



K&L GATES



ACA
COMPLIANCE GROUP
PERFORMANCE SERVICES

GIPS 2020 Exposure Draft: What You Need to Know

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Speakers



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AGENDA

- Overview of GIPS Standards
- Goals of CFA Institute for GIPS 2020 Exposure Draft
- Proposed Material Changes to GIPS Standards
- Impact of GIPS 2020 Proposals on Market Participants

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Overview of GIPS Standards

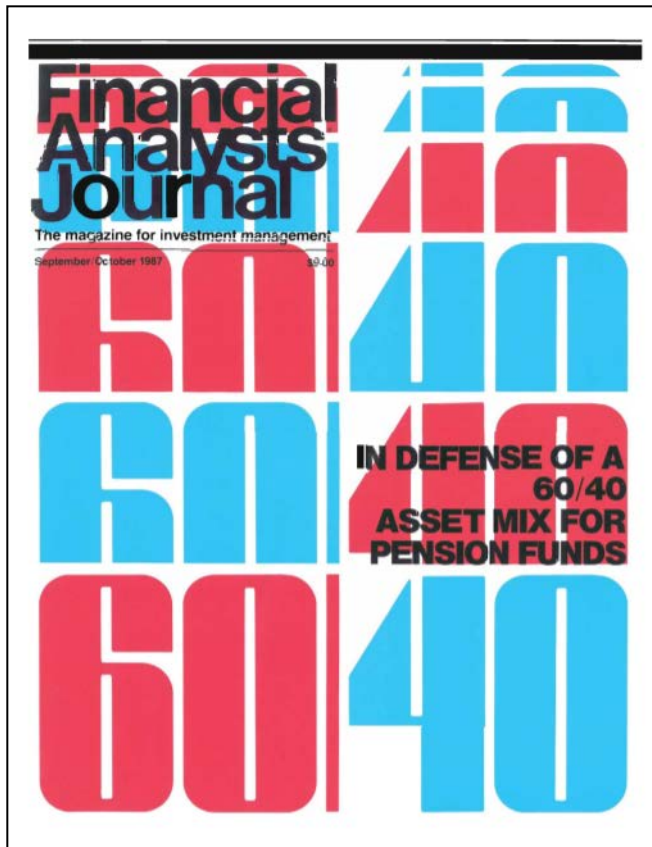
GIPS STANDARDS OVERVIEW

- Voluntary ethical principles for the reporting of investment performance results administered by the CFA Institute

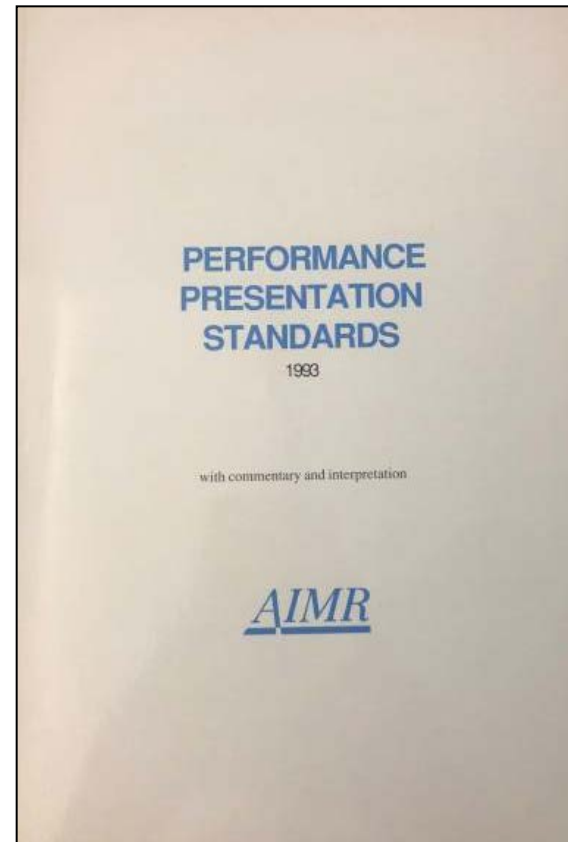
- Purposes of the GIPS Standards:
 - Facilitate apples-to-apples comparison
 - Fair representation & full disclosure
 - Ensure accurate & consistent data
 - Foster industry-wide best practices and self-regulation
 - Enhanced internal controls as well as marketing benefits

