

Firm Brochure: Form ADV-Part 2A

Harvest Investment Consultants, LLC

Registered Investment Advisor

4 North Park Drive

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Hunt Valley, MD 21030

<http://www.harvestinvestment.com>

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Chief Compliance Officer

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This Brochure provides information about the qualifications and business practices of Harvest Investment Consultants, LLC. If you have any questions about the contents of this Brochure, please contact us at 410-561-9040. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Harvest Investment Consultants, LLC is a registered investment advisor. Registration of an Investment Advisor does not imply any level of skill or training. The oral and written communications of an Advisor provide you with information about which you determine to hire or retain an Advisor.

Additional information about Harvest Investment Consultants, LLC is available on the SEC's website at <http://www.adviserinfo.sec.gov>.

Date of Firm Brochure: November 26, 2018

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3. Material Changes

Since the filing of our last annual update on 03/31/2017 the following material changes have occurred at Harvest Investment Consultants, LLC:

- A. Harvest has moved its physical office location to 4 North Park Drive, Suite 500 in Hunt Valley, MD 21030.
- B. Founder, Stephen S. Duklewski, Jr., has fully retired and is no longer affiliated with Harvest Investment Consultants, LLC.
- C. Investment Advisor Representative, Mark C. Pallack has joined Harvest

4. Advisory Business

- A. Harvest Investment Consultants, LLC (Advisor) has been in business since 1987. The previous legal names were Harvest Investment Consultants, Inc., and Hickory Capital Management, Inc. The Principal owner is Michael J. Meily, Chief Compliance Officer.
- B. Harvest provides professional fee-based investment management services to numerous organizations and private clients. We provide customized portfolio design and active portfolio management for individuals and families, as well as professional investment management and consulting services for defined benefit plans, 401(k) retirement plans, endowments, charitable organizations and more.

We focus on designing and maintaining balanced portfolios and fixed income portfolios, based upon the needs of each client. Our portfolios may include a variety of security types such as; individual bonds, stocks, mutual funds, ETF's, REIT's, CD's, hybrid securities and more. We seek to manage risk on multiple levels and our investment portfolio focus is on absolute, not relative performance.

In addition to portfolio management, we offer personalized financial and retirement planning services to our clients, which can be billed at either an hourly rate or flat fee and is disclosed to the client prior to such engagement. Harvest utilizes a modularized approach to the financial planning process. Some areas in which we may assist clients include retirement planning, retirement income distribution planning, education planning, insurance analysis, charitable contribution planning, and estate planning. We approach the financial planning process in the same way as we handle our investment management services; we spend significant time with clients to fully understand their questions and objectives. We then seek to provide an unbiased perspective, and planning guidance that is both practical and functional, based upon the needs of each client. We encourage our clients to review pertinent planning information with us at least annually, and whenever a significant life event or important changes occur.

We can work closely with a client's existing professional relationships, coordinating with their attorney, accountant, or other trusted advisors. Likewise, we have relationships with many other professionals who can be brought into the planning team at any time, based on the needs of a specific planning project.

- C. The Advisor and portfolio management team develop an appropriate investment profile for each client, considering any unique needs or applicable restrictions to be followed. The client-specific profile in conjunction with interview data and risk tolerance communications will drive the portfolio design process at Harvest. Clients may impose restrictions on investing in certain securities or provide other specific investment restrictions to be followed.

D. Retirement Plan to Rollover IRA

Harvest Investment Consultants ("HIC") can earn investment advisory fees by recommending that a client rollover his or her retirement plan account (e.g. 401(k), 403(b), TSP, Pension Plan) to an IRA; however, HIC will not earn an investment advisory fee if client does not rollover the funds in the retirement plan (unless a client retained HIC to provide advice about the retirement plan account). Thus, HIC has an economic incentive to recommend a rollover of your retirement plan account, which is a conflict of interest. HIC has taken steps to help manage this conflict of interest arising from rolling over funds from an Employee Retirement Income Security Act of 1974 as amended ("ERISA") covered retirement plan to an IRA. HIC will (i) provide investment advice to ERISA covered retirement plan participants regarding a rollover of funds from the ERISA covered retirement plan in accordance with the fiduciary status described, (ii) not recommend investments which result in HIC receiving unreasonable compensation related to the rollover of funds from the ERISA covered retirement plan to an IRA, and (iii) fully disclose compensation received by HIC and its supervised persons and any material conflicts of interest related to HIC recommending the rollover of funds from the ERISA covered retirement plan to an IRA and refrain from making any materially misleading statements regarding such rollover.

