

Annual Statement

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· **OF THE FINANCIAL CONDITION**
· **OF THE FALMOUTH RETIREMENT BOARD**
· **TO THE PUBLIC EMPLOYEE RETIREMENT ADMINISTRATION COMMISSION**
· **FOR THE YEAR ENDED 12/31/2019**
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Annual Statement for the Year Ended December 31, 2019 of the conditions and Affairs of the Falmouth Retirement Board.

Organized Under the Laws of the Commonwealth of Massachusetts to the Public Employee Retirement Administration Commission.

Date of Certificate 02/14/1941

Effective Date 07/01/1941

ADMINISTRATION OFFICE

80 Davis Straits, Suite 102
Street & Number

Falmouth, MA 02540
City/Town, State and Zip Code

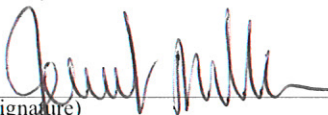
(508) 457-0578
Telephone Number

We, the undersigned, members of the Falmouth Retirement Board certify under penalties of perjury, that that we are the official board members of said retirement system, and that on the thirty-first date of December last, all of the herein-described assets were the absolute property of said retirement system, free and clear from any liens or claims thereon, except as stated, and the following statements, with the schedules and explanations therein contained, annexed, or referred to, are a full and correct exhibit of all of the assets, liabilities, income and disbursements, changes in fund balances, and the conditions and affairs of said retirement system on the said thirty-first date of December last, and for the year ended on that date, according to the best of our information, knowledge, and belief respectively.

Board Of Retirement

Ex-Officio Member

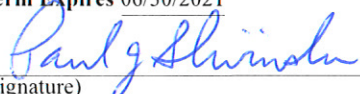
Jennifer P. Mullen
(Name)


(Signature)

Appointed Member

Term Expires 06/30/2021

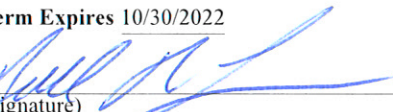
Paul J. Slivinski
(Name)


(Signature)

Elected Member

Term Expires 10/30/2022

Russell R. Ferreira (Chairman)
(Name)


(Signature)

Elected Member

Term Expires 05/25/2020

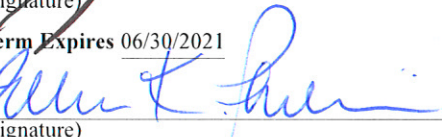
Craig B. O'Malley
(Name)


(Signature)

Member Appointed by Other Members

Term Expires 06/30/2021

Ellen K. Philbin
(Name)


(Signature)

Investment Managers

Managers Listed on Next Page

Investment Consultant

Wainwright Investment Counsel, LLC

One Boston Place, 41st Floor, Boston MA 02108

Custodian

People's United Bank

240 Cabot Street, Beverly MA 01915



Falmouth Retirement System

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TELEPHONE: (508) 457-0578

FACSIMILE: (508) 540-9962

WWW.FALMOUTHRETIREMENT.ORG

2019 Investment Managers

Aristotle Capital Boston, L.L.C.

125 Summer Street, Suite 1220
Boston, MA 02110

Earnest Partners

1180 Peachtree Street, Suite 2300
Atlanta, GA 30309

H.G.K. Asset Management, Inc.

Newport Tower
525 Washington Boulevard
Jersey City, NJ 07310

Lord Abbett & Company, L.L.C.

90 Hudson Street
Jersey City, NJ 07302

Metropolitan Real Estate Equity Management, L.L.C.

135 East 57th Street, 16th Floor
New York, NY 10022

P.R.I.M. Board

84 State Street
Boston, MA 02109

RhumbLine Advisers

265 Franklin Street, 21st Floor
Boston, MA 02110

Siguler Guff & Company, L.L.C.

825 Third Avenue, 10th Floor
New York, NY 10022

TerraCap Management, L.L.C.

23421 Walden Center Drive, Suite 300
Estero, FL 34134

Dimensional Fund Advisors

6300 Bee Cave Road, Building One
Austin, TX 78746

Hamilton Lane Advisors, L.L.C.