GIPS STANDARDS OVERVIEW

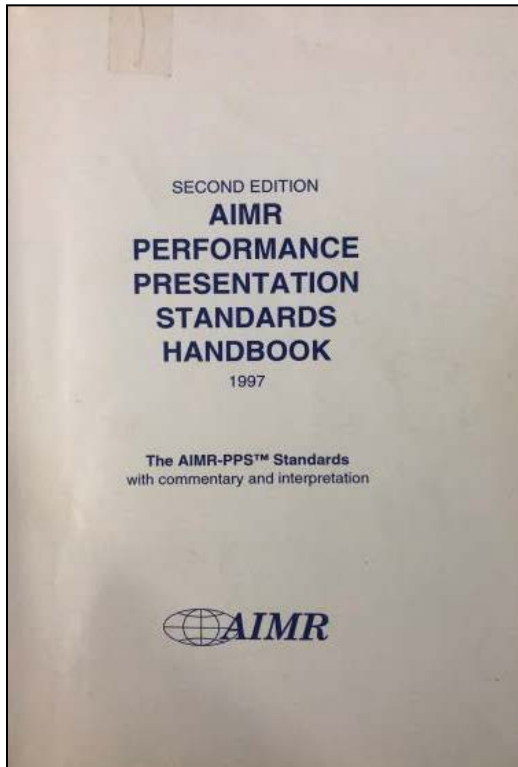
- Two sources of requirements regarding compliance
 - GIPS Standards (last revised and published in 2010)
 - Interpretive Guidance (Guidance Statements, Q&As, GIPS Handbook discussion)
- Fundamentals of compliance:
 - Input data
 - Calculation methodology
 - Composite construction
 - Disclosures
 - Presentation and reporting
 - Detailed policies and procedures, verification (recommended)



