

MAINE PUBLIC EMPLOYEES RETIREMENT SYSTEM

Minutes

Board of Trustees
Board Meeting
July 8, 2021

MainePERS
Augusta, Maine
9:00 a.m.

The Board of Trustees held a meeting through video remote access pursuant to P.L. 2019, Ch. 617, § G-1 at 9:00 a.m. on July 8, 2021. Brian Noyes, Chair, presided. Other Trustees participating were Dick Metivier, Vice-Chair; Henry Beck, State Treasurer; John Beliveau; Shirrin Blaisdell; John Kimball; and Ken Williams. Joining the Trustees were Sandy Matheson, Executive Director; Michael Colleran, Chief Deputy Executive Director and General Counsel; 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; Brian McDonnell and Stuart Cameron, Cambridge Associates; Tom Lynch and George Bumeder, Cliffwater; Ed Schwartz, ORG; Gene Kalwarski, Cheiron; Rebecca Grant, Deputy Executive Director; Jim Dusch, Deputy Executive Director; Sherry Vandrell, Director of Finance; and Kathy Morin, Manager, Actuarial and Legislative Affairs.

Brian Noyes called the meeting to order at 9:00 a.m. All Trustees except for Mark Brunton were 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 June 10, 2021; and
 - Decision, J.F. Appeal
- Action. Dick Metivier made the motion, seconded by Shirrin Blaisdell, to approve the Consent Calendar. Voted unanimously by seven Trustees (Beck, Beliveau, Blaisdell, Kimball, Metivier, Noyes and Williams).

Mike Colleran shared an update on the RMD correction project. Mike stated the IRS accepted our corrections and granted the request to waive excise taxes on those who received a late RMD distribution. Mike thanked Annie Gregori, Compliance Officer, for all of her hard work on this project.

CEO SEARCH UPDATE

- Action. Dick Metivier made the motion, seconded by Ken Williams, to enter into Executive Session pursuant to 1 M.R.S. § 405(6)(A) to discuss employment of an individual. Voted unanimously by seven Trustees (Beck, Beliveau, Blaisdell, Kimball, Metivier, Noyes and Williams).

The Board moved back into open session.

- **Action.** Dick Metivier made the motion, seconded by Shirrin Blaisdell to appoint Dr. Rebecca Wyke Chief Executive Officer, effective on or before September 28, 2021. Upon taking office, the Chief Executive Officer shall be executive director under 5 M.R.S. § 17103(8) and shall have all the duties and authority of the executive director under Maine law and Board policies. Voted unanimously by seven Trustees (Beck, Beliveau, Blaisdell, Kimball, Metivier, Noyes and Williams).

PRIVATE MARKETS ACTIONS

High Street Fund VII

- **Action.** Ken Williams made the motion, seconded by John Beliveau, that MainePERS make a commitment of up to \$35 million to High Street Real Estate Fund VII, 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 seven Trustees (Beck, Beliveau, Blaisdell, Kimball, Metivier, Noyes and Williams).

ACTUARIAL

Actuarial Assumptions

Gene Kalwarski reviewed a presentation about possible economic assumption changes based on the high fiscal year returns. Gene answered questions from the Trustees and was asked to attend the next Board meeting to continue the discussion in more detail.

Brian Noyes left the meeting at 10:05 a.m. Vice Chair Dick Metivier presided.

PRIVATE MARKETS REVIEW

Private Markets Activity

Jim Bennett reviewed the private markets activity for the past 12 months. Jim shared the next manager meeting is scheduled for Tuesday, July 27, 2021 with a presentation from Riverside Micro-Cap at 9:00 a.m. and Hines US Property Partners at 9:45 a.m.

Private Equity Allocation

Jim Bennett updated the Trustees on the private equity asset class portfolio. Jim answered questions from the Trustees.

INVESTMENT REVIEW

Investment Monthly Review

Jim Bennett reported that as of June 30th the MainePERS fund had a preliminary value of \$17.6 billion, the preliminary fund return for the month was 0.31%, the fiscal year-to-date return was 23%, and the preliminary calendar year to date return was 7.9%. These preliminary results are based on December private market asset values, and have not yet been updated to June 30th values.

ADMINISTRATION REPORT

Operations Report

Rebecca Grant stated staff are preparing to return to the office on a rotating basis. Sandy Matheson shared the welcome back laptop sleeve that was given to all employees upon their return.

Jim Dusch shared that PLD Plan inquiries continue on a steady basis. He stated member walk-ins have increased over the past few weeks. He also shared July had over 400 new retirees which was lower than previous years. Jim will include new participant numbers in future reports.

Sherry Vandrell stated the employer services group will be focusing on training and continued assistance to employers in getting reports in a timely manner. Sherry is also working with the employer reporting assistance group to clear up audit findings from Randal Lloyd and his team. Sandy Matheson thanked the Senior Management Team for all of their hard work over her tenure and shared what a great organization MainePERS has become and will continue to be.

LEGISLATIVE AND RULEMAKING UPDATE

Kathy Morin shared the legislative update with the Trustees. Mike Colleran stated a notice for rulemaking on PLD plan election changes will be issued with Board action expected in September. Sandy Matheson provided the Board with an update on LD 99.

LITIGATION UPDATE

Betsy Stivers shared she will be responding this week to the appellant's brief in the Philip Hawes case. She also reported that a motion to dismiss has been drafted by the AG's Litigation Division on the civil case brought against MainePERS in Hawaii over a foreclosure in that state.

ADJOURNMENT

- Action. Motion by Henry Beck, seconded by Shirrin Blaisdell, to adjourn the meeting of the Board of Trustees. Unanimously voted by six Trustees (Beck, Beliveau, Blaisdell, Kimball, Metivier and Williams).

The meeting adjourned at approximately 11:00 a.m.

8/12/2021

Date Approved by the Board



Sandra J. Matheson, Executive Director

8-12-2021

Date Signed