

CONTRA COSTA COUNTY EMPLOYEES' RETIREMENT ASSOCIATION

ACCESSIBILITY OF INVESTMENT RECORDS POLICY

I. PURPOSE

The Board of Retirement ("Board") of the Contra Costa County Employees' Retirement Association ("CCCERA") adopts this policy to establish guidelines and procedures for making determinations concerning the disclosure of investment records when responding to requests made under the Public Records Act ("PRA").

All staff should be familiar with these guidelines so that the process of responding to requests is efficient, consistent and compliant with the applicable laws. In many circumstances, these guidelines will enable staff to respond to requests without the need for substantial analysis or the assistance of legal counsel. However, given the complexities of the law, situations will likely arise where a simple application of the general guidelines will not provide a definitive answer. When such a situation arises, the Chief Executive Officer should refer any questions to legal counsel.

II. GUIDELINES

Records pertaining to CCCERA's investments that are in CCCERA's possession are generally accessible to the public, with the exception of records that are exempt from public disclosure pursuant to the California Public Records Act, Government Code section 6250, *et seq.*, as it may be amended from time to time. The following list of exemptions is not exhaustive.

A. Investment Records Exempt From Disclosure

The following records pertaining to investments are exempt from disclosure:

1. Records pertaining to pending litigation: This exemption extends only to pending litigation in which CCCERA is a named party or a real party in interest.
2. Records pertaining to communications by and between CCCERA staff or its Board and CCCERA's attorneys: This exemption extends to all records reflecting communications with in-house counsel or attorneys who have been retained to represent CCCERA.
3. Preliminary drafts, notes or CCCERA-related memoranda: This exemption extends to preliminary drafts, notes or CCCERA-related memoranda that are not retained by CCCERA in the ordinary course of business, so long as the public interest in withholding such records clearly outweighs the public interest in disclosure. (Government Code Section 6254(a).)
4. Real estate: The contents of real estate appraisals or engineering or feasibility estimates and evaluations made for or by the state or local agency relative to the acquisition of property, or

to prospective public supply and construction contracts, until all of the property has been acquired or all of the contract agreement obtained.

5. Confidential or privileged records. Records, the disclosure of which is exempted or prohibited pursuant to federal or state law, including but not limited to provisions of the Evidence Code relating to privilege.

6. Records of which the public interest served by not disclosing the record clearly outweighs the public interest served by disclosure of the record. (Sections 6254, *et seq.* and 6276.44 of the Government Code; Section 3426.1(d) of the Civil Code.)

7. Records pertaining to “alternative investments”: “Alternative investments” are defined as “investment in private equity fund, venture fund, hedge fund, or absolute return fund,” Government Code section 6254.26 specifies what is and is not subject to public disclosure. As to alternative investments, the following are exempt from disclosure:

- (1) Due diligence materials that are proprietary to CCCERA or the alternative investment vehicle.
- (2) Quarterly and annual financial statements of alternative investment vehicles.
- (3) Meeting materials of alternative investment vehicles.
- (4) Records pertaining to information regarding the portfolio positions in which alternative investment funds invest.
- (5) Capital call and distribution notices.
- (6) Alternative investment agreements and all related documents.

8. Trade secrets. This exemption extends to trade secrets, defined as information, including a formula, pattern, compilation, program, device, method, technique, or process, that:

- (1) Derives independent economic value, actual or potential, from not being generally known to the public or to other persons who can obtain economic value from its disclosure or use; and
- (2) Is the subject of efforts that are reasonable under the circumstances to maintain its secrecy.

B. Investment Records Subject to Disclosure

As to “alternative investments,” the following information is subject to disclosure:

1. The name, address, and vintage year of each alternative investment vehicle.
2. The dollar amount of the commitment made to each alternative investment vehicle by the public investment fund since inception.
3. The dollar amount of cash contributions made by the public investment fund to each alternative investment vehicle since inception.

4. The dollar amount, on a fiscal yearend basis, of cash distributions received by the public investment fund from each alternative investment vehicle.
5. The dollar amount, on a fiscal yearend basis, of cash distributions received by the public investment fund plus remaining value of partnership assets attributable to the public investment fund's investment in each alternative investment vehicle.
6. The net internal rate of return of each alternative investment vehicle since inception.
7. The investment multiple of each alternative investment vehicle since inception.
8. The dollar amount of the total management fees and costs paid on an annual fiscal yearend basis, by the public investment fund to each alternative investment vehicle.
9. The dollar amount of cash profit received by public investment funds from each alternative investment vehicle on a fiscal year-end basis.

C. Annual Disclosure Of Alternative Investments Information

Annual disclosure pertaining to “alternative investments”: Government Code section 7514.7 requires CCCERA to disclose the following information at least once annually in a report presented at a meeting open to the public:

1. The fees and expenses that CCCERA pays directly to the alternative investment vehicle, the fund manager, or related parties.
2. CCCERA's pro rata share of fees and expenses not included in paragraph (1) that are paid from the alternative investment vehicle to the fund manager or related parties. CCCERA may independently calculate this information based on information contractually required to be provided by the alternative investment vehicle to the public investment fund. If CCCERA independently calculates this information, then the alternative investment vehicle shall not be required to provide the information identified in this paragraph.
3. CCCERA's pro rata share of carried interest distributed to the fund manager or related parties.
4. CCCERA's pro rata share of aggregate fees and expenses paid by all of the portfolio companies held within the alternative investment vehicle to the fund manager or related parties.
5. Any additional information described in subdivision (b) of Section 6254.26.
6. The gross and net rate of return of each alternative investment vehicle, since inception, in which CCCERA participates.

III. REVIEW

This policy shall be reviewed by the Board at least every three (3) years and may be amended at any time.

IV. HISTORY

Adopted: May 19, 2004
Amended: September 26, 2018