

ESSEX REGIONAL RETIREMENT BOARD
REGULAR SESSION
October 19, 2020

At the regular meeting of the Essex Regional Retirement Board held on Monday, October 19, 2020, which meeting was held remotely at 8:30 a.m., the following Board members were present for all or some of the meeting: Alan J. Benson, Vincent R. Malgeri, H. Joseph Maney, Kevin A. Merz, and Susan J. Yaskell

Also in attendance for all or some of the meeting was:

Charles Kostro, ERRS Executive Director
Dana Goldstein – Levine Leichtman Capital Partners

Ms. Yaskell called the meeting to order at 8:35 a.m.

Statement

Ms. Yaskell stated that the Massachusetts Open Meeting Law permits meetings to be recorded and states that the Chair shall inform attendees at the beginning of the meeting of any such recording. Therefore, I am informing everyone that Charles Kostro is recording this meeting. If anyone else who has joined this meeting is recording the meeting, please identify yourself at this time. Pursuant to the order of the Governor issued on March 10, 2020 suspending certain requirements of the Open Meeting Law, this meeting is being conducted via remote participation in accordance with the provisions of the executive order which states that a quorum of the Board need not be physically present. All members of the Board will be participating in this meeting remotely. In accordance with the provisions of the Open Meeting Law relative to the remote participation of Board members, all votes shall be by roll call.

The Board took a short break at 8:37 a.m.

The Board returned to open session at 8:39 a.m.

Approval of Board Minutes

Upon a motion by Kevin A. Merz, seconded by Alan J. Benson, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; To approve the minutes of the regular session of the meeting of September 28, 2020.

Public Comment Period

There were no public comments.

New Enrollments

Upon a motion by Alan J. Benson, seconded by Vincent R. Malgeri, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; That the following named employees be enrolled in the Essex Regional Retirement System, a list of forty-three names beginning with Daniel Beckley and ending with Nina Wilson.

Last Name	First Name	Unit	Title/Position	Enrollment Date	Group
Beckley	Daniel	Town of North Andover	Staff Planner	9/21/2020	1
Begley	Kelly	Town of Topsfield	Payroll Administration	9/17/2020	1
Berman	Sondria	Town of Middleton	Council on Aging Clerk	9/21/2020	1
Bertelli	Gina	Town of Hamilton	Patrolman	9/9/2020	4
Capuano	Sarah	Town of North Andover	Firefighter	7/2/2020	4
Chute	Richard	Town of Manchester	Patrolman	9/13/2020	4
Dahlmer	Alex	Hamilton-Wenham RSD	Teaching Assistant	9/14/2020	1
Dietsch-Holl	Martha	Town of Lynnfield	Paraprofessional	8/31/2020	1
Doig	Jenna	Town of Lynnfield	Nurse - Preschool	9/9/2020	1
Dudley	Brooke	Town of Georgetown	Paraprofessional	9/21/2020	1
Dunfee	Diane	Town of Nahant	Town Clerk	6/29/2020	1
Fair	Kimberly	Triton RSD	Instructional Assistant	9/16/2020	1
Geiger	Amanda	Town of Middleton	Instructional Assistant	9/8/2020	1
Gregory	Gayle	Town of Ipswich	Water Department Clerk	10/13/2020	1
Hansen	Jacqueline	Hamilton-Wenham RSD	Teaching Assistant	9/21/2020	1
Haskell	Christine	Town of Lynnfield	Paraprofessional	8/31/2020	1
Humphrey	Leila	Hamilton-Wenham RSD	Teaching Assistant	9/8/2020	1
Lee	Josephine	Town of Boxford	Secretary	8/19/2020	1
Levy	Andrea	Town of Lynnfield	Paraprofessional	9/15/2020	1
Lima	Diamatina	Town of North Andover	Community Coordinator	9/24/2018	1
Licciardi	John	Town of Ipswich	Custodian	10/7/2020	1
McCarthy	Mercedes	Triton RSD	Custodian	9/16/2020	1
Michael	Kelley	Town of Ipswich	Teaching Assistant	9/14/2020	1
Muse	Caroljean	Town of Manchester	Assistant Town Accountant	9/21/2020	1
Nassar	Beth	Town of North Andover	Teaching Assistant	9/16/2020	1
Parker	Tracy	Town of Georgetown	Executive Assistant	9/21/2020	1
Pascuccio	Kathleen	Town of Middleton	SPED Aide	9/21/2020	1
Rahilly	Alissa	Town of Lynnfield	Paraprofessional	9/17/2020	1
Romano	Stephanie	Town of Georgetown	Dispatcher	10/1/2020	1

