

Part 2A of Form ADV: *Firm Brochure*

Mack Investment Securities, Inc.

211 Waukegan Road
Suite 300
Northfield, IL 60093

Telephone: 847-657-6600

Email:

Compliance@MackTracks.com

Web Address: www.MackTracks.com

3/30/2023

This brochure provides information about the qualifications and business practices of Mack Investment Securities, Inc. If you have any questions about the contents of this brochure, please contact us at 847-657-6600 or Compliance@MackTracks.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.

Registration with the SEC or with any state securities authority does not imply a certain level of skill or training.

Additional information about Mack Investment Securities, Inc. is available on the SEC website at www.adviserinfo.sec.gov. You can search the site by a unique identifying number called a CRD number. Our CRD number is 17643.

Item 2 Material Changes

This brochure (“Brochure”) is dated March 31, 2023 and is an annual update to the Brochure. Clients should carefully review this Brochure in its entirety. Mack Investment Securities, Inc. has made the following updates since the previous Brochure that was filed on March 31, 2022:

Material Changes to our business:

The Firm updated its use and risks of exchange traded funds, leveraged and inverse, in certain models and strategies.

The Firm updated its proxy voting processes.

Item 3 Table of Contents

Item 2 Material Changes	2
Item 3 Table of Contents.....	3
Item 4 Advisory Business	4
Item 5 Fees and Compensation	15
Item 6 Performance-Based Fees and Side-By-Side Management.....	211
Item 7 Types of Clients	211
Item 8 Methods of Analysis, Investment Strategies and Risk of Loss.....	221
Item 9 Disciplinary Information.....	243
Item 10 Other Financial Industry Activities and Affiliations.....	244
Item 11 Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	276
Item 12 Brokerage Practices	298
Item 13 Review of Accounts.....	310
Item 14 Client Referrals and Other Compensation	321
Item 15 Custody	331
Item 16 Investment Discretion	332
Item 17 Voting Client Securities.....	332
Item 18 Financial Information.....	343

Item 4 Advisory Business

Mack Investment Securities, Inc. ("MIS") is an SEC-registered investment adviser with its principal place of business located in Illinois. MIS began conducting business in 1986.

Listed below are the firm's principal shareholders (i.e., those individuals and/or entities controlling 25% or more of this company).

- Stephen W. Mack, President, through his Living Trust

Mack Investment Securities, Inc. offers the following advisory services to our clients:

INVESTMENT SUPERVISORY SERVICES ("ISS") INDIVIDUAL PORTFOLIO MANAGEMENT

Our firm provides 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 and manage a client's personal investment portfolio based those discussions and the best interests of the client. During our data-gathering process, we determine the client's individual objectives, time horizons, risk tolerance, and liquidity needs. As appropriate, we also review and discuss a client's prior investment history, as well as family composition and background.

We manage these advisory accounts on a discretionary and non-discretionary basis. Account supervision is guided by the client's stated objectives (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.

Our investment recommendations are not limited to any specific product or service offered by a broker-dealer or insurance company and will generally include advice regarding the following securities:

- Exchange-listed securities
- Securities traded over the counter
- Corporate debt securities (which may include commercial paper)
- Certificates of deposit
- Municipal securities
- Fixed and Fixed Indexed annuities
- Variable life insurance
- Variable annuities and Registered Indexed Linked Annuities
- Mutual fund shares

Because some types of investments involve certain additional degrees of risk, they will only be implemented/recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity, and suitability.

INVESTMENT SUPERVISORY SERVICES ("ISS") MODEL STRATEGY MANAGEMENT

Our firm provides portfolio management services to clients using model asset allocation portfolios. Each strategy is designed to meet a particular investment goal.

Mack Investment allocates investment assets among various investment strategies that are actively managed by independent or affiliated investment managers that serve as sub-advisors to our Firm's ***Money Managers Plus Program (MMP)***. We also offer a form of direct investment Management where we can purchase individual equity and fixed income securities and/or mutual funds for our clients.

Money Managers Plus Program (MMP)

MIS, on a discretionary basis, selects for its clients various investment advisors and/or subadvisors that it believes can forecast financial market trends and act on those trends to the benefit of MIS' clients. It selects these subadvisors based on their past performance, although past performance is no guarantee of future results. In MIS's selection process, MIS also considers the subadvisor's past success in reducing exposure to markets when risk is higher while providing acceptable performance as determined by MIS. In so doing, MIS is authorized, without prior consultation with the client, to allocate client investment assets in and among various subadvisors, independent and affiliated investment managers and/or asset allocation programs created by MIS, on a discretionary basis, consistent with the client's investment objectives, including terminating the services of any designated subadvisor and reallocating such assets to a different MIS designated subadvisor. One or more subadvisors may each provide advice for a separate portion of a client's account. The appropriate subadvisors are selected by MIS for, and routinely with, each of its clients based on matching the styles of subadvisors with individual client's investment objectives. MIS also attempts to place clients with subadvisors whose styles complement each other. MIS in turn monitors the activities of these subadvisors and their overall performance but does not undertake supervision of the individual trades of these subadvisors. MIS may, at its sole discretion, reject or defer trade instructions as well as to place trades that may not have been instructed by subadvisors if MIS feels these actions may be in the interest of its clients. The subadvisors engaged by MIS for its clients often utilize mutual funds to attempt to meet client's objectives and switch funds within the same family or, if applicable, to other funds where the transfer, in most cases, will not cause the client to incur a load commission. Funds invested may, at times, be subject to early redemption charges. Some subadvisors for some of MIS' clients use stock, bonds and other securities instead of, or with, mutual funds. The exact strategy or strategies depends on the advisor, subadvisor or subadvisors selected. Accounts may differ in their model holdings on an account-by-account basis.

