



Final Approved on February 1, 2018

REPORT OF THE FINANCE COMMITTEE ON INVESTMENTS

January 24, 2018 -

The Finance Committee on Investments met at 12:00 Noon. on January 24, 2018 via conference call. Present were Committee members: Morgan Rutman (Chair), Ted Dey, Amy Begg, Ken Moulton and Catherine Provencher.

Also participating: Kate Dumas and Jeff Croteau from Prime Buchholz; and Lorna Jacobsen from USNH.

A. Emergency Meeting to discuss investment in Battery Ventures XII Fund and Side Fund

Chairman Rutman called the meeting to order and asked Vice Chancellor Provencher to describe the reasons why a meeting prior to the scheduled February meeting was necessary.

Vice Chancellor Provencher acting pursuant to RSA 91-A:2, III (b), determined the existence of an “emergency” basis for this meeting, citing the following facts:

- The individual members of this committee live and work in locations remote to any single meeting place;
- The committee’s next regularly scheduled meeting is February 1, 2018;
- It is very hard if not impossible to gather a quorum of the committee members in a single place for a physical meeting
- The opportunity that will be considered at this meeting developed only very recently and and it will not be available indefinitely; and
- The interests of the University System of New Hampshire will be best served by the committee’s expeditious consideration of the opportunity presented.

Vice Chancellor Provencher provided background, indicating that in October, the Committee authorized her to execute a letter of intent for an upcoming investment with Battery Ventures. She said that found out last week that Battery Ventures is having an early close on their fund. If USNH wants to participate, they will need a commitment by today, January 24. They are not able to wait until after the Committee meeting on February 1. Complicating things a bit more is the fact that Prime Buchholz’s committee has not yet approved the fund as a “recommended investment”. The Prime Buchholz stamp of approval was anticipated to be received prior to the due date for documents and prior to the Committee’s next meeting.

Kate Dumas said that Battery Ventures is a hard to access fund and is a compelling opportunity for USNH. She said that Prime Buchholz has conducted due diligence and she does not see a scenario where the investment would not be approved by the Prime Buchholz Committee.

Mr. Croteau said he appreciates the challenge of the timing of this opportunity and is confident it will get to a point where Prime Buchholz will approve. He said Battery is a very good firm and this commitment will preserve access for USNH.

Chairman Rutman said in making a decision one must weigh the opportunity with the process. He said Battery by reputation is premier firm, and given Prime’s reassurance that it will become a recommended investment, USNH’s history with Battery both through prior investments and the former Chair’s experience with Battery he will support the investment.

Chairman Rutman said he thinks process is important and would not expect that an exception like this transaction to become the rule.

Other Committee members expressed their support for the investment and the Committee took the following action on motion of Vice Chancellor Provencher and seconded by Trustee Moulton:

VOTED, that the Investment Committee approve a \$5 million investment in Battery Ventures to be allocated as follows: 64% in Battery Ventures XII and 36% in Battery Ventures XII Side Fund.
{The Committee voted unanimously in favor of this motion}

B. OTHER BUSINESS

1. Next scheduled meeting date is February 1, 2018.
2. The Committee adjourned at 12:30 p.m.