

MAINE PUBLIC EMPLOYEES RETIREMENT SYSTEM

Minutes

Board of Trustees
Board Meeting
March 9, 2023

MainePERS
Augusta
9:00 a.m.

The Board of Trustees met at MainePERS, 139 Capitol Street, Augusta, ME 04332 at 9:00 a.m. on March 9, 2023. Brian Noyes, Chair, presided. Other Trustees participating were: Dick Metivier, Vice Chair; Henry Beck, State Treasurer; John Beliveau; Shirrin Blaisdell; Mark Brunton; John Kimball; and Ken Williams. Joining the Trustees were Dr. Rebecca Wyke, Chief Executive Officer; Michael Colleran, Chief Operating Officer and General Counsel; Chip Gavin, Chief Services Officer; Monica Gorman, Secretary to the Board of Trustees; and Betsy Stivers, Assistant Attorney General and Board Counsel. The Board also was joined for select portions of the meeting by James Bennett, Chief Investment Officer; Zackery McGuire, Deputy Chief Investment Officer; Kathy Morin, Director of Actuarial and Legislative Affairs; Brian McDonnell, Cambridge Associates; Tom Lynch and George Bumeder, Cliffwater; Jennifer Yeung, William Greenwood, Albourne; Shelley O'Brian, Retirement Services Manager; Lynn Hancock, Retirement Services Operations Leader; and Deanna Doyle, PLD Plan Administrator.

Brian Noyes called the meeting to order at 9:00 a.m. Henry Beck, John Beliveau and Dick Metivier participated through video remote access pursuant to 1 M.R.S. § 403-B, having been excused from in-person attendance by the Board Chair due to illness or temporary absence from the State of Maine. All other Trustees were physically present.

CONSIDERATION OF THE CONSENT CALENDAR

The Chair called for consideration of the Consent Calendar. The action items on the Consent Calendar were:

- Minutes of February 9, 2023

- Action. Shirrin Blaisdell made the motion, seconded by Ken Williams, to approve the Consent Calendar. Voted unanimously by six Trustees (Blaisdell, Brunton, Kimball, Metivier, Noyes, and Williams).

Jim Bennett welcomed and introduced Jennifer Yeung and William Greenwood of Albourne to the Trustees.

Brian Noyes shared the passing of Peter Leslie and noted what a gifted individual he was and the great leadership he provided to the Board and the System over the years.

John Beliveau joined the meeting at 9:05 a.m. Henry Beck joined at 9:10 a.m.

CEO REPORT

Employee Survey Results

Dr. Rebecca Wyke shared the highlights of the employee survey results and answered questions from the Trustees.

Service Retirement

Chip Gavin, Shelley O'Brian, Lynn Hancock, and Deanna Doyle provided an overview of each of the service retirement programs and highlighted several initiatives that are underway, including a member self-service portal, enhanced account statements, an on-line benefit estimator, and pro-active messaging to those waiting for services. Chip, Shelley, Lynn, and Deanna answered questions from the Trustees.

Backlogs

Dr. Rebecca Wyke provided the Trustees with background information on backlogs and the efforts being taken to address them, including temporarily closing to the public on Fridays to allow focused effort on reducing backlogs. She answered questions from the Trustees.

PRIVATE MARKETS REVIEW

Private Markets Activity

Jim Bennett reviewed the table of private market funds and co-investments that had closed during the past 12 months. Jim shared there are no manager meetings scheduled for March.

Infrastructure, Natural Resources, and Real Estate Quarterly Review

Jennifer Yeung and Will Greenwood of Albourne provided the Trustees with a review of capital budgeting and pacing, market commentary, and a review of performance for the real estate, infrastructure, and natural resources portfolios, for the period ending September 30, 2022. Jennifer and Will answered questions from the Trustees.

INVESTMENT REVIEW

Investment Monthly Review

Jim Bennett reported that as of February 28th, the MainePERS fund had a preliminary market value of \$18.3 billion, the preliminary return for the month was -1.0%, and the preliminary calendar year-to-date return was 1.3%.

