

**FALMOUTH RETIREMENT BOARD**  
**Open Session Meeting Minutes**  
**Thursday, January 20, 2022**

Board members in attendance: Russell R. Ferreira, Chairman; Ellen K. Philbin, Vice Chairman (by Zoom); Jennifer P. Mullen (by Zoom); Craig B. O'Malley and Paul J. Slivinski (by Zoom)

Staff members in attendance: Francis St. Germaine who recorded the minutes of the meeting

Others in attendance: Nicholas Poser, Legal Counsel for the Falmouth Retirement Board (by Zoom)

At approximately 2:00 p.m., with a quorum being present, Chairman Ferreira called the meeting to order, and he noted for all that, in accordance with Chapter 20 of the Acts of 2021, relating to the COVID – 19 pandemic, it has been determined that remote participation is permissible for those that choose to teleconference.

Then, the Town Treasurer, Patricia O'Connell, joined the meeting by Zoom, and she reviewed for the board members the monthly reconciliation of the cash account for the month of November. Through the end of November, the Treasurer noted that the account with Rockland Trust has receipts in the amount of \$1,206,825.20 and a statement balance in the amount of \$245,513.31. She noted that the month-end fund balance is \$73,469.36 with outstanding checks for the month in the amount of \$172,043.95. In addition, it was noted that the check sequence for the month of November began with check #10523 and ended with check #10551. There are no checks in this sequence that have not been accounted for through the end of the month. After some discussion, the board members entertained a motion to accept the monthly reconciliation submitted by the Town Treasurer.

Mr. Slivinski moved to accept the monthly reconciliation submitted by the Town Treasurer. Mr. O'Malley seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Vice Chairman	YES
Jennifer P. Mullen	YES
Craig B. O'Malley	YES
Paul J. Slivinski	YES
Russell R. Ferreira, Chairman	YES

The board members then reviewed the meeting minutes of the open session meeting that was held on December 16, 2021. After some discussion, the board members entertained a motion to approve the meeting minutes of the open session meeting that was held on December 16, 2021.

Mr. O'Malley moved to approve the meeting minutes of the open session meeting that was held on December 16, 2021. Ms. Philbin seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Vice Chairman	YES
Jennifer P. Mullen	YES
Craig B. O'Malley	YES
Paul J. Slivinski	YES
Russell R. Ferreira, Chairman	YES

Next, the board members reviewed the payment of the following warrants:

Warrant #44/2021	\$128,942.23	Warrant #45/2021	\$1,151,104.46
Warrant #01/2022	\$ 7,962.40	Warrant #02/2022	\$ 81,156.90

After some discussion, the board members entertained a motion to approve the payment, as noted, of warrants #44/2021 through #45/2021 and warrants #01/2022 through #02/2022.

Mr. Slivinski moved to approve the payment, as noted, of warrants #44/2021 through #45/2021 and warrants #01/2022 through #02/2022. Mr. O'Malley seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Vice Chairman	YES
Jennifer P. Mullen	YES
Craig B. O'Malley	YES
Paul J. Slivinski	YES
Russell R. Ferreira, Chairman	YES

Then, the board members reviewed the payment of the following investment fees:

- Wainwright Investment Counsel, Q4 2021 consultant fee \$ 27,500.00
- People's United Bank, November 2021 custodial fee \$ 4,542.02
- RhumbLine Advisers (Growth), Q4 2021 management fee \$ 991.00
- RhumbLine Advisers (S&P 400), Q4 2021 management fee \$ 750.00
- RhumbLine Advisers (Value), Q4 2021 management fee \$ 1,236.00
- RhumbLine Advisers (S&P 600), Q4 2021 management fee \$ 2,042.00
- RhumbLine Advisers (MSCI EAFE), Q4 2021 management fee \$ 664.00

After some discussion, the board members entertained a motion to approve the payment, as noted, of the above-mentioned investment fees.

