

**MINUTES OF THE REGULAR MEETING OF THE
OKLAHOMA POLICE PENSION AND RETIREMENT BOARD**
Board Room
1001 N.W. 63rd Street, Suite 305
Oklahoma City, Oklahoma 73116

OCTOBER 18, 2017

The regular meeting of the Oklahoma Police Pension and Retirement Board was called to order by Chairman W.B. Smith at approximately 10:02 a.m. on Wednesday, October 18, 2017, in the Board Room of the Oklahoma Police Pension and Retirement System.

MEMBERS PRESENT: W.B. Smith, Tony Davenport, Frank Stone, Jim Keesee, Susan Knight, Brandy Manek, Ryan Perkins, Dave Roberts, and Thomas Cooper.

OTHERS: Steven K. Snyder, Executive Director; Darcie Gordon, Administrative Officer; Deric Berousek, Chief Financial Officer; Sean Ruark, Pension Administration Officer; Lauren Holmes, Administrative Assistant; Kim Heaton, Assistant Attorney General; Jason Pulos & Patty Karolczak, Asset Consulting Group; and Jim Marshall, Oklahoma Insurance Department.

MEMBERS ABSENT: Andy McPherson, Chris Cook, and Robert Groseclose

Tim Foley arrived at 10:05am

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HEARING: CASE NO. OPPRB 17-03, APPLICATION FOR DISABILITY BENEFIT IN LINE OF DUTY FOR JEFF THOMPSON, CHECOTAH.

Mr. Jeff Thompson was not present for the hearing and did not have legal counsel present.

Mr. Steven Snyder introduced Exhibits 1-4

- OPPRS Exhibit #1 – Application for Disability Benefit In Line of Duty, dated June 19, 2017
- OPPRS Exhibit #2 – No position letter from the Checotah Police Department (Darren Glover, Chief of Police), dated June 27, 2017
- OPPRS Exhibit #3 – Report from Dr. John Munneke, dated September 26, 2017 (5 pages)
- OPPRS Exhibit #4 - Notice of Hearing, dated October 5, 2017

Motion by Ryan Perkins and second by Jim Keesee to award Mr. Jeff Thompson a 100% impairment rating which equals a 100% disability benefit. Ayes: W.B. Smith, Tony Davenport, Frank Stone, Jim Keesee, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, and Thomas Cooper. Absent: Andy McPherson, Chris Cook, and Robert Groseclose. Motion Carried.

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HEARING: CASE NO. OPPRB 17-04, APPLICATION FOR DISABILITY BENEFIT NOT IN LINE OF DUTY FOR TAMI MANZ, TULSA.

Ms. Tami Manz was not present for the hearing and did not have legal counsel present.

Mr. Steven Snyder introduced Exhibits 1-4

- OPPRS Exhibit #1 – Application for Disability Benefit Not In Line of Duty, dated September 8, 2017

- OPPRS Exhibit #2 – No position letter from the City of Tulsa Disability Review Committee (Erica Felix-Warwick, Personnel Director), dated August 7, 2017
- OPPRS Exhibit #3 – Report from Dr. John Munneke, dated September 28, 2017 (2 pages)
- OPPRS Exhibit #4 - Notice of Hearing, dated October 5, 2017

Motion by Ryan Perkins and second by Jim Keesee to award Ms. Tami Manz a 100% impairment rating which equals 90% of accrued retirement benefit. Ayes: W.B. Smith, Tony Davenport, Frank Stone, Jim Keesee, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, and Thomas Cooper. Absent: Andy McPherson, Chris Cook, and Robert Groseclose. Motion Carried.

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APPROVAL OF MINUTES OF REGULAR BOARD MEETING HELD SEPTEMBER 20, 2017

Motion by Tony Davenport and second by Jim Keesee to approve the minutes of the Regular Board Meeting held September 20, 2017. Ayes: W.B. Smith, Tony Davenport, Frank Stone, Jim Keesee, Brandy Manek, Tim Foley, Dave Roberts, and Thomas Cooper. Abstain: Susan Knight and Ryan Perkins. Absent: Andy McPherson, Chris Cook, and Robert Groseclose. Motion Carried.

