

FORM ADV PART 2A – APPENDIX I

Item 1 – Cover Page

BCI SECURITIES, INC.

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Date of Wrap Fee Program Brochure: March 26, 2024

This Wrap Fee Program Brochure (“this Wrap Brochure”) provides information about the qualifications and business practices of Bci Securities, Inc. (hereinafter referred to as “Bci Securities,” the “Firm,” or “we”). If you have any questions about the content of this Wrap Brochure, please contact the Firm’s Chief Compliance Officer, Carolina Rivas, at the telephone number provided above or email us at crivas@bcisecurities.com or compliance@bcisecurities.com.

The information in this Wrap Brochure has not been approved or verified by the United States Securities and Exchange Commission (the “SEC”) or by any state securities authority.

Bci Securities is presently registered as an investment adviser with the SEC and is notice filed with the State of Florida Office of Financial Regulation Division of Securities (“OFR”)s, which means that the Firm must provide the OFR with a copy of the Form ADV and accompanying amendments Bci Securities files with the SEC. The fact that Bci Securities is “registered” does not imply any level of skill or training. You should not make a determination to hire or retain any adviser based solely on the fact that the adviser is registered.

Additional information about Bci Securities is available on the SEC’s Web site at www.adviserinfo.sec.gov. The SEC’s Web site also provides information about any persons affiliated with Bci Securities who are registered as investment adviser representatives of the Firm.

Item 2 – Material Changes

In this Item, we are required to summarize the material changes that were made since the previously-issued Wrap Brochure. The following are the material changes we made to this Wrap Brochure on November 30, 2023. This will be the second amendment to the Wrap Brochure since March 30, 2023.

1. We amended Item 4.B. Services to indicate that the Firm will no longer offer certain asset allocation strategies for each of its discretionary model portfolios. We also amended this Item to indicate that that clients currently invested in these strategies can remain invested until the Firm issues a direct communication with such clients indicating the timeframe and process for phasing out of such model portfolios into other options.
2. We amended Item 4.B. Services to modify the description of each asset allocation strategy for the discretionary model portfolios.
3. We amended Item 4.B. Services to indicate that the Firm offers new discretionary model portfolios through a third-party model provider with three risk allocation strategies also described in this Item.
4. We amended Item 5 Account Requirements and Types of Clients to increase the required minimum account value for advisory accounts other than the model portfolios from \$100,000 to \$500,000 and to clarify that this required minimum is initial and ongoing and does not apply to accounts which fall below the minimum as the result of market fluctuations or fees.
5. We amended Item 9.B.6 Other Financial Industry Activities and Affiliations to reflect our relationship with a third-party model provider which also has a strategic partnership with the Firm's parent, BCI, which presents a conflict of interest.
6. We amended Item 9.B.6 Other Financial Industry Activities and Affiliations to reflect our relationship with a third-party fund distributor for whom we will act as a sub-distributor of certain UCITS funds. We also amended this item to disclose that this third-party fund distributor has a relationship with our parent, BCI, which presents a conflict of interest. The amendment also discloses that the Firm has an inherent conflict of interest as it will receive payments from the distributor when clients invest in these funds and not from other funds the Firm might recommend.

Since November 30, 2023, we have made the following material changes to the Wrap Brochure:

1. We amended Item 4.B. Services to indicate that the date for clients to transition from the discontinued asset allocation strategies for certain of the Firm's model portfolios will be May 31, 2024.
2. We amended Item 4.C. Assets Under Management to update the assets under management as of December 31, 2023.

In the future, for each newly issued Wrap Brochure, this Item 2 will identify and include a summary of the specific material changes that were made since the previously issued update of the Wrap Brochure. You may obtain a copy of our current Wrap Brochure any time by contacting our Firm's Chief Compliance Officer at the telephone number listed on the cover page of this Wrap Brochure.

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Item 4 – Services, Fees and Compensation

A. Ownership

Banco de Crédito e Inversiones, S.A. (“BCI”), a Chilean bank, is the majority shareholder of Bci Securities. Empresas Juan Yarur SpA, a Chilean holding company, is the majority shareholder of Banco de Crédito e Inversiones. Mr. Luis Enrique Yarur Rey is the majority shareholder of Empresas Juan Yarur SpA. Following is a depiction of the Firm’s ownership structure in a hierarchical chart:



B. Services

GENERAL INFORMATION. Through a Wrap Fee Program (the “Program”), we provide personalized discretionary as well as non-discretionary investment management services. We also provide various discretionary managed model portfolios to which the advisory client may subscribe. For all accounts, clients are asked to provide us with certain information including their age, employment status, current financial holdings, investment purpose and objectives, investment experience and risk tolerance, liquidity needs, and time horizon. For personalized discretionary accounts, we also inquire as to the restrictions if any the client wishes to impose on the management of the account.

NON-DISCRETIONARY ACCOUNTS. For non-discretionary accounts, we will recommend an investment strategy, allocation mix, or changes to the client's existing portfolio that we believe are suitable for that client. We have an ongoing responsibility to make recommendations to the client based upon the client's financial and investment profile. The client approves or disapproves each recommendation made by the Firm. Upon approval of any recommendation, we will arrange for effecting the securities transaction(s) recommended.

DISCRETIONARY ACCOUNTS. From the information that is supplied by the client, we construct a personalized investment policy that we believe is suitable for that client. The discretionary management agreement gives us complete discretionary authority to buy and sell securities within the account without the client’s prior consent for each transaction. We strive to make investment decisions to fulfill the client’s objectives consistent with the client’s financial information and risk tolerance as such information is communicated to us. As the client’s objectives and risk tolerance change, we continue to tailor the advisory service to match the client’s needs.

DISCRETIONARY MODEL PORTFOLIOS. We offer a series of diversified asset allocation models that range from conservative to aggressive. These models are designed to address a variety of risk levels and investment and income objectives. There are four distinct models: Smart, Alpes, Sierra, and the JPM Strategic Portfolios. Within each, we offer three asset allocation strategies to address various risk appetites and goals. Each model portfolio utilizes primarily a mix of mutual funds, exchange-traded funds (“ETFs”) and cash (or cash equivalents).

As of the brochure distributed November 30, 2023, the Firm is no longer offering these strategies in certain of its model portfolios as follows:

- In the Alpes and Sierra model portfolios, the Firm no longer offers the “Conservative” or “Moderately Aggressive” asset allocation strategies.
- In the Smart model portfolios, the Firm no longer offers the “Conservative” or “Aggressive” asset allocation strategies.

