

## GOVERNANCE ISSUES

Contact Officers	Ken Chisholm, 01895 250847
Papers with this report	None

### SUMMARY

This report provides an update on Pension Fund Governance issues. The main issues in this report relate to an update to the Communications Policy and some minor updates to the Statement of Investment Principles.

### RECOMMENDATIONS

**That Committee:**

- 1. Approve the revised Statement of Investment Principles**
- 2. Approve the revised Communications Policy**
- 3. Note the contents of the other items in the report.**

### INFORMATION

#### 1. Revision to the Statement of Investment Principles

The main changes to the Statement of Investment Principles are as follows:

- The investment responsibilities of the Investment Sub Committee, 2<sup>nd</sup> page, have been inserted – section highlighted
- Amendment of Director of Finance to Chief Finance Officer, throughout the statement
- Amendment to treasury management policy to include money market funds information – section highlighted

Committee are asked to approve the revised statement attached at appendix 1.

#### 2. Revision to the Communications Policy

Regulations and good governance require the Fund to publish and maintain a communications policy detailing how the fund will communicate with all stakeholders of the Fund. As agreed in 2010, the current policy, published in 2006, has now been reviewed and updated. Committee are now asked to authorise the publication of this revised policy, attached at appendix 2.

### 3. Future Member Training and Development Events

<b>DATE</b>	<b>EVENT</b>	<b>LOCATION</b>
16-18 May	NAPF Local Authority Conference	West Midlands
13 Oct	UBS First Steps	London
7 Apr or 10 Nov	UBS Second Steps	London
12 May or 23 Nov	UBS Third Steps	London
9 Nov	CIPFA Annual Pensions Conference	London

### FINANCIAL IMPLICATIONS

Direct Financial implications arising from the report on the SolP are the ongoing cost of member training. This cost will vary annually depending on the level of training required.

### LEGAL IMPLICATIONS

The SolP report complies with regulation 12 of the Local Government Pension Scheme (Management and Investment of Funds) Regulations 2009 which came into force on 1<sup>st</sup> January 2010.

# Statement of Investment Principles

(Revised March 2011)

## INTRODUCTION

- The London Borough of Hillingdon (the Council) is the administering authority of the London Borough of Hillingdon Pension Fund (the Fund). The Fund operates under the national Local Government Pension Scheme (LGPS), which was established by statute to provide death and retirement benefits for all eligible employees. This Statement of Investment Principles applies to the Fund.
- In preparing the Statement of Investment Principles, the Council has consulted its professional advisers and representatives of the members of the Fund and has received written advice from the Fund Actuary and the Investment Practice of Hymans Robertson LLP.
- The Local Government Pension Scheme (Management and Investment of Funds) Regulation 2009 sets out the powers and duties of the administering authority (the authority) to invest Fund monies. The authority is required to invest any monies which are not required immediately to pay pensions and any other benefits and, in so doing, to take account of the need for a suitably diversified portfolio of investments and the advice of persons properly qualified on investment matters.
- The CIPFA Pension Panel's guidance "Principles for Investment Decision Making in the Local Government Pension Scheme in the United Kingdom" which was issued in 2002 brought together ten principles with practical comment on their application to funds in England, Wales, Scotland and Northern Ireland. In 2008, following extensive consultation, the ten original principles which were issued by the government for application to pension funds, corporate and public sector were updated and consolidated into six new principles.
- The Investment Governance Group, with members drawn from the Pensions Regulator, the Department for Communities and Local Government, the CIPFA Pension Panel and LGPS interests, examined these six principles and with the agreement of the Pensions Regulator made changes to the wording to reflect the particular circumstances of the LPPS. The revised principles and guidance reflecting the changes in wording was released at the end of 2009 and this Statement complies with the disclosure of the revised principles.
- This Statement of Investment Principles outlines the broad rules governing the investment policy of the Pension Fund. Attached, at Appendix A, are the new six headline principles of investment decision making and disclosure and the extent to which the London Borough of Hillingdon complies with the principles.
- The Council has delegated its responsibilities in relation to investment policy to the Pensions Committee.

- Management of the investments is carried out by fund managers appointed by the Pensions Committee. Fund Managers work within the policies agreed by the Pensions Committee.
- The Council's investment powers are set out in Regulations made by the Department of Communities and Local Government, applicable to the Local Government Pension Scheme. This Statement is consistent with these powers.
- The investment managers may only delegate their duties to a third party in accordance with the terms of their client agreement and subject to providing appropriate safeguards to the Council.

## **INVESTMENT RESPONSIBILITIES**

The structure of investment responsibilities and decision making is listed below and follows best practice adopted by other Local Authorities in relation to their Pension Schemes.

The **Pensions Committee** has responsibility for:

- Appointing the investment manager(s) and any external consultants felt to be necessary,
- Appointing the custodian,
- Reviewing on a regular basis (quarterly) the investment managers' performance against established benchmarks, and satisfying themselves as to the managers' expertise and the quality of their internal systems and controls,
- Ensuring that investments are sufficiently diversified, are not over concentrated in any one type of investment, and that the Fund invests in suitable types of investments,
- Approving the Statement of Investment Principles, and
- Monitoring compliance with the Statement and reviewing its contents from time to time.

