

VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

BOARD OF RETIREMENT

BUSINESS MEETING

JULY 15, 2019

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:

	Master Page No.
I. <u>CALL TO ORDER</u>	
II. <u>APPROVAL OF AGENDA</u>	1 – 3
III. <u>APPROVAL OF MINUTES</u>	
A. Disability Minutes of July 1, 2019.	4 – 12
IV. <u>CONSENT AGENDA</u>	
A. Approve Regular and Deferred Retirements and Survivors Continuances for the Month of June 2019.	13
B. Receive and File Report of Checks Disbursed in June 2019.	14 – 18
C. Receive and File Budget Summary for FY 2018-19 Month Ending June 30, 2019. (Preliminary)	19 – 20
V. <u>INVESTMENT MANAGER PRESENTATIONS</u>	
A. Receive Annual Investment Presentation from Hexavest, Marc C. Lavoie, CPA, CA, CFA.	21 – 56
B. Receive Annual Investment Presentation from Walter Scott, Margaret Foley.	57 – 88

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VI. INVESTMENT INFORMATION

NEPC – Allan Martin.

VCERA – Dan Gallagher, Chief Investment Officer.

- A. Recommendation for \$50M Investment in HarbourVest Real Assets Fund IV.
RECOMMENDED ACTION: Approve.
1. Staff Letter from C.I.O., Dan Gallagher. 89
 2. Memorandum from NEPC. 90 – 93
 3. HarbourVest Presentation, Mike Dean and Mark Radville. 94 – 123
- B. Preliminary Performance Report for Month Ending June 30, 2019. 124 – 135
RECOMMENDED ACTION: Receive and file.

VII. OLD BUSINESS

- A. Application for Service-connected Disability Retirement-Dilley, Brian D.; Case No. 16-012. 136 - 188
1. Application for Service-connected Disability Retirement, filed March 16, 2016.
 2. Revised Medical Analysis and Recommendation, including Supporting Medical Documentation, submitted by County of Ventura, Risk Management, in support of the Application for Service-connected Disability Retirement, dated July 11, 2019.
 3. Hearing Notice, dated July 9, 2019.
- B. Recommendation to Approve New Contract with Brentwood I.T.
RECOMMENDED ACTION: Approve.
1. Staff Letter. 189 – 190
 2. Memorandum from Chief Technology Officer. 191
 3. Proposed Contract. 192 – 199
- C. Update on Mr. Towner’s Civil Service Commission Proceedings.

VIII. NEW BUSINESS

- A. Recommendation to Approve Payment for Waiver of Recourse, Fiduciary Liability Insurance, FY 2019/20.
RECOMMENDED ACTION: Approve.
1. Staff Letter by, C.F.O., Henry Solis. 200 – 201
 2. Binder of Insurance. 202 – 205

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VIII. NEW BUSINESS (continued).

- B. Recommendation to Approve Retirement Administrator, Linda Webb to Attend the CALAPRS Administrators' Institute in Carmel, CA, September 25 – 27, 2019.
RECOMMENDED ACTION: Approve.
1. Staff Letter 206
- C. Recommendation to Authorize CFO, Henry Solis to Attend the 2019 Public Pension Financial Forum (P2F2) Conference, Salt City, UT, October 20 – 23, 2019.
RECOMMENDED ACTION: Approve.
1. Staff Letter. 207
2. P2F2 2019 Conference Schedule at a Glance – Draft. 208 – 210
- D. Request for Authorization for Attendance for Due Diligence Visits to Adam Street and Parametric.
RECOMMENDED ACTION: Approve.
1. Staff Letter by, C.I.O., Dan Gallagher. 211
- E. Quarterly Retirement Administrator's Report for April – June, 2019. 212 – 217
RECOMMENDED ACTION: Receive and file.
- F. Quarterly Chief Investment Officers Report for April - June 2019. 218 – 219
RECOMMENDED ACTION: Receive and file.

IX. INFORMATIONAL

X. PUBLIC COMMENT

XI. STAFF COMMENT

XII. BOARD MEMBER COMMENT

XIII. ADJOURNMENT

VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

BOARD OF RETIREMENT

DISABILITY MEETING

JULY 1, 2019

MINUTES

TRUSTEES
PRESENT: William W. Wilson, Chair, Public Member
Mike Sedell, Public Member
Arthur E. Goulet, Retiree Member
Robert Ashby, Safety Member
Will Hoag, Alternate Retiree Member
Ed McCombs, Alternate Public Member

TRUSTEES
ABSENT: Robert Bianchi, Vice-Chair, Public Member
Steven Hintz, Treasurer-Tax Collector
Steve Bennett, Public Member
Craig Winter, General Member

STAFF
PRESENT: Linda Webb, Retirement Administrator
Lori Nemiroff, General Counsel
Henry Solis, Chief Financial Officer
Julie Stallings, Chief Operations Officer
Dan Gallagher, Chief Investment Officer
Leah Oliver, Chief Technology Officer
Shalini Nunna, Retirement Benefits Manager
Josiah Vencel, Communications Officer
Donna Edwards, Retirement Benefits Specialist
Nancy Jensen, Retirement Benefits Specialist
Chris Ayala, Program Assistant
Shalaine Nolan, Office Assistant III-C

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

TIME: 9:00 a.m.

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DISABILITY MEETING**

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ITEM:

I. CALL TO ORDER

Chair Wilson called the Disability Meeting of July 1, 2019 to order at 9:01 a.m.

II. APPROVAL OF AGENDA

Trustee Goulet made a motion to have agenda item V.A., the disability retirement application for Brian D. Dilley, continued until Ventura County Risk Management could amend the report to include written answers to staff's questions instead of the Board hearing Risk Management's verbal response.

Ms. Webb noted that staff had sent questions to Ventura County Risk Management last week and asked for an amended report, but Risk Management indicated it intended to address the questions before the Board verbally due to time constraints.

Trustee Goulet said that he also had questions for the applicant, who was not present.

Ms. Edwards said that the applicant had a legal representative in attendance.

Trustee Goulet replied that he had questions specifically for the applicant. He repeated that he would like the case to be continued at the next available Board meeting.

Ms. Laveau, Ventura County Risk Management, stated that VCERA had not provided the report until June 24 and requested that an amended version be returned by June 26 in order to be placed on the current Board agenda. Due to previous engagements, she had been unable to guarantee its completion by then, but that VCERA's staff agreed that an amended report would not be required and that a verbal response to the questions would suffice.

Mr. Roberson introduced himself as the contracted attorney assigned to the case by Risk Management. He said that due to a vacation, he had not returned to the office until June 26 and was therefore unable to amend the report by VCERA's deadline.

Trustee Sedell said that since staff agreed that the questions posed to Risk Management could be addressed verbally, he believed the Board should proceed with hearing the disability case, as long as Trustee Goulet's questions could be answered by the applicant's legal counsel. Trustee Sedell also inquired about the downside of continuing the case at a future meeting.

Ms. Webb replied that continuing the case would cause more delay for the applicant and that she was unsure if Risk Management could address all the questions in writing by the Business Meeting on July 15, which was the last scheduled meeting prior to September.

Chair Wilson asked Ms. Webb if she recommended that the case be deferred to the next Board meeting in July or later.

Ms. Webb replied that until she heard Risk Management's answers to the issues raised by VCERA staff, it would be difficult to make a recommendation.

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DISABILITY MEETING**

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Ms. Laveau requested confirmation that there was an agreement between Risk Management and VCERA to proceed with the Dilley case at the July 1 meeting using only verbal responses rather than waiting for an amended report.

Ms. Nemiroff believed that in its correspondence with Risk Management, VCERA had agreed to allow the case to remain on the agenda and not to continue it, at Risk Management's request, due to its time sensitivity if Risk Management's responses were given verbally. She also noted that VCERA did not say that an amended written report was not required.

Ms. Laveau replied that she never claimed she could not produce an amended report, but she would make every effort to supply the amended report to VCERA by the June 26 deadline. She also noted that in a phone conversation with VCERA staff, she asked if the amended report would be needed by June 26 to keep the case on the July 1 meeting agenda, and staff said it was not required.

Trustee Sedell believed it would be best to have the written amended report on record, so he supported continuing the case at the next Board meeting.

After discussion by the Board, the following motion was made:

MOTION: Approve with Deferral of the Disability Retirement Application for Brian D. Dilley Until the Business Meeting of July 15, 2019.

Moved by Goulet, seconded by Sedell.

Vote: Motion carried

Yes: Ashby, Goulet, McCombs, Sedell, Wilson

No: -

Absent: Bennett, Bianchi, Hintz, Winter

Abstain: -

III. APPROVAL OF MINUTES

A. Disability Meeting of June 3, 2019.

Ms. Webb said that the minutes for the June 3, 2019 Disability Meeting were being presented to the Board again because staff discovered that the Board did not have a quorum to approve the minutes on June 17, 2019, as one trustee had abstained from the vote.

After discussion by the Board, the following motion was made:

MOTION: Approve.

Moved by Sedell, seconded by Ashby.

Vote: Motion carried

Yes: Ashby, Goulet, McCombs, Sedell, Wilson

No: -

Absent: Bennett, Bianchi, Hintz, Winter

Abstain: -

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B. Business Meeting of June 17, 2019.

After discussion by the Board, the following motion was made:

MOTION: Approve.

Moved by Ashby, seconded by McCombs.

Vote: Motion carried

Yes: Ashby, Goulet, McCombs, Sedell, Wilson

No: -

Absent: Bennett, Bianchi, Hintz, Winter

Abstain: -

IV. RECEIVE AND FILE PENDING DISABILITY APPLICATION STATUS REPORT

MOTION: Receive and File.

Moved by Sedell, seconded by Ashby.

Vote: Motion carried

Yes: Ashby, Goulet, McCombs, Sedell, Wilson

No: -

Absent: Bennett, Bianchi, Hintz, Winter

Abstain: -

V. APPLICATIONS FOR DISABILITY RETIREMENT

A. Application for Service-connected Disability Retirement - Dilley, Brian D.; Case No. 16-012.

1. Application for Service-connected Disability Retirement, filed March 16, 2016.
2. Medical Analysis and Recommendation, including Supporting Medical Documentation, submitted by County of Ventura, Risk Management, in support of the Application for Service-connected Disability Retirement, dated June 17, 2019.
3. Hearing Notice, dated June 19, 2019.

No action was taken by the Board, as indicated in Item II, Approval of Agenda.

VI. OLD BUSINESS

None.

VII. NEW BUSINESS

A. Report & Recommendation on PEPRA Pensionable Compensation Analysis for Pay Codes Implemented Since October 22, 2018.

RECOMMENDED ACTION: Approve.

1. Staff Letter, with Pay Code Analysis.

Ms. Webb said there were four new pay codes added by the County of Ventura since the last periodic review by the Board for inclusion in pensionable compensation. Staff agreed with the County that pay codes NDH and NDS should be included and that pay codes B2P and B3P should be excluded. She noted that the County had categorized the pay codes as such since their inception, so no corrective action was needed.

After discussion by the Board, the following motion was made:

MOTION: Approve and Adopt Staff Recommendations Regarding the Inclusion in or Exclusion from Pensionable Compensation the Specific Pay Codes Provided, Effective on the Initial Dates of Payment by the Employer, Adding Included Codes to Addendums to the Board Resolution Regarding Pensionable Compensation.

Moved by Goulet, seconded by Ashby.

Vote: Motion carried

Yes: Ashby, Goulet, McCombs, Sedell, Wilson

No: -

Absent: Bennett, Bianchi, Hintz, Winter

Abstain: -

B. Trustee Input on Pending VCERA 2019-20 Business Plan.

1. Staff Letter.
2. 2018-19 Business Plan.

Ms. Webb asked the Board to review VCERA's current business plan and provide input, as staff was preparing a new business plan for the 2019-20 fiscal year.

No action was taken by the Board.

C. Periodic Review of Board Policies: Business Planning, Portable Electronic Mobile Devices, and Education and Travel.

1. Business Planning Policy.
RECOMMENDED ACTION: Approve with No Change.
 - a. Staff Letter.
 - b. Current Business Planning Policy.

Ms. Webb said that the Business Planning, Portable Electronic Mobile Devices, and Education and Travel polices were up for review.

After discussion by the Board, the following motion was made:

MOTION: Approve Business Planning Policy with No Changes.

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Moved by Sedell, seconded by Ashby.

Vote: Motion carried

Yes: Ashby, Goulet, McCombs, Sedell, Wilson

No: -

Absent: Bennett, Bianchi, Hintz, Winter

Abstain: -

2. Portable Electronic Mobile Devices Policy.

RECOMMENDED ACTION: Approve.

a. Staff Letter.

b. Proposed Portable Electronic Mobile Devices Policy (Redline).

c. Proposed Portable Electronic Mobile Devices Policy (Clean).

Ms. Webb said she believed revisions to the renamed Mobile Device Policy would enhance the security of VCERA's devices and data.

Trustee Goulet offered a couple of typo corrections to the policy: "HIPAA" was misspelled on page 1 and "to" was missing on page 3, item 16.

After discussion by the Board, the following motion was made:

MOTION: Approve Mobile Device Policy with Corrections.

Moved by Ashby, seconded by Sedell.

Vote: Motion carried

Yes: Ashby, Goulet, McCombs, Sedell, Wilson

No: -

Absent: Bennett, Bianchi, Hintz, Winter

Abstain: -

3. Education and Travel Policy.

RECOMMENDED ACTION: Review and Provide Direction.

a. Staff Letter.

b. Current Educational and Travel Policy.

Ms. Webb said that staff had identified issues in the policy which needed potential clarification from the Board before proceeding. She asked that the Board either provide policy direction to staff or designate trustees to work with staff to develop recommendations.

Chair Wilson asked how VCERA's policy differed from the County's policy.

Ms. Webb replied that a significant difference related to VCERA's due diligence requirement. The goal would be to improve transparency without creating an undue burden for the traveler.

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Trustees Sedell and Ashby offered to work with staff to help resolve the policy issues.

No action was taken by the Board.

- D. Report on Due Diligence Visit to State Street Bank, Submitted by C.I.O., Dan Gallagher, and C.F.O., Henry Solis.

RECOMMENDED ACTION: Receive and File.

After discussion by the Board, the following motion was made:

MOTION: Receive and File.

Moved by Sedell, seconded by Ashby.

Vote: Motion carried

Yes: Ashby, Goulet, McCombs, Sedell, Wilson

No: -

Absent: Bennett, Bianchi, Hintz, Winter

Abstain: -

VIII. INFORMATIONAL

- A. Budget Update for Fiscal Year 2018-19 for Investment Legal Costs.

1. Staff Letter by C.I.O., Dan Gallagher.

Ms. Webb said that since VCERA had expanded its private equity portfolio, there were significantly higher legal costs than initially estimated, resulting in a mid-year budget adjustment approved by the Board. Upon realizing that VCERA would exceed that adjusted budget limit, she asked the C.I.O. to draft a memorandum explaining the circumstances to the Board.

Trustee Goulet appreciated the advance notice but added that no action may be necessary other than approving the final budget.

IX. PUBLIC COMMENT

Mr. Tracy Towner read the following statement and requested that it be included in the record:

Good morning fellow board members and members of the public. First and foremost, I can't express enough my sincere and deep appreciation for the Board's and staff's patience as you have allowed me to utilize and enforce my Due Process rights to clear my name and for your unwavering belief in my honesty and integrity. After I was given notice that The District Attorney's Office intended to fire me, I took a polygraph test to prove to them I told the truth. I obtained a great result and then that fact was promptly ignored by my employer. As if being fired was not humiliating enough, then the District Attorney's office publicly disclosed portions of my confidential peace officer personnel documents with accusations that were false. Those allegations were NOT sustained by a panel of independent individuals, appointed by members of the Board of Supervisors, who heard the evidence. While it has taken 14 months to get here, please know that with the exception of one day, when my attorney had a family emergency on the eve of one of my hearing dates, the DA and the County is responsible for this 14 month's process. As I sit here this morning, it appears the delays by the DA and the County may

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continue. Last Thursday, my lawyer was informed that the Civil Service Commission had voted to reinstate me with back pay and benefits and that they did not sustain one of the allegations against me. Therefore, last Friday, at 7:58 in the morning, which is when the DA Lobby door was open to the public, I reported for duty. After sitting in the DA Office lobby for almost 2 hours, my lawyer was told to contact the DA's outside counsel, who later said he would get back to us after they receive and review the Commission's written decision and they decide what they are going to do with me. The District Attorney's decision on Friday to not let me in the door, may or may not create an issue for this Board. I want to be allowed to sit on this board now, because my constituents elected me to sit on this Board. Today, I am speaking as a member of the public because the DA refused to accept me back into the office on Friday despite the decision of the Commission. I seek to fulfill my fiduciary duty to the active and retired employees of Ventura County and to the Taxpayers of Ventura County. I would like to tell you that I expect to be back on this Board tomorrow. Please know that we are trying to make that happen. However, given the history of public funded litigation I have seen over the last 10 years, there may be an appeal of the Civil Service Commission's decision. We will have to wait and see. You might find it unimaginable that after 20 years as an honest and loyal employee of the county who has followed the county's rules, procedures and relevant state laws, the DA and County might appeal their own rules, their own process or their OWN commission. Given what they have put me through thus far, all is imaginable to me now. I am here because I wanted to publicly Thank you for your support thus far. Thank you for your support as I continue to try to move the process forward as fast as I can and as I continue my efforts to repair the damage the false allegations have done to me and this Board. Please know that your trust in me and patience with the process is warranted as I have done nothing wrong. Thank you for your patience thus far and in the future as I seek justice not only for me but for others that can so easily and falsely be accused of wrong doing.

X. STAFF COMMENT

Ms. Webb said that due to Trustee Shapiro's resignation from the Board, effective July 1, staff would begin the election process to fill the resulting vacancy. She reminded the Board that it would not meet in August and that its off-site retreat would be held in September. Ms. Webb said that she and the Communications Officer had produced an orientation video for new trustees. Ms. Webb commented that the response of Diligent was positive following a technical issue discovered in its software. She also noted that building requirements of the City of Ventura could potentially delay the renovation project.

XI. BOARD MEMBER COMMENT

Chair Wilson asked how to obtain ethics training, and Ms. Webb replied that the required trustee trainings were available online and that staff would email to the Board links to the training courses.

XII. ADJOURNMENT

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The meeting was adjourned at 9:42 a.m.

Respectfully submitted,



LINDA WEBB, Retirement Administrator

Approved,

WILLIAM W. WILSON, Chairman

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

JUNE 2019

FIRST NAME	LAST NAME	G/S	DATE OF MEMBERSHIP	BENEFIT SERVICE*	DEPARTMENT	EFFECTIVE DATE
REGULAR RETIREMENTS:						
Kathy	Aftergood	G	05/23/1993	6.59	Health Care Agency (deferred)	05/23/2019
Silvana	Boggio	G	08/24/2008	10.40	Health Care Agency	04/30/2019
Ronald	Bresnik	G	12/13/1998	20.56	Assessor	05/18/2019
Beverly	Conner	G	09/10/2001	17.43	Health Care Agency	06/15/2019
Christine	Cote	G	03/06/1988	32.45	Air Pollution Control District	05/31/2019
Ruth	Friedman	G	06/09/1991	11.30	Health Care Agency (deferred)	06/05/2019
Barbara	Hill-Mayo	G	07/27/1999	17.98	Health Care Agency	06/15/2019
Mark	Komins	G	05/10/2002	17.08	Fire Protection District	06/01/2019
Donna	La Cagnina	G	04/07/1996	23.16	Human Services Agency	05/31/2019
Joanna	Lujan	G	04/27/2008	17.62	Resource Management Agency	06/10/2019
Kurt	Marlinghaus	G	01/20/1991	10.68	Health Care Agency (deferred)	06/29/2019
Cathy	McDevitt	G	04/06/2008	11.16	Sheriff's Department	06/01/2019
Bernadette	McDowell	G	02/18/1990	32.37	Library Services	05/19/2019
Edward	Molina	G	10/20/1985	41.51	Sheriff's Department	06/01/2019
Rosa	Novak	G	09/24/2001	15.46	Health Care Agency	05/11/2019
Marianne	O'Donnell	G	04/19/1998	20.88	Sheriff's Department	06/01/2019
Michal	Orenstein-Orpaz	G	09/05/2010	0.58	Human Services Agency (deferred)	05/15/2019
Jeanne	Pickett	G	07/29/2007	10.68	Superior Court	05/18/2019
Monica	Ramirez	G	10/26/1980	34.11	Health Care Agency	05/29/2019
Linda	Thompson	G	05/02/1999	5.95	Fire Protection District (deferred)	05/23/2019
Daniel	Tokeshi	G	05/17/2009	10.03	Health Care Agency	05/21/2019

DEFERRED RETIREMENTS:

June O.	Chung	G	01/06/2013	6.41	Health Care Agency	06/01/2019
Cecilia	Cuellar	G	04/15/2001	18.10	Superior Court	06/29/2019
Corina	Guzman	G	07/07/2013	5.90 *	Auditor-Controller	06/08/2019
Tamara A.	Nerdrum	G	05/13/2012	11.98	Health Care Agency	05/29/2019
Aaron M.	Williams	G	05/27/2014	6.27	Resource Management Agency	05/11/2019
Dimitri F.	Xavier	G	05/16/2010	9.07	Human Services Agency	06/04/2019
Rachel R.	Yazujian	G	09/04/2012	6.73	Health Care Agency	06/01/2019
Elia P.	Zendejas	G	12/02/2007	11.51	Health Care Agency	06/01/2019

SURVIVORS' CONTINUANCES:

Anna	Borrego
Rose	Genhart
Glenna	Graves
Janet	Hale
Barbara	Vestal
Edith	Watts

* = Excludes reciprocal service or service from any previous retirements

** = Member establishing reciprocity

Business Meeting Agenda - IV. CONSENT AGENDA

Date: Wednesday, July 10, 2019
 Time: 02:56PM
 User: 101602

Ventura County Retirement Assn

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 Report: 03630.rpt
 Company: VCERA

Check Register - Standard

Periods: 12-19 Through 13-19 As of: 7/10/2019

Check Nbr	Check Type	Check Date	Vendor ID Vendor Name	Period To Post	Period Closed	Ref Nbr	Doc Type	Invoice Number	Invoice Date	Discount Taken	Amount Paid
Company:			VCERA								
Acct / Sub:	10300		000000								
028105	VC	6/13/2019	MFDAILYCOR M.F. DAILY CORPORATION	12-19	12-19	000936	VO	ADMIN EXP	5/24/2019	0.00	-18,867.91
Check Total											-18,867.91
028106	CK	6/6/2019	ADP ADP, LLC	12-19		000937	VO	ADMIN EXP	6/6/2019	0.00	3,040.43
028107	CK	6/6/2019	CDWGOVERN CDW GOVERNMENT	12-19		000938	VO	IT	6/6/2019	0.00	268.43
028108	CK	6/6/2019	CUSTOMPRIN CUSTOM PRINTING	12-19		000939	VO	ADMIN EXP	6/6/2019	0.00	1,706.76
028109	CK	6/6/2019	DIGITALDEP DIGITAL DEPLOYMENT	12-19		000940	VO	IT	6/6/2019	0.00	650.00
028110	CK	6/6/2019	MEGAPATH FUSION CLOUD COMPANY, LLC	12-19		000941	VO	IT	6/6/2019	0.00	595.57
028111	CK	6/6/2019	NOSSAMAN NOSSAMAN LLP	12-19		000942	VO	LEGAL FEES	6/6/2019	0.00	7,582.00
028112	CK	6/6/2019	SEDELLMIKE MICHAEL SEDELL	12-19		000943	VO	TRVL/MILG REIMB	6/6/2019	0.00	1,027.57
028113	CK	6/6/2019	SOLISHENRY HENRY SOLIS	12-19		000948	VO	REIMBURSEMENT	6/6/2019	0.00	165.00
028113	CK	6/6/2019	SOLISHENRY HENRY SOLIS	12-19		000949	VO	TRAVEL REIMB	6/6/2019	0.00	1,924.58
Check Total											2,089.58
028114	CK	6/6/2019	SPRUCEGROV SPRUCEGROVE INVESTMENT M	12-19		000945	VO	INVESTMENT FEES	6/6/2019	0.00	67,071.77
028115	CK	6/6/2019	VSGHOSTING VSG HOSTING, INC.	12-19		000946	VO	IT	6/6/2019	0.00	64,948.20
028116	CK	6/6/2019	WESTCOASTA WEST COAST AIR CONDITIONIN	12-19		000947	VO	IT	6/6/2019	0.00	872.20

Business Meeting Agenda - IV. CONSENT AGENDA

Date: Wednesday, July 10, 2019
 Time: 02:56PM
 User: 101602

Ventura County Retirement Assn

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 Report: 03630.rpt
 Company: VCERA

Check Register - Standard

Periods: 12-19 Through 13-19 As of: 7/10/2019

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
028117	CK	6/13/2019	ABUCOURTRE VERITEXT	12-19	000951	VO	ADMIN EXP	6/13/2019	0.00	315.00
028118	CK	6/13/2019	BANKOFAMER BUSINESS CARD	12-19	000952	VO	ADMIN/IT	6/13/2019	0.00	5,735.96
028119	CK	6/13/2019	BRENTWOODI BRENTWOOD IT	12-19	000953	VO	IT	6/13/2019	0.00	6,475.00
028120	CK	6/13/2019	BROWARMST BROWN ARMSTRONG	12-19	000954	VO	ADMIN EXP	6/13/2019	0.00	2,534.35
028121	CK	6/13/2019	DELLMARKET DELL MARKETING L.P.	12-19	000955	VO	IT	6/13/2019	0.00	11,367.28
028122	CK	6/13/2019	EXECUTIVED EXECUTIVE DATA SYSTEMS, INC	12-19	000956	VO	IT	6/13/2019	0.00	585.00
028123	CK	6/13/2019	FEDEX FEDEX	12-19	000957	VO	ADMIN EXP	6/13/2019	0.00	19.10
028124	CK	6/13/2019	HARRISWATE HARRIS WATER CONDITIONING	12-19	000958	VO	ADMIN EXP	6/13/2019	0.00	144.50
028125	CK	6/13/2019	MFDAILYCOR M.F. DAILY CORPORATION	12-19	000936	VO	ADMIN EXP	5/24/2019	0.00	18,867.91
028125	CK	6/13/2019	MFDAILYCOR M.F. DAILY CORPORATION	12-19	000950	AD	VOID	6/13/2019	0.00	-18,867.91
028125	CK	6/13/2019	MFDAILYCOR M.F. DAILY CORPORATION	12-19	000959	VO	ADMIN EXP	6/13/2019	0.00	17,974.92
028126	CK	6/13/2019	PINEDAJACQ JACQUELINE PINEDA	12-19	000960	VO	MILG/TRVL REIMB	6/13/2019	0.00	40.63
028127	CK	6/13/2019	SHREDITUSA SHRED-IT USA	12-19	000961	VO	ADMIN EXP	6/13/2019	0.00	356.40
028128	CK	6/19/2019	ACCESSINFO ACCESS INFORMATION PROTEC	12-19	000963	VO	ADMIN EXP	6/19/2019	0.00	391.36
Check Total										17,974.92

Business Meeting Agenda - IV. CONSENT AGENDA

Date: Wednesday, July 10, 2019
 Time: 02:56PM
 User: 101602

Ventura County Retirement Assn

Page: 3 of 5
 Report: 03630.rpt
 Company: VCERA

Check Register - Standard

Periods: 12-19 Through 13-19 As of: 7/10/2019

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
028129	CK	6/19/2019	ATMOBILIT AT&T MOBILITY	12-19	000962	VO	IT	6/19/2019	0.00	523.17
028130	CK	6/19/2019	BIANCHIROB ROBERT BIANCHI	12-19	000964	VO	MILEAGE REIMB	6/19/2019	0.00	62.64
028131	CK	6/19/2019	GALLAGHERD DAN GALLAGHER	12-19	000965	VO	TRAVEL REIMB	6/19/2019	0.00	1,635.51
028132	CK	6/19/2019	GOULETARTH ARTHUR E. GOULET	12-19	000966	VO	MILEAGE REIMB	6/19/2019	0.00	59.16
028133	CK	6/19/2019	LINEASOLUT LINEA SOLUTIONS	12-19	000967	VO	ADMIN EXP	6/19/2019	0.00	9,463.13
028134	CK	6/19/2019	NEMIROFFLO LORI NEMIROFF	12-19	000968	VO	TRAVEL REIMB	6/19/2019	0.00	1,429.23
028135	CK	6/19/2019	NUNNASHALI SHALINI NUNNA	12-19	000969	VO	TRAVEL REIMB	6/19/2019	0.00	570.56
028136	CK	6/19/2019	THOMSONREU THOMSON REUTERS- WEST	12-19	000970	VO	IT	6/19/2019	0.00	484.05
028137	CK	6/19/2019	VENTURACOU VENTURA COUNTY STAR DIGIT	12-19	000971	VO	ADMIN EXP	6/19/2019	0.00	9.12
028138	CK	6/19/2019	VITECHSYST VITECH SYSTEMS GROUP, INC.	12-19	000972	VO	IT	6/19/2019	0.00	24,468.75
028139	VC	6/26/2019	BLACKROCKI BLACKROCK INSTITUTIONAL TR	12-19	12-19					
028140	VC	6/26/2019	FEDEX FEDEX	12-19	12-19					
028141	VC	6/26/2019	MEGAPATH FUSION CLOUD COMPANY, LLC	12-19	12-19					
028142	VC	6/26/2019	MFDAILYCOR M.F. DAILY CORPORATION	12-19	12-19					

Business Meeting Agenda - IV. CONSENT AGENDA

Date: Wednesday, July 10, 2019
 Time: 02:56PM
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Ventura County Retirement Assn

Check Register - Standard

Periods: 12-19 Through 13-19 As of: 7/10/2019

Page: 4 of 5
 Report: 03630.rpt
 Company: VCERA

Check Nbr	Check Type	Check Date	Vendor ID Vendor Name	Period To Post	Ref Closed	Doc Nbr	Invoice Type	Invoice Number	Invoice Date	Discount Taken	Amount Paid
028143	VC	6/26/2019	NEPC NEPC, LLC	12-19	12-19						
028144	VC	6/26/2019	SBSGROUP VELOSIO	12-19	12-19						
028145	VC	6/26/2019	SEGALCONSU SEGAL CONSULTING	12-19	12-19						
028146	VC	6/26/2019	TIMEWARNER TIME WARNER CABLE	12-19	12-19						
028147	VC	6/26/2019	VENCELJOSI JOSIAH VENCEL	12-19	12-19						
028148	VC	6/26/2019	WEBBLINDA LINDA WEBB	12-19	12-19						
028149	CK	6/26/2019	BLACKROCKI BLACKROCK INSTITUTIONAL TR	12-19		000973	VO	INVESTMENT FEES	6/26/2019	0.00	238,383.28
028150	CK	6/26/2019	FEDEX FEDEX	12-19		000974	VO	ADMIN EXP	6/26/2019	0.00	59.02
028151	CK	6/26/2019	MEGAPATH FUSION CLOUD COMPANY, LLC	12-19		000975	VO	IT	6/26/2019	0.00	595.57
028152	CK	6/26/2019	MFDAILYCOR M.F. DAILY CORPORATION	12-19		000976	VO	ADMIN EXP	6/26/2019	0.00	17,974.92
028153	CK	6/26/2019	NEPC NEPC, LLC	12-19		000977	VO	INVESTMENT FEES	6/26/2019	0.00	77,500.00
028154	CK	6/26/2019	SBSGROUP VELOSIO	12-19		000978	VO	IT	6/26/2019	0.00	306.25
028155	CK	6/26/2019	SEGALCONSU SEGAL CONSULTING	12-19		000979	VO	ACTUARY FEES	6/26/2019	0.00	14,366.00

Business Meeting Agenda - IV. CONSENT AGENDA

Date: Wednesday, July 10, 2019
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Ventura County Retirement Assn

Page: 5 of 5
 Report: 03630.rpt
 Company: VCERA

Check Register - Standard

Periods: 12-19 Through 13-19 As of: 7/10/2019

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
028156	CK	6/26/2019	TIMEWARNER TIME WARNER CABLE	12-19	000980	VO	IT	6/26/2019	0.00	294.99
028157	CK	6/26/2019	VENCELJOSI JOSIAH VENCEL	12-19	000981	VO	MILEAGE REIMB	6/26/2019	0.00	42.92
028158	CK	6/26/2019	WEBBLINDA LINDA WEBB	12-19	000982	VO	TRAVEL REIMB	6/26/2019	0.00	677.78

Check Count: 54

Acct Sub Total: 565,830.15

Check Type	Count	Amount Paid
Regular	43	584,698.06
Hand	0	0.00
Electronic Payment	0	0.00
Void	11	-18,867.91
Stub	0	0.00
Zero	0	0.00
Mask	0	0.00
Total:	54	565,830.15

Company Disc Total 0.00 Company Total 565,830.15

**Ventura County Employees' Retirement Association
Budget Summary Fiscal Year 2018-2019**

**For the Twelve Months Ended June 30, 2019 and Year-To-Date - 100.00% of Fiscal Year Expended
(PRELIMINARY)**

	Adopted 2019 Budget	Adjusted 2019 Budget	June 2019	Expended Fiscal Year to Date	Available Balance	Percent Expended
Salaries and Benefits						
Regular Salary	\$3,215,800.00	\$3,158,800.00	\$372,596.82	\$3,142,260.73	\$16,539.27	99.48%
Extra-Help/Temporary Services	158,500.00	158,500.00	9,463.13	123,690.16	34,809.84	78.04%
Supplemental Payments	63,500.00	63,500.00	7,127.99	56,344.30	7,155.70	88.73%
Vacation Redemption	146,800.00	146,800.00	22,622.79	172,566.53	(25,766.53)	117.55%
Retirement Contributions	546,000.00	535,100.00	68,192.52	543,300.56	(8,200.56)	101.53%
OASDI Contribution	196,700.00	189,900.00	25,154.97	175,017.36	14,882.64	92.16%
FICA-Medicare	55,500.00	55,700.00	5,958.62	48,737.42	6,962.58	87.50%
Medical Insurance	327,600.00	325,400.00	40,680.97	318,264.35	7,135.65	97.81%
Life Insurance	1,100.00	1,100.00	141.03	1,188.76	(88.76)	108.07%
Unemployment Insurance	2,300.00	2,300.00	264.19	2,212.35	87.65	96.19%
Mgmt Disability Insurance	23,500.00	23,500.00	2,403.18	20,304.88	3,195.12	86.40%
Workers Compensation Insurance	23,600.00	23,600.00	2,936.42	23,733.02	(133.02)	100.56%
401K Plan Contribution	81,700.00	81,700.00	8,839.54	75,655.71	6,044.29	92.60%
Total Salaries & Benefits	\$4,842,600.00	\$4,765,900.00	\$566,382.17	\$4,703,276.13	\$62,623.87	98.69%
Services & Supplies						
Board Member Stipend	\$13,200.00	\$13,200.00	\$800.00	\$10,600.00	\$2,600.00	80.30%
Other Professional Services	173,800.00	205,900.00	10,186.83	168,019.78	37,880.22	81.60%
Auditing	51,400.00	51,400.00	1,301.85	51,336.75	63.25	99.88%
Hearing Officers	50,000.00	29,600.00	0.00	12,372.50	17,227.50	41.80%
Legal	275,000.00	322,000.00	7,582.00	259,963.20	62,036.80	80.73%
Election Services	12,000.00	5,000.00	0.00	0.00	5,000.00	0.00%
Actuary-Valuation	61,000.00	61,000.00	0.00	61,000.00	0.00	100.00%
Actuary-GASB 67	13,000.00	13,000.00	(4,750.00)	8,250.00	4,750.00	63.46%
Actuary-415 Calculation	0.00	105,000.00	4,430.00	22,116.00	82,884.00	21.06%
Actuary-Misc Hrlly Consult	16,000.00	16,000.00	9,936.00	16,698.00	(698.00)	104.36%
Printing	33,000.00	33,000.00	6,899.48	39,990.44	(6,990.44)	121.18%
Postage	70,000.00	70,000.00	8,875.61	80,721.97	(10,721.97)	115.32%
Copy Machine	3,000.00	3,000.00	0.00	1,692.78	1,307.22	56.43%
General Liability	15,100.00	15,100.00	0.00	15,085.00	15.00	99.90%
Fiduciary Liability	86,000.00	83,700.00	0.00	83,609.01	90.99	99.89%
Cost Allocation Charges	30,200.00	30,200.00	0.00	30,128.00	72.00	99.76%
Education Allowance	4,000.00	4,000.00	0.00	4,000.00	0.00	100.00%
Training/Travel-Staff	76,100.00	51,600.00	3,476.35	38,403.88	13,196.12	74.43%
Training/Travel-Trustee	53,500.00	29,000.00	4,297.37	14,407.95	14,592.05	49.68%
Travel-Due Diligence-Staff	7,800.00	7,800.00	3,406.51	7,261.53	538.47	93.10%
Travel-Due Diligence-Trustee	13,400.00	13,400.00	0.00	4,977.65	8,422.35	37.15%
Mileage-Staff	4,800.00	4,800.00	320.56	2,125.32	2,674.68	44.28%
Mileage -Trustee	5,000.00	3,500.00	749.55	2,376.29	1,123.71	67.89%
Mileage-Due Diligence-Staff	1,000.00	1,000.00	153.58	367.33	632.67	36.73%
Mileage-Due Diligence-Trustee	1,000.00	1,000.00	0.00	96.61	903.39	9.66%
Auto Allowance	6,900.00	6,900.00	575.00	6,900.00	0.00	100.00%
Facilities-Security	2,700.00	2,700.00	274.56	3,076.76	(376.76)	113.95%
Facilities-Maint & Repairs	2,300.00	1,300.00	872.20	1,097.20	202.80	84.40%
Equipment-Maint & Repairs	2,000.00	1,000.00	0.00	0.00	1,000.00	0.00%
General Office Expense	10,400.00	6,400.00	161.20	3,958.10	2,441.90	61.85%
Books & Publications	2,500.00	2,500.00	9.12	1,056.37	1,443.63	42.25%
Office Supplies	18,000.00	14,000.00	80.18	10,991.04	3,008.96	78.51%
Memberships & Dues	13,500.00	13,500.00	293.22	13,881.22	(381.22)	102.82%
Bank Service Charges	1,500.00	1,500.00	38.95	976.59	523.41	65.11%
Offsite Storage	4,800.00	4,800.00	391.36	6,346.06	(1,546.06)	132.21%
Rents/Leases-Structures	217,600.00	217,600.00	17,081.93	215,821.58	1,778.42	99.18%
Non-Capital Equipment	23,900.00	0.00	0.00	160.41	(160.41)	0.00%
Non-Capital Furniture	15,000.00	5,100.00	0.00	1,889.75	3,210.25	37.05%
Depreciation /Amortization	1,460,600.00	1,460,600.00	121,716.16	1,460,593.92	6.08	100.00%
Total Services & Supplies	\$2,851,000.00	\$2,911,100.00	\$199,159.57	\$2,662,348.99	\$248,751.01	91.46%
Total Sal, Ben, Serv & Supp	\$7,693,600.00	\$7,677,000.00	\$765,541.74	\$7,365,625.12	\$311,374.88	95.94%

Ventura County Employees' Retirement Association
Budget Summary Fiscal Year 2018-2019

For the Twelve Months Ended June 30, 2019 and Year-To-Date - 100.00% of Fiscal Year Expended
(PRELIMINARY)

	<i>Adopted 2019 Budget</i>	<i>Adjusted 2019 Budget</i>	<i>June 2019</i>	<i>Expended Fiscal Year to Date</i>	<i>Available Balance</i>	<i>Percent Expended</i>
Technology						
Technology Hardware	\$67,100.00	\$67,100.00	\$470.63	\$41,393.27	\$25,706.73	61.69%
Technology Hardware Support	0.00	0.00	0.00	3,968.32	(3,968.32)	0.00%
Technology Software	214,600.00	214,600.00	4,641.38	210,893.67	3,706.33	98.27%
Technology Software Support	15,500.00	15,500.00	9,044.28	20,167.65	(4,667.65)	130.11%
Technology Systems Support	266,800.00	266,800.00	65,904.45	264,712.96	2,087.04	99.22%
Technology Infrastruct Support	500.00	500.00	0.00	402.48	97.52	80.50%
Technology Application Support	310,400.00	343,400.00	28,646.85	243,925.95	99,474.05	71.03%
Technology Data Communication	55,700.00	58,900.00	6,793.52	52,756.70	6,143.30	89.57%
Total Technology	\$930,600.00	\$966,800.00	\$115,501.11	\$838,221.00	\$128,579.00	86.70%
Congtingency	\$688,100.00	\$668,500.00	\$0.00	\$0.00	\$668,500.00	0.00%
Total Current Year	\$9,312,300.00	\$9,312,300.00	\$881,042.85	\$8,203,846.12	\$1,108,453.88	88.10%



HEXAVEST

Ventura County Employees' Retirement Association

Annual Review

July 15, 2019

CONTENT

- Corporate update
- Market overview
- Performance
- Market outlook
- Appendix

The information and opinions herein are provided for informational purposes only, are subject to change based on market and other conditions. It should not be relied upon as the basis for your investment decisions. No part of this document may be reproduced in any manner without the prior written permission of Hexavest Inc. MSCI data presented in this report are total return indices with net dividends reinvested. MSCI and S&P data may not be reproduced or used for any other purpose. MSCI and S&P provide no warranties, have not prepared or approved this report, and have no liability hereunder.

Corporate Update

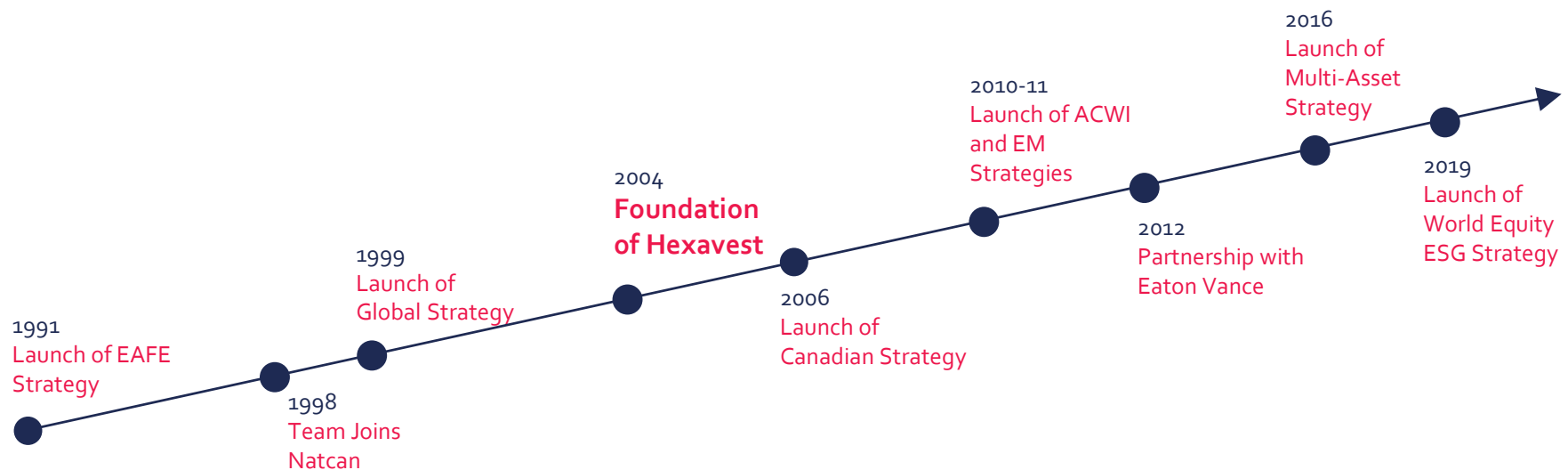
FIRM AND TEAM

Firm

- Montreal-based firm specialising in equity strategies for institutions worldwide
- Founded in 2004, team started in 1991
- 49 employees
- \$13.4 billion of assets under management (154 clients)
- UN PRI signatory since 2012

Investment Approach

- Top-down, team-driven process
- Diversified “core” portfolio with value bias
- Contrarian style
- Strong focus on downside protection
- Diversified sources of alpha
 - Regions, countries, currencies, sectors, industries, stocks
- Clearly defined process applied consistently for almost 30 years



As at June 30, 2019

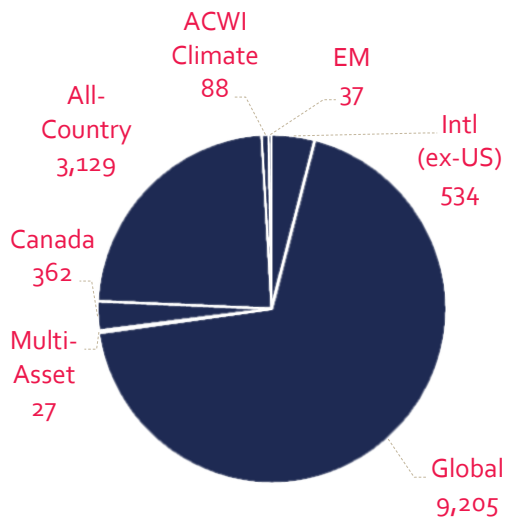
CORPORATE UPDATE

Assets Under Management

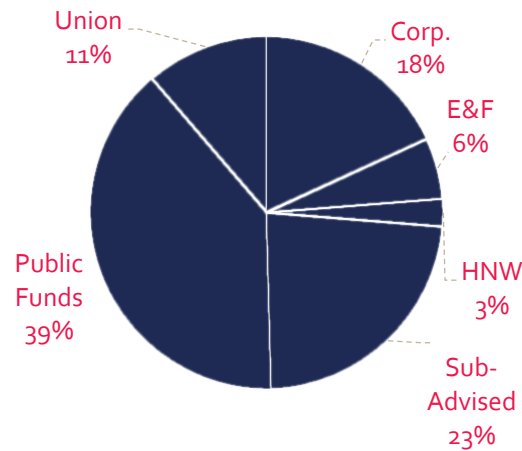
- \$13.4 billion
- 154 clients, some with multiple mandates

New Investment Strategy

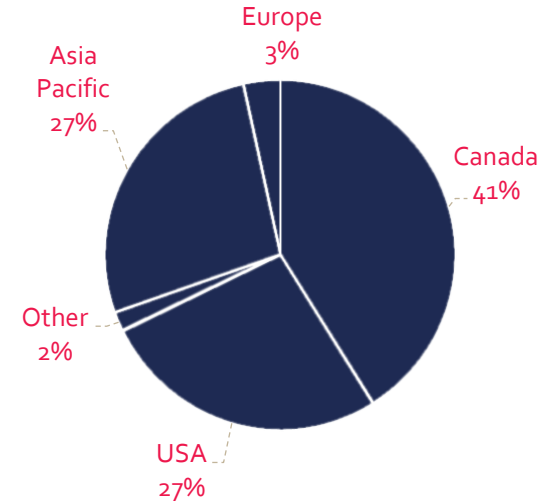
- Launch of the **Hexavest World Equity ESG Fund** which aims to replicate the return profile of Hexavest’s global equity strategy within a universe composed entirely of socially responsible companies, based on a proprietary «best in class» methodology



ASSETS BY MANDATE (US\$ M)



CLIENT TYPE



CLIENT LOCATION

INVESTMENT TEAM AND OTHER INVESTMENT PROFESSIONALS

Strategy Team

Vital Proulx, CFA

Co-Chief Investment Officer
& Chairman of the Board
Industry experience: 30 years
Team member since: 1991

Vincent Delisle, CFA

Co-Chief Investment Officer
Industry experience: 25 years
Team member since: 2018

Emerging Markets

Jean-Pierre Couture, M.Sc.

