

Teachers' Retirement System of Louisiana
Board of Trustees
8401 United Plaza Blvd., 4th Floor, Baton Rouge, LA 70809
Upon Adjournment of Executive Committee - Thursday
September 9, 2021

MEMBERS PRESENT: Holly Gildig, David Hennigan, Dr. Jerry Baudin, Suzanne Breaux, Representative Lance Harris, Ricky Julien, Sr., Rick McGimsey (Commissioner's Designee), Dr. Tia Mills, Jim Napper (Treasurer's Designee), Dr. Tom Stafford, and Dr. James Taylor

MEMBERS ABSENT: Lotte Delaney, Ryan Gremillion (State Superintendent's Designee), Senator Cleo Fields, Dr. Paul Nelson, Neshelle Nogess, and Sommer Purvis,

STAFF PRESENT: Katherine Whitney, Douglas Swenson, Philip Griffith, Kenneth L. "Trey" Roche, III, Jeff LaCour, Lisa Honore`, Dana Brown, Maurice Coleman, Andrea Guntz, Shameeka Kaufman, and Lisa Barousse

OTHERS PRESENT: William "Joey" David, House Retirement Committee; and Shelley Johnson, Foster & Foster

Each member of the Board received the following:

1. September 2021 Board Book
2. Investment Committee Meeting September 2021, Performance Report – June 30, 2021
3. Investment Committee Presentations from Hamilton Lane Advisors, LLC; Clearlake, and Lion Industrial Trust, and Aon Investments
4. *Discount Rate for FYE 2023 Projected Employer Contribution Rate* - Shelley Johnson, Foster & Foster Actuaries and Consultants

Mrs. Gildig called the meeting to order at 2:46 p.m. Mr. Napper led the Pledge of Allegiance. The secretary called the roll and a quorum was established.

Approval of the Minutes of the Meeting of the TRSL Board of Trustees held July 8, 2021 (Including Minutes of Committee Meetings held July 8, 2021)

ON MOTION OF DR. MILLS, SECONDED BY DR. TAYLOR, AND CARRIED, the Board voted to approve the Minutes of the Meeting of the TRSL Board of Trustees held July 8, 2021 (including Minutes of Committee Meetings held July 8, 2021).

Elections Committee Report

ON MOTION OF DR. MILLS, SECONDED BY DR. TAYLOR, AND CARRIED, the Board voted to accept the report of the Elections Committee in globo, and to approve the recommendations contained therein.

Investment Committee Report

ON MOTION OF MR. HENNIGAN, SECONDED BY DR. BAUDIN, AND CARRIED, the Board voted to accept the report of the Investment Committee in globo, and to approve the recommendations contained therein.

Executive Committee Report

Mrs. Gildig moved and Dr. Baudin seconded a motion to accept the report of the Executive Committee in globo, and to approve the recommendations contained therein.

Mr. Napper asked that *Item 3 Discount Rate for FYE 2023 Projected Employer Contribution Rate* on the Executive Committee be considered separately. There was no objection to considering Item 3 separately.

There was no objection to Items 1 and 2 of the Executive Committee Report and the Board voted to approve the recommendations contained therein.

MRS. GILDIG MOVED AND DR. BAUDIN SECONDED A MOTION to accept the report of the Executive Committee on Item 3 and to approve the recommendation contained therein. MR. NAPPER OBJECTED TO THE MOTION. The secretary called the roll and the motion and carried by a vote of nine yeas, one nay, and one abstention, with Mr. Hennigan, Dr. Baudin, Ms. Breaux, Mr. Julien, Dr. Mills, Dr. Stafford, Dr. Taylor, and Mr. McGimsey voting yea. Mr. Napper voted nay and Representative Harris abstained.

Item 3 of the Executive Committee report and the recommendation contained therein was approved.

Director's Update

Ms. Whitney updated the Committee on the following items:

- Hurricane Ida - TRSL
- COVID 19 – TRSL
- LAPERS/Education

Adjournment

Mrs. Gildig thanked staff for their dedication and commitment to TRSL.

Dr. Mills noted that the Louisiana Association of Educators/National Education Association has established a relief fund for those members affected by Hurricane Ida. Donations can be made via the link below.

