

**Item 1 - Firm Brochure**  
**Part 2A of Form ADV**

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This brochure provides information about the qualifications and business practices of TRI-AD Capital Management I, LLC. If you have any questions about the contents of this brochure, please contact us at: 760-743-7555, or by email at: [jsimons@TRI-AD.com](mailto:jsimons@TRI-AD.com). 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 the Adviser is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)

**March 2024**

**Annual Update**

The Material Changes section of this brochure will be updated annually when material changes occur since the previous release of the Firm Brochure.

**Item 2 - Material Changes since the Last Update**

There have been no material issues to report since the firm's last annual filing.

**Full Brochure Available**

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: 760-743-7555 or by email at: [jsimons@TRI-AD.com](mailto:jsimons@TRI-AD.com).

## **Item 3-Table of Contents**

<b>Item 1 - Firm Brochure .....</b>	<b>1</b>
Annual Update .....	2
<b>Item 2 - Material Changes since the Last Update.....</b>	<b>2</b>
<b>Item 3-Table of Contents.....</b>	<b>3</b>
<b>Item 4-Advisory Business .....</b>	<b>5</b>
Firm Description .....	5
Types of Advisory Services .....	5
Assignment of Investment Management Agreements .....	5
Types of Agreements .....	5
Retirement Plan Consulting Services.....	5
Health Saving Accounts (HSA) .....	6
SnapIRA® .....	6
Termination of Advisory Agreement.....	7
<b>5-Fees and Compensation .....</b>	<b>7</b>
Investment Management .....	7
<b>Item 6-Performance Fees .....</b>	<b>8</b>
Performance Fees .....	8
<b>Item 7-Types of Clients.....</b>	<b>8</b>
Description.....	8
Account Minimums .....	8
<b>Item 8-Methods of Analysis, Investment Strategies and Risk of Loss .....</b>	<b>8</b>
Methods of Analysis .....	8
Investment Strategies .....	9
Market, Security and Regulatory Risks .....	9
Security Specific Risks: .....	10
<b>Item 9-Legal and Disciplinary .....</b>	<b>10</b>
<b>Item 10-Other Financial Industry Activities and Affiliations.....</b>	<b>11</b>
Affiliations .....	11
<b>Item 11-Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.....</b>	<b>11</b>
Code of Ethics .....	11
Participation or Interest in Client Transactions .....	11
Personal Trading .....	11

<b>Item 12-Brokerage Practices.....</b>	<b>11</b>
Brokerage Selection and Soft Dollars.....	11
<b>Item 13-Review of Accounts.....</b>	<b>12</b>
Periodic Reviews .....	12
Review Triggers.....	12
Regular Reports .....	12
<b>Item 14-Client Referrals and Other Compensation .....</b>	<b>12</b>
Client Referrals .....	12
<b>Item 15-Custody .....</b>	<b>12</b>
Custody Policy .....	12
Performance Reports.....	12
<b>Item 16-Investment Discretion.....</b>	<b>13</b>
Retirement Plan Services .....	13
Health Savings Accounts .....	13
SnapIRA <sup>®</sup> .....	13
<b>Item 17-Voting Client Securities.....</b>	<b>13</b>
<b>Item 18-Financial Information .....</b>	<b>13</b>
Relationship with Issuer of Securities Disclosure .....	13
Business Continuity Plan .....	13
<b>Disasters .....</b>	<b>14</b>
Alternate Offices .....	14
Summary of Business Continuity Plan .....	14
<b>Information Security Program .....</b>	<b>15</b>
Information Security .....	15
Privacy Policy & Practices.....	15

## **Item 4-Advisory Business**

### **Firm Description**

TRI-AD Capital Management I, LLC, hereinafter (“TCMI” or “Adviser”) was founded in 1993 as a registered investment adviser. The Chief Compliance Officer is Judy Simons.

The Adviser is a fee-only investment management firm. The firm does not sell securities on a commission basis. However, there may be some associated persons who are in other fields who have the potential to receive commissions as compensation.

