

Part 2A of Form ADV: Firm Brochure

Cover Page:

Trevor Stewart Burton & Jacobsen Inc. (the “firm”) is a registered investment adviser with the United States Securities and Exchange Commission (the “SEC”). It has prepared this document as its “brochure” to satisfy the filing requirements for Part 2A of Form ADV. Registration does not imply a certain level of skill or training. The firm is located at 405 Lexington Avenue, 39th Fl. New York, New York, 10174 and maintains a website at www.tsbjinc.com.

This brochure provides information about the qualifications and business practices of Trevor Stewart Burton & Jacobsen Inc. If you have any questions about the contents of this brochure, please contact us at 212-972-8150. 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.

Additional information about Trevor Stewart Burton & Jacobsen Inc. also is available on the SEC’s website at www.adviserinfo.sec.gov.

Material Changes:

In September, the firm entered into an agreement with Gabelli Asset Management Company (GAMCO). Each of the firm’s clients were contacted and asked to approve a new GAMCO contract that provides for GAMCO to assume all client record keeping and reporting responsibilities, as well as custodian relations for their accounts. All trading will be done through GAMCO, including client directed trades. GAMCO will make its security research available to the firm, but the firm will continue to provide the investment management for each of its client’s account, using the same investment process it has followed since it was founded. GAMCO may refer clients to the firm.

All of the firm’s outstanding stock was reclassified as common stock and GAMCO purchased 48% of it in exchange for certain salary, benefits and payout guarantees to Jacobsen, Kempner, Bryant, the Trevors, Kral and Kekish and the assumption of certain liabilities, most notably the office lease.

Table of Contents:

The firm's brochure must follow the same order and contain the same headings as the items listed by the SEC for Part 2A:

	<u>Page</u>
<u>Advisory Business</u>	
History of the firm, its owners, portfolio management services	3
<u>Fees and Compensation</u>	
Firm's contract requirements, portfolio management and other fees	3
<u>Performance-Based Fees and Side-by-Side Management</u>	
Not applicable for reason given	4
<u>Types of Clients</u>	
Firm's relationship experience, business focus	5
<u>Methods of Analysis, Investment Strategies and Risk of Loss</u>	
Firm's approach to security selection for bond and stock portfolios, Clients' possible restrictions, clients' risk of loss of capital	5
<u>Disciplinary Information</u>	
Not applicable for reason given	6
<u>Other Financial Industry Activity and Affiliations</u>	
Not applicable for reason given	6
<u>Code of Ethics, Participation in Client Transactions and Personal Trading</u>	
Firm's standards of practice, avoiding potential conflicts of interest	6
<u>Brokerage Practices</u>	
Clients' choices, the firm's selections, commission rates	7
<u>Review of Accounts</u>	
Firm's personnel assignments and responsibility to review portfolios, content and schedule of written reports	9
<u>Client Referrals and Other Compensation</u>	
Firm's sources of business, possible compensation for referrals	10
<u>Custody</u>	
Clients' choices, reconciliation of information	10
<u>Investment Discretion</u>	
Firm's assignment, clients' restrictions on firm's discretion	10
<u>Voting Client Securities</u>	
Clients' choices, firm's approach, receiving proxies and solicitations	11
<u>Financial Information</u>	
Not applicable for reason given	12

Advisory Business:

Four individuals formed the firm in 1974 to provide customized portfolio management services for institutions and individuals. George W. Jacobsen is currently the President of the firm. E. Nicholson Stewart retired in 2014 and subsequently sold his interest in the firm, while both Paul W. H. Trevor and Ray B. Burton are deceased. As of September 30, 2018, only Jacobsen retained an interest in the firm, 17.3% of the outstanding common stock. Melody Bryant and Carl Kempner each own 17.3% of the outstanding common, while GAMCO owns the remainder 48% of the common stock.

The firm invests in publicly traded bonds and stocks – bonds of the U.S. Government, its agencies, domestic municipal issues, and bonds and stocks of predominantly American corporations. As of September 30, 2018 the firm manages \$90.3 million in clients' assets in discretionary accounts, including accounts that are part of a "wrap-fee" program.

A "wrap-fee" program is sponsored by an organization independent of the firm in which a specified fee or fees not based directly upon transactions in a client's account is charged for investment advisory services and the execution of client transactions. The firm receives a portion of that fee instead of billing its client for our portfolio management services. See Fees and Compensation.

We manage all separate accounts similarly, although we tailor the asset mix and the choice of securities to meet the needs of a client and their account, including tax considerations. Clients may set both limits and restrictions on our discretion.

