

# **NOMINATING COMMITTEE CHARTER AND PROCEDURES**

## **RENAISSANCE CAPITAL GREENWICH FUNDS (THE "TRUST")**

Adopted May 19, 2017

### **ORGANIZATION**

The Nominating Committee (the "Committee") of the Trust shall be composed solely of Trustees who are not "interested persons" of the Trust as defined in Section 2(a)(19) of the Investment Company Act of 1940, as amended (the "1940 Act") ("Independent Trustees"). The Board of Trustees of the Trust (the "Board") shall select the members of the Committee and shall designate the Chairperson of the Committee. The Committee may invite any Trustee, officer or employee of the Trust, or other persons whose advice and counsel are sought by the Committee, to attend any meeting of the Committee.

### **RESPONSIBILITIES**

The Committee shall select and nominate persons for election or appointment by the Board as Trustees of the Trust as Independent Trustees. The Committee shall keep a record of its meetings and shall report its actions to the full Board.

### **EVALUATION OF POTENTIAL NOMINEES**

In evaluating a person as a potential nominee to serve as a Trustee of the Trust (including any nominees recommended by shareholders as provided below), the Committee may consider, among other factors it may deem relevant:

- the character and integrity of the person;
- whether or not the person is qualified under applicable laws and regulations to serve as a Trustee of the Trust;
- whether or not the person has any relationships that might impair his or her service on the Board;
- whether nomination of the person would be consistent with Trust policy and applicable laws and regulations regarding the number and percentage of Independent Trustees on the Board;
- whether or not the person serves on boards of, or is otherwise affiliated with, competing financial service organizations or their related Trust complexes;

- whether or not the person is willing to serve and is willing and able to commit the time necessary for the performance of the duties and responsibilities of a Trustee of the Trust;
- the contribution which the person can make to the Board and the Trustee, in conjunction with the other Trustees, with consideration being given to the person's business and professional experience, education and such other factors as the Committee may consider relevant; and
- whether the Committee believes the person has the ability to apply sound and independent business judgment and would act in the interests of the Trust and its shareholders.

While the Committee is solely responsible for the selection and nomination of Trustees, the Committee may consider nominees recommended by Trust shareholders. The Committee will consider recommendations for nominees from shareholders sent to the Secretary of the Trust at the Trust's principal office. A nomination submission must include all information relating to the recommended nominee that is required to be disclosed in solicitations or proxy statements for the election of Trustees, as well as information sufficient to evaluate the factors listed above. Nomination submissions must be accompanied by a written and signed consent of the individual to stand for election if nominated by the Board and to serve if elected by the shareholders, and such additional information must be provided regarding the recommended nominee as reasonably requested by the Committee.

Shareholder recommendations not properly submitted in accordance with these procedures will not be considered by the Committee. It shall be in the Committee's sole discretion whether to seek corrections of a deficient nominee candidate submission or to exclude a candidate from consideration.

#### **NOMINATION OF TRUSTEES**

After a determination by the Committee that a person should be selected and nominated as a Trustee of the Trust, the Committee shall present its recommendation to the full Board for its consideration.

#### **REVIEW OF CHARTER AND PROCEDURES**

The Committee shall review the charter and procedures from time to time, as it considers appropriate.