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CONSIDERATION AND VOTE, SUBJECT TO BOARD'S EXCEPTION, ON THE FOLLOWING APPLICATIONS

a. Application for Participation:

<u>Name</u>	<u>City</u>
Kyle D. Brassfield	Claremore
Christian R. Blackstock	Clinton
Michael D. Laughlin	Elk City
Dakota W. Hanks	Madill
William C. Rake	Okmulgee
Zachary T. West	Pawhuska
Chance W. Bunch	Perkins
Jacob T. Niblett	Shawnee
Justin M. Nelson	Valley Brook
Timothy Steely	Wetumka

b. Application for Refund of Contributions:

<u>Name</u>	<u>City</u>
Loren A. Nusser	Alva
Emily Koning	Blackwell
Brian White	Chouteau
Michael Riley	Duncan
Johnny Porter	Mannford
Eddie L. Kephart, Jr.	Newcastle
John T. O'Brien	Newkirk
Cody Adkins	Norman
Andy Guiardinu	Oklahoma City
Leah A. Roberts	Oklahoma City

David Sloan	Perkins
Daniel S. Lang	Ringling
Tyler Detring	Sand Springs
Jerry L. Gragg, Jr.	Savanna
Clay Yeubanks	Seminole
Randall T. Bray	Tecumseh
Brandon L. Turner	Tonkawa
Thaddeus M. Grzymala, Jr.	Wetumka
Patrick Gandara	Woodward

c. Application for Participation in the Oklahoma Police Deferred Option Plan Under the Back Drop Provision:

<u>Name</u>	<u>City</u>	<u>DOP Eff. Date</u>	<u>Service Pension Eff. Date</u>
Lennis D. Miller, Jr.	Anadarko	11/01/2012	11/01/2017
Johnny R. Johnson	Ardmore	11/01/2012	11/01/2017
Michael D. Woodruff	Durant	11/01/2012	11/01/2017
Jeff McKee	McAlester	11/01/2012	11/01/2017
Shon D. Elroy	Norman	11/01/2012	11/01/2017
Dennis Stewart	Oklahoma City	11/01/2012	11/01/2017
Robert J. Roseboro	Tulsa	09/01/2016	11/01/2017

d. Application for Vested Benefit:

<u>Name</u>	<u>City</u>	<u>Eff. Date</u>
Jeffrey Gabel	Midwest City	09/22/2025

e. Death Benefit:

<u>Name</u>	<u>City</u>
Lela Chandler, widow of Wilbur Chandler	Guthrie
Jonnie M. Calton, widow of Michael A. Calton	Oklahoma City
Janine L. Davenport, widow of Brian L. Davenport	Oklahoma City
Linda P. Ludwig, Personal Rep. of Earl D. Mullendore	Oklahoma City
Alan Rickman, Personal Rep. of Perry J. Rickman	Okmulgee
Donna P. Morley, Personal Rep. of Marilyn M. Ethridge	Tulsa

f. Continuation of Benefit:

<u>Name</u>	<u>City</u>
Lela Chandler, widow of Wilbur Chandler	Guthrie
Jonnie M. Calton, widow of Michael A. Calton	Oklahoma City
Janine L. Davenport, widow of Brian L. Davenport	Oklahoma City

g. Application for Monies Due the Estate from the System:

<u>Name</u>	<u>City</u>
Alan Rickman, Personal Rep. of Perry J. Rickman	Okmulgee

Donna P. Morley, Personal Rep. of
Marilyn M. Ethridge

Tulsa

h. Termination of Benefit:

<u>Name</u>	<u>City</u>
Earl D. Mullendore	Oklahoma City
Perry J. Rickman	Okmulgee
Marilyn M. Ethridge	Tulsa

Motion by Ryan Perkins and second by Jim Keesee for approval of applications for Police Deferred Option Plan, Participation, Service Pension, Refunds, and Benefits. Ayes: W.B. Smith, Tony Davenport, Frank Stone, Jim Keesee, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, and Thomas Cooper. Absent: Andy McPherson, Chris Cook, and Robert Groseclose. Motion Carried.

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REVIEW OF BOARD REPORTS

The Account #6000, Fund 20000 (operating expenses), report is attached as Exhibit "A"; the Account #8557A, Fund Expenditures (receipts and disbursements), report for September 2017 is attached as Exhibit "B"; the Broker Commission Report is attached as Exhibit "C"; and the report for the Statement of Total Fund is attached as Exhibit "D".

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ASSET CONSULTING GROUP – FINANCIAL CONSULTANT REPORT FOR MONTH ENDED SEPTEMBER 30, 2017 AND DISCUSSION ON REBALANCING PORTFOLIO ASSETS AMONG VARIOUS ASSET STRATEGIES AND MANAGERS. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.

Mr. Jason Pulos & Ms. Patty Karolczak reviewed the ASAP report for the month ended September 30, 2017, a copy of which is attached as Exhibit "E". As of September 30, 2017, the total Fund was approximately \$2,443,294,000.00. The one-year return net of fees for the total Fund is 10.67%.

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DISCUSSION AND POSSIBLE VOTE TO AUTHORIZE PROPOSED LEGISLATION BY THE OKLAHOMA POLICE PENSION AND RETIREMENT SYSTEM RELATING TO IRS TECHNICAL CLEANUP OF STATUTORY LANGUAGE. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.

Mr. Steven Snyder presented the proposed IRS Technical cleanup language, a copy of which is attached as Exhibit "F".