Roossien	Britte	Town of Nahant	Paraprofessional	8/31/2020	1
Santos	Palmira	Hamilton-Wenham RSD	Teaching Assistant	9/8/2020	1
Sarmdroy	Anita	Town of Georgetown	Physical Therapist	9/14/2020	1
Schmidt	Maria	Town of Manchester	Human Resources	8/14/2020	1
Shupenko	Heather	Town of Georgetown	Nurse	9/14/2020	1
Sidell	Andiana	Town of Manchester	Police Officer	9/20/2020	4
Souza	Lilyan	Town of Lynnfield	Paraprofessional	9/16/2020	1
Stone	Meredith	Town of Lynnfield	Assessor	9/1/2020	1
Stone	Susan	Town of Ipswich	Teaching Assistant	9/22/2020	1
Taylor	Christy	Town of Lynnfield	Paraprofessional	9/1/2020	1
Taylor	Lisa	Hamilton-Wenham RSD	Teaching Assistant	9/21/2020	1
Trudeau	Emily	Town of Georgetown	BCBA	8/31/2020	1
Velasquez-Curran	Jessica	Town of Lynnfield	Paraprofessional	8/31/2020	1
Wilson	Nina	Hamilton-Wenham RSD	Teaching Assistant	9/21/2020	1

New Retirements

Upon a motion by Vincent R. Malgeri, seconded by Alan J. Benson, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; That the following eleven members of the Essex Regional Retirement System be awarded superannuation retirement benefits calculated as follows:

1. Nancy T. Casey, Administrative Clerk, Town of Lynnfield - Group 1
Effective Retirement Date: August 31, 2020
Monthly Retirement Allowance: \$1,034.62
Annual Retirement Allowance: \$12,415.44
2. Bertino M. Eiro, Custodian, Town of North Andover - Group 1
Effective Retirement Date: August 31, 2020
Monthly Retirement Allowance: \$862.53
Annual Retirement Allowance: \$10,350.36
3. Laurie A. Kennedy, Cashier/Kitchen Helper, Town of Georgetown - Group 1
Effective Retirement Date: October 16, 2020
Monthly Retirement Allowance: \$320.37
Annual Retirement Allowance: \$3,844.44
4. Laura Dillingham-Mailman, Council on Aging Director, Town of Merrimac - Group 1
Effective Retirement Date: August 21, 2020
Monthly Retirement Allowance: \$3,396.75
Annual Retirement Allowance: \$40,761.00

5. AnnMarie Manning, Teacher Aide, Town of North Andover - Group 1
Effective Retirement Date: September 18, 2020
Monthly Retirement Allowance: \$1,217.76
Annual Retirement Allowance: \$14,613.12
6. Douglas E. Packer, Conservation Agent, Town of Newbury - Group 1
Effective Retirement Date: October 7, 2020
Monthly Retirement Allowance: \$2,111.19
Annual Retirement Allowance: \$25,334.28
7. Janet M. Pantano, Administrative Assistant, Town of Georgetown - Group 1
Effective Retirement Date: September 8, 2020
Monthly Retirement Allowance: \$1,493.75
Annual Retirement Allowance: \$17,925.00
8. Rosemaria Provencher, Assessor's Clerk, Town of Georgetown - Group 1
Effective Retirement Date: September 10, 2020
Monthly Retirement Allowance: \$2,031.23
Annual Retirement Allowance: \$24,374.76
9. Patricia Rogers, Office Manager, Town of Groveland - Group 1
Effective Retirement Date: August 28, 2020
Monthly Retirement Allowance: \$3,887.19
Annual Retirement Allowance: \$46,646.28
10. Robert J. Roy, Police Officer, Town of Salisbury - Group 4
Effective Retirement Date: September 7, 2020
Monthly Retirement Allowance: \$7,411.71
Annual Retirement Allowance: \$88,940.52
11. Debra A. Webster, Office Manager, Town of Groveland - Group 1
Effective Retirement Date: September 10, 2020
Monthly Retirement Allowance: \$2,957.07
Annual Retirement Allowance: \$35,484.84

