



## **Sadoff Investment Management, LLC**

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### **FORM ADV PART 2 BROCHURE**

**This brochure provides information about the qualifications and business practices of Sadoff Investment Management, LLC. If you have any questions about the contents of this brochure, please contact us at (414) 352-8460. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.**

**Additional information about Sadoff Investment Management, LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The searchable IARD/CRD number for Sadoff Investment Management, LLC is 105160.**

**Sadoff Investment Management, LLC is a Registered Investment Adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.**

## **Item 2 Material Changes**

Form ADV Part 2 requires registered investment advisers to amend their brochure when information becomes materially inaccurate. If there are any material changes to an adviser's disclosure brochure, the adviser is required to notify you and provide you with a description of the material changes.

Generally, if there are any material changes to this brochure, Sadoff Investment Management, LLC will notify our clients of the material changes on an annual basis. However, where we determine that an interim notification is either meaningful or required, we will notify our clients promptly. In either case, we will notify our clients in a separate document.

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## **Item 4 Our Advisory Business, Services and Fees**

### **Description of Services, Investments and Fees**

Sadoff Investment Management LLC ("firm/Sadoff/we") is registered with the Securities and Exchange Commission (S.E.C) as an investment adviser. The firm provides investment advisory services for its clients. The firm is based in Milwaukee, Wisconsin. We are organized as a limited liability company under the laws of the State of Wisconsin. We have been providing investment advisory services since 1978. Ronald Sadoff, Bryan Sadoff, and Michael Sadoff are the firm's investment advisors.

You may see the term Associated Person throughout this Brochure. As used in this Brochure, our Associated Persons are our firm's members, employees and all individuals providing investment advice on behalf of our firm.

### **Portfolio Management Services**

Our investment advisory services consist of providing continuous investment advice. Your funds are managed on a discretionary basis. Our investment advice is tailored to meet your needs and investment objectives. If you retain our firm for portfolio management services, we will discuss with you your investment objectives, risk tolerance, and other relevant information (the "suitability information") at the beginning of our advisory relationship. We will use the suitability information we gather from our initial conversation(s) to develop a strategy that enables our firm to provide you with continuous investment advice and to make investments on your behalf. As part of our portfolio management services, we will construct an investment portfolio for you in accordance with your risk tolerance and investing objectives. Once we construct an investment portfolio for you, we will monitor your portfolio on an ongoing basis and we will rebalance the portfolio as we feel necessary as required by changes in market conditions and changes in your financial circumstances. We shall not be required to verify any information received from you or your other professionals. You are responsible for promptly notifying us if there is ever any change in your financial situation.

To the extent specifically requested by a client, we also offer advice on clients' other financial matters.

Sadoff requires their clients to grant the firm discretionary authority to manage their portfolio. Prior to hiring us, you will have to sign an advisory agreement with the firm. Discretionary basis grants us a power of attorney to determine which securities, the amount of securities, the timing of the investments to be purchased and sold for your account(s), on your behalf, without obtaining your approval beforehand. Discretionary authority is typically granted by a power of attorney. A client may limit the firm's discretionary authority, by providing our firm with your restrictions and guidelines in writing. (For example, limiting the types of securities that can be purchased for your account.)

### **Types of Investments**

We primarily recommend the following types of securities: equity securities (stocks), including exchange listed securities, securities traded over-the-counter, exchange traded funds, corporate debt securities, municipal securities, money market funds and USA government securities and their agencies. Generally, to a lesser extent, we may also recommend mutual funds, foreign issues, convertibles, closed-end funds, preferred's, commercial paper and certificates of deposit.

Additionally, we may advise you on other types of investments that we deem appropriate based on your stated goals and objectives. We may also provide advice on other types of investments held in your portfolio at the inception of our advisory relationship or that may subsequently transfer in later.

### **Assets Under Management**

As of December 31, 2011, we managed \$590,200,000 in client assets on a discretionary basis.

**Our Fees**

Our annual investment management fee for our management services is 1.00% of the assets we manage. Our fee is billed and payable quarterly in advance, based upon the fair market value of your account(s) at the beginning of a quarterly period. As our fees have changed over time, and given that fee increases generally do not affect existing clients, not all clients are subject to the same fee schedule.

