

**Teachers' Retirement System of Louisiana**  
**Board of Trustees**  
**Via Video Conference**  
**Upon Adjournment of Investment Committee - Thursday**  
**May 7, 2020**

**MEMBERS PRESENT:** Dr. Jerry Baudin, Holly Gildig, Lotte Delaney, David Hennigan, Ricky Julien, Sr., Rick McGimsey (Commissioner's Designee), Dr. Tia Mills, Jim Napper (Treasurer's Designee), Neshelle Nogess, Suzette Riddle, Dr. Tom Stafford, Dr. James Taylor, and Kelly Thompson

**MEMBERS ABSENT:** Senator Cleo Fields, Representative Lance Harris, and Dr. Paul Nelson

**STAFF PRESENT:** Dana Vicknair, Philip Griffith, Douglas Swenson, Jeff LaCour, Lisa Honore, Adam Averite, Dana Brown, Maurice Coleman, Cliff Horn, Robyn Jenkins-King, Jerri Mack, Davorio Stevenson, Matt Tessier, Peggy Woodall, Debbie Boudreaux, and Lisa Barousse

**OTHERS PRESENT:** Justin Mitchell, Buyout Insider

Each member of the Board received the following:

1. May 2020 Board Book
2. Investment Committee Meeting May 7, 2020, Performance Report – March 31, 2020
3. Investment Committee Presentations from Hamilton Lane Advisors, LLC; Ares; Summit Partners; Thoma Bravo; and Aon Hewitt Investment Consulting, Inc.
4. *2020 Regular Legislative Session, Legislation AFFECTING TRSL, NEW BILLS, and 2020 Regular Legislative Session, Legislation AFFECTING TRSL, UPDATE (as of May 5, 2020)*
5. June, July, and August 2020 Calendars with Dates Available to Move June and July TRSL Committee and Board Meetings

Dr. Baudin called the meeting to order at 2:35 p.m. Dr. Mills led the Pledge of Allegiance. The secretary called the roll and a quorum was established.

**Approval of Minutes of the Meeting of the TRSL Board of Trustees Held March 5, 2020 (Including Minutes of Committee Meetings held March 5, 2020)**

Dr. Baudin moved and Mr. Julien seconded a motion to approve the Minutes of the meeting of the TRSL Board of Trustees held March 5, 2020 (including Minutes of Committee Meetings held March 5, 2020). The secretary called the roll and the motion carried by a vote of 13 yeas and 0 nays, with Ms. Delaney, Mrs. Gildig, Mr. Hennigan, Mr. Julien, Mr. McGimsey, Dr. Mills, Mr. Napper, Ms. Nogess, Mrs. Riddle, Dr. Stafford, Dr. Taylor, Mrs. Thompson, and Dr. Baudin voting yea.

### **Legislative Committee Report**

Ms. Nogess moved and Mrs. Riddle seconded a motion to accept the report of the Legislative Committee, in globo, and to approve the recommendations contained therein. The secretary called the roll and the motion carried by a vote of 13 yeas and 0 nays, with Ms. Delaney, Mrs. Gildig, Mr. Hennigan, Mr. Julien, Mr. McGimsey, Dr. Mills, Mr. Napper, Ms. Nogess, Mrs. Riddle, Dr. Stafford, Dr. Taylor, Mrs. Thompson, and Dr. Baudin voting yea.

### **Investment Committee Report**

Mrs. Gildig moved and Dr. Mills seconded a motion to accept the report of the Investment Committee, in globo, and to approve the recommendations contained therein. The secretary called the roll and the motion carried by a vote of 13 yeas and 0 nays, with Ms. Delaney, Mrs. Gildig, Mr. Hennigan, Mr. Julien, Mr. McGimsey, Dr. Mills, Mr. Napper, Ms. Nogess, Mrs. Riddle, Dr. Stafford, Dr. Taylor, Mrs. Thompson, and Dr. Baudin voting yea.

