

## BOT-05 – Investments

### Key Points

- This policy applies to The MetroHealth System (MHS) and all employees and contracted parties with respect to the investment of all Qualifying Funds<sup>1</sup>.
- This policy establishes rules for the management and investment of MHS Qualifying Funds, which may be invested in accordance with the provisions of R.C. 339.06 and 339.061.
- In accordance with R.C. 339.061, this policy was approved by the Cuyahoga County Investment Advisory Committee on April 12, 2018.

### Policy

1. Standard of Prudence. The Board of Trustees, the Investment Committee<sup>2</sup>, MHS, and all persons acting within the scope of this Policy or any other written procedures pertaining to the Investment Portfolio<sup>3</sup> shall discharge their duties in good faith, and with the care, skill, prudence and diligence under the circumstances then prevailing that a prudent person acting in like capacity and familiar with such matters would use in the conduct of an enterprise of a like character and with like aims as MHS.
2. Ethics and Conflict of Interest. The Board of Trustees, the Investment Committee, MHS, and all persons acting within the scope of this Policy or any other written procedures pertaining to the Investment Portfolio shall at all times act in a manner that fully conforms to MHS's conflict of interest and ethics policies.
3. Investment Objectives. MHS will invest Inactive Moneys<sup>4</sup> in a manner that addresses all below:
  - 3.1. Preserves capital via the Reserve Portfolio<sup>5</sup>, and mitigates unavoidable volatility and capital losses over shorter periods through diversity of the asset allocation strategy;
  - 3.2. Manages risk by diversifying investments, market segments, and investment styles;
  - 3.3. Maintains adequate liquidity consistent with MHS's annual budgeting process and longer-range projections and as further detailed in this Policy;
  - 3.4. Maximizes total investment return by an effective asset allocation process that results in returns in excess of the overall market while avoiding excessive risk; and,
  - 3.5. Emphasizes long-term capital growth, excluding contributions and withdrawals.
4. Investment Standards and Duties. The Board of Trustees, the Investment Committee, and all other designated persons acting within the scope of this Policy shall:
  - 4.1. Ensure that management and investment decisions about any individual or group of assets adhere to the Investment Objectives;
  - 4.2. Ensure that costs incurred for the Investment Portfolio are appropriate and reasonable in relation to the Investment Portfolio in accordance with applicable law. Costs will be reviewed against comparables in accordance with reporting as delineated in this Policy; and,
  - 4.3. Make reasonable efforts to control risk, and investment managers will be evaluated regularly to ensure that the risk assumed is commensurate with the objectives.

5. Investment Committee. The Investment Committee is responsible for the oversight of the Investment Portfolio as follows:
  - 5.1. The Investment Committee shall meet quarterly to advise the Board of Trustees on the performance of the Investment Portfolio.
    - 5.1.1. The Investment Committee shall make available to the Board of Trustees a Portfolio Report<sup>6</sup> prepared by the Investment Advisor<sup>7</sup>, along with a summary of Investment Portfolio holdings, investment performance results and comparisons to applicable performance benchmarks.
  - 5.2. MHS may retain the services of an Investment Advisor, who must:
    - 5.2.1. Be licensed by the Ohio Division of Securities under R.C. 1707.141 or be registered with the United States Securities and Exchange Commission, and have experience in the management of investments of public funds, especially in the investment of state government investment portfolios; or
    - 5.2.2. Be an institution eligible to be a public depository as described in R.C. 135.03.
  - 5.3. MHS, on the advice of the Investment Advisor and as directed by the Investment Committee, shall manage and administer the ongoing operations of the Investment Portfolio, including;
    - 5.3.1. Providing for the safekeeping of all documents related to activities in the Investment Portfolio, including documents confirming the purchase of securities under any repurchase agreement under this Policy;
    - 5.3.2. Making records related to the Investment Portfolio available to the Investment Committee, auditor of state, the County Investment Advisory Committee (CIAC), or an authorized outside auditor at any time, upon request, as to the identity, market value, and location of the document evidencing each security, and that if the participating institution is MHS's current depository bank, the securities that are the subject of any repurchase agreement are either delivered to MHS, or held in trust by the participating institution on behalf of the MHS;
    - 5.3.3. Establishing and monitoring a system of internal controls for the administration and management of the Investment Portfolio. Such controls shall be designed to prevent and control losses of MHS's funds arising from fraud, employee error, misrepresentation by third parties, unanticipated changes in financial market, or imprudent actions by personnel. The internal controls will address control of collusion, separation of duties, separating transaction authority from account and record keeping, custodial safekeeping, clear delegation of authority, written confirmation of telephone transactions, minimizing the number of authorized investment officials, and documentation of investment transactions; and
    - 5.3.4. Ensuring that MHS's investment activities are annually reviewed by MHS's then current external auditor to establish valuations of the Investment Portfolio and to measure compliance with this Policy and reporting the audit to the Board of Trustees.
6. Investment Portfolio
  - 6.1. The Board of Trustees, on the advice of the Investment Advisor and the recommendations of the Investment Committee, shall:

- 6.1.1. Initially and no less than quarterly identify the Inactive Moneys for the purposes of the Investment Portfolio; and,
- 6.1.2. Subject to the limitations of subsection 6.2, establish and maintain the Investment Portfolio in accordance with this Policy and R.C. 339.06 and 339.061.

6.2. *Reserve Portfolio*: Per R.C. 339.061, at least twenty-five per cent of the average amount of MHS's Investment Portfolio over the course of the preceding fiscal year shall be invested, as a reserve, in securities of the United States government or of its agencies or instrumentalities, the treasurer of state's Ohio subdivisions fund, obligations of this state or any political subdivision of this state, certificates of deposit of any national bank located in this state, written repurchase agreements with any eligible financial institution in this state that is a member of the federal reserve system or federal home loan bank, money market funds, commercial paper maturing within two hundred seventy days or less or Bankers Acceptances<sup>8</sup> maturing in one hundred eighty days or less that are eligible for purchase by the federal reserve system. (See Attachment A for more detailed investment requirements for the Reserve Portfolio.)

6.3. *Non-Reserve Portfolio*: These investments have a long-term time horizon and are not needed for operations for at least seven years. The asset allocation guidelines were established after assessing the appropriate level of investment risk MHS can accept. (See Attachment B for more detailed investment requirements for the Non-Reserve Portfolio.)

## 7. Prohibited Investments and Transactions

7.1. MHS shall not invest directly in the following:

- 7.1.1. Commodities and futures contracts
- 7.1.2. Private placements
- 7.1.3. Options
- 7.1.4. Real estate (Except gifts of real estate held until favorable disposition and excluding REITs and partnerships that may hold real estate investments)
- 7.1.5. Derivative products (Except as a short-term hedge on gifts of securities of privately held companies)
- 7.1.6. Precious metals
- 7.1.7. Interest only (I/O) securities
- 7.1.8. Alternative investments / hedge funds

7.2. MHS shall not engage directly in short sales and margin transactions.

## 8. Portfolio Diversification, Allocation and Structure

8.1. *Asset Allocation Guidelines*: Investment management of MHS assets shall be in accordance with the following asset allocation guidelines:

Asset Class	Minimum	Maximum
Domestic Equity <sup>9</sup>	0%	30%
International Equity	0%	10%
Fixed Income <sup>10</sup> / Cash and Equivalents	60%	100%

These allocation guidelines are inclusive of the amount of funds determined by MHS to be necessary to meet current demands on MHS operations (which will be included as Cash and Equivalents) as well the amount of funds in the Reserve Portfolio (which will be included as Cash and Equivalents). The overall Investment Portfolio will be kept within the above specified ranges through portfolio rebalancing and considering cash flow activities. Any necessary portfolio rebalancing will be implemented no less than quarterly to maintain compliance with the asset allocation ranges.

