

TITLE 23 - INVESTMENT

Chapter 01. Administrative Investment Committee Charter	2
Sec. 23.01.001 Purpose.....	2
Sec. 23.01.002 Authority.....	2
Sec. 23.01.003 Stewardship	2
Sec. 23.01.004 Meetings.....	3
Sec. 23.01.005 Responsibilities and Duties.....	3

Chapter 01. Administrative Investment Committee Charter

Sec. 23.01.001	Purpose
Sec. 23.01.002	Authority
Sec. 23.01.003	Stewardship
Sec. 23.01.004	Meetings
Sec. 23.01.005	Responsibilities and Duties

Sec. 23.01.001 **Purpose**

- A. The purpose of the Investment Committee is to assist the Tribal Assembly in fulfilling its oversight responsibilities of the investment of the Tribal Trust Fund.
- B. The Investment Committee shall review the Investment Policy Statement and recommend changes to the Executive Council.
- C. The Investment Committee shall review proposed investments with the Investment Management Consultant.
- D. The Investment Committee shall manage investments in accordance with applicable laws, trust documents, and written Investment Policy Statements.
- E. The Investment Committee shall encourage continuous improvement of the Tribe's policies, procedures and practices, and facilitate open communication among the Tribe's financial and senior management and the Executive Council.

Sec. 23.01.002 **Authority**

The Investment Committee is an administrative committee of the Tribe and has authority to review investments and investment policies, procedures and practices, and recommend approval/disapproval to the Executive Council and Tribal Assembly. It is empowered to:

- A. Seek any information it requires from employees and hired consultants-all of whom are directed to cooperate with the committee's requests.
- B. Meet with company officers, or outside counsel, as necessary.

Sec. 23.01.003 **Stewardship**

- A. The Investment Committee will consist of at least four (4) and no more than five (5) Stewards. The President, the Chief Operating Officer, the Chief Finance Officer and one Executive Council member shall serve as the Stewards of the Committee. The President shall appoint the Chairperson and other Stewards of the Investment Committee. Investment Committee Stewards may be removed from the Committee by the President.
- B. Each Investment Committee member is a Steward acting in a position of trust on behalf of the Central Council. As such, each Steward is a fiduciary

and will be independent and free from any relationship that would interfere with the exercise of independent judgment as a Steward of the Investment Committee.

- C. The fundamental duty of the Investment Stewards is to manage investment decisions for the exclusive benefit of Central Council.
- D. The Steward has a responsibility to employ an objective independent due diligence process at all times.
- E. All Stewards annually acknowledge the Central Council's ethics policies and agree to disclose any potential conflicts of interest.
- F. Each Investment Committee Steward will be financially literate and have a working familiarity with basic financial and accounting reporting practices.
- G. At least one Steward of the Investment Committee shall be designated as the "financial expert" and have accounting or related financial management expertise.
- H. Investment Committee Stewards should enhance their familiarity with finance and accounting by participating in educational programs.

Sec. 23.01.004 Meetings

The Investment Committee will meet at least four (4) times annually, or more frequently as circumstances warrant. All committee Stewards are expected to attend each meeting, in person or via teleconference or video-conference. The Investment Committee will invite members of the Executive Council, management staff, or others, as necessary. Meeting agendas will be prepared and provided in advance to Stewards, along with appropriate briefing materials. Meeting minutes will be prepared and maintained by staff.

Sec. 23.01.005 Responsibilities and Duties

The Investment Committee will carry out the following responsibilities:

- A. Tribal Trust Fund
 - 1. Determine investment goals and objectives.
 - 2. Approve an appropriate asset allocation strategy.
 - 3. Determine if investment vehicles are appropriate for the portfolio size.
 - 4. Establish an explicit, written investment policy statement consistent with identified goals and objectives.
 - 5. Approve appropriate money managers, mutual funds, or other "prudent experts" to implement the investment policy.
 - 6. Monitor the activities of the overall investment program for compliance with the investment policy.
 - 7. Avoid conflicts of interest and prohibited transactions.
 - 8. Determine liquidity to meet short-term obligations.

9. Review fees for investment management consultants and other investment management services.

B. Investment Policy Statement (IPS)

1. Review Investment Policy Statement annually.
2. Submit recommended changes to attorney for review.
3. Recommend changes to investment policies if needed.
4. Identify the level of risk.
5. Identify an investment time horizon.
6. Identify an expected, modeled return to meet investment objectives.
7. Select asset classes consistent with risk, return, and time horizon.
8. Select asset classes consistent with implementation and monitoring constraints.
9. Select assets within the jurisdiction of courts and are protected from theft or embezzlement.

C. Investment Management Consultant

1. The Investment Committee will follow a due diligence process in selecting service providers, including the custodian. The role of the custodian is to (a) hold securities for safekeeping, (b) report on holdings and transactions, (c) collect interest and dividends, and, if required, (d) effect trades.
2. The Investment Committee will periodically review written agreements and contracts to ensure consistency with the needs of the managed assets.
3. The Investment Committee will ensure service agreements and contracts are in writing and do not contain provisions that conflict with fiduciary standards of care.
4. The Investment Committee will review agreements and contracts with legal counsel as needed.
5. The Investment Committee will consider requesting investment management proposals every three years.
6. The Investment Committee will review sources, timing, distribution and uses of cash flows with the Investment Management Consultant annually.
7. The Investment Committee will review periodic reports that compare investment performance against appropriate index, peer group, and IPS objectives.
8. The Investment Committee will review organizational changes of investment decision-makers.

9. The Investment Committee will review implementation of investment strategy to ensure compliance with the required level of prudence.

D. Reporting Responsibilities

1. Regularly report to the Executive Council about committee activities, issues, and related recommendations.
2. Meet with the Executive Council annually to review the Investment Policy Statement and annual performance report.
3. Provide an annual written report to the Tribal Assembly of the performance of the Trust Fund.

E. Other Responsibilities

1. Perform other activities related to this charter as requested by the Executive Council.
2. Review and assess the adequacy of the committee charter annually, requesting Tribal Assembly approval for proposed changes, and ensure appropriate disclosure as may be required by law or regulation.
3. Confirm annually that all responsibilities outlined in this charter have been carried out.
4. Evaluate the committee's and individual Stewards' performance on a regular basis.

ADOPTED this 28th day of August 2009, by the Executive Council of the Central Council of Tlingit and Haida Indian Tribes of Alaska, by a vote of 6 yeas, 0 nays, 0 abstentions and 0 absence(s).

CERTIFY



President Edward K. Thomas

ATTEST



Tribal Secretary Harold Houston Sr.