

North Carolina Supplemental Retirement Plans Wellington Quality Value Retention Review

November 2014



Summary and Observations

- Wellington Quality Value was hired in March 2009 to replace a different Wellington Strategy
 - Primary focus was to find a Large Cap Value Manager with low correlation to offset Hotchkis & Wiley
- Wellington performed well in the down markets between 2007-2008.
 - Strategy's larger capitalization bias has hurt relative results in 2013, when smaller cap securities were in favor
 - Dividend focus was also out of favor in strong growth markets of 2012 and 2013
- Tenured PM (10 Years at Wellington) and a track record of outperformance in down markets
- Mercer Assessment:
 - The Wellington Quality Value Strategy is not rated by Mercer
 - Since the inception of the strategy in the North Carolina Large Cap Value Fund, the strategy has underperformed in three of the last five down markets, while also underperforming in strong growth markets
 - Mercer recommends looking at other managers in the large cap value space that are highly rated and that can play a similar role in the large cap value fund

Evaluating Managers on Watch List Process

- Objective: Evaluate confidence in manager's ability to succeed in the future
- Watch List Manager Retention Evaluation
 - What is the manager's process and philosophy?
 - When should it be effective and when should it struggle?
 - Is recent performance consistent with expected pattern of performance?
 - Can the team execute the strategy successfully?
 - Is past performance indicative of ability or luck?
 - Can the strategy succeed in the future?
 - Stable Team
 - Process and Philosophy expected to work
 - Process and Philosophy can be implemented by manager

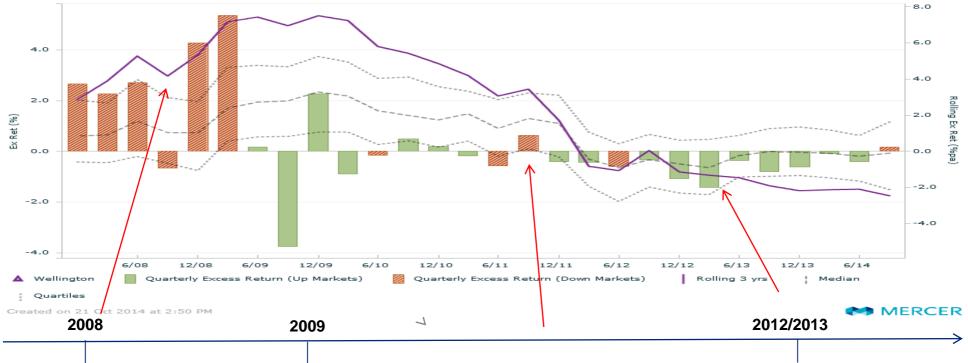
Wellington Quality Value Philosophy and Process

- Quality Value approach based on premise that investing in high-quality companies at attractive valuations offer compelling reward to risk opportunity.
- Wellington believes the market underappreciates the importance of quality management teams and their ability to generate value and redistribute it to shareholders
 - Place an emphasis on dividends and effective capital allocation
 - Look for companies that are survivors and leaders of undercapitalized industries
 - Seek companies with resilient franchise values
- This philosophy should produce a portfolio that will
 - Perform well in most down markets
 - Will struggle in strong growth markets or markets that do not favor fundamentals

Wellington Quality Value Performance Overview

State of North Carolina Retirement System - Wellington Management Company - Quality Value

Quarterly Excess Return vs. Russell 1000 Value with rolling 3 yr line in \$US (before fees) over 7 yrs ending September-14 Comparison with the US Equity Large Cap Value (Active) universe



