

AGENDA



Date: May 7, 2009

The regular meeting of the Dallas Police and Fire Pension System Board of Trustees will be held at **8:30 a.m. on Thursday, May 14, 2009 in the Second Floor Board Room at 4100 Harry Hines Boulevard, Dallas, Texas.** Items of the following agenda will be presented to the Board:

A. CONSENT AGENDA

1. Approval of Minutes

Regular meeting of April 9, 2009

2. Approval of Refunds of Contributions for the Month of April 2009

3. Approval of Activity in the Deferred Retirement Option Plan (DROP) for May 2009

4. Approval of Estate Settlements

Deceased (Member (P) or Survivor (S))	Dept.	Date Of Death	Estate Payment To
Anna C. Rowe (S)	Fire	Mar. 19, 2009	Kenneth W. Rowe Robert B. Rowe
Judy S. Russell (S)	Fire	May 4, 2008	Jef C. Russell, III

5. Approval of Survivor Benefits – Deceased Retirees

Deceased Member	Dept.	Date Of Death	Qualified Survivors
Richard K. Finch	Fire	Mar. 17, 2009	Juanita M. Finch
B. H. Johnson	Fire	Mar. 20, 2009	Emma Lou Johnson
Dannie G. Bridges	Police	Mar. 19, 2009	Brenda K. Bridges
George E. Spurgin	Police	Mar. 23, 2009	Joe Ann Spurgin

6. Approval of Service Retirements

Member	Dept.	Effective
Carlton T. Evans	Fire	May 13, 2009
William L. Watson	Fire	Apr. 29, 2009
Jon Whatley	Fire	Apr. 10, 2009
Ronnie H. Benedict	Police	May 13, 2009
John M. Fruge	Police	Apr. 15, 2009
William R. Knobel	Police	May 13, 2009
Jacqueline A. Crosby-Mazzola	Police	Apr. 29, 2009
Joe E. Simmons	Police	May 6, 2009
Bradley D. Terrell	Police	Apr. 29, 2009
Linda L. Williams	Police	Apr. 29, 2009

B. DISCUSSION AND POSSIBLE ACTION REGARDING ITEMS FOR INDIVIDUAL CONSIDERATION

1. **2008 actuarial valuation**
2. **2008 audit update**
3. **2008 Calendar Year-End Close Review of the Administrative and Professional Services Budgets for the year ended December 31, 2008**

4. **Closed Session - Board serving as Medical Committee**

Discussion of the following disability recalls will be closed to the public under the terms of Section 551.078 of the Texas Government Code:

- a. Request by Thomas E. Devine, retired Firefighter, for relief from disability recall requirement
- b. Melvin J. Wright, Jr., retired Fire and Rescue Officer
- c. Sharon L. Farmer, retired Police Officer

5. **Possible amendments to contracts**

- a. Capmark Investments LP
- b. Financial Control Systems

6. **Knudson Luxury Housing IV update**

7. Investment and financial reports

- a. Group Trust's monthly asset allocation report and recommendations for rebalancing the Group Trust's investment portfolio
- b. Group Trust's monthly unitization report
- c. Unaudited draft monthly investment performance (Flash) report
- d. Financial statements

8. Legal issues

Portions of the discussion under these topics may be closed to the public under the terms of Section 551.071 of the Texas Government Code:

Police Officer and Firefighter pay lawsuits

9. Pension-related legislative issues

- a. Pending legislation
- b. Hillco Partners - client advisory on state and local legislative issues
- c. Locke Lord Bissell & Liddell LLP – client advisory on federal and state legislative issues

10. Staff and Board Members' reports on due diligence meetings, seminars and/or conferences attended

- a. TLFFRA Peer Review Committee
- b. Merit Energy Conference
- c. Napa Executive Board Meeting
- d. Yellowstone Energy Ventures meeting
- e. Orleans Capital Mgt: Energy Opportunities
- f. NCPERS: Trustee Education Seminar (TEDS)
- g. NCPERS: Annual Conference

C. BRIEFING ITEMS

- 1. Reports and concerns of active members and pensioners of the Dallas Police and Fire Pension System**

- 2. Administrator's report**
 - a. Associations' newsletters**
 - NCPERS The Monitor (April 2009)
 - TEXPERS Outlook (April 2009)
 - TEXPERS Pension Observer(Winter 2009)
 - b. Future continuing education and investment research programs and conferences**

The term "possible action" in the wording of any Agenda item contained herein serves as notice that the Board may, in its discretion, dispose of any item by any action in the following non-exclusive list: approval, disapproval, deferral, table, take no action, and receive and file.