The Adviser will offer 401(k) plan-level investment advisory services. This service includes assistance in developing an Investment Policy Statement for the plan, investment selection assistance, ongoing reporting and investment monitoring, participation in periodic investment meetings with the client, documentation of what was discussed in client investment meetings, and assistance in drafting participant communications concerning plan investments, participant investment education, and other plan changes.

TCMI provides investment selection and monitoring services to TRI-AD Actuaries, LLC (TRI-AD) for TRI-AD's Health Savings Account (HSA) product.

The Adviser does not act as a custodian of client assets and the client always maintains control over assets. The Adviser also offers the TRI-AD SnapIRA®. The TRI-AD SnapIRA® is an IRA product that consists of 6 risk-based model portfolios of mutual funds (currently DFA funds) and a money market fund. The product can be used for Traditional and Roth IRAs, including Rollover IRAs. Statheros Financial Solutions, Inc. manages the DFA model portfolios for SnapIRA®. The Advisor generally does not have discretion of SnapIRA® client accounts, the only exception is the periodic rebalancing of the SnapIRA® model portfolios. All such exceptions of discretionary authority will be appropriately disclosed and acknowledged by the Client within the client agreement.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) may be engaged directly by the client on an as-needed basis. Any conflicts of interest arising out of the Adviser's or its associated persons are disclosed in this brochure.

Principal Owners: Navia Benefit Solutions owns 100% of TCMI

### **Types of Advisory Services**

The Adviser provides investment supervisory services, also known as asset management services and manages investment advisory accounts.

As of December 31, 2023, the Adviser manages approximately \$ 380,399,710 of Non-Discretionary Assets Under Management and \$ 28,150,685 of Discretionary Assets Under Management.

### **Assignment of Investment Management Agreements**

Agreements may not be assigned without client consent.

### **Types of Agreements**

The following agreements define the typical client relationships.

### **Retirement Plan Consulting Services**

TCMI provides service to qualified and non-qualified retirement plans including, but not limited to, 401(k) plans, 403(b) group, pension and profit sharing, defined benefit, ESOPs, deferred compensation, 457(b) and others. TCMI offers plan sponsors the following consulting services: fiduciary compliance, investment due diligence, platform/fee benchmarking, employee education and communication, and plan strategy/design.

TCMI provides 3(21) services for all TCMI retirement plan clients and has partnered with LeafHouse Financial Advisor (“LeafHouse”) who will provide 3(38) advisor services to TCMI retirement clients.

- (1) Limited Scope 3(21)(a) Fiduciary. TCMI acts as a limited scope 3(21)(a) fiduciary that advises, helps and assists plan sponsors with their investment decisions, which often includes selection of investment options and asset allocation recommendations.
- (2) 3(38) Investment Manager. LeafHouse will serve as an investment manager to certain plans in which it is granted discretionary management by the plan sponsor to select, monitor and replace plan investments. By assuming the 3(38) role, LeafHouse:
  - Takes on the full fiduciary responsibilities regarding the Plan’s investments. This relieves your Plan committee members and Trustees of this liability, including professional and personal liability.
  - Will create customized investment lineups that align with your Plan’s financial objectives using innovative technology.
  - Provides increased investment oversight and quarterly investment reports and actively manages plans to adapt to market changes, offering you peace of mind.
  - Will offer managed account investments (at the Participant level), allowing for more personalized investment strategies tailored to individual participants’ investment objectives.
  - brings both fiduciary protection and additional investment expertise at no increased cost to you or the Plan. TCMI has a contract with LeafHouse to pay all of LeafHouse’s expenses. Also, our organizations’ combined scale allows access to exclusive investment offerings normally reserved for only the largest corporations, which can reduce overall investment expenses.

Additional services applicable to TCMI’s Retirement Plan Consulting Services are described in the client agreement. TCMI is deemed a “Covered Service Provider” to pension plan clients under ERISA Section 408(b)(2) regulations and is a fiduciary under Sections 3(21) and/or 3(38) of ERISA. ERISA Section 408(b)(2) requires Covered Service Providers to make required disclosures to the responsible plan sponsor (“RPS”) that are in writing, and include information the RPS needs to (i) assess the reasonableness of total compensation, both direct and indirect, received by the Covered Service Provider, its affiliates, and/or subcontractors, (ii) identify potential conflicts of interest, and (iii) satisfy reporting and disclosure requirements under Title I of ERISA. TCMI provides its pension plan clients with such information prior to entering into a written agreement with such clients, and upon changes to the information in accordance with ERISA regulations.

