

**CITY OF POMPANO BEACH
GENERAL EMPLOYEES' RETIREMENT SYSTEM
INVESTMENT PERFORMANCE ANALYSIS
THIRD QUARTER 2012**

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GENERAL EMPLOYEES' RETIREMENT SYSTEM**

INVESTMENT PERFORMANCE ANALYSIS

SEPTEMBER 30, 2012

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Executive Summary

CITY OF POMPANO BEACH GENERAL EMPLOYEES' RETIREMENT SYSTEM

Quarter Ending September 30, 2012

I. MARKET ENVIRONMENT

Index	Third Quarter	1 Year	3 Year
Standard & Poor's 500 Index	6.4%	30.2%	13.2%
MSCI EAFE Index (Net)	6.9%	13.8%	2.1%
NCREIF Index	2.3%	11.0%	10.9%
CSFB Hedge Index	2.1%	3.0%	2.8%
Barclays U.S. Aggregate	1.6%	5.2%	6.2%
91 Day Treasury Bills	0.0%	0.1%	0.1%
Consumer Price Index	0.8%	2.0%	2.3%

The third quarter of 2012 found stocks back in rally mode, with most equity markets yielding smart gains in spite of multiple headwinds. The U.S. economy continues to underperform in its recovery from the recent recession; real GDP grew at a weak 1.3% annual rate during the second quarter, a notable slowdown from fourth quarter 2011's 4.1% and first quarter 2012's 2.0%. Job growth through the end of the third quarter could not bring the official U.S. unemployment rate below its quarter-end 8.1% rate. Despite some commodities price volatility, the Consumer Price Index only rose 0.8% in the third quarter.

Equities: The U.S. stock market rallied with the S&P 500 posting a 6.4% return in the third quarter. Large-cap stocks outperformed small-cap, but micro-cap stocks outdistanced larger issues (Wilshire US Large Cap, 6.3%; Wilshire US Small Cap, 5.2%; Wilshire US Micro Cap, 7.3%). As befits a rally, growth-oriented stocks outperformed value-oriented equity (Wilshire US Large Growth, 6.3%; Wilshire US Large Value, 6.2%; Wilshire US Small Growth, 5.2%; Wilshire US Small Value, 5.1%). The market's third quarter rally was broad based, with all economic sectors advancing. Utilities, the worst performing sector, posted a 0.6% total return for the quarter. The Energy sector was the best performer in the third quarter, up 10.0%, but remains a laggard year-to-date, up only 6.7% versus 16.0% for the broader stock market.

Fixed Income: With the Federal Reserve holding fast on low interest rates and buying mortgage-backed paper to spur the job market, bond investors accelerated their move into riskier asset spaces, snapping up higher-yielding corporate paper whether investment-grade or "junk". The stock markets' rally in the third quarter nudged Treasury yields higher until mid-September, when news of QE3 (quantitative easing) drove yields back down. At the end of the third quarter, the yield on two-year Treasuries had fallen to 0.2%, while the bellwether ten-year Treasury yield ticked down to 1.7%. The yield on thirty-year Treasuries, on the other hand, actually rose to 2.8%.

Alternatives: With a basket of concerns facing investors around the globe, assets continued to pour into the perceived safety of alternative strategies. At the end of 3Q12, hedge fund capital increased by another \$80 billion, bringing total assets within the industry to a record \$2.19 trillion (*The Hedge Fund Journal*). U.S. institutional investors have also turned to real asset allocations including real estate, infrastructure, and commodities. Real assets are often viewed as less sensitive to rising interest rates than bonds and as a potential hedge against future inflation. The California Teacher's Retirement System (CALSTERS) just committed \$150 million into local infrastructure and made its first of 4 investments in October 2012. CALSTERS representatives claim their support of local projects will put 600 more Californians to work and that the investment reflects their commitment to the California economy (*P&I Online*).



II. Live Universe Comparisons and Reporting

Wilshire Public Plan Sponsor Universe



Number of Plans	170
Median Size	\$85.2 Million
Total Assets	\$498.1 Billion
Total Plans over \$1 Billion	30
Total Plans between \$100 - \$1,000 Million	49
Total Plans between \$20 Million - \$100 Million	60
Total Plans under \$20 Million	31

About Wilshire Associates

The Wilshire Cooperative is collaboration between Wilshire Associates and more than 60 independent investment consulting firms. Wilshire provides advanced performance measurement and attribution reporting systems to participating firms while Cooperative members provide asset and performance data for their sponsor clients. These are then pooled into peer groups for comparative purposes. Today, the Wilshire Cooperative is the standard utilized by over 1300 plan sponsors with assets over \$743 billion dollars.

Our Universe Comparisons

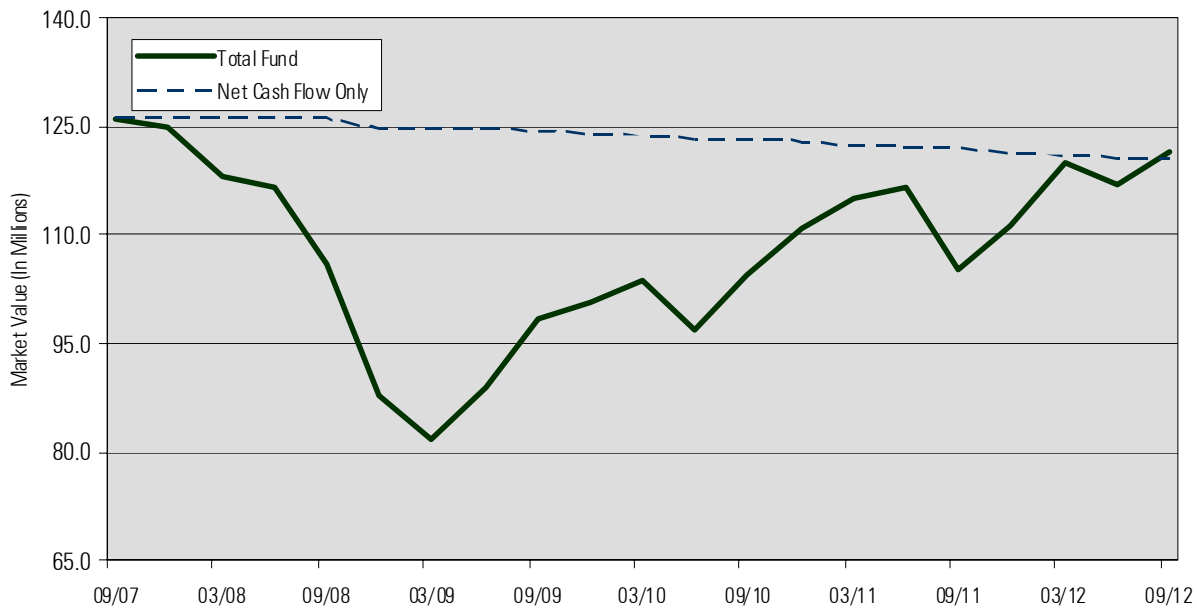
As a Wilshire affiliate, we are granted access to large and diverse peer comparisons, including total fund, portfolio-level, and style-based universes. The Wilshire Public Fund Universe (above) includes the actual, live results of over 170 public pension systems across the country. These are real public funds who face similar investment restrictions and guidelines to your own. These peer-to-peer performance comparisons are critical to the evaluation process.

Our Reporting

Unique to Southeastern Advisory Services is our customized reporting platform. We have the ability to accurately calculate performance against virtually any benchmark, comparison or metric. These industry-leading tools include sophisticated attribution analyses and holdings-based style and characteristic analysis. Our goal is to deliver a clear, easily-understood picture of performance that fairly assesses the effectiveness of your investment policy, strategy and managers. Each performance report is fully-customized based on your input. We welcome your requests and suggestions.