Carl Kempner and Melody Prentner Bryant are general partners and have a material interest in a long/short hedge fund managed by Carl Kempner. Procedural safeguards have been implemented which TSBJ believes are sufficient to mitigate any economic impact of hedge-fund transactions on managed accounts, recognizing that on a given day the fund might be buying or selling shares in the same securities that clients of TSBJ hold or portfolio managers might be selling or buying for TSBJ clients. TSBJ believes these hedge fund transactions would not have a material impact on the prices of the large capitalization companies in which TSBJ generally invests. Moreover, the hedge fund is strictly a long-short trading vehicle with very different mandates and a short-term investment horizon.

Occasionally the firm may enter into advisory services for a non-discretionary account but only under special circumstances. As of September 30, 2018, the firm provides advice to clients for \$1.0 million in non-discretionary portfolio assets.

The firm solicits and accepts appointments to review and comment on portfolios managed by other investment advisors for a fixed fee or as a courtesy to existing clients. These assets are not included in our assets under management or number of accounts.

Fees and Compensation:

To start a relationship the client and the firm enter into a contract that sets our fee, typically as an annual percentage of the client's portfolio's value. The firm routinely issues bills quarterly, one for

of the annual percentage times the portfolio's current value, and in advance for the coming quarter. We prefer to have the client's custodian pay our fee from the account when billed, otherwise the client may choose to pay us directly.

The firm proposes fees from either a schedule for bond accounts or a schedule for accounts that either include or are exclusively invested in stocks. Currently those two schedules of annual fees for assets under management are:

Fixed Income Accounts

.45% for the first \$50 million of assets and negotiable thereafter

Equity and Balanced Accounts

1% for the first \$2 million of assets,
.90% on the next \$2.5 million and
.75% on the next \$2.5 million and
.50% on the next \$7 million
negotiable thereafter.

The firm may agree to a different fee schedule proposed by a "wrap-fee" adviser or the client, including a flat annualized fee, and to different payment arrangements proposed by the client.

Our fees are for portfolio management services only. Other, non-related organizations may charge investment management, trustee, custody or brokerage fees, either as part of a "wrap-fee" arrangement or as an account or transaction charge. If the client chooses a custodian or directs that a certain brokerage firm execute trades, then the client is responsible for negotiating fees with those parties. See Brokerage Practices.

Our contract also provides for the firm to charge a termination fee equal to a thirty day management fee. Upon termination of our contract, fees already collected that are in excess of those earned will be returned to the client, on a percentage basis, by calculating the remaining days in the prepaid quarter to the days in the quarter. Occasionally the firm will recommend a mutual fund or Exchange Traded Fund to a client for a specialized investment purpose and, if the client agrees to its use, then that fund will levy a management fee in addition to the fee the firm charges. The firm does not receive any compensation or fees from any mutual fund. From time to time, but infrequently, the firm posts new fee schedules for new clients, and may or may not seek to amend its contract with existing clients to reflect a new fee schedule.

Performance-Based Fees and Side-By-Side Management:

The firm does not charge clients any fees other than those described in Fees and Compensation. Carl Kempner and Melody Bryant are general partners in a hedge fund founded by Mr. Kempner in May 1989, but the firm receives no fees from it.

Types of Clients:

Since inception, the firm has managed endowments, foundations, pension and profit sharing plans, insurance, hospital and other corporate reserves and personal portfolios, choosing securities that reflect both the firm's economic outlook and the client's specific investment needs. The firm strives to provide a reasonable rate of return, mitigate risk and preserve the purchasing power of the assets over time.

Prospective clients enter into a contract prior to the firm assuming portfolio management responsibility. That contract specifies our fees, including minimum, annual and termination fees, but no account size requirements are imposed. See Fees and Compensation.

Methods of Analysis, Investment Strategies and Risk of Loss:

Melody Bryant, George W. Jacobsen and Carl Kempner are the investment officers of the firm and constitute the firm's Investment Committee (the "Committee"). The firm believes that capital markets follow the course of economic trends in the long run – five years or more.

We develop a coherent outlook for demand growth, inflation, interest rates and profits. This process involves defining the present economic situation, analyzing monetary and fiscal policy, and considering demographic and trade policies.

The Committee seeks to identify economic trends as early as possible so as to be able to invest all clients' portfolios to benefit from the market consequences we anticipate.

For bond portfolios, we set a "duration" target, choosing the desired degree of sensitivity of a portfolio's principal value relative to changes in market interest rates.

