

MEETING NUMBER 2693

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



PROCEEDINGS HELD THURSDAY, AUGUST 7, 2008
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/Chairperson
Jeffrey Beasley	Ex/Officio Trustee/Treasurer
Gregory Best	Elected Trustee
Barbara-Rose Collins	Ex/Officio Trustee/Councilperson
Shereece Fleming-Freeman	Ex/Officio Alternate Trustee
DeDan Milton	Ex/Officio Alternate Trustee
James Moore	Elected Trustee
George Orzech	Elected Trustee
Jeffrey Pegg	Elected Trustee/Vice Chairperson
Tyrone Scott	Ex/Officio Trustee/Fire Commissioner
Paul Stewart	Elected Trustee
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

MARTY BANDEMER

VICE CHAIRPERSON

JEFFREY PEGG

ROLL CALL WAS TAKEN AT **9:10 A.M.** BY THE BOARD'S RECORDING SECRETARY AND THE MEETING WAS CALLED TO ORDER.

CAPITAL CALLS/DRAWS

BY MR. BEST – SUPPORTED BY MR. PEGG

Whereas, The Board has been presented with the following capital calls/draws, and

Whereas, The Board has been requested to approve funding of said capital calls/draws, Therefore be it

Resolved, That subject to final approval of all transaction documents by the Board's Legal Counsel, the Board approves funding of said capital calls/ draws:

BLACKEAGLE – AUGUST 5, 2008 – BLACKEAGLE PARTNERS FUND, LP. - \$1,985,354.00

RDD INVESTMENT CORPORATION – JULY 21, 2008 – DRAW 18 - \$253,000.00

Yeas – Trustees Best, Milton, Orzech, Pegg, Scott and Chairman Bandemer

CAPITAL CALLS/DRAWS

Nays – None

Retirements

By Mr. Best – Supported by Mr. Pegg

Resolved, That the retirement applications which are outlined below be approved:

**Yeas – Trustees Best, Milton, Orzech, Pegg, Scott and Chairman Bandemer
– 6**

Nays – None

RETIREMENTS

NAME, TITLE, DEPARTMENT	ROBERT GARRIGAN – LIEUTENANT – FIRE
RETIREMENT, PLAN	SERVICE – NEW
SERVICE CREDIT, EFFECTIVE DATE	30 07 09 – 07 14 08

NAME, TITLE, DEPARTMENT	NORMA CARROLL – OFFICER – POLICE
RETIREMENT, PLAN	SERVICE – NEW
SERVICE CREDIT, EFFECTIVE DATE	23 00 10 – 08 22 08

NAME, TITLE, DEPARTMENT	ANITA BANKS – OFFICER – POLICE
RETIREMENT, PLAN	SERVICE – NEW
SERVICE CREDIT, EFFECTIVE DATE	22 07 20 – 07 18 08

RETIREMENTS

NAME, TITLE, DEPARTMENT	MARY DUDEK – OFFICER – POLICE
RETIREMENT, PLAN	SERVICE – NEW
SERVICE CREDIT, EFFECTIVE DATE	22 00 18 – 07 25 08

NAME, TITLE, DEPARTMENT	BRENDA HARTMAN – OFFICER – POLICE
RETIREMENT, PLAN	VESTED PENSION – NEW
SERVICE CREDIT, EFFECTIVE DATE	13 00 22 – 08 01 08

NAME, TITLE, DEPARTMENT	TROY QUINN – COMMANDER – PCOA
RETIREMENT, PLAN	SERVICE – NEW
SERVICE CREDIT, EFFECTIVE DATE	34 04 28 – 08 06 08

NAME, TITLE, DEPARTMENT	LINDA BAKER – OFFICER - POLICE
RETIREMENT, PLAN	SERVICE - NEW
SERVICE CREDIT, EFFECTIVE DATE	22 06 00 – 07 13 08

NAME, TITLE, DEPARTMENT	ARTHUR BOWMAN, JR. – OFFICER - POLICE
RETIREMENT, PLAN	SERVICE - NEW
SERVICE CREDIT, EFFECTIVE DATE	22 01 03

NAME, TITLE, DEPARTMENT	GERALD SMITH – FIRE ENGINE OPERATOR - FIRE
RETIREMENT, PLAN	SERVICE - NEW
SERVICE CREDIT, EFFECTIVE DATE	25 05 01 – 07 08 08

CONFIRMATIONS

BY MR. BEST – SUPPORTED BY MR. ORZECH

CONFIRMATIONS

RESOLVED, THAT THE RECEIPTS AND DISBURSEMENTS WHICH ARE OUTLINED BELOW AND AT THE END OF THESE PROCEEDINGS BE CONFIRMED:

RECEIPTS: \$ 2,121,776.49

DISBURSEMENTS: \$27,978,986.10

Yeas – Trustees Best, Milton, Orzech, Pegg, Scott and Chairman Bandemer
– 6

Nays – None

TRUSTEE MOORE ENTERED THE MEETING.