### **Health Saving Accounts (HSA)**

TCMI provides investment selection and monitoring services to TRI-AD Actuaries, LLC (TRI-AD) for TRI-AD's Health Savings Account (HSA) product. This investment selection and monitoring service is at the "product" level only. This means that if a single investment is replaced, it would be replaced for all clients using the TRI-AD HSA product. TCMI does not contract directly with individual companies (TRI-AD clients) for the TRI-AD HSA product. Additionally, TCMI does not provide any participant level services. TCMI limits HSA investments to mutual funds.

### **SnapIRA®**

As part of the investment management service for SnapIRA®, the adviser directs Account Holders to complete an on-line application that includes educational tools, suitability questionnaire, custodial agreement, and fee disclosure. Account Holder is provided with online access to their account, as well as contact information for general questions and advisory inquiries. The adviser periodically rebalances the model portfolios.

## IRA Rollover Recommendations

Effective December 20, 2021 (or such later date as the US Department of Labor ("DOL") Field Assistance Bulletin 2018-02 ceases to be in effect), for purposes of complying with the DOL's Prohibited Transaction Exemption 2020-02 ("PTE 2020-02") where applicable, we are providing the following acknowledgment.

Although TCMI does not give direct rollover recommendations, it does educate clients about their options. In the future, if TCMI does give direct rollover advice, provide investment advice to individuals or account holders regarding their retirement plan account, or individual retirement account, TCMI is a fiduciary within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way TCMI makes money creates some conflicts with individual or account holder interests, so TCMI operates under a special rule that requires it to act in the individual's or account holder/s best interest and not put TCMI's interest ahead of individuals or account holders. Under this special rule's provisions, TCMI must:

- Meet a professional standard of care when making investment recommendations (give prudent advice);
- Never put our financial interests ahead of individuals' or account holders' when making recommendations (give loyal advice);
- Avoid misleading statements about conflicts of interest, fees, and investments;
- Follow policies and procedures designed to ensure that we give advice that is in the individuals' or account holders' best interest;
- Charge no more than is reasonable for our services; and
- Give basic information about conflicts of interest.

## Termination of Advisory Agreement

A Client may terminate any of the agreements directly entered into with the Adviser at any time by notifying the Adviser in writing 30 days in advance. Clients shall be charged pro rata for services provided through to the date of termination. If the client made an advance payment, the Adviser will refund any unearned portion of the advance payment.

The Adviser may terminate any of the agreement directly executed with the Client and the Adviser at any time by notifying the Client in writing 30 days in advance. If the client made an advance payment, the Adviser will refund any unearned portion of the advance payment.

## 5-Fees and Compensation

### Investment Management

The Adviser bases its fees on a percentage of assets under management, and fixed fees (not including subscription fees). Although the Advisory Service Agreement is an ongoing agreement and periodic adjustments are required, the length of service to the client is at the client's discretion. The client or the investment manager may terminate an Agreement by written notice to the other party. At termination, fees will be billed on a pro rata basis for the portion of the quarter completed. The portfolio value at the completion of the prior full billing quarter is used as the basis for the fee computation, adjusted for the number of days during the billing quarter prior to termination. The investment management fees are negotiable at the sole discretion of the Adviser. The Adviser's fees are as follows:

Fee Schedule for Retirement Plan 401(k) Advisory Clients –

1. Fiduciary	RIA	Model	-
a) 3(21)(a) Advisory Clients - The greater of \$5,000 or 10 basis points on core plan assets. The minimum fee for new advisory clients increased to \$5,000 beginning February 1, 2016. Existing clients subject to the existing \$3,500 minimum fee will remain on that schedule until at least three			

years from the date of the initial agreement between TCMI and the client. There may be some instances where minimum fees and asset-based fees are negotiated with clients.