- E. Advisor does **not** participate in wrap fee programs.

- F. Assets under management as of December 31, 2017 are as follows:

Discretionary:	\$297,489,122
Non-Discretionary:	\$37,489,720
Total:	\$334,978,842

5. Fees and Compensation

- A. Management fees are paid quarterly in advance based on the market value of securities placed under supervision at the inception of the agreement and thereafter at the end of each calendar quarter. Fees are negotiable and Advisors can waive the account minimum. Such exceptions can be based on factors such as client relationships, complexity of account assets, and total amount of assets.

Fee Schedule-Customized

EQUITY and BALANCED:

<u>Account Size</u>	<u>Fee</u>
Up to \$100,000.00	2.00%
From \$100,001 to \$150,000	1.75%
From \$150,001 to \$200,000	1.50%
From \$200,001 to \$250,000	1.25%
From \$250,001 to \$2,000,000	1.00%
From \$2,000,001 to \$3,000,000	.75%
From \$3,000,001 to \$5,000,000	.60%
From \$5,000,001 to \$10,000,000	.50%
Over \$10,000,000	Negotiated

FIXED INCOME:

<u>Account Size</u>	<u>Fee</u>
From \$250,000 to \$500,000	.60%
From \$500,001 to \$2,000,000	.50%
From \$2,000,001 to \$5,000,000	.40%
From \$5,000,001 to \$10,000,000	.30%
Over \$10,000,000	Negotiated

- B. Fees are deducted from clients' accounts or billed on a quarterly basis. The client may select either method. **Harvest reserves the right to deduct the invoiced advisory fee from the account(s) under management for any clients on direct billing who have an outstanding balance due at the end of the calendar quarter.**

- C. Advisor maintains an independent and unbiased focus by not receiving commissions, transaction related income, or soft dollars. The client may, in connection with our Advisory services, incur other costs such as custodial transaction costs and mutual fund expenses. See Section 12 - Brokerage Practices.

While some of our planning services are provided at no additional cost areas which may require the outside services of an attorney or a CPA will be handled on a project basis, with estimated fees provided before the project commences.

Also, when beneficial to the client, individual fixed-income and/or equity transactions may be effected through broker-dealers with whom Advisor and/or the client have entered into arrangements for prime brokerage clearing services, including effecting certain client transactions through other SEC registered and FINRA member broker-dealers (in which event, the client generally will incur both the transaction fee charged by the executing broker-dealer and a "trade-away" fee charged by their broker-dealer/custodian).

- D. Client fees are billed in advance. Clients may terminate the services of Advisor at any time with written notice. A client will receive a pro-rata

refund for the unused portion of the management fee if the Advisory contract is terminated before the end of the billing period.

Advisor receives no compensation for the sale of securities or other investment products, including asset-based sales charges or service charges from the sale of funds. Advisor does not reduce fees to offset qualified custodian commissions. Advisor has no material conflict of interest other than Section 4.D. (Qualified Plan Rollover to IRA).

Clients have the option to purchase investment products the Advisor recommended through other brokers or agents not affiliated with the Advisor.

6. Performance Based Fees & Side-By-Side Management

There is no performance-based compensation and side by side management.

7. Types of Clients

The Advisor serves numerous organizations and private clients by providing professional investment management solutions in areas such as defined benefit plans, 401(k) retirement plans, endowments, charitable organizations, trust management services, and personalized asset management services for wealthy individuals and families. Our minimum account size for opening a customized account is \$250,000. The Advisor can waive the account minimum.

8. Method of Analysis, Investment Strategies and Risk of Loss

A. Analysis and Investment Strategies – Harvest seeks first to manage client investment risk levels through the use of individual risk profiles. Inherent in this approach is the understanding that portfolio management is not a “one size fits all” solution, and that each client’s risk tolerance level needs to be correctly identified initially, and reviewed regularly. Additionally, we go to great lengths to build diversified portfolios for each of our clients.

