

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

1670th Meeting

June 24, 2021

The 1670th 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, June 24, 2021 at 9:04 a.m. in the 12th floor Conference Room of 7 E. Redwood Street, Baltimore, MD 21202.

Attendance (all by WebEx): *Board Members* – Rosemary Atkinson, John Beasley, Dorothy Bryant, Bill Henry, Helen Holton, Deborah F. Moore-Carter, Henry Raymond and Patricia Roberts *Consultants* – Nichole Roman-Bhatty and Samantha Grant of Marquette Associates, Judy Chambers and Aleem Naqvi of Meketa Investment Group *Legal* – Ellen Callahan, General Counsel. *Staff* – David A. Randall, Nichelle Lashley, Adetutu Talabi, Donna Bowen, Aja Jackson and Rosemary Kourdoglou *Guests* – Gar Chung of Financial News, Adam Rees of Fund Media

Chair Raymond called the meeting to order.

The Board considered, and on motion made by Trustee Moore-Carter, seconded and unanimously carried, the Board approved the minutes of the Open and Closed Meetings of May 20, 2021.

Nichole Roman-Bhatty of Marquette Associates presented an Investment Market Summary for May 2021, reporting on the impact of the COVID vaccine and travel updates. Next, she and Ms. Samantha Grant reviewed manager performance as of May 31, 2021 for ERS, EOS and the OPEB Trust, then they reviewed the current Watch List.

The Board noted receipt of the ERS Cash Flow Projection Schedule. Ms. Talabi reviewed the schedules with the Board, reporting that there would be \$98M from City Contributions in July to invest. On motion made by Trustee Moore-Carter, seconded and unanimously carried, the Board approved the decision to invest the \$98M by allocating \$68M in Mellon Bond, \$15M in Semper and \$15M in Pugh Capital.

Ms. Talabi then reported that \$45M was needed in September for ERS Cash Requirements. Based on the recommendation from the Consultant, on motion made by Trustee Moore-Carter, seconded and unanimously carried, the Board approved the decision to take \$45M from the Mellon Bond Index for the September Cash Requirements.

Next, Ms. Talabi reviewed the EOS Cash Flow Projection Schedule, reporting that \$450,000 was needed in September. Based on recommendation from the Consultant, on motion made by Trustee Bryant, seconded and unanimously carried, the Board the decision to take \$225,000 from the Mellon Bond Index and \$225,000 from the Mellon Large Cap Stock Index.

Ms. Talabi reported that the standing motion for \$2M in Cash Requirements for the OPEB Trust Cash Flow Projection Schedule was requested and on motion made by Trustee Moore-Carter, seconded and unanimously carried, the Board approved the decision to take \$6M as needed, to cover OPEB Cash Requirements for July, August and September.

Judy Chambers of Meketa Investment Group then provided a review of the Private Equity Portfolio as of December 31, 2020 and then provided an update on the OPEB Alternatives Portfolio as of December 31, 2020 and Risk Premia and Hedge Funds as of May 28, 2021.

The Board noted receipt of the Investment Summary for May 31, 2021 which included;

- The Summary of Compliance as of May 31, 2021;
- The Asset Allocation and Pro-Forma of May 31, 2021;
- The Chart of Statement of Net Assets as of May 31, 2021; and

➤ The Statement of Changes in May 31, 2021.

Deputy Director Nichelle Lashley provided a review of the Benefits Listing. The Board noted receipt of and accepted the Retirement Benefits Listings for the July 1 payroll, and noted the Decisions and Findings of Facts rendered by the Panel of Hearing Examiners. On motion made by Trustee Henry, seconded and unanimously carried, the Board approved the Benefits Listing for July 1, 2021.

The Executive Director updated the Board of various items, beginning with the Administrative Expenses for May 2021. On motion made by Trustee Henry, seconded and unanimously carried, the Board approved the administrative expenses for May 2021. The Executive Director reported on other items in the Project Status Report, including the Scanning Project and PTG Project & Hybrid Membership Cleanup and the Deputy Director provided an update on the impact of COVID-19 on office procedures and the Workday Retirement Action Committee. Finally the Executive Director reported on the CC Bill 21-0066 Fossil Fuel Divestment Update.

The Executive Director reviewed the Virtual Conference Listing, explaining that some organizations were starting to schedule in-person conferences but that the City still had work travel restrictions in place.

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, as codified in Title 3 of the General Provisions of the Maryland Code, under Section 10-508(a)(5) now known as 3-305(b)(5) to discuss, and consider matters directly related to the investment of public funds. Public discussion would adversely impact the ability of the agency to conduct internal business. On motion made by Trustee Henry, seconded and unanimously carried, the Board entered Closed session, with all guests leaving the meeting.

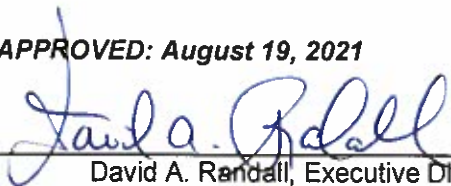
At 11:55 a.m., the Open Meeting reconvened. Present were those stated above, except for Trustee Moore-Carter and Ms. Judy Chambers.

The Board then ratified the following decisions taken in Closed Sessions;

- On motion made by Trustee Henry, seconded and unanimously carried, to take the full realization for the Warburg Pincus XII NEOGOV transaction; and
- On motion made by Trustee Beasley, seconded and unanimously carried, to approve the Small Cap Equity Search Criteria.

There being no further business, the meeting was adjourned.

APPROVED: August 19, 2021



David A. Randall, Executive Director