One Presidential Boulevard, 4th Floor
Bala Cynwyd, PA 19004

Lexington Partners, Inc.

660 Madison Avenue
New York, NY 10021

LMCG Investments, L.L.C.

200 Clarendon Street, 28th Floor
Boston, MA 02116

Mesirow Financial Services, Inc.

350 North Clark Street
Chicago, IL 60610

Principal Global Investors, L.L.C.

4755 North Outer 40 Road, Suite 108
Chesterfield, MO 63017

Seizert Capital Partners

185 Oakland Avenue, Suite 100
Birmingham, MI 48009

State Street Global Advisors

State Street Financial Center
One Lincoln Street
Boston, MA 02111

Annual Statement of the Falmouth Retirement Board for the Year Ended December 31, 2019.

ANNUAL STATEMENT BALANCE TESTS

1. ASSET BALANCE

Assets Previous Year	133,657,201.47
Income Current Year	37,233,824.51
Disbursements Current Year	14,231,794.88
Assets Current Year	156,659,231.10

2. ASSET DIFFERENCE

Assets Current Year	156,659,231.10
Assets Previous Year	133,657,201.47
Difference	23,002,029.63

3. INCOME DIFFERENCE

Income Current Year	37,233,824.51
Disbursements Current Year	14,231,794.88
Difference	23,002,029.63

4. FUND CHANGE DIFFERENCE

Total Fund Change Credits Current Year	40,180,498.78
Total Fund Change Debits Current Year	-17,178,469.15
Difference	23,002,029.63

Note: The difference as a result of tests 2, 3 and 4 should be the same.

Annual Statement of the Falmouth Retirement Board for the Year Ended December 31, 2019.

ASSETS & LIABILITIES

	2019	2018	2017
1. 1040 Cash	1,503,604.68	5,115,455.20	6,510,212.60
2. 1100 Short Term Investments	0.00	0.00	0.00
3. 1180 Fixed Income Securities	0.00	0.00	0.00
4. 1170 Equities	0.00	23,512,754.09	28,186,124.85
5. 1101 Pooled Short Term Funds	0.00	0.00	0.00
6. 1172 Pooled Domestic Equity Funds	61,392,130.38	25,517,106.84	28,933,545.86
7. 1173 Pooled International Equity Funds	24,903,739.71	20,114,914.22	25,245,651.76
8. 1174 Pooled Global Equity Funds	0.00	0.00	0.00
9. 1181 Pooled Domestic Fixed Income Funds	30,211,976.74	22,916,040.20	21,455,468.86
10. 1182 Pooled International Fixed Income Funds	0.00	0.00	0.00
11. 1183 Pooled Global Fixed Income Funds	0.00	0.00	0.00
12. 1193 Pooled Alternative Investments	6,930,262.67	5,709,975.92	4,373,728.48
13. 1194 Pooled Real Estate Funds	16,438,991.63	16,696,256.03	15,389,527.09
14. 1195 Pooled Domestic Balanced Funds	0.00	0.00	0.00
15. 1196 Pooled International Balanced Funds	0.00	0.00	0.00
16. 1197 Hedge Funds	15,317,584.94	14,223,122.57	14,447,946.77
17. 1198 PRIT Cash	0.00	0.00	0.00
18. 1199 PRIT Fund	0.00	0.00	0.00
19. 1550 Interest Due and Accrued	0.00	0.00	0.00
20. 1350 Prepaid Expenses	0.00	0.00	0.00
21. 1398 Accounts Receivable (A)	1,661.00	0.00	0.00
22. 1910 Land	0.00	0.00	0.00
23. 1920 Buildings	0.00	0.00	0.00
24. 1929 Accumulated Depreciation – Buildings	0.00	0.00	0.00
25. 2020 Accounts Payable (A)	(-40,720.65)	(-148,423.60)	(-168,328.96)
TOTAL	156,659,231.10	133,657,201.47	144,373,877.31
FUNDS			
1. 3293 Annuity Savings Fund	34,264,375.38	32,063,377.38	31,172,746.56
2. 3294 Annuity Reserve Fund	10,583,760.72	11,258,163.21	11,237,626.23
3. 3295 Military Service Fund	10,304.06	10,293.77	10,283.49
4. 3296 Pension Fund	9,504,172.60	8,872,973.42	8,886,505.99
5. 3298 Expense Fund	0.00	0.00	0.00
6. 3297 Pension Reserve Fund	102,296,618.34	81,452,393.69	93,066,715.04
TOTAL ASSETS AT MARKET VALUE	156,659,231.10	133,657,201.47	144,373,877.31

