

**FRESNO COUNTY EMPLOYEES' RETIREMENT ASSOCIATION  
COMPLIANCE EVALUATION REPORT  
3<sup>rd</sup> QUARTER 2009**

**TABLE OF CONTENTS**

**SECTION**

- I - Executive Summary**
- II - Worksheet Summary**
- III - Private and Public Managers'  
Compliance Representations**
- IV - Compliance Worksheet**

999 Third Avenue, Suite 4200  
Seattle, Washington 98104  
206.622.3700

2321 Rosecrans Avenue, Suite 2250  
El Segundo, California 90245  
310.297.1777

## **Executive Summary**

### **3<sup>rd</sup> Quarter 2009**

This report covers Wurts & Associates' evaluation of the investments within the portfolios relative to the Fresno County Employees' Retirement Association's (Association) Investment Policy and Guidelines (Guidelines). It contains a compliance worksheet summary of the investments evaluated, the private and public managers' representations regarding compliance, and a detailed compliance worksheet specifying the scope of each evaluation.

The Association's portfolio is comprised of both commingled vehicles and separate accounts. All of the separate account managers employed by the Association have specific language within the Guidelines for Wurts & Associates to evaluate. Please refer to Exhibit A which is a table summarizing the managers employed by the Association, the type of investment vehicle used by each, the general asset class of the investment, and whether or not the Guidelines contain specific language.

Investments made by managers using a commingled vehicle are typically governed by a partnership agreement or prospectus. The reason for this is that since commingled investment vehicles are designed to accommodate many different investors, only one common document may govern the investment strategy.

#### **Public Market Managers**

All managers employed by the Association that manage publicly traded securities have specific language in the Guidelines. Wurts & Associates has evaluated each manager's compliance relative to these guidelines and they are contained in this report. Grantham, Mayo, Van Otterloo & Company (GMO), Mondrian Investment Partners Limited, Standish Mellon, and State Street Global Advisors are employed through the usage of a commingled fund. The investment policies of these managers shall be governed by their prospectuses.

#### **Private Market Managers**

Private Market Investment Managers are given full discretion within the scope of their assigned segment, governed by their Limited Partnership Agreements. All private equity managers employed by the Association are made through commingled vehicles and none of them has specific language in the Guidelines to evaluate. All have warranted that they have complied with the appropriate governing authority over their investment strategy. Wurts & Associates is unable to verify this compliance.

#### **Real Estate Managers**

The Real Estate Investment Managers employed are given full discretion within the scope of the relevant language that governs the investment strategy. None of them has specific language in the Guidelines to evaluate. All have warranted that they have complied with the appropriate governing authority over their investment strategy. Wurts & Associates is unable to verify this compliance.

## Summary of Findings

Of the managers employed by the Association that have specific guidelines, Wurts & Associates has determined the following:

<b>Manager</b>	<b>In Compliance</b>	<b>Out of Compliance</b>
Aronson + Johnson + Ortiz	✓	
Brandywine Asset Management	✓	
Kalmar Investments Inc.	✓	
Wellington Capital Management	✓	
Enhanced Investment Technologies (INTECH)	✓	
State Street Global Advisors	✓	
Mondrian Investment Partners Limited	✓	
Oechsle International	✓	
Franklin Templeton (International)	✓	
BlackRock, Inc.	✓	
Western Asset Management Company	✓	
Loomis Sayles	✓	
Loomis Sayles Opportunistic	✓	
Standish Mellon Opportunistic	✓	
Grantham, Mayo & van Otterloo	✓	

We are pleased to report this quarter that there were no material breaches of any consequence by any of the managers we audit.



Jeffrey MacLean  
President & Chief Operating Officer

### Disclaimer

Wurts & Associates, Inc. has exercised all reasonable professional care in the evaluation of the each investment manager's compliance to the Investment Policy and Guidelines of the Fresno County Employees' Retirement Association as of December 31, 2003. This report is provided to the Board of Trustees in conjunction with our responsibilities under the investment consulting agreement. Our professionals necessarily relied on data provided by third parties (e.g., Bloomberg, Advent, custodian banks) to perform our evaluation. Wurts & Associates makes no claims as to the accuracy of the data used in this evaluation and shall not be held liable for damages caused by errors or omissions in content, except to the extent arising from our sole gross negligence.

