Estate	11,015,774			-	11,015,774	RREEF America II overweight pending rebalancing - redemption request pending. SSGA REIT - Holding for transitions as needed.
Total Value Add and Opp RE		82,186,739	4.02%	8.00%	163,429,900	(81,243,162)	
IFM	Infrastructure	86,315,185	4.23%	4.00%	81,714,950	4,600,235	
SSGA US REIT	REIT Index Fund	782,359	0.04%	0.00%	-	782,359	
RREEF America II	Core Commingled	128,319,060	6.28%	3.00%	61,286,213	67,032,847	
	Total	368,458,515	18.04%	18.00%	367,717,276	82,927,978	
OPPORTUNISTIC							
KKR - Mezzanine	Opportunistic	2,547,929	0.12%	n/a	-	2,547,929	Opportunistic outside of Target Allocation. KKR in distribution phase.
	Total	2,547,929	0.12%		-	2,547,929	
OTHER							
			0.12%		-	2,547,929	
Cash		5,301,222	0.26%	0.00%	-	5,301,222	Capital Calls and Cash Flow Needs.
	Total	5,301,222	0.26%	0.00%	-	5,301,222	
Grand Total		2,042,873,755	100.00%	100.00%	2,042,873,755		

F:\Data\Public\Asst Administrator\Investment Committee\Agenda Backup Materials\Asset Allocation Comparison\Asset Allocation Comparison xx-xx-xx.xls

Tulare County Employees' Retirement Association

Investment Performance Review

Period Ending: March 31, 2024



[VERUSINVESTMENTS.COM](https://www.verusinvestments.com)

SEATTLE 206.622.3700

CHICAGO 312.815.5228

PITTSBURGH 412.784.6678

LOS ANGELES 310.297.1777

SAN FRANCISCO 415.362.3484

Total Fund

Executive Summary (Net of Fees) - Preliminary

Tulare County Employees' Retirement Association

Period Ending: March 31, 2024

	Market Value	% of Portfolio	1 Mo	Fiscal YTD	YTD	Fiscal 2023	Fiscal 2022	Fiscal 2021	1 Yr	3 Yrs	5 Yrs	10 Yrs	15 Yrs	20 Yrs
Total Fund	2,047,943,711	100.0	1.8	8.3	3.4	6.5	-4.9	23.6	11.5	4.8	7.0	5.9	8.3	6.8
<i>Policy Index</i>			1.9	7.8	3.9	7.4	-7.0	21.9	11.1	4.2	6.9	6.1	8.4	7.0
Total Domestic Equity	631,982,700	30.9	3.6	21.2	10.8	17.9	-13.9	44.5	30.7	9.9	14.1	12.1	15.3	10.2
<i>Russell 3000 Index</i>			3.2	19.3	10.0	19.0	-13.9	44.2	29.3	9.8	14.3	12.3	15.4	10.2
SSGA S&P 500 Flagship Fund	200,969,053	9.8	3.2	19.4	10.5	19.6	-10.7	40.8	29.9	11.5	15.0	13.0	-	-
<i>S&P 500 Index</i>			3.2	19.4	10.6	19.6	-10.6	40.8	29.9	11.5	15.0	13.0	-	-
PGIM QS US Core Equity	91,556,683	4.5	3.9	22.8	12.7	19.1	-9.0	39.5	34.6	12.8	14.8	12.6	15.6	-
<i>S&P 500 Index</i>			3.2	19.4	10.6	19.6	-10.6	40.8	29.9	11.5	15.0	13.0	15.6	-
William Blair Large Cap Growth	98,082,805	4.8	2.5	29.4	14.8	24.8	-	-	45.1	-	-	-	-	-
<i>Russell 1000 Growth Index</i>			1.8	23.2	11.4	27.1	-	-	39.0	-	-	-	-	-
William Blair SMID Cap Growth	32,900,665	1.6	1.4	15.3	8.9	21.3	-28.1	42.4	22.6	1.5	10.1	11.3	15.5	-
<i>Russell 2500 Growth Index</i>			2.7	13.8	8.5	18.6	-31.8	49.6	21.1	-0.8	9.4	9.6	14.7	-
Boston Partners Large Cap Value	91,658,019	4.5	6.0	22.6	11.9	11.5	-3.8	49.5	28.2	11.5	13.0	10.0	14.1	10.1
<i>Russell 1000 Value Index</i>			5.0	15.6	9.0	11.5	-6.8	43.7	20.3	8.1	10.3	9.0	13.1	9.0
SSGA US Extended Market Index	80,121,308	3.9	3.3	19.1	7.0	15.2	-29.8	-	26.8	-	-	-	-	-
<i>Dow Jones U.S. Completion Total Stock Market Index</i>			3.3	18.7	7.0	15.0	-30.0	-	26.3	-	-	-	-	-
Leeward Small Cap Value	36,694,167	1.8	4.7	13.4	5.0	11.0	-7.4	62.2	16.3	7.0	10.5	8.3	-	-
<i>Russell 2000 Value Index</i>			4.4	15.1	2.9	6.0	-16.3	73.3	18.8	2.2	8.2	6.9	-	-
Total International Equity	325,833,304	15.9	2.0	9.0	2.9	16.1	-18.5	38.3	13.3	2.9	7.3	4.9	8.2	6.6
<i>MSCI AC World ex USA (Net)</i>			3.1	10.6	4.7	12.7	-19.4	35.7	13.3	1.9	6.0	4.3	7.9	7.1
SSGA MSCI ACWI Ex US Index Fund	111,631,667	5.5	3.2	10.6	4.7	12.9	-19.2	35.9	13.4	2.1	6.2	4.5	-	-
<i>MSCI AC World ex USA (Net)</i>			3.1	10.6	4.7	12.7	-19.4	35.7	13.3	1.9	6.0	4.3	-	-
PIMCO RAE Fundamental Global Ex US Fund	116,288,042	5.7	2.4	12.0	3.4	16.3	-15.5	45.3	16.5	4.8	6.7	4.0	-	-
<i>MSCI AC World ex USA Value (Net)</i>			3.5	12.0	3.4	12.2	-12.8	37.6	15.3	4.6	5.4	3.2	-	-
SGA International Growth	97,913,595	4.8	0.3	4.1	0.3	19.3	-21.0	34.3	9.7	1.7	8.5	-	-	-
<i>MSCI AC World ex USA Growth (Net)</i>			2.8	9.1	5.9	13.3	-25.8	33.7	11.2	-0.8	6.2	-	-	-

Policy Index as of 10/1/2023: 26% Russell 3000, 16% MSCI ACWI ex US, 3% MSCI ACWI, 17% Bloomberg US Aggregate, 3% JPM EMBI Global/ JPM GBI EM Index, 18% NCREIF-ODCE, 12% Custom Private Equity Hybrid (comprised of 62.17% Private Equity Returns & 37.83% Russell 2000), 5% Private Credit Returns. Due to the lagged nature of Private Market Fund valuations, Private Markets Fund returns have been excluded from monthly updates. Clayton, Dubilier & Rice Fund XII funded 2/7/2024. Charlesbank Technology Opportunities Fund II funded 2/23/2024 All data is preliminary. FY 6/30.

Total Fund

Executive Summary (Net of Fees) - Preliminary

Tulare County Employees' Retirement Association

Period Ending: March 31, 2024

	Market Value	% of Portfolio	1 Mo	Fiscal YTD	YTD	Fiscal 2023	Fiscal 2022	Fiscal 2021	1 Yr	3 Yrs	5 Yrs	10 Yrs	15 Yrs	20 Yrs
Total Global Equity	74,889,944	3.7	4.1	13.9	5.1	19.2	-12.2	50.4	17.7	9.0	11.7	-	-	-
MSCI AC World Index (Net)			3.1	16.0	8.2	16.5	-15.8	39.3	23.2	7.0	10.9	-	-	-
Skellig Water Fund (aka KBI)	74,889,944	3.7	4.1	13.9	5.1	19.2	-12.2	50.4	17.7	9.0	11.7	-	-	-
MSCI AC World Index (Net)			3.1	16.0	8.2	16.5	-15.8	39.3	23.2	7.0	10.9	-	-	-
Total Fixed Income	351,274,783	17.2	1.1	4.4	0.2	1.4	-12.7	2.8	4.4	-1.9	0.1	1.4	3.8	3.3
Blmbg. U.S. Aggregate Index			0.9	2.6	-0.8	-0.9	-10.3	-0.3	1.7	-2.5	0.4	1.5	2.6	3.1
Total Domestic Fixed Income	293,554,297	14.3	1.1	3.7	-0.1	-0.4	-11.1	2.3	3.1	-2.1	0.8	1.8	-	-
Blmbg. U.S. Aggregate Index			0.9	2.6	-0.8	-0.9	-10.3	-0.3	1.7	-2.5	0.4	1.5	2.6	-
BlackRock Core Plus Fixed Income	80,358,799	3.9	1.0	3.0	-0.6	-0.8	-11.1	0.5	2.1	-2.5	0.5	1.7	3.0	3.4
Blmbg. U.S. Aggregate Index			0.9	2.6	-0.8	-0.9	-10.3	-0.3	1.7	-2.5	0.4	1.5	2.6	3.1
Doubleline Core Plus	107,257,582	5.2	1.1	3.5	0.0	0.2	-10.1	2.9	3.2	-1.7	0.6	-	-	-
Blmbg. U.S. Aggregate Index			0.9	2.6	-0.8	-0.9	-10.3	-0.3	1.7	-2.5	0.4	-	-	-
Mackay Shields Core Plus	105,937,916	5.2	1.1	4.6	0.3	-0.5	-12.0	3.7	3.8	-2.1	1.2	-	-	-
Blmbg. U.S. Aggregate Index			0.9	2.6	-0.8	-0.9	-10.3	-0.3	1.7	-2.5	0.4	-	-	-
Total Emerging Markets Fixed Income	57,720,486	2.8	1.4	7.9	1.4	12.2	-19.4	10.3	11.6	0.6	-	-	-	-
50% JPM EMBI Global Div/50% JPM GBI EM Global Div			1.0	5.6	-0.1	9.4	-20.2	7.1	8.1	-1.5	-	-	-	-
PGIM Emerging Markets Debt	57,720,486	2.8	1.4	7.9	1.4	12.2	-19.4	10.3	11.6	0.6	-	-	-	-
50% JPM EMBI Global Div/50% JPM GBI EM Global Div			1.0	5.6	-0.1	9.4	-20.2	7.1	8.1	-1.5	-	-	-	-
Total Real Estate	284,764,967	13.9	0.0	-5.7	-2.2	-7.2	24.8	2.2	-6.8	3.6	3.6	6.4	5.8	7.5
NCREIF ODCE			0.0	-7.0	0.0	-10.7	28.3	7.1	-9.7	3.4	3.1	6.1	6.2	7.4
RREEF America II	128,319,060	6.3	0.0	-8.4	0.0	-11.6	36.1	2.1	-10.2	4.0	3.8	6.6	7.4	-
NCREIF ODCE			0.0	-7.0	0.0	-10.7	28.3	7.1	-9.7	3.4	3.1	6.1	6.2	-
American Realty Strategic Value Fund	71,170,965	3.5	0.0	-8.1	-4.2	-1.8	20.2	3.4	-10.5	3.5	-	-	-	-
NCREIF ODCE net 1M Lag			0.0	-9.7	-5.0	-3.9	27.3	1.5	-12.7	4.0	-	-	-	-
Invesco Commercial Mortgage Income Fund	72,800,320	3.6	0.0	6.1	0.0	-1.7	-	-	8.1	-	-	-	-	-
NCREIF ODCE			0.0	-7.0	0.0	-10.7	-	-	-9.7	-	-	-	-	-
KSL Capital Partners Fund VI	3,170,403	0.2	0.0	0.0	0.0	-	-	-	0.0	-	-	-	-	-
NCREIF ODCE net 1Q Lag			-5.0	-9.7	-5.0	-	-	-	-12.7	-	-	-	-	-
Cerberus Real Estate VI Institutional Feeder	2,237,473	0.1	0.0	-	-33.7	-	-	-	-	-	-	-	-	-
NCREIF ODCE net 1Q Lag			-5.0	-	-5.0	-	-	-	-	-	-	-	-	-
TA Realty Value-Add Fund XIII	6,284,387	0.3	0.0	-	-23.8	-	-	-	-	-	-	-	-	-
NCREIF ODCE net 1Q Lag			-5.0	-	-5.0	-	-	-	-	-	-	-	-	-
SSGA US REIT Index Non-Lending Fund	782,359	0.0	1.9	7.3	-0.4	-0.7	-	-	10.4	-	-	-	-	-
Dow Jones U.S. REIT Index			1.5	6.3	-1.4	-4.2	-	-	7.8	-	-	-	-	-

Policy Index as of 10/1/2023: 26% Russell 3000, 16% MSCI ACWI ex US, 3% MSCI ACWI, 17% Bloomberg US Aggregate, 3% JPM EMBI Global/ JPM GBI EM Index, 18% NCREIF-ODCE, 12% Custom Private Equity Hybrid (comprised of 62.17% Private Equity Returns & 37.83% Russell 2000), 5% Private Credit Returns. Due to the lagged nature of Private Market Fund valuations, Private Markets Fund returns have been excluded from monthly updates. Clayton, Dubilier & Rice Fund XII funded 2/7/2024. Charlesbank Technology Opportunities Fund II funded 2/23/2024. All data is preliminary. FY 6/30.

Total Fund
Executive Summary (Net of Fees) - Preliminary

Tulare County Employees' Retirement Association
Period Ending: March 31, 2024

	Market Value	% of Portfolio	1 Mo	Fiscal YTD	YTD	Fiscal 2023	Fiscal 2022	Fiscal 2021	1 Yr	3 Yrs	5 Yrs	10 Yrs	15 Yrs	20 Yrs
Total Infrastructure	86,315,185	4.2	1.4	2.6	-0.9	-	-	-	5.2	-	-	-	-	-
NCREIF ODCE			0.0	-7.0	0.0	-	-	-	-9.7	-	-	-	-	-
IFM Global Infrastructure	86,315,185	4.2	1.4	2.6	-0.9	-	-	-	5.2	-	-	-	-	-
NCREIF ODCE			0.0	-7.0	0.0	-	-	-	-9.7	-	-	-	-	-
Total Private Equity	155,620,387	7.6	-	-	-	-	-	-	-	-	-	-	-	-
Private Equity Benchmark			1.4	6.3	1.6	3.1	8.8	42.4	7.6	9.0	13.2	12.4	11.8	-
Altas Partners Holdings III	2,970,632	0.1	-	-	-	-	-	-	-	-	-	-	-	-
Ocean Avenue Fund III	19,920,781	1.0	-	-	-	-	-	-	-	-	-	-	-	-
Ocean Avenue Fund IV	27,614,533	1.3	-	-	-	-	-	-	-	-	-	-	-	-
Ocean Avenue Fund V	4,332,005	0.2	-	-	-	-	-	-	-	-	-	-	-	-
Pantheon Ventures	141,068	0.0	-	-	-	-	-	-	-	-	-	-	-	-
Pathway Private Equity Fund Investors 8	24,998,851	1.2	-	-	-	-	-	-	-	-	-	-	-	-
Pathway Private Equity Fund Investors 9	25,021,308	1.2	-	-	-	-	-	-	-	-	-	-	-	-
Pathway Private Equity Fund Investors 10	27,890,675	1.4	-	-	-	-	-	-	-	-	-	-	-	-
Stepstone Secondary Opportunities Fund II	4,194,093	0.2	-	-	-	-	-	-	-	-	-	-	-	-
Audax- Private Equity Fund VII-B	5,725,250	0.3	-	-	-	-	-	-	-	-	-	-	-	-
Gridiron Capital Fund V	9,056,411	0.4	-	-	-	-	-	-	-	-	-	-	-	-
DCVC Bio III, LP	675,000	0.0	-	-	-	-	-	-	-	-	-	-	-	-
Clayton, Dubilier & Rice Fund XII	1,907,454	0.1	-	-	-	-	-	-	-	-	-	-	-	-
Charlesbank Technology Opportunities Fund II	1,172,327	0.1	-	-	-	-	-	-	-	-	-	-	-	-
Total Private Credit	131,961,220	6.4	-	-	-	-	-	-	-	-	-	-	-	-
Private Credit Benchmark			0.0	7.7	0.9	2.7	7.5	28.3	11.8	7.4	8.6	-	-	-
Sixth Street DCP (fmrly TSSP DCP)	94,060,077	4.6	-	-	-	-	-	-	-	-	-	-	-	-
Sixth Street TAO Contingent (fmrly TSSP TAO Contingent)	35,353,214	1.7	-	-	-	-	-	-	-	-	-	-	-	-
Total Opportunistic	2,547,929	0.1	-	-	-	-	-	-	-	-	-	-	-	-
KKR Mezzanine Partners I	2,547,929	0.1	-	-	-	-	-	-	-	-	-	-	-	-

Policy Index as of 10/1/2023: 26% Russell 3000, 16% MSCI ACWI ex US, 3% MSCI ACWI, 17% Bloomberg US Aggregate, 3% JPM EMBI Global/ JPM GBI EM Index, 18% NCREIF-ODCE, 12% Custom Private Equity Hybrid (comprised of 62.17% Private Equity Returns & 37.83% Russell 2000), 5% Private Credit Returns. Due to the lagged nature of Private Market Fund valuations, Private Markets Fund returns have been excluded from monthly updates. Clayton, Dubilier & Rice Fund XII funded 2/7/2024. Charlesbank Technology Opportunities Fund II funded 2/23/2024. All data is preliminary. FY 6/30.



COUNTY OF TULARE
BOARD OF RETIREMENT

Leanne Malison
Retirement Administrator

136 N AKERS STREET
VISALIA, CALIFORNIA 93291

TELEPHONE (559) 713-2900
FAX (559) 730-2631
www.tcera.org

MEMORANDUM

Date: April 24, 2024
To: Board of Retirement
From: Leanne Malison, Retirement Administrator
Subject: TCERA Investment Managers Annual Presentation Format

History:

The Board of Retirement periodically reviews its approved format for investment manager presentation. Over time, the format has been tailored to ensure that the required information is covered and the major topics of interest receive proper attention. The current format has been in place since its revision on September 14, 2024. The format is provided to the investment managers in advance of their presentations.

Current Status:

The current Investment Managers Annual Presentation Format is attached for the Board's review.

Request:

Staff requests that the Board of Retirement provide direction regarding any desired update to the presentation format.

**TULARE COUNTY EMPLOYEES' RETIREMENT ASSOCIATION
INVESTMENT MANAGERS ANNUAL PRESENTATION FORMAT**

- I. Introductions and Description of Asset Class (2 min)
- II. Firm overview (3 min)
 - a. Brief review
 - b. Notable changes since last meeting
 - c. Planned future changes
- III. Investment Philosophy/Process (5 min)
 - a. Review investment philosophy
 - b. Review investment process (highlight differentiation)
 - c. If ESG factors are used in your investment process, provide the metrics used and clarify how you ensure that ESG decisions are directly related to expected performance.
- IV. Performance (15 min)
 - a. Review the firm's expectations regarding performance (this should align with the information provided at the time of hire)
 - b. Explanation of when strategy should out/underperform and why
 - c. Actual performance relative to expectations and why (include benchmark and peer comparisons as appropriate)
- V. General Discussion (20 min)
 - a. Effects of Current Market Conditions on the Portfolio
 - b. Market Outlook
 - c. Review of Fee Schedule
 - d. Q&A

Rev. 9-14-22



SACRS
Spring Conference
Annual Business Meeting 2024

Friday, May 10, 2024
10:15 am – 11:30 am
Santa Barbara Ballroom

Hilton Santa Barbara Beachfront Resort
Santa Barbara, CA



Vision, Mission, Core Values

The members and staff of the State Association of County Retirement Systems (SACRS) share a common purpose, mission and core values.

Statement of Purpose

The specific and primary purposes of SACRS are to provide forums for disseminating knowledge of and developing expertise in the operation of 20 county retirement systems existing under the County Employees Retirement Law of 1937 (CERL) sets forth in California Government Code section 31450 et. seq., and to foster and take an active role in the legislative process as it affects county retirement systems.