"Duration" is the mathematical calculation of that relative sensitivity. Then we search for opportunities by comparing current rates to historical rates, evaluating the interest rate premiums offered for lower grade credits, and determining the best maturity strategy to achieve the desired duration. The investment officers of the firm apply these conclusions to the accounts assigned to them, choosing issues that when combined with other issues owned, offer the highest potential return for the risk taken, given the duration target.

For stock portfolios, we select corporate characteristics or attributes that are likely to make the company successful or unsuccessful in the economic environment we anticipate will develop during the next 2 to 3 years.

Then we screen a universe of stocks with a comparable capitalization range to that of the S&P 500, seeking to identify companies with those characteristics. Focusing mainly on the

economic sectors in which those characteristics dominate, we analyze the company fundamentals of each sector's major participants and typically choose 25 to 40 stocks with reasonable valuations, relative to their history, their peers, the market and their growth potential. The investment officers of the firm use that chosen list of stocks as a core to build customized portfolios for each of the accounts assigned to them taking into consideration the risk/return profile of the client. Additionally, clients may elect to participate in shorter time frame opportunistic trading to take advantage of price dislocations and market volatility often involving stocks outside of the chosen list.

Clients may set both limits and restrictions on our discretion. Nevertheless, all investments involve risk and clients should be prepared to bear losses that may result. Since we use our economic conclusions to build portfolios that have limited diversification by sector, industry and specific securities, the changes in value of these portfolios may amplify or moderate general market moves.

Disciplinary Information:

Neither the firm nor any of its employees are subject to any legal or disciplinary action.

Other Financial Industry Activities and Affiliations:

In September, Gabelli Asset Management Company (GAMCO) acquired 48% of the firm's common stock as a long-term investment. The firm anticipates that it will use GAMCO's extensive equity research capability, but is under no obligation to use GAMCO's investment outlook in managing its portfolios.

To maintain their investment management relationship with the firm, all of the firm's clients have been asked to agree to a new contract that will authorize GAMCO to maintain their account information and generate their quarterly reports. GAMCO will enter all security transaction orders, including those where the client has directed the choice of a broker.

Code of Ethics, Participation in Client Transactions and Personal Trading:

Clients of the firm receive a copy of the firm's Code of Ethics (the "Code") with our proposed contract and annually thereafter. Essentially the Code has five primary goals:

- 1.) To set overall standards of conduct. Every employee of the firm is a fiduciary of the firm's clients' accounts, must take precautions to maintain a client's privacy and must**

know that the firm can be the only source of compensation for the services provided by the firm to its clients.

- 2.) To establish that every employee of the firm must comply with all applicable federal securities law**
- 3.) To ensure that every employee of the firm knows the firm's requirements for entering into any security transaction to avoid a conflict of interest or even the appearance of a conflict of interest with that of our clients. Most trades for an employee's own account, or an account where he or she have a beneficial interest, require the prior approval of a member of the Committee, whether or not the security is the same as or similar to securities used in clients' accounts. The Committee member has the responsibility to disallow trades that would be likely to affect our clients' interests adversely. Every employee must submit brokerage statements annually that are reviewed for compliance with this procedure.**
- 4.) To require every employee of the firm to report any violation of the Code to the firm's Chief Compliance Officer, George Jacobsen.**
- 5.) To make provision for every employee of the firm to receive and acknowledge receipt of the Code in writing, first at the time of employment, and then annually thereafter or upon any revision of the Code.**

Carl Kempner and Melody Bryant are investors in and Carl Kempner is the primary manager of a hedge fund. Melody Bryant is President and sole shareholder of three Delaware incorporated subchapter S companies: Melody Prenner Sarnell & Company Inc., Melody Prenner Sarnell Capital, Inc. and MPS & Associates, Inc. Since their formation, these companies have been used to invest as a limited nondiscretionary partner in various unrelated investment partnerships and funds. Beyond that, neither the firm nor any of its employees have a management position in any company or a major, dominant or controlling interest in the securities of any company used in clients' accounts, nor does the firm or its employees enter into security trades with clients.

Brokerage Practices:

Annually the Committee selects the brokerage houses and brokers the firm will prefer to use, having considered their trading execution abilities, their custody services, their history and interest in referring clients, the breadth and quality of their research and the competitiveness of their fees.

The firm has not selected any brokerage house or broker in our most recent fiscal year exclusively for their trading abilities; the firm's administrators do review transactions weekly to make sure trades are being executed appropriately by every broker we use

There has to be a clear and significant advantage to changing the custodian the firm recommends because of the administrative burden a change causes; the last change the firm made was in early 2007.

