

BAY COUNTY RETIREMENT BOARD OF TRUSTEES
 AGENDA
 TUESDAY, APRIL 12, 2016 @ 1:30 P.M.
 COMMISSIONERS CHAMBERS
 515 CENTER AVENUE - 4TH FLOOR
 BAY CITY, MI 48708

PAGE	I.	CALL TO ORDER
	II.	ROLL CALL
	III.	MINUTES
1 – 6	A.	MARCH 8, 2016
	IV.	PUBLIC INPUT
	V.	PETITIONS & COMMUNICATIONS
	A.	PRESENTERS
		1:30 P.M. INTEGRITY – ADAM FRIEDMAN AND ANDREA LEISTRA
		2:00 P.M. PRUDENTIAL (PRISA) – JERRY AVERSANO
7 - 9	B.	MONTHLY REPORTS – RES NO 2016-13
	1.	PORTFOLIO VALUE - 1/1/16 - 3/31/16
	2.	CHANGE IN BOOK AND MARKET VALUE – 2/29/16
	3.	MONEY MANAGERS ON WATCH - (EFFECTIVE DATE)
	a.	NONE
	4.	MONEY MANAGER REPORTS
	a.	CORNERSTONE – ENDING 2/29/16
	b.	EAGLE ASSET MGMT - ENDING 2/29/16
	c.	HENDERSON GENEVA – ENDING 2/29/16
10 – 31	d.	HOTCHKIS & WILEY – ENDING 2/29/16
	e.	LOOMIS SAYLES - ENDING 2/29/16
	f.	MACKAY SHIELDS – ENDING 2/29/16
	g.	MFS HERITAGE TRUST – ENDING 2/29/16
	h.	MFS INVESTMENT - ENDING 2/29/16
	i.	MACKAY SHIELDS - ENDING
	5.	RECAPTURE SERVICES
32 - 47	a.	ABEL/NOSER - SUMMARY ENDING 2/29/16
	b.	CAPIS - SUMMARY ENDING Q4 2015 AND 2/2916
	6.	NORTHERN TRUST
48 – 53	a.	SUMMARY EARNINGS - ENDING 2/29/16
54.	7.	REFUNDS/RETIREMENTS ENDING 3/31/16

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- | | | |
|---------------|----|---|
| 55 - 61 | 8. | BCERS YTD BUDGET REPORT – ENDING 3/31/16 |
| 62 | 9. | INVOICES APPROVED – 3/31/16 |
| 63 – 64 | C. | NEW FEE SCHEDULE FOR PRISA AS OF JULY 1, 2016
RESOLUTION NO. 2016-14 |
| | D. | DUTY DISABILITY RETIREMENT – |
| 65 | 1. | CRYSTAL BACKUS RES NO. 2016-15
(CLOSED SESSION) |
| 66 | 2. | JAMES CHARBONNEAU RES NO. 2016-16
(CLOSED SESSION) |
| | | Motion: To go into closed session
pursuant to MCLA 15.268, Sec. 8 (h) to
consider material exempt from
discussion or disclosure by state or
federal statute. |
| 67 | E. | NON-DUTY DISABILITY APPLICATION RES NO 2016- 17 |
| | 1. | RODNEY HOLLIDAY - BMCF |
| 68 – 77 | F. | CORRESPONDENCE |
| | 1. | CORNERSTONE - UNIFICATION OF MASS
MUTUAL AFFILIATES
(MOTION TO RECEIVE) |
| | 2. | SCHRODERS – MANAGEMENT CHANGES
(MOTION TO RECEIVE) |
| | 3. | CAPIS – ANNUAL DISCLOSURE NOTICE &
ADDRESS CHANGE
(MOTION TO RECEIVE) |
| 78 | G. | INTERIM SECRETARY APPOINTMENT
(MOTION TO RECEIVE) |

VI. ANNOUNCEMENTS

- | | |
|----|--|
| A. | SPECIAL MEETING – THURSDAY, APRIL 21, 2016 AT 1:30 P.M., COMMISSION CHAMBERS 515 CENTER AVENUE 4 TH FLOOR, BAY CITY, MI 48708 |
| B. | MAPERS SPRING 2016 CONFERENCE – SUNDAY, MAY 22 TO TUESDAY, MAY 24 AT THE SOARING EAGLE IN MOUNT PLEASANT. PLEASE CONTACT KATIE MEETH TO REGISTER |

BAY COUNTY RETIREMENT BOARD OF TRUSTEES
AGENDA
TUESDAY APRIL 12, 2016 @ 1:30 P.M.
COMMISSIONERS CHAMBERS
515 CENTER AVENUE - 4TH FLOOR
BAY CITY, MI 48708

C. NEXT REGULAR MEETING -- MAY 10, 2016 AT 1:30 P.M.,
COMMISSIONERS CHAMBERS, 515 CENTER AVENUE 4TH
FLOOR, BAY CITY, MI 48708

VII. UNFINISHED BUSINESS

VIII. NEW BUSINESS

IX. MISCELLANEOUS BUSINESS

X. ADJOURNMENT

MINUTES BAY COUNTY EMPLOYEES' RETIREMENT SYSTEM BOARD OF TRUSTEES (BCERS)
MARCH 8, 2016 - **REGULAR MEETING**
PAGE 1

NOTE: In addition to these typed minutes, this board meeting was also recorded. These audio files are available for review in the Retirement Office

A meeting of the Board of Trustees was held on March 8, 2016 at 1:30 p.m. in the Commission Chambers, 4th Floor, Bay County Building, 515 Center Avenue, Bay City, Michigan. Roll call taken.

Trustees Present: Chairperson Gray, Mr. Brzezinski, Mr. Coonan, Ms. Goetz, Mr. Krygier, Mr. Pett, and Mr. Starkweather.

Trustees Absent: Mr. Gromaski and Mr. Morse

Also Present:

Consultant: The Bogdahn Group: Howard Pohl and Peter Brown.

Finance Officer: Crystal Hebert

Retirement Administrator: Katie Meeth and Rebecca Marsters

Corporation Counsel: Shawna Walraven

The meeting was called to order by Chairman, Steve Gray at 1:30 p.m.

MOTION 19: Moved, supported and carried to excuse Trustees Gromaski and Morse.

MOTION 20: Moved, supported and carried to approve the minutes as printed from the February 9, 2016, regular meeting.

Mr. Gray called for public input. There was no public input and he moved on to petitions and communications.

Present today was Clay Lindsey, from Eagle Asset Management from St. Petersburg, Florida to present the performance report. A copy was provided to all Trustees, in advance, via the web.

Eagle Asset manages about \$7.3 billion in small cap growth and close to \$2 billion in mid cap growth. There have been no changes at Eagle Asset Management since last year. He went over the team and talked about the promotion of Chris Sassouni to Portfolio Co-Manager for healthcare last year. Last year healthcare was their strongest performing sector in the portfolio.

Mr. Lindsey explained the key points of differentiation that stand out at Eagle. They track analysts' performance and hold them accountable for their performance. They do a monthly write up of all the securities they are responsible for in the portfolio. He explained what they look for in companies for investment. He talked about their investment process and that they screen for accelerating earnings growth. They also screen for insider buying.

Trustee Krygier asked about the timeframe once they see a stock is not performing well until they move on that stock. Mr. Lindsey stated it would depend if it was a cyclical industry. Once they have identified a potential problem with a cyclical stock and they believe it is necessary to sell, they will do that within a couple of days.

MINUTES BAY COUNTY EMPLOYEES' RETIREMENT SYSTEM BOARD OF TRUSTEES (BCERS)

MARCH 8, 2016 - **REGULAR MEETING**

PAGE 2

He went over the fourth quarter market overview. The Russell 2000 growth index outperformed value. For the full year, growth was down by 1.5% and value was down 7.5%. For the year-to-date, however, there was a reversal and the Russell 2000 value index was down about 0.5% and the Russell 2000 growth was down about 6.5%. The Bay County Portfolio had a little bit of outperformance in the fourth quarter. The absolute returns for the full year were relatively flat, but outperformed on a relative basis by about 145 basis points. The three and five year numbers were not what they hoped they would be. In 2013, the index was up 43% and they were up about 35% to 36%. One of the areas that hurt the most in 2013 was biotech. They made some direct changes in how they go about investing in biotech. Since they have made those changes, biotech has been one of the strongest industries in the portfolio. They are investing in a larger number of biotech names and a smaller weighting for each individual name.

Regarding performance attributions of the Portfolio, healthcare was a top performer for the quarter and also a top performer for the full year. Consumer discretionary did well for the fourth quarter, but happened to be one of the worst performers for the full year. He also went over some of the top contributors and top detractors.

Sector allocations showed there was an overweight of 6.5% in discretionary and an underweight of about 5% in tech. He stated that is about as big of a difference of overweight and underweight that you will see in their portfolio. As of yesterday, the current overweight in consumer discretionary was about 1% and underweight at about 2.5% in tech, so it is much closer in line.

Trustee Brzezinski asked how many stocks were in the portfolio. Mr. Lindsey stated they are about 99 stocks right now. He stated they were intentionally taking smaller position sizes and a greater number of positions in the biotech space for risk control. Biotech is an area with incredible growth opportunity. They want to be exposed but want to be sure they are controlling the risk.

Trustee Coonan asked if they were comparing discretionary income to 40 years ago and with today's service economy was that being factored into stock selections. Mr. Lindsey stated absolutely. They look at the growth of the last few years and projected growth for the next several years. Trustee Coonan also asked if the growth they saw in the economy was on Wall Street or Main Street. Mr. Lindsey stated unemployment has come down and wage growth is starting to accelerate for the first time in a couple of years. He also talked about the Chinese economy and the domino effect of how that impacts the U.S. directly. He spoke about how the U.S. does not have a lot of direct impact from China, but rather through transfer effect through Europe. The U.S. has a lot of investments with Europe and Europe has a lot of investment in China.

With regard to the market outlook, he stated the market outlook was written January 2, 2016 and there have been a lot of changes since then such as the Presidential election impact to biotech. China is an issue with the recession in China. He also spoke about the decline in commodity prices such as oil. The GDP growth forecast this year is about 2%, which they believe is reasonable. He stated the Fed may not continue to raise the rates at the same rate they were expected to last year. It was estimated there might be four bumps in short-term interest rates this year and they predict two bumps.

Mr. Pohl asked him what they estimate their total returns will be this year. Mr. Lindsey stated he believes there is the potential to finish the year in the green. The market has started to recover. He stated the big

question mark is the election which will be a big news driver. Hopefully they will finish in the low single digits for the year.

Mr. Lindsey answered questions of the Board and concluded his presentation.

MOTION 21: Moved, supported and carried to receive the report from Eagle.

Chairman Gray introduced Katie Meeth, the new Retirement Administrator.

RESOLUTION NO 2015- 9:

Moved, supported and carried to adopt Res. No 2016-9 to receive the following monthly reports: The Portfolio Value Ending 2/29/16 (Today's Value is \$291 million), Change in Book & Market Value -1/31/16, Money Managers on Watch - None, Money Manager Reports: Baird – Ending 12/31/15, Cornerstone - ending 1/31/16, Eagle Asset - Ending 1/31/16, Hotchkis & Wiley - Ending 131/16, Mackay Shields - Ending 1/31/16, MFS Heritage - Ending 1/31/16, MFS Investment - Ending 1/31/16, PRISA – Ending 12/31/15 (available upon request); Recapture Services: Abel/Noser - Summary Ending 1/31/16, CAPIS - Summary Ending --/16; Northern Trust Summary Earnings –1/31/16; Refunds & Retirements Ending -2/29/16; BCERS YTD Budget Report ending 2/29/16; Approved Expenses ending 2/29/16.

The next item was the Duty Disability Physician Update Form. Ms. Walraven stated in the updated Disability Retirement Policy and in the Ordinance there was not a Duty Disability Form for the Medical Director to complete. She is proposing the form that was included with today's agenda. The form includes the question about the patient's total and permanent disability being a result of causes directly related to his or her actual performance of duty while an employee. It offers an additional comments section that the Medical Director may require a specialist's opinion on this issue. She stated it was her recommendation that the Board approve this form.

RESOLUTION 2016-12:

Moved, supported and carried to approve Res. No. 2016-12 that this Board approve the use of the Duty Disability Physician Form for Duty Disability Retirements.

RESOLUTION 2016-10:

Moved, supported and carried to approve Res No. 2016-10 that this Board refer this matter to the Medical Director for the Duty Disability Retirement for James Charbonneau.

RESOLUTION 2016-11:

Moved, supported and carried to approve Res No. 2016-11 that this Board refer this matter to the Medical Director for the Duty Disability Retirement for Crystal Backus.

MOTION 22:

Moved, supported and carried to receive correspondence to Eagle, Geneva Henderson, Hotchkis & Wiley and Integrity regarding rebalance of asset

allocation.

ANNOUNCEMENTS:

- A. Next regularly scheduled meeting will be Tuesday, April 12, 2016 at 1:30 P.M. in Commissioner's Chambers, 515 Center Avenue - 4th Floor, Bay City, MI 48708.
- B. The MAPERS 2016 Spring Conference starting Sunday May 22, 2016 until noon on Tuesday, May 24, 2016 at the Soaring Eagle in Mount Pleasant. Please contact Katie to register by April 22, 2016.

UNFINISHED BUSINESS:

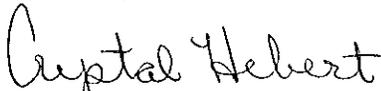
NEW BUSINESS: None

MISCELLANEOUS BUSINESS: None

ADJOURNMENT:

MOTION 23: Moved, supported and carried to adjourn the meeting at 2:13 p.m.

Respectfully submitted,



Crystal Hebert
Finance Officer/Secretary

Transcribed by: Tracy Cederquist

MEETING OF THE **BCERS** BOARD OF TRUSTEES COMMITTEE
MARCH 8, 2016

IN THE BOARD OF COMMISSIONER'S CHAMBERS, LOCATED AT 515 CENTER AVENUE, 4TH FLOOR,
 BAY CITY, MI 48708

MEETING CALLED TO ORDER BY: CHAIRPERSON STEVE GRAY 1:30P.M.

RESOLUTIONS

TRUSTEE	2016-9	2016-10	2016-11	2016-12				
BRZEZINSKI	Y	S-Y	Y	Y				
COONAN	M-Y	Y	M-Y	M-Y				
GRAY	Y	Y	Y	Y				
GROMASKI	E	E	E	E				
KRYGIER	S-Y	Y	S-Y	S-Y				
MORSE	E	E	E	E				
PETT	Y	M-Y	Y	Y				
STARKWEATHER	Y	Y	Y	Y				
GOETZ	Y	Y	Y	Y				

CODE: M - MOVED; S - SUPPORTED; Y-YEA; N-NAY; A-ABSENT; E-EXCUSED

MEETING OF THE BCERS BOARD OF TRUSTEES COMMITTEE
MARCH 8, 2016

IN THE BOARD OF COMMISSIONER'S CHAMBERS, LOCATED AT 515 CENTER AVENUE, 4TH FLOOR,
 BAY CITY, MI 48708

MEETING CALLED TO ORDER BY: CHAIRPERSON STEVE GRAY AT 1:30 P.M.

