**RFP SUITABILITY QUESTIONNAIRE**

This RFP Suitability Questionnaire must be signed by an individual authorized to legally bind your firm and it must be fully completed, meaning that you must check either “Yes” or “No” for each item below and, if you do not, then you must submit an explanation detailing the reason you cannot check “Yes” or “No.” Failure to do so will constitute an incomplete response, and your RFP response will not be considered. Further, if the Fund decides to retain your firm’s services as an investment manager, your firm will be required to enter into a written agreement incorporating your answers to this RFP Suitability Questionnaire and other statutory requirements as required by the Fund. Further, this RFP Suitability Questionnaire will be attached as an exhibit to such written agreement. In the following, the terms “Firm,” “investment adviser” or “investment manager” refer to the entity that will act as investment manager for the awarded contract, regardless of the name used to refer to that entity (e.g. “investment manager,” “general partners,” etc.).

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| 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)). Is your Firm in compliance and willing to continue to comply with this requirement? | | | | | | YES  NO |
| Is your Firm and any other person or entity with investment decision-making authority with respect to the Fund’s investment in your Firm willing to agree in writing to be a “fiduciary” of the Fund in accordance with the Illinois Pension Code, without limitation? Note that as a fiduciary, you, or your investment adviser, may not engage in certain “prohibited transactions” as set forth in Section 1-110 of the Illinois Pension Code. (40 ILCS 5/1-101.2, 40 ILCS 5/1-109, 40 ILCS 5/1-110, 40 ILCS 5/1-114 and 40 ILCS 5/1-115). | | | | | | YES  NO |
| Will there be anybody else rendering investment advice for a fee or other compensation, direct or indirect, with respect to the moneys of the Fund, or that has any authority or responsibility to do so? | | | | | | YES  NO |
| If you answered “Yes” above, please list the names of those entities and individuals.  |  | | --- | |  | |  | |  | | | | | | |  |
| Please confirm that your Firm is familiar and prepared to comply with Articles 1, 1A and 11 of the Illinois Pension Code (See [Link](http://www.ilga.gov/legislation/ilcs/ilcs3.asp?ActID=638&ChapterID=9).). | | | | | | YES  NO |
| Please confirm that you have not and will not 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). | | | | | | YES  NO |
| Is your Firm willing to comply with certain disclosure requirements mandated under the Illinois Pension Code and no less frequently than quarterly provide written reports to the Fund including a statement of all returns on investment reported as net returns after the payment of all fees, commissions and any other compensation? | | | | | | YES  NO |
| Is your Firm willing to adhere to the Illinois Freedom of Information Act (5 ILCS 140 *et seq*.), without limitation, with the understanding that as long as any requested information is not exempt from disclosure, the Fund will comply with requests for access to investment contracts, fee schedules, and any materials submitted to the Fund for review, including your RFP response? Please note that the Fund’s practice is that it will not provide notice to, or require approval from, your Firm prior to responding to FOIA requests. | | | | | | YES  NO |
| For separate account vehicles, if applicable, is your Firm willing to adhere to the Fund’s M/W/DBE Broker-Deal Utilization Policy (See [Investment](http://www.labfchicago.org/investments/policies/) Policy Statement)? | | | | | | YES  NO |
| Is your Firm willing to adhere to the Fund’s Procurement Policy for Investment Advisers and Consultants (See [Investment Policy Statement](http://www.labfchicago.org/investments/policies/))? | | | | | | YES  NO |
| For separate account vehicles, is your Firm willing to adhere to the Fund’s Restrictions on Investments (See [Investment](http://www.labfchicago.org/investments/policies/) Policy Statement) regarding investment managers refraining from purchasing or holding securities of an assault weapons manufacturer if the same investment goals can be achieved through the purchase or holding of another security? | | | | | | YES  NO |
| The Illinois Pension Code requires LABF to defray reasonable expenses of administering the Fund. In furtherance of this requirement, LABF will make every effort to negotiate the most favorable fee agreement. (40 ILCS 5/1-109 (2) Has your Firm provided the most favorable fee schedule?LABF’s Board of Trustees adopted a resolution in support of the Chicago City Treasurer’s aggregated investment fee and pricing initiative to provide more favorable fees based on the aggregate amount invested by City of Chicago pension funds. If additional City of Chicago pension funds have invested or invest in your Firm, is your Firm willing to aggregate assets managed on behalf of City of Chicago pension funds, for the purpose of calculating fees?LABF’s policy requires inclusion of a “most-favored nations” clause in all agreements. Is your Firm willing to be bound by a "most-favored nations" clause for the benefit of the LABF relative to the rights and fees that you charge to your other similarly-situated investors? | | | | | | YES  NO  YES  NO  YES  NO |
