

MEETING NUMBER 2623

JOURNAL OF PROCEEDINGS OF THE BOARD OF TRUSTEES OF THE  
POLICE AND FIRE RETIREMENT SYSTEM OF THE CITY OF DETROIT



PROCEEDINGS HELD THURSDAY, APRIL 12, 2007  
9:00 A.M.

IN THE CONFERENCE ROOM OF THE RETIREMENT SYSTEMS  
910 COLEMAN A. YOUNG MUNICIPAL CENTER  
DETROIT, MICHIGAN 48226



PRESENT

Marty Bandemer	Elected Trustee
Jeffrey Beasley	Ex/Officio Trustee/Treasurer
Gregory Best	Elected Trustee/Vice Chairperson
Seth Doyle	Ex/Officio Alternate Trustee
Shereece Fleming-Freeman	Ex/Officio Alternate Trustee
Frank English	Elected Trustee/Chairperson
DeDan Milton	Ex/Officio Alternate Trustee
James Moore	Elected Trustee
George Orzech	Elected Trustee
Paul Stewart	Elected Trustee
Alberta Tinsley- Talabi	Ex/Officio Trustee/City Council Representative
Walter Stampor	Executive Secretary
Cynthia Thomas	Assistant Executive Secretary
Janet S. Lenear	Recording Secretary
Ronald Zajac	Legal Counsel
Joe Turner	Special Legal Counsel
Richard Huddleston	Investment Analyst

EXCUSED

None

ABSENT

None

CHAIRPERSON

**Frank English**

ROLL CALL WAS TAKEN AT **9:07 A.M.** BY THE BOARD'S RECORDING SECRETARY AND THE MEETING WAS CALLED TO ORDER.

CAPRI CAPITAL PARTNERS

BY MR. BEST – SUPPORTED BY MR. MOORE

Whereas, The Board has been presented with an **April 5, 2007** communication from **Capri Capital Partners** wherein **Capri** requests that the Board fund its portion of the capital call due for **Capri Select Income, LLC** in the amount of **\$1,200,000.00**, Therefore Be It

Resolved, That subject to final approval of all transaction documents by the Board's Legal Counsel, the Board **approve** said funding:

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, FREEMAN, MILTON, MOORE, ORZECH, STEWART AND CHAIRMAN ENGLISH – 9

NAYS – NONE

RETIREMENTS

BY MR. STEWART – SUPPORTED BY MR. BANDEMER

RESOLVED, THAT THE RETIREMENT APPLICATIONS WHICH  
ARE DESIGNATED BELOW BE **APPROVED**:

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, FREEMAN,  
MILTON, MOORE, ORZECH, STEWART AND CHAIR-  
MAN ENGLISH – 9

NAYS – NONE

*RETIREMENTS*

NAME, TITLE, DEPARTMENT	THOMAS WHITFIELD – CAPTAIN – FIRE DEPARTMENT
RETIREMENT, PLAN	SERVICE – NEW
SERVICE CREDIT/EFFECTIVE DATE	32 10 06 – 02 01 07

NAME, TITLE, DEPARTMENT	A. WILLIAMS – SERGEANT – POLICE DEPARTMENT
RETIREMENT, PLAN	SERVICE – NEW
SERVICE CREDIT/EFFECTIVE DATE	39 00 08 – 05 28 07

NAME, TITLE, DEPARTMENT	GARY CHRISTIAN – ASSISTANT POLICE CHIEF – POLICE DEPARTMENT
RETIREMENT, PLAN	SERVICE – NEW
SERVICE CREDIT/EFFECTIVE DATE	28 05 27 – 04 23 07

NAME, TITLE, DEPARTMENT	RALPH HUNSAKER – OFFICER – POLICE DEPARTMENT
RETIREMENT, PLAN	SERVICE – NEW
SERVICE CREDIT/EFFECTIVE DATE	35 00 27 – 05 01 07

**RETIREMENTS**

NAME, TITLE, DEPARTMENT	KEITH HENDERSON – OFFICER – POLICE DEPARTMENT
RETIREMENT, PLAN	SERVICE – NEW
SERVICE CREDIT/EFFECTIVE DATE	25 06 09 – 04 1 07