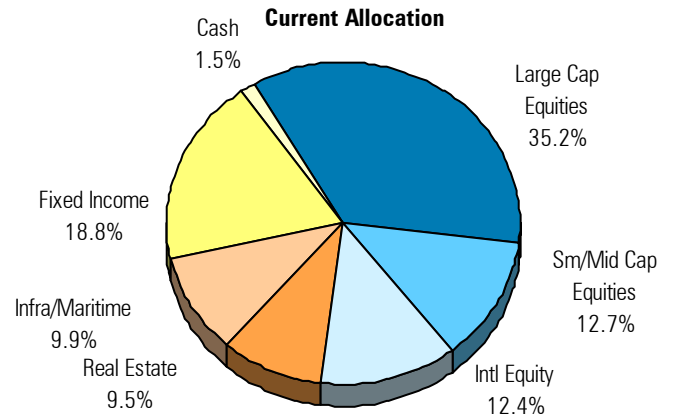
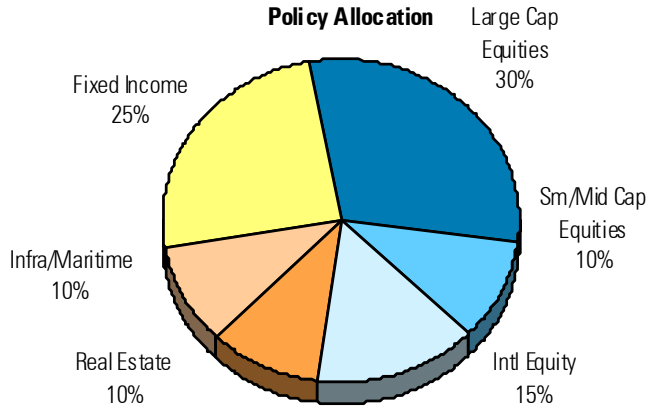
III. PORTFOLIO GROWTH- PERIOD ENDED SEPTEMBER 30, 2012



Period Ending	Beginning Value \$(000)	Net Cash Flow	Net Gain/Loss	Ending Value \$(000)	Quarterly Return	Fiscal Yr Return
Sep-07	123,385	-32	2,874	126,227	2.4%	16.3%
Dec-07	126,227	104	-1,534	124,797	-1.2%	
Mar-08	124,797	1	-6,647	118,150	-5.3%	
Jun-08	118,150	-12	-1,468	116,671	-1.2%	
Sep-08	116,671	-210	-10,276	106,185	-8.8%	-15.8%
Dec-08	106,185	-1,328	-17,143	87,713	-16.3%	
Mar-09	87,713	-84	-5,993	81,636	-6.8%	
Jun-09	81,636	12	7,153	88,801	8.8%	
Sep-09	88,801	-212	9,915	98,504	11.6%	-5.3%
Dec-09	98,504	-475	2,523	100,552	2.6%	
Mar-10	100,552	-219	3,343	103,676	3.4%	
Jun-10	103,676	-456	-6,139	97,081	-5.6%	
Sep-10	97,081	32	7,418	104,530	7.3%	7.5%
Dec-10	104,530	-377	6,867	111,021	6.8%	
Mar-11	111,021	-548	4,484	114,956	3.9%	
Jun-11	114,956	-181	1,757	116,532	1.6%	
Sep-11	116,532	-19	-11,114	105,400	-9.2%	2.5%
Dec-11	105,400	-994	6,805	111,211	6.5%	
Mar-12	111,211	-148	8,883	119,946	8.0%	
Jun-12	119,946	-420	-2,715	116,812	-2.1%	
Sep-12	116,812	0	4,691	121,503	4.2%	17.5%
Total	126,227	-5,534	811	121,503	3.9%	
Absolute Return Objective:						8.0%

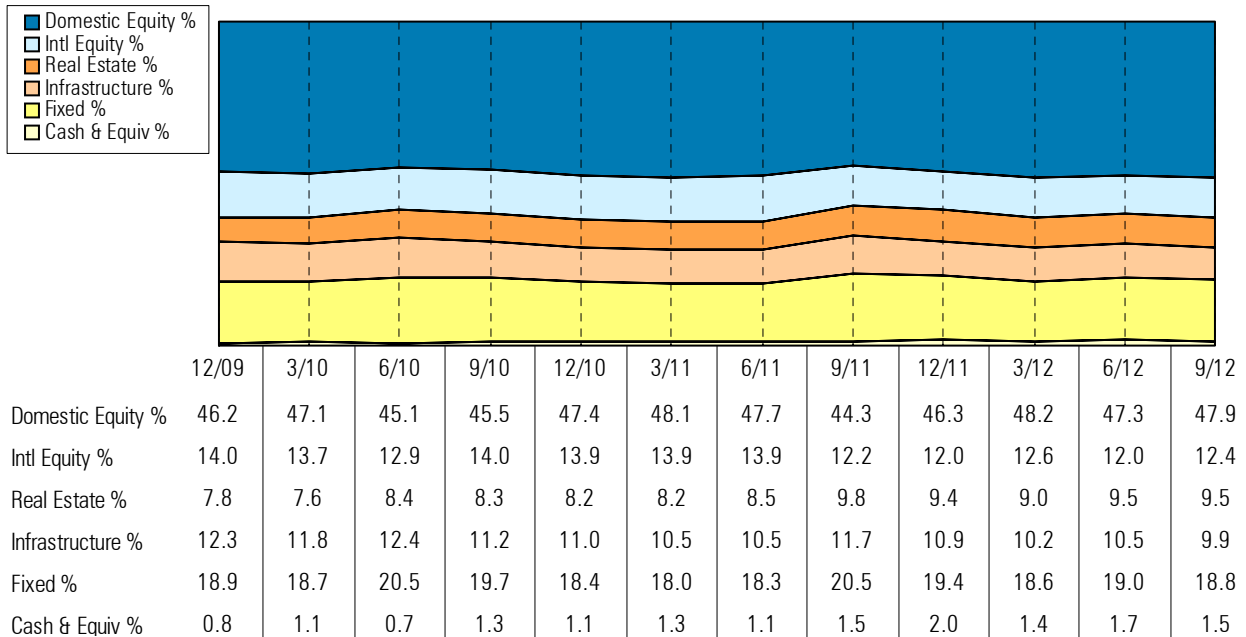


IV. ALLOCATION OF ASSETS



Asset Class	Target Range	Quarter End Allocation	Median Public Plan
Domestic Equity Securities	25%-55%	47.9%	45.7%
Intl Equity Securities	10%-25%	12.4%	12.3%
Real Estate	5%-15%	9.5%	5.1%
Fixed Income Securities	15%-35%	18.8%	28.9%
Infrastructure	5%-20%	9.9%	0.0%
Cash Equivalents	N/A	1.5%	8.0%

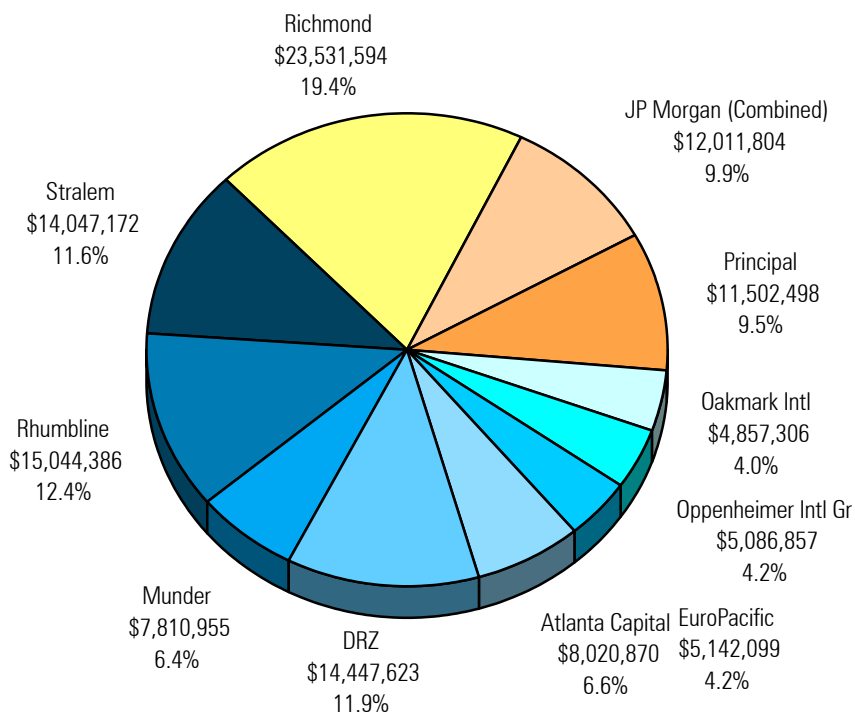
Historical Asset Allocation



Manager	Dom. Equity	Intl Equity	Real Estate	Infrastructure	Fixed Inc	Cash
DePrince, Race, and Zollo	97.7%	0.0%	0.0%	0.0%	0.0%	2.3%
Rhumblin	100.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Stralem Large Cap	96.8%	0.0%	0.0%	0.0%	0.0%	3.2%
Munder Capital	98.5%	0.0%	0.0%	0.0%	0.0%	1.5%
Atlanta Capital	97.3%	0.0%	0.0%	0.0%	0.0%	2.7%
EuroPacific Growth	0.0%	100.0%	0.0%	0.0%	0.0%	0.0%
Oakmark International	0.0%	100.0%	0.0%	0.0%	0.0%	0.0%
Openheimer Intl Growth	0.0%	100.0%	0.0%	0.0%	0.0%	0.0%
Principal U.S. Property	0.0%	0.0%	100.0%	0.0%	0.0%	0.0%
JP Morgan Infrastructure	0.0%	0.0%	0.0%	100.0%	0.0%	0.0%
JP Morgan Maritime	0.0%	0.0%	0.0%	100.0%	0.0%	0.0%
Richmond Capital	0.0%	0.0%	0.0%	0.0%	96.9%	3.1%
Total Fund	47.9%	12.4%	9.5%	9.9%	18.8%	1.5%