Chief Economist & Portfolio Manager
Industry experience: 24 years
Team member since: 2010

Jean-Benoit Leblanc, M.Sc., CFA

Senior Portfolio Manager
Industry experience: 20 years
Team member since: 2009

Jean-Christophe Lermusiaux, MBA

Vice President & Portfolio Manager
Industry experience: 20 years
Team member since: 2017

Europe

Christian Crête, CFA

Vice President & Portfolio Manager
Industry experience: 20 years
Team member since: 2012

Marc C. Lavoie, CPA, CA, CFA

President & Portfolio Manager
Industry experience: 19 years
Team member since: 2003

Catherine Bilodeau

Analyst
Industry experience: 2 years
Team member since: 2018

Quantitative Research

Jean-François Bérubé, Ph.D.

Vice President, Quantitative Analysis
& Information Technology
Industry experience: 12 years
Team member since: 2009

Nelson Cabral, M.Sc., CFA

Quantitative Analyst
Industry experience: 8 years
Team member since: 2011

Product Specialists

Robert Brunelle, CFA, ASA

Senior Vice President
Industry experience: 27 years
Team member since: 1998

Mark-Olivier McNulty, CIM®

Managing Director
Industry experience: 18 years
Team member since: 2014

Firass Kansou

Vice President
Industry experience: 12 years
Team member since: 2019

Andrew Bolton, CFA

Vice President
Industry experience: 23 years
Team member since: 2019

Asia Pacific

Etienne Durocher-Dumais, CFA

Portfolio Manager
Industry experience: 11 years
Team member since: 2012

Multi-Region

Julien Tousignant, M.Sc., CFA

Economist
Industry experience: 6 years
Team member since: 2013

North America

Kevin LeBlanc, CFA

Portfolio Manager
Industry experience: 10 years
Team member since: 2015

Mathieu Roy, M.Sc., CFA

Portfolio Manager
Industry experience: 18 years
Team member since: 2017

Strategy Implementation

Denis Rivest, CFA

Chief Strategy Officer
Industry experience: 32 years
Team member since: 1996

Trading

Éric St-Onge

Head Trader
Industry experience: 28 years
Team member since: 2011

Rashmikant Patel

Trader
Industry experience: 17 years
Team member since: 2008

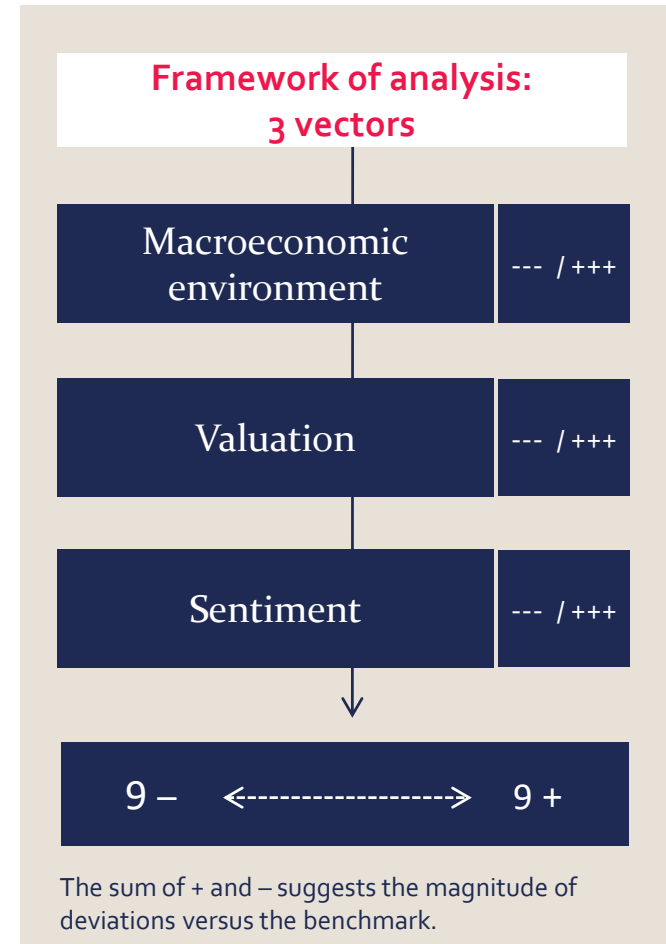
INVESTMENT PROCESS

Responsibilities



INVESTMENT PROCESS

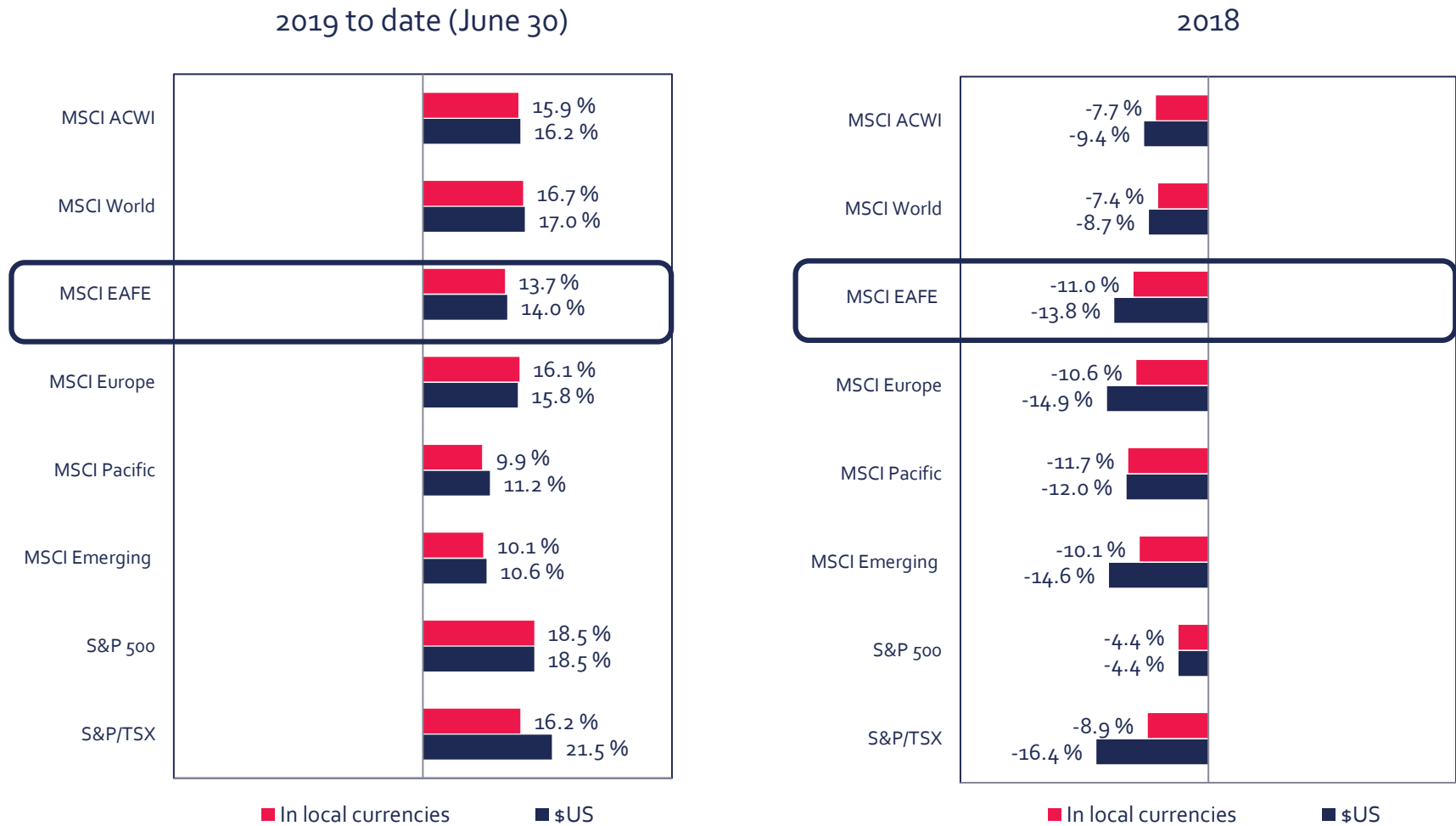
Portfolio Construction



Market Overview

MARKET OVERVIEW

Performance of Main Indices

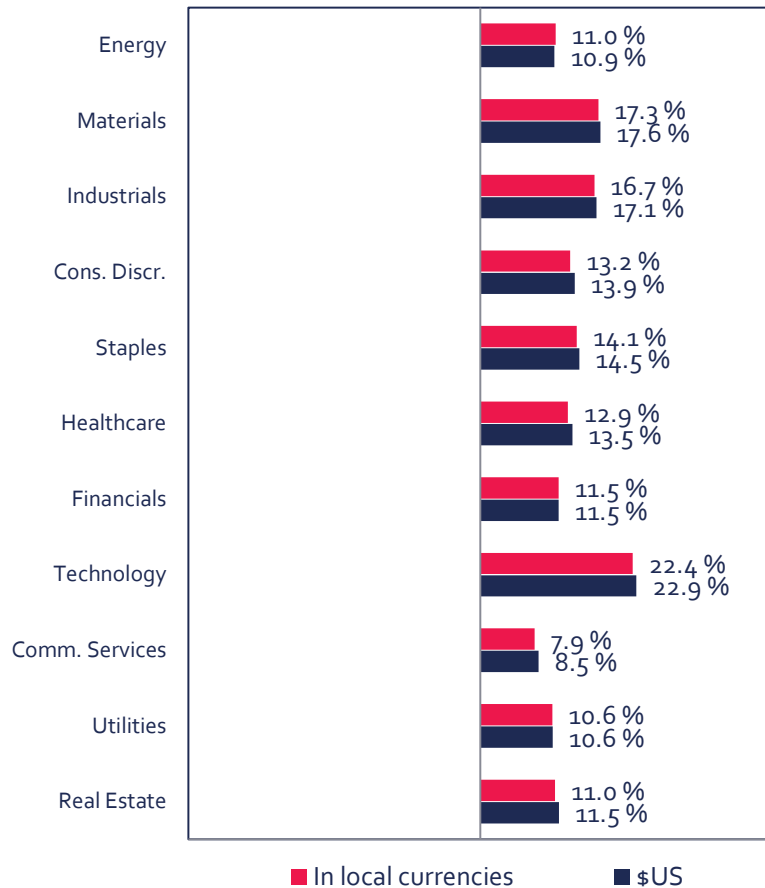


Sources: MSCI and S&P

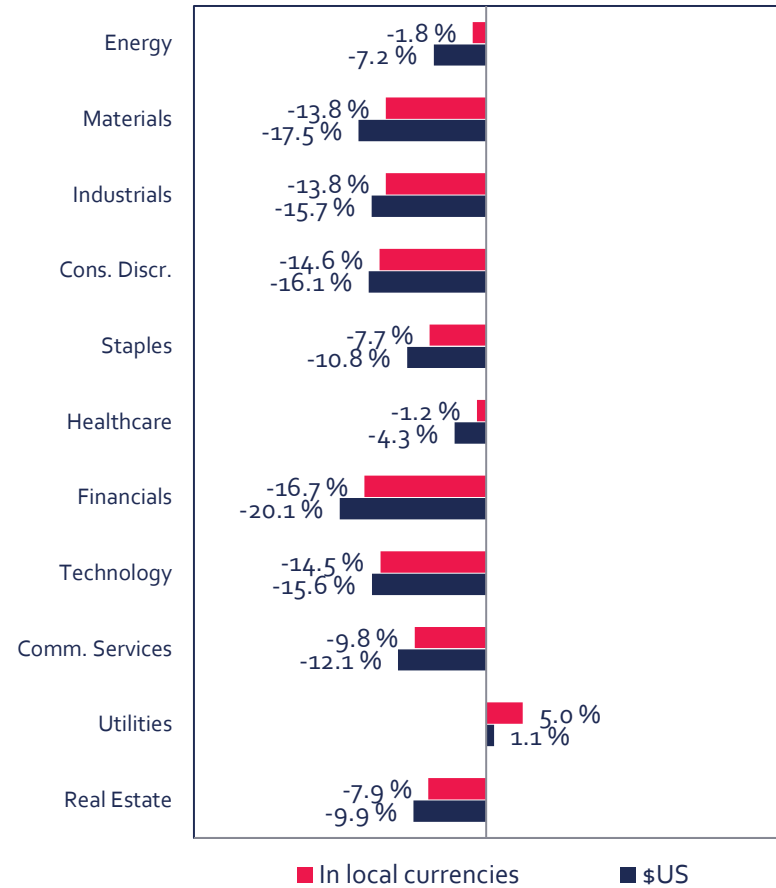
MARKET OVERVIEW

Sector Performance - MSCI EAFE Net

2019 to date (June 30)



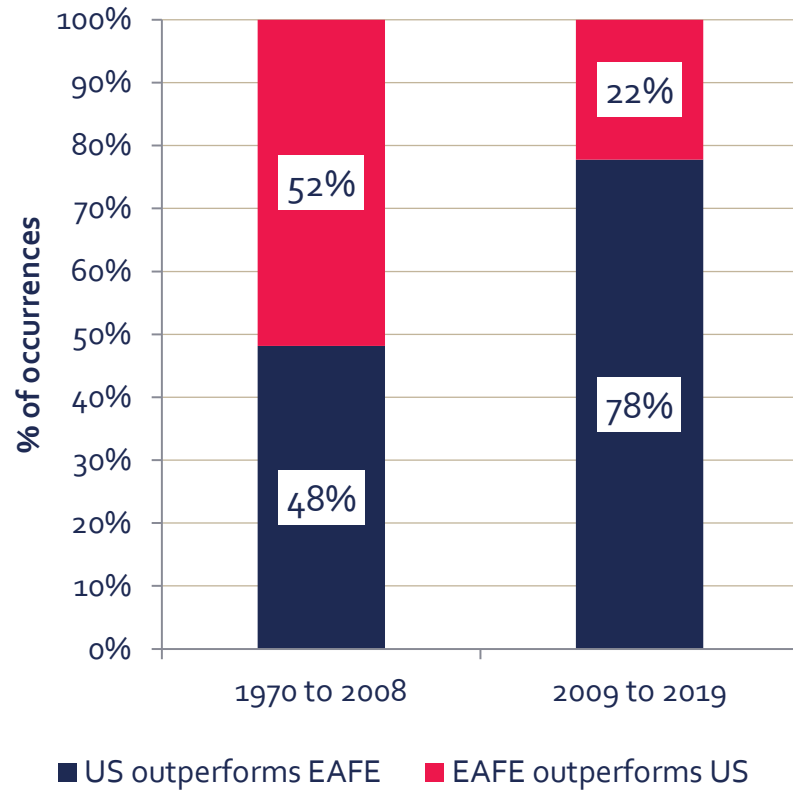
2018



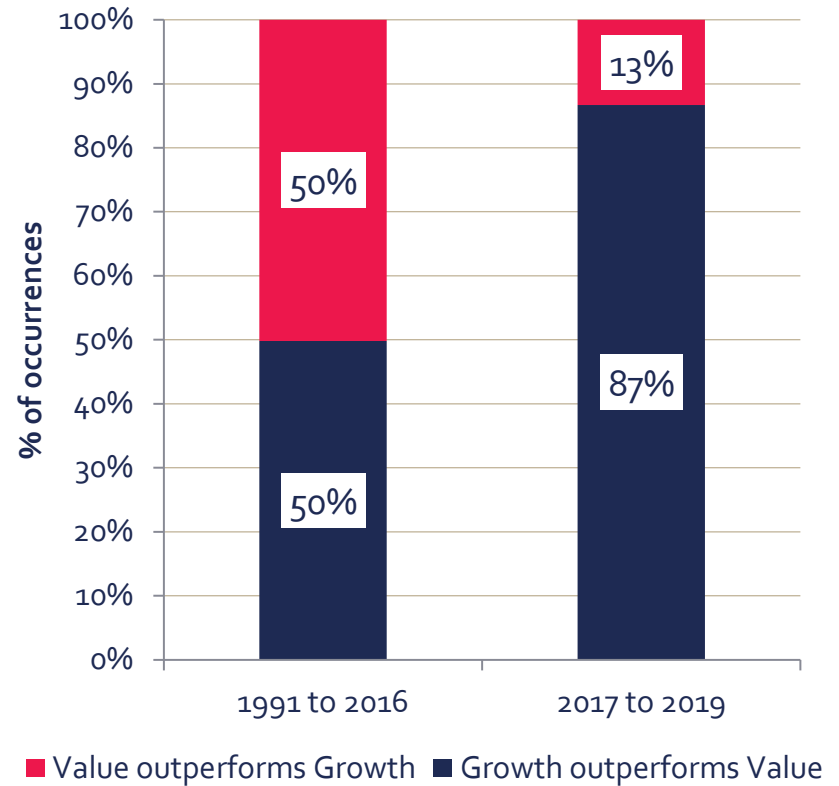
MARKET OVERVIEW

Overdue Reversals

MSCI US vs MSCI EAFE
12-month rolling periods (in USD)



MSCI World Value vs Growth
3-month rolling periods (in USD)



Sources: Hexavest, MSCI, as at June 30, 2019

Performance

PERFORMANCE

Ventura County Employees' Retirement Association

Performance Report as at June 30, 2019

Benchmark: MSCI EAFE Net

Currency: USD

	Net Returns (%)											
	1 month	3 months	6 months	YTD	Annualized							Since inception
					1 year	2 years	3 years	4 years	5 years	10 years		
Portfolio	6.11	1.59	9.87	9.87	1.47	1.51	5.76	3.08	1.57	---	3.95	
Benchmark	5.93	3.68	14.03	14.03	1.08	3.92	9.11	3.93	2.25	---	4.87	
Value added	0.18	-2.09	-4.16	-4.16	0.39	-2.41	-3.35	-0.85	-0.68	---	-0.92	

	Net Returns by Calendar Year (%)									
	2018	2017	2016	2015	2014	2013	2012	2011	2010	2009
Portfolio	-11.26	17.44	3.80	-1.44	-4.31	20.22	13.65	-9.63	0.59	---
Benchmark	-13.79	25.03	1.00	-0.81	-4.90	22.78	17.32	-12.14	1.25	---
Value added	2.53	-7.59	2.80	-0.63	0.59	-2.56	-3.67	2.51	-0.66	---

Evolution of Assets			
Assets as at 2019-05-31	Net Inflow	Gross Return	Assets as at 2019-06-30
87,185,605.62 USD	---	5,361,797.45 USD	92,547,403.07 USD

PERFORMANCE

Ventura County Employees' Retirement Association

Performance Report as at June 30, 2019

Benchmark: MSCI EAFE Net

Currency: USD

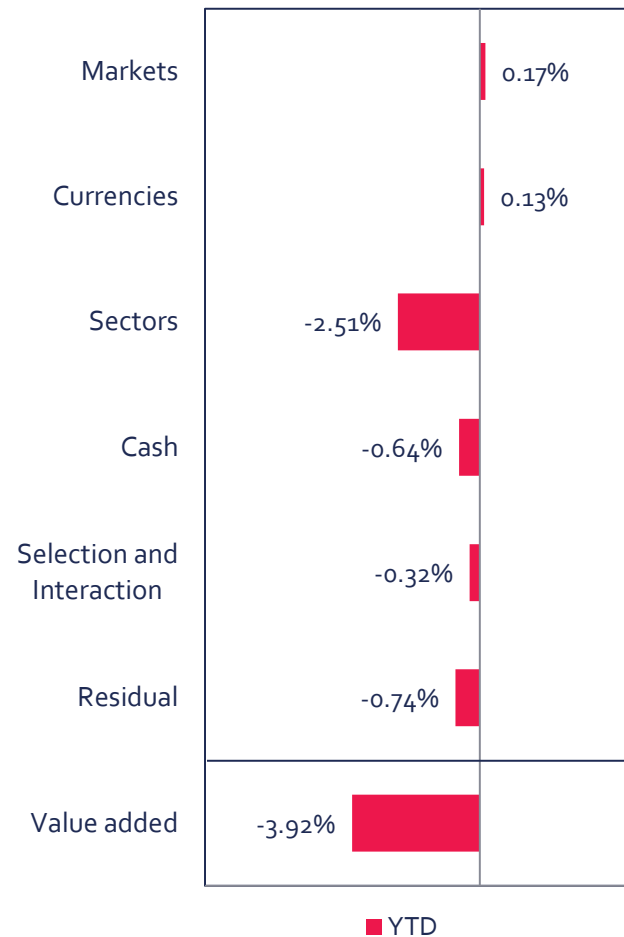
HISTORICAL ROLLING NET RETURNS										
	1 year		3 years		5 years		7 years		10 years	
	Portfolio	Benchmark	Portfolio	Benchmark	Portfolio	Benchmark	Portfolio	Benchmark	Portfolio	Benchmark
2011	-9.63%	-12.14%								
2012	13.65%	17.32%								
2013	20.22%	22.78%	7.81%	8.17%						
2014	-4.31%	-4.90%	9.35%	11.06%						
2015	-1.44%	-0.81%	4.27%	5.01%	3.09%	3.60%				
2016	3.80%	1.00%	-0.71%	-1.60%	5.99%	6.53%				
2017	17.44%	25.03%	6.31%	7.80%	6.69%	7.90%	5.13%	6.04%		
2018	-11.26%	-13.79%	2.66%	2.87%	0.40%	0.53%	4.86%	5.75%		
2019 (June 30)	1.47%	1.08%	5.76%	9.11%	1.57%	2.25%	5.72%	7.31%		

Note: The performance start date is 2010-12-15. Returns are presented net of management, administrative, and transaction fees. Returns for periods greater than 12 months are annualized. Past performance is not necessarily indicative of future performance.

PERFORMANCE ATTRIBUTION

Hexavest EAFE Equity Fund

Performance Attribution



Main Positive Contributors (YTD)

Category	Position	Deviation	Impact
Markets	Asia	Underweight	0.34%
Markets	North America	Overweight	0.19%
Stocks	Newcrest Mining Limited	Overweight	0.17%
Markets	United Kingdom	Underweight	0.14%
Markets	Japan	Underweight	0.12%

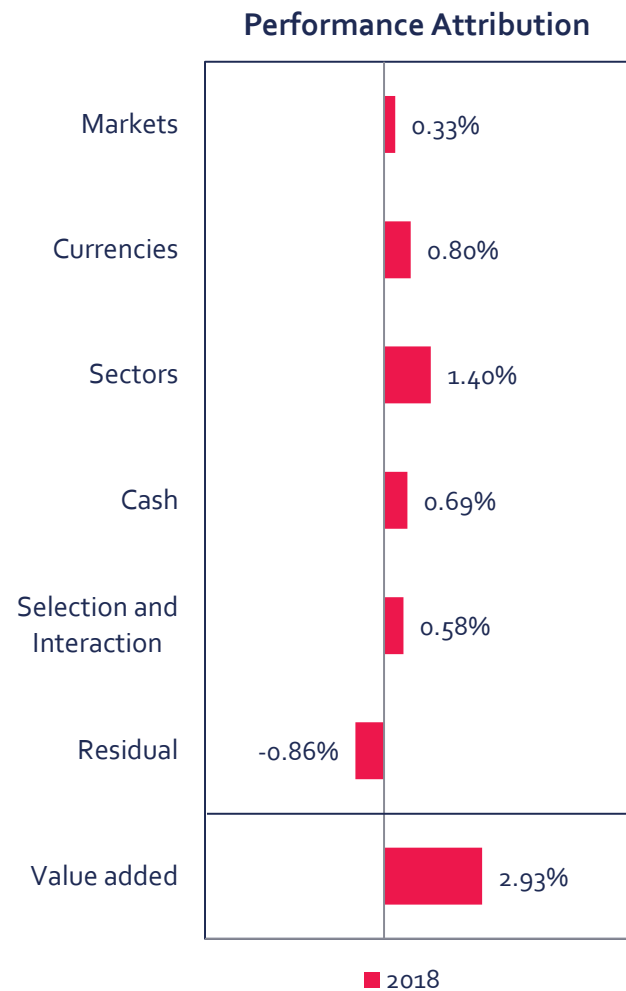
Main Negative Contributors (YTD)

Category	Position	Deviation	Impact
Cash	Cash	Overweight	-0.64%
Sectors	Industrials	Underweight	-0.50%
Sectors	Information Technology	Underweight	-0.50%
Sectors	Communication Services	Overweight	-0.43%
Sectors	Energy	Variable	-0.32%

Attribution of gross value added in USD as at June 30, 2019. Benchmark is MSCI EAFE Net. The attribution calculated for stock selection includes the impact of stock selection, industry level decisions, and the interaction between stock selection and sector allocation. Past performance is not necessarily indicative of future performance.

PERFORMANCE ATTRIBUTION

Hexavest EAFE Equity Fund



Main Positive Contributors (2018)

Category	Position	Deviation	Impact
Cash	Cash	Overweight	0.69%
Sectors	Health Care	Overweight	0.59%
Sectors	Materials	Variable	0.43%
Currencies	US Dollar	Overweight	0.38%
Sectors	Consumer Discretionary	Underweight	0.36%

Main Negative Contributors (2018)

Category	Position	Deviation	Impact
Sectors	Financials	Variable	-0.49%
Stocks	Royal Mail	Overweight	-0.20%
Stocks	Mitsubishi Ufj Financial Gro	Overweight	-0.16%
Markets	Hong Kong	Underweight	-0.15%
Markets	France	Variable	-0.13%

Attribution of gross value added in USD as at December 31, 2018. Benchmark is MSCI EAFE Net. The attribution calculated for stock selection includes the impact of stock selection, industry level decisions, and the interaction between stock selection and sector allocation. Past performance is not necessarily indicative of future performance.

Market Outlook

MARKET OUTLOOK

Summary

GLOBAL OUTLOOK	Macroeconomic environment	Valuation	Sentiment
	↓	↑	↑
June 30, 2018	N	---	---
June 30, 2019	--	-	N

REGIONAL OUTLOOK (on a relative basis)	Macroeconomic environment	Valuation	Sentiment	Regional rating
North America	--	---	---	-----
Europe	N	N	+	+
Asia Pacific	+	++	+	++++
Emerging Markets	+	+	+	+++

Source: Hexavest as of 06/30/2019. The first table presents a summary of Hexavest's subjective assessment of the macroeconomic environment, market valuation, and investor sentiment as it relates to equity markets in general as of the dates indicated (ratings can range from triple negative to triple positive). The second table presents the ratings for each region on a relative basis.

MACROECONOMIC ENVIRONMENT

Equity markets rebounded sharply while fundamentals continued to deteriorate

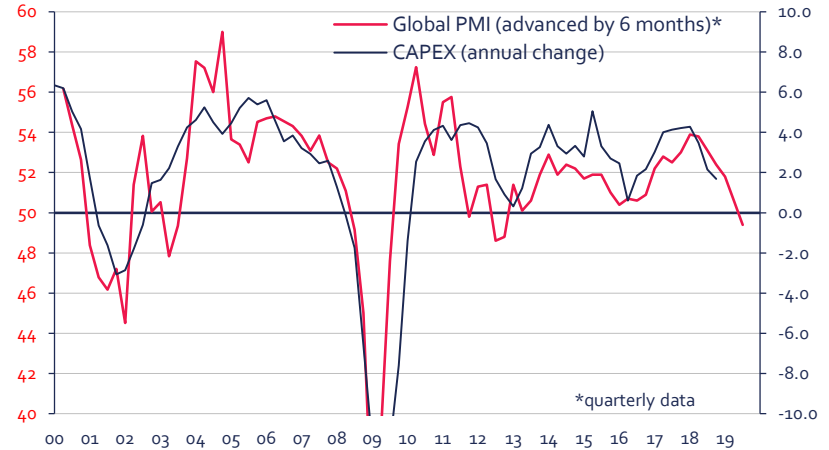
The uncertainty surrounding international trade and the slowing of global growth have weakened the business climate significantly: for the first time since 2012, the global PMI survey fell below 50, indicating a contraction.

Economic growth appears to be stabilizing in Europe and Asia, but at an anemic pace. Emerging Asia seems to be the only region where a recovery is possible in the short term thanks to Chinese government support. In the United States, several leading economic indicators are pointing to a slowdown and the yield curve has inverted for the first time since 2007.

Given the accumulation of negative signals in the United States, we have left our outlook for the macroeconomic environment at a double negative (--).

Global Business Climate and Investment

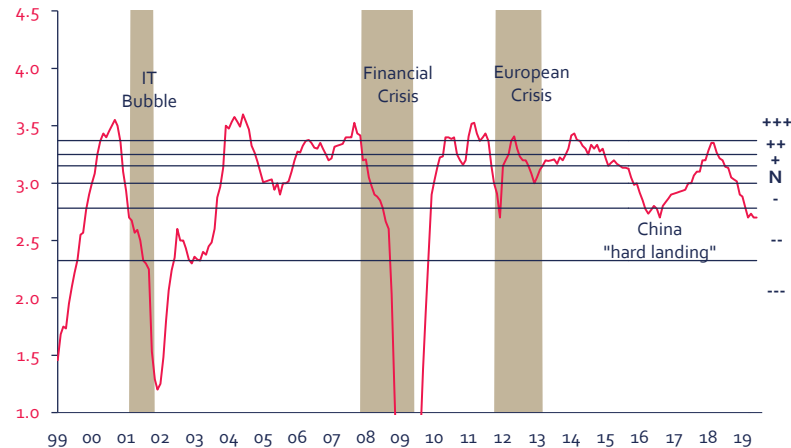
Global PMI vs. corporate CAPEX, OECD



Sources : Hexavest, Datastream

World Forecasted GDP Growth vs. 20-year Norm

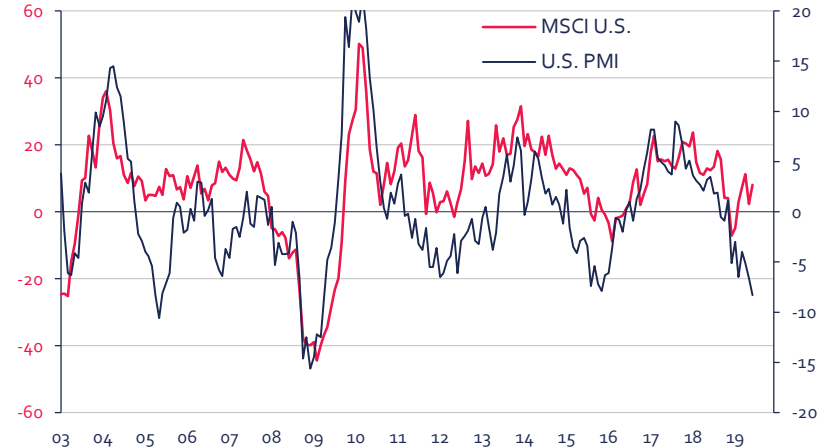
12-month expected growth, Consensus Economics



Sources: Hexavest, Consensus Economics, Datastream

Equity Market vs. Business Climate, United States

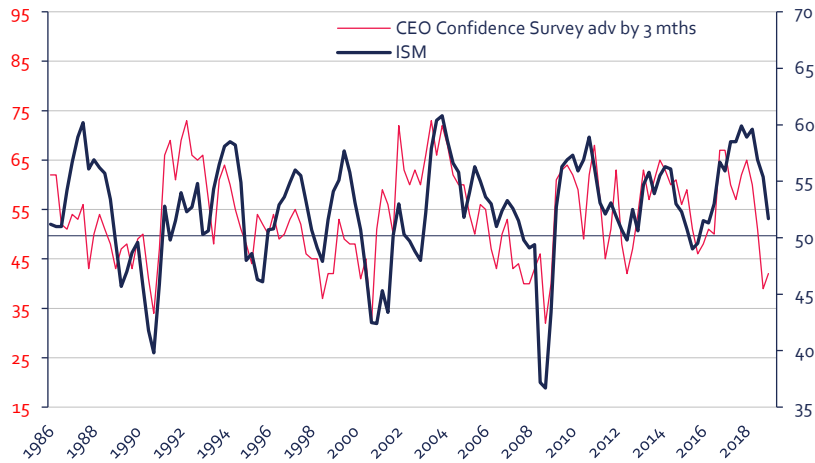
MSCI U.S. vs. manufacturing PMI, annual change



Sources: Hexavest, Datastream

MACROECONOMIC ENVIRONMENT

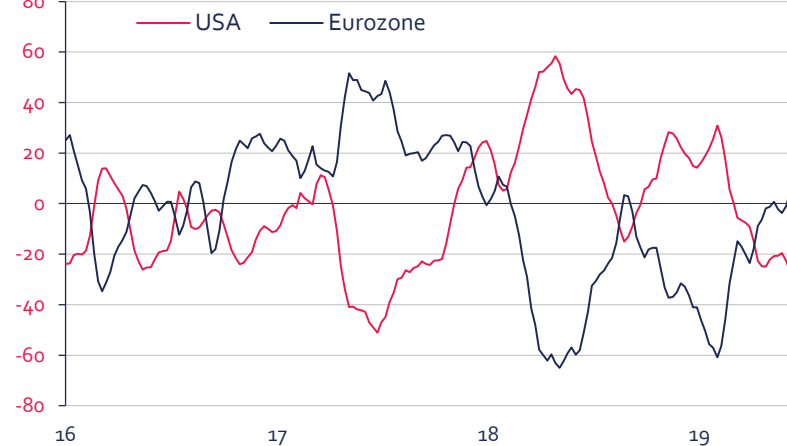
US Business Climate



Sources : Hexavest, Conference Board, Datastream

Citigroup Economic Surprise Index (ESI)

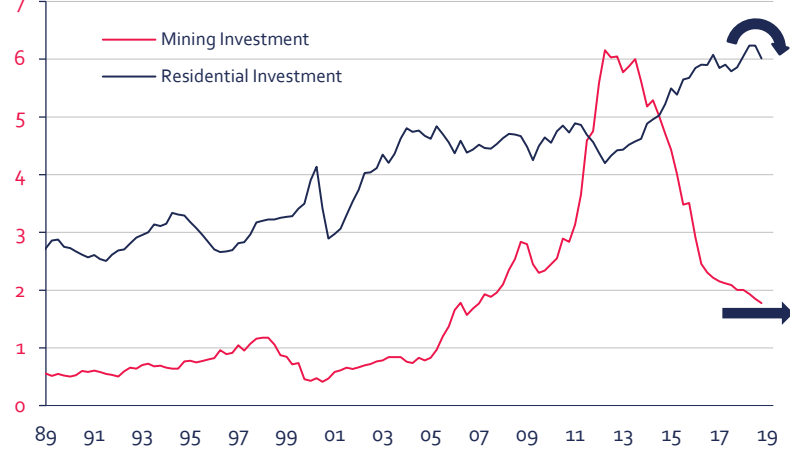
Regional ESI vs. G10 ESI (3 month moving average)



Sources : Hexavest, Datastream, Citigroup

Capital Expenditures - Mining & Residential

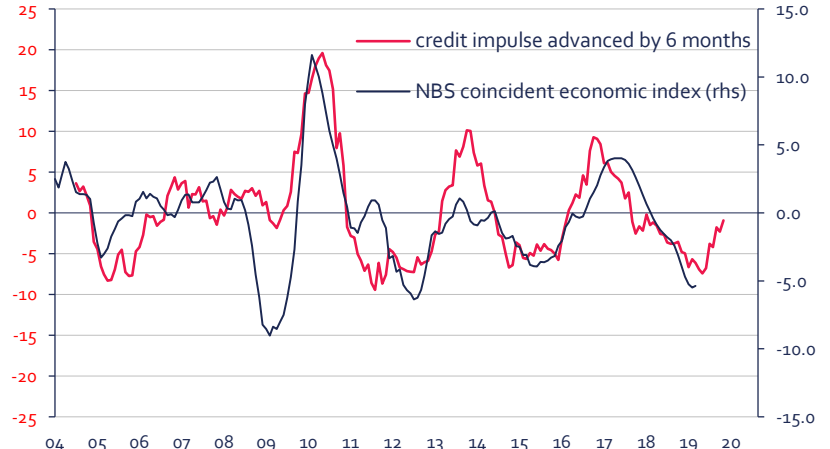
Australia, % of GDP



Sources : Hexavest, Datastream, ABS

Credit and Economic Activity - China

NBS coincident economic indicator vs. credit impulse, annual change



Sources : Hexavest, National Bureau of Statistics of China, Datastream

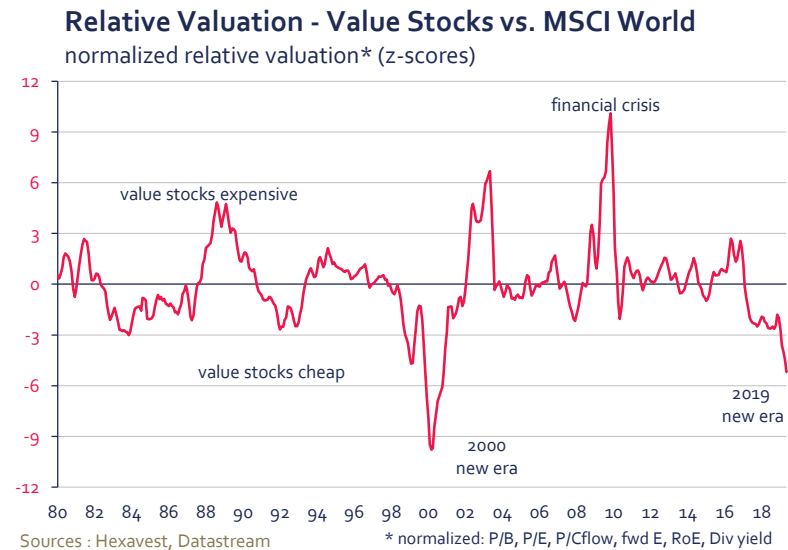
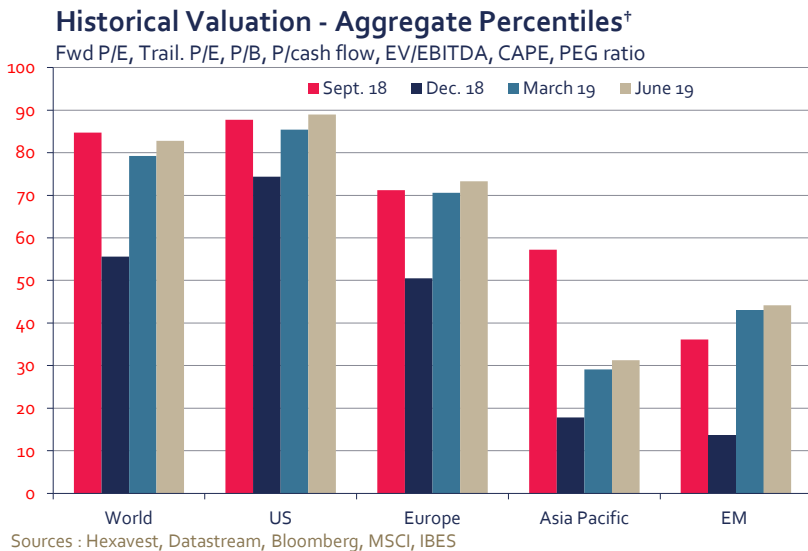
VALUATION

Non-US markets are more reasonable on valuation grounds

Global stock market valuations are in the top quintile of their historical distribution, mainly because the U.S. market is pricey, especially growth and technology-related stocks.

Elsewhere in the world, valuations are more reasonable, if not attractive, especially in the Asia-Pacific region and emerging markets.

Given that the very low level of risk-free interest rates in the world justifies higher prices than the norm, we are keeping our valuation vector at a single negative (-).



SENTIMENT

Strong market performance with limited investor participation

Sentiment Heat Map		Septile since 1995*						
June 26, 2019		Pessimism			N	Optimism		
		-3	-2	-1	N	+1	+2	+3
Surveys & Exposure	1- Consumer Confidence in Stock Prices							
	2- Advisors' Newsletter Bull Bear Ratio							
	3- AAI Bull Bear Ratio (Individual Inv.)							
	4- AAI Net Equity Allocation (Individual Inv.)							
	5- NAAIM Exposure Index (Active managers)							
	6- CFTC Futures Position							
	7- Call/Put Ratio							
	8- State Street Net Stock Allocation							
	9- State Street Behavioral Risk F&H							
Volatility	10- VIX (I)							
	11- MOVE (Treasury Options Volatility) (I,N)							
	12- EM FX Volatility (I)							
Financial Data	13- IG Bond Spread (I,N)							
	14- Small Caps Relative Performance 3M							
	15- G10 Economic Surprise Index							
	16- Analyst Forward EPS Dispersion (I,N)							
	17- Earnings Revision Ratio							
Technical	18- Relative Strength Index 14D (MSCI World)							
	19- % Stocks > 200D MA (MSCI World)							
	20- % 1Y New Highs vs Lows (MSCI World)							
* When available. If not, data since available		-3	-2	-1	N	+1	+2	+3
I: Indicator ↑ = Sentiment ↓ N: Normalized indicator		Pessimism				Optimism		

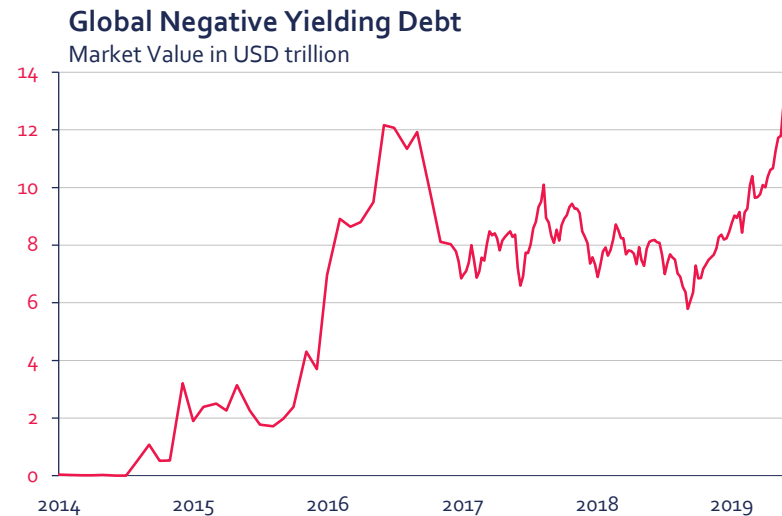
Sources: Hexavest, Datastream, Bloomberg, State Street

Massive share buybacks by companies have once again distorted the sentiment signal linked to stock price fluctuations.

The S&P 500 Index established a new all-time high during the quarter despite investors' limited appetite for equities. They were even less interested in stocks considered riskier: capital flows into emerging market equities remained at lows rarely observed and the relative performance of small caps was very modest.

Trade tensions and economic deceleration definitely weighed on investor psychology. Finally, even though the technology sector remained one of the most popular overweights with investors, it saw outflows of funds in the second quarter.