- Not to exceed a maximum fee of \$30,000

- b) 3(38) Advisory Clients – The great of \$7,500 or 15 basis points on core assets. The minimum fee for new advisory clients increased to \$7,500 and 15 basis points beginning January 1, 2018. Existing clients subject to the existing \$5,000 minimum fee or 10 basis points (the greater of) will remain on that schedule until at least three years from the date of the initial agreement between TCMI and the client. There may be some instances where minimum fees and asset-based fees are negotiated with clients.

- Not to exceed a maximum fee of \$50,000

- c) Core assets are defined as plan assets not invested in brokerage accounts, employer stock, or other investments not included in TCMI's investment advisory services agreement.

- d) In the first year of a new client engagement, TCMI, has the right to waive the fee for one or more quarters.

2. Non-Fiduciary RIA Model – flat fee of \$1,500. Includes: IPS assistance, periodic investment reporting, and supporting materials as agreed to. Financial advice or recommendations are not provided. From time to time there may be individual projects where the fees are negotiated or based on time and expense.

### **SnapIRA®**

.6% Annually for accounts under \$500,000

.4% Annually for accounts \$500,000 or more.

There are additional costs associated with the SnapIRA® program including program/technology, custodial fees and mutual fund expenses. Please refer to SnapIRA® Fee Disclosure for more details.

## **Item 6-Performance Fees**

### **Performance Fees**

Fees are not based on a share of the capital gains or capital appreciation of managed securities. The Adviser does not use a performance-based fee structure.

## **Item 7-Types of Clients**

### **Description**

The Adviser generally provides investment advice to individuals and retirement plans. Client relationships vary in scope and length of service.

### **Account Minimums**

The Adviser does not require a minimum account size for Retirement Plan Advisory Services.

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

### **Methods of Analysis**

Security analysis methods may include fundamental analysis.



The main sources of information include research materials prepared by others, and analytics tools designed by others. TCMI uses fi360 and Morningstar as the primary source for investment research and reporting.

### **Investment Strategies**

Strategies may include long-term purchases and if applicable short-term purchases.

The investment strategy for a specific client is based upon the objectives stated by the client during consultations and documented in the Investment Policy Statement (IPS) or other similar process. The client may change these objectives at any time. Each retirement plan advisory client where TCMI is acting in a named fiduciary capacity executes an Investment Policy Statement that documents their objectives and their desired investment strategy.

TCMI provides platform level investment advisory services pursuant to an Investment Policy Statement for the TRI-AD HSA product in a non-fiduciary capacity.

The Adviser's strategies do not involve frequent trading.

For SnapIRA®, each Account Holder has access to a suitability questionnaire that assists them in the selection of the model portfolio most appropriate for them.

### **Market, Security and Regulatory Risks**

Any investment with the Adviser involves significant risk, including a complete loss of capital and conflicts of interest. All investment programs have certain risks that are borne by the investor which are described below:

#### **Market Risks:**

Competition. The securities industry and the varied strategies and techniques to be engaged in by the Adviser are extremely competitive and each involves a degree of risk. The Adviser will compete with firms, including many of the larger securities and investment banking firms, which have substantially greater financial resources and research staffs.

Market Volatility. The Adviser does not attempt to predict the future price movements of stocks, bonds, other securities, and the movement of interest rates. The advisor helps the plan sponsor select mutual fund investments suitable for retirement plan participants across asset classes that allow plan participants to reasonably diversify their retirement portfolios.

TRI AD Capital Management I, LLC's Investment Activities. The Adviser's investment activities involve a significant degree of risk. The performance of any investment is subject to numerous factors which are neither within the control of nor predictable by the Adviser. Such factors include a wide range of economic, political, competitive, technological and other conditions (including acts of terrorism and war) that may affect investments in general or specific industries or companies. The securities markets may be volatile, which may adversely affect the ability of the Adviser to realize profits.

Material Non-Public Information. By reason of their responsibilities in connection with other activities of the Adviser and/or its affiliates, certain principals or employees of the Adviser and/or its affiliates may acquire confidential or material non-public information or be restricted from initiating transactions in certain securities. The Adviser will not be free to act upon any such information. Due to these restrictions, the Adviser may not be able to initiate a transaction that it otherwise might have initiated and may not be able to sell an investment that it otherwise might have sold.

