OKLAHOMA POLICE PENSION AND RETIREMENT FUND

STATEMENT OF INVESTMENT POLICY

OBJECTIVES AND GUIDELINES

The Oklahoma Police Pension and Retirement Board has formulated a statement of investment policy which follows. Included and met therein are requirements such as the retention of money managers who must be granted full discretion and evaluation procedures for purposes of furnishing data necessary for the preparation of periodic financial statements. The investment policy of the Oklahoma Police Pension & Retirement Board has been developed from a comprehensive study and evaluation of many alternatives investigated. The primary objective of this policy is to implement a plan of action which will result in the highest probability of maximum investment return from the Fund's assets available for investment within an acceptable level of risk. The cornerstone of our policy rests upon the proposition that there is a direct correlation between risk and return for any investment alternative. While such a proposition is reasonable in logic, it is also provable in empirical investigations. The Board periodically reviews the strategic asset allocation to insure that the expected return and risk (as measured by standard deviation) is consistent with the System's long term objectives and tolerance for risk. Additionally, it is appropriate to review investment return in real terms (net of inflation) and to take into consideration the probability of investment return in the decision making process.

Because of inflation it is essential that the value added by the Fund's investment management be appropriate not only to meet inflationary effects but also to provide additional returns above inflation to meet the investment goals of the Fund. Meeting the Fund's investment goals finances an optimal package of retirement benefits for the Oklahoma Police Pension & Retirement Board and maximizes the utilization of the employees' contributions and the State's contributions.

In order to achieve maximum returns the policy of the Board may be to diversify between various investments including common stocks, bonds, real estate, private equity, venture capital, long/short equity and other hedge fund strategies, short-term cash instruments, and other investments deemed suitable.

I
Statement of Investment Policy

1. The Board will employ strategies to maximize the advantages of diversification for optimal capital protection and to implement appropriate risk acceptance strategies for optimal return on investment.

2. The Board will retain independent professional investment consultants to assist in implementing this policy.

3. The Board will establish a ratio between various asset classes which are calculated to satisfy the requirements of the investment policy.

4. The Board may review and change these investment ratios at any time; however, the Board will review and confirm or change the investment ratios annually.

5. The Board will continually evaluate the trend of investment results in relationship to investment expectations.

6. The Board will evaluate results on a total rate of return basis.

7. The Board will utilize investment managers whose demonstrated results are a matter of public filing or independent financial statements as required by the Board.

8. The Board will evaluate the value-added to the Fund over a long term time horizon (5 to 10 year time periods) relative to an unmanaged static Policy Index composed 65% MSCI All Country World Index, of 30% Barclays Capital Universal Index and 5% NCREIF ODCE Index.

9. The Board will evaluate each investment manager value-added to the Fund as compared to each manager's relevant benchmark as well as other investment managers of the same investment style further sub-sectored into peer groups. .

10. The Board will evaluate each of the Fund's investment manager's style for compliance with the Fund's investment objectives.

11. The Board may contract with Discount Brokerage Houses to recapture commissions.

12. The Board may contract with consulting firms to measure trade and execution efficiency.

13. The Board may amend the Statement of Policy and the Statement of Strategy.

II
Statement of Investment Strategy

1. The Fund's actuarial rate of return of 7.5% nominal will constitute a minimum goal for investment return.

2. The Board will structure its present investment strategy to achieve an expected long-range total return in excess of the actuarial assumed rate, and at least 1.5% ahead of a rolling measure of inflation.

3. The Board's Policy Allocation will currently maintain approximately 60% of its assets in equity instruments, including public equity, long-short equity hedge fund strategies and venture capital and private equity strategies; approximately 25% of its assets in fixed income, which may include investment grade bonds, high yield and non-dollar bonds, convertible bonds, and certain low volatility hedge fund strategies; and 15% of its assets in real assets, including real estate, commodities and other strategies.

4. The Board will evaluate the total portfolio performance on a quarterly basis relative to its strategic Policy Index and relevant peers with an emphasis on longer term time horizons (5 to 10 year time periods) for the following factors:

   - Total Return
   - Portfolio Risk (Standard Deviation, Beta)
   - Performance of portfolio in down markets
   - Performance of portfolio in up-markets
   - Correlation of Total Portfolio Return

5. The Board will monitor the actual asset allocation percentages relative to strategic target allocations. Actual asset allocation may deviate from strategic target allocations within a specific range as defined in paragraph 8 below. If market returns carry an asset class beyond or to the limit of its allowable range, that class of assets must be reduced or raised to its policy normal level as appropriate.

6. To structure the Fund's portfolio for maximum investment style diversification and to achieve expected total return investment results, the Board:

   – may retain multiple equity portfolio managers who will be granted full investment discretion. The total return concept as it applies to this portion of the Fund means dividend income plus realized and unrealized capital appreciation. Complementary multiple management will be used in structuring the domestic equity asset mix.

   – may retain separate fixed income portfolio managers who will be granted full investment discretion. Fixed income investments will constitute a portion of the Fund's asset investment to primarily reduce the volatility risk of the total portfolio in addition to providing low risk total returns. The total return concept as it applies to this portion of the Fund means interest income plus realized and unrealized capital appreciation.

- may retain separate equity real estate portfolio managers.
- Real estate investment will constitute a portion of the Fund's assets to provide long-term income and/or capital appreciation. Investment in this type of asset is deemed prudent for purposes of reduction of total portfolio volatility.
- May retain multiple commodities managers or other real asset managers.
- may retain multiple managers of alternative forms of investment, including but not limited to venture capital and private equity and various hedge fund strategies.

  Investment in these types of strategies is deemed appropriate as a complement to more traditional equity and fixed income strategies in an effort to further diversify the overall portfolio and enhance portfolio returns.

7. The Board will prepare and transmit written guidelines and expectations to the Fund's existing investment managers, at least annually.

8. The Board will evaluate each investment manager for the following areas of performance on at least a quarterly basis with an emphasis on longer term time horizons (5 to 10 year time periods):
   - compliance to the Fund’s investment objectives and guidelines
   - total rate of return
   - volatility of portfolio returns as measured by standard deviation
   - performance for each portfolio segment
   - holdings based attribution
   - style characteristics
   - peer group evaluation

9. The Board has established the following strategic asset allocation and acceptable ranges:

Investment Strategy Portfolio Structure

Investment Medium/Style	**Target Percentages Of Total Assets**	**Allocation Range**
Fixed Income	**25%**	15% - 35%
*Global Fixed Income	15%	10%-20%
Low Volatility Hedge Funds	10%	5% -15%
Equities	**60%**	50% -70%
Large Cap	15%	10%-20%
Small/Mid Cap	5%	0%- 15%
International Developed	10%	5%-15%
Emerging Markets	5%	0% - 10%
Long/Short Equity	15%	10% - 20%
Private Equity	10%	5% - 15%
Real Assets	**15%**	0%-20%
Core Real Estate	5%	0% - 10%
Opportunistic Real Estate	5%	0% - 10%
Commodities	5%	0% - 10%

*Global fixed income may include U.S. & non-U.S. investment grade, U.S. & non-U.S. high-yield and U.S., non-U.S. and high income convertible bonds.

The Board recognizes that transition to the above target allocations will be achieved over an appropriate period of time, based upon market conditions, manager availability, and portfolio needs and constraints.

10. The Board has authorized a commission recapture program whereby certain brokers rebate a percentage of their commissions back to The Fund. The investment managers should select brokers based on the most efficient execution and commission results.
In the direction of commissions and settlements of contracts the Board will adhere to the following principles:

a. All contracts will be paid on a hard dollar basis.

b. All Claims for services and products will be paid through Oklahoma Treasury Funds.

c. All relationships for commission conversion will be directly between the Board and brokerage houses on a contract basis.

d. All credits will be returned directly by the commission conversion into the portfolio of the fund on a monthly basis.

e. No portfolio manager is directed to trade with any one particular brokerage firm.

f. A monthly report will be provided by the master custodian of per share brokerage fees charged and credits for reconciliation with monthly reports from commission conversion.

11. Proxy Voting. The Board of Trustees is mindful of its fiduciary obligations with respect to the voting of proxies of companies whose securities are owned by the Oklahoma Police Pension and Retirement System.

