

VII. STANDING COMMITTEES

B. Finance, Audit and Facilities Committee

University of Washington Investment Committee Membership Reappointment

RECOMMENDED ACTION

It is the recommendation of the administration and the Finance, Audit and Facilities Committee that the Board of Regents make the following reappointment to the University of Washington Investment Committee:

Reappointment
Orin Smith

March 1, 2013 to September 30, 2015

BACKGROUND

The University of Washington Investment Committee (UWINCO) was established in May 2001 as an advisory committee to the Board of Regents to help oversee the University’s investment programs. A Statement of Principles was adopted to address the administrative functioning of the Committee. UWINCO is comprised of both Regent and non-Regent members. Non-Regent members are investment professionals whose global expertise brings added perspective to the investment process at the University. The President of the University serves as an *ex officio* member.

UWINCO APPOINTMENT DATES

	<u>Terms of Appointment</u>
David Bonderman	10/1/2011 to 9/30/2015
Jeff Brotman, UWINCO Chair	10/1/2011 to 9/30/2014
Michael Larson	10/1/2011 to 9/30/2013
Mary Pugh	10/1/2011 to 9/30/2014
Bryan White	11/1/2012 to 10/31/2015
Regent Orin Smith	3/1/2013 to 9/30/2015 <i>reappointment</i>
President Michael Young	<i>ex officio</i>

REVIEW AND APPROVAL

The recommended action has been reviewed and approved by the Chair of the Board of Regents, the President of the University, the Chair of UWINCO, the Chief Investment Officer, and the Senior Vice President.

Attachments

1. BRG, Standing Orders, Chapter 4, Section 1.B, University of Washington Investment Committee (UWINCO)
2. Orin Smith Bio

Board of Regents Governance

Standing Orders

Chapter 4

Advisory Committees, Commissions, and Boards

1. Advisory Committees and Commissions

B. University of Washington Investment Committee (UWINCO)

1) Establishment of the Committee

The Board of Regents of the University of Washington is vested by statute with responsibility for the management of the properties of the University, including its investment programs.

In May 2001, in recognition of the growth of the investment program in both size and complexity, the Board established under its Finance, Audit and Facilities (FAF) Committee (then known as the Finance and Audit Committee or "FAC") an advisory subcommittee called the University of Washington Investment Committee (UWINCO) to help it oversee investment programs. UWINCO is comprised of both Regent and non-Regent members. Non-Regent members are investment professionals whose expertise brings added perspective to the investment process at the University.

2) Statement of Principles

a) Membership and Terms

UWINCO shall consist of no more than ten members to be appointed by the Board of Regents, plus the President of the University who shall serve ex-officio. These appointments shall be based on recommendations submitted by the Chair of the Board of Regents after consultation with the Chair of UWINCO and the President of the University (or his or her designee).

One or two UWINCO members shall be selected from the Board of Regents. The remaining UWINCO members shall be experienced investment professionals of varying backgrounds with close ties to the University. Criteria for non-Regent membership on UWINCO shall include investment expertise in such areas as private equity, hedge funds, international markets, real estate and institutional investing; access to desirable managers; strategic focus; and commitment to the University of Washington.

Regent and non-Regent members will be asked to make a minimum commitment of three consecutive years, renewable by the Board of Regents.

b) Functions

UWINCO shall advise the Board of Regents (and/or its appropriate committee) and the University President (and/or his or her designee) on matters relating to the management of the University's investment program. This includes, but is not limited to,

the following: overall asset allocation, performance goals, new investment strategies, strategy implementation, manager identification, due diligence, and valuation policy.

c) Meetings

Regular meetings of UWINCO shall be held quarterly. Special meetings may be called by the Chair, the University President (or his or her designee) at any time.

d) Indemnification and Compensation

The University shall indemnify UWINCO members to the fullest extent permitted by law and the Standing Orders of the Board of Regents. UWINCO members shall not be paid for service as committee members.

e) Conflict of Interest

Regent members of UWINCO are governed by conflict of interest rules applicable to Regents. Non-Regent members shall comply with the following conflict of interest provisions:

- i) When a UWINCO member knows that the University is considering a transaction in which he or she has a beneficial interest, the member shall (1) alert the Senior Vice President (or successor official) of his or her potential beneficial interest and (2) not participate in the formulation or rendering of advice with respect to the transaction.
- ii) Committee members shall not participate in the formulation or rendering of UWINCO advice where their participation could be influenced by financial or other considerations that would conflict or could reasonably appear to conflict with their UWINCO obligations to only consider the best interest of the University. Where a member is uncertain about the application of this rule to particular circumstances, he or she should consult the Chair of UWINCO and the Senior Vice President who may seek the advice of the Attorney General's Office as appropriate.
- iii) Committee members may engage in investment transactions with the University if the Chair of UWINCO and the Senior Vice President (who may consult with the Attorney General's Office as he or she deems appropriate) determine that the UWINCO member has not participated in the formulation or rendering of UWINCO advice to the University regarding the transaction.

f) Chair and Vice Chair; Administrative Support

The Chair of UWINCO shall be designated by the Chair of the Board of Regents. The Chair of UWINCO shall designate a Vice Chair from the committee membership. During the absence of the Chair or while he or she is unable to act, the Vice Chair shall perform the duties and exercise the powers of the Chair. The Senior Vice President shall ensure

that UWINCO has appropriate administrative support services, including secretarial assistance and record keeping.

g) Communication

The Chair of the committee and/or the Chief Investment Officer shall provide quarterly reports on the performance of the University's investment program to the Board of Regents (and/or its designated committee).

h) Amendments

This Statement of Principles shall be reviewed annually and updated as needed. Amendments, additions, deletions or replacements, may be recommended by UWINCO. Such changes shall be subject to the approval of the President of the University and the Board of Regents.

BR, January 21, 1977; October 1989; June 9, 1995; September 17, 1999; January 21, 2000; July 12, 2012.

Orin Smith joined Starbucks in early 1990 as Chief Financial Officer and served in this capacity until 1994 when he was made President and Chief Operating Officer with responsibility for all business and operating functions. He was appointed as President and Chief Executive Officer in 2000 where he served until his retirement in 2005. Before he joined Starbucks he spent fourteen years in management consulting with Deloitte Touche where he became Partner in Charge of the Northwest consulting practice.

He currently serves on the Nike Board of Directors, and is the lead director for the Walt Disney Company Board of Directors. He also serves as Chairman of the Starbucks Foundation Board and is a member of Conservation International, and several other NGO boards. He is a past Chairman of the University of Washington Foundation Board and the University of Washington Medicine Board.

In 2004 he was named one of the best CEOs by Business Week and the best CEO in the Restaurant Category for the years 2001 through 2004 by Institutional Investor. In 2002, he received the Harvard Business School Alumni Achievement Award, becoming one of only one hundred and ten graduates to receive the School's highest honor. He is a graduate of the University of Washington as well as Harvard Business School.