NAME, TITLE, DEPARTMENT	DELOIS ORR – OFFICER – POLICE DEPARTMENT
RETIREMENT, PLAN	SERVICE – NEW
SERVICE CREDIT/EFFECTIVE DATE	23 10 27 – 04 04 07

**CONFIRMATIONS**

**BY MR. BANDEMER – SUPPORTED BY MR. MOORE**

RESOLVED, THAT THE RECEIPTS WHICH ARE REFERENCED  
BELOW BE **CONFIRMED**:

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, FREEMAN,  
MILTON, MOORE, ORZECH, STEWART AND CHAIR-  
MAN ENGLISH – 9

NAYS – NONE

**CONFIRMATIONS**

*THE BOARD RECEIVED THE SUM OF **\$973,587.02** ON  
APRIL 3, 2007 FROM TOUCHSTONE OPPORTUNITY, LTD.*

*THE BOARD RECEIVED THE SUM OF **\$16,791.66** ON APRIL  
4, 2007 FROM ONE KENNEDY SQUARE*

## **CONFIRMATIONS**

*THE BOARD RECEIVED THE SUM OF **\$20,000.00** ON APRIL 4, 2007 FROM ENTRUST – DUE DILIGENCE*

*THE BOARD RECEIVED THE SUM OF **\$48,155.43** ON APRIL 9, 2007 FROM THE KALES BUILDING*

*THE BOARD RECEIVED THE SUM OF **\$15,101.32** ON APRIL 9, 2007 FROM THE COLUMNS OF KENTUCKY*

*THE BOARD RECEIVED THE SUM OF **\$24,910.33** ON APRIL 9, 2007 FROM THE TRELLISES OF KENTUCKY*

*THE BOARD RECEIVED THE SUM OF **\$400.00** ON APRIL 5, 2007 FROM ERIC LINCK – ACTUARIAL REIMBURSEMENT*

### **REFUNDS OF ACCUMULATED CONTRIBUTIONS**

**BY MR. STEWART – SUPPORTED BY MR. BANDEMER**

RESOLVED, THAT THE CONTRIBUTIONS TO THE ANNUITY SAVINGS FUND BY MEMBERS OF THE POLICE AND FIRE RETIREMENT SYSTEM OF THE CITY OF DETROIT, AS SET FORTH ON LIST **#3234**, IN THE AMOUNT OF **\$2,374,387.10**, INCLUDING INTEREST, BE **REFUNDED** PENDING AUDIT BY RETIREMENT SYSTEM ACCOUNTING STAFF:

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, FREEMAN, MILTON, MOORE, ORZECH, STEWART AND CHAIRMAN ENGLISH – 9

REFUNDS OF ACCUMULATED CONTRIBUTIONS

NAYS – NONE

■ LEGAL COUNSEL RONALD ZAJAC ENTERED THE MEETING.

MINUTES OF THURSDAY, **MARCH 22, 2007**

MINUTES OF THURSDAY, **MARCH 29, 2007**

BY MR. BANDEMER – SUPPORTED BY MR. ORZECH

RESOLVED, THAT THE MINUTES OF THE MEETING HELD THURSDAY, **MARCH 22, 2007** BE **APPROVED** AS RECORDED AND SUBMITTED BY THE BOARD'S RECORDING SECRETARY, AND BE IT FURTHER

RESOLVED, THAT THE MINUTES OF THE MEETING HELD THURSDAY, **MARCH 29, 2007** BE **APPROVED** AS RECORDED AND SUBMITTED BY THE BOARD'S RECORDING SECRETARY:

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, FREEMAN, MILTON, MOORE, ORZECH, STEWART AND CHAIRMAN ENGLISH – 9

NAYS – NONE

BILL PAYMENT REQUESTS

BY MR. BANDEMER – SUPPORTED BY MR. BEST

WHEREAS, THE BOARD IS IN RECEIPT OF THE FOLLOWING BILLINGS REQUESTING PAYMENT FOR SERVICES RENDERED, AND

WHEREAS, THE BOARD IS SATISFIED THAT SERVICES WERE PROVIDED TO THE BOARD AS REQUESTED BY THE BOARD, THEREFORE BE IT

RESOLVED, THAT SUBJECT TO **STAFF AUDIT**, THE BOARD **APPROVE** PAYMENT OF SAID BILLINGS:

FIRM OR INDIVIDUAL, DATE, AMOUNT, SERVICE(S) PROVIDED

ADP, INC. – MARCH 30, 2007 - **\$209.77** – POLICE AND FIRE PORTION OF **\$419.53** – OFFICE SUPPLIES

CRAIN'S DETROIT BUSINESS – APRIL 13, 2007 - **\$19.50** – POLICE AND FIRE PORTION OF **\$39.00** – SUBSCRIPTION FEE FOR EXECUTIVE SECRETARY WALTER STAMPOR

CRAIN'S DETROIT BUSINESS – APRIL 11, 2007 - **\$39.00** – MISCELLANEOUS EXPENSE

MERCURY STORAGE – MARCH 9, 2007 - **\$19,180.15** – POLICE AND FIRE PORTION OF **\$38,360.29** – SOFTWARE

BILL PAYMENT REQUESTS

PURCHASES: TLS-AIT-5-LVD, 5 X 9 NBD – ON-SITE SERVICE  
FOR AIT-5 DRIVE

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, FREEMAN,  
MILTON, MOORE, ORZECH, STEWART AND CHAIR-  
MAN ENGLISH – 9

NAYS – NONE

*CITY OF DETROIT SPECIAL ESCROW ACCOUNT*  
POLICE & FIRE RETIREMENT SYSTEM

By Mr. Doyle – Supported by Mr. Best

Whereas, On September 3, 1984, the Board of Trustees of the Police and Fire Retirement System adopted a resolution establishing a separate expense account from investment earnings, Fund LVY7, Account Number 591328, designated the City of Detroit Special Escrow Account, Therefore Be It

Resolved, That the Board approve the transfer of **Sixty Thousand Dollars (\$60,000.00)** from the Board's liquid reserve account (fund #LVY6/account #591355) to this Special Escrow Account, Fund LVY7, Account Number 591328:

*CITY OF DETROIT SPECIAL ESCROW ACCOUNT*  
POLICE & FIRE RETIREMENT SYSTEM

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, FREEMAN,  
MILTON, MOORE, ORZECH, STEWART AND CHAIR-  
MAN ENGLISH – 9

NAYS – NONE

REQUEST OF DONALD EDGE

BY MR. ORZECH – SUPPORTED BY MR. BANDEMER

WHEREAS, **DONALD EDGE** (FIRE DEPARTMENT) HAS  
PRESENTED THE BOARD WITH A WRITTEN REQUEST TO  
RECEIVE A REFUND OF THE MILITARY SERVICE TIME HE  
PURCHASED, THEREFORE BE IT

RESOLVED, THAT THE REQUEST OF MR. EDGE BE  
APPROVED:

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, FREEMAN,  
MILTON, MOORE, ORZECH, STEWART AND CHAIR-  
MAN ENGLISH – 9

NAYS – NONE

■ TRUSTEE BEASLEY ENTERED THE MEETING.

RLJ COMPANIES

ASSISTANT EXECUTIVE SECRETARY CYNTHIA A. THOMAS DISCUSSED THE PAYMENT OF RLJ COMPANIES DUE DILIGENCE FEES AT LENGTH WITH THE BOARD.

TWENTY-FIFTH ANNIVERSARY -  
PAYMENT OF UNUSED SICK TIME

BY MR. ORZECH – SUPPORTED BY MR. BEST

WHEREAS, LEGAL COUNSEL WAS REQUESTED TO PREPARE A LETTER FOR RETIREMENT SYSTEM STAFF TO FORWARD TO THE POLICE AND FIRE DEPARTMENTS REGARDING TWENTY-FIFTH ANNIVERSARY SICK TIME PAYMENTS, AND

WHEREAS, LEGAL COUNSEL PREPARED AND PRESENTED EACH BOARD MEMBER WITH A COPY OF SAID LETTER, AND

WHEREAS, THE BOARD HAS PERUSED, ACCEPTS AND APPROVES SAID LETTER, THEREFORE BE IT

RESOLVED, THAT A COPY OF SAID LETTER BE FORWARDED TO THE POLICE CHIEF AND THE FIRE COMMISSIONER:

YEAS – TRUSTEES BANDEMER, BEASLEY, BEST, DOYLE,  
FREEMAN, MILTON, MOORE, ORZECH, STEWART  
AND CHAIRMAN ENGLISH – 10

TWENTY-FIFTH ANNIVERSARY -  
PAYMENT OF UNUSED SICK TIME

NAYS – NONE

LEGAL COUNSEL'S REPORTS

LEGAL COUNSEL **RONALD ZAJAC** DISCUSSED VARIOUS MATTERS WITH THE BOARD, INCLUDING INSURANCE PREMIUM INCREASE QUOTES REGARDING THE BOARD'S TRAVEL AND ACCIDENT INSURANCE POLICY, THE PURCHASE OF PRE-EMPLOYMENT MILITARY SERVICE CREDIT, THE BOARD'S ACT 314 INVESTMENT LIMITATIONS, GSC PARTNERS' APRIL 26, 2007 ANNUAL MEETING AND RDD INVESTMENT CORPORATION.

HUDSON & MUMA

LEGAL COUNSEL PROVIDED EACH MEMBER OF THE BOARD WITH A COPY OF A **MARCH 20, 2007** COMMUNICATION FROM **HUDSON & MUMA** REGARDING TRAVEL AND ACCIDENT INSURANCE POLICY PREMIUM INCREASES.

■ TRUSTEE TINSLEY-TALABI ENTERED THE MEETING DURING COUNSEL ZAJAC'S REPORTS.

RDD INVESTMENT CORPORATION  
CLOSED SESSION

BY MR. DOYLE – SUPPORTED BY MR. BEST

RDD INVESTMENT CORPORATION  
CLOSED SESSION

Resolved, That the Board enter into Closed Session for the purpose of discussing matters involving attorney/client privilege:

A Roll Call Vote was taken as follows:

YEAS – TRUSTEES BANDEMER, BEASLEY, BEST, DOYLE,  
FREEMAN, MILTON, MOORE, ORZECH, STEWART,  
TALABI AND CHAIRMAN ENGLISH – 11

NAYS – NONE

The Board entered into Closed Session at **9:48 A.M.**

■ TRUSTEE TINSLEY-TALABI EXCUSED HERSELF.

OPEN SESSION

BY MR. BANDEMER – SUPPORTED BY MR. BEST

Resolved, That the Board return to Open Session:

A Roll Call Vote was taken as follows:

YEAS – TRUSTEES BANDEMER, BEASLEY, BEST, DOYLE,  
FREEMAN, MILTON, MOORE, ORZECH, STEWART  
AND CHAIRMAN ENGLISH – 10

OPEN SESSION

NAYS – NONE

The Board returned to Open Session at **10:16 A.M.**

DURING CLOSED SESSION, SPECIAL COUNSEL JOE TURNER PROVIDED EACH BOARD MEMBER WITH A COPY OF AN APRIL 12, 2007 COMMUNICATION REGARDING THE RDD INVESTMENT CORPORATION.

THE WATERMARK

BY MR. MILTON – SUPPORTED BY MR. MOORE

WHEREAS, THE BOARD OF TRUSTEES OF THE POLICE AND FIRE RETIREMENT SYSTEM OF THE CITY OF DETROIT (THE “BOARD”) PREVIOUSLY APPROVED THE WATERMARK INVESTMENT (THE “INVESTMENT”), AND

WHEREAS, THE BOARD IS IN RECEIPT OF AN APRIL 11, 2007 E-MAIL COMMUNICATION FROM MARTY WEST OF MILESTONE REALTY SERVICES, THE BOARD’S ADVISOR, REGARDING (I) THE DETROIT INVESTMENT FUND (DIF) PROVIDING A \$2.5 MILLION SECOND MORTGAGE PARI PARSU WITH THE GENERAL RETIREMENT SYSTEM FOR THE INVESTMENT, AND (II) DIF’S REQUEST TO UTILIZE THE DUE DILIGENCE REPORT PREPARED BY THE BOARD’S ADVISOR, AND