Our advisory fee is generally not negotiable; however, at our discretion, we may reduce our fee for clients who place significant assets under our management. Comparable services and/or lower fees may be available through other firms.

If the portfolio management agreement is executed at any time other than the first day of a quarter, our initial fee may be applied on a pro rata basis, which means that the advisory fee is payable in proportion to the number of days remaining in the initial quarter.

We will send you an invoice for the payment of our advisory fee. We will deduct our fee directly from your account(s) through the qualified custodian that holds your accounts that we manage. We will deduct our advisory fee only when you have given our firm authorization that permits the fees to be paid directly from your account(s). The custodian is not responsible for verifying our fee calculation. Further, the qualified custodian will deliver an account statement to you at least quarterly. These account statements will show all disbursements from your account(s) including our management fee. You should review all statements for accuracy. We will also receive a duplicate copy of your account statements. Otherwise, if you do not want the fee taken out of your account you will pay us directly by mailing a check to our office.

You may terminate the portfolio management agreement upon 45-days' advance written notice to our firm. Our firm may do the same. You will incur a pro rata charge for services rendered prior to the effective termination date of the portfolio management agreement as determined by the firm. This means you will incur advisory fees only in proportion to the number of days in the quarter for which you are a client. If you have pre-paid advisory fees that we have not yet earned, you can receive a prorated refund of those fees from the effective termination date.

## **Item 5 Other Fees and Compensation**

Please refer to the Advisory Business Section in this brochure for information on our advisory fees.

**Additional Fees and Expenses**

Our advisory fees are separate and distinct from custodian fees, brokerage fees (trading commissions), exchange traded fund fees, closed-end fund fees and mutual fund fees. The fees a mutual fund, closed-end and exchange traded fund may charge are disclosed in each fund's prospectus. The fees a brokerage firm may charge for trading, custody and their services are available from the custodian. To fully understand the total cost you will incur, you should review all of these various fees.

## **Item 6 Performance-Based Fees and Side-By-Side Management**

This does not apply to our firm and our clients as we do not accept performance-based fees or participate in side-by-side management.

## Item 7 Types of Clients

We offer investment advisory services to individuals, couples, retirees, IRA accounts, 401K accounts, pension and profit sharing plans, trusts, estates, charitable organizations, foundations, corporations, and other business entities.

In general, at this time, we require a minimum of \$750,000 to open an advisory account. At our discretion, we may waive this minimum asset requirement. For example, we may waive the minimum if the prospect appears to have significant potential for increasing assets under our management. Generally, once you are a client, you do not need to maintain this minimum threshold to remain a client.

## Item 8 Methods of Analysis, Investment Strategies and Risk of Loss

### Our Methods of Analysis and Investment Strategies

We may use one or more of the following methods of analysis or investment strategies when providing investment advice to you:

- *Charting Analysis* – involves the gathering and processing of price, momentum, relative strength and/or volume information for a particular security, industry or index. This price and volume information is analyzed using mathematical equations. The resulting data is then applied to graphing charts, which is used to attempt to predict future price movements based on price patterns and trends.
- *Fundamental Analysis* – involves analyzing individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience and expertise of the company's management, and the outlook for the company's industry. The resulting data is used to measure the value of the company's stock compared to its current market value, relative value and expected future value.
- *Technical Analysis* – involves studying past price patterns, moving averages, stock market data and trends in the markets to attempt to predict the direction of the overall market, specific investments and industry groups.
- *Cyclical Analysis* – a type of technical analysis that involves evaluating recurring price patterns and trends, including economic forecasting and interest rate forecasting.
- *Long Term Purchases* – securities purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year.
- *Short Term Purchases* – securities purchased with the expectation that they will be sold within a relatively short period of time, generally less than one year, to take advantage of the securities' short term price fluctuations.

A large portion of our client's assets are advised using long-term purchases. Long term purchases may also be affected by unforeseen long term changes in the underlying investment in which you are invested or in the overall market or economy.

We may also use short-term trading as an investment strategy when managing your account(s). Short-term trading is not a fundamental part of our overall investment strategy, as it generally involves a greater degree of risk, but we may use this strategy occasionally when we determine that it is suitable given your stated investment objectives and tolerance for risk.