V. MANAGER ALLOCATION AND CASH FLOWS- Quarter ending September 30, 2012



Manager	Beginning Value	% Alloc	Cash In	Cash Out	Gain/Loss	Ending Value	% Alloc
DePrince, Race, and Zollo	\$13,572,052	11.6%	\$0	\$0	\$875,571	\$14,447,623	11.9%
Rhumblin	\$14,155,015	12.1%	\$0	\$0	\$889,371	\$15,044,386	12.4%
Stralem Large Cap	\$13,382,295	11.5%	\$0	\$0	\$664,877	\$14,047,172	11.6%
Munder Capital	\$7,500,084	6.4%	\$0	\$0	\$310,871	\$7,810,955	6.4%
Atlanta Capital	\$7,686,971	6.6%	\$0	\$0	\$333,899	\$8,020,870	6.6%
EuroPacific Growth Fund	\$4,790,503	4.1%	\$0	\$0	\$351,596	\$5,142,099	4.2%
Oakmark International	\$4,490,229	3.8%	\$0	\$0	\$367,077	\$4,857,306	4.0%
Oppenheimer Intl Growth	\$4,704,125	4.0%	\$0	\$0	\$382,732	\$5,086,857	4.2%
Principal U.S. Property	\$11,151,869	9.5%	\$0	\$0	\$350,629	\$11,502,498	9.5%
Richmond Capital Fixed	\$23,075,515	19.8%	\$0	\$0	\$456,079	\$23,531,594	19.4%
JP Morgan Infrastructure	\$12,215,218	10.5%	\$0	\$0	(\$273,557)	\$11,941,661	9.8%
JP Morgan Maritime	\$88,185	0.1%	\$0	\$0	(\$18,042)	\$70,143	0.1%
Total Fund	\$116,812,061	100%	\$0	\$0	\$4,691,103	\$121,503,164	100%
<i>Receipts & Disbursements Acct.</i>	<i>\$2,646,796</i>		<i>\$1,017,645</i>	<i>(\$2,217,073)</i>	<i>\$25</i>	<i>\$1,447,393</i>	
Total Fund + R&D Acct.	\$119,458,857		\$1,017,645	(\$2,217,073)	\$4,691,128	\$122,950,557	

For this report, all performance and asset allocation information for the Total Fund does not include the Receipts & Disbursements Account.

The inception date for the JP Morgan Infrastructure account was November 20, 2008.

The inception date for the Oakmark International Fund was February 29, 2012.

The inception date for the Oppenheimer Intl Growth Fund was February 29, 2012.

The inception date for the Atlanta Capital account was May 6, 2012.



VI. TOTAL FUND PERFORMANCE COMPARISONS

Manager/Index/Universe	Quarter	1 Year	3 Year	5 Year
Total Fund - Gross of Fees	4.2%	17.5%	9.0%	0.8%
Total Fund - Net of Fees	4.1%	16.9%	8.4%	0.3%
Target Index	4.3%	17.1%	9.4%	2.6%
vs. Total Public Fund Sponsors	81	48	53	83
Total Domestic Equities	5.6%	28.2%	12.1%	-0.1%
80% Russell 1000/ 20% Russell 2000	6.1%	30.4%	13.3%	1.5%
vs. Equity Returns of Public Funds	83	60	57	65
Total International Equities	7.9%	16.0%	3.0%	-2.3%
MSCI EAFE Index (Net)	6.9%	13.8%	2.1%	-5.2%
vs. Intl Equity Returns of Public Funds	25	66	50	32
Total Real Estate	3.1%	11.9%	11.9%	-2.4%
NCREIF ODCE Fund Index	2.8%	11.6%	12.2%	-1.1%
NCREIF Property Index	2.3%	11.0%	10.9%	2.3%
vs. Real Estate Returns of Total Funds	29	53	45	60
Total Infrastructure	-0.3%	3.5%	3.0%	n/a
CPI + 3.0%	1.6%	5.0%	5.3%	n/a
Total Fixed Income	2.1%	6.6%	7.3%	7.6%
Barclays U.S. Aggregate	1.6%	5.2%	6.2%	6.5%
vs. Fixed Inc Returns of Public Funds	73	64	52	30

Current Target Index: 30% Russell 1000 /10% Russell 2500/25% Barclays US Aggregate/15% MSCI EAFE (Net)/10% NCREIF/10% CPI+3%. Prior to January 1, 2012: 30% Russell 1000 /10% Russell 2000/20% Barclays US Aggregate/15% MSCI EAFE (Net)/10% NCREIF/15% CPI+4%. Prior to 4Q08, the Target Index was comprised of 40% Russell 1000 /10% Russell 2000/30% Barclays US Aggregate/10% MSCI EAFE (Net)/10% NCREIF. Prior to September 2007 the Target Index was comprised of 40% Russell 1000/10% Russell 2000/30% ML Govt/Corp Master/10% MSCI EAFE (Net)/10% NCREIF.

VII. EQUITY MANAGER COMPARISON

Manager/Index/Universe	Quarter	1 Year	3 Year	5 Year
DePrince, Race, and Zollo	6.5%	26.9%	12.4%	1.3%
Russell 1000 Value	6.5%	30.9%	11.8%	-0.9%
vs. Large Value Equity Portfolios	43	58	28	19
Rhumblin	6.3%	29.9%	13.2%	1.4%
Russell 1000	6.3%	30.1%	13.3%	1.2%
vs. Large Neutral Equity Portfolios	58	54	43	38
Stralem Large Cap	5.0%	22.5%	n/a	n/a
Russell 1000 Growth	6.1%	39.2%	n/a	n/a
vs. Large Growth Equity Portfolios	82	89	n/a	n/a
Munder Capital	4.1%	26.3%	15.9%	1.9%
Russell MidCap Growth	5.3%	26.7%	14.7%	2.5%
vs. Midcap Growth Equity Portfolios	80	60	32	61
Atlanta Capital (incept 5/6/12)	4.3%	n/a	n/a	n/a
Russell 2500	5.6%	n/a	n/a	n/a
vs. SMID Equity Portfolios	77	n/a	n/a	n/a



Equity Portfolio Summary: Total Fund*

	Portfolio	80% R1000/20% R2000
Total Number Of Securities	206	2,979
Equity Market Value	73,346,943	
Average Capitalization \$(000)	43,089,292	86,711,214
Median Capitalization \$(000)		
Equity Segment Yield	1.7	2.0
Equity Segment P/E - Average	12.5	19.5
Equity Segment P/E - Median		
Equity Segment Beta	0.9	1.1
Price/Book Ratio	1.8	2.2
Debt/Equity Ratio	40.3	46.5
Five Year Earnings Growth	3.9	7.0
	3.2	3.8