Ms. Philbin moved to approve the payment, as noted, of the above-mentioned investment fees. Mr. O'Malley seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Vice Chairman	YES
Jennifer P. Mullen	YES
Craig B. O'Malley	YES
Paul J. Slivinski	YES

Russell R. Ferreira, Chairman YES

The board members then reviewed the following payment of capital calls to investment managers:

- PRIT Private Equity Fund VY2020, a capital call payable on 1/3/2022 in the amount of \$141,459.77

After some discussion, the board members entertained a motion to approve the payment, as noted, of the above-mentioned capital call.

Mr. O'Malley moved to approve the payment, as noted, of the above-mentioned capital call. Ms. Philbin seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Vice Chairman	YES
Jennifer P. Mullen	YES
Craig B. O'Malley	YES
Paul J. Slivinski	YES
Russell R. Ferreira, Chairman	YES

Next, the board members reviewed the following cash distributions from investment managers:

- Lexington Capital Fund VII, a distribution received on 12/23/2021 in the amount of \$43,280.00
- Mesirow Financial Fund IV, a distribution received on 12/28/2021 in the amount of \$70,500.00
- Siguler Guff & Company Fund III, a distribution received on 12/29/2021 in the amount of \$358,644.48
- TerraCap Partners Fund IV, a distribution received on 12/30/2021 in the amount of \$106,109.32
- PRIT Private Equity Fund VY 2018, a distribution received on 1/3/2022 in the amount of \$9,070.91

Then, the board members considered the requests of the following former or current members of the Falmouth Retirement System for a return or transfer of his/her accumulated deductions:

- Erica M. Andrews; amount of transfer is \$1,288.06; resignation from service with the Town of Falmouth, Falmouth Public Schools (*with this refund, the Falmouth Retirement System will accept 4 months of 3(8)(c) liability on a 12-month basis*)
- Elizabeth A. Bastille; amount of transfer is \$20,861.27; resignation from service with the Town of Falmouth, Finance Department (*with this refund, the Falmouth Retirement System will accept 4 years and 3 months of 3(8)(c) liability on a 12-month basis*)

- Dale A. Baker; amount of refund is \$5,085.64; resignation from service with the Town of Falmouth, D.P.W. Highway Division (*with this refund, the Falmouth Retirement System will accept 1 year and 6 months of 3(8)(c) liability on a 12-month basis*)
- Sean J. Bergman; amount of refund is \$37,623.38; resignation from service with the Town of Falmouth, D.P.W. Water and Wastewater Division (*with this refund, the Falmouth Retirement System will accept 8 months of 3(8)(c) liability on a 12-month basis*)

After some discussion, the board members entertained a motion to approve, as noted, the requests of the above-mentioned former or current members of the Falmouth Retirement System for a return or transfer of his/her accumulated deductions.

Mr. O'Malley moved to approve, as noted, the requests of the above-mentioned former or current members of the Falmouth Retirement System for a return or transfer of his/her accumulated deductions. Mr. Slivinski seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Vice Chairman	YES
Jennifer P. Mullen	YES
Craig B. O'Malley	YES
Paul J. Slivinski	YES
Russell R. Ferreira, Chairman	YES

The board members then noted the following members retiring from service with the Town of Falmouth and/or Falmouth Housing Authority:

- John J. Figuerido; date of retirement is 12/3/2021 from the Town of Falmouth, D.P.W. Parks and Forestry Division; Group One
- Theodore A. Silva; date of retirement is 12/17/2021 from the Town of Falmouth, Falmouth Public Schools; Group Two
- Teresa A. Rotar; date of retirement is 12/22/2021 from the Town of Falmouth, Falmouth Public Schools; Group One
- Thomas J. Gallagher Jr.; date of retirement is 12/31/2021 from the Town of Falmouth, Falmouth Public Schools; Group One

Next, the board members noted the following new members of the Falmouth Retirement System:

- Cavon Green; Maintenance Worker, Town of Falmouth, D.P.W. Water and Wastewater Division, Group One; DOM 11/29/2021, 9% + 2%
- Anna X. Lee; Technical Services Library Assistant, Town of Falmouth, Falmouth Public Library, Group One; DOM 12/27/2021, 9% + 2%
- Stephen W. Davis; Technical Support Specialist, Town of Falmouth, Information Technology Department, Group One; DOM 1/3/2022, 9% + 2%

- Julie L. Rossignol; Special Education 1:1 Aide, Town of Falmouth, Falmouth Public Schools, Group One; DOM 1/3/2022, 9% + 2%
- Georgina L. Duffy-Hetzel; Teacher Assistant, Town of Falmouth, Falmouth Public Schools, Group One; DOM 1/3/2022, 9% + 2%
- Sophia L. Byrne; Special Education 1:1 Aide, Town of Falmouth, Falmouth Public Schools, Group One; DOM 1/13/2022, 9% + 2%
- Joyce M. Doherty; Receptionist, Town of Falmouth, Senior Services Department, Group One; DOM 1/18/2022, 9% + 2%

Then, the board members considered the following request to purchase prior service:

- William Sinclair; Electrical Inspector, Town of Falmouth, Inspectional Services Department; request to purchase military service, prior to membership with the Falmouth Retirement System; principle amount due is \$25,145.22 *(upon completion of this military service purchase, the Falmouth Retirement System will accept 4 years of 3(8)(c) liability on a 12-month basis)*

After some discussion, the board members entertained a motion to approve, as noted, the request of the above-mentioned member to purchase his/her service prior to membership with the Falmouth Retirement System.

Mr. O'Malley moved to approve, as noted, the request of the above-mentioned member to purchase his/her service prior to membership with the Falmouth Retirement System. Ms. Philbin seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Vice Chairman	YES
Jennifer P. Mullen	YES
Craig B. O'Malley	YES
Paul J. Slivinski	YES
Russell R. Ferreira, Chairman	YES

The board members then reviewed the following first reports of injury:

- Kenneth J. Kinsella; Tree Maintenance Worker, Town of Falmouth, D.P.W. Parks and Forestry Division, Group One; while lifting platforms, employee was injured. Date of Injury 11/18/2021
- Joshua R. Oliver; Police Officer, Town of Falmouth, Police Department, Group Four; while making an arrest, employee was injured. Date of Injury 12/16/2021
- Shawn M. Speroni; M.E.O. II, Town of Falmouth, D.P.W. Parks and Forestry Division, Group One; while fixing a Christmas tree display, employee was injured. Date of Injury 12/16/2021

Then, the board members reviewed the following correspondence from PERAC:

- PERAC memo #34/2021 2021 Disability Data
- PERAC memo #35/2021 840 CMR 10:13(3) & 10:15(1)(c) – Annual Review of Medical Testing Fee
- PERAC memo #01/2022 Fraud Attempt
- PERAC memo #02/2022 2022 Limits under Chapter 46 of the Acts of 2002
- PERAC memo #03/2022 2022 Limits under Section 23 of Chapter 131 of the Acts of 2010
- PERAC memo #04/2022 COLA Notice
- PERAC memo #04a/2022 Clarification of Previous COLA Notice Memo
- PERAC memo #05/2022 2022 Interest Rate set at 0.1%
- PERAC memo #06/2022 Mandatory Retirement Board Member Training – 1<sup>st</sup> Quarter 2022

Also, the board members reviewed other relative correspondence.

