

NC State Investment Fund, Inc. NC State Intermediate Term Fund Investment Policy

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Table of Contents

I. Introduction	3
II. Governance and Oversight	3
Governance	3
A. Role of the Members' Board	3
B. Role of the Board of Directors	3
C. Role of the NC State ITF Investment Committee	3
D. Role of Investment Consultant(s) and External Management Companies	4
E. Role of the Finance Division	4
F. Ethics and Disclosures of Conflicts of Interest	5
Oversight	5
A. Selection of Investment Managers	5
B. Guidance for Corrective Action	6
III. Investment Structure	6
IV. Investment Objectives	6
V. Risk Management	7
VII. Guidelines for Investments	7
VIII. Permitted Investments	8
Cash and Cash Equivalents	8
Core	9
Strategic	9
IX. Prohibited Investments	10
X. Distribution Policy	10
XI. Securities Lending	10

I. Introduction

This Statement is issued by the Members Board of the NC State Investment Fund, Inc. (the “Fund”) for use by the Board of Directors of the NC State Investment Fund, Inc. (the “Board”) and for the guidance of its investment manager(s) in the investment of operating cash funds from the University and/or affiliated entities of North Carolina State University (the “Participants”).

The Fund is comprised of two separate pools. The Long-Term Investment Pool (the “LTIP”) and the Intermediate-Term Investment Pool (the “NC State ITF”). This document establishes the Investment Policy for the NC State ITF.

The NC State ITF Investment Policy (Policy) provides guiding principles for the Board to effectively supervise, monitor and evaluate the investment of intermediate-term assets and to optimize returns within appropriate risk parameters.

As a pooled fund for the collective investment of operating funds, the NC State ITF consists of excess balances of Participants. Excess balances are defined as funds not needed for normal operating purposes. Generally, NC State ITF will not include operating funds needed within the next year, endowed funds or those funds that are specifically excluded by law or contractual agreement.

II. Governance and Oversight

Governance

A. Role of the Members’ Board

The Members Board will provide governance and oversight to the NC State ITF. The Members’ Board’s role includes approving other governance documents including bylaws, operating agreements, participant agreements, asset-based fees, and other policies, as it relates to the NC State ITF. The Board is elected by the Members’ Board.

B. Role of the Board of Directors

The Board is responsible for overseeing all aspects of the investment program, including development and approval of the Investment Policy Statement and any changes made to it after its initial adoption, in a prudent manner with regard to preserving principal while providing reasonable returns. In carrying out these duties, the Board may retain Investment Manager(s) to assist in managing the assets of the NC State ITF. The Investment Manager(s)’ role is to report to the Board on matters pertaining to the investment of the NC State ITF’s assets, the NC State ITF’s performance and compliance with the Investment Policy. The Board shall implement the investment policy of the NC State ITF which includes, but is not limited to, monitoring this policy and investment performance expectations.

The Board will regularly review the investment performance of the NC State ITF including the performance of the Investment Manager(s) to assure the investment policy is being followed and progress is being made toward achieving the stated objectives. In addition, The Board will periodically review the services provided to the NC State ITF (e.g., custody/third party administrator, performance evaluation, consulting, etc.).

In carrying out these duties, the Board has formed an NC State ITF Investment Committee (the “Investment Committee”) to assist in managing the assets of the NC State ITF. The Investment Committee’s role is to report to the Board on matters pertaining to the investment of the NC State ITF’s assets, performance and compliance with the Investment Policy.

C. Role of the NC State ITF Investment Committee

The Investment Committee will consist of, at a minimum, two (2) members of the Fund’s Board, and three (3) ex officio officers which include the Assistant Treasurer, the Secretary, and the Assistant Secretary of the Fund.

Investment Committee responsibilities include the development of the NC State ITF Investment Policy, selection and termination of investment consultants and investment managers, monitoring performance of investment managers and the entire portfolio on a regular basis, maintaining sufficient knowledge about the portfolio and its managers so as to be reasonably assured of their compliance with the NC State ITF Investment Policy, and submitting periodic reports to the Fund’s Board.

The Investment Committee shall evaluate managers subject to, but not limited to, the following criteria:

1. Avoidance of material regulatory actions against the firm, its principals, owners or employees.

2. Adherence to the terms and conditions of any investment management agreements between the Fund and the manager.
3. Adherence to the stated philosophy and style of management at the time the investment manager was retained by the NC State ITF.
4. Continuity of personnel and practices at the firm.
5. Ability to exceed the total return of the appropriate benchmark index.