We are therefore revising our sentiment upward from a negative to neutral (N)

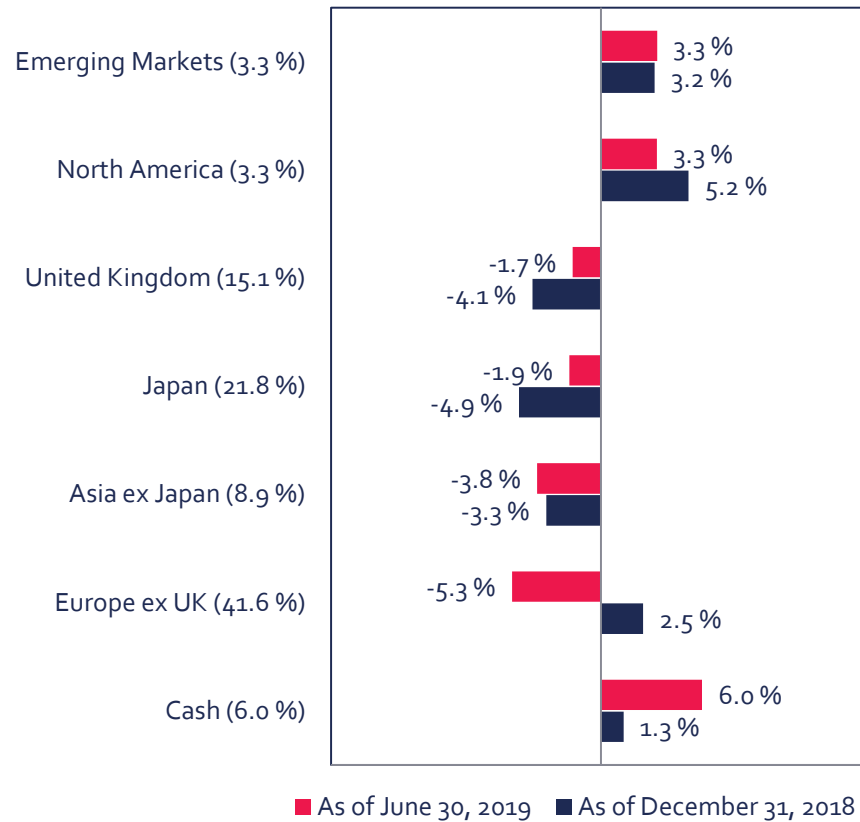


Sources : Hexavest, Bloomberg, Barclays

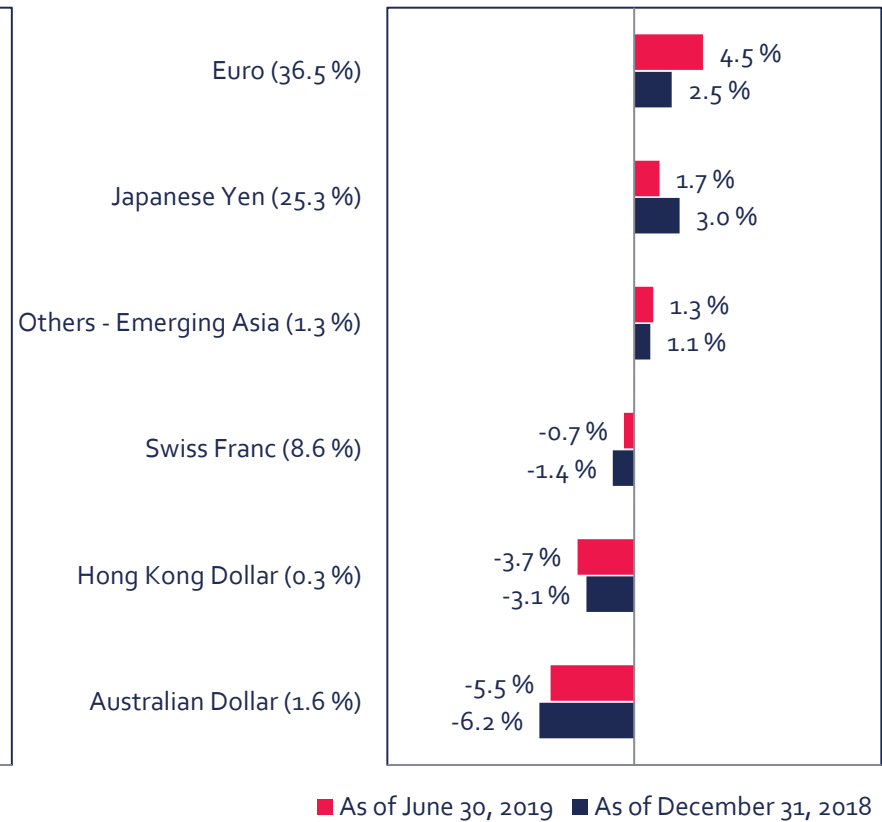
PORTFOLIO ALLOCATIONS

Hexavest EAFE Equity Fund

Main Geographic Deviations vs MSCI EAFE Index



Main Currency Deviations vs MSCI EAFE Index

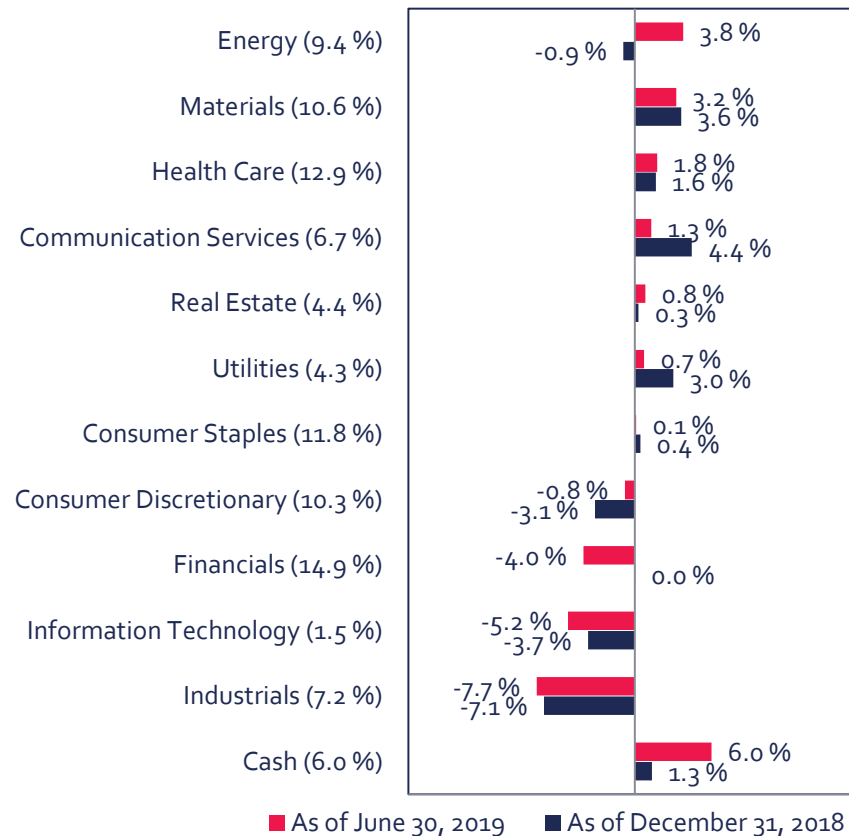


Sources: Hexavest, MSCI as of 06/30/2019. The graphs show the main geographic and currency deviations of the Hexavest EAFE Equity Fund in relation to the Index. Please refer to the Appendix for additional important information and disclosure.

PORTFOLIO ALLOCATIONS

Hexavest EAFE Equity Fund

Main Sector Deviations vs MSCI EAFE Index



Portfolio Characteristics

	Portfolio	Index
Beta	0.90	-
Active risk	2.5	-
Total risk	11.4%	12.4%
Avg. weighted market cap (USD)	71 billion	61 billion
Dividend yield	3.6%	3.2%
Price-to-book (P/B)	1.4x	1.6x
Price-to-earnings (P/E)	14.6x	16.2x

Sources: Hexavest, MSCI and Thomson Reuters Worldscope as of 06/30/2019. The table on the right presents a subset of portfolio characteristics for Hexavest's EAFE Equity Fund and the MSCI EAFE Index as of the date shown. Ex-ante active risk and total risk are calculated with the MSCI Barra GEM3L Model. The graph shows the sector deviations of the Hexavest EAFE Equity Fund in relation to the Index. Please refer to the Appendix for additional important information and disclosure.

Appendix

APPENDIX

Today's presenters



Robert Brunelle, CFA, ASA

Senior Vice President

Co-founder of Hexavest, Robert Brunelle is a key player in client services and business development. Before cofounding Hexavest, Robert was Senior Vice President, Business Development and Client Services at Natcan Investment Management (1998-2004), Senior Consultant at SEI Investments (1996-1998), and Consultant at MLH+A (1987-1996). Robert holds a bachelor's degree in Mathematics from the Université de Montréal (1984). He is also an Associate of the Society of Actuaries (1990) and a CFA charterholder (1995).



Marc Christopher Lavoie, CPA, CA, CFA

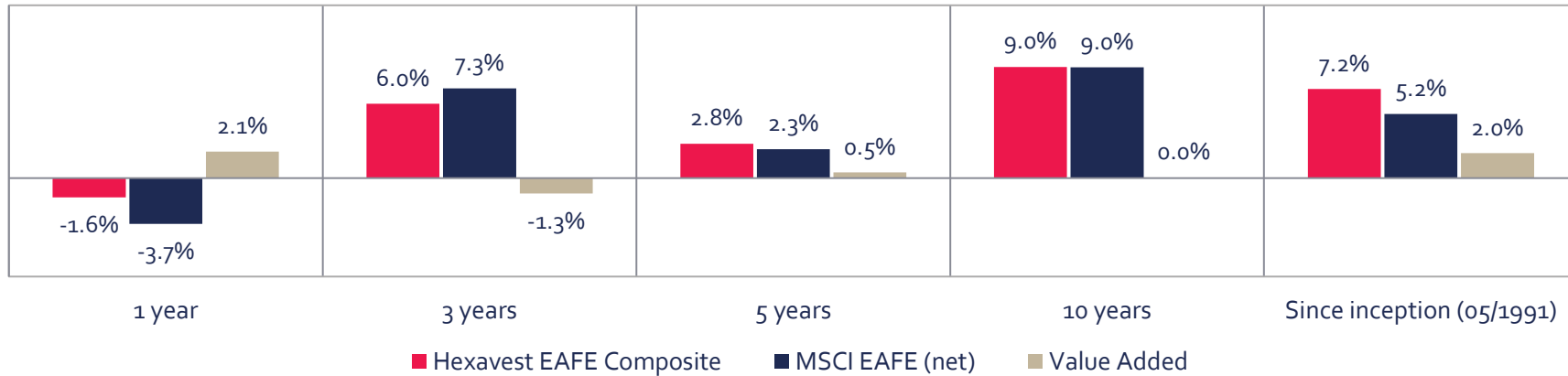
President and Portfolio Manager

Marc Christopher Lavoie is the president of the firm and also co-manages our European equity portfolios. Prior to cofounding Hexavest in 2004, Marc Christopher worked at Natcan Investment Management as an analyst covering international equities. He started his career in 2000 at PricewaterhouseCoopers, where he held the position of Senior Associate, Transaction Services. Marc Christopher holds a bachelor's degree in Business Administration and a master's degree in Accounting from the Université de Sherbrooke. He is a Chartered Accountant (2000) and a CFA charterholder (2003).

APPENDIX

EAFE Equities Performance

Annualized returns as at March 31, 2019
(gross of management and administrative fees, in USD)



(%)	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019 YTD
Hexavest EAFE Composite	14.41	20.53	9.05	-31.85	31.28	6.47	-8.69	14.53	21.54	-3.71	-0.76	4.34	18.01	-10.56	8.25
MSCI EAFE (net)	13.54	26.34	11.17	-43.38	31.78	7.75	-12.14	17.32	22.78	-4.90	-0.81	1.00	25.03	-13.79	9.98
Value Added	0.87	-5.81	-2.12	11.53	-0.50	-1.28	3.45	-2.79	-1.24	1.19	0.05	3.34	-7.02	3.23	-1.73

(%)	1991 ¹	1992	1993	1994	1995	1996	1997	1998	1999	2000	2001	2002	2003	2004
Hexavest EAFE Composite	5.70	-7.11	32.55	5.81	12.76	12.64	1.03	19.16	28.95	-11.08	-17.42	-6.00	48.29	21.28
MSCI EAFE (net)	3.35	-12.17	32.56	7.78	11.21	6.05	1.78	20.00	26.96	-14.17	-21.44	-15.94	38.59	20.25
Value Added	2.35	5.06	-0.01	-1.97	1.55	6.59	-0.75	-0.84	1.99	3.09	4.02	9.94	9.70	1.03

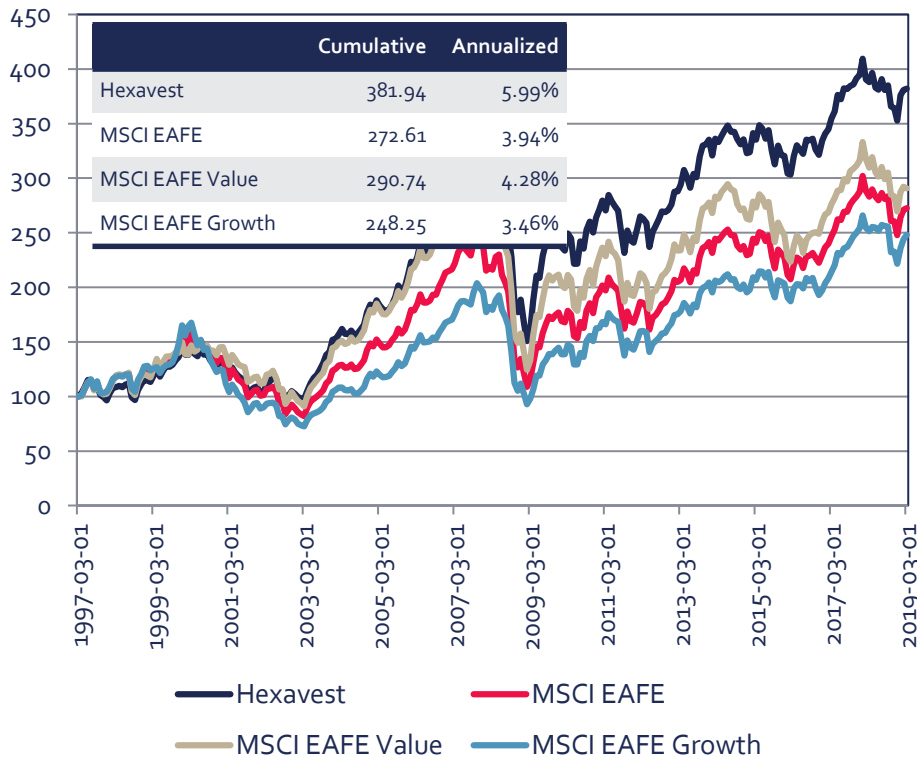
¹ Performance for 1991 is from May 1st to December 31st

Sources: Hexavest and MSCI. The information presented on this page and the next page is based upon the total assets of all fee paying discretionary accounts comprising the Hexavest EAFE Composite for the periods shown. Composite performance results are presented gross of management fees and administrative fees but net of trading expenses. Such fees and other expenses would reduce the results shown. This information is supplemental to the Composite's Global Investment Performance Standards (GIPS®) presentation contained herein as an integral part of this material. Please refer to the GIPS® presentation and additional important information and disclosure in the Appendix. It is not possible to directly invest in an index. Past performance does not predict future results.

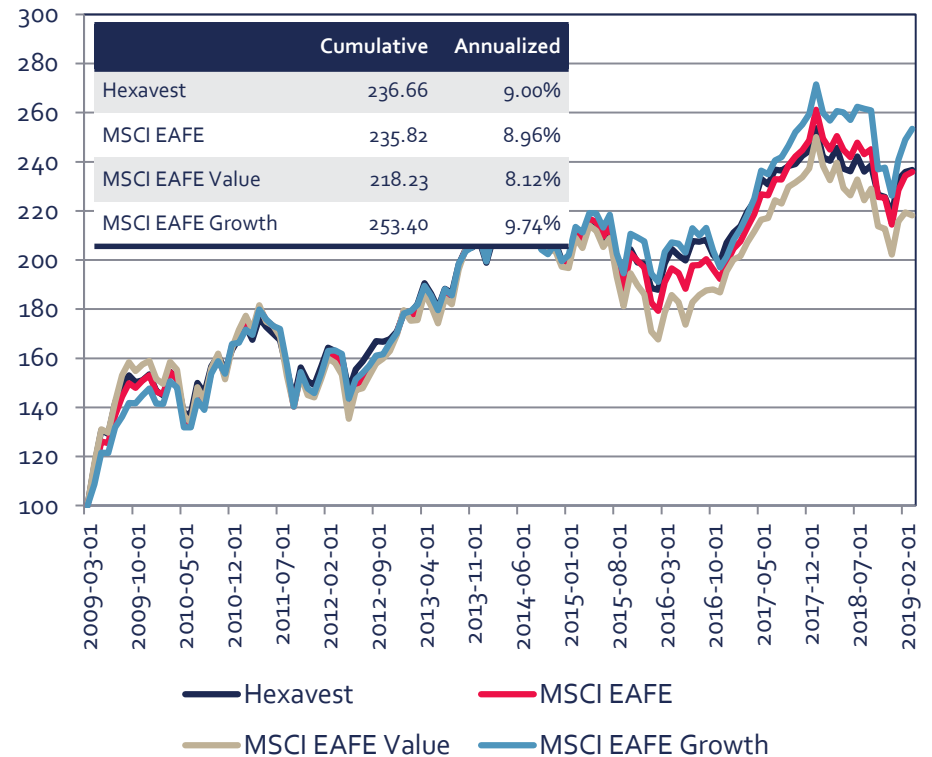
APPENDIX

EAFE Equities Cumulative Performance

Last 20 years



Last 10 years



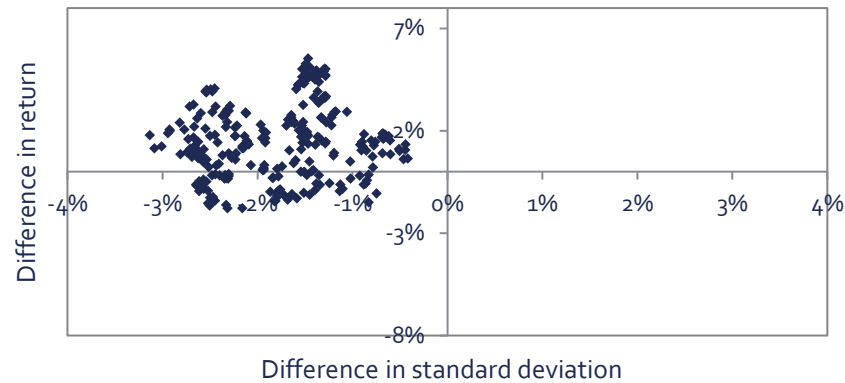
Sources: Hexavest and MSCI, as at March 31, 2019. The information presented on this page and the previous page is based upon the total assets of all fee paying discretionary accounts comprising the Hexavest EAFE Composite for the periods shown. Composite performance results are presented gross of management fees and administrative fees but net of trading expenses. Such fees and other expenses would reduce the results shown. This information is supplemental to the Composite's Global Investment Performance Standards (GIPS®) presentation contained herein as an integral part of this material. Please refer to the GIPS® presentation and additional important information and disclosure in the Appendix. It is not possible to directly invest in an index. Past performance does not predict future results.

APPENDIX

EAFE Equities Risk Profile

EAFE Composite (Gross) Return and Volatility vs MSCI EAFE

5-year rolling periods (May 1991 to March 2019)



Low volatility relative to the benchmark

Strong protection in down markets



EAFE Composite (Gross) Return in Down Markets vs MSCI EAFE

12-month rolling periods (May 1991 to March 2019)

	Down markets	Up markets	Total
Nb. of periods	104	220	324
Nb. of periods with positive value added	97	99	196
Success rate	93%	45%	60%
Average value added	5.1%	-0.2%	2.0%

Sources: Hexavest and MSCI. Composite performance results are presented gross of management fees and administrative fees but net of trading expenses. Such fees and other expenses would reduce the results shown. Please refer to the previous page and the GIPS® presentation for important additional performance information and disclosure. Past performance does not predict future results.

GIPS® COMPLIANCE REPORT

EAFE Composite (US dollars)

Year	Composite gross return (%)	Benchmark return (%)	Composite 3-yr standard deviation	Benchmark 3-yr standard deviation	Number of portfolios at end of period	Composite dispersion (%)	Total assets at end of period	Percentage of firm assets
1992	-7.52	-12.17	-	-	5	0.20	5,648,517	53.0
1993	31.97	32.56	-	-	5	0.33	7,615,661	56.2
1994	5.34	7.78	13.10	15.66	9	0.07	9,511,417	47.4
1995	12.26	11.21	10.79	14.58	8	0.01	14,945,245	67.3
1996	12.14	6.05	7.94	11.03	6	0.26	9,526,557	65.4
1997	0.58	1.78	10.58	12.27	7	-	15,178,462	82.5
1998	18.70	20.00	14.17	14.97	6	-	180,040,902	97.9
1999	28.79	26.96	15.67	16.14	< 5	-	208,189,498	97.5
2000	-11.19	-14.17	15.44	15.98	< 5	-	263,896,610	98.1
2001	-17.52	-21.44	14.56	15.39	< 5	-	348,693,889	98.6
2002	-6.11	-15.94	14.76	16.25	< 5	-	416,252,088	98.7
2003	48.11	38.59	16.01	18.06	< 5	-	597,293,712	91.7
2004	21.08	20.25	13.89	15.65	< 5	-	198,599,508	79.5
2005	14.21	13.54	10.94	11.56	< 5	-	290,260,102	60.0
2006	20.35	26.34	9.45	9.47	< 5	-	416,219,563	47.3
2007	8.94	11.17	8.67	9.56	< 5	-	491,241,302	48.0
2008	-31.91	-43.38	15.27	19.51	< 5	-	294,438,053	36.8
2009	31.17	31.78	21.99	23.91	< 5	-	490,905,466	26.5
2010	6.40	7.75	24.30	26.61	6	-	850,455,546	14.8
2011	-8.74	-12.14	22.15	22.75	7	0.41	1,138,383,599	12.2
2012	14.47	17.32	16.51	19.65	8	0.48	1,502,463,624	10.9
2013	21.49	22.78	13.83	16.48	8	1.45	1,733,147,867	10.2
2014	-3.75	-4.90	11.05	13.21	8	0.17	1,442,583,894	9.0
2015	-0.81	-0.81	10.82	12.64	7	0.32	954,190,933	7.1
2016	4.28	1.00	10.64	12.64	7	0.15	869,373,068	6.2
2017	17.95	25.03	9.95	12.00	6	0.27	808,996,587	5.0
2018	-10.61	-13.79	9.36	11.40	6	0.27	616,949,635	5.0

Hexavest Inc. ("Hexavest") claims compliance with the Global Investment Performance Standards (GIPS®) and has prepared and presented this report in compliance with the GIPS standards. Hexavest has been independently verified for the periods January 1, 1992 through December 31, 2018.

Verification assesses whether (1) the firm has complied with all the composite construction requirements of the GIPS standards on a firm-wide basis and (2) the firm's policies and procedures are designed to calculate and present performance in compliance with the GIPS standards. The EAFE Composite has been examined for the periods January 1, 1992 through December 31, 2018.

GIPS® COMPLIANCE REPORT

... EAFE Composite (US dollars)

Notes:

- Hexavest is an investment management firm established in April 2004. Hexavest manages a variety of equity and tactical asset allocation mandates for primarily institutional clients located in Canada, the US, Europe, and Asia.
- The performance shown is that of a composite of EAFE equity mandates managed by Mr. Vital Proulx and his team at Hexavest (from June 2004 onwards), NATCAN Investment Management (from 1998 to May 2004), Kogeva Investments (from 1997 to 1998) and St. Lawrence Financial Consultants (from 1991 to 1996). Despite changes in the corporate environment, the investment decision-making process has not undergone significant changes since 1991.
- The EAFE Composite (formerly known as the Europac Composite) includes portfolios that invest primarily in equities of companies located in the developed markets of Europe and Asia. Hexavest uses an investment approach that is predominantly 'top-down' to construct diversified portfolios that typically contain more than 200 stocks. Asset allocation between regions, countries, currencies, and sectors can deviate substantially from that of the benchmark. Some portfolios may invest a small portion of their assets in countries and currencies not included in the benchmark.
- The composite uses derivatives but does not use leverage. Currency forward contracts are frequently used in the composite to allow the investment team to manage currency exposure actively. Equity futures may be used in some portfolios to enable changes in the team's macroeconomic strategy to be efficiently and cost-effectively implemented, as well as to manage cash flows. Although Hexavest will rarely use options and other derivatives, such instruments may at times be included in certain portfolios when the investment team believes that such a strategy will add significant value or will reduce risk.
- The benchmark is the MSCI EAFE Net Index. On January 1, 2006, the benchmark was changed from the MSCI EAFE to the MSCI EAFE Net Index. The MSCI EAFE Net Index takes into consideration withholding taxes paid on foreign investments and represents a better comparison for Hexavest's composite, for which the return is net of withholding taxes. The new benchmark returns have been applied retroactively. The annualized compound composite return from May 1991 (inception of composite) to December 2018 equals 6.77%; the annualized compound benchmark return for the same period equals 4.87%.
- Performance results are presented gross of management fees but net of trading expenses. Custody fees and other operating expenses are deducted from the returns of the pooled funds included in the composite but not from the returns of separately managed accounts.

From May 1991 to December 2008, pooled funds represented 100% of composite assets and operating expenses averaged 0.27% annually. Starting in 2009, pooled funds represent less than 100% of composite assets as detailed below:

Year-end	Europac Fund % (of composite assets)	Europac Fund operating expenses	EAFE Equity Fund % (of composite assets)	EAFE Equity Fund operating expenses
2009	59%	0.11%	3%	0.20%
2010	40%	0.10%	9%	0.20%
2011	28%	0.08%	21%	0.13%
2012	27%	0.03%	25%	0.10%
2013	24%	0.08%	37%	0.07%
2014	21%	0.07%	36%	0.07%
2015	24%	0.11%	37%	0.08%
2016	26%	0.08%	31%	0.11%
2017	24%	0.07%	41%	0.09%
2018	23%	0.11%	31%	0.10%

The firm's published management fee schedule for pooled funds is as follows:

0–\$10,000,000	0.60%
\$10,000,000–\$40,000,000	0.50%
\$40,000,000 and above	0.40%

The firm's published management fee schedule for separately managed accounts is as follows:

0–\$20,000,000	0.70%
\$20,000,000–\$50,000,000	0.60%
\$50,000,000–\$100,000,000	0.50%
\$100,000,000–\$200,000,000	0.40%
\$200,000,000 and above	0.30%

Fee levels may vary from client to client depending on the portfolio size and the ability of the client to negotiate fees.

- This composite includes non-fee-paying account representing 0.002% of assets as at December 31, 2018.
- Valuations and returns are computed and stated in US dollars. From January 1, 1992 to December 31, 2018, monthly composite returns have been used. Accordingly, annual composite returns were calculated by linking geometrically the monthly returns. All returns are presented on an all-inclusive basis, and, as such, all capital gains, interest income, and dividends, net of withholding taxes, have been taken into account in market valuations and returns.
- When there are five or more portfolios in the composite for a full calendar year, the dispersion of annual returns is measured by the standard deviation across asset-weighted portfolio returns represented within the composite for the full year. Given the change in firm structure in 1997 (please refer to note 2), only one account was present for the whole year. Furthermore, all accounts were aggregated in a single commingled fund in October 1998. Therefore, dispersion was not calculated for 1997 and 1998.
- The three-year annualized standard deviation measures the variability of the composite and the benchmark monthly returns over the preceding 36-month period. The standard deviation is not presented for 1992 and 1993 because the composite had less than 36 months of performance history.
- This composite was created on December 31, 2003. As the portfolios were in existence prior to the composite creation date, it is possible to calculate the composite history in accordance with GIPS.
- The minimum portfolio size for the composite is CA\$1,100,000.
- A complete list of firm composites, performance results and additional information regarding policies for valuing portfolios, calculating performance, and preparing compliant presentations is available upon request at: Hexavest Inc., 1250, René-Lévesque Blvd. West, Suite 4200, Montréal (Québec), H3B 4W8, (514) 390-8484.

APPENDIX

Important Additional Information and Disclosure

This material is presented for informational and illustrative purposes only. This material does not constitute investment advice and should not be viewed as a current or past recommendation or a solicitation of an offer to buy or sell any particular securities or to adopt any investment strategy, or a solicitation of an offer to buy investments and may not be used to make such an offer. The material has been prepared on the basis of publicly available information, internally developed data and other third party sources believed to be reliable. However, no assurances are provided regarding the reliability of such information and Eaton Vance has not sought to independently verify information taken from public and third party sources.

Any investment views and market opinions/analyses expressed constitute judgments as of the dates indicated in this presentation and are subject to change at any time without notice. Different views may be expressed based on different investment styles, objectives, views or philosophies. Each investor's portfolio is individually managed and may differ significantly from the information discussed in terms of models, portfolio holdings, allocations, characteristics and performance. It should not be assumed that any investments in securities, companies, countries, currencies, sectors or markets described were or will be profitable. This material should not be considered as representative of any particular investor's experience it should not be assumed that any investor will have an investment experience similar to any returns shown or to any previous or existing investor. There are no guarantees concerning the achievement of investment objectives, target returns, allocations, or measurements such as alpha, tracking error, stock weightings and information ratios. Certain assumptions have been made for modeling purposes and are unlikely to be realized. Changes in assumptions may have a material impact on the analysis models. The use of models and tools cannot guarantee performance.

Investment results for the Hexavest Global, EAFE and ACWI Composites (each a "Composite") are in US dollars and include all fully discretionary accounts contained in the Composites for the periods shown. Composite performance results are presented gross of management fees and administrative fees but net of trading expenses. Such fees and other expenses would reduce the results shown. Hexavest's schedule of fees is described in its Form ADV which is available upon request. General example for the Global, EAFE and ACWI strategies - a separately managed account with a value of \$50.0 million would have an investment advisory fee of 0.64% per annum. If \$50.0 million were invested and experienced a 6.00% annual return compounded monthly for 10 years, its ending value, without giving effect to the deduction of advisory fees, would be \$89.5 million. If an advisory fee of one-twelfth of 0.64% of the average market value of the account were deducted monthly for the 10-year period, the annualized compounded return would be 5.32% and the ending dollar value would be \$84.0 million.

Certain information, including, but not limited to the Model Portfolios, contained in this material may be considered supplemental to the respective Composite's fully-compliant GIPS® presentation contained herein as an integral part of this presentation. The Model Portfolio is based upon single fee-paying, client portfolio contained in the specified Composite for the periods shown. This portfolio was chosen as representative of the specified strategy described because it is long-standing and most fairly reflects the investment style and investment guidelines typically used by the manager. Please see the GIPS® presentation for additional Composite information. The returns experienced by a particular client, including a separately managed account, will be different from those included in this presentation. Past performance does not predict future results.

[Continued on next page]

APPENDIX

(continued from previous page)

Specific strategies, countries, currencies, sectors, industries, securities, and portfolio characteristics mentioned are included only to provide a snap-shot illustrative sample based upon the manager's investment views as of the date indicated. There is no assurance that any model, strategy or portfolio characteristics, including holdings, mentioned in this presentation are currently held or experienced in a client's portfolio or will remain in an account's portfolio at the time you receive this report or that securities have not been sold or repurchased. The specific models and investment strategies mentioned are not representative of all the investment strategies, sectors or securities purchased, sold or recommended for advisory clients. It should not be assumed that any of the securities/sectors, models and investment strategies were or will be profitable, or that any recommendations in the future will be profitable or will equal the performance of the securities/sectors, strategies and models presented. Actual portfolio holdings and performance will vary for each client. This is no guarantee that a particular client's account will hold any, or all, of the securities/sectors mentioned.

This material may contain statements that are not historical facts, referred to as forward-looking statements. Future results may differ significantly from those stated in forward-looking statements, depending on factors such as changes in securities or financial markets or general economic conditions.

The views and strategies described may not be suitable for all investors. Investments in foreign securities and markets pose different and possibly greater risk than those customarily associated with domestic securities, including currency fluctuations, foreign taxes and political and economic instability. Actual portfolio holdings will vary for each client and there is no guarantee that a particular client's account will hold any, or all, of the countries, currencies, sectors, industries or securities mentioned. Not all of Hexavest's or Eaton Vance's recommendations have been or will be profitable. The returns experienced by a particular client will be different from those included in this presentation.

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This material may be used in Institutional one-on-one presentations only.

It is not possible to directly invest in an index. Past performance does not predict future results. Investing entails risks and there can be no assurance that Hexavest and/or Eaton Vance (and its affiliates) will achieve profits or avoid incurring losses.

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HEXAVEST



Global Investment Boutique

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INVESTMENT REVIEW: VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION, 15 JULY 2019

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Walter Scott has a simple objective –
to preserve and grow our clients’ assets over the long term.

We analyse companies from all over the world to find businesses
which meet our rigorous investment criteria and standards.

We have followed this research-driven approach for over 35 years
and believe it is as applicable today as ever.

OVERVIEW
AS AT 31 MARCH 2019

|
GLOBAL EQUITY MANAGER

|
FOUNDED IN 1983

|
BASED IN EDINBURGH, SCOTLAND

|
\$66.6BN ASSETS UNDER MANAGEMENT

|
LONG-TERM TRACK RECORD

|
~140 STAFF

Source: Walter Scott

INVESTMENT STAFF
AS AT 31 MARCH 2019

STAFF	Investment team of 44 located in Edinburgh
STRUCTURE	19 members of research team, structured in three regional groups
TRAINING	Home-grown bias, two-year research apprenticeship
TENURE	Low staff turnover. Investment Management Committee membership average 16 years with firm, 20 years in industry
OUTCOME	Breadth and depth of knowledge and expertise

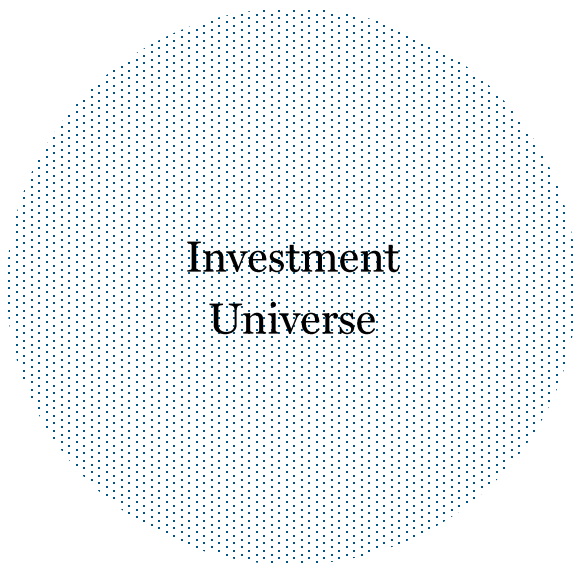
Bound together by the firm's consistent philosophy, process and culture

INVESTMENT PHILOSOPHY

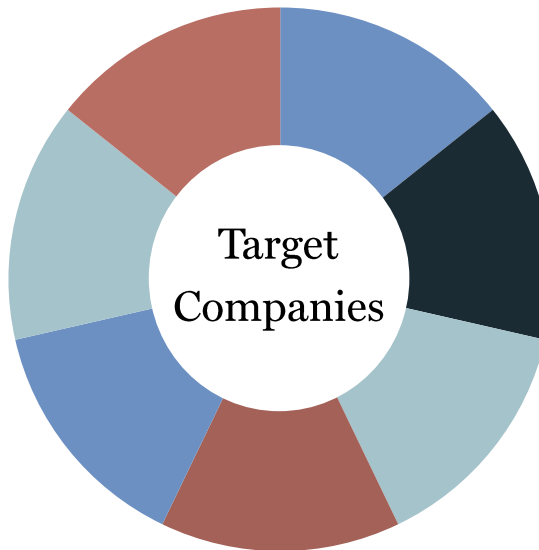
OBJECTIVE	Real returns over the long term
STATEMENT	Company wealth generation drives investor return
APPROACH	Bottom-up, fundamental, research driven, team focus
TARGET	Companies capable of long term sustainable wealth generation

Consistent application of a repeatable investment philosophy

RESEARCH PROCESS



Research companies capable of superior wealth generation
Over 700 company engagements globally per annum



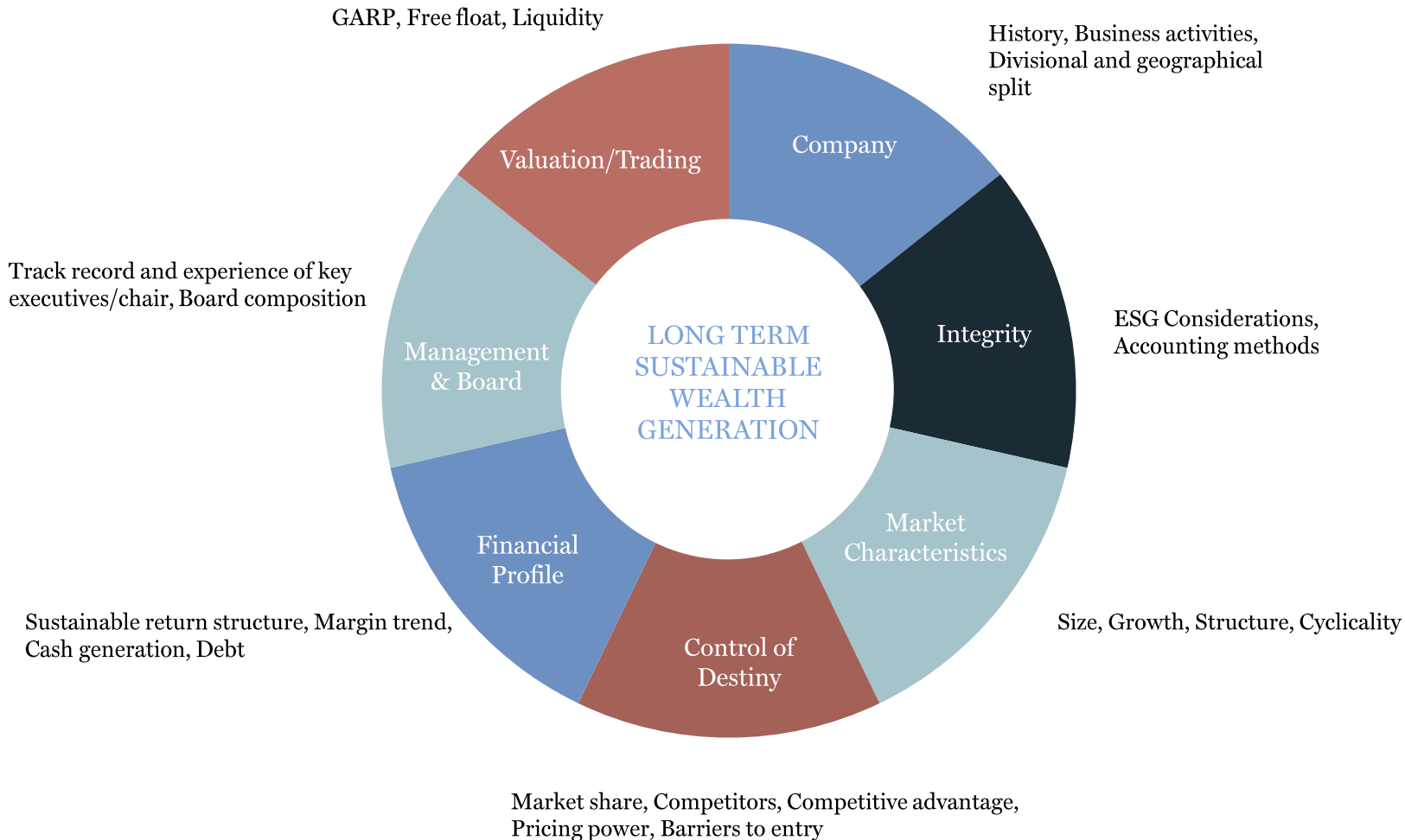
Intensive financial analysis
Seven areas of investigation
ESG Considerations



Unanimous team decision
Valuation
Investment Executive

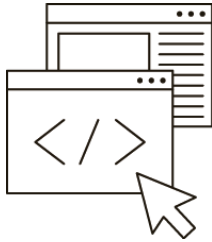
*Portfolios will typically include 40-60 stocks.
A small number of strategies designed to meet particular client requests have greater or fewer stocks.

SEVEN AREAS OF INVESTIGATION



ESG - SECTOR CONSIDERATIONS

● Environmental ● Social ● Governance



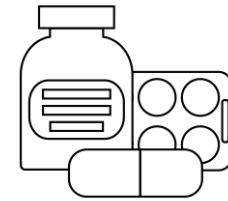
SOFTWARE AND SERVICES

- Environmental footprint of hardware infrastructure
- Recruitment & retention
- IP protection
- Data privacy
- Technological advances
- Software to address social trends (demographic shifts, healthcare, insurance cover and safety)
- Cyber security solutions
- Board structure
- Remuneration
- Approach to tax
- Adherence to industry regulation and best practice



RETAIL

- Minimising environmental footprint
- Supply chain management and oversight
- Fair payment throughout the supply chain
- Close control of labour and workplace conditions across geographical locations
- Secure data storage
- Demographic changes
- Technological developments
- Board structure
- Remuneration
- Approach to tax
- Adherence to industry regulation and best practice



PHARMACEUTICALS

- Effective waste & water management
- Commitment to R&D
- Emerging market investment
- Control of quality and safety of products
- Traceable and robust supply chains
- Addressing counterfeit drugs wherever possible
- Product recall protocols
- Market access
- Ethical business practices
- Board structure
- Remuneration
- Approach to tax
- Adherence to industry regulation and best practice

ESG EXAMPLE: NOVARTIS

Environmental	
GHG emissions	1,260 (1,000 t CO ₂ e) – target 30% reduction by 2020 from 2010 (on track). CDP score A.
Waste management	58% hazardous waste recycled
Social	
Access to medicine	46m patients through special programs
Innovation	\$9bn (18% sales) spent on R&D including trials in malaria and new antibiotics
Counterfeit medicines	Work with local law enforcement
Employee turnover	7% voluntary, 11% overall
Regulatory inspections	99% without major findings
Product safety	Several class action lawsuits against products all contended
Governance	
Board	13 board members; 12 independent, 3 women, diversified by age, experience, nationality and tenure
Conflicts	Own 1/3 of competitor bearer shares (6.3% s/o)
Ethical selling	Multiple product mis-selling cases most dating back 10+ years. \$351m in provisions, \$69m cash payments

Engagement

12 engagements in last 2 years including 4 meetings with senior management, 2 ESG focused and 2 governance conference calls

Voting

Discussion with compensation committee following low support. Voted 'for'

Research

World Medical Innovation Forum

Met the chairman of the Chinese operations in Shanghai.

Meet management day in Switzerland

Further research

New CEO's impact on culture and strategy

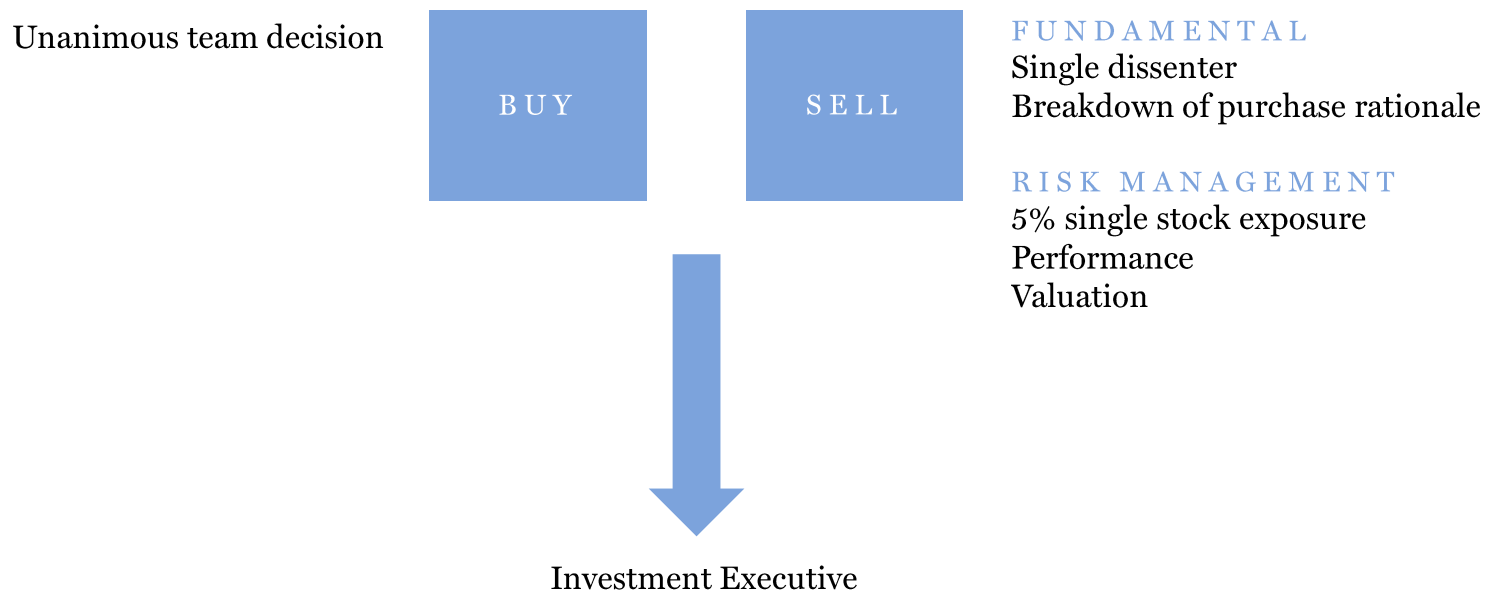
New product development

Mis-selling cases

Source: Walter Scott. Companies chosen for illustrative purposes only to demonstrate our ESG Investment process and are not intended to be an indication of performance.