REFUNDS OF ACCUMULATED CONTRIBUTIONS

BY MR. BEST – SUPPORTED BY MR. ORZECH

RESOLVED, THAT THE CONTRIBUTIONS (INCLUDING INTEREST) TO THE ANNUITY SAVINGS FUND BY MEMBERS OF THE POLICE AND FIRE RETIREMENT SYSTEM OF THE CITY OF DETROIT BE REFUNDED PENDING AUDIT BY RETIREMENT SYSTEM ACCOUNTING STAFF:

LIST #: 3284

AMOUNT: \$573,628.25

Yeas – Trustees Best, Milton, Moore, Orzech, Pegg, Scott and Chairman Bandemer – 7

Nays – None

BILL PAYMENT REQUESTS

BY MR. ORZECH – 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 THE SERVICES THAT WERE REQUESTED BY THE BOARD WERE PROVIDED TO 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. – JULY 11, 2008 - \$6,171.07 – MISCELLANEOUS EXPENSES

ADP, INC. – JULY 25, 2008 - \$94.51 – MISCELLANEOUS EXPENSES

ADVENT – JULY 22, 2008 - \$84,689.44 – 2008 SECOND QUARTER FEES

ALPHA PARTNERS – JULY 15, 2008 - \$20,777.00 – 2008 SECOND QUARTER FEES

BANYAN REALTY ADMSCORS – JULY 25, 2008 - \$46,860.39 – 2008 SECOND QUARTER FEES

BLACKROCK – JULY 23, 2008 - \$14,229.00 – 2008 SECOND QUARTER FEES

CHICAGO EQUITY PARTNERS – JULY 16, 2008 - \$85,66145 – 2008 SECOND QUARTER FEES

BILL PAYMENT REQUESTS

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

CLARK HILL – JULY 22, 2008 - \$9,595.55 – LEGAL FEES FOR TAILWIND CAPITAL

CLARK HILL - JULY 22, 2008 - \$499.81 - LEGAL FEES FOR BROOKS/ JARRETT LITIGATION

COUZENS LANSKY - JULY 29, 2008 - \$14,498.87 - LEGAL FEES FOR GAC WINSTAR

COUZENS LANSKY - JULY 29, 2008 - \$2,07160 - LEGAL FEES FOR PRINCETON FINANCIAL

COUZENS LANSKY - JUNE 24, 2008 - \$1,527.50 - LEGAL FEES FOR PRINCETON FINANCIAL

CREDIT SUISSE – JULY 15, 2008 - \$33,407.88 – 2008 SECOND QUARTER FEES

EARNEST PARTNERS - JULY 22, 2008 - \$64,45123 - 2008 SECOND QUARTER FEES

EVERGREEN INVESTMENTS - JULY 14, 2008 - \$152,395.83 - 2008 SECOND QUARTER FEES

GLASER, MARK- JULY 24, 2008 - \$950.00 - ARBITRATION FEE FOR DRRB OF KURTIS STAPLES

HGK – JULY 9, 2008 - \$12,638.28 – 2008 SECOND QUARTER FEES

BILL PAYMENT REQUESTS

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

HOWARD & HOWARD - JULY 24, 2008 - \$5,388.87 - LEGAL FEES FOR GSC PARTNERS

INDEPENDENCE INVESTMENTS - JULY 21, 2008 - \$50,699.77 - 2008 SECOND QUARTER FEES

IT STAFF (RETIREMENT SYSTEMS) - AUGUST 6, 2008 - \$43,114.81- COMPUTER PROGRAMMERS FEES FOR THE MONTH ENDED JULY, 2008

KENNEDY CAPITAL - JULY 21, 2008 - \$462,392.00 - 2008 SECOND QUARTER FEES

LOOMIS, SAYLES & COMPANY - JULY 11, 2008 - \$40,630.84 - 2008 SECOND QUARTER FEES

MCTEMA & ASSOCIATES - AUGUST 1, 2008 - \$9,387.34 - SERVICES RENDERED REGARDING TRADEWINDS AIRLINES, INC.

MUNROS - JULY 16, 2008 - \$128,478.25 - 2008 SECOND QUARTER FEES

NORTH POINT ADMSCORS - AUGUST 1, 2008 - \$14,000.00 - DUE DILIGENCE FEE FOR PR INVESTMENT GROUP

NORTH POINTE CAPITAL - JULY 12, 2008 - \$10,877.55 - 2008 SECOND QUARTER FEES

O'CONNOR, TAMARA - AUGUST 6, 2008 - \$317.00 - TRANSCRIPT FEE FOR CITY OF DETROIT VERSUS DPOA (SANDRA HURD)

BILL PAYMENT REQUESTS

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

OFFICE DEPOT – JULY 29, 2008 - \$231.43 – OFFICE SUPPLIES

OPPENHEIMER – JULY 17, 2008 - \$159,850.07 – 2008 SECOND QUARTER FEES

PENN CAPITAL MANAGEMENT – JULY 16, 2008 - \$69,506.21 – 2008 SECOND QUARTER FEES

FUGH CAPITAL MANAGEMENT – JULY 23, 2008 - \$41,333.93 – 2008 SECOND QUARTER FEES

RHUMBLINE – JULY 10, 2008 - \$28,605.35 – 2008 SECOND QUARTER FEES FOR RUSSELL 1000 VALUE INDEX FUND, RUSSELL MID-CAP INDEX FUND AND RUSSELL 2000 GROWTH INDEX FUND

STEWARD CAPITAL MANAGEMENT – JULY 14, 2008 - \$44,055.23 – 2008 SECOND QUARTER FEES

TCW – JULY 16, 2008 - \$70,774.62 – 2008 SECOND QUARTER FEES

TRANSAMERICA – JULY 8, 2008 - \$50,106.00 – 2008 SECOND QUARTER FEES

WELLS FARGO – JULY 18, 2008 - \$177,838.13 – 2008 SECOND QUARTER FEES – ACCOUNT #18630700

WELLS FARGO – JULY 18, 2008 - \$102,062.14 – 2008 SECOND QUARTER FEES – ACCOUNT #ND-20931801

BILL PAYMENT REQUESTS

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

XJ COMPANY - JULY 22, 2008 - \$20,87196 - EMPLOYEE PAYROLL FOR THE PERIOD JUNE 23, 2008 THROUGH JULY 25, 2008

Yeas – Trustees Best, Milton, Moore, Orzech, Pegg, Scott and Chairman Bandemer – 7

Nays – None

**Police and Fire Retirement System of the City of Detroit
Pre-Employment Military Service Credit**

By Mr. Scott – Supported by Mr. Best

Whereas, The individuals whose names are designated below have applied to this Board for Pre-Employment Military Service Credit and have complied with all of the necessary requirements of Section 54-30-3-b of the Charter Provisions, as amended by Board resolution of February 3, 1983, Therefore Be It

Resolved, That payment of the full amounts be made to the Pension Accumulation Fund by the method selected by the individuals and the number of months eligible active duty be credited them as membership service credit subject to the conditions and limitations of the authorizing Ordinance Provisions as amended by Board resolution of February 3, 1983:

**David Allen Anderson
Police Officer**

U. S. Military Service Period: From 8-31-83 – 7-2-86

Police and Fire Retirement System of the City of Detroit
Pre-Employment Military Service Credit

Yeas – Trustees Best, Milton, Moore, Orzech, Pegg, Scott and Chairman Bandemer – 7

Nays – None

TRUSTEE FREEMAN ENTERED THE MEETING.

SENECA CAPITAL MANAGEMENT

CHAIRMAN BANDEMER DIRECTED THAT SENECA CAPITAL MANAGEMENT REPRESENTATIVES (SCM) BE REQUESTED TO APPEAR BEFORE THE BOARD TO DISCUSS PERFORMANCE.

Paradigm Asset Management Large-Cap Value Equity Account

By Mr. Orzech – Supported by Mr. Milton

WHEREAS, The Board of Trustees has hired Paradigm Asset Management as a large-cap value equity manager, and

WHEREAS, The Board has allocated \$30,000,000.00 to the Paradigm account, and

WHEREAS, General Counsel has informed the Board that all contract documents have been completed between the Board and Paradigm, and

WHEREAS, The Board has been holding the funds necessary targeted for the Paradigm account in the System's liquid reserve account (591355), Therefore be it

RESOLVED, That a new account to be managed by Paradigm be opened at The Bank of New York Mellon, master securities custodian for the Retirement System, and be it further

Paradigm Asset Management Large-Cap Value Equity Account

RESOLVED, That \$30,000,000.00 be transferred from the ~~System's~~ liquid reserve account to the Paradigm account, and be it further

RESOLVED, That Paradigm be instructed to effectuate the initial purchase of the securities to be held in their account using the ~~System's~~ **Brokers of Record**, and be it further

RESOLVED, That a copy of this resolution be forwarded to Paradigm Asset Management, The Bank of New York Mellon and the Accounting Division of the Retirement Systems:

**Yeas – Trustees Best, Freeman, Milton, Moore, Orzech, Pegg, Scott and
Chairman Bandemer – 8**

Nays – None

TRUSTEE COLLINS ENTERED THE MEETING.

SPECIAL COUNSEL JOE TURNER ENTERED THE MEETING.

TRUSTEE STEWART ENTERED THE MEETING.

MILESTONE REALTY SERVICES

CHAIRMAN BANDEMER DIRECTED THAT MILESTONE REPRESENTATIVES BE REQUESTED TO APPEAR BEFORE THE BOARD TO DISCUSS THE BOOK CADILLAC HOTEL PARKING STRUCTURE.

MAYFIELD GENTRY REALTY ADVISORS

ALICIA DIAZ AND JENINE ERRINS DISCUSSED PONTA CASTLE & INGRAM, INC., THE AMERICAN EXPRESS CENTER IN PHOENIX, ARIZONA, AND PFRS COLONADES WEST HOLDING CORPORATION.

**MAYFIELD GENTRY REALTY ADVISORS
PONTA CASTLE & INGRAM, INC.**

BY MR. MOORE – SUPPORTED BY MR. SCOTT

WHEREAS, MAYFIELD GENTRY REALTY ADVISORS HAS PRESENTED THE BOARD WITH AN AUGUST 7, 2008 COMMUNICATION WHEREIN MAYFIELD GENTRY REQUESTS THAT THE BOARD APPROVE THE REQUESTS WHICH ARE REFERENCED BELOW RELATIVE TO PONTA CASTLE & INGRAM, INC., AND

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

RESOLVED, THAT THE BOARD APPROVES SAID REQUESTS, AND BE IT FURTHER

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO MAYFIELD GENTRY REALTY ADVISORS AND THE ACCOUNTING DIVISION OF THE RETIREMENT SYSTEMS:

- 1) **THE SYSTEM REMIT TO ITS MASTER ACCOUNT HELD AT NATIONAL CITY BANK THE AMOUNT OF \$143,568.79 FOR PRESERVATION OF INSURANCE POLICIES DUE TO PONTA CASTLE & INGRAM, INC. WITHHOLDING PROPERTY INSURANCE PREMIUMS PAID BY THE SYSTEM**
- 2) **THE SYSTEM REFER PONTA CASTLE & INGRAM, INC. TO THE OAKLAND COUNTY PROSECUTOR'S OFFICE FOR CONSIDERATION OF CRIMINAL CHARGES, FILE A CIVIL COMPLAINT WITH THE STATE INSURANCE COMMISSIONER, AND CONSIDER A CIVIL ACTION AGAINST PONTA CASTLE & INGRAM, INC.**

Yeas – Trustees Best, Collins, Freeman, Milton, Moore, Orzech, Pegg, Scott, Stewart and Chairman Bandemer – 10

