

A regular meeting of the Retirement Board was held at Town Hall, Wednesday October 31, 2018 at 3PM.

Members present: Wayne Marquis, Chairman; Steve Swanson, Fifth Member; Mike Hagan, Elected Member; Joe Collins, Elected Member; Cory Grace Ex-officio.

Others present: Rodney Conley, Director of Admin. and Finance; Susan Little (Retirement Assistant); Cliff White and Isabelle Eckel (Investment Consultants).

The Board meeting is being recorded with a digital audio recorder.

Wayne read agenda item: Minutes of the September 26, 2018 meeting to be accepted and signed. Wayne asked the Board if everyone has had a chance to review the minutes and if anyone would like to make a motion to accept the Minutes. **(Vote: Cory Grace motioned with Joe Collins seconding and the Board unanimously approving).**

Steve Bartha, Town Manager introduced Rodney Conley, Director of Admin. and Finance. Steve left at 3:10PM.

Cliff and Isabelle left the meeting due to a conflict of interest. Board discussed and approved issuing an RFP for consulting services. **(Vote: Steve Swanson motioned with Joe Collins seconding and the Board unanimously approving).**

Joe Nahas of BPG Equus Capital updated the Board on portfolio performance of Fund 8 and Fund 9 via conference call.

Cliff White and Isabelle Eckel of MS/Graystone updated the Board on portfolio performance. Cliff explained at this time they do not recommend any changes to their tactical viewpoint. Cliff advised Danvers has \$120.5 Million in assets. As of September 30, 2018, the YTD performance is +2.33% vs. the strategic benchmark of +3.74%. Cliff advised he will assume we will be down -6% to - 6.5% for October. He explained we were defensive a little too early, but it looks like the swing to value style has begone and our approach is beginning to be rewarded.

The Board unanimously approved committing \$1 Million to PRIT VY19. **(Vote: Joe Collins motioned with Mike Hagan seconding and the Board unanimously approving).** 3:45PM Cliff and Isabelle left the meeting. Board thanked them for their time

The Board unanimously approved the July and August Cashbooks **(Vote: Steve Swanson motioned with Joe Collins seconding and the Board unanimously approving).**

The bills payable and payroll warrants were unanimously accepted and signed. **(Vote: Cory Grace motioned with Steve Swanson seconding and the Board unanimously approving).**

October Payroll 10312018	\$ 1,041,034.81
October Expenses	\$ 86,635.73

Purchases were unanimously accepted **(Vote: Joe Collins motioned with Mike Hagan seconding and the Board unanimously approving).**

Sales were unanimously accepted **(Vote: Cory Grace motioned with Joe Collins seconding and the Board unanimously approving).**

SECURITIES PURCHASED:

<u>BMO October</u>			
<u>1253</u>	<u>American Eagle Outfitters Inc</u>	<u>1100</u>	<u>Masonite International Corp</u>
<u>307</u>	<u>Callon Petroleum Co</u>	<u>1559</u>	<u>Matson Inc</u>
<u>124</u>	<u>Ciena Corp</u>	<u>3026</u>	<u>Ramco-Gershenson Properties Trust</u>
<u>556</u>	<u>Fabrinet</u>	<u>158</u>	<u>Sinclair Broadcast Group Inc</u>
<u>191</u>	<u>Hancock Whitney Corp</u>	<u>165</u>	<u>Treehouse Foods Inc</u>

<u>4775</u>	<u>Helix Energy Solutions Group Inc</u>	<u>1116</u>	<u>Unit Corp</u>
<u>321</u>	<u>Insight Enterprises Inc</u>	<u>971</u>	<u>Waddell & Reed Financial Inc</u>

Hillswick October

229,000 US Treasury Note 2.250%
02/15/2027

Twin October

<u>10</u>	<u>Amazon.com Inc</u>	<u>580</u>	<u>Oracle Corp</u>
<u>860</u>	<u>Athene Holding Ltd.</u>	<u>1860</u>	<u>Pultegroup Inc</u>
<u>520</u>	<u>Occidental Petroleum Corp</u>	<u>410</u>	<u>Ross Stores Inc</u>
<u>1900</u>	<u>Old Republic International Corp</u>	<u>240</u>	<u>Starbucks Corp</u>

