

VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

BOARD OF RETIREMENT

BUSINESS MEETING

November 21, 2016

AGENDA

PLACE: Ventura County Employees' Retirement Association
Second Floor Boardroom
1190 South Victoria Avenue
Ventura, CA 93003

TIME: 9:00 a.m.

Members of the public may comment on any item under the Board's jurisdiction by filling out a speaker form and presenting it to the Clerk. Unless otherwise directed by the Chair, comments related to items on the agenda will be heard when the Board considers that item. Comments related to items not on the agenda will generally be heard at the time designated for Public Comment.

ITEM:

I.	<u>CALL TO ORDER</u>	Master Page No.
II.	<u>APPROVAL OF AGENDA</u>	1 – 3
III.	<u>CONSENT AGENDA</u>	
A.	Approve Regular and Deferred Retirements and Survivors Continuances for the Month of October 2016	4
B.	Receive and File Report of Checks Disbursed in October 2016	5 – 8
C.	Receive and File Budget Summary for FY 2016-17 Month Ending October 31, 2016	9
D.	Receive and File Statement of Fiduciary Net Position, Statement of Changes in Fiduciary Net Position, Schedule of Investments and Cash Equivalents, and Schedule of Investment Management Fees for the Period Ending September 30, 2016	10 – 15

IV. INVESTMENT MANAGER PRESENTATIONS

- A. Receive Annual Investment Presentation from State Street, John Muir and Julianna Frank 16 - 38
- B. Receive Annual Investment Presentation from Black Rock, Anthony Freitas and Timothy Murray 39 – 93
Time: 10:30 a.m.

V. INVESTMENT INFORMATION

- A. NEPC – Allan Martin
VCERA – Dan Gallagher, Chief Investment Officer
 - 1. Preliminary Performance Report Month Ending October 31, 2016 94 – 102
 - 2. Third Quarter Performance Report 103 – 176
 - 3. Private Equity Report 177 – 189
 - 4. Organizational Update
 - 5. SACRS Peer Comparison Report 190 – 262
- B. Request for Additional Funding for Private Equity Legal Expenses
 - 1. Staff Letter 263

VI. OLD BUSINESS

- A. Request to Combine Disability and Business Meetings for a Single Meeting on December 12, 2016
 - 1. Staff Letter 264

VII. NEW BUSINESS

- A. Board Calendar Options for 2017
 - 1. Staff Letter 265
 - 2. Calendar Options 266

VII. NEW BUSINESS (continued)

B. Request for Additional Statement of Work for Linea

- 1. Staff Letter 267
- 2. Proposed Statement of Work 268 – 269

C. Request to Delete Two (2) Program Administrator II Allocations and add Two (2) Senior Program Administrator Allocations

- 1. Staff Letter 270 – 271
- 2. Memorandum from Chief Operations Officer to Retirement Administrator 272 – 273

D. Request for Trustee Bianchi to Attend ILPA Class

- 1. Staff Letter 274 – 278

E. Request for Chief Investment Officer, Dan Gallagher to Attend ILPA Class

- 1. Staff Letter 279 – 281

VIII. INFORMATIONAL

IX. PUBLIC COMMENT

X. STAFF COMMENT

XI. BOARD MEMBER COMMENT

XII. ADJOURNMENT

VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION
REPORT OF REGULAR AND DEFERRED RETIREMENTS AND SURVIVORS CONTINUANCES

October 2016

FIRST NAME	LAST NAME	G/S	DATE OF MEMBERSHIP	TOTAL SERVICE	OTHER SERVICE	DEPARTMENT	EFFECTIVE DATE
REGULAR RETIREMENTS:							
Renee	Aguilar	G	11/2/1997	17.00		Public Defender	09/26/16
Rose C.	Alonzo-Koellhoffer	G	1/17/1982	31.10	B=0.1154	Information Services Department	09/24/16
Yvonne L.	Becerra	G	6/3/2015	5.21		Library Services Agency	08/27/16
Michael S.	Bell	S	10/13/1991	24.62		Sheriff's Department	09/07/16
Lisa M.	Brown	G	3/5/1989	26.87		General Services Agency	09/08/16
James S.	Bucy	G	10/30/2006	5.93		General Services Agency (deferred)	10/22/16
Joseph P.	Clark	G	6/29/1997	19.93		Resource Management Agency	09/23/16
Eduardo J.	Daduya	G	9/10/2006	8.99		Sheriff's Department (deferred)	10/08/16
Marla S.	Gay	G	10/22/1995	20.87		Human Services Agency	09/30/16
Carmen M.	Gonzalez	G	11/20/1983	28.83		Health Care Agency	08/09/16
Linda L.	Hagan	G	4/23/2001	15.46		Human Services Agency	09/30/16
Ronald C.	Herndon	G	8/17/2003	17.08	D=3.99620	Sheriff's Department	09/11/16
Andrea J.	Ingamells	G	1/13/1992	23.90 *	C=10.99858	Human Services Agency	09/30/16
Fredrik	Johnson	G	5/26/1991	16.81	A=16.0789	Public Works Agency	07/02/16
					* C=24.4430	(deferred)	
Eileen	Katz	G	10/6/2003	12.70		Health Care Agency	09/20/16
Deanna J.	King	G	3/12/2006	9.15		Fire Protection Distirct (deferred)	10/06/16
Sheryl	Low	G	2/17/1991	8.44 *	C=17.184	Health Care Agency (deferred)	
John	McLaughlin	G	6/16/1985	9.24 *	C=3.6211	Resource Management Agency (deferred)	09/01/16
Robert G.	Mireles	G	7/25/1977	39.13		General Services Agency	09/17/16
Raymond R.	Padaoan	S	8/14/1989	27.31	B=0.2538	Fire Protection Distirct	09/04/16
Catherine J.	Pierce	G	1/31/2014	2.54		CEO (Non-Member Spouse, Deferred)	09/01/16
Kevin M.	Quinn	G	6/24/1979	23.33 *	C=12.4070	Resource Management Agency (deferred)	08/02/16
Mary E.	Reed	G	12/28/1986	29.81	B=0.2256	Information Services Department	09/24/16
Carol A.	Stamey	G	11/11/2001	19.96	D=5.07560	Area Agency on Aging	09/25/16
Corby D.	Stinnett	G	11/9/2005	10.45		Public Works Agency	09/24/16
Denise L.	Susi	G	10/19/1986	30.62	B=0.69730	Resource Management Agency	09/11/16
Jan L.	West-Frias	G	3/21/1999	16.97	B=0.10250	Health Care Agency	09/20/16
Darrell E.	Wise	S	11/4/1984	31.12		Probation Agency	09/25/16

DEFERRED RETIREMENTS:

Zoe	Carlson	G	07/11/2010	6.24		Public Works Agency	10/01/2016
Michael	Farr	G	09/18/2011	5.04		Public Defender	10/01/2016
Ryan	Hamlin	S	09/22/2007	9.03		District Attorney	10/08/2016
Shari	Holloway	G	07/09/2001	14.61	C=4.2933	Resource Management Agency	10/08/2016
Frank	Kiesler	G	11/12/2007	5.74		Ventura Regional Sanitation District	04/29/2016
Elizabeth	Kimbrough	G	11/07/2004	10.85		Health Care Agency	10/01/2016
Lisabeth	Kozin	G	01/11/2009	5.23		Ventura Superior Court	10/07/2016
Teresa	Mc Grath	G	04/10/2005	5.52		Health Care Agency	10/01/2016
Jamie	Penfield	G	03/22/2009	7.02		District Attorney	10/07/2016
Annie	Shim	G	07/24/2011	5.14		Resource Management Agency	09/10/2016

SURVIVORS' CONTINUANCES:

Nestor C.	De Jesus
Andrew N.	Stephenson
Billie J.	Van Horn

* = Member Establishing Reciprocity
A = Previous Membership
B = Other County Service (eg Extra Help)
C = Reciprocal Service
D = Public Service

Date: Wednesday, November 02, 2016
 Time: 02:26PM
 User: 103745

Ventura County Retirement Assn
Check Register - Standard
 Period: 04-17 As of: 11/2/2016

Page: 1 of 4
 Report: 03630.rpt
 Company: VCERA

Check Nbr	Check Type	Check Date	Vendor ID Vendor Name	Period To Post Closed	Ref Nbr	Doc Type	Invoice Number	Invoice Date	Discount Taken	Amount Paid
Company: VCERA										
Acct / Sub:	1002		00							
026683	CK	10/5/2016	3035112 ELEANOR HATTEN	04-17	021534	VO	PENSION PAYMENT	10/5/2016	0.00	1,724.48
026684	CK	10/5/2016	101820 RICHARD BURKE	04-17	021535	VO	TRAVEL REIMB	10/5/2016	0.00	71.75
026685	CK	10/5/2016	990002 ARTHUR E. GOULET	04-17	021536	VO	TRAVEL REIMB	10/5/2016	0.00	69.60
026686	CK	10/5/2016	COUNTY COUNTY COUNSEL	04-17	021537	VO	LEGAL FEES	10/5/2016	0.00	21,607.50
026687	CK	10/5/2016	FEDEX FEDEX	04-17	021538	VO	ADMIN EXP	10/5/2016	0.00	93.73
026688	CK	10/5/2016	HANSONBRID HANSON BRIDGETT LLP	04-17	021539	VO	LEGAL FEES	10/5/2016	0.00	452.62
026689	CK	10/5/2016	ILPA INSTITUTIONAL LIMITED PAR	04-17	021540	VO	ADMIN EXP	10/5/2016	0.00	3,000.00
026690	CK	10/5/2016	NCPERS NCPERS	04-17	021541	VO	ADMIN EXP	10/5/2016	0.00	550.00
026691	CK	10/5/2016	CORPORATE STAPLES ADVANTAGE	04-17	021542	VO	ADMIN EXP	10/5/2016	0.00	1,698.68
026692	CK	10/10/2016	990004 WILL HOAG	04-17	021543	VO	TRAVEL REIMB	10/10/2016	0.00	8,413.47
026693	CK	10/10/2016	990004 WILL HOAG	04-17	021544	VO	TRAVEL REIMB	10/10/2016	0.00	1,185.33
026694	CK	10/12/2016	102661 LORI NEMIROFF	04-17	021545	VO	TRAVEL REIMB	10/12/2016	0.00	241.91
026695	CK	10/12/2016	BARNEY A.B.U. COURT REPORTING, II	04-17	021546	VO	ADMIN EXP	10/12/2016	0.00	315.00

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026696	CK	10/12/2016	MEGAPATH GLOBAL CAPACITY	04-17	021547	VO	IT/PAS	10/12/2016	0.00	603.63
026697	CK	10/12/2016	HARRIS HARRIS WATER CONDITIONII	04-17	021548	VO	ADMIN EXP	10/12/2016	0.00	144.50
026698	CK	10/12/2016	SEGAL SEGAL CONSULTING	04-17	021549	VO	ACTUARY FEES	10/12/2016	0.00	29,500.00
026699	CK	10/12/2016	CORPORATE STAPLES ADVANTAGE	04-17	021550	VO	ADMIN EXP	10/12/2016	0.00	193.06
026700	CK	10/12/2016	VOLT VOLT	04-17	021551	VO	ADMIN EXP	10/12/2016	0.00	2,705.65
026701	CK	10/19/2016	100748 CHRIS JOHNSTON	04-17	021552	VO	TRAVEL REIMB	10/19/2016	0.00	1,356.08
026702	CK	10/19/2016	124968 DAN GALLAGHER	04-17	021553	VO	TRAVEL REIMB	10/19/2016	0.00	9,177.20
026703	CK	10/19/2016	990002 ARTHUR E. GOULET	04-17	021554	VO	MILEAGE REIMB	10/19/2016	0.00	36.72
026704	CK	10/19/2016	BARNEY A.B.U. COURT REPORTING, II	04-17	021555	VO	ADMIN EXP	10/19/2016	0.00	315.00
026705	CK	10/19/2016	ACCESS ACCESS INFORMATION MAN.	04-17	021556	VO	ADMIN EXP	10/19/2016	0.00	597.05
026706	CK	10/19/2016	BROWN BROWN ARMSTRONG	04-17	021557	VO	ADMIN EXP	10/19/2016	0.00	22,369.86
026707	CK	10/19/2016	HEXAVEST HEXAVEST INC	04-17	021558	VO	INVESTMENT FEES	10/19/2016	0.00	92,787.41
026708	CK	10/19/2016	INTERGRATE INTEGRATED FIRE & SAFETY	04-17	021559	VO	IT	10/19/2016	0.00	250.00

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026709	CK	10/19/2016	LINEA LINEA SOLUTIONS	04-17	021560	VO	ADMIN/IT/PAS	10/19/2016	0.00	70,418.75
026710	CK	10/19/2016	SHRED-IT SHRED-IT USA	04-17	021561	VO	ADMIN EXP	10/19/2016	0.00	134.40
026711	CK	10/19/2016	TWC TIME WARNER CABLE	04-17	021562	VO	IT	10/19/2016	0.00	294.99
026712	CK	10/19/2016	WALTER BNY MELLON INV MGMNT CA	04-17	021563	VO	INVESTMENT FEES	10/19/2016	0.00	217,394.69
026713	CK	10/19/2016	AT&T AT&T MOBILITY	04-17	021564	VO	IT	10/19/2016	0.00	340.18
026714	CK	10/21/2016	EDSI EXECUTIVE DATA SYSTEMS,	04-17	021565	VO	IT	10/21/2016	0.00	5,855.00
026715	CK	10/26/2016	990008 ROBERT BIANCHI	04-17	021566	VO	MILEAGE REIMB	10/26/2016	0.00	58.32
026716	CK	10/26/2016	BOFA BUSINESS CARD	04-17	021567	VO	ADMINT/IT/PAS	10/26/2016	0.00	2,161.42
026717	CK	10/26/2016	LOOMIS LOOMIS, SAYLES & CO., LP	04-17	021568	VO	INVESTMENT FEES	10/26/2016	0.00	119,326.83
026718	CK	10/26/2016	MF M.F. DAILY CORPORATION	04-17	021569	VO	ADMIN EXP	10/26/2016	0.00	16,935.44
026719	CK	10/26/2016	NEPC NEPC, LLC	04-17	021570	VO	INVESTMENT FEES	10/26/2016	0.00	72,500.00
026720	CK	10/26/2016	NOSSAMAN NOSSAMAN LLP	04-17	021571	VO	LEGAL FEES	10/26/2016	0.00	12,030.00
026721	CK	10/26/2016	REAMS REAMS ASSET MANAGEMEN	04-17	021572	VO	INVESTMENT FEE	10/26/2016	0.00	131,989.00
026722	CK	10/26/2016	TORTOISE TORTOISE CAPITAL ADVISOF	04-17	021573	VO	INVESTMENT FEES	10/26/2016	0.00	185,776.54

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Check Nbr	Check Type	Check Date	Vendor ID Vendor Name	Period To Post Closed	Ref Nbr	Doc Type	Invoice Number	Invoice Date	Discount Taken	Amount Paid
026723	CK	10/26/2016	VOLT VOLT	04-17	021574	VO	ADMIN EXP	10/26/2016	0.00	2,719.53
026724	CK	10/26/2016	ZIGMAN LOUIS M. ZIGMAN, ESQ	04-17	021575	VO	ADMIN EXP	10/26/2016	0.00	875.00

Check Count: 42

Acct Sub Total: 1,038,270.32

Check Type	Count	Amount Paid
Regular	42	1,038,270.32
Hand	0	0.00
Electronic Payment	0	0.00
Void	0	0.00
Stub	0	0.00
Zero	0	0.00
Mask	0	0.00
Total:	42	1,038,270.32

Company Disc Total	0.00	Company Total	1,038,270.32
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VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION
BUDGET SUMMARY FISCAL YEAR 2016-2017
October 2016 - 33.33% of Fiscal Year Expended

EXPENDITURE DESCRIPTIONS	Adopted 2016/2017 Budget	Adjusted 2016/2017 Budget	Oct-16	Year to Date Expended	Available Balance	Percent Expended
Salaries & Benefits:						
Salaries	\$ 2,370,800.00	\$ 2,370,800.00	\$ 167,958.63	\$ 678,534.90	\$ 1,692,265.10	28.62%
Extra-Help	192,400.00	192,400.00	11,462.68	43,540.02	148,859.98	22.63%
Overtime	3,000.00	3,000.00	0.00	0.00	3,000.00	0.00%
Supplemental Payments	74,400.00	74,400.00	4,484.40	19,850.08	54,549.92	26.68%
Vacation Redemption	131,300.00	131,300.00	78,366.00	135,583.67	(4,283.67)	103.26%
Retirement Contributions	432,100.00	432,100.00	27,211.52	119,100.26	312,999.74	27.56%
OASDI Contributions	141,800.00	141,800.00	8,132.05	37,657.83	104,142.17	26.56%
FICA-Medicare	37,800.00	37,800.00	3,592.51	11,917.36	25,882.64	31.53%
Retiree Health Benefit	4,000.00	4,000.00	794.15	3,176.60	823.40	79.42%
Group Health Insurance	194,300.00	194,300.00	13,662.00	55,667.47	138,632.53	28.65%
Life Insurance/Mgmt	1,100.00	1,100.00	79.58	324.32	775.68	29.48%
Unemployment Insurance	2,400.00	2,400.00	169.03	670.18	1,729.82	27.92%
Management Disability Insurance	18,400.00	18,400.00	1,170.36	4,763.56	13,636.44	25.89%
Worker' Compensation Insurance	19,900.00	19,900.00	1,809.86	6,189.63	13,710.37	31.10%
401K Plan Contribution	48,600.00	48,600.00	3,701.34	15,545.45	33,054.55	31.99%
Transfers In	135,500.00	135,500.00	5,404.71	17,472.13	118,027.87	12.89%
Transfers Out	(135,500.00)	(135,500.00)	(5,404.71)	(17,472.13)	(118,027.87)	12.89%
Total Salaries & Benefits	\$ 3,672,300.00	\$ 3,672,300.00	\$ 322,594.11	\$ 1,132,521.33	\$ 2,539,778.67	30.84%
Services & Supplies:						
Telecommunication Services - ISF	\$ 35,400.00	\$ 35,400.00	\$ 2,950.85	\$ 10,988.78	\$ 24,411.22	31.04%
General Insurance - ISF	13,100.00	13,100.00	0.00	0.00	13,100.00	0.00%
Office Equipment Maintenance	2,000.00	2,000.00	0.00	0.00	2,000.00	0.00%
Membership and Dues	14,700.00	14,700.00	3,000.00	7,320.00	7,380.00	49.80%
Education Allowance	8,000.00	8,000.00	0.00	2,000.00	6,000.00	25.00%
Cost Allocation Charges	89,500.00	89,500.00	0.00	0.00	89,500.00	0.00%
Printing Services - Not ISF	12,000.00	12,000.00	0.00	0.00	12,000.00	0.00%
Books & Publications	3,000.00	3,000.00	0.00	47.00	2,953.00	1.57%
Office Supplies	20,000.00	20,000.00	1,891.74	3,656.11	16,343.89	18.28%
Postage & Express	60,000.00	60,000.00	11,777.94	15,916.41	44,083.59	26.53%
Printing Charges - ISF	18,000.00	18,000.00	0.00	0.00	18,000.00	0.00%
Copy Machine Services - ISF	4,500.00	4,500.00	536.85	536.85	3,963.15	11.93%
Board Member Fees	13,300.00	13,300.00	700.00	3,600.00	9,700.00	27.07%
Professional Services	1,292,100.00	1,292,100.00	87,878.27	318,796.73	973,303.27	24.67%
Storage Charges	4,200.00	4,200.00	597.05	1,560.14	2,639.86	37.15%
Equipment	6,000.00	6,000.00	0.00	0.00	6,000.00	0.00%
Office Lease Payments	205,000.00	205,000.00	16,935.44	67,799.42	137,200.58	33.07%
Private Vehicle Mileage	12,500.00	12,500.00	893.07	3,081.33	9,418.67	24.65%
Conference, Seminar and Travel	138,400.00	138,400.00	22,546.24	36,247.33	102,152.67	26.19%
Furniture	15,000.00	15,000.00	0.00	0.00	15,000.00	0.00%
Facilities Charges	13,300.00	13,300.00	255.00	330.00	12,970.00	2.48%
Judgement & Damages	0.00	0.00	0.00	0.00	0.00	#DIV/0!
Transfers In	20,000.00	20,000.00	571.14	1,846.35	18,153.65	9.23%
Transfers Out	(20,000.00)	(20,000.00)	(571.14)	(1,846.35)	(18,153.65)	9.23%
Total Services & Supplies	\$ 1,980,000.00	\$ 1,980,000.00	\$ 149,962.45	\$ 471,880.10	\$ 1,508,119.90	23.83%
Total Sal, Ben, Serv & Supp	\$ 5,652,300.00	\$ 5,652,300.00	\$ 472,556.56	\$ 1,604,401.43	\$ 4,047,898.57	28.38%
Technology:						
Computer Hardware	\$ 45,000.00	\$ 45,000.00	\$ 153.18	1,426.83	\$ 43,573.17	3.17%
Computer Software	216,000.00	216,000.00	6,528.85	31,888.66	184,111.34	14.76%
Systems & Application Support	449,000.00	449,000.00	18,342.22	91,809.30	357,190.70	20.45%
Pension Administration System	353,000.00	353,000.00	53,050.00	195,608.40	157,391.60	55.41%
Total Technology	\$ 1,063,000.00	\$ 1,063,000.00	\$ 78,074.25	\$ 320,733.19	\$ 742,266.81	30.17%
Contingency	\$ 786,000.00	\$ 786,000.00	\$ -	\$ -	\$ 786,000.00	0.00%
Total Current Year	\$ 7,501,300.00	\$ 7,501,300.00	\$ 550,630.81	\$ 1,925,134.62	\$ 5,576,165.38	25.66%

VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION
STATEMENT OF FIDUCIARY NET POSITION
SEPTEMBER 30, 2016 (UNAUDITED)

ASSETS

CASH & CASH EQUIVALENTS **\$283,739,630**

RECEIVABLES

ACCRUED INTEREST AND DIVIDENDS	2,878,354
SECURITY SALES	157,976,811
MISCELLANEOUS	11,304
TOTAL RECEIVABLES	160,866,469

INVESTMENTS AT FAIR VALUE

DOMESTIC EQUITY SECURITIES	112,247,647
DOMESTIC EQUITY INDEX FUNDS	1,281,105,325
INTERNATIONAL EQUITY SECURITIES	362,405,870
INTERNATIONAL EQUITY INDEX FUNDS	346,658,699
GLOBAL EQUITY	258,912,948
PRIVATE EQUITY	165,714,941
DOMESTIC FIXED INCOME - CORE PLUS	706,350,042
DOMESTIC FIXED INCOME - U.S. INDEX	221,798,339
REAL ESTATE	377,332,470
ALTERNATIVES	399,979,098
CASH OVERLAY - PARAMETRIC	24,974
TOTAL INVESTMENTS	4,232,530,353

CAPITAL ASSET - SOFTWARE DEVELOPMENT **12,961,635**

TOTAL ASSETS **4,690,098,087**

LIABILITIES

SECURITY PURCHASES PAYABLE	4,082,781
ACCOUNTS PAYABLE	1,460,898
TAX WITHHOLDING PAYABLE	2,822,639
PREPAID CONTRIBUTIONS	120,669,077
	129,035,395

TOTAL LIABILITIES **129,035,395**

NET POSITION RESTRICTED FOR PENSIONS **\$4,561,062,692**

**VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION
STATEMENT OF CHANGES IN FIDUCIARY NET POSITION
FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2016 (UNAUDITED)**

ADDITIONS

CONTRIBUTIONS

EMPLOYER	\$43,282,216
EMPLOYEE	16,547,012
TOTAL CONTRIBUTIONS	<u>59,829,229</u>

INVESTMENT INCOME

NET APPRECIATION (DEPRECIATION) IN FAIR VALUE OF INVESTMENTS	168,994,438
INTEREST INCOME	3,688,558
DIVIDEND INCOME	6,480,658
REAL ESTATE OPERATING INCOME, NET	4,143,631
SECURITY LENDING INCOME	112,741
TOTAL INVESTMENT INCOME	<u>183,420,026</u>

LESS INVESTMENT EXPENSES

MANAGEMENT & CUSTODIAL FEES	3,695,169
SECURITIES LENDING BORROWER REBATES	64,782
SECURITIES LENDING MANAGEMENT FEES	19,324
TOTAL INVESTMENT EXPENSES	<u>3,779,274</u>

NET INVESTMENT INCOME/(LOSS) **179,640,752**

TOTAL ADDITIONS **239,469,981**

DEDUCTIONS

BENEFIT PAYMENTS	62,672,912
MEMBER REFUNDS	1,209,674
ADMINISTRATIVE EXPENSES	1,361,411
TOTAL DEDUCTIONS	<u>65,243,997</u>

NET INCREASE/(DECREASE) **174,225,983**

NET POSITION RESTRICTED FOR PENSIONS

BEGINNING OF YEAR **4,386,836,709**

ENDING BALANCE **\$4,561,062,692**

VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION
INVESTMENTS AND CASH EQUIVALENTS
SEPTEMBER 30, 2016 (UNAUDITED)

EQUITY		
DOMESTIC EQUITY		
WESTERN ASSET INDEX PLUS	\$112,247,647	\$41,814,680
TOTAL DOMESTIC EQUITY	112,247,647	41,814,680
DOMESTIC INDEX FUNDS		
BLACKROCK - US EQUITY MARKET	1,231,500,384	0
BLACKROCK - EXTENDED EQUITY	49,604,941	0
TOTAL EQUITY INDEX FUNDS	1,281,105,325	0
INTERNATIONAL EQUITY		
SPRUCEGROVE	180,032,965	0
HEXAVEST	80,475,702	0
WALTER SCOTT	101,897,203	0
TOTAL INTERNATIONAL EQUITY	362,405,870	0
INTERNATIONAL INDEX FUNDS		
BLACKROCK - ACWIXUS	346,658,699	0
TOTAL INTERNATIONAL INDEX FUNDS	346,658,699	0
GLOBAL EQUITY		
BLACKROCK - GLOBAL INDEX	258,912,948	0
TOTAL GLOBAL EQUITY	258,912,948	0
PRIVATE EQUITY		
ADAMS STREET	101,802,525	0
PANTHEON	15,397,543	0
HARBOURVEST	48,145,524	0
DRIVE CAPITAL	369,349	0
TOTAL PRIVATE EQUITY	165,714,941	0
FIXED INCOME		
DOMESTIC		
LOOMIS SAYLES AND COMPANY	74,344,044	2,536,348
LOOMIS SAYLES - ALPHA	43,638,780	0
REAMS	301,970,778	8,430
WESTERN ASSET MANAGEMENT	286,396,439	1,518,458
TOTAL DOMESTIC	706,350,042	4,063,236
DOMESTIC INDEX FUNDS		
BLACKROCK - US DEBT INDEX	221,798,339	0
TOTAL DOMESTIC INDEX FUNDS	221,798,339	0
REAL ESTATE		
PRUDENTIAL REAL ESTATE	132,029,661	1,527
RREEF	1,004,019	0
UBS REALTY	244,298,789	0
TOTAL REAL ESTATE	377,332,470	1,527

**VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION
INVESTMENTS AND CASH EQUIVALENTS
SEPTEMBER 30, 2016 (UNAUDITED)**

ALTERNATIVES		
BRIDGEWATER	283,683,025	0
TORTOISE (MLP's)	116,296,073	<u>2,818,300</u>
TOTAL ALTERNATIVES	<u>399,979,098</u>	<u>2,818,300</u>
CASH OVERLAY - PARAMETRIC	24,974	226,503,166
IN HOUSE CASH	<u> </u>	<u>8,538,722</u>
TOTAL INVESTMENTS AND CASH	<u><u>\$4,232,530,353</u></u>	<u><u>\$283,739,630</u></u>

**VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION
SCHEDULE OF INVESTMENT MANAGEMENT FEES
FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2016 (UNAUDITED)**

EQUITY MANAGERS

DOMESTIC

BLACKROCK - US EQUITY	\$63,379
BLACKROCK - EXTENDED EQUITY	4,919
WESTERN ASSET INDEX PLUS	70,784
TOTAL	139,082

INTERNATIONAL

BLACKROCK - ACWIXUS	70,440
SPRUCEGROVE	169,338
HEXAVEST	92,787
WALTER SCOTT	217,395
TOTAL	549,961

GLOBAL

GRANTHAM MAYO VAN OTTERLOO (GMO)	297,518
BLACKROCK - GLOBAL INDEX	24,065
TOTAL	321,583

PRIVATE EQUITY

ADAMS STREET	359,553
HARBOURVEST	209,085
PANTHEON	162,500
TOTAL	731,138

FIXED INCOME MANAGERS

DOMESTIC

BLACKROCK - US DEBT INDEX	27,297
LOOMIS, SAYLES AND COMPANY	75,663
LOOMIS ALPHA	43,664
REAMS ASSET MANAGEMENT	131,989
WESTERN ASSET MANAGEMENT	133,054
TOTAL	411,666

REAL ESTATE

PRUDENTIAL REAL ESTATE ADVISORS	283,715
RREEF	2,166
UBS REALTY	582,488
TOTAL	868,369

ALTERNATIVES

BRIDGEWATER	277,906
TORTOISE	185,775
TOTAL	463,681

CASH OVERLAY - PARAMETRIC

55,583

SECURITIES LENDING

BORROWERS REBATE	64,782
MANAGEMENT FEES	19,324
TOTAL	84,105

**VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION
SCHEDULE OF INVESTMENT MANAGEMENT FEES
FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2016 (UNAUDITED)**

OTHER	
INVESTMENT CONSULTANT	72,500
INVESTMENT CUSTODIAN	81,606
TOTAL	<u>154,106</u>
 TOTAL INVESTMENT MANAGEMENT FEES	 <u><u>\$3,779,274</u></u>

Ventura County Employees' Retirement Association

State Street Securities Finance

Program Review

November 21, 2016



STATE STREET.

MASTER PAGE NO.16

Agenda

- Program Update
- VCERA Performance Review
- Collateral Pool Review
- Program Metrics
- Fundamentals of Securities Lending

State Street Securities Finance

Our goal is to assist VCERA optimize its lending program without compromising VCERA's approach to risk or need for flexibility

Commitment

- Securities Finance is a core business of State Street Bank
- 246 employees dedicated to managing all aspects of the lending business (Legal, Risk, IT, PD, Tax, etc.)¹
- Access to Bank capital
- One of the largest securities lending providers in the industry (\$3.2T Lendables, \$347B On Loan)¹

Risk Management

- Industry-leading quantitative approach to borrower credit review team that maintains a proprietary borrower rating system and has regular access to senior management
- Continuous stress testing of scenarios that could produce loss, concentration risk, exposure under market stress conditions, liquidity risk, counterparty credit contagion, wrong-way risk
- Enterprise Risk Management oversight
- State Street provides borrower default indemnification

Customizable Programs

- Customized lending structures – minimum spread by asset class, variety of non-cash collateral types, exclusives/auctions, lenders have the ability to manage cash collateral internally
- Customized reporting to assist with oversight of your lending program

1- As of September 30, 2016

State Street Securities Finance – Con't

Our goal is to assist VCERA optimize its lending program without compromising VCERA's approach to risk or need for flexibility

Responsive Relationship Culture

- Experienced, dedicated team for each client with direct access to product specialists (Risk, Compliance, Trading, Tax, etc.)
- Provide in depth, customized lending reviews and education to fund boards as well as assist in creating quarterly materials
- Ranked #1 in EMEA and North America in the 2015 Global Investors/Beneficial Owners survey

Trading

- 44 trading professionals with an average experience of 10+ years, with country, asset class and sector specialization¹
- Traders utilize proprietary & 3rd party data to price loans, with focus on specials; General Collateral largely automated
- Local coverage (5 Trading desks) ensures economics of the trades are understood and optimal loan value is captured and any arising difficulties can be dealt with more effectively

Cash Collateral Management

- SSGA is a leader in the cash management space managing \$161b in securities cash collateral managed assets as of 9/30/16
- SSGA Global Credit Team solely dedicated to supporting Portfolio Managers
- SSGA Risk Management conducts monthly stress tests on the Navigator Prime fund

VCERA Performance

Relationship Summary

- Our relationship commenced in May 1997
- VCERA has 3 funds in securities lending
 - 2M1N – Western Asset Management
 - 2M2D – Loomis, Sayles & Co. LP
 - 2M2F – Western Asset Management
- Earnings Summary (calendar year)
 - Since Inception ~ \$7.4 million (through 2015)
 - 2016 YTD ~ \$ 130 k (as of 11/7/16)
- Programs
 - U.S. Equity
 - U.S. Corporate Bonds
 - U.S. Government
- Cash Collateral
 - Quality D
- VCERA is indemnified against borrower default

VCERA's Securities Lending Performance

Ventura County Employees' Retirement Association

	FY 2015	FY 2016	FYTD 2017
Average Lendable (\$)	507,846,207	441,700,804	425,392,002
Average On Loan (\$)	61,330,875	52,690,892	65,378,358
Utilization	12.1%	11.9%	15.4%
Earnings by Program (\$)			
US Equity & Corp. Bond	80,140	53,861	15,781
US Government & Agency	36,488	55,147	28,680
Non-US Fixed	7,871	7,272	614
Total Earnings	124,498	116,280	45,075
Components of Spread (bps)			
Demand Spread	12	7	2
Reinvestment Spread	17	23	36
Net Spread	28	30	38
Return to Lendable (bps)	2.5	2.6	4.1

Notes:

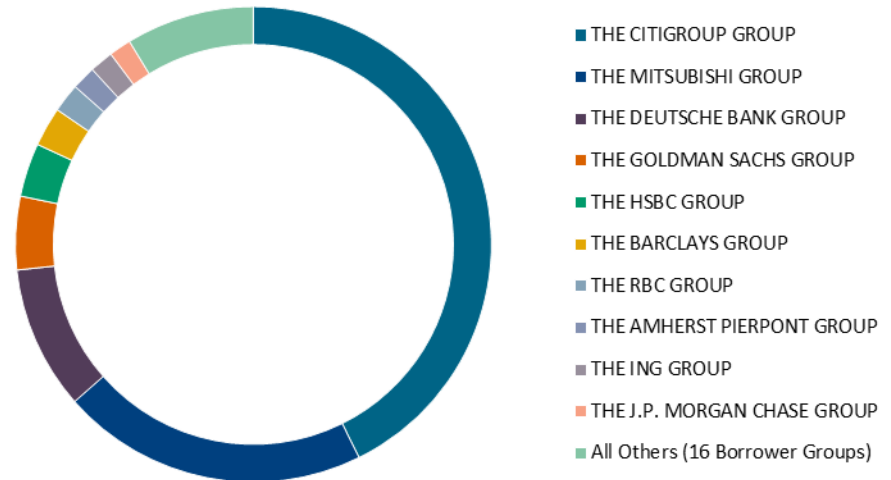
(1) FYTD 2017 data includes July 2016 - September 2016

Borrower Diversification

September 30, 2016

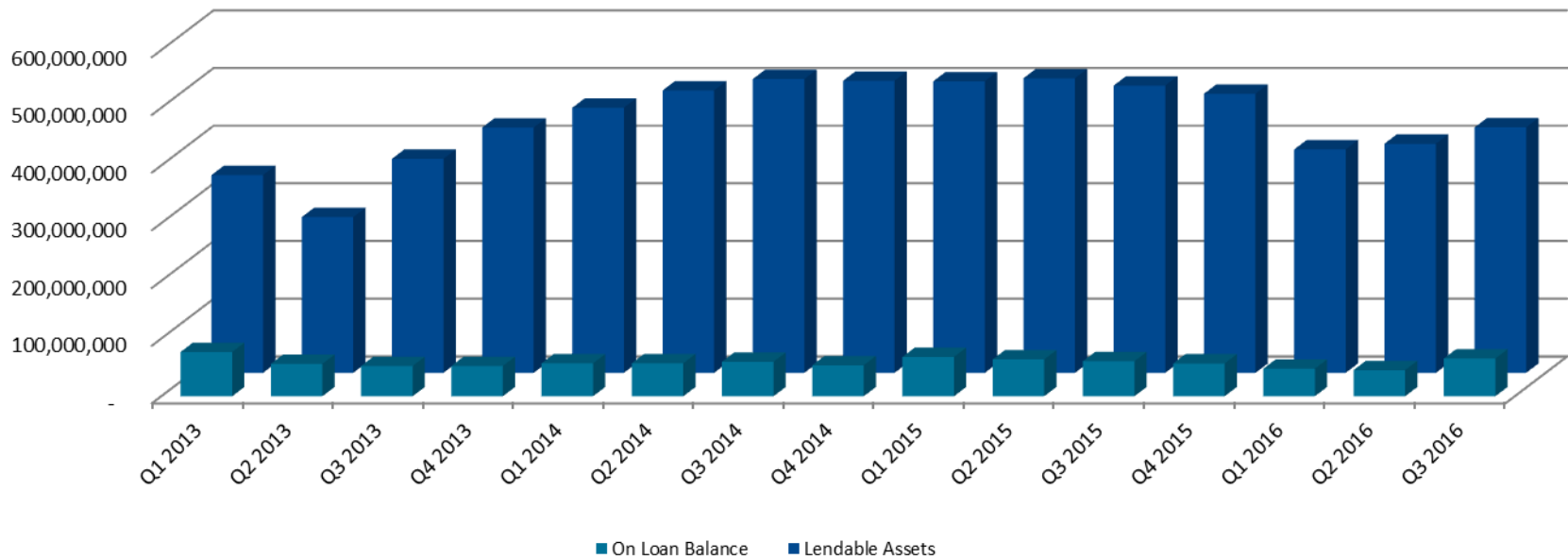
Ventura County Employees' Retirement Association

Borrower	Loan Balance (\$)	% of Total
THE CITIGROUP GROUP	21,588,021	43%
THE MITSUBISHI GROUP	10,542,529	21%
THE DEUTSCHE BANK GROUP	4,936,538	10%
THE GOLDMAN SACHS GROUP	2,521,927	5%
THE HSBC GROUP	1,844,663	4%
THE BARCLAYS GROUP	1,352,158	3%
THE RBC GROUP	990,566	2%
THE AMHERST PIERPONT GROUP	818,975	2%
THE ING GROUP	816,884	2%
THE J.P. MORGAN CHASE GROUP	762,027	2%
All Others (16 Borrower Groups)	4,409,157	9%
Total	50,583,445	100%



Lendable and On Loan Trend

Q1 2013 – Q3 2016



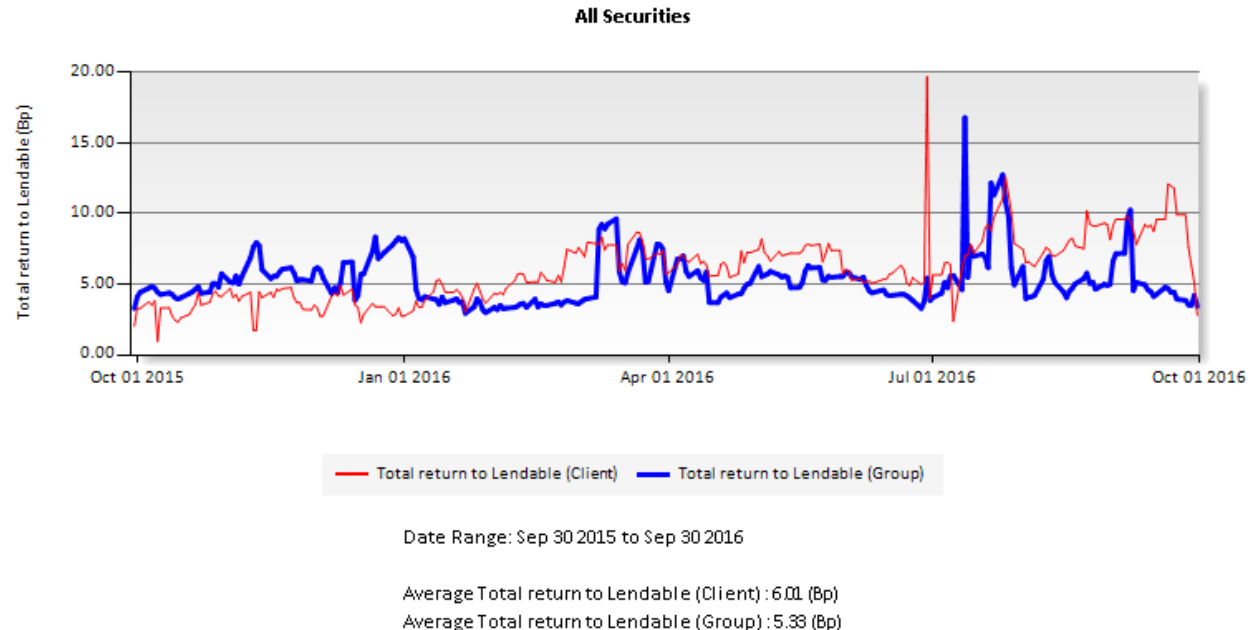
Performance Benchmarking

Demonstrated Results: PerformanceExplorer™ - Return to Lendables

PerformanceExplorer™ provides independent performance benchmarking for securities lending.

Group includes data from agent lenders, principal lenders, borrowers and beneficial owners (BNY Mellon, JP Morgan Chase, Northern, HSBC, UBS, Brown Brothers, State Street & others).

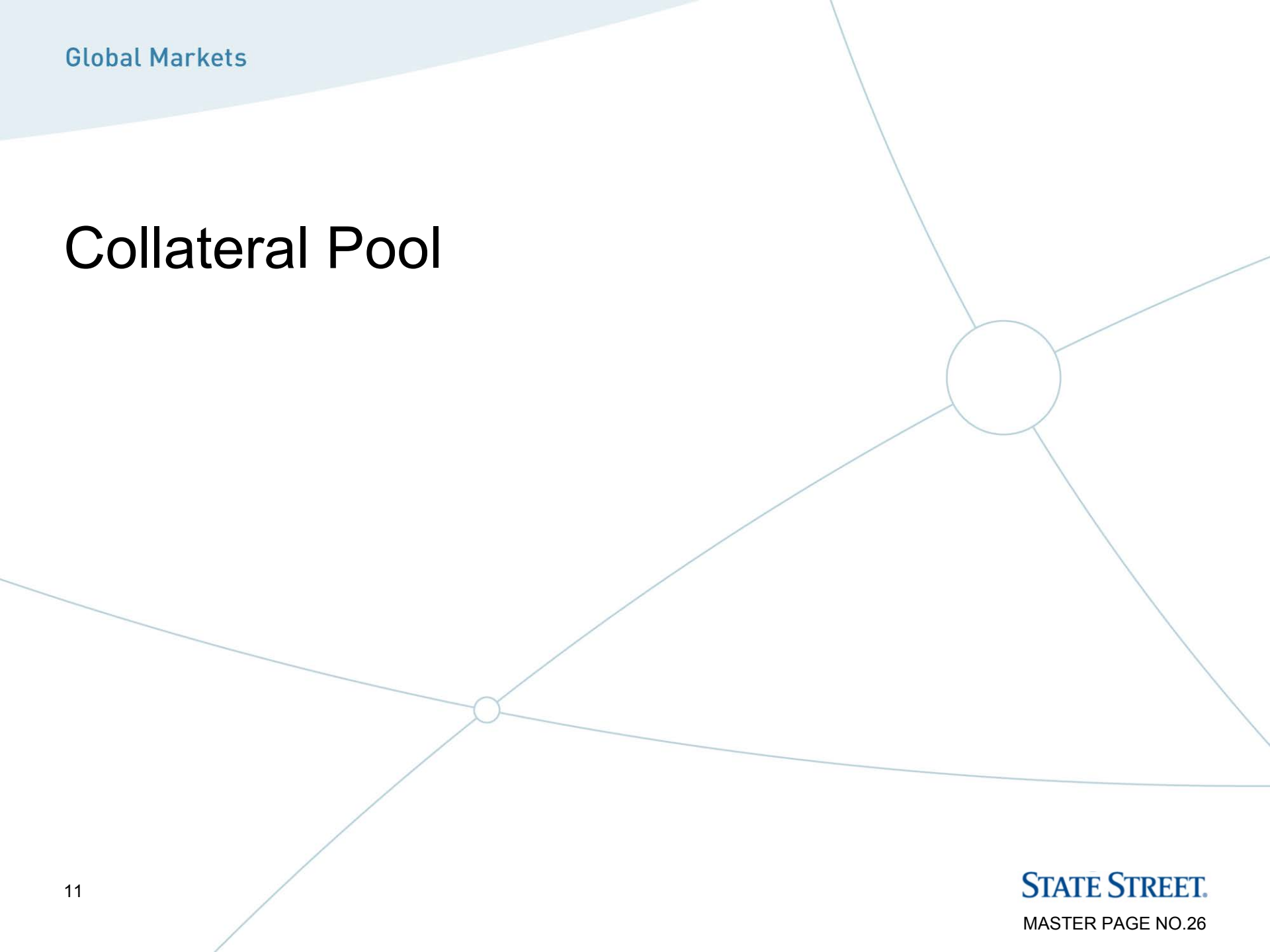
VCERA's securities lending program with State Street has outperformed the peer group as indicated.



VCERA's average return to lendable of 6.01 bps was 12.7% higher than the peer group level of 5.33bps.

Source: The above data is provided by Markit Securities Finance and is underpinned by source data provided by PerformanceExplorer™ participants and also market data. However, because of the possibility of human or mechanical errors, neither Markit Securities Finance, nor the providers of the source or market data can guarantee the accuracy, adequacy or completeness of the information. This summary contains information that is confidential and is the property of Markit Group Limited. It may not be copied, published or used, in whole or in part, for any purpose other than expressly authorized by the owners.

Collateral Pool



Quality Investment Fund D

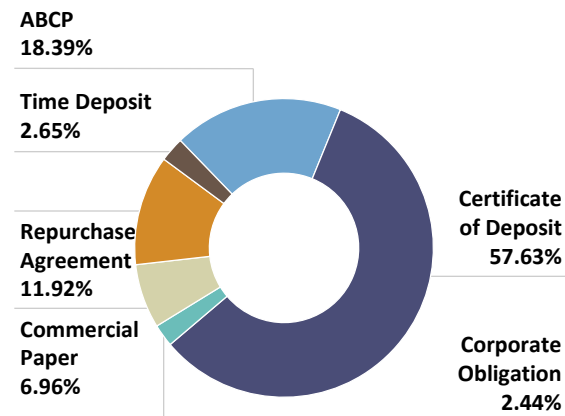
FC14 — Quality D

Summary Characteristics

As of September 30, 2016

1-Day Yield ¹	0.86%
Par Position + Uninvested Cash (in millions)	10,801.34
Floating Rate	40.80
Foreign Issuers ²	13.61
Weighted Average Maturity (WAM) ³	38
Weighted Average Life (WAL) ⁴	71
Fund Price as of 9/30/16	1.00
Number of Holdings	71
Liquidity Schedule	% of Fund
Next Business Day (3 Day)	12.74
4–7 Days Liquidity	8.71
8–14 Days Liquidity	3.89
15–21 Days Liquidity	14.89
22–28 Days Liquidity	4.31
29–35 Days Liquidity	1.13
36–60 Days Liquidity	8.45
61–90 Days Liquidity	13.63
Greater than 90 Days Liquidity	32.26
90 Day Liquidity	67.74

Long-term Ratings	% of Fund
AAA	—
AA	5.09
A	27.75
BBB+	0.77
BBB	—
BBB-	—
BB+	—
BB	—
BB-	—
Short-term Ratings	% of Fund
A-1+/P-1	10.75
A-1/P-1	45.46
SPLIT	3.47
Other	6.71



Source: SSGA, Bloomberg. Ratings are from Bloomberg and are S&P. **Past performance is not a guarantee of future results.**

¹ 1 Day yield does not include Management Fees

² All YCD's and Repo are being reported as Domestic and thus not included in the % Foreign Issuers

³ Weighted Average Maturity (WAM): aggregation of WAM of underlying securities in fund defined as (1) Floating rate securities: Next Reset Date – Current Date; (2) Fixed Rate: Maturity Date – Current Date defined in days

⁴ Weighted Average Life (WAL): aggregation of WAL of underlying securities in fund defined as (1) Floating rate securities: Expected Maturity Date – Current Date; (2) Fixed Rate: Expected Maturity Date – Current Date (defined in days)

Any S&P ratings below BB- or below A-1 as well as Unrated securities are included in the "Other" category

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Quality D Duration

FC4J — Quality D Duration

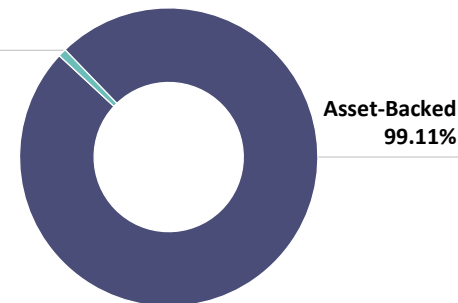
Summary Characteristics

As of September 30, 2016

1-Day Yield ¹	1.16%
Par Position + Uninvested Cash (in millions)	150.13
Floating Rate	99.11
Foreign Issuers ²	30.38
Weighted Average Maturity (WAM) ³	22
Weighted Average Life (WAL) ⁴	3,154
Fund Price as of 9/30/16	0.95
Number of Holdings	6
Liquidity Schedule	% of Fund
Next Business Day (3 Day)	0.89
4–7 Days Liquidity	0.00
8–14 Days Liquidity	0.00
15–21 Days Liquidity	0.00
22–28 Days Liquidity	0.00
29–35 Days Liquidity	0.00
36–60 Days Liquidity	0.00
61–90 Days Liquidity	0.00
Greater than 90 Days Liquidity	99.11
90 DAY LIQUIDITY	0.89

Long-term Ratings	% of Fund
AAA	2.50
AA	75.15
A	9.10
BBB+	—
BBB	—
BBB-	—
BB+	—
BB	—
BB-	—
Short-term Ratings	% of Fund
A-1+/P-1	—
A-1/P-1	—
SPLIT	—
Other	13.25

Money Market
Fund
0.89%



Source: SSGA, Bloomberg. Ratings are from Bloomberg and are S&P. Past performance is not a guarantee of future results.

¹ 1-Day yield does not include Management Fees

² All YCD's and Repo are being reported as Domestic and thus not included in the % Foreign Issuers

³ Weighted Average Maturity (WAM): aggregation of WAM of underlying securities in fund defined as (1) Floating rate securities: Next Reset Date – Current Date; (2) Fixed Rate: Maturity Date – Current Date defined in days

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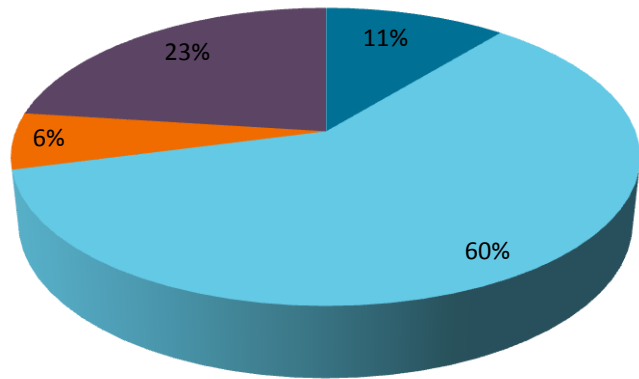
Quality D Collateral Pool Allocation

- December 31, 2010 collateral pool allocation
 - Liquidity Pool ~ \$152.9 (68.9%)
 - Duration Pool ~ \$ 69.0 (31.1%)
- December 31, 2011 allocation
 - Liquidity Pool ~ \$ 64.7 (73.7%)
 - Duration Pool ~ \$ 23.0 (26.3%)
- December 31, 2012 allocation
 - Liquidity Pool ~ \$ 58.9 (85.6%)
 - Duration Pool ~\$ 9.8 (14.4%)
- December 31, 2013 allocation
 - Liquidity Pool ~ \$ 43.5 (84.7%)
 - Duration Pool ~ \$ 7.8 (5.36%)
- December 31, 2014 collateral pool allocation
 - Liquidity Pool ~ \$ 47.9 (89.3%)
 - Duration Pool ~ \$ 5.7 (10.7%)
- December 31, 2015 collateral pool allocation
 - Liquidity Pool ~ \$ 38.4 (91.9%)
 - Duration Pool ~ \$ 3.4 (8.9%)
- September 30, 2016 collateral pool allocation
 - Liquidity Pool ~ \$ 50.3 (96.7%)
 - Duration Pool ~ \$ 1.7 (3.3%)

Program Update

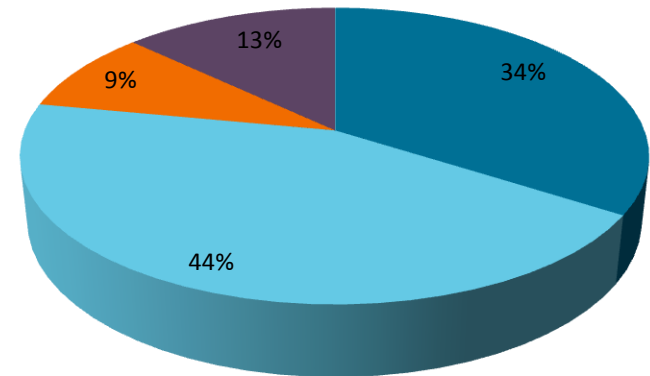
Large and Diverse Program

Assets Available for Loan
Approximately \$3.23 trillion



- US Government
- US Corp Bond & Equity
- Non-US Fixed Income
- Non-US Corp Bond & Equity

On Loan Balances
Approximately \$347 billion



- US Government
- US Corp Bond & Equity
- Non-US Fixed Income
- Non-US Corp Bond & Equity

Global Presence

- Approximately 284 active agency and principal clients worldwide
- Approximately 131 borrower relationships
- Lending across more than 36 international markets
- 9 regional locations with 5 trading desks and 3 full service operations centers
- Approximately 246 employees dedicated specifically to securities lending activities

The Americas

- **Boston, Massachusetts**
(World Headquarters)
- Toronto, Ontario

Europe/Middle-East/Africa

- Dublin, Ireland
- London, England

Asia/Pacific

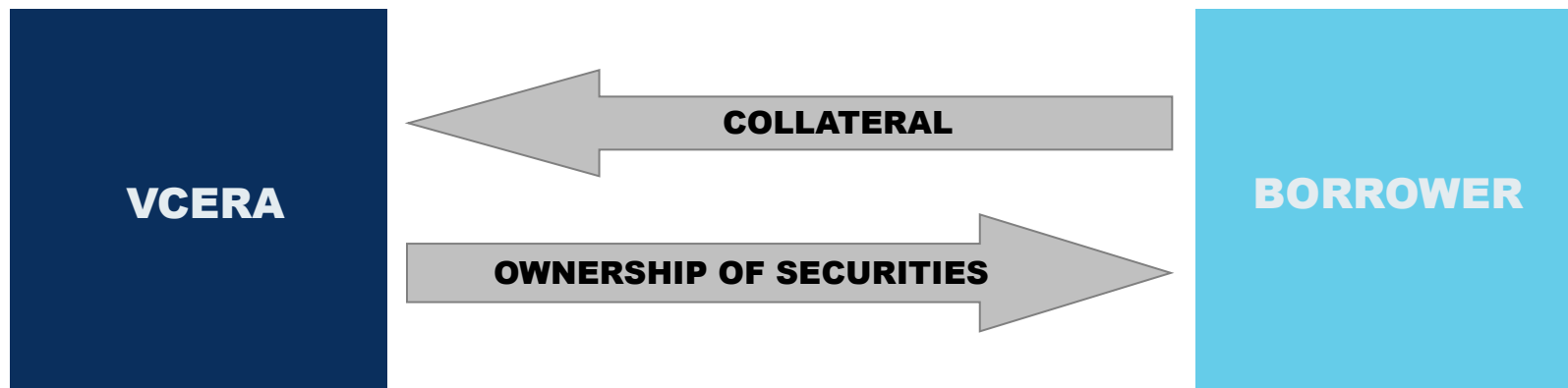
- Hong Kong, China
- Sydney, Australia
- Tokyo, Japan
- Singapore, Singapore
- Seoul, Korea

- **Full Service Center**
- **Relationship Management Office**
- **Relationship Management and Trading Office**

Fundamentals of Securities Lending

Securities Lending

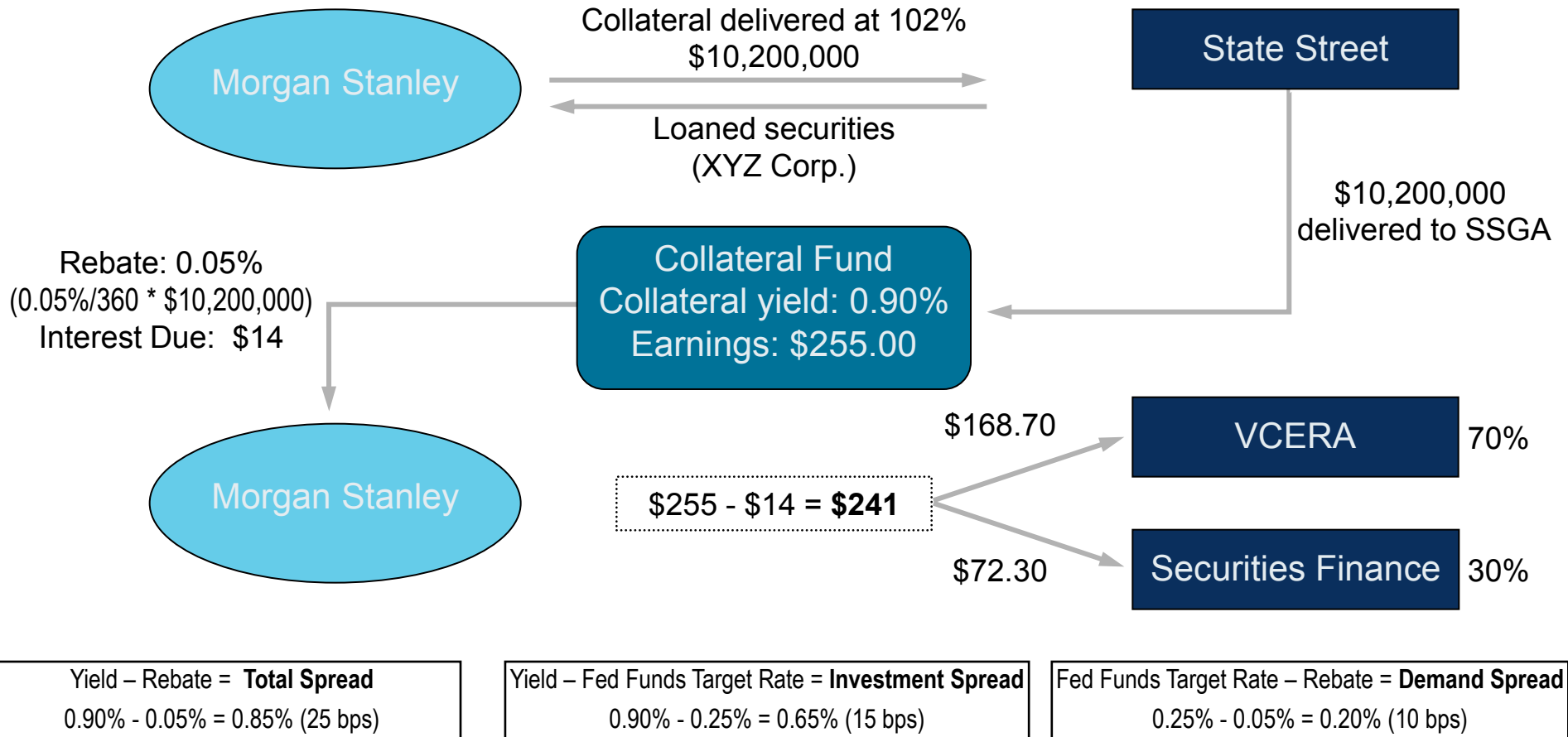
An investment management product where participants generate revenue by temporarily transferring idle securities, in a collateralized transaction, to a borrower.



- Lender transfers legal ownership of securities while retaining rights of beneficial ownership (i.e., entitlements on all dividend distributions and corporate actions)
- Borrower is contractually obligated to return the securities upon recall by the lender

Fundamentals of Securities Finance

One Day Sample Transaction Diagram



Fundamentals of Securities Lending

How are Earnings Generated?

Cash collateral is posted by the borrower at the inception of the lending transaction

State Street pays interest (the “rebate”) on the cash to the borrower at a rate that reflects the supply/demand characteristics of the loaned security

State Street invests this cash collateral according to the VCERA’s investment guidelines

The difference between the yield on the investment of the cash and the interest paid to the borrower represents the earnings or “spread”

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Clients should be aware of the risks of participating in securities lending, which may include counterparty, collateral, investment loss, tax and accounting risks. A securities lending program description and risks statement is available.

Past performance is no guarantee of future results.

This document has not been prepared in accordance with the legal requirements designed to promote the independence of investment research and is not subject to any prohibition on dealing ahead of investment research.

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THANK YOU!

Ventura County Employees' Retirement Association

Anthony Freitas, CFA, Managing Director
Timothy Murray, CFA, Director

21 November 2016

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 - ii. Supplemental Performance
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I. BlackRock Update

BlackRock Mission Statement

**Create a better financial future for our clients by building
the most respected investment and risk manager in the world**

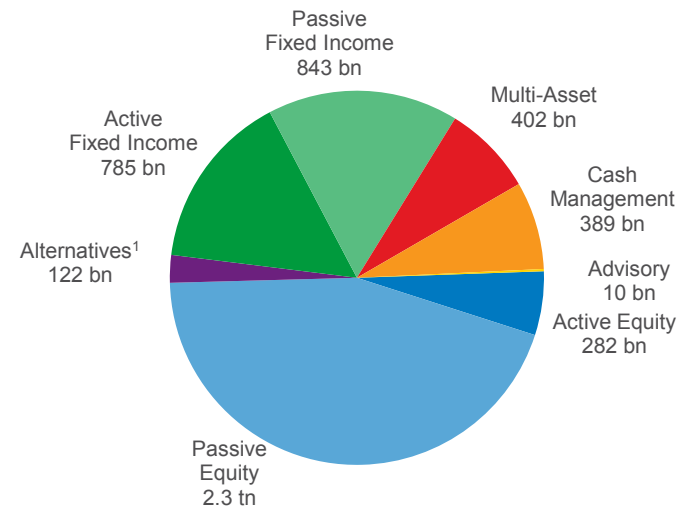
BlackRock facts *

- ▶ Established in 1988
- ▶ NYSE: BLK
- ▶ \$5.12 trillion assets under management
- ▶ More than 12,000 employees
- ▶ More than 1,800 investment professionals **
- ▶ Offices in over 30 countries
- ▶ 25 primary investment centers globally **
- ▶ Clients in over 100 countries
- ▶ Over 750 iShares® ETFs Globally
- ▶ Through BlackRock Solutions, the Firm provides risk management and enterprise investment services for over 200 clients
- ▶ Financial Markets Advisory business managed or advised on over \$8 trillion in asset and derivative portfolios
- ▶ Transition Management team partners with clients to save costs and reduce risks when changing investment exposures

* As of 30 September 2016

** As of 30 June 2016

\$5.12 trillion managed across asset classes



Assets as of 30 September 2016

¹ Includes commodity and currency mandates

II. Relationship Summary

BlackRock Relationship Team

Function	Contact	Location	Telephone	Email
Institutional Client Business – Lead	Anthony Freitas, CFA, Managing Director	San Francisco	415-670-6251	tony.freitas@blackrock.com
Institutional Client Business	Tom Holmes, Associate	San Francisco	415-670-4120	tom.holmes@blackrock.com

Ventura County Employees' Retirement Association Relationship Summary

As of 30 September 2016

Ventura County Employees' Retirement System	AUM
US Equity Market Fund (inception 6/02/2008)	\$1,231,500,350
Extended Equity Market Fund (inception 9/30/2002)	\$49,604,941
ACWI Equity Index Fund (inception 6/27/2012)	\$258,912,947
ACWI ex-US IMI Index Fund (inception 5/30/2008)	\$346,658,699
U.S. Debt Index Fund (inception 12/31/1995)	\$221,798,339
Total AUM	\$2,108,475,276

III. Beta Strategies Overview

BlackRock's Beta Strategies Platform

Global leader in Index Equity assets¹

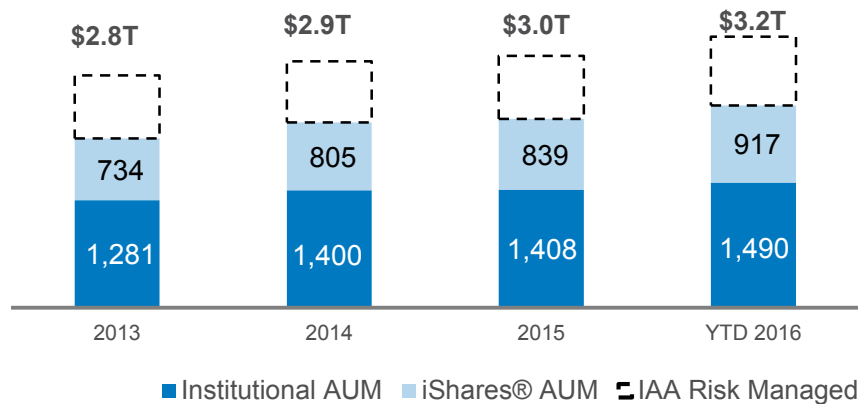
- ▶ We seek to deliver consistent performance with efficient outcomes for our clients
- ▶ Thousands of skillful and thoughtful decisions made each year for swift response to market trends and client demands

Extensive and flexible platform for beta strategies

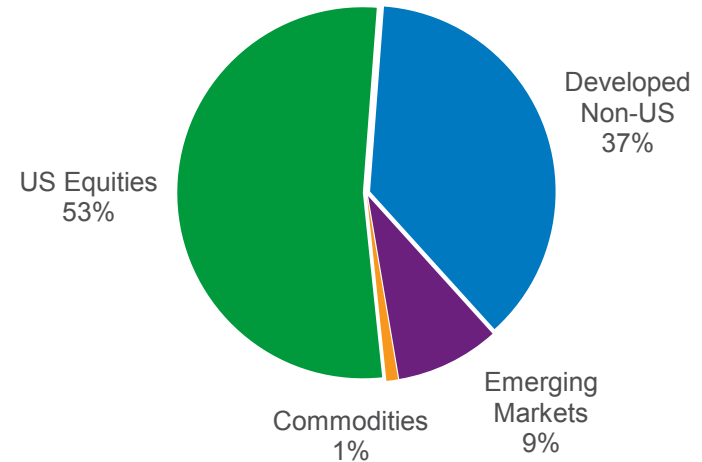
- ▶ Over 2,000 funds managed against 650+ benchmarks
- ▶ Daily liquidity with T-1 notification (for US equities) and T-2 notification (for non US equities)²
- ▶ Modular fund structure and asset allocation platform facilitates custom and outcome oriented solutions

Total Beta Strategies risk managed assets of \$3.2 trillion USD

In billions USD



Distribution of assets by region of mandate



Source: BlackRock, Inc. and its affiliates (together "BlackRock") as of 30 September 2016

1 In terms of AUM. Source: Pensions & Investments

2 Frontier markets commingled fund and currency hedged funds are currently open bi-monthly and monthly, respectively

Beta strategies continue to be a growing portion of client portfolios

Investors today are enhancing their passive allocations in three ways:

Comprehensive core

- ▶ Migrating to broader mandates — segregated index mandates are re-aggregated into one
- ▶ Going global — ACWI / ACWI IMI* is the fastest growing index strategy
- ▶ Moving EM into mainstream — no longer niche; gain EM exposure via global indices

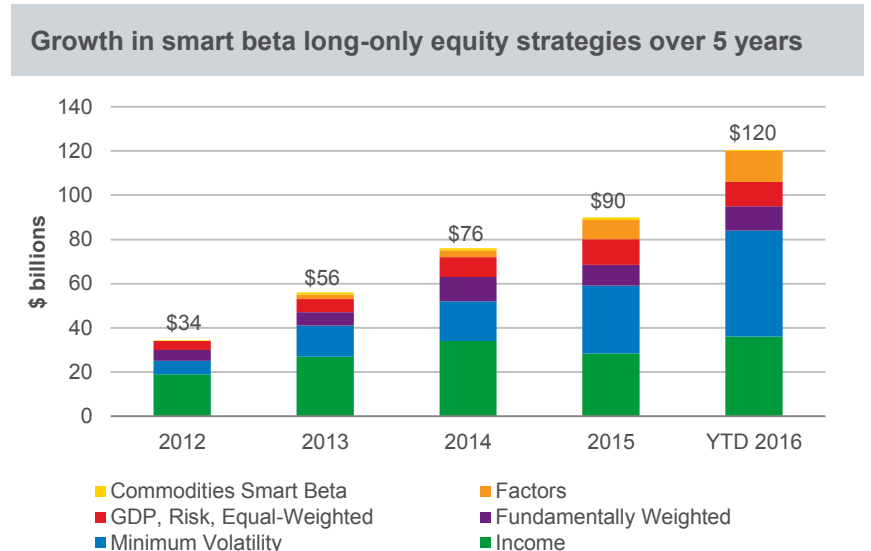
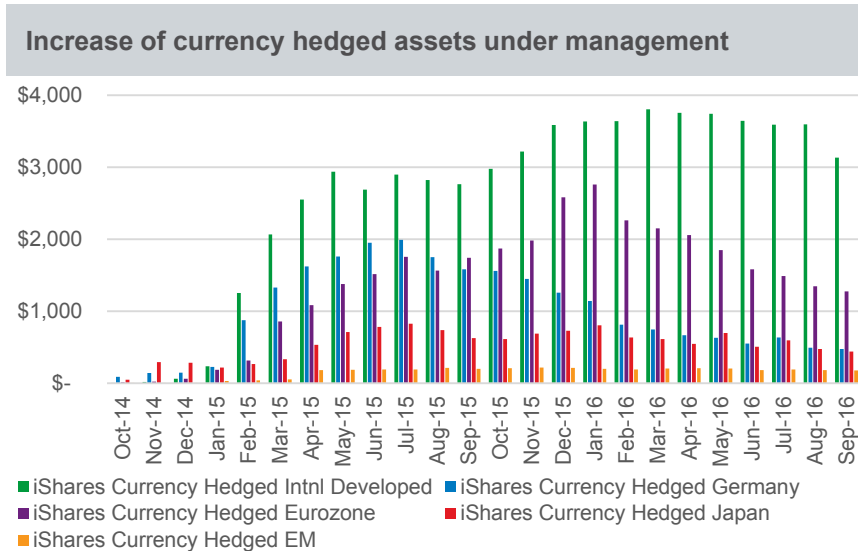
Complementary styles

- ▶ Growing suite of smart beta offerings, complementing traditional indices
 - Certain equity risk factors that have demonstrated added value over the long term
 - Value
 - Quality
 - Momentum
 - Size

Customization

- ▶ Social & environmental investment considerations
 - Spurring a wide variety of societal outcomes with capital
 - Multi-faceted goals on top of financial return and risk
- ▶ Tax-sensitive investing

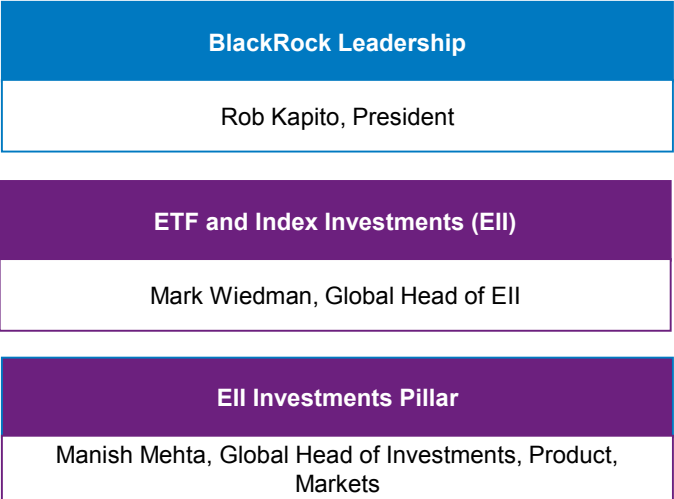
*All Country World Index Investable Market Index



Source: BlackRock, as of 30 September 2016. Above is display of Currency Hedged ETFs with longest track record. BlackRock offers multiple currency hedged vehicles, including: separate accounts, CTFs and ETFs.

Source: BlackRock smart beta (non-market cap weighted equity index strategies) assets under management. As of 30 September 2016.

ETF and Index Investments (EII) – Global Investments Pillar



EII Investment Management Teams

Americas Portfolio Management
Alan Mason

Europe Portfolio Management
Debbie Jelilian

Asia-Pacific Portfolio Management
Kevin Hardy

EII Investments Pillar Cross-Platform Teams

Product Strategy
Kristen Dickey*

Chief Operating Officer
Debbie Jelilian

Active Strategies and Index Equity Trading

Risk & Quantitative Analysis (RQA) Group

As of November 2016
*Reports into Manish Mehta and Rachel Lord

Americas – Investments Pillar

ETF and Index Investments Business

Investments Pillar Leadership

Manish Mehta

Global Head of Investments, Products, and Markets

Americas Portfolio Management

Alan Mason
Head of Americas Portfolio Management

Global Research

Ananth Madhavan
Global Head of ETF and Index Investment Research

Global Strategy

Kristen Dickey
Head of Global Product Strategy

Portfolio Management

Research

Strategy

Institutional Portfolio Management

iShares Portfolio Management

Index Asset Allocation

Index Research

Investment Research

Global Strategy

U.S. & Developed

Rachel Aguirre
Co-Head of Institutional Portfolio Management

Index Plus & Emerging

Creighton Jue, CFA
Co-Head of Institutional Portfolio Management

U.S. & Canada

Greg Savage, CFA
Co-Head of iShares Portfolio Management

Developed & Emerging

Jennifer Hsui, CFA
Co-Head of iShares Portfolio Management

DB & DC

Amy Whitelaw
Head of Index Asset Allocation

Stephanie Allen
Global Head of Index Research

Matthew Lee, Ph.D.
Global Head of Investment Research

Americas

Scott Dohemann, CFA
Head of U.S. Product Strategy

Christian De Leon

Kevin Kim

Timothy Murray, CFA

Jacqueline Ramkumar

U.S.

+ 7 Portfolio Managers

Index Plus

+ 2 Portfolio Managers

U.S.

+ 6 Portfolio Managers

International Developed

+ 5 Portfolio Managers

Defined Benefit

+ 3 Portfolio Managers

Index Research

+ 10 Index Researchers

Research Officers

+ 2 Research Officers

EMEA

Andrew Graver*
Head of EMEA Index Strategy

Rita Gemelou*

Flora Herries*

Norbert van Veldhuizen*

APAC

Ben Garland, CFA*
Head of APAC Index Strategy

Colin Zhang*

International Emerging

+ 5 Portfolio Managers

Canada

+ 4 Portfolio Managers

International Emerging

+ 4 Portfolio Managers

Defined Contribution

+ 6 Portfolio Managers

International Developed

+ 8 Portfolio Managers

FX / Synthetics

+ 5 Portfolio Managers

As of October 2016
* Located outside of the US

Core investment philosophy of total performance management

We believe that superior investment outcomes are best achieved through a disciplined, objective process to manage return, risk and cost



Return

- ▶ Seek performance as planned with value-added portfolio management
- ▶ Flexible strategies and solutions

Risk

- ▶ Proprietary portfolio & risk management system helps manage investment and operational risk

Cost

- ▶ Trading cost integrated into portfolio construction using proprietary transaction cost models
- ▶ Potential for reduced transaction costs through netting of client flows
- ▶ Focus on best execution for all external trading, including FX

Our index investment management process is anything but passive

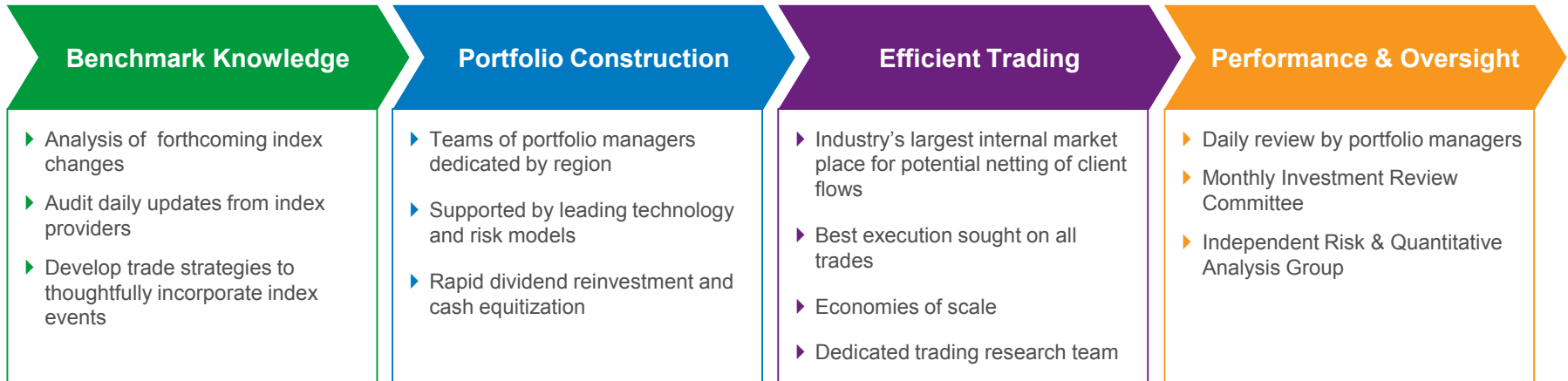
Deep expertise and investment skill underpin consistent historical performance

- ▶ BlackRock's beta portfolios are managed using a team approach to strategy, portfolio management, research, and trading

The ability to capture gains on hundreds of investment decisions adds up over time

- ▶ Portfolio managers' decision-making process involves deciding on corporate actions such as dividends, stock splits, spinoffs, rights offerings, and mergers & acquisitions

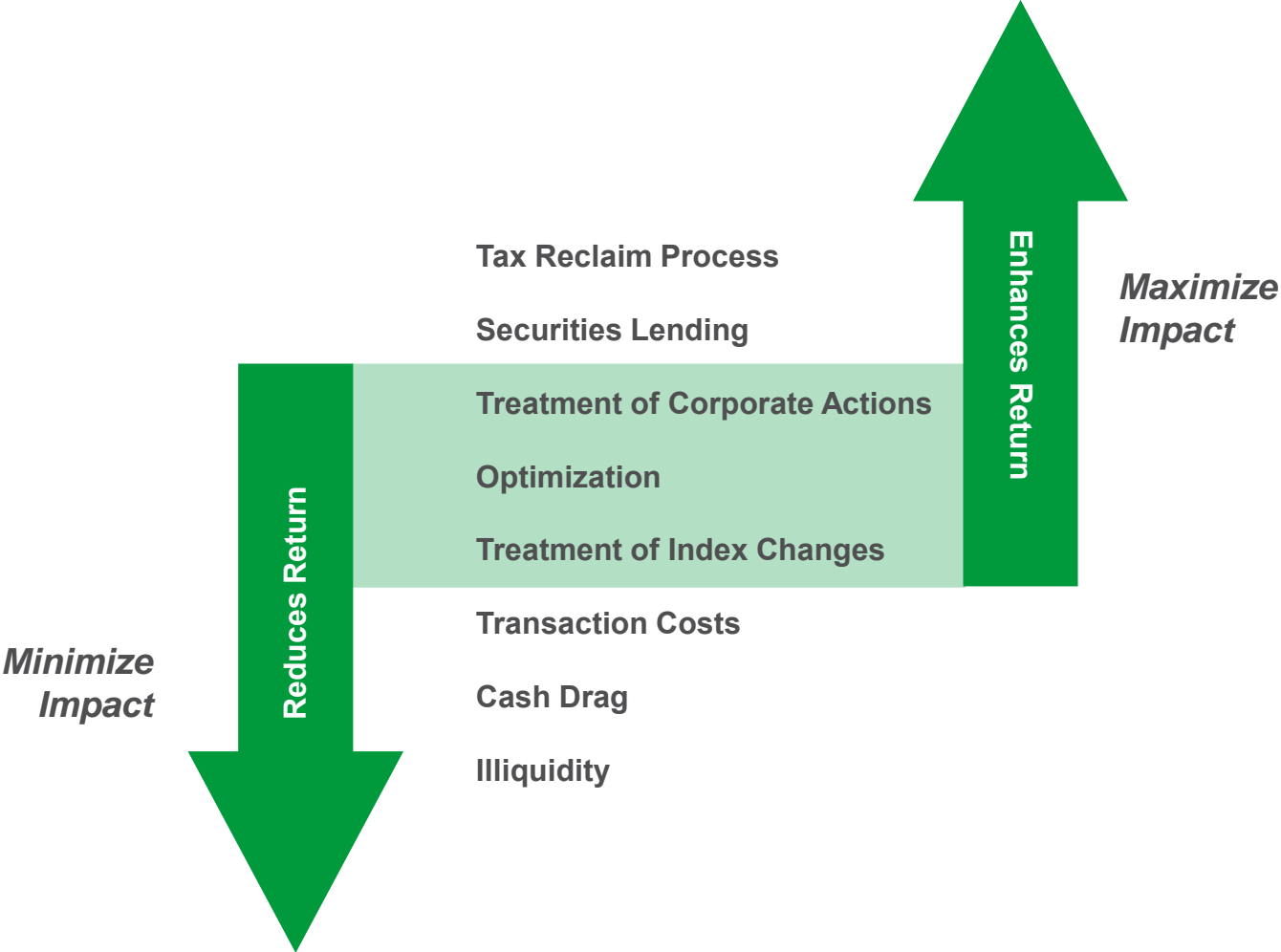
Detail-intensive investment decisions in pursuit of performance with precision and reliability



Risk Management

Leverage RQA and BlackRock's proprietary Aladdin® system to help identify, monitor and minimize risk

Major sources of tracking error: Global & domestic index funds



MSCI 2016 market classification review



China

MSCI announced on June 14th, 2016 that they will delay including China A shares in the MSCI Emerging Markets Index. MSCI is still monitoring several key issues:

Clarity around beneficial ownership

- ▶ Largely resolved since the May 2016 announcement from the CSRC

QFII policy changes affecting accessibility and capital mobility

- ▶ MSCI will monitor the effectiveness of recent QFII enhancements and remains concerned around 20% repatriation limits

Measures preventing widespread suspensions of trading

- ▶ A period of observation is needed to assess the effectiveness of recently announced measures around stock suspensions

Anti-competitive measures imposed by the local Chinese stock exchanges

- ▶ Still awaiting alignment to international norms and satisfactory resolution of this issue

Other notable annual market classification events



Pakistan

Reclassified to Emerging Markets status, effective May 2017



Peru

Remaining in the EM universe as long as the minimum three index constituents remain



Korea

Not considered for potential reclassification to DM status as part of the 2017 Review. The frictions related to Korean Won convertibility and restrictions on the use of exchange data for the creation of financial products both remain unaddressed.



Argentina

Included in the 2017 review for possible reclassification back to EM status



Nigeria

May be removed from the Frontier universe and reclassified as a stand-alone market, due to capital mobility issues.



Saudi Arabia

Continues to be monitored for possible EM index inclusion. The positive evolution in the opening of the Saudi Arabian equity market for international institutional investors in encouraging.

MSCI Quarterly Index Rebalance results

Overall, Global Beta Strategies realized \$9.2 million in profits on the rebalance trade

- ▶ 40% of the gains derive from capturing intraday price movements whilst the balance was split fairly close between early and residual trades
 - Early trade results: +\$2 million
 - Effective date trade results: +\$3.8 million
 - Residual trade results: \$3.4 million
- ▶ Beta Strategies traded 540 MSCI funds with AUM of \$816 billion across the globe
- ▶ Across all regions, Beta Strategies executed over 91k orders worth nearly \$40 billion

Rebalance highlights

- ▶ The weight of foreign listed companies, such as Alibaba, increased as part of the May 2016 SAIR, as the second and final phase of inclusion of such companies. As a result, the one-way index turnover for the MSCI Emerging Markets Index (4.2%) was higher compared to the May 2015 SAIR (2.6%), while the turnover for the MSCI World Index (0.9%) was in line with the historical May SAIRs.
- ▶ The index changes regarding the MSCI Nigeria Index and others that include Nigeria were minimized due to FX liquidity issues.

MSCI index change details

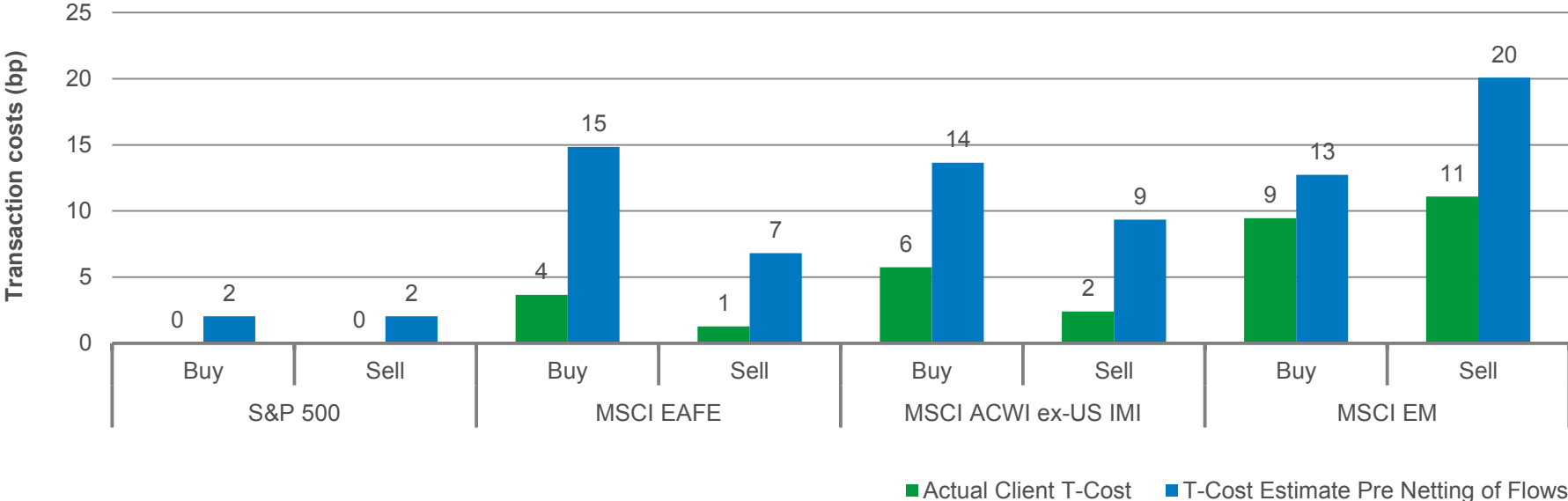
Index	#Adds	#Deletes	May 2016 Two-Way Turnover	May 2015 Two-Way Turnover
EAFE	15	11	2.6%	1.56%
EAFE SC	148	163	11.6%	8.92%
Emerging Markets	15	17	8.4%	5.59%
Emerging SC	139	74	17.6%	19.82%
World	28	20	1.8%	2.27%
Frontier	1	11	12.70%	12.34%

Source: BlackRock, as of June 2016. Past performance is not indicative of future results.

BlackRock's scale and internal network for netting client flows facilitates the potential to significantly lower transaction costs

BlackRock transaction costs vs. ex-ante estimates¹

Average client cost in 2015, as of Dec 31, 2015



The scale of BlackRock's CTFs and global trading footprint resulted in reduced T costs:

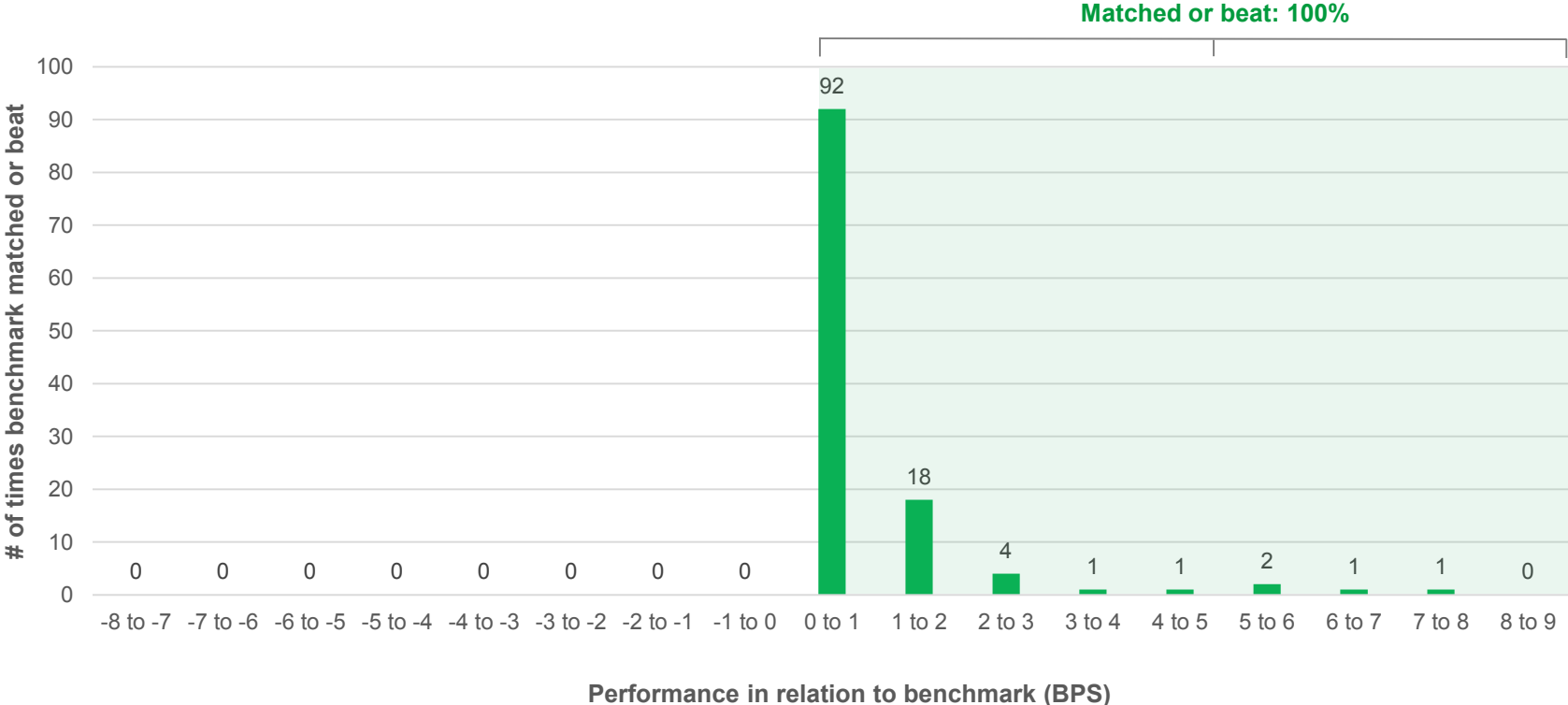
- ▶ On average, we have netted internally approximately 40 – 50% of client flows
- ▶ Market trades reflect the industry's most competitive commission rates

Source: BlackRock. BlackRock Flagship Index Funds shown.
¹ Estimated transaction costs includes commissions and taxes based on BlackRock's current standard negotiated rates
 Netting of client flows is not guaranteed, and may depend on several other factors, including but not limited to, client flows and external trading markets. Historical transaction costs are not indicative of future results.

Consistent performance, as planned

Over the past 10 years, BlackRock's S&P 500® Index Equity Collective Fund **matched or beat the benchmark 100%** of the time

S&P 500 Index Fund A annualized performance — Excess gross returns



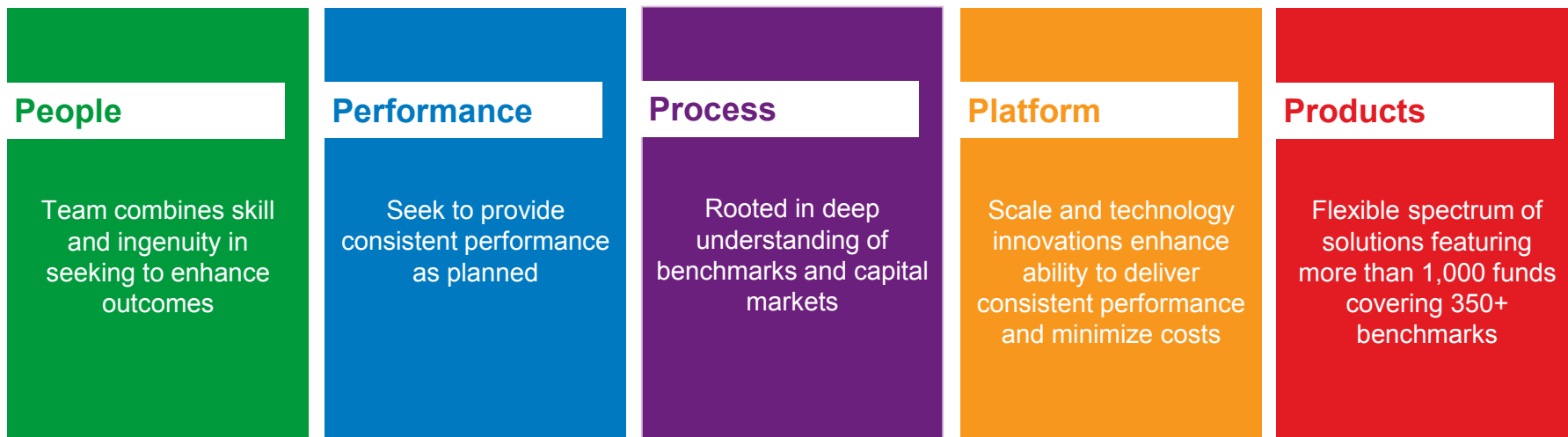
Source: BlackRock, Inc. and S&P, as of 30 September 2016. Reported on an annual basis and gross of fees. The Fund's net asset value does not include an accrual for the investment management fee but does include an accrual for fund level administrative costs and, if applicable, certain third party acquired fund fees and expenses. If the Fund's net asset value did include an accrual for the investment management fee, the Fund's returns would be lower. Past performance is not necessarily an indicator of future performance.

Key takeaway

Our approach to Beta: anything but passive

Investors today demand more efficient returns and innovative ways to use beta

BlackRock Beta Strategies' approach is focused on:



i. Performance and Characteristics Review

U.S. Equity Market Fund

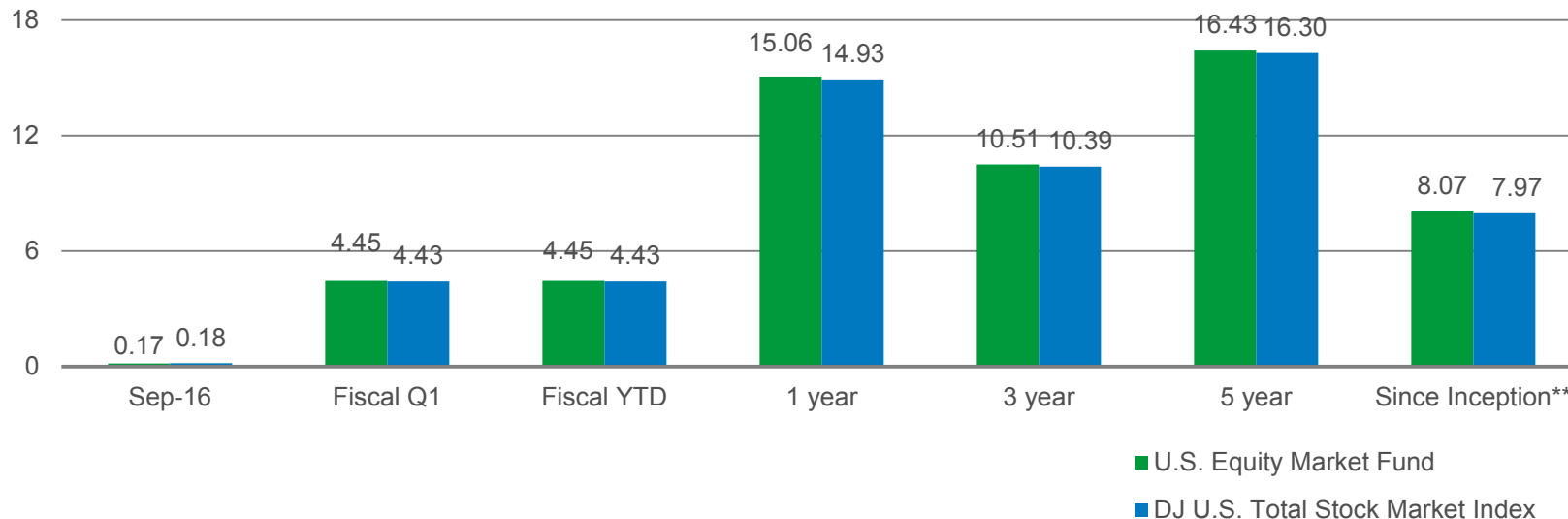
Ventura County Employees' Retirement Association

As of 30 September 2016

Account value

\$1,231,500,350

Gross total return in USD (annualized* %)



	Sep-16 %	Fiscal Q1 %	Fiscal YTD %	1-yr %	3-yr %	5-yr %	Since Inception %
Tracking difference (Gross vs. Benchmark)	-0.01	0.02	0.02	0.13	0.12	0.13	0.10

* Period returns for less than a year are cumulative

** Client inception 2 June 2008

*** Fiscal year-end June 30

The Fund's net asset value does not include an accrual for the investment management fee but does include an accrual for fund level administrative costs and, if applicable, certain third party acquired fund fees and expenses. If the Fund's net asset value did include an accrual for the investment management fee, the Fund's returns would be lower. **Past performance is not necessarily an indicator of future performance.** Performance is for the US Equity Market Collective Trust Fund.

