

**AGENDA**  
**ARKANSAS TEACHER RETIREMENT SYSTEM**  
**BOARD OF TRUSTEES**

**September 30, 2024**  
**10:45 a.m.**  
**1400 West Third Street**  
**Little Rock, AR 72201**

- I. **\*Call to Order/Roll Call.** page 1.
- II. **\*Adoption of Agenda.** page 2.
- III. Executive Summary. (Attachment No. 1) page 7.
- IV. Approval of Prior Meeting Minutes.
  - A. **\*June 3, 2024, Minutes.** (Attachment No. 2) page 14.
  - B. **\*June 12, 2024 Minutes.** (Attachment No. 3) page 24.
- V. Executive Director Report. (Attachment No. 4) page 27.
- VI. Report of Member Interest Waiver Under A.C.A.Sec. 24-7-205. (Attachment No. 5) page 30.
- VII. Report of Employer Penalties and Interest Waived under A.C.A. Sec. 24-7-411. (Attachment No. 6) page 31.
- VIII. **\*Board Waiver of Penalties and Interest Greater than \$1,000 in a Fiscal Year.**
  - A. **\*In Re: Employer #00172.** (Attachment No. 7) page 32.
  - B. **\*In Re: Employee #254402.** (Attachment No. 8) page 35.
- IX. Manifest Injustice.
  - A. **\*In Re: MI# 2024-004.** (Attachment No. 9) page 36.
  - B. **\*In Re: MI# 2024-005.** (Attachment No. 10) page 37.
- X. **\*Authorization to Pay Regular T-DROP Interest for Fiscal Year 2025.**

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- A. **\*Resolution 2024-30.** (Attachment No. 11) page 39.
  
- XI. **\*Authorization to Pay Post 10 year T-DROP Interest for Fiscal Year 2025.**
  - A. **\*Resoltuion 2024-31.** (Attachment No. 12) page 41.
  
- XII. **\*CBA Incentive Interest Rate on T-DROP Cash Balance Account.**
  - A. **\*Resolution 2024-32.** (Attachment No. 13) page 43.
  
- XIII. **\*Extension of ATRS CASH Program for Fiscal Year 2025.**
  - A. **\*Resolution 2024-33.** (Attachment No. 14) page 45.
  
- XIV. Investment Committee Report.
  - A. Arkansas Related and Investment Update.
    - 1. List of Fund Closings.
      - a. Baird Advisors, Core Plus Bond strategy, a fixed income strategy that seeks to outperform the Bloomberg U.S. Universal Index by investing in a diversified portfolio of fixed income opportunities, the Board authorized commitment of up to \$800 million dollars on February 5, 2024 was accepted and closed on July 1, 2024.
      - b. Carlyle Realty Partners X, LP, a real estate fund focused on multifamily, industrial, and single-family rentals, the Board authorized commitment of up to \$50 million dollars on April 15, 2024 was accepted and closed on June 28, 2024.
      - c. Enlightenment Capital Solutions Fund V, LP, a private equity fund specializing in aerospace, defense, government and technology investments, the Board authorized commitment of up to \$35 million dollars on April 15, 2024 was accepted and closed on July 25, 2024.
      - d. Kayne Anderson Real Estate Partners VII, LP, a real estate fund specializing in medical office, senior housing, and student housing, the Board authorized commitment of up to \$50 million dollars on June 3, 2024 was accepted and closed on July 17, 2024.
      - e. Macquarie GIG Energy and Climate Opportunities Fund, SCSp, a real asset fund focused on renewable energy, the Board authorized commitment of up to \$50 million dollars on June 3, 2024 was accepted and closed on August 1, 2024.

