

**Teachers' Retirement System of Louisiana**  
**Board of Trustees**  
**Upon Adjournment of Executive Committee – Thursday**  
**November 3, 2017**

**MEMBERS PRESENT:** Dr. Jerry Baudin, Dr. Sheryl Abshire, Britt Colon, Holly Gildig, Ricky Julien, Sr., Robert Lawyer, Kathy Manning, Dr. Tia Mills, Jim Napper (Treasurer's Designee), Dr. Paul Nelson and Dr. James Taylor

**MEMBERS ABSENT:** David Hennigan, Rick McGimsey (Commissioner's Designee), John Parauka, Senator Barrow Peacock, Representative J. Kevin Pearson, and State Superintendent John White

**STAFF PRESENT:** Dana Vicknair, Katherine Whitney, Phil Griffith, Jeff LaCour, Lisa Honore', Maureen Westgard, Stuart Cagle, Adam Averitte, Dana Brown, Maurice Coleman, Raven Duncil, Andrea Guntz, Randall Harrison, Linnie Johnson, Steve Marangos, Dionne Rabalais, Davorio Stevenson, Matt Tessier, Charlene Wilson, Laurie Wright, and Lisa Barousse

**OTHERS PRESENT:** Shelley Johnson, Foster & Foster Actuaries and Consultants; Renee Siccone, Louisiana Retired Teachers Association; and Ryan Gremillion, Louisiana Department of Education

Each member of the Board received the following:

1. November 2017 Board Book
2. Investment Committee Meeting November 2, 2017, Performance Report – September 30, 2017
3. Investment Committee Presentations from Aon Hewitt Investment Consulting, Inc.; Hamilton Lane Advisors, LLC; and Mondrian Investment Partners, Ltd.
4. *Presentation of the Results of the June 30, 2017 Financial Statement and Compliance Audit* – Duplantier, Hrapmann, Hogan, and Maher, LLP
5. *TRSL's Comprehensive Annual Financial Report and Popular Annual Financial Report for Fiscal Year Ended June 30, 2017 (Draft)*

Dr. Baudin called the meeting to order at 9:25 a.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 October 6, 2017 (Including Minutes of Committee Meetings held October 5 and 6, 2017)**

ON MOTION OF MRS. GILDIG, SECONDED BY MS. MANNING, AND CARRIED, the Board voted to approve the Minutes of the meeting of the TRSL Board of Trustees held October 6, 2017 (Including Minutes of committee meetings held October 5 and 6, 2017).

**Investment Committee Report**

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

**Budget & Finance Committee Report**

ON MOTION OF MS. MANNING, SECONDED BY DR. MILLS, AND CARRIED, the Board voted to accept the report of the Budget & Finance Committee and to approve the recommendations contained therein.

**Executive Committee Report**

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

**Presentation of Resolutions Honoring Maureen Westgard and Stuart Cagle**

Dr. Baudin presented resolutions honoring Maureen H. Westgard and Stuart Cagle for their years of service as Director and Deputy Director of TRSL.

Ms. Westgard and Mr. Cagle each made comments and thanked the staff and the Board for their support and dedication. Dr. Abshire, Dr. Baudin, Dr. Taylor, and Mr. Napper made comments and thanked Ms. Westgard and Mr. Cagle for their outstanding service and commitment to TRSL.

ON MOTION OF DR. ABSHIRE, UNANIMOUSLY SECONDED AND CARRIED, the Board voted to adopt the resolutions.

### **Director's Update**

Mrs. Vicknair updated the Board on the following:

- Distribution of Pledge of Allegiance and Committee Assignment Sheets for 2018 – complete and return to Board Chair prior to December Board meeting
- Distribution of Board of Trustees Self Evaluation Survey (complete and return to the Board Chair by November 15<sup>th</sup>)
- Trustees must complete Preventing Sexual Harassment Training by December 31, 2017 (CD provided)

### **Adjournment**

ON MOTION OF DR. ABSHIRE, SECONDED BY MRS. GILDIG, AND CARRIED, the Board voted to adjourn at 10:10 a.m.

