

**CITY OF BURLINGTON EMPLOYEES
RETIREMENT PLAN**

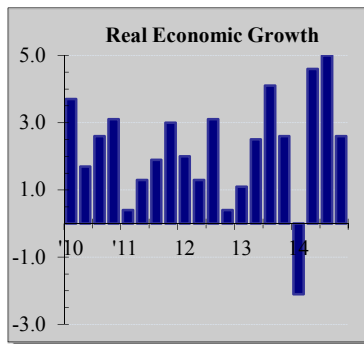
DECEMBER 2014



ECONOMIC ENVIRONMENT

Looking Pretty Good

The second half of 2014 was a very bright period for the U.S. economy after a long sluggish recovery. That growth came in spite of several major issues, including economic malaise in both Europe and Japan, the horrific Ebola crisis and Russian intransigence. Rapidly falling oil and gas prices put extra cash into the hands of consumers and made for a better Christmas. The effect of the drop in gasoline prices equated to better than a \$1,200 tax cut for the average American family and was the strongest stimulus since 2009.



Despite these issues (and in part because of them), the US economy expanded at its fastest rate since 1999. Q3 GDP grew at a 5% annual rate and the Q4 advance estimate came in at 2.6%. Growth was attributable to substantial job gains, growth in the manufacturing and service sectors, higher consumer confidence, and steady and reassuring Fed announcements. More details follow:

- Real GDP growth in Q3 increased at a 5% annual rate – higher still than the prior quarter; however, the Q4 growth rate was 2.6%. A key driver was increased federal spending, particularly for defense. Personal consumption expenditures (PCE) also grew. Imports were down while exports were up, further spurring growth.
- December payrolls rose by 252,000, as the unemployment rate fell to 5.6%. Just a year earlier, unemployment was at 6.7%; in fairness, part of the drop reflected those workers who stopped looking for work. For the full year, average job growth was 246,000 per month vs. 194,000 a year earlier. The only, yet important, downside was the data related to hourly wage rates. Wages have risen just 1.7% for the year, while economists had been hoping for a much stronger uptick. Without wage gains, personal consumption and consumer confidence are constrained.
- Housing consultant CoreLogic reported that home prices gained 5.5% for the fiscal year ended November (latest data available).

The five states with the highest year-over-year gains were Michigan (9.0%); Colorado (8.8%); Texas (8.5%); Nevada (7.9%); and North Dakota (7.9%). Nationally, however, prices remain roughly 13% below their April 2006 peak.

- The Institute of Supply Management (ISM) reported continuing advances in both the manufacturing and service sectors of the economy. December marked the 19th consecutive month for manufacturing growth. The ISM Manufacturing Index registered 55.5% (greater than 50% represents expansion). Eleven manufacturing industries showed positive growth vs. seven that were contracting. The ISM Non-manufacturing Index (service index) recorded a 56.2% level – up for the 59th consecutive month. Twelve service industries experienced positive activity vs. five that contracted.
- Consumer confidence grew modestly from November to December. The Consumer Confidence Index stands at 92.6. This was the highest reading in years, reflecting the consumer's favorable assessment of current economic and labor market conditions. As a result, the so-called Present Situation Index hit 98.6, its highest level since February 2008. Still, consumers remained cautious. For example, 27.7% of those surveyed still thought jobs were hard to find. Importantly, CEO confidence improved a bit in the 4th quarter.
- CPI inflation remained low. Abundant agricultural and energy supplies helped to dampen retail prices. In addition, very small increases in real wages curtailed consumer demand. The December CPI actually dipped slightly (-0.6). For the year as a whole, consumer prices only rose 0.8%.
- Certain industrial metals including nickel, zinc, and aluminum were the only commodities in the S&P/Goldman Sachs Commodity Index to advance in 2014 and the combined index slid 33.1% for the year. Most commodities fell dramatically. The steepest declines were in the energy sector, which fell an amazing 43%!
- The Fed made good on its promise to end its bond purchasing program (QE3), designed to help boost lending activity and thereby strengthen the economy.

DOMESTIC EQUITIES

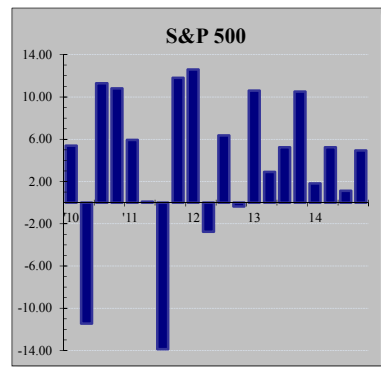
Positive Quarter and Double Digit Advances for the Year

All of the popular market indices advanced in Q4. The bellwether S&P 500 and DJIA climbed 4.9% and 5.2%, respectively. The tech-laden NASDAQ gained a modestly higher 5.7%. Small caps experienced a strong turnaround, as the Russell 2000 Index added 9.7% and its growth stock component pushed slightly above 10%. Unlike earlier quarters, growth and value stocks marched up together, whether they were large-cap, mid-cap or small-cap. The one exception was in the liquid real estate market (REITs). That sector, viewed as part of the small-cap value space, rocketed up 12.9% in line with the economy's increasing strength. The overall domestic market, represented by the Russell 3000 Index, advanced 5.2%.

For the full year, large and mid-cap stocks gained double-digit returns. The Russell 1000 (large caps) and Russell Midcap Indices each added a healthy 13.2%. However, small-cap stocks trailed considerably, with the Russell 2000 Index posting a much lower 4.9%. Again, real estate was the sector that dazzled investors as the NAREIT Index shot up 28%.

S&P sector returns varied widely. At the top was the small-sized transportation sector where companies earned an average of 13.9%, a clear indicator of economic strength. Consumer service also performed well (+11.8%). Autos and other manufacturing helped propel consumer durables up 10.9%. Financials and tech companies (excluding computer technology) each earned more than 8%. Utilities, which were thought to be fully priced, climbed 6.7% more. Consumer non-durables were mixed, but collectively added 5.9%. Finally, it's no surprise that energy stock prices fell dramatically. The sector dropped 9.1%, after an 8.6% third quarter decline, reflecting pummeled oil prices. While investors grieved, consumers celebrated their good fortune as they filled up for the holiday travel season.

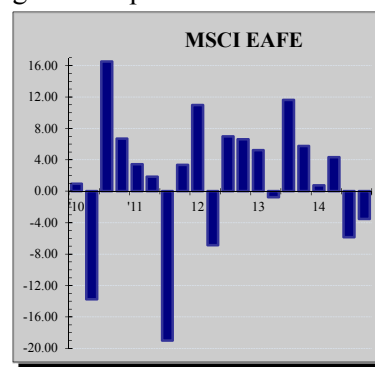
As of year-end, half of the S&P components saw dividend yields of 2% or less and a trailing year price/earnings ratio of 20x or greater. One could argue that the market has become fully priced.



INTERNATIONAL EQUITIES

Currency Weakness Offsets Any Local Gains

No surprise that the MSCI EAFE Index fell 3.5% during the fourth quarter, given the perfect storm that was brewing abroad. The stew of bad factors



were (1) the EU is mired in stagnant growth; (2) trading sanctions against Russia have exacerbated the falling price of oil; (3) the commodity-based Australian economy continued to lose steam; and (4) Japan's consumers showed a preference for savings over spending. The euro, pound, ruble and yen all lost value vs. the US dollar. Returns to US investors suffered accordingly. The Euro market fell 5%

for the period. Germany, the largest Euro component, eased back just 0.4%. The high-performing Daimler auto shares helped mitigate the loss. French shares fell 5.8%. The declines in the energy giant Total and drug maker Sanofi contributed to the pullback. Financially-strapped Italy dropped 13.4%. Shares in Spain (-8.2%) and Portugal (-23%) also suffered. Ireland was the sole exception, as its shares rose 1.9%. The UK market fell 4.2%, in spite of a slowly improving economy.

Australian shares gave back 3.6%, reflecting falling commodity prices, reduced exports and the currency factor. Japanese companies lost a relatively modest 2.4%. Recognizing the weak yen, Prime Minister Abe's government and central bank have taken aggressive steps to shore up Japan's economy. Toyota, Fuji Heavy Industries and Sony helped that market, while lower Honda earnings nicked the index. Hong Kong bounced back more than 3% as pro-democracy demonstrations ended and the real estate market stabilized. The tiny Israeli market was also in positive territory, increasing 1.4%. On the flip side, Hong Kong gaming companies continued to hurt and Canadian shares (not an EAFE component) shed 4.6%, hit by falling commodity prices, particularly oil.

EAFE performance for the full year was a disappointing -4.5%. Most individual EAFE markets were also in the red. A few exceptions included Ireland (+2.6%), Hong Kong (+5.1%), and Israel (+23.7%). Aside from falling oil prices, the same economic, currency, and geopolitical factors depressed most countries' returns throughout the year.

Emerging markets dropped sharply (-4.4%) last quarter, affected by falling commodity prices, currency weakness and the near collapse of the Russian economy. While China turned in positive results, virtually every other country return was in negative territory.

The BRIC Index, combining the four largest EM countries, fell 4.1%. Brazil lost almost 15%. That country's performance attribution included currency depreciation, weak economic growth, and investor uncertainty regarding the re-election of President Rouseff. Russian equities also plunged (-32.8%). Predictably, President Putin's military adventure in Ukraine and subsequent western sanctions created major unease, but the plummeting oil price and the ruble's freefall snowballed into a grim economic picture for Russia. India took a pause (-0.7%) after two quarters of strong performance. China, the largest component of the EM Index, advanced a surprising 7.2% due to targeted stimulus measures.

