

MAINE PUBLIC EMPLOYEES RETIREMENT SYSTEM

Minutes

Board of Trustees
Board Meeting
November 14, 2019

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

The Board of Trustees met at 9:00 a.m. on November 14, 2019, at the Maine Public Employees Retirement System, 139 Capitol Street, Augusta, Maine. Brian Noyes, Chair, presided. Other Trustees present were Dick Metivier, Vice-Chair; Henry Beck; John Beliveau; Shirrin Blaisdell; Mark Brunton; 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 James Bennett, Deputy Chief Investment Officer; Rebecca Grant, Deputy Executive Director, Administrative Programs; Jim Dusch, Deputy Executive Director, Services Programs; Sherry Vandrell, Director of Finance; Kathy Morin, Manager, Actuarial and Legislative Affairs; Brian McDonnell and Stuart Cameron, Cambridge Associates; Mark Johnson, Cliffwater; and Gene Kalwarski and Elizabeth Wiley, Cheiron.

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 October 10, 2019
 2. Minutes of October 15, 2019
 3. Decision, G.P. Appeal
 4. Dismissal, James Roberts Appeal
- Action. Shirrin Blaisdell made the motion, seconded by Ken Williams to approve the Consent Calendar. Voted unanimously by seven Trustees.

BOARD ELECTIONS

- Action. Ken Williams made the motion, seconded by Mark Brunton that Brian Noyes continue as Chair and Dick Metivier continue as Co-Chair of the Board of Trustees for the upcoming year. Voted unanimously by seven Trustees.

ACTUARIAL PRESENTATION

Gene Kalwarski and Elizabeth Wiley presented the Trustees with an Actuarial Education presentation. Gene and Elizabeth also reviewed the results of the annual actuarial valuations of the State Employee and Teacher Plan, the Judicial Plan, the Legislative Plan, the Participating Local District (PLD) Consolidated Plan, and the Group Life Insurance (GLI) Plan for the fiscal year ended June 30, 2019. Gene and Elizabeth discussed and answered questions from the Trustees throughout both presentations.

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, November 19, 2019, with presentations by Wynnchurch Capital Partners at 9:00 a.m., AG Net Lease IV at 10:15 a.m., and AG Direct Lending Fund IV at 11:30 a.m. The Investment Team also is reviewing a possible investment in Invesco Real Estate Asia Fund IV.

Real Estate Quarterly Review

ORG will present the Real Estate quarterly report for the quarter ending June 30, 2019 at the December Board meeting.

Private Equity, Infrastructure, Natural Resources, and Private Credit Quarterly Review

Mark Johnson presented Cliffwater's private markets quarterly review. Mark discussed and answered questions from the Trustees regarding the private equity, infrastructure, natural resources, and private credit portfolios.

Risk Diversifiers Quarterly Review

Stuart Cameron reviewed the risk diversifiers quarterly report with the Trustees. Stuart answered various questions from the Trustees.

INVESTMENT REVIEW

Investment Monthly Review

Jim Bennett reported that as of October 31st, the MainePERS fund had a preliminary value of \$15 billion, a preliminary calendar year to date return of 10.0%, and a preliminary return for the month of 0.9%.

Investment Quarterly Review

Brian McDonnell discussed the dashboard report and the third quarter performance review presentation with the Trustees. Brian answered questions from the Trustees.

PERSONNEL MATTER

- **Action.** Dick Metivier made the motion, seconded by Ken Williams, to enter into executive session pursuant to 1 M.R.S. § 405(6)(A) & (E). Voted unanimously by seven Trustees.

The Board moves out of executive session.

BOARD POLICY REVIEW

Mike Colleran reported that eleven Board policies had been reviewed and recommended substantive amendments to six of them. The Board discussed the recommendations with Mike.

- Action. Henry Beck made the motion, seconded by Shirrin Blaisdell, that the Board approve amended Board Policies 1.3, 3.1, 3.2, 4.2, 4.4, and 4.5. Voted unanimously by seven Trustees.

LITIGATION SUMMARY

Chris Mann shared there was nothing new to report for this month.

ADMINISTRATIVE UPDATE

Jim Dusch shared that each year members on disability retirement who earn money the previous year are required to submit an annual statement of compensation. This year, unlike others, all members have filed their statements on time. Jim also provided the Trustees with an update on the required minimum distributions.

Rebecca Grant stated two disaster recovery exercises related to the benefits payroll were conducted. Both exercises were successful with lessons learned. Rebecca shared that migration continues from Windows 7 to Windows 10. Completion date is scheduled for the end of December. Rebecca reviewed the various training sessions held during the month of October for staff.

PERSONNEL MATTER

- Action. Ken Williams made the motion, seconded by Dick Metivier, to enter into executive session pursuant to 1 M.R.S. § 405(6)(A) & (E). Voted unanimously by seven Trustees.

The Board moves out of executive session.

IT SECURITY MATTER

- Action. Shirrin Blaisdell made the motion, seconded by Ken Williams, to enter into executive session pursuant to 1 M.R.S. §§ 402(3)(M), 405(6)(F). Voted unanimously by seven Trustees.

The Board moves out of executive session.

The meeting adjourned at approximately 3:00 p.m.

12/12/19
Date Approved by the Board


Sandra J. Matheson, Executive Director

12-12-19
Date Signed