Portfolio risk is then managed through the use of various research and analytical tools. These tools will vary depending on the nature of the investment(s):

- a) **Mutual Funds and ETF’s** (Exchange Traded Funds) – Harvest utilizes a proprietary screening process developed over the past 10-15 years to identify a monthly mutual fund “universe” deemed suitable for our clients. This universe is developed and maintained utilizing Morningstar Principia™ database tools in conjunction with our own analytical techniques. Funds are analyzed for a variety of metrics including; asset class concentration, historical performance and volatility, risk efficiency metrics, sector/industry exposure, geographic dispersion, style

- characteristics, peer group comparisons, management history and more.
- b) **Fixed Income Securities** – Harvest follows an established discipline with respect to all fixed income investment decisions. When possible, we seek to employ a block purchase approach to achieve cost and efficiency benefits for our clients. We are not limited to custodian-supplied inventory, and in fact, we maintain multiple relationships with independent bond dealers across the country. In addition, Harvest uses a three-tiered approach towards fixed income research.
1. Independent Research and Credit Rating Services: Harvest utilizes independent rating services that do not have any of the inherent conflicts of interest found in larger, more well-known ratings services such as Standard & Poor's or Moody's, which are actually paid by issuers to provide the credit ratings on bonds. Harvest also utilizes numerous independent investment research firms and industry publications to analyze individual companies and industries.
 2. Bloomberg: Harvest utilizes Bloomberg to monitor market interest rates, track bond trading prices and to examine the pricing and ratings of newly issued bonds. This provides vital information as to the true "market value" of bonds since they do not transact on a centralized exchange and therefore do not have a single, readily available "price quote" similar to what can be found for a stock.
 3. Internal Credit Analysis: In addition to the other research processes, Harvest performs an internal credit analysis on each firm prior to purchasing that entity's corporate bonds. The credit analysis process focuses on interest coverage, the liquidity levels and overall health of the firm's balance sheet.
- c) **Stocks** – Harvest utilizes a number of equity research tools including professional subscriptions and publications that provide objective third-party research on individual stocks and macroeconomic trends. In addition, we maintain research subscriptions with numerous private research firms for timely access to domestic and global business and economic data. As a firm, we seek to balance both bottom up (valuation based) metrics and top down (macro view) considerations when identifying individual stocks for purchase. Whenever possible, we will seek stocks that have excellent dividend payment histories, significant standing within a respective peer group or industry, and high quality characteristics – purchasing only those that we feel are attractively priced.
- d) **Sell decisions** – Harvest incorporates several disciplines both active and passive with respect to the sale of securities held. We will choose to exit any security that we feel has experienced a significant (and non-temporary) deterioration in fundamentals or value relative to purchase expectations. We may choose to exit a security on a proactive basis when we feel that it is trading at a significant premium to fair value, in order to take profits and redeploy capital into new opportunities. On a passive basis, we can utilize trailing sell-stop orders or trailing limit orders in an

effort to both manage risk and capture profits. With fixed income securities our purchase objective is a target yield-to-maturity or yield-to-call; if we believe this can be achieved or exceeded by selling the security *prior* to maturity (taking profits for a total return approach) we may choose to do so. Likewise, as mentioned above if we detect a heightened level of risk with an individual security that does not align with the return objective, we may choose to sell the holding prior to maturity or call.

- B. Summary of risks – regardless of the care and effort put into investment research and analysis, there is always a possibility that an investment outcome will be different than what is expected. Under high levels of volatility or catastrophic market conditions such as those experienced in 2008, it is possible for *all* asset classes to fall at the same time. It is also possible that an individual equity selection (stock, mutual fund, ETF) will perform worse than the broader markets and suffer significant losses creating new historical lows; reminding us all that past performance is no assurance of future results. In the fixed income realm, risks of loss can come from deteriorating credit quality of the issuer, unexpected impairment affecting the issuer, loss of value on a holding due to rising interest rate trends, or overpayment on the purchase price of a bond such that a loss is incurred on sale at maturity. We seek to mitigate these risks by focusing on security valuations, research and analysis, strategic portfolio diversification (across asset classes and securities), and active portfolio management decisions. However, investing in securities involves risk of loss that clients should be prepared to bear.
- C. Limited security recommendations – Harvest is not limited to any security or investment instrument. Likewise, we receive no commission or incentives for the investments we recommend.

