

MINUTES

The Oklahoma Firefighters Pension and Retirement Board met December 17, 2010 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 Bert Norton called the meeting to order.

Members Present: Bert Norton, Les Foughty, David Thompson, Gerald Garrett, Jim Long, Casey Morrison, Dana Cramer, Janet Kohls, Anita Breen arriving at 8:45 A.M. and Randy Rose arriving at 9:30 A.M.

Others: Robert Jones, Director; Herb Bradshaw, Assistant Director; Chase Rankin, Assistant Controller; Marc Edwards, General Counsel

Visitors: Jason Pulos, Asset Consulting; Greg Balewitz, State Street Global; Stephen Murphy and Marsha Matthews-Hutton, J.P. Morgan; Kenneth Wisdom and Harry Pierandri, Portfolio Advisors

Absent: Doug Jacobson, Frank Stone and Brandy Manek

APPROVAL/MINUTES DATED NOVEMBER 19, 2010:

Motion was made by Mr. Long and seconded by Mr. Cramer to approve the minutes dated November 19, 2010. Ayes: Messrs. Foughty, Norton, Thompson, Long, Garrett, Morrison, Cramer, and Kohls. Nays: None. Motion carried.

STATE STREET GLOBAL ADVISORS/STATE STREET CUSTODY – GREG BALEWITZ:

Mr. Balewitz gave a presentation for State Street Global Advisors/State Street Custody.

	3Months Ending <u>11/30/2010</u>	1 Year Ending <u>11/30/2010</u>	3 Years Ending <u>11/30/2010</u>
SSGA S &P Flagship	13.01%	10.04%	(5.10)%
S& P 500	13.08%	9.94%	(5.15)%

SSGA S & P 500 Eql. Wtd	15.25%	19.44%	(0.42)%
S&P 500 (Eql. Wtd.)	15.2%	18.99%	(0.37)%
SSGA Fixed Income Fd.	(0.06)%	6.05%	
BC Aggregate	(0.11)%	6.02%	
SSGA Lehman Im.	0.42%	5.67%	6.32%
BC Agg Intermediate	0.41%	5.70%	62.27%

J.P. MORGAN FLEMING/STEPHEN MURPHY & MARSHA MATTHEWS-HUTTON:

Mr. Murphy and Ms. Matthews-Hutton gave a presentation for J.P. Morgan.

	3 Months Ending <u>11/30/2010</u>	1 Year Ending <u>11/30/2010</u>	3 Years Ending <u>11/30/2010</u>
J.P. Morgan	4.44%	9.14%	(8.61)%
NCREIF	3.86%	5.84%	(4.62)%

PORTFOLIO ADVISORS/KENNETH WISDOM & HARRY PIERANDRI:

Mr. Wisdom and Mr. Pierandri gave a presentation for Portfolio Advisors.

	3 Months Ending <u>11/30/2010</u>	1 Year Ending <u>11/30/2010</u>	3 Years Ending <u>11/30/2010</u>
Portfolio Advisors	1.56%	(12.00)%	
NCREIF	3.86%	5.84%	

ASSET CONSULTING GROUP/JASON PULOS:

1. Presenting Manager Review.

Mr. Pulos reviewed the presenting managers to the Board.

INVESTMENT COMMITTEE/JIM LONG – CHAIRMAN:

1. Private Equity presentation.

The Board discussed adding private equity to the portfolio with Asset Consulting Group to bring top tier private equity managers to the next meeting and staff develop policy language.

Motion was made by Mr. Long and seconded by Mr. Cramer to add private equity allocation to the portfolio with an asset allocation of 5% in the next few years. Ayes: Messrs. Norton, Thompson, Foughty, Breen, Cramer, Garrett, Long, Morrison, Rose and Kohls. Naves: None. Motion carried.

2. Review and final action on Custodian Bank and Index Manager search.

The Board discussed the RFP process and determined that the process was in accordance with the bid standards.

Motion was made by Mr. Long and seconded by Mr. Cramer to stay with State Street subject to matching the bid price of NY/Mellon as stated by the CEO of State Street. Ayes: Messrs. Norton, Thompson, Foughty, Breen, Cramer, Long, Rose and Kohls. Naves: Garrett and Morrison. Motion carried.

3. Capella Education Co.

The Board discussed seeking lead plaintiff in this case.

Motion was made by Mr. Garrett and seconded by Mr. Morrison's to pursue lead plaintiff with ATF as lead attorney in the Capella Education case. Ayes: Messrs. Ayes: Messrs. Norton, Thompson, Foughty, Breen, Cramer, Garrett, Long, Morrison, Rose and Kohls. Naves: None. Motion carried.