(A) Specific details for Accounts Receivable and Accounts Payable are to be disclosed on Schedule A

Annual Statement of the Falmouth Retirement Board for the Year Ended December 31, 2019.

	Balance Dec. 31 Prior year	Receipts	Interfund Transfers	Disbursements	Balance Dec.31 Current Year
Annuity Savings Fund	32,063,377.38	3,840,009.27	-1,197,028.64	-441,982.63	34,264,375.38
Annuity Reserve Fund	11,258,163.21	326,657.91	1,196,983.27	-2,198,043.67	10,583,760.72
Pension Fund	8,872,973.42	9,109,809.88	1,749,691.00	-10,228,301.70	9,504,172.60
Military Service Fund	10,293.77	10.29	0.00	0.00	10,304.06
Expense Fund	0.00	1,363,466.88	0.00	-1,363,466.88	0.00
Pension Reserve Fund	81,452,393.69	22,593,870.28	-1,749,645.63	0.00	102,296,618.34
Total All Funds	133,657,201.47	37,233,824.51	- 0 -	-14,231,794.88	156,659,231.10

List below all transfers:

Xfer from	Annuity Savings Fund	to	Annuity Reserve Fund	in the amt of	1,197,028.64	on acct of	2019 Retirements
	Control Account						
Xfer from	Pension Reserve Fund	to	Pension Fund Control	in the amt of	1,749,691.00	on acct of	Appropriation Transfer per
	Control Account		Account				PERAC
Xfer from	Annuity Savings Fund	to	Annuity Reserve Fund	in the amt of	45.37	on acct of	Interest Not Owed
	Control Account						
Xfer from		to		in the amt of		on acct of	
Xfer from		to		in the amt of		on acct of	
Xfer from		to		in the amt of		on acct of	

Annual Statement of the Falmouth Retirement Board for the Year Ended December 31, 2019.

RECEIPTS

	2019	2018	2017
1. Annuity Savings Fund:			
(a) 4891 Members' Deductions	3,112,470.94	2,976,862.74	2,918,549.00
(b) 4892 Transfers from Other Systems	617,068.29	369,338.62	330,058.22
(c) 4893 Member Make Up Payments and Redeposits	40,296.90	37,669.09	83,287.62
(d) 4900 Member Payments from Rollovers	21,188.12	0.00	7,756.33
(e) Investment Income Credited to Members' Accounts	48,985.02	49,478.31	43,497.53
Subtotal	3,840,009.27	3,433,348.76	3,383,148.70
2. Annuity Reserve Fund:			
(a) 4750 Recovery of Annuity from Reinstatement	0.00	0.00	0.00
(b) Investment Income Credited to Annuity Reserve Fund	326,657.91	333,600.87	325,520.02
Subtotal	326,657.91	333,600.87	325,520.02
3. Pension Fund:			
(a) 4898 3(8)(c) Reimbursements from Other Systems	421,312.53	341,203.26	296,876.96
(b) 4899 Received from Commonwealth for COLA & Survivor Bft	66,814.35	103,970.13	37,137.48
(c) 4894 Pension Fund Appropriation	8,621,683.00	8,109,945.00	7,661,010.00
(d) 4840 Workers Compensation Settlement	0.00	0.00	5,000.00
(e) 4751 Recovery of Pension from Reinstatement	0.00	0.00	0.00
(f) 4841 Recovery of 91A Overearnings	0.00	0.00	0.00
Subtotal	9,109,809.88	8,555,118.39	8,000,024.44
4. Military Service Fund:			
(a) 4890 Contributions Received from Municipality	0.00	0.00	0.00
(b) Investment Income Credited	10.29	10.28	10.27
Subtotal	10.29	10.28	10.27
5. Expense Fund:			
(a) 4896 Expense Fund Appropriation	0.00	0.00	0.00
(b) Investment Income Credited to Expense Fund	1,363,466.88	1,344,723.49	1,117,784.23
Subtotal	1,363,466.88	1,344,723.49	1,117,784.23
6. Pension Reserve Fund:			
(a) 4897 Federal Grant Reimbursement	5,054.00	0.00	5,647.00
(b) 4895 Pension Reserve Appropriation	0.00	0.00	0.00
(c) 4822 Interest Not Refunded	11,091.83	4,933.55	9,982.12
(d) 4825 Miscellaneous Income	0.00	0.00	0.00
(e) Excess Investment Income	22,577,724.45	-10,214,985.94	17,937,615.44
Subtotal	22,593,870.28	-10,210,052.39	17,953,244.56
TOTAL RECEIPTS	37,233,824.51	3,456,749.40	30,779,732.22

