

Dallas Police and Fire Pension System
Tuesday, May 28, 2002
2:00 p.m.
2301 North Akard Street
First Floor Conference Room
Dallas, Texas

Special meeting, Gerald Brown, Chairman, presiding:

ROLL CALL

Board Members

Present: Gerald Brown, Gary Edge, Councilmember Donald Hill, Rector C. McCollum, Steve Shaw, George Tomasovic, Steven Umlor, and Richard Wachsman

Absent: John Mays, Councilmember Maxine Thornton-Reese

Staff Richard Tettamant, Don Rohan, Brian Blake, Linda Stevenson, and Everard Davenport

Others Gary Lawson, Eric Calhoun, Leland C. Giannini, and William W. Rudolph

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The meeting was called to order at 2:04 p.m.

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A. DISCUSSION OF ITEM FOR INDIVIDUAL CONSIDERATION

Update on the examination of the System's financial process and internal controls

C. A. Alexander, of CFOpros, who had been engaged in an audit of the System's financial processes and internal controls, was invited to attend the meeting and discuss his findings with the Board. Mr. Alexander did not attend the meeting.

In accordance with the terms of Sections 551.071, Texas Government Code, the Board went into a closed executive legal session at 2:04 p.m.

The meeting was reopened at 4:15 p.m.

The meeting was recessed at 4:16 p.m.

**Special Board Meeting
Tuesday, May 28, 2002**

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The meeting was reconvened on Wednesday, May 29, 2002 at 8:39 a.m.

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A. DISCUSSION OF ITEM FOR INDIVIDUAL CONSIDERATION (continued)

Update on the examination of the System's financial process and internal controls (continued)

After discussion, Mr. Shaw made a motion to open the locked trunk, which belonged to C. A. Alexander, of CFOpros, and was believed to contain Pension System property. Mr. Edge seconded the motion, which was unanimously approved by the Board.

The trunk was opened under the observation of the System's legal counsel (Lawson, Fields, McCue, Lee & Campbell, P.C.) and Leland Giannini, of KPMG, LLP, the System's financial processes examiner. The contents were turned over to Mr. Giannini for inventory.

In accordance with the terms of Sections 551.071, Texas Government Code, the Board went into a closed executive legal session at 8:50 a.m.

The meeting was reopened at 9:56 a.m.

No motion was made.

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B. BRIEFING ITEM

Administrator's report

No report was given.

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**Special Board Meeting
Tuesday, May 28, 2002**

Mr. Tettamant stated that there was no further business to come before the Board. On a motion by Mr. Edge and a second by Mr. Shaw, the meeting was adjourned at 9:56 a.m.

Gerald Brown
Chairman

ATTEST:

Richard L. Tettamant
Secretary

CITY OF DALLAS - POLICE & FIRE PENSION SYSTEM

ASSET DISTRIBUTION BY ADVISOR - AS OF March 31, 2002

	NET ASSET VALUE	FUND % OF ASSETS	ADVISOR % OF CLASS
EQUITY- DOMESTIC ADVISORS:			

ALLIANCE CAPITAL MANAGEMENT	119,659,644.98	6.5 %	18.6 %
DEUTSCHE ASSET MGMT MICRO-CAP	98,507,836.07	5.2 %	15.3 %
HUFF ALTERNATIVE FUND LP	3,554,168.23	0.2 %	0.6 %
NORTH TEXAS OPPORTUNITY	5,982,887.82	0.3 %	0.9 %
OAK ASSOCIATES	115,861,048.84	6.1 %	18.0 %
SSGA S&P 500 FLAGSHIP	276,051,552.87	14.6 %	43.0 %
THE MITCHELL GROUP	22,489,970.41	1.2 %	3.6 %
*** TOTAL EQUITY- DOMESTIC ADVISORS:	642,107,109.22	34.1 %	100.0 %
FIXED INCOME ADVISORS:			

HUFF ALTERNATIVE INCOME FUND	28,971,859.00	1.5 %	20.1 %
OCM FUND IV	16,633,156.00	0.9 %	11.6 %
TCW SPECIAL CREDITS TR III	553,264.00	0.0 %	0.4 %
W.R. HUFF HIGH YIELD	97,805,481.23	5.2 %	67.9 %
*** TOTAL FIXED INCOME ADVISORS: ***	143,963,760.23	7.6 %	100.0 %
INTERNATIONAL FIXED INCOME ADVISORS:			

DEUTSCHE ASSET MGMT GLOBAL FIX. INC	169,781,765.92	9.0 %	49.9 %
LOOMIS SAYLES & CO	170,290,264.23	9.0 %	50.1 %
*** TOTAL INTERNATIONAL FIXED INCOME	340,072,030.15	18.0 %	100.0 %
REAL ESTATE ADVISORS:			

CROW HOLDINGS	8,253,113.68	0.4 %	2.8 %
FOREST INVESTMENT ASSOCIATES	47,842,024.13	2.5 %	16.2 %
HANCOCK AGRICULTURAL INVEST FD	18,700,767.00	1.0 %	6.3 %
HEARTHSTONE MSH HOMEBUILDING	1,605,275.69	0.1 %	0.5 %
HEITMAN CAPITAL MANAGEMENT	1,371,979.65	0.1 %	0.5 %
HUDSON ADVISORS	22,257,572.94	1.2 %	7.5 %
INVESCO	16,219,989.00	0.9 %	5.5 %
KENNEDY ASSOCIATES	30,987,493.51	1.6 %	10.5 %
L & B	42,877,498.00	2.3 %	14.5 %
OCM REAL ESTATE/OPPORTUNITIES FUND	15,137,132.00	0.8 %	5.1 %
OLYMPUS REAL ESTATE	17,195,170.13	0.9 %	5.8 %
PRUDENTIAL INVESTMENTS	8,980,144.00	0.5 %	3.0 %
RREEF	63,429,383.32	3.4 %	21.8 %
*** TOTAL REAL ESTATE ADVISORS: ***	294,857,543.05	15.7 %	100.0 %
EQUITY- INTERNATIONAL ADVISORS:			

BANK OF IRELAND	201,405,706.38	10.7 %	44.3 %
CLAY FINLEY INC	104,136,758.31	5.5 %	22.9 %
FIDELITY ENHANCED EAFE	129,253,039.01	6.9 %	28.4 %
TRANSITION/STATE STREET	9,614,389.22	0.5 %	2.1 %
TRANSITION/FRANK RUSSELL	10,124,709.90	0.5 %	2.2 %
*** TOTAL EQUITY- INTERNATIONAL ADVIS	454,534,602.82	24.1 %	100.0 %
CASH:			

COMMINGLED CASH	1,332,265.46	0.1 %	14.0 %
CONTRIBUTION & EXPENSE ACCOUNT	8,164,717.62	0.4 %	86.0 %
*** TOTAL CASH: ***	9,496,983.08	0.5 %	100.0 %
TOTAL MASTER TRUST	1,885,761,016.32	100.0 %	

CITY OF DALLAS - POLICE & FIRE PENSION SYSTEM

ASSET DISTRIBUTION BY ADVISOR - AS OF March 31, 2002

	FUND	ADVISOR
	NET ASSET VALUE % OF ASSETS	% OF CLASS
CITY CONTRIBUTIONS	8,464,202.93	
EMPLOYEE CONTRIBUTIONS	1,817,298.26	
BENEFIT DISTRIBUTIONS	-7,086,968.12	
EXPENSES	-463,656.67	