

**Teachers' Retirement System of Louisiana
Board of Trustees
Upon Adjournment of Executive Committee – Friday
January 8, 2016**

MEMBERS PRESENT: Robert Lawyer, Dr. Sheryl Abshire, Dr. Jerry Baudin, Kimberly Flair, Kathy Hattaway, Holly Gildig, Joyce Haynes, Ron Jackson, (Commissioner's Designee), Superintendent Lonnie Luce, Jim Napper (Treasurer's Designee), John Parauka, and Dr. James Taylor

MEMBERS ABSENT: Senator Elbert Guillory, David Hennigan, Representative J. Kevin Pearson, and State Superintendent John White

STAFF PRESENT: Maureen Westgard, Stuart Cagle, Phil Griffith, Dana Vicknair, Roy Mongrue, Jr., Ed Branagan, Dana Brown, Maurice Coleman, Raven Duncil, Lisa Honore`, Lynn Johnson, Jeff LaCour, Dionne Rabalais, Katherine Whitney, Laurie Wright, Duke Williams, Charlene Wilson, and Lisa Barousse

OTHERS PRESENT: Shelley Johnson, Foster & Foster, Actuaries and Consultants; and Rodney Watson, Louisiana Retired Teachers' Association

Each member of the Board received the following:

1. January 2016 Board Book
2. *Investment Committee Meeting January, 7 2016, Performance Report – November 30, 2015*
3. Investment Committee Presentations: Hamilton Lane Advisors, LLC; Kelso & Company, L.P.; and Aon Hewitt Investment Consulting, Inc.
4. Memorandum dated January 8, 2016 to the TRSL Board of Trustees from Maureen H. Westgard regarding 2016 Regular Session Potential Legislation
5. *2016 Regular Legislative Session Public Notices Involving State Retirement Systems; 2016 Regular Legislative Session Public Notices Involving Statewide and Local Retirement Systems; and Public Notices Published January 8, 2016*
6. *Teachers' Retirement System of Louisiana FY 2015 Return-to-Work Report, January 2016*
7. *TRSL 2016 Fiscal Year Goals, Major projects by Balanced Scorecard area*

Mr. Lawyer called the meeting to order at 9:50 a.m. Ms. Hattaway 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 December 4, 2015 (Including Minutes of Committee Meetings held December 3 and 4, 2015)

ON MOTION OF MR. PARAUKA, SECONDED BY DR. TAYLOR, AND CARRIED, the Board voted to approve the Minutes of the meeting of the TRSL Board of Trustees held December 4, 2015 (Including Minutes of Committee Meetings held December 3 and 4, 2015).

Elections Committee Report

ON MOTION OF MR. NAPPER, SECONDED BY MS. FLAIR, AND CARRIED, the Board voted to accept the report of the Elections Committee and to approve the recommendations contained therein.

Investment Committee Report

ON MOTION OF DR. ABSHIRE, SECONDED BY MS. HATTAWAY, AND CARRIED, the Board voted to accept the report of the Investment Committee and to approve the recommendations contained therein.

Legislative Committee Report

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

Executive Committee Report

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

TRSL Board and Staff Ethics Certification

Ms. Westgard noted that Ethics Certifications for 2016, which certify compliance with all Louisiana state ethics laws and TRSL ethics policy, were collected from Trustees and staff.

Director's Update

Ms. Westgard updated the Board on the following items:

- Trustee Education Update
- Active Shooter Training scheduled for February 12, 2016

Adjournment

ON MOTION OF DR. ABSHIRE, SECONDED BY MS. FLAIR, AND CARRIED, the Committee voted to adjourn at 10:10 a.m.

**Teachers' Retirement System of Louisiana
Elections Committee
8:30 a.m. – Thursday
January 7, 2016**

MEMBERS PRESENT: Jim Napper (Treasurer's Designee), John Parauka, Dr. Sheryl Abshire, Superintendent Lonnie Luce, Kimberly Flair, Robert Lawyer, and Dr. Jerry Baudin

MEMBERS ABSENT: Kathy Hattaway, Ron Jackson (Commissioner's Designee), and Dr. James Taylor

OTHER MEMBERS PRESENT: Holly Gildig

STAFF PRESENT: Maureen Westgard, Stuart Cagle, Phil Griffith, Dana Vicknair, Roy Mongrue, Jr., Dana Brown, Maurice Coleman, Lisa Honore, Duke Williams, Dana Lee Haltom, and Lisa Barousse

Roll Call

Mr. Napper called the meeting to order at 8:35 a.m. The secretary called the roll and a quorum was established. Mr. Napper appointed Dr. Baudin to serve on the Committee as an alternate for Dr. Taylor.