    Because of the complexity of issues and further because of the direct impact on investment values, it is the Trustees' considered belief that the Investment Managers that are employed by the Oklahoma Police Pension and Retirement System are best suited to vote the proxies of shares held in the portfolios they manage.

    Therefore, as part of the Investment Policy and Guidelines of the Oklahoma Police Pension and Retirement System, the Trustees hereby instruct their Investment Managers to vote proxies on all matters in accordance with their own guidelines and policies which are in the best interest of the System and which do not conflict with any provisions of Federal law. The results of the proxy votes should be reported, in writing, at least annually to the Board of Trustees.

12. The Board may institute a securities lending program to generate additional income for portfolio securities above and beyond that produced through dividend, interest and capital appreciation.

    The Board will receive collateral equal to 102% of market value, initially, on equities and corporate bonds and 100% on government securities. Securities are priced daily and collateral adjustments (marked to market) made as required.

13. The Board will retain a pension consultant to compare the Investment Manager's performance based upon a measurement of the portfolio return vs. the amount of risk taken. The pension consultant shall provide information regarding the method of reporting performance considering the risk/return. This report should also address the price/earnings ratios, debt to capital ratios and market capitalization, etc., of the portfolios of the Investment Managers. The pension consultant should also state the method of evaluating the portfolio performance relative to the particular Investment Manager's style and to the level of activity (portfolio turnover) that the Manager has demonstrated.

14. The Board will retain a Master Trustee (Custodian) for all of the assets of the Oklahoma Police Pension & Retirement Fund and for record keeping for the Fund.

    The Custodian must have the capability to accept possession of securities for safekeeping, collect and disburse income, collect principal of sold, matured or called items, provide periodic accounting statements and process and maintain a securities lending program. The

Custodian shall be able to meet as required with the Board and make reports relative to the status of the Fund.

The Custodian shall provide the following services:

a. Safekeeping of Securities: To facilitate the prompt settlement of any trade, the Custodian shall be a direct participant of the Depository Trust Company. All securities processing and recordkeeping should be handled "in house" on the site of the Custodian.

   The Custodian shall have the capability to price the assets monthly, provide trade date and settlement date reporting and full accrual accounting.

b. Collection of Income and Principal: The Custodian shall be capable of managing the short term investment of funds by providing a funds control account with a variety of alternatives for investment and be able to implement the investment policy as established by the Board. The Custodian shall provide a cash management program wherein idle cash is automatically "swept" into a designated short-term investment fund. Also, dividend and interest income should be credited to the account on the date payable. The short term investment fund shall be invested primarily in a diversified portfolio of investment grade money market instruments including, but not limited to commercial paper, notes repurchase agreements and other evidences of indebtedness which are payable on demand or which have a maturity date not 13 months from date of purchase. The fund must maintain dollar weighted average portfolio maturity of 90 days or less. The primary objective of this fund is a high level of current income consistent with stability of principal and liquidity.

c. Periodic Accounting Statements: The statements shall contain a balance sheet by fund and combined total. The balance sheet should include summary totals (cost and market) for cash, due from broker, accrued interest and dividend income, cash equivalents (detailed as to U.S. Treasury Bills, time deposits, commercial paper, etc.) fixed income securities (detailed) equity securities, due from brokers, etc. Supporting schedules for the balance sheet shall be provided by fund and combined account total. Detail transaction registers shall be required for the asset activity as follows:

   1. Schedule of Purchases
   2. Schedule of Realized Gains and Losses
   3. Schedule of Unrealized Gains and Losses
   4. Schedule of Dividend and Interest Earned and Received
   5. Schedule of Prior Period Trades Settled
   6. Schedule of Pending Trades End of Period
   7. Schedule of Security Lending Transactions

Statements of Revenue and Expense by Fund and Combined Account Totals: The Statement of Revenue and Expenses should include summary totals for revenue and expenses by the following categories:

Revenue:

1. Contributions - Separate totals for city and participant contributions.
2. Investment Income - Separate totals for interest, dividends, realized gains and unrealized gains.
3. State appropriations.
4. Insurance premium tax allocation.
5. Net proceeds from securities lending.
6. Miscellaneous

Expense:

1. Benefit payments
2. Refunds to terminated participants
3. Investment expenses
4. Miscellaneous

Supporting schedules for statement of revenue and Expense by fund and combined total and detailed transaction register will be required for the above noted categories. Additional required schedules are as follows:

1. Reconciliation of cost and market value (combined fund) from beginning of month to end of month.
2. Summary of daily transactions (all funds).
3. Fixed income maturity schedule.
4. Brokerage summary
5. General ledger

d. Securities Lending: The Custodian shall provide a complete securities lending program including: Selection of borrowers/borrowers agreements, credit review of borrowers, earnings negotiations, loan deliveries and return/collateral safekeeping and market to market of loans and collateral. Investment guidelines for the cash collateral are included in the Appendix.

III

Summary

The Board periodically conducts a comprehensive analysis to determine the impact of various expected rates of return and associated risk levels upon pension fund costs. Based upon the investment objectives, risk tolerance, and time horizon stated throughout this document, the results of the most recent study led the Board to conclude that 60% equity / 25% fixed income / 15% real assets (as outlined on page 5 under Investment Strategy Portfolio Structure) is appropriate in its effort to meet an expected long-term rate of return of 7.5% (the current actuarial assumed rate of return). In implementing this asset allocation, the Board makes all efforts to diversify the portfolio by asset class, strategy, style, geography, market capitalization, number of securities, and other means.

The Board and its consultant will continually review and analyze the value added both by strategies and by managers. The Board evaluates returns, risk profiles, consistency with stated style and attribution of performance for each portfolio in order to determine each manager's success in meeting its expectations and their respective contribution to total Fund results.

The Board will formally review this document at least annually in order to ensure that it reflects the sentiments of the Board and the overall objectives of the Fund, and will make modifications as necessary.

APPENDIX A
Oklahoma Police Pension & Retirement System
Large Capitalization Domestic Equity Managers

General Objectives

The investment management style and process of each manager is important because of the manner in which each style blends with the structure of the total Plan; therefore, adherence to this discipline is a critical issue. The portfolio should be managed in a style consistent with the asset manager's other portfolios within the same investment mandate or product. It is incumbent upon the manager to notify the OPPRS if and when any style or process deviations are contemplated.

Assets held in commingled accounts should be managed in a style/strategy consistent with the commingled account's stated objectives and constraints. If assets are held in a commingled account the Board will make its best efforts to utilize funds that are managed in strategies that are generally consistent with this Policy.

Asset Allocation

This Fund will be structured as a domestic equity fund. You will have complete discretion to determine the proper asset allocation among the approved asset categories within the bounds of the following limitations:

	Maximum Investment as a % of Total Fund
Domestic Equities	100.0%
Cash and/or Cash Equivalents	5.0%

The maximum investment will be based on the market value of each asset category as compared to the market value of the total Fund. The maximum investment percentage is intended as a limit on further investments in the applicable asset category and not as a requirement to liquidate assets in the event that the maximum investment limitation is exceeded by an increase in the market value of the applicable asset category.

The maximum percentage designated for the “Cash and/or Cash Equivalents” category is intended to apply after the initial start-up cash has been invested. If, at any time, you should believe that it would be in the best interest of the Fund to raise this maximum limitation, you should contact the Board of Trustees for direction.

ADR’s or stocks of foreign corporations which trade primarily on a major U.S. exchange, convertible securities and Rule 144A type securities will be considered as eligible investments. The combination of these types of securities shall not constitute more than 10% of the portfolio at any point in time.

Liquidity

The Board of Trustees may have the occasional need to draw on the portion of the funds under your management for money to be used in the payment of expenses, claims, or for other funding purposes. Prior to any withdrawal, the Board of Trustees will communicate their requirements in such a manner to allow the greatest amount of time possible for planning purposes.

Diversification

The Board of Trustees recognizes the need for a high level of diversification to minimize the risk of large losses to the Fund. You are charged with the responsibility of maintaining a high level of diversification within your portfolio, which will be monitored by the Board of Trustees.

The following specific limitations reflect, in part, the Board's current investment policy regarding diversification of assets:

1. No equity investment in any one issue shall be in excess of 5% of the outstanding equities of that issuer.
2. Not more than 7.5% of the equity investments at market (excluding cash or cash equivalents) shall be invested in equity securities of any one issuer.