Nays – None

**MAYFIELD GENTRY REALTY ADVISORS
AMERICAN EXPRESS CENTER
PHOENIX, ARIZONA**

BY MR. ORZECH – SUPPORTED BY MR. SCOTT

WHEREAS, THE BOARD HAS BEEN REQUESTED TO EXECUTE “SUBORDINATION AGREEMENTS” RELATIVE TO THE AMERICAN EXPRESS CENTER IN PHOENIX, ARIZONA, AND

WHEREAS, THE EXECUTION OF SAID DOCUMENT(S) HAS BEEN RECOMMENDED BY THE BOARD’S REAL ESTATE ADVISOR, MAYFIELD GENTRY REALTY ADVISORS, AND

WHEREAS, THE EXECUTION OF SAID DOCUMENT(S) HAS BEEN REVIEWED AND APPROVED AS TO FORM BY THE BOARD’S GENERAL COUNSEL AND THE EXECUTION OF SAID DOCUMENT(S) IS CONSISTENT WITH PRIOR ACTION OF THE BOARD, THEREFORE BE IT

RESOLVED, THAT SAID DOCUMENT(S) BE EXECUTED BY TWO AUTHORIZED SIGNATORIES ON THE BOARD’S BEHALF, AND BE IT FURTHER

RESOLVED, THAT RETIREMENT SYSTEM ACCOUNTING STAFF RETAIN A COPY OF SAID EXECUTED DOCUMENT(S), AND BE IT FURTHER

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO MAYFIELD GENTRY REALTY ADVISORS AND RETIREMENT SYSTEM ACCOUNTING STAFF:

Yeas – Trustees Best, Collins, Freeman, Milton, Moore, Orzech, Pegg, Scott, Stewart and Chairman Bandemer – 10

Nays – None

COLONNADES WEST HOLDING CORPORATION

BY MR. ORZECH – SUPPORTED BY MR. SCOTT

WHEREAS, THE BOARD HAS BEEN REQUESTED TO EXECUTE A "SUBSCRIPTION AGREEMENT" TO PURCHASE 1000 SHARES OF STOCK IN COLONNADES WEST HOLDING CORPORATION (THE "CORPORATION") FOR THE PAR VALUE PRICE OF ONE DOLLAR (\$1.00) PER SHARE, AND

WHEREAS, THE BOARD HAS BEEN REQUESTED TO EXECUTE AN "APPLICATION FOR A CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN VIRGINIA", AND

WHEREAS, THE EXECUTION OF SAID DOCUMENT(S) HAS BEEN RECOMMENDED BY THE BOARD'S SPECIAL LEGAL COUNSEL, F. LOGAN DAVIDSON, AND

WHEREAS, THE EXECUTION OF SAID DOCUMENT(S) HAS BEEN REVIEWED AND APPROVED AS TO FORM BY THE BOARD'S GENERAL COUNSEL AND THE EXECUTION OF SAID DOCUMENT(S) IS CONSISTENT WITH PRIOR ACTION OF THE BOARD, THEREFORE BE IT

RESOLVED, THAT SAID DOCUMENT(S) BE EXECUTED BY THE APPROPRIATE PARTIES ON BEHALF OF THE BOARD, AND BE IT FURTHER

RESOLVED, THAT RETIREMENT SYSTEM ACCOUNTING STAFF RETAIN A COPY OF SAID EXECUTED DOCUMENT(S), AND BE IT FURTHER

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO MAYFIELD GENTRY REALTY ADVISORS AND RETIREMENT SYSTEM ACCOUNTING STAFF:

Yeas – Trustees Best, Collins, Freeman, Milton, Moore, Orzech, Pegg, Scott, Stewart and Chairman Bandemer – 10

COLONNADES WEST HOLDING CORPORATION

Nays – None

3151 BEHREND DRIVE CORPORATION

BY MR. ORZECH – SUPPORTED BY MR. SCOTT

WHEREAS, THE BOARD HAS BEEN REQUESTED TO EXECUTE A "CONSENT TO EASEMENT AND SUBORDINATION OF MORTGAGE WITH LASALLE BANK NATIONAL ASSOCIATION" AND A "SUBORDINATION AGREEMENT (UTILITY EASEMENT) IN FAVOR OF ARIZONA PUBLIC SERVICE COMPANY OVER THE CORPORATIONS PROPERTY" RELATIVE TO 3151 BEHREND DRIVE CORPORATION, AND

WHEREAS, THE EXECUTION OF SAID DOCUMENT(S) HAS BEEN RECOMMENDED BY THE BOARD'S REAL ESTATE ADVISOR, MAYFIELD GENTRY REALTY ADVISORS, AND THE BOARD'S SPECIAL LEGAL COUNSEL, F. LOGAN DAVIDSON, AND

WHEREAS, THE EXECUTION OF SAID DOCUMENT(S) HAS BEEN REVIEWED AND APPROVED AS TO FORM BY THE BOARD'S GENERAL COUNSEL AND THE EXECUTION OF SAID DOCUMENT(S) IS CONSISTENT WITH PRIOR ACTION OF THE BOARD, THEREFORE BE IT

RESOLVED, THAT SAID DOCUMENT(S) BE EXECUTED BY THE APPROPRIATE CORPORATE OFFICERS ON BEHALF OF THE CORPORATION, AND BE IT FURTHER

RESOLVED, THAT RETIREMENT SYSTEM ACCOUNTING STAFF RETAIN A COPY OF SAID EXECUTED DOCUMENT(S), AND BE IT FURTHER

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO MAYFIELD GENTRY REALTY ADVISORS, F. LOGAN DAVIDSON, AND RETIREMENT SYSTEM ACCOUNTING STAFF:

3151 BEHREND DRIVE CORPORATION

**Yeas – Trustees Best, Collins, Freeman, Milton, Moore, Orzech, Pegg, Scott,
Stewart and Chairman Bandemer – 10**

Nays – None

3202 BEHREND DRIVE CORPORATION

BY MR. ORZECH – SUPPORTED BY MR. SCOTT

WHEREAS, THE BOARD HAS BEEN REQUESTED TO EXECUTE A "CONSENT TO EASEMENT AND SUBORDINATION OF MORTGAGE WITH LASALLE BANK NATIONAL ASSOCIATION" AND A "SUBORDINATION AGREEMENT (UTILITY EASEMENT) IN FAVOR OF ARIZONA PUBLIC SERVICE COMPANY OVER THE CORPORATIONS PROPERTY" RELATIVE TO 3151 BEHREND DRIVE CORPORATION, AND

WHEREAS, THE EXECUTION OF SAID DOCUMENT(S) HAS BEEN RECOMMENDED BY THE BOARD'S REAL ESTATE ADVISOR, MAYFIELD GENTRY REALTY ADVISORS, AND THE BOARD'S SPECIAL LEGAL COUNSEL, F. LOGAN DAVIDSON, AND

WHEREAS, THE EXECUTION OF SAID DOCUMENT(S) HAS BEEN REVIEWED AND APPROVED AS TO FORM BY THE BOARD'S GENERAL COUNSEL AND THE EXECUTION OF SAID DOCUMENT(S) IS CONSISTENT WITH PRIOR ACTION OF THE BOARD, THEREFORE BE IT

RESOLVED, THAT SAID DOCUMENT(S) BE EXECUTED BY THE APPROPRIATE CORPORATE OFFICERS ON BEHALF OF THE CORPORATION, AND BE IT FURTHER

RESOLVED, THAT RETIREMENT SYSTEM ACCOUNTING STAFF RETAIN A COPY OF SAID EXECUTED DOCUMENT(S), AND BE IT FURTHER

3202 BEHREND DRIVE CORPORATION

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO MAYFIELD GENTRY REALTY ADVISORS, F. LOGAN DAVIDSON, AND RETIREMENT SYSTEM ACCOUNTING STAFF:

Yeas – Trustees Best, Collins, Freeman, Milton, Moore, Orzech, Pegg, Scott, Stewart and Chairman Bandemer – 10

Nays – None

PAF/GVC, INC.

BY MR. SCOTT – SUPPORTED BY MR. MOORE

WHEREAS, THE BOARD HAS BEEN REQUESTED TO EXECUTE A “2007 U S CORPORATION INCOME TAX RETURN RELATIVE TO THE AFORESAID TRANSACTION, AND

WHEREAS, THE EXECUTION OF SAID DOCUMENT(S) HAS BEEN RECOMMENDED BY THE BOARD’S SPECIAL LEGAL COUNSEL, F. LOGAN DAVIDSON, AND

WHEREAS, THE EXECUTION OF SAID DOCUMENT(S) HAS BEEN REVIEWED AND APPROVED AS TO FORM BY THE BOARD’S GENERAL COUNSEL AND THE EXECUTION OF SAID DOCUMENT(S) IS CONSISTENT WITH PRIOR ACTION OF THE BOARD, THEREFORE BE IT

RESOLVED, THAT SAID DOCUMENT(S) BE EXECUTED BY THE APPROPRIATE CORPORATE OFFICERS ON THE CORPORATION’S BEHALF, AND BE IT FURTHER

RESOLVED, THAT RETIREMENT SYSTEM ACCOUNTING STAFF RETAIN A COPY OF SAID EXECUTED DOCUMENT(S), AND BE IT FURTHER

PAF/GVC, INC.

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO RETIREMENT SYSTEM ACCOUNTING STAFF:

Yeas – Trustees Best, Collins, Freeman, Milton, Moore, Orzech, Pegg, Scott, Stewart and Chairman Bandemer – 10

Nays – None

SG CAPITAL GROUP

DERRON SANDERS AND JOSH GRIGGS DISCUSSED SG CAPITAL'S MORTGAGE FUND AND THEN EXCUSED THEMSELVES.

**SG CAPITAL GROUP
SG MORTGAGE FUND**

BY MR. BEST – SUPPORTED BY MR. SCOTT

WHEREAS, THE BOARD HAS HEARD A PRESENTATION REQUEST BY SG CAPITAL GROUP THIS DATE, AND

WHEREAS, SG CAPITAL HAS REQUESTED THAT THE BOARD ALLOW UP TO \$1,000,000.00 OF THE \$20,000,000.00 WHICH WAS APPROVED PER BOARD RESOLUTION DATED APRIL 17, 2008 TO BE USED FOR FULLY REFUNDABLE DEPOSITS REGARDING PROSPECTIVE PURCHASES OR OTHER REAL ESTATE TRANSACTIONS, AND

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

SG CAPITAL GROUP
SG MORTGAGE FUND

RESOLVED, THAT THE BOARD APPROVES THE USE OF UP TO \$1,000,000.00 FOR FULLY REFUNDABLE DEPOSITS SUBJECT TO APPROVAL OF BANYAN REALTY ADMORS, SPECIAL LEGAL COUNSEL AND GENERAL COUNSEL, AND BE IT FURTHER

RESOLVED, THAT WIRE TRANSFERS MAY BE MADE CONSISTENT WITH ESTABLISHED BOARD PROCEDURES, AND BE IT FURTHER

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO SG CAPITAL GROUP, BANYAN REALTY ADMORS, SPECIAL LEGAL COUNSEL, AND THE ACCOUNTING DIVISION OF THE RETIREMENT SYSTEMS:

Yeas – Trustees Best, Collins, Freeman, Milton, Moore, Orzech, Pegg, Scott, Stewart and Chairman Bandemer – 10

Nays – None

TRUSTEE BEASLEY ENTERED THE MEETING.