4. Small and SMID Cap Growth Due Diligence.

The Board discussed the Due Diligence visits.

5. Review Monthly Performance.

Mr. Pulos reviewed the monthly performance.

	3 Months Ending <u>11/30/2010</u>	1 Year Ending <u>11/30/2010</u>	3 Years Ending <u>11/30/2010</u>
Total Fund	8.99%	9.75%	(1.79)%
Policy Benchmark	8.66%	9.30%	(0.74)%

AD HOC COMMITTEE/GERALD GARRETT – CHAIRMAN:

1. Review and approval of Real Estate Consultant RFP.

The Board discussed the RFP for real estate consultants.

Motion was made by Mr. Garrett and seconded by Mr. Long to approve RFP for real estate consultant with date changes. Ayes: Messrs. Norton, Thompson, Foughty, Cramer, Garrett, Long, Breen, Rose and Kohls. Nays: None. Motion carried.

2. Review Investment Policy.

Mr. Edwards reviewed the new language to the invest policy to cover real estate purchase.

Motion was made by Mr. Garrett and seconded by Mr. Long to approve the Investment Policy as amended. Ayes: Messrs. Ayes: Messrs. Norton, Thompson, Foughty, Cramer, Garrett, Long, Rose and Kohls. Nays: None. Motion carried.

REQUEST APPROVAL/CONSENT AGENDA, A COPY IS ATTACHED AS EXHIBIT A:

Motion was made by Mr. Long and seconded by Ms. Foughty to approve the Consent Agenda dated December 17, 2010. Ayes: Messrs. Thompson, Foughty, Norton, Long Garrett, Breen, Kohls, Rose, and Cramer. Nays: None. Motion carried.

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

1. Hwang vs. Smith & Wesson Holding Corp., et. al, USDC of Massachusetts, Case No. 07-CV-30238.
2. Minneapolis Firefighters Relief Association v. Medtronic, Inc. et el, USDC, Minnesota, Case No. 0:08-CV-06324
3. Alcon Shareholder Litigation, USDC SD NY, Case No. 1:10-CV-00139.

Mr. Edwards discussed the outcome of the case with the Board regarding the settlement between Novartis and the minority shareholders.

4. Jones et al v. Pfizer, Inc et al, USDC SD NY, Case No. 1:10-CV-03864.
5. Southern Copper Shareholder Litigation, Delaware Court of Chancery.
6. Report on the current status of all other litigation involving the Pension System.

REQUEST FOR AN ADMINISTRATIVE HEARING BY CHARLES TIM TAYLOR/LAWTON – CONCERNING REINSTATMENT AS AN ACTIVE MEMBER OF THE PENSION SYSTEM/MARC EDWARDS:

Motion was made by Mr. Garrett and seconded by Ms. Breen to enter into Executive Session. Ayes: Messrs. Norton, Thompson, Foughty, Breen, Cramer, Garrett, Long, Rose, and Kohls. Naves: None. Motion carried.

Motion was made by Mr. Garrett and seconded by Mr. Rose to enter into Open Session. Ayes: Messrs. Ayes: Messrs. Norton, Thompson, Foughty, Breen, Cramer, Garrett, Long, Rose, and Kohls. Naves: None. Motion carried.

Motion was made by Mr. Cramer and seconded by Ms. Breen to deny Tim Taylor to be reinstated as an active firefighter into the Pension System. Ayes: Messrs. Norton, Thompson, Foughty, Breen, Cramer, Garrett, Long, Rose, and Kohls. Naves: None. Motion carried.

Counsel Marc Edwards said he would prepare the findings and facts.

STEVEN K. MCMANUS/MIDWEST CITY – APPLICATION FOR “DISABILITY IN THE LINE OF DUTY” PENSION, EFFECTIVE DECEMBER 1, 2010:

Motion was made by Mr. Cramer and seconded by Mr. Foughty to approve the Application for “Disability in the Line of Duty” pension, effective December 1, 2010. Ayes: Messrs. Norton, Thompson, Foughty, Cramer, Rose, Long, Breen, Garrett, and Kohls. Naves: None. Motion carried.

JOHNNY HATCHETT/DIBBLE - APPLICATION FOR “DISABILITY NOT IN THE LINE OF DUTY” PENSION, EFFECTIVE OCTOBER 15, 2007:

Motion was made by Mr. Garrett and seconded by Mr. Rose to approve the Application for “Disability Not in the Line of Duty”, effective October 15, 2007. Ayes: Messrs. Norton, Thompson, Cramer, Long, Garrett, Foughty, Kohls, Breen, and Rose. Naves: None. Motion carried.

