STATE OF NEW YORK

5471--A

2025-2026 Regular Sessions

IN ASSEMBLY

February 14, 2025

Introduced by M. of A. ALVAREZ, O'PHARROW, DAIS, HYNDMAN, REYES, BICHOTTE HERMELYN, TAPIA, DE LOS SANTOS -- Multi-Sponsored by -- M. of A. DAVILA -- read once and referred to the Committee on Governmental Employees -- committee discharged, bill amended, ordered reprinted as amended and recommitted to said committee

AN ACT to amend the retirement and social security law, in relation to diversity and inclusion in the management of public pension funds, ensure equitable access to investment opportunities, and foster the growth of emerging BIPOC (black, indigenous, and people of color) owned investment management firms within the state of New York (Part A); directing the comptroller and the commissioner of taxation and finance to undertake a study on the feasibility of establishing a venture capital program within the common retirement fund and a venture capital tax credit to ensure equitable access to investment opportunities, and foster the growth of emerging diverse founding member businesses (Part B); and to amend the executive law, in relation to fair investment practices by investment advisers within the state of New York (Part C)

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

Section 1. This act enacts into law provisions relating to equitable investments. Each component is wholly contained within a Part identified as Parts A through C. The effective date for each particular provision contained within such Part is set forth in the last section of such Part. Any provision in any section contained within a Part, including the effective date of the Part, which makes a reference to a section "of this act", when used in connection with that particular component, shall be deemed to mean and refer to the corresponding section of the Part in which it is found. Section three of this act sets forth the general effective date of this act.

PART A

Section 1. Short title. This act shall be known and may be cited as the "New York state agency BIPOC asset management and financial institution strategy act".

§ 2. The retirement and social security law is amended by adding a new section 423-d to read as follows:

§ 423-d. BIPOC-owned investment management firms; state of New York. 1. For the purposes of this section, the following terms shall have the following meanings:

(a) "Best practices" shall mean industry-recognized standards and guidelines for diversity, equity, and inclusion.

(b) "BIPOC" shall mean black, indigenous, and people of color.

(c) "BIPOC-owned firms" shall mean business enterprises owned by individuals from black, indigenous, and people of color communities.

(d) "Designated entities" shall mean entities governed by this section, including but not limited to, the common retirement fund, the New York state teachers' retirement system, and the New York state insurance fund.

(e) "Emerging manager programs" shall mean programs designed to enhance opportunities for small, disadvantaged, or BIPOC-owned business enterprises.

(f) "Fiduciaries" shall mean individuals entrusted with fiduciary duties within the designated entities.

2. (a) All public pension funds in the state shall provide opportunities for emerging BIPOC-owned investment management firms. Such public pension funds shall adopt an investment manager diversity policy to set objectives for enhancing the utilization of BIPOC investment management firms.

(b) Twenty percent of a public pension fund's total assets shall be invested with BIPOC investment managers.

(c) Twenty-five percent of a public pension fund's active assets shall be invested with BIPOC investment managers.

(d) There shall be an asset class breakdown as follows:

(i) thirty percent of a public pension fund's equity assets shall be invested with BIPOC investment managers;

(ii) fifteen percent of a public pension fund's fixed income assets shall be invested with BIPOC investment managers; and

(iii) fifteen percent of a public pension fund's alternative assets shall be invested with BIPOC investment managers.

3. Pursuant to subdivision two of this section, the utilization standards shall serve as the minimum requirement, and such standards may be subject to modification in response to changes in the number of BIPOC investment managers that are capable of directly managing mandates from a public pension fund.

4. (a) A public pension fund shall, within six months of the effective date of this section, establish mechanisms to ensure compliance with the investment manager diversity policy.

(b) The relevant authorities of each public pension fund shall report annually to the comptroller on the progress and outcomes achieved in meeting the utilization standards set forth in subdivision three of this section.

(c) The comptroller shall compile and publish an annual report detailing the progress and effectiveness of the investment manager diversity policy.

5. (a) Within six months of the effective date of this section, each public pension fund within the state shall develop a comprehensive implementation plan to ensure compliance with the investment manager diversity policy outlined in subdivision two of this section. This plan shall detail the strategies, procedures, and timelines that such fund shall adopt to achieve the specified utilization standards for BIPOC investment managers across various asset classes.

