

[DISCUSSION DRAFT]

117TH CONGRESS
1ST SESSION

H. R. _____

To [establish the National Investment Authority to mobilize private capital to rebuild America’s obsolete public infrastructure], and for other purposes.

IN THE HOUSE OF REPRESENTATIVES

M. _____ introduced the following bill; which was referred to the
Committee on _____

A BILL

To [establish the National Investment Authority to mobilize private capital to rebuild America’s obsolete public infrastructure], and for other purposes.

1 *Be it enacted by the Senate and House of Representa-*
2 *tives of the United States of America in Congress assembled,*

3 **SECTION 1. SHORT TITLE; TABLE OF CONTENTS.**

4 (a) SHORT TITLE.—This Act may be cited as the
5 “National Investment Authority Act of 2021”.

6 (b) TABLE OF CONTENTS.—The table of contents for
7 this Act is as follows:

- Sec. 1. Short title; table of contents.
- Sec. 2. Definitions.

TITLE I—NATIONAL INVESTMENT AUTHORITY

- Sec. 101. Establishment.
- Sec. 102. Functions.
- Sec. 103. Funding.
- Sec. 104. NIA Governing Board.
- Sec. 105. Project eligibility and selection.
- Sec. 106. Public accountability.

TITLE II—NIA REGIONAL OFFICES

- Sec. 201. Establishment.
- Sec. 202. Organization and structure.
- Sec. 203. Functions.

TITLE III—NATIONAL INFRASTRUCTURE BANK

- Sec. 301. Establishment.
- Sec. 302. Functions.
- Sec. 303. NIB Governance.
- Sec. 304. Project eligibility and selection.

TITLE IV—NATIONAL CAPITAL MANAGEMENT CORPORATION

- Sec. 401. Establishment.
- Sec. 402. Purpose and functions.
- Sec. 403. NCMC Funds.
- Sec. 404. Public asset manager powers.
- Sec. 405. NCMC Governance.

1 **SEC. 2. DEFINITIONS.**

2 In this Act:

3 (1) **CRITICAL PUBLIC INFRASTRUCTURE.**—The
4 term “Critical Public Infrastructure” means high-
5 quality, environmentally safe—

6 (A) physical infrastructure (including
7 transportation, energy, water, and communica-
8 tions infrastructure);

9 (B) industrial infrastructure (including do-
10 mestic manufacturing facilities); and

11 (C) social infrastructure (including afford-
12 able housing, education, and healthcare).

1 (2) ELIGIBLE PRIVATE ENTITY.—The term
2 “Eligible Private Entity” means any non-govern-
3 ment entity, or a group of such entities, that—

4 (A) seeks the NIA funding or technical as-
5 sistance in connection with one or more Critical
6 Public Infrastructure projects;

7 (B) is not itself and is not controlled by,
8 directly or indirectly, a Financial Intermediary;
9 and

10 (C) meets the entity eligibility criteria and
11 any other requirements and conditions, estab-
12 lished by the Governing Board or the NIA Op-
13 erating Subsidiaries.

14 (3) FINANCIAL INTERMEDIARY.—The term “Fi-
15 nancial Intermediary” means—

16 (A) a commercial bank **【with assets above**
17 **\$10,000,000,000】**;

18 (B) a broker or dealer (as such terms are
19 defined under section 3 of the Securities Ex-
20 change Act of 1934);

21 (C) an issuer that would be an investment
22 company, as defined under the Investment
23 Company Act of 1940, but for paragraph (1) or
24 (7) of section 3(c) of that Act; and

25 (D) **【*To be added*】**

1 (4) GOVERNING BOARD.—The term “Governing
2 Board” means the Governing Board of the NIA.

3 (5) NATIONAL INVESTMENT STRATEGY.—The
4 term “National Investment Strategy” means the Na-
5 tional Investment Strategy designed by the Gov-
6 erning Board under section 102(b).

7 (6) NCMC.—The term “NCMC” means the
8 National Capital Management Corporation.

9 (7) NCMC FUNDS.—The term “NCMC Funds”
10 means collective investment vehicles organized, spon-
11 sored, invested in, and managed by the NCMC, in
12 accordance with the provisions of this Act.

13 (8) NIA.—The term “NIA” means the Na-
14 tional Investment Authority, established under sec-
15 tion 101.

16 (9) NIA ANNUAL REPORT.—The term “NIA
17 Annual Report” means the NIA Annual Report
18 mandated under section 106.

19 (10) NIA BOND.—The term “NIA bond”
20 means a bond or any other debt or debt-like instru-
21 ment issued by the NIA or an NIA Operating Sub-
22 sidiary.

23 (11) NIA OPERATING SUBSIDIARY.—The term
24 “NIA Operating Subsidiary” means—

25 (A) the NIB;

1 (B) the NCMC; and

2 (C) such other government corporations or
3 entities as may be established or designated by
4 an Act of Congress as NIA Operating Subsidi-
5 aries.

6 (12) NIA STAFF.—The term “NIA Staff”
7 means the staff of the NIA.

8 (13) NIB.—The term “NIB” means that Na-
9 tional Infrastructure Bank.

10 (14) PORTFOLIO PROJECT.—The term “Port-
11 folio Project” means any project or undertaking, fi-
12 nanced, managed, or otherwise supported by any
13 NIA Operating Subsidiary in the course of its busi-
14 ness and in accordance with the provisions of this
15 Act.

16 (15) PROJECT FUNDING DATE.— The term
17 “Project Funding Date” means, with respect to each
18 NIA Portfolio Project, each date on which the
19 NIA—

20 (A) makes a final decision to commit to
21 funding or participating in that Portfolio
22 Project; and

23 (B) extends funding or assumes participa-
24 tion pursuant to its commitment.

1 (16) QUALIFYING FUND INVESTOR.—The term
2 “Qualifying Fund Investor” means a public or pri-
3 vate entity, or a group of such entities, that—

4 (A) meets the criteria for participation in
5 any NCMC Fund, as established by the Gov-
6 erning Board and the NCMC Board; and

7 (B) is not—

8 (i) a depository institution (as defined
9 under section 3 of the Federal Deposit In-
10 surance Act);

11 (ii) a broker or dealer (as such terms
12 are defined under section 3 of the Securi-
13 ties Exchange Act of 1934); or

14 (iii) an issuer that would be an invest-
15 ment company, as defined in the Invest-
16 ment Company Act of 1940, but for para-
17 graph (1) or (7) of section 3(c) of that
18 Act.

19 (17) STATE.—The term “State” means each of
20 the several States, the District of Columbia, each
21 territory of the United States, and each Indian
22 Tribe.