BMO September

<u>1595</u>	<u>American Eagle Outfitters</u>	<u>293</u>	<u>Matson Inc</u>
<u>1312</u>	<u>Bed Bath & Beyond Inc</u>	<u>383</u>	<u>Ramco-Gersehnson Properties Trust</u>
<u>386</u>	<u>Callon Petroleum Inc</u>	<u>527</u>	<u>Sinclair Broadcast Group Inc</u>
<u>585</u>	<u>Ciena Corp</u>	<u>2483</u>	<u>Southwestern Energy Co</u>
<u>371</u>	<u>Eagle Bancorp Inc</u>	<u>1456</u>	<u>Stag Industrial Inc</u>
<u>564</u>	<u>Fabrinet</u>	<u>656</u>	<u>Travelport Worldwide Ltd</u>
<u>29</u>	<u>Hancock Whitney Corp</u>	<u>572</u>	<u>Treehouse Foods Inc</u>
<u>288</u>	<u>Helix Energy Solutions Group Inc</u>	<u>135</u>	<u>Unit Corp</u>
<u>54</u>	<u>Insight Enterprises Inc</u>	<u>439</u>	<u>Waddell & Reed Financial Inc</u>
<u>231</u>	<u>Masonite International Inc</u>		

SECURITIES
SOLD:

BMO October

<u>356</u>	<u>Benchmark</u>	<u>682</u>	<u>Perficient</u>
	<u>Computer Programs & Systems</u>		
<u>226</u>	<u>Inc</u>	<u>859</u>	<u>S&T Bancorp Inc</u>
<u>620</u>	<u>CSG Systems International Inc</u>	<u>998</u>	<u>Stifel Financial Corp</u>
<u>616</u>	<u>First Industrial Realty Trust</u>	<u>10382</u>	<u>Tetra Technologies Inc</u>
<u>533</u>	<u>Koppers Holdings Inc</u>	<u>152</u>	<u>TTM Technologies Inc</u>
<u>474</u>	<u>Northwestern Corp</u>	<u>1369</u>	<u>Virtusa Corp</u>

Hillswick October

205,000 US Treasury Note 2.750%
02/15/2019

Lyrical October

12379

Corning Inc

Twin October

<u>710</u>	<u>Applied Material Inc</u>	<u>410</u>	<u>Electronic Arts Inc</u>
<u>2400</u>	<u>Brown & Brown Inc</u>	<u>200</u>	<u>Lam Research Corp</u>
<u>300</u>	<u>Concho Resources Inc</u>	<u>550</u>	<u>Liberty Broadband Corp</u>

BMO September

<u>1123</u>	<u>Benchmark Electronics Inc</u>	<u>309</u>	<u>Northwestern Corp</u>
<u>201</u>	<u>CSG Systems International Inc</u>	<u>244</u>	<u>Perficient Inc</u>
<u>46</u>	<u>Computer Programs & Systems Inc</u>	<u>309</u>	<u>Stifel Financial Corp</u>
<u>145</u>	<u>Emcor Group Inc</u>	<u>415</u>	<u>TTM Technologies Inc</u>
<u>263</u>	<u>Entegris Inc</u>	<u>1733</u>	<u>Tailored Brands Inc</u>
<u>1003</u>	<u>First Industrial Realty Trust</u>	<u>304</u>	<u>Tetra Technologies Inc</u>
<u>115</u>	<u>Integer Holdings Corp</u>	<u>75</u>	<u>Virtusa Corp</u>
<u>671</u>	<u>Koppers Holdings Inc</u>	<u>1051</u>	<u>XO Group Inc</u>
<u>312</u>	<u>Merit Medical Systems Inc</u>		

Lyrical September

<u>395</u>	<u>Adient PLC</u>	<u>946</u>	<u>Goodyear Tire & Rubber Co</u>
<u>556</u>	<u>Aecom</u>	<u>775</u>	<u>HCA Healthcare Inc</u>
<u>688</u>	<u>Aercap Holdings NV</u>	<u>321</u>	<u>Hertz Global Holdings Inc</u>
<u>210</u>	<u>Affiliated Managers Group Inc</u>	<u>1237</u>	<u>Johnson Controls International</u>
<u>1385</u>	<u>Aflac, Inc</u>	<u>838</u>	<u>Lincoln National Corp</u>
<u>504</u>	<u>Ameriprise Financial Inc</u>	<u>1408</u>	<u>National Oilwell Varco Inc</u>
<u>369</u>	<u>Anthem, Inc</u>	<u>442</u>	<u>NCR Corp</u>
<u>537</u>	<u>Arris International PLC</u>	<u>593</u>	<u>Owens-Illinois Inc</u>
<u>229</u>	<u>Assurant Inc</u>	<u>1980</u>	<u>Qurate Retail Inc</u>
<u>337</u>	<u>Avis Budget Group Inc</u>	<u>1769</u>	<u>Suncor Energy Inc</u>
<u>292</u>	<u>Broadcom Inc</u>	<u>150</u>	<u>Tech Data Corp</u>
<u>540</u>	<u>Celanese Corp</u>	<u>203</u>	<u>Tenneco Inc</u>
<u>694</u>	<u>Commscope Holding Co Inc</u>	<u>897</u>	<u>Western Digital Corp</u>
<u>2150</u>	<u>Corning Inc</u>	<u>1798</u>	<u>Western Union Co</u>
<u>531</u>	<u>Crown Holdings Inc</u>	<u>265</u>	<u>Whirlpool Corp</u>

