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This brochure provides information about the qualifications and business practices of Investment Performance Services, LLC ("IPS"). If you have any questions about the contents of this brochure, please contact our Chief Compliance Officer, Mitch Green, at the phone number listed above or at mgreen@ips-net.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. IPS is registered with the SEC as an investment adviser; however, please note that such registration does not imply a certain level of skill or training.

Additional information about IPS is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2: MATERIAL CHANGES

The following material changes have been made to this brochure since the last annual update filed March 6, 2020:

- The cover page has been updated to reflect Mitch Green as IPS's Chief Compliance Officer; and
- Item 4 and Item 7 have been revised to reflect that IPS also provides consulting services to high net worth individual clients.

In addition to the above, several non-material changes have been made throughout the brochure to provide additional detail regarding the services IPS provides.

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ITEM 4: ADVISORY BUSINESS

Founded in 1986, IPS is an independent, employee-owned, investment consulting firm, providing advice to institutional clients, including jointly trustee benefit plans, public plans, endowments and foundations, and corporations throughout the United States, as well as high net worth individual clients. Headquartered in Savannah, Georgia, with a regional office in metropolitan Philadelphia, Pennsylvania, IPS is principally owned by two of its consultants: Mitchell Green II and Richard Sichel, Jr.

IPS provides various levels of consulting services that address core aspects of the investment process. These include:

a. General Consulting Services [GCS]. This basic package of services may include the following, as selected by the client:

i. Investment Guidelines and Policy Development

A statement of investment policy and investment objectives is one of the basic working documents between a fund and its investment managers. IPS utilizes an established process in the review and development of the current policies and guidelines reflecting the client's actuarial, liquidity and funding requirements. IPS's thorough analysis and presentation of findings assists trustees and fund professionals to develop investment policies that reflect their sensitivities and to document suitable alternatives for their fund.

ii. Asset Allocation Review

This process begins with the development of alternative portfolios based upon different risk and return assumptions, taking into consideration the actuarial and financial condition of the client's portfolio. IPS employs dynamic optimization software which uses projected return and risk statistics to calculate what is referred to as the "efficient frontier" of investment mix options. This analytical tool allows risk to be modeled under various conditions. IPS's asset allocation analysis may give a client's fund trustees and similar authorized parties insight into the steps required to achieve the client's minimum objectives and requirements.

iii. Investment Manager Search

IPS may be engaged to provide reviews of investment manager candidates for a new asset class or to replace a current investment manager. IPS uses third-party and proprietary databases to track current manager performance and to identify new managers to add to our search list. IPS develops a list of qualified candidates for each asset class and investment style. Once the research staff identifies investment managers, comprehensive due diligence is conducted on each manager and a written analysis of each manager is prepared for review by the IPS Investment

Committee. The Investment Committee approves all investment managers on the IPS manager “Approved” list.

iv. Custodian Searches

IPS may be engaged to review the services and capabilities of custodian banks. In this regard, we conduct searches for qualified candidates that mirror the due diligence process we undertake for screening investment managers. Our in-house analytical staff typically has daily or weekly contact with many nationally or regionally known custodians as part of the performance measurement services described below. This extensive contact enables us to assess the accuracy and competence of the custodians' products and client services. Although IPS may review custodians on behalf of clients, IPS does not recommend, request or require that clients use one or more specified qualified custodians in connection with discretionary consulting services provided by IPS.

v. Searches for Other Third-Party Service Providers

IPS may be engaged to provide reviews of commission recapture and transition management providers. The key to these special services is finding the best possible providers and negotiating the lowest possible fee for the service provided. IPS has developed a Request for Proposal (RFP) to be used in this process, and employs both subjective and quantitative criteria in evaluating these firms.

vi. Performance Evaluation and Reporting

IPS provides clients with an objective review of their investment portfolio and performance results. The IPS approach is designed to assist fund trustees or similar authorized parties in fulfilling their fiduciary duties and to present the results in a manner that facilitates the client's decision-making process. Our performance evaluation report follows a logical sequence of analysis, moving from total fund to investment managers to asset classes.

vii. Other Services

IPS strives to serve as an educational resource for clients. In this regard, IPS produces quarterly market commentary, customized educational materials and white papers on a range of topics, including trustee responsibilities, basic investing, and global/economic factors affecting the markets. IPS also may attend quarterly board of trustee meetings or participate via conference call.