The Firm has established that Clients invested in these model portfolios have until May 31, 2024 to transition to any of the remaining asset allocation strategies. The Firm will not charge a fee for this transition.

For each model (with the exception of the Alpes and Sierra models), we contract with a third-party investment adviser/model provider (which may be foreign or domestic) that provides us with asset allocation signals for that model. Set forth below is a brief description of each type of portfolio we offer at present:

- SMART – Portfolios are invested in securities worldwide, including in the U.S., Latin America, Europe, and/or Asia. These portfolio models are developed by our affiliate, Bci Asset Management Administradora General de Fondos S.A. (“Bci Asset Management” or “BAM”), based in Santiago, Chile.
- ALPES – Portfolios are generated in-house and are not constrained by any particular region, security type, or asset class, and are geared towards offshore investors.
- SIERRA Portfolios are generated in-house and are not constrained by any particular region, security type, or asset class, and are geared towards onshore investors.

We offer allocation strategies ranging from “Moderately Conservative” to “Aggressive”, depending on the model, as follows.

For Alpes and Sierra, we offer three strategies:

- Moderately Conservative
- Moderate
- Aggressive

For the Smart models, we offer three strategies:

- Moderately Conservative
- Moderate

- Moderately Aggressive

Generally, the risk tolerance associated with the Alpes and Sierra models listed above is as follows:

- Moderately Conservative –This type of allocation seeks to provide both income and capital preservation by primary investing in multiple asset classes, including stocks, bonds, and cash. A moderately conservative allocation strategy prioritizes capital preservation over appreciation.
- Moderate –This type of allocation seeks to provide both income and capital appreciation by investing in multiple asset classes, including stocks, bonds, to balance capital preservation with appreciation. There is some degree of volatility in these portfolios.
- Aggressive–This allocation seeks to provide both income and capital appreciation by primarily investing in multiple asset classes, including stocks, bonds, and cash and prioritizes capital appreciation over capital preservation. The assets will be invested in securities that have more significant risk.

Generally, the risk tolerance associated with the Smart models listed above is as follows:

- Moderately Conservative –This type of allocation seeks to provide both income and capital preservation by primary investing in multiple asset classes, including stocks, bonds, and cash. A moderately conservative allocation strategy prioritizes capital preservation over appreciation.
- Moderate–This type of allocation seeks to provide both income and capital appreciation by investing in multiple asset classes, including stocks, bonds, to balance capital preservation with appreciation. There is some degree of volatility in these portfolios.
- Moderately Aggressive –This allocation seeks to provide both income and capital appreciation by primarily investing in multiple asset classes, including stocks, bonds, and cash and prioritizes capital appreciation over capital preservation. The assets will be invested in securities that have more significant risk.
- Aggressive – The objective of this model is to maximize potential returns. The Aggressive investor is willing to accept substantial risk. This investor is comfortable exposing his/her investments to a considerable level of risk in an effort to maximize long-term returns. An Aggressive investor may endure extensive volatility and significant losses. Liquidity is generally not a concern to this type of investor.

The Firm also has an agreement with J.P. Morgan Investment Management, Inc. (“JPM”), whereby it offers recommendations to the Firm of its JPM Strategic ETF Portfolios (the “JPM Portfolios”). The JPM Portfolios are comprised of J.P. Morgan ETFs across a range of risk profiles stated below and take a long-term, benchmark approach to asset allocation with a focus on risk-adjusted returns.

Pursuant to this agreement, the Firm offers an additional series of discretionary models for which we offer three asset allocation strategies:

- Conservative
- Moderately Conservative

- Growth.

Generally, the risk tolerance associated with each of these JPM asset allocation strategies listed above is as follows:

- Conservative—This type of allocation seeks to provide both income and capital preservation by primary investing in multiple asset classes, including stocks, bonds, and cash. A moderately conservative allocation strategy prioritizes capital preservation over appreciation.
- Moderately Conservative—This type of allocation seeks to provide both income and capital appreciation by investing in multiple asset classes, including stocks, bonds, to balance capital preservation with appreciation. There is some degree of volatility in these portfolios.
- Growth—This allocation seeks to provide both income and capital appreciation by primarily investing in multiple asset classes, including stocks, bonds, and cash and prioritizes capital appreciation over capital preservation. The assets will be invested in securities that have more significant risk.

JPM has a conflict of interest in selecting certain funds for its JPM Portfolios because JPM and its affiliates provide services and receive fees from such funds and, therefore, a client's investment in those funds in the model portfolio will benefit the model providers and their affiliates.

In order to determine the model most suited to a client's needs, we speak with the client to discuss the client's specific situation and/or gather from the client information about his/her objectives, needs, risk tolerance, time horizon, and desired investment restrictions. Based on the information the client provides, we assist the client in determining which model portfolio is most suitable. When a client subscribes to one of the model portfolios, we have the authority to determine the securities to be purchased or sold and the amount of securities to be purchased or sold within the Program accounts consistent with each model's objectives. Such discretionary authority includes the ability to select and modify the investments underlying each model.

- Rebalancing. At the inception of the advisory relationship, the client's assets are invested to match the model's then-current allocation. As markets fluctuate and securities values change, amounts originally allocated to a specific security or asset class will either exceed or fall below the target allocation. We therefore periodically adjust account holdings to be in line with the asset allocation target set forth in the model consistent with the signals we receive from the providers. This is referred to as "rebalancing" the account. We do not rebalance accounts on a continual basis. For that reason, asset allocations may drift away from the target associated with the model before we rebalance the accounts.
- Reallocation. For each model (with the exception of the "Alpes" and "Sierra" models), the third-party with whom we contract provides us with reallocation signals. We review the recommended changes to the target percentages or asset classes for the model and determine whether to implement the changes. Changes in the model may be based on a variety of factors, including without limitation, changes in the economic or financial climate, or changes in the management of the underlying securities used in the model, and performance. We may replace a security (or securities) if we believe that a different security would be better suited for the

portfolio. Any changes in the portfolio's securities or the investment allocation will be consistent with the objectives of the model the client has chosen.