MOTIONS

TRUSTEE	19	20	21	22	23					
BRZEZINSKI	S-Y	Y	Y	Y	Y					
COONAN	Y	M-Y	Y	S-Y	S-Y					
GOETZ	Y	S-Y	Y	Y	Y					
GRAY	Y	Y	Y	Y	Y					
GROMASKI	E	E	E	E	E					
KRYGIER	Y	Y	M-Y	M-Y	M-Y					
MORSE	E	E	E	E	E					
PETT	M-Y	Y	Y	Y	Y					
STARKWEATHER	Y	Y	S-Y	Y	Y					

CODE: M - MOVED; S - SUPPORTED; Y-YEA; N-NAY; A-ABSENT; E-EXCUSED

**BAY COUNTY RETIREMENT BOARD
4/12/2016
RESOLUTION**

BY: BAY COUNTY RETIREMENT BOARD

RESOLVED By the Bay County Retirement Board that the following reports are received:

1. PORTFOLIO VALUE - 1/1/16 - 3/31/16
2. CHANGE IN BOOK AND MARKET VALUE -2/29/16
3. MONEY MANAGERS ON WATCH - NONE
4. MONEY MANAGER REPORTS
 - a. CORNERSTONE - ENDING 2/29/16
 - b. EAGLE ASSET MGMT - ENDING 2/29/16
 - c. HENDERSON GENEVA - ENDING 2/29/16
 - d. HOTCHKIS & WILEY - ENDING 2/29/16
 - e. LOOMIS SAYLES - ENDING 2/29/16
 - f. MACKAY SHIELDS - ENDING 2/29/16
 - g. MFS HERITAGE TRUST - ENDING 2/29/16
 - h. MFS INVESTMENT - ENDING 2/29/16
5. RECAPTURE SERVICES
 - a. ABEL/NOSER - SUMMARY ENDING 2/29/16
 - b. CAPIS - SUMMARY ENDING Q4 2015 AND 2/29/16
6. NORTHERN TRUST SUMMARY EARNINGS -2/29/16
7. REFUNDS/RETIREMENTS -ENDING 3/31/16
8. BCERS YTD BUDGET REPORT - ENDING 3/31/16
9. APPROVED EXPENSES - 3/31/16

STEVE GRAY, CHAIR
AND BOARD

MONTHLY REPORTS FEBRUARY

MOVED BY TRUSTEE _____
SUPPORTED BY TRUSTEE _____

TRUSTEE	Y	N	E	TRUSTEE	Y	N	E	TRUSTEE	Y	N	E
Richard Brzezinski				Steve Gray				Jon Morse			
Kim Coonan				Richard Gromaski				Matthew Pett			
Kristal Goetz				Ernie Krygier				Thomas Starkweather			

Vote Totals:
 Roll Call: Yeas _____ Nays _____ Excused _____
 Voice: Yeas _____ Nays _____ Excused _____
 Disposition: Adopted _____ Defeated _____ Withdrawn _____
 Amended _____ Corrected _____ Referred _____

RET. YEAR	BAIRD	BARINGS	CORNERSTONE	DENVER	EAGLE (RJPN)	GENEVA	HOTCHKIS & WILEY	LOOMIS SAYLES	MACKAY SHIELDS	MFS	MFS INTL	INTEGRITY	SCHRODER	COLUMBIA	VANGUARD	PRISA	CASH	TOTAL
JAN	26,283,358.90	9,549.37	8,024,589.76		9,137,770.44	19,917,122.12	8,643,010.65	35,626,684.74	12,045,416.38	31,398,773.03	24,367,024.29	18,703,644.28	25,440,447.89	27,919,505.11	28,982,907.66	10,204,968.00	2,118,603.07	288,213,358.89
FEB	26,478,995.80	9,724.10	7,983,427.70		8,466,632.78	18,428,852.58	7,745,292.91	35,982,113.89	12,118,530.94	30,801,024.66	23,447,311.75	18,310,761.32	25,295,533.05	28,067,691.20	28,943,688.36	10,492,136.00	3,590,899.69	286,130,124.50
MARCH	26,537,187.15	10,148.14	8,780,986.78		9,039,428.01	18,358,054.70	8,533,808.96	37,093,053.76	12,766,517.82	32,525,775.18	23,144,825.39	18,257,453.44	27,153,795.99	29,997,154.52	30,906,457.95	10,482,136.00	5,185,466.43	298,780,061.22
APRIL																		0.00
MAY																		0.00
JUNE																		0.00
JULY																		0.00
AUG																		0.00
SEPT																		0.00
OCT																		0.00
NOV																		0.00
DEC																		0.00
2016									14,393,993									0.00
1ST QTR																		0.00
2ND QTR																		0.00
3RD QTR																		0.00
4TH QTR																		0.00
2014 YTD	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

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Portfolio Statement

1 FEB 16 - 29 FEB 16

Account Number: E755
Account Name: FAMILY CODE FAWB765

◆ Change in Book and Market Value

	Cost	Market value	For more information
Opening balance	262,937,217.04	267,567,888.94	
Miscellaneous Cash Receipts	981.33	981.33	See funding & disbursement summary
Participant Contributions	162,586.01	162,586.01	See funding & disbursement summary
Sponsor Contributions	185,725.80	185,725.80	See funding & disbursement summary
Interportfolio Transfers In	2,500,000.00	2,500,000.00	See funding & disbursement summary
Benefit Payment Redeposits	2,980.94	2,980.94	See funding & disbursement summary
Total receipts	2,852,274.08	2,852,274.08	See funding & disbursement summary
Interportfolio Transfers Out	- 2,500,000.00	- 2,500,000.00	See funding & disbursement summary
Benefit Payments / Beneficiary Payments	- 1,394,913.25	- 1,394,913.25	See funding & disbursement summary
Total disbursements	- 3,894,913.25	- 3,894,913.25	See funding & disbursement summary
Income received	425,130.98	425,130.98	See income & expense summary, cash activity detail
Expenses paid	- 7,178.56	- 7,178.56	See income & expense summary
Unrealized gain/loss change	0.00	- 1,641,909.18	See asset summary
Realized gain/loss	516,091.38	516,091.38	See realized gain/loss summary
Accrued income change	18,544.93	18,544.93	See income & expense summary
Return of capital	- 448.04	- 448.04	See capital change detail
Closing balance	262,846,718.56	265,835,481.28	

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CORNERSTONE

PERFORMANCE HISTORY

Bay County Employees' Retirement System

U.S. REIT Strategy

**Percent Total Return
Per Period**

Time Period	2/29/2016	Portfolio		FTSE/NAREIT
		Gross	Net	Equity REIT Index
1 Month		-0.51%	-0.55%	-0.42%
YTD		-4.13%	-4.23%	-3.76%
1 Year		-3.28%	-3.86%	-3.57%
3 Year		10.12%	9.46%	8.03%
5 Year		10.46%	9.80%	9.41%
Inception (October 21, 2008)		15.28%	14.60%	13.31%



CORNERSTONE

Bay County Employees' Retirement System
U.S. REIT Strategy

February 29, 2016

Symbol	Description	Property Type	Shares	Cost	Cost Per Share	Closing Price 2/29/2016	Percentage of Portfolio	Market Value 2/29/2016	Dividend Yield
ACC	American Campus Communities In	Apartment	6,500	\$280,736	\$42.54	\$43.77	3.6%	\$288,882	3.7%
EOR	Equity Residential	Apartment	5,380	\$407,146	\$75.68	\$74.49	5.0%	\$400,756	3.0%
ESS	Essex Property Trust Inc	Apartment	1,120	\$250,904	\$224.02	\$209.28	2.9%	\$234,394	2.8%
DLR	Digital Realty Trust Inc	Data Center	4,150	\$310,099	\$74.72	\$79.07	4.1%	\$328,141	4.3%
EQIX	Equinix Inc	Data Center	830	\$240,755	\$290.07	\$303.69	3.2%	\$252,063	5.8%
DOC	Physicians Realty Trust	Healthcare	7,900	\$122,012	\$15.44	\$17.18	1.7%	\$135,722	5.2%
HCM	Welltower Inc	Healthcare	6,190	\$398,231	\$64.33	\$63.78	4.9%	\$394,798	5.2%
NHI	National Health Investors Inc	Healthcare	1,417	\$87,646	\$61.85	\$62.91	1.1%	\$89,143	5.4%
VTR	Ventas Inc	Healthcare	4,017	\$251,638	\$62.64	\$55.67	2.8%	\$223,626	5.1%
CLDT	Chatham Lodging Trust	Hotels	1,900	\$56,140	\$29.55	\$20.06	0.5%	\$38,114	6.4%
CHSP	Chesapeake Lodging Trust	Hotels	4,840	\$112,121	\$23.17	\$25.41	1.5%	\$122,984	5.9%
DRH	DiamondRock Hospitality Co	Hotels	6,690	\$87,501	\$13.08	\$8.90	0.7%	\$59,541	5.6%
FCH	FelCor Lodging Trust Inc	Hotels	18,960	\$183,458	\$9.68	\$7.40	1.8%	\$140,304	2.4%
HLT	Hilton Worldwide Holdings Inc	Hotels/Not Indexed	4,100	\$98,385	\$24.00	\$20.78	1.1%	\$85,198	0.7%
DRE	Duke Realty Corp	Industrial	9,810	\$199,230	\$20.31	\$20.68	2.5%	\$202,871	4.4%
PLD	Prologis Inc	Industrial	8,800	\$353,941	\$40.22	\$38.46	4.2%	\$338,448	4.0%
BXP	Boston Properties Inc	Office	2,970	\$313,221	\$105.46	\$114.14	4.2%	\$338,996	3.4%
HIW	Highwoods Properties Inc	Office	3,930	\$148,903	\$37.89	\$43.55	2.1%	\$171,152	3.9%
KRC	Kilroy Realty Corp	Office	4,632	\$282,773	\$61.05	\$54.27	3.1%	\$251,579	2.6%
PGRE	Paramount Group Inc	Office	14,190	\$250,710	\$17.67	\$15.12	2.7%	\$214,553	2.8%
MAC	Macerich Co/The	Regional Mall	3,500	\$276,555	\$79.02	\$79.08	3.5%	\$276,780	8.4%
SPG	Simon Property Group Inc	Regional Mall	4,348	\$512,887	\$117.96	\$189.73	10.3%	\$824,946	3.3%
TCO	Taubman Centers Inc	Regional Mall	3,720	\$283,537	\$76.22	\$70.82	3.3%	\$263,450	3.2%
EXR	Extra Space Storage Inc	Self-Storage	5,880	\$446,983	\$76.02	\$82.15	6.1%	\$483,042	2.7%
PSA	Public Storage	Self-Storage	2,400	\$556,529	\$231.89	\$249.49	7.5%	\$598,776	2.6%
AKR	Acadia Realty Trust	Shopping Centers	6,391	\$186,171	\$29.13	\$33.05	2.9%	\$211,223	3.7%
BRX	Brimor Property Group Inc	Shopping Centers	3,020	\$63,243	\$20.94	\$23.43	0.9%	\$70,759	3.9%
EQY	Equity One Inc	Shopping Centers	4,810	\$126,732	\$26.35	\$27.41	1.7%	\$131,842	3.2%
KIM	Kimco Realty Corp	Shopping Centers	8,120	\$205,590	\$25.32	\$26.75	2.7%	\$217,210	3.6%
REG	Regency Centers Corp	Shopping Centers	4,880	\$283,854	\$58.17	\$70.58	4.3%	\$344,430	2.8%
SKT	Tanger Factory Outlet Centers	Shopping Centers	4,780	\$160,993	\$33.68	\$32.08	1.9%	\$153,342	4.2%
Total Equities			98.8%	\$7,886,864				\$7,886,864	3.8%
Total Cash & Cash Equivalents			1.2%	\$96,376				\$96,376	
Total Portfolio Value			100.0%	\$7,983,241				\$7,983,241	

Bay County Employees' Retirement System - 05231100
Portfolio Style: SmallCap Growth Equity

Portfolio Summary

	Month To Date	Year To Date
Beginning Market Value	9,137,719.84	10,188,378.45
Contributions	342.61	342.61
Withdrawals	-625,030.55	-625,067.48
Dividend and Interest Income	14,646.06	17,713.74
Change in Market Value	-61,057.83	-1,114,747.19
Ending Market Value	8,466,620.13	8,466,620.13

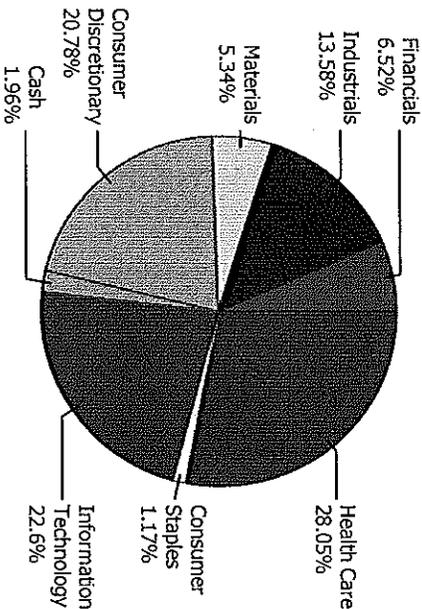
Performance Summary

	MTD	QTD	YTD	1 Year	3 Years	5 Years	Annualized Since Inception
Gross	.03	-10.29	-10.29	-11.35	6.6	7.37	12.44
Net	.03	-10.49	-10.49	-12.09	5.63	6.45	11.52
RJ20GRT ¹	-.71	-11.47	-11.47	-16.65	7.05	6.90	13.07

¹ Russell 2000 Growth Index

Performance is based on fiscal year end of portfolio

Industry Weightings



Top Ten Holdings

Security Description	Total Market Value	% of Market Value
UNIVERSAL ELECTRONICS INC	299,922.16	3.54%
MARTIN MARLETTA MATERIALS	253,435.74	2.99%
NATUS MEDICAL INC	228,198.56	2.70%
QUAKER CHEMICAL CORP	198,960.17	2.35%
JETBLUE AIRWAYS CORP	198,440.00	2.34%
GENESCO INC	197,742.06	2.34%
VAIL RESORTS INC	190,732.77	2.25%
IMPERVA INC	185,833.32	2.20%
WASTE CONNECTIONS INC	173,971.07	2.06%
BRIGHT HORIZONS FAMILY SOLUT	154,686.17	1.83%

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Henderson Geneva Capital Management
PORTFOLIO APPRAISAL
Bay County Employees' Retirement System XXXX9057 (bcers)
February 29, 2016

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Yield
COMMON STOCKs							
1,463	ACUITY BRANDS INC COM	196.88	288,029	209.43	306,396	1.7	0.2
1,875	AFFILIATED MANAGERS GRP COM	122.37	229,442	138.69	260,044	1.4	0.0
5,305	ALIGN TECHNOLOGY INC COM	30.60	162,358	66.03	350,289	1.9	0.0
8,640	AMPHENOL CORP NEW CL A	33.96	293,399	53.07	458,525	2.5	1.1
4,005	ANSYS INC COM	72.76	291,405	83.02	332,495	1.8	0.0
2,132	BARD C R INC COM	127.05	270,868	192.38	410,154	2.2	0.5
4,215	BEACON ROOFING SUPPLY INC COM	36.15	152,389	36.10	152,161	0.8	0.0
5,331	BROADRIDGE FINL SOLUTIONS INC COM	53.14	283,273	56.13	299,229	1.6	2.1
4,315	CARTER INC COM	85.78	370,133	101.63	438,533	2.4	1.3
6,624	CERNER CORP COM	40.92	271,046	51.06	338,221	1.8	0.0
5,290	CHURCH & DWIGHT INC COM	59.54	314,948	90.76	480,120	2.6	1.6
7,016	COGNIZANT TECHNOLOGY SOLUTIONS CL A	39.08	274,214	56.98	399,772	2.2	0.0
2,062	COOPER COS INC COM NEW	163.99	338,146	142.96	294,784	1.6	0.0
6,746	COPART INC COM	32.80	221,275	37.75	254,661	1.4	0.0
1,493	COSTAR GROUP INC COM	135.61	202,461	177.06	264,351	1.4	0.0
9,961	EAST WEST BANCORP INC COM	23.16	230,675	29.97	298,531	1.6	2.7
6,096	FASTENAL CO COM	46.02	280,565	45.29	276,088	1.5	2.6
5,300	FISERV INC COM	41.39	219,368	95.63	506,839	2.8	0.0
4,533	GARTNER INC COM	81.35	368,760	82.40	373,519	2.0	0.0
8,216	HAIN CELESTIAL GROUP INC COM	45.49	373,754	36.97	303,746	1.6	0.0
3,589	HUNT J B TRANS SVCS INC COM	72.41	259,881	76.29	273,805	1.5	1.2
4,265	IDEX CORP COM	52.85	225,390	75.16	320,557	1.7	1.7
3,016	IDEXX LABS INC COM	64.91	195,765	73.16	220,651	1.2	0.0
1,960	IHS INC CL A	102.21	200,328	103.99	203,820	1.1	0.0
1,658	INTERCONTINENTAL EXCHANGE INC COM	127.72	211,757	238.46	395,367	2.1	1.4
4,421	INTUIT COM	62.44	276,052	96.64	427,245	2.3	1.2
2,706	J2 GLOBAL INC COM	75.91	205,416	73.08	197,754	1.1	1.8
15,161	LKQ CORP COM	23.35	354,040	27.60	418,444	2.3	0.0
8,045	MANHATTAN ASSOCS INC COM	36.87	296,623	55.26	444,567	2.4	0.0
3,086	MAXIMUS INC COM	64.16	197,984	49.17	151,739	0.8	0.4
4,493	MIDDLEBY CORP COM	76.75	344,826	92.60	416,052	2.3	0.0
2,217	O REILLY AUTOMOTIVE INC NEW COM	87.69	194,401	260.32	577,129	3.1	0.0
1,446	PANERA BREAD CO CL A	161.26	233,178	207.20	299,611	1.6	0.0
5,242	PAREXEL INTL CORP COM	33.14	173,704	58.69	307,653	1.7	0.0
2,460	PERRIGO CO PLC SHS	149.25	367,167	126.25	310,575	1.7	0.5

Henderson Geneva Capital Management
PORTFOLIO APPRAISAL
Bay County Employees' Retirement System XXXX9057 (bcers)
February 29, 2016

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Yield
2,664	POLARIS INDS INC COM	83.79	223,229	87.91	234,192	1.3	2.5
7,042	RAYMOND JAMES FINANCIAL INC COM	53.44	376,330	43.84	308,721	1.7	1.8
5,387	RED HAT INC COM	57.20	308,159	65.35	352,040	1.9	0.0
1,810	ROPER TECHNOLOGIES INC COM	125.96	227,995	167.93	303,953	1.6	0.7
2,888	SIGNATURE BK NEW YORK N Y COM	72.85	210,386	129.55	374,140	2.0	0.0
3,699	SIRONA DENTAL SYSTEMS INC COM (Delisted 03/01/16)	71.43	264,219	109.55	405,225	2.2	0.0
2,566	SMUCKER J M CO COM NEW	93.37	239,592	127.57	327,345	1.8	2.1
1,082	SNAP ON INC COM	163.65	177,074	144.67	156,533	0.8	1.7
2,298	STERICYCLE INC COM	95.08	218,495	113.93	261,811	1.4	0.0
4,088	STERIS PLC SHS USD	75.09	306,968	64.32	262,940	1.4	1.6
3,185	TIFFANY & CO NEW COM	92.89	295,862	64.98	206,961	1.1	2.5
6,484	TRACTOR SUPPLY CO COM	46.82	303,568	84.57	548,352	3.0	0.9
3,102	TYLER TECHNOLOGIES INC COM	90.03	279,273	120.32	373,233	2.0	0.0
1,806	ULTIMATE SOFTWARE GROUP INC COM	151.72	274,013	171.76	310,199	1.7	0.0
6,317	UNDER ARMOUR INC CL A	34.40	217,278	83.69	528,670	2.9	0.0
3,633	VARIAN MED SYS INC COM	74.77	271,645	78.22	284,173	1.5	0.0
5,454	VERISK ANALYTICS INC COM	62.77	342,366	72.84	397,269	2.2	0.0
2,824	WABTEC CORP COM	47.44	133,958	70.60	199,374	1.1	0.5
3,008	WILLIAMS SONOMA INC COM	75.97	228,524	52.11	156,747	0.9	2.7
			14,071,954		17,755,308	96.4	0.6
CASH AND EQUIVALENTS							
	ACCRUED DIVIDENDS		9,277		9,277	0.1	0.0
	CASH ACCOUNT		661,237		661,237	3.6	0.0
			670,514		670,514	3.6	0.0
TOTAL PORTFOLIO			14,742,468		18,425,822	100.0	0.6

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Henderson Geneva Capital Management
PORTFOLIO APPRAISAL
Bay County Employees' Retirement System XXXX9057 (bcers)
February 29, 2016

<u>Quantity</u>	<u>Security</u>	<u>Unit Cost</u>	<u>Total Cost</u>	<u>Price</u>	<u>Market Value</u>	<u>Pct. Assets</u>	<u>Yield</u>
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The enclosed reports include account information such as asset allocation, performance, trade activity, and holdings. Please notify Henderson Geneva Capital Management ("HGCM") immediately at 414-224-6002 or MKEOperations@henderson.com if there have been any material changes related to the financial information presented.