Accuracy of Public Information. The Adviser selects investments, in part, on the basis of information and data filed by issuers with various government regulators or made directly available to the Adviser by the issuers or through sources other than the issuers. Although the Adviser evaluates all such information and data and sometimes seeks independent corroboration when it's considered appropriate and reasonably

available, the Adviser is not in a position to confirm the completeness, genuineness or accuracy of such information and data, and in some cases, complete and accurate information is not available.

Market or Interest Rate Risk. The price of most fixed income securities move in the opposite direction of the change in interest rates. For example, as interest rates rise, the price of fixed income securities falls. If the Adviser holds a fixed income security to maturity, the change in its price before maturity may have little impact on the Adviser's performance; however, if the Adviser has to sell the fixed income security before the maturity date, an increase in interest rates could result in a loss to the Adviser.

Inflation Risk. Inflation risk results from the variation in the value of cash flows from a security due to inflation, as measured in terms of purchasing power. For example, if the Adviser purchases a 5-year bond in which it can realize a coupon rate of 5%, but the rate of inflation is 6%, then the purchasing power of the cash flow has declined. For all but inflation-linked bonds, adjustable bonds or floating rate bonds, the Adviser is exposed to inflation risk because the interest rate the issuer promises to make is fixed for the life of the security.

Risk of Default or Bankruptcy of Third Parties. The Adviser may engage in transactions in securities, commodities, other financial instruments and other assets that involve counterparties. Under certain conditions, the Adviser could suffer losses if counterparty to a transaction were to default or if the market for certain securities, commodities, other financial instruments and/or other assets were to become illiquid.

#### Regulatory

#### Risks:

Conflicts of Interest: In the administration of client accounts, portfolios and financial reporting, the Adviser faces inherent conflicts of interest which are described in this brochure. Generally, the Adviser mitigates these conflicts through its Code of Ethics which provides that the client's interest is always held above that of the Firm and its associated persons.

Supervision of Trading Operations. The Adviser, with assistance from its brokerage and clearing firms, intends to supervise and monitor trading activity in the portfolio accounts to ensure compliance with firm and client objectives. Despite the Adviser's efforts, however, there is a risk that unauthorized or otherwise inappropriate trading activity may occur in portfolio accounts. Depending on the nature of the investment management service selected by a client and the securities used to implement the investment strategy, clients will be exposed to risks that are specific to the securities in their particular investment portfolio.

#### **Security Specific Risks:**

Liquidity: Liquidity is the ability to readily convert an investment into cash. Securities where there is a ready market that is traded through an exchange are generally more liquid. Securities traded over the counter or that do not have a ready market or are thinly traded are less liquid and may face material discounts in price level in a liquidation situation.

Currency: Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.

Lack of Registration: Funds or LP interests have neither been registered under the Securities Act nor under the securities or "blue sky" laws of any state and, therefore, are subject to transfer restrictions.

## **Item 9-Legal and Disciplinary**

The firm and its employees have not been involved in legal or disciplinary events related to past or present investment clients.

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

### **Affiliations**

Registrant and TRI-AD Actuaries, LLC are wholly owned subsidiaries of Navia Benefit Solutions, Inc. We are all members of a controlled group of businesses. TRI-AD Actuaries, LLC is a third-party administrator and performs retirement and health and welfare administrative services for its clients. Registrant provides investment advice for clients of TRI-AD Actuaries, LLC via separate contract.

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

### **Code of Ethics**

The Adviser has adopted a Code of Ethics which establishes standards of conduct for its supervised persons. The Code of Ethics includes general requirements that such supervised persons comply with their fiduciary obligations to clients and applicable securities laws, and specific requirements relating to, among other things, personal trading, insider trading, conflicts of interest and confidentiality of client information. It requires supervised persons to report their personal securities transactions and holdings quarterly to the Adviser's Compliance Officer and requires the Compliance Officer to review those reports. It also requires supervised persons to report any violations of the Code of Ethics promptly to the Adviser's Compliance Officer. Each supervised person of the Adviser receives a copy of the Code of Ethics and any amendments to it and must acknowledge in writing having received the materials. Annually, each supervised person must certify that he or she complied with the Code of Ethics during that year. Clients and prospective clients may obtain a copy of the Adviser's Code of Ethics by contacting the Compliance Officer of the Adviser.