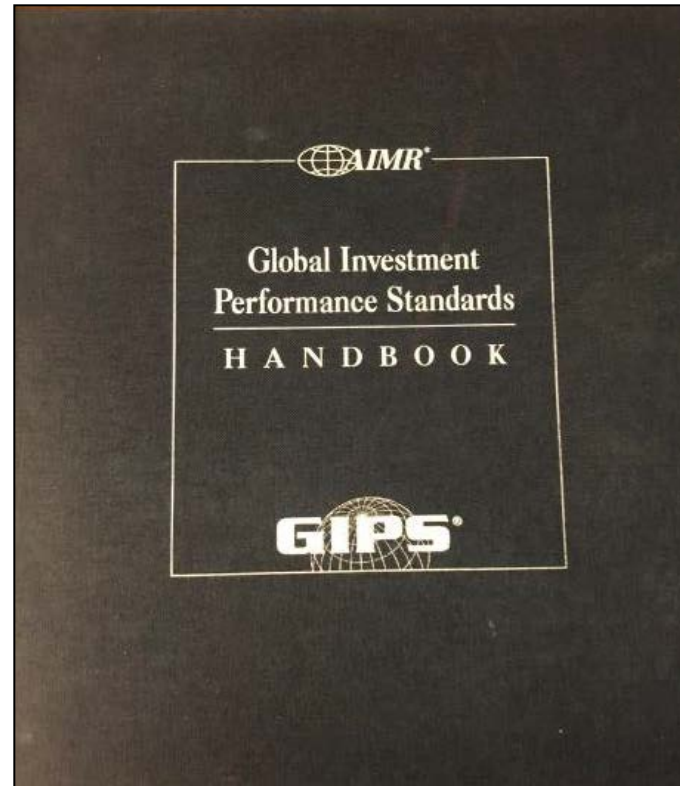
1987



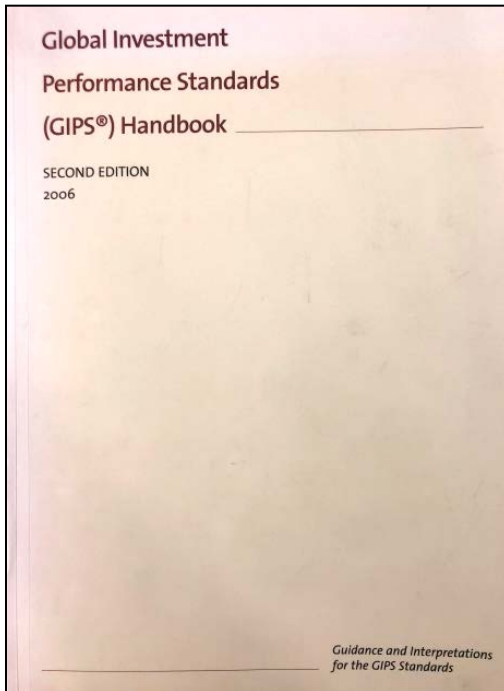
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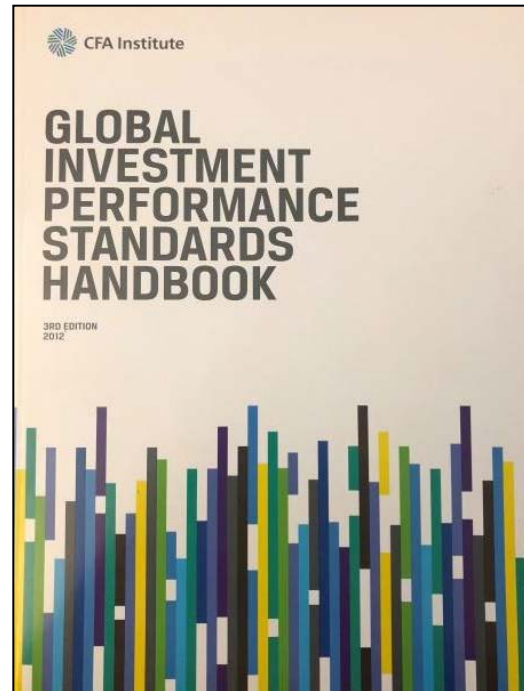
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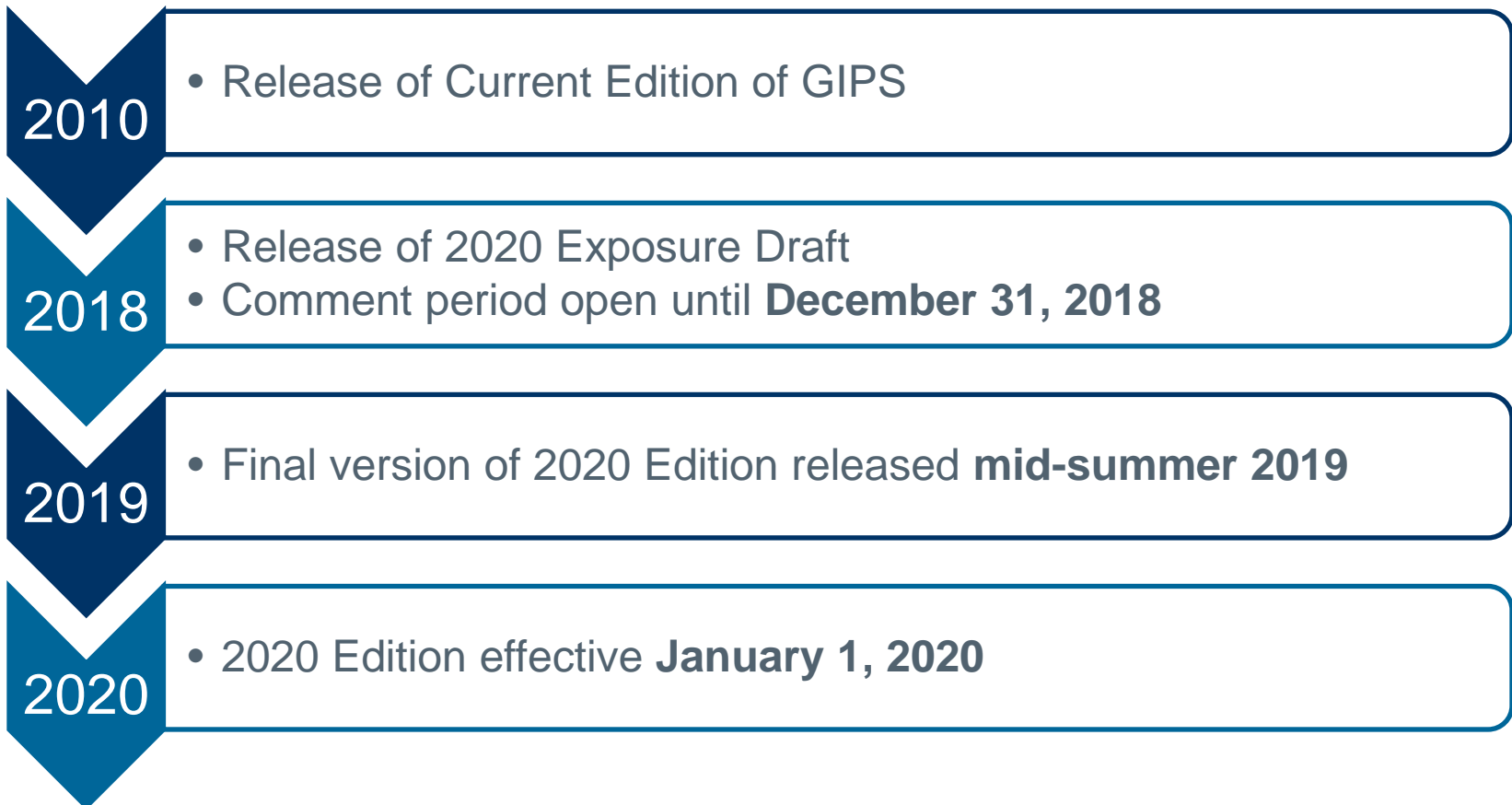


