

MASTER INVESTMENT POLICY and SUB-POLICIES

Section 1. Introduction

The purpose of this document is to establish the Master Investment Policy and Sub Investment Policies for the State of Wyoming State Loan and Investment Board (herein referred to as the "Board"). The Board is responsible for the fiduciary oversight of these invested public funds. The Board has chosen these policies as the most appropriate policies to achieve the investment objectives described below. Wyoming Statute (W.S.) 9-4-716 states that the Board shall adopt investment policy statements for Wyoming State funds and shall review these policy statements at least annually.

Section 2. Investment Objectives and Achieving Return Objectives

2.1 Investment Policy. It is the investment policy for the Board to invest public funds of the State of Wyoming (the "State") in a manner that strives for maximum safety, provides adequate liquidity to meet all operating requirements, and achieves the highest possible investment return consistent with the primary objectives of safety and liquidity.

2.2 Investment Objectives and Priorities. The current Wyoming State portfolio consists of the Permanent Mineral Trust Fund, the Permanent Land Fund, the Common School Permanent Land Fund, the University Permanent Land Fund, the Hathaway Scholarship Fund, the Higher Education Endowment Fund, the State Agency Pool, the Workers' Compensation Fund, the Tobacco Settlement Trust Fund and the Wyoming State Treasurer's Asset Reserve (WYO-STAR). All available funds shall be invested with the following objectives and priorities:

- a) Safety of principal. Investments shall be undertaken in a manner that seeks to ensure the preservation of capital in the overall portfolio;
- b) Liquidity requirements of anticipated and unanticipated expenditures;
- c) Yield;
- d) Recognition of differing objectives and needs of various fund portfolios;
- e) Conformance with State law and other pertinent legal restrictions;
- f) Maximization of the total rate of return on investment consistent with the foregoing objectives;
- g) Diversification by asset type, security and investment manager in order to smooth the volatility of quarterly returns.

These objectives and priorities apply to the funds as a whole. Specific objectives and priorities are further delineated in each fund's sub-policy. Specific objectives and priorities for individual asset managers are delineated by mandate.

Section 3. Prudence, Responsibilities and Controls

3.1 Prudence. All participants in the investment process shall act responsibly as custodians of the public trust. The standard of prudence to be applied by the officers of the State Treasurer's office and external service providers shall be as required under W.S. 9-4-715(d). The Board, the State Treasurer, all designees of the State Treasurer and any other fiduciary appointed by the State Treasurer shall exercise the judgment and care of a prudent investor as required under the prudent investor rule set forth in the Uniform Prudent Advisor Act, W.S. 4-10-901 to 4-10-913. This Act states that "[a] trustee shall invest and manage trust assets as a prudent investor would, by considering the purposes, terms, distribution requirements and other circumstances of the trust." W.S. 4-10-901. Investments or groups of investments shall not be evaluated in

21.2 Sub-Policy for the Permanent Mineral Trust Fund

1. Fund Description. This sub-policy applies to the funds of the Permanent Mineral Trust Fund administered by the State Treasurer. This fund is a permanent fund, which dispenses income and capital gains.

2. Philosophy and Investment Strategy. The corpus of the Permanent Mineral Trust Fund must be held inviolate. The Wyoming State Legislature has allocated, at times, a large portion of it to directed investments. Therefore, only the remaining portion is available for discretionary investments by the State Treasurer's Office. The fund must be managed to allow an extensive range of investment maturities that will provide for funds availability for directed investments as they come into existence as mandated by the Legislature. In addition, there is a specially managed portion of the Permanent Mineral Trust Fund, the corpus of which must be held inviolate. These funds are to be invested for the long term to produce a higher return without the cash flow or legislatively directed investments.

a) Primary Investment Goal. The primary investment goals are capital appreciation, total return, and protection against inflation.

b) Target Asset Allocation. The asset allocation is restricted by State statutes to no more than fifty-five percent (55%) equities. The target asset allocation is as follows:

Large Cap US Equity	15%
Small Cap US Equity	3%
International Equity	13%
Private Equity	4%
Real Estate	7.5%
Absolute Return	7.5%
Convertibles	2%
Fixed Income*	45%
Core Plus	20%
Mortgage	7%
Corporate	4%
Long Duration	2%
Internal Portfolio	9%
Global/Emerging Market	3%
Cash Equivalents	3%

* The total Fixed Income allocation is reduced by LDIs and Other Wyoming Related Investments.