ROTSCHILD

DEIDRE GUICE AND ASSOCIATE PAUL ROUKIS DISCUSSED LARGE-CAP INVESTING.

CHEIRON CAPITAL

DARRIN EATON AND THREE ASSOCIATES DISCUSSED A PRIVATE EQUITY PROPOSAL AND THEN EXCUSED THEMSELVES.

TRUSTEES TRUSTEES BEASLEY, MILTON, SCOTT AND FREEMAN TEMPORARILY EXCUSED THEMSELVES.

ABEL NOSER

ANDREW SCHWARTZ AND ASSOCIATE FRANK SANTORE DISCUSSED FIXED INCOME TRADING AND THEN EXCUSED THEMSELVES.

LEGAL COUNSEL'S REPORTS

LEGAL COUNSEL RONALD ZAJAC DISCUSSED VARIOUS MATTERS WITH THE BOARD, INCLUDING PAF-GVC, CAVAN II (MMA), SIRF TECHNOLOGY HOLDINGS, INC. (HE PROVIDED THE BOARD WITH A COPY OF A JULY 24 2008 COMMUNICATION FROM SPECIAL LEGAL COUNSEL KIRBY, MONERNEY REGARDING SAME), GVC NETWORKS (HE PROVIDED THE BOARD WITH A COPY OF A JULY 29, 2008 COMMUNICATION FROM SPECIAL COUNSEL CONZENS LANSKY REGARDING SAME) AND PITG GAMING.

MMA CAVAN II

BY MR. PEGG – SUPPORTED BY MR. ORZECH

WHEREAS, THE BOARD HAS BEEN REQUESTED TO EXECUTE A "FIRST AMENDMENT TO PARTICIPATION AGREEMENT" AND "ANNEX TO PARTICIPATION AGREEMENT" RELATIVE TO THE AFORESAID TRANSACTION, AND

WHEREAS, THE EXECUTION OF SAID DOCUMENT(S) HAS BEEN REQUESTED BY MMA, AND

WHEREAS, THE EXECUTION OF SAID DOCUMENT(S) HAS BEEN REVIEWED AND APPROVED AS TO FORM BY THE BOARD'S GENERAL COUNSEL AND THE

MMA CAVAN II

EXECUTION OF SAID DOCUMENT(S) IS CONSISTENT WITH PRIOR ACTION OF THE BOARD, THEREFORE BE IT

RESOLVED, THAT SAID DOCUMENT(S) BE EXECUTED BY TWO AUTHORIZED SIGNATORIES ON THE BOARD'S BEHALF, AND BE IT FURTHER

RESOLVED, THAT RETIREMENT SYSTEM ACCOUNTING STAFF RETAIN A COPY OF SAID EXECUTED DOCUMENT(S), AND BE IT FURTHER

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO MMA AND RETIREMENT SYSTEM ACCOUNTING STAFF:

YEAS – TRUSTEES BEST, COLLINS, MOORE, ORZECH, PEGG, STEWART AND CHAIRMAN BANDEMER – 7

NAYS – NONE

TRUSTEE BEASLEY RE-JOINED THE MEETING.

TRUSTEE MILTON RE-JOINED THE MEETING.

TRUSTEE FREEMAN RE-JOINED THE MEETING.

PITG GAMING

BY MR. BEASLEY – SUPPORTED BY MR. STEWART

WHEREAS, the Board has previously approved, subject to a number of conditions, to participate in a pledge agreement in favor of Key Bank with respect to the credit enhancement transaction, and

PITG GAMING

WHEREAS, the Board's understanding was that the conditional agreement regarding the pledge agreement included no loss of securities lending income, and

WHEREAS, the Board has been made aware that the pool of pledged assets would not be part of the securities lending program thus resulting in an estimated loss of 50 bps per year, and

WHEREAS, the Board of Trustees has been requested to consider accepting said loss as an opportunity lost in light of the credit enhancement fees and other profit which will be paid to the Retirement System, and

WHEREAS, legal counsel has requested certain discretion regarding negotiations of proposed interest rates which were contemplated to be applied to the deferred portion of credit enhancement fees and reimbursement for any loss of securities lending revenue to the Retirement System, and

WHEREAS, the Board remains willing to complete the transaction consistent with its prior resolutions including conditions indicated as modified by this resolution, and

WHEREAS, the Board has discussed this matter, therefore be it

RESOLVED, that project sponsor's request for any concessions indicated above are DENIED, and be it further

RESOLVED, that the Board reaffirms all prior actions and conditions subject to the minor adjustments made below, and be it further

PITG GAMING

RESOLVED, that general counsel, special legal counsel, with the assistance of North Point Advisors are authorized to agree to all matters including any interest rates applicable to the securities lending reimbursements and which may be applicable to deferred credit enhancement fees to effectuate the completion of this proposed credit enhancement consistent with all resolutions of the Board of Trustees:

TRUSTEE STEWART TEMPORARILY EXCUSED HIMSELF.

YEAS – TRUSTEES BEASLEY, COLLINS, FREEMAN, MILTON, MOORE, AND
CHAIRMAN BANDEMER – 6

NAYS – TRUSTEES BEST, ORZECH AND PEGG – 3

TRUSTEE STEWART RE-JOINED THE MEETING.