Advisor's asset allocation strategies have been designed to comply with the requirements of Rule 3a-4 of the Investment Company Act of 1940. Rule 3a-4 provides similarly managed investment programs, such as Advisor's asset allocation programs, with a non-exclusive safe harbor from the definition of an investment company. In accordance with Rule 3a-4, the following disclosure is applicable to Advisor's management of client assets:

1. Initial Interview – at the opening of the account, the Advisor, through its designated representatives, shall obtain from the client information sufficient to determine the client's financial situation and investment objectives;
2. Individual Treatment - the account is managed on the basis of the client's financial situation and investment objectives;
3. Quarterly Notice – at least quarterly the Advisor shall notify the client to advise the Advisor whether the client's financial situation or investment objectives have changed, or if the client wants to impose and/or modify any reasonable restrictions on the management of the account;

4. Annual Contact – at least annually, the Advisor shall contact the client to determine whether the client’s financial situation or investment objectives have changed, or if the client wants to impose and/or modify any reasonable restrictions on the management of the account;
5. Consultation Available – the Advisor shall be reasonably available to consult with the client relative to the status of the account;
6. Quarterly Report – the client shall be provided with a quarterly report for the account for the preceding period;
7. Ability to Impose Restrictions – the client shall have the ability to impose reasonable restrictions on the management of the account, including the ability to instruct the Advisor not to purchase certain mutual funds or stocks;
8. No Pooling – the client’s beneficial interest in a security does not represent an undivided interest in all the securities held by the custodian, but rather represents a direct and beneficial interest in the securities which comprise the account;
9. Separate Account - a separate account is maintained for the client with the Custodian;
10. Ownership – each client retains full ownership of the account (e. g. right to withdraw securities or cash, exercise or delegate proxy voting, and receive transaction confirmations).

The Advisor believes that its annual investment management fee is reasonable in relation to: (1) the advisory services provided under the *Investment Advisory Agreement*; and (2) the fees charged by other investment advisers offering similar services/programs. However, Advisor’s annual investment management fee may be higher than that charged by other investment advisers offering similar services/programs. In addition to Advisor’s annual investment management fee, the client will also incur charges imposed directly at the mutual and exchange traded fund level (e.g., management fees and other fund expenses). **Please Note:** Advisor’s investment programs may involve above-average portfolio turnover which could negatively impact upon the net after-tax gain experienced by an individual client in a taxable account.

9. Disciplinary Information

There are no legal or disciplinary events that are material to a client’s or prospective client’s evaluation of our Advisory business or the integrity of our management.

10. Other Financial Industry Activities and Affiliations

Advisor may refer clients desiring insurance products to Harvest Insurance, Inc., (Harvest Insurance) a separate corporation and a related person under common ownership with the Advisor. Although the Advisor does not receive any direct compensation from any referral made to Harvest Insurance, certain of the Advisor’s members, as owners of Harvest Insurance may economically benefit as a result of such a referral. Clients are under no obligation to purchase any

insurance products from Harvest Insurance and are reminded that they may purchase equivalent insurance products through a separate and unaffiliated insurance agency.

Additionally, certain employees of the Advisor are licensed as insurance agents or brokers of various insurance companies. Clients may engage these individuals, in their separate capacities as licensed insurance agents to purchase insurance related products. Clients are under no obligation to engage those individuals when considering implementation of any or all recommendations.

Advisor does not recommend or select other investment Advisors.

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

A. Code of Ethics

Our Code of Ethics is disseminated to our clients as part of our Investment Advisory Agreement. We will provide a copy of our code of ethics to any client or prospective client upon request.

Principle 1 – Integrity

We are placed by clients in a position of trust, confidence and fiduciary responsibility. The ultimate source of such public trust is our personal integrity. In deciding what is right and just, we should rely on our integrity as the appropriate touchstone. Integrity demands honesty and candor, which must not be subordinated to personal gain and advantage. Within the characteristic of integrity, allowance can be made for innocent error and legitimate difference of opinion; but integrity cannot co-exist with deceit or subordination of one's principles. Integrity requires us to observe not only the letter, but also the spirit of this Code.

