

HAVERHILL RETIREMENT BOARD

Tuesday, June 12, 2018 9:00AM

Haverhill City Hall, Room 303

The meeting was called to order at: 9:01AM

In attendance: Board Members: William Klueber, James Cleary (at 9:10AM), Richard MacDonald and Lewis Poore; David Van Dam (Administrator) and Gus Aristizabal (Wainwright).

Absent until 9:10AM: James Cleary.

Absent: Charles Benevento.

New Member Enrollments

Acknowledge new member enrollments:

Haverhill Public Schools: Edward Simpson, Laetin Martinez and Fred Towne. **City of Haverhill-Highway:** Timothy Campbell and Shawn Feeley. **Haverhill Public Library:** Laura Roy. **City of Haverhill-Wastewater:** Brett Barron. **Haverhill Fire Department:** Christian Dion, Justin Isaac, Stanley Phanor and Gregory Ryan.

A motion was made by Poore to accept the New Member enrollments as listed above, except for Justin Isaac, seconded by MacDonald.

Vote- 3 yes, 2 absent.

Buybacks/Makeups

Haverhill Public Schools: Deborah Comiskey, ESP, 8 months (08/28/2000-06/30/2001) and Michelle McCarthy, Noon Supervisor, 1 year, 3 months (10/24/2008-06-10-2016).

A motion was made by Poore to accept the Buybacks/Makeups as listed above, seconded by MacDonald.

Vote- 3 yes, 2 absent.

Refunds

- **Haverhill Public Schools:** Joseph Perez. **Whittier Vo-Tech:** Jeffrey Driggers and Sheila Perron. **Haverhill Police Clerks:** Christine Jack. **City of Haverhill-Highway:** Daniel Murray.

A motion was made by Poore to accept the Refunds as listed above, seconded by MacDonald.

Vote- 3 yes, 2 absent.

Transfers

Haverhill Public Schools: Alyson Dwyer (MTRS) and Mary Moran (MTRS).

Transfers were placed on file.

Retirements/Disabilities/Survivor Benefits

Retirement Board Staff have verified that the necessary paperwork is in order and has determined applicants to be eligible for such benefits:

- Acknowledge Superannuations: **Haverhill School Department:** Maria Troncosa (05/31/2018; 13 yrs., 7 months, Mary Reagan (06/30/18; 30 yrs., 11 months) and Mark Barnes (08/01/18; 21 yrs., 8 months). **Hale Hospital:** Jean Banville (08/07/18; 11 yrs., 9 months). **City of Haverhill-Wastewater:** Fred Haffty, Jr. (07/07/18; 42 yrs., 1 month and Paul Jessel (07/28/18; 39 yrs., 1 month). **Whittier Vo-Tech:** Ronald Buccini (06/01/18; 25 yrs., 7 months). **City of Haverhill-Building/Zoning Department:** Richard Osborne (07/21/18; 32 yrs., 2 months). **Haverhill Public Library:** Stephen Berezansky (07/07/18; 11 yrs., 9 months).

A motion was made by MacDonald to accept the Retirements/Disabilities/Survivor Benefits as listed above, seconded by Poore.

Vote- 3 yes, 2 absent.

Investment Consultant Review & Update

- Overview of Markets and Performance Report.

Gus from Wainwright provided an update to the board regarding investments. Gus discussed with the Board an "Analysis of Portfolio Alternatives" dated June 12, 2018. The Board voted to allocate 75% of the assets into the PRIT Fund. The Board also voted to implement the transition in three tranches. The first one on July 1, 2018 and the other two will be targeted for October 1, 2018 and December 31, 2018 (although the Board has the discretion to change the dates in the future).

Given the proximity of the first transition, the Board voted to implement the first transition, as of July 1, 2018, based on the schedule presented in page 18 to 20 of the "Analysis of Portfolio Alternatives." This schedule is to liquidate a third of the 70% of available assets. The Board acknowledges that is different than the 75% they voted, but they will like to start with 70% in July 2018.

WIC will provide an updated schedule for the next liquidation at the August 2018 meeting.

- Up to \$2.5M for June month-end warrant – VOTE.

A motion was made by Poore and seconded by Cleary to transfer up to \$1.5 million from Fisher and up to \$1 million from Putnam to deposit into Eastern Bank to cover the June 2018 warrant.

Vote- 4 yes, 1 absent.

A motion was made by Poore to allow remote participation of Board Member Charles Benevento, seconded by MacDonald.

Roll Call Vote- 5 yes (Poore, MacDonald, Cleary and Klueber, Benevento).

A motion was made by Poore to rescind the vote that the board made on April 10, 2018 and to not become a Participating System with PRIM, seconded by MacDonald.

