

**SPECIAL MEETING OF THE RETIREMENT BOARD OF ADMINISTRATION
WATER AND POWER EMPLOYEES' RETIREMENT PLAN**

MINUTES

SEPTEMBER 19, 2012

Board Members Present:

Javier Romero, President
Mario Ignacio, Chief Accounting Employee
Barry Poole, Regular Member
Robert Rozanski, Retiree Member

Board Members Absent:

Cindy Coffin, Vice President
Ronald O. Nichols, General Manager
DWP Commissioner - Vacant

Staff Present:

Sangeeta Bhatia, Retirement Plan Manager
Mary Higgins, Assistant Retirement Plan Manager
Jeremy Wolfson, Chief Investment Officer
Julie Escudero, Utility Executive Secretary

Others Present:

Marie McTeague, Deputy City Attorney

President Romero called the meeting to order at 8:32 a.m.

Ms. Bhatia indicated a quorum of the Board was present.

Public Comments

There were no public comments.

1. Presentations of Proposals and Interviews for Real Estate Investment Trust Manager

Mr. Wolfson stated the purpose of this meeting was to interview six candidates for the Real Estate Investment Trust (REIT) Manager.

Mr. Romero acknowledged Bill Foster, Lou Canlas, and Stan Kim of Courtland Partners who provided information on the new REIT mandate. Mr. Foster explained the candidate screening process and stated the Board had the option of selecting one firm or multiple firms to manage the \$50 million REIT mandate. Following brief introductions of each firm, the Board interviewed the following candidates:

- a) CBRE Clarion Securities, LLC
- b) Delaware Investments
- c) Dimensional Fund Advisors
- d) European Investors, Inc.
- e) Heitman Real Estate Securities, LLC
- f) LaSalle Investment Management (Securities), L.P.

The Courtland representatives provided an overview after the conclusion of the interviews, and discussion ensued among the Board Members, Courtland, and Staff regarding the responses.

Mr. Rozanski moved that Staff negotiate a contract and fees for both European Investors, Inc., and Dimensional Fund Advisors as the new Real Estate Investment Trust Managers, and that commingled accounts be established for each; seconded by Mr. Ignacio.

Ayes: Ignacio, Poole, Romero, Rozanski
Nays: None
Absent: Coffin, Nichols

THE MOTION CARRIED.

With no further business, the meeting adjourned at 12:11 p.m.



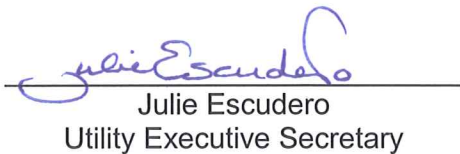
Javier Romero
Board President

10/10/12
Date



Sangeeta Bhatia
Retirement Plan Manager

10-10-12
Date



Julie Escudero
Utility Executive Secretary

10-10-12
Date