Annual Statement of the Falmouth Retirement Board for the Year Ended December 31, 2019.

DISBURSEMENTS

	2019	2018	2017
1. Annuity Savings Fund:			
(a) 5757 Refunds to Members	173,169.77	546,309.96	197,505.65
(b) 5756 Transfers to Other Systems	268,812.86	260,718.05	405,099.17
Subtotal	441,982.63	807,028.01	602,604.82
2. Annuity Reserve Fund:			
(a) 5750 Annuities Paid	2,198,043.67	2,048,728.78	2,086,258.91
(b) 5759 Option B Refunds	0.00	0.00	0.00
Subtotal	2,198,043.67	2,048,728.78	2,086,258.91
3. Pension Fund:			
(a) 5751 Pensions Paid	9,845,625.84	9,468,523.71	9,270,531.92
Regular Pension Payments	7,808,536.81	7,431,723.97	7,236,241.72
Survivorship Payments	499,179.17	436,144.26	380,232.21
Ordinary Disability Payments	58,609.92	57,769.92	56,929.92
Accidental Disability Payments	1,278,571.69	1,363,760.42	1,421,422.45
Accidental Death Payments	150,760.20	136,291.69	125,507.04
Section 101 Benefits	49,968.05	42,833.45	50,198.58
(b) 5755 3(8)(c) Reimbursements To Other Systems	382,675.86	504,421.25	379,087.58
(c) 5752 COLAs Paid	0.00	0.00	0.00
(d) 5753 Chapter 389 Beneficiary Increase Paid	0.00	0.00	0.00
Subtotal	10,228,301.70	9,972,944.96	9,649,619.50
4. Military Service Fund:			
(a) 4890 Return to Municipality for Members who Withdrew Funds	0.00	0.00	0.00
Subtotal	0.00	0.00	0.00
5. Expense Fund:			
(a) 5118 Board Member Stipend	3,000.00	3,000.00	3,000.00
(b) 5119 Salaries	177,630.40	170,054.00	166,378.27
(c) 5120 Benefits	0.00	0.00	0.00
(d) 5304 Management Fees	863,054.21	851,185.59	633,343.08
(e) 5305 Custodial Fees	49,466.33	65,729.66	65,613.76
(f) 5307 Investment Consultant Fees	110,000.00	100,000.00	100,000.00
(g) 5308 Legal Expenses	22,873.00	23,352.00	15,507.94
(h) 5309 Medical Expenses	7,000.00	0.00	278.12
(i) 5310 Fiduciary Insurance	6,558.00	6,269.00	6,133.00
(j) 5311 Service Contracts	47,716.04	57,395.67	50,303.72
(k) 5312 Rent Expense	40,070.43	39,825.60	39,111.90
(l) 5315 Professional Services	0.00	0.00	0.00
(m) 5316 Actuarial Services	0.00	0.00	0.00
(n) 5317 Accounting Services	10,000.00	8,000.00	8,000.00
(o) 5320 Education And Training	2,860.00	2,890.00	3,250.00
(p) 5589 Administrative Expenses	18,714.09	15,054.88	25,076.84
(q) 5599 Furniture and Equipment	3,647.67	0.00	0.00
(r) 5719 Travel	876.71	1,967.09	1,787.60
(s) 5829 Depreciation Expense: Building	0.00	0.00	0.00
Subtotal	1,363,466.88	1,344,723.49	1,117,784.23
TOTAL DISBURSEMENTS	14,231,794.88	14,173,425.24	13,456,267.46