Mission Statement

The mission of this organization shall be to serve the 1937 Act Retirement Systems by exchanging information, providing education and analyzing legislation.

Core Values

Teamwork

Integrity

Education

Service and Support



SACRS Business Meeting Agenda
Friday, May 10, 2024
10:15 AM – 11:30 AM
Hilton Santa Barbara Beachfront Resort
Santa Barbara, CA
Santa Barbara Ballroom

SACRS Parliamentarian – David Lantzer, San Bernardino CERA
SACRS Sergeant at Arms – Brian Williams, Sonoma CERA

1. SACRS System Roll Call

Zandra Cholmondely, Santa Barbara CERS, SACRS Secretary

2. SACRS Secretary's Report - Receive and File

Zandra Cholmondeley, Santa Barbara CERS, SACRS Secretary

- A. SACRS Business Meeting Minutes November 2023

3. SACRS Treasurer's Report - Receive and File

Jordan Kaufman, Kern CERA, SACRS Treasurer

- A. July 2023 – January 2024 Financials

4. SACRS President Report - No Action

David MacDonald, Contra Costa CERA, SACRS President

- A. SACRS President Update

5. SACRS Legislative Committee Report – No Action

Eric Stern, Sacramento CERS and Dave Nelsen, Alameda CERA, SACRS Legislative Committee Co-Chairs

- A. Legislative Committee Report

6. SACRS Nomination Committee Report - Action

Vivian Gray, Los Angeles CERA, SACRS Nomination Committee Chair

- A. SACRS Board of Directors Elections 2024-2025

7. SACRS Audit Committee Report – Action

Steve Delaney, Orange CERS, SACRS Audit Committee Chair

- A. SACRS Audit 2022-2023 Report



8. SACRS Education Committee Report – No Action

JJ Popowich, Los Angeles CERA, SACRS Education Committee Chair

- A. Education Committee Report

9. SACRS Program Committee Report – No Action

Adele Tagaloa, Orange CERS, SACRS Program Committee Chair

- A. Program Committee Report

10. SACRS Affiliate Committee Report – No Action

JoAnne Svendsgaard, Adrian Lee & Partners, SACRS Affiliate Committee Chair

- A. Affiliate Committee Report

11. SACRS Bylaws Committee Report – No Action

Barbara Hannah, San Bernardino CERA, SACRS Bylaws Committee Chair

- A. Bylaws Committee Report

12. SACRS Spring Conference Breakout Reports – No Action

A representative from each breakout will give a verbal report on their meetings. No printed materials for this item.

- A. Administrators – Thomas Stadelmaier, Stanislaus CERA
- B. Affiliates – JoAnne Svendsgaard, Affiliate Committee Chair
- C. Attorneys – Barbara Hannah and David Lantzer, San Bernardino CERA
- D. Disability/ Operations & Benefits Combo – Theodore King, Los Angeles CERA
- E. Internal Auditors – Harsh Jadhav, Alameda CERA
- F. Investment Officers – Donald Pierce, San Bernardino CERS
- G. Safety Trustees – Brian Williams, Sonoma CERS
- H. General Trustees – Adele Tagaloa, Orange CERS

13. Adjournment

Next scheduled SACRS Business Meeting will be held on Friday, November 15, 2024. The meeting will be held at the Hyatt Regency Monterey Hotel and Spa during SACRS Annual Fall Conference November 12 – 15, 2024.



1. Roll Call

Zandra Cholmondeley, Santa Barbara CERS, SACRS Secretary

Roll Call of the 20 SACRS Retirement Systems.

Please state your Retirement System, your name, and if you are the voting delegate or alternate delegate.



1. SACRS System Roll Call

Zandra Cholmondeley, Santa Barbara CERS, SACRS Secretary

System	Delegate Name	Alternate Delegate Name	Absent
Alameda			
Contra Costa			
Fresno			
Imperial			
Kern			
Los Angeles			
Marin			
Mendocino			
Merced			
Orange			
Sacramento			
San Bernardino			
San Diego			
San Joaquin			
San Mateo			
Santa Barbara			
Sonoma			
Stanislaus			
Tulare			
Ventura			
Total			



2. SACRS Secretary's Report - Receive and File

Zandra Cholmondeley, Santa Barbara CERS, SACRS Secretary

A. SACRS Business Meeting Minutes November 2023



SACRS Business Meeting Minutes
Friday, November 10, 2023
10:15 AM – 11:30 AM
Omni Rancho Las Palmas Resort & Spa
Rancho Mirage, CA
Las Palmas Ballroom

SACRS Parliamentarian – David Lantzer, San Bernardino CERA
Sergeant at Arms – Brian Williams, Sonoma CERA

Meeting called to order at 10:30 am

1. SACRS System Roll Call

Zandra Cholmondely, Santa Barbara CERS, SACRS Secretary

System Present – Alameda, Contra Costa, Fresno, Imperial, Kern, Los Angeles, Marin, Mendocino, Merced, Orange, Sacramento, San Bernardino, San Diego, San Joaquin, San Mateo, Santa Barbara, Sonoma, Stanislaus, Tulare, Ventura

2. Secretary's Report - Receive and File

Zandra Cholmondely, Santa Barbara CERS, SACRS Secretary

A. Spring 2023 SACRS Business Meeting Minutes

Motion: A motion to approve the SACRS Spring 2023 Business Meeting Minutes was made by Fresno CERA.

2nd: Sonoma CERA

Yes: Alameda, Contra Costa, Fresno, Imperial, Kern, Los Angeles, Marin, Mendocino, Merced, Orange, Sacramento, San Bernardino, San Diego, San Joaquin, San Mateo, Santa Barbara, Sonoma, Stanislaus, Tulare, Ventura

No: 0

Abstain: 0

Motion passes 20-0-0

3. Treasurer's Report - Receive and File

Jordan Kaufman, Kern CERA, SACRS Treasurer

A. July – August 2023 Financials

Discussion: Jordan Kaufman gave a verbal and written report on SACRS July – August 2024 Financials. To help generate revenue, SACRS Board of Directors factored in a sponsorship program for the Spring and Fall conferences in 2024. Due to covid 2019-2021 reduced participation at conferences, the Board has had to utilize reserved funds to help fund conferences. The goal of the Board in the coming year is to build back up the reserves to comply with the Cash Management Policy.



Motion: A motion to approve the SACRS Financial report was made by San Diego CERA.

2nd: Fresno CERA

Yes: Alameda, Contra Costa, Fresno, Imperial, Kern, Los Angeles, Marin, Mendocino, Merced, Orange, Sacramento, San Bernardino, San Diego, San Joaquin, San Mateo, Santa Barbara, Sonoma, Stanislaus, Tulare, Ventura

No: 0

Abstain: 0

Motion passes 20-0-0

4. SACRS President Report - No Action

David MacDonald, Contra Costa CERA, SACRS President

A. SACRS President Update. Verbal report, no printed materials for this item.

Discussion: David MacDonald, SACRS President, gave a verbal report on the current conference and the upcoming 70th Anniversary Celebration in 2024. He would like to see more system participation by Trustees and invited the Systems to send in highlights and important milestones to SACRS administration for inclusion in the program.

5. SACRS Legislative Committee Update – Action Item

Eric Stern, Sacramento CERS and Dave Nelsen, Alameda CERA – SACRS Legislative Committee Co-Chairs

A. 2023 Legislative Report – **No Action**

B. 2024 Legislative Proposals – **Action Item**

Discussion: Dave Nelsen and Eric Stern gave verbal and written report on the past legislative session and the proposal for 2024 SACRS Legislative platform. The SACRS Legislative Committee has developed a legislative package for consideration in the upcoming 2024 legislative session. These proposals reflect the input of SACRS member systems and are intended to provide technical and administrative clarity to various sections of the County Employees Retirement Law of 1937 (CERL or '37 Act).

Proposed amendments to the CERL include the following:

- Clarification that a retiree's pension payment can be deposited in a trust account controlled by that member. This is not intended to change the statutory intent that an ongoing pension payment must be made to a natural person; however, the amendment provides uniformity to an issue that has been interpreted differently across the '37 Act systems. SACRS' tax counsel from the Hanson Bridgett law firm has reviewed the language for appropriateness and compliance with federal and California law.
- Authority for a Board of Retirement to make payments to retirees through a prepaid account (like a debit card). This amendment is intended to accommodate retirees who may not have a traditional checking or savings account, leaving the only option to receive regular pension payments through paper check by mail or in-person. The COVID-19 pandemic and past natural disasters have shown that



the use of paper checks can be adversely affected in delivering promised benefits. This amendment only authorizes the system to utilize prepaid accounts as a payment method; it does not mandate it.

- Removal of requirement for a certified mail “return receipt” when sending notices to terminated members or beneficiaries that they have contributions or unclaimed benefits remaining with the system. Though IRS regulations require registered or certified mail for locating members and beneficiaries, the “return receipt” language found in the CERL is not an IRS requirement and reflects an outdated practice. Certified mail now allows the sender to electronically track the letter at significant cost savings.
- Direction for retirement systems to take certain actions when retired members exceed the 960-hour post-retirement employment limit. The proposed amendments would require the system to offset the member’s retirement allowance by the equivalent excess hours paid above 960 hours to ensure that the retired member is not receiving a pension and a salary outside of the prescribed limit. These amendments do not preclude retirement system from also reinstating the member into active service as the system deems necessary.

Motion: A motion to approve Item 5B SACRS 2024 Legislative Proposal was made by Fresno CERA.

2nd: Mendocino CERA

Yes: Alameda, Contra Costa, Fresno, Imperial, Kern, Los Angeles, Marin, Mendocino, Merced, Orange, Sacramento, San Bernardino, San Diego, San Joaquin, San Mateo, Santa Barbara, Sonoma, Stanislaus, Tulare, Ventura

No: Kern CERA

Abstain: 0

Motion passes 20-1-0

6. SACRS Nomination Committee – No Action

Vivian Gray, Los Angeles CERA, SACRS Nomination Committee Chair

A. SACRS Election Notice 2024-2025

Discussion: Discussion only, no action. Vivian Gray, SACRS Immediate Past President and Nomination Committee Chair, asked the Systems to alert staff and trustees that might be interested in serving on the Board, that the elections begin January 1, 2024.

7. SACRS Audit Report – No Action

Steve Delaney, Orange CERS, SACRS Audit Committee Chair

A. Audit Committee report. Verbal report, no printed materials for this item.

Discussion: Discussion only, no action. SACRS Staff reported that the annual audit will be presented to the Board in January 2024 and presented to the membership at the Spring 2024 Business Meeting.



8. SACRS Education Committee Report – No Action

JJ Popowich, Los Angeles CERA, SACRS Education Committee Chair

- A. SACRS Annual Fall Conference 2023 report. Verbal update, no printed materials for this item.

Discussion: Discussion only, no action. JJ Popowich provided a verbal report of the Education committee meeting and review of all sessions. JJ reported that the group thought it was a great conference, recognized the effort the Committee has made in presenting a diverse speaker roster. The addition of moderator Kellie DeMarco has elevated the general sessions and the overall conference. The overall sentiment was that they would have enjoyed more time in the AI session and Jamal Cyber session. The Committee will provide a full report to the Board in January 2024.

9. SACRS Program Committee Report – No Action

Adele Tagaloa, Orange CERS, SACRS Program Committee Chair

- A. Program Committee report. Verbal update, no printed materials for this item.

Discussion: Discussion only, no action. Adele Tagaloa thanked the committee members and welcome feedback via the evaluations online. Excited to include the Systems in the 70th Anniversary Celebrations.

10. SACRS Affiliate Committee Report – No Action

JoAnne Svendsgaard, SACRS Affiliate Committee Chair

- A. Affiliate Committee report. Verbal update, no printed materials for this item.

Discussion: Discussion only, no action. JoAnne Svendsgaard provided a verbal update on the Affiliate breakout and the new affiliate members. She announced that nominations to be on the Affiliate Committee will open in January 2024. Qualified members may submit their interest via the online portal on SACRS website. The selection process is available in the Affiliate Guidelines for those that want more information, or feel free to contact her directly. She also announced that her term is expiring and that she would be stepping down as the Chair of the Committee.

11. SACRS Bylaws Committee Report – No Action

Barbara Hannah, San Bernardino CERA, SACRS Bylaws Committee Chair

- A. Bylaws Committee report. Verbal update, no printed materials for this item.

Discussion: Anticipate Bylaws amendments in 2024 to clean up current language for the committees, and election cycle for the Affiliates.



12. SACRS Fall Conference Breakout Reports – No Action

A representative from each breakout will give a verbal report on their meetings. No printed materials for this item.

- A. Administrators – Eric Stern, Sacramento CERS reported that the administrators discussed. Thomas Stadelmaier, Stanislaus CERA will serve as the Spring 2024 moderator.
- B. Attorneys – Aaron Zaheen, Tulare CERA reported that the group had an enjoyable conversation, discussed cyber fraud, web accessibility and Brown Act. Barbara Hannah and David Lantzer will serve as the Spring 2024 moderators.
- C. Disability/ Operations & Benefits Combo – Carlos Barrios, Alameda CERA reported that they had a great discussion, talked about secure higher survivor benefits, safety members having better support, Contra Costa disability classification. Louis Gittens, Los Angeles CERA will serve as the Spring 2024 moderator.
- D. Internal Auditors – No report
- E. Investment Officers – No report
- F. Safety Trustees – Brian Williams, Sonoma CERA reported that they had new members attend the breakout and the conference. Brian volunteered to serve as the moderator at the Spring 2024 session.
- G. General Trustees – Adele Tagaloo, Orange CERS reported that the Trustees discussed governance and had a robust roundtable discussion . Adele volunteered to serve as the moderator at the Spring 2024 session.

13. Adjournment

Next scheduled SACRS Business Meeting will be held Friday, May 10, 2024, at the Hilton Santa Barbara Beachfront Resort, Santa Barbara, CA.

Motion: A motion to adjourn the meeting at 10:54 am was made by Santa Barbara CERS.

2nd: Fresno CERA

Yes: Alameda, Contra Costa, Fresno, Imperial, Kern, Los Angeles, Marin, Mendocino, Merced, Orange, Sacramento, San Bernardino, San Diego, San Joaquin, San Mateo, Santa Barbara, Sonoma, Stanislaus, Tulare, Ventura

No: 0

Abstain: 0

Motion passes 20-0-0



3. SACRS Treasurer's Report - Receive and File

Jordan Kaufman, Kern CERA, SACRS Treasurer

A. July 2023 – January 2024 Financials

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

Balance Sheet

As of January 31, 2024

ASSETS

Current Assets

Checking/Savings

1000 · First Foundation Bank-Checking	102,263.60
1001 · BofA Interest Checking 4389	6,646.59
1002 · First Foundation Bank ICS Acct	7,626.58

Total Checking/Savings 116,536.77

Other Current Assets

1100 · CalTrust - Medium Term	522,082.46
1107 · CalTrust Liquidity Fund	8,836.81
1110 · CAMP-SACRS Liquidity Fund	520,838.38
1201 · Deposits in Transit	-45.00

Total Other Current Assets 1,051,712.65

Total Current Assets 1,168,249.42

TOTAL ASSETS 1,168,249.42

LIABILITIES & EQUITY

Liabilities

Current Liabilities

Credit Cards

2201 · First Foundation Master Card	1,558.77
-------------------------------------	----------

Total Credit Cards 1,558.77

Total Current Liabilities 1,558.77

Total Liabilities 1,558.77

Equity

32000 · Retained Earnings 1,266,654.18

Net Income -99,963.53

Total Equity 1,166,690.65

TOTAL LIABILITIES & EQUITY 1,168,249.42

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

Profit & Loss by Class

July 2023 through January 2024

	PAST YEAR	GENERAL	FUTURE YEAR	TOTAL
Ordinary Income/Expense				
Income				
4100 · Membership Dues				
4101 · Affiliates	0.00	294,250.00	0.00	294,250.00
4102 · Non Profit - Organizations	0.00	3,000.00	0.00	3,000.00
4103 · Non Profit - Systems	0.00	10,800.00	0.00	10,800.00
4104 · Systems - Medium	0.00	52,000.00	0.00	52,000.00
4105 · Systems - Large	0.00	42,000.00	0.00	42,000.00
Total 4100 · Membership Dues	0.00	402,050.00	0.00	402,050.00
4250 · Product Income				
4251 · CERL	0.00	25.00	0.00	25.00
4254 · Website Job Board	0.00	400.00	0.00	400.00
4269 · Product Shipping	0.00	10.00	0.00	10.00
Total 4250 · Product Income	0.00	435.00	0.00	435.00
4270 · UC Berkeley Program				
4271 · Registrations	500.00	27,500.00	0.00	28,000.00
4272 · Sponsorships	0.00	25,000.00	0.00	25,000.00
4270 · UC Berkeley Program - Other	0.00	0.00	0.00	0.00
Total 4270 · UC Berkeley Program	500.00	52,500.00	0.00	53,000.00
4300 · Fall Conference Registration				
4302 · Affiliates - Regular	0.00	305,100.00	0.00	305,100.00
4303 · Affiliates - Late/Onsite	0.00	13,824.00	0.00	13,824.00
4304 · Non Profit	0.00	1,200.00	0.00	1,200.00
4305 · Systems	240.00	20,880.00	0.00	21,120.00
4306 · Non-Members	0.00	260,910.00	0.00	260,910.00
4307 · Fun Run	0.00	1,525.00	0.00	1,525.00
4308 · Yoga	0.00	720.00	0.00	720.00
4309 · Spouse	0.00	3,200.00	0.00	3,200.00
4300 · Fall Conference Registration - Other	0.00	14,073.00	0.00	14,073.00
Total 4300 · Fall Conference Registration	240.00	621,432.00	0.00	621,672.00
4350 · Spring Conference Registration				
4351 · Affiliates - Early	1,020.00	0.00	0.00	1,020.00
4352 · Affiliates - Regular	4,520.00	0.00	0.00	4,520.00
4353 · Affiliates - Late/Onsite	1,280.00	0.00	0.00	1,280.00
4354 · Non Profit	360.00	0.00	0.00	360.00
4355 · Systems	2,400.00	0.00	0.00	2,400.00
4356 · Non-Members	8,010.00	0.00	0.00	8,010.00
4357 · Fun Run	180.00	0.00	0.00	180.00
4358 · Yoga	45.00	0.00	0.00	45.00
Total 4350 · Spring Conference Registration	17,815.00	0.00	0.00	17,815.00
4900 · Interest Earned	0.00	39,224.18	0.00	39,224.18
Total Income	18,555.00	1,115,641.18	0.00	1,134,196.18
Gross Profit	18,555.00	1,115,641.18	0.00	1,134,196.18
Expense				
5000 · Administrative Fee	0.00	112,500.00	0.00	112,500.00
5002 · Awards	0.00	-902.56	0.00	-902.56

