

**FALMOUTH RETIREMENT BOARD**  
**Open Session Meeting Minutes**  
**Thursday, January 19, 2023**

Board members in attendance: Ellen K. Philbin, Chair (by Zoom); Craig B. O'Malley, Vice Chair; Victoria A. Rose; Paul J. Slivinski and Scott T. Starbard

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 physically present at the office of the Falmouth Retirement System, Chair Philbin called the meeting to order, and she asked Mr. O'Malley to conduct the board meeting. Mr. O'Malley noted for all that, in accordance with Chapter 107 of the Acts of 2022 relating to the COVID – 19 pandemic and the Open Meeting Law waiver, 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, 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 \$1,306,227.36 and a statement balance in the amount of \$129,907.80. She noted that the month-end fund balance is \$97,432.22 with outstanding checks for the month in the amount of \$32,475.58. In addition, it was noted that the check sequence for the month of November began with check #10971 and ended with check #11024. All the checks in this sequence have 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. Ms. Rose seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Chair	YES
Paul J. Slivinski	YES
Scott T. Starbard	YES
Victoria A. Rose	YES
Craig B. O'Malley, Vice Chair	YES

The board members then reviewed the meeting minutes of both the open session meeting and the executive session meeting that was held on December 22, 2022. After some discussion, the board members entertained a motion to approve the meeting minutes of both the open session meeting and the executive session meeting that was held on December 22, 2022.

Mr. Slivinski moved to approve the meeting minutes of both the open session meeting and the executive session meeting that was held on December 22, 2022. Ms. Philbin seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Chair	YES
Paul J. Slivinski	YES
Scott T. Starbard	YES
Victoria A. Rose	YES
Craig B. O'Malley, Vice Chair	YES

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

Warrant #46/2022	\$1,218,313.58	Warrant #01/2023	\$ 8,366.40
Warrant #02/2023	\$ 19,687.89	Warrant #02/2023DD	\$ 2,819.15

After some discussion, the board members entertained a motion to approve the payment, as noted, of warrant #46/2022 and warrants #01/2023 through #02/2023DD.

Mr. Slivinski moved to approve the payment, as noted, of warrant #46/2022 and warrants #01/2023 through #02/2023DD. Ms. Philbin seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Chair	YES
Paul J. Slivinski	YES
Scott T. Starbard	YES
Victoria A. Rose	YES
Craig B. O'Malley, Vice Chair	YES

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

- Wainwright Investment Counsel, Q4 2022 consultant fee \$30,000.00
- M&T Bank (People's United Bank), November 2022 custodial fee \$ 5,347.69
- EARNEST Partners, Q4 2022 management fee \$34,447.54
- RhumbLine Advisers (Growth), Q4 2022 management fee \$ 799.00
- RhumbLine Advisers (S&P 400), Q4 2022 management fee \$ 680.00
- RhumbLine Advisers (Value), Q4 2022 management fee \$ 1,154.00
- RhumbLine Advisers (S&P 600), Q4 2022 management fee \$ 685.00
- RhumbLine Advisers (MSCI EAFE), Q4 2022 management fee \$ 634.00

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. Ms. Rose seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Chair	YES
Paul J. Slivinski	YES
Scott T. Starbard	YES
Victoria A. Rose	YES
Craig B. O'Malley, Vice Chair	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 1/3/2023 in the amount of \$138,540.14
- PRIT Private Equity Fund VY2022, a capital call payable on 1/3/2023 in the amount of \$118,284.65

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

Mr. Slivinski moved to approve the payment, as noted, of the above-mentioned capital calls. Mr. Starbard seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Chair	YES
Paul J. Slivinski	YES
Scott T. Starbard	YES
Victoria A. Rose	YES
Craig B. O'Malley, Vice Chair	YES

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

- Lexington Capital Fund VII, a distribution received on 12/29/2022 in the amount of \$34,101.00
- Mesriow Financial Fund IV, a distribution received on 12/29/2022 in the amount of \$10,500.00
- PRIT Private Equity Fund VY2018, a distribution received on 1/3/2023 in the amount of \$7,740.04

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

- Alan Goodwin; Computer Technician, Town of Falmouth, Falmouth Public Schools, Group One; DOM 12/5/2022, 9% + 2%
- Natasha L. Frye; Special Education 1:1 Aide, Town of Falmouth, Falmouth Public Schools, Group One; DOM 12/12/2022, 9% + 2%
- Victoria A. Rogers; Administrative Clerk, Town of Falmouth, Police Department, Group One; DOM 12/19/2022, 9% + 2%
- Todd G. Dias; Utility Maintenance Worker, Town of Falmouth, D.P.W. Water and Wastewater Division, Group One; DOM 12/19/2022, 9% + 2%