The firm currently encourages clients to select Charles Schwab & Co., Inc. (“Schwab”) for the custody of their assets and their security transactions. Not all investment advisers express a preference. We are not affiliated with Schwab, nor do they refer business to us; we chose Schwab after assessing its financial strength, the scope of its services and the competitiveness of its fees. Schwab typically charges our clients a \$4.95 fee per transaction on stocks, which we find reasonable in the current business environment, but it may not be the lowest transaction charge available elsewhere. Schwab does not levy a separate custody fee, but some accounts that are valued at less than one million dollars and/or require special handling may pay higher commission rates. All clients pay additional fees for borrowing on margin or money transfers. We may make additional recommendations of other non-affiliated brokerage houses or banks, if a client requests them.

In our most recent fiscal year, no brokerage firm or broker was selected because of their client referrals.

We deem research access to be useful for all of our clients. No brokerage house does proprietary research specifically for the firm nor does the firm direct any brokerage house to pay for research done by third parties for the firm. Instead, the firm typically receives broadly circulated research reports on the economy, markets and companies. These reports provide background information, forecasts and updates that maybe proprietary. Yet, a specific research report may not be applicable to every account charged a commission on transactions we placed with the brokerage house that did the report.

The firm currently directs commissions to Merrill Lynch & Co., (“ML”) a wholly owned subsidiary of Bank of America Corp., because of its research capabilities. But, for example, we reviewed a useful report on MetLife Inc. During the year ML received commissions on trades from some of our clients’ accounts that had no interest in this stock.

The firm does not use brokerage revenue (soft dollars) to pay for any of its administrative costs, like rent, computers, or quote machines; the firm pays vendors (hard dollars) for these expenses.

Clients who choose their own custodian must negotiate the fees those organizations charge, including the charges they levy for custody and processing, and then determine if they are going to direct that all transactions be executed by that custodian or another brokerage firm and, if so, negotiate the transaction fees those organizations charge. Clients directing us to use a specific broker should recognize that we may be precluded from aggregating orders with other clients and must sequence the order that trades are entered, both of which may or may not affect the price paid or received when the security is traded. Hence, a client directing us to use a specific broker of their choice may cost them more money than not directing.

Clients also need to recognize that if we place trades with a broker of our choosing, it may also cost them more money than if they chose the broker. We have a financial incentive to choose specific brokers because they have or may refer business to us and/or provide access to their company's economic, industry and security research material. Currently we agree to pay brokers we choose a uniform, three cents per share commission on each transaction, subject to a minimum charge for small dollar amounts traded; although we consider that commission rate reasonable in the current environment, it may be more than the lowest cost transaction charges available elsewhere.

Many transactions are necessitated by flows of money or from tax considerations, such as booking losses. As such, these trades are account-specific, as are many of the trades prompted by account reviews. See Review of Accounts. However, we may aggregate orders for our administrative convenience. For example, the maturity or call of a bond or an announced corporate merger may create an immediate need for investment action for many clients. In such cases, orders for our accounts that allow us to choose a broker and those accounts with a directed broker that allow us to trade elsewhere may be aggregated and executed first, at a broker of our choice and currently at three cents a share. Whether or not the net price to the client is better or worse than the price other clients will pay or receive is unknowable at the time the aggregated order is entered.

In order to protect capital or take advantage of price dislocations, the firm is prepared to trade and has on occasion executed pre- or post-market opening hours. The brokerage firm primarily used for this purpose has been Schwab.

Review of Accounts:

As explained in Methods of Analysis, Investment Strategies and Risk of Loss, the firm has four investment officers which constitutes the Investment Committee: Bryant, Managing Director and Chief Investment Officer; Jacobsen, President; Kempner, Managing Director. Accounts are continuously monitored and the overall market and individual equities are discussed daily. The Investment Committee conducts formal meetings at designated intervals with frequency dependent on market and economic conditions.

Our economic outlook evolves over a period of years and in the past has not changed abruptly.

As it evolves our suggested duration target for bonds and our selection criteria for stocks may change, prompting a search for better investment opportunities than those currently held. Corporate events or the price action of a specific security relative to its past, peers or the market may also prompt a search for better opportunities. If the Committee changes its outlook or opinion, each investment officer is expected to review his or her assigned accounts and initiate appropriate trades, within the constraints imposed by each client. Accounts are monitored continuously.