1 **TITLE I—NATIONAL**
2 **INVESTMENT AUTHORITY**

3 **SEC. 101. ESTABLISHMENT.**

4 There is established the National Investment Author-
5 ity, which shall contain—

6 (1) the NIA Governing Board established under
7 this title;

8 (2) the NIA regional offices established under
9 title II; and

10 (3) the NIA Operating Subsidiaries, including
11 the NIB established under title III and the NCMC
12 established under title IV.

13 **SEC. 102. FUNCTIONS.**

14 (a) NIA MISSION.—

15 (1) IN GENERAL.—The NIA’s mission shall be
16 to design, finance, and implement a coherent and
17 dynamic program of long-term national economic
18 growth and development that is—

19 (A) structurally and geographically bal-
20 anced;

21 (B) environmentally sustainable;

22 (C) socially equitable; and

23 (D) in line with the strategic goals and na-
24 tional interests of the United States.

1 (2) PRINCIPAL GOALS.—In fulfilling its mission
2 under paragraph (1), the NIA shall have the prin-
3 cipal goals of the following:

4 (A) Eliminating unemployment, under-
5 employment, and poverty.

6 (B) Ensuring universal access to essential
7 goods and services.

8 (C) Prioritizing the communities in great-
9 est need.

10 (D) Remediating and eliminating threats
11 to communities arising from toxic water, land
12 and air pollution, unsustainable resource use,
13 and climate change.

14 (E) Prioritizing environmental justice
15 hotspots and bolstering climate and environ-
16 mental resilience.

17 (F) Reducing greenhouse gas emissions in
18 line with the recommendations of the Intergov-
19 ernmental Panel on Climate Change.

20 (G) Increasing domestic manufacturing ca-
21 pacity and ensuring U.S. competitiveness in line
22 with the foregoing.

23 (b) NATIONAL INVESTMENT STRATEGY.—In pursuit
24 of the NIA's mission, the Governing Board shall formu-
25 late, regularly update, and implement a forward-looking

1 National Investment Strategy that mobilizes, amplifies,
2 and coordinates investment of public and private capital,
3 over different time horizons, in—

4 (1) equitable, inclusive, structurally balanced,
5 and environmentally sustainable growth of the U.S.
6 economy;

7 (2) long-term development of domestic produc-
8 tive and manufacturing capacity;

9 (3) creation of sustainable and well-paying do-
10 mestic jobs;

11 (4) universal availability of high-quality Critical
12 Public Infrastructure;

13 (5) elimination of gaps in the quality of life and
14 well-being of ethnic and racial groups, as well as
15 among geographic regions and communities;

16 (6) broad and equitable access to affordable
17 housing;

18 (7) transition to a low-carbon emissions econ-
19 omy;

20 (8) technology development in support of na-
21 tional goals; and

22 (9) such other goals as the Governing Board
23 may determine.

24 (c) OVERSIGHT OF NIA OPERATING SUBSIDI-
25 ARIES.—The Governing Board shall—

1 (1) establish rules governing the operations of
2 the NIA Operating Subsidiaries;

3 (2) monitor the compliance of the NIA Oper-
4 ating Subsidiaries with the rules established under
5 paragraph (1) and the provisions of this Act;

6 (3) supervise the implementation of the Na-
7 tional Investment Strategy by the NIA Operating
8 Subsidiaries; and

9 (4) develop consistent policies and procedures
10 for the NIA Operating Subsidiaries with respect to
11 project selection and performance, consistent with
12 section 105 and the other provisions of this Act, in-
13 cluding—

14 (A) labor, equity, and environmental cri-
15 teria to be used in the project-selection process
16 and in the implementation of projects;

17 (B) project selection procedures; and

18 (C) the community engagement process in
19 project selection.

20 (d) OVERSIGHT OF NIA REGIONAL OFFICES.—The
21 Governing Board shall establish rules and procedures es-
22 tablishing the structure and governing the operation of the
23 NIA regional offices.

24 (e) ANCILLARY FUNCTIONS.—The Governing Board
25 shall—

1 (1) conduct, fund, coordinate, and otherwise
2 support academic research and development of tech-
3 nology and scientific knowledge consistent with and
4 beneficial to the National Investment Strategy;

5 (2) maintain regular and effective channels of
6 communication and public outreach, especially with
7 respect to communities in areas where the NIA con-
8 ducts or plans to conduct its operations;

9 (3) provide technical assistance to public and
10 private entities, community groups, and individuals
11 participating or intending to participate in the NIA
12 project selection process;

13 (4) ensure compliance with the relevant project
14 selection criteria and all other applicable require-
15 ments of this Act and the Governing Board;

16 (5) collect, study, and publicize data relating to
17 investments by the NIA and NIA Operating Subsidi-
18 aries and the impact of such investments on eco-
19 nomic growth, sustainability, inclusivity, and other
20 measures of the nation's well-being; and

21 (6) perform any additional functions deter-
22 mined necessary or useful in order to support or en-
23 hance the NIA's ability to fulfill its mission under
24 this Act.

1 **SEC. 103. FUNDING.**

2 (a) INITIAL APPROPRIATION.—Upon the date of en-
3 actment of this Act, and annually thereafter for **[3/5]**
4 years, there is appropriated to the Governing Board **[\$x]**
5 for the initial establishment of the NIA, NIB, and NCMC
6 and to carry out this Act, such sums to remain available
7 until expended.

8 (b) FEDERAL RESERVE SUPPORT.—

9 (1) PURCHASE OF NIA BONDS.—

10 (A) IN GENERAL.—The Board of Gov-
11 ernors of the Federal Reserve System may pur-
12 chase NIA bonds and other debt instruments,
13 both directly from the NIA or NIA Operating
14 Subsidiary and in secondary markets.

15 (B) LIMITATION.—The total value of NIA
16 bonds and other debt instruments held by the
17 Board of Governors of the Federal Reserve Sys-
18 tem at any one time may not exceed 25 percent
19 of the total assets held by the Board of Gov-
20 ernors of the Federal Reserve System and the
21 Federal reserve banks. For purposes of this
22 preceding sentence, the total asset amount shall
23 be calculated as **[the average total assets over**
24 **the preceding 6-month period]/[as of the last**
25 **day of the quarter immediately preceding the**
26 **date of such calculation]**.

1 (2) BACKUP LIQUIDITY SUPPORT.—

2 (A) IN GENERAL.—At the request of the
3 head of an NIA Operating Subsidiary, the
4 Board of Governors of the Federal Reserve Sys-
5 tem shall lend funds to such NIA Operating
6 Subsidiary—

7 (i) at preferential rates; and

8 (ii) on a collateralized or
9 uncollateralized basis.