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- f. KKR Global Infrastructure Investors V, (USD) SCSp, a real asset fund specializing in communications, renewable power, midstream energy, transportation, utilities, waste, and social infrastructure assets, the Board authorized commitment of up to \$50 million dollars on June 12, 2024 with Imminent Need was accepted and closed on June 21, 2024.
    - g. Franklin Park Corporate Finance Access Fund III, LP, a private equity fund of funds specializing in smaller buyout, growth equity and turnaround funds, the Board authorized commitment of up to \$40 million dollars on June 3, 2024 was accepted and closed on July 26, 2024.
  - 2. Board Policies Report. (Attachment No. 15) page 49.
  - 3. Emerging Manager Reports for Fiscal Year Ended June 30, 2024. (Attachment No. 16) page 52.
  - 4. Proxy Voting Report for Fiscal Year Ended June 30, 2024. (Attachment No. 17) page 73.
  - 5. Update to ATRS Board Policy 4-Investment Policy. (Attachment No. 18) page 468.
  - 6. **\*Recommendation to approve for Board adoption Resolution 2024-27 authorizing an investment of up to \$100 million dollars in a promissory note to Green and Clean Power and associated entities.** (Attachment No. 19) page 482.
    - a. **\*Resolution 2024-27.** (Attachment No. 20) page 495.
  - 7. Arkansas Related Update. (Attachment No. 21) page 496.
- B. General Investment Consultant.
  - 1. Performance Report for the Quarter Ended June 30, 2024. (Attachment No. 22) page 499.
  - 2. Preliminary Performance Report for the Month Ended August 31, 2024. (Attachment No. 23) page 651.
  - 3. **\*Recommendation to approve for Board adoption Resolution 2024-28 authorizing the full redemption of the ATRS investment in Prophet Mortgage Servicing Opportunities LP.** (Attachment No. 24) page 676.
    - a. **\*Resolution 2024-28.** (Attachment No. 25) page 677.
- C. Real Assets Consultant.
  - 1. Performance Report for the Quarter Ended March 31, 2024. (Attachment No. 26) page 678.
- D. Private Equity Consultant.

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1. Preliminary Private Equity Portfolio Review for the Quarter Ended March 31, 2024. (Attachment No. 27) page 723.
2. **\*Recommendation to approve for Board adoption Resolution 2024-29 authorizing an investment of up to \$35 million dollars in The Veritas Capital Fund IX, L.P.** (Attachment No. 28) page 770.
  - a. **\*Resolution 2024-29.** (Attachment No. 29) page 774.
3. **\*Motion to approve for Board reaffirmation investment of up to \$40 million dollars in Franklin Park Venture Capital Opportunity Fund II, LP.** (Attachment No. 30) page 775.

XV. Operations Committee Report.

- A. Open Forum for Potential Rule or Law Changes by Committee Members and Board Members in Attendance.
  1. Open Forum. This is a standard part of the Committee agenda to allow Committee Members and Board Members in attendance to address topics and issues for consideration.
- B. Rules Promulgation Status Update.
- C. **\*ATRS 2025 Legislative Package.** (Attachment No. 31) page 780.
- D. **\*Update to ATRS Board Policy 2 Board Objectives.** (Attachment No. 32) page 799.
- E. Update to ATRS Board Policy 4 Investment Policy. (Attachment No. 33) page 805.

XVI. **\*Board of Trustees Disability Review.**

- A. In Re: Disability Retiree - ATRS ID#233403. (Attachment No. 34) page 819.

XVII. **\*Staff Reports.**

- A. **\*Medical Committee Reports. A total of 25 Disability Applications were approved.** (Attachment No. 35) page 822.
- B. Contract Renewals. *Curtis Carter, Chief Fiscal Officer* (Attachment No. 36) page 825.
- C. ATRS Biennial Budget Request. (Attachment No. 37) page 826.
- D. **\*Authorization to Issue Request for Qualifications for Securities Litigation and Class Action Monitoring.** *Mark White, Executive Director*
- E. **\*Recommendation - Securities Litigation Lead Plaintiff.** *Mark White, Executive Director and Jennifer Liwo, General Counsel*

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XVIII. Other Business.

XIX. **\*Adjourn.**