2018

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Goals of CFA Institute for GIPS 2020 Exposure Draft

GIPS STANDARDS TIMELINE



WHY CHANGE THE GIPS STANDARDS?

- Composites are the foundation of the GIPS Standards, but composites are not always appropriate for products and vehicles
- Pooled funds do not fit neatly into the current composite construction or GIPS reporting framework
- To make the GIPS Standards more relevant for all asset classes, including alternative funds/strategies
- To better address applicability for asset owners
- To consolidate standards that have expanded since 2010

GIPS 2020 CORE PRINCIPLES

- Increasing relevance and adoption by alternative investment managers, fund managers, and private wealth managers
- Increased adoption and demand by asset owners
- Streamline structure of GIPS and remove unnecessary barriers

CURRENT GIPS STANDARDS FRAMEWORK

0 – Fundamentals of Compliance

1 – Input Data

2 – Calculation Methodology

3 – Composite Construction

4 – Disclosure

5 – Presentation & Reporting

6 – Real Estate

7 – Private Equity

8 – Wrap Fee/SMA

Advertising Guidelines

Glossary

NEW FRAMEWORK FOR GIPS 2020

General Provisions

1. Fundamentals of Compliance
2. Input Data and Calculation Methodology
3. Composite and Pooled Fund Maintenance

Composite Reports

4. Time-Weighted Returns
5. Money-Weighted Returns

Pooled Fund Reports

6. Time-Weighted Returns
7. Money-Weighted Returns

Asset Owners General Provisions

8. Fundamentals of Compliance
9. Input Data and Calculation Methodology
10. Total Fund and Composite Maintenance

Asset Owner Reports

11. Time-Weighted Returns
12. Money-Weighted Returns

Additional Sections

13. GIPS Advertising Guidelines
14. Glossary

Note: The repetition across these sections is designed for ease of use.

