A special meeting of the Holyoke Retirement Board was called to order at 9:00 A.M. by Chairman, John McCarthy. Present were Anthony Dulude, Joshua Pueschel and Bellamy Schmidt. Also present were Executive Director Cheryl Dugre and CIO Raymond Depelteau. Michele Aubrey was absent.

A. The Board conducted manager reviews pursuant to 840 CMR 16.07. Via conference call, the following managers presented performance and investment reports detailing the manager's activities which the Board reviewed:

- Brandywine Global, with Patrick Kaser and Ben Rosengard
- Putnam Investments, with Heather Regan, JoAnne Ferullo and Rick Poncinello
- Mesicow Financial Private Equity, with Marc Sacks and Courtney Haynes
- Long Wharf Real Estate, with Jeff Gandel
- Boston Company, with Matt Bucci, Elizabeth McManus and Jim Boyd
- SSgA, with Phil Deeney
- Blackrock/Laudus, with Greg Brunk, Tim Flynn and Mark Libersher

The Board reviewed and compared the managers' performance with the retirement system's investment goals and policies. The Managers reviewed investment performance and relative performance, provided a current investment outlook/forecast as well as strategy for the future, and key personnel staffing changes.

The Board determined that the investment managers continue to operate in the manner represented when retained and outlined in the agreement between the Board and the manager.

B. Staff Appointment:

Ms. Dugre informed the Board that temporary hire, Celeste Fernandez, has been doing a great job and should be hired permanently in the position of Administrative Assistant.

On a motion made by Mr. Schmidt, seconded by Mr. Pueschel, the Board voted unanimously (4-0) to hire Ms. Fernandez permanently effective December 1, 2017. Ms. Fernandez will be full-time and be paid $17 per hour. Voting “yes” were Mr. Dulude Mr. McCarthy, Mr. Schmidt and Mr. Pueschel.

There being no further business, a motion to adjourn at 11:40 A.M. was made by Mr. Dulude, seconded by Mr. Schmidt, passing unanimously (4-0). Voting “yes” on a roll call vote were Mr. Dulude, Mr. McCarthy, Mr. Schmidt and Mr. Pueschel.

Respectfully submitted,

Cheryl A. Dugre
Executive Director

ATTESTED TO: John T. McCarthy (Chairman)
Elected Member

ABSENT Michele Aubrey
Appointed Fifth Member
Anthony Dulude  
Elected Member

Joshua Pueschel  
Ex-Officio Member

Bellamy H. Schmidt  
Appointed Member
HOLYOKE RETIREMENT BOARD  
DECEMBER 6, 2017  
MINUTES

A special meeting of the Holyoke Retirement Board was called to order at 9:20 A.M. by Chairman, John McCarthy. Present were Michele Aubrey, Anthony Dulude, Joshua Pueschel and Bellamy Schmidt. Also present were Executive Director Cheryl Dugre and CIO Raymond Depelteau.

The Board conducted manager reviews pursuant to 840 CMR 16.07. Via conference call, the following managers presented performance and investment reports detailing the manager's activities which the Board reviewed:

- Seizert Capital Partners, with Tom Kenney
- Intercontinental Real Estate, with Kristin Phalen and Paul Nasser
- Fidelity Institutional Asset Management (Pyramis), with Tom Duffy and Ben Tracy
- Terra Cap Realty, with Susana Paul, Steve Goode and Matt Hart
- Industry Capital, with Andrew Holmberg and Connie Yu
- American Realty, with Jeff Miller

The Board reviewed and compared the managers' performance with the retirement system's investment goals and policies. The Managers reviewed investment performance and relative performance, provided a current investment outlook/forecast as well as strategy for the future, and key personnel staffing changes.

The Board determined that the investment managers continue to operate in the manner represented when retained and outlined in the agreement between the Board and the manager.

Noting that the allocation to Real Estate is below the target allocation, the Board discussed adding $500,000 to American Realty’s open-ended real estate fund. On a motion made by Mr. Pueschel, seconded by Mr. Dulude, the Board voted unanimously (5-0) to contribute $500,000 to the American Realty Core Realty fund at the earliest possible date. Voting “yes” were Ms. Aubrey, Mr. Dulude Mr. McCarthy, Mr. Schmidt, and Mr. Pueschel.

There being no further business, a motion to adjourn at 11:35 A.M. was made by Mr. Dulude, seconded by Mr. Schmidt, passing unanimously (5-0). Voting “yes” on a roll call vote were Ms. Aubrey, Mr. Dulude, Mr. McCarthy, Mr. Schmidt and Mr. Pueschel.