Oaths of Office

Mr. Mongrue administered the Oath of Office to John Parauka (representing District 2) for the term January 1, 2016 – December 31, 2019.

David Hennigan, who was elected to represent District 4 for the term January 1, 2016 – December 31, 2019, was not present at the meeting. Mr. Hennigan will be administered the Oath of Office at a later date.

2016 Elections Review

Ms. Westgard presented the proposed schedules and call for candidate postcards for the upcoming 2016 Elections.

Review and Approval of the Proposed 2016 Schedule of Regular Elections for Districts 5 and 6 and Special Election for District 3

ON MOTION OF DR. ABSHIRE, SECONDED BY MS. FLAIR, AND CARRIED, the Committee voted to approve the Proposed 2016 Schedule of Regular Elections for Districts 5 and 6 and Special Election for District 3.

Review & Approval of Proposed Call for Candidates Postcards for Upcoming Elections

ON MOTION OF MS. FLAIR, SECONDED BY MR. PARAUKA, AND CARRIED, the Committee voted to approve the proposed Call for Candidates postcards for upcoming elections for Districts 5 and 6 and Special Election for District 3.

Adjournment

ON MOTION OF DR. BAUDIN, SECONDED BY SUPERINTENDENT LUCE, AND CARRIED, the Committee voted to adjourn at 8:39 a.m.

**Teachers' Retirement System of Louisiana
Investment Committee
Upon Adjournment of Elections Committee – Thursday
January 7, 2016**

MEMBERS PRESENT: Dr. Sheryl Abshire, Kathy Hattaway, Dr. Jerry Baudin, Jim Napper (Treasurer's Designee), Holly Gildig, Robert Lawyer, John Parauka, and Kimberly Flair

MEMBERS ABSENT: Senator Elbert Guillory, David Hennigan, Ron Jackson (Commissioner's Designee), and Representative J. Kevin Pearson

OTHER MEMBERS PRESENT: Joyce Haynes, Superintendent Lonnie Luce, and Dr. Tia Mills

STAFF PRESENT: Maureen Westgard, Stuart Cagle, Phil Griffith, Dana Vicknair, Roy Mongrue, Jr., Ed Branagan, Dana Brown, Maurice Coleman, Katherine Whitney, Duke Williams, Dana Lee Haltom, and Lisa Barousse

OTHERS PRESENT: Paul Yett and Brian Reilly, Hamilton Lane Advisors, LLC; Phil Berney and Frank Loverro, Kelso & Company, L.P; Scott Coopriider, Rishi Delvadia, and Russ Ivinjack, Aon Hewitt Investment Consulting, Inc.; and Andrew Ness and Mike Paolucci, Mercer

Roll Call

Dr. Abshire called the meeting to order at 8:41 a.m. The secretary called the roll and a quorum was established. Dr. Abshire appointed Mr. Parauka and Ms. Flair to serve on the Committee as alternates for Mr. Hennigan and Mrs. Haynes.

Private Market Update and Review of Potential Private Market Investments

Paul Yett and Brian Reilly of Hamilton Lane Advisors, L.L.C., presented the private market update.

Kelso Investment Associates IX, L.P.

Mr. Yett reviewed a potential investment in Kelso Investment Associates IX, L.P.

Phil Berney and Frank Loverro of Kelso & Company, L.P. appeared before the Committee to give a presentation on Kelso Investment Associates IX, L.P.

ON MOTION OF MR. LAWYER, SECONDED BY MS. FLAIR, AND CARRIED, consistent with the alternative investment guidelines, the Committee voted to receive the Hamilton Lane report, including the due-diligence process dated January 7, 2016 pertaining to investments in Kelso Investment Associates IX, L.P. (up to \$100 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

Private Market Annual Committee Reports

Mr. Reilly updated the Committee on the Venture Capital Separate Account.

