

**West Palm Beach Police Pension Fund
2100 North Florida Mango Road
West Palm Beach, Florida 33409**

Minutes

**January 29, 2010
8:15 AM**

CALL THE MEETING TO ORDER

Mr. Mitchell called to order the West Palm Beach Police Pension Fund Meeting on January 29, 2010 at 8:15 AM, in the conference room of the Palm Beach County Police Benevolent Association.

Present at the meeting: Ed Mitchell, Chairman, Jonathan Frost, Board Secretary, Chris Roaf, Board Trustee, Chris Fragakis, Board Trustee and Wilton White, Board Trustee.

Also present: Brendan Vavrica & John McCann of Thistle Asset Consulting Group; Bonni Jensen, Board Attorney, Law Offices of Perry & Jensen, LLC; and Maryann Williams, Administrative Assistant.

Mr. Frost brought up a line item on the Invoice from the Law Offices of Perry & Jensen, LLC., dated January 25, 2010. Mr. Frost questioned a charged relative to a letter written for \$50.00 on January 5, 2010. Mr. Roaf made a motion to approve the invoice with the cited charge removed, which was seconded by Mr. Frost. All Trustees voted yes, and the motion was passed 5-0. Mrs. Jensen commented that she would remove the said charge.

ATTORNEY'S REPORT

Mrs. Jensen outlined a possible lead plaintiff case against State Street Corporation. The Board would be represented by Abraham, Fruchter & Twersky, LLP. The Complaint states: (i) that State Street set up a scheme to substantially mark up foreign currency trades, whereby State Street concealed its fraudulent pricing practices by, among other things, entering false exchange rates into its electronic trading databases and reporting false exchange rates in numerous documents, including FX Spot Purchase Activity Reports and account statements submitted to certain Pension Funds and the Pension Funds' outside investment managers. (ii) that such scheme caused State Street's clients to overpay for such trades; (iii) that the scheme allowed the Company to reap illegal profits; (iv) that, as a result, the Company's financial results were materially inflated; (v) that the Company's financial results were not prepared in accordance with Generally Accepted Accounting Principles ("GAAP"); and (vi), that the Company lacked adequate internal and financial controls. On October 20, 2009, California Attorney General Edmund G. Brown Jr. announced that he had filed suit against State Street alleging the Company had illegally overcharged California's two largest pension funds for the costs of executing foreign currency trades since 2001. On this news, shares of State Street fell \$4.41 to close at \$47.84 per share on October 20, 2009. Reported losses were estimated in excess of \$145,000.00. Mr. Frost made a motion to retain the professional services of Abraham, Fruchter & Twersky, LLP to represent the Fund in the foregoing matter, which was seconded by Mr. Roaf. All Trustees voted yes, and the motion was passed 5-0.

Mrs. Jensen outlined the Retainer Agreement between Saxena White and the Fund in the matter of Asset Strategy Consultants. Mr. Frost made a motion to execute the agreement of Saxena White which was seconded by Mr. Fragakis. All Trustees voted yes, and the motion was passed 5-0.

Mrs. Jensen highlighted Attorney General Opinion 2009-56, as it related to public meetings.

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Mrs. Jensen advised the position of Trustee Chris Fragakis expires on March 6, 2010. A notice will be posted to the web site and distributed internally at the police department. A written notice of nomination must be received by February 12, 2010 at Noon for anyone wishing to run. If an election is warranted, the election dates will be February 12th thru February 22nd by Noon. If a run off election is warranted, the election dates will be February 23rd thru March 3rd by Noon. Ballots will be mailed to the address on file with the Office of Retirement. Mr. Frost made a motion to accept the timeline and procedure as outlined, which was seconded by Mr. Roaf. All Trustees voted yes, and the motion was passed 5-0.

INVESTMENT MANAGER REVIEW

Prior to his presentation on investment manager search results, Mr. McCann indicated that he was unable to recreate Asset Strategy returns for the last two years. Mr. McCann advised that Asset Strategy develop their numbers differently than he (McCann). Mr. McCann accounts for each trade transaction in the account, where he believes that Asset Strategy averages the trades. This over time would cause differences in the returns. Mrs. Jensen will explore the matter with the auditor and the actuary.

Mr. McCann provided his investment manager search results for large cap core, small cap value and international. After reviewing Mr. McCann's findings, the Board invited the following managers for a presentation.

International: Thornburg, Altrinsic, HGK & Wentworth Hauser Violich (February 26, 2010).

Large Cap Core: Valley Forge Asset Management; BRC Investment Mgmt., Rhumblin Advisors and Intech (March 12, 2010).

Small Cap Value: CEREDEX, Schafer Cullen, Wellington & GW Capital (March 12, 2010).

OPEN DISCUSSION

No Discussion

ADJOURNMENT

Being there was no other business; the meeting was adjourned at 9:44 AM.

Next meeting is scheduled for February 26, 2010 at 8:15 AM

Jonathan Frost, Board Secretary