**Teachers' Retirement System of Louisiana  
Subcommittee to Review Responses to  
Solicitation for Proposals for Small Cap Growth Manager  
12:00 p.m. – Thursday  
November 2, 2017**

**MEMBERS PRESENT:** Robert Lawyer, Dr. Sheryl Abshire, Holly Gildig, and Jim Napper (Treasurer's Designee)

**MEMBERS ABSENT:** David Hennigan

**OTHER MEMBERS PRESENT:** Britt Colon, Ricky Julien, Sr., Kathy Manning, Dr. Tia Mills, Dr. Paul Nelson, and Dr. James Taylor

**STAFF PRESENT:** Dana Vicknair, Katherine Whitney, Phil Griffith, Jeff LaCour, Lisa Honore', Adam Averitte, Ed Branagan, Dana Brown, Maurice Coleman, Davorio Stevenson, Matt Tessier, Debbie Boudreaux, and Lisa Barousse

**OTHERS PRESENT:** Scott Coopriider and Rishi Delvadia, Aon Hewitt Investment Consulting, Inc.; Annie Smith, House Retirement Committee

**Roll Call**

Mr. Lawyer called the meeting to order at 12:00 p.m.

**Oaths of Office**

Ms. Whitney administered Oaths of Office to Britt Colon representing District 1 and Paul Nelson, Ph.D. representing School Superintendents for the terms ending December 31, 2018.

**Review Proposals and Recommend Finalists to be Interviewed**

Mr. Griffith, and Scott Coopriider and Rishi Delvadia of Aon Hewitt reviewed the following firms' responses to the Small Cap Growth Manager Solicitation for Proposals: Alliance Bernstein; Brown Advisory LLC; Geneva Capital Management; T. Rowe Price Associates, Inc.; and Ranger Investment Manager, LP.

ON MOTION OF MR. NAPPER, SECONDED BY MRS. GILDIG, AND CARRIED, the Subcommittee voted to recommend to the Investment Committee that the following be interviewed as finalists for Small Cap Growth Manager:

- Alliance Bernstein (AB)
- Brown Advisory LLC
- Geneva Capital Management
- T. Rowe Price Associates, Inc.

**Adjournment**

ON MOTION OF MRS. GILDIG, SECONDED BY MR. NAPPER, AND CARRIED, the Committee voted to adjourn at 12:52 p.m.

**Teachers' Retirement System of Louisiana  
Investment Committee  
Upon Adjournment of Subcommittee to Review Solicitation for Proposals  
for Small Cap Growth Manager – Thursday  
November 2, 2017**

- MEMBERS PRESENT:** Dr. Sheryl Abshire, Kathy Manning, Robert Lawyer, Holly Gildig, Jim Napper (Treasurer's Designee), Dr. James Taylor, and Dr. Tia Mills
- MEMBERS ABSENT:** Dr. Jerry Baudin, David Hennigan, Senator Barrow Peacock, Representative J. Kevin Pearson, and Rick McGimsey (Commissioner's Designee)
- OTHER MEMBERS PRESENT:** Britt Colon, Ricky Julien, Sr., and Dr. Paul Nelson
- STAFF PRESENT:** Dana Vicknair, Katherine Whitney, Phil Griffith, Jeff LaCour, Lisa Honore', Adam Averitte, Dana Brown, Maurice Coleman, Davorio Stevenson, Matt Tessier, Debbie Boudreaux, and Lisa Barousse
- OTHERS PRESENT:** Scott Coopridier and Rishi Delvadia, Aon Hewitt Investment Consulting, Inc.; Paul Yett and Matt Silverio, Hamilton Lane Advisors, LLC; Aidan Nicholson and Todd Rittenhouse, Mondrian Investment Partners, Ltd.; Annie Smith, House Retirement Committee; and Shelley Johnson, Foster & Foster Actuaries and Consultants

**Roll Call**

Dr. Abshire called the meeting to order at 12:54 p.m. The secretary called the roll and a quorum was established. Dr. Abshire appointed Dr. Mills to serve on the Committee as an alternate for Mr. Hennigan.

**Report of Subcommittee to Review Responses to Solicitation for Proposals (SFP) for Small Cap Growth Manager**

Mr. Lawyer presented the report of the Subcommittee to Review Responses to the SFP for Small Cap Growth Manager.

ON MOTION OF MR. LAWYER, SECONDED BY MR. NAPPER, AND CARRIED, the Committee voted to approve the following report of the Subcommittee to Review Responses to the SFP for Small Cap Growth Manager:

*"ON MOTION OF MR. NAPPER, SECONDED BY MRS. GILDIG, AND CARRIED, the Subcommittee voted to recommend to the Investment Committee that the following firms be interviewed as finalists for Small Cap Growth Manager: Alliance Bernstein, Brown Advisory LLC, Geneva Capital Management, and T. Rowe Price Associates, Inc."*

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

Paul Yett and Matt Silverio of Hamilton Lane Advisors, LLC appeared before the Committee to present private market items.

Mr. Yett presented the private market update.

Mr. Silverio reviewed a potential alternative investment in Blackstone Tactical Opportunities Fund III, L.P.