Mr. Reilly presented private market annual reports on American Securities Capital Partners, Blackstone Tactical Opportunities, The Carlyle Group, and The Gores Group.

ON MOTION OF MR. NAPPER, SECONDED BY DR. BAUDIN, 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 September 30, 2015)

Maurice Coleman presented the Quarterly Summary of Alternative Assets and Real Estate (for the period ended September 30, 2015).

ON MOTION OF DR. BAUDIN, SECONDED BY MRS. GILDIG, AND CARRIED, the Committee voted to receive the Quarterly Summary of Alternative Assets and Real Estate (for the period ended September 30, 2015).

Presentation and Review of Solicitation for Proposals (SFP) for Domestic Large Cap Growth Manager

Mr. Griffith presented the SFP for Domestic Large Cap Growth Manager.

ON MOTION OF MRS. GILDIG, SECONDED BY MR. NAPPER, AND CARRIED, the Committee voted to receive the SFP for Domestic Large Cap Growth Manager for approval in February.

Optional Retirement Plan (ORP) Third Quarter 2015 Review

Dr. Abshire introduced Andrew Ness and Mike Paolucci, both Principals of Mercer. Mercer is TRSL's new ORP Consultant; Mr. Ness will be the primary contact.

Duke Williams presented the ORP Third Quarter 2015 Review.

ON MOTION OF MR. PARAUKA, SECONDED BY MS. FLAIR, AND CARRIED, the Committee voted to receive the ORP Third Quarter 2015 Review.

Setting the Stage for Asset Allocation: The Universe of Investments

Scott Coopridier, Rishi Delvadia, and Russ Ivinjack of Aon Hewitt, Investment Consulting, Inc. presented *"Setting the Stage for Asset Allocation: The Universe of Investments"*. The presentation qualified for 2.5 hours of Investment Education.

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. Coopridier and Mr. Ivinjack presented Aon Hewitt's January 7, 2016 portfolio summary report. Staff and Consultant reviewed performance of TRSL investments through November 30, 2015.

Adjournment

ON MOTION OF DR. BAUDIN, SECONDED BY MRS. GILDIG, AND CARRIED, the Committee voted to adjourn at 2:40 p.m.

Teachers' Retirement System of Louisiana
Legislative Committee
8:30 a.m. – Friday
January 8, 2016

- MEMBERS PRESENT:** Dr. Jerry Baudin, Jim Napper (Treasurer's Designee), Dr. James Taylor, Superintendent Lonnie Luce, Dr. Sheryl Abshire, Robert Lawyer, and Kimberly Flair
- MEMBERS ABSENT:** Senator Elbert Guillory, Ron Jackson (Commissioner's Designee), and Representative J. Kevin Pearson
- OTHER MEMBERS PRESENT:** Holly Gildig, Kathy Hattaway, Joyce Haynes, Dr. Tia Mills, and John Parauka
- STAFF PRESENT:** Maureen Westgard, Stuart Cagle, Phil Griffith, Dana Vicknair, Roy Mongrue, Jr., Ed Branagan, Dana Brown, Maurice Coleman, Lisa Honore`, Robyn Jenkins-King, Jeff LaCour, Steve Marangos, Matt Tessier, Katherine Whitney, Laurie Wright, Duke Williams, Charlene Wilson, Dana Lee Haltom, and Lisa Barousse
- OTHERS PRESENT:** Shelley Johnson, Foster & Foster, Actuaries and Consultants; Charles Hall, Hall Actuarial Associates; Shane Riddle, Louisiana Association of Educators; Ryan Gremillion, Louisiana Department of Education; Rodney Watson, Louisiana Retired Teachers' Association; and Laura Gail Sullivan and Margaret Corley, Louisiana Senate

Roll Call

Dr. Baudin called the meeting to order at 8:30 a.m. The secretary called the roll and a quorum was established. Dr. Baudin appointed Ms. Flair to serve on the Committee as an alternate for Mrs. Haynes.

Update on Meetings

Ms. Westgard noted that no legislative-related meetings pertaining to retirement were held since TRSL's December meetings. A Public Retirement Systems' Actuarial Committee (PRSAC) meeting is scheduled for January 21st. The agenda has not been posted, however, it

is anticipated that TRSL's valuation will be scheduled. Ms. Westgard and Cindy Rougeou (LASERS Director), are scheduled to meet with a key legislator next Friday regarding retirement issues.