Creditable Service Awards

Upon a motion by Alan J. Benson, seconded by Vincent R. Malgeri, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; That the retirement system staff has verified that the required payment having been received, that the following member of the Essex Regional Retirement System be awarded creditable service as follows:

1. Jeffrey D. Boisvert shall be awarded three years and eight months of creditable service for reserve police service rendered with the Town of Merrimac from February 11, 2008 to November 18, 2012.

Refund Warrant – October 2020

Upon a motion by Kevin A. Merz, seconded by Vincent R. Malgeri, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; To approve the refund warrant for October 2020, to refund, rollover, or transfer the accounts of the individuals listed below, a list of eighteen members beginning with Stacey A. Albano and ending with Margaret Smith-Joe, in the total net amount of \$171,214.38.

Name	Type	Board or Institution
Albano, Stacey A.	Transfer	Middlesex Contributory Retirement System
Barton, Pamela L.	Rollover	Moors & Cabot, Inc.
Belleville, Janice N.	Withdrawal	
Belleville, Janice N.	Rollover	Merrill Lynch
Brady, Anne E.	Transfer	Massachusetts Teachers Retirement System
Delacruz, Kennedy	Withdrawal	
Delaney, Paul J.	Withdrawal	
Hamel, Robert A.	Withdrawal	
Jefferies, Janet	Rollover	Vanguard Fiduciary Trust
Kehoe, Gail P.	Withdrawal	
Knott, Antoinette A.	Withdrawal	
Lemiesz, Susan M.	Withdrawal	
Manning, Anne Marie D.	Withdrawal	
Marfongelli, Constance G.	Withdrawal	
Ortiz, Esmeralda Raquel	Withdrawal	
Pantano, Janet M.	Withdrawal	
Porcaro, Michael S.	Transfer	Gloucester Retirement Board
Robitaille, Colleen M.	Withdrawal	
Smith-Joe, Margaret M.	Rollover	TD Ameritrade International

September Retirees Payroll

Upon a motion by Kevin A. Merz, seconded by Vincent R. Malgeri, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; To approve the retirement allowances for the month of September in the actual amount of \$4,181,134.34.

October Retirees Payroll

Upon a motion by Kevin A. Merz, seconded by Vincent R. Malgeri, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; To approve the retirement allowances for the month of October in the estimate amount of \$4,250,000.00.

Mr. Maney joined the meeting at 8:45 a.m.

ERRS Payroll

Upon a motion by Vincent R. Malgeri, seconded by H. Joseph Maney, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Mr. Maney, Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; To approve the payment of the ERRS employee payroll for October 9, 2020, in the amount of \$15,034.50.

Cash Disbursement Warrant CD2020.10

Upon a motion by Vincent R. Malgeri, seconded by Alan J. Benson, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Mr. Maney, Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; To approve the Cash Disbursement Warrant CD2020.10 for October 2020 as presented in the total amount of \$70,627.52.