We closely monitor the Federal Reserve Board because we believe they create the overall environment for investing. We also watch inflationary pressures and interest rates to help us determine the direction of the economy and the financial markets. For the equity portion of the portfolio we will invest primarily in individual stocks that are part of an industry group that are breaking out of multi-year downtrends, in which we believe they are undervalued. The equity side of the portfolio might consist of 5-15 different industries with not much more than 20% invested into one industry and not much more than 5% invested into one stock, on a cost basis amount. For the fixed income portion of the portfolio (if any), we may

invest in income-producing financial instruments, like Treasury Bonds, corporate bonds, municipal bonds, preferred's, convertibles, closed-end funds, exchange traded funds and/or high-dividend paying stocks. For more information please see the risk of loss section below.

Our investment strategies and advice may vary depending upon each client's specific financial situation. As such, we help determine allocations and investments based upon your predefined objectives, risk tolerance, time horizon, financial horizon, financial information, liquidity needs, and other various suitability factors. Your restrictions and guidelines may affect the composition of your portfolio. We rely on you to update us with changes regarding these inputs.

We may use financial publications, annual reports, prospectuses, SEC filings, company press releases, corporate rating services, outside research and our own internal research to help make our investment decisions.

Our strategies and investments may have unique and significant tax implications. Tax-exempt investments may be subject to the alternative minimum tax. However, unless we specifically agree otherwise, and in writing, tax efficiency is not our primary consideration in the management of your assets. By partnering with us for discretionary management, our firm will notify the custodian of which closing tax lot account methodology to utilize. The firm reserves the right to change the method, and to do so without notice. If you prefer a certain accounting method, please provide written notice to our firm immediately and we will notify your custodian. Please note that decisions about cost basis accounting methods will need to be made before a trade settles. Regardless of your account size or any other factors, we strongly recommend that you continuously consult with a tax professional prior to and throughout the investing of your assets. Our firm is not qualified to render accounting, tax, legal or insurance advice.

### **Risk of Loss**

Investing in securities involves risk of loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market conditions, market corrections and/or market declines. We cannot (and do not) offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance. The firm does not guarantee the outcome of any plan, strategy or recommendation. Our strategy may not work going forward and/or we may underperform the major indices, sometimes for long time periods and/or this strategy may lose money, sometimes significant and/or this strategy could be more volatile than overall market, and/or may be less diversified than the overall market.

Some risks client undertake include but not limited to; interest rate risk, credit risk, market risk, inflation risk, currency risk, liquidity risk, regulatory risk, tax treatment risk and business risk.

At times clients will have cash in their accounts. This cash will typically be invested in a money market mutual fund. Money market funds may not be FDIC insured nor guaranteed by the USA government. There can be no assurance that these funds will be able to maintain a stable net asset value of \$1 per share. It is possible to lose money by investing in money market funds.

Clients may incur a loss if their custodian becomes insolvent. Clients should contact their custodian regarding SIPC (Securities Investor's Protection Corporation) coverage and its limitations.

You are advised that investing in securities of any type involves a risk of loss.

## **Item 9 Disciplinary Information**

Neither Sadoff Investment Management, LLC nor any of its management persons has any reportable disciplinary information.

## **Item 10 Other Financial Industry Activities and Affiliations**

### **Business Relationships with Other Advisers**

Via a joint venture agreement, our firm works with Alex Green Investment Management, LLC, ('Alex Green') an - Illinois based investment advisory firm, on a cooperative basis. Sadoff provides the overall research and strategy and manages the clients' funds with discretionary authority. Alex Green assists with marketing, sales, client relations, account analysis, and reporting. Under this arrangement Alex Green will refer clients to Sadoff.

Clients are not obligated to retain Sadoff for advisory services. Alex Green has a financial incentive to recommend Sadoff to prospects and an incentive to recommend that clients stay with Sadoff. Alex Green receives a percentage of the advisory fees earned from clients retained by Sadoff.

## **Item 11 Code of Ethics, Interest in Client Transactions and Personal Trading**

### **Code of Ethics**

We strive to comply with applicable laws and regulations governing our practices. Therefore, our Code of Ethics ('Code') includes guidelines for professional standards of conduct for our Associated Persons. Our goal is to protect our clients' interests and to demonstrate our commitment to our fiduciary duties of honesty, good faith, and fair dealing with them. The Code is in place to attempt to prevent abuse or conflict of interest of an Associated Person's position of trust and responsibility. All of our Associated Persons are expected to adhere to these guidelines. Persons associated with our firm are required to report any violations of this Code. Our Code of Ethics is available upon request. You may obtain a copy of our Code of Ethics by contacting our firm at (414) 352-8460.

