



D A L L A S
POLICE & FIRE
PENSION SYSTEM



MINUTE SUMMARY
Board Meeting
Tuesday, August 19, 2014

The regular meeting of the Dallas Police and Fire Pension System Board of Trustees was held at 8:30 a.m. on Tuesday, August 19, 2014, 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. MOMENT OF SILENCE

The Board observed a moment of silence in memory of pensioners who recently passed away.

B. CONSENT AGENDA

Approved, subject to the final review of the staff.

C. DISCUSSION AND POSSIBLE ACTION REGARDING ITEMS FOR INDIVIDUAL CONSIDERATION

1. Directed Staff to develop the necessary material for a Plan amendment election for presentation at the September 11, 2014, regular Board meeting consistent with the proposed plan, and directed Staff to schedule public posted meetings open to all Active Members and Pensioners during which the Trustees and Staff can explain the proposed plan.
2. Received and filed the preliminary report of Foster and Foster, the independent actuary, and approved the DPFPP response to the report. Directed DPFPP's actuary, Buck Consultants, to begin using a funding period calculation based on normal cost rates normally accruing in the Plan in order to provide a more realistic funding period.
3. Approved issuance of the 2013 audit report, subject to final review and approval by the Interim Administrator.
4. Received and filed the staff report on RTGP, LLC and its ownership by the Pension System.

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5. Received and filed reports from The Townsend Group, the System's real asset investment consultant. Directed Staff and the consultant to identify properties for further Board discussion.
6. Declined participation in the Hunt Energy Investments – CHP project.
7. Received and filed the monthly investment and financial reports.
8. Approved Hudepohl & Associates as the selected executive search firm, and appointed a search committee to conduct the search for the new Administrator.
9. Received and filed the six-month budget review of the 2014 Administrative and Professional Services Budgets.
10. Received and filed the discussion of DPFPP Plan provisions related to City of Dallas Resolution 14-0477 and the status of pending legal action in Texas.
11. Received and filed reports by Board and staff members on due diligence meetings, seminars and/or conferences attended.
12. No report was given on legal issues and no motion was made.
13. Discussed the annual workshop plans.
14. Authorized the engagement of Eagle Asset Management to manage and liquidate within a twelve month period the TriState holdings and authorized the Interim Administrator to execute documentation and perform all necessary acts and exercise all appropriate discretion to facilitate this investment.

D. BRIEFING ITEMS

1. Received comments from active members and pensioners during the discussion of possible Plan amendments.
2. Received and filed the Administrator's report.

The meeting was adjourned at 3:45 p.m.

MINUTE SUMMARY
Board Meeting
Tuesday, August 19, 2014

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 3:45 p.m.

A. CONSENT AGENDA

Approved, subject to the final review of the staff.

B. DISCUSSION AND POSSIBLE ACTION REGARDING ITEMS FOR INDIVIDUAL CONSIDERATION

1. Approved issuance of the 2013 audit report, subject to final review and approval by the Interim Administrator.
2. Received and filed the six-month budget review of the 2014 Supplemental Plan budget.
3. Received and filed the monthly investment and financial reports.

The meeting was adjourned at 3:47 p.m.