- 8.2. *Initial Investment Plan*: At all times MHS will maintain the amount of \$300 million as Designated Funds<sup>11</sup> (Reserve Portfolio). MHS may invest the amount of unrestricted cash and investments in excess of the Designated Funds in accordance with the following:

Asset Class	Minimum	Maximum
Domestic Equity	0%	100%
International Equity	0%	20%
Fixed Income / Cash and Equivalents	0%	100%

- 8.3. Future excess cash flows generated by MHS will be invested along with the initial \$100 million to achieve the guidelines provided for in this subsection 8.2 above.

- 8.4. At all times the entire Investment Portfolio (all Qualifying Funds) will be in compliance with the asset allocation guidelines provided above, and the limitations on the Reserve Portfolio.

## 9. Investment Brokers and Managers

- 9.1. MHS's Investment Advisor(s) will establish and maintain a list of eligible brokers, dealers and banks with which investment transactions can be made.
- 9.2. These financial institutions will be selected by creditworthiness (minimum capital requirement of \$10,000,000 and at least five years of operation).
- 9.3. Qualified firms will be limited to "primary" dealers and other dealers that qualify under Securities and Exchange Commission Rule 15C3-1 (uniform net capital rule). Written procedures will describe the selection process.
- 9.4. MHS's Chief Financial Officer and Investment Advisor will provide additional oversight to the investment manager's(s') activities. The Investment Advisor shall not be permitted to receive compensation from any investment manager.

## References

[ORC 339.06; 339.061](#)

## Attachments

A: Investment Requirements for the Reserve Portfolio

B: Investment Requirements for the Non-Reserve Portfolio

## Endnotes

<sup>1</sup> Qualifying Funds means any moneys:

- A. Received from MHS operations, including:
  - 1. Money arising from rendering medical services to patients, whether received from the patient or on behalf of the patient;
  - 2. Fees received, including inpatient and outpatient fees, laboratory and other procedure fees, physician services; and,
  - 3. All other fees, deposits, charges, receipts, and income received as a result of the MHS operations and its medical staff; and/or
- B. Received through gifts, grants, and other sources of contributed revenue.
- C. Qualifying Funds do not include the amount of any monies received from County appropriations to MHS as a HHS Program Expenditure, reduced by the amount of any Medicaid shortfall, uncompensated care, community programs, or other eligible expenditures expressly authorized by County appropriation. The amount of any draws or transfers to cover Medicaid shortfall, uncompensated care, community programs, or other eligible expenditures expressly authorized by County appropriation will be reflected in records maintained for the County appropriation and will be available to the County Investment Advisory Committee in accordance with this Policy.

<sup>2</sup> The Investment Committee is a subcommittee of the Finance Committee of the Board of Trustees, established in accordance with the Investment Laws.

<sup>3</sup> The Investment Portfolio means all Qualifying Funds which, for purposes of clarity, will exclude any funds which do not fall within the definition of Qualifying Funds, including those identified in paragraph C of the definition of Qualifying Funds.

<sup>4</sup> Inactive Moneys means that portion of Qualifying Funds that is determined not to be necessary to meet MHS's current demands.

<sup>5</sup> The Reserve Portfolio is those funds described in Section 6.1 of this Policy, which are subject to specific investment terms.

<sup>6</sup> The Portfolio Report means a report about MHS's current Investment Portfolio detailing: (a) content of the Investment Portfolio; (b) all transactions that affect the Investment Portfolio; (c) any income received from the Investment Portfolio; (d) any investment related expenses paid; and, (e) the names of any persons or entities working as investment advisors and managers.

<sup>7</sup> The Investment Advisor is the person or entity selected by the Investment Committee to provide investment advice to MHS in accordance with this Policy and R.C. 339.06 and 339.061.

