STATE OF WISCONSIN

SENATE CHAIR Howard Marklein

316 East, State Capitol P.O. Box 7882 Madison, WI 53707-7882 Phone: (608) 266-0703



ASSEMBLY CHAIR Mark Born

308 East, State Capitol P.O. Box 8952 Madison, WI 53708-8953 Phone: (608) 266-2540

JOINT COMMITTEE ON FINANCE

MEMORANDUM

To:

Members

Joint Committee on Finance

From:

Senator Howard Marklein

Representative Mark Born

Date:

February 14, 2024

Re:

SWIB Report to JFC

Attached is a report on all expenses charged to the trust funds under management and the number of full-time equivalent positions created or abolished during the quarter from the State of Wisconsin Investment Board, pursuant to s. 25.17(13m), Stats.

This report is being provided for your information only. No action by the Committee is required. Please feel free to contact us if you have any questions.

Attachments

HM:MB:jm

FEB 1 4 2024 St. Finance

February 13, 2024

Senator Howard Marklein, Co-Chair Joint Committee on Finance P.O. Box 7882 Madison, WI 53707

Senator Eric Wimberger, Co-Chair Joint Legislative Audit Committee P.O. Box 7882 Madison, WI 53707

Secretary Kathy Blumenfeld Department of Administration 101 East Wilson Street P.O. Box 7864 Madison, WI 53707 Representative Mark Born, Co-Chair Joint Committee on Finance P.O. Box 8952 Madison, WI 53708

Representative Robert Wittke, Co-Chair Joint Legislative Audit Committee P.O. Box 8953 Madison, WI 53708

Dear Senator Marklein, Senator Wimberger, Representative Born, Representative Wittke and Secretary Blumenfeld:

State statutes require the State of Wisconsin Investment Board (SWIB) to report all expenses charged to the trust funds under management and the number of full-time equivalent positions created or abolished during the quarter¹. The information contained in this report is for the quarter ended December 31, 2023.

					T	railing 4 Qtr	
Total Cost of Management Summary	 1Q 2023	2Q 2023	3Q 2023	4Q 2023		Total	% of Total
Internal Operating Expenses			 	 			
Operating Budget Expenses	\$ 14,718,435	\$ 19,303,861	\$ 29,927,680	\$ 30,466,430	\$	94,416,406	65,7%
Custodial, Investment Operations & Banking	2,057,242	1,723,893	2,137,630	2,213,596		8,132,361	5.6%
Legal	561,635	558,921	489,077	254,543		1,864,176	1.3%
Investment Research & Consulting	 8,387,483	 8,535,712	 10,199,330	7,637,651		34,760,176	24.2%
Total Internal Operating Expenses	\$ 25,724,795	\$ 30,122,387	\$ 42,753,717	\$ 40,572,220	\$	139,173,119	96.8%
Total Securities Lending Agent Expenses	\$ 1,455,665	\$ 1,064,140	\$ 971,498	\$ 1,086,188	\$	4,577,491	3.2%
Total SWIB Operating Costs	\$ 27,180,460	\$ 31,186,527	\$ 43,725,215	\$ 41,658,408	\$	143,750,610	100.0%
Externally Managed Separate Account Fees							
Beta One & Other - Separately Managed	\$ 10,289,679	\$ 15,796,013	\$ 4,854,855	\$ (1,657,872)	\$	29,282,675	4.1%
Supplemental Information - External Fund Fee	\$						
Real Estate	\$ 19,702,319	\$ 21,394,315	\$ 21,806,743	\$ 21,208,015	\$	84,111,392	11.9%
Private Equity & Venture Capital	55,955,436	64,812,083	58,359,821	65,850,965	•	244,978,305	34.6%
Hedge Funds	52,940,887	56,693,136	93,214,422	70,745,475		273,593,920	38.6%
Beta One & Other - External Funds	 55,999,027	 3,082,375	16,839,386	371,046		76,291,834	10.8%
Total External Investment Management Fees	\$ 194,887,348	\$ 161,777,922	\$ 195,075,227	\$ 156,517,629	\$	708,258,126	100.0%
Grand Total Cost of Management	\$ 222,067,808	\$ 192,964,449	\$ 238,800,442	\$ 198,176,037	\$	852,008,736	

¹Wisconsin Statutes Section 25.17 (13m): Investment-related costs and expenses charged to the WRS Trust Funds, State Investment Fund, State Life Insurance Fund, Historical Society Endowment Fund, Injured Patients and Families Compensation Fund and UW Trust Fund, Investment transaction expenses, such as trading commissions and interest expense, are included in investment returns, and therefore not included in this report.