NEW LAYOUT OF STANDARDS

3 Broad Areas of Guidance	Composites		Pooled Funds		Asset Owners
Return Type	TWR	MWR	TWR	MWR	Total Fund TWR
Specific Provisions	Wrap Fee		Limited Distribution		Additional Composite MWR
	Overlay		Broad Distribution		Carve-Outs
	Private Investments				Other Asset Owner Issues
	Carve-Outs				
	Subscription Lines of Credit / Side Pockets				

GIPS 2020 IMPACT AREAS

- The following changes are included within the GIPS 2020 Exposure Draft
- These are **proposed** changes, but are subject to change
- We are focusing on significant changes, not every change

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Proposed Material Changes to GIPS Standards

COMPOSITES VS. POOLED FUNDS

- Composites will continue to be required for strategies **offered** in a segregated account format
- What if the strategy is **only** offered through a pooled fund?
 - No longer required to maintain “composites of one” if the strategy is only offered through a pooled fund(s)
- Must continue to include pooled funds in composites with segregated accounts if also marketing the fund’s strategy as a segregated account

COMPOSITES VS. POOLED FUNDS

What is a pooled fund?

- Multiple investors offered in a fund structure
 - Treatment of “funds of one”
- Two defined types (**this is important!**):
 - Limited Distribution (e.g. LPs, “private funds”)
 - Broad Distribution (e.g. UCITS, mutual funds)
- Limited Distribution Pooled Funds will be required to prepare a GIPS report when presenting the fund to prospective investors
- Broad Distribution Pooled Funds will not be required to maintain a GIPS Report

MONEY WEIGHTED RETURNS

- Asset-class guidance (RE/PE) has been removed and replaced with methodology-based guidance
- Greater allowance for using money-weighted returns (IRR) rather than time-weighted returns
 - MWRs can be used if the manager controls external cash flows AND at least one of the following is true
 - Closed end
 - Fixed life
 - Fixed commitment
 - Significant part of the investment strategy is in illiquid investments
- This is a significant enhancement, as many strategies are now being offered via commitment-based funds outside of standard private equity funds

MONEY WEIGHTED RETURNS

- Since-Inception IRR only required to be shown through most recent annual period end
 - Previously RE/PE requirements included showing SI-MWR through each year-end
- If subscription lines of credit are used, must include SI-MWR both with and without the subscription line of credit activity through the most recent annual period end
 - “With” means to include the cash flows, value and associated costs for any Subscription Lines of Credit
 - This shows the return over the whole period your investment was “at risk”

INTRODUCING THE “GIPS REPORT”

- New name for “GIPS Compliant Presentation”
 - For Composites: GIPS Composite Report
 - For Pooled Fund: GIPS Pooled Fund Report
 - For Asset Owners: GIPS Asset Owner Report
 - (Collectively, “**GIPS Report**”)
- Must make every reasonable effort to
 - Provide GIPS Composite Report to composite prospects
 - **New!** Provide GIPS Pooled Fund Report to all Limited Distribution Pooled Fund prospects

GIPS POOLED FUND REPORT

- Requires similar statistics and disclosures of a GIPS Composite Report
 - For TWRs: 5 years of annual returns, building to 10 years
 - For MWRs: SI-MWR through most recent period-end
 - Fund assets, firm assets, 3-yr standard deviation (if valued monthly)
 - Must include net returns (reduced by all fund fees & expenses)
 - Actual or highest fee
 - Similar disclosure requirements as in GIPS Composite Report