DISCRETIONARY ACCOUNTS WITH THIRD PARTY REGISTERED INVESTMENT ADVISER. Bci Securities may also select for clients a sub-adviser third-party RIA to manage a portfolio or segment of a portfolio of an advisory client on a full discretionary basis. The client will sign a discretionary agreement with Bci Securities which permits it to delegate its authorities to that third-party. Bci Securities will conduct due diligence on such third-party RIAs, over which Bci Securities will not have responsibility or control for the portion managed by the third-party RIA. Bci Securities will monitor the performance of the portfolios, but the third-party RIA will manage the account without further approval by Bci Securities or the client and will conduct rebalancing. Pershing will collect advisory fees from the client account and will pay agreed upon fees to the third-party RIA and the balance to Bci Securities.

PROGRAM BROKER. Bci Securities is registered as a broker-dealer and, in that capacity serves as the "Program Broker" for these wrap fee program accounts. As broker-dealer, we place the transactions for the advisory accounts and use our clearing firm Pershing LLC as the executing broker and custodian. The transaction costs associated with such trading activity are covered by the wrap fee. As custodian, Pershing performs the execution and custody services. The advisory client enters into an agreement with Pershing for it to provide execution and custody. The "wrap fee" includes Pershing's execution and custody services.

In limited instances, clients may transfer funds from their managed advisory account to another financial institution account using the Automated Clearing House network ("ACH"). The use of ACH may trigger the custody rule. In addition, the custody rule applies when clients enter into agreements for non-purpose loans with our affiliates pledging the assets in their investment accounts as collateral.

When the custody rule is triggered, the Firm as an adviser must:

- Maintain client funds and securities at a Qualified Custodian;
- Have reasonable basis to believe that the Custodian sends account statements directly to the client on at least a quarterly basis;
- If it also sends reports to the client on a regular basis, include a statement urging the client to compare the statement and report and promptly report to the Firm any discrepancies; and
- Undergo an Annual Surprise Examination by an independent public accountant of the assets over which the Firm has custody.

C. Assets Under Management

As of December 31, 2023, in the Wrap Fee Program Accounts, we were managing approximately \$219,392,970 in assets on a non-discretionary basis (where we make recommendations to the client and arrange for the transactions in the account if the client approves the recommendations). We were also managing \$101,606,468 in assets on a discretionary basis. Of that amount, \$98,417,410 were invested in the discretionary model portfolios. We were not managing any assets for non-wrap relationships.

D. Fees

The client pays a “wrap fee” for the advisory services offered by us and the execution of transactions in the advisory account. Generally, for the discretionary and non-discretionary portfolio management services, we charge an annualized fee between 1.00% and 2.00% according to the following schedule:

AUM	Annualized Fee (%)
Up to \$1,000,000	2.00%
1,000,001 – 2,000,000	1.75%
2,000,001 – 3,000,000	1.50%
3,000,001 – 5,000,000	1.25%
5,000,001 and up	1.00%

When subscribing to a model portfolio, we generally charge the client the following fees:

AUM	Annualized Fee (%)
Up to \$1,000,000	2.00%
1,000,001 – 2,000,000	1.75%
2,000,001 – 3,000,000	1.50%
3,000,001 – 5,000,000	1.25%
5,000,001 and up	1.00%

"AUM" means the market value of the client's assets under our management. The fees listed in the schedules above are annualized figures. Fees will be charged quarterly and in arrears. The quarterly fee will be based upon the market value of all assets held within the client's managed accounts on the last business day of the calendar quarter. By way of example, if the total market value of the client's accounts is \$2,500,000 on the last day of the calendar quarter, the quarterly fee will be 0.375% of the \$2,500,000. The advisory services commence on the date on which the advisory agreement is signed by us. For the first calendar quarter, fees will be adjusted *pro rata* based on the number of calendar days in the quarter for which the advisory agreement was effective. We will charge a *pro rata* fee in the event the advisory services are terminated on a day other than the last business day of the calendar quarter. In that event, the full amount of the *pro rata* fee will

be due and payable upon termination of the service. No fee will be charged if the agreement for services is terminated within five (5) business days of signing the agreement.

The client's account will be debited for the above-mentioned fees. We collect the fees from the amount of any contribution or transfer, from available cash in the client's account, or by liquidating the client's assets held in the client's account in an amount equal to the fees that are due. The custodian has no responsibility to verify the accuracy of the fee calculation.

We may adjust the fee schedule upon thirty (30) days' prior written notice to the client. Fees are often negotiated for family members of our employees. Fees may also be negotiated for other advisory clients depending on such factors as whether a relationship exists with an affiliate and the type and duration of such relationship, and the amount invested. Thus, some clients may pay more or less than others for the same or similar services.

FEE CONSIDERATIONS. The management fees set forth above are based on the aggregate value of the assets invested by the client and are not dependent on the amount of trading in the account of the advice given over any particular time period. In determining whether to establish a Wrap Fee Program account, the client should be aware that the overall cost to the client may be higher than the client might incur by purchasing separately the types of securities available in the Program. The Program costs may be particularly comparatively higher when there are a low number of transactions in the advisory account. The Program might not be suitable for clients whose accounts have fewer than a certain number of transactions per year or for clients who simply want to purchase individual securities. To meaningfully compare the cost of the Program with unbundled services, the client should ask us about and consider the portfolio turnover rate.

LOWER FEE DISCLOSURE. Bci Securities' wrap fees may be higher than those charged by other investment advisers offering comparable services.

In some instances, clients may sign an advisory agreement with a third-party registered investment adviser that Bci Securities may select for the client for a portion of the portfolio or the entire portfolio to be managed on a full discretionary basis by the third-party RIA. In this case, there is a conflict of interest as the client could enter into an advisory agreement directly with the third-party RIA and possibly pay a lower fee. However, where Bci Securities selects the third-party RIA for the client, it also provides due diligence and monitoring of the portfolio.

E. Other Fees

In addition to the wrap fee, other fees may apply. The wrap fee does not include: (1) sales loads, sales charges, management fees, administrative fees, account maintenance fees, and other fees that may be charged by the custodian (if any), and/or by the distributor, issuer or fund issuing the securities purchased and sold within the Program accounts; (2) administrative fees, such as wire fees, charged by us or Pershing for the clearance and settlement of the trades executed in the advisory accounts; (3) certain odd-lot differentials; (4) transfer taxes; (5) postage and handling fees; (6) advisory fees and expenses of mutual funds (including money market funds), closed-end investment companies, ETFs, or other managed investments, if any, that are held in the Program account; or (7) interest charged by any custodian or lender on loans taken. The client is solely responsible for paying all such charges. The Firm may receive a portion of interest charged against loans taken. Please see item # 9 section F.1 for more information.

In addition, the client should understand that mutual funds and certain ETFs pay management fees to their investment advisers, which reduce their respective assets. To the extent that the client's

portfolio has investments in mutual funds or ETFs, the client may pay two levels of advisory fees for the management of their assets: one directly to Bci Securities, and the other indirectly to the managers of the mutual funds and ETFs held in the Program portfolios.

Clients should understand that mutual funds or closed-end investment companies purchased for a Program account that collect certain types of additional fees from the client (e.g. 12b-1 or shareholder servicing fees) generally pay us a proportionate share of these fees.

F. Compensation

Some investment adviser representatives who recommend the Program to the client will receive compensation as a result of the client's participation in the Program. The amount of this compensation may be more than what the investment adviser representative would receive if the client paid separately for brokerage and other services. To the extent the investment adviser representative will receive more compensation if the client enters into a wrap fee program account, the investment adviser representative will have a financial incentive to recommend the Program over unbundled services.

Bci Securities is affiliated with Bci Asset Management, which formulates and provides asset management signals for the International models. Although we might pay the same or a lower percentage to our affiliate than to other providers, because of our affiliation, we have an interest in recommending the models provided by Bci Asset Management.

Certain providers with whom we have contracted to construct model portfolios charge more than others to generate the reallocation signals. To the extent that the third-party provider charges us more, we may have less incentive to recommend their models.

Where Bci Securities selects a third-party RIA to manage all or part of a client portfolio on a full discretionary basis, a portion of the wrap fee is paid to the third-party RIA.

The client should direct any questions about these incentives and inherent conflicts of interest to the Investment Adviser Representative servicing the client's account.

G. Termination

The Program may be terminated either by Bci Securities or by the client upon thirty (30) days' written notice to the other party.

Item 5 – Account Requirements and Types of Clients

Generally, there is an initial and ongoing required minimum account value of U.S. \$100,000 for subscribing to the model portfolios and \$500,000 for other advisory accounts. If the value of a client's account declines below the minimum required account value during the advisory relationship for reasons other than market fluctuation or deduction of account fees (e.g. withdrawals by the client), we reserve the right to require the client to deposit additional monies or securities to bring the account value up to the required minimum. The Firm may terminate the advisory relationship for failure to maintain the minimum required account value. In some special cases, the firm may negotiate or waive these account minimums with the client.

We offer these Programs to individuals, including high net worth individuals, banks, trusts, estates, or charitable organizations, or corporations or other business entities domiciled or residing in the United States or abroad.

Clients who establish a wrap fee account with us agree to select us as the securities broker/dealer and Pershing as their custodian.

Item 6 – Portfolio Manager Selection and Evaluation

A. Bci Securities as Portfolio Manager

Bci Securities serves as the Portfolio Manager for each Program account, with the exception of instances where it selects a third-party RIA to manage a segment of or the entirety of a portfolio with full discretionary authority as described in Item 4 above. Also, as described above, we have selected a handful of third party investment advisers (one of which is affiliated with us) to generate the model portfolios and, on a continual basis, provide non-discretionary reallocation signals to us for review and implementation. Before contracting with these investment advisers, we perform due diligence regarding their asset class selection methodologies and security selection process, investment philosophy, performance history, and reputation and regulatory/disciplinary history. Due diligence reviews are performed prior to contracting with the adviser and at least annually thereafter. When a client selects a model portfolio, we will generally implement the third party investment adviser's asset reallocation signals unless we deem the signals to be inconsistent with the defined investment objectives or risk factors associated with that model. With certain exceptions as referenced above, the third party investment advisers do not have any discretionary authority over the clients' accounts and all investment decisions rest with Bci Securities. The persons who provide investment advice to our clients or who formulate investment advice to be given to our clients are employed by and/or registered with us as Investment Adviser Representatives. Our employee selection process is described in Item 10 of this Brochure.

B. Bci Securities' Other Services

1. Non-Discretionary Services. We offer non-discretionary investment advisory services that are not described in this Wrap Brochure. Please see Item 4C of the current Form ADV Part 2A Brochure for more information concerning the non-discretionary advisory services we offer.
2. Sub-Advisory Services. The Firm provides to its foreign affiliate non-discretionary asset allocation and reallocation signals for the model portfolios, as agreed to by the parties.
3. Brokerage Services. Bci Securities is also a registered broker-dealer and provides brokerage services in that capacity.

C. Investment Product Types

Generally, the Firm's investment advice is confined to the following universe of securities and products:

- Exchange listed securities
- Securities traded over-the-counter
- Securities issued by foreign issuers, including foreign sovereign debt instruments
- Corporate debt securities, including commercial paper

- U.S. government securities
- Mutual funds (foreign and domestic)
- Exchange-traded funds (not including inverse or leveraged ETFs)
- Hedge funds/Structure Products/Options
- Municipal securities
- Private equity funds
- Structured Notes
- Private placements, including Private Placements in Real Estate Investment Trusts (“REITs”)

D. Management of Wrap Program

Bci Securities does not offer discretionary managed account services outside of the Wrap Fee Program accounts described in this Wrap Brochure. We do provide non-discretionary advisory services as described in our current Form ADV Part 2A Brochure.

E. Performance-Based Fees and Side-By-Side Management

Performance-based fees are fees based on a share of capital gains on or capital appreciation of the assets of an account or portfolio. At this time, we do not charge performance-based fees for the management of any accounts or funds.

F. Methods of Analysis

When formulating investment advice, Bci Securities generally utilizes one or more of the following security analysis methods:

- **Fundamental Analysis.** Fundamental analysis is a method of attempting to measure a security’s underlying value and potential for future growth (its intrinsic value) by examining economic, financial and other qualitative and quantitative factors directly related to the issuer/company as well as company-specific factors (like financial condition, management, and competition). The adviser compares the intrinsic value with the security’s current price, with the aim of determining what position to take with the security (i.e., buy, sell or hold). Fundamental analysis has a number of risks: the analysis may be compromised by incorrect or stale data; the analysis method typically does not consider the influence of random events and acts of God; and the market may fail to reach expectations of perceived value.
- **Technical Analysis.** Technical analysis is a method of evaluating a security by researching the statistics generated by market activity for that security, such as volume and prices over time. Technical analysis assumes that market psychology influences trading in a way that enables predicting when a stock will rise or fall. Technical analysts do not attempt to measure a security’s intrinsic value, but instead use charts or computer programs to identify and project price trends. These methods can be highly subjective, and analysts can make contradictory predictions from the same data. Additionally, while technical analysts believe that relational patterns they detect will be repeated under similar future market conditions, market conditions consist of many factors and any change to one factor can cause significant changes to the security’s price. Further, technical analysts assume that all market factors are known to and considered by all market participants although this is not always the case.
- **Cyclical Analysis.** Cyclical analysis involves the analysis of business cycles to find favorable conditions for buying and/or selling a particular security. Cyclical analysts assume that the markets react in cyclical patterns which, once identified, can be leveraged to produce

performance. The risk in pursuing this strategy is that the markets do not always repeat cyclical patterns. An additional risk is that if too many investors begin to implement this strategy, then it changes the very cycles these investors are attempting to exploit.

We do not represent, warrant, or imply that any analysis method employed by us (or the third party investment advisers with whom we contract to formulate the model portfolios) can or will successfully identify market tops or bottoms. No analysis method has been proven to insulate clients from losses due to market fluctuations, corrections or declines, or other factors that may impact market performance.

G. Investment Strategies

For all accounts other than the discretionary model portfolios, the primary investment strategy we employ is a long-term “buy and hold” strategy. To a lesser extent, we might also make short-term purchases for the account. The particular strategies employed will depend upon the individual needs, objectives, and risk tolerance of the client. A short description of each of these strategies follows:

- **Buy and Hold.** Generally, a long-term purchase is a purchase of a security or investment product with a view to holding the security or product for more than one year. Trade commissions are reduced by buying and selling less often and taxes are often reduced or deferred by holding positions longer. We typically will follow a buy and hold strategy when pursuing a global fixed income strategy, an emerging markets investment strategy, or a global equity markets investment strategy.
 - A global fixed income strategy involves participating in the broad global movement of fixed income markets through purchasing investment grade fixed-income securities that are listed or traded on recognized markets. The objective of this strategy is to generate current income and capital growth.
 - An emerging markets strategy involves investing in stocks or bonds issued by companies and government entities in developing countries, such as those in Latin America, Eastern Europe, Africa and Asia. Typically, there is a medium- to long-term holding period and there can be high volatility.
 - A global equity markets investment strategy seeks long-term growth in equity securities of U.S. and non-U.S. companies that we believe are priced below their intrinsic values but are still fundamentally solid and are likely to appreciate. While we do not target issuers of a particular size, most issuers will have larger capitalizations.
- **Short-term purchases.** A short-term purchase is a purchase of a security or investment product with the intent of possibly selling it within one year of its purchase.

The concept of asset allocation or spreading investments among a number of asset classes (e.g., large cap stocks vs. small cap stocks; corporate bonds vs. government debt instruments), plays a prominent role in executing an investment strategy. Asset allocation seeks to achieve diversification of assets in order to reduce the risk associated with investing all or a significant portion of a client’s portfolio in one asset class. We believe that risk reduction is a key element to long-term investment success.

Our investment strategies do not include frequent trading (which focuses on opportunistic trades and holding the investment product for only a short period of time), short selling, buying on margin, or option writing.

H. Risks

1. General Risks

Investing in any securities involves the risk of loss that clients should be prepared to bear. Different types of investments involve varying degrees of risk and there can be no assurance that any specific investment or investment strategy will either be suitable or profitable for a client's investment portfolio. Past performance is not indicative of future results. A client should not assume that the future performance of any specific investment, investment strategy, or product will be profitable or equal to past or current performance levels. We cannot assure that the investment objectives of any client will be realized.

2. Special Risks

While investing in any security involves risk, investing in some types of securities carries special risks. A summary of the special risks associated with some types of securities we may recommend is provided below. Please note that the following summaries are general in nature and do not include an explanation of all risks associated with a specific security type.

a. Bonds. Bonds are subject to:

- credit risk, which is the risk of default associated with the issuer.
- interest rate risk or the risk that changes in interest rates during the term of the bond might affect the market value of the bond prior to the call or maturity date.
- inflation risk, which is the risk that the rate of the yield to call or maturity will not provide a positive return over the rate of inflation for the period of the investment.

b. Foreign-Issued Securities. Debt and equity investments associated with foreign countries may involve increased volatility and risk due to, without limitation:

- Political Risk. Many foreign countries are undergoing, or have undergone in recent years, significant political change that has affected government policy, including changes in the regulation of industry, trade, financial markets, and foreign and domestic investment. The relative instability of these political systems leaves these countries more vulnerable to economic hardship, public unrest or popular dissatisfaction with reform, political or diplomatic changes, social instability, or changes in government policies. For investors, the results may include confiscatory taxation, exchange controls, compulsory reacquisition, nationalization or expropriation of foreign-owned assets without adequate compensation, or the restructuring of certain industry sectors in a way that could adversely affect investments in those sectors.
- Sovereign Risk. Strikes, the imposition of exchange controls, or declarations of war may prevent or impede repayment of funds due from a particular country.
- Economic Risk. The economies of these countries may be more vulnerable to rising interest rates and inflation. Investments may be negatively affected by rates of

economic growth, corporate profits, domestic and international flows of funds, external and sovereign debt, dependence on international trade, and sensitivity to world commodity prices. Additionally, a change in tax regime may result in the sudden imposition of arbitrary or additional taxes.

- Currency Risk. The weakening of a country's currency relative to the U.S. dollar or to other benchmark currencies will negatively affect the dollar value of an instrument denominated in that currency.
- Credit Risk. Issuers and obligors of sovereign and corporate debt may be unable to make timely coupon or principal payments, thereby causing the underlying debt or loan to enter into default.
- Liquidity Risk. Natural disasters as well as economic, social, and political developments in a country may cause a decrease in the liquidity of investments related to that country, making it difficult to sell quickly, and/or subjecting the seller to substantial price discounts.

The nature and extent of these risks vary from country to country, among investment instruments, and over time.

- c. Emerging Market Securities. Investments and transactions in products linked to issuers and obligors incorporated, based, or principally engaged in business in emerging markets countries carry increased risk and volatility. In addition to the political, sovereign, economic, currency, credit, and liquidity risks described above, emerging market securities can be subject to the following risks:
 - Market Risk. The financial markets can lack transparency, liquidity, efficiency.
 - Regulatory Risk. There may be less government supervision and regulation of business. The supervision that may be in place may be subject to manipulation or control. Disclosure and reporting requirements may be minimal or non-existent.
 - Legal Risk. The process of legal reform may not proceed at the same pace as market developments, which could result in uncertainty. Legislation to safeguard the rights of private ownership may not yet be in place.
 - Settlement and Clearing Risk. The registration, recordkeeping and transfer of instruments may be carried out manually, which may cause delays.
- d. Cash Equivalents. Cash equivalents are the most liquid investment assets with low risk and low returns. Cash equivalents are short-term fixed income assets with maturity of 3 months or less. However, these assets are subject to interest rate risk. Interest rates may fluctuate due to certain events taking place in the world including but not limited to economic events, geopolitical or social instability (global, regional or local), currency, interest rate and commodity price changes, and government or governmental agency responses to economic or political conditions.
- e. Mutual Funds. Most mutual funds fall into one of three main categories — money market funds, bond funds (also called "fixed income" funds), and stock funds (also called "equity" funds). Generally, the higher the potential return, the higher the risk of loss. A fund's investment objective and its holdings are influential factors in determining risk. Past

performance is not a reliable indicator of future performance. Reading the prospectus will help you to understand the risk associated with that particular fund.

Different mutual fund categories have inherently different risk characteristics. For example, a bond fund faces credit risk, interest rate risk, and prepayment risk. Bond values are inversely related to interest rates. If interest rates rise, bond values will go down and vice versa.

Overall "market risk" poses the greatest potential danger for investors in stocks funds. Stock prices can fluctuate for a broad range of reasons — such as the overall strength of the economy or demand for particular products or services. For example, a sector stock fund (which invests in a single industry, such as telecommunications) is at risk that its price will decline due to developments in its industry. A stock fund that invests across many industries is more sheltered from this risk.

For most funds, investors must pay sales charges, annual fees, and other expenses regardless of how the fund performs. And, depending on the timing of their investment, investors may also have to pay taxes on any capital gains distribution they receive.

- f. Principal-protected Notes. The principal guarantee is subject to the credit-worthiness of the guarantor. In addition, principal protection levels can vary. While some products guarantee 100 percent return of principal, others guarantee as little as 10 percent. In most cases, the principal guarantee only applies to notes that are held to maturity. Issuers may (but are not obligated to) provide a secondary market for certain notes but, depending on demand, the notes may trade at significant discounts to their purchase price and might not return all of the guaranteed amount. Some principal-protected notes have complicated pay-out structures that can make it hard for an adviser to accurately assess their risk and potential for growth.
- g. Exchange-traded Funds. Investing in an exchange traded fund ("ETF") often involves the same risks as investing in the underlying securities the ETF is tracking. ETF prices may vary significantly from the Net Asset Value due to market conditions. Certain exchange traded funds, such as inverse funds, may not track underlying benchmarks as expected.
- h. Hedge Funds. Hedge funds often engage in leveraging and other speculative investment practices that may increase the risk of investment loss. A hedge fund's performance can be volatile. An investor could lose all or a substantial portion of his or her investment. There may be no secondary market for the investor's interest in the fund. The hedge fund can be highly illiquid and there may be restrictions on transferring interests in the fund. Hedge funds are not required to provide periodic pricing or valuation information to investors. Hedge funds may have complex tax structures. There may be delays in distributing important tax information. Hedge funds are not subject to the same regulatory requirements as mutual funds. Hedge funds often charge high fees. The fund's high fees and expenses may offset the fund's trading profits.
- i. Municipal Securities. As bonds, they have similar discussed risks (e.g. Liquidity, Interest Rate Risk, Default Risk, Credit Rating Risk, Call Risk) and one additional risk particular to Municipals, Legislative Risk: the risk that a change in the tax code could affect the value of taxable or tax-exempt interest income. Unanticipated changes in taxation may adversely impact the value of a bond to its investors and consequently will affect its immediate

market value. Legislative risk is the term used to describe this risk, such as the risk that a change in the tax code could affect the value of a taxable or tax-exempt interest income. Without the value of tax exemption, an investor in a tax-exempt bond will receive a significantly lower yield on the securities than initially expected.

- j. **Private Placements.** The most common risk for Private Placements is the limited information about the issuer and management and limited financial reporting. The offering document, sometimes called a “private placement memorandum” or “term sheet”, likely will contain limited information on the company's business (and may not be provided at all, if the offering is sold only to accredited investors). And since many private placement securities are issued by companies that are not required to file financial reports, you may have difficulties finding out how the company is doing and gauging how your private placement is likely to perform over time. You generally must be an “accredited investor” to invest in a private placement. This means, broadly speaking, that you must have a net worth (excluding your primary residence) of over \$1 million—either alone or with a spouse. Or you must have income exceeding \$200,000 over each of the last two years (\$300,000 with a spouse), along with a reasonable expectation that you will earn the same amount during the current year. Also, keep in mind that private placement securities are considered “restricted” securities and cannot be resold without registration or an exemption from registration – features that make them difficult to sell (illiquid) and may negatively impact the price at which you are able to sell them. In addition, the issuer typically does not have an obligation to provide liquidity to investors by buying the securities back when the investor wants to sell.

Certain private offering may be linked to real estate investments. Underlying real estate assets may include categories such as shopping centers, apartment buildings, office buildings, hotels, hospitals, and mortgages secured by real estate. Some portfolios may invest principally in one real estate sector or in a specific geographic region. The three types of real estate-related offerings include:

- Equity-based real estate portfolios that invest in or own real estate with income principally from rents collected;
- Mortgage-related investments that invest in financial instruments secured by mortgages on real estate; and
- Hybrid investments that combine the investment strategies of both.

There are, generally, five categories of real estate-related offerings that the Firm may engage in, representing varying degrees of relationship between the offering and the underlying real estate assets as follows:

Situation 1: The private offering of shares in a “feeder fund” of other funds where the funds’ underlying portfolios are diversified but one or more of the underlying portfolios is invested in or intends to invest in real estate assets. The customers are foreign or domestic.

Situation 2: The private offering of shares in a feeder fund of other funds where the underlying portfolio of one of the funds is invested in or intends to be invested in real estate assets. The customers are foreign or domestic.

Situation 3: The private offering of shares in a feeder fund of other funds where all or a substantial portion of the underlying portfolios of such other funds are invested in or intend to be invested in real estate assets. The customers are foreign or domestic.