## Exhibit A

Investment Manager	Investment Vehicle	General Asset Class	Enforcable Guidelines
Aronson + Johnston + Ortiz	Separate Account	Public Market (Equity)	Yes
Brandywine Asset Management	Separate Account	Public Market (Equity)	Yes
Kalmar Investments Inc.	Separate Account	Public Market (Equity)	Yes
Wellington Capital Management	Separate Account	Public Market (Equity)	Yes
Enhanced Investment Technologies (INTECH)	Separate Account	Public Market (Equity)	Yes
State Street Global Advisors	Commingled Fund	Public Market (Equity)	No
Mondrian Investment Partners Limited	Commingled Fund	Public Market (Equity)	No
Oechsle International	Separate Account	Public Market (Equity)	Yes
Franklin Templeton (International)	Separate Account	Public Market (Equity)	Yes
BlackRock, Inc.	Separate Account	Public Market (Fixed Income)	Yes
Standish Mellon	Commingled Fund	Public Market (Equity)	No
Loomis Sayles	Separate Account	Public Market (Fixed Income)	Yes
Loomis Sayles Opportunistic	Separate Account	Public Market (Fixed Income)	Yes
Western Asset Management Company	Separate Account	Public Market (Fixed Income)	Yes
Grantham, Mayo, Van Otterloo & Co	Commingled Fund	Public Market (Fixed Income)	No
PIMCO	Commingled Fund	TALF (Fixed Income)	No
Metropolitan West	Commingled Fund	TALF (Fixed Income)	No
Heitman / JMB Real Estate III, IV & V	Commingled Fund	Real Estate	No
Heitman / JMB Group Trust V	Commingled Fund	Real Estate	No
Sentinel Real Estate Corp.	Commingled Fund	Real Estate	No
TA Associates II, IV, & V	Commingled Fund	Real Estate	No
BCI Fund V	Commingled Fund	Private Market	No
The Blackstone Group (Private Equity)	Commingled Fund	Private Market	No
Blackstone Alternative Asset Management (Hedge Fund of Funds)	Commingled Fund	Private Market	No
DT Capital Partners	Commingled Fund	Private Market	No
Landmark	Commingled Fund	Private Market	No
Lonestar	Commingled Fund	Private Market	No
New Mountain	Commingled Fund	Private Market	No
TCW Fund III & IV	Commingled Fund	Private Market	No
Warburg Fund & Warburg Fund VIII	Commingled Fund	Private Market	No
Hamilton Lane	Commingled Fund	Private Market	No
JER Fund I & II	Commingled Fund	Real Estate	No
INVESCO	Commingled Fund	Real Estate	No

Client: **Fresno County Employees Retirement Association**

Analysis Date: **September 30, 2009**

Asset Class: Domestic Equity

Manager	Style	Market Cap Weighting	Diversification: at Market	Commercial Paper Rating	Weighted Avg Market Cap	Allowable Securities
Aronson + Johnson + Ortiz	M/LV					
Brandywine Asset Mgmt.	SV					
Kalmar Investments Inc.	SG					
Wellington Management Co.	LV					
Enhanced Investment Technologies (INTECH)	LG					
State Street Global Advisors	LG(p)					

Asset Class: International Equity

Manager		Market Cap Weighting	Diversification: at Market	Commercial Paper Rating	Weighted Avg Market Cap	Allowable Securities
Oechsle International	INT					
Franklin Templeton Cos.	INT					
Mondrian Investment Partners Limited	INT					

Asset Class: Domestic Fixed Income

Manager		Bond Quality	Diversification: at Market	Duration	Commercial Paper Rating	Derivatives Restricted	Prohibited Securities
BlackRock, Inc.	CP						
Loomis, Sayles & Co.	CP						
Western Asset Management Company	CP						
Loomis Sayles & Co. Opportunistic	CPP						
Standish Mellon	CPP						
Grantham, Mayo, Van Otterloo & Co.	GB						

**Legend**

- No Violation - In Compliance with Policy Guidelines
- Potential Violation - Currently Being Researched
- Confirmed Violation - Out of Compliance with Policy Guidelines
- Not Applicable



Brandywine Global Investment Management, LLC  
2929 Arch Street, 8th Floor / Philadelphia, PA 19104  
800 348 2499 / 215 609 3500 / [brandywineglobal.com](http://brandywineglobal.com)

November 23, 2009

Mr. Tony Ferrara  
Wurts & Associates  
2321 Rosecrans, Suite 2250  
El Segundo, CA 90245

Dear Mr. Ferrara:

Please accept this letter as a confirmation that Brandywine Global Investment Management LLC is in compliance with the attached guidelines and mandates for Fresno County Employees' Retirement Association with an effective date as of August 2003 from the period beginning 7/1/2009 and ending 9/24/2009 (termination date).

Sincerely,

A handwritten signature in black ink, appearing to read "JFella", is written over a light blue horizontal line.

