

FALMOUTH RETIREMENT BOARD
Open Session Meeting Minutes
Thursday, March 24, 2022

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

Board members in absence: Paul J. Slivinski

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 January. Through the end of January, the Treasurer noted that the account with Rockland Trust has receipts in the amount of \$1,207,202.30 and a statement balance in the amount of \$263,638.03. She noted that the month-end fund balance is \$28,920.37 with outstanding checks for the month in the amount of \$234,565.17. In addition, it was noted that the check sequence for the month of January began with check #10593 and ended with check #10615. 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. O'Malley moved to accept the monthly reconciliation submitted by the Town Treasurer. 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
Russell R. Ferreira, Chairman	YES

The board members then reviewed the meeting minutes of the open session meeting that was held on February 24, 2022. After some discussion, the board members entertained a motion to approve the meeting minutes of the open session meeting that was held on February 24, 2022.

Ms. Philbin moved to approve the meeting minutes of the open session meeting that was held on February 24, 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
Russell R. Ferreira, Chairman	YES

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

Warrant #07/2022	\$1,151,081.22	Warrant #08/2022	\$ 8,212.40
Warrant #09/2022	\$ 7,962.40	Warrant #10/2022	\$167,949.21

After some discussion, the board members entertained a motion to approve the payment, as noted, of warrants #07/2022 through #10/2022.

Mr. O'Malley moved to approve the payment, as noted, of warrants #07/2022 through #10/2022. 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
Russell R. Ferreira, Chairman	YES

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

- People's United Bank, January 2022 custodial fee \$ 4,740.18

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

Ms. Philbin moved to approve the payment, as noted, of the above-mentioned investment fee. 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
Russell R. Ferreira, Chairman	YES

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

- Lexington Capital Fund VII, a capital call payable on 2/28/2022 in the amount of \$807.00

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

Ms. Philbin moved to approve the payment, as noted, of the above-mentioned capital call. 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
Russell R. Ferreira, Chairman	YES

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

- TerraCap Partners Fund IV, a distribution received on 2/25/2022 in the amount of \$107,928.92
- Lexington Capital Fund VII, a distribution received on 2/28/2022 in the amount of \$4,739.00

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:

- Daniel Leonard; amount of transfer is \$19,828.24; transfer received in error from the Norfolk County Retirement System
- Elizabeth A. Bastille; amount of transfer is \$64.52; deductions taken in error by the Town of Falmouth, Finance Department
- Seamus P. Murray; amount of transfer is \$2,408.18; resignation from service with the Town of Falmouth, Fire Rescue Department *(with this transfer, the Falmouth Retirement System will accept 5 months of 3(8)(c) liability on a 12-month basis)*
- Angela D. Hurwitz; amount of transfer is \$8,877.06; resignation from service with the Town of Falmouth, I.T. Department *(with this transfer, the Falmouth Retirement System will accept 1 year and 3 months of 3(8)(c) liability on a 12-month basis)*
- Dale A. Baker; amount of refund is \$24.11; deductions taken in error by the Town of Falmouth, D.P.W. Highway Division
- Sean J. Bergman; amount of refund is \$37.47; deductions taken in error by the Town of Falmouth, D.P.W. Water and Wastewater Division
- Elson P. Costa; amount of refund is \$9,856.23; resignation from service with the Town of Falmouth, Police Department *(with this refund, the Falmouth Retirement System will accept 1 year and 10 months of 3(8)(c) liability on a 12-month basis)*
- Jacob T. Hupp; amount of refund is \$2,778.27; resignation from service with the Town of Falmouth, Falmouth Public Schools *(with this refund, the Falmouth Retirement System will accept 11 months of 3(8)(c) liability on a 12-month basis)*
- Lindsey D. Hupp; amount of refund is \$1,640.68; resignation from service with the Town of Falmouth, Falmouth Public Schools *(with this refund, the Falmouth Retirement System will accept 7 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. 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
Russell R. Ferreira, Chairman	YES