<https://www.gofundme.com/f/nea-hurricane-ida-relief-fund-louisiana>

ON MOTION OF DR. BAUDIN, SECONDED BY MR. HENNIGAN, AND CARRIED, the Committee voted to adjourn at 3:00 p.m.

**Teachers' Retirement System of Louisiana
Elections Committee
8401 United Plaza Blvd., 4th Floor, Baton Rouge, LA 70809
8:30 a.m. – Thursday
September 9, 2021**

MEMBERS PRESENT: Dr. Tia Mills, Ricky Julien, Sr., Rick McGimsey (Commissioner's Designee), Dr. James Taylor, Jim Napper (Treasurer's Designee), Dr. Tom Stafford, and Holly Gildig,

MEMBERS ABSENT: Ryan Gremillion, (State Superintendent's Designee)

OTHER MEMBERS PRESENT: Dr. Jerry Baudin, Suzanne Breaux, Representative Lance Harris, and David Hennigan

STAFF PRESENT: Katherine Whitney, Douglas Swenson, Philip Griffith, Kenneth L. "Trey" Roche, III, Jeff LaCour, Lisa Honore`, Dana Brown, Maurice Coleman, Shameeka Kaufman, and Lisa Barousse

OTHERS PRESENT: Rodney Watson, Louisiana Retired Teachers Association (LRTA) and William "Joey" David, House Retirement Committee

Roll Call

Dr. Mills called the meeting to order at 10:00 a.m. The secretary called the roll and a quorum was established.

Ms. Whitney introduced Shameeka Kaufman, who took Debbie Boudreaux's position.

Receive Run-off Election Results for Retirees Election

Dr. Mills read the Run-off Election Results for Retirees Election as follows: Clyde Hamner received 6,249 votes (57.39%); Debbie Meaux received 4,640 votes (42.62%). Mr. Hamner was elected with 57.39% of the vote.

ON MOTION OF MR. JULIEN, SECONDED BY MR. MCGIMSEY AND CARRIED, the Committee voted to receive and approve the run-off election results for Retirees.

Adjournment

ON MOTION OF MR. MCGIMSEY, SECONDED BY DR. STAFFORD, AND CARRIED, the Committee voted to adjourn at 10:03 a.m.

Teachers' Retirement System of Louisiana
Subcommittee to Review Responses to SFP for Large Cap Growth Manager
8401 United Plaza Blvd., 4th Floor, Baton Rouge, LA 70809
Upon Adjournment of Elections Committee - Thursday
September 9, 2021

MEMBERS PRESENT: David Hennigan, Rick McGimsey (Commissioner's Designee), Jim Napper (Treasurer's Designee), and Dr. Tom Stafford

MEMBERS ABSENT: Dr. Paul Nelson

OTHER MEMBERS PRESENT: Dr. Jerry Baudin, Suzanne Breaux, Holly Gildig, Representative Lance Harris, Ricky Julien, Sr., Dr. Tia Mills, and Dr. James Taylor

STAFF PRESENT: Katherine Whitney, Douglas Swenson, Philip Griffith, Kenneth L. "Trey" Roche, III, Jeff LaCour, Lisa Honore, Dana Brown, Maurice Coleman, Shameeka Kaufman, and Lisa Barousse

OTHERS PRESENT: Scott Coopridier, Rishi Delvadia, and Russ Ivinjack, Aon Investments; William "Joey" David, House Retirement Committee

Roll Call

Mr. Hennigan called the meeting to order at 10:04 a.m. The secretary called the roll and a quorum was established.

Review Responses to Solicitation for Proposals (SFP) for Large Cap Growth Manager and Recommend Finalists to be Interviewed

Mr. Devaldia of Aon Investments presented an overview of the responses to the SFP for Large Cap Growth Manager candidates: Baillie Gifford Overseas Limited, Counterpoint Global, J.P. Morgan Asset Management, Jennison Associates LLC, Mellon Investments Corporation, and T. Rowe Price Associates, Inc.

ON MOTION OF MR. NAPPER, SECONDED BY DR. STAFFORD, AND CARRIED, the Subcommittee voted to recommend to the Investment Committee that Counterpoint Global be retained without interview, subject to successful fee negotiation.

ON MOTION OF MR. NAPPER, SECONDED BY DR. STAFFORD, AND CARRIED, the Subcommittee voted to recommend to the Investment Committee that the following be interviewed as finalists for Large Cap Growth Manager: Baillie Gifford Overseas Limited; J.P. Morgan Asset Management; and T. Rowe Price Associates, Inc.