We encourage you to compare these reports with information provided by the independent custodian for your account(s). If you are not receiving periodic statements directly from your custodian, you should notify us immediately. Please note that the market value on HGCM reports may differ from the statement provided by your custodian due to cut-off date, unsupervised assets (if applicable), pricing, or deposits/withdrawals. HGCM has no responsibility to act on any holdings designated as unsupervised holdings until instructions are received from the client. For tax purposes, refer to custodian records and consult with your tax advisor. HGCM reports should not be relied upon for tax purposes. Cost basis and gain/loss detail is provided for informational purposes only and may differ from custodian records. Please reference your custodial statement for the yield on money market fund(s). Sector information is based on data provided by Russell Index Services. Frank Russell Company is the source and owner of the Russell index data contained or reflected in this material and all trademarks and copyrights related thereto. Frank Russell is not responsible for the formatting or configuration of this material or for any inaccuracy in HGCM's presentation thereof. Past performance is not indicative of future results. One cannot invest directly in an index. This is a presentation of HGCM and contains confidential information. Unauthorized use, disclosure, copying, dissemination or redistribution is strictly prohibited. Henderson Geneva Capital Management is the name under which Geneva Capital Management LLC provides investment advisory services.

Henderson Geneva Capital Management
PERFORMANCE HISTORY
NET OF FEES
Bay County Employees' Retirement
System XXXX9057 (bcers)

From 12-31-2015 to 02-29-2016

Time Period	Percent Return Per Period		
	Total Account	Equities	Russell Midcap Growth Index
12-31-2015 to 01-31-2016	-5.72	-5.71	-7.57
01-31-2016 to 02-29-2016	-1.41	-1.47	1.57
Date to Date			
12-31-2015 to 02-29-2016	-7.04	-7.10	-6.12

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Henderson Geneva Capital Management
PERFORMANCE HISTORY
NET OF FEES
Bay County Employees' Retirement
System XXXX9057 (bcers)

From 01-17-2013 to 02-29-2016

Time Period	Percent Return Per Period		
	Total Account	Equities	Russell Midcap Growth Index
01-17-2013 to 12-31-2013	25.11	26.17	29.97
12-31-2013 to 12-31-2014	4.96	6.21	11.90
12-31-2014 to 12-31-2015	3.99	4.61	-0.20
12-31-2015 to 02-29-2016	-7.04	-7.10	-6.12
Date to Date			
01-17-2013 to 02-29-2016	26.94	30.23	36.26
Annualized	7.95	8.84	10.43

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BAY COUNTY EMPLOYEES' RETIREMENT SYSTEM

Small Cap Value Total Market Value: \$7,744,052 (1.5% Cash) Month Ended February 29, 2016

Performance Returns - Gross of Fees	Weighted Average Portfolio Characteristics		
	MTD	QTD	YTD
Portfolio - Total Return	-2.85 %	-11.93 %	-11.93 %
Russell 2000 Value Index	0.68	-6.08	-6.08
Russell 2000 Index	0.00	-8.80	-8.80
S&P 500 Index	-0.13	-5.09	-5.09

Commencement of portfolio: 12/1/03. Periods over one year are average annualized returns.

Top and Bottom Five Contributors to Performance	Trading Data		Top Ten Holdings - Total Portfolio
Avg Wgt	TR Ret	Contr.	Major Buy/Sell
Empro Inds. Inc.	3.04 %	16.66 %	0.52 %
Great Plains Energy Inc.	6.61	6.17	0.39
Sonic Automotive Inc.	2.48	11.86	0.30
WellCare Health Plans Inc.	1.57	18.28	0.27
Century Aluminum Co.	0.64	34.96	0.23
Cobalt Intl Energy Inc.	0.52 %	-29.82 %	-0.21 %
PHH Corp.	0.94	-26.14	-0.26
Rush Enterprises Inc.	3.85	-9.21	-0.34
LifePoint Health Inc.	3.41	-10.65	-0.38
Hanger Inc.	3.17	-81.54	-2.69

Performance Attribution		Russell 2000 Value		Allocation	
Avg Wgt	Equ. Ret	Avg Wgt	Equ. Ret	Sector	Stock
Materials	3.98 %	14.32 %	3.18 %	0.03	0.34
Utilities	9.62	4.01	8.55	0.00	0.32
Energy	1.96	-2.63	3.62	0.15	0.11
Telecommunication Services	0.00	0.00	0.89	-0.03	0.00
Consumer Discretionary	8.72	1.14	9.85	0.01	-0.07
Consumer Staples	0.00	0.00	3.47	-0.16	0.00
Industrials	24.23	0.50	11.47	0.20	-0.41
Financials	29.74	-2.41	43.90	0.13	-0.63
Information Technology	11.21	-2.41	10.71	0.01	-0.62
Health Care	10.55	-28.04	4.35	-0.22	-2.77
				0.12	-3.74

Returns are calculated using daily holding information, gross of fees. Performance attribution returns can differ from actual client portfolio returns due to data differences, cash flows, trading, and other activity.

performance review

february 2016

PERFORMANCE (%)

	ACCOUNT(GROSS)	BENCHMARK
Feb 16	0.94	0.81
YTD	1.17	1.17
1 Year Trailing	-1.69	-1.49
3 Year Trailing	2.58	2.11
5 Year Trailing	5.31	4.57
1/31/97 - 2/29/16 Annualized	6.65	6.03

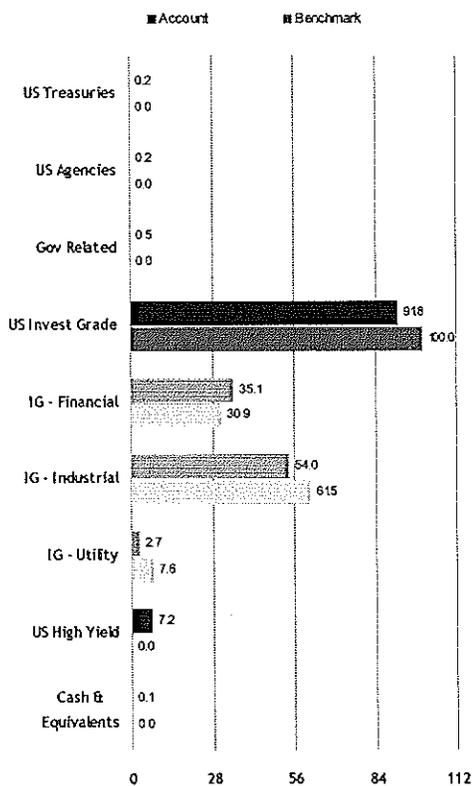
MARKET VALUE

\$35,964,621

CHARACTERISTICS

Effective Duration	7.14 years	7.06 years
Average Maturity	10.62 years	10.44 years
Yield	3.79%	3.56%
Average Quality	Baa1	Baa1

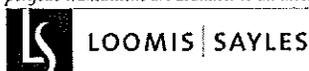
SECTOR ANALYSIS AT FEBRUARY 29, 2016 (%)



QUALITY ANALYSIS AT FEBRUARY 29, 2016 (%)



The current benchmark is Barclays U.S. Corporate Investment Grade. (1) Citigroup Broad Inv-Grade (BIG) from 1/31/1997 to 6/30/1999; Barclays Credit from 6/30/1999 to 2/29/2012; and Barclays U.S. Corporate Investment Grade from 2/29/2012 to 2/29/2016. For split rated securities in the quality distribution, the higher of Moody and S&P is used. The account's split rating treatment is based on client guidelines. The benchmark follows the vendor's methodology. Equity securities are deemed to have a duration and maturity value of zero. Yield is Yield to Effective Maturity. Data Source: Barclays Capital, Bloomberg. This report is a service provided to customers of Loomis Sayles for informational purposes and is not a recommendation to purchase or sell securities. Unless otherwise noted, the performance shown is gross of management fees. Past performance is not a guarantee of future results. Loomis Sayles believes the information contained in this report is reliable but we do not guarantee its accuracy. Additional information on portfolio holdings, portfolio attribution and portfolio transactions are available to all investors upon request.



performance review

february 2016

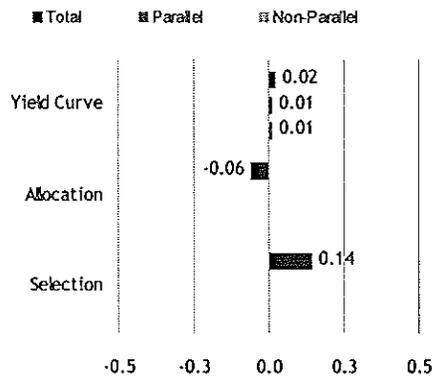
CURRENT MONTH TOTAL RETURNS (%)

Account Return	0.94
Benchmark Return	0.81
Excess Return	0.13

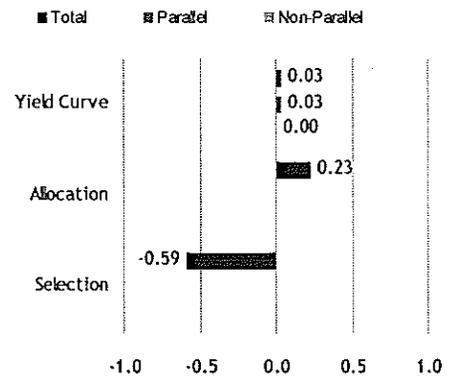
TRAILING YEAR TOTAL RETURNS (%)

Account Return	-1.69
Benchmark Return	-1.49
Excess Return	-0.20

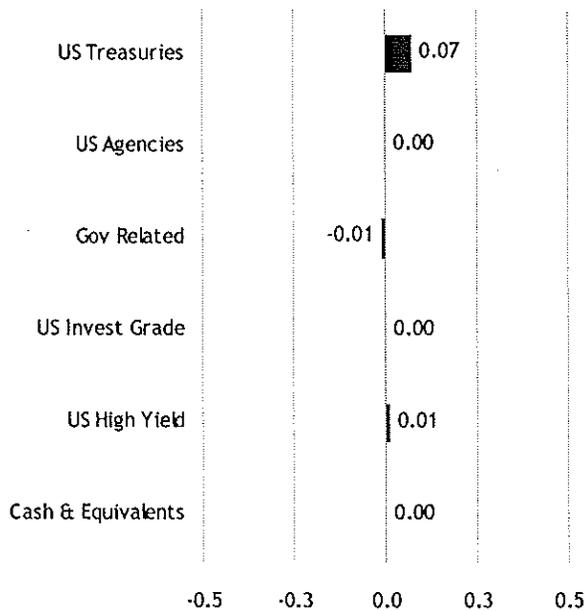
CURRENT MONTH EXCESS RETURN ATTRIBUTION (%)



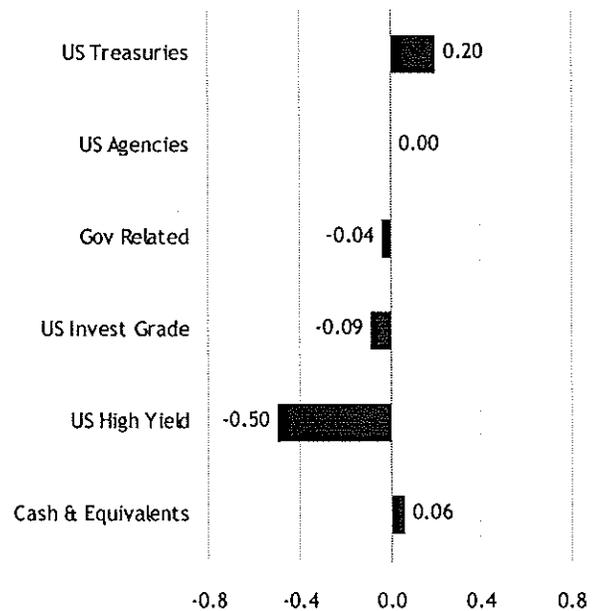
TRAILING YEAR EXCESS RETURN ATTRIBUTION (%)



EXCESS RETURN ATTRIBUTION BY SECTOR (%)



EXCESS RETURN ATTRIBUTION BY SECTOR (%)



The Attribution benchmark is Barclays U.S. Corporate Investment Grade. Figures on bar charts may not add up to total excess return as they exclude impact of trading and pricing differences. Attribution account returns are gross of fees. Excess Return by sector excludes yield curve impact. Data Source: Barclays Capital

BAY COUNTY EMPLOYEES RETIREMENT SYSTEM



Portfolio Composition and Performance — Account 1256
 February 29, 2016

Composition	Market Value	Percent of Total
Fixed Income	9,539,075	78.44
Equity	1,823,584	15.00
Cash & Equivalents	798,000	6.56
Total Portfolio	\$12,160,659	100.00%

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Performance	Latest Month	Latest 3 Months	Year To Date	Latest 12 Months	3 Years Annualized	5 Years Annualized	Since 10/1/2003	Annualized Since 10/1/2003
CUSTOM BENCHMARK I	0.25%	-7.82%	-5.93%	-10.76%	7.06%	5.77%	69.68%	4.35%
CUSTOM BENCHMARK II	0.25%	-7.82%	-5.93%	-10.48%	5.93%	N/A	N/A	N/A

Expressed in USD
 Note: Custom Benchmarks consist of BofAML All Conv (Inc Mand) since 8/31/15. Previously, (I) was BofAML Conv Inv Grade Bds (Inc Mand) Index and (II) was BofAML Conv Inv Grade Bds (Inc Mand) 5% Cap Index.
 Past performance is not indicative of future results.

BAY COUNTY EMPLOYEES RETIREMENT SYSTEM



Summary Report — Account 1256
 February 29, 2016

	Total Cost	Percent at Cost	Yield at Cost	Market Value	Percent of Assets	Yield at Market	Annual Income
Bonds	9,653,799	84.49	1.40	9,502,033	78.14	1.42	135,200
Stocks	1,772,476	15.51	0.61	1,818,200	14.95	0.60	10,820
Cash & Equivalents	0	0.00		798,000	6.56	0.00	0
Accrued Income				42,426	0.35		
Total Portfolio	\$11,426,274	100.00%	1.28	\$12,160,659	100.00%	1.20	\$146,020

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Bay County Employees' Retirement System

MFS[®] Heritage Trust Company CIT - MFS International Growth Fund
(Class 1 Shares)



Performance results (%) class 1 shares net of expenses (USD)	Portfolio	Benchmark ^A	Excess returns
February 2016	-1.29	-1.26	-0.03
2016 YTD	-5.09	-7.35	2.26
1 year	-9.58	-13.62	4.04
Since client inception (06-Aug-14)	-5.37	-8.08	2.71

Source for benchmark performance: SPAR, FactSet Research Systems Inc.

All periods greater than one year are annualized.

Past performance is no guarantee of future results.

For periods prior to the inception date of a unit class, performance information shown for such class is based on the performance of an older class of units that dates back to the Fund's inception, as adjusted to reflect differences in fees paid and expenses incurred by the newer class.

Net of expenses performance does not include management fees.

^A MSCI All Country World (ex-US) Growth Index (net div)

Performance results reflect any applicable expense subsidies and waivers in effect during the periods shown. Without such subsidies and waivers the fund's performance results would be less favorable. All results are historical and assume the reinvestment of dividends and capital gains.

Asset summary (USD)

Beginning value as of 31-Jan-16	23,447,311
Contributions	0
Withdrawals	0
Change in market value	-302,686
Ending value as of 29-Feb-16	23,144,624

Characteristics	Portfolio	Benchmark ^{AA}
IBES long-term EPS growth ¹ - weighted median	9.4%	10.1%
Price/earnings (12 months forward ex-negative earnings) - weighted median	18.0x	17.3x
Return on invested capital - weighted median	13.0%	10.8%
Market capitalization (USD) ²	30.0 bn	24.1 bn
Number of holdings	83	1,059
Trailing 1 year turnover ³	24%	-
Barra predicted tracking error ⁴	2.97%	-

¹ Source: Thomson Reuters

² Weighted median.

³ (Lesser of Purchase or Sales)/Average Month End Market Value

⁴ Source: Barra

No forecasts can be guaranteed.