Current Management Strategies include:

These first strategies are run by our firm.

- ***Modified Risk:*** The Modified Risk portfolio is run by our President, Stephen W. Mack. This strategy attempts to utilize market sentiment and market trend to implement decisions to increase and decrease risk in a globally invested portfolio. At times, when sentiment is elevated for markets to rise, Modified Risk may reduce its exposure to markets. Money markets are routinely used when risk is reduced. When sentiment is overly negative, Modified Risk may increase its exposure to markets by increasing exposure to markets. In addition, at times when our analysis indicates market trends may be moving lower, Modified Risk may reduce exposure to markets. When our analysis indicates market trends may be moving higher, Modified Risk may increase exposure to markets. We may vary from these strategies when it is thought to be best for the portfolio. This strategy may remain in risk investments or money

markets for extended periods of time. Fees continue to be assessed as this strategy continues to be monitored for the potential of a change to increased or reduced risk levels. The portfolio may invest in a wide range of leading asset classes that may include domestic and foreign equity markets, commodities, stocks, bonds, currency, and a variety of other asset classes. This is accomplished through the primary use of Exchange Traded Funds ("ETFs") but may also include mutual funds, stocks, and bonds. This strategy may include the use of leverage to increase exposure to markets. Leveraged mutual funds and ETFs seek to deliver multiples of the performance of the index or benchmark they track and could magnify any losses or gains. This strategy may also invest a portion of its balances into inverse investments which may benefit by seeking gains in falling markets but could also lose in rising markets. Modified Risk accounts may differ in their holdings on an account-by-account basis.

- ***Dividend Leaders:*** Dividend Leaders is run by our President, Stephen W. Mack. This strategy tends to use mutual funds and may use exchange traded funds and unit investment trusts to attain portfolio income in addition to potential stock market gain. The investments used and those that may be used in this portfolio contain market risk and may lose capital if markets fall as well as if interest rates rise. It is not unusual for this strategy to concentrate all of its assets in one to three securities. When used, the unit investment trusts in this strategy typically mature after 12-15 months of inception. As these trusts mature funds will normally, at the manager's discretion, be reinvested in new unit investment trusts or mutual funds with similar goals. This strategy may also invest a portion of its balances into inverse investments which may benefit by seeking gains in falling markets but could also lose in rising markets. Dividend Leaders accounts may differ in their holdings on an account-by-account basis.

- ***Focused Aggressive:*** The Focused Aggressive portfolio is run by our President, Stephen W. Mack. We use the terms Focused and Aggressive to describe this strategy. Focused means we may invest in a very limited number of securities when invested and Aggressive means we may concentrate the portfolio in investments that could be considered significantly riskier including commodities such as gold and inverse investments which may benefit by seeking gains in falling markets. This strategy attempts to utilize market sentiment and technical indicators including those that may point to elevated risk when markets are relatively high and reduced risk when markets are relatively low. The strategy implements risks in a globally invested allocation. At times, when sentiment is elevated for markets to rise, Focused Aggressive may substantially reduce its exposure. Money markets and investments with inverse relationships to markets are routinely used when risk is to be reduced. When sentiment is overly negative, Focused Aggressive may increase its exposure to markets by increasing exposure to markets. In addition, at times when our analysis indicates market trends may be moving lower, Focused Aggressive may reduce exposure to markets. When our analysis indicates market trends may be moving higher, Focused Aggressive may increase exposure to markets. We may vary from these strategies when it is thought to be best for the portfolio. This strategy may remain in risk investments or money markets for extended periods of time. Fees continue to be assessed as this strategy continues to be monitored for the potential of a change to increased or reduced risk levels. The portfolio may invest in a wide range of leading asset classes that may include domestic and foreign equity markets, commodities, stocks, bonds, currency, and a variety of other asset classes. This is accomplished through the primary use of Exchange Traded Funds ("ETFs") but may also include mutual funds, stocks, and bonds. This strategy may include the use of leverage to increase exposure to markets. Leveraged mutual funds and ETFs seek to deliver multiples of the performance of the index or benchmark they track and could magnify any losses or gains. This strategy may also invest a portion of its balances into inverse investments which may benefit by seeking gains in falling markets but could also lose in rising markets. Focused Aggressive accounts may differ in their holdings on an account-by-account basis. Returns are not published for this portfolio at this time.

• **Strategic Models:** The Strategic Aggressive and Conservative portfolios are run by our firm. The two strategies attempt to consider mutual funds whose performance has shown more stability in falling markets while participating in rising markets. The strategy also considers mutual funds whose performance may indicate higher long-term returns. Peer performance is reviewed as part of the selection process. At times, if management considers risk elevated, hedging strategies may be used. The hedging strategies may include inverse mutual funds or exchange traded funds (ETFs), which typically hold electronic futures and equity positions, in an effort to increase or decrease risk. Strategic Aggressive will consider higher volatility funds as compared to Strategic Conservative. Funds may be held in these mutual funds for extended periods. These strategies may include the use of leverage to increase exposure to markets. Leveraged mutual funds and ETFs seek to deliver multiples of the performance of the index or benchmark they track and could magnify any losses or gains. These strategies may also invest a portion of their balances into inverse investments which may benefit by seeking gains in falling markets but could also lose in rising markets. The investments used and those that may be used in this portfolio contain market risk should be expected to lose capital when markets fall as well as if hedging strategies are not successful. Strategic model accounts may differ in their holdings on an account-by-account basis.

