



## **West Branch Capital LLC Form ADV Part 2A Disclosure Brochure**

**Effective: July 2019**

This Disclosure Brochure provides information about the qualifications and business practices of West Branch Capital LLC ("West Branch Capital"). If you have any questions about the contents of this Disclosure Brochure, please contact us at (413) 256-1225 or in writing at any address listed below.

West Branch Capital is a Registered Investment Adviser with the U.S. Securities and Exchange Commission (SEC). The information in this Disclosure Brochure has not been approved or verified by the U.S. Securities and Exchange Commission ("SEC") or by any state securities authority. Registration of an investment Adviser does not imply any specific level of skill or training. This Disclosure Brochure provides information about West Branch Capital to assist you in determining whether to retain the Adviser.

Additional information about West Branch Capital and its Advisory persons are available on the SEC's website at [www.Adviserinfo.sec.gov](http://www.Adviserinfo.sec.gov).

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## Item 2 – Material Changes

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This Form ADV Part 2A provides information about West Branch Capital LLC including information about its division, Singer Potito Associates. Throughout this document, these relationships will be referred to as “West Branch Capital” or “the Adviser”.

Form ADV 2 is divided into two parts: *Part 2A and Part 2B*. *Part 2A* (the “Disclosure Brochure”) provides information about a variety of topics relating to an Adviser’s business practices and conflicts of interest. *Part 2B* (the “Brochure Supplement”) provides information about Advisory personnel of West Branch Capital.

West Branch Capital believes that communication and transparency are the foundation of our relationship and continually strive to provide our Clients with the complete and accurate information at all times. We encourage all current and prospective Clients to read this Disclosure Brochure and discuss any questions you may have with us. And of course, we always welcome your feedback.

### Material Changes

Since the last annual amendment to this brochure was prepared in February 2019, Item 12 – Brokerage Practices has been updated because we no longer have any soft dollar agreements.

### Future Changes

From time to time, we may amend this Disclosure Brochure to reflect changes in our business practices, changes in regulations and routine annual updates as required by the securities regulators. This complete Disclosure Brochure or a Summary of Material Changes shall be provided to each Client annually and if a material change occurs in the business practices of West Branch Capital.

At any time, you may view the current Disclosure Brochure on-line at the SEC’s Investment Adviser Public Disclosure website at <http://Adviserinfo.sec.gov>.

To review the firm information for West Branch Capital:

- Click **Investment Adviser Search** in the left navigation menu.
- Select the option for **Investment Adviser Firm** and enter **133813** (our firm’s CRD number) in the field labeled “Firm IARD/CRD Number”.
- This will provide access to Form ADV Part 1 and Part 2.
- Item 11 of the ADV Part 1 lists legal and disciplinary questions regarding the Adviser.
- In the left navigation menu, Form ADV Part 2 is located near the bottom.

You may also request a copy of this Disclosure Brochure by contacting us at (413) 256-1225 or by writing to us at any address listed above.

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## Item 4 – Advisory Services

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### A. Firm Information

West Branch Capital LLC (“West Branch Capital” or the “Adviser”) is a Registered Investment Adviser with the Securities and Exchange Commission (SEC), which is organized as a Limited Liability Company (“LLC”) under the laws of Massachusetts. West Branch Capital was founded in 2004 by Ayaz Mahmud, CEO and sole owner. This Disclosure Brochure provides information regarding the qualifications, business practices, and the Advisory services provided by West Branch Capital.

### B. Advisory Services Offered

West Branch Capital offers investment Advisory services to individuals, high net worth individuals, trusts, estates, corporations and other businesses in the United States (each referred to as a “Client”).

### Portfolio Management

West Branch Capital provides investment Advisory solutions through continuous personal Client contact and interaction while providing discretionary Investment Advisory services. West Branch Capital works with each Client to identify their investment goals and objectives as well as risk tolerance and financial situation in order to create a portfolio allocation. West Branch Capital may construct a portfolio consisting of individual equity and fixed income securities, mutual funds, Exchanged Traded Funds, United States government securities, options and other investments to achieve the Client’s investment goals.

West Branch Capital’s investment strategy is primarily long-term focused, but the Adviser may buy, sell, or re-allocate positions frequently. Some positions may be held for less than 30 days.

The Adviser will construct, implement, and monitor the portfolio to assist the clients in meeting their goals, objectives, circumstances, and risk tolerance agreed to by the Client. The Adviser may recommend specific positions to increase sector or asset class weightings of both US and non-US securities or exposure to hard assets such as commodities. The Adviser may recommend employing cash positions as a possible hedge against adverse market movements. Further, West Branch Capital may use leverage and other hedging strategies, if appropriate for certain Clients.

**Prior to rendering investment Advisory services, the Adviser will ascertain, in conjunction with the Client, the Client’s financial situation, risk tolerance, and investment objective[s].**

West Branch Capital will provide investment Advisory services and portfolio management services but will not provide custodial services for securities, cash or other assets. At no time will West Branch Capital accept or maintain custody of a Client’s funds or securities. All Client assets will be managed within their designated brokerage account or pension account, pursuant to the Client Investment Advisory Agreement.

### Sponsored Investment Advisory Platforms or Investment Wrap Programs (Platform)

Clients may also gain access to Adviser’s portfolio management services through programs or investment platforms sponsored by unaffiliated investment Advisers and/or broker-dealers. These programs may be wrap-fee programs, lists of available investment managers, or general asset allocation programs. Through these programs or platforms, clients must establish an account directly with the program sponsor. Adviser is then available to clients for selection as an independent money manager or sub-Adviser. Many of the terms and conditions of these programs are determined by the program sponsor. Through these programs, Adviser will be available to clients for selection as an independent money manager or sub-Adviser.

Clients must establish an account directly with the program sponsor. All applicable contracts and account paperwork will be completed by the client with the assistance of the program sponsor representative. The program sponsor representative will obtain the necessary financial data from the client, assist the client in determining suitability, and help the client to set the appropriate investment objectives. The program sponsor

will then provide all necessary information to Adviser. The program sponsor representative will meet periodically to review the client's financial situation, investment objectives, and current portfolios and then make any necessary changes to our portfolio strategy selection and notify Adviser of any changes to be made. A representative of the program sponsor will be responsible for providing our firm's disclosure brochure. Depending on the program, our client agreement may also be provided to the client.