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

- Marie E. Klefeker; Food Service Worker, Town of Falmouth, Falmouth Public Schools, Group One; DOM 2/14/2022, 9% + 2%
- Harriet E. Draper; Administrative Clerk, Town of Falmouth, Office of the Town Clerk, Group One; DOM 2/28/2022, 9% + 2%
- John D. Greeley; Teacher Assistant, Town of Falmouth, Falmouth Public Schools, Group One; DOM 2/28/2022, 9% + 2%
- Monica Saba; Health Assistant, Town of Falmouth, Falmouth Public Schools, Group One; DOM 3/3/2022, 9% + 2%
- Daniel J. Fenton; Laborer, Town of Falmouth, D.P.W. Parks and Forestry Division, Group One; DOM 3/7/2022, 9% + 2%
- James A. Lewis; Laborer, Town of Falmouth, D.P.W. Highway Division, Group One; DOM 3/7/2022, 9% + 2%
- Maura E. O'Keefe; Town Counsel, Town of Falmouth, Office of the Town Counsel, Group One; DOM 3/7/2022, 9% + 2%
- Manuel Pacheco; Water Plant Operator, Town of Falmouth, D.P.W. Water and Wastewater Division, Group One; DOM 3/14/2022, 9% + 2%
- Brian J. Domingos; Assistant Town Accountant, Town of Falmouth, Office of the Town Accountant, Group One; DOM 3/21/2022, 9% + 2%

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

- Keith G. Batchelder; Police Officer, Town of Falmouth, Police Department; request to purchase additional military service, prior to membership with the Falmouth Retirement System; principle amount due is \$5,787.60 (*upon completion of this military service purchase, the Falmouth Retirement System will accept 1 year and 6 months of additional 3(8)(c) liability on a 12-month basis*)
- John W. Pottle; Custodian, Town of Falmouth, Falmouth Public Schools; request to purchase refunded service, prior to membership with the Falmouth Retirement

System; principle amount due is \$7,397.77 (*upon completion of this service purchase, the Falmouth Retirement System will accept 1 year and 7 months of 3(8)(c) liability on a 12-month basis*)

- Joyce M. Doherty; Receptionist, Town of Falmouth, Senior Services Department; request to purchase refunded service, prior to membership with the Falmouth Retirement System; principle amount due is \$39,558.42 (*upon completion of this service purchase, the Brockton Retirement System will accept 10 years and 9 months of 3(8)(c) liability on a 12-month basis*)
- Andrew T. McKay; I.T. Support Specialist, Town of Falmouth, Information Technology Department; request to purchase refunded service, prior to membership with the Falmouth Retirement System; principle amount due is \$2,422.54 (*upon completion of this service purchase, the Plymouth County Retirement System will accept 10 months of 3(8)(c) liability on a 12-month basis*)
- Joyce M. Doherty; Receptionist, Town of Falmouth, Senior Services Department; request to purchase less than part-time service, prior to membership with the Falmouth Retirement System; principle amount due is \$16,050.30 (*upon completion of this 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 requests of the above-mentioned members to purchase his/her service prior to membership with the Falmouth Retirement System.

Ms. Philbin moved to approve, as noted, the requests of the above-mentioned members to purchase his/her service prior to membership with the Falmouth Retirement System. 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
Russell R. Ferreira, Chairman	YES

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

- Thomas J. Stoll; School Monitor, Town of Falmouth, Falmouth Public Schools, Group One; while skiing on a weekend field trip, employee was injured.
Date of Injury 1/9/2022
- Roy C. Martinsen III; Deputy Director, Town of Falmouth, Marine and Environmental Services Department, Group One; while accessing the pumps to perform maintenance, employee was injured.
Date of Injury 1/24/2022
- Michael Duarte Jr.; M.E.O. II, Town of Falmouth, D.P.W. Parks and Forestry Division, Group One; while helping to lift a tailgate, employee was injured.
Date of Injury 2/17/2022