DALLAS POLICE & FIRE PENSION SYSTEM
ASSET DISTRIBUTION BY ADVISOR - AS OF June 30, 2014

	NET ASSET VALUE	% OF ASSETS	FUND % OF CLASS
GLOBAL PUBLIC EQUITY			
EAGLE ASSET MANAGEMENT	94,063,846.39	2.8 %	15.4 %
OFI INSTITUTIONAL ASSET MGMT	133,767,593.75	3.9 %	21.9 %
PYRAMIS GLOBAL ADVISORS TRUST CO	186,215,266.47	5.5 %	30.5 %
RREEF REIT	63,467,935.17	1.9 %	10.4 %
WALTER SCOTT & PARTNERS LIMITED	133,600,896.74	3.9 %	21.8 %
*** TOTAL GLOBAL PUBLIC EQUITY ***	611,115,538.52	17.9 %	100.0 %
GLOBAL PRIVATE EQUITY			
ASHMORE INVESTMENT MGMT GSSF IV	21,763,753.34	0.6 %	3.2 %
BANKCAP PARTNERS FUND I, LP	18,440,393.00	0.5 %	2.7 %
BANKCAP PARTNERS OPPORTUNITY LP	400,000.00	0.0 %	0.1 %
CREATIVE HOLDINGS	15,195,330.00	0.4 %	2.2 %
DPPF HM CAPITAL PARTNERS	11,579.60	0.0 %	0.0 %
HUFF ALTERNATIVE FUND LP	39,467,839.34	1.2 %	5.8 %
HUFF ENERGY FUND LP - HUFF ENERGY	142,944,679.01	4.2 %	20.9 %
KAINOS CAPITAL PARTNERS, LP	4,681,864.00	0.1 %	0.7 %
LEVINE LEICHTMAN CAPITAL PARTNER IV,	35,624,264.66	1.0 %	5.2 %
LEVINE LEICHTMAN CAPITAL PTNERS V	2,863,799.94	0.1 %	0.4 %
LEVINE LEICHTMAN DEEP VALUE FUND	14,757,162.26	0.4 %	2.2 %
LEVINE LEICHTMAN PCS II	16,897,104.06	0.5 %	2.5 %
LONE STAR CRA FUND LP	25,939,507.30	0.8 %	3.8 %
LONE STAR GROWTH CAPITAL LP	9,991,751.10	0.3 %	1.5 %
LONE STAR OPPORTUNITIES FUND V	13,911,316.01	0.4 %	2.0 %
MERIT PARTNERS LP	54,063,634.04	1.6 %	7.9 %
NORTH TEXAS OPPORTUNITY FUND	9,525,197.24	0.3 %	1.4 %
OAKTREE POWER OPPORTUNITIES FUND III	17,368,433.19	0.5 %	2.5 %
PHAROS CAPITAL PARTNERS III, LP	7,925,468.00	0.2 %	1.2 %
PHAROS IIA AND CO-INVESTMENTS	83,962,547.95	2.5 %	12.3 %
RED CONSOLIDATED HOLDINGS	145,572,827.48	4.3 %	21.2 %
SOUTHERN CROSS	2,031,000.03	0.1 %	0.2 %
YELLOWSTONE ENERGY VENTURES	1,451,686.34	0.0 %	0.1 %
*** TOTAL GLOBAL PRIVATE EQUITY ***	684,791,137.89	20.1 %	100.0 %
GLOBAL NATURAL RESOURCES			
BTG PACTUAL	92,124,464.96	2.7 %	21.1 %
ENERGY OPPORTUNITIES CAPITAL MGMT	39,538,069.78	1.2 %	9.1 %
FOREST INVESTMENT ASSOCIATES	42,082,776.34	1.2 %	9.6 %
HANCOCK AGRICULTURAL INVEST FD	122,567,694.44	3.6 %	28.1 %
HUDSON CLEAN ENERGY PARTNERS	17,039,065.65	0.5 %	3.9 %
RCM ECOTRENDS	30,723,764.73	0.9 %	7.0 %
SUSTAINABLE ASSET MANAGEMENT	45,377,305.41	1.3 %	10.4 %
THE MITCHELL GROUP	47,239,884.20	1.4 %	10.8 %
*** TOTAL GLOBAL NATURAL RESOURCES *	436,693,025.51	12.8 %	100.0 %
GLOBAL FIXED INCOME			
ASHMORE EM MKTS LOCAL CURRENCY	23,134,321.27	0.7 %	4.3 %
ASHMORE EMERGING MARKETS DEBT FUND	43,741,065.94	1.3 %	8.1 %
BRANDYWINE ASSET MANAGEMENT	66,542,393.70	1.9 %	12.3 %
HIGHLAND CREDIT OPPORTUNITIES FUND,	19,839,600.55	0.6 %	3.7 %
HIGHLAND CRUSADER FUND LP	9,125,366.02	0.3 %	1.7 %
LONE STAR FUND VII	8,128,527.41	0.2 %	1.5 %
LONE STAR FUND VIII, LP	15,134,505.57	0.4 %	2.8 %
LOOMIS SAYLES & CO	148,609,419.94	4.4 %	27.5 %
LOOMIS SAYLES SENIOR FLTG RT & FI TR	51,781,475.39	1.5 %	9.6 %
MONDRIAN INVESTMENT PARTNERS	57,047,947.54	1.7 %	10.6 %
OAKTREE FUND IV & 2X LOAN FUND	2,579,492.21	0.1 %	0.5 %
W.R. HUFF HIGH YIELD	93,796,270.33	2.7 %	17.4 %
*** TOTAL GLOBAL FIXED INCOME ***	539,460,385.87	15.8 %	100.0 %
GLOBAL ASSET ALLOCATION			
AQR CAPITAL MANAGEMENT, LLC	11,086,575.00	0.3 %	2.7 %
BRIDGEWATER ASSOCIATES, INC	134,132,581.95	3.9 %	33.1 %
GMO MULTI-STRATEGY FUND	131,948,417.19	3.9 %	32.6 %
PANAGORA ASSET MANAGEMENT	10,904,551.29	0.3 %	2.7 %
PUTNAM TOTAL RETURN	64,039,021.00	1.9 %	15.8 %
ROBECO TRANSTREND DIVERSIFIED FUND	52,630,786.17	1.5 %	13.1 %