Update and General Discussion of 2016 Legislative Sessions

Ms. Westgard reviewed the public notices filed to date applicable to State Retirement Systems. Trustees were also provided with a summary of the notices filed to date applicable to statewide and local systems.

Ms. Westgard updated the Committee on potential legislation regarding the following: Payment of Administrative Expense; Frequency of Board Meetings; and Lunch Plan A and B – Subplan Rates

The Committee also discussed the establishment and approval of TRSL's discount rate.

ON MOTION OF MR. LAWYER, SECONDED BY DR. ABSHSIRE, AND CARRIED, the Committee voted to authorize TRSL's Legislative Team, as it deems appropriate, to take any steps necessary to have legislation prefiled which addresses TRSL's non-investment related administrative expenses, the frequency of TRSL board meetings, and/or subplan composition for employer contribution rate calculations, as outlined by staff.

Approval of the TRSL Legislative Team for the 2016 Legislative Sessions

Dr. Baudin and Ms. Westgard outlined the roles of the Legislative Team and Trustees in testifying and contact with the legislature.

ON MOTION OF MR. LAWYER, SECONDED BY MS. FLAIR, AND CARRIED, the Committee voted to authorize the Board Chair, Legislative Committee Chair, Director, Deputy Director, General Counsel, Deputy General Counsel, Assistant Director, Chief Investment Officer, and Actuaries to represent TRSL, and take action as necessary at legislative hearings during the 2016 Legislative Sessions.

Adjournment

ON MOTION OF DR. TAYLOR, SECONDED BY MR. NAPPER, AND CARRIED, the Committee voted to adjourn at 9:11 a.m.

Teachers' Retirement System of Louisiana
Executive Committee
Upon Adjournment of Legislative Committee – Friday
January 8, 2016

MEMBERS PRESENT: Robert Lawyer, Dr. Sheryl Abshire, Dr. Jerry Baudin, Kathy Hattaway, Joyce Haynes, and Jim Napper (Treasurer's Designee)

MEMBERS ABSENT: David Hennigan

OTHER MEMBERS PRESENT: Kimberly Flair, Holly Gildig, Superintendent Lonnie Luce, John Parauka, and Dr. James Taylor

STAFF PRESENT: Maureen Westgard, Stuart Cagle, Phil Griffith, Dana Vicknair, Roy Mongrue, Jr., Ed Branagan, Dana Brown, Maurice Coleman, Lisa Honore`, Robyn Jenkins-King, Jeff LaCour, Steve Marangos, Matt Tessier, Katherine Whitney, Laurie Wright, Duke Williams, Charlene Wilson, Dana Lee Haltom, and Lisa Barousse

OTHERS PRESENT: Shelley Johnson, Foster & Foster, Actuaries and Consultants; Shane Riddle, Louisiana Association of Educators; Rodney Watson, Louisiana Retired Teachers' Association; and Laura Gail Sullivan and Margaret Corley, Louisiana Senate

Roll Call

Mr. Lawyer called the meeting to order at 9:15 a.m. The secretary called the roll and a quorum was established.

Presentation and Review of FY 2015 Summary of Annual Return to Work (RTW) Retiree Report

Ms. Westgard reviewed the FY 2015 Summary of Annual Return to Work Retiree Data.

There was discussion of future review of the policy regarding return to work from an employer and system perspective.

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

Presentation and Approval of Audit Reports by TRSL Audit Staff

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

ON MOTION OF MR. NAPPER, SECONDED BY DR. ABSHIRE, 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 MS. HATTAWAY, SECONDED BY MR. NAPPER, AND CARRIED, the Committee voted to receive the Quarterly Litigation Reports.

Progress Report on TRSL Balanced Scorecard Goals for 2015-2016

Mr. Cagle presented a progress report on the major projects of the TRSL Balanced Scorecard Goals for 2015-2016.

ON MOTION OF DR. BAUDIN, SECONDED BY DR. ABSHIRE, AND CARRIED, the Committee voted to receive the report.

Adjournment

ON MOTION OF DR. BAUDIN, SECONDED BY DR. ABSHIRE, AND CARRIED, the Committee voted to adjourn at 9:45 a.m.