Adviser will have the power and authority, as granted by the client through the program sponsor contract, to make investment decisions over the client's assets delegated to Adviser. Depending on the program, Adviser may or may not be responsible for executing transactions in the client's account. When Adviser is not granted trading authorization, Adviser will provide all trade instructions to the sponsor of the program who will be responsible for executing the recommendations of Adviser.

Accounts established through a program sponsored by an unaffiliated investment Adviser and/or broker-dealer will be held and cleared through a broker-dealer selected by the program sponsor, pursuant to a relationship between the sponsor and the clearing broker-dealer. The program sponsor reserves the right to designate alternative clearing and custody arrangements similar to those of its preferred clearing broker-dealer. Physical custody of funds and securities is maintained by the various clearing firms, not by the Adviser. Clients accessing Adviser through a Platform have the ability to impose reasonable restrictions on their accounts.

### **Financial Planning**

West Branch Capital will provide financial planning services to individuals and families. Services are offered in several areas of a Client's financial situation, depending on their goals, objectives and financial situation. Generally, such financial planning services will involve preparing a financial plan or rendering a financial consultation for Clients based on the Client's financial goals and objectives. This planning or consulting may encompass one or more areas of need, including, but not limited to investment planning, retirement planning, personal savings, education savings, and other areas of a Client's financial situation.

A financial plan developed for or financial consultation rendered to the Client will usually include general recommendations for a course of activity or specific actions to be taken by the Client. For example, recommendations may be made that the Client start or revise their investment programs, commence or alter retirement savings, establish education savings and/or charitable giving programs. The Adviser may also refer Clients to an accountant, attorney, or other specialist, as appropriate for their unique situation. For certain financial planning engagements, the Adviser will provide a written summary of Client's financial situation, observations, and recommendations. For consulting or ad-hoc engagements, the Adviser may not provide a written summary. Plans or consultations are typically completed within three months from the assignment date, assuming all information and documents requested are provided promptly.

Financial planning and consulting recommendations can pose a conflict between the interests of the Adviser and the interests of the Client. Clients are not obligated to implement any recommendations made by the Adviser or maintain an ongoing relationship with the Adviser. If the Client elects to act on any of the recommendations made by the Adviser, the Client is under no obligation to affect the transaction through the Adviser.

### **Retirement Plan Services**

West Branch Capital offers retirement plan services to retirement plan sponsors and to individual participants in retirement plans. For a corporate sponsor of a retirement plan, our retirement plan services can include, but not limited to, the following services:

### **Fiduciary Consulting Services**

West Branch Capital provides the following Fiduciary Retirement Plan Consulting Services:

**Investment Policy Statement Preparation:** West Branch Capital will help you develop an investment policy statement. The investment policy statement establishes the investment policies and objectives for the Plan. You will have the ultimate responsibility and authority to establish such policies and objectives and to adopt and amend the investment policy statement.

**Non-Discretionary Investment Advice:** West Branch Capital will provide you with general, non-discretionary investment advice regarding assets classes and investment options, consistent with your Plan's investment policy statement.

**Investment Selection Services:** West Branch Capital will provide you with recommendations of investment options consistent with ERISA section 404(c).

**Investment Due Diligence Review:** West Branch Capital will provide you with periodic due diligence reviews of the Plan's reports, investment options and recommendations.

**Investment Monitoring:** West Branch Capital will assist in monitoring investment options by preparing periodic investment reports that document investment performance and adherence to the guidelines set forth in the investment policy statement and West Branch Capital will make recommendations to maintain or remove and replace investment options.

**Default Investment Alternative Advice:** West Branch Capital will provide you with non-discretionary investment advice to assist you with the development of qualified default investment alternative(s) ("QDIA"), as defined in DOL Reg. Section 2550.404c-5(e)(4)(i), for participants who are automatically enrolled in the Plan or who otherwise fail to make an investment election. You will retain the sole responsibility to provide all notices to participants required under ERISA section 404(c)(5).

**Individualized Participant Advice:** Upon request, West Branch Capital will provide one-on-one advice to Plan participants regarding their individual situations.

For Fiduciary Consulting Services, all recommendations of investment options and portfolios will be submitted to you for your ultimate approval or rejection. For retirement plan Fiduciary Consulting Services, the retirement plan sponsor client, or the plan participant who elects to implement any recommendations made by us is solely responsible for implementing all transactions.

Fiduciary Consulting Services are not management services, and West Branch Capital does not serve as administrator or trustee of the plan. West Branch Capital does not act as custodian for any client account or have access to client funds or securities (with the exception of those accounts, where clients have given written authorization to the Adviser to deduct fees).

West Branch Capital acknowledges that in performing the Fiduciary Consulting Services listed above that it is acting as a "fiduciary" as such term is defined under Section 3(21) (A)(ii) of Employee Retirement Income Security Act of 1974 ("ERISA") for purposes of providing non-discretionary investment advice only. West Branch Capital will act in a manner consistent with the requirements of a fiduciary under ERISA if, based upon the facts and circumstances, such services cause West Branch Capital to be a fiduciary as a matter of law. However, in providing the Fiduciary Consulting Services, West Branch Capital (a) has no responsibility and will not (i) exercise any discretionary authority or discretionary control respecting management of Client's retirement plan, (ii) exercise any authority or control respecting management or disposition of assets of Client's retirement plan, or (iii) have any discretionary authority or discretionary responsibility in the administration of Client's retirement plan or the interpretation of Client's retirement plan documents, (b) is not an "investment manager" as defined in Section 3(38) of ERISA and does not have the power to manage, acquire or dispose of any plan assets, and (c) is not the "Administrator" of Client's retirement plan as defined in ERISA.

#### **Fiduciary Management Services**

West Branch Capital provides clients with the following Fiduciary Retirement Plan Management Services:

**Discretionary Management Services:** West Branch Capital will provide you with continuous and ongoing supervision over the designated retirement plan assets. West Branch Capital will actively monitor the designated retirement plan assets and provide advice regarding buying, selling, reinvesting, or holding securities, cash or



other investments of the Plan. We have discretionary authority to make all decisions to buy, sell or hold securities, cash or other investments for the designated retirement plan assets in our sole discretion without first consulting with you. We also have the power and authority to carry out these decisions by giving instructions, on your behalf, to brokers and dealers and the qualified custodian(s) of the Plan for our management of the designated retirement plan assets.