Top 10 issuers

Top 10 issuers	Sector
ROCHE HOLDINGS AG	Health Care
NESTLE SA	Consumer Staples
DANONE	Consumer Staples
ACCENTURE PLC	Special Products & Services
TAIWAN SEMICONDUCTOR MANUFACTURING COMPANY LIMITED	Technology
COMPASS GROUP EQUITY	Special Products & Services
LVMH MOET HENNESSY	Retailing
NOVARTIS AG	Health Care
PERNOD-RICARD	Consumer Staples
AIA GROUP LTD	Financial Services

Sectors (%)	Portfolio	Benchmark ^{AA}
Consumer Staples	20.3	15.8
Health Care	15.6	12.4
Financial Services	10.7	14.1
Technology	10.1	11.8
Special Products & Services	9.6	4.7
Industrial Goods & Services	8.3	5.2
Basic Materials	7.8	5.4
Retailing	6.8	7.7
Leisure	4.8	4.8
Transportation	2.5	4.5
Autos & Housing	0.9	5.6
Energy	0.9	1.3
Utilities & Communications	0.7	6.7

Regions (%)	Portfolio	Benchmark ^{AA}
Europe ex-U.K.	49.1	35.6
United Kingdom	17.8	12.1
Emerging Markets	9.5	20.4
North America	8.5	6.2
Japan	7.8	16.8
Asia/Pacific ex-Japan	4.8	8.4
Developed - Middle East/Africa	1.5	0.5
0.9% Cash & cash equivalents		

FOR EXISTING INSTITUTIONAL CLIENT USE ONLY.

MFS Heritage Trust Company

^{AA} MSCI All Country World (ex-US) Growth Index

FOR MORE INFORMATION CONTACT

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PSR-HTG-23-Feb-16

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Bay County Employees' Retirement System
MFS® Heritage Trust Company CIT - MFS International Growth Fund
Class 1 Shares
Report as of 29 February 2016

Performance results (%) class 1 shares net of expenses (USD)

Period	Portfolio net	Benchmark ^a	Excess ^{aa}
February	-1.29	-1.26	-0.03
January	-3.85	-6.17	2.32
2016 YTD	-5.09	-7.35	2.26
1 year	-9.58	-13.62	4.04
Since client inception (06-Aug-14)	-5.37	-8.08	2.71

Source for benchmark performance: SPAR, FactSet Research Systems Inc.

All periods greater than one year are annualized.

Past performance is no guarantee of future results.

For periods prior to the inception date of a unit class, performance information shown for such class is based on the performance of an older class of units that dates back to the Fund's inception, as adjusted to reflect differences in fees paid and expenses incurred by the newer class.

Net of expenses performance does not include management fees.

^a MSCI All Country World (ex-US) Growth Index (net div)

^{aa} Excess return net vs benchmark (%)

FOR EXISTING INSTITUTIONAL CLIENT USE ONLY.
MFS Heritage Trust Company



MFS HERITAGE TRUST COMPANYSM
 111 Huntington Avenue, Boston, Massachusetts 02199

MFS HERITAGE TRUST COMPANY

Account Statement
 02/01/2016 - 02/29/2016
 Page 1 of 2

Registration: BAY COUNTY EMPLOYEES' RETIREMENT SYSTEM
 (BCERS)

Account Number: 193

PETER BROWN
 C/O THE BOGDAHN GROUP
 5000 ROCKSIDE RD, STE 320
 INDEPENDENCE, OH 44131

Account Summary - Period

Fund Name	02/29/2016 NAV	Beginning Market Value	Period Purchases	Period Redemptions	Ending Units	Ending Market Value
MFS INTERNATIONAL GROWTH FUND CL 1	\$116.99	\$23,447,310.57	\$0.00	(\$0.00)	197,834.210	\$23,144,624.23
Account Total		\$23,447,310.57				\$23,144,624.23

Account Summary - YTD

Fund Name	YTD Purchases	YTD Redemptions	Account Inception
MFS INTERNATIONAL GROWTH FUND CL 1	\$0.00	(\$0.00)	08/06/14

193 BAY COUNTY EMPLOYEES' RETIREMENT SYSTEM

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MFS HERITAGE TRUST COMPANYSM
111 Huntington Avenue, Boston, Massachusetts 02119

MFS HERITAGE TRUST COMPANY

Account Statement
02/01/2016 - 02/29/2016
Page 2 of 2

Transaction History

Trade Date	Transaction Type	Gross Amount	Net Amount	NAV	Transaction Units	Total Units
MFS INTERNATIONAL GROWTH FUND CL 1						
--- There are no transactions for this section ---						

Message

Please contact your MFS relationship team for any questions regarding your account statement or transaction confirm.

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Valuation Summary by Country

29-Feb-16

Portfolio Currency: USD

Issuer Country	Cost	Market Value	Accrued Income	Total Value	Total Value
CASH					
United States	802,086.84	802,086.84	0.00	802,086.84	2.60%
	802,086.84	802,086.84	0.00	802,086.84	2.60%
COMMON STOCK					
Canada	252,829.65	175,119.55	0.00	175,119.55	0.57%
United States	23,231,117.01	29,510,119.21	19,960.57	29,530,079.78	95.87%
	23,483,946.66	29,685,238.76	19,960.57	29,705,199.33	96.44%
ADR					
France	303,454.67	293,381.34	0.00	293,381.34	0.95%
	303,454.67	293,381.34	0.00	293,381.34	0.95%
Portfolio Totals:	24,589,468.17	30,780,706.94	19,960.57	30,800,667.51	100.00%
Accrued Income:			19,960.57		
Total Value:				30,800,667.51	

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This report contains trade date position values, calculated by MFS. This is not the official book of record for the account. Cash is a net cash balance comprised of cash on deposit, and payables and receivables that have not settled.



Bay County Employees' Retirement System - Growth Equity

BCS

Valuation Summary

	29-Feb-16	Portfolio Currency: USD	
	Cost	Market Value	Accrued Income
CASH	802,086.84	802,086.84	0.00
COMMON STOCK	23,483,946.66	29,685,238.76	19,960.57
ADR	303,454.67	293,381.34	0.00
	24,589,488.17	30,780,706.94	19,960.57
	Accrued Income:	19,960.57	
	Total Value:	30,800,667.51	

This report contains trade date position values, calculated by MFS. This is not the official book of record for the account. Cash is a net cash balance comprised of cash on deposit, and payables and receivables that have not settled.

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Bay County Employees' Retirement System
 Growth Equity
 Report as of 29 February 2016

Performance results (%) gross and net of fees (USD)				
Period	Portfolio gross	Portfolio net	Benchmark ^A	Excess ^A
February	-1.81	-1.86	-0.04	-1.82
January	-5.09	-5.14	-5.58	0.44
2016 YTD	-6.81	-6.90	-5.62	-1.28
1 year	-4.29	-4.86	-5.05	0.19
3 year	12.74	12.07	12.54	-0.47
Since client inception (04-Sep-12)	14.06	13.37	12.62	0.75

Source for benchmark performance: SPAR, FactSet Research Systems Inc.

All periods greater than one year are annualized.

Past performance is no guarantee of future results.

^A Russell 1000 Growth Index

^A Excess return net vs benchmark (%)

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MFS Institutional Advisors, Inc.



>AbelNoser Corp.
 One Battery Park Plaza,
 New York, NY 10004-1405
 phone:646.432.4000 800.322.2610
 fax: 212.363.7571
 website: www.abelnoser.com>

Ms. Crystal Herbert
 Bay County Financial Officer
 Bay County Retirement System
 515 Center Avenue
 Suite 701
 Bay City, MO 48708

Date 3/15/2016
 Page 1 of 2

Commission Program Review
 Rep: MARY DAVIDSON

Month Summary: BAY COUNTY EMPLOYEES RETIREMENT SYSTEM

Period: February 1, 2016 To February 29, 2016

	<u>February 2016</u>	<u>Year To Date</u>
Opening Balance:	\$0.00	\$0.00*
Commission:	\$73.17	\$104.17
Credit:	\$0.00	\$0.00
Payments:	\$0.00	\$0.00
Adjustments:	\$0.00	\$0.00
Ending Balance:	\$0.00	\$0.00

**Previous Year's closing balance*

Manager Commission Summary

	<u>February 2016 Commission</u>	<u>February 2016 Credit</u>	<u>Year to Date Commission</u>	<u>Year to Date Credit</u>
HOTCHKIS & WILEY	\$73.17	\$0.00	\$104.17	\$0.00
Total:	\$73.17	\$0.00	\$104.17	\$0.00

Are you considering making a portfolio change soon? Contact your Abel Noser representative or Transitions@abelnoser.com for information about our Transition Service which was rated #1 in the 'Overall Service' category in the 2013 aiCIO Global TM Survey.

In order to comply with ERISA; It is our understanding that the monies disbursed from your commission recapture account are for the exclusive benefit of the plan's participants and their beneficiaries. Please contact us if you see there are any exceptions to this compliance.



>AbelNoser Corp.
 One Battery Park Plaza,
 New York, NY 10004-1405
 phone:646.432.4000 800.322.2610
 fax: 212.363.7571
 website: www.abelnoser.com>

Date 3/15/2016

Page 2 of 2

Commission Program Review
 Rep: MARY DAVIDSON

Trade Details: BAY COUNTY EMPLOYEES RETIREMENT SYSTEM

Period: February 1, 2016 To February 29, 2016

Account: 1122-BAY COUNTY EMPL RET SYSTEM/ HOTCHKIS EAN71916

<u>trade date</u>	<u>side</u>	<u>ticker</u>	<u>security description</u>	<u>share</u>	<u>commission</u>	<u>credit</u>	<u>cumulation</u> <u>credit</u>
02/08/16	S	NORN	NORANDA ALUM HLDG CORP COM NEW	7,672	\$7.67	\$0.00	\$0.00
02/08/16	B	SLM	SLM CORP COM	500	\$5.00	\$0.00	\$0.00
02/09/16	B	SLM	SLM CORP COM	800	\$8.00	\$0.00	\$0.00
02/10/16	B	ODP	OFFICE DEPOT INC COM	3,500	\$17.50	\$0.00	\$0.00
02/11/16	B	ON	ON SEMICONDUCTOR CORP COM	1,500	\$15.00	\$0.00	\$0.00
02/17/16	S	GEO	GEO GROUP INC NEW COM	100	\$1.00	\$0.00	\$0.00
02/23/16	S	HSC	HARSCO CORP COM	100	\$1.00	\$0.00	\$0.00
02/24/16	S	HSC	HARSCO CORP COM	1,000	\$10.00	\$0.00	\$0.00
02/24/16	B	MATX	MATSON INC COM	800	\$8.00	\$0.00	\$0.00
Account Total:				15,972	\$73.17	\$0.00	
Grand Total:				15,972	\$73.17	\$0.00	

Commission Management

Brokerage Allocation & Commission Recapture Reports

Report Summary

Designed to provide transparency, the Brokerage Allocation & Commission Recapture Reports are a year-to-date summary of commission activity based upon data provided by the custodian. The custodial information is combined with commission recapture data to create a unique look at the brokerage allocation decisions by your investment managers.

Commission Recapture Reports

A discounting mechanism for commissions, Commission Recapture generally provides a direct benefit to the fund participants.

Directed Commission Summary (Recapture Tab)

The primary accounting document for Commission Recapture activity, your Directed Commission Summary itemizes recapture participation by fund and/or manager. The amount of Recapture Redeemed is the money you saved through your commission recapture program. It is important to note that the Directed Commission Summary is not your official accounting statement from CAPIS.

Brokerage Allocation Summary (Summary Tab)

USD and Non-USD trading statistics combined in one report, the Brokerage Allocation Summary provides the average commission rates net of recapture and the brokerage allocation stats across all equity trading markets. In certain instances, the estimated softresearch commissions may be used to meet disclosure obligations.

Brokerage Allocation Reports

Combining custody transaction data with commission recapture participation, the Commission Analysis Reports provide the necessary information to monitor brokerage allocation and commission rates.

USD Commission Analysis (Domestic Tab)

The USD Commission Analysis Report provides the average commission rate, the average commission rate net of recapture and the allocation of commissions on USD transactions in three general areas: 1) Discount; 2) Recapture; and 3) Research Commissions. For a detailed description of these allocation categories, please refer to "Terminology & Definitions" on page three.

Non-USD Commission Analysis (International Tab)

The Non-USD Commission Analysis Report provides the average commission rate, the average commission rate net of recapture and the allocation of commissions on Non-USD transactions in three general areas: 1) Discount; 2) Recapture; and 3) Research Commissions. For a detailed description of these allocation categories, please refer to "Terminology & Definitions" on page three.

Manager Scorecards

Summarizing the Brokerage Allocation & Commission Recapture Reports for each manager, the Manager Scorecards provide the CAPIS statistics in a manager specific report. It is important to recognize that the first page of each Manager Scorecard itemizes the manager's totals and the following page(s) itemize the data for each fund/strategy managed.

For more information regarding the terminology and statistical data in these reports, please refer to page 3 of this narrative.

Using the CAPIS Reports

Accounting & Management

Directed Commission Summary

The primary accounting document for commission recapture benefits, the Directed Commission Summary can be used to record the shareholder benefits in your accounting documents. The most common accounting methods are to increase Net Realized Gains or report as Fees Paid Indirectly.

Manager Communication

Manager Scorecards

The Manager Scorecards (Scorecards tab) are designed to assist in the communication of Brokerage Allocation and Execution Analysis statistics to your investment managers. Sent on a quarterly basis, these reports should enhance overall performance relative to the CAPIS Universe.

Board Review

Cost Savings

The quarterly Directed Commission Summary (Recapture tab) can be used to demonstrate the cost savings achieved by the Commission Recapture Program. This report helps the Board recognize the efforts of the staff to reduce expenses borne by the funds.

Execution Analysis

Monitoring Best Execution

The Manager Comparison (Managers tab) provides a one-page summary of your managers' execution quality with an easy to use 1-4 ranking system. We often suggest that Boards request additional information from any manager that receives a Group 4 rating in three of the past 4 quarters.

Investment Manager	P&L (%)	CAPIS Ratings			
		Q4 20xx	Q3 20xx	Q2 20xx	Q1 20xx
Manager A	0.146%	1	2	4	2
Manager B	0.021%	2	3	1	2
Manager C	-0.037%	2	2	3	4
Manager D	-0.069%	3	4	2	3
Manager E	-0.022%	4	3	4	2

For more information about the Execution Analysis reports, please refer to the narrative following the Execution Analysis Report tab.

Brokerage Allocation & Commission Analysis

Managing your Commission Recapture program is simplified by the Brokerage Allocation Summary (Summary tab) and the USD and International Commission Analysis (Domestic & International tabs) Reports. CAPIS will use these reports to identify opportunities for increased participation rates and appropriate follow up calls.

Annual Due Diligence

The Manager Scorecards (Scorecards tab) provide the information needed to review Brokerage Allocation and Execution Analysis results with your investment managers during annual reviews.

Commission Rates & Use of Research Commissions

Using the USD & International Commission Analysis (Domestic & International tabs), Boards are able to monitor commission rates and brokerage allocation. In addition to commission rate prior to and net of commission recapture, these reports provide a unique estimate of research commissions. All statistics are easily compared to the Fund Family totals and the CAPIS Universe.

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Reading the Reports

Terminology & Definitions

Directed Commission Summary

Recapture Allocation: Amount set aside for recapture by the funds
Redeemed Recapture: Amount wired to the fund for recapture

USD & Non-USD Commission Analysis

Average Commission Net Recapture: Average rate after recapture

Discount Commissions

USD Transactions:

Transactions executed at a rate below \$.02 per share are identified as "Discount" transactions and generally do not include a portion for research.

Non-USD Transactions:

Transactions executed at a rate of 8 basis points or below in developed markets and 12 basis points or below in emerging markets are identified as "Discount" transactions and generally do not include a portion for research.

Estimated Soft/Research Commissions

Commissions paid at rates greater than the "Discount" threshold and not directed for commission recapture are assumed to be paid to brokers that provide research and brokerage services within the scope of Section 28(e) of the Securities and Exchange Act of 1934.

Common components of Soft/Research Commissions:

- Traditional Research Third Party Research
- CSA & CCA Services Access to Liquidity

Understanding the Need for Soft/Research Commissions

The following factors may affect a manager's need for soft/research commissions and may be useful to consider when evaluating commission rates and soft/research percentages:

- Assets Under Management Turnover Rate
- Active vs. Passive Style Mandate
- Quantitative vs. Qualitative Cap Mandate
- Trading Methodology Market Mandate

CAPIS Manager Universe

For the fourth quarter 2015, the CAPIS universe is based upon 4,711 individual manager observations, 1,549,787 transactions and approximately \$396 billion in traded securities.

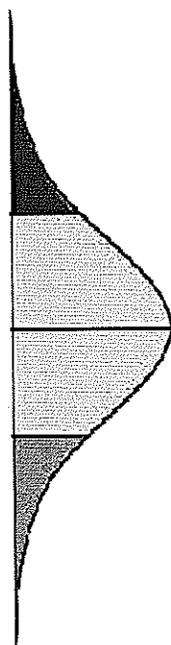
CAPIS Universe: Commission Range

Commission Rate Statistics

Using a bell curve approach, CAPIS provides the average commission rate and standard deviation of commission rates for both USD and Non-USD transactions. These statistics can be used to identify outliers.

