

MUNICIPAL EMPLOYEES' ANNUITY AND BENEFIT FUND OF CHICAGO
A Pension Trust Fund of the City of Chicago

Request for Proposal:

International Small Cap Investment Management Services

September 21, 2020

CONTRACTUAL STANDARD AND DISCLOSURE CERTIFICATION

The Contractual Standard and Disclosure Certification must be submitted on the Respondent's official business letterhead. The Respondent must respond to all questions in the order listed in the certification. The certification must be signed by an individual authorized to legally bind the Respondent.

Respondent must direct all inquiries regarding this questionnaire to:

Steve Yoon at searches@meabf.org and James Wesner at meabf@marquetteassociates.com by **3:00 PM, CST, September 25, 2020.**

Respondent's completed Contractual Standard and Disclosure Certification must be submitted as part of the RFP documents to:

Steve Yoon at searches@meabf.org and James Wesner at meabf@marquetteassociates.com by **3:00 PM, CST, October 19, 2020.**

Throughout this document, "investment adviser" shall refer to the Respondent. Respondent, Fund, Board, and Firm shall mean the same as in the Request for Proposal ("RFP"), respectively.

1. The Illinois Pension Code prohibits contingent and placement fees. No person or entity shall retain a person or entity to attempt to influence the outcome of an investment decision of or the procurement of investment advice or services of the Fund for compensation, contingent in whole or in part upon the decision or procurement. (40 ILCS 5/1-145)

Is your Firm in compliance and willing to continue to comply with this requirement?

YES NO

2. The Illinois Pension Code requires that the investment adviser be (i) registered as an investment adviser under the Federal Investment Advisers Act of 1940 (15 U.S.C. 80b-1, et seq.) or (ii) a bank, as defined in the Federal Investment Advisers Act of 1940 (15 U.S.C. 80b-1, et seq.). (40 ILCS 5/1-113.14 (b))

Does your Firm comply with this requirement?

YES NO

3. The Illinois Pension Code requires that the Respondent enter into a written contract with the Fund to provide investment services.

Is your Firm willing to comply with this requirement?

YES NO

4. The Illinois Pension Code requires acknowledgement in writing by the Respondent that he or she is a fiduciary with respect to the Fund. (40 ILCS 5/1-101.4)

Note that as a fiduciary, you may not engage in certain “prohibited transactions” as set forth in Section 1-110 of the Illinois Pension Code.

Is your Firm willing to comply with this requirement?

YES NO

5. Is your Firm willing to adhere to the Fund’s Investment Policy Statement, as same may be amended from time to time, including but not limited to, if applicable, *M/W/DBE Broker-Dealer Utilization Policy and Restrictions on Investment*? (See Investment Policy Statement [Link](#))

Is your Firm willing to comply with this requirement?

YES NO

6. The Illinois Pension Code requires (i) full disclosure of direct and indirect fees, commissions, penalties, and other compensation, including reimbursement for expenses, that may be paid by or on behalf of the Consultant in connection with the provision of services to the Fund and (ii) that Consultant must update the disclosure promptly after a modification of those payments or an additional payment. (40 ILCS 5/1-113.14 (c) (3))

Is your Firm willing to comply with this requirement?

YES NO

7. The Illinois Pension Code requires disclosure of the names and addresses of (i) Respondent; (ii) any entity that is a parent of, or owns a controlling interest in, the Respondent; (iii) any entity that is a subsidiary of, or in which a controlling interest is owned by, the Respondent; (iv) any persons who have an ownership or distributive income share in the Respondent that is in excess of 7.5%; or (v) serves as an executive officer of the Respondent. (40 ILCS 5/1-113.14 (c) (5))

Please provide the information on a separate sheet and attach it to this Certification including the question number as a reference.

Please confirm that all the data requested above has been provided.

YES NO

8. The Illinois Pension Code requires disclosure of the names and addresses of all subcontractors, if applicable, and the expected amount of money each will receive under the contract, including an acknowledgment that the contractor must promptly make notification, in writing, if at any time during the term of the contract a contractor adds or changes any subcontractors. For purposes of this question, "subcontractor" does not include non-investment related professionals or professionals offering services that are not directly related to the investment of assets, such as legal counsel, actuary, proxy-voting services, services used to track compliance with legal standards, and investment fund of funds where the Fund has no direct contractual relationship with the Respondent or partnerships. (40 ILCS 5/1-113.14 (c) (6))

Is your Firm willing to comply with this requirement?

YES NO

9. The Fund is subject to the Illinois Freedom of Information Act (5 ILCS 140 et seq.) As such, any information in possession of the Fund that is not exempt from disclosure can be disclosed to the public upon request.

Is your Firm willing to adhere to the Illinois Freedom of Information Act?

YES NO

10. The Illinois Pension Code requires the Board to defray reasonable expenses of administering the Fund. In furtherance of this requirement, the Board will make every effort to negotiate the most favorable fee agreement. (40 ILCS 5/1-109 (2))

Is your Firm willing to negotiate fees?

YES NO

11. All Firms submitting bidding proposals to the Fund must provide written disclosures of all political contributions made during the preceding five years to a Board Member or a Board Member's Campaign Committee and any other political contribution expressly prohibited by SEC Rule 206(4)-5 (17 CFR 275.206(4)-5), and provide disclosures in writing of any future political contributions that implicates SEC Rule 206(4)-5. In addition, all Firms submitting bidding proposals to the Fund shall affirm in writing its compliance with SEC Rule 206(4)-5 and shall annually certify such continuing compliance.

Is your Firm in compliance with SEC Rule 206(4)-5?

YES NO

12. Effective January 1, 2015, Section 1-113.21 of the Illinois Pension Code prohibits certain public retirement systems, pension funds, and investment boards from awarding a contract, oral or written, for investment services, consulting services, or commitment to a private market fund, unless the investment advisor, consultant or private market fund first discloses:

- a. The number and percentage of its investment and senior staff who are: (i) a minority person, (ii) a female, and (iii) a person with a disability;
- b. The number of contracts, oral or written, for investment services, consulting services, and professional and artistic services that the investment advisor, consultant, or private market fund has with (i) a minority-owned business, (ii) a female-owned business, or (iii) a business owned by a person with a disability and;
- c. The number of contracts, oral or written, for investment services, consulting services, and professional and artistic services the investment advisor, consultant, or private market fund has with a business other than: (i) a minority-owned business, (ii) a female-owned business, or (iii) a business owned by a person with a disability, if more than 50 percent of services performed pursuant to the contract are performed by (i) a minority person, (ii) a female, or (iii) a person with a disability.

By

Name

Title

Date