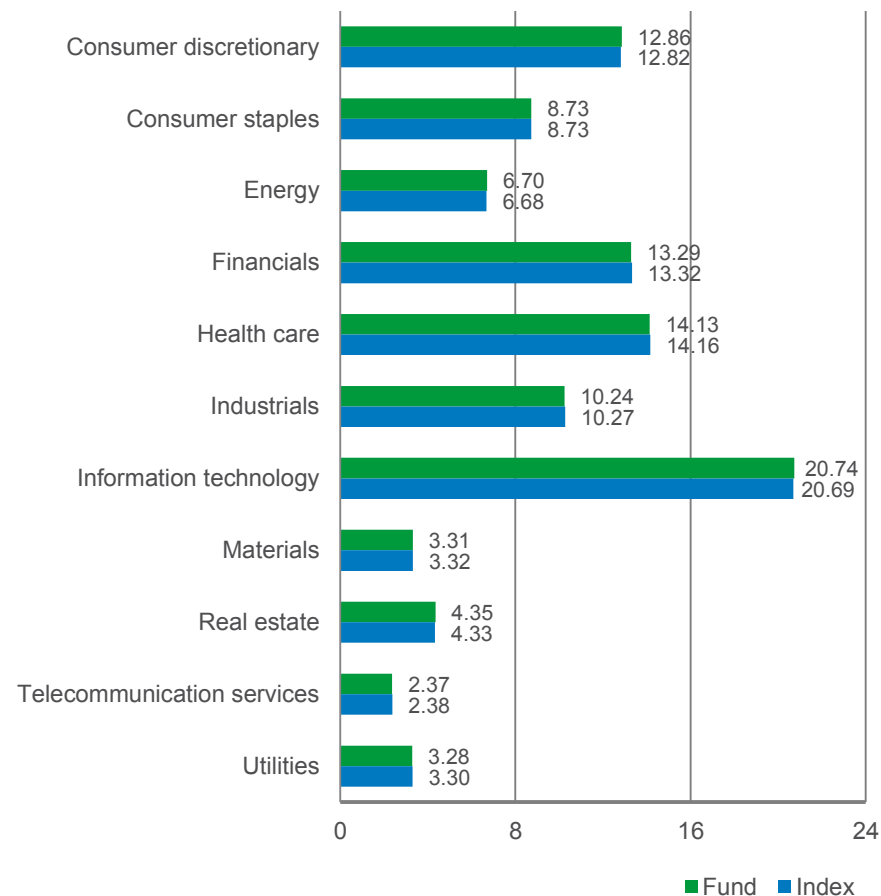
US Equity Market Fund Characteristics

As of 30 September 2016

Characteristics	
Strategy	Dow Jones US Total Stock Market Index
Total fund assets	\$9.06B
Number of holdings	2,320

Top 10 holdings		
	Fund %	Index %
Apple Inc.	2.66	2.66
Microsoft Corporation	1.96	1.96
Exxon Mobil Corporation	1.58	1.58
Amazon.com, Inc.	1.45	1.44
Johnson & Johnson	1.41	1.41
Facebook, Inc. Class A	1.31	1.30
Berkshire Hathaway Inc. Class B	1.18	1.20
General Electric Company	1.16	1.16
AT&T Inc.	1.09	1.09
JPMorgan Chase & Co.	1.04	1.05

Sector diversification



This information is unaudited, subject to change and intended for analytical purposes only. The above information is based on the US Equity Market Collective Trust Fund's portfolio characteristics. Sources: BlackRock, FactSet

Extended Equity Market Fund

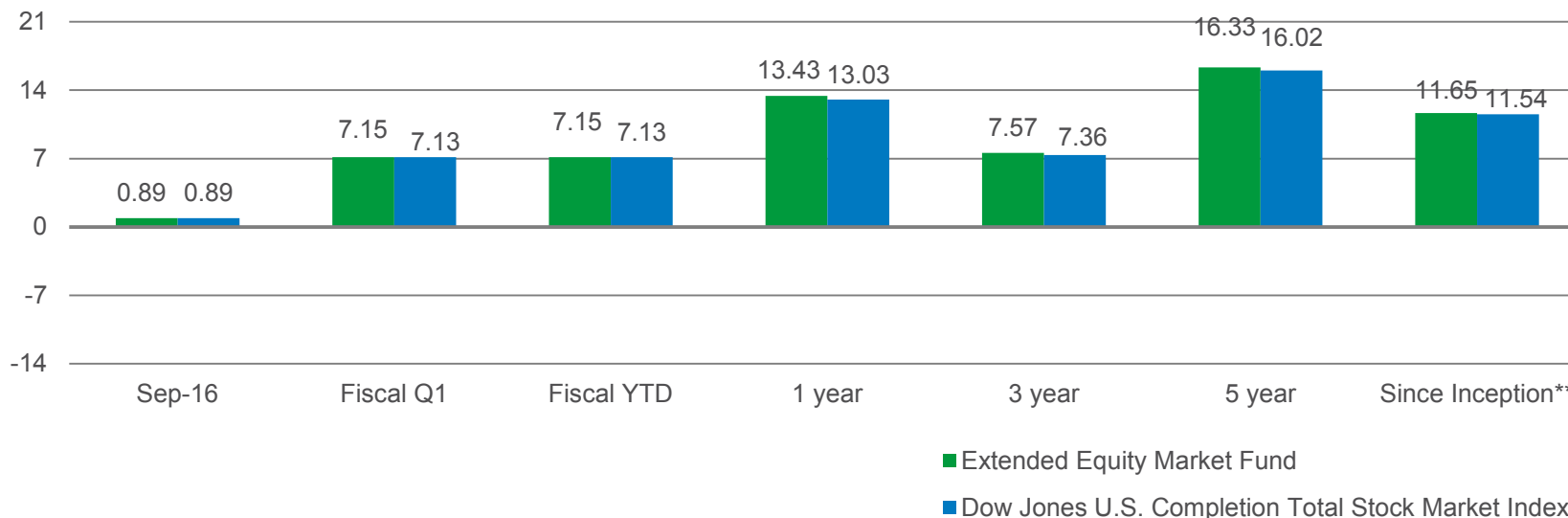
Ventura County Employees' Retirement Association

As of 30 September 2016

Account value

\$49,604,941

Gross total return in USD (annualized* %)



	Sep-16 %	Fiscal Q1 %	Fiscal YTD %	1-yr %	3-yr %	5-yr %	Since Inception %
Tracking difference (Gross vs. Benchmark)	0.00	0.02	0.02	0.40	0.21	0.31	0.09

* Period returns for less than a year are cumulative

** Client inception 30 September 2002

*** Fiscal year-end June 30

The Fund's net asset value does not include an accrual for the investment management fee but does include an accrual for fund level administrative costs and, if applicable, certain third party acquired fund fees and expenses. If the Fund's net asset value did include an accrual for the investment management fee, the Fund's returns would be lower. **Past performance is not necessarily an indicator of future performance.** Performance is for the Extended Equity Market Collective Trust Fund.

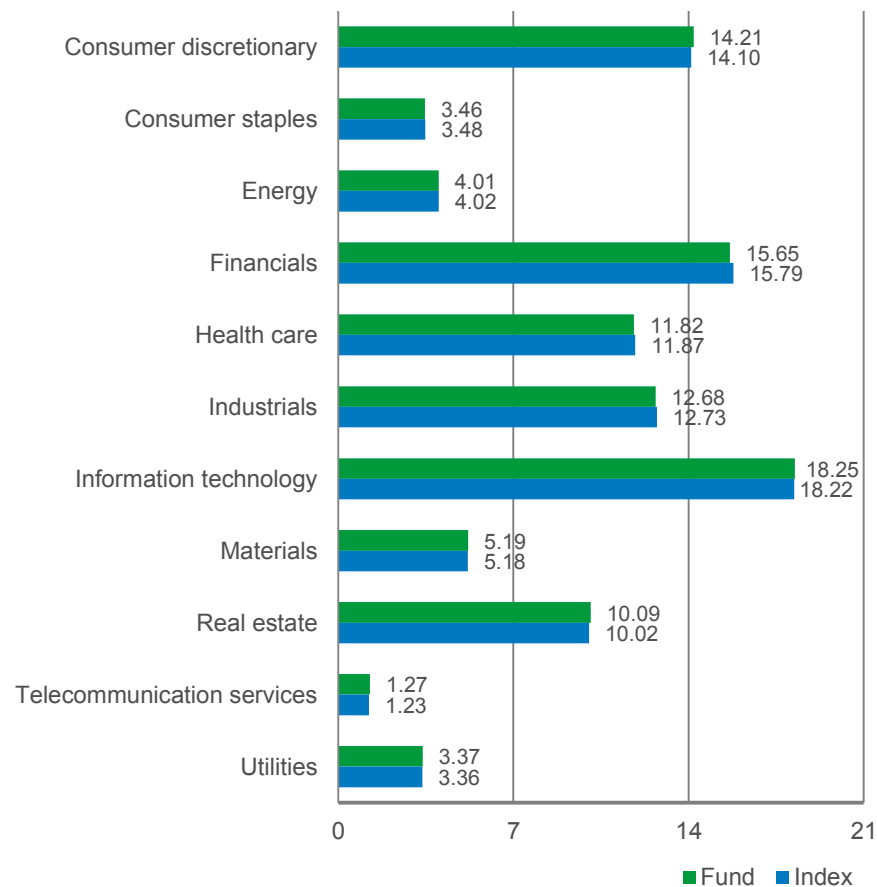
Extended Market Fund Characteristics

As of 30 September 2016

Characteristics	
Strategy	Dow Jones US Completion Total Stock Market Index
Total fund assets	\$10.55B
Number of holdings	2,626

Top 10 holdings		
	Fund %	Index %
Tesla Motors, Inc.	0.57	0.56
LinkedIn Corporation Class A	0.55	0.55
Liberty Global Plc Class C	0.51	0.51
Las Vegas Sands Corp.	0.51	0.50
FleetCor Technologies, Inc.	0.49	0.50
Incyte Corporation	0.40	0.40
BioMarin Pharmaceutical Inc.	0.38	0.38
Palo Alto Networks, Inc.	0.34	0.34
SBA Communications Corporation	0.34	0.34
Twitter, Inc.	0.33	0.33

Sector diversification



This information is unaudited, subject to change and intended for analytical purposes only. The above information is based on the Extended Market Collective Trust Fund 's portfolio characteristics. Sources: BlackRock, FactSet

■ Fund ■ Index

Ext-Mkt-A-Ch

BlackRock MSCI ACWI Equity Index Fund

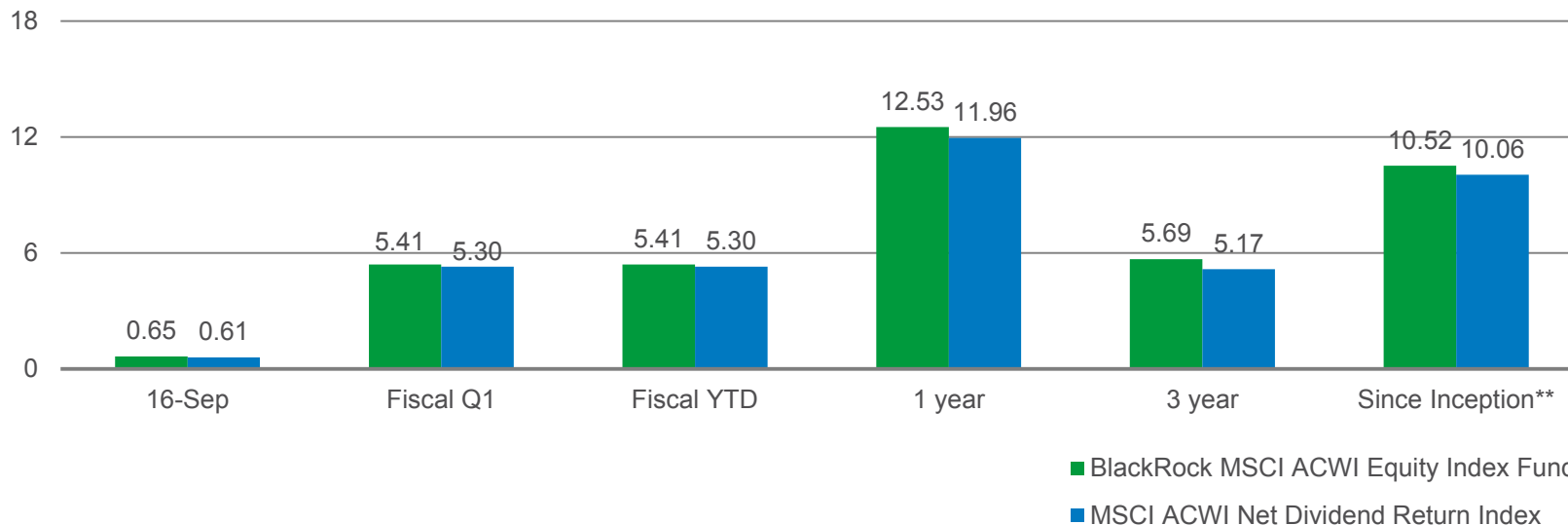
Ventura County Employees' Retirement Association

As of 30 September 2016

Account value

\$258,912,947

Gross total return in USD (annualized* %)



	Sep-16 %	Fiscal Q1 %	Fiscal YTD %	1-yr %	3-yr %	Since Inception %
Tracking difference (Gross vs. Benchmark)	0.04	0.11	0.11	0.57	0.52	0.46

* Period returns for less than a year are cumulative

** Client inception 27 June 2012

*** Fiscal year-end June 30

The Fund's net asset value does not include an accrual for the investment management fee but does include an accrual for fund level administrative costs and, if applicable, certain third party acquired fund fees and expenses. If the Fund's net asset value did include an accrual for the investment management fee, the Fund's returns would be lower. **Past performance is not necessarily an indicator of future performance.** Performance is for the BlackRock MSCI ACWI Equity Index Collective Trust Fund.

BlackRock MSCI ACWI Equity Index Fund

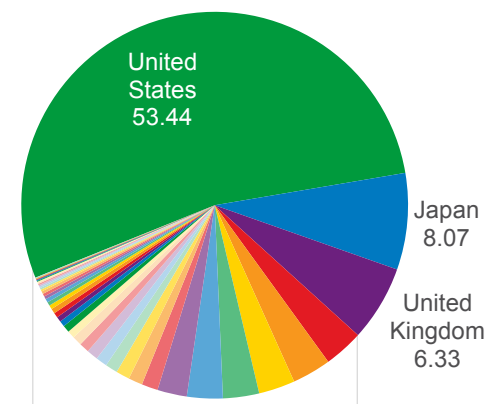
Characteristics

As of 30 September 2016

Characteristics	
Strategy	MSCI ACWI Index SM
Total fund value	\$1.08B
Number of issues	2,384

Top 10 holdings		
	Country	Weight (%)
Apple Inc.	United States	1.68
Microsoft Corporation	United States	1.17
Exxon Mobil Corporation	United States	0.98
Amazon.com, Inc.	United States	0.91
Johnson & Johnson	United States	0.88
Facebook, Inc. Class A	United States	0.81
General Electric Company	United States	0.74
AT&T Inc.	United States	0.68
Nestle S.A.	Switzerland	0.68
JPMorgan Chase & Co.	United States	0.66

Country allocation (%)



France	3.29	Denmark	0.59	Poland	0.12
Canada	3.25	Belgium	0.48	Qatar	0.10
Germany	3.04	Singapore	0.43	UAE	0.09
China	3.02	Mexico	0.41	New Zealand	0.07
Switzerland	2.99	Russia	0.41	Austria	0.06
Australia	2.47	Finland	0.34	Colombia	0.05
Taiwan	1.36	Indonesia	0.31	Peru	0.04
Hong Kong	1.18	Malaysia	0.30	Portugal	0.04
Netherlands	1.14	Thailand	0.25	Egypt	0.03
Spain	1.03	Israel	0.24	Greece	0.03
India	0.95	Norway	0.22	Hungary	0.03
Sweden	0.95	Ireland	0.16	Czech Republic	0.02
Brazil	0.83	Philippines	0.15	Korea	0.00
South Africa	0.80	Chile	0.13		
Italy	0.64	Turkey	0.13		

This information is unaudited, subject to change and intended for analytical purposes only. The above information is based on the BlackRock MSCI ACWI Equity Index Collective Trust Fund 's portfolio characteristics. Sources: BlackRock, FactSet

BlackRock MSCI ACWI ex-US IMI Index Fund

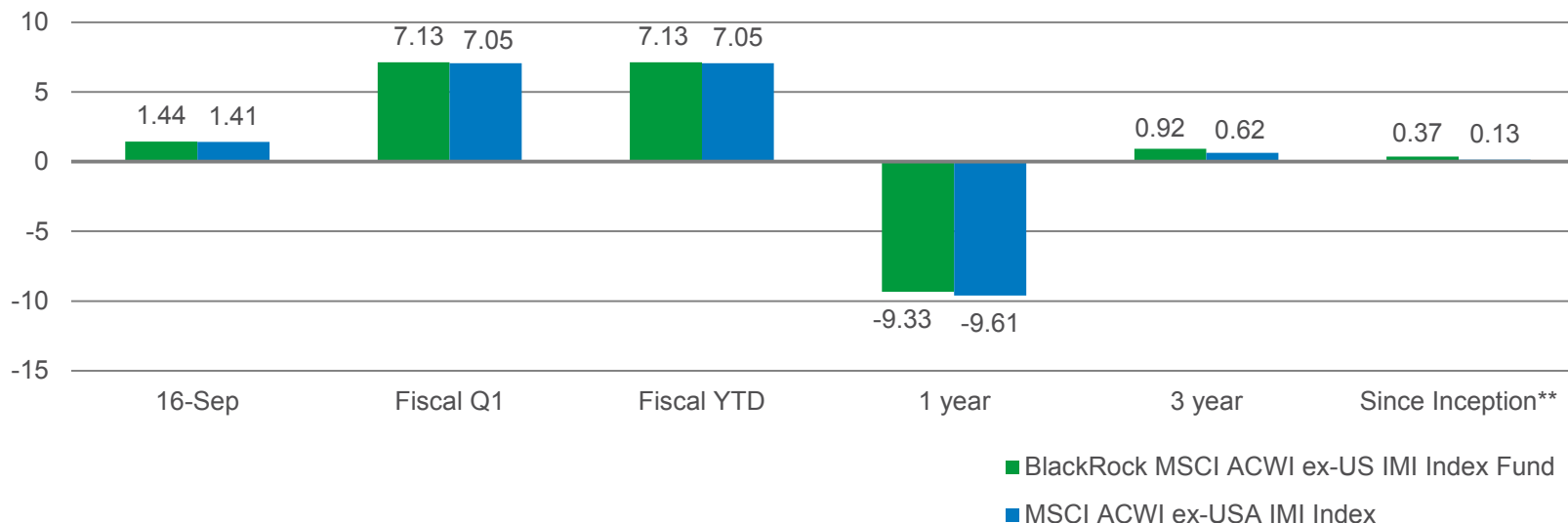
Ventura County Employees' Retirement Association

As of 30 September 2016

Account value

\$346,658,699

Gross total return in USD (annualized* %)



	Sep-16 %	Fiscal Q1 %	Fiscal YTD %	1-yr %	3-yr %	Since Inception %
Tracking difference (Gross vs. Benchmark)	0.03	0.08	0.08	0.28	0.30	0.24

* Period returns for less than a year are cumulative

** Client inception 30 May 2008

*** Fiscal year end June 30

The Fund's net asset value does not include an accrual for the investment management fee but does include an accrual for fund level administrative costs and, if applicable, certain third party acquired fund fees and expenses. If the Fund's net asset value did include an accrual for the investment management fee, the Fund's returns would be lower. **Past performance is not necessarily an indicator of future performance.** Performance is for the BlackRock MSCI ACWI ex-US IMI Index Collective Trust Fund.

BlackRock MSCI ACWI ex-U.S. IMI IndexSM Fund A

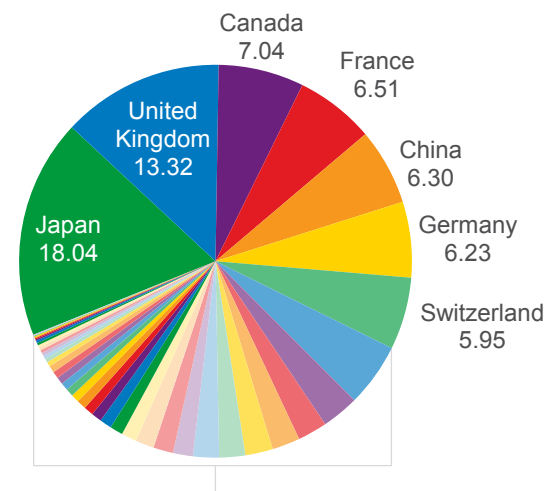
Characteristics

As of 30 September 2016

Characteristics	
Strategy	MSCI ACWI ex-U.S. IMI SM
Total fund value	\$8.47B
Number of issues in fund	6,132
Number of issues in index	6,181

Top 10 holdings		
	Country	Weight (%)
Nestle S.A.	Switzerland	1.24
Novartis AG	Switzerland	0.87
Roche Holding Ltd Genusssch.	Switzerland	0.86
Tencent Holdings Ltd.	China	0.78
Toyota Motor Corp.	Japan	0.77
HSBC Holdings plc	United Kingdom	0.74
Taiwan Semiconductor Manufacturing Co., Ltd.	Taiwan	0.72
Alibaba Group Holding Ltd. Sponsored ADR	China	0.60
British American Tobacco p.l.c.	United Kingdom	0.59
Anheuser-Busch InBev SA	Belgium	0.54

Country allocation (%)



Australia	5.22	Russia	0.79	Austria	0.21
Taiwan	3.06	Finland	0.78	Qatar	0.20
Hong Kong	2.43	Malaysia	0.66	UAE	0.20
Sweden	2.29	Indonesia	0.64	Portugal	0.12
Netherlands	2.27	Korea	0.62	Colombia	0.10
India	2.14	Israel	0.59	Greece	0.08
Spain	2.14	Thailand	0.57	Peru	0.08
South Africa	1.64	Norway	0.56	Egypt	0.06
Brazil	1.63	Ireland	0.39	Hungary	0.06
Italy	1.53	Philippines	0.31	Czech Republic	0.03
Denmark	1.25	Turkey	0.28		
Belgium	1.07	Chile	0.27		
Singapore	0.98	Poland	0.25		
Mexico	0.85	New Zealand	0.24		

This information is unaudited, subject to change and intended for analytical purposes only. The above information is based on the BlackRock ACWI ex-U.S. IMI Index Collective Trust Fund's portfolio characteristics. Sources: BlackRock, FactSet

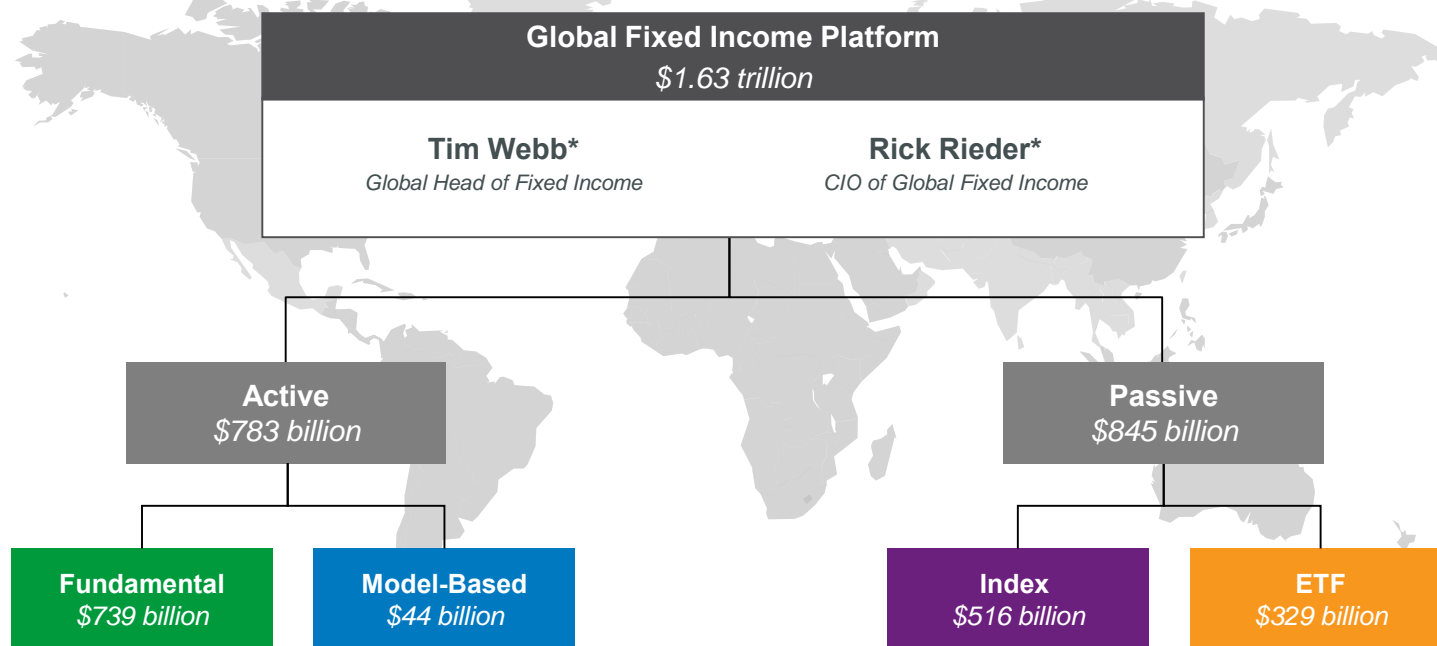
IV. Fixed Income Indexing Overview

Global fixed income platform provides greater access to investment opportunities

Benefits of BlackRock's breadth and depth

- ▶ **Talent:** 400+ fixed income professionals** generate ideas and identify insights to create alpha opportunities
- ▶ **Trading:** Global execution platform provides deep market access
- ▶ **Technology:** Best-in-class analytics and risk management enables us to better understand and take risk in pursuit of alpha
- ▶ **Culture:** Fiduciary commitment to advising and serving clients drives our investment culture

Experienced leadership team oversees portfolio teams with decision-making autonomy



AUM in USD as of 30 September 2016; excludes fixed income alternative assets

*Organizational changes took effect on 2/1/2016

**Source: BlackRock, as at September 2016. For illustrative purposes only.

BlackRock Model-Based North America Portfolio Solutions Team

The North America portfolio solutions team consists of 27 investment professionals



Scott Radell, CFA, Managing Director, is Head of US Fixed Income Portfolio Solutions within BlackRock's Model-Based Fixed Income Portfolio Management Group.

Mr. Radell's service with the firm dates back to 2003, including his years with Barclays Global Investors (BGI), which merged with BlackRock in 2009. At BGI, Mr. Radell was the Head of Portfolio Solutions, a group responsible for management and oversight of all US based active fixed income funds. Before founding the Portfolio Solutions Group, he was a portfolio manager responsible for BGI's active investment grade long-only and long/short cross-over portfolios. Prior to joining BGI, Scott served for over seven years as an analyst for corporate bond and Commercial Mortgage Backed Securities for Morgan Stanley Investment Management. Mr. Radell began his career as a fixed income client service and mortgage analysts at BARRA.

Mr. Radell earned a BA degree in quantitative economics and decision sciences from the University of California at San Diego in 1992.

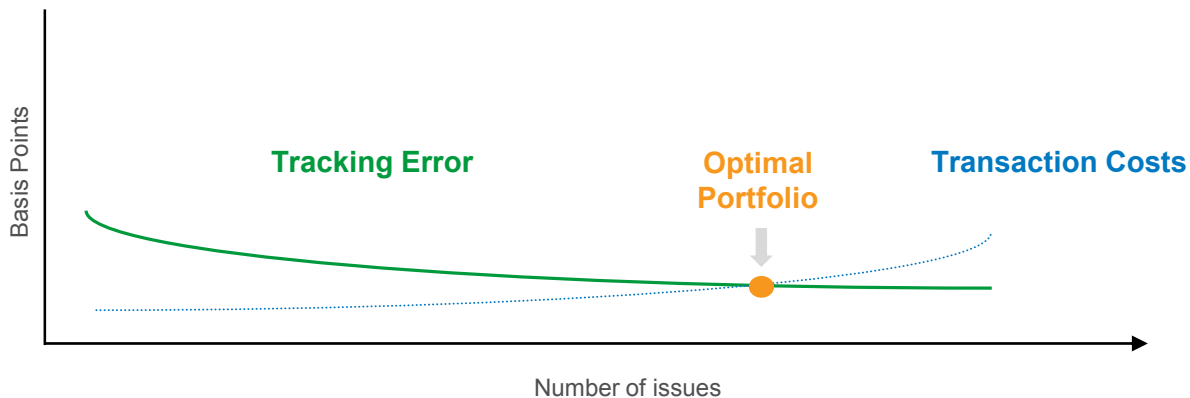
Multi-Sector/Other		Credit		Rates/Mortgage/EM	
Scott Radell Sr. Portfolio Manager Multi-Sector	Joel Silva Sr. Portfolio Manager Munis / Canada / Impact	Jonathan Graves Sr. Portfolio Manager Corporate Credit	David Dulski Portfolio Manager Corporate Credit	Jay Mauro * Deputy Head of Portfolio Solutions	Mark Buell Portfolio Manager US Government Bonds
Karen Uyehara Portfolio Manager Multi-Sector	Tao Chen Portfolio Manager Municipals	Allen Kwong Portfolio Manager Corporate Credit	Giulia Cerardi Portfolio Manager Corporate Credit	Wes George Portfolio Manager Agency Mortgages	Cynthia Fan Jr Portfolio Manager US Government Bonds
Jasmita Mohan Portfolio Manager Multi-Sector	Rena Patel Portfolio Manager Municipals	Karishma Kaul Portfolio Manager Corporate Credit	Elya Schwartzman Portfolio Manager Corporate Credit	Marcus Tom Portfolio Manager Agency Mortgages	Daniel Ruiz Portfolio Manager Emerging Markets
Ryan Stone Jr Portfolio Manager Multi-Sector	Jermaine Pierre Portfolio Manager Canada	Nicolas Giometti Jr Portfolio Manager Corporate Credit	Leo Landes Jr Portfolio Manager Corporate Credit		Gabe Shipley Portfolio Manager Emerging Markets
Clay Armistead Portfolio Manager Securitized Credit	Lip Tong Portfolio Manager Canada	Sam Dreyfuss Jr Portfolio Manager Corporate Credit	Jesse Kang Jr Portfolio Manager Corporate Credit		

As of 3 October 2016
*Effective October 13th, 2016

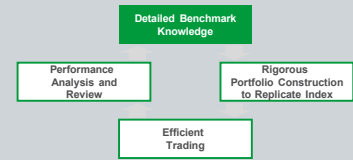
Fixed Income indexing: different market, different strategy

Quantitative process balances tracking error & transaction costs

- ▶ Unlike equities, Fixed Income is not traded on exchanges
- ▶ Prohibitive costs, uncertain liquidity, and issue scarcity often makes perfect replication infeasible
- ▶ Index process optimizes marginal contribution to tracking error with T-Costs

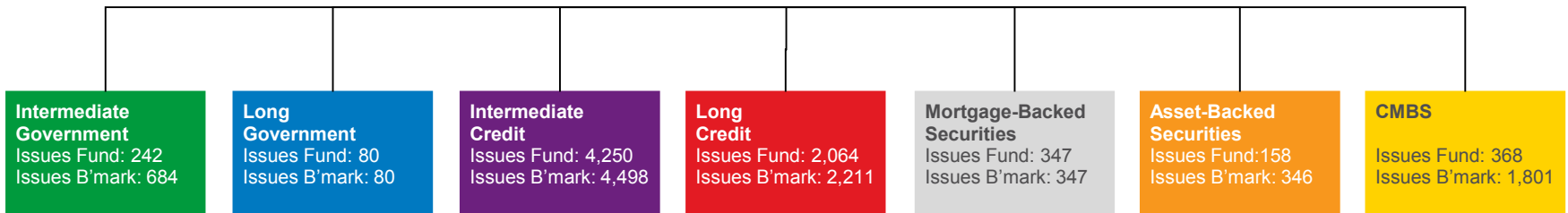
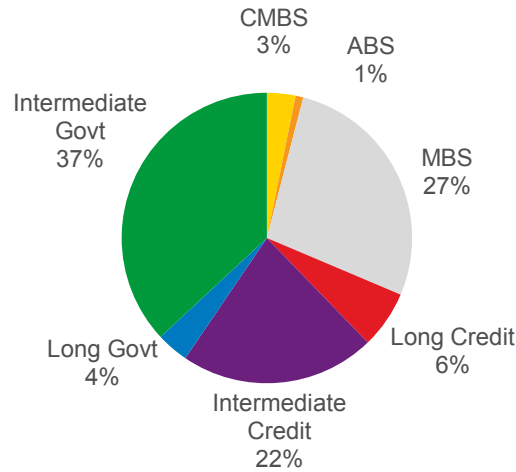


For illustrative purpose only.
Source: BlackRock



BlackRock's modular fund design leverages our scale and facilitates crossing opportunities for clients

Barclays US Aggregate
 Issues Fund: 7,869
 Issues Benchmark: 9,977



Source: BlackRock; data as of 30 September 2016

i. Performance and Characteristics Review

U.S. Debt Index Fund

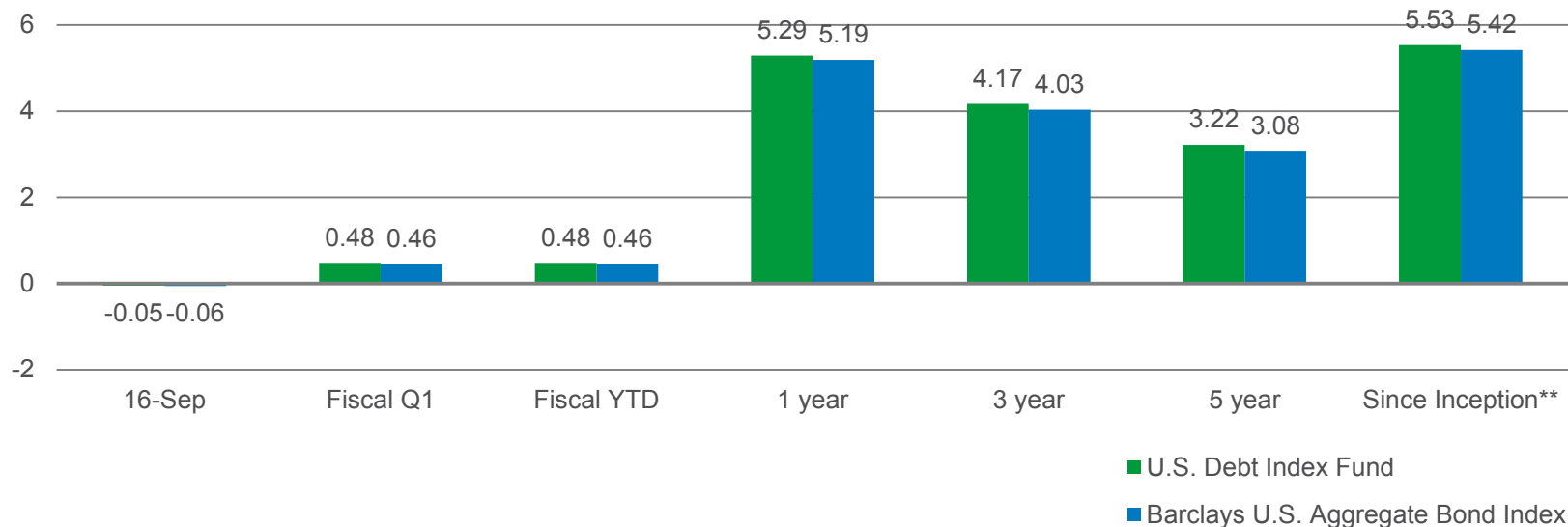
Ventura County Employees' Retirement Association

As of 30 September 2016

Account value

\$221,798,339

Gross total return in USD (annualized* %)



	Sep-16 %	Fiscal Q1 %	Fiscal YTD %	1-yr %	3-yr %	5-yr %	Since Inception %
Tracking difference (Gross vs. Benchmark)	0.01	0.02	0.02	0.10	0.14	0.14	0.11

* Period returns for less than a year are cumulative

** Client inception 31 December 1995

*** Fiscal year-end June 30

The Fund's net asset value does not include an accrual for the investment management fee but does include an accrual for fund level administrative costs and, if applicable, certain third party acquired fund fees and expenses. If the Fund's net asset value did include an accrual for the investment management fee, the Fund's returns would be lower. **Past performance is not necessarily an indicator of future performance.** Performance is for the US Debt Index Collective Trust Fund.

U.S. Debt Index Fund

Portfolio profile

As of 30 September 2016

U.S. Debt Index Fund		
	U.S. Debt Index Fund	Bloomberg Barclays U.S. Aggregate Bond Index
Market value (\$B)	9.21	19,578.70
# Issues	7,893	9,977
Characteristics		
Coupon (%)	3.16	3.09
Yield to maturity (YTM) (%)	1.91	1.92
Weighted avg life (yrs)	7.58	7.58
Effective duration (yrs)	5.29	5.26
Spread duration	3.64	3.63
Option adjusted spread (bps)	43	43
Convexity	0.00	0.00
Quality breakdown (mkt val %)		
AAA or above	71.08	71.18
AA	4.36	4.16
A	10.90	10.86
BBB	13.66	13.81

	U.S. Debt Index Fund	Bloomberg Barclays U.S. Aggregate Bond Index
Sector breakdown (mkt val %)		
Treasury	35.68	36.26
Agencies	2.94	2.45
Financials	8.11	8.02
Industrials	15.97	15.97
Utilities	1.98	2.00
Non-US credit	4.54	4.57
Taxable munis	0.85	0.90
ABS	0.46	0.46
Mortgages	27.50	27.47
Hybrid ARM	0.19	0.17
CMBS	1.64	1.66
Foreign Government	0.00	0.08
Cash	0.15	0.00
Weighted avg life breakdown (mkt val %)		
0-1	1.31	0.19
1-2	9.30	10.42
2-3	10.95	10.38
3-5	36.14	36.47
5-7	15.40	16.29
7-10	10.96	10.35
10-20	3.55	3.58
20-30	11.89	11.78
30+	0.52	0.53

Data is for analytical purposes only. Index data points may differ to those published by the Index due to different classification criteria. Breakdowns may not sum to total due to rounding, exclusion of cash, STIF, and statistically immaterial factors. Past performance is not a reliable indicator of future results. The above information is based on the U.S. Debt Index Collective Trust Fund's portfolio characteristics. Source: BlackRock

Appendix

i. Presenter Biographies

Presenter Biographies

Anthony R. Freitas, CFA, Managing Director, is a member of the US and Canada Institutional team within BlackRock's Institutional Client Business. He is responsible for developing and maintaining relationships with institutional investors, including public and private pension plans, foundations and endowments.

Prior to joining BlackRock in 2004, Mr. Freitas was with Deutsche Asset Management, most recently as Managing Director and Regional Manager for client service. From 1993 to 2000, he was with Boston Partners Asset Management L.P. Initially a vice president responsible for West Coast client service, he became a Principal in 1995. Mr. Freitas began his career at Callan Associates in 1986 as a pension fund consultant.

Mr. Freitas earned a BA degree in political science from the University of California at Berkeley in 1982 and an MBA in finance from San Francisco State University in 1985.

Timothy Murray, CFA, Director, is an Index Equity strategist within BlackRock's Beta Strategies Group.

Mr. Murray's service with the firm dates back to 2007, including his years with Barclays Global Investors (BGI), which merged with BlackRock in 2009. Prior to moving to his role as a product strategist, Mr. Murray was a senior portfolio manager and team leader in BlackRock's Institutional Index Equity Portfolio Management Group. Before joining BGI, Mr. Murray was a manager at State Street working with asset managers on trade processing and settlement. Prior to State Street, he was a financial advisor at Merrill Lynch.

Mr. Murray earned a BS degree in finance from California State University, Sacramento, in 2002, and an MBA degree from the University of California, Davis, in 2013.

ii. Supplemental Performance

U.S. Equity Market Fund (the "Fund")

Ventura County Employees' Retirement Association

	U.S. Equity Market Fund	Dow Jones U.S. Total Stock Market Index	Tracking Difference
2006 ¹	-7.25%	-7.24%	-0.01%
2009	-26.29	-26.39	0.10
2010	16.10	16.13	-0.03
2011	32.47	32.44	0.03
2012	4.16	3.97	0.19
2013	21.56	21.46	0.10
2014	25.12	25.03	0.09
2015	7.32	7.18	0.14
2016	2.20	2.05	0.15
1 Yr ²	15.06	14.93	0.13
3 Yrs Annualized	10.51	10.39	0.12
5 Yrs Annualized	16.43	16.30	0.13

Fiscal Year 2017

Jul	4.01%	3.99%	0.02%
Aug	0.26	0.25	0.01
Sep	0.17	0.18	-0.01
1st qtr.	4.45%	4.43%	0.02%

Oct
Nov
Dec

2nd qtr.

Jan
Feb
Mar

3rd qtr.

Apr
May
Jun

4th qtr.

Fiscal YTD	4.45%	4.43%	0.02%
Last 3 months	4.45%	4.43%	0.02%
Last 6 months	7.19	7.17	0.02
Last 9 months	8.21	8.14	0.07
Last 12 months	15.06	14.93	0.13
Cumulative Since Inception	90.82%	89.38%	1.44%
Annualized Since Inception	8.07%	7.97%	0.10%

General Notes:

The Fund is managed by BTC. The information disclosed herein is for informational purposes only and may not be compliant with the requirements of Department of Labor Rule 404a-5. Plan sponsors and/or administrators seeking the requisite information to comply with Rule 404a-5 should contact their Account Manager.

As of 1/1/89, fund returns are based on NYSE closing prices. Prior returns were based on composite closing prices.

Prior to September 30, 2001, the benchmark return for the Dow Jones U.S. Total Stock Market Index was the US Equity Market Index. Between September 30, 2001 and June 18, 2004 the benchmark was the Wilshire 5000.

The Fund is a privately offered collective investment fund maintained by BlackRock Institutional Trust Company, N.A. (BTC) and is available only to certain qualified employee benefit plans and governmental plans and not offered to the general public; a prospectus is not required and prices are not available in local publications. To obtain pricing information, please contact your local service representative.

The Fund's performance is not necessarily an indication of how well the Fund will perform in the future.

The Fund's returns may also, if applicable, reflect certain third party acquired fund fees and expenses.

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¹Account Inception 06/02/08

²Performance figures are annualized as of fiscal year-end.

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U.S. Equity Market Fund (the "Fund")

	U.S. Equity Market Fund	Dow Jones U.S. Total Stock Market Index	Tracking Difference
2008	15.73%	15.77%	0.01%
2007	6.71	6.62	0.09
2006	-38.95	-37.23	0.28
2005	28.16	29.57	-0.38
2010	17.50	17.48	0.11
2011	11.22	11.08	0.14
2012	18.63	18.38	0.16
2013	33.62	33.47	0.06
2014	12.66	12.47	0.08
2015	0.62	0.44	0.18
1 Yr Annualized	16.08	14.83	0.13
3 Yrs Annualized	10.61	10.38	0.12
5 Yrs Annualized	18.43	18.30	0.13
10 Yrs Annualized	7.69	7.49	0.10

2016			
Jan	-5.63%	-5.68%	0.05%
Feb	-0.03	-0.03	0.00
Mar	7.02	7.03	-0.01
1st Qtr.	0.98%	0.91%	0.06%
Apr	0.61%	0.62%	-0.01%
May	1.81	1.79	0.02
Jun	0.18	0.19	-0.01
2nd Qtr.	2.62%	2.61%	0.01%
Jul	4.01%	3.99%	0.02%
Aug	0.26	0.25	0.01
Sep	0.17	0.18	-0.01
3rd Qtr.	4.46%	4.43%	0.02%
Oct			
Nov			
Dec			
4th Qtr.			
YTD 2016	8.21%	8.14%	0.07%
Last 3 months	4.46%	4.43%	0.02%
Last 6 months	7.19	7.17	0.02
Last 9 months	8.21	8.14	0.07
Last 12 months	16.06	14.93	0.13
Cumulative Since Inception ²	4080.32%	3892.81%	87.61%
Annualized Since Inception	11.03%	10.87%	0.08%

General Notes:

The Fund is managed by BTG. The information disclosed herein is for informational purposes only and may not be compliant with the requirements of Department of Labor Rule 404a-5. Plan sponsors and/or administrators seeking the requisite information to comply with Rule 404a-5 should contact their Account Manager.

As of 1/1/89, fund returns are based on NYSE closing prices. Prior returns were based on composite closing prices. Prior to September 30, 2001, the benchmark return for the Dow Jones U.S. Total Stock Market Index was the US Equity Market Index. Between September 30, 2001 and June 18, 2004 the benchmark was the Wilshire 5000.

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¹ Performance figures are annualized as of period end.

² Fund Inception 01/31/81

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Extended Equity Market Fund (the "Fund")

Ventura County Employees' Retirement Association

	Fund	Dow Jones U.S. Completion Total Stock Market Index ²	Tracking Difference
2003 ¹	23.65%	24.23%	-0.58%
2004	23.72%	19.24%	0.26%
2005	19.86%	12.44%	0.26%
2006	14.50%	14.03%	0.47%
2007	14.50%	14.75%	-0.25%
2008	-11.41%	-11.75%	0.32%
2009	-21.00%	-21.64%	-0.66%
2010	-27.90%	-27.67%	-0.29%
2011	33.38%	34.17%	-0.79%
2012	33.38%	39.19%	-5.81%
2013	-1.00%	-2.11%	0.51%
2014	25.87%	26.11%	-0.49%
2015	20.59%	20.75%	-0.14%
2016	0.23%	0.15%	0.11%
2017	45.23%	45.03%	0.40%
3 Yrs Annualized	17.57%	17.30%	0.21%
5 Yrs Annualized	16.33%	16.02%	0.31%
7 Yrs Annualized	13.04%	13.35%	-0.29%
10 Yrs Annualized	8.30%	8.28%	0.10%
Fiscal Year 2017			
Jul	5.39%	5.35%	0.01%
Aug	0.75%	0.72%	0.02%
Sep	0.89%	0.89%	0.00%
1st Qtr.	7.15%	7.13%	0.02%
Oct			
Nov			
Dec			
2nd Qtr.			
Jan			
Feb			
Mar			
3rd Qtr.			
Apr			
May			
Jun			
4th Qtr.			
Fiscal YTD	7.15%	7.13%	0.02%
Last 3 months	7.15%	7.13%	0.02%
Last 6 months	10.83%	10.71%	0.12%
Last 9 months	9.24%	9.07%	0.27%
Last 12 months	13.43%	13.03%	0.40%
Cumulative Since Inception	307.57%	301.30%	6.18%
Annualized Since Inception	11.05%	11.54%	-0.11%
Annualized Risk	17.11%	17.04%	0.41%

General Notes:

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¹ Account Inception 09/30/02

² Prior to August 31, 2001, the benchmark return for the Dow Jones U.S. Completion Total Stock Market Index was the Extended Equity Market Index. Between September 30, 2001 and June 30, 2004, the benchmark was the Wilshire 4500.

³ Performance figures are annualized as of fiscal year-end.

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Extended Equity Market Fund (the "Fund")

	Fund	Dow Jones U.S. Completion Total Stock Market Index ²	Tracking Difference
1981 ¹	0.44%	0.05%	0.43%
1982	15.40%	10.47%	-0.87%
1983	24.05%	23.51%	0.54%
1984	31.43%	29.11%	0.73%
1985	31.44%	29.11%	0.73%
1986	12.01%	11.46%	0.55%
1987	-4.32%	-4.08%	-0.24%
1988	20.72%	20.93%	0.03%
1989	25.44%	25.58%	-0.14%
1990	-12.36%	-13.58%	1.22%
1991	44.29%	43.38%	0.91%
1992	13.72%	14.23%	-1.12%
1993	-3.22%	-3.23%	0.07%
1994	23.65%	23.73%	-0.08%
1995			
1996			
1997			
1998			
1999			
2000			
2001			
2002			
2003			
2004			
2005			
2006			
2007			
2008			
2009			
2010			
2011			
2012			
2013			
2014			
2015			
1 Yr. Annualized	12.42%	12.03%	0.40%
3 Yrs. Annualized	7.44%	7.03%	0.40%
5 Yrs. Annualized	16.33%	16.02%	0.31%
10 Yrs. Annualized	12.04%	12.38%	0.16%
2016			
Jan	-0.74%	-0.04%	0.10%
Feb	0.40%	0.45%	0.01%
Mar	0.19%	0.18%	0.01%
1st Qtr.	-0.81%	-0.94%	0.13%
Apr	1.72%	1.00%	0.04%
May	1.02%	1.70%	0.04%
Jun	-0.11%	-0.15%	0.01%
2nd Qtr.	3.44%	3.34%	0.10%
Jul	5.26%	5.20%	0.01%
Aug	0.75%	0.70%	0.02%
Sep	0.69%	0.69%	0.00%
3rd Qtr.	7.15%	7.13%	0.02%
Oct			
Nov			
Dec			
4th Qtr.			
VTD 2016	9.34%	9.87%	0.27%
Last 3 months	7.15%	7.13%	0.02%
Last 6 months	10.81%	10.71%	0.12%
Last 9 months	9.44%	9.67%	0.27%
Last 12 months	12.42%	12.03%	0.40%
Cumulative Since Inception	4049.72%	3738.10%	310.62%
Annualized Since Inception	11.01%	10.77%	0.24%
Annualized Risk	17.73%	17.69%	0.56%

General Notes:

The Fund is managed by BTO. The information disclosed herein is for informational purposes only and may not be compliant with the requirements of Department of Labor Rule 404a-5. Plan sponsors and/or administrators seeking the requisite information to comply with Rule 404a-5 should contact their Account Manager.

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¹ Fund Inception 01/13/81

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³ Performance figures are annualized as of period end.

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ACWI Equity Index Fund (the "Fund")

Ventura County Employees' Retirement Association

	Fund	MSCI ACWI Net Dividend Return Index	Tracking Difference
2012 ¹	2.82%	2.82%	0.00%
2013	17.09	16.57	0.52
2014	23.32	22.95	0.37
2015	1.13	0.71	0.42
2016	-3.24	-3.73	0.49
1 Yr ²	12.53	11.96	0.57
3 Yrs Annualized	5.69	5.17	0.52

Fiscal Year 2017

Jul	4.33%	4.31%	0.02%
Aug	0.38	0.34	0.04
Sep	0.65	0.61	0.04
1st Qtr.	5.41%	5.30%	0.11%

Oct
Nov
Dec

2nd Qtr.

Jan
Feb
Mar

3rd Qtr.

Apr
May
Jun

4th Qtr.

Fiscal YTD	5.41%	5.30%	0.11%
Last 3 months	5.41%	5.30%	0.11%
Last 6 months	6.63	6.34	0.29
Last 9 months	7.03	6.60	0.43
Last 12 months	12.53	11.96	0.57
Cumulative Since Inception	53.15%	50.44%	2.71%
Annualized Since Inception	10.52%	10.06%	0.46%
Annualized Risk	10.55%	10.55%	0.13%

General Note:

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¹Account Inception 06/27/12

²Performance figures are annualized as of fiscal year-end.

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MSCI ACWI Equity Index Fund (the "Fund")

	Fund	MSCI ACWI Net Dividend Return Index	Tracking Difference
2010 ¹	7.78%	7.57%	0.21%
2011	-6.85	-7.35	0.50
2012	16.65	16.13	0.52
2013	23.26	22.80	0.46
2014	4.60	4.16	0.44
2015	-1.92	-2.36	0.44
1 Yr ²	12.53	11.98	0.57
3 Yrs Annualized	5.69	5.17	0.52
5 Yrs Annualized	11.13	10.63	0.50

2016			
Jan	-6.01%	-6.03%	0.02%
Feb	-0.63	-0.69	0.06
Mar	7.47	7.41	0.06
1st Qtr.	0.37%	0.24%	0.13%
Apr	1.53%	1.48%	0.05%
May	0.20	0.13	0.07
Jun	-0.57	-0.61	0.04
2nd Qtr.	1.15%	0.99%	0.16%
Jul	4.33%	4.31%	0.02%
Aug	0.38	0.34	0.04
Sep	0.65	0.61	0.04
3rd Qtr.	5.41%	5.30%	0.11%
Oct			
Nov			
Dec			
4th Qtr.			

YTD 2016	7.03%	6.60%	0.43%
Last 3 months	5.41%	5.30%	0.11%
Last 6 months	6.63	6.34	0.29
Last 9 months	7.03	6.60	0.43
Last 12 months	12.53	11.96	0.57
Cumulative Since Inception	58.52%	54.08%	4.44%
Annualized Since Inception	7.41%	6.94%	0.47%
Annualized Risk	14.09%	14.14%	0.16%

General Notes:

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¹ Fund Inception 04/22/10

² Performance figures are annualized as of period end.

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ACWI ex-US IMI Index Fund (the "Fund")

Ventura County Employees' Retirement Association

	Fund	MSCI ACWI ex-U.S. IMI Index	Tracking Difference
2008 ¹	-8.18%	-8.26%	0.08%
2009	-30.35	-30.50	0.15
2010	11.44	11.49	-0.05
2011	30.61	30.26	0.35
2012	-14.53	-14.79	0.26
2013	14.20	13.91	0.29
2014	22.58	22.28	0.30
2015	-4.70	-4.97	0.27
2016	-9.33	-9.61	0.28
1 Yr ²	10.19	9.81	0.38
3 Yrs Annualized	0.92	0.62	0.30
5 Yrs Annualized	6.68	6.37	0.31
7 Yrs Annualized	4.31	4.05	0.26

Fiscal Year 2017

Jul	5.05%	5.03%	0.02%
Aug	0.52	0.51	0.01
Sep	1.44	1.41	0.03
1st Qtr.	7.13%	7.05%	0.08%

Oct
Nov
Dec

2nd Qtr.

Jan
Feb
Mar

3rd Qtr.

Apr
May
Jun

4th qtr.

Fiscal YTD	7.13%	7.05%	0.08%
Last 3 months	7.13%	7.05%	0.08%
Last 6 months	6.59	6.32	0.27
Last 9 months	6.42	6.08	0.34
Last 12 months	10.19	9.81	0.38
Cumulative Since Inception	3.09%	1.06%	2.03%
Annualized Since Inception	0.37%	0.13%	0.24%
Annualized Risk	20.09%	20.13%	0.18%

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¹ Account Inception 05/30/08

² Performance figures are annualized as of fiscal year-end.

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ACWI ex-US IMI Index Fund (the "Fund")

	Fund	MSCI ACWI ex-U.S. IMI Index	Tracking Difference
2008 ¹	-37.07%	-37.48%	0.41%
2009	43.27	43.60	-0.33
2010	12.90	12.73	0.17
2011	-14.05	-14.31	0.26
2012	17.36	17.04	0.32
2013	16.15	15.82	0.33
2014	-3.65	-3.89	0.24
2015	-4.35	-4.60	0.25
1 Yr ²	10.19	9.81	0.38
3 Yrs Annualized	0.92	0.62	0.30
5 Yrs Annualized	6.68	6.37	0.31
7 Yrs Annualized	4.31	4.05	0.26
2016			
Jan	-6.92%	-6.92%	0.00%
Feb	-0.92	-0.94	0.02
Mar	8.27	8.21	0.06
1st Qtr.	-0.16%	-0.23%	0.07%
Apr	2.73%	2.65%	0.08%
May	-1.47	-1.55	0.08
Jun	-1.70	-1.73	0.03
2nd Qtr.	-0.50%	-0.68%	0.18%
Jul	5.05%	5.03%	0.02%
Aug	0.52	0.51	0.01
Sep	1.44	1.41	0.03
3rd Qtr.	7.13%	7.05%	0.08%
Oct			
Nov			
Dec			
4th Qtr.			
YTD 2016	6.42%	6.08%	0.34%
Last 3 months	7.13%	7.05%	0.08%
Last 6 months	6.59	6.32	0.27
Last 9 months	6.42	6.08	0.34
Last 12 months	10.19	9.81	0.38
Cumulative Since Inception	16.97%	14.33%	2.64%
Annualized Since Inception	1.85%	1.58%	0.27%
Annualized Risk	20.06%	20.10%	0.18%

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¹ Fund Inception 03/20/08

² Performance figures are annualized as of period end.

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U.S. Debt Index Fund (the "Fund")

Ventura County Employees' Retirement Association

	Fund	Bloomberg Barclays U.S. Aggregate Bond Index ²	Tracking Difference
1996 ¹	-1.11%	-1.21%	0.10%
1997	8.14	8.16	-0.01
1998	10.61	10.54	0.07
1999	3.17	3.16	0.02
2000	4.04	4.57	0.07
2001	11.38	11.23	0.16
2002	8.87	8.03	0.24
2003	10.47	10.40	0.07
2004	0.33	0.32	0.01
2005	0.85	0.80	0.06
2006	-0.76	-0.81	0.05
2007	0.21	0.12	0.09
2008	7.32	7.12	0.20
2009	0.16	0.06	0.10
2010	4.01	2.50	0.11
2011	4.03	3.90	0.13
2012	7.50	7.47	0.09
2013	-0.48	-0.09	0.21
2014	-1.46	-1.32	0.12
2015	4.19	4.00	0.19
2016	5.20	5.19	0.10
1 Yr ³			0.11
2 Yrs Annualized			0.21
3 Yrs Annualized			0.12
4 Yrs Annualized			0.14
5 Yrs Annualized			0.14
7 Yrs Annualized			0.14
10 Yrs Annualized			0.14
	4.02	4.70	0.13

Fiscal Year 2017

Jul	0.54%	0.53%	0.01%
Aug	-0.11	-0.11	0.00
Sep	-0.05	-0.06	0.01
1st Qtr.	0.48%	0.40%	0.02%

2nd Qtr.

Jan			
Feb			
Mar			
3rd Qtr.			
Apr			
May			
Jun			
4th Qtr.			

Fiscal YTD

Last 3 months	0.48%	0.40%	0.02%
Last 6 months	0.48%	0.45%	0.02%
Last 9 months	2.75	2.08	0.07
Last 12 months	5.00	5.80	0.10
	5.20	6.10	0.10

Cumulative Since Inception	205.43%	199.27%	6.16%
Annualized Since Inception	5.63%	5.42%	0.11%
Annualized Risk	3.44%	3.43%	0.09%

General Notes:

¹ Account Inception 12/31/95

² 5/31/95 performance difference due to pricing changes in the Barclays Mortgage Index.

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U.S. Debt Index Fund (the "Fund")

Bloomberg Barclays U.S. Aggregate Bond Index²

Tracking Difference

	Fund	Bloomberg Barclays U.S. Aggregate Bond Index ²	Tracking Difference
1985 ¹	6.69%	6.87%	-0.18%
1986	7.83	7.98	-0.02
1988	14.46	14.44	0.01
1989	6.69	6.66	-0.07
1990	16.03	16.00	0.03
1991	7.37	7.40	-0.03
1992	6.74	6.76	-0.01
1993	18.46	18.47	-0.02
1994	3.73	3.63	0.10
1995	9.69	9.66	0.04
1996	6.76	6.69	0.09
1997	-0.83	-0.82	-0.01
1998	11.73	11.83	-0.10
1999	10.54	10.54	0.00
2000	4.37	4.34	0.03
2001	4.37	4.34	0.03
2002	4.37	4.33	0.04
2003	4.45	4.33	0.09
2004	7.07	6.97	0.10
2005	6.01	6.03	-0.02
2006	6.73	6.64	0.09
2007	4.34	4.21	0.13
2008	-1.83	-2.02	0.09
2009	6.24	6.97	-0.27
2010	0.83	0.46	0.08
2011	4.17	4.08	0.11
2012	4.34	4.03	0.14
2013	4.34	3.67	0.14
2014	4.34	4.10	0.14
2015	4.34	4.79	-0.13
2016			
Jan	1.45%	1.39%	0.07%
Feb	0.67	0.71	-0.04
Mar	0.92	0.92	0.00
1st Qtr.	3.07%	3.03%	0.04%
Apr	0.41%	0.39%	0.03%
May	0.07	0.03	0.04
Jun	1.77	1.80	-0.03
End Qtr.	2.26%	2.21%	0.05%
Jul	0.64%	0.63%	0.01%
Aug	-0.11	-0.11	0.00
Sep	-0.05	-0.05	0.01
3rd Qtr.	0.48%	0.46%	0.02%
Oct			
Nov			
Dec			
4th Qtr.			
YTD 2016	6.90%	6.80%	0.10%
Last 3 months	0.48%	0.40%	0.02%
Last 6 months	2.76	2.88	0.07
Last 9 months	4.90	4.80	0.10
Last 12 months	4.29	4.19	0.10
Cumulative Since Inception	699.89%	688.42%	11.46%
Annualized Since Inception	6.04%	6.58%	0.06%
Annualized Risk	3.83%	3.84%	0.00%

	Fund	Bloomberg Barclays U.S. Aggregate Bond Index ²	Tracking Difference
1985 ¹	6.69%	6.87%	-0.18%
1986	7.83	7.98	-0.02
1988	14.46	14.44	0.01
1989	6.69	6.66	-0.07
1990	16.03	16.00	0.03
1991	7.37	7.40	-0.03
1992	6.74	6.76	-0.01
1993	18.46	18.47	-0.02
1994	3.73	3.63	0.10
1995	9.69	9.66	0.04
1996	6.76	6.69	0.09
1997	-0.83	-0.82	-0.01
1998	11.73	11.83	-0.10
1999	10.54	10.54	0.00
2000	4.37	4.34	0.03
2001	4.37	4.33	0.04
2002	4.37	4.33	0.04
2003	4.45	4.33	0.09
2004	7.07	6.97	0.10
2005	6.01	6.03	-0.02
2006	6.73	6.64	0.09
2007	4.34	4.21	0.13
2008	-1.83	-2.02	0.09
2009	6.24	6.97	-0.27
2010	0.83	0.46	0.08
2011	4.17	4.08	0.11
2012	4.34	4.03	0.14
2013	4.34	3.67	0.14
2014	4.34	4.10	0.14
2015	4.34	4.79	-0.13
2016			
Jan	1.45%	1.39%	0.07%
Feb	0.67	0.71	-0.04
Mar	0.92	0.92	0.00
1st Qtr.	3.07%	3.03%	0.04%
Apr	0.41%	0.39%	0.03%
May	0.07	0.03	0.04
Jun	1.77	1.80	-0.03
End Qtr.	2.26%	2.21%	0.05%
Jul	0.64%	0.63%	0.01%
Aug	-0.11	-0.11	0.00
Sep	-0.05	-0.05	0.01
3rd Qtr.	0.48%	0.46%	0.02%
Oct			
Nov			
Dec			
4th Qtr.			
YTD 2016	6.90%	6.80%	0.10%
Last 3 months	0.48%	0.40%	0.02%
Last 6 months	2.76	2.88	0.07
Last 9 months	4.90	4.80	0.10
Last 12 months	4.29	4.19	0.10
Cumulative Since Inception	699.89%	688.42%	11.46%
Annualized Since Inception	6.04%	6.58%	0.06%
Annualized Risk	3.83%	3.84%	0.00%

General Notes:

- ¹ Fund Inception 06/30/85
- ² 5/31/95 performance difference due to pricing changes in the Barclays Mortgage Index.
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- ³ Performance figures are annualized as of period end.

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Index

It is not possible to directly invest in an unmanaged index.

The Barclays US Aggregate Bond Index is a broad-based flagship benchmark that measures the investment grade, US dollar-denominated, fixed-rate taxable bond market. The index includes Treasuries, government-related and corporate securities, MBS (agency fixed-rate and hybrid ARM pass-throughs), ABS and CMBS (agency and non-agency). Provided the necessary inclusion rules are met, US Aggregate eligible securities also contribute to the multi-currency Global Aggregate Index and the US Universal Index, which includes high yield and emerging markets debt. The US Aggregate Index was created in 1986 with history backfilled to January 1, 1976.

The Barclays US Government/Credit Index is a widely recognized index that features a blend of US Treasury, government-sponsored (US Agency and supranational), and corporate securities limited to a maturity of more than ten years.

The Barclays Long Term Government/Credit Index is an unmanaged index of U.S. Government or Investment Grade Credit Securities having a maturity of 10 years or more.

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Ventura County Employees' Retirement Association

**Preliminary Performance Report
Month Ending October 31, 2016**

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Ventura County Employees' Retirement Association

Total Fund Performance Detail Net of Fees

	Market Value (\$)	% of Portfolio	Policy %	1 Mo (%)	3 Mo (%)	YTD (%)	Fiscal YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Return (%)	Since
Total Fund	4,583,808,508	100.0	100.0	-1.4	-0.4	5.8	1.9	4.0	4.5	8.3	5.1	7.8	Apr-94
<i>Policy Index</i>				<u>-1.3</u>	<u>-0.5</u>	<u>5.7</u>	<u>2.3</u>	<u>4.4</u>	<u>5.4</u>	<u>8.4</u>	<u>5.4</u>	<u>7.8</u>	<i>Apr-94</i>
Over/Under				-0.1	0.1	0.1	-0.4	-0.4	-0.9	-0.1	-0.3	0.0	
<i>Allocation Index</i>				-1.4	-0.7	5.2	2.1	3.5	4.6	7.7	4.9	--	<i>Apr-94</i>
<i>60% MSCI ACWI (Net)/40% CITI WGBI</i>				-2.4	-1.9	5.9	0.8	3.8	2.2	4.9	4.1	--	<i>Apr-94</i>
Total Fund ex Parametric	4,441,987,244	96.9	--	-1.4	-0.4	6.1	1.5	4.2	4.7	8.3	5.1	7.8	Apr-94
Total Fund ex Private Equity	4,416,153,043	96.3	--	-1.4	-0.5	5.9	1.8	3.9	4.3	--	--	8.1	Jan-12
<i>Policy Index</i>				<u>-1.3</u>	<u>-0.5</u>	<u>5.7</u>	<u>2.3</u>	<u>4.4</u>	<u>5.4</u>	<u>8.4</u>	<u>5.4</u>	<u>8.8</u>	<i>Jan-12</i>
Over/Under				-0.1	0.0	0.2	-0.5	-0.5	-1.1			-0.7	
Total US Equity	1,404,129,165	30.6	28.0	-2.2	-1.7	6.0	2.2	4.4	8.2	13.6	6.5	8.7	Dec-93
<i>Russell 3000</i>				<u>-2.2</u>	<u>-1.8</u>	<u>5.8</u>	<u>2.1</u>	<u>4.3</u>	<u>8.1</u>	<u>13.3</u>	<u>6.9</u>	<u>9.0</u>	<i>Dec-93</i>
Over/Under				0.0	0.1	0.2	0.1	0.1	0.1	0.3	-0.4	-0.3	
BlackRock Equity Market Fund	1,204,901,735	26.3		-2.2	-1.7	5.9	2.2	4.3	8.2	13.4	--	6.8	Dec-07
<i>Dow Jones U.S. Total Stock Market</i>				<u>-2.2</u>	<u>-1.8</u>	<u>5.8</u>	<u>2.1</u>	<u>4.2</u>	<u>8.1</u>	<u>13.3</u>	<u>6.9</u>	<u>6.7</u>	<i>Dec-07</i>
Over/Under				0.0	0.1	0.1	0.1	0.1	0.1	0.1		0.1	
Western U.S. Index Plus	151,525,641	3.3		-1.8	-1.5	7.3	2.3	5.6	9.4	14.8	--	3.7	May-07
<i>S&P 500</i>				<u>-1.8</u>	<u>-1.7</u>	<u>5.9</u>	<u>2.0</u>	<u>4.5</u>	<u>8.8</u>	<u>13.6</u>	<u>6.7</u>	<u>5.8</u>	<i>May-07</i>
Over/Under				0.0	0.2	1.4	0.3	1.1	0.6	1.2		-2.1	
BlackRock Extended Equity Index	47,701,789	1.0		-3.8	-2.2	5.6	3.0	3.2	5.1	12.3	7.4	11.0	Oct-02
<i>Dow Jones U.S. Completion Total Stock Market</i>				<u>-3.9</u>	<u>-2.3</u>	<u>5.4</u>	<u>3.0</u>	<u>3.0</u>	<u>5.0</u>	<u>12.1</u>	<u>7.3</u>	<u>11.0</u>	<i>Oct-02</i>
Over/Under				0.1	0.1	0.2	0.0	0.2	0.1	0.2	0.1	0.0	

Policy Index: Currently, 28% Russell 3000, 20% Barclays Aggregate, 15% MSCI ACWI ex U.S., 10% MSCI ACWI, 10% DJ U.S. Total Stock Market Index + 3%, 10% CPI+4% Index, and 7% NCREIF ODCE Real Estate Index.

Prior to January 2016 the Total U.S. Equity Benchmark was a dynamic hybrid using the respective managers' market value weights within the U.S. Equity component toward their benchmark. Prior to May 2013, the Dow Jones U.S. Total Stock Market Index. Prior to May 2007, the Russell 3000 Index.

CPI+4% and CPI+5% are estimated due to CPI monthly lag.

Ventura County Employees' Retirement Association

Total Fund Performance Detail Net of Fees

	Market Value (\$)	% of Portfolio	Policy %	1 Mo (%)	3 Mo (%)	YTD (%)	Fiscal YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Return (%)	Since
Total Non-US Equity	698,267,441	15.2	15.0	-1.5	0.5	5.9	5.4	2.1	-0.6	4.7	1.8	6.0	Mar-94
<i>MSCI ACWI ex USA</i>				<u>-1.4</u>	<u>0.4</u>	<u>4.3</u>	<u>5.4</u>	<u>0.2</u>	<u>-1.5</u>	<u>3.6</u>	<u>1.6</u>	<u>4.7</u>	<i>Mar-94</i>
Over/Under				-0.1	0.1	1.6	0.0	1.9	0.9	1.1	0.2	1.3	
<i>MSCI EAFE</i>				-2.0	-0.8	-0.4	4.3	-3.2	-1.3	5.0	1.2	4.3	<i>Mar-94</i>
<i>MSCI ACWI ex USA Local Currency</i>				1.1	2.8	3.1	7.5	1.0	4.4	8.7	2.7	--	<i>Mar-94</i>
<i>MSCI EAFE Local Currency</i>				1.2	2.4	-0.4	7.3	-1.9	4.6	10.1	2.1	4.4	<i>Mar-94</i>
BlackRock ACWI ex-U.S. Index	341,127,406	7.4		-1.6	0.3	4.6	5.4	1.0	-0.9	4.2	--	1.1	Mar-07
<i>MSCI ACWI ex USA</i>				<u>-1.4</u>	<u>0.4</u>	<u>4.3</u>	<u>5.4</u>	<u>0.2</u>	<u>-1.5</u>	<u>3.6</u>	<u>1.6</u>	<u>0.6</u>	<i>Mar-07</i>
Over/Under				-0.2	-0.1	0.3	0.0	0.8	0.6	0.6		0.5	
<i>MSCI ACWI ex USA Local Currency</i>				1.1	2.8	3.1	7.5	1.0	4.4	8.7	2.7	2.0	<i>Mar-07</i>
Sprucegrove	179,915,260	3.9		-0.1	3.5	9.0	8.7	3.5	-0.9	4.7	2.2	6.9	Mar-02
<i>MSCI ACWI ex USA</i>				<u>-1.4</u>	<u>0.4</u>	<u>4.3</u>	<u>5.4</u>	<u>0.2</u>	<u>-1.5</u>	<u>3.6</u>	<u>1.6</u>	<u>5.9</u>	<i>Mar-02</i>
Over/Under				1.3	3.1	4.7	3.3	3.3	0.6	1.1	0.6	1.0	
<i>MSCI EAFE</i>				-2.0	-0.8	-0.4	4.3	-3.2	-1.3	5.0	1.2	5.3	<i>Mar-02</i>
<i>MSCI ACWI ex USA Local Currency</i>				1.1	2.8	3.1	7.5	1.0	4.4	8.7	2.7	4.7	<i>Mar-02</i>
<i>MSCI EAFE Local Currency</i>				1.2	2.4	-0.4	7.3	-1.9	4.6	10.1	2.1	3.8	<i>Mar-02</i>
Hexavest	78,057,751	1.7		-3.0	-2.9	1.5	1.0	-1.6	-1.0	4.5	--	2.9	Dec-10
<i>MSCI EAFE</i>				<u>-2.0</u>	<u>-0.8</u>	<u>-0.4</u>	<u>4.3</u>	<u>-3.2</u>	<u>-1.3</u>	<u>5.0</u>	<u>1.2</u>	<u>3.0</u>	<i>Dec-10</i>
Over/Under				-1.0	-2.1	1.9	-3.3	1.6	0.3	-0.5		-0.1	
<i>MSCI EAFE Local Currency</i>				1.2	2.4	-0.4	7.3	-1.9	4.6	10.1	2.1	6.6	<i>Dec-10</i>
Walter Scott	99,167,024	2.2		-2.7	-1.8	7.5	3.2	5.3	1.2	5.7	--	4.1	Dec-10
<i>MSCI ACWI ex USA</i>				<u>-1.4</u>	<u>0.4</u>	<u>4.3</u>	<u>5.4</u>	<u>0.2</u>	<u>-1.5</u>	<u>3.6</u>	<u>1.6</u>	<u>1.6</u>	<i>Dec-10</i>
Over/Under				-1.3	-2.2	3.2	-2.2	5.1	2.7	2.1		2.5	
<i>MSCI ACWI ex USA Local Currency</i>				1.1	2.8	3.1	7.5	1.0	4.4	8.7	2.7	5.5	<i>Dec-10</i>
Total Global Equity	467,133,120	10.2	10.0	-1.6	-0.3	5.8	3.8	2.6	2.2	7.3	2.9	4.8	May-05
<i>MSCI ACWI</i>				<u>-1.7</u>	<u>-0.8</u>	<u>4.8</u>	<u>3.5</u>	<u>2.0</u>	<u>3.2</u>	<u>8.0</u>	<u>3.8</u>	<u>5.8</u>	<i>May-05</i>
Over/Under				0.1	0.5	1.0	0.3	0.6	-1.0	-0.7	-0.9	-1.0	
BlackRock MSCI ACWI Equity Index	467,133,120	10.2		-1.7	-0.7	5.2	3.6	2.5	3.6	--	--	9.1	Jul-12
<i>MSCI ACWI</i>				<u>-1.7</u>	<u>-0.8</u>	<u>4.8</u>	<u>3.5</u>	<u>2.0</u>	<u>3.2</u>	<u>8.0</u>	<u>3.8</u>	<u>8.8</u>	<i>Jul-12</i>
Over/Under				0.0	0.1	0.4	0.1	0.5	0.4			0.3	

Ventura County Employees' Retirement Association

Total Fund Performance Detail Net of Fees

	Market Value (\$)	% of Portfolio	Policy %	1 Mo (%)	3 Mo (%)	YTD (%)	Fiscal YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Return (%)	Since
Total Private Equity	167,655,465	3.7	10.0	0.0	3.1	4.1	3.6	6.4	14.2	--	--	13.5	Jan-12
<i>DJ U.S. Total Stock Market Index + 3%</i>				<u>-1.9</u>	<u>-1.0</u>	<u>8.4</u>	<u>3.2</u>	<u>7.3</u>	<u>11.3</u>	<u>16.6</u>	--	<u>17.0</u>	<i>Jan-12</i>
Over/Under				1.9	4.1	-4.3	0.4	-0.9	2.9			-3.5	
Adams Street Global Fund Series	103,942,146	2.3		0.0	3.1	3.7	3.1	6.6	12.5	--	--	12.3	Jan-12
<i>DJ U.S. Total Stock Market Index + 3%</i>				<u>-1.9</u>	<u>-1.0</u>	<u>8.4</u>	<u>3.2</u>	<u>7.3</u>	<u>11.3</u>	<u>16.6</u>	--	<u>17.0</u>	<i>Jan-12</i>
Over/Under				1.9	4.1	-4.7	-0.1	-0.7	1.2			-4.7	
Harbourvest- Dover Street VII	47,866,394	1.0		-0.1	0.7	3.3	2.3	6.0	19.8	--	--	17.5	Jul-13
<i>DJ U.S. Total Stock Market Index + 3%</i>				<u>-1.9</u>	<u>-1.0</u>	<u>8.4</u>	<u>3.2</u>	<u>7.3</u>	<u>11.3</u>	<u>16.6</u>	--	<u>13.8</u>	<i>Jul-13</i>
Over/Under				1.8	1.7	-5.1	-0.9	-1.3	8.5			3.7	
Pantheon Global Secondary Funds	15,397,544	0.3		0.0	11.2	9.2	11.2	7.7	11.6	--	--	9.8	Jan-12
<i>DJ U.S. Total Stock Market Index + 3%</i>				<u>-1.9</u>	<u>-1.0</u>	<u>8.4</u>	<u>3.2</u>	<u>7.3</u>	<u>11.3</u>	<u>16.6</u>	--	<u>17.0</u>	<i>Jan-12</i>
Over/Under				1.9	12.2	0.8	8.0	0.4	0.3			-7.2	
Drive Capital Fund	449,382	0.0		0.0	--	--	--	--	--	--	--	0.0	Sep-16
<i>DJ U.S. Total Stock Market Index + 3%</i>				<u>-1.9</u>	<u>-1.0</u>	<u>8.4</u>	<u>3.2</u>	<u>7.3</u>	<u>11.3</u>	<u>16.6</u>	--	<u>-1.5</u>	<i>Sep-16</i>
Over/Under				1.9								1.5	

Please Note:

Private Equity performance is shown on a time-weighted return basis. Values are cash adjusted with current month cash flows.

Drive Capital Fund, funded 9/1/2016



Ventura County Employees' Retirement Association

Private Equity Limited Partnership Performance

Fund Name	Vintage Year	Initial Investment Date	Capital Commitment	Capital Called to Date ¹	Outstanding Commitment ¹	Call Ratio	Add'l Fees ²	Distributions to Date	Valuation	Total Value	Net Benefit	IRR	Since Inception	
													Distributions to Paid In Multiple (DPI)	Total Value to Paid In Multiple (TVPI)
Adams Street 2010 U.S. Fund	2010	5/21/2010	\$42,500,000	\$29,665,000	\$12,835,000	70%	\$15,213	\$10,764,481	\$33,373,243	\$44,137,724	\$14,457,511	14.0%	0.36x	1.49x
Adams Street 2010 Non-U.S. Dev. Mkts Fund	2010	5/21/2010	\$25,500,000	\$19,545,749	\$5,954,251	77%	\$1,589	\$7,653,243	\$15,577,320	\$23,230,563	\$3,683,225	7.2%	0.39x	1.19x
Adams Street 2010 Non-U.S. Emg Mkts Fund	2010	1/3/2011	\$8,500,000	\$6,111,500	\$2,388,500	72%	\$0	\$314,436	\$7,510,516	\$7,824,952	\$1,713,452	9.1%	0.05x	1.28x
Adams Street 2010 Direct Fund	2010	5/21/2010	\$8,500,000	\$7,879,500	\$620,500	93%	\$6,697	\$4,831,957	\$7,079,912	\$11,911,869	\$4,025,672	12.0%	0.61x	1.51x
Total Adams Street 2010	2010	5/21/2010	\$85,000,000	\$63,201,749	\$21,798,251	74%	\$23,499	\$23,564,117	\$63,540,991	\$87,105,108	\$23,879,860	11.6%	0.37x	1.38x
Adams Street 2013 Global Fund	2013	6/27/2013	\$75,000,000	\$41,475,000	\$33,525,000	55%	\$10,728	\$3,108,905	\$40,401,164	\$43,510,069	\$2,024,341	3.1%	0.07x	1.05x
Adams Street 2016 Global Fund	TBD	TBD	\$60,000,000	\$0	\$60,000,000	0%	\$0	\$0	\$0	\$0	\$0	--	--	--
Drive Capital Fund II	2016	9/1/2016	\$15,000,000	\$449,382	\$14,550,618	3%	\$3,210	\$0	\$449,382	\$449,382	(\$3,210)	-0.4%	--	0.99x
HarbourVest - Dover Street VIII	2013	5/30/2013	\$67,500,000	\$55,687,500	\$11,812,500	83%	\$84,954	\$26,738,658	\$48,145,524	\$74,884,182	\$19,111,728	24.5%	0.48x	1.34x
HarbourVest - Dover Street IX	TBD	TBD	\$60,000,000	\$0	\$60,000,000	0%	\$0	\$0	\$0	\$0	\$0	--	--	--
Pantheon Global Secondary Fund IV	2010	8/20/2010	\$15,000,000	\$9,960,000	\$5,040,000	66%	\$0	\$8,310,001	\$6,050,666	\$14,360,667	\$4,400,667	13.8%	0.83x	1.44x
Pantheon Global Secondary Fund V	2015	2/26/2015	\$50,000,000	\$7,441,510	\$42,558,490	15%	(\$137,480)	\$0	\$9,346,877	\$9,346,877	\$2,042,847	16.5%	--	1.28x
Total VCERA Private Equity Program	--	5/21/2010	\$427,500,000	\$178,215,141	\$249,284,859	42%	(\$15,089)	\$61,721,681	\$167,934,604	\$229,656,285	\$51,456,233	12.7%	0.35x	1.29x

1. Includes recycled/recallable distributions received to date.

2. Add'l Fees represents notional interest paid/(received).

2. Add'l Fees for Pantheon Global Secondary Fund V includes notional interest paid/(received) and management fee rebates paid to VCERA.

Note: Private equity performance data is reported net of fees.

Performance shown is based on 6/30/2016 NAVs cash-adjusted for cash flows through 10/31/2016.

Ventura County Employees' Retirement Association

Total Fund Performance Detail Net of Fees

	Market Value (\$)	% of Portfolio	Policy %	1 Mo (%)	3 Mo (%)	YTD (%)	Fiscal YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Return (%)	Since
Total US Fixed Income	931,967,544	20.3	20.0	-0.4	0.1	6.5	0.9	5.2	3.2	4.0	5.8	6.1	Feb-94
<i>Barclays Aggregate</i>				<u>-0.8</u>	<u>-0.9</u>	<u>5.0</u>	<u>-0.3</u>	<u>4.4</u>	<u>3.5</u>	<u>2.9</u>	<u>4.6</u>	<u>5.6</u>	<i>Feb-94</i>
Over/Under				0.4	1.0	1.5	1.2	0.8	-0.3	1.1	1.2	0.5	
BlackRock U.S. Debt Fund	220,114,690	4.8		-0.8	-0.9	5.0	-0.3	4.4	3.5	3.0	4.7	5.5	Nov-95
<i>Barclays Aggregate</i>				<u>-0.8</u>	<u>-0.9</u>	<u>5.0</u>	<u>-0.3</u>	<u>4.4</u>	<u>3.5</u>	<u>2.9</u>	<u>4.6</u>	<u>5.4</u>	<i>Nov-95</i>
Over/Under				0.0	0.0	0.0	0.0	0.0	0.0	0.1	0.1	0.1	
Western	287,973,869	6.3		-0.7	-0.5	6.7	0.7	6.0	4.7	4.8	5.5	6.4	Dec-96
<i>Barclays Aggregate</i>				<u>-0.8</u>	<u>-0.9</u>	<u>5.0</u>	<u>-0.3</u>	<u>4.4</u>	<u>3.5</u>	<u>2.9</u>	<u>4.6</u>	<u>5.5</u>	<i>Dec-96</i>
Over/Under				0.1	0.4	1.7	1.0	1.6	1.2	1.9	0.9	0.9	
Reams	302,312,728	6.6		0.1	0.7	6.4	1.1	4.7	1.3	3.3	5.9	5.7	Sep-01
<i>Reams Custom Index</i>				<u>0.1</u>	<u>0.2</u>	<u>0.6</u>	<u>0.3</u>	<u>0.7</u>	<u>0.4</u>	<u>1.2</u>	<u>3.8</u>	<u>4.1</u>	<i>Sep-01</i>
Over/Under				0.0	0.5	5.8	0.8	4.0	0.9	2.1	2.1	1.6	
<i>Barclays Aggregate</i>				<u>-0.8</u>	<u>-0.9</u>	<u>5.0</u>	<u>-0.3</u>	<u>4.4</u>	<u>3.5</u>	<u>2.9</u>	<u>4.6</u>	<u>4.7</u>	<i>Sep-01</i>
Loomis Sayles Multi Strategy	77,549,652	1.7		-0.6	1.3	9.8	3.0	6.8	4.6	6.0	6.7	6.7	Jul-05
<i>Loomis Custom Index</i>				<u>-0.4</u>	<u>0.3</u>	<u>8.1</u>	<u>1.5</u>	<u>6.0</u>	<u>3.6</u>	<u>4.1</u>	<u>5.5</u>	<u>5.4</u>	<i>Jul-05</i>
Over/Under				-0.2	1.0	1.7	1.5	0.8	1.0	1.9	1.2	1.3	
<i>Barclays Govt/Credit</i>				<u>-1.0</u>	<u>-1.4</u>	<u>5.6</u>	<u>-0.6</u>	<u>4.8</u>	<u>3.6</u>	<u>3.0</u>	<u>4.7</u>	<u>4.5</u>	<i>Jul-05</i>
Loomis Strategic Alpha	44,016,605	1.0		0.8	1.6	5.2	2.6	3.6	2.5	--	--	2.4	Jul-13
<i>Barclays Aggregate</i>				<u>-0.8</u>	<u>-0.9</u>	<u>5.0</u>	<u>-0.3</u>	<u>4.4</u>	<u>3.5</u>	<u>2.9</u>	<u>4.6</u>	<u>3.6</u>	<i>Jul-13</i>
Over/Under				1.6	2.5	0.2	2.9	-0.8	-1.0			-1.2	

Reams Custom Index: Merrill Lynch 3 Month Libor Constant Maturity Index, prior to February 2013 the Barclays Aggregate.

Loomis Custom Index: 65% Barclays Aggregate, 30% Citigroup High Yield Market Index and 5% JPM Non-US Hedged Bond Index.

Ventura County Employees' Retirement Association

Total Fund Performance Detail Net of Fees

	Market Value (\$)	% of Portfolio	Policy %	1 Mo (%)	3 Mo (%)	YTD (%)	Fiscal YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Return (%)	Since
Total Real Estate	377,332,470	8.2	7.0	0.0	1.5	5.1	1.5	8.1	10.7	10.3	3.7	7.9	Mar-94
NCREIF ODCE Net				<u>0.0</u>	<u>1.8</u>	<u>5.8</u>	<u>1.8</u>	<u>9.1</u>	<u>11.4</u>	<u>11.3</u>	<u>5.0</u>	<u>8.2</u>	Mar-94
Over/Under				0.0	-0.3	-0.7	-0.3	-1.0	-0.7	-1.0	-1.3	-0.3	
Prudential Real Estate	132,029,661	2.9		0.0	1.8	5.7	1.8	8.9	12.1	11.7	4.7	6.0	Jun-04
NCREIF ODCE Net				<u>0.0</u>	<u>1.8</u>	<u>5.8</u>	<u>1.8</u>	<u>9.1</u>	<u>11.4</u>	<u>11.3</u>	<u>5.0</u>	<u>7.1</u>	Jun-04
Over/Under				0.0	0.0	-0.1	0.0	-0.2	0.7	0.4	-0.3	-1.1	
NCREIF ODCE				<u>0.0</u>	<u>2.1</u>	<u>6.5</u>	<u>2.1</u>	<u>10.1</u>	<u>12.4</u>	<u>12.4</u>	<u>6.0</u>	<u>8.1</u>	Jun-04
UBS Real Estate	244,298,789	5.3		0.0	1.5	4.9	1.5	7.8	9.8	9.6	5.4	7.6	Mar-03
NCREIF ODCE Net				<u>0.0</u>	<u>1.8</u>	<u>5.8</u>	<u>1.8</u>	<u>9.1</u>	<u>11.4</u>	<u>11.3</u>	<u>5.0</u>	<u>7.3</u>	Mar-03
Over/Under				0.0	-0.3	-0.9	-0.3	-1.3	-1.6	-1.7	0.4	0.3	
NCREIF ODCE				<u>0.0</u>	<u>2.1</u>	<u>6.5</u>	<u>2.1</u>	<u>10.1</u>	<u>12.4</u>	<u>12.4</u>	<u>6.0</u>	<u>8.3</u>	Mar-03
RREEF	1,004,019	0.0		0.0	-12.6	-16.2	-12.6	-17.0	5.2	10.2	--	-6.4	Sep-07
NCREIF ODCE Net				<u>0.0</u>	<u>1.8</u>	<u>5.8</u>	<u>1.8</u>	<u>9.1</u>	<u>11.4</u>	<u>11.3</u>	<u>5.0</u>	<u>3.8</u>	Sep-07
Over/Under				0.0	-14.4	-22.0	-14.4	-26.1	-6.2	-1.1		-10.2	
NCREIF ODCE				<u>0.0</u>	<u>2.1</u>	<u>6.5</u>	<u>2.1</u>	<u>10.1</u>	<u>12.4</u>	<u>12.4</u>	<u>6.0</u>	<u>4.7</u>	Sep-07
Total Liquid Alternatives	395,502,039	8.6	10.0	-2.3	-1.2	9.5	0.6	3.9	1.6	--	--	4.2	Apr-13
CPI + 4% (Unadjusted)				<u>0.6</u>	<u>1.6</u>	<u>5.7</u>	<u>1.7</u>	<u>5.8</u>	<u>6.2</u>	<u>10.6</u>	--	<u>6.4</u>	Apr-13
Over/Under				-2.9	-2.8	3.8	-1.1	-1.9	-4.6			-2.2	
Bridgewater All Weather Fund	281,515,500	6.1		-1.6	-0.8	10.1	1.6	5.6	2.8	--	--	4.3	Aug-13
CPI + 5% (Unadjusted)				<u>0.6</u>	<u>1.8</u>	<u>6.6</u>	<u>2.1</u>	<u>6.8</u>	<u>6.2</u>	--	--	<u>6.1</u>	Aug-13
Over/Under				-2.2	-2.6	3.5	-0.5	-1.2	-3.4			-1.8	
Tortoise Energy Infrastructure	113,986,539	2.5		-4.2	-2.4	7.9	-1.8	0.1	-1.3	--	--	0.7	Apr-13
Wells Fargo MLP Index				<u>-4.5</u>	<u>-3.1</u>	<u>12.7</u>	<u>-1.6</u>	<u>-2.9</u>	<u>-6.1</u>	<u>2.7</u>	--	<u>-4.3</u>	Apr-13
Over/Under				0.3	0.7	-4.8	-0.2	3.0	4.8			5.0	
Overlay	141,821,264	3.1	0.0										
Parametric	141,821,264	3.1											

Total Real Estate Benchmark: NCREIF ODCE; prior to January 2006, the NCREIF Property Index.

Real Estate managers and NCREIF ODCE are valued on a quarterly basis. Performance is not applicable in mid-quarter months, therefore 0% return is shown.

CPI+4% and CPI+5% is estimated by carrying the last available month forward.

Real Estate Valuation is as of 6/30/2016.

Ventura County Employees' Retirement Association

Total Fund

Cash Flow Summary

Month Ending October 31, 2016

	Beginning Market Value	Withdrawals	Contributions	Net Cash Flow	Fees	Net Investment Change	Ending Market Value
Adams Street Global Fund Series	\$101,802,531	-\$410,370	\$2,550,000	\$2,139,630	\$0	-\$16	\$103,942,146
BlackRock ACWI ex-U.S. Index	\$346,658,699	\$0	\$0	\$0	-\$30,094	-\$5,531,293	\$341,127,406
BlackRock Equity Market Fund	\$1,231,500,384	\$0	\$0	\$0	-\$22,165	-\$26,598,649	\$1,204,901,735
BlackRock Extended Equity Index	\$49,604,941	\$0	\$0	\$0	-\$3,180	-\$1,903,153	\$47,701,789
BlackRock MSCI ACWI Equity Index	\$258,912,948	\$0	\$212,000,000	\$212,000,000	-\$17,238	-\$3,779,828	\$467,133,120
BlackRock U.S. Debt Fund	\$221,798,339	\$0	\$0	\$0	-\$10,670	-\$1,683,649	\$220,114,690
Bridgewater All Weather Fund	\$286,030,977	\$0	\$0	\$0	-\$91,982	-\$4,515,477	\$281,515,500
Drive Capital Fund	\$366,139	\$0	\$83,243	\$83,243	\$0	\$0	\$449,382
GMO Global Equity	\$153,739,815	-\$153,739,815	\$0	-\$153,739,815	\$0	\$0	\$0
Harbourvest- Dover Street VII	\$47,936,336	\$0	\$0	\$0	\$0	-\$69,942	\$47,866,394
Hexavest	\$80,475,702	\$0	\$0	\$0	-\$30,186	-\$2,417,951	\$78,057,751
Loomis Sayles Multi Strategy	\$77,961,468	\$0	\$0	\$0	-\$25,221	-\$411,816	\$77,549,652
Loomis Strategic Alpha	\$43,638,780	\$0	\$0	\$0	-\$14,672	\$377,825	\$44,016,605
Pantheon Global Secondary Funds	\$15,397,544	\$0	\$0	\$0	\$0	\$0	\$15,397,544
Parametric	\$226,472,444	-\$253,489,520	\$170,531,402	-\$82,958,118	-\$23,315	-\$1,693,063	\$141,821,264
Prudential Real Estate	\$132,029,661	\$0	\$0	\$0	\$0	\$0	\$132,029,661
Reams	\$301,979,211	-\$8,433	\$0	-\$8,433	-\$44,039	\$341,950	\$302,312,728
RREEF	\$1,004,019	\$0	\$0	\$0	\$0	\$0	\$1,004,019
Sprucegrove	\$180,032,965	\$0	\$0	\$0	-\$57,066	-\$117,705	\$179,915,260
Tortoise Energy Infrastructure	\$118,896,984	\$0	\$0	\$0	-\$59,368	-\$4,910,445	\$113,986,539
UBS Real Estate	\$244,298,789	\$0	\$0	\$0	\$0	\$0	\$244,298,789
Walter Scott	\$101,897,203	\$0	\$0	\$0	-\$71,459	-\$2,730,180	\$99,167,024
Western	\$289,877,431	\$0	\$0	\$0	-\$48,497	-\$1,903,562	\$287,973,869
Western U.S. Index Plus	\$154,227,107	\$0	\$0	\$0	-\$31,441	-\$2,701,466	\$151,525,641
Total	\$4,666,540,419	-\$407,648,138	\$385,164,645	-\$22,483,493	-\$580,593	-\$60,248,418	\$4,583,808,508

Information Disclaimer and Reporting Methodology

Information Disclaimer

- Past performance is no guarantee of future results.
- All investments carry some level of risk. Diversification and other asset allocation techniques are not guaranteed to ensure profit or protect against losses.
- NEPC's source for portfolio pricing, calculation of accruals, and transaction information is the plan's custodian bank. Information on market indices and security characteristics is received from other sources external to NEPC. While NEPC has exercised reasonable professional care in preparing this report, we cannot guarantee the accuracy of all source information contained within.
- Some index returns displayed in this report or used in calculation of a policy, allocation or custom benchmark may be preliminary and subject to change.
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- This report may contain confidential or proprietary information and may not be copied or redistributed to any party not legally entitled to receive it.

Reporting Methodology

- The client's custodian bank is NEPC's preferred data source unless otherwise directed. NEPC generally reconciles custodian data to manager data. If the custodian cannot provide accurate data, manager data may be used.
- Trailing time period returns are determined by geometrically linking the holding period returns, from the first full month after inception to the report date. Rates of return are annualized when the time period is longer than a year. Performance is presented gross and/or net of manager fees as indicated on each page.
- For managers funded in the middle of a month, the "since inception" return will start with the first full month, although actual inception dates and cash flows are taken into account in all Composite calculations.
- This report may contain forward-looking statements that are based on NEPC's estimates, opinions and beliefs, but NEPC cannot guarantee that any plan will achieve its targeted return or meet other goals.



NEPC, LLC

YOU DEMAND MORE. *So do we.*SM



Ventura County Employees' Retirement Association

Investment Summary
Quarter Ending September 30, 2016

Allan Martin, Partner
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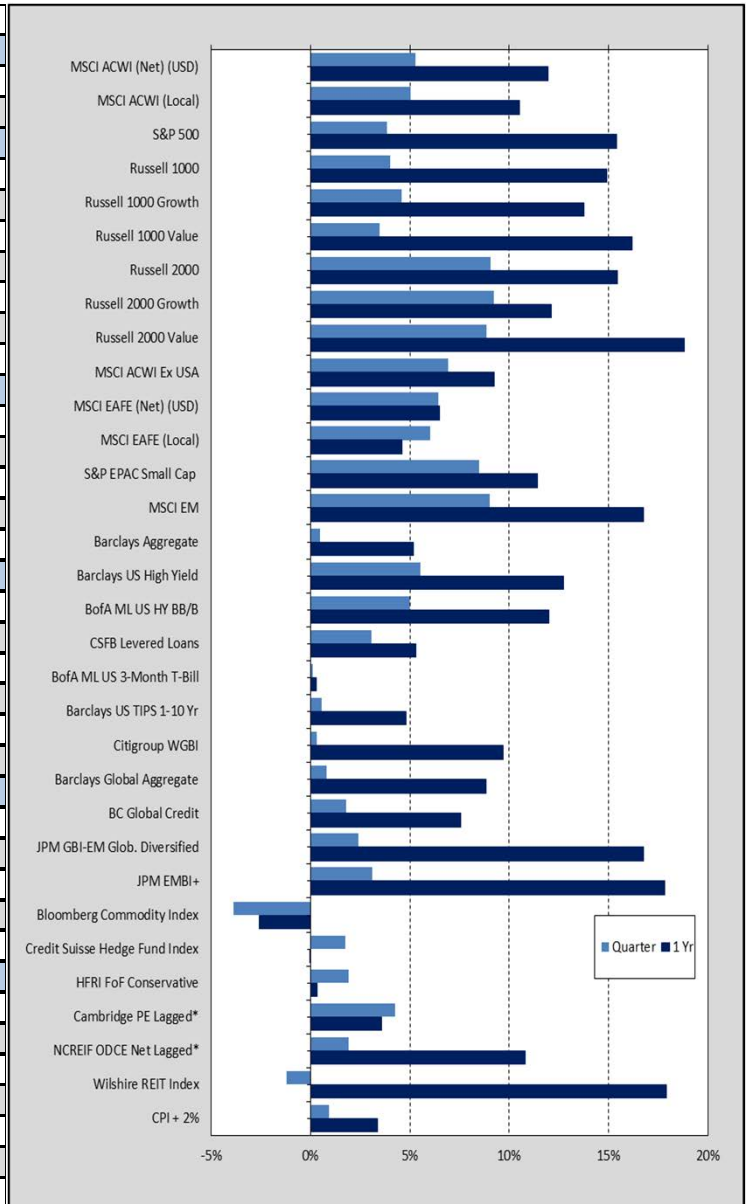
Market Environment Update and Outlook

Economic Environment

- **Second quarter GDP growth rate (third estimate) printed at a modest 1.4%.**
 - Retail sales ended August at +1.6% on a year-over-year basis. In the same period last year the YoY growth rate was 1.3%.
 - The inventory-to-sales ratio ended August flat at 1.4 and has remained relatively flat since early 2010.
 - Corporate profits (ended April) as a percent of GDP increased to 8.8% from 8.5% (in January) and remain elevated relative to historical levels.
 - The U.S. trade deficit widened ending August as the rate of change in imports increased to a level not seen since last September.
- **The unemployment rate increased 0.1% to 5.0% in Q3; U-6, a broader measure of unemployment, increased to 9.7% during the third quarter from 9.6%.**
- **The Case-Shiller Home Price Index (ended July) increased to 183.6 from 180.7 in July and is at levels higher than that of pre-financial crisis levels of 150.9.**
- **Rolling 12-month seasonally adjusted CPI saw an uptick to 1.36% at the end of September; Capacity Utilization was flat at 75.4% ended Q3.**
- **Fed Funds rate was unchanged at 0.50%. The 10-year Treasury Yield (constant maturity) finished Q3 unchanged at 1.6% vs Q2.**
- **The Fed balance sheet decreased slightly during Q3 2016, while the European Central Bank balance sheet continues to increase.**
 - ECB held its benchmark refinancing rate at 0%, deposit rates -0.4% and asset purchases at €80 billion per month of corporate and public securities.
- **S&P valuations increased slightly in Q3 remaining above the 10-year and long-term averages.**
 - Cyclically adjusted Shiller PE ratio (26.71x) is above the long-term average of 16.68x and above the 10-year average of 22.92x.