SWIB operating costs are charged to the trust funds under management. Externally managed fund fees for commingled assets are netted against investment returns generated by SWIB's external fund holdings. It is important to consider costs in the context of value-added investment returns. For example, during the five years ended December 31, 2023, after consideration of all expenses, costs, and fees, SWIB generated more than \$3.1 billion in additional profits beyond what would have been generated by the benchmark portfolio SWIB is measured against. These profits all go directly into the Wisconsin Retirement System for the benefit of its beneficiaries.

Attachment A provides a breakdown of the amount and percentage of assets managed under each type of dedicated and commingled account or partnership, and the change in the amount and percentage from the prior calendar quarter. As of December 31, 2023, SWIB's total authorized full-time equivalent positions are 298 as shown in the table below. The Board of Trustees approved eight new positions in December 2023.

Assets Under Management & Positions					
	09/30/2023	12/31/2023			
Internal Management	45.5%	45.4%			
External Management	54.5%	54.6%			
Total SWIB Positions	290	298			

In addition, Attachment B provides details of the services provided to SWIB and their associated quarterly costs. For definitions of the expense categories presented in the Total Cost of Management Summary table, please refer to Attachment C.

As new investment strategies are implemented and markets continue to evolve, SWIB will continue evaluating the most efficient means to manage the trust fund assets. Please contact us if you have any questions or comments about this report.

Sincerely,

Edwin Denson

Edin Denson

Executive Director/Chief Investment Officer

Attachments

cc.

Members, Joint Committee on Finance Members, Joint Committee on Audit Robert Lang, Legislative Fiscal Bureau Joe Chrisman, Legislative Audit Bureau

Total Assets Under Management

Total Internal Assets Under Management Total External Asset Under Management

Wisconsin Retirement System (WRS)	3/31/2023		6/30/2023		9/30/2023		12/31/2023	
	Amount	%	Amount	%	Amount	%	Amount	%
	(in millions)		(in millions)		(in millions)		(in millions)	
Internally Managed Assets	\$49,730	39.2%	\$50,868	39.5%	\$46,836	37.6%	\$50,381	38.0%
Externally Managed Dedicated Assets	29,282	23.1%	29,758	23.1%	29,716	23.9%	32,166	24.3%
Externally Managed Commingled Assets	47,809	37,7%	48,259	37.4%	47,996	38.5%	49,854	37.7%
1. Passive Index	1,168	0.9%	1,011	0.8%	916	0.7%	788	0.6%
Limited Partnerships	32,060	25.3%	32,894	25.5%	33.681	27.0%	34,302	25.9%
Active Managed Commingled	14,581	11.5%	14,354	11.1%	13,399	10.8%	14,764	11.2%
Total WRS Assets	\$126,821	100.0%	\$128,885	100.0%	\$124,548	100.0%	\$132,401	100.0%
Other Funds								
State Investment Fund - Internally Managed	\$19,285		\$19,718		\$19,995		\$19,853	
Separately Managed Funds - Internally Managed	\$98		\$96		\$89		\$97	
Separately Managed Funds - Externally Managed	\$2,582		\$2,603		\$2,538		\$2,710	******
Total Assets Under Management	\$148,786		\$151,302		\$147.170		\$155,062	

46.5%

53.5%

\$70,682

\$80,620

46.7%

53.3%

\$66,919

\$80,251

45.5%

54.5%

\$70,332

\$84,730

45.4%

54.6%

\$69,113

\$79,673

STATE OF WISCONSIN INVESTMENT BOARD Expenses for All Funds Under Management Quarter Ending December 31, 2023

Part	EXPENSE CATEGORY	SERVICE PROVIDED	£	EXPENSES
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Principe Benefits	- 100	Staff Compensation	¢	24 803 860
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OTheretall O	·	Market Research		
	CappThesis, LLC	Research and Data Services		