### **Participation or Interest in Client Transactions**

Under the Adviser's Code of Ethics, the Adviser and its managers, members, officers and employees may invest personally in securities of the same classes as are purchased for clients and may own securities of the issuers whose securities are subsequently purchased for clients. If an issue is purchased or sold for clients and any of the Adviser, managers, members, officers and employees on the same day purchase or sell the same security, either the clients and the Adviser, managers, members, officers or employees shall receive or pay the same price or the clients shall receive a more favorable price.

### **Personal Trading**

The Chief Compliance Officer of the Adviser or Principal of the Adviser reviews all employee trades each quarter. The personal trading reviews ensure that the personal trading of employees does not affect the markets, and that clients of the firm receive preferential treatment.

## **Item 12-Brokerage Practices**

### **Brokerage Selection and Soft Dollars**

Any entity other than TCMi acting in the capacity of the Adviser shall be fully disclosed to the Client or Account Holders of SnapIRA®.

In the event that the Adviser selects brokers or dealers the Adviser will seek to achieve the best execution possible. Adviser is not required to negotiate "execution only" commission rates, thus the client may be deemed to be paying for research and related services (i.e., "soft dollars") provided by the broker which are included in the commission rate. Research and related services furnished by brokers may include, but are not limited to, written information and analyses concerning specific securities, companies or sectors; market, financial and economic studies and forecasts; financial publications; statistical and pricing services,

as well as discussions with research personnel, along with hardware, software, data bases and other technical and telecommunication services and equipment utilized in the investment management process. It is the policy and practice of the Adviser to strive for the best price and execution for costs and discounts which are competitive in relation to the value of the transaction and which comply with Section 28(e) of the Securities Exchange Act of 1934, as amended. Nevertheless, it is understood that the Adviser may pay compensation on a transaction in excess of the amount of compensation that another broker or dealer may charge so long as it is in compliance with Section 28(e), and the Adviser makes no warranty or representation regarding compensation paid on transactions. The Adviser has no obligation to deal with any broker or group of brokers in executing transactions.

## **Item 13-Review of Accounts**

### **Periodic Reviews**

Account reviewers are members of the firm's Investment Committee or are registered Investment Adviser Representatives. Account reviews of the Adviser's clients are performed at least annually by an appropriately designated Investment Advisor Representative of the firm.

### **Review Triggers**

Accounts are reviewed periodically no less than annually or more frequently when market conditions dictate. Other conditions that may trigger a review are changes in the tax laws, new investment information, and changes in a client's financial or personal situation.

### **Regular Reports**

For retirement plans the Advisor provides plan level, as opposed to participant level, reporting.

IRA reports are provided by the recordkeeper. The recordkeeper, provides the reporting and is responsible to ensure the custodian balances match the recordkeeping balances. Such reporting takes place no less than annually.

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

### **Client Referrals**

TCMI does not currently pay referral fees to any individual or organization.

## **Item 15-Custody**

### **Custody Policy**

The Adviser does not accept or permit the Firm or its associated persons from obtaining custody of client assets including cash, securities, acting as trustee, provide bill paying service, have password access to control account activity or any other form of controlling client assets. Should any associated person have access to passwords any such access shall be restricted and all such controls will be outlined in, and adhere to the firm's policies and procedures manual. All checks or wire transfers to fund client accounts are required to be made out to/sent to the account custodian.

### **Performance Reports**

Pursuant to recent amendments to Rule 206(4) under the Investment Advisers Act of 1940, the Securities and Exchange Commission now requires advisers to urge clients to compare the information set forth in their statement from the Adviser with the statements received directly from the custodian to ensure accuracy of all account transactions.

## **Item 16-Investment Discretion**

### **Retirement Plan Services**

Advisor will provide investment fiduciary and retirement plan consulting services selected by the plan Sponsor to assist the Sponsor in meeting its requirements to prudently administer and manage the Plan and, if applicable, to educate the Plan's participants to help them maximize their benefits through the Plan.