10 (B) LIMITATION.—The total value of out-
11 standing loans provided by the Board of Gov-
12 ernors of the Federal Reserve System under
13 this paragraph may not exceed 25 percent of
14 the total assets held by the Board of Governors
15 of the Federal Reserve System and the Federal
16 reserve banks. For purposes of this preceding
17 sentence, the total asset amount shall be cal-
18 culated as **【the average total assets over the**
19 **preceding 6-month period】/【as of the last day**
20 **of the quarter immediately preceding the date**
21 **of such calculation】.**

22 (c) TREASURY LINE OF CREDIT.—

23 (1) IN GENERAL.—At the request of the Chair
24 **【or Vice-Chair】** of the Governing Board, the Sec-
25 retary of the Treasury shall lend funds to one or

1 more NIA Operating Subsidiary designated in such
2 request, at cost. The request submitted under this
3 provision shall be accompanied by a written attesta-
4 tion by the head of the relevant NIA Operating Sub-
5 sidiary that such Operating Subsidiary is unable to
6 access the liquidity support from the Board of Gov-
7 ernors of the Federal Reserve System authorized
8 under subsection (b).

9 (2) LIMITATION.—The aggregate amount of all
10 loans authorized under paragraph (1) at one time
11 may not exceed **[\$x]**.

12 (d) NIA BONDS.—

13 (1) IN GENERAL.—The NIA or NIA Operating
14 Subsidiaries may issue bonds and other debt instru-
15 ments, or “NIA Bonds”, on terms determined by the
16 Governing Board or the issuing NIA Operating Sub-
17 sidiary, as applicable, in accordance with the re-
18 quirements of this Act.

19 (2) EXEMPT SECURITIES.—NIA Bonds and
20 other instruments issued by NIA Operating Subsidi-
21 aries shall be exempt from the requirements of sec-
22 tion 5 of the Securities Act of 1933.

23 (3) NO FULL FAITH AND CREDIT.—NIA Bonds
24 and other instruments issued by NIA Operating

1 Subsidiaries shall not be backed by the full faith and
2 credit of the United States.

3 (e) USE OF PROCEEDS.—The NIA and NIA Oper-
4 ating Subsidiaries shall retain all proceeds from financing,
5 investments, and other financial assistance made under
6 this Act and may, without further appropriation, use such
7 amounts to carry out this Act.

8 **SEC. 104. NIA GOVERNING BOARD.**

9 (a) ESTABLISHMENT.—There is established the Gov-
10 erning Board of the NIA, as an independent Federal agen-
11 cy.

12 (b) MEMBERS.—

13 (1) IN GENERAL.—The Governing Board shall
14 consist of the following:

15 (A) VOTING MEMBERS.—Nine voting mem-
16 bers, appointed by the President by and with
17 the advice and consent of the Senate.

18 (B) NON-VOTING MEMBERS.—The fol-
19 lowing ex-officio, non-voting members:

20 (i) The Chairman of the Board of
21 Governors of the Federal Reserve System.

22 (ii) The Secretary of the Treasury.

23 (iii) The Secretary of Housing and
24 Urban Development.

1 (iv) The President of each NIA Oper-
2 ating Subsidiary.

3 (2) CHAIR; VICE CHAIR.—The President shall
4 select one voting member of the Governing Board to
5 serve as Chair and one to serve as Vice Chair.

6 (3) TERMS OF SERVICE.—

7 (A) IN GENERAL.—The voting members of
8 the Governing Board shall serve a 10-year
9 term, and members may not serve more than
10 one term.

11 (B) STAGGERED TERMS.—Notwithstanding
12 subparagraph (A)—

13 (i) in appointing the initial voting
14 members of the Governing Board, the
15 President shall stagger the terms of the
16 initial members such that no more than
17 one member's term ends in any one year;
18 and

19 (ii) the initial voting members of the
20 Governing Board may be appointed to a
21 second term.

22 (4) QUALIFICATIONS.—In appointing the voting
23 members of the Governing Board, the President
24 shall ensure that—

1 (A) all members have established expertise
2 in finance, economics, law, environmental
3 science, engineering, public administration, in-
4 frastructure projects, public health, or other rel-
5 evant fields; and

6 (B) **[at least 5 of the members]** have dem-
7 onstrated experience with, and endorsement
8 from, labor organizations, non-profit organiza-
9 tions, and community advocacy groups.

10 **[(5) COMPENSATION.—]**

11 **[(A) CHAIR.—**The Chair of the Governing
12 Board shall be compensated at the rate of pay
13 payable for a position at level I of the Executive
14 Schedule under section 5312 of title 5, United
15 States Code.]

16 **[(B) OTHER MEMBERS.—**The members of
17 the Governing Board other than the Chair shall
18 be compensated at the rate of pay payable for
19 a position at level II of the Executive Schedule
20 under section 5313 of title 5, United States
21 Code.]

22 (c) **PROFESSIONAL STAFF.—**To assist the NIA in the
23 performance of its responsibilities under this Act, the Gov-
24 erning Board shall establish and operate professional full-

1 time staff, the NIA Staff, whose structure shall include
2 the following units:

3 (1) The Applied Research and Technology unit,
4 which shall organize, finance, and coordinate applied
5 research and development of technologies that could
6 improve environmental, economic, and social out-
7 comes.

8 (2) The Public Outreach and Communication
9 unit, which shall ensure the continuous flow of infor-
10 mation and communication between the Governing
11 Board and businesses and communities, including
12 through the NIA regional offices.

13 (3) The Technical Assistance and Strategic Co-
14 ordination unit, which shall—

15 (A) coordinate public investment strategies
16 and ensure cooperation among Federal, State,
17 and local agencies; and

18 (B) provide technical assistance to public
19 and private entities.

20 (4) Such other units as the Governing Board
21 determines necessary to support its operations.

22 (d) OFFICE OF MINORITY AND WOMEN INCLU-
23 SION.—Section 342(g)(1) of the Dodd-Frank Wall Street
24 Reform and Consumer Protection Act (12 U.S.C.
25 5452(g)(1)) is amended—

1 (1) in subparagraph (H), by striking “and”.

2 (2) in subparagraph (I), by striking the period
3 and inserting “; and”; and

4 (3) by adding at the end the following:

5 “(J) the National Investment Authority.”.

6 (e) INTERAGENCY CONSULTATION AND COORDINA-
7 TION.—The NIA Governing Board, the Secretary of the
8 Treasury, and the Board of Governors of the Federal Re-
9 serve System shall establish the process for regular con-
10 sultations to ensure effective cooperation and coordination
11 of their policies and priorities.

12 **SEC. 105. PROJECT ELIGIBILITY AND SELECTION.**

13 (a) IN GENERAL.—Subject to this section’s provi-
14 sions, the Governing Board shall adopt rules and promul-
15 gate policies and procedures establishing core require-
16 ments for the eligibility, identification, evaluation, selec-
17 tion, and ongoing monitoring and management of the
18 Portfolio Projects. In doing so, the Governing Board shall
19 seek to ensure that the Portfolio Project selection process
20 is conducted in a transparent, efficient, and publicly ac-
21 countable manner, consistent with the core purposes of the
22 NIA.