Performance Expectations

Passive portfolio allocations are expected to match the return and risk profile (as measured by the standard deviation) of their appropriate benchmarks.

Performance Reviews

The Trustees will meet with your representative at least once every eighteen (18) months, or as deemed necessary by the Trustees. Your investment results will be reviewed quarterly regardless of whether your representative is present. These reviews will focus on:

1. Your adherence to our guidelines.
2. Review and comparison of your results.
3. Opportunities available in the equity markets.

Voting of Proxies

All proxies shall be voted at your discretion; however, the Board of Trustees desires to monitor the voting of the securities in this Fund.

APPENDIX A
Oklahoma Police Pension & Retirement System
Small to Mid Capitalization Domestic Equity Managers

General Objectives

The investment management style and process of each manager is important because of the manner in which each style blends with the structure of the total Plan; therefore, adherence to this discipline is a critical issue. The portfolio should be managed in a style consistent with the asset manager's other portfolios within the same investment mandate or product. It is incumbent upon the manager to notify the OPPRS if and when any style or process deviations are contemplated.

Asset Allocation

This Fund will be structured as a domestic equity fund. You will have complete discretion to determine the proper asset allocation among the approved asset categories within the bounds of the following limitations:

	Maximum Investment as a % of Total Fund
Domestic Equities	100.0%
Cash and/or Cash Equivalents	5.0%

The maximum investment will be based on the market value of each asset category as compared to the market value of the total Fund. The maximum investment percentage is intended as a limit on further investments in the applicable asset category and not as a requirement to liquidate assets in the event that the maximum investment limitation is exceeded by an increase in the market value of the applicable asset category.

The maximum percentage designated for the “Cash and/or Cash Equivalents” category is intended to apply after the initial start-up cash has been invested. If, at any time, you should believe that it would be in the best interest of the Fund to raise this maximum limitation, you should contact the Board of Trustees for direction.

ADR’s or stocks of foreign corporations which trade primarily on a major U.S. exchange, convertible securities and Rule 144A type securities will be considered as eligible investments. The combination of these types of securities shall not constitute more than 10% of the portfolio at any point in time.

Liquidity

The Board of Trustees may have the occasional need to draw on the portion of the funds under your management for money to be used in the payment of expenses, claims, or for other funding purposes. Prior to any withdrawal, the Board of Trustees will communicate their requirements in such a manner to allow the greatest amount of time possible for planning purposes.

Diversification

The Board of Trustees recognizes the need for a high level of diversification to minimize the risk of large losses to the Fund. You are charged with the responsibility of maintaining a high level of diversification within your portfolio, which will be monitored by the Board of Trustees.

The following specific limitations reflect, in part, the Board's current investment policy regarding diversification of assets:

1. No equity investment in any one issue shall be in excess of 5% of the outstanding equities of that issuer.

2. Not more than 7.5% of the equity investments at market (excluding cash or cash equivalents) shall be invested in equity securities of any one issuer.

Performance Expectations

Your equity portfolio should outperform the broad-based Russell 2000 or Russell 2500 Index, depending on your mandate and/or your relevant style benchmark over a market cycle. Relative performance should be above median over a market cycle when compared to your peer group. Although performance expectations are established for a market cycle, performance comparisons to your peer group will be on an on-going basis.

Passive portfolio allocations are expected to match the return and risk profile (as measured by the standard deviation) of their appropriate benchmarks.

Performance Reviews

The Trustees will meet with your representative at least once every eighteen (18) months, or as deemed necessary by the Trustees. Your investment results will be reviewed quarterly regardless of whether your representative is present. These reviews will focus on:

1. Your adherence to our guidelines.
2. Review and comparison of your results.
3. Opportunities available in the equity markets.

Voting of Proxies

All proxies shall be voted at your discretion; however, the Board of Trustees desires to monitor the voting of the securities in this Fund.

APPENDIX A
Oklahoma Police Pension & Retirement System
Non-U.S. Equity Manager

General Objectives

The investment management style and process of each manager is important because of the manner in which each style blends with the structure of the total Plan; therefore, adherence to this discipline is a critical issue. The portfolio should be managed in a style consistent with the asset manager's other portfolios within the same investment mandate or product. It is incumbent upon the manager to notify the OPPRS if and when any style or process deviations are contemplated.

Assets held in commingled accounts should be managed in style/strategy consistent with the commingled account's stated objective and constraints. If assets are held in a commingled account the Board will make its best efforts to utilize funds that are managed in strategies that are generally consistent with this Policy.

Asset Allocation

This Fund will be structured as a non-U.S. equity investment fund. You will have complete discretion to determine the proper asset allocation among the approved asset categories within the bounds of the following limitations:

	Maximum Investment as a % of Total Fund
Non U.S. Equities	100.0%
Cash and/or Cash Equivalents	10.0%

The maximum investment will be based on the market value of each asset category as compared to the market value of the total Fund. The maximum investment percentage is intended as a limit on further investments in the applicable asset category and not as a requirement to liquidate assets in the event that the maximum investment limitation is exceeded by an increase in the market value of the applicable asset category. The maximum percentage designated for the "Cash and/or Cash Equivalents" category is intended to apply after the initial start-up cash has been invested. If, at any time, you should believe that it would be in the best interest of the Fund to raise this maximum limitation, you should contact the Board of Trustees for direction.

ADR's, convertible securities and Rule 144A type securities will be considered as eligible investments. No more than 10% of the portfolio shall be committed to Rule 144A type securities.

Liquidity

The Board of Trustees may have the occasional need to draw on the portion of the funds under your management for money to be used in the payment of expenses, claims, or for other funding purposes. Prior to any withdrawal, the Board of Trustees will communicate their requirements in such a manner to allow the greatest amount of time possible for planning purposes.

Diversification

The Board of Trustees recognizes the need for a high level of diversification to minimize the risk of large losses to the Fund. You are charged with the responsibility of maintaining a high level of diversification within your portfolio, which will be monitored by the Board of Trustees.

The following specific limitations reflect, in part, the Board's current investment policy regarding diversification of assets:

1. No equity investment in any one issue shall be in excess of 5% of the outstanding equities of that issuer.

2. Not more than 5% of the equity investments at market (excluding cash or cash equivalents) shall be invested in equity securities of any one issuer.

Performance Expectations

Your equity portfolio should outperform the MSCI EAFE Index and/or your relevant style specific benchmark (with reinvestment of net dividends) over a market cycle. Relative performance should be above the median over a market cycle when compared to a non-U.S. equity universe. Performance will be measured in U.S. Dollar denominated returns.

Although performance expectations are established for a market cycle, performance comparisons to other non-U.S. equity managers will be on an on-going basis.

Performance Reviews

The Trustees will meet with your representative at least once every eighteen (18) months, or as deemed necessary by the Trustees. Your investment results will be reviewed quarterly regardless of whether your representative is present. These reviews will focus on:

1. Your adherence to our guidelines.
2. Review and comparison of your results with other non-U.S. equity managers.
3. Opportunities available in the non-U.S. equity markets.
4. Your adherence to your professed investment style and discipline.

Specific Portfolio Authorization, Limitations and Restrictions

The Trustees require that you comply with the following limitations and restrictions:

1. You are specifically permitted to use derivative instruments such as options, forward foreign exchange contracts and futures contracts, for currency hedging and cross hedging purposes. However, the use of currency hedging instruments to establish a leveraged position is not permitted.

2. Not more than 35% of the Portfolio shall be invested in emerging market (non-MSCI EAFE Plus Canada Index countries) securities.

3. It shall be your discretion as to whether cash, cash equivalents and/or the securities held in the Portfolio are denominated in local currency or in U.S. dollars.

4. You are permitted to participate in issues not registered with the United States Securities and Exchange Commission.

Voting of Proxies

All proxies shall be voted at your discretion; however, the Board of Trustees desires to monitor your voting of the securities in this Fund.

APPENDIX A
Oklahoma Police Pension & Retirement System
Emerging Markets Equity Manager

General Objectives

The investment management style and process of each manager is important because of the manner in which each style blends with the structure of the total Plan; therefore, adherence to this discipline is a critical issue. The portfolio should be managed in a style consistent with the asset manager's other portfolios within the same investment mandate or product. It is incumbent upon the manager to notify the OPPRS if and when any style or process deviations are contemplated.