Jonathan Fella  
Manager  
Portfolio Compliance

Enclosure

cc: Roberto Pena, FCERA

**Guidelines & Objectives**  
**Diversified Small Cap Value Equity**

<b>Investment Style</b>	U.S. Small Cap Value Equity
<b>Investment Objective</b>	To out-perform the investment benchmark over a 3-5 year period, while maintaining a portfolio with consistent small cap value characteristics.
<b>Investment Benchmark</b>	Russell 2000 Value Index
<b>Investment Guidelines</b>	<p><b>The portfolio will generally:</b></p> <ul style="list-style-type: none"> <li>❖ Invest in U.S. small cap and micro cap companies with value characteristics such as low price-to-earnings or low price-to-book ratios.</li> <li>❖ Maintain a widely diversified portfolio of small and micro cap holdings.</li> <li>❖ Maintain cash at no more than 5%, with up to 10% transitional cash. Exchange traded funds (ETFs) may be used to equitize cash positions in the portfolio, particularly during portfolio contributions and withdrawals.</li> <li>❖ Limit investment in any single: <ul style="list-style-type: none"> <li>○ Company to 2% of the portfolio at purchase;</li> <li>○ Industry to 20% of the portfolio at purchase; and</li> <li>○ Sector to 35% of the portfolio at purchase.</li> </ul> </li> <li>❖ Not purchase: <ul style="list-style-type: none"> <li>○ ADR's;</li> <li>○ Non-U.S. companies unless included in the Russell 3000;</li> <li>○ Rule 144A securities; or</li> <li>○ Derivatives to leverage the portfolio.</li> </ul> </li> <li>❖ Not engage in short sales</li> </ul>



LOOMIS | SAYLES

**Fresno County Employees Retirement System - MSFD  
Investment Holdings and Transaction Certification  
September 30, 2009**

This is to certify that as of September 30, 2009, the investment portfolio managed on behalf of the Fresno County Employees Retirement System - MSFD was in compliance with the *Fresno County Employees Retirement System – MSFD Investment Policy* with the following exceptions:

NONE

\_\_\_\_\_  
Loomis, Sayles & Company, L.P.

11-23-09

\_\_\_\_\_  
Date

*Mary Ellen Logee*  
*Vice President, Portfolio Compliance Manager*

\_\_\_\_\_  
Loomis, Sayles & Company, L.P.

11-23-09

\_\_\_\_\_  
Date

*Matthew Eagan*  
*Vice President, Portfolio Manager*

One Financial Center  
Boston, MA 02111  
617.482.2450

[www.loomissayles.com](http://www.loomissayles.com)





October 14, 2009

Mr. Tony Ferrara  
Senior Consulting Associate  
Wurts & Associates, Inc.  
999 3<sup>rd</sup> Avenue, Suite 4200  
Seattle, Washington 98104-4021

***Re: Fresno CERA***

Dear Mr. Ferrara:

This letter is to certify that, to the best of our knowledge, the investment portfolio managed on behalf of the Fresno County Employees' Retirement Association was in compliance with stated investment objectives, policies and guidelines during the third quarter of 2009.

Please contact me at (626) 817-5105 should you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Andrew Kang".

Andrew Kang  
Compliance Officer



LOOMIS | SAYLES

**Fresno County Employees Retirement Association  
Investment Holdings and Transaction Certification  
September 30, 2009**

This is to certify that the investment portfolio managed on behalf of the Fresno County Employees Retirement Association September 30, 2009, was in compliance with the *Fresno County Employees Retirement Association Investment Policy* with the following exceptions:

NONE

Mary Ellen Logee 10/3/09  
Loomis, Sayles & Company, L.P. Date

*Mary Ellen Logee*  
*Vice President, Portfolio Compliance Manager*

Peter W. Palfrey 10/5/09  
Loomis, Sayles & Company, L.P. Date

*Peter W. Palfrey*  
*Vice President, Portfolio Manager*

One Financial Center  
Boston, MA 02111  
617.482.2450

[www.loomissayles.com](http://www.loomissayles.com)

October 27, 2009

Mr. Anthony Ferrara  
Wurts & Associates  
2321 Rosecrans, Suite 2250  
El Segundo, CA 90245

Dear Mr. Ferrara:

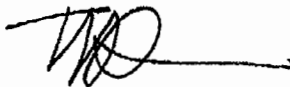
The TIPS Index Fund, S&P 500 Flagship Fund and the Russell 1000 Growth Securities Lending Fund, in which Fresno County Employees' Retirement Association invests, are in compliance with the fund guidelines and restrictions outlined in its Fund Declaration as of September 30, 2009.

