

Teachers' Retirement System of Louisiana
Board of Trustees
8401 United Plaza Blvd., 4th Floor, Baton Rouge, LA 70809
Upon Adjournment of Committee of the Whole - Friday
October 8, 2021

MEMBERS PRESENT: Holly Gildig, David Hennigan, Dr. Jerry Baudin, Suzanne Breaux, Lotte Delaney, Ryan Gremillion (State Superintendent's Designee), Ricky Julien, Sr., Rick McGimsey (Commissioner's Designee), Dr. Tia Mills, Jim Napper (Treasurer's Designee), Dr. Paul Nelson, Dr. Tom Stafford, and Dr. James Taylor

MEMBERS ABSENT: Senator Cleo Fields, Representative Lance Harris, Neshelle Nogess, and Sommer Purvis,

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

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

Each member of the Board received the following:

1. October 2021 Board Book
2. Investment Committee Meeting October 2021, Performance Report – August 31, 2021
3. Investment Committee presentations from Hamilton Lane Advisors, LLC; Centerbridge; Mercer; Aon Investments; Baillie Gifford Overseas Limited; J.P. Morgan Asset Management; and T. Rowe Price Associates, Inc.
4. Committee of the Whole presentations
 - a. *TRSL June 30, 2021 Actuarial Valuation* - Shelley Johnson, Foster & Foster Actuaries and Consultants
 - b. *Capital Market Assumption Fundamentals – Educational Presentation* – Aon Investments

Mrs. Gildig called the meeting to order at 11:15 a.m. Mr. Napper led the Pledge of Allegiance. The secretary called the roll and a quorum was established.

Mrs. Gildig asked if there were any public comments on the matters to be heard today. There were no public comments.

Approval of the Minutes of the Meeting of the TRSL Board of Trustees held September 9, 2021 (Including Minutes of Committee Meetings held September 9, 2021)

ON MOTION OF MR. HENNIGAN, SECONDED BY MR. JULIEN, AND CARRIED, the Board voted to approve the Minutes of the Meeting of the TRSL Board of Trustees held September 9, 2021 (including Minutes of Committee Meetings held September 9, 2021).

Personnel Committee Report

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

Investment Committee Report

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

Committee of the Whole Report

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

Introduction of Newly Hired Staff

Ms. Whitney informed the Committee that six new employees were hired during the period 07/01/21 and 09/30/21 as listed below. Ms. Whitney referred Trustees to the pages 9 and 10 of the Board Book, which provides a picture and brief bio of each hiree.

Executive Department

- Shameeka Kaufman – Administrative Assistant 6

Information Technology Department

- James Hardy – IT Technical Support Specialist 2
- Collin Maillet – IT Technical Support Specialist 1

Retirement Department

- Cristy Castille – Retirement Benefits Analyst 1
- Evan Garza – Retirement Benefits Analyst 1
- Jeff Champagne – Retirement Benefits Analyst 1

Director's Update

Ms. Whitney updated the Committee on the following items:

- COVID 19 – TRSL
- LAPERS/Education
- Presentation to Teacher Recruitment, Recovery and Retention Task Force
- Valuation documents presented today will be uploaded to the Board Portal, including a summary prepared by TRSL staff
- Launched FOCUS project
 - FOCUS is balanced scorecard project that was approved in July 2021. The program was developed by State Civil Service to help agencies identify the competencies needed to succeed in state jobs, and then applies that information to help agencies hire and develop talent.
- Introduced Michelle Millhollon, TRSL's new Public Information Director

Adjournment

ON MOTION OF DR. NELSON, UNANIMOUSLY SECONDED, AND CARRIED, the Committee voted to adjourn at 11:23 a.m.

**Teachers' Retirement System of Louisiana
Personnel Committee
8401 United Plaza Blvd., 4th Floor, Baton Rouge, LA 70809
8:30 a.m. – Thursday
October 7, 2021**

MEMBERS PRESENT: Ricky Julien, Sr., Dr. James Taylor, Rick McGimsey (Commissioner's Designee), David Hennigan, Dr. Jerry Baudin, Dr. Tia Mills, Neshlle Nogess, and Holly Gildig

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

OTHER MEMBERS PRESENT: Suzanne Breaux, Lotte Delaney, Senator Cleo Fields, Jim Napper (Treasurer's Designee), Dr. Paul Nelson, Sommer Purvis, and Dr. Tom Stafford

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

Roll Call

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

Mr. Julien asked if there were any public comments on the matters to be heard today. There were no public comments.

Annual Performance Evaluations

Mr. Julien asked for a motion to convene into Executive Session.