**The Investment Sub Committee** has responsibility for:

- Monitoring financial risks, including all investment risks relative to liabilities, within the Pension Committee's risk framework,
- Keeping asset allocation under review within range guidelines set by the Pension Committee,
- Considering the framework for the allocation of new money among managers and similarly, in the event that assets need to be realised,
- Formally reviewing the mandates of the managers, and their adherence to their expected investment process and style,
- Considering the need for any changes to the investment managers' mandates or manager arrangements,
- Evaluating the credentials of potential managers and make recommendations to the Pension Committee in respect of any change of managers.
- Monitoring the investment advice from their investment consultant and investment adviser at least annually,
- Maintaining the Funds Statement of Investment Principles.

The **Chief Finance Officer** has responsibility for:

- Preparation of the Statement of Investment Principles to be approved by the Pensions Committee,
- Assessing the needs for proper advice and recommending to the Committee when such advice is necessary from an external adviser,
- Deciding on whether internal or external investment management should be used for day to day decisions on investment transactions,
- Ensuring compliance with the Statement of Investment Principles and bringing breaches thereof to the attention of the Pensions Committee, and
- Ensuring that the Statement of Investment Principles is regularly reviewed and updated in accordance with the Regulations.

The **Investment Consultants** are responsible for:

- Assisting the Pensions Committee and the Chief Finance Officer in their regular monitoring of the investment managers' performance,
- Assisting the Pensions Committee and the Chief Finance Officer in the setting of investment strategy
- Assisting the Pensions Committee and the Chief Finance Officer in the selection and appointment of investment managers and custodians, and
- Assisting the Pensions Committee and the Chief Finance Officer in the preparation and review of this document

The **Actuary** is responsible for:

- Assisting the Pensions Committee in the preparation and review of this document, and
- Providing advice as to the maturity of the Fund and its funding level in order to aid the Pensions Committee in balancing the short-term and long-term objectives of the pension Fund.

The **Investment Managers** are responsible for:

- The investment of the Fund's assets in compliance with prevailing legislation, the constraints imposed by this document and the detailed Investment Management Agreement,
- Tactical asset allocation around the strategic benchmark,
- Security selection within asset classes,
- Preparation of quarterly reports including a review of investment performance,
- Attending meetings of the Pensions Committee as requested,
- Assisting the Pensions Committee and the Chief Finance Officer in the preparation and review of this Statement, and
- Voting shares in accordance with the Council's policy except where the Council has made other arrangements.

The **Custodian** is responsible for:

- Its own compliance with prevailing legislation,
- Providing the authority with quarterly valuations of the Fund's assets and details of all transactions during the quarter
- Collection of income, tax reclaims, exercising corporate administration and cash management.
- Providing a Securities Lending Service and complying with the limitation that no more than 25% of the fund is to be on loan.

## **FUND LIABILITIES**

### **Scheme Benefits**

The LGPS is a defined benefit scheme, which provides benefits related to final salary for members. Each member's pension is specified in terms of a formula based on salary and service and is unaffected by the investment return achieved on the Fund's assets. Full details of the benefits are set out in the LGPS regulations.

### **Financing benefits**

All active members are required to make pension contributions based on the percentage of their pensionable pay as defined in the LGPS regulations.

The London Borough of Hillingdon is responsible for meeting the balance of costs necessary to finance the benefits payable from the Fund by applying employer contribution rates, determined from time to time by the Fund's actuary.

### **Actuarial valuation**

The Fund is valued by the actuary every three years in accordance with the LGPS regulations and monitored each year in consultation with employers and the actuary. Formal inter-valuation monitoring has also been commissioned.

## **INVESTMENTS**

### **Approach**

- The investment approach is to appoint expert fund managers with clear performance benchmarks and place maximum accountability for performance against those benchmarks with the investment manager.
- Overall, the strategic benchmark is intended to achieve a return such that the Fund can, without excessive risk, meet its obligations without excessive levels of employers' contributions.
- Performance is monitored quarterly and a formal review to confirm (or otherwise) the continued appointment of existing managers is undertaken annually.
- The investment strategy is reviewed annually, with a major review taking place following the triennial actuarial valuation.

### **Investment managers and advisers**

The investment managers currently employed by the Council to manage the assets of the Fund are, Adams Street Partners, Alliance Bernstein, Fauchier Partners, Goldman Sachs Asset Management, LGT Capital Partners, M&G Investment Management, Macquarie Capital Funds, Marathon Asset Management, Ruffer LLP, State Street Global Advisors and UBS Global Asset Management. Each manager is responsible for the day-to-day management of a portfolio of investments for the Fund.

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Custodian services for the Fund's assets are provided by Northern Trust.

The investment managers are authorised under the Financial Services and Markets Act 2000 to undertake investment business.

Hymans Robertson LLP act as the Fund's Actuary and Investment Consultant and give written advice on appropriate investment strategies. Scott Jamieson acts as an independent advisor to the pension fund and provides advice and challenge on appropriate investment strategies.

Client agreements have been made with each of the above investment managers and advisers. The Chief Finance Officer has been delegated the authority to agree amendments to these agreements.