• **Kelty Strategic Income:** Kelty Strategic Income (KSI) is an investment strategy utilizing advice from John Kelty, one of our investment advisor representatives (IAR) and a registered broker with Mack Investment Securities, Inc., a FINRA registered broker-dealer. KSI examines current income opportunities for its investors. Although the core goal of KSI is to attempt to take advantage of income opportunities offered by taxable situations, KSI may also invest a portion of its funds into municipal and growth and income securities. Most often, KSI invests into income-oriented exchange traded funds, open and closed end mutual funds. Often these funds may use leverage to increase exposure to their markets. Leveraged mutual funds seek to deliver multiples of the performance of the index or benchmark they track and could magnify any losses or gains. As with any income securities, gains and losses may be generated by interest rate changes. A decline in interest rates is often associated with gains in income-oriented securities while an increase in interest rates is often associated with losses in income-oriented securities. Investors should consider these risks prior to investing in this strategy. At times, KSI may invest some or all of its investments into money markets to attempt to reduce potential declines in values due to interest and credit market risks. KSI accounts may differ in their holdings on an account-by-account basis.

• **Kelty Municipal Income:** Kelty Municipal Income (KMI) is an investment strategy utilizing advice from John Kelty, one of our investment advisor representatives (IAR) and a registered broker with Mack Investment Securities, Inc., a FINRA registered broker-dealer. KMI examines current income opportunities concentrating on the municipal type for its investors. Although the core goal of KMI is to attempt to take advantage of tax-free municipal income opportunities, KMI may also invest a portion of its funds into taxable municipal obligations, taxable securities as well as growth and income securities. Most often, KMI invests into income-oriented exchange traded funds, open and closed end mutual funds. Often these funds may use leverage to increase exposure to their markets. Leveraged mutual funds seek to deliver multiples of the performance of the index or benchmark they track. Leverage used in mutual funds could magnify any losses or gains. Investors should consider as with any income securities, gains and losses may be generated by interest rate changes. A decline in interest rates is often associated with gains in income-oriented securities while an increase in interest rates is often associated with losses in income-oriented securities. these risks prior to investing in this strategy. At times, KMI may invest some or all of its investments into money markets to attempt to reduce

potential declines in values due to interest and credit market risks. KMI accounts may differ in their holdings on an account-by-account basis.

- ***Kelty Growth & Income:*** Kelty Growth & Income (KGI) is an investment strategy utilizing advice from John Kelty, one of our investment adviser representatives (IAR) and registered broker with Mack Investment Securities., a FINRA registered broker-dealer. KGI examines growth and income opportunities considering the goals, objectives, and input of a particular client. Most often, KGI invests in global growth and income-oriented exchange traded funds, open and closed mutual funds. KGI's goal is to moderate risk through a diversified approach. As with any securities, gains and losses may be generated by investing in the market. This strategy may include the use of leverage to increase exposure to markets. Leveraged mutual funds and ETFs seek to deliver multiples of the performance of the index or benchmark they track and could magnify any losses or gains. This strategy may also invest a portion of its balances into inverse investments which may benefit by seeking gains in falling markets but could also lose in rising markets. Investors should consider these risks prior to investing in this strategy. At times, KGI may invest some or all of its investments into money market to attempt to reduce potential declines in values due to interest rate and credit risks. KGI account may differ in their holdings on account-by-account basis.
- ***RPI Global:*** RPI Global is an investment strategy utilizing advice from Norman Chiodras, one of our investment adviser representatives (IAR) and registered broker with Mack Investment Securities, Inc., a FINRA registered broker-dealer. The strategy seeks to take advantage of mid and long-term trends in the broad stock market. The model can invest in a broad category of securities, including bonds, emerging markets, foreign and domestic stocks, precious metals, and commodities. The strategy will also hedge at times by moving to cash or purchasing mutual funds and exchange traded funds (ETFs) which are designed to move in the opposite direction of the underlying sector. These investments typically hold electronic futures and equity positions. Inverse ETFs (also called "short" funds) seek to deliver the opposite of the performance of the index or benchmark they track. While these inverse investments may benefit by seeking gains in falling markets, they could also lose in rising markets. ETFs utilized may also be leveraged. Leveraged ETFs seek to deliver multiples of the performance of the index or benchmark they track and could magnify any losses or gains. The goal of the strategy is to attempt to increase exposure to equities in rising markets and decrease exposure in declining markets. Investors in this strategy should expect the potential of higher volatility with frequent trading.
- ***RPI Precious Metals:*** RPI Precious Metals is an investment strategy utilizing advice from Norman Chiodras, one of our investment adviser representatives (IAR) and registered broker with Mack Investment Securities., a FINRA registered broker-dealer. The strategy seeks to take advantage of mid- and long-term trends in gold and silver stock and metal prices. The model can concentrate investments in precious metal mining companies as well as securities representing physical gold and silver. It may also invest in ETFs representing physical gold, palladium, platinum, and silver. The strategy will also hedge, at times, by moving to cash or purchasing inverse mutual funds and ETFs. Inverse ETFs (also called "short" funds) seek to deliver the opposite of the performance of the index or benchmark they track. While these inverse investments may benefit by seeking gains in falling markets, they could also lose in rising markets. ETFs utilized may also be leveraged. Leveraged ETFs seek to deliver multiples of the performance of the index or benchmark they track and could magnify any losses or gains. Investors in this strategy should expect the potential of higher volatility with frequent trading.