Market Environment – Q3 2016 Overview

		Qtr.	1 Yr.	3 Yr.	5 Yr.	10 Yr.
World Equity Benchmarks						
MSCI ACWI (Net) (USD)	World	5.3%	12.0%	5.2%	10.6%	4.3%
MSCI ACWI (Local)	World (Local Currency)	5.1%	10.5%	7.7%	12.6%	4.6%
Domestic Equity Benchmarks						
S&P 500	Large Core	3.9%	15.4%	11.2%	16.4%	7.2%
Russell 1000	Large Core	4.0%	14.9%	10.8%	16.4%	7.4%
Russell 1000 Growth	Large Growth	4.6%	13.8%	11.8%	16.6%	8.8%
Russell 1000 Value	Large Value	3.5%	16.2%	9.7%	16.2%	5.9%
Russell 2000	Small Core	9.0%	15.5%	6.7%	15.8%	7.1%
Russell 2000 Growth	Small Growth	9.2%	12.1%	6.6%	16.1%	8.3%
Russell 2000 Value	Small Value	8.9%	18.8%	6.8%	15.4%	5.8%
International Equity Benchmarks						
MSCI ACWI Ex USA	World ex-US	6.9%	9.3%	0.2%	6.0%	2.2%
MSCI EAFE (Net) (USD)	Int'l Developed	6.4%	6.5%	0.5%	7.4%	1.8%
MSCI EAFE (Local)	Int'l Developed (Local Currency)	6.0%	4.6%	5.3%	11.2%	2.2%
S&P EPAC Small Cap	Small Cap Int'l	8.5%	11.4%	5.6%	11.5%	4.8%
MSCI EM	Emerging Equity	9.0%	16.8%	-0.6%	3.0%	3.9%
Domestic Fixed Income Benchmarks						
Barclays Aggregate	Core Bonds	0.5%	5.2%	4.0%	3.1%	4.8%
Barclays US High Yield	High Yield	5.6%	12.7%	5.3%	8.3%	7.7%
BofA ML US HY BB/B	High Yield	5.0%	12.0%	5.6%	8.0%	7.1%
CSFB Levered Loans	Bank Loans	3.1%	5.3%	3.6%	5.4%	4.3%
BofA ML US 3-Month T-Bill	Cash	0.1%	0.3%	0.1%	0.1%	0.9%
Barclays US TIPS 1-10 Yr	Inflation	0.6%	4.8%	1.5%	1.3%	3.8%
Global Fixed Income Benchmarks						
Citigroup WGBI	World Gov. Bonds	0.3%	9.7%	1.8%	0.8%	4.1%
Barclays Global Aggregate	Global Core Bonds	0.8%	8.8%	2.1%	1.7%	4.3%
BC Global Credit	Global Bonds	1.8%	7.6%	2.9%	3.7%	4.6%
JPM GBI-EM Glob. Diversified	Em. Mkt. Bonds (Local Currency)	2.4%	16.8%	-2.7%	0.0%	5.5%
JPM EMBI+	Em. Mkt. Bonds	3.1%	17.8%	8.0%	7.3%	7.6%
Alternative Benchmarks						
Bloomberg Commodity Index	Commodity	-3.9%	-2.6%	-12.3%	-9.4%	-5.3%
Credit Suisse Hedge Fund Index	Hedge Fund	1.8%	-0.0%	2.6%	4.3%	4.2%
HFRI FoF Conservative	Fund of Hedge Funds	1.9%	0.3%	2.2%	3.1%	1.5%
Cambridge PE Lagged*	Private Equity	4.2%	3.6%	11.3%	11.3%	10.8%
NCREIF ODCE Net Lagged*	Real Estate	1.9%	10.8%	12.0%	11.7%	5.2%
Wilshire REIT Index	REIT	-1.2%	17.9%	14.3%	15.8%	5.9%
CPI + 2%	Inflation/Real Assets	0.9%	3.4%	3.0%	3.2%	3.8%



* As of 6/30/2016



September 30, 2016

Global Equity

- **U.S. equities posted modest gains in the third quarter (+3.9%) according to the S&P 500. Volatility related to political change and economic uncertainty continued in the quarter.**
- **Small cap stocks outperformed large cap stocks during the quarter, with the Russell 2000 Index returning 9.0% and the Russell 1000 Index returning 4.0%.**
- **International equities outperformed U.S. markets during the quarter, returning +6.9%, as measured by the MSCI ACWI ex-U.S. Index. Emerging markets returned +9.0 as measured by the MSCI Emerging Markets Index in U.S. dollar terms.**
 - Developed international markets returned +6.4% as measured by the MSCI EAFE Index.

Private Equity

- **Private equity fundraising totaled \$71.7 billion in Q3 2016.**
- **Buyout and Special Situations fundraising totaled \$38 billion in Q3 2016.**
- **Venture capital fundraising totaled \$11.7 billion.**
 - VC fundraising as a percent of total new PE funds is in line with historical post-dot com levels.
- **Fund of fund and multi-manager co-investment fundraising totaled \$3 billion.**
- **Growth equity fundraising totaled \$7.2 billion.**

Fixed Income

- The nominal yield curve flattened in the Q3. Intermediate yields increased 13 –to- 17 basis points and long duration yields increased 2 basis points.
- The spread between two and 10-year rates decreased to 83 basis points in Q3 from 91 basis points in Q2. Treasury Inflation-Protected Securities, or TIPS, returned +0.6% during the quarter, as measured by the Barclays US TIPS 1-10 Yr Index.
- The Barclays Long Duration Credit Index gained +2.26% as the long end of the curve ended the quarter 2 basis points higher.
- Long Treasuries lost -0.36% and investment-grade US corporate debt gained +0.5%.
- The Barclays 1-3 year Government/ Credit Index returned +0.02%. US high yield bonds gained +5.6% driven by lower quality and Energy names.
- **Emerging markets debt continued its broad rally.**
 - US dollar-denominated debt, as measured by the JP Morgan EMBI Index, gained +3.1%; local currency debt gained +2.4%, according to the JP Morgan GBI-EM Index.
 - 90% of flows have been into EM Hard Currency
 - Despite a spectacular +17% YTD, EM Local 3-year return is still -3.17%

Real Assets/Inflation-Linked Assets

- **Massive energy market dislocation.**
 - Seek inflation sensitive asset classes that offer positive yield
 - Oil prices stabilizing and remain low.
 - Private equity and private debt opportunities may be relatively attractive.
 - Potential for public stressed/distressed credit, equity and commodity plays.
- **Select infrastructure opportunities showing signs of being attractive.**
 - Target opportunistic strategies in niche sub-sectors to take advantage of market dislocations.
 - Secular opportunities may exist within the shipping industry as traditional financing sources (both debt and equity) are less abundant
- **Timber opportunities remain elusive.**
 - Income yields (net) are low as assets are predominantly traded between like-minded institutions
 - Private strategies are illiquid and constrain quick entrance/exit (i.e. long-term lock-up)
 - Liquid strategies have limited pure timber exposure (and limited active-play options)
- **Metals & Mining; weakened commodity prices may be the new norm as China growth shifts.**
- **Agriculture; outlook supported by strong demographic trends.**

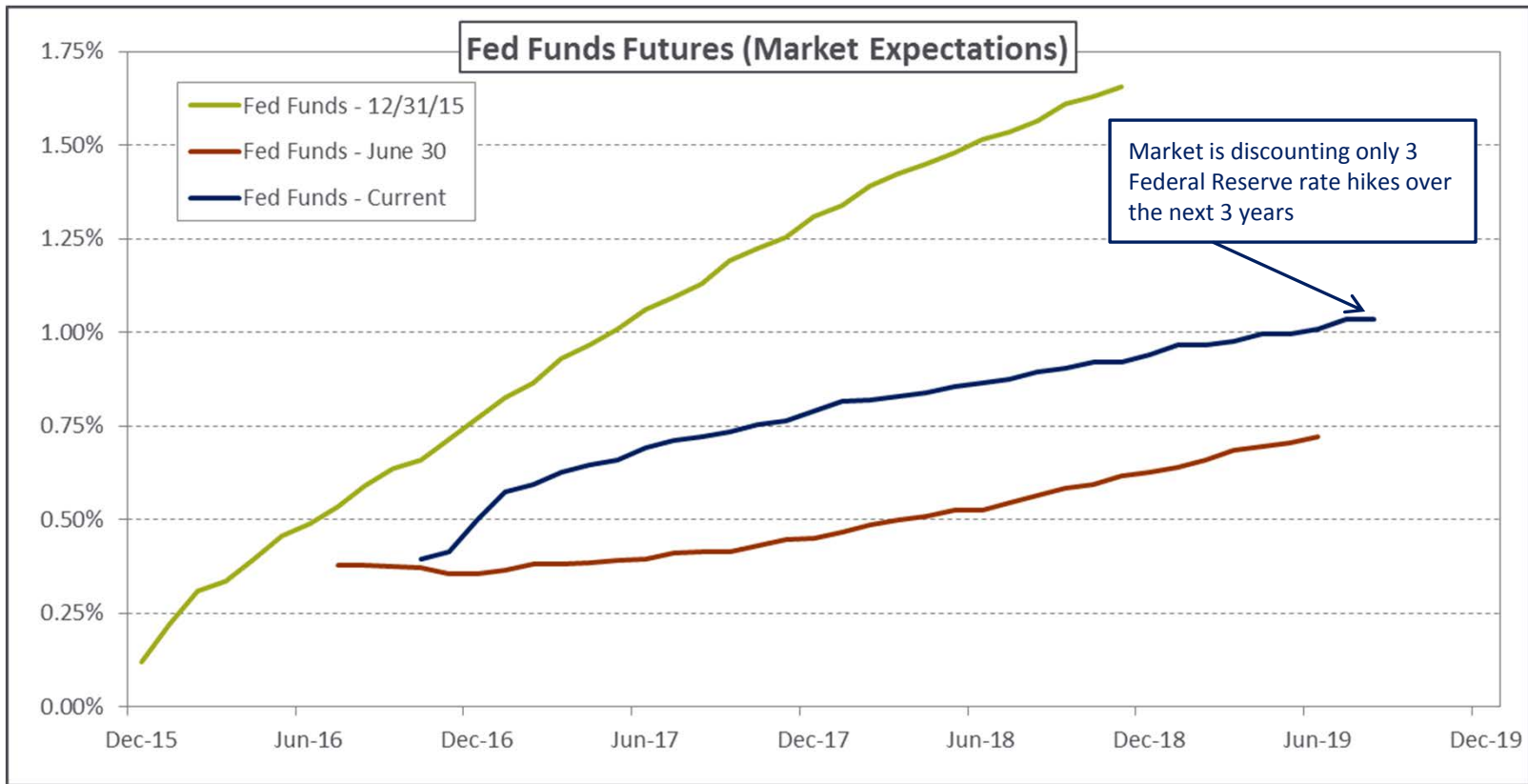
Commodities

- **Commodities ended quarter down -3.9% as measured by the Bloomberg Commodity Index.**
 - Gold lost -0.5% in the third quarter though rallying YTD approximately 24%.
 - Agricultural commodities were lower during the quarter.

Real Estate

- **NEPC continues to be neutral on core real estate in the US and remains positive on non-core real estate, that is, value-add and opportunistic strategies.**
- **Within U.S. core real estate, strong fundamentals continue to be the story along with attractive income spreads relative to interest rates.**
 - Real estate fundamentals and debt terms are attractive, however valuations are high and the possibility of rising interest rates and the impact on cap rates causes concern.
- **Overall, the non-core real estate investment environment in the U.S. is normalizing; however, select areas remain attractive.**
- **US REITs recorded negative returns -1.2% as measured by the Wilshire REIT Index. The sector is trading at a slight premium to NAV ending Q3.**
- **Europe is viewed as the best place for a marginal dollar of non-core real estate investment.**
 - Current US-dollar denominated investors with currency exposure will feel near-term impact of Brexit, but new investors may benefit from a strong US-dollar. Long-term Brexit implications, however, are unclear.

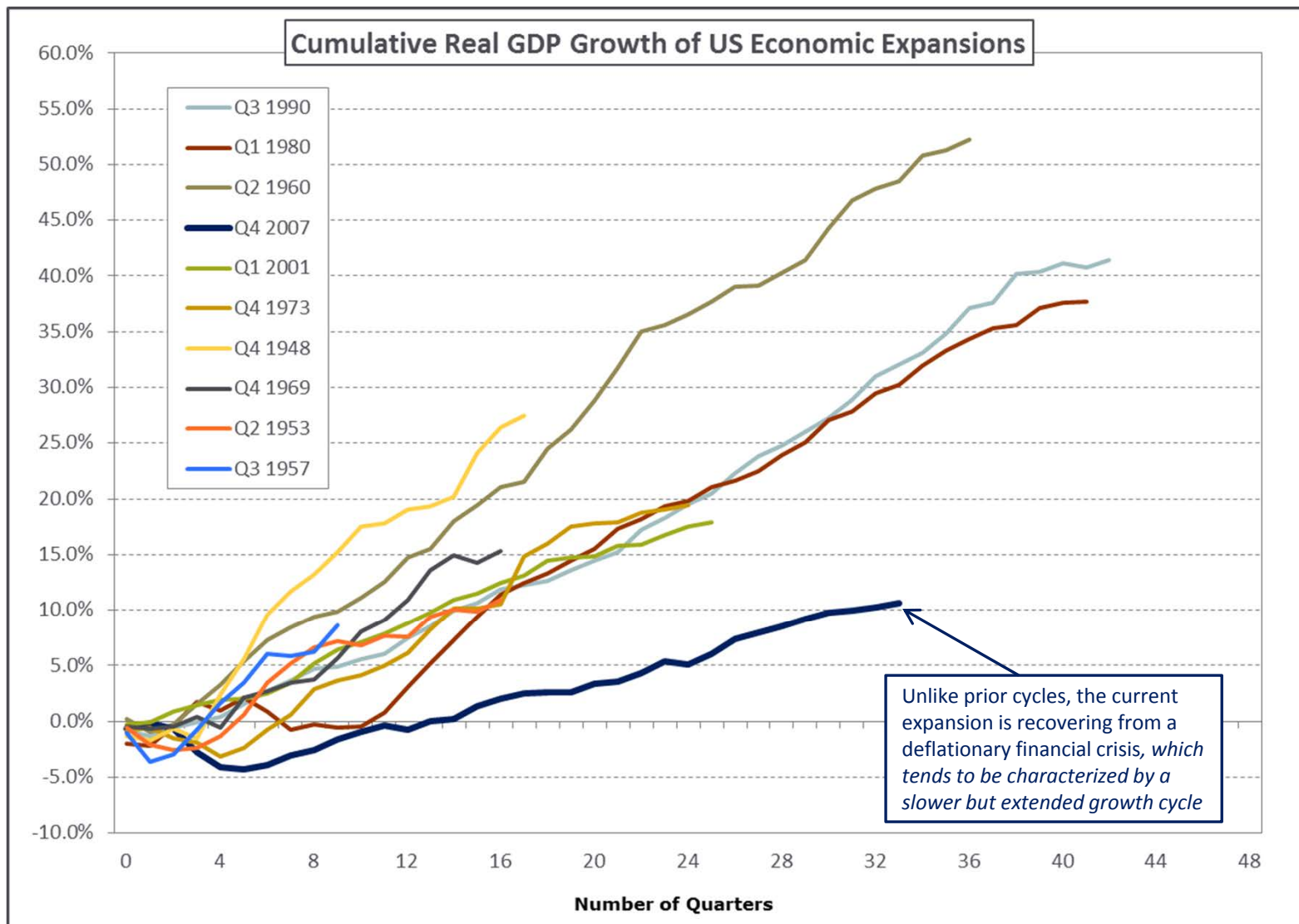
Expectations of Federal Reserve Action Have Decreased Considerably



Source: Bloomberg

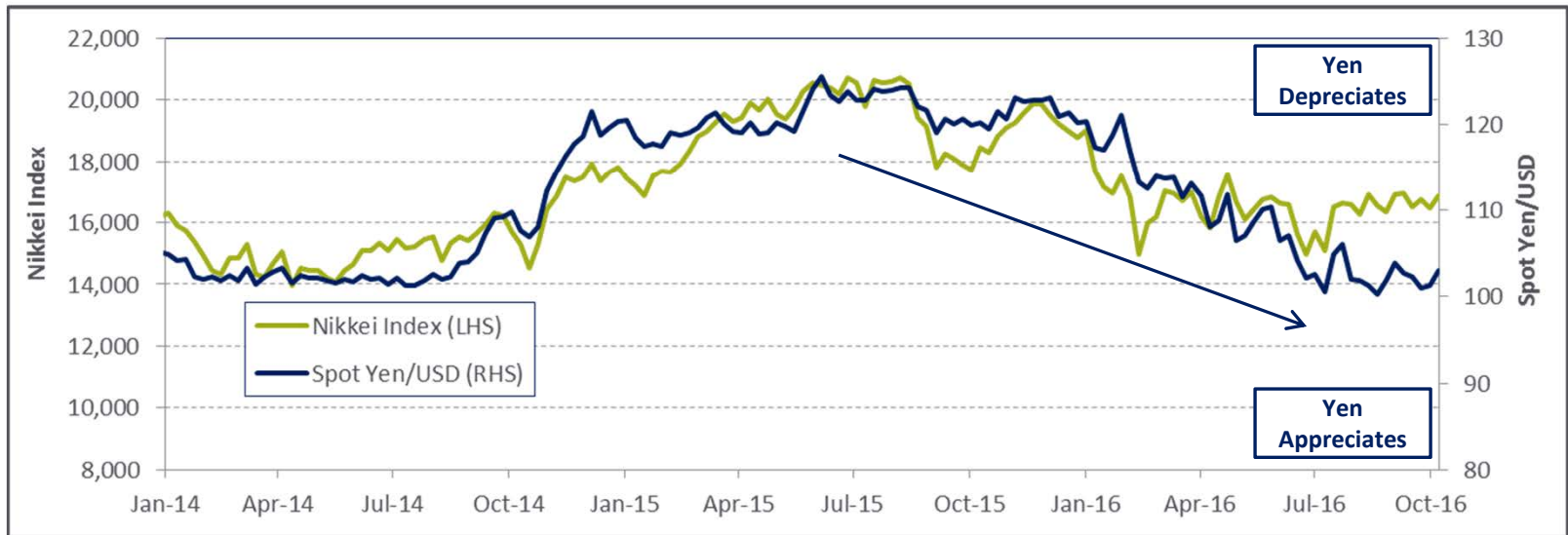
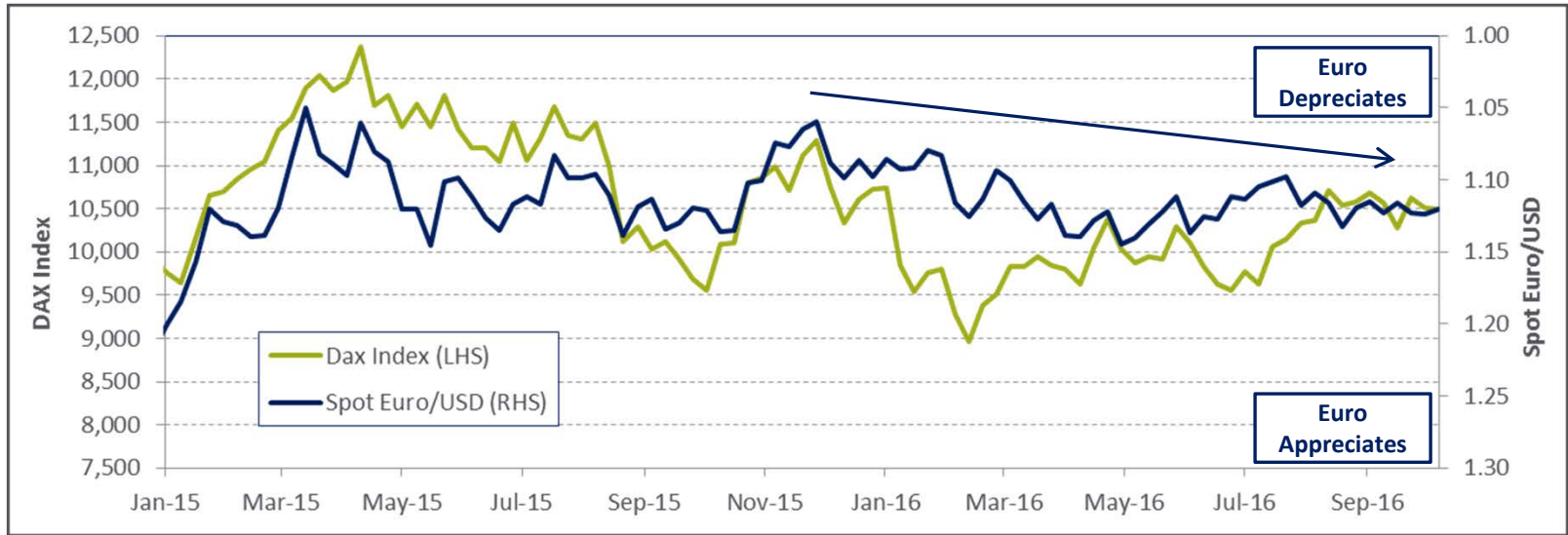
- **Muted, but consistent, US economic growth gives the Fed flexibility to move slowly with policy tightening**
- **Markets discounting a more muted pace increases potential for a negative Fed surprise**

A Prolonged US Economic Expansion can Support an Extended Rally for Risk Assets



Source: Federal Reserve Bank of St. Louis

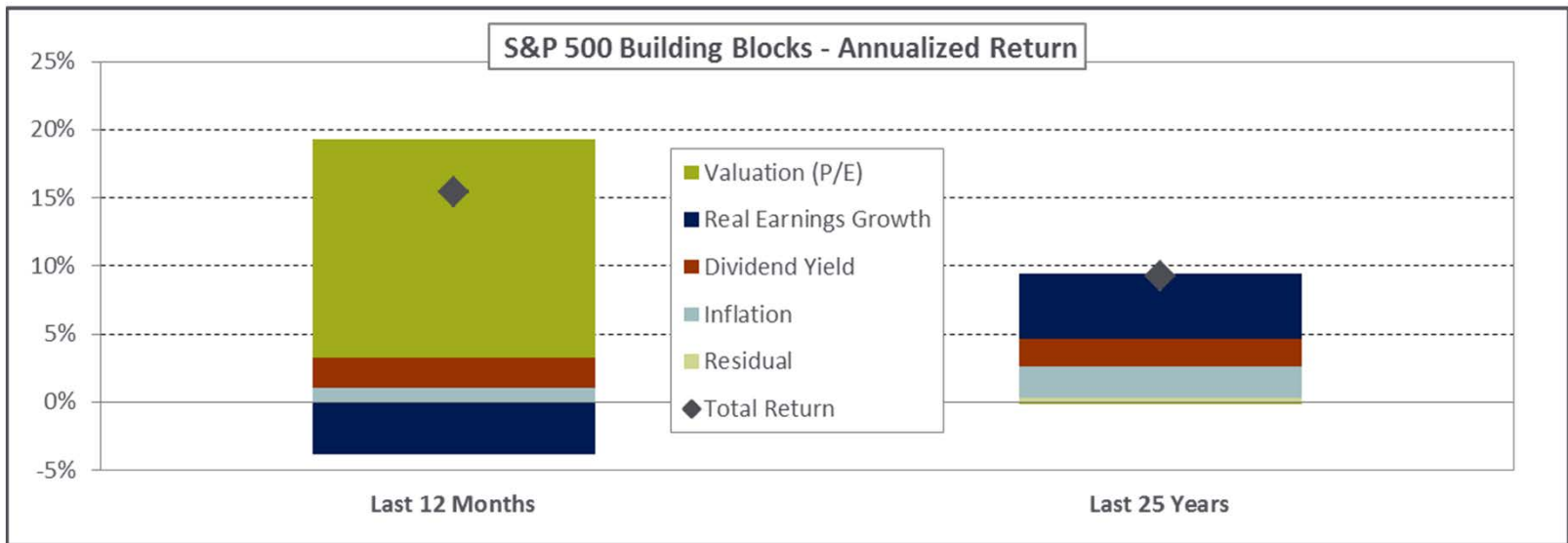
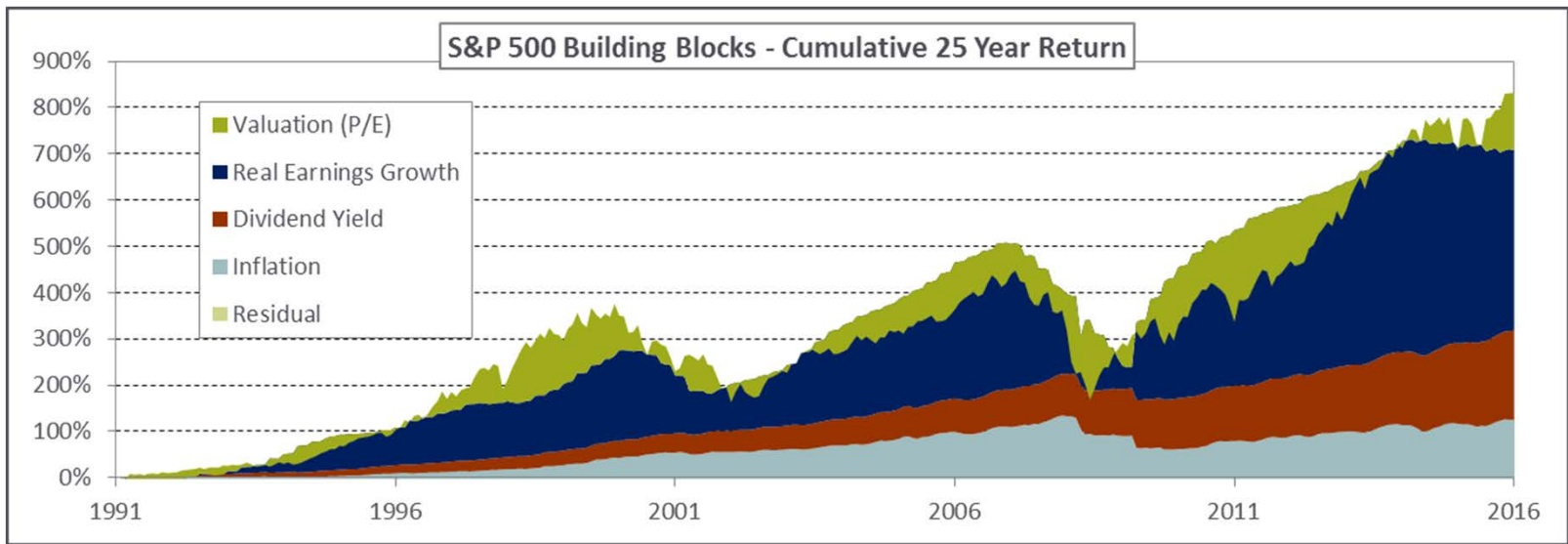
Central Bank Ability to Weaken the Currency and Stimulate Equity Markets has Waned



Source: Bloomberg



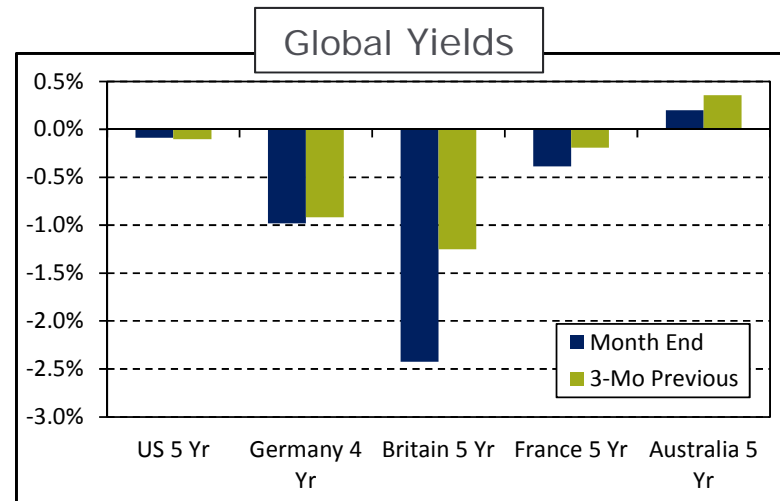
S&P Earnings Weakness has been Overlooked as Expanding Valuations Drive Recent Returns



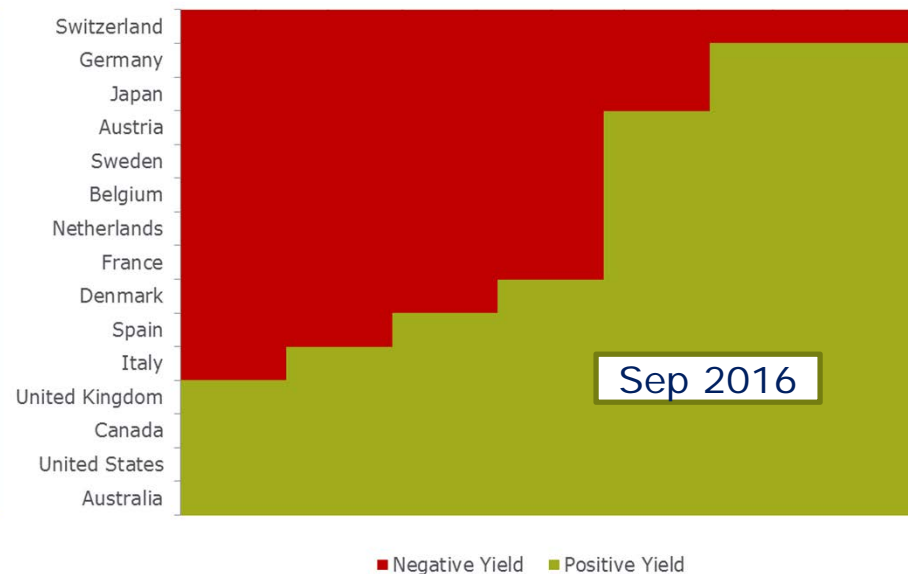
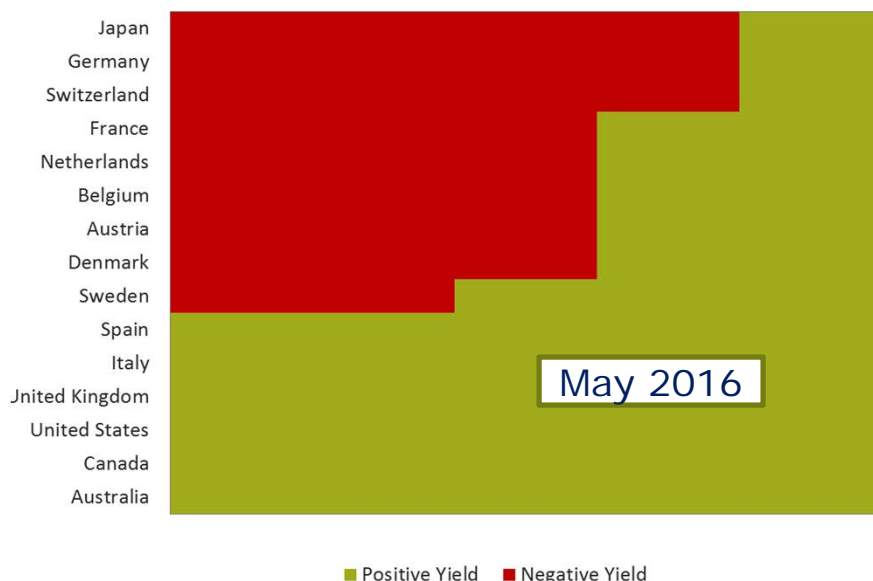
Source: Bloomberg, NEPC

Global Bonds – Developed Market Sovereign Debt

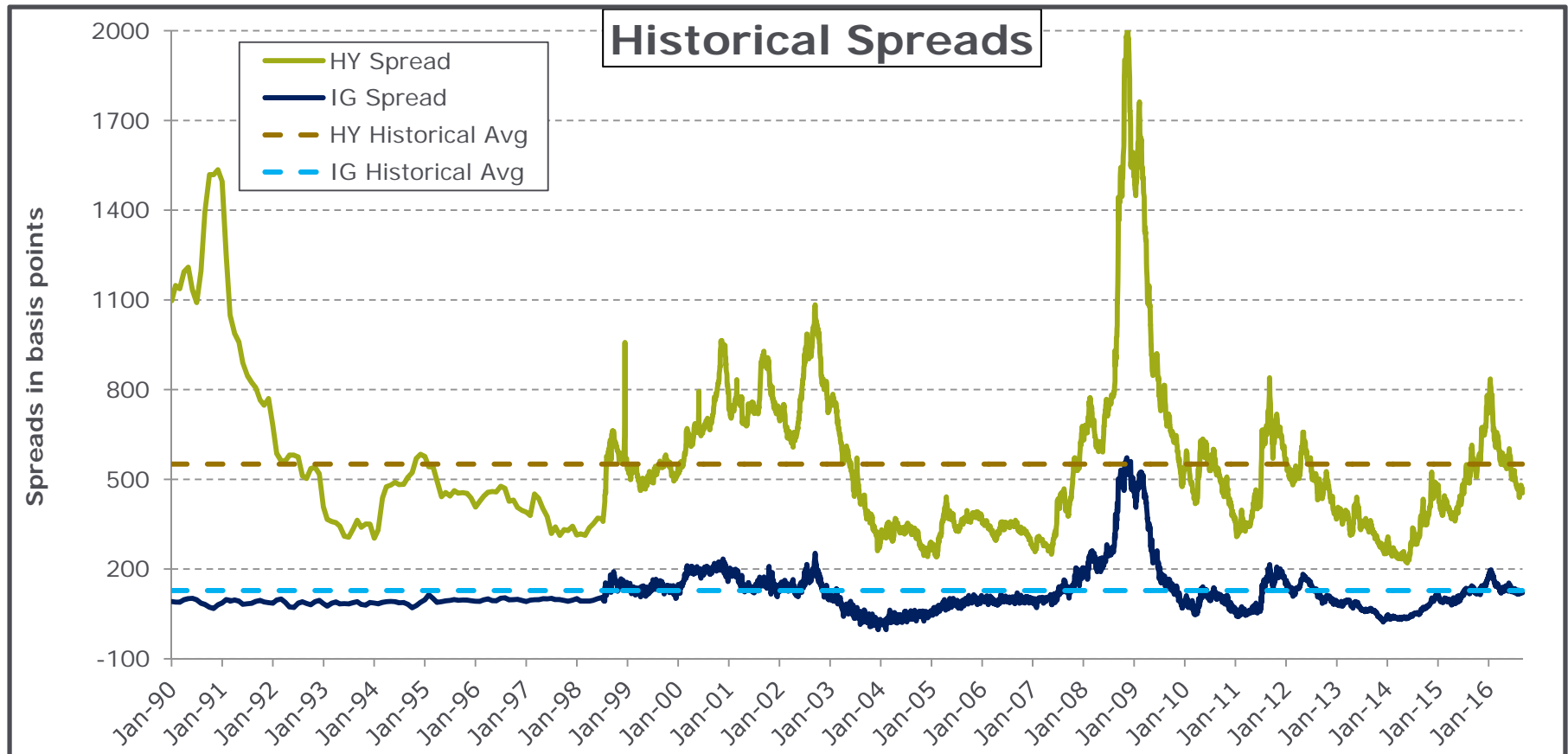
- **Global real yields continue trending lower**



- **Global government yields by maturity buckets – more than a third is negative yielding!**



- **IG and HY spreads are at or below historical averages**



- **Trim US equity exposure as US markets have rebounded significantly**
 - Remain disciplined and look for rebalancing opportunities should equity markets decline
 - Use tactical strategies to capture pockets of value in US high yield as spreads compress
- **Maintain overweight exposure to non-US developed market equities**
 - Central bank support and dollar strength provide a positive economic backdrop
 - Small-cap equity and global equity are preferred implementation approaches
 - These strategies offer the best opportunity to exploit valuation discrepancies among stocks
- **Emerging Markets offer the most attractive total return opportunity for investors in public markets**
 - China uncertainty, dollar pressure and idiosyncratic country risks temper excitement
 - Overweight small-cap and consumer focused strategies relative to broad mandates
- **Developed market duration exposure is generally unattractive**
 - Preserve US duration exposure with a bias towards TIPS over core bonds
 - Rebalance long treasuries, long credit, and risk parity following recent gains
 - Look to eliminate WGBI focused global bond strategies with yields at historic lows
- **Embrace illiquidity in opportunistic credit and private credit strategies**
 - Stressed credit liquidity magnifies the scale of price movements in traditional credit assets
 - Credit markets ability to absorb an exodus from crowded positions is challenged

Highlights of Third Quarter Happenings at NEPC

September 30, 2016

NEPC Insights

Recent White Papers

- “DC Governance: Slaying the Hydra” (August)
- “Nonprofit Annual Audit Survival Guide” (August)
- “Class is in Session: Lawsuits Against Higher Education Retirement Plans” (September)
- Market Chatter: “NEPC’s Summer Travel: Perspectives on China” (September)
- NEPC’s 11th Annual Defined Contribution Plan & Fee Survey

Webinar

- “2016 Defined Contribution Plan & Fee Survey Webinar” (September); Panel reviewed key findings from our 11th annual NEPC 2016 Defined Contribution Plan & Fee Survey.

Video Series

- “Five Questions with Jeff Roberts on Healthcare Strategic Private Equity Investing” (July)
- “Five Questions with Richard M. Charlton” (July)
- “Discussing Pension Risk Transfers with Chris Levell and Craig Svendsen” (August)

NEPC Recognitions

We are pleased to announce that *Chief Investment Officer* published their fifth annual list of the world’s most influential investment consultants featuring NEPC’s **Tim McCusker, FSA, CFA, CAIA, CIO, Partner**, and **Scott Perry, CAIA, Partner**.



Upcoming Events

The 8th Annual NEPC, LLC Public Fund Workshop will be held January 23-24, 2017 in Tempe, Arizona at the Tempe Mission Palms.

NEPC’s 22nd Annual Investment Conference will be held on May 9-10, 2017 at the InterContinental Hotel in Boston, MA.

ESG – Clearing Up The Confusion Webinar (Coming in December)

NEPC is hosting a webinar to continue the conversation around Environmental, Social and Governance integration (ESG). We aim to help clear up the confusion around what ESG represents and why it has become a growing topic of interest. NEPC will be joined by investment managers from different asset classes who will offer their insights into how they are implementing ESG into their investment portfolios.

NEPC Gives Back

- NEPC employees went “sock-less” and participated in the *Sox for Socks* drive to support the Boston Health Care for the Homeless Program, which provides socks for the homeless men and women of Boston.
- Eighteen NEPC employees volunteered to work with Habitat for Humanity Greater Boston, stepping up to help build new homes for low-income families in need of decent and affordable housing.

Ventura County Employees' Retirement Association

Total Fund Performance Summary (Net)

	Market Value	3 Mo	Rank	YTD	Rank	1 Yr	Rank	3 Yrs	Rank	5 Yrs	Rank	10 Yrs	Rank	Return	Since
Total Fund	\$4,666,540,419	3.3%	82	7.2%	35	10.2%	19	6.0%	41	10.1%	17	5.5%	38	7.9%	Apr-94
<i>Policy Index</i>		3.6%	61	7.1%	40	10.7%	3	6.8%	7	10.2%	13	5.8%	21	7.9%	Apr-94
<i>60% MSCI ACWI (Net)/40% CITI WGBI</i>		3.3%	82	8.5%	8	11.3%	1	4.0%	95	6.8%	97	4.6%	86	--	Apr-94
<i>InvestorForce Public DB > \$1B Net Median</i>		3.8%		6.8%		9.3%		5.5%		9.0%		5.4%		7.4%	Apr-94

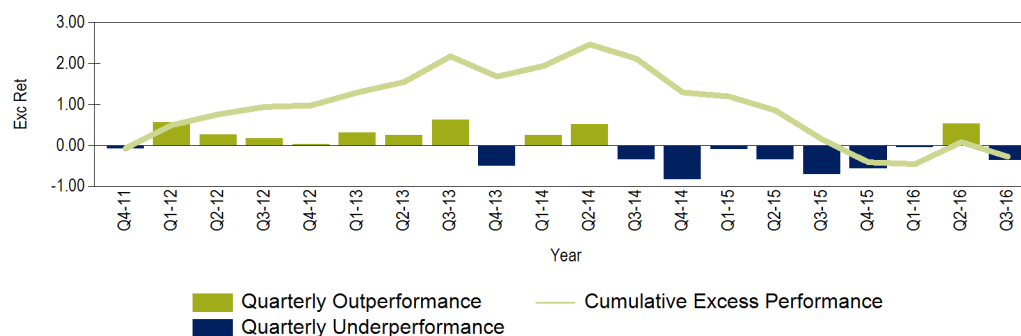
- For the five-year period ending September 30, 2016, the Fund returned 10.1%, trailing the policy index by 0.1% and ranking in the 17th percentile of its peers. However, outperforming the actuarial assumed rate of 7.5%. The Fund's volatility, as measured by standard deviation, ranked in the 73rd percentile of its peers, and the risk-adjusted return, or Sharpe Ratio, ranks in the 37th percentile. This means that the Fund has earned more return per unit of volatility taken than 63% of its peers.

- For the three-year period, the Fund returned 6.0%, trailing the policy index by 0.8% and ranking in the 41st percentile of its peers. The Fund's volatility ranks in the bottom half of its peers over this period, with the Fund's Sharpe Ratio ranking in the 44th percentile.

- For the one-year period, the Fund returned 10.2%, trailing the policy index by 0.5% and ranking in the 19th percentile of the InvestorForce Public Funds > \$1 Billion Universe (Net of Fees).

- For the one-year period, the Fund experienced a net investment gain of \$446 million, which includes a net investment gain of \$154 million in the quarter. Assets decreased from \$4.21 billion one year ago to \$4.67 billion.

Quarterly and Cumulative Excess Performance



3 Years Ending September 30, 2016

	Anlzd Ret	Rank	Anlzd Std Dev	Rank	Sharpe Ratio	Rank	Sortino Ratio RF	Rank
Total Fund	6.0%	41	6.8%	68	0.9	44	1.5	31
Policy Index	6.8%	7	6.7%	67	1.0	17	1.7	11
InvestorForce Public DB > \$1B Net Median	5.5%	--	6.4%	--	0.8	--	1.4	--

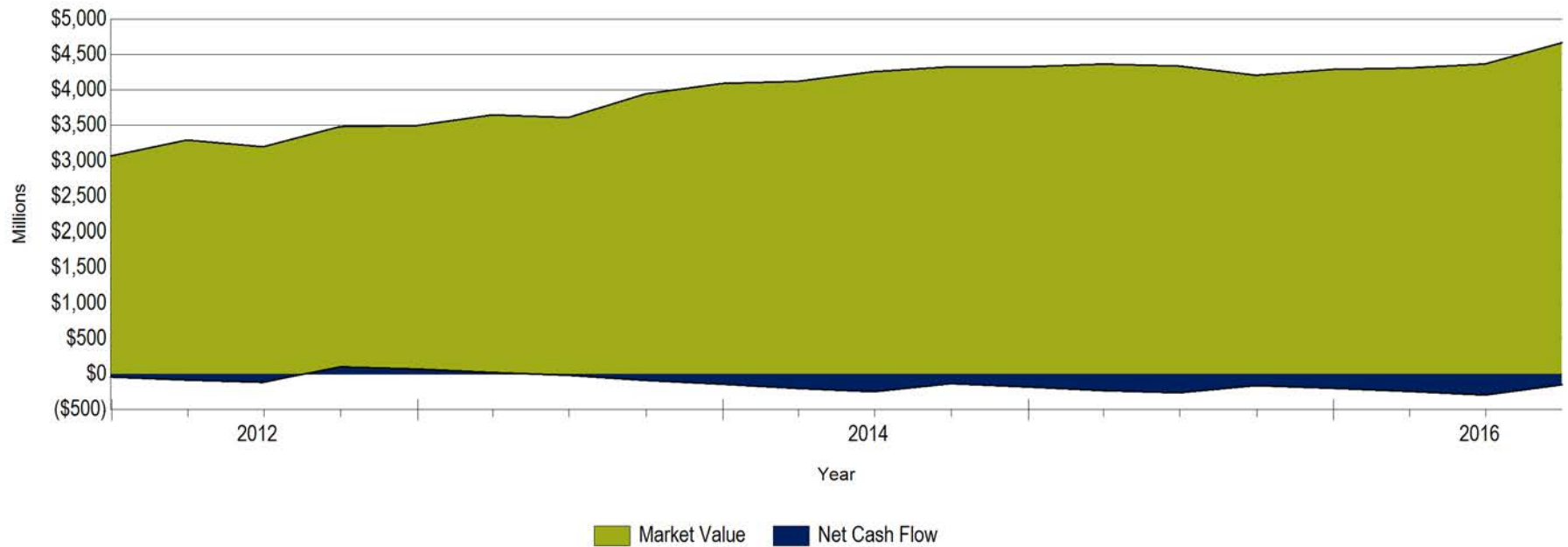
5 Years Ending September 30, 2016

	Anlzd Ret	Rank	Anlzd Std Dev	Rank	Sharpe Ratio	Rank	Sortino Ratio RF	Rank
Total Fund	10.1%	17	7.5%	73	1.3	37	2.3	20
Policy Index	10.2%	13	7.5%	74	1.4	35	2.2	27
InvestorForce Public DB > \$1B Net Median	9.0%	--	7.0%	--	1.3	--	2.1	--

Policy Index as of January 2016: 28% Russell 3000, 20% Barclays Aggregate, 15% MSCI ACWI ex U.S., 10% MSCI ACWI, 10% DJ U.S. Total Stock Market Index + 3%, 10% CPI+4% Index, and 7% NCREIF ODCE Real Estate Index.

Total Fund Asset Growth Summary

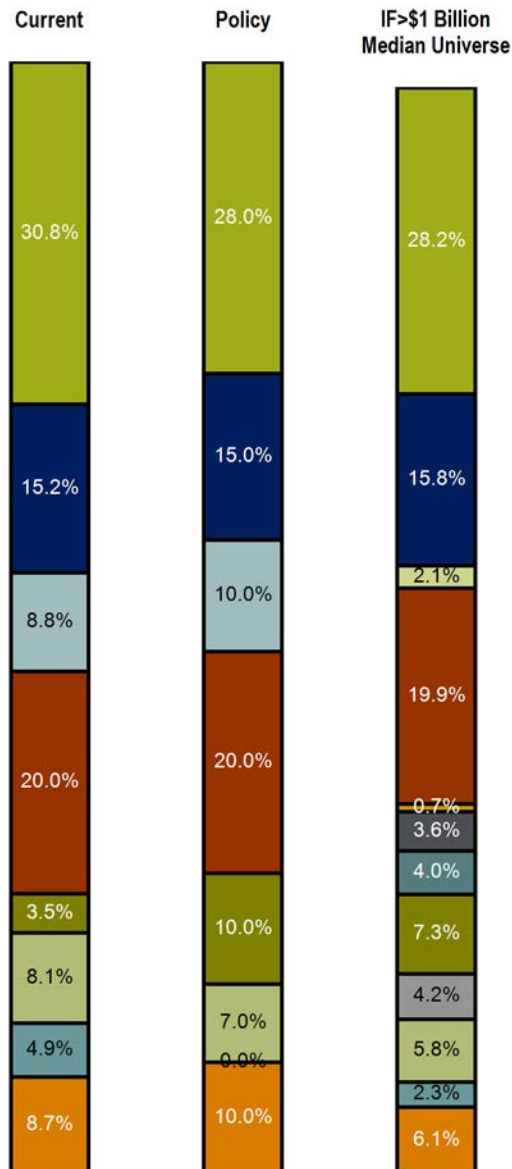
Market Value History
5 Years Ending September 30, 2016



Summary of Cash Flows

	Last Three Months	Year-To-Date	One Year	Three Years	Five Years
Beginning Market Value	\$4,367,190,644	\$4,290,811,595	\$4,208,105,148	\$3,944,521,428	\$2,927,905,337
Net Cash Flow	\$145,278,429	\$50,345,120	\$11,964,262	-\$61,098,474	-\$148,882,893
Net Investment Change	\$154,071,346	\$325,383,704	\$446,471,009	\$783,117,465	\$1,887,517,975
Ending Market Value	\$4,666,540,419	\$4,666,540,419	\$4,666,540,419	\$4,666,540,419	\$4,666,540,419

Total Fund Asset Allocation vs. Policy Targets



	Current	Current	Policy	Difference*	Policy Range	Within Range
U.S. Equity	\$1,435,332,432	30.8%	28.0%	2.8%	24.0% - 32.0%	Yes
Non-US Equity	\$709,064,570	15.2%	15.0%	0.2%	12.0% - 18.0%	Yes
Emerging Markets Equity	\$412,652,763	8.8%	10.0%	-1.2%	7.0% - 13.0%	Yes
Global Equity	\$935,255,229	20.0%	20.0%	0.0%	16.0% - 24.0%	Yes
U.S. Fixed Income						
Fixed Income - Emerging						
Fixed Income - Global						
Global Asset Allocation						
Private Equity	\$165,502,550	3.5%	10.0%	-6.5%	0.0% - 12.0%	Yes
Hedge Funds						
Real Estate	\$377,332,470	8.1%	7.0%	1.1%	4.0% - 10.0%	Yes
Cash	\$226,472,444	4.9%	0.0%	4.9%	0.0% - 3.0%	No
Liquid Alternatives	\$404,927,961	8.7%	10.0%	-1.3%	5.0% - 15.0%	Yes
Total	\$4,666,540,419	100.0%	100.0%			

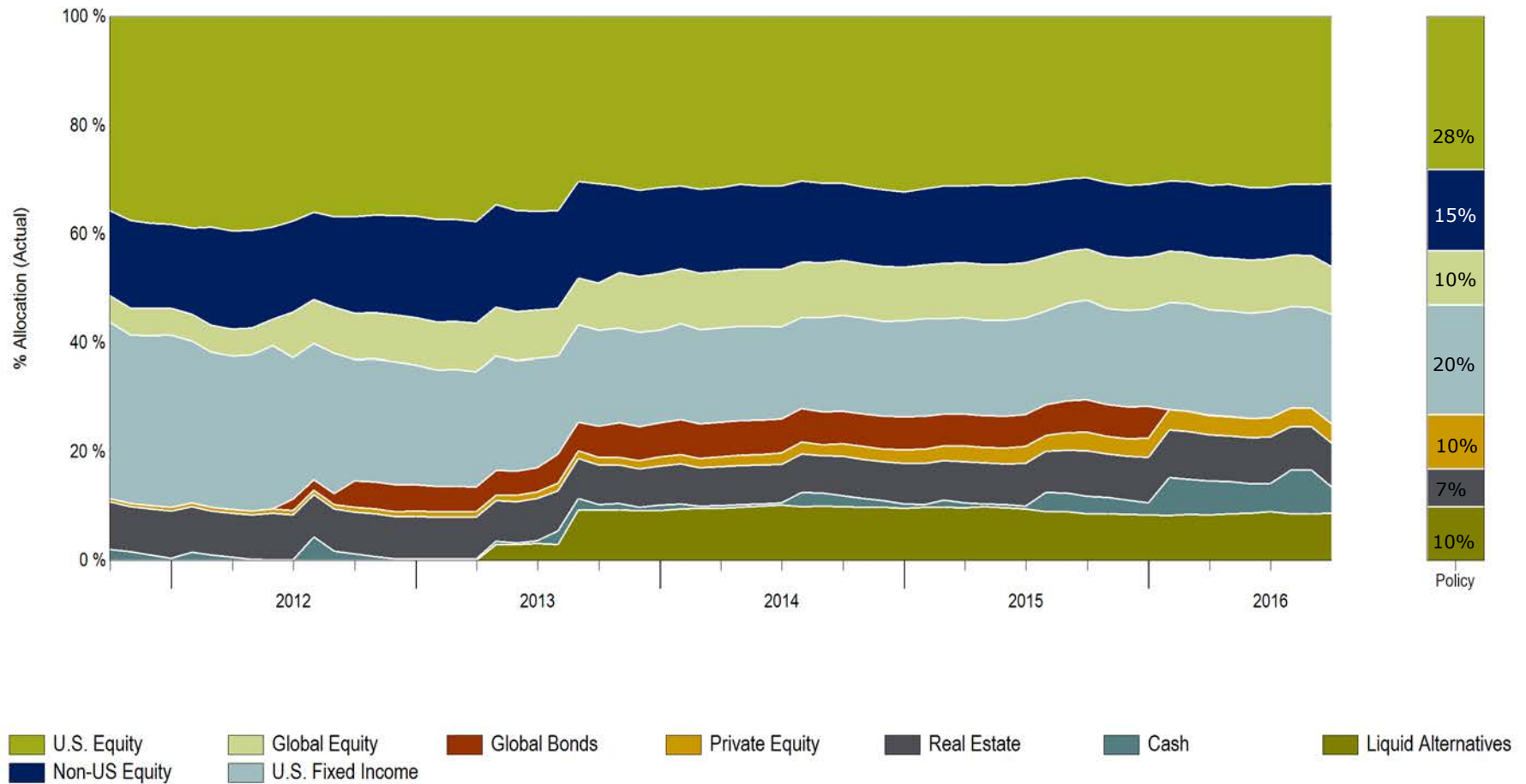
*Difference between Policy and Current Allocation

Cash represents asset in Parametric Overlay.

Policy Index as of January 2016: , 28% Russell 3000, 20% Barclays Aggregate, 15% MSCI ACWI ex U.S., 10% MSCI ACWI, 10% DJ U.S. Total Stock Market Index + 3%, 10% CPI+4% Index, and 7% NCREIF ODCE Real Estate Index.

Total Fund Allocation History

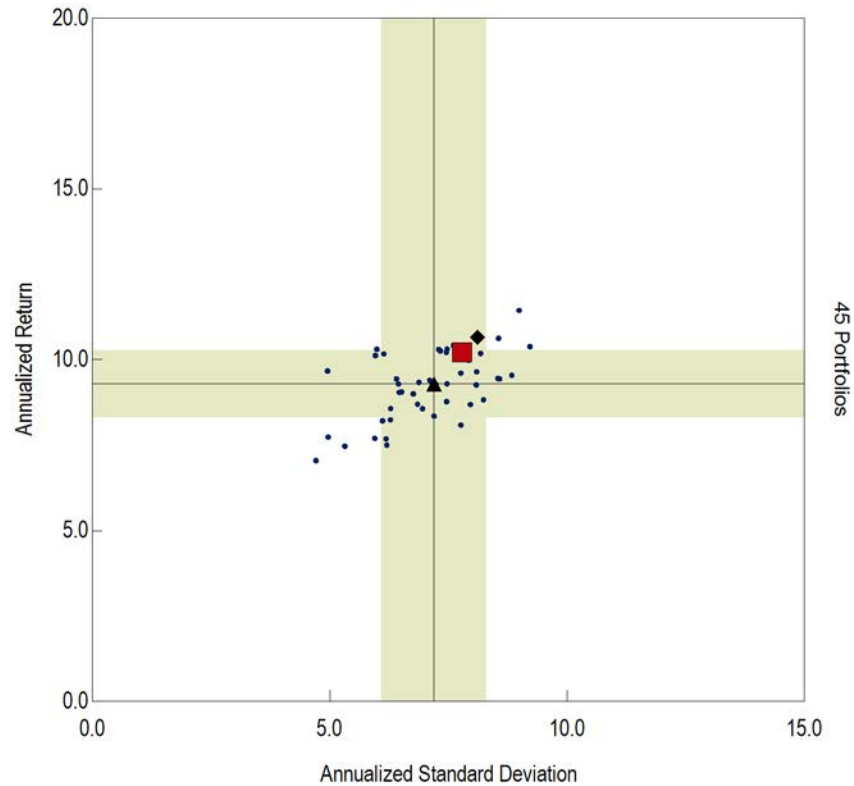
Asset Allocation History
5 Years Ending September 30, 2016



Policy Index shown is most recently approved index

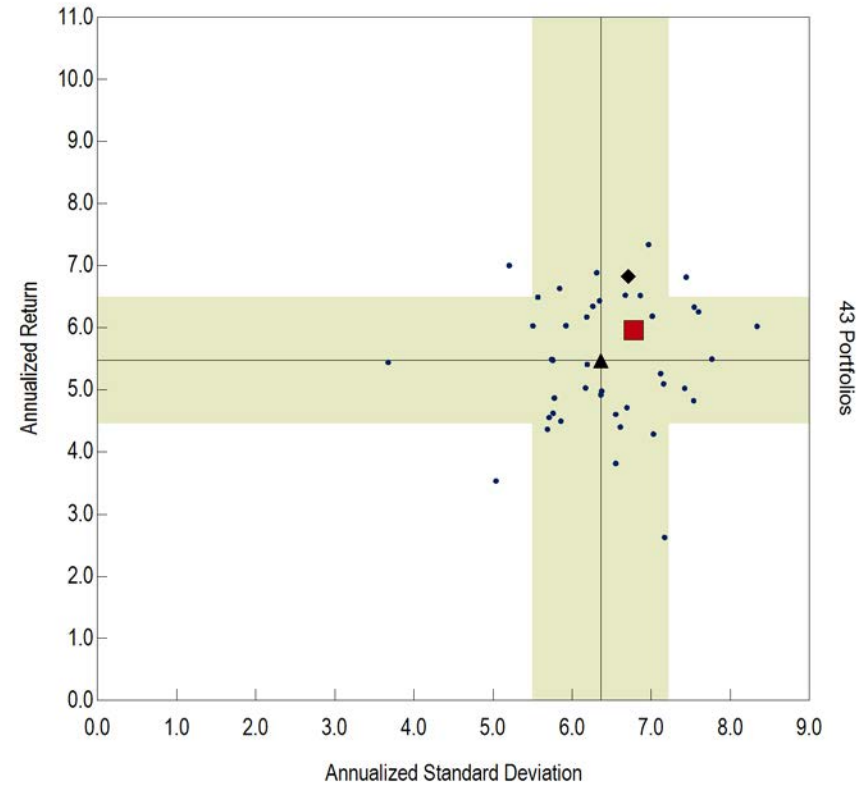
Total Fund Risk/Return

1 Years Ending September 30, 2016



- Total Fund
- ◆ Policy Index
- ▲ Universe Median
- 68% Confidence Interval
- InvestorForce Public DB > \$1B Net

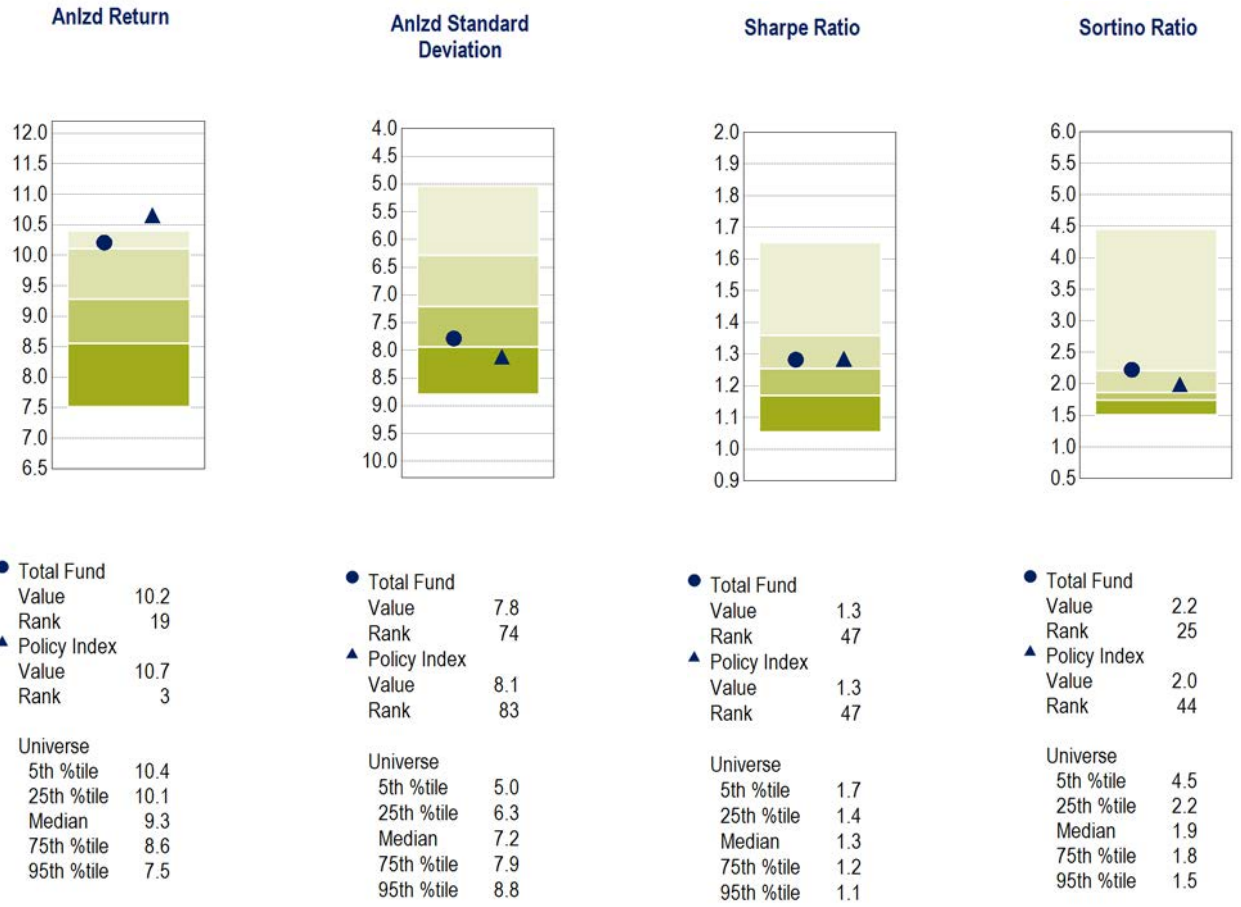
3 Years Ending September 30, 2016



- Total Fund
- ◆ Policy Index
- ▲ Universe Median
- 68% Confidence Interval
- InvestorForce Public DB > \$1B Net

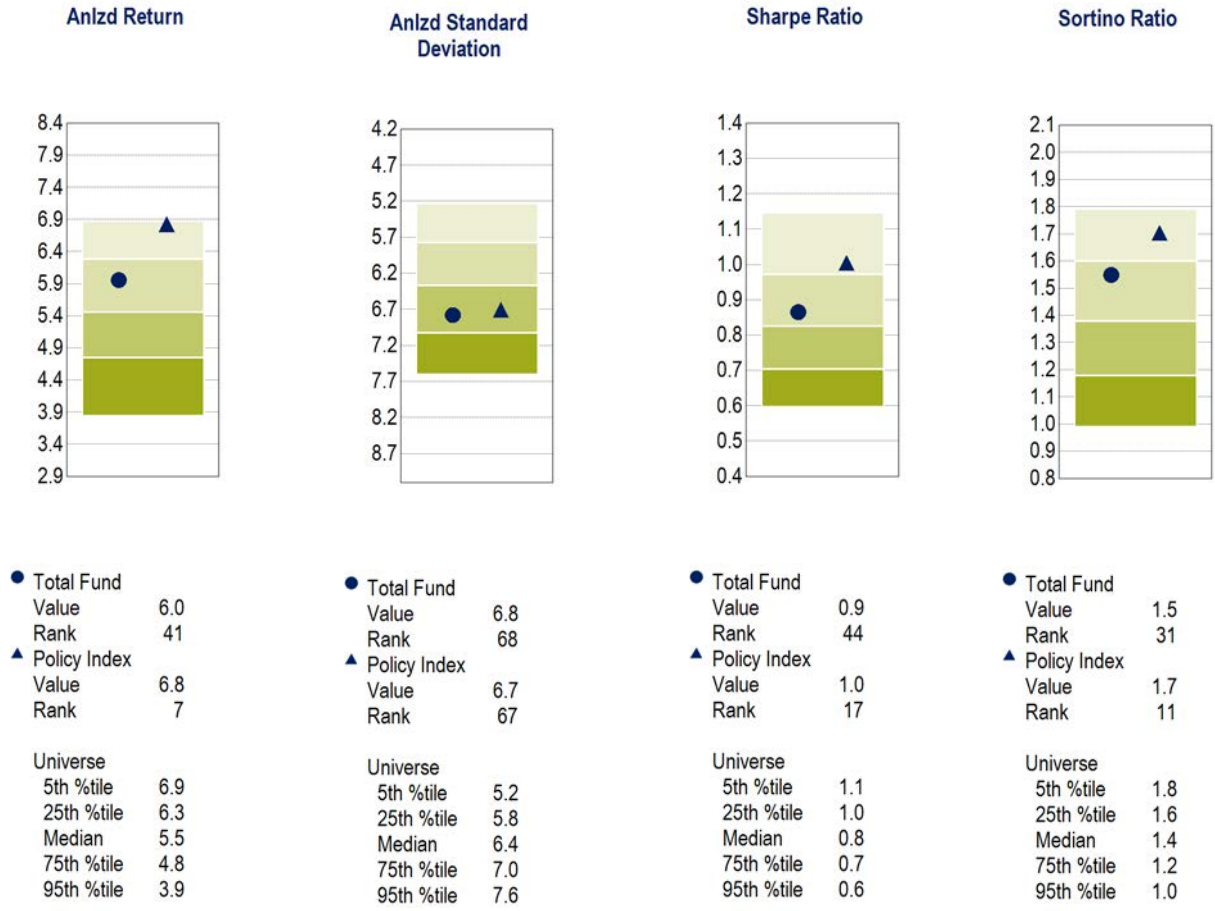
Total Fund Risk Statistics vs. Peer Universe

Total Fund vs. InvestorForce Public DB > \$1B Net
1 Year



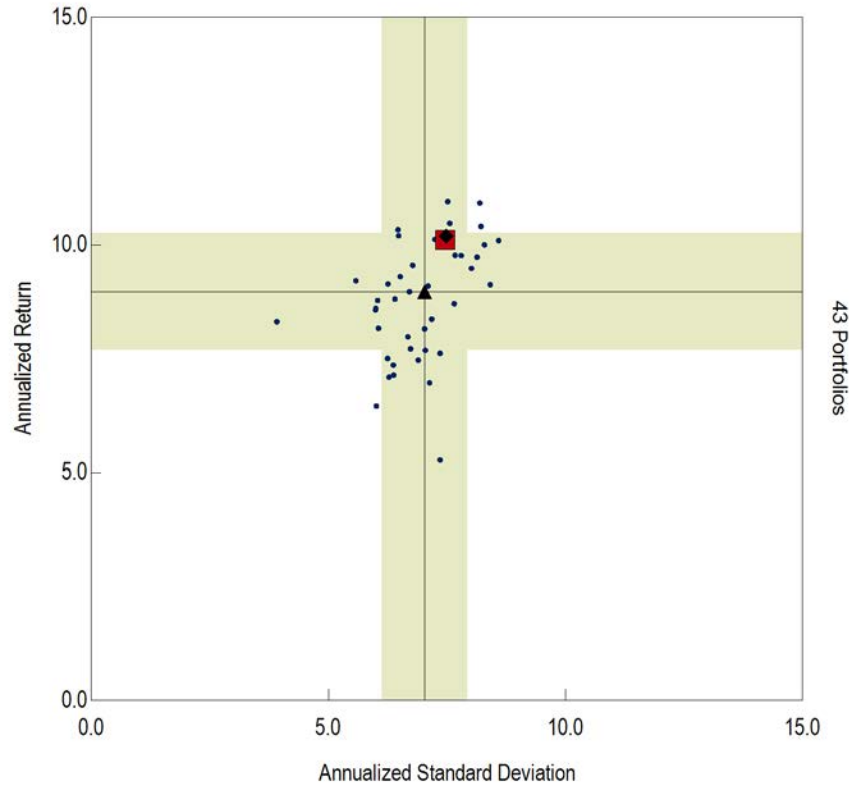
Total Fund Risk Statistics vs. Peer Universe

Total Fund vs. InvestorForce Public DB > \$1B Net
3 Years



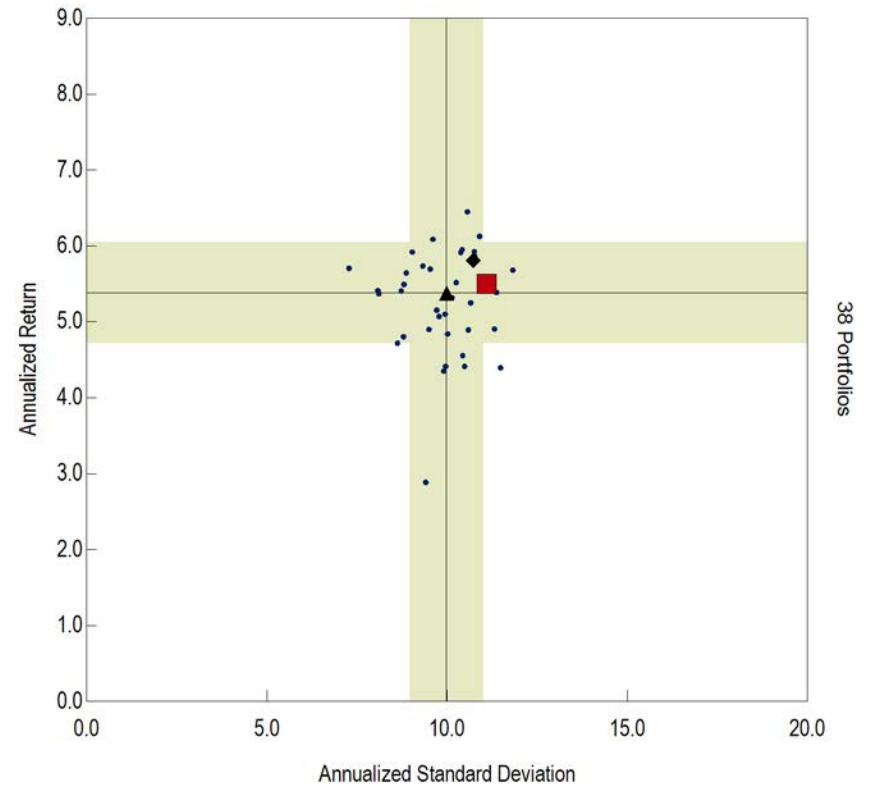
Total Fund Risk/Return

5 Years Ending September 30, 2016



- Total Fund
- ◆ Policy Index
- ▲ Universe Median
- 68% Confidence Interval
- InvestorForce Public DB > \$1B Net

10 Years Ending September 30, 2016



- Total Fund
- ◆ Policy Index
- ▲ Universe Median
- 68% Confidence Interval
- InvestorForce Public DB > \$1B Net

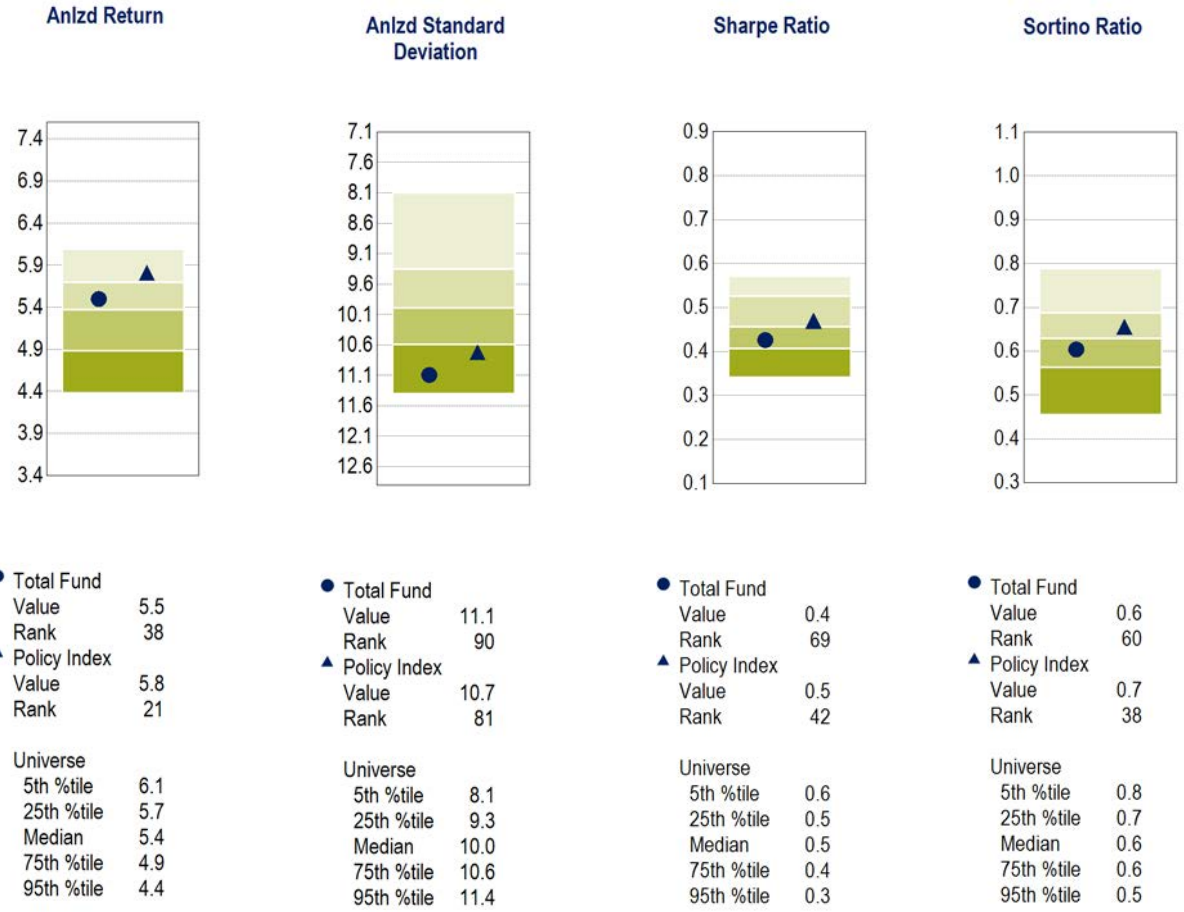
Total Fund Risk Statistics vs. Peer Universe

Total Fund vs. InvestorForce Public DB > \$1B Net
5 Years



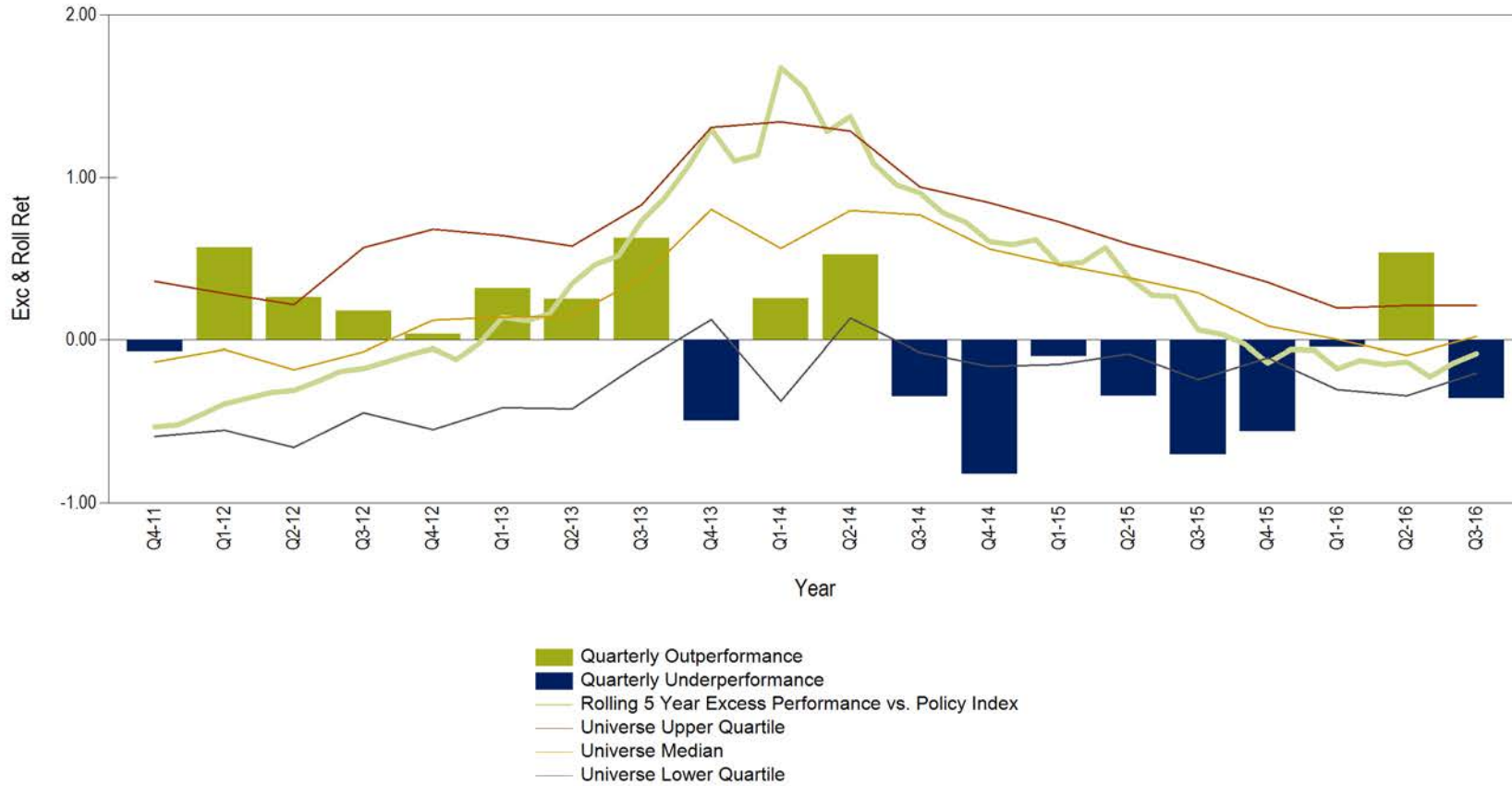
Total Fund Risk Statistics vs. Peer Universe

Total Fund vs. InvestorForce Public DB > \$1B Net
10 Years



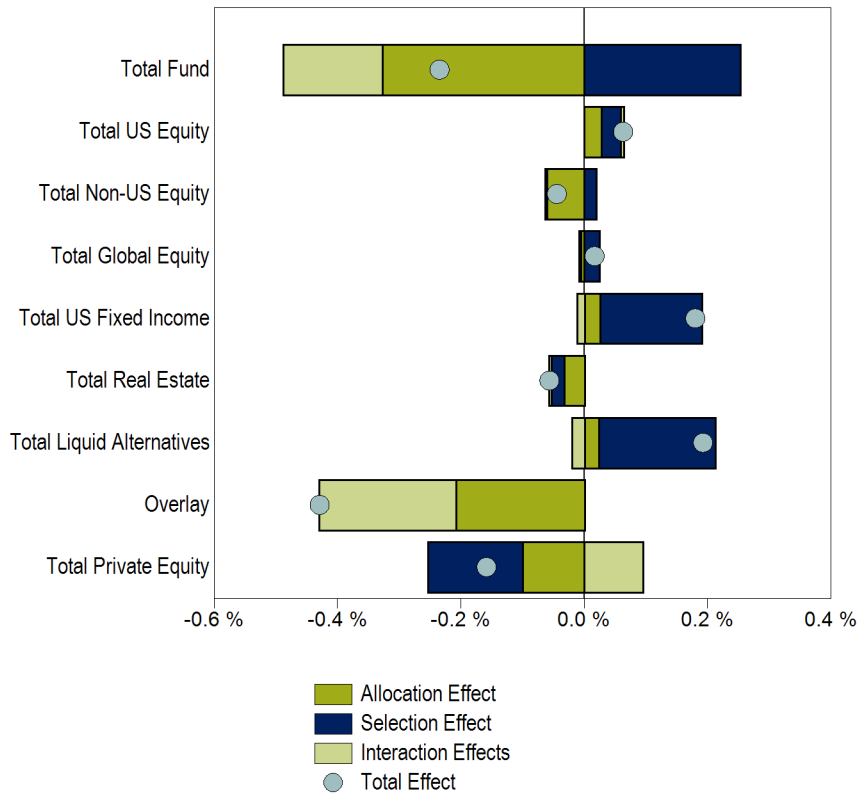
Rolling 5 Year Excess Returns- Net of Fees

Rolling Annualized Excess Performance



Total Fund Attribution Analysis

Attribution Effects
3 Months Ending September 30, 2016

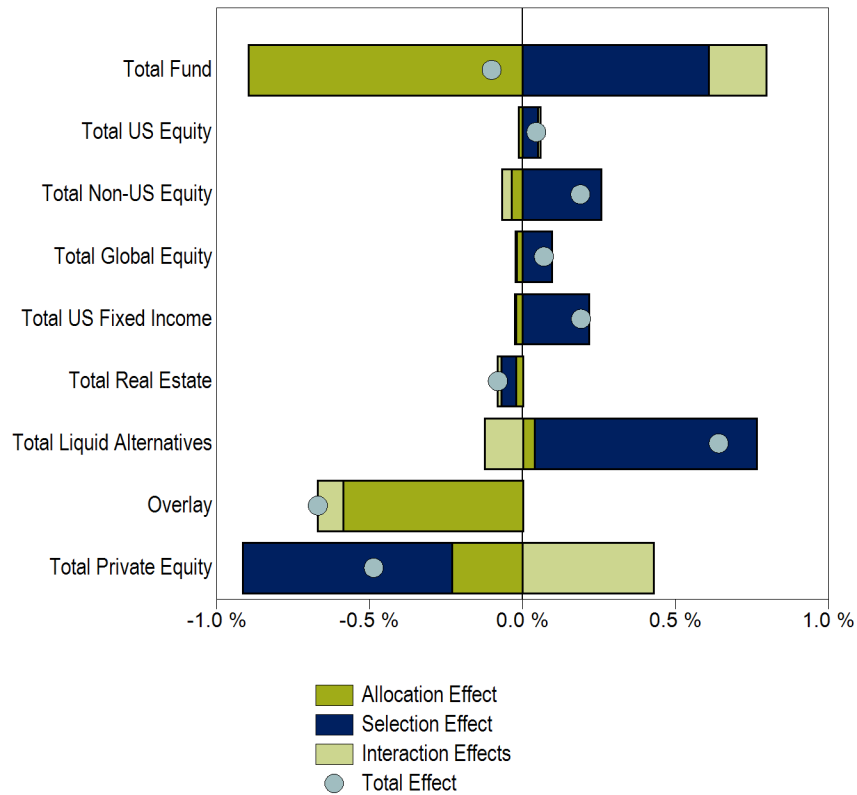


Attribution Summary
3 Months Ending September 30, 2016

	Wtd. Actual Return	Wtd. Index Return	Excess Return	Selection Effect	Allocation Effect	Interaction Effects	Total Effects
Total US Equity	4.5%	4.4%	0.1%	0.0%	0.0%	0.0%	0.1%
Total Non-US Equity	7.0%	6.9%	0.1%	0.0%	-0.1%	0.0%	0.0%
Total Global Equity	5.6%	5.3%	0.3%	0.0%	0.0%	0.0%	0.0%
Total US Fixed Income	1.3%	0.5%	0.8%	0.2%	0.0%	0.0%	0.2%
Total Real Estate	1.5%	1.8%	-0.3%	0.0%	0.0%	0.0%	-0.1%
Total Liquid Alternatives	3.0%	1.2%	1.9%	0.2%	0.0%	0.0%	0.2%
Overlay	-4.4%	0.1%	-4.4%	0.0%	-0.2%	-0.2%	-0.4%
Total Private Equity	3.6%	5.2%	-1.6%	-0.2%	-0.1%	0.1%	-0.2%
Total	3.4%	3.6%	-0.2%	0.3%	-0.3%	-0.2%	-0.2%

Total Fund Attribution Analysis

Attribution Effects
Year to Date Ending September 30, 2016

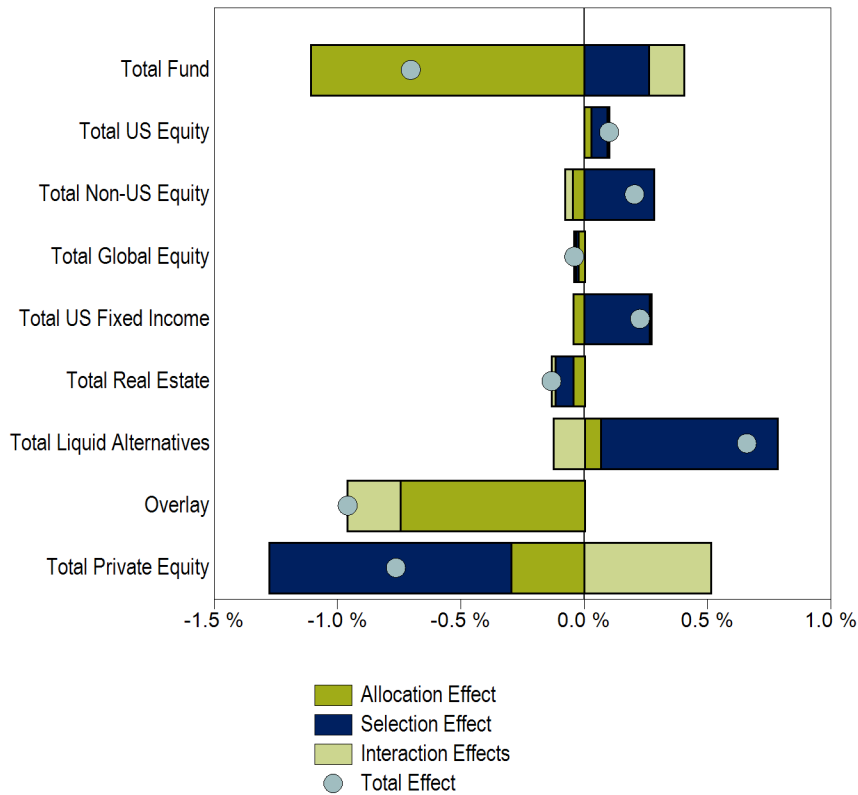


Attribution Summary
Year to Date Ending September 30, 2016

	Wtd. Actual Return	Wtd. Index Return	Excess Return	Selection Effect	Allocation Effect	Interaction Effects	Total Effects
Total US Equity	8.4%	8.2%	0.2%	0.1%	0.0%	0.0%	0.0%
Total Non-US Equity	7.6%	5.8%	1.8%	0.3%	0.0%	0.0%	0.2%
Total Global Equity	7.5%	6.6%	0.9%	0.1%	0.0%	0.0%	0.1%
Total US Fixed Income	6.9%	5.8%	1.1%	0.2%	0.0%	0.0%	0.2%
Total Real Estate	5.1%	5.8%	-0.7%	0.0%	0.0%	0.0%	-0.1%
Total Liquid Alternatives	12.1%	5.1%	7.0%	0.7%	0.0%	-0.1%	0.6%
Overlay	4.6%	0.2%	4.4%	0.0%	-0.6%	-0.1%	-0.7%
Total Private Equity	4.1%	10.5%	-6.5%	-0.7%	-0.2%	0.4%	-0.5%
Total	7.0%	7.1%	-0.1%	0.6%	-0.9%	0.2%	-0.1%

Total Fund Attribution Analysis

Attribution Effects
1 Year Ending September 30, 2016

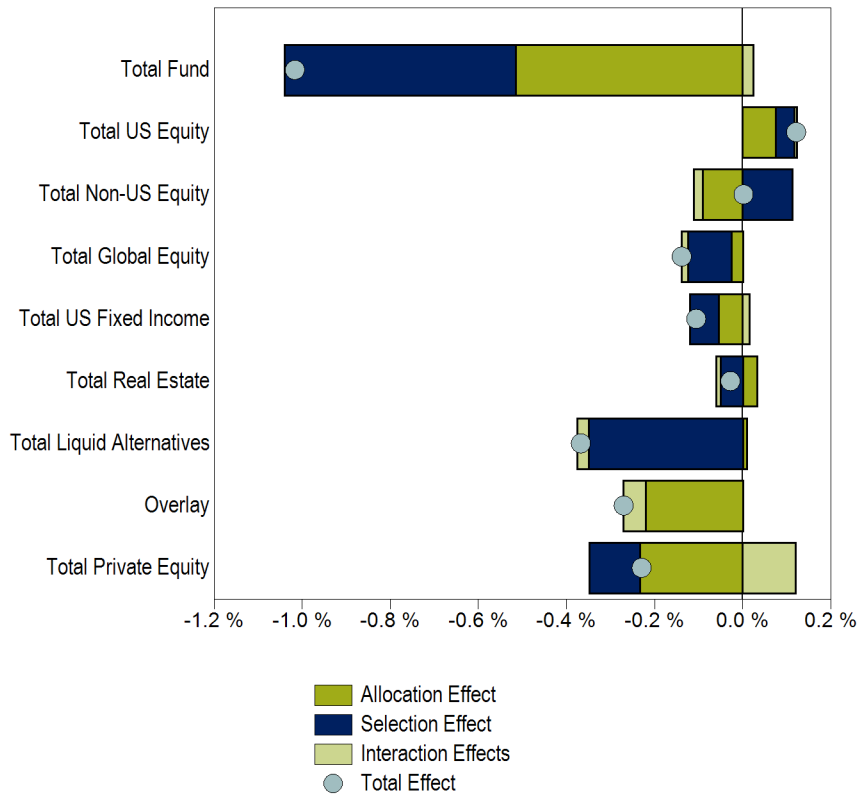


Attribution Summary
1 Year Ending September 30, 2016

	Wtd. Actual Return	Wtd. Index Return	Excess Return	Selection Effect	Allocation Effect	Interaction Effects	Total Effects
Total US Equity	15.2%	14.9%	0.2%	0.1%	0.0%	0.0%	0.1%
Total Non-US Equity	11.2%	9.3%	2.0%	0.3%	0.0%	0.0%	0.2%
Total Global Equity	11.9%	12.0%	-0.1%	0.0%	0.0%	0.0%	0.0%
Total US Fixed Income	6.5%	5.2%	1.3%	0.3%	0.0%	0.0%	0.2%
Total Real Estate	8.1%	9.1%	-1.0%	-0.1%	0.0%	0.0%	-0.1%
Total Liquid Alternatives	12.0%	5.5%	6.5%	0.7%	0.1%	-0.1%	0.7%
Overlay	1.1%	0.2%	0.9%	0.0%	-0.7%	-0.2%	-1.0%
Total Private Equity	6.4%	18.3%	-11.9%	-1.0%	-0.3%	0.5%	-0.8%
Total	10.2%	10.7%	-0.5%	0.3%	-1.1%	0.1%	-0.7%

Total Fund Attribution Analysis

Attribution Effects
3 Years Ending September 30, 2016

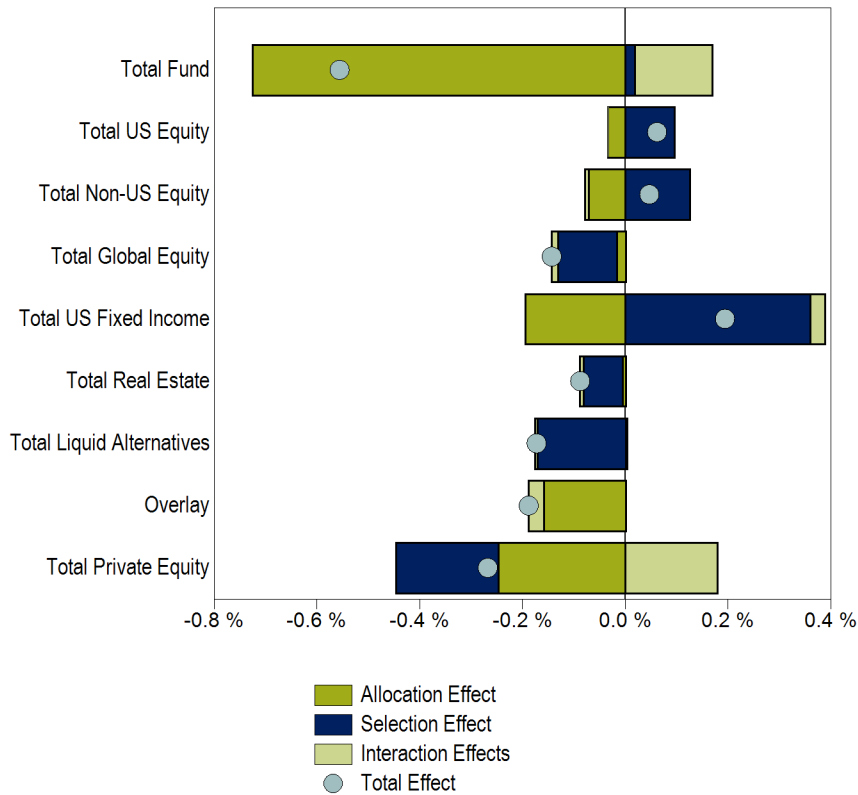


Attribution Summary
3 Years Ending September 30, 2016

	Wtd. Actual Return	Wtd. Index Return	Excess Return	Selection Effect	Allocation Effect	Interaction Effects	Total Effects
Total US Equity	10.5%	10.4%	0.1%	0.0%	0.1%	0.0%	0.1%
Total Non-US Equity	1.0%	0.2%	0.8%	0.1%	-0.1%	0.0%	0.0%
Total Global Equity	4.2%	5.2%	-1.0%	-0.1%	0.0%	0.0%	-0.1%
Total US Fixed Income	3.7%	4.0%	-0.3%	-0.1%	-0.1%	0.0%	-0.1%
Total Real Estate	10.7%	11.4%	-0.8%	-0.1%	0.0%	0.0%	0.0%
Total Liquid Alternatives	3.2%	7.0%	-3.8%	-0.4%	0.0%	0.0%	-0.4%
Overlay	3.9%	0.1%	3.8%	0.0%	-0.2%	0.0%	-0.3%
Total Private Equity	14.0%	13.7%	0.4%	-0.1%	-0.2%	0.1%	-0.2%
Total	6.1%	6.9%	-0.8%	-0.5%	-0.5%	0.0%	-1.0%

Total Fund Attribution Analysis

**Attribution Effects
5 Years Ending September 30, 2016**



**Attribution Summary
5 Years Ending September 30, 2016**

	Wtd. Actual Return	Wtd. Index Return	Excess Return	Selection Effect	Allocation Effect	Interaction Effects	Total Effects
Total US Equity	16.6%	16.3%	0.3%	0.1%	0.0%	0.0%	0.1%
Total Non-US Equity	6.9%	6.0%	0.9%	0.1%	-0.1%	0.0%	0.0%
Total Global Equity	9.4%	10.6%	-1.2%	-0.1%	0.0%	0.0%	-0.1%
Total US Fixed Income	4.3%	3.1%	1.2%	0.4%	-0.2%	0.0%	0.2%
Total Real Estate	10.3%	11.3%	-1.0%	-0.1%	0.0%	0.0%	-0.1%
Total Liquid Alternatives	--	--	--	-0.2%	0.0%	0.0%	-0.2%
Overlay	--	--	--	0.0%	-0.2%	0.0%	-0.2%
Total Private Equity	--	--	--	-0.2%	-0.2%	0.2%	-0.3%
Total	10.0%	10.4%	-0.4%	0.0%	-0.7%	0.1%	-0.6%

Ventura County Employees' Retirement Association

Total Fund Risk Statistics

1 Year Ending September 30, 2016

	% of Tot	Anlzd Ret	Rank	Anlzd Std Dev	Rank	Anlzd AJ	Rank	Tracking Error	Rank	Info Ratio	Rank	Beta
Total Equity	54.8%	13.6%	39	13.1%	45	2.0%	41	1.0%	1	1.7	3	1.0
MSCI ACWI	--	12.0%	51	13.5%	52	0.0%	57	0.0%	1	--	--	1.0
Total US Equity	30.8%	15.2%	27	12.8%	41	0.1%	29	0.1%	1	2.1	1	1.0
Russell 3000	--	14.9%	28	12.7%	39	0.0%	30	0.0%	1	--	--	1.0
Total Non-US Equity	15.2%	11.2%	18	14.3%	60	2.4%	24	1.4%	1	1.5	1	1.0
MSCI ACWI ex USA	--	9.3%	34	15.0%	77	0.0%	40	0.0%	1	--	--	1.0
Total Global Equity	8.8%	11.9%	47	13.2%	56	0.2%	52	1.1%	1	-0.1	49	1.0
MSCI ACWI	--	12.0%	45	13.5%	60	0.0%	53	0.0%	1	--	--	1.0
Total Fixed Income	20.0%	6.4%	40	2.9%	63	2.3%	24	3.3%	79	-0.7	94	0.4
Barclays Global Aggregate	--	8.8%	8	5.0%	98	0.0%	85	0.0%	1	--	--	1.0
Total US Fixed Income	20.0%	6.5%	36	3.0%	65	2.5%	34	2.4%	65	0.5	39	0.8
Barclays Aggregate	--	5.2%	50	2.3%	55	0.0%	75	0.0%	1	--	--	1.0
Total Liquid Alternatives	8.7%	12.0%	--	10.6%	--	-15.5%	--	10.3%	--	0.6	--	5.2
CPI + 4% (Unadjusted)	--	5.5%	--	0.9%	--	0.0%	--	0.0%	--	--	--	1.0

	% of Tot	Anlzd Ret	Rank	Anlzd Std Dev	Rank
Total Real Estate	8.1%	8.1%	88	3.5%	46
NCREIF ODCE Net	--	9.1%	67	3.9%	66
Total Private Equity	3.5%	6.4%	29	3.9%	41
DJ U.S. Total Stock Market Index + 3%	--	18.3%	1	12.8%	99

Total U.S. Equity Benchmark: Russell 3000 Index. Prior to January 2016, the Benchmark is a dynamic hybrid using the respective managers' market value weights within the U.S. Equity component toward their benchmark. Prior to May 2013, the Dow Jones U.S. Total Stock Market Index. Prior to May 2007, the Russell 3000 Index.

Total Non-U.S. Equity Benchmark: MSCI ACWI ex US Free, prior to May 2002, the MSCI EAFE.

Composite rankings are used for Total Real Estate (InvestorForce Public DB Real Estate Pub+Priv consists of 50 portfolios) and Total Private Equity(InvestorForce Public DB Private Eq consists of 29 portfolios).

Ventura County Employees' Retirement Association

Total Fund Risk Statistics

3 Years Ending September 30, 2016

	% of Tot	Anlzd Ret	Rank	Anlzd Std Dev	Rank	Anlzd AJ	Rank	Tracking Error	Rank	Info Ratio	Rank	Beta
Total Equity	54.8%	6.8%	70	11.0%	23	1.8%	72	1.1%	1	1.4	6	1.0
MSCI ACWI	--	5.2%	84	11.3%	32	0.0%	86	0.0%	1	--	--	1.0
Total US Equity	30.8%	10.5%	20	11.0%	23	0.1%	22	0.1%	1	1.8	1	1.0
Russell 3000	--	10.4%	21	11.0%	23	0.0%	23	0.0%	1	--	--	1.0
Total Non-US Equity	15.2%	1.0%	63	12.0%	49	0.8%	63	1.2%	1	0.7	26	0.9
MSCI ACWI ex USA	--	0.2%	81	12.7%	82	0.0%	81	0.0%	1	--	--	1.0
Total Global Equity	8.8%	4.2%	74	11.5%	48	-1.0%	75	1.3%	1	-0.8	92	1.0
MSCI ACWI	--	5.2%	62	11.3%	42	0.0%	66	0.0%	1	--	--	1.0
Total Fixed Income	20.0%	3.2%	67	2.3%	37	2.2%	10	2.7%	82	0.4	43	0.4
Barclays Global Aggregate	--	2.1%	99	4.2%	97	0.0%	86	0.0%	1	--	--	1.0
Total US Fixed Income	20.0%	3.7%	52	2.2%	42	1.7%	24	2.2%	57	-0.1	51	0.5
Barclays Aggregate	--	4.0%	45	2.6%	57	0.0%	77	0.0%	1	--	--	1.0
Total Liquid Alternatives	8.7%	3.2%	--	10.2%	--	-6.1%	--	9.8%	--	-0.4	--	1.3
CPI + 4% (Unadjusted)	--	7.0%	--	2.0%	--	0.0%	--	0.0%	--	--	--	1.0

	% of Tot	Anlzd Ret	Rank	Anlzd Std Dev	Rank
Total Real Estate	8.1%	10.7%	81	4.4%	46
NCREIF ODCE Net	--	11.4%	72	4.7%	52
Total Private Equity	3.5%	14.0%	15	6.9%	74
DJ U.S. Total Stock Market Index + 3%	--	13.7%	20	11.0%	93

Total U.S. Equity Benchmark: Russell 3000 Index. Prior to January 2016, the Benchmark is a dynamic hybrid using the respective managers' market value weights within the U.S. Equity component toward their benchmark. Prior to May 2013, the Dow Jones U.S. Total Stock Market Index. Prior to May 2007, the Russell 3000 Index.