MASON RADIO

JOHN MASON AND FIVE ASSOCIATES DISCUSSED AN INVESTMENT PROPOSAL AND THEN EXCUSED THEMSELVES.

TRUSTEE SCOTT RE-JOINED THE MEETING.

LEGAL COUNSEL'S REPORTS CONTINUED

LEGAL COUNSEL DISCUSSED CARLOS RAMSEY AT LENGTH.

CARLOS RAMSEY

BY MR. ORZECH – SUPPORTED BY MR. STEWART

CARLOS RAMSEY

WHEREAS, REQUESTS HAVE BEEN MADE ON BEHALF OF CARLOS RAMSEY (PER HIS DAUGHTER, COLLETTE R. RAMSEY) FOR DUTY DISABILITY RETIREMENT BENEFITS DUE TO A DUTY-RELATED HEAD INJURY WHICH OCCURRED IN 1974, AND

WHEREAS, THE PENSION FILE OF MR. RAMSEY CANNOT BE LOCATED, AND

WHEREAS, MR. RAMSEY GENERALLY HAS NO STANDING TO APPLY FOR DUTY DISABILITY BENEFITS AT THIS TIME, HOWEVER, THE BOARD IS WILLING TO OBTAIN A REPORT FROM ITS MEDICAL DIRECTOR WITH RESPECT TO WHAT INFORMATION IS AVAILABLE FOR CONSIDERATION BY THE BOARD PRIOR TO MAKING ANY DECISION REGARDING THIS MATTER, THEREFORE BE IT

RESOLVED, THAT NOTWITHSTANDING THE GENERAL RULE THAT MR. RAMSEY HAS NO STANDING TO APPLY FOR DUTY DISABILITY RETIREMENT BENEFITS, THE BOARD WILL RECEIVE AN APPLICATION FOR DUTY DISABILITY RETIREMENT FOR THE LIMITED PURPOSE AT THIS TIME OF REFERRING THE MATTER TO THE BOARD'S MEDICAL DIRECTOR FOR THE PURPOSE OF HAVING THE BENEFIT OF THE MEDICAL DIRECTOR'S REPORT FOR CONSIDERATION BY THE BOARD, AND BE IT FURTHER

RESOLVED, THAT A FILE BE ESTABLISHED WITH ALL AVAILABLE INFORMATION FOR REVIEW BY THE BOARD'S MEDICAL DIRECTOR AND POSSIBLE EXAMINATION OF MR. RAMSEY, AND BE IT FURTHER

RESOLVED, THAT NOTHING IN THIS RESOLUTION IS INTENDED TO SUPPORT THE PETITION FOR DUTY DISABILITY RETIREMENT BENEFITS, BUT IS INTENDED TO OBTAIN MORE INFORMATION FOR POSSIBLE CONSIDERATION BY THE BOARD DUE

TO THE BOARD'S INTEREST REGARDING THIS HEAD INJURY MATTER, AND BE IT FURTHER

CARLOS RAMSEY

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO CARLOS RAMSEY, COLLETER RAMSEY AND THE BOARD'S MEDICAL DIRECTOR

YEAS – TRUSTEES BEASLEY, BEST, COLLINS, FREEMAN, MILTON, MOORE, ORZECH, PEGG, SCOTT, STEWART AND CHAIRMAN BANDEMER – 11

NAYS – NONE

MAYFIELD GENTRY REALTY ADVISORS/PONTA CASTLE & INGRAM, INC.

BY MR. BEASLEY – SUPPORTED BY MR. SCOTT

WHEREAS, THE INSURANCE AGENCY PONTA CASTLE & INGRAM, INC. HAS FAILED TO TIMELY MAKE PAYMENTS/ REFUNDS TO THE RETIREMENT SYSTEM FOR FULLY PAID POLICIES, THEREFORE BE IT

RESOLVED, THAT CHRIS LEGGHO IS SELECTED AS SPECIAL LEGAL COUNSEL TO INITIATE LITIGATION AGAINST PONTA CASTLE & INGRAM, INC AND OWNERS AND/OR APPLICABLE PARTIES TO PROTECT THE INTERESTS OF THE RETIREMENT SYSTEM, AND BE IT FURTHER

RESOLVED, THAT CHRIS LEGGHO, AFTER INVESTIGATING THIS MATTER, REPORT TO THE BOARD ANY OTHER POSSIBLE DEFENDANTS REGARDING THIS MATTER, AND BE IT FURTHER

RESOLVED, THAT LITIGATION BE INITIATED CONSISTENT WITH THE FOREGOING AND SPECIAL LEGAL COUNSEL COORDINATE WITH THE BOARD'S GENERAL COUNSEL REGARDING THIS MATTER, AND BE IT FURTHER

MAYFIELD GENTRY REALTY ADVISORS/PONTA CASTLE & INGRAM, INC.