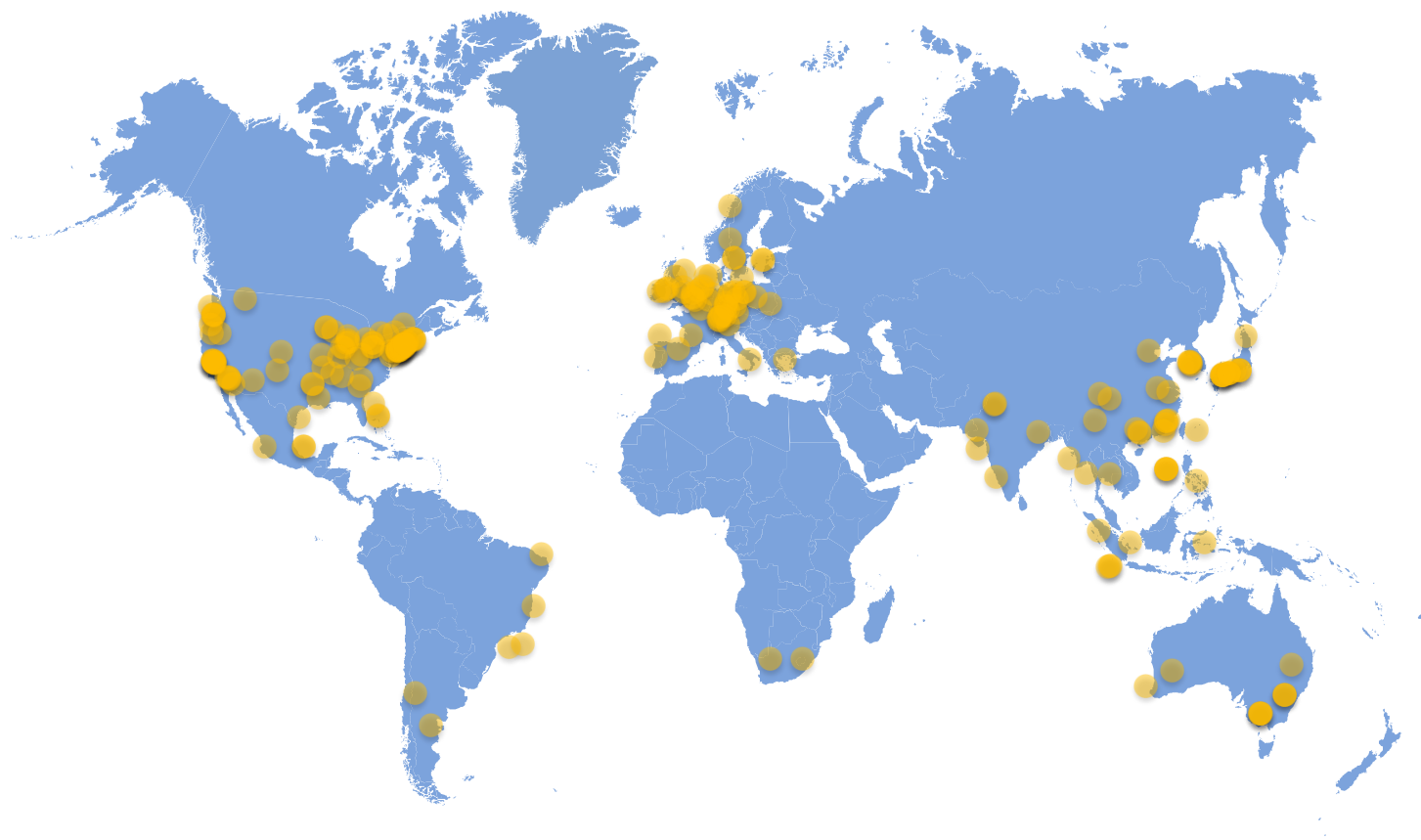
INVESTMENT DECISION

All decisions subject to the scrutiny of the investment team



Team-based discussion and debate

A GLOBAL PERSPECTIVE - WALTER SCOTT MEETINGS



More than 1,600 company engagements have taken place around the world in 2017 - 2018

Source: Walter Scott

VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION PERFORMANCE
AS AT 31 MAY 2019

	PORTFOLIO (NET) %	MSCI EAFE (NDR) %	MSCI ACWI EX US (NDR) %
SIMPLE RETURN			
Q1 2019	11.4	10.0	10.3
Year to date	11.0	7.6	7.2
One year	3.3	-5.8	-6.3
COMPOUND ANNUAL GROWTH RATE			
Three years	9.9	5.8	6.7
Five years	5.5	1.3	1.3
SINCE INCEPTION (15 DECEMBER 2010)			
Simple Return	64.1	41.6	31.1
Compound Annual Growth Rate	6.0	4.2	3.3

Source: Walter Scott, MSCI. Returns shown in USD. Past performance is not a guide to future performance and returns may also increase or decrease as a result of currency fluctuations. Please refer to the appendix for important information and related performance disclosure in section 17.4.

ANNUAL AND ROLLING ANNUALISED PERFORMANCE
AS AT 31 MAY 2019

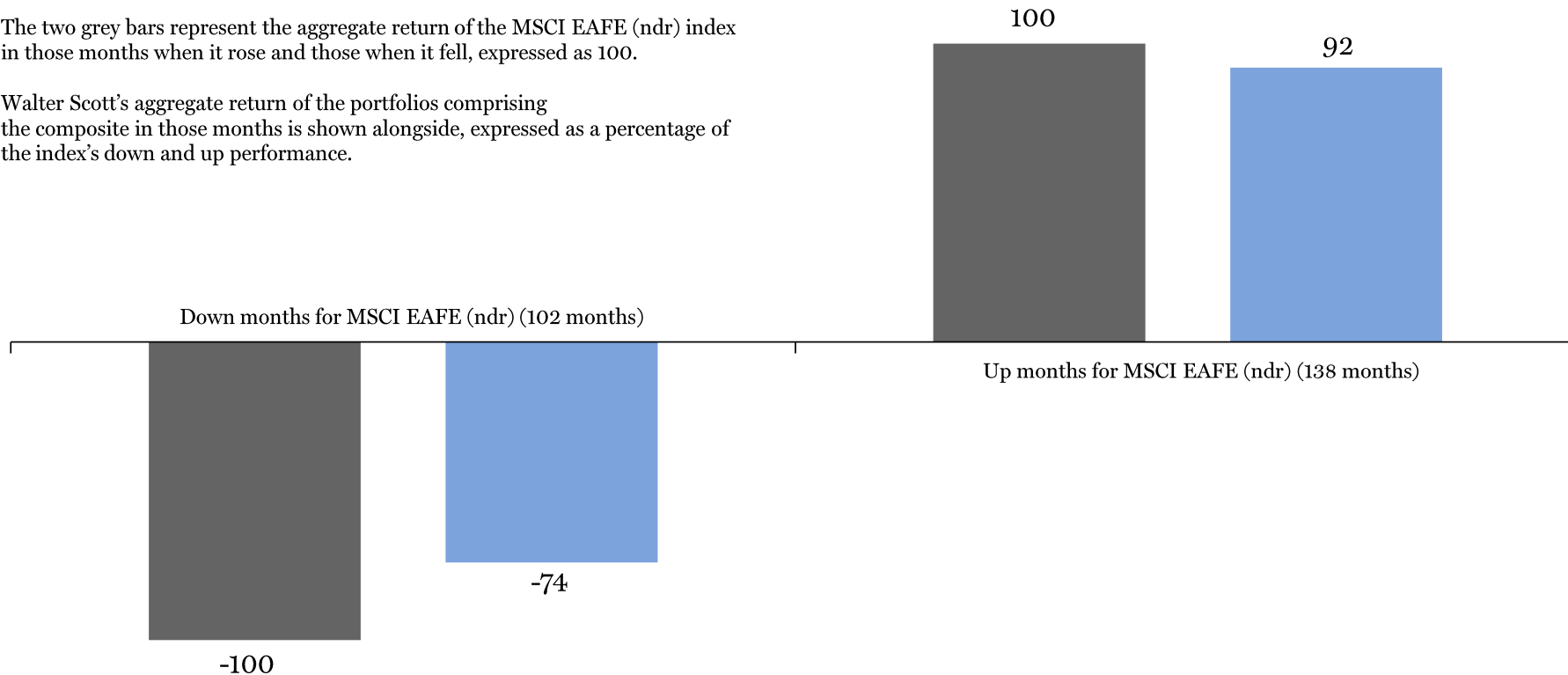
	Annual		3 Years		5 Years		7 Years		10 Years	
	WS EAFE Equities USD Composite	MSCI EAFE (ndr)	WS EAFE Equities USD Composite	MSCI EAFE (ndr)	WS EAFE Equities USD Composite	MSCI EAFE (ndr)	WS EAFE Equities USD Composite	MSCI EAFE (ndr)	WS EAFE Equities USD Composite	MSCI EAFE (ndr)
1986	57.8%	69.4%								
1987	11.3%	24.6%								
1988	17.2%	28.3%	27.2%	39.4%						
1989	14.6%	10.5%	14.3%	20.9%						
1990	0.4%	-23.4%	10.5%	2.8%	18.8%	18.0%				
1991	11.5%	12.1%	8.6%	-1.7%	10.8%	8.7%				
1992	2.5%	-12.2%	4.6%	-9.0%	9.0%	1.3%	15.3%	12.3%		
1993	36.5%	32.6%	15.9%	9.3%	12.4%	2.0%	12.9%	8.5%		
1994	2.7%	7.8%	12.8%	7.9%	9.9%	1.5%	11.6%	6.2%		
1995	14.1%	11.2%	17.0%	16.7%	12.8%	9.4%	11.2%	4.1%	15.8%	13.6%
1996	12.6%	6.0%	9.7%	8.3%	13.1%	8.2%	10.9%	3.5%	11.9%	8.4%
1997	0.9%	1.8%	9.1%	6.3%	12.7%	11.4%	11.0%	7.8%	10.8%	6.2%
1998	11.3%	20.0%	8.2%	9.0%	8.2%	9.2%	11.0%	8.8%	10.3%	5.5%
1999	56.2%	27.0%	20.6%	15.7%	17.7%	12.8%	17.9%	14.7%	13.7%	7.0%
2000	-12.9%	-14.2%	14.8%	9.4%	11.5%	7.1%	10.5%	7.8%	12.1%	8.2%
2001	-20.1%	-21.4%	2.8%	-5.0%	4.1%	0.9%	6.6%	3.0%	8.5%	4.5%
2002	-4.0%	-15.9%	-12.6%	-17.2%	3.0%	-2.9%	4.0%	-1.0%	7.8%	4.0%
2003	26.4%	38.6%	-1.1%	-2.9%	5.7%	-0.1%	5.8%	2.9%	6.9%	4.5%
2004	19.7%	20.2%	13.2%	11.9%	0.2%	-1.1%	8.4%	5.3%	8.6%	5.6%
2005	18.2%	13.5%	21.4%	23.7%	6.5%	4.6%	9.3%	4.5%	9.0%	5.8%
2006	20.8%	26.3%	19.5%	19.9%	15.7%	15.0%	5.4%	4.4%	9.7%	7.7%
2007	12.8%	11.2%	17.2%	16.8%	19.5%	21.6%	9.3%	8.4%	10.9%	8.7%
2008	-31.2%	-43.4%	-2.1%	-7.4%	5.8%	1.7%	7.0%	3.4%	5.7%	0.8%
2009	32.6%	31.8%	1.0%	-6.0%	8.0%	3.5%	12.1%	10.3%	4.0%	1.2%
2010	14.2%	7.8%	1.4%	-7.0%	7.3%	2.5%	10.5%	6.4%	6.9%	3.5%
2011	-8.8%	-12.1%	11.3%	7.6%	1.4%	-4.7%	6.3%	1.7%	8.3%	4.7%
2012	21.8%	17.3%	8.2%	3.6%	3.0%	-3.7%	6.7%	2.2%	10.9%	8.2%
2013	13.7%	22.8%	8.1%	8.2%	13.8%	12.4%	5.8%	1.8%	9.7%	6.9%
2014	-3.0%	-4.9%	10.3%	11.1%	6.9%	5.3%	3.5%	-0.5%	7.4%	4.4%
2015	1.2%	-0.8%	3.7%	5.0%	4.4%	3.6%	9.4%	7.8%	5.8%	3.0%
2016	5.6%	1.0%	1.2%	-1.6%	7.5%	6.5%	5.9%	3.8%	4.4%	0.7%
2017	28.2%	25.0%	11.1%	7.8%	8.6%	7.9%	7.7%	6.0%	5.7%	1.9%
2018	-6.8%	-13.8%	8.1%	2.9%	4.4%	0.5%	8.0%	5.8%	9.0%	6.3%
Periods Outperformed	66.7%		74.2%		93.1%		100.0%		100.0%	
Number of Years	22 / 33		23 / 31		27 / 29		27 / 27		24 / 24	

Source: Walter Scott, MSCI. Returns shown in USD. Past performance is not a guide to future performance and returns may also increase or decrease as a result of currency fluctuations. Please refer to the appendix for important information and related performance disclosure in section 17.4.

WALTER SCOTT INTERNATIONAL EQUITIES USD COMPOSITE CAPTURE RATIOS
 TWENTY YEARS TO 31 MARCH 2019

The two grey bars represent the aggregate return of the MSCI EAFE (ndr) index in those months when it rose and those when it fell, expressed as 100.

Walter Scott's aggregate return of the portfolios comprising the composite in those months is shown alongside, expressed as a percentage of the index's down and up performance.



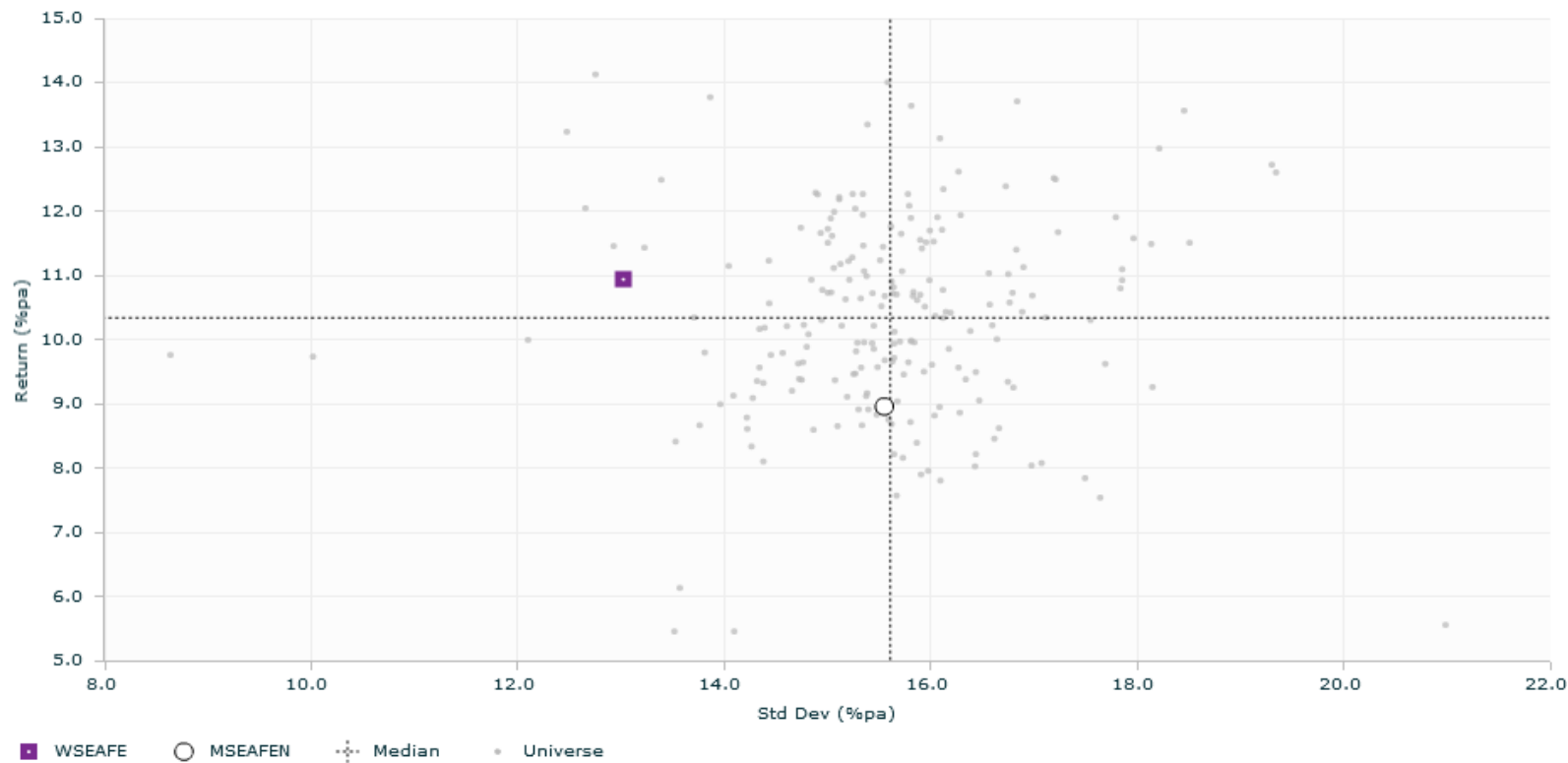
Source: Walter Scott, MSCI. Walter Scott International Equities is also known as the Walter Scott EAFE USD Equities Composite. Returns are shown in USD. Past performance is not a guide to future performance and returns may also increase or decrease as a result of currency fluctuations. Please refer to the appendix for important information and related performance disclosure in section 17.4.

WALTER SCOTT INTERNATIONAL EQUITIES USD COMPOSITE
AS AT 31 MARCH 2019

Walter Scott EAFE Composite

Return and Std Deviation in \$US (before fees) over 10 yrs ending March-19

Comparison with the World ex US/EAFE Equity universe (monthly calculations)



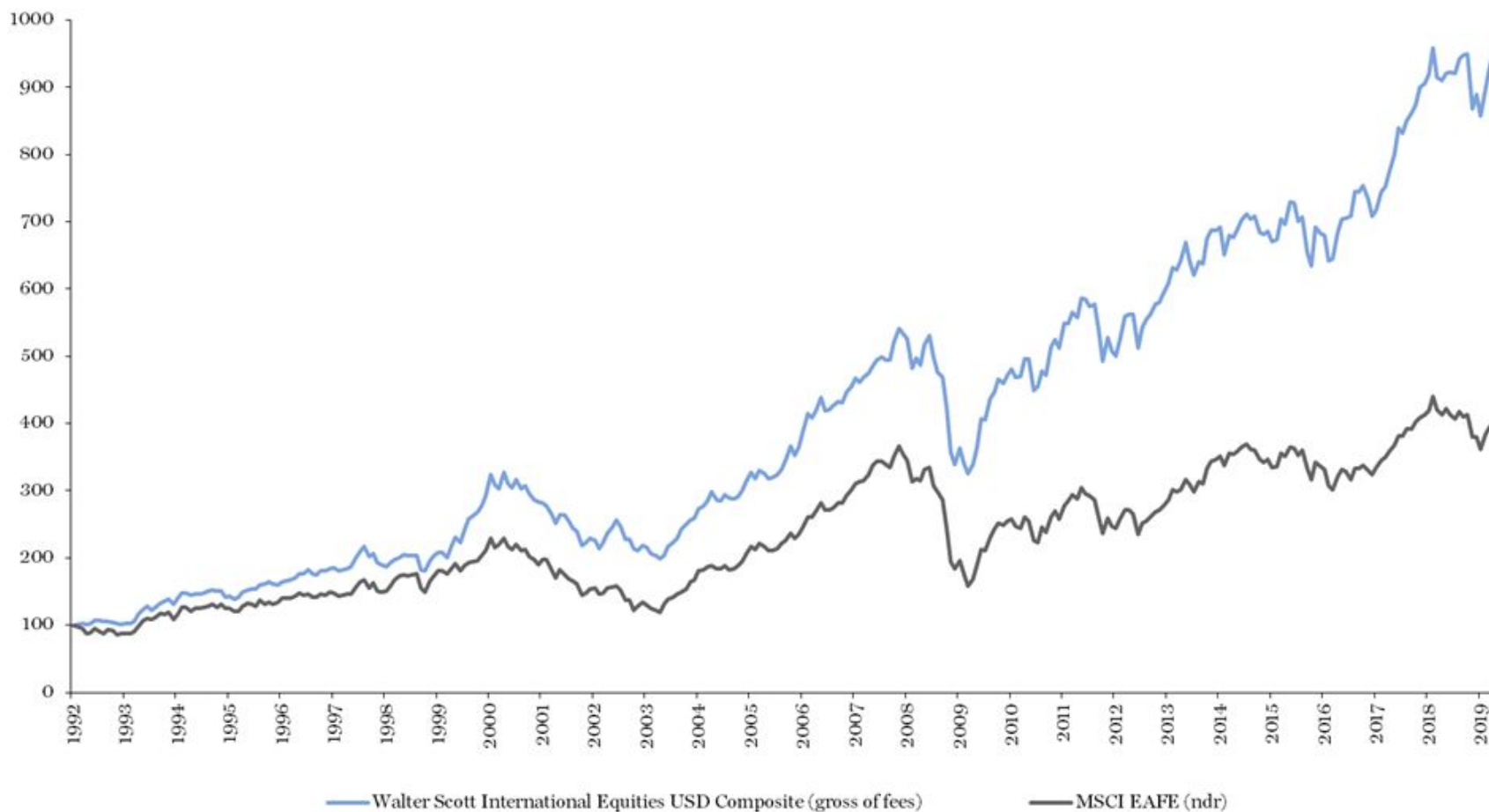
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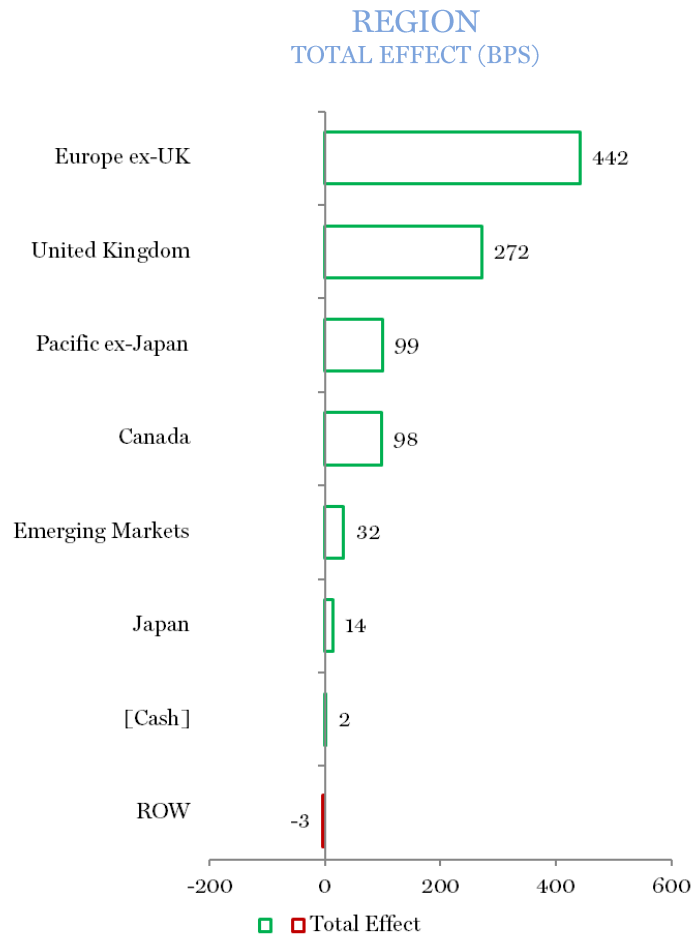
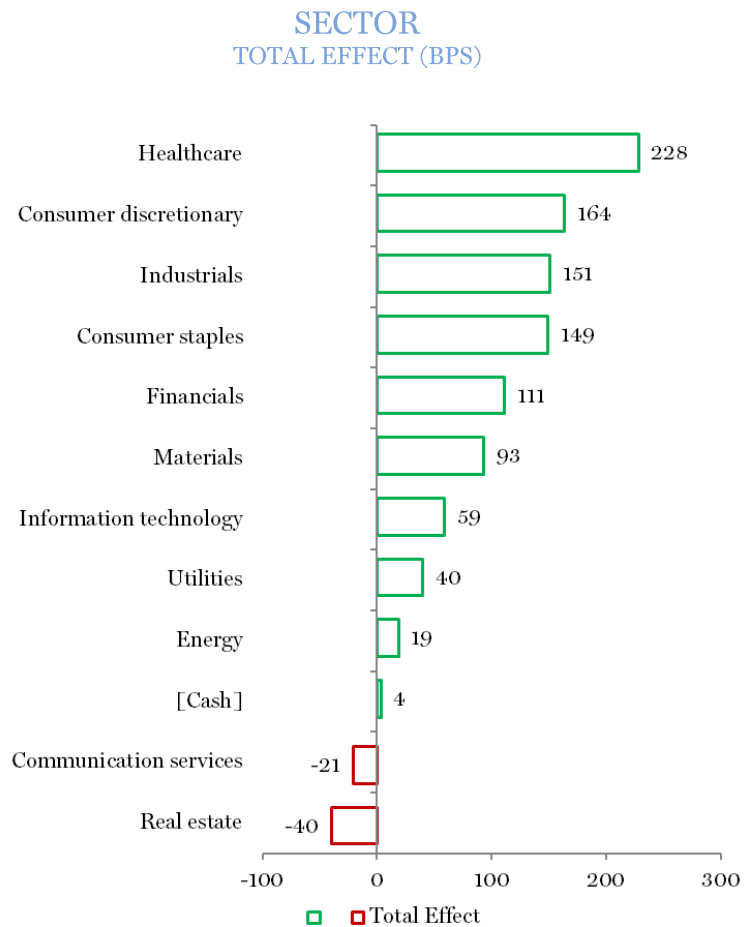
Source: MercerInsight MPA, Walter Scott. WSEAFE: Walter Scott International Equities USD Composite, MSEAFEN: MSCI EAFE (ndr). Walter Scott International Equities is also known as the Walter Scott EAFE Equities Composite. Past performance is not a guide to future performance and returns may also increase or decrease as a result of currency fluctuations. Please refer to the appendix for important information and related performance disclosure in section 17.4 and 17.5 the MercerInsight Important Notices.

WALTER SCOTT INTERNATIONAL EQUITIES USD COMPOSITE
UNIT PRICE GROWTH AS AT 31 MARCH 2019



Source: Walter Scott, MSCI. Returns shown in USD. Walter Scott International Equities is also known as the Walter Scott EAFE Equities Composite. Past performance is not a guide to future performance and returns may also increase or decrease as a result of currency fluctuations. Please refer to the appendix for important information and related performance disclosure in section 17.4.

RELATIVE ATTRIBUTION VS MSCI EAFE
 TWELVE MONTHS TO 31 MAY 2019
 RELATIVE TOTAL EFFECT (BPS): 956



Source: Walter Scott, MSCI, FactSet. Returns shown in USD. None of MSCI or its affiliates has provided the attribution information. Such data is calculated by Walter Scott as part of its attribution process. Past performance is not a guide to future performance and returns may also increase or decrease as a result of currency fluctuations. Please refer to the appendix for important information and related performance disclosure in section 17.4.

STOCK PERFORMANCE
TWELVE MONTHS TO 31 MAY 2019

COMPANY	SECTOR	COUNTRY	TOTAL RETURN (%)	CONTRIBUTION (BP)
TOP FIVE				
Alimentation Couche-Tard	Consumer Staples	Canada	48	90
Novartis	Healthcare	Switzerland	34	62
Nestlé	Consumer Staples	Switzerland	33	61
Experian	Industrials	United Kingdom	25	61
Adidas	Consumer Discretionary	Germany	28	58
BOTTOM FIVE				
Fanuc	Industrials	Japan	-17	-36
Inditex	Consumer Discretionary	Spain	-13	-37
Daito Trust Construction	Real Estate	Japan	-18	-44
EssilorLuxottica*	Healthcare	France	-11	-45
Sundrug	Consumer Staples	Japan	-44	-53

Source: Walter Scott, MSCI, FactSet. Returns shown in USD. The information provided should not be considered a recommendation to purchase or sell any particular security. There is no assurance that any securities discussed herein will remain in a portfolio at the time this report is received or that securities sold have not been repurchased. None of MSCI or its affiliates has provided the attribution information. Such data is calculated by Walter Scott as part of its attribution process.*Stock sold during the period. Total return is calculated until the date of sale. Past performance is not a guide to future performance and returns may also increase or decrease as a result of currency fluctuations. Please refer to the appendix for important information and related performance disclosure in section 17.4.

PORTFOLIO INFORMATION

PORTFOLIO DISTRIBUTION
AS AT 31 MAY 2019

Sector	Portfolio %	MSCI EAFE %	Difference %
Industrials	20.6	14.7	5.9
Information technology	11.2	6.6	4.6
Healthcare	15.5	11.0	4.5
Materials	9.0	7.2	1.8
Consumer staples	13.3	12.0	1.3
Consumer discretionary	12.0	10.9	1.1
Real estate	4.5	3.7	0.8
Utilities	3.5	3.7	-0.2
Energy	4.4	5.6	-1.2
Communication services	0.0	5.6	-5.6
Financials	3.3	19.0	-15.7
Liquidity	2.7		2.7
Region	Portfolio %	MSCI EAFE %	Difference %
Emerging Markets	3.8	0.0	3.8
Canada	2.5	0.0	2.5
Asia Pacific ex Japan	14.4	12.7	1.7
Rest of World	0.0	0.6	-0.6
UK	14.4	16.9	-2.5
Japan	21.4	24.1	-2.7
Europe ex UK	40.7	45.6	-4.9
Liquidity	2.7		2.7

PORTFOLIO CHARACTERISTICS
AS AT 31 MARCH 2019

Number of securities	50
CROCE*	21.0%
P/E	21.7x
Dividend Yield	2.2%
Active Share	83%
Portfolio Turnover (12 mths)**	6%

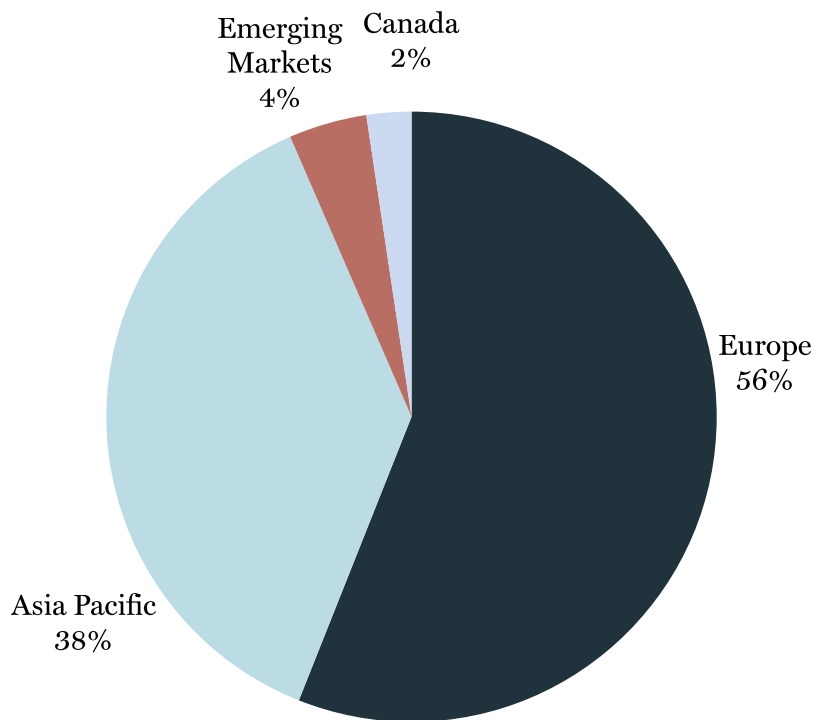
REVENUE BREAKDOWN***

North America	24%
Europe	23%
Asia Pacific	33%
Emerging Markets	10%
Rest of World	10%

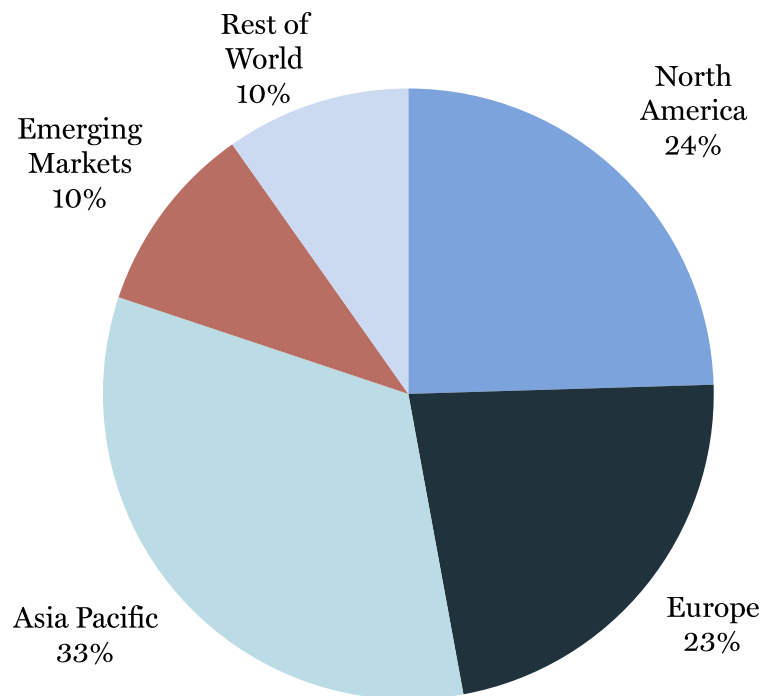
Source: Walter Scott, MSCI. Sector and regional distribution are subject to change and may not be representative of future portfolio composition. Please refer to the appendix for important information and related portfolio holding and allocations in section 17.2. *Cash Return on Capital Employed calculation excludes Financials and Real Estate holdings. **Representative turnover has been shown. Full details of characteristics calculation methodology available upon request. ***A representative international equity portfolio was used to illustrate this strategy. Past performance is not a guide to future performance and returns may also increase or decrease as a result of currency fluctuations. As portfolio companies report at different dates throughout the year, the revenue breakdown table shows the reported sales breakdown from the most recently reported annual results as at 31 March 2019. Please refer to the appendix for information related to revenue breakdown in section 17.2.

REPRESENTATIVE INTERNATIONAL PORTFOLIO DISTRIBUTION
AS AT 31 MARCH 2019

PORTFOLIO BY COMPANY DOMICILE

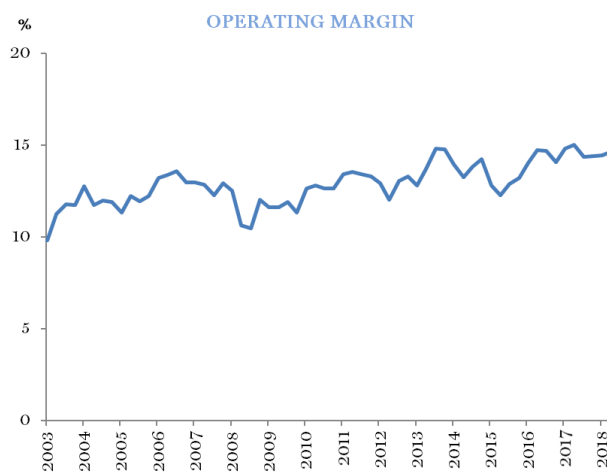
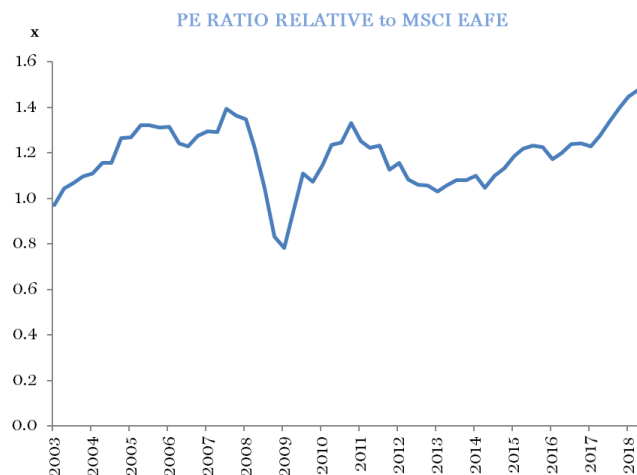
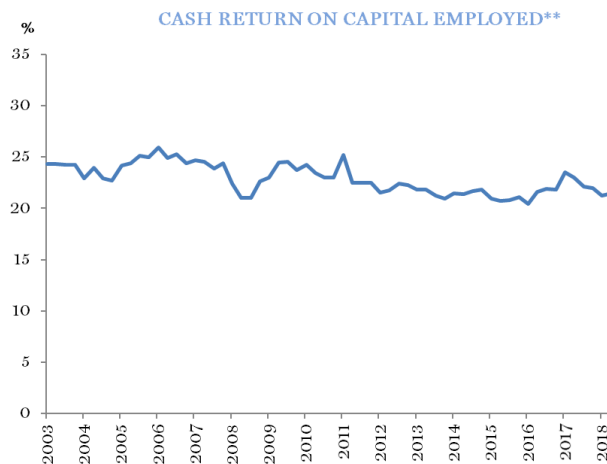
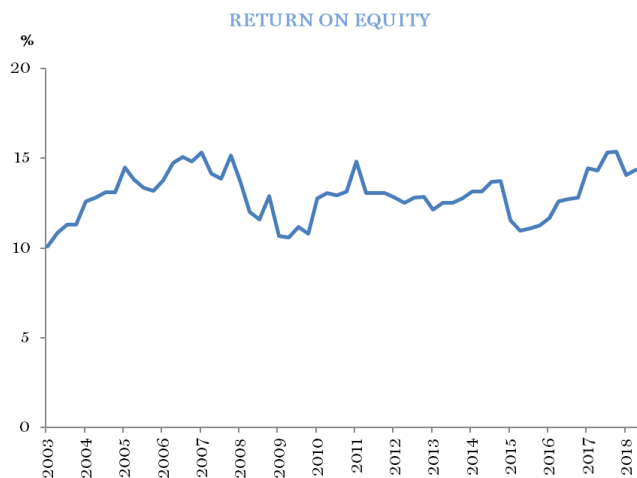


PORTFOLIO BY REVENUE BREAKDOWN



Source: Walter Scott. A representative Walter Scott international equity portfolio was used to illustrate this strategy. As portfolio companies report at different dates throughout the year, the revenue breakdown chart shows the reported sales breakdown from the most recently reported annual results as at 31 March 2019. Please note that these figures are an approximation as companies report geographical segments differently. For example, some businesses include Africa and the Middle East within Europe, others report on Americas rather than North America; Asia will quite often contain emerging Asia. Furthermore, some companies report on 'rest of the world', 'other international' or a 'global business segment' which is accounted for under the 'Rest of World' segment in the revenue breakdown chart.

INTERNATIONAL PORTFOLIO CHARACTERISTICS
AS AT 31 MARCH 2019



	Ventura County Employees	MSCI EAFE
ROE*	14.2%	10.7%
CROCE**	21.0%	15.0%
Operating Margin	14.3%	10.0%
Net Debt to Equity***	23%	75%
P/E	21.7x	14.7x
Dividend Yield	2.2%	3.4%
Number of securities	50	920
Turnover (12 mths)****	6%	-
Active Share	83%	-

Source: Walter Scott, FactSet. A representative international portfolio was used to illustrate the long term charts for this strategy. *Walter Scott defined methodology which may vary from MSCI index figures. **Cash Return on Capital Employed calculation excludes Financials and Real Estate holdings. ***Net Debt to Equity ex Financials. ****Representative turnover has been shown. Past performance is not a guide to future performance and returns may also increase or decrease as a result of currency fluctuations. Full details of characteristics calculation methodology available upon request.

ACTIVITY
TWELVE MONTHS TO 31 MAY 2019

PURCHASES

Ascendas REIT (Apr 19)	Ascendas REIT (A-REIT) is one of Singapore's largest real estate investment trusts. Its property portfolio is well diversified and skewed towards categories that are in the ascendancy, particularly as government policy aims to transition Singapore into a global hub for R&D, knowledge-intensive and high-value industries.
Galp Energia (Apr 19)	Portuguese integrated energy company Galp Energia has transformed its financial profile through a focus on growing its upstream business. Underpinned by its large resource base in Brazil, the attractive economics of this incremental production, together with the scale benefits it will bring, bodes well for future profitability.
Makita (May 19)	Makita is a leading Japanese manufacturer of a diverse range of high quality, high performance power tools for professional use worldwide. The company has dominant positions in Japan and Western Europe and enjoys high exposure to faster growing emerging markets. Its strength in lithium-ion power tools ensures high margins.
Sysmex (Jan 19)	Sysmex is a world leader in diagnostic testing, supplying instruments and reagents that are essential for medical check-ups, treatment and ongoing disease management. About 90% of its revenues come from in vitro diagnostics, a market that is expected to grow with the greater focus on early detection and preventative healthcare.
VAT Group (Jan 19)	VAT Group is the world's dominant supplier of high-end vacuum sealing technologies, which are critical to manufacturing processes requiring ultra-clean process environments. VAT's largest customers are original equipment manufacturers whose products are used by manufacturers of semiconductors and flat panel displays.

SALES

China Mobile (Jul 18)	The sale of China Mobile was driven by the upcoming introduction of 5G, with a full commercial rollout expected in 2020. This will lead to a significant increase in capital investment for China Mobile. Regulatory headwinds have also significantly dampened China Mobile's profit from the 4G cycle.
Denso (Apr 19)	Denso is currently investing hard to retain its position as a leading components provider within the autos sector. Given the increased competition in component supply, driven by the move to electric vehicles, and the permeation of electronics into autos, we decided to sell the holding.
EssilorLuxottica (Apr 19)	Although we believe that EssilorLuxottica will be a powerful player in the growth market of corrective eyewear over the long term, we were uncomfortable with recent suggestions of governance conflicts between the two entities and the potential negative operational impact on the business. We therefore decided to sell the position.
Inpex Corporation (Jun 18)	The investment rationale for Inpex Corporation was centred around the company's large-scale Australian LNG project, Ichthys. The stock has been a strong performer since oil prices bottomed in 2016 and with the project near completion, the decision was taken to sell the position.
Rinnai (Mar 19)	The recent performance of Rinnai's domestic business raised concerns about its ability to sustain the kind of growth expected at the outset of the investment. In light of the diminished conviction in the position, Rinnai was sold from the portfolio.

Source: Walter Scott. The information provided should not be considered a recommendation to purchase or sell any particular security. There is no assurance that any securities discussed herein will remain in a portfolio at the time this report is received or that securities sold have not been repurchased. Please refer to the appendix for important information and related portfolio holding and allocations in section 17.2.

INVESTMENT TEAM
AS AT 31 MARCH 2019

Jane Henderson
Managing Director

Roy Leckie
Investment Director

Charles Macquaker
Investment Director

Investment Executive

Alex Torrens & Alan Edington*
Co-Heads of Research

EMEA

Fiona MacRae
Tom Miedema
Paul Loudon
Gareth Evans
Laura Clark

Americas

Lindsay Scott
Fraser Fox
Yuanli Chen
Jamie Zegleman
Matthew Gerlach
Joseph Friedland

Asia

Des Armstrong
Alan Lander
Maxim Skorniakov
Ashley-Jane Kitchen

Research Team

The wider investment team includes Investment Operations, a Desk Assistant, Dealing, Portfolio Implementation, Cash Management and Client Service not listed here.

*Alex Torrens is in the EMEA team, Alan Edington is in the Asia team.

INVESTMENT TEAM EXPERIENCE
AS AT 31 MARCH 2019

NAME	TITLE	YEAR JOINED FIRM	FIRM TENURE (YRS)	INDUSTRY EXPERIENCE (YRS)
Jane Henderson	Managing Director	1995	23	23
Charles Macquaker	Investment Director	1991	27	27
Roy Leckie	Investment Director	1995	23	23
Alex Torrens	Co-Head of Research	2010	8	8
Alan Edington	Co-Head of Research	2012	7	9
Fiona MacRae	Investment Manager	2014	4	31
Maxim Skorniakov	Investment Manager	2003	15	15
Fraser Fox	Investment Manager	2003	15	15
Lindsay Scott	Investment Manager	2004	14	16
Des Armstrong	Investment Manager	2004	14	14
Yuanli Chen	Investment Manager	2006	12	17
Alan Lander	Investment Manager	2006	12	12
Thomas Miedema	Investment Manager	2007	11	12
Jamie Zegleman	Investment Manager	2008	10	10
Paul Loudon	Investment Manager	2014	4	6
Matthew Gerlach	Investment Analyst	2016	3	3
Gareth Evans	Investment Analyst	2016	2	13
Ashley-Jane Kitchen	Investment Analyst	2017	2	4
Laura Clark	Investment Analyst	2017	1	1
Joseph Friedland	Investment Analyst	2019	<1	<1

The wider investment team includes Investment Operations, a Desk Assistant, Dealing, Portfolio Implementation, Cash Management and Client Service not listed here.

WALTER SCOTT USD COMPOSITE PERFORMANCE SCHEDULE
AS AT 31 MARCH 2019

PERCENTAGE RETURNS IN USD, ANNUALISED FROM TWO YEARS ONWARDS

Period	Quarter	One Year	Three Years	Five Years	Ten Years	Fifteen Years	Twenty Years	Twenty-Five Years	Thirty Years
Walter Scott Global Equities	15.6	13.2	15.0	10.5	13.8	10.2	9.8	10.5	10.9
MSCI World (ndr)	12.5	4.0	10.7	6.8	12.4	6.8	4.8	7.0	6.8
Walter Scott International Equities [#]	11.5	4.9	11.8	7.2	10.9	8.1	7.7	7.9	8.8
MSCI EAFE (ndr)	10.0	-3.7	7.3	2.3	9.0	5.1	3.9	4.9	4.5
Walter Scott Europe Equities [*]	12.2	4.9	9.8	5.3	12.4	9.0	-	-	-
MSCI Europe	10.8	-3.7	6.6	1.0	8.9	5.2	-	-	-
Walter Scott USA Equities	15.2	14.8	16.4	11.6	15.7	-	-	-	-
MSCI USA (ndr)	13.7	8.8	12.9	10.1	15.2	-	-	-	-
Walter Scott Emerging Markets Equities	11.0	-5.6	7.6	3.0	9.5	10.1	10.3	-	-
MSCI Emerging Markets (ndr)**	9.9	-7.4	10.7	3.7	8.9	7.9	8.4	-	-
Walter Scott USA Dividend Growth Equities	13.3	11.3	9.3	8.8	14.5	-	-	-	-
MSCI USA (ndr)	13.7	8.8	12.9	10.1	15.2	-	-	-	-
Walter Scott International Dividend Growth Equities ^{##}	11.1	4.3	8.0	5.3	10.6	-	-	-	-
MSCI EAFE (ndr)	10.0	-3.7	7.3	2.3	9.0	-	-	-	-
Walter Scott Pacific Equities	10.5	-3.3	12.2	-	-	-	-	-	-
MSCI Pacific (ndr)	8.5	-3.9	8.8	-	-	-	-	-	-

Walter Scott claims compliance with the Global Investment Performance Standards (GIPS®). Performance is shown gross of investment management fees.

