

**OPEN MEETING OF THE BOARD OF TRUSTEES
EMPLOYEES' RETIREMENT SYSTEM
ELECTED OFFICIALS' RETIREMENT SYSTEM
RETIREE BENEFITS ("OPEB") TRUST
OF THE CITY OF BALTIMORE**

1658th Meeting

May 21, 2020

The 1658th meeting of the Board of Trustees for the Employees' Retirement System, the Elected Officials' Retirement System, and the Retiree Benefits ("OPEB") Trust of the City of Baltimore was held on Thursday, May 21, 2020 at 9:02 a.m. in the 12th floor Conference Room of 7 E. Redwood Street, Baltimore, MD 21202.

Attendance: *Board Members* – Rosemary Atkinson, John Beasley, Dorothy Bryant, Helen Holton, Deborah F. Moore-Carter, Joan M. Pratt, Henry Raymond and Patricia Roberts (all by phone) *Consultants* – Nichole Roman-Bhatty and Ben Mohr of Marquette Associates, Judy Chambers and Aleem Naqvi of Meketa Investment Group (all by phone) *Legal* – Ellen Callahan, General Counsel (by phone). *Staff* – David A. Randall, Nichelle Lashley and Rosemary Kourdoglou (in person). Adetutu Talabi, Daniel Young, Donna Bowen and Aja Jackson (all by phone). *Guest* – Gar Chung, Reporter.

Chair Raymond called the meeting to order.

The Board considered, and on motion made by Trustee Atkinson, seconded and unanimously carried, the Board approved the minutes of the Open and Closed Meetings held April 16, 2020.

Nichole Roman-Bhatty of Marquette Associates presented the Market Review, including updates on the impact of COVID-19 on the market. She then reviewed manager performance as of April 30, 2020 and made the recommendation to put Rothschild on the Watch List. On motion made by Trustee Pratt, seconded and unanimously carried, the Board approved the recommendation to put Rothschild on Watch Status due to performance reasons.

The Board noted receipt of the April 24, 2020 letter from Mr. Thomas Mandel, CIO of Semper Capital Management and the subsequent memo from Marquette Associates. The Consultant explained that there had been an SEC investigation regarding activities from. The Consultant reported that the SEC had wanted more disclosure from Semper but that the investigation had determined that Semper was in compliance with standards and regulations.

The Board noted receipt of the April 29, 2020 memo from Marquette Associates. "Marquette Awarded Greenwich Quality Leader in Overall U.S. Investment Consulting." The Board offered their congratulations to Marquette.

The Board noted receipt of the ERS Cash Flow Projection Schedule. Ms. Talabi reviewed the schedule with the Board, explaining that \$8M was needed in June. On motion made by Trustee Holton, seconded and unanimously carried, the Board approved the decision to take \$8M from the Bond Index Fund to meet ERS Cash Requirements.

The Board noted receipt of the EOS Cash Flow Projection Schedule. Ms. Talabi reviewed the schedule with the Board, explaining that \$350,000 would be needed in July. The decision was deferred to the June Board Meeting.

The Board noted receipt of the OPEB Trust Cash Flow Projection Schedule. Ms. Talabi explained that there was a standing motion for \$2M in Cash Requirements contingent on capital calls, an on motion made by Trustee Holton, seconded and unanimously carried, the Board approved the request.

Judy Chambers of Meketa Investment Group then provided a review of the Private Equity Portfolio as of December 31, 2019. Ms. Chambers then provided an update on the OPEB Alternatives Portfolio as of December 31, 2019 and Risk Premia and Hedge Funds as of April 30, 2020.

At this point in time, Gar Chung left the meeting.

At this point in time, Chair Raymond then called for a motion to recess the meeting, in accordance with the Board's intention to have a closed executive session, as provided in the Open Meetings Act, which is codified in Title 3 of the General Provisions of the Maryland Code, under Section 10-508(a)(14) to discuss, before a contract is awarded or bids are opened, a matter directly related to negotiating strategy or the contents of a bid or proposal, if public discussion or disclosure would adversely impact the ability of the public body to participate in the competitive bidding or proposal process. On motion made by Trustee Pratt, seconded and unanimously carried, the Board entered Closed session.

At 10:32 a.m., the Open Meeting reconvened. Present were those stated above.

On motion made by Trustee Bryant, seconded and unanimously carried, the Board ratified the decision taken in the Closed Meeting to bring in I Squared for a presentation on Global Infrastructure Fund III at the June 18, 2020 Board Meeting.

On motion made by Trustee Moore-Carter, seconded and unanimously carried, the Board ratified the decision taken in the Closed Meeting to interview Pugh Capital, BMO Global Asset Management and Income Research + Management in the Core Fixed Income Manager Search at the June 18, 2020 Board Meeting.

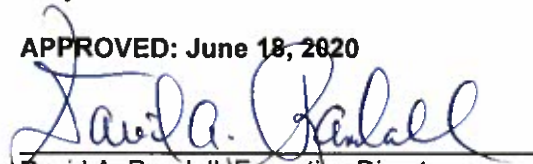
The Board noted receipt of the Investment Analysis of the ERS, EOS and the OPEB Trust. This included the Summary of Compliance as of March 31, the Asset Allocation and Pro-Forma as of April 30, 2020, the Chart of Statement of Net Assets as of April 30, 2020 and the Statement of Changes in Plan Net Assets as of March 31, 2020.

Deputy Director Nichelle Lashley provided a review of the Benefits Listing. The Board noted receipt of and accepted the Retirement Benefits Listing for the June 1 payroll, and noted the Decisions and Findings of Facts rendered by the Panel of Hearing Examiners. Ms. Lashley noted that there had been fifty new death cases since last month.

The Executive Director updated the Board on various items. Ms. Ellen Callahan, General Counsel, provided an update on contracts and other legal matters. Mr. Randall presented the Administrative Expenses for April 2020. On motion made by Trustee Beasley, the Board approved the administrative expenses for April 2020. Deputy Director Nichelle Lashley provided an update on the impact of COVID-19 on office procedures.

There being no further business, the meeting was adjourned.

APPROVED: June 18, 2020



David A. Randall, Executive Director