23 (b) IDENTIFYING POTENTIAL PORTFOLIO
24 PROJECTS.—Projects potentially eligible for NIA funding

1 shall be identified primarily through the following chan-
2 nels:

3 (1) EXTERNAL.—Projects identified by Federal,
4 State, or local agencies, public banks, or other gov-
5 ernment-owned corporations that would benefit from
6 NIA management or investment and meet the NIA’s
7 eligibility requirements.

8 (2) INTERNAL.—Prospective projects identified
9 and proposed by the NIA staff, based on internal re-
10 search or in collaboration with the outside scientific
11 and technology experts and communities.

12 (3) PUBLIC AUCTION.—Projects—

13 (A) that meet a set of criteria identified by
14 the NIA staff in accordance with a particular
15 investment goal; and

16 (B) are announced to the public by the
17 NIA in a public call for proposals (the “auc-
18 tion”) that is conducted in a transparent and
19 fair manner, as determined by the Governing
20 Board, in coordination with the NIA regional
21 offices and the NIA Operating Subsidiaries.

22 (c) PORTFOLIO PROJECT ELIGIBILITY CRITERIA.—

23 (1) IN GENERAL.—The NIA and the NIA Oper-
24 ating Subsidiaries shall prioritize projects and in-
25 vestments that, in the NIA’s determination, have po-

1 tential to generate tangible long-term public benefits
2 and advance the goals of the NIA.

3 (2) SPECIFIC PROJECT ELIGIBILITY CRI-
4 TERIA.—The NIA Operating Subsidiaries shall apply
5 the following criteria and balance the following fac-
6 tors, to determine that each Portfolio Project is eli-
7 gible for the NIA funding, both at the Project Fund-
8 ing Date and on an ongoing basis:

9 (A) Financial and Economic Impact Cri-
10 teria, which include—

11 (i) potential contribution to the long-
12 term growth and sustainability of the na-
13 tional, regional, or local economy;

14 (ii) innovativeness and transformative
15 technological potential;

16 (iii) potential strengthening of global
17 competitiveness and resilience of the U.S.
18 economy;

19 (iv) potential for and commitment to
20 domestic job creation and “Buy America”;

21 (v) scale, time horizons, expected costs
22 and cash revenues;

23 (vi) availability or lack of superior or
24 viable private or public funding alter-
25 natives; and

1 (vii) such other factors as may be ap-
2 propriate to consider under the cir-
3 cumstances.

4 (B) Environmental Impact Criteria, which
5 include—

6 (i) project participants' record of or
7 commitment to mandatory compliance with
8 all relevant environmental laws, regula-
9 tions, and standards;

10 (ii) absence of significant climate risk
11 or mandatory climate-risk mitigation;

12 (iii) potential to facilitate a broader
13 economy-wide shift to clean technologies or
14 production; and

15 (iv) any additional requirements and
16 commitments applicable to individual types
17 of project or investment.

18 (C) Social and Racial Equity Impact Cri-
19 teria, which include—

20 (i) potential to improve health, edu-
21 cation, living conditions, income, and over-
22 all well-being of local, and especially dis-
23 advantaged, communities;

24 (ii) potential to rectify racial or socio-
25 economic inequity;

1 (iii) any other factors and commit-
2 ments appropriate or necessary under the
3 circumstances.

4 (D) Labor and Employment Impact Cri-
5 teria, which include—

6 (i) project participants' record of or
7 commitment to mandatory compliance with
8 all relevant labor and wage-related laws,
9 regulations and standards, including re-
10 quirements that the participants—

11 (I) provide written assurances
12 prescribed by the applicable NIA Op-
13 erating Subsidiary that any project
14 will be performed with the require-
15 ments of Federal laws that would oth-
16 erwise apply to similar projects to
17 which the United States is a party;

18 (II) with respect to recipients of
19 financial assistance authorized under
20 this Act that funds public transpor-
21 tation capital projects, as defined in
22 section 5302 of title 49, United States
23 Code, comply with the grant require-
24 ments applicable to grants made
25 under section 5309 of such title;

1 (III) with respect to recipient of
2 financial assistance for an infrastruc-
3 ture project involving reconstruction,
4 rehabilitation, replacement, or expan-
5 sion that may impact current public
6 employees on the project site, shall
7 protect the interests of employees af-
8 fected by the financial assistance
9 under arrangements the Secretary of
10 Labor concludes are fair and equitable
11 in accordance with section 5333(b)(2)
12 of title 49, United States Code;

13 (IV) with respect to recipients of
14 financial assistance authorized under
15 this Act that funds freight or pas-
16 senger rail capital projects, as defined
17 by section 22901(2) of title 49,
18 United States Code, shall comply with
19 the requirements of section 22905 of
20 such 49; and

21 (V) with respect to recipients of
22 financial assistance authorized under
23 this Act that do not involve a Federal
24 contract or assistance in which no
25 Federal law is controlling for contrac-

1 tors, shall apply Executive Order
2 13658;

3 (ii) project participants' record of or
4 commitment to commitment to utilize
5 unionized workers and employees;

6 (iii) project participants' record of or
7 commitment to labor representation in
8 management structures; and

9 (iv) any other factors and commit-
10 ments appropriate or necessary under the
11 circumstances.

12 (3) ADDITIONAL GOVERNING BOARD AUTHOR-
13 ITY.—The Governing Board, in consultation with the
14 NIA Operating Subsidiaries, may expand, interpret,
15 adjust, or vary the context-specific application of the
16 foregoing Portfolio Project eligibility requirements, if
17 doing so serves the public interest, amplifies public
18 benefits associated with the relevant NIA Projects,
19 and facilitates the implementation of the National
20 Investment Strategy or the broader statutory goals
21 of the NIA.

22 (d) ENTITY ELIGIBILITY CRITERIA.—The Governing
23 Board shall develop eligibility criteria for any external
24 partners, participants in, or recipients of the NIA funding

1 for Portfolio Projects, including Eligible Private Entities
2 and Qualifying Fund Investors.

3 (e) PORTFOLIO PROJECT SELECTION BY NIA OPER-
4 ATING SUBSIDIARIES.—

5 (1) PROJECT ANALYSIS AND MONITORING COM-
6 MITTEES.—Each NIA Operating Subsidiary, includ-
7 ing the NIB and the NCMC, shall establish a special
8 Project Analysis and Monitoring Committee charged
9 with identifying and evaluating its investment pros-
10 pects and selecting individual projects and under-
11 takings for inclusion in such NIA Operating Subsidi-
12 ary's asset portfolio. In performing these tasks, both
13 the NIA Operating Subsidiary and its Project Anal-
14 ysis and Monitoring Committee shall comply with
15 the applicable rules, policies, and procedures promul-
16 gated by the Governing Board.