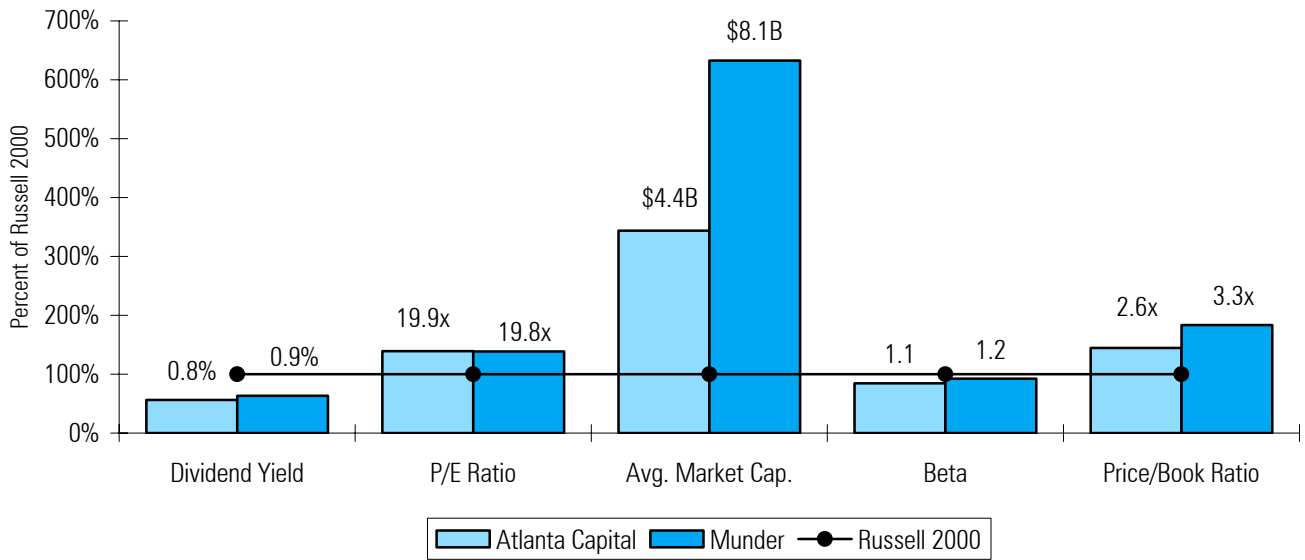
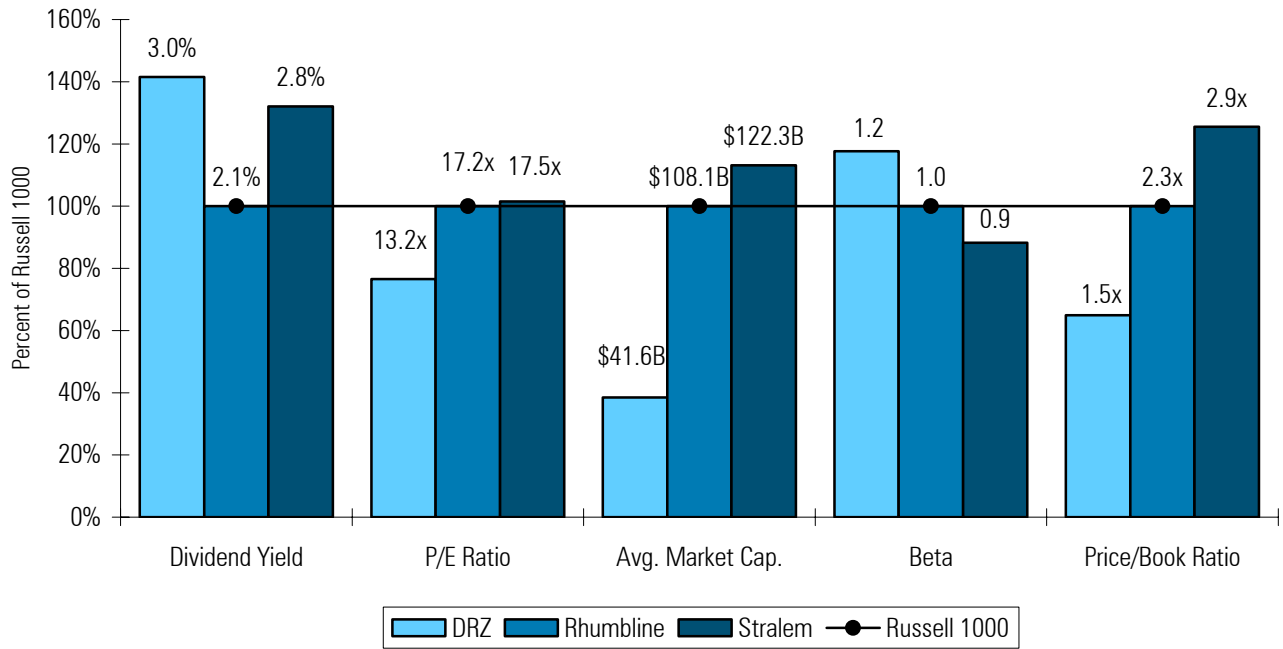
Ten Largest Holdings	Market Value	% of Portfolio	Quarterly Return
Exxon Mobil Corp	832,195	1.9%	7.6%
Nextera Energy Inc	632,970	1.5%	3.1%
General Elec Co	617,712	1.4%	9.8%
Chevron Corp	606,112	1.4%	11.4%
Dow Chem Co	602,368	1.4%	-7.1%
Cisco Sys Inc	599,426	1.4%	11.7%
Microsoft Corp	559,864	1.3%	-2.0%
At&T Inc	550,420	1.3%	7.0%
Abbott Labs	548,480	1.3%	7.2%
Pfizer Inc	544,215	1.3%	9.0%

Ten Best Performers	Quarterly Return	Ten Worst Performers	Quarterly Return
Lyondellbasell Indus	29.3%	Monster Beverage Cor	-23.9%
Terex Corp New	26.6%	Gentex Corp	-18.0%
Acuity Brands Inc	24.6%	Treehouse Foods Inc	-15.7%
Walgreen Co	24.1%	Guess Inc	-15.7%
Marathon Pete Corp	22.4%	Intel Corp	-14.2%
Fortune Brands Home	21.3%	Skyworks Solutions I	-13.9%
Eaton Corp	20.3%	Hunt J B Trans Svcs	-12.5%
Atwood Oceanics Inc	20.1%	Norfolk Southern Cor	-10.7%
Oil Sts Intl Inc	20.0%	Intuitive Surgical I	-10.5%
Stanley Black & Deck	19.4%	Safeway Inc	-10.4%

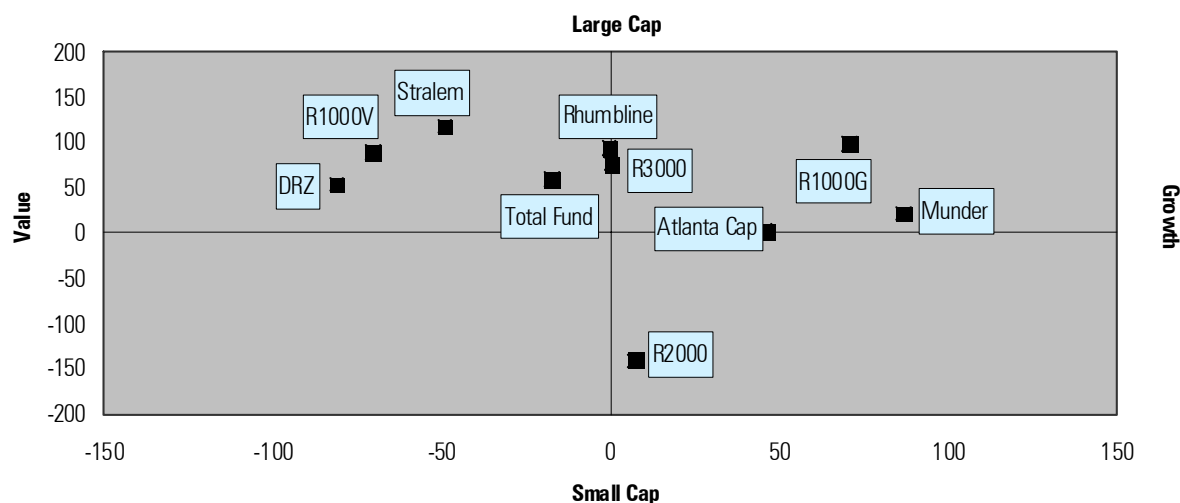
*Does not include Rhumblin as they are invested in a commingled account.