MARK M. RUDICK /TULSA – REQUEST TO CHANGE PENSION FROM “SERVICE” TO “DISABILITY IN THE LINE OF DUTY”

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

TIM TRANTHAM/TULSA – REQEUST TO CHANGE PENSION FROM “SERVICE” TO “DISABILITY IN THE LINE OF DUTY”:

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

CLARENCE W. WOOD/TULSA – REQUEST TO CHANGE PENSION FROM “SERVICE” TO “DISABILITY IN THE LINE OF DUTY”

Motion was made by Mr. Long and seconded by Mr. Rose to approve Mr. Wood’s request to change his pension from “Service” to “Disability in the Line of Duty”. Ayes: Messrs. Norton, Garrett, Long, and Rose. Nays: Kohls, Cramer, Breen, Thompson, and Foughty. Motion failed.

DISCUSSION AND POSSIBLE ACTION ON THE REQUEST OF WIDOW MICHELLE MANION/SHAWNEE TO HAVE THE STATE BOARD CONSIDER TO DECLARE MR. MANION’S DEATH AS AN IN LINE OF DUTY DEATH AS PER OKLAHOMA STATUTUE TITLE 11 SECTION 49-113.

Motion was made by Mr. Cramer and seconded by Mr. Rose to declare Mr. Manion’s death as an in line of duty death. Ayes: Messrs. Norton, Breen, Foughty, Cramer, Garrett, Long, Kohls, Thompson and Rose. Nays: None. Motion carried.

RECEIVE & FILE:

1. Wyatt v. El Paso Corp. - \$450.29 – Litigation – November 2010
2. BNY Covergex – \$ 360.52 – Recapture – December 2010
3. Insurance Premium Tax - \$513,327.83 – December 2010

Motion was made by Mr. Cramer and seconded by Ms. Breen to approve the above listed receive and file. Ayes: Messrs. Norton, Thompson, Foughty, Rose, Cramer, Long, Garrett, Kohls and Breen. Nays: None. Motion carried.

ROBERT JONES/EXECUTIVE DIRECTOR REPORT:

Mr. Jones said he had nothing to report.

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

Motion was made by Mr. Long and seconded by Mr. Rose to approve travel reimbursement for a conference in Nevada for Board Member David Thompson. Ayes: Messrs. Norton, Thompson, Foughty, Rose, Cramer, Long, Garrett, Kohls and Breen. Nays: None. Motion carried.

QUESTIONS & COMMENTS FROM BOARD MEMBERS & AUDIENCE:

NEW BUSINESS:

NEXT MEETING DATE:

The Oklahoma Firefighters Pension and Retirement Board will meet January 21, 2011 at 8:30 A.M. at the Lincoln Plaza Office Building at 4545 N. Lincoln Blvd., Oklahoma City, OK.

ADJOURNMENT:

Chairman Bert Norton adjourned the Board meeting at 1:05 P.M.

Submitted by Terri L. Williams, Executive Secretary.

**CONSENT AGENDA
December 17, 2010**

CHECKS TERMINATED IN NOVEMBER 2010:

CORDELL	LOLA HURLEY	DECEASED
OKLAHOMA CITY	BONNIE BARTON	DECEASED
OKLAHOMA CITY	EDWARD K. RUSSELL	DECEASED
OKLAHOMA CITY	DORIS WRIGHT	DECEASED
PAWHUSKA	MARIANNE FEDOR	DECEASED
PURCELL	AGNES STEPHENS	DECEASED
SHATTUCK	LAWANA CALDWELL	DECEASED
TULSA	GEORGE B. CARVER	DECEASED
THE VILLAGE	JUANITA TUNNELL	DECEASED
VELMA	PEGGY R. SCOTT	DECEASED

\$5,000.00 DEATH BENEFIT:

BRISTOW	DELLA A. ALLISON, WIDOW OF MERLE D. ALLISON
COMMERCE	MARY J. MOUDY, WIDOW OF GERALD L. MOUDY
ELK CITY	MARTIN FUNERAL HOME ON BEHALF OF JAMES SMITH
HOOKER	ROBERT'S BROTHERS FUNERAL HOME ON BEHALF OF JAMES P. FLANAGAN
LAWTON	HART-WYATT FUNERAL HOME, INC. ON BEHALF OF RAYMOND L. DYE
OKLAHOMA CITY	PATRICIA R. BUSBEE, WIDOW OF RONALD K. BUSBEE
OKLAHOMA CITY	GLORIA A. CLARK, WIDOW OF DONALD W. CLARK
RUSH SPRINGS	VIRGINIA L. LOYD, WIDOW OF LARRY J. LOYD
SAYRE	RUTH TRIPLETT, WIDOW OF LOIS TRIPLETT
TULSA	MARGARET TINCUP (IRA), WIDOW OF DONALD TINCUP
WAGONER	ROBIN M. LUELLEN, WIDOW OF JERRY H. LUELLEN

