

ILLINOIS MUNICIPAL RETIREMENT FUND
MEETING NO. 23-03-I

MEETING OF THE
INVESTMENT COMMITTEE

The Investment Committee met in the IMRF offices in Oak Brook, Illinois on Thursday, March 30, 2023. Ms. Henry, Chairman of the Investment Committee, called the meeting to order at 9:00 A.M.

(23-03-01)(Roll Call) Mr. Bush called the roll:

Present: Ms. Copper, Mr. Kosiba, Mr. Kuehne, Mr. Stefan, Ms. Mitchell, Ms. Henry, and Ms. Stanish,

Present via Microsoft Teams: None

Absent: Mr. Miller

Also in attendance were Mr. Collins, IMRF Executive Director; Ms. Miller-May, IMRF Chief Investment Officer; Ms. Janicki-Clark, IMRF General Counsel; Ms. Govea, IMRF Investment Officer – Private Markets; Mr. Maday, IMRF Investment Analyst – Private Markets; Ms. Perez, IMRF Investment Officer – Diversity Programs & Total Portfolio; Mr. Bush, IMRF Investment Analyst – Portfolio Operations – Diversity Programs and members of the Investment Staff. Consultants Mr. Kazemi and Mr. Caumo attended in person.

(23-03-02)(Public Comments)

The Executive Director of the Private Equity Stakeholder Project, Mr. Baker, informed the Investment Committee about an injunction sought by the US Department of Labor to halt alleged “oppressive child labor” by Packers Sanitation Services Inc (PSSI), a cleaning company owned by private equity firm, The Blackstone Group.

Mr. Collins, IMRF Executive Director; provided a statement congratulating Ms. Miller-May, IMRF Chief Investment Officer and Ms. Perez, IMRF Investment Officer – Diversity Programs & Total Portfolio on being named 2023 Trailblazing Women Honorees by The National Association of Securities Professionals (NASP) in honor of Women’s History Month.

(23-03-03)(Action Item)

- A. Approve Investment Committee Meeting Minutes from the February 2, 2023 Meeting
The Chairman asked for the approval of the minutes of the February 2, 2023, Investment Committee Meeting.

It was moved by Ms. Copper; and seconded by Mr. Kuehne; that the minutes of the February 2, 2023, meeting of the Investment Committee be approved.

Vote:

The motion was approved unanimously.

(23-03-04)(Staff Presentation)

A. Private Equity Recommendations The Chief Investment Officer and the Investment Officer – Private Markets presented an overview of Khosla Ventures Fund VIII, L.P., Khosla Ventures Seed Fund F, L.P., Khosla Ventures Opportunity Fund II, L.P., Inflexion Partnership Capital Fund III, L.P., Mayfield Fund XVII, L.P., and Mayfield Select Fund III, L.P. After this presentation, the Chief Investment Officer recommended:

- Authorize a commitment of up to \$75 million to Khosla Ventures Fund VIII, L.P., Khosla Ventures Seed Fund F, L.P., and Khosla Ventures Opportunity Fund II, L.P., subject to satisfactory due diligence;
- Authorize a commitment of up to £60 million to Inflexion Partnership Capital Fund III, L.P., subject to satisfactory due diligence;
- Authorize a commitment of up to \$60 million to Mayfield XVII, a Delaware Limited Partnership, and Mayfield Select III, a Delaware Limited Partnership, subject to satisfactory due diligence; and,
- Authorize Staff to complete all documentation necessary to execute these recommendations

(23-03-05)(Manager Presentation)

A. Khosla Ventures Fund VIII, L.P., Khosla Ventures Seed Fund F, L.P., and Khosla Ventures Opportunity Fund II, L.P. Mr. Peter Buckland and Mr. Arash Rebek of Khosla Ventures presented a review of their firm’s organization structure, investment strategy and product. This presentation was followed by questions from the Committee.

(23-03-06)(Action Items)

A. Approve Allocations to Khosla Ventures Fund VIII, L.P., Khosla Ventures Seed Fund F, L.P., Khosla Ventures Opportunity Fund II, L.P., Inflexion Partnership Capital Fund III, L.P., Mayfield Fund XVII, L.P., and Mayfield Select Fund III, L.P. It was moved by Mr. Kosiba; and seconded by Ms. Copper to recommend that the Board:

- Authorize a commitment of up to \$75 million to Khosla Ventures Fund VIII, L.P., Khosla Ventures Seed Fund F, L.P., and Khosla Ventures Opportunity Fund II, L.P., subject to satisfactory due diligence;
- Authorize a commitment of up to £60 million to Inflexion Partnership Capital Fund III, L.P., subject to satisfactory due diligence;
- Authorize a commitment of up to \$60 million to Mayfield XVII, a Delaware Limited Partnership, and Mayfield Select III, a Delaware Limited Partnership, subject to satisfactory due diligence; and,
- Authorize Staff to complete all documentation necessary to execute these recommendations

Vote:

The motion was approved unanimously.

