

COLUMBIA BASIN TRUST
INVESTMENT COMMITTEE
OF THE BOARD OF DIRECTORS

TERMS OF REFERENCE

1 Purpose

- 1.1 The purpose of the Investment Committee is to assist the Board in fulfilling its oversight responsibilities related to the governance and management of the CBT portfolio of investments.

2 Membership and Meetings

- 2.1 The Board of Directors will make all appointments to the Committee.
- 2.2 The Committee shall be composed of not fewer than three directors and not more than five directors, not counting the Board Chair.
- 2.3 The Board Chair is an ex-officio and a voting member of the Committee.
- 2.4 A majority of the members of the Committee shall constitute a quorum. The presence of the Board Chair can be counted towards quorum.
- 2.5 The members of the Investment Committee shall serve a one year renewable term.
- 2.6 The Committee shall appoint a Committee Chair.
- 2.7 The Audit Committee Chair cannot be a member of the Investment Committee.

3 Responsibilities

The Investment Committee is responsible for:

- 3.1 Reviewing the Statement of Investment Policies and Procedures at least every two years.
- 3.2 Examining regular statements on investment performance, and reviewing overall operation and compliance with the Statement of Investment Policies and Procedures.
- 3.3 Recommending amendments to the Statement of Investment Policies and Procedures to the Board.

- 3.4 Approving all new investments within the limits established in the Statement of Investment Policies and Procedures.
 - 3.5 Recommending new investments to the Board in excess of the Investment Committee approval limits as established in the Statement of Investment Policies and Procedures.
 - 3.6 Meeting with the Audit Committee at least every two years to discuss issues related to significant risks and exposures.
 - 3.7 Annually reviewing the performance of the Investment Committee against its Terms of Reference.
 - 3.8 Perform any other duties as may be assigned by the Board or required by law.
- 4 Reporting**
- 4.1 The Committee shall keep regular minutes of its meetings and report on its discussions to the Board of Directors.