

# Part 2A Appendix 1: Wrap Fee Program Institutional Brochure

## Item 1. Cover Page

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This wrap fee program brochure provides information about the qualification and business practices of Roof Eidam Maycock Peralta,LLC. If you have any questions about the contents of this brochure, please contact us at 415-788-4600, or by email at [jperalta@rempadvisors.com](mailto:jperalta@rempadvisors.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. Roof Eidam Maycock Peralta,LLC's registration with the SEC does not imply a certain level of skill or training.

Additional information about Roof Eidam Maycock Peralta,LLC is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

Please note use of the term "registered investment adviser" and description of Roof Eidam Maycock Peralta,LLC and/or our associates as "registered" does not imply a certain level of skill or training. You are encouraged to review this Brochure and Brochure Supplements for our firm's associates who advise you for more information on the qualifications of our firm and its employees.

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## Item 2. Material Changes

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Roof Eidam Maycock Peralta, LLC is required to advise you of any material changes to our Institutional Wrap Fee Program Brochure (“Institutional Brochure”) from our last annual update, identify those changes on the cover page of our Institutional Brochure or on the page immediately following the cover page, or in a separate communication accompanying our Institutional Brochure. We must state clearly that we are discussing only material changes since the last annual update of our Institutional Brochure, and we must provide the date of the last annual update of our Institutional Brochure.

Since our last annual amendment filing, we have increased our minimum relationship size for new clients to \$500,000.

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# Item 4. Services, Fees & Compensation

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## Firm Description

Roof Eidam Maycock Peralta LLC ("REMP") is an independently owned Registered Investment Advisor, registered with the U.S. Securities and Exchange Commission and the California Department of Corporations. REMP has been providing investment advice and financial planning services to both institutional and individual investors since 1992. As of December 31st, 2023, we have \$693,059,780 in assets under management. \$690,603,772 of which is managed on a discretionary basis.

## Principal Owners

The principal owners of REMP include Gary Edmund Roof, Don Henry Eidam, Jr., Randall Robert Maycock and Juan Carlos Peralta.

## Types of Advisory & Consulting Services

*Investment Advice:* REMP will design and recommend an investment portfolio, as well as specific investment recommendations, and will assist in implementing such recommendations. REMP will also provide portfolio review meetings, quarterly composite portfolio performance reports and additional ancillary services. REMP will be compensated for such services through payment of a Management Fee pursuant to the client's purchase of financial products.

*Advisory Management Fee:* The maximum Management Fee charged by REMP is 1.00% of gross assets under management (valued at fair market value). The fair market value of assets in a client's account under management will be determined on the last business day of each calendar quarter and the agreed upon fee shall be applicable to cash and cash equivalents unless otherwise agreed to in writing. Fees are not negotiable and shall be billed quarterly in advance.

The graduated Management Fee Schedule is as follows:

<b>Valuation of Portfolio of Assets under Management</b>	<b>Annual Fee Percentage</b>
First \$1,000,000	0.75%
Next \$1,000,000	0.50%
Next \$8,000,000	0.25%
Above \$10,000,000	0.15%

*Retirement Plan Consulting:* Our firm provides retirement plan consulting services to employer plan sponsors on an ongoing basis. Generally, such consulting services consist of assisting

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*employer plan sponsors in establishing, monitoring and reviewing their company's participant-directed retirement plan. As the needs of the plan sponsor dictate, areas of advising could include:*

- Establishing an Investment Policy Statement – Our firm will assist in the development of a statement that summarizes the investment goals and objectives along with the broad strategies to be employed to meet the objectives.
- Investment Options – Our firm will work with the Plan Sponsor to evaluate existing investment options and make recommendations for appropriate changes.
- Asset Allocation and Portfolio Construction – Our firm will develop strategic asset allocation models to aid Participants in developing strategies to meet their investment objectives, time horizon, financial situation and tolerance for risk.
- Investment Monitoring – Our firm will monitor the performance of the investments and notify the client in the event of over/underperformance and in times of market volatility.
- Participant Education – Our firm will provide opportunities to educate plan participants about their retirement plan offerings, different investment options, and general guidance on allocation strategies.