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

Profit & Loss by Class

July 2023 through January 2024

	PAST YEAR	GENERAL	FUTURE YEAR	TOTAL
5003 · Bank Charges/Credit Card Fees	0.00	29,871.10	0.00	29,871.10
5010 · Berkeley & Symposium				
5012 · Delivery & Shipping	0.00	112.55	0.00	112.55
5013 · Hotel	0.00	-594.55	0.00	-594.55
5015 · Materials/Printing/Design	0.00	1,934.16	0.00	1,934.16
5017 · UC Berkeley	0.00	366,000.00	0.00	366,000.00
Total 5010 · Berkeley & Symposium	0.00	367,452.16	0.00	367,452.16
5040 · Commissions & Fees	0.00	25.00	0.00	25.00
5041 · Consulting	0.00	9,880.00	0.00	9,880.00
5042 · Dues & Subscriptions	0.00	325.00	0.00	325.00
5050 · Fall Conference				
5051 · Audio/Visual	0.00	113,408.38	0.00	113,408.38
5052 · Delivery & Shipping	0.00	2,973.16	0.00	2,973.16
5053 · Entertainment	0.00	19,902.66	0.00	19,902.66
5054 · Hotel				
5054.1 · Wednesday Night Event	0.00	117,507.00	0.00	117,507.00
5054.2 · Conference	0.00	54,127.19	0.00	54,127.19
5054.3 · Food & Beverage	0.00	158,077.90	0.00	158,077.90
Total 5054 · Hotel	0.00	329,712.09	0.00	329,712.09
5055 · Program Material	0.00	28,012.35	0.00	28,012.35
5056 · Speakers	0.00	36,500.00	0.00	36,500.00
5057 · Supplies	0.00	252.60	0.00	252.60
5058 · Travel	0.00	12,574.50	0.00	12,574.50
5050 · Fall Conference - Other	0.00	337.80	0.00	337.80
Total 5050 · Fall Conference	0.00	543,673.54	0.00	543,673.54
5070 · Insurance	0.00	1,991.00	0.00	1,991.00
5071 · Legal & Professional Fees	0.00	3,350.00	0.00	3,350.00
5072 · Legislative Advocacy	0.00	26,189.00	0.00	26,189.00
5080 · Magazine				
5082 · Design/Printing/Etc.	0.00	4,332.91	0.00	4,332.91
5083 · Magazine - Other	0.00	10,740.00	0.00	10,740.00
Total 5080 · Magazine	0.00	15,072.91	0.00	15,072.91
6000 · Board & Committees				
6001 · Board of Directors				
6001.1 · Food & Beverage	0.00	26,264.09	0.00	26,264.09
6001.2 · Printing/Supplies	0.00	885.23	0.00	885.23
6001.3 · Travel - BOD Meetings	0.00	9,967.26	0.00	9,967.26
6001.4 · Travel - Miscellaneous BOD	0.00	1,521.92	0.00	1,521.92
6001.5 · Board Of Directors - Other	0.00	5,627.16	0.00	5,627.16
6001 · Board of Directors - Other	0.00	5,000.00	0.00	5,000.00
Total 6001 · Board of Directors	0.00	49,265.66	0.00	49,265.66
Total 6000 · Board & Committees	0.00	49,265.66	0.00	49,265.66
6010 · Office Expenses / Supplies	0.00	1,911.24	0.00	1,911.24
6011 · Postage & Delivery	0.00	5,521.07	0.00	5,521.07
6020 · Spring Conference				
6022 · Delivery & Shipping	0.00	900.00	0.00	900.00

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

Profit & Loss by Class

July 2023 through January 2024

	PAST YEAR	GENERAL	FUTURE YEAR	TOTAL
6024 · Hotel				
6024.2 · Conference	0.00	34,203.62	0.00	34,203.62
6024 · Hotel - Other	0.00	-1,064.88	0.00	-1,064.88
Total 6024 · Hotel	0.00	33,138.74	0.00	33,138.74
6025 · Program Material	0.00	-808.07	0.00	-808.07
Total 6020 · Spring Conference	0.00	33,230.67	0.00	33,230.67
6051 · Taxes & Licenses	0.00	1,050.38	0.00	1,050.38
6053 · Technology/AMS/Website	0.00	33,198.82	0.00	33,198.82
6054 · Travel	0.00	554.72	0.00	554.72
Total Expense	0.00	1,234,159.71	0.00	1,234,159.71
Net Ordinary Income	18,555.00	-118,518.53	0.00	-99,963.53
	18,555.00	-118,518.53	0.00	-99,963.53

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

Profit & Loss Budget vs. Actual

July 2023 through January 2024

	Jul '23 - Jan 24	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Income				
4100 · Membership Dues				
4101 · Affiliates	294,250.00	322,500.00	-28,250.00	91.24%
4102 · Non Profit - Organizations	3,000.00	3,000.00	0.00	100.0%
4103 · Non Profit - Systems	10,800.00	6,500.00	4,300.00	166.15%
4104 · Systems - Medium	52,000.00	52,000.00	0.00	100.0%
4105 · Systems - Large	42,000.00	42,000.00	0.00	100.0%
Total 4100 · Membership Dues	402,050.00	426,000.00	-23,950.00	94.38%
4200 · Webinar Symposium Registration				
4201 · Affiliates - Early	0.00	0.00	0.00	0.0%
4202 · Affiliates - Regular	0.00	1,250.00	-1,250.00	0.0%
4203 · Affiliates - Late/Onsite	0.00	0.00	0.00	0.0%
4204 · Non Profit	0.00	0.00	0.00	0.0%
4205 · Systems	0.00	1,250.00	-1,250.00	0.0%
4206 · Non-Members	0.00	2,000.00	-2,000.00	0.0%
Total 4200 · Webinar Symposium Registration	0.00	4,500.00	-4,500.00	0.0%
4250 · Product Income				
4251 · CERL	25.00	200.00	-175.00	12.5%
4252 · Roster	0.00	0.00	0.00	0.0%
4253 · Website Advertising	0.00	0.00	0.00	0.0%
4254 · Website Job Board	400.00	0.00	400.00	100.0%
4255 · Magazine Advertising	0.00	0.00	0.00	0.0%
4256 · On Demand Education	0.00	0.00	0.00	0.0%
4257 · Trustee Handbooks	0.00	0.00	0.00	0.0%
4269 · Product Shipping	10.00	0.00	10.00	100.0%
Total 4250 · Product Income	435.00	200.00	235.00	217.5%
4270 · UC Berkeley Program				
4271 · Registrations	28,000.00	80,000.00	-52,000.00	35.0%
4272 · Sponsorships	25,000.00	40,000.00	-15,000.00	62.5%
4273 · Spouse	0.00	1,000.00	-1,000.00	0.0%
4270 · UC Berkeley Program - Other	0.00			
Total 4270 · UC Berkeley Program	53,000.00	121,000.00	-68,000.00	43.8%
4300 · Fall Conference Registration				
4301 · Affiliates - Early	0.00	0.00	0.00	0.0%
4302 · Affiliates - Regular	305,100.00	271,200.00	33,900.00	112.5%
4303 · Affiliates - Late/Onsite	13,824.00	84,480.00	-70,656.00	16.36%
4304 · Non Profit	1,200.00	1,500.00	-300.00	80.0%
4305 · Systems	21,120.00	20,000.00	1,120.00	105.6%
4306 · Non-Members	260,910.00	224,280.00	36,630.00	116.33%
4307 · Fun Run	1,525.00	500.00	1,025.00	305.0%
4308 · Yoga	720.00	100.00	620.00	720.0%
4309 · Spouse	3,200.00	5,000.00	-1,800.00	64.0%
4300 · Fall Conference Registration - Other	14,073.00			
Total 4300 · Fall Conference Registration	621,672.00	607,060.00	14,612.00	102.41%

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

Profit & Loss Budget vs. Actual

July 2023 through January 2024

	Jul '23 - Jan 24	Budget	\$ Over Budget	% of Budget
4350 · Spring Conference Registration				
4351 · Affiliates - Early	1,020.00	0.00	1,020.00	100.0%
4352 · Affiliates - Regular	4,520.00	271,200.00	-266,680.00	1.67%
4353 · Affiliates - Late/Onsite	1,280.00	84,480.00	-83,200.00	1.52%
4354 · Non Profit	360.00	1,500.00	-1,140.00	24.0%
4355 · Systems	2,400.00	20,000.00	-17,600.00	12.0%
4356 · Non-Members	8,010.00	224,280.00	-216,270.00	3.57%
4357 · Fun Run	180.00	500.00	-320.00	36.0%
4358 · Yoga	45.00	100.00	-55.00	45.0%
4359 · Spouse	0.00	5,000.00	-5,000.00	0.0%
Total 4350 · Spring Conference Registration	17,815.00	607,060.00	-589,245.00	2.94%
4900 · Interest Earned	39,224.18	0.00	39,224.18	100.0%
Total Income	1,134,196.18	1,765,820.00	-631,623.82	64.23%
Gross Profit	1,134,196.18	1,765,820.00	-631,623.82	64.23%
Expense				
5000 · Administrative Fee	112,500.00	225,000.00	-112,500.00	50.0%
5001 · Administrative Services	0.00	500.00	-500.00	0.0%
5002 · Awards	-902.56	500.00	-1,402.56	-180.51%
5003 · Bank Charges/Credit Card Fees	29,871.10	36,000.00	-6,128.90	82.98%
5010 · Berkeley & Symposium				
5011 · Audio/Visual	0.00	8,204.00	-8,204.00	0.0%
5012 · Delivery & Shipping	112.55	0.00	112.55	100.0%
5013 · Hotel	-594.55	0.00	-594.55	100.0%
5014 · Food & Beverage	0.00	12,500.00	-12,500.00	0.0%
5015 · Materials/Printing/Design	1,934.16	1,000.00	934.16	193.42%
5016 · Travel	0.00	1,000.00	-1,000.00	0.0%
5017 · UC Berkeley	366,000.00	240,000.00	126,000.00	152.5%
Total 5010 · Berkeley & Symposium	367,452.16	262,704.00	104,748.16	139.87%
5020 · Webinar Symposium				
5021 · Webinar Speaker	0.00	0.00	0.00	0.0%
5022 · Webinar Technology	0.00	25,000.00	-25,000.00	0.0%
5023 · Webinar Misc	0.00	0.00	0.00	0.0%
Total 5020 · Webinar Symposium	0.00	25,000.00	-25,000.00	0.0%
5030 · CERL				
5031 · Materials/Printing/Design	0.00	16,500.00	-16,500.00	0.0%
5032 · Shipping	0.00	1,300.00	-1,300.00	0.0%
Total 5030 · CERL	0.00	17,800.00	-17,800.00	0.0%
5039 · Charitable Contributions	0.00	0.00	0.00	0.0%
5040 · Commissions & Fees	25.00	15,000.00	-14,975.00	0.17%
5041 · Consulting	9,880.00	21,192.00	-11,312.00	46.62%
5042 · Dues & Subscriptions	325.00	3,700.00	-3,375.00	8.78%
5050 · Fall Conference				
5051 · Audio/Visual	113,408.38	103,000.00	10,408.38	110.11%
5052 · Delivery & Shipping	2,973.16	2,500.00	473.16	118.93%
5053 · Entertainment	19,902.66	6,500.00	13,402.66	306.2%

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

Profit & Loss Budget vs. Actual

July 2023 through January 2024

	Jul '23 - Jan 24	Budget	\$ Over Budget	% of Budget
5054 · Hotel				
5054.1 · Wednesday Night Event	117,507.00	82,500.00	35,007.00	142.43%
5054.2 · Conference	54,127.19	35,000.00	19,127.19	154.65%
5054.3 · Food & Beverage	158,077.90	275,000.00	-116,922.10	57.48%
Total 5054 · Hotel	329,712.09	392,500.00	-62,787.91	84.0%
5055 · Program Material	28,012.35	25,000.00	3,012.35	112.05%
5056 · Speakers	36,500.00	50,000.00	-13,500.00	73.0%
5057 · Supplies	252.60	500.00	-247.40	50.52%
5058 · Travel	12,574.50	15,000.00	-2,425.50	83.83%
5050 · Fall Conference - Other	337.80			
Total 5050 · Fall Conference	543,673.54	595,000.00	-51,326.46	91.37%
5070 · Insurance	1,991.00	5,000.00	-3,009.00	39.82%
5071 · Legal & Professional Fees	3,350.00	25,000.00	-21,650.00	13.4%
5072 · Legislative Advocacy	26,189.00	62,808.00	-36,619.00	41.7%
5080 · Magazine				
5081 · Delivery & Shipping	0.00	600.00	-600.00	0.0%
5082 · Design/Printing/Etc.	4,332.91	15,000.00	-10,667.09	28.89%
5083 · Magazine - Other	10,740.00	8,000.00	2,740.00	134.25%
5080 · Magazine - Other	0.00	0.00	0.00	0.0%
Total 5080 · Magazine	15,072.91	23,600.00	-8,527.09	63.87%
6000 · Board & Committees				
6001 · Board of Directors				
6001.1 · Food & Beverage	26,264.09	25,000.00	1,264.09	105.06%
6001.2 · Printing/Supplies	885.23	0.00	885.23	100.0%
6001.3 · Travel - BOD Meetings	9,967.26	10,000.00	-32.74	99.67%
6001.4 · Travel - Miscellaneous BOD	1,521.92	10,000.00	-8,478.08	15.22%
6001.5 · Board Of Directors - Other	5,627.16	10,000.00	-4,372.84	56.27%
6001 · Board of Directors - Other	5,000.00			
Total 6001 · Board of Directors	49,265.66	55,000.00	-5,734.34	89.57%
6002 · Legislative Committee Meetings	0.00	0.00	0.00	0.0%
6003 · Program Committee Meetings	0.00	0.00	0.00	0.0%
6004 · Nominating Committee Meetings	0.00	0.00	0.00	0.0%
6005 · Audit Committee Meetings	0.00	0.00	0.00	0.0%
6006 · Education Committee Meetings	0.00	0.00	0.00	0.0%
6007 · ByLaws Committee Meetings	0.00	0.00	0.00	0.0%
Total 6000 · Board & Committees	49,265.66	55,000.00	-5,734.34	89.57%
6010 · Office Expenses / Supplies	1,911.24	2,500.00	-588.76	76.45%
6011 · Postage & Delivery	5,521.07	8,500.00	-2,978.93	64.95%
6020 · Spring Conference				
6021 · Audio/Visual	0.00	103,000.00	-103,000.00	0.0%
6022 · Delivery & Shipping	900.00	2,500.00	-1,600.00	36.0%
6023 · Entertainment	0.00	6,500.00	-6,500.00	0.0%
6024 · Hotel				
6024.1 · Wednesday Night Event	0.00	82,500.00	-82,500.00	0.0%
6024.2 · Conference	34,203.62	0.00	34,203.62	100.0%

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

Profit & Loss Budget vs. Actual

July 2023 through January 2024

	Jul '23 - Jan 24	Budget	\$ Over Budget	% of Budget
6024.3 · Food & Beverage	0.00	275,000.00	-275,000.00	0.0%
6024 · Hotel - Other	-1,064.88			
Total 6024 · Hotel	33,138.74	357,500.00	-324,361.26	9.27%
6025 · Program Material	-808.07	25,000.00	-25,808.07	-3.23%
6026 · Speakers	0.00	50,000.00	-50,000.00	0.0%
6027 · Supplies	0.00	1,000.00	-1,000.00	0.0%
6028 · Travel	0.00	15,000.00	-15,000.00	0.0%
Total 6020 · Spring Conference	33,230.67	560,500.00	-527,269.33	5.93%
6050 · Strategic Facilitator	0.00	0.00	0.00	0.0%
6051 · Taxes & Licenses	1,050.38	600.00	450.38	175.06%
6053 · Technology/AMS/Website	33,198.82	42,000.00	-8,801.18	79.05%
6054 · Travel	554.72	2,000.00	-1,445.28	27.74%
Total Expense	1,234,159.71	1,989,904.00	-755,744.29	62.02%
Net Ordinary Income	-99,963.53	-224,084.00	124,120.47	44.61%
	-99,963.53	-224,084.00	124,120.47	44.61%



4. SACRS President Report - No Action

David MacDonald, Contra Costa CERA, SACRS President

A. SACRS President Update

No printed materials for this item



5. SACRS Legislative Committee Report – No Action

Eric Stern, Sacramento CERS and Dave Nelsen, Alameda CERA, SACRS Legislative Committee Co-Chairs

A. Legislative Committee Report



EDELSTEIN GILBERT ROBSON & SMITH^{LLC}

Donald B. Gilbert Michael R. Robson Trent E. Smith Jason D. Ikerd^{Associate}

April 4th, 2024

TO: State Association of County Retirement Systems
FROM: Edelstein Gilbert Robson & Smith, LLC
RE: **Legislative Update – April 2024**

The Legislature returned from its Spring Recess on March 21st and committee hearings are in full swing. April is traditionally the busiest month of the year for the Legislature as the newly introduced bills must be passed out of policy committees by the end of the month. Some of the committee agendas will be very long and hearings commonly go well into the evening. Most of May and early June will be dedicated to addressing the State's massive budget deficit, which is estimated to be between \$37 and \$73 billion, depending on who you ask. So far, the Governor and Legislature have failed to agree on an "early action" budget compromise intended to shrink the deficit by making cuts in the current budget year. The stalemate on cutting some non-controversial items in the current year does not bode well for the larger budget decisions that must be made by the June 15 deadline to pass a State Budget.

A few bills of interest to SACRS have recently been amended, which we have outlined below:

- **AB 3025** – This is an amended spot bill. The new text of requires county retirement systems to adjust benefits for retired members, survivors, or beneficiaries whose final compensation included disallowed compensation, crediting contributions made on the disallowed compensation, and establishing conditions for repayment by employers, while also authorizing employers to submit proposed compensation items for pension calculations for review and guidance from the retirement system. SACRS Legislative Committee Co-Chairs met with the sponsors of AB 3025 and are working collaboratively to make sure SACRS systems can properly implement the bill.

- **SB 1499** – This measure aligns the Personal Income Tax Law with federal law by adjusting catch-up limits for retirement contributions based on age and increasing contribution limits for simple plans, while also requiring additional information for any bill authorizing a new tax expenditure. Amended to strike Sections 408(p)(2) and Section 414(v)(2) of the line 16 Internal Revenue Code from applying. The amendments also establish a 2029 deadline for the Legislative Analyst’s Office to submit a report on how many taxpayers are utilizing these tax benefits.
- **SB 908** – This bill, previously the Government Transparency Act Initiative, has been gutted and amended. It is now a public health bill on fentanyl and will be removed from the SACRS tracking list.
- **AB 2770** – As amended, this bill revises the interest calculation for purchasing additional service credit and redepositing retirement contributions in the State Teachers’ Retirement System, requiring members to sign and return necessary documents within 35 days, and extends the repeal date for disability retirement provisions related to post-traumatic stress disorder; it also removes return receipt requirements for the payment of accumulated contributions to discontinued members and makes technical changes to the Judges’ Retirement Law. This bill recently passed out of committee.
- **SB 1240** – This bill allows a successor agency for the El Dorado County Fire Protection District and the Diamond Springs Fire Protection District to provide their employees with the defined benefit plan or formula they received prior to annexation, making legislative findings and declarations for the necessity of a special statute for the County of El Dorado, and declaring it to take effect immediately as an urgency statute. Amended to strike language requiring the successor agency to designate surviving contracts within 180 days of the annexation.
- **SB 1260** – This bill was gutted and amended. Previously, this bill would have established the Office of the Inspector General for the Public Employees’ Retirement System (CalPERS), appointing an Inspector General to oversee internal investigations, the disciplinary process, and audits or reviews of CalPERS. Now, this is a transportation bill regarding high-speed rail and will be removed from the SACRS tracking list.
- **AB 2284** – authorizes a retirement system, to the extent that it has not defined work classification “grades” to define “grade” to mean a number of employees considered together because they share similarities in job duties, schedules, unit recruitment requirements, work location, collective bargaining unit, or other logical work-related grouping. SACRS Legislative Committee Co-Chairs met with the sponsors and will continue to work on the bill to ensure it can be enacted in compliance with PEPRA.

- **AB 2474** – amends the County Employees Retirement Law of 1937 regarding benefit payments and overpayments, allowing for retirement allowances or benefits to be deposited into prepaid accounts, extending the period of employment for retired persons in certain positions, and considering a retired person's retirement allowance as an overpayment subject to collection if they are employed beyond specified limits. This bill continues to be discussed with amendments forthcoming.
- **AB 2301** – As amended, this bill, the Sacramento Area Sewer District Pension Protection Act of 2024, would transfer employees and associated obligations from the County of Sacramento to the Sacramento Area Sewer District, ensuring continuity of retirement benefits and assuming rights and obligations under existing retirement laws, with legislative findings emphasizing the necessity of a special statute for the County of Sacramento, and declaring it an urgency statute to take effect immediately.



6. SACRS Nomination Committee Report - Action

Vivian Gray, Los Angeles CERA, SACRS Nomination Committee Chair

A. SACRS Board of Directors Elections 2024-2025



March 14, 2024

To: SACRS Trustees & SACRS Administrators/CEO's
From: Vivian Gray, SACRS Immediate Past President, Nominating Committee Chair
SACRS Nominating Committee
Re: SACRS Board of Director Elections 2024-2025 - Elections Notice

SACRS BOD 2024-2025 election process began January 1, 2024. Please provide this election notice to your Board of Trustees and Voting Delegates.