USD Commission Rates (CPS)

Volume Weighted Average: 1.98 CPS
 Average Manager Observations: 2.21 CPS
 Standard Deviation of Manager Observations: 1.14 CPS



Non-USD Developed Markets Commission Rates (BPS)

Volume Weighted Average: 9.06 BPS
 Average Manager Observations: 10.28 BPS
 Standard Deviation of Manager Observations: 6.08 BPS



Non-USD Emerging Markets Commission Rates (BPS)

Volume Weighted Average: 14.68 BPS
 Average Manager Observations: 15.58 BPS
 Standard Deviation of Manager Observations: 8.15 BPS



2015 Directed Commission Summary
Bay County Employees' Retirement Pension Plan
As of December 31, 2015

Investment Manager	Beginning Balance	Commission		Recapture Allocation		Redeemed Recapture		Balance
		December	YTD	December	YTD	December	YTD	
Columbia Threadneedle Investments	\$ 173.60	\$ 334.98	\$ 1,590.79	\$ 177.01	\$ 837.83	\$ 173.60	\$ 920.07	\$ 177.01
Eagle Asset Management	\$ -	\$ -	\$ 300.68	\$ -	\$ 140.22	\$ -	\$ 261.59	\$ -
Geneva Capital Management LLC	\$ 353.60	\$ -	\$ 2,451.84	\$ -	\$ 1,836.14	\$ 353.60	\$ 1,836.14	\$ -
MFS Investment Management	\$ -	\$ -	\$ 239.98	\$ -	\$ 176.83	\$ -	\$ 176.83	\$ -
	\$ 527.20	\$ 334.98	\$ 4,583.29	\$ 177.01	\$ 2,991.02	\$ 527.20	\$ 3,194.63	\$ 177.01

This is not your official statement from CAPIS. For detailed transaction information, please see your monthly CAPIS statement for each individual fund.



2015 Brokerage Allocation Summary
Manager Level
Bay County Employees' Retirement Pension Plan
As of December 31, 2015

Investment Manager	Total Commission*	Net Commission Rates & Percent of Total			Plan Sponsor Benefit			Estimated Research/Soft
		Domestic (GPs)	Developed (BPs)	Emerging (BPs)	Discount	Commission Recapture	Research/Soft	
Columbia Management Investment Advisors	\$ 9,632	\$ 0.020 100%	-	-	\$ 73	\$ 1,591	\$ 7,969	83%
Cornerstone Capital	\$ 17,002	\$ 0.029 100%	-	-	241	-	16,762	99%
Eagle Asset Management	\$ 7,565	\$ 0.019 100%	-	-	1,368	301	5,896	78%
Geneva Capital Management	\$ 5,594	\$ 0.025 100%	-	-	20	2,452	3,122	56%
Hotchkis & Wiley	\$ 7,938	\$ 0.017 100%	-	-	2,025	-	5,914	74%
Integrity	\$ 30,064	\$ 0.038 100%	-	-	-	-	30,064	100%
Mackay Shield	\$ 441	\$ 0.034 100%	-	-	-	-	441	100%
MFS Investment Management	\$ 10,115	\$ 0.019 100%	-	-	3,780	240	6,095	60%
	\$ 88,353	\$ 0.025 100%	-	-	\$ 7,506	\$ 4,583	\$ 76,263	86%
CAPIS Universe								
Domestic		\$ 0.019						65%
Developed			8.9					67%
Emerging				14.5				80%
					Discount	Recapture	Research/Soft	
					26%	9%	65%	
					28%	4%	67%	
					18%	2%	80%	

This information is based upon transactional data provided to CAPIS by the custodian of the fund. CAPIS is not responsible for the accuracy of the data.

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2015 USD Commission Analysis
Bay County Employees' Retirement Pension Plan
As of December 31, 2015

Investment Manager	Trading Statistics				Plan Sponsor Benefit		Estimated Soft/Research Commission	
	USD Commission	Total Shares	Average Commission	Average Net Recapture	Discount	Commission Recapture	Commission	Commission
Columbia Management Investment Adviso	\$ 9,632	441,229	\$ 0.022	\$ 0.020	\$ 73	\$ 1,591	\$ 7,969	83%
Comerstone Capital	\$ 17,002	593,399	\$ 0.029	\$ 0.029	\$ 241	\$ -	\$ 16,762	99%
Eagle Asset Management	\$ 7,565	394,522	\$ 0.019	\$ 0.019	\$ 1,368	\$ 301	\$ 5,896	78%
Geneva Capital Management	\$ 5,594	149,805	\$ 0.037	\$ 0.025	\$ 20	\$ 2,452	\$ 3,122	56%
Hotchkis & Wiley	\$ 7,938	470,471	\$ 0.017	\$ 0.017	\$ 2,025	\$ -	\$ 5,914	74%
Integrity	\$ 30,064	783,169	\$ 0.038	\$ 0.038	\$ -	\$ -	\$ 30,064	100%
Mackay Shield	\$ 441	12,986	\$ 0.034	\$ 0.034	\$ -	\$ -	\$ 441	100%
MFS Investment Management	\$ 10,115	534,840	\$ 0.019	\$ 0.019	\$ 3,780	\$ 240	\$ 6,095	60%
CAPIS Universe	\$ 88,353	3,380,421	\$ 0.026	\$ 0.025	\$ 7,506	\$ 4,583	\$ 76,263	86%

Report Definitions:

Discount: Transactions executed at a commission below 2.0 cents per share and not directed for commission recapture.

Commission Recapture: Transactions executed through the fund's commission recapture program whereby a portion of the commission is returned directly to the fund.

Est. Soft/Research Commission: Transactions executed at a commission greater than or equal to 2.0 cents per share and not directed for commission recapture. As long as the value of the "brokerage and research services" is reasonable, in relation to the amount paid for such services, the practice of paying more than the lowest commission may be permissible and in accordance with Section 28(e) of the Securities and Exchange Act of 1934. According to the SEC, research services may include third party research and/or proprietary research.

This information is based upon transactional data provided to CAPIS by the custodian of the fund. CAPIS is not responsible for the accuracy of the data.

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Execution Analysis

prepared for

Bay County Employees' Retirement Pension Plan

Fourth Quarter 2015

October 1 - December 31



Client Contact:
Jon Lantz
Vice President
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jlantz@capis.com
1-800-247-6729



Execution Analysis

Executive Summary

Fourth Quarter Performance

Total P&L versus VWAP: -6 Basis Points

Best Execution: For the fourth quarter 2015 the mean observation of Total P&L versus VWAP for the CAPIS universe of managers was -2.94 bps with a standard deviation of 13.01 bps. Given the client's total P&L versus VWAP of -6 bps, our statistical analysis concludes that the fourth quarter 2015 results are consistent with the quantitative measurement of best execution used by CAPIS.

Highest Performing Managers
In the fourth quarter of 2015 one manager recorded first group results.

Hotchkis & Wiley: With a PL vs VWAP of 34 bps, Hotchkis & Wiley was ranked in the first group, up from -6 bps in the previous quarter.

Lowest Performing Managers
In the fourth quarter of 2015 one manager recorded fourth group results.

Eagle Asset Management: With a PL vs VWAP of -33 bps, Eagle Asset Management was ranked in the fourth group, down from 3 bps in the previous quarter.

Commissions Analyzed - 99.8%

Of the total commissions received (\$17,484), 99.80% were analyzed. The remaining 0.20% was excluded for reasons including, but not limited to, trades not within the high-low range of the given trade date and unidentifiable security IDs.

Volume Weighted Average Price (VWAP)

Overview of VWAP

VWAP is the volume weighted average price of all transactions in a particular stock during a particular period. The most common use for this statistic is to compare a given day's VWAP to the reported execution price received in the market on that day. Theoretically, if a buyer or seller participates in the market throughout the day, the reported execution price should be very close to the VWAP.

Advantages of VWAP Analysis

As a result of the unbiased nature of this statistic, VWAP provides the money management and brokerage community with a definable measure by which to compare execution prices with the available market. VWAP analysis is one of the most understandable and usable measures of execution performance and offers a comparable benchmark for assessing trading costs. Market impact, order size and momentum are all natural components of the Volume Weighted Average Price statistic.

Use of VWAP Analysis

Using VWAP as a benchmark for comparison, investment managers, broker dealers, and fund sponsors can quantify execution results. Managers and broker dealers that consistently underperform their peers relative to the VWAP benchmark may be able to improve performance by improving their execution process. It is important to note that trading strategies designed to reduce opportunity costs may be high relative to VWAP.

Disadvantages of VWAP Analysis

VWAP and other execution analysis statistics cannot be used as the sole determinant of best execution. VWAP does not provide a measurement of opportunity costs. If a transaction is not completed as a result of price movements and/or time constraints, opportunity costs may be substantial. VWAP does not attempt to measure these costs.

Reports

Manager Comparison

Ranked by P&L (%), this report provides a comparison of your investment managers to the universe of data analyzed by CAPIS during the preceding four quarters. The chart on the bottom highlights P&L (%) of your managers relative to the VWAP.

Broker Comparison

Sorted by Gross Consideration, this report provides a comparison of the brokers used by your investment managers. Data on the top 20 brokers is provided, including a chart on the bottom that highlights performance based on P&L (%).

Fund Comparison

Sorted by fund description, this report provides a comparison of your individual funds and the CAPIS Rating for each portfolio.

Fourth Group Managers

Sorted by Gross Consideration, these reports provide a comparison of the top 20 brokers for each fourth group manager. The chart on the bottom highlights the performance of the brokers based on P&L (%).

IQ

Reading the Reports

Terminology & Rating

Gross Consideration

The total amount of shares traded multiplied by the average price.

P&L versus VWAP

The basis for this analysis is the difference between VWAP and the execution price. P&L versus VWAP quantifies the profit or loss relative to VWAP. For example, if 10,000 shares are purchased at an average price \$.05 above VWAP, then the loss relative to VWAP would be \$500.

Total Cost

Summary of the P&L versus VWAP, commissions and transaction fees.

CAPIS Manager Universe

For the fourth quarter 2015, the CAPIS universe is based upon 4,711 individual manager observations, 1,549,787 transactions and approximately \$396 billion in traded securities. Average Total P&L versus VWAP for our universe of managers is -2.94 bps with a standard deviation of 13.01 bps.

Best Execution

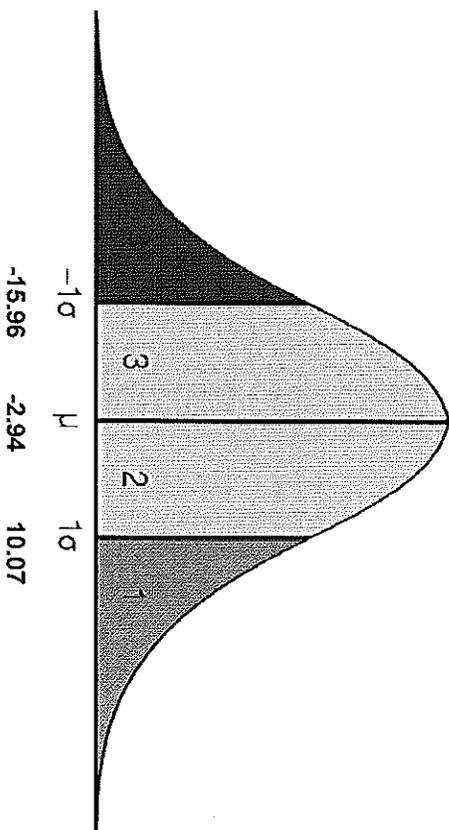
For the purpose of this report, CAPIS uses a quantitative measurement of best execution based upon the VWAP. Cumulative results greater than two standard deviations below the mean could be considered inconsistent with best execution. It is important to note that this analysis does not take into consideration the qualitative aspects of best execution such as investment research services, trading capabilities, financial strength, etc.

CAPIS Ratings

Rating Methodology

The CAPIS Rating is based upon the standard deviation of the manager/fund's P&L versus VWAP. Observations greater than 1 standard deviation above or below the mean, fall in groups 1 and 4, respectively. Observations within one standard deviation of the mean fall into groups 2 and 3, where as 2 is better than the mean and 3 is less than the mean.

Group 1	Better than	10.07
Group 2	Better than	-2.94
Group 3	Less than	-15.96



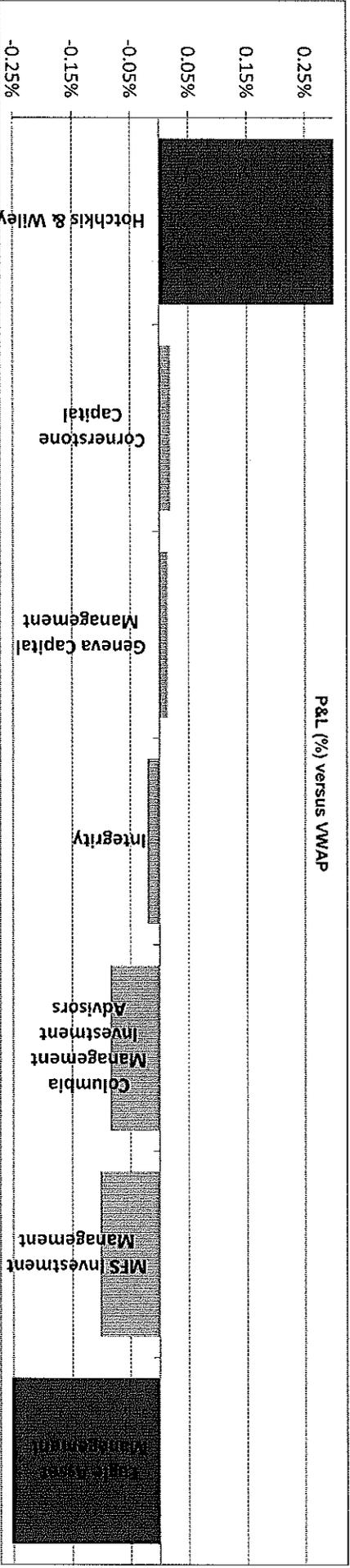
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Manager Comparison
Bay County Employees' Retirement Pension Plan
Fourth Quarter 2015

October 1 - December 31

WVAP Analysis

# of Funds	Investment Manager	# of Trades	Gross Consideration	P&L vs WVAP	P&L (%)	Commission	Comm (%)	Fees	Total Cost	Q4 Total Cost (%)	CAPIS Ratings				
											Q4 2015	Q3 2015	Q2 2015	Q1 2015	
1	Hotchkis & Wiley	156	\$ 967,173	\$ 3,284	0.34%	\$ (1,336)	-0.14%	\$ (6)	\$ 1,942	0.20%	1	3	2	2	
1	Cornerstone Capital	193	\$ 3,692,896	\$ 709	0.02%	\$ (2,431)	-0.07%	\$ (40)	\$ (1,762)	-0.05%	2	2	3	2	
1	Geneva Capital Management	92	\$ 2,695,464	\$ 389	0.01%	\$ (1,511)	-0.06%	\$ (32)	\$ (1,153)	-0.04%	2	2	2	3	
1	Integrity	247	\$ 5,851,312	\$ (1,204)	-0.02%	\$ (7,148)	-0.12%	\$ (61)	\$ (8,413)	-0.14%	2	2	2	3	
1	Columbia Management Investment	44	\$ 3,906,754	\$ (3,331)	-0.09%	\$ (1,646)	-0.04%	\$ (37)	\$ (5,014)	-0.13%	3	4	1	2	
1	MFS Investment Management	1,405	\$ 5,821,025	\$ (5,966)	-0.10%	\$ (1,460)	-0.03%	\$ (111)	\$ (7,537)	-0.13%	3	3	3	3	
1	Eagle Asset Management	217	\$ 2,360,337	\$ (7,894)	-0.33%	\$ (1,917)	-0.08%	\$ (19)	\$ (9,831)	-0.42%	4	2	1	4	
		2,354	\$ 25,294,962	\$ (14,014)	-0.06%	\$ (17,449)	-0.07%	\$ (305)	\$ (31,768)	-0.13%					



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Fund Comparison
 Bay County Employees' Retirement Pension Plan
 Fourth Quarter 2015

October 1 - December 31

VWAP Analysis

Fund ID	Fund Description	# of Trades	Gross Consideration	P&L vs VWAP	P&L (%)	Commission	Comm (%)	Fees	Total Cost	Q4 Total Cost (%)	CAPIS Ratings				
											Q4 2015	Q3 2015	Q2 2015	Q1 2015	
2608694	Columbia Management	44	\$ 3,906,754	(3,331)	-0.09%	\$ (1,546)	-0.04%	\$ (37)	\$ (5,014)	-0.13%	3	4	1	2	
2663296	Cornerstone Real Estate	193	\$ 3,692,896	709	0.02%	\$ (2,431)	-0.07%	\$ (40)	\$ (1,762)	-0.05%	2	2	3	2	
2695063	Eagle Capital Management	217	\$ 2,360,337	(7,894)	-0.33%	\$ (1,917)	-0.08%	\$ (19)	\$ (9,831)	-0.42%	4	2	1	4	
2649057	Geneva Capital Management	92	\$ 2,695,464	389	0.01%	\$ (1,511)	-0.06%	\$ (32)	\$ (1,153)	-0.04%	2	2	2	3	
2622536	Hotchkis & Wiley	156	\$ 967,173	3,284	0.34%	\$ (1,336)	-0.14%	\$ (6)	\$ 1,942	0.20%	1	3	2	2	
2653308	Integrity	247	\$ 5,851,312	(1,204)	-0.02%	\$ (7,148)	-0.12%	\$ (61)	\$ (8,413)	-0.14%	2	2	2	3	
2683854	MFS Investment	1,405	\$ 5,821,025	(5,966)	-0.10%	\$ (1,460)	-0.03%	\$ (111)	\$ (7,537)	-0.13%	3	3	3	3	
		2,354	\$ 25,294,962	(14,014)	-0.06%	\$ (17,449)	-0.07%	\$ (305)	\$ (31,768)	-0.13%					