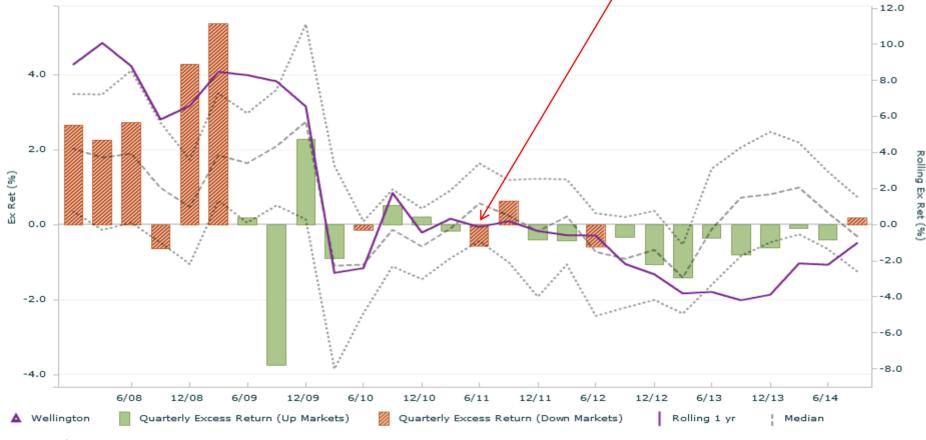
- Substantial outperformance during down markets
- Bias towards quality factors was beneficial, as market sought stability
- Wellington Quality Value added to the North Carolina Supplemental Retirement Plans in March 2009
- We would expect the strategy to have outperformed by a wider margin in the 3Q of 2011 with the strategy's dividend tilt
- Underperformance expected in 2013, as equity markets rose sharply
- Larger capitalization bias hurt relative performance, as smaller cap securities outperformed in 2013

Wellington Quality Value Performance Overview

Since inception in the North Carolina Large Cap Value Fund, the quality value strategy has underperformed in three of the five down markets

State of North Carolina Retirement System - Wellington Management Company - Quality Value

Quarterly Excess Return vs. Russell 1000 Value with rolling 1 yr line in \$US (before fees) over 7 yrs ending September-14 Comparison with the US Equity Large Cap Value (Active) universe



Quartiles

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Wellington Quality Value Long Term Performance Cycle

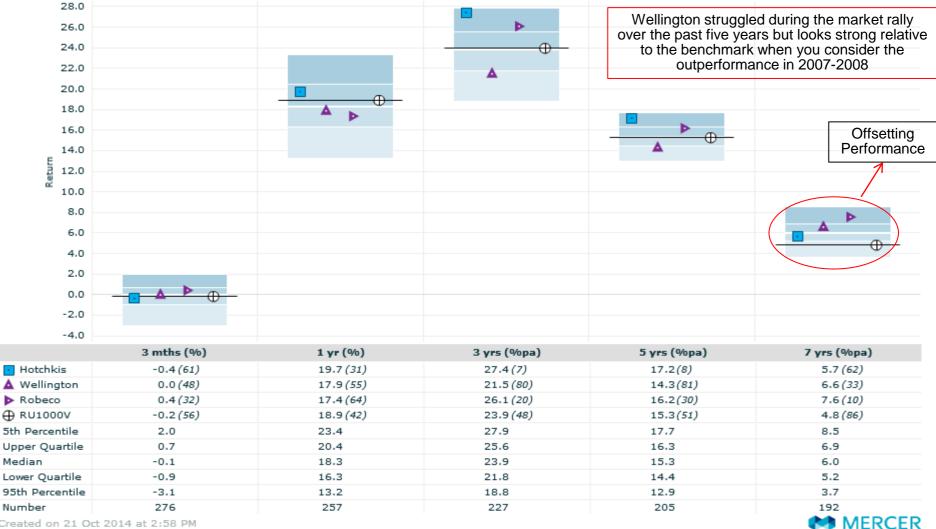
State of North Carolina Retirement System - Wellington Management Company - Quality Value

Quarterly Excess Return vs. Russell 1000 Value with rolling 1 yr line in \$US (before fees) over 10 yrs ending September-14 Comparison with the US Equity Large Cap Value (Active) universe