Should you have any questions or require additional information, please feel free to contact Daniel Pinheiro directly at (617) 664-1079 or Neil Tremblay of Relationship Management at (415) 836-9854.

Sincerely,



Daniel Pinheiro  
Compliance Analyst  
SSGA Compliance



Thomas Phan  
Assistant Vice President and Compliance Officer  
SSGA Compliance

cc: Neil Tremblay, SSgA  
Roberto Pena, FCERA




TEMPLETON INVESTMENT COUNSEL, LLC

500 East Broward Boulevard/Suite 2100  
Fort Lauderdale, Florida 33394-3091  
Telephone 954-527-7500

---

DATE: October 1, 2009

TO: The Board of Trustees of the Fresno County Employees Retirement Association

FROM: Jennifer Sator   
Supervisor, Global Investment Adviser Compliance

RE: Account #325 – Fresno County Employees' Retirement Association  
Compliance Certification

We have reviewed the investment guidelines and restrictions for Fresno County Employees' Retirement Association. In our opinion, for the quarter-ended September 30, 2009, the account is in compliance in all material respects with the investment restrictions set forth in the Investment Policy Guidelines dated July 30, 2004.



OECHSLE  
INTERNATIONAL  
ADVISORS, LLC

Tony Ferrara  
Wurts & Associates  
999 Third Avenue  
Seattle WA, 98104

October 7, 2009

Re: Compliance with Investment Guidelines for Fresno County

This statement is to confirm that the assets invested by Oechsle International Advisors, LLC ("Oechsle") were managed in accordance with the Account's Investment Guidelines for the third quarter July 1, 2009 through September 30, 2009.

Oechsle agrees and acknowledges that the Account will continue to be managed according to the Investment Guidelines. If you have any questions, please do not hesitate to contact me at 617-330-8979.

Chris Gelinas  
Director of Compliance

ARONSON + JOHNSON + ORTIZ

230 SOUTH BROAD STREET  
TWENTIETH FLOOR  
PHILADELPHIA, PA 19102

215/546-7500  
215/546-7506 FAX  
ajopartners.com

October 14, 2009



Mr. Tony Ferrara  
Wurts & Associates Inc.  
2321 Rosecrans Avenue  
Suite 2250  
El Segundo, California 90245

Re: FRESNO COMPLIANCE

Dear Tony:

We're pleased to certify:

The portfolio managed for the Fresno County Employees' Retirement Association remained in compliance with all investment guidelines from July 1, 2009, to September 30, 2009.

We welcome your questions.

Sincerely,

A handwritten signature in black ink, appearing to read 'J. Dietrick', with a long horizontal flourish extending to the left.

Joseph F. Dietrick  
dietrick@ajopartners.com

srr (FX)

cc: Roberto L. Peña



*Math is Power*

**Patricia Flynn**  
Vice President &  
Chief Compliance Officer

October 13, 2009

Mr. Anthony Ferrara  
Wurts & Associates, Inc.  
2321 Rosecrans Avenue  
Suite 2250  
El Segundo, CA 90245  
*Via e-mail: aferrara@wurts.com*

Re: Fresno County Employees' Retirement Association (I0240LG.240) ("Portfolio")

Dear Mr. Ferrara:

The purpose of this correspondence is to certify that for the period July 1, 2009 through September 30, 2009, INTECH has complied with the Portfolio's Separate Account Large Capitalization Growth Equity Assignment as amended.

Sincerely,

Patricia Flynn  
Vice President &  
Chief Compliance Officer

cc: Roberto Pena, Retirement Administrator (*via e-mail: rpena@co.fresno.ca.us*)

Fresno County Employees' Retirement Association  
Certification of Compliance Statement  
Third Quarter, 2009

---

This statement is to verify that to the best of our knowledge and based upon Wellington Management's systems, all transactions and positions in Fresno County Employees' Retirement Association's Research Value portfolio for the period of July 1, 2009 – September 30, 2009, have been reviewed and are in compliance with the investment management agreement and Wellington Management's internal policies.

*Sue Bonfeld*

---

Sue Bonfeld  
Vice President  
Wellington Management

09/30/2009

Date





Grantham, Mayo, Van Otterloo & Co. LLC  
40 Rowes Wharf | Boston, MA 02110  
T: (617) 330-7500 | F: (617) 261-0134 | www.gmo.com

October 8, 2009

Mr. Anthony Ferrara  
Wurts & Associates  
2321 Rosecrans, Suite 2250  
El Segundo, California 90245

Re: **Compliance Certification for the Fresno County Employees Retirement Association's (the "Fund's") Investment in GMO Global Bond Fund, a Series of GMO Trust**

Dear Mr. Ferrara:

On behalf of Grantham, Mayo, Van Otterloo & Co. LLC ("GMO"), I hereby certify that during the review period of July 1, 2009 through September 30, 2009 the GMO Global Bond Fund was in compliance with the investment restrictions set forth in the GMO Trust Prospectus dated June 30, 2009 and the Statement of Additional Information.