DEADLINE	DESCRIPTION
March 1, 2024	Any regular member may submit nominations for the election of a Director to the Nominating Committee, provided the Nominating Committee receives those nominations no later than noon on March 1 of each calendar year regardless of whether March 1 is a Business Day. Each candidate may run for only one office. Write-in candidates for the final ballot, and nominations from the floor on the day of the election, shall not be accepted.
March 25, 2024	The Nominating Committee will report a final ballot to each regular member County Retirement System prior to March 25
May 10, 2024	Nomination Committee to conduct elections during the SACRS Business Meeting at the Spring Conference
May 10, 2024	Board of Directors take office for 1 year

Per SACRS Bylaws, Article VIII, Section 1. Board of Director and Section 2. Elections of Directors:

Section 1. Board of Directors. *The Board shall consist of the officers of SACRS as described in Article VI, Section 1, the immediate Past President, and two (2) regular members*

A. Immediate Past President. *The immediate Past President, while he or she is a regular member of SACRS, shall also be a member of the Board. In the event the immediate Past President is unable to serve on the Board, the most recent Past President who qualifies shall serve as a member of the Board.*

B. Two (2) Regular Members. *Two (2) regular members shall also be members of the Board with full voting rights.*

Section 2. Elections of Directors. *Any regular member may submit nominations for the election of a Director to the Nominating Committee, provided the Nominating Committee receives those nominations no later than noon on March 1 of each calendar year regardless of whether March 1 is a Business Day. Each candidate may run for only one office. Write-in candidates for the final ballot, and nominations from the floor on the day of the election, shall not be accepted.*



The Nominating Committee will report its suggested slate, along with a list of the names of all members who had been nominated, to each regular member County Retirement System prior to March 25.

The Administrator of each regular member County Retirement System shall be responsible for communicating the Nominating Committee's suggested slate to each trustee and placing the election of SACRS Directors on his or her board agenda. The Administrator shall acknowledge the completion of these responsibilities with the Nominating Committee.

Director elections shall take place during the first regular meeting of each calendar year. The election shall be conducted by an open roll call vote, and shall conform to Article V, Sections 6 and 7 of these Bylaws.

Newly elected Directors shall assume their duties at the conclusion of the meeting at which they are elected, with the exception of the office of Treasurer. The incumbent Treasurer shall co-serve with the newly elected Treasurer through the completion of the current fiscal year.

The elections are being held at the SACRS Spring Conference May 7-10, 2024. Elections take place during the Annual Business meeting on Friday, May 10, 2024, in Santa Barbara at the Hilton Santa Barbara Beachfront Resort.

SACRS Nominating Committee Recommended Slate:

- President – David MacDonald, Contra Costa CERA
- Vice President – Adele Tagaloa, Orange CERS
- Treasurer – Jordan Kaufman, Kern CERA
- Secretary – Zandra Cholmondeley, Santa Barbara CERS
- Regular Member – David Gilmore, San Diego CERA
- Regular Member – Rhonda Biesemeier, Stanislaus CERA

Other Nominations Submitted:

- Daniel Vasquez, Marin CERA
- Alysia Bonner, Fresno CERA

Please prepare your voting delegate to have the ability to vote by the recommended ballot and by each position separately.

If you have any questions, please contact Vivian Gray at vgray@lacera.com.

Thank you for your prompt attention to this timely matter.

Sincerely,

Vivian Gray

Vivian Gray, Trustee, Los Angeles CERA and SACRS Nominating Committee Chair

CC: SACRS Board of Directors
SACRS Nominating Committee Members
Sulema H. Peterson, SACRS Executive Director

Attached: Nominee Submissions

President, David MacDonald, Contra Costa CERA



David J MacDonald, MD



January 19, 2024

SACRS Nominating Committee
Vivian Gray, Chair

Dear Ms. Gray,

I would like to express my interest in running as President for the SACRS' Board of Directors for the 2024/2025 year.

I was first elected to the SACRS board in 2020 and currently serve as the SACRS President. I am also an elected trustee of the CCCERA Retirement Board (since 2016) and currently serve as the CCCERA Board Vice Chair. I appreciate the level of responsibility entrusted to me in looking after our members' retirement plans. I understand the incredible value of a defined benefit plan for my coworkers and our retirees.

I have a long history of dedicated service to my coworkers and union members, and I carry this spirit into my role as an elected trustee. My work with SACRS has meant further education and inspiration from the SACRS organization via its conferences and programs. SACRS has enhanced my abilities to serve as an effective CCCERA trustee.

I desire to continue my service on the SACRS board. My roles on the SACRS board have been incredibly valuable to me. My work in SACRS allows me to further promote, protect and build upon pension programs under CERL for county public employees statewide. We have good momentum with SACRS that will mean the further constructive evolution of our organization.

Thank you for your time and consideration.

Sincerely and respectfully,

David J MacDonald, MD



SACRS Board of Directors Elections 2024-2025

All interested candidates must complete this form and submit along with a letter of intent. **Both the form and the letter of intent must be submitted no later than March 1, 2024.** Please submit to the Nominating Committee Chair at vgray@lacera.com AND to SACRS at sulema@sacrs.org. If you have any questions, please feel free to contact Sulema Peterson at SACRS at (916) 701-5158.

Name of Candidate	Name: David J. MacDonald, MD
Candidate Contact Information (Please include – Phone Number, Email Address and Mailing Address)	Mailing Address: [REDACTED] Email Address: dmacdcccera@gmail.com Phone: [REDACTED]
Name of Retirement System Candidate Currently Serves On	System Name: CCCERA
List Your Current Position on Retirement Board (Chair, Alternate, Retiree, General Elected, Etc)	<input type="radio"/> Chair <input type="radio"/> Alternate <input type="radio"/> General Elected <input type="radio"/> Retiree <input checked="" type="radio"/> Other - Vice Chair X (elected board member)
Applying for SACRS Board of Directors Position (select only one)	<input checked="" type="radio"/> President X <input type="radio"/> Vice President <input type="radio"/> Treasurer <input type="radio"/> Secretary <input type="radio"/> Regular Member
Brief Bio	* SACRS Board of Directors, Member – 2020-2021 & 2021-2022 * SACRS Vice President – 2022-2023 * SACRS President – 2023-2024 * Vice Chair, CCCERA Board of Retirement * Elected general member trustee of CCCERA since 2016 * President, Physicians', and Dentists of Contra Costa (PDOCC), since 2010 (Union for health care providers working at Contra Costa County). * 30 years serving on the PDOCC Executive Board, including many years as Vice President and President. * 33 years of service to Contra Costa County as a physician working in the Department of Health Services. * Education/Pension Trustee Certificates: - Bachelor of Science, Biology – UC Irvine - Doctor of Medicine – UC Irvine - UC Berkeley (SACRS) – Modern Investment Theory & Practice for Retirement Systems - Wharton Business School – Portfolio Concepts & Management - IFEBP – CAPPP program, Trustees Master's Program - CALAPRS Trustee Education – Principles of Pension Governance

Vice President, Adele Tagaloa, OCERS



Serving the Active and Retired Members of:

CITY OF SAN JUAN
CAPISTRANO

COUNTY OF ORANGE

ORANGE COUNTY
CEMETERY DISTRICT

ORANGE COUNTY CHILDREN &
FAMILIES COMMISSION

ORANGE COUNTY
DEPARTMENT OF EDUCATION
(CLOSED TO NEW MEMBERS)

ORANGE COUNTY
EMPLOYEES RETIREMENT
SYSTEM

ORANGE COUNTY FIRE
AUTHORITY

ORANGE COUNTY IN-HOME
SUPPORTIVE SERVICES PUBLIC
AUTHORITY

ORANGE COUNTY LOCAL
AGENCY FORMATION
COMMISSION

ORANGE COUNTY PUBLIC LAW
LIBRARY

ORANGE COUNTY
SANITATION DISTRICT

ORANGE COUNTY
TRANSPORTATION
AUTHORITY

SUPERIOR COURT OF
CALIFORNIA, COUNTY
OF ORANGE

TRANSPORTATION
CORRIDOR AGENCIES

UCI MEDICAL CENTER AND
CAMPUS (CLOSED TO NEW
MEMBERS)

February 21, 2024

By Mail and Electronic Mail [vgray@lacera.com]

Ms. Vivian Gray
SACRS Nominating Committee Chair
SACRS
840 Richards Blvd.
Sacramento, CA 95811

Re: NOMINATION FOR SACRS BOARD OF DIRECTORS ELECTION 2024-2025

Dear Ms. Gray:

As a regular member of SACRS, the Orange County Employees Retirement System (OCERS) is entitled, under the SACRS Bylaws, Article VIII, Section 2, to submit nominations for the election of directors for the SACRS Board of Directors.

On February 21, 2024, the OCERS Board of Retirement met and took action to nominate OCERS trustee, Adele Tagaloe, for the position of her choosing on the SACRS Board of Directors and directed me to submit this nomination to the SACRS Nominating Committee. Ms. Tagaloe intends to pursue the position of VICE PRESIDENT of the SACRS Board and will forward her submission form directly to SACRS.

Accordingly, please accept this letter as **OCERS' nomination of OCERS Trustee, Adele Tagaloe, for election to the position of VICE PRESIDENT of the SACRS Board of Directors at the 2024-2025 SACRS Board of Directors Election to take place on May 10, 2024.**

Please do not hesitate to contact me at (714) 558-6222 if you have any questions or require additional information. Thank you.

Best regards,

Steve Delaney
Chief Executive Officer

cc: Sulema H. Peterson, SACRS Administrator

Adele M. Tagaloa

2223 East Wellington Ave, Suite 100, Santa Ana, CA 92804 | [REDACTED] | atagaloa@ocers.org

February 25, 2024

Ms. Vivian Gray
SACRS Immediate Past President, Nominating Committee Chair
State Association of County Retirement Systems (SACRS)
840 Richards Blvd
Sacramento, CA 95811

Dear Ms. Vivian Gray:

Please accept this letter of my intent to run for SACRS Board of Directors for the office of Vice President.

I believe I am qualified to serve as Vice President based on my thirteen years of leadership positions in my employee labor organization, serving 1.8 million registered voters by providing transparent, accurate and secure elections, over 16 years in the non-profit and private sector and most importantly, as a Trustee on the Orange County Employees Retirement System. Most recently, serving on SACRS Vice President and Chair of the Programming Committee for the year 2023-2024 collaborating to enhance high-quality education for our trustees, with affiliates, staff and other CERL counties ensuring pension security.

I hold a passion for democracy, organized labor, and education accessibility that encompasses everything in my career and life. Since I have been elected to the OCERS Board of Retirement, trustee education has been one of my main priorities. All thought the last two years has proven a challenge for in-person conferences and education, this did not deter me from attending as many different organization's education, on any platform that I could. With that experience, in my opinion, SACRS is the leading organization for public pension organizations.

While attending SACRS Fall Conference in 2021, the level of professionalism and outstanding leadership, solidified my desire to be more than an attendee at SACRS. I have found an organization that understands the challenge and importance of pensions, education and duty, for trustees in our CERL 37 Act Systems. I have shared to many about the fantastic speakers and the subjects that reach beyond pensions. This past year serving as your SACRS Secretary, has allowed me to represent trustees, for example:

- Based on feedback, submitting topics and speakers that would benefit trustees, investment staff, and affiliates
- Commitment to working on long-term goals for all our members

Using my leadership experience, it is my goal to continue to share all the benefits of SACRS to members and to continue to make SACRS the premier pension organization in a changing world.

It would be an honor to serve on the SACRS Board of Directors as Vice President and truly appreciate your consideration.

Sincerely,

Adele Tagaloa

Adele Tagaloa
Trustee, General Member-Elected
Orange County Employees Retirement System (OCERS)



SACRS Nomination Submission Form SACRS Board of Directors Elections 2024-2025

All interested candidates must complete this form and submit along with a letter of intent. **Both the form and the letter of intent must be submitted no later than March 1, 2024.** Please submit to the Nominating Committee Chair at vgray@lacera.com AND to SACRS at sulema@sacrs.org. If you have any questions, please feel free to contact Sulema Peterson at SACRS at (916) 701-5158.

Name of Candidate	Name: Adele Tagaloa
Candidate Contact Information (Please include – Phone Number, Email Address and Mailing Address)	Mailing Address: 2223 East Wellington Ave, Suite 100 Santa Ana, CA 92701 Email Address: atagaloa@ocers.org Phone: [REDACTED]
Name of Retirement System Candidate Currently Serves On	System Name: Orange County Employees Retirement System (OCERS)
List Your Current Position on Retirement Board (Chair, Alternate, Retiree, General Elected, Etc)	<input checked="" type="radio"/> Chair <input type="radio"/> Alternate <input checked="" type="radio"/> General Elected <input type="radio"/> Retiree <input type="radio"/> Other _____
Applying for SACRS Board of Directors Position (select only one)	<input type="radio"/> President <input checked="" type="radio"/> Vice President <input type="radio"/> Treasurer <input type="radio"/> Secretary <input type="radio"/> Regular Member
Brief Bio in Paragraph Format (CV format and screenshot photos will not be accepted)	<ul style="list-style-type: none"> • Vice President, SACRS • Programming Committee Chair, SACRS • Elected General Member Trustee, OCERS, 2020 to present • Over 14 years of service to the County of Orange • Proudly serving 1.8 million registered voters at the Registrar of Voters • Chair, OCERS Disability Committee 2020 to 2022 • Vice Chair, OCERS Investment Committee 2022 • Chair, OCERS Investment Committee 2023 • OCERS Governance Committee member 2022 • Union Steward, Orange County Employees Association (OCEA) 2012 to present • Board of Directors, OCEA 2018 to present <p>Public Pension Trustee Certificates: NCPERS - Accredited Fiduciary Program - Accredited Fiduciary designation 2024 Public Pension Investment Management Program - UC Berkeley CALAPRS Principles of Pension Governance and Principles for Trustees Completed 209 hours of education, 2023</p>

Treasurer, Jordan Kaufman, Kern CERA



Jordan Kaufman
Treasurer and Tax Collector
Chase Nunneley
Assistant Treasurer and Tax Collector

January 16, 2024

Vivian Gray, Nominating Committee Chairman
State Association of County Retirement Systems

Re: Letter of interest to continue on the Board of Directors of SACRS in the position of Treasurer

Dear Vivian and members of the Nominating Committee,

Thank you for the opportunity to express my interest in continuing on the SACRS Board of Directors in the position of Treasurer. I believe that I have the knowledge, experience and motivation to add value to the Board. I am in my third term as the elected Kern County Treasurer-Tax Collector, and I am an 19 year member of the Kern County Employees Retirement Association (KCERA) as a general elected, alternate, and statutory trustee. I have a deep background in public fund investment and retirement plan administration and I am or have been the Treasurer of many organizations and associations.

As the elected Treasurer-Tax Collector, I manage the County's \$6.7 billion treasury pool, provide banking services to over 200 different county agencies and districts, and collect over \$1.6 billion in local property taxes. I am also the Plan Administrator for the County's 457(b) deferred compensation plan with over \$700 million in participant assets.

I am or have been the Treasurer of the following entities: County of Kern; California Association of County Treasurer's and Tax Collectors (CACTTC); United Way of Kern County; Boy Scouts of America Southern Sierra Council; California Statewide Communities Development Authority (CSCDA); and Kern County Management Council.

I have dedicated my career to public service and I am proud to serve the residents of Kern County and the employees of the County of Kern and I feel that I can continue to bring value to SACRS Board of Directors. Thank you in advance for your consideration and feel free to call me if you have any questions at 661-204-1510.

Sincerely,

Jordan Kaufman
Kern County Treasurer-Tax Collector
Deferred Compensation Plan Administrator

Attachment

M:\Administration\SACRS\SACRS Board Letter of Interest.doc



**SACRS Nomination Submission Form
SACRS Board of Directors Elections 2024-2025**

All interested candidates must complete this form and submit along with a letter of intent. **Both the form and the letter of intent must be submitted no later than March 1, 2024.** Please submit to the Nominating Committee Chair at vgray@lacera.com **AND** to SACRS at sulema@sacrs.org. If you have any questions, please feel free to contact Sulema Peterson at SACRS at (916) 701-5158.

Name of Candidate	Name: Jordan Kaufman
Candidate Contact Information (Please include – Phone Number, Email Address and Mailing Address)	Mailing Address: 1115 Truxtun Avenue, 2nd Floor Bakersfield, CA 93301 Email Address: jkaufman@kerncounty.com Phone: 661-204-1510
Name of Retirement System Candidate Currently Serves On	System Name: Kern CERA
List Your Current Position on Retirement Board (Chair, Alternate, Retiree, General Elected, Etc)	<input type="radio"/> Chair <input type="radio"/> Alternate <input type="radio"/> General Elected <input type="radio"/> Retiree <input checked="" type="radio"/> Other <u>Statutory</u>
Applying for SACRS Board of Directors Position (select only one)	<input type="radio"/> President <input type="radio"/> Vice President <input checked="" type="radio"/> Treasurer <input type="radio"/> Secretary <input type="radio"/> Regular Member
Brief Bio in Paragraph Format (CV format and screenshot photos will not be accepted)	<p>I am the current SACRS Treasurer and am excited for the opportunity to continue in this role. I am in my third term as the elected Kern County Treasurer-Tax Collector with fiduciary responsibility over the \$6.7 billion Treasury Investment Pool and the responsibility of annually collecting over \$1.6 billion in local property taxes. I am also the Plan Administrator for the \$700 million deferred compensation plan for County employees. Prior to being elected, I became the assistant Treasurer-Tax Collector in 2006. Prior to 2006, I spent over a decade in the County Administrative Office where I performed budget and policy analysis and was involved in the issuance of various types of municipal bonds for the County. I am the Treasurer and past Chairman of the United Way of Kern County, Trustee and past Chairman of the Kern County Employees Retirement Association (KCERA), Vice Chair of the California Statewide Communities Development Authority (CSCDA), Treasurer of the Boy Scouts of America Southern Sierra Council. I have a Bachelor of Science degree in Industrial Technology from Cal Poly San Luis Obispo. I live in Bakersfield with my beautiful wife Kristen and we have four children.</p>

Secretary, Zandra Cholmondeley, Santa Barbara CERS

From: [Zandra Cholmondeley](#)
To: [Vivian Gray](#); [Sulema Peterson](#)
Subject: Letter of Intent to serve as Secretary, SACRS Board of Directors
Date: Monday, February 26, 2024 1:19:41 PM

Dear Ms. Gray,

I hereby express my interest in serving as Secretary on the SACRS Board of Directors for the 2024-25 term of office.

I have been a regular attendee at SACRS conferences since 2009, when I joined the Board of Directors the Santa Barbara County Employees' Retirement System as elected retiree trustee. I currently serve as Secretary (2023-24) and have previously served as Secretary on the SACRS Board of Directors in 2013-14. I have also served on the SACRS program committee over the past 11 years and have contributed to the lineup of speakers and panelists at SACRS conferences during this period.

I would be honored to continue to serve as Secretary on the SACRS Board of Directors.

Yours sincerely,
Zandra Cholmondeley,
Elected Retiree Trustee,
Santa Barbara County Employees' Retirement System

Sent from my iPad



SACRS Nomination Submission Form
SACRS Board of Directors Elections 2024-2025

All interested candidates must complete this form and submit along with a letter of intent. **Both the form and the letter of intent must be submitted no later than March 1, 2024.** Please submit to the Nominating Committee Chair at vgray@lacera.com AND to SACRS at sulema@sacrs.org. If you have any questions, please feel free to contact Sulema Peterson at SACRS at (916) 701-5158.