**Discretionary Investment Selection Services:** West Branch Capital will monitor the investment options of the Plan and add or remove investment options for the Plan. West Branch Capital will have discretionary authority to make all decisions regarding the investment options that will be made available to Plan participants.

**Default Investment Alternative Management:** West Branch Capital will develop and actively manage qualified default investment alternative(s) ("QDIA"), as defined in DOL Reg. Section 2550.404c-5(e)(4)(i), for participants who are automatically enrolled in the Plan or who otherwise fail to make an investment election.

**Investment Advisory via Model Portfolios:** West Branch Capital is available to provide discretionary management via model portfolios. West Branch Capital can create Model Portfolios which are investment options available to Plan participants. If a Plan has elected to include West Branch Capital's Model Portfolios as available options for the qualified retirement plan, then each Plan participant will have the option to elect or not elect the Model Portfolios managed by West Branch Capital and will be allowed to impose reasonable restrictions upon the management of each account by written instructions to West Branch Capital.

If you elect to utilize any of West Branch Capital's Fiduciary Management Services, then West Branch Capital will be acting as an Investment Manager to the Plan, as defined by ERISA section 3(38), with respect to our Fiduciary Management Services, and West Branch Capital hereby acknowledges that it is a fiduciary with respect to its Fiduciary Management Services.

#### **Non-Fiduciary Services**

Although an investment Adviser is considered a fiduciary under the Investment Advisers Act of 1940 and required to meet the fiduciary duties as defined by the Advisers Act, the services listed here as non-fiduciary should not be considered fiduciary services for the purposes of ERISA since Adviser is not acting as a fiduciary to the Plan as the term "fiduciary" is defined in Section 3(21)(A)(ii) of ERISA. The exact suite of services provided to a client will be listed and detailed in the Qualified Retirement Plan Agreement.

West Branch Capital provides clients with the following Non-Fiduciary Retirement Plan Consulting Services:

**Participant Education:** West Branch Capital will provide education services to Plan participants about general investment principles and the investment alternatives available under the Plan. West Branch Capital's assistance in participant investment education will be consistent with and within the scope of DOL Interpretive Bulletin 96-1. Education presentations will not take into account the individual circumstances of each participant and individual recommendations will not be provided unless otherwise agreed upon. Plan participants are responsible for implementing transactions in their own accounts.

**Qualified Plan Development:** West Branch Capital will assist you with the establishment of a qualified plan by working with you and a selected Third-Party Administrator. If you have not already selected a Third-Party Administrator, we shall assist you with the review and selection of a Third-Party Administrator for the Plan.

**Due Diligence Review:** West Branch Capital will provide you with periodic due diligence reviews of your Plan's fees and expenses and your Plan's service providers.

**Benchmarking:** West Branch Capital will provide you benchmarking services and will provide analysis concerning the operations of the Plan.

### **Additional Disclosures**

Securities and other types of investments all bear different types and levels of risk. Those risks are typically discussed with clients in defining the investment policies and objectives that will guide investment decisions for their qualified plan accounts. Upon request, as part of our retirement plan services, we can discuss those investments and investment strategies that we believe may tend to reduce these risks for a particular client's circumstances and plan participants.

Clients and plan participants must realize that obtaining higher rates of return on investments entails accepting higher levels of risk. Based upon discussions with the client, we will attempt to identify the balance of risks and rewards that is appropriate and comfortable for the client and other employees. It is still the clients' responsibility to ask questions if the client does not fully understand the risks associated with any investment. All plan participants are strongly encouraged to read prospectuses, when applicable, and ask questions prior to investing.

We strive to render our best judgment for clients. Still, West Branch Capital cannot assure that investments will be profitable or assure that no losses will occur in their portfolios. Past performance is an important consideration with respect to any investment or investment Adviser, but it is not necessarily an accurate predictor of future performance.

West Branch Capital will disclose, to the extent required by ERISA Regulation Section 2550.408b-2(c), to you any change to the information that we are required to disclose under ERISA Regulation Section 2550.408b-2(c)(1)(iv) as soon as practicable, but no later than sixty (60) days from the date on which we are informed of the change (unless such disclosure is precluded due to extraordinary circumstances beyond our control, in which case the information will be disclosed as soon as practicable).

In accordance with ERISA Regulation Section 2550.408b-2(c)(vi)(A), we will disclose within thirty (30) days following receipt of a written request from the responsible plan fiduciary or Plan Administrator (unless such disclosure is precluded due to extraordinary circumstances beyond our control, in which case the information will be disclosed as soon as practicable) all information related to the Qualified Retirement Plan Agreement and any compensation or fees received in connection with the Agreement that is required for the Plan to comply with the reporting and disclosure requirements of Title 1 of ERISA and the regulations, forms and schedules issued thereunder.

If we make an unintentional error or omission in disclosing the information required under ERISA Regulation Section 2550.408b-2(c)(1)(iv) or (vi), we will disclose to you the correct information as soon as practical, but no later than thirty (30) days from the date on which we learn of such error or omission.

### **C. Client Account Management**

Prior to engaging West Branch Capital to provide Investment Advisory services, each Client is required to enter into an Investment Advisory Agreement with the Adviser that defines the terms, conditions, authority, and responsibilities of the Adviser and the Client. These services may include:

**Establishing an Investment Objective:** West Branch Capital, in conjunction with the Client, will assist the Client in determining investment goals and objectives along with the broad strategy or strategies to be employed to meet those objectives.

**Asset Allocation:** West Branch Capital may develop a strategic asset allocation that is targeted to meet the investment objectives, time horizon, financial situation, and tolerance for risk for each Client.

**Portfolio Construction:** West Branch Capital will develop a portfolio for the Client that is intended to meet the stated goals and objectives of the Client.

**Investment Advisory and Supervision:** West Branch Capital will provide Investment Advisory and ongoing oversight of the Client's portfolio and overall account.



#### **D. Wrap Fee Programs**

West Branch Capital does not manage or place Client assets into a wrap fee program. Investment Advisory services are provided directly by West Branch Capital.

#### **E. Assets Under Management**

As of December 31, 2018, the most recent date for which such calculations are provided pursuant to securities regulations, West Branch Capital managed the following assets:

Assets Under Management	Assets
Discretionary Assets	\$314,503,682
Non-Discretionary Assets	\$9,125,734
<b>Total</b>	<b>\$323,629,416</b>

Clients may request more current information at any time by contacting the Adviser.