THE WATERMARK

WHEREAS, THE BOARD HAS CONSIDERED THIS REQUEST AND BEEN ADVISED BY COUNSEL, THEREFORE BE IT

RESOLVED, THAT THE BOARD HEREBY APPROVES (I) DIF'S REQUEST TO UTILIZE THE MILESTONE DUE DILIGENCE REPORT AND (II) THE DIF SECOND MORTGAGE FUNDING SUBJECT TO THE BOARD'S SPECIAL COUNSEL'S REVIEW AND APPROVAL OF ALL DIF DOCUMENTATION AS WELL AS OTHER DOCUMENTATION, AND BE IT FURTHER

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO THE BOARD'S ADVISOR, DIF AND THE BOARD'S SPECIAL COUNSEL:

YEAS – TRUSTEES BANDEMER, BEASLEY, BEST, DOYLE, FREEMAN, MILTON, MOORE, ORZECH, STEWART AND CHAIRMAN ENGLISH – 10

NAYS – NONE

GSC PARTNERS

BY MR. DOYLE – SUPPORTED BY MR. STEWART

WHEREAS, SPECIAL COUNSEL, HOWARD AND HOWARD HAS RECOMMENDED THE BOARD TRUSTEES EXTEND THE TOLLING AGREEMENT TO THE END OF MAY, 2007, FOR

GSC PARTNERS

THE REASON STATED IN AN ATTORNEY-CLIENT PRIVILEGED REPORT DATED APRIL 11, 2007, AND

WHEREAS, THE BOARD HAS DISCUSSED THIS MATTER, THEREFORE BE IT

RESOLVED, THAT THE BOARD APPROVES THE EXTENSION OF THE TOLLING AGREEMENT TO THE END OF MAY, 2007, AND BE IT FURTHER

RESOLVED, THAT THE APPROPRIATE DOCUMENTS BE EXECUTED ON BEHALF OF THE POLICE AND FIRE RETIREMENT SYSTEM OF THE CITY OF DETROIT, AND BE IT FURTHER

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO SPECIAL COUNSEL HOWARD AND HOWARD, ATTENTION: MICHAEL SHEEHAN:

YEAS – TRUSTEES BANDEMER, BEASLEY, BEST, DOYLE, FREEMAN, MILTON, MOORE, ORZECH, STEWART AND CHAIRMAN ENGLISH – 10

NAYS – NONE

■ TRUSTEES MILTON, BEASLEY AND FREEMAN TEMPORARILY EXCUSED THEMSELVES.

BOARD MEETING CANCELLATION

BY MR. BANDEMER – SUPPORTED BY MR. STEWART

RESOLVED, THAT THE POLICE AND FIRE RETIREMENT SYSTEM BOARD MEETING OF THURSDAY, APRIL 19, 2007 BE CANCELLED AND THE APPROPRIATE PARTIES NOTIFIED:

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, MOORE, ORZECH, STEWART AND CHAIRMAN ENGLISH - 7

NAYS – NONE

ENERGY INVESTORS FUND  
\$20,000,000.00 PROPOSED INVESTMENT

BY MR. BEST – SUPPORTED BY MR. BANDEMER

Whereas, The Board has had the foregoing investment proposal under consideration, the basic and general proposed conditions of which are set forth in previously submitted written materials presented to the Board and discussed this date and at previous meetings, and to which certain modifications and additional requirements may have been added by the Board or advisors to the Board, per discussion between or with the Board members, and

Whereas, The Board has indicated its willingness to further consider making this proposed investment subject to certain additional terms and modifications of said proposal, which have already been identified by the Board of Trustees, and certain additional terms and modifications which will be

ENERGY INVESTORS FUND  
\$20,000,000.00 PROPOSED INVESTMENT

required after Special Legal Counsel begins to prepare loan investment documents, and

Whereas, The Board's contingent approval is conditioned upon the Board's written receipt of **written acknowledgment** from **proposed Borrower/applicable** party that **proposed Borrower/applicable party** has **received** a copy of this **resolution** and **acknowledges** and **agrees** to the **conditions** and **requirements** therein, and