MR. HENNIGAN MOVED AND DR. MILLS SECONDED a motion to convene into Executive Session to discuss the Director's evaluations of TRSL unclassified staff, and the performance evaluation of the Director, as related to their character and professional competence, with the Director to remain in the room as requested by the Board. A roll-call vote was taken.

The vote was unanimous, with Dr. Taylor, Mr. Hennigan, Dr. Baudin, Dr. Mills, Ms. Nogess, Mrs. Gildig, and Mr. Julien voting yea; and the Committee convened into Executive Session.

MR. HENNIGAN MOVED AND DR. MILLS SECONDED a motion to reconvene into Regular Session. A roll-call vote was taken. The vote was unanimous, with Dr. Taylor, Mr. Hennigan, Dr. Baudin, Dr. Mills, Ms. Nogess, Mrs. Gildig, and Mr. Julien voting yea; and the Committee reconvened into Regular Session.

ON MOTION OF MRS. GILDIG, SECONDED BY DR. TAYLOR, AND CARRIED, the Committee voted to receive the performance evaluations of the unclassified staff for the 2020-2021 rating period and to approve the performance evaluation of the Director for the 2020-2021 rating period.

ON MOTION OF MRS. GILDIG, SECONDED BY MR. HENNIGAN, and CARRIED, the Committee voted to approve a merit pay increase of 4% of salary for the following unclassified staff, retroactive to October 1, 2021: Katherine Whitney, Douglas Swenson, Jeff LaCour, Trey Roche, Lisa Honore, Philip Griffith, Maurice Coleman, Dana Brown, and Adam Averite; and a market rate adjustment for the following staff, retroactive to October 1, 2021, as a percentage of salary as follows: Philip Griffith (7%), Maurice Coleman (12.5%), Dana Brown (11.5%), and Adam Averite (14.5%).

Adjournment

ON MOTION OF DR. MILLS, SECONDED BY DR. TAYLOR, AND CARRIED, the Committee voted to adjourn at 9:15 a.m.

Teachers' Retirement System of Louisiana
Subcommittee to Review Responses to Solicitation for Proposals
for Global Fixed Income Manager
8401 United Plaza Blvd., 4th Floor, Baton Rouge, LA 70809
Upon Adjournment of Personnel Committee – Thursday
October 7, 2021

MEMBERS PRESENT: Neshelle Nogess, David Hennigan, Dr. Paul Nelson, Jim Napper (Treasurer's Designee), and Dr. James Taylor

OTHER MEMBERS PRESENT: Dr. Jerry Baudin, Suzanne Breaux, Lotte Delaney, Holly Gildig, Ricky Julien, Sr., Rick McGimsey (Commissioner's Designee), Dr. Tia Mills, Sommer Purvis, and Dr. Tom Stafford

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

OTHERS PRESENT: Scott Coopridier, Rishi Delvadia, and Russ Ivinjack, Aon Investments

Roll Call

Ms. Nogess called the meeting to order at 9:24 a.m. The secretary called the roll and a quorum was established.

Ms. Nogess asked if there were any public comments on the matters to be heard today. There were no public comments.

Review Responses to Solicitation for Proposals for Global Fixed Income Manager and Recommend Finalists to be Interviewed

Mr. Coopridier and Mr. Delvadia of Aon Investments presented an overview of the responses to the SFP for Global Fixed Income Manager candidates: Brandywine Global Investment Management, LLC; Goldman Sachs Asset Management L.P., Manulife Investment Management, and Pacific Investment Management Company, LLC.

ON MOTION OF MR. HENNIGAN, SECONDED BY DR. TAYLOR, AND CARRIED, the Subcommittee voted to recommend to the Investment Committee that Brandywine Global Investment Management and Pacific Investment Management Co. (PIMCO) be retained without interview, subject to successful fee negotiation.

Adjournment

ON MOTION OF DR. TAYLOR, SECONDED BY MR. HENNIGAN, AND CARRIED, the Committee voted to adjourn at 10:09 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 Solicitation for
Proposals for Global Fixed Income Manager - Thursday
October 7, 2021