The Pension Committee regularly monitors the performance of the investment managers and its advisers, on behalf of the Council.

### **Types of investments to be held and the balance between these investments**

Based on expert advice and taking into account the Fund's liabilities, the Pension Committee has determined a benchmark mix of assets considered suitable for the Fund. The asset mix currently includes equities (public and private), bonds (government, corporate and index-linked), property, cash and absolute return and fund of hedge fund strategies. Investments are made in the UK, the major overseas markets and in emerging markets. The fund managers have discretion to vary the allocation of investments between markets on a tactical basis. Appendix D shows the benchmarks for the fund managers and the permitted ranges in which the assets can fluctuate, as at the date of this document.

A review study is carried out after each actuarial revaluation and used to consider the suitability of the existing investment strategy.

### **The suitability of investments**

The managers may invest in equities and bonds, including collective vehicles, property and cash, consistent with their mandates, without consultation with the Council. Managers invest in accordance with Schedule 1 'Limits on Investments' of the LGPS (Management and Investment of Funds) Regulations 2009 as amended. The current Limits for the London Borough of Hillingdon Pension Fund are set out at Appendix B.

Other types of investment may be approved by the Committee after taking professional advice.

### **The expected return on investments**

Investment managers are given target performance standards and their actual performance is measured against these. These targets (gross of fees) are:

Alliance Bernstein	- 2.00% p.a. in excess of benchmark
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Fauchier	- 5.00% p.a. in excess of benchmark
Goldman Sachs	- 0.75% p.a. in excess of benchmark
M&G	- 5.00% p.a. in excess of benchmark
Marathon	- Outperform benchmark
Macquarie	- Outperform internal rate of return hurdle
Ruffer	- Outperform benchmark
State Street Global Advisors	- Achieve Benchmark
UBS Asset Management	- 2.00% p.a. in excess of benchmark
UBS Property	- 1.00% p.a. in excess of benchmark

Overall, the targets are intended to achieve above average performance, relative to earnings and inflation, without excessive risk, so that the Fund can meet its obligations without excessive levels of employer's contribution.

Performance is monitored quarterly and a formal review to confirm (or otherwise) the continued appointment of existing managers is undertaken annually.

### **Fee Structures**

Alliance Bernstein	- Tiered fee based on portfolio value.
Fauchier	- Performance based
Goldman Sachs	- Tiered fee based on portfolio value.
M&G	- Fixed based on drawn capital
Marathon	- Performance based
Macquarie	- Fixed fee on committed capital + performance fee
Ruffer	- Fixed flat fee based on portfolio value
State Street Global Advisors	- Fixed flat fee based on portfolio value.
UBS Asset Management	- Tiered fee based portfolio value.
UBS Property	- Fixed fee based on portfolio value.
Hymans Robertson	- Price per piece
Scott Jamieson	- Fixed fee

In each case best value is the basis for selection of fee structures.

### **Risk and diversification of investments**

It is the Council's policy to invest the assets of the Fund so as to spread the risk on investments.

The diversification of asset types is intended to ensure a reasonable balance between different categories of investments so as to reduce risk to an acceptable level.

Each manager is expected to maintain a diversified portfolio within each asset class and is permitted to use collective investment vehicles as a means of providing diversification in particular markets.

Where managers wish to use futures, specific arrangements are agreed to limit the Fund's exposure to risk.



The management of Fund assets is spread over more than one manager, with different performance targets, as a further measure to reduce overall risk.

The key risks facing the Pension Fund are reported to the Pension Committee on a quarterly basis where they are monitored and reviewed.

### **The realisation of investments**

The majority of stocks held by the Fund's Investment Managers are quoted on major stock markets and may be realised quickly if required. Property and private equity investments, which are relatively illiquid, currently make up a modest proportion of the Fund's assets. In general, the investment managers have discretion as to the timing of realisations. If it becomes necessary for investments to be sold to fund the payment of benefits, the Pension Committee and the manager(s) will discuss the timing of realisations.

### **Pension Fund Treasury Management Policy**

The Local Government Pension Scheme (Management and Investment of Funds) 2009 requires the pension fund to hold its own separate bank account. The use of a separate pension fund bank account requires the introduction of a dedicated treasury management activity solely for the pension fund.

The prime objective of the pension fund treasury management activity is the security of the principal sums invested. As such it will take a prudent approach towards the organisations employed as the banker and deposit taker.

For the Banker, the minimum criteria will be the lowest equivalent short term and long term ratings assigned by Fitch, Moody's and Standard & Poor's (where assigned).

Long term minimum: A+ (Fitch); A1 (Moody's); A+ (S&P)

Short term minimum: F1 (Fitch); P-1 (Moody's); A-1 (S&P)

The deposit taker will be limited to AAA-rated money market fund.

The Pension Fund will also take into account information on corporate developments of and market sentiment towards these organisations.

The pension fund will ensure it has adequate, though not excessive, cash resources to enable it at all times to have the level of funds available to it which are necessary for the achievement of its objectives.