Annual Statement of the Falmouth Retirement Board for the Year Ended December 31, 2019.

INVESTMENT INCOME

Investment Income received from:	2019	2018	2017
(a) Cash (from Schedule 1)	348,918.75	82,438.61	23,778.13
(b) Short Term Investments (from Schedule 2)	0.00	0.00	0.00
(c) Fixed Income Securities (from Schedules 3A and 3C)	0.00	0.00	0.00
(d) Equities (from Schedules 4A and 4C)	69,269.90	376,371.76	336,733.17
(e) Pooled Funds (from Schedule 5)	1,243,399.64	1,814,956.08	1,226,828.43
(f) Commission Recapture and Securities Litigation	0.00	0.00	0.00
4821 TOTAL INVESTMENT INCOME	1,661,588.29	2,273,766.45	1,587,339.73
Plus:			
4884 Realized Gains (Profits)	7,283,013.74	3,906,413.45	3,757,992.03
4886 Unrealized Gains (Increase in Market Value)	28,164,820.77	9,690,818.39	18,378,832.42
1550 Interest Due & Accrued on Fixed Income Securities at End Of Current Year	0.00	0.00	0.00
Less:			
4823 Paid Accrued Interest on Fixed Income Securities	0.00	0.00	0.00
4885 Realized Losses	493,251.37	628,340.56	1,012,366.71
4887 Unrealized Losses (Decrease in Market Value)	11,940,952.32	23,681,904.41	3,287,369.98
1550 Interest Due and Accrued on Fixed Income Securities Prior Year	0.00	0.00	0.00
Additional Adjustments:			
4701 Carried Interest Expense	291,957.62	25,396.15	0.00
4702 Equalization Expense	0.00	0.00	0.00
4703 Miscellaneous Investment Expenses	66,416.94	22,530.16	0.00
NET INVESTMENT INCOME	24,316,844.55	-8,487,172.99	19,424,427.49
Income required:			
Annuity Savings Fund (from Supplementary Schedule)	48,985.02	49,478.31	43,497.53
Annuity Reserve Fund	326,657.91	333,600.87	325,520.02
Expense Fund	1,363,466.88	1,344,723.49	1,117,784.23
Military Service Fund	10.29	10.28	10.27
TOTAL INCOME REQUIRED	1,739,120.10	1,727,812.95	1,486,812.05
Net Investment Income	24,316,844.55	-8,487,172.99	19,424,427.49
Less Income Required	1,739,120.10	1,727,812.95	1,486,812.05
EXCESS INCOME TO PENSION RESERVE FUND	22,577,724.45	-10,214,985.94	17,937,615.44

Annual Statement of the Falmouth Retirement Board for the Year Ended December 31, 2019.

MEMBERSHIP FOR CURRENT YEAR

ACTIVE MEMBERS	Group 1	Group 2 & 4	TOTAL
Active Membership, Dec. 31st, Previous Year	438	120	558
Inactive Membership, Dec. 31st, Previous Year	152	10	162
Enrolled During Current Year	60	10	70
Transfers Between Groups	0	0	0
Reinstatements of Disabled Members	0	0	0
SUBTOTAL	60	10	70
Deduct:			
Death	0	0	0
Withdrawals	23	6	29
Retirements	11	2	13
SUBTOTAL	34	8	42
Active Membership, Dec. 31st, Current Year	462	119	581
Inactive Membership, Dec. 31st, Current Year	154	13	167