17 (2) PORTFOLIO PROJECT SELECTION.—

18 (A) IN GENERAL.—In selecting Portfolio
19 Projects, an NIA Operating Subsidiary shall—

20 (i) comply with all rules and proce-
21 dures issued by the Governing Board
22 under this section;

23 (ii) ensure fair and equitable access to
24 NIA funding, among other things, by
25 maintaining effective communication with

1 and providing technical assistance to local
2 public entities, nonprofit organizations,
3 employee- or community-owned enterprise,
4 start-ups, and minority-run businesses;

5 (iii) identify potential investment op-
6 portunities through the project identifica-
7 tion methods described under subsection
8 (b); and

9 (iv) evaluate projects thoroughly, ap-
10 plying the project eligibility criteria speci-
11 fied in this section or established by the
12 Governing Board.

13 (B) PROJECT ANALYSIS.—In evaluating
14 and selecting potential Portfolio Projects, each
15 NIA Operating Subsidiary, acting through its
16 Project Analysis and Monitoring Committee
17 shall conduct the following:

18 (i) FINANCIAL ANALYSIS.—A financial
19 analysis of expected direct and indirect
20 revenues and costs associated with the
21 project, provided, however, that such finan-
22 cial analysis shall not constitute the sole or
23 principal basis for the NIA Operating Sub-
24 sidiary's decisions with respect to any
25 project or investment.

1 (ii) PUBLIC ECONOMIC BENEFIT
2 ANALYSIS.—A public economic benefit
3 analysis, including—

4 (I) the projected impact on mac-
5 roeconomic growth, employment, and
6 similar metrics applied on local, State,
7 regional, or national levels; and

8 (II) potential measurable benefits
9 to affected communities, businesses,
10 and other economic actors.

11 (iii) ENVIRONMENTAL AND SOCIAL
12 BENEFITS ANALYSIS.—An environmental
13 and social benefits analysis, including—

14 (I) reductions in emissions, in-
15 creased environmental sustainability,
16 and related metrics;

17 (II) long-term contribution to an
18 environmentally sustainable and resil-
19 ient economic growth;

20 (III) increased access to housing
21 (including through reduced costs of
22 living), employment (including
23 through reduced commute times and
24 costs), educational, and other opportu-
25 nities for communities; and

1 (IV) health benefits (including
2 through better or more equitable ac-
3 cess to healthcare and wellness amen-
4 ities).

5 (iv) STAKEHOLDER IMPACT ANAL-
6 YSIS.—A stakeholder impact analysis, in-
7 cluding—

8 (I) targeted benefits for dis-
9 advantaged communities and groups;
10 and

11 (II) identification of potential for
12 cooperation and coordination with
13 public and private constituencies.

14 (f) INVESTMENT ADVISORY COUNCIL.—

15 (1) IN GENERAL.—To assist and advise the
16 NIA Operating Subsidiaries on technical matters re-
17 lated to their respective investment and portfolio
18 management strategies, the Governing Board shall
19 establish and appoint the Investment Advisory Coun-
20 cil, a consultative body comprising individuals widely
21 recognized for their expertise and experience in fi-
22 nancial management, investment banking, infra-
23 structure finance, macroeconomic analysis, urban
24 planning, and related fields.

1 (2) DUTIES.—The Investment Advisory Council
2 shall provide technical advice to the NIA Operating
3 Subsidiaries in order to assist with a more com-
4 prehensive assessment of investment opportunities
5 and performance. The Investment Advisory Council’s
6 powers and duties shall be exclusively of advisory
7 and consultative character.

8 (3) MEMBERSHIP; CONFLICTS OF INTEREST.—
9 The Governing Board shall—

10 (A) determine the number, qualifications,
11 selection and appointment procedures, terms of
12 service, and rights and responsibilities of the
13 Investment Advisory Council members;

14 (B) establish rules and procedures gov-
15 erning the activities of the Investment Advisory
16 Council, including rules and procedures for
17 recusal or removal of individual members of the
18 Investment Advisory Council whose personal or
19 professional interests may conflict, or appear to
20 conflict, with the NIA’s interests and objectives;
21 and

22 (C) oversee the operation of the Invest-
23 ment Advisory Council on an ongoing basis.

1 **SEC. 106. PUBLIC ACCOUNTABILITY.**

2 (a) PERIODIC REPORTS AND CONGRESSIONAL TESTI-
3 MONY.—

4 (1) REPORTS.—The Governing Board shall sub-
5 mit to the President and Congress, within 90 days
6 after the last day of each fiscal year, a completed
7 and detailed NIA Annual Report with respect to the
8 preceding fiscal year, setting forth—

9 (A) the core principles, objectives, and im-
10 plementation priorities of the National Invest-
11 ment Strategy over different time horizons;

12 (B) any changes, revisions, or adjustments
13 to the National Investment Strategy and the
14 NIA's developmental goals and priorities since
15 the date of the last NIA Annual Report;

16 (C) the Governing Board's discussion and
17 analysis of the NIA's financial results and con-
18 dition, overall performance of the NIA's statu-
19 tory duties and public policy objectives, and ac-
20 tions undertaken in pursuit of such objectives;

21 (D) the discussion and analysis of the envi-
22 ronmental impact, social and racial equity im-
23 pact, and labor and employment impact of the
24 NIA's activities; and

25 (E) any other information Congress may
26 request.

1 (2) TESTIMONY.—In conjunction with the sub-
2 mission of the NIA Annual Report, the Chair of the
3 Governing Board, along with the Presidents of the
4 NIB and NCMC, shall provide written and oral tes-
5 timony in Congress on matters covered in the NIA
6 Annual Report and related matters.

7 (b) ANNUAL AUDITS.—

8 (1) RECORDKEEPING REQUIREMENT.—The
9 NIA and each NIA Operating Subsidiary shall main-
10 tain adequate books and records that correctly re-
11 flect the financial transactions, condition, and re-
12 sults of operation of the NIA or NIA Operating
13 Subsidiary.

14 (2) AUDITS.—

15 (A) GAO AUDIT OF NIA.—The Comptroller
16 General of the United States shall perform an
17 annual audit of the NIA's consolidated books of
18 account.

19 (B) SPECIAL NIA AUDIT PANEL.—

20 (i) IN GENERAL.—The Comptroller
21 General of the United States shall, annu-
22 ally, establish a Special NIA Audit Panel
23 to perform an independent audit of the fi-
24 nancial performance of each NIA Oper-
25 ating Subsidiary.