Eastern Europe markets (excluding Russia) swooned on fears of Russia's military. The combined loss in these markets was 14%. Poland fell 13.9% and Hungary declined 12.8%. Greece, swamped by a tidal wave of political unrest and austerity, saw its shares plunge almost 29%.

Turkey recovered from an 11.8% decline in Q3 to advance 11.6% in Q4.

Asian markets showed mixed results. The Philippines and Indonesia each advanced 0.7%, while Taiwan was up 1.7%. However, Thailand slid 6.4%; South Korea fell 7.7%; and Malaysia lost 10.5%, owing its downfall to lost confidence in its airline infrastructure and by implication, its government, after its recent spate of plane crashes and inadequate public relations in the aftermath.

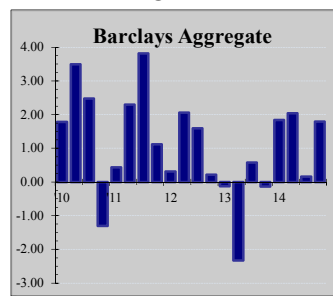
Latin America markets, including Brazil, skidded 13.3%. Mexican shares also fell in the double digits (-12.2%), as the country has had to address peso devaluation, the disappearance of 43 of its college students, falling oil prices, and the struggles of telecom giant America Movil. Progress in disarming the dominant drug cartels proved not enough of an offset.

For the year, EM lost a modest 1.8%. There were several pluses among EM countries. Indonesia surged 27%; Philippines soared 26.4%; and India climbed 23.9%, as all three embraced new leaders who promised economic reforms and growth. Turkey advanced 19%. China, an also-ran by comparison, gained 8.3%. Bringing up the rear with spectacular losses were Russia (-45.9%), Greece (-39.9%) and, to a lesser extent, Brazil (-13.7%). Each had its own problems; but, among the common threads were oil's price drop and weak or dysfunctional governments.

BOND MARKET

Investors Sought Safety in US Treasuries

Investment grade bonds reversed course from the lackluster 3rd quarter.



Still, the fourth quarter turnaround was generally less dramatic than that of the stock market. The Barclays Aggregate Index advanced 1.8%. Treasuries, corporate debt, and mortgage-backed debt performed in line with the aggregate. Asset-backed securities (ABS) were up a fractional 0.6%, while commercial mortgage debt (CMBS) posted +1.3%.

The long maturity Treasury sector was the clear winner as Treasuries with maturities of 20-years and longer turned in an astounding 9.4%.

The Aggregate Index was well into positive territory for the full year, returning 6.0%. This performance beat both 2012 returns (+4.2%) and those of 2013 (-2.0%).

High yield/junk bonds disappointed investors again, as the Barclays High Yield Corporate Index was down 1% for the quarter. Those investors who took on more credit risk by buying lower credit ratings suffered more. BA-rated names, the highest grade of junk bonds, were the best performers, gaining 0.9%, while the lowest-rated CAA-D issues plunged almost 24%. Energy companies that had issued junk bonds were an important part of this market. These energy issues fell a whopping 10.6% due to falling oil prices, thereby hammering the entire junk bond market! For the year, the return for the High Yield Index was a modestly positive 2.5%.

Combined, the G-6 (G-7 x-US) Global Treasuries lost 3.3%. Canada, France, Germany, and Italy sovereign returns were closely packed, all falling between 1% and 2%. Japan's government debt fell more (-6.4%). The UK was the only country to gain ground (+2.6%). Full year return for the G-6 index was -3.5%.

CASH EQUIVALENTS

Zero Return Still Applies

The Federal Reserve Board's most recent announcement indicates that short-term interest rates will remain in the zero-to-0.25% range.

MARKET SUMMARY

ECONOMIC STATISTICS

	CURRENT QTR	LAST QTR
GDP	2.6	5.0
Unemployment	5.6	5.9
CPI All Items Year/Year	0.80	1.70
Fed Funds Rate	0.25	0.25
Industrial Capacity	79.7	79.5
US Dollars per Euro	1.21	1.26

MAJOR INDEX QUARTER RETURNS

INDEX		PERFORMANCE
Russell 3000	5.2	
S&P 500	4.9	
Russell Mid	5.9	
Russell 2000	9.7	
MSCI EAFE	-3.5	
MSCI Emg Mkts	-4.4	
NCREIF ODCE	3.3	
Barclays Agg	1.8	
90 Day Tbills	0.0	

EQUITY RETURN DISTRIBUTIONS

	QUARTER			TRAILING YEAR		
	VAL	COR	GRO	VAL	COR	GRO
LC	5.0	4.9	4.8	13.5	13.2	13.1
MC	6.1	5.9	5.8	14.7	13.2	11.9
SC	9.4	9.7	10.1	4.2	4.9	5.6

MARKET SUMMARY

- * GDP grew by 2.6% in Q4 (advance estimate), following a 5% expansion in Q3.
- * Unemployment continued to fall to 5.6%.
- * CPI ticked up by 0.8% year over year.
- * Domestic markets grew across all styles and cap sizes. Small cap stocks gained at a faster pace, while large cap stocks followed behind mid and small caps in Q4.
- * The US Dollar strengthened relative to the Euro.

INVESTMENT RETURN

On December 31st, 2014, the City of Burlington Employees Retirement System was valued at \$158,377,811, a decrease of \$1,182,504 from the September ending value of \$159,560,315. Last quarter, the account recorded total net withdrawals of \$1,126,864 in addition to \$55,640 in net investment losses. Because there were no income receipts during the fourth quarter, the portfolio's net investment losses were entirely made up of capital losses (realized and unrealized).

For the cumulative period since December 2004, the portfolio has posted net withdrawals totaling \$11.3 million and recorded net investment gains totaling \$68.2 million. For the period since December 2004, if the fund had returned a compounded nominal rate of 8.0% it would have been valued at \$202.7 million or \$44.3 million more than the actual value as of December 31st, 2014.

RELATIVE PERFORMANCE

Total Fund

For the fourth quarter, the total portfolio returned 0.0%, which was 0.4% less than the Burlington Manager Shadow Index's return of 0.4% and ranked in the 99th percentile of the Public Fund universe. Over the trailing year, this portfolio returned 4.3%, which was 0.8% above the benchmark's 3.5% return, ranking in the 90th percentile. Since December 2004, the account returned 5.6% on an annualized basis and ranked in the 90th percentile.

EXECUTIVE SUMMARY**PERFORMANCE SUMMARY**

	Quarter	FYTD	1 Year	-----Annualized-----	
				3 Years	Since 12/04
Total Portfolio	0.0	-2.2	4.3	8.5	5.6
<i>PUBLIC FUND RANK</i>	(99)	(99)	(90)	(97)	(90)
MANAGER SHADOW	0.4	-1.4	3.5	7.7	----
POLICY INDEX	2.4	1.8	7.4	11.8	6.5
Diversified Assets	-1.1	-3.8	4.8	7.6	----
<i>BALANCED FUND RANK</i>	(97)	(97)	(94)	(97)	----
60 MSCI/40 WGBI	0.1	-2.7	3.1	9.1	5.5
CPI + 5%	-0.1	1.0	5.8	6.4	7.3
Equity	1.1	-1.9	5.0	14.3	6.4
<i>GLOBAL EQUITY RANK</i>	(52)	(56)	(42)	(74)	(73)
MSCI AC WORLD	0.5	-1.7	4.7	14.7	6.6
ACWI EX US	-3.8	-8.8	-3.4	9.5	5.6
MSCI EAFE	-3.5	-9.2	-4.5	11.6	4.9
MSCI EMG MKTS	-4.4	-7.6	-1.8	4.4	8.8
RUSSELL 3000	5.2	5.3	12.6	20.5	7.9
CAMBRIDGE PE	0.0	1.7	10.7	15.0	13.5
Absolute Return	-0.3	-0.8	2.4	8.5	----
HFRI FOF	0.9	1.2	3.3	5.7	3.0
Real Assets	-3.5	-7.5	-1.7	3.5	----
REAL ASSETS IDX	-1.1	-3.6	1.4	3.9	5.1
NCREIF ODCE	3.3	6.6	12.5	12.4	7.1
NCREIF TIMBER	6.0	7.6	10.5	9.3	8.3
BLP COMMODITY	-12.1	-22.5	-17.0	-9.4	-1.9
Fixed Income	0.7	0.1	5.5	4.1	----
<i>BROAD MARKET FIXED RANK</i>	(58)	(77)	(42)	(43)	----
GLOBAL AGGREGATE	-1.0	-4.1	0.6	0.7	3.6
GLOBAL AGG EX US	-3.0	-8.2	-3.1	-0.8	2.8
BARCLAYS AGG	1.8	2.0	6.0	2.7	4.7

