

AGENDA
Retirement Plan for CTA Employees – Board of Trustees
February 26, 2009

1. Meeting will be called to order at 9:30 a.m., at the National City Bank, One North Franklin, on the 24th floor.
2. Roll call
3. Consideration of the Minutes of the January 22, 2009 Meeting.
4. General Administration Subcommittee Issues
 - a.) Announcements of deaths reported since last meeting
 - b.) Presentation of pre-retirement allowances for approval
 - c.) Presentation of new retirement applications for approval
 - d.) Return to work from disability allowances
 - e.) Retirement applications revoked
 - f.) Presentation of death benefits for approval
 - g.) Presentation of refunds of contributions for approval
 - h.) Presentation of bills and remittances for approval
5. Investment Subcommittee Issues
 - a.) Update
6. Real Estate Subcommittee Issues
 - a.) Update
7. Old Business
 - a.) 401h Contribution
 - b.) Part-Time Board Members
 - c.) Legal Services
 - d.) Actuarial Services
 - e.) Healthcare Audit
 - f.) SB1635/HB2449
8. New Business
 - a.) Plan Counsel Hourly Rates
 - b.) Repayment of Refunds of Contributions
9. Executive Session
 - a.) Litigation
 - b.) Personnel Issues
10. Adjournment

**Meeting of the Retirement Plan for CTA Employees
Board of Trustees**

10 S. LaSalle Street
Suite 1100
Chicago, IL 60603

Meeting Minutes

A regular meeting of the Board of Trustees of the Retirement Plan for CTA Employees was held on February 26, 2009 at One North Franklin. The Chairman and the Executive Director were present.

A roll call was taken indicating that the following members were present:

John Burkard
Donald Franklin
Bryant Alexander as an alternate for Robert Kelly
Carlos Acevedo as an alternate for Darrell Jefferson
Theresa Mintle
Gia Morris
Lynn Sapyta
Paul Sidrys
Michael Simmons
Darryle West
Peter Xilas

Appearing on behalf of the Retirement Plan was Richard Burke, of Burke, Warren, MacKay, & Serritella.

On a motion by Mr. Simmons, the Board approved the minutes from the January 22, 2009 meeting.

General Administration Subcommittee Items

Mr. Simmons presented for approval items 4 (a) through 4 (h), including the death reports since last meeting, pre-retirement allowances, new retirement applications, return to work from disability allowance, disability summary, election of deferred vested old age retirement allowance, death benefits, refunds of contributions, bills and remittances. The total amount of bills and remittances including federal income tax for the month was \$8,822,512.28.

On a motion by Ms. Morris, the Board of Trustees approved the General Administration Subcommittee items.

Real Estate Subcommittee Items

Mr. Kallianis updated the Committee that BlackRock Carbon Capital and Ascendance Partners were both added to the Real Estate portfolio and that Walton Street and Square Mile were still being reviewed by the Townsend Group.

On a motion by Ms. Sapyta, the Board deferred action on items 5, 7a-f, 8a-b and 9.

On a motion by Mr. Sidrys, the Board voted to recess and reconvene the meeting on Friday, February 27, 2009 at 181 W. Madison at 9:30am.

The meeting of the Board of Trustees of the Retirement Plan for CTA Employees was reconvened on February 27, 2009 at Northern Trust Bank, 181 West Madison. The Chairman and the Executive Director were present.

A roll call was taken indicating that the following members were present:

Donald Franklin
Robert Kelly
Dan Hrycyk as an alternate for Darrell Jefferson
Theresa Mintle
Gia Morris
Lynn Sapyta
Paul Sidrys
Michael Simmons
Darryle West
Peter Xilas

Appearing on behalf of the Retirement Plan was Richard Burke, of Burke, Warren, MacKay, & Serritella. Joe Burns of Jacobs, Burns, Orlove, Stanton and Hernandez appeared on behalf of the Union Trustees. Andrew A. Malahowski and John A. Doerrer appeared on behalf of the RTA Trustee. Eugene Munin and Judith Kelley appeared on behalf of the CTA Trustees. Also present, Ivory Day of Gray and Company and Alex Rivera of GRS.

Investment Subcommittee Items

Mr. Day updated the Committee that the estimated return for the year would be approximately -12.76%. The plan continues to out perform the benchmark. Mr. Day revealed some statistics about market volatility and informed the Board that year end 2008 results would be forthcoming at a later meeting. Ms. Mintle pointed out the wisdom of investing the bond proceeds in fixed income and not investing in the market over the past few months.

Old Business

Mr. Rivera provided an update for the 401H account. GRS had estimated that the 401h account ran out of money some time in the last week of 2008. There was discussion around this issue and the issue of what subrogation and prescription rebates could mean for the 401h account.

Mr. Kallianis then gave the Board a brief update on the status of the healthcare audit being done by Hill Taylor. Mr. Kallianis described the data that had been provided by BCBS and let the Board know we were still waiting for Caremark data. There were questions about the availability of data from providers.

Ms. Sapyta made a motion was made to fund the 401h account for six months, which would amount to approximately \$10M. Ms. Morris seconded the motion and the Board approved the motion.

The issue of Part Time union board members was deferred.

Mr. Kelly provided a brief update on the status of the legislation that was put forward in Springfield.

Mr. Kallianis presented to the Board a letter from Dick Burke requesting a change in the hourly rate from \$218 to \$250. This issue was deferred.

There was discussion about the repayment of refunds program adopted several years ago. Mr. Kelly made a motion to extend the payment terms for an extra year. This motion was seconded by Mr. Simmons. The motion was amended by Mr. Kelly to make the last day of April, 2010 the deadline for repayment of refunded contributions. The motion was seconded by Ms. Sapyta and approved by the Board.

Mr. Kelly then made a motion to go into executive session for the purpose of discussing litigation related to the Plan. The motion was seconded by Ms. Sapyta and approved by the Board. The Board then went to Executive Session.

Ms. Mintle reconvened the Full Board meeting and reported that the Board had received a report on litigation in Executive Session.

On a motion by Ms. Sapyta, the Board adjourned.