At any point during the consideration of the above items, the Board may go into Closed Executive Session as per Texas Government Code, Section 551.071 for consultation with attorneys, Section 551.072 for real estate matters, Section 551.074 for personnel matters, and Section 551.078 for review of medical records. An expression of preference or a preliminary vote may be taken by the Board on any briefing item or item discussed in executive session.

At the discretion of the Board, items on this agenda may be considered at times other than those indicated above.

Dallas Police and Fire Pension System
Thursday, May 14, 2009
8:30 a.m.
4100 Harry Hines Blvd., Suite 100
Second Floor Board Room
Dallas, Texas

Regular meeting, Gerald Brown, Chairman, presiding:

ROLL CALL

Board Members

Present: Jerry R. Allen, Gerald Brown, John M. Mays, Rector C. McCollum, Pauline Medrano, David A. Neumann, Richard A. Salinas, Steven G. Shaw, George Tomasovic, Steven H. Umlor, and Richard H. Wachsman

Absent: Dwaine R. Caraway

Staff Richard Tettamant, Don Rohan, Brian Blake, Everard Davenport, Mike Taylor, Pat McGennis, John Holt, Corina Terrazas, Talal Ellass, Larry Landfried, Greg Irlbeck, Christina Wu, and Linda Rickley

Others Eric Calhoun, Gus Fields, Josh Mond, Thomas E. Devine, and Wayne Antrobus

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The meeting was called to order and recessed at 8:30 a.m.

The meeting was reconvened at 11:37 a.m.

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A. CONSENT AGENDA

1. Approval of Minutes

Regular meeting of April 9, 2009

2. Approval of Refunds of Contributions for the Month of April 2009

Refund of Combined Pension Plan, Section 6.02 Group B Contributions
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<u>EMPLOYEE NAME</u>	<u>DEPT.</u>	<u>REFUND DATE</u>
Diana R. Franklin	Police	Apr. 17, 2009
Sherri Herrman	Police	Apr. 10, 2009

**Regular Board Meeting
Thursday, May 14, 2009**

3. Approval of Activity in the Deferred Retirement Option Plan (DROP) for May 2009

**DEFERRED RETIREMENT OPTION PLAN (DROP)
ACTIVITY – May 2009**

New DROP Participants

EMPLOYEE NAME	DEPT.
Billy P. Robinson	Fire
Tolvia D. Wilcoxson	Fire
Mark. R.F. Ahearn	Police
Lee E. Bollinger	Police
Michael C. Calhoun	Police
Keith V. Caruso	Police
Roderick C. Dillon	Police
Christopher P. Harry	Police
Claude E. McBride	Police
Brent A. Rich	Police
Vickie A. Stonaker	Police
Duncan C. Wilkins	Police

Transfer Funds from DROP to 401(k)

Member	Dept.
Rudolfo R. Fernandez	Fire
Artie C. Christian	Police

4. Approval of Estate Settlements

Deceased (Member (M), Pensioner (P) or Survivor (S))	Dept.	Date Of Death	Estate Payment To
Anna C. Rowe (S)	Fire	Mar. 19, 2009	Kenneth W. Rowe Robert B. Rowe
Judy S. Russell (S)	Fire	May 4, 2008	Jef C. Russell, III

**Regular Board Meeting
Thursday, May 14, 2009**

5. Approval of Survivor Benefits – Deceased Retirees

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William R. Knobel	Police	May 13, 2009
Jacqueline A. Crosby- Mazzola	Police	Apr. 29, 2009
Joe E. Simmons	Police	May 6, 2009
Bradley D. Terrell	Police	Apr. 29, 2009
Linda L. Williams	Police	Apr. 29, 2009

After discussion, Mr. Wachsman made a motion to approve the items on the Consent Agenda, subject to the final review and approval of the Administrator. Mr. Shaw seconded the motion, which was unanimously approved by the Board.