Every trade is reported daily to the investment officers and to Romanna D. Kekish, Vice President. A trade would be the subject of a Committee discussion if any of these recipients thought it could

be contrary to a conclusion reached by the Committee.

Each portfolio is also assigned an administrator, who is responsible for portfolio record keeping and the production of an internally generated, written quarterly report. The report includes an asset listing valued at current market prices, a transaction report for the period and either an invoice for the firm's services or a copy of our invoice, if the original invoice was sent to their custodian. The investment officer responsible for the client relationship sends these reports to the client along with a covering letter. Additional information is available upon request.

Client Referrals and Other Compensation:

The firm markets directly for new clients. Frequently, existing clients introduce prospects, but receive no compensation for such referrals. Brokerage firms and individual brokers also refer prospects to the firm and may require the client to custody their assets with them and to direct trades to them. As explained in Brokerage Practices, clients agreeing to such arrangements are required to negotiate all transaction fees with the broker. As also explained in Brokerage Practices, we may choose brokerage houses and brokers who refer clients to us when we execute trades for accounts without a client-directed broker. Independent consultants may refer business and it is up to the client to determine how they are compensated because we do not pay for such referrals. Likewise, we do not compensate any other independent, third party for client referrals

Custody:

Clients are free to choose a bank, Schwab or another brokerage house to hold their securities for them. Although the firm does not provide that safekeeping service, we are deemed to be a custodian by the SEC because we typically arrange to have our fees deducted directly from the account and George W. Jacobsen serves as a co-trustee for a client's trust account. As explained in Brokerage Practices, Schwab does not levy a separate fee for holding a client's securities, but it does charge commissions on transactions designed to cover its custody expenses. Clients choosing another custodian must negotiate with those vendors and agree to their fees and/or commissions.

Schwab provides monthly account statements to all of our clients but clients choosing their own custodian should require those custodians to provide them with at least quarterly statements. We urge clients to review and compare custodian statements with the reports we provide.

Investment Discretion:

The firm accepts discretionary authority to manage portfolios on behalf of clients, pursuant to a contract, as explained in Fees and Compensation. In this contract clients typically give us a

limited power of attorney to buy or sell securities for their account, without prior approval, and to direct their custodian to accept and deliver securities for specified amounts of money.

The limits clients give us, either verbally or in writing, may restrict us from using certain asset classes, maturities, sectors, industries or specific securities, or limit the concentration of their assets in any of these areas.

As explained in Advisory Business, the firm may accept non-discretionary accounts, but only under special circumstances. As explained in Fees and Compensation, the firm prefers to collect its fees directly from the client's account by presenting our invoice to the client's custodian, but our contract does not permit us to direct the custodian to transfer any other funds out of the account or any linked checking account.

Voting Client Securities:

Unless required by law, clients are free to choose whether to have the firm vote their proxies or to do it themselves. In April 2009, the Committee established written guidelines for voting proxies; any client may receive a copy of those guidelines. One member of the Committee, Melody Bryant, instructs the administrator how to vote each proxy or solicitation for every client naming us to vote. Most proxies require votes on routine matters and are voted according to general principles:

We vote for the directors and accounting firm recommended by the company's management.

We vote in favor of incentive stock options, but against changing their terms.

We vote against by-law changes that would reduce stockholders' power.

We vote against proposals that would limit a company's board or management's discretion to conduct its business in a legal manner so as to maximize stockholder value over time.

If the firm is asked to vote on an unusual matter or solicitation, the Committee may discuss the issue and direct the vote. Clients who choose to have us vote their proxies may, nevertheless, direct us to vote for or against any items on a specific proxy for the shares held in their account, if legally permitted to do so. Because the firm's only business is managing portfolios for clients, it seems remote that our interests would be different than our clients, but if such a circumstance arises, we will advise clients of the conflict of interest and vote their shares in their interest. Clients who have given us the power to vote their proxies are always welcome to a copy of our voting record for the current year. The request for such records can be sent to either to their client contact officer, the firm's Chief Compliance Officer or Romanna D. Kekish.

Clients retaining the right to vote their own proxies must arrange to have their proxies or other solicitations mailed directly to them from their custodian. If any client wishes to know how we would or intend to vote on a particular item or solicitation they should contact their Portfolio Manager or the firm's Chief Compliance Officer, George Jacobsen.

Financial Information:

The firm is a privately owned company and does not disclose its own financial information in this document because the SEC exempts firms whose clients prepay fees for less than six months.

The firm is not aware of any financial condition that is likely to impair its ability to meet contractual commitments to clients.