(b) The governing body of each public pension fund shall submit an annual progress report to the city comptroller outlining the advancements made in fulfilling the investment manager diversity policy's requirements. Such report shall include, but not be limited to:

(i) the total assets managed by BIPOC investment managers as a percentage of the fund's total assets;

(ii) the active assets managed by BIPOC investment managers as a percentage of the fund's active assets;

(iii) the allocation of equity, fixed income, and alternative assets to BIPOC investment managers; and

(iv) an assessment of any challenges faced and steps taken to address them.

(c) Each public pension fund shall provide a narrative report detailing any initiatives, programs, or partnerships established to promote the growth and development of BIPOC-owned investment management firms within the state. Such report shall highlight successful collaborations and the impact of these initiatives on diversifying the investment landscape.

(d) All annual reports submitted to the comptroller shall be made publicly available on the fund's website, ensuring transparency and accountability to the public.

6. (a) The comptroller shall review and assess the annual progress reports submitted by the public pension funds.

(b) In the event that a public pension fund fails to meet the utilization standards specified in subdivision two of this section, the comptroller shall work closely with such fund to identify the reasons for non-compliance and provide guidance on corrective actions.

(c) The comptroller shall compile the information received from the public pension funds and produce an annual report assessing the overall progress and effectiveness of the investment manager diversity policy across the state. Such report shall also include recommendations for enhancing diversity and inclusion in asset management within the public pension sector.

7. To promote awareness and understanding of the goals and benefits of the investment manager diversity policy, each public pension fund shall establish public outreach and educational programs that engage the community, investment professionals, and other stakeholders. Such programs may include seminars, workshops, webinars, and informational materials that highlight the value of diverse investment management teams and the potential for economic growth through BIPOC-owned businesses.

8. To support the growth of emerging BIPOC-owned investment management firms, each public pension fund shall explore opportunities to provide technical assistance, mentorship, and resources. Such support may encompass financial education, networking opportunities, and guidance on compliance and best practices, with the aim of fostering a vibrant ecosystem of diverse investment professionals.

9. Five years after the effective date of this section, the city comptroller shall conduct a comprehensive review of the investment manager

diversity policy's impact on the public pension sector's diversity and inclusion goals.

§ 3. The retirement and social security law is amended by adding a new section 423-e to read as follows:

§ 423-e. BIPOC-owned investment management firms; city of New York. 1. For the purposes of this section, the following terms shall have the following meanings:

(a) "Best practices" shall mean industry-recognized standards and guidelines for diversity, equity, and inclusion.

(b) "BIPOC" shall mean black, indigenous, and people of color.

(c) "BIPOC-owned firms" shall mean business enterprises owned by individuals from black, indigenous, and people of color communities.

(d) "Designated entities" shall mean entities governed by this section, including but not limited to, the common retirement fund, the New York state teachers' retirement system, and the New York state insurance fund.

(e) "Emerging manager programs" shall mean programs designed to enhance opportunities for small, disadvantaged, or BIPOC-owned business enterprises.

(f) "Fiduciaries" shall mean individuals entrusted with fiduciary duties within the designated entities.

(g) "Municipality" shall mean any city, village, or incorporated town with an inhabitant count one million or more but less than twelve million, as determined by United States government statistics or a relevant census.

(h) "Compensation" shall mean any money, thing of value, or economic benefit conferred on or received by a consultant in exchange for services rendered or to be rendered.

(i) "Economic opportunity" shall mean any transaction or arrangement involving the purchase, sale, lease, contract, option, or other engagement related to property or services, in which a consultant may gain an economic benefit.

(j) "Trustees" shall mean the relevant governing body, such as city councils, boards of trustees, and other appropriate authorities.

1-a. In each municipality and city as defined in paragraph (g) of subdivision one of this section, the relevant governing body, such as city councils, boards of trustees, and other appropriate authorities, shall establish and administer specific funds as described in this section for the benefit of police officers, firefighters, municipal employees, officers, and public school teachers, along with their surviving spouses, children, and certain other dependents.