Assets held in commingled accounts should be managed in style/strategy consistent with the commingled account's stated objective and constraints. If assets are held in a commingled account the Board will make its best efforts to utilize funds that are managed in strategies that are generally consistent with this Policy.

Asset Allocation

This Fund will be structured as an emerging markets equity investment fund. You will have complete discretion to determine the proper asset allocation among the approved asset categories within the bounds of the following limitations:

	Maximum Investment as a % of Total Fund
Emerging Markets Equities	100.0%
Cash and/or Cash Equivalents	10.0%

The maximum investment will be based on the market value of each asset category as compared to the market value of the total Fund. The maximum investment percentage is intended as a limit on further investments in the applicable asset category and not as a requirement to liquidate assets in the event that the maximum investment limitation is exceeded by an increase in the market value of the applicable asset category. The maximum percentage designated for the "Cash and/or Cash Equivalents" category is intended to apply after the initial start-up cash has been invested. If, at any time, you should believe that it would be in the best interest of the Fund to raise this maximum limitation, you should contact the Board of Trustees for direction.

ADR's, convertible securities and Rule 144A type securities will be considered as eligible investments. No more than 10% of the portfolio shall be committed to Rule 144A type securities.

Liquidity

The Board of Trustees may have the occasional need to draw on the portion of the funds under your management for money to be used in the payment of expenses, claims, or for other funding purposes. Prior to any withdrawal, the Board of Trustees will communicate their requirements in such a manner to allow the greatest amount of time possible for planning purposes.

Diversification

The Board of Trustees recognizes the need for a high level of diversification to minimize the risk of large losses to the Fund. You are charged with the responsibility of maintaining a high level of diversification within your portfolio, which will be monitored by the Board of Trustees.

The following specific limitations reflect, in part, the Board's current investment policy regarding diversification of assets:

1. No equity investment in any one issue shall be in excess of 5% of the outstanding equities of that issuer.

2. Not more than 5% of the equity investments at market (excluding cash or cash equivalents) shall be invested in equity securities of any one issuer.

Performance Expectations

Your equity portfolio should outperform the MSCI Emerging Markets Index and/or your relevant style specific benchmark (with reinvestment of net dividends) over a market cycle. Small cap emerging markets strategies will have as the primary benchmark the MSCI Emerging Markets Small Cap Index. Relative performance should be above the median over a market cycle when compared to an emerging markets equity universe. Performance will be measured in U.S. Dollar denominated returns.

Although performance expectations are established for a market cycle, performance comparisons to other non-U.S. equity managers will be on an on-going basis.

Performance Reviews

The Trustees will meet with your representative at least once every eighteen (18) months, or as deemed necessary by the Trustees. Your investment results will be reviewed quarterly regardless of whether your representative is present. These reviews will focus on:

1. Your adherence to our guidelines.
2. Review and comparison of your results with other non-U.S. equity managers.
3. Opportunities available in the non-U.S. equity markets.
4. Your adherence to your professed investment style and discipline.

APPENDIX A
Oklahoma Police Pension and Retirement System
Long/Short Equity Fund of Funds
Investment Policy Statement

Fund or Separate Account Name: Grosvenor Long/Short Equity Fund, Ltd.

Unless otherwise indicated, the guidelines herein will apply separately to both Class A and Class B of the Fund.

I. INVESTMENT OBJECTIVE

The Fund seeks to achieve superior returns that are attractive on both an absolute and risk-adjusted basis, and that are consistent with the returns earned by global equity markets over a full market cycle.

II. INVESTMENT STRATEGY AND APPROACH

Class A:
Grosvenor Capital Management, L.P. ("**Grosvenor**"), in its capacity as the Class A's investment manager, seeks to achieve the Class A's investment objective by allocating Class A's assets to the discretionary investment authority of a diverse group of third-party investment management firms (each, an "**Investment Manager**") that invest, both long and short, predominantly in equity and (to a lesser extent) debt securities and related instruments (such as equity and credit derivatives) traded in the U.S., other developed markets, and (to a lesser extent) in emerging markets[1,2]. Class A also may have modest exposure to event-driven, relative-value and credit strategies.

In addition, Class A may invest in one or several dedicated portfolio hedges, including short credit and tail risk strategies ("**Hedge Strategies**").

Class B:
Grosvenor, in its capacity as the non-discretionary investment manager of Class B will identify to the Fund's sole investor, and its consultant, certain third-party investment management firms (each, an "**Investment Manager**") that invest, both long and short, predominantly in equity and (to a lesser extent) debt securities and related instruments (such as equity and credit derivatives) traded in the U.S., other developed markets, and (to a lesser extent) in emerging markets[1], Class B also may have modest exposure to event-driven, relative-value and credit strategies.

In addition, Class B may invest in one or several dedicated portfolio hedges, including short credit and tail risk strategies ("**Hedge Strategies**").

The Fund may invest in one or more single-strategy, multi-manager investment funds or accounts for which Grosvenor serves as investment manager and which invest all or substantially all of their assets in Portfolio Funds. Each such investment vehicle or account (each, a "**Grosvenor-Managed Portfolio Fund**") is considered a Portfolio Fund for purposes of this document, except where otherwise expressly provided.

The Fund allocates its assets to Investment Managers by investing in limited liability private investment vehicles (each, a "**Portfolio Fund**") managed by them.

III. PERFORMANCE OBJECTIVES[3]

Annualized Return:	Meet or exceed the return of the MSCI All Country World Index ("MSCI ACWI"), over extended time periods (5 to 10 years).

IV. PORTFOLIO CONSTRAINTS[4]

Annualized Standard Deviation:	Less than two-thirds the volatility of the MSCI ACWI
Beta to the MSCI ACWI:	≤ 0.7

Maximum number of Investment Managers[5]:

Class A: 25
Class B: 20

Target number of Investment Managers[5]:

Class A: 10 to 20
Class B: 5 to 15

Target allocation ranges to the following regional exposure categories, based on Grosvenor's definitions of exposure categories[6] and its estimates of the Fund's exposure to such exposure categories[7], expressed as a % of Fund capital (at market):

Class A Region Target Range[8]

Total US: 30% - 70%
Total Non-US*: 30% - 70%
*Emerging and frontier markets not to exceed 30% in aggregate

Class B Region Target Range[8]

Total US: 70% - 100%
Total Non-US*: 0% - 30%
*Emerging and frontier markets not to exceed 30% in aggregate

Maximum allocation to a single Investment Manager [9], expressed as:

% of Fund capital (at market):

Class A: 15%
Class B: 15%
Class A and Class B Aggregated: 25%

Borrowing

Class A may borrow on a secured or unsecured basis in order to: (i) address timing mismatches between inflows and outflows of capital to and from Class A in connection with (a) investor subscriptions and redemptions/withdrawals, (b) Class A's investment activities, and (c) the payment of fees, expenses and other obligations of Class A in the ordinary course of business; and/or (ii) engage in hedging transactions. Class A may not borrow for longer-term, strategic investment purposes.

Class B may not borrow for any purpose.

Portfolio Fund Liquidity Constraints [10]

Minimum capital invested with Portfolio Funds:

With quarterly or more frequent liquidity (after applicable "lock-ups" expire): 60%
With annual or more frequent liquidity (after applicable "lock-ups" expire): 80%

For purposes of applying these liquidity constraints, Portfolio Fund mandatory investor-level "gates" and all other types of "gates" (*e.g.*, mandatory share-class or Portfolio Fund-level "gates," and all discretionary "gates") are not taken into account. However, the Fund's exposure to Side Pocket Investments (defined below) is taken into consideration.

The Fund may not allocate capital to Portfolio Funds that impose a "lock up", either determined based on the date the Fund first invests in such Portfolio Fund, or on an investment-by-investment basis in such Portfolio Fund, as applicable (and, for the avoidance of doubt, not determined based on the length of time capital is committed to a Portfolio Fund) of greater than 2 years, without the consent of the Fund's sole investor.