Principle 2 – Objectivity

Objectivity requires intellectual honesty and impartiality. It is an essential quality for any professional. Regardless of the particular service rendered or the capacity in which we function, we should protect the integrity of our work, maintain objectivity, and avoid subordination of our judgment that would be in violation of this Code.

Principle 3 – Competence

One is competent only when one has attained and maintained an adequate level of knowledge and skill, and applies that knowledge effectively in providing services to clients. Competence also includes the wisdom to recognize the limitations of

that knowledge and when consultation or client referral is appropriate. In addition to assimilating the common body of knowledge required and acquiring the necessary experience, we shall make a continuing commitment to learning and professional improvement.

Principle 4 – Fairness

Fairness requires impartiality, intellectual honesty, and disclosure of conflict(s) of interest(s). Fairness involves a subordination of one's own feelings, prejudices, and desires so as to achieve a proper balance of conflicting interests. Fairness is treating others in the same fashion that you would want to be treated and is an essential trait of any professional.

Principle 5 – Confidentiality

A client, by seeking our services, may be interested in creating a relationship of personal trust and confidence with us. This type of relationship can only be built upon the understanding that information supplied to us or other information will be confidential. In order to provide the contemplated services effectively and to protect the client's privacy, we shall safeguard the confidentiality of such information.

Principle 6 – Professionalism

Because of the importance of the professional services rendered by us, there are attendant responsibilities to behave with dignity and courtesy to all those who use those services, fellow professionals, and those in related professions. We also have an obligation to cooperate with fellow professionals to enhance and maintain the profession's public image and to work jointly with these professionals to improve the quality of services. It is only through the combined efforts of all of us that this vision can be realized.

Principle 7 – Diligence

We shall act diligently in providing professional services. Diligence is the Provision of services in a reasonably prompt and thorough manner. Diligence also includes proper planning for and supervision of the rendering of professional services. It is also critical that we remain in compliance with current governing industry laws and regulations, prohibit against misrepresentation of services and always provide full disclosure of our fee structure.

Principle 8 – Insider Trading

We will not engage in the practices of investment banking, merger and acquisition or trading in firm accounts. We will not retain a department or departments

devoted to industry or specialty research of the caliber that would warrant the institution of Chinese Walls, restrictions on access to confidential files or correspondences, monitoring of trading in firm accounts or any of the usual safeguards against insider trading in the type of firm for whom a significant portion of revenue derives from various areas of corporate finance. We are aware of Section 204(a) of the Code and will not participate in insider trading by using material, non-public information.

- B. Advisor does not recommend to clients securities in which the Advisor or a related person in which the Advisor or a related person has a material conflict of interest.
- C. Advisor employees can buy or sell investments in the same securities that are recommended to clients. With the exception of block equity and bond trades, no employee of the Advisor may purchase or sell any security prior to a transaction(s) being implemented for a client's account. All employee trades are entered on a trade memorandum and must be approved before and after the trade is executed. There is no material conflict of interest.

12. Brokerage Practices

- A. Harvest does not maintain custody of your assets that we manage, although we may be deemed to have custody of your assets if you give us authority to withdraw assets from your account (see Item 15—Custody, below). Regulations require that your assets must be maintained in an account at a “qualified custodian,” generally a broker-dealer or bank. We provide a choice of Fidelity Investments, Charles Schwab, and TD Ameritrade, all registered broker-dealers, members of SIPC, and qualified custodians. Harvest is independently owned and operated and are not affiliated with any of the custodians listed above. Each custodian will hold your assets in a brokerage account and buy and sell securities when we instruct them to do so on your behalf. While we recommend the above listed custodians, the client will ultimately decide whether to use a custodian and will open the required accounts with Schwab, Fidelity or TD Ameritrade by entering into an account agreement directly with them. We do not open the account for you, although we will assist you in doing so. If you do not wish to place your assets with Schwab, Fidelity or TD Ameritrade, then we cannot manage your account.
- B. In assisting clients in selecting a broker-dealer to execute clients' trades, Advisor considers the full range and quality of a broker's services including among other things the value of research provided, best execution capability, transaction costs, financial responsibility, quality of services, reputation and financial strength, breadth of financial products offered, professionalism, reliability and responsiveness to Advisor. It is important to note that the Advisor receives no commissions for the purchase or sale of any retail or institutional products. The determinative factor is not the lowest possible commission cost but whether the transaction represents the best qualitative execution for the managed account. Advisor considers the foregoing factors, which will enhance the portfolio

management capabilities of Advisor that such factors are of a direct benefit to clients. Advisor as a fiduciary will always endeavor to act in its client's best interest.