Performance Analysis

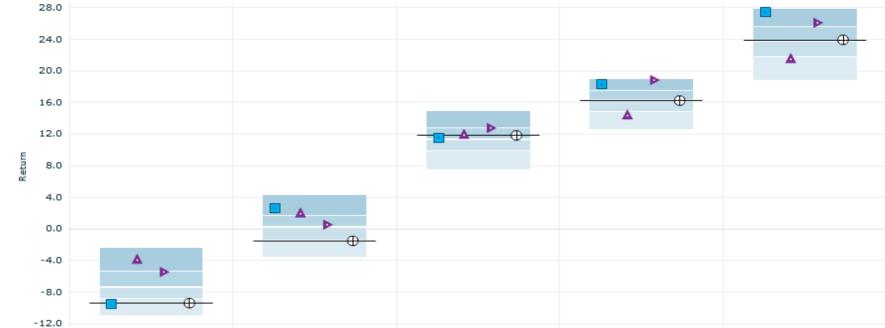
Return in \$US (before fees) over 3 mths, 1 yr, 3 yrs, 5 yrs, 7 yrs ending September-14 Comparison with the US Equity Large Cap Value universe (Percentile Ranking)



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Performance Analysis

Return in \$US (before fees) over 5 annual rolling periods ending September-14



Comparison with the US Equity Large Cap Value universe (Percentile Ranking)

	3 yrs to 9/2010 (%pa)	3 yrs to 9/2011 (%pa)	3 yrs to 9/2012 (%pa)	3 yrs to 9/2013 (%pa)	3 yrs to 9/2014 (%pa)
 Hotchkis 	-9.5(83)	2.6(14)	11.6 (46)	18.3(11)	27.4(7)
🛕 Wellington	-4.0(12)	1.9 (22)	11.9 (42)	14.3(86)	21.5(80)
Robeco	-5.4(28)	0.6 (45)	12.8 (25)	18.9(7)	26.1(20)
⊕ RU1000V	-9.4(81)	-1.5(78)	11.8 (43)	16.2(51)	23.9(48)
5th Percentile	-2.3	4.4	15.0	19.0	27.9
Upper Quartile	-5.3	1.7	12.8	17.5	25.6
Median	-7.4	0.3	11.4	16.3	23.9
Lower Quartile	-8.9	-1.4	9.9	14.9	21.8
95th Percentile	-11.0	-3.6	7.5	12.6	18.8
Number	290	280	266	247	227
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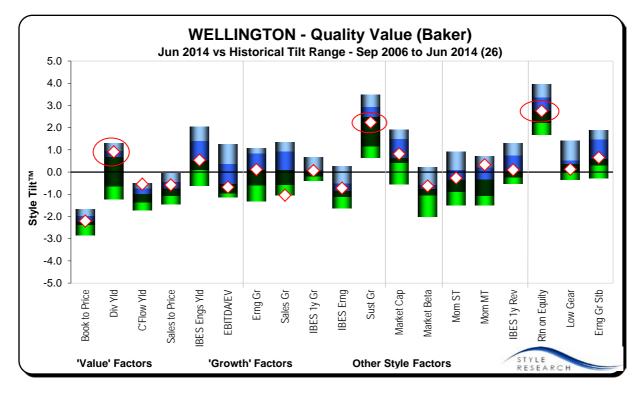
Performance Analysis

Performance characteristics vs. Russell 1000 Value in \$US (before fees) over 10 yrs ending September-14 (guarterly calculations) Comparison with the US Equity Large Cap Value universe (Percentile Ranking)



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Holdings Based Style Analysis