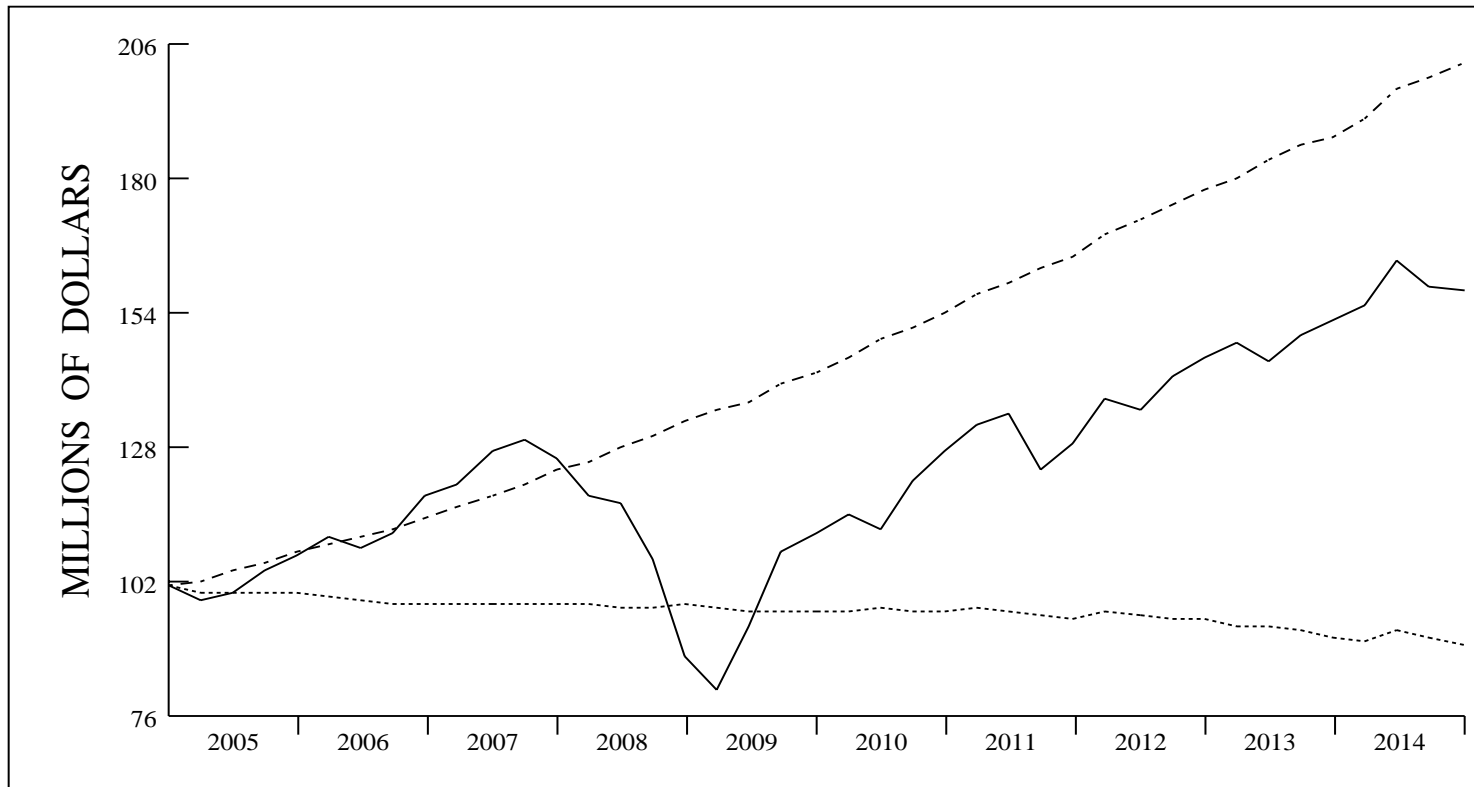
ASSET ALLOCATION

Diversified	18.4%	\$ 29,083,400
Equity	35.0%	55,497,482
Absolute Retn	4.7%	7,366,887
Real Assets	10.1%	16,028,959
Fixed Income	31.6%	49,995,509
Cash	0.3%	405,574
Total Portfolio	100.0%	\$ 158,377,811

INVESTMENT RETURN

Market Value 9/2014	\$ 159,560,315
Contribs / Withdrawals	- 1,126,864
Income	0
Capital Gains / Losses	- 55,640
Market Value 12/2014	\$ 158,377,811

INVESTMENT GROWTH



— ACTUAL RETURN
 - - - 8.0%
 0.0%

VALUE ASSUMING
 8.0% RETURN
 \$ 202,654,526

	LAST QUARTER	PERIOD 12/04 - 12/14
BEGINNING VALUE	\$ 159,560,315	\$ 101,545,896
NET CONTRIBUTIONS	- 1,126,864	- 11,320,686
<u>INVESTMENT RETURN</u>	<u>- 55,640</u>	<u>68,152,600</u>
ENDING VALUE	\$ 158,377,811	\$ 158,377,811
INCOME	0	8,264,173
CAPITAL GAINS (LOSSES)	<u>- 55,640</u>	<u>59,888,428</u>
INVESTMENT RETURN	- 55,640	68,152,600

MANAGER ALLOCATION SUMMARY

Prior Quarter Market Value	%	Fund Name	Style	Current Quarter Market Value	%
\$12,312,680	7.7	AQR	(DIVE)	\$11,618,827	7.3
\$3,012,757	1.9	Mellon Dynamic Growth	(DIVE)	\$3,171,991	2.0
\$8,995,265	5.6	Pimco All Asset	(DIVE)	\$8,734,360	5.5
\$5,609,686	3.5	Wellington GAA	(DIVE)	\$5,558,222	3.5
\$4,040,866	2.5	SSgA Equal Weight	(LCOR)	\$4,284,844	2.7
\$7,245,802	4.5	SSgA S&P 500	(LCOR)	\$11,459,659	7.2
\$4,404,872	2.8	T Rowe Price	(LCOR)	\$468,913	0.3
\$973,901	0.6	SSgA S&P 400	(MIDC)	\$1,036,780	0.7
\$2,964,899	1.9	Champlain	(SMID)	\$3,115,373	2.0
\$2,124,474	1.3	SSgA R2000G	(SCGR)	\$2,338,518	1.5
\$2,836,609	1.8	Wellington SCV	(SCVA)	\$3,178,370	2.0
\$2,187,882	1.4	SSgA ACWI Ex-US	(FORN)	\$2,104,113	1.3
\$5,576,006	3.5	Acadian	(INEQ)	\$5,419,542	3.4
\$5,920,344	3.7	Mondrian Int'l Eq	(INEQ)	\$5,659,364	3.6
\$9,613,065	6.0	Aberdeen	(EMGM)	\$9,107,597	5.8
\$3,276,531	2.1	Martin Currie	(EMGM)	\$3,129,820	2.0
\$5,302,413	3.3	Schroders	(COMM)	\$4,707,690	3.0
\$1,453,151	0.9	GAM	(HEDG)	\$1,449,911	0.9
\$3,016,674	1.9	Grosvenor	(HEDG)	\$3,032,542	1.9
\$2,916,958	1.8	Permal	(HEDG)	\$2,884,434	1.8
\$1,632,652	1.0	Hamilton Lane II	(PREQ)	\$1,320,504	0.8
\$1,042,386	0.7	Hamilton VII A	(PREQ)	\$1,071,381	0.7
\$703,162	0.4	Hamilton VII B	(PREQ)	\$702,873	0.4
\$239,803	0.2	Harbourvest Buyout	(PREQ)	\$293,335	0.2
\$39,130	0.0	Harbourvest Credit	(PREQ)	\$52,487	0.0
\$392,751	0.2	Harbourvest Dover	(PREQ)	\$458,721	0.3
\$0	0.0	Harbourvest HIPEP VII	(PREQ)	\$22,570	0.0
\$212,996	0.1	Harbourvest Venture	(PREQ)	\$272,718	0.2
\$445,659	0.3	Siguler Guff	(REAL)	\$535,393	0.3
\$7,170,479	4.5	VPIC R E	(REAL)	\$7,549,852	4.8
\$3,160,833	2.0	Molpus	(TIMB)	\$3,236,024	2.0
\$3,803,274	2.4	Allianz Structured	(FIXD)	\$3,981,815	2.5
\$9,912,826	6.2	Pimco Core Plus	(FIXD)	\$10,071,666	6.4
\$9,946,089	6.2	Pimco Unconstrained	(FIXD)	\$9,939,657	6.3
\$3,794,542	2.4	Wellington FX	(FIXD)	\$4,003,320	2.5
\$4,287,047	2.7	Mondrian Fixed	(GLFX)	\$4,212,419	2.7
\$4,319,222	2.7	BlackRock TIPS	(TIPS)	\$4,315,892	2.7
\$4,586,343	2.9	Guggenheim	(HIYL)	\$4,515,419	2.9
\$1,472,325	0.9	KDP	(HIYL)	\$1,467,827	0.9
\$7,560,071	4.7	Wellington Emg Debt	(EMFX)	\$7,487,494	4.7
\$745,212	0.5	Cash	(CASH)	\$146,509	0.1
\$308,678	0.2	VPIC Cash	(CASH)	\$259,065	0.2

