

# **Lowell, Blake & Associates, Inc.**

## **Form ADV Part 2A Investment Adviser Brochure**

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**This brochure provides information about the qualifications and business practices of Lowell, Blake & Associates, Inc. (“LBA” or “firm” or “we”). If you have any questions about the contents of this brochure, please contact us at (617) 422-0064 or at [lba@lowell-blake.com](mailto:lba@lowell-blake.com). 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 LBA is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

**You can search this site by a unique identifying number, known as a CRD number. The CRD number for LBA is 105127. Registration with the Securities and Exchange Commission does not imply any level of skill or training.**

## **Item 2. Summary of Material Changes**

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Form ADV Part 2 requires registered investment advisers to amend their brochure when information becomes materially inaccurate. If there are any material changes to our disclosure brochure, we are required to notify you and provide you with a description of the material changes.

Since our last annual updating amendment dated March 15, 2018, we have the following material changes to report:

- We no longer advise private funds, as the Maine Farmlands private fund has ended.

If you have questions or would like a copy of our current brochure at any time free of charge, please contact us at 617-422-0064 or at [lba@lowell-blake.com](mailto:lba@lowell-blake.com).

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## **Item 4. Advisory Business**

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Lowell, Blake & Associates, Inc. (LBA or firm or we) is a fee-only SEC-registered investment adviser (SEC file number 801-9892) with its principal place of business located in Boston, Massachusetts. The firm was founded in 1974. Current shareholders include: Nicole F. Gagliardi, James H. Lowell II, Susan W. Lowell, Mark R. MacCallum, Diana B. Malcom, J. Timothy Delaney and David Polansky.

### **Portfolio Management Services**

LBA manages individually tailored investment portfolios. We provide continuous advice to a client regarding the investment of client funds based on the individual needs of the client. Through personal discussions in which goals and objectives based on a client's particular circumstances are established, we develop a client's personal investment policy or investment plan and create and manage a portfolio based on that policy or plan. During our information-gathering process, we determine the client's individual objectives, time horizons, risk tolerance, and liquidity needs. We may also review and discuss a client's prior investment history and current investment holdings, as well as family composition and background.

We manage advisory accounts primarily on a non-discretionary basis only. For these non-discretionary accounts, we will seek prior client consent for every contemplated transaction. Therefore, clients with non-discretionary accounts should understand that any delay in obtaining consent may result in less favorable transaction terms, including higher security price and/or higher commissions and/or limited availability of the securities sought.

In certain circumstances we manage accounts on a discretionary basis. For discretionary accounts we obtain limited power of attorney from clients in the investment advisory agreement to effect trades without prior client consent.

Account supervision is guided by the stated objectives of the client (i.e., maximum capital appreciation, growth, income, or growth and income), as well as tax considerations. Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

### **Consulting Services**

Clients can also receive investment advice on a more limited basis. This may include advice on only an isolated area(s) of concern such as estate planning, tax, portfolio analysis on a periodic basis, retirement planning, insurance issues, annuity advice, or any other specific topic.

### **Trustee Services**

In limited circumstances, we offer private trustee services to clients.

## **Services in General**

Our investment advice is not limited to any specific product or service offered by a broker dealer or insurance company and will primarily include advice regarding the following instruments:

- Domestic and foreign equity securities
- Domestic and foreign fixed income securities

Occasionally, we may also advise clients on the following instruments:

- Commercial paper
- Certificates of deposit
- Variable life insurance
- Variable annuities
- No-load or load-waived mutual funds
- Exchange Traded Funds (ETFs)
- Private placement securities and pooled investment vehicles

We tailor all of our investment advice to the individual needs of each client. All such recommendations are tailored based on information gathered through client questionnaires, electronic communications and telephone and in-person discussions.

## **Fiduciary Statement**

LBA and our employees are fiduciaries who must take into consideration the best interests of our clients. We will act with competence, dignity, integrity, and in an ethical manner, when dealing with clients. We will use reasonable care and exercise independent professional judgement when conducting investment analysis, making investment recommendations, trading, promoting our services, and engaging in other professional activities.