TOTAL FIRM ASSETS AND ADVISORY-ONLY ASSETS

- Advisory-only assets
 - Include “model-delivery,” “UMA,” or other situations where investment recommendations (e.g. a model) are provided, but firm has no control of investment decisions and no trading authority for assets
- Advisory-only assets can be included in GIPS Report, but not combined or added to firm AUM

	Required	Allowed	Prohibited
Year	GIPS Firm Assets (A)	Advisory-Only Assets (B)	“Total Assets” (A+B)
2017	10 Billion	2 Billion	12 Billion

ESTIMATED TRANSACTION COSTS

- Transaction costs: costs of buying or selling investments
 - Brokerage commissions
 - Exchange fees/taxes/local regulator fees
 - Bid/offer spreads
- Proposing use of estimated transaction costs in some situations
 - Estimate used is equal to or higher than actual transaction costs
 - This effectively removes much of the wrap fee guidance currently in place

TRACK RECORD PORTABILITY

- Currently, firms are required to link to performance from a prior firm, if portability tests are met, on a composite-specific basis
- *In GIPS 2020, firms will be allowed to choose if they will link to performance from a prior firm, if portability tests are met, on a composite-specific or pooled fund-specific basis*
 - Change is a recognition of feedback that firms that do not want to port performance will not meet the criteria
- GIPS 2020 clarifies the one-year grace period
 - Assets of the acquired non-compliant firm or affiliation must meet all the requirements of the GIPS Standards within one year of the acquisition date, on a prospective basis
- No limit on when firms may port history from the prior firm or affiliation
 - Example: If it takes a firm 3 years to get the required records to support prior firm performance, may port the performance at that time

RETURN OF CARVE OUTS

- Carve out: portion of a portfolio that by itself is representative of a distinct investment strategy
- Cash Treatment Methods
 - Accounted for separately
 - Allocated synthetically on a timely and consistent basis
- Carve out methodology and selection needs to be consistent across firm

RETURN OF CARVE OUTS

- Must create separate composite for standalone portfolios (once/if they are obtained)
 - Cannot include carve outs in a stand-alone portfolio Composite (e.g. cannot link model and actual)
- Additional disclosures
 - Include “carve out” in composite name
 - Methodology for cash allocation
 - Disclose standalone GIPS Composite Report is available upon request
 - % of carve out assets at each year-end
- Must present returns and assets of the standalone portfolio composite (but not GIPS Composite Report)

EXTERNAL VALUATIONS

- Currently, only real estate investments are required to receive an external valuation
 - External valuation at least once every 12 months, with an exception
 - When clients opt out of annual external valuation, external valuations are required once every 36 months
- In GIPS 2020, expanded the concept of obtaining independent valuations to private equity, infrastructure, and other real assets, including real estate (i.e., private market investments), and also expanded the types of independent valuations

EXTERNAL VALUATIONS

- For periods beginning on or after 1 January 2020, at least once every 12 months, private market investments must:
 - Have an external valuation, or
 - Have a valuation review*, or
 - Be subject to a financial statement audit.

*A valuation review is a review of valuation inputs and assumptions performed by an external third party

- e.g., review by an external party of a firm's internal discounted cash flow calculation for a real estate property

OTHER GIPS CHANGES

- Asset Owners
 - Institutional investors marketing to external parties must be treated as “Firms” rather than “Asset Owners”
- New verification guidance forthcoming in 2 months

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Impact of GIPS 2020 Proposals on Market Participants

SORTING OUT POOLED FUNDS

- Broad Distribution vs. Limited Distribution Pooled Funds
 - Guidance focuses on whether materials are presented/provided in a one-on-one communication
 - Many outstanding questions
 - Use of Placement Agents
 - Public offering in one jurisdiction, but private in others
 - Presentations to intermediaries/CITs
 - Marketing “I-shares” of mutual funds

