

**Teachers' Retirement System of Louisiana  
Board of Trustees  
Upon Adjournment of Legislative Committee – Friday  
April 4, 2014**

**MEMBERS PRESENT:** Robert Lawyer, Joe A. Potts, Jr., Dr. William C. "Bill" Baker, Dr. Jerry J. Baudin, Holly B. Gildig, Kathy Hattaway, Joyce P. Haynes, David A. Hennigan, Benjamin Huxen (Commissioner's Designee), Superintendent Alonzo R. Luce, and Carlos J. Sam

**MEMBERS ABSENT:** Dr. Sheryl R. Abshire, Senator Elbert Guillory, Jim Napper (Treasurer's Designee), John G. Parauka, Representative J. Kevin Pearson, and Superintendent John White

**STAFF PRESENT:** Maureen Westgard, Stuart Cagle, Phil Griffith, Dana Vicknair, Roy Mongrue, Jr., Dana Brown, Maurice Coleman, Randall Harrison, Lisa Honore, Jeff LaCour, Steve Marangos, Dionne Rabalais, Kelly Resnick, Matt Tessier, Katherine Whitney, Charlene Wilson, Laurie Wright, and Lisa Barousse

**OTHERS PRESENT:** Shelley Johnson, Foster & Foster, Actuaries and Consultants

Each member of the Board received the following:

1. April 2014 Board Book
2. *Investment Committee Meeting April 3, 2014, Performance Report – February 28, 2014*
3. Investment Committee Presentations: Hamilton Lane Advisors, LLC; EnCap Flatrock Midstream, LLC; Vista Equity Partners; Hewitt EnnisKnupp; and Brown Investment Advisory Incorporated
4. AFT/AON News Release dated March 19, 2014
5. Legislative Committee Presentation: *ORP Defined Contribution Plans* by Mercer
6. *HB 1225 Summary; Bills Affecting TRSL - Status Update As of April 3, 2014; 2014 Regular Legislative Session Legislation Monitored by TRSL Board as of April 3, 2014*
7. *TRSL's Boardroom Beacon, Legislation & Your Pension, April 2014*
8. *Investing in Louisiana, TRSL 2014*

Mr. Lawyer called the meeting to order at 10:00 a.m. Mrs. Haynes 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 March 7, 2014  
(Including Minutes of Committee Meetings Held March 6 and 7, 2014)**

ON MOTION OF MS. HATTAWAY, SECONDED BY DR. BAUDIN, AND CARRIED, the Board voted to approve the minutes of the meeting of the TRSL Board of Trustees held March 7, 2014 (including minutes of committee meetings held March 6 and 7, 2014).

**Investment Committee Report**

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

*Mr. Potts in the Chair.*

**Executive Committee Report**

ON MOTION OF MR. LAWYER, SECONDED BY MRS. HAYNES, AND CARRIED, the Board voted to accept the report of the Executive Committee and to approve the recommendations contained therein.

*Mr. Lawyer in the Chair.*

**Legislative Committee Report**

ON MOTION OF DR. BAKER, SECONDED BY MRS. HAYNES, AND CARRIED, the Board voted to accept the report of the Legislative Committee and to approve the recommendations contained therein.

Superintendent Luce commented that there should have been an opportunity for more discussion regarding HB 1225.

**Introduction of Newly Hired Staff**

Mrs. Vicknair introduced Kelly Resnick, Retirement Benefits Analyst 1.

### Director's Update

Ms. Westgard updated the Board on the following items:

- *Investing in Louisiana 2014*
- *TRSL's Boardroom Beacon, Legislation and Your Pension, April 2014*
- 03/24/14 Government Accounting Standards Board (GASB) meeting – GASB declined delay of implementation of Statement No. 68
- Building update – diesel tank leak discovered; reevaluating options for diesel-only, diesel and natural gas, or natural gas only generator

### Adjournment

ON MOTION OF MS. HATTAWAY, SECONDED BY MR. POTTS, AND CARRIED, the Committee voted to adjourn at 10:15 a.m.

**Teachers' Retirement System of Louisiana  
Investment Committee  
9:00 a.m. – Thursday  
April 3, 2014**

- MEMBERS PRESENT:** Joe A. Potts, Jr., Kathy Hattaway, Dr. William C. "Bill" Baker, Holly B. Gildig, David A. Hennigan, Benjamin Huxen (Commissioner's Designee), Robert Lawyer, and Joyce P. Haynes
- MEMBERS ABSENT:** Dr. Sheryl R. Abshire, Senator Elbert Guillory, Jim Napper (Treasurer's Designee), and Representative J. Kevin Pearson
- OTHER MEMBERS PRESENT:** Dr. Jerry J. Baudin, John G. Parauka, and Carlos J. Sam
- STAFF PRESENT:** Maureen Westgard, Phil Griffith, Dana Vicknair, Roy Mongrue, Jr., Dana Brown, Maurice Coleman, Jeff LaCour, Dana Lee Haltom, and Lisa Barousse
- OTHERS PRESENT:** Paul Yett and Jonathan Floyd, Hamilton Lane Advisors, LLC; Dennis McCanless and Charles Bauer, EnCap Flatrock Midstream, LLC; Jim Hickey, Vista Equity Partners; Scott Coopriider, Russ Ivinjack, and Steve Benjamin, Hewitt EnnisKnupp; and Charlie Constable, Mary Gregory and Ken Stuzin, Brown Investment Advisory Incorporated

**Roll Call**

Mr. Potts called the meeting to order at 9:00 a.m. The secretary called the roll and a quorum was established. Mr. Potts appointed Mrs. Haynes to serve as an alternate on the Committee for Dr. Abshire.

