



D A L L A S
POLICE & FIRE
PENSION SYSTEM



MINUTE SUMMARY
Board Meeting
Thursday, July 11, 2013

The regular meeting of the Dallas Police Fire Pension System Board of Trustees was held at 8:30 a.m. on Thursday, July 11, 2013, in the Second Floor Board Room at 4100 Harry Hines Blvd., Dallas, Texas. Items of the following agenda were presented to the Board:

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

A. CONSENT AGENDA

Approved, subject to the final review of the staff.

B. DISCUSSION AND POSSIBLE ACTION REGARDING ITEMS FOR INDIVIDUAL CONSIDERATION

- 1a.** Certified the results of the 2013 Special Trustee Election for Police Officer Trustee Place #2. Joseph Schutz received a majority of votes cast and is elected to fill the remainder of the term of office from June 1, 2011 through May 31, 2015.
- 1b.** Since Joseph Schutz received a majority of the votes cast, no run-off election was necessary.
- 2.** Approved the staff recommendation regarding the earnings tests for Member A and Member B.
- 3.** Received and filed the 2012 audit report.
- 4.** Approved publication of the 2012 Annual Report, subject to final review and approval by the Administrator and legal counsel.
- 5.** Received and filed the monthly investment and financial reports.
- 6.** No reports were given on due diligence meetings, seminars and/or conferences.
- 7.** The Chairman and the Administrator presented the Employee of the Second Quarter 2013 Award to Ryan Wagner, Investment Analyst.
- 8.** No discussion of legal issues was held. No motion was made.

MINUTE SUMMARY
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C. BRIEFING ITEMS

1. Received and filed reports and concerns of active members and pensioners of the Dallas Police and Fire Pension System.
2. Received and filed the Administrator's report.

The meeting was adjourned at 9:02 a.m.

SUPPLEMENTAL POLICE AND FIRE PENSION BOARD MEETING

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

The meeting was reconvened at 9:02 a.m.

A. CONSENT AGENDA

Approved, subject to the final review of the staff.

B. DISCUSSION AND POSSIBLE ACTION REGARDING ITEMS FOR INDIVIDUAL CONSIDERATION

1. Received and filed the 2012 audit report.
2. Approved publication of summary financial information of the Supplemental Plan with the 2012 Annual Report, subject to final review and approval of the Administrator and legal counsel.
3. Received and filed the investment and financial reports.

The meeting was adjourned at 9:03 a.m.