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B. DISCUSSION AND POSSIBLE ACTION REGARDING ITEMS FOR INDIVIDUAL CONSIDERATION

1. 2008 actuarial valuation

Richard Mackesey and Ryan Falls of Buck Consultants, Inc., the System's actuary, presented and discussed the actuarial valuation report for the Supplemental Plan as of January 1, 2009. The primary purpose of the valuation report is to determine the adequacy of the City's current contribution rate, to describe the current financial condition of the System, and to analyze changes in the System's condition. In addition, the report provides information required by the City of Dallas in connection with Governmental Accounting Standards Board Statements # 25 and #27.

After discussion, Mr. Shaw made a motion to accept the Actuarial Funding Committee's recommendation to receive and file the actuary's report. Mr. Umlor seconded the motion, which was unanimously approved by the Board.

**Regular Board Meeting
Thursday, May 14, 2009**

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2. 2008 audit update

Mr. Tettamant, Administrator, and Mr. Taylor, Chief Financial Officer, discussed the progress of the 2008 financial audit. The audit team arrived on site Monday, April 20, and completed the field work portion of the audit on Friday, May 1, 2009. The audit is on schedule to be presented to the Board at its June 2009 regular meeting.

After discussion, Mr. Tomasovic made a motion to accept the recommendation of the Administrative and Audit Advisory Committee (AAAC) to receive and file the 2008 audit update. Mr. McCollum seconded the motion, which was unanimously approved by the Board.

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3. 2008 Calendar Year-End Close Review of the Administrative and Professional Services Budgets for the year ended December 31, 2008

Mr. Tettamant discussed the final Administrative and Professional Services Budgets for 2008. The total budget expenditure was 27.9% less than budgeted and represents approximately 80 basis points against Plan assets.

Administrative expenses totaled \$3,417,315 for the year ending December 31, 2008, or 13 % under the budgeted amount of \$3,927,247. One line item, Subscriptions Expense, exceeded the budgeted amount by greater than 5%. The variance is explained in the budget summary attached.

Expenses for professional services included \$2,752,398 in non-investment manager expenses, 22.3 % under the budgeted amount of \$3,542,379. The line item for Independent Audit expense is the only item that exceeded the budgeted amount by greater than 5%. The variance is explained in the budget summary.

A preliminary review reports investment manager fees of \$14,990,528, approximately 31.5 % under the budgeted amount. This amount may increase as final reports from investment managers are received. The budgeted amount was based on an estimated 70 basis points on assets. The budgeted fees exceeded the actual expenses primarily due to the decrease in asset value. Expenses under the Retention Incentive Compensation program are included with investment management expenses.

After discussion, Mr. Tomasovic made a motion to accept the AAAC's recommendation to receive and file the 2008 budget review. Mr. Shaw seconded the motion, which was unanimously approved by the Board.

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Regular Board Meeting
Thursday, May 14, 2009

4. Closed Session - Board serving as Medical Committee

Discussion of the following disability recalls was closed to the public at 11:37 a.m. under the terms of Section 551.078 of the Texas Government Code:

- a. Request by Thomas E. Devine, retired Firefighter, for relief from disability recall requirement
- b. Melvin J. Wright, Jr., retired Fire and Rescue Officer
- c. Sharon L. Farmer, retired Police Officer

The meeting was reopened at 11:40 a.m.

The meeting was recessed at 11:41 a.m.

The meeting was reconvened at 12:34 p.m.

After discussion, Mr. Tomasovic made a motion to waive future disability recalls for **Thomas E. Devine**. Mr. Wachsman seconded the motion, which was unanimously approved by the Board.

The Board went into closed executive session -- medical at 12:34 p.m.

The meeting was reopened at 12:38 p.m.