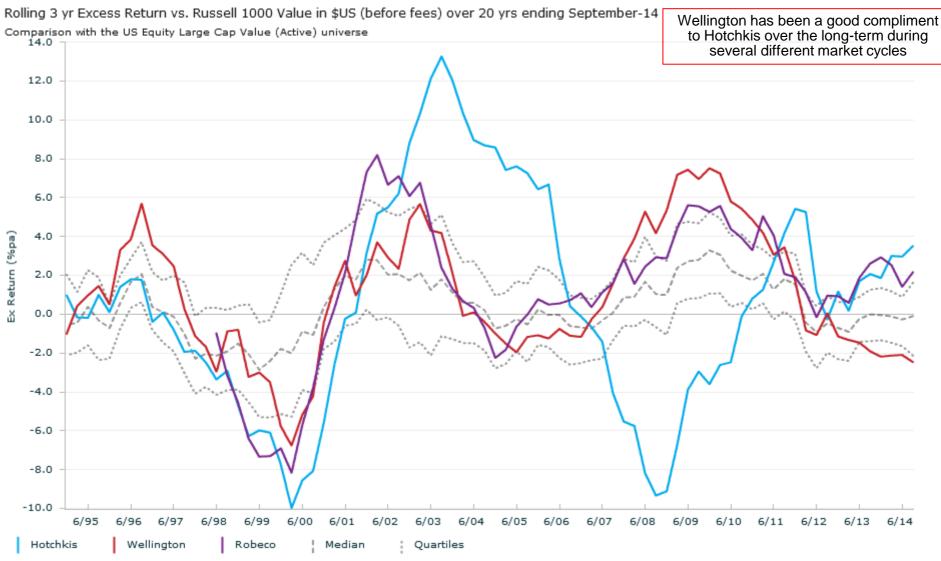
- Portfolio exposures are generally in line with the stated philosophy.
- High Sustainable Growth and RoE indicate portfolio holds stocks that have had strong financials results.
- High exposure to dividend yield, which is in line with the philosophies emphasis on capital distribution.
- The portfolio has generally had exposure to companies with larger market capitalizations relative to the Russell 1000 Value benchmark.

Large Cap Value Fund – Role of current managers

Fund	Current Managers	Role in Fund
NC Large Cap Value Fund	Hotchkis & Wiley	 Deep value manager Higher tracking error Loose portfolio guidelines vs. benchmark
	Wellington	 Quality value manager Should provide strong downside protection Strategy has a heavy weight towards dividend paying stocks
	Robeco	 More of a relative value manager with a quality tilt Low tracking error Focus on valuation and balanced approach

Multi-Manager Diversification

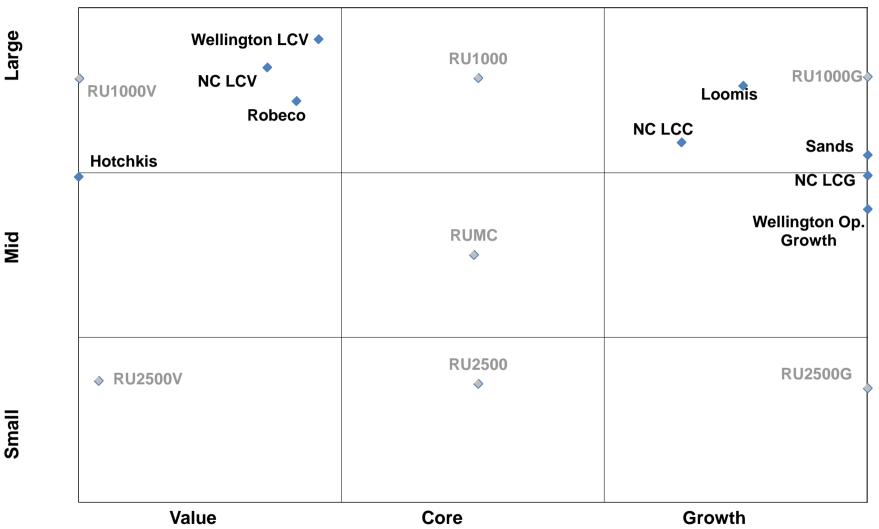
State of North Carolina Retirement System - Hotchkis & Wiley Large Cap Value, Wellington Management