When providing any nondiscretionary fiduciary services, as selected by the Sponsor, Advisor will solely be making recommendations to the Sponsor, and the Sponsor retains full discretionary authority or control over assets of the Plan.

When providing any discretionary fiduciary services, Advisor will exercise discretionary authority over the Plan assets covered under each discretionary fiduciary service selected by Sponsor.

### **Health Savings Accounts**

TCMI does not provide fiduciary advisory services for the TRI-AD HSA product. TCMI does have platform level discretion to add and replace funds when deemed necessary.

### **SnapIRA®**

In SnapIRA®, the only discretion the Advisor exercises is the periodic rebalancing of the model portfolios.

## **Item 17-Voting Client Securities**

The Adviser will not vote nor advise clients how to vote proxies for securities held in client accounts. The client clearly keeps the authority and responsibility for the voting of these proxies. The Adviser does not give any advice or take any action with respect to the voting of these proxies. For accounts subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"), the plan fiduciary specifically keeps the authority and responsibility for the voting of any proxies for securities held in plan accounts. The Adviser promptly passes along any proxy voting information to the clients or their representatives.

## **Item 18-Financial Information**

The Adviser does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients. The Adviser meets all net capital requirements that it is subject to and the Adviser has not been the subject of a bankruptcy petition in the last 10 years.

The Adviser is not required to provide a balance sheet as it does not serve as a custodian for client funds or securities and does not require prepayment of fees of more than \$1,200 per client, and six months or more in advance.

### **Relationship with Issuer of Securities Disclosure**

The Adviser does not at this time have a relationship or arrangement with any issuer of securities.

### **Business Continuity Plan**

The Adviser has a Business Continuity Plan in place that provides detailed steps to mitigate and recover from the loss of office space, communications, services or key people.

## **Disasters**

The Business Continuity Plan covers natural disasters such as snow storms, hurricanes, tornados, and flooding. The Plan covers man-made disasters such as loss of electrical power, loss of water pressure, fire, bomb threat, nuclear emergency, chemical event, biological event, T-1 communications line outage, Internet outage, railway accident and aircraft accident. Electronic files are backed up daily and archived offsite.

### **Alternate Offices**

Alternate offices are identified to support ongoing operations in the event the main office is unavailable. It is our intention to contact all clients within five days of a disaster that dictates moving our office to an alternate location.

### **Summary of Business Continuity Plan**

A summary of the business continuity plan is available upon request to the Adviser Chief Compliance Officer.

# Information Security Program

## Information Security

The Adviser maintains an information security program to reduce the risk that your personal and confidential information may be breached.

## Privacy Policy & Practices

Below is a summary of the Adviser's Privacy Policy regarding client personal information. A complete version of the Privacy Policy is contained in your client advisory agreement and may be obtained by contacting the Compliance Officer of the Adviser.

The Adviser:

- a) Collects non-public personal information about its clients from the following sources:
  - Information received from clients on applications or other forms;
  - Information about clients' transactions with the Adviser, its affiliates and others;
  - Information received from our correspondent clearing broker with respect to client accounts;
  - Information received from service bureaus or other third parties.
- b) The Adviser will not share such information with any affiliated or nonaffiliated third party except:
  - When necessary to complete a transaction in a customer account, such as with the clearing firm or account custodians;
  - When required to maintain or service a customer account;
  - To resolve customer disputes or inquiries;
  - With persons acting in a fiduciary or representative capacity on behalf of the customer;
  - With rating agencies, persons assessing compliance with industry standards, or to the attorneys, accountants and auditors of the firm;
  - In connection with a sale or merger of The Adviser's business;
  - To protect against or prevent actual or potential fraud, identity theft, unauthorized transactions, claims or other liability;
  - To comply with federal, state or local laws, rules and other applicable legal requirements;
  - In connection with a written agreement to provide investment management or advisory services when the information is released for the sole purpose of providing the products or services covered by the agreement;
  - In any circumstances with the customer's instruction or consent.
- c) Restricts access to confidential client information to individuals who are authorized to have access to confidential client information and need to know that information to provide services to clients.
- d) Maintains physical, electronic and procedural security measures that comply with applicable state and federal regulations to safeguard confidential client information.