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Bay County Employees' Ret. Sys.
CAPIS Account: 10263

Settlement Month Ending: 2/29/2016

TOTAL COMMISSION

Beginning Balance	
U.S. Equity	324.08
International Equity	-
Fixed Income	-
International Fixed Income	-
New Issues	-
Options	-
Futures	-
Foreign Currency	-
Syndicates	-
U.S. Correspondent Equity	601.85
Recapture Subtotals	\$ 925.93
Execution	\$ 0.00
Directed	\$ 0.00
Correspondent Broker/Dealer	\$ 0.00
Total	\$ 925.93

	February	YTD
U.S. Equity	324.08	352.52
International Equity	-	-
Fixed Income	-	-
International Fixed Income	-	-
New Issues	-	-
Options	-	-
Futures	-	-
Foreign Currency	-	-
Syndicates	-	-
U.S. Correspondent Equity	601.85	1,276.65
Recapture Subtotals	\$ 925.93	\$ 1,629.37
Execution	\$ 0.00	\$ 0.00
Directed	\$ 0.00	\$ 0.00
Correspondent Broker/Dealer	\$ 0.00	\$ 0.00
Total	\$ 925.93	\$ 1,629.37

COMMISSION ALLOCATION

	February	YTD	February	YTD
	Execution		Recapture	
U.S. Equity	86.74	93.85	\$381.33	\$177.01
International Equity	-	-	-	-
Fixed Income	-	-	-	-
International Fixed Income	-	-	-	-
New Issues	-	-	-	-
Options	-	-	-	-
Futures	-	-	-	-
Foreign Currency	-	-	-	-
Syndicates	-	-	-	-
U.S. Correspondent Equity	282.99	597.99	318.86	678.86
Recapture Subtotals	\$ 369.73	\$ 691.84	\$ 556.20	\$ 937.53

Total Earned	\$ 556.20	\$ 937.53
Total Redeemed	\$ 381.33	\$ 558.34
Balance as of 2/29/2016	\$ 556.20	\$ 556.20

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Securities Lending

Summary Earnings Report for MR

FAMILY CODE FAM8765

From Feb 1, 2016 To Feb 29, 2016

US FIXED US EQUITY GLOBAL FIXED GLOBAL EQUITY TOTAL

ACCOUNT NUMBER : 2608694

ACCOUNT NAME : *BAYCO - COLUMBIA MANAGEMENT

CURRENCY : USD

OPEN CASH	0.00	5,624.12	0.00	0.00	5,624.12
TERM CASH	0.00	0.00	0.00	0.00	0.00
NON CASH	0.00	0.00	0.00	0.00	0.00
DEAL STOCKS	0.00	0.00	0.00	0.00	0.00
EXCLUSIVES	0.00	0.00	0.00	0.00	0.00
GROSS EARNINGS	0.00	5,624.12	0.00	0.00	5,624.12
TOTAL REBATES	0.00	2,397.69	0.00	0.00	2,397.69
COMMISSIONS	0.00	0.00	0.00	0.00	0.00
CLIENT EARNINGS	0.00	3,226.43	0.00	0.00	3,226.43
BANK FEES	0.00	966.86	0.00	0.00	966.86
NET INCOME	0.00	2,259.57	0.00	0.00	2,259.57

ACCOUNT NUMBER : 2618668

ACCOUNT NAME : *BAYCO - BAIRD -SL

CURRENCY : USD

OPEN CASH	1,631.80	0.00	0.00	0.00	1,631.80
TERM CASH	0.00	0.00	0.00	0.00	0.00
NON CASH	28.64	0.00	0.00	0.00	28.64
DEAL STOCKS	0.00	0.00	0.00	0.00	0.00
EXCLUSIVES	0.00	0.00	0.00	0.00	0.00
GROSS EARNINGS	1,660.44	0.00	0.00	0.00	1,660.44
TOTAL REBATES	1,257.82	0.00	0.00	0.00	1,257.82
COMMISSIONS	0.00	0.00	0.00	0.00	0.00
CLIENT EARNINGS	402.62	0.00	0.00	0.00	402.62
BANK FEES	120.70	0.00	0.00	0.00	120.70
NET INCOME	281.92	0.00	0.00	0.00	281.92

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Securities Lending

Summary Earnings Report for MR

FAMILY CODE FAM8765

From Feb 1, 2016 To Feb 29, 2016

US FIXED US EQUITY GLOBAL FIXED GLOBAL EQUITY TOTAL

ACCOUNT NUMBER : 2622490

ACCOUNT NAME : *BAYCO - MACKAY SHIELDS -SL

CURRENCY : USD

OPEN CASH	882.89	164.48	116.96	53.39	1,217.72
TERM CASH	0.00	0.00	0.00	0.00	0.00
NON CASH	249.35	0.00	0.00	0.11	249.46
DEAL STOCKS	0.00	0.00	0.00	0.00	0.00
EXCLUSIVES	0.00	0.00	0.00	0.00	0.00
GROSS EARNINGS	1,132.24	164.48	116.96	53.50	1,467.18
TOTAL REBATES	-625.89	-80.54	44.07	23.41	-638.95
COMMISSIONS	0.00	0.00	0.00	0.00	0.00
CLIENT EARNINGS	1,758.13	245.02	72.89	30.09	2,106.13
BANK FEES	527.04	73.34	21.86	9.01	631.25
NET INCOME	1,231.09	171.68	51.03	21.08	1,474.88

ACCOUNT NUMBER : 2622536

ACCOUNT NAME : *BAYCO - HOTCHKIS & WILEY -SL

CURRENCY : USD

OPEN CASH	0.00	2,241.63	0.00	486.14	2,727.77
TERM CASH	0.00	0.00	0.00	0.00	0.00
NON CASH	0.00	1.75	0.00	0.00	1.75
DEAL STOCKS	0.00	0.00	0.00	0.00	0.00
EXCLUSIVES	0.00	0.00	0.00	0.00	0.00
GROSS EARNINGS	0.00	2,243.38	0.00	486.14	2,729.52
TOTAL REBATES	0.00	898.51	0.00	209.40	1,107.91
COMMISSIONS	0.00	0.00	0.00	0.00	0.00
CLIENT EARNINGS	0.00	1,344.87	0.00	276.74	1,621.61
BANK FEES	0.00	400.13	0.00	82.32	482.45
NET INCOME	0.00	944.74	0.00	194.42	1,139.16

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Securities Lending

Summary Earnings Report for MR FAMILY CODE FAM8765

From Feb 1, 2016 To Feb 29, 2016

US FIXED US EQUITY GLOBAL FIXED GLOBAL EQUITY TOTAL

	US FIXED	US EQUITY	GLOBAL FIXED	GLOBAL EQUITY	TOTAL
ACCOUNT NUMBER : 2641401					
ACCOUNT NAME : *BAYCO - LOOMIS SAYLES -SL					
CURRENCY : USD					
OPEN CASH	1,512.08	0.00	730.98	0.00	2,243.06
TERM CASH	0.00	0.00	0.00	0.00	0.00
NON CASH	12.05	0.00	0.00	0.00	12.05
DEAL STOCKS	0.00	0.00	0.00	0.00	0.00
EXCLUSIVES	0.00	0.00	0.00	0.00	0.00
GROSS EARNINGS	1,524.13	0.00	730.98	0.00	2,255.11
TOTAL REBATES	680.15	0.00	-2.37	0.00	677.78
COMMISSIONS	0.00	0.00	0.00	0.00	0.00
CLIENT EARNINGS	843.98	0.00	733.35	0.00	1,577.33
BANK FEES	252.29	0.00	219.71	0.00	472.00
NET INCOME	591.69	0.00	513.64	0.00	1,105.33

ACCOUNT NUMBER : 2649057

ACCOUNT NAME : *BAYCO GENEVA CAPITAL MGMT -SL

CURRENCY : USD

OPEN CASH	0.00	5,009.14	0.00	228.44	5,237.58
TERM CASH	0.00	0.00	0.00	0.00	0.00
NON CASH	0.00	0.00	0.00	0.00	0.00
DEAL STOCKS	0.00	0.00	0.00	0.00	0.00
EXCLUSIVES	0.00	0.00	0.00	0.00	0.00
GROSS EARNINGS	0.00	5,009.14	0.00	228.44	5,237.58
TOTAL REBATES	0.00	2,129.59	0.00	106.06	2,235.65
COMMISSIONS	0.00	0.00	0.00	0.00	0.00
CLIENT EARNINGS	0.00	2,879.55	0.00	122.38	3,001.93
BANK FEES	0.00	862.81	0.00	36.67	899.48
NET INCOME	0.00	2,016.74	0.00	85.71	2,102.45

Securities Lending

Summary Earnings Report for MR

FAMILY CODE FAM8765

From Feb 1, 2016 To Feb 29, 2016

US FIXED US EQUITY GLOBAL FIXED GLOBAL EQUITY TOTAL

ACCOUNT NUMBER : 2653308

ACCOUNT NAME : *BAYCO - INTEGRITY -SL

CURRENCY : USD

OPEN CASH	0.00	4,126.50	0.00	238.06	4,364.56
TERM CASH	0.00	0.00	0.00	0.00	0.00
NON CASH	0.00	6.14	0.00	0.00	6.14
DEAL STOCKS	0.00	0.00	0.00	0.00	0.00
EXCLUSIVES	0.00	0.00	0.00	0.00	0.00
GROSS EARNINGS	0.00	4,132.64	0.00	238.06	4,370.70
TOTAL REBATES	0.00	1,855.90	0.00	109.26	1,965.16
COMMISSIONS	0.00	0.00	0.00	0.00	0.00
CLIENT EARNINGS	0.00	2,276.74	0.00	128.80	2,405.54
BANK FEES	0.00	680.46	0.00	38.51	718.97
NET INCOME	0.00	1,596.28	0.00	90.29	1,686.57

ACCOUNT NUMBER : 2663396

ACCOUNT NAME : *BAYCO - CORNERSTONE REALES-SL

CURRENCY : USD

OPEN CASH	0.00	2,162.30	0.00	0.00	2,162.30
TERM CASH	0.00	0.00	0.00	0.00	0.00
NON CASH	0.00	0.00	0.00	0.00	0.00
DEAL STOCKS	0.00	0.00	0.00	0.00	0.00
EXCLUSIVES	0.00	0.00	0.00	0.00	0.00
GROSS EARNINGS	0.00	2,162.30	0.00	0.00	2,162.30
TOTAL REBATES	0.00	997.68	0.00	0.00	997.68
COMMISSIONS	0.00	0.00	0.00	0.00	0.00
CLIENT EARNINGS	0.00	1,164.62	0.00	0.00	1,164.62
BANK FEES	0.00	348.22	0.00	0.00	348.22
NET INCOME	0.00	816.40	0.00	0.00	816.40

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Securities Lending

Summary Earnings Report for MR

FAMILY CODE FAM8765

From Feb 1, 2016 To Feb 29, 2016

	US FIXED	US EQUITY	GLOBAL FIXED	GLOBAL EQUITY	TOTAL
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ACCOUNT NUMBER : 2683854					
ACCOUNT NAME : *BAYCO - MFS INVESTMENTS -SL					
CURRENCY : USD					
OPEN CASH	0.00	5,173.67	0.00	246.11	5,419.78
TERM CASH	0.00	0.00	0.00	0.00	0.00
NON CASH	0.00	10.08	0.00	0.00	10.08
DEAL STOCKS	0.00	0.00	0.00	0.00	0.00
EXCLUSIVES	0.00	0.00	0.00	0.00	0.00
GROSS EARNINGS	0.00	5,183.75	0.00	246.11	5,429.86
TOTAL REBATES	0.00	2,325.32	0.00	-56.20	2,269.12
COMMISSIONS	0.00	0.00	0.00	0.00	0.00
CLIENT EARNINGS	0.00	2,858.43	0.00	302.31	3,160.74
BANK FEES	0.00	855.83	0.00	90.58	946.41
NET INCOME	0.00	2,002.60	0.00	211.73	2,214.33

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ACCOUNT NUMBER : 2695063					
ACCOUNT NAME : *BAYCO - EAGLE ASSET -SL					
CURRENCY : USD					
OPEN CASH	0.00	3,149.66	0.00	120.30	3,269.96
TERM CASH	0.00	0.00	0.00	0.00	0.00
NON CASH	0.00	28.63	0.00	0.00	28.63
DEAL STOCKS	0.00	0.00	0.00	0.00	0.00
EXCLUSIVES	0.00	0.00	0.00	0.00	0.00
GROSS EARNINGS	0.00	3,178.29	0.00	120.30	3,298.59
TOTAL REBATES	0.00	707.51	0.00	50.78	758.29
COMMISSIONS	0.00	0.00	0.00	0.00	0.00
CLIENT EARNINGS	0.00	2,470.78	0.00	69.52	2,540.30
BANK FEES	0.00	738.06	0.00	20.69	758.75
NET INCOME	0.00	1,732.72	0.00	48.83	1,781.55

Securities Lending

Summary Earnings Report for MR

FAMILY CODE FAM8765

From Feb 1, 2016 To Feb 29, 2016

Page 6 of 6

	US FIXED	US EQUITY	GLOBAL FIXED	GLOBAL EQUITY	TOTAL
GRAND TOTAL					
CURRENCY : USD					
OPEN CASH	4,026.77	27,651.50	847.94	1,372.44	33,898.65
TERM CASH	0.00	0.00	0.00	0.00	0.00
NON CASH	290.04	46.60	0.00	0.11	336.75
DEAL STOCKS	0.00	0.00	0.00	0.00	0.00
EXCLUSIVES	0.00	0.00	0.00	0.00	0.00
GROSS EARNINGS	4,316.81	27,698.10	847.94	1,372.55	34,235.40
TOTAL REBATES	1,312.08	11,231.66	41.70	442.71	13,028.15
COMMISSIONS	0.00	0.00	0.00	0.00	0.00
CLIENT EARNINGS	3,004.73	16,466.44	806.24	929.84	21,207.25
BANK FEES	900.03	4,925.71	241.57	277.78	6,345.09
NET INCOME	2,104.70	11,540.73	564.67	652.06	14,862.16

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Northern Trust

* Generated on 05 Apr 16 13:49 No. 60525

REFUNDS: FOR THE MONTH ENDED:

March 31, 2015

EMPLOYEE/BENEFICIARY	CONTRIBUTIONS	PROCESSED	DEPARTMENT	TERMINATION
Lemuel, Tina	201.07	3/7/2016	BABH	11/4/2014
Jaime, Zachary	186.85	3/8/16	BABH	12/23/14
Gatza, Wade	289.34	3/8/16	BMCF	1/4/16
McAllister, Darren	41,164.06	3/8/16	BABH	12/29/15
Crook, Kristina	12,375.33	3/23/16	BABH	11/2/15
Galindo, Ivan	8,817.00	3/23/16	BABH	1/27/16
Shook, Wendy	502.21	3/28/16	BABH	1/13/16

TOTAL REFUNDS: 63,535.86

NEW RETIREE	CONTRIBUTIONS TRANSFERRED	RETIREMENT GROUP/ COUNTY DEPT	EFFECTIVE DATE
Schmidt, Kenneth	37,644.70	General	2/20/2016
Wilbert, Teresa	39,752.00	General	3/5/2016
Rewers, Daniel	18,193.87	Library	3/29/2016
VanPetten, Jill	\$19,122.96	BMCF	3/6/2016

DECEASED EMPLOYEE/ RETIREE	BENEFICIARY	REFUND/ PENSION	DATE OF DEATH	DIVISION/ DEPARTMENT
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NO REFUNDS EMPLOYEE NAME	ACCUMULATED CONTRIBUTIONS	UNION GROUP	DATE TERMINATED
THOMAS, MITCHELL	274.61	BMCF NON-UNION	1/28/2016
KULIGOSKI, BRIANNE	5,285.72	BMCF NON-UNION	2/4/2016
GOIK, BRENT	19,386.49	GEN BCAMPS	2/11/2016
JULIAN, SARA	2,950.70	GEN USW PT	3/2/2016
SOUTHGATE, BRITTANY	6,978.85	BMCF USW	3/4/2016
GAUTHIER, NICOLE	5,889.07	BMCF USW	2/23/2016
SCHMIDT, BOBBIE	4,410.14	BMCF USW	3/16/2016
RAMIREZ, ALLISON	229.80	BMCF USW	3/12/2016
PANZER, ANDREA	5,665.20	BMCF USW	3/17/2016
HEMERLINE, MELISSA	1,637.74	BMCF NON-UNION	3/17/2016

52,708.32

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Bay County Michigan

04/07/2016 12:13
Kmeeth

BAY COUNTY, MI
YEAR-TO-DATE BUDGET REPORT

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FOR 2016 03

ACCOUNTS FOR: RETIREMENT SYSTEM FUND ORIGINAL APPROP TRANSFERS/ADJUSTMENTS REVISED BUDGET YTD ACTUAL ENCUMBRANCES AVAILABLE BUDGET PCT USED