SEI Investments Company (SEI) - SEI is a custodian utilized primarily by Norman Chiodras, one of our investment adviser representatives (IAR) and a registered broker with Mack Investment Securities, Inc., a FINRA registered broker-dealer. Mr. Chiodras actively trades these advisory accounts. Mr. Chiodras' recommendations generally follow seasonality and cycle-based market trends. The advisory accounts often maintain positions in precious metals and commodities. It is normal for Mr. Chiodras to seek client agreement to trades prior to their placement. The preferred communication method for agreement to trades is through email but may also be done by phone or mail. These communications explain events that may cause the manager to proceed with trades already approved by email, phone, or mail. It is possible that a significant amount of time may pass before approved changes in portfolios are executed. Such timing is determined by the manager.

Variable Annuities - Strategies used in Modified Risk (see above for description) are often used to increase or decrease market exposure in variable annuities advised by MIS. In addition, MIS may choose manager strategies offered by the variable annuities as alternatives for investment. Variable annuities are considered long-term investments and carry many types of fee structures. Prospectus should be reviewed prior to purchasing these securities or implementing any investment strategy with these products. Changes of investment strategies tend to be long term, and limited trading activity is expected.

The below programs are run by Sub Advisors to our MMP Program:

Contravisory Strategic Equity Strategy: The objective of this technical strategy is capital appreciation through a diversified portfolio of domestic equities. It attempts to outperform the S&P 500, with a particular emphasis on outperforming during down markets. The approach is opportunistic, as the portfolio's investments are not limited to set criteria involving market capitalizations and is agnostic toward growth versus value stocks. Investment decisions result strictly from our proprietary research methodologies, identifying and capitalizing on the long-term relative price trends, both positive and negative, that exist in the market. This strategy is active and should be expected to cause realized gains in taxable portfolios. It is not unusual to have 4-8 transactions in this account each month.

Merit: The Merit Advisors Multi-Sector Bond service is based on a disciplined risk-reduction strategy. It uses a trend-following model that tracks day-to-day price changes in the Lipper High Yield Index, which serves as a proxy for the high yield bond market. The model attempts to identify favorable periods in the high yield market when accounts are invested in selected high yield bond funds. During declining markets, accounts are positioned in money markets. The model does not attempt to forecast changes in interest rates, credit risk or corporate profits. As an active model, this strategy typically generates 4 to 5 purchase and sale transactions (round trips) each year, investing in high yield and multi-sector bond funds or money markets. Historically, the model has been invested in multi-sector, high-yield bonds or other equivalent funds about 65% of the time and money markets the remaining 35%.

BTS Bond Asset Allocation is a tactical investment strategy that attempts to preserve capital and enhance returns by allocating assets to what BTS believes is the bond sector producing the highest current returns. To accomplish this, BTS uses proprietary and technical tools in its analysis and model, derived from more than 40 years of operation and scrutiny. The principal strategy consists of investing in mutual funds and ETFs holding three core asset classes: high yield bonds, government bonds, and money markets. In certain situations, the strategy may invest in mutual funds and ETFs holding a percentage of other bond classes (ie. International bonds, corporate bonds, municipal bonds). Certain

mutual funds and ETFs used in the strategy, when not in money market instruments, may be non-diversified, hold derivatives and use leverage. Most often, BTS provides instructions to buy or sell either high-yield bond mutual funds and/or ETFs. MIS may take suggestions for the securities to purchase or choose securities it feels best fit the goals of the BTS choice.

BTS Seasonality/BAA. The goal of the Select Seasonality/Bond Asset Allocation Portfolio ("Select Seasonality/BAA") is to take advantage of trends in the stock and high yield bond markets. The portfolio aims to be invested in stock funds during the historically favorable portion of the year and out of stock funds during the historically less favorable portion. When the portfolio is not invested in stocks, it moves assets among high yield bond, government bond, and money market funds. Certain mutual funds and ETFs used in the strategy, when not in money market instruments (as in the above BTS Bond Asset Allocation strategy), may be non-diversified, hold derivatives, and use leverage. BTS uses a broad range of market trend data, technical analysis, and economic factors to choose the sectors that BTS believes will perform best in the current market environment. The historically favorable market period is considered approximately November-April; the historically unfavorable market period is considered approximately May-October. BTS may issue a buy or sell for Seasonality BAA outside of the historically favorable and unfavorable periods when economic indicators or market situations dictate.

Capital Advisors 360: "The Risk Manager" or "TAAP" is a longer- term, tactically managed asset allocation strategy employing index funds and exchange traded funds (ETFs). Exposure to asset classes is unrestrained and determined by the readings of technical and fundamental market models. The strategy offers signals provided by David D. Moenning, Chief Investment Officer of Heritage Capital Research, an independent, privately owned, investment research firm located in the Denver area. Heritage Capital Research is affiliated with Eastsound Capital Advisors, LLC, Eastsound, Washington.

Morningstar Managed Portfolios. Morningstar offers diversified, core portfolios employing a research-driven asset allocation process and independent approach to selecting best-in-class active managers. Mack Investment selects portfolios from active and passive offerings available to our firm on the AXOS Advisor Services ("AXOS," formerly E-Trade) multi-manager platform for its clients to invest. Morningstar portfolios contain risk and may result in losses.

Through personal discussions with the client in which the client's goals and objectives are established, we determine if the model portfolio is suitable to the client's circumstances. Once we determine the suitability of the portfolio, the portfolio is managed based on the portfolio's goal, rather than on each client's individual needs. Clients, nevertheless, can place reasonable restrictions on the types of investments to be held in their account. Clients retain individual ownership of all securities.

Our investment recommendations are not limited to any specific product or service offered by a broker dealer or insurance company and will generally include advice regarding the following securities:

- Exchange-listed securities
- Unit Investment Trusts
- Securities traded over the counter
- Corporate debt securities (other than commercial paper)
- Certificates of deposit
- Municipal securities
- Fixed and Fixed Indexed annuities

- Variable life insurance
- Variable annuities and Registered Indexed Linked Annuities
- Mutual fund shares
- Options contracts on securities
- Interests in partnerships investing in real estate
- Interests in partnerships investing in oil and gas interests

Because some types of investments involve certain additional degrees of risk, they will only be implemented/recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity, and suitability.