DALLAS POLICE & FIRE PENSION SYSTEM
ASSET DISTRIBUTION BY ADVISOR - AS OF June 30, 2014

	NET ASSET VALUE	% OF ASSETS	ADVISOR % OF CLASS
*** TOTAL GLOBAL ASSET ALLOCATION **	404,741,932.60	11.9 %	100.0 %
<u>GLOBAL INFRASTRUCTURE</u>			
J P MORGAN ASIAN INFRASTRUCTURE & RE	34,072,077.75	1.0 %	19.1 %
JP MORGAN ASIAN INFRASTRUCTURE II	11,284,041.14	0.3 %	6.3 %
JP MORGAN GLOBAL MARITIME INV FUND	17,066,371.74	0.5 %	9.6 %
JP MORGAN INFRASTRUCTURE INV FUND	35,255,654.06	1.0 %	19.7 %
LBJ INFRASTRUCTURE	37,165,142.52	1.1 %	20.8 %
NTE MOBILITY PARTNERS HOLDINGS LLC	38,340,148.47	1.1 %	21.5 %
NTE SEGMENTS 3	5,485,956.32	0.2 %	3.0 %
*** TOTAL GLOBAL INFRASTRUCTURE ***	178,669,392.00	5.2 %	100.0 %
<u>REAL ESTATE</u>			
BENTALL KENNEDY REAL ESTATE	28,172,221.42	0.8 %	5.2 %
CDK REALTY ADVISORS	567,962,389.98	16.6 %	105.7 %
CRISWELL RADOVAN	94,536,884.02	2.8 %	17.6 %
INVESCO	12,068,645.85	0.4 %	2.2 %
L & B	72,908,874.68	2.1 %	13.6 %
LONE STAR REAL ESTATE FUND II	13,997,366.24	0.4 %	2.6 %
LONE STAR REAL ESTATE FUND III	6,299,808.21	0.2 %	1.2 %
M&G REAL ESTATE DEBT FUND II	6,509,116.93	0.2 %	1.2 %
P&F HOLDINGS	31,144,531.44	0.9 %	5.8 %
P&F HOUSING IV, L.P.	25,324,526.61	0.7 %	4.7 %
P&F REAL ESTATE	16,839,221.00	0.5 %	3.1 %
REAL ESTATE	28,243,099.83	0.8 %	5.3 %
MASTER LOANS	-366,492,504.78	-10.7 %	-68.2 %
*** TOTAL REAL ESTATE ***	537,514,181.43	15.7 %	100.0 %
<u>CASH</u>			
CONTRIBUTION & EXPENSE ACCOUNT			
CONTROL CASH	21,347,369.51	0.6 %	99.2 %
DPFP TRANSITION ACCOUNT	161,433.56	0.0 %	0.8 %
*** TOTAL CASH ***	21,508,803.07	0.6 %	100.0 %
TOTAL MASTER TRUST	3,414,494,397.22	100.0 %	100.0 %
CITY CONTRIBUTIONS	8,349,155.64		
EMPLOYEE CONTRIBUTIONS	2,222,954.38		
BENEFIT DISTRIBUTIONS	-22,490,687.62		
ADVISORY FEES	-265,174.17		

Dallas Police and Fire Pension System
Thursday, August 19, 2014
8:30 a.m.
4100 Harry Hines Blvd., Suite 100
Second Floor Board Room
Dallas, TX

Regular meeting, George Tomasovic, Chairman, presiding:

ROLL CALL

Board Members

Present: Tennell Atkins, Gerald D. Brown, Samuel L. Friar, Scott Griggs, Kenneth S. Haben, Philip T. Kingston, Lee M. Kleinman, John M. Mays, Richard A. Salinas, Joseph P. Schutz, George J. Tomasovic, Daniel W. Wojcik

