

Andris Silins, Chairman
Michael Fitzmaurice, Elected Member
Antonio Torres, Elected Member

Ping Yin Chai, Appointed Member
Paul T. Hynes, Appointed Member
Joseph M. Petty, Executive Secretary

**MASSACHUSETTS HOUSING FINANCE AGENCY
EMPLOYEES' RETIREMENT BOARD
ONE BEACON STREET
BOSTON, MA 02108
(617) 854-1871, 1123**

Minutes of the Regular Meeting of Members
November 13, 2018.

The regular meeting of the Massachusetts Housing Finance Agency Employees' Retirement Board was held at the offices of the Massachusetts Housing Finance Agency, One Beacon Street, Boston, Massachusetts at 1:30 pm.

Present were:

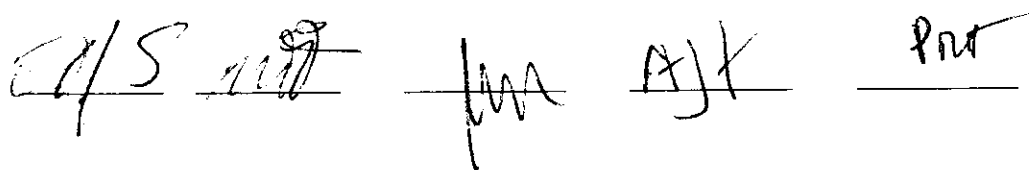
Andris Silins, Board Chairman
Ping Yin Chai, Appointed Member (via phone)
Michael Fitzmaurice, Elected Member
Paul T. Hynes, Appointed Member
Antonio Torres, Elected Member

Others present:

Joseph M. Petty, Executive Secretary
Michelle Shinnick, Retirement Analyst
Craig Merry, MassHousing
Dan Dynan, Meketa Investments
Stephen MacLellan, Meketa Investments
Thomas Dunleavy – Meketa Investments
Lauren Atkins – State Street Bank
Kathryn DeNitto – State Street Bank
Tony Teberio – Peoples United Bank
Kevin Smith – Peoples United Bank
Jaclyn Callison – Peoples United Bank
Chris Rogers - CliftonLarsonAllen

Andris Silins called the meeting to order.

Dan Dynan reviewed the RFP results for the Custodian of our assets. We interviewed two finalists, State



Street Bank and Peoples United Bank. Kathryn DeNitto and Lauren Atkins from State Street Bank reviewed their Corporate Services such as State Street Global Services, Global Advisors, Global Exchange and Global Markets. State Street is also committed to corporate responsibility such as the reduction of CO2, community investments, contributing to the strategic and leadership grant funding and also to Boston WINS youth program; and to employee engagement regarding community service. Ms. DeNitto reviewed their Public fund focus with 135 clients and billions in assets. They also focused on their client services and platform for growth and client services. They have had a 25-year relationship with the retirement system where it has provided custody and accounting services; LP accounting; and regulatory reporting and audit governance. In closing, they gave an overview of their technology. The Board members asked about their future commitment to this business and Ms. DeNitto responded that they were committed.

Tony Terberio and his team reviewed the background of People's United Bank and the also the services the bank provides such as Robust Custody offering; commitment to service and experience with custody clients. They have a 30 years history with PERAC Reporting, produce risk management and objectivity and fiduciary commitment. They currently have 22 clients from the Massachusetts Pension Global Custody accounts.

The Board discussed the pros and cons of each presentation and wanted to Joseph Petty to confirm both parties' commitment to this business in the future. The Board members asked Joseph Petty to report back on the commitment and to review references. The final vote will be scheduled for the December meeting.

UPON MOTION DULY MADE AND SECONDED, it was voted:

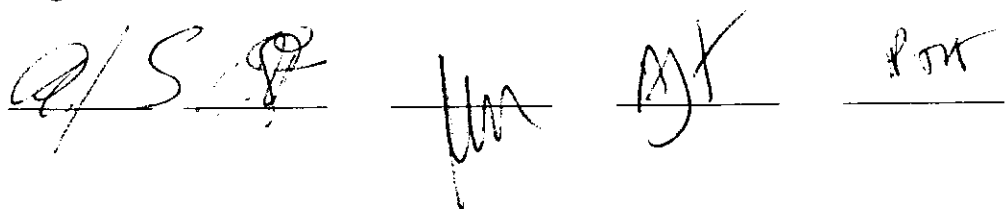
To approve the minutes of the November 13, 2018 meeting. (roll call 5-0).

The bank reconciliations and trial balance were reviewed. Andris Silins inquired whether there were any transactions out of the ordinary. Joseph Petty noted that there were no transactions out of the ordinary, however, however we did have two withdrawal requests, Kamar Calixte and Karen Kelleher; and three retirements, Mary Gonsalves, Janet Billane and Thomas Lyons.

