

MINUTES OF THE REGULAR MEETING
City of Aurora General Employees' Retirement Board

Held Thursday, August 19, 2021
12100 East Iliff Avenue, Suite 108
Aurora, CO 80014

1) 8:00 AM - Meeting Called to Order

Roll Call

Chairperson	David McConico	Present
Legislative Members	Cliff Haight	Present
	Andrew Jamison	Present
	Michelle Reding	Present
	Sue Sandstrom	Present
	Tom Tobiassen	Present
	Trevor Vaughn	Present
Nonvoting Members	Janice Napper (for the City Manager)	Present
	Terri Velasquez (Finance)	Present
	Ryan Lantz (Human Resources)	Present
	Hans Hernandez (City Attorney)	Present
Staff	Steven Shanks	Present
	Aaron Kahn	Present

Due to concerns about COVID 19, the Board Meeting held on Thursday, August 19, 2021, was conducted via WebEx.

2) Approval of the Minutes

Trevor Vaughn made, and Cliff Haight seconded, a motion to approve the minutes of the regular meeting held on July 15, 2021. The motion passed unanimously with Cliff Haight, Andrew Jamison, David McConico, Michelle Reding, Sue Sandstrom, Tom Tobiassen, and Trevor Vaughn for.

3) Treasurer's Report

Steve Shanks reviewed the financial statements and investment performance for June. As of August 12, 2021, the fund was valued at approximately \$633.4 million.

4) Review of Lump Sum Distributions for July

Twenty-seven participants received lump sum payments totaling \$469,694.90.

5) **Approval of Retirement Benefits**

Aaron Kahn presented the retirement calculations. Cliff Haight made, and Sue Sandstrom seconded, a motion to approve retirement benefits for **Kimberly Cordova, Anne Doerr, Diana Groetzinger, Carl Halliburton, Ralph Precord, Hector Razo, Dolores A. Schaeffer, Peggy Schultz, and David Smith**. The motion passed unanimously with Cliff Haight, Andrew Jamison, David McConico, Michelle Reding, Sue Sandstrom, Tom Tobiassen, and Trevor Vaughn for.

6) **New Business**

A) **Private Equity Manager Search, Finalists Interviews**

Alex Browning and Gary Robertson from Callan discussed the candidates. Both Alex and Gary feel that all the candidates would do an excellent job for GERP. Gary reviewed the three different managers' investment approaches. He also noted that Pathway's new fund changed the structure of their management fees, but also suggested that the fee schedules shouldn't drive the Board's decision on which manager to choose.

(1) **Pantheon**

Dennis McCrary, Susan Long McAndrews and Iain Jones

Pantheon was founded in 1982, has \$71.3 billion in assets under management, and has over 690 institutional investors, globally. Pantheon has consistently outperformed public markets throughout its long history. Currently, Pantheon commits over \$3 billion to private equity each year and sits on over 395 advisory board seats.

Pantheon are local specialists with 79 investment professionals providing coverage over the Americas, Europe, and Asia-Pacific markets. Pantheon's scale and history allows them to leverage long standing relationships with top quality funds. They focus on small and medium buyouts, growth equity and venture, with an overweight to healthcare and technology. They limit their exposure to highly cyclical or over-levered companies.

Pantheon provides a flexible approach to asset allocation. Dennis McCrary suggested an allocation of 50% in the global select fund and 50% in the co-investment portfolio.

(2) **Pathway Capital Management**

Valerie Ruddick and Ed Hoffman

Pathway was founded in 1991 and has over \$85 billion in assets under management. The cofounders of Pathway, Douglas LeBon and James Reinhardt have worked in the industry since 1983 and have worked with public plans throughout their history.

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Valerie Ruddick explained that general partner relationships are the foundation of their strategy. Pathway develops strong relationships with fewer managers. The concentrated approach means that each manager has a larger investment allocation which then leads to early access to co-investments and secondaries.

Pathway's investment professionals are generalists, each professional has areas of expertise and focus but they look at all potential deals. Pathway is proactive in origination, with all investment professionals involved in the process of reviewing up and coming managers. Building relationships is the most important part of the process. Pathway looks for managers with a sound business model, strong management teams, proven access, differentiated resources, and long-term track records.

Valerie Ruddick explained that risk controls, including due diligence and oversight, strong manager relationships, and awareness of potential headline risk, leads to higher returns in private equity.

(3) Portfolio Advisors

Chris Genovese and Geoff Kelleman

Portfolio Advisors was founded in 1994 and has over \$25 billion in assets under management. They have over 20 years of experience working with public clients and have tailored the portfolio to align with the needs of public clients. Investors can customize their exposure to global buyout, US mid-market buyout, venture capital, special situations, and opportunistic sectors. Portfolio Advisors specializes in the mid-market buyout sector.

Geoff Kelleman presented their suggested strategy which would complement our current private equity investments. The proposed strategy would have a higher exposure to US mid-market strategies and would not have as much global exposure to limit currency swings. He suggested that our current allocation to special situations and buyout is sufficient and did not include those in the suggested strategy. Ultimately the Board would decide on the allocations.

Discussion with Callen

Alex Browning

Alex Browning stated that he expects that all three managers would do a great job for GERP. Board members provided their preferences. Most, but not all, of the Board selected Pantheon as their favorite of the three managers. Trevor Vaughn noted that he liked Pantheon's global approach and international exposure. Andrew Jamison and Trevor Vaughn suggested that they would like a week to review the materials and suggested that a final decision could be made at the investment managers meeting next week. The Board agreed.

7) Public Comments

There were no public comments.

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8) Old Business

There was no old business.

9) Report on Travel

Steve Shanks listened to a presentation by Callan discussing the effect of the amount of money pumped into the markets, the increase in federal debt, and the effect on the market as that investment tails off.

10) Staff Report

Laura will be out next week on a vacation.

Andrew Jamison made, and Cliff Haight seconded, a motion to adjourn. The motion passed unanimously with Andrew Jamison, David McConico, Michelle Reding, Cliff Haight, Sue Sandstrom, and Trevor Vaughn for.

Meeting Adjourned 10:56 AM
Minutes Submitted by Aaron D. Kahn

Minutes Approved

David L. McConico

Chairperson of the Board

September 19, 2021

Date