### **Item 5 - Fees and Compensation**

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The following paragraphs detail the fee structure and compensation methodology for our Investment Advisory services. Each Client shall sign an Investment Advisory Agreement that details the responsibilities of West Branch Capital and the Client.

#### **A. Fees for Advisory Services**

##### **Portfolio Management**

For services provided by West Branch Capital, Investment Advisory Fees are paid quarterly in arrears or in advance pursuant to the terms of the Investment Advisory Agreement we have in writing with each client. For services provided by West Branch Capital and its division, Singer Potito Associates (SPA), the fees fall within the range of the schedules below. Most clients pay Advisory Fees in arrears on a quarterly basis, pursuant to the terms of the Investment Advisory Agreement. Some existing clients pay fees in advance on a quarterly basis. Fees are based on the value of the account on the last business day of the preceding quarter. Fees for all new clients will be charged in arrears. The following is our standard, maximum fee schedule. Because our fees are negotiable, fee rates may vary from client to client. Therefore, your actual fee schedule may be lower than the following schedule.

<u>Annual Rate</u>	<u>Assets Under Management</u>
1.50%	First \$500,000
1.25%	Next \$500,000 to \$1,000,000
1.00%	Next \$1,000,000 to \$3,000,000
0.75%	Next \$3,000,000 to \$5,000,000
0.65%	All amounts over \$5,000,000

New clients and the Adviser will negotiate different fees based on the investment strategy chosen and will depend on the individual client circumstances. Fees are prorated when deposits and withdrawals are made.

Investment Advisory Fees in the first quarter of service are prorated from the inception date of the account to the end of the first quarter.

##### **Sponsored Investment Advisory Platforms**

Participants in a platform program will pay an annualized Investment Advisory fee to Adviser generally not to exceed 1.00% of the assets under Adviser's management. Depending on the program, Adviser's fee will either be charged in addition to the overall program fee charged to a client or included in the program fee charged to the client. When Adviser's annual fee for Investment Advisory services is separate from and in addition to the

program fee, the fee rate is determined by the fee table shown in each client's Investment Advisory Agreement with Adviser.

### **Financial Planning Services**

West Branch Capital's financial planning services are provided in connection with or as part of our Portfolio Management services. For clients receiving Portfolio Management services, all financial planning services are covered as part of Portfolio Management fees described above. We do not charge a separate or stand-alone hourly or fixed fee to our Portfolio Management clients for financial planning services.

We also offer financial planning services to non-Portfolio Management clients and in such situations we charge an hourly fee of \$200 or a flat fee ranging between \$2,000 and \$5,000. Hourly rates and the fixed fee charged are negotiable and therefore may vary from client-to-client depending on the complexity of services provided, the investment adviser representative preparing the financial plan and the number and/or type of topics covered in the plan.

Before commencing financial planning services, we will provide an approximate fee to be assessed to complete the requested financial planning services. If we anticipate exceeding the estimated amount required, we will contact you to receive authorization to charge a fee higher than the quoted fee.

### **Retirement Plan Services**

For retirement plan sponsor clients, West Branch Capital will charge an annual fee that is calculated based on a percentage of the value of Plan assets under management. Typically, this percentage declines as Plan assets increase. For Fiduciary Consulting Services, West Branch Capital typically charges an annual fee of 0.15% to 0.55% of the value of Plan assets. For Fiduciary Management Services, West Branch Capital typically charges a separate annual fee of 0.25% to 1.00% of the value of Plan assets under management. For clients receiving both Fiduciary Consulting and Fiduciary Management services, the total annual fee is typically in the range of 0.75% to 1.00% of the value of Plan assets under management. These fees are negotiable based upon the complexity of the Plan, the value of Plan assets and the actual services requested. The total annual fee for both Fiduciary Consulting Services and Fiduciary Management Services could be lower but will not exceed 1.00% of Plan assets.

West Branch Capital may provide certain non-fiduciary services for clients who wish to establish a new Plan or redesign an existing Plan, including service provider selection and/or Plan design. Depending on the type of non-fiduciary services and level of support/assistance requested by the client, West Branch Capital may charge a one-time fixed fee ranging from \$2,000 to \$5,000. The setup/redesign fee is charged in addition to and therefore separate from the annual Fiduciary Consulting Services and/or Fiduciary Management Services fees and is due upon commencement of services.

Fees are billed in arrears (at the end of the billing period) on a quarterly calendar basis and calculated based on the fair market value of the Plan as of the last business day of the current billing period. Fees are prorated (based on the number of days service is provided during the initial billing period) for Plan account opened at any time other than the beginning of the billing period.

## **B. Fee Billing**

### **Portfolio Management**

Investment Advisory Fees can be paid by check or automatically deducted from the Client Account by the Custodian. The Adviser shall send a billing statement to the Custodian indicating the amount of the fees deducted from the Client Account for the respective quarter end date. The amount due is calculated by applying the quarterly rate (annual rate divided by 4) to the total assets under management with West Branch Capital at the end of the prior quarter. Clients will be provided with a monthly statement from the Custodian reflecting amount of deduction of the Investment Advisory Fee when deducted at the beginning of each quarter. In addition, the Adviser will provide the Client a quarterly billing statement itemizing the fee, including the calculation period covered by the fee, the account value, and the methodology used to calculate the fee. **It is the responsibility of the**

**Client to verify the accuracy of these fees deducted from their accounts and as listed on the Custodian's brokerage statement, as the Custodian does not assume this responsibility.** Clients will provide written authorization permitting West Branch Capital to be paid directly from their accounts held by the Custodian as part of the Investment Advisory Agreement.

#### **Sponsored Investment Advisory Platforms**

In accordance with the program sponsor's billing arrangements, Adviser may provide the program sponsor, broker-dealer, or account custodian a quarterly invoice. Adviser's fees are then billed and collected by the program sponsor, broker-dealer, or account custodian and remitted directly to Adviser. Clients should refer to the program sponsor's disclosure brochure and contract for a full description of all fees and billing arrangements related to the program.

