

## Attachment C

### Item 1 – Cover Page

Wertz York Capital Management Group, LLC

5502 North Nebraska Ave.

Tampa, FL 33604

Phone - 813-238-4800

Fax - 813-238-4810

[www.wertzyork.com](http://www.wertzyork.com)

March 29, 2016

This “Brochure” provides information about the qualifications and business practices of Wertz York Capital Management Group, LLC [“Wertz York”]. If you have any questions about the contents of this Brochure, please contact us at 813-238-4800. 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.

Wertz York Capital Management Group, LLC is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about Wertz York Capital Management Group, LLC also is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## **Item 2 – Material Changes**

**The material change made to this Brochure since its most recent update, which occurred on March 29, 2015 is that Wertz York Capital Management Group, LLC (WYC) has dissolved an affiliate company, LK 1027, LLC, and consolidated its operations into Wertz York. LK 1027, LLC, acted as an agent to FDIC insured deposit products for public sector clients.**

### Item 3 – Table of Contents

Item 1 – Cover Page .....	1
Item 2 – Material Changes .....	2
Item 3 – Table of Contents .....	3
Item 4 – Advisory Business .....	1
Item 5 – Fees and Compensation .....	1
Item 6 – Performance-Based Fees and Side-By-Side Management .....	2
Item 7 – Types of Clients .....	2
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss .....	2
Item 9 – Disciplinary Information .....	4
Item 10 – Other Financial Industry Activities and Affiliations .....	4
Item 11 – Code of Ethics, Participation or Interest in Client Transactions .....	4
Item 12 – Brokerage Practices .....	5
Item 13 – Review of Accounts .....	6
Item 14 – <i>Client</i> Referrals and Other Compensation .....	6
Item 15 – Custody .....	8
Item 16 – Investment Discretion .....	8
Item 17 – Voting Client Securities .....	8
Item 18 – Financial Information .....	8
Item 19 – Requirements for State-Registered Advisers .....	8

#### **Item 4 – Advisory Business**

Wertz York Capital Management Group, LLC (“Wertz York”) has a written agreement with clients to provide separately managed account investment and advisory services in accordance with the client’s investment policy statement.

Wertz York is engaged to manage the “Florida Fixed Income Investment Trust” (FL-FIT), providing Florida’s local governments unique investment pools consisting primarily of short-term SEC registered funds, short term government and corporate securities and certain unregistered cash deposit programs.

Wertz York has been in business since June of 2000. As of December 31, 2015, Wertz York had approximately \$655 million discretionary assets under management. Wertz York also had approximately \$172 million in non-discretionary assets under management which consisted of Wertz York’s INSURED DEPOSIT PORTAL™ accounts which are invested solely in FDIC insured bank deposits.

#### **Item 5 – Fees and Compensation**

For managing separately managed accounts the standard fee formula is an annual rate of 0.25% of assets under management and may be tiered down and/or negotiated by clients if certain minimum levels of assets under management are attained.

With respect to FL-FIT, each Portfolio pays Wertz York a fee on a monthly basis that is based on the average daily net assets of the applicable Portfolio for the prior month. The fee is calculated at the annual rate as depicted in the advisory agreement with the Trust (as detailed below). Wertz York may also receive service fees from the underlying investment companies into which Wertz York allocates FL-FIT investments. To the extent Wertz York receives service fees from such underlying investment companies, it reimburses the Portfolios the amount of fees it receives so as to offset the annual management fee.

The fee formula that Wertz York has with the Florida Fixed Income Trust is different for each portfolio in the Trust. The fee formula for each portfolio is an annual rate that is paid monthly based upon the average daily net assets of each applicable portfolio for the prior month. The annual fee formula rate for each portfolio is as follows: Preferred Deposit Portfolio is 0.12%, the 90 Day Portfolio is 0.07%, the 180 Day Portfolio is 0.12%, the 1 Year Portfolio is 0.17%, the FL FIT 1-3 Year Portfolio is 0.20% and the FL FIT CP Pool is 0.15%

Please note that each underlying investment pool and cash deposit program utilized by FL-FIT has its own fees and expenses, which are ultimately borne by investors. These fees and expenses include, but are not necessarily limited to, management fees, administrative servicing fees, insurance, audit and tax preparation expenses, shareholder servicing fees, sales charges, legal fees, and potentially other fees and expenses.

Wertz York also markets and administers certain FDIC insured cash deposit products called the Insured Deposit Portal, or “IDP”. To the extent that Wertz York utilizes cash deposit products for their clients, including, but not necessarily limited to, FL-FIT, Wertz York solely acts as an agent and administrator and is compensated for investments made by Wertz York clients in FDIC insured cash deposit products. As agent for IDP, the bank providers pay WYC a fee from the gross yield between 4 basis points (0.04%)

and 10 basis points (0.10%) to administer and act as agent on behalf of clients.