Equity Portfolio Characteristics



Equity Style Map (Current Quarter)



	Growth-Value	Size		Growth-Value	Size
Atlanta Capital	45.8	2.0	Total Fund	-17.4	59.1
DePrince Race Zollo	-81.3	53.5	Russell 2000	7.3	-140.8
Munder Capital	86.5	21.6	Russell 3000	0.0	76.1
Rhumblin	-0.6	94.0	Russell 1000 Growth	71.5	98.5
Stralem Large Cap	-49.3	117.7	Russell 1000 Value	-70.4	89.5

VIII. INTERNATIONAL EQUITY PERFORMANCE COMPARISONS

Manager/Index/Universe	Quarter	1 Year	3 Year	5 Year
EuroPacific Growth	7.3%	18.9%	3.8%	-1.8%
MSCI EAFE (Net)	6.9%	13.8%	2.1%	-5.2%
vs. International Equity Mutual Funds	28	22	37	17
Oakmark International	8.2%	n/a	n/a	n/a
MSCI EAFE (Net)	6.9%	n/a	n/a	n/a
vs. International Equity Mutual Funds	15	n/a	n/a	n/a
Oppenheimer International Growth	8.1%	n/a	n/a	n/a
MSCI EAFE (Net)	6.9%	n/a	n/a	n/a
vs. International Equity Mutual Funds	16	n/a	n/a	n/a



American Funds EuroPacific Gr R6

Overall Morningstar Rtg™
 ☆☆☆☆ (734)
Morningstar Analyst Rtg™
 Gold 07-26-2012

Morningstar Cat
 Foreign Large Blend (MF)
Total Assets
 \$97,135 mil

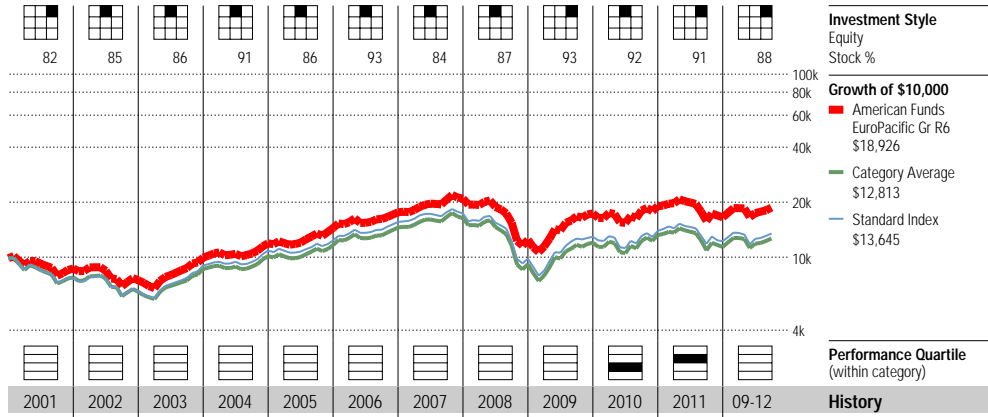
Standard Index
 MSCI Eafe Ndrtr_D
Category Index
 MSCI ACWI Ex USA NR USD

Incept
 05-01-09
Type
 MF

Performance 09-30-2012					
Quarterly Returns	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Total %
2010	0.81	-11.95	16.93	5.76	9.76
2011	3.58	1.05	-20.81	4.59	-13.31
2012	12.38	-6.13	7.34	—	13.24

Trailing Returns	1 Yr	3 Yr	5 Yr	10 Yr	Incept
Load-adj Mthly	18.44	—	—	—	11.91
Std 09-30-2012	18.44	—	—	—	11.91
Total Return	18.44	3.70	-1.99	10.40	11.91

	+	-	+	-	+
+/- Std Index	4.68	1.58	3.25	2.20	—
+/- Cat Index	3.96	0.53	2.13	0.56	—
% Rank Cat	23	30	8	8	—
No. in Cat	823	734	593	331	—
7-day Yield	—	—	—	—	—



Performance Disclosure

The Overall Morningstar Rating is based on risk-adjusted returns, derived from a weighted average of the three-, five-, and ten-year (if applicable) Morningstar metrics. The performance data quoted represents past performance and does not guarantee future results. The investment return and principal value of an investment will fluctuate thus an investor's shares, when redeemed, may be worth more or less than their original cost.

Current performance may be lower or higher than return data quoted herein. For performance data current to the most recent month-end, please call 800-421-4225 or visit www.americanfunds.com.

Fees and Expenses

Sales Charges	
Front-End Load %	NA
Deferred Load %	NA
Fund Expenses	
Management Fees %	0.42
12b1 Expense %	NA
Prospectus Gross Exp Ratio %	0.50

Risk and Return Profile

	3 Yr	5 Yr	10 Yr
MorningstarRating™	4☆	5☆	5☆
Morningstar Risk	-Avg	-Avg	-Avg
Morningstar Return	+Avg	High	+Avg

	3 Yr	5 Yr	10 Yr
Standard Deviation	19.01	22.50	17.86
Mean	3.70	-1.99	10.40
Sharpe Ratio	0.28	0.00	0.55

MPT Statistics	Standard Index	Best Fit Index
		MSCI ACWI Ex USA NR USD
Alpha	1.62	0.59
Beta	0.95	0.96
R-Squared	95.77	97.89

Year	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	09-12
NAV	—	—	—	—	—	—	—	—	38.34	41.37	35.13	39.78
Total Return %	-12.17	-13.61	32.91	19.69	21.12	21.87	18.96	-40.53	39.35	9.76	-13.31	13.24
+/- Standard Index	9.27	2.33	-5.68	-0.56	7.58	-4.47	7.79	2.85	7.57	2.01	-1.17	3.16
+/- Category Index	7.56	1.34	-7.92	-1.22	4.50	-4.78	2.31	5.00	-2.10	-1.39	0.40	2.86
% Rank Cat	—	—	—	—	—	—	—	—	—	54	40	—
No. of Funds in Cat	439	482	504	551	608	657	743	778	823	829	817	826

Portfolio Analysis 06-30-2012

Composition %	Long %	Short%	Net %	Share Chg since 03-31-2012	Share Amount	314 Total Stocks	94 Total Fixed-Income	24% Turnover Ratio	% Net Assets
Cash	10.0	0.0	10.0						
U.S. Stocks	0.1	0.0	0.1		22 mil	Novo Nordisk A/S			3.40
Non-U.S. Stocks	87.5	0.0	87.5	⊖	2 mil	Samsung Electronics Co Ltd			2.27
Bonds	0.3	0.0	0.3		34 mil	Novartis AG			2.02
Other	2.1	0.0	2.1	⊖	45 mil	SOFTBANK Corp			1.77
Total	100.0	0.0	100.0	⊖	59 mil	America Movil, S.A.B. de C.V.			1.64

Equity Style	Portfolio Statistics	Port Avg	Rel Index	Rel Cat
Value Blend Growth	P/E Ratio TTM	11.1	0.95	0.99
	P/C Ratio TTM	8.3	1.29	1.14
	P/B Ratio TTM	1.6	1.26	1.07
	Geo Avg Mkt Cap \$mil	30102	1.03	1.27

Fixed-Income Style	Ltd	Mod	Ext	Avg Eff Duration	—
				Avg Eff Maturity	—
				Avg Credit Quality	—
				Avg Wtd Coupon	—
				Avg Wtd Price	99.95

Credit Analysis NA	Bond %
AAA	—
AA	—
A	—
BBB	—
BB	—
B	—
Below B	—
NR/NA	—

Regional Exposure	Stocks %	Rel Std Index
Americas	7.3	—
Greater Europe	54.9	—
Greater Asia	37.8	—

Sector Weightings	Stocks %	Rel Std Index
Cyclical	36.6	—
Basic Materials	5.8	—
Consumer Cyclical	13.4	—
Financial Services	16.4	—
Real Estate	1.0	—
Sensitive	37.1	—
Communication Services	8.6	—
Energy	6.9	—
Industrials	10.9	—
Technology	10.6	—
Defensive	26.3	—
Consumer Defensive	12.0	—
Healthcare	12.4	—
Utilities	1.9	—

Operations

Family:	American Funds	Objective:	Foreign Stock	Minimum IRA Purchase:	\$0
Manager:	Knowles/Lee/Grace/Lyckeus/Thomsen	Tracker:	REGX	Min Auto Investment Plan:	\$0
Tenure:	12.3 Years	Minimum Initial Purchase:	\$0	Purchase Constrains:	A/

Oakmark International I

Overall Morningstar Rtg™
★★★★★ (734)
Morningstar Analyst Rtg™
Gold 09-27-2012

Morningstar Cat
Foreign Large Blend (MF)
Total Assets
\$9,227 mil

Standard Index
MSCI Eafe Ndrtr_D
Category Index
MSCI ACWI Ex USA NR USD

Incept
09-30-92
Type
MF

Performance 09-30-2012					
Quarterly Returns	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Total %
2010	5.70	-10.73	14.41	7.65	16.22
2011	2.27	2.12	-20.42	3.41	-14.07
2012	16.80	-10.14	8.17	—	13.54
Trailing Returns	1 Yr	3 Yr	5 Yr	10 Yr	Incept
Load-adj Mthly	17.40	5.77	-0.11	10.75	9.80
Std 09-30-2012	17.40	—	-0.11	10.75	9.80
Total Return	17.40	5.77	-0.11	10.75	9.80
+/- Std Index	3.64	3.65	5.13	2.55	—
+/- Cat Index	2.92	2.60	4.01	0.91	—
% Rank Cat	33	7	2	5	—
No. in Cat	823	734	593	331	—
7-day Yield	—	—	—	—	—

Performance Disclosure

The Overall Morningstar Rating is based on risk-adjusted returns, derived from a weighted average of the three-, five-, and ten-year (if applicable) Morningstar metrics. The performance data quoted represents past performance and does not guarantee future results. The investment return and principal value of an investment will fluctuate thus an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than return data quoted herein. For performance data current to the most recent month-end, please call 800-625-6275 or visit www.oakmark.com.