Motion by Ryan Perkins and second by Dave Roberts to approve the proposed IRS technical cleanup language. Ayes: W.B. Smith, Tony Davenport, Frank Stone, Jim Keesee, Susan Knight, Brandy Manek, Ryan Perkins, Tim Foley, Dave Roberts, and Thomas Cooper. Absent: Andy McPherson, Chris Cook, and Robert Groseclose. Motion Carried.

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LITIGATION REPORT – PROPOSED EXECUTIVE SESSION, IF DEEMED NECESSARY BY LEGAL COUNSEL TO DISCUSS; CASE NO. 2:15-CV-01398-SRB, IN RE LIFELOCK, INC. (UNITED STATES DISTRICT COURT, DISTRICT OF ARIZONA), CASE NO. 1:15-CV-00679, IN RE RCS CAPITAL CORP. (UNITED STATES DISTRICT COURT, SOUTHERN DISTRICT OF NEW YORK), CASE NO. 5:12-CV-00195-KKC, IN RE LAYDON VS. MIZUHO BANK, LTD. ET AL. (TIBOR LITIGATION) (UNITED STATES DISTRICT COURT, SOUTHERN DISTRICT OF NEW YORK), CASE NO. 1:15-CV-08149, OKLAHOMA POLICE PENSION AND RETIREMENT SYSTEM VS. BANK OF NOVA SCOTIA ET.AL (UNITED STATES DISTRICT COURT, SOUTHERN DISTRICT OF NEW YORK), CASE NO. 12584-VCG, IN RE STARZ STOCKHOLDER LITIGATION. (COURT OF CHANCERY OF THE STATE OF DELAWARE), CASE NO. 1:17-CV-02169, IN RE TEMPUR SEALY INTERNATIONAL, INC (UNITED STATES DISTRICT COURT, SOUTHERN DISTRICT OF NEW YORK), CASE NO. 1:17-CV-01346-MJW, IN RE JAGGED PEAK ENERGY, INC. (UNITED STATES DISTRICT COURT, STATE OF COLORADO), AND TO DISCUSS OTHER POTENTIAL LITIGATION WITH LEGAL COUNSEL PURSUANT TO 25 O.S. § 307(B)(4) IN THAT DISCLOSURE WILL SERIOUSLY IMPAIR THE ABILITY OF THE BODY TO CONDUCT A PENDING PROCEEDING IN THE PUBLIC INTEREST

Mr. Steven Snyder advised that all cases were Status Quo.

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NEW BUSINESS

No new business.

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BOARD MEMBERS' REPORTS

Mr. Ryan Perkins stated that Sean Ruark presented a Pension 101 class in Tulsa and about 95 people attended it. He stated Sean did an excellent job and they would most likely offer it again next year.

Mr. Tony Davenport mentioned that OPFTEC was good and Sulphur was a great location.

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DISCUSSION OF SEMINARS/CONFERENCES. BOARD TO TAKE APPROPRIATE ACTION AS DEEMED NECESSARY.

Mr. Steven Snyder advised the board of the following conferences:

- o IFEBP Annual Conference– Mandalay Bay, Las Vegas, NV
 - o October 22 – 25, 2017
- o NCPERS Annual Conference & Exhibition– Sheraton New York, New York, NY
 - o May 13-16, 2018
- o IFEBP CAPP (Certificate of Achievement in Public Plan Policy) – Chicago, IL
 - o Pensions Part I – June 12-13, 2018
 - o Pensions Part II – June 14-15, 2018

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DIRECTOR'S REPORT

Mr. Snyder advised that the dinner tonight was at Boulevard Steakhouse and there were maps on the front counter. He mentioned that 2017 Pension books were now available. He also mentioned that ApplicationXtender was up and running and we would be doing away with paper copies of documents.

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The meeting recessed at approximately 10:32am until 1:00pm.

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At approximately 1:00 pm, Chairman W.B. Smith announced the meeting was back in order.

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The representatives of the investment managers listed below made presentations to the Board, which included a brief overview of the presenter and their firm, any relevant changes within their organization, their outlook on the financial marketplace, and how their portfolio is positioned to take advantage of that outlook, etc.:

Mondrian

Steven Starnes
Steven Dutaut

Alliance Bernstein

Aaron Montañó
Chris Marx

ArcLight Capital

Ross Murphy

Loomis Sayles

Hank Lynch

JP Morgan

Michael Edwards
Larry Ostow

A quorum of the Board did attend a reception/dinner, during which business of the System was not discussed. The reception/dinner was held Boulevard Steakhouse, 505 S. Boulevard, Edmond, Oklahoma.

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The meeting was adjourned at approximately 4:00 pm.

Notice of this meeting was filed with the Secretary of State and the agenda for the meeting was posted in compliance with the Open Meeting Act.

RESPECTFULLY SUBMITTED BY DARCIE GORDON, ADMINISTRATIVE OFFICER.