To ensure that our initial determination of an appropriate portfolio remains suitable and that the account continues to be managed in a manner consistent with the client's financial circumstances, we will:

1. send periodic reminders to each Model Portfolio Management Services client requesting any updated information regarding changes in the client's financial situation and investment objectives;
2. at least annually, contact each participating client to determine whether there have been any changes in the client's financial situation or investment objectives, and whether the client wishes to impose investment restrictions or modify existing restrictions;
3. be reasonably available to consult with the client; and
4. maintain client suitability information in each client file.

INDIVIDUAL PORTFOLIO MANAGEMENT

Our firm provides non-continuous asset management of client funds based on the individual needs of the client. Through personal discussions in which goals and objectives based on the client's particular circumstances are established, we develop the client's personal investment plan. We create and manage a portfolio based on that plan. During our data-gathering process, we determine the client's individual objectives, time horizons, risk tolerance, and liquidity needs. As appropriate, we may also review and discuss a client's prior investment history, as well as family composition and background.

We manage these advisory accounts on a discretionary basis. Account supervision is guided by the client's stated objectives (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.

Once the client's portfolio has been established, we review the portfolio periodically, and if necessary, re-balance the portfolio, based on the client's individual needs.

Our investment recommendations are not limited to any specific product or service offered by a broker-dealer or insurance company and will generally include advice regarding the following securities:

- Exchange-listed securities
- Securities traded over the counter
- Fixed and Fixed Indexed annuities
- Variable life insurance

- Variable annuities and Registered Indexed Linked Annuities
- Unit Investment Trusts

Because some types of investments involve certain additional degrees of risk, they will only be recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity, and suitability.

PENSION CONSULTING SERVICES

We also offer several advisory services separately or in combination. While the primary clients for these services will be pension, profit sharing and 401(k) plans, we offer these services, where appropriate, to individuals and trusts, estates, and charitable organizations. Pension Consulting Services are comprised of four distinct services. Clients may choose to use any or all of these services.

Investment Policy Statement Preparation (hereinafter referred to as "IPS"): We will meet with the client (in person or over the telephone) to determine an appropriate investment strategy that reflects the plan sponsor's stated investment objectives for management of the overall plan. Our firm does not provide a written IPS. If a change is made whereby we offer an IPS, our firm may then prepare a written IPS detailing those needs and goals, including an encompassing policy under which these goals are to be achieved. The IPS may also list the criteria for selection of investment vehicles as well as the procedures and timing interval for monitoring of investment performance.

Selection of Investment Vehicles: We assist plan sponsors in constructing appropriate investment models. We will then review various mutual funds (both index and managed) as well as, in many cases, alternative investments including money markets, CDs, and annuities to determine which investments may be appropriate to implement the client's goals and or IPS. The number of investments to be recommended will be determined by the client, based on the client's goals and or IPS.

Monitoring of Investment Performance: We monitor client investments continually, based on the procedures and timing intervals requested by the plan sponsor or delineated in the Investment Policy Statement. Although our firm may not be involved in any way in the purchase or sale of these investments, we supervise the client's portfolio and may make recommendations to the client as market factors and the client's needs dictate.

Employee Communications: For pension, profit sharing and 401(k) plan clients with individual plan participants exercising control over assets in their own account ("self-directed plans"), we may also provide periodic educational support and investment workshops designed for the plan participants. The nature of the topics to be covered will be determined by us and the client under the guidelines established in ERISA Section 404(c). The educational support and investment workshops will NOT provide plan participants with individualized, tailored investment advice or individualized, tailored asset allocation recommendations.

FINANCIAL PLANNING

We offer financial planning services. Financial planning is an evaluation of a client's current and future financial state by using currently known variables to attempt to predict future cash flows, asset values and withdrawal plans. Through the financial planning process, questions, information, and analysis are considered as they impact and are impacted by the financial and life situation of the client. Clients purchasing this service receive a written report which provides the client with a financial plan or proposal designed to assist the client achieve his or her financial goals and objectives.

In general, the financial plan may address any or all of the following areas:

- **PERSONAL:** We often review family records, budgeting, personal liability, estate information and financial goals.
- **TAX & CASH FLOW:** We may analyze the client's income tax and spending and planning for past, current and future years; then illustrate the impact of various investments on the client's current income tax and future tax liability.
- **INVESTMENTS:** We may analyze investment alternatives and their possible effect on the client's portfolio.
- **INSURANCE:** We may review existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home, and automobile. It is normal for us to not comment nor provide analysis in relation to many or all of these types of risks.
- **RETIREMENT:** We may analyze current strategies and investment plans to help the client achieve his or her retirement goals.
- **DEATH & DISABILITY:** We may review the client's cash needs at death, income needs of surviving dependents, estate planning and disability income.
- **ESTATE:** We may assist the client in assessing and developing long-term strategies, including as appropriate, living trusts, wills, review estate tax, powers of attorney, asset protection plans, nursing homes, Medicaid, and elder law.

It is normal for us to gather required information through in-depth personal interviews. Information gathered includes the client's current financial status, tax status, future goals, returns objectives and attitudes towards risk. We carefully review documents supplied by the client, including a questionnaire completed by the client, and prepare a written report often including a list of recommendations. Should the client choose to implement the recommendations, we may suggest the client work closely with his/her attorney, accountant, insurance agent, and/or stockbroker. Implementation of financial planning recommendations is entirely at the client's discretion. As part of our financial planning, we routinely provide consolidated reports showing client's assets and liabilities. When these reports are provided to clients, we seek input for any values not represented by our firm as agent or advisor. We remind clients to verify all entries with custodial statements, the formal record of securities held in their accounts. Consolidated reports are provided as a value-added service.