Source: Walter Scott, MSCI. [#]Walter Scott International USD Equities is also known as the Walter Scott EAFE USD Equities Composite. ^{##}Walter Scott International Dividend Growth Equities USD Composite is also known as the Walter Scott EAFE Dividend Growth Equities USD Composite. As of 29 October 2018, the Walter Scott EAFE Income Growth Equities Composite has been renamed the Walter Scott EAFE Dividend Growth Equities Composite and the Walter Scott USA Income Growth Equities Composite has been renamed the Walter Scott USA Dividend Growth Equities Composite. ^{*}Walter Scott Europe Equities EUR Composite currency converted from euros to US dollars. ^{**}Prior to 1st January 2001, data for MSCI Emerging (gdr) is used, as MSCI Emerging (ndr) was not yet in existence. Past performance is not a guide to future performance and returns may also increase or decrease as a result of currency fluctuations. Please refer to the appendix for important information and related performance disclosure in section 17.4.

WALTER SCOTT

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On behalf of us all,
thank you.

APPENDIX

1. DEFINITION OF FIRM

Walter Scott & Partners Limited (“Walter Scott”) is an investment management firm authorised and regulated in the United Kingdom by the Financial Conduct Authority in the conduct of investment business. Walter Scott is a non-bank subsidiary of The Bank of New York Mellon Corporation. Walter Scott is responsible for portfolios managed on behalf of pension plans, endowments and similar institutional investors. Total assets under management were US\$66.6 billion as at 31 March 2019.

2. PRIVACY NOTICE

Personal information may be collected by Walter Scott following attendance at, or registration to attend, a Walter Scott, affiliate or partner event and will be used solely for the purpose of facilitating the provision of investment management services and managing business relationships. For more information about how Walter Scott collects, uses and shares personal information and an individual’s legal rights (including opt-out rights), please see the full privacy notice which is available on the website: www.walterscott.com/privacy-policy.

3. FIRM COMPOSITES

Walter Scott constructs composites of portfolios invested in equities. They include US dollar composites for EAFE, Global, European and Emerging Markets mandates, Canadian dollar composites for EAFE and Global mandates, and a number of others.

Composites include all portfolios managed by Walter Scott where the company has full discretionary authority. No non-fee paying portfolios are included in the composites presented in this report. Portfolios where Walter Scott acts in an advisory only role are excluded from composites.

Composite figures in this presentation are extracted from one or more of the composites reports prepared by Walter Scott in compliance with the Global Investment Performance Standards (GIPS). The effective date of compliance of the Firm with GIPS standards is 1 January 1994.

4. CALCULATION METHODOLOGY

Performance results are calculated on a total return time weighted basis and include all portfolio income, unrealised and realised capital gains, contributions and withdrawals and are geometrically linked. Cash and cash equivalents are included in total portfolio assets and in the return calculations. Trade date accounting is used for valuations. For periods less than one year, rates of return are not annualised.

The composite shown is an aggregation of portfolios representing a similar investment strategy. Composites are size-weighted using beginning of period values to weight portfolio returns. Portfolios are included in a composite beginning with the first full month of performance and until the month immediately prior to termination of an account.

Annualised return represents the level annual rate which, if earned each year in a multiple-year period, would produce the actual cumulative rate of return over the whole period.

5. FEES AND TRADING EXPENSES

Composites are net of trading expenses, administrative fees and non-reclaimable withholding taxes on dividends and interest. Withholding taxes vary depending upon the country of investment, which typically range between 0% and 30%. Benchmark returns are net of withholding taxes on dividends unless otherwise stated. Performance results net of fees are available on request.

6. INTERNAL DISPERSION

The internal dispersion measure presented is the equal-weighted standard deviation of the annual returns of all the portfolios that were included in the composite for the entire period, but is not appropriate for less than five portfolios.

7. COMPOSITE CREATION DATE

The composite creation date is the date on which Walter Scott first grouped portfolios to create the composite.

8. MINIMUM PORTFOLIO VALUE

From 1 October 2014, a minimum asset level for inclusion in all composites has been set at US\$2m or composite currency equivalent. Portfolios that have previously been below this level must maintain a market value greater than US\$2m for three consecutive month-ends prior to being included in the composite (from the following month). Similarly, if a portfolio’s market value has dropped below this threshold, the month-end market value must remain below this level for three consecutive month-ends before being excluded from the next month.

9. STANDARD DEVIATION

The three-year annualised standard deviation measures the variability of the composite and the benchmark returns over the preceding 36-month period. The standard deviation is not presented when monthly returns were not available throughout the full 36-month period.

10. EXCHANGE RATES

WM/Reuters Closing Spot rates (taken at 4pm London time) are used in portfolio and composite level return calculations. Prior to 1 October 2014, composite return calculations were based on custodian exchange rates at the individual portfolio level. This created additional transient dispersion between the returns of portfolios which make up the composite. Benchmark data also uses the WM/Reuters Closing Spot rates.

11. LEVERAGE, DERIVATIVES AND SHORT POSITIONS

Walter Scott does not generally use derivatives, but American style currency options have been used occasionally for hedging purposes (most recently held in 2007). Walter Scott does not use leverage or short positions.

APPENDIX

12. FIRM POLICIES

Policies for valuing portfolios, calculating performance, and preparing compliant presentations are available upon request.

13. BENCHMARK DEFINITIONS

Walter Scott compares its composites against the published MSCI indices as shown in this presentation. Further information on these indices can be found at: www.msci.com

14. COMPOSITE DESCRIPTIONS

Walter Scott applies the same investment philosophy and process across all portfolios, regardless of size, mandate type or base currency.

Walter Scott uses broad inclusion criteria for its composites. Some composites may contain portfolios that have ethical or other investment restrictions, and portfolios that are subject to different tax regimes. Although these mandate differences can lead to some performance dispersion within composites, Walter Scott believes that its composite methodology accurately reflects the firm's investment record. The returns for each composite are shown alongside the relevant benchmark.

Walter Scott has been independently verified from 1 January 1994. Performance data for the full history of some composites has not been shown. This information is available on request.

A description of each composite included in this report follows. A full list of the firm's composite descriptions is available on request.

Walter Scott Global Equities USD

This composite includes all global equity portfolios with a US dollar base currency that have broadly similar mandates and guidelines.

Walter Scott EAFE Equities USD

This composite includes all global ex USA equity portfolios with a US dollar base currency that have broadly similar mandates and guidelines.

Walter Scott Europe Equities EUR

This composite includes all European equity portfolios with a euro base currency that have broadly similar mandates and guidelines.

Walter Scott USA Equities USD

This composite includes all USA equity portfolios with a US dollar base currency that have broadly similar mandates and guidelines.

Walter Scott Emerging Markets Equities USD

This composite includes all emerging market equity portfolios with a US dollar base currency that have broadly similar mandates and guidelines.

Walter Scott USA Dividend Growth Equities USD

This composite includes all US dollar based USA equity portfolios that are managed with an emphasis on dividend growth that have broadly similar mandates and guidelines.

Walter Scott EAFE Dividend Growth Equities USD

This composite includes all US dollar based global ex USA equity portfolios that are managed with an emphasis on dividend growth that have broadly similar mandates and guidelines.

Walter Scott Pacific Equities USD

This composite includes all Pacific equity portfolios with a US dollar base currency that have broadly similar mandates and guidelines.

15. FEE SCHEDULE

Unless otherwise stated, returns are calculated gross of advisory fees, and include the reinvestment of dividends. The effect of advisory fees could be material. If the advisory fees were reflected, the performance shown would be lower. As an example of the effect of investment advisory fees on the total value of an account, a three year compound return before the deduction of investment advisory fees of 14.75% would be 13.61% after investment advisory fees of 1.00% per annum.

16. COMPLIANCE STATEMENT

Communication of performance figures reflected in this document must be on a one-on-one basis, private and of a confidential nature. They may not be disseminated to the public in any print, electronic or other medium, including a web-site or any database of general circulation. The following disclosures must be provided in writing when onwardly communicating these performance figures.

- Unless otherwise stated performance figures do not reflect the deduction of investment advisory fees.
- Returns will be reduced by investment advisory fees and any other expenses that may be incurred in the management of an account.

APPENDIX

17. IMPORTANT INFORMATION

17.1 Walter Scott's Investment Approach

This presentation contains certain statements based on Walter Scott's experience and expectations about the markets in which it invests its portfolios and about the methods by which it causes its portfolios to be invested in those markets. Those statements are not guaranties of future performance and are subject to many risks, uncertainties and assumptions that are difficult to predict. The information in this presentation is subject to change and Walter Scott has no obligation to revise or update any statement herein for any reason. The opinions expressed in this presentation are those of Walter Scott and should not be construed as investment advice.

17.2 Portfolio Holdings and Allocations

Portfolio data should not be relied upon as a complete listing of the portfolio's holdings (or top holdings) as information on particular holdings may be withheld. Portfolio holdings are subject to change without notice and may not represent current or future portfolio composition. The portfolio date is 'as of' the date indicated.

The information provided in this document should not be considered a recommendation to purchase or sell any particular security. There is no assurance that any securities discussed herein will remain in a portfolio at the time this report is received or that securities sold have not been repurchased. The securities discussed do not represent an entire portfolio and in the aggregate may represent only a small percentage of a portfolio holdings.

It should not be assumed that any of the securities transactions or holdings discussed were or will prove to be profitable, or that the investment recommendations or decisions Walter Scott make in the future will be profitable or will equal the investment performance of the securities discussed herein.

The allocation distribution and actual percentages may vary from time to time. The types of investments presented in the allocation chart will not always have the same comparable risks and returns. The actual performance of the portfolio will depend on Walter Scott's ability to identify and access appropriate investments, and balance assets to maximise return while minimising its risk. The actual investments in the portfolio may or may not be the same or in the same proportion as those shown above.

17.3 Third Party Sources

Some information contained herein has been obtained from third party sources that are believed to be reliable, but the information has not been independently verified by Walter Scott. Walter Scott makes no representations as to the accuracy or the completeness of such information and has no obligation to revise or update any statement herein for any reason.

17.4 Performance Statement

Past performance is not a guide to future returns and returns may increase or decrease as a result of currency fluctuations. The objective mentioned may therefore not be reached. Many factors affect investment performance including changes in market conditions, interest rates, currency fluctuations, exchange rates and in response to other economic, political, or financial developments. Investment return and principal value of an investment will fluctuate, so that when an investment is sold, the amount returned may be less than that originally invested. This presentation does not represent and must not be construed as an offer or a solicitation of an offer to buy or sell securities, commodities and/or any other financial instruments or products. This presentation may not be used for the purpose of an offer or solicitation in any jurisdiction or in any circumstances in which such offer or solicitation is unlawful or not authorised.

17.5 MercerInsight Important Notices

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The application does not contain investment advice relating to your particular circumstances. No investment decision should be made based on information taken from the application without first obtaining appropriate professional advice and considering your circumstances.

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17.6 Performance Indices

Comparisons to the indices have limitations because the volatility and material characteristics of the indices represented in this presentation may be materially different from that of the portfolio managed by Walter Scott. Because of these differences, investors should carefully consider these limitations when evaluating the performance in comparison to benchmark data as provided herein. Where referencing MSCI or any other index performance figures:

APPENDIX

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The term 'sector' in this document is a contraction of 'GICS Sector' unless explicitly noted otherwise.

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17.7 Benchmark Definitions

MSCI World

The MSCI World Index is a broad global equity benchmark that represents large and mid cap equity performance across 23 developed markets countries. With approximately 1,650 constituents, it covers around 85% of the free float-adjusted market capitalisation in each country and MSCI World benchmark does not offer exposure to emerging markets. Further information can be found at www.msci.com

MSCI EAFE (Europe, Australasia, Far East)

The MSCI EAFE Index is designed to represent the performance of large and mid cap securities across 21 developed markets, including countries in Europe, Australasia and the Far East, excluding the US and Canada. With approximately 900 constituents, it covers around 85% of the free float-adjusted market capitalisation in each of the 21 countries. Further information can be found at www.msci.com

MSCI Europe

The MSCI Europe Index represents the performance of large and mid cap equities across 15 developed countries in Europe. With approximately 450 securities it covers around 85% of the free float-adjusted market capitalisation in each country. Further information can be found at www.msci.com

MSCI USA

The MSCI USA Index is designed to measure the performance of the large and mid cap segments of the US market. With approximately 600 constituents, the index covers around 85% of the free float-adjusted market capitalisation in the US. Further information can be found at www.msci.com

MSCI Emerging Markets

The MSCI Emerging Markets Index represents the performance of large and mid cap equities across 24 Emerging Market countries. With approximately 1,150 constituents, it covers around 85% of the free float-adjusted market capitalisation in each of the 24 countries. Further information can be found at www.msci.com

MSCI Pacific

The MSCI Pacific Index captures large and mid cap representation across 5 Developed Markets (DM) countries in the Pacific region. With approximately 450 constituents, the index covers approximately 85% of the free float-adjusted market capitalisation in each country. Further information can be found at www.msci.com

17.8 Private Fund Information and Risks

The interests in a private fund (the "Fund" or "Interests") have not been approved or disapproved by the U.S. Securities and Exchange Commission (the "SEC") or by the securities regulatory authority of any state or of any other jurisdiction. The Interests have not been registered under the Securities Act of 1933, as amended (the "Securities Act"), the securities laws of any other state or the securities laws of any other jurisdiction, nor is such registration contemplated. The Fund will not be registered as an investment company under the Investment Company Act of 1940, as amended (the "1940 Act"). Consequently, limited partners of the Fund are not afforded the protections of the 1940 Act.

This material is for use with qualified investors only, and not for use with the general public. Accordingly, this document must not be acted on or relied on by persons who are not qualified persons. The Interests are offered only to qualified investors who do not require immediate liquidity of the investment. An investment in the Fund does not constitute a complete investment program. Investors must fully understand and be willing to assume the risks involved in the Fund's investment program.

This presentation shall not constitute an offer to sell or the solicitation of any offer to buy Interests, which may only be made at the time a qualified offeree receives a confidential offering memorandum describing the offering and related subscription agreement. These securities shall not be offered or sold in any jurisdiction in which such offer, solicitation or sale would be unlawful until the requirements of the laws of such jurisdiction have been satisfied.

This material is confidential and not to be reproduced or redistributed in whole or in part without the prior written consent of the manager. The information in this presentation is only as current as the date indicated, and may be superseded by subsequent market events or for other reasons. Nothing contained herein constitutes investment, legal, tax or other advice nor is it to be relied on in making an investment or other decision.

APPENDIX

BNY Mellon Investment Management Cayman Ltd., (the “Manager”) a Cayman Islands exempted company, serves as Manager to the Fund and is responsible for the overall management of the Fund. The Manager has delegated day-to-day portfolio management responsibility of the Fund to Walter Scott (the “Investment Manager”).

Investments in private funds are speculative and involve special risks. Investments in private funds may be suitable only for certain investors. The following is not an inclusive list of all risk factors applicable to hedge funds and private funds: Funds often engage in investment practices that may increase the risk of investment loss. An investor could lose all or a substantial portion of his or her investment. Private funds are generally not subject to the same regulatory oversight and/or regulatory requirements as mutual funds. Due to the fund’s tax structure, it may take longer to distribute important tax information. Funds may not be required to provide daily valuation information to investors. Performance may be volatile. There can be no assurance that a fund’s objectives will be met. Fees and expenses may offset an investor’s profits. The investment adviser has total discretion over strategy selection and allocation decisions. A lack of manager and/or strategy diversification may result in higher risk. There is generally no secondary market for an investor’s interest in a privately-offered fund. Any potential risk factors discussed in connection with this presentation are not intended to be a complete list of risks associated with an investment in any fund. A more comprehensive description of the private fund’s investment philosophy and the potential risk factors are outlined in the offering memorandum of each private fund.

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Part of  BNY MELLON

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July 15, 2019

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

SUBJECT: \$50 MILLION INVESTMENT IN HARBOURVEST PARTNERS REAL ASSETS FUND IV

Dear Board Members:

Attached is a memo from NEPC recommending a \$50 million investment in Harbourvest Partners Real Assets Fund IV. Staff concurs with NEPC's investment recommendation.

Discussion

The Board adopted a revised asset allocation plan at its meeting of May 20, 2019, with a dedicated 7% allocation to real assets. Real assets are intended to provide long-term uncorrelated and "real" after inflation returns. NEPC's 2019 5 - 7 years asset class assumptions include a 7.8% return for diversified real assets.

HarbourVest's Real Assets Fund IV would be VCERA's first dedicated real assets commitment. Investments will be in secondary and co-investments, and opportunistically in primary investments diversified across energy, power, infrastructure, and natural resources. HarbourVest is targeting a net IRR of 17%, and a multiple of invested capital of 1.7x. As of 12/31/18, HarbourVest's prior fund, Real Assets Fund III, was 77% committed, with a multiple of invested capital of 1.3x and IRR of 36.5%.

Fees will be based on committed capital. Clients are eligible for a 5-basis points discount for participating in the 8/21/19 closing, and potentially other aggregated NEPC client discounts.

Since 2013, VCERA has committed \$67.5, \$60, and \$40 million in Harbourvest's Dover Funds VIII, IX, and X respectively; and, \$30 and \$35 million in Co-Investment Funds IV and V, respectively.

THEREFORE, IT IS RECOMMENDED THAT THE BOARD:

- 1. Approve an allocation of \$50 million to Harbourvest Partners' Real Assets Fund IV; and,**
- 2. Subject to successful contract negotiations and legal approval, the Board authorize the Board Chair or the Retirement Administrator to approve and execute the required documentation.**

Respectfully submitted,

Dan Gallagher
Chief Investment Officer



To: Ventura County Employees' Retirement Association
From: NEPC Consulting Team
Date: July 15, 2019
Subject: HarbourVest Real Assets Fund IV, L.P. Recommendation

Recommendation

VCERA staff and NEPC recommend that the Board of the Ventura County Employees' Retirement Association ("VCERA" or the "Plan") considers making a commitment of up to \$50 million to HarbourVest Real Assets Fund IV, L.P. ("Real Assets Fund IV"). VCERA has a history investing with HarbourVest within Private Equity going back to 2013. As of May 31, 2019, VCERA was invested in four HarbourVest Private Equity funds totaling \$192.5 million in commitments with all funds performing well for their respective vintage year. The Real Assets Fund IV is projecting a net IRR of 17%, and TVPI (total value to paid-in which represents the total value projected to be created by the fund) multiple of 1.7x. The NEPC Alternative Assets Committee has a positive view of this product and its investment philosophy, however, due to HarbourVest's relatively short experience within Real Assets, the Real Assets Fund IV has a "2" rating.

Summary

HarbourVest was founded in 1978 and in 1982, the Firm formed its first fund, which was one of the first closed-end, institutionally-backed US private equity fund-of-funds. As the investment team expanded, it offered its first secondary investment in 1986. The Firm has over 500 employees, including 126 investment professionals, 327 administrative professionals, six legal professionals and 41 individuals with other responsibilities. Today, the Firm invests in primary partnership interests, secondary private equity transactions, direct co-investments, private credit and real assets. HarbourVest has invested over \$34 billion in global primary fund investments, over \$19 billion in secondary transactions, and over \$8 billion in direct co-investments. As of September 30, 2018, the Firm has approximately \$58 billion in assets under management. HarbourVest established its first dedicated secondary investment funds in 1991. The Firm's experience and resources have grown with the growth of the secondary private equity industry, with the Firm developing a well-deserved reputation as a leading secondary investor.

Fund Description

HarbourVest is targeting \$700 million in total commitments for HarbourVest Real Assets Fund IV. The Fund's strategy will be like that of its predecessor, HarbourVest Real Assets Fund III ("Fund III") and will seek to construct a diversified real assets portfolio. The Fund has a flexible mandate within real assets but is expected to primarily invest in secondary fund positions and direct investment opportunities, with the potential for some primary fund investments.

255 State Street | Boston, MA 02109 | TEL: 617.374.1300 | www.nepc.com

BOSTON | ATLANTA | CHARLOTTE | CHICAGO | DETROIT | LAS VEGAS | PORTLAND | SAN FRANCISCO



HarbourVest will employ an opportunistic approach towards sector allocation. The team Evaluates an investment based on the risk-adjusted return potential within the current market environment and is considered in conjunction with the Fund's existing allocations. The Fund is expected to have exposure to the following sectors:

- Energy – Including upstream energy, midstream energy, and energy services
- Power – Including both conventional (fossil fuel) and renewable power
- Infrastructure – Potentially including transportation, communication, and other utility infrastructure (in addition to power infrastructure and midstream energy infrastructure)
- Natural Resources – Including investments in the mining, timber, and/or agricultural sectors, electricity generation and transmission, and other related service businesses.

The Fund will be managed by the 10-person real assets team, with the support of the larger HarbourVest organization. The co-heads of the real assets team are Kevin Warn-Schindel and Michael Dean who are both Managing Directors at the Firm. The team has a diverse set of backgrounds and a range of experience levels. Besides the two MDs, the team includes two principals, three vice presidents, a senior associate, and two associates. HarbourVest has indicated that they are actively looking to expand the team, including potentially hiring an additional associate to be based in Toronto, an associate and vice president in Boston, and a principal in Europe. Since 2014, HarbourVest has committed over \$2.2 billion to real assets investments (including \$1.3 billion from dedicated real assets funds).

Importantly, the dedicated real assets team will be supported by the global platform that HarbourVest has built. HarbourVest has over 400 professionals located in nine offices globally. This includes 47 managing directors with an average of 24 years of experience.

HarbourVest has a long track record and strong reputation in private markets secondaries with relationships in both the GP and LP communities. HarbourVest expects that this reputation will help to generate inbound deal flow, particularly for secondary investment opportunities. Deals will also be sourced through its network of relationships, including through limited partners, industry relationships across real assets, and through banking, consulting, legal, and other intermediaries. As of September 2018, HarbourVest reported having over 500 active relationships with general partners and over 600 active relationships with limited partners.

In 2018, HarbourVest reports that the team reviewed \$22 billion of real assets deal flow, consisting of 400 individual positions from over 200 sellers and over 90 direct investment opportunities. Of these, the team made approximately 40 offers representing approximately \$4.1 billion in potential investment volume. Ultimately, HarbourVest made binding bids on 18 deals and closed 15, with a total commitment amount for the year of \$942 million.

HarbourVest is targeting a total of \$700 million for Fund IV. While this represents a considerable increase over Fund III (which had total capital commitments of \$366 million), it is important to note that the real assets team has invested capital into the target sectors on behalf of HarbourVest's other funds (in addition to the dedicated real assets funds).



Like Fund III, the Manager expects that Fund IV will be predominantly allocated to secondary fund investments and direct investment opportunities. Up to 10% of the Fund may be invested in primary fund investments (typically primary fund investments are connected in some way to a secondary or direct investment). Secondary investments may include both traditional secondary purchases (acquiring a single partnership interest or a small portfolio of interests from a single limited partner) and more complex secondary transactions. Complex secondaries may include structures such as whole fund liquidity solutions or spin-outs of captive teams, among others.

Fund III is still in its investment period and is currently 53% allocated to infrastructure and power, 41% to energy, and 6% to natural resources. HarbourVest has indicated that Fund IV is expected to also be overweight to infrastructure and power with less exposure to energy relative to Fund III.

HarbourVest intends to invest Fund IV principally in OECD (Organisation for Economic Co-operation and Development) countries, with a primary focus on North America and a secondary focus on Europe. Fund III is currently allocated approximately 75% to the United States. In addition, HarbourVest can apply leverage of up to 50% of aggregate capital commitments at the portfolio level. Given the focus on secondary fund investing, underlying fund investments may have higher levels of leverage.

HarbourVest launched its dedicated real assets strategy in 2014 with the formation of Real Assets Energy Fund I ("Fund I"). Fund I had a single investor and acquired a single large portfolio of real assets secondary fund interests. In total since 2014, the team has committed over \$2.2 billion to real assets investments (of which, approximately \$1.3 billion has come from dedicated real assets funds).

The track record of the HarbourVest's dedicated real assets vehicles is shown below, with data as of September 30, 2018:

Fund-Level Returns									
Fund	Vintage Year	Capital Committed	Capital Funded	Reported Value	Amount Distributed	Total Value, Net of Carry	TVPI Multiple	DPI Multiple	Current Net IRR
Real Assets Energy Fund I	2014	\$289	\$230	\$149	\$86	\$236	1.0x	0.4x	1.5%
Real Assets Energy Fund II	2015	\$705	\$590	\$761	\$67	\$828	1.4x	0.1x	13.1%
Real Assets Fund III	2016	\$366	\$181	\$218	\$36	\$253	1.4x	0.2x	24.0%
Real Assets Olive Fund	2017	\$101	\$20	\$28	\$0	\$26	1.3x	0.0x	18.0%

HarbourVest is targeting \$700 million in total commitments for Fund IV. The first close occurred on June 28th with \$198 million in commitments.

The Fund will charge a management fee based on capital committed, to be paid quarterly. The management fee rate will vary based on the year of the Fund life, as follows:

- 0.25% for year one
- 0.50% for year two
- 0.85% for year three
- 1.25% for years four through seven
- 1.20% for year eight
- 1.15% for year nine
- 1.10% for year ten
- 0.10% for any additional year



HarbourVest estimates that, based on this base management fee rate, an investor would pay an average of 1.01% per year if there are no fund extensions and 0.75% per year if all four one-year extensions are used.

HarbourVest is offering discount fees for larger investors, and has agreed to treat all NEPC clients in aggregate. Should NEPC clients (in total) commit at least \$75 million to the Fund, all NEPC clients will receive an additional five basis points discount; should NEPC clients commit at least \$150 million, this discount is increased to 10 basis points. In addition, all NEPC clients committing to the Fund by October 15, 2019 will receive a five basis points reduction in the management fee (in addition to any potential discount for size).

HarbourVest will also receive carried interest equal to 12.5% above an 8% preferred return (calculated as an IRR on invested capital) with a 100% catch-up. The Fund will be responsible for organizational costs up to four million dollars and other expenses related to its investments and ongoing management (including costs related to acquisitions, investment monitoring, tax, legal, and other services provided by third parties). The Fund is structured as a Delaware Limited Partnership, with parallel offshore vehicles available.

NEPC Research Ratings Definitions

Rating	Definition
1	A high conviction investment product. Product has a clear and economically-grounded investment thesis, and is managed by an investment team that is sufficiently resourced and incented to execute on the thesis.
2	NEPC has a positive view of the strategy. Strategy has a compelling and sound investment thesis. The manager is sufficiently resourced and incented to execute on the thesis. Strengths outweigh the weaknesses, but the strategy does not meet all requirements for a 1 rating.
3	A satisfactory investment product. The strategy lacks a compelling investment thesis, however there are no significant concerns around the manager's viability.
4	The strategy may have an unclear or ambiguous investment thesis or the manager may lack the ability to execute on the stated thesis. The strategy likely has strengths and weaknesses and the weaknesses may outweigh the strengths.
5	A strategy that lacks an investment thesis or NEPC has no confidence in the manager's ability to execute on the thesis, and/or the investment firm may not be viable. Serious issues have been identified with an investment manager or product. This rating aligns with a Terminate Due Diligence status for client-owned products.
NR	Due diligence has not been sufficiently completed on the product or manager.



HarbourVest Real Assets Program

Ventura County Employees' Retirement Association

July | 2019

access OPPORTUNITY

Table of contents

- I. HarbourVest Overview
- II. Real Assets Approach and Team
- III. Real Assets Market Opportunity
- IV. Real Assets at HarbourVest
- V. Real Assets Fund III Update
- VI. Real Assets Fund IV

Appendix

This document has been prepared for HarbourVest Real Assets Program (July 2019). It has been prepared on the basis that you are an investment professional, is for the sole use of your organization, and should not be shared with any other parties.

These materials do not constitute an offer to sell or the solicitation of an offer to buy interests in any fund or any other investment product sponsored by HarbourVest Partners L.P. or its affiliates ("HarbourVest"), hereafter referred to as the "Fund". Any offering of interests in the Fund will be made by means of delivery of a confidential Private Placement Memorandum or similar materials that contain a description of the material terms of such investment and subscriptions will be accepted solely pursuant to definitive documentation. These materials do not purport to contain all the information relevant to evaluating an investment in the Fund. No sale will be made in any jurisdiction in which the offer, solicitation, or sale is not authorized or to any person to whom it is unlawful to make the offer, solicitation, or sale. Offers and sales of interests in the Fund will not be registered under the laws of any jurisdiction and will be made solely to "qualified purchasers" as defined in the U.S. Investment Company Act of 1940, as amended. These materials are highly confidential and may not be reproduced or redistributed in any format without the express written approval of HarbourVest. An investment in the Fund involves a high degree of risk and therefore should be undertaken only by prospective investors capable of evaluating the risks of the Fund and bearing the risks such an investment represents. There can be no assurance that the Fund will be able to achieve its investment objectives or that the investors will receive a return on their capital. For additional legal and regulatory disclosures, please refer to <http://www.harbourvest.com/important-legal-disclosures>. See also 'Additional Important Information' at the end of these materials.



HARBOURVEST OVERVIEW

HarbourVest at-a-glance

 <p>\$58+ billion total AUM across all strategies</p>	 <p>Private markets specialists in equity, credit, and real assets</p>	 <p>Expertise in primary, secondary, direct co-investments, credit, and real assets</p>
 <p>500+ colleagues over 125 investment professionals</p>	 <p>25 years average industry experience of managing directors</p>	 <p>700+ advisory board seats</p>
 <p>Strong track record over 35+ years</p>	 <p>8,500+ Managers tracked</p>	

As of December 31, 2018

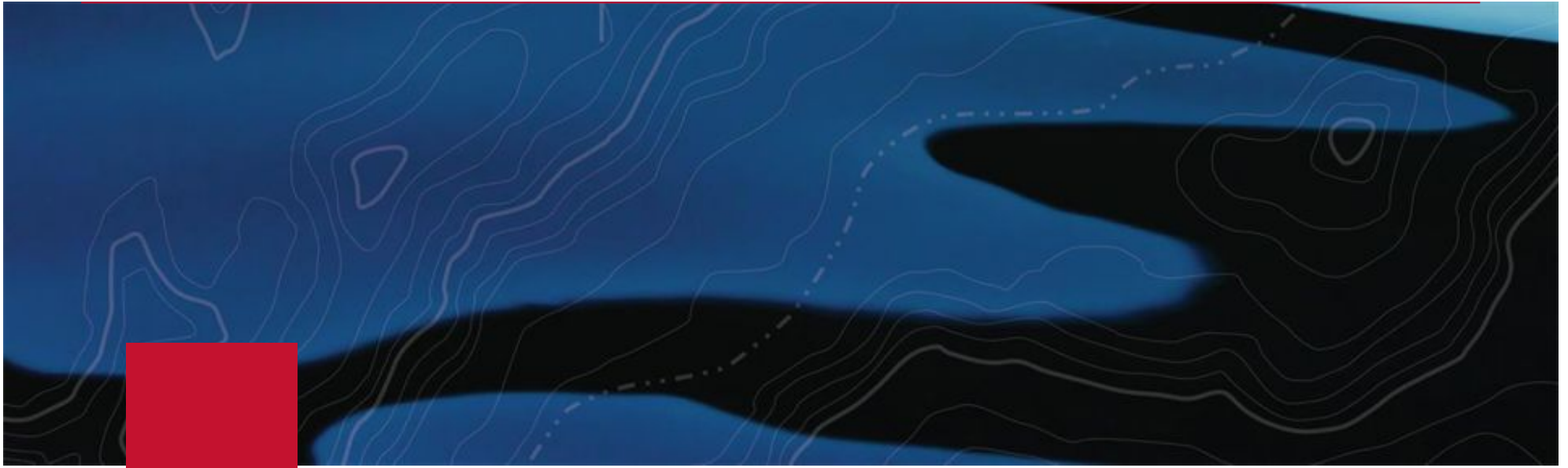
Global Scale – Our market coverage is broad and deep



Americas		EMEA		Asia Pacific	
80	\$41.1	26	\$22.6	23	\$7.2
Investment Professionals	Billion Committed	Investment Professionals	Billion Committed	Investment Professionals	Billion Committed

Expertise Across Capital Structure (Equity and Debt) and Investment Types		
PRIMARY INVESTMENTS	SECONDARY & REAL ASSETS	DIRECT – EQUITY & CREDIT
\$36.8 billion committed	\$23.0 billion committed	\$10.8 billion committed

As of March 31, 2019. Based on primary, secondary, and direct commitments made by HarbourVest in 2018. ○ Indicates HarbourVest team location

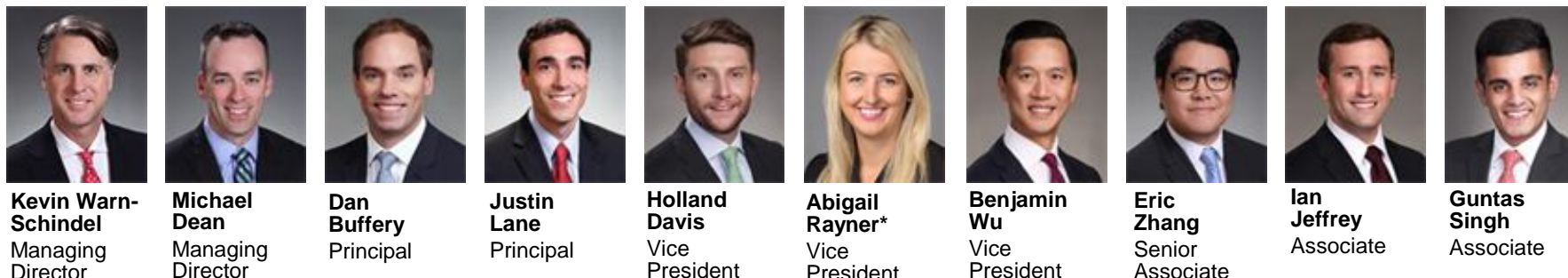


REAL ASSETS APPROACH AND TEAM

HarbourVest real assets team



Specialist expertise in real assets backed by the strength of HarbourVest's global platform



HarbourVest Real Assets Team

Domain Expertise

Team of dedicated investment professionals with decades of real assets experience

- > Strong understanding of complex assets across energy, infrastructure, power and natural resources
- > Deep relationships with sellers, companies, and agents
- > In-depth underwriting analysis



Institutional Platform

100+ global investment professionals

- > Decades of partnership with sellers, intermediaries, and managers

Robust operational support

- > Structuring capabilities enhanced by tax and legal resources

35+ years of institutional knowledge

- > Pattern recognition across cycles

As of March 31, 2019

* This individual is focused on real assets investments as well as investor relations



REAL ASSETS MARKET OPPORTUNITY

Complementary real assets sub-sectors

Seeking attractive risk-adjusted returns spanning the real assets landscape

INFRASTRUCTURE & POWER

Power Generation
Utilities: Transmission & Distribution
Midstream
Transportation
Utilities
Ports



Asset Characteristics

Largely predictable cash flow with low volatility. Long-term contracts often with inflation-linked pricing

ENERGY

Upstream Exploration
Upstream Production
Midstream Energy
Downstream Energy
Energy Services



Asset Characteristics

Positively correlated to inflation. High-quality assets with low-breakeven costs produces value through cycles

NATURAL RESOURCES

Extracted / Harvested
Mining
Timberland
Farmland



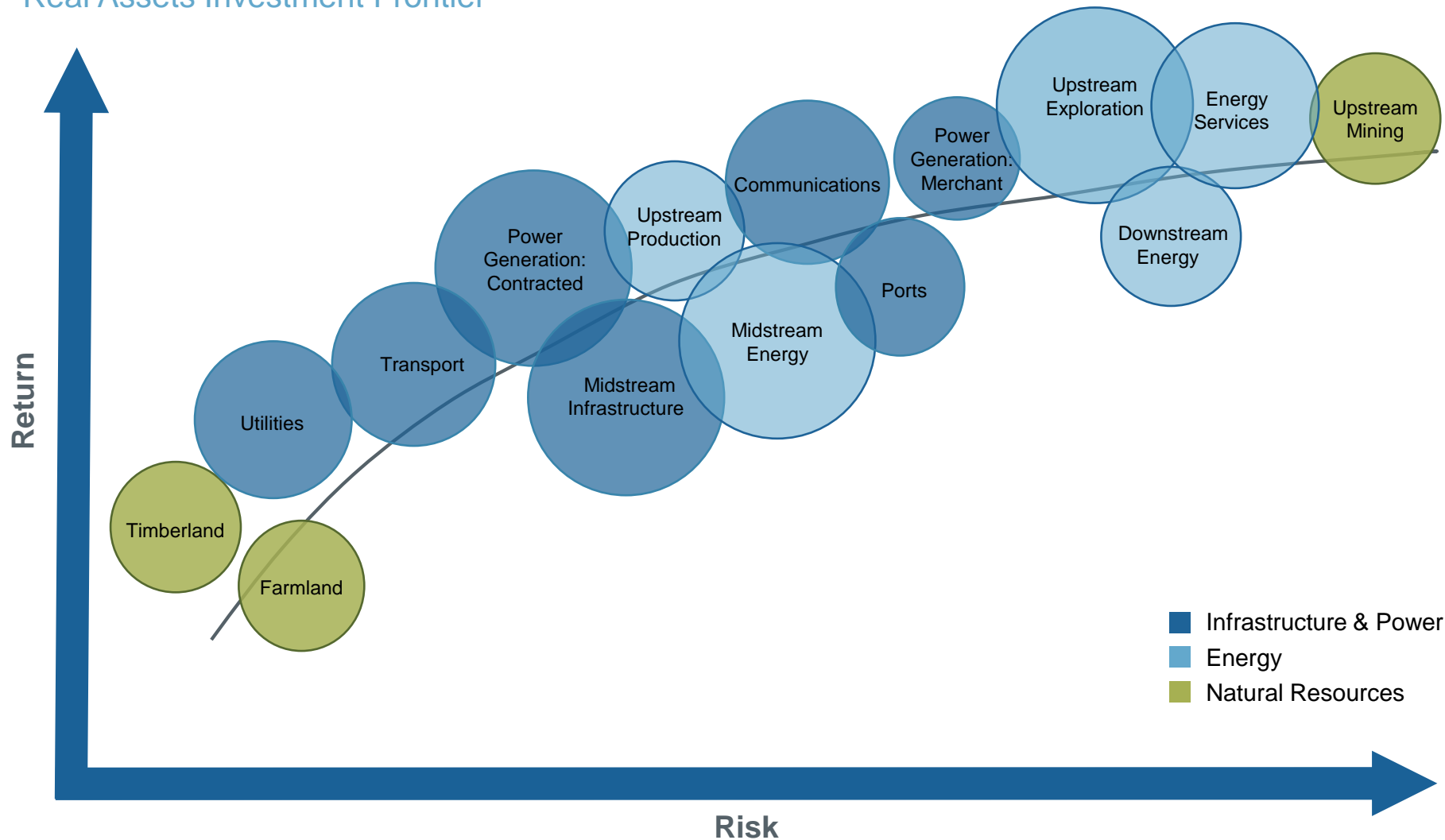
Asset Characteristics

Positively correlated to inflation. Blend of harvested income oriented assets and total return extracted strategies

Diversified risk / return exposure across sub-sectors



Real Assets Investment Frontier



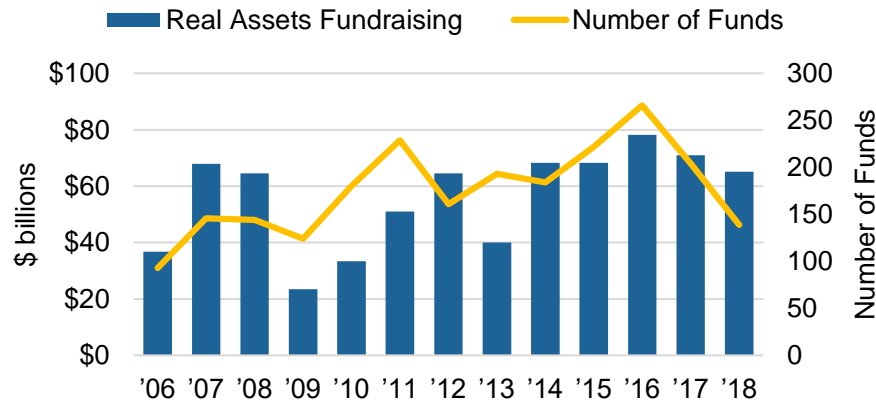
Based on HarbourVest internal analysis. This chart is meant to provide a general illustrative representation of the private markets real assets risk / return profile. Past performance is not a reliable indicator of future results.

Maturing market yielding high-quality opportunities

Large and growing market with few qualified buyers

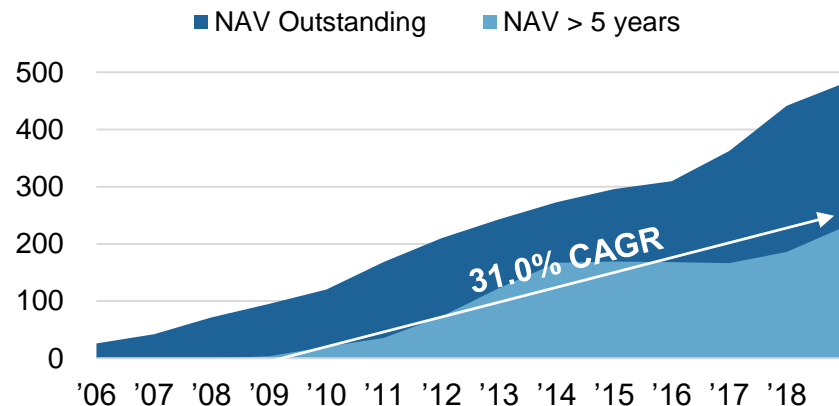
<p>Few managers with the expertise and market access needed to price / execute real assets secondaries</p>	<p>Underdeveloped syndicated co-investment market relative to private equity – opportunity for specialists</p>
<p>Attractive discounts available due to inefficient market and limited competition</p>	<p>High-quality assets available for purchase through single-asset secondary transactions</p>

Real Assets Private Equity Funds Raised – 2006 - 2018¹



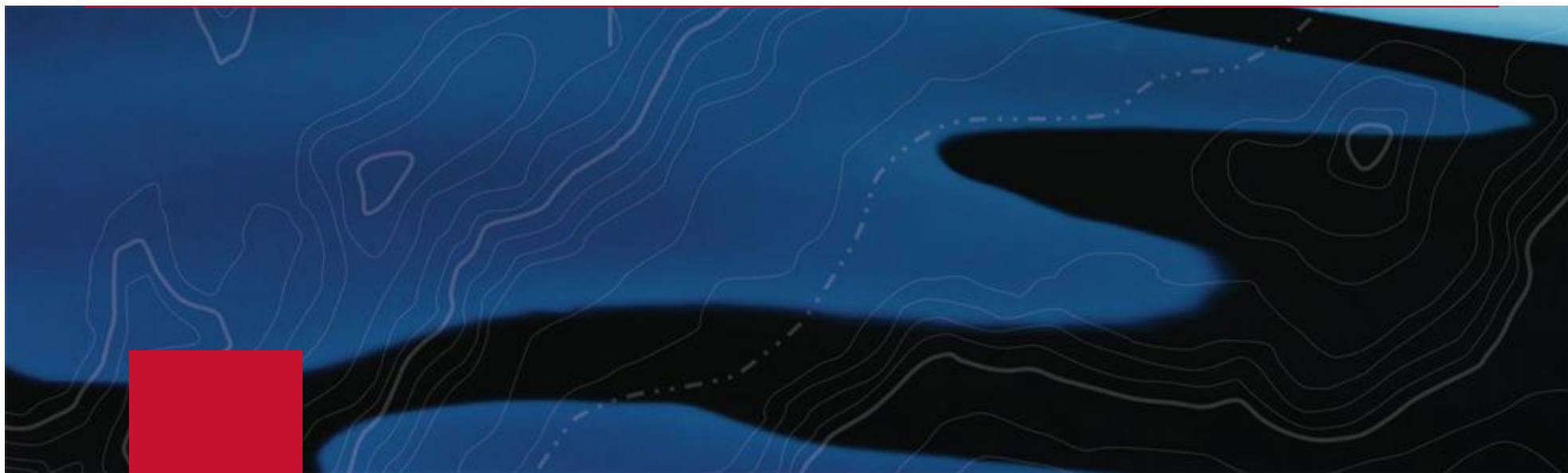
Over **\$700 billion** raised since 2006

Real Assets Secondary Market Opportunity²



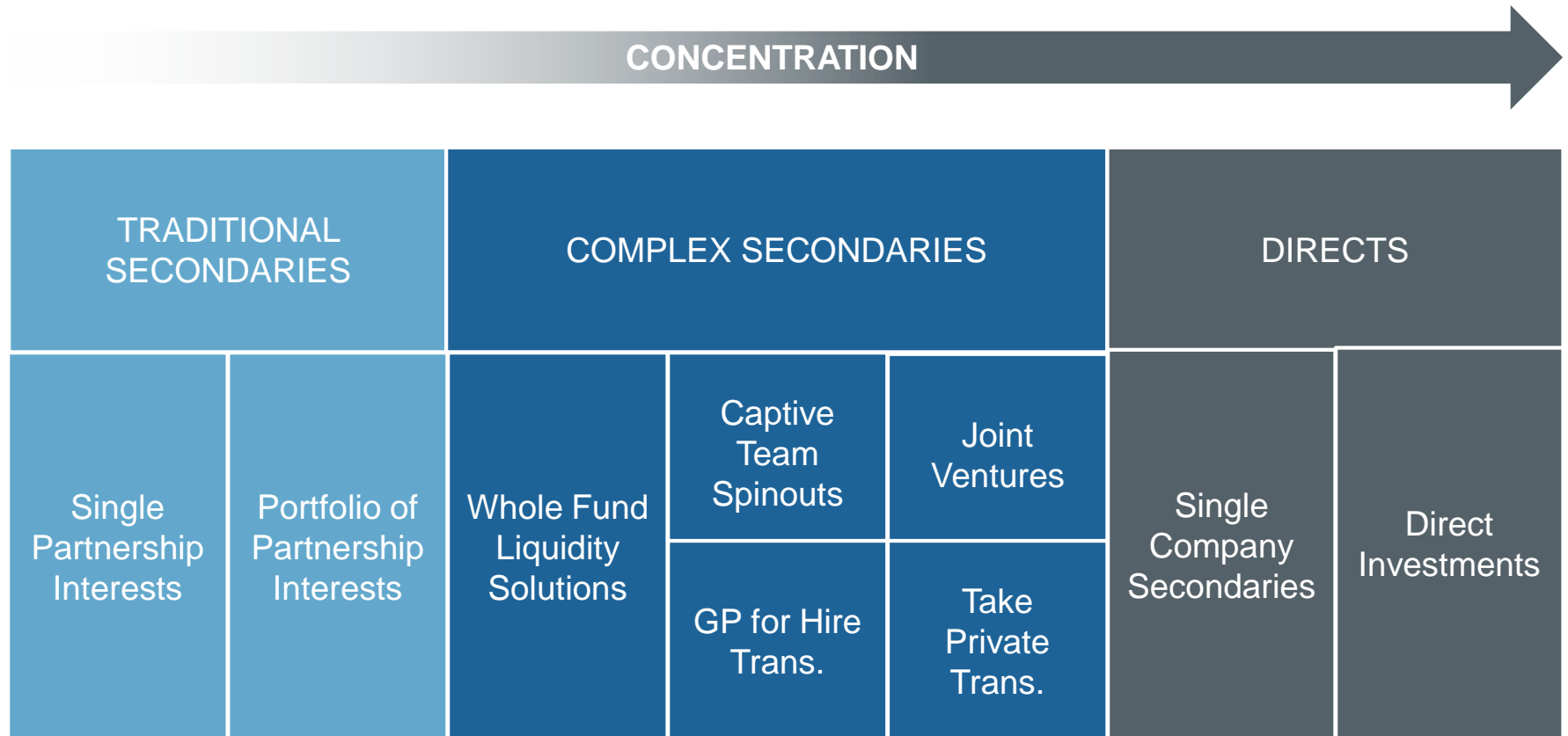
Mature capital growth: <\$100 b in 2011 to >\$200 b today

1. Source: Preqin as of December 31, 2018 2. Source: Cambridge Associates, Preqin, as of December 31, 2018. Past performance is not a reliable indicator of future results.