Total Non-U.S. Equity Benchmark: MSCI ACWI ex US Free, prior to May 2002, the MSCI EAFE.

Composite rankings are used for Total Real Estate (InvestorForce Public DB Real Estate Pub+Priv consists of 45 portfolios) and Total Private Equity (InvestorForce Public DB Private Eq consists of 28 portfolios).

Ventura County Employees' Retirement Association

Total Fund Risk Statistics

5 Years Ending September 30, 2016

	% of Tot	Anlzd Ret	Rank	Anlzd Std Dev	Rank	Anlzd AJ	Rank	Tracking Error	Rank	Info Ratio	Rank	Beta
Total Equity	54.8%	12.8%	87	11.6%	23	2.8%	88	1.6%	1	1.4	4	0.9
MSCI ACWI	--	10.6%	97	12.3%	36	0.0%	98	0.0%	1	--	--	1.0
Total US Equity	30.8%	16.6%	26	11.5%	21	0.2%	20	0.3%	1	1.1	1	1.0
Russell 3000	--	16.3%	32	11.4%	20	0.0%	25	0.0%	1	--	--	1.0
Total Non-US Equity	15.2%	6.9%	86	13.3%	38	1.3%	86	1.4%	1	0.7	49	0.9
MSCI ACWI ex USA	--	6.0%	97	14.2%	81	0.0%	98	0.0%	1	--	--	1.0
Total Global Equity	8.8%	9.4%	82	11.6%	26	-0.5%	79	1.9%	1	-0.7	93	0.9
MSCI ACWI	--	10.6%	69	12.3%	42	0.0%	74	0.0%	1	--	--	1.0
Total Fixed Income	20.0%	4.0%	45	2.7%	37	3.1%	15	2.6%	75	0.9	21	0.5
Barclays Global Aggregate	--	1.7%	99	4.2%	83	0.0%	97	0.0%	1	--	--	1.0
Total US Fixed Income	20.0%	4.3%	42	2.6%	46	2.2%	26	2.1%	45	0.6	45	0.7
Barclays Aggregate	--	3.1%	60	2.7%	47	0.0%	84	0.0%	1	--	--	1.0
Total Liquid Alternatives	8.7%	--	--	--	--	--	--	--	--	--	--	--
CPI + 4% (Unadjusted)	--	12.7%	--	9.5%	--	0.0%	--	0.0%	--	--	--	1.0

	% of Tot	Anlzd Ret	Rank	Anlzd Std Dev	Rank
Total Real Estate	8.1%	10.3%	84	4.2%	33
NCREIF ODCE Net	--	11.3%	75	4.6%	41

Total U.S. Equity Benchmark: Russell 3000 Index. Prior to January 2016, the Benchmark is a dynamic hybrid using the respective managers' market value weights within the U.S. Equity component toward their benchmark. Prior to May 2013, the Dow Jones U.S. Total Stock Market Index. Prior to May 2007, the Russell 3000 Index.

Total Non-U.S. Equity Benchmark: MSCI ACWI ex US Free, prior to May 2002, the MSCI EAFE.

Composite rankings are used for Total Real Estate (InvestorForce Public DB Real Estate Pub+Priv consists of 37 portfolios).

Ventura County Employees' Retirement Association

Total Fund Performance Detail (Net)

	Market Value (\$)	% of Portfolio	Policy %	3 Mo (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank	Return (%)	Since
Total Fund	4,666,540,419	100.0	100.0	3.3	82	7.2	35	10.2	19	6.0	41	10.1	17	5.5	38	7.9	Apr-94
Policy Index				3.6	61	7.1	40	10.7	3	6.8	7	10.2	13	5.8	21	7.9	Apr-94
Over/Under				-0.3		0.1		-0.5		-0.8		-0.1		-0.3		0.0	
Allocation Index				3.6	62	6.7	54	10.4	6	6.0	37	9.3	38	5.3	57	--	Apr-94
60% MSCI ACWI (Net)/40% CITI WGBI				3.3	82	8.5	8	11.3	1	4.0	95	6.8	97	4.6	86	--	Apr-94
InvestorForce Public DB > \$1B Net Median				3.8		6.8		9.3		5.5		9.0		5.4		7.4	Apr-94
Total Fund ex Parametric	4,440,067,975	95.1	--	2.9	--	7.5	--	10.4	--	6.2	--	10.0	--	5.5	--	7.9	Apr-94
Total Fund ex Private Equity	4,501,037,869	96.5	--	3.3	83	7.4	25	10.3	8	5.7	42	--	--	--	--	8.6	Jan-12
Policy Index				3.6	61	7.1	40	10.7	3	6.8	7	10.2	13	5.8	21	9.3	Jan-12
Over/Under				-0.3		0.3		-0.4		-1.1		--		--		-0.7	
InvestorForce Public DB > \$1B Net Median				3.8		6.8		9.3		5.5		9.0		5.4		8.3	Jan-12
Total US Equity	1,435,332,432	30.8	28.0	4.5	60	8.4	41	15.2	27	10.5	20	16.6	26	7.1	60	8.8	Dec-93
Russell 3000				4.4	61	8.2	42	14.9	28	10.4	21	16.3	32	7.5	49	9.2	Dec-93
Over/Under				0.1		0.2		0.3		0.1		0.3		-0.4		-0.4	
eA All US Equity Net Median				5.1		7.3		12.1		8.4		15.3		7.4		9.9	Dec-93
BlackRock Equity Market Fund	1,231,500,384	26.4		4.4	61	8.2	42	15.0	28	10.5	20	16.4	30	--	--	7.1	Dec-07
Dow Jones U.S. Total Stock Market				4.4	61	8.1	43	14.9	28	10.4	21	16.3	32	7.5	48	7.1	Dec-07
Over/Under				0.0		0.1		0.1		0.1		0.1				0.0	
eA All US Equity Net Median				5.1		7.3		12.1		8.4		15.3		7.4		7.0	Dec-07
Western U.S. Index Plus	154,227,107	3.3		4.2	65	9.2	33	16.8	17	11.8	7	17.6	12	--	--	4.0	May-07
S&P 500				3.9	70	7.8	46	15.4	25	11.2	12	16.4	30	7.2	56	6.1	May-07
Over/Under				0.3		1.4		1.4		0.6		1.2				-2.1	
eA All US Equity Net Median				5.1		7.3		12.1		8.4		15.3		7.4		6.1	May-07
BlackRock Extended Equity Index	49,604,941	1.1		7.1	28	9.9	36	13.3	33	7.5	34	16.3	25	8.3	40	11.4	Oct-02
Dow Jones U.S. Completion Total Stock Market				7.1	28	9.7	39	13.0	35	7.4	35	16.0	30	8.3	40	11.4	Oct-02
Over/Under				0.0		0.2		0.3		0.1		0.3		0.0		0.0	
eA US Small-Mid Cap Equity Net Median				5.9		8.5		11.2		6.4		14.9		7.9		11.0	Oct-02

Color Coding: PERFORMANCE: Green-Over performance, Red-Under performance / Color Coding: RANKS: 1 - 25 Green - Positive Result, 26 - 50 Yellow, 50 - 75 Orange, 76 - 100 Red - Negative Result.

Policy Index: Currently, 28% Russell 3000 Index, 20% Barclays Aggregate, 15% MSCI ACWI ex U.S., 10% MSCI ACWI, 10% DJ U.S. Total Stock Market Index + 3%, 10% CPI+4% Index, and 7% NCREIF ODCE Real Estate Index.

Total U.S. Equity Benchmark: Russell 3000 Index. Prior to January 2016, the Benchmark is a dynamic hybrid using the respective managers' market value weights within the U.S. Equity component toward their benchmark. Prior to May 2013, the Dow Jones U.S. Total Stock Market Index. Prior to May 2007, the Russell 3000 Index.

Ventura County Employees' Retirement Association

Total Fund Performance Detail (Net)

	Market Value (\$)	% of Portfolio	Policy %	3 Mo (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank	Return (%)	Since
Total Non-US Equity	709,064,570	15.2	15.0	7.0	39	7.6	9	11.2	18	1.0	63	6.9	86	2.3	63	6.1	Mar-94
MSCI ACWI ex USA				6.9	43	5.8	19	9.3	34	0.2	81	6.0	97	2.2	70	4.8	Mar-94
Over/Under				0.1		1.8		1.9		0.8		0.9		0.1		1.3	
MSCI EAFE				6.4	51	1.7	59	6.5	57	0.5	73	7.4	73	1.8	80	4.5	Mar-94
MSCI ACWI ex USA Local Currency				6.4	52	2.0	56	6.9	50	5.2	14	9.9	34	2.9	51	--	Mar-94
MSCI EAFE Local Currency				6.0	63	-1.6	94	4.6	78	5.3	14	11.2	20	2.2	69	4.4	Mar-94
eA All EAFE Equity Net Median				6.5		2.6		6.9		1.9		9.0		2.9		6.1	Mar-94
BlackRock ACWI ex-U.S. Index	346,658,699	7.4		7.1	36	6.3	34	10.1	39	0.8	80	6.6	83	--	--	1.3	Mar-07
MSCI ACWI ex USA				6.9	40	5.8	34	9.3	49	0.2	82	6.0	90	2.2	78	0.8	Mar-07
Over/Under				0.2		0.5		0.8		0.6		0.6				0.5	
MSCI ACWI ex USA Local Currency				6.4	54	2.0	76	6.9	70	5.2	13	9.9	26	2.9	59	1.9	Mar-07
eA ACWI ex-US All Cap Equity Net Median				6.6		3.8		9.0		2.8		8.6		3.4		2.3	Mar-07
Sprucegrove	180,032,965	3.9		8.8	7	9.1	13	11.3	33	0.2	83	6.6	83	2.7	62	6.9	Mar-02
MSCI ACWI ex USA				6.9	40	5.8	34	9.3	49	0.2	82	6.0	90	2.2	78	6.1	Mar-02
Over/Under				1.9		3.3		2.0		0.0		0.6		0.5		0.8	
MSCI EAFE				6.4	53	1.7	80	6.5	76	0.5	82	7.4	79	1.8	88	5.5	Mar-02
MSCI ACWI ex USA Local Currency				6.4	54	2.0	76	6.9	70	5.2	13	9.9	26	2.9	59	4.6	Mar-02
MSCI EAFE Local Currency				6.0	61	-1.6	99	4.6	89	5.3	13	11.2	13	2.2	76	3.8	Mar-02
eA ACWI ex-US All Cap Equity Net Median				6.6		3.8		9.0		2.8		8.6		3.4		6.9	Mar-02
Hexavest	80,475,702	1.7		4.1	87	4.7	30	7.1	44	1.1	58	7.0	86	--	--	3.5	Dec-10
MSCI EAFE				6.4	40	1.7	57	6.5	49	0.5	76	7.4	70	1.8	76	3.4	Dec-10
Over/Under				-2.3		3.0		0.6		0.6		-0.4				0.1	
MSCI EAFE Local Currency				6.0	52	-1.6	94	4.6	78	5.3	2	11.2	10	2.2	60	6.5	Dec-10
eA EAFE All Cap Equity Net Median				6.2		2.9		6.2		1.7		8.5		2.5		4.2	Dec-10
Walter Scott	101,897,203	2.2		6.1	60	10.5	7	17.8	5	2.7	51	7.7	72	--	--	4.6	Dec-10
MSCI ACWI ex USA				6.9	40	5.8	34	9.3	49	0.2	82	6.0	90	2.2	78	1.9	Dec-10
Over/Under				-0.8		4.7		8.5		2.5		1.7				2.7	
MSCI ACWI ex USA Local Currency				6.4	54	2.0	76	6.9	70	5.2	13	9.9	26	2.9	59	5.4	Dec-10
eA ACWI ex-US All Cap Equity Net Median				6.6		3.8		9.0		2.8		8.6		3.4		4.3	Dec-10

Ventura County Employees' Retirement Association

Total Fund Performance Detail (Net)

	Market Value (\$)	% of Portfolio	Policy %	3 Mo (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank	Return (%)	Since
Total Global Equity	412,652,763	8.8	10.0	5.6	41	7.5	39	11.9	47	4.2	74	9.4	82	3.4	77	5.0	May-05
MSCI ACWI				5.3	46	6.6	47	12.0	45	5.2	62	10.6	69	4.3	65	6.0	May-05
Over/Under				0.3		0.9		-0.1		-1.0		-1.2		-0.9		-1.0	
eA All Global Equity Net Median				5.0		6.3		11.2		6.0		11.7		4.8		6.9	May-05
BlackRock MSCI ACWI Equity Index	258,912,948	5.5		5.4	44	7.0	44	12.5	41	5.6	55	--	--	--	--	9.8	Jul-12
MSCI ACWI				5.3	46	6.6	47	12.0	45	5.2	62	10.6	69	4.3	65	9.4	Jul-12
Over/Under				0.1		0.4		0.5		0.4						0.4	
eA All Global Equity Net Median				5.0		6.3		11.2		6.0		11.7		4.8		10.2	Jul-12
GMO Global Equity	153,739,815	3.3		5.7	37	8.2	32	11.3	50	2.7	84	8.3	89	4.2	67	5.8	May-05
MSCI ACWI				5.3	46	6.6	47	12.0	45	5.2	62	10.6	69	4.3	65	6.0	May-05
Over/Under				0.4		1.6		-0.7		-2.5		-2.3		-0.1		-0.2	
eA All Global Equity Net Median				5.0		6.3		11.2		6.0		11.7		4.8		6.9	May-05

Ventura County Employees' Retirement Association

Total Fund Performance Detail (Net)

	Market Value (\$)	% of Portfolio	Policy %	3 Mo (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank	Return (%)	Since
Total Private Equity	165,502,550	3.5	10.0	3.6	33	4.1	54	6.4	29	14.0	15	--	--	--	--	13.8	Jan-12
<i>DJ U.S. Total Stock Market Index + 3%</i>				<u>5.2</u>	4	<u>10.5</u>	1	<u>18.3</u>	1	<u>13.7</u>	20	<u>19.7</u>	1	--	--	<u>17.8</u>	<i>Jan-12</i>
Over/Under				-1.6		-6.4		-11.9		0.3						-4.0	
<i>InvestorForce Public DB Private Eq Net Median</i>				2.3		4.1		4.5		11.7		10.1		9.2		11.3	<i>Jan-12</i>
Adams Street Global Fund Series	101,802,531	2.2		3.1	--	3.7	--	6.6	--	12.3	--	--	--	--	--	12.6	Jan-12
<i>DJ U.S. Total Stock Market Index + 3%</i>				<u>5.2</u>	--	<u>10.5</u>	--	<u>18.3</u>	--	<u>13.7</u>	--	<u>19.7</u>	--	--	--	<u>17.8</u>	<i>Jan-12</i>
Over/Under				-2.1		-6.8		-11.7		-1.4						-5.2	
Harbourvest- Dover Street VII	47,936,336	1.0		2.4	--	3.4	--	6.2	--	19.7	--	--	--	--	--	18.1	Jul-13
<i>DJ U.S. Total Stock Market Index + 3%</i>				<u>5.2</u>	--	<u>10.5</u>	--	<u>18.3</u>	--	<u>13.7</u>	--	<u>19.7</u>	--	--	--	<u>14.9</u>	<i>Jul-13</i>
Over/Under				-2.8		-7.1		-12.1		6.0						3.2	
Pantheon Global Secondary Funds	15,397,544	0.3		11.2	--	9.2	--	7.7	--	11.6	--	--	--	--	--	10.0	Jan-12
<i>DJ U.S. Total Stock Market Index + 3%</i>				<u>5.2</u>	--	<u>10.5</u>	--	<u>18.3</u>	--	<u>13.7</u>	--	<u>19.7</u>	--	--	--	<u>17.8</u>	<i>Jan-12</i>
Over/Under				6.0		-1.3		-10.6		-2.1						-7.8	
Drive Capital Fund	366,139	0.0															

Private equity performance shown above is calculated using a time-weighted return methodology. Market values shown are cash-adjusted based on the current period's cash flows.

Adams Street Global Fund Series includes Adams Street 2010 U.S. Fund, 2010 Non-U.S. Developed Markets Fund, 2010 Non-U.S. Emerging Markets Fund, 2010 Direct Fund, and 2013 Global Fund.

Pantheon Global Secondary Funds includes Pantheon Global Secondary Fund IV and Global Secondary Fund V.

Drive Capital Fund funded 9/1/2016.

Ventura County Employees' Retirement Association

Private Equity Limited Partnership Performance

Fund Name	Vintage Year	Initial Investment Date	Capital Commitment	Capital Called to Date ¹	Outstanding Commitment ¹	Call Ratio	Add'l Fees ²	Distributions to Date	Valuation	Total Value	Net Benefit	IRR	Since Inception	
													Distributions to Paid In Multiple (DPI)	Total Value to Paid In Multiple (TVPI)
Adams Street 2010 U.S. Fund	2010	5/21/2010	\$42,500,000	\$29,665,000	\$12,835,000	70%	\$15,213	\$10,764,481	\$33,373,243	\$44,137,724	\$14,457,511	14.0%	0.36x	1.49x
Adams Street 2010 Non-U.S. Dev. Mkts Fund	2010	5/21/2010	\$25,500,000	\$19,545,749	\$5,954,251	77%	\$1,589	\$7,653,243	\$15,577,320	\$23,230,563	\$3,683,225	7.2%	0.39x	1.19x
Adams Street 2010 Non-U.S. Emg Mkts Fund	2010	1/3/2011	\$8,500,000	\$6,111,500	\$2,388,500	72%	\$0	\$314,436	\$7,510,516	\$7,824,952	\$1,713,452	9.1%	0.05x	1.28x
Adams Street 2010 Direct Fund	2010	5/21/2010	\$8,500,000	\$7,879,500	\$620,500	93%	\$6,697	\$4,831,957	\$7,079,912	\$11,911,869	\$4,025,672	12.0%	0.61x	1.51x
Total Adams Street 2010	2010	5/21/2010	\$85,000,000	\$63,201,749	\$21,798,251	74%	\$23,499	\$23,564,117	\$63,540,991	\$87,105,108	\$23,879,860	11.6%	0.37x	1.38x
Adams Street 2013 Global Fund	2013	6/27/2013	\$75,000,000	\$38,925,000	\$36,075,000	52%	\$10,728	\$2,698,535	\$38,261,534	\$40,960,069	\$2,024,341	3.2%	0.07x	1.05x
Adams Street 2016 Global Fund	TBD	TBD	\$60,000,000	\$0	\$60,000,000	0%	\$0	\$0	\$0	\$0	\$0	--	--	--
Drive Capital Fund II	2016	9/1/2016	\$15,000,000	\$366,139	\$14,633,861	2%	\$3,210	\$0	\$366,139	\$366,139	(\$3,210)	-0.9%	--	0.99x
HarbourVest - Dover Street VIII	2013	5/30/2013	\$67,500,000	\$55,687,500	\$11,812,500	83%	\$84,954	\$26,738,658	\$48,145,524	\$74,884,182	\$19,111,728	24.5%	0.48x	1.34x
HarbourVest - Dover Street IX	TBD	TBD	\$60,000,000	\$0	\$60,000,000	0%	\$0	\$0	\$0	\$0	\$0	--	--	--
Pantheon Global Secondary Fund IV	2010	8/20/2010	\$15,000,000	\$9,960,000	\$5,040,000	66%	\$0	\$8,310,001	\$6,050,666	\$14,360,667	\$4,400,667	13.8%	0.83x	1.44x
Pantheon Global Secondary Fund V	2015	2/26/2015	\$50,000,000	\$7,441,510	\$42,558,490	15%	(\$137,480)	\$0	\$9,346,877	\$9,346,877	\$2,042,847	16.5%	--	1.28x
Total VCERA Private Equity Program	--	5/21/2010	\$427,500,000	\$175,581,898	\$251,918,102	41%	(\$15,089)	\$61,311,311	\$165,711,731	\$227,023,042	\$51,456,233	13.1%	0.35x	1.29x

1. Includes recycled/recallable distributions received to date.

2. Add'l Fees represents notional interest paid/(received).

2. Add'l Fees for Pantheon Global Secondary Fund V includes notional interest paid/(received) and management fee rebates paid to VCERA.

Note: Private equity performance data is reported net of fees.

Performance shown is based on 6/30/2016 NAVs cash-adjusted for cash flows through 9/30/2016.

Ventura County Employees' Retirement Association

Total Fund Performance Detail (Net)

	Market Value (\$)	% of Portfolio	Policy %	3 Mo (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank	Return (%)	Since
Total US Fixed Income	935,255,229	20.0	20.0	1.3	37	6.9	37	6.5	36	3.7	52	4.3	42	5.9	27	6.1	Feb-94
Barclays Aggregate				0.5	63	5.8	49	5.2	50	4.0	45	3.1	60	4.8	50	5.6	Feb-94
Over/Under				0.8		1.1		1.3		-0.3		1.2		1.1		0.5	
eA All US Fixed Inc Net Median				0.8		5.6		5.2		3.8		3.7		4.8		5.5	Feb-94
BlackRock U.S. Debt Fund	221,798,339	4.8		0.5	63	5.8	49	5.2	50	4.1	44	3.2	59	4.9	48	5.5	Nov-95
Barclays Aggregate				0.5	63	5.8	49	5.2	50	4.0	45	3.1	60	4.8	50	5.5	Nov-95
Over/Under				0.0		0.0		0.0		0.1		0.1		0.1		0.0	
eA All US Fixed Inc Net Median				0.8		5.6		5.2		3.8		3.7		4.8		5.4	Nov-95
Western	289,877,431	6.2		1.4	35	7.5	31	7.3	30	5.3	23	5.1	34	5.7	30	6.5	Dec-96
Barclays Aggregate				0.5	63	5.8	49	5.2	50	4.0	45	3.1	60	4.8	50	5.5	Dec-96
Over/Under				0.9		1.7		2.1		1.3		2.0		0.9		1.0	
eA All US Fixed Inc Net Median				0.8		5.6		5.2		3.8		3.7		4.8		5.4	Dec-96
Reams	301,979,211	6.5		1.0	45	6.3	42	6.0	41	1.6	83	3.6	52	6.0	26	5.7	Sep-01
Reams Custom Index				0.2	74	0.5	98	0.6	96	0.4	98	1.2	89	3.8	72	4.1	Sep-01
Over/Under				0.8		5.8		5.4		1.2		2.4		2.2		1.6	
Barclays Aggregate				0.5	63	5.8	49	5.2	50	4.0	45	3.1	60	4.8	50	4.8	Sep-01
eA All US Fixed Inc Net Median				0.8		5.6		5.2		3.8		3.7		4.8		4.8	Sep-01
Loomis Sayles Multi Strategy	77,961,468	1.7		3.6	13	10.4	20	9.3	22	5.6	19	7.0	17	6.9	14	6.8	Jul-05
Loomis Custom Index				1.9	26	8.6	25	7.4	30	4.3	39	4.6	40	5.6	31	5.5	Jul-05
Over/Under				1.7		1.8		1.9		1.3		2.4		1.3		1.3	
Barclays Govt/Credit				0.4	65	6.7	38	5.9	42	4.2	40	3.2	58	4.9	48	4.7	Jul-05
eA All US Fixed Inc Net Median				0.8		5.6		5.2		3.8		3.7		4.8		4.7	Jul-05
Loomis Strategic Alpha	43,638,780	0.9		1.8	28	4.3	62	3.5	70	2.5	73	--	--	--	--	2.2	Jul-13
Barclays Aggregate				0.5	63	5.8	49	5.2	50	4.0	45	3.1	60	4.8	50	4.0	Jul-13
Over/Under				1.3		-1.5		-1.7		-1.5						-1.8	
eA All US Fixed Inc Net Median				0.8		5.6		5.2		3.8		3.7		4.8		3.8	Jul-13

Reams Custom Index: Merrill Lynch 3 Month Libor Constant Maturity Index, prior to February 2013 the Barclays Aggregate

Loomis Custom Index: 65% Barclays Aggregate, 30% Citigroup High Yield Market Index and 5% JPM Non-US Hedged Bond Index

As of January 2016, Loomis Strategic Alpha was moved from the Total Global Fixed Income composite to the Total US Fixed Income composite.

Ventura County Employees' Retirement Association

Total Fund Performance Detail (Net)

	Market Value (\$)	% of Portfolio	Policy %	3 Mo (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank	Return (%)	Since
Total Real Estate	377,332,470	8.1	7.0	1.5	49	5.1	87	8.1	88	10.7	81	10.3	84	3.7	87	7.9	Mar-94
NCREIF ODCE Net				1.8	37	5.8	70	9.1	67	11.4	72	11.3	75	5.0	50	8.2	Mar-94
Over/Under				-0.3		-0.7		-1.0		-0.7		-1.0		-1.3		-0.3	
InvestorForce Public DB Real Estate Pub+Priv Net Median				1.5		6.3		9.9		12.0		12.2		5.0		7.2	Mar-94
Prudential Real Estate	132,029,661	2.8		1.8	--	5.7	--	8.9	--	12.1	--	11.7	--	4.7	--	6.1	Jun-04
NCREIF ODCE Net				1.8	--	5.8	--	9.1	--	11.4	--	11.3	--	5.0	--	7.1	Jun-04
Over/Under				0.0		-0.1		-0.2		0.7		0.4		-0.3		-1.0	
NCREIF ODCE				2.1	--	6.5	--	10.1	--	12.4	--	12.4	--	6.0	--	8.1	Jun-04
UBS Real Estate	244,298,789	5.2		1.5	--	4.9	--	7.8	--	9.8	--	9.6	--	5.4	--	7.6	Mar-03
NCREIF ODCE Net				1.8	--	5.8	--	9.1	--	11.4	--	11.3	--	5.0	--	7.3	Mar-03
Over/Under				-0.3		-0.9		-1.3		-1.6		-1.7		0.4		0.3	
NCREIF ODCE				2.1	--	6.5	--	10.1	--	12.4	--	12.4	--	6.0	--	8.3	Mar-03
RREEF	1,004,019	0.0		-12.6	--	-16.2	--	-17.0	--	5.2	--	10.2	--	--	--	-6.4	Sep-07
NCREIF ODCE Net				1.8	--	5.8	--	9.1	--	11.4	--	11.3	--	5.0	--	3.8	Sep-07
Over/Under				-14.4		-22.0		-26.1		-6.2		-1.1				-10.2	
NCREIF ODCE				2.1	--	6.5	--	10.1	--	12.4	--	12.4	--	6.0	--	4.7	Sep-07

Total Real Estate Benchmark: NCREIF ODCE; prior to January 2006, the NCREIF Property Index

Ventura County Employees' Retirement Association

Total Fund Performance Detail (Net)

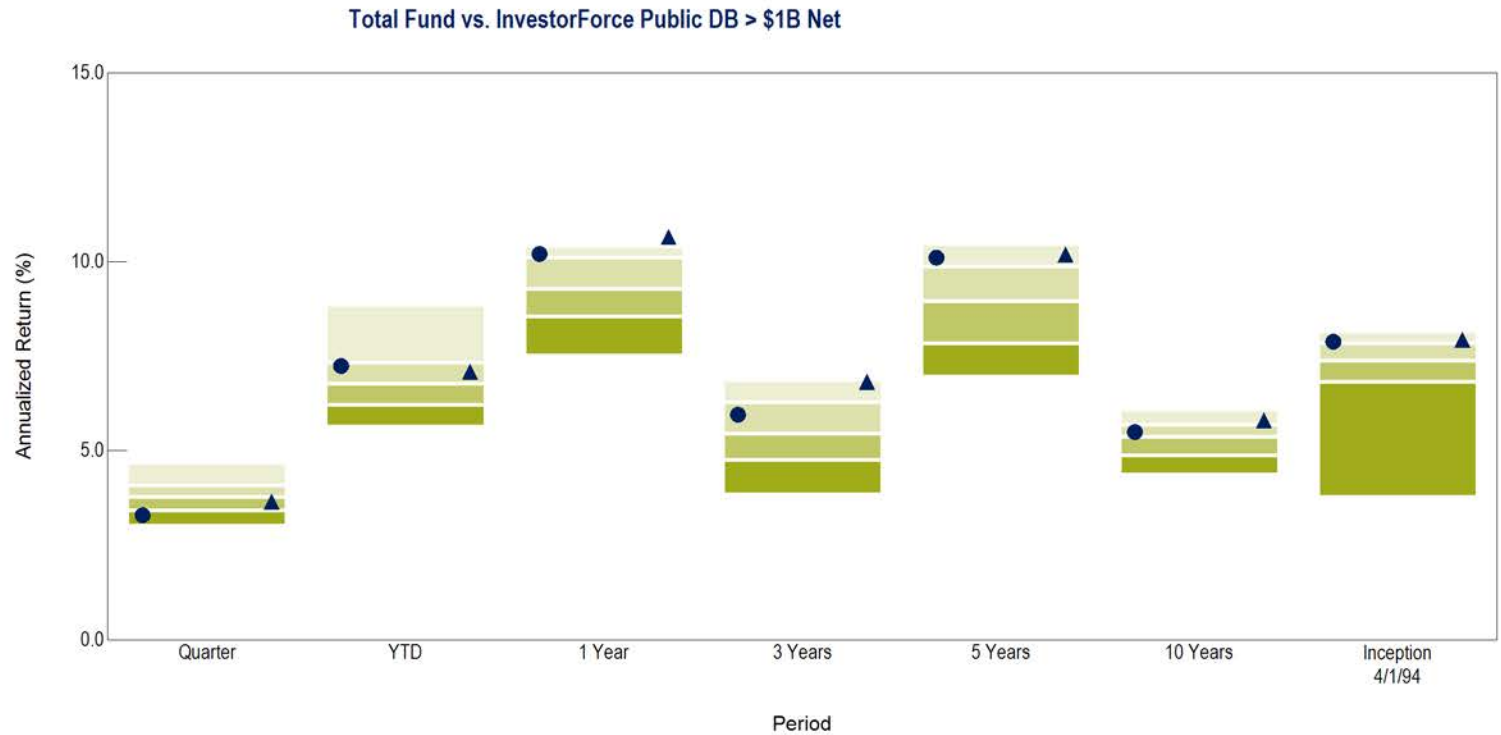
	Market Value (\$)	% of Portfolio	Policy %	3 Mo (%)	Rank	YTD (%)	Rank	1 Yr (%)	Rank	3 Yrs (%)	Rank	5 Yrs (%)	Rank	10 Yrs (%)	Rank	Return (%)	Since
Total Liquid Alternatives	404,927,961	8.7	10.0	3.0	--	12.1	--	12.0	--	3.2	--	--	--	--	--	5.0	Apr-13
<i>CPI + 4% (Unadjusted)</i>				<u>1.2</u>	--	<u>5.1</u>	--	<u>5.5</u>	--	<u>7.0</u>	--	<u>12.7</u>	--	--	--	<u>6.3</u>	<i>Apr-13</i>
Over/Under				1.8		7.0		6.5		-3.8						-1.3	
Bridgewater All Weather Fund	286,030,977	6.1		3.3	--	11.9	--	10.8	--	4.2	--	--	--	--	--	4.9	Aug-13
<i>CPI + 5% (Unadjusted)</i>				<u>1.4</u>	--	<u>5.9</u>	--	<u>6.5</u>	--	<u>6.1</u>	--	--	--	--	--	<u>6.1</u>	<i>Aug-13</i>
Over/Under				1.9		6.0		4.3		-1.9						-1.2	
Tortoise Energy Infrastructure	118,896,984	2.5		2.5	--	12.6	--	15.1	--	1.0	--	--	--	--	--	2.0	Apr-13
<i>Wells Fargo MLP Index</i>				<u>3.0</u>	--	<u>18.1</u>	--	<u>10.5</u>	--	<u>-3.7</u>	--	<u>5.7</u>	--	--	--	<u>-3.1</u>	<i>Apr-13</i>
Over/Under				-0.5		-5.5		4.6		4.7						5.1	
Overlay	226,472,444	4.9	0.0														
Parametric	226,472,444	4.9															

Overlay performance is not applicable on an individual account level

Color Coding: PERFORMANCE: Green-Over performance, Red-Under performance

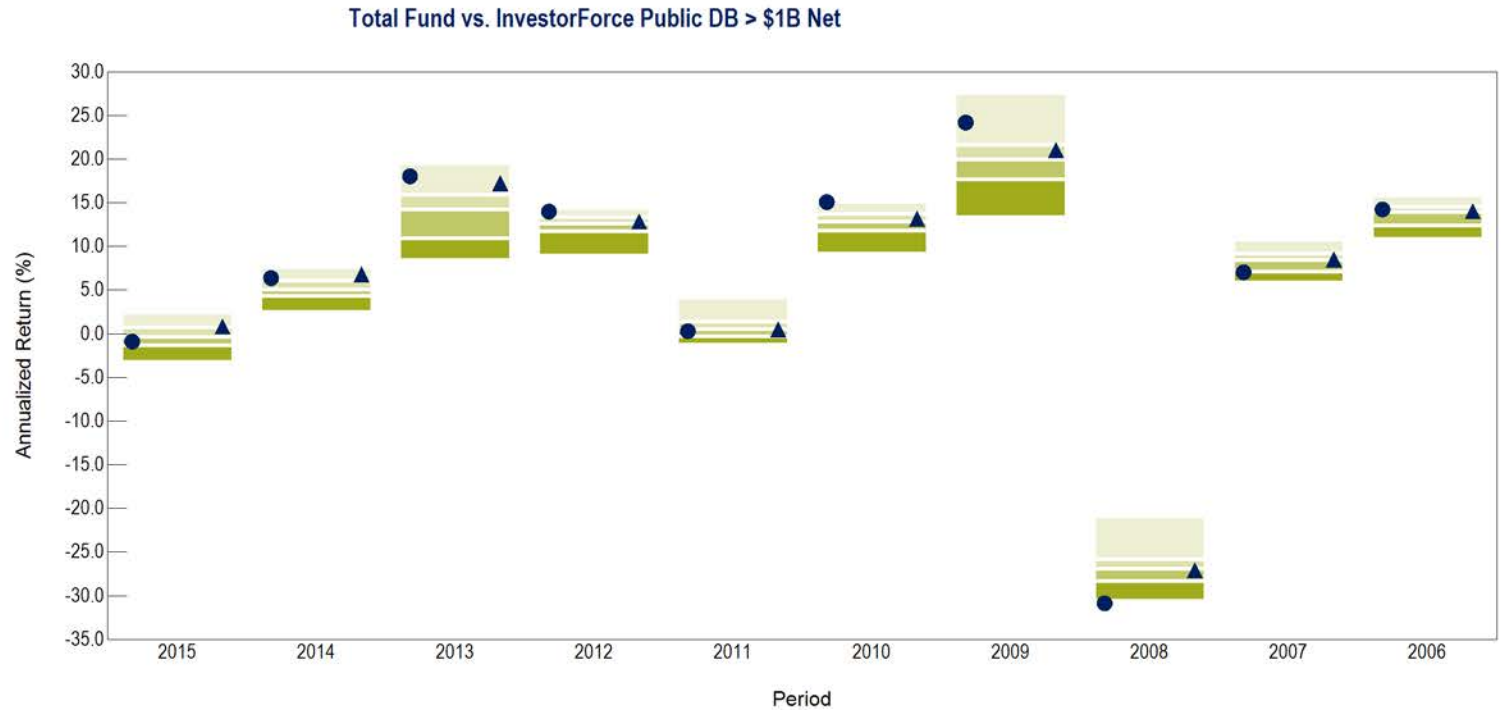
Color Coding: RANKS: 1 - 25 Green - Positive Result, 26 - 50 Yellow, 50 - 75 Orange, 76 - 100 Red - Negative Result

Ventura County Employees' Retirement Association
Total Fund Return Summary vs. Peer Universe



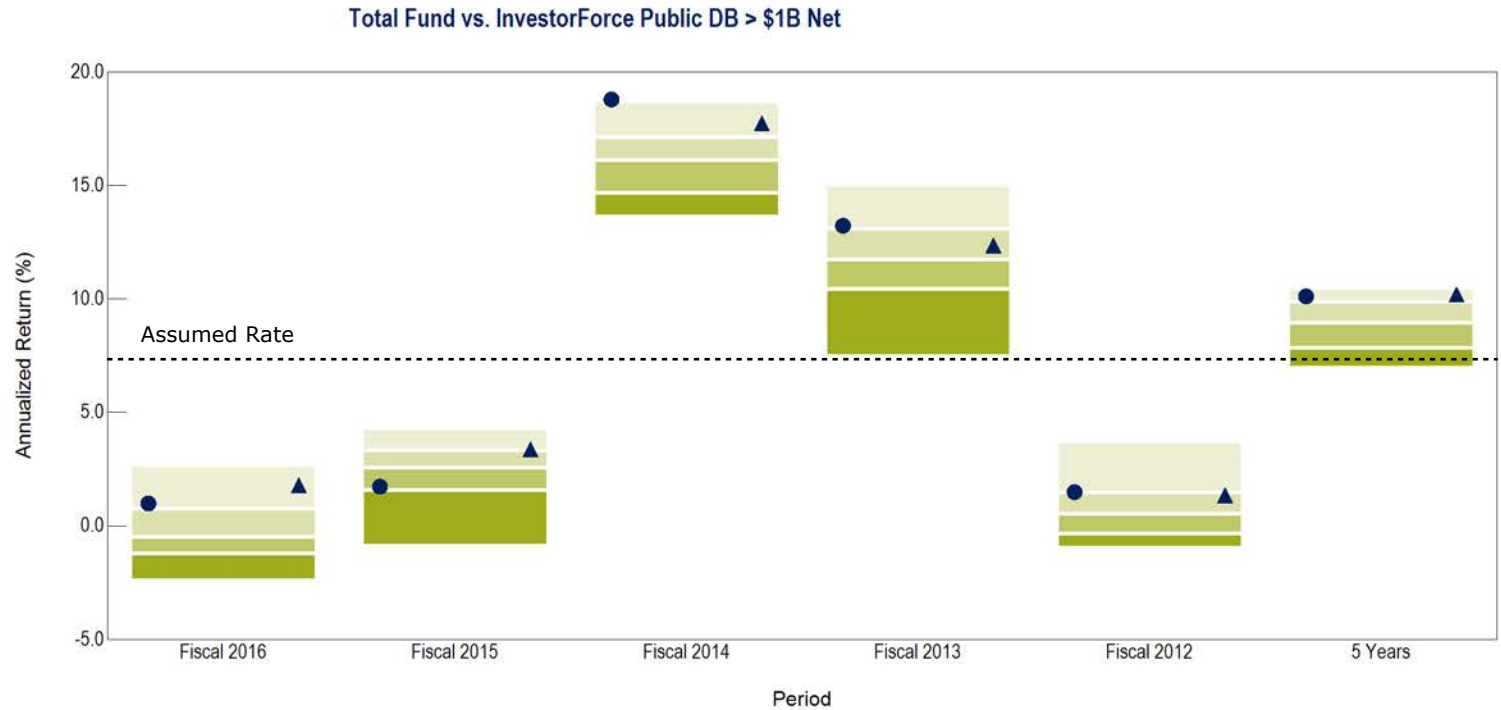
	Return (Rank)													
5th Percentile	4.7		8.9		10.4		6.9		10.5		6.1		8.2	
25th Percentile	4.1		7.3		10.1		6.3		9.9		5.7		7.8	
Median	3.8		6.8		9.3		5.5		9.0		5.4		7.4	
75th Percentile	3.4		6.2		8.6		4.8		7.8		4.9		6.8	
95th Percentile	3.0		5.7		7.5		3.9		7.0		4.4		3.8	
# of Portfolios	45		45		45		43		43		38		25	
● Total Fund	3.3	(82)	7.2	(35)	10.2	(19)	6.0	(41)	10.1	(17)	5.5	(38)	7.9	(21)
▲ Policy Index	3.6	(61)	7.1	(40)	10.7	(3)	6.8	(7)	10.2	(13)	5.8	(21)	7.9	(19)

Ventura County Employees' Retirement Association
Total Fund Return Summary vs. Peer Universe



	Return (Rank)																			
5th Percentile	2.4	7.6	19.5	14.3	4.2	15.1	27.5	-20.9	10.7	15.8										
25th Percentile	0.8	6.1	16.0	13.4	1.5	13.8	21.7	-25.7	9.2	14.6										
Median	-0.4	5.1	14.3	12.7	0.6	12.8	20.0	-26.9	8.5	14.0										
75th Percentile	-1.3	4.4	11.0	11.8	-0.3	11.8	17.7	-28.3	7.1	12.5										
95th Percentile	-3.2	2.6	8.5	9.0	-1.2	9.3	13.4	-30.5	5.9	10.9										
# of Portfolios	57	55	48	44	42	41	40	39	39	38										
● Total Fund	-0.9	(61)	6.4	(19)	18.0	(10)	14.0	(15)	0.3	(61)	15.1	(6)	24.2	(16)	-30.9	(98)	7.0	(77)	14.2	(41)
▲ Policy Index	0.8	(25)	6.8	(12)	17.2	(14)	12.9	(41)	0.5	(55)	13.2	(44)	21.0	(33)	-27.1	(54)	8.5	(50)	14.0	(50)

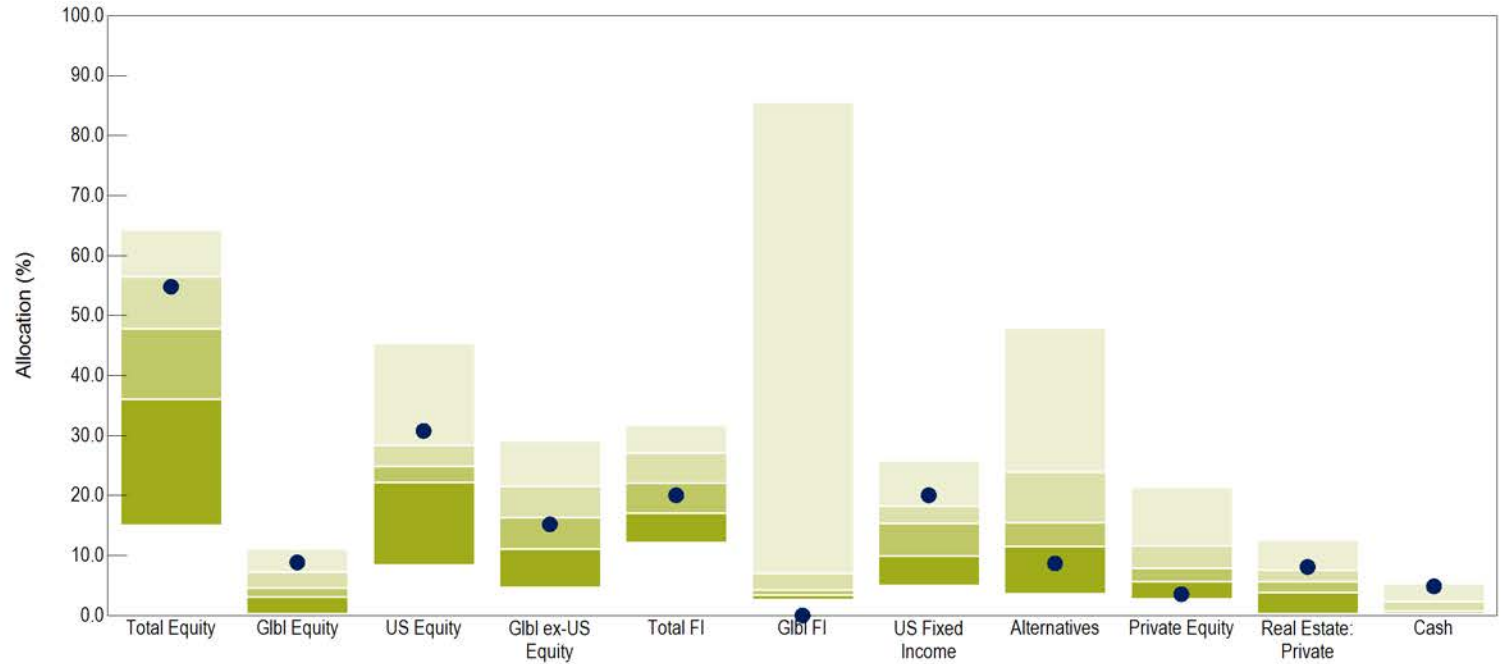
Ventura County Employees' Retirement Association
Total Fund Return Summary vs. Peer Universe



	Return (Rank)											
5th Percentile	2.7	4.3	18.7	15.0	3.7	10.5						
25th Percentile	0.8	3.3	17.2	13.1	1.5	9.9						
Median	-0.5	2.6	16.1	11.8	0.5	9.0						
75th Percentile	-1.2	1.6	14.7	10.5	-0.3	7.8						
95th Percentile	-2.4	-0.9	13.6	7.5	-0.9	7.0						
# of Portfolios	55	53	43	56	41	43						
● Total Fund	1.0	(21)	1.7	(70)	18.8	(5)	13.2	(22)	1.5	(25)	10.1	(17)
▲ Policy Index	1.8	(9)	3.4	(25)	17.7	(19)	12.4	(39)	1.4	(27)	10.2	(13)

Total Fund Allocations vs. Peer Universe

Total Plan Allocation vs. InvestorForce Public DB > \$1B Net



	Allocation (Rank)																							
5th Percentile	64.3	11.1	45.4	29.1	31.7	85.6	25.8	47.9	21.3	12.6	5.3	--	64.3	11.1	45.4	29.1	31.7	85.6	25.8	47.9	21.3	12.6	5.3	--
25th Percentile	56.6	7.3	28.5	21.6	27.2	7.1	18.3	24.0	11.7	7.7	2.5	--	56.6	7.3	28.5	21.6	27.2	7.1	18.3	24.0	11.7	7.7	2.5	--
Median	47.9	4.7	24.9	16.5	22.2	4.3	15.4	15.6	8.0	5.7	0.9	--	47.9	4.7	24.9	16.5	22.2	4.3	15.4	15.6	8.0	5.7	0.9	--
75th Percentile	36.2	3.2	22.3	11.2	17.1	3.5	10.0	11.6	5.8	3.9	0.4	--	36.2	3.2	22.3	11.2	17.1	3.5	10.0	11.6	5.8	3.9	0.4	--
95th Percentile	15.2	0.4	8.5	4.7	12.2	2.7	5.1	3.7	2.9	0.4	0.1	--	15.2	0.4	8.5	4.7	12.2	2.7	5.1	3.7	2.9	0.4	0.1	--
# of Portfolios	41	15	33	37	42	19	32	37	34	32	36	--	41	15	33	37	42	19	32	37	34	32	36	--
● Total Fund	54.8	(33)	8.8	(11)	30.8	(23)	15.2	(55)	20.0	(59)	0.0	(99)	20.0	(20)	8.7	(85)	3.5	(93)	8.1	(23)	4.9	(10)	--	

Manager Due Diligence

Due Diligence Monitor

The items below summarize the recent quarter's performance and any changes or announcements from the Plan's managers/products. A "-" indicates there were no material announcements. A "Yes" indicates there was an announcement and a brief summary is provided on the following pages. NEPC's Due Diligence Committee meets every two weeks to review events as they relate to investment managers and determine if any action should be taken (by NEPC and/or by our clients). Events are rated: No Action, Watch, Hold, Client Review or Terminate. NEPC's recommendation in view of the recent quarter's developments (performance, manager events, and any of the longer-term trending data) is refreshed quarterly.

Investment Options	Performance (Recent Quarter)	Changes/ Announcements (Recent Quarter)	NEPC DD Committee Rec.	Plan Rec.	Comments	Last Onsite Conducted
BlackRock Equity Market Index	-	-	-	-		10/2013
Western U.S. Index Plus	-	-	-	-		6/2014
BlackRock Extended Equity Index	-	-	-	-		10/2013
BlackRock MSCI ACWI ex-U.S. Index	-	-	-	-		10/2013
Sprucegrove	Top Decile	Yes	Hold	Watch (Board Driven)	3Q 2014 Departure & Performance	N/A
Hexavest	Bottom Quartile	-	-	-		1/2013
Walter Scott	-	-	-	-		10/2012
BlackRock MSCI ACWI Index	-	-	-	-		10/2013
GMO	-	-	Hold	Hold	Organizational Changes & Performance	6/2016
Adams Street	N/A	-	-	-		11/2013
HarbourVest	N/A	-	-	-		3/2014
Pantheon	N/A	-	-	-		1/2015
BlackRock U.S. Debt Fund	-	-	-	-		10/2013
Western	-	-	-	-		6/2014
Reams	-	-	-	-		11/2013
Loomis Sayles Multi-Sector Full Discretion	Top Quartile	-	-	-		11/2013

Due Diligence Monitor Continued

Investment Options	Performance (Recent Quarter)	Changes/ Announcements (Recent Quarter)	NEPC DD Committee Rec.	Plan Rec.	Comments	Last Onsite Conducted
Loomis Sayles Strategic Alpha	-	-	-	-		11/2013
Prudential	N/A	-	-	-		7/2014
RREEF	N/A	-	-	-		7/2013
UBS	N/A	-	-	-		8/2011
Bridgewater	N/A	-	-	-		9/2012
Tortoise	N/A	-	-	-		8/2013
Parametric/Clifton	N/A	-	-	-		7/2013

NEPC Due Diligence Committee Recommendation Key

No Action	Informational items have surfaced; no action is recommended.
Watch	Issues have surfaced to be concerned over; manager can participate in future searches, but current and prospective clients must be made aware of the issues.
Hold	Serious issues have surfaced to be concerned over; manager cannot participate in future searches unless a client specifically requests, but current and prospective clients must be made aware of the issues.
Client Review	Very serious issues have surfaced with an Investment Manager; manager cannot participate in future searches unless a client specifically requests. Current clients must be advised to review the manager.
Terminate	We have lost all confidence in the product; manager would not be recommended for searches and clients would be discouraged from using. The manager cannot participate in future searches unless a client specifically requests. Current clients must be advised to replace the manager.

Due Diligence Commentary

Below is a summary of manager changes, announcements and due diligence events since the issuance of our last quarterly report.

Manager Changes/Announcements

Sprucegrove

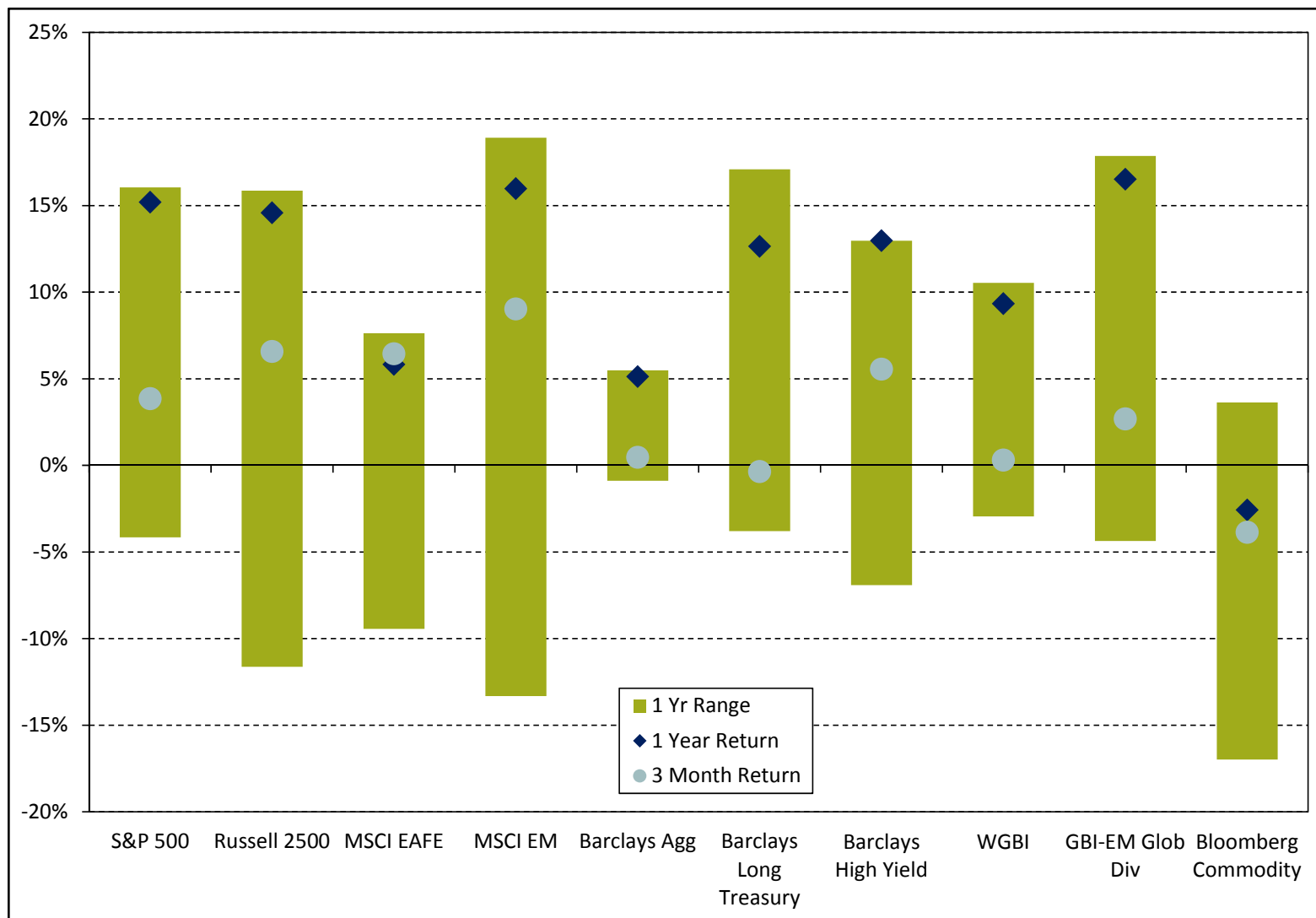
On July 27th Sprucegrove announced that they will open all products at the firm for new investment. They had been closed for a number of years, but following a period of poor performance and asset outflows they now have capacity. While this is a positive event, it triggers an opportunity to reconsider any allocation to the products. Assets have been declining. YTD performance has rebounded, but longer term numbers remain challenged.

NEPC recommends a Hold rating at this time. We will continue to monitor the situation and provide updates as necessary.

Appendix: Market Environment

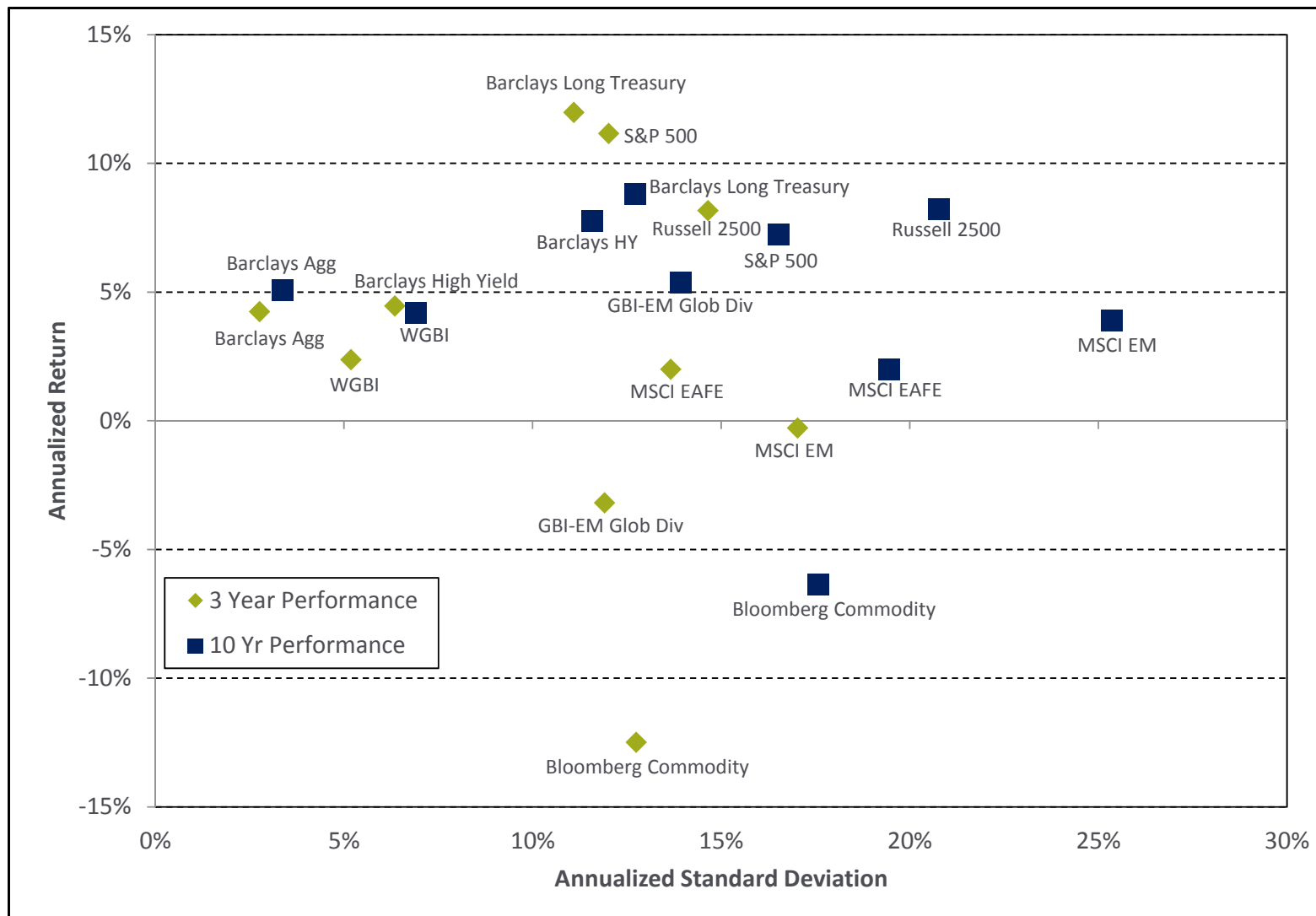


Near Term Broad Market Performance Summary as of 09/30/2016



Source: Bloomberg, Standard and Poors, Russell, MSCI, Barclays, Citigroup, JP Morgan
 *1 Yr Range: Represents range of cumulative high/low daily index returns for an investment made one year ago

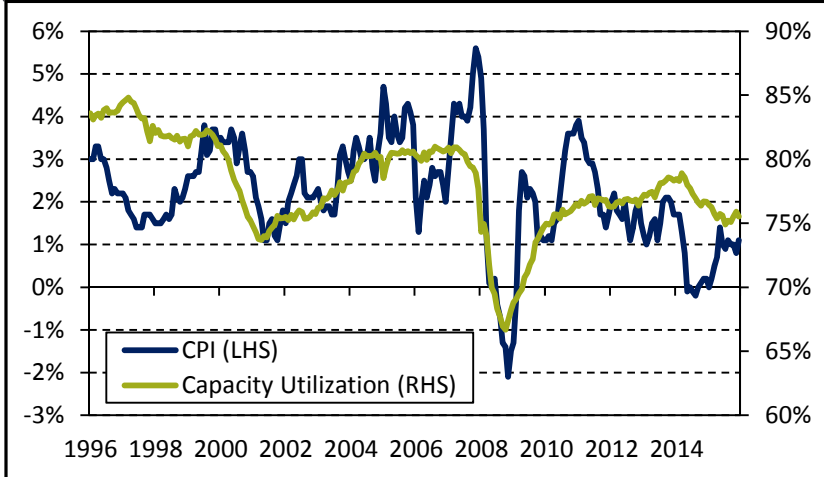
Long Term Broad Market Performance Summary as of 09/30/2016



Source: Bloomberg, Standard and Poors, Russell, MSCI, Barclays, Citigroup, JP Morgan

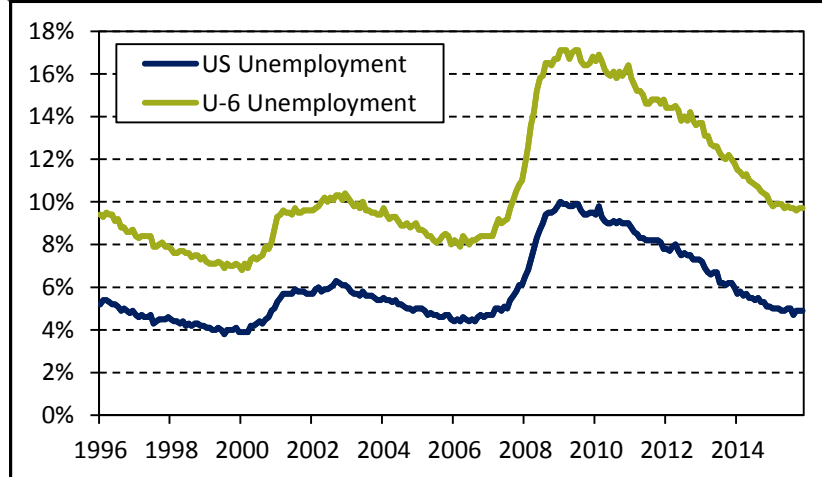
US Economic Indicators

Inflation experiences slight uptick



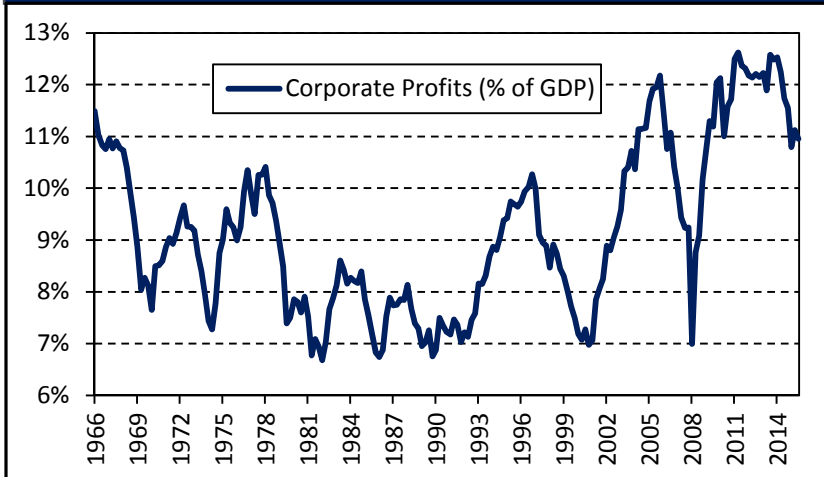
Source: Bloomberg, Federal Reserve, Bureau of Labor Statistics

Unemployment remains steady



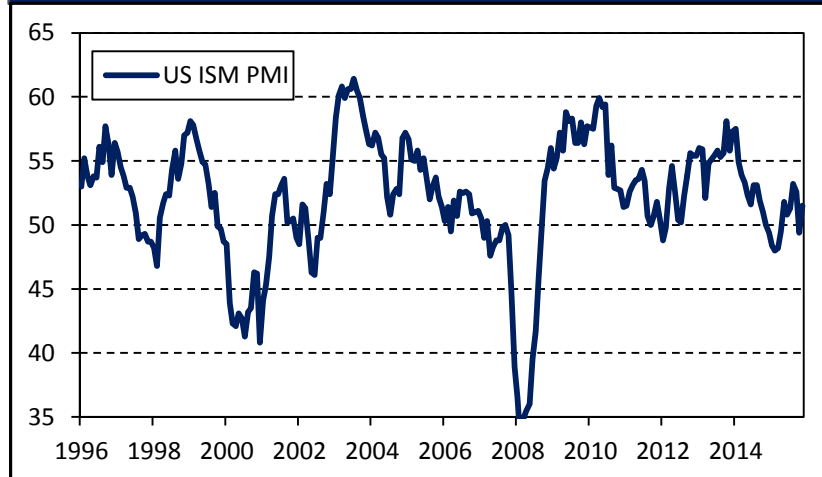
Source: Bloomberg, Bureau of Labor Statistics

Corporate profits continue to decline



Source: Bloomberg, Bureau of Economic Analysis

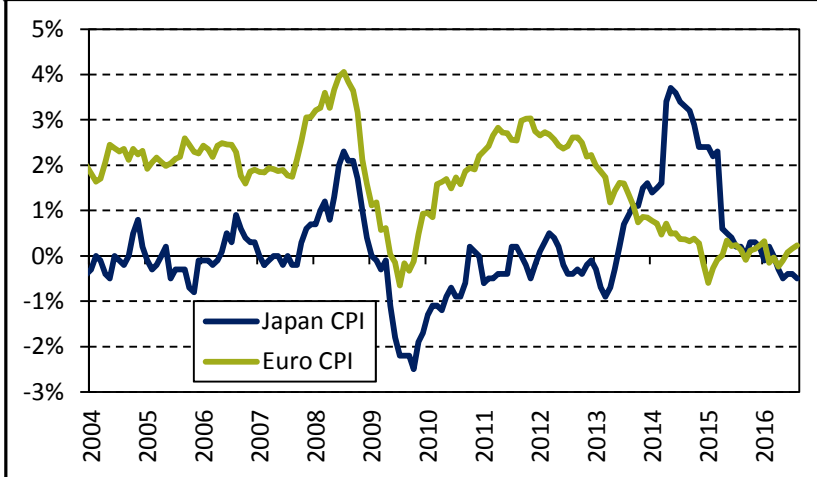
Manufacturing is relatively neutral



Source: Bloomberg, Institute for Supply Management

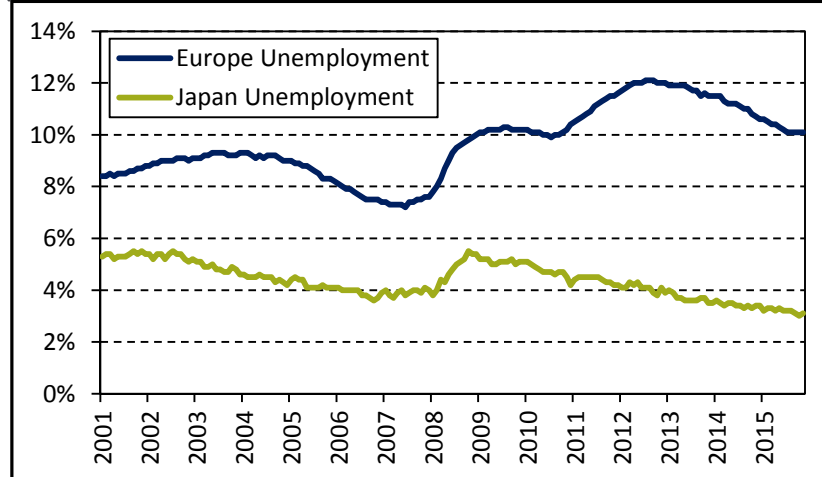
International Economic Indicators

Inflation in Europe experiences a slight uptick



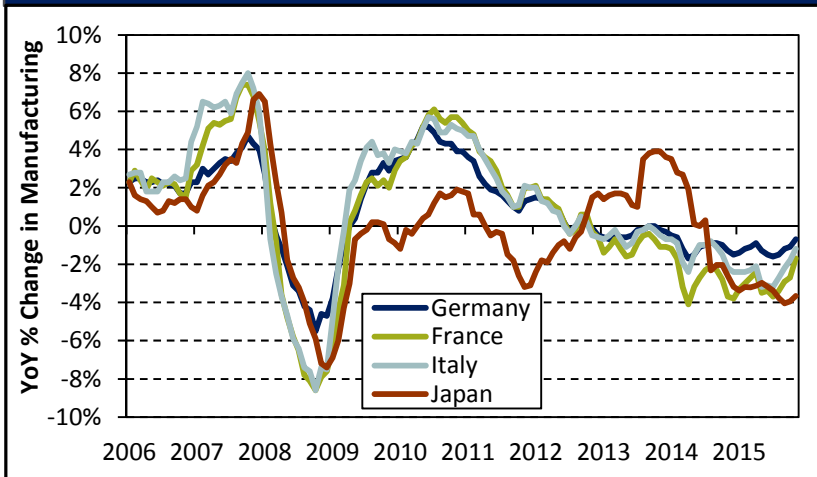
Source: Bloomberg, Japan Ministry of Internal Affairs and Communications, Eurostat

Europe unemployment trending lower



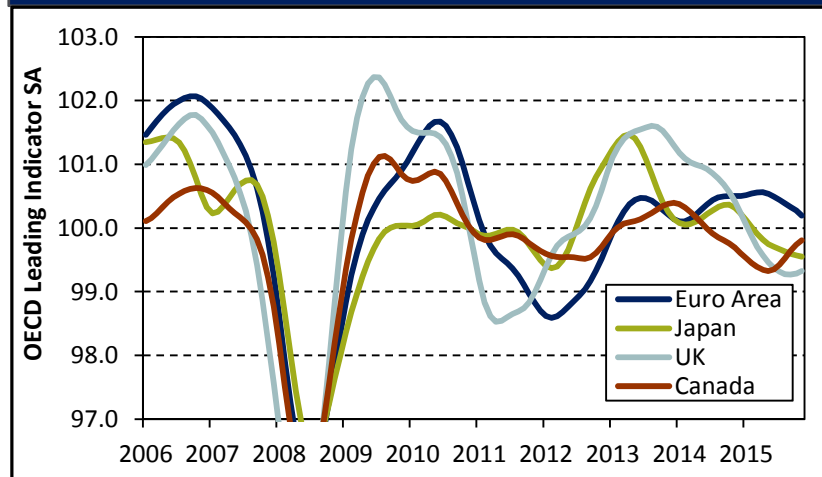
Source: Bloomberg, Japan Ministry of Internal Affairs and Communications, Eurostat

Manufacturing approaches neutral territory



Source: Bloomberg, OECD, Eurostat

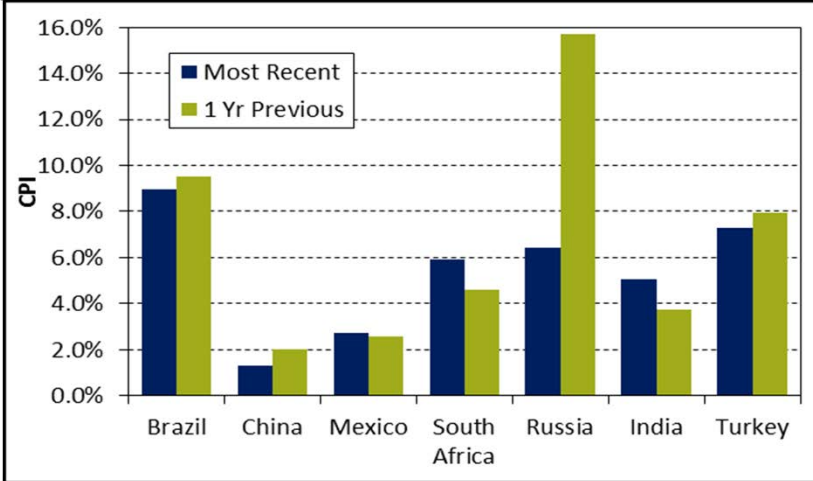
Euro Area and Japan leading indicators have declined



Source: Bloomberg, OECD

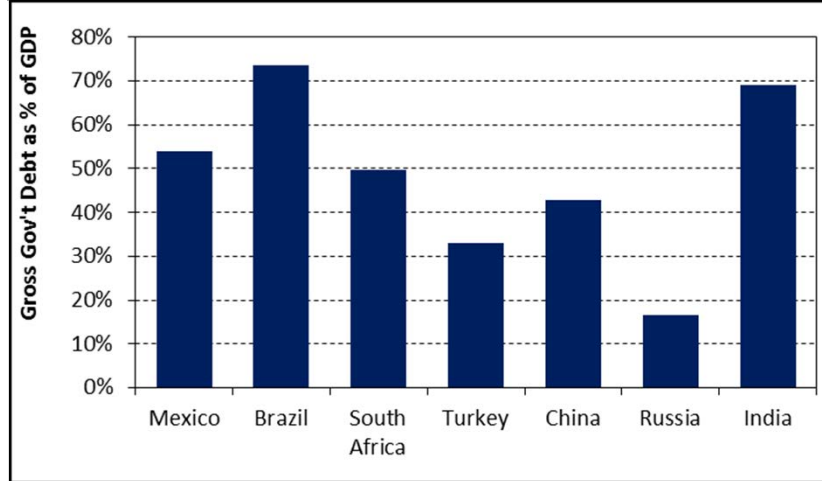
Emerging Market Economic Indicators

EM inflation varies by country



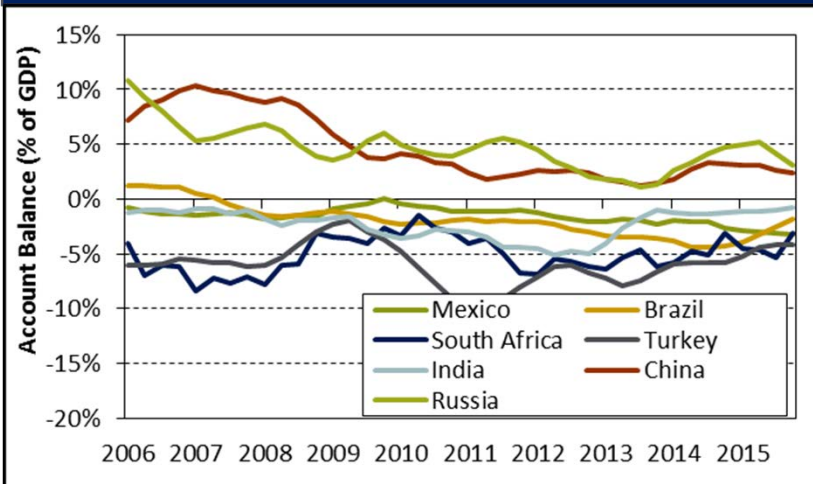
Source: Bloomberg

Relatively healthy Debt/GDP ratios



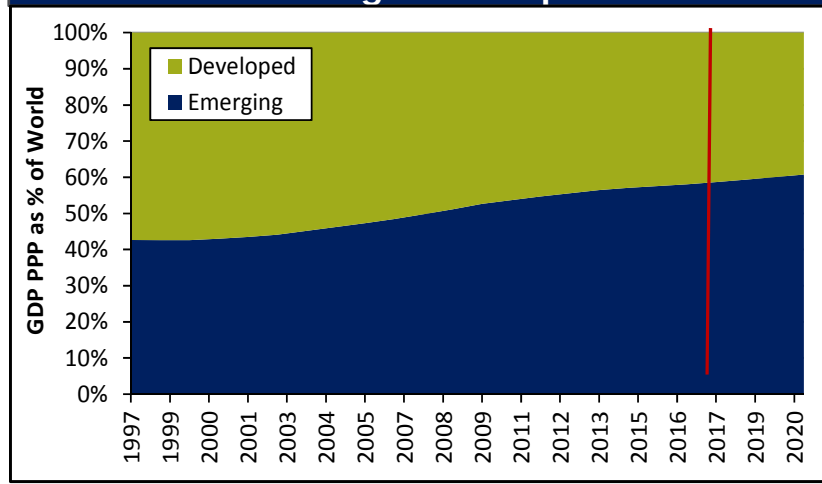
Source: Bloomberg, IMF

Account balances remain steady



Source: Bloomberg

EM continues trending higher as a percent of global output

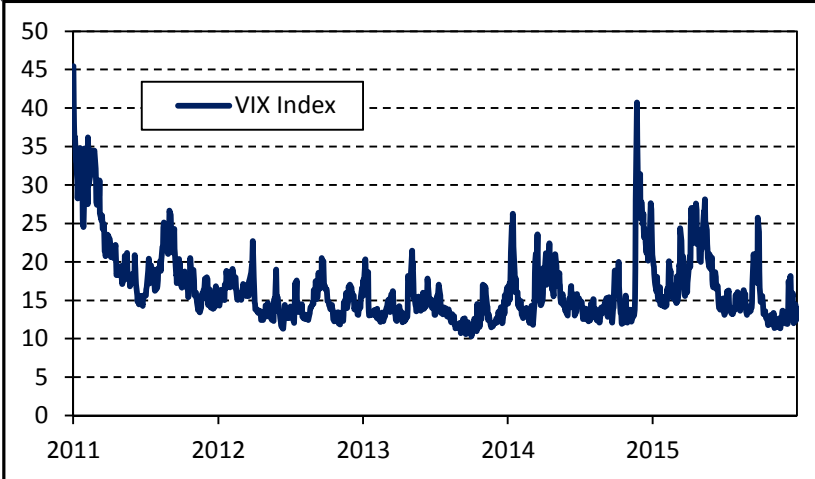


Source: Bloomberg, IMF



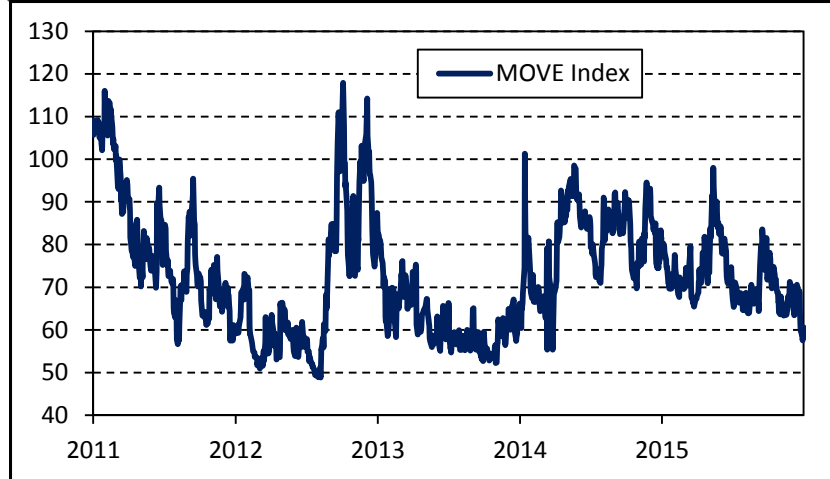
Volatility

Equity volatility seeing recent decrease



Source: Bloomberg, CBOE

Treasury volatility continues decreasing as a rate hike approaches



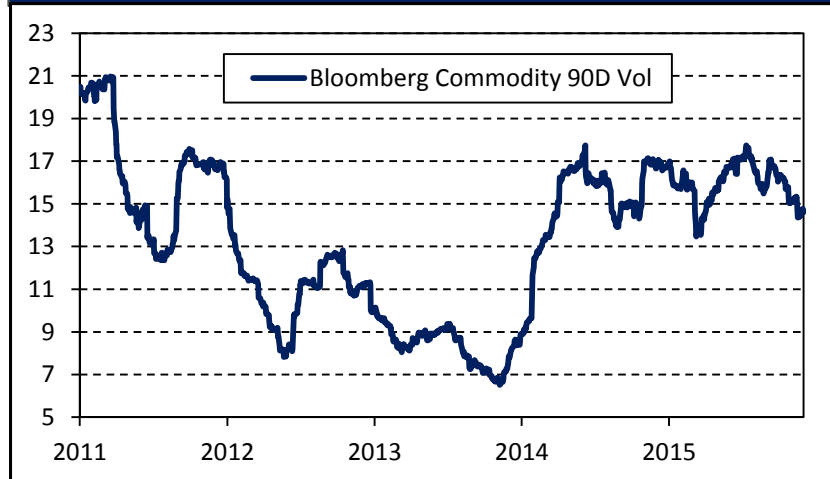
Source: Bloomberg, Merrill Lynch

Currency volatility remains elevated



Source: Bloomberg, Deutsche Bank

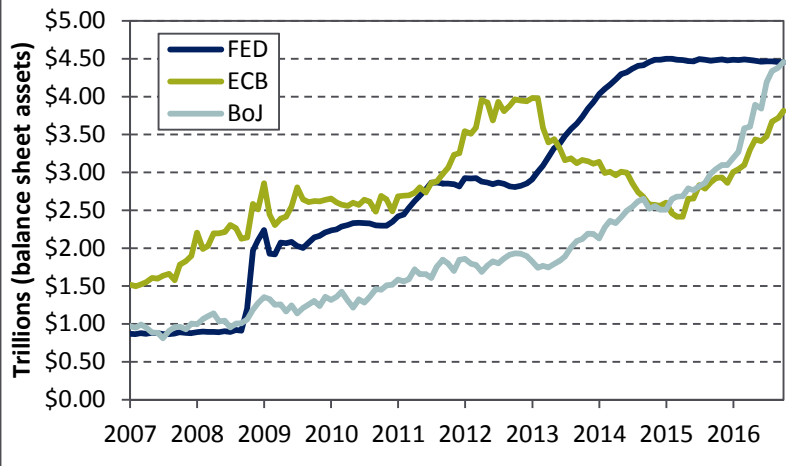
Commodity volatility continues to decline



Source: Bloomberg, Merrill Lynch

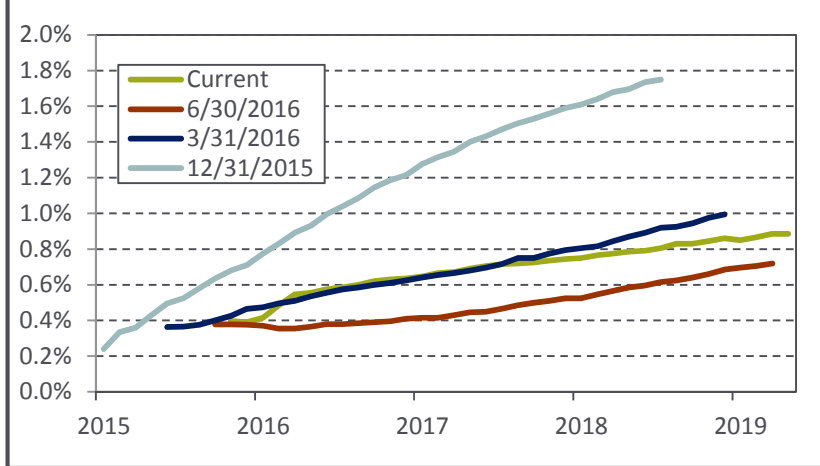
Central Banks

Central banks continue increasing balance sheet size



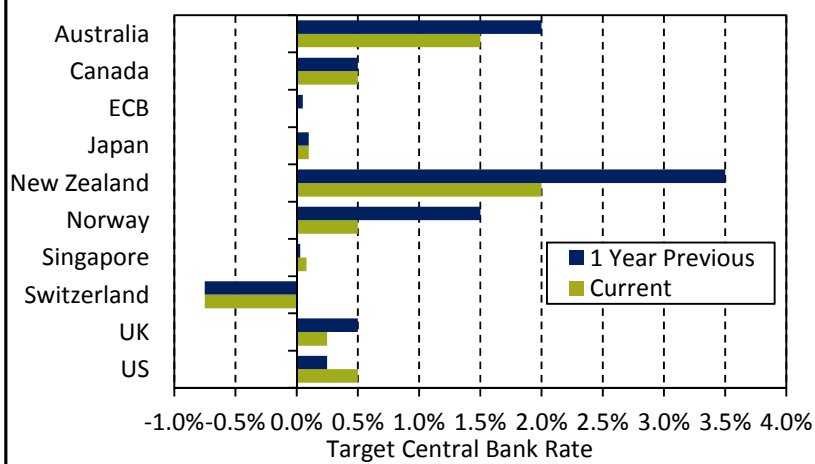
Source: Bloomberg, Federal Reserve, Bank of Japan, ECB, NEPC

Market expectations for interest rates echo the lower for longer sentiment



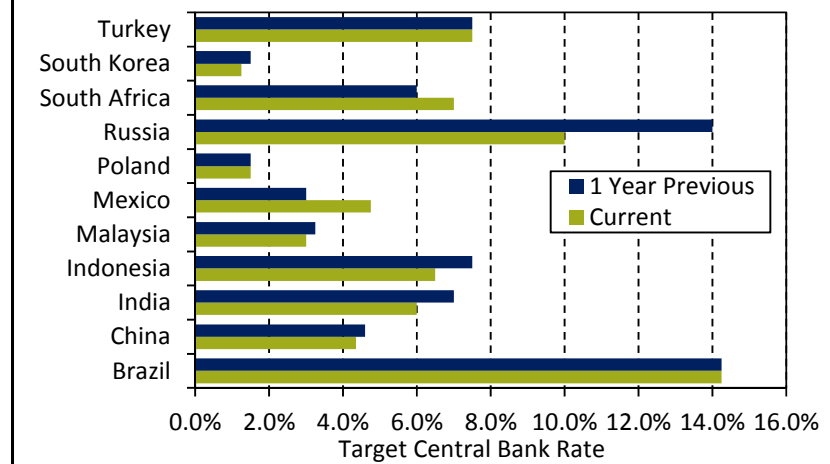
Source: Bloomberg, Federal Reserve

Developed market interest rates are mostly lower than one year previous



Source: Bloomberg

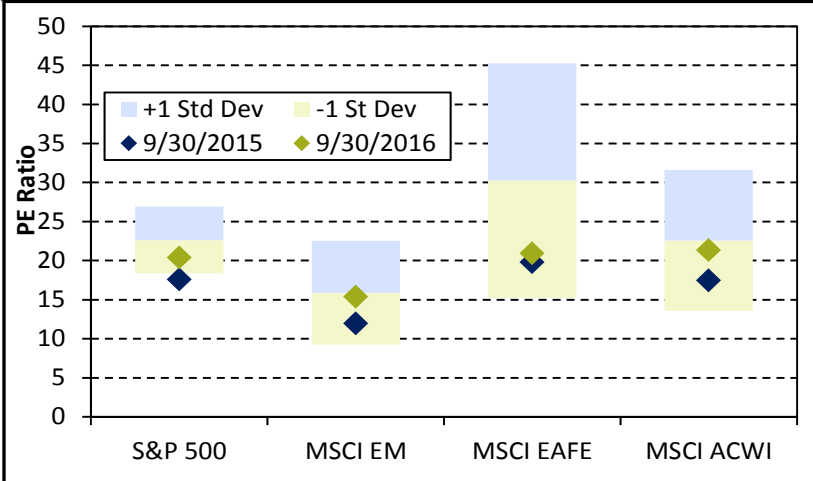
EM central bank policies vary by country-specific economic conditions



Source: Bloomberg

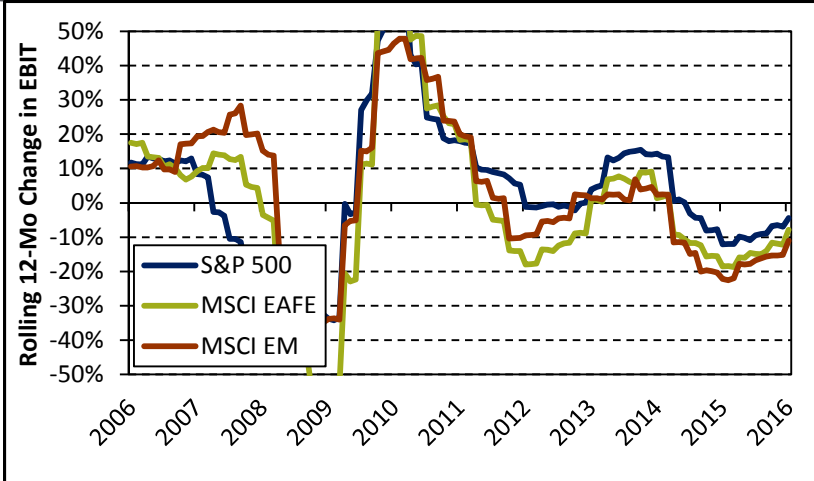
Global Equity

Global valuations increased over the year



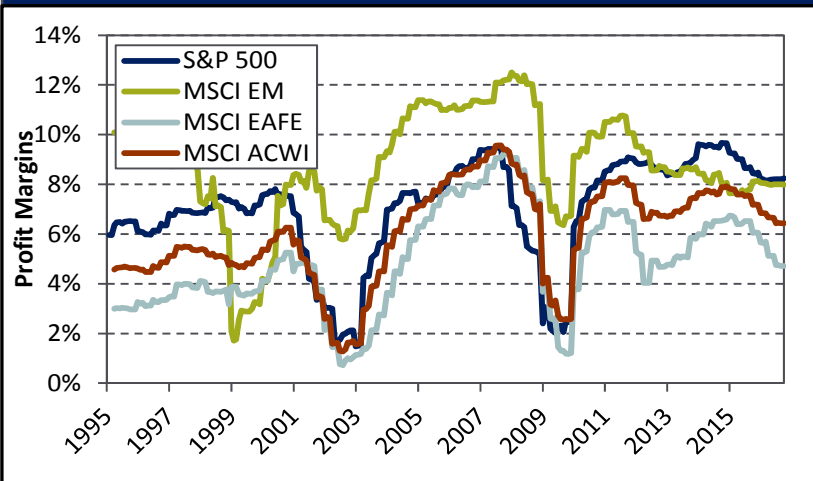
Source: Bloomberg, Standard and Poors, MSCI *MSCI EAFE is ex UK Telecom
*Standard deviation calculations based on 20 years of data

Earnings growth increases slightly



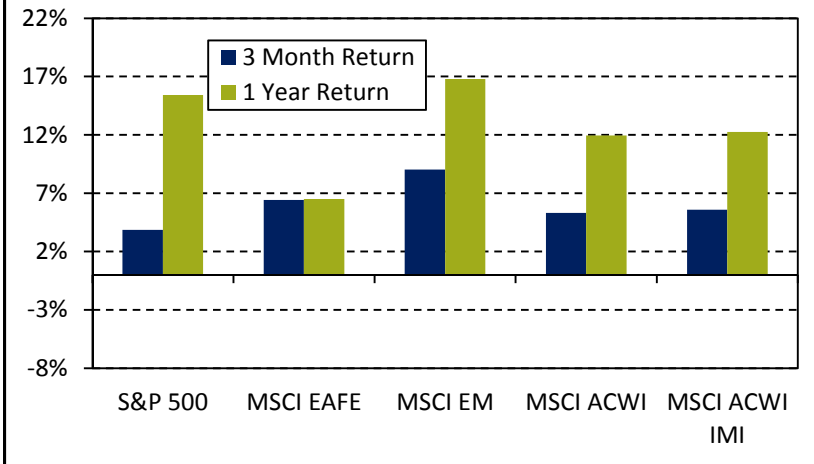
Source: Bloomberg, Standard and Poors, MSCI

Profit margins continue to decline



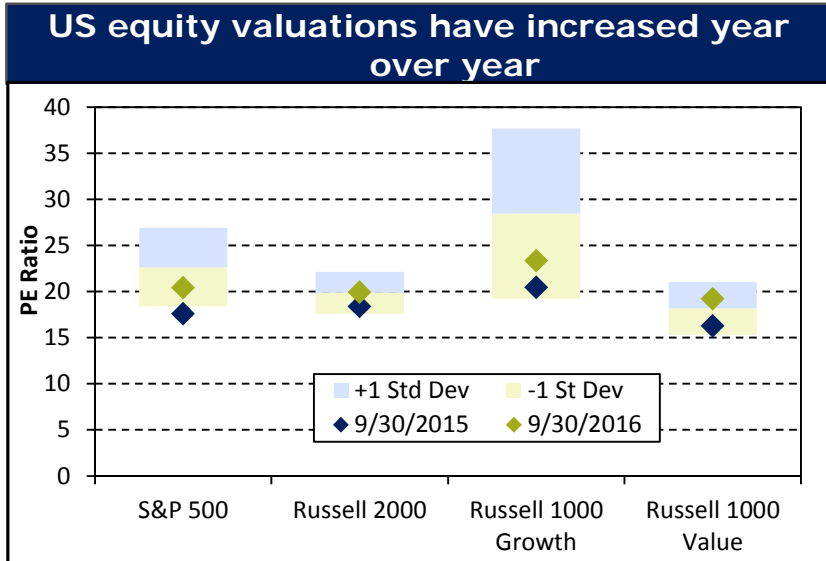
Source: Bloomberg, MSCI

Broadly positive short-term returns for global equity

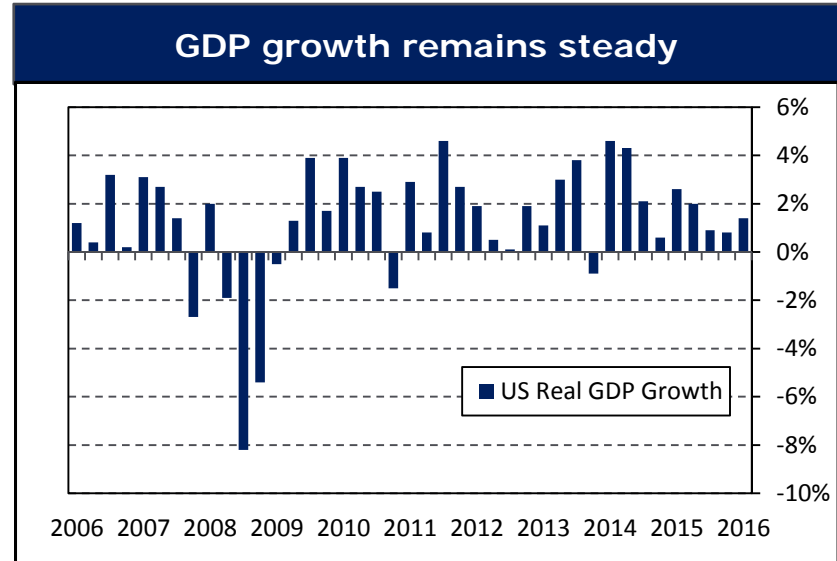


Source: Bloomberg, MSCI

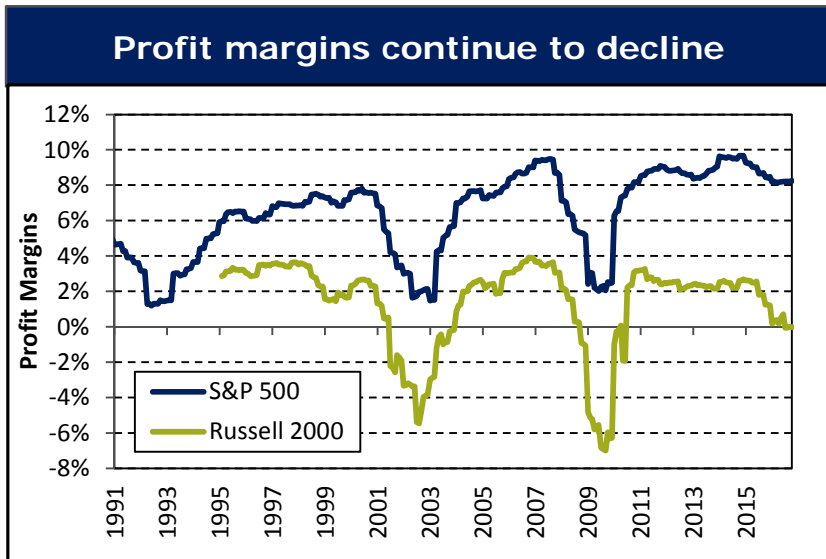
US Equity



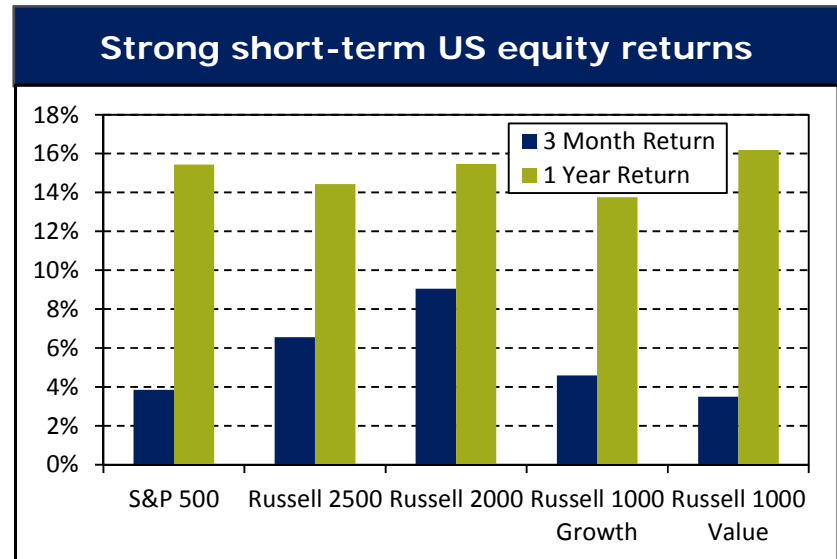
Source: Bloomberg, Standard and Poors, Russell *Russell 2000 PE is index adjusted positive* Standard deviation calculations based on 20 years of data



Source: Bloomberg, Bureau of Economic Analysis



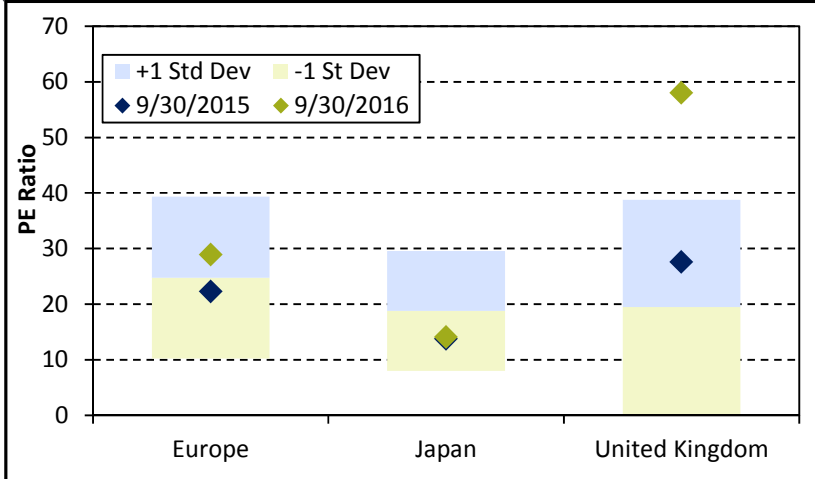
Source: Bloomberg, Standard and Poors, Russell