b. Master Consulting Services [MCS]. In addition to the services offered in the General Consulting Services, under MCS, IPS makes active, written recommendations regarding asset allocation and portfolio rebalancing. The services may include monitoring investment managers' holdings on a quarterly or daily basis for compliance with a fund's investment policy. In conducting daily monitoring, IPS

receives trade confirms at the time of purchase and reviews the investment purchase transactions of a fund's investment managers to confirm that these transactions in separately managed portfolios are consistent with the client's investment guidelines. Any deviations from the managers' investment policy guidelines are communicated to the person designated by the trustees and to the affected investment managers themselves for corrective action. On a quarterly basis, IPS provides a summary report of transactions that were found not to be in compliance with applicable investment policy guidelines. This report details the specifics of each non-compliant transaction, as well as the manager's final disposition.

c. *Expanded Master Consulting Services [Ex-MCS].* This service includes all services provided under IPS's Master Consulting Services. In addition, IPS makes more specific investment manager recommendations and may make rebalancing recommendations on a more frequent basis. All manager-specific recommendations must be approved by a client's investment committee or their designee before implementation.

d. *Discretionary Consulting Services [DCS].* Sometimes referred to as Outsourced Chief Investment Officer ("OCIO") services, this service offers all services described in Ex-MCS above, with certain variations. For example, instead of simply recommending the hiring and firing of specific investment managers, including managers of mutual funds, ETFs and other pooled investment vehicles, with DCS, IPS generally has the discretion to make such decisions, as well as the authority to direct the rebalancing of assets within pre-determined ranges, without seeking the prior consent of fund trustees or similar authorized parties. This authority is expressly stated in the client contract and IPS does not otherwise have discretionary authority to manage securities accounts on clients' behalf or engage in trading activities. IPS provides a written executive summary of all its decisions and actions to the fund trustees or similar authorized parties.

e. *Oversight Consulting Services [OCS].* Under OCS, IPS provides independent third-party monitoring and oversight of the actions taken by other discretionary consultants/OCIOs regarding plan assets. IPS also reports total plan and manager-level performance and peer ranking. Depending on a particular client's arrangement, other OCS services may include review of investment policy and guidelines, quarterly manager checklist (RFI), trustee education and attendance at board of trustee meetings.

For more information about these services, please refer to Items 8 and 13 below.

IPS provides the consulting services described above to clients whose total assets are approximately \$59.6 billion. Of this amount, as of February 1, 2021, approximately \$484.0 million are discretionary assets, while the remainder are non-discretionary assets.

ITEM 5: FEES AND COMPENSATION

IPS's investment consulting fees are negotiated based on the specific services provided and the characteristics of the fund advised. These fees, for which IPS bills quarterly, in arrears, either are fixed in nature, or are calculated as a percentage of the assets with regard to which IPS consults. The annual cost of our services generally ranges from \$50,000 to \$1,000,000. IPS may, in our sole discretion, negotiate or modify fees (higher or lower than the general fee range) for any client due to a variety of factors, including but not limited to: a client's special circumstances, asset levels, and the type and level of services provided to the client. Because our fees are negotiable, the actual fee paid by a client may be lower or higher than the fees paid by comparable clients receiving similar services.

Please note that investment consulting fees paid to IPS do not cover the cost of portfolio management services provided by underlying investment managers, which is paid to such managers. In addition to the fees paid to IPS and portfolio management fees paid to other providers, clients may also incur custodian fees, brokerage fees, and other transaction and investment expenses in connection with their investment activities. In limited circumstances described in Item 4.d. above, IPS may purchase shares of mutual funds, ETFs, or other pooled vehicles on behalf of clients, which charge shareholders management fees. These fees will be paid by the client in addition to the fees paid to IPS, and are disclosed in the applicable fund's prospectus or offering memorandum.

ITEM 6: PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

As noted above in Item 5, IPS primarily charges fixed or asset-based fees and does not charge performance-based fees.

ITEM 7: TYPES OF CLIENTS

IPS offers its services primarily to institutional funds such as jointly trustee (Taft-Hartley) benefit plans, public plans, endowments and foundations, as well as high net worth individual clients. However, we may, in our sole discretion, accept other types of clients as well.

IPS does not have any minimum requirements (such as minimum account size) to open or maintain a client account.

ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

Please refer to Item 4 above for a description of the methods IPS employs in performing its pension consulting services.

Please note that investing in securities involves risk of loss that clients should understand and be prepared to bear. Certain investment strategies may entail increased risks due to a range of factors, including changes in interest rates, defaults, modifications to regulatory policies, taxes, liquidity and other market factors.