### **Personal Trading Practices**

Our firm or persons associated with our firm may buy or sell the same securities that we recommend to you or may buy or sell the same securities in which clients are already invested or buy or sell the same securities they may soon be invested in for you. A conflict of interest exists in such cases because the firm (and its Associated Persons) has the ability to trade ahead of the firms' clients and potentially receive more favorable prices than they will receive. To mitigate this conflict of interest, it is our policy that neither our Associated Persons nor we shall have priority over your account in the purchase or sale of securities. Purchase and sales of such client securities transactions shall be placed before our firm or persons associated with our firm.

## **Item 12 Brokerage Practices**

### **Directed Brokerage/Recommendation of Brokers**

Clients will generally direct the firm to execute securities transactions through a specific broker dealer or custodian. Clients should be aware, that by doing so, you may not necessarily receive the best execution at a competitive commission. Not all advisers require their clients to direct brokerage.

In the event that a client does not direct brokerage we may execute securities transactions through Schwab Advisor Services, a division of Charles Schwab & Co., Inc. ("Schwab"), a registered securities broker-dealer and a member of the Securities Investor Protection Corporation (SIPC), or TD Ameritrade Institutional, a division of TD Ameritrade, Inc. ("Ameritrade"), which is a securities broker-dealer and a member of the Financial Industry Regulatory Authority (FINRA), National Futures Association (NFA) and SIPC. Although we may recommend that you establish accounts at Schwab and/or Ameritrade, it is your decision to custody assets with them. You will be entering into an account agreement directly with them. We do not open the account(s) for you, although we may assist in doing so. The custodian will hold your assets in a brokerage account and buy and sell securities when we instruct them to do so. We are independently owned and operated and not affiliated with either firm.



We may also execute transactions through other broker/dealers. Regardless if Schwab, Ameritrade or another that we choose, we will seek a credit worthy firm that provides discounted commission rates, competitive and prompt execution (capability to execute, clear and settle trades promptly), and is responsive to the reporting and trading needs of the firm and our clients. We also consider the quality of the brokerage services (capability to facilitate transfers and payments to and from accounts), breadth of available investment products, the firm's reputation and the availability and value of the investment research provided. In recognition of the value of research services and additional brokerage products and services each brokerage firm provides, you will not necessarily pay the lowest commission available. Further, in order to minimize trading costs, we will almost always (if not always) have the custodian execute the trades for your account. In addition to regular trading commissions some will charge a trade away fee for each trade that is executed by a different broker that settles into your account. Additionally the executing broker will charge a fee as well. The best execution trade price is not the sole factor the firm considers when evaluating best execution therefore we are not obligated to seek competitive bids/offers. We have determined that having each custodian execute trades is consistent with our duty to seek best execution of our trades.

### **Research and Other Benefits**

We operate on the Schwab Advisor Services platform which provides us and our clients with access to its institutional trading, brokerage, custody, reporting and related services, many of which are not typically available to Schwab retail investors. There is no direct link between our firm's participation on this platform and the investment advice we give to our clients. Our firm does receive benefits from being on this platform.

Our firm participates in the institutional advisor program ("Program") offered by TD Ameritrade Institutional (Ameritrade). TD Ameritrade Institutional is a division of TD Ameritrade Inc., member FINRA/SIPC/NFA, an unaffiliated SEC-registered broker-dealer. We may recommend Ameritrade to clients for custody and brokerage services. Ameritrade offers to independent investment advisors services which include custody of securities, trade execution, clearance and settlement of transactions. We receive some benefits from TD Ameritrade through its participation in the Program.