The target established above represents the long-term asset allocation objectives for the fund. However, the State Treasurer's Office shall have the right to make periodic adjustments to the above-listed allocations as they see fit, commensurate with the economic environment, ongoing cash flow activity, and the liquidity needs of the fund. It is also understood that the strategic allocation to alternative assets may differ from the target outlined for limited periods of time, due to the illiquid nature of these asset classes. Further, during the initial implementation of alternative asset classes, the allocation will fall below the minimum range until the program can be fully established.

c) Liquidity Requirements. Liquidity shall be maintained to facilitate trading, to move money between asset classes, and to meet cash needs as determined by the State Treasurer's Office. Liquidity must be maintained to move income generated during the year out of the fund.

d) Maturity. This pool is designed to be a long-term investment pool with the main objective to grow the capital over time. The average duration of the bond portfolio should be plus or minus twenty percent (20%) of the duration of the Barclays Capital Aggregate Bond Index or Custom Index, whichever is applicable.

e) Diversification. The State Treasurer shall diversify the securities held in this fund to avoid a concentration of any single security type.

f) Risk. The fund has a diversified asset allocation to limit the degree of uncertainty in the pursuit of return. The equity cap also prohibits exacerbated levels of risk in the fund.

g) Return Expectations. The long-term return expectation will be four hundred (400) basis points above the CPI.

h) Benchmark. Custom Index weighting the fixed income allocation by the Barclays Capital Aggregate Bond Index, the large cap domestic equity allocation by the S&P 500 , the small/mid cap domestic equity allocation by the Russell 2500 Index, the international equity allocation by the MSCI ACWI ex U.S. Index, the private equity allocation by the State's actual private equity investment returns, the core real estate allocation by the NCREIF Fund Index – Open-End Diversified Core Equity, the non-core real estate allocation by the NCREIF Property Index, the absolute return allocation by the HFN Fund of Funds Multi-Strategy Index, the convertibles allocation by the BofA Merrill Lynch All Convertibles All Quality Index, and the State Agency Pool allocation by the State Agency Pool Custom Index as defined in Section 21.1 Sub-Section 2(h).

i) Spending Policy. The spending policy set by legislative determination is five percent (5%) of the previous five (5) year average market value of the fund, calculated on the first day of the fiscal year. Amounts spent must be sourced from investment income. Earnings in excess of the spending policy are appropriated from the general fund to the reserve account. When the reserve account reaches a balance that exceeds seventy-five percent (75%) of the current fiscal year's spending policy, the excess funds will be transferred from the reserve account to corpus.

Wyoming State Treasurer's Office
Investment Performance
March 31, 2011

Investment Policy:

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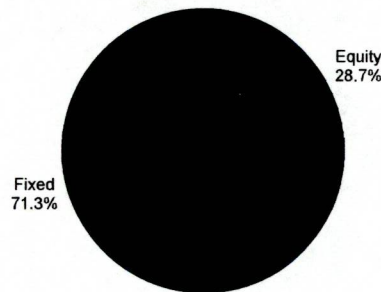
Investment Objectives and Priorities:

All available funds shall be invested with the following objectives and priorities:

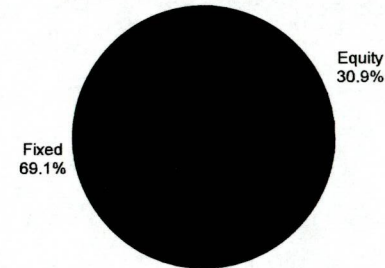
- a) Safety of principal. Investments shall be undertaken in a manner that seeks to ensure the preservation of capital in the overall portfolio.
- b) Liquidity requirements of anticipated and unanticipated expenditures.
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Asset Allocation:

06/30/2010 Allocation



03/31/2011 Allocation



Historical Performance:

	Total Investment Value	Fiscal Year Ending 06/30/10 Market Value	Current Market Value	Qtr Ending 03/31/11 Return	Fiscal YTD Return	1 Year Return	3 Year Return	5 Year Return
Wyoming State Total Fund	\$13,455.76	\$12,497.45	\$14,039.24	2.27%	10.48%	8.98%	5.33%	5.80%
<i>Wyoming State Actual Allocation Index</i>				<i>1.70%</i>	<i>8.65%</i>	<i>7.58%</i>	<i>4.06%</i>	<i>5.01%</i>

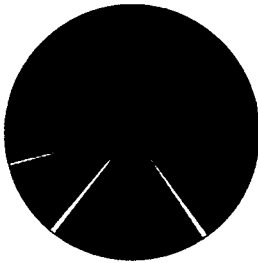
Note[1]: Performance shown is gross of fees with the exception of convertible bonds and absolute return, which are shown net of fees.

Note[2]: The Wyoming State Actual Allocation Index is calculated using beginning-month asset class weights applied to the appropriate asset class benchmark.

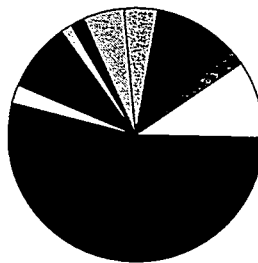
Note[3]: Market Value and Total Investment Value are shown in (\$) Millions.

Wyoming State Treasurer's Office
Investment Performance - Total Performance
March 31, 2011

