WILLIAM P. HANES CONSULTING, INC.
P.O. BOX 2112
PALM BEACH, FL. 33480

TOWN OF PALM BEACH FIREFIGHTERS RETIREMENT SYSTEM BOARD OF TRUSTEES
Meeting of May 15, 2008

In Attendance:

TRUSTEES	OTHERS
Richard Krock, Chairman	J. Scott Baur & Margie Adcock; PRC
Michael Hays, Vice Chair	Bonni Jensen; Hanson Perry & Jensen
Keith Elliot	Sean Higman; Prime Buchholz
Carol Simmons-Rathborne	William P. Hanes, Pension Administrator
Jason French	Deborah Diaz and Walter Maxwell; Rampell
	Clement Johns & Elisabeth Capota; Goldstein Schechter Koch
	Brad Armstrong, GRS

Item I Call to Order

Mr. Krock called the meeting to order at 9:05 AM.

Item II Approval of Agenda

The Trustees reviewed the Agenda.

Item III Public Comments

There were no public comments.

Non-agenda item. Actuarial Report (cont'd from May 14th meeting)

Mr. Jon Clement responded to the inquiries of the Board.

Mr. Armstrong and the auditors did not agree on the share account balances at the first draft audit report.

Ms. Diaz stated that the individual accounts had not been reconciled for some 12 months and should be addressed immediately. She suggested she and Mr. Armstrong work together to update the accounts. She also would review the December 31st balance and rebalance if needed.

Mr. Armstrong agreed with Ms. Diaz and stated that the balances should be done by June 15th or every effort would be made to explain to Mr. Hanes.

______________________ ______________________

Ms. Jensen said that she would look into the possibilities of setting up a Sec. 457 fund invested along with the 401(a) funds and report back to the Board at the August Board meeting.

Item IV Asset Allocation - Prime Buchholz

Mr. Prime stated the firm's recommendation for 3A and 3B. A discussion followed. Mr. Elliot moves that the Board adopt Model 3A. Mr. Krock seconded the motion. All approved the motion.

Mr. Prime and Mr. Higman presented recommendations and each were discussed

Mr. Elliot requested an analysis of the smallest contributions attributed to the reinvestment of dividends going back as far as possible. Mr. Prime stated that they would do the analysis.

The motion to terminate Legg Mason and Pine Grove was made by Chairman Krock and seconded by Ms. Rathborne, and unanimously carried.

Mr. Hays made the motion to terminate Cooke and Bieler and add SSgA mid-cap index at 5% of assets. Mr. French seconded the motion and it was unanimously carried.

The motion was made by Mr. Hays and seconded by Mr. French that CRM be hired for the small to mid-cap component (depending on accessibility) for 5% of the portfolio. The motion was unanimously carried.

The motion was made by Mr. Elliot and seconded by Mr. French to invest in Archstone Market Neutral Fund in aggregate resulting in the combination of Forester, Archstone Partner Offshore and Archstone Market Neutral Fund resulting in 15% in long/short and 15% in absolute strategies. The motion was unanimously carried.

The motion was made by Mr. Hays and seconded by Ms. Rathborne to invest in Investment Research and Management to manage TIPS for 2.5% of the fund. The motion was unanimously approved.

The motion was made by Mr. Hays and seconded by Ms. Rathborne to invest in the T. Rowe Price New Era fund for 2.5% of the fund. The motion was unanimously approved.

Mr. Prime stated that the timing for these changes are not critical because this is not a performance issue, and we still have the exposure, and so timing is not really the issue.

Item V **Adjournment**

Ms. Rathborne made the motion to adjourn and it was seconded by Mr. French. The motion was unanimously approved.

The next meeting will be August 13, 2008 at the Town Council Chambers.

Submitted by:

William P. Hanes, Pension Administrator

8/13/08
Date:

Mike Hays, Secretary

8/13/08
Date: