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This brochure provides information about the qualifications and business practices of McIlrath & Eck, LLC. If you have any questions about the contents of this brochure, please contact us at the telephone number and/or e-mail address above. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or any state securities authority. Our e-mail for regulatory compliance is [email@mcilratheck.com](mailto:email@mcilratheck.com).

McIlrath & Eck, LLC is a registered investment advisor. Registration of an investment advisor does not imply any level of skill or training. The verbal and written communications of an investment adviser provide you with information you need to determine whether to hire or retain the advisor.

Additional information about McIlrath & Eck, LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

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The previous annual updating amendment was dated March 3, 2023. Following is a summary of the material changes made to Part 2 since that amendment.

Item 4: As of December 31, 2023, we manage assets of \$839.6 million on a discretionary basis.

Item 5: Updated financial and estate planning fees as follows:

Subject to adjustment for non standard plans, you can expect to pay an estimated \$1,500 for a Standard Financial Plan, and \$2,875 for a Financial Planning and Estate Plan. The fee to review and update a previously prepared financial plan is \$675. You may elect to commit to having us prepare a financial plan and one annual update for a cost of \$1,900 (a savings of \$275).

# ITEM 3

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## **ITEM 4: ADVISORY BUSINESS**

### **Who we are**

McIlrath & Eck, LLC (referred to as “we,” “our,” “us,” or “McIlrath & Eck”), has been registered as an investment advisor since December 2007. Our principal is Thor McIlrath. In July of 2022 McIlrath & Eck, LLC started additional operations as Periscope Wealth Advisors when a group of investment advisor representatives joined the firm.

### **Services we offer**

#### Financial & Estate Planning

The financial planning process consists of the following steps:

- Establishing the client relationship,
- Gathering data determine goals, expectations and risk tolerance,
- Determine the client’s financial status
- Developing and presenting the financial plan
- Implementing the financial plan
- Monitoring the financial plan.

#### Investment Management

We design custom portfolios which are tailored to the client. We use personal information you provide, such as goals, time horizon, tolerance for risk, cash flow and net worth along with the basic concepts of Modern Portfolio Theory to structure a diversified portfolio. The custom portfolio becomes our target asset allocation model. We use a combination of active and passive management to select the investments within each asset class. We may use a combination of ETFs, mutual funds or individual securities depending on the client’s situation. The portfolio is monitored on a regular basis and adjusted as necessary in order to maintain our target asset allocation model.

Let us know if you would like to restrict investments because of moral, ethical, or religious beliefs and reasons. We will respect and attempt to carry out your wishes. Note that we can only commit to avoid securities you mention by name.

We do not provide portfolio management services to a wrap fee program.

#### Portfolio Research and Asset Allocation Services

We use qualitative and quantitative analysis for each reviewed holding. This entails review of ratings from agencies such as Standard & Poor’s, Dow Jones, Morningstar, Bloomberg, and many other third party research companies. We combine this with our own reasoning using such factors as PE ratios, sales, and the like.

### **Assets under management**

As of December 31, 2023, we manage assets of \$839.6 million on a discretionary basis. We have no non-discretionary assets under management.

## **ITEM 5: FEES AND COMPENSATION**

### **Financial and Estate Planning**

Financial and estate planning services are provided for an hourly fee of \$275. In lieu of the hourly fee, you may elect to negotiate a fixed fee based on the type of plan prepared. Subject to adjustment for non standard plans, you can expect to pay an estimated \$1,500 for a Standard Financial Plan, and \$2,875 for a Financial Planning and Estate Plan. The fee to review and update a previously prepared financial plan is \$675. You may elect to commit to having us prepare a financial plan and one annual update for a cost of \$1,900 (a savings of \$275). We request that you deposit fifty percent (50%) of the estimated or negotiated fee upon execution of the Financial Planning Agreement. An invoice for the remaining balance is issued on completion of the written analysis or other services as specified in the Financial Planning Agreement. The invoice is payable on receipt.

You may terminate this service by providing written notice. Upon termination you will receive an invoice for time spent gathering information and preparing the plan or recommendations and any prepaid, unearned fees will be refunded.

### **Portfolio Research and Asset Allocation Services**

Without providing or revising a financial plan, we will analyze client holdings and suggest adjustments. This service is provided for an hourly fee of \$275. We request that you deposit fifty percent (50%) of the estimated fee upon execution of the Portfolio Research Agreement. An invoice for the remaining balance is issued along with the written recommendations. The invoice is payable on receipt.