- MEMBERS PRESENT:** David Hennigan, Neshelle Nogess, Dr. Jerry Baudin, Dr. Paul Nelson, Jim Napper (Treasurer's Designee), Rick McGimsey (Commissioner's Designee), Dr. James Taylor, Dr. Tom Stafford, and Holly Gildig
- MEMBERS ABSENT:** Senator Cleo Fields and Representative Lance Harris
- OTHER MEMBERS PRESENT:** Suzanne Breaux, Lotte Delaney, Ryan Gremillion (Superintendent's Designee), Ricky Julien, Sr., Dr. Tia Mills, and Sommer Purvis
- STAFF PRESENT:** Katherine Whitney, Douglas Swenson, Phillip Griffith, Adam Averite, Ed Branagan, Maurice Coleman, Dana Brown, Shameeka Kaufman, and Lisa Barousse
- OTHERS PRESENT:** Scott Coopridger, Rishi Delvadia, Russ Ivinjack, and Jas Thandie, Aon Investments; Matt Silverio, Ben Eckroth and Scott Davies, Hamilton Lane Advisors, LLC; William Rahm and Amy Schneidkraut, Centerbridge; Chris Thatch and Will Dillard, Mercer; Tom Slater, Kirsty Gibson, and David Salter, Baillie Gifford Overseas Limited; Giri Devulapally, James Connors, and Jeff Fox, J.P. Morgan Asset Management; Taymour Tamaddon, Ron Taylor, and Jason Widener, T. Rowe Price Associates, Inc.; Jonathan Gray and Kuohsin Chen, Blackstone Group; and William "Joey" David, House Retirement Committee

Roll Call

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

Mr. Hennigan asked if there were any public comments on the matters to be heard today. There were no public comments.

Report of Subcommittee to Review Responses to SFP for Global Fixed Income Manager

Ms. Nogess presented the report of the Subcommittee to Review Responses to Solicitation for Proposals for Global Fixed Income Manager, including the following action:

“ON MOTION OF MR HENNIGAN, SECONDED BY DR. TAYLOR, AND CARRIED, the Subcommittee voted to recommend to the Investment Committee that Brandywine Asset Management and Pacific Investment Management Co. (PIMCO) be retained without interview, subject to successful fee negotiation.”

ON MOTION OF MS. NOGESS, SECONDED BY MRS. GILDIG, AND CARRIED, the Committee voted to approve the report of the Subcommittee to Review Responses to Solicitation for Proposals for Global Fixed Income Manager and the recommendations contained therein.

Private Market Update and Review

Mr. Silverio, Mr. Eckroth, and Mr. Davies 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. Davies reviewed Centerbridge Partners Real Estate Fund II, L.P.

William Rahm and Amy Schneidkraut of Centerbridge appeared before the Committee to give a presentation on the fund.

ON MOTION OF MRS. GILDIG, SECONDED BY MS. NOGESS, AND CARRIED, the Committee voted to receive the Hamilton Lane report including the due-diligence process dated October 7, 2021, pertaining to investments in Centerbridge Partners Real Estate Fund II, L.P. (up to \$70 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

Private Markets Global Macro Insight – Blackstone

Jonathan Gray and Kuohsin Chen of the Blackstone Group presented *Private Markets Global Macro Insight*. The presentation qualified for one hour of Investment Education for Trustees.

Potential Private Market Investments Cont'd

Mr. Eckroth reviewed Kelso Investment Associates XI, L.P.

ON MOTION OF MRS. GILDIG, SECONDED BY DR. NELSON, AND CARRIED, the Committee voted to receive the Hamilton Lane report including the due-diligence process dated October 7, 2021, pertaining to investments in Kelso Investment Associates XI, L.P. (up to \$75 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

Mr. Silverio reviewed Sares Regis Multifamily Value-Add Fund IV, L.P.

ON MOTION OF MRS. GILDIG, SECONDED BY MR. NAPPER, AND CARRIED, the Committee voted to receive the Hamilton Lane report including the due-diligence process dated October 7, 2021, pertaining to investments in Sares Regis Multifamily Value-Add Fund IV, L.P. (up to \$65 million), subject to final term negotiations completed within the timeline established by the Hamilton Lane contract.

Private Market Annual Committee Reports

Mr. Eckroth presented Private Market Annual Committee Reports on the following funds: Ares Special Opportunities Fund, L.P.; GSO Capital Opportunities Fund II & III, L.P.; Hark Capital I & II, L.P.; ASI Hark Capital III, L.P.; JFL Equity Investors V, L.P.; Kelso Investment Associates IX & X, L.P.; Kohlberg Investors VII, VIII & IX, L.P.; Roark Capital Partners III, IV, V & VI, L.P.; Silver Lake Partners V & VI, L.P.; Summit Partners Credit Fund III & IV, L.P.; TCV VII, IX, X & XI, L.P.; and Trident VI & VII, L.P.

ON MOTION OF MS. NOGESS, SECONDED BY MR. NAPPER, AND CARRIED, the Committee voted to receive the Private Market Annual Committee Reports as presented.