Situation 4: The offshore private offering of shares of a fund that intends to acquire, own, develop and dispose of real estate assets. All customers are foreign (non-U.S.) customers.

Situation 5: The domestic private offering of shares of a fund that intends to acquire, own, develop and dispose of real estate assets. All customers are U.S. customers.

These products are “complex,” in that they present an additional risk to investors because their characteristics add a further dimension to the investment decision process. To the extent that the instrument is tied to real estate assets, special risks may be present and these risks need to be understood and considered before recommending the product to the customer. Special risks may include such things as:

1. negative cash flow
2. high vacancies or low occupation rates
3. adverse national real estate trends
4. changes in supply and demand fundamentals
5. problem tenants
6. bankruptcy, financial difficulty or lease default of a major tenant
7. hidden structural problems
8. lack of liquidity
9. the unpredictable nature of the real estate market
10. concentration in a particular real estate sector
11. exposure to real estate sectors in decline
12. the failure of the fund to qualify as a REIT (in which case the cash available for distribution could materially decrease)
13. investing in opportunistic properties such as those in undeveloped areas or those which require extensive maintenance
14. the unavailability of information regarding the specific properties or real estate sectors making up the portfolio (i.e., investing in a “blind pool” offering)
15. property appraisals being inherently subjective leading to overvalued properties

Prior to entering into an investment advisory agreement with us, a client should carefully consider: (i) committing to management only those assets that the client believes will not be needed for current purposes and that can be invested on a long-term basis; (ii) that volatility from investing in

the market can occur; and (iii) that, over time, the value of the client's portfolio may fluctuate and may, at any time, be worth more or less than the amount originally invested.

I. Voting Client Securities

As a matter of Firm policy and practice, we do not have any authority to and do not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities owned by the client. Generally, we do not provide advice to clients regarding the voting of proxies.

Item 7 – Client Information Provided to Portfolio Manager

We ask clients to provide us with certain information with respect to their age, current financial holdings, investment objectives, risk tolerance, liquidity needs, investment experience, and time horizon. For personalized discretionary management services, we also inquire as to the restrictions the client wishes to impose on the management of the accounts. Clients should communicate any material changes in their financial or risk profile to us. At least annually, Bci Securities reviews with the client his/her financial and risk profile to determine whether there are any changes that may prompt the Firm to recommend changes to the client's investment program.

Item 8 – Client Contact with Portfolio Manager

Clients may contact us during regular business hours to consult with the investment adviser representative assigned to the account.

Item 9 – Additional Information

A. Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding certain legal or disciplinary events related to the adviser or its management. Neither Bci Securities nor any of its management personnel has been subject to any such legal or disciplinary events.

B. Other Financial Industry Activities and Affiliations

1. Bci Securities also is registered as a broker dealer with the SEC and the Financial Industry Regulatory Authority ("FINRA") and with the OFR. Our investment advisory personnel are also registered with us in a brokerage capacity as general securities representatives. Approximately 60% of their time is spent in their brokerage capacities. Other advisory personnel who are also associated with the Bci Miami Branch and City National Bank devote up to 40% of their time to Bci Securities.
2. Neither the Firm nor any of its management the Firm is registered or has an application pending to register as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of any of the foregoing entities.

3. The Firm has arrangements that are material to its business with Bci Asset Management, which is a foreign entity affiliated with us through common ownership. When a client is wishing to subscribe to a model portfolio, the ultimate owners of Bci Securities have an inherent financial interest in us recommending the portfolio models generated by our affiliate because we pay our affiliate based on the amount of assets invested in the models maintained by the affiliate. This is a conflict of interest. To help mitigate this conflict, the Chief Compliance Officer or other designated supervisor periodically reviews model portfolio recommendations to determine whether those recommendations are suitable. Comprehensive reviews of the advisory accounts are performed at least annually.

In addition, Bci Asset Management may act as a managing partner or underwriter of certain private placements the Firm may offer to clients, and for which the Firm may receive a share of the compensation for such sales. This is also a conflict of interest. To help mitigate this conflict, the Firm has implemented policies and procedures governing such offerings and which include provisions for review of such offerings by a designated principal.

4. We also offer asset allocation and reallocation signals for our portfolio models to one of our foreign affiliates for a fixed fee. Our foreign affiliate might offer the models to their clients for a fee that is greater or lower than the fee we charge for our Program accounts.
5. We have networking agreements with our bank affiliates Bci Miami Branch and City National Bank (“CNB”) whereby we pay a percentage of our revenue to Bci Miami Branch and to CNB based on the advisory accounts introduced by them to us.
6. The Firm has an arrangement with JPM to provide recommendations to the Firm in the form of discretionary model investment portfolios the Firm may offer its clients as part of its managed account offering. The Firm’s parent, BCI, has a strategic partnership with JPM and therefore, when the Firm recommends JPM Portfolios, both JPM and BCI benefit.
7. The Firm has an arrangement with HSBC Securities (USA) Inc. (“HSBC” or the “Distributor”) pursuant to which the Firm will act as a sub-distributor of Undertakings for Collective Investment in Transferable Securities (“UCITS”) through two HSBC funds: (1) the HSBC Global Investment Funds (“HGIF”) and (2) HSBC Global Liquidity Funds plc (“HGLF”). BCI, the Firm’s parent, also has an agreement with HSBC. As such, when the Firm recommends these two funds, both HSBC and BCI benefit. In addition, the Firm will receive fees from the Distributor on a quarterly basis, as a percentage of share class management fees (retail only). This arrangement creates an inherent conflict in that we have a financial interest in recommending these funds over other funds that do not pay us these additional fees.
8. In general, the Firm may have conflicts of interest in terms of its arrangements with affiliates and/or third parties with whom it has certain agreements, such as those described above. It may also have conflicts of interest with regard to certain products or services it recommends, such as those described with regard to certain of its model portfolios and other offerings.

C. Code of Ethics

Securities industry regulations require that advisory firms provide their clients with a general description of the advisory firm's Code of Ethics. We have adopted a Code of Ethics that sets forth the governing ethical standards and principles of the Firm. It also describes our policies regarding the following: the protection of confidential information, including the client's nonpublic personal information; the review of the personal securities accounts of certain personnel of the Firm for

evidence of manipulative trading, trading ahead of clients, and insider trading; trading restrictions; training of personnel; reporting of violations of the Code of Ethics; and recordkeeping. All of our supervised persons must acknowledge the terms of the Code of Ethics upon hire and as amended.