The Investment Committee will review annually, at a minimum, the NC State ITF Investment Policy and make recommendations to the Board of Directors as needed.

D. Role of Investment Consultant(s) and External Management Companies

The Investment Committee may elect to utilize investment consultants and/or external management companies to provide investment services consistent with the NC State ITF's investment objectives, policies, guidelines, and constraints. Services required for such providers will vary based on the level of engagement chosen by the Investment Committee and may include but are not limited to:

1. Identifying and recommending new investment managers and opportunities;
2. Evaluating the performance of the NC State ITF's investment managers, monitoring their portfolios and, from time to time recommending additional allocations to or withdrawals from such managers;
3. Engaging in regular, ongoing communications with the NC State ITF's external investment managers in accordance with due diligence policies and procedures established by the Board;
4. Assisting in the preparation and execution of strategic planning to identify and review objectives of the NC State ITF;
5. Making recommendations with respect to changes in investment objectives and asset allocation guidelines;
6. Conducting legal and operational due diligence reviews on new and existing investment managers;
7. Implementing investment decisions by completing subscription agreements and responding to requests for information from investment managers;
8. Performing other investment management and advisory services as requested;
9. Communicating with the NC State ITF's investment managers to obtain accurate and timely performance information;
10. Providing necessary reports and information as requested by the auditors;
11. Providing all necessary documentation to prepare the Fund's tax returns including reports and other information as may be requested by the tax preparer.

E. Role of the Finance Division

The Finance Division shall provide certain services to the NC State ITF. Such services shall include, without limitation:

1. Investment Services

- a. Identifying and recommending to the Investment Committee new investment managers and opportunities;
- b. Evaluating the performance of the NC State ITF's investment managers, monitoring their portfolios and, from time to time recommending additional allocations to or withdrawals from such managers;
- c. Engaging in regular, ongoing communications with the NC State ITF's external investment managers in accordance with due diligence policies and procedures;
- d. Making recommendations in regard to changes to investment objects and/or asset allocation guidelines;
- e. Conducting operational due diligence on new and existing investment managers;
- f. Ensuring legal due diligence is completed for new investment managers;
- g. Providing summarized quarterly performance reports from individual managers and providing quarterly investment reports to the Board/Investment Committee;
- h. Reviewing the monthly report of the NC State ITF's performance and assets;
- i. Reporting in a timely manner any substantive developments that may affect the management of the NC State ITF's assets.

2. Administrative Services

- a. Acting as liaison between the NC State ITF and its custodian or third party administrator to implement purchases, sales, or exchanges of assets as directed and approved by the Board;
- b. Monitoring/recording ownership and performance of investments within the NC State ITF and verifying data with independent third parties, such as the NC State ITF's custodian or third party administrator;
- c. Establishing (and periodically reviewing and updating) accounting systems and internal controls for the Fund;
- d. Communicating with the NC State ITF's investment managers, custodian or third party administrator to obtain accurate and timely performance information;
- e. Retaining copies of manager performance reports, board reports, and accounting records in compliance with prudent record retention requirements;
- f. Executing and monitoring contracts for services with consultants, custodians, third party administrators, and investment managers chosen for the NC State ITF;
- g. Managing the annual audit of the Fund's financial statements by providing necessary reports and information as requested by the auditors;
- h. Providing all necessary documentation in order to prepare the Fund's tax returns including reports and other information as may be requested by the auditor;
- i. Arranging regular meetings of the Board and other such meetings as may be requested;
- j. Acting as a liaison between the Fund and its members.
- k. Monitor the Participants' cash flows and provide recommendations for future investment in the NC State ITF.

In all investment decisions, including, without limitation, the purchase, sale, exchange or retention of assets, the determination of asset allocations, and the exercise of rights, options, and privileges incident to asset ownership, the Finance Division shall have full authority to act solely upon the direction and approval of the Board.

F. Ethics and Disclosures of Conflicts of Interest

The NC State ITF Fund's Code of Ethics and Conflicts of Interest Policy applies to the Investment Committee and staff involved in the investment process. Disclosures shall be made of any significant interests that could directly or materially affect the NC State ITF investment activity and performance. These disclosures will be attested to on an annual basis.