73127400	59504	EE CONTR-ROAD COMM	-130,000	.00	-130,000.00	15,418.60	.00	-145,418.60	-11.9%
73127400	59506	EE CONTR-LIBRARY	-75,000	.00	-75,000.00	.00	.00	-75,000.00	17.0%
73127400	59507	EE CONTR-GOLF COUR	-4,200	.00	-4,200.00	-749.75	.00	-3,450.25	17.9%
73127400	59508	EE CONTR-GENERAL FU	-450,000	.00	-450,000.00	-61,360.74	.00	-388,639.26	13.6%
73127400	59509	EE CONTR-DMS	-85,000	.00	-85,000.00	.00	.00	-85,000.00	0%
73127400	59510	EE CONTR-911 SERVIC	-60,000	.00	-60,000.00	-8,449.16	.00	-51,550.84	14.1%
73127400	59511	EE CONTR-CHLD CARE	-40,000	.00	-40,000.00	-6,269.26	.00	-33,730.74	15.7%
73127400	59512	EE CONTR-DIV ON AGI	-43,000	.00	-43,000.00	-6,991.24	.00	-36,008.76	16.3%
73127400	59513	EE CONTR-RETIRE SYS	-2,200	.00	-2,200.00	-125.87	.00	-2,074.13	5.7%
73127400	59514	EE CONTR-HOMELAND S	0	.00	0.00	.00	.00	0.00	0%
73127400	59515	EE CONTR-GYPSY MOTH	-1,900	.00	-1,900.00	-312.27	.00	-1,587.73	16.4%
73127400	59516	EE CONTR-HOME REHAB	-200	.00	-200.00	-8.57	.00	-191.43	4.3%
73127400	59517	EE CONTR-100% TAX P	-3,100	.00	-3,100.00	-517.12	.00	-2,582.88	16.7%
73127400	59518	EE CONTR-MED CARE F	-400,000	.00	-400,000.00	47,002.64	.00	-447,002.64	-11.8%
73127400	59519	EE CONTR-SELF INSUR	-450	.00	-450.00	-86.18	.00	-363.82	19.2%
73127400	59524	EE CONTR-COMM CORRE	-1,500	.00	-1,500.00	-245.88	.00	-1,254.12	16.4%
73127400	59527	EE CONTR-F.O.C. FUN	-2,500	.00	-2,500.00	-402.67	.00	-2,097.33	16.1%
73127400	59529	EE CONTR-HOUSING EU	-5,800	.00	-5,800.00	-889.42	.00	-4,910.58	15.3%
73127400	59530	EE CONTR-LOCAL CRO	-300	.00	-300.00	.00	.00	-300.00	0%
73127400	59534	EE CONTR-CONC PIS	0	.00	0.00	-51.94	.00	51.94	100.0%
73127400	59535	EE CONTR-SHERIFF DE	-230,000	.00	-230,000.00	-34,516.48	.00	-195,483.52	15.0%
73127400	59599	EE CONTR-SHERIFF DE	0	.00	0.00	.00	.00	0.00	0%
TOTAL LOCAL UNIT CONTRIBUT			-5,520,780	.00	-5,520,780.00	68,520.60	.00	-5,589,300.60	-1.2%

RP INTEREST & RENTALS

73127400	66400	INVESTMENT INTEREST	-5,000,000	.00	-5,000,000.00	.00	.00	-5,000,000.00	0%
73127400	66500	GAIN ON SALE OF INV	-20,000,000	.00	-20,000,000.00	.00	.00	-20,000,000.00	0%
73127400	66501	UNREALIZED GAIN ON	-3,000,000	.00	-3,000,000.00	.00	.00	-3,000,000.00	0%
73127400	66502	GAIN ON FOREIGN CUR	-40,000	.00	-40,000.00	.00	.00	-40,000.00	0%
73127400	66600	SECURITIES LENDING	-180,000	.00	-180,000.00	.00	.00	-180,000.00	0%
TOTAL INTEREST & RENTALS			-28,220,000	.00	-28,220,000.00	.00	.00	-28,220,000.00	0%

RR OTHER REVENUE

73127400	67104	MISCELLANEOUS REVENUE	0	.00	0.00	.00	.00	0.00	0%
73127400	67600	REIMBURSEMENTS	0	.00	0.00	.00	.00	0.00	0%
73127400	67601	REIMBURSEMENT - IND	0	.00	0.00	.00	.00	0.00	0%
73127400	68900	TRADE-IN ALLOWANCE	0	.00	0.00	.00	.00	0.00	0%

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Bay County Michigan

04/07/2016 12:13

BAY COUNTY, MI
YEAR-TO-DATE BUDGET REPORT

P
3
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FOR 2016 03

ACCOUNTS FOR: RETIREMENT SYSTEM FUND ORIGINAL APPROV TRANSFRS/ADJUSTMTS REVISED BUDGET YTD ACTUAL ENCUMBRANCES AVAILABLE BUDGET PCT USED

73127400 69000	COMMISSION RECAPTUR	-15,000	.00	-15,000.00	.00	.00	.00	-15,000.00	.00	
73127400 69200	CLAIMS/SETTLEMENTS/	-100,000	.00	-100,000.00	.00	.00	.00	-100,000.00	.00	.0%
	TOTAL OTHER REVENUE	-115,000	.00	-115,000.00	.00	.00	.00	-115,000.00	.00	.0%

XE WAGES & SALARIES

73127400 70300	SALARIES-ELECTED OR	51,012	.00	51,012.00	2,812.33	.00	.00	48,199.67	.00	5.5%
73127400 70400	WAGES-CLERICAL-OTHR	10,566	.00	10,566.00	2,226.40	.00	.00	8,339.60	.00	21.1%
73127400 70401	PAY IN LIEU OF HEBL	0	.00	.00	.00	.00	.00	.00	.00	.0%
73127400 70500	TEMPORARY HELP	9,000	.00	9,000.00	.00	.00	.00	9,000.00	.00	.0%
73127400 70501	PART TIME WAGES	0	.00	.00	.00	.00	.00	.00	.00	.0%
73127400 70600	OVERTIME	2,809	.00	2,809.00	.00	.00	.00	2,809.00	.00	100.0%*
73127400 70800	HOLIDAY PAY	0	.00	.00	.00	.00	.00	-346.88	.00	13.2%
73127400 71000	PER DIEM	3,420	.00	3,420.00	40.48	.00	.00	-40.48	.00	100.0%*
73127400 71200	VACATION PAY	0	.00	.00	.00	.00	.00	-48.12	.00	100.0%*
73127400 71202	SICK PAY	0	.00	.00	.00	.00	.00	.00	.00	.0%
73127400 71203	TERMINATION SICK PA	0	.00	.00	.00	.00	.00	.00	.00	.0%
73127400 71204	TERMINATION VACTIION	0	.00	.00	.00	.00	.00	.00	.00	.0%
	TOTAL WAGES & SALARIES	76,807	.00	76,807.00	6,124.21	.00	.00	70,682.79	.00	8.0%

XF FRINGES

73127400 71500	SOCIAL SECURITY	4,713	.00	4,713.00	396.73	.00	.00	4,316.27	.00	8.4%
73127400 71600	HEALTH INSURANCE	17,435	.00	17,435.00	1,666.93	.00	.00	15,768.07	.00	9.6%
73127400 71603	RETIREE HEALTH CARE	0	.00	.00	.00	.00	.00	.00	.00	.0%
73127400 71632	EMPLOYEE INCENTIVE	177	.00	177.00	.00	.00	.00	177.00	.00	.0%
73127400 71700	LIFE INSURANCE	131	.00	131.00	16.45	.00	.00	114.55	.00	12.6%
73127400 71800	RETIREMENT	4,928	.00	4,928.00	453.90	.00	.00	4,474.10	.00	9.2%
73127400 71900	OTHER FRINGE BENEFIT	0	.00	.00	.00	.00	.00	.00	.00	.0%
73127400 72001	SIF ADMINISTRATION	0	.00	.00	.00	.00	.00	84.47	.00	9.2%
73127400 72100	WORKERS' COMPENSATI	93	.00	93.00	8.53	.00	.00	84.47	.00	5.3%
73127400 72200	SICK AND ACCIDENT I	709	.00	709.00	37.32	.00	.00	671.68	.00	5.3%
73127400 72500	UNEMPLOYMENT COMPEN	93	.00	93.00	8.53	.00	.00	84.47	.00	9.2%
	TOTAL FRINGES	28,279	.00	28,279.00	2,588.39	.00	.00	25,690.61	.00	9.2%

XI SUPPLIES

73127400 72700	OFFICE SUPPLIES	2,000	.00	2,000.00	30.28	.00	.00	1,969.72	.00	1.5%
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Bay County Michigan

04/07/2016 12:13
KMeeth

BAY COUNTY, MI
YEAR-TO-DATE BUDGET REPORT

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FOR 2016 03

ACCOUNTS FOR: 7310 RETIREMENT SYSTEM FUND	ORIGINAL APPROP	TRANSFRS/ ADJUSTMTS	REVISED BUDGET	YTD ACTUAL	ENCUMBRANCES	AVAILABLE BUDGET	PCT USED
73127400 96403 CONTRIB REFUND-ROAD	5,000	.00	5,000.00	.00	.00	5,000.00	.0%
73127400 96404 CONTRIB REFUND-MED	40,000	.00	40,000.00	.00	.00	40,000.00	.0%
73127400 96405 CONTRIB REFUND-B.A.	100,000	.00	100,000.00	.00	.00	100,000.00	.0%
73127400 96406 CONTRIB REFUND-D.W.	5,000	.00	5,000.00	.00	.00	5,000.00	.0%
73127400 96407 CONTRIB REFUND-LIBR	5,000	.00	5,000.00	.00	.00	5,000.00	.0%
73127400 96500 INSURANCE AND BONDS	22,000	.00	22,000.00	.00	.00	22,000.00	.0%
73127400 96730 MACHINERY & EQUIPME	3,400	.00	3,400.00	.00	.00	3,400.00	.0%
73127400 96740 OFFICE EQUIP.& FURN	2,100	.00	2,100.00	.00	.00	2,100.00	.0%
73127400 96741 COMPUTER HARDWARE E	0	.00	.00	.00	.00	.00	.0%
73127400 96742 COMPUTER SOFTWARE E	0	.00	.00	.00	.00	.00	.0%
73127400 96770 BOOK EXPENSE	0	.00	.00	.00	.00	.00	.0%
73127400 96999 BUDGET REDUCTION TA	0	.00	.00	.00	.00	.00	.0%
TOTAL OTHER SERVICES AND C	29,143,197	.00	29,143,197.00	246,345.78	.00	28,896,851.22	.8%
XQ CAPITAL OUTLAY							
73127400 98001 COMPUTER SOFTWARE	0	.00	.00	.00	.00	.00	.0%
TOTAL CAPITAL OUTLAY	0	.00	.00	.00	.00	.00	.0%
TOTAL RETIREMENT BOARD	0	.00	.00	323,682.74	.00	-323,682.74	100.0%
TOTAL RETIREMENT SYSTEM FUND	0	.00	.00	323,682.74	.00	-323,682.74	100.0%
TOTAL REVENUES	-29,254,333	.00	-29,254,333.00	68,520.60	.00	-29,322,853.60	
TOTAL EXPENSES	29,254,333	.00	29,254,333.00	255,162.14	.00	28,999,170.86	

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04/07/2016 12:13
KMeeth

BAY COUNTY, MI
YEAR-TO-DATE BUDGET REPORT

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Bay County Michigan

FOR 2016 03

ORIGINAL APPROP	TRANSFRS/ ADJUSTMTS	REVISED BUDGET	YTD ACTUAL	ENCUMBRANCES	AVAILABLE BUDGET	PCT USED
0	.00	.00	323,682.74	.00	-323,682.74	100.0%

** END OF REPORT - Generated by Kathleen Meeth **

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Bay County, Michigan

04/07/2016 12:13
Kneeth

BAY COUNTY, MI
YEAR-TO-DATE BUDGET REPORT

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REPORT OPTIONS

Sequence	Field #	Total	Page	Break
1	1	Y	Y	Y
2	9	Y	N	N
3	10	Y	N	N
4	0	N	N	N

Report title:
YEAR-TO-DATE BUDGET REPORT

Includes accounts exceeding 0% of budget.
Print totals only: N
Print Full or Short description: F
Print Full GL account: N
Format type: 2
Double space: N
Suppress zero bal accts: N
Include requisition amount: N
Print Revenues-Version headings: N
Print revenue as credit: Y
Print revenue budgets as zero: N
Include Fund Balance: N
Print Journal detail: N
From Yr/Per: 2015/1
To Yr/Per: 2015/13

Year/Period: 2016/3
Print MTD Version: N
Roll projects to object: N
Carry forward code: 1

Incl encumb/liq entries: Y
Sort by JE # or PO #: J
Detail format option: 1
Include additional JE comments: N
Multiyear view: D
Amounts/totals exceed 999 million dollars: N

Field Name Find Criteria Field Value

Fund 7310

FUNCTION
ACTIVITY
SPECIAL CODE
SPECIAL COD2
Character Code
Org
Object
Project
Account type
Account status
Rollup Code

BCERS Invoices Approved: March

Invoice Date	Vendor	Amount	Description
3/9/2016	SCHRODERS	\$ 51,322.71	Q4 2015 MONEY MANAGER FEE
3/10/2016	MACKAY SHIELDS	\$ 13,891.77	Q4 2015 MONEY MANAGER FEE
3/10/2016	MFS INTERNATIONAL	\$ 44,771.12	Q4 2015 MONEY MANAGER FEE
3/10/2016	MFS	\$ 46,514.56	Q4 2015 MONEY MANAGER FEE
3/10/2016	BAIRD	\$ 16,126.26	Q4 2015 MONEY MANAGER FEE
3/21/2016	MACKAY SHIELDS	\$ 13,891.77	Q1 2016 MONEY MANAGER FEE
3/21/2016	OFFICE MAX	\$ 18.50	NAME PLATE RETIREMENT

602



MEMORANDUM

TO: Bay County Employees' Retirement System Board
FROM: Howard Pohl, Senior Consultant, The Bogdahn Group
DATE: 3/17/16
RE: PRISA LP Fee Amendments

Background

PRISA LP announced earlier this year that they have developed a new fee schedule which simplifies and lowers the fee associated with their real estate fund. The new schedule is expected to become effective on July 1, 2016. To implement this change, they are also amending their partnership agreement.

In order to consent to these changes the Board Chair must sign the documents requested by PRISA LP.

Financial Consideration

While the new fee schedule provides for several levels of fees depending upon a clients' assets in the Fund, for Bay County the fee will be lowered from 1.2% to 1.0%

Recommendation

The Bogdahn Group recommend that the Board authorize the Chair to sign the requested documents.

**BAY COUNTY RETIREMENT BOARD
4/12/16
RESOLUTION**

BY: THE BOGDAHNS GROUP (4/12/16)

WHEREAS, PRISA LP announced earlier this year that they have developed a new fee schedule which simplifies and lowers the fee associated with their real estate fund.

WHEREAS, The new schedule is expected to become effective July 1, 2016.

WHEREAS, While the new fee schedule provides for several levels of fees depending upon the clients' assets in the Fund, for Bay County, the fee will be lowered from 1.2% to 1.0%.

WHEREAS, To implement this change, they are also amending their partnership agreement. In order to consent to these changes, the Board Chair must sign the documents requested by PRISA LP. Therefore, Be It

RESOLVED That this Board authorize the Chair to sign the requested documents after review by Corporation Counsel.

STEVE GRAY, CHAIR
AND BOARD

RESOLUTION – PRISA FEE REDUCTION AUTHORIZATION TO SIGN DOCUMENTS

MOVED BY TRUSTEE _____

SUPPORTED BY TRUSTEE _____

TRUSTEE	Y	N	E	TRUSTEE	Y	N	E	TRUSTEE	Y	N	E
Richard Brzezinski				Steve Gray				Jon Morse			
Kim Coonan				Richard Gromaski				Matthew Pett			
Kristal Goetz				Ernie Krygier				Thomas Starkweather			

Vote Totals:

Roll Call: Yeas _____ Nays _____ Excused _____

Voice: Yeas _____ Nays _____ Excused _____

Disposition: Adopted _____ Defeated _____ Withdrawn _____

Amended _____ Corrected _____ Referred _____

**BAY COUNTY RETIREMENT BOARD
4/12/16
RESOLUTION**

BY: BAY COUNTY RETIREMENT BOARD (4/12/16)

WHEREAS, An application for duty disability was received from Crystal Backus.

WHEREAS, All required documents have been filed with the Retirement Office.

WHEREAS, Bay County Medical Director, Dr. Kirk Herrick, D.O., has reviewed all medical records and other pertinent information regarding this application.

WHEREAS, It is Dr. Herrick's professional opinion that Ms. Backus is currently unable to perform the duties of her occupation.

WHEREAS, Dr. Herrick does not find Ms. Backus is totally and permanently disabled as a result of causes directly related to her actual performance of duty while an employee. Therefore, Be It

RESOLVED That this Board denies this duty disability retirement application.

STEVE GRAY, CHAIR
AND BOARD

RESOLUTION Duty Disability Retirement Crystal Backus

MOVED BY TRUSTEE _____

SUPPORTED BY TRUSTEE _____

TRUSTEE	Y	N	E	TRUSTEE	Y	N	E	TRUSTEE	Y	N	E
Richard Brzezinski				Steve Gray				Jon Morse			
Kim Coonan				Richard Gromaski				Matthew Pett			
Kristal Goetz				Ernie Krygier				Thomas Starkweather			

Vote Totals:

Roll Call: Yeas _____ Nays _____ Excused _____

Voice: Yeas _____ Nays _____ Excused _____

Disposition: Adopted _____ Defeated _____ Withdrawn _____

Amended _____ Corrected _____ Referred _____

**BAY COUNTY RETIREMENT BOARD
4/12/16
RESOLUTION**

BY: BAY COUNTY RETIREMENT BOARD (4/12/16)

WHEREAS, An application for duty disability was received from James Charbonneau.

WHEREAS, All required documents have been filed with the Retirement Office.

