

**TRUSTEES OF TRUST FUNDS
MINUTES OF A MEETING HELD ON
February 26, 2019**

The Trustees of Trust Funds (the "Trustees") met on February 26, 2019 in the office of Robert Kimball, CPA, at 311 Main St, Walpole, NH 03608 at 11:00 am. Present were the Trustees: Karen Galloway, 2019, Robert Kimball, 2020, and Thomas Winmill, 2021. Also present by invitation of the Trustees representing Cambridge Trust Company of New Hampshire ("Cambridge") was Janelle Travers Sartorio, CTFA, Relationship Manager.

Mr. Kimball called the meeting to order. Ms. Galloway noted that the meeting was duly noticed to the public at least twenty-four hours before the meeting (not counting Sundays and holidays) by a posting of a notice in the Lobby of the Walpole Town Hall, 34 Elm Street, Walpole, NH 03608.

Mr. Winmill then asked for comments with respect to the draft minutes of the meeting of the Trustees of Trust Funds held on November 30, 2018, which had been previously circulated to the Trustees. A general discussion followed. Whereupon, there being no material changes proposed, upon motion duly made and seconded, the following resolution was unanimously approved by all present Trustees:

RESOLVED, that the minutes of the meeting of the Trustees of Trust Funds held on November 30, 2018 be, and they hereby are, approved, subject to such editorial changes and minor corrections as the Trustees may subsequently deem appropriate.

The Trustees then reviewed the December 31, 2018 reports of Cambridge Trust Company of New Hampshire ("Cambridge"), including the MS-9 Report of Trust and Capital Reserve Funds, MS-10 Report of Common Fund Investments and Brokerage Fees & Expenses (such fees and expenses totaling \$51,520.13), statements, and similar account information. The Trustees then discussed other matters relevant to the oversight of the collection, management, and investment of assets of the Funds, and the accumulation and distribution of income and principal amounts according to the applicable instrument or authority, including recent disbursements and updated statements through January 31, 2019.

The Trustees then reviewed the "Town of Walpole, NH Trustees of Trust Funds, Investment Policy Statement, Expendable and Non-Expendable Common Trust Funds," signed and dated May 17, 2018. A general discussion followed. Whereupon, upon motion duly made and seconded, the following resolution was unanimously approved by all present Trustees:

RESOLVED, that the Town of Walpole, NH Trustees of Trust Funds, Investment Policy Statement, Expendable and Non-Expendable Common

Trust Funds as presented at the meeting be, and it hereby is, approved, and Cambridge is hereby authorized to file such document with the Charitable Trusts Unit or otherwise as appropriate with the State of New Hampshire.

The Trustees then a reviewed the returns of the Non-Expendable, Expendable, and Capital Reserve Funds (the "Funds"), as well as the details of the holding and returns of the Funds. She referred the Trustees to the Cambridge materials and noted that as of December 31, 2018 market values (including accruals) of: the Non-Expendable Fund were \$ 5,423,507.56 reflecting an average annual total return net of fees of (3.06)% for the 1 year, 4.79% for 3 years, and 4.85% since the inception of Cambridge's management on 1/31/2012; the Expendable Fund were \$ 859,749.73 reflecting an average annual total return net of fees of (2.08)% for the 1 year, 5.04% for the 3 years, and 5.46% since the inception of Cambridge's management on 1/31/2012; and, the Capital Reserves Fund were \$1,115,242.54 reflecting an average annual total return net of fees of 1.99% for the 1 year, 1.27% for the 3 years, and 0.61% since the inception of Cambridge's management on 7/31/2012.

The Trustees then conducted its quarterly review of Cambridge and its performance, personnel, strategy, research capabilities, organizational and business matters. The Trustees expressed their general satisfaction with Cambridge.

Referring to the agenda, the Trustees then discussed generally other matters relevant to the oversight of the collection, management, and investment of trust and capital reserve assets, and the accumulation and distribution of income and principal amounts according to the applicable instrument or authority.

The Trustees then discussed the merger of the Hooper Trust Fund II Part I (scholarship) with the Hooper Trust Fund I (education) and recent correspondence with Terry M. Knowles, Assistant Director - Charitable Trusts Unit, Dept. of Attorney General. A general discussion followed. Whereupon, upon motion duly made and seconded, the following resolution was unanimously approved by all present Trustees:

RESOLVED, that the merger be, and it hereby is authorized, directed and ratified to be reflected as follows:

Hooper I - Education (legacy fund) will reflect ONLY the income balance that was in the existing fund as of 8/31.

Hooper II - Scholarship (legacy fund) will reflect ONLY the income balance that was in the existing fund as of 8/31.

Hooper I, Part 1 - Education and Scholarship (NEW fund) will reflect ONLY the combined principal balances of the two legacy funds to start with, then accrue income going forward.

Hooper I, Part 2 – Maintenance is a continuation of the old Hooper II, Part 2. The name change will be footnoted on the reporting. Aside from that, the fund will continue as is.

The income balances in the legacy funds will be used to pay expenditures until the balances are exhausted. Income earned beginning September 1 and going forward will accrue to the new Hooper I Part 1 fund.

The Trustees then determined that the date and time for the next quarterly meeting would be in the second quarter of 2019 on a mutually agreeable date and time to be set in the future.

The meeting adjourned at approximately 12:15 pm.

Thomas Winmill

Karen Galloway

Robert Kimball