Allocation by Fund



Allocation by Asset Class



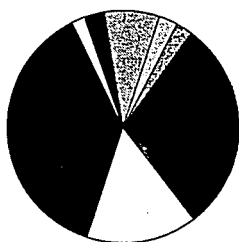
	Total Investment Value	Fiscal Year Ending 06/30/10 Market Value	Current Market Value	% of MV	Qtr Ending 03/31/11 Return	Fiscal YTD Return	1 Year Return	3 Year Return	5 Year Return
Wyoming State Total Fund	\$13,455,759,395	\$12,497,453,040	\$14,039,241,318	100.0%	2.27%	10.48%	8.98%	5.33%	5.80%
Wyoming State Actual Allocation Index					1.70%	8.65%	7.58%	4.06%	5.01%
Investment Funds									
■ Permanent Mineral Trust	\$4,906,854,688	\$4,414,080,035	\$5,191,625,701	37.0%	2.94%	15.19%	11.60%	4.40%	5.32%
■ Permanent Land Fund	\$113,192,719	\$92,476,633	\$119,197,122	0.8%	2.87%	14.82%	11.38%	4.19%	5.08%
■ University Permanent Land Fund	\$18,015,618	\$16,924,801	\$18,739,876	0.1%	2.86%	14.78%	11.36%	3.79%	N/A
■ Common School Perm Land Fund	\$2,131,588,344	\$1,901,503,362	\$2,243,494,010	16.0%	3.40%	16.23%	12.33%	5.34%	5.73%
■ Hathaway Scholarship Endowment Fund	\$485,286,690	\$467,033,391	\$515,987,725	3.7%	2.63%	13.60%	10.76%	6.56%	N/A
Higher Education Endowment Fund	\$107,277,853	\$102,674,540	\$113,959,106	0.8%	2.60%	13.37%	10.61%	6.38%	N/A
■ Workers Compensation Fund	\$1,290,363,506	\$1,219,422,667	\$1,334,249,522	9.5%	2.04%	10.05%	8.82%	7.50%	6.81%
■ Tobacco Settlement Trust	\$66,824,094	\$66,648,896	\$66,941,136	0.5%	0.96%	3.64%	6.19%	6.48%	6.61%
■ State Agency Pool	\$4,336,355,883	\$4,216,688,714	\$4,435,047,121	31.6%	0.74%	3.03%	4.99%	5.80%	5.97%
Asset Class Performance									
US Equity					6.61%	32.80%	18.52%	4.16%	4.00%
■ US Large Cap Equity S&P 500	\$1,333,560,714	\$1,297,674,123	\$1,482,447,458	10.6%	6.46%	31.13%	16.41%	2.62%	2.92%
■ US SMID Cap Equity Russell 2500	\$236,014,008	\$253,873,506	\$297,573,992	2.1%	5.92%	30.56%	15.65%	2.35%	2.62%
International Equity					7.38%	42.02%	29.46%	9.89%	7.74%
International Equity Custom Index	\$1,230,943,380	\$1,029,904,917	\$1,383,770,642	9.9%	8.70%	40.10%	26.11%	8.89%	4.39%
■ Fixed Income Barclays Capital Aggregate	\$7,405,580,805	\$7,204,553,783	\$7,541,110,996	53.7%	4.71%	32.96%	15.08%	-0.17%	3.15%
Convertible Bonds BoFA ML All Quality Convertible	\$276,760,623	\$306,699,020	\$332,995,942	2.4%	3.40%	29.78%	11.94%	-2.22%	1.97%
■ Cash Equivalents 90 Day U.S. T-Bills	\$1,232,202,224	\$1,135,079,837	\$1,235,568,296	8.8%	0.75%	2.95%	5.85%	6.72%	6.69%
Private Equity S&P 500 + 5%	\$183,425,995	\$167,335,951	\$198,256,396	1.4%	0.42%	1.57%	5.12%	5.30%	6.03%
■ Core Real Estate NCREIF ODCE	\$282,607,260	\$185,493,987	\$208,824,249	1.5%	7.35%	33.27%	24.59%	11.15%	9.81%
Value-Added Real Estate NCREIF Property	\$50,146,097	\$17,671,973	\$42,435,341	0.3%	5.07%	23.30%	16.15%	7.60%	5.66%
■ Absolute Return HFN FoF Multi-Strat	\$634,366,034	\$638,163,044	\$726,105,752	5.2%	0.05%	0.06%	0.11%	0.64%	2.40%
Overlay Strategies	\$0	\$0	\$0	0.0%	0.05%	0.13%	0.16%	0.51%	2.23%
Wyoming Investments	\$590,152,254	\$261,002,899	\$590,152,254	4.2%			SEE NOTE[4]		
					7.22%	35.43%	21.43%	7.47%	7.76%
					4.70%	16.59%	21.20%	-8.92%	-0.12%
					4.01%	15.16%	20.14%	-8.95%	-0.12%
							SEE NOTE[4]		
					3.36%	12.31%	16.03%	-3.63%	3.45%
					2.36%	9.60%	7.93%	2.44%	N/A
					0.70%	7.10%	4.09%	-1.46%	1.14%
							SEE NOTE[6]		
					N/A	N/A	N/A	N/A	N/A

Note[1]: Performance shown is gross of fees with the exception of convertible bonds and absolute return, which are shown net of fees. Investment performance is calculated on invested assets only.
Note[2]: Pooled investment performance and market values shown reflect State Agency participation and is calculated on a capital-weighted basis using beginning-period allocations.
Note[3]: Cash Equivalents performance does not include Extended Cash performance.
Note[4]: Performance for Private Equity and Value-Added Real Estate Investments is calculated on an IRR basis. For further analysis, please refer to the supplementary alternatives performance report.
Note[5]: Valuations for non-core real estate and private equity are on a one-quarter lag due to available data. However, Investment (Cost) Values are not lagged.
Note[6]: First Quadrant overlay strategy has been deactivated and the collateral amount has been disbursed.
Note[7]: Market values shown for Wyoming Investments reflect cost value of the investments.
Note[8]: International Equity Custom Index consists of MSCI EAFE (Gross) through July 2010 and the MSCI ACWI ex-U.S. (Net) thereafter.