1 (ii) MEMBERS.—The Comptroller
2 General shall ensure that each Special NIA
3 Audit Panel consists of—

4 (I) representatives of the Govern-
5 ment Accountability Office; and

6 (II) representatives of each U.S.
7 public accounting firm of nationally
8 recognized standing.

9 **[(3) ACCOUNTING STANDARDS.—The NIA and**
10 **NIA Operating Subsidiaries shall use generally ac-**
11 **cepted accounting practices or such other rec-**
12 **ommended accounting practices as the Governing**
13 **Board determines appropriate.]**

14 (c) PUBLIC INTEREST COUNCIL.—

15 (1) ESTABLISHMENT.—There is established the
16 Public Interest Council (the “Council”), an inde-
17 pendent advisory and consultative body, which shall
18 safeguard the effective representation and incorpora-
19 tion of the interests of the American people in the
20 formulation and implementation of the National In-
21 vestment Strategy and other activities of the NIA
22 and the NIA Operating Subsidiaries.

23 (2) MEMBERS.—The Public Interest Council
24 shall consist of 7 members, appointed by the Presi-
25 dent from among individuals who—

1 (A) are academics, community leaders,
2 consumer advocates, etc.;

3 (B) have demonstrated expertise in various
4 areas relevant to the NIA's overall mission, ex-
5 perience in community representation, and rep-
6 utation for integrity; and

7 (C) do not have a conflict of interest.

8 (3) FUNCTIONS AND POWERS.—The Public In-
9 terest Council shall—

10 (A) advise the Governing Board on matters
11 of public policy and public well-being arising in
12 the course of the activities of the NIA and NIA
13 Operating Subsidiaries;

14 (B) provide an independent public interest-
15 based perspective on substantive policy issues
16 faced, and strategic decisions made, by the NIA
17 and NIA Operating Subsidiaries in the course
18 of fulfilling their statutory functions and re-
19 sponsibilities;

20 (C) inform and advise Congress on matters
21 of special public concern or significance, as re-
22 lated to the operations of the NIA and NIA Op-
23 erating Subsidiaries;

24 (D) recommend to Congress and the Gov-
25 erning Board specific measures to—

1 (i) correct or improve the performance
2 and impact of the NIA and NIA Operating
3 Subsidiaries on the well-being of the Amer-
4 ican public; or

5 (ii) enhance the transparency of the
6 actions and decisions of the NIA and NIA
7 Operating Subsidiaries;

8 (E) have broad rights to request access to
9 the books and records of the NIA and NIA Op-
10 erating Subsidiaries and such other information
11 necessary or helpful to the Council in the per-
12 formance of its duties;

13 (F) engage in an ongoing discussion and
14 dialogue with communities, public interest
15 groups, mass media, and other public stake-
16 holders, for the purpose of keeping the Amer-
17 ican public informed about, and collecting pub-
18 lic feedback with respect to, the activities and
19 plans of the NIA and NIA Operating Subsidi-
20 aries; and

21 (G) take any other actions necessary or in-
22 cidental to any of the foregoing.

23 (4) CONGRESSIONAL REPORTS.—Annually, the
24 Public Interest Council shall prepare and submit to
25 Congress and the President a full report, outlining

1 the Council's independent assessment of, and rec-
2 ommendations related to, the performance and the
3 impact of the NIA and NIA Operating Subsidiaries
4 on issues of public policy significance.

5 (5) STAFF.—The Public Interest Council shall
6 have full-time dedicated exclusively to supporting the
7 Council's performance of its powers and duties.

8 (6) FUNDING.—**[TBD: Permanent appropria-**
9 *tion vs. initial appropriation and then have NIA*
10 *fund the Council]*

11 **TITLE II—NIA REGIONAL** 12 **OFFICES**

13 **SEC. 201. ESTABLISHMENT.**

14 The Governing Board shall establish regional offices
15 of the NIA in each of **[To be added]**.

16 **SEC. 202. ORGANIZATION AND STRUCTURE.**

17 (a) LEADERSHIP.—Subject to the rules and proce-
18 dures established under section 102(d), each regional of-
19 fice shall be headed by a Director, who shall be appointed
20 by the Governing Board and be directly accountable to it.

21 (b) NIA STAFF.—The Director of each regional office
22 shall appoint staff to provide regional support to the Gov-
23 erning Board in carrying out the duties of the Governing
24 Board.

1 (c) NIA OPERATING SUBSIDIARIES.—The head of
2 each NIA Operating Subsidiary shall locate staff within
3 each regional office to provide the subsidiary with regional
4 support in carrying out the duties of the subsidiary.

5 **SEC. 203. FUNCTIONS.**

6 In addition to the functions described under section
7 202, the regional offices shall—

8 (1) serve as the key liaison between the NIA
9 and State and local public authorities, businesses,
10 and communities;

11 (2) participate in Portfolio Project identifica-
12 tion, selection, and management, in order to ensure
13 effective representation of local and regional eco-
14 nomic and community needs and interests and to
15 provide an additional source of public accountability
16 for the NIA;

17 (3) cooperate and coordinate the NIA’s regional
18 operations with the activities of regional Federal re-
19 serve banks and other Federal agencies; and

20 (4) encourage the creation of, and cooperate
21 with, State and local public banks, development
22 banks, “green” banks, and other public finance in-
23 stitutions.

1 **TITLE III—NATIONAL**
2 **INFRASTRUCTURE BANK**

3 **SEC. 301. ESTABLISHMENT.**

4 There is established, as a Government corporation
5 subject to chapter 91 of title 31, United States Code, the
6 National Infrastructure Bank (“NIB”).

7 **SEC. 302. FUNCTIONS.**

8 (a) NIB MANDATE.—The mandate of the NIB shall
9 be to implement the National Investment Strategy by en-
10 gaging in credit market activities supporting public and
11 private investment in Critical Public Infrastructure
12 projects.

13 (b) POWERS.—The NIB shall have the following pow-
14 ers:

15 (1) To make senior or subordinated loans, pur-
16 chase senior or subordinated debt securities, or to
17 enter into a binding commitment to do any of the
18 foregoing, the proceeds of which are to be used to
19 finance or refinance the development of one or more
20 Critical Public Infrastructure projects.

21 (2) To issue guarantees.

22 (3) To issue and sell debt obligations of the
23 NIB, on secured or unsecured basis, of such matu-
24 rities and on such terms as the NIB Board shall de-
25 termine from time to time.

1 (4) To purchase in the open market any of
2 NIB's outstanding obligations at any time and at
3 any price the NIB Board determines appropriate
4 under the circumstances.

5 (5) To monitor and oversee Portfolio Projects
6 financed, in whole or in part, by the NIB.