Vendor	Amount (\$)
Haverhill Retirement Board - 2019 3(8)(c)	58,822.52
Access - Monthly Fee	458.39
Benefit Strategies - Monthly Fee	2.00
Town of Danvers, Danvers Electric - #201 - Monthly Fee	134.25
Town of Danvers, Danvers Electric - #202 - Monthly Fee	156.18
Harpers Payroll Services - 2020.09.25	81.95
Harpers Payroll Services - 2020.10.09	43.40
HCOPT - Condo Fees - 2020.10	1,511.00
HIQ Computers - #126275 - Phone Repair and Java Update for Traci	110.00
HIQ Computers - Monthly Replication Services	90.00
Group Insurance Commission – Health - 07/01/2020 to 09/30/2020	7,659.15

Kostro, Charles - First Member Election Supplies	28.68
Law Offices of Michael Sacco - September 2020	1,280.00
Massachusetts Municipal Association - Executive Assistant Posting	250.00
Total	70,627.52

Ascent Venture Partners Fund III - Amendment

Mr. Malgeri asked why and extension is necessary. Mr. Kostro replied that the extensions to private equity funds are typically to find a better time to close the fund out, which usually is in the best interests of the retirement system. Upon a motion by Vincent R. Malgeri, seconded by Alan J. Benson, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Mr. Maney, Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; To authorize the Chair to sign Amendment 34 to the Agreement for Ascent Venture Partners Fund III, L.P. extending the termination date to December 31, 2022.

First Member Election Update

Mr. Kostro advised the Board that two candidates have been nominated for the First Member of the Board. He said that the ballots were mailed out last week. Mr. Kostro also noted that he has filed an ethics disclosure with the Board advising them that he and Mr. Sheehan did go to high school together. Mr. Malgeri asked about how the vote counting process would work, as it has been open to the public in the past. Mr. Kostro said that the Advisory Council meeting is the day before the vote count and he will run it by them first, but his plan was to invite the candidates and Mr. Merz as a witness, and anyone else can attend via Zoom. Mr. Merz said that he will be in attendance for the counting of the vote. Mr. Benson asked about the how the transition will work with a new member which the Board reviewed.

Signing Documents

Mr. Kostro suggested that he mail the warrants and meeting minutes that have been approved this year to Board members individually so that the backlog of signatures can be addressed. He suggested a similar approach to that used by Ms. Yaskell for the signing of the over ten thousand dollar checks. The Board agreed that it was a good idea to address this backlog.

Staffing Update

Mr. Kostro said that he has completed the interviews for both positions and hopes to complete the reference checks and finish the process of filling these positions this week. He hoped to have the

retirement system fully staffed within a few weeks, which would be the first time the retirement system was at full staffing since January of this year.

Final Draft 2021 Administrative Budget

Mr. Kostro said that the draft administrative budget presented to the Board has been updated in the narrative but that the numbers have not changed since August. Ms. Yaskell asked about the chart comparing the administrative costs among boards, which Mr. Kostro explained. He noted that the selected boards were all from eastern Massachusetts and he tried to show a mix of different types of boards. Mr. Merz asked what other regional boards are similar to ERRS and why not do a comparison to ones that have similar membership when we do this in the future. Mr. Kostro noted that one of the boards shown is a city board which nearly the same membership as ERRS. Mr. Benson said that the challenge is to compare yourself to other employers that are competitive for your employees, and that does require showing different types of boards in the same area. Upon a motion by Vincent R. Malgeri, seconded by Susan J. Yaskell, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Mr. Maney, Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; To approve the final draft administrative budget to be presented to the Advisory Council for the operation of the retirement system in 2021 in the amount of \$1,076,029.

2020 Census Update

Mr. Kostro advised the Board that the final stage in the 2020 census is presently underway after having been suspended since March when the shutdown was implemented. He said that only a small number of retirees have not responded and they have been sent new census forms to be notarized and returned. Mr. Kostro noted that a message has been put on the website advising retirees about the resumption of the census and a statement has been added to the form itself indicating that the office is open on a limited basis for those retirees who cannot get a census form notarized. Mr. Kostro said that some retirees have been coming to the office to get their form signed.

HVAC System Repair Update

Mr. Kostro indicated that late Friday he was finally able to get clarification of the proposal to replace or repair the HVAC system in Suite 201. Breen and Sullivan indicated that the quote of approximately \$8,900 is actually for a new system and not a repair, which he said makes more sense. He expects that he will be able to get a new, updated quote and have something for the Board to review at their next meeting.