Absent: None

Staff

Don Rohan, Brian Blake, Summer Loveland, Mike Taylor, Joshua Mond, John Holt, Jerry Chandler, Carlos Ortiz, Pat McGennis, Linh Ho, Ryan Wagner, Milissa Schmidt, Christina Wu, Greg Irlbeck, Linda Rickley, Kevin Killingsworth

Others

Gary Lawson, A. D. (Gus) Fields, David Driscoll, David Kent, Jason Franken, Richard Brown, Martin Rosenberg, Jeff Leighton, Gary Hudepohl, Debbie Roche, Stewart J. Wall, Sonny Gilcrease, Keith Johnson, Regina Joseph, Steve Potrykus, Gerardo Guardiola, Jaime Castro, R. A. Might, H. Holland, Michael Aylward, Jim Aulbaugh, Ronald S. Tucker, Daniel Lusty, Bill Hornick, Don Casey, Paul Davis, Mike Holloway, Carl Kuhlman, Robert J. Crider, Joshua Shipp, Bernie Roth, Linda McDonnold, Charles McDonnold, Gary Whisenhunt, James Parnell, Michael Barrett, Bill Ingram, Kalon Cohen, Roman Kilgore, C. B. Stringfellow, Alan Johnson, Jeff Modawell, Janet Doyal, Jerry M. Rhodes, Steve Teel, Amy Rodgers, Miles H. Sheeren, Sergio Perez, Michael Flusche, Steve Umlor, Jeffrey Wiginton, Tommy Ames, Ken Sprecher, Byron Fassett, Marlin R. Price, Michael Miller, Johnny R. (Randy) Horn, Robert O'Connor, Gary Jacobson, Michelle Tanner

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

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**Regular Board Meeting
Thursday, August 19, 2014**

A. MOMENT OF SILENCE

The Board observed a moment of silence in memory of Darrell D. Cambridge, retired police officer and Don H. "Donnie" Jonte, Larry N. Mobley, Jerry R. Randall, W.R. "Reid" Russell, Jr., Cordis P. Snider, Luster B. Woodard, retired firefighters, who recently passed away.

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B. CONSENT AGENDA

1. Approval of Minutes

Regular meeting of July 17, 2014

2. Approval of Refunds of Contributions for the Month of July 2014

3. Approval of Activity in the Deferred Retirement Option Plan (DROP) for August 2014

4. Approval of Estate Settlements

5. Approval of Survivor Benefits

6. Approval of Service Retirements

7. Approval of Alternate Payee Benefits

8. Approval of Five-Year Certificates for the Second Quarter 2014

9. Approval of Previously Withdrawn Contributions

After discussion, Mr. Friar made a motion to approve the items on the Consent Agenda, subject to final approval by the Interim Administrator. Mr. Atkins seconded the motion, which was unanimously approved by the Board.

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**Regular Board Meeting
Thursday, August 19, 2014**

**C. DISCUSSION AND POSSIBLE ACTION REGARDING ITEMS FOR
INDIVIDUAL CONSIDERATION**

1. Possible Plan amendments

Mr. Rohan discussed the Board's process in developing the possible Plan amendments. Board and Staff discussion followed.

The Board received Member and Pensioner comments regarding the possible Plan amendments and responded to the comments.

Messrs. Driscoll and Kent, of Buck Consultants, DPFP's actuary, discussed the Deferred Retirement Option Plan (DROP) and responded to questions from the Board, Staff, Members, and Pensioners.

The Board went into a closed executive session – legal at 10:55 a.m.

The meeting was reopened at 11:13 a.m.

After discussion, Mr. Kleinman made a motion to amend the proposed Plan amendments by keeping the contribution rate for Active DROP participants at the current 8.5% of Computation Pay, and to reduce the guaranteed DROP interest rate to 3%. The motion died for the lack of a second.