7 (6) To exercise all other lawful powers which
8 are necessary or appropriate to carry out, and are
9 consistent with, the purposes of the NIB.

10 (c) INVESTMENT PRIORITIES.—In carrying out the
11 mandate of the NIB, the NIB Board shall, subject to the
12 rules established by the Governing Board under section
13 105—

14 (1) conduct risk analysis and manage portfolio
15 risk;

16 (2) target investments based on their potential
17 to produce long-term public benefits and have a
18 long-term economic impact and not based solely on
19 anticipated revenues or profit considerations;

20 (3) in carrying out direct lending activities, tar-
21 get and prioritize projects that have some national
22 socioeconomic significance but face difficulty in se-
23 curing low-cost financing in traditional markets; and

24 (4) in carrying out secondary market-making
25 activities, prioritize municipal bonds supporting pub-

1 lic goods and projects, by purchasing such bonds di-
2 rectly from State and local public issuers at favor-
3 able rates.

4 **SEC. 303. NIB GOVERNANCE.**

5 (a) BOARD OF DIRECTORS.—

6 (1) IN GENERAL.—There is established the
7 Board of Directors of the NIB, which shall, subject
8 to the rules of the NIA established under section
9 102(c), serve as the head of the NIB.

10 (2) MEMBERSHIP.—The NIB Board shall con-
11 sist of the following 9 members:

12 (A) CLASS A DIRECTORS.—Three class A
13 directors, to be appointed by the President by
14 and with the advice and consent of the Sen-
15 ate—

16 (i) one of which shall be designated by
17 the President as the President of the NIB;
18 and

19 (ii) one of which shall be designated
20 by the President as the Vice President of
21 the NIB.

22 (B) CLASS B DIRECTORS.—Three class B
23 directors, to be appointed by the President, by
24 and with the advice and consent of the Senate,

1 from among a pool of candidates nominated by
2 the private sector.

3 (C) CLASS C DIRECTORS.—Three class C
4 directors, to be appointed by the President, by
5 and with the advice and consent of the Senate,
6 from among a pool of candidates nominated by
7 labor, environmental, and other public interest
8 organizations.

9 (3) QUALIFICATIONS.—Class A and B directors
10 shall be appointed from among individuals with
11 proven technical expertise and experience in core
12 fields, including infrastructure finance, banking,
13 public finance, macroeconomics, environmental
14 science or engineering, and such other non-financial
15 disciplines as the Governing Board may determine
16 appropriate.

17 (4) CONFLICTS OF INTEREST.—The Governing
18 Board shall establish strict conflicts-of-interest pro-
19 hibitions applicable to class A and B directors.

20 (5) SELECTION OF ENTITIES NOMINATING CAN-
21 DIDATES.—The Governing Board shall establish
22 policies and procedures for selecting which entities
23 may nominate directors for the position of Class B
24 and C directors.

25 (6) TERMS OF SERVICE.—

1 (A) IN GENERAL.—The members of the
2 NIB Board shall serve a 10-year term, and
3 members may not serve more than one term.

4 (B) STAGGERED TERMS.—Notwithstanding
5 subparagraph (A)—

6 (i) in appointing the initial members
7 of the NIB Board, the President shall
8 stagger the terms of the initial members
9 such that no more than one member's term
10 ends in any one year; and

11 (ii) the initial members of the NIB
12 Board may be appointed to a second term.

13 **[(7) COMPENSATION.—]**

14 **[(A) PRESIDENT.—**The President of the
15 NIB shall be compensated at the rate of pay
16 payable for a position at level I of the Executive
17 Schedule under section 5312 of title 5, United
18 States Code.]

19 **[(B) OTHER MEMBERS.—**The members of
20 the NIB Board other than the President shall
21 be compensated at the rate of pay payable for
22 a position at level II of the Executive Schedule
23 under section 5313 of title 5, United States
24 Code.]

1 (b) COMMITTEES.—The NIB shall have the following
2 committees:

3 (1) The Executive Committee, which shall be
4 comprised of the President of the NIB, the Vice
5 President of the NIB, and the executive officers de-
6 scribed under subsection (c).

7 (2) The Risk Management Committee.

8 (3) The Project Analysis and Monitoring Com-
9 mittee.

10 (4) The Audit and Compliance Committee.

11 (5) The Policy Impact Committee, which shall
12 focus on macroeconomic analysis and policy, commu-
13 nity impact, and labor-related standards.

14 (6) Such other committees as the NIB Board
15 determines necessary.

16 (c) EXECUTIVE OFFICERS.—The NIB Board shall
17 appoint, remove, fix the compensation, and define duties
18 of the NIB's executive officers, who shall include—

19 (1) the Chief Financial Officer;

20 (2) the Chief Compliance Officer;

21 (3) the Chief Risk Officer;

22 (4) the Chief Operations Officer;

23 (5) the General Counsel; and

24 (6) such other executive officers as the NIB
25 Board determines necessary.

1 (d) BYLAWS.—The NIB Board shall adopt bylaws
2 and such other rules as are necessary for the proper man-
3 agement and functioning of the NIB.

4 **SEC. 304. PROJECT ELIGIBILITY AND SELECTION.**

5 (a) IN GENERAL.—The NIB Board shall establish
6 eligibility and selection criteria for the NIB Portfolio
7 Projects, subject to the provisions of section 105 and the
8 policies and procedures for project selection and perform-
9 ance established by the Governing Board under section
10 105(e)(2).

11 (b) SPECIFIC CRITERIA.—In establishing the criteria
12 required under subsection (a), the NIB Board shall
13 prioritize providing credit support and technical assistance
14 to State, Tribal, and local authorities and other public en-
15 tities, for purposes of financing Critical Public Infrastruc-
16 ture.

17 **TITLE IV—NATIONAL CAPITAL**
18 **MANAGEMENT CORPORATION**

19 **SEC. 401. ESTABLISHMENT.**

20 There is established, as a Government corporation
21 subject to chapter 91 of title 31, United States Code, the
22 National Capital Management Corporation.

23 **SEC. 402. PURPOSE AND FUNCTIONS.**

24 (a) NCMC MANDATE.—The mandate of the NCMC
25 shall be to implement the National Investment Strategy

1 by engaging in capital market activities that support pub-
2 lic and private investment in Critical Public Infrastructure
3 projects.

4 (b) GENERAL POWERS.—The NCMC shall have the
5 following powers:

6 (1) To organize, sponsor, invest in, and manage
7 collective investment funds, or NCMC Funds, for the
8 purpose of financing the development of Critical
9 Public Infrastructure.

10 (2) To purchase, make commitments to pur-
11 chase, or otherwise acquire, hold, and manage equity
12 or equity-like instruments issued by, or interests in,
13 in any entity, both on its own behalf (including in
14 its role as the agent of the U.S. Government) and
15 on behalf of any NCMC Fund.