Source: Bloomberg, Standard and Poors, Russell

International Equity

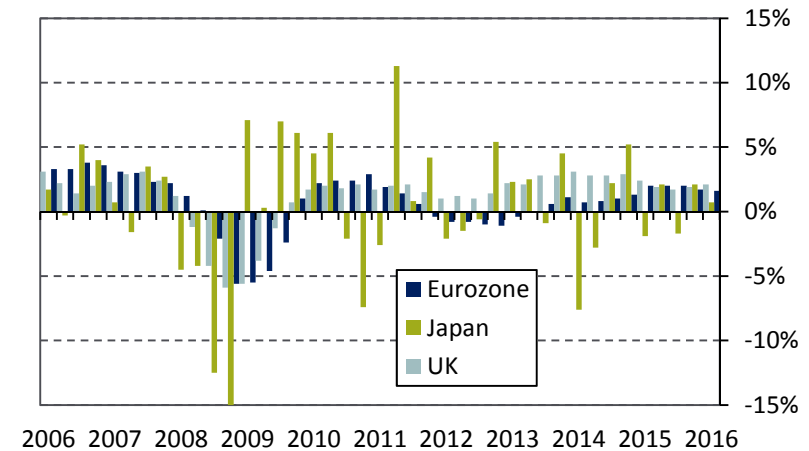
UK PE ratio remains elevated



Source: Bloomberg, MSCI, FTSE *UK represented by FTSE 100 Index

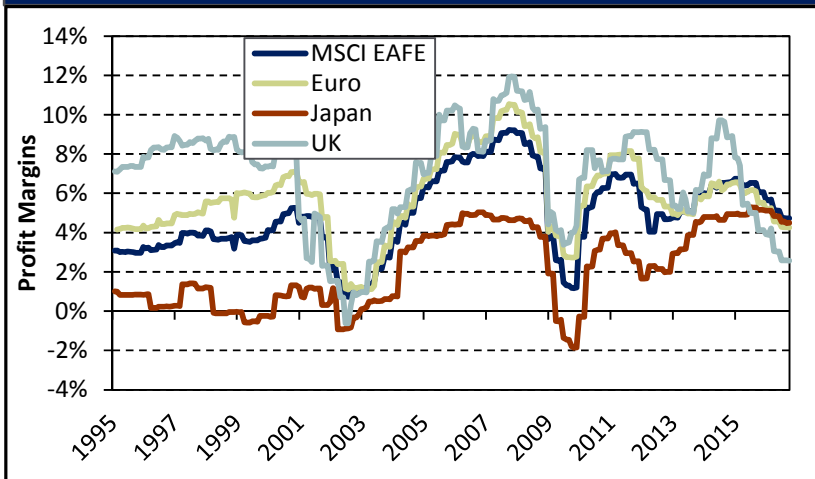
*Standard deviation calculations based on 20 years of data, with Europe since 12/1998

Global growth varies by country



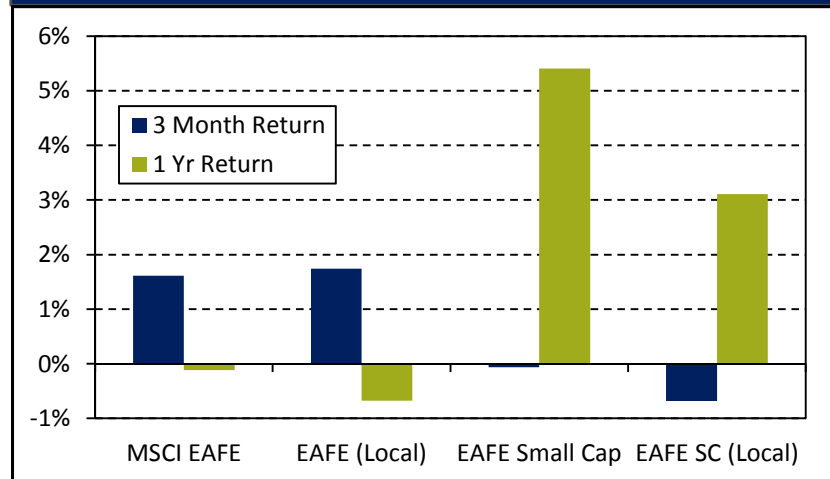
Source: Bloomberg

Margins continue to decline, particularly in the UK



Source: Bloomberg, MSCI

EAFE small cap returns have struggled in recent months

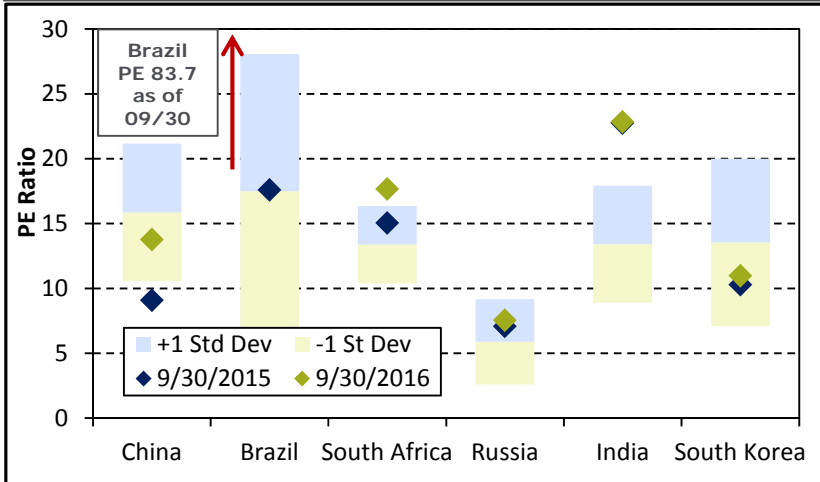


Source: Bloomberg, MSCI



Emerging Markets Equity

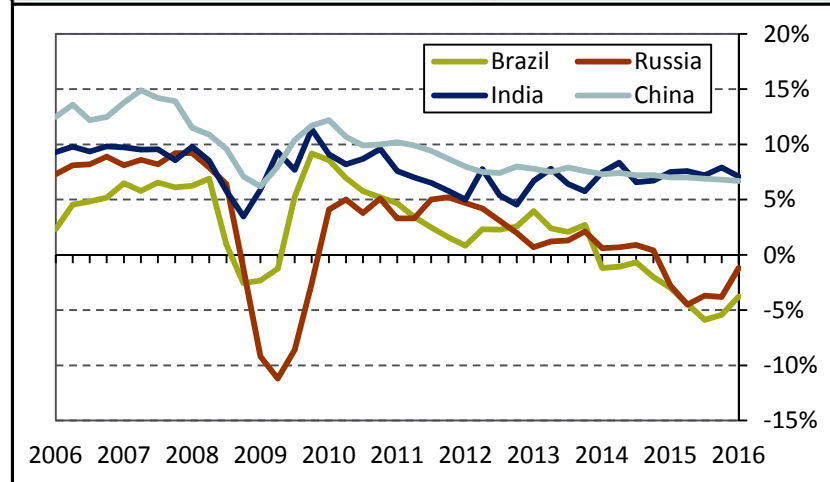
Regional valuations similar year over year with the exception of Brazil



Source: Bloomberg, MSCI

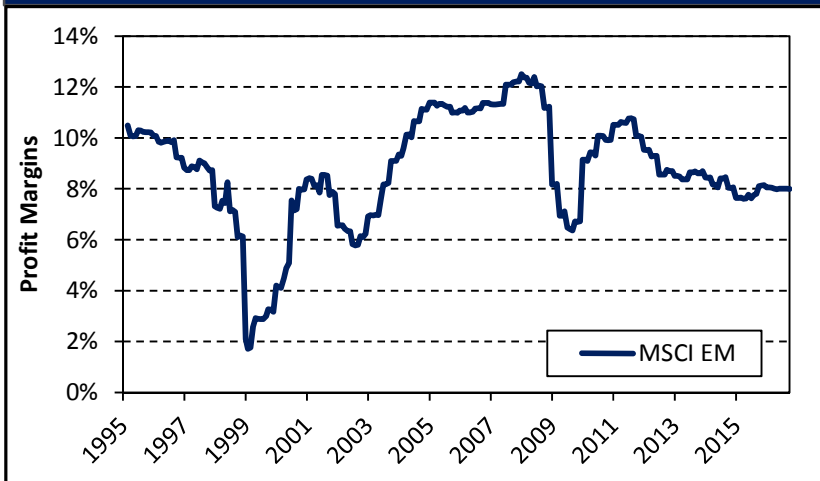
*Standard deviation calculations based on 20 years of data, with Russia since 01/1998

Russia and Brazil experience upward trends in growth



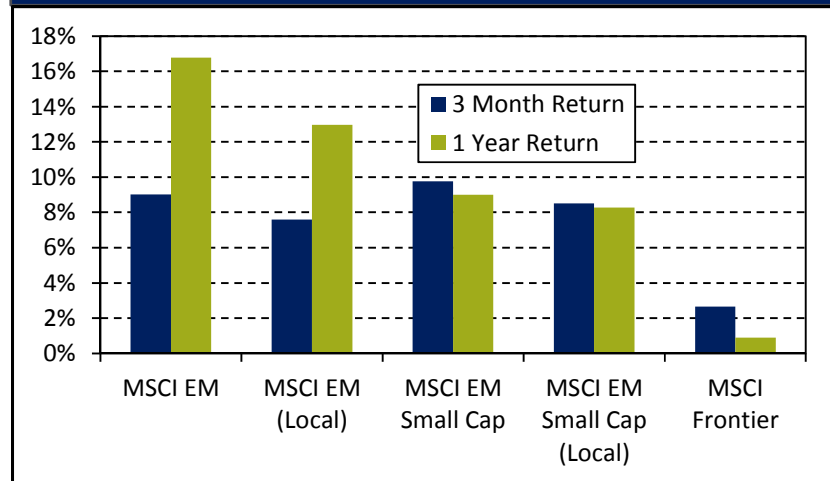
Source: Bloomberg

Profit margins in line with history



Source: Bloomberg, MSCI

Strong short-term returns for EM



Source: Bloomberg, MSCI

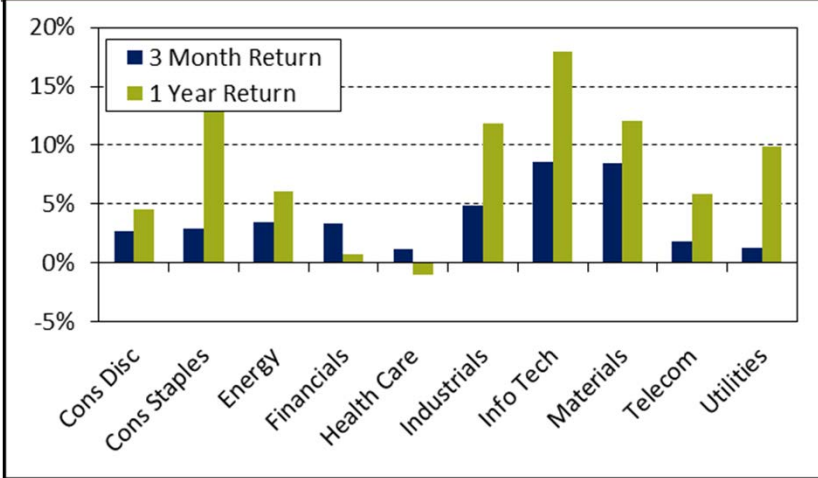


NEPC, LLC

September 30, 2016

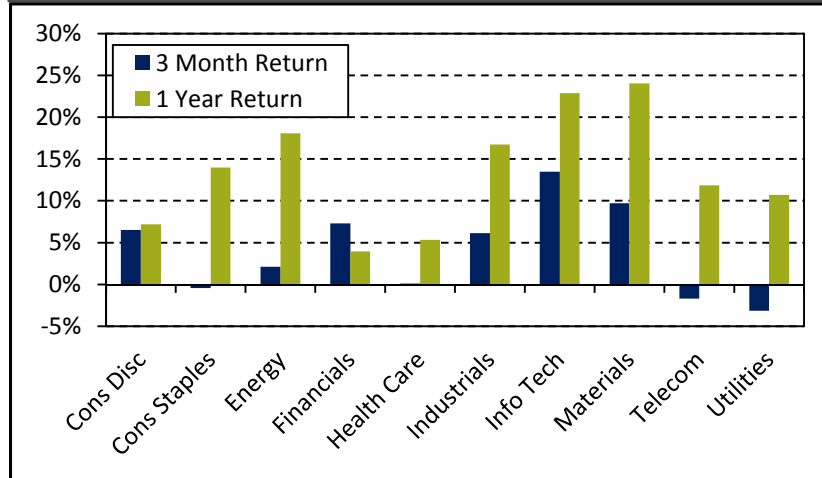
Global Equity by Sector

MSCI ACWI short-term returns driven by Info Tech and Materials



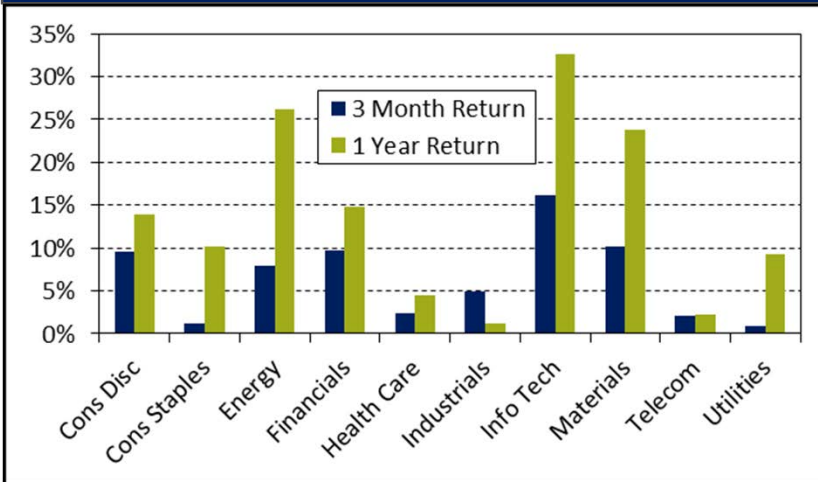
Source: Bloomberg, MSCI

S&P 500 sectors post broadly positive short-term returns



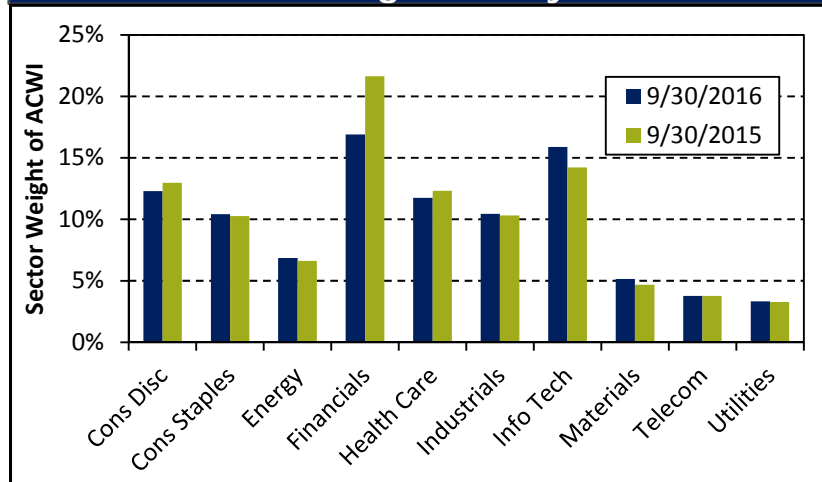
Source: Bloomberg, Standard and Poors

EM sectors posting strong short-term returns



Source: Bloomberg, MSCI

Financials sector weight has decreased significantly

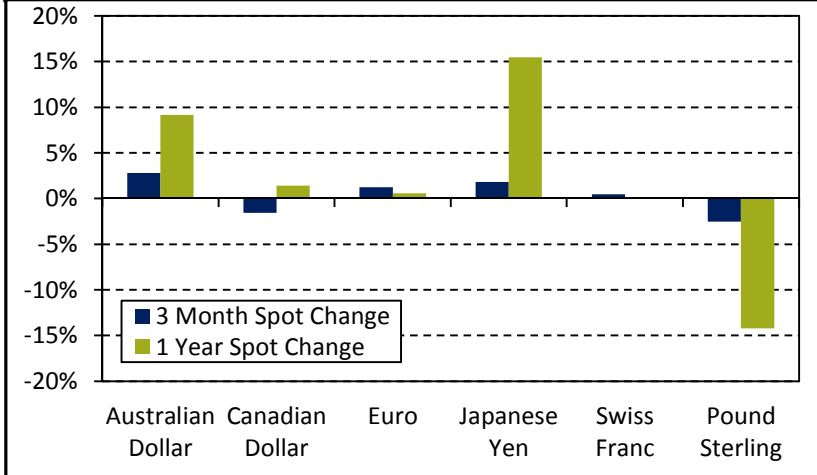


Source: Bloomberg, MSCI



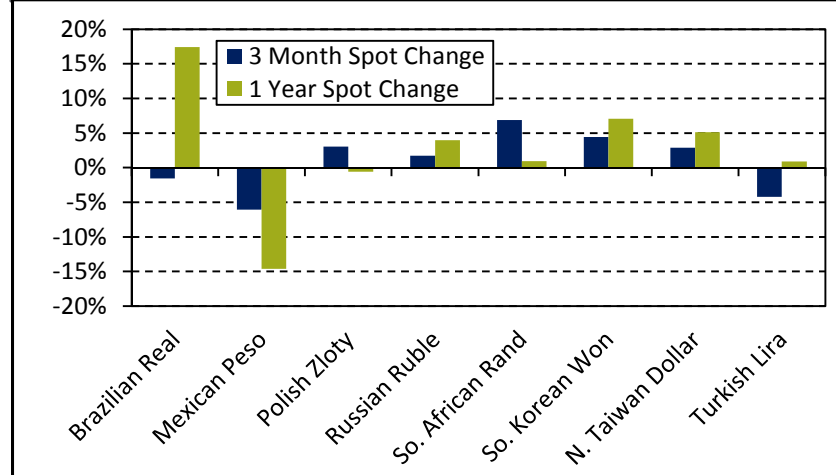
Currencies

Developed currencies experience mixed results versus the dollar



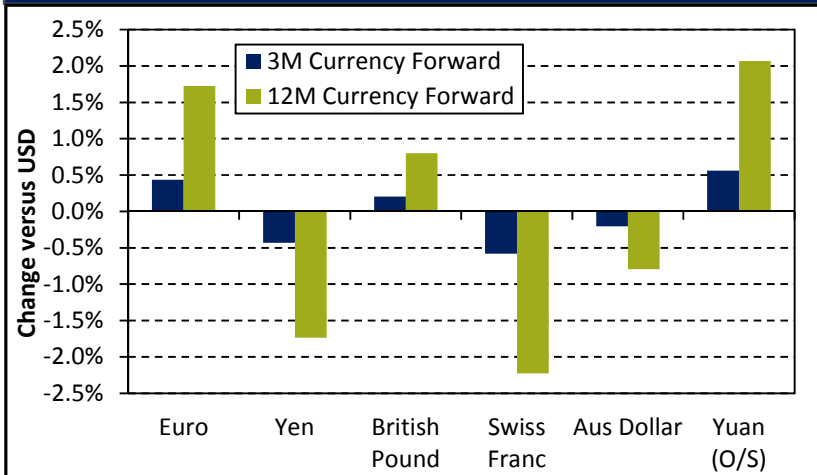
Source: Bloomberg

Diverse EM currency performance versus the dollar



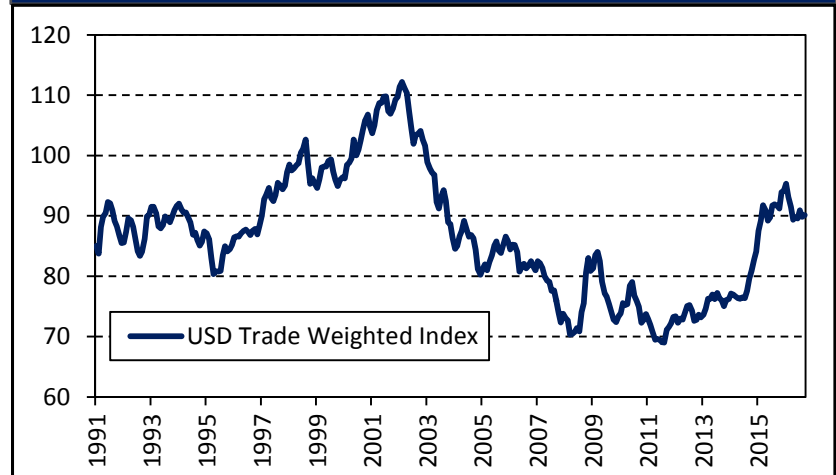
Source: Bloomberg

USD expectations vary across developed markets



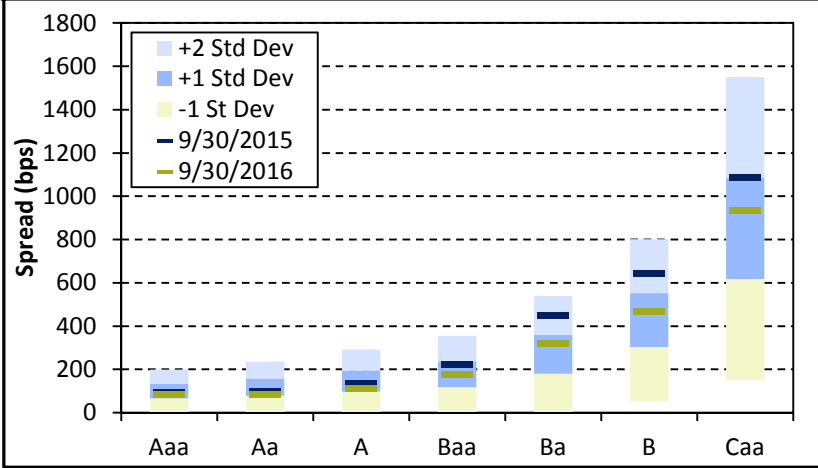
Source: Bloomberg

Dollar strength retreated slightly off highs



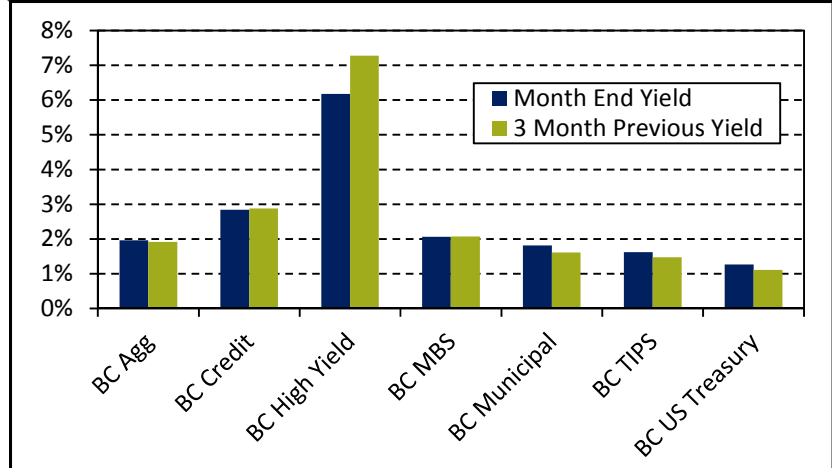
Source: Bloomberg, Federal Reserve

Spreads remain lower than the previous year



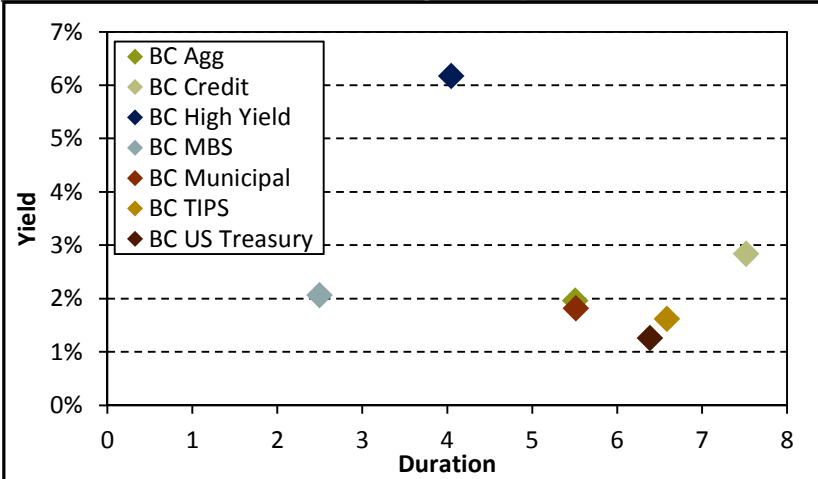
Source: Bloomberg, Barclays
*Standard deviation calculations based on 20 years of data

Except high yield, yields have remained similar over recent months



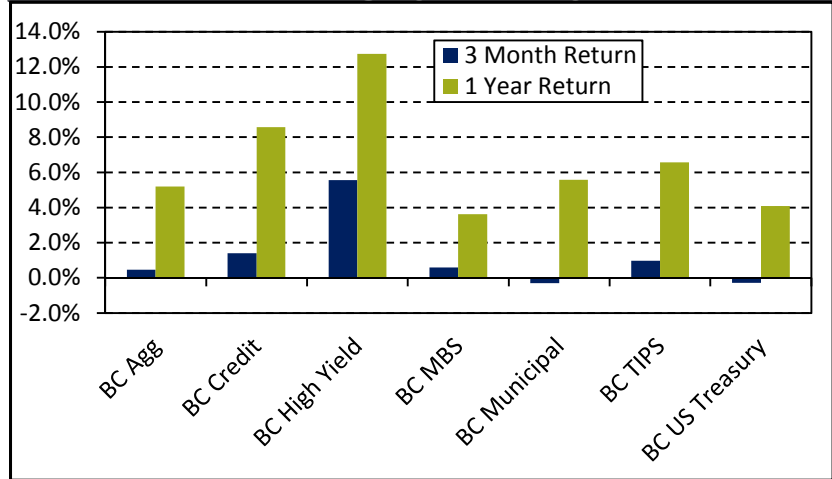
Source: Bloomberg, Barclays

TIPS look attractive among similar duration/yield profiles



Source: Bloomberg, Barclays

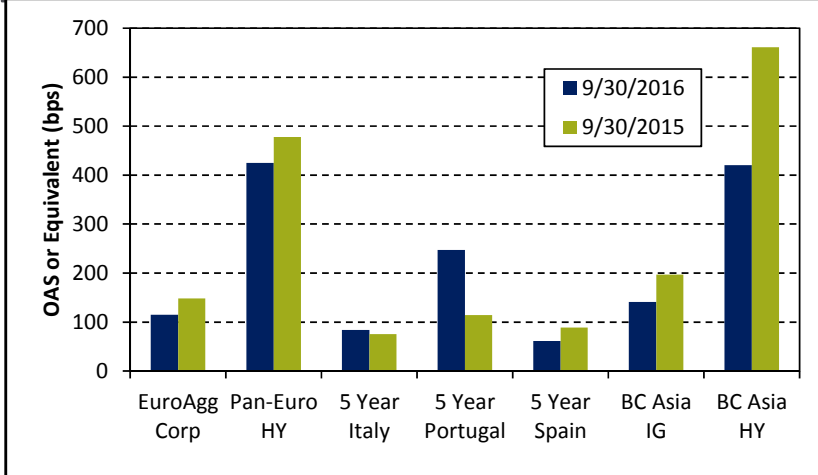
Relatively flat returns except the credit and high yield rally



Source: Bloomberg, Barclays

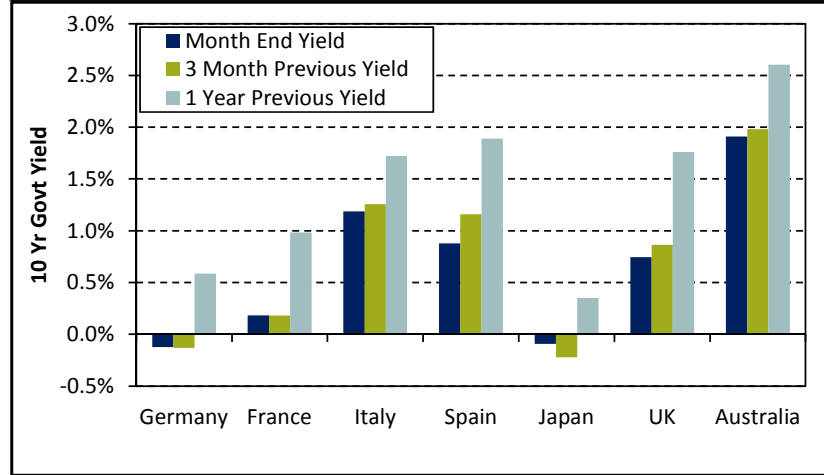
International Developed Fixed Income

European periphery yields vary relative to Germany



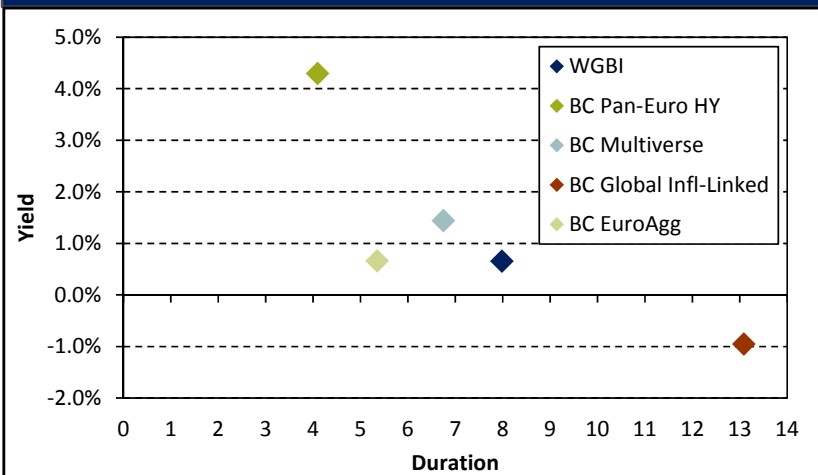
Source: Barclays, Bloomberg, *European periphery spreads are over equivalent German Bund

Global yields continue to fall with the exception of Japan



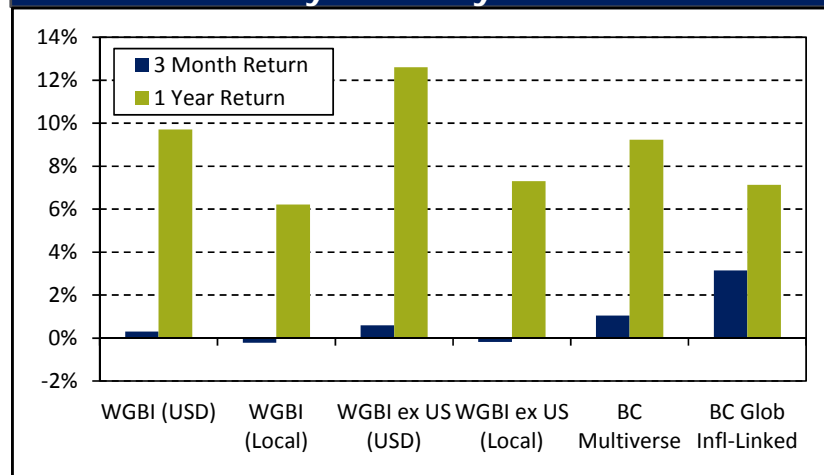
Source: Bloomberg

Low global yields relative to duration



Source: Bloomberg, Citigroup, Barclays

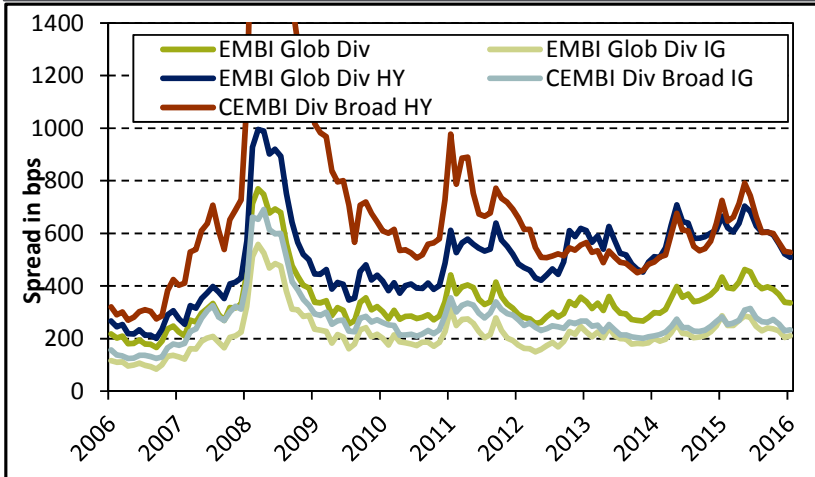
Global bond returns are heavily influenced by currency returns



Source: Bloomberg, Citigroup, Barclays

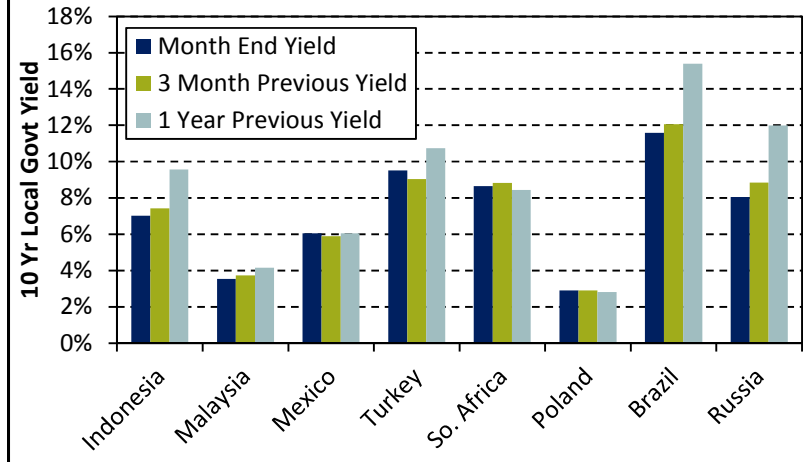
Emerging Markets Fixed Income

Spreads continue to decline



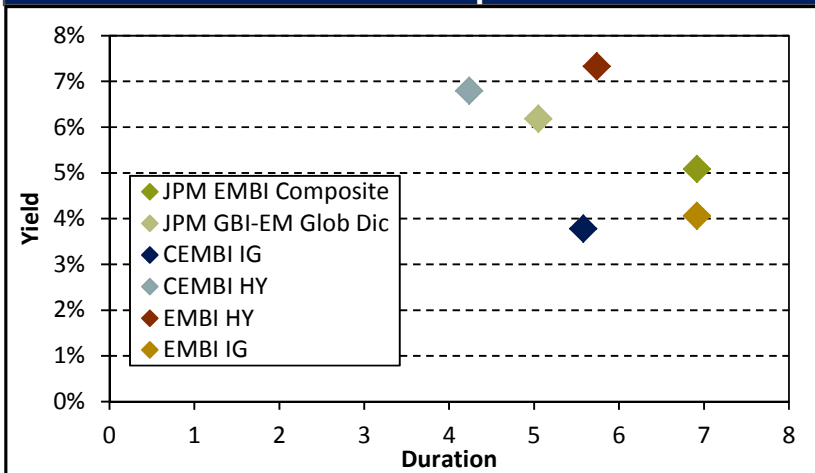
Source: Bloomberg, JP Morgan

EM local bond yields have declined for more volatile markets



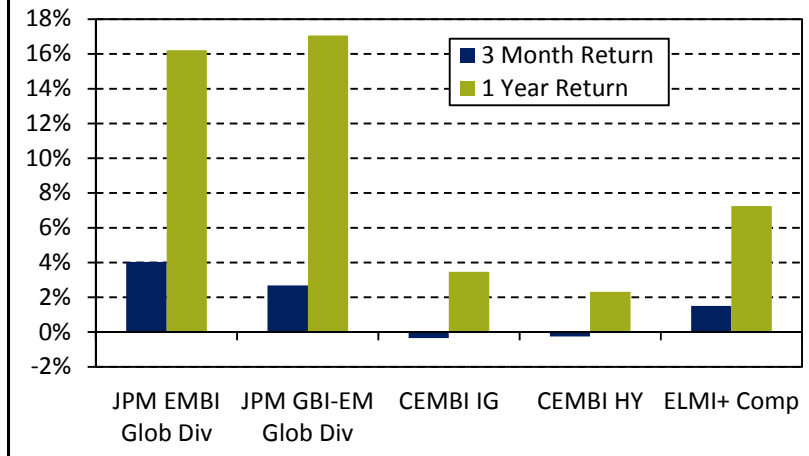
Source: Bloomberg

EM yields remain attractive versus global counterparts



Source: Bloomberg, JP Morgan

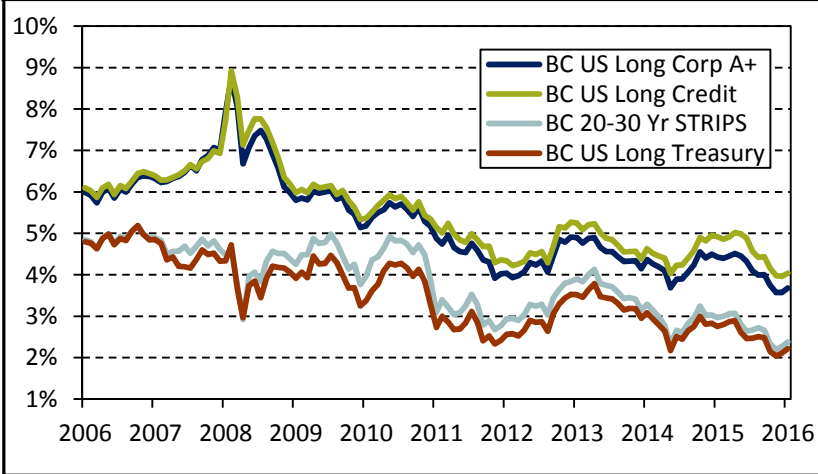
EM debt continues to perform well



Source: Bloomberg, JP Morgan

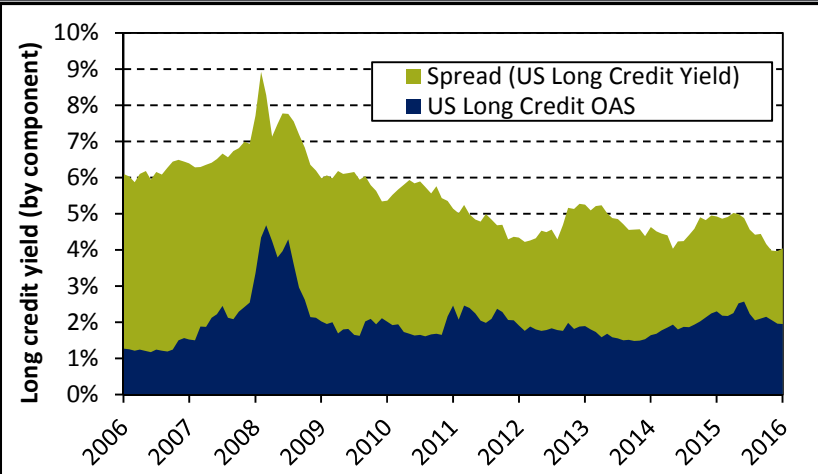
Long Rates and Liability

Long duration yields continue to decline



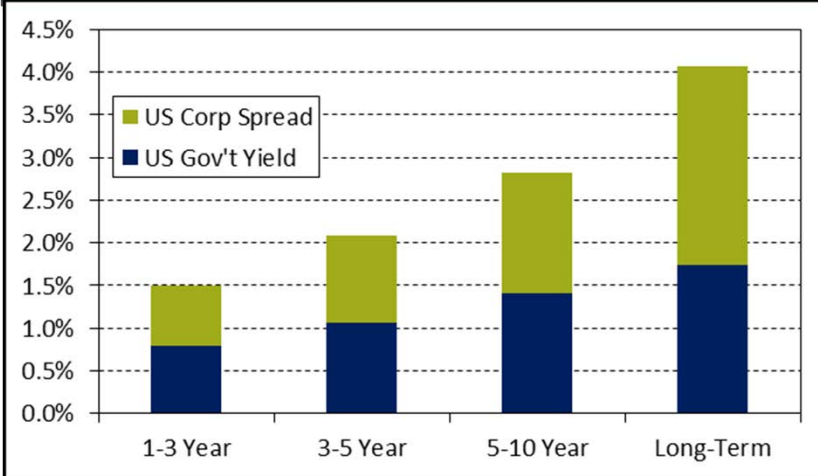
Source: Bloomberg, Citigroup, Barclays

Lower yields driven by real rates



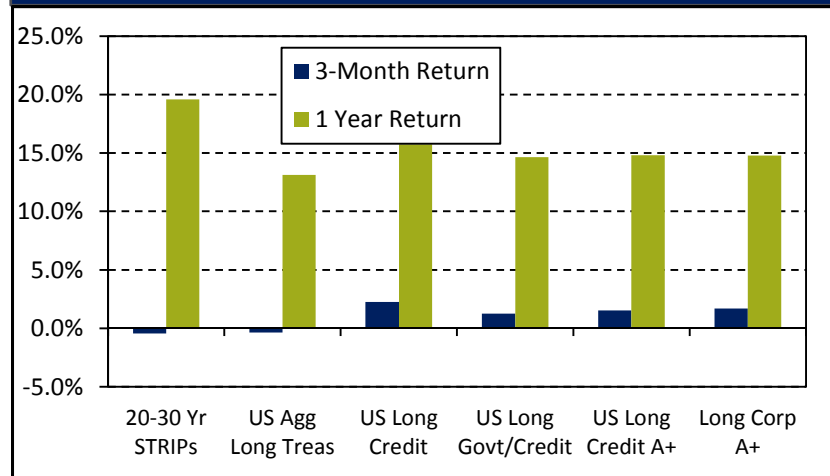
Source: Bloomberg, US Treasury, Barclays, NEPC

Yield and spread components continue to offer modest returns



Source: Bloomberg, Barclays

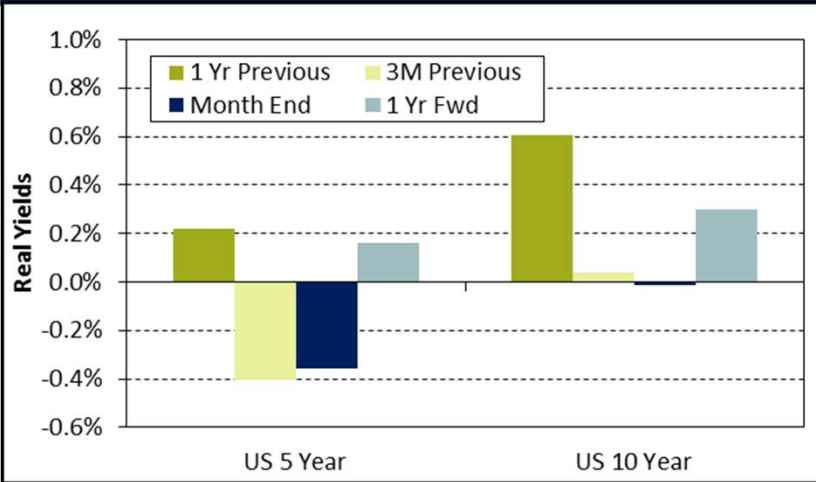
Long duration short-term returns are flat



Source: Bloomberg, Barclays

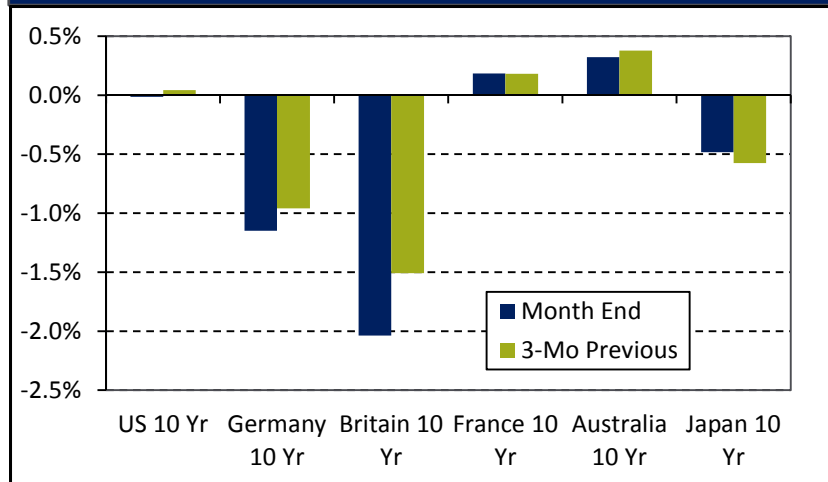
Inflation and Real Rates

US real yields have decreased



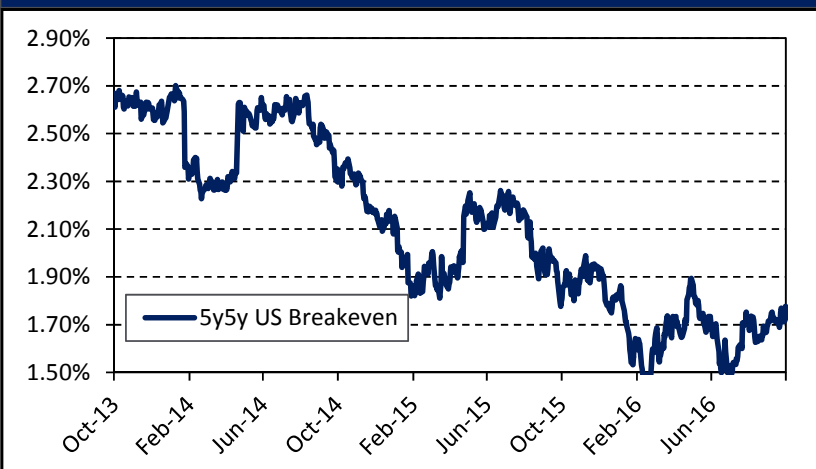
Source: Bloomberg

Global real yields dip even lower



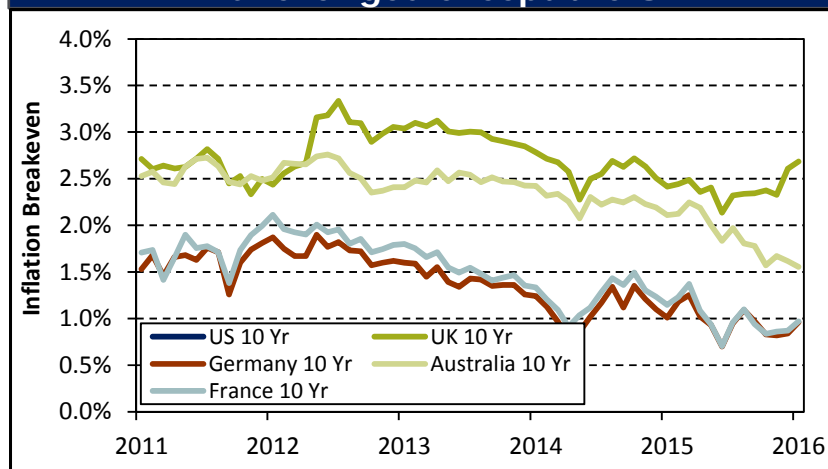
Source: Bloomberg

US inflation expectations remain low



Source: Bloomberg

Global inflation expectations remain mostly unchanged except the UK

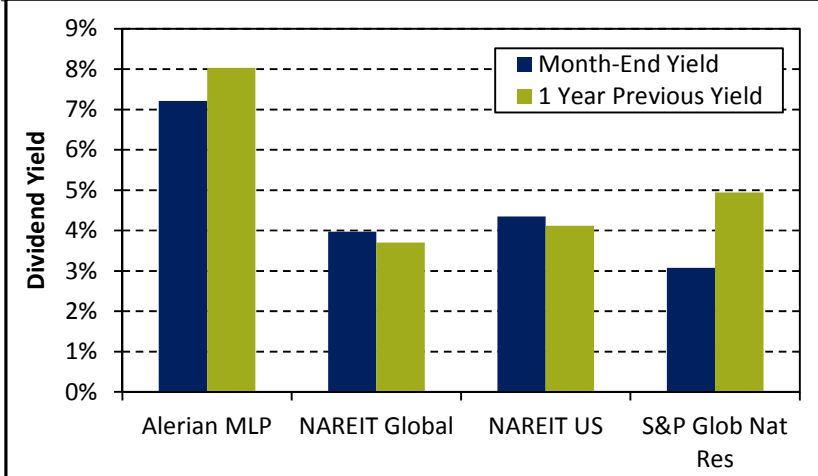


Source: Bloomberg



Inflation Sensitive Growth Assets

Yields remain similar to the previous year



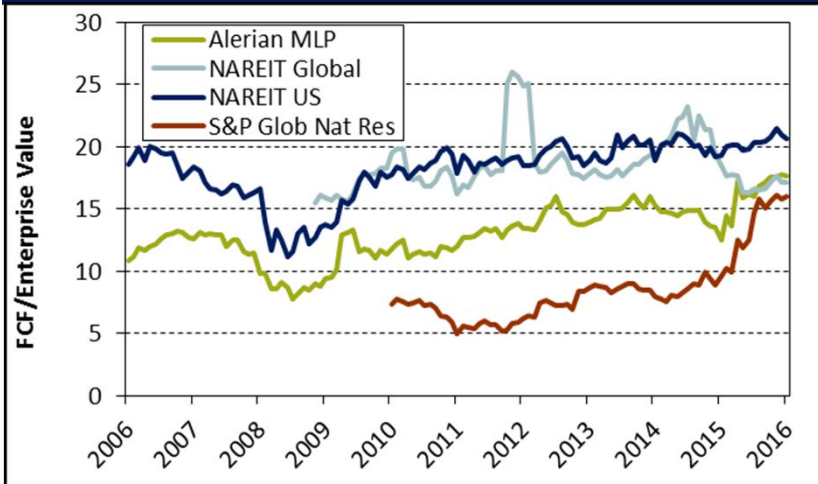
Source: Bloomberg, Alerian, Nareit, Standard and Poors

Sustained recovery in commercial real estate occupancy rates



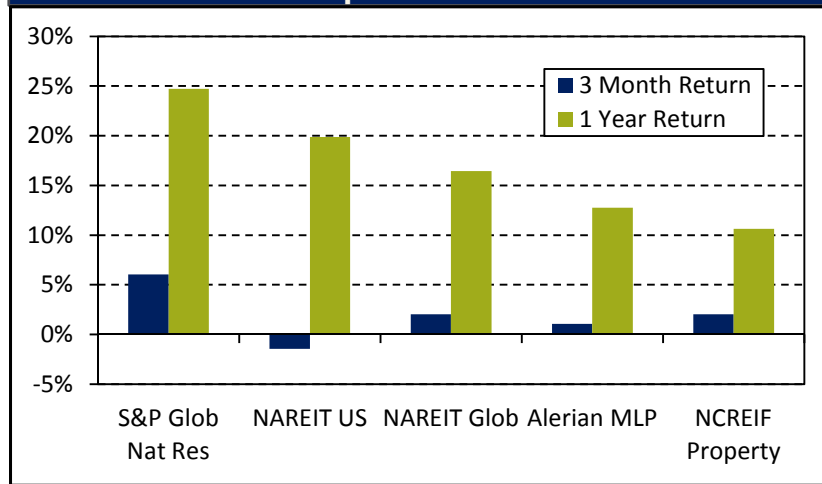
Source: NCREIF

Valuations remain steady



Source: Bloomberg, US Census Bureau

REITs exhibit mixed short-term performance

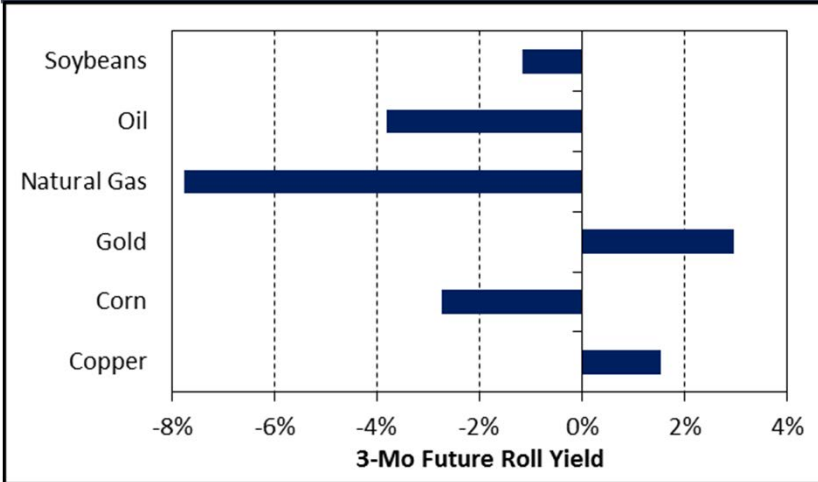


Source: Bloomberg, Alerian, Nareit, Standard and Poors



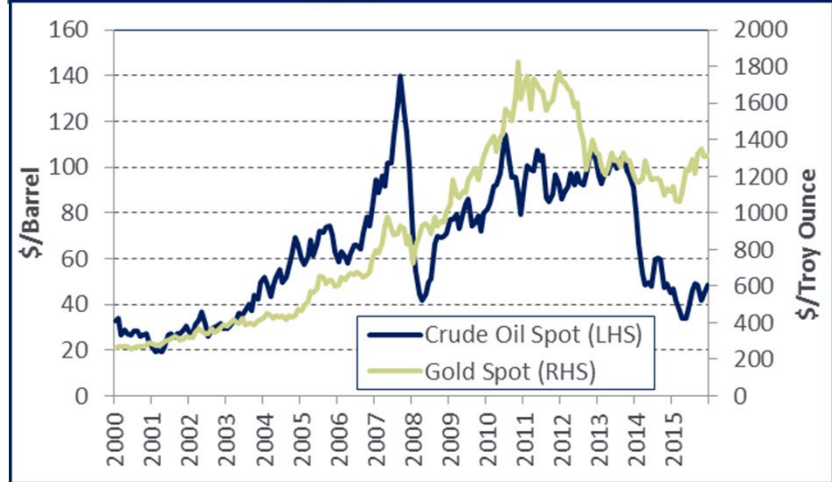
Commodities

Negative roll yields remain a hurdle for investing directly in oil and natural gas



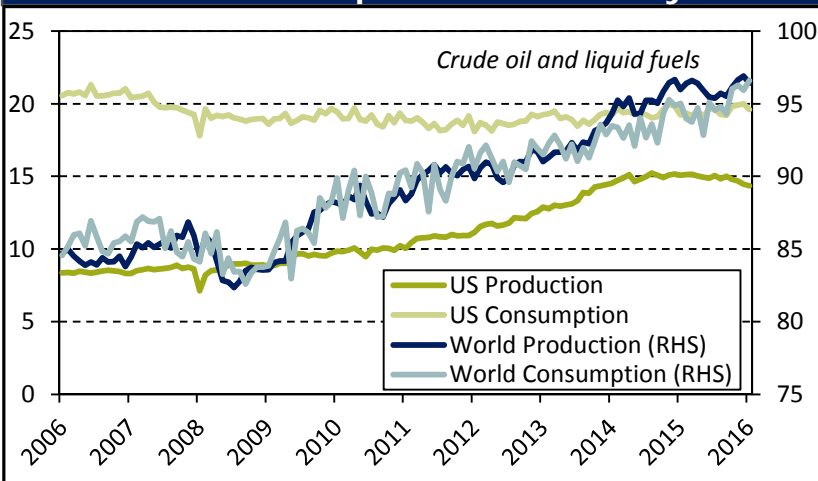
Source: Bloomberg

Recent spike in gold and decline in oil as oversupply concerns continue



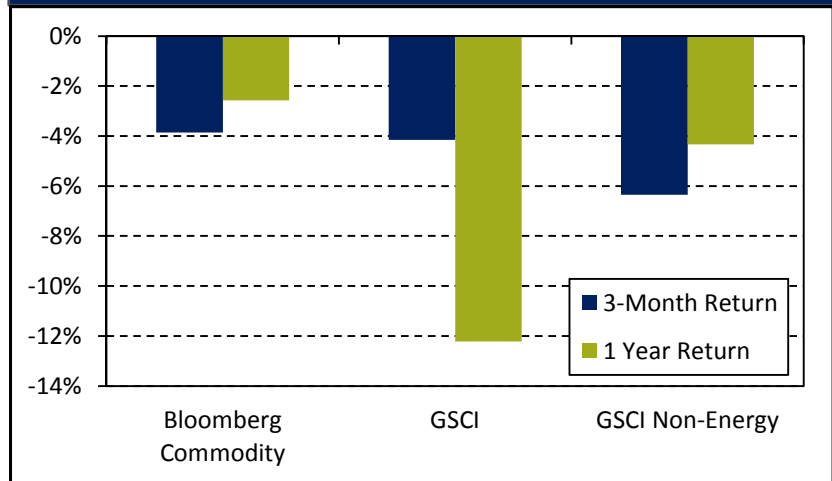
Source: Bloomberg

Recent decline in world production as consumption holds steady



Source: Bloomberg, US Department of Energy *Crude oil and liquid fuels

Commodity indices continue to decline



Source: Bloomberg, Standard and Poors

- **Past performance is no guarantee of future results.**
- **The goal of this report is to provide a basis for monitoring financial markets. The opinions presented herein represent the good faith views of NEPC as of the date of this report and are subject to change at any time.**
- **Information on market indices was provided by sources external to NEPC. While NEPC has exercised reasonable professional care in preparing this report, we cannot guarantee the accuracy of all source information contained within.**
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Information Disclaimer and Reporting Methodology

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- Past performance is no guarantee of future results.
- All investments carry some level of risk. Diversification and other asset allocation techniques are not guaranteed to ensure profit or protect against losses.
- NEPC's source for portfolio pricing, calculation of accruals, and transaction information is the plan's custodian bank. Information on market indices and security characteristics is received from other sources external to NEPC. While NEPC has exercised reasonable professional care in preparing this report, we cannot guarantee the accuracy of all source information contained within.
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- The client's custodian bank is NEPC's preferred data source unless otherwise directed. NEPC generally reconciles custodian data to manager data. If the custodian cannot provide accurate data, manager data may be used.
- Trailing time period returns are determined by geometrically linking the holding period returns, from the first full month after inception to the report date. Rates of return are annualized when the time period is longer than a year. Performance is presented gross and/or net of manager fees as indicated on each page.
- For managers funded in the middle of a month, the "since inception" return will start with the first full month, although actual inception dates and cash flows are taken into account in all Composite calculations.
- This report may contain forward-looking statements that are based on NEPC's estimates, opinions and beliefs, but NEPC cannot guarantee that any plan will achieve its targeted return or meet other goals.



NEPC, LLC

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Ventura County Employees' Retirement Association

Second Quarter 2016 Private Markets Review – Private Equity

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Information Disclosure

- NEPC, LLC uses, as its data source, the Plan's fund manager and custodian bank or fund service company, and NEPC, LLC relies on those sources for all transactions, including capital calls, distributions, income/expense and reported values. While NEPC, LLC has exercised reasonable professional care in preparing this report, we cannot guarantee the accuracy of all source information contained within.
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October 18, 2016

Board of Administration
 Ventura County Employees' Retirement Association
 1190 South Victoria Ave., Suite 200
 Ventura, CA 93003

RE: Second Quarter 2016 Private Markets Review – Private Equity

Dear Board of Administration Members:

We are pleased to present the June 30, 2016 Private Equity Performance Report for the Ventura County Employees' Retirement Association ("VCERA" or the "Plan"). The report provides a variety of performance analyses for the overall portfolio in addition to trailing period performance and performance by investment stage, vintage year, and investment strategy.

VCERA's private equity portfolio experienced a positive quarter, earning a nominal IRR of 2.77% and a one year return of 6.66%. The annualized IRR of the private equity portfolio since inception (May 2010) was 14.28% at quarter end. Since inception, the Total Value to Paid In multiple (current valuation plus cumulative distributions, divided by total capital calls) was 1.31.

The following table presents the status of the VCERA private equity portfolio as of June 30, 2016:

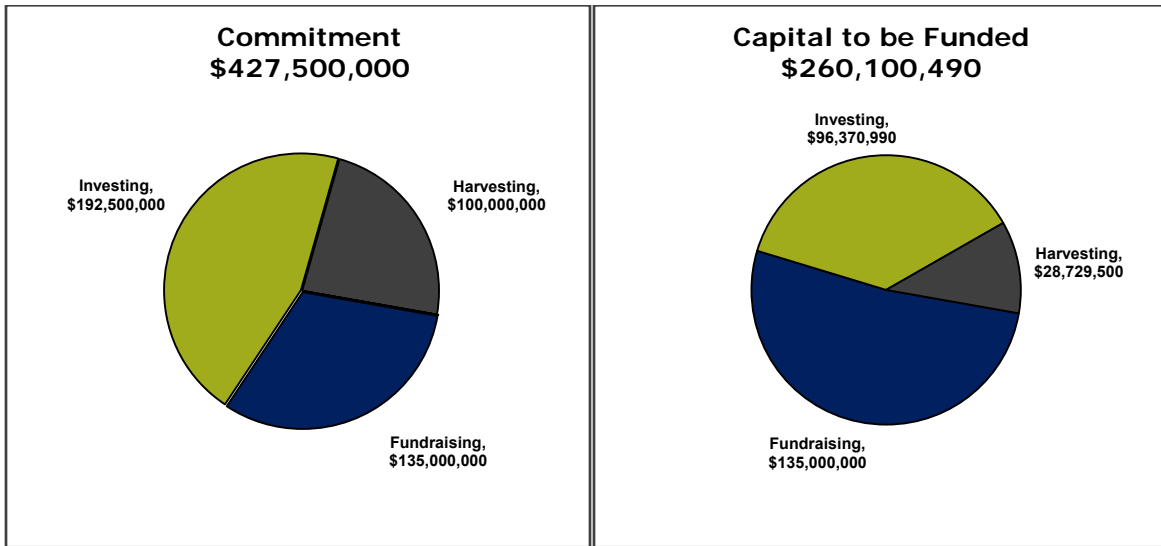
Total Commitments	Terminated Commitments	Paid In Capital	Cumulative Distributions	Reported Value	Call Ratio	Distribution Ratio
\$427,500,000	\$0	\$167,399,510	\$56,575,425	\$162,265,229	39%	0.34

Unfunded Commitment	Market Exposure (Reported Value + Unfunded Commitment)	Total Fund Market Value as of 6/30/2016	Private Equity Target	Reported Value as a % of Total Fund	Market Exposure as a % Total Fund
\$260,100,490	\$422,365,719	\$4,367,190,644	10%	3.7%	9.7%

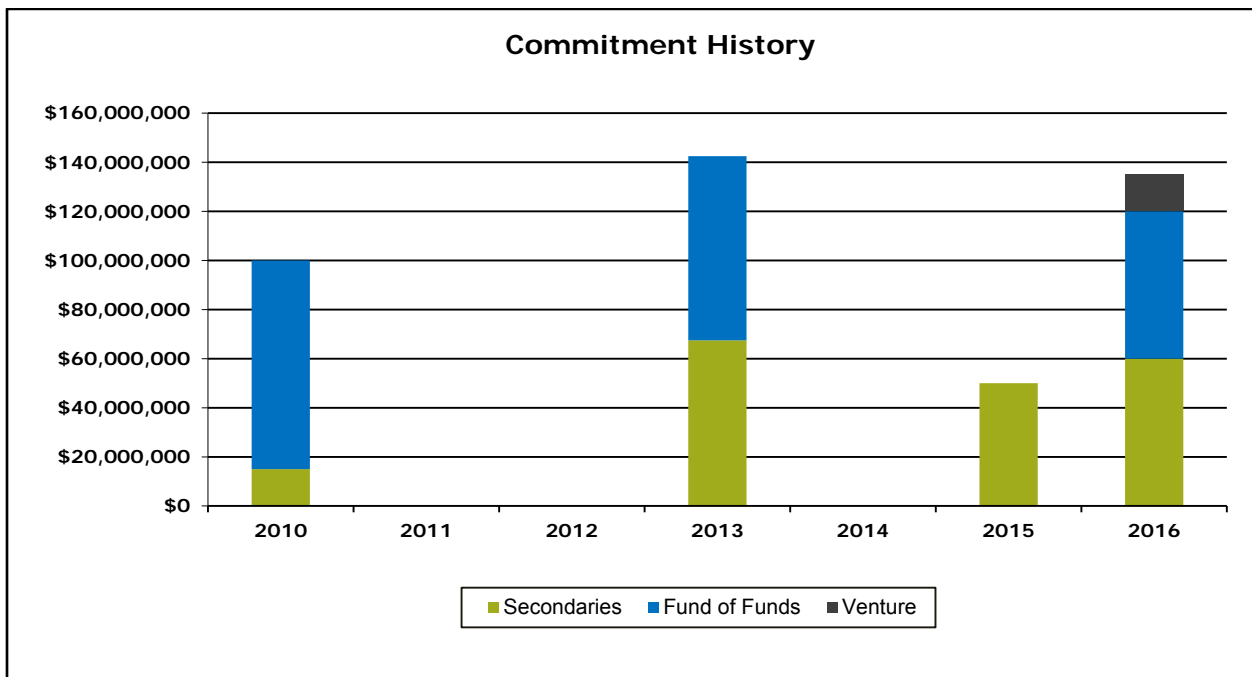
Total Value (Reported Value + Cumulative Distributions)	Total Value To Paid In Ratio	Internal Rate of Return (IRR), Since Inception (May 2010)
\$218,840,654	1.31	14.3%



At quarter end, VCERA had commitments totaling \$427.5 million to 11 private equity funds. Of the 11 funds in the portfolio, 3 are in the fundraising stage, 3 are in the investing stage and 5 are in the harvesting stage. The following charts illustrate the program's current life cycle.

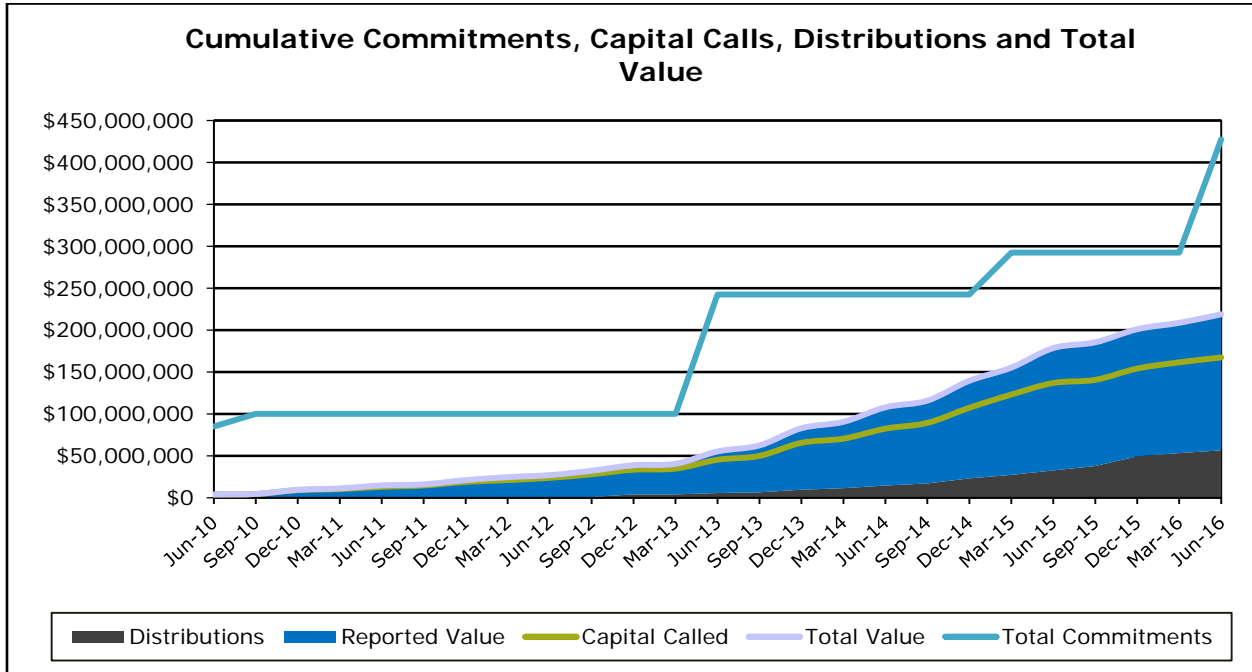


The following chart illustrates the commitment history of the private equity program since inception.

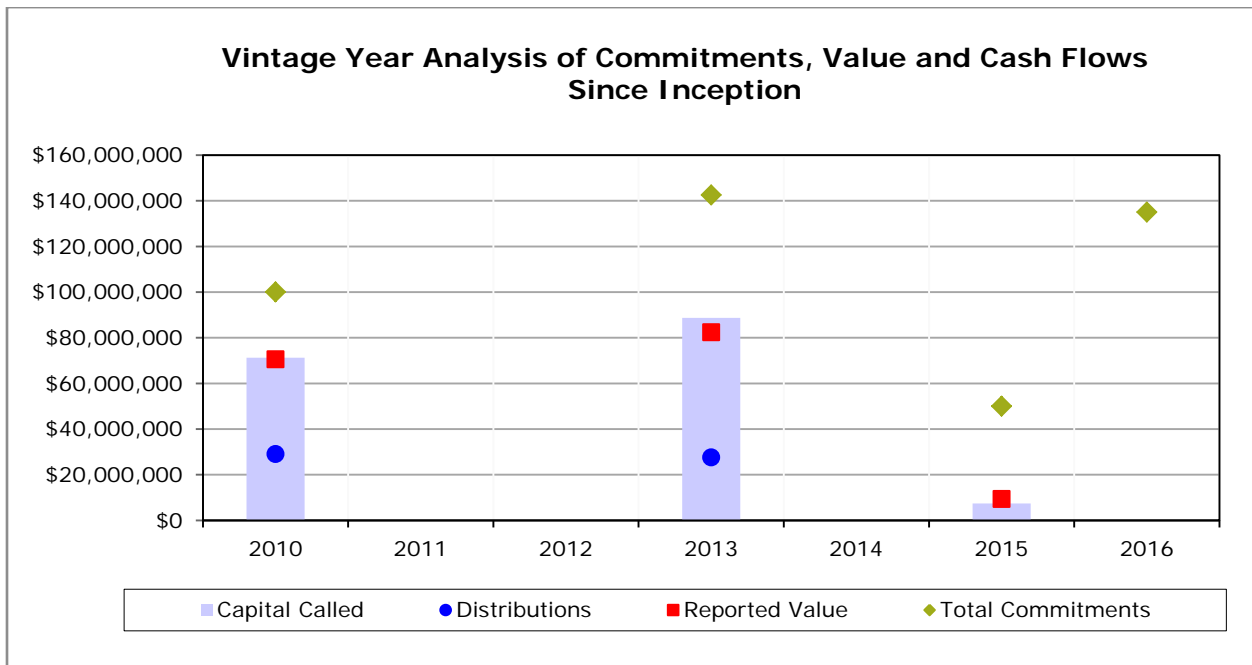




The following chart illustrates the cumulative commitment history, cumulative capital calls, cumulative distributions and reported value of the private equity program since inception.



The following chart provides an analysis of vintage year performance, comparing capital calls to distributions and reported value since inception.

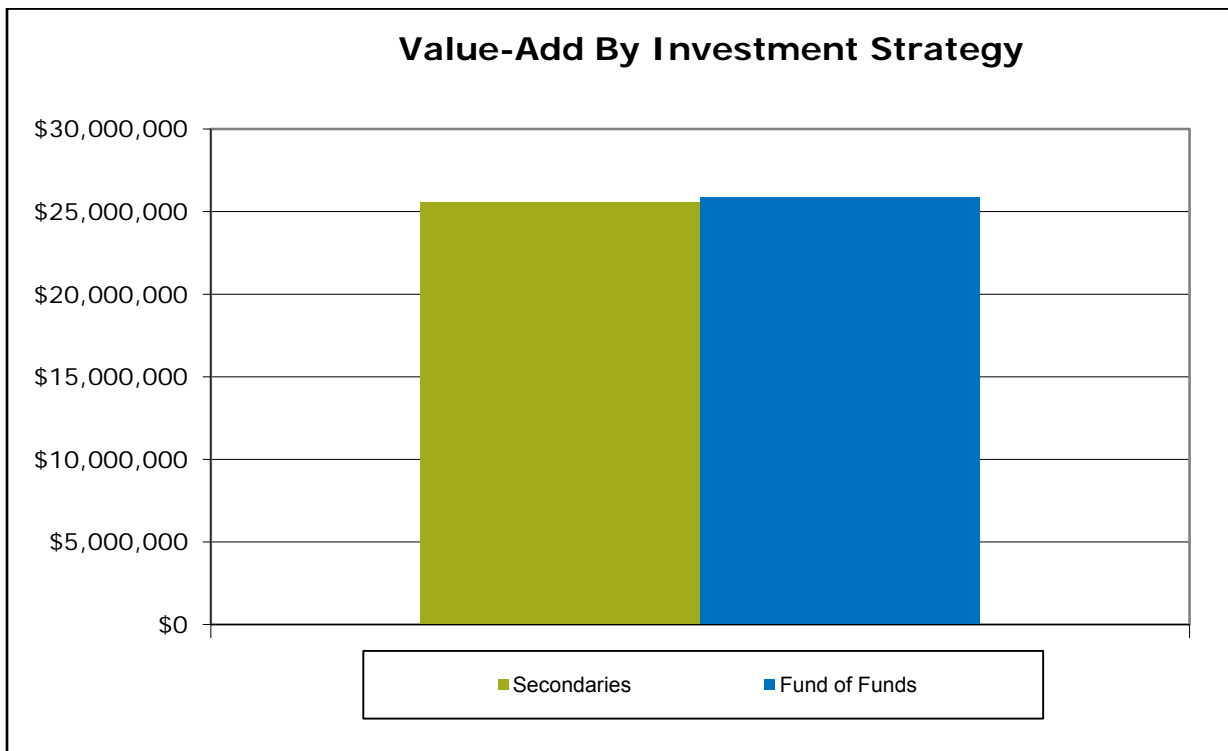




During the first quarter of 2016, the private equity portfolio funded 2 investments and received distributions from 3 funds. The summary of the cash flows is shown below.

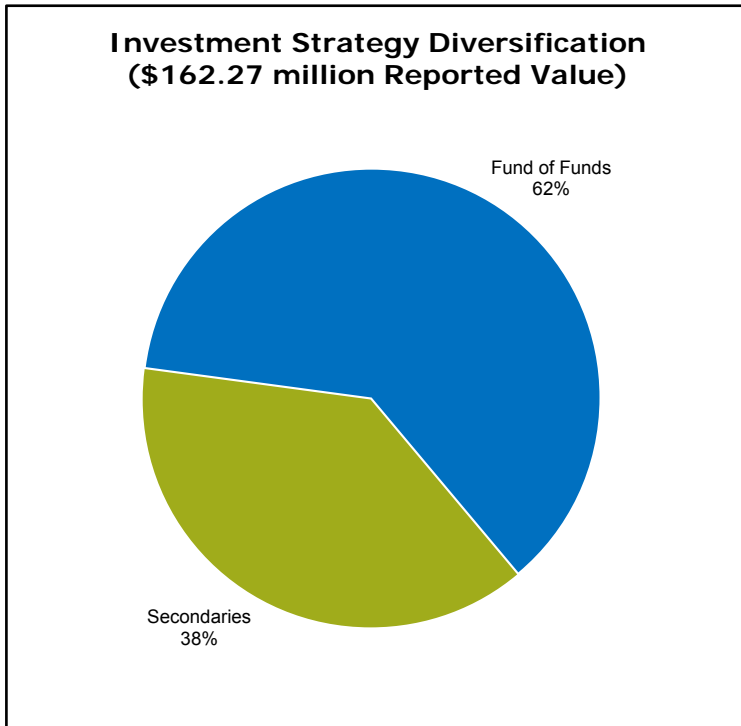
Amount Funded for the Quarter	Number of Funds Calling Capital	Distributions for the Quarter	Number of Funds Making Distributions	Net Cash/Stock Flows for the Quarter
\$6,731,250	2	\$4,234,122	3	\$2,497,128

Since inception, the private equity program has added \$51.5 million in value. The value-add by investment strategy follows: Secondaries, \$25.6 million; and Fund of Funds, \$25.9 million.





At quarter end, the private equity portfolio was diversified by investment strategy as shown below.



We value the relationship that we have with the Ventura County Employees' Retirement Association and look forward to continued success in the future.

Best regards,

Dan LeBeau
Consultant

Allan Martin
Partner

Anthony Ferrara, CAIA
Senior Analyst

Ventura County ERA
Executive IRR Summary

6/30/2016

Investment Name	Vintage Year	Commitment Amount	QTD	YTD	1 Year	3 Year	5 Year	Inception
Adams St 2010 Direct Fund	2010	8,500,000	1.36	-5.18	4.80	16.49	14.08	12.59
Adams St 2010 Non-US Dev Mkts Fund	2010	25,500,000	2.24	5.45	8.07	8.75	8.20	7.69
Adams St 2010 Non-US Emg Mkts Fund	2010	8,500,000	1.44	1.08	4.71	14.62	10.46	9.90
Adams St 2010 US Fund	2010	42,500,000	6.31	5.55	8.21	16.38	14.35	14.91
Adams St 2013 Global Fund	2013	75,000,000	1.64	0.64	5.51	4.27		3.81
Adams St 2016 Global Fund	2016	60,000,000						
Drive Capital Fund II	2016	15,000,000						
HarbourVest - Dover Street IX	2016	60,000,000						
HarbourVest – Dover Street VIII	2013	67,500,000	0.73	2.38	6.28	19.55		27.65
Pantheon Global Secondary Fund IV	2010	15,000,000	0.73	-0.69	-5.79	9.08	10.59	14.28
Pantheon Global Secondary Fund V	2015	50,000,000	9.51	12.32	18.44			19.80
Ventura County ERA		427,500,000	2.77	2.94	6.66	13.73	14.03	14.28

**Ventura County ERA
Performance Analysis**

6/30/2016

Investment Name	Vintage Year	Commitment Amount	Paid in Capital	Capital to be Funded	Additional Fees	Cumulative Distributions	Valuation	Total Value	Net Benefit	Call Ratio	DPI Ratio	TVPI Ratio	IRR
1 Adams St 2010 Direct Fund	2010	8,500,000	7,837,000	663,000	6,697	4,071,592	7,797,777	11,869,369	4,025,672	92%	0.52	1.51	12.59%
2 Adams St 2010 Non-US Dev Mkts Fund	2010	25,500,000	17,697,000	7,803,000	1,589	5,557,179	15,824,635	21,381,814	3,683,225	69%	0.31	1.21	7.69%
3 Adams St 2010 Non-US Emg Mkts Fund	2010	8,500,000	6,111,500	2,388,500	0	314,436	7,510,516	7,824,952	1,713,452	72%	0.05	1.28	9.90%
4 Adams St 2010 US Fund	2010	42,500,000	29,665,000	12,835,000	15,213	10,764,481	33,373,243	44,137,724	14,457,511	70%	0.36	1.49	14.91%
5 Adams St 2013 Global Fund	2013	75,000,000	36,375,000	38,625,000	10,728	2,698,535	35,711,534	38,410,069	2,024,341	49%	0.07	1.06	3.81%
6 Adams St 2016 Global Fund	2016	60,000,000	0	60,000,000	0	0		0	0	0%	0.00	0.00	N/A
7 Drive Capital Fund II	2016	15,000,000	0	15,000,000	0	0		0	0	0%	0.00	0.00	N/A
8 HarbourVest - Dover Street IX	2016	60,000,000	0	60,000,000	0	0		0	0	0%	0.00	0.00	N/A
9 HarbourVest – Dover Street VIII	2013	67,500,000	52,312,500	15,187,500	84,954	24,859,201	46,649,981	71,509,182	19,111,728	78%	0.47	1.36	27.65%
10 Pantheon Global Secondary Fund IV	2010	15,000,000	9,960,000	5,040,000	0	8,310,001	6,050,666	14,360,667	4,400,667	66%	0.83	1.44	14.28%
11 Pantheon Global Secondary Fund V	2015	50,000,000	7,441,510	42,558,490	-137,480	0	9,346,877	9,346,877	2,042,847	15%	0.00	1.28	19.80%
Total: Ventura County ERA		427,500,000	167,399,510	260,100,490	-18,299	56,575,425	162,265,229	218,840,654	51,459,443	39%	0.34	1.31	14.28%

Ventura County ERA
Lifecycle Performance Analysis

6/30/2016

Investment Name	Vintage Year	Commitment Amount	Paid in Capital	Capital to be Funded	Additional Fees	Cumulative Distributions	Valuation	Total Value	Net Benefit	Call Ratio	DPI Ratio	TVPI Ratio	IRR
1 Fundraising													
1 Adams St 2016 Global Fund	2016	60,000,000	0	60,000,000	0	0		0	0	0%	0.00	0.00	N/A
2 Drive Capital Fund II	2016	15,000,000	0	15,000,000	0	0		0	0	0%	0.00	0.00	N/A
3 HarbourVest - Dover Street IX	2016	60,000,000	0	60,000,000	0	0		0	0	0%	0.00	0.00	N/A
Subtotal: 1 Fundraising		135,000,000	0	135,000,000	0	0		0	0	0%	0.00	0.00	N/A
2 Investing													
1 Adams St 2013 Global Fund	2013	75,000,000	36,375,000	38,625,000	10,728	2,698,535	35,711,534	38,410,069	2,024,341	49%	0.07	1.06	3.81%
2 HarbourVest – Dover Street VIII	2013	67,500,000	52,312,500	15,187,500	84,954	24,859,201	46,649,981	71,509,182	19,111,728	78%	0.47	1.36	27.65%
3 Pantheon Global Secondary Fund V	2015	50,000,000	7,441,510	42,558,490	-137,480	0	9,346,877	9,346,877	2,042,847	15%	0.00	1.28	19.80%
Subtotal: 2 Investing		192,500,000	96,129,010	96,370,990	-41,798	27,557,736	91,708,392	119,266,128	23,178,916	50%	0.29	1.24	17.60%
3 Harvesting													
1 Adams St 2010 Direct Fund	2010	8,500,000	7,837,000	663,000	6,697	4,071,592	7,797,777	11,869,369	4,025,672	92%	0.52	1.51	12.59%
2 Adams St 2010 Non-US Dev Mkts Fund	2010	25,500,000	17,697,000	7,803,000	1,589	5,557,179	15,824,635	21,381,814	3,683,225	69%	0.31	1.21	7.69%
3 Adams St 2010 Non-US Emg Mkts Fund	2010	8,500,000	6,111,500	2,388,500	0	314,436	7,510,516	7,824,952	1,713,452	72%	0.05	1.28	9.90%
4 Adams St 2010 US Fund	2010	42,500,000	29,665,000	12,835,000	15,213	10,764,481	33,373,243	44,137,724	14,457,511	70%	0.36	1.49	14.91%
5 Pantheon Global Secondary Fund IV	2010	15,000,000	9,960,000	5,040,000	0	8,310,001	6,050,666	14,360,667	4,400,667	66%	0.83	1.44	14.28%
Subtotal: 3 Harvesting		100,000,000	71,270,500	28,729,500	23,499	29,017,689	70,556,837	99,574,526	28,280,527	71%	0.41	1.40	12.61%
Total: Ventura County ERA		427,500,000	167,399,510	260,100,490	-18,299	56,575,425	162,265,229	218,840,654	51,459,443	39%	0.34	1.31	14.28%

Ventura County ERA
Vintage Year Performance Analysis

6/30/2016

Investment Name	Vintage Year	Commitment Amount	Paid in Capital	Capital to be Funded	Additional Fees	Cumulative Distributions	Valuation	Total Value	Net Benefit	Call Ratio	DPI Ratio	TVPI Ratio	IRR
2010													
1 Adams St 2010 Direct Fund	2010	8,500,000	7,837,000	663,000	6,697	4,071,592	7,797,777	11,869,369	4,025,672	92%	0.52	1.51	12.59%
2 Adams St 2010 Non-US Dev Mkts Fund	2010	25,500,000	17,697,000	7,803,000	1,589	5,557,179	15,824,635	21,381,814	3,683,225	69%	0.31	1.21	7.69%
3 Adams St 2010 Non-US Emg Mkts Fund	2010	8,500,000	6,111,500	2,388,500	0	314,436	7,510,516	7,824,952	1,713,452	72%	0.05	1.28	9.90%
4 Adams St 2010 US Fund	2010	42,500,000	29,665,000	12,835,000	15,213	10,764,481	33,373,243	44,137,724	14,457,511	70%	0.36	1.49	14.91%
5 Pantheon Global Secondary Fund IV	2010	15,000,000	9,960,000	5,040,000	0	8,310,001	6,050,666	14,360,667	4,400,667	66%	0.83	1.44	14.28%
Subtotal: 2010		100,000,000	71,270,500	28,729,500	23,499	29,017,689	70,556,837	99,574,526	28,280,527	71%	0.41	1.40	12.61%
2013													
1 Adams St 2013 Global Fund	2013	75,000,000	36,375,000	38,625,000	10,728	2,698,535	35,711,534	38,410,069	2,024,341	49%	0.07	1.06	3.81%
2 HarbourVest – Dover Street VIII	2013	67,500,000	52,312,500	15,187,500	84,954	24,859,201	46,649,981	71,509,182	19,111,728	78%	0.47	1.36	27.65%
Subtotal: 2013		142,500,000	88,687,500	53,812,500	95,682	27,557,736	82,361,515	109,919,251	21,136,069	62%	0.31	1.24	17.42%
2015													
1 Pantheon Global Secondary Fund V	2015	50,000,000	7,441,510	42,558,490	-137,480	0	9,346,877	9,346,877	2,042,847	15%	0.00	1.28	19.80%
Subtotal: 2015		50,000,000	7,441,510	42,558,490	-137,480	0	9,346,877	9,346,877	2,042,847	15%	0.00	1.28	19.80%
2016													
1 Adams St 2016 Global Fund	2016	60,000,000	0	60,000,000	0	0	0	0	0	0%	0.00	0.00	N/A
2 Drive Capital Fund II	2016	15,000,000	0	15,000,000	0	0	0	0	0	0%	0.00	0.00	N/A
3 HarbourVest - Dover Street IX	2016	60,000,000	0	60,000,000	0	0	0	0	0	0%	0.00	0.00	N/A
Subtotal: 2016		135,000,000	0	135,000,000	0	0	0	0	0	0%	0.00	0.00	N/A
Total: Ventura County ERA		427,500,000	167,399,510	260,100,490	-18,299	56,575,425	162,265,229	218,840,654	51,459,443	39%	0.34	1.31	14.28%

Ventura County ERA
Investment Strategy Performance Analysis

6/30/2016

Investment Name	Vintage Year	Commitment Amount	Paid in Capital	Capital to be Funded	Additional Fees	Cumulative Distributions	Valuation	Total Value	Net Benefit	Call Ratio	DPI Ratio	TVPI Ratio	IRR
100 Venture													
1 Drive Capital Fund II	2016	15,000,000	0	15,000,000	0	0		0	0	0%	0.00	0.00	N/A
Subtotal: 100 Venture		15,000,000	0	15,000,000	0	0		0	0	0%	0.00	0.00	N/A
140 Secondaries													
1 HarbourVest - Dover Street IX	2016	60,000,000	0	60,000,000	0	0		0	0	0%	0.00	0.00	N/A
2 HarbourVest – Dover Street VIII	2013	67,500,000	52,312,500	15,187,500	84,954	24,859,201	46,649,981	71,509,182	19,111,728	78%	0.47	1.36	27.65%
3 Pantheon Global Secondary Fund IV	2010	15,000,000	9,960,000	5,040,000	0	8,310,001	6,050,666	14,360,667	4,400,667	66%	0.83	1.44	14.28%
4 Pantheon Global Secondary Fund V	2015	50,000,000	7,441,510	42,558,490	-137,480	0	9,346,877	9,346,877	2,042,847	15%	0.00	1.28	19.80%
Subtotal: 140 Secondaries		192,500,000	69,714,010	122,785,990	-52,526	33,169,202	62,047,524	95,216,726	25,555,242	36%	0.48	1.37	22.40%
170 Fund of Funds													
1 Adams St 2010 Direct Fund	2010	8,500,000	7,837,000	663,000	6,697	4,071,592	7,797,777	11,869,369	4,025,672	92%	0.52	1.51	12.59%
2 Adams St 2010 Non-US Dev Mkts Fund	2010	25,500,000	17,697,000	7,803,000	1,589	5,557,179	15,824,635	21,381,814	3,683,225	69%	0.31	1.21	7.69%
3 Adams St 2010 Non-US Emg Mkts Fund	2010	8,500,000	6,111,500	2,388,500	0	314,436	7,510,516	7,824,952	1,713,452	72%	0.05	1.28	9.90%
4 Adams St 2010 US Fund	2010	42,500,000	29,665,000	12,835,000	15,213	10,764,481	33,373,243	44,137,724	14,457,511	70%	0.36	1.49	14.91%
5 Adams St 2013 Global Fund	2013	75,000,000	36,375,000	38,625,000	10,728	2,698,535	35,711,534	38,410,069	2,024,341	49%	0.07	1.06	3.81%
6 Adams St 2016 Global Fund	2016	60,000,000	0	60,000,000	0	0		0	0	0%	0.00	0.00	N/A
Subtotal: 170 Fund of Funds		220,000,000	97,685,500	122,314,500	34,227	23,406,223	100,217,705	123,623,928	25,904,201	44%	0.24	1.27	10.66%
Total: Ventura County ERA		427,500,000	167,399,510	260,100,490	-18,299	56,575,425	162,265,229	218,840,654	51,459,443	39%	0.34	1.31	14.28%

Ventura County ERA
Transaction Summary
4/1/2016 - 6/30/2016

Date	Funding	Additional Fees	Cash	Net Cash Flow
Ventura County ERA				
Adams St 2010 Direct Fund				
05/09/2016			138,562.00	-138,562.00
Total: Adams St 2010 Direct Fund				
			138,562.00	-138,562.00
Adams St 2013 Global Fund				
04/15/2016	2,175,000.00			2,175,000.00
Total: Adams St 2013 Global Fund				
	2,175,000.00			2,175,000.00
HarbourVest – Dover Street VIII				
05/12/2016			939,729.00	-939,729.00
06/27/2016			2,255,349.00	-3,195,078.00
06/27/2016	4,556,250.00			1,361,172.00
Total: HarbourVest – Dover Street VIII				
	4,556,250.00		3,195,078.00	1,361,172.00
Pantheon Global Secondary Fund V				
05/06/2016	-646,689.00			-646,689.00
05/06/2016		-15,412.00		-662,101.00
06/28/2016	-219,905.00			-882,006.00
06/28/2016		-6,044.00		-888,050.00
06/30/2016		-12,432.00		-900,482.00
Total: Pantheon Global Secondary Fund V				
	-866,594.00	-33,888.00		-900,482.00
Total:	5,864,656.00	-33,888.00	3,333,640.00	2,497,128.00

Ventura County Employees' Retirement Association Public Fund Universe Analysis

Period Ending June 30, 2016

Fund Number: 52



OVERVIEW

RVK, Inc. (“RVK”) was founded in 1985 and is one of the largest independent and employee-owned investment consulting firms in the US, providing world-class investment advice to institutional investors. We serve over 400 plans, including pension plans, defined contribution plans, endowments & foundations, insurance pools, and special purpose funds.

MISSION STATEMENT

To provide best-in-class investment consulting services to a wide array of sophisticated investors.

STRATEGIC INVESTMENT ADVICE WITH NO CONFLICTS OF INTEREST

RVK built its investment consulting practice on the principles of integrity, investment knowledge, client service, and our no conflicts of interest policy. We are exclusively focused on strategic investment consulting services and solely owned by active employees, enabling us to offer advice that is not influenced by other business activities. As a privately-held firm, with no affiliates or parent company, we provide informed and unbiased investment advice to our clients. We offer an extensive slate of consulting services and produce deliverables fully customized to meet each client’s needs.

KEY TENETS OF OUR CULTURE



RVK BY THE NUMBERS

- **30+** years of business
- **3** offices - Portland, Chicago, New York
- **\$650+** billion Full-Retainer AUA
- **90+** Investment Professionals
- **50+** Advanced Degrees and Certifications
- **100%** Employee Ownership
- **100%** Revenue Derived from Client Fees
- **100%** Non-Discretionary Services

GENERAL CONSULTING SERVICES

- Plan Evaluation
- Strategic Asset Allocation
- Investment Policy Development & Review
- Investment Manager Search & Selection
- Performance Analysis & Reporting
- Manager Structure Analysis
- Risk Monitoring and Management
- Client Education
- Special Projects

SPECIALTY CONSULTING SERVICES

- Real Estate Consulting Services
- Custody, Record keeper, Third-Party Administrator Searches
- Asset/Liability Studies
- Endowment Spending Policy Studies
- Securities Lending Reviews
- Pacing Studies
- Strategic Planning Reviews
- Outsourced CIO (“OCIO”) Searches, Evaluation, and Ongoing Monitoring
- Directed Consulting Services
- Fee Reviews
- Defined Contribution Solutions Services
- Investment Operations Solutions
- Board and Investment Program Operational Reviews

FOR MORE INFORMATION ABOUT OUR SERVICES, PLEASE CONTACT:

Business.Development@RVKInc.com
503-221-4200

Alameda County Employees' Retirement Association
California State Teachers' Retirement System
City of Milwaukee Employees' Retirement System

Colorado Public Employees' Retirement Association
Contra Costa County Employees' Retirement Association
District of Columbia Retirement Board
Employees Retirement System of Texas
Fire and Police Pension Association of Colorado
Fort Worth Employees' Retirement Fund
Georgia Division of Investment Services
Illinois Municipal Retirement Fund
Iowa Public Employees' Retirement System
Kentucky Retirement Systems
Kern County Employees' Retirement Association
Los Angeles County Employees Retirement Association
Los Angeles Water & Power Employees Retirement Plan
Mendocino County Employees' Retirement Association
Montana Public Employees' Retirement System
Municipality of Anchorage Pre-Funding Program
Nevada Public Employees' Retirement System
Newport News Employees' Retirement Fund
Ohio Public Employees' Retirement System
Pennsylvania Public School Employees' Retirement System
Police Retirement System of Kansas City, Missouri
Sacramento County Employees' Retirement System
San Diego County Employees Retirement Association
San Joaquin County Employees' Retirement Association
San Jose Police and Fire Department Retirement Plan
Santa Barbara County Employees' Retirement System

Arlington County Employees' Retirement System
City of Fresno Retirement Systems
Civilian Employees' Retirement System of the Police Department of Kansas City, Missouri
Confederated Tribes of the Warm Springs Tribal Council Pension Fund
County Employees' Annuity & Benefit Fund of Cook County
Educational Employees' Supplementary Retirement System of Fairfax County
Fire & Police Employees' Retirement System of Baltimore
Florida State Board of Administration
Fresno County Employees' Retirement Association
Gila River Indian Community Retirement Plan
Imperial County Employees' Retirement System
Kansas Public Employees' Retirement System
Kentucky Teachers' Retirement System
Los Angeles City Employees' Retirement System
Los Angeles Fire and Police Pension System
Marin County Employees' Retirement Association
Merced County Employees' Retirement Association
Montana Teachers' Retirement System
Municipality of Anchorage Trust Fund
New York State Common Retirement Fund
North Carolina Retirement System
Orange County Employees' Retirement System
Pennsylvania State Employees' Retirement System
Public School and Education ERS of Missouri
San Bernardino County Employees' Retirement Association
San Diego Transit Corporation Employees Retirement
San Jose Federated City Employees' Retirement System
San Mateo County Employees' Retirement Association



South Dakota Retirement System
State of Michigan Retirement Systems
State Retirement and Pension System of Maryland
State Universities Retirement System of Illinois
Texas Municipal Retirement System
Tulare County Employees' Retirement Association
Virginia Retirement System
Wyoming Retirement System

Sonoma County Employees' Retirement Association
Stanislaus County Employees' Retirement Association
State of New Jersey Pension Fund
State Teachers Retirement System of Ohio
Teachers' Retirement System of the State of Illinois
The Navajo Nation Retirement Plan
Ventura County Employees' Retirement Association (52)
West Virginia Investment Management Board

Second Quarter Economic Environment

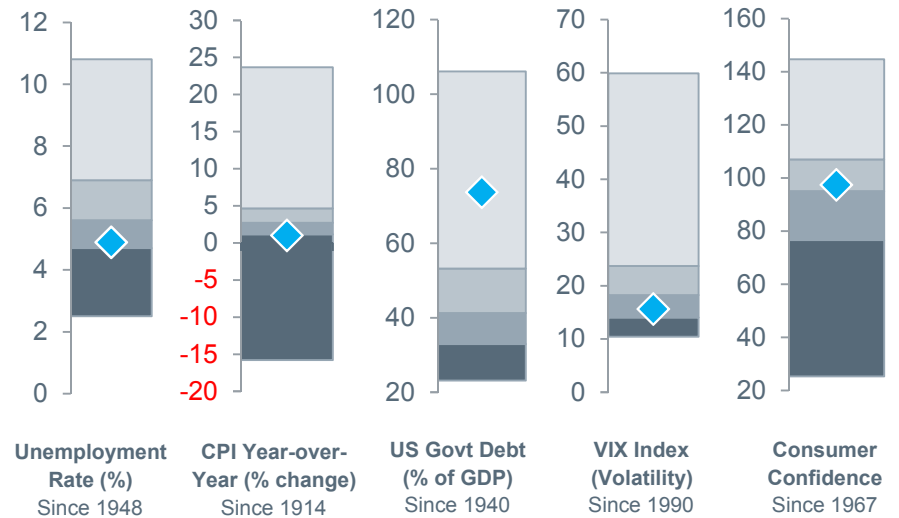
Key Economic Indicators

The second quarter of 2016 was characterized by a broad based rally across commodities, a range bound US dollar, and a flight to safety on the back of the UK's referendum vote to leave the European Union. Uncertainty around Brexit dominated the news flow in late June and catalyzed a flight to safety across risk assets. Recent data show that 36% of outstanding global developed market government debt is now yielding less than 0%. However, investors continue to have an appetite for risk where yields remain positive. In developed markets, the surprise Brexit vote led to sharp initial declines in equities, though markets recovered quickly following a series of dovish statements from central banks. Long duration assets outperformed short duration, and gold rallied amid the flight to safety. In the US, probabilities for a June interest rate hike swung from as high as 35% in late May, down to 0% after disappointing May payroll numbers were released.