Oversight

A. Selection of Investment Managers

The Investment Committee will follow a process that embodies the principles of procedural due diligence in the selection of investment managers. The Committee may retain a "prudent expert" (a bank, insurance company, or investment advisor as defined by the Registered Investment Advisors Act of 1940) to facilitate this process. In addition, when selecting investment managers, the Investment Committee will:

1. Develop an investment manager candidate profile outlining the specific characteristics sought in the investment manager. Such criteria may include, but is not limited to:
 - a. Investment manager strategy and approach
 - b. Organizational Structure
 - c. Minimum and maximum assets under management
 - d. Client servicing capabilities
 - e. Performance criteria relative to an appropriate index and peer group
2. Analyze the investment manager candidates in terms of:
 - a. **Qualitative Characteristics**, such as key personnel, investment philosophy, investment strategy, research orientation, decision-making process, and risk controls.
 - b. **Quantitative Characteristics**, such as Global Investment Performance Standard -compliant composite return data, investment performance over multiple time periods, performance volatility, risk-adjusted rates of return (e.g., Information Ratio), and certain portfolio characteristics.
 - c. **Organizational Factors**, such as assets under management, ownership structure, client servicing capabilities, and fees.

The selection process shall conform to the requirements of the NC State ITF. The Investment Committee may utilize investment consultants or other professionals not responsible for the specific selection to assist in the development of the requirements, screening criteria, and analysis of the investment manager responses during the investment manager selection process.

B. Guidance for Corrective Action

Corrective action could be taken by the Investment Committee as a result of the on-going due diligence review process of the Investment Manager(s) by the Finance Division. While there may be unusual occurrences at any time, the following are instances where corrective action or termination may be in order:

1. Major organizational changes at a firm may require a new contract and interview process. Failure on the part of the manager to notify the Board of such changes is grounds for termination. At all times, communication with the manager should be easy and informative.
2. Violation of terms of contract constitutes grounds for termination.
3. It is critical that the investment manager adhere to the original intent of the Board at the time they are engaged. Should either the Board or the Finance Division staff ascertain that significant changes in investment approach have occurred, this may be grounds for termination.
4. The Board will not, as a rule, terminate the manager(s) on the basis of short-term performance. If the organization is sound and the firm is adhering to its style and approach, the Board will allow a sufficient interval of time, 12-18 months, over which to evaluate performance. The manager's performance will be viewed in light of the firm's particular style and approach, keeping in mind at all times the NC State ITF's diversification strategy, as well as the overall quality of the relationship.
5. Manager(s) may be replaced at any time as part of the overall restructuring of the NC State ITF.

III. Investment Structure

Asset Allocation & Rebalancing

The percentage allocation to each type of investment may vary depending upon market conditions. The allocation table below documents the minimum, target, and maximum allocation weights. The Investment Team as delegated by the Finance Division will use cash inflows/outflows in a manner consistent with the target allocation and allocation ranges as noted below. Allocations will be reviewed annually by the Investment Committee in conjunction with the annual Investment Policy review.

Type	Define	Minimum	Target	Maximum
Cash & Cash Equivalents	Money Market Funds, Commercial paper, CD's, etc.	0%	0%	20%
Core	Short & Intermediate Term Fixed Income	60%	75%	100%
Strategic	Uncorrelated Strategies and NC State Investment Fund, Inc.	0%	25%	40%

IV. Investment Objectives

The NC State ITF is designed to provide a margin of safety in the unlikely event that the short term operating cash pool is insufficient to meet any current or unplanned expenditure. A secondary objective is to provide enhanced financial flexibility during any unexpected market disruption when commingled funds can be susceptible to redemption risk. The investment of funds shall consider asset diversification, total return, suitability, and the experiences, quality and capability of external managers.

The investment objectives of NC State ITF are as follows:

Preservation of Capital

Given the Fund's role as a backstop for the short term pool, preservation of capital is a key component in all investment decisions made within the NC State ITF.

Liquidity

The NC State ITF shall remain sufficiently liquid to meet participants' cash flow requirements that may be reasonably anticipated for a 1-3 year timeframe. The Finance Division will assess each Participant's need for liquidity by using a cash flow forecast to predict liquidity needs for any additions to or withdrawals from the NC State ITF portfolio.