In providing services for retirement plan consulting, our firm does not provide any advisory services with respect to the following types of assets: employer securities, real estate (excluding real estate funds and publicly traded REITS), participant loans, non-publicly traded securities or assets, other illiquid investments, or brokerage window programs (collectively, “Excluded Assets”). All retirement plan consulting services shall be in compliance with the applicable state laws regulating retirement consulting services. This applies to client accounts that are retirement or other employee benefit plans (“Plan”) governed by the Employee Retirement Income Security Act of 1974, as amended (“ERISA”). If the client accounts are part of a Plan, and our firm accepts appointment to provide services to such accounts, our firm acknowledges its fiduciary standard within the meaning of Section 3(21) of ERISA as designated by the Retirement Plan Consulting Agreement with respect to the provision of services described therein.

Our Retirement Plan Consulting services are billed on a percentage of Plan assets under management. The total estimated fee, as well as the ultimate fee charged, is based on the scope and complexity of our engagement with the client. The maximum fee as based on a percentage of managed Plan assets will not exceed 1.00%. The fee-paying arrangements will be determined on a case-by-case basis and will be detailed in the signed consulting agreement.

## **Additional Fees**

You may pay custodial fees, charges imposed directly by a mutual fund, index fund, or exchange traded fund which shall be disclosed in the fund’s prospectus (i.e., fund management fees and other fund expenses), mark-ups and mark-downs, spreads paid to market makers, wire transfer fees and other fees and taxes on brokerage accounts and securities transactions. These fees are not included within the wrap-fee you are charged by our firm.

We do not recommend or offer the wrap program services of other providers. Our investment advisory representatives receive a portion of the advisory fee that you pay us, either directly as a percentage of your overall fee or as their salary from our firm. In cases where our investment

advisory representatives are paid a percentage of your overall advisory fee, this may create an incentive to recommend that you participate in a wrap fee program rather than a non-wrap fee program (where you would pay for trade execution costs) or brokerage account where commissions are charged. This is because, in some cases, we may stand to earn more compensation from advisory fees paid to us through a wrap fee program arrangement if your account is not actively traded.

LPL Financial has a trading platform with select exchange traded funds (“ETFs”) that do not charge transaction fees. The no-transaction-fee ETF trading platform is available to clients participating in LPL Financial’s Strategic Wealth Management (“SWM”) and Strategic Asset Management (“SAM”) programs. The limited number of ETFs available on the no-transaction fee platform may have higher overall expenses than other types of securities and ETFs not included in the platform.

Additionally, Charles Schwab & Co., Inc. (“Schwab”) recently eliminated transaction fees for U.S. listed equities and exchange traded funds. Since we pay trading costs as a part of our Wrap Fee Program, our costs in administering the program have decreased. Furthermore, we now have a financial incentive to use these products without transaction fee.

## Item 5. Account Requirements and Types of Clients

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### Description

REMP provides investment advice to charitable organizations and institutions. REMF provides consulting services to pension plans. We do not offer discretionary investment advice & financial planning to pension plans unless otherwise agreed upon.

### Account Minimums

A minimum of \$500,000 is required for new clients to establish an advisory relationship with REMF. However, direct familial accounts may be combined to meet this minimum. Exceptions may be made on a case-by-case basis at the discretion of management.

## Item 6. Portfolio Manager Selection and Evaluation

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Our firm does not utilize outside portfolio managers. All asset management accounts are managed by our in-house professionals on a wrap fee basis only.

## Tailored Relationships

REMP provides customized services tailored to the unique investment needs of each of their clients. Clients may impose restrictions on investing in certain securities or types of securities. Such restrictions must be submitted to REMF in writing. Client-imposed restrictions may affect REMF's ability to perform its stated investment strategy, and therefore investment performance may deviate from that of other client portfolios managed in accordance with the same strategy.

