

**WASHINGTON STATE INVESTMENT BOARD
Private Markets Committee Meeting Minutes
December 3, 2010**

The Private Markets Committee met in open public session at 9:01 a.m. in the boardroom at the Washington State Investment Board in Olympia, Washington.

Members Present: George Masten, Chair
Steve Hill
Treasurer Jim McIntire
Richard Muhlebach
David Nierenberg
Representative Sharon Tomiko Santos
Jeff Seely

Members Absent: Patrick McElligott

Other Board Members
Present: Judi Owens

Others Present: Theresa Whitmarsh, Executive Director
Gary Bruebaker, Chief Investment Officer
Victor Moore, Chief Operating Officer
Steve Lerch, Research Director
Tom Ruggels, Senior Investment Officer – Private Equity
Janet Kruzel, Assistant Senior Investment Officer – Private Equity
Steve Draper, Senior Investment Officer – Real Estate
Tripp Gantt, Assistant Senior Investment Officer – Real Estate
Ceri Walker, Assistant Senior Investment Officer – Real Estate
Matt Meredith, Investment Officer – Real Estate
Reggie Ross, Investment Officer – Real Estate
Brian Shrader, Investment Officer – Real Estate
Erwin Vidallon, Investment Officer – Real Estate
Linda Buchanan, Administrative Assistant

Steve Dietrich, Assistant Attorney General
Michael Humphrey, Courtland Partners
William Foster, Courtland Partners
Joseph Cook, Courtland Partners

[Names of other individuals attending the meeting are listed in the permanent record.]

The meeting convened at 9:01 a.m. with Chair Masten identifying members present. Chair Masten said that the Committee would participate in the Real Estate Annual Planning Session first since a quorum of the Committee was not present.

The Chair announced that the Committee would go into executive session to discuss financial and commercial information relating to an investment since public knowledge regarding the discussion would result in loss to the funds managed by the WSIB or would result in private loss to the providers of the information.

The executive session was expected to last approximately 10 minutes, at which point the Committee would reconvene in open session.

[The Committee convened in executive session at 9:03 a.m.]

REAL ESTATE ANNUAL PLANNING SESSION

[Mr. Hill was in attendance at 9:10 a.m.]

[Treasurer McIntire was in attendance at 9:12 a.m.]

[Representative Santos was in attendance at 9:17 a.m.]

[The Committee recessed at 10:52 a.m. and reconvened in Executive Session at 11:03 a.m.]

[The Committee recessed at 11:56 a.m. and reconvened in Executive Session at 12:27 p.m.]

[The Committee recessed at 2:31 p.m. and reconvened in Executive Session at 2:40 p.m.]

VENTURE CAPITAL DISCUSSION

[The Committee reconvened in open session at 3:59 p.m.]

[Ms. Owens was no longer in attendance at 3:59 p.m.]

ADOPTION OF THE NOVEMBER 4, 2010, MINUTES

Mr. Hill moved to adopt the minutes of November 4, 2010.

Treasurer McIntire seconded, and the motion carried unanimously.

REAL ESTATE ANNUAL PLANNING SESSION

Treasurer McIntire moved that the Private Markets Committee recommend that the Board adopt the confidential 2011 Real Estate Annual Plan that was presented and discussed in executive session. Mr. Hill seconded, and the motion carried unanimously.

REAL ESTATE CONSULTANT (CATEGORY A) FINALIST PRESENTATION

Mr. Draper introduced himself and explained that there was a limited group of potential consultants that do not have material conflicts of interest. Only a few responded to the request for qualifications and quotes and two firms were interviewed at length in person.

The consensus of the Committee was that the members had read the material provided, were very familiar with the consultant's work, and did not need to hear a formal presentation from Courtland Partners.

Treasurer McIntire moved that the Private Markets Committee recommend that the Board authorize the hiring of Courtland Partners, Ltd., as the WSIB's general real estate consultant, subject to final negotiations of the contract. Mr. Hill seconded, and the motion carried unanimously.

PRIVATE MARKETS CLOSING LOG

The Private Markets Closing Log was presented for informational purposes.

OTHER ITEMS

There being no further business to come before the Committee, the meeting adjourned at 4:03 p.m.