

**MINUTES OF THE AUGUST 15, 2017
INVESTMENT COMMITTEE MEETING
OF THE
PATRICK AND AIMEE BUTLER FAMILY FOUNDATION**

The Investment Committee meeting of the Patrick and Aimee Butler Family Foundation was held on Tuesday, August 15, 2017, at 4:00 p.m. Central Time via conference call.

The meeting was called to order by Bridget McElroy, Chair of the Investment Committee. John K. Butler acted as recording Secretary of the meeting.

Upon call of the Secretary, the following Committee members were present: Bridget McElroy, Brigid Butler, Patrick Butler Jr. and Patrick O'Brien. Also present was John Butler. Peter K. Butler was absent.

The Chair called for consideration of the minutes of the February 17, 2017 meeting of the Investment Committee, which had been previously circulated to the Committee members. Upon motion duly made, seconded and unanimously carried, the minutes of the February 17, 2017 Investment Committee meeting were approved, ratified and confirmed. The Committee then had a short discussion regarding the current process for approval of the minutes. There were no changes proposed and the Committee will continue to follow the process used by the Board.

The Chair called on Mr. John Butler, Chief Investment Officer, to review the current holdings of the portfolio and summarize any major changes since December 31, 2016. Mr. Butler began by reviewing the Wells Fargo Summary Statement. Mr. Butler then reviewed Individual Manager performance and any asset allocation changes. While all asset classes generally remain within the target ranges, U.S. equities have been reduced to the low-end of the range and International equities have been increased to the upper-end. Given the strong performance of most asset classes year-to-date, the Foundation portfolio has performed well on an absolute basis, but has lagged on a relative basis due to a more conservative posture. The long-term performance of the portfolio remains strong, and the Foundation outperformed in 2016 by a slighter wider margin than previously predicted.

The Committee next reviewed the Investment Policy Statement. The current statement was adopted by the Board of Trustees on October 3, 2014, and the Investment Committee Charter notes that it will be reviewed by the Committee each year at the August meeting. Mr. Butler recommended two modest changes to the Policy regarding reporting to the Foundation Trustees. After review and discussion, it was decided to recommend that these changes be approved by the Board of Trustees at the Fall meeting.

Mr. Butler then provided the Committee with an update on any new investments or any significant changes to current investments. He began by asking if there were any questions regarding the June 29th memo on Non-Core Limited Partnerships. There were none. Mr. Butler then discussed the Templeton Global Return Fund, which the Foundation is evaluating, but has not yet used. As the name implies, this is a fixed income fund managed by well-known fund manager, Michael Hasenstab. The Fund invests worldwide, and generates returns from interest

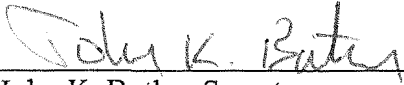
income, capital appreciation, and currency gains. The Fund has been used by both MFO and the Mott Foundation.

Mr. Butler then discussed the topic of "The Disappearing Public Company". He noted that the number of publicly traded companies in the U.S. has dropped from more than 7,000 20 years ago to less than 4,000 now. This has made the stock market more efficient and has made it more difficult to find appealing small-cap companies. Mr. Butler noted that he has been thinking of alternative ways for the Foundation's to maintain its small-cap exposure, which would likely involve using an outside small-cap or private equity manager. Mr. Butler also included an article on Crocus Hill Partners, a new small-cap firm owned by a long-time acquaintance, Beth Lilly.

Finally, Brigid Butler discussed the importance of evaluating the effectiveness of the Committee. She will provide materials and articles to Committee members at a later date.

The next Committee meeting will be in February, 2018. The meeting will be scheduled in January and materials for the meeting will be sent one week prior to the meeting.

The meeting adjourned at 5:00 p.m. Central Time.


John K. Butler, Secretary

ATTEST: 
Bridget McElroy, Committee Chair