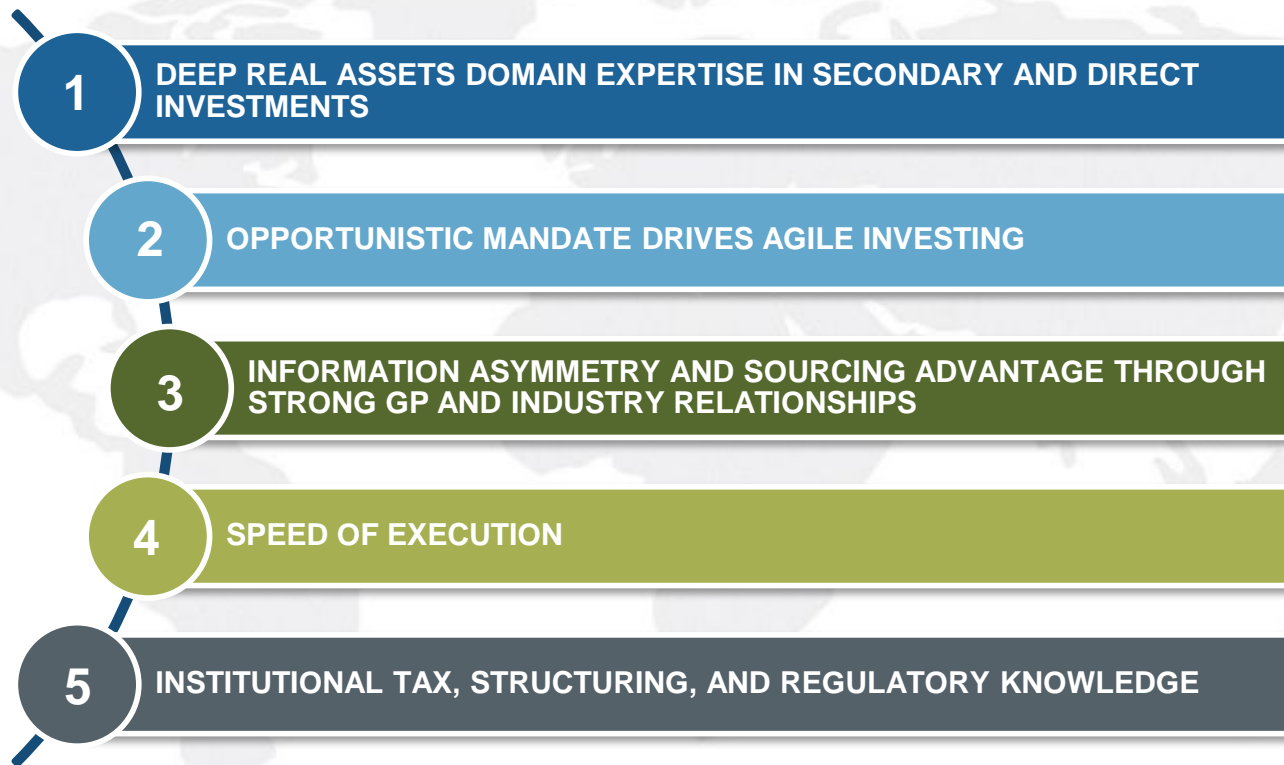


REAL ASSETS AT HARBOURVEST

Real assets transaction types



HarbourVest's differentiation in real assets





REAL ASSETS FUND III

Real Assets Fund III



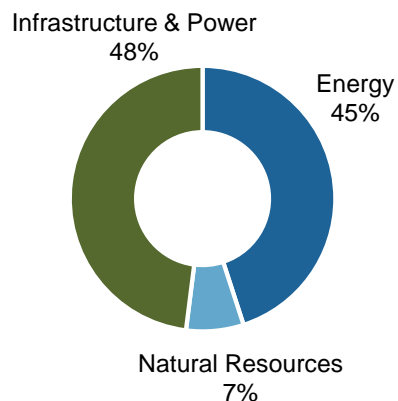
Update

- > Began investing in H2 2016
- > Final close February 2017
- > 81% committed to 23 transactions as of April 30, 2019
- > Portfolio valued at 1.3x cost with a 30.8% gross IRR
- > Approximately \$8 billion of opportunities in the current pipeline across 19 transactions
- > Portfolio generated a \$35 million gain during 2018

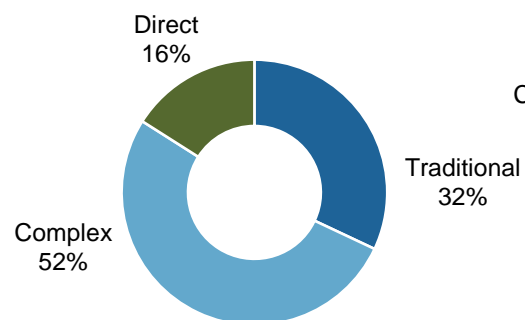
\$ Millions

As of	Dec-31 '18	May-31 '19
Fund Size	\$366.3	\$366.3
Committed to Investments	77%	81%
Paid-In Capital	\$181.3	\$181.3
% Called	50%	50%
Distributions	\$13.9	\$35.8
DPI	0.1x	0.2x
Total Value	\$239.6	
TVPI	1.3x	
Net IRR	35.6%	

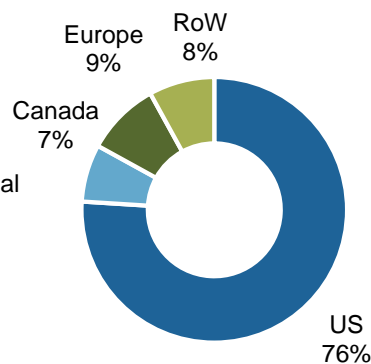
Sector



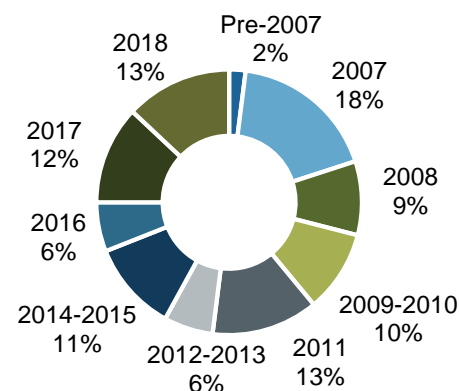
Transaction Type



Geography



Investment Year



Transaction type as of April 30, 2019. Remaining pie charts are based on cumulative cost of company investments as of December 31, 2018.

Note: Diversification estimated based on available data.

See final pages for additional notes. This page summarizes the activity and performance of a HarbourVest fund or account. There is no guarantee the investments and relationships referenced will be in a future portfolio.

Past performance is not a reliable indicator of future results.

Risk mitigation through asset selection framework

Asset selection framework used to manage risk while harnessing alpha potential

INFRASTRUCTURE & POWER

- > Focus on high quality assets that demonstrate inelastic demand profiles and/or monopolistic characteristics
- > Acquire assets with material value creation, growth opportunities, or operational improvements

ENERGY

- > Typically acquiring at a discount to intrinsic value and/or market value
- > Do not underwrite commodity price movements
- > Invest in assets with low breakeven marginal costs, which have the potential to perform in a down market

NATURAL RESOURCES

- > Focus on structuring and low cost entry prices to generate preferred economics
- > Acquisitions of mature operating assets with low cost production/harvesting

Case Study | Project Federal

- Traditional secondary in a European core infrastructure fund with investments that had high sustainable barriers to entry
- Identified near-term liquidity in the portfolio from a German sub-metering business, which crystalized at a premium exit shortly after acquisition
- Further upside anticipated from strong value creation in the remaining portfolio of French toll roads and European communications towers

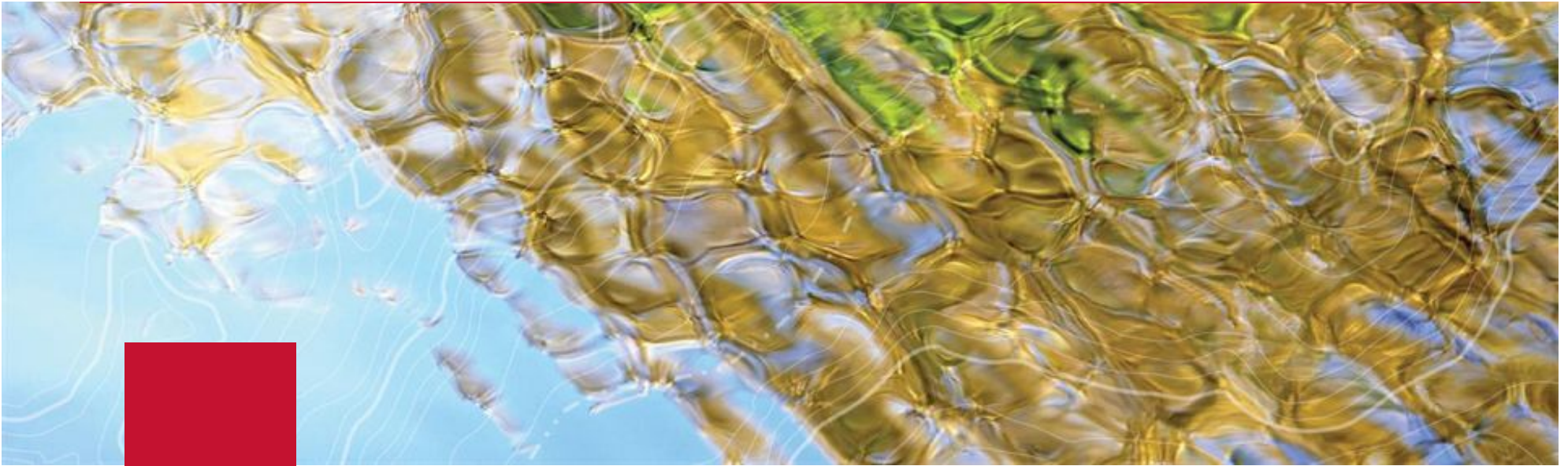
Case Study | Project Bighorn

- Complex secondary – acted as a preferred partner for a US energy manager by leading a structured recapitalization
- Recapitalization funded ongoing growth opportunities within a diversified blue-chip energy portfolio with near term liquidity
- Renegotiated terms previously agreed by another investor to provide additional downside protections and participate in equity upside

Case Study | Project Maria

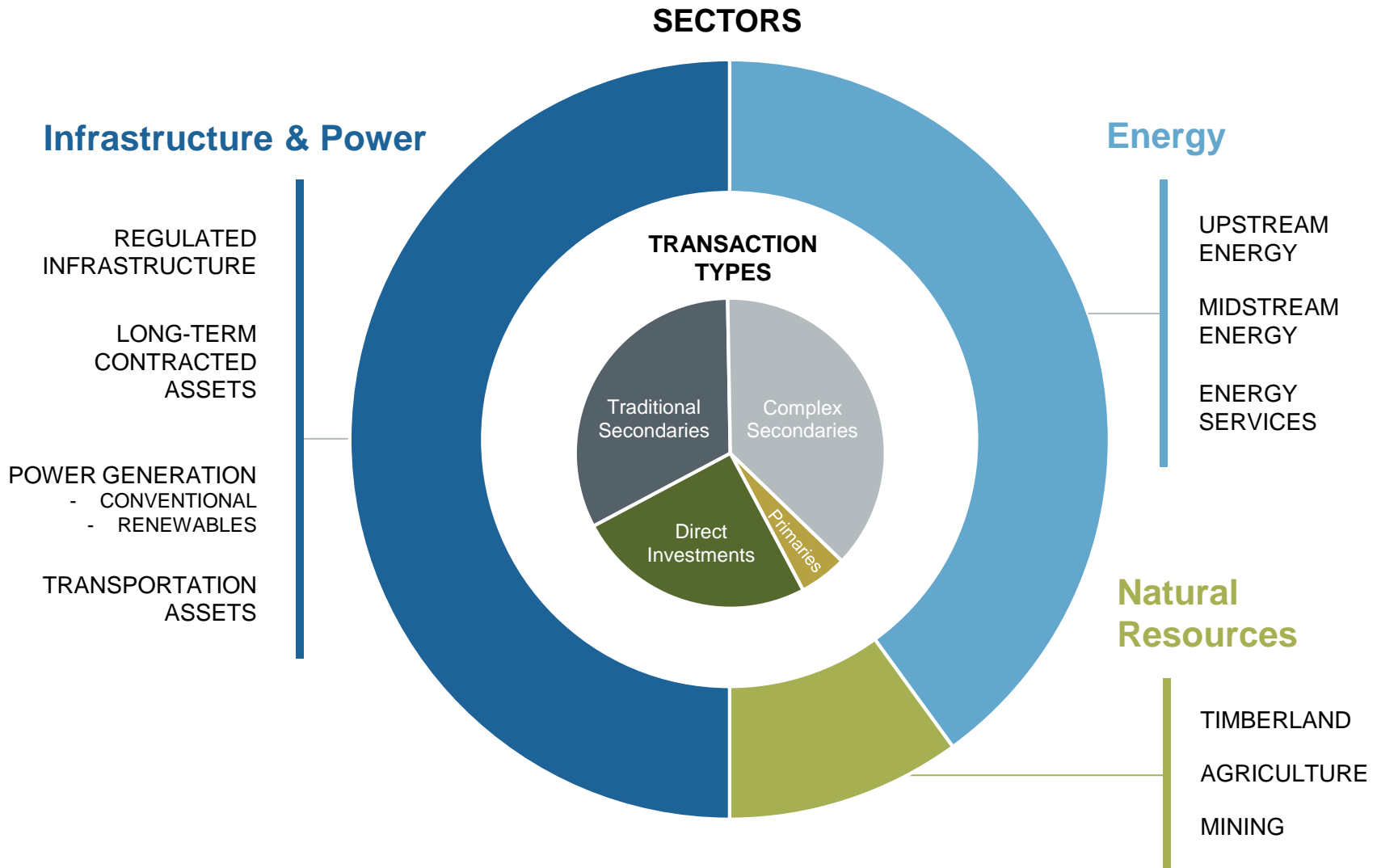
- Acquired high-quality asset in a late-stage co-investment at a 35% discount to NAV
- Entered at a significantly de-risked stage of the project when the asset was in production mode
- Further opportunity for upside through scalability and growth

The deal summaries above are intended for illustrative purposes only. While each is an actual investment or relationship in a HarbourVest portfolio, there is no guarantee they will be in a future portfolio. A complete list of Real Assets III portfolio holdings and performance may be found later in this presentation.



REAL ASSETS FUND IV

Illustrative portfolio construction



These amounts reflect the current expectations for the allocation of the Fund. The ultimate allocation will differ based upon market conditions and available investment opportunities over the life of the Fund. Additionally, these are not prescriptive guidelines. The investment guidelines of the Fund are contained in the offering memorandum and the limited partnership agreement.

Portfolio construction focused on mitigating risk while preserving upside opportunities



A combination of secondary and direct investments designed to provide attractive relative value versus other real assets strategies

BENEFITS OF SECONDARY INVESTMENTS*

- > **Lower loss ratios** compared to other private equity strategies by avoiding blind pool risk
- > Ability to purchase portfolios at a discount to market value and create preferred structures provides **strong downside protection**
- > Despite lower risk, secondaries offer potential for **compelling absolute and relative returns**

BENEFITS OF DIRECT INVESTMENTS

- > Opportunity to pick the **most compelling direct investments** sourced from top-tier real assets managers
- > Typical lower fees (or no fees) compared to investing through a fund structure
- > Acquiring direct transactions with secondary-like characteristics, including **limited blind pool risk** and a **clear path to liquidity**

TRANSACTION TYPES

TRADITIONAL SECONDARIES	COMPLEX SECONDARIES	DIRECTS
<ul style="list-style-type: none"> > Mature portfolios typically acquired at a discount > Underwritten path toward liquidity > Maximize exposure to high quality companies early in their value growth ramp 	<ul style="list-style-type: none"> > High quality portfolios > Enhanced governance, bespoke terms including reduced fees > Structural advantages including preferred waterfall positions 	<ul style="list-style-type: none"> > Purchase mature co-investment positions from liquidity-focused investors > Maximize exposure to top managers, HarbourVest-identified best ideas > Typically have lower fee exposure from underlying sponsor vs. secondaries

* Source: Preqin and HarbourVest analysis, as of September 30, 2017. Research based on Preqin's database of 8,000+ private equity funds, including 204 secondary funds. The analysis is based on gross returns which includes fees, carried interest, and other expenses. Past performance is not a reliable indicator of future results.

Real Assets Fund IV – Summary of terms

Target Size	\$700 million
Investment Period	3-5 years
Term	10 years, with four one-year extensions at the option of the General Partner
Management Fee*	0.75% average annual management fee, based on committed capital**
Early Closing Fee Reduction[±]	0.05%
Carried Interest	<ul style="list-style-type: none"> > 12.5% on net investment profits > 8% limited partner preferred return with general partner catch up

Terms are subject to change prior to the issuance of definitive program documentation

* Average annual management fee of 0.75% is calculated over 14 years and assumes that the Fund's term is extended for four, one-year extensions, which can be exercised at the discretion of the General Partner. The average annual management fee over the Fund's term without extensions (10 years) would be 1.01%. The actual average management fee will depend on the Fund's actual term. The average fee rate provided applies to a Limited Partner's entire commitment and does not take into account any fee reductions available to investors. Any fee reductions(s) offered shall not reduce the management fee below zero in any year, nor shall they be applied as credits against any management fees payable in any period prior to or following a period in which such percentage is reduced to zero. As a result, the average annual management fee over the life of the Fund (including the four one-year extensions) may be reduced by less than 5 basis points.

** Investors committing \$75 million to \$150 million to the Fund will receive a fee reduction of 5 basis points per annum (e.g., pay an average annual management fee of 0.96% over a 10-year term or 0.70% over a 14-year term), while investors committing \$150 million or more to the Fund will receive a fee reduction of 10 basis points per annum (e.g., pay an average annual management fee of 0.91% over a 10-year term or 0.65% over a 14-year term).

± Any limited partner that irrevocably commits to the Fund on or before October 15, 2019 will receive a 0.05% reduction in their average annual fee during the life of the Fund. Subject to regulatory approval, versions of the Fund that take AIFMD considerations into account are expected to be available in Q3 2018.

See 'Additional Important Information' at the end of the presentation, including important disclosures related to Fees and Expenses.



APPENDIX

Strong global team

PRIMARY PARTNERSHIPS		SECONDARY INVESTMENTS		DIRECT INVESTMENTS		OPERATIONS	
MANAGING DIRECTOR		MANAGING DIRECTOR		MANAGING DIRECTOR		Richard Campbell, Managing Director	
Kathleen Bacon	Julie Ocko	David Atterbury	Jeff Keay	Jamie Athanasoulas	Craig MacDonald	Paula Drake, Managing Director	
Till Burges	Amanda Outerbridge	Tim Flower	Mike Pugatch	Corentin du Roy	Alex Rogers	Julie Eiermann, Managing Director, CDO	
Minjun Chung	Senia Rapisarda	Brett Gordon	Rajesh Senapati	Ian Lane	Karen Simeone	Karin Lagerlund, Managing Director, CFO	
Carolina Espinal	Sally Shan	Valérie Handal	John Toomey	Peter Lipson	Kelvin Yap	Tricia Mackechnie, Managing Director, CTO	
Ryan Gunther	Greg Stento	Edward Holdsworth	Peter Wilson	PRINCIPAL		Mark Reale, Managing Director	
Tatsuya Kubo	Michael Taylor	PRINCIPAL		Matthew Cheng	Seth Palmer	Bill Royer, Managing Director, CCO	
Hemal Mirani	Scott Voss	Abuzar Anaswala	Matt Souza	Goncalo Faria Ferreira	Jacqueline Peradotto	Mary Traer, Managing Director / CAO	
John Morris		Greg Ciesielski	Dustin Willard	Joel Hwang	Steve Wong	Monique Austin, SVP, US Counsel	
PRINCIPAL		John Fiato	Martin Yung	Ryan Jones	David Zug	Tony Cobuzzi, SVP, Fund Controller	
Alex Barker	Eric Simas	VICE PRESIDENT		VICE PRESIDENT		Cory Cook, SVP, Fund Controller	
Shumin Gong	Stephen Tamburelli	Nick Bellisario	Blake Holman	Brendan Butler	William Hasten	Matthew Dowgert, SVP, Counsel	
Mac Grayson	Chris Walker	Kyle Dowd	William Thompson	Elliott Campbell	Lenny Li	Aliza Firestone Goren, SVP, Counsel	
Joseph Li	Alex Wolf	SENIOR ASSOCIATE		Cartus Chan	Alexander Mackinger	Jason Frigiani, SVP, Corporate Controller	
VICE PRESIDENT		Lorenzo Fusco	Frank Schwahn	Karen Chung	Sophia Maizel	Sofia Gertsberg, SVP, Investment Risk	
Amanda Chen		Emily Ren		Todd DeAngelo	Gregory Mazur	Bruce Pixler, SVP, Director of Tax	
SENIOR ASSOCIATE		ASSOCIATE		SENIOR ASSOCIATE		David Rule, SVP, Global Infrastructure	
Chang Liu	Dean Poulos	Chad Bounds	Pierre Maffei	Megan Beecher	Ruyin Liao	Dave Stepanis, SVP, Portfolio Analytics	
Matthew Marotta		Julie Catton	Andrea Pompili	Jan de Wolff	Thorne Michaels	Jack Wagner, SVP, Treasurer	
ASSOCIATE		Mimi Dang	Patrick Qian	Sean Gillespie	Alex Robins	SENIOR MANAGING DIRECTOR EMERITUS	
Michael Ferrante	Daryl Ng	Matthew Dezenzo	Forrest Richmond	Michael Guinness	Jonathan Sanford	Brooks Zug	
Cesar Gimeno Le Paih	John Powers	Jack Donovan	James Tsavaris	Gokhan Kara	Junyi Zang	SENIOR ADVISORS	
Zachary Knowlton	Luke von Maur	Ryan Kim	Jordan van Wezel	Noel Lam		George Anson	Fred Maynard
Alex Little	Cynthia Wang	Tony Law		ASSOCIATE		John Begg	Ofer Nemirovsky
William Mucci	Chloe Webster	REAL ASSETS		Alexander Brown	Tyler Smith	Kevin Delbridge	Martha Vorlicek
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MANAGING DIRECTOR		Michael Dean	Kevin Warn-Schindel	Jamie Gong	Benson Wong	Ed Kane	
Craig Fowler	Sanjiv Shah	PRINCIPAL		Rodrigo Lameira	Rachel Wu		
Edward Powers		Dan Buffery	Justin Lane	Tikerem Quinn	Edward Xiao		
HVPE		VICE PRESIDENT		Colin Silva	Wilson Zhang		
Richard Hickman, Principal, Portfolio Mgmt.		Holland Davis	Benjamin Wu	INVESTOR RELATIONS			
Bill Macaulay, Director of Finance		SENIOR ASSOCIATE		MANAGING DIRECTOR			
		Eric Zhang		Nate Bishop	Ilan Rosen		
		ASSOCIATE		Simon Jennings	Olav König		
		Ian Jeffrey	Guntas Singh	Jamie Kase	Laura Thaxter		
				Vinay Mendiratta			
				PRINCIPAL & SENIOR VICE PRESIDENT			
				Emily Archer	Simon Lund		
				Mohit Bhatia	Nhora Otalora		
				Jay Brasseur	Janish Patel		
				Robert Connors	Fran Peters		
				Daniel Conti	Mark Radville		

As of June 10, 2019. Includes employees of HarbourVest Partners, LLC, HarbourVest Partners (U.K.) Limited, HarbourVest Partners (Asia) Limited, HarbourVest Partners (Japan) Limited, HarbourVest Partners, LLC Oficina de Representación, HarbourVest Investment Consulting (Beijing) Company Limited, HarbourVest Partners Korea Ltd, HarbourVest Partners (Israel) Ltd, and HarbourVest Partners (Ireland) Limited

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ADDITIONAL IMPORTANT INFORMATION

Additional important information

Any data presented about investments prior to 1998 is related to transactions that occurred when the HarbourVest team was affiliated with Hancock Venture Partners, Inc.

In considering the prior performance information contained herein, prospective investors should bear in mind that past performance is not a reliable indicator of future results, and there can be no assurance that an investment sponsored (or an account managed) by HarbourVest will achieve comparable results or be able to implement its investment strategy or meet its performance objectives.

The foregoing performance information includes realized and unrealized investments. Unrealized investments are valued by HarbourVest in accordance with the valuation guidelines contained in the applicable limited partnership agreement. Actual realized returns on unrealized investments will depend on, among other factors, future operating results, the value of the assets and market conditions at the time of disposition, any related transaction costs, and the timing and manner of sale, all of which may differ from the assumptions on which the valuations used in prior performance data contained herein are based. Accordingly, the actual realized returns on these unrealized investments may differ materially from returns indicated herein.

In certain cases, a Fund, or the partnerships in which it invests, may utilize a credit facility or other third-party financing. This is generally to bridge capital calls from limited partners or to pay for a portion of an investment. This may make the resulting IRR and multiples higher or lower than the IRR or multiples that would have been presented had drawdowns from partners or available cash been initially used to acquire or pay for the investment.

IRRs are calculated from the date of a fund's first cash flow from a limited partner, which may include capital contributions in connection with fund formation, as may occur with certain AIF-Related Funds (as defined below), and therefore can be earlier than the date of the first capital call from a limited partner for the purpose of investment. The start date for IRR calculations can also be later than the date of initial investment when a credit facility or other third-party financing is used to fund such investment.

Performance is expressed in US dollars, unless otherwise noted. Returns do not include the effect of any withholding taxes. Cash flows are converted to US dollars at historic daily exchange rates, unless otherwise indicated. The return to investors whose local currency is not the US dollar may increase or decrease as a result of currency fluctuations.

1. **Net Performance Returns** - DPI (Distributions / Paid-In Capital), TVPI (Total Value / Paid-In Capital), and Net IRR (Internal Rate of Return) through the applicable date are the returns to limited partners of a Fund after all fees, operating expenses, and carried interest. These returns reflect the combined return for all limited partners in a Fund and may not reflect an individual limited partner's actual return. The Net IRR is calculated using daily cash flows to and from limited partners. In this calculation, the final cash flow to limited partners is the fair market value of all limited partners' capital accounts at the applicable date as determined by the general partner of the respective Fund in accordance with the valuation policy. The net multiples (DPI and TVPI) are calculated based on the same cash flows. See note 8 below for additional disclosures related to fees and expenses of a Fund.
2. **Gross Performance Returns** - This information (Distributed / Funded, Total Value / Funded, TV/TC (Total Value / Total Cost), Gross Portfolio IRR, and Gross IRR), if shown, is presented on a gross basis and reflects the performance of the investment portfolio, including primary fund investments, secondary investments, and/or direct co-investments. Gross Portfolio IRR represents the annual return calculated using monthly cash flows from the Fund(s) to and from the various partnerships or companies in which the Fund(s) invested during the period specified. These returns reflect the fees, expenses, and carried interest of the primary investments, secondary investments, and co-investments, as applicable, but do not reflect the management fees, carried interest, and other expenses borne by investors in the Fund(s), which will reduce returns. See note 8 below for additional disclosures related to fees and expenses of a Fund.
3. **Portfolio Company Performance** – This information, if shown, is based on the cost and value of underlying company investments within the primary and secondary investment portfolios of the Fund(s). These returns do not reflect the fees, expenses, and carried interest of the partnership investments of the Fund(s), which will reduce returns. Performance may be aggregated when a company is held through multiple primary and secondary investments. These returns do not represent the performance of any specific Fund or the return to limited partners of any specific Fund. As a result, portfolio company performance returns are considered model performance. See notes 6 and 8 below for additional disclosures related to model performance and fees and expenses of a Fund, respectively.

Notes continued on next page.

Additional important information

4. **Public Market Comparison** – This information, if shown, represents adjusted model performance of each index as if the respective index had been purchased and sold at the time of the limited partners' capital calls and distributions, with the remainder held at the date noted. Dividends are not reinvested. Under this methodology, the capital calls for the purchase of the public market index are the same as the capital calls for the Fund(s). The distributions for the sales of the public market index are scaled to represent the same proportion of the Fund's NAV at the time of the distribution. For example, if the Fund distributes 5% of NAV, then 5% of the index NAV is distributed. Thus, the index returns presented are not actual index returns, but adjusted model returns. See note 6 for additional disclosures related to model performance.

In certain instances, where indicated as such herein, the comparison is based on the PME+ (public market equivalent) method as described in an article titled, "Beating the Public Market," by Christophe Rouvinez, as published in the Private Equity International in December 2003 / January 2004. When using this methodology, both the Fund and the adjusted index are assumed to have the same ending NAV. The ending NAV for the adjusted index is derived by scaling the distributions by a constant scaling factor, while preserving the overall cash flow pattern.

The MSCI AC World® Index (ACWI) is designed to measure the performance of publicly-traded equity securities in global developed and emerging markets. The MSCI ACWI Index is maintained by Morgan Stanley Capital International ("MSCI") and has historically captured approximately 85% coverage of the free float-adjusted market capitalization of its publicly-traded global equity opportunity set.

The MSCI AC World® (ACWI) Ex-US Index is designed to measure the performance of publicly-traded equity securities in global developed and emerging markets excluding the US. The MSCI ACWI Ex-US Index is maintained by MSCI and has historically captured approximately 85% coverage of the free float-adjusted market capitalization of its publicly-traded global equity opportunity set outside the US.

The MSCI EAFE® Index is designed to measure the performance of publicly-traded large and mid-capitalization equity securities across developed markets, including countries in Europe, Australasia, and the Far East, and excluding the US and Canada. The MSCI EAFE Index is maintained by MSCI and has historically captured approximately 85% coverage of the free float-adjusted market capitalization of publicly-traded equities in each included country.

The S&P 500® Index is designed to measure the performance of publicly-traded equity securities of the large capitalization sector of the US market and includes 500 large companies having common stock listed on the New York Stock Exchange or Nasdaq Stock Market. The S&P 500 Index is maintained by Standard & Poors ("S&P") and has historically captured approximately 80% coverage of available market capitalization of publicly-traded equities in the US market.

The Russell 2000® Index is designed to measure the performance of publicly-traded equity securities of the small capitalization sector of the US market and includes the 2,000 smallest companies in the Russell 3000® Index. These indexes are maintained by FTSE Russell, a subsidiary of the London Stock Exchange Group. The Russell 3000 Index consists of the 3,000 largest publicly-listed US companies, and has historically captured approximately 98% coverage of the total capitalization of the entire US stock market.

The JP Morgan Domestic High Yield Index is designed to mirror the investable universe of the U.S. dollar domestic high yield corporate debt market. The index is maintained by JP Morgan and has historically captured the performance of US and Canadian issues over \$75 million that have a credit rating of BB or lower.

The adjusted public market indices shown are not intended to, and do not, parallel the risk, investment strategy, or investment characteristics of a Fund. The securities comprising the public market indices have substantially different characteristics than the investments held by a Fund, and accordingly, a direct comparison may not be meaningful. The public market comparison is shown for illustrative purposes only. The adjusted indices are shown to demonstrate the approximate returns an investor may have received had the investor invested in certain publicly-traded equity securities in lieu of a Fund or the investments made by HarbourVest. An investor is not able to directly invest in a benchmark index.

Notes continued on next page.

Additional important information

Bloomberg is the source of the index data contained or reflected in this material. MSCI, S&P, and FTSE Russell are the owners of the index data contained or reflected in this material and all trademarks and copyrights related thereto. This is HarbourVest's presentation of the data. Bloomberg, MSCI, S&P, and FTSE Russell are not responsible for the calculations conducted by HarbourVest, the formatting or configuration of this material, or for any inaccuracy in presentation thereof.

5. **Vintage Years** - HarbourVest vintage classification is based on the year in which capital was first funded to each underlying fund (for primary fund investments) or the year of HarbourVest's purchase (for secondary investments).
6. **Monte Carlo Simulations** - These model (hypothetical) portfolios, if shown, are intended for illustrative purposes only. Performance information for each hypothetical portfolio utilized a Monte Carlo Simulation and are based on the actual cash flows of a proprietary data set that includes partnership investments made by Funds, along with partnership data from external sources. The capital calls and distribution data is based on historic partnership investment cash flows, but does not represent the actual experience of any investor or Fund. The results of the simulation are impacted by an uneven representation of funds with different vintage years, sizes, managers, and strategies, and a limited pool of investment cash flow data. The actual pace and timing of cash flows is likely to be different and will be highly dependent on the underlying partnerships' commitment pace, the types of investments made by the Fund(s), market conditions, and terms of any relevant management agreements. The results presented are based entirely on the output from numerous mathematical simulations. The simulations are unconstrained by the fund size, market opportunity, and minimum commitment amount, and do not take into account the practical aspects of raising and managing a fund. The simulated hypothetical portfolio results should be used solely as a guide and should not be relied upon to manage your investments or make investment decisions.
7. **Model Performance** - Model performance results, if shown, are inherently limited and should not be considered a reliable indicator of future results. **No investor received the indicated performance of the model portfolio(s).** Different model scenarios will provide different results. Individual fund and strategy performance can be better or worse than the model performance. While the model portfolio may consist of investments made by HarbourVest during the relevant period(s), they do not reflect an actual portfolio managed by HarbourVest during the relevant period(s). Thus, they do not represent the impact that material economic and market factors might have had on HarbourVest's decision making if HarbourVest had been managing a Fund that incorporated the investment strategy shown during the specified period(s). In addition, the Funds had investment results materially different from the results portrayed in the model portfolio during the relevant period(s). No representation is made that any Fund will or is likely to achieve returns similar to those presented. Current model performance may differ from that shown in this presentation.

The following is the criteria used when showing model portfolio performance that includes the following investment types:

Primary Investments – Based on the cash flows of all primary investments (or a subset as noted) made by Funds during the period(s) specified, with the exception of custom accounts that made investments primarily in emerging venture capital managers, emerging managers, diverse managers, or state-focused managers, as these strategies are outside of HarbourVest's core focus.

Secondary Investments – Based on the cash flows of all secondary investments (or a subset as noted) made by Funds during the period(s) specified.

Direct Co-investments – Based on the cash flows of all direct co-investments (or a subset as noted) made by Funds during the period(s) specified. This performance excludes custom accounts that may make investments outside of HarbourVest's core co-investment strategy (e.g., industry, sourcing, return profile). Co-investments are defined as: (i) buyout, recapitalization, and special situation investments; (ii) expansion capital, growth equity, or other venture capital investment in companies with greater than \$7.5 million in trailing 12-month revenues at the time of investment; or (iii) mezzanine investments. Early stage investments, defined as those companies with revenues less than \$7.5 million at the time of initial investment, which are outside of the focus of the Fund, are also not included in the model portfolio returns shown. If early stage investments were included in the model portfolio, returns would be lower.

Notes continued on next page.

Additional important information

8. **Fees and Expenses** - Actual management fees and carried interest will vary and are established in negotiations with the limited partners of a Fund or separate account client. Management fees may range from 0.5% to 2.0% of committed, called, or invested capital of a Fund, pursuant to the limited partnership agreement or investment management agreement. Fees for Funds in extension years may be reduced, including to nil. Fund investors will typically bear all the costs and expenses relating to the operations of a Fund and its general partners (or similar managing fiduciary). A Fund shall bear its pro rata share of any such expenses incurred in connection with any portfolio investment to the extent the same portfolio investment is being made by other Funds. Organization expenses of a Fund will also typically be borne by Fund investors. When a Fund is generally expected to invest alongside a Fund primarily intended for European-based investors, which takes into account the regulatory requirements of the Alternative Investment Fund Managers Directive (an "AIF Related Fund"), organization expenses may be aggregated and allocated pro-rata between a Fund and its AIF Related Fund based on the relative commitments of the partners of the Fund and the partners of its AIF Related Fund (unless HarbourVest, as general partner, determines in good faith that a different share is appropriate). The specific payment terms and other conditions of the management fees, carried interest, and other expenses of a Fund are set forth in the governing documents of the Fund. Fees and expenses are also described in HarbourVest's Form ADV, Part 2A brochure.

Gross performance returns, if shown, are presented before management fees, carried interest, and other expenses borne by investors in the Fund(s). An actual portfolio would bear such fees and expenses. If such fees and expenses were deducted from performance, returns would be lower. For example, if a fund appreciated by 10% a year for five years, the total annualized return for five years prior to deducting fees and expenses at the end of the five year period would be 10%. If total fund fees and expenses were 1% for each of the five years, the total annualized return of the fund for five years at the end of the five-year period would be 8.90%.

9. **Private Equity Index Data** - Unless otherwise indicated, all private equity fund benchmark data reflects the fees, carried interest, and other expenses of the funds included in the benchmark. Please note that Fund returns would be reduced by the fees, carried interest, and other expenses borne by investors in the Fund. Such fees, carried interest, and other expenses may be higher or lower than those of the funds included in the benchmark. Burgiss (unless otherwise noted) is the source and owner of any private equity index data contained or reflected in this material and all trademarks and copyrights related thereto. The material may contain confidential information and unauthorized use, disclosure, copying, dissemination, or redistribution is strictly prohibited. This is HarbourVest's presentation of the data. Burgiss is not responsible for the calculations conducted by HarbourVest, the formatting or configuration of this material, or for any inaccuracy in presentation thereof.

Notes continued on next page.

Additional important information

The information contained herein is highly confidential and is being provided to you at your request for informational purposes only and is not, and may not be relied on in any manner as, legal, tax, or investment advice or as an offer to sell or a solicitation of an offer to buy an interest in any fund or any other investment product sponsored by HarbourVest (the "Fund"). Any offering of interests in the Fund will be made by means of delivery of a confidential Private Placement Memorandum or similar materials (the "Memorandum") that contain a description of the material terms of such investment and subscriptions will be accepted solely pursuant to definitive documentation. These materials do not purport to contain all the information relevant to evaluating an investment in the Fund. The information contained herein will be superseded by, and is qualified in its entirety by reference to, the Memorandum, which will contain information about the investment objective, terms, and conditions of an investment in the Fund and will also contain tax information and risk disclosures that are important to any investment decision regarding the Fund. No person has been authorized to make any statement concerning the Fund other than as will be set forth in the Memorandum and any such statements, if made, may not be relied upon. No sale will be made in any jurisdiction in which the offer, solicitation, or sale is not authorized or to any person to whom it is unlawful to make the offer, solicitation, or sale. Offers and sales of interests in the Fund will not be registered under the laws of any jurisdiction and will be made solely to "qualified purchasers" as defined in the U.S. Investment Company Act of 1940, as amended. The information contained herein must be kept strictly confidential and may not be reproduced or redistributed in any format without the express written approval of HarbourVest.

An investment in the Fund will involve significant risks, including loss of the entire investment. Before deciding to invest in the Fund, prospective investors should pay particular attention to the risk factors contained in the Memorandum. Prospective investors should make their own investigations and evaluations of the information contained herein. Prior to the closing of a private offering of interests in the Fund, HarbourVest will give investors the opportunity to ask questions and receive additional information concerning the terms and conditions of such offering and other relevant matters. Each prospective investor should consult its own attorney, business advisor, and tax advisor as to legal, business, tax, and related matters concerning the information contained herein and such offering.

Certain information contained herein (including financial information and information relating to investments) has been obtained from published and non-published sources. Such information has not been independently verified by HarbourVest. Except where otherwise indicated herein, the information provided herein is based on matters as they exist as of the date of preparation and not as of any future date, and will not be updated or otherwise revised to reflect information that subsequently becomes available, or circumstances existing or changes occurring after the date hereof. Any forecast provided herein is based on HarbourVest's opinion of the market as of the date of preparation and is subject to change, dependent on future changes in the market.

In considering any performance data contained herein, you should bear in mind that past performance is not a reliable indicator of future results. Certain information contained herein constitutes forward-looking statements, which can be identified by the use of terms such as "may", "will", "should", "expect", "anticipate", "project", "estimate", "intend", "continue", or "believe" (or the negatives thereof) or other variations thereof. Due to various risks and uncertainties, including those discussed above, actual events or results or actual performance of the Fund may differ materially from those reflected or contemplated in such forward-looking statements. As a result, investors should not rely on such forward-looking statements in making their investment decisions.

None of the information contained herein has been filed with the Securities and Exchange Commission, any securities administrator under any state securities laws, or any other governmental or self-regulatory authority. No governmental authority has passed on the merits of the offering of interests in the Fund or the adequacy of the information contained herein. Any representation to the contrary is unlawful.