The pension fund may borrow by way of temporary loan or otherwise any sums which it may require for the purpose of paying benefits due under the scheme, or to meet investment commitments arising from the implementation of a decision by it to change the balance between different types of investment. The pension fund may only borrow money for these circumstances if, at the time of borrowing, the pension fund reasonably believes that the sum borrowed and interest charged in respect of such sum can be repaid out of its pension fund within 90 days of the date of the borrowing.

The pension fund will ensure that it has identified the circumstances which may expose it to the risk of loss through fraud, error, corruption or other eventualities in its treasury

management dealings. Accordingly, it will employ suitable systems and procedures, and will maintain effective contingency management arrangements, to these ends.

In terms of treasury management the Pension Fund will operate separately from the Council and as such any transactions carried out by or on behalf of either party will be settled by cash transfer in a timely manner. The financial accounting is also separated, monitored and reconciled, to ensure any balances are identified and accounted for in the proper manner.

## **POLICY ON SOCIALLY RESPONSIBLE INVESTMENT**

The Council supports the principle of socially responsible investment, within the requirements of the law and the need to give the highest priority to financial return. The investment managers are expected to have regard to the impact of corporate decisions on the value of company shares in making their investment decisions. The Council will consider supporting actions designed to promote best practice by companies where necessary and appropriate. The investment managers' discretion as to which investments to make will not normally be overridden by the Council, except on the basis of written information from other advisers.

The Pensions Committee has discussed socially responsible investment in the context of investment strategy. It has decided that the principle of the Fund's investment policy is to obtain the best possible return using the full range of investments authorised under the Local Government Pension Scheme regulations.

The Council is a member of Local Authority Pension Fund Forum (LAPFF) and uses it as a platform for engagement on environmental, socially responsible issues and corporate governance rather than disinvesting.

The Council supports the Stewardship Code issued by the Financial Reporting Council, however in practice the fund's policy is to apply the code through its fund managers and membership of LAPFF. (See appendix E)

In addition to the Stewardship Code the Council also supports the UK Environmental Investor Code and the CERES Principles.

## **EXERCISE OF RIGHTS ATTACHING TO INVESTMENT**

It is the Council's policy to be an active shareholder. Where the pension Fund has securities held in a portfolio which have associated with them a right to vote on resolutions, the Pension Committee has delegated the exercise of these rights to the Fund Managers in accordance with the authority's corporate governance policy. The Council's policy is that that all proxies are to be voted where practically possible.

The Council's policy on corporate governance is that it normally expects the Fund Managers and companies to comply with the Combined Code published by the London Stock Exchange in June 1998 following the recommendations of the Hampel Committee. The Code integrated the earlier Cadbury and Greenbury Codes together with some additional recommendations.

Fund Managers' right to vote on behalf of the Fund are subject to conforming with the overall principles set out in this Statement and with the prevailing regulations.

From time to time, the Pension Committee may feel strongly concerning certain policies and at this time would advise the managers how to execute their votes. Attached at Appendix C are the Pension Committee's broad guidelines on exercising the Council's voting rights.

## **STOCK LENDING**

The Stock Lending programme is managed by the Fund's custodian Northern Trust. They comply with the limitation that no more than 25% of the fund is to be on loan.

All loans are fully collateralised with Government obligations, Local Authority Bonds or Bills, letters of credit, certificates of deposit or equities issues.

Information regarding Stock Lending activity is reported to Pensions Committee on a quarterly basis.

## **COMPLIANCE**

The London Borough of Hillingdon as the administering authority of the London Borough of Hillingdon Pension Fund complies with the guidance given by the Secretary of State.

The investment managers and all other investment advisers are requested to exercise their investment powers in support of the principles set out in this Statement and in accordance with the Regulations.

The Pension Committee reviews the performance of the investment managers on a quarterly basis. Northern Trust provides an independent monitoring service. Officers meet with Fund Managers on a quarterly basis and make a report on those meetings to Committee. Professional advice is taken as appropriate and an annual review is carried out. This Statement of Investment Principles is reviewed by the Pensions Committee at least annually and revised when necessary.

**CIPFA Principles for Investment Decision Making and Disclosure**

The table below identifies the basis and status of Compliance of the Pension Fund with the CIPFA Principles of Investment Decision Making and Disclosure.

<p>Principle 1 Effective Decision Making</p>	<p>Administering Authorities should ensure that:</p> <ul style="list-style-type: none"> <li>• decisions are taken by persons or organisations with the skills, knowledge, advice and resources necessary to make them effectively and monitor their implication and</li> <li>• those persons or organisations have sufficient expertise to be able to evaluate and challenge the advice they receive, and manage conflicts of interest.</li> </ul>	<p>Compliant</p> <p>All investment decisions are taken within a clear and documented structure by the Pension Committee, which is responsible for the Management of the Council's Pension Fund. Committee are provided with bespoke training when specific decisions are required and have committed to regular training.</p> <p>The officer support team has sufficient experience to support Committee in making decision making responsibilities. It undertakes regular training as part of a continued personal development plan.</p> <p>There is an Investment Sub Group made up of senior officers, committee members, the scheme adviser and an independent Chair which acts as a specialist investment and asset allocation advisory body.</p> <p>An independent adviser sits on the Pension Committee to add additional challenge to the advice received.</p>
<p>Principle 2 Clear objectives</p>	<p>An overall investment objective(s) should be set out for the fund that takes accounts of the scheme's liabilities, the potential impact on local taxpayers, the strength of the covenant for non-local authority employers, and the attitude to risk of both the administering authority and scheme employers and these should</p>	<p>Compliant</p> <p>The investment objectives and attitudes to risk are set out in the Statement of Investment Principles and Funding Strategy Statement.</p> <p>Overall fund objects are reviewed properly as part on the ongoing</p>

