

**MINUTES OF THE
WV CONSOLIDATED PUBLIC RETIREMENT BOARD
ACCOUNTING & INVESTMENT COMMITTEE
MEETING OF NOVEMBER 16, 2016**

A meeting of the West Virginia Consolidated Public Retirement Board's Accounting & Investment (A&I) Committee was held in the Consolidated Public Retirement Board's (CPRB) Legal Conference Room, 4101 MacCorkle Avenue, SE, Charleston, West Virginia. The meeting was called to order at 8:27 a.m. by Chairman Joseph Bunn.

Roll call was taken.

Committee Members present:

Joseph Bunn, Esquire, Chairman

Diana Stout, Esquire, *representing Treasurer John Perdue*

Acting Cabinet Secretary Mary Jane Pickens

Jeffrey Vallet

Members absent were:

Angela Crank

Mike McKown

Others present were:

Jeffrey E. Fleck, CPRB Executive Director

Terasa Miller, CPRB Deputy Director

Darden Greene, CPRB Chief Financial Officer

Paula Van Horn, CPRB TDC Manager

Eric Sanderson, Empower Retirement, Client Relationship Director

Chris Meadows, Empower Retirement, Outreach Officer

Michael Burroughs, Advised Asset Group (AAG), *via telephone*

A quorum was present.

Due notice had been posted.

Item #1: Approval of the October 12, 2016 Meeting Minutes

Mr. Vallet made a motion to approve the October 12, 2016 minutes. The motion was seconded by Ms. Stout. The motion carried unanimously.

Item #2: TDC Quarterly Investment Review (Michael Burroughs - AAG)

Mr. Burroughs reviewed the Teachers' Defined Contribution (TDC) Quarterly Investments through September 30, 2016 with the Committee and discussed the performance of the TDC funds. Mr. Burroughs then reviewed the Large Cap Growth search results.

**Item #3: TDC Personnel, Outreach & Reality Investing Update
(Chris Meadows - Empower)**

Mr. Meadows reported on the TDC Outreach Meetings and Reality Investing. He reported there had been 59 meetings with 857 in attendance so far this year. Mr. Meadows then reviewed the Reality Investing Statistics with the Committee. He announced as of September 30, 2016, there were 4,451 TDC participants and \$433,589,964 in total assets.

**Item #4: TDC Revenue Sharing Summary - Quarter ending 9-30-2016
(Paula Van Horn- CPRB)**

Paula Vanhorn reviewed the TDC Revenue Sharing account information for the quarter ending September 30, 2016 with the Committee. Ms. Vanhorn announced the TDC Revenue Sharing started with a balance of \$921,600.62 as of July 1, 2016 and ended with a balance of \$891,473.34 on September 30, 2016. Ms. Vanhorn announced a running total for the TDC portion of the COMPASS Computer System is \$757,923.21.

Deputy Director Terasa Miller announced that in the 4th Quarter, there will be approximately \$400,000.00 coming out of the Revenue Sharing account for the Fiscal Year 2016 Administrative Expenses. She informed the Committee there will be a large payment point that will go to Deloitte Consultants in April of next year; this will be a six-million dollar payment and the TDC portion will be approximately 4%. Staff is working on a recommendation for the Committee regarding an increase in the TDC administrative fee. Ms. Stout suggested staff look into fees based upon the 'assets under management' vs. 'flat fee'. There was discussion on the asset based fees.

**Item #5: TDC Weighted Average Returns - Quarter ending 9-30-2016
(Paula Van Horn- CPRB)**

Paula Van Horn reviewed the TDC Returns and Weighted Average Returns for the quarter ending September 30, 2016 with the Committee. Ms. Vanhorn announced TDC has \$433,665,441.00 in assets and there were 4,531 participants.

Item #6: Other Business

Chairman Bunn asked the Committee if there was any other business to bring before the Committee.

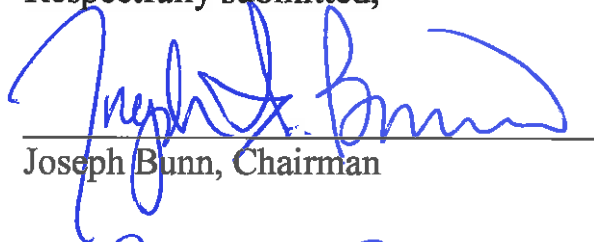
Eric Sanderson, Empower Retirement announced the Fourth Quarter and the Annual Plan Review would not be ready for the January 2017 Meeting.

Chairman Bunn asked the Committee if there was any further other business to bring before the Committee. None was heard.

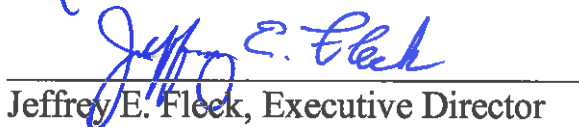
Mr. Vallet made a motion to adjourn the November 16, 2016 A&I Committee Meeting. The motion was seconded by Ms. Stout. The motion carried unanimously.

Chairman Bunn adjourned the November 16, 2016 A&I Committee Meeting at 9:00 a.m.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Joseph Bunn", written over a horizontal line.

Joseph Bunn, Chairman

A handwritten signature in blue ink, appearing to read "Jeffrey E. Fleck", written over a horizontal line.

Jeffrey E. Fleck, Executive Director