You may terminate this service by providing written notice. Upon termination you will receive an invoice for time spent gathering information and preparing the plan or recommendations and any prepaid, unearned fees will be refunded.

We have a conflict of interest when providing Financial & Estate Planning or Portfolio Research & Asset Allocation Services. If you implement the recommendations made through us, we receive the customary fees as disclosed in the following section. You are not required to employ us to implement the financial plan, or to implement the plan, or any portion of it, at all.

### **Investment Management Services**

#### **Advisory Fees & Billing Practices**

Fees for investment services are billed at the beginning of each quarter, calculated on the value of assets under management as of the last day of the previous calendar quarter. Our fees vary based on your assets under management and range from 0.45% to 1.25% per year. Fees are determined on a case-by-case basis. Determining factors include amount of work involved or future assets that will be managed.

We require that all clients provide authorization for us to deduct advisory fees directly from the investment account. Following is important information about the deduction of management fees:

- You must provide authorization for us to deduct fees by initialing the appropriate section of our contract.
- You will receive a statement from your custodian which shows all transactions in your account and your holdings.

- You are responsible for reviewing the accuracy of the fees being billed, as the custodian will not do so.

An advisory client may terminate, as of the close of any calendar month, by providing 2 weeks written notice. Upon termination, any prepaid fees will be prorated to the date of termination and unearned fees will be returned to the client.

#### Other Costs Involved

You are responsible for the below types of fees for your account in addition to advisory fees.

- mutual fund loads (if applicable). These charges are paid to brokers as a form of commission.
- management fees for ETFs and mutual funds. These are fees charged by the managers of the ETF or mutual fund and are a portion of the expenses of the ETF or mutual fund.
- brokerage costs and transaction fees for any securities or fixed income trades. These are generally charged by your custodian and/or executing broker.

Additional information about brokerage costs and services is provided in “Item 12: Brokerage Practices.”

#### Conflicts of Interest

McIlrath & Eck may recommend insurance products to clients as part of the financial and estate planning services described above. Mr. McIlrath is a licensed life insurance agent, and as such sell life insurance and annuities products. If you elect to implement any insurance recommendations through Mr. McIlrath, in his capacity as an insurance agent, the standard commission for those transactions that would have been received by him will be refunded. The insurance products sold are transacted with a variety of insurance companies.

You are under no obligation to purchase or apply for any insurance products, or to use Mr. McIlrath as the broker for insurance products purchased. If you decide to purchase or apply for insurance, or use Mr. McIlrath as the broker for insurance products, a conflict may exist between the interests of McIlrath & Eck and your interests.

### **ITEM 6: PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT**

We do not receive performance fees for managing accounts.

### **ITEM 7: TYPES OF CLIENTS**

We provide investment advisory services to individuals, trusts, and pension plans.

Generally we require that investment management clients maintain \$250,000 under management with us. However, we may waive that minimum at our sole discretion.

### **ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS**

When managing your account, we utilize Fundamental Analysis and Technical Analysis.

**Fundamental Analysis** includes analyzing securities by evaluating its economic and financial factors such as financial statements and SEC filings. We review the conditions of the relevant sector and overall economy and asset class.

Our primary sources of information are financial newspapers, magazines, corporate reports, research materials prepared by others such as S&P, Morningstar and various other third party resources.

**Technical Analysis** involves analyzing past market data and looking for trends to attempt to recognize a pattern to attempt to take advantage of future price movements.

We utilize an asset allocation strategy, long term and short term.

**Asset allocation** is based on a risk and needs analysis of the clients at the beginning of the client relationship and through continuous reviews. We take in account the client's financial situation, goals, objectives and investment experience. Our primary strategy is to use passive manage index allocation using exchange traded funds, mutual funds and to some extent individual investments. Assets classes we use but not limited to are cash, bonds, stocks, REITS, manage futures, commodities, and hedge funds.

**Long Term Strategies-** we buy securities/investments with the intention of holding them in the clients account for a year or longer to provide position/exposure to asset classes

**Short Term Strategies-** we may purchase securities with the intent to sell them in the short time frame less than a year in an attempt to take advantage of conditions that we believe will result in favorable price swing.

**Asset Class Risk-** Securities in your portfolio may underperform in comparison to the general securities markets or other asset classes.

**Market Risk-** portfolios may experience loss of principal in short term due to short term market movements and longer periods during market downturns.