After discussion, Mr. Tomasovic made a motion to **grant** continuance of **Melvin Wright's** on-duty, Combined Pension Plan, Group B disability benefit, subject to the System's right under the Board-approved disability recall procedure to require Mr. Wright to undergo future medical examination(s) to determine if the disability still exists or if recovery has been made to the point that Mr. Wright is able to return to duty, or **two years**, whichever is sooner. Mr. Wright is not subject to the Annual Earnings Test Review as he was hired and suffered a disability before May 1, 1990. Mr. Shaw seconded the motion, which was unanimously approved by the Board.

After discussion, Mr. Shaw made a motion to **grant** continuance of **Sharon Farmer's** off-duty, Combined Pension Plan, Group B disability benefit, subject to the System's right under the Board-approved disability recall procedure to require Ms. Farmer to undergo future medical examination(s) to determine if the disability still exists or if recovery has been made to the point that Ms. Farmer is able to return to duty, or **two years**, whichever is sooner. Mr. Tomasovic seconded the motion, which was unanimously approved by the Board.

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**Regular Board Meeting
Thursday, May 14, 2009**

5. Possible amendments to contracts

- a. Capmark Investments LP
- b. Financial Control Systems

Mr. Tettamant stated that Capmark Investments, L.P. is one of the System's real estate advisors and is the Managing Member of Select Apartment Properties, LLC, one of the System's real estate investments. At the May 12th Board meeting, the Capmark real estate portfolio was reviewed by the Board.

Capmark is requesting permission to transfer a former employee member's interest of the Colisee Joint Venture back to the Managing Member. Colisee is a joint venture between the Managing Member, the System, and Employee Members of Capmark. This requested amendment is due to a Capmark employee that is no longer with the company. If approved, the System's majority ownership of 90% in the investment does not change.

Staff provided a draft Second Amendment to the Amended and Restated Operating Agreement of Select Apartments Properties, LLC that, if approved, would allow for the transfer of the former Capmark employee's interest.

After discussion, Mr. Wachsman made a motion to approve the Capmark request through an amendment to the contract, subject to the final approval of the Administrator and legal counsel. Mr. Shaw seconded the motion, which was unanimously approved by the Board.

Financial Control Systems (FCS) has been the System's financial accounting provider since October 1977. FCS maintains a complete history of all investment transactions, verifies reasonableness of transactions and prepares monthly financial statements, and is an important part of the System's business continuity plan. The last rate adjustment was approved in 1995 when the annual rate was set at \$42,000. FCS has requested an annual rate adjustment to \$59,000.

After discussion, Mr. Tomasovic made a motion to approve the requested annual rate adjustment to \$59,000 for the FCS contract. Mr. McCollum seconded the motion, which was unanimously approved by the Board.

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6. Knudson Luxury Housing IV update

Staff gave an update to the Board on the reorganization of Knudson Luxury Housing IV (KLH IV). KLH IV is one of the System's real estate investments that invests in upscale housing in the U.S.

**Regular Board Meeting
Thursday, May 14, 2009**

6. Knudson Luxury Housing IV update (continued)

After discussion, Mr. Umlor made a motion to receive and file the KLH IV update. Mr. Wachsman seconded the motion, which was unanimously approved by the Board.

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7. Investment and financial reports

- a. Group Trust's monthly asset allocation report and recommendations for rebalancing the Group Trust's investment portfolio
- b. Group Trust's monthly unitization report
- c. Unaudited draft monthly investment performance (Flash) report
- d. Financial statements

The Asset Allocation Monitoring Reports and the Real Estate Portfolio Reports for April 2009 are included in Minute Book Number 39 on pages 226 & 227.

Staff discussed the above reports with the Board and reported the following:

All of the assets classes are within their respective asset allocation ranges. There is no need for cash at this time.

After discussion, Mr. Wachsman made a motion to approve the May 2009 monthly asset allocation report and approve the staff recommendations. Mr. Umlor seconded the motion, which was unanimously approved by the Board.

The Group Trust's monthly unitization report was not available.

