

**MINUTES OF THE REGULAR MEETING OF THE
OKLAHOMA POLICE PENSION AND RETIREMENT BOARD**

**Board Room
1001 N.W. 63rd Street, Suite 305
Oklahoma City, Oklahoma 73116**

JANUARY 15, 2014

The regular meeting of the Oklahoma Police Pension and Retirement Board was called to order by Chairman Jim Keesee at approximately 9:00 a.m. on Wednesday, January 15, 2014, in the Board Room of the Oklahoma Police Pension and Retirement System.

MEMBERS PRESENT: Craig Akard, Tom Custer, Tony Davenport, Jim Keesee, Brandy Manek, Ryan Perkins, Rick Smith, W.B. Smith, Jeff Pierce, and Tim Foley

OTHERS: Steven K. Snyder, Executive Director; Darcie Gordon, Administrative Officer; Christina Hirschman, Executive Legal Assistant; Deric Berousek, Chief Financial Officer; Sean Ruark, Pension Administration Officer; George Tarlas, Asset Consulting Group; Mike Widell and Melvin Mungai, State of Oklahoma Office of Management and Enterprise Services.

MEMBERS ABSENT: Susan Knight, Andy McPherson, and Frank Stone

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Note Susan Knight arrived at approximately 9:04 a.m.

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APPROVAL OF MINUTES OF BOARD MEETING HELD DECEMBER 18, 2013

Motion by Craig Akard and second by Tony Davenport to approve the Minutes of the Regular Board Meeting held December 18, 2013. Ayes: Craig Akard, Tom Custer, Tony Davenport, Jim Keesee, Brandy Manek, Rick Smith, W.B. Smith, Jeff Pierce and Tim Foley. Absent: Susan Knight, Andy McPherson, and Frank Stone. Abstain: Ryan Perkins. Motion Carried.

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CONSIDERATION AND VOTE, SUBJECT TO BOARD'S EXCEPTION, ON THE FOLLOWING APPLICATIONS

a. Application for Participation:

<u>Name</u>	<u>City</u>
Alan Bowman	Broken Arrow
Michael G. Desirey	Broken Arrow
Shane A. Gibson	Broken Arrow
Ryan M. Potts	Broken Arrow
Mark A. Williamson	Broken Arrow
William A. McKee	Davis
William L. Ingram	Frederick
Steven M. Stogner	Grove
Joshua C. Hader	Guthrie
Michael J. Bouziden	Hobart
Joshua H. Mize	Midwest City

Jerrold J. Queen	Moore
David A. Ward	Sulphur
Cassandra L. Grettner	Claremore
Matthew S. Polson	Durant
Nicholas K. Spencer	Durant
Andrew J. DeYager	Edmond
Jon Z. Horn	Edmond
Michael J. Kennemer	Edmond
Niles E. Lick	Edmond
Andrew W. Miller	Edmond
Austin T. Redd	Edmond
Dakota R. Seales	Edmond
James R. Droescher	Stillwater
Christopher K Hummel	Stillwater
Charles E. Rivas	Stillwater
Danyle L. Smith	Stillwater
Stephanie A. Wheeler	Stillwater
Steven G. Smith	Tahlequah
Christopher K. Banwart	Watonga

b. Application for Refund of Contributions:

<u>Name</u>	<u>City</u>
Mark Finch	Atoka
Curtis Puckett	Coweta
Clinton J. Yandell	Guymon
Tucker Field	Oklahoma City
Vince J. Iraggi	Ponca City
Raymond Joiner	Prague
Emily Dale	Tulsa
Weston L. Cain, Surviving Child of Elzie J. Cain	Ardmore
Eric L. Grisham	Ardmore
Keri A. Bowers, Personal Rep. Of Tamara L. Crew	Oklahoma City
Iris D. Cantrell, Personal Rep. of Larry W. Cantrell	Tulsa
Jonathan O'Dell	Tulsa

c. Death Benefit:

<u>Name</u>	<u>City</u>
Melanie H. Bolding, widow of Marion L. Bolding	Muskogee
Betty J. Rice, widow of Victor E. Rice	Tulsa
Weston L. Cain, Surviving Child of Elzie J. Cain	Ardmore
Carolyn M. Brock, widow of Crawford L. Brock	Oklahoma City
Keri A. Bowers, Personal Rep Of Tamara L. Crew	Oklahoma City
Iris D. Cantrell, Personal Rep. of Larry W. Cantrell	Tulsa

Camille M. Quinn, Personal Rep. of
Jerry Pradmore Tulsa

d. Continuation of Benefit:

<u>Name</u>	<u>City</u>
Melanie H. Bolding, widow of Marion L. Bolding	Muskogee
Betty J. Rice, widow of Victor E. Rice	Tulsa
Carolyn M. Brock, widow of Crawford L. Brock	Oklahoma City

e. Application for Deferred Option Plan:

<u>Name</u>	<u>City</u>	<u>Eff. Date</u>
Anthony M. Fike	Edmond	03/01/2014
J. Keith Eddings	Tulsa	02/01/2014

f. Terminate Deferred Option Plan to Begin Service Pension:

<u>Name</u>	<u>City</u>	<u>Eff. Date</u>
Tony T. Alexander	Woodward	03/01/2014

g. Application for Participation in the Oklahoma Police Deferred Option Plan Under the Back Drop Provision:

<u>Name</u>	<u>City</u>	<u>DOP Eff. Date</u>	<u>Service Pension Eff. Date</u>
Steven M. Cooper	Oklahoma City	04/01/2010	01/01/2014
Gregory L. Gracey	Oklahoma City	02/01/2009	02/01/2014

h. Application for Service Pension:

<u>Name</u>	<u>City</u>	<u>Eff. Date</u>
John T. Mayo	Bethany	03/01/2014
Vernon L. Rayburn	Oklahoma City	02/01/2014

i. Application for Monies Due the Estate from the System:

<u>Name</u>	<u>City</u>
Camille M. Quinn, Personal Rep. of Jerry Pradmore	Tulsa

j. Termination of Benefit:

<u>Name</u>	<u>City</u>
Jerry Pradmore	Tulsa

Motion by Ryan Perkins and second by Rick Smith for approval of applications for Police Deferred Option Plan, Participation, Service Pension, Refunds and Benefits and the Addendum Ayes: Craig Akard, Tom Custer, Tony Davenport, Jim Keesee, Brandy Manek, Ryan Perkins, Rick Smith, W.B. Smith, Jeff Pierce and Tim Foley. Absent: Susan Knight, Andy McPherson, and Frank Stone. Motion Carried.

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REVIEW OF BOARD REPORTS

The Account #6000, Fund 20000 (operating expenses), report is attached as Exhibit "A"; the Account #8557A, Fund Expenditures (receipts and disbursements), report for December 2013 is attached as Exhibit "B"; the Broker Commission Report is attached as Exhibit "C"; and the report for the Statement of Total Fund is attached as Exhibit "D."

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ASSET CONSULTING GROUP – FINANCIAL CONSULTANT REPORT FOR MONTH ENDED DECEMBER 31, 2013 AND DISCUSSION ON REBALANCING PORTFOLIO ASSETS AMONG VARIOUS ASSET STRATEGIES AND MANAGERS; BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.

Mr. George Tarlas reviewed the ASAP report for the month ended December 31, 2013, a copy of which is attached as Exhibit "E". As of December 31, 2013, the total Fund was approximately \$2,138,869,000.00. The one-year return net of fees for the total Fund is 15.70%.

Mr. Tarlas also advised that the William Blair Transition had gone smoothly. They had transferred \$50 million to Cortina and the remainder was going to the Russell 2000 Growth Fund.

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DISCUSSION AND VOTE TO AUTHORIZE PROPOSED LEGISLATION BY THE OKLAHOMA POLICE PENSION AND RETIREMENT SYSTEM RELATING TO IRS TECHNICAL CLEANUP OF STATUTORY LANGUAGE. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.