Fees for accounts managed by Adviser on a broker-dealer's or custodian's platform will be calculated and collected by the platform sponsor and remitted to Adviser. In those cases, any other fees or costs, such as a platform fee or trading costs, are deducted and retained by the sponsor. Adviser is not a party to such activity and does not participate in such fees.

#### **Financial Planning Services**

All fees are due immediately upon completion and delivery of the financial plan. We will provide an invoice for the fees due. You should notify Adviser within ten (10) days of receipt of an invoice if you have questions about or dispute any billing entry.

#### **Retirement Plan Services**

Plan Sponsors can elect to have the fee deducted from their Plan account or billed directly. Fees are due upon receipt of the billing statement. If clients elect to have the fee automatically deducted from an existing account, they are required to provide the custodian with written authorization to deduct the fees from the account and pay the fees to West Branch Capital. Adviser will provide the custodian fee amount deduction via electronic upload.

#### **C. Other Fees and Expenses**

Clients can incur certain commissions or charges imposed by third parties, other than West Branch Capital, in connection with investments made on behalf of the Client's account(s). The Client is responsible for all custodial and security commissions and other fees, if any, charged by the custodian or executing broker/dealer. The Investment Advisory Fee charged by West Branch Capital is separate and distinct from these Custodian and execution fees.

In addition, all fees paid to West Branch Capital for Investment Advisory services are separate and distinct from the expenses charged by mutual funds and exchange-traded funds to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee. A Client could invest in these products directly, without the services of West Branch Capital, but would not receive the services provided by West Branch Capital which are designed, among other things, to assist the Client in determining which products or services are most appropriate to each Client's financial condition and objectives. Accordingly, the Client should review both the fees charged by the fund[s] and the fees charged by West Branch Capital to fully understand the total fees to be paid.

#### **Financial Planning Services**

All fees paid to Adviser for financial planning services are separate and distinct from the commissions charged by a broker-dealer or asset management fees charged by an investment adviser to implement such recommendations.

#### **Additional Disclosure for Retirement Plan Services**

As disclosed above, West Branch Capital does not reasonably expect to receive any other compensation, direct or indirect, for its Services. If we receive any other compensation for such services, we will (i) offset that compensation against our stated fees, and (ii) will disclose the amount of such compensation, the services rendered for such compensation and the payer of such compensation to you.

#### **D. Termination**

##### **Portfolio Management**

Clients may terminate their Investment Advisory Agreement with West Branch Capital, by providing advance written notice. The Client shall be responsible for Investment Advisory Fees up to and including the effective date of termination. Upon termination, the Adviser will refund any unearned, prepaid Investment Advisory Fees from the effective date of termination to the end of the quarter or if the Client is paying Advisory Fees in arrears, the Client shall be responsible for fees not yet paid to the date of termination. The Client's Investment Advisory Agreement with the Adviser is not assignable without Client's written approval.

##### **Sponsored Investment Advisory Platforms**

The process for removing Adviser as a sub-Adviser or money manager on a Platform must comply with the procedures established by the Platform sponsor and the termination provisions outlined in the client agreement.

##### **Financial Planning Services**

Financial planning services terminate five (5) days following the delivery of the written financial plan or either you or Adviser providing the other party with written notice. If you terminate financial planning services prior to Adviser's completion and presentation of the financial plan, no fees shall be due.

##### **Retirement Plan Services**

Either party may terminate services by providing written notice of termination to the other party. If services are terminated within five business days of signing the client agreement, services are terminated without any fees. Any prepaid but unearned fees will be promptly refunded to the client at the effective date of termination.

For setup/redesign fees, if the client terminates West Branch Capital's services before the setup/redesign process is completed, the client may be eligible for a full or partial refund of the fee depending on the amount of work West Branch Capital has completed at the point of termination.

#### **E. Compensation for Sales and Purchases of Securities**

West Branch Capital does not receive any compensation for securities transactions in any Client account, other than the Investment Advisory and Financial Planning Fees as noted above, nor does West Branch Capital receive any portion of distribution fees, sales fees or management fees from Mutual Fund companies or other investment vehicles.

### **Item 6 – Performance-Based Fees**

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West Branch Capital charges a Performance Fee to fewer than ten current clients meeting the definition of "Qualified Client".

As a matter of firm policy, we no longer offer performance-fee arrangements to new and existing clients not already under a performance based fee agreement. Our current performance-fee arrangements are legacy arrangements

For the legacy clients under a performance-fee arrangement, West Branch Capital's compensation is a percentage of the amount of the applicable year's realized or unrealized capital gains or capital appreciation if any, as of the

last business day of the calendar year. The performance fee is in addition to our standard portfolio management fees as described in Item 5.

### **Qualified Client**

The Investment Advisers Act of 1940 (the “Advisers Act”), Rule 205-3(d)(1) defines a “Qualified Client” who is financially sophisticated and meets one or more of the following conditions:

- i. Client is a natural person who or a company that immediately after entering into the contract has at least \$1,000,000 under the management of the Adviser;
- ii. Client is a natural person who or a company that immediately prior to entering into the contract, has a net worth (together, in the case of a natural person, with assets held jointly with a spouse and excluding any primary residence) of more than \$2,000,000 at the time the contract is entered into.

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

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West Branch Capital provides Investment Advisory services to individuals, high net worth individuals, trusts, estates, corporations and other businesses. The relative percentage of each type of Client is available on West Branch Capital’s Form ADV Part 1. These percentages will change over time.

West Branch Capital generally requires a minimum account size of \$1,000,000 to implement its Investment Advisory process. For accounts invested through the division of Singer Potito Associates, the account minimum is lower. Further, the minimum account value may be waived at the discretion of the Adviser.

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

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### **A. Methods of Analysis**

West Branch Capital primarily employs fundamental and technical analysis in developing investment strategies for its Clients. West Branch Capital’s research and analysis is derived from numerous sources, including financial media companies, third-party research materials, Internet sources, and review of company activities, including annual reports, prospectuses, press releases, and research prepared by others.

West Branch Capital generally employs a long-term investment strategy for its Clients, as consistent with their financial goals. West Branch Capital will typically hold all or a portion of a security for more than a year but may hold for shorter periods for the purpose of rebalancing a portfolio, potential and actual adverse conditions impacting the holding, or meeting the cash needs of Clients. At times, West Branch Capital may also buy and sell positions that are short-term in nature, depending on the goals of the Client and/or the fundamentals of the security, sector or asset class, or if dictated by market conditions.