Please do not hesitate to contact me at 617-790-5049 if you have any questions.

Sincerely,

Mark A. Mitchelson  
Compliance Specialist

cc: Roberto Pena, FCERA



**Fresno County Employees Retirement Association  
Investment Guidelines Certification Statement**

**Certification of Investment Manager**

To the best of our knowledge, the undersigned investment manager certifies that its investment decisions have stayed within the restrictions outlined in accordance with the provisions of the Board's Investments Policy Statement and Investment Guidelines agreed upon on May 27, 2004.

Signature: Nancy Romito

By: Nancy Romito

Title: Client Services Director

Firm: Kalmar Investments Inc.

Date: October 21, 2009

Reporting Period: Third Quarter 2009

# BLACKROCK

October 24, 2009

## COMPLIANCE CERTIFICATION

BlackRock performs compliance checks daily on the Fresno County Employees' Retirement Association, FCERA ("Client") account and, if necessary, BlackRock rebalances or otherwise takes such action for the account to ensure compliance with the relevant investment policies and guidelines applicable to the account that have been previously communicated to us and are currently in effect for the account ("Guidelines"). Therefore, and on that basis, for the period from July 1, 2009 to September 30, 2009, the Client's account has been in compliance, in all material respects, with its Guidelines, with the following exceptions:

During the period, the portfolio held the following downgraded securities that were below the minimum allowable ratings constraint:

CUSIP	Description	Ratings (M/S/F)	Status
12544MAA7	CWHL_07-16	NR/CCC/CCC	Still Outstanding
23245GAA9	CWALT_06-OC9	B3/CCC/NR	Still Outstanding
413627BC3	HARRAHS OPERATING CO INC	NR/CCC-/NR	Still Outstanding
882330AG8	TEXAS COMPETITIVE ELECTRIC HOLDING	Caa2/CC/B	Still Outstanding
22942MAC0	CSMC_06-8	NR/D/D	Still Outstanding
524908XA3	LEHMAN BROTHERS HOLDINGS CAPITAL	NR/ NR/ NR	Still Outstanding
5249087M6	LEHMAN BROTHERS HOLDINGS INC	NR/ NR/ NR	Still Outstanding
524908R36	LEHMAN BROTHERS HOLDINGS INC	NR/ NR/ NR	Still Outstanding
46630RAB7	JPMMT_07-S1	NR/CCC/CC	Still Outstanding
46628YBB5	JPMMT_06-S2	B3/NR/CCC	Still Outstanding
45661SAD5	INDA_06-AR2 4A1	NR/CCC/C	Still Outstanding
17313MAA5	CMALT_07-A8 A1	NR/CCC/CC	Still Outstanding
933634AJ6	WAMU_07-HY3 4A1	NR/BB/B	Still Outstanding
46624 7E74	JPMMT_06-A1 2A2	NR/BBB-/BB	Still Outstanding
41162GAA0	HVMLT_06-11 A1A	Caa1/B-/NR	Still Outstanding
41161XAC0	HVMLT_06-9 2A1A	B3/B-/NR	Still Outstanding
362375AA5	GSAA_06-5 2A1	Baa1/B-/NR	Still Outstanding
126694M96	CWHL_06-OA5 2A1	Caa1/BB/NR	Still Outstanding
25150QAA5	DBALT_06-OA1 A1	Ba3/BBB-/NR	Still Outstanding
23245QAA7	CWALT_06-OA21 A1	B3/B-/NR	Still Outstanding
02146QAA1	CWALT_06-OA10 1A1	Caa1/B-/NR	Still Outstanding
362631AB9	GSR_06-OA1 2A1	Baa1/A-/NR	Still Outstanding
008684AA0	AHMA_06-6 A1A	Caa1/B-/NR	Still Outstanding

61755BAC8	MSC_07-HQ12 A2	NR/BBB/AAA	Still Outstanding
50180JAD7	LBUBS_07-C2 A3	NR/A+/AAA	Still Outstanding
93364CAA6	WAMU_07-OA4 1A	B2/B-/NR	Still Outstanding

BlackRock will provide periodic updates on their rating status. These securities were within the ratings constraint at time of purchase.