Name of Candidate	Name: Zandra Cholmondeley
Candidate Contact Information (Please include – Phone Number, Email Address and Mailing Address)	Mailing Address: [REDACTED] Email Address: [REDACTED] Phone: [REDACTED]
Name of Retirement System Candidate Currently Serves On	System Name: Santa Barbara County Employees' Retirement System
List Your Current Position on Retirement Board (Chair, Alternate, Retiree, General Elected, Etc)	<ul style="list-style-type: none"><input type="radio"/> Chair<input type="radio"/> Alternate<input type="radio"/> General Elected<input checked="" type="radio"/> Retiree<input type="radio"/> Other _____
Applying for SACRS Board of Directors Position (select only one)	<ul style="list-style-type: none"><input type="radio"/> President<input type="radio"/> Vice President<input type="radio"/> Treasurer<input checked="" type="radio"/> Secretary<input type="radio"/> Regular Member
Brief Bio in Paragraph Format (CV format and screenshot photos will not be accepted)	<p>Zandra Cholmondeley was elected to represent County retirees as a trustee on the governing board of the Santa Barbara County Retirement System (SBCERS) in November 2008. She joined the SBCERS Board in January 2009 and starting in January 2010, served two terms as Chair of the Board. She currently serves as Secretary on the SACRS Board (2023-24) and previously served as Secretary of this board from 2014-15. She has also served three terms as the President of the Retired Employees of Santa Barbara County (RESBC).</p> <p>Zandra retired in July 2008. As Principal Analyst for Santa Barbara County she was charged with overseeing the development of the County's annual budget and performed numerous special projects for the County Executive Officer (CEO). Her budget responsibilities included working with County departments to ensure the accuracy of projections and overall preparation of the budget document. Special projects experience included implementing fiscal policy for the County Executive Office.</p>

Regular Member, David Gilmore, San Diego CERA

January 24, 2024

Ms. Vivian Gray
Chair
Nominating Committee
State Association of County Retirement Systems

Dear Ms. Gray,

This letter is to state my intention to run for re-election. Attached please find my application for the State Association of County Retirement Systems Board of Directors.

I have been working with retirement education since first joining the county of San Diego almost 27 years ago. Working this past year with the SACRS team has been very educational and has provided a sense of accomplishment. The team is a caring group of individuals that are truly looking to provide a great experience for pension system trustees to learn and grow in their roles as board members.

My goal is to keep supporting the SACRS training mission. I respectfully request and thank you in advance for the consideration of the Nominating Committee in supporting my candidacy for election to the SACRS Board of Directors.

Respectfully,


David Gilmore

SDCERA Trustee



SACRS Nomination Submission Form
SACRS Board of Directors Elections 2024-2025

All interested candidates must complete this form and submit along with a letter of intent. **Both the form and the letter of intent must be submitted no later than March 1, 2024.** Please submit to the Nominating Committee Chair at vgray@lacera.com AND to SACRS at sulema@sacrs.org. If you have any questions, please feel free to contact Sulema Peterson at SACRS at (916) 701-5158.

Name of Candidate	Name: David Gilmore
Candidate Contact Information (Please include – Phone Number, Email Address and Mailing Address)	Mailing Address: [REDACTED] Email Address: D.Gilmore@sdccera.org Phone: [REDACTED]
Name of Retirement System Candidate Currently Serves On	System Name: San Diego County Employees Retirement Association
List Your Current Position on Retirement Board (Chair, Alternate, Retiree, General Elected, Etc)	<input checked="" type="radio"/> Chair <input type="radio"/> Alternate <input type="radio"/> General Elected <input type="radio"/> Retiree <input type="radio"/> Other _____
Applying for SACRS Board of Directors Position (select only one)	<input type="radio"/> President <input type="radio"/> Vice President <input type="radio"/> Treasurer <input type="radio"/> Secretary <input checked="" type="radio"/> Regular Member
Brief Bio in Paragraph Format (CV format and screenshot photos will not be accepted)	<p>I am serving SDCERA for my second term. Currently, I am the Board Chair. I have two more years in this board term. I am a 27 year employee of San Diego County. Currently, I am the Training Division manager for the Sheriff's Department. I have a BBA in Accounting and an MPA in Public Administration. I have served on the SACRS Board for the past year and enjoyed participating in the development of training opportunities for pension trustees from around the state of California.</p> <p>I appreciate your support.</p>

Regular Member, Rhona Biesemeier, Stanislaus CERA

Rhonda Biesemeier



February 22, 2024

Ms. Vivian Gray
SACRS Nominating Committee Chair

Ms. Sulema Peterson
SACRS Executive Director

Dear Ms. Gray and Ms. Peterson,

My name is Rhonda Biesemeier and I am interested in serving as a member of the SACRS Board of Directors. I am a strong proponent of furthering and protecting retiree's defined benefit plans.

I have always been impressed by the quality of education I receive through SACRS, both at conferences and through the UC Berkeley Program. The SACRS organization is impressively well- run, providing top-notch presenters to improve member's understanding of investments and other aspects of pension management. The networking opportunities you provide enhance the educational experience.

I would like to stress that once I commit to a position, I am involved and dedicated to assuring that a certain level of excellence is maintained. I recognize that SACRS maintains such a level and I'd like to be a part of its future.

I appreciate that you are willing to consider me for a position on the Board of SACRS.

Sincerely,

Rhonda Biesemeier



SACRS Nomination Submission Form
SACRS Board of Directors Elections 2024-2025

All interested candidates must complete this form and submit along with a letter of intent. **Both the form and the letter of intent must be submitted no later than March 1, 2024.** Please submit to the Nominating Committee Chair at vgray@lacera.com **AND** to SACRS at sulema@sacrs.org. If you have any questions, please feel free to contact Sulema Peterson at SACRS at (916) 701-5158.

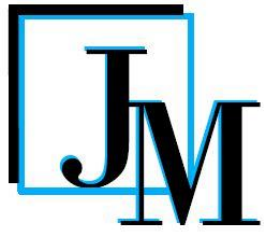
Name of Candidate	Name: Rhonda Bieseemeier
Candidate Contact Information (Please include – Phone Number, Email Address and Mailing Address)	Mailing Address: [REDACTED] Email Address: [REDACTED] Phone: [REDACTED]
Name of Retirement System Candidate Currently Serves On	System Name: Stanislaus County Employees' Retirement Association (StanCERA)
List Your Current Position on Retirement Board (Chair, Alternate, Retiree, General Elected, Etc)	<input type="radio"/> Chair <input type="radio"/> Alternate <input type="radio"/> General Elected <input checked="" type="radio"/> Retiree <input type="radio"/> Other _____
Applying for SACRS Board of Directors Position (select only one)	<input type="radio"/> President <input type="radio"/> Vice President <input type="radio"/> Treasurer <input type="radio"/> Secretary <input checked="" type="radio"/> Regular Member
Brief Bio in Paragraph Format (CV format and screenshot photos will not be accepted)	<p>I was elected as the Retiree Alternate Representative to the StanCERA Board of Retirement in July 2017, and was re-elected for a second term in 2020. In 2023, I was elected as the Retiree Representative and currently serve as a Trustee in that capacity. Since joining the Board in 2017, I have attended numerous SACRS conferences and the SACRS/UC Berkeley Program.</p> <p>I am committed to retirees as evidenced by volunteer positions I have held since retiring in 2008. They include President and board member of the Retired Employees of Stanislaus County (RESCO) 2008 – present and Delegate to the California Retired County Employees Association (CRCEA) 2009 - 2023. Additionally, my current experience as an Equal Rights Commissioner for Stanislaus County would be beneficial in continuing the goals of inclusiveness to which SACRS aspires.</p> <p>I was raised in Modesto, California. I have two accomplished young adult children, two dogs & a cat. My favorite things include spending time with my children and my many friends, meeting new people, participating in community events, traveling, and photography.</p>



7. SACRS Audit Committee Report – Action

Steve Delaney, Orange CERS, SACRS Audit Committee Chair

A. SACRS Audit 2022-2023 Report



JAMES MARTA & COMPANY LLP
CERTIFIED PUBLIC ACCOUNTANTS

**STATE ASSOCIATION OF
COUNTY RETIREMENT SYSTEMS**

**FINANCIAL STATEMENT
WITH
INDEPENDENT AUDITOR'S REPORT**

**FOR THE FISCAL YEARS ENDED
JUNE 30, 2023 AND 2022**

701 HOWE AVENUE, E3
SACRAMENTO, CA 95825

(916) 993-9494
(916) 993-9489 FAX
WWW.JPMCPA.COM

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

JUNE 30, 2023

BOARD OF DIRECTORS

David MacDonald

President

Vivian Gray

Immediate Past President

Adele Tagaloa

Vice President

Jordan Kaufman

Treasurer

Zandra Cholmondeley

Secretary

Brian Williams

General Member

David Gilmore

General Member

* * * *

Sulema Peterson

Association Management

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

JUNE 30, 2023 AND 2022

TABLE OF CONTENTS

	<u>PAGE</u>
INDEPENDENT AUDITOR'S REPORT	1
FINANCIAL SECTION	
STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS	4
NOTES TO THE FINANCIAL STATEMENT	5
SUPPLEMENTARY INFORMATION	
COMBINING STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS	8
GRAPHICAL PRESENTATION OF CASH RECEIPTS	9
GRAPHICAL PRESENTATION OF CASH DISBURSEMENTS	11
CONFERENCE SUMMARY REPORT	13



James Marta & Company LLP
Certified Public Accountants

Accounting Auditing Tax and Consulting

INDEPENDENT AUDITOR'S REPORT

Board of Directors
State Association of County Retirement Systems
Sacramento, California

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statement State Association of County Retirement Systems (SACRS) which comprise the statement of cash receipts and disbursements for the fiscal years ended June 30, 2023 and 2022, and the related notes to the financial statement.

In our opinion, the accompanying statement of cash receipts and disbursements present fairly, in all material respects, the financial position of State Association of County Retirement Systems as of June 30, 2023 and 2022 in accordance with the cash basis of accounting described in Note 1.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of State Association of County Retirement Systems, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of Matter – Basis of Accounting

We draw attention to Note 1 of the financial statements, which describes the basis of accounting. The financial statements are prepared on the cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Responsibility of Management for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the cash basis of accounting described in Note 1, and for determining that the cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the statement of cash receipts and disbursements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about State Association of County Retirement Systems' ability to continue as a going concern for a period of at least twelve months from the date of the statement of cash receipts and disbursements.

Auditor's Responsibilities for the Audit of the statement of cash receipts and disbursements

Our objectives are to obtain reasonable assurance about whether the statement of cash receipts and disbursements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users made on the basis of these statement of cash receipts and disbursements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the statement of cash receipts and disbursements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of State Association of County Retirement Systems' internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the statement of cash receipts and disbursements
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about State Association of County Retirement Systems' ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Other Information

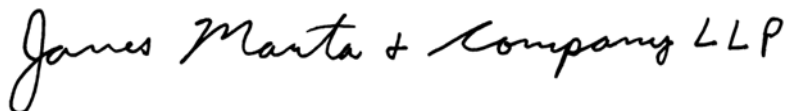
Our audit was conducted for the purpose of forming an opinion on the financial statement as a whole. The Combining Statement of Cash Receipts and Disbursements, Graphical Presentation of Cash Receipts, Graphical Presentation of Cash Disbursements, and Conference Summary Report, on pages 8 to 13, are presented for purposes of additional analysis and are not a required part of the financial statement.

The Combining Statement of Cash Receipts and Disbursements, Graphical Presentation of Cash Receipts, and Graphical Presentation of Cash Disbursements, on pages 8 to 12, is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statement. Such information has been subjected to the auditing procedures applied in the audit of the financial statement and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statement or to the financial statement itself, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Combining Statement of Cash Receipts and Disbursements, Graphical Presentation of Cash Receipts, and Graphical Presentation of Cash Disbursements, on pages 8 to 12 is fairly stated in all material respects in relation to the financial statement as a whole.

The Conference Summary Report, on page 13, has not been subjected to the auditing procedures applied in the audit of the basic financial statement, and accordingly, we do not express an opinion or provide any assurance on it.

Restricted Use

This report is intended solely for the information and use of management and the board of directors of State Association of County Retirement Systems and is not intended to be and should not be used by anyone other than these specified parties.

A handwritten signature in black ink that reads "James Marta & Company LLP". The signature is written in a cursive, flowing style.

James Marta & Company LLP
Certified Public Accountants
Sacramento, California
April 4, 2024

FINANCIAL SECTION

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS

FOR THE FISCAL YEARS ENDED JUNE 30, 2023 AND 2022

	<u>2022-23</u>	<u>2021-22</u>
<u>Cash Receipts</u>		
Dues	\$ 361,500	\$ 321,490
Conference		
Fall	546,180	503,150
Spring	561,715	534,549
Seminars	117,000	115,650
Other admin receipts	635	350
Other conference receipts	-	350
Interest	37,268	-
Total cash receipts	<u>1,624,298</u>	<u>1,475,539</u>
<u>Cash Disbursements</u>		
Conference		
Fall - 2022 and 2021		
Hotel and meals	430,059	345,697
Audio and visual	102,087	86,293
Program materials	31,726	95,289
Spring - 2023 and 2022		
Hotel and meals	689,074	30,956
Audio and visual	207,583	122,694
Program materials	82,563	76,921
Seminars	102,505	250,832
Conference administration	21,192	31,462
Total conference disbursements	<u>1,666,789</u>	<u>1,040,144</u>
Administration	396,456	357,802
Lobbying	62,808	65,013
Newsletters	43,941	33,276
Committee meetings	74,447	58,157
Special projects	17,837	17,841
Interest	-	32,231
Total administration disbursements	<u>595,489</u>	<u>564,320</u>
Total Cash Disbursements	<u>2,262,278</u>	<u>1,604,464</u>
Excess (Deficit) of Cash Receipts over Cash Disbursements	(637,980)	(128,925)
Cash and Investments, Beginning	<u>1,904,634</u>	<u>2,033,559</u>
Cash and Investments, Ending	<u>\$ 1,266,654</u>	<u>\$ 1,904,634</u>
<i>Supplementary Information</i>		
Cash and Investments at June 30,	<u>2023</u>	<u>2022</u>
Cash and cash equivalents	\$ 666,544	\$ 959,810
Non current portion of investments	600,110	944,824
Total Cash and Investments	<u>\$ 1,266,654</u>	<u>\$ 1,904,634</u>

The accompanying notes are an integral part of this financial statement.

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

NOTES TO THE FINANCIAL STATEMENT

FOR THE FISCAL YEARS ENDED JUNE 30, 2023 AND 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. ORGANIZATION

State Association of County Retirement Systems (SACRS) is a not-for-profit association of 20 California county retirement systems, enacted under the County Employees Retirement Law of 1937. SACRS was formed in the early 1970's to provide forums for disseminating knowledge of, and developing expertise in, the operation of county retirement systems existing under current law, as well as to foster and take an active role in the legislative process. To accomplish SACRS' mission of addressing issues of importance to members, SACRS, contracting with Sulema Peterson & Associates, provides a variety of association management services, including three magazines a year, membership directory, semi-annual conferences, and oversight of SACRS.org. The Association is supported primarily through membership dues and conference fees.

B. BASIS OF ACCOUNTING

The accompanying financial statement has been prepared on the cash receipts and disbursements basis of accounting, which is a basis of accounting other than generally accepted accounting principles. Under that basis, the only assets recognized are cash and investments, and no liabilities are recognized. All transactions are recognized as either cash receipts or disbursements, and noncash transactions are not recognized. The cash basis differs from generally accepted accounting principles primarily because the effects of outstanding dues and obligations for assessments unpaid at the date of the financial statement are not included in the financial statement.

The Board of Directors has elected to use the cash basis of accounting for this entity given the nature of its receipts and disbursements: revenue is almost always received and earned in the same period (e.g. at the beginning of the year for annual memberships, and shortly prior to events for conference attendance) and most expenses are incurred evenly over the year, with the exception of the billing for the conference hotel expense. Financial results by conference are presented in the Conference Summary Report in the Supplementary Information section of this document.

C. INCOME TAXES

The Association is exempt from federal and state income taxes under Section 501(c)(4) of the Internal Revenue Code and Section 23701f of the California Revenue and Taxation Code.

D. CONTRACTUAL AGREEMENTS

The Association has entered into various contractual agreements for professional services. These agreements include compensation for services rendered to the Association.

E. COMPARATIVE DATA

Comparative data for the prior year have been presented in certain sections of the accompanying financial statement in order to provide an understanding of changes in the Association's financial position and operations.

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

NOTES TO THE FINANCIAL STATEMENT

FOR THE FISCAL YEARS ENDED JUNE 30, 2023 AND 2022

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

E. COMPARATIVE DATA (CONTINUED)

Since SACRS uses the cash basis of accounting, the timing of events and the ultimate settlement of bills may vary from year to year. For example; the Spring conference costs could be settled by June (by year end) or be extended into the subsequent year. Also the timing of events could affect when payments are made from year to year. Payments after year end will be paid out of the surplus generated out of the prior year conference receipts. So the surplus cash at year end may have future demands for prior expenses. Management prepares a conference summary report that reconciles these payments when settled; this report is presented as supplementary information.

2. CASH AND INVESTMENTS

Cash and Cash Equivalents

SACRS considers short-term highly liquid investments to be cash equivalents provided that they are both readily convertible to cash and had an original maturity of three months or less when purchased. The balance in cash and cash equivalents at June 30 include:

	2023	2022
Bank accounts	\$ (166,975)	\$ 158,389
Money market accounts	833,519	801,421
Total cash and cash equivalents	<u>\$ 666,544</u>	<u>\$ 959,810</u>

Cash in bank accounts at June 30, 2023 consisted of the following:

	First Foundation	Bank of America	Total
Per bank	\$ 136,739	\$ 46,674	\$ 183,413
Checks outstanding	(350,388)	-	(350,388)
Total bank accounts	<u>\$ (213,649)</u>	<u>46,674</u>	<u>\$ (166,975)</u>

Cash in bank accounts at June 30, 2022 consisted of the following:

	First Foundation	Bank of America	Total
Per bank	\$ 149,965	\$ 46,669	\$ 196,634
Checks outstanding	(38,245)	-	(38,245)
Total bank accounts	<u>\$ 111,720</u>	<u>46,669</u>	<u>\$ 158,389</u>

Cash balances on interest-bearing accounts held in banks are insured up to \$250,000 by the Federal Depository Insurance Corporation (FDIC). There were \$0 in excess of FDIC coverage as of June 30, 2023 and 2022, respectively. Money market accounts are not insured.

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

NOTES TO THE FINANCIAL STATEMENT

FOR THE FISCAL YEARS ENDED JUNE 30, 2023 AND 2022

2. CASH AND INVESTMENTS (Continued)

Investments

In March 2015, SACRS invested in the CalTRUST Medium-Term Fund (the “Fund”), depositing \$1,104,130. The fair value balance as of June 30, 2023 and 2022 presented in the financial statement is \$600,110 and \$944,824; respectively. SACRS made a \$350,000 redemption for the year ended June 30, 2023. The current portion of the investment account represents underlying securities which are immediately redeemable (e.g. equities), or will mature within one year. The CalTRUST Short-Term Fund was \$8,559 and \$8,242 as of June 30, 2023 and 2022, respectively. The Fund is not rated or insured.

3. CONTRACTS

SACRS has entered into contracts with various hotels to reserve facilities and guest rooms for its upcoming conferences and events. Cancellation fees associated with these contracts vary by date of notice. All hotel contracts specify the total number of guest room nights reserved at a group rate. If guest nights attributed to the convention fall below a specified minimum, SACRS is obligated to pay a room attrition rate for every guest night below the contracted minimum; standard room rates exceed the attrition rate. The organization is also responsible for food and beverage minimums as specified below. Hotel contracts entered into as of the audit date are summarized here:

Conference	Cancellation Fees	Food and Beverage Minimums	Guest Room Nights Reserved	Guest Room Nights Minimum	Rooms Attrition
UC Berkley 2023	\$59,765	\$22,000	134	134	\$309 plus tax
Fall 2023	\$136,762-\$288,524	\$150,000	1145	916	\$249 plus tax
Spring 2024	\$224,848-\$404,726	\$170,000	1145	916	\$247 plus tax
UC Berkley 2024	\$60,971	\$22,000	134	134	\$319 plus tax
Fall 2024	\$123,832-\$397,665	\$150,000	1185	948	\$209 plus tax
Spring 2025	\$141,608-\$370,715	\$175,000	1185	948	\$239 plus tax
UC Berkley 2025	\$60,971	\$22,000	134	134	\$319 plus tax
Fall 2026	\$141,608-\$370,716	\$175,000	1185	948	\$239 plus tax

4. DONATED SERVICES

Directors and officers have made a significant contribution of their time to develop the organization and its programs. No amounts have been recognized in the accompanying statement of cash receipts and disbursements as no cash changed hands as a result of the donated services.

5. SUBSEQUENT EVENTS

SACRS’ management has evaluated subsequent events through April 4, 2024, the date which the financial statement was issued. Management is not aware of any subsequent events that would require recognition or disclosure in the financial statement.

SUPPLEMENTARY INFORMATION

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

COMBINING STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS

FOR THE FISCAL YEAR ENDED JUNE 30, 2023

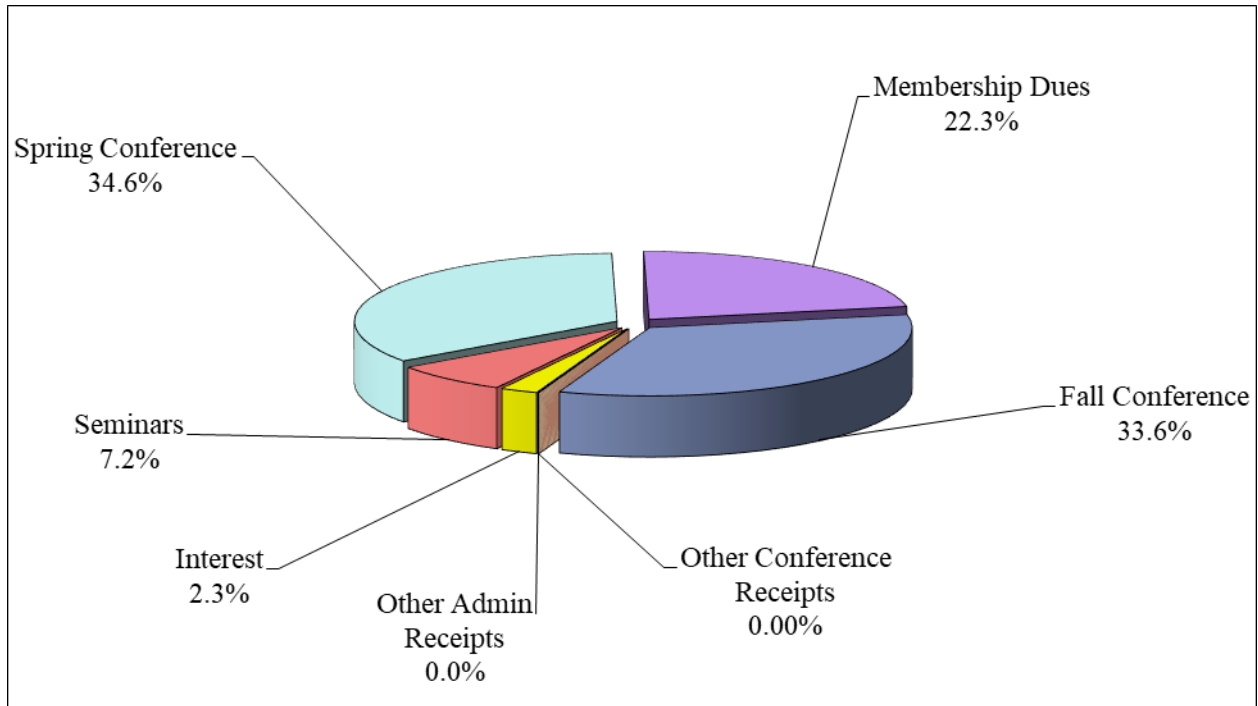
	<u>Conference</u>	<u>Administration</u>	<u>Total</u>
<u>Cash Receipts</u>			
Dues	\$ -	\$ 361,500	\$ 361,500
Conference			
Fall	546,180	-	546,180
Spring	561,715	-	561,715
Seminars	117,000	-	117,000
Other admin receipts	-	635	635
Interest	-	37,268	37,268
Total Cash Receipts	<u>1,224,895</u>	<u>399,403</u>	<u>1,624,298</u>
<u>Cash Disbursements</u>			
Conference			
Fall - 2022			
Hotel and meals	430,059	-	430,059
Audio and visual	102,087	-	102,087
Program materials	31,726	-	31,726
Spring - 2023			
Hotel and meals	689,074	-	689,074
Audio and visual	207,583	-	207,583
Program materials	82,563	-	82,563
Seminars	102,505	-	102,505
Conference Administration	21,192	-	21,192
Total conference disbursements	<u>1,666,789</u>	<u>-</u>	<u>1,666,789</u>
Administration	-	396,456	396,456
Lobbying	-	62,808	62,808
Newsletters	-	43,941	43,941
Committee meetings	-	74,447	74,447
Special projects	-	17,837	17,837
Total administration disbursements	<u>-</u>	<u>595,489</u>	<u>595,489</u>
Total Cash Disbursements	<u>1,666,789</u>	<u>595,489</u>	<u>2,262,278</u>
Excess (Deficit) of Cash Receipts over Cash Disbursements	(441,894)	(196,086)	(637,980)
Cash and Investments, Beginning	<u>3,120,390</u>	<u>(1,215,756)</u>	<u>1,904,634</u>
Cash and Investments, Ending	<u>\$ 2,678,496</u>	<u>\$ (1,411,842)</u>	<u>\$ 1,266,654</u>

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

GRAPHICAL PRESENTATION OF CASH RECEIPTS

FOR THE FISCAL YEAR ENDED JUNE 30, 2023

CASH RECEIPTS BY SOURCE

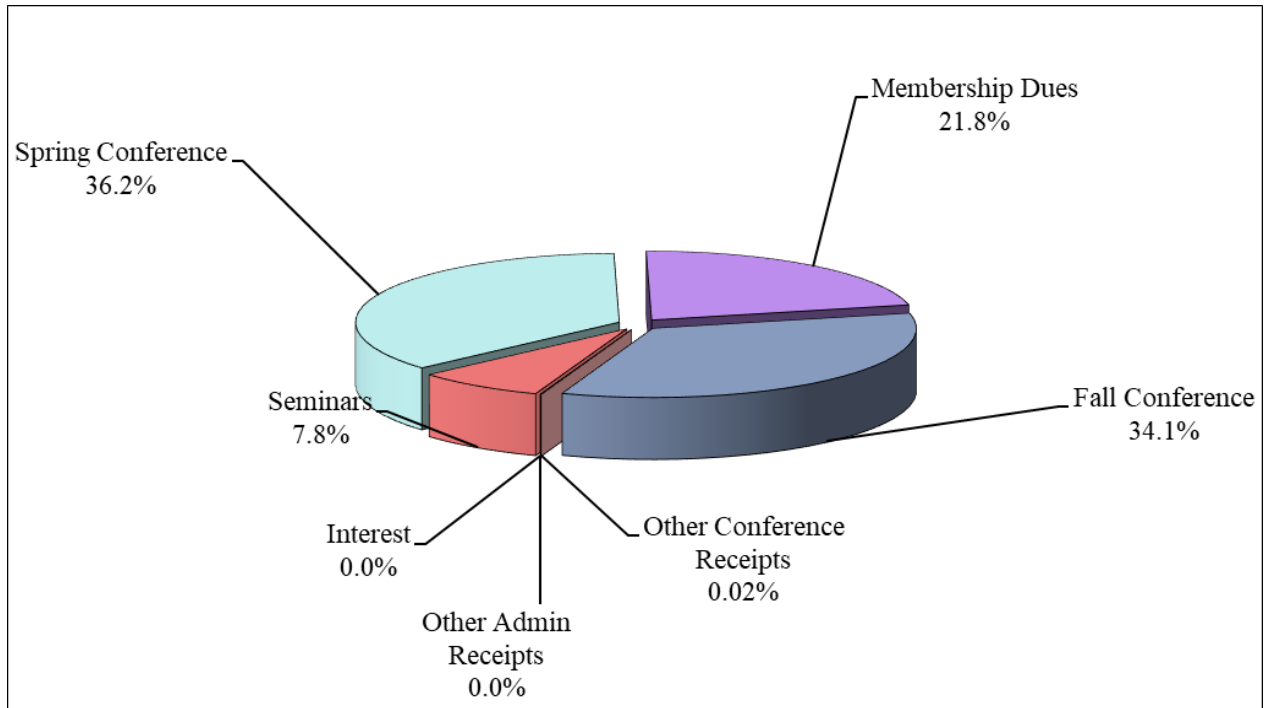


STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

GRAPHICAL PRESENTATION OF CASH RECEIPTS

FOR THE FISCAL YEAR ENDED JUNE 30, 2022

CASH RECEIPTS BY SOURCE

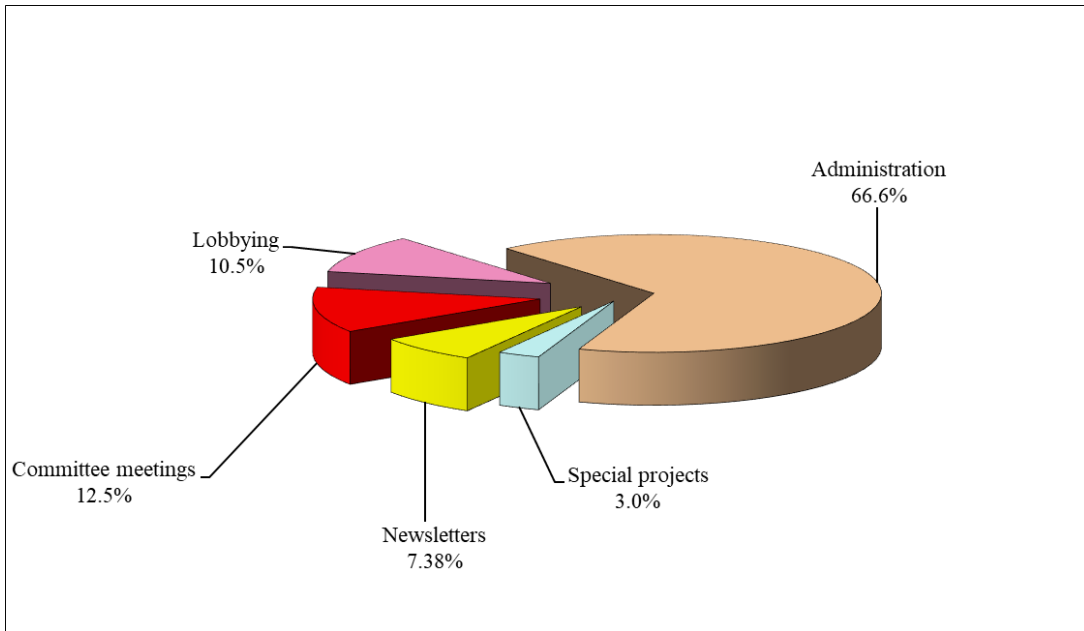


STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

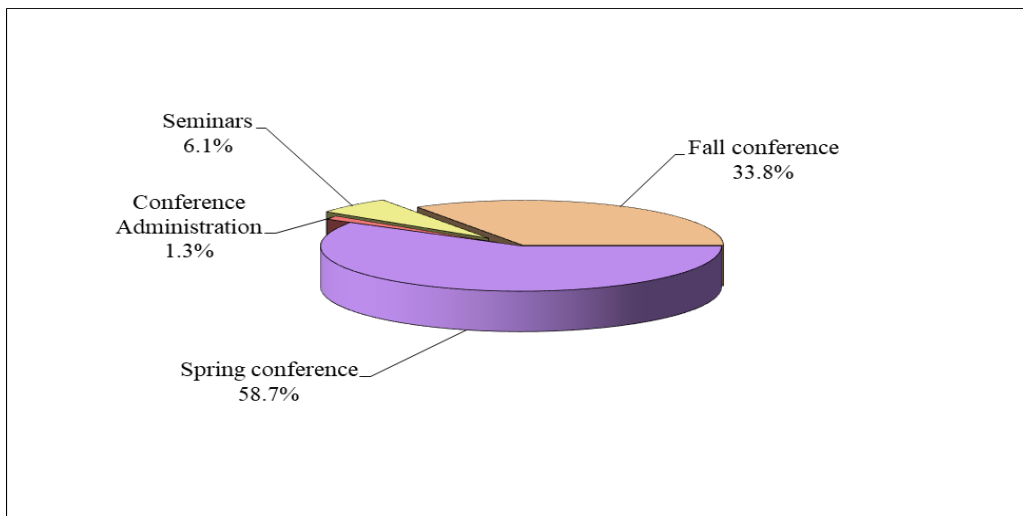
GRAPHICAL PRESENTATION OF CASH DISBURSEMENTS

FOR THE FISCAL YEAR ENDED JUNE 30, 2023

ADMINISTRATION CASH DISBURSEMENTS



CONFERENCE CASH DISBURSEMENTS

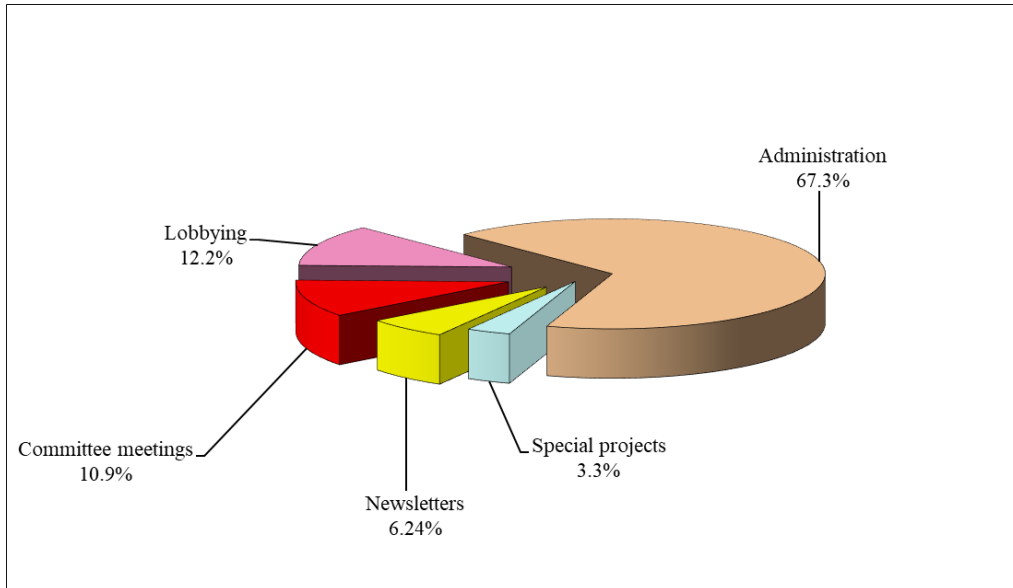


STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

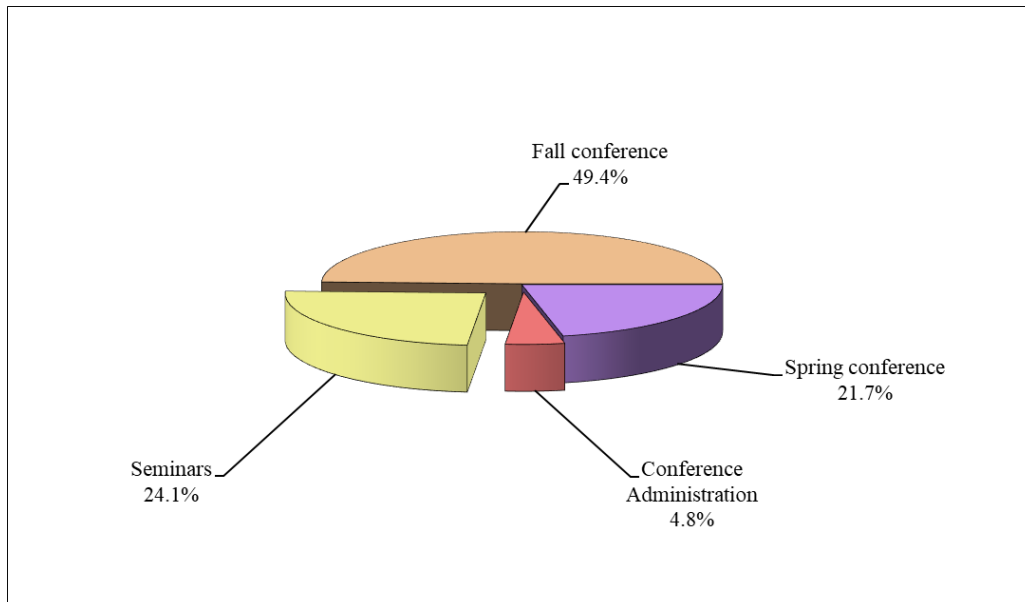
GRAPHICAL PRESENTATION OF CASH DISBURSEMENTS

FOR THE FISCAL YEAR ENDED JUNE 30, 2022

ADMINISTRATION CASH DISBURSEMENTS



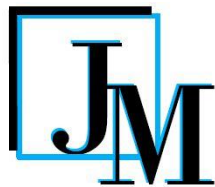
CONFERENCE CASH DISBURSEMENTS



STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS

CONFERENCE SUMMARY REPORT

	Spring 2023	Fall 2022	Spring 2022	Fall 2021	Spring 2021 Held Via Virtual Conference	Fall 2020 Held Via Virtual Conference	Spring 2020 Canceled/Held Via Webinar	Fall 2019	Spring 2019	Fall 2018
	San Diego	Long Beach	Rancho Mirage	Hollywood				Monterey	Lake Tahoe	Indian Wells
Cash receipts										
Conference	\$ 561,715	\$ 546,180	\$ 534,550	\$ 503,150	\$ 116,115	\$ 102,380	\$ -	\$ 639,270	\$ 592,590	\$ 591,530
Total cash receipts	561,715	546,180	534,550	503,150	116,115	102,380	-	639,270	592,590	591,530
Cash disbursements										
Hotel and meals	664,335	377,130	20,225	329,775	-	-	-	267,961	195,278	312,670
Audio and visual	203,750	102,088	114,145	86,293	38,975	46,888	-	56,477	57,731	52,180
Program materials	40,542	23,797	33,115	39,374	2,500	3,049	-	20,381	42,342	32,086
Program Speakers	42,021	42,123	41,750	55,915	11,290	38,125	-	63,172	39,784	74,458
Conference Administration	28,572	18,734	21,336	15,921	3,830	2,668		12,131	28,354	22,738
Total cash disbursements	979,220	563,872	230,572	527,277	56,595	90,730	-	420,122	363,489	494,132
Net cash provided by conference	\$ (417,505)	\$ (17,692)	\$ 303,978	\$ (24,127)	\$ 59,520	\$ 11,650		\$ 219,148	\$ 229,101	\$ 97,398
Total attendees	538	508	577	540	443	363	N/A	647	590	588



James Marta & Company LLP
Certified Public Accountants

Accounting Auditing Tax and Consulting

**COMMUNICATION WITH THOSE CHARGED
WITH GOVERNANCE**

Board of Directors
State Association of County Retirement Systems
Sacramento, California

We have audited the financial statement of the State Association of County Retirement Systems (SACRS) for years ended June 30, 2023 and 2022, and have issued our report thereon dated April 4, 2024. Professional standards require that we advise you of the following matters relating to our audit.

Our Responsibility in Relation to the Financial Statement Audit

As communicated in our engagement letter dated July 7, 2022, our responsibility, as described by professional standards, is to form and express an opinion about whether the financial statements that have been prepared by management with your oversight are presented fairly, in all material respects, in accordance with the cash basis of accounting described in Note 1 to the financial statement. Our audit of the financial statement does not relieve you or management of your respective responsibilities.

