

**FALMOUTH RETIREMENT BOARD**  
**Open Session Meeting Minutes**  
**Thursday, March 16, 2023**

Board members in attendance: Ellen K. Philbin, Chair; Craig B. O'Malley, Vice Chair; Victoria A. Rose; Paul J. Slivinski (by Zoom) 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

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 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 January. Through the end of January, the Treasurer noted that the account with Rockland Trust has receipts in the amount of \$1,099,539.39 and a statement balance in the amount of \$37,134.46. She noted that the month-end fund balance is \$34,582.15 with outstanding checks for the month in the amount of \$2,552.31. In addition, it was noted that the check sequence for the month of January began with check #11064 and ended with check #11096. 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. O'Malley moved to accept the monthly reconciliation submitted by the Town Treasurer. 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

The board members then reviewed the meeting minutes of the open session meeting that was held on February 16, 2023. After some discussion, the board members entertained a motion to approve the meeting minutes of the open session meeting that was held on February 16, 2023.

Mr. Slivinski moved to approve the meeting minutes of the open session meeting that was held on February 16, 2023. Mr. Starbard seconded the motion. On roll call, the vote was as follows:

Ellen K. Philbin, Chair	YES
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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 #06/2023	\$1,212,410.45	Warrant #07/2023	\$ 8,366.40
Warrant #08/2023	\$ 243,327.57		

After some discussion, the board members entertained a motion to approve the payment, as noted, of warrants #06/2023 through #08/2023.

Mr. O'Malley moved to approve the payment, as noted, of warrants #06/2023 through #08/2023. 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

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

- M&T Bank (People's United Bank), January 2023 custodial fee \$ 4,954.21

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

Mr. Slivinski moved to approve the payment, as noted, of the above-mentioned investment fee. 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

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

- PRIT Private Equity Fund VY2018, a capital call payable on 3/1/2023 in the amount of \$2,147.22
- PRIT Private Equity Fund VY2020, a capital call payable on 3/1/2023 in the amount of \$3,707.32

- PRIT Private Equity Fund VY2022, a capital call payable on 3/1/2023 in the amount of \$26,806.40

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:

- TA Realty Fund XII, a distribution received on 2/22/2023 in the amount of \$20,993.00
- Lexington Capital Fund VII, a distribution received on 2/27/2023 in the amount of \$6,557.00

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:

- James M. Reynolds; amount of rollover is \$16,672.98; resignation from service with the Town of Falmouth, D.P.W. Fleet Management Division *(with this rollover, the Falmouth Retirement System will accept 2 years of 3(8)(c) liability on a 12-month basis)*
- Daryl H. Cook; amount of transfer is \$48,901.98; resignation from service with the Town of Falmouth, Finance Department *(with this transfer, the Falmouth Retirement System will accept 10 years and 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. 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

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

- Robert P. Curtis Jr.; date of retirement is 2/10/2023 from the Town of Falmouth, Police Department; Group Four

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

- Ashley M. Laird; Communications Officer, Town of Falmouth, Communications Center, Group One; DOM 2/13/2023, 9% + 2%
- Jeffrey C. Weisel; Utility Maintenance Worker, Town of Falmouth, D.P.W. Water and Wastewater Division, Group One; DOM 3/6/2023, 9% + 2%

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

- Sherri L. Delmonico; Teacher Assistant, Town of Falmouth, Falmouth Public Schools; request to purchase less than part-time service, prior to membership with the Falmouth Retirement System; principle amount due is \$1,706.44 (*upon completion of this service purchase, the Falmouth Retirement System will accept 3 months of 3(8)(c) liability on a 12-month basis*)
- Kevin J. Huelsman; School Safety Monitor, Town of Falmouth, Falmouth Public Schools; request to purchase refunded service with MA Teacher's Retirement System, prior to membership with the Falmouth Retirement System; principle amount due is \$86,319.03 (*upon completion of this service purchase, the MA Teacher's Retirement System will accept 6 years and 7 months of 3(8)(c) liability on a 10-month basis*)
- Karen A. Melchione; Teacher Assistant, Town of Falmouth, Falmouth Public Schools; request to purchase less than part-time service, prior to membership with the Falmouth Retirement System; principle amount due is \$3,764.04 (*upon completion of this service purchase, the Falmouth Retirement System will accept 1 year and 2 months of 3(8)(c) liability on a 12-month basis*)
- Kurt S. Ruta; Police Officer, Town of Falmouth, Police Department; request to purchase military service, prior to membership with the Falmouth Retirement System; principle amount due is \$10,213.10 (*upon completion of this service purchase, the Falmouth Retirement System will accept 2 years and 1 month 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.

Mr. O'Malley 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. 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

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

- Nancy Fauteux; School Safety Monitor, Town of Falmouth, Falmouth Public Schools, Group One; while checking emergency exit doors during her morning rounds, employee fell and was injured. Date of Injury 1/17/2023
- Susan E. Dowling; Staff Assistant, Town of Falmouth, Falmouth Public Schools, Group One; while dealing with an angry student, employee was injured. Date of Injury 2/6/2023
- Heather L. Emerson; 1:1 Special Education Aide, Town of Falmouth, Falmouth Public Schools, Group One; while assisting a dysregulated student, employee was injured. Date of Injury 2/7/2023
- Heather L. Emerson; 1:1 Special Education Aide, Town of Falmouth, Falmouth Public Schools, Group One; while assisting a dysregulated student, employee was injured. Date of Injury 2/8/2023
- James F. Fournier; Custodian, Town of Falmouth, Falmouth Public Schools, Group One; while pulling the exercise mats to another room, employee fell and was injured. Date of Injury 2/28/2023
- Kelly A. DePina; Teacher Assistant, Town of Falmouth, Falmouth Public Schools, Group One; while in the parking lot walking to the entrance, employee fell and was injured. Date of Injury 3/1/2023

The board members then reviewed the following correspondence from PERAC:

- PERAC memo #09/2023 Tobacco Company List

Also, the board members reviewed other relative correspondence.