BLACKROCK

By: \_\_\_\_\_



Andrew Novak  
Managing Director

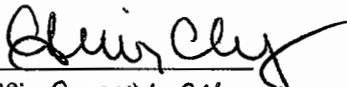
**Mondrian Emerging Markets Equity Fund, L.P. (the "Fund")**

**Certification of Compliance with Investment Strategy**

**for the period from July 1, 2009 to September 30, 2009**

The Fund has been in compliance with its Investment Strategy, as fully set forth in the Confidential Information Memorandum of the Fund, during the period described above. Each item of the Investment Strategy is described in the Appendix and initialed as being in compliance.

Mondrian Investment Partners Limited  
(as Investment Manager to the Fund)

By:   
Name: GINNY CHONG  
Title: SENIOR PORTFOLIO MANAGER  
Date: OCT. 8, 2009

## Mondrian Emerging Markets Equity Fund, L.P.

Investment Strategy Detail	Initial
<p><u>Securities, Approach and Markets</u></p> <p>The Fund pursues its investment objective primarily by investing in equity securities of emerging market companies, as described below, that, in the Investment Manager's opinion, are undervalued at the time of purchase based on fundamental value analysis employed by the Investment Manager. Equity securities in which the Fund may invest include, but are not limited to, common stocks, preferred stocks, convertible securities, index related securities, certain non-traditional equity securities and warrants. The Fund may purchase securities of non-U.S. issuers directly or indirectly in the form of American, European or Global depository receipts or other securities representing underlying shares of non-U.S. issuers. The Fund may also purchase other investment funds, including, but not limited to registered funds, unregistered funds and REIT's. Under normal circumstances, the Fund invests at least 80% of its assets in investments of emerging market issuers.</p> <p>The Investment Manager's approach in selecting investments for the Fund is primarily oriented to individual stock selection and is value driven. In selecting stocks for the Fund, the Investment Manager identifies those stocks that it believes will provide capital appreciation over a market cycle, taking into consideration movements in the price of the individual security and the impact of currency fluctuation on a United States domiciled, dollar-based investor. The Investment Manager conducts fundamental research on a global basis in order to identify securities that, in the Investment Manager's opinion, have the potential for long-term capital appreciation. This research effort generally centers on a value-oriented dividend discount methodology with respect to individual securities and market analysis that isolates value across country boundaries. The approach focuses on future anticipated dividends and discounts the value of those dividends back to what they would be worth if they were being received today. In addition, the analysis typically includes a comparison of the values and current market prices of different possible investments. The Investment Manager's general management strategy emphasizes long-term holding of securities, although securities may be sold in the Investment Manager's discretion without regard to the length of time they have been held.</p>	GYC
<p><u>Emerging Markets Company</u></p> <p>The Fund considers an emerging country to be any country that is included in the International Finance Corporation Free Index or the Morgan Stanley Capital International Emerging Markets Index. In addition, any country which is generally recognized to be an emerging or developing country by the international financial community, including the World Bank and the International Finance Corporation, as well as any country that is classified by the United Nations or otherwise regarded by its authorities as developing will be considered an emerging country.</p> <p>There are more than 130 countries that are generally considered to be emerging or developing countries by the international financial community, approximately 40 of which currently have stock markets. Almost every nation in the world is included within this group of developing or emerging countries except the United States, Canada, and those in the Morgan Stanley Capital International EAFE Index.</p>	GYC

<p>In considering possible emerging countries in which the Fund may invest, the Investment Manager places particular emphasis on certain factors, such as economic conditions (including growth trends, inflation rates and trade balances), regulatory and currency controls, accounting standards and political and social conditions. Although this is not an exclusive list, the Investment Manager considers an emerging country equity security to be one that is issued by a company that exhibits one or more of the following characteristics: (1) its principal securities trading market is in an emerging country, as defined above; (2) while traded in any market, alone or on a consolidated basis, the company derives 50% or more of its annual revenues or annual profits from either goods produced, sales made or services performed in emerging countries; (3) the company has 50% or more of its assets located in an emerging country; or (4) it is organized under the laws of, and has a principal office in, an emerging country. The Investment Manager determines eligibility based on publicly available information and inquiries made of the companies.</p> <p>Currently, investing in many emerging countries is not feasible, or may, in the Investment Manager's opinion, involve unacceptable political or governance risks. The Fund focuses its investments in those emerging countries where the Investment Manager considers the economies to be developing and where the markets are becoming more sophisticated.</p>	
<p><u>Currency, Debt Securities and Cash</u></p> <p>Currency considerations carry a special risk for a portfolio of international securities. The Fund may invest in securities issued in any currency and may hold foreign currency. Securities of issuers within a given country may be denominated in the currency of another country or in multinational currency units, including the euro. The Investment Manager primarily uses a purchasing power parity approach to evaluate currency risk. In this regard, the Fund may carry out hedging activities, and may invest in forward foreign currency contracts to hedge currency risks associated with the purchase of individual securities denominated in a particular currency. Under normal circumstances, hedging is undertaken defensively back into the base currency of the Fund.</p> <p>Under normal circumstances, no more than 10% of the Fund's assets will be invested in debt securities issued by governments or by their agencies, instrumentalities or political subdivisions, or by corporate entities, all of which may be high-yield, high-risk fixed income securities rated lower than BBB by S&amp;P and Baa by Moody's or, if unrated, considered to be of equivalent quality. In addition, for temporary defensive purposes, the Fund may invest in high-quality debt instruments.</p> <p>To facilitate investment activities, the Fund will generally hold a small portion of its assets in cash or cash equivalent instruments.</p>	<p>Gyc</p>