DALLAS POLICE & FIRE PENSION SYSTEM
ASSET DISTRIBUTION BY ADVISOR - AS OF May 31, 2013

	NET ASSET VALUE	% OF ASSETS	FUND	ADVISOR
				% OF CLASS
GLOBAL PUBLIC EQUITY				
EAGLE ASSET MANAGEMENT	112,928,289.09		3.4 %	17.5 %
OFI INSTITUTIONAL ASSET MGMT	128,519,274.09		3.9 %	19.9 %
PYRAMIS GLOBAL ADVISORS TRUST CO	211,515,454.73		6.4 %	32.8 %
RREEF REIT	58,805,650.38		1.8 %	9.1 %
WALTER SCOTT & PARTNERS LIMITED	132,995,097.52		4.0 %	20.7 %
*** TOTAL GLOBAL PUBLIC EQUITY ***	644,763,765.81		19.6 %	100.0 %
GLOBAL PRIVATE EQUITY				
ASHMORE INVESTMENT MGMT GSSF IV	32,507,376.10		1.0 %	5.0 %
BANKCAP PARTNERS FUND I, LP	16,708,455.06		0.5 %	2.6 %
CREATIVE HOLDINGS	15,195,330.05		0.5 %	2.3 %
DALLAS POLICE AND FIRE RED CONSOLIDA	157,679,026.34		4.8 %	24.2 %
DPPF HM CAPITAL PARTNERS	1,199,972.55		0.0 %	0.2 %
HUFF ALTERNATIVE FUND LP	36,083,231.55		1.1 %	5.5 %
HUFF ENERGY FUND LP - HUFF ENERGY	149,332,286.45		4.5 %	22.9 %
LEICHTMAN CAPITAL PARTNERS DEEP VALU	3,960,999.61		0.1 %	0.6 %
LEVINE LEICHTMAN CAPITAL PARTNER IV,	51,157,363.93		1.6 %	7.8 %
LLCP DEEP VALUE FUND LP	33,653,363.15		1.0 %	5.2 %
LONE STAR CRA FUND LP	15,414,451.76		0.5 %	2.4 %
LONE STAR GROWTH CAPITAL LP	12,445,967.10		0.4 %	1.9 %
LONE STAR OPPORTUNITIES FUND V	4,968,986.00		0.2 %	0.8 %
MERIT PARTNERS LP	30,681,084.16		0.9 %	4.7 %
NORTH TEXAS OPPORTUNITY FUND	11,182,640.99		0.3 %	1.7 %
OAKTREE POWER OPPORTUNITIES FUND III	10,182,945.15		0.3 %	1.6 %
PHAROS CAPITAL PARTNERS	63,631,169.15		1.9 %	9.7 %
PHAROS CAPITAL PARTNERS III,LP	2,486,468.01		0.1 %	0.4 %
SOUTHERN CROSS	2,031,000.00		0.1 %	0.3 %
YELLOWSTONE ENERGY VENTURES	2,182,187.35		0.1 %	0.2 %
*** TOTAL GLOBAL PRIVATE EQUITY ***	652,684,304.46		19.8 %	100.0 %
GLOBAL NATURAL RESOURCES				
ENERGY OPPORTUNITIES CAPITAL MGMT	37,013,443.99		1.1 %	9.8 %
FOREST INVESTMENT ASSOCIATES	39,322,872.64		1.2 %	10.4 %
HANCOCK AGRICULTURAL INVEST FD	105,838,851.88		3.2 %	28.0 %
HUDSON CLEAN ENERGY PARTNERS	19,061,479.44		0.6 %	5.0 %
RCM	28,464,343.59		0.9 %	7.5 %
RMK TIMBERLAND GROUP	67,699,657.75		2.1 %	17.9 %
SUSTAINABLE ASSET MANAGEMENT	40,888,336.95		1.2 %	10.8 %
THE MITCHELL GROUP	39,571,676.02		1.2 %	10.6 %
*** TOTAL GLOBAL NATURAL RESOURCES *	377,860,662.26		11.5 %	100.0 %
GLOBAL FIXED INCOME				
ASHMORE EMERGING MARKETS	24,826,388.89		0.8 %	5.0 %
ASHMORE INVESTMENT MANAGEMENT	48,271,468.84		1.5 %	9.6 %
BRANDYWINE ASSET MANAGEMENT	75,983,815.34		2.3 %	15.2 %
HIGHLAND CREDIT OPPS CDO LP - HIGHLA	16,169,709.13		0.5 %	3.2 %
HIGHLAND CRUSADER FUND LP	10,921,680.96		0.3 %	2.2 %
LONE STAR FUND VII	13,767,024.88		0.4 %	2.7 %
LOOMIS SAYLES & CO	139,057,588.52		4.2 %	27.7 %
MONDRIAN INVESTMENT PARTNERS	66,412,822.13		2.0 %	13.2 %
OCM FUND IV	9,261,464.85		0.3 %	1.8 %
W.R. HUFF HIGH YIELD	96,737,692.65		2.9 %	19.4 %
*** TOTAL GLOBAL FIXED INCOME ***	501,409,656.19		15.2 %	100.0 %
GLOBAL ASSET ALLOCATION				
BRIDGEWATER ASSOCIATES, INC	128,829,513.91		3.9 %	35.2 %
GMO MULTI-STRATEGY FUND	122,611,981.99		3.7 %	33.5 %
PUTNAM TOTAL RETURN	61,396,942.00		1.9 %	16.8 %
ROBECO TRANSTREND DIVERSIFIED FUND	52,806,452.00		1.6 %	14.5 %
*** TOTAL GLOBAL ASSET ALLOCATION **	365,644,889.90		11.1 %	100.0 %
GLOBAL INFRASTRUCTURE				
J P MORGAN ASIAN INFRASTRUCTURE & RE	32,529,009.55		1.0 %	25.8 %
JP MORGAN GLOBAL MARITIME INV FUND	2,503,837.46		0.1 %	2.0 %
JP MORGAN INFRASTRUCTURE INV FUND	34,698,512.40		1.1 %	27.5 %
LBJ INFRASTRUCTURE	28,483,397.61		0.9 %	22.6 %