Our responsibility, as prescribed by professional standards, is to plan and perform our audit to obtain reasonable, rather than absolute, assurance about whether the financial statement is free of material misstatement. An audit of financial statements includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control over financial reporting. Accordingly, as part of our audit, we considered the internal control of SACRS solely for the purpose of determining our audit procedures and not to provide any assurance concerning such internal control.

We are also responsible for communicating significant matters related to the audit that are, in our professional judgment, relevant to your responsibilities in overseeing the financial reporting process. However, we are not required to design procedures for the purpose of identifying other matters to communicate to you.

We have provided our report on internal control over financial reporting in a separate letter to you dated April 4, 2024.

Planned Scope and Timing of the Audit

We conducted our audit consistent with the planned scope and timing we previously communicated to you.

Compliance with All Ethics Requirements Regarding Independence

The engagement team, others in our firm, as appropriate, and our firm, have complied with all relevant ethical requirements regarding independence.

We follow the AICPA Ethics Standard Rule 201C, in conjunction with this, we annually review with all engagement staff potential conflicts and obtain a conflict certification. In addition, we inquire on each engagement about potential conflicts with staff. We have not identified any relationships or other matters that in the auditor's judgment may be reasonably thought to bear on independence.

Qualitative Aspects of the Entity's Significant Accounting Practices

Significant Accounting Policies

Management has the responsibility to select and use appropriate accounting policies. A summary of the significant accounting policies adopted by SACRS is included in Note 1 to the financial statement. There have been no initial selection of accounting policies and no changes in significant accounting policies or their application during fiscal year 2023. No matters have come to our attention that would require us, under professional standards, to inform you about (1) the methods used to account for significant unusual transactions and (2) the effect of significant accounting policies in controversial or emerging areas for which there is a lack of authoritative guidance or consensus.

Significant Accounting Estimates

Accounting estimates are typically an integral part of the financial statements prepared by management and are based on management's current judgments. Those judgments are normally based on knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ markedly from management's current judgments. As the accounting of SACRS is prepared on a cash basis, no estimates are necessary for the preparation of the financial statement.

Financial Statement Disclosures

Certain financial statement disclosures involve significant judgment and are particularly sensitive because of their significance to financial statement users. We are not aware of any sensitive disclosures affecting SACRS' financial statement.

Significant Difficulties Encountered during the Audit

We encountered no significant difficulties in dealing with management relating to the performance of the audit.

Uncorrected and Corrected Misstatements

For purposes of this communication, professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that we believe are trivial, and communicate them to the appropriate level of management. Further, professional standards require us to also communicate the effect of uncorrected misstatements related to prior periods on the relevant classes of transactions, account balances or disclosures, and the financial statement as a whole and each applicable opinion unit. We did not identify any uncorrected misstatements as a result of our audit procedures.

In addition, professional standards require us to communicate to you all material, corrected misstatements that were brought to the attention of management as a result of our audit procedures. See Attachment I for adjustments provided by management.

Disagreements with Management

For purposes of this letter, professional standards define a disagreement with management as a matter, whether or not resolved to our satisfaction, concerning a financial accounting, reporting, or auditing matter, which could be significant to SACRS' financial statement or the auditor's report. No such disagreements arose during the course of the audit.

Representations Requested from Management

We have requested certain written representations from management, which are included in the attached letter dated April 4, 2024.

Management's Consultations with Other Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters. Management informed us that, and to our knowledge, there were no consultations with other accountants regarding auditing and accounting matters.

Other Significant Matters, Findings, or Issues

In the normal course of our professional association with SACRS, we generally discuss a variety of matters, including the application of accounting principles and auditing standards, operating conditions affecting the entity, and operating plans and strategies that may affect the risks of material misstatement. None of the matters discussed resulted in a condition to our retention as SACRS' auditors.

We are contracted to prepare the fiscal year 2023 federal Return of Organization Exempt From Income Tax, and related state filings, as well as the calendar year Forms 1099-MISC for SACRS. These returns will be prepared using audited financial data, where applicable, but our preparation of these returns does not constitute an audit. No audit opinion will be issued on the tax returns referred to above.

James Marta & Company LLP
Certified Public Accountants

This report is intended solely for the information and use of the Board of Directors, and management of State Association of County Retirement Systems and is not intended to be and should not be used by anyone other than these specified parties.

James Marta & Company LLP

James Marta & Company LLP
Certified Public Accountants
Sacramento, California
April 4, 2024

Adjusting Journal Entries

None.

Reclassifying Journal Entries

None.



Providing insight. Fostering oversight.

MANAGEMENT REPRESENTATION LETTER

April 4, 2024

James Marta & Company LLP
Certified Public Accountants
Sacramento, California

This representation letter is provided in connection with your audit of the statement of cash receipts and disbursements of the State Association of County Retirement Systems (SACRS) for the fiscal years ended June 30, 2023 and 2022, and the related notes to the financial statement, for the purpose of expressing an opinion on whether the financial statement is presented fairly, in all material respects, in accordance with the cash basis of accounting described in Note 1 to the financial statement.

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in the light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement.

We confirm that to the best of our knowledge and belief, having made such inquiries as we considered necessary for the purpose of appropriately informing ourselves as of April 4, 2024:

Financial Statement

- We have fulfilled our responsibilities, as set out in the terms of the audit engagement dated July 7, 2022, for the preparation and fair presentation of the financial statement in accordance with the cash basis of accounting described in Note 1 to the financial statement.
- We acknowledge our responsibility for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.
- We acknowledge our responsibility for the design, implementation, and maintenance of internal control to prevent and detect fraud.
- Significant assumptions used by us in making accounting estimates, including those measured at fair value, are reasonable.
- Related party relationships and transactions have been appropriately accounted for and disclosed.
- All events subsequent to the date of the financial statement which requires adjustment or disclosure have been adjusted or disclosed.
- The effects of all known actual or possible litigation and claims have been accounted for and disclosed.
- We have complied with all contractual agreements, grants, and donor restrictions.



Providing insight. Fostering oversight.

- We have maintained an appropriate composition of assets in amounts needed to comply with all donor restrictions.
- We have accurately presented the entity's position regarding taxation and tax-exempt status.
- The bases used for allocation of functional expenses are reasonable and appropriate.
- We have included in the financial statement all assets under the entity's control.
- We have designed, implemented, and maintained adequate internal controls over the receipt and recording of contributions.
- Methods and significant assumptions used by management to determine fair values, their consistency in application, and the completeness and adequacy of fair value information for financial statement measurement and disclosure purposes are appropriate.
- We have reviewed and approved the adjusting and reclassifying journal entries reflected in the audit statements and Attachment I.

Information Provided

- We have provided you with:
 - Access to all information, of which we are aware that is relevant to the preparation and fair presentation of the financial statement, such as records, documentation, and other matters;
 - Additional information that you have requested from us for the purpose of the audit; and
 - Unrestricted access to persons within the entity from whom you determined it necessary to obtain audit evidence.
- All transactions have been recorded in the accounting records and are reflected in the financial statement in accordance with the cash basis of accounting described in Note 1 to the financial statement.
- We have disclosed to you the results of our assessment of the risk that the financial statement may be materially misstated as a result of fraud.
- We have no knowledge of any fraud or suspected fraud that affects the entity and involves:
 - Management;
 - Employees who have significant roles in internal control; or
 - Others when the fraud could have a material effect on the financial statement.
- We have no knowledge of any allegations of fraud, or suspected fraud, affecting the entity's financial statement communicated by employees, former employees, analysts, regulators, or others.
- We have no knowledge of any noncompliance or suspected noncompliance with laws, regulations, contracts, and grant agreements whose effects should be considered when preparing financial statements.
- We are not aware of any pending or threatened litigation and claims whose effects should be considered when preparing the financial statement and we have not consulted legal counsel concerning litigation or claims.
- We have disclosed to you the identity of the entity's related parties and all the related party relationships and transactions of which we are aware.



Providing insight. Fostering oversight.

Supplementary Information in Relation to the Financial Statement as a Whole

With respect to the Combining Statement of Cash Receipts and Disbursements, Graphical Presentation of Cash Receipts, Graphical Presentation of Cash Disbursements, and Conference Summary Report accompanying the financial statement:

- We acknowledge our responsibility for the presentation of the Combining Statement of Cash Receipts and Disbursements, Graphical Presentation of Cash Receipts, and Graphical Presentation of Cash Disbursements in accordance with the cash basis accounting as described in Note 1 to the financial statement. We acknowledge our responsibility for the presentation of the Conference Summary Report which presents all cash receipts and expenses related to a specific regardless of timing of the underlying receipt or disbursement.
- We believe the Combining Statement of Cash Receipts and Disbursements, Graphical Presentation of Cash Receipts, and Graphical Presentation of Cash Disbursements, including its form and content, is fairly presented in accordance with the cash basis accounting as described in Note 1 to the financial statement. We believe the Conference Summary Report, including its form and content, is fairly presented and inclusive of all cash receipts and expenses related to a specific regardless of timing of the underlying receipt or disbursement.
- The methods of measurement or presentation have not changed from those used in the prior period.
- When the Combining Statement of Cash Receipts and Disbursements, Graphical Presentation of Cash Receipts, Graphical Presentation of Cash Disbursements, and Conference Summary Report are not presented with the audited financial statement, management will make the audited financial statement readily available to the intended users of the Combining Statement of Cash Receipts and Disbursements, Graphical Presentation of Cash Receipts, Graphical Presentation of Cash Disbursements, and Conference Summary Report no later than the date of issuance by the entity of the supplementary information and the auditor's report thereon.

Additional Representations

- We have reviewed, approved, and taken responsibility for the financial statement and related notes.
- We have reviewed and approved the various adjusting journal entries that were proposed by you for recording in our books and records and reflected in the financial statement.
- We have a process to track the status of audit findings and recommendations.
- We have identified and communicated to you all previous audits, attestation engagements, and other studies related to the audit objectives and whether related recommendations have been implemented.
- All disbursements have been properly classified in the financial statement and allocations, if any, have been made on a reasonable basis.
- Deposit and investment risks have been properly and fully disclosed.



Providing insight. Fostering oversight.

- There have been no communications from regulatory agencies concerning noncompliance with or deficiencies in accounting, internal control, or financial reporting practices.
- We have disclosed to you all guarantees, whether written or oral, under which SACRS is contingently liable.
- SACRS has satisfactory title to all owned assets, and there are no liens or encumbrances on such assets nor has any asset or future revenue been pledged as collateral, except as disclosed to you.
- We have provided you with our views on reported audit findings, conclusions, and recommendations, as well as planned corrective actions.
- Regarding our tax filings prepared by James Marta & Company LLP:
 - We are responsible for complying with tax filing requirements with the Internal Revenue Service, Franchise Tax Board, and other agencies, as applicable.
 - We are responsible for establishing and maintaining effective internal control over compliance.
 - We have performed an evaluation of the Association's compliance with tax filing requirements, and we are not aware of any instances of noncompliance.
 - We have reviewed and approved the tax returns prepared by your office.
 - We have made available to you all documentation related to compliance with specified requirements.
 - We assume all management responsibilities in regard to the tax filings and have designated an individual in management who possesses suitable skill, knowledge and experience to oversee these services.
 - We have performed an evaluation of the adequacy and results of the services performed and assume all management responsibilities.
 - We accept responsibility for the results of the services.

Sulema Peterson

Sulema Peterson, SACRS Executive Director

4/4/2024

Date

Attachment



Providing insight. Fostering oversight.

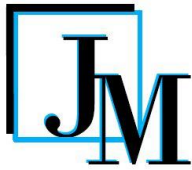
Attachment I
Journal Entry Report

Adjusting Journal Entry:

None.

Reclassifying Journal Entry:

None



James Marta & Company LLP

Certified Public Accountants

Accounting, Auditing, Consulting, and Tax

**REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING
INDEPENDENT AUDITOR'S REPORT**

Board of Directors
State Association of County Retirement Systems
Sacramento, California

We have audited, in accordance with auditing standards generally accepted in the United States of America, the financial statements of State Association of County Retirement Systems (SACRS), as of and for the years ended June 30, 2023 and 2022 the related notes to the financial statement, which collectively comprise the State Association of County Retirement Systems' basic financial statement, and have issued our report thereon dated April 4, 2024.

Internal Control over Financial Reporting

In planning and performing our audit of the financial statement, we considered SACRS' internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Association's internal control. Accordingly, we do not express an opinion on the effectiveness of the Association's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A material weakness is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control. This report is an integral part of an audit performed in accordance with auditing standards generally accepted in the United States of America in considering the entity's internal control. Accordingly, this communication is not suitable for any other purpose.

James Marta & Company LLP

James Marta & Company LLP
Certified Public Accountants
April 4, 2024

STATE ASSOCIATION OF COUNTY RETIREMENT SYSTEMS SUMMARY OF AUDIT RESULTS YEAR ENDED JUNE 30, 2023

Presented by
Jesse Deol, CPA, ARM
Partner



Agenda

- Communications with Those Charged with Governance
- June 30, 2023, State Association of County Retirement Systems Statement of Cash Receipts and Disbursements and Auditor's Report
- Independent Auditor's Report On Internal Control And Compliance



COMMUNICATION WITH THOSE CHARGED WITH GOVERNANCE



SCOPE OF ENGAGEMENT

- Engagement letter dated July 7, 2022
- Statement of Cash Receipts and Disbursement Audit
- Tax

1. OBJECTIVE AND SCOPE OF THE AUDIT

You have requested that we audit the Statement of Cash Receipts and Disbursements of State Association of County Retirement Systems as of June 30, 2022, 2023, and 2024, and the related Statements of Activities, Statements of Functional Expenses, and Cash Flows for the years then ended and the related notes to the financial statements, which collectively comprise State Association of County Retirement Systems' basic financial statements and provide assistance with the preparation of the financial statements.

Also, the statements we present to you will include the following additional information that will be subjected to the auditing procedures applied in our audit of the financial statements:

- Combining Schedule of Cash Receipts and Disbursements
- Graphical Presentation of Cash Receipts
- Graphical Presentation of Cash Disbursements

The following additional information will not be subjected to the auditing procedures applied in our audit of the financial statements:

- Conference Summary Report

The objective of our audit is the expression of opinions as to whether your basic financial statements are fairly presented, in all material respects, in conformity with the cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America and to report on the fairness of the supplementary information referred to in the second paragraph when considered in relation to the financial statements as a whole.

Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with auditing standards generally accepted in the United States of America (GAAS) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users made on the basis of these financial statements.

Professional standards require that we provide you with information related to our audit of State Association of County Retirement Systems. This information is summarized as follows:

- Responsibilities and Opinion
 - Financial statements are the responsibility of management
 - Our responsibility is to express an audit opinion
 - We will issue an unmodified opinion (the best and auditor can give)



REPORT TO YOU - INTERACTIONS WITH MANAGEMENT



Management Consultations
with Other Independent
Accountants:

✓ None



Disagreements with
Management or Difficulties
Encountered:

✓ None



Management
Representations:

Pending

REPORT TO YOU

QUALITATIVE ASPECTS OF ACCOUNTING PRACTICES

- Significant Accounting Policies and Changes in Those Policies - No changes
- Management Judgments and Accounting Estimates
 - None noted



AUDIT PROCEDURES

- An Audit is more than just assurance regarding the fairness of presenting financial statements. An Audit involves gaining an understanding of the organization's systems and controls.
 - Understanding; systems, policies and procedures
 - Tests of control
 - Gathering other audit evidence, review of details, performing test calculations.
 - Review of accounting methods and reporting

RESULTS OF THE AUDIT

Consideration Area	Result
Planned Scope and Timing	Staff availability during the agreed upon field work dates.
Findings Identified in Performing the Audit	None significant.
Significant Adjustments or Disclosures Not Reflected in the Financial Statements	None.

STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS WITH INDEPENDENT AUDITOR'S REPORT



INDEPENDENT AUDITOR'S REPORT

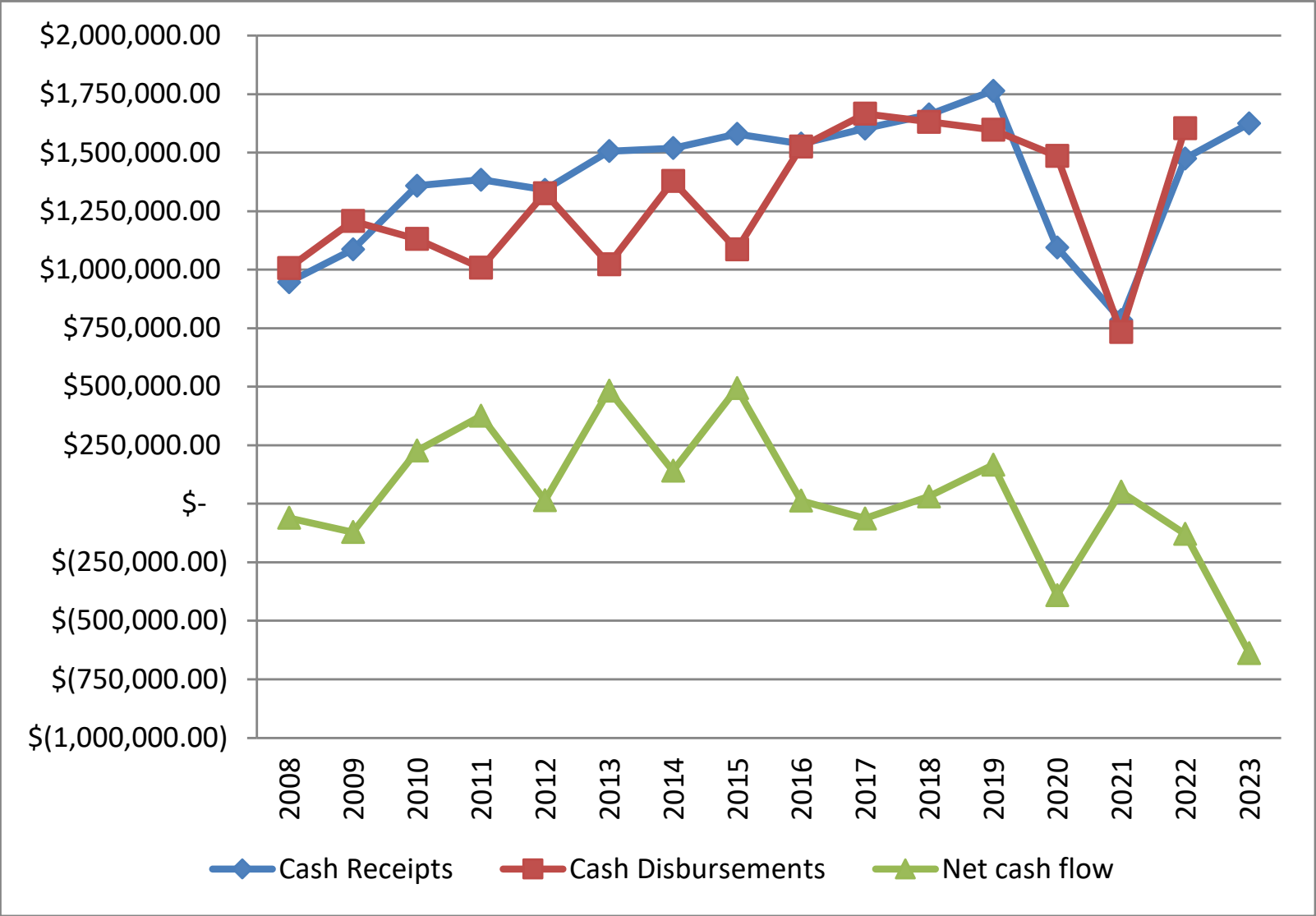
- Pages 1-3 of the Audited Statement of Cash Receipts and Disbursements
- Unmodified opinion (Page 1), the best opinion that we can provide