- **Elvis A. Mafra; Custodian, Town of Falmouth, Falmouth Public Schools, Group One; while replacing worn out parts on classroom chairs, employee was injured. Date of Injury 3/1/2022**

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

- **PERAC memo #09/2022 Extension of Open Meeting Law Waivers**

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 January, and Mr. Fabrizio reviewed the plan results. Through the end of January, the plan's estimated market value was approximately \$193.1 million. Year-to-date, the plan is down 3.11% versus the policy benchmark which is down 4.36%. Compared to its policy benchmark (down 7.50%), the domestic equity sector (down 5.52%) is a little bit ahead. The international equity sector (down 3.64%) is ahead of its benchmark (down 5.33%). All of the equity managers are experiencing negative performance returns at the moment. The domestic fixed income strategy (down 2.31%) is slightly behind its benchmark (down 2.22%). As interest rates rise, the fixed income performance will decline. Still, the performance of these 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 down 0.22% versus a benchmark that is even. 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 0.07% versus a benchmark that is presently even. Currently, Hamilton Lane Secondary Fund IV and P.R.I.T. Private Equity VY2018 are the two largest private equity investments within this portfolio. Year-to-date, the P.R.I.T. Absolute Return Fund is down 0.09% versus a benchmark that is down 2.70%. Lastly, the cash balance is approximately \$4.6 million as of the end of January. Wainwright Investment Counsel noted that "it has been a rough first month to the new calendar year" but they are "comfortable with the positioning of this portfolio and the performance is what we would expect given all that is happening in the world at this time".

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

Next, the Director reviewed with the board members the 2021 Annual Statement of the Falmouth Retirement System that is to be submitted to P.E.R.A.C. After some discussion, the board members entertained a motion to approve the 2021 Annual Statement of the Falmouth Retirement System that is to be submitted to P.E.R.A.C.

Ms. Mullen moved to approve the 2021 Annual Statement of the Falmouth Retirement System that is to be submitted to P.E.R.A.C. 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
Russell R. Ferreira, Chairman	YES

Attorney Poser then reviewed Chapter 325 of the Acts of 2012 and the guidelines issued by P.E.R.A.C. with regards to the purchase by the Falmouth Retirement Board of real property to be used as their administrative office. After some discussion, the board members entertained a motion to table to a future meeting at which all board members will be present their discussion about the purchase of real property to be used as their administrative office.

Mr. O'Malley moved to table to a future meeting at which all board members will be present their discussion about the purchase of real property to be used as their administrative office. 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
Russell R. Ferreira, Chairman	YES

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.

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

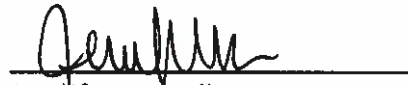
Ellen K. Philbin, Vice Chairman	YES
Jennifer P. Mullen	YES
Craig B. O'Malley	YES
Russell R. Ferreira, Chairman	YES

At approximately 2:40 p.m., the board members concluded the open session meeting. The next scheduled board meeting will begin at 2:00 p.m. on Thursday, April 21, 2022 at the office of the Falmouth Retirement System which is located at 80 Davis Straits, Suite 102 in Falmouth, MA.

ATTEST:



Russell R. Ferreira
Chairman, Elected Member



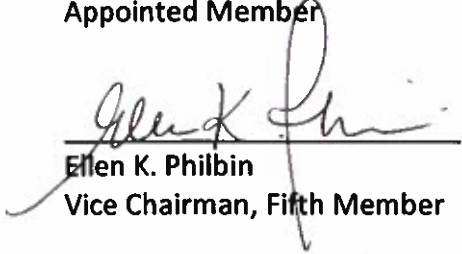
Jennifer P. Mullen
Ex-Officio Member

ABSENT


Paul J. Slivinski
Appointed Member



Craig B. O'Malley
Elected Member



Ellen K. Philbin
Vice Chairman, Fifth Member



Francis X. St. Germaine III
Director