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North Carolina Style Map

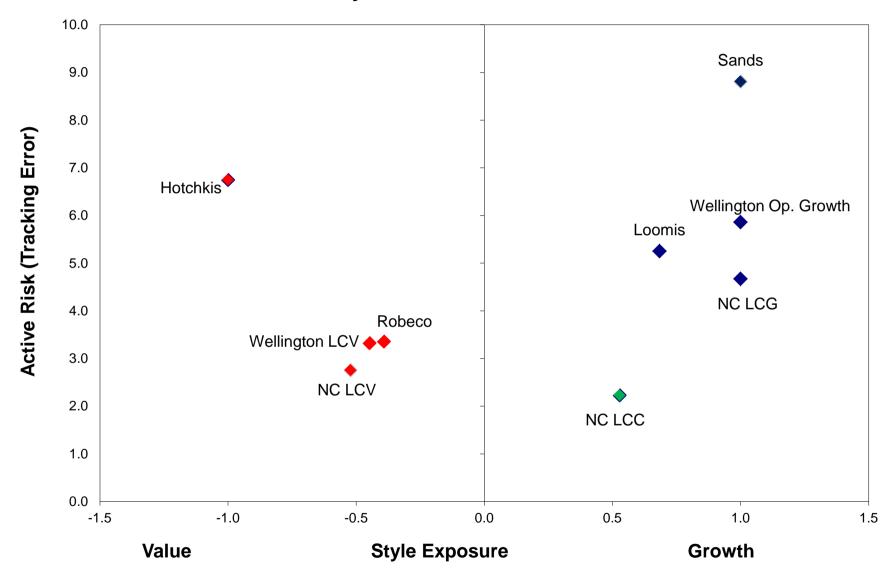


Return Based Style Analysis

Mid

Small

North Carolina Style Map



Style Bias vs Active Risk

Alternative Manager Comparison Fit with Existing Managers

Correlation of Excess Returns vs. Russell 1000 Value in \$US (before fees) over 10 yrs ending September 2014(Quarterly calculations)

	Hotchkis	Robeco	Wellington QV	AJO	Delaware	MFS	O'Shaughnessy	T. Rowe Price	Wellington VE
Hotchkis and Wiley		0.05	-0.28	-0.11	-0.23	-0.23	0.53	0.16	-0.52
Robeco	-1.20		0.43	0.53	0.03	0.56	0.01	0.34	0.13
Wellington QV	-1.69	-0.55		0.63	0.52	0.76	-0.24	0.39	0.60
AJO	-1.60	-0.48	-0.37		0.61	0.81	-0.26	0.11	0.38
Delaware Invs	-2.13	-1.21	-0.54	-0.49		0.47	-0.33	-0.07	0.60
MFS	-1.65	-0.42	-0.22	-0.18	-0.61		-0.18	0.35	0.52
O'Shaughnessy	-0.84	-1.39	-1.76	-2.09	-2.70	-1.71		0.31	-0.18
T. Rowe Price	-0.71	-0.48	-0.43	-0.70	-0.92	-0.47	-0.61		0.26
Wellington VE	-2.34	-0.93	-0.39	-0.69	-0.47	-0.48	-1.84	-0.56	

Notes:

Correlation is shown in the right hand side of the table.

Risk Reduction is shown in the left hand side of the table.

Risk Reduction is defined as the reduction in tracking error from diversification when using a 50:50 mix of the two managers.

	Rating	Strategy Assets (M)	Inception
AJO	А	2,097	1992
Delaware	А	14,573	2004
MFS	B+	63,112	1989
O'Shaughnessy	B+ (T)	2,605	1996
T. Rowe Price	А	47,260	1989
Wellington	B+	17,137	2000

Return in \$US (before fees) over 3 mths, 1 yr, 2 yrs, 3 yrs, 5 yrs, 10 yrs ending September-14

Comparison with the US Equity Large Cap Value universe (Percentile Ranking)