RETIRED MEMBERS, BENEFICIARIES & SURVIVORS

Retired, Beneficiary and Survivor Membership, Dec. 31st, Previous Year	286	124	410
Retirements During the Year			
Superannuation	11	2	13
Ordinary Disability	0	0	0
Accidental Disability	0	0	0
Termination Retirement Allowance	0	0	0
Beneficiary of Deceased Retiree	0	1	1
Survivor Benefits from Active Membership	0	0	0
SUBTOTAL	11	3	14
Deduct:			
Deaths of Retired Members	6	2	8
Termination of Survivor Benefits	1	0	1
Reinstatements of Disabled Pensions	0	0	0
SUBTOTAL	7	2	9
Retired Membership, Dec. 31st, Current Year			
Superannuation	256	79	335
Ordinary Disability	0	2	2
Accidental Disability	11	28	39
Termination	0	0	0
Beneficiaries from Accidental Deaths	2	4	6
Beneficiaries from Section 100	0	0	0
Beneficiaries from Section 101	0	3	3
Beneficiaries under Option C	9	7	16
Option (D) Survivor Allowance	11	2	13
Section 12B Survivor Allowance	1	0	1
Total Retired, Beneficiary and Survivor Membership, Dec. 31st, Current Year	290	125	415
TOTAL MEMBERSHIP			
Active, Inactive, Retired, Beneficiary and Survivor, Dec. 31st, Current Year	906	257	1,163

Annual Statement of the Falmouth Retirement Board for the Year Ended December 31, 2019.

Schedule A: Detail of Accounts Receivable and Accounts Payable

Accounts Receivable	Amount	Original Date
4751 Recovery of Pension from Reinstatement	0.00	
4840 Workers Compensation Settlements	0.00	
4841 Recovery of 91A Overearnings	0.00	
4891 Members Deductions	1,661.00	12/31/2019
4892 Transfers From Other Systems	0.00	
4893 Member Make Up Payments and Redeposits	0.00	
4900 Member Payments from Rollovers	0.00	
4898 3(8)(c) Reimbursements from Other Systems	0.00	
4899 Received from Commonwealth for COLA and Survivor Benefits	0.00	
4884 Realized Gain on Sale of Investments	0.00	
4894 Pension Fund Appropriation (Current Fiscal Year)	0.00	
4894 Pension Fund Appropriation (Previous Fiscal Year)	0.00	
4890 Contributions Received from Municipality on Account of Military Service	0.00	
4897 Federal Grant Reimbursement	0.00	
4895 Pension Reserve Appropriation	0.00	
Investments Sold But Funds Not Received (list individually)	0.00	
	0.00	
	0.00	
	0.00	
TOTAL RECEIVABLES	1,661.00	
Accounts Payable		
5316 Actuarial Services	0.00	
5317 Accounting Services	0.00	
5320 Education and Training	0.00	
5757 Refunds to Members	0.00	
5756 Transfers to Other Systems	0.00	
5750 Annuities Paid	0.00	
5759 Option B Refund	0.00	
5751 Pensions Paid	0.00	
5755 3(8)(c) Reimbursements to Other Systems	0.00	
5752 COLAs Paid	0.00	
5753 Chapter 389 Beneficiary Increase Paid	0.00	
4885 Realized Loss on Sale of Investments	0.00	
4890 Return to Municipality for Members Who Withdrew Their Funds	0.00	
5118 Board Members' Stipend	0.00	
5119 Salaries	0.00	
5304 Management Fees	-4,639.91	12/31/2019
5305 Custodial Fees	-7,572.90	12/31/2019
5307 Investment Consultant Fees	-27,500.00	12/31/2019
5308 Legal Expenses	0.00	
5309 Medical Expenses	0.00	
5310 Fiduciary Insurance	0.00	
5311 Service Contracts	-453.78	12/31/2019
5312 Rent Expense	0.00	
5315 Professional Services Expense	0.00	
5589 Administrative Expenses	-554.06	12/31/2019
5599 Furniture and Equipment	0.00	
5719 Travel	0.00	
Investments Purchased But Not Paid For (list individually)	0.00	
	0.00	
	0.00	
	0.00	
TOTAL PAYABLES	-40,720.65	