MANAGER PERFORMANCE SUMMARY

Name	(Universe)	Quarter	FYTD	1 Year	3 Years	5 Years	Inception
Composite	(Public Fund)	0.0 (99)	-2.2 (99)	4.3 (90)	8.5 (97)	8.3 (89)	5.6 (90) 12/04
<i>Burlington Manager Shadow Index</i>		0.4 ----	-1.4 ----	3.5 ----	7.7 ----	7.1 ----	---- ----
AQR	(Balanced)	-1.6 (97)	-5.0 (98)	8.4 (48)	7.1 (98)	10.3 (63)	10.3 (63) 12/09
<i>60%MSCI World/ 40% CITI WGBI</i>		0.1 ----	-2.7 ----	3.1 ----	9.1 ----	7.2 ----	7.2 ----
Mellon Dynamic Growth	(Balanced)	5.3 (9)	7.2 (6)	6.7 (73)	10.1 (91)	9.3 (79)	9.3 (79) 12/09
<i>60%MSCI World/ 40% CITI WGBI</i>		0.1 ----	-2.7 ----	3.1 ----	9.1 ----	7.2 ----	7.2 ----
Pimco All Asset	(Balanced)	-2.7 (99)	-5.3 (98)	1.7 (96)	6.4 (98)	7.4 (94)	7.4 (94) 12/09
<i>CPI Plus 5%</i>		-0.1 ----	1.0 ----	5.8 ----	6.4 ----	6.8 ----	6.8 ----
Wellington GAA	(Balanced)	-0.9 (97)	-4.2 (98)	1.5 (97)	9.1 (95)	5.7 (99)	5.7 (99) 12/09
<i>65% MSCI World / 35% Agg</i>		1.4 ----	0.1 ----	5.7 ----	11.4 ----	8.7 ----	8.7 ----
SSgA Equal Weight	(LC Core)	6.0 (26)	5.4 (61)	14.4 (27)	22.3 (19)	17.4 (9)	17.4 (9) 12/09
<i>Equal Weighted S&P 500</i>		6.1 ----	5.4 ----	14.5 ----	22.4 ----	17.4 ----	17.4 ----
SSgA S&P 500	(LC Core)	5.0 (52)	6.2 (41)	13.8 (38)	20.5 (52)	---- ----	17.4 (50) 09/10
<i>S&P 500</i>		4.9 ----	6.1 ----	13.7 ----	20.4 ----	15.4 ----	17.4 ----
T Rowe Price	(LC Core)	4.9 (56)	5.6 (57)	10.7 (83)	20.0 (61)	15.0 (65)	15.0 (65) 12/09
<i>S&P 500</i>		4.9 ----	6.1 ----	13.7 ----	20.4 ----	15.4 ----	15.4 ----
SSgA S&P 400	(Mid Cap)	6.5 (35)	2.2 (65)	9.9 (46)	20.1 (50)	---- ----	23.0 (46) 09/11
<i>S&P 400</i>		6.3 ----	2.1 ----	9.8 ----	20.0 ----	16.5 ----	22.8 ----
Champlain	(Smid Cap)	5.1 (63)	3.1 (31)	6.4 (58)	18.7 (63)	16.3 (54)	16.3 (54) 12/09
<i>Russell 2500</i>		6.8 ----	1.1 ----	7.1 ----	20.0 ----	16.4 ----	16.4 ----
SSgA R2000G	(SC Growth)	10.1 (28)	3.4 (41)	5.6 (34)	20.1 (50)	16.8 (64)	16.8 (64) 12/09
<i>Russell 2000 Growth</i>		10.1 ----	3.3 ----	5.6 ----	20.1 ----	16.8 ----	16.8 ----
Wellington SCV	(SC Value)	12.0 (3)	6.0 (4)	8.0 (22)	19.4 (57)	17.3 (33)	17.3 (33) 12/09
<i>Russell 2000 Value</i>		9.4 ----	0.0 ----	4.2 ----	18.3 ----	14.3 ----	14.3 ----

MANAGER PERFORMANCE SUMMARY

Name	(Universe)	Quarter	FYTD	1 Year	3 Years	5 Years	Inception
Composite	(Public Fund)	0.0 (99)	-2.2 (99)	4.3 (90)	8.5 (97)	8.3 (89)	5.6 (90) 12/04
<i>Burlington Manager Shadow Index</i>		0.4 ----	-1.4 ----	3.5 ----	7.7 ----	7.1 ----	---- ----
SSgA ACWI Ex-US	(Intl Eq)	-3.8 (68)	-8.9 (67)	-3.6 (60)	9.3 (70)	---- ----	4.6 (73) 09/10
<i>MSCI All Country World Ex US</i>		-3.8 ----	-8.8 ----	-3.4 ----	9.5 ----	4.9 ----	4.8 ----
Acadian	(Intl Eq)	-2.8 (51)	-10.5 (84)	-2.7 (49)	13.1 (34)	7.6 (39)	7.6 (39) 12/09
<i>MSCI EAFE Net</i>		-3.6 ----	-9.2 ----	-4.9 ----	11.1 ----	5.3 ----	5.3 ----
Mondrian Int'l Eq	(Intl Eq)	-4.4 (75)	-10.0 (81)	1.9 (20)	11.6 (49)	6.8 (49)	6.8 (49) 12/09
<i>MSCI EAFE Net</i>		-3.6 ----	-9.2 ----	-4.9 ----	11.1 ----	5.3 ----	5.3 ----
Aberdeen	(Emerging Mkt)	-5.3 (69)	-8.6 (72)	-1.1 (59)	5.5 (65)	6.3 (18)	6.3 (18) 12/09
<i>MSCI Emerging Markets</i>		-4.4 ----	-7.6 ----	-1.8 ----	4.4 ----	2.1 ----	2.1 ----
Martin Currie	(Emerging Mkt)	-4.0 (49)	-10.1 (84)	-7.7 (91)	2.6 (91)	2.2 (66)	2.2 (66) 12/09
<i>MSCI Emerging Markets</i>		-4.4 ----	-7.6 ----	-1.8 ----	4.4 ----	2.1 ----	2.1 ----
Schroders		-19.1 ----	-28.5 ----	-23.6 ----	-11.0 ----	-5.8 ----	-5.8 ---- 12/09
<i>Bloomberg Commodity Index</i>		-12.1 ----	-22.5 ----	-17.0 ----	-9.4 ----	-5.5 ----	-5.5 ----
GAM		-0.2 ----	-0.3 ----	1.4 ----	7.8 ----	---- ----	4.9 ---- 03/11
<i>HFRI FOF Composite</i>		0.9 ----	1.2 ----	3.3 ----	5.7 ----	3.3 ----	2.6 ----
Grosvenor		0.5 ----	0.5 ----	3.4 ----	8.9 ----	---- ----	5.7 ---- 12/10
<i>HFRI FOF Composite</i>		0.9 ----	1.2 ----	3.3 ----	5.7 ----	3.3 ----	2.7 ----
Permal		-1.1 ----	-2.3 ----	1.8 ----	8.3 ----	---- ----	4.6 ---- 03/11
<i>HFRI FOF Composite</i>		0.9 ----	1.2 ----	3.3 ----	5.7 ----	3.3 ----	2.6 ----
Hamilton Lane II		1.1 ----	3.1 ----	6.2 ----	13.2 ----	17.2 ----	17.2 ---- 12/09
<i>Cambridge US Private Equity</i>		0.0 ----	1.7 ----	10.7 ----	15.0 ----	15.2 ----	15.2 ----
Hamilton VII A		3.1 ----	9.5 ----	18.5 ----	17.6 ----	---- ----	16.1 ---- 09/11
<i>Cambridge US Private Equity</i>		0.0 ----	1.7 ----	10.7 ----	15.0 ----	15.2 ----	15.5 ----
Hamilton VII B		2.2 ----	-1.4 ----	6.3 ----	10.7 ----	---- ----	9.0 ---- 09/11
<i>Cambridge US Private Equity</i>		0.0 ----	1.7 ----	10.7 ----	15.0 ----	15.2 ----	15.5 ----