PRELIMINARY MONTHLY PERFORMANCE REPORT

VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

June 30, 2019

Allan Martin, Partner

Anthony Ferrara, CAIA, Consultant

Michael Miranda, CFA, Senior Analyst



VCERA
VENTURA COUNTY EMPLOYEES'
RETIREMENT ASSOCIATION



BOSTON | ATLANTA | CHARLOTTE | CHICAGO | DETROIT | LAS VEGAS | PORTLAND | SAN FRANCISCO

Ventura County Employees' Retirement Association

TOTAL FUND PERFORMANCE DETAIL NET OF FEES

	Market Value (\$)	% of Portfolio	Policy %	1 Mo (%)	3 Mo (%)	YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Inception (%)	Inception Date
Total Fund	5,724,726,714	100.0	100.0	4.4	3.3	12.2	7.3	9.6	6.2	10.2	8.0	Apr-94
<i>Policy Index</i>				<u>4.5</u>	<u>3.3</u>	<u>12.7</u>	<u>7.4</u>	<u>9.9</u>	<u>6.9</u>	<u>9.9</u>	<u>8.1</u>	<i>Apr-94</i>
Over/Under				-0.1	0.0	-0.5	-0.1	-0.3	-0.7	0.3	-0.1	
60% MSCI ACWI (Net) / 40% FTSE WGBI				4.9	3.7	12.0	6.0	7.4	4.2	7.1	--	Apr-94
60% S&P 500 / 40% BBgBarc Aggregate				4.7	4.0	13.6	9.9	9.5	7.7	10.5	8.4	Apr-94
Total Fund ex Parametric	5,690,725,920	99.4	--	4.4	3.2	12.0	7.0	9.4	6.1	10.0	8.0	Apr-94
Total Fund ex Private Equity	5,314,768,096	92.8	--	4.6	3.2	12.7	6.9	9.3	5.9	--	8.6	Jan-12
<i>Policy Index</i>				<u>4.5</u>	<u>3.3</u>	<u>12.7</u>	<u>7.4</u>	<u>9.9</u>	<u>6.9</u>	<u>9.9</u>	<u>9.3</u>	<i>Jan-12</i>
Over/Under				0.1	-0.1	0.0	-0.5	-0.6	-1.0		-0.7	
Total US Equity	1,627,707,553	28.4	28.0	7.0	4.2	19.0	9.8	14.4	10.4	15.1	9.4	Dec-93
<i>Russell 3000</i>				<u>7.0</u>	<u>4.1</u>	<u>18.7</u>	<u>9.0</u>	<u>14.0</u>	<u>10.1</u>	<u>14.7</u>	<u>9.6</u>	<i>Dec-93</i>
Over/Under				0.0	0.1	0.3	0.8	0.4	0.3	0.4	-0.2	
Western U.S. Index Plus	225,239,315	3.9		7.2	4.4	19.9	11.1	14.8	11.2	17.5	6.3	May-07
<i>S&P 500</i>				<u>7.0</u>	<u>4.3</u>	<u>18.5</u>	<u>10.4</u>	<u>14.2</u>	<u>10.7</u>	<u>14.7</u>	<u>7.8</u>	<i>May-07</i>
Over/Under				0.2	0.1	1.4	0.7	0.6	0.5	2.8	-1.5	
Blackrock Russell 1000 Index	1,336,612,247	23.3		7.0	4.2	18.8	10.0	--	--	--	12.3	May-17
<i>Russell 1000</i>				<u>7.0</u>	<u>4.2</u>	<u>18.8</u>	<u>10.0</u>	<u>14.1</u>	<u>10.5</u>	<u>14.8</u>	<u>12.3</u>	<i>May-17</i>
Over/Under				0.0	0.0	0.0	0.0				0.0	
Blackrock Russell 2500 Index	65,855,990	1.2		7.1	3.0	19.2	1.8	--	--	--	8.8	May-17
<i>Russell 2500</i>				<u>7.1</u>	<u>3.0</u>	<u>19.2</u>	<u>1.8</u>	<u>12.3</u>	<u>7.7</u>	<u>14.4</u>	<u>8.7</u>	<i>May-17</i>
Over/Under				0.0	0.0	0.0	0.0				0.1	

Policy Index: Currently, 28% Russell 3000, 20% BBgBarc US Aggregate, 15% MSCI ACWI ex U.S., 10% MSCI ACWI, 10% Russell 3000 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.

Ventura County Employees' Retirement Association

TOTAL FUND PERFORMANCE DETAIL NET OF FEES

	Market Value (\$)	% of Portfolio	Policy %	1 Mo (%)	3 Mo (%)	YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Inception (%)	Inception Date
Total Non-US Equity	936,336,297	16.4	15.0	6.0	3.2	13.6	2.0	9.9	3.1	7.4	6.3	Mar-94
<i>MSCI ACWI ex USA</i>				<u>6.0</u>	<u>3.0</u>	<u>13.6</u>	<u>1.3</u>	<u>9.4</u>	<u>2.2</u>	<u>6.5</u>	<u>5.1</u>	<i>Mar-94</i>
Over/Under				0.0	0.2	0.0	0.7	0.5	0.9	0.9	1.2	
<i>MSCI EAFE</i>				5.9	3.7	14.0	1.1	9.1	2.2	6.9	4.8	<i>Mar-94</i>
<i>MSCI ACWI ex USA NR LCL</i>				4.2	2.1	13.2	2.4	10.1	5.8	8.1	--	<i>Mar-94</i>
<i>MSCI EAFE NR LCL</i>				4.3	2.8	13.7	2.2	9.8	5.9	8.3	4.8	<i>Mar-94</i>
BlackRock ACWI ex-U.S. Index	475,336,111	8.3		5.8	2.9	13.5	0.5	9.4	2.5	6.9	2.7	Mar-07
<i>MSCI ACWI ex USA IMI</i>				<u>5.8</u>	<u>2.7</u>	<u>13.3</u>	<u>0.3</u>	<u>9.2</u>	<u>2.2</u>	<u>6.8</u>	<u>2.4</u>	<i>Mar-07</i>
Over/Under				0.0	0.2	0.2	0.2	0.2	0.3	0.1	0.3	
<i>MSCI ACWI ex USA NR LCL</i>				4.2	2.1	13.2	2.4	10.1	5.8	8.1	3.3	<i>Mar-07</i>
Sprucegrove	231,397,345	4.0		6.3	3.0	12.9	1.1	11.5	2.9	8.2	7.3	Mar-02
<i>MSCI ACWI ex USA</i>				<u>6.0</u>	<u>3.0</u>	<u>13.6</u>	<u>1.3</u>	<u>9.4</u>	<u>2.2</u>	<u>6.5</u>	<u>6.3</u>	<i>Mar-02</i>
Over/Under				0.3	0.0	-0.7	-0.2	2.1	0.7	1.7	1.0	
<i>MSCI EAFE</i>				5.9	3.7	14.0	1.1	9.1	2.2	6.9	5.8	<i>Mar-02</i>
<i>MSCI ACWI ex USA NR LCL</i>				4.2	2.1	13.2	2.4	10.1	5.8	8.1	5.3	<i>Mar-02</i>
<i>MSCI EAFE NR LCL</i>				4.3	2.8	13.7	2.2	9.8	5.9	8.3	4.5	<i>Mar-02</i>
Hexavest	92,547,403	1.6		6.1	1.6	9.9	1.5	5.8	1.6	--	3.9	Dec-10
<i>MSCI EAFE</i>				<u>5.9</u>	<u>3.7</u>	<u>14.0</u>	<u>1.1</u>	<u>9.1</u>	<u>2.2</u>	<u>6.9</u>	<u>4.7</u>	<i>Dec-10</i>
Over/Under				0.2	-2.1	-4.1	0.4	-3.3	-0.6	--	-0.8	
<i>MSCI EAFE NR LCL</i>				4.3	2.8	13.7	2.2	9.8	5.9	8.3	7.1	<i>Dec-10</i>
Walter Scott	137,055,438	2.4		6.0	5.5	17.5	9.6	11.7	6.4	--	6.5	Dec-10
<i>MSCI ACWI ex USA</i>				<u>6.0</u>	<u>3.0</u>	<u>13.6</u>	<u>1.3</u>	<u>9.4</u>	<u>2.2</u>	<u>6.5</u>	<u>3.7</u>	<i>Dec-10</i>
Over/Under				0.0	2.5	3.9	8.3	2.3	4.2	--	2.8	
<i>MSCI ACWI ex USA NR LCL</i>				4.2	2.1	13.2	2.4	10.1	5.8	8.1	6.4	<i>Dec-10</i>
<i>MSCI EAFE</i>				5.9	3.7	14.0	1.1	9.1	2.2	6.9	4.7	<i>Dec-10</i>
Total Global Equity	635,506,007	11.1	10.0	6.6	3.8	16.5	6.2	12.2	5.7	9.7	6.2	May-05
<i>MSCI ACWI</i>				<u>6.5</u>	<u>3.6</u>	<u>16.2</u>	<u>5.7</u>	<u>11.6</u>	<u>6.2</u>	<u>10.1</u>	<u>6.9</u>	<i>May-05</i>
Over/Under				0.1	0.2	0.3	0.5	0.6	-0.5	-0.4	-0.7	
BlackRock MSCI ACWI Equity Index	635,506,007	11.1		6.6	3.8	16.5	6.2	12.1	6.6	--	10.2	Aug-12
<i>MSCI ACWI</i>				<u>6.5</u>	<u>3.6</u>	<u>16.2</u>	<u>5.7</u>	<u>11.6</u>	<u>6.2</u>	<u>10.1</u>	<u>9.8</u>	<i>Aug-12</i>
Over/Under				0.1	0.2	0.3	0.5	0.5	0.4	--	0.4	



Ventura County Employees' Retirement Association

TOTAL FUND PERFORMANCE DETAIL NET OF FEES

	Market Value (\$)	% of Portfolio	Policy %	1 Mo (%)	3 Mo (%)	YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Inception (%)	Inception Date
Total Private Equity	409,958,618	7.2	10.0	2.7	4.7	5.3	14.3	16.1	14.1	--	14.6	Jan-12
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>17.6</u>	<i>Jan-12</i>
Over/Under				-4.6	-0.2	-15.1	2.1	-1.3	0.6		-3.0	
<i>Cambridge Associates Global All PE (Qtr Lag)</i>				4.8	4.8	3.6	11.8	14.1	11.2	14.1	12.8	<i>Jan-12</i>
Adams Street Global Fund Series	184,262,152	3.2		3.5	3.5	5.0	14.8	14.9	12.5	--	13.5	Jan-12
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>17.6</u>	<i>Jan-12</i>
Over/Under				-3.8	-1.4	-15.4	2.6	-2.5	-1.0		-4.1	
Harbourvest	93,110,552	1.6		5.4	7.2	6.4	17.2	19.3	19.4	--	19.3	Aug-13
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>15.1</u>	<i>Aug-13</i>
Over/Under				-1.9	2.3	-14.0	5.0	1.9	5.9		4.2	
Pantheon Global Secondary Funds	37,050,855	0.6		-2.0	-2.0	-4.4	4.0	17.9	12.1	--	11.8	Jan-12
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>17.6</u>	<i>Jan-12</i>
Over/Under				-9.3	-6.9	-24.8	-8.2	0.5	-1.4		-5.8	
Drive Capital Fund II	11,081,827	0.2		0.0	35.3	33.7	35.8	--	--	--	-15.9	Sep-16
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>16.6</u>	<i>Sep-16</i>
Over/Under				-7.3	30.4	13.3	23.6				-32.5	
Abbott Secondary Opportunities	16,024,589	0.3		3.7	8.9	8.1	36.3	--	--	--	22.9	Jan-18
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>11.4</u>	<i>Jan-18</i>
Over/Under				-3.6	4.0	-12.3	24.1				11.5	
Clearlake Capital Partners V	6,517,668	0.1		0.0	21.8	21.8	61.8	--	--	--	40.8	Mar-18
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>11.3</u>	<i>Mar-18</i>
Over/Under				-7.3	16.9	1.4	49.6				29.5	
Battery Ventures XII	6,802,317	0.1		0.0	0.1	-1.8	-9.7	--	--	--	-7.9	Apr-18
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>13.7</u>	<i>Apr-18</i>
Over/Under				-7.3	-4.8	-22.2	-21.9				-21.6	
Insight Venture Partners X	18,521,281	0.3		-2.3	4.3	7.7	1.6	--	--	--	1.4	May-18
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>14.2</u>	<i>May-18</i>
Over/Under				-9.6	-0.6	-12.7	-10.6				-12.8	
GTCR Fund XII	6,108,073	0.1		0.0	-2.7	-5.8	-45.5	--	--	--	-42.9	Jun-18
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>12.2</u>	<i>Jun-18</i>
Over/Under				-7.3	-7.6	-26.2	-57.7				-55.1	

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



Ventura County Employees' Retirement Association

TOTAL FUND PERFORMANCE DETAIL NET OF FEES

	Market Value (\$)	% of Portfolio	Policy %	1 Mo (%)	3 Mo (%)	YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Inception (%)	Inception Date
Buenaventure One, LLC	21,585,629	0.4		3.3	3.3	6.8	5.9	--	--	--	5.9	Jul-18
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>12.2</u>	<i>Jul-18</i>
Over/Under				-4.0	-1.6	-13.6	-6.3				-6.3	
ECI 11	1,356,595	0.0		1.5	-13.0	9.2	--	--	--	--	6.5	Dec-18
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>9.5</u>	<i>Dec-18</i>
Over/Under				-5.8	-17.9	-11.2					-3.0	
Buenaventure Two, LLC	218,037	0.0		3.3	3.3	6.0	--	--	--	--	77.6	Dec-18
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>9.5</u>	<i>Dec-18</i>
Over/Under				-4.0	-1.6	-14.4					68.1	
The Resolute Fund IV L.P.	3,228,361	0.1		-1.4	14.4	42.0	--	--	--	--	42.0	Jan-19
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>20.4</u>	<i>Jan-19</i>
Over/Under				-8.7	9.5	21.6					21.6	
GGV Capital VII L.P.	1,625,600	0.0		0.0	0.0	--	--	--	--	--	0.0	Feb-19
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>10.7</u>	<i>Feb-19</i>
Over/Under				-7.3	-4.9						-10.7	
GGV Discovery II, L.P.	241,500	0.0		0.0	0.0	--	--	--	--	--	0.0	Feb-19
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>10.7</u>	<i>Feb-19</i>
Over/Under				-7.3	-4.9						-10.7	
Drive Capital Overdrive Fund I	351,951	0.0		0.0	--	--	--	--	--	--	0.0	May-19
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>0.6</u>	<i>May-19</i>
Over/Under				-7.3							-0.6	
Riverside Micro Cap Fund V, LP	506,855	0.0		-41.7	--	--	--	--	--	--	-41.7	May-19
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>0.6</u>	<i>May-19</i>
Over/Under				-49.0							-42.3	
GGV Capital VII Plus, LP	457,200	0.0		0.0	--	--	--	--	--	--	0.0	Jun-19
<i>Russell 3000 + 3%</i>				<u>7.3</u>	<u>4.9</u>	<u>20.4</u>	<u>12.2</u>	<u>17.4</u>	<u>13.5</u>	<u>18.1</u>	<u>7.3</u>	<i>Jun-19</i>
Over/Under				-7.3							-7.3	
Astorg VII L.P.	498,360	0.0										
M/C Partners Fund VIII LP. Limited Partnership	409,217	0.0										

Riverside Micro Cap Fund V and GGV Capital VII Plus funded 5/2019.

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



VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION PRIVATE EQUITY LIMITED PARTNERSHIP PERFORMANCE

Fund Name	Vintage Year	Initial Investment Date	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)
Abbott Secondary Opportunities, LP.	2017	12/21/2017	\$25,000,000	\$15,937,843	\$9,424,874	64%	--	\$2,625,000	\$16,024,586	\$18,649,586	\$2,711,743	21.3%	0.16x	1.17x
ABRY Partners IX	2019	12/6/2018	\$10,600,000	--	\$10,600,000	0%	--	--	(\$100,766)	(\$100,766)	--	--	--	--
Adams Street 2010 U.S. Fund	2010	5/21/2010	\$42,500,000	\$37,442,500	\$5,057,500	88%	\$15,213	\$27,801,095	\$38,208,870	\$66,009,965	\$28,552,252	14.4%	0.74x	1.76x
Adams Street 2010 Non-U.S. Dev. Mkts Fund	2010	5/21/2010	\$25,500,000	\$22,325,249	\$3,174,751	88%	\$1,589	\$17,994,687	\$16,410,381	\$34,405,068	\$12,078,230	11.6%	0.81x	1.54x
Adams Street 2010 Non-U.S. Emg Mkts Fund	2010	1/3/2011	\$8,500,000	\$7,633,000	\$867,000	90%	--	\$2,212,616	\$10,275,840	\$12,488,456	\$4,855,456	11.2%	0.29x	1.64x
Adams Street 2010 Direct Fund	2010	5/21/2010	\$8,500,000	\$8,066,500	\$433,500	95%	\$6,697	\$9,546,815	\$4,706,893	\$14,253,708	\$6,180,511	12.7%	1.18x	1.77x
Adams Street 2013 Global Fund	2013	6/27/2013	\$75,000,000	\$61,350,000	\$13,650,000	82%	\$10,728	\$11,799,337	\$75,403,038	\$87,202,375	\$25,841,647	11.5%	0.19x	1.42x
Adams Street 2016 Global Fund	2016	12/22/2016	\$60,000,000	\$31,620,000	\$28,380,000	53%	--	\$3,621,043	\$32,702,016	\$36,323,059	\$4,703,059	14.3%	0.11x	1.15x
Adams Street Co-Investment Fund IV A	2018	9/24/2018	\$30,000,000	\$6,967,808	\$23,100,000	23%	\$67,808	\$0	\$6,766,285	\$6,766,285	-\$269,331	-5.4%	--	0.97x
Advent International GPE IX	2019	5/23/2019	\$10,000,000	--	\$10,000,000	--	--	--	--	--	--	--	--	--
Astorg VII	2019	12/17/2018	\$8,752,740	\$437,999	\$8,314,741	0%	--	--	\$437,618	\$437,618	--	--	--	1x
Battery Ventures XII	2018	2/1/2018	\$9,050,000	\$4,129,515	\$4,920,485	46%	--	\$0	\$3,952,565	\$3,952,565	-\$176,950	-7.5%	0x	0.96x
Battery Ventures XII Side Fund	2018	2/1/2018	\$5,050,000	\$2,909,305	\$2,140,695	58%	--	\$0	\$2,849,752	\$2,849,752	-\$59,553	-4.1%	0x	0.98x
Blue Bay Direct Lending Fund III	2019	2/12/2019	\$25,000,000	\$3,793,138	\$21,206,862	15%	--	\$30,846	\$3,762,491	\$3,793,137	-\$1	0.0%	0.01x	1x
Buenaventure One, LLC	2018	1/5/2018	\$67,072,500	\$20,830,590	\$46,241,910	31%	--	\$403,156	\$21,585,632	\$21,988,788	\$1,158,198	8.0%	0.02x	1.06x
CapVest Equity Partners IV	2019	7/11/2018	\$12,531,787	--	\$12,531,787	0%	--	--	(\$53,112)	(\$53,112)	--	--	--	--
Clearlake Capital Partners V	2017	12/22/2017	\$9,950,000	\$4,781,476	\$5,258,013	48%	\$46,158	\$150,190	\$6,517,670	\$6,667,860	\$1,840,226	48.7%	0.03x	1.39x
CVI Credit Value Fund IV	2017	12/31/2017	\$30,000,000	\$15,000,000	\$15,000,000	50%	--	\$6,147	\$15,717,755	\$15,723,902	\$723,902	6.5%	0x	1.05x
Drive Capital Fund II	2016	9/1/2016	\$15,000,000	\$8,817,135	\$6,186,075	59%	\$3,210	\$0	\$11,081,824	\$11,081,824	\$2,261,479	19.3%	0x	1.26x
Drive Capital Fund III	2019	4/5/2019	\$7,500,000	--	\$7,500,000	--	--	--	--	--	--	--	--	--
Drive Capital Overdrive Fund I	2019	4/5/2019	\$7,500,000	\$351,951	\$7,148,049	5%	--	\$0	\$351,951	\$351,951	\$0	--	0x	1x
ECI 11	2018	7/5/2018	\$9,532,625	\$1,252,530	\$8,280,095	13%	--	\$0	\$1,065,919	\$1,065,919	-\$186,611	-25.0%	--	0.85x
Genstar Capital Partners IX	2019	2/21/2019	\$7,500,000	--	\$7,500,000	0%	--	--	--	--	--	--	--	--
Genstar Capital Partners IX Opportunities Program	2019	2/21/2019	\$2,500,000	--	\$2,500,000	0%	--	--	--	--	--	--	--	--
GGV Capital VII	2019	8/15/2018	\$10,160,000	\$1,625,600	\$8,534,400	16%	--	\$0	\$1,625,600	\$1,625,600	--	--	--	1x
GGV Capital VII Plus	2019	8/15/2018	\$2,540,000	\$457,200	\$2,082,800	18%	--	--	\$457,200	\$457,200	--	--	--	1x
GGV Discovery II	2019	8/15/2018	\$2,100,000	\$241,500	\$1,858,500	12%	--	\$0	\$241,500	\$241,500	--	--	--	1x
Great Hill Equity Partners VII	2019	6/28/2019	\$8,900,000	--	\$8,900,000	--	--	--	--	--	--	--	--	--
GTOR Fund XII	2017	9/29/2017	\$30,000,000	\$7,428,000	\$22,667,792	25%	--	\$264,502	\$5,335,795	\$5,600,297	-\$1,827,703	-37.1%	0.04x	0.75x
HarbourVest - Dover Street VIII	2013	5/30/2013	\$67,500,000	\$60,834,954	\$6,750,000	90%	\$84,954	\$69,159,275	\$26,610,278	\$95,769,553	\$34,849,645	21.1%	1.14x	1.57x
HarbourVest - Dover Street IX	2016	12/16/2016	\$60,000,000	\$37,800,000	\$22,200,000	63%	--	\$11,992,086	\$36,687,525	\$48,679,611	\$10,879,611	30.5%	0.32x	1.29x
HarbourVest - Dover Street X	2019	5/31/2019	\$40,000,000	--	\$40,000,000	--	--	--	--	--	--	--	--	--
HarbourVest - PRTNS CO INVEST IV L.P.	2017	6/2/2017	\$30,000,000	\$24,464,388	\$5,732,352	82%	--	\$2,641,347	\$26,805,051	\$29,446,398	\$4,982,010	12.9%	0.11x	1.2x
HarbourVest - PRTNS CO INVEST V L.P.	2019	7/31/2018	\$35,000,000	--	\$35,000,000	--	--	\$0	\$2,799,677	\$2,799,677	--	--	--	--
Hellman & Friedman Capital Partners IX	2019	9/28/2018	\$19,800,000	--	\$19,800,000	0%	--	--	(\$35,474)	(\$35,474)	--	--	--	--
Insight Venture Partners X	2017	10/13/2017	\$25,000,000	\$17,750,000	\$7,250,000	71%	--	\$8,561	\$18,521,286	\$18,529,847	\$779,847	7.7%	0x	1.04x
M/C Partners VIII	2019	4/2/2018	\$10,000,000	\$504,514	\$9,495,486	0%	--	--	\$409,217	\$409,217	-\$95,297	-100.0%	--	0.81x
Monroe Capital Private Credit Fund III	2018	9/5/2018	\$25,000,000	\$10,000,000	\$15,000,000	40%	--	\$355,219	\$9,961,703	\$10,316,922	\$316,922	7.1%	0.04x	1.03x
Pantheon Global Secondary Fund IV	2010	8/20/2010	\$15,000,000	\$9,960,000	\$5,040,000	66%	--	\$12,681,543	\$3,091,607	\$15,773,150	\$5,813,150	13.7%	1.27x	1.58x
Pantheon Global Secondary Fund V	2015	2/26/2015	\$50,000,000	\$33,566,509	\$16,433,491	67%	(\$162,514)	\$10,437,534	\$33,959,250	\$44,396,784	\$10,992,789	14.6%	0.31x	1.32x
The Resolute Fund IV	2018	5/2/2018	\$20,000,000	\$4,198,918	\$16,918,300	21%	--	\$1,937,960	\$3,228,360	\$5,166,320	\$967,402	97.2%	0.46x	1.23x
Riverside Micro-Cap Fund V	2018	8/21/2018	\$10,000,000	\$869,109	\$9,130,891	9%	--	--	\$506,855	\$506,855	-\$362,254	-96.2%	--	0.58x
TA XIII	2019	5/2/2019	\$10,000,000	--	\$10,000,000	--	--	--	--	--	--	--	--	--
Total VCERA Private Equity Program	--	5/21/2010	\$983,539,652	\$463,347,231	\$522,210,349	47%	\$73,843	\$185,668,759	\$437,872,638	\$623,541,397	\$157,510,379	14.6%	0.4x	1.35x

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 6/30/2019 statement of investments produced by Abbott Capital.



Ventura County Employees' Retirement Association

TOTAL FUND PERFORMANCE DETAIL NET OF FEES

	Market Value (\$)	% of Portfolio	Policy %	1 Mo (%)	3 Mo (%)	YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Inception (%)	Inception Date
Total US Fixed Income	1,020,483,662	17.8	20.0	1.2	2.7	5.8	7.3	3.1	3.0	5.6	5.8	Feb-94
BBgBarc US Aggregate TR				1.3	3.1	6.1	7.9	2.3	2.9	3.9	5.3	Feb-94
Over/Under				-0.1	-0.4	-0.3	-0.6	0.8	0.1	1.7	0.5	
BlackRock U.S. Debt Fund	239,055,720	4.2		1.3	3.1	6.1	7.9	2.4	3.0	4.0	5.2	Nov-95
BBgBarc US Aggregate TR				1.3	3.1	6.1	7.9	2.3	2.9	3.9	5.1	Nov-95
Over/Under				0.0	0.0	0.0	0.0	0.1	0.1	0.1	0.1	
Western	318,920,827	5.6		1.5	3.4	7.2	8.9	3.5	3.8	6.2	6.1	Dec-96
BBgBarc US Aggregate TR				1.3	3.1	6.1	7.9	2.3	2.9	3.9	5.1	Dec-96
Over/Under				0.2	0.3	1.1	1.0	1.2	0.9	2.3	1.0	
Reams	325,557,060	5.7		0.7	1.9	4.3	5.7	2.7	2.2	5.1	5.2	Sep-01
Reams Custom Index				0.2	0.6	1.3	2.6	1.8	1.2	2.8	3.8	Sep-01
Over/Under				0.5	1.3	3.0	3.1	0.9	1.0	2.3	1.4	
BBgBarc US Aggregate TR				1.3	3.1	6.1	7.9	2.3	2.9	3.9	4.4	Sep-01
3-Month LIBOR + 3%				0.4	1.4	2.8	5.7	4.9	4.3	3.8	4.8	Sep-01
Loomis Strategic Alpha	48,323,810	0.8		0.9	1.6	3.6	3.2	3.7	2.6	--	2.7	Jul-13
BBgBarc US Aggregate TR				1.3	3.1	6.1	7.9	2.3	2.9	3.9	3.2	Jul-13
Over/Under				-0.4	-1.5	-2.5	-4.7	1.4	-0.3		-0.5	
3-Month LIBOR + 3%				0.4	1.4	2.8	5.7	4.9	4.3	3.8	4.1	Jul-13
Loomis Sayles Multi Strategy	88,626,246	1.5		1.8	2.9	6.8	7.8	5.2	3.8	7.8	6.3	Jul-05
Loomis Custom Index				1.6	2.8	7.2	7.7	3.8	3.4	5.4	5.1	Jul-05
Over/Under				0.2	0.1	-0.4	0.1	1.4	0.4	2.4	1.2	
BBgBarc US Govt/Credit TR				1.5	3.5	6.9	8.5	2.4	3.1	4.1	4.2	Jul-05

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

Loomis Custom Index: 65% BBgBarc US 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 (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Inception (%)	Inception Date
Private Debt	35,064,913	0.6	0.0	0.6	2.3	4.3	6.7	--	--	--	6.0	Jan-18
50% BofA ML US HY BB-B Constrained Index/ 50% Credit Suisse Leveraged Loan Index +150bps				<u>1.5</u>	<u>2.6</u>	<u>8.7</u>	<u>8.0</u>	--	--	--	<u>6.4</u>	Jan-18
Over/Under				-0.9	-0.3	-4.4	-1.3				-0.4	
CVI Credit Value Fund	15,717,757	0.3		0.5	2.2	3.6	6.0	--	--	--	5.5	Jan-18
50% BofA ML US HY BB-B Constrained Index/ 50% Credit Suisse Leveraged Loan Index +150bps				<u>1.5</u>	<u>2.6</u>	<u>8.7</u>	<u>8.0</u>	--	--	--	<u>6.4</u>	Jan-18
Over/Under				-1.0	-0.4	-5.1	-2.0				-0.9	
Monroe Capital Private Credit Fund III	13,571,177	0.2		0.0	2.6	5.9	--	--	--	--	5.9	Dec-18
50% BofA ML US HY BB-B Constrained Index/ 50% Credit Suisse Leveraged Loan Index +150bps				<u>1.5</u>	<u>2.6</u>	<u>8.7</u>	<u>8.0</u>	--	--	--	<u>6.5</u>	Dec-18
Over/Under				-1.5	0.0	-2.8					-0.6	
Bluebay Direct Lending Fund III	5,775,979	0.1		1.7	1.7	--	--	--	--	--	1.7	Apr-19
50% BofA ML US HY BB-B Constrained Index/ 50% Credit Suisse Leveraged Loan Index +150bps				<u>1.5</u>	<u>2.6</u>	<u>8.7</u>	<u>8.0</u>	--	--	--	<u>2.6</u>	Apr-19
Over/Under				0.2	-0.9						-0.9	
Treasuries	103,502,120	1.8	0.0	1.1	3.5	--	--	--	--	--	3.5	Apr-19
Reams 10-Year Treasuries	103,502,120	1.8		1.1	3.5	--	--	--	--	--	3.5	Apr-19
BBgBarc US Treasury 7-10 Yr TR				<u>1.4</u>	<u>4.0</u>	<u>6.9</u>	<u>10.1</u>	<u>1.3</u>	<u>3.3</u>	<u>4.4</u>	<u>4.0</u>	Apr-19
Over/Under				-0.3	-0.5						-0.5	



Ventura County Employees' Retirement Association

TOTAL FUND PERFORMANCE DETAIL NET OF FEES

	Market Value (\$)	% of Portfolio	Policy %	1 Mo (%)	3 Mo (%)	YTD (%)	1 Yr (%)	3 Yrs (%)	5 Yrs (%)	10 Yrs (%)	Inception (%)	Inception Date
Total Real Estate	437,217,842	7.6	7.0	0.0	0.0	0.9	4.2	5.7	7.9	8.3	7.7	Mar-94
<i>NCREIF ODCE Net</i>				<u>0.0</u>	<u>0.0</u>	<u>1.2</u>	<u>4.7</u>	<u>6.3</u>	<u>8.6</u>	<u>8.8</u>	<u>8.0</u>	<i>Mar-94</i>
Over/Under				0.0	0.0	-0.3	-0.5	-0.6	-0.7	-0.5	-0.3	
Prudential Real Estate	159,078,815	2.8		0.0	0.0	1.7	5.8	7.1	9.3	9.6	6.2	Jun-04
<i>NCREIF ODCE Net</i>				<u>0.0</u>	<u>0.0</u>	<u>1.2</u>	<u>4.7</u>	<u>6.3</u>	<u>8.6</u>	<u>8.8</u>	<u>7.0</u>	<i>Jun-04</i>
Over/Under				0.0	0.0	0.5	1.1	0.8	0.7	0.8	-0.8	
<i>NCREIF ODCE</i>				<u>0.0</u>	<u>0.0</u>	<u>1.4</u>	<u>5.4</u>	<u>7.2</u>	<u>9.5</u>	<u>9.8</u>	<u>7.9</u>	<i>Jun-04</i>
UBS Real Estate	278,139,027	4.9		0.0	0.0	0.5	3.3	4.9	7.2	7.7	7.1	Mar-03
<i>NCREIF ODCE Net</i>				<u>0.0</u>	<u>0.0</u>	<u>1.2</u>	<u>4.7</u>	<u>6.3</u>	<u>8.6</u>	<u>8.8</u>	<u>7.2</u>	<i>Mar-03</i>
Over/Under				0.0	0.0	-0.7	-1.4	-1.4	-1.4	-1.1	-0.1	
<i>NCREIF ODCE</i>				<u>0.0</u>	<u>0.0</u>	<u>1.4</u>	<u>5.4</u>	<u>7.2</u>	<u>9.5</u>	<u>9.8</u>	<u>8.1</u>	<i>Mar-03</i>
Total Real Assets	456,514,784	8.0	10.0	4.0	2.5	13.3	5.0	4.9	0.8	--	4.7	Apr-13
<i>CPI + 4% (Unadjusted)</i>				<u>0.3</u>	<u>1.8</u>	<u>4.0</u>	<u>5.7</u>	<u>6.1</u>	<u>5.5</u>	<u>--</u>	<u>6.3</u>	<i>Apr-13</i>
Over/Under				3.7	0.7	9.3	-0.7	-1.2	-4.7		-1.6	
Bridgewater All Weather Fund	334,510,717	5.8		4.1	3.7	12.0	6.6	6.5	3.7	--	5.4	Aug-13
<i>CPI + 5% (Unadjusted)</i>				<u>0.4</u>	<u>2.0</u>	<u>4.5</u>	<u>6.7</u>	<u>7.1</u>	<u>6.5</u>	<u>--</u>	<u>6.6</u>	<i>Aug-13</i>
Over/Under				3.7	1.7	7.5	-0.1	-0.6	-2.8		-1.2	
Tortoise Energy Infrastructure	122,004,067	2.1		3.5	-0.8	17.2	0.8	1.1	-5.4	--	1.2	Apr-13
<i>Tortoise MLP Index</i>				<u>2.9</u>	<u>1.4</u>	<u>19.3</u>	<u>4.6</u>	<u>1.2</u>	<u>-6.7</u>	<u>--</u>	<u>-1.8</u>	<i>Apr-13</i>
Over/Under				0.6	-2.2	-2.1	-3.8	-0.1	1.3		3.0	
Overlay	62,434,919	1.1	0.0									
Parametric	34,000,794	0.6										
Abbott Capital Cash	28,434,124	0.5										

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.
 Real Estate Valuation is as of 3/31/2018.

Ventura County Employees' Retirement Association

TOTAL FUND

Cash Flow Summary							
Month Ending June 30, 2019							
	Beginning Market Value	Contributions	Withdrawals	Net Cash Flow	Fees	Net Investment Change	Ending Market Value
Abbott Capital Cash	\$20,771,540	\$62,784,297	-\$55,154,606	\$7,629,691	\$0	\$32,893	\$28,434,124
Abbott Secondary Opportunities	\$15,456,051	\$0	\$0	\$0	\$0	\$568,538	\$16,024,589
Adams Street Global Fund Series	\$173,024,771	\$5,820,000	-\$881,338	\$4,938,662	\$0	\$6,298,719	\$184,262,152
Astorg VII L.P.	\$0	\$435,839	\$0	\$435,839	\$0	\$62,520	\$498,360
Battery Ventures XII	\$6,013,492	\$788,825	\$0	\$788,825	\$0	\$0	\$6,802,317
BlackRock ACWI ex-U.S. Index	\$449,099,865	\$0	\$0	\$0	-\$41,278	\$26,236,245	\$475,336,111
BlackRock MSCI ACWI Equity Index	\$596,259,248	\$0	\$0	\$0	-\$22,850	\$39,246,758	\$635,506,007
Blackrock Russell 1000 Index	\$1,277,103,034	\$0	-\$30,000,000	-\$30,000,000	-\$11,555	\$89,509,214	\$1,336,612,247
Blackrock Russell 2500 Index	\$61,484,108	\$0	\$0	\$0	-\$1,098	\$4,371,883	\$65,855,990
BlackRock U.S. Debt Fund	\$236,062,907	\$0	\$0	\$0	-\$11,302	\$2,992,813	\$239,055,720
Bluebay Direct Lending Fund III	\$4,733,896	\$947,891	\$0	\$947,891	\$0	\$94,193	\$5,775,979
Bridgewater All Weather Fund	\$321,277,549	\$0	\$0	\$0	-\$103,023	\$13,233,168	\$334,510,717
Buenaventure One, LLC	\$20,889,135	\$0	\$0	\$0	\$0	\$696,494	\$21,585,629
Buenaventure Two, LLC	\$211,001	\$0	\$0	\$0	\$0	\$7,036	\$218,037
Clearlake Capital Partners V	\$6,517,668	\$0	\$0	\$0	\$0	\$0	\$6,517,668
CVI Credit Value Fund	\$14,136,458	\$1,500,000	\$0	\$1,500,000	\$0	\$81,299	\$15,717,757
Drive Capital Fund II	\$11,081,827	\$0	\$0	\$0	\$0	\$0	\$11,081,827
Drive Capital Overdrive Fund I	\$351,951	\$0	\$0	\$0	\$0	\$0	\$351,951
ECI 11	\$1,336,063	\$0	\$0	\$0	\$0	\$20,532	\$1,356,595
GGV Capital VII L.P.	\$1,371,600	\$254,000	\$0	\$254,000	\$0	\$0	\$1,625,600
GGV Capital VII Plus, LP	\$381,000	\$76,200	\$0	\$76,200	\$0	\$0	\$457,200
GGV Discovery II, L.P.	\$168,000	\$73,500	\$0	\$73,500	\$0	\$0	\$241,500



Ventura County Employees' Retirement Association

TOTAL FUND

	Month Ending June 30, 2019						
	Beginning Market Value	Contributions	Withdrawals	Net Cash Flow	Fees	Net Investment Change	Ending Market Value
GTCR Fund XII	\$6,108,073	\$0	\$0	\$0	\$0	\$0	\$6,108,073
Harbourvest	\$88,415,327	\$3,000,000	-\$3,105,218	-\$105,218	\$0	\$4,800,443	\$93,110,552
Hexavest	\$87,185,606	\$0	\$0	\$0	-\$35,016	\$5,361,797	\$92,547,403
Insight Venture Partners X	\$16,446,290	\$2,500,000	\$0	\$2,500,000	\$0	-\$425,008	\$18,521,281
Loomis Sayles Multi Strategy	\$87,032,319	\$0	\$0	\$0	-\$27,990	\$1,593,927	\$88,626,246
Loomis Strategic Alpha	\$47,870,420	\$0	\$0	\$0	-\$16,108	\$453,390	\$48,323,810
M/C Partners Fund VIII LP, Limited Partnership	\$0	\$504,514	\$0	\$504,514	\$0	-\$95,297	\$409,217
Monroe Capital Private Credit Fund III	\$9,970,170	\$3,601,008	\$0	\$3,601,008	\$0	-\$1	\$13,571,177
Pantheon Global Secondary Funds	\$38,532,736	\$0	-\$706,542	-\$706,542	\$0	-\$775,338	\$37,050,855
Parametric	\$32,627,174	\$0	\$0	\$0	-\$3,875	\$1,373,620	\$34,000,794
Prudential Real Estate	\$159,078,815	\$0	\$0	\$0	\$0	\$0	\$159,078,815
Reams	\$323,333,247	\$0	\$0	\$0	-\$46,945	\$2,223,813	\$325,557,060
Reams 10-Year Treasuries	\$102,372,231	\$0	\$0	\$0	\$0	\$1,129,888	\$103,502,120
Riverside Micro Cap Fund V, LP	\$869,109	\$0	\$0	\$0	\$0	-\$362,254	\$506,855
Sprucegrove	\$217,517,980	\$0	\$0	\$0	-\$67,791	\$13,879,365	\$231,397,345
The Resolute Fund IV L.P	\$2,091,380	\$1,177,845	\$0	\$1,177,845	\$0	-\$40,864	\$3,228,361
Tortoise Energy Infrastructure	\$117,787,780	\$0	\$0	\$0	-\$63,544	\$4,216,288	\$122,004,067
UBS Real Estate	\$278,139,027	\$0	\$0	\$0	\$0	\$0	\$278,139,027
Walter Scott	\$129,243,369	\$0	\$0	\$0	-\$90,403	\$7,812,069	\$137,055,438
Western	\$314,129,999	\$2,613	-\$2,613	\$0	-\$52,365	\$4,790,828	\$318,920,827
Western U.S. Index Plus	\$210,087,511	\$780	-\$883	-\$103	-\$40,655	\$15,151,908	\$225,239,315
Total	\$5,486,569,723	\$83,467,312	-\$89,851,201	-\$6,383,888	-\$635,797	\$244,540,879	\$5,724,726,714



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.





July 15, 2019

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

SUBJECT: RECOMMENDATION TO APPROVE NEW CONTRACT WITH BRENTWOOD I.T.

Dear Board Members:

Staff is requesting that a new contract be approved for I.T. support services with Brentwood I.T. to perform specific tasks. These tasks are a combination of completing pending tasks, items related to resolving I.T. audit issues, support and consulting for wiring and security related to the pending office renovation, and for support while additional Board-approved I.T. position is filled. The previous contract with Brentwood I.T. was drafted when VCERA did not have an in-house Chief Technology Officer (CTO), and the work of Jo Ford of Brentwood I.T. covered most aspects of VCERA's technology needs, with responsibility for much of VCERA's underlying architecture and systems which are now integral to operations. Since VCERA hired Leah Oliver as CTO, she has worked closely with Mr. Ford to assess VCERA's technology infrastructure and processes, and his role as consultant has been vital in working through a complicated and delicate transition.

Contract History

In November of 2018, in the process of assessing the still vital, yet diminishing, need for Brentwood I.T.'s services, and determining the hours and funds remaining on Brentwood I.T.'s contract and Board-approved not-to-exceed (NTE) amount, it was discovered that the contract renewal since January 2018 had been overlooked. At the November 19, 2018 Business Meeting, the Board authorized the Retirement Administrator to execute a retroactive amendment to the agreement to increase the contract amount and ratify expenditures within budgetary allocation, inclusive of salary savings from before the hiring of the CTO.

In March of 2019, the Board approved a budget increase of \$19,600 in response to a specified list of tasks provided by CTO Oliver, with corresponding hours, bringing the total contract NTE cumulative amount to \$295,000. Thereafter, the Retirement Administrator executed an amendment to the contract consistent with the Board's direction. The fiscal year ended with expenditures staying within that approved NTE amount. However, it became evident in the early stages of renovation planning in coordination with VCERA's new building lease that Mr. Ford's knowledge of VCERA's infrastructure, wiring, security, server room, etc., necessitated his

July 15, 2019

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participation in strategic planning and staff meetings with the various vendors engaged for the project. His input has been invaluable.

In May of 2019, the Board approved the proposed 2019-2020 administrative budget, which included \$116,500 of contract IT support. Also, in June of 2019 the Board approved the Office Renovation Budget, as provided by staff and the CBRE Project Manager. Within that budget was an anticipated "soft" cost of \$20,000 for AV and security consulting, and staff recommended that Brentwood I.T. be used as this vendor, given the existing relationship and high quality of work. The FY 19-20 budgeted amount, combined with the renovation budget amount comes to \$136,500. Staff requests this amount be increased by approximately 17% to \$160,000. Staff believes this would provide sufficient funding for completion of the specific duties outlined in the provided memorandum from CTO Oliver, as well as continued participation in the renovation strategy staff meetings with the architect, GC, and project manager.

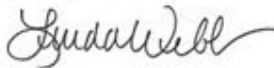
Provided for Board review:

- Request from the CTO, specifically outlining the work to be done;
- Proposed new contract with Brentwood I.T. with new scope of work.

RECOMMENDATION: AUTHORIZE RETIREMENT ADMINISTRATOR TO EXECUTE PROPOSED CONTRACT WITH BRENTWOOD I.T. FOR FY 2019-2020 FOR AMOUNT NOT-TO-EXCEED \$160,000.

VCERA staff will be pleased to respond to any questions you may have on this matter at the July 15, 2019 Business Meeting.

Sincerely,




Linda Webb

Retirement Administrator



July 8, 2019

To: Linda Webb, Retirement Administrator

From: Leah Oliver, Chief Technology Officer 

SUBJECT: REQUEST TO APPROVE PROFESSIONAL SERVICES CONTRACT FOR BRENTWOOD I.T.

As outlined in the June 17, 2019 staff letter to the VCERA Board of Trustees - **SUBJECT: RECOMMENDATION TO APPROVE OFFICE RENOVATION BUDGET**, it was stated that Brentwood I.T. is the preferred vendor for A/V and Security consulting. However, the current Professional Services Contract with Brentwood I.T. expires on June 30, 2019, therefore a new contract is required.

The new contract outlines remodel support of the Server Room and Boardroom Audio-Visual upgrade that Brentwood I.T. will be assisting with as well as additional tasks that the Chief Technology Officer (CTO) requires assistance with during the remodel and until VCERA IT staff are hired. There is currently \$125,000 available in the approved budget for Fiscal Year 19/20, as well as an additional \$20,000 approved in the remodel budget.

The Chief Technology Officer will be highly involved during the remodel project as well as preparing to hire dedicated VCERA IT staff, managing current IT staff, managing support of the Pension Administration System and other time sensitive administrative tasks. The CTO requests additional support to address regular and unexpected IT support tasks to maintain VCERA's server and network infrastructure, support staff and internal auditors until such time that VCERA IT staff is hired and tasks are transitioned. There may be a temporary overlap period in which both newly hired VCERA IT staff and Brentwood I.T. are employed, but the CTO feels confident that reliance on Brentwood I.T. should be reduced towards the end of the contract, moving towards a limited consulting contract.

One thing that should be taken into consideration is that the process to hire VCERA IT staff may take longer than expected due to availability of County of Ventura Human Resources and potential unforeseen circumstances that may extend the remodel timeline. Should either of these instances occur, the contract with Brentwood I.T. may need to be extended to ensure adequate support is available for the items listed in Attachment A of the contract.

Tasks that were assigned to Brentwood I.T. in March 2019, will need to be completed before the end of the new contract. The current progress of these tasks is identified below:

- Clustered Virtual Server Upgrade – 5%
- UPS/Power Automated Server Shutdown – 30%
- Liberty Document Conversion – 5%
- Infrastructure Monitoring Software Configurations – 50%
- Passwords/Security Documentation – 25%
- Infrastructure Documentation – 10%
- Technology Hardware Surplus/Separation – Not yet started
- Batch Upload in V3 Using Kofax – Cancelled

Mr. Ford, from Brentwood I.T. has been working on these assigned tasks as time permits, but due to unexpected technical issues and routine support, his focus was reprioritized to address current requests/issues based off severity and necessity. The items listed below are the most recent tasks that Mr. Ford worked on (from March-June 2019):

- Network Storage hardware failure, support and repair
- Desktop computer backup configurations and troubleshooting performance
- Server patching – outside business hours
- vcera.org domain migration
- Trustee iPad setup and support
- Pension Administration System Oracle SQL Support (passwords)
- Remodel planning – Boardroom A/V and Server Room
- Staff/Trustee support while CTO was attending PRISM Conference

The CTO would be happy to provide additional detail if needed.

Thank you for considering my request.

PROFESSIONAL SERVICES CONTRACT

**PROJECT: VENTURA COUNTY EMPLOYEES' RETIREMENT
ASSOCIATION INFORMATION TECHNOLOGY SUPPORT
SERVICES**

This is a contract between the Ventura County Employees' Retirement Association, hereinafter referred to as VCERA, and Brentwood IT, hereinafter referred to as CONTRACTOR. The parties hereto agree as follows:

1. SCOPE OF WORK

VCERA hereby retains CONTRACTOR to perform services as provided in Attachment A, "Scope of Work" and in Attachment B, "Schedule of Fees". Services provided hereunder shall, when applicable, be in accordance with the Ventura County Information Technology Services standardized processes and project management methodologies as amended from time to time, which are on file with the Information Technology Services Department. This contract shall take precedence over such processes and methodologies in case of conflicting provision; otherwise they shall be interpreted together.