Roll Call Vote- 4 yes (Poore, MacDonald, Cleary and Klueber), 1 no (Benevento).

A motion was made by Poore to become a Purchasing System with PRIM, seconded by Cleary.

Roll Call Vote- 4 yes (Poore, MacDonald, Cleary and Klueber), 1 no (Benevento).

A motion was made by Poore to put 75% of available assets into the PRIT Fund and maintain as described in the Wainwright proposal page 8 of 22, seconded by MacDonald.

Roll Call Vote- 4 yes (Poore, MacDonald, Cleary and Klueber), 1 no (Benevento).

A motion was made by Poore to transfer \$1.5 million from IR&M to People's Bank of New York to re-balance the portfolio, seconded by Cleary.

Roll Call Vote- 4 yes (Poore, MacDonald, Cleary and Klueber), 1 no (Benevento).

A motion was made by Poore to Notify DDJ by the end of June to liquidate the fund.

Roll Call Vote- 5 yes (Poore, MacDonald, Cleary and Klueber, Benevento).

A motion was made by Poore to transfer \$17 million by July 1, 2018 into the PRIT Core Fund, seconded by MacDonald.

Roll Call Vote- 4 yes (Poore, MacDonald, Cleary and Klueber), 1 no (Benevento).

A motion was made by Poore to start the liquidation of 75% of the available funds in three phases as outlined in the Wainwright proposal, pages 15, 16, 17, 18 and 19, July 1, 2018, October 2018 and December 2018, seconded by Cleary.

Roll Call Vote- 4 yes (Poore, MacDonald, Cleary and Klueber), 1 no (Benevento).

A motion was made by MacDonald to accept change to executive committee as presented by GFP.

Vote- 3 yes, 1 no and 1 absent.

Investment Manager Update- 9:30AM-9:58AM

- Global Forest Partners- Chris Warrington

Chris Warrington from Global Forest Partners ("GFP") provided an update on the three investments that the Haverhill Retirement System owns. The Board voted to approve the requests from GFP. In these requests, the firm will: 1) establish an Executive Committee (Michael McFetridge, Zeid Essaid and Chris Warrington), that will assume all the responsibilities to lead the company forward. 2) The Executive Chairman will transition from Peter Mertz to John Scott and Jack Genest (they will be in this role for the next two years to provide mentoring to members of the Executive Committee). And 3) Peter Mertz and John Scott will transition more than 50% OF GFP's ownership to other members of the team.

PROSPER Update

Administrator told the board that there is no update needed on PROSPER at this time.

Legal Update

- Wolf Popper LLP- 5.15.18 Review.

Administrator provided documents for review by the board.

Minutes

- Review and approve the May 8, 2018 Regular meeting minutes.

A motion was made by Poore to accept the minutes from the May 8, 2018 regular board meeting, seconded by MacDonald.

Vote- 4 yes, 1 absent.

Warrants

Review and approve the warrants:

- May 2018 Warrant 05-2018: \$2,197,544.68 (approved for up to \$2,600,000.00).
- Estimated June 2018 warrant: \$2,500,000.00.

A motion was made by Poore to accept the warrant as listed above, seconded by Klueber.

Vote- 4 yes, 1 absent.

Correspondence to be reviewed

PERAC	5/18	PERAC Pension News
PERAC	2017	Investment Report
PRIM	4/18	Quarterly Update
GFP	5/23/18	GFP AIF Properties Limited- GFP 6, GFP 8 and GFP 10
GFP	5/7/18	RII WTF Annual Meeting Consent
DDJ	5/23/18	DDJ Amendment to Subscription and Adoption Agreement
Putnam	5/31/18	Performance Update
Michael Sacco	5/15/18	Superannuation Waiver
Eastern Bank	4/2018	Bank Reconciliation

Administrator provided documents for the board to review.

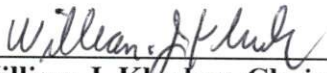
New Business

Matters and issues the Board would like to discuss at future meetings.

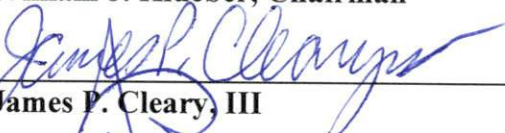
A motion was made by MacDonald to adjourn at 11:40AM, seconded by Cleary.

Vote- 4 yes, 1 absent.

Date of next scheduled Retirement Board meeting is Tuesday, July 10, 2018, 9:00AM.



William J. Klueber, Chairman



James P. Cleary, III



Richard MacDonald



Charles Benevento



Lewis F. Poore, Jr.