As a fiduciary, we have the obligation to deal fairly with our clients. We have the following responsibilities when working with a client:

- To render impartial advice;
- To make appropriate recommendations based on the client's needs, financial circumstances and investment objectives;
- To exercise a high degree of care and diligence to ensure that information is presented in an accurate manner and not in a way to mislead;
- To have reasonable basis, information, and understanding of the facts in order to provide appropriate recommendations and representations;
- Disclose any material conflict of interest in writing; and
- Treat clients fairly and equitably.

## **Wrap Fee Programs**

LBA does not participate in a wrap fee program.

## **Client Assets**

As of January 31, 2019, LBA managed \$516,523,802 in assets under management; \$63,843,140 managed on a discretionary basis and \$452,680,662 managed on a non-discretionary basis.

## **Item 5. Fees and Compensation**

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### **Compensation - Portfolio Management Services**

Our fees for Portfolio Management Services are determined in advance based on individualized factors and generally do not exceed 1% of the marketable securities for the full scope of our multi-faceted advice. The fixed annual retainer is presented to a prospective client and is paid on a quarterly basis in advance. Fees are determined depending on the nature and complexity of each client's circumstances.

### **Compensation - Consulting Services**

Our fees for Consulting Services fees range from \$150 to \$600 per hour. These fees payable in arrears.

Typically, these services are offered for separate and additional compensation. However, we may, at our sole discretion, waive or reduce these fees for our advisory clients or include them in the overall Portfolio Management Services fee.

### **Compensation - Private Funds**

We do not currently charge fees for the private funds we manage.

### **Compensation in General**

Fees and account minimums for all services are negotiable based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, negotiations with client, etc.). Discounts, not generally available to our advisory clients, may be offered to family members and friends.

We may group certain related client accounts for the purposes of determining the account size and/or annualized fee.

## **Termination**

Clients may terminate the agreement by providing us with oral or written notice. Upon termination of any account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable.

## **Mutual Fund and ETF Fees and Expenses**

All fees paid to our firm for portfolio management services are separate and distinct from the fees and expenses charged by mutual funds and ETFs to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. A client could invest in a mutual fund or and ETF directly, without the services of our firm. In that case, the client would not receive the services provided by us which are designed, among other things, to assist the client in determining which mutual fund or funds or ETFs are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and ETFs and the fees charged by us to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

## **Brokerage and Custodial Fees**

In addition to advisory fees paid to our firm, clients will also be responsible for all transaction, brokerage, trade-away and custodial fees incurred as part of their account management. Please see Item 12 below for disclosure regarding our brokerage practices.

## **Item 6. Performance-Based Fees and Side-By-Side Management**

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We do not charge any fees based on a share of capital gains on or capital appreciation of a client's assets.

## **Item 7. Types of Clients**

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Our firm generally provides advisory services to individuals, high net worth individuals, pension and profit sharing plans, trusts, estates, charitable organizations, pooled investment vehicles, business entities and limited liability companies.

We do not currently impose any minimum account sizes or minimum fees for our services.

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

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We primarily employ fundamental analysis to formulate client recommendations. Fundamental analysis of a business involves analyzing its income statement, financial statements and health, its management and competitive advantages, and its competitors and markets. Fundamental analysis school of thought maintains that markets may misprice a security in the short run but that the "correct" price will eventually be reached. Profits can be made by trading the mispriced security and then waiting for the market to recognize its "mistake" and re-price the security. However, fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market regardless of the economic and financial factors considered in evaluating the stock. Therefore, unforeseen market conditions and/or company developments may result in significant price fluctuations that can lead to investor losses.

### **Risks for all forms of analysis**

Our analysis method relies on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

We employ the following investment strategies to implement investment advice given to clients:

### **Long-term purchases**

We frequently purchase securities with the idea of holding them in the clients account for a year or longer. We may do this because we believe the securities to be currently undervalued. We may do this because we want exposure to a particular asset class over time, regardless of the current projection for this class.

A risk in a long-term purchase strategy is that, by holding the security for this length of time, we may not take advantages of short-term gains that could be profitable to a client. Moreover, if our predictions are incorrect, a security may decline sharply in value before we make the decision to sell.

### **Short-term purchases**

On rare occasions, we may purchase securities with the idea of selling them within a relatively short time (typically a year or less). We do this in an attempt to take advantage of conditions that we believe will soon result in a price swing in the securities we purchase.

A risk in a short-term purchase strategy is that, should the anticipated price swing not materialize, we are left with the option of having a long-term investment in a security that was designed to be a short-term purchase, or potentially taking a loss. In addition, this



strategy involves more frequent trading than does a longer-term strategy, and will result in increased brokerage and other transaction-related costs, as well as less favorable tax treatment of short-term capital gains.

***Clients should understand that investing in any securities, including mutual funds and ETFs, involves a risk of loss of both income and principal that a client should be prepared to bear.***

Although we manage client assets in a manner consistent with risk tolerances, there can be no guarantee that our efforts will be successful. Clients should be prepared to bear the following investment risks of loss:

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar next year will not buy as much as a dollar today, because purchasing power is eroding at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **Reinvestment Risk:** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties (i.e. Non-traded REITs and other alternative investments) are not.
- **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

## **Item 9. Disciplinary Information**

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Registered investment advisers are required to disclose all pertinent facts regarding any legal or disciplinary events that would be material to your evaluation of LBA or the integrity of LBA's management. There are no material, legal or disciplinary events to disclose under this item.

## **Item 10. Other Financial Industry Activities and Affiliations**

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We are not registered as a broker-dealer, and none of our management persons are registered representatives of a broker-dealer.

We are not registered and do not have an application pending as a securities broker-dealer, futures commission merchant, commodity pool operator or commodity trading advisor.

We do not recommend or select other investment advisors for our clients.

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

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We have adopted a Code of Ethics code which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws. The Code's key provisions include:

- Statement of General Principles
- Policy on and reporting of Personal Securities Transactions
- A prohibition on Insider Trading
- Pre-approval of Private Placements
- Prohibition of trading in Initial Public Offerings (IPOs)
- Restrictions on the acceptance of significant gifts
- Procedures to detect and deter misconduct and violations
- Requirement to maintain confidentiality of client information

Our Code provides for oversight, enforcement and recordkeeping provisions.

A copy of our Code is available upon request to Nicole F. Gagliardi, Director, Treasurer and Chief Compliance Officer.

Although our firm or employees may buy or sell securities identical to those recommended to or purchased for customers for their personal accounts, no trading is permitted in a

security while it is being considered for inclusion in the list of securities to be held in client accounts. In addition, employees may have an interest or position in certain security (i.e.) which may also be recommended to a client. This practice results in a potential conflict of interest, as we may have an incentive to manipulate the timing of such purchases, to the extent it is possible, to obtain a better price or more favorable allocation in rare cases of limited availability.

To mitigate these potential conflicts of interest and ensure the fulfillment of our fiduciary responsibilities, we have established the following restrictions:

We will not affect any principal or agency cross securities transactions for client accounts. We will also not cross trades between client accounts.

Neither we nor our employees recommend to clients, or buy or sell for client accounts, securities in which we have a material financial interest.

## **Item 12. Brokerage Practices**

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### **Soft Dollars**

We do not have soft-dollar arrangements and do not receive any soft-dollar benefits.

### **Brokerage for Client Referrals**

We may receive client referrals from Schwab or other broker/dealers. This creates a potential conflict of interest in that we, may have an incentive to select or recommend a broker-dealer based on receiving client referrals, rather than on a clients' interest in receiving most favorable execution. As described above, we select custodians based on best (favorable) execution and not on the basis of client referrals.

### **Directed Brokerage**

We generally recommend that clients utilize the trading, custody and clearing services of Winslow Evans & Crocker (WECI) or Charles Schwab & Co Institutional Services Group (Schwab).

Factors which we consider in recommending these firms to clients include their respective financial strength, reputation, execution, pricing, research and service. The commissions and/or transaction fees charged by either firm may be higher or lower than those charged by other custodians.