- Sara E. Bevilacqua; Head of Access Services, Town of Falmouth, Falmouth Public Library, Group One; DOM 12/19/2022, 9% + 2%
- Eduard J. Senteio; Finance Director, Town of Falmouth, Finance Department, Group One; DOM 12/28/2022, 9% + 2%
- Meredith W. Gardner; Safety Monitor, Town of Falmouth, Falmouth Public Schools, Group One; DOM 1/3/2023, 9% + 2%
- Shannon R. Trabucco; Bus Aide, Town of Falmouth, Falmouth Public Schools, Group One; DOM 1/3/2023, 9% + 2%
- Kelly A. West; Senior Office Assistant, Town of Falmouth, Finance Department, Group One; DOM 1/3/2023, 9% + 2%
- Peter M. Killelea; Local Inspector, Town of Falmouth, Inspectional Services Department, Group One; DOM 1/3/2023, 9% + 2%
- Sherri A. McGhee; Special Education 1:1 Aide, Town of Falmouth, Falmouth Public Schools, Group One; DOM 1/11/2022, 9% + 2%
- Brian D. Miller; Data Collector/Field Appraiser, Town of Falmouth, Finance Department, Group One; DOM 1/18/2023, 9% + 2%

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

- Jeffrey A. Meau Jr.; Firefighter, Town of Falmouth, Fire Rescue Department, Group Four; while on duty, employee was injured. Date of Injury 10/11/2022
- Roger S. Dutra Jr.; Custodian, Town of Falmouth, Falmouth Public Schools, Group One; while mopping the floor, employee slipped and was injured. Date of Injury 11/30/2022
- Alexander M. Franklin; Police Officer, Town of Falmouth, Police Department, Group Four; while trying to subdue a suspect, employee was injured. Date of Injury 12/7/2022
- Jonathan L. Lewis; Assistant Mechanic, Town of Falmouth, D.P.W. Fleet Management Division, Group One; while taking off tires, employee slipped and was injured. Date of Injury 12/28/2022
- Connor N. Bowers; Police Officer, Town of Falmouth, Police Department, Group Four; while performing a motor vehicle stop, employee was injured. Date of Injury 12/28/2022

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

- PERAC memo #01/2023      Reintroduction of Earning and Hour Limitations for All Retirees in the Public Sector
- PERAC memo #02/2023      2023 Limits under Chapter 46 of the Acts of 2002
- PERAC memo #03/2023      2023 Limits under Section 23 of Chapter 131 of the Acts of 2010
- PERAC memo #04/2023      COLA Notice

Also, the board members reviewed other relative correspondence.

Then, Michael Dwyer of Wainwright Investment Counsel joined the meeting. To begin, Mr. Dwyer directed the board members to the performance summary report for the month of November, and he reviewed the plan results. Through the end of November, the plan's estimated gross market value was approximately \$187.4 million. Year-to-date, the plan is down 6.46% versus the policy benchmark which is down 9.72%. Compared to its policy benchmark (down 11.93%), the domestic equity sector (down 9.30%) is ahead with EARNEST Partners protecting well during the decline. The international equity sector (down 12.41%) is ahead of its benchmark (down 16.10%). In the current environment of rising interest rates, equities are down with growth stocks affected more than value stocks. Still, all the equity managers continue to experience negative returns which continues to be a primary driver for this portfolio's decline in value. The domestic fixed income strategy (down 12.25%) is slightly ahead of its benchmark (down 12.35%). The performance of the fixed income funds is not unexpected 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 15.20% versus a benchmark that is up 5.93%. At present, the real estate asset class is working quite well with TA Realty providing some very strong returns. 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. Yet, this sector is estimated to be down 2.24% versus a benchmark that is presently down 5.29%. Currently, Hamilton Lane Secondary Fund IV, P.R.I.T. Private Equity VY2018 and P.R.I.T. Private Equity VY2020 are the three largest private equity investments within this portfolio. For the year, the P.R.I.T. Absolute Return Fund is down 2.42% versus a benchmark that is down 5.78%. Lastly, the cash balance is approximately \$0.5 million. Wainwright Investment Counsel noted that "the economy continues to be erratic. Both the equity and bond markets continue to be down in tandem which is very unusual. Typically, when one is down the other is up. However, the portfolio does seem to be protecting well during a period of turbulent and underperforming markets."

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

Next, the Vice Chair asked for a motion to leave the open session meeting and to move into executive session for the purpose of discussing the reputation, the character, the physical condition, or the mental health of an individual.

Mr. Slivinski moved to leave the open session meeting and to move into executive session for the purpose of discussing the reputation, the character, the physical condition, or the mental health of an individual. Ms. Rose seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Chair	YES
Paul J. Slivinski	YES
Scott T. Starbard	YES
Victoria A. Rose	YES
Craig B. O'Malley, Vice Chair	YES

At approximately 2:30 p.m., the board members left the open session meeting and moved into executive session for the purpose of discussing the reputation, the character, the physical



condition, or the mental health of an individual. At the conclusion of the executive session meeting, as noted by the Vice Chair, the board members would reconvene their open session meeting.

At approximately 2:45 p.m., the board members reconvened their open session meeting, and the Vice Chair noted the following action taken during the executive session meeting.