UPON MOTION DULY MADE AND SECONDED, it was voted:

The retirements, refunds and transfer on the attached list were reviewed and approved along with the retirement payroll and vouchers 2018095-2018102 (roll call 5-0).

Dan Dynan reviewed the system performance and noted that our System returned 2.8% for the 3rd quarter and a 6.3% for the trailing year. As of September 30th, the System's market value was \$156.9 million, an increase of \$9.6 million from the previous quarter. The increase was due to strong investment gains as well as the annual appropriation to the fund. Mr. Dynan noted that performance was generally positive across asset classes for the quarter. All asset classes were within their respective target asset allocation range.



Steve MacLellan reviewed the respondents for the RFP involving the Private Equity Fund of Funds. Meketa Investment Group received 13 responses which were reviewed at the Board meeting. After a discussion, the Board voted to interview two respondents, who were rated Highly Advantageous; Constitution Capital Partners Ironsides V and HarbourVest Partners XI.

UPON MOTION DULY MADE AND SECONDED, it was voted:

To interview two fund managers, Constitution Capital Partners Ironsides and HarbourVest Partners for our investment in Private Equity Fund of Funds. (5-0).

Chris Rogers, of CliftonLarsonAllen, stated his firm audited the financial states of the MHFA Employees' Retirement System for the year ended December 31, 2017, in accordance with the auditing standards generally accepted in the United States of America the standards contained in Government Auditing Standards. During their audit, they did not identify any deficiencies in internal control that we consider to be material weaknesses and the results of their tests disclosed no instances of noncompliance or other matters that are required to be reported under Government Auditing Standards.

UPON MOTION DULY MADE AND SECONDED, it was voted:

To accept the financial statement and audit result of CliftonLarsonAllen for 2017. (5-0).

Joseph Petty presented a preliminary budget to the Board members. It was reviewed, and the Board asked that it be updated and presented at the December meeting.

Joseph Petty reviewed the NCPERS Legislative Conference on January 27th-January 29th, 2019. The conference fee is \$500; Hotel is \$277 per night plus air fare.

UPON MOTION DULY MADE AND SECONDED, it was voted:

To allow any Board Member or Administrators to attend this conference consistent with our Travel Policy, (5-0).


Joseph Petty reviewed Perac memos 30-32.

UPON MOTION DULY MADE AND SECONDED, it was voted:


To adjourn the meeting at 1:45 p.m, (roll call 5-0)




Andris Silins - Board Chairman



Michael Fitzmaurice – Elected Member



Antonio Torres – Elected Member



Ping Yin Chai, Appointed Member



Paul T. Hynes – Member Appointed by Other Members

**Massachusetts Housing Finance Agency
Employees' Retirement Board
One Beacon Street Boston, MA 02108**

**Andris Silins, Chairman
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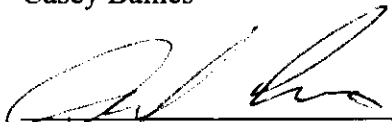
Listing of Check and Vouchers for the meeting December 11, 2018

<u>Name</u>	<u>Voucher #</u>	<u>Amount</u>	<u>Comment</u>
Paul T. Hynes	2018103	\$ 250.00	Stipend
Andris Silins	2018104	\$ 250.00	Stipend
Michael Fitzmaurice	2018105	\$ 250.00	Stipend
Antonio Torres	2018106	\$ 250.00	Stipend
Ping Yin Chai	2018107	\$ 250.00	Stipend
Law Offices of M.Sacco	2018108	\$ 212.00	Legal
Michelle Shinnick	2018109	\$ 230.95	A/P Seminar

<u>Fees paid via Non-managed account</u>	<u>Amount</u>	<u>Comment</u>
Meketa Investments	\$ 6,875.00	November 18 Consulting Fee

<u>Retirements</u>	<u>Monthly Amount</u>	<u>Date of Retirement</u>
November Pension Payroll	\$ 627,944.81	
PAI Services	\$ 774.00	
Transfer to Payroll Account	\$ 625,000.00	
John McCormick	\$ 6,675.06	01/12/2019
David Keene	\$ 12,281.44	01/01/2019

<u>Refund</u>	<u>Amount</u>	<u>Date Paid</u>
Jeanmarie Schmidt	\$59,496.52	11/30/2018
Karen Kelleher	Pending	
Casey Baines	\$10,649.70	12/31/2018



Andris Silins - Board Chairman



Ping Yin Chai - Appointed Member

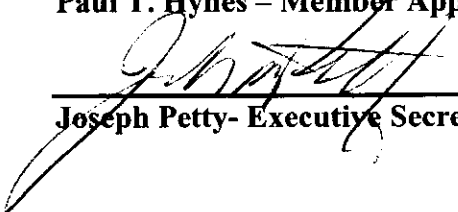


Michael Fitzmaurice - Elected Member



Antonio Torres - Elected Member

Paul T. Hynes - Member Appointed by Other Members



Joseph Petty - Executive Secretary