We may also provide general non-securities advice on topics that may include tax and budgetary planning, estate planning and business planning.

Exchange-listed securities

- Securities traded over the counter
- Corporate debt securities (other than commercial paper)
- Certificates of deposit
- Municipal securities
- Fixed and Fixed Indexed annuities
- Variable life insurance
- Variable annuities and Registered Indexed Linked Annuities
- Unit Investment Trusts

- Mutual fund shares
- Options contracts on securities
- Futures contracts on tangibles
- Interests in partnerships investing in real estate
- Interests in partnerships investing in oil and gas interests

Typically, a financial plan and or report is presented to the client within six months of the contract date, provided that all information needed to prepare the financial plan or report has been promptly provided. The plan or report typically includes a detailed balance sheet, income and expense analysis and recommended allocation of funds.

LIMITATIONS: As representatives of MIS are registered as representatives of a broker-dealer and/or as insurance agents/brokers of various insurance companies, recommendations made in financial plans are limited to only those products offered through these companies and assets directly related to the client's financial plan such as a retirement plan not under the custody of MIS.

ADVISORY REFERRAL SERVICES

MIS may act as a solicitor on behalf of various independent registered investment advisers. Based on a client's individual circumstances and needs, we will assist the client in determining which independent adviser's portfolio management services may be appropriate for that client. Factors considered in making this determination, including account size, risk tolerance, and a client's investment experience, are discussed during our consultation with the client. Mack Investment Securities, Inc. will meet with the client on a periodic basis, or as determined by the client, to review the account. We may, when needed, suggest changes in the client's portfolio ("reallocating" and/or "re-balancing") to more effectively address each client's goals. The client may then instruct the independent adviser to make any or all of the changes we recommended. These recommendations are our own and are neither recommended nor approved by any independent advisers.

Any reallocating of the portfolio is done with the client's approval and will be reviewed and implemented by the independent investment adviser. At the time of conducting the advisory solicitation, MIS will ensure that all federal and/or statespecific requirements governing solicitation activities are met.

PUBLICATION OF PERIODICALS

MIS publishes a periodic newsletter providing general information on various financial topics including, but not limited to market conditions, estate and retirement planning, economic and fiscal trends. No specific investment recommendations are provided in this newsletter and the information provided does not purport to meet the objectives or needs of any individual. This newsletter is distributed free of charge to our advisory clients.

MARKET TIMING SERVICES

MIS provides the management of individual clients' portfolios, rendering advice as to the advisability of moving from one mutual fund to a defensive fund (within the same family of funds) in an attempt to capture gains during rising market periods and to preserve the client's capital during falling market periods. Our market timing service is of a continuous nature, evaluating holdings and market positions on a periodic basis, most often monthly. We will attempt to move funds from one specific fund group to a money market fund (within the same family if fees may otherwise be imposed) when the capital improvement potentiality is in question. The funds may be switched back to the same type of fund only when qualified factors indicate growth possibilities. Clients often use our advice to move their funds on

their own within a mutual fund family.

To effectively manage client funds, we request that each client provide the firm with discretionary authority to effect conversions between mutual funds on the client's behalf. Our agreement authorizes this authority. This authority may be used in both mutual fund families as well as variable annuities.

It is also noted that certain mutual funds allow for telephone or internet web-based switching services. This is perhaps the quickest way in which to effect a transaction on the client's behalf. As such, our firm may offer this service to a client, if the particular mutual fund or variable annuity under timing consideration has provisions for telephone or internet web-based switching privileges. If market conditions were to change rapidly, we may be able to assist our clients in achieving an acceptable return, given the individual circumstances.

Our primary objective is to attempt to preserve and attempt to increase the aggregate capital funds of clients with this as their goal.

CONSULTING SERVICES

Clients can also receive investment advice on a more focused basis. This may include advice on only an isolated area(s) of concern such as estate planning, retirement planning, or any other specific topic. We may also provide specific consultation and administrative services regarding investment and financial concerns of the client.

Assignment. Neither MIS nor the client may assign the *Investment Advisory Agreement* or *Financial Planning and Consulting Agreement* without the prior consent of the other party. Transactions that do not result in a change of actual control or management of MIS shall not be considered an assignment.

MIS also advises on exchange-traded funds (ETF) and closed-end funds. In addition, MIS advises on inverse ETFs which are leveraged long and short mutual funds that are designed to perform in an inverse relationship to certain market indices. Due to the leverage component of the ETFs, there may be additional risk to such investments.

Amount of managed assets.

As of 12/31/2022, we were actively managing \$153,622,997 of clients' assets on a discretionary basis plus \$49,862,847 of clients' assets on a non-discretionary basis.

Item 5 Fees and Compensation

INVESTMENT SUPERVISORY SERVICES ("ISS") INDIVIDUAL PORTFOLIO MANAGEMENT FEES

Our annual fees for Investment Supervisory Services are based upon a percentage of assets under management and generally range from 1.00% to 2.25%.

Our fees are billed monthly, at the end of each month based upon the value (market value or fair market value in the absence of market value), of the client's account at the end of billing period. Fees will be debited from the account in accordance with the client authorization in the Client Services Agreement.

