

MINUTES

The Oklahoma Firefighters Pension and Retirement Board met June 15, 2012 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 David Thompson called the meeting to order.

Members Present: David Thompson, Gerald Garrett, Scott Vanhorn, Dana Cramer, Jim Long, Casey Morrison, Bob Allen, Janet Kohls, Anita Breen, with Frank Stone arriving at 8:55 A.M. and Brandy Manek arriving at 9:05 A.M.

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

Visitors: George Tarlas, Asset Consulting Group; Michael Duignani, Robert Parise and Marsha Matthew-Hutton, JP Morgan; Jim Raisides and Marcus Berry, TA Associates; Kenneth Wisdom, Portfolio Advisors

Absent: Raanon Adams and Doug Jacobson

APPROVAL/MINUTES DATED MAY 18, 2012:

Motion was made by Mr. Long and seconded by Mr. Vanhorn to approve the minutes dated May 18, 2012. Ayes: Messrs. Thompson, Cramer, Vanhorn, Long, Morrison, Kohls, Breen, Garrett, and Allen. Nays: None. Motion carried.

JP MORGAN/MICHAEL DUIGNANI, ROBERT PARISE & MARSHA MATTHEW-HUTTON:

Mr. Duignani, Robert Parise and Ms. Matthew-Hutton gave a presentation for JP Morgan.

	3Months Ending <u>05/31/2012</u>	1 Year Ending <u>05/31/2012</u>	3 Years Ending <u>05/31/2012</u>
J.P. Morgan Real Estate	3.00%	13.61%	5.98%
NCREIF	2.59%	13.41%	5.96%

INTECH/WARREN DEKINDER & DANNY MEIDAN:

Mr. DeKinder & Mr. Meidan gave a presentation for Attalus Capital.

	3 Months Ending <u>05/31/2012</u>	1 Year Ending <u>05/31/2012</u>	3 Years Ending <u>05/31/2012</u>
Intech	(2.26)%	(0.22)%	16.05%
S & P 500	(3.53)%	(0.41)%	14.92%

ASSET CONSULTING GROUP/GEORGE TARLAS:

1. Presenting Manager Review.

Mr. Tarlas reviewed the presenting managers to the Board.

INVESTMENT COMMITTEE/FRANK STONE – CHAIRMAN:

1. Make final selection of Emerging Market Manager and International Equity Manager and establish allocation.

Motion was made by Mr. Stone and seconded by Mr. Garrett to select Chautauqua Capital Management and WCM Invest as the international core/growth managers with a 50/50 allocation. Messrs. Thompson, Cramer, Vanhorn, Long, Morrison, Kohls, Breen, Stone, Manek, Garrett, and Allen. Nays: None. Motion carried.

Motion was made by Mr. Stone and seconded by Mr. Long to select ClariVest Asset Management and Wasatch Advisors as the emerging market equity managers with a 70/30 allocation. Messrs. Thompson, Cramer, Vanhorn, Long, Morrison, Kohls, Breen, Stone, Manek, Garrett, and Allen. Nays: None. Motion carried.

Motion was made by Mr. Stone and seconded by Mr. Garrett to rebalance from large cap domestic equity to international equity an amount that brings international equity (including emerging markets) to 12.5% of the total fund value and to rebalance from Thornburg Investment Management to the four newly selected managers so that each international group (value, core/growth, and emerging market) would share one-third each. Messrs. Thompson, Cramer, Vanhorn, Long, Morrison, Kohls, Breen, Stone, Manek, Garrett, and Allen. Nays: None. Motion carried.

2. Review Investment performance.

Mr. Tarlas reviewed the monthly investment performance.

	3 Months Ending <u>05/31/2012</u>	1 Year Ending <u>05/31/2012</u>	3 Years Ending <u>05/31/2012</u>
Total Fund	(3.45)%	(2.89)%	9.50%
Policy Benchmark	(3.18)%	(0.44)%	11.39%

REQUEST APPROVAL/CONSENT AGENDA, A COPY IS ATTACHED:

Motion was made by Mr. Long and seconded by Mr. Cramer to approve the Consent Agenda dated June 15, 2012. Ayes: Messrs. Thompson, Garrett, Vanhorn, Long, Morrison, Cramer, Allen, Breen, Stone, Manek and Kohls. Nays: 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. Kinnett v. Strayer Education, Inc. 10-cv-2317 SDM (D.M.D. Fla.) (Bernstein)
3. Oklahoma Firefighters Pension v. Capella Education Co., 10-cv-4474-SRN (D. Minn.) (AFT)

Mr. Edwards reported that there was a motion to dismiss filed by the defendants and was granted June 1, 2012.