Please also see Item 12 of this brochure, which discusses brokerage arrangements utilized by Wertz York.

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

Wertz York does not charge performance based fees.

### **Item 7 – Types of Clients**

Wertz York's client base consists of public sector accounts (government entities) and an unregistered pooled investment vehicle, which has been established as a Florida governmental entity pursuant to an inter-local agreement, and separately managed accounts. Wertz York also acts as an agent for its INSURED DEPOSIT PORTAL™ accounts which are invested exclusively in FDIC insured products.

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

FL FIT was created to provide local governments a series of investment portfolios that provide diversification of asset managers, asset classes, and investment time horizons. Wertz York seeks to achieve these objectives by combining multiple AAA rated (or equivalent) money market mutual funds, short-term U.S. Government bond funds, commercial paper, government and corporate bonds and FDIC insured deposit investments. Asset allocation targets have been developed for each investment portfolio, based upon the portfolio's targeted investment time horizon, and is set forth in the applicable FL-FIT Investment Policy Statement.

Wertz York monitors an in-house list of permissible credits for commercial paper and corporate securities. The Advisor reviews financial ratios and fundamental information of the company as well as reviewing quarterly and an annual reports on Form 10Q and Form 10K for the corporate securities it holds. Management also reviews quarterly conference calls for specific issues. Wertz York also monitors specific information related to specific investors.

The Advisor seeks to achieve its investment objective with respect to the client portfolios by investing primarily in short-term government bonds and other short term instruments with a targeted time horizon that is consistent with the client's investment policy. Government bonds include securities issued or guaranteed by the U.S. government, as well as securities issued by its agencies or instrumentalities, such as Federal Home Loan Bank securities.

For FDIC bank products, Wertz York monitors the FDIC website and quarterly reporting by financial institutions to FDIC. Management also monitors the overall health of each banking institution on a quarterly basis. The health score is compiled from monitoring deposit growth, bank capitalization as well as the Texas ratio. The Texas ratio is a measure of a financial institution's credit holdings which was developed by RBC Capital Markets when analyzing the financial strength of Texas financial institutions in the early 1980's recession. When calculating the Texas ratio, the analyst determines the overall credit troubles experienced by a financial institution by comparing the total value of non-

performing loans (loans >90 day past due) as compared to the total value of assets (including tangible common equity and loan loss reserves) the bank has on hand to cover the loans.

### **Strategy Risks**

The risks associated with Wertz York's investment strategies include, but are not necessarily limited to, the following:

**Government Risk.** The U.S. Government's guarantee of ultimate payment of principal and timely payment of interest on certain U.S. Government securities owned by an investment account does not simply that an investment account overall value is guaranteed or that the price of an investment account's shares of a mutual fund will not fluctuate. In addition, securities issued or guaranteed by federal agencies or instrumentalities may or may not be backed by the full faith and credit of the U.S. Government.

**Interest Rate Risk.** The value of an investment account's fixed income securities will decrease when interest rates rise.

**Market Risk.** The bond market may decrease in value, and it may decrease in value sharply and unpredictably.

**Management Risk.** The securities selected by the adviser may underperform the bond market or mutual funds with similar investment objectives and strategies. The adviser may not be successful in limiting an investment account's interest rate risk.

**Specific Maturity Risk.** The specific maturities in which an investment account invests may fall in value more than other maturities. Generally, due to changes in interest rates and other factors, the value of a portfolio of bonds with a longer effective maturity will fluctuate more than the value of a portfolio of bonds with a shorter effective maturity.

**Prepayment Risk.** The value of the callable, mortgage-backed and asset-backed securities held in an investment account may go down as a result of changes in prepayment rates on the underlying mortgages or consumer loans. During periods of declining interest rates, prepayment usually increases and an investment account may have to reinvest prepayment proceeds at a lower interest rate.

**Credit Risk.** The issuer of a fixed income security may not be able to make interest and principal payments when due. Generally, the lower the credit rating of a security, the greater the risk that the issuer will default on its obligation.

**Derivative Risk.** Clients may invest in structured instruments, which are considered derivatives. The value of derivative securities is dependent upon the performance of underlying securities or indices. If the underlying securities or indices do not perform as expected, the value of the derivative security may decline. Generally, derivatives are more volatile and riskier in terms of both liquidity and value than traditional investments.

**Futures and Options Risk.** The use of options, futures contracts or options on futures contracts for risk management or hedging purposes may not be successful, resulting in losses to an investment account. In addition, the cost of hedging may reduce an investment account's returns, and the use of futures and options for investment purposes increases an investment account's potential for loss.