## Performance-Based Fees & Side-by-Side Management

REMP does not accept any performance-based fees. REMF generally avoids investment vehicles in which the fund managers engage in side-by-side management.

## Methods of Analysis, Investment Strategies & Risk of Loss

REMP will utilize fundamental, technical and cyclical methods when analyzing securities. They will consider financial newspapers and magazines, research materials prepared by others, corporate rating services, annual reports, prospectuses, filings with the SEC, and company press releases.

REMP will consider implementing strategies for both the long term (securities to be held at least a year) and short term (securities to be held less than a year). REMF may also purchase securities on margin.

REMP builds custom portfolios for their client accounts based on the overall risk tolerance of each client. REMF establishes model portfolios based on the various associated risks and applies the models to each client's portfolio.

REMP portfolios typically include mutual funds and exchange traded funds ("ETF"). Investing in these instruments, as with all securities, involves the risk of loss, and clients should be prepared to bear these losses. Mutual funds and ETFs, like stocks, generally fluctuate in value and may decline significantly over short time periods. Perhaps the most significant risk associated with mutual funds and ETFs is market risk. This risk is defined by the perception of investors and the day-to-day fluctuations associated with any portfolio. Market risks include, but are not limited to: fiscal and monetary policy decisions, general economic conditions, geopolitical uncertainty, inflation or deflation concerns, commodity price fluctuations, and currency valuations.

Some of the mutual funds will contain fixed-income securities. Fixed-income assets have two main sources of risk. Interest rate risk is the risk that a rise in interest rates will cause the price of a debt security held by the fund to fall. Securities with longer maturities typically suffer greater declines than those with shorter maturities. Credit risk is the risk that an issuer of a debt security will default (fail to make scheduled interest or principal payments), potentially reducing income distributions and market values. This risk is increased when a security is downgraded or the perceived creditworthiness of the issuer deteriorates.

**Options:** An option is a financial derivative that represents a contract sold by one party (the option writer) to another party (the option holder, or option buyer). The contract offers the buyer the right, but not the obligation, to buy or sell a security or other financial asset at an agreed-upon price (the strike price) during a certain period of time or on a specific date (exercise date). Options are extremely versatile securities. Traders use options to speculate, which is a relatively risky practice, while hedgers use options to reduce the risk of holding an asset. In terms of speculation, option buyers and writers have conflicting views regarding the outlook on the performance of a:

- *Call Option:* Call options give the option to buy at certain price, so the buyer would want the stock to go up. Conversely, the option writer needs to provide the underlying shares in the event that the stock's market price exceeds the strike due to the contractual obligation. An option writer who sells a call option believes that the underlying stock's price will drop relative to the option's strike price during the life of the option, as that is how he will reap maximum profit. This is exactly the opposite outlook of the option buyer. The buyer believes that the underlying stock will rise; if this happens, the buyer will be able to acquire the stock for a lower price and then sell it for a profit. However, if the underlying stock does not close above the strike price on the expiration date, the option buyer would lose the premium paid for the call option.
- *Put Option:* Put options give the option to sell at a certain price, so the buyer would want the stock to go down. The opposite is true for put option writers. For example, a put option buyer is bearish on the underlying stock and believes its market price will fall below the specified strike price on or before a specified date. On the other hand, an option writer who sells a put option believes the underlying stock's price will increase about a specified price on or before the expiration date. If the underlying stock's price closes above the specified strike price on the expiration date, the put option writer's maximum profit is achieved. Conversely, a put option holder would only benefit from a fall in the underlying stock's price below the strike price. If the underlying stock's price falls below the strike price, the put option writer is obligated to purchase shares of the underlying stock at the strike price.