Fees and Expenses

Sales Charges	
Front-End Load %	NA
Deferred Load %	NA
Fund Expenses	
Management Fees %	0.90
12b1 Expense %	NA
Prospectus Gross Exp Ratio %	1.06

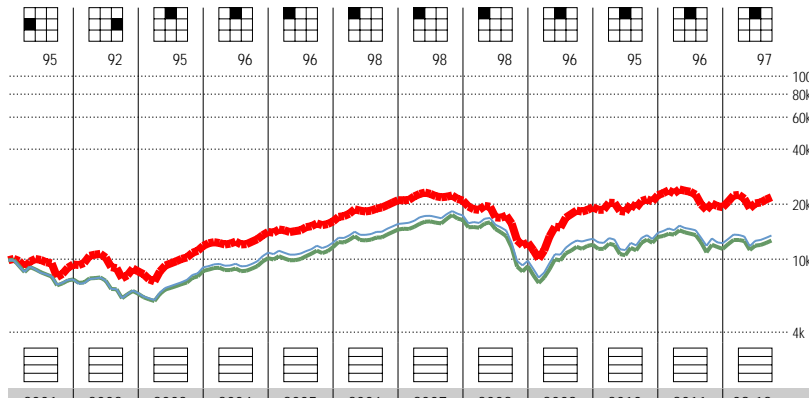
Risk and Return Profile

	3 Yr	5 Yr	10 Yr
	734 funds	593 funds	331 funds
MorningstarRating™	4★	5★	5★
Morningstar Risk	Avg	+ Avg	Avg
Morningstar Return	High	High	High
	3 Yr	5 Yr	10 Yr
Standard Deviation	19.86	24.80	19.49
Mean	5.77	-0.11	10.75
Sharpe Ratio	0.38	0.10	0.53
MPT Statistics	Standard Index	Best Fit Index MSCI EAFE Ndrtr_D	
Alpha	3.65	3.65	
Beta	0.98	0.98	
R-Squared	93.49	93.49	

12-Month Yield	—
30-day SEC Yield	—
Potential Cap Gains Exp	—

Operations

Family:	Oakmark
Manager:	Taylor/Herro
Tenure:	11.9 Years



Year	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	09-12
NAV	14.49	13.14	18.02	21.13	22.52	25.45	20.95	10.85	16.84	19.41	16.55	18.79
Total Return %	-5.13	-8.46	38.04	19.09	14.12	30.60	-0.51	-41.06	56.30	16.22	-14.07	13.54
+/- Standard Index	16.31	7.48	-0.55	-1.16	0.58	4.26	-11.68	2.32	24.52	8.47	-1.93	3.46
+/- Category Index	14.60	6.49	-2.79	-1.82	-2.50	3.95	-17.16	4.47	14.85	5.07	-0.36	3.16
% Rank Cat	—	—	—	—	—	—	—	—	—	—	—	—
No. of Funds in Cat	439	482	504	551	608	657	743	778	823	829	817	826

Portfolio Analysis 06-30-2012

Composition %	Long %	Short%	Net %	Share Chg since 03-31-2012	Share Amount	52 Total Stocks 0 Total Fixed-Income 45% Turnover Ratio	% Net Assets	
Cash	3.5	0.0	3.5					
U.S. Stocks	1.2	0.0	1.2	⊕	82 mil	Daiwa Securities Co., Ltd.	3.65	
Non-U.S. Stocks	95.3	0.0	95.3	⊕	16 mil	Credit Suisse Group	3.50	
Bonds	0.0	0.0	0.0	⊕	7 mil	BNP Paribas	3.40	
Other	0.0	0.0	0.0	⊕	7 mil	Toyota Motor Corp	3.36	
Total	100.0	0.0	100.0	⊕	6 mil	Daimler AG	3.29	
Equity Style	Portfolio Value Blend Growth	Port Statistics	Rel Avg Index	Rel Cat				
		P/E Ratio TTM	6.5	0.55	0.58	⊕	561 mil Lloyds Banking Group PLC	3.27
		P/C Ratio TTM	7.3	1.13	1.00	⊕	14 mil Koninklijke Philips Electroni	3.23
		P/B Ratio TTM	1.0	0.74	0.63	⊕	183 mil Intesa Sanpaolo SpA	3.11
		Geo Avg Mkt Cap \$mil	16910	0.58	0.71	⊕	6 mil Adecco SA	3.10
						⊕	6 mil Canon, Inc.	2.63
						⊕	2 mil Allianz SE	2.62
						⊕	6 mil Honda Motor Co Ltd	2.53
						⊕	32 mil Banco Santander SA	2.50
						⊕	10 mil Omron Corp.	2.49
						⊕	2 mil Kühne & Nagel International A	2.43

Fixed-Income Style

Ltd	Mod	Ext	Avg Eff Duration	—
			Avg Eff Maturity	—
			Avg Credit Quality	—
			Avg Wtd Coupon	—
			Avg Wtd Price	—

Credit Analysis NA

AAA	—	Bond %
AA	—	
A	—	
BBB	—	
BB	—	
B	—	
Below B	—	
NR/NA	—	

Regional Exposure

Americas	3.5	Rel Std Index	—
Greater Europe	71.6		—
Greater Asia	24.9		—

Sector Weightings

Sector	Stocks %	Rel Std Index
Cyclical	58.3	—
Basic Materials	9.5	—
Consumer Cyclical	20.4	—
Financial Services	28.4	—
Real Estate	0.0	—
Sensitive	30.1	—
Communication Services	0.0	—
Energy	0.0	—
Industrials	19.9	—
Technology	10.2	—
Defensive	11.6	—
Consumer Defensive	8.4	—
Healthcare	3.2	—
Utilities	0.0	—

Objective:	Foreign Stock	Minimum IRA Purchase:	\$1,000
Ticker:	OAKIX	Min Auto Investment Plan:	\$500
Minimum Initial Purchase:	\$1,000	Purchase Constrains:	T/

Oppenheimer International Growth Y

Overall Morningstar Rtg™
 ☆☆☆☆☆ (218)
 Morningstar Analyst Rtg™
 Silver 11-15-2011

Morningstar Cat
 Foreign Large Growth (MF)
 Total Assets
 \$6,476 mil

Standard Index
 MSCI Eafe Ndrtr_D
 Category Index
 MSCI EAFE Growth NR USD

Incept
 09-07-05
 Type
 MF

Performance 09-30-2012					
Quarterly Returns	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Total %
2010	3.97	-11.14	16.08	7.56	15.35
2011	3.37	3.99	-17.77	4.86	-7.31
2012	13.56	-6.69	8.14	—	14.58
Trailing Returns	1 Yr	3 Yr	5 Yr	10 Yr	Incept
Load-adj Mthly	20.15	7.99	-0.66	—	6.37
Std 09-30-2012	20.15	—	-0.66	—	6.37
Total Return	20.15	7.99	-0.66	12.41	6.37
+/- Std Index	6.39	5.87	4.58	4.21	—
+/- Cat Index	5.34	3.67	3.57	4.59	—
% Rank Cat	22	18	11	2	—
No. in Cat	246	218	173	98	—
7-day Yield	—	—	—	—	—