After discussion, Mr. Wojcik made a motion to direct Staff to develop the necessary material for a Plan amendment election for presentation at the September 11, 2014, regular Board meeting consistent with the proposed plan, and directed Staff to schedule public posted meetings open to all Active Members and Pensioners during which the Trustees and Staff can explain the proposed plan. Mr. Salinas seconded the motion, which was approved by the following vote:

For: Atkins, Brown, Friar, Griggs, Haben, Kingston, Salinas, Schutz,
 Tomasovic, Wojcik
Against: Kleinman

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Regular Board Meeting
Thursday, August 19, 2014

2. City's actuarial audit

Mr. Rohan stated that in accordance with Texas Government Code Section 802.1012, the City of Dallas engaged the actuarial firm Foster and Foster to conduct an actuarial review of the System's actuarial valuations for valuation years January 1, 2009, through January 1, 2013. The valuations are performed for DFPF by Buck Consultants. Though Section 801.1012 requires only that a pension plan's latest actuarial valuation be subject to audit, DFPF agreed to the City's request that the last five years be included in the audit review.

Foster and Foster has completed its review and submitted a preliminary audit report to the City with a copy to DFPF on Friday, July 25, 2014. DFPF has 30 days after receiving the report to provide any response to accompany the final audit report to be presented by the independent actuary to the City. DFPF's response must be submitted by August 24, 2014.

Mr. Jason Franken, of Foster & Foster, was present to discuss their findings and recommendations with the Board. David Kent and David Driscoll, of Buck Consultants, were in attendance and responded to the findings and recommendations included in the report.

The Board went into a closed executive session – legal at 11:53 a.m.

The meeting was reopened at 12:52 p.m.

After discussion, Mr. Griggs made a motion to direct DFPF's actuary, Buck Consultants, to begin using a funding period calculation based on normal cost rates normally accruing in the Plan in order to provide a more realistic funding period. Mr. Atkins seconded the motion, which was unanimously approved by the Board.

Mr. Salinas made a motion to approve the DFPF response to the report. Mr. Atkins seconded the motion, which was unanimously approved by the Board.

Mr. Salinas made a motion to receive and file the preliminary report of Foster and Foster, the independent actuary. Mr. Haben seconded the motion, which was unanimously approved by the Board.

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**Regular Board Meeting
Thursday, August 19, 2014**

3. 2013 draft audit report

Ms. Loveland, Chief Financial Officer, presented the draft 2013 financial statement audit report.

After discussion, Mr. Brown made a motion to approve issuance of the 2013 audit report, subject to final review and approval by the Interim Administrator. Mr. Friar seconded the motion, which was unanimously approved by the Board.

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4. RTGP

Mr. Mond described RTGP, LLC and its ownership by the Pension System.

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

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5. Reports and recommendations of The Townsend Group, real asset investment consultants

Richard Brown, Principal, Martin Rosenberg, Principal and Jeff Leighton, Analyst, of The Townsend Group, DFPF's real asset investment consultant, were present to discuss the real assets performance reports for the fourth quarter 2013 and the first quarter 2014.

After discussion, Mr. Brown made a motion to receive and file reports from The Townsend Group. Mr. Salinas seconded the motion, which was unanimously approved by the Board.

Mr. Schutz made a motion to direct Staff and the consultant to identify properties managed by CDK Realty Advisors for further Board discussion. Mr. Griggs seconded the motion, which was unanimously approved by the Board.

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**Regular Board Meeting
Thursday, August 19, 2014**

6. Hunt Energy Investments – CHP project

Mr. Irlbeck, DPFM Manager – Investments, reported that Hunt Energy Investments presented a potential co-investment opportunity involving co-generation combined heat and power projects (CHP) to the Investment Advisory Committee (IAC), at the December 5, 2013, meeting. The investment vehicle will develop CHP assets in various markets and different facilities.

At the December 12, 2013, regular Board meeting, the Board approved a commitment of \$35 million to the CHP project and authorized the Administrator to perform due diligence, execute documentation and exercise all appropriate discretion to facilitate this investment.

Messrs. Rohan and Irlbeck provided an update to the Board on the status of this investment.

After discussion, Mr. Brown made a motion to decline participation in this project. Mr. Haben seconded the motion, which was unanimously approved by the Board.

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7. 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. Wojcik seconded the motion, which was unanimously approved by the Board.

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The meeting was recessed at 2:55 p.m.

The meeting was reconvened at 3:05 p.m.

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**Regular Board Meeting
Thursday, August 19, 2014**

8. Administrator search update

At the June 19, 2014, meeting of the Administrative and Audit Advisory Committee, the committee directed the Interim Administrator to conduct a search for an executive search firm to assist the Board in finding a new Administrator. Mr. Rohan introduced the selected search firm. Gary Hudepohl and Debbie Roche, of Hudepohl & Associates, presented to the Board a plan of action to conduct the search for the new Administrator.