The potential risks associated with these transactions are that (1) all options expire. The closer the option gets to expiration, the quicker the premium in the option deteriorates; and (2) Prices can move very quickly. Depending on factors such as time until expiration and the relationship of the stock price to the option's strike price, small movements in a stock can translate into big movements in the underlying options.

**Covered Calls:** The risks associated with this type of strategy involve having the underlying stock called away. Each contract has a strike price at which the writer of the contract agrees to allow the purchaser call the stock away from the writer. This can create a taxable event whereby the writer of the option is required to recognize a capital gain on the underlying security. Furthermore, the market price could appreciate beyond the strike price, forcing the writer to sell their holdings below current market value.

**Uncovered Options:** Uncovered option writing is suitable only for the knowledgeable investor who understands the risks, has the financial capacity and willingness to incur potentially



substantial losses, and has sufficient liquid assets to meet applicable margin requirements. If the value of the underlying instrument moves against an uncovered writer's options position, our firm may request significant additional margin payments. If an investor does not make such margin payments, we may be forced to close stock or options positions in the investor's account.

The potential loss of uncovered call writing is unlimited. The writer of an uncovered call is in an extremely risky position and may incur large losses if the value of the underlying instrument increases above the exercise price.

As with writing uncovered calls, the risk of writing uncovered put options is substantial. The writer of an uncovered put option bears a risk of loss if the value of the underlying instrument declines below the exercise price. Such loss could be substantial if there is a significant decline in the value of the underlying instrument.

## Proxy Voting

REMP will not vote proxies for its clients' accounts. Clients will obtain information on their proxy votes directly from the custodian. Clients may contact REMF if they have any questions on a particular proxy solicitation.

## Item 7. Client Information Provided to Portfolio Managers

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Our firm manages all assets in house, so communication with your portfolio manager(s) takes place on a regular basis as needed (daily, weekly, monthly, etc.) to ensure your most current investment goals and objectives are understood by your portfolio manager(s). In most cases, we will communicate such information as part of our regular investment management duties. Nevertheless, we will also communicate information when you ask us to, when market or economic conditions make it prudent to do so, etc.

## Item 8. Client Contact with Portfolio Managers

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Clients are always free to directly contact their portfolio manager(s) with any questions or concerns they have about their portfolios or other matters.

## Item 9. Additional Information

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### Disciplinary Information

REMP has not been subject to any legal or disciplinary events.

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## Other Financial Industry Activities and Affiliations

Representatives of our firm are licensed insurance agents. However, to eliminate any potential conflicts of interest, we will rebate all commissions earned from any insurance products sold against client advisory fees.

## Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

REMP has adopted a Code of Ethics designed to comply with Rule 204A-1 under the Investment Advisers Act of 1940. This Code establishes rules of conduct for all partners and employees of REMF and is designed to, among other things, govern personal securities trading activities in the accounts of partners and employees. The Code is based upon the principle that REMF and its employees owe a fiduciary duty to REMF's clients to conduct their affairs, including their personal securities transactions, in such a manner as to avoid (i) serving their own personal interests ahead of clients, (ii) taking inappropriate advantage of their position with the firm and (iii) any actual or potential conflicts of interest or any abuse of their position of trust and responsibility. Pursuant to Section 206 of the Advisers Act, both REMF and its employees are prohibited from engaging in fraudulent, deceptive or manipulative conduct. The purpose of the Code is to preclude activities which may lead to or give the appearance of conflicts of interest, insider trading and other forms of prohibited or unethical business conduct. A full copy of our Code of Ethics is available upon request.

## Periodic Reviews

Advisory accounts are reviewed at least every 12 months but may be reviewed more frequently based on client need. The annual review is an in-depth review of the client's investment plan. The reviews are conducted by Gary E. Roof, partner, Don H. Eidam, Jr., partner, Randall R. Maycock, partner, or Juan Carlos Peralta, partner.

## Review Triggers

Additional reviews may be triggered by client need and/or market conditions affecting specific clients.

## Regular Reports

REMF provides clients with quarterly reports on their investment portfolios. The reports include information on holdings and performance relative to benchmarks.