**Leverage Risk.** This is the risk associated with securities or practices that multiply small market movements into large changes in value. Leverage is often associated with investments in derivatives, such as futures and options. Reverse repurchase agreements, a form of borrowing, are subject to leverage risk.

**Reverse Repurchase Transaction Risk.** Reverse repurchase transactions also involve the risk that the market value of the securities sold by an investment account may decline below the price at which an investment account is obligated to repurchase the securities. In the event of bankruptcy or other default by the purchaser, an investment account could experience both delays in repurchasing the portfolio securities and losses. Reverse repurchase transactions may increase fluctuations in an investment account's net asset value.

**Liquidity Risk.** Liquidity risk exists when particular investments of a client would be difficult to purchase or sell, possibly preventing a client from selling such illiquid securities at an advantageous time or price. If an auction fails for an auction rate security, there may be no secondary market for the security and a client may be forced to hold the security until the security is refinanced by the issuer or a secondary market develops.

## **Item 9 – Disciplinary Information**

Wertz York has no disciplinary information to report at this time.

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

As previously noted, Wertz York serves as an investment adviser to public sector clients that have engaged them to manage specific portfolios in accordance with their investment policy. Additionally, Wertz York created and manages the “Florida Fixed Income Investment Trust” (FL-FIT), providing Florida's local governments unique investment pools consisting of SEC registered funds, individual securities, and certain unregistered cash deposit programs.

Additionally, M. Brent Wertz is a principal and majority owner in both entities and serves as the Chief Compliance Officer for Wertz York Capital Management Group.

David Jang, a Partner and Director of Client Affairs, joined Wertz York in August, 2015. Prior to joining Wertz York, Mr. Jang was a registered representative with D.A. Davidson Co. Mr. Jang expects to affiliate with First Dominion Capital Corp. in Richmond, Virginia as a sales representative in 2016, but expects to spend less than 5% of his time on any activities on behalf of this broker dealer firm and will spend substantially all of his efforts as a full-time employee of Wertz York. Mr. Jang has agreed to comply with the terms of the Wertz York Conflicts of Interest Policy and Code of Ethics. Accordingly, Mr. Jang has agreed to notify Wertz York and its Chief Compliance Officer of any proposed trades or transactions that he intends to undertake as a sales representative for First Dominion prior to execution of a trade.

## **Item 11 – Code of Ethics, Participation or Interest in Client Transactions**

Wertz York has adopted its Code of Ethics (“Code”) which includes an Insider Trading Policy to establish

principles of conduct and to detect and avoid conflicts of interests that may arise between employees and clients as a result of personal investing activities. The Code is designed to ensure, among other things, that employees conduct their investing activities in accordance with applicable law and in a manner where clients' interests are placed first and foremost. Wertz York's Code applies to all employees of Wertz York and any account in which an employee has control or a beneficial interest as well as the accounts of family members of each employee's immediate household, as further described in the Code.

Generally, the Code requires, among other things, for all employees to pre-clear securities transactions including transactions in initial public offerings and private placements. The Code also requires employees to report all accounts and securities holdings covered by the Code at the commencement of their employment and annually thereafter. In addition, on a quarterly basis, all employees are required to report all securities transactions executed during the quarter. Certain securities are exempt from the requirements of the Code including open-end mutual funds which are neither managed nor affiliated with Wertz York, money market funds, money market instruments, unit investment trusts that are invested in open-end mutual funds and U.S. Government securities.

The Code imposes specific prohibitions on employee trades including (i) trades based on material non public information, (ii) trades intended to manipulate the market; (iii) trades in securities on Wertz York's restricted list, (iv) trades in securities subject to an open order or during the blackout period, and (v) trades in initial public offerings. Wertz York has exempted certain types of securities from some of the requirements and prohibitions of the Code. As part of its Code of Ethics, Wertz York has established an Insider Trading Policy. Wertz York's Insider Trading Policy includes specific requirements regarding the possession of material non-public information ("MNI") in order to avoid situations that may violate applicable statutes or regulations or create an appearance of impropriety. Wertz York's Insider Trading Policy strictly forbids any employee from (i) conducting trades, either personally or on behalf of others, including clients of Wertz York, while in possession of MNI; or (ii) communicating MNI to others.

A copy of Wertz York's Code of Ethics will be provided to any client, investor or prospective client or investor upon request.

## **Item 12 – Brokerage Practices**

Wertz York generally has the authority and responsibility of selecting broker-dealers for effecting transactions for client accounts. It is the policy of Wertz York to seek to obtain the best execution for client portfolio transactions. In seeking best execution and negotiating commission rates, the commission cost is one factor considered by Wertz York. Other factors considered in seeking best execution include the price, the quality and reliability of the brokerage services provided, execution capability and a firm's financial responsibility, research and other investment information or services provided by a broker-dealer.