V. DESIGNATED/SIDE POCKET INVESTMENTS:

Except in the following cases, the Fund is prohibited from investing with Portfolio Funds that are authorized to make illiquid or so-called "side pocket" or "designated" investments (collectively, "**Side Pocket Investments**"):

- Portfolio Fund offers the option to investors in such Portfolio Fund to not to participate in (*i.e.*, "opt-out" of) Side Pocket Investments. In such a case, Grosvenor will cause the Fund to "opt-out" of such Side Pocket Investments.
- Portfolio Fund's governing documents are silent with regard to Side Pocket Investments, and Grosvenor reasonably expects that the Investment Manager of such Portfolio Fund will not make Side Pocket Investments. [11]
- Although the Portfolio Fund's governing documents permit Side Pocket Investments, Grosvenor reasonably expects, based on conversations with and/or reports provided by the Investment Manager, that the Investment Manager of such Portfolio Fund will not make Side Pocket Investments.[12]

Notes:

[1] Grosvenor may from time to time, subject to prior consultation with and approval by the Fund's sole investor, cause Class A to engage in hedging transactions; for example, by purchasing or selling securities or derivatives with the intent of reducing certain exposures.

[2]Emerging markets include those countries include, from time to time, in the MSCI Emerging Markets Index. As of the date of this document, the following 21 countries were included in the Index: Brazil, Chile, China, Columbia, Czech Republic, Egypt, Hungary, India, Indonesia, Korea, Malaysia, Mexico, Morocco, Peru, Philippines, Poland, Russia, South Africa, Taiwan, Thailand and Turkey.

[3]All performance objectives are expressed in terms of U.S. Dollars, net of all fees and expenses of the Fund and the Portfolio Funds, over a full market cycle. **NO ASSURANCE CAN BE GIVEN THAT THE FUND WILL ACHIEVE ITS PERFORMANCE OBJECTIVES OR AVOID SIGNIFICANT LOSSES**. Using its reasonable discretion, Grosvenor may, from time to time, modify the Fund's performance objectives upon notice to the Fund's sole investor

[4] Exceptions are dealt with as soon as practicable, based upon the liquidity of the Portfolio Funds in which the Fund invests. The target Annualized Standard Deviation and Beta are Fund's expected average long-term goals are based on relatively "normal" market environments. Accordingly, there may be periods, perhaps extended periods, when the target Annualized Standard Deviation and Beta are outside their respective target ranges. .For purposes of applying the Fund's portfolio constraints, the Fund's Side Pocket Investments (defined below), if any, shall be taken into consideration. Using its reasonable discretion, Grosvenor may, from time to time, modify the Fund's portfolio constraints upon notice to the Fund's sole investor.

The portfolio constraints shall not apply during the Fund's "ramp-up" investment period (expected to continue 6 to 12 months following the date on which the Fund commences investment operations).

If the Fund dissolves and winds down, the investment constraints set forth in this document shall not apply during the period of such winding down.

[5] If the Fund invests in more than one Portfolio Fund managed by a particular Investment Manager, the number of Portfolio Funds managed by such Investment Manager is disregarded for purposes of determining the number of Investment Managers with which the Fund may invest; only the Investment Manager is counted for this purpose. Accordingly, if the Fund invests in more than one Grosvenor-Managed Portfolio Fund, the number of such Grosvenor-Managed Portfolio Funds is disregarded, and Grosvenor is counted as a single Investment Manager. In addition, Investment Managers of the Portfolio Funds in which the Grosvenor-Managed Portfolio Funds invest are not counted for this purpose, unless the Fund also invests directly in Portfolio Funds managed by such Investment Managers. If the Fund has submitted a request to withdraw/redeem in full from all Portfolio Funds managed by a particular Investment Manager, such Investment Manager is disregarded for purposes of determining the number of Investment Managers with which the Fund may invest.

The target number of Investment Managers is the Fund's expected long-term range based on relatively "normal" market environments. Grosvenor will use discretion to opportunistically manage the number of Investment Managers in Class A with a view to achieving the Fund's performance objectives. Accordingly, there may be periods, perhaps extended periods, when the number of Investment Managers is outside the applicable target range.

[6] Grosvenor's regional exposure categories are as follows: US (US and Canada, Non-US (Europe, Asia, Middle East, Africa and Latin America).

[7] Grosvenor estimates the Fund's exposure to specific exposure categories on a "look through" basis based upon the most recent exposure information provided to Grosvenor from time to time by the Investment Managers of the Portfolio Funds in which the Fund invests, which information is not necessarily current as of the time Grosvenor makes such estimates. Grosvenor receives strategy and/or asset class exposure information from all Investment Managers with which the Fund invests. Investment Managers provide such information to Grosvenor in varying levels of detail, specificity and completeness, and generally do not provide complete position level transparency to Grosvenor. In cases where Grosvenor determines that the information provided by a particular Investment Manager is not sufficiently detailed, specific and/or complete for purposes of determining the Fund's exposure to particular exposure categories, Grosvenor analyzes such information and, where it considers it appropriate, augments such information based on: (i) conversations with the Investment Manager regarding the information it has provided; (ii) Grosvenor's historical knowledge of the Investment Manager and the manner in which it, and/or other Investment Managers that pursue comparable strategies, has historically invested; and/or (iii) such other assumptions, estimates and factors as Grosvenor considers to be appropriate under the particular facts and circumstances (including potential sources of information provided by parties other than the Investment Managers). In these cases, Grosvenor estimates information based on Grosvenor's judgment, including good faith consideration of factors of the types listed above. While Grosvenor does not utilize any such estimate if it has reason to believe that such estimate is inaccurate, each such estimate is inherently imprecise.

Exposure to particular exposure categories is determined based on the amount of the Fund's capital invested in Portfolio Funds that invest in such exposure categories, and does not take into account any leverage employed by such Portfolio Funds in connection with investing in such exposure categories.

[8] The target allocation range for a particular strategy or exposure category is the Fund's expected average long-term allocation to such strategy or exposure category based on relatively "normal" market environments. Grosvenor will use discretion to opportunistically manage the Fund to achieve the Fund's performance objectives, subject to the Fund's portfolio constraints. Accordingly, there may be periods, perhaps extended periods, when allocations to particular strategies or exposure categories are outside their respective target ranges.

[9] The calculation of the maximum allocation to a single Investment Manager includes: (i) the Fund's total allocation to all Portfolio Funds managed by such Investment Manager and (ii) to the extent the Fund invests in one or more Grosvenor-Managed Portfolio Funds that invest in

Portfolio Funds managed by such Investment Manager, the Fund's total *pro rata* indirect interest in such underlying Portfolio Funds. The restriction against allocating more than 25% of the Fund's capital (at market) to a single Investment Manager does not apply to allocations to Grosvenor-Managed Portfolio Funds.

[10] For purposes of testing and verifying the Fund's compliance with Portfolio Fund Liquidity Constraints, Grosvenor shall base such testing and verification exclusively on those provisions of the governing documents of the Portfolio Funds in which the Fund invests that specify the liquidity available to the Fund, as an investor in such Portfolio Funds, under ordinary circumstances. Grosvenor shall not take into account any of the following considerations in connection with such testing and verification: (i) a Portfolio Fund may impose an initial "lock-up" on the Fund's investment in such Portfolio Fund (either measured from the time the Fund first invests in such a Portfolio Fund, or on an investment-by-investment basis in such Portfolio Fund, as applicable); (ii) the payment of withdrawal/redemption proceeds is subject to the settlement provisions of the governing documents of such Portfolio Funds from which withdrawals/redemptions are made (a Portfolio Fund's governing documents may provide, for example, that the Portfolio Fund will pay a substantial portion of withdrawal/redemption proceeds within a particular number of days after the effective date of a withdrawal/redemption, but may hold back the remaining proceeds until the Portfolio Fund is able to finalize its net asset value as of such effective date, which finalization may not take place until completion of such Portfolio Fund's annual audit for the year in which the withdrawal/redemption took place); (iii) withdrawals/redemptions from such Portfolio Funds may be subject to suspension; (iv) withdrawals/redemptions from such Portfolio Funds may be subject to fund-level, share-class level or investor-level discretionary or non-discretionary "gates"; (v) withdrawals/redemptions from such Portfolio Funds may be subject to withdrawal/redemption charges; (vi) notice deadlines with respect to withdrawals/redemptions from such Portfolio Funds; and (vii) the Fund, as a withdrawing/redeeming investor from such Portfolio Funds, may be required to continue to participate in certain illiquid investments and/or so-called "side pocket" or "designated investments" held by such Portfolio Funds from which the Fund has otherwise determined to withdraw/redeem until such Portfolio Funds determine to distribute the proceeds of such investments.