2. (a) The trustees of each public pension fund in the city of New York shall be mandated to allocate no less than forty percent of the total dollar amount of the identified fund under management towards investments through BIPOC asset managers, BIPOC financial institutions, and BIPOC financial or professional service firms.

(b) Investment funds that do not fall under the BIPOC category shall aspire to reach a minimum of twenty percent but shall strive to achieve the goal of forty percent of funds received from the fund being allocated towards BIPOC-led investments.

3. The scope of BIPOC investments covered by this section shall include, but not be limited to, the following:

(a) investing assets of the various pension funds with BIPOC asset managers, recognizing their expertise, experience, and unique perspectives in managing investment portfolios; and

(b) subject to best execution practices:

(i) conducting trades of public equity securities with BIPOC financial institutions, promoting collaboration and economic opportunities within the BIPOC community; and

(ii) conducting trades of fixed-income securities through BIPOC institutions, contributing to the growth and development of BIPOC-led financial entities;

(c) allocating investments of all pension fund assets through:

(i) direct investments in the equities and debt securities of BIPOC entities, fostering capital flow to BIPOC-led projects and businesses; and

(ii) indirect investments through special programs involving BIPOC asset managers, facilitating partnerships and promoting access to investment opportunities; and

(d) awarding contracts for various financial and professional services to BIPOC financial institutions and other BIPOC professional service firms, ensuring equitable distribution of opportunities and supporting the growth of BIPOC-led enterprises.

4. (a) The trustees of the various funds shall have the authority to establish additional goals that supplement the requirements stated in subdivision two of this section.

(b) Within sixty days of the conclusion of each fiscal year subsequent to the effective date of this section, the trustees shall provide a comprehensive report to the city comptroller. Such report shall detail the participation of BIPOC asset managers, BIPOC financial institutions, and BIPOC professional service providers in investment and brokerage transactions, as well as their provision of services for the fund.

(c) Such report shall include a comparative analysis of the activities outlined in subdivision three of this section in relation to all asset managers, financial institutions, and professional service providers engaged by the city comptroller of the pension fund during the relevant period.

(d) Such report shall evaluate and highlight the progress and success achieved in pursuing the aspirational goals outlined in subdivision two of this section. These efforts shall be undertaken to the greatest extent feasible, ensuring compliance with financial and fiduciary prudence.

(e) Each report shall be promptly published on the official website of the applicable investment fund, remaining accessible for a minimum period of sixty days following its release.

5. (a) Effective January first, two thousand twenty-six, and on each subsequent January first thereafter, any consultant retained by the fund shall disclose to the trustees all compensation and economic opportunities received in the preceding twenty-four months from investment advisors retained by the trustees.

(b) A consultant shall disclose to the trustees any compensation or economic opportunity received within the past twenty-four months from an investment advisor that is recommended for selection by such consultant. Such disclosure shall be made prior to the trustees appointing an investment advisor. No contract for consulting services shall be awarded by the trustees of the fund without first requiring the consultant to fulfill the necessary disclosure requirements stated within this section.

6. To qualify for fund allocation as provided under this section, the following minimum requirements shall be met by the respective firms:

(a) For real estate manager qualifications:

(i) the firm shall manage gross assets under management across all clients that are less than two billion dollars at the inception of the relationship;

(ii) the firm's latest fund offerings shall seek less than two hundred fifty million dollars of equity;

(iii) real estate firms shall have at least forty-five percent of their economic interests owned by principals and employees; and

(iv) qualified real estate managers shall operate and reside within New York state.

(b) For private equity manager qualifications:

(i) the firm shall be a legally structured entity, adhering to all applicable laws and regulations;

(ii) the firm shall have a private placement memorandum (PPM) in place;

(iii) the firm shall raise a first, second, or third institutional fund; and

(iv) The firm's institutional fund shall not exceed certain fund size limits.

(c) For fixed income manager qualifications:

(i) the firm shall have two billion dollars or less in assets under management;

(ii) the firm shall have a maximum of fifty percent non-employee ownership; and

(iii) the firm shall be a legally structured entity with a valid corporate tax identification number.