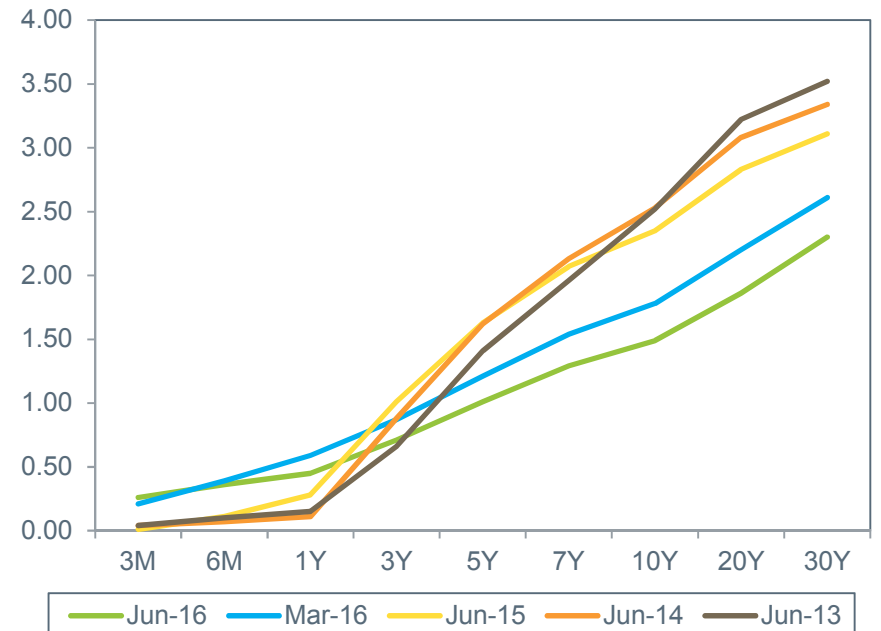
Economic Indicators	Jun-16	Mar-16	Jun-15	Jun-13	20 Yr
Federal Funds Rate (%)	0.30 ▲	0.25	0.08	0.07	2.47
Breakeven Infl. - 1 Yr (%)	1.17 ▼	2.10	0.73	0.74	N/A
Breakeven Infl. - 10 Yr (%)	1.44 ▼	1.63	1.89	1.99	N/A
CPI YoY (Headline) (%)	1.0 ▲	0.9	0.1	1.8	2.2
Unemployment Rate (%)	4.9 ▼	5.0	5.3	7.5	6.0
Real GDP YoY (%)	1.2 ▼	1.6	3.0	1.0	2.4
PMI - Manufacturing	53.20 ▲	51.80	53.10	52.30	52.20
USD Total Wtd Idx	90.64 ▲	89.84	89.96	77.58	86.76
WTI Crude Oil per Barrel (\$)	48 ▲	38	59	97	55
Gold Spot per Oz (\$)	1,322 ▲	1,233	1,172	1,235	762

Market Performance (%)	QTD	CYTD	1 Yr	5 Yr	10 Yr
S&P 500 (Cap Wtd)	2.46	3.84	3.99	12.10	7.42
Russell 2000	3.79	2.22	-6.73	8.35	6.20
MSCI EAFE (Net)	-1.46	-4.42	-10.16	1.68	1.58
MSCI EAFE SC (Net)	-2.60	-3.18	-3.67	4.84	3.57
MSCI Emg Mkts (Net)	0.66	6.41	-12.05	-3.78	3.54
Barclays US Agg Bond	2.21	5.31	6.00	3.76	5.13
BofA ML 3 Mo US T-Bill	0.07	0.15	0.19	0.09	1.04
NCREIF ODCE (Gross)	2.13	4.36	11.82	12.72	6.17
Wilshire US REIT	5.60	11.09	22.82	12.48	6.99
HFN FOF Multi-Strat	0.36	-2.83	-6.48	1.46	1.24
Bloomberg Cmdty (TR)	12.76	13.23	-13.34	-10.83	-5.59

Key Economic Indicators



Treasury Yield Curve (%)



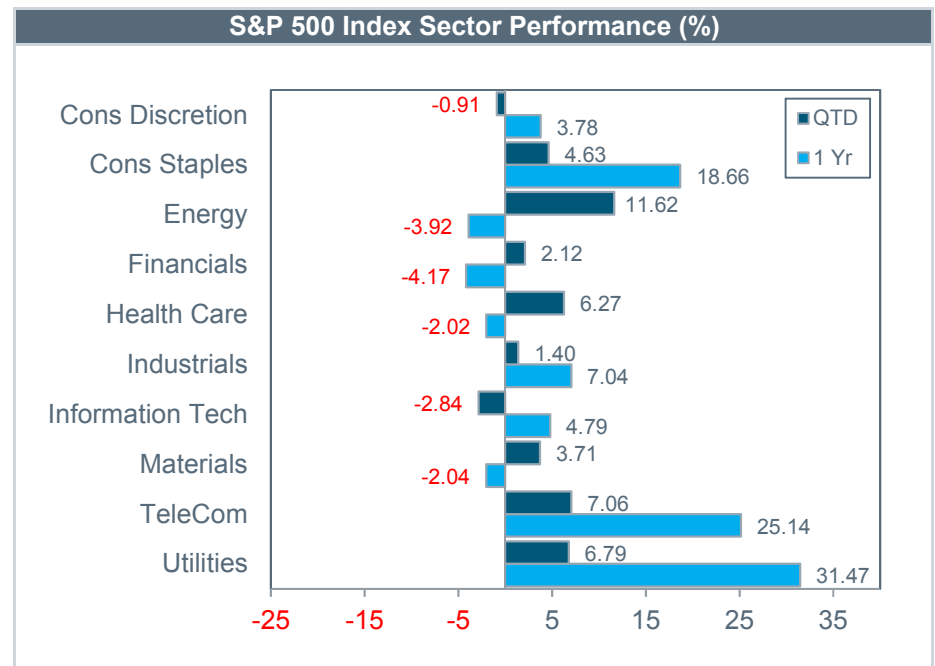
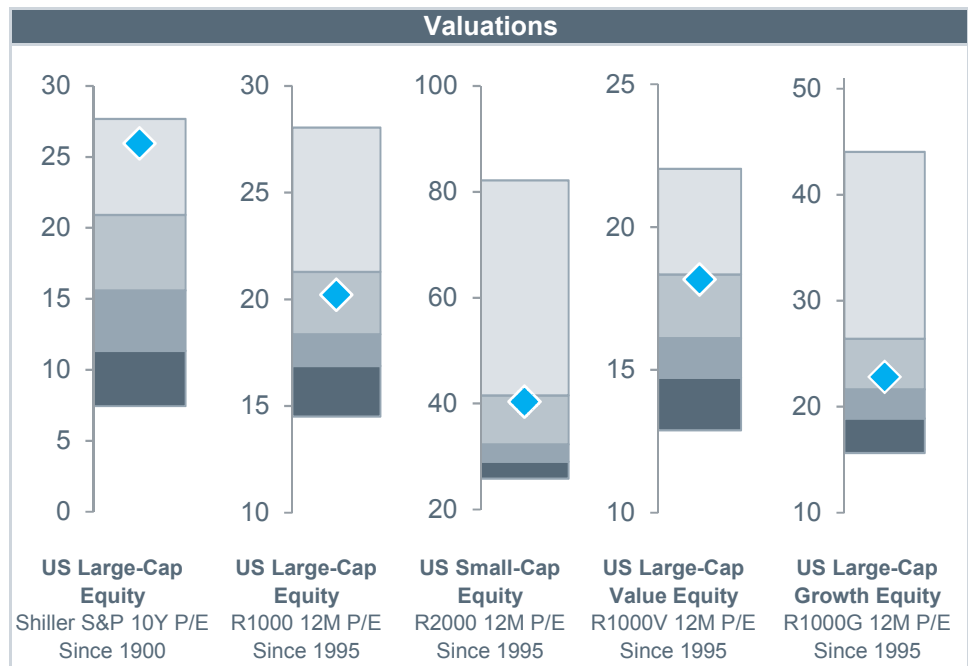
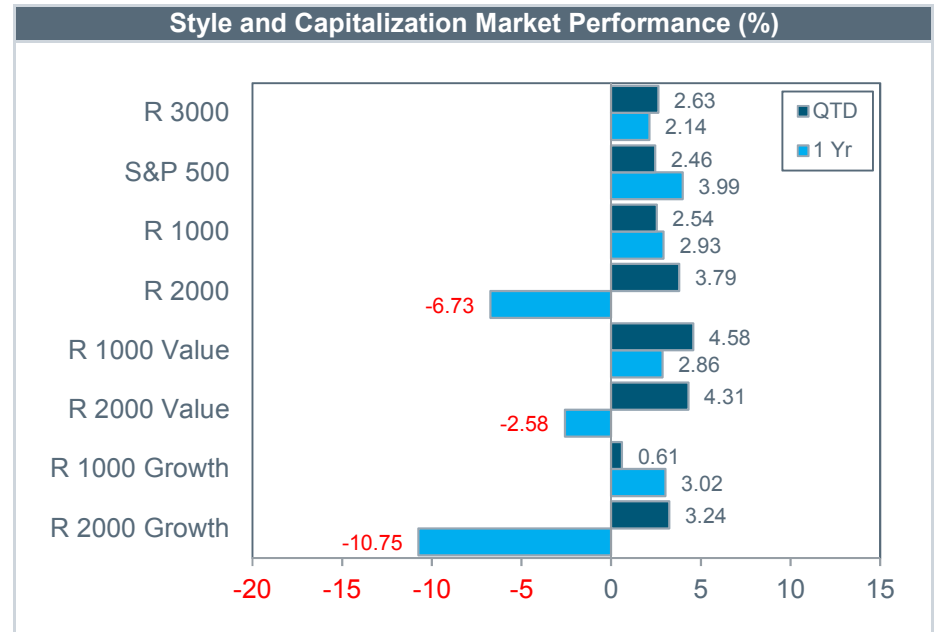
Treasury data courtesy of the US Department of the Treasury. Economic data courtesy of Bloomberg Professional Service. Breakeven Inflation does not have 20 years of history; therefore, its 20-year average is shown as N/A.

Second Quarter Review

Broad Market
US equity markets finished the quarter in positive territory across all market capitalization ranges and styles, with the Russell 3000 Index rising 2.6%.

Market Cap
Small cap stocks outperformed larger-cap stocks this quarter, as the Russell 2000 Index outperformed the Russell 1000 Index by 125 basis points.

Style and Sector
Historically stable sectors such as utilities, consumer staples, and telecommunications continued to post strong gains as market volatility persisted and notably increased in the final week of the quarter amidst the uncertainty created by the UK's EU Referendum. Additionally, value stocks outperformed their growth counterparts over the quarter.



Valuation data courtesy of Bloomberg Professional Service and Robert J. Shiller, Irrational Exuberance, Second Edition. P/E metrics shown represent the 5th through 95th percentiles to minimize the effect of outliers.

Second Quarter Review

Developed Markets

Developed international markets continue to struggle, detracting value for the quarter and underperforming domestic equities. The uncertainty created by the UK's EU referendum is expected to result in a near-term slow-down in the EU, particularly in the UK. The European Economic Union ("EMU") was the worst performing developed region.

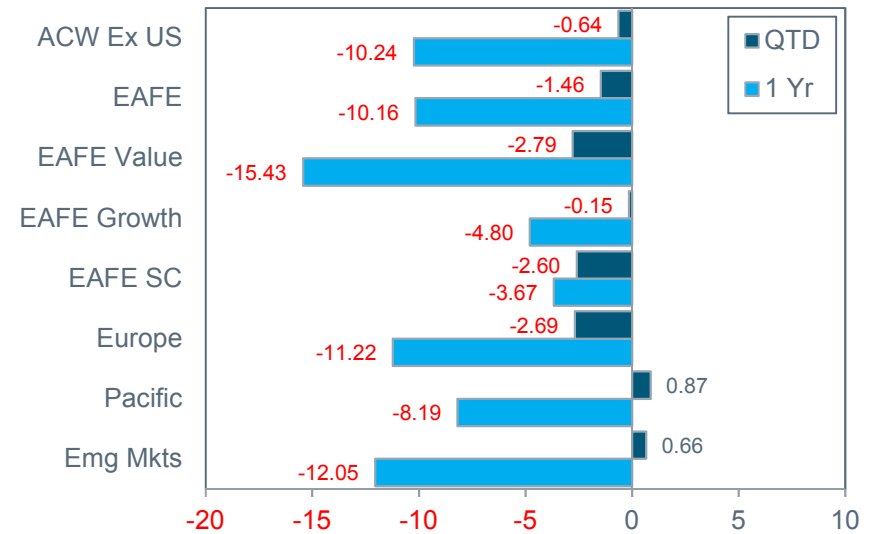
Emerging Markets

Emerging markets lagged domestic equities during the quarter, but performed better than developed international equity and have provided the highest returns among equity regions in 2016. Value underperformed growth for the quarter, but is still ahead year-to-date.

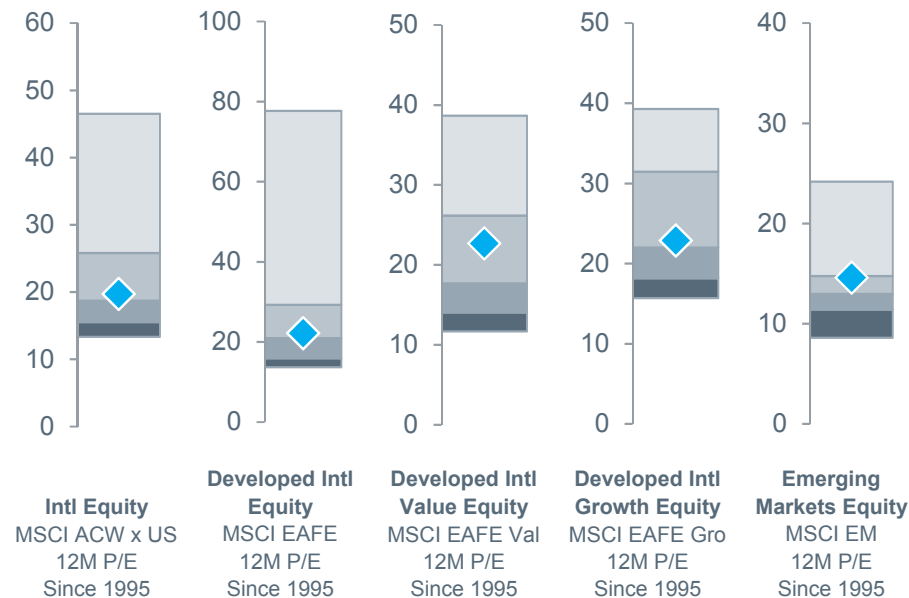
Market Cap & Style

The style trend continued as growth outpaced value with the MSCI EAFE Growth Index ending the quarter relatively flat at -0.1%, while the MSCI EAFE Value Index returned -2.8%. Small caps were a weak spot, lagging large cap developed stocks.

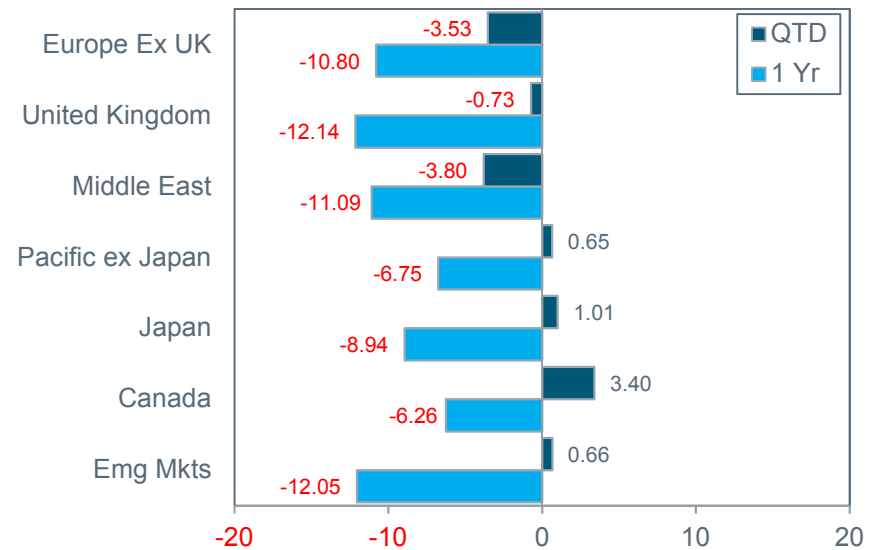
MSCI Style and Capitalization Market Performance (%)



Valuations



MSCI Region Performance (%)



Valuation data courtesy of Bloomberg Professional Service.

P/E metrics shown represent the 5th through 95th percentiles to minimize the effect of outliers. All returns are shown net of foreign taxes on dividends.

Second Quarter Review

Broad Market

Virtually all fixed income sectors posted positive performance as interest rates fell and credits improved during the quarter. The Barclays US Agg posted a strong quarter, returning 2.21%.

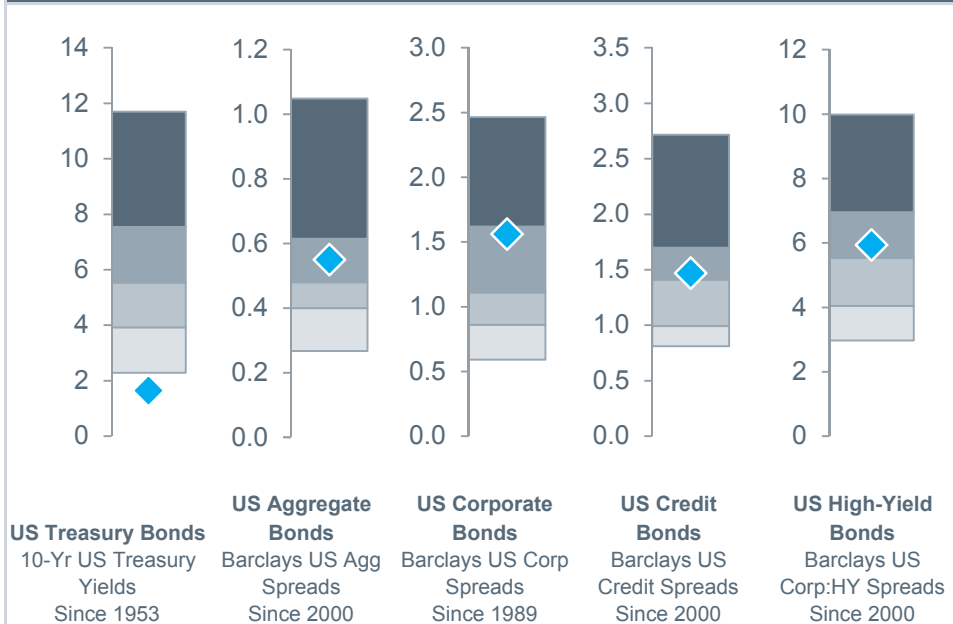
Credit Market

Utility and industrial bonds outperformed financial bonds as energy and commodity prices continued to rebound.

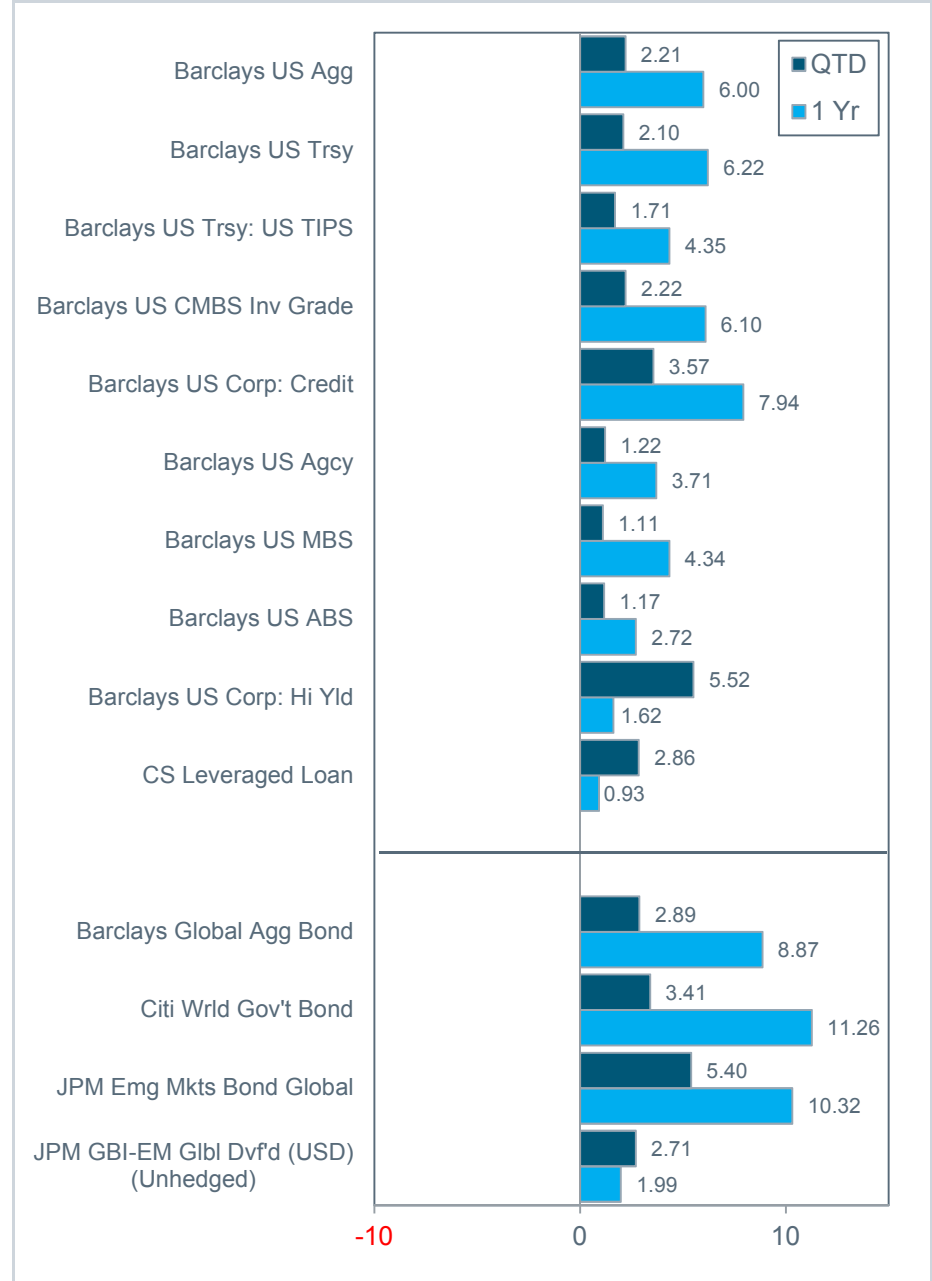
Emerging Market Debt

Both local currency and hard currency emerging markets debt posted strong returns for a second consecutive quarter. Emerging market debt outperformed both US and developed markets, as evidenced by the JPM Emg Mkts Bond Global Index returning 5.40% during the quarter.

Valuations



Fixed Income Performance (%)



Valuation data courtesy of Bloomberg Professional Service. Valuations shown represent the 5th through 95th percentiles to minimize the effect of outliers.

Second Quarter Review - Absolute Return

General Market - Hedge Funds

After a poor first quarter, the hedge fund industry performed better during the second quarter of 2016, though Fund of Hedge Fund (“FoHF”) portfolios are still down between 2.5% to 3.0% year-to-date based on available peer group based benchmarks. Most of the FoHF managers RVK follows closely have performed roughly in line with peers YTD, with any dispersion explained to a large degree by strategy allocation. On the direct side, multi-strategy managers as a group continued to outperform their FoHF counterparts.

General Market - Global Tactical Asset Allocation (GTAA)

GTAA funds provided a dispersion in results for the second quarter, with many significantly outperforming an undiversified static portfolio of 60% US large cap equity and 40% US fixed income. Those that outperformed by the widest margins tended to follow fundamental value-oriented processes that have led to higher allocations to emerging market fixed income, high yield fixed income, and REITs.

Second Quarter Review - Real Assets

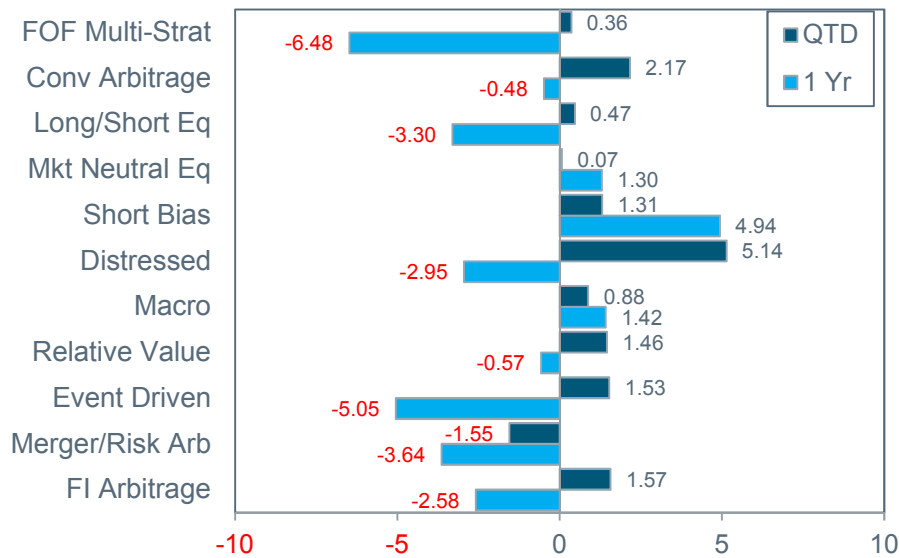
General Market - Diversified Inflation Strategies (DIS)

DIS provided strong performance with relatively narrow divergence for the second consecutive quarter. Most strategies significantly outperformed major world equity and fixed income indices, in addition to TIPS. Commodities, especially energy, provided strong performance over the quarter in a welcome reprieve from the longer-term trend of negative performance.

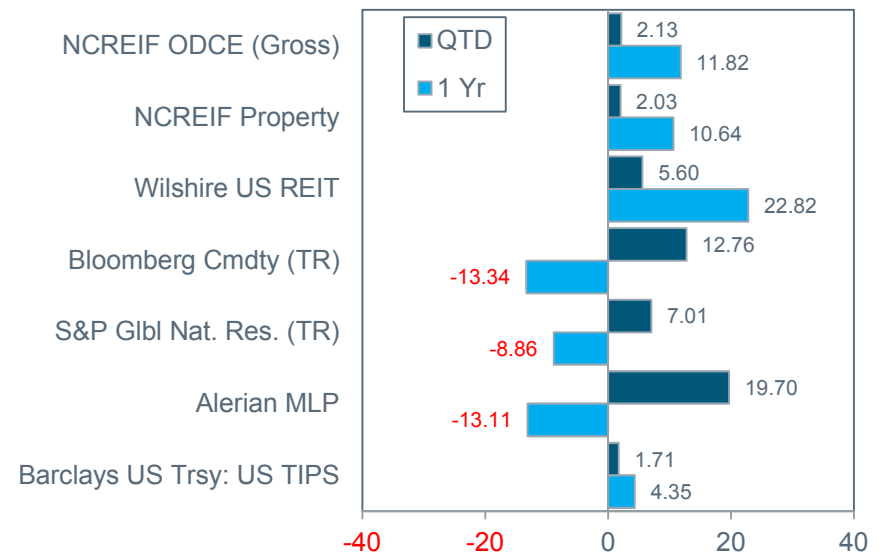
General Market - Real Estate

Due to the prolonged low-interest rate environment occurring globally and the economic uncertainty brought upon by the recent Brexit vote, the real estate sector proved to be an attractive option during the second quarter as investors sought the perceived safe-haven of property as well as the continued strong dividends yields relative to global treasury rates. The private real estate sector experienced themes similar to listed real estate as evidenced by a preliminary 2.1% return in the NCREIF-ODCE Index during Q2.

HFN Hedge Fund Performance (%)



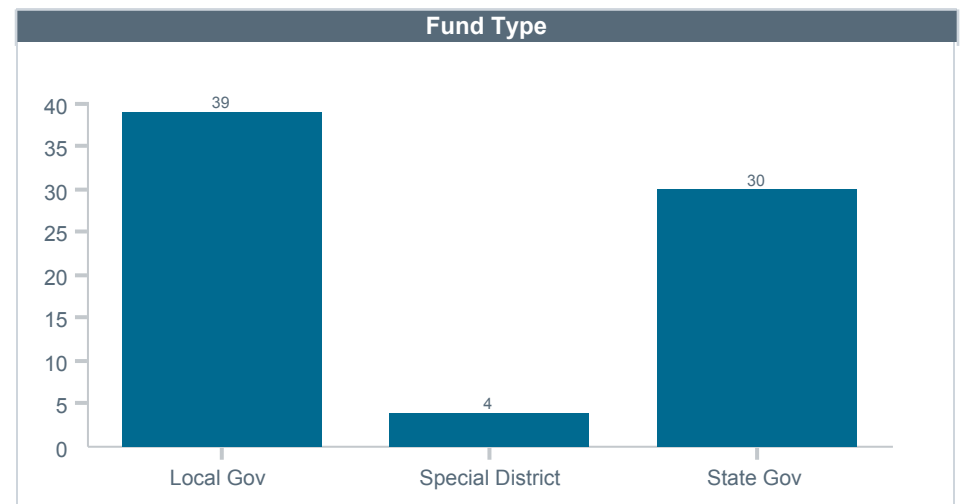
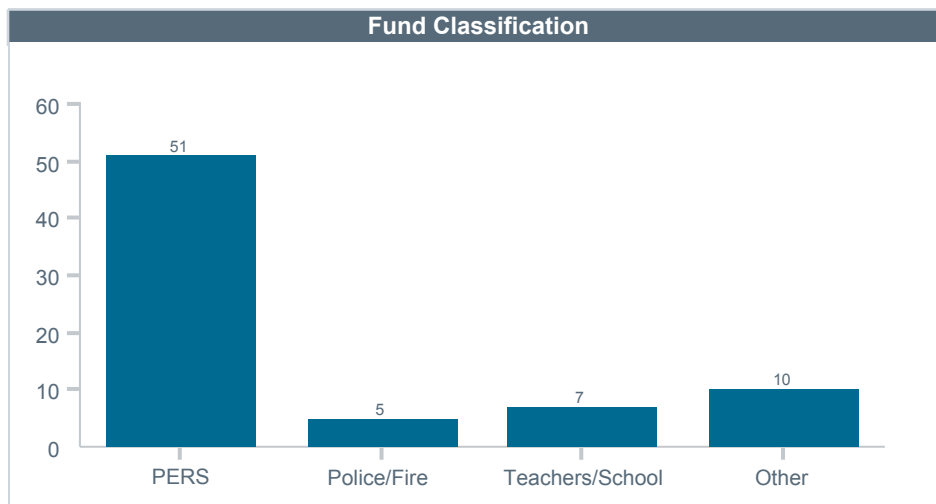
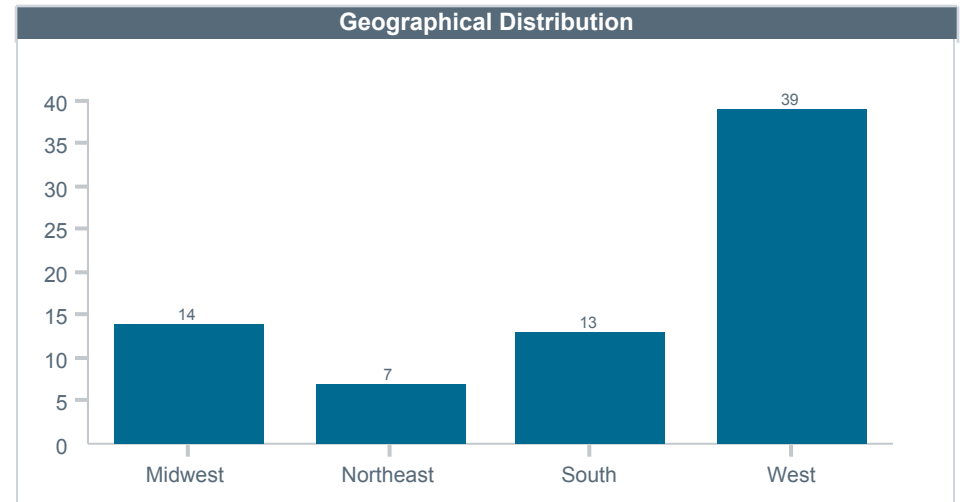
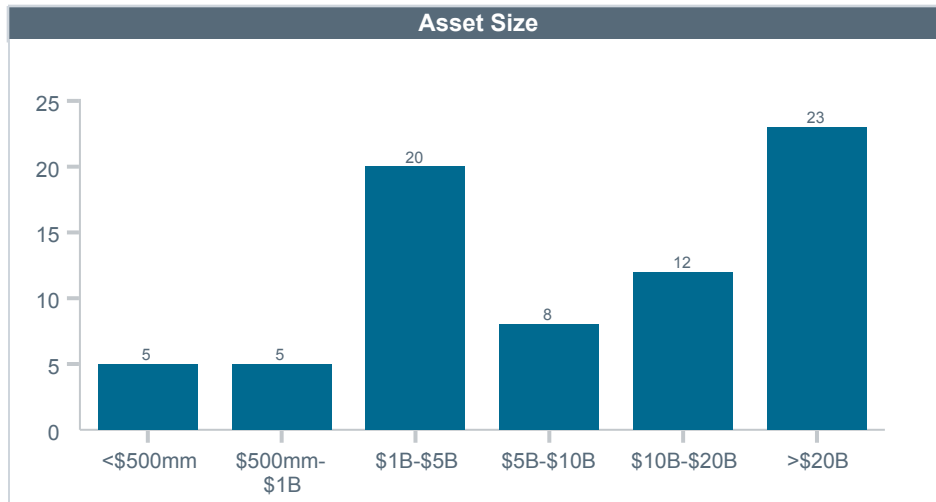
Real Asset Performance (%)



Annual Asset Class Performance

As of June 30, 2016

	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	YTD
Best	25.91	61.34	33.16	34.00	35.97	39.38	8.44	78.51	28.60	22.49	20.00	38.82	31.78	15.02	14.33
	16.56	55.81	31.45	26.19	32.18	16.23	5.24	58.21	26.86	15.99	18.23	32.39	19.31	9.59	13.23
	14.81	47.25	25.55	21.39	26.34	15.97	2.06	46.78	22.04	13.56	17.59	29.30	13.69	4.23	11.09
	10.25	38.59	20.25	21.36	19.31	11.63	-2.35	31.78	18.88	9.24	17.32	22.78	12.50	1.38	9.06
	5.54	36.18	18.33	13.82	18.37	11.17	-10.01	28.60	16.83	7.84	16.34	13.94	5.97	0.55	6.41
	3.58	28.97	13.06	13.54	16.32	9.91	-20.47	27.18	16.36	4.98	16.00	9.10	4.89	0.05	6.24
	3.12	28.68	11.13	6.75	15.79	6.97	-26.16	26.46	15.12	2.11	15.81	7.44	3.64	-0.81	5.31
	1.78	23.93	10.88	5.33	11.85	6.60	-33.79	18.91	15.06	0.10	10.94	1.86	3.03	-1.24	4.36
	-1.41	11.93	9.15	4.91	9.85	5.49	-35.65	11.41	10.16	-4.18	8.82	0.07	2.45	-1.44	3.84
	-6.17	9.28	8.56	4.55	4.85	5.00	-37.00	9.72	7.75	-5.55	6.98	-2.02	0.04	-3.30	2.22
	-7.83	8.39	8.46	3.07	4.33	1.87	-39.20	5.93	6.54	-12.14	4.80	-2.60	-2.19	-4.41	0.15
	-15.94	5.87	6.79	2.84	2.71	1.45	-43.38	1.92	6.31	-13.32	4.21	-8.61	-4.30	-4.47	-2.83
	-20.48	4.10	4.34	2.74	2.07	-1.57	-47.01	0.21	4.77	-15.94	0.11	-8.83	-4.95	-14.92	-3.18
Worst	-22.10	1.15	1.33	2.43	0.41	-17.55	-53.33	-29.76	0.13	-18.42	-1.06	-9.52	-17.01	-24.66	-4.42
	S&P 500 - US Large Cap	R 2000 - US Small Cap	MSCI EAFE (Net) - Int'l Dev.	MSCI EAFE SC (Net) - Int'l SC	MSCI EM (Net) - Int'l Emg Mkts	Barclays US Agg Bond - FI	Barclays US Corp: Hi Yield - FI	Barclays US Trsy: US TIPS - FI	Barclays US Gov/Credit: Lng - FI	NCREIF ODCE (Gross) - Real Estate	Wilshire US REIT - REITs	HFN FOF Multi-Strat (Net) - ARS	Bloomberg Cmdty (TR) - Commod.	BofA ML 3 Mo T-Bill - Cash Equiv	

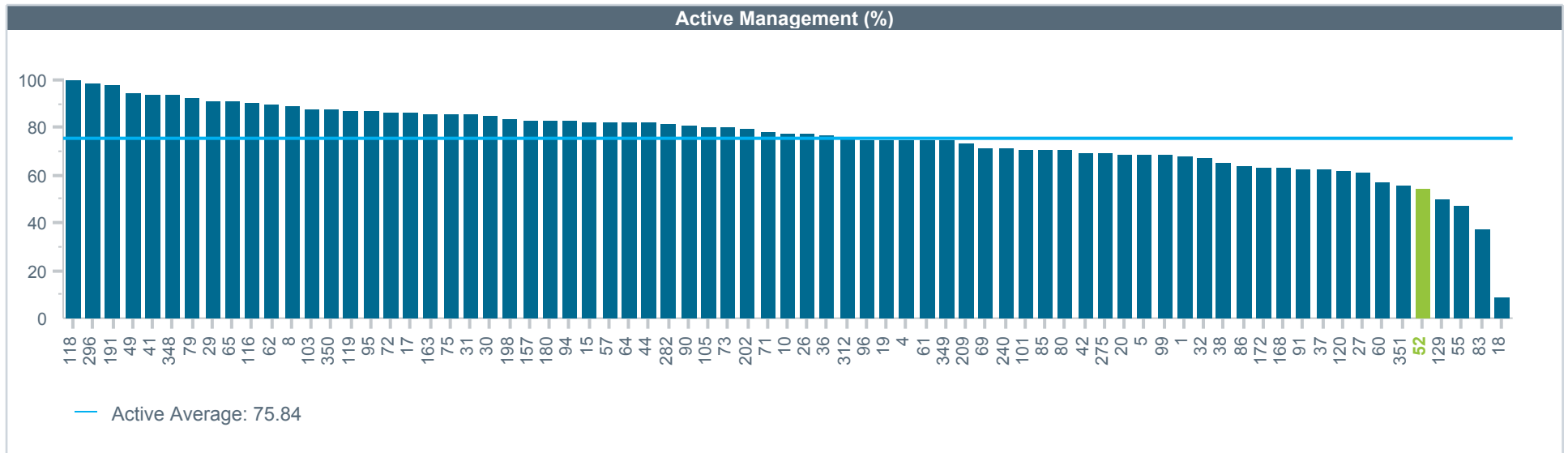
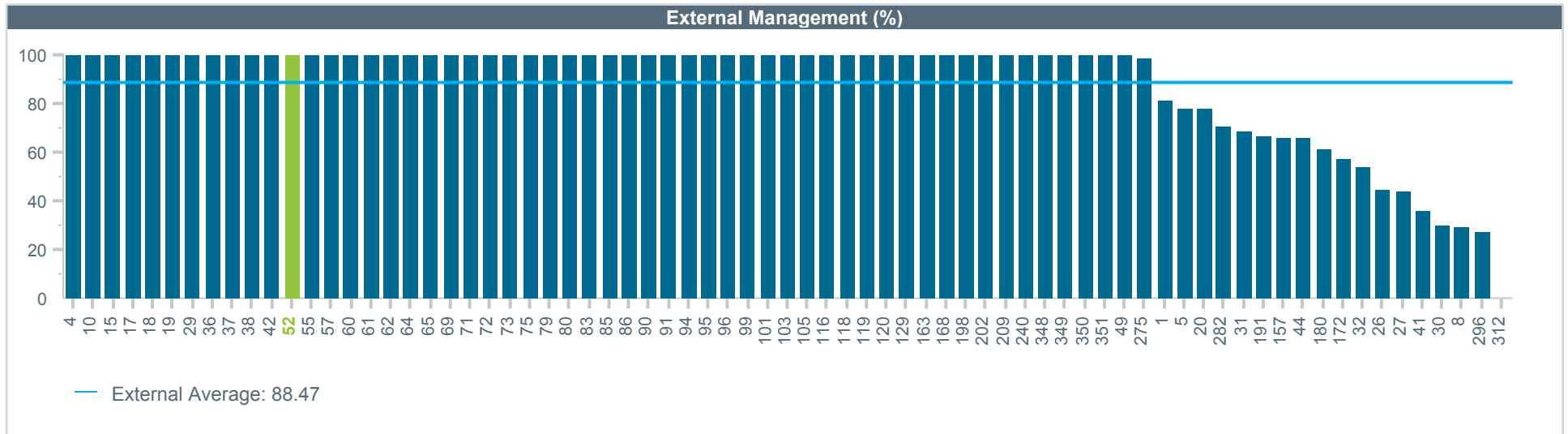


■ Universe: 73 funds



Portfolio Management

Percentage Externally Managed & Percentage Actively Managed



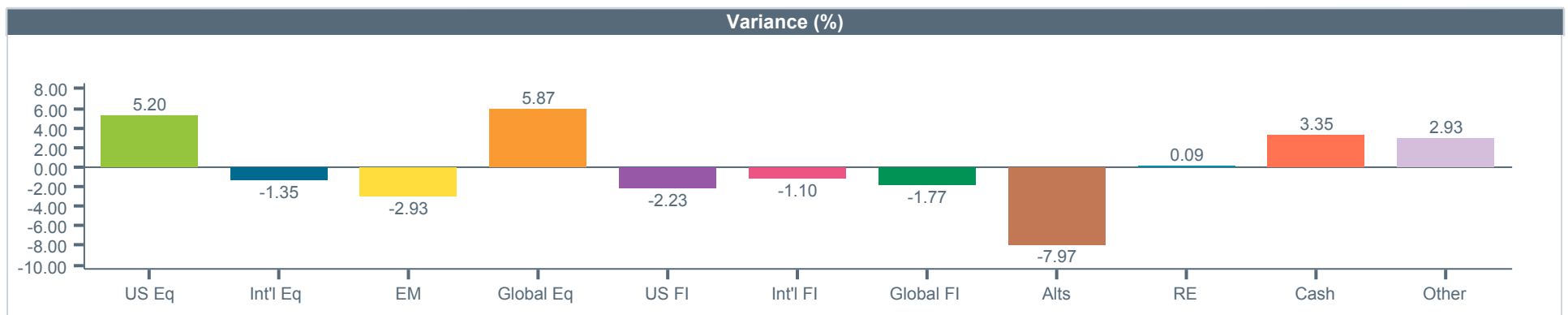
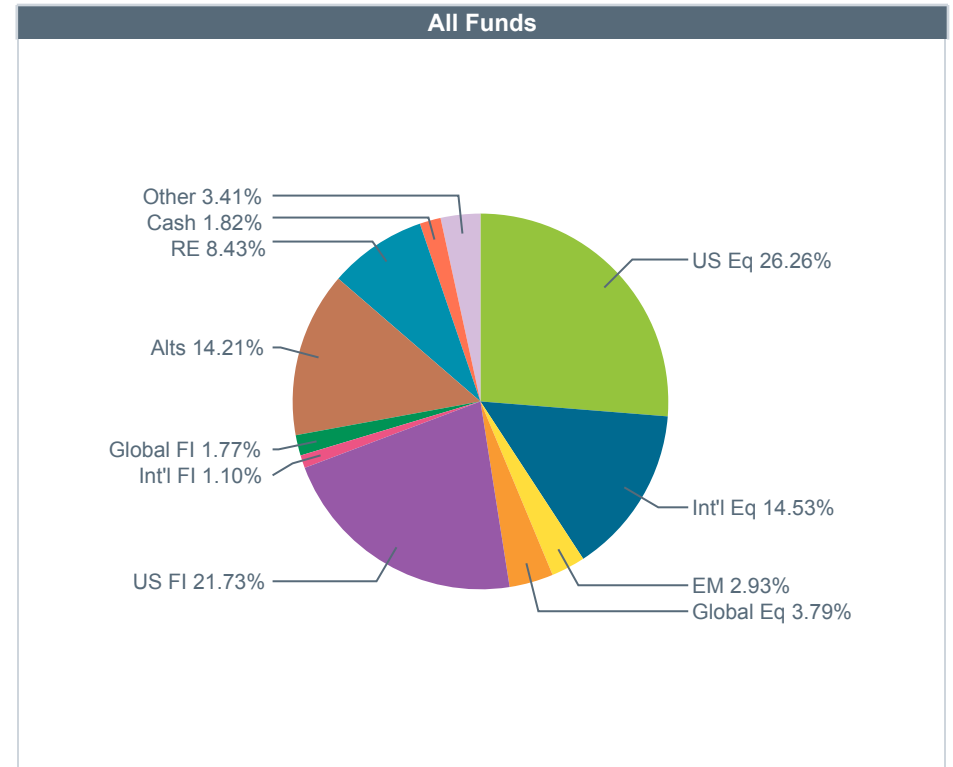
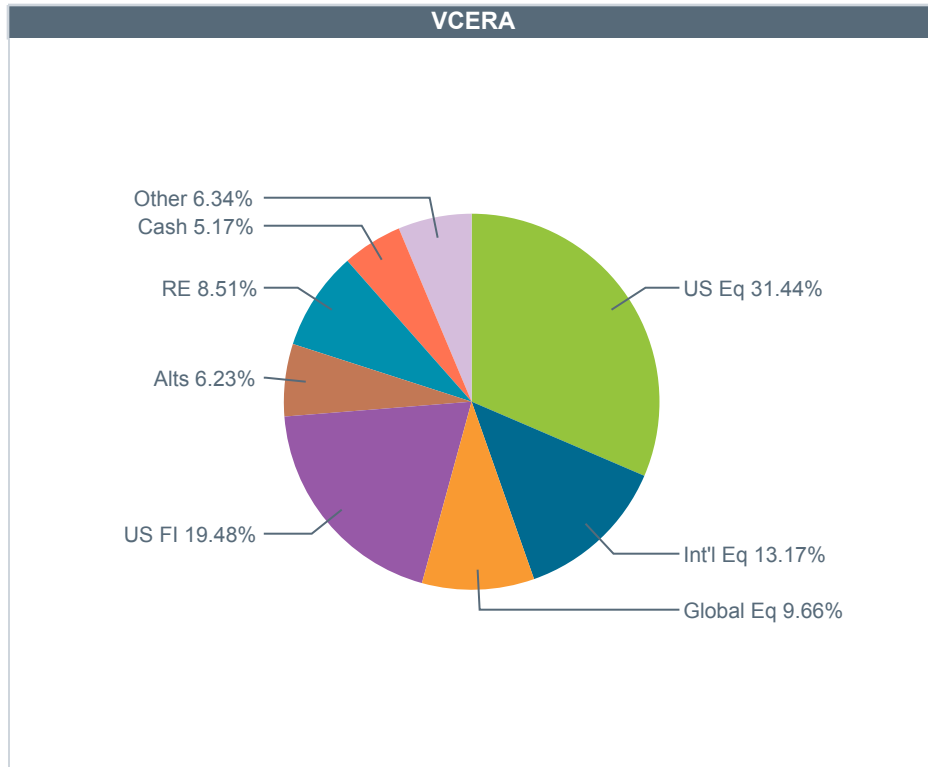
VCERA



Asset Range	Actively Managed (%)	Passively Managed (%)	Externally Managed (%)	Internally Managed (%)
Over \$20B	75.54	24.46	75.18	24.82
\$10B-\$20B	73.18	26.82	81.24	18.76
\$5B-\$10B	72.43	27.57	97.26	2.74
\$1B-\$5B	76.78	23.22	98.91	1.09
\$500mm-\$1B	74.62	25.38	99.71	0.29
Under \$500mm	86.49	13.51	99.96	0.04
VCERA	54.68	45.32	100.00	0.00

Portfolio (%)	Active Management		External Management	
	Public Fund Universe	VCERA	Public Fund Universe	VCERA
90 to 100	10	0	55	1
50 to 89	59	1	11	0
10 to 49	3	0	6	0
Less than 10	1	0	1	0
Total Funds Reporting	73	1	73	1



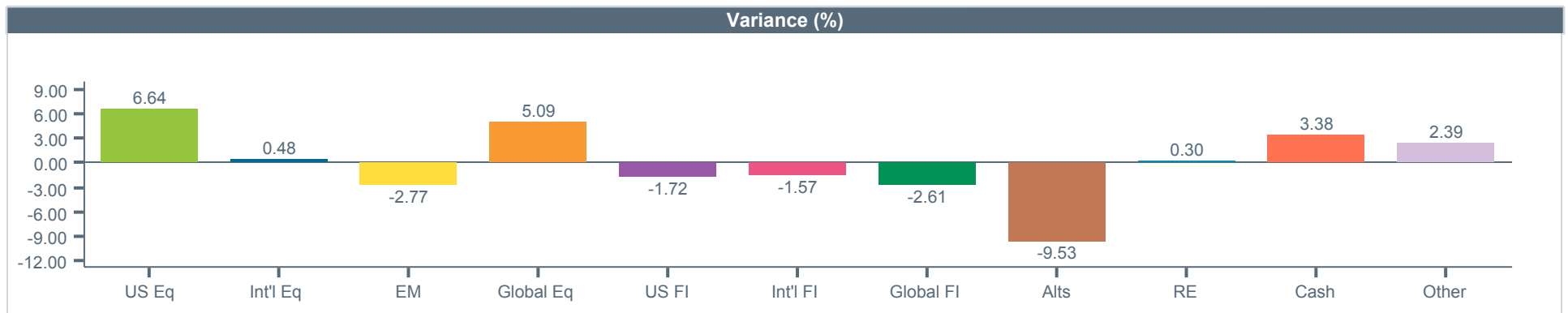
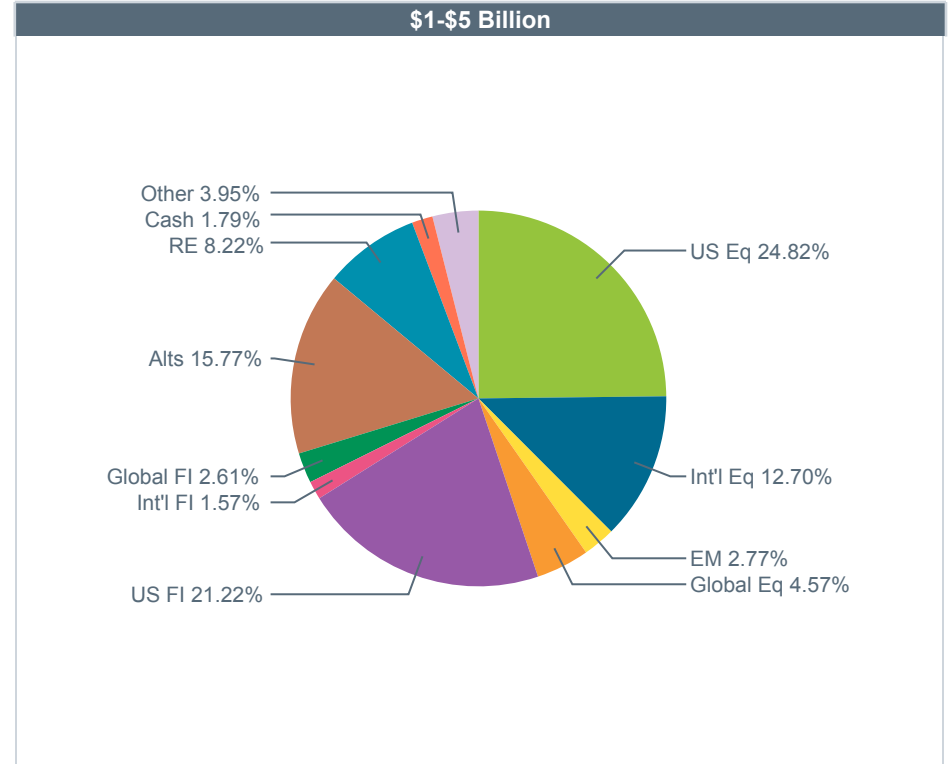
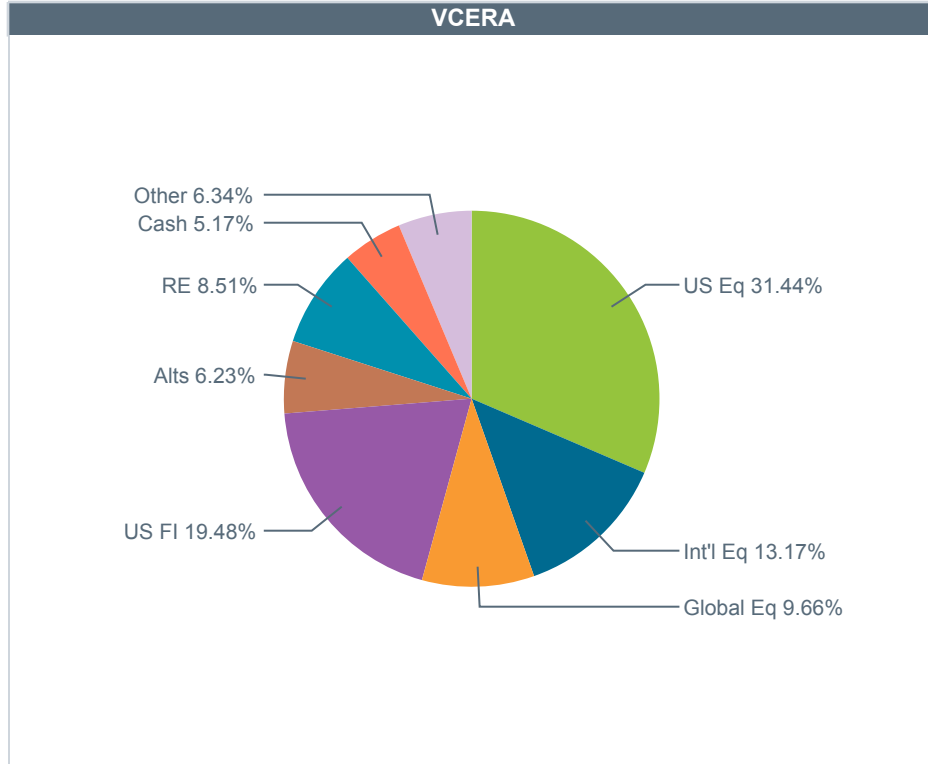


Allocations shown may not sum up to 100% exactly due to rounding.



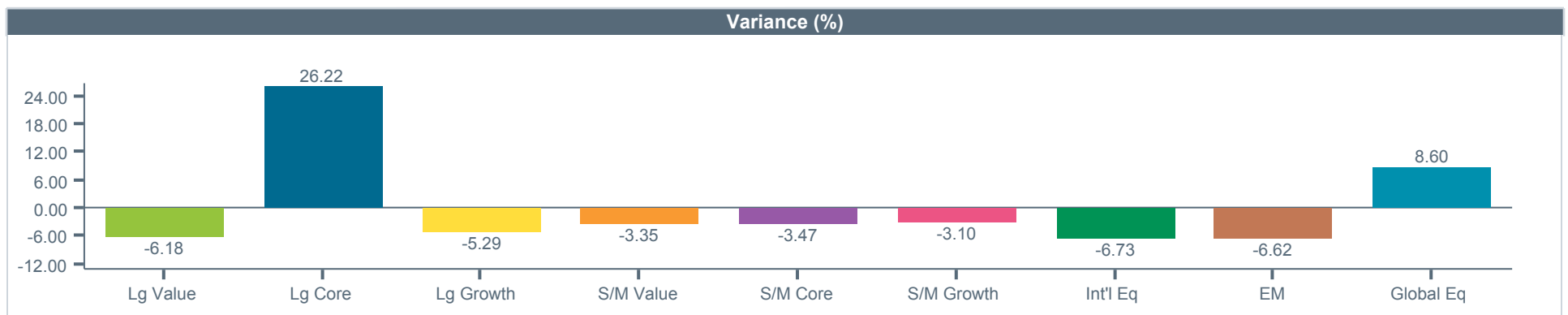
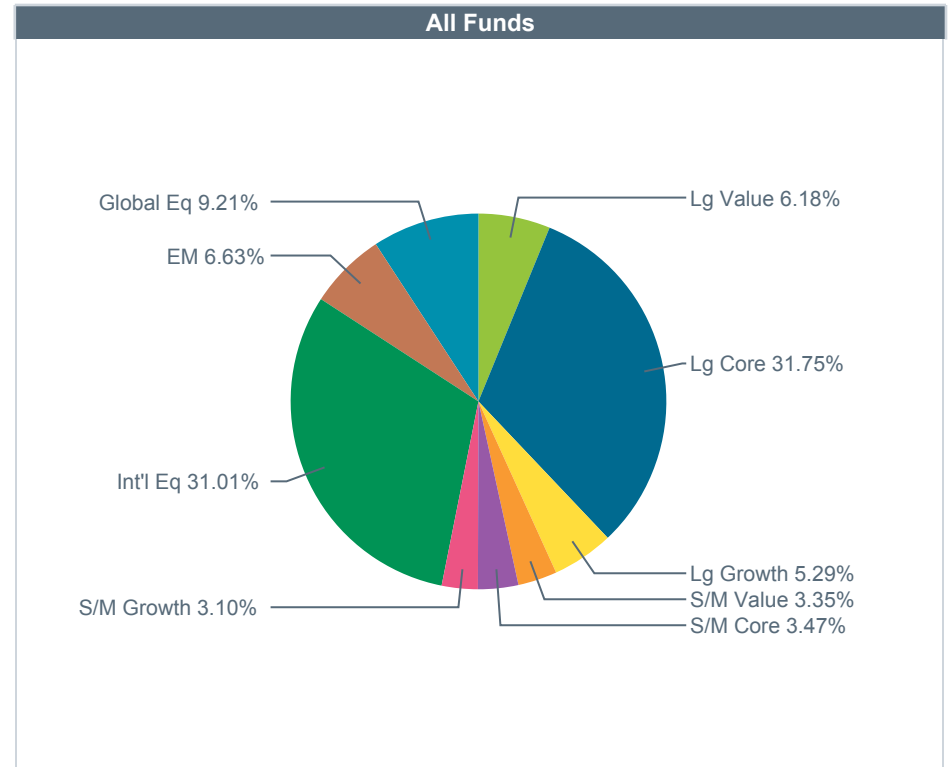
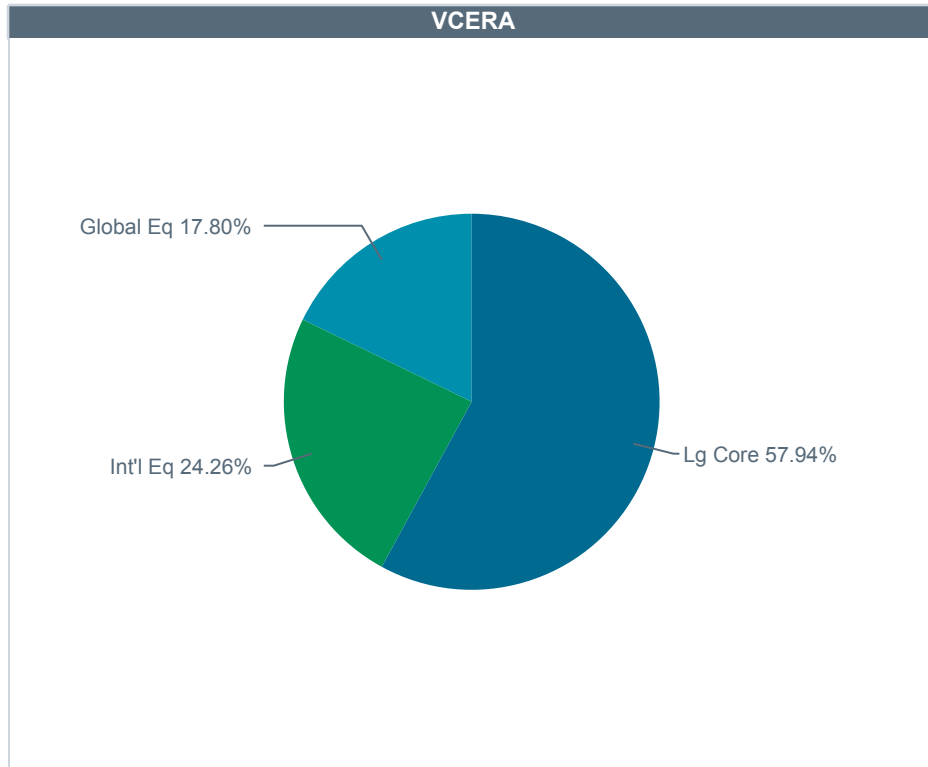
Asset Allocation

VCERA vs. Average of Similar Size Funds



Allocations shown may not sum up to 100% exactly due to rounding.



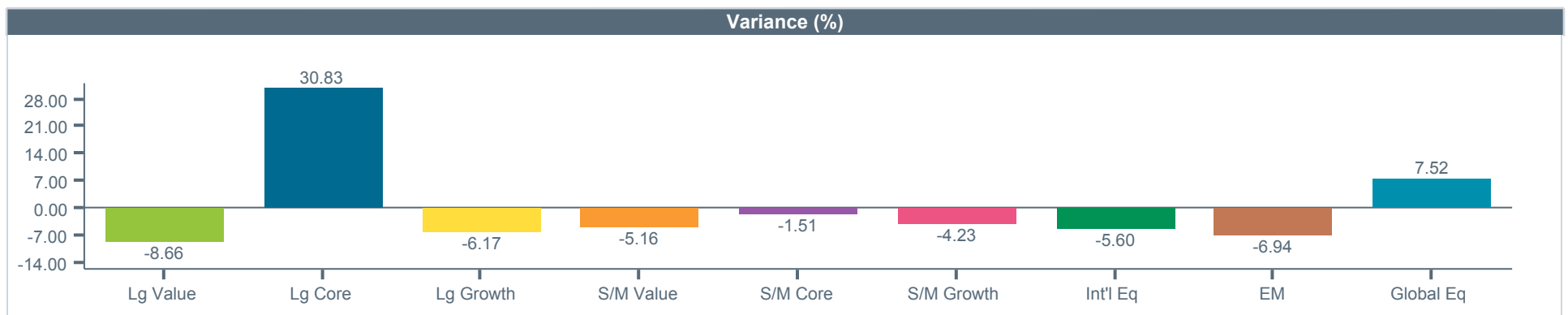
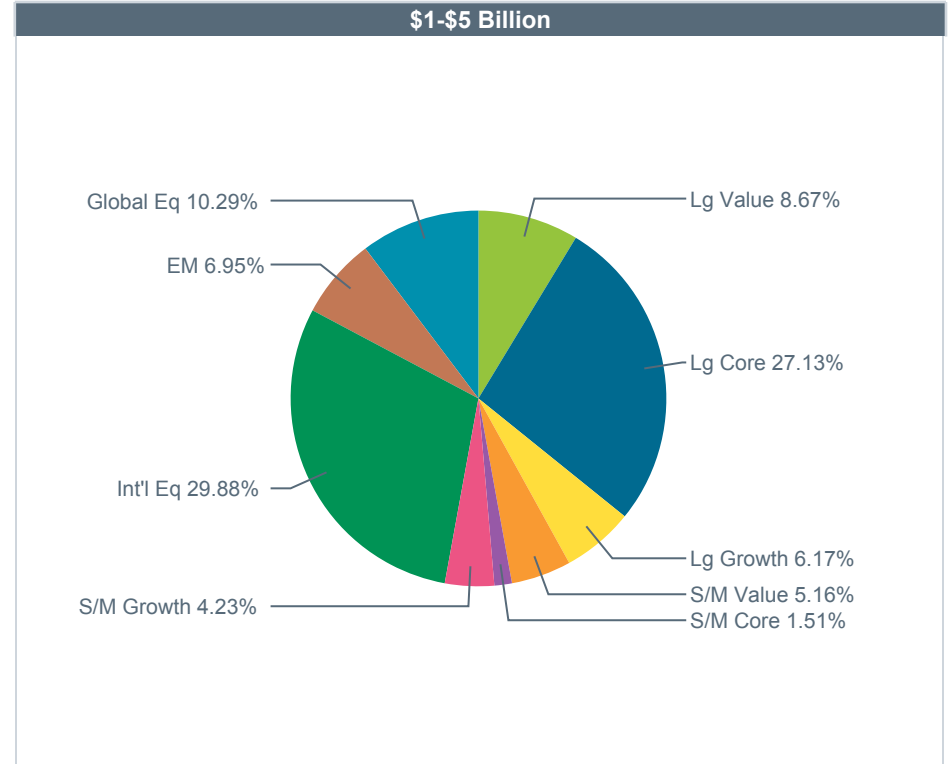
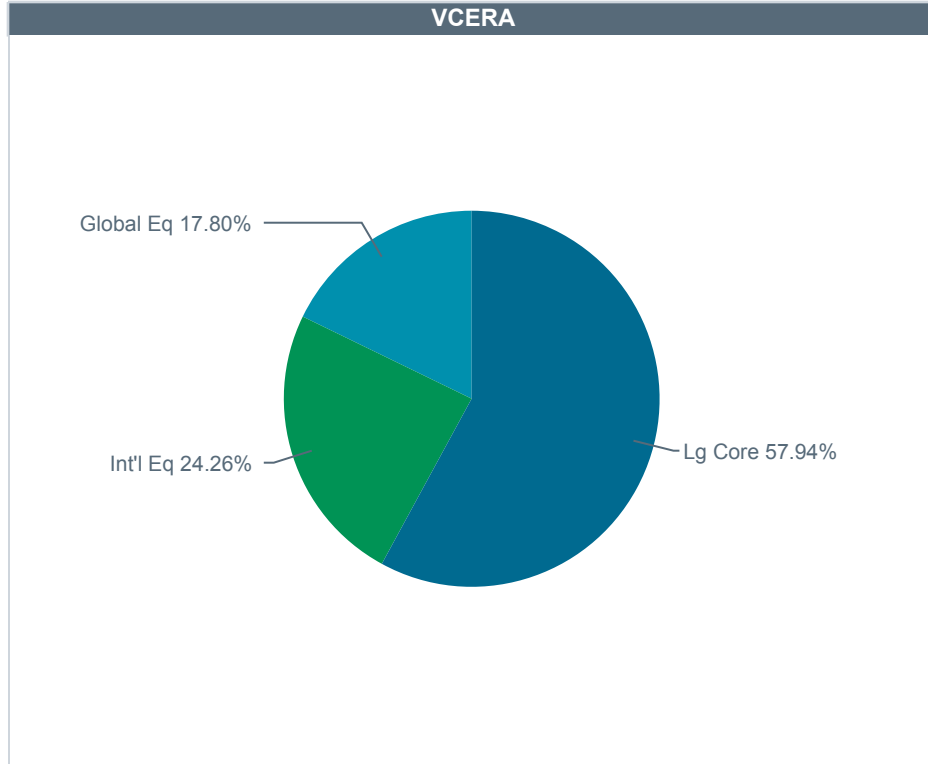


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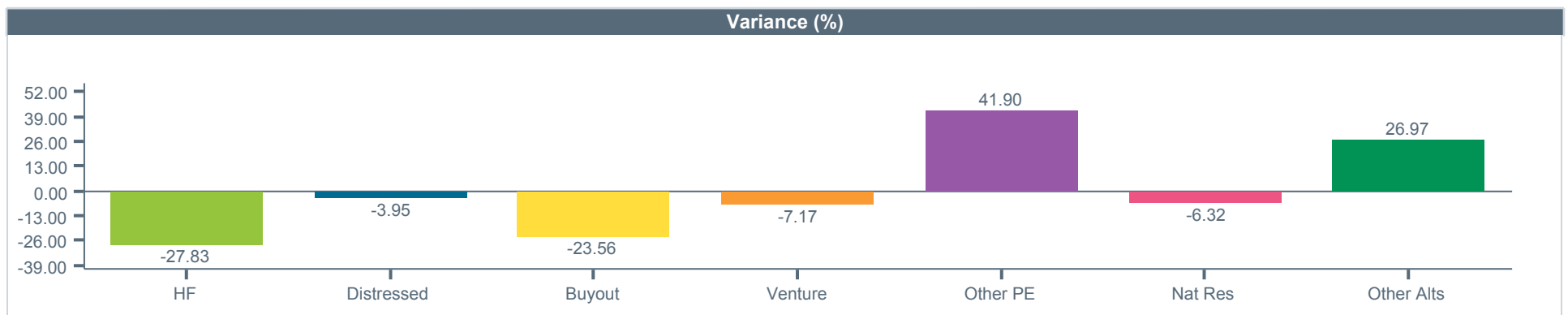
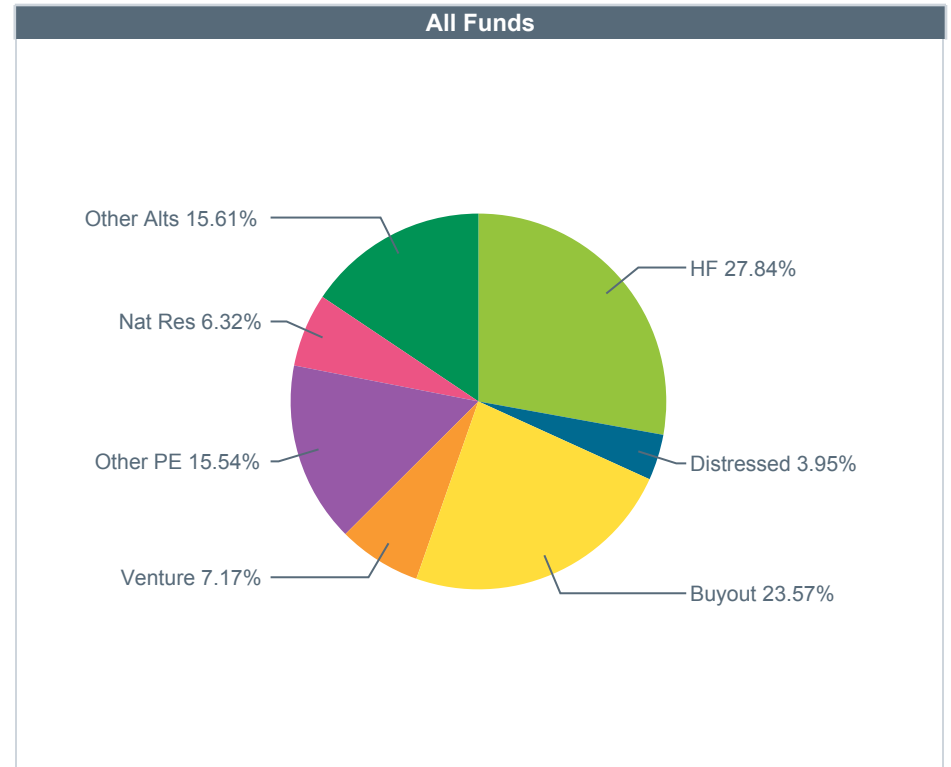
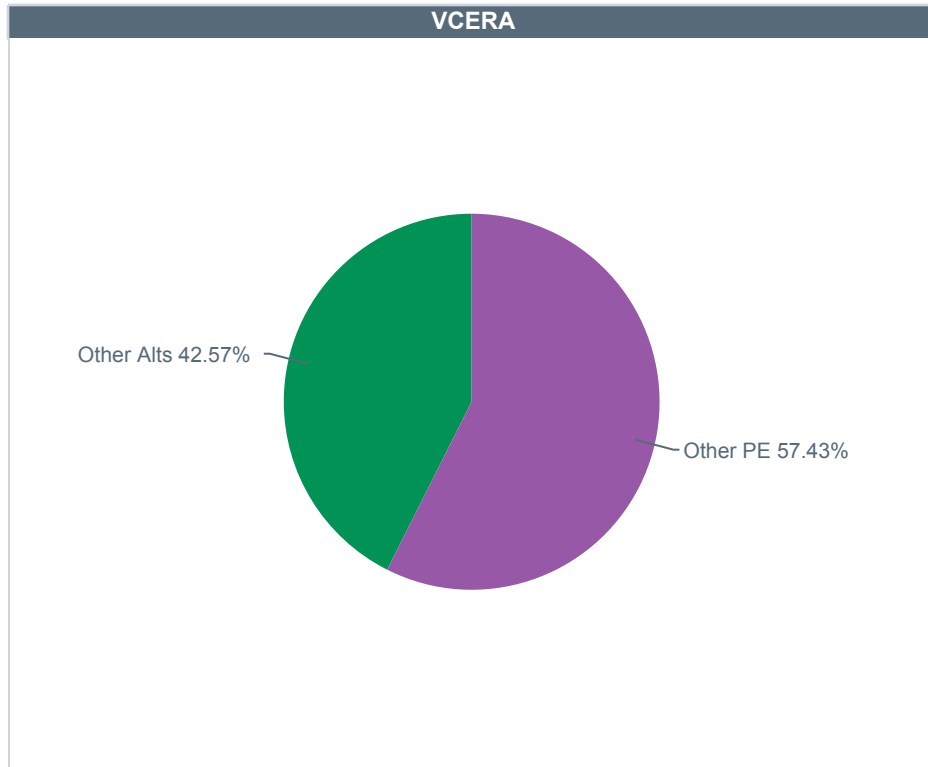
Equity Style Allocation

VCERA vs. Average of Similar Size Funds



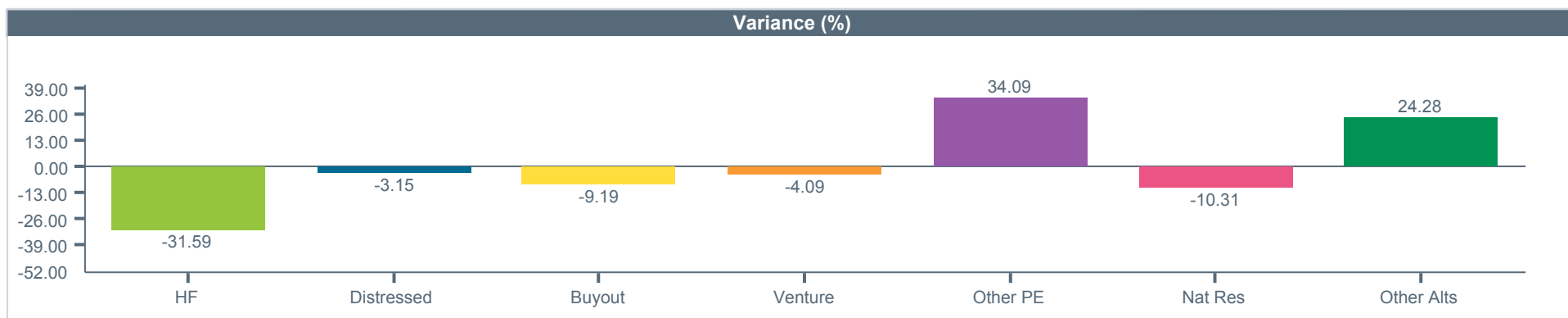
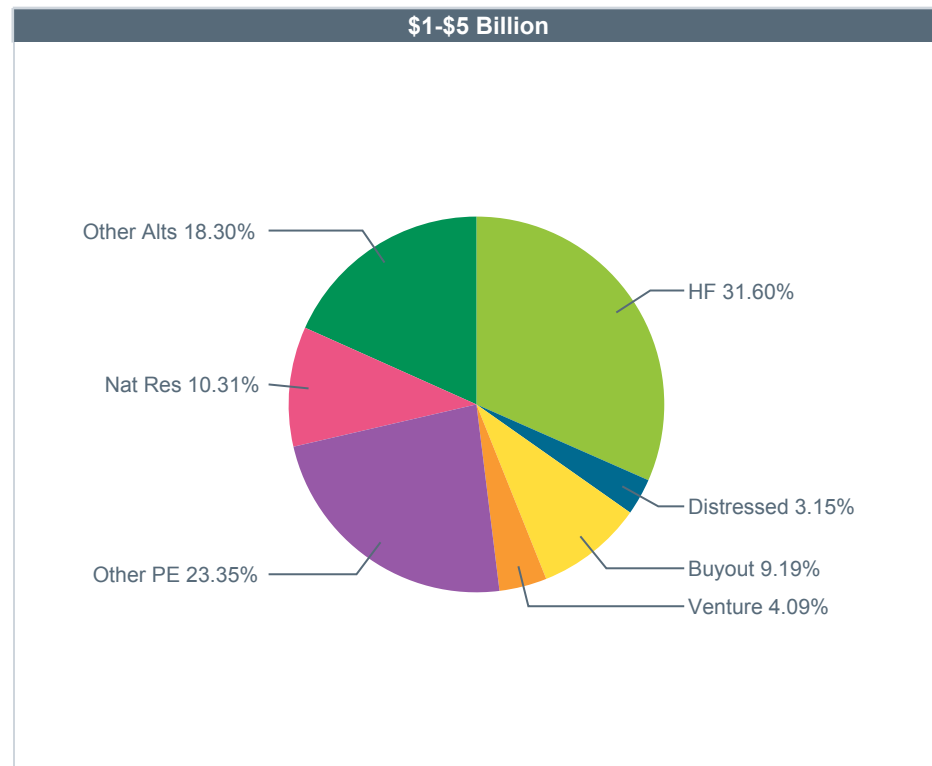
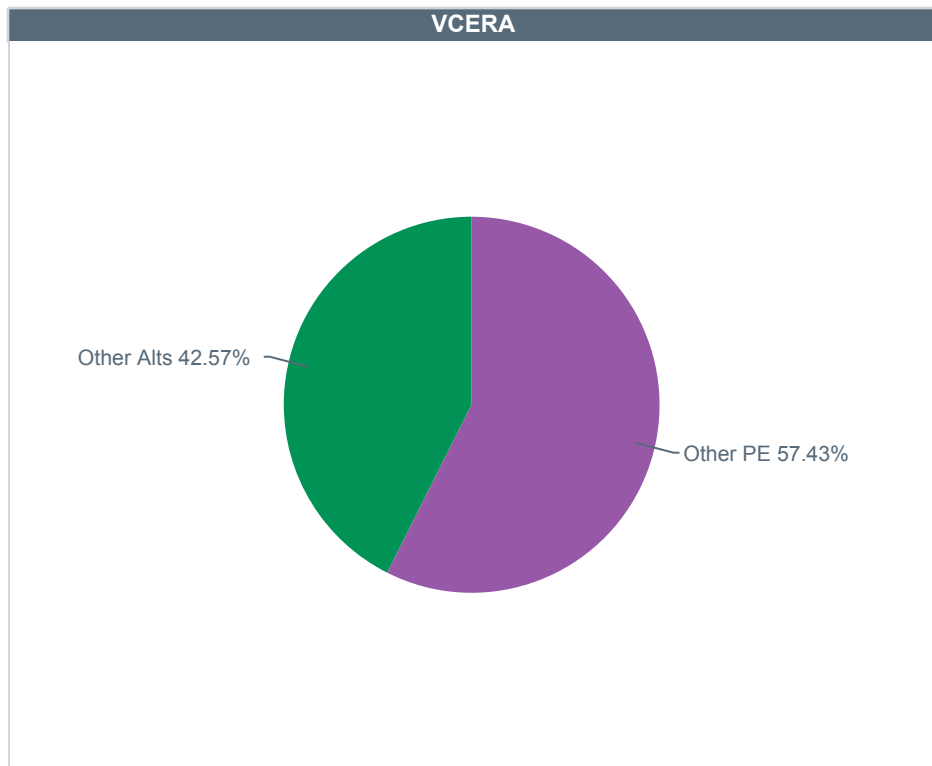
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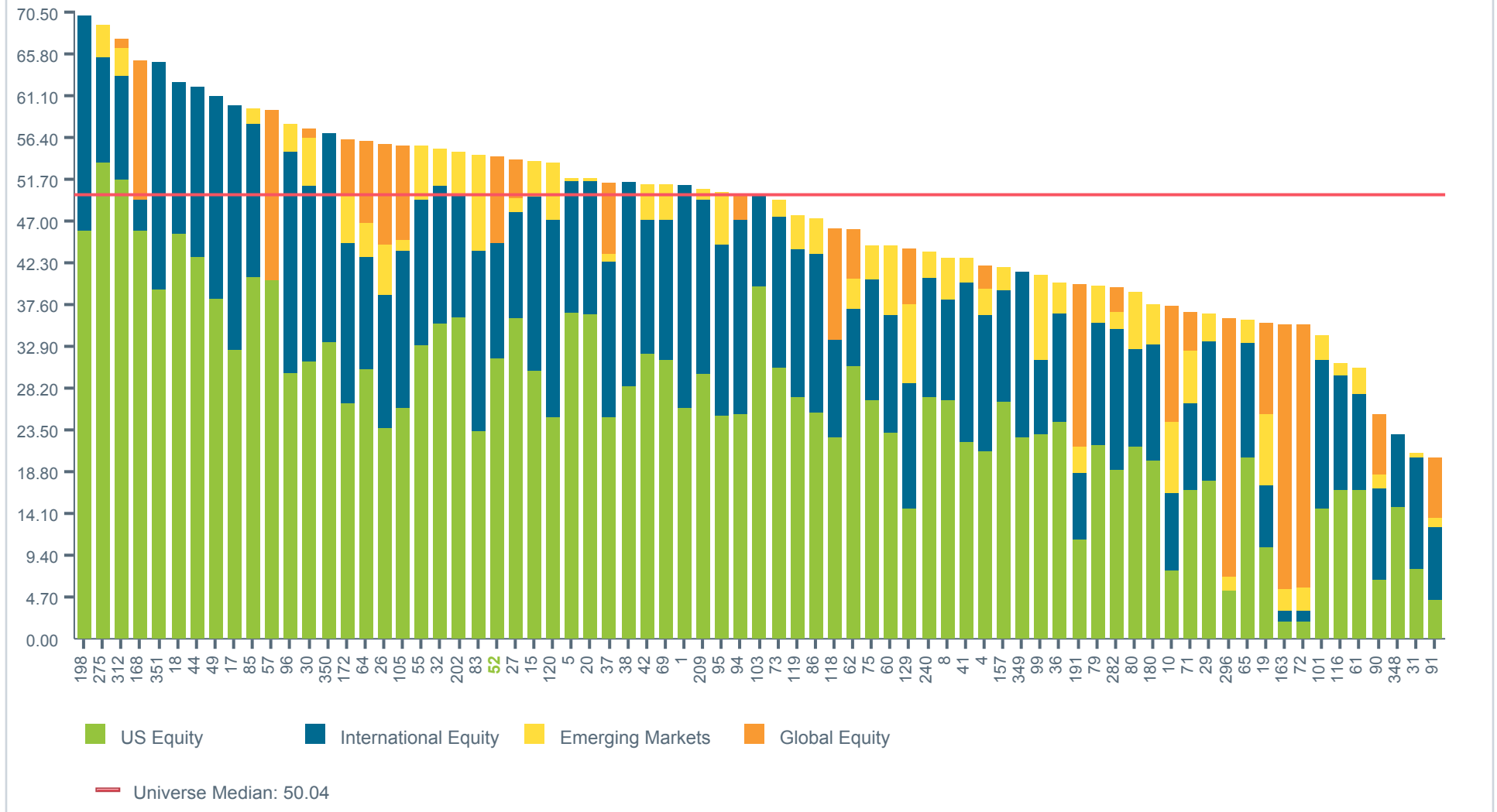


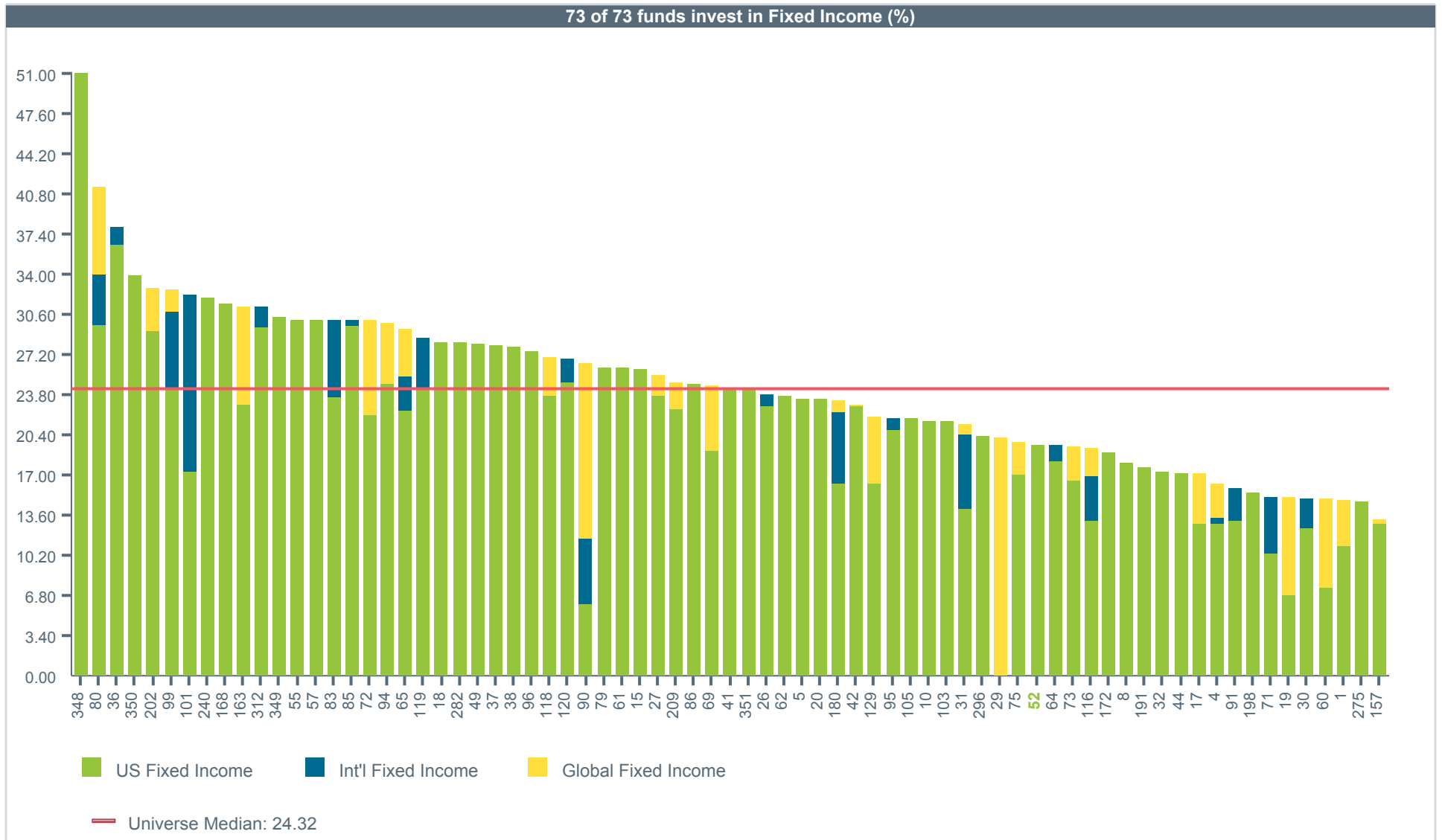


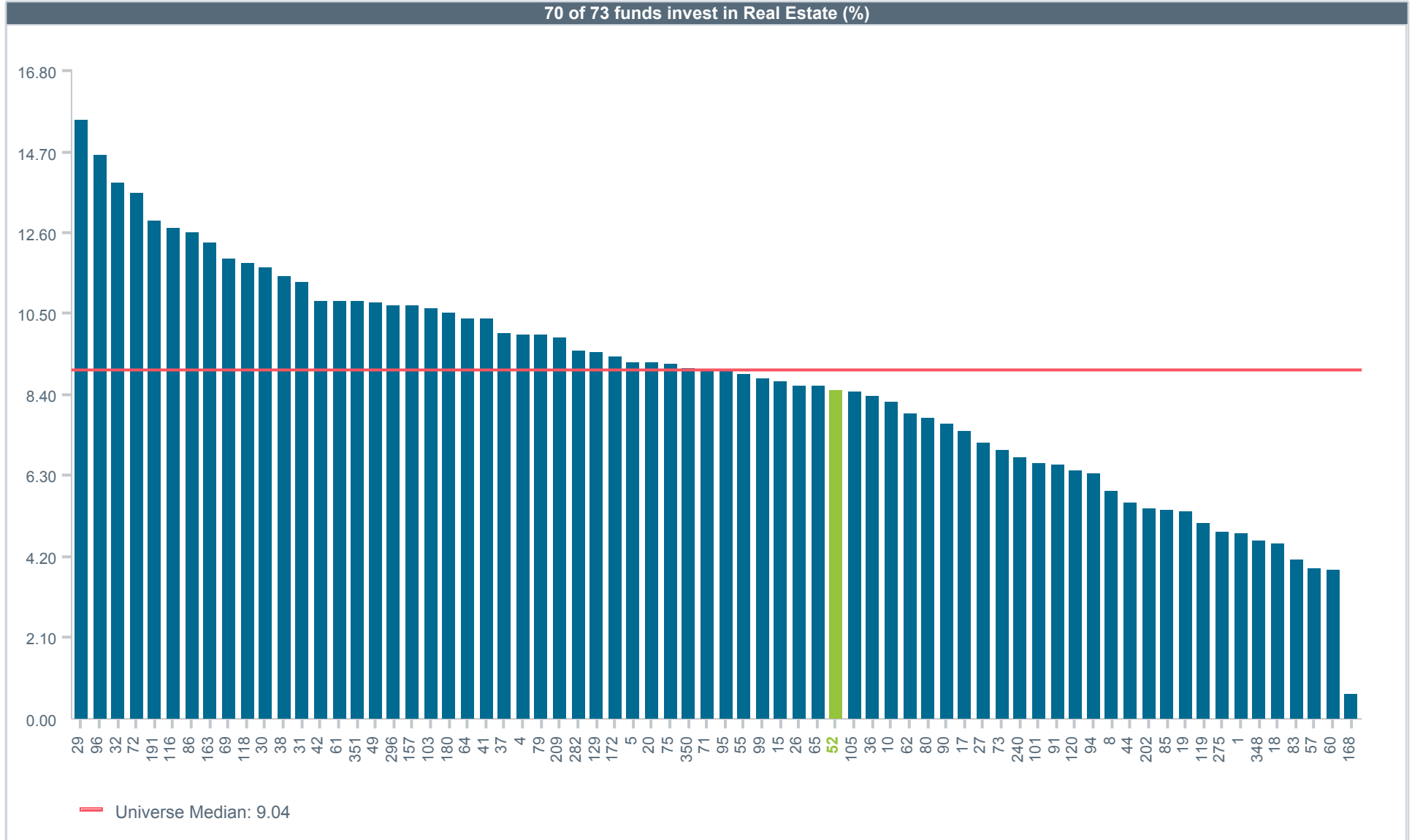
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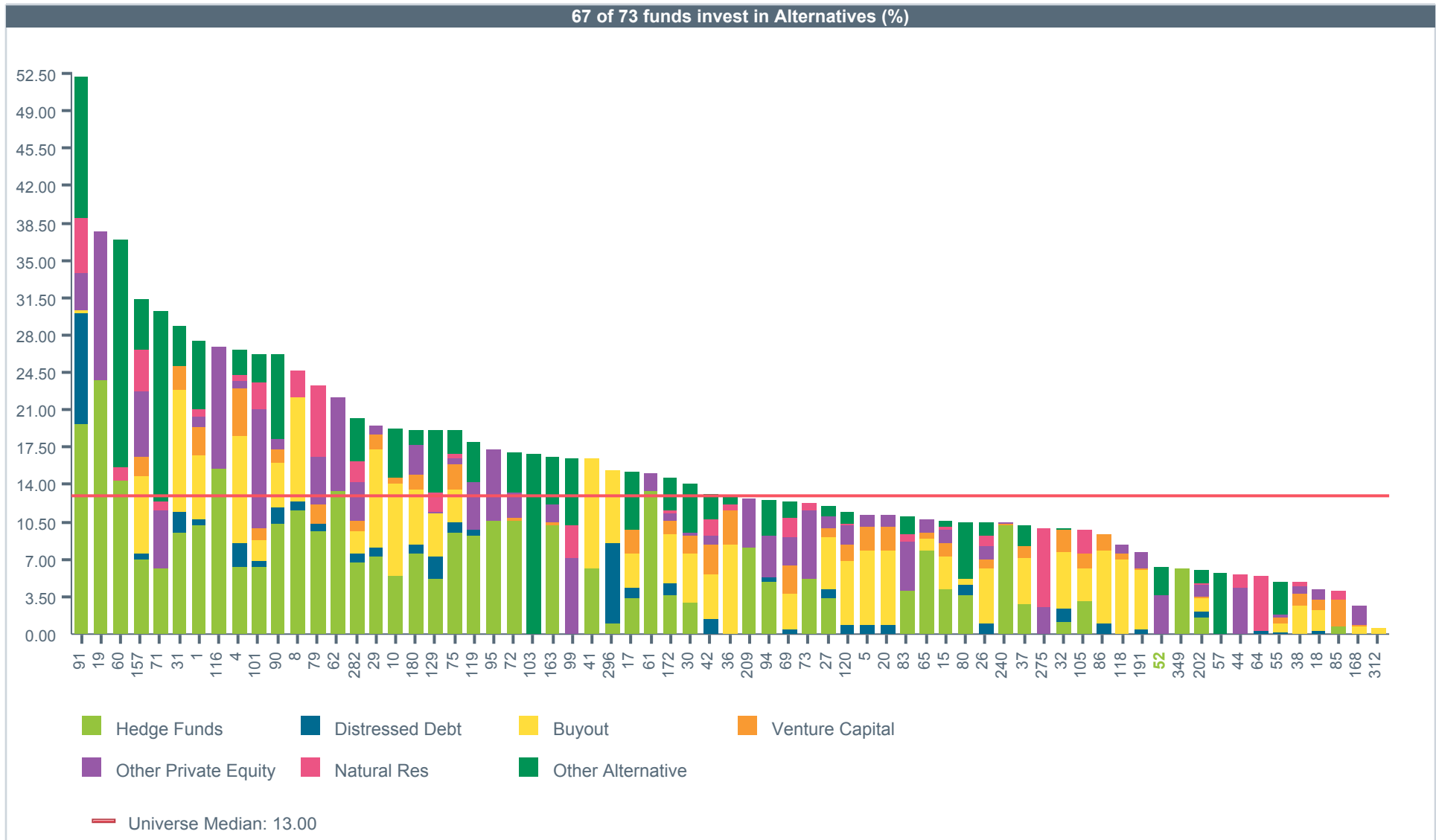


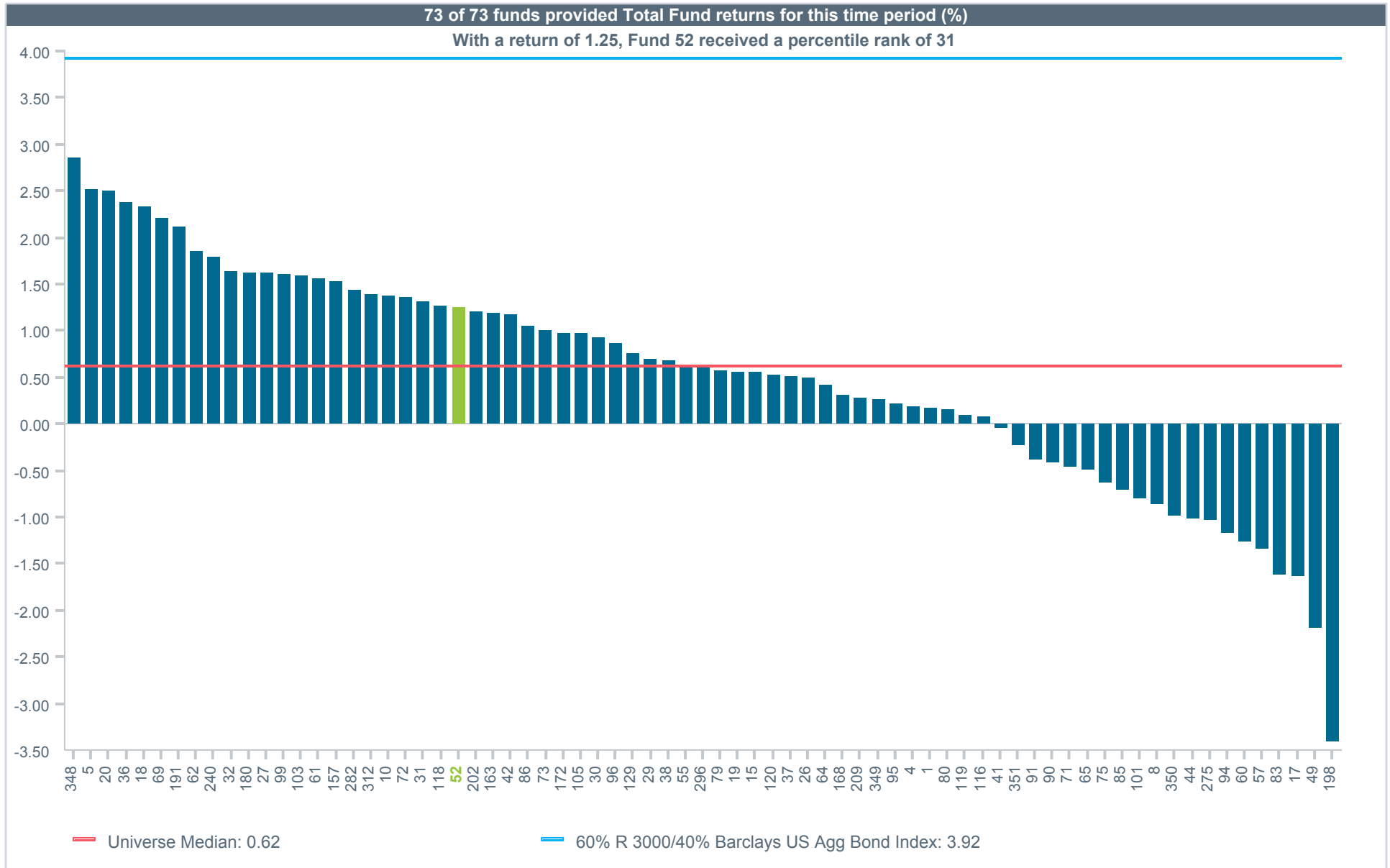
73 of 73 funds invest in Equity (%)





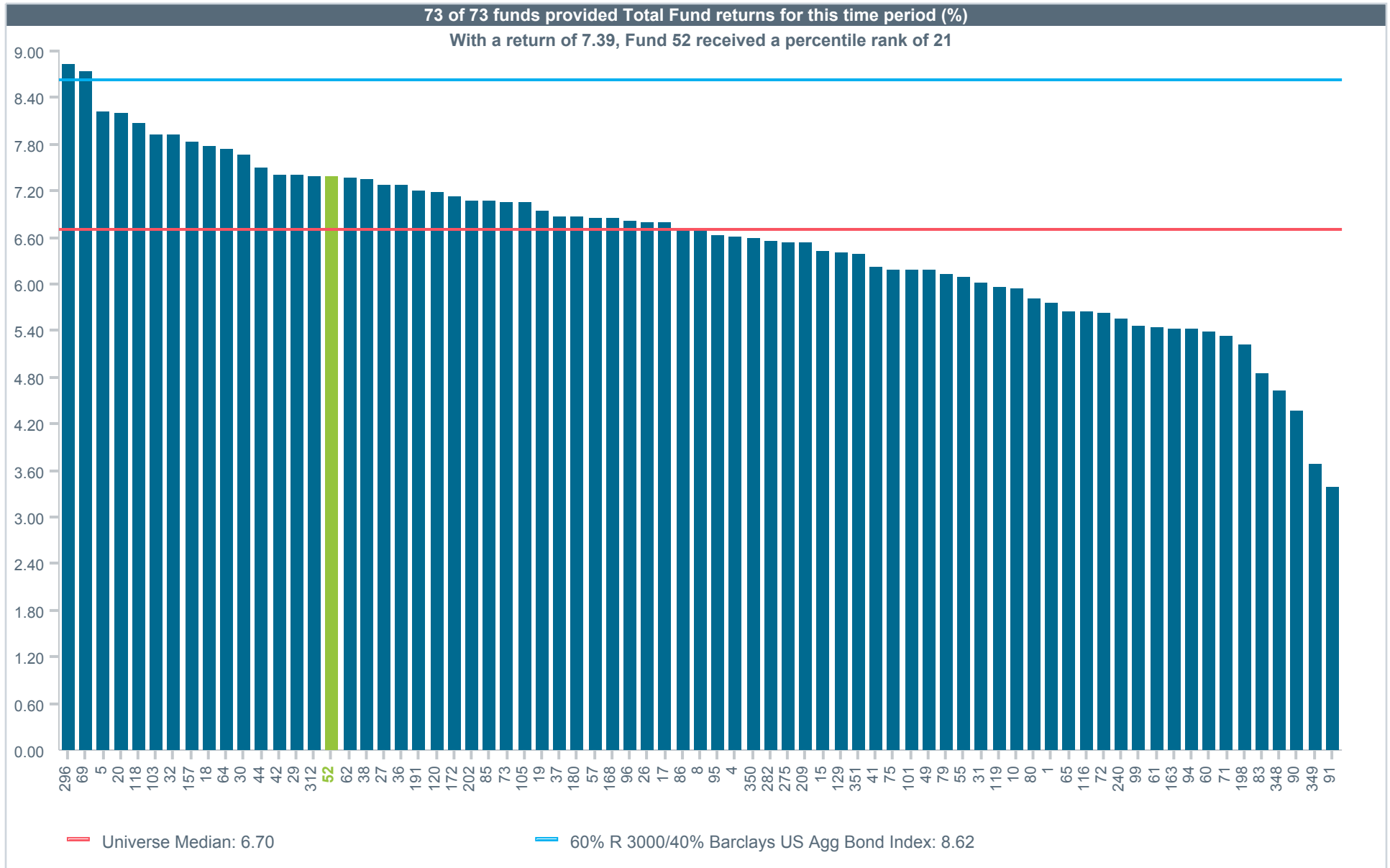






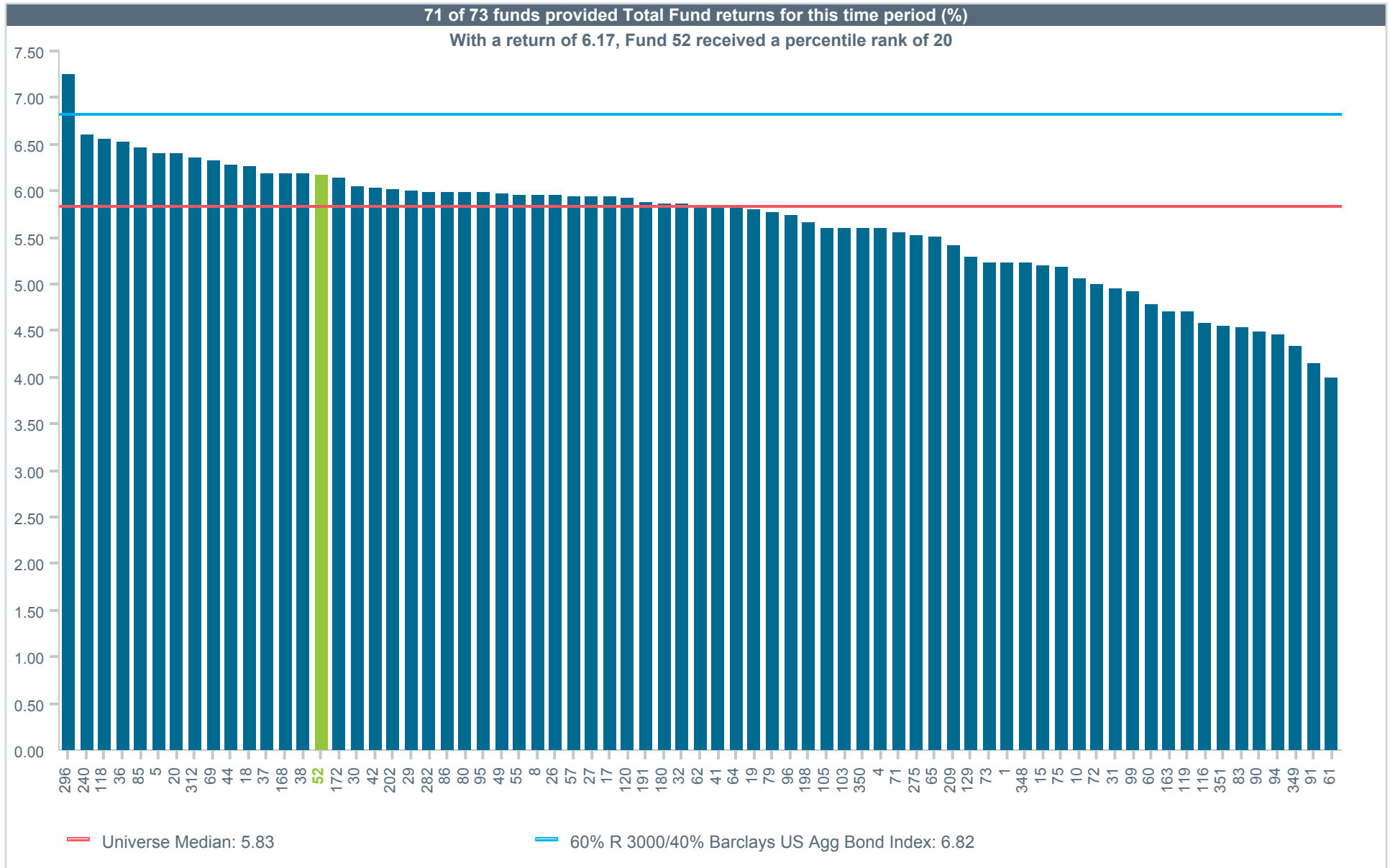
Funds with less history than the specified time period will not appear in the chart.





