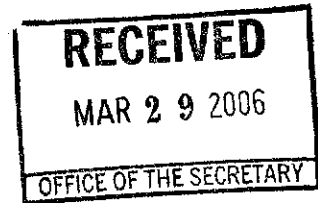


March 27, 2006

Nancy M. Morris, Secretary  
Securities and Exchange Commission  
100 F Street, N.E.  
Washington, DC 20549-9303



Dear Secretary Morris:

RE: SEC File No. S7-03-06

The Los Angeles County Employees Retirement Association (LACERA) Board of Investments appreciates the opportunity to provide the SEC with its views regarding proposed rules that, if adopted, would revise and refine corporate disclosure requirements for director and executive compensation.

LACERA's Board of Investments is responsible for the management of \$34.4 billion in public pension fund assets providing retirement benefits for 88,879 active employees and 50,725 retired members. LACERA distributes approximately \$1.3 billion each year in benefit payments. Almost 70% of these payments come from investment earnings. The Board believes strong corporate governance practices help maximize shareholder value. Therefore, robust investment performance and sound corporate governance are critical to our mission of providing benefits for LACERA members.

The Board of Investments has formally adopted corporate governance principles that are intended to communicate the importance of fiduciary duty, integrity, and accountability to Corporate America. These principles endorse corporate transparency as a basic shareholder right and accordingly emphasize complete and clear disclosure of all types of executive compensation. As a result, LACERA concurs with the SEC's proposed compensation disclosure rules including the following key provisions:

Disclosure of executive and director compensation—requires disclosure of three-year compensation levels for the five highest paid executives (and the CFO) including a new stipulation that requires reporting of total compensation in dollars. Also requires disclosure of compensation levels for one year.

Disclosure of outstanding equity interests—requires disclosure of outstanding equity awards received and the amounts realized from equity compensation during the last year.

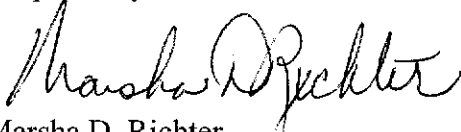
Disclosure of retirement plan and post-employment payments—requires disclosure of annual retirement payments and benefits payable to each named executive officer. Also

discloses executive contributions, company contributions, earnings, withdrawals and year-end balance of deferred compensation plans.

Disclosure in plain English—requires corporations to prepare executive compensation information using plain English principles in organization, language, and design.

If adopted, these provisions should dramatically improve an investor's ability to decipher how corporate CEOs, directors, and senior executives are compensated and help to mitigate investor concern about the skyrocketing level of CEO pay. LACERA believes that executive compensation is one of the most important corporate governance issues facing investors today and therefore fully supports the SEC's efforts to improve the existing executive compensation disclosure rules.

Respectfully submitted,

A handwritten signature in cursive script that reads "Marsha D. Richter".

Marsha D. Richter  
Chief Executive Officer

MDR:SM:nm  
LetterToSEC5.doc

c:     Members, Board of Investments  
       Members, Board of Retirement