

**TOWN OF GREENWICH, CONNECTICUT
RETIREMENT BOARD**

November 20, 2008 Minutes – Gisborne Conference Room

The regular meeting of the Retirement Board was called to order at 7:30 a.m.

In attendance were:

Members Present: Michael, Pagliaro, Chairman
John Chadwick
David D’Andrea
Mark Kordick
Peter Mynarski

Staff: James Lavin, Retirement Plans Administrator

Other: Larry Simon and Arthur Norton, BET Liaisons
Kristin Reynolds, NEPC
Evan Dowd, Guest
Kevin Coyne, Guest

Chairman Pagliaro noted that a quorum was present.

APPROVAL OF MINUTES

The Board reviewed the October 23, 2008, minutes of the Regular Meeting of the Retirement Board.

Upon a motion by Mr. Kordick, seconded by Mr. D’Andrea, the Board voted 5-0-0 to approve the Minutes for the October 23, 2008, Regular Meeting of the Retirement Board.

ADMINISTRATORS REPORT

Mr. Lavin noted that the Welsh Carson Anderson & Stowe agreement for investment in its Growth Equity Fund XI is nearing completion of its review by the Law Department.

Considerable discussion ensued concerning a report provided to the Board by Mr. Lavin on the miscoding in Munis on certain employees. Mr. Lavin has corrected the errors and taken steps to prevent them from recurring.

Progress was made in a procedure to have the Treasurer invest cash in higher yielding certificates issues by banks previously approved by the Board of Estimate and Taxation.

Mr. Lavin provided the Board with a schedule identifying the Instructional Aides who will receive a retroactive increase in their monthly retirement allowance due to their recent contract settlement.

Upon a motion by Mr. D'Andrea, seconded by Mr. Mynarski, the Board voted 5-0-0 to accept the administrator's report.

Retirees

There were no retirees for November.

Approval of Payments

Reserve Fund

V Pensioners -- November payroll \$ 1,690,998.21

Expense Fund

SV BlackRock	Prof. Svcs. July to Sept. 2008	54,171.00
Corporate Express	Office Supplies	185.85
Gail Sasso	Prof. Svcs. Sept. & Oct. 2008	1,275.00
International Foundation	Membership Dues 2009	347.50
James Lavin Transportation	AIG Client Conf - New York City	31.00
NEPC	Prof. Svcs. July to Sept. 2008	24,713.96
Shipman & Goodwin	Sept. Legal Services	1,120.00
State Street Corp.	Sept. 2008 Custody Svcs	8,887.93
USI Consulting Group	Oct. 2008 Svcs.	650.00
Wachovia Bank	Oct. 2008 Payroll Services	2,981.99
Xerox	Oct. & No. 2008 Copier	72.34
	Expense Fund Total	94,436.57

Payroll

PV Vanesa Francis	10/1 -- 10/31/08	5,303.78
James Lavin	10/1 -- 10/31/08	8,885.51
	Payroll Fund Total	14,189.29

Grand Total \$ 1,799,624.07

Upon a motion by Mr. D'Andrea, seconded by Mr. Mynarski, the Board voted 5-0-0 to approve the payments and refunds as submitted.

Military Service

None.

INVESTMENT PERFORMANCE AND LIQUIDITY REPORT

Ms. Reynolds presented the October 31, 2008, Flash Report and also provided a market update as of November 14, 2008. Through October the fund composite is down 22.5% year to date. Other public funds reviewed are down anywhere from 20% to 30% as well. The situation is similar to the period of 2001-2002.

Market volatility is high and active managers have a difficult time in this type of environment. Buckhead Capital lost 21.1% in October, which is slightly more than its benchmark of 20.0%, while Artio Global Management lost 19.0% in October, which is slightly better than its benchmark of 20.2%. People are holding back on investments due to economic uncertainty and volatile markets.

The Board questioned both BlackRock and Loomis Sayles's performance and placed them on its watch list. Their strategies don't seem to be working, and Mr. Chadwick noted that BlackRock never seemed to understand the shift in corporate bonds to government bonds. Moreover, the dollar's increasing strength will hurt Loomis Sayles's returns. Ms. Reynolds noted that the markets are acting in a non-rational manner. The Board discussed how to address its exposure to BlackRock and Loomis Sayles. It decided to take funds from BlackRock for an investment in Wellington, and to reduce exposure in Loomis Sayles by immediately selling interest in it.

Upon a motion from Mr. Chadwick, seconded by Mr. D'Andrea, the Board voted 5-0-0 to liquidate \$1.6 million from Loomis Sayles and to deposit this amount in the STIF with State Street Bank.

OLD BUSINESS

The draft updated plan document was briefly discussed. Board comments have been forwarded to the researcher preparing the document and the committee is set to meet one last time on November 21, 2008 to finalize it for the for the Board's final review.

The Welsh Carson Anderson & Stowe contract is nearing completion and the Wellington Opportunistic Fixed Credit contract documents have been forwarded to the Law Department for review.

NEW BUSINESS

Mr. Lavin asked for guidance from the Board on budget preparation for FY 09-10. He was advised that fees could be lowered due to lower market return expectations, and also the continued indexing of funds rather than the use of active management.

Two proposals on software updates for the Retirement Department from Tyler Technologies and EFI Actuaries were provided for the Board's information. Mr. Lavin noted more information was being sought and he would report back to the Board in December.

EXECUTIVE SESSION

The Board voted unanimously to go into executive session to discuss one application for an accidental disability retirement at 8:25 a.m.

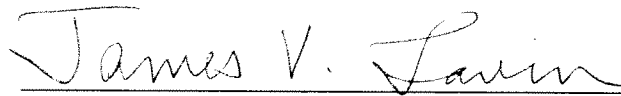
The Board voted unanimously to come out of executive session at 8:35 a.m.

No action was taken.

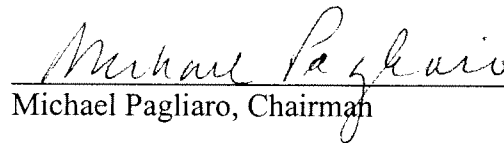
ADJOURNMENT

The motion to adjourn was made, seconded and carried unanimously at 8:37 a.m.

Respectfully Submitted,



James V. Lavin, Acting Secretary to the Board



Michael Pagliaro, Chairman