The commissions paid by our clients comply with our duty to obtain "best execution." Clients may pay commissions that are higher than another qualified custodian might charge to effect the same transaction where we determine that the commissions are reasonable in relation to the value of the brokerage and research services received. In

seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a custodian's services, including among others, the value of research provided, execution capability, commission rates, and responsiveness. We seek competitive rates but may not necessarily obtain the lowest possible commission rates for client transactions.

We periodically and systematically review our policies and procedures regarding the recommendation of qualified custodians in light of its duty to obtain best execution.

The client may direct us in writing to use a particular custodian to execute some or all transactions for the client. In that case, the client will negotiate terms and arrangements for the account with that custodian, and we will not seek better execution services or prices from other custodians or be able to "batch" client transactions for execution through other custodians with orders for other accounts that we manage. As a result, the client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case. Subject to our duty of best execution, we may decline a client's request to direct brokerage if, in our sole discretion, such directed brokerage arrangements would result in additional operational difficulties.

### **Other Economic Benefits**

We may receive from WEIC and/or Schwab, and without cost to us, computer software and related systems support, which allow us to better monitor client accounts maintained at WEIC and/or Schwab. We may receive the software and related support without cost because we render investment management services to clients that maintain assets at these firms. The software and related systems support may benefit us, but not its clients directly. In fulfilling its duties to its clients, our endeavor at all times to put the interests of its clients first. Clients should be aware, however, that our receipt of economic benefits from a broker-dealer creates a conflict of interest since these benefits may influence our choice of a broker-dealer over another broker-dealer that does not furnish similar software, systems support, or services.

We may also receive the following benefits from either firm: receipt of duplicate client confirmations and bundled duplicate statements; access to a trading desk that exclusively services; 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. Each firm has offered us assistance with expenses related to marketing, website development and other related products and services.

### **Trade Aggregation**

As a matter of policy and practice, we do not generally block client trades and, therefore, implements client transactions separately for each account. Due to this practice, certain

client trades may be executed before others, at a different price and/or commission rate. Additionally, our clients may not receive volume discounts available to advisers who block client trades.

If we determine that aggregation of trades in a certain situation will be beneficial to our clients, transactions will be allocated among our clients on an average price basis. This is in proportion to the purchase and sale orders placed for each client account on any given day. Any exceptions from the pro-rata allocation procedure will be documented. Such exceptions may occur due to varying cash availability across accounts, divergent investment objectives and existing concentrations, and desire to avoid “odd lots,” (an amount of a security that is less than the normal unit of trading for that particular security).

### **Item 13. Review of Accounts**

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Our Investment Committee is comprised of the following members: James H. Lowell, II, Principal; Mark R. MacCallum, Portfolio Manager; Diana B. Malcom, President; J. Timothy Delaney, Managing Director of Investment Strategy; David Polansky, Senior Research Analyst; and James Balfour, Research Analyst and Portfolio Manager. Each Committee member is responsible for reviewing client accounts.

These individuals will continuously monitor the underlying securities in client accounts and perform at least quarterly reviews of account holdings for all clients on a rotating basis during weekly meetings. Accounts are reviewed for consistency with client investment strategy, asset allocation, risk tolerance and performance relative to the appropriate benchmark. More frequent reviews may be triggered by changes in an account holder’s personal, tax or financial status. Significant domestic, geopolitical and macroeconomic events may also trigger reviews. For non-discretionary accounts written recommendations resulting from the account review are sent to each client for review and approval.

We have an “outside” paid Investment Committee which meets four times a year and consists of up to four individuals who actively participate in the exchange of ideas. Each member of the Committee is expected to focus and evaluate long-term fundamental, social, political and economic trends affecting any and all categories of investment, most particularly stocks, real estate, and bonds. They assist us in identifying market sectors and/or industries offering particular opportunity or hazard and stimulate investment ideas by presenting and defending specific recommendations from time to time. In addition, we invite non-members of the Committee to attend Committee meetings and express opinions pertaining to general long-term industry trends, as distinguished from specific issuer information.