	be clearly communicated to advisors and investment managers.	monitoring of the fund.
Principle 3 Risk and liabilities	<p>In setting and reviewing their strategy, administering authorities should take account of the form and structure of liabilities.</p> <p>These include the implication for local taxpayers, the strength of the covenant for participating employers, the risk of their default and longevity risk.</p>	<p>Compliant</p> <p>The review of the Funding Strategy takes into account relevant issues and implications.</p>
Principle 4 Performance assessment	<p>Arrangements should be in place for the formal measurement of performance of the investments, investment managers and advisers.</p> <p>Administering authorities should also periodically make a formal assessment of their own effectiveness as a decision making body and report on this to scheme members.</p>	<p>Partly Compliant</p> <p>Both the performance of the fund and the performance of the fund managers are monitored on a regular basis. Committee procedures, decision making and deferral of decisions are recorded in the committee papers.</p> <p>Assessment of the authority's own effectiveness and that of the advisers is yet to be implemented.</p>
Principle 5 Responsible ownership	<p>Administering authorities should:</p> <ul style="list-style-type: none"> <li>• adopt, or ensure their investment managers adopt, the Institutional Shareholders' Committee Statement of Principles on the responsibilities of shareholders and agents</li> <li>• include a statement of their policy on responsible ownership in the statement of investment principles</li> <li>• report periodically to scheme members on the discharge of such responsibilities.</li> </ul>	<p>Partially Compliant</p> <p>The Council includes a policy on Socially Responsible Investment within the Statement of Investment Principles.</p> <p>Fund manager engagement and Local Authority Pension Fund Forum activities are reported and reviewed on a quarterly basis.</p>
Principle 6	Administering authorities should:	Partially Compliant

<p>Transparency and reporting</p>	<ul style="list-style-type: none"> <li>• act in a transparent manner, communicating with shareholders on issues relating to their management of investment, its governance and risks, including performance against stated objectives</li> <li>• provide regular communication to scheme members in the form they consider most appropriate.</li> </ul>	<p>The Statement of Investment Principles and Funding Strategy Statement are published on the Council's website and are updated as required.</p> <p>The Pension Annual Report provides details of manager and fund monitoring and is available on the Council website. Members are directed to the website but hard copy reports are available on request.</p> <p>The minutes and decisions taken at Pension Committee meetings are available on the Council website.</p>
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## APPENDIX B

### Limits on Investments

The Local Government Pension Scheme (Management and Investment of Funds) Regulations 2009 as amended, Schedule 1, set out the legal requirements which apply to the investments of the Fund. The statutory regulations specify the following restrictions on investments:

Investment	Limit
Any single sub-underwriting contract	1%
All contributions to any single partnership	2%
All contributions to partnerships.	5%
The sum of: All loans (except Government Loan) Any deposits with any local authority; or any body with power to issue a precept or requisition to a local authority, or to the expenses of which a local authority can be required to contribute, which is an exempt person (within the meaning of the 2000 Act) in respect of accepting deposits as a result of an order made under section 38(1) of that Act.	10%
All investments in unlisted securities of companies	10%
Any single holding (but see paragraphs 1 and 2 below).	10%
All deposits with any single bank, institution or person (other than the National Savings Bank).	10%
All sub-underwriting contracts.	15%
All investments in units or shares of the investments subject to the trusts of unit trust scheme managed by any one body (but see paragraph 2 below	25%
All investments in open-ended investment companies where the collective investment schemes constituted by the companies are managed by one body.	25%
All investments in unit or other shares of the investments subject to the trusts of unit trust schemes and all investments in open-ended investment companies where the unit trust schemes and the collective investment schemes constituted by those companies are managed by any one body (but see paragraph 2 below).	25%
Any single insurance contract.	25%
All securities transferred (or agreed to be transferred) by the authority under stock lending arrangements.	25%
<p>Restrictions identified in the above table does not apply if:</p> <ul style="list-style-type: none"> <li>the investment is made by an investment manager appointed under regulation 8; and</li> <li>the single holding is in units or other shares of the investments subject to the trusts of any one unit trust scheme.</li> </ul> <ul style="list-style-type: none"> <li>• Restrictions identified in the above table do not apply to: <ul style="list-style-type: none"> <li>National Savings Certificates;</li> <li>fixed-interest securities issued by Her Majesty's Government in the United Kingdom, the Government of Northern Ireland or the Government of the Isle of Man and registered in the United Kingdom or the Isle of Man or Treasury Bills;</li> <li>any securities the payment of interest on which is guaranteed by Her Majesty's Government in the United Kingdom or the Government of Northern Ireland; or</li> <li>a deposit with a relevant institution.</li> </ul> </li> </ul>	

An Investment Management Agreement is in place with each Fund Manager which clearly defines the investment guidelines for the portfolio they manage.