### **Future 2020 Board Meeting Dates**

Dr. Baudin moved and Mr. Julien seconded a motion to reschedule the June 2020 TRSL board and committee meetings to June 30, 2020; and the July 2020 TRSL board and committee meetings to July 31, 2020; and to cancel the August 2020 board and committee meetings. The secretary called the roll and the motion carried by a vote of 13 yeas and 0 nays, with Ms. Delaney, Mrs. Gildig, Mr. Hennigan, Mr. Julien, Mr. McGimsey, Dr. Mills, Mr. Napper, Ms. Nogess, Mrs. Riddle, Dr. Stafford, Dr. Taylor, Mrs. Thompson, and Dr. Baudin voting yea.

### **Director's Update**

Mrs. Vicknair updated the Board on the following items:

- COVID-19/TRSL - Mrs. Vicknair thanked staff for their work and efforts to keep TRSL running smoothly and providing service to the members during the Pandemic and recognized IT and Public Information staff for facilitating the Board Videoconference meeting. She noted that Public Service Recognition Week (May 3 through May 9) activities will be scheduled for a later date.
- Report on Candidates Who have Qualified for the 2020 Trustee Elections
  - ❖ District 5
    - Holly Bridges Gildig, Teacher, Livingston Parish Public School System
    - Chris Pealer, Teacher, Monroe City Schools

- Barbara Allen Robinson, Administrator of the Office of Child Welfare and Attendance, Ouachita Parish School Board
- Gavin Vitter, Director of Human Resources, Tangipahoa Parish School System
- ❖ District 6
  - Ricky Julien, Sr., Principal, St. Landry Parish School Board
  - John J. McCloskey, Teacher/Orchestra Director, Rapides Parish School Board
- Tier 2.1 Disclosure Form due May 15, 2020

### Adjournment

Dr. Baudin moved and Dr. Taylor seconded a motion to adjourn. The secretary called the roll and the motion carried by a vote of 12 yeas and 0 nays, with Ms. Delaney, Mrs. Gildig, Mr. Hennigan, Mr. Julien, Mr. McGimsey, Dr. Mills, Ms. Nogess, Mrs. Riddle, Dr. Stafford, Dr. Taylor, Mrs. Thompson, and Dr. Baudin voting yea. The Board adjourned at 3:00 p.m.

Teachers' Retirement System of Louisiana  
Legislative Committee  
Via Video Conference  
9:00 a.m. - Thursday  
May 7, 2020

- MEMBERS PRESENT:** Neshelle Nogess, Dr. Paul Nelson, Holly Gildig, David Hennigan, Ricky Julien, Sr., Kelly Thompson, Jim Napper (Treasurer's Designee), Rick McGimsey (Commissioner's Designee), Representative Lance Harris, and Dr. Jerry Baudin
- MEMBERS ABSENT:** Senator Cleo Fields
- OTHER MEMBERS PRESENT:** Lotte Delaney, Dr. Tia Mills, Suzette Riddle, Dr. Tom Stafford, and Dr. James Taylor
- STAFF PRESENT:** Dana Vicknair, Katherine Whitney, Philip Griffith, Douglas Swenson, Jeff LaCour, Lisa Honore, Adam Averite, Dana Brown, Maurice Coleman, Andrea Guntz, Cliff Horn, Robyn Jenkins-King, Jerri Mack, Davorio Stevenson, Matt Tessier, Peggy Woodall, Debbie Boudreaux, and Lisa Barousse
- OTHERS PRESENT:** Shelley Johnson, Foster & Foster Actuaries and Consultants; Paul Yett, Matt Silverio, Ben Eckroth, and Owen Burns, Hamilton Lane Advisors, LLC; Scott Graves, Ashley Fochtman-Zummo, and Merritt Hooper, Ares; Lindsey Dodd and Merril Pischke, Dimensional; Shane Riddle, Louisiana Association of Educators; Cynthia Posey, Louisiana Federation of Teachers; Rodney Watson, Louisiana Retired Teachers' Association; Justin Mitchell, Buyout Insider; and Gar Chung, FIN News

**Roll Call**

Ms. Nogess called the meeting to order at 9:03 a.m. The secretary called the roll and a quorum was established.

