

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

Minutes

December 9, 2011
8:15 AM

CALL THE MEETING TO ORDER

Mr. Frost called to order the West Palm Beach Police Pension Fund Meeting on December 9, 2011 at 8:20 AM, in the conference room of the Palm Beach County Police Benevolent Association.

Present at the meeting: Jonathan Frost, Board Secretary, Troy Marchese, Board Trustee, and Chris Fragakis, Board Trustee.

Also present: Trey Greer & Margaret Champagne, Earnest Partners; John McCann, Thistle Asset Consulting Group; Mr. Donald Broggi, Scott & Scott (appeared telephonically); Bonni Jensen, Board Attorney, Law Offices of Perry & Jensen, LLC; and Dave Williams, Plan Administrator.

APPROVAL OF THE MINUTES

Mr. Frost asked if there were any changes required to the minutes of November 18, 2011, 2011. Mr. Marchese made the motion to approve the minutes, which was seconded by Mr. Fragakis. All Trustees voted yes, and the motion was passed 3-0.

APPROVAL OF DISTRIBUTIONS

New Warrants were presented for review and execution. Warrants approved at the last meeting were presented to the Board in spreadsheet format, in addition to the activity outlined in the administrative report by Mr. Williams. Mr. Williams advised the Board that also included is the 2012 COLA report, which may be modified. Mr. Fragakis made the motion to approve the foregoing (to included the COLA report which is subject to change due to the special act), which was seconded by Mr. Marchese. All Trustees voted yes, and the motion was passed 3-0.

ATTORNEY'S REPORT

Mr. Donald Broggi, of Scott & Scott (appeared telephonically) to discuss a proposed settlement in a class action suit with Cardio-Net. A review of the claim was outlined by Mr. Broggi. The proposed settlement is valued at 7.25 million dollars. Mr. Broggi endorsed the settlement agreement. Mr. Fragakis made the motion to approve the proposed settlement, which was seconded by Mr. Marchese. All Trustees voted yes, and the motion was passed 3-0.

Mrs. Jensen advised that the special act was filed for the legislative session.

As a result of the annual reporting requested by the Board, Mrs. Jensen advised she will be following up on disability reporting on several members. Her findings will be reported as warranted.

Mrs. Jensen distributed the Board approved correspondence to all board vendors in relation to the ethics/gift issue.

ADMINISTRATOR’S REPORT

Mr. Williams indicated that plan member(s) inquired if share loans were possible under the current special act. Mrs. Jensen advised a change in the special act would be required.

EARNEST – LARGE CAP VALUE

Trey Greer & Margaret Champagne of Earnest Partners came before the Board and reviewed the 9-30-2011 investment report. Guideline compliance was reviewed as was the state of the equity markets. A large cap portfolio commentary was provided, as was performance attribution and sector weightings. Equity portfolio characteristics were also reviewed.

As of 9-30-2011, Earnest Partners returned -17.06% for the quarter vs. -16.20% for the Russell 1000V benchmark. For the year ending 09-30-2011, Earnest Partners returned -3.67% vs. -1.89% for the Russell 1000V. Since inception of 10-26-2007, Earnest Partners returned -1.28% vs. -10.62% for the same benchmark. The inception return places the Earnest return in the Top 4% tile. Market Value as of 9-30-2011, \$15,385,000.

INVESTMENT MONITORING REPORT

Mr. McCann presented the Board with a Morningstar Report outlining Earnest Partners. His analysis shows that Earnest was more of a core manager than a value manager.

OPEN DISCUSSION

No discussion ensued.

ADJOURNMENT

Being there was no other business; the meeting was adjourned at 9:40 AM.

Next meeting is scheduled for January 13, 2012 at 8:15 AM

Jonathan Frost, Board Secretary