ON MOTION OF MR. LAWYER, SECONDED BY MR. NAPPER, AND CARRIED, consistent with the alternative investment guidelines, the Committee voted to receive the Hamilton Lane report, including the due-diligence process dated November 2, 2017, pertaining to investments in Blackstone Tactical Opportunities Fund III, L.P. (up to \$125 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

Mr. Yett reviewed a potential alternative investment in Roark Capital Partners V, L.P.

ON MOTION OF MR. LAWYER, SECONDED BY DR. MILLS, AND CARRIED, consistent with the alternative investment guidelines, the Committee voted to receive the Hamilton Lane report, including the due-diligence process dated November 2, 2017, pertaining to investments in Roark Capital Partners V, L.P. (up to \$50 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

### **Presentation and Review of the Schedule of Manager Portfolio Reviews for 2018**

Mr. Griffith presented the 2018 Schedule of Manager Portfolio Reviews (for approval in December).

ON MOTION OF MRS. GILDIG, SECONDED BY DR. TAYLOR, AND CARRIED, the Committee voted to receive the Schedule of Manager Portfolio Reviews for 2018.

### **Presentation and Review of the Schedule of Investment Searches for 2018**

Mr. Griffith presented the 2018 Schedule of Investment Searches (for approval in December).

ON MOTION OF MS. MANNING, SECONDED BY DR. MILLS, AND CARRIED, the Committee voted to receive the Schedule of Investment Searches for 2018.

### **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. Scott Coopridier presented Aon Hewitt's November 2, 2017 portfolio summary report. Staff and Consultant reviewed performance of TRSL investments through September 30, 2017.

#### **Portfolio Review**

Rishi Delvadia (Aon Hewitt) and Dana Brown (TRSL) reviewed International Small Cap Managers: Mondrian Investment Partners and Dimensional Fund Advisors.

Aidan Nicholson and Todd Rittenhouse of Mondrian presented their firm's annual portfolio review.

### **Adjournment**

ON MOTION OF DR. TAYLOR, SECONDED BY MS. MANNING, AND CARRIED, the Committee voted to adjourn at 2:54 p.m.



**Teachers' Retirement System of Louisiana  
Budget & Finance Committee  
8:30 a.m. - Friday  
November 3, 2017**

**MEMBERS PRESENT:** Kathy Manning, Robert Lawyer, Dr. James Taylor, Dr. Tia Mills, Holly Gildig, Dr. Sheryl Abshire, and Dr. Jerry Baudin

**MEMBERS ABSENT:** David Hennigan

**OTHER MEMBERS PRESENT:** Britt Colon, Ricky Julien, Sr., Jim Napper (Treasurer's Designee), and Dr. Paul Nelson

**STAFF PRESENT:** Dana Vicknair, Katherine Whitney, Phil Griffith, Jeff LaCour, Lisa Honore', Maureen Westgard, Stuart Cagle, Adam Averitte, Dana Brown, Maurice Coleman, Andrea Guntz, Steve Marangos, Dionne Rabalais, Davorio Stevenson, Matt Tessier, Charlene Wilson, Laurie Wright, Debbie Boudreaux, and Lisa Barousse

**OTHERS PRESENT:** Shelley Johnson. Foster & Foster Actuaries and Consultants, Annie Smith, House Retirement Committee; Tim Mathison, House Fiscal Division; and Renee Siccone, Louisiana Retired Teachers Association

**Roll Call**

Ms. Manning called the meeting to order at 8:30 a.m. The secretary called the roll and a quorum was established.

**Review, Discuss and Approve the Proposed 2018-2019 Louisiana Retirement Systems Building Fund Budget**

Mrs. Vicknair gave an overview of the Building Partnership with the Louisiana State Employees' Retirement System (LASERS). Mr. LaCour presented the proposed 2018-2019 Louisiana Retirement Systems Building Fund Budget.

ON MOTION OF DR, BAUDIN, SECONDED BY DR. ABSHIRE, AND CARRIED, the Committee voted to approve the 2018-2019 Louisiana Retirement Systems Building Fund Budget.

**Review, Discuss and Approve the Proposed 2018-2019 Louisiana Teachers' Retirement System Administrative Operating Budget**

Mrs. Vicknair presented the proposed 2018-2019 Louisiana Teachers' Retirement System Administrative Operating Budget.

ON MOTION OF MR. LAWYER, SECONDED BY DR. MILLS, AND CARRIED, the Committee voted to approve the 2018-2019 Louisiana Teachers' Retirement System Administrative Operating Budget and authorize the Director and Deputy Director to make adjustments as needed and brief the Board on such actions.

