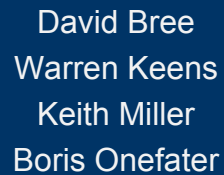




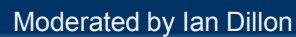
Campbells



DIRECTOR PANEL



David Bree
Warren Keens
Keith Miller
Boris Onefater



Moderated by Ian Dillon

Panel

- David Bree - dms Management
- Warren Keens – Intertrust Fund Services
- Boris Onefater – Constellation Investment Consulting
- Keith Miller – Paul Hastings LLP

Disclaimer

The participants in this panel discussion do so in their individual personal capacities and do not speak for their respective employers or firms which may in fact have different views from their own. The following discussion represents their personal views and shouldn't be taken out of context or attributed incorrectly to organisations or other parties.

What's Your Number ?

- Answer A :
 - The bare number is meaningless, I don't disclose it.
- Answer B :
 - The precise number is a key piece of due diligence information , I disclose it when asked by investors and managers.

Grand Court Decision in Weaving

- Weaving Macro Fixed Income Fund



THE PHASES

- Phase One – Establishment
- Phase Two – Ordinary Course of Business
- Phase Three – Financial Crisis and Liquidation

THE “TESTS”

- Phase One – Establishment
 - *“It is [the Directors] duty to stand back, review the various contracts and satisfy themselves that each one is appropriate and consistent with industry standards and that, taken together, they do create an overall structure which will ensure a proper division of responsibility amongst the service providers. This is not a task which can be delegated to the lawyers retained by the promoter/investment manager.”*

THE “TESTS”

- Phase One – Establishment

“It is [the Directors] duty to stand back, review the various contracts and satisfy themselves that each one is appropriate and consistent with industry standards and that, taken together, they do create an overall structure which will ensure a proper division of responsibility amongst the service providers. This is not a task which can be delegated to the lawyers retained by the promoter/investment manager.”

- Desktop Review
- Independent Counsel
- Compliance with the Mutual Funds Law

THE “TESTS”

- Phase One – Establishment

“It is [the Directors] duty to stand back, review the various contracts and satisfy themselves that each one is appropriate and consistent with industry standards and that, taken together, they do create an overall structure which will ensure a proper division of responsibility amongst the service providers. This is not a task which can be delegated to the lawyers retained by the promoter/investment manager.”

- Dodd-Frank
- U.S. Registration
- Investment Manager Compliance

THE “TESTS”

- Phase Two – Ordinary Course of Business
 - Supervision – Regular Meetings
 - Operational Compliance
 - Day to Day Management
 - Limits of Responsibility

THE “TESTS”

- Phase Three – Financial Crisis and Liquidation
 - Investor Concerns
 - Protecting Value and Liquidity
 - Companies Interests v Investors Interests v Managers View
-

Find out what investors want, not what the manager says.....

Governance Under Fire

sound-bites

- Transparency in Corporate Governance
- Amateur Hour is Over
- 87% Want Majority Independent Boards
- Number of Directorships Must be Addressed
- 58% Say Directors Should have no More than 30 Manager Relationships
- Directors Need to find out what Investors Want, not accept what the Manager says
- Regulation of Fund Directors
- Majority of Allocators are unhappy with the current governance levels of Cayman Islands funds

Board Skills

Importance of statistics being truly representative of the group they purport to represent, and being taken in context

Portfolio Management

Operational

Legal

Compliance

Finance

Risk

Board Skills

not in this room.....?

Legal	91%
Operational	85%
Risk	85%
Compliance	85%
Finance	77%
Portfolio Management	74%

The top portion of the slide features a dark blue background with a faint, semi-transparent image of several birds in flight, likely terns, with their wings spread. The birds are positioned in the upper right quadrant, with one larger bird in the foreground and several smaller ones behind it.

Questions?