

MINUTES

The Oklahoma Firefighters Pension and Retirement Board met January 18, 2013 in the Lincoln Plaza Office Building at 4545 N. Lincoln Blvd., Oklahoma City, OK. Written notice was sent to Board members and interested parties, posted 24 hours before the meeting and filed with the Secretary of State in compliance with the Open Meeting Laws.

Chairman Gerald Garrett called the meeting to order.

Members Present: Casey Morrison, Scott Vanhorn, Dana Cramer, Jim Long, Bob Allen, Raanon Adams, David Thompson, Janet Kohls, Brandy Manek arriving at 8:40 A.M. and Frank Stone arriving at 8:55 A.M.

Others: Robert Jones, Executive Director; James Reynolds, Assistant Director; Duane Michael, Assistant Director; Terri Williams, Executive Secretary; Marc Edwards, General Counsel

Visitors: Ted Aronson, Aronson+Partners; Ken Grimes & Antoinette Bing Scroggins; Herndon Capital Management; Kurt Winrich, WCM Investment

Absent: Doug Jacobson, Gerald Garrett and Anita Breen

APPROVAL/MINUTES DATED DECEMBER 21, 2012:

Motion was made by Mr. Long and seconded by Mr. Cramer to approve the minutes dated December 21, 2012. Ayes: Messrs. Morrison, Vanhorn, Adams, Allen, Thompson, Cramer, Kohls, and Long. None. Motion carried.

ARONSON+PARTNERS/TED ARONSON:

Mr. Aronson gave a presentation for Aronson+Partners.

	3 Months Ending <u>12/31/2012</u>	1 Year Ending <u>12/31/2012</u>	3 Years Ending <u>12/31/2012</u>
Aronson & Partners	1.22%	17.66%	11.63%
Russell 1000 Value	1.52%	17.51%	10.86%

HERNDON CAPITAL MANAGEMENT/KEN GRIMES & ANTOINETTE BING SCROGGINS:

Mr. Grimes and Ms. Bing-Scroggins gave a presentation for State Street Global.

	3 Months Ending <u>12/31/2012</u>	1 Year Ending <u>12/31/2012</u>
Herndon Capital Management	0.08%	18.03%
Russell 1000 Value	1.52%	17.51%

WCM INVESTMENT/KURT WINRICH:

	3 Months Ending <u>12/31/2012</u>
WCM Investment	4.81%
MSCI EAFE	6.57%

ASSET CONSULTING GROUP/ANDREW GILLENLINE:

1. Presenting Manager Review.

Mr. Gillentine reviewed the presenting manager to the Board.

INVESTMENT COMMITTEE/CASEY MORRISON – CHAIRMAN:

1. Review Investment performance.

Mr. Gillentine reviewed the monthly investment performance.

	3 Months Ending <u>12/31/2012</u>	1 Year Ending <u>12/31/2012</u>	3 Years Ending <u>12/31/2012</u>
Total Fund	1.51%	12.57%	8.19%
Policy Benchmark	1.11%	12.65%	9.31%

2. Final section of Investment Consultant.

Mr. Morrison reported that the Investment Committee recommended Bogdon Group as the Investment Consultant.

Motion was made by Mr. Morrison and seconded by Mr. Long to select Bogdan Group as the Investment Consultant. Ayes: Messrs. Kohls, Vanhorn, Long, Stone, Allen and Adams. Naves: Morrison, Thompson, Manek, and Cramer. Motion failed.

3. Consideration of Bernstein Litowitz Berger & Grossmann LLP as an approved securities litigation law firm.

Mr. Morrison reported that the Investment Committee recommended that Bernstein Litowitz Berger & Grossman LLP be approved as a securities litigation firm for the System.

Motion was made by Mr. Morrison and seconded by Mr. Long to approve Bernstein Litowitz Berger & Grossman LLP as a securities litigation firm. Ayes: Messrs. Morrison, Vanhorn, Adams, Allen, Thompson, Manek, Kohls, Cramer, and Long. Naves: Stone. Motion carried.

REQUEST APPROVAL/CONSENT AGENDA, A COPY IS ATTACHED:

Motion was made by Mr. Vanhorn and seconded by Mr. Allen to approve the Consent Agenda dated January 18, 2013. Ayes: Messrs. Morrison, Cramer, Vanhorn, Cramer, Thompson, Adams, Manek, Kohls, Long, and Allen. Naves: None. Motion carried.

MARC EDWARDS/LEGAL COUNSEL REPORT. DISCUSSION, VOTE, AND ANY OTHER NECESSARY ACTION TO IMPLEMENT DISCUSSION AND VOTE:

1. Minneapolis Firefighters Relief Association v. Medtronic, Inc. et el, USDC, Minnesota, Case No. 0:08-CV-06324
2. In re: Finisar Corp. Sec. Litig., 11-cv-1252-EJD (AFT) (Waddell)
3. In re: Miller Energy Resources Securities Litigation 11-cv-375 (E.D. Tenn.) (Grant)
4. Greg Young vs. Pacific Biosciences of CA, Inc., et al. CIV 509210 Cal Superior Court, San Mateo Div. (Robbins)
5. Oklahoma Firefighters Pension & Retirement System v. Student Loan Corp., et al. 12-cv-895-NRB (S.D.N.Y.) (Grant)
6. In re: Lehman Brothers Equity/Debt Securities Litigation, 08-cv-5523-LAK (S.D.N.Y.) (Saxena White)

7. City of Henryetta v. Oklahoma Firefighters Pension and Retirement System and Raymond Eldridge, Oklahoma County District Court, Case No. CV-2012-772. (PM)
8. Harrison v. MAKO Surgical Corp., No. 12-cv-60875 (S.D. Fla. May 10, 2012. (Labaton)
9. Oklahoma Firefighters Pension v. Jefferies Group et al, Chancery Court of Delaware, Case No.
10. Reinschmidt v. Zillow, Inc. et al, Securities Litigation, Western District of Washington, Case No. 2:12-cv-02084

Motion was made by Mr. Long and seconded by Mr. Allen to retain Robbins, Geller to seek lead plaintiff status for the System. Ayes: Messrs. Morrison, Vanhorn, Thompson, Cramer, Stone, Manek, Adams, Long, Allen, and Kohls. Nays: None. Motion carried.