**Review, Discuss, and Approve the 2018-2019 Department of Education Payment Amount and Notification of Payment Due for Act 228 of 1944; Act 568 of 1952; Act 27 of 1957; and Act 440 of 1960**

Ms. Whitney reviewed the 2018-2019 Department of Education Payment Amount and Notification of Payment Due for Act 228 of 1944; Act 568 of 1952; Act 27 of 1957; and Act 440 of 1960.

ON MOTION OF DR. BAUDIN, SECONDED BY MR. LAWYER, AND CARRIED, the Committee voted to approve the notification of payment due for Fiscal Year 2018-2019.

**Update on Notification to LSU AgCenter of Payment Due for Fiscal Year 2018-2019**

Ms. Whitney updated the Committee on the notification of payment due for Fiscal Year 2017-2018 which was sent to the LSU AgCenter on October 10, 2017.

**Adjournment**

ON MOTION OF DR. MILLS, SECONDED BY MR. LAWYER, AND CARRIED, the Committee voted to adjourn at 8:43 a.m.

Teachers' Retirement System of Louisiana  
Executive Committee  
Upon Adjournment of Budget & Finance Committee – Friday  
November 3, 2017

**MEMBERS PRESENT:** Dr. Jerry Baudin, Dr. Sheryl Abshire, Robert Lawyer, Jim Napper (Treasurer's Designee), Holly Gildig, and Kathy Manning

**MEMBERS ABSENT:** David Hennigan

**OTHER MEMBERS PRESENT:** Britt Colon, Ricky Julien, Sr., Dr. Tia Mills, Dr. Paul Nelson, and Dr. James Taylor

**STAFF PRESENT:** Dana Vicknair, Katherine Whitney, Phil Griffith, Jeff LaCour, Lisa Honore', Maureen Westgard, Stuart Cagle, Adam Averitte, Dana Brown, Maurice Coleman, Andrea Guntz, Steve Marangos, Dionne Rabalais, Davorio Stevenson, Matt Tessier, Charlene Wilson, Laurie Wright, Debbie Boudreaux, and Lisa Barousse

**OTHERS PRESENT:** Shelley Johnson, Foster & Foster Actuaries and Consultants; Annie Smith, House Retirement Committee; Michelle Cunningham and Terri Kito, Duplantier, Hrapmann, Hogan & Maher, L.L.P.; Renee Siccone, Louisiana Retired Teachers Association; and Ryan Gremillion, Louisiana Department of Education

**Roll Call**

Dr. Baudin called the meeting to order at 8:45 a.m. The secretary called the roll and a quorum was established.

**Presentation of Proposed Drafts of the Comprehensive Annual Financial Report (CAFR) and the Popular Annual Financial Report (PAFR) for Fiscal Year Ended June 30, 2017**

Mrs. Wilson presented proposed drafts of the CAFR and the PAFR for Fiscal Year Ended June 30, 2017.

ON MOTION OF MS. MANNING, SECONDED BY MRS. GILDIG, AND CARRIED, the Committee voted to receive the proposed drafts of the CAFR and the PAFR for Fiscal Year ended June 30, 2017.

**Presentation of the Annual Audit by Duplantier, Hrapmann, Hogan & Maher, L.L.P. for Fiscal Year Ended June 30, 2017**

Michelle Cunningham and Terri Kito of Duplantier, Hrapmann, Hogan & Maher, L.L.P., presented the Annual Audit for Fiscal Year Ended June 30, 2017.

ON MOTION OF DR. ABSHIRE, SECONDED BY MR. NAPPER, AND CARRIED, the Committee voted to approve the Annual Audit for Fiscal Year ended June 30, 2017, as presented.

**Presentation of the Audit of the Louisiana Retirement Systems Building Fund for Fiscal Year Ended June 30, 2017**

Mr. LaCour presented the Annual Audit of the Louisiana Retirement Systems Building Fund.

ON MOTION OF MS. MANNING, SECONDED BY MR. NAPPER, AND CARRIED, the Committee voted to approve the Audit of the Louisiana Retirement Systems Building Fund for Fiscal Year ended June 30, 2017 as presented.

**Presentation and Approval of Administrative Rules Related to Charter School Organizations With Multiple Schools**

Ms. Whitney presented the Administrative Rules related to Charter School organizations with multiple schools.

ON MOTION OF MR. NAPPER, SECONDED BY MRS GILDIG, AND CARRIED, the Committee voted to approve the Notice of Intent as presented.

**Adjournment**

ON MOTION OF MR. LAWYER, SECONDED BY DR. ABSHIRE, AND CARRIED, the Committee voted to adjourn at 9:20 a.m.