MANAGER PERFORMANCE SUMMARY

Name	(Universe)	Quarter	FYTD	1 Year	3 Years	5 Years	Inception
Composite	(Public Fund)	0.0 (99)	-2.2 (99)	4.3 (90)	8.5 (97)	8.3 (89)	5.6 (90) 12/04
<i>Burlington Manager Shadow Index</i>		0.4 ----	-1.4 ----	3.5 ----	7.7 ----	7.1 ----	---- ----
Harbourvest Buyout		5.2 ----	11.5 ----	17.2 ----	---- ----	---- ----	12.7 ---- 12/12
<i>Cambridge US Private Equity</i>		0.0 ----	1.7 ----	10.7 ----	15.0 ----	15.2 ----	15.5 ----
Harbourvest Credit		3.6 ----	8.4 ----	15.3 ----	---- ----	---- ----	14.7 ---- 12/12
<i>Cambridge US Private Equity</i>		0.0 ----	1.7 ----	10.7 ----	15.0 ----	15.2 ----	15.5 ----
Harbourvest Dover		8.3 ----	26.1 ----	36.7 ----	---- ----	---- ----	14.3 ---- 12/12
<i>Cambridge US Private Equity</i>		0.0 ----	1.7 ----	10.7 ----	15.0 ----	15.2 ----	15.5 ----
Harbourvest Venture		13.6 ----	20.1 ----	33.6 ----	---- ----	---- ----	18.8 ---- 12/12
<i>Cambridge US Private Equity</i>		0.0 ----	1.7 ----	10.7 ----	15.0 ----	15.2 ----	15.5 ----
Siguler Guff		-0.1 ----	-0.7 ----	---- ----	---- ----	---- ----	-0.7 ---- 06/14
<i>Cambridge US Private Equity</i>		0.0 ----	1.7 ----	10.7 ----	15.0 ----	15.2 ----	1.7 ----
VPIC R E		5.7 ----	5.7 ----	15.0 ----	12.9 ----	13.7 ----	13.7 ---- 12/09
<i>NCREIF NFI-ODCE Index</i>		3.3 ----	6.6 ----	12.5 ----	12.4 ----	13.9 ----	13.9 ----
Molpus		3.4 ----	3.2 ----	3.1 ----	6.5 ----	2.8 ----	2.8 ---- 12/09
<i>NCREIF Timber Index</i>		6.0 ----	7.6 ----	10.5 ----	9.3 ----	5.8 ----	5.8 ----
Allianz Structured	(Core Fixed)	5.2 (1)	7.7 (1)	16.6 (1)	7.9 (1)	8.8 (1)	8.8 (1) 12/09
<i>Barclays Aggregate Index</i>		1.8 ----	2.0 ----	6.0 ----	2.7 ----	4.5 ----	4.5 ----
Pimco Core Plus	(Core Fixed)	1.6 (66)	1.4 (89)	5.3 (93)	3.3 (47)	5.3 (27)	5.3 (27) 12/09
<i>Barclays Aggregate Index</i>		1.8 ----	2.0 ----	6.0 ----	2.7 ----	4.5 ----	4.5 ----
Pimco Unconstrained	(Global Fixed)	-0.1 (29)	0.2 (21)	3.0 (45)	2.0 (70)	---- ----	2.2 (68) 09/11
<i>3-Month LIBOR</i>		0.1 ----	0.1 ----	0.2 ----	0.3 ----	0.3 ----	0.3 ----
Wellington FX	(Core Fixed)	5.5 (1)	5.7 (1)	14.0 (1)	5.9 (1)	8.7 (1)	8.7 (1) 12/09
<i>Barclays Aggregate Index</i>		1.8 ----	2.0 ----	6.0 ----	2.7 ----	4.5 ----	4.5 ----
Mondrian Fixed	(Intl Fx)	-1.7 (32)	-4.5 (44)	-0.7 (67)	-1.7 (94)	1.8 (93)	1.8 (93) 12/09
<i>Citi World Gov't Bond Index</i>		-1.5 ----	-5.2 ----	-0.5 ----	-1.0 ----	1.7 ----	1.7 ----
BlackRock TIPS	(Broad Fixed)	-0.1 (86)	-2.1 (91)	3.6 (60)	0.4 (97)	4.1 (69)	4.1 (69) 12/09
<i>Barclays US TIPS</i>		0.0 ----	-2.1 ----	3.6 ----	0.4 ----	4.1 ----	4.1 ----
Guggenheim	(Hi Yield)	-1.5 (73)	-1.7 (32)	2.9 (45)	---- ----	---- ----	2.9 (45) 12/13
<i>Citi High Yield BB & B Index</i>		-0.8 ----	-2.4 ----	2.8 ----	7.7 ----	8.6 ----	2.8 ----
KDP	(Hi Yield)	-0.3 (34)	-1.8 (33)	2.7 (51)	6.8 (89)	7.6 (92)	7.6 (92) 12/09
<i>Citi High Yield BB & B Index</i>		-0.8 ----	-2.4 ----	2.8 ----	7.7 ----	8.6 ----	8.6 ----
Wellington Emg Debt		-1.0 ----	-2.8 ----	6.1 ----	6.4 ----	8.1 ----	8.1 ---- 12/09
<i>JP Morgan EMBI</i>		-0.6 ----	-1.1 ----	7.4 ----	6.1 ----	7.6 ----	7.6 ----

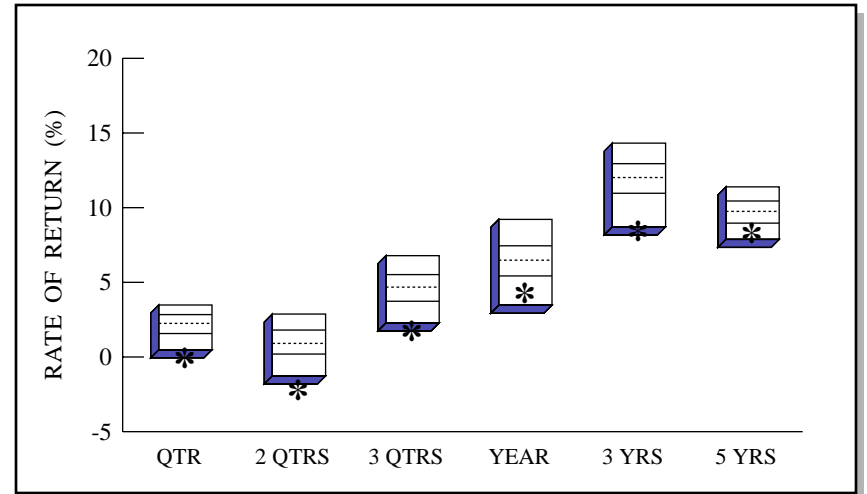
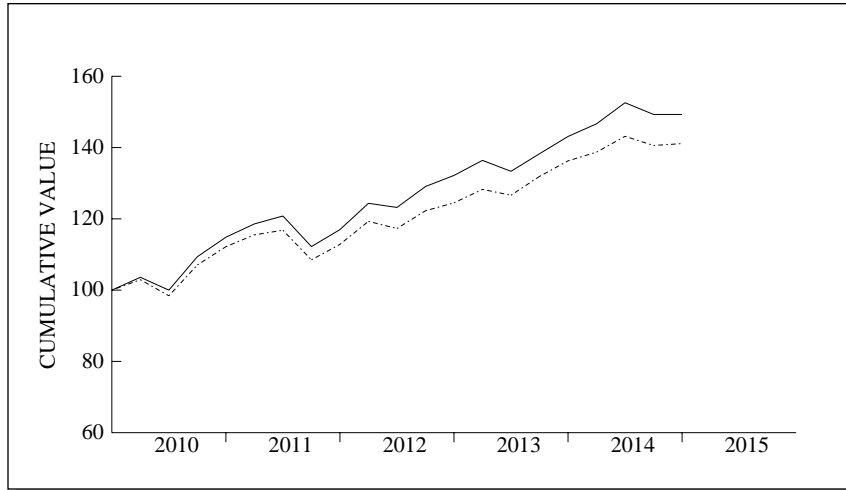
MANAGER VALUE ADDED

1 Quarter	Portfolio	Benchmark	1 Year
-1.7	AQR Global Risk Premium	60 MSCI/40 WGBI	5.3
5.2	Mellon Dynamic Growth	60 MSCI/40 WGBI	3.6
-2.6	Pimco All Asset	CPI + 5%	-4.1
-2.3	Wellington Opportunistic GAA	65World/35Agg	-4.2
-0.1	SSgA S&P Equal Weighted Index Fund	Equal Wtd S&P	-0.1
0.1	SSgA S&P 500 Cap-Weighted	S&P 500	0.1
0.0	T Rowe Price Enhanced Index	S&P 500	-3.0
0.2	SSgA S&P 400	S&P 400	0.1
-1.7	Champlain	Russell 2500	-0.7
0.0	SSgA Russell 2000 Growth	Russell 2000G	0.0
2.6	Wellington Small Cap Value	Russell 2000V	3.8
0.0	SSgA ACWI Ex-US	ACWI Ex US	-0.2
0.8	Acadian	MSCI EAFE Net	2.2
-0.8	Mondrian International Equity	MSCI EAFE Net	6.8
-0.9	Aberdeen Emerging Markets	MSCI Emg Mkts	0.7
0.4	Martin Currie Global Emerging Markets Fund	MSCI Emg Mkts	-5.9
-7.0	Schroders	BLP Commodity	-6.6
-1.1	GAM	HFRI FOF	-1.9
-0.4	Grosvenor	HFRI FOF	0.1
-2.0	Permal	HFRI FOF	-1.5
-0.4	Total Portfolio	Manager Shadow	0.8

MANAGER VALUE ADDED

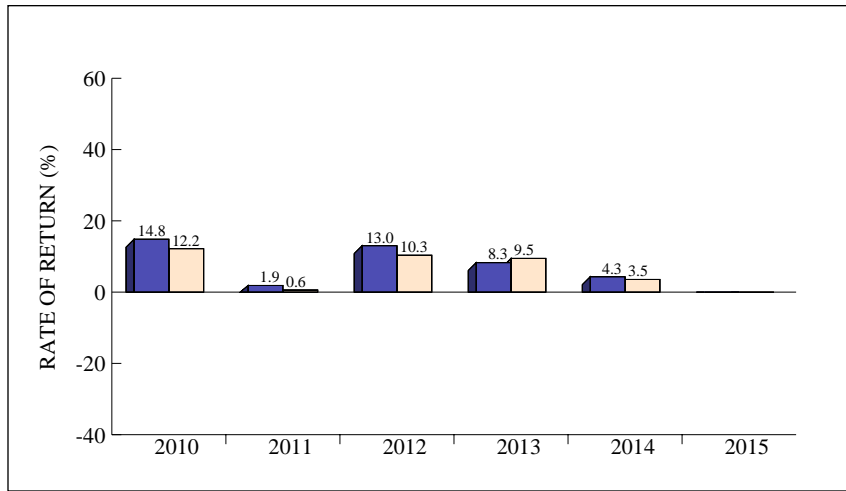
1 Quarter	Portfolio	Benchmark	1 Year
1.1	Hamilton Lane Secondary Fund II	Cambridge PE	-4.5
3.1	Hamilton Lane Private Equity Fund VII Series A Offshore	Cambridge PE	7.8
2.2	Hamilton Lane Private Equity Fund VII Series B Offshore	Cambridge PE	-4.4
5.2	Harbourvest Primary Fund IX Buyout	Cambridge PE	6.5
3.6	Harbourvest Primary Fund IX Credit Opportunities	Cambridge PE	4.6
8.3	Harbourvest Secondary Fund VIII Dover	Cambridge PE	26.0
13.6	Harbourvest Primary Fund IX Venture	Cambridge PE	22.9
-0.1	Siguler Guff Distressed Real Estate	Cambridge PE	N/A
2.4	VPIC Real Estate	NCREIF ODCE	2.5
-2.6	Molpus Sustainable Woodlands Fund II	NCREIF Timber	-7.4
3.4	Allianz Structured Alpha	Barclays Agg	10.6
-0.2	Pimco Core Plus	Barclays Agg	-0.7
-0.2	Pimco Unconstrained Bond Fund	3-Month LIBOR	2.8
3.7	Wellington DAS Fixed	Barclays Agg	8.0
-0.2	Mondrian Global Fixed Income	Citi WGBI	-0.2
-0.1	BlackRock TIPS	Barclays TIPS	0.0
-0.7	Guggenheim High Yield	BB & B Index	0.1
0.5	KDP	BB & B Index	-0.1
-0.4	Wellington Emerging Markets Debt	JPM EMBI	-1.3
-0.4	Total Portfolio	Manager Shadow	0.8