16 (3) To exercise any rights and powers necessary
17 or incidental to equity ownership, fund or asset man-
18 agement, and other functions performed by the NIA
19 in accordance with this Act.

20 (c) TARGET INVESTMENTS AND PRIORITIES.—In
21 carrying out its mandate, the NCMC shall, subject to the
22 rules established by the Governing Board under section
23 105, prioritize investments and projects that exhibit one
24 or more of the following target characteristics:

1 (1) INNOVATION AND SCALE.—The NCMC shall
2 target and prioritize Critical Infrastructure Projects
3 that are potentially transformative, innovative, re-
4 quire long-term capital commitments, require multi-
5 jurisdictional coordination, have national or multi-re-
6 gional scale or impact, or otherwise would both ben-
7 efit from the NIA funding and advance the NIA’s
8 goals.

9 (2) PUBLIC STANDARD-SETTING; CATALYTIC
10 SIGNIFICANCE.—The NCMC shall prioritize Critical
11 Infrastructure Projects that, individually or together
12 with other NIA Portfolio Projects, can catalyze pub-
13 licly beneficial change in the relevant industry or
14 market standards, particularly with respect to boost-
15 ing the growth of domestic manufacturing, creating
16 American jobs, strengthening labor, revitalizing eco-
17 nomically disadvantaged communities or regions,
18 and reducing wealth gaps among different groups.

19 (3) RESCUE AND TRANSFORMATION OF TROU-
20 BLED FIRMS OR INDUSTRIES.—The NCMC shall
21 manage Federal financial assistance to distressed
22 private firms or other entities, as provided in the rel-
23 evant Acts of Congress or determined by the Gov-
24 erning Board in accordance with this Act, with the
25 goal of preventing potential harm to the local, re-

1 regional, or national economy and the American peo-
2 ple, including potential loss of domestic jobs, erosion
3 of the U.S. productive capacity and global competi-
4 tiveness, and environmental damage.

5 **SEC. 403. NCMC FUNDS.**

6 **【To be added】**

7 **SEC. 404. PUBLIC ASSET MANAGER POWERS.**

8 **【To be added】**

9 **SEC. 405. NCMC GOVERNANCE.**

10 (a) BOARD OF DIRECTORS.—

11 (1) IN GENERAL.—There is established the
12 Board of Directors of the NCMC, which shall, sub-
13 ject to the rules of the Governing Board established
14 under section 102(c), serve as the head of the
15 NCMC.

16 (2) MEMBERSHIP.—The NCMC Board shall
17 consist of the following 9 members:

18 (A) CLASS A DIRECTORS.—Three class A
19 directors, to be appointed by the President by
20 and with the advice and consent of the Sen-
21 ate—

22 (i) one of which shall be designated by
23 the President as the President of the
24 NCMC; and

1 (ii) one of which shall be designated
2 by the President as the Vice President of
3 the NCMC.

4 (B) CLASS B DIRECTORS.—Three class B
5 directors, to be appointed by the President, by
6 and with the advice and consent of the Senate,
7 from among a pool of candidates nominated by
8 the private sector.

9 (C) CLASS C DIRECTORS.—Three class C
10 directors, to be appointed by the President, by
11 and with the advice and consent of the Senate,
12 from among a pool of candidates nominated by
13 labor, environmental, and other public interest
14 organizations.

15 (3) QUALIFICATIONS.—Class A and B directors
16 shall be appointed from among individuals with
17 proven technical expertise and experience in core
18 fields, including infrastructure finance, investment
19 management, law, macroeconomics, environmental
20 science or engineering, and such other non-financial
21 disciplines as the Governing Board may determine
22 appropriate.

23 (4) CONFLICTS OF INTEREST.—The Governing
24 Board shall establish strict conflicts-of-interest pro-
25 hibitions applicable to class A and B directors.

1 (5) SELECTION OF ENTITIES NOMINATING CAN-
2 DIDATES.—The Governing Board shall establish
3 policies and procedures for selecting which entities
4 may nominate directors for the position of Class B
5 and C directors.

6 (6) TERMS OF SERVICE.—

7 (A) IN GENERAL.—The members of the
8 NCMC Board shall serve a 10-year term, and
9 members may not serve more than one term.

10 (B) STAGGERED TERMS.—Notwithstanding
11 subparagraph (A)—

12 (i) in appointing the initial members
13 of the NCMC Board, the President shall
14 stagger the terms of the initial members
15 such that no more than one member's term
16 ends in any one year; and

17 (ii) the initial members of the NCMC
18 Board may be appointed to a second term.

19 **[(7) COMPENSATION.—]**

20 **[(A) PRESIDENT.—The President of the**
21 **NCMC shall be compensated at the rate of pay**
22 **payable for a position at level I of the Executive**
23 **Schedule under section 5312 of title 5, United**
24 **States Code.]**

1 **[(B) OTHER MEMBERS.—**The members of
2 the NCMC Board other than the President
3 shall be compensated at the rate of pay payable
4 for a position at level II of the Executive Sched-
5 ule under section 5313 of title 5, United States
6 Code.]

7 **(b) COMMITTEES.—**The NCMC shall have the fol-
8 lowing committees:

9 (1) The Executive Committee, which shall be
10 comprised of the President of the NCMC, the Vice
11 President of the NCMC, and the executive officers
12 described under subsection (c).

13 (2) The Risk Management Committee.

14 (3) The Audit and Compliance Committee.

15 (4) The Policy Impact Committee, which shall
16 focus on macroeconomic analysis and policy, commu-
17 nity impact, and labor-related standards.

18 (5) Such other committees as the NCMC Board
19 determines necessary.

20 **(c) EXECUTIVE OFFICERS.—**The NCMC Board shall
21 appoint, remove, fix the compensation, and define duties
22 of the NCMC's executive officers, who shall include—

23 (1) the Chief Financial Officer;

24 (2) the Chief Compliance Officer;

25 (3) the Chief Risk Officer;

1 (4) the Chief Operations Officer;

2 (5) the General Counsel; and

3 (6) such other executive officers as the NCMC

4 Board determines necessary.

5 (d) BYLAWS.—The NCMC Board shall adopt bylaws

6 and such other rules as are necessary for the proper man-

7 agement and functioning of the NCMC.

8 (e) PORTFOLIO MANAGEMENT.—To manage the

9 NCMC's portfolio of assets (equity stakes in various firms

10 and projects), the NCMC shall establish—

11 (1) internal manager teams with the necessary

12 expertise (including sectoral expertise); and

13 (2) a network of outside industry-expert part-

14 ners that can be brought in, as needed, to assist

15 with the daily running of portfolio companies' busi-

16 nesses.