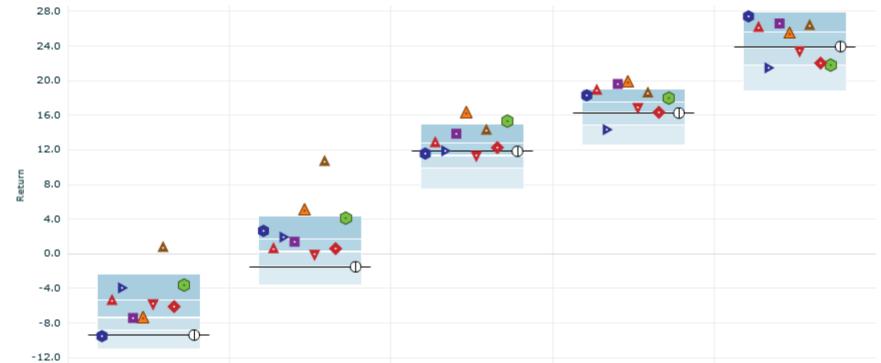


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Return in \$US (before fees) over 5 annual rolling periods ending September-14

Comparison with the US Equity Large Cap Value universe (Percentile Ranking)



	3 yrs to 9/2010 (%pa)	3 yrs to 9/2011 (%pa)	3 yrs to 9/2012 (%pa)	3 yrs to 9/2013 (%pa)	3 yrs to 9/2014 (%pa)
Hotchkis	-9.51 (83)	2.64 (14)	11.57 (46)	18.32(11)	27.44(7)
A Robeco	-5.45 (28)	0.55(45)	12.79 (25)	18.86(7)	26.10(20)
Wellington QV	-3.95 (12)	1.92(22)	11.88(42)	14.34(86)	21.47 (80)
• AJO	-7.43 (50)	1.37 (28)	13.87 (15)	19.60 <i>(3)</i>	26.60 (15)
🔺 Delaware	-7.45 (51)	4.98(4)	16.23(1)	19.78(2)	25.38 (28)
V MFS	-5.74 (29)	-0.04 (56)	11.38(50)	16.92(36)	23.48 (56)
🛕 O'Shaughnessy	0.68(1)	10.63(0)	14.23(10)	18.54(9)	26.35(17)
🔷 T. Rowe Price	-6.12(34)	0.60(42)	12.26(34)	16.34(49)	22.02(72)
Wellington VE	-3.63(10)	4.13(6)	15.34(3)	17.99(16)	21.81(75)
RU1000V RU1000V	-9.38 (81)	-1.52(78)	11.84 (43)	16.25(51)	23.93 (48)

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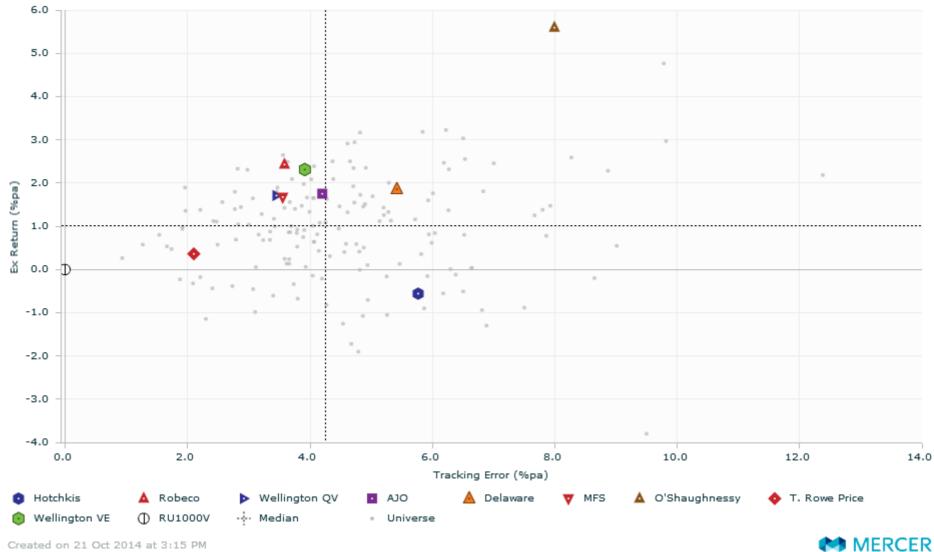
Return and Std Deviation in \$US (before fees) over 10 yrs ending September-14 (quarterly calculations)

