

ILLINOIS MUNICIPAL RETIREMENT FUND
MEETING NO. 18-02-1

MEETING OF THE
INVESTMENT COMMITTEE

The Investment Committee met in the IMRF offices in Oak Brook, Illinois, on Thursday, February 22, 2018. Ms. Henry, Chairman of the Investment Committee, called the meeting to order at 2:12 P.M.

(18-02-01)(Roll Call) Mr. Sambol called the roll:

Present: Henry; Copper; Kuehne; Stanish; and Wallace
Absent: Miller; Thompson; and Williams

Also in attendance was Mr. Mallen of UniteHere!, Ms. Becker-Wold and Mr. Ball of Callan Associates; Ms. Shah, IMRF Chief Investment Officer; Mr. Sambol, IMRF Investment Officer - Operations; and IMRF Investment Staff.

(18-02-02)(Public Comments) Mr. Mallen of UniteHere!, provided a statement to the Investment Committee regarding CBRE – Pullman Hotel.

(18-02-03)(Action Item)

- A. Approve Investment Committee Meeting Minutes from December 14, 2017 Meeting
The Chairman asked for the approval of the minutes of the December 14, 2017 Investment Committee Meeting.

It was moved by Mr. Kuehne; and seconded by Ms. Stanish; that the minutes of the December 14, 2017 meeting of the Investment Committee be approved.

Vote:

The motion was approved unanimously.

(18-02-04)(Staff Presentation)

- A. Private Equity Recommendations The Chief Investment Officer presented an overview of Inflexion Buyout Fund V, L.P. and Inflexion Partnership Capital Fund II, L.P.; Lightspeed Venture Partners XII, L.P. and Lightspeed Venture Partners Select III, L.P.; Versant Voyageurs I, L.P.; and AUA Private Equity Fund II, L.P. After this presentation, the Chief Investment Officer recommends:

- a commitment of up to £100 million (approximately \$138 million) to Inflexion Buyout Fund V, L.P. and Inflexion Partnership Capital Fund II, L.P., subject to satisfactory legal due diligence;
- a commitment of up to \$85 million in aggregate to Lightspeed Venture Partners XII, L.P. and Lightspeed Venture Partners Select III, L.P., subject to satisfactory legal due diligence;
- a commitment of up to \$20 million to Versant Voyageurs I, L.P., subject to satisfactory legal due diligence;
- a commitment of up to \$15 million to AUA Private Equity Fund II, L.P., and,
- authorization of Staff to complete all documentation necessary to execute these recommendations

(18-02-05)(Manager Presentations)

- A. Inflexion Buyout Fund V, L.P. and Inflexion Partnership Capital Fund II, L.P. Mr. Simon Turner of Inflexion Buyout Fund V, L.P. and Inflexion Partnership Capital Fund II, L.P., presented a review of his firm's organization structure, investment strategy and product. This presentation was followed by questions from the Committee.
- B. Lightspeed Venture Partners XII, L.P. and Lightspeed Venture Partners Select III, L.P. Messrs. Kohler and Romano of Lightspeed Venture Partners XII, L.P. and Lightspeed Venture Partners Select III, L.P., presented a review of their firm's organization structure, investment strategy and product. This presentation was followed by questions from the Committee.
- C. Versant Voyageurs I, L.P. Mr. Davis of Versant Voyageurs I, L.P., presented a review of his firm's organization structure, investment strategy and product. This presentation was followed by questions from the Committee.

To ensure that a quorum was available to vote on scheduled action items, the order of agenda items presented to the Investment Committee was changed as stated below.

(18-02-06)(Action Item)

- A. Approve Allocations to Inflexion Buyout Fund V, L.P. and Inflexion Partnership Capital Fund II, L.P.; Lightspeed Venture Partners XII, L.P. and Lightspeed Venture Partners Select III, L.P.; Versant Voyageurs I, L.P.; and AUA Private Equity Fund II, L.P. It was moved Mr. Kuehne; and seconded by Mr. Wallace; to recommend that the Board approve:

- a commitment of up to £100 million (approximately \$138 million) to Inflexion Buyout Fund V, L.P. and Inflexion Partnership Capital Fund II, L.P., subject to satisfactory legal due diligence;
- a commitment of up to \$85 million in aggregate to Lightspeed Venture Partners XII, L.P. and Lightspeed Venture Partners Select III, L.P., subject to satisfactory legal due diligence;
- a commitment of up to \$20 million to Versant Voyageurs I, L.P., subject to satisfactory legal due diligence;
- a commitment of up to \$15 million to AUA Private Equity Fund II, L.P., subject to satisfactory legal due diligence; and,
- authorization of Staff to complete all documentation necessary to execute these recommendations

Vote:

The motion was approved unanimously.

(18-02-07)(Staff Presentation)

A. MWBE Passive Equity Index Manager Search Presentation and Recommendations

The Chief Investment Officer presented an overview of the MWBE Passive Equity Index Manager Search. After this presentation, the Chief Investment Officer recommends:

- allocation of up to \$1 billion to Piedmont Russell 1000 Growth Index, subject to satisfactory legal due diligence;
- allocation to be funded from the NTI Market Cap Index; and,
- authorization of Staff to complete all documentation necessary to execute these recommendations

(18-02-08)(Action Items)

A. Approve MWBE Passive Equity Index Manager Search Recommendations It was moved by Ms. Stanish; and seconded by Mr. Wallace; to recommend that the Board approve:

- allocation of up to \$1 billion to Piedmont Russell 1000 Growth Index, subject to satisfactory legal due diligence;
- allocation to be funded from the NTI Market Cap Index; and,
- authorization of Staff to complete all documentation necessary to execute these recommendations

Vote:

The motion was approved unanimously.

(18-02-09)(Manager Presentations)

- A. AUA Private Equity Fund II, L.P. Messrs. Unanue and Flyer, and Ms. Langerhorst of AUA Private Equity Fund II, L.P., presented a review of their firm's organization structure, investment strategy and product. This presentation was followed by questions from the Committee.

--Trustee Stanish, member of the Investment Committee, left the meeting at 4:28 P.M.

- B. Piedmont Investment Advisors – Russell 1000 Growth Index Mr. Green and Ms. Sanyal of Piedmont Investment Advisors presented a review of their firm's organization structure, investment strategy and product. This presentation was followed by questions from the Committee.

(18-02-10)(New Business) There was no new business presented or discussed during the meeting.

--The next meeting of the Investment Committee is scheduled to be held on Thursday, March 1, 2018 beginning at 2:00 P.M.

(18-02-11)(Trustee Comments) There were no trustee comments.

(18-02-12)(Adjourn) By unanimous consent, the meeting of the Investment Committee adjourned at 4:57 P.M.


Chairman

3/1/18
Date


Clerk

March 1, 2018
Date