[11] In making such determinations, Grosvenor relies exclusively on: (i) the Investment Manager's prior, actual practice with regard to Side Pocket Investments; (ii) conversations and other meetings with the Investment Manager; and/or (iii) reports provided by the Investment Manager. Grosvenor ordinarily assumes that an Investment Manager of a Portfolio Fund will not make Side Pocket Investments for such Portfolio Fund unless the governing documents of such Portfolio Fund expressly authorize such Investment Manager to make such investments for such Portfolio Fund. Although Grosvenor believes that it is unlikely, an Investment Manager of a Portfolio Fund may maintain that it has the authority to make, and may in fact make, Side Pocket Investments for such Portfolio Fund even though the governing documents of such Portfolio Fund do not expressly authorize such Investment Manager to make such investments.

[12] An Investment Manager of a Portfolio Fund may maintain that it has the authority to make, and may in fact make, Side Pocket Investments for such Portfolio Fund even though Grosvenor reasonably expects that such Investment Manager will not make Side Pocket Investments.

APPENDIX A
Oklahoma Police Pension & Retirement System
Private Equity and Venture Capital

General Objective

A premium to the return objective of the traditional equity portfolio to compensate for the loss in liquidity. The portfolio may consist of strategies which when combined, produce a portfolio of complementary areas of focus, industries, stages of financing, vintage year and geographic representation designed to diversify the private equity/venture capital allocation.

Benchmark for measuring value added:

- S&P 500 return plus 500 basis points over a 5-7 year time period

Liquidity

Generally no liquidity for the term of the investment (5-12 years).

Securities and Strategies

Within the Private Equity/Venture Capital investment portfolio, the following securities and/or strategies may be included:

- Seed, Early, and Late Stage Venture Capital
- Small, Mid and Large Market Buyout
- Mezzanine Debt
- Distressed Debt

Both Domestic and International investments are eligible.

Other strategies that improve the potential risk/reward profile of the private equity and venture capital profile may be included.

The private equity investment portfolio should make all attempts to avoid all issues relating to Unrelated Business Taxable Income (UBTI). All post-venture distributions will be forwarded in kind to the appropriate traditional manager to be included in their discretionary portfolio.

Performance Expectations

The private equity investment portfolio shall be expected to meet the following objectives over a 5-7 year time period:

- Internal rates of return greater than those available in the public equity markets.
- Low relative correlation to the broad public equity market.

- IRR of mature partnerships above median for like peers as measured by Venture Economics.

Performance Reviews

The Board of Trustees will meet with your representative at least once every eighteen (18) months, or as deemed necessary by the Trustees. Your investment results will be reviewed quarterly regardless of whether your representative is present. These reviews will focus on:

1. Adherence to your stated objectives.
2. Analysis and comparison of your results to stated objectives and peers.
3. Opportunities available in your relevant market and or strategy.
4. Diversification.

APPENDIX A
Oklahoma Police Pension & Retirement System
Global Fixed Income Manager

General Objectives

The actively managed, global fixed income portfolio may consist of domestic, international, emerging market debt as well as exposure to high yield securities. The manager will have the flexibility to invest in fixed income obligations issued by or guaranteed by national governments, government agencies, supranational organizations, banks and corporations based on their opportunistic views of the market. The portfolio should be managed in a style consistent with the asset manager's other portfolios within the same investment mandate or product. It is incumbent upon the manager to notify the OPPRS if and when any style or process deviations are contemplated.

Assets held in commingled accounts should be managed in a style/strategy consistent with the commingled account's stated objectives and constraints. If assets are held in a commingled account the Board will make its best efforts to utilize funds that are managed in strategies that are generally consistent with this Policy.

Asset Allocation

It is our expectation that the portfolio will generally be invested in the following types of fixed income asset and sector categories:

1. Fixed income obligations issued by or guaranteed by national governments, government agencies, supranational organizations, banks and corporations, in any eligible market.

2. Mortgage-backed securities, including CMOs, issued or guaranteed by any government, Federal agency, or government sponsored entity in eligible markets.

3. Asset-backed securities in eligible markets.

4. Emerging Market Debt

5. High Yield Securities

6. Money market instruments including certificates of deposit, commercial paper, bankers acceptances and floating rate notes.

Diversification

The Board of Trustees recognizes the need for high levels of diversification to minimize the risk of large losses to the Fund. You are charged with the responsibility of maintaining a high level of diversification within your portfolio, which will be monitored by the Board of Trustees.

Liquidity

The Board of Trustees may have the occasional need to draw on a portion of the funds under your management for money to be used in the payment of expenses, claims, or other funding purposes. Prior to any withdrawal, the Board of Trustees will communicate their requirement in such a manner as to allow the greatest amount of time possible for planning purposes.

Performance Expectations

Over a market cycle, this portfolio should outperform the Citigroup World Government Bond Index. Relative performance should be above median over a full market cycle against other similar bond funds as compared to by the Systems' consultant. Although performance expectations are established for an interest rate cycle, performance comparisons to other global fixed income managers will be on an on-going basis.

Performance Reviews

The Board of Trustees will meet with your representative at least once every eighteen (18) months, or as deemed necessary by the Trustees. Your investment results will be reviewed quarterly regardless of whether your representative is present. These reviews will focus on:

1. Your adherence to our guidelines.
2. Review and comparison of your results.
3. Opportunities available in the fixed income markets.
4. Diversification.

Specific Portfolio Limitations and Restrictions

The portfolio shall comply with the following limitations and restrictions:

1. The portfolio shall maintain an average credit quality of AA or higher with a minimum credit rating of at least A- by S&P and/or Fitch, A3 by Moody's.

2. The effective portfolio duration shall not deviate from that of the effective duration of the relevant benchmark by more than +/- 2 years.

3. The base currency shall be the US Dollar.

APPENDIX A
Oklahoma Police Pension & Retirement System
Guidelines High-Yield/Convertibles Strategy

Objective

"Enhanced fixed income" performance earned with controlled risk. Component securities should be true fixed income securities (with the exception of minimal exposure to convertible preferred securities) with respectable yield and meaningful downside protection compared to their market universes. The strategy should concentrate on High Yield & Convertible securities and fixed income obligations (including bank debt) and should be intermediate in maturity. The portfolio should be managed in a style consistent with the asset manager's other portfolios within the same investment mandate or product. It is incumbent upon the manager to notify the OPPRS if and when any style or process deviations are contemplated.

Benchmark for Measuring Value Added

Combination Merrill Lynch Cash Pay High-Yield Master Index/Merrill Lynch All US Convertibles Index, Jefferies Active Convertible International Local Index and the Citigroup High Yield Market Index. However, the broad objective is to outperform the Barclays Capital Aggregate Bond Index.

Guidelines for the active portfolio

	minimum	baseline	maximum
Total High Yield Bonds:	**65%**	**75%**	**85%**
Domestic	60%	65%	80%
European	0%	10%	25%
Total Convertibles:	**15%**	**25%**	**35%**
Domestic	5%	10%	20%
International	5%	10%	20%
High Income	0%	5%	10%

Investments will be made through the commingled vehicles referenced in the matrix below. The matrix below summarizes key aspects of the guidelines of such vehicles as of July 2009. To the extent that there are inconsistencies between the applicable commingled vehicles' governing documents and the matrix set forth below, whether as a result of amendments to such vehicles' guidelines or otherwise, the guidelines of the commingled vehicles shall supersede.

