



December 31, 2022

The Honorable J.B. Pritzker
Governor, State of Illinois
Office of the Governor
207 State House
Springfield, IL 62706

**Municipal Employees'
Annuity & Benefit
Fund of Chicago**

*A Pension Trust Fund of the
City of Chicago*

Verna R. Thompson
President
Elected

Reshma Soni
Vice President
Ex-Officio

Melissa Conyears-Ervin
Treasurer
Ex-Officio

William Canning
Recording Secretary
Elected

Robert P. Degnan
Elected

Dennis White
Executive Director

321 N. Clark Street
Suite 700, Chicago, IL
60654-4767

(312) 236-4700

info@meabf.org

VIA EMAIL/U.S. MAIL

Dear Governor Pritzker:

In accordance with Section 109.1 of Article I of the Illinois Pension Code (“Allocation and Delegation Section”) (See 40 ILCS 5/1-109.1), the Municipal Employees’ Annuity and Benefit Fund of Chicago (“MEABF”) is hereby filing its annual report regarding the utilization of minorities, women, and persons with disabilities and business owned by the same (collectively, “MWDBEs”). As required, pursuant to subsection (8) of the Allocation and Delegation Section, enclosed please find the policies adopted by the Retirement Board of the MEABF (the “MEABF Board”) under subsections (4), (5), (6), (7), and (9) of Illinois Pension Code, 40 ILCS 5/1-109.1. We also have enclosed a report that includes the names and addresses of the emerging investment managers (defined as a qualified MWDBE investment adviser that manages an investment portfolio of at least \$10,000,000 but less than \$10,000,000,000) used by the MEABF and percentage of MEABF assets under the investment control of emerging investment managers for the three separate goals in the policy adopted under subsection (4).

The MEABF’s MWDBE utilization remained at an all-time high with 39% of our assets invested with diverse managers. In 2022, MEABF was able to maintain this substantial percentage utilization of MWDBE managers despite the double-digit operating cash flow deficits and a significant downturn in the capital markets, which have depleted investment assets considerably.

Please note that the MEABF’s Board expects its investment managers to be inclusive as well when searching for best execution of the MEABF’s trading assets. The Board has set utilization goals to help promote inclusion and ensure its investment managers are reviewing a diversified group of broker-dealers. The Board monitors brokerage utilization quarterly and compares managers’ brokerage activity to goals periodically during the calendar year. In almost all cases, managers have met or exceeded the Board’s goals.

We hope the above and the information attached is helpful. If we can be of further assistance, please let us know.

Respectfully submitted,

Dennis White
Executive Director

Enc.

cc: Honorable Emanuel Chris Welch, Speaker of the House
Honorable Don Harmon, Senate President
Honorable Elaine Nekritz, Chairperson, Pensions Committee

MWDBE Utilization Disclosure

PUBLIC ACT 96-0006 ADMINISTRATIVE POLICY REQUIREMENTS

2) 40 ILCS 5/1-109.1(5) Each retirement system, pension fund, or investment board subject to this Code, except those whose investments are restricted by Section 1-113.2 of this Code, shall establish a policy that sets forth goals for increasing the racial, ethnic, and gender diversity of its fiduciaries, including its consultants and senior staff. Each system, fund, and investment board shall annually review the goals established under this subsection.

In the procurement of consulting services for consultants who act as fiduciaries on behalf of the Fund as defined by 40 ILCS 5/1-101.2, the Retirement Board shall require the inclusion of qualified service providers who are minority owned businesses, female owned businesses, and businesses owned by a person with a disability, as those terms are defined in the Business Enterprise for Minorities, Females, and Persons with Disabilities Act.

The Retirement Board shall direct the Executive Director to take affirmative steps to reflect racial, ethnic, and gender diversity in his/her senior staff.

The Retirement Board shall review these goals annually.