In addition to the monthly/quarterly statements and confirmations of transactions that clients receive from their broker dealer and/or custodian, we will provide quarterly reports of account holdings, values and/or performance. More frequent reports may be delivered upon client request.

Fund investors will receive annual financial statements audited by the Fund's independent auditors. In addition, investors will tax information in order to complete federal and state income tax or information returns.

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

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We do not receive any additional compensation from third parties for providing investment advice to our clients and do not compensate anyone for client referrals.

## **Item 15. Custody**

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Clients may authorize us (in the client agreement) to debit fees directly from their account at the broker dealer, bank or other qualified custodian. The custodian is advised in writing of the limitation of our access to the account. The custodian sends a statement to the client, at least quarterly, indicating all amounts disbursed from the account including the amount of advisory fees paid directly to us.

We are the sponsor and Managing Member to a private fund (the Fund). We have full discretionary investment authority over the Fund's assets. We have custody of the investment assets of the Fund by reason of legal ownership or access to such assets. We comply with the SEC's Custody Rule with regard to the custody of the Fund. The Fund receives an annual audit and the audited financial statements are sent to investors within 120 days of the Fund's fiscal year end, as required.

Occasionally, a member of the firm is asked to serve as a co-trustee where the client is a grantor or beneficiary of a trust. The client's funds are held by a qualified custodian and will receive the client's quarterly statements which include investment positions and transactions. We comply with the SEC's Custody Rule with regard to the custody of the trust assets; each year, we are subject to a surprise examination by an independent public accountant.

Clients may provide us with written ongoing authorization to wire money between the client's accounts held with the qualified custodian directly to an outside financial institution (i.e. a client's bank account). A copy of this authorization is provided to the qualified custodian. The authorization includes the client's name and account number(s) at the outside financial institution(s) as required.

Clients may also provide us with a standing letter of authorization (or similar asset transfer authorization) which allows us to disburse funds on behalf of clients to third parties. We ensure the following conditions are in place when deemed to have custody via third party money movement:

1. The client provides a Written Authorization to the custodian that includes all appropriate information as to how the transfer should be directed;
2. The Written Authorization includes instruction to direct transfers to the third party either on a specified schedule or from time to time;
3. Appropriate verification is performed by the custodian, along with a transfer of funds notice to the client promptly after each transfer;
4. The client may terminate or change the instruction to the custodian;
5. We have no authority or ability to designate or change any information about the third party contained in the instruction;
6. We maintain records showing that the third party is not a related party of the Firm or located at the same address as us; and
7. The custodian sends the client a written initial notice confirming the instruction and an annual written confirmation thereafter.

We urge clients to carefully review and compare the quarterly reviews of account holdings and/or performance results received from us to those they receive from their custodian. Any discrepancies should be reported to us and/or the custodian as soon as possible.

## **Item 16. Investment Discretion**

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We typically do not accept investment discretion for client accounts and we will seek and secure client consent prior to implementing any account transactions.

We may accept limited power of attorney to act on a discretionary basis on behalf of clients. A limited power of attorney allows us to execute trades on behalf of clients.

When such limited powers exist between us and the client, we have the authority to determine, without obtaining specific client consent, both the amount and type of securities to be bought to satisfy client account objectives. Additionally, we may accept any reasonable limitation or restriction to such authority on the account placed by the client. All limitations and restrictions placed on accounts must be presented to us in writing.

## **Item 17. Voting Client Securities**

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We do not vote proxies on behalf of clients. Clients receive proxies and other solicitations directly from their custodian and retain sole responsibility for voting. We do not provide clients with consulting assistance regarding proxy issues.

We will neither advise nor act on behalf of the client in legal proceedings involving companies whose securities are held in the client's account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements. Clients may direct us to deliver class action notices to the client or a third party.

You may contact us directly at 617-422-0064 with questions regarding proxy voting.

## **Item 18. Financial Information**

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We have no financial commitment that impairs our ability to meet contractual and fiduciary commitments to clients, and have not been the subject of a bankruptcy proceeding.

Under no circumstances will we earn fees in excess of \$1,200 more than six months in advance of services rendered. As such, we are not required to provide a balance sheet to clients.