Whereas, The Board's contingent approval is also conditioned upon the understanding that the proposed transaction does not contemplate unrelated Business Taxable Income (UBTI) to the Retirement System as Lender, and

Whereas, The Board will be selecting Special Legal Counsel regarding this proposed investment who is likely to be submitting proposed modifications regarding the proposed transaction to protect the interests of the Retirement System, Therefore Be It

Resolved, That subject to the provisions as stated in this resolution, the Board hereby conditionally approves the proposed investment, and indicates its intention to complete the transaction provided all requirements of the Board are met by Borrower and project sponsor, and subject to approval of final documents by the Board of Trustees, and be it further

Resolved, That it be expressly understood by all parties that there is no obligation of the Board to make the investment unless final transaction documents are approved as to form and content by the Board and approved as to form by the Board's Legal Counsel and is executed by the Board, Borrower,

**ENERGY INVESTORS FUND**  
**\$20,000,000.00 PROPOSED INVESTMENT**

any Guarantors and other applicable parties, and subject to all terms of any such fully executed documents being met by the parties, including, specifically, all costs of the Board, including legal fees and expenses being paid from an escrow account funded by Borrower or entities other than the Board, and be it further

Resolved, That the Board notes the likelihood of suggested additional changes to the proposal will be made by the Board and any applicable due diligence monitor and/or business advisor and Special Legal Counsel, and be it further

Resolved, That any commitment or other preliminary transaction documents signed by the Board include the provision that all final transaction loan documents are subject to approval as to form and content by the Board and the Board's Special Legal Counsel, and approval as to form and content by the Board's General Counsel, and be it further

Resolved, That upon the Board selecting Special Legal Counsel regarding this matter, arrangements be made for proposed Borrower to escrow funds for payment of all costs and expenses, and be it further

Resolved, That the foregoing is also conditioned upon Borrower/applicable party paying all costs and expenses of the Board, including legal fees in document preparation even if this proposed investment is not completed or finalized due to the Borrower/applicable party deciding to withdraw the proposal, refusing to execute final documents approved by the Board of Trustees, or for any other reason deciding not to proceed with the transaction, and be it further

ENERGY INVESTORS FUND  
\$20,000,000.00 PROPOSED INVESTMENT

Resolved, That a copy of this resolution be forwarded to proposed Borrower/Project Sponsor and Special Legal Counsel to be selected by the Board:

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, MOORE,  
ORZECH, STEWART AND CHAIRMAN ENGLISH - 7

NAYS – NONE

MAYFIELD GENTRY REALTY ADVISORS  
200 SOUTH TRYON CLOSING

BY MR. STEWART – SUPPORTED BY MR. BANDEMER

WHEREAS, MAYFIELD GENTRY REALTY ADVISORS HAS PRESENTED THE BOARD WITH AN APRIL 12, 2007 COMMUNICATION WHEREIN MAYFIELD GENTRY REQUESTS THAT THE BOARD ACCEPT AND APPROVE THE REQUEST WHICH IS REFERENCED BELOW RELATIVE TO THE CLOSING ON 200 SOUTH TRYON STREET IN CHARLOTTE, NORTH CAROLINA, AND

WHEREAS, THE BOARD HAS DISCUSSED SAID REQUEST, THEREFORE BE IT

RESOLVED, THAT THE BOARD ACCEPTS AND APPROVES SAID REQUEST, AND BE IT FURTHER

MAYFIELD GENTRY REALTY ADVISORS  
200 SOUTH TRYON CLOSING

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO MAYFIELD GENTRY REALTY ADVISORS:

REQUEST: THE SYSTEM WIRE TO ITS MASTER ACCOUNT HOUSED AT NATIONAL CITY BANK THE AMOUNT OF **\$19,250,000.00** WHICH AMOUNT REPRESENTS THE PFRS EQUITY CONTRIBUTION TO THE TRANSACTION

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, MOORE, ORZECH, STEWART AND CHAIRMAN ENGLISH - 7

NAYS – NONE

PFRS TRYON SQUARE CORPORATION  
(200 SOUTH TRYON OFFICE BUILDING, CHARLOTTE, NC)