EXPENSE CATEGORY	SERVICE PROVIDED	EXPENSES
CBJL Incorporated	Investment Consulting Services	103,320
CBOE Global Markets, Inc.	Research and Data Services	1,620
CCG Data Solutions	Investment Consulting Services and Software	88,200
CFRA Research	Investment Research Services	23,793
Charles River System Inc	Portfolio Management Trading Software & Services	468,305
CIBC World Markets Inc	investment Research	2,000
CL King & Associates Compass Point Research & Trading, LLC	Investment Research	6,000
Copp Clark	Investment Research	8,500
CoStar Portfolio Strategy	Research and Data Services	3,824
Council of Institutional Investors	Real Estate Consulting & Research Services	23,613
Cowen and Company LLC	Corporate Governance Investment Research	31,200
Craig-Hallum Capital Group	Investment Research	32,500
CUSIP Global Services	Research and Data Services	4,900
Cutter Associates	Investment Organization and Systems Consulting	16,250
DA Davidson & Co	Investment Research	18,500 19,050
Dacheng Xiu	Investment Research	62,475
Daiwa Capital Markets America	Investment Research	2,000
Davy Securities Limited	Investment Research	3,750
Department of Administration	Various Administrative and Technology Services	107,364
Deutsche Bank	Tax registration fees	25,400
DiatomC LLC	Investment Consulting	89,700
Dow Jones News Service	Company and Industry News Services	37,343
DTCC - EPN	Trade Settlement Service	2,400
DTCC ITP LLC	Trade Settlement Service	2,365
Echios LLC	Consulting	(19,034)
EFront Financial Solutions Inc	Private Markets Portfolio Management Services	199,889
Empirical Research Partners LLC	Investment Research	32,000
Ernst & Young LLP Evercore Group LLC	Tax Compliance Services & Investment Consulting	15,000
Exchange Analytics Inc	Investment Research	31,000
FactSet Research Systems Inc	Futures & Swaps Trading Regulation Training	3,000
FBN Securities, Inc.	Financial & Economic Database	1,004,531
Finiato	Investment Research	500
FIS Data Systems Inc.	Research Management Solution Research and Data Services	5,000
Fitch Solutions Inc	Credit Rating Services	62,419
FTSE Fixed Income LLC	Real Time Index Data	63,375 38,610
Funston Advisory Services LLC	Consulting Services	14,500
Furey Research Partners LLC	Small Cap Research	9,300
Gabriel Roeder Smith & Company	Actuarial Consulting	105,000
Gallagher	Insurance and Risk Management Services	15,875
Goodbody	Investment Research	4,250
Green Street Advisor	Real Estate Analytics	29,263
Guggenheim Securities LLC	Investment Research	4,000
Haver Analytics	Global Macroeconomic Research	22,740
Ice Data LP	Fixed Income Indices	71,610
iFathom Corporation	Investment Consulting	106,375
Institutional Shareholder Services Inc	Proxy Voting Analysis	61,304
International Corporate Governance Network	Corporate Governance Research	11,153
Investment Research Expense Accrual	Investment Research	(448,150)
IPC Systems Inc Jefferies Research Services LLC	Trading Telecommunication System	11,340
JP Morgan	Investment Research	42,575
JPSB Consulting Limited	Public Market Management Fee	31,233
JW Michaels & Co	Investment Consulting Recruitment Consulting	81,680
Keefe Bruyette & Woods (KBW)	Investment Research	54,600
Kepler Capital Markets Inc	Investment Research Services	25,500
KeyBanc Capital Markets Inc	Investment Research	6,750 15,700
Keystone Consulting Inc	Investment Information Technology Consulting Services	15,700 81,294
Knowledge Services	Recruitment and Staffing Services	81,294 38,079
Kreischer Miller LLP	Investment Consulting	28,500
Law360 Legal News and Data	Investment Research	3,609
Longbow Securities LLC	Investment Research	1,000
Loop Capital Markets LLC	investment Research	8,100
Macquarie Capital (USA) Inc	Investment Research	1,500
Manalo Advisors Limited	Research and Data Services	3,750
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EXPENSE CATEGORY	SERVICE PROVIDED	EVDENCEO
Markit Group Limited	Investment Consulting Services	EXPENSES 71,830
Markit-EDM Limited	Investment Consulting	200,885
McLagan Partners Inc	Investment Compensation Data and Analysis	25,000
Meketa Investment Group	Public Markets External Manager Consultant	68,938
MNI Market News	Research and Data Services	4,681
Moodys Analytics	Economic, Currency & Bond Analysis	85,712
Morningstar Inc	Industrial Sector Market Research & Analysis	8,250
MSCI - Barra	Research and Data Services	20,625
MSCI Inc - Risk Metrics Solutions	Research and Data Services	255,069
MSCI, Inc	Research and Data Services	113,798
MT Analytics ULC	Investment Consulting	99,516
My Data Outlet International, LLC	Research and Data Services	57,000
National Conference on Public Employee Retirement Systems	Investment Research	4,865
Needham & Company LLC	Investment Research	7,300
NEPC LLC	Investment Consulting Services	80,000
New Street Research LLC	Investment Research	(25,000)
Northcoast Research Partners, LLC	Research and Data Services	3,900
Northland Securities	Investment Research	4,600
Nuware Technology Corp NYSE Market Inc	Investment Information Technology Consulting Services	60,720
Oliver James	New York Stock Exchange Data	6,105
Oppenheimer & Co Inc	Investment Consulting Services	48,150
Options Price Reporting Authority	investment Research	8,500
Oxford Economics USA INC	Quote System for Options Market	2,268
Pacific Pension & Investment Institute	Research and Data Service Access to Investment Research	22,171
Pac-invest	Research and Data Services	14,000
PEI Media inc	Private Equity Real Estate News	14,196
Pitchbook Data Inc	Research and Data Services	13,200 20,000
PremiaLab	Investment Research	22,917
Preyer	Investment Consulting Services	81,255
Quantum Research Consulting LLC	Investment Consulting	55,800
RavenPack International S.L.U.	Research and Data Services	49,500
Raymond James	Research and Data Services	16,700
Redburn Europe Limited	Investment Research	6,250
Refinitiv	Investment Research	122,381
Renaissance Macro Research	Macro Economic Research	11,000
RIMES Technologies Corporation	Research and Data Service	86,250
Robert W. Baird & Co.	Investment Research	77,250
Rosenblatt Securities Inc	investment Research	5,000
Roth Capital Partners	Investment Research	5,200
Russell Investment Group	Index Data	17,864
S&P Global Market Intelligence	Industry & Corporate Research	108,999
SailPoint Technologies, Inc. Sanford C Bernstein & Co LLC	Information Security Software	54,198
Seaport Global Securities LLC	Investment Research	32,000
SEI Investments	Research and Data Services	2,650
SemiAnalysis	Research and Data Services	22,736
Sharp Decisions Inc	Investment Information Technology Consulting Regions	200
Sidoti & Company LLC	Investment Information Technology Consulting Services Investment Research	12,972
SimCorp Data & Performance Capitalized Expenses	Investment System	6,000
SimCorp Implementation Capitalized Expenses	Investment System	(275,955)
Simcorp USA, Inc.	Investment System	(2,783,145) 2,514,901
Snowflake inc	Research and Data Services	45,758
Software House Inti	Investment Software	6,837
Solve Advisors Inc	Investment Research	10,299
Spherion	Recruitment and Staffing Services	11,324
Stephens Inc	Investment Research	10,000
StepStone Group	Private Equity Consulting Services	223,207
StepStone Group Real Estate	Real Estate Consulting Services	59,330
Stifel Nicolaus & Company Incorporated	Investment Research	(30,150)
STOXX Limited	Research and Data Services	28,466
Strategic Economic Decisions Inc	Investment Research Reports	6,000
Susquehanna Financial Group LLP	Investment Research	1,900
SWIFT SC	Research and Data Services	533
SystemsAccountants	Investment Information Technology Consulting Services	80,640
Telsey Advisory Group	Consumer Sector Research	(26,250)