INVESTMENT EDUCATION

Zack McGuire led a presentation with the Trustees that provided an overview of the role of private asset classes in the Fund. Also included was an in-depth review of the investment process used to invest in private markets funds and co-investments. Jim and Zack answered questions from the Trustees.

MAINESTART

Michael Colleran provided the MaineSTART Quarterly Review for the quarter ending December 31, 2022. He reviewed the types of plans, the number of participants, and market value by plan. Michael stated the process of removing the Vanguard STAR fund as an available fund for new contributions has begun. Michael answered questions from the Trustees.

OPERATIONS AND MEMBER SERVICES REPORT

Chip Gavin shared that the PLD COLA was included with the February 2023 payroll. Chip reviewed the online benefit estimator with the Trustees. He stated activity will be monitored and updates provided to the Board. Chip answered questions from the Trustees.

In response to a request from Brian Noyes, Chip agreed that a chart showing backlog progress would be added to the Board packet after implementation of the "Focus Fridays."

Michael Colleran shared that the Employer Reporting Unit continues to work on the account reconciliation backlogs. They moved from 138 to 401 fully-reconciled accounts.

Michael provided an update on recruitment. Three Pension Associate I positions have been filled as well as two IT staff positions. He shared the new Associate General Counsel, Nanette Arbry, will be introduced to the Trustees at the April meeting.

Michael stated the IT staff is helping to finalize the audit being conducted by the firm CBIZ Risk & Advisory Services.

LEGISLATIVE UPDATE

Kathy Morin provided an update on the status of legislative bills. Kathy shared a bill that would eliminate the COLA base for retirees from State-sponsored plans has been scheduled for a work session. Kathy stated the 1% COLA adjustment for eligible retirees from the State-sponsored plans included in the supplemental budget was enacted. Public hearings continue on the proposed biennial budget, which included required funding for retired teacher group life insurance and the pay-as-you-go Governor's Retirement Plan.

LITIGATION UPDATE

Betsy Stivers stated there are no new updates on litigation to report.

GOVERNANCE

Trustee Charter

Dr. Rebecca M. Wyke stated the Charter sets out the Board's principles, duties, and oversight responsibilities for the governance of MainePERS and its programs.

- **Action:** Mark Brunton made the motion, seconded by Ken Williams, that the Board approve the proposed MainePERS Board of Trustees Charter. Voted unanimously

by seven Trustees (Beck, Beliveau, Blaisdell, Brunton, Metivier, Noyes, and Williams) and one abstention (Kimball).

PERSONNEL DISCUSSION

- Action. Shirrin Blaisdell made the motion, seconded by Mark Brunton, to enter into executive session pursuant to 1 M.R.S. §405(6)(A) to discuss a personnel matter. Voted unanimously by eight Trustees (Beck, Beliveau, Blaisdell, Brunton, Kimball, Metivier, Noyes, and Williams).

The Board moved out of executive session.

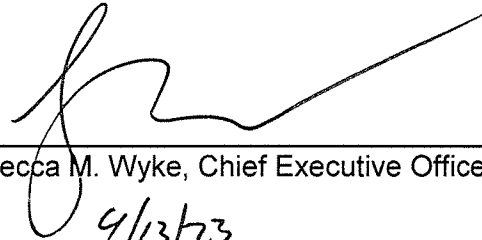
ADJOURNMENT

- Action. Mark Brunton made a motion, seconded by Dick Metivier, to adjourn the March Board of Trustees meeting. Voted unanimously by eight Trustees (Beck, Beliveau, Blaisdell, Brunton, Kimball, Metivier, Noyes, and Williams).

The meeting adjourned at approximately 1:00 p.m.

4/13/23

Date Approved by the Board



Dr. Rebecca M. Wyke, Chief Executive Officer

4/13/23

Date Signed