BY MR. STEWART – SUPPORTED BY MR. BANDEMER

Whereas, The Board has been requested to execute an Assignment and Assumption of Purchase Agreement (dated April 12, 2007) relative to the foregoing transaction, and

Whereas, The execution of said document has been recommended by the Board's Advisor, Mayfield Gentry Realty Advisors, and the Board's Special Counsel, F. Logan Davidson, and

PFRS TRYON SQUARE CORPORATION  
(200 SOUTH TRYON OFFICE BUILDING, CHARLOTTE, NC)

Whereas, The execution of said document has been reviewed and approved as to form by the Board's Legal Counsel, and the execution of said document is consistent with prior action of the Board, Therefore Be It

Resolved, That said document be executed by two (2) authorized signatories on behalf of the Board, and be it further

Resolved, That the executed original document be forwarded to the appropriate party, and be it further

Resolved, That the Retirement System retain copies of said executed original document:

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, MOORE,  
ORZECH, STEWART AND CHAIRMAN ENGLISH - 7

NAYS – NONE

PFRS TRYON SQUARE CORPORATION  
(200 SOUTH TRYON OFFICE BUILDING, CHARLOTTE, NC)

THE BOARD WAS MADE AWARE OF THE EXECUTION OF THE DOCUMENTS WHICH ARE REFERENCED BELOW IN CONNECTION WITH THE ACQUISITION OF THE 200 SOUTH TRYON OFFICE BUILDING IN CHARLOTTE, NORTH CAROLINA AND THE **\$20,000,000.00** LOAN FROM WACHOVIA BANK, NATIONAL ASSOCIATION (ALL

PFRS TRYON SQUARE CORPORATION  
(200 SOUTH TRYON OFFICE BUILDING, CHARLOTTE, NC)

DOCUMENTS TO BE DATED THE DATE OF FUNDING OF THE LOAN) BY AN OFFICER OF THE CORPORATION:

LOAN DOCUMENTS: PROMISSORY NOTE IN THE ORIGINAL PRINCIPAL AMOUNT OF THE LOAN, DEED OF TRUST, SECURITY AGREEMENT AND FIXTURE FILING, ENVIRONMENTAL INDEMNITY AGREEMENT, ASSIGNMENT OF LEASES AND RENTS, POST-CLOSING AGREEMENT, DISBURSEMENT AUTHORIZATION, RECEIPT AND CLOSING CERTIFICATE, REQUEST FOR TAXPAYER ID (IRS FORM W-9), BORROWER'S CERTIFICATE, EXHIBIT "A" TO CLOSING INSTRUCTION LETTER

PURCHASE DOCUMENTS: ASSIGNMENT AND ASSUMPTION OF LEASES, GENERAL ASSIGNMENT AND ASSUMPTION AGREEMENT

MAYFIELD GENTRY REALTY ADVISORS  
GLENWOOD PLAZA CLOSING

BY MR. STEWART – SUPPORTED BY MR. BANDEMER

WHEREAS, MAYFIELD GENTRY REALTY ADVISORS HAS PRESENTED THE BOARD WITH AN APRIL 12, 2007 COMMUNICATION WHEREIN MAYFIELD GENTRY REQUESTS THAT THE BOARD ACCEPT AND APPROVE THE REQUEST WHICH IS REFERENCED BELOW RELATIVE TO THE CLOSING ON GLENWOOD PLAZA IN RALEIGH, NORTH CAROLINA, AND

MAYFIELD GENTRY REALTY ADVISORS  
GLENWOOD PLAZA CLOSING

WHEREAS, THE BOARD HAS DISCUSSED SAID REQUEST,  
THEREFORE BE IT

RESOLVED, THAT THE BOARD ACCEPTS AND APPROVES  
SAID REQUEST, AND BE IT FURTHER

RESOLVED, THAT A COPY OF THIS RESOLUTION BE  
FORWARDED TO MAYFIELD GENTRY REALTY ADVISORS:

REQUEST: THE SYSTEM WIRE TO ITS MASTER ACCOUNT  
HOUSED AT NATIONAL CITY BANK THE AMOUNT OF  
**\$10,765,000.00** WHICH AMOUNT REPRESENTS THE PFRS  
EQUITY CONTRIBUTION TO THE TRANSACTION