	OCM Convertible Trust	OCM International Convertible Trust	OCM Expanded High Yield Fund, L.P.	OCM High Income Convertible Fund, L.P.
Average Rating:	no limit	no limit	no limit	no limit
Individual Rating:	no limit	No CCC+ or below	Purchases of CCC+ and below capped at 25%; provided that certain securities (e.g., workout securities) are not included for purposes of calculating such 25%	no limit
Liquidity:	max. 10% in unregistered or unlisted securities (other than those exempt from registration or Rule 144A issues)	max. 10% in unregistered or unlisted securities (other than those exempt from registration or Rule 144A issues)	max. 10% in unregistered or unlisted securities (other than those exempt from registration or Rule 144A issues)	max. 10% in unregistered or unlisted securities (other than those exempt from registration or Rule 144A issues)
Security Weighting:	max. 5% per issuer	max. 5% per issuer	max. 3% per issuer	max. 5% per issuer
Industry Weighting:	max. 20%	max. 20%	max. 20%	max. 20%
Futures Option:	not allowed	Only currency contracts and index-based contracts subject to CFTC registration are permissible	not allowed	not allowed
Cash:	max. 35% in non-convertible (including cash and equity)	max. 35% in foreign non-convertible (including cash and equity)	no limit	max. 25% in non-convertible securities or obligations (including cash and equity)

Performance Reviews

The Board of Trustees will meet with your representative at least once every eighteen (18) months, or as deemed necessary by the Trustees. Your investment results will be reviewed quarterly regardless of whether your representative is present. These reviews will focus on:

1. Your adherence to our guidelines.
2. Review and comparison of your results.
3. Opportunities available in the fixed income markets.
4. Diversification.

APPENDIX A
Oklahoma Police Pension & Retirement System
Core Bond Managers

General Objectives

The objective of fixed income is to provide a positive rate of return and to dampen the overall volatility of the System. The portfolio should be managed in a style consistent with the asset manager's other portfolios within the same investment mandate or product. It is incumbent upon the manager to notify the OPPRS if and when any style or process deviations are contemplated.

Asset Allocation

This Fund will be structured as a fixed income fund. You will have complete discretion to determine the proper asset allocation among the approved asset and sector categories including investments such as:

1. U.S. Treasury Securities
2. U.S. Government Agency Securities
3. Mortgage-Back Pass-Through Securities
4. Asset Backed Securities
5. Non-Agency CMO's
6. Money Market Instruments:
   a. Commercial Paper
   b. Certificates of Deposit/Time Deposits
   c. Bankers Acceptances
   d. Floating Rate Notes
7. Corporate Bonds
8. Repurchase Agreements
9. Yankee Bonds

Diversification

The Board of Trustees recognizes the need for high levels of diversification to minimize the risk of large losses to the Fund. You are charged with the responsibility of maintaining a high level of diversification within your portfolio, which will be monitored by the Board of Trustees.

The following specific limitations reflect, in part, the Trustee's current investment policy regarding diversification of assets:

1. No fixed income investment in any one issue shall be in excess of 5% of the outstanding fixed income obligations of the issuer.

2. Not more than 4% of the total market value of the portfolio shall be invested in fixed income securities of any one issuer, except U.S. Government and Agency Obligations.

Liquidity

The Board of Trustees may have the occasional need to draw on a portion of the funds under your management for money to be used in the payment of expenses, claims, or other funding purposes. Prior to any withdrawal, the Board of Trustees will communicate their requirement in such a manner as to allow the greatest amount of time possible for planning purposes.

Performance Expectations

Over a market cycle, this Fund should outperform the Barclays Capital Index. Relative performance should be above median over a full market cycle against other bond funds as compared to by the Systems' consultant. Although performance expectations are established for an interest rate cycle, performance comparisons to other domestic fixed income managers will be on an on-going basis.

Performance Reviews

The Board of Trustees will meet with your representative at least once every eighteen (18) months, or as deemed necessary by the Trustees. Your investment results will be reviewed quarterly regardless of whether your representative is present. These reviews will focus on:

1. Your adherence to our guidelines.
2. Review and comparison of your results.
3. Opportunities available in the fixed income markets.
4. Diversification.

Specific Portfolio Limitations and Restrictions

The Board of Trustees requires that you comply with the following limitations and restrictions:

1. Investment in corporate bonds shall only be in those companies rated investment grade by at least two of three rating agencies (Standard & Poors, Moody's and/or Fitch).

2. If a bond's rating is downgraded below investment grade by two of the three ratings agencies (S&P, Moody's and/or Fitch), the investment manager must notify the Board immediately in writing if he or she recommends the security should be held in the portfolio and include the proposed strategy for handling this situation.

3. The Portfolio shall be required to maintain an average credit quality of A+ or higher.

4. Average option adjusted duration of the portfolio shall stay within a range of +/- 20% of the option-adjusted duration of the relevant benchmark.

5. Investment in commercial paper or other similarly rated security shall be made only if such paper or security is rated P1 by Moody's or A1 by Standard & Poor's or better.

6. There shall be no investments in non-dollar denominated securities.

APPENDIX A
Oklahoma Police Pension & Retirement System
Guidelines for Managed Futures Portfolio

General Objectives

Commodities/Managed Futures: The objective of this portion of the portfolio is intended to capture the returns associated with investment in the futures market in excess of the return as measured by the CSFB Tremont Global Macro Index. This portion of the portfolio is intended to have low correlation to the broad equity and fixed income market, acting to further diversify the overall portfolio.

Liquidity

Managed Futures: Monthly liquidity with 10 days notice.

Securities and Strategies Allowed

Within the alternative investment portfolio, the following securities and/or strategies are allowed:

- Short-Selling
- Leverage
- Concentrated portfolios
- Illiquid securities

Futures, options and other derivatives
Traditional equity and fixed income
Securities as well as currencies
Commodities, Timber, Real Estate

The alternative investment portfolio should make all attempts to avoid all issues relating to Unrelated Business Taxable Income (UBTI).

Performance Expectations

Managed Futures: A premium to the return associated with investment in the futures market as measured by the CSFB Tremont Global Macro Index. The CSFB Tremont Global Macro Index shall be used as a relative benchmark over a full market cycle.

Performance Reviews

The Board of Trustees will meet with your representative at least once every eighteen (18) months, or as deemed necessary by the Trustees. Your investment results will be reviewed quarterly regardless of whether your representative is present. These reviews will focus on:

1. Your adherence to our guidelines and your stated objectives.
2. Analysis and comparison of your results to stated objectives and peers.
3. Opportunities available in your relevant market and or strategy.
4. Diversification.

APPENDIX A
Oklahoma Police Pension and Retirement System
Low Volatility Hedge Fund of Funds
Investment Policy Statement

Fund or Separate Account Name: Newport Mesa, LLC

General Objectives

The objective of this portfolio is to provide an uncorrelated return stream to traditional fixed income investments with similar volatility over a full market cycle. This portfolio is designed to provide absolute return with low correlation to the existing equity and fixed income investments of the Oklahoma Police Pension and Retirement Fund ("the Fund"). The portfolio is expected to primarily consist of various hedge fund strategies, which, when combined, will produce positive absolute returns with low volatility and low correlation and beta to other investment strategies of "the Fund."

Portfolio Type

Multi-Manager, Multi-Strategy diversified portfolio

Performance Expectations

The portfolio has a targeted expected return of LIBOR + 350-450 basis points and a targeted standard deviation expected to approximate the standard deviation of the Barclays Capital Aggregate Index over a full market cycle. The portfolio should exhibit little or no correlation with most debt and equity indices and should attempt to minimize correlation among the underlying managers.

Eligible strategies will include convertible bond arbitrage, equity market neutral, sovereign debt and mortgage hedging, merger arbitrage, credit hedging, distressed, and long/short equity hedge funds.

While it is understood that the beta adjusted net market exposure of the long/short equity allocation will fluctuate, the expectation is that the long/short equity allocation will maintain an average beta of 0.30 or less over a full market cycle.

Restrictions

Newport Mesa, LLC, shall not borrow funds or purchase any asset that is treated as an equity interest in a partnership or other pass through entity for federal income tax purposes.

Long/Short strategies will be managed in a conservative manner in respect to market directionality – the overall long/short equity portfolio composite will not exceed 30% of the overall portfolio.

Liquidity

No Initial Lock-Up
Redemptions – Quarterly with 60 days notice
Contributions – Monthly with 10 days notice

Diversification

This portfolio is expected to be diversified across a variety of strategies and managers.

The number of underlying managers in the portfolio may not exceed 55. If, at any time, the manager should believe that it would be in the best interest of "the Fund" to raise the maximum limitation above 55 managers, the manager must notify the Board of Trustees in writing and provide a recommendation and basis for modifying this guideline.

The portfolio will be diversified by strategy and by underlying managers within each strategy allocation. The allocation to any one manager shall not exceed 5% of the total portfolio at cost. In the event a single underlying manager's allocation reaches 7% of the market value of the overall portfolio, the "manager" (PAAMCO) is required to rebalance the portfolio back to within the 5% cap.