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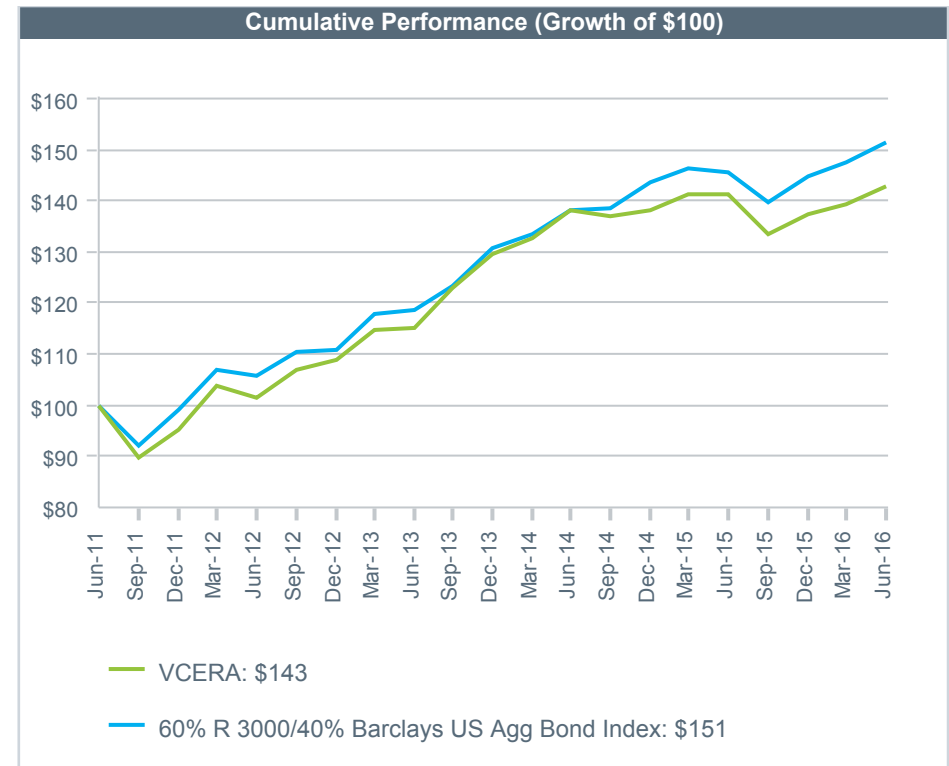
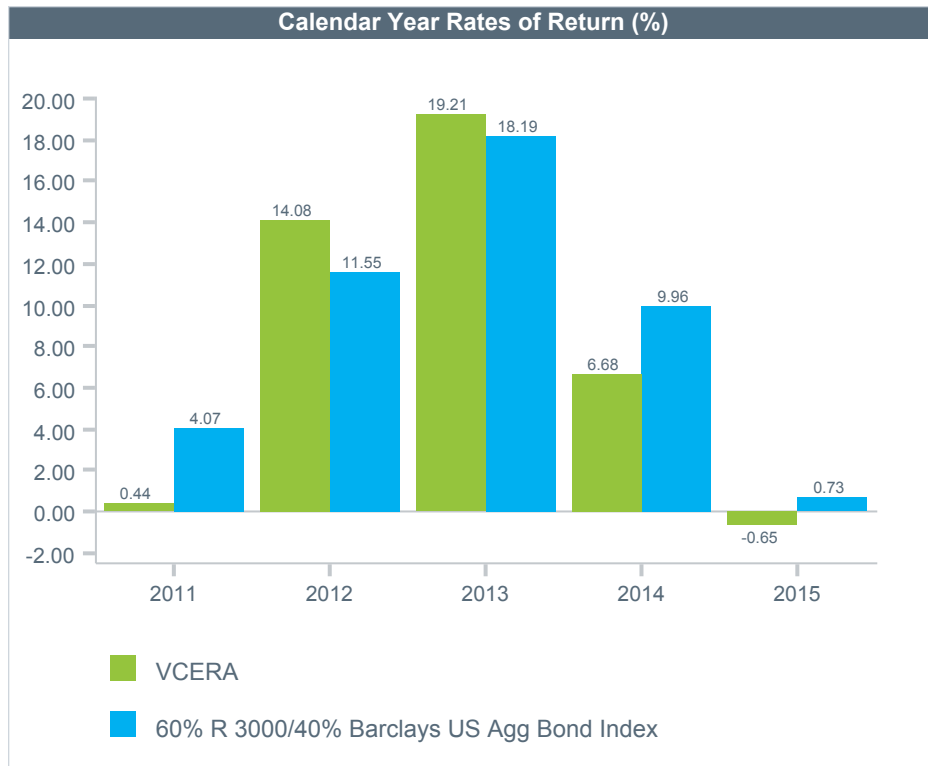


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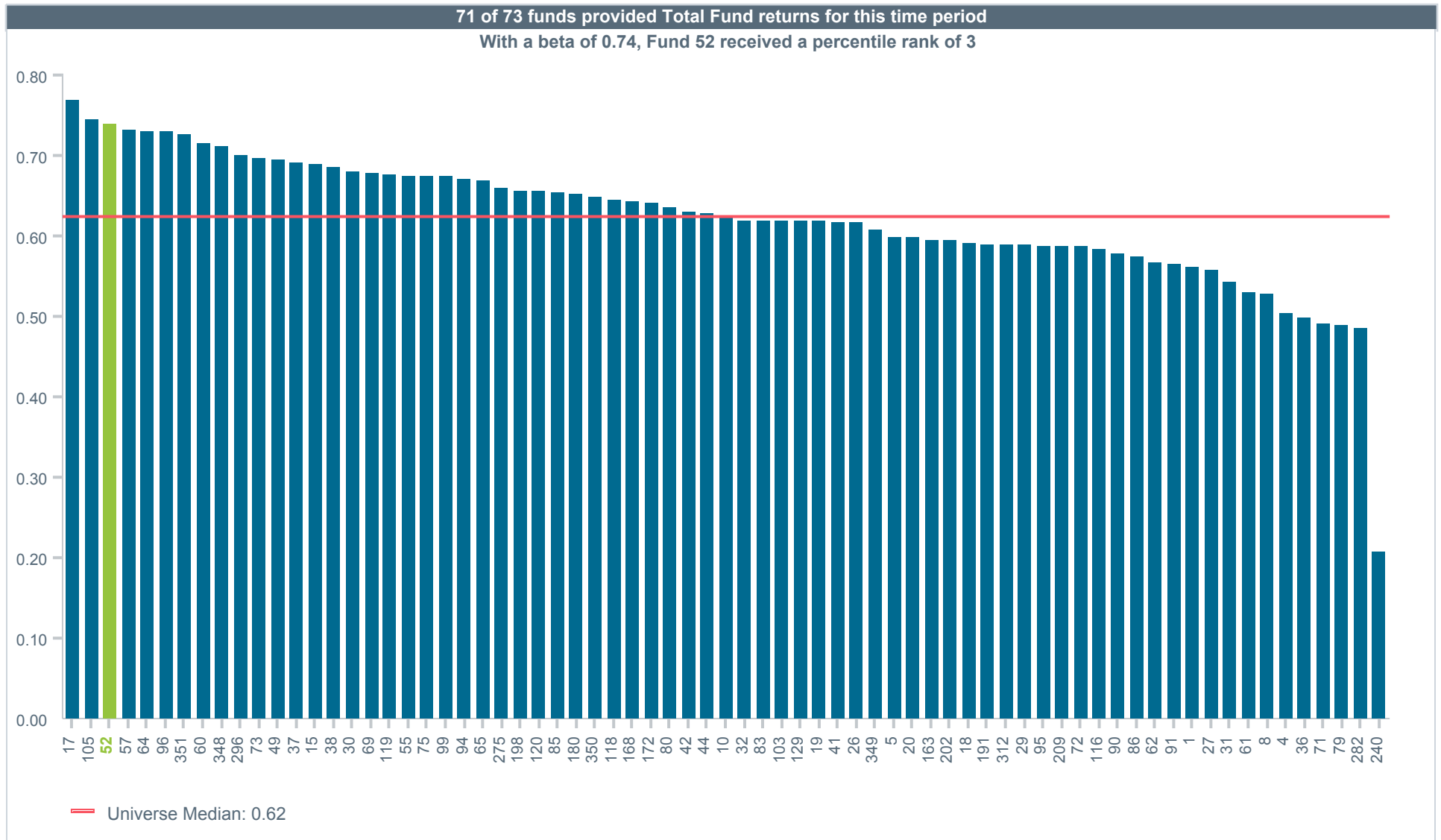
Total Return - Total Fund

VCERA vs. 60% R 3000/40% Barclays US Agg Bond Index



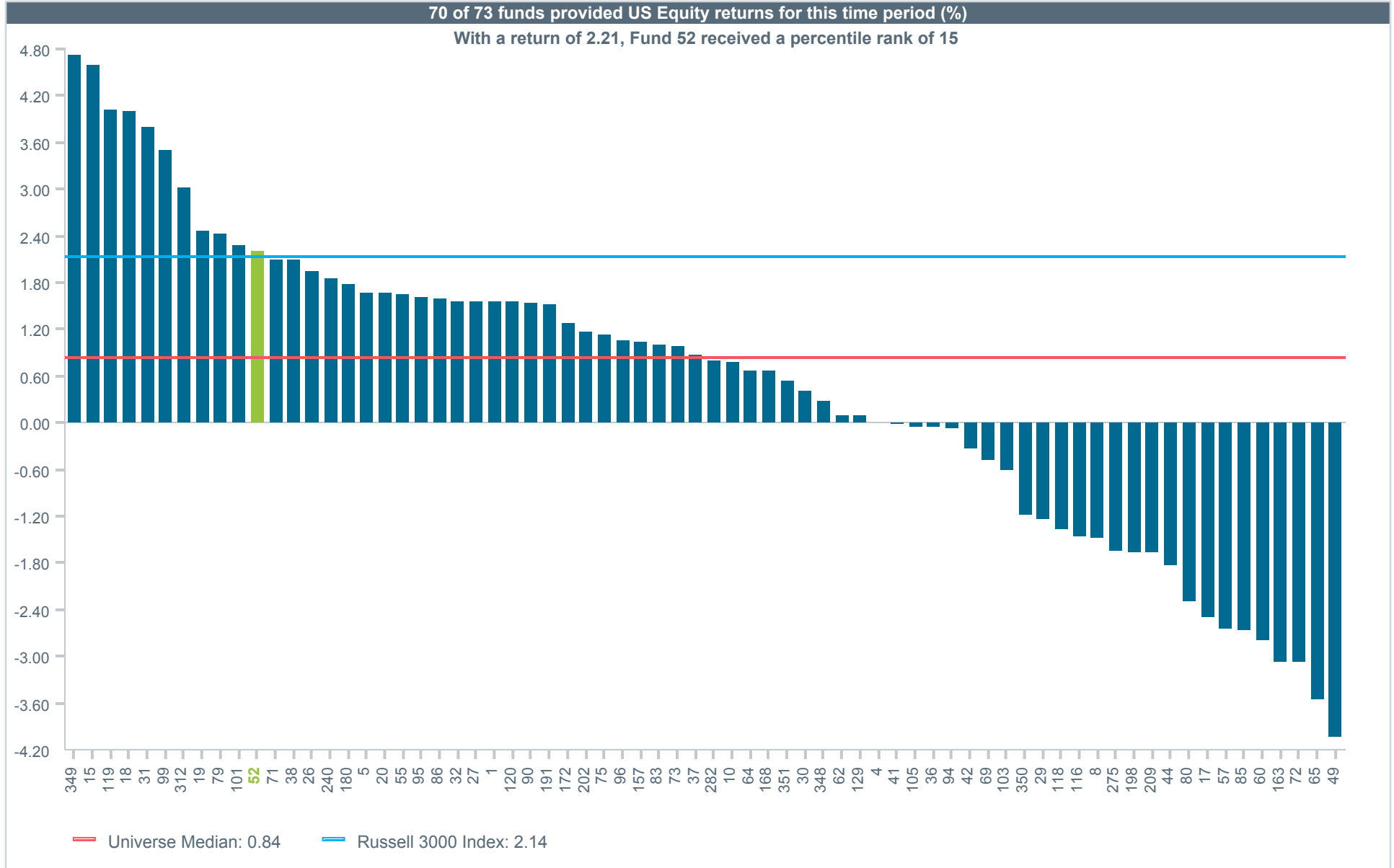
Annualized Returns (%)			
	1 Year	3 Years	5 Years
VCERA	1.25	7.47	7.39
60% R 3000/40% Barclays US Agg Bond Index	3.92	8.42	8.62
Variance	-2.67	-0.95	-1.23





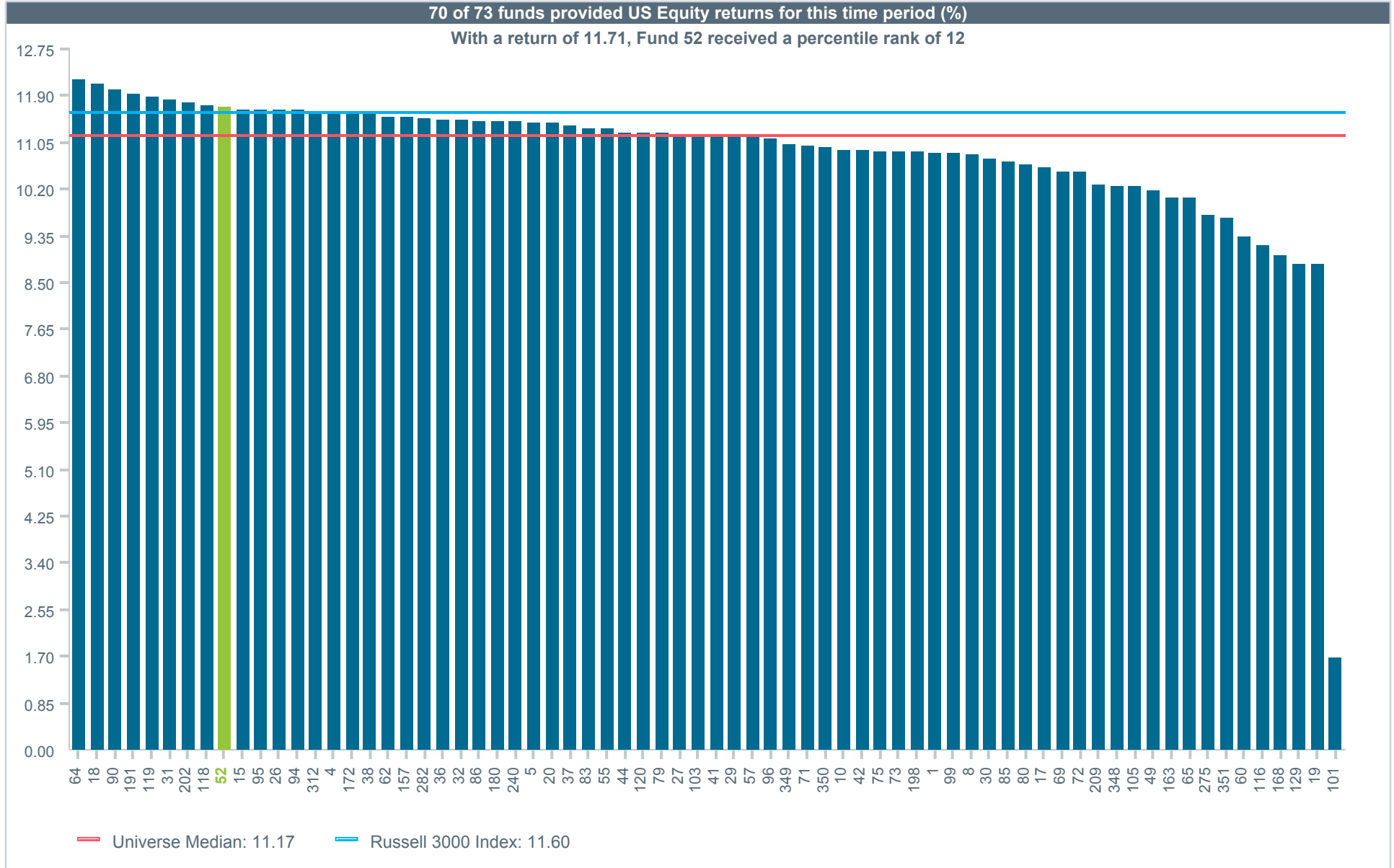
Funds with less history than the specified time period will not appear in the chart. Benchmark used is the S&P 500 Index (Cap Wtd).





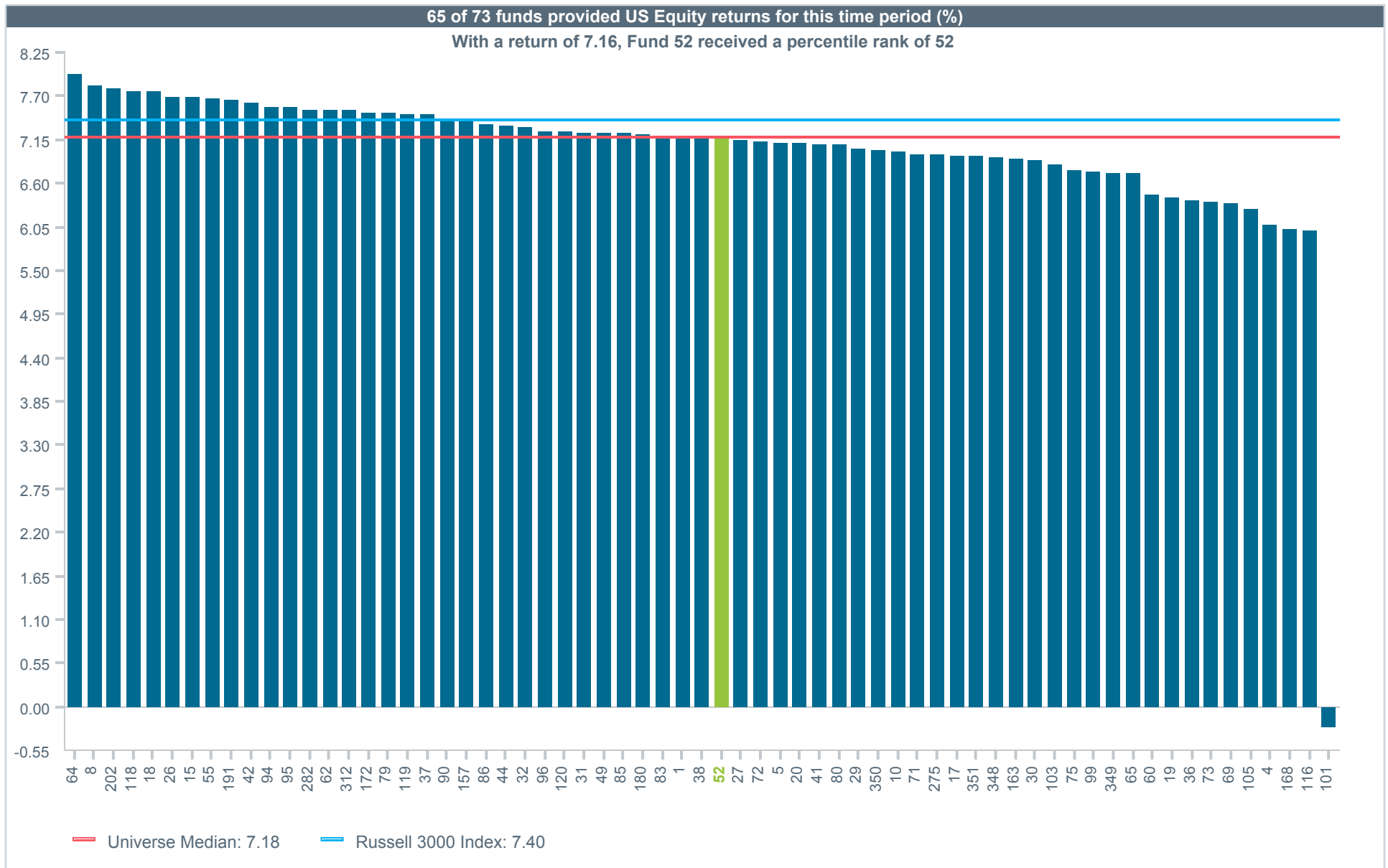
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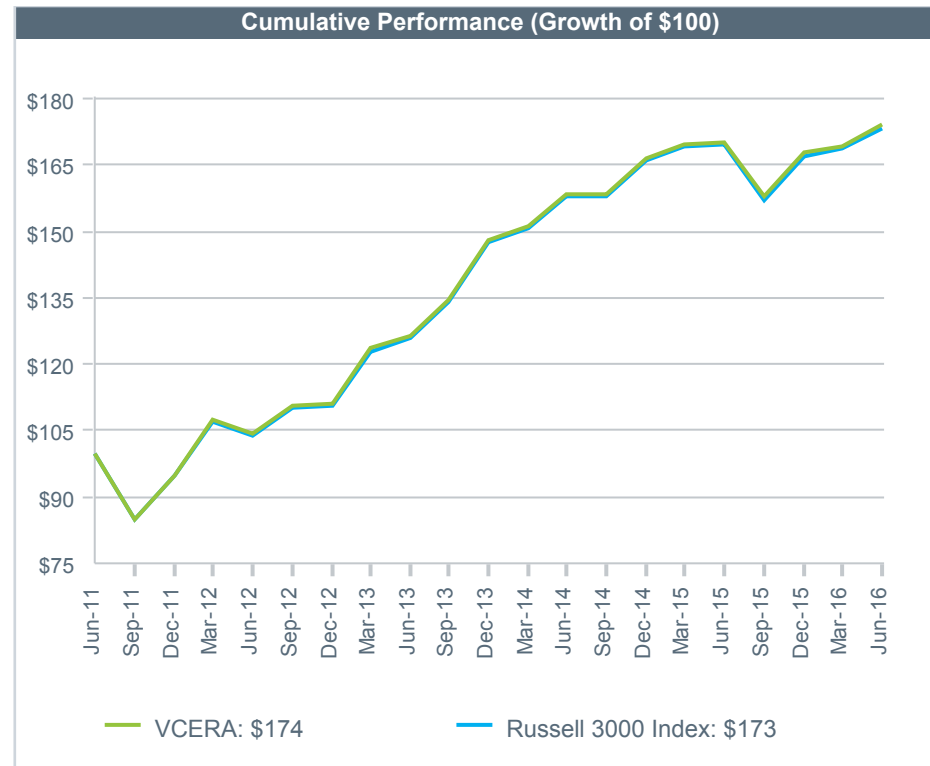
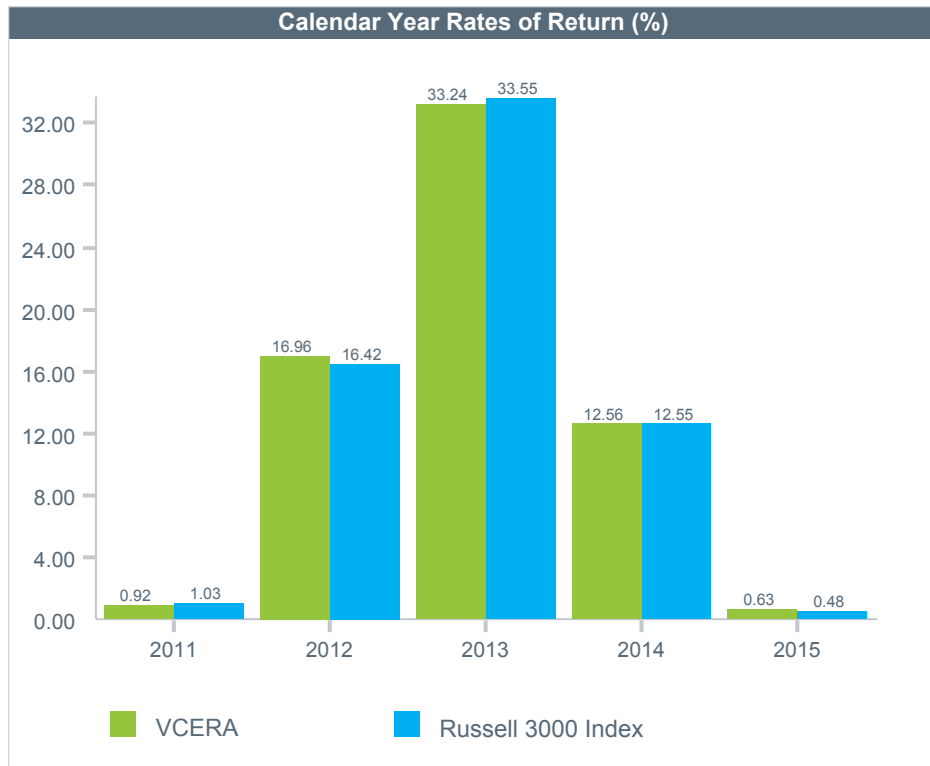


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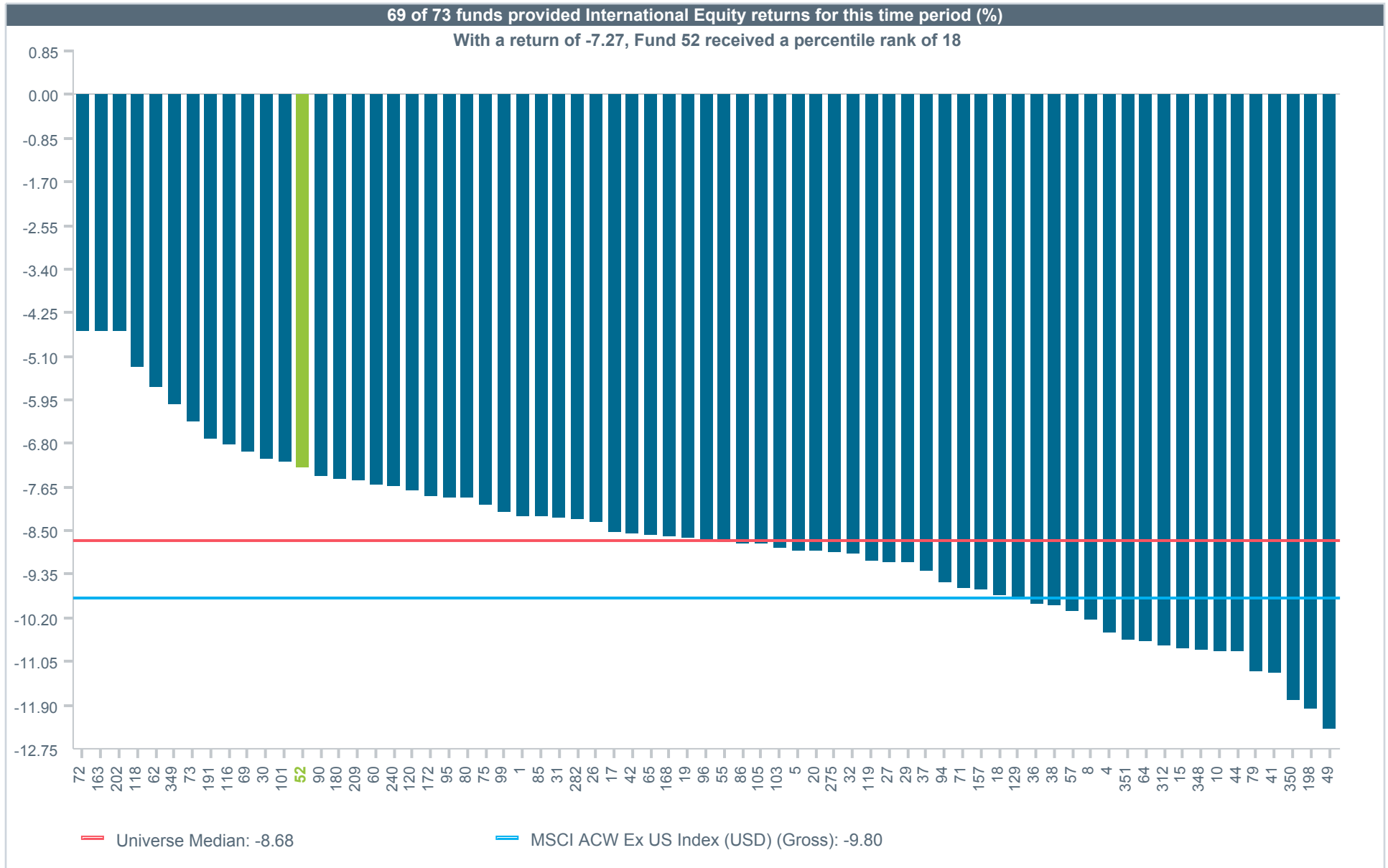
Total Return - US Equity

VCERA vs. Russell 3000 Index



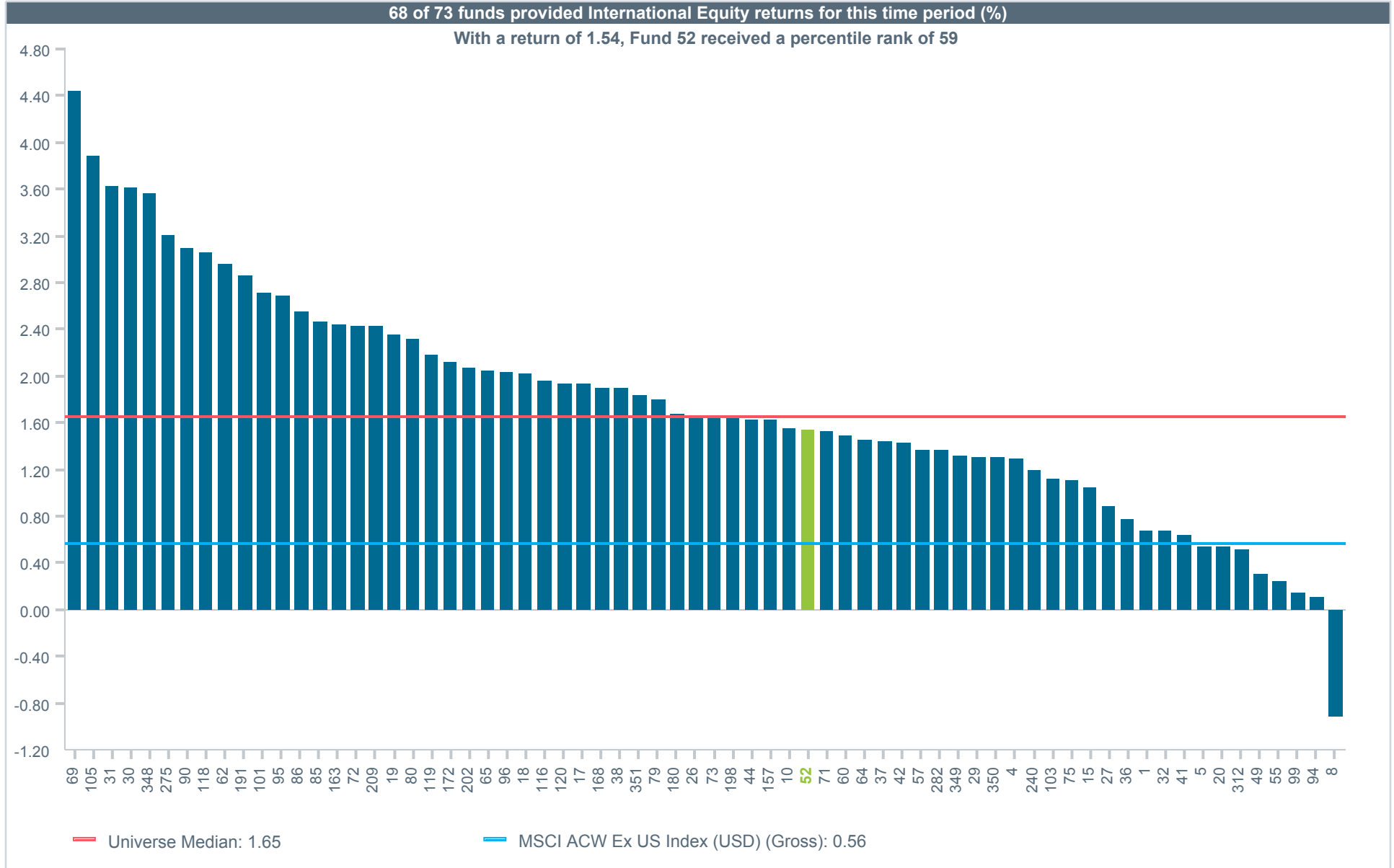
Annualized Returns (%)			
	1 Year	3 Years	5 Years
VCERA	2.21	11.18	11.71
Russell 3000 Index	2.14	11.12	11.60
Variance	0.07	0.06	0.11





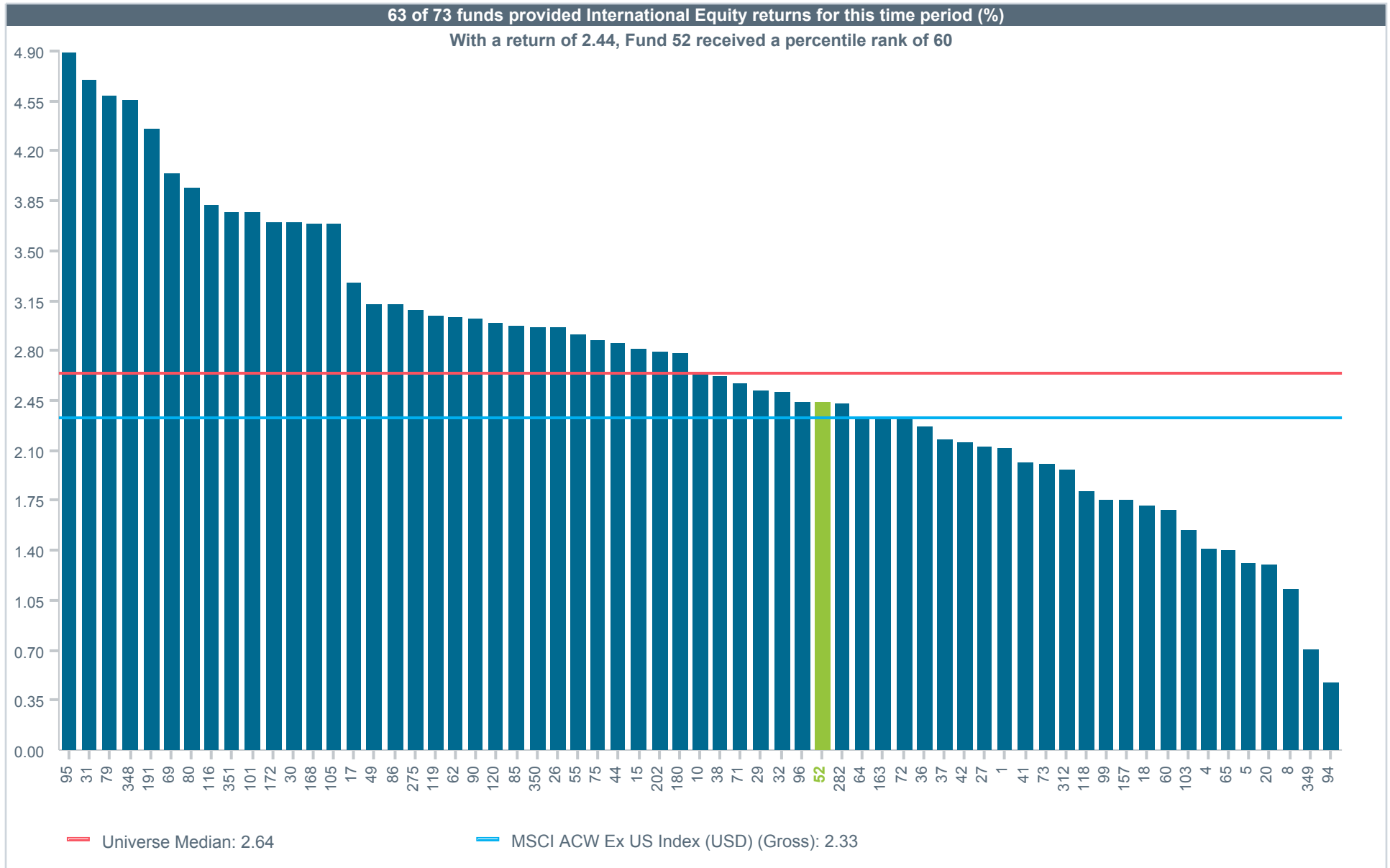
Funds with less history than the specified time period will not appear in the chart.





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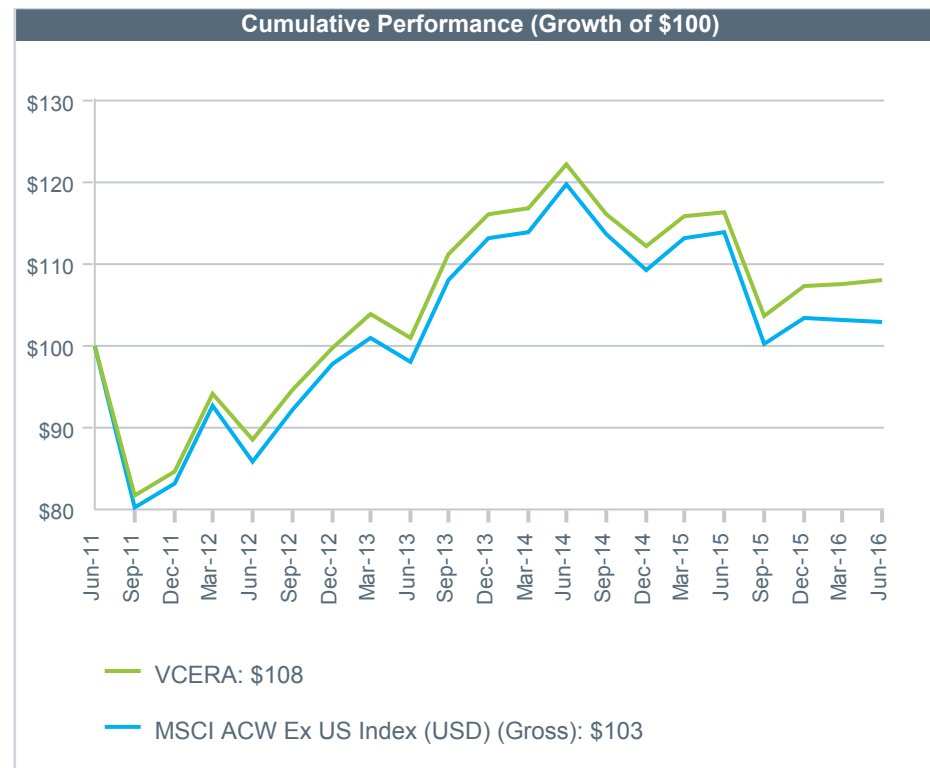
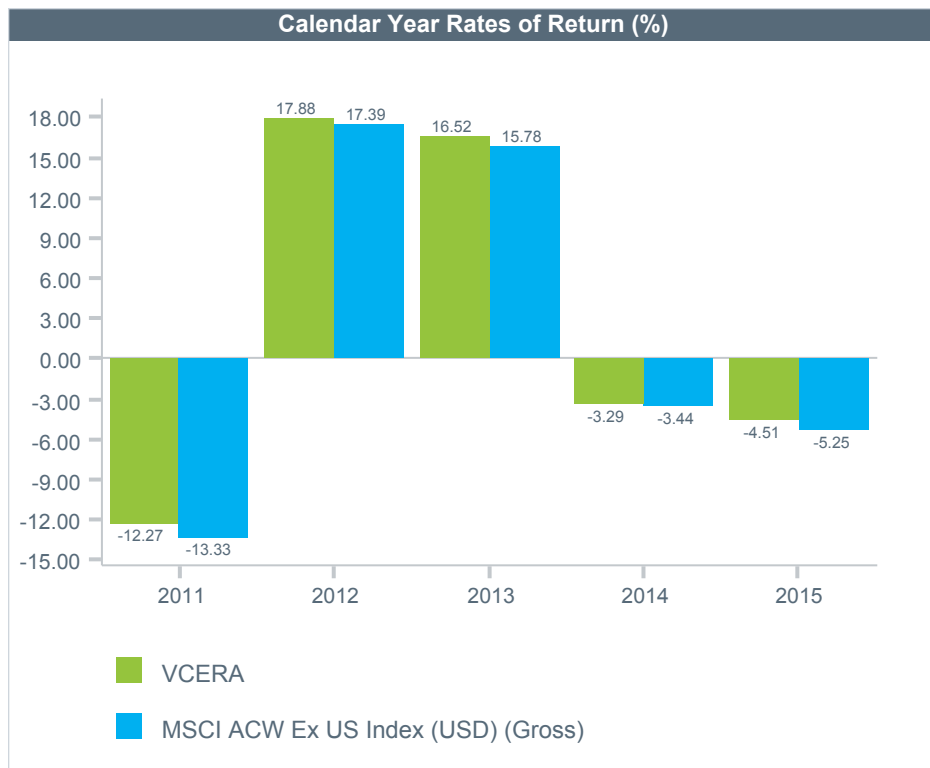


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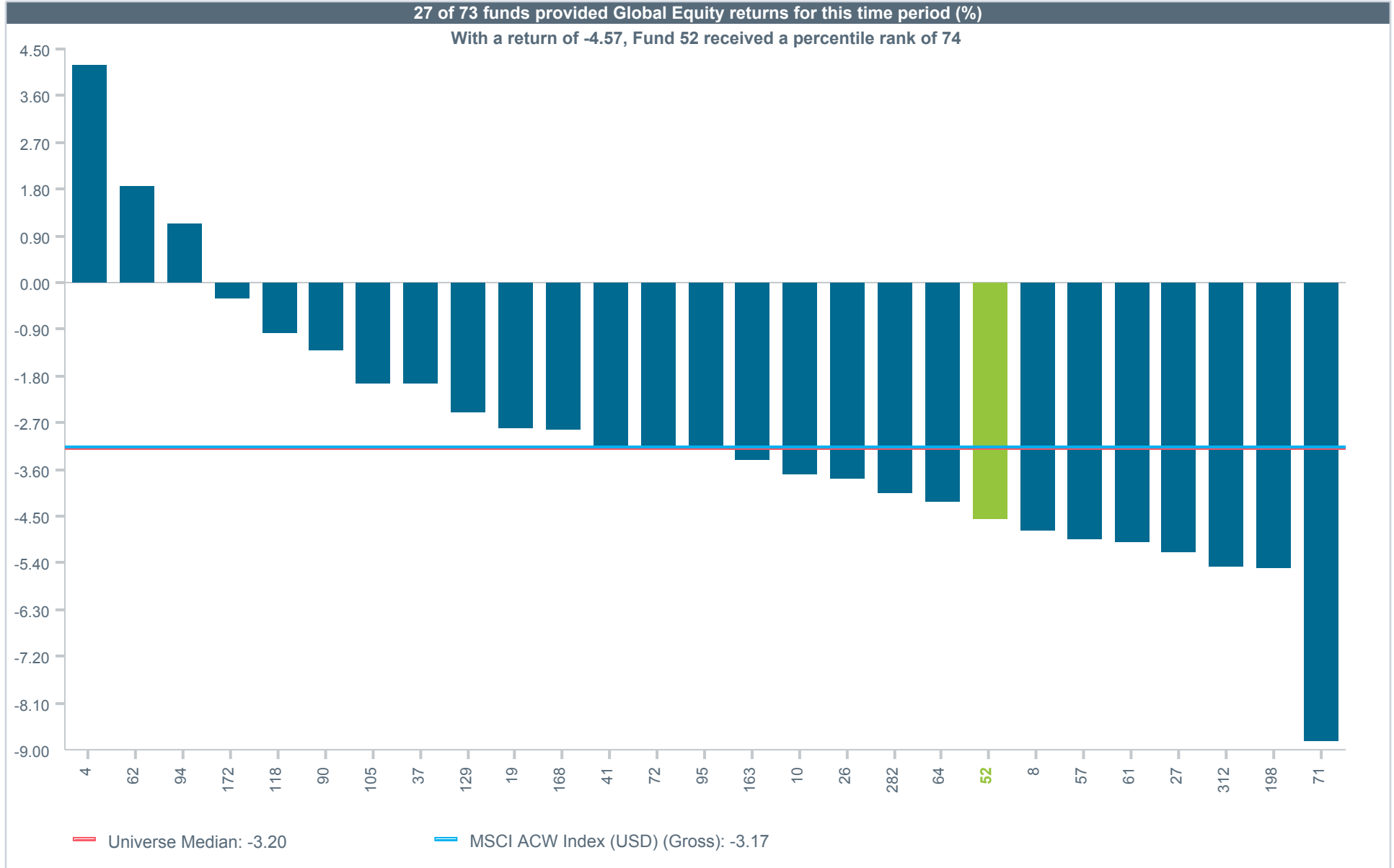
Total Return - International Equity

VCERA vs. MSCI ACW Ex US Index (USD) (Gross)



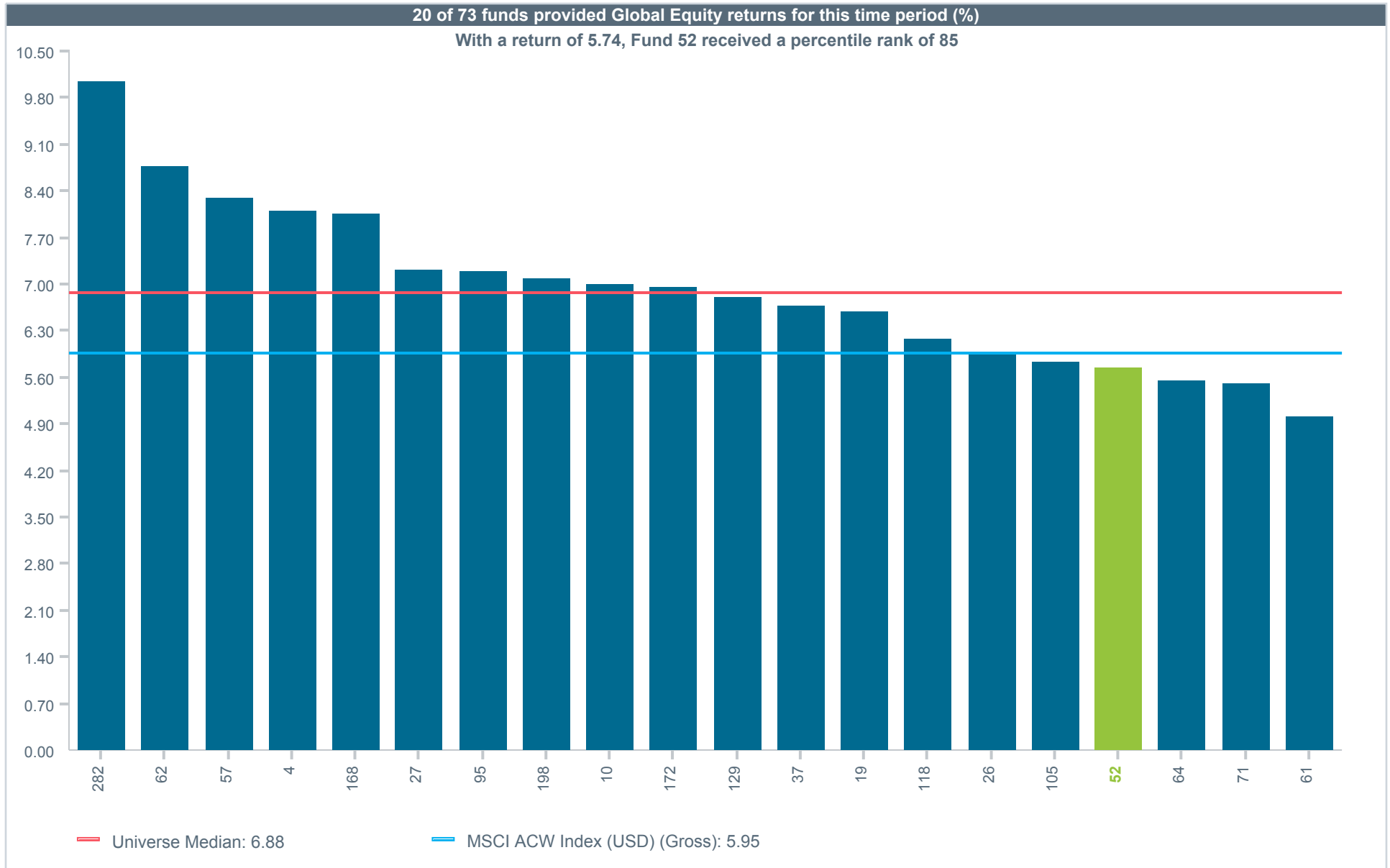
Annualized Returns (%)			
	1 Year	3 Years	5 Years
VCERA	-7.27	2.24	1.54
MSCI ACW Ex US Index (USD) (Gross)	-9.80	1.62	0.56
Variance	2.53	0.62	0.98





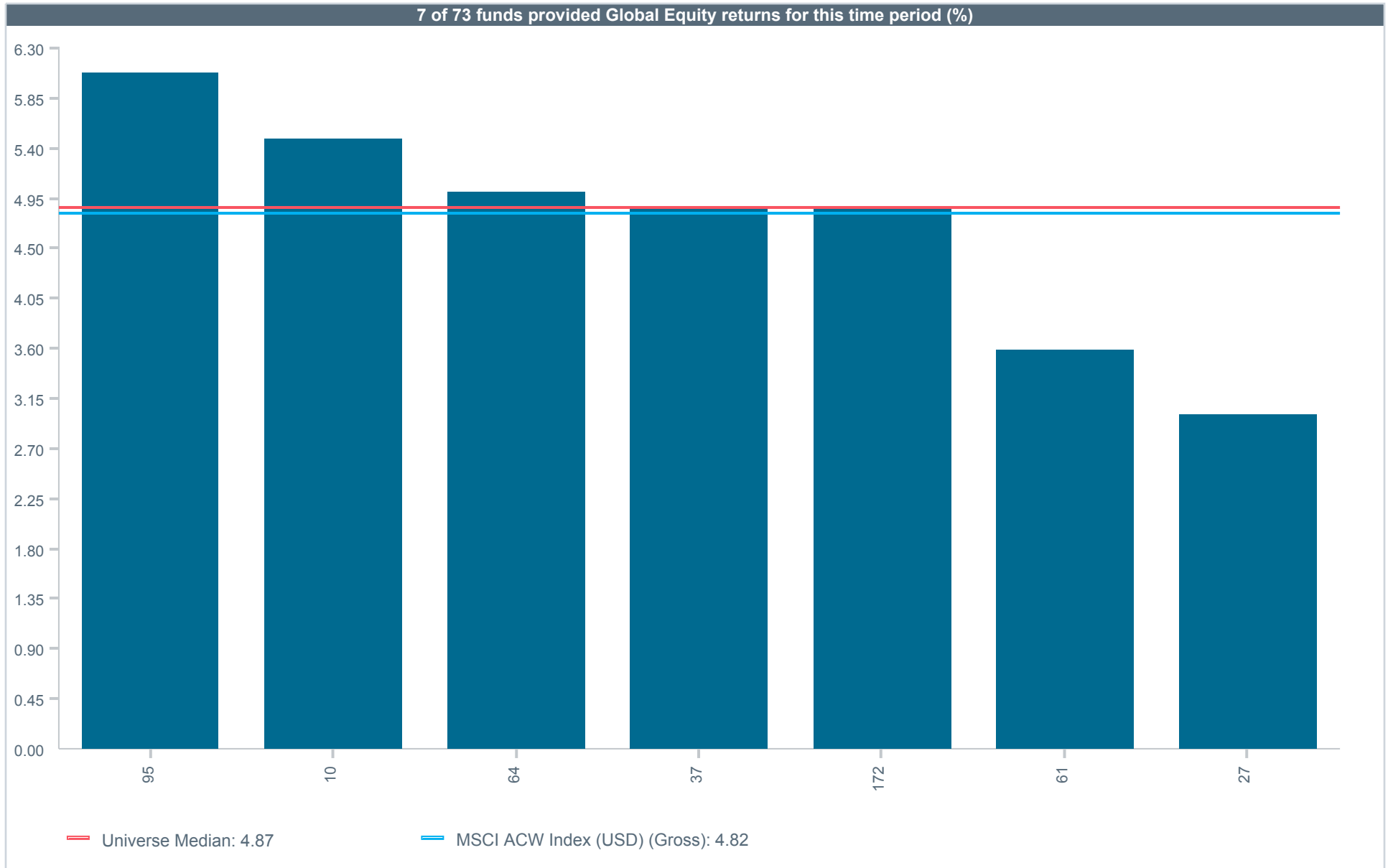
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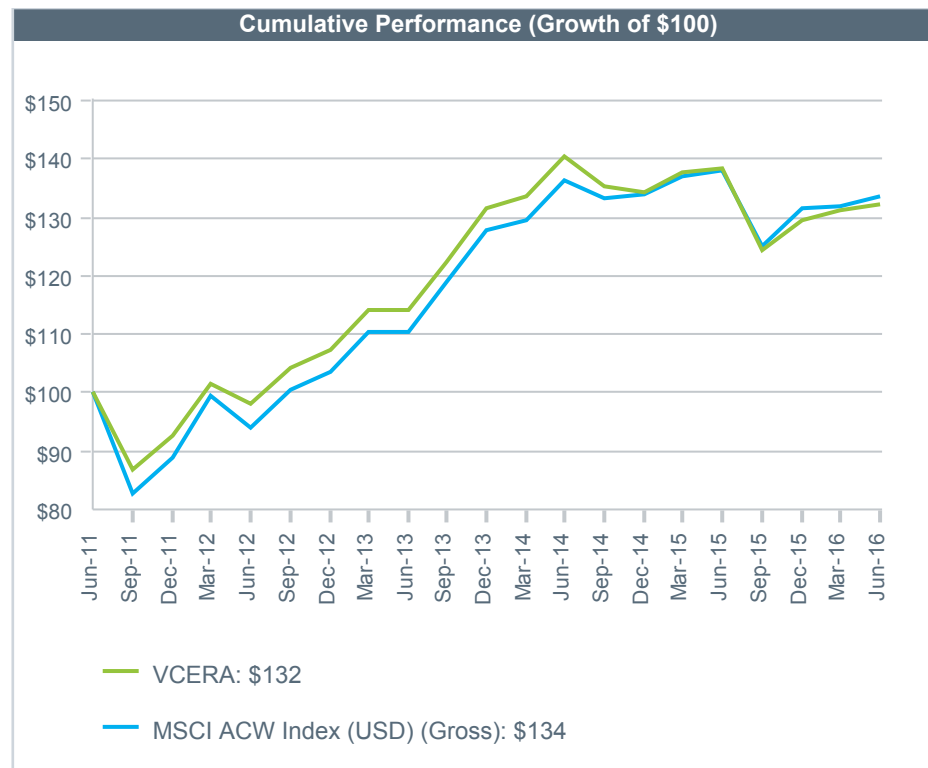
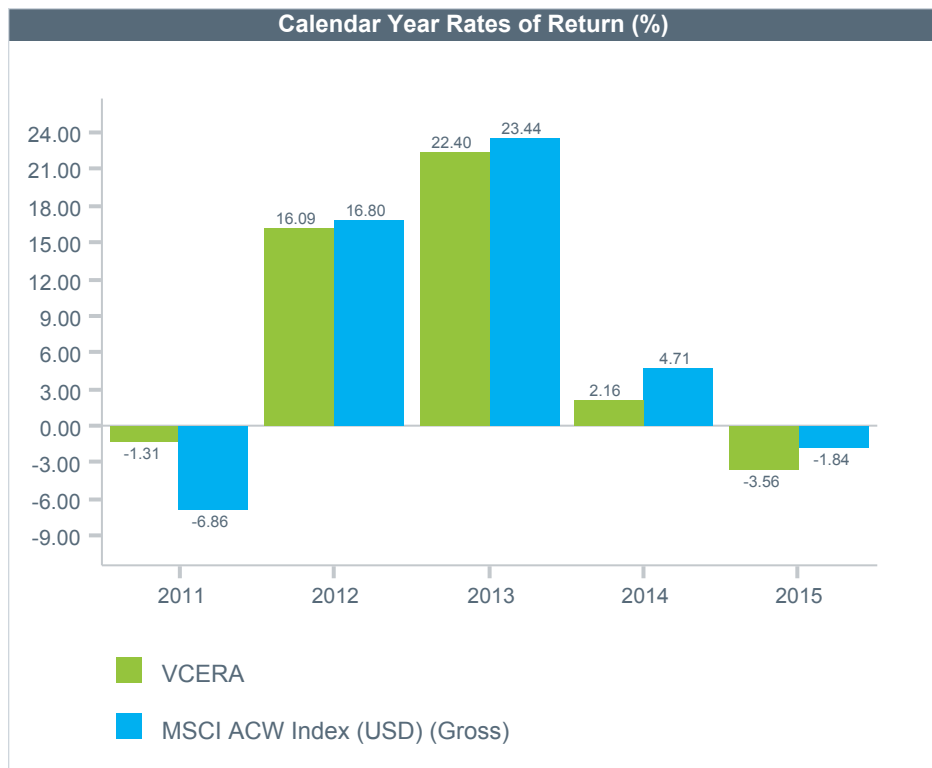


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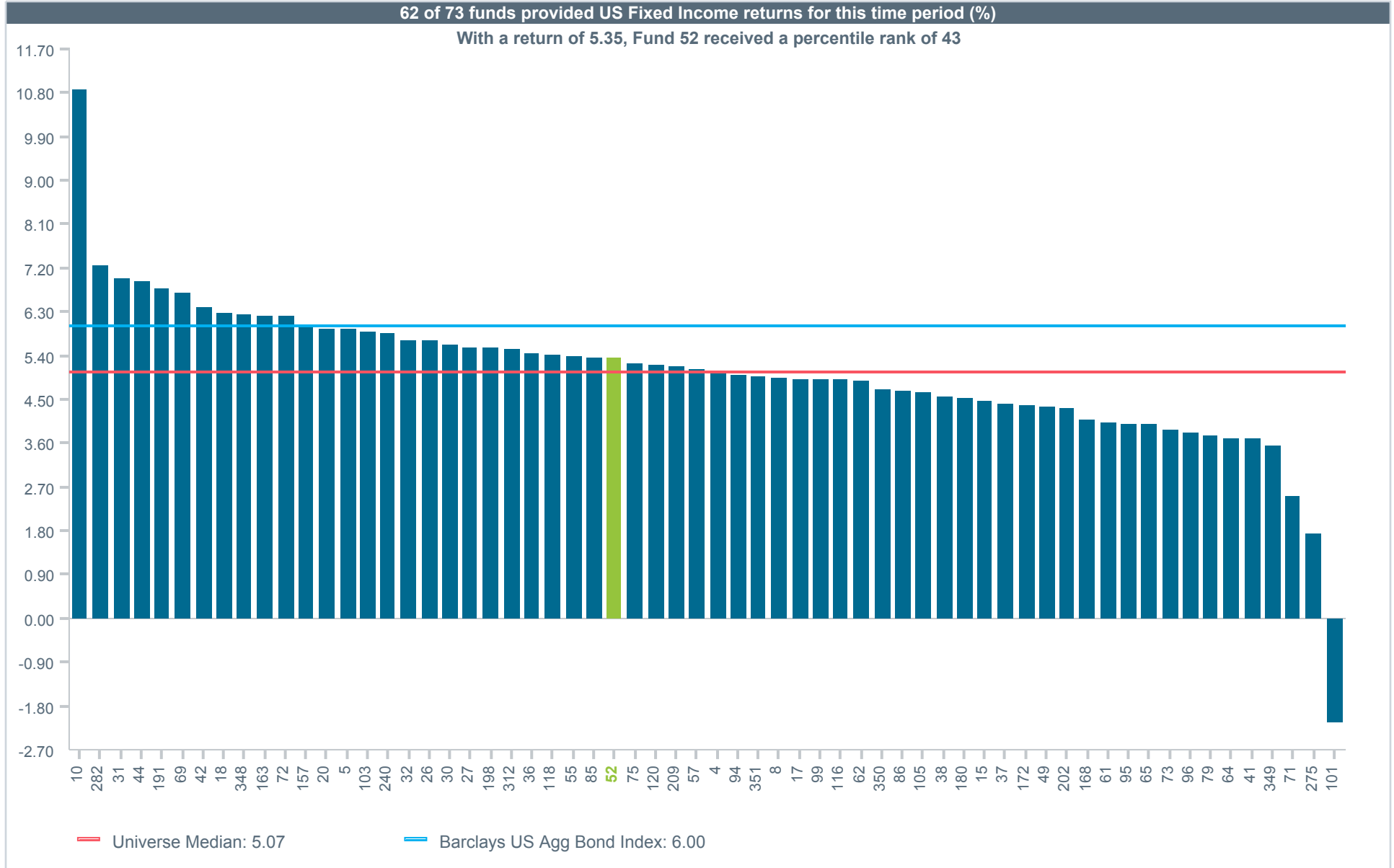
Total Return - Global Equity

VCERA vs. MSCI ACW Index (USD) (Gross)



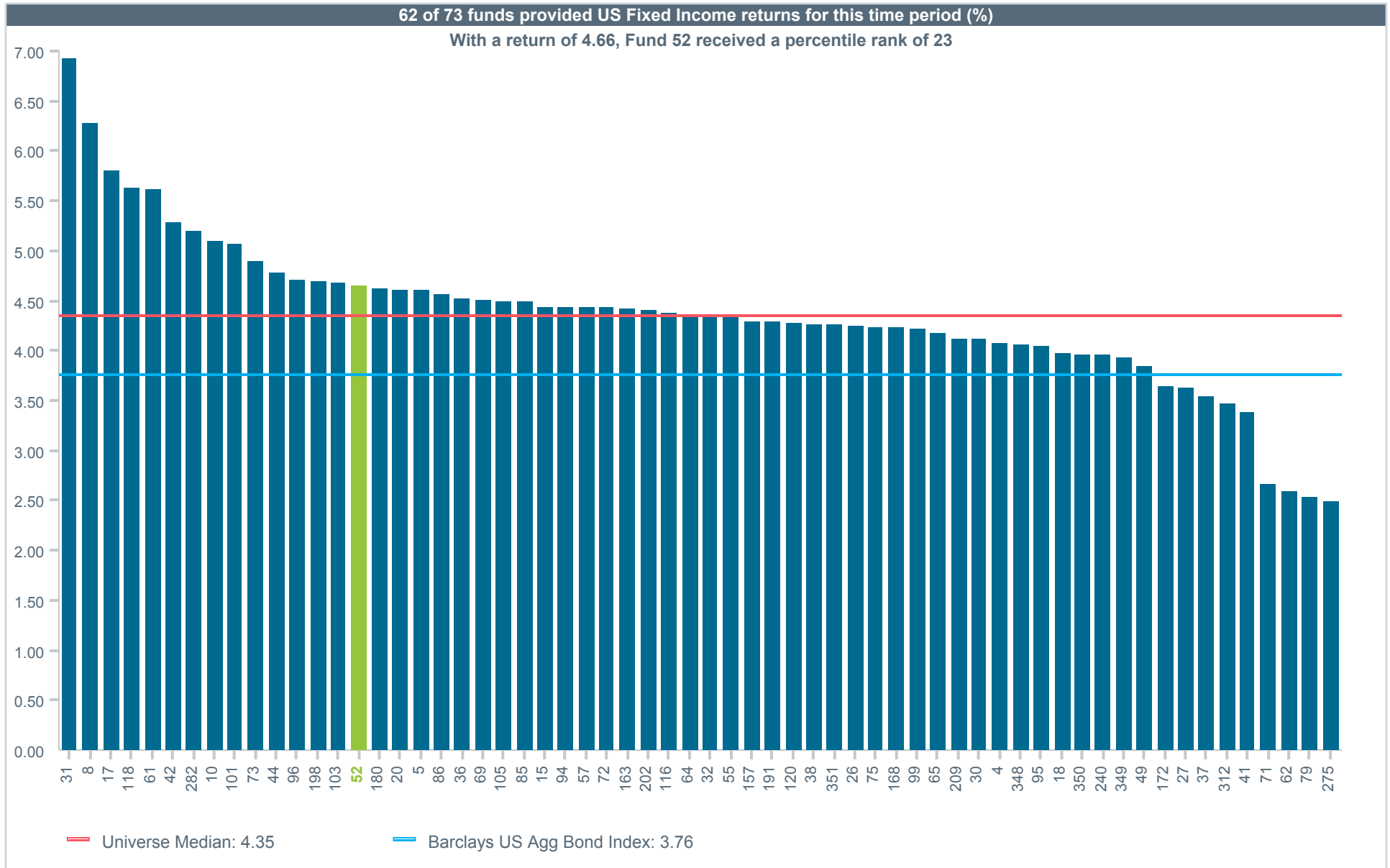
Annualized Returns (%)			
	1 Year	3 Years	5 Years
VCERA	-4.57	5.06	5.74
MSCI ACW Index (USD) (Gross)	-3.17	6.60	5.95
Variance	-1.40	-1.54	-0.21





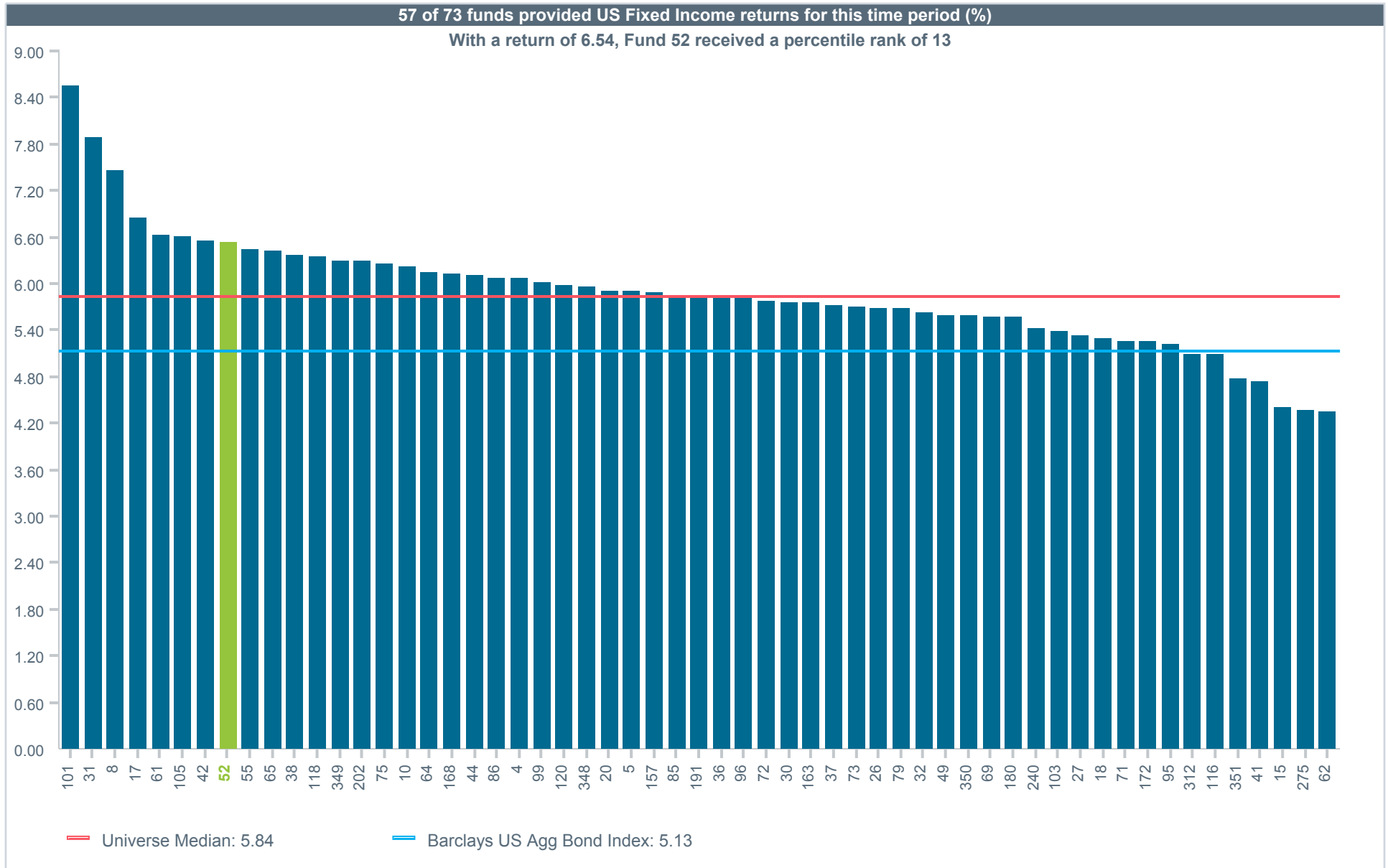
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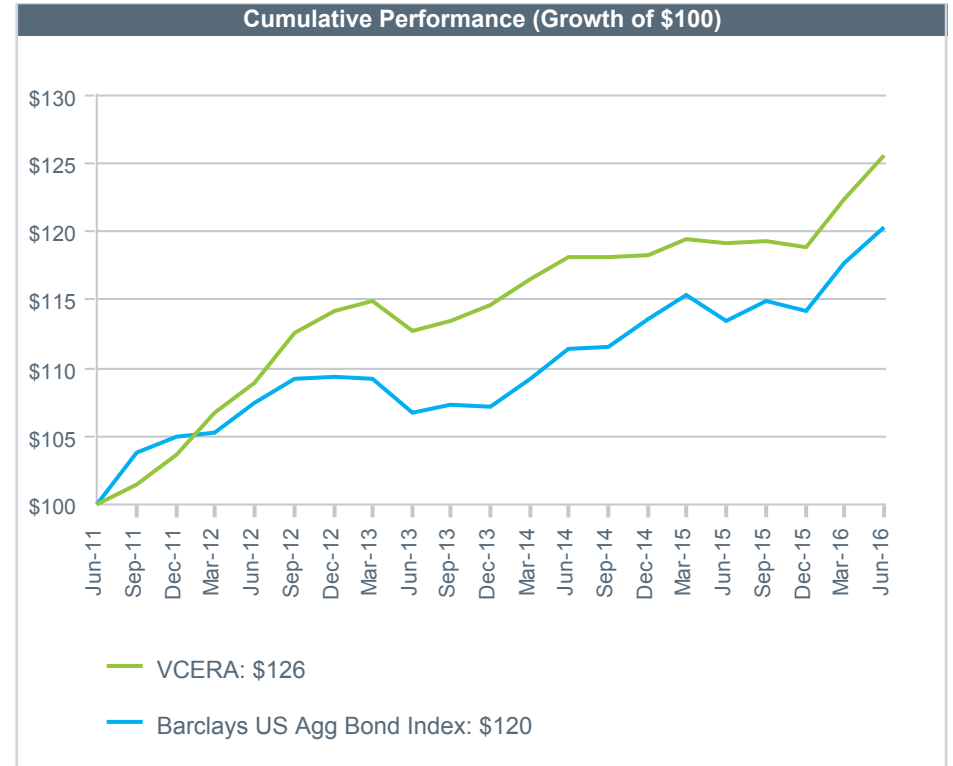
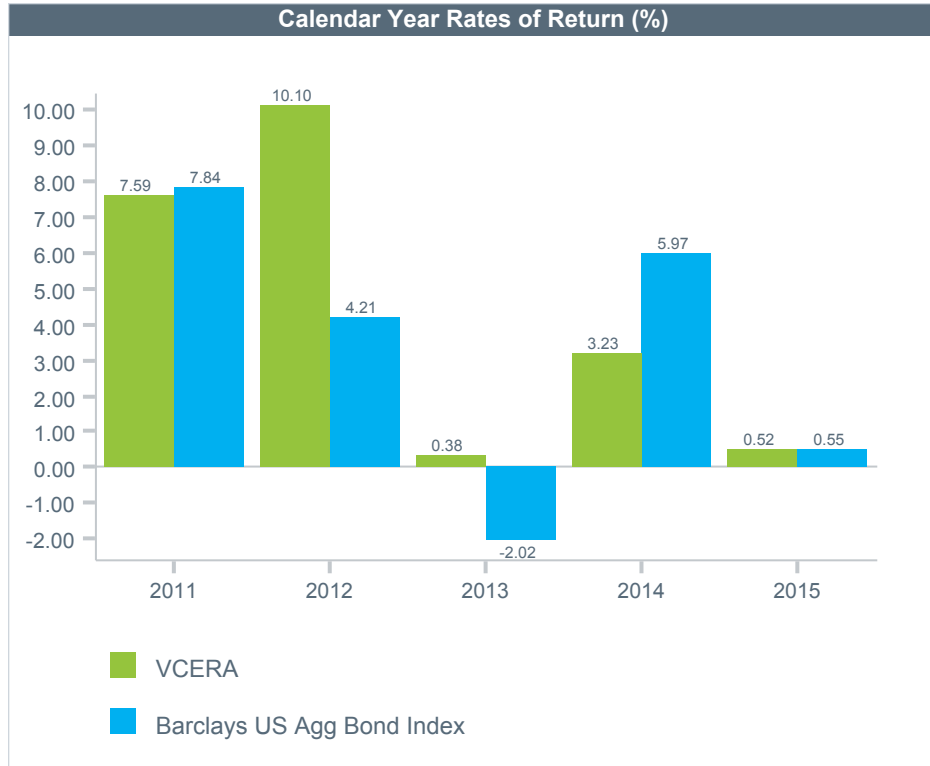


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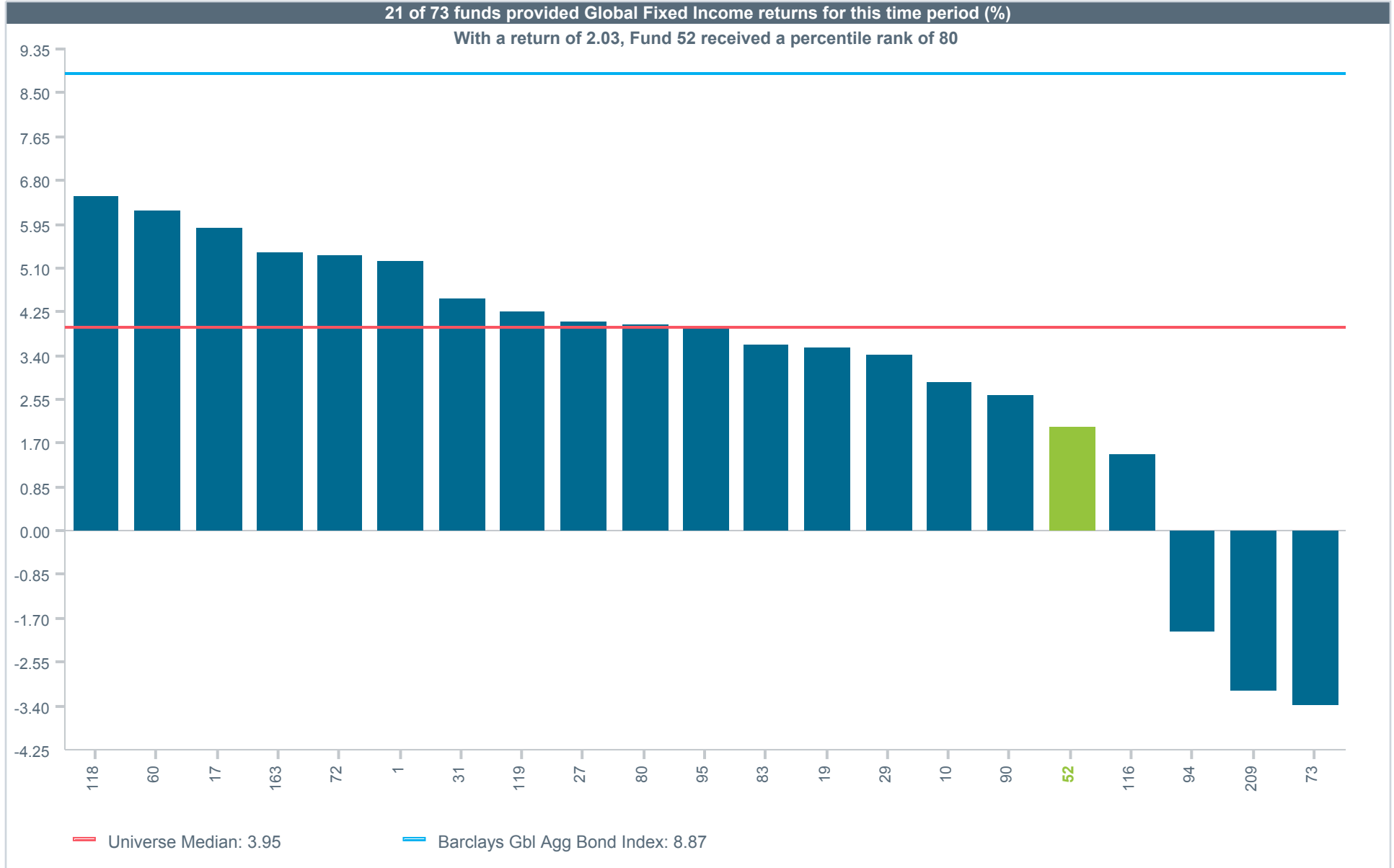
Total Return - US Fixed Income

VCERA vs. Barclays US Agg Bond Index



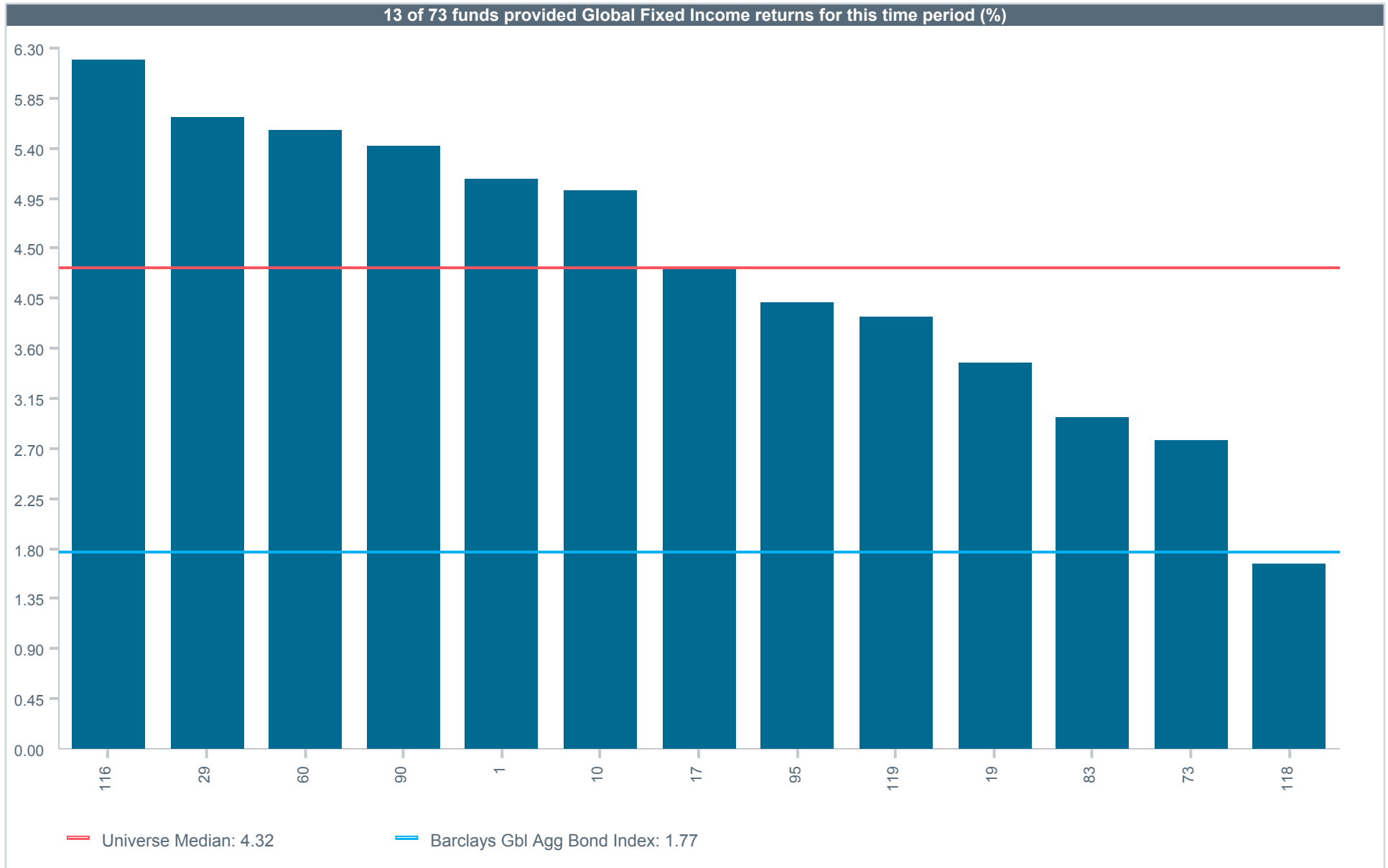
Annualized Returns (%)			
	1 Year	3 Years	5 Years
VCERA	5.35	3.65	4.66
Barclays US Agg Bond Index	6.00	4.06	3.76
Variance	-0.65	-0.41	0.90





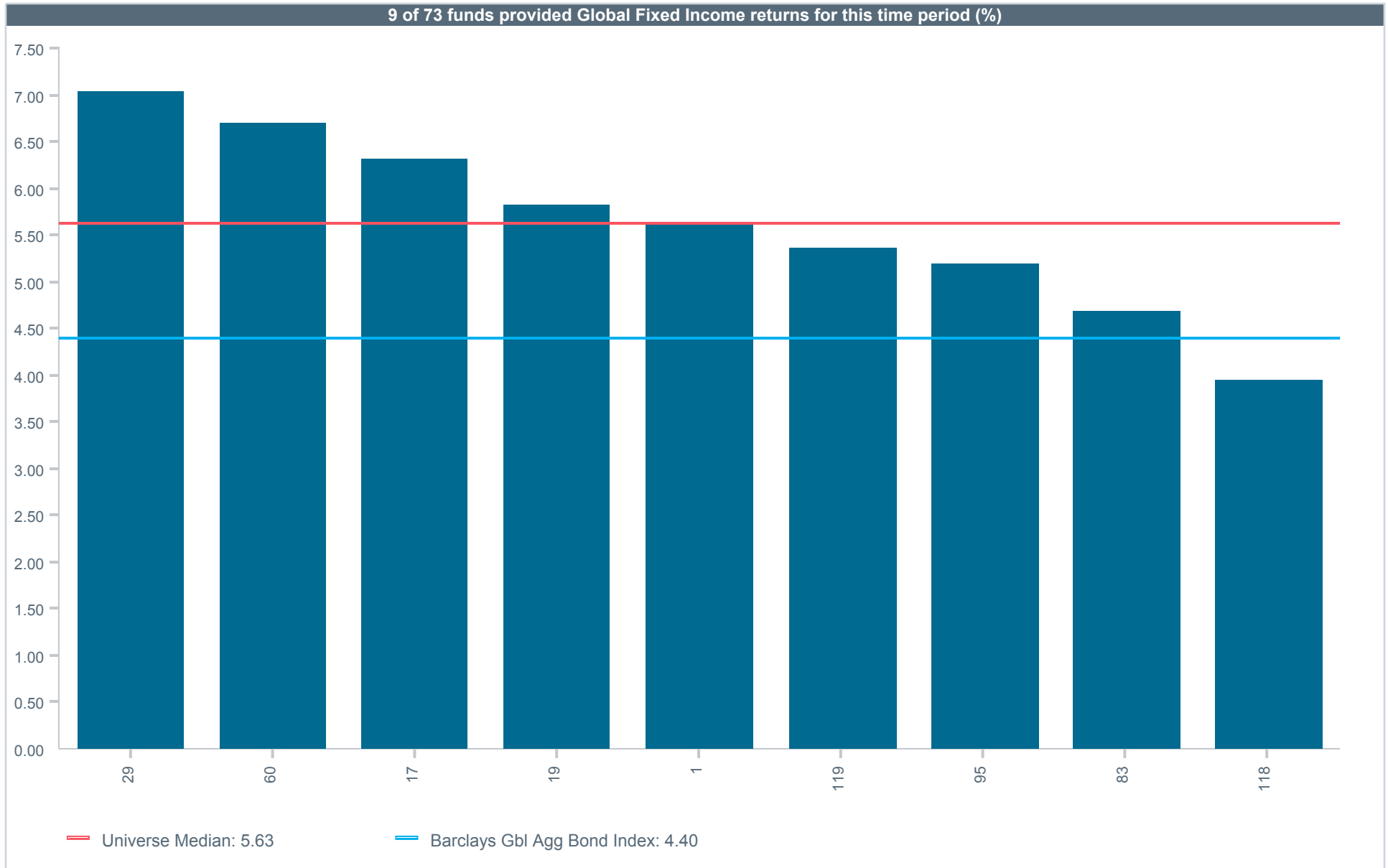
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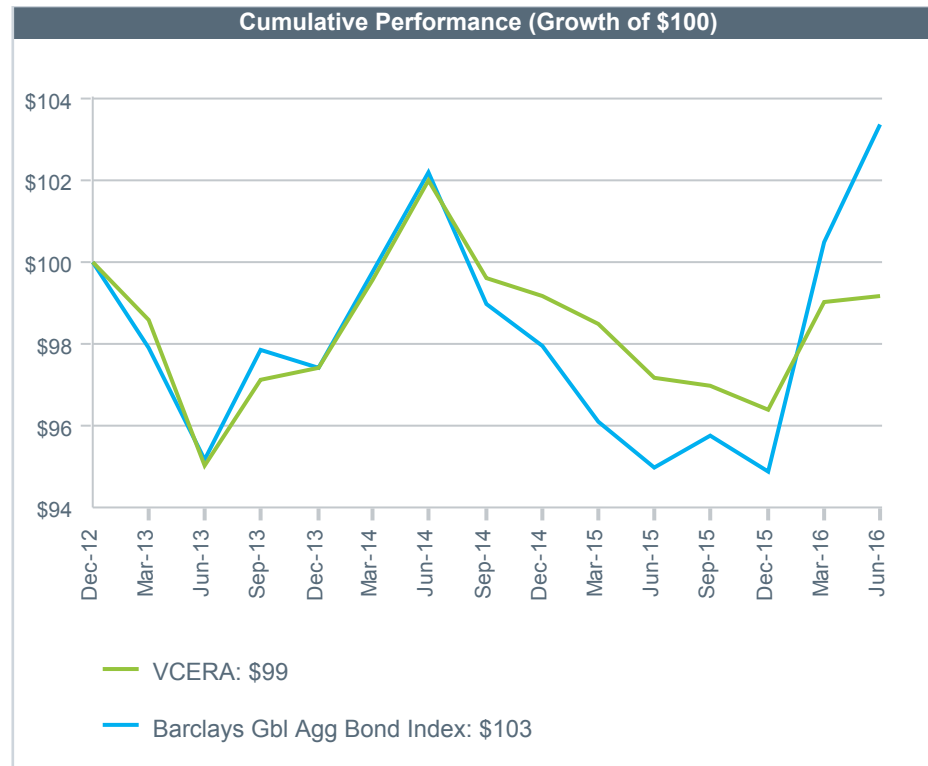
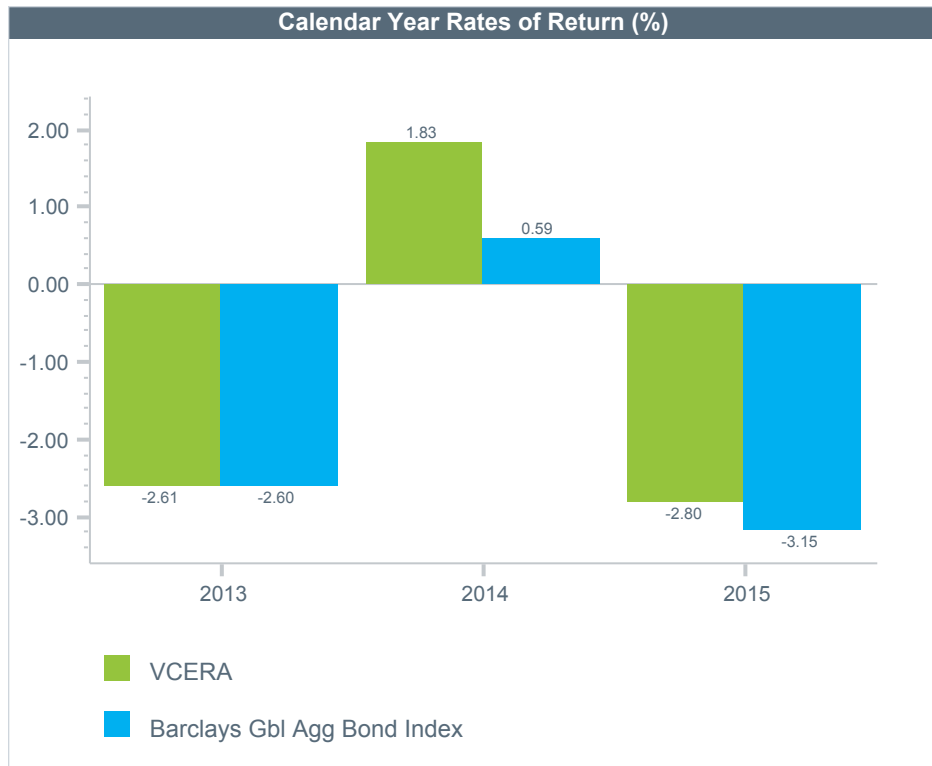


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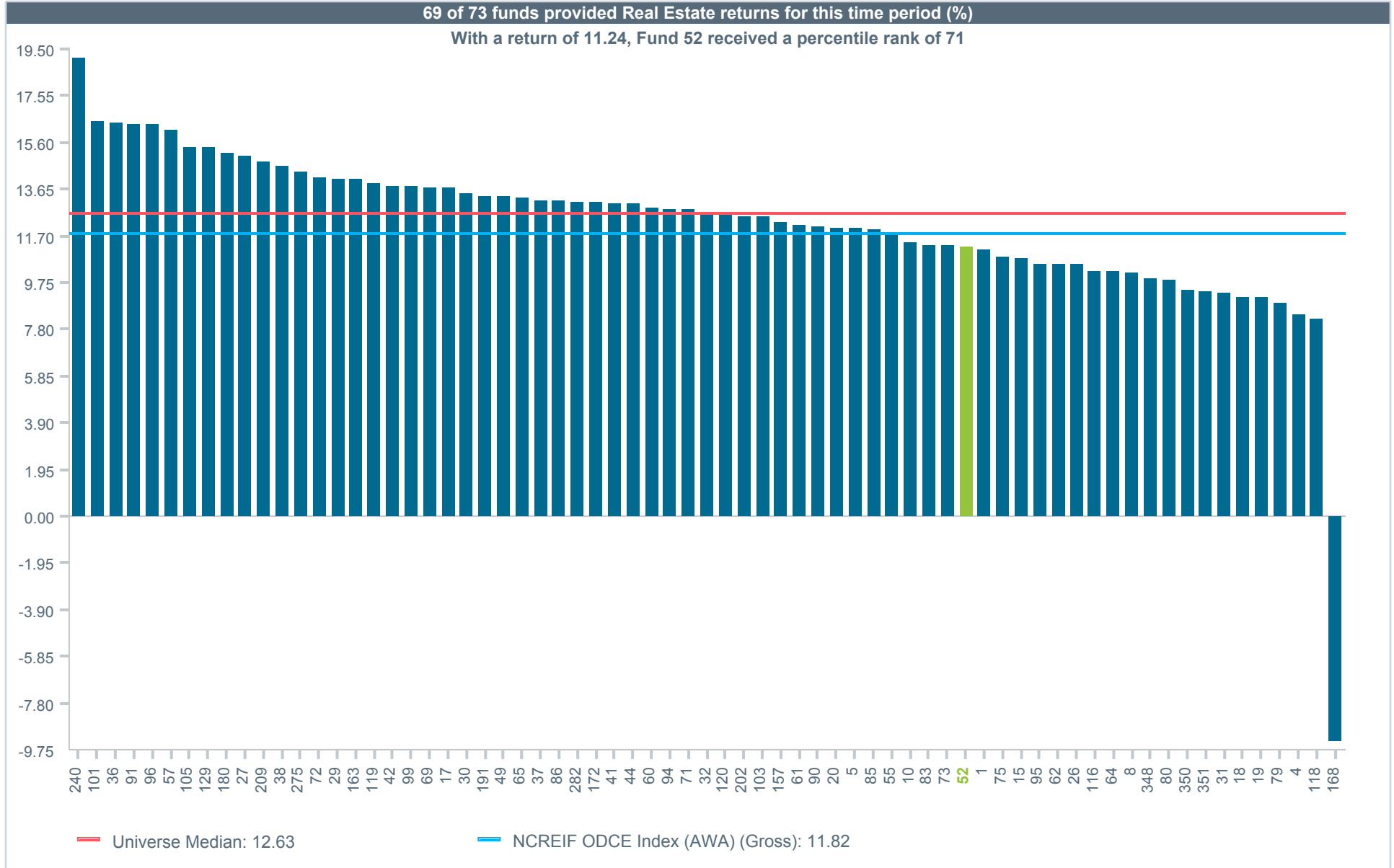
Total Return - Global Fixed Income

VCERA vs. Barclays Gbl Agg Bond Index



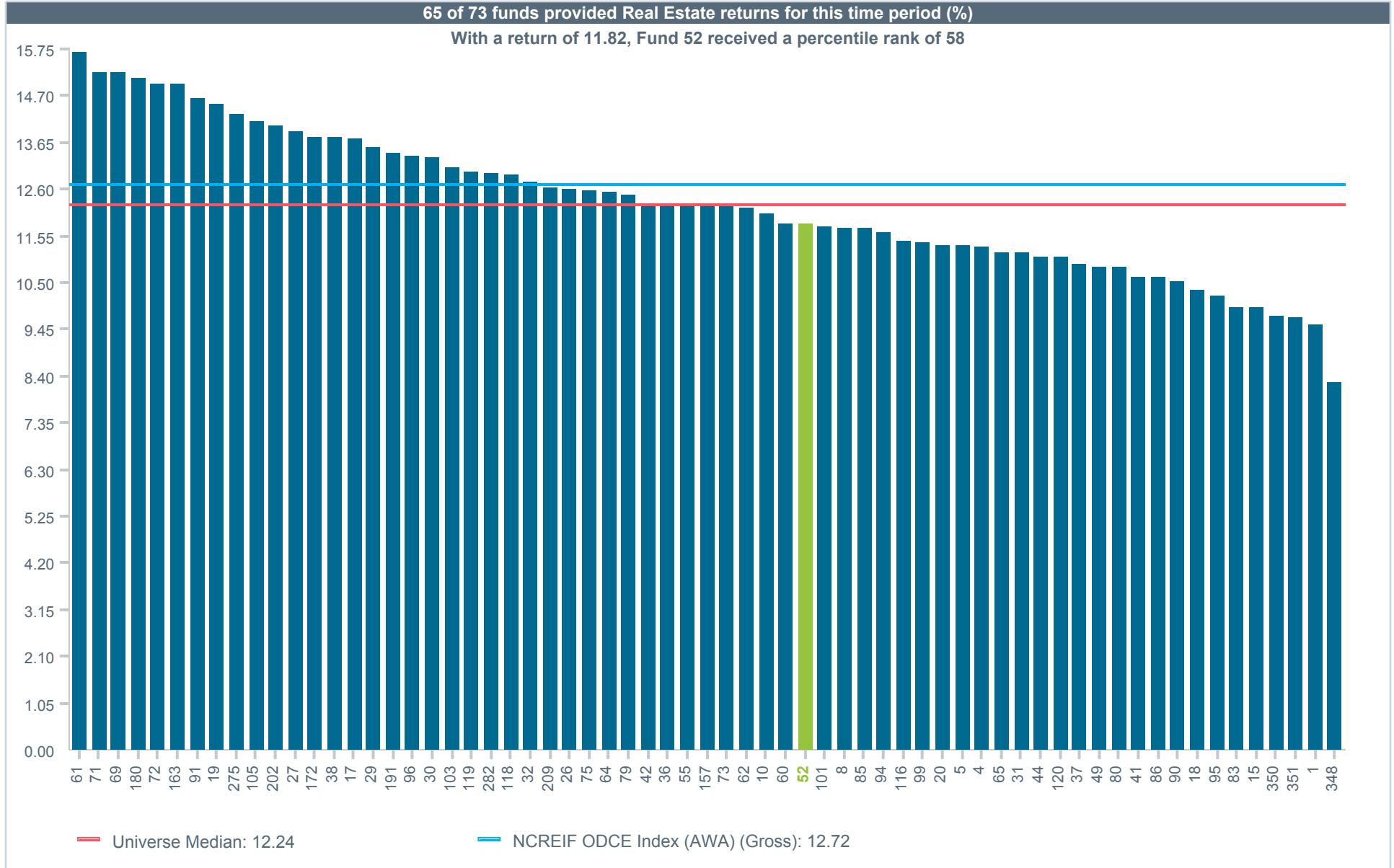
Annualized Returns (%)			
	1 Year	3 Years	5 Years
VCERA	2.03	1.42	N/A
Barclays Gbl Agg Bond Index	8.87	2.80	N/A
Variance	-6.84	-1.38	N/A





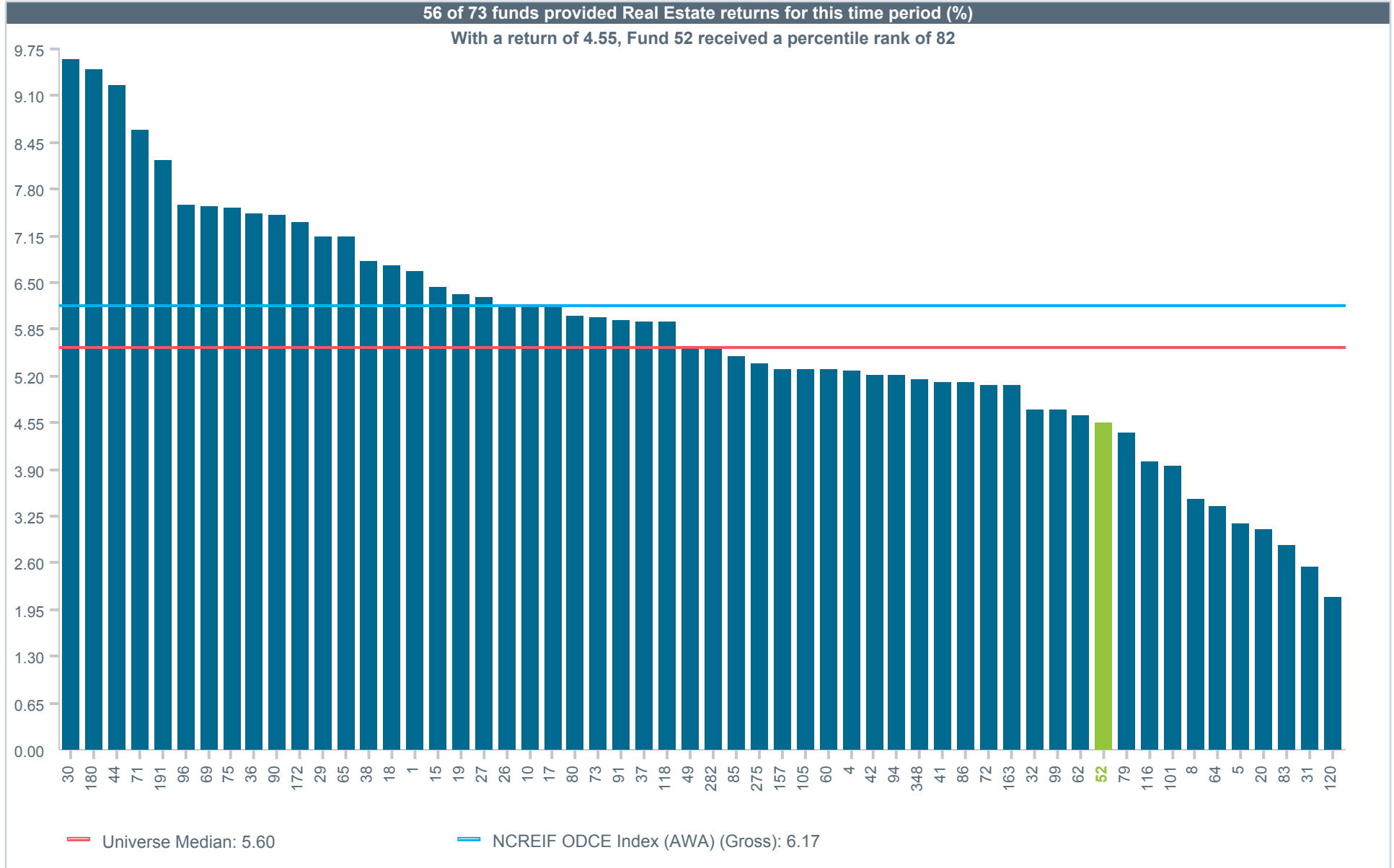
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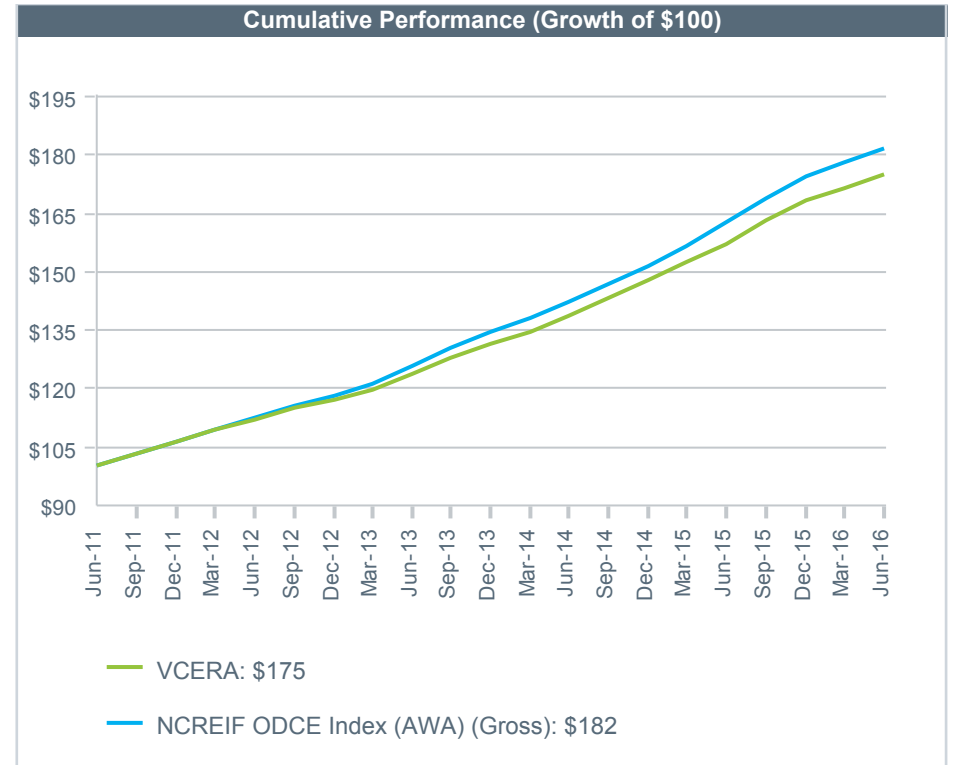
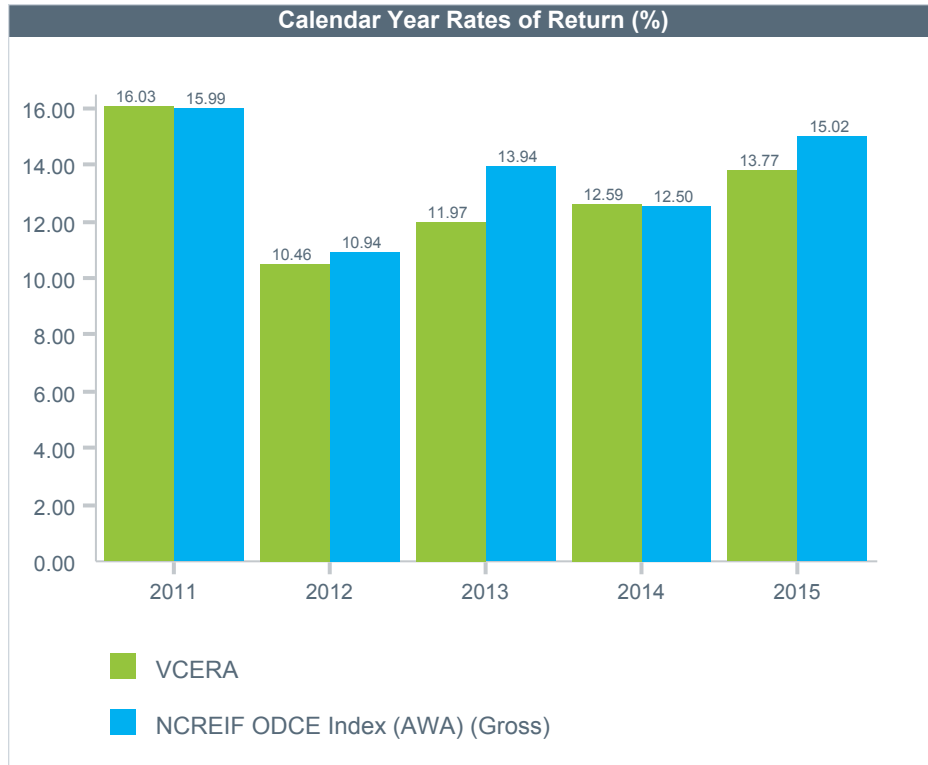


Funds with less history than the specified time period will not appear in the chart.