After discussion, Mr. Wachsman made a motion to receive and file the unaudited draft monthly investment performance (Flash) report. Mr. Tomasovic seconded the motion, which was unanimously approved by the Board.

After discussion, Mr. Wachsman made a motion to receive and file the financial statements for the period ending March 31, 2009. Mr. Mays seconded the motion, which was unanimously approved by the Board.

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DALLAS POLICE & FIRE GROUP TRUST

As of May 12, 2009

ASSET ALLOCATION

Asset Class		Target		Actual		Range		Difference vs.	
		\$	%	\$	%	Min	Max	Target	\$
Global Equity									
S & P Enhanced Index	INTECH	0.00	0.00%	33.62	1.26%	0.00	0.00		33.62
Global Equity with Growth Tilt	T Rowe Price	0.00	0.00%	41.48	1.55%	3.00	5.00		41.48
Large Cap Growth	INTECH	0.00	0.00%	28.72	1.07%	0.00	0.00		28.72
Large Cap Growth	T Rowe Price	0.00	0.00%	32.99	1.23%	0.00	0.00		32.99
Large Cap Value	AllianceBernstein	0.00	0.00%	41.80	1.56%	0.00	0.00		41.80
Domestic Small Capitalization Core Equity	Eagle Asset Management	133.80	5.00%	107.67	4.02%	4.00	6.00		(26.13)
Global Growth Equity	Clay Finlay	0.00	0.00%	77.25	2.89%	3.00	5.00		77.25
Select Global Equity Core	Pyramis (Fidelity)	0.00	0.00%	150.93	5.64%	3.00	5.00		150.93
Strategic Value Global Equity	AllianceBernstein	107.04	4.00%	34.02	1.27%	3.00	5.00		(73.02)
Global Growth Equity	OPI	107.04	4.00%	51.73	1.93%	3.00	5.00		(55.31)
Global REIT	RRREF	53.52	2.00%	20.01	0.75%	1.00	3.00		(33.51)
Total Global Equity		401.39	27.00%	620.22	23.18%				218.84
Global Private Equity									
	NTOF	0.00	Committed	3.00	0.11%	0.00	0.00		0.00
	Huff Alternative Fund	100.00	Committed	78.90	2.95%	0.00	0.00		0.00
	Mech Energy	55.00	Committed	15.07	0.56%	0.00	0.00		0.00
	Levine Leichter Capital Partners	75.00	Committed	21.77	0.81%	0.00	0.00		0.00
	Levine Leichter Capital Partners IV	50.00	Committed	6.90	0.26%	0.00	0.00		0.00
	Huff Energy Fund LP	100.00	Committed	50.26	1.88%	0.00	0.00		0.00
	Lone Star Growth Capital	16.00	Committed	13.26	0.50%	0.00	0.00		0.00
	Lone Star CRA	50.00	Committed	15.00	0.56%	0.00	0.00		0.00
	JPMorgan Infrastructure	20.00	Committed	23.37	0.87%	0.00	0.00		0.00
	Pharos	90.00	Committed	74.87	2.80%	0.00	0.00		0.00
	Ashmore GSSE 4	70.00	Committed	62.09	2.32%	0.00	0.00		0.00
	JP Morgan Asian Infrastructure	36.00	Committed	6.89	0.26%	0.00	0.00		0.00
	HNI Capital Partners	50.00	Committed	29.04	1.09%	0.00	0.00		0.00
	Yellowstone Capital	10.00	Committed	2.00	0.07%	0.00	0.00		0.00
	BankCap Partners	20.00	Committed	11.67	0.44%	0.00	0.00		0.00
Total Private Equity		401.39	15.00%	414.09	15.47%				12.71
Global Natural Resources									
Energy Equity	Orleans Capital	34.79	1.30%	31.15	1.16%	1.10	1.60		(3.64)
Energy Equity	Michell Group	34.79	1.30%	40.86	1.53%	1.10	1.60		6.07
Global Water Strategy	SAM	32.11	1.20%	25.50	0.95%	1.00	1.50		(6.61)
Global Environmental Technology Strategy	RCM	32.11	1.20%	25.64	0.96%	1.00	1.50		(6.47)
Agricultural Investments	Hancock Agricultural	48.17	1.80%	72.38	2.70%				24.21
Domestic Timberland	Forest Investment Associates	42.81	1.60%	47.88	1.79%				5.07
Global Timberland	RMK Timberland Group	42.81	1.60%	47.02	1.76%				4.21
Total Global Natural Resources		267.59	10.00%	290.43	10.85%				22.84
Global Fixed Income									
High Yield Global Fixed Income	W.R. Huff High Yield	80.28	3.00%	80.30	3.00%	2.00	4.00		0.02
Opportunistic Global Fixed Income	Leomis Styles	133.80	5.00%	140.18	5.24%	4.00	6.00		6.38
Investment Grade Global Fixed Income	Mondrian Investment Partners	66.90	2.50%	64.76	2.42%	2.00	3.00		(2.14)
Investment Grade Global Fixed Income	Brandywine	66.90	2.50%	68.82	2.57%	2.00	3.00		1.92
Senior Bank Loans	Oaktree	53.52	2.00%	44.30	1.66%				(9.22)
Emerging Market Debt	Ashmore	53.52	2.00%	64.32	2.40%				10.80
Senior Bank Loans	Highland Crusader Fund	53.52	2.00%	21.00	0.78%				(32.52)
Multistrategy Private Debt	Highland Credit Opportunities, L.P.	26.76	1.00%	5.50	0.21%				(21.26)
Total Global Fixed Income		535.18	20.00%	489.18	18.28%				(46.00)
GAA									
Global Asset Allocation	Bridgewater	90.98	3.40%	42.95	1.61%	2.40	4.40		(48.03)
Global Asset Allocation	McDon	88.30	3.30%	32.53	1.22%	2.30	4.30		(55.77)
Global Asset Allocation	GNCO	88.30	3.30%	43.95	1.64%	2.30	4.30		(44.35)
Total GAA		267.59	10.00%	119.43	4.46%				(148.16)
REAL ESTATE									
Total Real Estate		481.66	18.00%	720.11	26.91%	16.00	20.00		238.45
SHORT TERM INVESTMENTS									
Total Assets		2,675.90	100.00%	2,675.90	100.00%				0.00