*The Investment Manager manages the Fund's assets in accordance with the investment objective and guidelines described in the Confidential Information Memorandum and not in accordance with the individual guidelines of any one investor.*

## Compliance Worksheet 9-30-2009

### Domestic Equity Accounts 9/30/2009

<b>Aronson + Johnson + Ortiz</b>	
Guideline	In Compliance
No single equity position > 5% of company's total market cap	Yes
≤ 7% per issue at <b>market</b>	Yes
All commercial paper obligations to have min. rtgs. of P-2 (Moody's) or A-2 (S&P's)	Yes
Weighted average market cap should not fall below \$5B	Yes
No derivatives, non-AD foreign stocks without consent of Association	Yes

<b>Brandywine Asset Management</b>	
Guideline	In Compliance
No single equity position > 5% of company's total market cap	Yes
≤ 5% per issue at <b>market</b>	Yes
All commercial paper obligations to have min. rtgs. of P-2 (Moody's) or A-2 (S&P's)	Yes
Weighted average market cap should be +/-30% of Russell 2000 Value Index w/o notification	Yes
No derivatives, non-ADR foreign stocks without consent of Association	Yes

<b>Kalmar Investments Inc.</b>	
Guideline	In Compliance
No single equity position > 5% of that company's total market cap	Yes
≤ 8% per issue at <b>market</b>	Yes
All commercial paper obligations to have min. rtgs. of P-2 (Moody's) or A-2 (S&P's)	Yes
Initial position caps shall be between \$100M and \$2B	Yes <sup>1</sup>
No derivatives, non-ADR foreign stocks, non-U.S. jurisdictional	Yes

<sup>1</sup>Kalmar Investments deviated from its market capitalization range stated in the guidelines. The guidelines state that: "The Manager uses a blend of smaller companies ranging in market capitalization for the portfolio from **approximately** \$100 million to \$2 billion at the initiation of the position." Kalmar purchased two securities (out of seventy-three holdings), which at the time of initial purchase had a market capitalization of \$2.51 billion



## Domestic Equity 2

### Domestic Equity Accounts 9/30/2009

<b>Enhanced Investment Technologies (INTECH)</b>	
Guideline	In Compliance
No single equity position > 5% of that company's total market cap	Yes
Weight of any holding shall not exceed benchmark holding by more than 2.5% at time of purchase	Yes <sup>1</sup>
All commercial paper obligations to have min. rtgs. of P-2 (Moody's) or A-2 (S&P's)	Yes
Weighted average market cap should not fall below \$10B	Yes
No derivatives, non-ADR foreign stocks without consent of Association	Yes

<b>Wellington Capital Management</b>	
Guideline	In Compliance
No single equity position > 5% of company's total market cap	Yes
≤ 7% per issue at <b>market</b>	Yes
All commercial paper obligations to have min. rtgs. of P-2 (Moody's) or A-2 (S&P's)	Yes
Weighted average market cap should not fall below \$5B	Yes
No derivatives, non-ADR foreign stocks without consent of Association	Yes <sup>2</sup>

<b>State Street Global Advisors</b>	
Guideline	In Compliance
The investment policies of State Street shall be governed by the State Street's Fund Declaration.	Yes <sup>3</sup>

<sup>1</sup>INTECH's guidelines were revised during 3Q07 to allow for holdings to be more than 2.5% after initial purchase as long as the position is trimmed within 30 calendar days.

<sup>2</sup>Wellington's guidelines were revised during 3Q07 to allow for ADR's to be purchased in the over-the-counter markets as well.