### **B. Risk of Loss**

Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss. West Branch Capital will assist Clients in determining an appropriate strategy based on their tolerance for risk and other factors noted above. However, there is no guarantee that a Client will meet their investment goals.

Each Client engagement will entail a review of the Client's investment goals, financial situation, time horizon, tolerance for risk and other factors to develop an appropriate strategy for managing a Client's account. Client participation in this process, including full and accurate disclosure of requested information is essential for the analysis of a Client's portfolio and other investments. The Adviser shall rely on the financial and other information provided by the Client or their designees without the duty or obligation to validate the accuracy of

the information provided. **It is the responsibility of the Client to inform the Adviser of any changes in financial condition, goals or other factors that may affect this analysis.**

West Branch Capital may employ investment strategies that at times may involve significant or unusual risk including domestic and international market risks. The Adviser will work with each Client to determine their tolerance for risk as part of the portfolio construction process.

West Branch Capital may use margin in Client accounts to manage the timing of purchases and sales, as appropriate. The use of margin will require specific authorization and proper documentation by the client. West Branch Capital may employ options strategies to hedge or gain additional exposure to a particular asset class or sector or use covered call writing with the goal to enhance income stream from a portfolio. West Branch Capital's investment strategy encompasses active trading in concentrated portfolios. Following are some of the risks associated with Options, Margin and Short-Sale transactions:

### **Options Contracts**

Investments in options contracts have the risk of losing value in a relatively short period of time. Option contracts are leveraged instruments that allow the holder of a single contract to control many shares of an underlying stock. This leverage can exacerbate gains or losses.

### **Margin**

The use of margin may result in certain additional risks to a Client. For example, if securities pledged to brokers to secure a Client's margin accounts decline in value, the Client could be subject to a "margin call", pursuant to which the Client must either deposit additional funds with the broker or be the subject of mandatory liquidation of the pledged securities to compensate for the decline in value, such liquidation/sales could be at a great loss.

### **Frequent Trading**

Frequent trading in securities can result in higher transaction costs in the Client's account[s]. For taxable accounts, frequent trading can also result in taxable transactions each year that would not be present in a buy-and-hold strategy. There are no guarantees that a frequent trading strategy will be profitable.

**Past performance is not a guarantee of future returns. Investing in securities and other investments involve a risk of loss that each Client should understand and be willing to bear. Clients are reminded to discuss these risks with the Adviser. For more information on our Investment Advisory services, please contact us at 413-256-1225 or via email at [amahmud@westbranchcapital.com](mailto:amahmud@westbranchcapital.com).**

## **Item 9 - Disciplinary Information**

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**There are no legal, regulatory, or disciplinary events involving West Branch Capital or any of its employees.** West Branch Capital and its Advisory personnel value the trust you place in us. As we advise all Clients, we encourage you to perform the requisite due diligence on any Adviser or service provider with whom you partner. Our backgrounds are on the Investment Adviser Public Disclosure website at [www.Adviserinfo.sec.gov](http://www.Adviserinfo.sec.gov). To review the firm information contained in ADV Part 1, select the option for Investment Adviser Firm and enter **133813** in the field labeled "Firm IARD/CRD Number". This will provide access to Form ADV Parts 1 and 2. Item 11 of the ADV Part 1 lists legal and disciplinary questions. You may also research the background of Ayaz Mahmud by selecting the Investment Adviser Representative and entering Mr. Mahmud's Individual CRD# **1094095** in the field labeled "Individual CRD Number".

In addition, you may also obtain information relating to the disciplinary history of any investment Adviser representative conducting business in Massachusetts by contacting the Commonwealth of Massachusetts Securities Division at (617) 727-3548.



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

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The firm and its Advisory personnel are dedicated to the Investment Advisory activities of West Branch Capital's Clients and do not have any other business activities.

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

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### **A. Code of Ethics**

West Branch Capital has implemented a Code of Ethics that defines our fiduciary commitment to each Client. This Code of Ethics applies to all persons associated with West Branch Capital. The Code of Ethics was developed to provide general ethical guidelines and specific instructions regarding our duties to you, our Client. West Branch Capital and its personnel owe a duty of loyalty, fairness, and good faith towards each Client. It is the obligation of West Branch Capital personnel to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code of Ethics covers a range of topics that may include; general ethical principles, reporting personal securities trading, exceptions to reporting securities trading, reportable securities, initial public offerings and private placements, reporting ethical violations, distribution of the Code of Ethics, review and enforcement processes, amendments to Form ADV and supervisory procedures. West Branch Capital has a written Code of Ethics. To request a copy of our Code of Ethics, please contact us at 413-256-1225 or request a copy by mail at any address below.

### **B. Personal Trading and Conflicts of Interest**

West Branch Capital allows its employees to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities we recommend (purchase or sell) to Clients presents a conflict of interest that, as fiduciaries, we must disclose to you and mitigate through policies and procedures. As noted above, we have adopted, consistent with Section 204A of the Investment Advisers Act of 1940, a Code of Ethics, which addresses insider trading (material non-public information controls) and personal securities reporting procedures. We have also adopted written policies and procedures to detect the misuse of material, non-public information. We can have an interest or position in certain securities, which may also be recommended to Clients. At no time, will West Branch Capital or any associated person of West Branch Capital, transact in any security to the detriment of any Client.

## **Item 12 - Brokerage Practices**

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### **A. Recommendation of Custodian[s]**

West Branch Capital typically does not have discretionary authority to select the broker-dealer/Custodian for custodial services or the administrator for defined contribution accounts. The Clients will select the broker-dealer or Custodian (herein the "Custodian") to maintain custody of their assets and authorize West Branch Capital to direct trades to this Custodian as agreed in the Investment Advisory Agreement. Further, West Branch Capital does not have the discretionary authority to negotiate commissions on behalf of our Clients on a trade-by-trade basis. At times, Clients may authorize West Branch Capital to trade away from the designated Custodian for trade execution. In such instances, the Client will authorize West Branch Capital through the designated Custodian's required forms. West Branch Capital will have brokerage discretion in this limited circumstance.

Where West Branch Capital does not exercise discretion over the selection of the Custodian, it may recommend the Custodian[s] to Clients for execution and/or custodial services. Clients are not obligated to use the

recommended Custodian and will not incur any extra fee associated with using a broker not recommended by West Branch Capital.