Wyoming State Treasurer's Office
Investment Performance - Total Performance
March 31, 2011

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Wyoming State Total Fund	\$13,455,759,395	\$12,497,453,040	\$14,039,241,318		2.27%	10.48%	8.98%	5.33%	5.80%

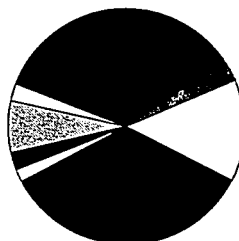
Permanent Mineral



Investment Funds:

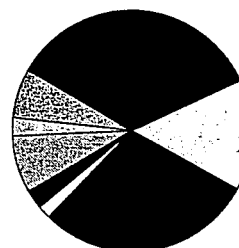
Permanent Mineral Trust	\$4,906,854,688	\$4,414,080,035	\$5,191,625,701	100.0%	2.94%	15.19%	11.60%	4.40%	5.32%
■ US Large Cap Equity	\$772,941,151	\$749,345,038	\$859,917,348	16.6%					
■ US SMID Cap Equity	\$143,978,917	\$153,060,337	\$181,582,031	3.5%					
■ International Equity	\$720,847,236	\$588,722,045	\$810,709,045	15.6%					
■ Fixed Income	\$1,915,045,257	\$1,900,134,094	\$1,952,194,732	37.6%					
■ Convertibles	\$81,033,578	\$91,396,308	\$97,556,822	1.9%					
■ Real Estate	\$194,720,711	\$114,774,675	\$142,446,797	2.7%					
■ Absolute Return	\$353,653,645	\$352,588,639	\$401,579,816	7.7%					
■ Private Equity	\$125,640,317	\$114,915,019	\$135,806,275	2.6%					
■ Overlay Strategies	\$0	\$0	\$0	0.0%					
■ Wyoming Investments	\$122,745,057	\$126,137,560	\$122,745,057	2.4%					
■ Cash (invested in State Agency Pool)	\$476,248,819	\$223,006,320	\$487,087,778	9.4%					
<i>Actual Allocation Index</i>					2.46%	13.06%	9.70%	3.09%	4.41%

Permanent Land Fund



Permanent Land Fund	\$113,192,719	\$92,476,633	\$119,197,122	100.0%	2.87%	14.82%	11.38%	4.19%	5.08%
■ US Large Cap Equity	\$16,447,492	\$15,695,127	\$18,294,632	15.3%					
■ US SMID Cap Equity	\$2,994,217	\$3,173,419	\$3,790,200	3.2%					
■ International Equity	\$14,856,325	\$12,065,738	\$16,683,467	14.0%					
■ Fixed Income	\$40,703,778	\$40,536,751	\$41,354,411	34.7%					
■ Convertibles	\$1,724,815	\$1,901,534	\$2,074,232	1.7%					
■ Real Estate	\$4,074,455	\$2,318,748	\$2,888,721	2.4%					
■ Absolute Return	\$7,505,012	\$7,452,911	\$8,509,441	7.1%					
■ Private Equity	\$2,626,297	\$2,705,421	\$2,835,066	2.4%					
■ Overlay Strategies	\$0	\$0	\$0	0.0%					
■ Cash (invested in State Agency Pool)	\$22,260,330	\$6,626,985	\$22,766,953	19.1%					
<i>Actual Allocation Index</i>					2.36%	12.63%	9.41%	2.79%	4.13%