Soft Dollar Benefits: An investment adviser receives soft dollar benefits from a broker-dealer (or other third-party service provider) when the investment adviser receives research or other products and services in exchange for client securities transactions or maintaining an account balance with the broker-dealer.

HIC utilizes the services of Fidelity, Charles Schwab and TD Ameritrade. While there is no direct linkage (except in certain circumstances) between the investment advice given to clients and HIC's participation in the Fidelity, Charles Schwab and TD Ameritrade programs, economic benefits are received by HIC which would not be received if we did not give investment advice to clients.

These benefits may be used for both research and non-research purposes and allows us to supplement, at no cost, our own research and analysis activities. These benefits include: a dedicated trade desk that services the program participants exclusively, a dedicated service group and an account services manager dedicated to HIC's accounts, access to a real-time order matching system, the ability to "block trade" clients' positions, electronic download of trades, balances and position information, duplicate and batched client statements, confirmations, year-end summaries, the ability to have advisory fees directly debited from client accounts (in accordance with federal and state requirements), availability of third-party research and technology, quarterly newsletters and access to mutual funds.

The benefits received through participation in the Fidelity, Charles Schwab and TD Ameritrade program do not depend upon the amount of transactions directed to or amount of assets managed through Charles Schwab and TD Ameritrade.

Research obtained with soft dollars is not necessarily utilized for the specific account that generated the soft dollars. We do not attempt to allocate the relative costs or benefits of research among clients because we believe that, in the aggregate, the research we receive benefits all clients and assists us in fulfilling our overall duty to you.

These arrangements may be deemed to create a conflict of interest to the extent that we would have to pay for some or all of the research and/or services with "hard dollars" if we were unable to obtain the research and services in exchange for commissions in connection with client transactions. Client trades are always implemented based on the goals and objectives of the client and not on any research, products or other incentives available.

C. Directed Brokerage

We do not permit clients to direct brokerage because the Advisor will not be able

to obtain volume discounts and favorable execution of transactions. This practice will cost the client money and in the opinion of the Advisor violates regulations of the Securities Exchange Commission by not obtaining best execution.

D. Aggregation of Orders

Investment decisions for each of Advisor's clients will be made by the Advisor independently from the investment recommendations or determinations made on behalf of other clients. Investments deemed appropriate for one client may also be deemed appropriate for other clients, so that the same security may be purchased or sold at or about the same time for more than one client. In those circumstances, Advisor may determine that orders for the purchase or sale of the same security for one or more of these clients should be combined. If so, the transactions will be allocated as nearly as practicable in proportion to the amounts desired to be purchased or sold for each client. Advisor will not aggregate transactions unless it believes that aggregation is in the best interests of the affected clients, is consistent with its duty to seek best execution for its clients and is consistent with the terms of its investment advisory agreement with each client for whom transactions are being aggregated.

We will always take the opportunity to obtain discounts on execution costs by aggregating orders when possible. The consequences of not following this process usually results in higher trading costs for clients.

13. Review of Accounts

- A. Client portfolios are reviewed at an account level prior to any purchases, targeted sales, or block purchase allocations. Every client is initially established within our Customer Relationship Management (CRM) system (hereafter referred to as Redtail), with standard demographic information as well as the Investment Policy Statement (IPS) that provides details including asset allocation targets, and any client-specific information that needs to be considered relative to the management of their investment portfolios. The Redtail database serves as a perpetual repository for all forward client communications and notes.

Advisor reviews client portfolios on both a routine basis and a real time basis, utilizing a combination of tools within our portfolio management system, Schwab Performance Technologies PortfolioCenter (hereafter referred to as PortfolioCenter), and Morningstar Principia® (hereafter referred to as Principia).