Adjournment

ON MOTION OF MR. NAPPER, SECONDED BY DR. STAFFORD, AND CARRIED, the Subcommittee voted to adjourn at 10:38 a.m.

**Teachers' Retirement System of Louisiana
Subcommittee to Review Responses to SFP for
Optional Retirement Plan (Defined Contribution) Investment Consultant
8401 United Plaza Blvd., 4th Floor, Baton Rouge, LA 70809
Upon Adjournment of Subcommittee to Review Responses to
SFP for Large Cap Growth Manager - Thursday
September 9, 2021**

MEMBERS PRESENT: David Hennigan, Holly Gildig, Dr. Jerry Baudin,
and Jim Napper (Treasurer's Designee)

MEMBERS ABSENT: Neshelle Nogess

OTHER MEMBERS PRESENT: Suzanne Breaux, Representative Lance Harris,
Ricky Julien, Sr., Rick McGimsey
(Commissioner's Designee), Dr. Tia Mills, Sr.
Tom Stafford, and Dr. James Taylor

STAFF PRESENT: Katherine Whitney, Douglas Swenson, Philip
Griffith, Kenneth L. "Trey" Roche, III, Jeff
LaCour, Lisa Honore`, Dana Brown, Maurice
Coleman, Shameeka Kaufman, and Lisa
Barousse

OTHERS PRESENT: William "Joey" David, House Retirement
Committee

Roll Call

Mr. Hennigan called the meeting to order at 10:39 a.m. The secretary called the roll and a quorum was established.

Review Responses to Solicitation for Proposals for Consultant and Recommend Finalists to be Interviewed

Mr. Griffith presented an overview of the responses to the SFP for Optional Retirement Plan (Defined Contribution) Investment Consultant candidates: AndCo Consulting; Aon Investments USA Inc.; Callan LLC; CAPTRUST; Meketa Investment Group; Mercer (incumbent); NFP Retirement, Inc.; and SageView Advisory Group, LLC.

ON MOTION OF DR. BAUDIN, SECONDED BY MR. NAPPER, AND CARRIED, the Subcommittee voted to recommend to the Investment Committee that Mercer be retained as Optional Retirement Plan (Defined Contribution) Investment Consultant subject to successful fee negotiation.

Adjournment

ON MOTION OF DR. BAUDIN, SECONDED BY MR. NAPPER, AND CARRIED, the Committee voted to adjourn at 10:52 a.m.

**Teachers' Retirement System of Louisiana
Investment Committee
8401 United Plaza Blvd., 4th Floor, Baton Rouge, LA 70809
Upon Adjournment of Subcommittee to Review Responses to SFP for
Optional Retirement Plan (Defined Contribution)
Investment Consultant – Thursday
September 9, 2021**

MEMBERS PRESENT: David Hennigan, Dr. Jerry Baudin, Jim Napper (Treasurer's Designee), Rick McGimsey (Commissioner's Designee), Dr. James Taylor, Dr. Tom Stafford, Representative Lance Harris, Holly Gildig, Ricky Julien, Sr., and Dr. Tia Mills

MEMBERS ABSENT: Senator Cleo Fields, Dr. Paul Nelson, and Neshelle Nogess

OTHER MEMBERS PRESENT: Suzanne Breaux

STAFF PRESENT: Katherine Whitney, Douglas Swenson, Philip Griffith, Kenneth L. "Trey" Roche, III, Jeff LaCour, Lisa Honore`, Dana Brown, Maurice Coleman, Shameeka Kaufman, and Lisa Barousse

OTHERS PRESENT: Matt Silverio, Ben Eckroth, Hamilton Lane Advisors, LLC; Jose` Feliciano and Marcella Freeman of Clearlake; David Confer and John Killian of Lion Industrial Trust; Scott Coopridner, Rishi Delvadia, and Russ Ivinjack, Aon Investments; William "Joey" David, House Retirement Committee; and Shelley Johnson, Foster & Foster Actuaries and Consultants

Roll Call

Mr. Hennigan called the meeting to order at 10:58 a.m. The secretary called the roll and a quorum was established. Mr. Hennigan appointed Mr. Julien and Dr. Mills to serve on the Committee as alternates for Ms. Nogess and Dr. Nelson.