MWDBE Utilization Disclosure

40 ILCS 5/1-109.1(6) On or before January 1, 2010, a retirement system, pension fund, or investment board subject to this Code, except those whose investments are restricted by Section 1-113.2 of this Code, shall adopt a policy that sets forth goals for utilization of businesses owned by minorities, females, and persons with disabilities for all contracts and services. The goals established shall be based on the percentage of total dollar amount of all contracts let to minority owned businesses, female owned businesses, and businesses owned by a person with a disability, as those terms are defined in the Business Enterprise for Minorities, Females, and Persons with Disabilities Act. The retirement system, pension fund, or investment board shall annually review the goals established under this subsection.

In the procurement for contractual services, the Retirement Board shall direct the Executive Director to seek to procure 15% to 20% of contractual services to qualified minority owned businesses, female owned businesses, and businesses owned by a person with a disability, as those terms are defined in the Business Enterprise for Minorities, Females, and Persons with Disabilities Act.

Sole source procurements, emergency procurements, and non-renewable contracts of less than one-year in duration that do not exceed \$20,000, shall be excluded at the discretion of the Retirement Board.

The Executive Director shall report to the Retirement Board annually on contracts let for contractual services.

Appendix A: M/W/DBE Investment Manager Utilization Policy

In accordance with 40 ILCS 5/1-109.1(4), the Board has set forth the following quantifiable goals for percentage of total assets under management managed by emerging investment managers:

	Goal Range
Total investment assets	20% to 30%
By asset class	
a. Equity	15% to 25%
b. Fixed income	15% to 25%
c. Alternatives	10% to 20%
By ownership classification	
a. Minority	12% to 18%
b. Woman	03% to 07%
c. Disabled	01% to 02%

40 ILCS 5/1-109.1(4) defines “emerging investment manager” as “a qualified investment adviser that manages an investment portfolio of at least \$10,000,000 but less than \$10,000,000,000 and is a ‘minority owned business’, ‘female owned business’ or ‘business owned by a person with a disability’ as those terms are defined in the Business Enterprise for Minorities, Females, and Persons with Disabilities Act.”

In accordance with 40 ILCS 5/1-109.1(9), the Board has set forth the following quantifiable goals for percentage of total assets under management managed by minority investment managers:

	Goal Range
By ownership classification	
a. Minority	14% to 20%
b. Woman	03% to 07%
c. Disabled	01% to 02%

40 ILCS 5/1-109.1(9) defines "minority investment manager" as “a qualified investment manager that manages an investment portfolio and meets the definition of ‘minority owned business’, ‘female owned business’, or ‘business owned by a person with a disability’, as those terms are defined in the Business Enterprise for Minorities, Females, and Persons with Disabilities Act.”

These goals shall be reviewed annually.

Amended January 22, 2015.

MWDBE Utilization Disclosure
Municipal Employees' Annuity & Benefit Fund of Chicago
MWDBE & Emerging Investment Manager Utilization

MWDBE Active Manager	Address	Market Value 09/30/22	% of Total Active Mandates	% of Total Mandates
Ariel Investments	200 E. Randolph St., Suite 2900 Chicago, IL 60601	81,497,215	3.26%	2.72%
Ativo Capital	120 N LaSalle Street, Suite 2150 Chicago, IL 60602	116,545	0.00%	0.00%
Channing	10 South LaSalle Street, Suite 2424 Chicago, IL 60603	30,028,615	1.20%	1.00%
Garcia Hamilton^	1401 McKinney St # 1600 Houston, TX 77010	74,980,665	3.00%	2.50%
GlobeFlex Capital	4365 Executive Dr # 720 San Diego, CA 92121	23,049,884	0.92%	0.77%
HCP	200 W. Madison St, Suite 970 Chicago, IL 60606	51,979	0.00%	0.00%
Heard Capital	1 N Upper Wacker Dr #3650 Chicago, IL 60606	15,934,445	0.64%	0.53%
Levine Leichtman Capital Partners	335 North Maple Drive, Suite 240 Beverly Hills, CA 90210	3,256,514	0.13%	0.11%
Lisanti Capital Growth	475 Park Ave S New York, NY 10016	22,083,718	0.88%	0.74%
LM Capital	750 B Street, Suite 3010 San Diego, CA 92101	164,058,903	6.56%	5.47%
Mar Vista Investment Partners	11150 Santa Monica Blvd, Suite 320 Los Angeles, CA 90025	7,541	0.00%	0.00%
Nogales Investors	9229 W. Sunset Blvd., Suite 900 Los Angeles, CA 90069	23,146	0.00%	0.00%
Redwood Investments	1117 S. Robertson Blvd Los Angeles, CA 90035	17,869,800	0.71%	0.60%
RVX Asset Management	20900 NE 30th Ave #401 Aventura, FL 33180	18,516,039	0.74%	0.62%
Rock Creek^	1133 Connecticut Ave NW # 810 Washington, DC 20036	219,885,477	8.79%	7.33%
Strategic Global	100 Bayview Circle, Suite 650 Newport Beach, CA 92660	16,601,023	0.66%	0.55%
Total		687,961,509	27.50%	22.92%
MWDBE Passive Manager				
RhumbLine Advisors*^	265 Franklin Street, 21st Floor, Boston MA 02110	467,705,909		15.58%
Total Active Assets Under Management		2,501,630,399		
Total Assets Under Management		3,001,285,644		