11. Report on the current status of all other litigation involving the Pension System.

Mr. Edwards said there was nothing new to report.

ROBERT V. HASBROOK/BARTLESVILLE - APPLICATION FOR “DISABILITY IN THE LINE OF DUTY” PENSION, EFFECTIVE DECEMBER 27, 2012:

Motion was made by Mr. Stone and seconded by Mr. Long to approve the application for “Disability in the Line of Duty” pension, effective December 27, 2012. Ayes: Messrs. Morrison, Vanhorn, Thompson, Cramer, Stone, Manek, Adams, Long, Allen, and Kohls. Nays: None. Motion carried.

TROY DYCUS/OKLAHOMA CITY - APPLICATION FOR “DISABILITY IN THE LINE OF DUTY” PENSION, EFFECTIVE JANUARY 1, 2013:

Motion was made by Mr. Vanhorn and seconded by Mr. Thompson to modify the Application for “Disability in the Line of Duty”, to “Service”, effective January 1, 2013. Ayes: Messrs. Morrison, Vanhorn, Thompson, Cramer, Adams, Long, Manek, Kohls, Allen, and Breen. Nays: None. Motion carried.

STARLAND DAVIS/PRAGUE – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY” PENSION, EFFECTIVE OCTOBER 6, 2012:

Motion was made by Mr., Long and seconded by Mr. Allen to enter into Executive Session. Ayes: Messrs. Morrison, Vanhorn, Thompson, Cramer, Adams, Long, Manek, Kohls, Allen, and Breen. Nays: None. Motion carried.

Motion was made by Mr. Long and seconded by Mr. Allen to enter into Open Session. Ayes: Messrs. Morrison, Vanhorn, Thompson, Cramer, Adams, Long, Manek, Kohls, Allen, and Breen. Nays: None. Motion carried.

Motion was made by Mr. Long and seconded by Mr. Allen to approve the Application for “Disability in the line of Duty”, effective October 6, 2012. Ayes: Messrs. Morrison, Vanhorn, Thompson, Cramer, Adams, Long, Manek, Kohls, Allen, and Breen. Nays: None. Motion carried.

HOWARD REED/TULSA – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY” PENSION, EFFECTIVE JANUARY 1, 2013:

Motion was made by Mr. Thompson and seconded by Mr. Vanhorn to approve the Application for “Disability in the line of Duty”, effective January 1, 2013. Ayes: Messrs. Morrison, Vanhorn, Thompson, Cramer, Adams, Long, Manek, Kohls, Allen, and Breen. Nays: None. Motion carried.

AARON SOWDER/CROMWELL – APPLICATION FOR “DISABILITY NOT IN THE LINE OF DUTY” PENSION, EFFECTIVE AUGUST 20, 2012:

Motion was made by Mr. Thompson and seconded by Mr. Allen to deny the Application for “Disability Not in the line of Duty”. Ayes: Messrs. Morrison, Vanhorn, Thompson, Cramer, Adams, Long, Manek, Kohls, Allen, and Breen. Nays: None. Motion carried.

RECEIVE & FILE:

1. The Interpublic Group - \$95.76 – December 2012
2. TXU Corp. – Security Litigation - \$1,182.36 – December 2012
3. Realty Associates – Return of Capital - \$502,499.00 – December 2012
4. Owest – Security Litigation - \$15.99 – January 2013
5. Owest – Security Litigation - \$64.91 – January 2013
6. Insurance Premium Tax - \$14,098,859.57 January 2013

Motion was made by Mr. Long and seconded by Mr. Cramer to approve the above listed receive and file. Ayes: Messrs. Vanhorn, Thompson, Adams, Long, Kohls, Stone, Thompson, Manek, and Allen. Nays: None. Motion carried.

ROBERT JONES/EXECUTIVE DIRECTOR REPORT:

Mr. Jones asked for conformation on which Board members would be attending the Pension Conference in September at Stillwater.

DISCUSSION ON TRAVEL REIMBURSED BY THE SYSTEM. BOARD TO TAKE APPROPRIATE ACTION.

Motion was made by Mr. Long and seconded by Mr. Allen to approve travel for Robert Jones, Duane Michael, James Reynolds and any Board member interested in visiting the Bogden Group. Ayes: Messrs. Vanhorn, Thompson, Adams, Long, Kohls, Stone, Thompson, Manek, and Allen. Nays: None. Motion carried.

QUESTIONS & COMMENTS FROM BOARD MEMBERS & AUDIENCE:

Bob Allen asked about the Fire Chief in Duncan.

NEW BUSINESS:

NEXT MEETING DATE:

The Oklahoma Firefighters Pension and Retirement Board will meet February 15, 2013 at 8:30 A.M. at the Lincoln Plaza Office Building at 4545 N. Lincoln Blvd., Oklahoma City, OK.

ADJOURNMENT:

Motion was made by Mr. Thompson to adjourn the Board meeting at 11:26 A.M.

Submitted by Terri L. Williams, Executive Secretary.