University PLF



University Permanent Land Fund	\$18,015,618	\$16,924,801	\$18,739,876	100.0%	2.86%	14.78%	11.36%	3.79%	N/A
■ US Large Cap Equity	\$2,719,759	\$2,761,277	\$2,794,637	14.9%					
■ US SMID Cap Equity	\$476,954	\$533,134	\$601,992	3.2%					
■ International Equity	\$2,474,551	\$2,222,335	\$2,778,610	14.8%					
■ Fixed Income	\$5,375,929	\$4,374,039	\$5,511,891	29.4%					
■ Convertibles	\$266,578	\$337,369	\$322,007	1.7%					
■ Real Estate	\$693,576	\$373,620	\$465,162	2.5%					
■ Absolute Return	\$1,287,658	\$1,271,323	\$1,443,190	7.7%					
■ Private Equity	\$423,397	\$401,945	\$455,990	2.4%					
■ Overlay Strategies	\$0	\$0	\$0	0.0%					
■ Wyoming Investments	\$1,257,577	\$0	\$1,257,577	6.7%					
■ Cash (invested in State Agency Pool)	\$3,039,639	\$4,649,759	\$3,108,818	16.6%					
<i>Actual Allocation Index</i>					2.49%	13.16%	9.85%	2.98%	N/A

Note[1]: Performance shown is gross of fees with the exception of convertible bonds and absolute return, which are shown net of fees.
Note[2]: Pooled investment performance and market values shown reflect State Agency participation.
Note[3]: Pooled investment and Actual Allocation Index performance is calculated on a capital-weighted basis using beginning-period allocations.
Note[4]: Market values shown for Wyoming Investments reflect cost value of the investments.

		Yes	No	N/A	Explanation
2. Investment Funds					
a)	Permanent Mineral Trust Fund				
	- Exceed a weighted index of the Fund's asset allocation and component benchmarks over a full market cycle, approximated by the most recent 5-year period.	✓			5-Year: Permanent Mineral Trust Fund return was 5.3% vs. 4.4% for the Actual Allocation Index
b)	Permanent Land Fund				
	- Exceed a weighted index of the Fund's asset allocation and component benchmarks over a full market cycle, approximated by the most recent 5-year period.	✓			5-Year: Permanent Land Fund return was 5.1% vs. 4.1% for the Actual Allocation Index
c)	University Permanent Land Fund				
	- Exceed a weighted index of the Fund's asset allocation and component benchmarks over a full market cycle, approximated by the most recent 5-year period.			N/A	Inception date: 4/2006
d)	Common School Permanent Land Fund				
	- Exceed a weighted index of the Fund's asset allocation and component benchmarks over a full market cycle, approximated by the most recent 5-year period.	✓			5-Year: Common School Permanent Land Fund return was 5.7% vs. 4.5% for the Actual Allocation Index
e)	Hathaway Scholarship Endowment Fund				
	- Exceed a weighted index of the Fund's asset allocation and component benchmarks over a full market cycle, approximated by the most recent 5-year period.			N/A	Inception date: 8/2007
f)	Higher Education Endowment Fund				
	- Exceed a weighted index of the Fund's asset allocation and component benchmarks over a full market cycle, approximated by the most recent 5-year period.			N/A	Inception date: 8/2007
g)	Workers Compensation Fund				
	- Exceed a weighted index of the Fund's asset allocation and component benchmarks over a full market cycle, approximated by the most recent 5-year period.	✓			5-Year: Workers Compensation Fund return was 6.8% vs. 6.1% for the Actual Allocation Index
h)	Tobacco Settlement Trust Fund				
	- At least 5% to 10% of the fund balance should be invested in securities with maturities of less than one year.	✓			
	- No public and/or private equities are permitted.	✓			
	- Exceed a weighted index of the Fund's asset allocation and component benchmarks over a full market cycle, approximated by the most recent 5-year period.	✓			5-Year: Tobacco Settlement Trust Fund return was 6.6% vs. 6.0% for the Actual Allocation Index