WHEREAS, Bay County Medical Director, Dr. Kirk Herrick, D.O., has reviewed all medical records and other pertinent information regarding this application.

WHEREAS, It is Dr. Herrick's professional opinion that Mr. Charbonneau is currently unable to perform the duties of his occupation.

WHEREAS, Dr. Herrick does not find Mr. Charbonneau is totally and permanently disabled as a result of causes directly related to his actual performance of duty while an employee. Therefore, Be It

RESOLVED That this Board denies this duty disability retirement application.

STEVE GRAY, CHAIR
AND BOARD

RESOLUTION Duty Disability Retirement James Charbonneau

MOVED BY TRUSTEE _____

SUPPORTED BY TRUSTEE _____

TRUSTEE	Y	N	E	TRUSTEE	Y	N	E	TRUSTEE	Y	N	E
Richard Brzezinski				Steve Gray				Jon Morse			
Kim Coonan				Richard Gromaski				Matthew Pett			
Kristal Goetz				Ernie Krygier				Thomas Starkweather			

Vote Totals:

Roll Call: Yeas _____ Nays _____ Excused _____

Voice: Yeas _____ Nays _____ Excused _____

Disposition: Adopted _____ Defeated _____ Withdrawn _____

Amended _____ Corrected _____ Referred _____

**BAY COUNTY RETIREMENT BOARD
04/12/16
RESOLUTION**

BY: BAY COUNTY RETIREMENT BOARD (04/12/16)

WHEREAS, An application for non-duty disability was received from Mr. Rodney Holliday.
 WHEREAS, All required documents have been filed with the Retirement Office.
 WHEREAS, Application was made while member was in the employment of the County - Bay Medical Care Facility.
 WHEREAS, The member has 10 or more years of credited service.

RESOLVED That this Board refer this matter to the medical director at this time

STEVE GRAY, CHAIR
AND BOARD

RESOLUTION NON-DUTY DISABILITY HOLLIDAY

MOVED BY TRUSTEE _____

SUPPORTED BY TRUSTEE _____

TRUSTEE	Y	N	E	TRUSTEE	Y	N	E	TRUSTEE	Y	N	E
Richard Brzezinski				Steve Gray				Jon Morse			
Kim Coonan				Richard Gromaski				Matthew Pett			
Kristal Goetz				Ernie Krygier				Thomas Starkweather			

Vote Totals:

Roll Call: Yeas _____ Nays _____ Excused _____

Voice: Yeas _____ Nays _____ Excused _____

Disposition: Adopted _____ Defeated _____ Withdrawn _____

Amended _____ Corrected _____ Referred _____

From: Scott Brown [mailto:donotreply@cornerstoneadvisers.com]
Sent: Wednesday, March 09, 2016 9:33 AM
To: Crystal Hebert
Subject: Cornerstone Announcement



CORNERSTONE

Dear Crystal,

I am pleased to announce today our intent to unify MassMutual affiliates Babson Capital Management, Baring Asset Management, Cornerstone Real Estate Advisers, and Wood Creek Capital Management into one global firm. The combined firm will adopt the Barings brand.

As a combined firm, the new Barings will have over 1,700 employees with approximately half of its associates located in Europe and Asia Pacific. In addition, the new Barings will have operations in over 20 countries with global headquarters in Charlotte and major offices in London, Hartford, Hong Kong, Seoul, and Springfield. Altogether, the new Barings will have over \$260B in assets under management.

Our ultimate goal is to help our clients meet their desired investment outcomes. To be a true strategic partner requires investment expertise that stretches across asset classes and around the world. The new Barings' market-leading capabilities in fixed income, equity, multi-asset, real estate, and private asset markets equip us to provide you with a breadth of investment solutions and access to a broad array of asset classes.

In addition, our brand will be refreshed to reflect the global nature of new Barings and signify the combination of the different affiliates. We believe this choice reinforces the global aspect of the new firm, the diversified nature of its client base, and Barings' strong heritage which dates back to 1762.

We recognize that with any change comes questions about how this impacts our clients. Because Babson, Barings, Cornerstone, and Wood Creek have highly complementary investment strategies, this transition will result in limited changes to our investment teams or process. What will change is our ability to more efficiently develop unique products and solutions for the increasingly complex challenges investors face today.

Tom Finke, current chairman and CEO of Babson, will lead the new Barings and I will continue to lead the real estate business.

We look forward to discussing this exciting new chapter in the evolution of our firms and the opportunity for the new Barings to serve your investment needs.

We appreciate your commitment to our firm and team.

Best regards,

Scott Brown

Scott D. Brown, CFA

Global President and Chief Executive Officer

Cornerstone Real Estate Advisers

One Financial Plaza

Hartford, Connecticut 06103-2604

T: 860.509.2200

scottbrown@cornerstoneadvisers.com

www.cornerstoneadvisers.com

 As part of Cornerstone's commitment to our environment, we ask that you print this email only if necessary.

Cornerstone Real Estate Advisers is a trading name of Cornerstone Real Estate Advisers LLC, registered with the U.S. Securities and Exchange Commission as an investment adviser. Cornerstone is a member of the MassMutual Financial Group.

From: Schroders Client Services [<mailto:marketing@schroderscommunication.com>]
Sent: Thursday, March 03, 2016 12:53 PM
To: Crystal Hebert
Subject: Senior management changes at Schroders

If you are having trouble reading this email, [read the online version](#).



Senior Management Changes at Schroders



MARCH 3, 2016

We are writing to inform you that we announced today a number of senior management changes at Schroders.

Michael Dobson, Chief Executive since 2001, will step down from the role and be succeeded by Peter Harrison on April 4, 2016. Peter Harrison joined Schroders in 2013 as Head of Equities, becoming a Board member and Head of Investment in 2014. He has had a long and successful career in asset management and has a deep knowledge of Schroders' culture and values, having joined the firm as a graduate in 1988, re-joining Schroders in 2013.

Michael Dobson will succeed Andrew Beeson as Chairman on April 4, 2016. This will enable him to continue to bring his

great experience to bear for the benefit of the firm and, working closely with Peter Harrison, he will continue to be involved with many of our major client relationships, strategic and commercial partners and regulators.

Massimo Tosato, Executive Vice Chairman and Global Head of Distribution since 2003, will retire as a Director of the Schroders plc Board and leave the firm on December 31, 2016. He will work closely with Peter Harrison in transitioning his responsibilities during the remainder of the year.

These changes are the result of our long-term approach to succession planning and the overriding objective has been to ensure stability and continuity in the leadership of Schroders.

If you have any questions about these changes, please do not hesitate to contact the Schroders Client Service Team.

Schroder Investment Management North America Inc.
875 Third Avenue, New York, NY 10022-6225 Schroders tracks activity from this email and across our online channels, using cookies, in order to provide you with a better online experience and a richer, more personalized client service. You can choose not to accept certain cookies by turning this feature off within the browser settings, however doing this may detract from your user experience and even prevent access to some of our websites.

Schroder Investment Management North America Inc. (SIMNA Inc.) is an investment advisor registered with the U.S. SEC. It provides asset management products and services to clients in the U.S. and Canada including Schroder Capital Funds (Delaware), Schroder Series Trust and Schroder Global Series Trust, investment companies registered with the SEC (the "Schroder Funds".) Shares of the Schroder Funds are distributed by Schroder Fund Advisors LLC, a member of the FINRA. SIMNA Inc. and Schroder Fund Advisors LLC. Are indirect, wholly-owned subsidiaries of Schroders plc, a UK public company with shares listed on the London Stock Exchange. Schroder Investment Management North America Inc. is an indirect wholly owned subsidiary of Schroders plc and is a SEC registered investment adviser and registered in Canada in the capacity of Portfolio Manager with the Securities Commission in Alberta, British Columbia, Manitoba, Nova Scotia, Ontario, Quebec, and Saskatchewan providing asset management products and services to clients in Canada

Tracy Cederquist

From: CAPIS Compliance <capis@capis.ccsend.com> on behalf of CAPIS Compliance <wdailey@capis.com>
Sent: Wednesday, March 30, 2016 12:00 PM
To: Tracy Cederquist
Subject: CAPIS Disclosure Notice and Address Change



March 30, 2016

To: CAPIS Clients

Re: Disclosure Policy and Address Change

Disclosure Policy

Pursuant to regulatory requirements, attached is CAPIS' most recent Policy Statement. The Policy Statement is delivered to all new clients and annually thereafter.

2016 Policy Statement

In accordance with Security and Exchange Commission (SEC) requirements, provided below are portions taken from the Statement of Financial Condition as of December 31, 2015 that pertain to CAPIS' net capital requirements.

The Company is subject to the Securities and Exchange Commissions' Uniform net Capital Rule (Rule 15c3-1). The Company has elected to compute minimum net capital under the Alternative Net Capital method under Rule 15c3-1(a)(1)(ii), which requires maintenance of minimum net capital of the greater of 2% of aggregate debit items or \$250,000. At December 31, 2015, the Company had net capital as defined by Rule 15c3-1 of \$12,234,359 which was \$11,984,359 in excess of the required minimum net capital.

To obtain a complete copy of CAPIS' 2015 Statement of Financial Condition, please contact your Account Executive or our Compliance Department at 800-247-6729.

New Address

This email also serves as notification of CAPIS' new address effective April 15, 2016. Our new address will be:

1700 Pacific Avenue, Suite 1100

Dallas, Texas 75201

All of our phone numbers will remain the same.

Please contact your Account Executive if you have any questions.

If you are not the appropriate recipient for this type of communication, please forward to your compliance department or other appropriate department.



Technology makes it work. People make it happen.

800.247.6729 | www.capis.com

Member: NYSE, FINRA, NFA, SIPC

Capital Institutional Services, Inc., 1601 Elm Street, Suite 3900, Dallas, TX 75201

[SafeUnsubscribe™ cederquistt@baycounty.net](mailto:SafeUnsubscribe@cederquistt@baycounty.net)

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Sent by wdailey@capis.com

Policy Statement

| Payment for Order Flow Practices

| SIPC Notification

| Regulation NMS Rule 606

| Customer Identification Program

| Privacy Policy

| Extended Hours Trading

| FINRA BrokerCheck

| Complaints



Technology makes it work. People make it happen.

CAPIS Policy on Payment for Order Flow Practices

The Securities and Exchange Commission requires that all registered broker/dealers disclose their policies regarding receipt of "payment for order flow." Best execution is paramount at CAPIS, and, as such, we do not consider the availability of payment for order flow when selecting a routing destination for your order. However, certain destinations used by CAPIS may utilize a "maker-taker model". Under this model, market centers offer credits for orders that provide liquidity to their books. In some cases, the credits offered by a market center to CAPIS over a period of time may exceed the charges assessed for taking liquidity. More likely, such credits are lower than the fees assessed for taking liquidity. If you have any questions, please contact your CAPIS representative.

SIPC Information

CAPIS is a SIPC member. You may obtain more information about SIPC, including the SIPC brochure, by contacting SIPC at its website www.sipc.org or by phone at 202.371.8300.

Regulation NMS Rule 606

SEC Rule 606 requires broker/dealers to provide publicly available quarterly reports detailing the routing of non-directed orders. A copy of CAPIS' quarterly order routing report may be obtained by contacting your CAPIS representative or by visiting the firm's website at www.capis.com.

CAPIS Customer Identification Program

To help the government fight the funding of terrorism and money laundering activities, federal law requires financial institutions to obtain, verify, and record information that identifies each person who opens an account.

As such, any partnership, corporation, or other legal entity that opens an account with CAPIS will be required to provide its name, physical address, and tax ID. In addition, certain clients may be asked to provide additional information, such as certified articles of incorporation, government-issued business license, a partnership agreement, or trust agreements. If the

requested identification information is not provided, CAPIS may not be able to open or continue servicing your account.

CAPIS Privacy Policy

CAPIS is committed to respecting the privacy rights of your personal information. We may ask you to provide information that personally identifies you ("Personal Information") for purposes of transacting business with CAPIS. We will take measures to ensure that the Personal Information you submit to us remains private, and is used only for the purposes as set forth herein. To further protect your Personal Information, CAPIS has adopted a set of information management guidelines (outlined below) to describe the Personal Information we collect about you, why we collect it, how we use it, and when we share it with third parties. This Privacy Policy has been developed with the recognition that technologies are rapidly evolving and that underlying business models are still not established. Accordingly, this Privacy Policy is subject to change. Any such changes will be posted on our Web page. Please see the Effective Date stated at the conclusion of this Policy.

Use of Personal Information

CAPIS may match aggregated information with third party data. Also, we may disclose aggregated statistics in order to describe our services to potential advertisers, partners and other third parties, and for other lawful purposes. It should be noted, however, that this Privacy Policy only addresses the use and dissemination of information that we collect from you. To the extent that you disclose any information to other parties, through other web sites throughout the Internet linked to our Site, different policies may apply. Since CAPIS does not control the privacy policies of third parties, you are subject to the privacy customs and policies, if any, of that third party, and CAPIS shall not be responsible for the use or dissemination of your Personal Information by that third party. Therefore, we encourage you to ask questions before you disclose your Personal Information to others.

Opting-Out

If you would like to opt-out of further secondary use of your Personal Information with parties other than CAPIS, unless otherwise required by law, court order, or other government or law enforcement authority, contact our

Compliance Department at 214.978.4761. We may ask you to provide certain information to identify you as our customer and to locate your account relationships with us.

Policy Modifications

CAPIS reserves the right to modify the terms of this policy at any time and in our sole discretion, by posting a change notice to our web site. Your continued use of the Site following our posting of a change notice will constitute binding acceptance of those changes.

Extended Hours Trading Risk Disclosure

This disclosure is provided to customers who will engage in trading outside normal market hours. Such trading involves certain risks explained below.

Risk of Lower Liquidity. Liquidity refers to the ability of market participants to buy and sell securities. Generally, the more orders that are available in a market, the greater the liquidity. Liquidity is important because with greater liquidity it is easier for investors to buy or sell securities, and as a result, investors are more likely to pay or receive a competitive price for securities purchased or sold. There may be lower liquidity in extended hours trading as compared to regular market hours. As a result, your order may only be partially executed, or not at all.

Risk of Higher Volatility. Volatility refers to the changes in price that securities undergo when trading. Generally, the higher the volatility of a security, the greater its price swings. There may be greater volatility in extended hours trading than in regular market hours. As a result, your order may only be partially executed, or not at all, or you may receive an inferior price in extended hours trading than you would during regular market hours.

Risk of Changing Prices. The prices of securities traded in extended hours trading may not reflect the prices either at the end of regular market hours, or upon the opening of the next morning. As a result, you may receive an inferior price in extended hours trading than you would during regular market hours.

Risk of Unlinked Markets. Depending on the extended hours trading system or the time of day, the prices displayed on a particular extended hours system may not reflect the prices in other concurrently operating

extended hours trading systems dealing in the same securities. Accordingly, you may receive an inferior price in one extended hours trading system than you would in another extended hours trading system.

Risk of News Announcements. Normally, issuers make news announcements that may affect the price of their securities after regular market hours. Similarly, important financial information is frequently announced outside of regular market hours. In extended hours trading, these announcements may occur during trading, and if combined with lower liquidity and higher volatility, may cause an exaggerated and unsustainable effect on the price of a security.

Risk of Wider Spreads. The spread refers to the difference in price between what you can buy a security for and what you can sell it for. Lower liquidity and higher volatility in extended hours trading may result in wider than normal spreads for a particular security.

Risk of Lack of Calculation or Dissemination of Underlying Index Value or Intraday Indicative Value ("IIV"). For certain Derivative Securities Products (such as exchange-traded funds, ETFs), an updated underlying index value or IIV may not be calculated or publicly disseminated in extended trading hours. Since the underlying index value and IIV are not calculated or widely disseminated during the pre-market and post-market sessions an investor who is unable to calculate implied values for certain Derivative Securities Products in those sessions may be at a disadvantage to market professionals.

FINRA BrokerCheck

FINRA BrokerCheck is a free tool to help investors check the professional background of current and former FINRA-registered securities firms and brokers. Brochures containing more details of this tool are available by calling the BrokerCheck hotline at 800.289.9999 or online at www.finra.org.

Complaints

Complaints may be directed to:

Capital Institutional Services, Inc.
Attn: Compliance Dept./ Complaints
1601 Elm Street, Suite 3900
Dallas, Texas 75201
214.978.4761 | www.capis.com

The firm is a member of the NYSE, FINRA, NFA, SIPC.





**OFFICE OF
BAY COUNTY EXECUTIVE**

Thomas L. Hickner
County Executive

515 Center Avenue, Suite 401
Bay City, Michigan 48708
Tel: (989) 895-4130 | Fax: (989) 895-7658

April 4, 2016

Mr. Steven Gray, Chairperson
Bay County Employees Retirement System
c/o Bay County Building
515 Center Avenue
Bay City, Michigan 48708

RE: APPOINTMENT AS INTERIM SECRETARY TO BCERS

Dear Steve:

As you are aware, Crystal Hebert is terminating her employment with Bay County effective April 4, 2016. In addition to her other duties as Finance Director for Bay County, she acted as my designee as Secretary to the Bay County Employees Retirement System.

Effective April 4, 2016, I am appointing Shawna Walraven, Bay County Assistant Corporation Counsel, as Interim Secretary to the BCERS, pursuant to Section 4.010(e). Ms. Walraven's appointment will remain in effect until further notice.

Please let me know if you have any questions or wish to discuss this matter in any greater detail. Thank you.

Sincerely,


TOM HICKNER
Bay County Executive

Cc: Finance Department
Personnel & Employee Relations
Retirement Board
Board of Commissioners
Robert Redmond
Deanne Berger