

**NEW CASTLE COUNTY GOVERNMENT EMPLOYEES' PENSION PROGRAM
MINUTES of May 19, 2021**

The regular meeting of the Board of Trustees was held on May 19, 2021 via Zoom video conference in the Government Center, 87 Reads Way, New Castle, DE 19720.

Rollcall Taken. The meeting was called to order at 8:20 a.m.

<p><u>TRUSTEES PRESENT:</u> Daniel McFadden, Chairperson Daryl Brown, Trustee Michael Finnigan, Trustee, Retirees Michael Smith, CFO Paul Frese, Trustee Non-Union Members Regis Yurcich, Trustee, Local #1607 Rich Piekarski, Jr., Trustee, Local #3109 Saul Polish, Trustee, Local #3911 Terry Stone, Trustee</p>	<p><u>TRUSTEES ABSENT:</u> Jacqueline Jenkins, CHRO Jon Hall, Trustee, Local #459 Douglas Merrill, FOP Lodge #5</p> <p><u>OTHERS PRESENT:</u> Lindsay Saienni, Investment Financial News Harry Walker, Reporter, Pageant Media</p>
<p><u>STAFF PRESENT:</u> Frank Benevento, Pension Benefits Administrator Grace Dehel, Pension Program Analyst Daniel Mann, Pension Program Analyst Judy Mitchell, First Asst. County Attorney Rowena P. Liles, Program Analyst</p>	<p><u>INVITED GUESTS:</u> Leonard, NEPC Devin Sullivan, TA Realty Kendrick Leckband, TA Realty</p>

APPROVAL OF THE MINUTES

The minutes from the April 21, 2021 meeting are attached for approval.

A motion was made by Michael Finnigan and seconded by Michael Smith to approve the minutes from the April 21, 2021 meeting.

*THE MOTION WAS ADOPTED UNANIMOUSLY.

APPROVAL OF THE INVOICES

Boomershine Consulting Group	\$10,635.00	Jan 2021 Valuation & Ben Stmts
IR&M	\$4,123.35	TIPS Fund
IR&M	\$23,818.07	CBFII Portfolio
Mellon	\$62,523.09	1 st Quarter 2021
NEPC	\$1,684.78	4 th Quarter 2020
NEPC	\$5,000.00	1 st Quarter 2021 (401a DCBP)

A motion was made by Saul Polish and seconded by Daryl Brown to approve the payment of invoices.

*THE MOTION WAS ADOPTED UNANIMOUSLY.

COORDINATOR'S REPORT by Frank Benevento

- ❖ Gross Payroll and Employer Contributions for the month of March 2021.
- ❖ Pension Trust Asset Summary – March 2021
- ❖ Pension Payments - April 2021
 - Payees for April 1,523
 - Active Participants 1,049
 - DelPen 378
 - DelPen (ret) 73
 - Benefits total \$3,824,970.72

CAPITAL CALLS

- Brookfield Cap Partners V \$526,772.53 04/30/2021
- Vista Equity \$121,755.00 05/04/2021
- Kennedy Lewis \$217,500.00 05/14/2021

DISTRIBUTION OF CAPITAL

- Lexington Partners \$19,354.00 04/29/2021
- Crescent Direct Lending Fund \$38,941.00 05/04/2021
- Backstreet Partners Mgt., LLC \$46,478.00 05/10/2021

APPROVAL OF THE APPLICATIONS FOR BENEFITS

Service Retirements

(08247)	\$1,789.22	07/07/2021	RetGen
(08342)	\$1,909.82	06/05/2021	RetGen
(05367)	\$3,324.51	05/11/2021	RetGen
(05446)	\$440.00	03/25/2021	SCGPen

Survivor Benefits

(14945)	\$244.57	11/22/2020	PenPln
(14965)	\$2,419.22	04/25/2021	RetGen

Lump Sum Benefit

(14966)	\$668.57	05/01/2021	RetGen
(14967)	\$668.57	05/01/2021	RetGen
(14968)	\$4,912.00	05/01/2021	RetGen

Refund Benefits

(13825)	\$4,110.27	05/01/2021	CPEMS
(14678)	\$58.41	05/01/2021	CPGen
(12395)	\$1,640.00	05/01/2021	SCGPen

A motion was made by Daryl Brown and seconded by Michael Finnigan to approve the service retirements, survivor, lump sum and refund benefits.