<sup>8</sup> Bankers Acceptances means time drafts that a business can order from the bank. The financial institution promises to pay the exporting firm a specific amount on a specific date, at which time it recoups its money by debiting the borrower's account. A banker's acceptance, or BA, works much like a post-dated check, which is simply an order for a bank to pay a specified party at a later date. The

holder may choose to sell the BA for a discounted price on a secondary market, giving investors a relatively safe, short-term investment.

<sup>9</sup> Equity or equities is a term used to mean U.S. domestic equities, as well as international equities in which the companies are domiciled outside of the U.S. and the equity shares are traded on foreign exchanges. Also included in this category are rights, warrants and issues convertible to the common stock of these companies. Stocks of non-U.S. companies (ADRs – American Depositary Receipts) that are traded on the major U.S. exchanges are considered equities for the purpose of this Policy.

<sup>10</sup> Fixed Income assets shall be invested in U.S. Treasury/Agency securities, investment grade corporate bonds and mortgage-backed securities rated BBB- (or equivalent) or better. Fixed income securities of foreign governments and corporations are also permitted.

<sup>11</sup> Designated Funds means the amount of \$300 million of funds maintained by MHS that shall be invested as provided in Section 8.

## **Attachment A**

### **Investment Requirements for the Reserve Portfolio**

A. The following classifications of securities and obligations are eligible for such deposit or investment:

1. United States treasury bills, notes, bonds, or any other obligation or security issued by the United States treasury, any other obligation guaranteed as to principal or interest by the United States, or any book entry, zero-coupon United States treasury security that is a direct obligation of the United States.

Nothing in the classification of eligible securities and obligations set forth in divisions (A)(2) to (11) of this section shall be construed to authorize any investment in stripped principal or interest obligations of such eligible securities and obligations.

2. Bonds, notes, debentures, or any other obligations or securities issued by any federal government agency or instrumentality, including but not limited to, the federal national mortgage association, federal home loan bank, federal farm credit bank, federal home loan mortgage corporation, and government national mortgage association. All federal agency securities shall be direct issuances of federal government agencies or instrumentalities.
3. Time certificates of deposit or savings or deposit accounts, including, but not limited to, passbook accounts, in any eligible institution mentioned in section 135.32 of the Revised Code;
4. Bonds and other obligations of this state or the political subdivisions of this state;
5. No-load money market mutual funds rated in the highest category at the time of purchase by at least one nationally recognized statistical rating organization, consisting exclusively of obligations described in division (A)(1) or (2) of this section and repurchase agreements secured by such obligations, provided that investments in securities described in this division are made only through eligible institutions mentioned in section 135.32 of the Revised Code;
6. The Ohio subdivision's fund as provided in section 135.45 of the Revised Code;
7. Securities lending agreements with any eligible institution mentioned in section 135.32 of the Revised Code that is a member of the federal reserve system or federal home loan bank or with any recognized United States government securities dealer meeting the description in division (I) of this section, under the terms of which agreements MHS lends securities and the eligible institution or dealer agrees to simultaneously exchange similar securities or cash, equal value for equal value.

Securities and cash received as collateral for a securities lending agreement are not Inactive Moneys. The investment of cash collateral received pursuant to a securities lending agreement may be invested only in instruments specified in this Policy.

8. Up to forty per cent of this portion of the portfolio in either of the following investments:
  - a) Commercial paper notes issued by an entity that is defined in division (D) of section 1705.01 of the Revised Code and that has assets exceeding five hundred million dollars, to which notes all of the following apply:
    - (1) The notes are rated at the time of purchase in the highest classification established by at least two nationally recognized statistical rating organizations.
    - (2) The aggregate value of the notes does not exceed ten per cent of the aggregate value of the outstanding commercial paper of the issuing corporation.
    - (3) The notes mature not later than two hundred seventy days after purchase.
    - (4) The investment in commercial paper notes of a single issuer shall not exceed in the aggregate five per cent of interim moneys available for investment at the time of purchase.
  - b) Bankers acceptances of banks that are insured by the Federal Deposit Insurance Corporation and to which both of the following apply:

- (1) The obligations are eligible for purchase by the federal reserve system.
  - (2) The obligations mature not later than one hundred eighty days after purchase.
9. Up to fifteen per cent of this portion of the portfolio in notes issued by corporations that are incorporated under the laws of the United States and that are operating within the United States, or by depository institutions that are doing business under authority granted by the United States or any state and that are operating within the United States, provided both of the following apply:
- a) The notes are rated in the second highest or higher category by at least two nationally recognized statistical rating organizations at the time of purchase.
  - b) The notes mature not later than two years after purchase.
10. Debt interests rated at the time of purchase in the three highest categories by two nationally recognized statistical rating organizations and issued by foreign nations diplomatically recognized by the United States government. All interest and principal shall be denominated and payable in United States funds. The investments made under division (A)(10) of this section shall not exceed in the aggregate one per cent of a county's total average portfolio.

MHS shall invest under division (A)(10) of this section in a debt interest issued by a foreign nation only if the debt interest is backed by the full faith and credit of that foreign nation, there is no prior history of default, and the debt interest matures not later than five years after purchase. For purposes of division (A)(10) of this section, a debt interest is rated in the three highest categories by two nationally recognized statistical rating organizations if either the debt interest itself or the issuer of the debt interest is rated, or is implicitly rated, at the time of purchase in the three highest categories by two nationally recognized statistical rating organizations.

11. A current unpaid or delinquent tax line of credit authorized under division (G) of section 135.341 of the Revised Code, provided that all of the conditions for entering into such a line of credit under that division are satisfied.
- B. Notwithstanding the classifications listed in section A above, MHS shall not invest any Inactive Moneys in a derivative, as that term is defined in section 135.35 of the Revised Code.
- C. Except as provided in division (D) of this section, any investment made pursuant to this section must mature within five years from the date of settlement, unless the investment is matched to a specific obligation or debt of MHS, and the investment is specifically approved by the Board of Trustees.
- D. MHS may also enter into a written repurchase agreement with any eligible institution mentioned in section 135.32 of the Revised Code or any eligible securities dealer pursuant to section 135.35, division (J) of the Revised Code, under the terms of which agreement MHS purchases and the eligible institution or dealer agrees unconditionally to repurchase any of the securities listed in divisions (B)(1) to (5), except letters of credit described in division (B)(2), of section 135.18 of the Revised Code. The market value of securities subject to an overnight written repurchase agreement must exceed the principal value of the overnight written repurchase agreement by at least two per cent. A written repurchase agreement must exceed the principal value of the overnight written repurchase agreement, by at least two per cent. A written repurchase agreement shall not exceed thirty days, and the market value of securities subject to a written repurchase agreement must exceed the principal value of the written repurchase agreement by at least two per cent and be marked to market daily. All securities purchased pursuant to this division shall be delivered into the custody of MHS or the qualified custodian of MHS or an agent designated by MHS. A written repurchase agreement with an eligible securities dealer shall be transacted on a delivery versus payment basis. The agreement shall contain the requirement that for each transaction pursuant to the agreement the participating institution<sup>1</sup> shall provide all of the following information:
1. The par value of the securities;

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<sup>1</sup> A participating institution is a specialized financial institution responsible for safeguarding an organization's financial assets.



2. The type, rate, and maturity date of the securities;
3. A numerical identifier generally accepted in the securities industry that designates the securities.

MHS shall not enter into a written repurchase agreement under the terms of which MHS agrees to sell securities owned by MHS to a purchaser and agrees with that purchaser to unconditionally repurchase those securities.