<sup>3</sup>The Association's investment in State Street is made through a commingled vehicle. Therefore, the Association's investment guidelines do not govern the investment processes of the fund.

## International Equity

### International Equity Accounts

9/30/2009

<b>Oechsle International</b>	
Guideline	In Compliance
No single equity position > 5% of company's total market cap	Yes
≤ 5% per issue at <b>market</b>	Yes
All commercial paper obligations to have min. rtgs. of P-2 (Moody's) or A-2 (S&P's)	Yes
Weighted average market cap should not fall below \$1B	Yes
No securities outside of the MSCI EAFE Index as well as Bermuda, Canada, and Cayman Islands	Yes
No derivatives without consent of Association	Yes

<b>Franklin Templeton</b>	
Guideline	In Compliance
No single equity position > 5% of company's total market cap	Yes
≤ 5% per issue at <b>market</b>	Yes
All commercial paper obligations to have min. rtgs. of P-2 (Moody's) or A-2 (S&P's)	Yes
Weighted average market cap should not fall below \$1B	Yes
No securities outside of the MSCI EAFE Index as well as Bermuda, Canada, and Cayman Islands	Yes
No derivatives without consent of Association	Yes

<b>Mondrian Investment Partners Limited</b>	
Guideline	In Compliance
The investment policies of Mondrian shall be governed by the Mondrian Emerging Markets Equity Fund, L.P.'s Offering Memorandum.	Yes <sup>2</sup>

<sup>2</sup>The Association's investment in Mondrian is made through a commingled vehicle. Therefore, the Association's investment guidelines do not govern the investment processes of the fund.

## Domestic Fixed Income

### Domestic Fixed Income Accounts 9/30/2009

<b>BlackRock, Inc.</b>	
Guideline	In Compliance
80% of portfolio to be comprised of investment grade (BBB or higher)	Yes
≤ 5% per issue at <b>market</b> except U.S. Govt. Bonds	Yes
Duration shall not exceed Lehman aggregate Bond Index by +/- 30%	Yes
All commercial paper obligations to have min. rtgs. of P-2 (Moody's) or A-2 (S&P's)	Yes
Use of derivatives to be disclosed quarterly to Association. No derivatives outside of benchmark duration	Yes
No use of stock options, margins, letter stocks, emer. mkt. securities, Z-Bonds, etc.	Yes

<b>Loomis Sayles</b>	
Guideline	In Compliance
80% of portfolio to be comprised of investment grade (BBB or higher) (inform Board)	Yes
≤ 5% per issue at <b>market</b> except U.S. Govt. Bonds	Yes
Duration shall not exceed Lehman aggregate Bond Index by more than 30%	Yes
All commercial paper obligations to have min. rtgs. of P-2 (Moody's) or A-2 (S&P's)	Yes
Use of derivatives to be disclosed quarterly to Association. No derivatives outside of benchmark duration	Yes
No use of stock options, margins, letter stocks, emer. mkt. securities, Z-Bonds, etc.	Yes

## Domestic Fixed Income 2

### Domestic Fixed Income Accounts 9/30/2009

<b>Western Asset Management Company</b>	
Guideline	In Compliance
80% of portfolio to be comprised of securities rated BBB- or higher	Yes
≤ 5% per issue at <b>market</b> except U.S. Govt. Bonds	Yes
Duration shall not exceed Lehman aggregate Bond Index by more than 30%	Yes
All commercial paper obligations to have min. rtgs. of P-2 (Moody's) or A-2 (S&P's)	Yes
No use of stock options, margins, letter stocks, emer. mkt. securities, Z-Bonds, etc.	Yes

<b>Loomis Sayles Opportunistic</b>	
Guideline	In Compliance
65% of portfolio to be comprised of investment grade (BBB or higher) (inform Board)	Yes
≤ 5% per issue at <b>market</b> except U.S. Govt. Bonds	Yes
Duration shall not exceed Lehman aggregate Bond Index by more than 3 years	Yes
All commercial paper obligations to have min. rtgs. of P-2 (Moody's) or A-2 (S&P's)	Yes
Use of derivatives to be disclosed quarterly to Association. No derivatives outside of benchmark duration	Yes
No use of stock options, margins, letter stocks, emer. mkt. securities, Z-Bonds, etc.	Yes

<b>Standish Mellon Opportunistic</b>	
Guideline	In Compliance
The investment policies of Standish Mellon shall be governed by the Fund's Declaration.	Yes <sup>1</sup>

<sup>1</sup>The Association's investment in Standish Mellon is made through a commingled vehicle. Therefore, the Association's investment guidelines do not govern the investment processes of the fund.