



## **Minutes for Emergency Electronic Uniformed Retirement System Board of Trustees Meeting**

02/23/2022 | 11:01 am – 12:41 pm - Eastern Time (US and Canada)  
By phone

### **Attendees**

Board: Frank Grace; Brian Edmonston; Richard Merrell; Catherine Spage; Chris Pietsch; Shaughnessy Pierce; Hank Kim; Robert Konczal (IN 11:58)

Absent: Teresa Valenzuela

Staff: Brian Morales; Anthony Vu; Jennifer Snyder; Yuko Ando; Filipp Dmitrov; Katherine Molnar (IN 11:58); Amy Bain; Meir Zupovitz

Guests: Doug Moseley; David Barnes

### **Set Agenda**

Mr. Hank called the meeting to order at 11:01 a.m.

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### **MOTION FOR ELECTRONIC MEETING**

Mr. Hank moved

THAT THE FAIRFAX COUNTY UNIFORMED RETIREMENT SYSTEM (URS) BOARD MEET ELECTRONICALLY PURSUANT TO VA. CODE § 2.2-3708.2(A)(3) TO ADDRESS AND DISCUSS THE MARKET VOLATILITY CAUSED BY NOVEL CORONAVIRUS (COVID-19) AND HOW THIS VOLATILITY POTENTIALLY IMPACTS THE ASSETS AND INVESTMENTS OF THE URS.

AN EMERGENCY MEETING IS PERMITTED BECAUSE ON MARCH 12, 2020, GOVERNOR RALPH NORTHAM DECLARED A STATE OF EMERGENCY WITH REGARD TO THE PUBLIC HEALTH THREAT CREATED BY THE POTENTIAL SPREAD OF COVID-19 AND ITS ANTICIPATED EFFECTS. THIS DECLARATION DIRECTS LOCAL GOVERNMENTS TO RENDER APPROPRIATE ASSISTANCE TO ALLEVIATE ANY CONDITIONS RESULTING FROM THE SITUATION, AND TO IMPLEMENT RECOVERY AND MITIGATION OPERATIONS AND ACTIVITIES SO AS TO RETURN IMPACTED AREAS TO PRE-EVENT CONDITIONS AS MUCH AS POSSIBLE.

IN ADDITION, THE NATURE OF THE CORONA VIRUS AND COVID-19 MAKE IT IMPRACTICABLE AND UNSAFE TO PHYSICALLY ASSEMBLE A QUORUM OF THE URS BOARD. FINALLY, THE CORONA VIRUS AND COVID-19 HAVE DIRECTLY CREATED SIGNIFICANT VOLATILITY IN THE FINANCIAL MARKETS SUCH THAT THE URS, AS THE FIDUCIARY OF THE SYSTEM'S INVESTMENTS AND ASSETS, IS OBLIGATED TO ADDRESS HOW TO MITIGATE THESE EFFECTS. IT IS SO MOVED.

Ms. Pierce seconded the motion and the motion passed unanimously.

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Mr. Merrell moved, Ms. Pierce seconded the motion and the motion passed unanimously to enter closed Session at 11:09 AM

**MOTION TO GO INTO CLOSED SESSION - VIRGINIA CODE SECTION 2.2-3711(A)(20):**

**CHAIR:** I MOVE THAT THE FAIRFAX COUNTY UNIFORMED RETIREMENT BOARD OF TRUSTEES GO INTO CLOSED SESSION, PURSUANT TO VIRGINIA CODE SECTION 2.2-3711(A)(20), FOR DISCUSSION REGARDING THE ACQUISITION, HOLDING OR DISPOSITION OF A SECURITY OR OTHER OWNERSHIP INTEREST IN AN ENTITY. THE SECURITY OR OWNERSHIP INTEREST IS NOT TRADED ON A GOVERNMENTALLY REGULATED SECURITIES EXCHANGE. THE DISCUSSION:

- (i) CONCERNS CONFIDENTIAL ANALYSES PREPARED FOR THE BOARD OF TRUSTEES, AND WAS PROVIDED TO THE BOARD OF TRUSTEES UNDER A PROMISE OF CONFIDENTIALITY OF THE FUTURE VALUE OF SUCH OWNERSHIP INTEREST OR THE FUTURE FINANCIAL PERFORMANCE OF THE ENTITY,
- (ii) WOULD HAVE AN ADVERSE EFFECT ON THE VALUE OF THE INVESTMENT TO BE ACQUIRED, HELD, OR DISPOSED OF BY FAIRFAX COUNTY UNIFORMED RETIREMENT BOARD OF TRUSTEES SPECIFICALLY RELATES TO . . .
  - Acceptance of Closed Session Meeting Notes
  - Manager Presentations
  - Staff Review and Recommendations
  - Performance Review
  - Market Update
  - Portfolio Actions

The closed session was ended upon completion of closed session business.

**CLEANSING MOTION COMING OUT OF CLOSED SESSION:**

**CHAIR:** IN ACCORDANCE WITH VIRGINIA CODE SECTION 2.2-3712, I MOVE THAT THE FAIRFAX COUNTY UNIFORMED RETIREMENT BOARD OF TRUSTEES MEMBERS CERTIFY THAT, TO THE BEST OF EACH MEMBER'S KNOWLEDGE, ONLY PUBLIC BUSINESS MATTERS LAWFULLY EXEMPTED FROM OPEN MEETING REQUIREMENTS UNDER THE VIRGINIA FREEDOM OF INFORMATION ACT AND ONLY SUCH PUBLIC BUSINESS MATTERS AS WERE IDENTIFIED IN THE MOTION BY WHICH THE CLOSED SESSION WAS CONVENED WERE HEARD, DISCUSSED, OR CONSIDERED IN CLOSED SESSION.

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**MOTION**

Mr. Kim moved

TO APPROVE STAFF'S RECOMMENDATION TO TERMINATE KABOUTER INTERNATIONAL OPPORTUNITIES FUND II BASED ON THE INFORMATION DISCUSSED IN CLOSED SESSION

Mr. Edmonston seconded the motion and the motion passed unanimously.

**MOTION**

Mr. Kim moved

TO APPROVE STAFF'S RECOMMENDATION TO INVEST UP TO 3% OF THE UNIFORMED SYSTEMS ASSETS (APPROXIMATELY \$65 MILLION) IN AN ETF OR DERIVATIVE TO MAINTIAN INTERNATIONAL SMALL CAP EXPOSURE WHILE AN INTERNATIONAL SMALL CAP MANAGER REPLACEMENT SEARCH IS COMPLETED

Mr. Edmonston seconded the motion and the motion passed unanimously.

## **MOTION**

Mr. Kim moved

TO APPROVE THE NOVEMBER 2021 MINUTES

Mr. Pietsch seconded the motion and the motion passed unanimously.

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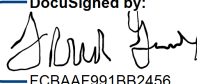
## **Adjourn**

Ms. Spage moved

TO ADJOURN

Mr. Merrell seconded the motion and the motion passed unanimously.

The meeting ended at 12:41 p.m.

DocuSigned by:  
  
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Frank H. Grace, III, Chairman

FOOTNOTE: This information has been prepared by Fairfax County and has not been provided or approved by the General Partners, Investment Managers or the Funds.