There is no direct link between our firm's participation with Schwab and Ameritrade and the investment advice we give to our clients. As disclosed above, we participate in Ameritrade's institutional customer program and we may recommend Ameritrade to clients for custody and brokerage services. Our firm does receive economic benefits through our participation that are typically not available to their retail investors. These benefits include the following products, software and services (provided without cost or at a discount); receipt of duplicate client statements and trade confirmations; research related products and tools; consulting services; access to a trading desk serving adviser participants; access to block trading; securities pricing; assistance with back office functions and recordkeeping; the ability to have fees deducted from client accounts; access to an electronic communication network for client order entry; execution of securities transactions; custody of clients assets and account information; access to some mutual funds and some exchange traded funds with no transaction fees and access to certain institutional money managers and investments that may otherwise not be available; and discounts on compliance, marketing, research, technology and practice management products or services provided to our firm from third party vendors. Schwab and/or Ameritrade may also have paid for business consulting and professional services received by our firm's associated persons. Some of the products and services made available by them may benefit our firm but not benefit you nor your accounts. These products and services may assist our firm in managing and administering client accounts, including accounts not maintained by them. Other services made available by them are intended to help our firm manage and further develop our business enterprise such as compliance, legal and business consulting and publications. The benefits received by our firm or its personnel through participation in their offerings do not depend on the amount of brokerage transactions directed by our firm to each of them. As part of our fiduciary duties to our clients we endeavor to put the clients' interests first. You should be aware, however, that the receipt of economic benefits by our firm or our associated persons in and of itself creates a potential conflict of interest and may indirectly influence our firm's choice of Schwab and/or

Ameritrade for custody and brokerage services for your account(s). They each may also provide other benefits such as educational events or occasional business entertainment to us.

### **Soft Dollar Benefits**

In selecting a broker-dealer, we may consider the value of research and additional brokerage products and services a broker-dealer has provided or will provide to our clients and to our firm. Receipt of these additional brokerage products and services are considered to have been paid for with "soft dollars". Because such services provide a benefit to our firm, we may have a conflict of interest in directing your brokerage business or selecting a custodian. We could receive benefits by selecting a particular broker-dealer to execute your transactions, and that transaction compensation charged might not be the lowest compensation we might be otherwise able to negotiate.

Products and services we may receive may consist of research products, economic data, surveys and analysis, financial publications, recommendations or other information about particular companies and industries, and other product and services; such as software and databases that provide lawful and appropriate assistance to our firm in the performance of our investment decision-making responsibilities. We use such products in our general investment decision making, not just for those accounts for which commissions may be considered to have been used to pay for the products or services.

There is an inherent conflict of interest involved in the process of allocating the value of certain 'mixed use' products purchased with soft dollars, when the product provides both research and administrative benefits to the firms and its clients. In these instances the firm will attempt to make a reasonable allocation of the cost of the products and services so that the portion of the cost that is attributed to the making of investment decisions is less than the portion paid with soft dollars.

Before placing orders with a particular broker-dealer, we determine that the commission to be paid is reasonable in relation to the value of the brokerage and research products and services provided by that broker-dealer. In some cases, the commissions charged by a particular broker for a particular transaction or set of transactions may be greater than the amounts charged by another broker-dealer that did not provide research services or products. We do not exclude a broker-dealer from receiving business simply because the broker-dealer does not provide our firm with soft dollar research products and services. However, we may not be willing to pay the same commission to such a broker-dealer as we would have paid had the broker-dealer provided such products and services.

The products and services we receive from broker-dealers will generally be used in servicing all of our clients' accounts. Our use of these products and services will not be limited to the accounts that paid commissions to the broker-dealer for such products and services. In addition, we may not allocate soft dollar benefits to your accounts proportionately to the soft dollar credits the accounts generate. As part of our fiduciary duties to you, we endeavor to put your interests first. You should be aware that the receipt of economic benefits by our firm is considered to create a conflict of interest. Examples of soft dollar benefits received during our last fiscal year include Bloomberg, BCA Research, Ned Davis Research and Advent. This is not an exhaustive list and it will change from time to time.

We have instituted certain procedures governing soft dollar relationships including preparation of a soft dollar budget, mandated reporting of soft dollars and an annual revision of our soft dollar relationships.