(d) For a registered investment advisor or exemption, the firm shall be a registered investment advisor or qualify for exemption from registration.

§ 4. This act shall take effect immediately.

PART B

Section 1. The comptroller and the commissioner of the department of taxation and finance shall jointly undertake a study on the feasibility of a venture capital program within the common retirement fund and a venture capital tax credit, for investments in emerging diverse founding member businesses, and evaluate and make recommendations to ensure equitable access to investment opportunities, promote diversity and inclusion in investment opportunities and foster the growth of diverse founding member businesses within the state.

§ 2. The comptroller and the commissioner of the department of taxation and finance shall study the feasibility of a venture capital program within the common retirement fund for the purpose of investing in partnerships, corporations, trusts or limited liability companies organized on a for-profit basis that enter into agreements to invest the moneys of the common retirement fund in qualified businesses as defined in this act.

§ 3. The study required by this act shall develop criteria for a venture capital tax credit for investments made to a qualifying organization which shall include, at a minimum, the following:

1. (a) A qualified organization shall have at least one diverse founding team member who: (i) owned initial shares or similar ownership interests of the business; (ii) contributed to the concept of, research for, development of, or work performed by the business before initial shares were issued; and (iii) was not a passive investor in the business; or

(b) who has been designated as the chief executive officer, president, chief financial officer, or manager of a business, or who has been designated with a role with a similar level of authority as any of those positions.

A "diverse founding team member" shall mean a person who self-identifies as a woman, non-binary, Black, African American, Hispanic, Latino-Latina, Asian, Pacific Islander, Native American, Native Hawaiian, Alaskan Native, disabled, veteran or disabled veteran, lesbian, gay, bisexual, transgender, or queer.

2. Qualified investments made by firms shall not be subject to limitation, and firms may deduct qualified investments of up to 100 percent of their taxable income.

3. The venture capital tax credit shall be a dollar-for-dollar tax credit for investments made to a qualifying organization.

§ 4. A report on the study conducted pursuant to this act, along with such legislative proposals deemed necessary to implement its recommendations, shall be submitted to the governor and the legislature within one year of the effective date of this act.

§ 5. This act shall take effect immediately.

PART C

Section 1. Short title. This act shall be known and may be cited as the "New York state investment transparency act".

§ 2. The executive law is amended by adding a new article 15-D to read as follows:

ARTICLE 15-D

NEW YORK STATE INVESTMENT TRANSPARENCY ACT

Section 328-b. Definitions.

328-c. Reporting.

328-d. Remedies.

§ 328-b. Definitions. For the purposes of this article, the following terms shall have the following meanings:

1. "Covered entity" shall mean a venture capital company that:

(a) either:

(i) primarily engages in the business of investing in, or providing financing to, startup, early-stage, or emerging growth companies; or

(ii) manages assets on behalf of third-party investors, including, but not limited to, investments made on behalf of a state or local retirement or public pension systems pursuant to article four-A of the retirement and social security law; and

(b) meets at least one of the following criteria:

(i) is headquartered in New York;

(ii) has a significant presence or operational division in New York;

(iii) makes venture capital investments in businesses that are located in, or have significant operations in, New York; and/or

(iv) solicits or receives investments from a person who is a resident of New York.

2. "Diverse founding team member" shall mean a founding team member who self-identifies as a woman, non-binary, Black, African American, Hispanic, Latino-Latina, Asian, Pacific Islander, Native American, Native Hawaiian, Alaskan Native, disabled, veteran or disabled veteran, lesbian, gay, bisexual, transgender, or queer.

3. "Founding team member" means either:

(a) a person who:

(i) owned initial shares or similar ownership interests of the business;

(ii) contributed to the concept of, research for, development of, or work performed by the business before initial shares were issued; and

(iii) was not a passive investor in the business; or

(b) a person who has been designated as the chief executive officer, president, chief financial officer, or manager of a business, or a role with a similar level of authority.

4. "Investment advisor" shall have the same meaning as set forth in subparagraph (v) of paragraph (a) of subdivision fourteen of section three hundred fifty-nine-e of the general business law.

5. "Division" shall mean the division of minority and women's business development, as established by section three hundred eleven of this chapter.