Next, Michael Dwyer and Jeffrey Fabrizio of Wainwright Investment Counsel both joined the meeting via Zoom. To begin, Mr. Dwyer directed the board members to the performance summary report for the month of November, and Mr. Fabrizio reviewed the plan results. Through the end of November, the plan’s estimated market value was approximately \$193.6 million. Year-to-date, the plan is up 13.32% versus the policy benchmark which is up 10.53%. Compared to its policy benchmark (up 17.13%), the domestic equity sector (up 15.27%) is a bit behind. The international equity sector (up 7.88%) is ahead of its benchmark (up 5.78%). The equity managers, particularly the domestic equity managers, continue to drive the portfolio’s returns with some very strong performance. The domestic fixed income strategy (down 0.18%) is slightly ahead of its benchmark (down 0.74%). As interest rates rise, the fixed income performance will decline. Still, the performance of the fixed income funds is expected as most of these investments, apart from Lord Abbett High Yield, are indexed. Year-to-date, the performance of the real estate sector is up 20.48% versus a benchmark that is up 10.88%. At present, the real estate funds, except for Metropolitan Real Estate and TerraCap Partners, are ahead of their benchmark. Due to the nature of the investments held within the private equity sector, their performance returns are stated with as much as a two-quarter lag. At present, this sector is estimated to be up 51.22% versus a benchmark that is presently at 25.28%. Currently, Hamilton Lane Secondary Fund IV and P.R.I.T. Private Equity VY2018 are the two largest private equity investments within this portfolio. Both Siguler Guff Distressed Opportunities Fund III and Lexington Capital Partners Fund V, although positive, are the two funds within the private equity sector that are not providing double digit positive returns for the year. Year-to-date, the P.R.I.T. Absolute Return Fund is up 8.32% versus a benchmark that is up 5.66%. Lastly, the cash balance is approximately \$4.9 million as of the end of November. Wainwright Investment Counsel noted that they are “very comfortable and pleased with the robust performance through the end of November and they are hopeful that the portfolio will have a very strong finish to the year”.

After some additional discussion with the board members, Mr. Dwyer and Mr. Fabrizio both exited the board meeting.

Then, Attorney Poser noted the following activity in the pending legal matters:

- *Kevin Murphy v. Falmouth Retirement Board*, CR-20-0453; a joint pre-hearing memorandum has been filed with D.A.L.A. with no hearing date scheduled yet.
- *Daniel Donahue v. Falmouth Retirement Board*, CR-21-0048; a joint pre-hearing memorandum has been filed with D.A.L.A. and Attorney Poser has filed a Motion for Summary Decision with no response yet.

Finally, having no additional business to discuss, the Chairman asked for a motion to adjourn the open session meeting.


Mr. O'Malley moved to adjourn the open session meeting. Ms. Mullen seconded the motion. On roll call, the vote was as follows:

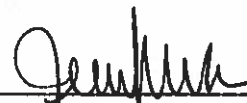
Ellen K. Philbin, Vice Chairman	YES
Jennifer P. Mullen	YES
Craig B. O'Malley	YES
Paul J. Slivinski	YES
Russell R. Ferreira, Chairman	YES


At approximately 2:20 p.m., the board members concluded the open session meeting.

The next scheduled board meeting will begin at 2:00 p.m. on Thursday, February 24, 2022 at the office of the Falmouth Retirement System which is located at 80 Davis Straits, Suite 102 in Falmouth, MA.

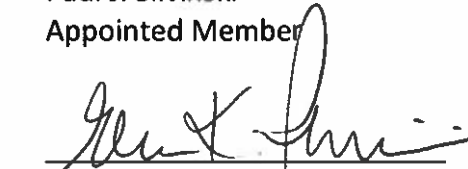
ATTEST:


  
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Russell R. Ferreira  
Chairman, Elected Member

  
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Jennifer P. Mullen  
Ex-Officio Member

  
\_\_\_\_\_  
Paul J. Slivinski  
Appointed Member

  
\_\_\_\_\_  
Craig B. O'Malley  
Elected Member

  
\_\_\_\_\_  
Ellen K. Philbin  
Vice Chairman, Fifth Member

  
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Francis X. St. Germaine III  
Director