EXPENSE CATEGORY	SERVICE PROVIDED	E	XPENSES
The Benchmark Company LLC	Investment Research		1,800
The Financial Times Limited	Investment Research		1,103
The Leuthold Group LLC	Broad Based Market Research		1,000
The Loan Syndications and Trading Association	Investment Membership		14,000
The Nasdaq Stock Market, LLC	Research & Data Services		4,725
The Yield Book Inc	Research and Data Services		9,682
Toronto Stock Exchange	Market Data		14,538
TradeWeb	On-Line Fixed Income Trading Services		10,826
Trahan Macro Research LLC	Research and Data Services		19,750
Trivariate Research LP	Investment Research		6,500
Truist Securities, Inc.	Investment Research		(12,150)
Tudor Pickering Holt & Co	Investment Research		1,500
Unit4 Business Software Inc	Financial & Administration Services System		78,482
Unquote	Research and Data Services		3,365
Urban Land Institute	Investment Consulting Services		1,270
Verity LLC	Research Management System		54,433
Vertical Research Partners	Industrial Sector Market Research & Analysis		8,400
Virtu ITG Analytics LLC	Trading Transaction Cost Analysis		20,500
Visible Alpha LLC	Research and Data Services		19,950
Wall Street Calendar	Data Service		495
Wall Street Journal	Investment Research & Information		51
Wedbush	Investment Research		9,300
William Blair & Company LLC	Investment Research		(7,800)
Wolfe Trahan	Transportation and Macro Economic Research		34,900
Wolters Kluwer Law & Business	GDP Forecasting Services		3,267
Wolverine Execution Services LLC	Options Trading Platform		1,395
WorldBridge Partners Inc	Recruitment Consulting		63,310
Worth Charting LLC	Investment Consulting		9,750
Total Investment Counsel	y	\$	7,637,651
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Separate Account Public Market Management Fees	*		
Alliance Bernstein	Public Market Management Fees	\$	(6,882,463)
Blackrock	Public Market Management Fees		1,339,162
Dodge and Cox	Public Market Management Fees		1,113,468
Driehaus Private Equity	Public Market Management Fees		292,391
eSecLending	Public Market Management Fees		4,089
Fidelity Investments	Public Market Management Fees		1,435,106
Parametric	Public Market Management Fees		580,628
Prudential Global Investment Management (PGIM)	Public Market Management Fees		145,268
Robeco Institutional Asset Management	Public Market Management Fees		125,048
Wellington Trust Company	Public Market Management Fees		189,431
Total Separate Account Public Market Management Fees		\$	(1,657,872)
Securities Lending Agent Fees			
BNY Mellon Asset Servicing & eSec Lending	Securities Lending Agent Fees	\$	1,086,188
Total Securities Lending Agent Fees		\$	1,086,188
Total Quarterly Charges to Funds		\$	40,000,536