For the SEI accounts, fees are billed quarterly based upon the value of the client's account on the last day of the quarter. For variable annuity accounts, the underlying insurance companies most often bill accounts for riders on an annual basis. Fees and expenses in variable annuities are disclosed in their prospectus which should be reviewed before investing. MIS views assets which generate ongoing compensation fees provided by insurance companies for investment into their variable annuities as

advisory assets when clients enter into an advisory agreement with MIS.

A minimum of \$25,000 of assets under management is generally necessary for this service. A minimum of \$100,000 may be necessary for several of the managers in our Money Managers Plus program. These account sizes may be negotiable under certain circumstances. MIS may group certain related client accounts for the purposes of achieving the minimum account size and determining the annualized fee.

Money Manager Plus Program (MMP) Annual Management Fee 1.25% - 2.25% per year (0.1042% - 0.1875% per month)

Transaction Costs for MMP Program: MIS covers the transaction costs in some third-party adviser programs and not in others.

Client's portfolio transactions may be executed with or without a commission charge. In cases without a commission charge in a fee arrangement, an SEC execution fee will still be assessed. In evaluating such an arrangement, the client should also consider that, depending upon the level of the fee charged by the broker-dealer, the amount of portfolio activity in the client's account, and other factors, the fee may or may not exceed the aggregate cost of such services if they were to be provided separately. We will review with clients any separate program fees that may be charged to clients.

Generally, there are higher transaction costs associated with individual equity securities purchased by third party money managers. As a result of this higher transaction costs, there are higher costs associated with liquidating or re-allocating that portion of a client's account at a later date if a client decides not to have their account managed by such subadvisor. Clients utilizing subadvisors who invest in individual securities agree that, upon termination of such subadvisor, the client shall incur transaction fees to liquidate the account, the cost of which shall be debited by MIS directly from the client's account (see additional disclosure below). If, however, a client agrees to have their accounts liquidated in connection with the next series of transactions changing the composition of the accounts of MIS for several selected subadvisor(s), no additional stock trading costs will be assessed. Unless clients specify in writing how they want their account to be liquidated, MIS will assume that the clients desire to have the portion of their account for which the selected subadvisor has purchased individual securities liquidated with the next series of transactions changing the composition of the accounts for which the selected money manager is the subadvisor.

Limited Negotiability of Advisory Fees: Although MIS has established the aforementioned fee schedule(s), we retain the discretion to negotiate alternative fees on a client-by-client basis. Client facts, circumstances and needs are considered in determining the fee schedule.

These include the complexity of the client, assets to be placed under management, anticipated future additional assets; related accounts; portfolio style, account composition, reports, among other factors. The annual fee schedule is identified in the contract between the adviser and each client.

MIS's management fee for the Money Manager Plus Program is payable at the end of each calendar month, based on the value of the assets in the account on the last trading day of the month. Such fees will be calculated according to the above percentage applied to the amount in the account. No proration is made to reflect deposits into client accounts, withdrawals from client accounts and changes in market value of client accounts during the month. The lack of pro-ration during the advisory relationship may result in clients paying fees that are effectively higher or lower than the amounts stated above. With the fees collected from its clients, MIS pays the fees of the subadvisors. Management fees, if the client consents, are deducted automatically from client accounts on a monthly basis. Clients receive notification of fee deductions from their custodian's consolidated monthly statement. As a result of a client engaging MIS to select and supervise the subadvisors managing the client's account, a client may

pay a higher investment management fee than a client would have paid had the client directly engaged the subadvisors managing the client's account. MIS may be subject to certain conflicts of interest in its selection of subadvisors because certain subadvisors may cost MIS less than other subadvisors or incur lower transaction costs which are presently assumed by MIS. Additionally, MIS may be subject to a conflict of interest because certain subadvisors may charge MIS a lesser fee after certain amounts of MIS client assets are under management of such subadvisor. Notwithstanding such a reduction in a subadvisor's fee, the fee paid by a client to MIS will remain the same percentage of assets under management.

We may group certain related client accounts for the purposes of achieving the minimum account size requirements and determining the annualized fee.

Discounts, not generally available to our advisory clients, may be offered to family members and friends of associated persons of our firm.

Debiting of Fees. MIS's standard investment advisory agreement allows MIS to debit advisory fees directly from client accounts. AXOS or any other custodian or any mutual fund company that a client uses must agree to send to the client a statement at least quarterly indicating all amounts disbursed from the account including the amount of advisory fees paid directly to MIS. It is the client's responsibility to verify the accuracy of the fee calculation. A client's custodian will not, in most cases, determine whether the fee is properly calculated.

INVESTMENT SUPERVISORY SERVICES ("ISS") MANAGER OF MANAGERS FEES

Contractually, we collect fees for our MMP Program and the selected asset manager(s), based on a percentage of the client's assets under management with that manager. Accordingly, our fee, which typically ranges from 1.25% to 2.25%, is included in the MMP program's annual management fee.

Our fees are billed monthly, in arrears, at the end of each month based upon the value (market value or fair market value in the absence of market value), of the client's account at the end of the previous billing period. Fees will be debited from the account in accordance with the client authorization in the Client Services Agreement. Morningstar fees are billed monthly based on average daily account balance.

For SEI accounts, fees are billed quarterly based upon the value of the client's account on the last day of the quarter. For variable annuity accounts, the underlying insurance companies most often bill accounts for riders on an annual basis. Fees in variable annuities are disclosed in their prospectus which should be reviewed before investing. MIS views ongoing fees provided by insurance companies for investment into their variable annuities as advisory assets when clients enter into a Client Services Agreement with MIS.

PORTFOLIO MANAGEMENT SERVICES FEES

Our annual fees for Portfolio Management Services are based upon a percentage of assets under management and generally range from 1.25% to 2.25%.

