

**WINTER PARK POLICE OFFICERS' RETIREMENT SYSTEM**  
**Quarterly Meeting**  
**February 8, 2007**  
**3:00 P.M.**

MEMBERS: Steve Sciortino, Chairman  
Ron Johnson, Secretary  
Zelle Washburn, Trustee  
Don Jung, Trustee  
Larry Katz, Trustee

ATTENDEES: Kathy Reed – Administrative Assistant  
Andy Carroll – Smith Barney  
Jim Carroll – Smith Barney  
Phil Fazio – Smith Barney  
Grant McMurray – ICC  
Steve Mergler – North Star  
Scott Christiansen – Attorney  
Jeff Templeton – Administrator

Visitor: Capt. Rex Straw

The meeting was called to order at 3:07 P.M. by Chairman Steve Sciortino.

A motion was made by Zelle Washburn and seconded by Don Jung to accept the minutes of the meeting dated November 9, 2006 and the quarterly billing (Oct-Nov-Dec). All were in favor.

Andy Carroll, Smith Barney, spoke to the Board about International Money Managers. He stated that Larry Katz, Jeff Templeton and himself began the search with 21 managers. They had a conference call considering all of the information that they had and were able to narrow the choices down to two. The two companies for consideration are Alliance Bernstein International and Philadelphia International. Some of the information that helped select the two companies the plan was: (1) up years and down years, over the past year, passed 3 years and passed 5 years period.

Ben Stairs, Alliance Bernstein, via conference call at 3:30 P.M., gave the Board information about the company that he represents. He spoke about the company's style of investment and the Fundamental Research that they do in picking their stocks. Their fee is 90 basis points.

Robert Betherude, Philadelphia International, via conference call, gave the Board information about the company he represents. It began January 1, 2002. He shared with the Board the company's philosophy. The company believes in an unhedged and positive company with specific catalysts concentrated in counties that also exhibit strong value characteristic and will consistently outperform the market. Their fee is 40 basis points.

The Board had a discussion with Andy Carroll, Smith Barney about the two International Investment companies. The Carroll Group recommended the Philadelphia International Co.

A motion was made by Larry Katz and seconded by Don Jung to hire Philadelphia International for up to 10% of the total fund, but to start at \$2,000,000 and then move up on a quarterly basis until the total reaches the 10%. Andy Carroll will indicate when the money is to be moved. Scott Christiansen will write the contract. All were in favor.

Andy Carroll, Smith Barney, gave his report. The total is up 5.01 for the quarter, up 6.6% for the year and up 7.42% for the 3 year period.

Grant McMurray, ICC gave his report. The fund was up 5.31% for the quarter, up 12.14% for the year and up 6.92% for the 5-year period.

Steve Mergler, North Star, gave his report. The fund was up 4.80% for the quarter, up .74% for the year and up 6.28% for the 3-year period.

Andy Carroll recommended continuing with ICC for at least another quarter. This will give them an opportunity to turn their numbers around. He also recommended that North Star continue to provide service to the plan.

Larry Katz advised the Board that he had concerns with North Star with a 10% swing difference in the index. He believes that the Board needs to closer look at their performance.

The Board advised Andy Carroll to look at both money managers closely over the next quarter and also giving a complete report. This report will also include manager rankings.

Andy Carroll spoke about soft and hard dollars.

A motion was made by Larry Katz and seconded by Ron Johnson to pay Andy Carroll (consultant) \$20,000.00 per year for his consultant fee. This contract will be provide for full fiduciary responsibility. Payments will be made quarterly. Scott Christiansen will provide a contract.

All were in favor.

A motion was made by Don Jung and seconded by Ron Johnson to have Scott Christiansen do a summary plan. All were in favor,

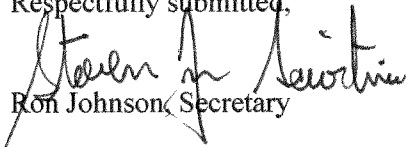
Scott Christiansen, attorney, explained the Proposed Ordinance dealing with a member's death as if it occurs the day after he retires. This would give his beneficiary 100% Survivor Benefit. A motion was made by Steve Sciortino and seconded by Zelle Washburn to have Scott do a Proposed Ordinance to send the City. The Actuary advises that there would be no cost to the city. All were in favor

A motion was made by Steve Sciortino and seconded by Larry Katz to increase the fee for attorneys to \$290.00 and hour. All were in favor.

A motion was made by Steve Sciortino and seconded by Don Jung to have Scott Christiansen prepare a contract for Philadelphia International. All were in favor.

The meeting was adjourned at 5:55 P.M.

Respectfully submitted,

  
Ron Johnson, Secretary