Dallas Police & Fire Group Trust
ASSET ALLOCATION AS OF 05/12/2009

Real Estate Portfolio

Real Estate Manager	Total Market Value	Loan Program	Net Equity	Percentage of Real Estate Assets
Separate Account Managers				
INVESCO	52,279,338	27,054,500	25,224,838	3.45%
Kennedy Associates	59,373,743	0	59,373,743	8.11%
L & B Real Estate Advisors LLP	117,697,597	36,120,000	81,577,597	11.15%
Capmark Investments (GMAC)	61,448,998	31,526,000	29,922,998	4.09%
Land Baron	106,897,494	94,856,987	12,240,507	1.67%
Criswell Radovan	74,456,746	24,000,000	50,456,746	6.89%
Luciana Lots	11,548,891	0	11,548,891	1.58%
CDK Realty Advisors	523,781,538	151,079,513	372,702,025	50.92%
Kundson Luxury Housing	58,871,010	45,000,000	13,871,010	1.90%
Subtotal	1,066,355,354	409,437,000	656,918,354	89.75%
Opportunistic Partnerships				
Hearthstone (MSIII Homebuilding)	0	0	0	0.00%
Crow Holdings Realty Partners II	144,044	0	144,044	0.02%
Oaktree Capital Management (OCM Fund B)	3,489,586	0	3,489,586	0.48%
Olympus Real Estate Fund II & III	5,461,445	0	5,461,445	0.75%
Hudson Advisors (Lone Star I, II, III,IV,V, VI, Real Estate)	65,938,751	0	65,938,751	9.01%
Subtotal	75,033,826	0	75,033,826	10.25%
Total Real Estate	1,141,389,180	409,437,000	731,952,180	100.00%

Total Real Estate with Loan Program (net)
Total Fund Market Value

\$731,952,180
\$2,670,900,000

Target Value (\$ and %)
Market Value (\$ and %)
Variance from Target

\$
\$480,762,000
\$731,952,180
\$251,190,180

%
18.00%
27.40%
9.40%

**Regular Board Meeting
Thursday, May 14, 2009**

8. Legal issues

Portions of the discussion under these topics was closed to the public at 1:42 p.m. under the terms of Section 551.071 of the Texas Government Code:

Police Officer and Firefighter pay lawsuits

Mr. Eric Calhoun, outside legal counsel, briefed the Board on the pay lawsuits. The City Council Trustees were not present during the briefing.