**Management Risk-** The performance of your accounts is subject to risk that our investment strategy may not produce intended results

**Inflation Risk-** A dollar tomorrow will not be worth as much as today, purchasing power erodes with the rate of inflation.

**Liquidity Risk-** A investment may not be readily converted to cash

**Interest Rate Risk-** Fluctuations in interest rates may cause investment prices to fluctuate.

McIlrath and Eck may recommend the use of margin of investments if we believe it is beneficial for the clients' individual circumstances. There are multiple reasons this could be a recommendation including, but not limited to, replacing higher cost borrowing from an outside lender, avoiding unnecessary realization of taxable gains, preventing the unwanted sale of investments holdings, etc. Additional risk exists, but is designed to be minimal.

Investing is not without risk and involves the risk of loss of principal that the client should be prepared to sustain. Investment returns are not guaranteed and clients may lose money on their investments. You should be aware of your risk tolerance level and financial situations at all times.

## **ITEM 9: DISCIPLINARY INFORMATION**

Registered investment advisors are required to disclose any material facts regarding any legal or disciplinary actions that would be material to your evaluation of the investment advisor and each investment advisor representative providing investment advice to you. We have no information of this type to report.

## **ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS**

Mr. McIlrath is a licensed life insurance agent, and as such sell life insurance and annuities products. He may recommend insurance products to clients. Although many insurance products are commission-free, Mr. McIlrath may receive commissions if a client elects to purchase insurance products through him. All commissions received by Mr. McIlrath on transactions he recommended to a client will be refunded to the client. Please see additional disclosure regarding the conflicts of interest involved in this relationship that are provided in Item 5.

## **ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING**

### **Code of Ethics**

We have adopted a set of enforceable guidelines (Code of Ethics), which describes unacceptable conduct by McIlrath & Eck and our associated persons. Summarized, this Code of Ethics prohibits us from:

- placing our interests before yours,
- using non public information gathered when providing services to you for our own gains, or
- engaging in any act, practice or course of business that is, or might be considered, fraudulent, deceptive, manipulative, or in violation of any applicable law, rule or regulation of a governmental agency.

Please contact us if you would like to receive a full copy of this Code of Ethics.

### **Personal Trading for Associated Persons**

We may buy or sell some of the same securities for you that we already hold in our personal account. We may also buy for our personal account some of the same securities that you already hold in your account. It is our policy not to permit our associated persons (or their immediate relatives) to trade in a way that takes advantage of price movements caused by your transactions.

We may restrict trading for a particular security for our accounts or those of our associated person if there is a pending trade in that security in a client account. Trades for our accounts (and those of our associated persons) will be placed as part of a block trade with client trades, or individually after client trades have been completed. Additional information about block trades is provided in the Aggregation of Orders section of “Item 12: Brokerage Practices.” When our trades are placed after our client trades, we may receive a better or worse price than that received by the client.

McIlrath & Eck and its associated persons may purchase or sell specific securities for their own account based on personal investment considerations without regard to whether the purchase or sale of such security is appropriate for clients.



All persons associated with us are required to report all personal securities transactions to us quarterly.

## **ITEM 12: BROKERAGE PRACTICES**

### **Recommendation of Brokers**

In recommending brokers to execute portfolio transactions, we make a good faith judgment of about which broker would be appropriate. We take into consideration not only the available prices and rates of brokerage commissions, but also other relevant factors that may include (without limitation):

- the execution capabilities of the broker/dealer,
- research (including economic forecasts, investment strategy advice, fundamental and technical advice on individual securities, valuation advice and market analysis),
- custodial and other services provided by the broker/dealer that are expected to enhance our general portfolio management capabilities,
- the size of the transaction,
- the difficulty of execution,
- the operational facilities of the broker-dealers involved,
- the risk in positioning a block of securities, and
- the quality of the overall brokerage and research services provided by the broker/dealer.

We do not maintain custody of your assets, although we may be deemed to have custody of your assets if you give us authority to withdraw assets from your account (see “Item 15: Custody”). Your assets must be maintained in an account at a “qualified custodian,” generally a broker/dealer or bank. We require that our clients use Pershing as the qualified custodian. We are independently owned and operated and are not affiliated with Pershing. Pershing will hold your assets in a brokerage account and buy and sell securities when we instruct them to. While we require that you use Pershing as custodian/broker, you will decide whether to do so and will open your account with Pershing by entering into an account agreement directly with them. We do not open the account for you, although we may assist you in doing so. If you do not wish to place your assets with Pershing, then we cannot manage your account. Not all advisors require their clients to use a particular broker-dealer or other custodian selected by the advisor.