**TODD A. TAYLOR – ACCIDENTAL DISABILITY RETIREMENT**

The board members reviewed the Regional Medical Panel certificates with narratives and found all to be in order. Mr. Slivinski moved to approve the voluntary accidental disability retirement application that has been submitted by Todd A. Taylor to transmit to P.E.R.A.C. their findings of facts. Ms. Rose seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Chair	YES
Paul J. Slivinski	YES
Scott T. Starbard	YES
Victoria A. Rose	YES
Craig B. O'Malley, Vice Chair	YES

**MELISSA M. MARTIN – ACCIDENTAL DISABILITY RETIREMENT**

The board members reviewed the *Member's Application for Disability Retirement*, *Employer's Statement Pertaining to Member's Application for Disability Retirement*, *Treating Physician's Statement Pertaining to Member's Application for Disability Retirement* and other supporting documentation. Ms. Philbin moved to accept the voluntary accidental disability retirement application submitted by Melissa M. Martin and to request that P.E.R.A.C. convene an examination by a regional medical panel. Mr. Starbard seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Chair	YES
Paul J. Slivinski	YES
Scott T. Starbard	YES
Victoria A. Rose	YES
Craig B. O'Malley, Vice Chair	YES

Next, the Director had a discussion with the board members regarding Chapter 269 of the Acts of 2022. This act provides the local retirement systems with a local option to increase the COLA for FY2023 to 5% on the base amount specified pursuant to M.G.L Chapter 32 §103. In the case of the Falmouth Retirement System, the base amount for FY2023 is \$14,000. The approval of the increase can occur at any time during the fiscal year and will take effect as of July 1, 2022. To adopt this increase, the retirement board must vote to approve the increase, and it must also receive local approval. For purposes of this act, local approval means the select board must also vote in favor to accept the increase. After some discussion, the board members entertained a motion to approve an increase to the C.O.L.A. from 3.0% to 5.0% on the maximum base amount of \$14,000 for FY2023 and to seek approval of the same from the Town of Falmouth Select Board.

Mr. Slivinski moved to approve an increase to the C.O.L.A. from 3.0% to 5.0% on the maximum base amount of \$14,000 for FY2023 and to seek approval of the same from the Town of Falmouth Select Board. Ms. Rose seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Chair	YES
Paul J. Slivinski	YES
Scott T. Starbard	YES
Victoria A. Rose	YES
Craig B. O'Malley, Vice Chair	YES

Then, the Director had a discussion with the board members about office space for the retirement system. It was noted that the current lease will expire this coming fall. Additionally, it was noted that there is extremely limited suitable office space available for either lease or purchase within the Town of Falmouth. Attorney Poser noted for the board members that Chapter 325 of the Acts of 2012, if the board members should choose to do so, gives the Falmouth Retirement Board the ability to lease or purchase an appropriate real property within the Town of Falmouth to use for the administrative office of the retirement system. In addition, he noted that P.E.R.A.C. has provided the retirement system with additional guidelines for the lease or purchase of real property. A solicitation of proposals to either lease or purchase real property within the Town of Falmouth had been posted in June 2022 with responses due in August 2022. Three inquiries were received; yet, no responses were received. After some additional discussion, the board members entertained a motion to, again, openly solicit proposals to either lease or purchase real property within the Town of Falmouth.

Mr. Starbard moved to, again, openly solicit proposals to either lease or purchase real property within the Town of Falmouth. Mr. Slivinski seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Chair	YES
Paul J. Slivinski	YES
Scott T. Starbard	YES
Victoria A. Rose	YES
Craig B. O'Malley, Vice Chair	YES

Attorney Poser then noted the following activity in the pending legal matter:

- *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.

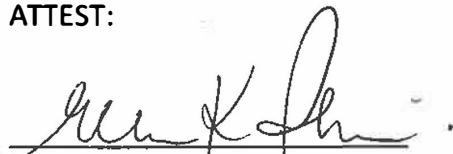
Finally, having no additional business to discuss, the Vice Chair asked for a motion to adjourn the open session meeting.

Mr. Slivinski moved to adjourn the open session meeting. Ms. Rose seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Chair	YES
Paul J. Slivinski	YES
Scott T. Starbard	YES
Victoria A. Rose	YES
Craig B. O'Malley, Vice Chair	YES

At approximately 3:10 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 16, 2023 at the office of the Falmouth Retirement System which is located at 80 Davis Straits, Suite 102 in Falmouth, MA.


ATTEST:

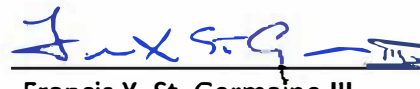
  
Ellen K. Philbin  
Chair, Fifth Member

  
Victoria A. Rose  
Ex-Officio Member

  
Paul J. Slivinski  
Appointed Member

  
Craig B. O'Malley  
Vice Chair, Elected Member

  
Scott T. Starbard  
Elected Member

  
Francis X. St. Germaine III  
Director