TRSL 2021 Venture Capital Separate Account Update

Mr. Silverio presented the TRSL 2021 Venture Capital Separate Account Update.

ON MOTION OF MS. GILDIG, SECONDED BY MS. NOGESS, AND CARRIED, the Committee voted to receive the TRSL 2021 Venture Capital Separate Account Update.

Optional Retirement Plan (ORP) Quarterly Review (for period ended June 30, 2021)

Mr. Thach and Mr. Dillard presented the ORP Quarterly Review for period ended June 30, 2021.

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

Interview Finalists for Large Cap Growth Manager

Mr. Griffith, Mr. Coopriker, and Mr. Delvadia presented an overview of the candidate firms for Large Cap Growth Manager.

Representatives from each firm appeared before the Committee to be interviewed:

- Baillie Gifford Overseas Limited - Tom Slater, Kirsty Gibson, and David Salter
- J.P. Morgan Asset Management - Giri Devulapally, James Connors, and Jeff Fox
- T. Rowe Price Associates, Inc. - Taymour Tamaddon, Ron Taylor, and Jason Widener

The Committee ranked the firms as follows (ranking of 1 = highest; 3 = lowest):

	Baillie Gifford	J.P. Morgan	T. Rowe Price
Ms. Nogess	3	2	1
Dr. Baudin	1	2	3
Mr. Napper	3	1	2
Dr. Nelson	1	3	2
Dr. Taylor	1	3	2
Dr. Stafford	1	2	3
Mr. Hennigan	1	3	2
Total	11	16	15

Baillie Gifford ranked highest, followed by T. Rowe Price and J.P. Morgan, respectively.

Baillie Gifford ranked highest and will be paired with either JP Morgan or T. Rowe Price. The Committee ranked the firms as follows (ranking of 1 = highest; 2 = lowest)

	JP Morgan	T. Rowe Price
Ms. Nogess	2	1
Dr. Baudin	2	1
Mr. Napper	1	2
Dr. Nelson	2	1
Dr. Taylor	2	1
Dr. Stafford	2	1
Mr. Hennigan	2	1
Total	13	8

T. Rowe Price ranked highest.

ON MOTION DR. TAYLOR, SECONDED BY DR. STAFFORD, AND CARRIED, the Committee voted to hire Baillie Gifford Overseas Limited and T. Rowe Price Associates, Inc. as Large Cap Growth managers, subject to fee negotiation.

Capital Market Update and Review of TRSL Investments (Staff and Consultant)

Mr. Ivinjack of Aon Investments presented the Quarterly Investment Review for the period ended June 30, 2021.

Monthly Investment Review

Mr. Griffith presented an overview of TRSL's total plan and public and private market investments. Mr. Coopriider introduced Jas Tandi who is a member of Aon's Asset Allocation team. Mr. Coopriider presented Aon's Monthly Investment Review. Staff and Consultant reviewed performance of TRSL investments through August 31, 2021. Mr. Coopriider and Mr. Tandi presented an emerging market equity update.

Portfolio Review

The following managers were reviewed: International Small Cap Manager - Mondrian Investment Advisors; and Domestic Small/Mid Cap Managers – PGIM Quantitative Solutions (formerly QMA) and William Blair; Mid Cap Growth/Value Manager - Voya Investment Management (Growth); and REIT Managers - Brookfield Investment Management, Inc. and Dimensional Fund Advisors.

Adjournment

ON MOTION OF MR. NAPPER, SECONDED BY DR. STAFFORD, AND CARRIED, the Committee voted to adjourn at 4:12 p.m.

**Teachers' Retirement System of Louisiana
Committee of the Whole
8401 United Plaza Blvd., 4th Floor, Baton Rouge, LA 70809
8:30 a.m. – Friday
October 8, 2021**

MEMBERS PRESENT: Holly Gildig, David Hennigan, Dr. Jerry Baudin, Suzanne Breaux, Lotte Delaney, Ryan Gremillion (State Superintendent's Designee), Ricky Julien, Sr., Rick McGimsey (Commissioner's Designee), Dr. Tia Mills, Jim Napper (Treasurer's Designee), Dr. Paul Nelson, Dr. Tom Stafford, and Dr. James Taylor

MEMBERS ABSENT: Senator Cleo Fields, Representative Lance Harris, Neshelle Nogess, and Sommer Purvis