### **Aggregation of Orders**

There are occasions on which portfolio transactions will be executed as part of concurrent authorizations to purchase or sell the same security for another client or one or more of our associated persons.

We may choose to block (aggregate) trades for your account with those of other client accounts and personal accounts of persons associated with McIlrath & Eck. When we place a block trade, all participants included in the block receive the same price per share on the trade. The price is calculated by averaging the price of all of the shares traded. Due to the averaging of price over all of the participating accounts, aggregated trades could be either advantageous or disadvantageous. Commission costs are not averaged. You will pay the same commission whether your trade is placed as part of a block or on an individual basis. The objective of the aggregated orders will be to allocate the executions in a manner that is deemed equitable to the accounts involved.

## Soft Dollars

The receipt of goods and/or services from the required custodian in connection with providing advice to clients is seen by the regulators as “soft dollars.” The additional services we receive from custodians, as disclosed in Item 14 below, would fall under this description of soft dollars.

## **ITEM 13: REVIEW OF ACCOUNTS**

### Financial and Estate Planning

A review of your financial plan is conducted at least once a year. This review is conducted to determine if your needs and goals have changed. All reviews are conducted by one or more of our financial advisors: Thor McIlrath (managing member), Jake Blukis, Troy Crutcher, and Jeremie Ouedraogo.

Factors that may trigger a more frequent review include a change in needs and unexpected or future events such as: change in marital status, death, disability, and other events that may have a financial impact on the client.

### Investment Management Services

A review is conducted at least once a year. This review is conducted to determine if your needs and goals have changed and if changes are needed to the portfolio asset mix. Asset mixes are reviewed to determine if they need to be rebalanced to meet your needs and goals while taking in account their risk tolerance. You will typically receive an invitation for portfolio and financial plan reviews 2-4 times per year.

Factors that may trigger a more frequent review are a change in risk tolerance, change in needs, and unexpected or future events such as: change in marital status, death, disability and other events that may have a financial impact on the client.

All reviews are conducted by one or more of our financial advisors: Thor McIlrath (managing member), Jake Blukis, Troy Crutcher, and Jeremie Ouedraogo.

Clients receive a statement of their account monthly from the custodian that shows the account positions.

## **ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION**

We receive economic benefits from custodians that we use to execute trades in client accounts. These benefits include the following products and services (provided without cost or at a discount):

- receipt of duplicate client statements and confirmations;
- research related products and tools;
- consulting services;
- access to a trading desk serving investment advisor participants;
- access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts);
- the ability to have advisory fees deducted directly from client accounts;

- access to an electronic communications network for client order entry and account information; and
- access to mutual funds with no transaction fees and to certain institutional money managers.

We do not directly or indirectly compensate anyone for client referrals.

## **ITEM 15: CUSTODY**

If you give us authority to deduct our fees directly from your separately managed account, we have custody of those assets. In order to avoid additional regulatory requirements in these cases, we follow the procedures outlined in “Item 5: Fees and Compensation.” You will also receive quarterly statements directly from custodian of the account that details all transactions in the account. We do not accept physical custody of client assets.

## **ITEM 16: INVESTMENT DISCRETION**

As one of the conditions of providing investment management services, you are required to provide discretionary authority for us to manage your assets. Discretionary authority means that you are giving us a limited power of attorney to place trades on your behalf. This limited power of attorney does not allow us to withdraw money from your account, other than advisory fees if you agree to give us that authority.

You grant us discretionary authority by completing the following items:

- Sign a contract with us that provides a limited power of attorney for us to place trades on your behalf. Any limitations to the trading authorization will be added to this agreement.
- Provide us with discretionary authority on the new account forms that are submitted to the broker/dealer acting as custodian for your account(s).

You may let us know if you would like to be involved when we make adjustments in the target asset allocation model.

## **ITEM 17: VOTING CLIENT SECURITIES**

We do not accept the authority to vote proxies on your behalf. You will receive proxies and other related paperwork directly from your custodian. Upon request we will provide guidance about voting a specific proxy solicitation.

## **ITEM 18: FINANCIAL INFORMATION**

We do not charge or solicit pre-payment of more than \$1,200 in fees per client six months or more in advance. We have never filed for bankruptcy and are not aware of any financial conditions that are reasonably likely to impair our ability to meet our contractual obligations to clients.