West Branch Capital typically recommends to Clients that they establish their brokerage account[s] at Charles Schwab & Co., ("Schwab") or Fidelity Institutional Wealth Services ("Recommended Custodians"). The Recommended Custodians are independent and unaffiliated SEC-registered broker-dealers and FINRA members. The Recommended Custodians offer independent investment Advisers through their institutional platform, services such as custody of Client securities, trade execution, clearance and settlement of transactions. West Branch Capital receives some benefits from the Recommended Custodians through its utilization of the platform. West Branch Capital considers a number of factors in selecting and/or recommending brokers and Custodians for its Clients' accounts, including, but not limited to, execution capability, experience and financial stability, reputation and the quality of services provided. However, there may be other custodians and/or broker/dealers that provide similar services at lower costs and may be able to provide better execution. West Branch Capital is not affiliated with, or related to, any Recommended Custodians.

In selecting the Custodian, West Branch Capital will not be obligated to select competitive bids on securities transactions and does not have an obligation to seek the lowest available transaction costs. Transaction costs are determined by the Custodian/broker-dealer.

**Charles Schwab Adviser Services:** the decision to use Charles Schwab is largely based on the firm's participation in Schwab Adviser Services and not solely based on our client's interest in receiving most favorable execution. However, we certainly consider the overall execution services of Charles Schwab when recommending them over other brokerage platforms.

Through the Schwab Adviser Services platform, West Branch Capital is provided with access to Charles Schwab's institutional trading and custody services, which are typically not available to Charles Schwab retail investors. By receiving benefits and services from Charles Schwab, we do not have to produce or pay for them directly. These services generally are available to independent investment Advisers on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of Adviser's clients' assets are maintained in accounts at Schwab Adviser Services and is not otherwise contingent upon West Branch Capital committing to Charles Schwab any specific amount of business (assets in custody or trading). Charles Schwab's services include brokerage, custody, research and access to mutual funds and possibly other investment vehicles that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For West Branch Capital's clients' accounts maintained in its custody, Charles Schwab does not charge separately for custody but is compensated by account holders through commissions, management fees of money market funds, administrative costs or other transaction-related fees for securities trades that are executed through Charles Schwab or that settle into Charles Schwab accounts. The commission and/or transaction fees charged by Charles Schwab may be higher than those charged by other broker/dealers.

Charles Schwab also makes available to West Branch Capital other products and services that benefit West Branch Capital but may not benefit each clients' account directly. Some of these other products and services assist West Branch Capital in managing and administering clients' accounts as a whole. These include software and other technology that provide access to client account data (such as trade confirmation and account statements); facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts); provide research, pricing information and other market data; facilitate payment of Advisory fees from its clients' accounts; and assist with back-office functions; recordkeeping and client reporting. Many of these services generally may be used to service all or a substantial number of West Branch Capital accounts.

Schwab Adviser Services also makes available to West Branch Capital other services intended to help West Branch Capital manage and further develop its business enterprise. These services can include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance and marketing. In addition, Charles Schwab can make available, arrange and/or pay for these types

of services rendered to West Branch Capital by independent third party providing these services to West Branch Capital. While as a fiduciary, West Branch Capital endeavors to act in its clients' best interests, the recommendation that clients maintain their assets in accounts at Charles Schwab can be based in part on the benefit to West Branch Capital, given the products and services provided as part of the custody of client assets. Nevertheless, these products and services facilitate the Firm's workload, and help us to service our clients.

**Fidelity Institutional Wealth Services:** the decision to use Fidelity is largely based on the firm's participation in Fidelity Institutional Wealth Services and not solely based on our clients' interest in receiving most favorable execution. However, we consider the overall execution services of Fidelity when recommending them over other brokerage platforms. Fidelity provides West Branch Capital with Fidelity's platform services through its affiliated companies National Financial Services LLC, and Fidelity Brokerage Services LLC. The platform services are similar in many ways to those provided by Schwab as described above include, among others, brokerage, custodial, administrative support, record keeping and related services that are intended to support firms like West Branch Capital in conducting their business and in serving the best interests of their clients but that may also benefit West Branch Capital.

Fidelity charges brokerage commissions and transaction fees for effecting certain securities transactions (i.e., transactions fees are charged for certain no-load mutual funds, commissions are charged for individual equity and debt securities transactions). Fidelity, like Schwab, enables West Branch Capital to obtain investment vehicles and security transaction at low transaction cost. Fidelity's commission rates are generally considered discounted from customary retail commission rates. However, the commissions and transaction fees charged by Fidelity may be higher or lower than those charged by other custodians and broker-dealers.

As a result of receiving services from Fidelity, including the Soft Dollar Arrangement disclosed below, West Branch Capital has an incentive to continue to use or expand the use of Fidelity's services. West Branch Capital examined this conflict of interest when it chose to enter into the relationship with Fidelity and has determined that the relationship is in the best interests of West Branch Capital's clients and satisfies its client obligations, including its duty to seek best execution. Possibly, a client may pay a commission that is higher than another qualified broker-dealer might charge to affect the same transaction, West Branch Capital has determined in good faith that Fidelity commission rates are reasonable in relation to the value of the brokerage, custodial, research and other services provided to us to facilitate the management of our client's assets.

#### **Best Execution**

In seeking best execution, the determining factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although West Branch Capital will seek competitive rates, to the benefit of all clients, it may not necessarily obtain the lowest possible commission rates for specific client account transactions. Although the investment research products and services that may be obtained by West Branch Capital will generally be used to service all of West Branch Capital's clients, a brokerage commission paid by a specific client may be used to pay for research that is not used in managing that specific client's account. West Branch Capital is not affiliated with Schwab, Fidelity or any other broker-dealer.

Following are additional details regarding the brokerage practices of the Adviser:

**Soft Dollars:** Soft dollars are revenue programs offered by broker-dealers whereby an advisor enters into an agreement to place security trades with the broker in exchange for research and other services. West Branch Capital does not participate in formal soft dollar programs sponsored or offered by any broker-dealer beyond our participation in the normal and customary Schwab and Fidelity platforms described above.

**Brokerage Referrals:** West Branch Capital does not receive any compensation from any third party in connection with the recommendation for establishing a brokerage account.

