

MAINE PUBLIC EMPLOYEES RETIREMENT SYSTEM

Minutes

Board of Trustees
Board Meeting
June 8, 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 June 8, 2023. Dick Metivier, Vice Chair, presided. Other Trustees participating were: Henry Beck, State Treasurer; John Beliveau; Mark Brunton; John Kimball; and Ken Williams. Joining the Trustees were Dr. Rebecca Wyke, Chief Executive Officer; James Bennett, Chief Investment Officer; Sherry Vandrell, Chief Financial Officer; 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 Rebecca Grant, Director of Administration; Kathy Morin, Director of Actuarial and Legislative Affairs; Alex Rand, Retirement Services Business Unit Leader; David Jones, Retirement Services Business Unit Leader; Brian McDonnell, Cambridge Associates; Tom Lynch and George Bumeder, Cliffwater; and William Greenwood, Jennifer Yeung, and Mark White, Albourne.

Dick Metivier called the meeting to order at 9:00 a.m. Henry Beck participated through video remote access pursuant to 1 M.R.S. § 403-B, having been excused from in-person attendance by the Board Chair. All other Trustees were physically present.

CONSIDERATION OF THE CONSENT CALENDAR

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

- Minutes of May 11, 2023
- Action. Ken Williams made the motion, seconded by John Kimball, to approve the Consent Calendar. Voted unanimously by six Trustees (Beck, Beliveau, Brunton, Kimball, Metivier, and Williams).

CEO REPORT

New Trustee

Dr. Rebecca Wyke stated that the Maine Education Association has elected Nate Burnett to replace Ken Williams as a Trustee. His term will not begin until confirmed in 2024.

Stakeholder Issues

Dr. Rebecca Wyke stated she has received and responded to over sixty emails urging MainePERS to divest from fossil fuels. She also received correspondence from the Director of the Institute for Energy Economics and Financial Analysis urging MainePERS to reduce fossil fuel exposure in public equities.

Member Portal Update

Dr. Rebecca Wyke reported the Phase III testing of the member portal has begun. Several phases are planned prior to the launch in the fall of 2023. Testing includes internal and external stakeholders and a final testing of security and fraud prevention measures.

Member Information Sessions

Dr. Rebecca Wyke stated the Board would be receiving a presentation introducing the recently-developed educational sessions for new and mid-career employees. These sessions were developed for each plan covered by MainePERS. Topics covered include calculation of the benefit, service credit accrual, and eligibility/vesting.

Board Self-Evaluation Survey

Dr. Rebecca Wyke shared with the Trustees that Amy McDuffee will be administering the Board Self-Evaluation Survey between June 19–30, 2023. Amy will share the results with the Board prior to the August meeting and will also have a discussion at that meeting.

Mission Moment

Chip Gavin, David Jones, and Alex Rand provided the Trustees with an overview of the presentation Retirement Services has developed and is offering to new and mid-career members. Members may register for these sessions on-line. Initial feedback has been positive. Chip, David, and Alex answered questions from the Trustees.

PRIVATE MARKETS ACTION

- Action. Ken Williams made a motion, seconded by Mark Brunton, to enter into executive session pursuant to 1 M.R.S. §405(6)(F); 5 M.R.S. §17057(4) to discuss private market investment information contained in non-public documents. Voted unanimously by six Trustees (Beck, Beliveau, Brunton, Kimball, Metivier, and Williams).

The Board moved out of executive session.

Long Ridge Equity Partners IV

- Action. Mark Brunton made the motion, seconded by John Kimball, that MainePERS make a commitment of up to \$25 million to Long Ridge Equity Partners IV, subject to final due diligence, legal review and negotiations, and authorize the Chief Executive Officer, Chief Investment Officer, and General Counsel as signatories to execute documents in connection with this commitment. Voted unanimously by six Trustees (Beck, Beliveau, Brunton, Kimball, Metivier, and Williams).

CVC Capital Partners IX

- Action. Ken Williams made the motion, seconded by Mark Brunton, that MainePERS make a commitment of up to €40 million to CVC Capital Partners IX, subject to final due diligence, legal review and negotiations, and authorize the Chief Executive Officer, Chief Investment Officer, and General Counsel as signatories to execute documents in

connection with this commitment. Voted unanimously by six Trustees (Beck, Beliveau, Brunton, Kimball, Metivier, and Williams).