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO MAYFIELD GENTRY REALTY ADVISORS, CHRIS LEGGIO AND THE ACCOUNTING DIVISION OF THE RETIREMENT SYSTEMS:

YEAS – TRUSTEES BEASLEY, BEST, COLLINS, FREEMAN, MILTON, MOORE, ORZECH, PEGG, SCOTT, STEWART AND CHAIRMAN BANDEMER – 11

NAYS – NONE

BUSINESS AND EDUCATIONAL FUNCTIONS POLICY TRAVEL REGULATIONS

BY MR. ORZECH – SUPPORTED BY MS. FREEMAN

WHEREAS, The Retirement System's Business and Educational Functions Policy Travel Regulations allows for certain reimbursement for per diem costs for meals and miscellaneous matters, and

WHEREAS, When travel to other countries involves non-U S dollar currencies and the Board deems it appropriate to fund values for goods or services equivalent to values in the U S (e.g, if a \$25.00 cab ride in the U S costs 50 euros in Europe, the Retirement System will reimburse the European cost to the traveler), Therefore be it

RESOLVED, That the Board adopts the foregoing amendment to the Board's current policy retroactive to January 1, 2008, and further

RESOLVED, That the Executive Secretary determine/ approve the appropriate amount to be paid consistent with this amendment to the policy, and be it further

BUSINESS AND EDUCATIONAL FUNCTIONS POLICY TRAVEL REGULATIONS

RESOLVED, That a copy of this resolution be attached to the Board's existing BEFPTR policy and incorporated into said policy, and be it further

RESOLVED, That a copy of this resolution be forwarded to the Board's Executive Secretary, Assistant Executive Secretary and the Accounting Division of the Retirement Systems:

YEAS – TRUSTEES BEASLEY, BEST, COLLINS, FREEMAN, MILTON, MOORE, ORZECH, PEGG, SCOTT, STEWART AND CHAIRMAN BANDEMER – 11

NAYS – NONE

ABEL-NOSER

BY MR. ORZECH – SUPPORTED BY MR. BEST

WHEREAS, THE BOARD IS IN RECEIPT OF A PROPOSAL FROM ABEL NOSER WHEREIN ABEL NOSER REQUESTS AN OPPORTUNITY TO EXECUTE FIXED INCOME BROKERAGE SERVICES, AND

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

RESOLVED, THAT THE BOARD ENTER INTO A SUPPLEMENTAL AGREEMENT WITH ABEL NOSER TO EFFECTUATE THE FOREGOING, AND BE IT FURTHER

RESOLVED, THAT THE APPROPRIATE DOCUMENTATION BE EXECUTED SUBJECT TO APPROVAL OF THE BOARD'S GENERAL COUNSEL, AND BE IT FURTHER

RESOLVED, THAT A COPY OF THIS RESOLUTION BE FORWARDED TO ABEL NOSER AND THE ACCOUNTING DIVISION OF THE RETIREMENT SYSTEMS:

ABEL-NOSER

YEAS – TRUSTEES BEASLEY, BEST, COLLINS, FREEMAN, MILTON, MOORE, ORZECH,
PEGG, SCOTT, STEWART AND CHAIRMAN BANDEMER – 11

NAYS – NONE

TRUSTEES BEASLEY AND SCOTT EXCUSED THEMSELVES.

SEGALL, BRYAND & HAMILL

BY MR. MOORE – SUPPORTED BY MR. ORZECH

**RESOLVED, THAT PAUL MITCHELL AND ANY ASSOCIATE(S) OF HIS CHOOSING BE
REQUESTED TO APPEAR BEFORE THE BOARD TO DISCUSS FIXED INCOME
INVESTING:**

YEAS – TRUSTEES BEST, COLLINS, FREEMAN, MILTON, MOORE, ORZECH, PEGG,
STEWART AND CHAIRMAN BANDEMER – 9

NAYS – NONE

COUGHLIN, STOIA, GELLER, RUDMAN & ROBBINS

BY MR. ORZECH – SUPPORTED BY MR. MOORE

**RESOLVED, THAT ASSOCIATES OF COUGHLIN, STOIA, GELLER, RUDMAN AND
ROBBINS BE REQUESTED TO APPEAR BEFORE THE BOARD TO DISCUSS THEIR
SECURITIES FRAUD PORTFOLIO MONITORING PROGRAM:**

YEAS – TRUSTEES BEST, COLLINS, FREEMAN, MILTON, MOORE, ORZECH, PEGG,
STEWART AND CHAIRMAN BANDEMER – 9

COUGHLIN, STOIA, GELLER, RUDMAN & ROBBINS

NAYS – NONE

CONFERENCE(S)

BY MR. MOORE – SUPPORTED BY MR. ORZECH

Resolved, That the Board approve the attendance of all Trustees, the Executive Secretary, the Assistant Executive Secretary, General Counsel and Special Legal Counsel at the below-referenced conference(s), and be it further

Resolved, That the Board approve expenditures for all Trustees, the Executive Secretary, the Assistant Executive Secretary, General Counsel and Special Legal Counsel to attend said conference(s):

**NOPERS' 2008 PUBLIC SAFETY EMPLOYEES' PENSION AND BENEFITS
CONFERENCE**

PALM SPRINGS, CALIFORNIA

OCTOBER 12, 2008 – OCTOBER 15, 2008

**YEAS – TRUSTEES BEST, COLLINS, FREEMAN, MILTON, MOORE, ORZECH, PEGG,
STEWART AND CHAIRMAN BANDEMER – 9**

NAYS – NONE

PUBLIC FORUM/ADJOURNMENT

**AT 2:08 P.M., CHAIRMAN BANDEMER DECLARED THE MEETING IN OPEN FORUM
FOR GENERAL DISCUSSION BY THE PUBLIC ATTENDING THE MEETING.**

PUBLIC FORUM/ADJOURNMENT

**THERE BEING NO FURTHER BUSINESS BEFORE THE BOARD, CHAIRMAN BANDEMER
ADJOURNED THE MEETING AT 2:10 P.M UNTIL THURSDAY, AUGUST 14, 2008 AT
9:00 AM, IN ROOM 910 OF THE COLEMAN A YOUNG MUNICIPAL CENTER,
DETROIT, MICHIGAN 48226.**

RESPECTFULLY SUBMITTED,

**CYNTHIA A. THOMAS
ASSISTANT EXECUTIVE SECRETARY**