^{*}All costs reported are on an accrual basis except for internal operating costs which are on a cash basis of accounting. Negative expense amounts are due to accrual adjustments and/or other miscellaneous adjustments.

Explanation of Expenses

Internal Operating Expenses

Internal operating expenses consist primarily of staff compensation and fringe benefits. SWIB employs a staff of professional investment and support staff to manage trust fund assets. Other internal operating expenses consist of office equipment, supplies, business travel, information technology equipment and services, and general services.

Custodial & Banking Fees

Wisconsin Certificate of Deposit Program: Under a contract with SWIB, Bankers' Bank administers the program under which the State Investment Fund (SIF) purchases certificates of deposit from Wisconsin-based banks and thrifts. Most administrative costs are paid by the participating banks. SWIB's expenses help underwrite other administrative costs, such as insurance that SWIB requires to be purchased. During 2023 there were no investments in Bankers' Bank certificates of deposit and no fees were incurred.

BNY Mellon: Provides master custodial and administrative services (safekeeping of assets, income collection, valuations and accounting) for public and private domestic and foreign securities in the Wisconsin Retirement System (WRS), the SIF, and the other separately managed trust funds. In addition, SWIB receives performance measurement and analytical services through its contract with BNY Mellon, which serves as the official book of record for SWIB's accounting and performance measurement functions. BNY Mellon provides data and analytical tools used by SWIB for compliance and risk management. These include global collateral management, data management, and hosting services. Fees for these services are established by contract.

US Bank: The State of Wisconsin contracted with US Bank to be the state's working bank. The fees paid to US Bank by the SIF reflect bank service charges that are not directly applicable to the fund participants.

Legal Fees, Services, and Expenses

Under authority delegated by the Attorney General, pursuant to s. 25.18 (1) (a) Statutes, SWIB may employ legal counsel for any matters arising out of the scope of its investment authority. This includes legal services relating to bankruptcies, class actions, private markets transactions, fiduciary advice, securities law, investment litigation, and other similar matters.

Investment Counsel

Current law gives SWIB the authority to employ investment counsel in any matters arising out of the scope of its investment authority. Investment research and services provided include global market, industry, economic and company information, financial and performance analytics, news information, pricing and exchange data, credit ratings, financial modeling, economic forecasting, trading services, and a variety of Board consultations. These services enable SWIB to perform due diligence on current and future holdings and assist in monitoring investments.

Securities Lending Agent Fees

Securities lending programs generally earn income through the reinvestment of cash collateral posted by borrowers and through the collection of fees for loans where non-cash collateral is posted. SWIB's securities lending income is shared with the agent to pay the costs associated with the administration of the program. Securities lending agent fees are reported as expenses.

Externally Managed Separate Account Fees

External asset managers have been delegated authority within guidelines established by SWIB to determine investment strategy and purchase securities in SWIB's name within a SWIB account. Fees are typically assessed as a percentage of the market value of assets under management and in some cases, fees are based on investment performance.

External Funds Fees

SWIB invests in separate legal entities managed by external investment managers to gain exposure to select strategies including Public Markets, Private Equity, Venture Capital, Real Estate and Hedge Funds. In exchange for their investment management services, the external managers charge a fee within the entity they manage. Fees are typically assessed as a percentage of the market value of assets under management, commitments, and in some cases are based on investment performance. While the fees charged to these external vehicles do not meet the statutory definition of a cost or expense to SWIB, they are currently included in SWIB's total cost of management. Accordingly, these fees are reported as supplemental information. Beginning in 2023, External Funds Fees for private markets are reported on a net fee basis rather than gross. Net fees reflect fee offsets, waivers, and deferrals.