**Update and Discussion of 2020 Legislative Session**

Mrs. Vicknair noted that Senator Price appointed Senator Fields as his designee on the TRSL Board of Trustees.

### Update on Meetings

Mrs. Vicknair updated the Committee on the Senate Retirement Committee Meeting held March 16, 2020. The House Retirement Committee is scheduled meet Thursday, May 7, 2020.

### Legislation Affecting TRSL

Mrs. Vicknair presented an overview of legislation affecting TRSL that has been filed since the March meeting. The Committee took positions on the bills as follows:

Ms. Nogess moved and Mrs. Thompson seconded a motion to remain neutral on SB 484 by Senator R. Mills. The secretary called the roll and the motion carried by a vote of 10 yeas and 0 nays, with Mrs. Gildig, Representative Harris, Mr. Hennigan, Mr. Julien, Mr. McGimsey, Mr. Napper, Dr. Nelson, Mrs. Thompson, Dr. Baudin, and Ms. Nogess voting yea.

Ms. Nogess moved and Mr. Napper seconded a motion to oppose HB 782 by Representative Bagley. The secretary called the roll and the motion carried by a vote of 9 yeas, 0 nays, and 1 abstention. Mrs. Gildig, Mr. Hennigan, Mr. Julien, Mr. McGimsey, Mr. Napper, Dr. Nelson, Mrs. Thompson, Dr. Baudin, and Ms. Nogess voted yea; and Representative Harris abstained.

Ms. Nogess moved and Mr. Hennigan seconded a motion to oppose HB 867 by Representative Nelson. The secretary called the roll and the motion carried by a vote of 9 yeas, 0 nays, and 1 abstention. Mrs. Gildig, Mr. Hennigan, Mr. Julien, Mr. McGimsey, Mr. Napper, Dr. Nelson, Mrs. Thompson, Dr. Baudin, and Ms. Nogess voted yea; and Representative Harris abstained.

Ms. Nogess moved and Mr. Julien seconded a motion to remain neutral on SB 444 by Senator F. Mills. The secretary called the roll and the motion carried by a vote of 9 yeas, 0 nays, and 1 abstention. Mrs. Gildig, Mr. Hennigan, Mr. Julien, Mr. McGimsey, Mr. Napper, Dr. Nelson, Mrs. Thompson, Dr. Baudin, and Ms. Nogess voted yea; and Representative Harris abstained.

Ms. Nogess moved and Mr. Hennigan seconded a motion to support HCR 9 by Representative M. Johnson and SCR 34 by Senator Mizell. The secretary called the roll and the motion carried by a vote of 10 yeas and 0 nays, with Mrs. Gildig, Representative Harris, Mr. Hennigan, Mr. Julien, Mr. McGimsey, Mr. Napper, Dr. Nelson, Mrs. Thompson, Dr. Baudin, and Ms. Nogess voting yea.

Ms. Nogess moved and Mr. Julien seconded a motion to remain neutral on SR 15 by Senator Price and HR 21 by Representative Harris. The secretary called the roll and the motion carried by a vote of 9 yeas and 0 nays, with Representative Harris, Mr. Hennigan, Mr. Julien, Mr. McGimsey, Mr. Napper, Dr. Nelson, Mrs. Thompson, Dr. Baudin, and Ms. Nogess voting yea.

Mrs. Vicknair gave an update on SB 18 by Senator Peacock, HB 25 by Representative Ivey, HB 8 by Representative Bourriague, and HB 24 by Representative Ivey.

### **Adjournment**

Ms. Nogess moved and Mr. Julien seconded a motion to adjourn. The secretary called the roll and the motion carried by a vote of 10 yeas and 0 nays, with Mrs. Gildig, Representative Harris, Mr. Hennigan, Mr. Julien, Mr. McGimsey, Mr. Napper, Dr. Nelson, Mrs. Thompson, Dr. Baudin, and Ms. Nogess voting yea. The Committee adjourned at 9:40 a.m.