Investing in small or micro capitalization securities may be more volatile than investing in larger capitalized, well-known stocks. Investing in foreign securities may be more volatile than investing in U.S. securities, due to potential currency fluctuations, foreign regulatory policies or U.S. government action. Investing in emerging or frontier markets may pose additional risks due to political and or socioeconomic uncertainties.

Investing in global tactical allocation and hedged strategies, including funds of hedge funds, may be more volatile than long-only strategies, due to potential risks associated with derivatives, commodities, short-selling, regulations and interest rates. Investing in private partnerships (often associated with private real estate, infrastructure, opportunistic credit, private credit, viatical arrangements, direct lending, fund of hedge funds, and private equity and the like) may entail more risk than publically traded securities, due to the less liquid nature of the underlying investments and may include a lack of liquidity or withdrawal queues or gates.

IPS does not guarantee that the advice it provides or action it takes will lead to any particular return in a client's account. Furthermore, IPS may give advice or take action in performing services for some clients that differs from the advice given to or action taken on behalf of other clients.

Epidemic and Pandemic Risk. The novel coronavirus (COVID-19) pandemic and associated measures to curtail its spread have had an adverse impact on market and economic conditions. Although the implications of the COVID-19 pandemic on markets and the resulting economic conditions are uncertain, the pandemic presents material risk to the performance and financial results of investments.

In addition, the COVID-19 pandemic and associated measures to curtail its spread, such as travel restrictions and implementation of enhanced health and safety precautions, have affected our ability to conduct on-site due diligence meetings with investment managers. While such restrictions and enhanced precautions continue, we will use other means to remain in contact with and monitor investment managers such as email, telephone, and video calls.

Cybersecurity and Operations Risk. IPS has developed cybersecurity risk management systems and a business continuity plan designed to minimize the disruption of normal business operations in the event of an adverse incident impacting IPS. While IPS believes that such plans are comprehensive and should enable us to reestablish normal business operations in a timely manner in the event of an adverse incident, there are inherent limitations in such programs (including the possibility that contingencies have not been anticipated and procedures do not work as intended) and under some circumstances, IPS and any third-party service providers or investment managers could be prevented or hindered from providing services for extended periods of time.

ITEM 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 services.

ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Neither IPS nor its management is engaged in any business activity other than investment consulting. Nor is IPS affiliated with any other business enterprise, except for an entity that owns IPS's headquarters building. With one exception, IPS does not provide services to or receive any compensation or benefit from, any investment managers, custodians, broker-dealers or other parties who provide services to our clients. As described in Item 14 below, investment managers and other third-party service providers to our clients may pay IPS to attend EPIC, IPS's educational conference devoted to various issues relating to employee benefit plans. Investment manager attendees pay substantially higher registration fees than other attendees, in effect, helping to defray the cost of presenting the conference. IPS has, in the past, earned a profit from presenting the conference, and may continue to do so in the future.

ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

1. Code of Ethics

In accordance with Rule 204A-1 under the Investment Advisers Act of 1940, as amended, IPS has adopted a Code of Ethics that describes the standards of conduct that IPS employees must follow. Among other things, the Code of Ethics acknowledges that IPS has a limited fiduciary relationship with its clients and thus is obligated to carry out its duties solely in the clients' best interests.

Our Code of Ethics addresses in detail the obligations that ERISA imposes on IPS as a pension consultant. Among other things, the Code of Ethics prohibits employees from performing services for or receiving cash compensation from money managers whom IPS might recommend to clients. As noted above, IPS does not sell research to or perform other services for investment managers, custodians or broker-dealers. Our Code of Ethics also imposes limits on the giving or receipt of gifts and business entertainment.

A copy of our Code of Ethics is available upon written request.

2. Participation or Interest in Client Transactions

This item does not apply to our business.

3. *Personal Trading*

The IPS Code of Ethics also addresses personal trading by our officers, managing principals and employees and their related accounts. In this regard, the Code of Ethics obligates these parties to report their trading activity to the company's Chief Compliance Officer on a periodic basis. In addition, they must receive the Compliance Officer's permission before investing in IPOs, private placements or other limited offerings. The Code of Ethics also contains provisions designed to prevent IPS employees from improperly trading on inside information and it emphasizes the importance of maintaining the confidentiality of sensitive information learned about clients.

ITEM 12: BROKERAGE PRACTICES

IPS does not select broker-dealers or place trades on behalf of clients. Where IPS buys or sells mutual funds on a client's behalf, it transacts directly with the fund complex or through the custodian. Other than conducting searches for commission recapture and transition management providers, IPS also does not recommend broker-dealers to clients. See "Searches for Other Third-Party Service Providers" in Item 4 above for more information. IPS does not receive client referrals or other benefits in connection with rendering such advice.