Portfolio Reporting Guidelines:

On a **monthly** basis, the Investment Manager shall provide the following information on this Portfolio:

a. Beginning and end of month portfolio balances
b. Contributions/withdrawals
c. % return of overall portfolio (monthly, quarterly, 1, 3 and 5 years)
d. % return by strategy (monthly, quarterly, 1, 3 and 5 years)
e. % return by manager (monthly, quarterly, 1, 3 and 5 years)

On a **quarterly** basis, the Investment Manager shall provide the following information:

1. Adviser Level
    a. Any changes in key personnel of PAAMCO.
    b. Changes in assets under management for PAAMCO.
    c. Total assets managed by PAAMCO in similar style.
    d. Clients gained or lost.
    e. Changes in ownership of PAAMCO.

2. Portfolio Strategy Level
    a. Percentage of this portfolio allocated to each individual strategy.
    b. Amount of leverage being used in each strategy.
    c. Names of managers by strategy and dollars allocated to each.

3. Underlying Manager Level

a. List of underlying managers with brief description of strategy utilized by manager.
b. Average amount of leverage used by each underlying manager during quarter.
c. Any changes in key personnel of underlying managers.
d. Changes in assets gained or lost by underlying managers.
e. Changes in investment philosophy or major strategies of underlying managers.
f. Changes in ownership at the underlying manager level.

4. Security Level
   a. Top 5 holdings per strategy.

APPENDIX A
Oklahoma Police Pension & Retirement System
Real Estate Manager

General Objectives

The investment management style and process of each manager is important because of the manner in which each style blends with the structure of the total Plan; therefore, adherence to this discipline is a critical issue. The portfolio should be managed in a style consistent with the asset manager's other portfolios within the same investment mandate or product. It is incumbent upon the manager to notify OPPRS if and when any style or process deviations are contemplated.

The real estate portfolio is designed with a core mandate: investments in real estate properties will be broadly diversified geographically, by property type, and number of properties. Income and appreciation are dual considerations, however more emphasis will be placed on high quality, income-producing properties in the portfolio. It is expected that the income component will compromise the majority of the portfolio’s total return. The manager should not assume excessive risk in terms of developmental properties or leverage utilized.

Liquidity

Generally quarterly, with 45 days advance notice required.

The Board of Trustees may have the occasional need to draw on the portion of the funds under your management for money to be used in the payment of expenses, claims, or for other funding purposes. Prior to any withdrawal, the Board of Trustees will communicate their requirements in such a manner to allow the greatest amount of time possible for planning purposes.

Liquidity of the Columbus Square building is property specific and dependent upon local market conditions.

Diversification

The Board of Trustees recognizes the need for high levels of diversification to minimize the risk of large losses to the Fund. Investments in real estate properties will be broadly diversified by geography, property type and the number of properties.

Specific Portfolio Guidelines

The manager should employ adequate procedures to minimize potential conflicts of interest.

The manager must be a Registered Investment Advisor or otherwise qualified under ERISA to manage pension monies.

The manager’s investment vehicle should be a fund of adequate size such that the Oklahoma Police Pension & Retirement System owns no more than 10% of the pooled fund’s total assets under management.

The manager should not assume excessive risk in terms of raw land, developmental projects or leverage on properties owned.

The real estate portfolio currently includes an investment in a single property, which contains the System's administrative offices. The purpose of this investment is to provide office space for the System while generating a return competitive with like properties within the local market.

Performance Expectations

Real Estate portfolios should outperform the broad based NCREIF ODCE Index over a market cycle. Relative performance should be above median over a market cycle when compared to relevant peer groups. Although performance expectations are established for a market cycle, performance comparisons to relevant peer groups will be on an on-going basis.

Performance Reviews

The Trustees will meet with your representative at least once every eighteen (18) months, or as deemed necessary by the Trustees. Your investment results will be reviewed quarterly regardless of whether your representative is present. These reviews will focus on:

1. Adherence to our guidelines and your stated objectives.
2. Review and comparison of your results.
3. Opportunities available in the real estate markets
4. Diversification

APPENDIX A
Oklahoma Police Pension & Retirement System
Securities Lending Cash Collateral Investment Guidelines

Fund Name: BNY/Mellon Pooled Employees Securities Lending Overnight Fund

While the collective investment vehicles maintained or managed by the Lending Agent or its affiliates for the investment of cash Collateral (including the POOLED EMPLOYEES SECURITIES LENDING OVERNIGHT FUND) are currently accounted for based upon a $1.00 net asset value per unit, there is no guarantee that such accounting treatment shall continue since the vehicle's governing instruments permit a change to account for fund assets on a marked to market basis, or that even if a $1.00 net asset value is utilized, that there will not be differences from time to time between $1.00 and the underlying fair market value of the net assets attributable to such unit.

Portfolio Management:

The Pooled Employees Securities Lending Overnight Fund (the "Portfolio") will be managed in accordance with the following **Investment Objective and Policies:**

The investment objective of the Portfolio is the maximization of current income to the extent consistent with the preservation of capital and the maintenance of liquidity. In seeking to achieve that objective, the Portfolio invests directly and indirectly, including through the use of repurchase and reverse repurchase agreements, in the following Investments:

- securities issued or fully guaranteed by the U.S. Treasury, the United States government or any agency, instrumentality or authority of the United States government or United States government sponsored agencies or sponsored corporations;

- corporate debt securities having a minimum short-term rating of A-1 by Standard & Poor's or P-1 by Moody's or, a long-term rating of A3 by Moody's Investor Service or A- by Standard & Poor's and, in any event, if rated by more than one such nationally recognized statistical rating organizations (each a "NRSRO") the lower rating shall prevail;

- fixed, floating, or variable rate commercial paper, notes, bonds and other debt obligations (including promissory notes, funding agreements and guaranteed investment contracts) whether or not registered under the Securities Act of 1933, as amended (the "Securities Act") having a minimum credit rating of A-1 by Standard & Poor's or P-1 by Moody's Investor Service; or, a long-term rating of A3 by Moody's Investor Service or A- by Standard & Poor's and, in any event, if rated by more than one such NRSRO, the lower rating shall prevail;

- asset-backed securities having a minimum short-term rating of A-1 by Standard & Poor's or P-1 by Moody's or, a long-term rating of AAA by Moody's Investor Service or Aaa by

Standard & Poor's and, in any event, if rated by more than one such NRSRO, the lower rating shall prevail;

- certificates of deposit, time deposits and other obligations of U.S. banks, their branches and subsidiaries. The banks must be rated at least A3 by Moody's Investor Service or A- by Standard & Poor's and if rated by more than one such NRSRO, the lower rating shall prevail;

- securities, units, shares and other participations in money market funds, short-term investment funds, pools or trusts (including money market mutual funds, and short-term investment funds, pools, trusts and commingled funds managed by The Bank of New York Mellon or an affiliate);

- repurchase agreements subject to a minimum of 102% collateralization with daily updated valuation and collateralized by securities of the types described herein, and equity securities.

All credit rating set forth herein shall be applicable at time of purchase.

In no event will the Portfolio invest directly in Investments with a maturity of greater than one business day. For the avoidance of doubt, repurchase agreements shall not be deemed to constitute "direct" investments by the Portfolio in the purchased securities.

The Portfolio may not invest more than 5% of its total assets, measured at the time of investment, in the securities of any one issuer with the exception of repurchase agreements, money market funds, instruments issued or fully guaranteed by the U.S. government, federal agencies, or sponsored agencies or sponsored corporations or short-term investment funds, pools, trusts and/or commingled funds managed by The Bank of New York Mellon or an affiliate.

The Bank of New York Mellon may not be a direct party in any swap, futures and/or option transactions.

Investments shall not include direct investments by the Portfolio in asset backed securities and/or collateralized debt obligations backed by sub-prime mortgages or sub-prime mortgage securities (for the avoidance of doubt, repurchase agreements shall not be deemed to constitute "direct" investments by the Portfolio in the purchased securities).

Counterparties (including counterparties to repurchase agreements) must be determined to be credit worthy by The Bank of New York Mellon.

No assurance can be given that the Portfolio will achieve its investment objective. The Portfolio is not a registered money market fund and no assurance can be made that it will maintain a stable unit value of $1.00.