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## Client Referrals & Other Compensation

REMP does not receive or pay any fees for referral or solicitation of clients or have any other formal compensation arrangements.

In an effort to keep our clients informed as to the services we offer and the various financial products we utilize, our employees may attend conferences or events subsidized by product providers. These trips are educational in nature, and are not dependent upon the use of any specific products. While a conflict of interest may exist given that these trips are at least partially funded by product sponsors, we will always adhere to our fiduciary duties in selecting appropriate investments for our clients.

We receive an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Schwab. In addition, Schwab has also agreed to pay for certain products and services for which we would otherwise have to pay once the value of our clients' assets in accounts at Schwab reaches a certain size. You do not pay more for assets maintained at Schwab as a result of these arrangements. However, we benefit from the arrangement because the cost of these services would otherwise be borne directly by us. You should consider these conflicts of interest when selecting a custodian.

## Custody

Our firm does not maintain custody of client assets except for the limited instances of direct fee debiting and third party money movements. All of our clients receive account statements directly from their qualified custodian(s) at least quarterly upon opening of an account. We urge our clients to carefully review these statements. Additionally, if our firm decides to send its own account statements to clients, such statements will include a legend that recommends the client compare the account statements received from the qualified custodian with those received from our firm. Clients are encouraged to raise any questions with us about the custody, safety or security of their assets and our custodial recommendations.

### **Third Party Money Movement:**

On February 21, 2017, the SEC issued a no-action letter ("Letter") with respect to Rule 206(4)-2 ("Custody Rule") under the Investment Advisers Act of 1940 ("Advisers Act"). The letter provided guidance on the Custody Rule as well as clarified that an adviser who has the power to disburse client funds to a third party under a standing letter of authorization ("SLOA") is deemed to have custody. As such, our firm has adopted the following safeguards in conjunction with our custodian:

- The client provides an instruction to the qualified custodian, in writing, that includes the client's signature, the third party's name, and either the third party's address or the third party's account number at a custodian to which the transfer should be directed.

- The client authorizes the investment adviser, in writing, either on the qualified custodian's form or separately, to direct transfers to the third party either on a specified schedule or from time to time.
- The client's qualified custodian performs appropriate verification of the instruction, such as a signature review or other method to verify the client's authorization, and provides a transfer of funds notice to the client promptly after each transfer.
- The client has the ability to terminate or change the instruction to the client's qualified custodian.
- The investment adviser has no authority or ability to designate or change the identity of the third party, the address, or any other information about the third party contained in the client's instruction.
- The investment adviser maintains records showing that the third party is not a related party of the investment adviser or located at the same address as the investment adviser.
- The client's qualified custodian sends the client, in writing, an initial notice confirming the instruction and an annual notice reconfirming the instruction.

## Proxy Voting

REMP will not vote proxies for its clients' accounts. Clients will obtain information on their proxy votes directly from the custodian. Clients may contact REMF if they have any questions on a particular proxy solicitation.

## Selecting Brokerage Firms

If a recommendation is appropriate, we recommend that our clients use LPL Financial ("LPL") and Charles Schwab & Co., Inc. ("Schwab"), FINRA-registered broker-dealers, members SIPC, as the qualified custodians (collectively "Custodians"). We are independently owned and operated and not affiliated with Custodians. Custodians will hold your assets in a brokerage account and buy and sell securities when we instruct them to. While we recommend that you use Custodians, you will decide whether to do so and open your account with either Custodian by entering into an account agreement directly with them.

The factors used by REMF in selecting a broker/dealer affiliation include:

- the nature and quality of the approved investment products;
- the nature and quality of the investment research & due diligence;
- the nature, efficiency and quality of services provided;
- the nature, efficiency and quality of best execution practices;
- the cost effectiveness to clients; and
- the nature, quality and availability of research reports to clients.