On a routine basis, client portfolios will be modeled in Principia for analysis and review prior to making tactical or strategic component changes. Frequency is based on the size and complexity of the account and the nature of the components used. Also, on a real time basis, client accounts will be

reviewed within Portfolio Center following block purchases or block sales, as well as any sales triggered by equity stop-loss orders, to identify portfolio rebalancing conditions.

For *all* purchases, a further review is made of client notes and history within Redtail to determine whether there are any *recent changes* or updates based on client/Advisor communications affecting the targeted portfolio purchases and/or the stated current asset allocation guidance, as well as a review of any client *exception items* that would make the target purchase inappropriate. The investment advisor representative and portfolio managers are the professionals who review client accounts.

- B. A review is also triggered when a client informs the Advisor about changes to their financial objectives, needs, and goals.
- C. Clients are provided quarterly written or electronic reports consisting of a market commentary, quarterly invoice, portfolio performance review, portfolio statement.

14. Client Referrals and Other Compensation

Advisor formerly participated in the Fidelity Wealth Advisor Solutions Program (the “WAS Program”), through which Advisor received referrals from Strategic Advisers, Inc. (“SAI”), a registered investment advisor and subsidiary of FMR LLC, the parent company of Fidelity Investments. Advisor has ceased participating in that referral program effective 12/31/2016. Advisor is independent and was not affiliated with SAI or FMR LLC.

Under the WAS Program, SAI acted as a solicitor for Advisor, and Advisor paid referral fees to SAI for each referral received based on Advisor’s assets under management attributable to each client referred by SAI or members of each client’s household. While the Advisor (Harvest) no longer participates in the WAS program, Harvest is contractually obligated to compensate SAI/Fidelity for a stipulated period of time for those client who came in as WAS referrals during the period of 01/01/2013 through 12/31/2016. That period of time is individualized based on when the referral became a client. More specifically, Advisor pays the following amounts to SAI for referrals: for a period of 7 years from the date that a client or members of client’s household fund an account or accounts with Advisor, Advisor shall pay SAI an amount equal to the sum of (a) an annual percentage of 0.10% on any fixed income and cash assets in such account, and (b) and annual percentage of 0.25% of all other assets held in such account. These referral fees are paid by Advisor and not the client.

Under an agreement with SAI, Advisor has agreed that Advisor will not charge

clients more than the standard range of advisory fees disclosed in its Form ADV 2A Brochure to cover solicitation fees paid to SAI as part of the WAS Program.

15. Custody

Harvest is not a broker-dealer and does not take possession of client assets. Our clients' assets are housed at one of three nationally recognized brokerage firms, otherwise known as custodians. The custodians maintain actual custody of your assets. They include Charles Schwab and Company, Fidelity Investments, and TD Ameritrade. Under government regulations, we are deemed to have custody of your assets if you authorize us to deduct our advisory fees directly from your account. As part of our billing process, you will receive a clear and understandable invoice from Harvest for each calendar quarter that you are billed, and the custodian will also be advised of the amount of the fee to deduct from your account(s).

You will receive account statements (not less than quarterly), trade confirmations, and tax documents directly from the custodian. They will be sent to the email address you provided (if you have elected E-delivery) or postal mailing address. You should carefully review those statements promptly when you receive them. We also urge you to compare the custodian's account statements with the periodic account statements and portfolio reports you will receive directly from Harvest. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

16. Investment Discretion

When providing asset management services, HIC maintains trading authorization over your account and can provide management services on a discretionary basis. When discretionary authority is granted, we will have the authority to determine the type of securities, the amount of securities that can be bought or sold and the broker or dealer to be used without obtaining your consent for each transaction. However, it is the policy of HIC to consult with you prior to making significant changes in the account even when discretionary trading authority is granted.

17. Voting Client Securities

Harvest does not have nor will we accept authority to vote client securities. We do not advise clients about a particular solicitation. Clients will receive their proxies or other solicitations directly from their custodian or transfer agent. Our

proxy voting policies and procedures are part of our investment Advisory agreement. Clients may obtain a copy of our proxy voting policy and procedures upon request.

18. Financial Information

There is no financial condition that will impair the Advisor's ability to meet contractual commitments to clients.