ITEM 13: REVIEW OF ACCOUNTS

As explained in Item 4 above, systematic performance and compliance reviews of client accounts lie at the heart of IPS's consulting services. Such reviews are typically conducted on a quarterly basis, although in a limited number of cases, the review may be semiannual; in other cases, the review could be monthly. Depending on the level of service the client selects, these reviews are conducted by or under the supervision of the CEO and/or the Investment Committee. Clients receive written performance and consulting reports consistent with their chosen level of service.

ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION

IPS does not provide compensation or any other benefit to any third parties for client referrals. Nor, with one exception, do we receive any form of revenue, remuneration or benefit from any entities or individuals other than the fees we receive directly from our clients under the terms of our written contracts.

As noted in Item 10 above, IPS hosts EPIC, an educational conference that explores various investment topics relevant to plan fiduciaries and professionals concerned about meeting their investment objectives. In addition to plan trustees, attorneys, actuaries, accountants and administrators, investment managers, custodians, and other third-party service providers such as commission recapture and transition management providers may also pay to attend the conference. The registration fees charged to investment managers are higher than those charged to other attendees, and are used to defray the costs of the conference not covered by other attendees' fees. IPS has in the past earned a profit from

presenting this conference, and may continue to do so in the future. Due to the impacts of the global pandemic, EPIC was last hosted in May 2019.

IPS acknowledges that this situation may present a conflict of interest. In order to address this potential conflict, IPS has adopted policies and procedures reasonably designed to ensure the integrity of its manager, custodian and other third-party service provider search process. Among other things, such parties are informed that in undertaking searches on behalf of clients, IPS will not give preferential treatment to entities who pay to attend EPIC. In addition, search lists provided to clients disclose which parties on the list have paid to attend EPIC in the most recent year in which the conference was held and quarterly performance reports disclose the entire list of parties that attended.

ITEM 15: CUSTODY

IPS does not have custody of client assets.

ITEM 16: INVESTMENT DISCRETION

As explained in Item 4 above, in limited circumstances IPS has discretionary authority to select investment managers, including managers of mutual funds, ETFs and other pooled investment vehicles, and to direct the rebalancing of portfolios for clients who subscribe to Discretionary Consulting Services. In such cases, IPS's discretionary authority is expressly stated in the client contract. IPS does not otherwise have discretionary authority to manage securities on clients' behalf.

ITEM 17: VOTING CLIENT SECURITIES

Non-discretionary clients of IPS retain the responsibility for receiving and voting proxies for all securities maintained in their portfolios. In instances where IPS does not have authority to vote client proxies, it is the responsibility of the client to instruct the relevant custodian bank or banks or prime broker to mail proxy material directly to such client.

Generally, discretionary clients of IPS also retain the responsibility for receiving and voting proxies for all securities maintained in client portfolios and may delegate such authority to a third-party manager or proxy voting service. IPS does not exercise any proxy voting authority on behalf of these clients.

However, IPS may in limited circumstances vote mutual fund and other commingled fund proxies on behalf of discretionary clients where IPS is specifically granted proxy voting authority pursuant to the agreement between the client and IPS. In these cases, IPS will vote in the best interest of shareholders, as determined by IPS in accordance with its written proxy voting policy. Such clients may instruct IPS on how to vote proxies received in connection with securities held in the client's account. If IPS does not receive instructions from a client on how to vote a particular solicitation, IPS will vote in accordance with its written proxy voting policy.

Occasions may arise where IPS has a potential conflict of interest in connection with the proxy voting process. If a material conflict of interest exists, the Chief Compliance Officer will determine whether it is appropriate to disclose the conflict to the affected client, to give the client an opportunity to vote the proxy themselves, or to address the voting issue through other objective means such as abstaining, voting in a manner consistent with a predetermined voting policy, or receiving an independent third party voting recommendation.

A client may obtain a complete copy of the proxy voting policy and/or information on how IPS voted proxies related to mutual funds and other commingled funds held in the client's account by contacting IPS at (912) 352-2862.

ITEM 18: FINANCIAL INFORMATION

IPS does not require or solicit prepayments of more than \$1,200 from clients six months or more in advance, does not know of any financial condition that is reasonably likely to impair its ability to meet its contractual commitments to its clients, and has not been the subject of any bankruptcy proceeding.