**APPLICATION FOR ENTRANCE INTO THE PENSION SYSTEM/APPROVED
BY EXECUTIVE DIRECTOR, ROBERT E. JONES, JR.:**

<u>CITY</u>	<u>APPLICANT</u>
BLACKWELL	KEVIN STACY
CHANDLER	JUSTIN A. GUINN
FREDERICK	ARON COLEMAN
MARLOW	CHRIS HERRON

MIDWEST CITY	CLINT STRAKA
POTEAU	SHADD STOVER
SHAWNEE	JAMES AULD
SHAWNEE	JOHNNY GIBSON
SHAWNEE	MARK SIMPSON
TUTTLE	JAMIE BROWN
TUTTLE	KECIA JEELING
TUTTLE	RYAN MACKEY
TUTTLE	KENDALL MYER

APPLICATION FOR SURVIVING SPOUSE FOR CONTINUATION:

<u>EFFECTIVE DATE</u>	<u>CITY</u>	<u>APPLICANT</u>
12/01/2010	DUNCAN	PATRICIA M. COOPER, WIDOW of Melvin L. Cooper
12/01/2010	EDMOND	MARGIE PARKER, WIDOW OF Clyde E. Parker Sr.
12/01/2010	HENRYETTA	CAROL ANN GAITHER, WIDOW Of Dale C. Gaither
12/01/2010	LAWTON	AMME TAHBONEMAH, WIDOW of Robert Tahbonemah
12/01/2010	MULHALL	RHONDA G. SHAFER, WIDOW of Jack Shafer
12/01/2010	OKLAHOMA CITY	GLORIA CLARK; WIDOW OF Donald W. Clark
12/01/2010	OKLAHOMA CITY	PATRICIA BUSEE, WIDOW OF Rondal K. Busee
12/01/2010	STILLWATER	GLENDA DUNCAN, WIDOW OF Paul E. Duncan
12/01/2010	TULSA	SHIRLEY S. HOFF, WIDOW OF Warren G. Hoff
12/01/2010	WILLOW	LYNN L. DENNEY, WIDOW OF Tommy J. Denney

APPLICATION FOR SERVICE PENSION:

<u>EFFECTIVE DATE</u>	<u>CITY</u>	<u>APPLICANT</u>
12/01/2010	CLAYTON	BRUCE M. WEBSTER
12/07/2010	CRESCENT	RAYMOND J. FARRAR
12/04/2010	HEAVENER	STEPEHN C. OLIVE
12/01/2010	JET	BRYAN K. FISCHER
12/14/2010	LANGLEY	BILLY D. FLOCK
12/01/2010	NEWCASTLE	KEVIN L. SELF
12/01/2010	NICOMA PARK	RICHARD C. MUSE
12/01/2010	NOBLE	JOE L. EASLEY
12/08/2010	SEMINOLE	KEVIN D. TAYLOR
12/01/2010	STIGLER	RAY D. HATFIELD
10/01/2010	STILWELL	THOMAS S. JOHNSON
12/01/2010	STRATFORD	JOHNNY G. MANN
12/01/2010	TISHOMINGO	CHARLES L. LOCKE
12/10/2010	WILBURTON	RANDY SCOTT

APPLICATION FOR VESTED BENEFIT:

<u>EFFECTIVE DATE</u>	<u>CITY</u>	<u>APPLICANT</u>
09/25/2010	COWETA	FRANK C. GRIFFIN
01/01/2020	GRADY	WILLIAM A. MILLER
03/31/2016	HUGO	DOUG MCCLURE
10/01/2016	NASHOBA	WILLIS G. BRUCE

05/01/2011	TUTTLE	BENJAMIN B. SULLIVAN
05/01/2010	WAYNE	PHILLIP R. WEBSTER
09/01/2019	WEATHERFORD	BRENT J. REED

REFUND OF CONTRIBUTIONS:

<u>APPLICANT</u>	<u>CITY</u>	<u>HIRED</u>	<u>TERMINATED</u>
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NEW COUNTY AND/OR CITY FIRE DEPARTMENT ENTERING THE PENSION SYSTEM:

FANSHAWE FIRE DEPARTMENT