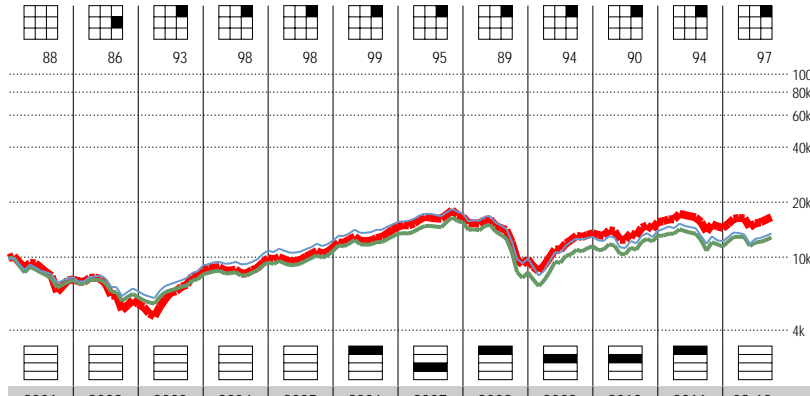
Performance Disclosure
 The Overall Morningstar Rating is based on risk-adjusted returns, derived from a weighted average of the three-, five-, and ten-year (if applicable) Morningstar metrics.
 The performance data quoted represents past performance and does not guarantee future results. The investment return and principal value of an investment will fluctuate thus an investor's shares, when redeemed, may be worth more or less than their original cost.
 Current performance may be lower or higher than return data quoted herein. For performance data current to the most recent month-end, please call 800-225-5677 or visit www.oppenheimerfunds.com.

Fees and Expenses	
Sales Charges	
Front-End Load %	NA
Deferred Load %	NA
Fund Expenses	
Management Fees %	0.69
12b1 Expense %	NA
Prospectus Gross Exp Ratio %	0.91

Risk and Return Profile			
	3 Yr	5 Yr	10 Yr
	218 funds	173 funds	98 funds
MorningstarRating™	4★	5★	5☆
Morningstar Risk	Avg	-Avg	Avg
Morningstar Return	+ Avg	High	High
	3 Yr	5 Yr	10 Yr
Standard Deviation	19.11	22.67	19.26
Mean	7.99	-0.66	12.41
Sharpe Ratio	0.49	0.06	0.62
MPT Statistics	Standard Index	Best Fit Index	
		MSCI EAFE Gr TR	
Alpha	5.71	3.56	
Beta	0.95	0.98	
R-Squared	94.91	96.48	

Regional Exposure	
Americas	4.9
Greater Europe	80.5
Greater Asia	14.6

Operations	
Family:	OppenheimerFunds
Manager:	Dunphy/Evans
Tenure:	8.5 Years
Objective:	Foreign Stock
Ticker:	OIGYX
Minimum Initial Purchase:	\$0
Minimum IRA Purchase:	\$0
Min Auto Investment Plan:	\$0
Purchase Constrains:	T/



Year	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	09-12
NAV	14.63	10.73	16.43	19.14	21.60	27.79	30.94	17.83	24.43	27.90	25.52	29.24
Total Return %	-23.42	-26.70	53.20	16.46	14.24	30.18	12.93	-41.22	38.44	15.35	-7.31	14.58
+/- Standard Index	-1.98	-10.76	14.61	-3.79	0.70	3.84	1.76	2.16	6.66	7.60	4.83	4.50
+/- Category Index	1.16	-10.68	21.21	0.34	0.96	7.85	-3.52	1.48	9.08	3.10	4.80	4.10
% Rank Cat	—	—	—	—	—	5	74	10	36	33	13	—
No. of Funds in Cat	191	214	226	221	213	243	220	251	266	261	251	246

Portfolio Analysis 08-31-2012

Composition %	Long %	Short%	Net %	Share Chg since 07-31-2012	Share Amount	120 Total Stocks	% Net Assets
Cash	2.8	0.0	2.8			19% Total Fixed-Income	
U.S. Stocks	1.6	0.0	1.6		48 mil	BT Group PLC	2.67
Non-U.S. Stocks	95.6	0.0	95.6		10 mil	Experian PLC	2.54
Bonds	0.0	0.0	0.0		2 mil	Sap AG	2.53
Other	0.0	0.0	0.0		7 mil	Bunzl PLC	2.15
Total	100.0	0.0	100.0		14 mil	James Hardie Industries SE DR	2.01

Equity Style	Portfolio Statistics	Port Avg	Rel Index	Rel Cat
Value Blend Growth	P/E Ratio TTM	8.4	0.71	0.62
	P/C Ratio TTM	8.9	1.38	0.95
	P/B Ratio TTM	2.8	2.12	1.22
	Geo Avg Mkt Cap \$mil	9392	0.32	0.42

Fixed-Income Style	Ltd	Mod	Ext	Avg Eff Duration	Avg Eff Maturity	Avg Credit Quality	Avg Wtd Coupon	Avg Wtd Price
				—	—	—	—	—

Credit Analysis NA	Bond %
AAA	—
AA	—
A	—
BBB	—
BB	—
B	—
Below B	—
NR/NA	—

Share Amount	Company	% Net Assets
48 mil	BT Group PLC	2.67
10 mil	Experian PLC	2.54
2 mil	Sap AG	2.53
7 mil	Bunzl PLC	2.15
14 mil	James Hardie Industries SE DR	2.01
24 mil	William Hill PLC	1.88
1 mil	Industria De Diseno Textil SA	1.81
6 mil	Aalberts Industries NV	1.76
4 mil	Grifols SA	1.68
12 mil	Filtrona PLC	1.68
11 mil	Ericsson Telephone Company	1.60
2 mil	CSL Limited	1.59
532,581	Roche Holding AG	1.57
2 mil	Shoppers Drug Mart	1.56
797,395	Brenntag AG	1.53

Sector Weightings	Stocks %	Rel Std Index
Cyclical	25.0	—
Basic Materials	6.0	—
Consumer Cyclical	15.0	—
Financial Services	3.9	—
Real Estate	0.0	—
Sensitive	51.3	—
Communication Services	5.6	—
Energy	5.0	—
Industrials	27.0	—
Technology	13.7	—
Defensive	23.7	—
Consumer Defensive	14.0	—
Healthcare	9.7	—
Utilities	0.0	—

IX. REAL ESTATE PERFORMANCE COMPARISONS

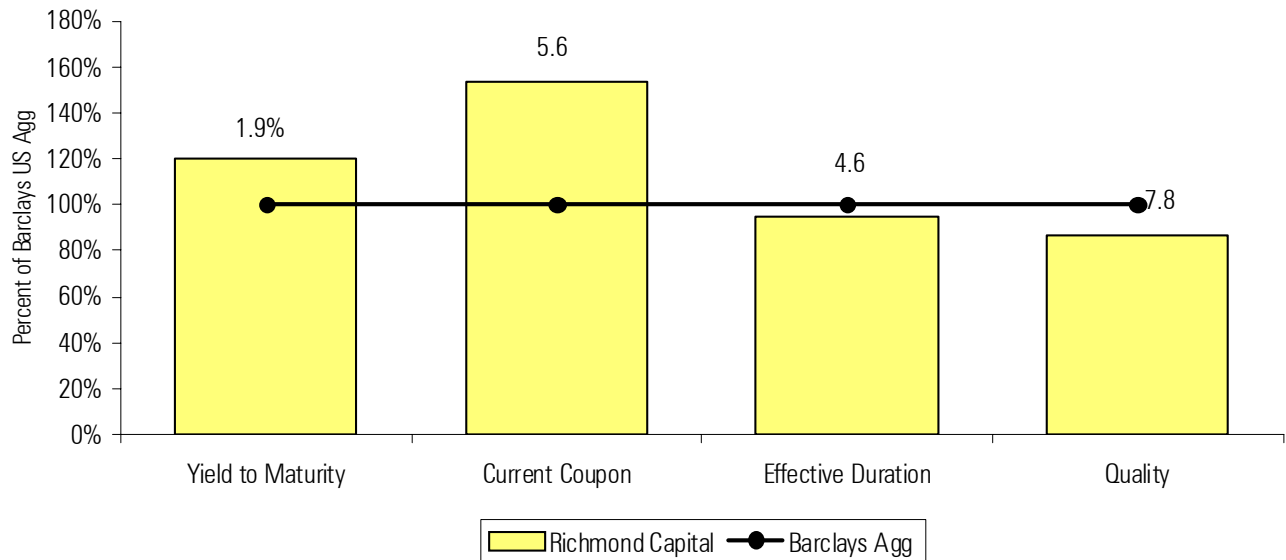
Manager/Index/Universe	Quarter	1 Year	3 Year	5 Year
Principal U.S. Property	3.1%	11.9%	11.9%	-2.4%
NCREIF ODCE Fund Index	2.8%	11.6%	12.2%	-1.1%
NCREIF Property Index	2.3%	11.0%	10.9%	2.3%
vs. Real Estate Portfolios	36	50	43	60