If individual managers invest outside the laid down investment guidelines then they will consult with the Chief Finance Officer for direction and report to the Pension Committee at the next available opportunity.



**Voting Guidelines**

The main focus is to promote maximum long-term shareholder value and protect the interest of shareholders.

Recommendations	For / Against	Voting Guidance
General		Vote with Fund managers Take into account the principles derived from the Combined Code and related UK initiatives
Environmental Concerns The UK Environmental Investor Code		Encourage and support companies that demonstrate a positive environmental response. Commitment to environmental excellence, monitor their impacts, improvements in their performance, comply with all legislation, regular reports of progress on environmental standards
The CERES Principles		Adopt the CERES principles, corporations have a responsibility for the environment, they are stewards, mustn't compromise the ability of future generations to sustain themselves.
Human Rights		Ensure high standards of employment and industrial relations in all companies
SRI		Consider socially responsible and governance issues but abide by legal rules which may limit investment choice on purely socially responsible and governance grounds, consideration to financial interest of fund members comes first.
The Report and Accounts	For	Legal regulatory requirements are met
	Against	Material inadequacies in the report and accounts
Directors Election	For	Regular re-election, full autobiographical information
	Against	Insufficient information, no regular re-election, appointment combining chairman and chief executive
Non-Executive directors	For	Independent of management, exercise free independent judgement
	Against	Lack of independence, automatic reappointment
Employment Contracts	For	Contract period no more than 2 years
	Against	Contract over 2 years
Directors Remuneration and employee share schemes	For	Remuneration must be visible, share schemes open to all staff, schemes costs and value are quantified by the company,
	Against	Remuneration above the market rate, poor performance rewards, Shares schemes only open to directors and option schemes that are not quantified.

Appointment of Auditors	For	Protect independence of auditors and ensure non-audit work is less than 25%of total fees. Appointment of auditors be for at least 5 years.
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## APPENDIX D

### Investment Structure – Performance Benchmark, Permitted Ranges and Comparative Indices

<b>ALLIANCE BERNSTEIN</b>			
Asset Class	Benchmark %	Ranges %	Index
North America	35	20 – 50	FTSE: AW North America
Europe (Ex UK)	30	15 - 45	FTSE: Developed Europe ex-UK
Japan	15	0 – 30	FTSE: AW Japan
Pacific (Ex Japan)	10	0 – 25	FTSE: Developed Asia Pacific ex-Japan
Emerging Markets	10	0 – 25	FTSE All World Emerging Markets
Cash	0	0 – 10	
<b>Total</b>	<b>100</b>		

<b>FAUCHIER</b>			
Asset Class	Benchmark %	Ranges %	Index
Fund of Hedge Funds	100	n/a	LIBOR 3 month
<b>Total</b>	<b>100</b>		

<b>GOLDMAN SACHS</b>			
Asset Class	Benchmark %	Ranges %	Index
UK Fixed Interest	70	60-80	iBoxx Sterling Non Gilts
UK Index-Linked (over 5 years)	30	20-40	UK Index Linked Gilts over 5 year
<b>Total</b>	<b>100</b>		

<b>MARATHON</b>			
Asset Class	Benchmark %	Ranges %	Index
Global Equities	100	n/a	MSCI World
<b>Total</b>	<b>100</b>		

<b>Ruffer</b>			
Asset Class	Benchmark %	Ranges %	Index
Absolute Return	100	n/a	LIBOR 3 month
<b>Total</b>	<b>100</b>		

<b>STATE STREET GLOBAL ASSET MANAGEMENT</b>			
Asset Class	Benchmark %	Ranges %	Index
UK Equity Index sub-Fund	44	<b>Rebalanced Quarterly +/- 10% of Benchmark</b>	FTSE All Share
North America Equity Index sub-fund	11		FTSE World North America
Europe ex UK Equity Index sub-fund	11		FTSE World Europe ex UK
Asia Pacific Equity Index sub-fund	11		FTSE Developed Asia Pacific
Emerging Markets Equity Index fund	3		FTSE All-World All Emerging
UK Conventional Gilts All Stocks fund	1.5		FTA British Govt Conventional Gilts All Stocks
Index-Linked Gilts All-Stocks Index fund	10		FTA British Govt Index Linked Gilts All Stocks
Sterling Corporate Bond All Stocks fund	8.5		Merrill Lynch Sterling Non Gilt
<b>Total</b>	<b>100</b>		

<b>STATE STREET GLOBAL ASSET MANAGEMENT Account 2</b>			
Asset Class	Benchmark %	Ranges %	Index
Sterling Corporate Bond All Stocks Index sub-Fund	50	<b>+/- 10% of Benchmark</b>	Merrill Lynch Sterling Non Gilt
Sterling Liquidity sub-Fund	50		
<b>Total</b>	<b>100</b>		

<b>UBS GLOBAL ASSET MANAGEMENT – EQUITIES</b>			
Asset Class	Benchmark %	Ranges %	Index
UK Equities	100	40 - 100	FTSE All Share
Cash	0	0 – 10	
<b>Total</b>	<b>100</b>		