TOTAL RETURN COMPARISONS



Public Fund Universe

——— PORTFOLIO
 - - - - MANAGER SHADOW

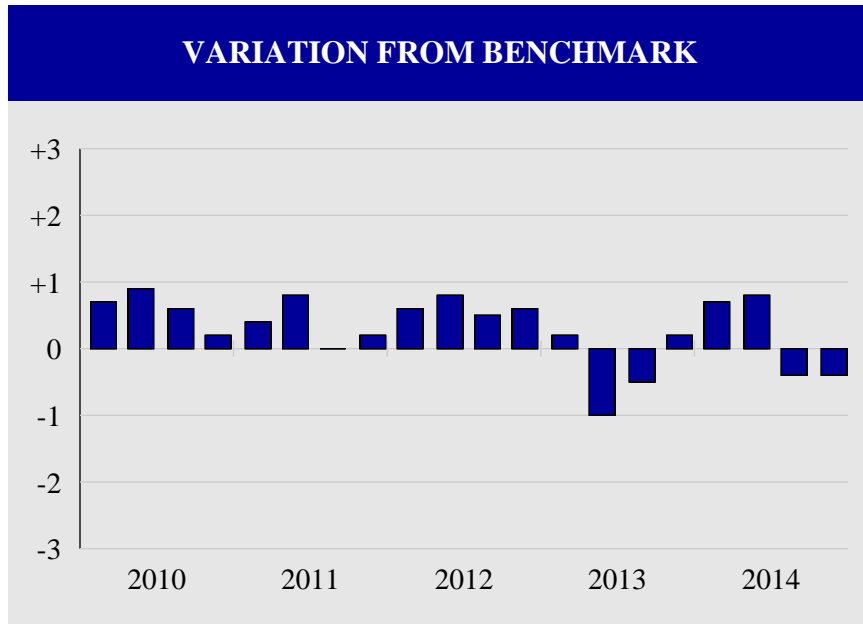


	QTR	2QTRS	3QTRS	YEAR	-----ANNUALIZED-----	
					3 YRS	5 YRS
RETURN	0.0	-2.2	1.8	4.3	8.5	8.3
(RANK)	(99)	(99)	(98)	(90)	(97)	(89)
5TH %ILE	3.5	2.9	6.8	9.2	14.3	11.4
25TH %ILE	2.8	1.8	5.5	7.4	13.0	10.5
MEDIAN	2.3	0.9	4.7	6.5	12.0	9.8
75TH %ILE	1.6	0.2	3.7	5.4	11.0	9.0
95TH %ILE	0.5	-1.3	2.3	3.5	8.7	7.9
Mgr Shadow	0.4	-1.4	1.7	3.5	7.7	7.1

Public Fund Universe

TOTAL PORTFOLIO QUARTERLY PERFORMANCE SUMMARY

COMPARATIVE BENCHMARK: BURLINGTON MANAGER SHADOW INDEX



Total Quarters Observed	20
Quarters At or Above the Benchmark	16
Quarters Below the Benchmark	4
Batting Average	.800

RATES OF RETURN						
Date	Portfolio	Bench	Diff	-----Cumulative-----		
				Portfolio	Bench	Diff
3/10	3.6	2.9	0.7	3.6	2.9	0.7
6/10	-3.5	-4.4	0.9	0.0	-1.6	1.6
9/10	9.4	8.8	0.6	9.4	7.1	2.3
12/10	5.0	4.8	0.2	14.8	12.2	2.6
3/11	3.3	2.9	0.4	18.6	15.5	3.1
6/11	1.9	1.1	0.8	20.8	16.8	4.0
9/11	-7.1	-7.1	0.0	12.2	8.5	3.7
12/11	4.2	4.0	0.2	17.0	12.8	4.2
3/12	6.3	5.7	0.6	24.4	19.3	5.1
6/12	-0.9	-1.7	0.8	23.2	17.3	5.9
9/12	4.7	4.2	0.5	29.1	22.3	6.8
12/12	2.4	1.8	0.6	32.2	24.5	7.7
3/13	3.2	3.0	0.2	36.4	28.3	8.1
6/13	-2.3	-1.3	-1.0	33.3	26.6	6.7
9/13	3.7	4.2	-0.5	38.3	31.9	6.4
12/13	3.5	3.3	0.2	43.1	36.3	6.8
3/14	2.5	1.8	0.7	46.7	38.7	8.0
6/14	4.0	3.2	0.8	52.6	43.2	9.4
9/14	-2.2	-1.8	-0.4	49.3	40.6	8.7
12/14	0.0	0.4	-0.4	49.3	41.1	8.2

Private Equity Investor Report as of December 31, 2014
Hamilton Lane Secondary Fund II LP

IRR Since Inception		17.04%	Annualized, Net of Fees		
Market Value	\$ 1,320,504	Last Appraisal Date: 12/31/2014 (unaudited)			
Initial Commitment	\$ 3,400,000	100.00%			
Capital Committed	\$ 2,982,695	87.73%			
Remaining Commitment	\$ 417,305	12.27%			
Net Investment Income/(Loss)	\$ (277,965)				
Net Unrealized Gain/(Loss)	\$ 885,072		Net Realized Gain/(Loss)	\$	839,243
Date	Contributions	% of Commitment	Recallable Distributions	% of Commitment	Distributions
Year 2009	\$ 518,361	15.25%	\$ (151,904)	-4.47%	\$ -
Year 2010	\$ 1,109,828	32.64%	\$ -	-	\$ (87,992)
Year 2011	\$ 607,254	17.86%	\$ (115,109)	-3.39%	\$ (361,234)
1/27/2012	\$ 224,461	6.60%	\$ -	-	\$ (243,571)
3/26/2012	\$ 276,260	8.13%	\$ -	-	\$ -
6/26/2012	\$ 204,000	6.00%	\$ -	-	\$ (154,491)
8/6/2012	\$ 144,500	4.25%	\$ -	-	\$ (150,759)
10/31/2012	\$ 51,000	1.50%	\$ -	-	\$ (129,738)
12/27/2012	\$ 34,000	1.00%	\$ -	-	\$ (157,957)
2/26/2013	\$ 11,511	0.34%	\$ -	-	\$ (137,100)
3/8/2013	\$ 34,000	1.00%	\$ -	-	\$ -
3/29/2013	\$ 43,166	1.27%	\$ -	-	\$ -
6/10/2013	\$ -	-	\$ -	-	\$ (144,307)
8/14/2013	\$ -	-	\$ -	-	\$ (167,406)
9/26/2013	\$ 8,633	0.25%	\$ -	-	\$ (132,375)
10/18/2013	\$ -	-	\$ -	-	\$ (110,666)
11/14/2013	\$ -	-	\$ (17,266)	-0.51%	\$ (40,013)
1/14/2014	\$ -	-	\$ -	-	\$ (143,432)
3/5/2014	\$ -	-	\$ -	-	\$ (120,864)
3/31/2014	\$ -	-	\$ -	-	\$ (63,310)
5/28/2014	\$ -	-	\$ -	-	\$ (172,662)
6/27/2014	\$ -	-	\$ -	-	\$ (71,978)
8/14/2014	\$ -	-	\$ -	-	\$ (115,109)
9/11/2014	\$ -	-	\$ -	-	\$ (132,375)
10/15/2014	\$ -	-	\$ -	-	\$ (187,101)
11/21/2014	\$ -	-	\$ -	-	\$ (44,892)
12/30/2014	\$ -	-	\$ -	-	\$ (89,125)
Total	\$ 3,266,974	96.09%	\$ (284,279)	-8.36%	\$ (3,158,457)

Private Equity Investor Report as of December 31, 2014
Hamilton Lane Private Equity Fund VII LP Series A Offshore

IRR Since Inception	14.47% Annualized, Net of Fees				
Market Value	\$ 1,071,381	Last Appraisal Date: 12/31/2014 (unaudited)			
Initial Commitment	\$ 1,500,000	100.00%			
Capital Committed	\$ 1,022,363	68.16%			
Remaining Commitment	\$ 477,637	31.84%			
Net Investment Income/(Loss)	\$ (39,747)				
Net Unrealized Gain/(Loss)	\$ 195,040		Net Realized Gain/(Loss)	\$ 151,042	
Date	Contributions	% of Commitment	Recallable Distributions	% of Commitment	Distributions
7/27/2011	\$ 172,500	11.50%	\$ -	-	\$ -
9/27/2011	\$ 52,500	3.50%	\$ -	-	\$ -
11/15/2011	\$ 52,500	3.50%	\$ -	-	\$ -
12/30/2011	\$ 67,947	4.53%	\$ -	-	\$ -
4/24/2012	\$ 83,394	5.56%	\$ -	-	\$ (32,311)
6/24/2012	\$ 52,500	3.50%	\$ -	-	\$ -
8/23/2012	\$ 45,000	3.00%	\$ -	-	\$ (3,692)
10/15/2012	\$ 67,500	4.50%	\$ -	-	\$ (23,932)
11/21/2012	\$ 80,250	5.35%	\$ -	-	\$ -
3/12/2013	\$ 48,750	3.25%	\$ -	-	\$ (27,930)
2/14/2014	\$ 61,500	4.10%	\$ -	-	\$ -
5/20/2014	\$ 187,500	12.50%	\$ -	-	\$ (151,650)
7/14/2014	\$ 50,522	3.37%	\$ -	-	\$ (19,283)
Total	\$ 1,022,363	68.16%	\$ -	0.00%	\$ (258,798)

Valuations of non-public securities are provided by Hamilton Lane, based on current market and company conditions.