§ 328-c. Reporting. 1. Beginning on January first, two thousand twenty-six, and annually thereafter, a covered entity shall report to the division the following information regarding such entity's funding determinations:

(a) The following information, at an aggregated level, shall be reported for the founding teams of all businesses in which the covered entity made a venture capital investment in the previous calendar year, to the extent that such information has been provided as part of the survey described in paragraph (a) of subdivision two of this section:

(i) the gender identity of each founding team member, inclusive of non-binary and gender-fluid identities;

(ii) the racial background of each founding team member;

(iii) the ethnic background of each founding team member;

(iv) the disability status of each founding team member;

(v) whether any member of the founding team identifies as LGBTQIA+;

(vi) whether any member of the founding team is a veteran or a disabled veteran;

(vii) whether any member of the founding team is a resident of New York; and

(viii) whether any member of the founding team opted not to provide any of the information detailed in subparagraphs (i) through (vii) of this paragraph.

(b) During the previous calendar year, the number of venture capital investments to businesses primarily founded by diverse founding team members, as a percentage of the total number of venture capital investments the covered entity made, in the aggregate and broken down into the categories described in subparagraphs (i) through (vii) of paragraph (a) of this subdivision. The information provided pursuant to this paragraph shall be anonymized.

(c) During the previous calendar year, the total amount of venture capital investments to businesses primarily founded by diverse founding team members, as a percentage of venture capital investments made by the covered entity, in the aggregate and broken down into the categories described in subparagraphs (i) through (vii) of paragraph (a) of this subdivision.

(d) The total amount of funds in venture capital investments that the covered entity invested in each business during the previous calendar year.

(e) The principal place of business of each company in which the covered entity made a venture capital investment during the prior calendar year.

2. (a) A covered entity shall facilitate the collection of information required by subdivision one of this section by offering each founding team member of a business that has received funding from a venture capital firm under such covered entity's advisory services the opportunity to partake in a survey.

(b) The survey described in paragraph (a) of this subdivision shall be provided pursuant to a standardized form, as specified by the division. Such survey shall include a "decline to state" option for each question on the survey.

(c) A covered entity shall provide a written disclosure to each founding team member prior to, or concurrently with, the survey described in paragraph (a) of this subdivision which shall state the following:

(i) the founding team member's decision to disclose their demographic information is voluntary.

(ii) no adverse action will be taken against the founding team member if they decline to participate in the survey.

(iii) the aggregate data collected for each demographic category will be reported to the division.

(d) A covered entity shall not provide the survey described in paragraph (a) of this subdivision and the disclosure described in paragraph (c) of this subdivision to a founding team member until after such covered entity has executed an investment agreement with the business and made the first transfer of funds.

(e) Neither a covered entity nor the division shall in any way encourage, incentivize, or attempt to influence the decision of a founding team member to participate in the survey described in paragraph (a) of this subdivision.

3. (a) A covered entity required to conduct the survey described in paragraph (a) of subdivision two of this section shall:

(i) collect survey response data from founding team members in a manner that does not associate the survey response data with an individual founding team member; and

(ii) report the survey response data in a manner that does not associate the survey response data with an individual founding team member.

(b) A covered entity may satisfy the requirements of this section by providing a report prepared by a business that controls each venture capital company to which the covered entity acted as an investment adviser at any time during the prior calendar year if the report contains all of the information required by paragraph (a) of subdivision one of this section.

(c) The division shall make the reports received pursuant to this section readily accessible, easily searchable, and easily downloadable on the division's internet website.

(d) The division may publish aggregate results or aggregate information based on the information received pursuant to this section.

(e) The division may use any information collected pursuant to this section in furtherance of its statutory duties, including, but not limited to, using such information in a civil action brought by the division under this chapter or other law.

(f) A covered entity shall make and keep records related to its obligations under this section. All records related to a report delivered to the division pursuant to this section shall be preserved for at least four years after a covered entity delivers such report. The division may examine such records of a covered entity to determine such covered entity's compliance with the provisions of this section.

(g) The division shall charge and collect fees from covered entities to cover the expenses incurred in the administration of this section, which shall not exceed the reasonable costs of such administration.