**Teachers' Retirement System of Louisiana  
Investment Committee  
Via Video Conference  
Upon Adjournment of Legislative Committee – Thursday  
May 7, 2020**

**MEMBERS PRESENT:** Holly Gildig, David Hennigan, Dr. Paul Nelson, Neshelle Nogess, Jim Napper (Treasurer's Designee), Dr. James Taylor, Rick McGimsey (Commissioner's Designee); Dr. Tom Stafford, Representative Lance Harris, and Dr. Jerry Baudin

**MEMBERS ABSENT:** Senator Cleo Fields

**OTHER MEMBERS PRESENT:** Lotte Delaney, Ricky Julien, Sr., Dr. Tia Mills, Suzette Riddle, and Kelly Thompson

**STAFF PRESENT:** Dana Vicknair, Katherine Whitney, Philip Griffith, Douglas Swenson, Jeff LaCour, Lisa Honore, Adam Averite, Dana Brown, Maurice Coleman, Andrea Guntz, Cliff Horn, Robyn Jenkins-King, Jerri Mack, Davorio Stevenson, Matt Tessier, Peggy Woodall, Debbie Boudreaux, and Lisa Barousse

**OTHERS PRESENT:** Shelley Johnson, Foster & Foster Actuaries and Consultants; Mario Giannini, Paul Yett, Matt Silverio, Ben Eckroth, and Owen Burns, Hamilton Lane Advisors, LLC; Scott Graves, Ashley Fochtman-Zummo, and Merritt Hooper, Ares; Tom Jennings, Summit; Hudson Smith, Thoma Bravo; Russ Ivinjack, Scott Coopriider, and Rishi Delvadia, Aon Hewitt Investment Consulting, Inc.; Lindsey Dodd and Merril Pischke, Dimensional; Shane Riddle, Louisiana Association of Educators; Cynthia Posey, Louisiana Federation of Teachers; Rodney Watson, Louisiana Retired Teachers' Association; Justin Mitchell, Buyout Insider; Gar Chung, FIN News; and Preeti Singh, Wall Street Journal

**Roll Call**

Mrs. Gildig called the meeting to order at 9:48 a.m. The secretary called the roll and a quorum was established.

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

Mr. Yett, Mr. Silverio, and Mr. Eckroth appeared before the Committee to present the private market update and review of potential private market investments.

### Private Market Update

Mr. Yett presented the Private Market Update.

### Potential Private Market Investments

Mr. Silverio reviewed a potential investment in Ares Special Opportunities Fund, L.P.

Mr. Graves of Ares appeared before the Committee to give a presentation on the fund.

Mrs. Gildig moved and Mr. Napper seconded a motion to receive the Hamilton Lane report, including the due-diligence process dated May 7, 2020, pertaining to investments in Ares Special Opportunities Fund, L.P. (up to \$75 million), consistent with the alternative investment guidelines and subject to final term negotiations completed within the timeline established by the Hamilton Lane contract. The secretary called the roll and the motion carried by a vote of 9 yeas and 0 nays, with Mr. Hennigan, Mr. McGimsey, Mr. Napper, Dr. Nelson, Ms. Nogess, Dr. Stafford, Dr. Taylor, Dr. Baudin, and Mrs. Gildig voting yea.

Mr. Eckroth reviewed a potential investment in Summit Partners Venture Capital Fund V, L.P.

Mr. Jennings of Summit Partners appeared before the Committee to give a presentation on the fund.

Mrs. Gildig moved and Ms. Nogess seconded a motion to receive the Hamilton Lane report, including the due-diligence process dated May 7, 2020, pertaining to investments in Summit Partners Venture Capital Fund V, L.P. (up to \$25 million), consistent with alternative investment guidelines and subject to final term negotiations completed within the timeline established by the Hamilton Lane contract. The secretary called the roll and the motion carried by a vote of 9 yeas and 0 nays with Mr. Hennigan, Mr. McGimsey, Mr. Napper, Dr. Nelson, Ms. Nogess, Dr. Stafford, Dr. Taylor, Dr. Baudin, and Mrs. Gildig voting yea.

Mr. Yett reviewed a potential investment in Thoma Bravo Discover Fund III, L.P.