Private Equity Investor Report as of December 31, 2014
Hamilton Lane Private Equity Fund VII LP Series B Offshore

IRR Since Inception		7.24%	Annualized, Net of Fees		
Market Value	\$	702,873	Last Appraisal Date: 12/31/2014 (unaudited)		
Initial Commitment	\$	1,000,000	100.00%		
Capital Committed	\$	757,934	75.79%		
Remaining Commitment	\$	242,066	24.21%		
Net Investment Income/(Loss)	\$	(48,159)			
Net Unrealized Gain/(Loss)	\$	92,412		Net Realized Gain/(Loss)	\$ 59,028
Date	Contributions	% of Commitment	Recallable Distributions	% of Commitment	Distributions
7/27/2011	\$ 160,000	16.00%	\$ -	-	\$ -
9/27/2011	\$ 35,000	3.50%	\$ -	-	\$ -
12/28/2011	\$ 50,723	5.07%	\$ -	-	\$ -
4/24/2012	\$ 56,445	5.64%	\$ -	-	\$ (22,962)
6/24/2012	\$ 50,000	5.00%	\$ -	-	\$ -
8/23/2012	\$ 50,000	5.00%	\$ -	-	\$ (2,909)
11/21/2012	\$ 30,000	3.00%	\$ -	-	\$ (16,671)
1/3/2013	\$ 40,000	4.00%	\$ -	-	\$ -
8/12/2013	\$ 100,000	10.00%	\$ -	-	\$ (35,860)
2/14/2014	\$ 44,000	4.40%	\$ -	-	\$ -
5/20/2014	\$ 80,000	8.00%	\$ -	-	\$ (49,323)
7/14/2014	\$ 45,512	4.55%	\$ -	-	\$ (3,495)
12/8/2014	\$ 16,254	1.63%	\$ -	-	\$ (29,570)
Total	\$ 757,934	75.79%	\$ -	0.00%	\$ (160,790)

Valuations of non-public securities are provided by Hamilton Lane, based on current market and company conditions.

Timber Investor Report as of December 31, 2014
Molpus Sustainable Woodlands Fund II, LP

IRR Since Inception	2.07% Annualized, Net of Fees	
Market Value	\$ 3,236,024	Last Appraisal Date: 12/31/2014 (unaudited)
Initial Commitment	\$ 3,400,000	100.00%
Capital Committed	\$ 3,400,000	100.00%
Remaining Commitment	\$ -	0.00%
Net Investment Income/(Loss)	\$ (179,957)	
Net Unrealized Gain/(Loss)	\$ 551,521	

Date	Contributions	% of Commitment	Recallable Distributions	% of Commitment	Distributions
2/28/2009	\$ 510,000	15.00%	\$ -	-	\$ -
9/30/2009	\$ 2,890,000	85.00%	\$ -	-	\$ -
4/30/2010	\$ -	-	\$ -	-	\$ (19,365)
6/30/2010	\$ -	-	\$ -	-	\$ (67,116)
12/31/2010	\$ -	-	\$ -	-	\$ (28,663)
6/30/2011	\$ -	-	\$ -	-	\$ (19,109)
12/31/2011	\$ -	-	\$ -	-	\$ (38,218)
12/31/2012	\$ -	-	\$ -	-	\$ (47,772)
6/25/2013	\$ -	-	\$ -	-	\$ (76,435)
12/31/2013	\$ -	-	\$ -	-	\$ (114,653)
3/31/2014	\$ -	-	\$ -	-	\$ (47,772)
9/30/2014	\$ -	-	\$ -	-	\$ (47,772)
12/31/2014	\$ -	-	\$ -	-	\$ (28,663)
Total	\$ 3,400,000	100.00%	\$ -	0.00%	\$ (535,538)

BURLINGTON EMPLOYEES RETIREMENT SYSTEM

Portfolio Returns as of December 31, 2014

Portfolio	QTR	FYTD	1 Year	Since 3/31/09	Since 12/31/07	Inception Date
Martin Currie	-4.0	-10.1	-7.7	10.9	N/A	03/09
Hamilton Lane***	2.0	4.1	9.5	19.5	N/A	03/09
Molpus Timber	3.4	3.2	3.1	4.0	N/A	03/09
Non-VPIC Assets**	0.4	-1.1	1.5	11.8	N/A	03/09
VPIC Assets*	-0.1	-2.2	4.4	13.6	4.3	12/07
Total Portfolio	0.0	-2.2	4.3	13.5	4.3	12/07

Fiscal Year Start date: July 1st.

**Source: NEPC*

***Asset allocation on 9/30/14: 33.4% Emerging Markets, 34.4% Private Equity, 32.2% Timber*

****The Hamilton Lane portfolio represents the combined assets of the three Hamilton Lane investments.*

BURLINGTON EMPLOYEES RETIREMENT SYSTEM

Portfolio Returns as of December 31, 2014

Portfolio	4Q 2014	Since 3/31/09
Non-VPIC Assets**	0.4	11.8
VPIC Assets*	-0.1	13.6
Total Portfolio	0.0	13.5

**Source: NEPC*

***Asset allocation on 9/30/14: 33.4% Emerging Markets, 34.4% Private Equity, 32.2% Timber*

Portfolio Returns as of September 30, 2014

Portfolio	3Q 2014	Since 3/31/09
Non-VPIC Assets**	-1.5	12.3
VPIC Assets*	-2.1	14.3
Total Portfolio	-2.2	14.1

**Source: NEPC*

***Asset allocation on 6/30/14: 34.4% Emerging Markets, 34.0% Private Equity, 31.6% Timber*

Portfolio Returns as of June 30, 2014

Portfolio	2Q 2014	Since 3/31/09
Non-VPIC Assets**	2.1	13.2
VPIC Assets*	4.0	15.5
Total Portfolio	4.0	15.3

**Source: NEPC*

***Asset allocation on 3/31/14: 32.2% Emerging Markets, 36.2% Private Equity, 31.6% Timber*

Portfolio Returns as of March 31, 2014

Portfolio	1Q 2014	Since 3/31/09
Non-VPIC Assets**	0.6	13.4
VPIC Assets*	2.6	15.4
Total Portfolio	2.5	15.2

**Source: NEPC*

***Asset allocation on 12/31/13: 32.9% Emerging Markets, 35.6% Private Equity, 31.4% Timber*

BURLINGTON EMPLOYEES RETIREMENT SYSTEM

Portfolio Returns as of December 31, 2013

Portfolio	4Q 2013	Since 3/31/09
Non-VPIC Assets**	7.9	14.1
VPIC Assets*	3.1	15.6
Total Portfolio	3.5	15.5

**Source: NEPC*

***Asset allocation on 9/30/13: 33.8% Emerging Markets, 35.2% Private Equity, 31.0% Timber*

Portfolio Returns as of September 30, 2013

Portfolio	3Q 2013	Since 3/31/09
Non-VPIC Assets**	2.4	13.0
VPIC Assets*	3.9	15.8
Total Portfolio	3.7	15.5

**Source: NEPC*

***Asset allocation on 6/30/13: 31.8% Emerging Markets, 37.2% Private Equity, 31.1% Timber*

Portfolio Returns as of June 30, 2013

Portfolio	2Q 2013	Since 3/31/09
Non-VPIC Assets**	-1.0	13.1
VPIC Assets*	-2.4	15.7
Total Portfolio	-2.3	15.5

**Source: NEPC*

***Asset allocation on 3/31/13: 33.8% Emerging Markets, 35.3% Private Equity, 30.9% Timber*

Portfolio Returns as of March 31, 2013

Portfolio	1Q 2013	Since 3/31/09
Non-VPIC Assets**	-0.8	14.3
VPIC Assets*	3.6	17.5
Total Portfolio	3.2	17.2

**Source: NEPC*

***Asset allocation on 12/31/12: 34.9% Emerging Markets, 34.5% Private Equity, 30.6% Timber*

BURLINGTON EMPLOYEES RETIREMENT SYSTEM

Portfolio Returns as of December 31, 2012

Portfolio	4Q 2012	Since 3/31/09
Non-VPIC Assets**	5.3	15.6
VPIC Assets*	2.1	17.6
Total Portfolio	2.4	17.5

**Source: NEPC*

***Asset allocation on 9/30/12: 33.9% Emerging Markets, 35.8% Private Equity, 30.3% Timber*

Portfolio Returns as of September 30, 2012

Portfolio	3Q 2012	Since 3/31/09
Non-VPIC Assets**	2.7	15.1
VPIC Assets*	5.1	18.3
Total Portfolio	4.7	18.1

**Source: NEPC*

***Asset allocation on 6/30/12: 32.5% Emerging Markets, 36.1% Private Equity, 31.4% Timber*

Portfolio Returns as of June 30, 2012

Portfolio	2Q 2012	Since 3/31/09
Non-VPIC Assets**	-2.8	15.4
VPIC Assets*	-0.8	18.0
Total Portfolio	-0.9	17.9