§ 328-d. Remedies. 1. (a) If a covered entity fails to file the report required by subdivision one of section three hundred twenty-eight-c of this article by January first of a given year, the division shall notify such covered entity that such covered entity must submit such report within sixty days of such notification.

(b) If a covered entity has not submitted the report required by subdivision one of section three hundred twenty-eight-c of this article within the sixty-day period prescribed in paragraph (a) of this subdivision, the division may file with the court of appeals an ex-parte petition, naming the covered entity as the respondent, seeking an order providing the following reliefs:

(i) An order compelling the respondent to comply with this section.

(ii) An order requiring the respondent to pay a penalty to the division sufficient to deter the respondent from failing to comply with this article, as determined by the court. In making such determination, the court shall consider all relevant factors, including, but not limited to:

(A) the size of the respondent;

(B) the number of assets under management of the respondent; and

(C) the nature of the failure to comply with this section.

(iii) An order mandating the respondent to pay the division's reasonable attorneys' fees and costs incurred in pursuing the action.

(iv) Any other relief that the court deems appropriate.

(c) The division may bring an action described in paragraph (b) of this subdivision in:

(i) any county in which the division has a division; or

(ii) the county of the respondent's residence or principal place of business.

2. (a) In an action brought pursuant to subdivision one of this section, the court of appeals shall have jurisdiction to grant any of the reliefs described in paragraph (b) of subdivision one of this section.

(b) (i) If a petition filed by the division pursuant to paragraph (b) of subdivision one of this section fails to set forth good cause for relief, the court may enter an order denying such petition.

(ii) If a petition filed by the division pursuant to paragraph (b) of subdivision one of this section sets forth good cause for relief, the court shall issue an order to show cause to the respondent.

(c) The division shall serve the petition and the order to show cause on the respondent in any manner within ten days of the issuance of the order. The respondent shall file a response to the petition and the order to show cause within twenty-one days of service.

(d) (i) The respondent has the option to request a hearing on the petition and order to show cause as part of their response.

(ii) Within seven days of receiving the respondent's response, the division may submit a request for a hearing.

(e) (i) The court, either at its discretion or upon request pursuant to paragraph (d) of this subdivision, may conduct a hearing on the petition and order to show cause. The court shall schedule such hearing within thirty days of the respondent's response and issue an order granting or denying the petition within thirty days of such hearing.

(ii) If no hearing is convened, the court shall issue an order granting or denying the petition within thirty days of receiving the respondent's response or following the expiration of the respondent's twenty-one day response window, whichever is earlier, unless otherwise agreed upon by the parties.

(iii) The court may, on its own motion and for good cause, extend any time period described in subparagraph (i) of this paragraph by thirty days.

(f) (i) The division shall serve on the respondent a copy of the court's order granting or denying the petition in any manner within ten days of issuance of such order.

(ii) If the court grants the petition in whole or in part, the order shall:

(A) set forth the manner and time period in which the respondent shall comply with the provisions of this section; and

(B) become effective ten days after it is served.

(iii) If the order denies the petition, such order shall become effective on the date it is served.

(g) The order of the court of appeals shall be final and, except as provided for by this paragraph, not subject to review by appeal. A party aggrieved by the order, or any part of such order, may, within fifteen days after the service of such order, serve and file, in the appropriate court of corresponding jurisdiction, a petition for a writ of mandamus to compel the court of appeals to set aside or otherwise modify such order.

(h) Monetary awards or judgments collected pursuant to this section shall be deposited in the New York state workforce development capital grant program.

§ 3. This act shall take effect immediately.

§ 2. Severability clause. If any clause, sentence, paragraph, subdivision, section or part of this act shall be adjudged by any court of competent jurisdiction to be invalid, such judgment shall not affect, impair, or invalidate the remainder thereof, but shall be confined in its operation to the clause, sentence, paragraph, subdivision, section or part thereof directly involved in the controversy in which such judgment shall have been rendered. It is hereby declared to be the intent of the legislature that this act would have been enacted even if such invalid provisions had not been included herein.

§ 3. This act shall take effect immediately; provided, however, that the applicable effective date of Parts A through C of this act shall be as specifically set forth in the last section of such Parts.