4. In re: Finisar Corp. Sec. Litig., 11-cv-1252-EJD (AFT) (Waddell)
5. In re: Miller Energy Resources Securities Litigation 11-cv-375 (E.D. Tenn.) (Grant)
6. Greg Young vs. Pacific Biosciences of CA, Inc., et al. CIV 509210 Cal Superior Court, San Mateo Div. (Robbins)
7. Oklahoma Firefighters Pension & Retirement System v. Kevin R. Brine, et al and Delphi Financial Group, Inc., et al (Kessler Topaz)

8. Oklahoma Firefighters Pension & Retirement System v. Student Loan Corp., et al. 12-cv-895-NRB (S.D.N.Y.) (Grant)
9. In re: Lehman Brothers Equity/Debt Securities Litigation, 08-cv-5523-LAK (S.D.N.Y.) (Saxena White)
10. City of Henryetta v. Oklahoma Firefighters pension and Retirement System and Raymond Eldridge, Oklahoma County District Court, Case No. CV-2012-772. (PM)
11. Report on the current status of all other litigation involving the Pension System.

MARC EDWARDS/ADMINISTRATIVE HEARING – IN RE: JASON JUMP – DENIAL OF APPLICATION FOR MEMBERSHIP REGARDING ENTRANCE STANDARDS RELATING TO ASTHMA.

Mr. Edwards reported that there would be no hearing necessary because they had received a report from the State Doctor stating that Mr. Jump had passed his asthma test.

ROBERT JONES/ADOPTION OF RESOLUTION FOR IRS TAX COMPLIANCE PURPOSES AS RECOMMENDED BY CINDY BIRLEY, TAX COUNSEL FOR THE BOARD:

Motion was made by Mr. Garrett and seconded by Mr. Stone to adopt the resolution for IRS Tax Compliance purposes. Ayes: Messrs. Thompson, Garrett, Vanhorn, Long, Morrison, Kohls, Cramer, Manek, Breen and Allen. Nays: None. Motion carried.

KEITH M. MYERS/ARDMORE – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY” PENSION, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Vanhorn and seconded by Mr. Morrison to modify the Application for “Disability in the Line of Duty”, to “Service”, effective June 1, 2012. Ayes: Messrs. Thompson, Garrett, Vanhorn, Long, Morrison, Kohls, Cramer, Manek, Breen and Allen. Nays: None. Motion carried.

JACK D. ROSS/COMMERCE - APPLICATION FOR “DISABILITY IN THE LINE OF DUTY” PENSION, EFFECTIVE JUNE1, 2012:

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

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

Motion was made by Mr. Long and seconded by Mr. Stone to send Mr. Ross to the State Doctor for future review. Ayes: Messrs. Thompson, Garrett, Long, Morrison, Vanhorn, Kohls, Manek, Cramer, Breen, Stone, and Allen. Naves: None. Motion carried.

HAL N. BALCKBURN/MIDWEST CITY – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY” PENSION, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Vanhorn and seconded by Mr. Garrett to approve the Application for “Disability in the Line of Duty”, effective June 1, 2012. Ayes: Messrs. Thompson, Garrett, Long, Morrison, Kohls, Cramer, Vanhorn, Manek, Breen, Stone, and Allen. Naves: None. Motion carried.

REX A. MCGEE/MIDWEST CITY – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY” PENSION, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Garrett and seconded by Mr. Vanhorn to modify the Application for “Disability in the Line of Duty”, to “Service”, effective June 1, 2012. Ayes: Messrs. Thompson, Garrett, Long, Vanhorn, Morrison, Kohls, Cramer, Manek, Breen, Stone and Allen. Naves: None. Motion carried.

MICHAEL D. WOMACK/MIDWEST CITY – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY” PENSION, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Garrett and seconded by Mr. Cramer to approve the Application for “Disability in the Line of Duty”, effective April 1, 2012. Ayes: Messrs. Thompson, Garrett, Long, Morrison, Kohls, Cramer, Vanhorn, Manek, Breen Stone, and Allen. Naves: None. Motion carried.

MARK ZECKER/MIDWEST CITY - APPLICATION FOR “DISABILITY IN THE LINE OF DUTY, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Long and seconded by Mr. Morrison to approve the Application for “Disability in the Line of Duty” to “Service” effective June 1, 2012. Messrs. Thompson, Garrett, Long, Vanhorn, Morrison, Manek, Cramer, Allen, Breen, and Kohls. Naves: Stone. Motion carried.