Mr. Smith of Thoma Bravo appeared before the Committee to give a presentation on the fund.

Mrs. Gildig moved and Dr. Taylor seconded a motion to receive the Hamilton Lane report, including the due-diligence process dated May 7, 2020, pertaining to investments in Thoma Bravo Discover Fund III, L.P. (up to \$25 million), consistent with alternative investment guidelines subject to final term negotiations completed within the timeline established by the



Hamilton Lane contract. The secretary called the roll and the motion carried by a vote of 9 yeas and 0 nays with Mr. Hennigan, Mr. McGimsey, Mr. Napper, Dr. Nelson, Ms. Nogess, Dr. Stafford, Dr. Taylor, Dr. Baudin, and Mrs. Gildig voting yea.

Mr. Silverio reviewed a potential investment in Audax Mezzanine Fund V, L.P.

Mrs. Gildig moved and Dr. Stafford seconded a motion to receive the Hamilton Lane report, including the due-diligence process dated May 7, 2020, pertaining to investments in Audax Mezzanine Fund V, L.P. (up to \$75 million), consistent with alternative investment guidelines subject to final term negotiations completed within the timeline established by the Hamilton Lane contract. The secretary called the roll and the motion carried by a vote of 9 yeas and 0 nays with Mr. Hennigan, Mr. McGimsey, Mr. Napper, Dr. Nelson, Ms. Nogess, Dr. Stafford, Dr. Taylor, Dr. Baudin, and Mrs. Gildig voting yea.

Mr. Silverio reviewed a potential investment in Crow Holdings Realty Partners IX, L.P.

Mrs. Gildig moved and Mr. Hennigan seconded a motion to receive the Hamilton Lane report, including the due-diligence process dated May 7, 2020, pertaining to investments in Crow Holdings Realty Partners IX, L.P. (up to \$50 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract. The secretary called the roll and the motion carried by a vote of 9 yeas and 0 nays, with Mr. Hennigan, Mr. McGimsey, Mr. Napper, Dr. Nelson, Ms. Nogess, Dr. Stafford, Dr. Taylor, Dr. Baudin, and Mrs. Gildig voting yea.

Mr. Yett reviewed a potential investment in Silver Lake Partners VI, L.P.

Mrs. Gildig moved and Dr. Nelson seconded a motion to receive the Hamilton Lane report, including the due-diligence process dated May 7, 2020, pertaining to investments in Silver Lake Partners VI, L.P. (up to \$75 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract. The secretary called the roll and the motion carried by a vote of 9 yeas and 0 nays with Mr. Hennigan, Mr. McGimsey, Mr. Napper, Dr. Nelson, Ms. Nogess, Dr. Stafford, Dr. Taylor, Dr. Baudin, and Mrs. Gildig voting yea.

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

### **Monthly Investment Review**

Mr. Griffith presented an overview of TRSL's total plan and public and private market investments. Mr. Coopriider and Mr. Delvadia presented Aon Hewitt's May 7, 2020 portfolio summary report. Staff and Consultant reviewed performance of TRSL investments through March 31, 2020.

### Capital Market Update

Phil Griffith provided an update on internal operations, including cash management and investment rebalancing. Mr. Giannini and Mr. Yett of Hamilton Lane discussed current and future private market investment opportunities and concerns from a manager's perspective. This included expected returns, volatility, liquidity, opportunities, and threats (both short and long-term). Mr. Ivinjack of Aon Hewitt Investing Consulting, Inc. discussed current and future capital market (private and public) investment opportunities and concerns from a general consultant perspective. This included expected returns, volatility, liquidity, opportunities, and threats for TRSL and the pension sponsor industry.

### Adjournment

Mrs. Gildig moved and Dr. Taylor seconded a motion to adjourn. The secretary called the roll and the motion carried by a vote of 9 yeas and 0 nays with Mr. Hennigan, Mr. McGimsey, Mr. Napper, Dr. Nelson, Ms. Nogess, Dr. Stafford, Dr. Taylor, Dr. Baudin, and Mrs. Gildig voting yea. The Committee adjourned at 2:29 p.m.