- E. MHS shall not make an investment under this section, unless MHS, at the time of making the investment, reasonably expects that the investment can be held until its maturity. However, upon the advice of the investment advisor, securities can be sold prior to maturity for the following reasons: 1) avoidance of quality downgrades, 2) avoidance of market decline (due to maturity structure inappropriateness if interest rates are anticipated to rise), 3) opportunities that provide for advantages for quality, yield, maturity, or avoidance of interest rate change exposure, or 4) for the purpose of maintaining adequate liquidity for cash flow needs.
- F. MHS shall not pay Inactive Moneys into a fund established by another subdivision, treasurer, governing board, or investing authority, if that fund was established by the subdivision, treasurer, governing board, or investing authority for the purpose of investing or depositing the public moneys of other subdivisions. This division does not apply to the payment of public moneys into either of the following:
  1. The Ohio subdivision's fund pursuant to division (A)(6) of this section;
  2. A fund created solely for the purpose of acquiring, constructing, owning, leasing, or operating municipal utilities pursuant to the authority provided under section 715.02 of the Revised Code or Section 4 of Article XVIII, Ohio Constitution.

For purposes of division (F) of this section, "subdivision" includes a county.

- G. The use of leverage, in which MHS uses its current investment assets as collateral for the purpose of purchasing other assets, is prohibited. The issuance of taxable notes for the purpose of arbitrage is prohibited. Contracting to sell securities not owned by MHS, for the purpose of purchasing such securities on the speculation that bond prices will decline, is prohibited.
- H. Any securities, certificates of deposit, deposit accounts, or any other documents evidencing deposits or investments made under this Policy shall be issued in the name of MHS with MHS as the designated payee. If any such deposits or investments are registrable either as to principal or interest, or both, they shall be registered in the name of MHS.
- I. Mechanism and payments:
  1. All investments, except for investments in securities described in divisions (A)(5) and (6) of this section, shall be made only through a member of FINRA (Financial Industry Regulatory Authority) through a bank, savings bank, or savings and loan association regulated by the superintendent of financial institutions, or through an institution regulated by the comptroller of the currency, federal deposit insurance corporation, or board of governors of the federal reserve system.
  2. Payment for investments shall be made only upon the delivery of securities representing such investments to MHS, or designee. If the securities transferred are not represented by a certificate, payment shall be made only upon receipt of confirmation of transfer from the custodian by MHS.

## **Attachment B**

### **Investment Requirements for the Non-Reserve Portfolio**

Permissible investments within the Reserve Portfolio are allowable within the Non-Reserve Portfolio. In addition, the following guidelines apply to the Non-Reserve Portfolio:

#### **1. Fixed Income Investments**

- Fixed income investments should emphasize high-quality (on average, the portfolio should have BBB- rating or better) and reasonable diversification.
- Diversification must be maintained and, with the exception of securities guaranteed by the U.S. Government, the securities of a single issuer should not exceed 10% of the market value of the manager's portfolio.

#### **Permissible Fixed Income Investments**

##### **A. Fixed Income Securities**

1. U.S. Government and Agency Securities
2. Corporate Notes and Bonds
3. Mortgage Backed Securities
4. Preferred Stock
5. Fixed Income Securities of Foreign Governments and Corporations
6. GIC – Guaranteed Investment Contracts
7. Fixed income mutual funds or comingled pools

#### **2. Equity Investments**

- Stocks included in the portfolio should emphasize companies with total market capitalizations normally exceeding \$100 million.
- In a separately managed equity account, an individual common stock commitment at the time of purchase should not represent more than 10% of the market value of the manager's portfolio, nor shall a sector group exceed more than 50%.
- For international equity mandates, the manager shall not weight the portfolio greater than 50% to a single country.
- Investments in international equity must be made through mutual funds or comingled structures to avoid direct exposure on foreign stock exchanges.
- Cash equivalents should not exceed 10% of a manager's portfolio and should be considered temporary.

#### **Permissible Equity Investments**

##### **A. Equity Securities**

1. Common Stocks, both domestic and international, and REITs (Real Estate Investment Trusts<sup>1</sup>)
2. Convertible Notes and Bonds
3. Convertible Preferred Stocks
4. Equity mutual funds or comingled pools

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<sup>1</sup> A Real Estate Investment Trust is a corporation or trust that uses the pooled capital of many investors to purchase and manage income property and/or mortgage loans.