**Private Market Update and Review of Potential Private Market Investments**

Paul Yett and Jonathan Floyd of Hamilton Lane Advisors, L.L.C., appeared before the Committee to present private market items. Mr. Yett presented the private market update.

Mr. Yett reviewed a potential alternative investment in EnCap Flatrock Midstream Fund III, L.P.

Dennis McCanless and Charles Bauer of EnCap Flatrock Midstream, LLC made a presentation on Fund III.

ON MOTION OF MR. LAWYER, SECONDED BY MR. HENNIGAN, AND CARRIED, consistent with the alternative investment guidelines, the Committee voted to receive the Hamilton Lane report, including the due-diligence process dated April 3, 2014, pertaining to investments in EnCap Flatrock Midstream Fund III, L.P. (up to \$25 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

Mr. Yett reviewed a potential alternative investment in Vista Equity Partners Fund V, L.P.

Jim Hickey of Vista Equity Partners made a presentation on Fund V.

ON MOTION OF DR. BAKER, SECONDED BY MR. LAWYER, AND CARRIED, consistent with the alternative investment guidelines, the Committee voted to receive the Hamilton Lane report, including the due-diligence process dated April 3, 2014, pertaining to investments in Vista Equity Partners Fund V, L.P. (up to \$75 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

Mr. Yett discussed potential exit/liquidity opportunities for legacy funds and will pursue these opportunities as TRSL's private market manager, consistent with the contract.

### **Hamilton Lane Venture Capital Separate Account Update**

Mr. Yett presented the Venture Capital Separate Account Update, which includes the due-diligence report on Lightspeed Venture Partners X, L.P. and Lightspeed Venture Partners Select, L.P.

ON MOTION OF MRS. GILDIG, SECONDED BY MR. HENNIGAN, AND CARRIED, the Committee voted to receive the Hamilton Lane Venture Capital Separate Account Update and the due-diligence report as presented.

### **Private Market Annual and Advisory Committee Reports**

Mr. Floyd presented private market annual reports on CVC Capital Partners, Energy Capital Partners, Levine Leichtman Capital Partners, and Rockpoint Group.

ON MOTION OF DR. BAKER, SECONDED BY MR. LAWYER, AND CARRIED, the Committee voted to receive the private market annual reports as presented.

**Quarterly Summary of Alternative Assets and Real Estate (for period ended December 31, 2013)**

Maurice Coleman presented the Quarterly Summary of Alternative Assets and Real Estate (for the period ended December 31, 2013).

ON MOTION OF MR. LAWYER, SECONDED BY MS. HATTAWAY, AND CARRIED, the Committee voted to receive the Quarterly Summary of Alternative Assets and Real Estate (for the period ended December 31, 2013).

**ORP Quarterly Review**

Russ Ivinjack, Hewitt EnnisKnupp addressed the March 19, 2014 joint news release from AFT and AON which announced AFT's decision to remove AON from its "Ranking Asset Managers Report."

Steve Benjamin, Hewitt EnnisKnupp presented the ORP Quarterly Review for the period ended December 31, 2013.

ON MOTION OF MR. LAWYER, SECONDED BY MS. HATTAWAY, AND CARRIED, the Committee voted to receive the report.

**Presentation and Review of Solicitation for Proposals (SFP) for Custodian**

Mr. Griffith made introductory comments regarding the SFP for Custodian, noting that Hewitt EnnisKnupp would review and make a recommendation regarding custodian services. BNY Mellon's current contract will end in August 2014.

Scott Coopridier reviewed BNY Mellon's services and recommended that TRSL retain BNY Mellon's custody and performance measurement services for the plan's assets.

ON MOTION OF DR. BAKER, SECONDED BY MR. LAWYER, AND CARRIED, the Committee voted to retain BNY Mellon's custody and performance measurement services for the plan's assets.

**Capital Market Update and Review of TRSL Investments**

**Monthly Investment Review**

Mr. Griffith presented an overview of TRSL's total plan and public and private market investments. Mr. Ivinjack presented Hewitt EnnisKnupp's April 3, 2014 portfolio summary

report. Staff and Consultant reviewed performance of TRSL investments through February 28, 2014.

Portfolio Review - Large Cap Growth

Mr. Coopridier and Dana Brown reviewed Domestic Large Cap Growth Managers: The Boston Company Asset Management, LLC and Brown Investment Advisory Incorporated.

Charlie Constable, Mary Gregory and Ken Stuzin of Brown Investment Advisory Incorporated presented their firm's annual portfolio review.