### **Brokerage for Client Referrals**

From time to time we may receive client referrals from registered representative (brokers) of various unaffiliated stock brokers and broker-dealers (brokerage firms). If you are referred to us through a broker we will typically execute all of your trades through the broker who referred you to our firm. Hiring our firm will likely not alter the fee schedule between you and your broker. Often the fee schedule is already in place and agreed upon between you and the broker before we are referred or hired. A conflict of interest exists because we have an incentive to execute your transactions through this broker in exchange that they will continue to recommend our firm to you, future referrals and other clients we may have with them. You should discuss your trading rate with your broker as this arrangement will likely cause you to pay higher commission rates than those available through other broker-dealers that we generally recommend

that are not based on a referral. These fees are not negotiated by Sadoff. We do not share fees with these brokers. Further, our procedures mandate that we periodically evaluate best execution for our clients, because your commission rates may be higher (sometimes significantly) your account will likely not meet our definition of best execution.

### **Block Trades**

Sadoff seeks to allocate portfolio transactions equitably. The firm may combine multiple orders for shares of the same securities, (block trading). We will try to distribute a portion of the shares to participating accounts in a fair and equitable manner. In making such allocation we may consider the respective tax status of the account, the holding period of the security, the individual security's gain/loss, the gain/loss of the client, the client's custodian, the client's investment objectives, market liquidity, the relative size of portfolio holdings of the same or comparable securities and/or the availability of cash for investment. Hence not all orders will be blocked. Order blocking is not based on account performance or the amount of the management fee. Sadoff may block orders when consistent with best execution and under appropriate circumstances. Each participating account in the block trade will receive the same average price per share for that trade. The trading cost for any one account will likely not be reduced because of block trading. For clients that have directed us to use certain broker-dealers, such accounts will likely not receive the potential benefits of block order execution. Since all accounts may not participate in a block transaction, all clients' transactions will not be done at the same price and will not be done on the same day.

## **Item 13      Review of Accounts**

The investment advisors of our firm will monitor clients' accounts on an ongoing basis and will conduct account reviews at least monthly to ensure that the advisory services provided are consistent with the stated investment needs and objectives of each client. The firm reviews account holdings and performance. Additional reviews may be conducted based on various circumstances, including, but not limited to: Increased volatility of the account or market; Changes in your objectives; Changes in our recommendations or strategies; Client deposit or withdrawal of funds from their account and/or by Client request.

There are no fixed limits on the number of accounts assigned to the reviewers. The client will receive trade confirmations and at least quarterly statements (most cases monthly) direct from the account custodian(s). Additionally, the firm will provide the client with the firm's monthly newsletter and a year-end review of the account. Clients are urged to compare the custodians' statements with the statements provided by our firm.

## **Item 14      Client Referrals and Other Compensation – Referrals of Clients**

### **Client Referrals**

#### *Ameritrade*

We receive an economic benefit from Ameritrade in the form of support products and services it makes available to us because we have clients that maintain their accounts with them. These products and services, how they benefit us and the related conflicts of interest are described above in the Brokerage Practices section. The availability to us of Ameritrade's products and services is not based on us giving particular investment advice nor buying particular securities for our clients. We may receive client referrals from Ameritrade through our participation in the Ameritrade AdvisorDirect referral program, ("referral program"). In addition to meeting the minimum eligibility requirements for participation in this referral program, we also may have been accepted to participate in AdvisorDirect based upon our profitability to Ameritrade and/or the amount of assets and/or trades in our clients' accounts maintained with Ameritrade. Ameritrade is a discount broker-dealer independent and unaffiliated with our firm and there is no employee or agency relationship between us. Ameritrade does not supervise our firm and has no responsibility for our firms management of clients' portfolios or our firm's other advice or services.

Ameritrade has established the referral program as a means of referring its customers seeking fee-based investment management or financial planning services to independent investment advisors. We pay Ameritrade an on-going fee for each successful client referral. This fee is usually a percentage (not to exceed 25%) of the advisory fee the client pays our firm (Solicitation fee). We will also pay a fee on any advisory fees received by our firm from any of a referrals client's family members, including a spouse, child or any other immediate family members who resides with the referred client and hired our firm based on the recommendation of such referred client. We will not charge clients referred through the program any fees higher than our standard fee or pass Ameritrade's program fee to its referred clients. For information regarding additional or other fees paid directly or indirectly to Ameritrade please refer to the Ameritrade AdvisorDirect Disclosure and Acknowledgement Form.