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, MOORE,  
ORZECH, STEWART AND CHAIRMAN ENGLISH - 7

NAYS – NONE

REQUEST OF THE DETROIT FIRE FIGHTERS'  
AND LIEUTENANTS' & SERGEANTS' ASSOCIATIONS

BY MR. BANDEMER – SUPPORTED BY MR. STEWART

WHEREAS, THE BOARD HAS RECEIVED A REQUEST FROM  
THE DETROIT FIRE FIGHTERS' AND LIEUTENANTS' AND  
SERGEANTS' ASSOCIATIONS TO UTILIZE THE SERVICES OF  
GABRIEL, ROEDER, SMITH & COMPANY TO PROVIDE THE  
BOARD WITH A RECENT ACTUARIAL STUDY RELATING TO

REQUEST OF THE DETROIT FIRE FIGHTERS'  
AND LIEUTENANTS' & SERGEANTS' ASSOCIATIONS

PREVIOUSLY SUBMITTED PENSION BENEFITS ESTIMATES,  
AND

WHEREAS, THE BOARD HAS DISCUSSED SAID REQUEST  
WITH LEGAL COUNSEL, THEREFORE BE IT

RESOLVED, THAT THE REQUEST OF THE DETROIT FIRE  
FIGHTERS' AND LIEUTENANTS' AND SERGEANTS'  
ASSOCIATIONS BE GRANTED AND A COPY OF THIS  
RESOLUTION BE FORWARDED TO SAID ASSOCIATIONS  
AND THE BOARD'S ACTUARY, GABRIEL, ROEDER, SMITH  
AND COMPANY:

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, MOORE,  
ORZECH, STEWART AND CHAIRMAN ENGLISH - 7

NAYS – NONE

CONFERENCES

BY MR. STEWART – SUPPORTED BY MR. BANDEMER

Resolved, That the Board approve the attendance of  
all Trustees, the Executive Secretary, the Assistant  
Executive Secretary and General Counsel at the  
below-referenced conferences, and be it further

Resolved, That the Board approve expenditures for all  
Trustees, the Executive Secretary, the Assistant

## CONFERENCES

Executive Secretary and General Counsel to attend said conferences:

ISCEBS EMPLOYEE BENEFITS CONFERENCE – **SEATTLE, WASHINGTON** – SEPTEMBER 15, 2007 – SEPTEMBER 20, 2007

INTERNATIONAL FOUNDATION'S CERTIFICATION PROGRAMS FOR THE PUBLIC SECTOR – **SAVANNAH, GEORGIA** – FEBRUARY 22, 2008 – FEBRUARY 25, 2008

INTERNATIONAL FOUNDATION'S CERTIFICATION PROGRAMS FOR THE PUBLIC SECTOR – **CHICAGO, ILLINOIS** – JUNE 9, 2008 – JUNE 14, 2008

INTERNATIONAL FOUNDATION'S CERTIFICATION PROGRAMS FOR THE PUBLIC SECTOR – **SAN ANTONIO, TEXAS** – NOVEMBER 13, 2008 – NOVEMBER 16, 2008

YEAS – TRUSTEES BANDEMER, BEST, DOYLE, MOORE, ORZECH, STEWART AND CHAIRMAN ENGLISH - 7

NAYS – NONE

## PUBLIC FORUM

AT **10:50 A.M.**, CHAIRMAN ENGLISH DECLARED THE MEETING IN OPEN FORUM FOR GENERAL DISCUSSION BY THE PUBLIC ATTENDING THE MEETING.

ADJOURNMENT

THERE BEING NO FURTHER BUSINESS BEFORE THE BOARD,  
CHAIRMAN ENGLISH ADJOURNED THE MEETING AT  
**10:55 A.M.** UNTIL THURSDAY, **APRIL 26, 2007**, AT **9:00  
A.M.**, IN ROOM 910 OF THE COLEMAN A. YOUNG  
MUNICIPAL CENTER, DETROIT, MICHIGAN 48226.

RESPECTFULLY SUBMITTED,

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ASSISTANT EXECUTIVE SECRETARY