New Phone System

Mr. Kostro reviewed the history of the current phone system, which was installed in 2012 to replace a really poor phone system that had been in place. He indicated that it was a fairly cheap

system with lots of limitations, but it has managed to last almost a decade. Mr. Kostro said that system constantly reboots itself, which has been an issue off and on over the years, but has really become a problem in recent months. Each time the phone system reboots, he noted, you lose the call you are on, including one this morning when he was speaking with a Board member. Mr. Kostro reviewed the proposal for the new phone system as proposed by HIQ. Mr. Kostro also reviewed the 2020 budget and current spending. He noted that five line-items, employee salaries, legal, capital, travel and the reserve fund, are a combined \$267,000 under budget through September 30th. Mr. Kostro estimates that approximately \$160,000 will be spent from these line-items through the end of the year, leaving a combined surplus in these line-items of approximately \$107,000. Mr. Kostro said that other than some relatively small over-runs in a few line-items in the budget, there are no anticipated needs for these surplus funds. Mr. Kostro said that taking the outside limits of the cost of the HVAC repair and the new phone system, the total of the two will be approximately \$20,000. There should be sufficient funds on hand, therefore, to pay for these two projects and still have additional funds leftover if any other unanticipated costs appear. Upon a motion by Alan J. Benson, seconded by Vincent R. Malgeri, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Mr. Maney, Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; To approve the purchase of a new phone system as presented with a total estimated cost not to exceed \$11,000, which cost is to be funded by a transfer in the 2020 administrative budget from either the Reserve Fund or the Employee Salaries line-item.

Website Agreement Extension

Mr. Kostro reviewed the longstanding agreement with CivicPlus, formerly Virtual Town Hall, which has worked well and ERRS is very happy with them. He said this three year agreement will have a total cost under \$10,000. Upon a motion by Alan J. Benson, seconded by Susan J. Yaskell, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Mr. Maney, Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; To authorize the Executive Director to sign the agreement for web hosting services with CivicPlus the term of which will begin on December 1, 2020 and shall renew automatically for a term not to exceed three years.

Levine Leichtman Capital Partners

Dana Goldstein from Levine Leichtman Capital Partners (LLCP) joined the meeting. Ms. Goldstein reviewed the structure of the company and its investment strategies. She noted that it is has been a good year and reviewed the performance of LLCP Fund III and LLCP Fund IV.

Motion to Adjourn

Upon a motion by Vincent R. Malgeri seconded by Susan J. Yaskell, the Board voted by roll call as follows: Mr. Benson, Yes; Mr. Malgeri, Yes; Mr. Maney, Yes; Mr. Merz, Yes; and Ms. Yaskell, Yes; To adjourn the meeting.

The meeting adjourned at 9:15 a.m.

Alan J. Benson

Vincent R. Malgeri

H. Joseph Maney

Kevin A. Merz

Susan J. Yaskell

The following materials were provided to the Board for items acted upon at the meeting:

Meeting Minutes
New Enrollments
Retirement Benefit Supporting Documents
Warrants
Ascent Venture Partners Fund III Agreement Amendment
First Member Nominations and Election Related Documents
Kostro Ethics Disclosure Relative to the First Member Election
Final Draft 2021 Administrative Budget
Phone System Proposal
Website Agreement
Levine Leichtman Presentation

In addition to the materials provided to the Board for items acted upon at the meeting, the following documents were also provided:

Agenda Posting Checklist
Deduction Posting Report – August and September 2020
Executive Director's Schedule
Fiduciary Insurance Policy Renewal - 2021-2022
Financial Reports - Adjustments - August 2020
Financial Reports - Disbursements - August 2020
Financial Reports - General Ledger - August 2020
Financial Reports - Monthly Expenditure Report - September
Financial Reports - Receipts - August 2020
Financial Reports - Trial Balance - August 2020