Total Return - Real Estate

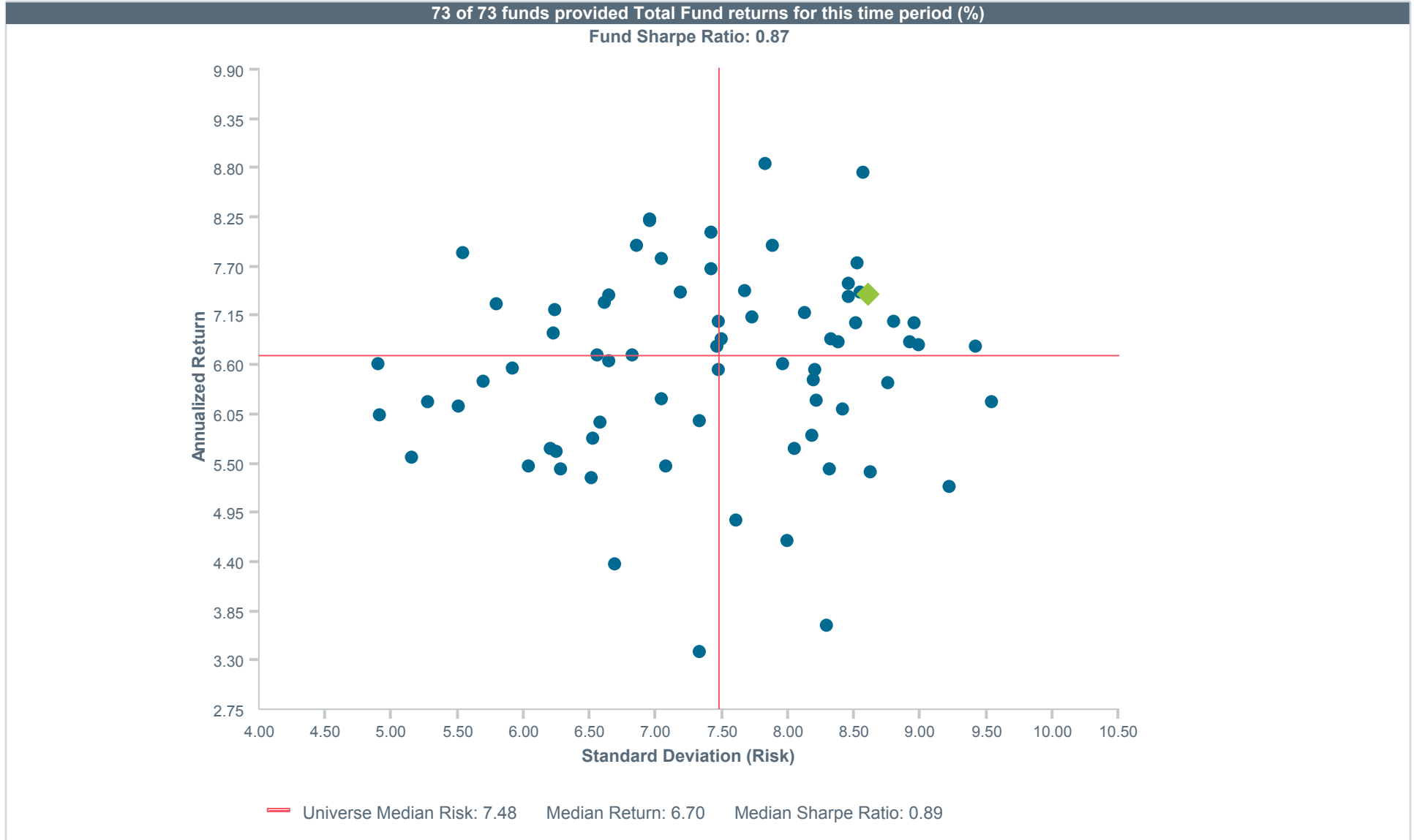
VCERA vs. NCREIF ODCE Index (AWA) (Gross)



Annualized Returns (%)			
	1 Year	3 Years	5 Years
VCERA	11.24	12.15	11.82
NCREIF ODCE Index (AWA) (Gross)	11.82	13.00	12.72
Variance	-0.58	-0.85	-0.90



5 Year Annualized Total Fund Returns vs. Standard Deviation



Funds with less history than the specified time period will not appear in the chart.



Risk/Return Analysis

10 Year Annualized Total Fund Returns vs. Standard Deviation

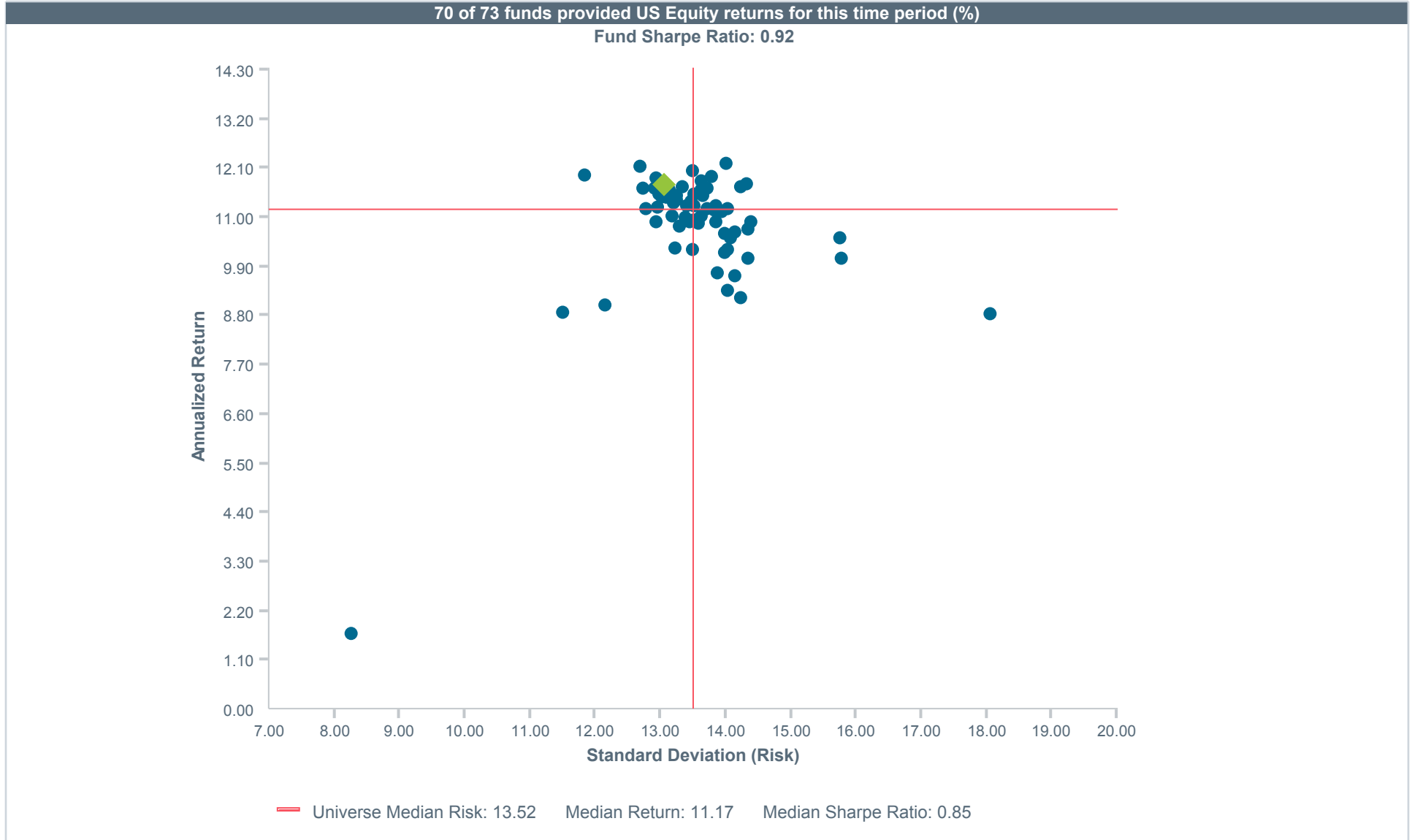


Funds with less history than the specified time period will not appear in the chart.



Risk/Return Analysis

5 Year Annualized US Equity Returns vs. Standard Deviation



Funds with less history than the specified time period will not appear in the chart.



Risk/Return Analysis

10 Year Annualized US Equity Returns vs. Standard Deviation

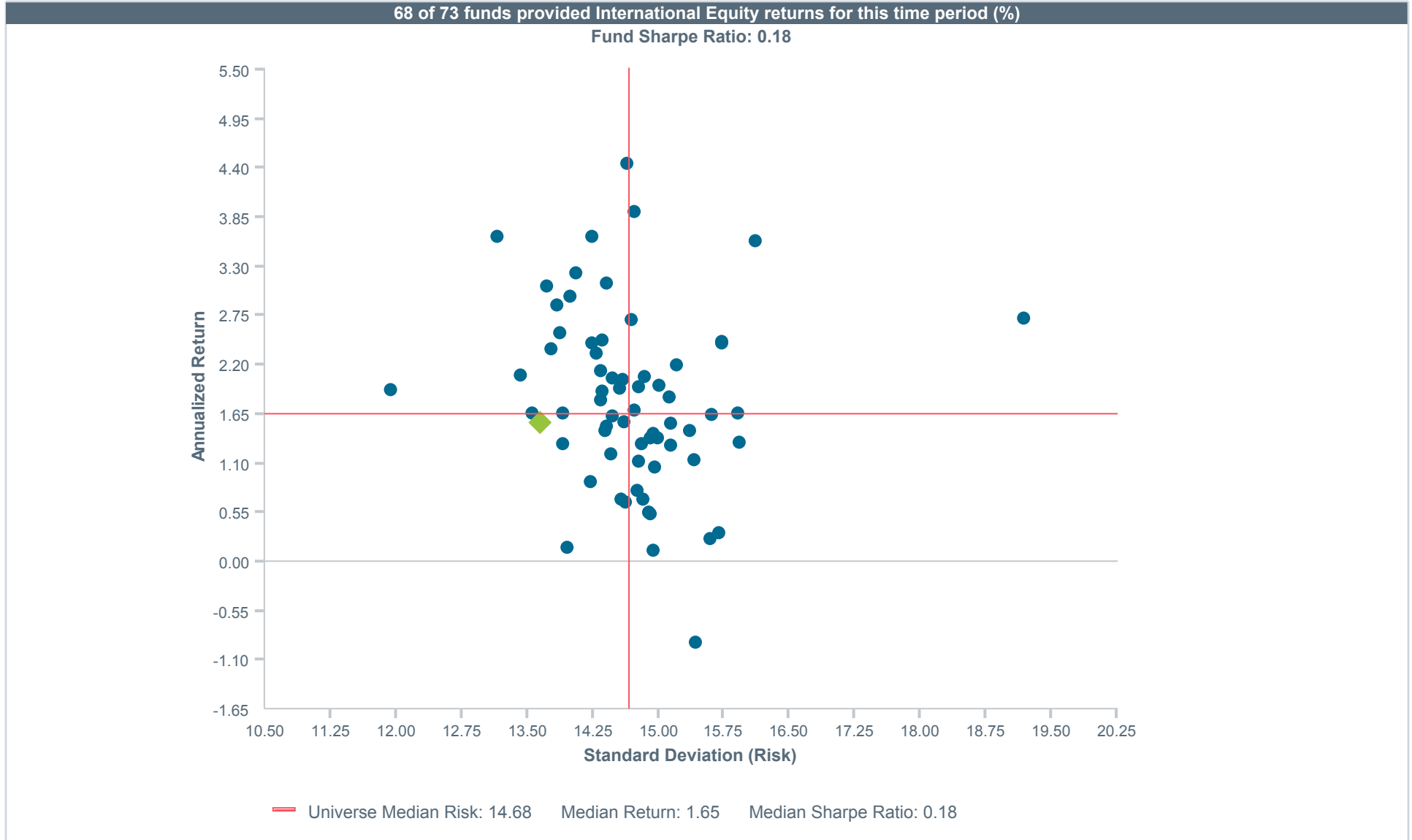


Funds with less history than the specified time period will not appear in the chart.



Risk/Return Analysis

5 Year Annualized International Equity Returns vs. Standard Deviation



Funds with less history than the specified time period will not appear in the chart.



Risk/Return Analysis

10 Year Annualized International Equity Returns vs. Standard Deviation

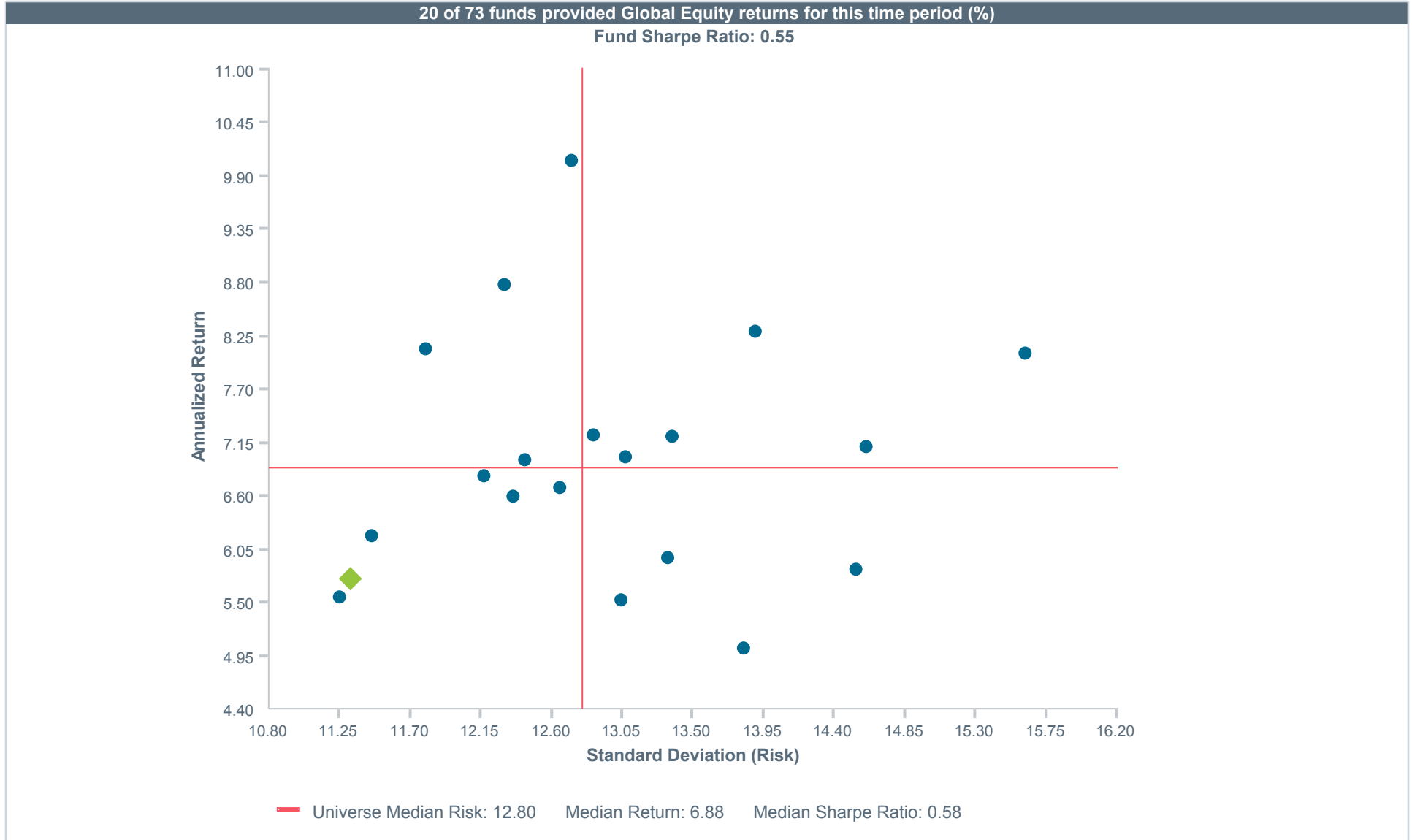


Funds with less history than the specified time period will not appear in the chart.



Risk/Return Analysis

5 Year Annualized Global Equity Returns vs. Standard Deviation



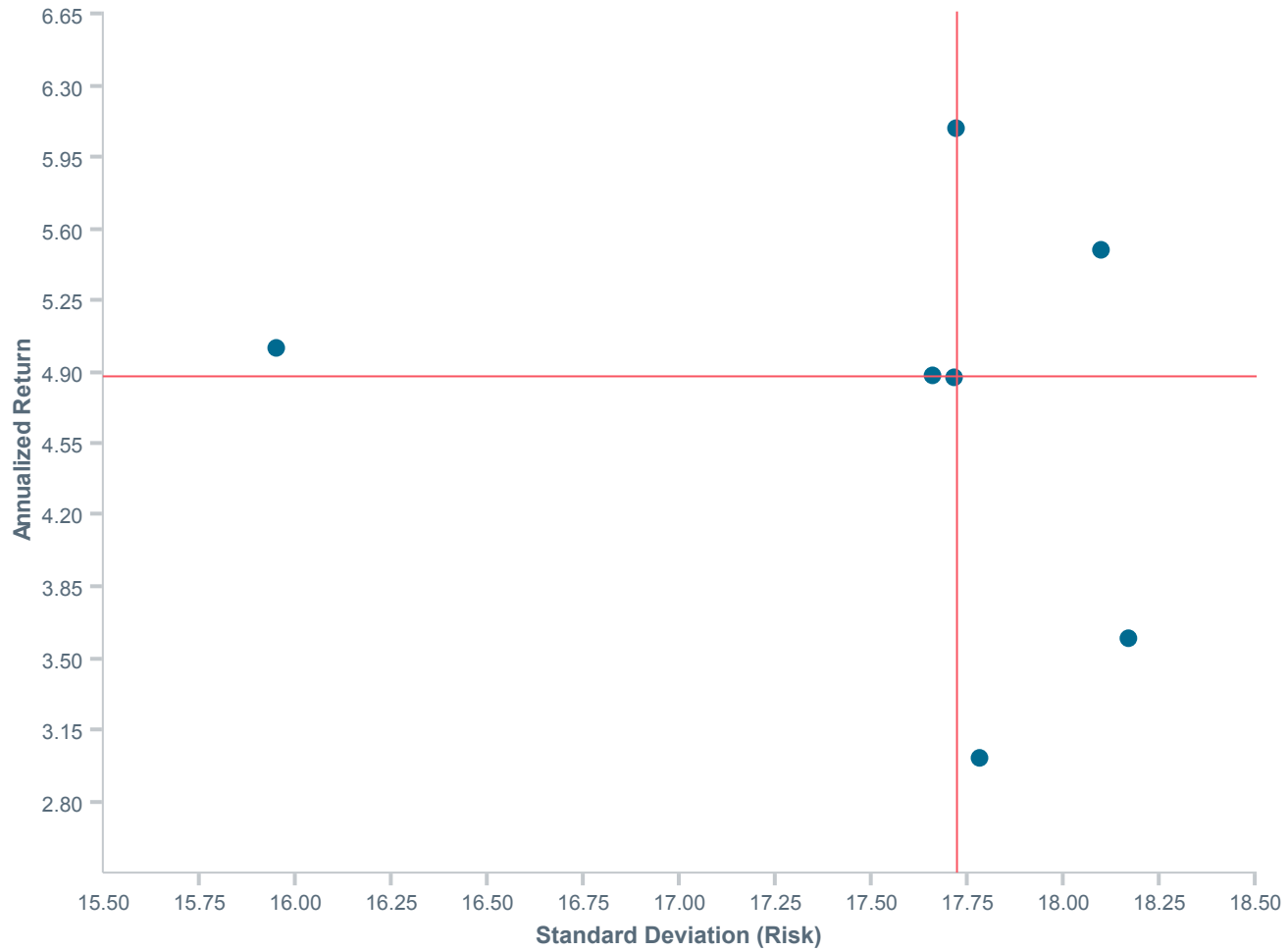
Funds with less history than the specified time period will not appear in the chart.



Risk/Return Analysis

10 Year Annualized Global Equity Returns vs. Standard Deviation

7 of 73 funds provided Global Equity returns for this time period (%)



— Universe Median Risk: 17.72 Median Return: 4.87 Median Sharpe Ratio: 0.30

Funds with less history than the specified time period will not appear in the chart.



Risk/Return Analysis

5 Year Annualized US Fixed Income Returns vs. Standard Deviation

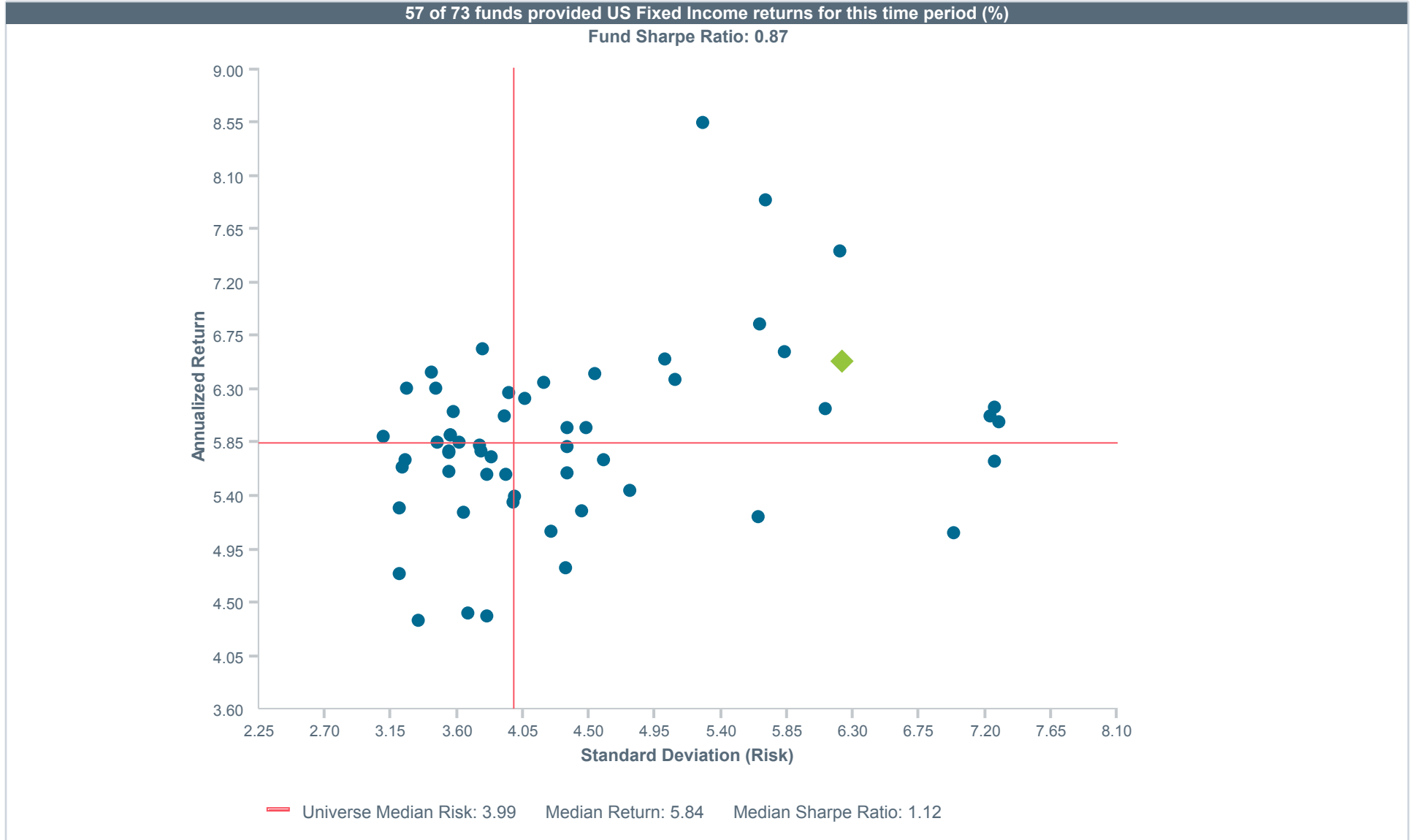


Funds with less history than the specified time period will not appear in the chart.



Risk/Return Analysis

10 Year Annualized US Fixed Income Returns vs. Standard Deviation



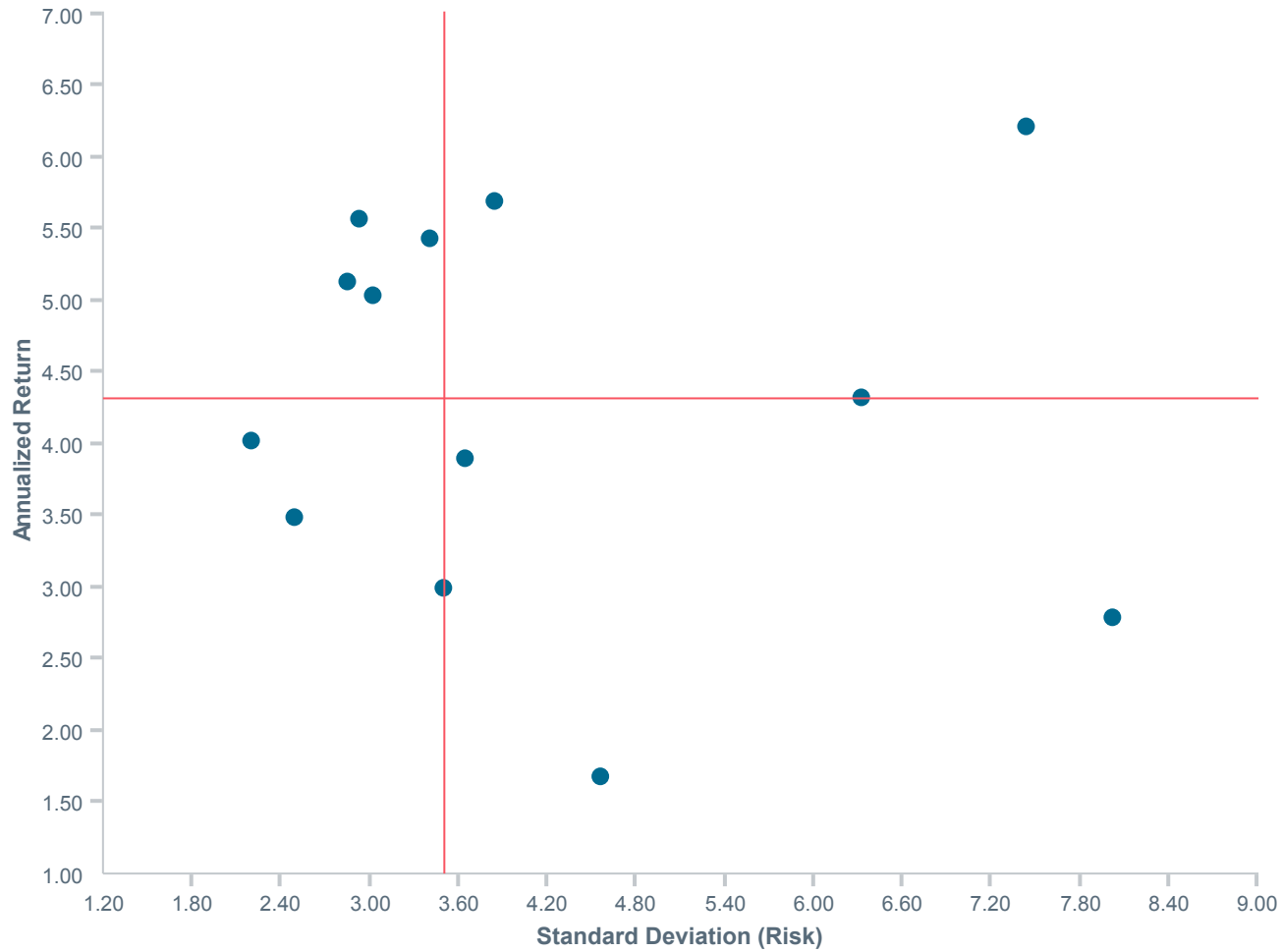
Funds with less history than the specified time period will not appear in the chart.



Risk/Return Analysis

5 Year Annualized Global Fixed Income Returns vs. Standard Deviation

13 of 73 funds provided Global Fixed Income returns for this time period (%)



— Universe Median Risk: 3.51 Median Return: 4.32 Median Sharpe Ratio: 1.35

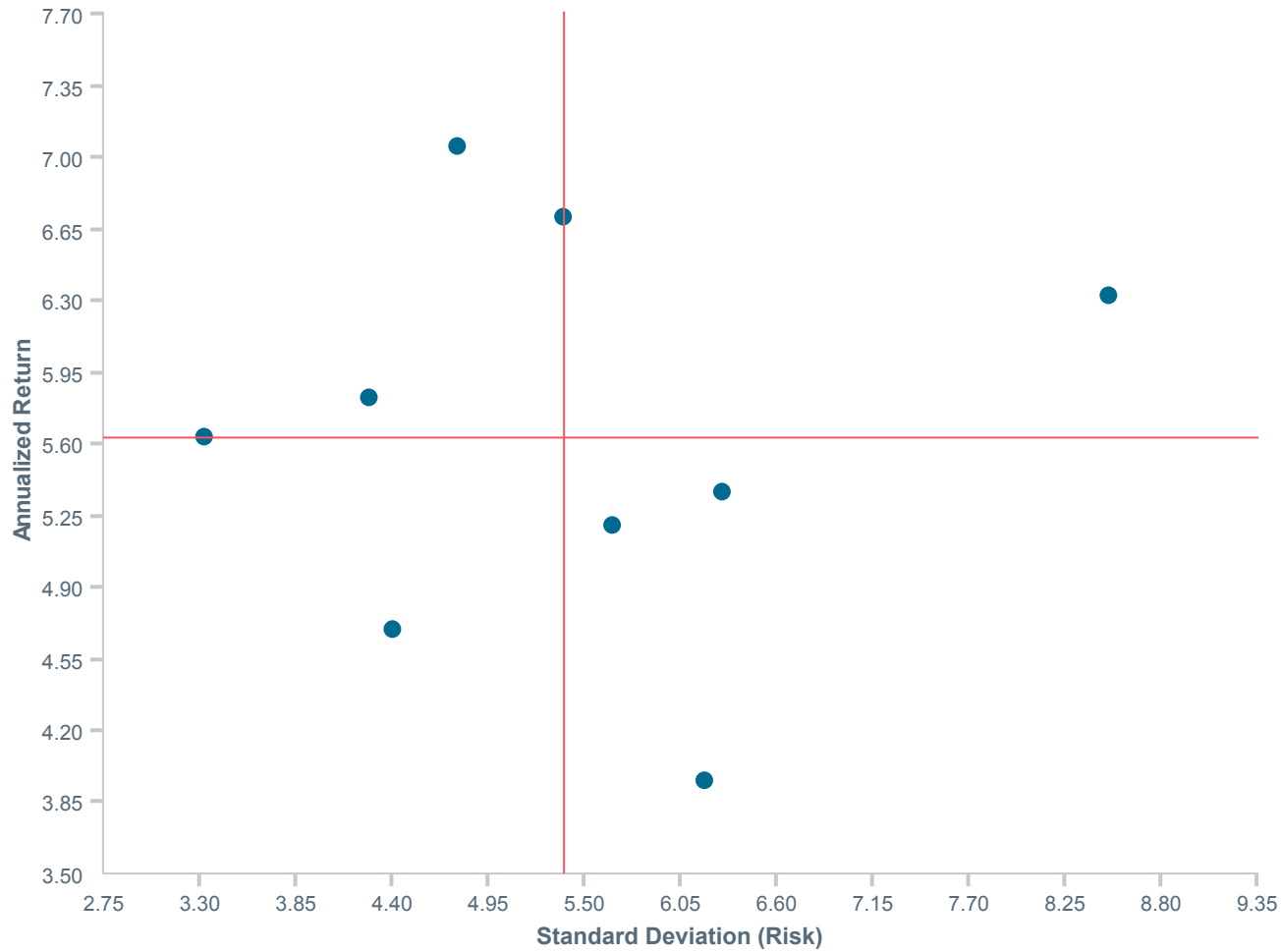
Funds with less history than the specified time period will not appear in the chart.



Risk/Return Analysis

10 Year Annualized Global Fixed Income Returns vs. Standard Deviation

9 of 73 funds provided Global Fixed Income returns for this time period (%)



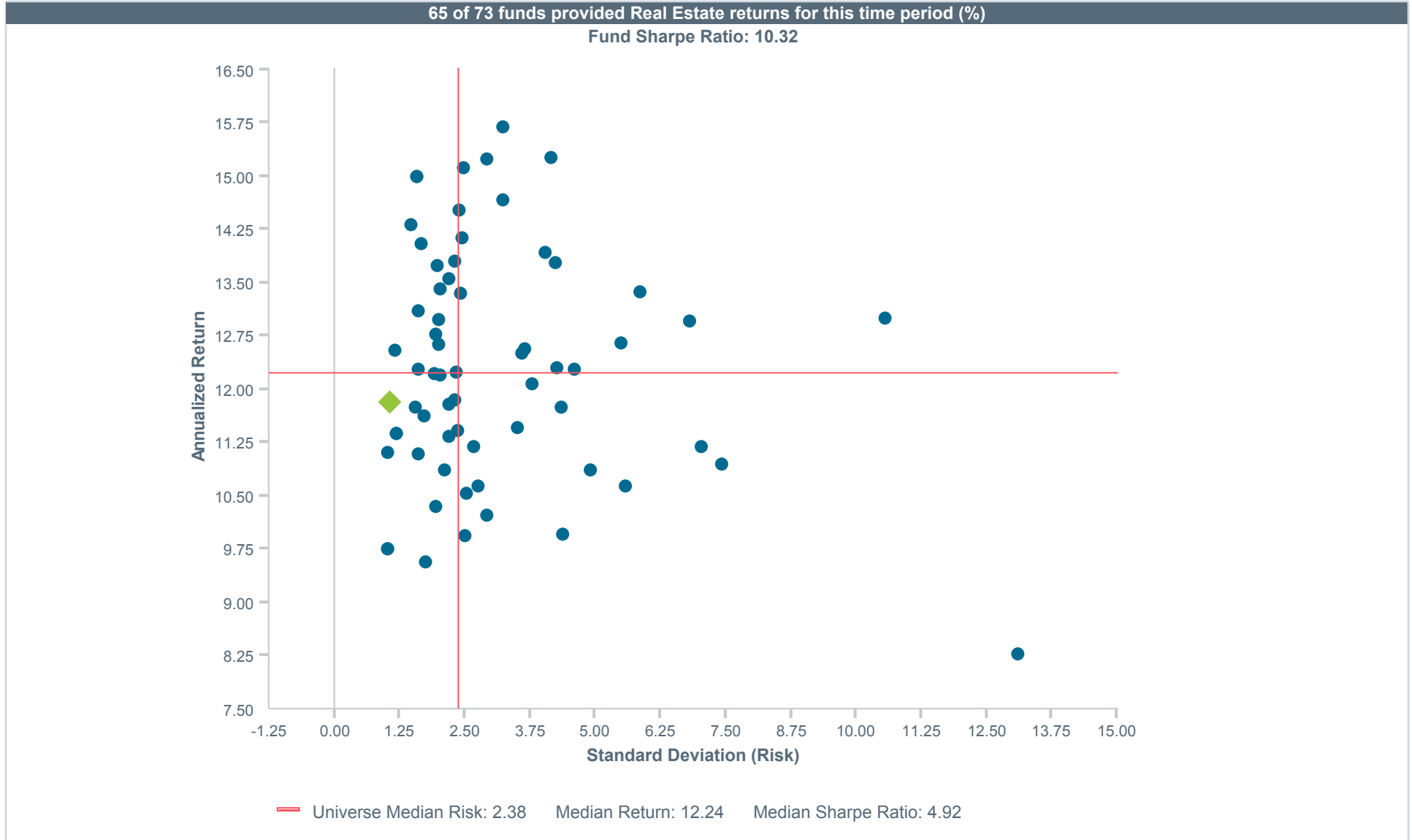
— Universe Median Risk: 5.38 Median Return: 5.63 Median Sharpe Ratio: 0.82

Funds with less history than the specified time period will not appear in the chart.



Risk/Return Analysis

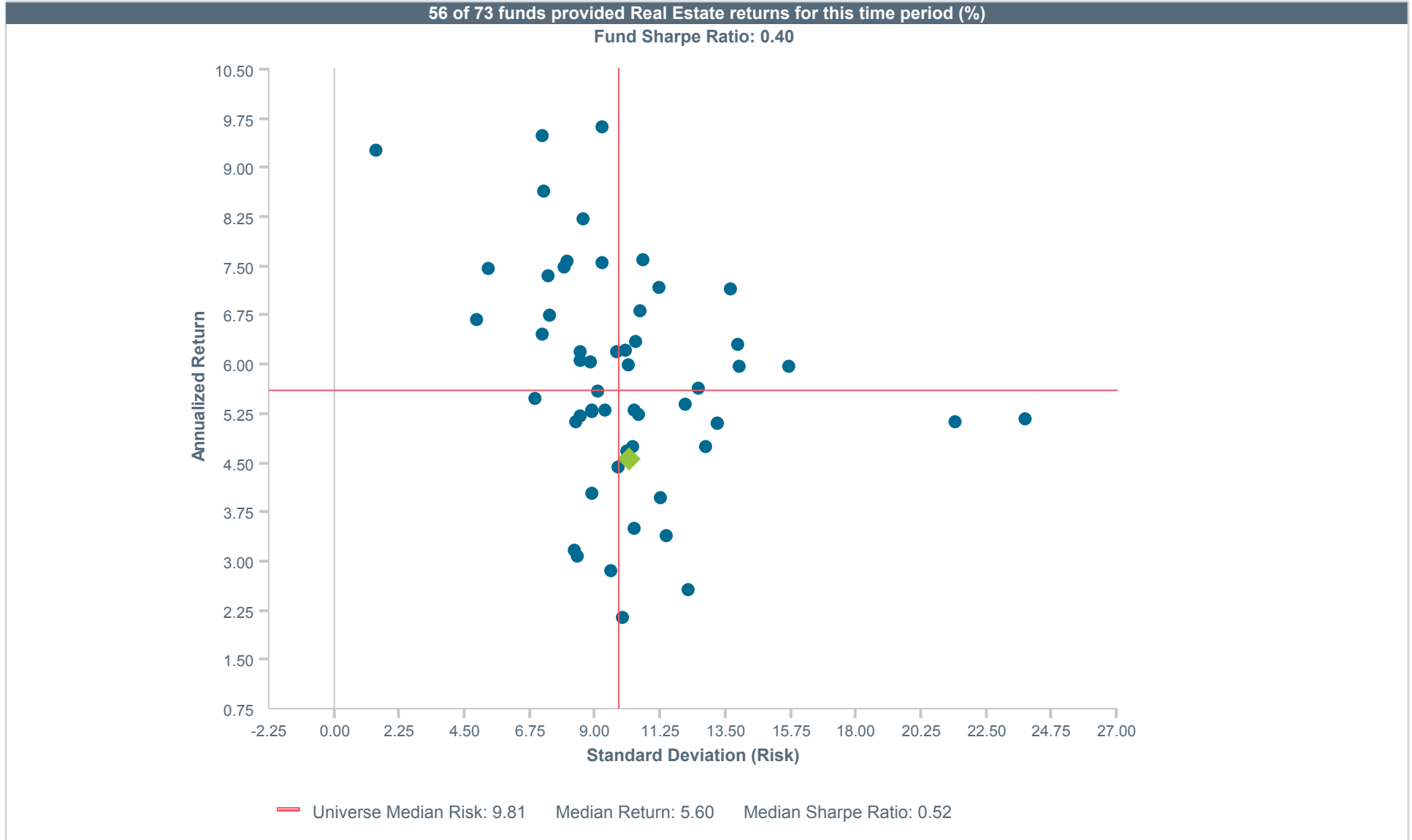
5 Year Annualized Real Estate Returns vs. Standard Deviation



Funds with less history than the specified time period will not appear in the chart.



10 Year Annualized Real Estate Returns vs. Standard Deviation

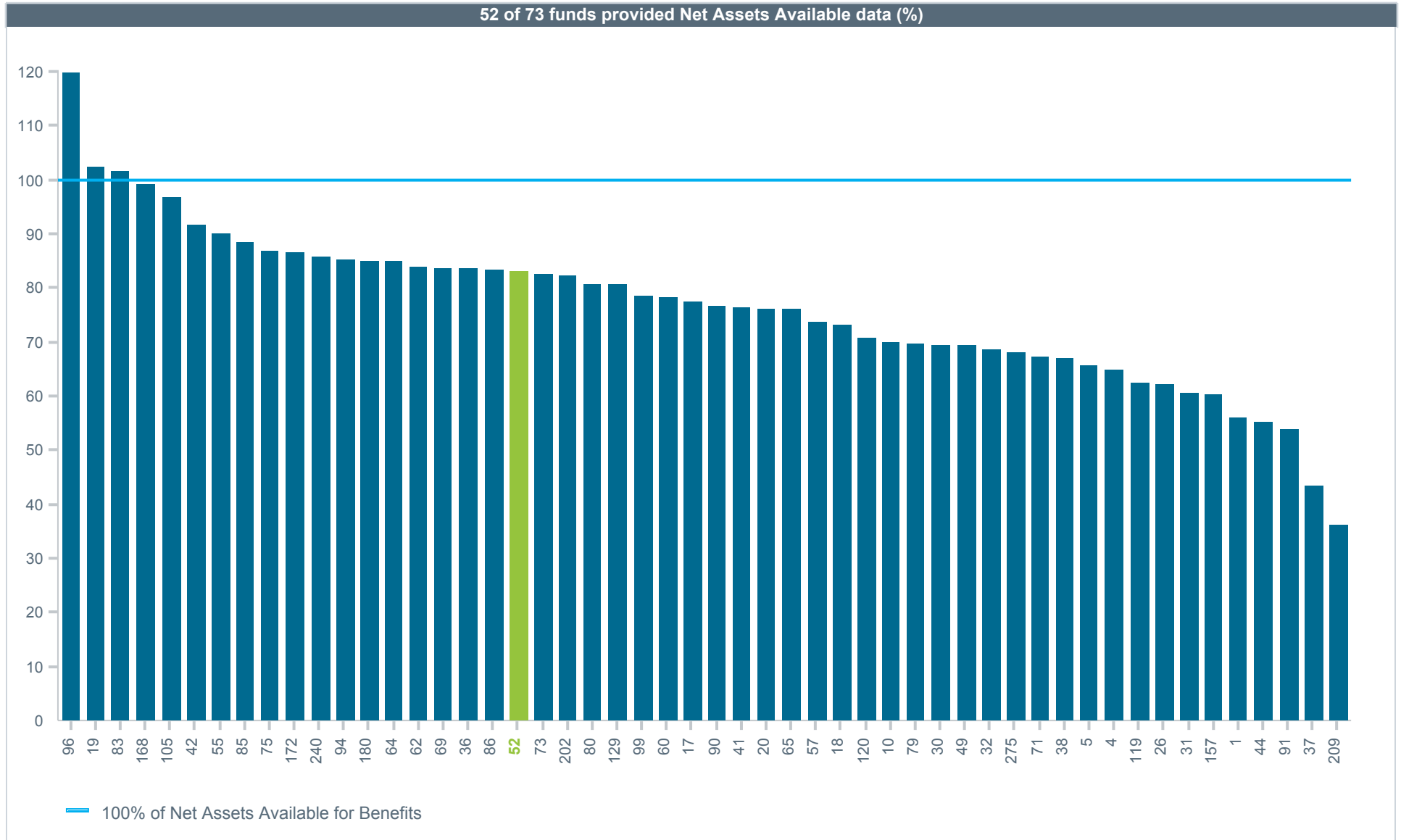


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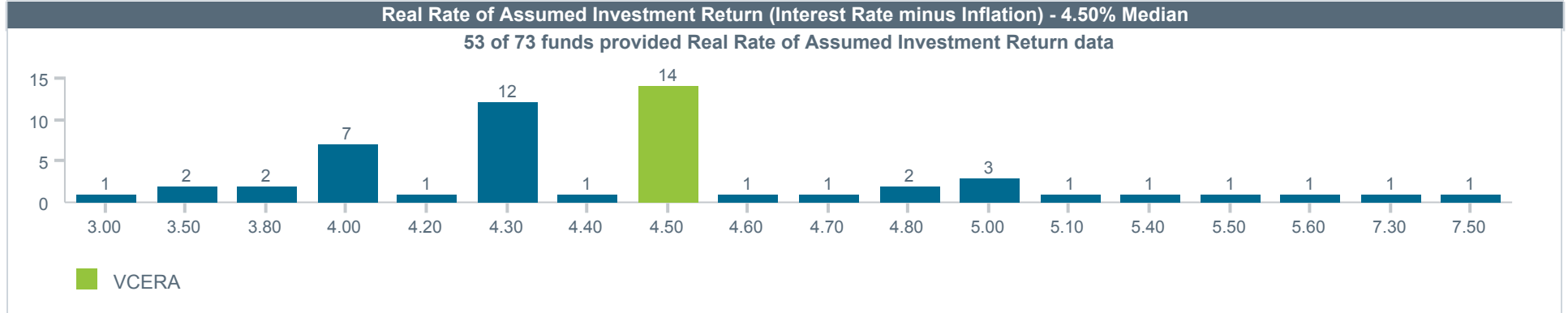
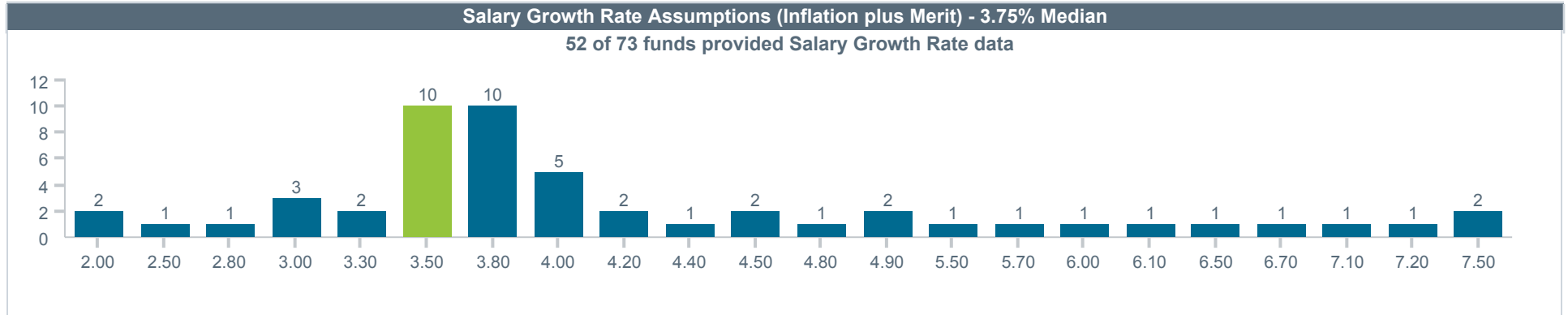
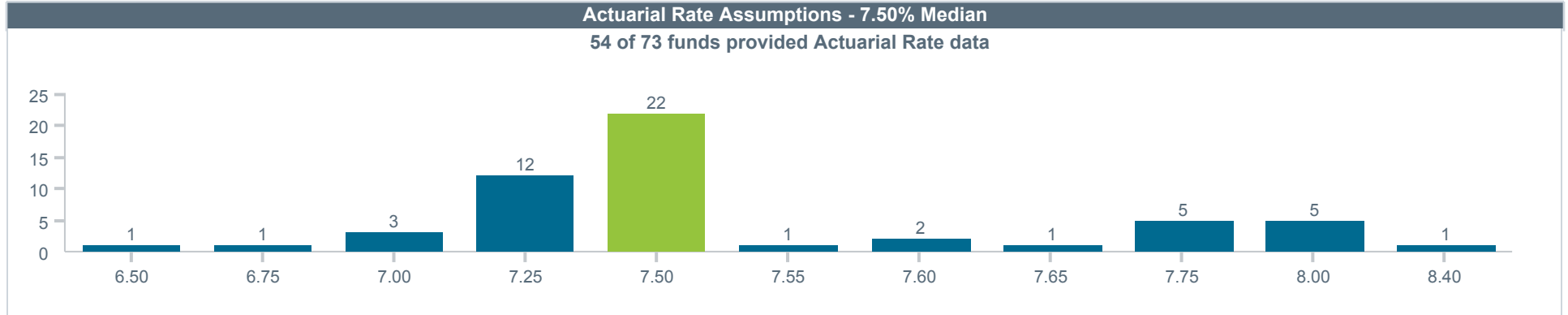
Net Assets Available For Benefits

Expressed as a Percentage of the Pension Benefit Obligation



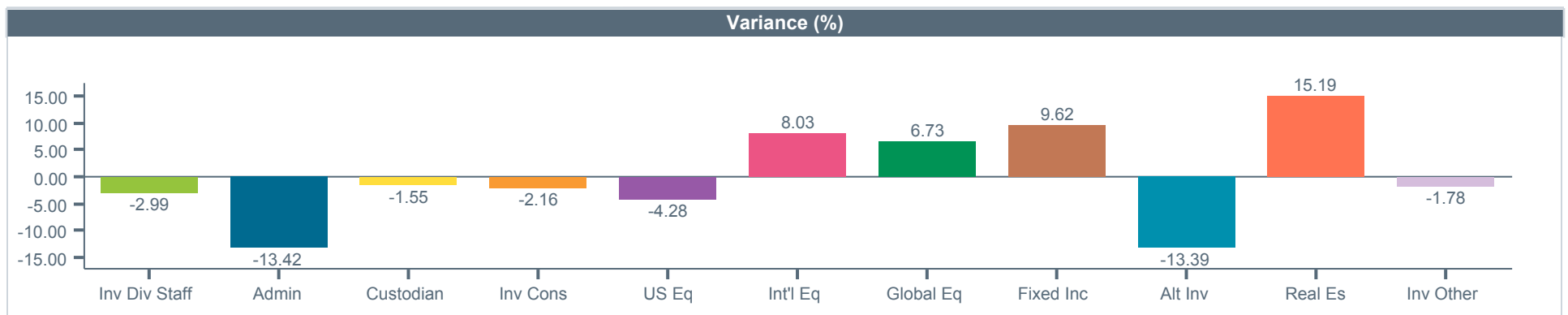
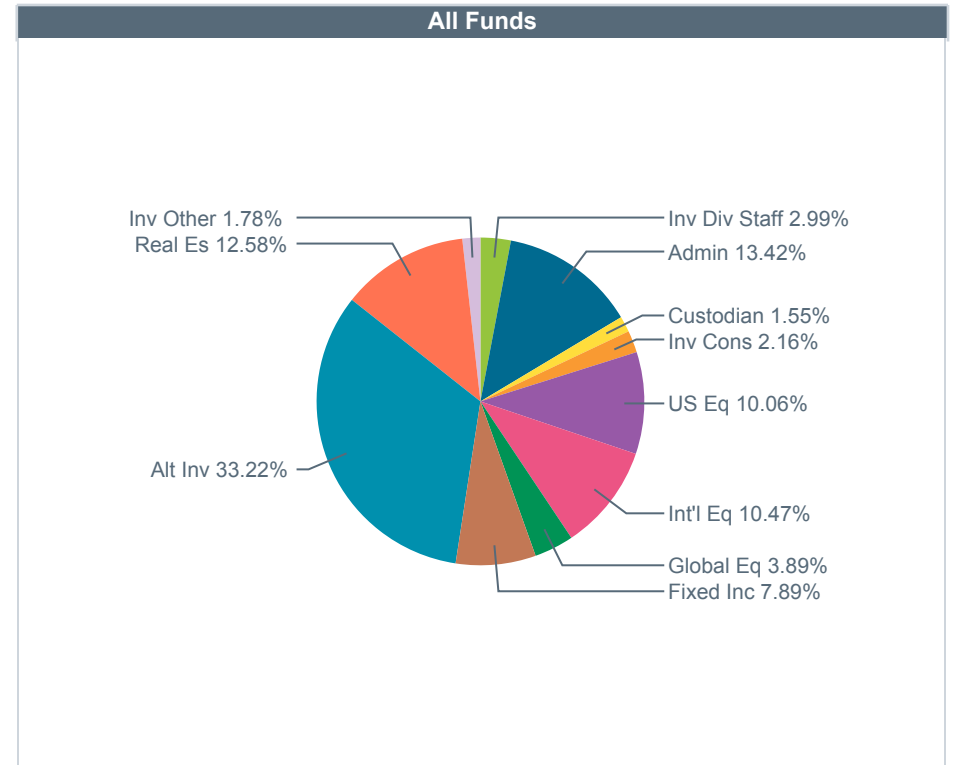
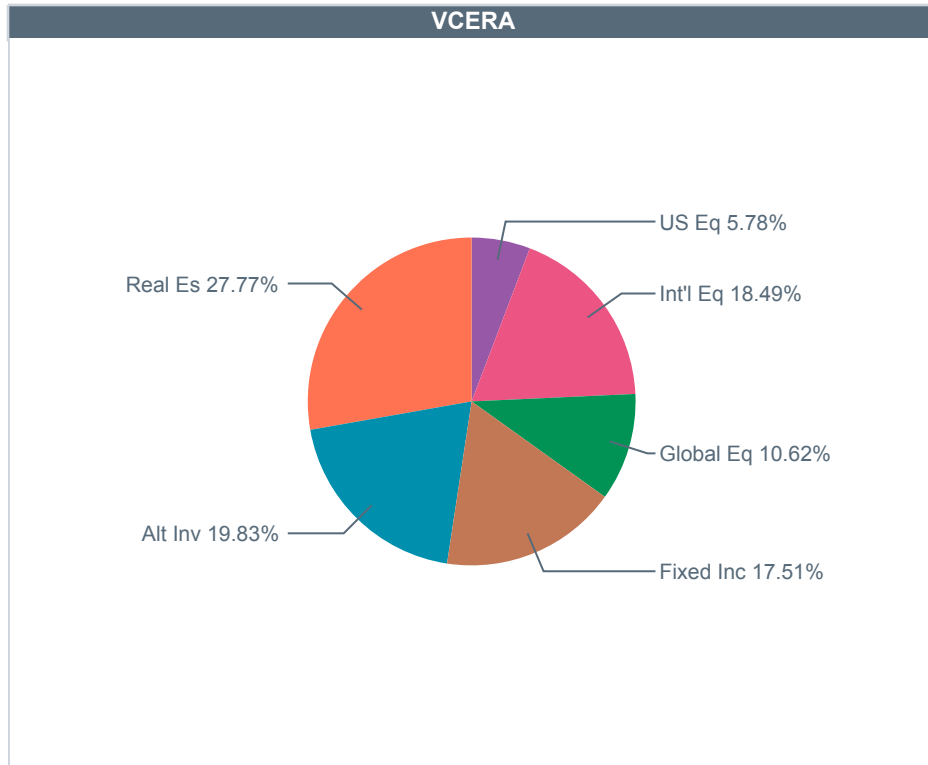
Funds that did not provide data will not appear in the chart.





Funds that did not provide data will not appear in the chart.





Allocations shown may not sum up to 100% exactly due to rounding.



Fund Number: 52

As of June 30, 2016

Total Fund Fee Summary in Basis Points

VCERA vs. Average by Asset Range

55 of 73 funds provided fee data for this time period

Administrative Expenses	VCERA	Under \$500 Million	\$500mm - \$1 Billion	\$1 - \$5 Billion	\$5 - \$10 Billion	\$10 - \$20 Billion	Over \$20 Billion
Internal Inv. Div. Staff	0.00	2.16	0.00	2.16	0.74	0.77	1.92
Actuary	0.00	2.49	1.05	0.59	0.24	0.12	0.12
Legal	0.00	1.68	1.06	0.84	0.27	0.25	0.15
Consultant	0.00	0.15	0.00	0.21	0.09	0.09	0.13
Audit	0.00	0.87	0.43	0.23	0.10	0.06	0.08
Other Professional	0.00	0.00	0.46	0.25	0.07	0.17	0.54
General Administrative	0.00	22.93	7.93	7.84	4.78	4.69	3.20
Total Administrative Expenses	N/A	30.28	10.94	12.12	6.29	6.15	6.15
Investment Expenses	VCERA	Under \$500 Million	\$500mm - \$1 Billion	\$1 - \$5 Billion	\$5 - \$10 Billion	\$10 - \$20 Billion	Over \$20 Billion
Custodial	0.00	0.53	3.90	1.31	0.49	0.52	0.31
Investment Consulting	0.00	3.41	2.11	2.07	0.60	0.74	0.45
US Equity	1.49	0.26	9.62	8.83	6.31	2.84	2.70
International Equity	4.76	3.86	8.55	6.37	6.31	5.54	4.09
Global Equity	2.73	0.00	0.00	1.76	5.73	1.73	1.40
Fixed Income	4.51	0.00	5.99	5.19	4.17	3.64	3.45
Real Estate	7.15	0.00	8.07	6.86	8.01	4.60	7.15
Other Investment Management	0.00	0.00	0.00	1.16	1.03	1.01	0.80
Total Investment Expenses (ex. Alt Inv)	20.63	8.07	38.24	33.55	32.66	20.63	20.36
Alternative Investments	5.10	0.00	3.25	16.34	14.34	17.45	22.29
Total Investment Expenses	25.74	8.07	41.49	49.89	47.00	38.07	42.65
Total Expenses	25.74	38.35	52.43	62.01	53.30	44.22	48.80

Expressed in basis points on total fund assets. Funds that did not provide fee data will not appear in the table.



Miscellaneous Comments

- Performance shown is gross of fees, with the exception of the following:
 - **Funds 31, 49, 350, and 351:** Performance shown is net of fees.
 - **Funds 5 and 20:** Performance shown is net of fees, except for Total Fund performance.
- Performance shown is calculated using quarterly performance provided by participating public funds.
- Performance shown may differ from a fund's actual performance due to rounding.
- Net Assets Available for Benefit includes funding percentage valuation as of dates between June 2015 and June 2016.
- Allocations shown reflect dedicated managers/mandates rather than actual exposure, with the exception of the following:
 - **Funds 1, 29, and 119:** Performance shown for Global Fixed Income includes US and Non-US exposure.
 - **Funds 4, 42, and 64:** Performance shown for US Fixed Income includes US and Non-US exposure.

Glossary of Terms

Beta - A measure of the sensitivity of a portfolio to the movements in the market. It is a measure of a portfolio's non-diversifiable or systematic risk.

Return - Compounded rate of return for the period.

%Return - The time-weighted rate of return of a portfolio for a specified time period.

Sharpe Ratio - Represents the excess rate of return over the risk-free return (i.e., BofA ML 3 Mo US T-Bill Index), divided by the standard deviation of the excess return. The result is the absolute rate of return per unit of risk. The higher the value, the better the product's historical risk-adjusted performance.

Standard Deviation - A statistical measure of the range of a portfolio's performance. The variability of a return around its average return over a specified time period. Calculation is based on quarterly periodicity.

PORTLAND

CHICAGO

NEW YORK

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VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

1190 South Victoria Avenue, Suite 200
Ventura, CA 93003-6572

(805) 339-4250 • Fax: (805) 339-4269
<http://www.ventura.org/vcera>

November 21, 2016

Board of Retirement
Ventura County Employees' Retirement Association
1190 South Victoria Avenue, Suite 200
Ventura, CA 93003

SUBJECT: RECOMMENDATION TO AUTHORIZE ADDITIONAL FUNDING FOR LEGAL EXPENSE WITH NOSSAMAN FOR PRIVATE INVESTMENTS

Staff recommends that the Board authorize additional funding in the amount of \$125,000 for legal work in private investments through the end of fiscal year 2016 - 2017.

Background

The Board approved \$25,000 for legal work for a separate account private equity manager at its meeting of April 18, 2016. To ensure vintage year 2016 private equity exposure, the Board approved an additional \$60,000 for legal work for allocations of \$60 million to Harbourvest's Dover Fund IX, \$60 million to Adams Street's 2016 Global Private Equity Fund, and \$15 million to Drive Capital Fund II at its meeting of May 16, 2016.

Documents for all three investment partnerships were reviewed, negotiated, and executed timely. Subsequent to each fund's closing, the general partners circulated side letters with Most Favored Nations (MFN) clauses, each giving clients the opportunity to review clauses other limited partners had negotiated, and to opt in for any that were desirable. A legal review of the options will require additional work which had not been budgeted originally, at an estimated cost of \$5,000.

In addition, we believe it advisable to prepare standardized documents including a side letter template, and updated Placement Agent Policy and forms, at a total estimated cost of \$10,000. Finally, I anticipate identifying up to four private equity investments before the end of the fiscal year at an estimated legal cost of \$25,000 per partnership, plus the need for additional legal consulting at an estimated cost of \$10,000 as we move forward with the development of the private equity program.

I believe that this recommendation is in the best interest of VCERA, and therefore recommend the following:

RECOMMENDED: THAT THE BOARD AUTHORIZE UP TO \$125,000 ADDITIONAL FUNDING FOR PRIVATE EQUITY PROGRAM LEGAL WORK THROUGH THE END OF FISCAL YEAR 2017.

Sincerely,



Dan Gallagher
Chief Investment Officer

VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

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Ventura, CA 93003-6572
(805) 339-4250 • Fax: (805) 339-4269
<http://www.ventura.org/vcera>

November 21, 2016

Board of Retirement
Ventura County Employees' Retirement Association
1190 South Victoria Avenue, Suite 200
Ventura, CA 93003

SUBJECT: BOARD OF RETIREMENT MEETING(S) FOR DECEMBER 2016

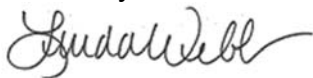
Dear Board Members:

Typically, the Board of Retirement meets on the 1st and 3rd Mondays of each month. The bylaws allow the meeting schedule to be changed if approved by a majority of the Board.

In the month of December 2016, staff recommends combining the Disability meeting on December 5th and the Business meeting on December 19th into one meeting on December 12th. There are no investment presentations scheduled in December, and one meeting on the 12th may better allow for holiday travel schedules.

RECOMMENDATION: APPROVE A CHANGE TO THE 2016 BOARD OF RETIREMENT MEETING SCHEDULE TO ALLOW FOR ONE DECEMBER MEETING ONLY, AND SCHEDULE THAT MEETING FOR DECEMBER 12, 2016.

Sincerely,



Linda Webb
Retirement Administrator

VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

1190 South Victoria Avenue, Suite 200
Ventura, CA 93003-6572
(805) 339-4250 • Fax: (805) 339-4269
<http://www.ventura.org/vcera>

November 21, 2016

Board of Retirement
Ventura County Employees' Retirement Association
1190 South Victoria Avenue, Suite 200
Ventura, CA 93003

SUBJECT: BOARD OF RETIREMENT MEETING CALENDAR FOR 2017

Dear Board Members:

Near the end of each calendar year, the Board of Retirement adopts a meeting schedule for the following year. This schedule reflects provisions in the bylaws (last modified in 1999) that the Board meet on the 1st and 3rd Mondays of each month. The bylaws provide for meetings to be scheduled differently if approved by a majority of the Board. August is traditionally the "dark" month with no scheduled meeting and the Board has a retreat in September or October.

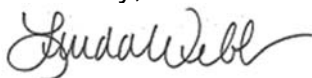
With 23 meetings per year on a typical Board calendar, it can create difficulty when legal holidays or other factors trigger meetings on consecutive Mondays. In addition, combining two meetings into one when practical will slightly reduce the overall number of meetings, in response to Board member comments and feedback.

Bearing this in mind, staff has prepared 2 proposed versions of the 2017 Board meeting calendar. The first follows the traditional format with 23 meetings and 2 occasions where consecutive Monday meetings occur. The second allows for 21 meetings, with the months of April and December having one combined meeting. It also moves the July disability meeting from the 3rd to the 10th to better accommodate Independence Day and moves the business meeting to the 4th Monday of the month to avoid meeting on consecutive Mondays.

Staff's preference is for the 2nd version, which we believe will allow for better efficiency and preparation time when bringing the Board items for consideration. In instances, it can likely allow for better attendance as well.

RECOMMENDATION: APPROVE ONE OF THE PROPOSED BOARD CALENDARS FOR 2017, OR DIRECT STAFF TO IMPLEMENT ALTERNATE CALENDAR.

Sincerely,



Linda Webb
Retirement Administrator

2017 Rolling Calendar
Options for Consideration

Investment		
Meeting Date	Material Deadline	Meeting
1/9/2017	12/30/2016	Disability
1/23/2017	1/13/2017	Business

2/6/2017	1/27/2017	Disability
2/27/2017	2/17/2017	Business

3/6/2017	2/24/2017	Disability
3/20/2017	3/10/2017	Business

4/3/2017	3/24/2017	Disability
4/17/2017	4/7/2017	Business

5/1/2017	4/21/2017	Disability
5/15/2017	5/15/2017	Business

6/5/2017	5/26/2017	Disability
6/19/2017	6/9/2017	Business

7/3/2017	6/23/2017	Disability
7/17/2017	7/7/2017	Business

9/11/2017	9/1/2017	Disability
9/18/2017	9/8/2017	Business

10/2/2017	9/22/2017	Disability
TBD	TBD	Investment
10/16/2017	10/6/2017	Business

11/6/2017	10/26/2017	Disability
11/20/2017	10/27/2017	Business

12/4/2017	11/24/2017	Disability
12/18/2017	12/8/2017	Business

Investment		
Meeting Date	Material Deadline	Meeting
1/9/2017	12/30/2016	Disability
1/23/2017	1/13/2017	Business

2/6/2017	1/27/2017	Disability
2/27/2017	2/17/2017	Business

3/13/2017	3/3/2017	Disability
3/27/2017	3/17/2017	Business

4/17/2017	3/31/2017	Disability & Business
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5/1/2017	4/21/2017	Disability
5/15/2017	5/15/2017	Business

6/5/2017	5/26/2017	Disability
6/19/2017	6/9/2017	Business

7/10/2017	6/30/2017	Disability
7/24/2017	7/14/2017	Business

9/11/2017	9/1/2017	Disability
9/25/2017	9/15/2017	Business

10/9/2017	9/29/2017	Disability
TBD	TBD	Investment
10/23/2017	10/13/2017	Business

11/6/2017	10/26/2017	Disability
11/20/2017	10/27/2017	Business

12/11/2017	12/1/2017	Disability & Business
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VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

1190 South Victoria Avenue, Suite 200
Ventura, CA 93003-6572
(805) 339-4250 • Fax: (805) 339-4269
<http://www.ventura.org/vcera>

November 21, 2016

Board of Retirement
Ventura County Employees' Retirement Association
1190 South Victoria Avenue, Suite 200
Ventura, CA 93003

SUBJECT: RECOMMENDATION TO CONTINUE TO ENGAGE LINEA SOLUTIONS FOR DEFECT RESOLUTION, TESTING AND SYSTEM ENHANCEMENT SUPPORT FOR THE PERIOD OF 11/25/2016 – 4/14/2017.

Dear Board Members:

In July, the Board approved a Statement of Work (SOW) to allow 2 Linea resources to continue supporting VCERA staff for the PAS project until the end of the scheduled warranty period, November 22, 2016. Specifically, Linea was to assist in defect testing, Member Self Service (MSS) management and rollout and extensive support on implementing enhancements related to tax compliance provisions. This work continues, and the Technical Analyst who has been on-site for the entire project in particular is a key to success in our efforts. Our research indicates that other retirement systems utilizing V3 retained on-site support for a significant period following system launch.

Staff is pursuing a vigorous defect resolution plan with Vitech, with the goal of resolving all warranty period defects by April 14, 2017, which is the one-year anniversary of Go-Live. The Linea Technical Analyst has been an integral part of tracking, testing and staging for defect resolution, as well as managing the tracking software. He is also working to transfer knowledge and skill to our internal staff for back-end queries and other technical training. In addition, we have established a timeline for the rollout of Member Self-Service to our members, and the Technical Analyst is needed for success of this effort as well.

The proposed SOW that is provided is more detailed about the scope of the work to be completed. Staff is striving to be mindful of both overall project costs and the need to eliminate reliance on outside resources over time. The system implementation is still in critical phases, however, and will be for some time; VCERA also must weigh the danger of eliminating the support too quickly.

This request reflects the cost to continue working with the Technical Analyst until April 14, 2017 and the Project Support resource until December 23, 2017 as detailed in the provided SOW.

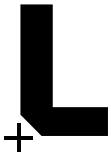
RECOMMENDATION: APPROVE ATTACHED STATEMENT OF WORK FOR LINEA SOLUTIONS IN AN AMOUNT NOT TO EXCEED \$178,825.

Staff will be pleased to answer any questions at the November 21, 2016 business meeting.

Sincerely,



Linda Webb
Retirement Administrator



Organization	VCERA	
Project	Post Implementation Services 2016-2017	
Subject	Statement of Work	
Written by	Brian Colker	
Date	11/16/2016	
Doc #	VC-SOW-10	
Vers.	1.0	Page 1 of 2

Statement of Work – VCERIS Post-Implementation Services

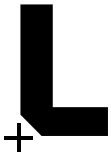
This Statement of Work details services to be provided under Linea Solutions (“Linea”) Master Services Agreement for general consulting services. Linea has been asked to provide post go-live services to assist VCERA with the defect management process, the design, implementation and testing of the IRS Model Regulation enhancements, the development of VCERIS support technical and business processes, and the training of VCERA’s incoming IT Manager, Subject Matter Experts (SMEs) and other staff in all aspects of V3. Specifically, Linea will provide the following services:

- **IRS Model Regulations support.** Linea consultants will collaborate with VCERA and Vitech on the design, testing, and implementation of the IRS Model Regulations enhancements.
- **Warranty Period Defect Resolution and Management.** Linea consultants will work with Vitech and VCERA SMEs and IT staff to analyze and test the fixes that Vitech provides for previously reported defects. Linea consultants will assist with defect tracking, documentation, reporting, solution design, and execution, and work to transfer knowledge to VCERA staff. Linea will also assist with the transition from the SmartBear defect tracking system to Jira, Vitech’s production defect solution to allow VCERA to manage independently in the future.
- **VCERA staff support.** As required, Linea consultants will provide on-site support to VCERA Benefits and Fiscal staff in resolving issues with V3, including ad hoc training, issue analysis, and enhancement requests, while working to transfer these support responsibilities to VCERA IT staff and SMEs.
- **Technical training and transition.** Linea consultants will work with VCERA’s IT staff and SMEs to assist with training on project activities and on the technical aspects of supporting and maintaining V3 including routine back-end query development, required system maintenance tasks and troubleshooting.
- **Support Process Development.** Linea consultants will collaborate with VCERA to develop and document VCERIS support processes.

The duration of these services will be 11/28/2016 – 4/14/2017. Linea will employ two resources for the period 11/28/2016 – 12/31/2016, and then a single consultant from 1/1/2017 – 4/14/2017.

The estimated hours are presented below:

Area / Resource	Est. Hours	Est. Cost
Project Support Staff: Kevin Choi (\$100 / per hour)	160	\$16,000
Technical Analyst: Gerald Clark (\$200 / per hour)	736	\$147,200
Travel costs (estimated)		\$15,625
Total Not-To-Exceed Costs	896	\$178,825



Organization	VCERA	
Project	Post Implementation Services 2016-2017	
Subject	Statement of Work	
Written by	Brian Colker	
Date	11/16/2016	
Doc #	VC-SOW-10	
Vers.	1.0	Page 2 of 2

These services will be provided on a time and materials basis. VCERA should note that the not-to-exceed amounts are for the total costs; Linea consultants may expend more or less hours in a given area or on a specific task. Travel expenses will be billed as actual, notwithstanding section 3.1 of the Master Services Agreement. All expenses will be reasonable and billed according to Linea travel expense policy. This will be furnished to the Retirement Administrator upon request.

LINEA SOLUTIONS, INC.

VCERA

By: _____
Brian Colker, CFO

By: _____
Tracy Towner, Chairman of the Board

Date: 11/21/2016

Date: _____

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November 21, 2016

Board of Retirement
Ventura County Employees' Retirement Association
1190 South Victoria Avenue, Suite 200
Ventura, CA 93003

**SUBJECT: REQUEST TO DELETE TWO (2) PROGRAM ADMINISTRATOR II
ALLOCATIONS AND ADD TWO (2) SENIOR PROGRAM
ADMINISTRATOR ALLOCATIONS**

Dear Board Members:

As VCERA works to transition fully to the new V3 pension administration system and pursue a higher level of member service and data integrity, our operational needs are changing. The warranty period for the PAS project is ending soon and staff will transition from “project” mode to our new “operational” mode – and as part of this shift, we must work to reduce our reliance on outside resources.

Provided is a memorandum from Chief Operations Officer Julie Stallings about a important step in stabilizing our operations going forward. The request for the elimination of two (2) of our existing Program Administrator II positions in favor of the addition of two (2) Senior Program Administrator positions is in line with this strategy. The Senior Program Administrator level is used by the County for employees with considerable years of experience who perform this detailed level of work.

I support the COO's request, and believe this to be the logical next step toward VCERA eliminating regular support from contracted resources. I also believe the level of the allocation to be appropriate, given the complexity of the work.

NOTE: If the Board approves the following staff recommendation, please note that because both positions report to the same Staff Services Manager II, and the Management Resolution provides for a salary difference of 7.5% difference between staff and supervisor, implementation would trigger a slight increase for the supervisor as well in the amount of \$1,500 per year.

RECOMMENDATIONS:

1. Approve the deletion of two allocations with the following payroll title and salary range:

Job Code	Description	FTE	Salary (S) Range (Annual)
00623	Program Administrator II	2.0	\$63,416.31 – \$88,791.53 (S)

2. Approve the addition of two allocations with the following payroll title and salary range:

Job Code	Description	FTE	Salary (S) Range (Annual)
01174	Senior Program Administrator	2.0	\$74,616.12 – \$104,472.82 (S)

3. Authorize Staff to process the following Budgetary Adjustments for FY 2016-17:

INCREASE - Salaries & Employee Benefits \$ 8,400*
DECREASE – Contingency \$ 8,400*

*reflects the slight increase to Staff Services Manager II to allow for 7.5% salary difference.

Staff will be pleased to answer any questions at the November 21, 2016 Business meeting.

Sincerely,



Linda Webb
Retirement Administrator

VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

MEMORANDUM

August 22, 2016

To: Linda Webb, Retirement Administrator

From: Julie Stallings, Chief Operations Officer *JS*

Subject: **Request for Senior Program Administrator Positions in Support of VCERIS and Improved Business Processes**

I am requesting two FTE Senior Program Administrator positions for the purpose of maintaining the functional aspects of the V3 pension administration system, in coordination with the elimination of two FTE Program Administrator II positions. This request is due to need for a higher level of work and expertise required for V3 management, maintenance and development. In addition to the technical system maintenance that will be performed by an I.T. Manager, V3 has a large number of required functional tasks as well; the load is too great for one staff member to manage. It is also critical to create redundancy in this area within the organization. In researching the various job classifications, the best fit for our needs is Senior Program Administrator.

Throughout the entire V3 project, 2 key staff members (both of whom are Program Administrator IIs like their Operations colleagues) have participated in the development of nearly every aspect of the V3 pension administration system. They both have extensive knowledge of V3 as well as VCERA's core business processes. They provide guidance by troubleshooting system issues encountered by staff, explain and demonstrate work-arounds for system functionality, and assist staff with work processes and the application of operational policies.

In addition to this work, these two positions have absorbed System Administration tasks that are outside the scope of the Program Administrator II job classification. Transitioning such work from Vitech and Linea resources to VCERA staff is key in reducing, and eventually eliminating, our reliance on outside vendors for system maintenance. It is also critical for VCERA to employ key trainers and mentors for the V3 system who can support development of new and changing business processes. In short, such roles are instrumental in training and oversight and Operations will continue to require this level of expertise and support going forward.

The V3 system requires maintenance in two distinct categories: **functional** system maintenance tasks and **technical** system maintenance tasks.

Functional System Maintenance

Specifically, there are currently 157 functional system maintenance tasks that these positions are performing that occur on a regular basis. Even when VCERA acquires an

IT Manager, these tasks would still need to be completed by individuals who have in-depth understanding of operational business rules, calculations and processes to better identify inconsistencies and trends. These tasks include the processing, validating and updating of data as part of importing bi-weekly transmittals from VCERA's participating employers. Both positions' duties ensure that V3 receives, and therefore contains, accurate data, rates and formulas for the accurate and compliant calculation of retirement benefits. They generate and validate batches, imports, exports, and queries regularly. Other responsibilities include the development of policies and procedures relating to V3 and the Assima Training Tool, support of Benefit Managers by generating reports and queries to monitor workloads and productivity, maintain and update document templates.

Technical System Maintenance

Until the IT Manager is hired and fully trained, these positions are supporting technical tasks as well, such as maintaining user access, roles and security components within V3, and managing 25 distinct technical system maintenance tasks.

The salary range for a Senior Program Administrator classification is \$74,616 - \$104,473. If this request is approved, then two FTE Program Administrator II positions would be eliminated, resulting in no net change in total staff.

Existing Classification:

Program Administrator II	\$63,416.31 - \$88,791.54
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Proposed Classification:

Sr. Program Administrator	\$74,616.12 - \$104,472.82
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Because the two employees serving are receiving a salary within the new range, they would receive a 5% increase upon promotion to Senior Program Manager, with eligibility for an additional 5% increase in 6 months.

Because both positions report to the same Staff Services Manager II, and the Management Resolution provides for a salary difference of 7.5% difference between staff and supervisor, implementation would trigger a slight increase for the supervisor as well.

Thank you for considering my requests.

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November 21, 2016

Board of Retirement
Ventura County Employees' Retirement Association
1190 South Victoria Avenue, Suite 200
Ventura, CA 93003

SUBJECT: AUTHORIZATION FOR TRUSTEE BIANCHI TO ATTEND THE ILPA INSTITUTE LEVEL I – PRIVATE EQUITY COURSE MARCH 6TH – 8TH, 2017 IN SAN FRANCISCO, CALIFORNIA

Dear Board Members:

Trustee Bianchi requests authorization to attend the ILPA Institute Level I – Private Equity course in San Francisco, California March 6th – 8th, 2017. The estimated the cost to attend is approximately \$3,939, including registration, airfare, lodging and other related expenses.

VCERA staff will be pleased to respond to any questions you may have on this matter at November 21, Business Meeting.

Sincerely,



Linda Webb
Retirement Administrator

LEVEL I

THE UNIVERSITY OF CHICAGO BOOTH SCHOOL OF BUSINESS

The ILPA Institute Level I program is an introductory course designed exclusively for institutional investors who are new to the private equity industry or who wish to gain a broader understanding of the asset class. The Level I program offers a comprehensive overview of investing in private equity.

Investment professionals working at many different organization types can benefit from the Level I program. Past participants have included representatives from public and private pension funds, family offices, foundations, endowments, insurance companies and government organizations who are investing or considering investing in private equity.

COURSE DATE AND FEES

March 6-8, 2017	(San Francisco, CA)
June 14-16, 2017	(Chicago, IL)
September 11-13, 2017	(London, UK)

Member early bird rate	\$2,599
Deadlines	

December 23, 2016	(San Francisco, CA)
March 24, 2017	(Chicago, IL)
June 23, 2017	(London, UK)

Member regular rate	\$3,199
Non-member rate	\$5,299

PRE-REQUISITE

No pre-requisites are required to attend the program

PRE-READING

Reading materials will be sent to participants prior to the start of the session. These will include 3-4 hours of course preparation and required reading.

DELIVERY METHOD

Group-Live

EDUCATIONAL CREDITS

Earn 20 CFA CE Credit Hours / 24.5 CPE Credits

REGISTRATION LINK

<http://ilpa.org/level-i/>

PROGRAM LEVEL

Overview

COURSE OVERVIEW

Participants will examine key investment principles, explore the role of private equity partnerships and learn the skills necessary to design and build strategies for investing in the asset class. Participants will learn in a highly interactive and hands-on environment. All classroom discussions are focused on ensuring participants solidify and broaden their understanding of private equity.

KEY LEARNING OUTCOMES

- Articulate how private equity investing fits as part of an asset allocation model: explain the benefits and costs (risks) of investing in the asset class.
- Explain how different sub-classes of private equity behave differently/similarly in a private equity portfolio and portfolio construction techniques.
- Describe the historical and expected returns of private equity and its sub-classes.
- Apply different methods of measuring private equity returns and describe benchmarking techniques.
- Construct a quantitative and qualitative private equity due diligence plan.
- Describe the different fund reporting standards with UK GAAP, IFRS and US GAAP.
- Demonstrate how to analyze different sections within standard private equity reports to monitor performance and/or activity of a private equity fund.
- Describe typical fund structures and important aspects to consider in regard to private equity investing.
- Identify key terms and conditions in limited partnership agreements and other documents.
- Describe the conflicts of interest that a general partner may face as an investor, service provider, administrator of a private equity fund and how this may also create principal/agent conflicts between the general partner and the limited partners.
- Describe general differences that may exist between partnerships or entities governed by the laws of Delaware, the Cayman Islands, Guernsey and other jurisdictions.
- Describe the illiquidity risk associated with a private equity portfolio and the impact on a broader investment portfolio.
- Describe different methods of measuring private equity risk at the private equity fund level and as part of a broader investment portfolio level.
- Describe different valuation techniques that direct investors (e.g., general partners) may use to analyze a potential investment and identify key considerations and factors related to one or more private equity sub-class (e.g., venture capital and buyout transactions).
- Articulate how limited partners can use the valuation techniques and templates as part of their own investment process, from due diligence to secondaries to co-investments.

COURSE OUTLINE

PRIVATE EQUITY OVERVIEW

- Equity and debt capital markets
- Evolution and classes of PE

EVALUATING A PRIVATE EQUITY FUND AND FUNDRAISING

- Available tools/benchmarking/returns modeling
- Qualitative and quantitative due diligence

INVESTING IN LIMITED PARTNERSHIPS

- Key economic considerations
- Compensation incentives in LPAs
- Implications of different fees and terms on the net returns to LPs

FUND STRUCTURE, GOVERNANCE, AND LPAs

- Governing documents
- Delaware/other regulatory considerations
- Non-Delaware/non US-considerations
- Key terms

PRIVATE EQUITY REPORTING AND ACCOUNTING

- Reports from the general partner
- The audit
- Accounting standards
- Valuation guidelines
- Reconciling financial statements

PRIVATE EQUITY AND RISK

- Diversification and multiple sources of risk
- Historical returns
- Measures of risk and return
- The impact of limited liquidity on portfolio design

DUE DILIGENCE AND VALUATION

- Valuation and monitoring
- How to access the economics and evaluate the profit formula
- Valuation techniques
- Designing the appropriate securities and financing strategy
- When should the general partner exit

A LOOK INSIDE THE CLASSROOM



I enjoyed the Level I program offered in London and found it a very complete and excellent course led by motivated and experienced speakers. It was time well spent with the instructors as they shared their research, personal experiences and outlooks on private equity.

- Carlos Garcia Rivas, Portfolio Manager, APG Asset Management

The ILPA Institute Level I program provided an excellent private equity curriculum and met all my expectations. The program content was valuable and the diverse coverage of investments, legal and fund accounting was outstanding. I would encourage this program be taken by everyone, even those with a few years of private market experience based on the in-depth analysis of PE/VC investments. I truly enjoyed the program and would recommend it to all of my peers, particularly those in public pensions.

- Scott Forrest, Director of Investment Operations, South Carolina Retirement System Investment Commission

The ILPA Institute Level I was a very informative program where the enthusiastic and passionate speakers did a great job reviewing all aspects of private equity. As a newcomer to private equity I felt all of the segments were very effective in providing curriculum that will be beneficial to my future in the industry. I would recommend this program to my peers who are both beginners to private equity investing, as well as to those who are more experienced.

- James Walker, Business Analyst, GF Private Equity Group, LLC



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November 21, 2016

Board of Retirement
Ventura County Employees' Retirement Association
1190 South Victoria Avenue, Suite 200
Ventura, CA 93003

SUBJECT: AUTHORIZATION FOR CIO DAN GALLAGHER TO ATTEND THE ILPA INSTITUTE LEVEL II – PRIVATE EQUITY COURSE JANUARY 23RD – 24TH, 2017 IN SAN FRANCISCO, CALIFORNIA

Dear Board Members:

CIO Dan Gallagher requests authorization to attend the ILPA Institute Level II – Private Equity Level II, Module 2, Portfolio Construction course in San Francisco, California January 23 - 24, 2017. The estimated the cost to attend is approximately \$3,100, including registration, airfare, lodging and other related expenses.

VCERA staff will be pleased to respond to any questions you may have on this matter at November 21, 2016 Business meeting.

Sincerely,



Linda Webb
Retirement Administrator

LEVEL II



PORTFOLIO CONSTRUCTION

The ILPA Institute Level II Module 2 program has been crafted to enable participants to examine different approaches to program and portfolio design. Strategic considerations and practical techniques have been incorporated into the module's core learning objectives. Elements of this Level II module include the examination of key objectives behind allocating capital to private investments and portfolio construction for private assets, techniques of portfolio assessment and related measurements, and the resources required to execute and support a private investment program. The module's objectives will be delivered in an interactive manner, allowing participants to directly identify and manage nuances of various approaches to private equity portfolio construction and execution.

COURSE DATE AND FEES

January 23-24, 2017	(San Francisco, CA)
September 14-15, 2017	(London, UK)
Member early bird	\$1,499
Deadline	November 25, 2016 (Chicago) June 23, 2017 (London, UK)
Member regular rate	\$1,999
Non-member rate	\$3,499

REGISTRATION LINK

<http://ilpa.org/module-2/>

PROGRAM LEVEL

Advanced - Level II courses can be taken in any order.

WHO SHOULD ATTEND

Experienced investment professionals working at many different organization types can benefit from the Level II program. Past participants have included representatives from public and private pension funds, family offices, foundations, endowments, insurance companies and government organizations who are investing or considering investing in private equity.

PRE-REQUISITE

Three or more years of experience directly managing and monitoring a private equity program. Applicants with less than three years of experience are required to have completed the ILPA Institute Level I program and submit a letter of endorsement on company letterhead (sample letter available at ilpa.org). The letter of endorsement will establish that the applicant exhibits managerial and leadership potential. They must also demonstrate a level of professional poise and financial acumen necessary to contribute to a senior learning environment. Candidates will be accepted based on availability and subject to ILPA review.

PRE-READING

Reading materials will be sent to participants prior to the start of the session. These will include 2-4 hours of required reading, course preparation as well as suggested readings.

DELIVERY METHOD

Group-Live

EDUCATIONAL CREDITS

Earn 12 CFA CE Credit Hours / 15 CPE Credits

COURSE OVERVIEW

This Level II module will provide mid-to-senior level participants with an analysis of the strategic considerations and techniques used to design and manage private equity investment programs. Through this intensive two-day program, participants will obtain a comprehensive understanding of portfolio level deliberations as well as the core skills and methods that provide a programmatic approach to portfolio design, program execution and risk management.

KEY LEARNING OUTCOMES

- Describe the role of private investments in a portfolio and evaluate the key elements of private equity investing that impact program and portfolio objectives.
- Identify and describe different private investment programs and portfolio strategies including but not limited to sub-strategy, investment structure, geography and their suitability for meeting program objectives.
- Differentiate between several private investment performance measurement techniques. Describe why these comparisons may or may not be appropriate and the implications of such.
- Describe types of private equity risk at a portfolio level, including correlations, and how each type of risk may be measured and the concerns that a practitioner may have with these measures.
- Describe and evaluate techniques for allocation and liquidity management for a private investment program.
- Identify organization and overall resource requirements for executing and monitoring a private investment program, including articulation of considerations for any third-party service provisioning.
- Describe how private equity data, analytical tools and techniques may be used in regard to quantitative modeling and assessments, and program forecasting.

COURSE OUTLINE

ESTABLISHING PRIVATE INVESTMENT PROGRAM OBJECTIVES

- Asset allocation and the role that private investments serve in a portfolio
- Traditional allocation analysis and considerations unique to private investments
- Broad private investment sector allocations
- Private investments compared to other asset classes
- Compatibility of private investment strategies and desired objectives
- Risk/return opportunities and liquidity needs at a portfolio level
- Measuring and assessing expected/actual portfolio risk and returns
- Risk assessment and management

DESIGNING, DEVELOPING AND EXECUTING A PRIVATE INVESTMENT PROGRAM

- Private investment strategies
- Investment considerations and diligence across geographies, strategies and styles
- Allocation approaches within private investments
- Organization, coordination and resource management
- Approaches for programs of varying degrees of maturity
- In-house and/or outsourcing program decisions
- Observation and incorporation of macro perspectives
- Risk assessment and management
- Cash/liquidity management

ASSESSING AND MONITORING PRIVATE INVESTMENT PROGRAM PERFORMANCE

- Private investment performance measurement techniques
- Commitment pacing and risk/return modeling
- Compatibility of private equity strategies and desired objectives
- Investment monitoring practices at an investment and program level
- Monitoring of cash flow and distribution waterfalls
- Managing GP/LP dynamics