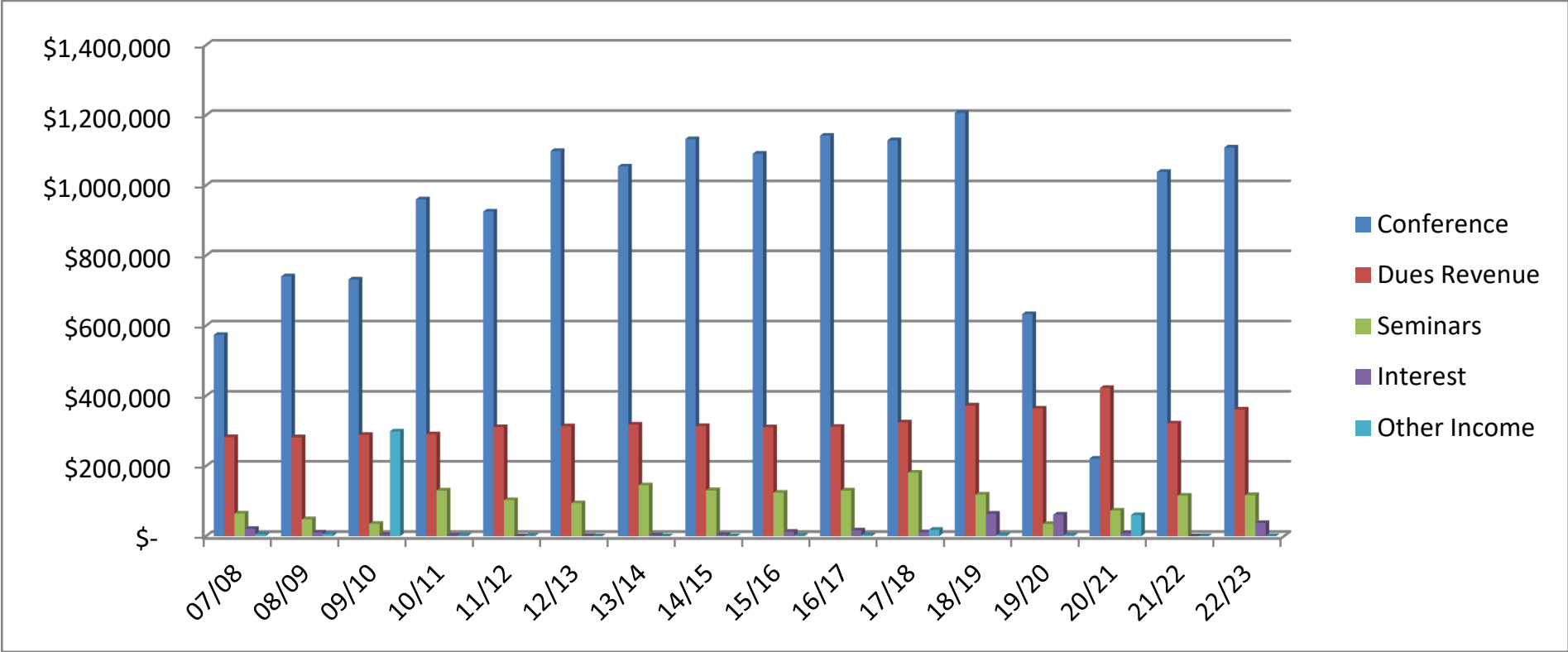
Financial Results – Cash Basis

	<u>2023</u>	<u>2022</u>	<u>2021</u>	<u>2020</u>	<u>2019</u>
Beginning Cash	\$ 1,904,634	\$ 2,033,559	\$ 1,981,948	\$ 2,372,422	\$ 2,206,001
Cash Receipts	1,624,298	1,475,539	785,349	1,095,488	1,764,148
Cash Disbursements	<u>(2,262,278)</u>	<u>(1,604,464)</u>	<u>(733,738)</u>	<u>(1,485,962)</u>	<u>(1,597,727)</u>
Excess (Deficit) of Cash Receipts over Disbursements	(637,980)	(128,925)	51,611	(390,474)	166,421
Ending Cash	<u><u>\$ 1,266,654</u></u>	<u><u>\$ 1,904,634</u></u>	<u><u>\$ 2,033,559</u></u>	<u><u>\$ 1,981,948</u></u>	<u><u>\$ 2,372,422</u></u>

Financial Results –
Cash Basis
(continued)

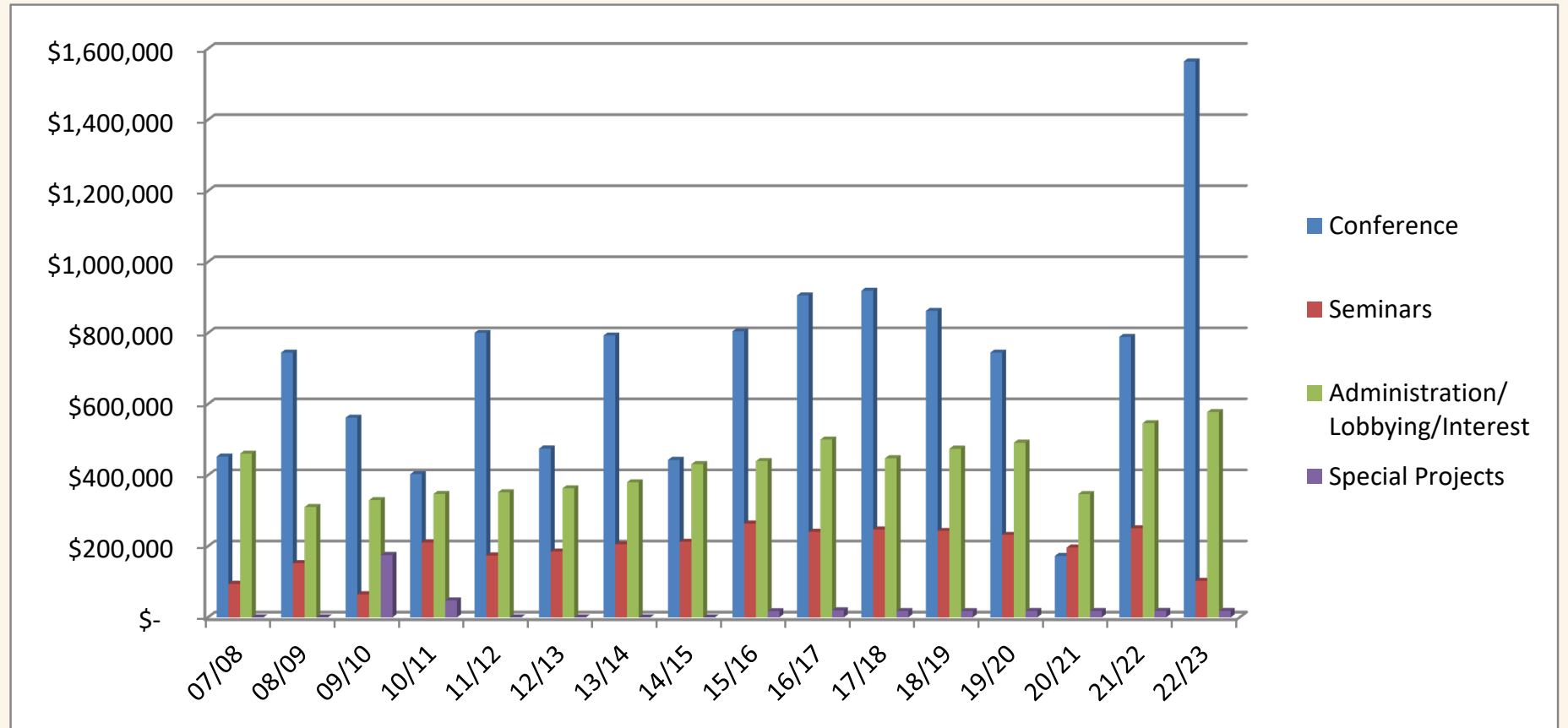


Revenues by Source - Historic



The conference is going back to the historical level pre-pandemic.

Expenses by Source - Historic



The expenses are driven by the conference is going back to the historical level pre-pandemic.

Conference Financials

	Spring 2023	Fall 2022	Spring 2022	Fall 2021	Spring 2021	Fall 2020	Spring 2020	Fall 2019	Spring 2019	Fall 2018
	San Diego	Long Beach	Rancho Mirage	Hollywood	Held Via Virtual Conference	Held Via Virtual Conference	Canceled/Held Via Webinar	Monterey	Lake Tahoe	Indian Wells
Cash receipts										
Conference	\$ 561,715	\$ 546,180	\$ 534,550	\$ 503,150	\$ 116,115	\$ 102,380	\$ -	\$ 639,270	\$ 592,590	\$ 591,530
Total cash receipts	561,715	546,180	534,550	503,150	116,115	102,380	-	639,270	592,590	591,530
Cash disbursements										
Hotel and meals	664,335	377,130	20,225	329,775	-	-	-	267,961	195,278	312,670
Audio and visual	203,750	102,088	114,145	86,293	38,975	46,888	-	56,477	57,731	52,180
Program materials	40,542	23,797	33,115	39,374	2,500	3,049	-	20,381	42,342	32,086
Program Speakers	42,021	42,123	41,750	55,915	11,290	38,125	-	63,172	39,784	74,458
Conference Administration	28,572	18,734	21,336	15,921	3,830	2,668		12,131	28,354	22,738
Total cash disbursements	979,220	563,872	230,572	527,277	56,595	90,730	-	420,122	363,489	494,132
Net cash provided by conference	\$ (417,505)	\$ (17,692)	\$ 303,978	\$ (24,127)	\$ 59,520	\$ 11,650		\$ 219,148	\$ 229,101	\$ 97,398
Total attendees	538	508	577	540	443	363	N/A	647	590	588

Assets at June 30, 2023

Cash and Cash Equivalents

	2023	2022
Bank accounts	\$ (166,975)	\$ 158,389
Money market accounts	833,519	801,421
Total cash and cash equivalents	<u>\$ 666,544</u>	<u>\$ 959,810</u>

	First Foundation	Bank of America	Total
Per bank	\$ 136,739	\$ 46,674	\$ 183,413
Checks outstanding	(350,388)	-	(350,388)
Total bank accounts	<u>\$ (213,649)</u>	<u>46,674</u>	<u>\$ (166,975)</u>

Assets at June 30, 2023 (Continued) Investment

- In March 2015, SACRS invested in the CalTRUST Medium-Term Fund (the “Fund”), depositing \$1,104,130.
- The fair value balance as of June 30, 2023 and 2022 presented in the financial statement is \$600,110 and \$944,824, respectively.
- SACRS made a \$350,000 redemption for the year ended June 30, 2023.
- The current portion of the investment account represents underlying securities which are immediately redeemable (e.g. equities), or will mature within one year. The CalTRUST Short-Term Fund was \$8,559 and \$8,242 as of June 30, 2023 and 2022, respectively. The Fund is not rated or insured.

NOTES TO THE FINANCIAL STATEMENT AND SUPPLEMENTARY INFORMATION

- Pages 5-7 notes to the financial statements
- Page 8-13 Supplementary Information
 - Combining Statement of Cash Receipts and Disbursements
 - Graphical Presentation of Cash Receipts
 - Graphical Presentation of Cash Disbursements
 - Conference Summary Report

Our reports

- Report on the Financial Statements (Page 1)
 - Unmodified
- Report on Internal Control Over Financial Reporting
 - No deficiencies reported
- Communication with those charged with governance



Conclusion

- Cash and cash equivalents and investment decreased from \$ 1,904,634 to \$1,266,654.
- Thank you to the SACRS staff, specifically Sulema H. Peterson, Douglas Evans, and the Audit Committee for their assistance with this audit process.

QUESTIONS?

Jesse Deol, CPA, ARM
Partner





8. SACRS Education Committee Report – No Action

JJ Popowich, Los Angeles CERA, SACRS Education Committee Chair

A. Education Committee Report



9. SACRS Program Committee Report – No Action

Adele Tagaloa, Orange CERS, SACRS Program Committee Chair

A. Program Committee Report

No printed materials for this item



10. SACRS Affiliate Committee Report – No Action

JoAnne Svensgaard, Adrian Lee & Partners, SACRS Affiliate Committee Chair

A. Affiliate Committee Report

No printed materials for this item



11. SACRS Bylaws Committee Report – No Action

Barbara Hannah, San Bernardino CERA, SACRS Bylaws Committee Chair

A. Bylaws Committee Report

No printed materials for this item



12. SACRS Spring Conference Breakout Reports – No Action

A representative from each breakout will give a verbal report on their meetings. No printed materials for this item.

- A. Administrators – Thomas Stadelmaier, Stanislaus CERA
- B. Affiliates – JoAnne Svendsgaard, Affiliate Committee Chair
- C. Attorneys – Barbara Hannah and David Lantzer, San Bernardino CERA
- D. Disability/ Operations & Benefits Combo – Theodore King, Los Angeles CERA
- E. Internal Auditors – Harsh Jadhav, Alameda CERA
- F. Investment Officers – Donald Pierce, San Bernardino CERS
- G. Safety Trustees – Brian Williams, Sonoma CERS
- H. General Trustees – Adele Tagaloa, Orange CERS



13. Adjournment

Next scheduled SACRS Business Meeting will be held on Friday, November 15, 2024. The meeting will be held at the Hyatt Regency Monterey Hotel and Spa during SACRS Annual Fall Conference November 12 – 15, 2024.

EDUCATIONAL EVENTS - Board of Retirement

2024

1. **DWS**, 2024 Americas Real Estate Client Conference – Laguna, May 1-3, 2024. Agenda in Binder.
2. **CALAPRS**, Trustees Roundtable – Virtual, May 3, 2024. Agenda Pending. Registration Open.
3. **SACRS**, Annual Spring Conference – Santa Barbara, May 7-10, 2024. Agenda in Binder. Registration Open.
4. **SACRS**, Public Pension Investment Management Program – UC Berkeley, July 14-17, 2024. Agenda Pending.
5. **CALAPRS**, Principles of Pension Governance for Trustees – Location TBD, August 26-29, 2024. Agenda Pending.
6. **VALUE EDGE ADVISORS, LLC.**, Public Funds Forum – Laguna Beach, September 3-5, 2024. Agenda in Binder. Registration Open.
7. **CALAPRS**, Trustees Roundtable – Northern CA, October 11, 2024. Agenda Pending.
8. **INVESCO**, Real Estate Global Client Conference – San Diego, November 12-14, 2024. Tentative Agenda in Binder.
9. **SACRS**, Annual Fall Conference – Monterey, November 12-15, 2024. Agenda Pending.



EDELSTEIN GILBERT ROBSON & SMITH^{LLC}

Donald B. Gilbert Michael R. Robson Trent E. Smith Jason D. Ikerd^{Associate}

April 4th, 2024

TO: State Association of County Retirement Systems
FROM: Edelstein Gilbert Robson & Smith, LLC
RE: **Legislative Update – April 2024**

The Legislature returned from its Spring Recess on March 21st and committee hearings are in full swing. April is traditionally the busiest month of the year for the Legislature as the newly introduced bills must be passed out of policy committees by the end of the month. Some of the committee agendas will be very long and hearings commonly go well into the evening. Most of May and early June will be dedicated to addressing the State's massive budget deficit, which is estimated to be between \$37 and \$73 billion, depending on who you ask. So far, the Governor and Legislature have failed to agree on an "early action" budget compromise intended to shrink the deficit by making cuts in the current budget year. The stalemate on cutting some non-controversial items in the current year does not bode well for the larger budget decisions that must be made by the June 15 deadline to pass a State Budget.

A few bills of interest to SACRS have recently been amended, which we have outlined below:

- **AB 3025** – This is an amended spot bill. The new text of requires county retirement systems to adjust benefits for retired members, survivors, or beneficiaries whose final compensation included disallowed compensation, crediting contributions made on the disallowed compensation, and establishing conditions for repayment by employers, while also authorizing employers to submit proposed compensation items for pension calculations for review and guidance from the retirement system. SACRS Legislative Committee Co-Chairs met with the sponsors of AB 3025 and are working collaboratively to make sure SACRS systems can properly implement the bill.

- **SB 1499** – This measure aligns the Personal Income Tax Law with federal law by adjusting catch-up limits for retirement contributions based on age and increasing contribution limits for simple plans, while also requiring additional information for any bill authorizing a new tax expenditure. Amended to strike Sections 408(p)(2) and Section 414(v)(2) of the line 16 Internal Revenue Code from applying. The amendments also establish a 2029 deadline for the Legislative Analyst's Office to submit a report on how many taxpayers are utilizing these tax benefits.
- **SB 908** – This bill, previously the Government Transparency Act Initiative, has been gutted and amended. It is now a public health bill on fentanyl and will be removed from the SACRS tracking list.
- **AB 2770** – As amended, this bill revises the interest calculation for purchasing additional service credit and redepositing retirement contributions in the State Teachers' Retirement System, requiring members to sign and return necessary documents within 35 days, and extends the repeal date for disability retirement provisions related to post-traumatic stress disorder; it also removes return receipt requirements for the payment of accumulated contributions to discontinued members and makes technical changes to the Judges' Retirement Law. This bill recently passed out of committee.
- **SB 1240** – This bill allows a successor agency for the El Dorado County Fire Protection District and the Diamond Springs Fire Protection District to provide their employees with the defined benefit plan or formula they received prior to annexation, making legislative findings and declarations for the necessity of a special statute for the County of El Dorado, and declaring it to take effect immediately as an urgency statute. Amended to strike language requiring the successor agency to designate surviving contracts within 180 days of the annexation.
- **SB 1260** – This bill was gutted and amended. Previously, this bill would have established the Office of the Inspector General for the Public Employees' Retirement System (CalPERS), appointing an Inspector General to oversee internal investigations, the disciplinary process, and audits or reviews of CalPERS. Now, this is a transportation bill regarding high-speed rail and will be removed from the SACRS tracking list.
- **AB 2284** – authorizes a retirement system, to the extent that it has not defined work classification "grades" to define "grade" to mean a number of employees considered together because they share similarities in job duties, schedules, unit recruitment requirements, work location, collective bargaining unit, or other logical work-related grouping. SACRS Legislative Committee Co-Chairs met with the sponsors and will continue to work on the bill to ensure it can be enacted in compliance with PEPRA.

- **AB 2474** – amends the County Employees Retirement Law of 1937 regarding benefit payments and overpayments, allowing for retirement allowances or benefits to be deposited into prepaid accounts, extending the period of employment for retired persons in certain positions, and considering a retired person's retirement allowance as an overpayment subject to collection if they are employed beyond specified limits. This bill continues to be discussed with amendments forthcoming.
- **AB 2301** – As amended, this bill, the Sacramento Area Sewer District Pension Protection Act of 2024, would transfer employees and associated obligations from the County of Sacramento to the Sacramento Area Sewer District, ensuring continuity of retirement benefits and assuming rights and obligations under existing retirement laws, with legislative findings emphasizing the necessity of a special statute for the County of Sacramento, and declaring it an urgency statute to take effect immediately.

TCERA Board of Retirement 2024 Trustee Education/Presentation Calendar

Month	Meeting Date	Education/Presentation Topics
January	January 10	Fixed Income Manager Review - Verus
	January 24	
February	February 7 (due to Ag Expo)	12/31/23 Investment Report – Verus BlackRock (canceled) MacKay Shields
	February 28	
March	March 13	QMA (PGIM) PGIM Emerging Markets Debt
	March 27	
April	April 10	Sixth Street Ocean Avenue
	April 24	
May	SACRS – May 7-10	3/31/24 Investment Report – Verus Strategic Asset Allocation Review - Verus
	May 22	
June	June 12	William Blair KBI
	June 26	
July	July 10	RREEF American Realty
	July 24	
August	August 14	Annual Administrator Report 6/30/24 Investment Report – Verus Investment Manager Fee Review
	August 28	
September	September 11	
	September 25	

October	October 9 October 23	Preliminary Actuarial Analysis– Cheiron Joint Meeting with Board of Supervisors (tentative) Real Assets Review - Verus
November	November 6 - due to SACRS SACRS Nov 12-15 November 20 - due to Thanksgiving Holiday	Final Actuarial Valuation Report - Cheiron 9/30/24 Investment Report Private Markets (Private Equity/Private Credit) Review - Verus
December	December 11	Brown Armstrong – Audit Results

Expected 2025 Investment Manager Regular Biennial Presentations:

PIMCO RAE
SGA
Invesco
IFM
Pathway
DoubleLine
Boston Partners
Leeward