

MINUTES

Regular Meeting Board of Trustees

February 7, 2000

The Board of Trustees of the Arkansas Teacher Retirement System met on Monday, February 7, 2000, at 1:00 p.m. The meeting was held in the ATRS Board Room, 1400 West Third Street, Little Rock, Arkansas.

Members of the Board Present:

Charles Dyer, Chair
Betty McGuire, Vice Chair
Winfred Clardy
Hazel Coleman
Dr. Paul Fair
Jimmie Lou Fisher
John Fortenberry
Ann Harbison
Mary Harris
Lynda Hogue
Linda Parsons
Charles Vondran
Gus Wingfield

Members of the Board Absent:

Raymond Simon
Frank White

Members of the Staff Present:

Angelo Coppola, Deputy Director
Wayne Greathouse, Associate Director/Investments
Tammy Medlock, Administrative Assistant
Bill Shirron, Executive Director

Others Present:

Neilson Brown, Invesco Capital
Dennis Curtis, Merrill Lynch
Jay Gadberry, Morgan Keegan
Al Getchel, Stern Agee
Alfred Harrison, Alliance Capital
Richard Holbein, Holbein & Associates
Robert Horton, Smith Barney
Mary Sue Jacobs, Asset Consulting Services
Ben Johnson, State Street
Jackie Lyons, State Street
Shirley Matheny, Retiree
Lisa McDaniel, Regions Trust
Bobby McKee, Munder Capital
Ed Mitchell, Invesco Capital
John Moriarty, DLJ Mezzanine

Others Present (Cont'd)

Joe Rice, Alliance Capital
Andrew Richey, ICC Capital
Sam Robinson, Invesco Capital
Barry Sholum - DLJ Real Estate
Leonard Venable, Office of the State Treasurer
David Weil, DLJ Mezzanine

I. Roll Call

The minutes were recorded by Tammy Medlock of the Teacher Retirement staff.

II. Adoption of Agenda

Mrs. McGuire made a motion to adopt the agenda as amended. The motion carried.

III. Minutes of November 8-9, 1999 and Called Meeting of January 18, 2000

Ms. Harbison made a motion to approve the minutes of November 8-9, 1999, and the amended minutes of January 18, 2000. The motion carried.

Mrs. McGuire made a motion to approve the minutes of August 9-10, 1999. The motion carried.

IV. Next Regular Meeting Date(s)

The next regular meeting date(s) were tentative scheduled for May 8-9, 2000.

V. LMJ2 Co-Investment

Mrs. Fisher made a motion to approve the Investment Committee's recommendation to participate in the LMJ2 fund at a level of \$50 million. The motion carried.

VI. Consultant's Report

Ms. Harbison made a motion the board authorize the consultant to initiate a search for a small cap value manager to fund \$150-\$200 million. The motion carried.

VII. Investment Program Reports

- A. Alliance Capital - Alfred Harrison, Joe Rice
- B. DLJ Real Estate - Barry Sholum, David Weil; DLJ Mezzanine - John Moriarty
- C. State Street - Ben Johnson, Jackie Lyons
- D. ICC Capital - Andrew Richey
- E. Munder Capital - John Richardson, Sam Robinson, Bobby McKee
- F. Oppenheimer Capital - Phil Rodilloso, Paul Doane

Dr. Fair made a motion to recess until 8:30 a.m., February 8, 2000. The motion carried and the Board recessed at 5:45 p.m.

Charles Dyer, Chairman

Bill Shirron

Bill A. Shirron, Secretary to the Board

DATE