

STATE OF DELAWARE

INVESTMENT COMMITTEE MEETING MINUTES

February 12, 2013

The Investment Committee met at Walker's Mill at 8:30 a.m. on February 12, 2013. Present were Committee members, George J. Saxon, Chair, Nancy Shevock, Philip S. Reese, Clark Phippen and Mark Stalnecker. Also present were Robert D. Gooderham, Garry A. Musto, David C. Craik, Jeffrey Hoover, Seth J. Yablonovitz, Sara E. Williams and Linda M. Drew. A. Dale Stratton participated in a non-voting capacity via teleconference call. Present for portions of the meeting was Ann Marie Johnson.

Minutes of the January 29, 2013 Investment Committee meeting were approved with corrections.

Mr. Reese moved, Mr. Stalnecker seconded, and the Committee unanimously approved a motion to enter Executive Session at 8:35 a.m. to consider sensitive commercial information, proprietary business information, trade secrets and confidential financial information.

The Committee returned to public session at 11:55 a.m. by unanimous vote, on the motion of Mr. Phippen, seconded by Mr. Reese.

On the motion of Mr. Stalnecker, seconded by Mr. Reese, the Committee voted to recommend that the Board by poll vote approve the following re-allocation moves:

1. Withdraw the balance of the T. Rowe Price High Yield bond account (approximately \$140 million) with the liquidation method to be determined with input from the manager.
2. Allocate the proceeds to the Oaktree International Convertible account with the timing of the allocation to be determined with input from the manager

Mr. Gooderham reviewed the 12/31/12 investment report for the Volunteer Firefighters Plan.

There being no further business to come before the Committee, the meeting was, on the motion of Mr. Stalnecker, seconded by Mr. Reese and unanimously approved, adjourned at 12:00 noon.

Respectfully submitted,

/S/Robert D. Gooderham

Robert D. Gooderham
Executive Secretary

/S/George J. Saxon _____
George J. Saxon, Chairperson