Respectfully submitted,

Cheryl A. Dugre  
Executive Director

ATTESTED TO:  
Elected Member  
John T. McCarthy (Chairman)

Appointed Fifth Member  
Michele Aubrey
Anthony Dulude
Elected Member

Joshua Pueschel
Ex-Officio Member

Bellamy H. Schmidt
Appointed Member
The regular Meeting of the Holyoke Retirement Board was called to order by Chairman John McCarthy at 10:00 A.M. Present were Michele Aubrey, Anthony Dulude, Joshua Pueschel and Bellamy Schmidt. Also present was Executive Director, Cheryl Dugre.

I. **Minutes** of Board meetings held on November 15, December 5, and December 6, 2017.

On separate motions made by Mr. Schmidt, seconded by Ms. Aubrey, it was voted unanimously (5-0) to accept **Item I “Minutes,” Item II “Bank Reconciliation,” Item III “Statement of Financial Activities,” Item IV “Retirement Applications,” and Item V “Expenses.”** Voting “yes” were Ms. Aubrey, Mr. Dulude, Mr. McCarthy, Mr. Pueschel and Mr. Schmidt.

II. **Bank Reconciliation:**
- Peoples Checking account - as of November 30, 2017
- Peoples Payroll account - as of November 30, 2017

III. **Statement of Financial Activities:**
The Board reviewed statements for November 2017.

IV. **Retirement Applications:**
- Paul Czupkiewicz Police Department Superannuation 01/12/2018
- Patricia Pluta School Department Superannuation 12/12/2017
- Alan Wills Gas & Electric Superannuation 02/25/2018
- Brian Richards Gas & Electric Superannuation 01/27/2018
- Christopher Dunn Police Department Superannuation 01/17/2018
- Joyce Cassidy Housing Authority Superannuation 01/23/2018
- John Taylor Gas & Electric Superannuation 01/06/2018
- Sheila Moran Fire Department Ord Disability 12/04/2017
- Kenneth Moriarty Police Department Superannuation 01/20/2018

V. **Expenses:**
A. Bills .................................................. $ 2,020.72
   Refunds .............................................. 52,147.47
   Office Payroll ..................................... 24,232.01
   Professional Services ......................... 7,635.00
   Management Fees ................................ 16,449.17

B. Pension Payroll .................................. $1,774,827.41
   Annuity Payroll .................................. 332,810.98
   Total Payroll ..................................... $2,107,638.39

VI. **Issues-Request-Policy:**
A. **PERAC Memos and Correspondence:**
   - Memo #35/2017 Forfeiture of Ret. Allowance for Dereliction of Duty
   - Memo #36/2017 Information Needed for Calculation Approvals
   - Memo #37/2017 3(8)c Reimb. and PERAC Calculation Policy 15-001
   - Memo #38/2017 2017 Disability Data
B. Pension Appropriations:

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<td><strong>$7,273,899.90</strong></td>
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C. Disabilities:
Mr. McCarthy asked the Board to go into Executive Session under Purpose 7 of the Open Meeting Law: “To comply with, or act under the authority of, any general ... law ...”, that law being Exemption (c) of the Public Records Law (G.L. c. 4, s. 7(26)(c)) exempting personnel and medical files or information and other materials or data relating to a specifically named individual, the disclosure of which may constitute an unwarranted invasion of personal privacy. A roll call vote was taken to go into Executive Session. Voting “yes” were Ms. Aubrey, Mr. Dulude, Mr. McCarthy, Mr. Pueschel and Mr. Schmidt.

EXECUTIVE SESSION ..................... 9:07 A.M.
EXECUTIVE SESSION adjourned ...... 9:12 A.M.

No votes taken.

D. Fifth Member Appointment:
Pursuant to PERAC Memo #28/2017, the Board had publicly posted notice of the Fifth Member Appointment and had actively solicited resumes of interested candidates. The Board received and reviewed two resumes, one from Michele Aubrey, the incumbent Fifth Member, and one from George McCray, an elected member of the Quincy Retirement Board. After review of the resumes, the Board discussed whether interviews would advantageous, as suggested by PERAC. Citing his preference of a local, known candidate who is very well qualified, and who has proven to be a dedicated fiduciary, and in view the 200 mile plus round trip that Mr. McCray would need to travel just to be interviewed and, if selected, to attend meetings, Mr. McCarthy made the motion to re-appoint Ms. Aubrey as 5th Member of the Holyoke Retirement Board. The motion was seconded by Mr. Schmidt and the Board voted unanimously (4-0). Voting “yes” were Mr. Dulude, Mr. McCarthy, Mr. Pueschel and Mr. Schmidt. Ms. Aubrey did not participate.