X. FIXED INCOME/ABSOLUTE RETURN PERFORMANCE COMPARISONS

Manager/Index/Universe	Quarter	1 Year	3 Year	5 Year
Richmond Capital	2.0%	6.3%	7.1%	7.4%
Barclays US Aggregate	1.6%	5.2%	6.2%	6.5%
vs. Core Fixed Income Portfolios	56	59	54	31
JP Morgan Infrastructure	-0.2%	5.8%	3.2%	n/a
CPI + 3.0%	1.6%	5.0%	5.3%	n/a
JP Morgan Maritime	n/a	n/a	n/a	n/a
CPI + 3.0%	1.6%	5.0%	5.3%	n/a

The inception date for the JP Morgan Infrastructure account was November 20, 2008.
SEAS will begin reporting performance for JPM Maritime as performance is available from JPM for reconciliation.

Fixed Income Portfolio Characteristics



XI. POLICY COMPLIANCE - For Discussion Only

A. Investment Guidelines: Total Fund

Goal	1 Year	3 Years	5 Years
Exceed Target Index	✓	✗	✗
Rank Above 50 th Percentile in Public Fund Universe	✓	53 rd	83 rd
Earn Average Annual Return of 8.0%	✓	✓	✗
Standard Deviation Relative to Target Index	N/A	>	>

Guideline	Total Fund
Equity securities limited to less than 70% of Total Fund market value	60.3%
Investment in foreign company stock limited to 25% of value of Total Fund	12.4%
Investment in real estate limited to 15% of value of Total Fund	9.5%
Equity securities with Market Cap of less than \$5 billion limited to 25% of market value of Total Fund	✓
Fixed Income portfolio average credit quality of "A" or better	✓
Fixed Income portfolio duration should be < 135% of the market index duration	✓
< 5% of fixed income portfolio (at cost) shall be invested in single corp. issuer	✓

B. Investment Guidelines: DePrince, Race, and Zollo (DRZ)

DePrince, Race, and Zollo Goal	3 Years	5 Years
Exceed Russell 1000 Value performance	✓	✓
Rank Above 50 th Percentile in Large Cap Value Portfolio Universe	✓	✓
Standard Deviation Relative to Russell 1000 Value	>	>

Guideline	Total Fund
Equity securities: <5% equity portfolio cost/market value per single issuer	✓
Cash securities may not exceed 25% (at market) of portfolio	✓

C. Investment Guidelines: Rhumbline

Rhumbline Goal	3 Years	5 Years
Match Russell 1000 performance	✓	✓
Rank Above 50 th Percentile in Large Cap Neutral Universe	✓	✓
Standard Deviation Relative to Russell 1000	<	=



D. Investment Guidelines: Stralem Large Cap

Stralem Large Cap Goal	3 Years	5 Years
Exceed Russell 1000 Growth performance	N/A	N/A
Rank Above 50 th Percentile in Large Cap Growth Universe	N/A	N/A
Standard Deviation Relative to Russell 1000 Growth	N/A	N/A

Guideline	Total Fund
Equity securities: <5% equity portfolio cost/market value per single issuer	✓
Cash securities may not exceed 25% (at market) of portfolio	✓

E. Investment Guidelines: Munder Capital

Munder Capital Goal	3 Years	5 Years
Exceed Russell Midcap Growth performance	✓	✗
Rank Above 50 th Percentile in Mid Cap Growth Universe	✓	61 st
Standard Deviation Relative to Russell Midcap Growth	<	<

Guideline	Total Fund
Equity securities: <5% equity portfolio cost/market value per single issuer	✓
Cash securities may not exceed 25% (at market) of portfolio	✓

F. Investment Guidelines: Atlanta Capital

Atlanta Capital Goal	3 Years	5 Years
Exceed Russell 2500 performance	N/A	N/A
Rank Above 50 th Percentile in SMID Cap Universe	N/A	N/A
Standard Deviation Relative to Russell 2500	N/A	N/A

Guideline	Total Fund
Equity securities: <5% equity portfolio cost value per single issuer	✓
Cash securities may not exceed 25% (at market) of portfolio	✓



G. Investment Guidelines: EuroPacific Growth

EuroPacific Growth Goal	3 Years	5 Years
Exceed MSCI EAFE (Net) performance	✓	✓
Rank Above 50 th Percentile in Intl Equity Fund Universe	✓	✓
Standard Deviation Relative to MSCI EAFE (Net)	>	<

H. Investment Guidelines: Oakmark International

Oakmark International Goal	3 Years	5 Years
Exceed MSCI EAFE (Net) performance	N/A	N/A
Rank Above 50 th Percentile in Intl Equity Fund Universe	N/A	N/A
Standard Deviation Relative to MSCI EAFE (Net)	N/A	N/A

I. Investment Guidelines: Oppenheimer International Growth

Oppenheimer International Growth Goal	3 Years	5 Years
Exceed MSCI EAFE (Net) performance	N/A	N/A
Rank Above 50 th Percentile in Intl Equity Fund Universe	N/A	N/A
Standard Deviation Relative to MSCI EAFE (Net)	N/A	N/A

J. Investment Guidelines: Principal U.S. Property Separate Account

Principal U.S. Property Goal	3 Years	5 Years
Exceed NCRIF ODCE Index performance	✗	✗
Rank Above 50 th Percentile in Real Estate Portfolio Universe	✓	60 th
Standard Deviation Relative to NCRIF ODCE Index	>	>



K. Investment Guidelines: Richmond Capital

Richmond Capital Goal	3 Years	5 Years
Exceed Barclays Aggregate Index performance	✓	✓
Rank Above 50 th Percentile in Core Fixed Income Universe	54 th	✓
Standard Deviation Relative to Barclays Aggregate	<	>

Guideline	Total Fund
Fixed Income portfolio average credit quality of "A" or better	✓
Fixed Inc. portfolio duration should be < 135% of the index duration	✓
< 5% of fixed income portfolio (at cost) shall be invested in single corp issuer	✓

L. Manager Status

Manager	Status	Effective Date
DePrince, Race, and Zollo	Good Standing	
Rhumblin	Good Standing	
Stralem Large Cap	Good Standing	
Munder Capital	Good Standing	
Atlanta Capital	Good Standing	
EuroPacific Growth	Good Standing	
Oakmark International	Good Standing	
Oppenheimer International Growth	Good Standing	
Principal U.S. Property	Good Standing	
Richmond Capital	Good Standing	
JP Morgan Infrastructure	Good Standing	

XII. COMMISSION RECAPTURE SUMMARY

Period	Commissions Paid	Commissions Received through Recapture/Rebates
4Q2011	\$6,373	\$955
1Q2012	\$11,380	\$691
2Q2012	\$14,035	\$1,114
3Q2012	\$3,690	\$349
Fiscal YTD 2012	\$35,479	\$3,108

Source for commissions paid: Salem Trust custodial statements



XII. HISTORICAL EARNINGS ANALYSIS

Fiscal Year	Fiscal Year Earnings	Fiscal Year Return
2003	\$10,395,140	13.7%
2004	\$8,485,935	9.3%
2005	\$9,033,405	9.8%
2006	\$9,300,446	9.3%
2007	\$17,706,111	16.3%
2008	(\$19,925,235)	-15.8%
2009	(\$6,068,122)	-4.7%
2010	\$7,144,888	7.5%
2011	\$1,993,958	2.5%
FTYD 2012	\$17,665,210	17.5%
Since Inception	\$55,731,736	6.1%*

*Annualized

XIII. NOTES

- 1) The prior investment consultant, Merrill Lynch Consulting Services, provided all performance and market value data for periods prior to December 31, 2006.
- 2) Performance data for The Plan is based on market value and transaction information provided in the Salem Trust accounting statements. The statements currently provided by Salem Trust are trade date statements.
- 3) Salem Trust reports the JP Morgan Infrastructure fund values via a "shadow entry" which causes this valuation to generally trail by one quarter. Because Salem Trust is the official record-keeper, SEAS uses only these statements for all performance reporting.