Because LPL and Schwab maintain restricted approved-lists of Mutual Funds and Limited Partnerships available to REMF, a client's investment selection may be limited to those particular Mutual Funds and Limited Partnerships on such approved-lists.

## LPL and Schwab Research and Soft Dollars

LPL and Schwab conduct a limited amount of investment research on stocks, bonds, mutual funds, ETFs, limited partnerships and real estate investment trusts. Research and compliance support provided by LPL and Schwab is used to service all of REMP's client accounts. REMP does not receive any soft-dollar compensation.

## LPL and Schwab Order Aggregation

The aggregation or blocking of client transactions allows REMP to execute transactions in a timely, equitable, and efficient manner, and seeks to reduce overall transaction costs to clients. REMP will aggregate client transactions where possible and when advantageous to clients. In these instances, clients participating in any aggregated transactions will receive an average share price and transaction costs will be shared equally and on a pro-rata basis.

## Schwab Custody and Brokerage Costs

For our clients' accounts it maintains, Schwab generally does not charge separately for custody services but is compensated by charging commissions or other fees on trades that it executes or that settle into Schwab account. For some accounts, Schwab may charge a percentage of the dollar amount of assets in the account in lieu of commissions. Schwab's commission rates and/or asset-based fees applicable to our client accounts were negotiated based on our commitment to maintain a minimum threshold of our clients' assets in accounts at Schwab. The overall commission rates and/or asset-based fees paid are lower than they would be if we had not made the commitment. In addition to commissions or asset-based fees Schwab charges a flat dollar amount as a "prime broker" or "trade away" fee for each trade that we have executed by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited (settled) into Schwab accounts. These fees are in addition to the commissions or other compensation paid to the executing broker-dealer. Because of this, in order to minimize trading costs, we have Schwab execute most trades for client accounts. It is important to note that REMP pays all transaction fees for clients participating in the REMP Wrap Fee Program.

## Products and Services Available to us from Schwab

Schwab Advisor Services™ is Schwab's business serving independent investment advisory firms like us. They provide us and our clients with access to their institutional brokerage services (trading, custody, reporting, and related services), many of which are not typically available to Schwab retail customers. However, certain retail investors may be able to get institutional brokerage services from Schwab without going through us. Schwab also makes available various support services. Some of those services help us manage or administer our clients' accounts, while others help us manage and grow our business. Schwab's support services are generally available on an unsolicited basis (we don't have to request them) and at no charge to us. Following is a more detailed description of Schwab's support services:

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**Services that benefit you.** Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab's services described in this paragraph generally benefit you and your account.

**Services that do not directly benefit you.** Schwab also makes available to us other products and services that benefit us but do not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts and operating our firm. They include investment research, both Schwab's own and that of third parties. We use this research to service all or a substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- Provide access to client account data (such as duplicate trade confirmations and account statements)
- Facilitate trade execution and allocate aggregated trade orders for multiple client accounts
- Provide pricing and other market data
- Facilitate payment of our fees from our clients' accounts
- Assist with back-office functions, recordkeeping, and client reporting

**Services that generally benefit only us.** Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- Educational conferences and events
- Consulting on technology and business needs
- Consulting on legal and compliance related needs
- Publications and conferences on practice management and business succession
- Access to employee benefits providers, human capital consultants, and insurance providers
- Marketing consulting and support

Schwab provides some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab also discounts or waives its fees for some of these services or pays all or a part of a third party's fees. [Schwab also provides us with other benefits, such as occasional business entertainment of our personnel.] If you did not maintain your account with Schwab, we would be required to pay for those services from our own resources.

## Financial Information

Our firm is not required to provide financial information in this Brochure because:

- Our firm does not require the prepayment of more than \$1,200 in fees when services cannot be rendered within 6 months.
- Our firm does not take custody of client funds or securities.
- Our firm does not have a financial condition or commitment that impairs our ability to meet contractual and fiduciary obligations to clients.

Our firm has never been the subject of a bankruptcy proceeding.

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