(23-03-07)(Staff Presentation)

A. Real Estate Recommendations The Chief Investment Officer and the Investment Analyst - Private Markets presented an overview AEW Partners Fund X, L.P. After this presentation, the Chief Investment Officer recommended:

- Authorize a commitment of up to \$50 million to AEW Partners Fund X, L.P., subject to satisfactory legal due diligence; and,
- Authorize Staff to complete all documentation necessary to execute this recommendation

(23-03-08)(Action Item)

A. Approve Allocation to AEW Partners Fund X, L.P. It was moved by Ms. Mitchell; and seconded by Ms. Stanish; to recommend that the Board:

- Authorize a commitment of up to \$50 million to AEW Partners Fund X, L.P., subject to satisfactory legal due diligence; and,
- Authorize Staff to complete all documentation necessary to execute this recommendation

Vote:

The motion was approved.

(23-03-09)(Staff Presentation)

B. Co-Investment Recommendation The Chief Investment Officer presented an overview of the Co-Investment Recommendation. After this presentation, the Chief Investment Officer recommended:

- Authorize up to 10% of annual Private Equity pacing amounts to be utilized for the co-investment program which will be deployed into several co-investment opportunities with existing portfolio managers. The approval target represents a range and IMRF may invest between 0% and 10% depending on the opportunity set;
- Authorize the delegation of authority to the IMRF Chief Investment Officer to approve individual co-investments that comply with the Co-Investment Guidelines, pending satisfactory due diligence and legal negotiations; and,
- Authorize Staff to complete all documentation necessary to execute this recommendations

(23-02-10)(Action Items)

B. Co-Investment Recommendation It was moved by Mr. Stefan; and seconded by Ms. Copper to recommend that the Board:

- Authorize up to 10% of annual Private Equity pacing amounts to be utilized for the co-investment program which will be deployed into several co-investment opportunities with existing portfolio managers. The approval target represents a range and IMRF may invest between 0% and 10% depending on the opportunity set;
- Authorize the delegation of authority to the IMRF Chief Investment Officer to approve individual co-investments that comply with the Co-Investment Guidelines, pending satisfactory due diligence and legal negotiations; and,
- Authorize Staff to complete all documentation necessary to execute this recommendations

Vote:

The motion was approved unanimously.

(23-03-11)(Annual Reports)

A. 2022 Annual Minority & Emerging Investment Manager Utilization Report, 2022 Annual Minority Broker Utilization Report, 2022 Annual Securities Lending Activity Report, and 2022 Annual Proxy Report The Chief Investment Officer asked the Committee if they had any questions regarding the 2022 Annual Minority & Emerging Investment Manager Utilization Report, the 2022 Minority Broker Utilization Report, the 2022 Securities Lending Activity Report, and the 2022 Annual

Proxy Report, that were provided for their review. The Investment Committee accepted the reports as provided.

(23-03-12)(New Business)

- A. Pitchbook Memo The Chief Investment Officer discussed the Private Markets Investment tool, Pitchbook, with the Investment Committee. This was followed by questions from the Committee. This item will be on the Consent agenda during the Board meeting.
- B. Wilshire Update Mr. Kazemi informed the Investment Committee that Rose Dean has resigned from Wilshire Associates. Ms. Joanna Bewick will be her replacement on the IMRF consultant team. This was followed by questions from the Committee.
- C. Banking Sector Update The Chief Investment Officer provided a banking sector update. This was followed by questions from the Committee.

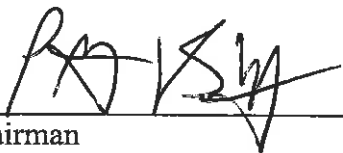
(23-03-13)(Trustee Comments) Trustee member Mr. Kuehne remarked on Mr. Baker's public comments. The Board requested Ms. Miller-May and Ms. Janicki-Clark to conduct additional due diligence and to report back to the Investment Committee.

(23-03-14)(Adjourn) It was moved by Mr. Kosiba; and seconded by Ms. Copper; that the meeting of the Investment Committee adjourned at 10:34 A.M.

Vote:

The motion was approved unanimously.

--The next meeting of the Investment Committee is scheduled for Thursday, May 25, 2023, at 9:00 A.M.



VICE-Chairman

05-25-2023
Date



Clerk

5-25-2023
Date