Yield

The yield objective of the NC State ITF is to generate at minimum an annual 2% distribution rate in normal market environments while also focusing on capital preservation.

Total Return

The Board adopted a Total Return concept which can offer the advantage of designing longer-term investment strategies as opposed to interest sensitive short-term policies and to optimize the fund between current income and capital appreciation. Participants in the NC State ITF are advised to only invest monies in this fund that are not needed for short term liquidity needs, as the fund can experience significant price volatility.

Reserve

Given the total return concept and pricing volatility, the Participants have established a policy to reserve 3% of the invested funds to protect the Net Asset Value (NAV) during times of extreme down market events.

V. Risk Management

The risk management investment philosophy and oversight for the Fund is to prevent any unnecessary portfolio concentration risk through the broad diversification of individual securities by security type, financial institutions, and corporations, while remaining consistent with the investment objectives for the Fund. In addition to security diversification, a risk management objective is to limit the probability to a 1% chance that a monthly loss could exceed -2% based on the conditional monthly VaR or CVaR 99%. The CVaR is derived by taking a weighted average between the value at risk and a loss exceeding the value at risk (tail risk). The portfolio's CVaR risk is not guaranteed.

VI. Performance Benchmarks

The NC State ITF will be measured against the Barclay's Capital Universal 1-5 Year Bond Index and the 1-3 Year U.S. Treasury Bond Index.

The total return goal for the NC State ITF is expected to match or exceed the performance of the appropriate benchmark index over a rolling three-year and five year period given an appropriate level of risk. The performance of each investment manager will be evaluated against a comparable peer group and should rank above the median of that peer group over a rolling three-year period and five-year period given an appropriate level of risk.

VII. Guidelines for Investments

This policy assumes that no broad list by category of investments can provide continuously adequate guidance for achieving investment objectives. Any such list is likely to be too inflexible to be suitable for all market environments in which investment decisions must be made. Therefore, the policy seeks to provide guidance as to the process by which investment strategies and decisions are developed, analyzed, adopted, implemented and monitored, and the overall manner in which investment risk is managed, which determines whether an appropriate standard of reasonableness, care, and prudence has been met for these investments.

Credit Quality

80% of the portfolio should be at least Investment Grade or higher as rated by a Nationally Recognized Statistical Rating Organization (NRSRO).

Duration

The portfolio's fixed income average effective duration will be less than five (5) years.

Diversification

No single credit/corporate issuer should constitute more than 5% of the portfolio, except for U.S. Treasuries which may constitute up to 100%.

Maximum Allocation by Permitted Investments

The following identifies the maximum exposure the portfolio may have relative to the identified permitted investment as defined in section VI:

Permitted Investments	Maximum Amount
Obligations of the U.S. Government	100%
Municipal Obligations	20%
Investment Grade Corporate Debt	80%
Cash & Cash Equivalents	20%
High Yield Debt	20%
Securitized Assets	40%
Uncorrelated Assets:	
NC State Investment Fund, Inc.	20%
Uncorrelated Strategies	30%

There may be periods where the maximum amount may be exceeded due to market fluctuations. If such periods exceed six months, the Investment Committee will determine the proper action to take. In addition, the fund may invest in Exchanged Traded Funds (ETF), Managed Accounts, or Mutual Funds. The use of pooled funds (e.g., ETF's, commingled funds, mutual funds, common trust funds, etc.) is permitted when it is deemed to be in the best interest of the NC State ITF. These investment vehicles may have investment guidelines that are different than those described in the NC State ITF policy Statement. Mutual Fund guidelines will supersede the guidelines of the NC State ITF policy Statement.

VIII. Permitted Investments

The following list is indicative of the investment classes which are appropriate for intermediate term fixed income strategies based on return objectives and liquidity requirements. It should not be construed as an exhaustive list of "allowable" asset types. Security types and/or strategies not specifically enumerated, but which the Investment Committee determine are appropriate, may also be held. In addition, 80% of the total portfolio is to be invested in investment grade securities. The guidelines for the Cash and Cash Equivalents, Core, and Strategic styles listed below are written with the intent to provide investment managers sufficient flexibility to carry out their investment process:

Cash and Cash Equivalents

Holdings of cash and cash equivalents may include the following:

- Money Market funds
- Commercial paper, negotiable certificates of deposit, and Bankers' Acceptances rated at least A-1 by two NRSRO's.
- Repurchase agreements for obligations of the United States or its agencies.
- Bank Loans
- Minimum P-1/A-1 rating or the equivalent from at least two NRSRO's

Core

Obligations of the U.S. Government

This category includes obligations issued by the U.S. Treasury, obligations guaranteed by the U.S. Government, or obligations issued or guaranteed by U.S. Federal Agencies, including but not limited to investments in Agency Mortgage-backed securities.