<b>UBS PROPERTY</b>			
Asset Class	Benchmark %	Ranges %	Index
Property	100	+/- 25%	IPD Index
Cash	0	0 - 10	
<b>Total</b>	<b>100</b>		

**Stewardship Code**

<b>Principle</b>	<b>Response</b>
Principle 1 – Institutional investors should publicly disclose their policy on how they will discharge their stewardship responsibilities.	<p>The London Borough of Hillingdon Pension Fund takes its responsibilities as a shareholder seriously. It seeks to adhere to the Stewardship Code, and encourages its appointed asset managers to do so too. Stewardship is seen as part of the responsibilities of share ownership, and therefore an integral part of the investment strategy.</p> <p>In practice the fund’s policy is to apply the Code both through its arrangements with its asset managers and through membership of the LAPFF and NAPF.</p>
Principle 2 - Institutional investors should have a robust policy on managing conflicts of interest in relation to stewardship and this policy should be publicly disclosed.	<p>The fund encourages the asset managers it employs to have effective policies addressing potential conflicts of interest.</p> <p>In respect of conflicts of interest within the fund, pension committee members are required to make declarations of interest prior to committee meetings.</p>
Principle 3 - Institutional investors should monitor their investee companies	<p>Day-to-day responsibility for managing our investments is delegated to our appointed asset managers, and the fund expects them to monitor companies, intervene where necessary, and report back regularly on activity undertaken. Reports from our fund managers on voting are received and engagement activity is reported to committee quarterly.</p> <p>In addition the fund receives ‘alerts’ from Local Authority Pension Fund Forum. These highlight corporate governance issues of concern and are considered accordingly.</p>
Principle 4 - Institutional investors should establish clear guidelines on when and how they will escalate their activities as a method of protecting and enhancing shareholder value.	<p>As highlighted above, responsibility for day-to-day interaction with companies is delegated to the fund’s asset managers, including the escalation of engagement when necessary. Their guidelines for such activities are expected to be disclosed in their own statement of adherence to the Stewardship Code.</p> <p>On occasions, the fund may participate in escalation of poignant issues, principally through engagement activity through the Local Authority Pension Fund Forum.</p>
Principle 5 - Institutional investors should be	<p>The fund seeks to work collaboratively with other institutional shareholders in order to maximise the influence that it can have on</p>

willing to act collectively with other investors where appropriate.	individual companies. The fund seeks to achieve this through membership of the Local Authority Pension Fund Forum, which engages with companies over environmental, social and governance issues on behalf of its members.
Principle 6 - Institutional investors should have a clear policy on voting and disclosure of voting activity.	<p>In respect of shareholder voting, the fund seeks to exercise votes attached to its UK equity holdings, and to vote where practical in overseas markets.</p> <p>Responsibility for the exercise of voting rights has been delegated to the fund's appointed asset managers and this includes consideration of company explanations of compliance with the Corporate Governance Code.</p> <p>Regular reports are received from the asset managers on how votes have been cast, and controversial issues can be discussed at panel meetings.</p> <p>The fund does not currently disclose any voting data.</p>
Principle 7 - Institutional investors should report periodically on their stewardship and voting activities	The fund reports annually on stewardship activity through a specific section on "Responsible Investing" in its annual report.

## COMMUNICATION POLICY STATEMENT

### THE LOCAL GOVERNMENT PENSION SCHEME REGULATIONS 1997 (as amended)

**Issued by: Corporate Finance**

**Authorised by: Pensions Committee March 2011**

The Council is required by regulation 106B of the Local Government Pension Scheme Regulations 1997 to maintain and publish a communications policy statement.

Under the terms of Regulation 67 of the Local Government Pension Scheme (Administration) Regulations 2008, the Council must publish a statement of policy concerning communications with scheme members and employing authorities.

This Communications Policy Statement concerns communications with scheme members, representatives of members, prospective members and employing authorities. It details:

- a) the provision of information and publicity about the Scheme
- b) the format, frequency and method of distributing such information or publicity, and
- c) the promotion of the scheme to prospective members and their employing authority

As a provider of an occupational pension scheme, the Council is obliged to satisfy the requirements of the Occupational Pension Schemes (Disclosure of information) Regulations and the Pensions Act 2004. Previously the disclosure requirements have been prescriptive, concentrating on timescales rather than quality. From 6 April 2006 more generalised disclosure requirements were introduced, supported by a Code of Practice. The type of information that pension schemes are required to disclose will remain very much the same as before, although the prescriptive timescales are being replaced with a more generic requirement to provide information within a "*reasonable period*". The Code of Practice issued by the Pensions Regulator in September 2005 sets out suggested timescales in which the information should be provided. While the Code itself is not a statement of the law, and no penalties can be levied for failure to comply with it, the Courts or a tribunal must take account of it when determining if any legal requirements have not been met.