DALLAS POLICE & FIRE PENSION SYSTEM
ASSET DISTRIBUTION BY ADVISOR - AS OF May 31, 2013

	NET ASSET VALUE	% OF ASSETS	FUND	ADVISOR
NTE MOBILITY PARTNERS HOLDINGS LLC	27,989,708.31		0.8 %	22.1 %
*** TOTAL GLOBAL INFRASTRUCTURE ***	----- 126,204,465.33		----- 3.8 %	----- 100.0 %
<u>REAL ESTATE</u>				
BENTALL KENNEDY REAL ESTATE	27,490,469.75		0.8 %	4.6 %
CDK REALTY ADVISORS	381,948,507.05		11.6 %	63.9 %
CRISWELL RADOVAN	30,098,603.73		0.9 %	5.0 %
DALLAS P & F - REAL ESTATE FUND	41,046,011.21		1.2 %	6.9 %
LONE STAR REAL ESTATE FUND II	9,933,663.57		0.3 %	1.7 %
INVESCO	15,462,789.14		0.5 %	2.6 %
KNUDSON LUXURY HOUSING	655,010.75		0.0 %	0.1 %
L & B	40,680,752.18		1.2 %	6.8 %
LAND BARON	27,005,798.22		0.8 %	4.4 %
TDB REAL ESTATE	23,632,495.79		0.7 %	4.0 %
TRECAP PARTNERS LLC	176,398.52		0.0 %	0.0 %
*** TOTAL REAL ESTATE ***	----- 598,130,499.91		----- 18.2 %	----- 100.0 %
<u>CASH/LOAN PROGRAM</u>				
CONTRIBUTION & EXPENSE ACCOUNT				
CONTROL CASH	27,378,141.17		0.8 %	99.4 %
LOAN PROGRAM	0.00		0.0 %	0.0 %
DPFP TRANSITION ACCOUNT	171,618.33		0.0 %	0.6 %
*** TOTAL CASH/LOAN PROGRAM ***	----- 27,549,759.50		----- 0.8 %	----- 100.0 %
TOTAL MASTER TRUST	3,294,248,003.36		100.0 %	100.0 %
CITY CONTRIBUTIONS	8,251,134.85			
EMPLOYEE CONTRIBUTIONS	1,977,551.35			
BENEFIT DISTRIBUTIONS	-18,156,211.66			
ADVISORY FEES	-1,025,478.01			

Dallas Police and Fire Pension System
Thursday, July 11, 2013
8:30 a.m.
4100 Harry Hines Blvd., Suite 100
Second Floor Board Room
Dallas, TX

Regular meeting, George J. Tomasovic, Chairman, presiding:

ROLL CALL

Board Members

Present: Gerald Brown, Samuel L. Friar, Scott Griggs, Ken Haben, Delia D. Jasso, Sheffield Kadane, John M. Mays, Richard A. Salinas, Joseph Schutz, George J. Tomasovic

Absent: Jerry R. Allen, Dan Wojcik

Staff Richard Tettamant, Don Rohan, Brian Blake, Mike Taylor, Josh Mond, John Holt, Jerry Chandler, Corina Terrazas, Pat McGennis, Christina Wu, Greg Irlbeck, Linda Rickley

Others Gary Lawson, Velicia Watts, Rebecca Shaw, Gary Jacobson, Steve Thompson

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

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A. CONSENT AGENDA

1. Approval of Minutes

- a. Quarterly meeting of June 11, 2013
- b. Regular meeting of June 13, 2013

2. Approval of Refunds of Contributions for the Month of May 2013

3. Approval of Activity in the Deferred Retirement Option Plan (DROP) for July 2013

**Regular Board Meeting
Thursday, July 11, 2013**

A. CONSENT AGENDA (continued)

- 4. Approval of Estate Settlements**
- 5. Approval of Survivor Benefits**
- 6. Approval of Service Retirements**
- 7. Approval of Alternate Payee Benefits**

After discussion, Mr. Mays made a motion to approve the items on the Consent Agenda, subject to final approval by the Administrator. Mr. Salinas 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. Special Trustee Election

- a. Certify election results
 - b. Call for a run-off election, if necessary, and approve ballot materials
- a. At the March 14, 2013, meeting of the Board, the Board called for a special election to fill the unexpired term of Officer Thomas White, who had resigned from Police Trustee Place P-2.

The notarized results of the 2013 Trustee election, as reported by Voice Retrieval Election Services, Inc. and the Pension System Administrator, are shown in Minute Book Number 42, pages 199.

Joseph Schutz received a majority of votes cast and is elected to fill the remainder of the term of office from June 1, 2011 through May 31, 2015.

After discussion, Mr. Mays made a motion to certify the results of the 2013 Special Trustee Election for Police Officer Trustee Place #2. Mr. Friar seconded the motion, which was unanimously approved by the Board.

- b. No run-off election is necessary.