***THE MOTION WAS ADOPTED UNANIMOUSLY.**

OLD BUSINESS

- Updates – Frank Benevento
 - Update – 401(a) Defined Contribution Plan presentation follow-up - During our February 17, 2021 meeting, the Pension Board agreed to accept the recommendations in aggregate, on behalf of NEPC, as represented on page 16 of the 2021 401(a) defined contribution annual review presentation and to move to lower share classes, if available, given further discussions with NEPC and MetLife. The NCC Deferred Compensation Committee also accepted the recommendations in aggregate, for the 457(b) Deferred Compensation Plan on March 11, 2021. During the NCC Deferred Compensation Committee meeting on April 8, 2021, it was determined by Legal that a Resolution would have to be passed by Council to approve the recommended changes. On May 11, 2021, Resolution R21-082 (Approving investment listing changes to the Deferred Compensation Plan pursuant to New Castle County Code Section 26.03.206) was unanimously approved by Council. From here, the record keeping team from MetLife will need 45 days to implement. Notification to participants will be mailed out by the end of May. It's standard practice to send the mailing 30 days in advance of the effective date. The only outstanding item remaining from this exercise is clarification on options available for the Stable Value Annuity Fund or capital preservation. I participated in a conference call yesterday with NEPC, MetLife and Brighthouse to discuss the Stable Value Annuity Fund and our options but collectively determined additional research was required on MetLife and Brighthouse's end. We will provide the Pension Board with an update at our next regularly scheduled meeting on June 16, 2021. Any questions? **(No action necessary)**

A question and answer session was held on the 401(a) Defined Contribution Plan.

- Private Credit investment managers (Crayhill/HarbourVest) contract update - During our April 21, 2021 meeting, the Pension Board agreed to contract with private credit investment managers Crayhill and HarbourVest for \$3M and \$2M respectively. We have received all the necessary contractual documents from Crayhill and HarbourVest and we are currently reviewing for a July close on both. We will provide an update at our June 16, 2021 Pension Board meeting. Any questions? **(No action necessary)**

NEW BUSINESS

- Continuing Education/Professional Development (2021) - Request Pension Board approval for the 2021 Pension Trustee/Staff Educational Requests – The New Castle County Employees' Pension Program Board of Trustees recognizes the importance of continuing educational and professional development of Trustees and pension staff and encourages them to participate in the many training opportunities offered by organizations we participate membership with. These organizations offer training specifically geared toward the public sector that include certificate programs (including CAPPP – Certificate of Achievement in Public Plan Policy), legislative/regulatory updates and educational conferences. Any Trustee or Staff member still interested in participating in a 2021 training opportunity can contact a member of our pension staff for further instruction. *Anyone interested in an educational and professional development opportunity with an organization outside of our current membership, please provide the board with details and benefits the opportunity would provide for review*. The Pension Board was distributed a list of projected Educational/Professional Development requests provided by Trustees and Staff. The list included 2021 projected costs and a history of expenses from 2012 – 2020. Any questions? (A motion is necessary to approve the list of projected Educational/Professional Development requests).

NEW BUSINESS (Cont'd)

A motion was made by Saul Polish and seconded by Daryl Brown to approve the 2021 Educational/Professional Development for Trustees and Pension Staff.

***THE MOTION WAS ADOPTED UNANIMOUSLY.**

- TA Realty Portfolio review and market outlook presented by Devin Sullivan and Kendrick Leckband.
- Kevin Leonard, (NEPC) - Review the Preliminary Investment Performance “Flash” report for the period ending April 30, 2021. A question and answer session was held on the Flash report.
 - JP Morgan will be invited to a future meeting for their portfolio review.
 - A discussion will be held with NEPC’s research team regarding the performance of Sands Capital. Kevin will provide an update at the next meeting of the board.

COMMENTS:

Saul – I participated in NEPC’s Annual Conference virtually and it was well put together.

Kevin – Just as Saul referenced, if you didn’t have a chance to attend the conference, we have the recorded materials. So, if there is any interest, I would be happy to get those out to you.

ADJOURNMENT

A motion was made by Daryl Brown and seconded by Saul Polish to adjourn the meeting at 9:31 a.m.

***THE MOTION WAS ADOPTED UNANIMOUSLY.**