<u>558</u>	<u>EOG Resources Inc</u>	<u>396</u>	<u>Willis Towers Watson PLC</u>
<u>2088</u>	<u>Flex Ltd</u>		

Twin September

<u>300</u>	<u>AT&T</u>	<u>50</u>	<u>ITT Inc</u>
<u>50</u>	<u>Abbvie Inc</u>	<u>50</u>	<u>Jack Henry & Associates Inc</u>
<u>50</u>	<u>Accenture Plc</u>	<u>50</u>	<u>Johnson & Johnson</u>
<u>20</u>	<u>Align Technology Inc</u>	<u>100</u>	<u>JPMorgan Chase & Co</u>
<u>100</u>	<u>Ally Financial Inc</u>	<u>200</u>	<u>Kimco Realty Group</u>
<u>30</u>	<u>Alphabet Inc-Cl A</u>	<u>50</u>	<u>Lazard Ltd</u>
<u>50</u>	<u>Amgen Inc</u>	<u>50</u>	<u>Lear Corp</u>
<u>100</u>	<u>Annaly Capital Management Inc</u>	<u>50</u>	<u>Liberty Media Corp-Liberty Formula One</u>
<u>50</u>	<u>AO Smith Corp</u>	<u>50</u>	<u>Lincoln National Corp</u>
<u>100</u>	<u>Apple Inc</u>	<u>100</u>	<u>Marathon Oil Corp</u>
<u>50</u>	<u>Applied Materials Inc</u>	<u>50</u>	<u>Merck & Co Inc</u>
<u>50</u>	<u>Arrow Electronics Inc</u>	<u>50</u>	<u>Micron Technology Inc</u>
<u>40</u>	<u>Automatic Data Processing</u>	<u>120</u>	<u>Microsoft Corp</u>
<u>300</u>	<u>Bank of America Corp</u>	<u>50</u>	<u>Mondelez International Inc</u>
<u>50</u>	<u>Baxter International Inc</u>	<u>50</u>	<u>National Instruments Corp</u>
<u>50</u>	<u>Berkshire Hathaway Inc</u>	<u>100</u>	<u>New Corp</u>
<u>50</u>	<u>Bristol-Myers Squibb Co</u>	<u>100</u>	<u>Newmont Mining Corp</u>
<u>120</u>	<u>Brown & Brown Inc</u>	<u>50</u>	<u>Nike Inc</u>
<u>100</u>	<u>Chimera Investment Corp</u>	<u>50</u>	<u>Nvidia Corp</u>
<u>100</u>	<u>Cisco Systems Inc</u>	<u>100</u>	<u>OGE Energy Corp</u>
<u>100</u>	<u>Citigroup Inc</u>	<u>100</u>	<u>Oracle Corp</u>
<u>150</u>	<u>Coco-Cola Co</u>	<u>100</u>	<u>Paramount Group Inc</u>
<u>100</u>	<u>Comcast Corp</u>	<u>50</u>	<u>PepsiCo Inc</u>
<u>50</u>	<u>ConocoPhillips</u>	<u>150</u>	<u>Pfizer Inc</u>
<u>100</u>	<u>Cubsmart</u>	<u>100</u>	<u>Procter & Gamble Co</u>
<u>50</u>	<u>CVS Health Corp</u>	<u>50</u>	<u>Prologis Inc</u>
<u>50</u>	<u>Darden Restaurants</u>	<u>50</u>	<u>Public Service Enterprise Group</u>
<u>100</u>	<u>Domtar Corp</u>	<u>50</u>	<u>Robert Half International Inc</u>
<u>50</u>	<u>Dover Corp</u>	<u>50</u>	<u>Schlumberger Ltd</u>
<u>50</u>	<u>DowDuPont Inc</u>	<u>50</u>	<u>Snap-On Inc</u>
<u>50</u>	<u>East West Bancorp Inc</u>	<u>50</u>	<u>Southwest Airlines Co</u>
<u>50</u>	<u>Eaton Corp Plc</u>	<u>50</u>	<u>Starbucks Corp</u>
<u>50</u>	<u>Eli Lilly & Co</u>	<u>50</u>	<u>State Street Corp</u>
<u>50</u>	<u>Exelon Corp</u>	<u>50</u>	<u>Synopsis Inc</u>
<u>50</u>	<u>Expeditors International of WA</u>	<u>50</u>	<u>Texas Instruments</u>
<u>50</u>	<u>Exxon Mobil Corp</u>	<u>50</u>	<u>Textron Inc</u>
<u>30</u>	<u>Facebook Inc</u>	<u>50</u>	<u>Tyson Foods Inc</u>