Regular Board Meeting
Thursday, July 11, 2013



July 8, 2013

Dallas Police & Fire Pension System
4100 Harry Hines Blvd Ste. 100
Dallas, Texas 75219

The following are the results for the 2013 voting term:

Police Trustee - P-2

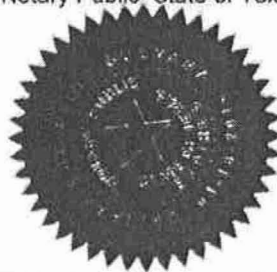
Candidates	Total	% Total	Telephone	Internet
Joe Schutz	479	52.41%	310	169
Tom McGrath	171	18.71%	95	76
Steven Zuczek	119	13.02%	78	41
Boux Bland	77	08.42%	57	20
Robert Benitez	68	07.44%	47	21
Total	914	100.00%	587 64.22%	327 35.78%
Total Eligible Voters	3,458			
Total Voters	914			
Voter Turnout	26.43%			

If you have questions, please call (800) 955-4156

Sworn to and subscribed before me this 8th day of July, 2013

Melissa Christina Guavara
Notary Public, State of Texas

My commission expires 4/13/14



Dallas Corporate Office • 3222 Skyline Dr., Bldg 100, Carrollton, TX 75006 • (800) 955-4156

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**Regular Board Meeting
Thursday, July 11, 2013**

2. Approval of Earnings Test

- a. Member A, retired Police Officer
- b. Member B, retired Firefighter

The staff tested the current disability pension and outside earnings of Members receiving a disability pension subject to the provisions of Section 6.03 (k) of the Plan and found two Members whose benefit is subject to change based on earnings received in 2012. Members with a disability benefit subject to the earnings test, but not requiring an adjustment, were reported to the Board at the June 13 meeting.

The Board went into a closed executive session – medical at 8:31 a.m.

The meeting was reopened at 8:36 a.m.

After discussion, Mr. Brown made a motion to approve the staff recommendation regarding the earnings tests for Member A and Member B. Mr. Friar seconded the motion, which was unanimously approved by the Board.

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3. 2012 audit report

The Administrator and Chief Financial Officer presented the 2012 financial audit.

After discussion, Mr. Brown made a motion to receive and file the 2012 audit report. Mr. Salinas seconded the motion, which was unanimously approved by the Board.

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4. 2012 annual report

Staff provided a preliminary draft copy of the 2012 Annual Report. On completion, the Annual Report will be distributed to the State Pension Review Board and the City of Dallas and posted on the System's website.

After discussion, Mr. Friar made a motion to approve publication of the 2012 Annual Report, subject to final review and approval by the Administrator and legal counsel. Mr. Salinas seconded the motion, which was unanimously approved by the Board.

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**Regular Board Meeting
Thursday, July 11, 2013**

5. Investment and financial reports

The Board and staff reviewed the investment and financial reports.

After discussion, Mr. Salinas made a motion to receive and file the Group Trust monthly asset allocation report, the Group Trust monthly unitization report, the Group Trust performance report unaudited draft, and the Group Trust unaudited statement of net assets available for benefits. Mr. Mays seconded the motion, which was unanimously approved by the Board.

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

IMN: Midwest Public Funds Summit

No report was given. No motion was made.

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The meeting was recessed at 8:46 a.m.

The meeting was reconvened at 8:58 a.m.

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7. Employee recognition – Second Quarter 2013

Employee of the Quarter Award

Messrs. Tomasovic and Tettamant presented a performance award for Employee of the Quarter, Second Quarter 2013, to Ryan Wagner, Investment Analyst.

Mr. Salinas made a motion to receive and file the employee recognition award. Mr. Haben seconded the motion, which was unanimously approved by the Board.

Regular Board Meeting
Thursday, July 11, 2013



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8. Legal issues

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

Police Officer and Firefighter pay lawsuits

No discussion was held. No motion was made.

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**Regular Board Meeting
Thursday, July 11, 2013**

C. BRIEFING ITEMS

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

Responded to the question of an Active Member. No motion was made.

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2. Administrator's report

Associations' newsletters

- NCPERS Monitor (June 2013)

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

Mr. Salinas made a motion to receive and file the Administrator's report. Ms. Jasso 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. Friar and a second by Mr. Salinas, the meeting was adjourned at 9:02 a.m.

[signature]

George J. Tomasovic
Chairman

ATTEST:

[signature]

Richard L. Tettamant
Secretary

**Regular Board Meeting
Thursday, July 11, 2013**

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