**Source: NEPC*

***Asset allocation on 3/31/12: 35.5% Emerging Markets, 33.3% Private Equity, 31.2% Timber*

Portfolio Returns as of March 31, 2012

Portfolio	1Q 2012	Since 3/31/09
Non-VPIC Assets**	7.9	17.8
VPIC Assets*	6.3	20.0
Total Portfolio	6.3	19.9

**Source: NEPC*

***Asset allocation on 12/31/11: 34.0% Emerging Markets, 31.5% Private Equity, 34.6% Timber*

BURLINGTON EMPLOYEES RETIREMENT SYSTEM

Portfolio Returns as of December 31, 2011

Portfolio	4Q 2011	Since 3/31/09
Non-VPIC Assets**	-0.8	16.3
VPIC Assets*	4.6	19.3
Total Portfolio	4.2	19.2

**Source: NEPC*

***Asset allocation on 9/30/11: 32.9% Emerging Markets, 28.0% Private Equity, 39.1% Timber*

Portfolio Returns as of September 30, 2011

Portfolio	3Q 2011	Since 3/31/09
Non-VPIC Assets**	-9.0	18.5
VPIC Assets*	-7.2	19.3
Total Portfolio	-7.1	19.3

**Source: NEPC*

***Asset allocation on 6/30/11: 40.9% Emerging Markets, 21.0% Private Equity, 38.1% Timber*

Portfolio Returns as of June 30, 2011

Portfolio	2Q 2011	Since 3/31/09
Non-VPIC Assets**	2.0	25.9
VPIC Assets*	1.9	25.8
Total Portfolio	1.9	25.7

**Source: NEPC*

***Asset allocation on 3/31/11: 41.3% Emerging Markets, 20.1% Private Equity, 38.9% Timber*

Portfolio Returns as of March 31, 2011

Portfolio	1Q 2011	Since 3/31/09
Non-VPIC Assets**	2.5	28.3
VPIC Assets*	3.4	28.2
Total Portfolio	3.3	28.2

**Source: NEPC*

***Asset allocation on 12/31/10: 41.3% Emerging Markets, 19.4% Private Equity, 39.3% Timber*

BURLINGTON EMPLOYEES RETIREMENT SYSTEM

Portfolio Returns as of December 31, 2010

Portfolio	4Q 2010	Since 3/31/09
Non-VPIC Assets**	7.5	31.1
VPIC Assets*	4.7	30.3
Total Portfolio	5.0	30.4

**Source: NEPC*

***Asset allocation on 9/30/10: 44.9% Emerging Markets, 11.9% Private Equity, 43.2% Timber*

Portfolio Returns as of September 30, 2010

Portfolio	3Q 2010	Since 3/31/09
Non-VPIC Assets**	8.0	30.7
VPIC Assets*	9.7	32.1
Total Portfolio	9.4	31.9

**Source: NEPC*

***Asset allocation on 6/30/10: 41.0% Emerging Markets, 11.8% Private Equity, 47.1% Timber*

Portfolio Returns as of June 30, 2010

Portfolio	2Q 2010	Since 3/31/09
Non-VPIC Assets**	-2.1	29.6
VPIC Assets*	-3.6	29.7
Total Portfolio	-3.5	29.8

**Source: NEPC*

***Asset allocation on 3/31/10: 43.5% Emerging Markets, 7.9% Private Equity, 48.6% Timber*

Portfolio Returns as of March 31, 2010

Portfolio	1Q 2010	Since 3/31/09
Non-VPIC Assets**	0.3	41.3
VPIC Assets*	3.9	43.6
Total Portfolio	3.6	43.5

**Source: NEPC*

***Asset allocation on 12/31/09: 43.5% Emerging Markets, 7.4% Private Equity, 49.0% Timber*

BURLINGTON EMPLOYEES RETIREMENT SYSTEM

Portfolio Returns as of December 31, 2009

Portfolio	4Q 2009	Since 3/31/09
Non-VPIC Assets**	1.7	40.9
VPIC Assets*	3.4	38.2
Total Portfolio	3.3	38.5

**Source: NEPC*

***Asset allocation on 9/30/09: 42.7% Emerging Markets, 7.3% Private Equity, 50.0% Timber*

Portfolio Returns as of September 30, 2009

Portfolio	3Q 2009	Since 3/31/09
Non-VPIC Assets**	13.6	38.5
VPIC Assets*	15.0	33.6
Total Portfolio	15.0	34.1

**Source: NEPC*

***Asset allocation on 6/30/09: 67.9% Emerging Markets, 17.8% Private Equity, 14.3% Timber*

Portfolio Returns as of June 30, 2009

Portfolio	2Q 2009
Non-VPIC Assets**	21.9
VPIC Assets*	16.2
Total Portfolio	16.6

**Source: NEPC*

***Asset allocation on 3/31/09: 68.3% Emerging Markets, 13.5% Private Equity, 18.2% Timber*

APPENDIX - MAJOR MARKET INDEX RETURNS

Equity	Style	QTR	FYTD	1 Year	3 years	5 Years
Russell 3000	Broad Equity	5.2	5.3	12.6	20.5	15.6
S&P 500	Large Cap Core	4.9	6.1	13.7	20.4	15.4
Russell 1000	Large Cap Core	4.9	5.6	13.2	20.6	15.6
Russell 1000 Growth	Large Cap Growth	4.8	6.4	13.1	20.3	15.8
Russell 1000 Value	Large Cap Value	5.0	4.8	13.5	20.9	15.4
Russell 2000	Small Cap	9.7	1.7	4.9	19.2	15.5
Russell 2000 Growth	Small Cap Growth	10.1	3.3	5.6	20.1	16.8
Russell 2000 Value	Small Cap Value	9.4	0.0	4.2	18.3	14.3
MSCI EAFE	Developed Markets	-3.5	-9.2	-4.5	11.6	5.8
MSCI EAFE Growth	Developed Markets Growth	-2.3	-7.7	-4.1	11.4	6.6
MSCI EAFE Value	Developed Markets Value	-4.8	-10.7	-4.9	11.6	5.0
MSCI Emerging Markets	Emerging Markets	-4.4	-7.6	-1.8	4.4	2.1
MSCI All Country World	Global Equity	0.5	-1.7	4.7	14.7	9.7
MSCI All Country World Ex US	Global Equity (ex. US)	-3.8	-8.8	-3.4	9.5	4.9

Fixed Income	Style	QTR	FYTD	1 Year	3 years	5 Years
Barclays Aggregate Index	Core Fixed Income	1.8	2.0	6.0	2.7	4.5
Barclays Gov/Credit	Gov/Credit	1.8	2.0	6.0	2.8	4.7
Barclays Capital Gov't Bond	Treasuries	1.9	2.2	4.9	1.4	3.7
Barclays Capital Credit Bond	Corporate Bonds	1.8	1.7	7.5	4.8	6.3
Intermediate Aggregate	Core Intermediate	1.2	1.2	4.1	2.2	3.7
Intermediate Gov/Credit	Gov / Credit Intermediate	0.9	0.8	3.1	2.0	3.5
ML/BoA 1-3 Year Treasury	Short Term Treasuries	0.2	0.2	0.6	0.3	1.0
CSFB High Yield	High Yield Bonds	-1.6	-3.5	1.9	7.9	8.7
Barclays Global Ex US	International Treasuries	-3.1	-8.3	-2.8	-1.8	-0.7
Citi World Gov't Bond Index	International Fixed Income	-1.5	-5.2	-0.5	-1.0	1.7
Barclays Global Aggregate	International Fixed Income	-1.0	-4.1	0.6	0.7	2.6
Barclays Global Aggregate Ex US	International Fixed Income	-3.0	-8.2	-3.1	-0.8	1.4

Alternative Assets	Style	QTR	FYTD	1 Year	3 years	5 Years
MSCI US REIT Index	REITs	14.3	10.8	30.4	16.3	17.0
NCREIF NFI-ODCE Index	Real Estate	3.3	6.6	12.5	12.4	13.9
NCREIF Timber Index	Timber	6.0	7.6	10.5	9.3	5.8
Bloomberg Commodity Index	Commodities	-12.1	-22.5	-17.0	-9.4	-5.5
HFRI FOF Composite	Hedge Funds	0.9	1.2	3.3	5.7	3.3

APPENDIX - DISCLOSURES

- * The Burlington Manager Shadow index is the weighted average of each manager portfolio's beginning value multiplied by its current quarter benchmark return.
- * The Burlington Policy Index is a policy-weighted passive index constructed as follows:

35% S&P 500	10% Russell Midcap	15% MSCI EAFE
35% Barclays Aggregate	5% 91-Day TBills	
- * The Real Assets Blended Index is comprised of equal parts:

NCREIF ODCE	NCREIF Timber	Bloomberg Commodities (Formerly known as Dow Jones UBS Commodities)
-------------	---------------	---
- * Returns presented in this report for periods prior to September 2004 have been incorporated into Dahab Associates performance databases from sources prior to our employment by the System. We believe these returns are reliable and accurate, but they have not been calculated directly by Dahab Associates, and may not necessarily reflect the capability of our performance measurement processes.
- * Dahab Associates utilizes data provided by a custodian and other vendors it believes are reliable. However, it cannot assume responsibility for errors and omissions therefrom.
- * All returns were calculated on a time-weighted basis, and are net of fees unless otherwise noted.
- * All returns for periods greater than one year are annualized.
- * All values are in US dollars.
- * All values for the Pooled Cash account since June 2012 are estimated and subject to change.