SORTING OUT POOLED FUNDS

- Pooled Fund inclusion in Composites
 - Is the fund's strategy marketed to separate account clients?
 - Yes – Pooled Fund included in Composite
 - No – Pooled Fund “stands alone”
 - No separate Composite report, even for strategies with multiple Pooled Funds

GIPS ADVERTISING GUIDELINES

- Three Options:
 - 1) Communication with GIPS Report
 - Composite
 - Pooled Fund
 - 2) Advertisement that complies with Advertising Guidelines
 - 3) Advertisement that does not reference GIPS (at all)
 - Performance does not need to comply with GIPS (as long as not prohibited)
- Advertisements may include:
 - Website
 - Fact sheets
 - Newspaper/Magazine
 - Social Media
 - PPMs
 - White Papers
 - Ads

REGISTERED FUND MANAGERS – GIPS COMPLIANCE

- Managers of “Broad Distribution Pooled Funds” may promote GIPS compliance in two ways:
 - 1) GIPS Pooled Fund Report to all prospective investors (not required)
 - 2) GIPS Advertisement prepared in accordance with GIPS Advertising Guidelines
- Manageable adjustments for existing GIPS firms
 - Broad Distribution Pooled Funds still must be included in Composites if the fund’s strategy is also offered as a separate account
- Questions:
 - Will retail investors grow to recognize GIPS?
 - What about intermediaries?

REGISTERED FUND MANAGERS – DEFERENCE TO LOCAL LAW

- If local laws or regulations mandate specific pooled fund returns, firms must adhere to this methodology
 - If local laws or regulations do not mandate specific periods, pooled fund returns required by local laws or regulations or pooled fund net returns must be presented consistent with certain options
- Key takeaways:
 - 1940 Act / UCITS / similar requirements will prevail
 - Funds sold in multiple jurisdictions may have multiple pooled fund reports!

INSTITUTIONAL MANAGERS

- Flexibility to present performance through a GIPS Composite Report, GIPS Pooled Fund Report or GIPS Advertisement
 - Allows managers to tailor materials to specific products to better assist investors in making decisions
- Managers that distribute strategies in multiple “wrappers” will prepare additional reports
- Firms that primarily present “strategy” performance will likely continue to do so

WRAP FEE/SMA PORTFOLIOS

- The concept of sponsor-specific composites has been removed
 - Sponsor-specific performance: practice is now viewed as client reporting rather than composite reporting to a prospective client (and not subject to GIPS)
- Composite performance may be supplemented with “Pure” gross-of-fee returns, but must be clearly labeled and disclosed as such (this is the current requirement)
- Historical performance of non-wrap fee portfolios may still be used to market to wrap fee prospective clients

HEDGE FUNDS

- Hedge fund managers have stated that composite presentation requirements have disincentivized hedge fund managers from pursuing GIPS compliance
 - Pooled fund managers not selling participation in a composite, they are selling participation in a pooled fund
- Pooled fund reports address this concern, but will hedge fund managers adopt GIPS compliance?
 - Look to the institutional investor community to drive behavior
 - Incremental benefits over annual audit
- In the U.S., fund-specific materials still subject to FINRA rules and '33 Act securities offering rules and guidelines

PRIVATE EQUITY & CREDIT FUNDS

- Exposure draft provides 3 important incentives to private equity/credit managers
 - Pooled fund reports
 - Flexible return calculation options
 - Carve outs
- MWR allows inception-to-date IRR, or any other money-weighted calculation
- Carve-outs
 - Inability to allocate cash has represented a significant disincentive to private equity and private credit managers
 - GIPS compliance will no longer hinder firms from developing new and modified strategies

PRIVATE EQUITY & CREDIT FUNDS

- Valuation
 - Extension of external valuation requirements to private equity investments may add additional costs for private equity managers
 - Fund audits will only be sufficient if they audit each underlying asset
 - Compare to SEC guidance regarding Custody Rule and SPVs with co-investors
 - Managers will have to weigh costs against the benefits achieved by claiming GIPS compliance

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