After discussion, Mr. Haben made a motion to approve the selection of Hudepohl & Associates as the executive search firm. Mr. Salinas seconded the motion, which was unanimously approved by the Board.

After discussion, Mr. Salinas made a motion to appoint a search committee to conduct the search for the new Administrator. Mr. Wojcik seconded the motion, which was unanimously approved by the Board. Messrs. Friar, Kingston, and Schutz were appointed to the search committee.

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9. Administrative and Professional Services Budget review for the first six months of Calendar Year 2014

Ms. Loveland presented a review of the Calendar Year 2014 Administrative and Professional Services Budgets detailing expenditures for the first six months of the calendar year.

After discussion, Mr. Mays made a motion to receive and file the six-month budget review of the 2014 Administrative and Professional Services Budgets. Mr. Haben seconded the motion, which was unanimously approved by the Board.

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10. City of Dallas Resolution 14-0477

Mr. Mond stated that at its March 5 City Council Briefing, the City Council approved Resolution 14-0477 supporting equal rights for the employees of the City of Dallas, citizens within the City of Dallas, and visitors to the City of Dallas to address disparate treatment, if any, of lesbian, gay, bisexual, and transgender (LGBT) persons.

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10. City of Dallas Resolution 14-0477 (continued)

Section 2 of the Resolution directs the City Manager or his designee and the City Council's appointees to the pension boards to take action as necessary to address the disparate treatment, if any, of LGBT employees under the City of Dallas' civilian pension plan and the City of Dallas' police and fire pension plan.

Messrs. Rohan, Mond, and Lawson discussed DFPF Plan provisions related to the Resolution and the status of pending legal action in Texas.

After discussion, Mr. Haben made a motion to receive and file the discussion of DFPF Plan provisions related to City of Dallas Resolution 14-0477. Mr. Brown seconded the motion, which was unanimously approved by the Board.

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

Reports were given on the following meetings. Those who attended are listed.

a. Opal: Public Funds Summit East

Mr. Wojcik

b. Wharton: Portfolio International Investing

Messrs. Friar, Tomasovic

c. TEXPERS CTT Course Module A

Messrs. Brown, Haben, Mays, Salinas, Schutz, Tomasovic, Wojcik, Taylor, Irlbeck, Ms. Loveland

d. TEXPERS Summer Educational Forum

Messrs. Brown, Friar, Haben, Mays, Salinas, Schutz, Tomasovic, Wojcik, Blake, Irlbeck, Mond, Taylor, Ms. Loveland

After discussion, Mr. Brown made a motion to receive and file the reports. Mr. Haben seconded the motion, which was unanimously approved by the Board.

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12. Legal Issues

Police Officer and Firefighter pay lawsuits

No discussion was held. No motion was made.

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13. Annual Board/Staff Workshop

Staff discussed the workshop plans with the Board.

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

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14. BankCap Partners

At the June 12, 2014, regular Board meeting, the Board authorized BankCap Partners to liquidate the position in TriState Capital Holdings, Inc. (TSC).

Subsequent to that date, the price of TriState stock dropped over 25%. Staff has reviewed and contacted a current investment manager that specializes in domestic small cap companies, Eagle Asset Management, to possibly manage DPF's holdings in TriState. Eagle Asset Management would be employed as a fiduciary that would seek to maximize the value of the holdings through the liquidation process.

After discussion, Mr. Mays made a motion to authorize the engagement of Eagle Asset Management to manage and liquidate within a twelve month period the TriState holdings and authorize the Interim Administrator to execute documentation and perform all necessary acts and exercise all appropriate discretion to facilitate this investment. Mr. Brown seconded the motion, which was unanimously approved by the Board.

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**Regular Board Meeting
Thursday, August 19, 2014**

D. BRIEFING ITEMS

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

Members and Pensioners addressed the Board with comments during the discussion of possible Plan amendments (Item #C1.)

No motion was made.

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2. Administrator's report

Associations' newsletters

- NCPERS Monitor (August 2014)
- NCPERS Persist (Summer 2014)
- TEXPERS Outlook (August 2014)
- TEXPERS Pension Observer (Summer 2014)

No motion was made.

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Mr. Rohan stated that there was no further business to come before the Board. On a motion by Mr. Friar and a second by Mr. Haben, the meeting was adjourned at 3:45 p.m.

[signature]

George J. Tomasovic
Chairman

ATTEST:

[signature]

Donald C. Rohan
Secretary