Adjournment

ON MOTION OF DR. BAKER, SECONDED BY MR. HENNIGAN, AND CARRIED, the Committee voted to adjourn at 2:00 p.m.

**Teachers' Retirement System of Louisiana  
Executive Committee  
Upon Adjournment of Investment Committee – Thursday  
April 3, 2014**

**MEMBERS PRESENT:** Robert Lawyer, Joe A. Potts, Jr., Dr. William C. "Bill" Baker, Dr. Jerry J. Baudin, Holly B. Gildig, and Kathy Hattaway

**MEMBERS ABSENT:** Dr. Sheryl R. Abshire

**OTHER MEMBERS PRESENT:** Joyce P. Haynes, David A. Hennigan, Benjamin Huxen (Commissioner's Designee), and John G. Parauka

**STAFF PRESENT:** Philip Griffith, Dana Vicknair, Roy Mongrue, Jr., Dana Brown, Maurice Coleman, Jeff LaCour, Katherine Whitney, Charlene Wilson, Laurie Wright, Dana Lee Haltom, and Lisa Barousse

**Roll Call**

Mr. Lawyer called the meeting to order at 2:05 p.m. The secretary called the roll and a quorum was established.

**Presentation and Approval of Audit Reports by TRSL Audit Staff**

Mr. LaCour presented Compliance Audit Reports – Retirees Returning to Work and Limited Scope Reviews.

ON MOTION OF MR. POTTS, SECONDED BY DR. BAUDIN, AND CARRIED, the Committee voted to approve the Audit Reports as presented.

**Presentation of Quarterly Litigation Reports**

Mr. Mongrue presented the Quarterly Litigation Reports.

ON MOTION OF DR. BAKER, SECONDED BY MRS. GILDIG, AND CARRIED, the Committee voted to receive the Quarterly Litigation Reports.

**Adjournment**

ON MOTION OF MR. POTTS, SECONDED BY DR. BAKER, AND CARRIED, the Committee voted to adjourn at 2:10 p.m.



**Teachers' Retirement System of Louisiana**  
**Legislative Committee**  
**8:30 a.m. – Friday**  
**April 4, 2014**

- MEMBERS PRESENT:** Dr. William C. "Bill" Baker, Dr. Jerry J. Baudin, Jim Napper (Treasurer's Designee), Holly B. Gildig, Robert Lawyer, Kathy Hattaway, David A. Hennigan, and Superintendent Alonzo R. Luce
- MEMBERS ABSENT:** Dr. Sheryl R. Abshire, Senator Elbert Guillory, and Representative J. Kevin Pearson
- OTHER MEMBERS PRESENT:** Joyce P. Haynes, Benjamin Huxen (Commissioner's Designee), Joe A. Potts, Jr., and Carlos J. Sam
- STAFF PRESENT:** Maureen Westgard, Stuart Cagle, Dana Vicknair, Phil Griffith, Roy Mongrue, Jr., Dana Brown, Maurice Coleman, Lisa Honore`, Robyn Jenkins-King, Jeff LaCour, Dionne Rabalais, Matt Tessier, Katherine Whitney, Charlene Wilson, Laurie Wright, Dana Lee Haltom, and Lisa Barousse
- OTHERS PRESENT:** Charles Hall, Hall Actuarial Associates; Shelley Johnson, Foster & Foster Actuaries and Consultants; Marsha Shuler, The Advocate; Shane Riddle, Louisiana Association of Educators; and Graig Luscombe, Louisiana Retired Teachers' Association

**Roll Call**

Dr. Baker called the meeting to order at 8:30 a.m. The secretary called the roll and a quorum was established. Dr. Baker appointed Mr. Hennigan, Ms. Hattaway, and Supt. Luce to serve as alternates on the Committee for Dr. Abshire, Mr. Potts, and Mr. Sam. (Mr. Potts and Mr. Sam arrived after roll call).

**Update on Committee Meetings**

Ms. Westgard updated the Committee on the following meetings:

- Public Retirement Systems' Actuarial Committee (PRSAC) – March 18, 2014 - TRSL's 2013 actuarial valuation was adopted.

➤ Meetings with Rep. Robideaux prior to filing of HB 1225 (UAL/PBIs)

Charles Hall gave an overview of HB 1225, including aspects of the original proposal and the bill that was filed.

ON MOTION OF MR. LAWYER, SECONDED BY DR. BAUDIN, AND CARRIED, the Committee voted to postpone action on **HB 1225** by Representative Robideaux, until further information is received.

### Discussion and Review of Legislation for the 2014 Regular Session

Ms. Westgard presented a status update on bills affecting TRSL.

- House Retirement Committee – meetings held March 13th, 20th, and 27th, and meeting scheduled for April 10th
- Senate Retirement Committee – meetings held March 17th, 24th, and 31st
- Senate Finance Committee – meeting held March 31st

The Supplemental Appropriation bill includes nonrecurring money towards the UAL.

Ms. Whitney presented an overview of legislation monitored by TRSL.

### Adjournment

ON MOTION OF DR. BAUDIN, SECONDED BY MR. LAWYER, AND CARRIED, the Committee voted to adjourn at 9:40 a.m.