The meeting was reopened at 2:02 p.m.

No motion was made in open session.

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9. Pension-related legislative issues

- a. Pending legislation
- b. Hillco Partners - client advisory on state and local legislative issues
- c. Locke Lord Bissell & Liddell LLP – client advisory on federal and state legislative issues

The Board and staff discussed pending legislation and reports from legislative consultants.

After discussion, Mr. Wachsman made a motion to receive and file the reports on pension-related legislative issues. Mr. McCollum seconded the motion, which was unanimously approved by the Board.

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10. Staff and Board Members' reports on due diligence meetings, seminars and/or conferences attended

- a. **Conference:** TLFFRA Peer Review Committee
Dates: April 16-17, 2009

Mr. Shaw reported on the Texas Local Firefighters Retirement Act Peer Review Committee meeting, at which he was a speaker.

- b. **Conference:** Merit Energy Conference
Dates: April 20-21, 2009

Messrs. Brown and Shaw briefed the Board on the conference by Merit Energy, one of the System's investment managers.

**Regular Board Meeting
Thursday, May 14, 2009**

10. Staff and Board Members' reports on due diligence meetings, seminars and/or conferences attended (continued)

- c. Conference:** Napa Executive Board Meeting
Dates: April 22, 2009 (via conference call)

Messrs. Shaw, Tettamant, and Taylor reported on the Napa meeting.

- d. Conference:** Yellowstone Energy Ventures meeting
Dates: April 27, 2009

Mr. Umlor briefed the Board on the meeting with Yellowstone, one of the System's investment managers.

- e. Conference:** Orleans Capital Management Energy Opportunities
Dates: April 29 - 30, 2009

Messrs. Brown, Mays, McCollum, and Shaw reported on the meeting with Orleans Capital, one of the System's investment managers.

- f. Conference:** NCPERS: Trustee Education Seminar (TEDS)
Dates: May 1-2, 2009

Messrs. Salinas and Tettamant discussed the Trustee Education Seminar. Mr. Tettamant was a seminar speaker.

- g. Conference:** NCPERS: Annual Conference
Dates: May 3-7, 2009

The Board and staff discussed the NCPERS Annual Conference, which was attended by Messrs. Brown, Mays, McCollum, Shaw, Tomasovic, Umlor, Wachsman, Tettamant, Rohan, and Taylor.

After discussion, Mr. Mays made a motion to receive and file the reports by Board and staff members. Mr. Shaw seconded the motion, which was unanimously approved by the Board.

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C. BRIEFING ITEMS

1. Reports and concerns of active members and pensioners of the Dallas Police and Fire Pension System

No members or pensioners requested to brief the Board regarding concerns.

No motion was made.

**Regular Board Meeting
Thursday, May 14, 2009**

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2. Administrator's report

- a. Associations' newsletters
 - NCPERS The Monitor (April 2009)
 - TEXPERS Outlook (April 2009)
 - TEXPERS Pension Observer(Winter 2009)
- b. Future continuing education and investment research programs and conferences

Mr. Tettamant briefed the Board on the Administrator's report items.

Mr. Wachsman made a motion to receive and file the Administrator's report. Mr. Tomasovic seconded the motion, which was unanimously approved by the Board.

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The Administrator stated that there was no further business to come before the Board. On a motion by Mr. Wachsman and a second by Mr. Tomasovic, the meeting was adjourned at 2:39 p.m.

[Signature]

Gerald Brown
Chairman

ATTEST:

[Signature]

Richard L. Tettamant
Secretary