Securitized Assets

Asset-Backed Securities (ABS) - The investments in ABS shall be rated by an NRSRO at the time of purchase. These mortgage related securities are interests in pools of residential or commercial mortgage loans, including mortgage loans made by savings and loan institutions, mortgage bankers, commercial banks and others. Pools of mortgage loans are assembled as securities for sale to investors by various governmental, government-related and private organizations.

Mortgage Backed Securities (MBS) - A type of asset-backed security that is secured by a mortgage or collection of mortgages. These securities are grouped in one of the top two ratings as determined by an NRSRO and usually pay periodic payments that are similar to coupon payments.

Collateralized Securities (CMO) - Types of debt securities which are secured with collateral consisting of mortgage-related securities. A CMO is a debt obligation of a legal entity that is collateralized by mortgages and divided into classes. Similar to a bond, interest and prepaid principal is paid, in most cases, on a monthly basis. CMO's may be collateralized by whole mortgage loans or private mortgage bonds, but are more typically collateralized by portfolios of mortgage pass-through securities guaranteed by GNMA, FHLMC, or FNMA, and their income streams.

Investment Grade Corporate Debt

Only debt issues that meet or exceed an Investment Grade Corporate rating from at least two NRSRO's may be purchased. After purchase, any downgrade in rating below the stated credit rating standards must be reported to the Board of Directors. In addition, this asset class may invest up to 20% of its total assets in instruments that are to international and or emerging market countries.

(Denominated in US Dollars)

High Yield Debt

These securities are defined as 1) corporate bonds, with credit ratings below BBB- or Baa3 as determined by at least two NRSRO's, or unrated with yields that correspond to other non-investment grade bonds, and 2) Bank Loans, secured senior floating rate financings made by banks and syndicated to investors.

Municipal Obligations

Bonds, notes, and other general obligations of a municipal authority organized within the United States upon which there is no default and having a rating of at least A+ as recognized by at least two NRSRO's.

Derivatives

Interest rate futures and options utilized to hedge the rate sensitivity and maturity of the portfolio are permitted. These instruments are to be used solely to mitigate risk at the portfolio level.

State Treasurers Short Term Investment Fund (STIF)

A portfolio managed by the State Treasurer of North Carolina of highly liquid fixed income securities. These securities are primarily money market instruments and short- to intermediate-term U.S. Treasuries and Agencies. The primary consideration in making investments is safety and liquidity; the secondary consideration is income.

Strategic

Uncorrelated Managers

Unconstrained/Absolute Return fixed income products cover a wide range of approaches designed to produce positive absolute total returns across a variety of market environments. They tactically invest in a diverse set of risk factors, sectors and strategies within fixed income with an aim to maximize risk-adjusted total returns within a specific risk budget. By their nature, unconstrained managers have more flexible investment guidelines. These managers may also implement strategies that do not derive their returns from traditional fixed income securities.

NC State Investment Fund, Inc. (Fund)

A portfolio managed by the Finance Division, based on direction from the Board, of broadly diversified assets allocated in a manner that is intended to achieve the return objective of inflation plus 5.5% (net of fees). Asset allocation guidelines reflect a diversified portfolio and emphasize equity-related investments to achieve the Fund's long-term return objective.

IX. Prohibited Investments

This Policy prohibits the Investment Committee from engaging in any investment that would be considered speculative according to the principles of conservative investment management, whether or not that activity is specifically prohibited elsewhere in this Policy.

X. Distribution Policy

Net earnings of the NC State ITF shall be credited to the respective Participants on a quarterly basis utilizing a 2% annualized distribution rate. Net earnings would still be posted quarterly (even if reinvested) for each Participant to debit ITF and credit earnings. Net Earnings are defined as interest income, dividends, capital gains, less investment operation expenses. Withdrawals for the established spending policy will occur at least annually.

XI. Securities Lending

With the exception of STIF, the Participants may not participate in a securities lending program.