Next, Michael Dwyer and Jeffrey Fabrizio of Wainwright Investment Counsel joined the meeting. 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 gross market value was approximately \$190.7 million. Year-to-date, the plan is up 5.56% versus the policy benchmark which is up 5.33%. Compared to its policy benchmark (up 8.66%), the domestic equity sector (up 8.95%) is ahead with all of the domestic equity funds providing some strong positive returns for the month. The international equity sector (up 8.21%) is ahead of its benchmark (up 7.97%). Like the domestic equity funds, all of the international

equity funds in this portfolio are providing some solid positive returns. The domestic fixed income strategy (up 3.31%) is slightly ahead of its benchmark (up 3.16%). The performance of these fixed income funds is positive and expected as all, apart from Lord Abbett High Yield, are indexed. Year-to-date, the performance of the real estate sector is up 0.46% versus a benchmark that is 0.00%. It will likely be another month or two before this sector begins to show the effects of rising interest rates. 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 0.00% versus a benchmark that is presently 0.00%. 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 up 3.16% versus a benchmark that is up 2.19%. Lastly, the cash balance is approximately \$2.5 million. Wainwright Investment Counsel noted that “the economy continues to be very unpredictable. However, the portfolio seems to be protecting well during these challenging times and it has provided some very strong returns to start the year.”

Mr. Dwyer then discussed with the board members a proposed rebalance of the investment portfolio which would liquidate to cash the following:

- \$500,000.00 from the RhumbLine Advisers Russell 1000 Value Pooled Index Fund
- \$750,000.00 from the LMCG Investments Mid Cap Core Fund
- \$750,000.00 from the RhumbLine Advisers S&P 400 Pooled Index Fund
- \$750,000.00 from the EARNEST Partners U.S. Small Cap Core Equity Fund
- \$750,000.00 from the RhumbLine Advisers S&P 600 Pooled Index Fund
- \$500,000.00 from the HGK Trinity Street International Equity Fund

After some discussion, the board members entertained a motion to accept the recommendation from Wainwright Investment Counsel to rebalance the portfolio as outlined above.

Mr. Slivinski moved to accept the recommendation from Wainwright Investment Counsel to rebalance the portfolio as outlined above. Mr. O’Malley 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

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

Next, the 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. Starbard 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 Chair, the board members would reconvene their open session meeting.

At approximately 2:40 p.m., the board members reconvened their open session meeting, and the Chair noted the following action taken during the executive session meeting.

**BRYAN C. HAZELTON – 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. Mr. Slivinski moved to accept the voluntary accidental disability retirement application submitted by Bryan C. Hazelton and to request that P.E.R.A.C. convene an examination by a regional medical panel. Mr. O'Malley 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 reviewed with the board members the 2022 Annual Statement of the Falmouth Retirement System that is to be submitted to P.E.R.A.C. It was noted that the Annual Statement will need to be submitted to P.E.R.A.C. through PROSPER and that all board members will need to log-in to PROSPER to acknowledge it. After some discussion, the board members entertained a motion to approve the 2022 Annual Statement of the Falmouth Retirement System that is to be submitted to P.E.R.A.C.

Mr. Slivinski moved to approve the 2022 Annual Statement of the Falmouth Retirement System that is to be submitted to P.E.R.A.C. 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

Next, the Director noted that the solicitation of proposals for the retirement system to lease or purchase real property within the Town of Falmouth had been posted with responses due no later than 2:00 p.m. ET today. There is one response to purchase real property at 31 Edgerton Drive which, initially, seems like it could be a good fit as well as the option to extend the existing lease at 80 Davis Straits. After some discussion, the board members entertained a motion to schedule a site visit at the Edgerton Drive property, and to have the Director and Attorney Poser open discussions with the landlord with regards to extending the existing lease at Davis Straits.

Mr. Starbard moved to schedule a site visit at the Edgerton Drive property, and to have the Director and Attorney Poser open discussions with the landlord with regards to extending the existing lease at Davis Straits. 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, Attorney Poser 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. Given its age and that the parties agree generally about the underlying facts, the parties have proposed to ask D.A.L.A. to issue a scheduling order for the purpose of filing memoranda of law.

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

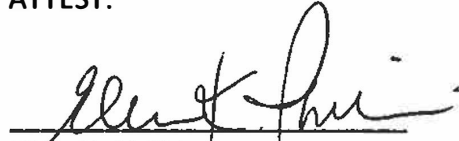
Mr. O'Malley moved to adjourn the open session meeting. Ms. Rose seconded the motion. On roll call, the vote was as follows:

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 3:25 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 20, 2023 at the office of the Falmouth Retirement System which is located at 80 Davis Straits, Suite 102 in Falmouth, MA.


ATTEST:

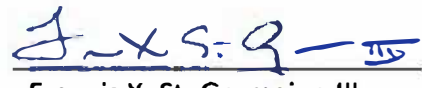
  
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Ellen K. Philbin  
Chair, Fifth Member

  
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Paul J. Slivinski  
Appointed Member

  
\_\_\_\_\_  
Scott T. Starbard  
Elected Member

  
\_\_\_\_\_  
Victoria A. Rose  
Ex-Officio Member

  
\_\_\_\_\_  
Craig B. O'Malley  
Vice Chair, Elected Member

  
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Francis X. St. Germaine III  
Director