Our firm's participation in this program raises potential conflicts of interest. Ameritrade will most likely refer clients through the program to investment advisors that encourage their clients to custody their assets at Ameritrade and whose clients accounts are profitable to Ameritrade. Consequently, in order to obtain client referrals from Ameritrade, we may have an incentive to recommend to our clients that assets under our management be held in custody at Ameritrade and that our clients transactions be placed through Ameritrade. In addition, we have agreed not to solicit clients referred through the program to transfer their accounts away from Ameritrade or to establish brokerage or custody accounts at other custodians, except when our fiduciary duties require us to do so. Our firm's participation in the program does not diminish our duty to seek best execution of trades for the clients referred to us through this program.

#### *Charles Schwab*

We receive an economic benefit from Schwab in the form of support products and services it makes available to us because we have clients that maintain their accounts with them. These products and services, how they benefit us and the related conflicts of interest are described above in the Brokerage Practices section. The availability to us of Schwab's products and services is not based on us giving particular investment advice nor buying particular securities for our clients. We may receive client referrals from Schwab through our participation in the Schwab Advisor Network ("Service"). This Service is designed to help investors find an independent investment advisor. Schwab is a broker-dealer independent of and unaffiliated with our firm. Schwab does not supervise our firm and has no responsibility for our management of our clients' portfolios or our other advice or services. The on-going fee we pay Schwab is a percentage of the advisory fee the clients pay our firm. We pay Schwab this fee as long as the referred client's accounts remains in custody at Schwab. The fee is billed to our firm quarterly and may be increased, decreased or waived by Schwab from time to time. The fee is paid by our firm and not by the client. We have agreed not to charge the clients referred through the service fees or costs greater than fees or costs we charge clients with similar portfolios who were not referred through the Service from Schwab. We pay Schwab a fee on all referred clients' accounts that are maintained in custody at Schwab. We generally pay a non-custody fee if custody of a referred client's account is not maintained by, or assets in the accounts are transferred to another custodian. This fee does not apply if the client was solely responsible for the decision not to maintain custody at Schwab. The non-custody fee is a one-time payment equal to a percentage of the assets placed with a custodian other than Schwab. This non-custody fee is higher than the regular on-going fee that we would generally pay in a single year. Thus, we will have an incentive to recommend that clients' accounts stay at Schwab.

Our firm's participation in this Service raises potential conflicts of interest. Schwab will most likely refer clients through the Service to investment advisors that encourage their clients to custody their assets with them and whose clients accounts are/will be profitable to Schwab. Consequently, in order to obtain client referrals from Schwab, we may have an incentive to recommend to our clients that assets under our management be held in custody at Schwab and that our clients transactions be placed through Schwab. Our firm's participation in the Service does not diminish our duty to seek best execution of trades for the clients referred to us through this Service.

#### *Paladin*

Our firm participates in the Paladin Registry matching service. We pay a monthly fee to Paladin to participate in their matching service. Paladin uses the dues to provide free information and search services to investors. We are independent and not affiliated with Paladin. They do not supervise us. Clients referred to us through Paladin are under no obligation to hire us.

#### *SigFig*

Our firm has an arrangement with SigFig Wealth Management, LLC ("SigFig"), a third party solicitor, under which our firm will compensate SigFig for client referrals. The fee paid to SigFig under this arrangement is a percentage of the investment advisory fee received by our firm from each client referred. We are independent and not affiliated with SigFig. They do not supervise us. Clients referred to us through SigFig are under no obligation to hire us.

#### *Alex Green Investment Management*

Our firm has a joint venture with Alex Green Investment Management LLC. Please refer to the 'Other Affiliation' section for this disclosure.

#### *Other referrals*

Referrals from clients, accountants, attorneys, employees and other similar sources are not compensated by us for these referrals. Please refer to the *Brokerage Practices* section for disclosures on our referral relationships with Ameritrade, Schwab and other unaffiliated broker-dealers.

## **Item 15 Custody**

Generally the firm will directly debit clients' account(s) for the payment of our advisory fees. According to the SEC, this ability to deduct the advisory fee from clients' accounts causes Sadoff to exercise limited custody over your accounts. This is the only definition of custody that Sadoff meets. We do not have physical custody of any of your funds and/or securities. Clients' funds and securities are held by an independent third party such as: a bank, broker-dealer, or other qualified custodian. This firm will provide custodial services, (safekeeping, check issuance, dividend collection, pricing and reporting). Clients will receive account statements directly from the independent qualified custodian(s) holding your funds and securities at least quarterly and likely receive trade confirmations as well. Clients should promptly and carefully review account statements for accuracy. We also urge you to compare these statements to the periodic reports you receive from us.