E. Melanson Heath 2016 Audit:
The Board is in receipt of the final 2016 Audit.

F. MGL, Chapter 32§20A:
Ms. Dugre informed the Board that the City Council had adopted Section 20A: Civil action against board member; expenses and damages; indemnification on December 5, 2017.

G. PERAC Letter of December 8, 2017:
On a motion made by Mr. Schmidt, seconded by Mr. Pueschel, the Board voted unanimously (5-0) to accept with prejudice PERAC’s letter regarding the potential transfer of assets from the Retirement System to the City. Voting “yes” were Ms. Aubrey, Mr. Dulude, Mr. McCarthy, Mr. Pueschel and Mr. Schmidt.
Mr. Schmidt told the Board that he would respond to PERAC to correct the misunderstanding and misrepresentations in PERAC’s letter.

Mr. Ray Depelteau entered the meeting at 9:20 A.M.

H. Investments:
1. Performance:
The Board reviewed the November 2017 performance and cashflow worksheets. Year-to-date the fund is up 14.9%.

A continued discussion of Lazard’s performance ensued. Lazard lags behind its benchmark by over 900 basis points. On a motion made by Mr. Pueschel, seconded by Mr. Dulude, the Board voted unanimously (5-0) to terminate the relationship with Lazard Asset Management and park the proceeds in the SSgA Emerging Markets index fund for the time being. Voting “yes” were Ms. Aubrey, Mr. Dulude, Mr. McCarthy, Mr. Pueschel and Mr. Schmidt.

2. American Realty:
Ms. Dugre informed the Board that American Realty is able to take $255,000 of the $500,000 contribution on January 2, 2018. The remaining funds will be transferred in the following quarter.

3. Upcoming Searches:
Mr. Depelteau reminded the Board that searches for Large, Mid and Small Cap managers are scheduled for 2018. Originally, Small Cap was to be the first search, but as the Boston Company has struggled of late, Mr. Depelteau suggested that Mid Cap be the first search.

4. PRIT Real Estate:
Mr. Depelteau suggested that the Board add $500,000 to PRIT’s real estate sleeve so that when combined with the contribution to America Realty, the real estate target allocation would be achieved.

On a motion made by Mr. Pueschel, seconded by Mr. Dulude, the Board voted unanimously (5-0) to contribute $500,000 to PRIT’s real estate sleeve. Voting “yes” were Ms. Aubrey, Mr. Dulude, Mr. McCarthy, Mr. Pueschel and Mr. Schmidt.

I. January Meeting:
The next regularly scheduled meeting of the Holyoke Retirement Board will be held on Wednesday, January 24, 2018 at 9:00 A.M.

There being no further business, a motion to adjourn was made by Mr. Schmidt, seconded by Ms. Aubrey, passing unanimously (5-0) on a roll call vote. Voting “yes” were Ms. Aubrey, Mr. Dulude, Mr. McCarthy, Mr. Pueschel and Mr. Schmidt.

MEETING ......................adjourned 9:50 A.M.

List of Documents Reviewed at 12/20/17 Meeting:
Draft minutes of 11/15, 12/5, and 12/6/17 meetings
Statement of Financial Activities as of November 2017
Cash Requirement Forecast
Appropriation FY2018 Worksheet
Regarding Investments:
--1222--

- November Worksheets and Cashflow
- Copy of PERAC letter regarding Constitution Capital

PERAC Memos #35-38/2017

Regarding Disabilities:
- Copy of an email from John Parsons to Atty. Burt Mason, Solicitor for James Wilson
- Copy of the first clarification letter received from Mr. Wilson’s medical panel physicians.

Resumes of Michele Aubrey and George McCray

PERAC Pension News

2018 Calendar

Respectfully submitted,

[Signature]
Cheryl A. Dugre
Executive Director

ATTESTED TO:

[Signature]
John T. McCarthy (Chairman)
Elected Member

[Signature]
Michele Aubrey
Appointed Fifth Member

[Signature]
Anthony Dulude
Elected Member

[Signature]
Joshua Pueschel
Ex-Officio Member

[Signature]
Bellamy H. Schmidt
Appointed Member