STAFF PRESENT: Katherine Whitney, Douglas Swenson, Phillip Griffith, Kenneth L. "Trey" Roche, III, Jeff LaCour, Lisa Honore`, Ed Branagan, Dana Brown, Maurice Coleman, Andrea Guntz, Michelle Millhollon, Dionne Rabalais, Matt Tessier, Charlene Wilson, Laurie Wright, Shameeka Kaufman, and Lisa Barousse

OTHERS PRESENT: Shelley Johnson, Foster & Foster, Actuaries and Consultants; Jas Thandi, Scott Coopriider, Russ Ivinjack, and Rishi Delvadia, Aon Investments; Scott Huffstetler, Kean Miller; Kenneth J. "Kenny" Herbold, Louisiana Legislative Auditor's Office; Rodney Watson, Louisiana Retired Teachers' Association; William "Joey" David, House Retirement Committee; and Laura Gail Sullivan, Senate Retirement Committee

Roll Call

Mrs. Gildig called the meeting to order at 8:30 a.m. and the secretary called the roll.

Mrs. Gildig asked if there were any public comments on the matters to be heard today. There were no public comments.

Consent Agenda

ON MOTION OF DR. BAUDIN, SECONDED BY MR. HENNIGAN, AND CARRIED, the Committee voted to approve the Board Self-Evaluation Form.

Presentation and Approval of Actuarial Valuation for Fiscal Year Ended June 30, 2021 by Foster & Foster Actuaries and Consultants

Mrs. Johnson of Foster & Foster, Actuaries and Consultants, presented the Annual Actuarial Valuation (including the Actuarial Valuation of the Louisiana State University Agriculture and Extension Service) for Fiscal Year ended June 30, 2021. (Note: The valuation will not be considered final until approval by PRSAC.) The presentation qualified for one hour of Actuarial Science Education for trustees.

Ms. Whitney introduced Kenneth J. "Kenny" Herbold, Director of Actuarial Services in the Legislative Auditor's Office.

ON MOTION OF DR. BAUDIN, SECONDED BY MR. HENNIGAN, AND CARRIED, the Committee voted to approve the Annual Actuarial Valuation of the Teachers' Retirement System of Louisiana, (including the Actuarial Valuation of the Louisiana State University Agriculture and Extension Service) for the Fiscal Year ended June 30, 2021 and the projected contribution rates contained therein for the Fiscal Year ending June 30, 2023.

Capital Market Assumption Fundamentals – Aon Investments

Mr. Thandi of Aon Investments presented *Capital Market Assumption Fundamentals*. The presentation qualified as one hour of Investment Education for Trustees.

Presentation of Quarterly Audit Reports by TRSL Staff

Ms. Guntz presented the Quarterly Audit Reports.

ON MOTION OF DR. BAUDIN, SECONDED BY MR. HENNIGAN, AND CARRIED, the Committee voted to approve the Quarterly Audit Reports.

Presentation of Quarterly Litigation Reports

Mr. Roche presented the Quarterly Litigation Reports.

Update and Discussion of *Kevin Cope and Roger Laine vs. LSU and TRSL*

MR. NAPPER MOVED AND DR. BAUDIN, SECONDED A MOTION to convene into Executive Session to review and discuss litigation related to *Kevin Cope & Roger Laine v. Board of Supervisors of Louisiana State University and A & M College and Teacher Retirement System of Louisiana*, Number 633,758, Division D, 19th Judicial District Court, Parish of East Baton Rouge, State of Louisiana, with the Director, Deputy Director, Executive Counsel, Deputy General Counsel, and Scott Huffstetler of

Kean Miller to remain in the room. A roll-call vote was taken. The vote was unanimous with Mrs. Gildig, Mr. Hennigan, Dr. Baudin, Ms. Breaux, Ms. Delaney, Mr. Gremillion, Mr. Julien, Mr. McGimsey, Dr. Mills, Mr. Napper, Dr. Nelson, Dr. Stafford and Dr. Taylor voting yea, and the Committee convened into Executive Session.

MR. HENNIGAN MOVED AND DR. BAUDIN SECONDED A MOTION to reconvene into Regular Session. A roll-call vote was taken. The vote was unanimous with Mrs. Gildig, Mr. Hennigan, Dr. Baudin, Ms. Breaux, Ms. Delaney, Mr. Gremillion, Mr. Julien, Mr. McGimsey, Dr. Mills, Mr. Napper, Dr. Nelson, Dr. Stafford and Dr. Taylor voting yea, and the Committee reconvened into Regular Session.

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

Adjournment

ON MOTION OF DR. BAUDIN, SECONDED BY MR. HENNIGAN AND CARRIED, the Committee voted adjourn at 11:14 a.m.