Comparison with the US Equity Large Cap Value (Active) universe



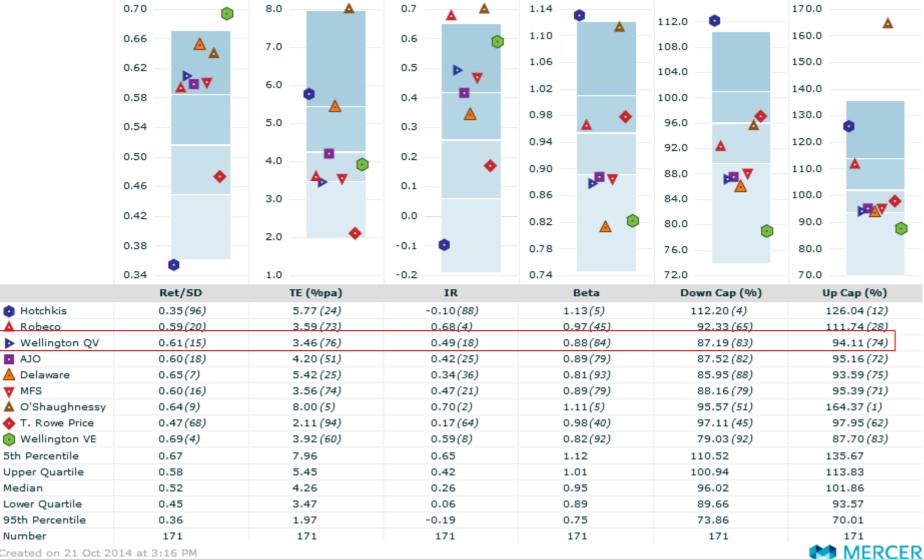
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Excess Return and Tracking Error vs. Russell 1000 Value in \$US (before fees) over 10 yrs ending September-14 (quarterly calculations) Comparison with the US Equity Large Cap Value universe



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Performance characteristics vs. Russell 1000 Value in \$US (before fees) over 10 yrs ending September-14 (guarterly calculations) Comparison with the US Equity Large Cap Value universe (Percentile Ranking)



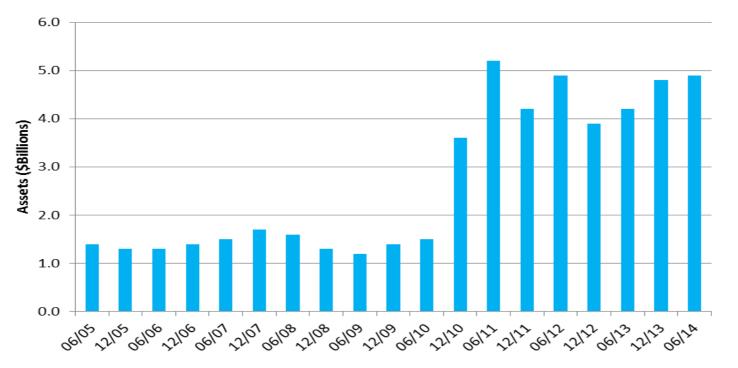
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Team and Resources

KEY TEAM MEMBERS

Name	Title	Location	Joined Firm	Joined Industry
Matthew Baker	Senior Vice President, Portfolio Manager	Boston, MA	2004	1996
Edward Bousa	Senior Vice President	Boston, MA	2000	1980
Pete Fisher	Vice President	Boston, MA	2005	1993
Donald Kilbride	Senior Vice President	Boston, MA	2002	1986
Nataliya Kofman	Vice President	Boston, MA	2006	1998
Mark Vincent	Vice President	Boston, MA	2008	N/A

History of Product Assets



Appendix



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