**Directed Brokerage:** all Clients are serviced on a "directed brokerage basis", where West Branch Capital will place trades within the established account[s] at the Custodian designated by the Client, unless trade-away

authorization is provided (See Item 12.A. above). The Adviser will not engage in any principal transactions (i.e., trade of any security from or to the Adviser's own account) or cross transactions with other Client accounts (i.e., purchase of a security into one Client account from another Client's account[s]).

#### **B. Aggregating and Allocating Trades**

The primary objective in placing orders for the purchase and sale of securities for Client accounts is to obtain the most favorable net results taking into account such factors as 1) price, 2) size of order, 3) difficulty of execution, 4) confidentiality 5) responsiveness of the broker and 6) skill required of the broker. West Branch Capital will execute its transactions through an unaffiliated broker-dealer selected by the Client or, if authorized, as prime broker trades, based on Adviser's judgment. West Branch Capital may aggregate orders in a block trade or trades when securities are purchased or sold through the same broker-dealer for multiple (discretionary) accounts. If a block trade cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that does not consistently advantage or disadvantage a particular Client.

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

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#### **A. Frequency of Reviews**

Accounts are monitored on a regular and continuous basis by the Client's portfolio manager. Formal reviews are generally conducted based on the needs of the Client.

#### **B. Causes for Reviews**

In addition to the investment monitoring noted in Item 13.A. each Client account is generally reviewed at least annually. Reviews may be conducted more or less frequently at the Client's request. Accounts may be reviewed as a result of major changes in economic conditions, known changes in the Client's financial situation, and/or large deposits or withdrawals in the Client's account. The Client should notify West Branch Capital if any changes occur in his/her personal financial situation that might adversely affect his/her investment plan as this may call for a change in the investment strategy being employed by West Branch Capital on behalf of the client. Additional reviews may be triggered by material market, economic or political events.

#### **C. Reports Review**

The Client will receive brokerage statements, at least quarterly, from the trustee or Custodian. These brokerage statements are sent directly from the Custodian to the Client. Clients may also establish electronic access to the Custodian's website so that the Clients may view these reports and their account activity. Client brokerage statements will include all positions, transactions and fees relating to the Client's account[s]. The Adviser provides Clients with periodic reports regarding their holdings, allocations, and performance, including the billing statement.

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

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#### **A. Compensation Received by West Branch Capital**

##### **Participation in Institutional Adviser Platform**

West Branch Capital has established an institutional relationship with Recommended Custodians to assist the Adviser in managing Client account[s]. Access to the Recommended Custodians Institutional platform is provided at no charge to the Adviser. The Adviser receives access to software and related support without cost because the Adviser renders Investment Advisory services to Clients that maintain assets at Recommended Custodians. The software and related systems support may benefit the Adviser, but not its Clients directly. In fulfilling its duties to its Clients, the Adviser endeavors at all times to put the interests of its Clients first. Clients should be aware however, that the receipt of economic benefits from a Custodian creates a conflict of interest since these benefits may influence the Adviser's recommendation of this Custodian over one that does not furnish similar software,

systems support, or services. The Client may designate a Custodian other than the Recommended Custodian, subject to the approval of West Branch Capital.

Additionally, the Adviser can receive the following benefits from Recommended Custodians: receipt of duplicate Client confirmations and bundled duplicate statements; access to a trading desk that exclusively services its institutional participants; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to Client accounts; and access to an electronic communication network for Client order entry and account information.

#### **B. Client Referrals from Solicitors**

West Branch Capital does not have arrangements with unaffiliated financial professionals and other outside solicitors (Referring Parties) to refer clients to West Branch Capital.

## **Item 15 - Custody**

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Custody, as it applies to investment Advisers, has been defined by regulators as having access or control over client funds and/or securities. Custody is not limited to physically holding client funds and securities. If an investment Adviser has the ability to access or control client funds or securities, the investment Adviser is deemed to have custody and must ensure that proper procedures are implemented.

West Branch Capital is deemed to have custody of client funds and securities whenever West Branch Capital is given the authority to have fees deducted directly from client accounts. However, this is the only form of custody West Branch Capital will ever maintain. It should be noted that authorization to trade in client accounts is not deemed by regulators to be custody.

For accounts in which West Branch Capital is deemed to have custody, we have established procedures to ensure all client funds and securities are held at a qualified custodian in a separate account for each client under that client's name. Clients or an independent representative of the client will direct, in writing, the establishment of all accounts and therefore are aware of the qualified custodian's name, address and the manner in which the funds or securities are maintained. Finally, account statements are delivered directly from the qualified custodian to each client, or the client's independent representative, at least quarterly. Clients should carefully review those statements and are urged to compare the statements against reports received from West Branch Capital. When clients have questions about their account statements, they should contact West Branch Capital or the qualified custodian preparing the statement.

## **Item 16 - Investment Discretion**

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West Branch Capital generally has discretion over the selection and amount of securities to be bought or sold in Client accounts without obtaining prior consent or approval from the Client. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the Client and agreed to by West Branch Capital. The granting of such authority will be evidenced by the Client's execution of an Investment Advisory Agreement in writing containing applicable limitations, if any, to such authority. All discretionary trades made by West Branch Capital will be in accordance with each Client's investment objectives and goals. **If Client's Investment objectives change, the Client must provide such changes in writing to the Adviser.**

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

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West Branch Capital does not vote proxies on behalf of Clients. We have determined that taking on the responsibilities for voting client securities does not add enough value to the services provided to Clients to justify the additional compliance and regulatory costs associated with proxy voting. Therefore, it is the Client's responsibility to vote all proxies for securities held in Client account(s).

Clients will receive proxies directly from the qualified custodian or transfer agent; West Branch Capital does not provide Clients with the proxies. If you have questions about a specific proxy vote, you may contact your Portfolio Manager for assistance. However, Clients are encouraged to read through the information provided with the proxy voting documents and make a determination based on the information provided.

## **Item 18 - Financial Information**

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Neither West Branch Capital nor its management is experiencing adverse financial conditions which would reasonably impair the ability of West Branch Capital to meet its obligations to its Clients. Neither West Branch Capital, nor any of its Advisory persons, has been subject to a bankruptcy. West Branch Capital is not required to deliver a balance sheet along with this Brochure, as the firm does not collect advance fees for services to be performed six months or more in advance.