ARTHUR P. SMITH/MUSKOGEE – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Garrett and seconded by Mr. Long to approve the Application for “Disability in the Line of Duty”, effective June 1, 2012. Ayes: Messrs. Thompson, Garrett, Long, Morrison, Manek, Cramer, Vanhorn, Allen, Breen, and Kohls. Naves: Stone. Motion carried.

ROY L. ANDREW JR./OKLAHOMA CITY – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Garrett and seconded by Mr. Long to modify the Application for “Disability in the Line of Duty” to “Service”, effective June 1, 2012. Ayes: Messrs. Thompson, Garrett, Vanhorn, Long, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Naves: None. Motion carried.

DENNIS L. DOBBS/OKLAHOMA CITY – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Garrett and seconded by Mr. Vanhorn to modify the Application for “Disability in the Line of Duty”, to “Service” effective June 1, 2012. Ayes: Messrs. Thompson, Garrett, Vanhorn, Long, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Naves: None. Motion carried.

LES FOUGHTY/OKLAHOMA CITY – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Vanhorn and seconded by Mr. Long to modify the Application for “Disability in the Line of Duty, to “Service” June 1, 2012: Ayes: Messrs. Thompson, Garrett, Vanhorn, Long, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Naves: None. Motion carried.

MICHAEL R. HARPER/OKLAHOMA CITY – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Vanhorn and seconded by Mr. Long to modify the Application for “Disability Not in the Line of Duty, to “Service” effective June 1, 2012. Ayes: Messrs. Thompson, Garrett, Vanhorn, Long, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Naves: None. Motion carried.

KEVIN G. JACKSON/OKLAHOMA CITY- APPLICATION FOR “DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Vanhorn and seconded by Mr. Long to modify the Application for “Disability in the Line of Duty” to “Service, effective June 1, 2012. Ayes: Messrs. Thompson, Vanhorn, Long, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Naves: Garrett. Motion carried

**JIMMY W. LAMBERT/OKLAHOMA CITY – APPLICATION FOR
“DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:**

Motion was made by Mr. Garrett and seconded by Long to modify the Application for “Disability in the Line of Duty” to “Service”, effective June 1, 2012. Ayes: Messrs. Thompson, Vanhorn, Long, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Nays: Garrett. Motion carried

**GARY R. MARLOW/OKLAHOMA CITY – APPLICATION FOR “DISABILITY
IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:**

Motion was made by Mr. Garrett and seconded by Mr. Long to modify the Application for “Disability in the Line of Duty” to “Service”, effective June 1, 2012. Ayes: Messrs. Thompson, Vanhorn, Long, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Nays: Garrett. Motion carried

**WES A. NEWTON/OKLAHOMA CITY – APPLICATION FOR “DISABILITY IN
THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:**

Motion was made by Mr. Garrett and seconded by Long to modify the Application for “Disability in the Line of Duty” to “Service”, effective June 1, 2012. Ayes: Messrs. Thompson, Vanhorn, Long, Garrett, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Nays: None. Motion carried

**THOMAS C. PHILLIPS/OKLAHOMA CITY – APPLICATION FOR
“DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:**

Motion was made by Mr. Garrett and seconded by Mr. Long to approve the Application for “Disability in the Line of Duty”, effective June 1, 2012. Ayes: Messrs. Thompson, Vanhorn, Long, Morrison, Manek, Cramer, Allen, Breen, and Stone. Nays: Kohls. Motion carried

**JEFFREY D. RENNER/OKLAHOMA CITY – APPLICATION FOR
“DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:**

Motion was made by Mr. Vanhorn and seconded by Mr. Morrison to modify the Application for “Disability in the Line of Duty” to “Service”, effective June 1, 2012: Ayes: Messrs. Thompson, Vanhorn, Long, Garrett, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Nays: None. Motion carried

MICHAEL L. SMITH/OKLAHOMA CITY – APPLICATION FOR DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Vanhorn and seconded by Mr. Morrison to modify the Application for “Disability in the Line of Duty” to “Service”, effective June 1, 2012. Ayes: Messrs. Thompson, Vanhorn, Long, Garrett, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Nays: None. Motion carried