^Manager has more than \$10,000,000,000 in assets under management.

*Manages a passive index account and is not included in the Total Active Mandates percentages.

MWDBE Utilization Disclosure
Municipal Employees' Annuity & Benefit Fund of Chicago
MWDBE Investment Manager Utilization by Type

M/W/DBE Firms	Target	% of Total Active Mandates	% of Total Mandates
Total Minority	12-18%	15.4%	12.8%
Female	3-7%	12.1%	25.7%
Disabled Veteran	best efforts	0.0%	0.0%
Total	20-30%	27.5%	38.5%

Emerging M/W/DBE Firms (AUM < \$10 Billion)	% of Total Mandates	Target
Total Minority	11.0%	12-18%
Female	3.3%	3-7%
Disabled	0.0%	best efforts
Total	14.3%	
Equity	33.2%	15-25%
Fixed Income	32.0%	15-25%
Alternative	0.4%	10-20%

Appendix B: M/W/DBE Broker-Dealer Utilization Policy

Based on the Illinois Pension Code, the Fund must adopt a policy that sets forth goals increasing the utilization of “minority broker-dealers”. Minority broker-dealer shall mean a qualified broker-dealer who meets the definition of "minority owned business", "female owned business", or "business owned by a person with a disability", as those terms are defined in the Business Enterprise for Minorities, Females, and Persons with Disabilities Act. The Board encourages the use of minority broker-dealers and sets goals, by asset class, regarding their use. In the event that new asset classes are added to the Fund’s portfolio, the Board will consider setting or revising applicable minority broker-dealer utilization goals prior to funding any new mandate associated with that asset class. Even where specific minority broker-dealer utilization goals are not set or do not apply, the Board encourages the investment managers to make a best-efforts attempt to utilize minority broker-dealers. Compliance with this policy will be considered part of an investment manager’s overall performance. Non-compliance may result in a manager being placed “on watch” for performance reasons. Continued non-compliance can result in the termination of the investment manager.

Investment managers are required to act as fiduciaries when investing Fund assets. As fiduciaries, investment manager decisions are made for the exclusive benefit of the Fund, its participant and their beneficiaries. Investment managers are required to search for “best execution” in selecting brokerage firms for trade execution services. The Board defines best execution as achieving the best possible terms of execution while taking into account both explicit and implicit trading costs. The investment manager’s selection of such brokers shall be in accordance with Article 1 of the Illinois Pension Code (40 ILCS 5/1-101 et seq.), the Investment Advisers Act of 1940 and any other applicable securities laws, rules and regulations.

The asset class specific utilization goals and reporting requirements are as follows:

Equity Managers: Subject to best execution, in accordance with the goals and objectives of the account agreement, each investment manager who manages equities on behalf of the Board in non-commingled accounts shall make every effort to adhere to the following policy goals of the Board:

45% of total domestic equity trading, measured in commission dollars, shall be executed with minority broker-dealers on a calendar year basis.