<u>150</u>	<u>FirstEnergy Corp</u>	<u>50</u>	<u>UnitedHealth Group Inc</u>
<u>50</u>	<u>FMC Corp</u>	<u>50</u>	<u>Valero Energy Corp</u>
<u>50</u>	<u>Gap Inc</u>	<u>100</u>	<u>Verizon Communications Inc</u>
<u>50</u>	<u>General Motors Co</u>	<u>50</u>	<u>Walgreens Boots Alliance Inc</u>
<u>100</u>	<u>Gentex Corp</u>	<u>50</u>	<u>Walmart Inc</u>
<u>50</u>	<u>Hawaiian Electric Industries</u>	<u>50</u>	<u>Walt Disney Co</u>
<u>50</u>	<u>Home Depot Inc</u>	<u>50</u>	<u>Wells Fargo & Co</u>
<u>100</u>	<u>Host Hotels & Resorts Inc</u>	<u>50</u>	<u>Williams-Sonoma Inc</u>
<u>50</u>	<u>Ingersoll-Rand Plc</u>	<u>50</u>	<u>Zendesk Inc</u>
<u>100</u>	<u>Intel Corp</u>	<u>100</u>	<u>Zillow Group Inc</u>
<u>100</u>	<u>International Game Technology</u>		

The Board unanimously approved the following new members:

Kathy Semons, General Cafe. Worker, start date 9/17/18 (replaces Michelle Farrell - promotion)

Joan Shay, DHS Library Aide, start date 9/05/18 (replaces Nan Blanchette)

Matthew Kidney, Teacher Aide @ HRMS, start date 09/19/18 (replaces Darcy Bucchiere)

Maureen Howlett, Asst. Director of Senior & Social Services, start date 10/01/18 (new position)

David Fields, Planning Director, start date 10/04/18 (new position - reorganization)

Michelle Merrow, Teacher Aide @ Highlands, start date 10/15/18 (replaces K. Mansfield/promotion)

Rodney Conley, Director of Administration & Finance, start date 10/10/18 (replaces Travis Ahern)

Kenneth Charette, DHS Teacher Aide, start date 9/27/18 (replaces Patrick Dunn).

(Vote: Joe Collins motioned with Mike Hagan seconding and the Board unanimously approving).

The Board unanimously approved the transfer of **Elizabeth Theberge**, trans. to MTRS, totaling \$8,235.19 with 4 years 3 months C/S; **Dominique Masse**, trans. to Wakefield, totaling \$1,566.10 with 9 months C/S

(Vote: Cory Grace motioned with Steve Swanson seconding and the Board unanimously approving).

Approvals received from PERAC: **Olivia Silva**

Rodney Conley, Dir. of Admin. and Finance reviewed PERAC Memo's and other items of interest.

- PERAC Memo's: **None**
- Funding Ratio's
- Election for Board Member term 7/1/2019 (Joe Collins). Board unanimously approved naming Susan Little the Election Officer **(Vote: Mike Hagan motioned with Steve Swanson seconding and the Board unanimously approving).**

The Board unanimously affirmed Rodney Conley has the authority to sign contracts for the Board **(Vote: Steve Swanson motioned with Mike Hagan seconding and the Board unanimously approving).**

Board reviewed and voted to request a medical panel for the Accidental Disability Application of **Edward DeRoche**.

Board voted with a roll call vote to go into Executive Session to discuss medical particulars of **Edward DeRoche** (**roll call vote: Mike “yes”; Joe “yes”; Steve “yes; Wayne “yes”; Cory “yes”**).

Board voted to come out of Executive Session to vote on request for a Medical Panel (**roll call vote: Joe “yes”; Cory Grace “yes”; Mike “yes”; Steve “yes”; Wayne “yes”**).

Board voted unanimously to request a medical panel for the Accidental Disability application of **Edward DeRoche** (**Vote: Cory Grace motioned with Joe Collins seconding and the board unanimously voting to request a medical panel**).

Meeting Adjourned: 4:20PM (**Cory Grace motioned with Joe Collins seconding and Board unanimously approving**)

NEXT MEETING: November 28, 2018

Joseph Collins, Elected Member

Michael Hagan, Elected Member

Corinna Grace, Ex-Officio Member

Wayne P. Marquis, Chairman

Stephen Swanson, Fifth Member