Subject to satisfying the Firm's policies and applicable laws, Firm personnel may trade for their own accounts in securities that are recommended to and/or purchased for the Firm's clients. The Code of Ethics is designed to permit personnel to invest for their own accounts while assuring that their personal transaction activity does not interfere with making decisions in the best interest of advisory clients or implementing those decisions. Neither the Firm nor any associated person of the Firm who (a) has access to nonpublic information regarding clients' securities transactions, (b) is involved in making securities recommendations to clients, or (c) has access to securities recommendations that are not public (collectively, the "Access Persons") is permitted to trade in or engage in a securities transaction to his or her advantage over that of a client.

Access Persons are prohibited from buying or selling securities for their personal portfolio(s) where their decision is substantially derived, in whole or in part, by reason of his or her employment unless the information is also available to the investing public upon reasonable inquiry. Access Persons may not execute transactions in their personal accounts ahead of a client's transaction in the same security unless under certain limited circumstances. Because the Code of Ethics in some circumstances permits employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored by the Firm's Chief Compliance Officer in an effort to prevent conflicts of interest between Bci Securities and our clients.

Our clients or prospective clients may obtain a copy of the Firm's Code of Ethics by contacting the Chief Compliance Officer at the address or telephone number specified on the cover page and requesting a copy.

D. Account Reviews

Personalized non-discretionary and discretionary managed accounts are reviewed at least annually by a member of Senior Management and/or one or more Investment Adviser Representatives. Quarterly, we review a segment of the advisory accounts to ensure the annual review requirement is met. Also, for personalized discretionary accounts, reviews will be conducted upon a client's specific request. There is no maximum number of accounts that could be assigned to any one employee and/or Investment Adviser Representative. For discretionary accounts, the allocation of each portfolio is adjusted at our discretion in accordance with the account's investment objectives and risk tolerance. For model portfolios, asset reallocations and rebalancing are performed at the discretion of the Investment Committee. With the exception of the "Alpes" and "Sierra" models, which we manage independently, we typically implement the reallocation signals communicated to us by the third-party model provider unless the client communicates a management restriction that we are able to and agree to adopt.

For both discretionary and non-discretionary accounts, at least annually, the Investment Adviser Representative assigned to the account or a member of Senior Management will meet with the advisory client to discuss and review the account's objectives as well as any changes to the client's financial or investment profile. The meeting may take place in person, by video or audio conference, by telephone, by electronic mail, by regular mail, or by any means of contemporaneous electronic interactive communication.

The executing broker/dealers and/or custodians who maintain the client accounts will notify the client of any account activity by delivering a confirmation of the transaction to the client. The executing broker-dealer(s) or the custodian(s) will also furnish the client with a monthly or quarterly account activity and position statement.

E. Reports to Clients

Pershing notifies the client of any account activity by delivering a confirmation of the transaction to the client. In addition, Pershing provides monthly account statements when there is activity in the account and quarterly account statements otherwise. These account statements indicate the wrap fee program fees that are deducted from the client's account.

F. Client Referrals and Other Compensation

1. Economic Benefits

- **12b-1 Fees.** Some mutual funds pay us ongoing servicing fees (also known as 12b-1 fees), which are based on client assets that are invested in those funds.
- **Third-party Investment Adviser Arrangements.** For model portfolio accounts, we pay certain third-party investment advisers a smaller percentage of the advisory fees we collect. This arrangement presents a conflict of interest because we receive an economic benefit when we recommend the models generated by those investment advisers to whom we pay less in fees. Also, with regard to certain accounts whose portfolios are managed with full discretionary authority by the third-party advisers acting as sub-advisers, it is possible that clients could enter an agreement directly with such third-party advisers and pay a lower fee.
- **Non-Purpose Loan Program.** We entered into a non-purpose loan program arrangement with our Clearing Firm. Through this program, customers may take a loan pledging asset in their investment accounts as collateral. We may receive up to 75 basis points of the interest charged against these loans. This arrangement creates a conflict of interest because it incentivizes the Firm or its registered person to recommend that a loan be taken with institutions with whom we have a contractual relationship.

Other than these benefits and other benefits already described in this Brochure, neither the Firm, nor any of our employees, receives any other economic benefit, sales awards or other prizes from any outside parties for providing investment advice to our clients.

2. Referral Fees

We have agreements in place with certain entities to pay referral fees to those entities for the referral or introduction of advisory clients to us. There is no differential in the fees charged to the client by us attributable to the arrangement between the referring party and us. In other words, we will not charge a client who is referred by another party any fees other than the fees typically charged to other clients. Generally, through the referral arrangements, we pay to the referring party 20% to 50% of the advisory fees generated by the accounts introduced by the referring party. In all such cases where a referral fee is paid, the client will receive a document identifying the referring party and describing the fee arrangement. Bci Miami Branch and City National Bank (CNB) will receive the referral fee for so long as the introduced client remains

our advisory client. Generally, for other referral arrangements, Bci Securities will continue to pay the referral fee for the first three years the client is an advisory client of Bci Securities.

3. Banking Affiliate

Clients should understand that we have conflicts of interest insofar as certain of our bank affiliates offer loans to our clients. We have an incentive to encourage our clients to obtain loans and to invest the proceeds of the loan with us or place the loan proceeds in one of our managed accounts. Some of our associated persons are also associated with the affiliate bank. These associated persons may receive compensation from the lender in connection with the number of loans generated or the amounts of those loans. This affiliation creates conflicts of interest with respect to the management of your investment account and the recommendations we make to you. Lenders will act to protect their commercial interests, and in the event of a default on the loan, have the authority to liquidate and seize the collateral. The assets managed by us are not used to secure the repayment of these loans. We have an incentive to encourage our clients who borrow money from our affiliate lenders to use money or assets other than the funds invested or managed by us to repay the loan. We also have a disincentive to encourage our client-borrowers to pay off the loan early because our affiliate lender receives interest rate payments on the loan. We manage these conflicts of interest through disclosure to you and by requiring our personnel to make recommendations that they believe are in your best interest.

G. Financial Information

We are required in this Item to provide you with certain information or disclosures regarding our financial condition. Following is the information responsive to this Item:

1. The Firm does not require prepayment of more than \$1200 in fees six months or more in advance.
2. There are no financial conditions or commitments that are likely to impair the Firm's ability to meet any contractual or fiduciary commitment to our clients.
3. The Firm has not been the subject of a bankruptcy petition.