

MINUTES OF THE
EXECUTIVE COMMITTEE
MEETING HELD
THURSDAY, APRIL 29, 2010 – 9:00 A.M.

Present: Committee Members John Casey
Thomas Hoffman
Fred Montgomery, via telephone
Ronald Powell

Board Members James Clayborne, Jr., via telephone
Daniel Hynes

Staff William Atwood
Emily Reid
Linsey Schoemehl
Katherine Spinato

Guest State Retirement Systems
Tim Blair
Marquette Associates
Brian Wrubel, via telephone
Tim Hamann
Elizabeth Francis
Reinhart Boerner, Van Deuren
Keith Johnson
Alicia Mohn
Office of the Comptroller
G. Allen Mayer

ROLL CALL

Chairman Powell called the meeting to order at 9:00 a.m. The Secretary called the roll and noted that a quorum was present.

Chairman Powell stated that the purpose of the meeting was twofold: 1) to discuss proposed legislation relating to fiscal year 2011 funding of the pension systems and 2) to discuss corporate governance relating to Massey Energy.

Mr. Casey moved to approve Committee Member Montgomery and Board Member Clayborne's participation via telephone. Judge Hoffman seconded and the motion passed unanimously.

Director Atwood conducted a detailed review of the proposed funding for the pension systems. The Director referred the Committee Members to a memorandum dated April 28, 2010 "Pension Fund Resolution, draft resolution, draft legislation, a draft Resolution by the State Employees' Retirement System, copy of a letter being distributed to the Illinois General Assembly from the Teachers Retirement System of Illinois and a memorandum "Proposed State Funding of Fiscal Year 2011 Pension Obligation" dated April 28, 2010 from Marquette Associates.

Comptroller Hynes reported on the proposed pension funding discussion held at the State Employees' Retirement System meeting held April 27, 2010.

Following lengthy and detailed discussion, Judge Hoffman moved to instruct Director Atwood to write a letter in consultation with the Chairman and ISBI's legal counsel outlining the Board's opposition and reasons for opposition to all members of the Illinois General Assembly and adopt the following Resolution:

BE IT RESOLVED, the Illinois State Board of Investment ("ISBI") opposes any borrowing plan which transfers assets other than cash or has the remote possibility of jeopardizing ISBI's qualified status under the Internal Revenue Service Code. ISBI advocates for the funding of the State of Illinois' retirement systems by use of conventional means which are open and transparent, and which have proven to be historically successful.

Mr. Casey seconded and the motion passed unanimously. (Official minutes contain attachments.)

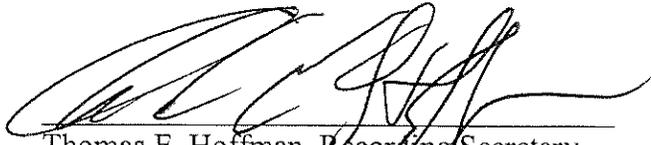
Director Atwood referred the Committee Members to a memorandum "Massey Energy Company" dated April 28, 2010, and initiated review. Following review and discussion, Mr. Casey moved to authorize the Executive Director, in consultation with the Chairman, in the event that Risk Metrics Group fails to recommend withhold votes for the Massey directors, to withhold votes on the three directors up for re-election at the Massey 2010 annual meeting of shareholders. Judge Hoffman seconded and the motion passed unanimously. (Official minutes contain attachment.)

Director Atwood stated that any action taken would be reported at the next Board meeting.

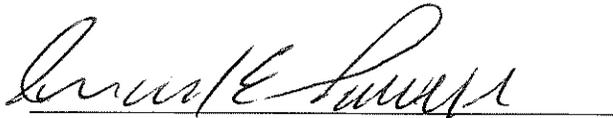
NEXT MEETING AND ADJOURNMENT

At 9:45 a.m., there being no further business to come before the Committee, Judge Hoffman moved to adjourn. Mr. Casey seconded and the motion passed unanimously.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'T. E. Hoffman', written over a horizontal line.

Thomas E. Hoffman, Recording Secretary
Illinois State Board of Investment

A handwritten signature in black ink, appearing to read 'Ronald E. Powell', written over a horizontal line.

Ronald E. Powell, Chairman
Illinois State Board of Investment