| LABF’s practice is to require that a third party indemnify and hold harmless LABF for the third party’s own misconduct. Is your Firm willing to provide such indemnification?LABF’s practice is to reserve all rights to seek all remedies in court (LABF does not consent to arbitration), including the right to a jury trial, and LABF’s further practice is that the venue for any litigation shall be, and third parties shall submit to the jurisdiction of, the Circuit Court of Cook County or the U.S. District Court for the Northern District of Illinois.  Is your Firm willing to agree?To your knowledge: | | | | | | YES  NO  YES  NO |
| Are there any actions, proceedings, or investigations threatened or pending before any tribunal, arbitrator, court or governmental authority, including without limitation, the SEC, FINRA, any state securities regulatory authority or any other regulatory authority having jurisdiction over the company or its affiliates, against or relating to the company, its affiliates, or the officers or directors of the company or its affiliates claiming or alleging: (i) fraud; (ii) violation of any federal or state securities law, rule, or regulation, or (iii) breach of fiduciary duties? | | | | | | YES  NO |
| If you answered “Yes” above, please explain why and describe briefly any relevant facts and circumstances, the court or other entity involved and any judgment, order, decree or similar pronouncement which resulted. We may require additional information. | | | | | |  |
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| During the ten (10) year period prior to the date hereof, have any of the company’s or affiliates’ officers or directors been found liable for, settled, any such violation in any such action, proceeding, or investigation? | | | | | |  |
| If you answered “Yes” above, please explain why and describe briefly the relevant facts and circumstances, the court or other entity involved and any judgment, order, decree or similar pronouncement which resulted. We may require additional information. | | | | | |  |
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| Please provide the following: | | | | | |  |
| If the proposed strategy is: | | | | | |  |
| ***Not a fund-of-funds***, a disclosure of the method for charging and measuring fees, based on the assets under management, including disclosure of the direct and indirect fees, commissions, penalties, and other compensation, including reimbursement for expenses that may be paid by you or on your behalf in connection with the provision of investment services to the Fund: | | | | | |  |
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| ***A fund-of-funds***: | | | | | |  |
| Per 40 ILCS 5/113.15 (a) (ii), a description of any fees, commissions, penalties and other compensation payable, if any, directly by the Fund (which shall not include any fees, commissions, penalties and other compensation payable from the assets of the fund-of-funds or separate account): | | | | | |  |
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| Per 40 ILCS 5/113.15 (a) (iii), a description (or method of calculation) of the fees and expenses payable by the Fund to the investment adviser and the timing of the payment of the fees or expenses: | | | | | |  |
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| Per 40 ILCS 5/113.15 (a) (iv), a description (or the method of calculation) of any carried interest or other performance based interests, fees or payment allocable by the Fund to the investment adviser or an affiliate of the investment adviser and the priority of distributions with respect to such interest: | | | | | |  |
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| Per 40 ILCS 5/113.14 (c) (5) (ii), names and addresses of any entity that is a parent of, or owns a controlling interest in, your Firm: | | | | | |  |
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| Per 40 ILCS 5/113.14 (c) (5) (iii), names and addresses of any entity that is a subsidiary of, or in which a controlling interest is owned by, your Firm: | | | | | |  |
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| Per 40 ILCS 5/113.14 (c) (5) (iv), names and addresses of any persons who have an ownership or distributive income share in your Firm that is in excess of 7.5%: | | | | | |  |
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| Per 40 ILCS 5/113.14 (c) (5) (v), names and addresses of any person who serves as an executive officer of your Firm: | | | | | |  |
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| Per 40 ILCS 5/113.14 (c) (6), the names and addresses of all subcontractors, if any, and the expected amount of money each will receive under the contract. “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 LABF has no direct contractual relationship with the investment managers or partnerships. | | | | | |  |
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| To your knowledge, is your Firm considering to convert into, consolidate or merge with, or sell or transfer substantially all of its assets or business to, another company within the next 12 months. Your response to this question will be kept strictly confidential. | | | | | YES  NO | |

I declare, under penalty of perjury under the laws of the State of Illinois, that all the above statements are true and correct. I understand that any person who knowingly makes any false statement, or falsifies, or permits to be falsified, any record in an attempt to defraud the Fund is guilty of a Class 3 felony.

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