Stonepeak Opportunities Fund

- **Action.** John Beliveau made the motion, seconded by John Kimball, that MainePERS make a commitment of up to \$50 million to Stonepeak Opportunities Fund, subject to final due diligence, legal review and negotiations, and authorize the Chief Executive Officer, Chief Investment Officer, and General Counsel as signatories to execute documents in connection with this commitment. Voted unanimously by six Trustees (Beck, Beliveau, Brunton, Kimball, Metivier, and Williams).

PRIVATE MARKET 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 June.

INVESTMENT REVIEW

Investment Monthly Review

Jim Bennett reported that as of May 31st, the MainePERS fund had a preliminary market value of \$18.3 billion, the preliminary return for the month was -0.5%, and the preliminary calendar year-to-date return was 2.6%.

Liquidity Portfolio

Jim Bennett provided an overview of the liquidity portfolio as of June 8, 2023. Jim reviewed the portfolio and discussed program monitoring, outcomes, exposures, and fees. Jim answered questions from the Trustees.

Investment Peer Comparison

Brian McDonnell shared the asset allocation vs peers report as of March 31, 2023. The Trustees discussed and asked questions about the report.

Henry Beck left the meeting at 10:00 a.m.

MAINSTART QUARTERLY REVIEW

Chip Gavin presented the MaineSTART report for the quarter ending March 31, 2023. Chip shared there are over 1,600 plan participants. He stated removing the Vanguard STAR fund as an option for contributions is nearing its conclusion date of June 30, 2023. Chip answered questions from the Trustees.

MEMBER SERVICES, FINANCE, AND OPERATIONS REPORT

Chip Gavin thanked the Board for their support of Focus Fridays, which have provided the time needed to reduce the current backlogs to less than a month. Chip also shared that the Pension Associate positions are nearly full.

Sherry Vandrell reported the Employer Reporting Unit will be fully staffed within the next couple of weeks. She shared each staff member is trained at all levels in order to perform all tasks needed to support an employer.

Rebecca Grant shared the new Facilities Manager will begin work later in June. She reported the wireless infrastructure is in the process of being upgraded as well as the Manage Engine Service Desk (Help Desk). The IT group is also working on replacing outdated laptops.

LEGISLATIVE UPDATE

Kathy Morin updated the Trustees on the status of legislative bills. Kathy stated that work sessions on various bills are ongoing. Kathy answered questions from the Trustees.

LITIGATION UPDATE

Betsy Stivers reported there is no pending litigation.

PERSONNEL DISCUSSION

- Action. John Kimball made a motion, seconded by John Beliveau, to table the delegation item until July. Voted unanimously by five Trustees (Beliveau, Brunton, Kimball, Metivier, and Williams).
- Action. Ken Williams made a motion, seconded by Mark Brunton, to enter into executive session pursuant to 1 M.R.S. §405(6)(A) and (D) to discuss compensation of an employee and to discuss labor contracts and negotiations with Maine Service Employees Association. Voted unanimously by five Trustees (Beliveau, Brunton, Kimball, Metivier, and Williams).

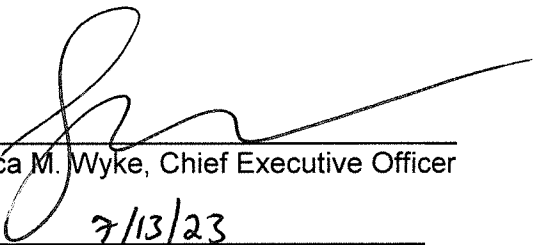
The Board moved out of executive session.

Wage Re-Opener Agreements

- Action. Ken Williams made a motion, seconded by Mark Brunton, to approve the Administrative, Professional/Technical, and Supervisory wage reopener agreements negotiated by the staff and authorize the Chief Executive Officer, Chief Operating Officer and General Counsel, and Director of Administration as signatories to execute the agreements. Voted unanimously by five Trustees (Beliveau, Brunton, Kimball, Metivier, and Williams).

The meeting adjourned at approximately 12:00 p.m.

7/13/23
Date Approved by the Board


Dr. Rebecca M. Wyke, Chief Executive Officer
7/13/23
Date Signed