Consent Agenda

Mr. Hennigan appointed Ms. Nogess as Chair, himself, Dr. Nelson, Mr. Napper, and Dr. Taylor to serve on the Subcommittee to Review Responses to the SFP for Global Fixed Income Manager.

ON MOTION OF DR. TAYLOR, SECONDED BY DR. BAUDIN, AND CARRIED, the Committee voted to approve the Global Fixed Income Manager contract extension.

Report of Subcommittee to Review Responses to SFP for Large Cap Growth Manager

Mr. Hennigan presented the report of the Subcommittee to Review Responses to Solicitation for Proposals for Large Cap Growth Manager, including the following actions:

“ON MOTION OF MR. NAPPER, SECONDED BY DR. STAFFORD, AND CARRIED, the Subcommittee voted to recommend to the Investment Committee that Counterpoint Global be retained without interview, subject to successful fee negotiation; and ON MOTION OF MR. NAPPER, SECONDED BY DR. STAFFORD, AND CARRIED, the Subcommittee voted to recommend to the Investment Committee that the following be interviewed as finalists for Large Cap Growth Manager: Baillie Gifford Overseas Limited; J.P. Morgan Asset Management; and T. Rowe Price Associates, Inc.”

ON MOTION OF DR. BAUDIN, SECONDED BY DR. STAFFORD, AND CARRIED, the Committee voted to approve the report of the Subcommittee to Review Responses to Solicitation for Proposals for Large Cap Growth Manager and the recommendations contained therein.

Report of Subcommittee to Review Responses to SFP for Optional Retirement Plan (Defined Contribution) Investment Consultant

Mr. Hennigan presented the report of the Subcommittee to Review Responses to Solicitation for Proposals for to SFP for Optional Retirement Plan (Defined Contribution) Investment Consultant, including the following action:

“ON MOTION OF DR. BAUDIN, SECONDED BY MR. NAPPER, AND CARRIED, the Subcommittee voted to recommend to the Investment Committee that Mercer be retained as Optional Retirement Plan (Defined Contribution) Investment Consultant subject to successful fee negotiation.”

ON MOTION OF MR. JULIEN, SECONDED BY DR. BAUDIN, AND CARRIED, the Committee voted to approve the report of the Subcommittee to Review Responses to Solicitation for Proposals for Optional Retirement Plan (Defined Contribution) Investment Consultant and the recommendations contained therein.

Private Market Update and Review

Mr. Silverio and Mr. Eckroth of Hamilton Lane Advisors, L.L.C., appeared before the Committee to present private market items. Mr. Silverio presented the Private Market Update.

Potential Private Market Investments

Mr. Eckroth reviewed Clearlake Capital Partners, VII, L.P.

Jose` Feliciano and Marcelia Freeman of Clearlake appeared before the Committee to give a presentation on the fund.

ON MOTION OF DR, BAUDIN, SECONDED BY DR. TAYLOR, AND CARRIED, the Committee voted to receive the Hamilton Lane report including the due-diligence process dated September 9, 2021, pertaining to investments in Clearlake Capital Partners, VII, L.P. (up to \$75 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

Mr. Silverio reviewed Lion Industrial Trust.

David Confer and John Killian of Lion Industrial Trust appeared before the Committee to give a presentation on the fund.

ON MOTION OF DR. BAUDIN, SECONDED BY MRS. GILDIG, AND CARRIED, the Committee voted to receive the Hamilton Lane report including the due-diligence process dated September 9, 2021, pertaining to investments in Lion Industrial Trust (up to \$50 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

Mr. Eckroth reviewed Ares Special Opportunities Fund II, L.P.

ON MOTION OF DR. BAUDIN, SECONDED BY DR. TAYLOR, AND CARRIED, the Committee voted to receive the Hamilton Lane report including the due-diligence process dated September 9, 2021, pertaining to investments in Ares Special Opportunities Fund II, L.P. (up to \$100 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

Mr. Silverio reviewed Insight Partners XII, L.P. and Insight Partners XII Buyout Annex Fund L.P.