30% of total global equity trading, measured in commission dollars, shall be executed with minority broker-dealers on a calendar year basis.

25% of total international equity trading within mandates dealing predominantly in developed market securities, measured in commission dollars, shall be executed with minority broker-dealers on a calendar year basis.

15% of total international equity trading within mandates dealing predominantly in emerging market securities, measured in commission dollars, shall be executed with minority broker-dealers on a calendar year basis

Managers shall not utilize indirect methods, such as “step-out” commissions, to achieve these goals. Trades executed utilizing electronic trading platforms that are not competitively provided by minority broker-dealers shall be excluded from the trading goals.

Each manager shall submit a monthly progress report to Fund’s Investment Staff following the end of each month that details all trading activity with minority broker-dealers. Progress reports shall also be included in the manager’s quarterly performance report to the Board. Annually, the manager will submit a compliance report that will be reported to the Board. The reports shall separate information by broker-dealer and include:

1. Total shares traded, total trading commissions and average commission cost per share
2. Total shares executed at a commission rate that includes services in addition to execution services; description of additional services provided.
3. List of all forms of payments made to minority broker-dealers, including but not limited to, trading execution commissions, step-out commissions, research purchased and soft dollar credits purchased.
4. Explanation if trading activity is not in compliance with Board objectives.

Fixed Income Managers: Subject to best execution, in accordance with the goals and objectives of the account agreement, each manager that manages fixed income securities on behalf of the Board in non-commingled accounts shall make every effort to initiate trading activity in accordance with the following policy objectives of the Board:

30% of trading volume (based on par value) in U.S. investment grade fixed income securities traded in secondary markets shall be with minority broker-dealers on a calendar year basis.

3% of trading volume (based on par value) in U.S. high yield fixed income securities traded in secondary markets shall be with minority broker-dealers on a calendar year basis.

When purchasing new issue securities, the manager will make every effort to utilize minority broker-dealers who are part of the underwriting syndicate selling the new issues.

Each manager will submit a monthly progress report to Investment Staff following the end of each month that details trading activity with minority broker-dealers. Progress reports will also be included in the manager's quarterly performance report to the Board. Annually, the manager will submit a compliance report that will be reported to the Board. The reports shall separate information by broker-dealer and include:

1. Total volume of securities traded by broker-dealer, based on par value.
2. Explanation if trading activity is not in compliance with Board objectives.

Defensive Equity Managers: Subject to best execution, in accordance with the goals and objectives of the account agreement, each manager that manages options strategy on behalf of the Board shall make every effort to initiate trading activity in accordance with the following policy objectives of the Board:

Best Efforts of options contract trading, measured in commission dollars, shall be with minority broker-dealers on a calendar year basis.

Each manager will submit a monthly progress report to Investment Staff following the end of each month that details trading activity with minority broker-dealers. Progress reports will also be included in the manager's quarterly performance report to the Board. Annually, the manager will submit a compliance report that will be reported to the Board. The reports shall separate information by broker-dealer and include:

1. Total option contracts, number of trades, and commissions by broker-dealer.
2. Total option contracts, number of trades, and commissions by minority broker-dealers.
3. Explanation if trading activity is not in compliance with Board objectives.

These goals shall be reviewed annually.

Amended December 19, 2019.

MWDBE Utilization Disclosure
Municipal Employees' Annuity & Benefit Fund of Chicago
MWDBE Brokerage Utilization Detail

M/W/DBE Brokers	As of 9/30/22	Target
By Asset Class		
Domestic Equity	53.6%	45%
Global Equity	31.3%	30%
International Equity		
Developed Market	35.4%	25%
Emerging Market	10.6%	15%
Fixed Income	42.1%	30%
High Yield	15.2%	3%
Options	3.6%	Best Efforts
By Ownership		
	Equity	Fixed Income
Female	7.2%	9.8%
Minority		
Latino(a)	6.9%	21.9%
African American	16.5%	7.4%
Disabled	2.3%	3.0%