## **Item 16 Investment Discretion**

Before we can buy or sell securities on your behalf, you must first sign a power of attorney form and an advisory agreement with us. You will grant our firm discretion over the selection, amount and timing of the securities to be purchased or sold for your account(s) without obtaining your consent or approval prior to each transaction. You may specify investment objectives, guidelines, and/or impose certain conditions or investment parameters for your account(s). For example, you may specify that the investment in equities should not exceed a specified percentage of the value of the portfolio. The firm shall not be liable for restrictions placed by the client. Please refer to the "Our Advisory Business" section in this Brochure for more information on our discretionary management services.

## **Item 17 Voting Client Securities – Proxy Voting**

It is the policy of Sadoff to receive all proxies. By purchasing securities of a corporation Sadoff signifies its confidence in the management of the corporation, so generally Sadoff votes its proxies with management. Generally we believe this will produce favorable financial results for our clients. When

voting, Sadoff does generally not return proxy votes and allows its absenteeism voting to constitute a vote for management.

Conflicts of interest between a client and the firm regarding proxy issues could arise. If in the event Sadoff deems a conflict of interest exists between Sadoff and a client with regard to a proxy vote, Sadoff will disclose that conflict to that client and the firm will attempt to obtain the client's consent before voting the proxy. From time to time, Sadoff could also have a business relationship with individuals who are participants involved in proxy contests such as corporate directors, candidates, pension plans or a firm that provides services to the company. This too could cause a voting conflict of interest. In these situations we may abstain from voting. That said, not all clients proxies may be voted in the same manner.

Clients may receive and vote their own proxies by notifying us in writing that they will assume the voting responsibility or by completing the necessary paperwork with their custodian.

Unless we receive specific instructions from the client we will not base votes on social considerations.

The firm keeps certain records required by applicable law in connection with the firm's proxy voting activities. You may obtain information on how the firm voted proxies and/or obtain a full copy of our proxy voting policies and procedures by making a request to the firm.

## **Item 18      Our Financial Information**

We are not required to provide our firms' financial information to our clients because we do not: Require the prepayment of more than \$1,200 in fees for six or more months in advance, or take custody of client funds or securities, or have a financial condition that is reasonably likely to impair our ability to meet our commitments to you.

## **Item 19      Additional Information**

### **Your Privacy**

We view protecting your private information as a top priority. Pursuant to applicable privacy requirements, we have instituted policies and procedures to ensure that we keep your personal information private and secure.

We do not disclose any nonpublic personal information about you to any nonaffiliated third parties, except as permitted by law. In the course of servicing your account, we may share some information with our service providers, such as transfer agents, custodians and broker-dealers.

We restrict internal access to nonpublic personal information about you to employees who need that information in order to provide products or services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your nonpublic personal information and to ensure our integrity and confidentiality. We will not sell information about you or your accounts to anyone. We do not share your information unless it is required to process a transaction, at your request, or required by law.

You will receive a copy of our privacy notice at the time you sign an advisory agreement with our firm. Thereafter, we will deliver a copy of the current privacy policy notice to you on an annual basis. Please contact our office at (414) 352-8460, if you have any questions regarding this policy.

### **Trade Errors**

In the event a trading error occurs in your account, our policy is to restore your account to the position it should have been in had the trading error not occurred. Depending on the circumstances, corrective

actions may include canceling the trade, adjusting an allocation, and/or reimbursing the account or credit future fees, with your permission. If a trade error results in a profit the firm may choose to keep the profit.

**Class Action Lawsuits**

From time to time, securities held in your account(s) may be the subject of lawsuits. We are not responsible for determining if securities held in your account(s) are subject to a pending or resolved lawsuit. We will also not evaluate your eligibility, nor are we responsible to submit a claim to participate. Furthermore, we have no obligation or responsibility to initiate litigation to recover damages on your behalf. Where we have received notice of a lawsuit, settlement or verdict affecting securities owned by you, we will forward notices, proof of claim forms and other materials to you.

Our firm's Chief Compliance Officer is Bryan Sadoff. Any questions regarding the material in this Brochure should be directed to him at 414-352-8460.