2. COMPENSATION

Payment shall be made monthly upon presentation of an invoice to VCERA for work actually completed and accepted by VCERA's management according to Attachment B, "Schedule of Fees". Unless stated separately in Attachment B, all compensation hereunder shall include any and all out-of-pocket expenses.

3. PERFORMANCE PERIOD

This contract will be effective as of July 1, 2019 and will be for the period July 1, 2019 through June 30, 2020.

4. STATUS OF CONTRACTOR

It is understood and agreed that CONTRACTOR is at all times an independent contractor and that no relationship of employer-employee exists between the parties hereto. CONTRACTOR will not be entitled to any benefits payable to employees of VCERA, included but not limited to overtime, retirement benefits, worker's compensation benefits, injury leave or other leave benefits. VCERA is not required to make any tax or benefit deductions from the compensation payable to CONTRACTOR under the provisions of this contract.

As an independent contractor, CONTRACTOR hereby holds VCERA harmless from any and all claims that may be made against VCERA based upon contention by any third party that an employer-employee relationship exists by reason of this contract.

It is further understood and agreed by the parties hereto that CONTRACTOR in the performance of his obligations hereby is subject to the control or direction of VCERA merely as to the result to be accomplished by the services hereunder agreed to be rendered and performed and not to the means and methods for accomplishing the results.

5. CONTRACT MONITORING

VCERA shall have the right to review the work being performed by the CONTRACTOR under this contract at any time during VCERA's usual working hours. Review, checking, approval or other action by VCERA shall not relieve CONTRACTOR of his responsibility for the accuracy and completeness of the work performed under this contract. This contract shall be administered by the VCERA's Retirement Administrator or her authorized representative.

6. INSURANCE PROVISIONS

A. CONTRACTOR, at his sole cost and expense, will obtain and maintain in full force during the term of this contract, the following types of insurance:

Commercial General Liability "occurrence" coverage in the minimum amount of \$1,000,000 combined single limit (CSL) bodily injury and property damage each occurrence and \$1,000,000 aggregate, including personal injury, broad form property damage, products, completed operations, broad form blanket contractual and \$100,000 fire legal liability.

B. All insurance required shall be primary coverage as respects VCERA and any insurance and self-insurance maintained by VCERA shall be in excess of CONTRACTOR'S insurance coverage and shall not contribute to it.

C. VCERA is to be notified immediately if any aggregate insurance limit is exceeded. Additional coverage must be purchased to meet requirements.

D. VCERA is to be named as Additional insured as respects work done by CONTRACTOR under the terms of this contract on all policies required.

E. CONTRACTOR agrees to waive all rights of subrogation against VCERA for loss arising directly or indirectly from the activities or work performed by CONTRACTOR under the terms of this agreement.

F. Policies shall not be cancelled, non-renewed or reduced in scope of coverage until after sixty (60) days written notice has been given to VCERA.

G. CONTRACTOR agrees to provide VCERA with the following insurance documents on or before the effective date of this contract:

- 1) Certificate of Insurance for all required coverages.
- 2) Additional insured endorsements.

Failure to provide these documents may be grounds for immediate termination or suspension of this contract.

It is the responsibility of CONTRACTOR to confirm that all terms and conditions of the insurance provisions are complied with by any and all subcontractors that CONTRACTOR may use for the completion of this contract.

7. INDEMNIFICATION AND HOLD HARMLESS

All activities and work covered by this contract will be at the risk of the CONTRACTOR alone. CONTRACTOR agrees to defend VCERA from and against all claims, lawsuits — whether against CONTRACTOR, VCERA or others — judgments, debts, demands and liability, including, without limitation, those arising from injuries or death of persons or for damages to property, arising directly or indirectly out of the obligations herein described and undertaken or out of operations conducted or subsidized in whole or in part by CONTRACTOR, save and except claims or litigation arising through the sole negligence or wrongdoing or sole willful misconduct of VCERA.

8. TERMINATION

Both parties retain the right to terminate this contract for any reason prior to completion by giving the other party in writing a 60-day notice. On completion or termination of contract, VCERA shall be entitled to immediate possession of, and CONTRACTOR shall furnish, all deliverables for this particular project prior to any termination and VCERA shall pay any charges accumulated prior to such termination.

9. ADDENDA

VCERA may from time to time require changes in scope of the services required hereunder. Such changes, including any increase and decrease in the amount of CONTRACTOR'S compensation which are mutually agreed upon by and between VCERA and CONTRACTOR, shall be effective when incorporated in written amendments to this contract.

10. CONFLICT OF INTEREST

CONTRACTOR covenants that CONTRACTOR presently has no interest, including but not limited to, other projects and independent contracts, and shall not acquire such interest, direct or indirect, which would conflict in any manner or degree with the performance of services required to be performed under this contract. CONTRACTOR further covenants that in the performance of this contract, no person having such interest shall be employed or retained by CONTRACTOR under this contract.

11. CONFIDENTIALITY

Any reports, information, data, statistics, forms, procedures, studies and any other communication or form of knowledge given to or prepared or assembled by CONTRACTOR under this contract, shall be considered confidential, and shall not be made available to any individual or organization by CONTRACTOR without the written approval of VCERA, except as required by law.

12. NOTICES

All notices required under this contract shall be made in writing and addressed or delivered as follows:

TO VCERA: Ventura County Employees' Retirement Association
 1190 S. Victoria Avenue, Suite 200
 Ventura, CA 93003-6572 Phone: 805.339.4250

TO CONTRACTOR: Brentwood IT, Attn: Jo Ford
 11908 Darlington Avenue, PH4
 Los Angeles, CA 90049
 Phone: 310.770.9612

Either party may, by written notice to the other, change its own mailing address.

13. MISCELLANEOUS

This contract supersedes all previous contracts, agreements, understandings and representations of any nature whatsoever, whether oral or written, and constitutes the entire understanding between the parties hereto.

CONTRACTOR is only authorized to access VCERA systems as identified in Attachment A, "Scope of Work", of this contract. Any unauthorized access to VCERA systems may constitute a breach of contract and may result in immediate termination of contract.

IN WITNESS WHEREOF, the parties hereto have executed this contract.

Brentwood IT

Ventura County Employees' Retirement Association

By: _____

By: _____

Name: _____

Name: _____

Title: _____

Title: _____

Date: _____

Date: _____

ATTACHMENT A

SCOPE OF WORK

**PROJECT: VENTURA COUNTY EMPLOYEES' RETIREMENT
ASSOCIATION INFORMATION TECHNOLOGY SUPPORT
SERVICES**

CONTRACTOR: BRENTWOOD IT

CONTRACTOR will provide VCERA with support of technology projects and functions as requested by the VCERA Chief Technology Officer, on a time and materials basis, effective July 1, 2019, for the period July 1, 2019 through June 30, 2020. This SCOPE OF WORK shall only cover the services provided by Brentwood IT.

CONTRACTOR and Chief Technology Officer will mutually agree on an accepted (onsite/remote) schedule based on support needs and requirements. Hours will encompass direct support during the remodel and completion of previously assigned tasks, as well as providing backup support for the Chief Technology Officer during the remodel and assisting with required support tasks during the acquisition and hiring of VCERA IT staff.

Specifically, the CONTRACTOR will work under the direction of the VCERA Chief Technology Officer and be responsible for providing interim support for: business related critical infrastructure, hardware and software applications; automated systems/functions; and additional technologies utilized exclusively by VCERA which are not supported by the Ventura County Information Technology Services Department.

Listed below are previously assigned projects, approved for completion by the VCERA Board of Trustees. These tasks are specific to CONTRACTOR's historical knowledge and prior support and must be completed by the end of contract date:

- Clustered Virtual Server Upgrade
- UPS/Power Automated Server Shutdown
- Liberty Document Conversion
- Infrastructure Monitoring Software Configurations
- Passwords/Security Documentation
- Infrastructure Documentation
- Technology Hardware Surplus

Additional support tasks outlined below require CONTRACTOR support until VCERA IT staff are hired and tasks are transitioned at the direction of the Chief Technology Officer. Tasks include but are not limited to, technology related items that must be supported to ensure the uptime, security and consistency of VCERA's IT infrastructure:

- Provide technical support for issues that are not supported by County Information Technology Services Department. This task will transition to VCERA IT staff upon hiring.
- Provide server maintenance and support which includes, but is not limited to new installations, upgrades, security patching, and troubleshooting to meet VCERA business needs and minimize impact to business processes. This task will transition to VCERA IT staff upon hiring.
- Provide VCERA Contractor network support, including VCERA WiFi, network and switching equipment, infrastructure monitoring software, firewall, provide support to VCERA Mobile Device Network and iPads. This task will transition to VCERA IT staff upon hiring.
- Provide support during the VCERA office remodel to assist with planning, implementation, coordination and technical support of the Server Room, Boardroom Audio-Visual upgrade and other tasks and assigned by the Chief Technology Officer.
- Monitor and maintain VCERA server and desktop backup environment, rectify any errors and ensure that backups are replicating to cloud storage. Perform test restores to ensure backup validity. This task will transition to VCERA IT staff upon hiring.
- Follow policies and procedures to ensure the integrity, security and privacy of information maintained by VCERA. Provide input towards VCERA's business and disaster recovery plan. This task will transition to VCERA IT staff upon hiring.
- Other duties and tasks as assigned by the VCERA Chief Technology Officer.

ATTACHMENT B

SCHEDULE OF FEES

**PROJECT: VENTURA COUNTY EMPLOYEES' RETIREMENT
ASSOCIATION INFORMATION TECHNOLOGY SUPPORT
SERVICES**

CONTRACTOR: BRENTWOOD IT

CONTRACTOR shall be reimbursed on a time and materials basis according to the following:

1. The hourly contracting rate shall be fixed at \$140.00 per hour for those tasks listed in Attachment A.
2. The total contract is not to exceed \$160,000.
3. No reimbursements for out of pocket expenses, with the exception of registration and travel-related expenses related to attending any conference or training at VCERA's request or direction; reimbursement limits will be in accordance with the VCERA travel policy.
4. CONTRACTOR shall submit detailed monthly invoices for hours worked in the following billing format:

Contract Services for (provide specific date)

(Total Hours Billed) x \$(hourly rate) = \$(Total Amount Billed)

5. Payment terms are net 30 days from date of invoice.

VCERA shall send payments to: Brentwood IT, Attn: Jo Ford
11908 Darlington Avenue, PH4
Los Angeles, CA 90049
Phone: 310.770.9612

CONTRACTOR shall send monthly invoices to:

VENTURA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION
Retirement Administrator
1190 S. VICTORIA AVENUE, SUITE 200
VENTURA, CA 93003-6572
TEL: 805.339.4250



July 15, 2019

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

SUBJECT: WAIVER OF RECOURSE; FISCAL YEAR 2019/20 FIDUCIARY LIABILITY INSURANCE

Dear Board Members:

Recommendations:

Receive and File the attached Statement of Fiduciary Liability Confirmation of Coverage and Binder of Insurance.

- 1) Each trustee pays a fee of \$10.00 in order to maximize the effectiveness of the fiduciary liability coverage and extend liability coverage at VCERA's individual trustees. (Please make checks payable to "VCERA" in the amount of \$10.00).

Background and Discussion:

VCERA recently renewed its fiduciary liability insurance policy (Policy) for the current fiscal year (FY 2019/20). The Policy renewal is priced at the annual premium of \$83,609, the same amount from last year.

As you are aware, fiduciary liability insurance is designed to protect acting fiduciaries of employee benefit plans against legal and statutory liability. California law permits a public retirement system to purchase insurance for its fiduciaries if the insurance coverage permits recourse by the insurer against the individual trustees whose breach gives rise to a claim. Accordingly, the 2019/20 Policy gives VCERA's insurance carrier Hudson Insurance Company (Hudson), recourse against individual trustees. Hudson pays any claim and then can recover losses from the individual trustees. VCERA's assets are protected, but not those of the individual trustees. Hudson charges a nominal fee (\$100 in total) to waive the right of recourse and extend coverage to VCERA's individual trustees. The \$100 fee is intended to be paid by individual trustees, or the appointing entity, but may not be paid from VCERA's assets.

VCERA premium payment for the Policy will include the nominal \$100 fee to waive Hudson's recourse rights against individual trustees. Thus, VCERA is required to collect \$10.00 from each of VCERA's individual trustees in order to remain compliant with California law regarding fiduciary liability coverage.

July 15, 2019

Page 2 of 2

Conclusion:

The payment of the nominal amount of \$10.00 by each of VCERA's individual trustees maximizes the effectiveness of the fiduciary liability coverage and extends coverage to the individual trustee level.

I will be pleased to respond to any questions you may have on this matter at the July 15, 2019 business meeting.

Sincerely,

A handwritten signature in cursive script, appearing to read "Linda Webb".

Linda Webb

Retirement Administrator



Euclid Vanguard Package Policy for Employee Benefit Plans Binder

SOLIDARITY PROTECTION GROUP

a voluntary membership organization operating pursuant to the Liability Risk Retention Act of 1986 and whose principal office is:
4323 Warren Street, NW, Washington, DC 20016-2437

The Euclid Vanguard Package Policy Binder A Comprehensive Risk Solution for Governmental Employee Benefit Plans

Policy Number: SFD31211061-01 **Date Issued:** June 26, 2019
Renewal of: SFD31211061

Issued By (Carrier): Hudson Insurance Company
 100 William Street
 New York, NY 10038

Policy Form: The Euclid Vanguard Package Policy
 ESVP-31210000 (03/2018)

Named Insured: Ventura County Employees' Retirement Association
Plans: Ventura County Employees' Retirement Association
Address: 800 South Victoria Avenue, #L1970
 Ventura, CA 93009

Policy Period:
Effective Date: 07/01/2019 (12:01 a.m. local time)
Expiration Date: 07/01/2020 (12:01 a.m. local time)

Separate Aggregate Limit of Liability for Each Coverage Part	Applies:	Yes
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Fiduciary Liability Coverage Part:

Granted: Yes

1. **Limit of Liability:**
 - a. \$10,000,000 aggregate Limit of Liability for all **Loss** under this Coverage Part
 - b. \$0 additional aggregate limit for all **Defense Costs** (if granted), subject to the maximum aggregate limit set forth in 1.c below
 - c. \$10,000,000 maximum aggregate Limit of Liability for this Coverage Part

2. **Retention:**
 - a. \$25,000 each **Fiduciary Liability Claim**

3. **Continuity Date:** none (full continuity)
Prior or Pending Date: 07/01/2001

4. Fiduciary Liability Coverage Enhancements

Fiduciary Liability Enhancements	Sublimit
Settlor Coverage	\$10,000,000
Trustee Claims Expense Coverage [Defense of Non-Fiduciary Claims]	\$2,000,000
Voluntary Compliance Program Expenditures	\$500,000
ERISA 502(c) Civil Penalties	\$250,000
HIPAA and HITECH Fines and Penalties	\$1,500,000
PPACA Fines and Penalties	\$250,000
IRC Section 4975 Penalties	\$250,000
Miscellaneous/ Other Penalties	\$100,000
First-Party Benefit Overpayment Coverage	\$100,000
Coverage for Claims of Equitable Relief and Surcharges	\$250,000
Reinstatement of Sublimit for Voluntary Compliance Program Expenditures	\$250,000
Death Master File Penalties (Bipartisan Budget Act of 2013)	\$1,000,000

Directors, Officers & Company Liability Coverage Part:

Granted:

1. Limits of Liability:

- a. \$ aggregate Limit of Liability for all **Loss** under this Coverage Part
- b. \$ additional aggregate limit for **Claims** covered pursuant to Section IV. under this Coverage Part (if granted), subject to the maximum limit set forth in 1.d below
- c. \$ additional aggregate limit for all **Defense Costs** (if granted), subject to the maximum aggregate limit set forth in 1.d below
- d. \$ maximum aggregate Limit of Liability for this Coverage Part

2. Retention:

- a. \$ each **Claim** under Insuring Agreement I.(A) **Insured Executive and Employee** Liability
- b. \$ each **Claim** under Insuring Agreement I.(B) **Company** Indemnification Liability
- c. \$ each **Claim** under Insuring Agreement I.(C) **Company** Liability

3. Prior or Pending Date:

A-Side D&O Coverage With DIC Provision:

Premium: N/A

Granted:

- 1. Limits of Liability: \$ aggregate Limit of Liability for all **Loss** under this Coverage Part

2. Retention:

Fiduciary Dishonesty Coverage Part:

Granted:

Coverages, Limits of Insurance, Retentions:

Insuring Agreements, Limits of Insurance and Retention Amounts shown below are subject to all of the terms of this **Crime Coverage Part** that apply.

Insuring Agreements	Limit(s) of Insurance	Retention Amount(s)
(a) Fiduciary Dishonesty Coverage (Any One Loss)	\$	\$
(b) Forgery Coverage	\$	\$
(c) Computer Fraud Coverage	\$	\$
(d) Funds Transfer Fraud Coverage	\$	\$
(e) Payment Instruction Fraud Coverage	\$	\$
(f) Investigatory Expense Coverage	\$	\$

Employment Practices Liability Coverage Part:

Granted:

1. Limit of Liability:

- a. \$ aggregate Limit of Liability for all **Loss** under this Coverage Part
- b. \$ additional aggregate limit for all **Defense Costs** (if granted), subject to the maximum aggregate limit set forth in 1.c below
- c. \$ maximum aggregate Limit of Liability for this Coverage Part

2. Retention:

- a. \$ each **Employment Practices Claim**

3. Prior or Pending Date:

4. Third Party Claim Coverage:

Granted:

- a. **Third Party Claim** Prior or Pending Date
- b. \$ **Third Party Claim** Sub-Limit of Liability
- c. \$ **Third Party Claim** Retention

5. Endorsements:

Endorsements:

California Amendatory Endorsement [Fiduciary Coverage Part]
 AmWINS Vanguard Elite/Alliant Public Pension Practice Enhancement Endorsement for Governmental Plans [Fiduciary Coverage Part]

Premium Summary:

Liability Coverage Section	Premium
Fiduciary Liability Coverage	\$83,609.00 + \$100.00 Waiver of Recourse = \$83,709.00
Directors and Officers Coverage	
A-Side DIC Coverage	
Employee Dishonesty Coverage	
Employment Practices Coverage	
Taxes/Fees	
Total Policy Premium	\$83,709.00

Premium for Shared Aggregate Limit Option: not applicable

Extended Reporting Period: See Enhanced ERP in Public Pension Practice Enhancement Endorsement

Coverage is subject to receipt and satisfactory review of the following item(s) prior to binding:

Nothing additional is required.

This binder is valid for the duration of the binder period or the issuance of the policy, whichever occurs earlier.

Very truly yours,





July 15, 2019

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

SUBJECT: AUTHORIZATION FOR RETIREMENT ADMINISTRATOR TO ATTEND THE CALAPRS ADMINISTRATORS' INSTITUTE, SEPTEMBER 25th – 27th IN CARMEL, CA.

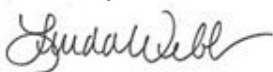
Dear Board Members:

Staff requests authorization for the Retirement Administrator to attend the CALAPRS Administrators' Institute, September 25th – 27th, 2019. The CALAPRS Administrators' Institute is an educational opportunity for Retirement System Administrators / CEOs / Executive Directors and their Assistant Directors. The program is typically held in late September on a Wednesday evening through Friday mid-day. Each year the agenda is developed by a planning committee commissioned by the CALAPRS Board of Directors. CALAPRS has not yet published the agenda for this year's program; however, staff requests approval now in order to register when it is available, given it takes place shortly after the Board reconvenes in September.

The cost to attend is approximately \$1,750 including registration, mileage, lodging and other related expenses.

VCERA staff will be pleased to respond to any questions you may have on this matter at July 15, 2019 business meeting.

Sincerely,



Linda Webb
Retirement Administrator



July 15, 2019

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


SUBJECT: AUTHORIZATION FOR CFO HENRY SOLIS TO ATTEND THE 2019 PUBLIC PENSION FINANCIAL FORUM (P2F2) CONFERENCE OCTOBER 20th – 23rd IN SALT LAKE CITY, UTAH

Dear Board Members:

Staff recommends authorization for CFO Henry Solis to attend the P2F2 conference in Salt Lake City, Utah, October 20th – 23rd. The estimated cost to attend is approximately \$2,100, including, registration, airfare, hotel, meals and other related expenses. Funds were included in the current budget for this trip.

VCERA staff will be pleased to respond to any questions you may have on this matter at July 15, 2019 business meeting.

Sincerely,



Linda Webb
Retirement Administrator

P2F2 Conference - October 20 - 23, 2019 - Salt Lake City, Utah
 Schedule at a Glance - DRAFT as of 6/29/19
 6/29/2019

	TOPIC	SPEAKER
SUNDAY		
Morning: Pre-conference	Presentation Training - interactive so bring laptop!	David Paradi
Afternoon: Session 1	Olympian - Dream, Believe and Achieve	Shannon Bahrke Happe
Session 2	Economic snapshot of U.S. economy	Robert Spendlove, Zions Bank
Session 3	Enterprise Risk Management	Troy Snyder & Jack Kristan, Plante Moran
Session 4	Deciding Why, How and When to Change	Steve Chambers

MONDAY		
Morning: Session 1	Actions Speak Louder Than Words: Understanding Nonverbal Communication	Jan Hargrave
Session 2	PCAOB	Jay Brown
Session 3	The Case for New Pension Accounting Standards	Tom Sgouros NCPERS
Afternoon: Session 1	Social Security Benefits	Mickie Douglass, Social Security Administration
	Securities Lending	Brendan McCarthy, JPM John Fox, BNYM Lori Paris, Northern Trust
	Planning for your Employer Reporting Project	Ray Smith, Provaliant; Illinois Municipal Retirement; Texas Teacher Retirement
	Can You Hear Me Now: Developing Strategic Listening Behaviors	Jan Hargrave
Session 2	Roundtable - Open Forum Discussion	Jennifer Evan/Rob Dolphin to moderate
	ILPA Update	Jennifer Cho
	ER Errors & Exceptions	Christine Briceno CalSTRS; STRS of OH
	Stress Management	Michelle Zellner

P2F2 Conference - October 20 - 23, 2019 - Salt Lake City, Utah
 Schedule at a Glance - DRAFT as of 6/29/19
 6/29/2019

	TOPIC	SPEAKER
MONDAY		
Afternoon: Session 3	Fraud topic	Joe Morrissey
	Roundtable on Alternative Investing	MERS of Michigan
	Compliance Audits - Contribution Limits & How to Catch Them Quicker	Troy Snyder & Jack Kristan, Plante Moran
	Mindfulness at Work and in Life	Michelle Zellner
TUESDAY		
Morning: Session 1	Ethics	Marianne Jennings
Session 2	GASB Update	David Bean
Session 3	Actuarial Update	Paul Angelo
Afternoon: Session 1	GASB - Leases /Subscription based IT software	David Bean
	Unitization	Tom Lauer, Northern Trust
	Accounting of Employer Reporting/payments	Jennifer Rosebaugh, Oregon
	Managing Generational Diversity	Jeanine Wilson
Session 2	Best practices in organizational risk/controls environment	CLA, Eide Bailey
	UBIT	Joyce Hellums and Lisa Parnell, E&Y
	GASB 68 survey results	Michelle Czerkawski
	Organize and Tidy Up: Simplify Life and Reduce Your Stress	Andrea Brundage
Session 3	Automation of accounting/investment accounting processes	TBD
	International tax filing and reclaim process	Carles Farre, Thomas Grande, KPMG Global Tax
	Employer Reporting Roundtable	TBD
	How to motivate employees without stressing them out	Maryann Billington

P2F2 Conference - October 20 - 23, 2019 - Salt Lake City, Utah
 Schedule at a Glance - DRAFT as of 6/29/19
 6/29/2019

	TOPIC	SPEAKER
WEDNESDAY		
Morning: Session 1	Legislative Update	Leigh Snell
Session 2	Tax Update	James Driver
Session 3	Governance Issues that boards currently face	TBD
Afternoon	Tour of Utah Retirement Systems	



July 15, 2019

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

SUBJECT: REQUEST FOR AUTHORIZATION FOR TRUSTEE AND CIO ON-SITE DUE DILIGENCE VISIT TO ADAMS STREET IN CHICAGO AND PARAMENTRIC IN MINNESOTA

Dear Board Members:

Due diligence visits to VCERA overlay manager Parametric Portfolio Associates and to VCERA private equity manager Adams Street Partners, are tentatively scheduled for August 21th and 22st in Minneapolis and Chicago, respectively.

The estimated cost per traveler is around \$1,700, including airfare, hotel, meals and other related expenses.

Staff requests designation/confirmation of attendees and approval of corresponding costs, so travel arrangements may be completed.

Respectfully submitted,

Dan Gallagher
Chief Investment Officer



July 15, 2019

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

SUBJECT: QUARTERLY RETIREMENT ADMINISTRATOR'S REPORT FOR THE PERIOD OF APRIL – JUNE 2019

Dear Board Members:

In compliance with VCERA's Monitoring & Reporting Policy, this report will include information regarding travel, training, key meetings and media communications, as well as other key issues for April through June of 2019. Because the second quarter has been particularly eventful, this report also contains updates in the categories of Legal, Communications, Tech/IT, Investments, Operations and Fiscal.

General

As expected, a great deal of time in the 2nd quarter was spent attending to tasks related to the lease renewal and pending renovation. Dozens of meetings, conference calls, plan reviews, vendor consultations, etc. were required by senior staff for these efforts. The Project Manager has been very helpful in pushing our timeline forward and managing the various parties involved (including VCERA staff).

During the 2nd quarter, staff facilitated a Safety trustee election to replace the seat vacated by Trustee Johnston's retirement. Trustee Ashby ran unopposed, and we welcomed him to his first meeting on May 20th when he took his Oath of Office.

Due to the outstanding efforts of Operations, I.T. and Communications staff, VCERA has fully deployed the Member Portal to all membership (report as of June 2019 attached).

Operations and Communications staff participated in 9 County HCA layoff workshops to assist impacted members with their questions and concerns.

Board/Policy/Compliance

As directed by the Board, the Retirement Administrator and General Counsel met with County executives to discuss the County's counter-proposals on three of staff's recommended revisions and explore whether a compromise recommendation could be reached. The County said they

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would discuss the offer and communicate the results. A memorandum with their response arrived on July 10th, which necessitates staff response and further discussion.

Legal

In coordination with Board Counsel, staff continued to communicate with County Risk Management on the Disability Retirement Process to identify areas for improvement in the process and procedures, and to mitigate risks to Board.

Staff also consulted Board Counsel as to VCERA's responsibilities and options for collecting overpayments under IRS-issued guidance (EPCRS), and worked through the process to collect overpayment of retirement benefits for 15 members. As the Board may recall, staff discovered overpayments to these divorced members related to the "split" of supplemental benefits in retirement during the course of implementing the cessation of the non-vested \$27.50 benefit. Implementation of repayment processing with the impacted members has been completed, with the exception of one impacted retired member who has objected to the repayment terms offered by VCERA. The member has indicated that he intends to send a letter to the Board to request an alternate repayment plan.

Communications

The 2nd quarter saw a great deal of activity in member communication, and several pending communications projects came to fruition. In addition to publishing the Spring 2019 newsletter, VCERA staff produced several new publications, including a brochure on reciprocity and a fact sheet on considerations for choosing a retirement date. The Member Handbook was updated, and staff successfully edited/redesigned the retirement application packet, the Member Sworn Statement, and 25 V3-generated form letters.

Perhaps the most notable Communications item for the 2nd quarter is that for the first time, VCERA produced and mailed annual benefit statements *in-house*, resulting in significant cost savings (2019 costs were roughly a third of 2018 costs).

Several other significant projects are steadily moving forward, such as a member portal tutorial video and adding to the accessibility features on the VCERA website.

Tech/IT

Enhancements were made to V3 for some long-standing requests. Office photocopiers were updated with newer hardware, and office telephones were upgraded, which will allow for wireless headsets.

Much of IT's work in the 2nd quarter falls under progressing projects: remodel and new technology that will be included as well as new computers for staff.

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Investments

As reflected in the CIO's quarterly report, the Board adopted an asset allocation change, increasing private equity by 3% with a corresponding decrease in real assets. A private equity annual plan for 2019 was adopted, and the Investment Policy was updated.

Operations

In addition to general processing within Operations, the department also participated in the County HCA layoff workshops as mentioned, and the COO is playing an important role in the office remodel planning. Staff performed COLA testing and interest posting in coordination with Fiscal, prepared 415 spreadsheets for Segal's analysis, and reviewed all member notifications and managed phone calls associated with the elimination of \$27.50 supplemental benefit.

Fiscal

In Fiscal, work is underway to compile the annual actuarial extract, which consists of member and retiree data required by actuary for preparation of the annual actuarial valuation. The annual financial audit is also underway, and staff is working on June 30 fiscal year end work. The FY 2019-20 Budget adopted has been revised to include the projected remodel costs.

Fiscal has had a staff member out for an extended period due to an injury away from work. A contract consultant has been engaged to assist until the employee returns.

NOTE: Fiscal and Operations collaborated, as they do each year, to complete the semi-annual interest crediting for June 30, 2019.

Travel & Training

This year, I did not attend the Spring SACRS conference, due to a personal obligation. I did attend the CALAPRS Administrators' Roundtable on June 21st in San Jose.

Media

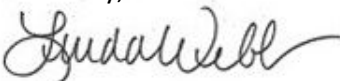
In April, the Retirement Administrator spoke to a reporter from the Ventura County Star to answer questions regarding the Board stipend, Towner case progress, and the election of Trustee Ashby.

Key Meetings

Key meetings during the 2nd quarter focused on the work and issues described within this report.

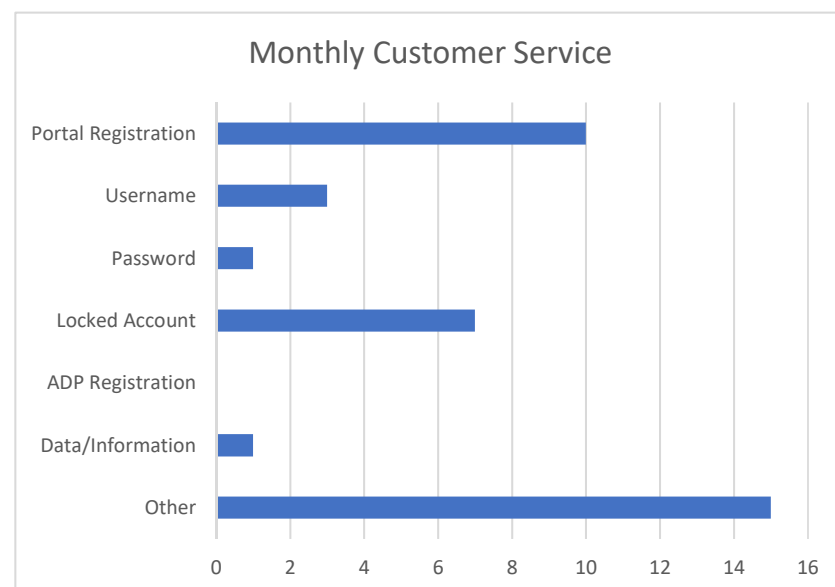
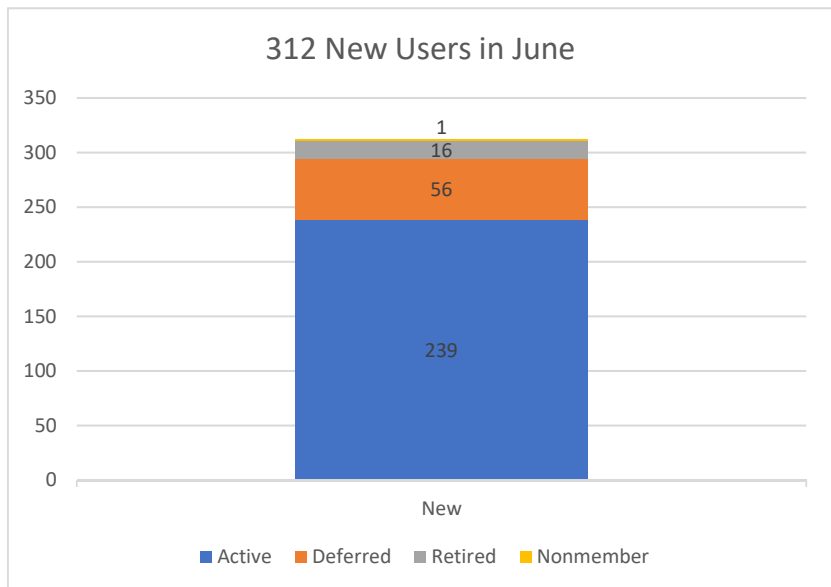
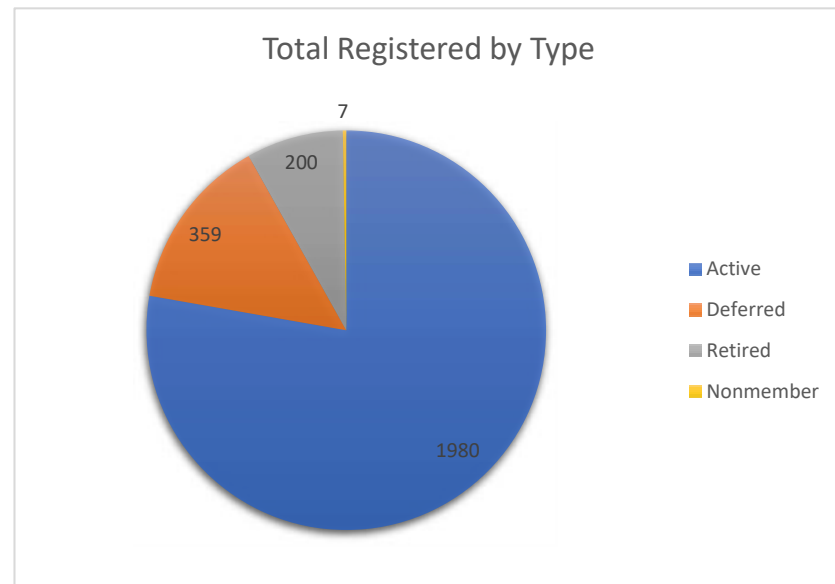
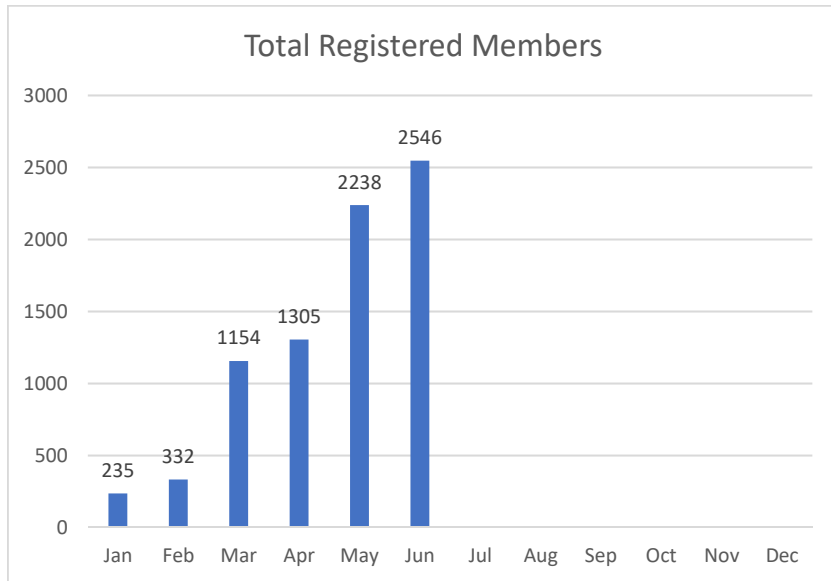
Please contact me with any questions you may have regarding this quarterly report.

Sincerely,

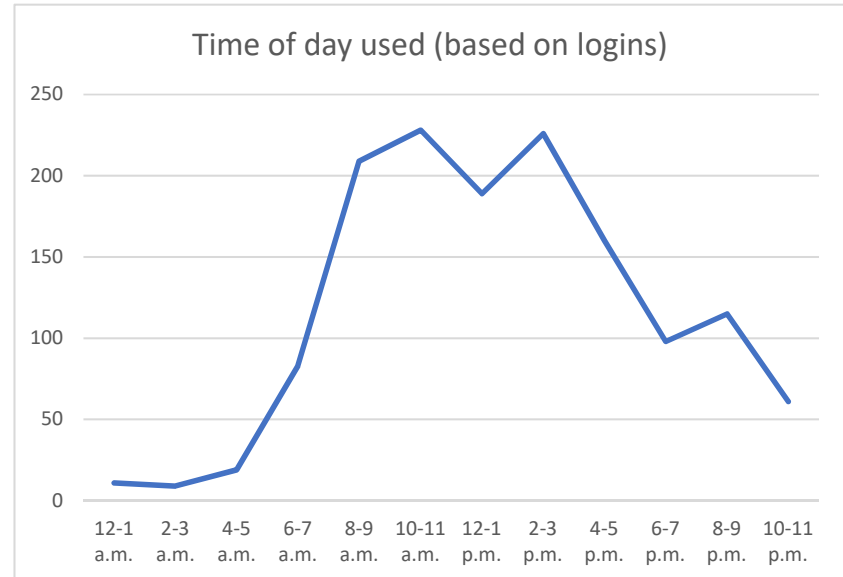
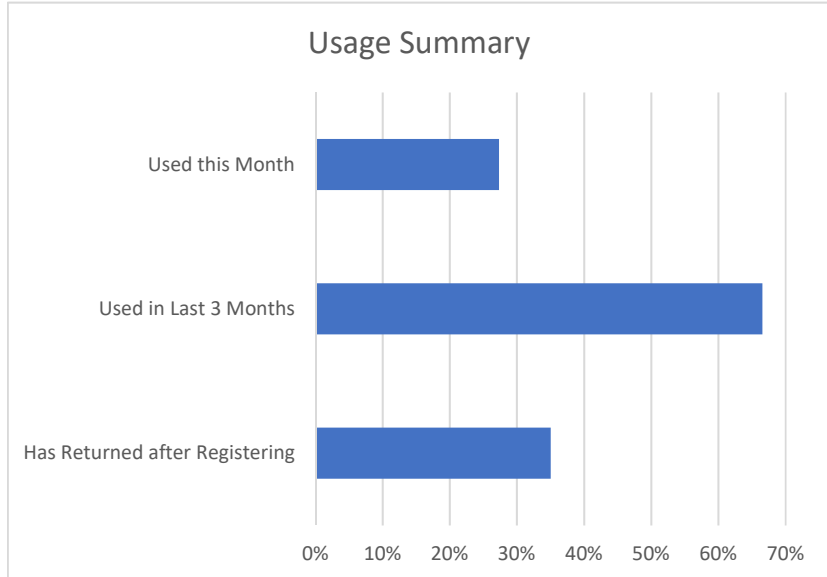
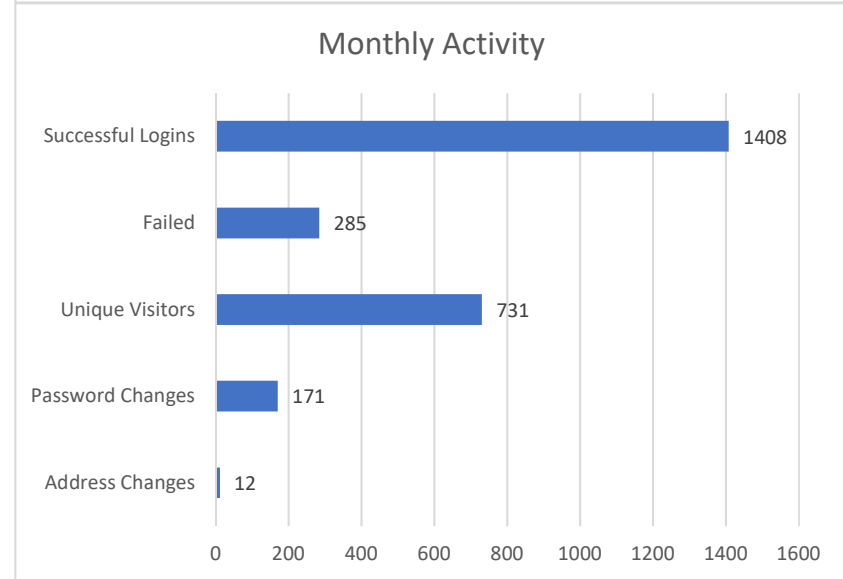
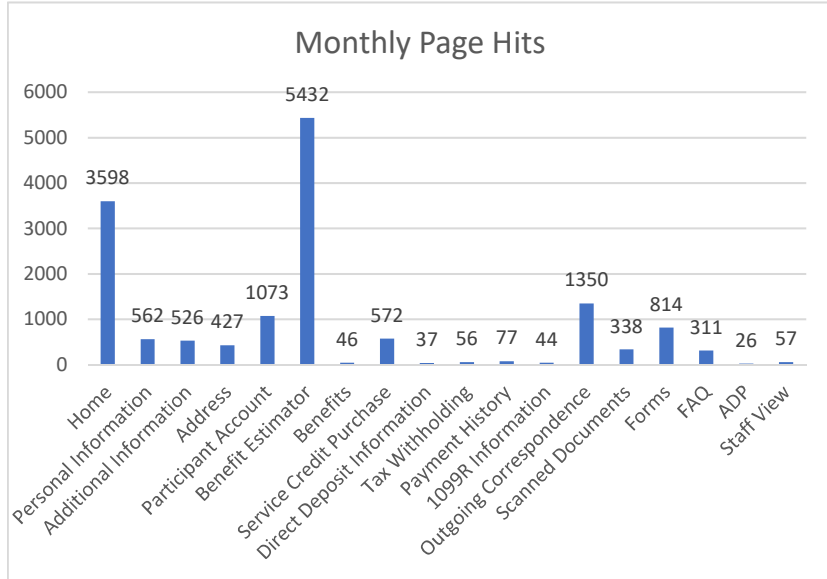


Linda Webb
Retirement Administrator

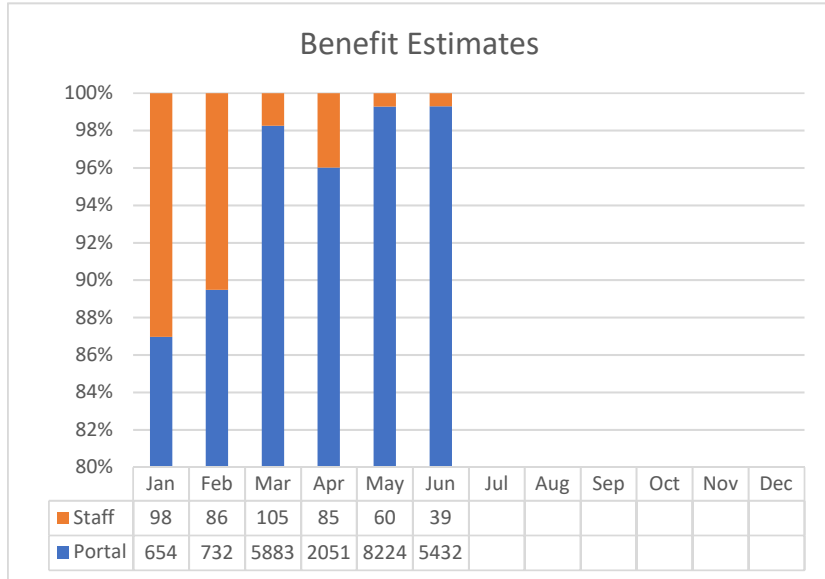
Member Portal Report- June 2019



Member Portal Report- June 2019



Member Portal Report- June 2019





July 15, 2019

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

SUBJECT: CHIEF INVESTMENT OFFICER'S QUARTERLY REPORT FOR THE PERIOD APRIL THROUGH JUNE 2019

Dear Board Members:

Below is a summary of second quarter 2019 investment activity.

Asset Allocation and Investment Policy:

- Asset allocation target changes: 3% increase in private equity; 3% decrease in real assets
- 2019 Asset Allocation targets, ranges, benchmarks updated
- 2019 Investment Policy updated

Private equity:

- \$40 million commitment to HarbourVest Dover Fund X
- \$7.5 million commitment to Drive Capital Fund III
- \$7.5 million commitment to Drive Capital OverDrive Fund I
- Drive Capital LPAC and Observer Seats

Investment presentations:

- Abbott Capital Management Organizational and Private Equity Portfolio Review, and 2019 Pacing Plan
- Bridgewater
- HarbourVest
- Parametric
- Sprucegrove
- State Street Custody and Securities Lending
- Tortoise
- NEPC
 - Performance reports for Q1 2019, and monthly March, April, and May 2019
 - 2019 Capital Markets Overview and Asset Class Assumptions
 - 2019 Private Credit Overview and Pacing Plan
 - Real Assets Educational Presentation

On-site investment due diligence visits:

- NEPC and Pantheon: on-site due diligence visit completed with no due diligence concerns
- State Street, Boston: on-site due diligence visit completed with no due diligence concerns

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CIO 2019Q2 Activity Report

Informational Items

- Abbott Capital Management Annual Meeting notice
- Adams Street Annual Meeting notice
- Article on Interest Rates Cycles by James Grant
- Blackrock correspondence of personnel cuts and reorganization
- BlueBay Private Credit Team Spin Out
- Morningstar Award for Investing Excellence to Dan Fuss of Loomis Sayles

Respectfully submitted,



Dan Gallagher
Chief Investment Officer