ON MOTION OF DR. BAUDIN, SECONDED BY DR. MILLS, AND CARRIED, the Committee voted to receive the Hamilton Lane report including the due-diligence process dated September 9, 2021, pertaining to investments in Insight Partners XII, L.P. (up to \$50 million) subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

ON MOTION OF DR. BAUDIN, SECONDED BY MR. JULIEN, AND CARRIED, the Committee voted to receive the Hamilton Lane report including the due-diligence process dated September 9, 2021, pertaining to investments in Insight Annex Fund Buyout (up to \$10 million) subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

Mr. Silverio reviewed Summit Partners Growth Equity Fund XI, L.P.

ON MOTION OF DR. BAUDIN, SECONDED BY MR. NAPPER, AND CARRIED, the Committee voted to receive the Hamilton Lane report including the due-diligence process dated September 9, 2021, pertaining to investments in Summit Partners Growth Equity Fund XI, L.P. (up to \$75 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

Fiscal Year 2020-2021 Update

Mr. Griffith presented the Fiscal Year 2020-2021 update. The investment portfolio grew by \$6.5 billion from FY 2020. The FY 2021 net investment return was 35.7% and the investment portfolio market value \$26.9 billion as of June 30, 2021. The FY investment return and portfolio market value are highest in TRSL history.

Asset Allocation

Ms. Whitney and Mr. Griffith gave an overview of TRSL's Asset Allocation process and timeline to approve a new asset allocation.

Mr. Ivinjack and Mr. Coopriider of Aon Investments presented *Asset Allocation Concepts: An Illustrated View*. The presentation qualified for one-half hour of Investment Education for Trustees.

Adjournment

ON MOTION OF DR. BAUDIN, SECONDED BY DR. MILLS, AND CARRIED, the Committee voted to adjourn at 1:46 p.m.

Teachers' Retirement System of Louisiana
Executive Committee
8401 United Plaza Blvd., 4th Floor, Baton Rouge, LA 70809
Upon Adjournment of Investment Committee. – Thursday
September 9, 2021

MEMBERS PRESENT: Holly Gildig, David Hennigan, Dr. Jerry Baudin, Ricky Julien, Sr., Dr. Tia Mills, and Jim Napper (Treasurer's Designee)

MEMBERS ABSENT: Neshelle Nogess

OTHER MEMBERS PRESENT: Suzanne Breaux, Representative Lance Harris, Rick McGimsey (Commissioner's Designee), Dr. Tom Stafford, and Dr. James Taylor

STAFF PRESENT: Katherine Whitney, Douglas Swenson, Philip Griffith, Kenneth L. "Trey" Roche, III, Jeff LaCour, Lisa Honore`, Dana Brown, Maurice Coleman, Andrea Guntz, Charlene Wilson, Shameeka Kaufman, and Lisa Barousse

OTHERS PRESENT: Shelley Johnson, Foster & Foster Actuaries and Consultants; and William "Joey" David, House Retirement Committee

Roll Call

Mrs. Gildig called the meeting to order at 1:47 p.m. The secretary called the roll and a quorum was established.

Consent Agenda

ON MOTION OF MRS. GILDIG, SECONDED BY MR. HENNIGAN, AND CARRIED, the Committee voted to receive the Board Self-Evaluation Form (for approval of suggested changes in October).

ON MOTION OF MRS. GILDIG, SECONDED BY MR. HENNIGAN, AND CARRIED, the Committee voted to approve the Administrative Rules Regarding Chapter 1 (General Provisions).

Discount Rate for FYE 2023 Projected Employer Contribution Rate – Shelley Johnson, Foster & Foster Actuaries and Consultants

Mrs. Johnson presented *Discount Rate for FYE 2023 Projected Employer Contribution Rate*. The presentation qualified as one hour of Actuarial Education for Trustees.

DR. BAUDIN MOVED, AND MR. HENNIGAN SECONDED A MOTION to adopt a 7.25% discount rate for FY 2022-2023 and authorize Shelley Johnson of Foster & Foster Actuaries and Consultants to use this discount rate to set the FY 2023 projected employer contribution rates as presented. MR. NAPPER OBJECTED TO THE MOTION and the secretary called the roll. THE MOTION PASSED by a vote of five yeas and one nay, with Mr. Hennigan, Dr. Baudin, Mr. Julien, Dr. Mills and Mrs. Gildig voting yea. Mr. Napper voted nay.

Adjournment

ON MOTION OF DR. BAUDIN, SECONDED BY MR. HENNIGAN, AND CARRIED, the Committee voted to adjourn at 2:45 p.m.