Mr. Steven Snyder presented the board with proposed IRS Technical Cleanup Language for 11 O.S. § 50-114.1, a copy of which is attached as Exhibit "F".

Motion by Tony Davenport and second by Craig Akard to approve the proposed legislation relating to IRS Technical Cleanup of statutory language. Ayes: Craig Akard, Tom Custer, Tony Davenport, Jim Keesee, Susan Knight, Brandy Manek, Ryan Perkins, Rick Smith, W.B. Smith, Jeff Pierce and Tim Foley. Absent: Andy McPherson and Frank Stone. Motion Carried.

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LITIGATION REPORT – PROPOSED EXECUTIVE SESSION, IF DEEMED NECESSARY BY LEGAL COUNSEL TO DISCUSS CASE NO. 8703-VCL, IN RE DOLE FOOD COMPANY, INC. (STATE OF DELAWARE COURT OF CHANCERY)CASE NO. 1:12-CV-00276, IN RE CAREER EDUCATION CORPORATION (UNITED STATES DISTRICT COURT, NORTHERN DISTRICT OF ILLINOIS); CASE NO. 5:12-CV-00195-KKC, IN RE TEMPUR-PEDIC INTERNATIONAL, INC (UNITED STATES DISTRICT COURT, EASTERN DISTRICT OF KENTUCKY); CASE NO. 1:11-CV-08066-JGK, IN RE OPPRS V. U.S. BANK NATIONAL ASSOCIATION, (UNITED STATES DISTRICT COURT, SOUTHERN DISTRICT OF NEW YORK); AND TO DISCUSS OTHER POTENTIAL LITIGATION WITH LEGAL COUNSEL PURSUANT TO 25 O.S. § 307(B)(4) IN THAT DISCLOSURE WILL SERIOUSLY IMPAIR THE ABILITY OF THE BODY TO CONDUCT A PENDING PROCEEDING IN THE PUBLIC INTEREST

Mr. Steven Snyder advised the board that no Executive Session was necessary, also that all the lawsuits were still pending and there had been no change in status. Mr. Snyder did notify the board that he had a conference call with Dole on Friday, January 17, 2014.

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NEW BUSINESS

No new business

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BOARD MEMBERS' REPORTS

Craig Akard stated that the change to the OPPRS Website/Web Member Services was very good and he has received many good reports.

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DISCUSSION OF SEMINARS/CONFERENCES. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY

Mr. Snyder advised the board that NCPERS would be held in Chicago, IL, April 27 – May 1, 2014 and IFEBP would be in Boston, MA in October 12-15 2014.

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DIRECTOR'S REPORT

Mr. Snyder reported that the Active Member Statements were going out on Friday and the 1099s would be going out the week of January 27th. He also stated the IRS Technical Bill was SB 212 and that Districts 3 & 6 are up for election this year.

Mr. Snyder also extended his deepest appreciation to the board members for all of their support during the loss of his father in law.

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DAVID L. FESKANICH, OKLAHOMA CITY – REQUEST TO BUY BACK PRIOR SERVICE WHILE EMPLOYED WITH THE ELK CITY POLICE DEPARTMENT FROM 11/16/1989 TO 05/12/1997. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.

Motion by W.B. Smith and second by Craig Akard to approve the request to buy back prior service while employed with the Elk City Police Department from 11/16/1989 to 05/12/1997. Ayes: Craig Akard, Tom Custer, Tony Davenport, Jim Keese, Susan Knight, Brandy Manek, Ryan Perkins, Rick Smith, W.B. Smith, Jeff Pierce and Tim Foley. Absent: Andy McPherson and Frank Stone. Motion Carried.

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The meeting was adjourned at approximately 9:50 a.m.

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Notice of this meeting was filed with the Secretary of State and the agenda for the meeting was posted in compliance with the Open Meeting Act.

RESPECTFULLY SUBMITTED BY DARCI GORDON, ADMINISTRATIVE OFFICER.