

TEACHERS' RETIREMENT SYSTEM OF THE STATE OF KENTUCKY
MEETING OF THE INVESTMENT COMMITTEE
August 24, 2023

Minutes of Meeting:

After giving proper notice of a quarterly meeting, and a quorum being present, Chair Hollis Gritton called the Investment Committee to order at 9 a.m., Thursday, August 24, 2023. The meeting was conducted in the TRS boardroom at 479 Versailles Road, Frankfort, Kentucky.

Members present:

Hollis Gritton, Chair
Brenda McGown, Vice Chair
Paul Bruce
Dr. Ben Littlepage
Louis Straub
Joshua Underwood
Laura Schneider, Alternate
Bevis Longstreth (non-voting)
George Philip (non-voting)

Others present:

Gary L. Harbin, Teachers' Retirement System
Robert Barnes, Teachers' Retirement System
Eric Wampler, Teachers' Retirement System
Tom Siderewicz, Teachers' Retirement System
Karen Ashby, Teachers' Retirement System
Norman Combest, Teachers' Retirement System
Kenny Domilise, Teachers' Retirement System
Lindsey Davis, Teachers' Retirement System
Mike Nohalty, Teachers' Retirement System
Brad Cook, Teachers' Retirement System
Margaret Hockensmith, Teachers' Retirement System
Greg Hall, Teachers' Retirement System
David Rowe, AE Industrial Partners
Mike Greene, AE Industrial Partners
Kevin McAllister, AE Industrial Partners
Charlie Short, AE Industrial Partners
P.J. Kelly, Aon Investments USA
Bruce Ingram, Aon Investments USA
Oliver Graham, Aon Investments USA
May Guy, State Street Global Advisors
Bill Sandow, State Street Global Advisors

1. Consideration/Approval of Minutes: The Investment Committee considered the minutes of the meeting held on May 25, 2023.

Committee Action: Upon motion duly made by Dr. Littlepage and seconded by Ms. Schneider, the committee unanimously approved the minutes of meeting held on May 25, 2023.

2. Reports by TRS Staff

2.1. CIO Observations and Comments: Mr. Siderewicz reported to the committee the information on the Quarterly Investment Update for the quarter ended June 30, 2023. The report was informational, and the committee took no action.

2.2. Quarterly Report on Securities Litigation: Mr. Wampler presented the Quarterly Securities Litigation Report detailing securities litigation activities during the quarter ended June 30, 2023. The report was informational, and the committee took no action.

2.3 Report on Alternative Investments: Ms. Ashby reported to the committee on the private equity portfolio for the quarter ended June 30, 2023. The report was informational, and the committee took no action.

2.4. Private Equity Manager Discussion – Infrastructure: Ms. Ashby presented to the committee on Macquarie Infrastructure Partners (MIP) VI.

Committee Action: Upon a motion duly made by Dr. Littlepage and seconded by Ms. Schneider, the committee unanimously approved staff's recommendation for an investment in MIP VI of \$50 million from the Retirement Annuity Trust, and \$10 million from the Health Insurance Trust and \$500,000 from the Life Insurance Trust.

2.5. Private Equity Manager Discussion – Secondary Fund: Ms. Ashby presented to the committee on Fort Washington Private Equity Opportunities V.

Committee Action: Upon a motion duly made by Dr. Littlepage and seconded by Mr. Underwood, the committee unanimously approved staff's recommendation for an investment in Fort Washington Private Equity Opportunities V of \$50 million from the Retirement Annuity Trust, \$10 million from the Health Insurance Trust and \$500,000 from the Life Insurance Trust.

2.6. Alternatives Credit Manager Discussion – Aerospace Leasing: Representatives from AE Industrial Partners presented materials to the committee on the AEI Private Credit Solutions proposal. The presentation was for informational, and the committee took no action.

2.7. Proxy Voting Discussion: Mr. Wampler reported to the committee on recommendations related to proxy voting. Following the committee's discussions, the chair asked the committee to act on staff recommendations.

Committee Action: Upon a motion duly made by Ms. Schneider and seconded by Mr. Bruce, the committee unanimously approved the Proxy Voting Guidelines to be reported to the board for adoption.

Committee Action: Upon a motion duly made by Mr. Bruce and seconded by Ms. McGown, the committee unanimously approved the Statements on Common Proxy Issues.

Committee Action: Upon a motion duly made by Mr. Bruce and seconded by Ms. Schneider, the committee unanimously approved the Quarterly Proxy Voting Report for the quarter ended June 30, 2023, to be reported to the board.

2.8. Private Equity and Real Estate Portfolio Review: Aon Investments USA presented a private equity and real estate portfolio review for the quarter ended June 30, 2023. The report was informational, and the committee took no action.

2.9. Report on Internally Managed Portfolios: Mr. Siderewicz reported to the committee on the internally managed portfolios for the quarter ended June 30, 2023. The report was informational, and the committee took no action.

3. Quarterly Reports by Managers

3.1. State Street Global Advisors: State Street Global Advisors representatives reported on the TRS funds managed by the firm. The report was informational, and the committee took no action.

Adjournment: There being no further business for the committee, and upon motion duly made by Ms. Schneider and seconded by Mr. Bruce, the committee adjourned at noon.

CERTIFICATIONS

We, the chair of the Investment Committee and the executive secretary of the Board of Trustees of the Teachers' Retirement System of the State of Kentucky, do certify that the minutes of meeting were approved by the Investment Committee on November 16, 2023.

Hollis Gritton, Chair

Gary L. Harbin, Executive Secretary

I, Robert B. Barnes, do certify adherence to the Kentucky Open Meetings Act, KRS 61.800 et seq., in the conduct of this meeting. I have reviewed the minutes for form, content and legality.

Robert B. Barnes, Deputy Executive Secretary
and General Counsel

I, Margaret Hockensmith, do certify that I was present at the meeting and duly recorded the actions of the Investment Committee of the Board of Trustees of the Teachers' Retirement System of Kentucky at its meeting on August 24, 2023.

Margaret Hockensmith, Recording Secretary