ROBERT D. TURNER/OKLAHOMA CITY – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Vanhorn and seconded by Mr. Morrison to modify the Application for “Disability in the Line of Duty” to “Service”, effective June 1, 2012. Ayes: Messrs. Thompson, Vanhorn, Long, Garrett, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Nays: None. Motion carried

TIMOTHY T. WALL/OKLAHOMA CITY – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Vanhorn and seconded by Mr. Morrison to modify the Application for “Disability in the Line of Duty”, to “Service”, effective June 1, 2012. Ayes: Messrs. Thompson, Vanhorn, Long, Garrett, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Nays: None. Motion carried

JOE EDDY/PAULS VALLEY – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Garrett and seconded by Mr. Long to modify the Application for “Disability in the Line of Duty” to “Service”, effective June 1, 2012. Ayes: Messrs. Thompson, Vanhorn, Long, Garrett, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Nays: None. Motion carried

JIMMIE D. HAM/PONCA CITY – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Cramer and seconded by Mr. Morrison to modify the Application for “Disability in the Line of Duty”, to “Service”, effective June 1, 2012. Ayes: Messrs. Thompson, Vanhorn, Long, Garrett, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Nays: None. Motion carried

WILLIAM N. MOTLEY/SHAWNEE – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Long and seconded by Mr. Vanhorn to modify the Application for “Disability in the Line of Duty” to “Service”, effective June 1, 2012. Ayes: Messrs. Thompson, Vanhorn, Long, Garrett, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Naves: None. Motion carried

TOM STAMPER/TULSA – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Morrison and seconded by Mr. Long to approve the Application for “Disability in the Line of Duty”, effective June 1, 2012. . Ayes: Messrs. Thompson, Vanhorn, Long, Garrett, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Naves: None. Motion carried

HAYDN L. BUHR/PAULS VALLEY – APPLICATION FOR “DISABILITY NOT IN THE LINE OF DUTY”, EFFECTIVE JUNE 1, 2012:

Motion was made by Mr. Garrett and seconded by Mr. Vanhorn to deny the Application for “Disability Not in the Line of Duty, until an additional doctor statement is received. Ayes: Messrs. Thompson, Vanhorn, Long, Garrett, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Naves: None. Motion carried

BILLY CHAMBERS/TULSA – REQUEST TO CHANGE PENSION FROM “SERVICE” TO “DISABILITY IN THE LINE OF DUTY”:

Motion was made by Mr. Vanhorn and seconded by Mr. Long to approve the request of Mr. Chamber’s to modify his Application from “Service” to “Disability in the Line of Duty”, based on the medical information submitted. Ayes: Messrs. Thompson, Vanhorn, Long, Garrett, Morrison, Manek, Cramer, Allen, Breen, Stone, and Kohls. Naves: None. Motion carried

CRAIG OLIVER THERKELSON/MIDWEST CITY – REQUEST TO CHANGE PENSION FROM “SERVICE” TO “DISABILITY IN THE LINE OF DUTY”

Motion was made by Mr. Garrett and seconded by Mr. Morrison to approve Mr. Therkelson’s request to change his pension from “Service” to “Disability in the Line of Duty” based on the medical information submitted. Ayes: Messrs. Thompson, Garrett, Vanhorn, Long, Morrison, Manek, Cramer, Norton, Gallahar, Breen, and Kohls. Naves: None. Motion carried.

RECEIVE & FILE:

1. Insurance Premium Tax - \$1,258,380.29

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

ROBERT JONES/EXECUTIVE DIRECTOR REPORT:

Mr. Jones reported that the Board Members would be staying at the Holiday Inn in Stillwater for the conference that is being held in September.

Mr. Jones said that he had included an article in the packet in regards to Bill Gross.

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

Motion was made by Mr. Cramer and seconded by Ms. Breen to approve travel for Janet Kohls to attend an education program at Harvard University. Messrs. Thompson, Garrett, Vanhorn, Long, Morrison, Manek, Cramer, Allen, Stone, Breen, and Kohls. Nays: None. Motion carried.

QUESTIONS & COMMENTS FROM BOARD MEMBERS & AUDIENCE:

NEW BUSINESS:

NEXT MEETING DATE:

The Oklahoma Firefighters Pension and Retirement Board will meet July 20, 2012 at 8:30 A.M. at the Lincoln Plaza Office Building at 4545 N. Lincoln Blvd., Oklahoma City, OK.

ADJOURNMENT:

Mr. Thompson adjourned the Board meeting at 12:15 P.M.

Submitted by Terri L. Williams, Executive Secretary.