There are a number of stakeholders that have an interest in the affairs of the Fund and these may be summarised as follows:-

STAKEHOLDER	PRIMARY INTERESTS
1. London Borough of Hillingdon as Administering Authority	The London Borough of Hillingdon as the administering authority is responsible administering the scheme in accordance with the regulations and ensuring that the cost of scheme is kept to an acceptable level for all of its Stakeholders. As part of this function the authority endeavors to maintain the stability of cost of the scheme and exercise it's fiduciary



	duty to other stakeholders whom it must treat equally. The Authority will also maintain and adapt an investment strategy to meet the aims above.
<b>2. Scheme Scheduled Employers:</b> Uxbridge College Stockley Academy Harefield Academy Guru Nanak Sikh School London Housing Consortium	Scheduled Employers main interests, are the cost to them of participating in the Scheme, and how the Administering Authority plans to achieve a method to stabilize the cost of the scheme. The investment strategy is the principal tool used to achieve these aims.
<b>3. Scheme Admission Employer Bodies:</b> Hillingdon & Ealing Citizens Advice Heathrow Travel Care Lookahead Housing & Care Yes Dining MITIE Technical Services Greenwich Leisure	Admission Employer Bodies main interests are the cost to them of participating in the Scheme, and how the Administering Authority plans to achieve a method to stabilize the cost of the scheme. The investment strategy is the principal tool used to achieve these aims.
<b>4. Active Members:</b>  Current employees, of Hillingdon and of the London Borough of Hillingdon Pension Fund, Scheduled and Admitted bodies, who have elected to join the scheme	Active members need to be kept informed of the solvency of scheme, and to be assured that the Fund has the ability to pay pensions in the future. It is also important that we keep the membership informed of the implications of rising costs for the provision of benefits how that my impact on scheme contributions.
<b>5. Deferred Members</b>	Deferred members need to be kept informed of the solvency of scheme, and to be assured that the Fund has the ability to pay pensions in the future.
<b>6. Pensioners</b>	Pensioner members need to be kept informed of the solvency of scheme, and to be assured that the Fund has the ability to continue to pay pensions now and in the future.
<b>7. Prospective Members</b>	Prospective members need to be made aware of the full array of benefits available in the scheme. Also, they will need to be confident that the scheme will have the ability to pay these benefits in the future.
<b>8. Local Taxpayers</b>	The funding of the scheme also has an impact on Council Tax and services. The Fund has a duty to achieve the best returns on investments to mitigate costs in regard to the Employers Contribution, and to be aware of its responsibilities relating to the schemes funding level (i.e. unfunded liabilities).
<b>9. Government (CLG)</b>	The Communities and Local Government department oversees the regulatory functions of all Local Authorities, and has the

	responsibility to enable and publish new legislation to ensure the stability of cost of scheme and that good governance is evidenced by each Fund. The consistency of administration is a prime objective and further consultations are due to commence shortly.
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**1. WEB SITE: [www.hillingdon.gov.uk/central/pensions/index.php](http://www.hillingdon.gov.uk/central/pensions/index.php)**

The Pension Fund web pages are found on the London Borough of Hillingdon's web site, which is the primary vehicle for publishing and circulating information in relation to the scheme. All information relating to the Local Government Pension Scheme and to the Hillingdon Fund is available on these pages. As part of Hillingdon Council's public web site it is available to all our stakeholders. Hard copies of any of the documents are available to any member, prospective member or employer on request.

The web site is split into the following sections to make it easier to find the required information:

**Fund Information:**

- Annual Pension Fund Report and Accounts
- Statement of Investment Principles
- Funding Strategy Statement
- Copies of all pension Fund Policies
- Details of Pension Committee meetings, reports and minutes
- Performance information of the funds investments

**Member Information:**

- Joining Information
- Details of the Benefits available
- Regulations
- Information on relevant topics – eg increasing contributions,
- Copies of all relevant forms
- Some frequently asked questions

**Latest News:**

This section contains all the latest information available about the scheme, and any other pension related matters.

**Communications:**

- Historical Newsletters
- Circulars
- Regulation Updates

## **Useful Links:**

There are links to other related web sites – for example DWP, HMRC, The Pensions Regulator.

## **Future Developments:**

Both the Advisory Members of the pensions committee, representing current, deferred and pensioner members will be given the opportunity to post their own comments and ideas on the pension pages of the website. Development of this project will begin in April 2011. It is also planned to make greater use of electronic communication, both to disseminate information and as an enquiry tool for our members.

## **2. OTHER METHODS OF COMMUNICATION**

The next section details the communication methods means with key stakeholders and the frequency of such communications. Where information is sent to members it is posted to their home address.

### **Scheme Employers:**

The main contact with scheme employers is through operational contact. All changes are emailed directly to employers. As the web site is developed, the employers' area will be developed.

The intention is to introduce an annual consultative meeting with employers, both as an information forum and as a means of direct consultation to enhance the working relationship.

### **Active Members:**

- Annual benefits statements sent to all members as soon as practicable following the end of the financial year.
- Member updates produced in response to regulatory changes and posted on the web pages.
- Periodic member surgeries

### **Pensioner Members**

Annual letter are sent to each pensioner member detailing pension increases.

### **Deferred Members**

Annual benefits statements sent to all deferred members as soon as practicable following the end of the financial year.

### **Prospective Members**

A summary of the scheme benefits and DVD are sent to all prospective scheme members along with an application form. The information pack includes AVC provider details, an expression of wish form and guidance notes. This information is also made available to existing employees who are not currently scheme members.