

MAINE PUBLIC EMPLOYEES RETIREMENT SYSTEM

Minutes

Board of Trustees
Regular Board Meeting
January 10, 2019

MainePERS Board Room
Augusta, Maine
9:00 a.m.

The Board of Trustees met at 9:00 a.m. on January 10, 2019, at the Maine Public Employees Retirement System, 96 Sewall Street, Augusta, Maine. Brian Noyes, Chair, presided. Other Trustees present were Dick Metivier, Vice-Chair; Henry Beck; Shirrin Blaisdell; Phil Brookhouse; and Ken Williams. Joining the Trustees were Sandy Matheson, Executive Director; Michael Colleran, General Counsel; Monica Gorman, Secretary to the Board of Trustees; and Chris Mann, Assistant Attorney General and Board Counsel. The Board also was joined for select portions of the meeting by Andrew Sawyer, Chief Investment Officer; James Bennett, Deputy Chief Investment Officer; Rebecca Grant, Deputy Executive Director, Administrative Services; Kathy Morin, Manager, Actuarial and Legislative Affairs; Brian McDonnell and Cara Majeski, Cambridge Associates; and Mark Johnson, Cliffwater.

CONSIDERATION OF THE CONSENT CALENDAR

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

1. Minutes of December 13, 2018
2. Decision, L.N. Appeal.
 - Action. Phil Brookhouse made the motion, seconded by Shirrin Blaisdell to approve the Consent Calendar. Voted unanimously by six Trustees.

PRIVATE MARKET ACTIONS

- Action. Dick Metivier made the motion, seconded by Ken Williams, to enter into Executive Session pursuant to 1 M.R.S. § 405(6)(F); 5 M.R.S. § 17057(4). Voted unanimously by six Trustees.

The Board moved back into open session.

TAURUS MINING FINANCE FUND NO. 2

- Action. Dick Metivier made the motion, seconded by Shirrin Blaisdell, that MainePERS make a commitment of up to \$75 million to Taurus Mining Finance Fund No. 2, subject to final due diligence, legal review and negotiations, and authorize the Executive Director, Chief Investment Officer and General Counsel

as signatories to execute documents in connection with this commitment. Voted unanimously by six Trustees.

PRIVATE MARKETS REVIEW

Private Markets Activity

Jim Bennett reviewed the table of private markets funds that had closed during the past 12 months. Jim reminded the Board the next investment manager meeting is scheduled for Tuesday, January 22, 2019, with presentations by Summit Partners at 9:00 a.m., Carlyle Global at 10:15 a.m., and LongTail Alpha at 11:30 a.m.

INVESTMENT MONTHLY REVIEW

Andrew Sawyer presented the monthly investment report to the Board. Andrew reported that as of December 31, the MainePERS fund was valued at \$13.7 billion, and the calendar year to date return is 0.5%. Both figures were preliminary and unaudited.

QUARTERLY INVESTMENT TRAINING

Implementation - Private Market Assets

Jim Bennett provided the Trustees with an overview of the implementation of private market investments. Jim reviewed the structure, issues, sourcing, and capital budgeting of private market investments.

BUILDING MOVE

Rebecca Grant introduced the team that worked night and day to make the transition from our old building to the new building as smooth as possible. Brian Noyes, on behalf of the Trustees, thanked them for their energy, time and hard work over the last year.

LEGISLATIVE UPDATE

Sandy Matheson shared that MainePERS' committee of jurisdiction for the upcoming legislative session will be Labor and Housing. Kathy Morin stated she will provide the Trustees with bills and updates as they are printed. Michael Colleran shared that the agency is considering submitting one bill this session to make minor changes to several parts of our statute.

COLLECTIVE BARGAINING

- Action. Henry Beck made the motion, seconded by Phil Brookhouse, to enter into Executive Session pursuant to 1 M.R.S. § 405(6)(D). Voted unanimously by six Trustees.

The Board moved back into open session.

- Action. Ken Williams made the motion, seconded by Phil Brookhouse, to approve the Administrative and Professional/Technical Collective Bargaining Agreements negotiated by the staff and authorize the Executive Director, General Counsel, and Deputy Executive Director for Administrative Services as signatories to execute the Agreements. Voted unanimously by six Trustees.

ADMINISTRATION REPORT

Operations Report

Rebecca Grant stated the biggest item in the report is our moving. Employee tours were being done. Address change information was included in the Retiree Reminder newsletter while all other members received a postcard.

Interest Rates Update

Michael Colleran informed the Trustees that the interest rate for withdrawals is resetting to 2.69%, an increase of .29% from last year.

LITIGATION SUMMARY

Chris Mann shared that there is no new information this month.

The meeting adjourned at approximately 12:15 p.m.

2/14/19
Date Approved by the Board

Sandra J. Matheson
Sandra J. Matheson, Executive Director

2-14-19
Date Signed