Wertz York may receive a variety of brokerage and research services ("soft dollar services") from various firms, including third parties which provide research or services by or through brokerage firms, that are paid for by the use of clients' commissions ("soft dollars") for the execution by such brokerage firms of



securities transactions for client accounts. These services include quantitative and qualitative research information, electronic databases and dedicated research information technology purchases (i.e., computer hardware and software), as well as analyses and reports covering a broad range of economic factors, markets and trends. Wertz York considers the quality and quantity of the brokerage and research services received along with the nature and difficulty of specific transactions in seeking best execution. Also considered are the costs of such brokerage and research services and an analysis of which services assist Wertz York in fulfilling its overall investment responsibilities to all its clients and which are in the long term best interests of its clients. Such services are of the types described in Section 28(e) of the Securities Exchange Act of 1934 and are designed to augment Wertz York's internal research and investment strategy capabilities.

In its discretion, Wertz York does not obligate itself to seek the lowest commission cost on each individual transaction and may cause a client to pay commission costs which may exceed the cost charged by the executing broker-dealer or another broker-dealer. This may occur when Wertz York determines in good faith that the commission costs are reasonable in relation to the research and/or brokerage services provided by the broker-dealer.

On an ongoing basis, Wertz York monitors and evaluates the performance and execution capabilities of the firms which provide research and brokerage services and also monitors the levels of commission costs in comparison to those commissions paid by other institutional investment managers.

### **Item 13 – Review of Accounts**

Client accounts are reviewed daily. Other reports are provided to investors monthly and quarterly and other times as required or requested. The calendar is the triggering factor.

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

#### **Client Referrals**

Wertz York may enter into contractual agreements with individuals and organizations (hereafter referred to as "agents") that solicit clients for Wertz York. While the specific terms of each arrangement may differ, generally an agent's compensation is based upon the value of assets of the referred clients or a portion of the management fee paid by such clients. As disclosed to the client, the agent's compensation may or may not increase the referred client's fees beyond that which Wertz York would otherwise charge the client for similar services.

#### **Other Economic Benefits**

Wertz York has entered in to a soft-dollar agreement with Capital Institutional Services, Inc. (CAPIS). For directing purchases or sales of fixed income securities from client accounts to CAPIS, Wertz York receives a percentage of the commissions generated from each transaction (excluding new issues) to pay for research services. At present, CAPIS currently provides IDC pricing services, Bloomberg research services (software only, no hardware) and a partial allocation of Advent software services to Wertz York, but Wertz York may obtain other products or services from CAPIS. Additionally, in the future, Wertz York may enter into soft dollar arrangements with other broker-dealers.

**Servicing Fees**

As noted above, Wertz York may receive service fees from some of the underlying investment companies into which Wertz York allocates FL-FIT investments. This presents a potential conflict of interest by providing economic incentives for FL FIT to choose funds that offer service fees as opposed to those that do not. The service fees are passed back to the FL FIT Trust to offset any expenses related to the Trust. WYC will only utilize these funds if deemed beneficial to the investment objectives of the portfolio and beneficial to the shareholders in the Trust.

**Item 15 – Custody**

Wertz York does not have custody of any client accounts.

**Item 16 – Investment Discretion**

In providing investment supervisory services to its clients, Wertz York invests client portfolios in accordance with the investment objectives and guidelines of the individual clients, subject to any investment restrictions or other limitations placed by a client upon the discretionary authority of Wertz York. These restrictions may include limitations on asset allocations, specific issuers or classes of securities or direction as to the use of specific broker-dealers. These objectives, guidelines and restrictions are detailed in each client's formation and/or offering documents.

**Item 17 – Voting Client Securities**

Given the nature of the investments purchased by Wertz York pursuant to its discretionary authority, proxy voting is expected to be a rare occurrence. Nonetheless, the custodian each client's custodian has been instructed to forward all proxies to Wertz York. Any proxy vote submitted by WYCM will be voted solely in the best interest of the client and in accordance with Wertz York's policies and procedures. The CCO shall review each proxy vote submitted by WYCM no less frequently than annually.

There may be instances where Wertz York's interests conflict, or appear to conflict, with client interests in the voting of proxies. Wertz York addresses these conflicts or appearances of conflicts by ensuring that proxies are voted in accordance with recommendations made by an unaffiliated third-party.

A copy of Wertz York's Proxy Voting Policies and Procedures may be obtained by writing to Elizabeth Huston at Wertz York Capital Management Group, LLC, P.O. Box 9691, Tampa, FL 33674.

**Item 18 – Financial Information**

Wertz York does not have any financial condition that is likely to impair its ability to their contractual commitments to their clients.

**Item 19 – Requirements for State-Registered Advisers**

Not applicable