Our fees are billed monthly, in arrears, at the end of each month based upon the value (market value or fair market value in the absence of market value), of the client's account at the end of the previous billing period. Fees will be debited from the account in accordance with the client authorization in the Client Services Agreement.

A minimum of \$25,000 of assets under management is preferred for this service. A minimum of \$100,000 may be necessary for several of the managers in our Money Managers Plus program. This

account size may be negotiable under certain circumstances. MIS may group certain related client accounts for the purposes of achieving the minimum account size and determining the annualized fee.

Limited Negotiability of Advisory Fees: Although MIS has established the aforementioned fee schedule(s), we retain the discretion to negotiate alternative fees on a client-by-client basis. Client facts, circumstances and needs are considered in determining the fee schedule. These include the complexity of the client, assets to be placed under management, anticipated future additional assets; related accounts; portfolio style, account composition, reports, among other factors. The specific annual fee schedule is identified in the contract between the adviser and each client.

We may group certain related client accounts for the purposes of achieving the minimum account size requirements and determining the annualized fee.

Discounts, not generally available to our advisory clients, may be offered to family members and friends of associated persons of our firm.

MUTUAL FUND PORTFOLIO MANAGEMENT FEES

The fee arrangement, termination, and refund policies are described in the Mutual Fund's prospectus and Statement of Additional Information ("SAI").

PENSION CONSULTING FEES

We charge an annual fee for Pension Consulting Services which ranges from 1.25% to 2.25% of plan assets depending on the services requested and the size of the plan.

Associated persons of MIS can receive commissions for executing securities transactions, or 12b-1 distribution fees from the investment companies chosen by the plan sponsor. In such cases, MIS provides full disclosure to plan sponsors regarding such commissions and fees. MIS will offset any commissions or fees received by such associated persons from asset-based advisory fees charged by MIS for ongoing services. The receipt of such fees and their availability from different vendors may create conflicts of interest.

ADVISORY REFERRAL SERVICES FEES

We do not enter into an advisory agreement with any client nor do we charge a fee to any client for referrals to another Adviser(s). Our fees for such referrals are paid by the referred Adviser(s) who shares with our firm a percentage of the fees received from the client. Client advisory fees are not increased in any way as a result of our referral of any clients to another Adviser(s). We typically receive 50%-75% of the advisory management fee paid by the client to that Adviser. Our investment advisor representatives typically receive 0.75% of the advisory fee collected from the client advisory accounts.

FINANCIAL PLANNING FEES

MIS's Financial Planning fee is determined based on the nature of the services being provided and the complexity of each client's circumstances. All fees are agreed upon prior to entering into a contract with any client.

Our Financial Planning and Consulting fees will typically be charged in one of three ways:

- As a one-time fixed fee, typically ranging from \$2,000 to \$8,000, depending on the nature and complexity of each client's circumstances, payable upon delivery of the financial plan; or
- As an ongoing fixed fee, typically payable in arrears, typically ranging from \$800 to \$5,000 per quarter; or
- On an hourly basis of \$300 to \$500 per hour, with a two-hour minimum payable upon completion of the plan/project

Clients may incur an asset management fee, a financial planning fee or both depending on the financial services desired.

We may request a retainer upon completion of our initial fact-finding session with the client; however, advance payment will never exceed \$1,200 for work that will not be completed within six months. The balance is due upon completion of the plan.

Our Financial Planning fees may be calculated and charged based on assets held in outside investment accounts. In these cases, fee calculations will be provided on a monthly or quarterly basis, based on the value of assets on the last day of the month or quarter, in arrears. Fees for this service are not deducted from client accounts but are paid, instead, directly by the client to Mack.

Fees Offset By Commissions: If a Financial Planning client executes recommended securities transactions through associated persons of our firm in their separate capacities as registered representatives of a broker dealer, these individuals will earn commissions which are separate and distinct from fees charged for advisory services. In some instances, depending on the size of the transaction, advisory fees may be discounted, at our discretion, for commissions earned. Commissions will not be credited towards future advisory fees.

Financial Planning Fee Offset: MIS reserves the discretion to reduce or waive the hourly fee and/or the minimum fixed fee if a financial planning client chooses to engage us for our Portfolio Management Services.

Typically, the client is billed in arrears on a monthly basis as earned or the client is billed quarterly or bi-annually in advance based on our total estimated Financial Planning fees.

PUBLICATION OF PERIODICALS OR NEWSLETTERS

Our annual subscription fee is waived for advisory clients of our firm.

MARKET TIMING SERVICES FEES

For these services, MIS is compensated based on assets under management. Our initial fees are payable and due within 30 days of entering into an Investment Advisory contract.

A negotiated hourly fee may also be charged for additional review time (e.g., other than annual reviews) or other requested services. Hourly fees are typically charged in arrears and will be billed on a monthly basis.

At times, and depending upon individual circumstances, our fees may be negotiable. Furthermore, in isolated cases, based upon unique circumstances and relationships, the fee may be waived in whole or in part, at our discretion.

On an ongoing basis, our fees are typically invoiced in arrears on a monthly basis.

CONSULTING SERVICES FEES

MIS's Consulting Services fee is determined based on the nature of the services being provided and the complexity of each client's circumstances. All fees are agreed upon prior to entering into a contract with any client.

Our Consulting Services fees may be calculated and charged on an hourly basis, typically ranging from \$300 to \$500 per hour. An estimate for the total hours is determined at the start of the advisory relationship.

Our Consulting Services fees may be calculated and charged on a fixed fee basis, typically ranging from \$2,000 to \$8,000, subject to the specific arrangement reached with the client.

Our Consulting Services fees may be charged as a percentage of assets under advisement by our firm, typically ranging from 1.25% to 2.25% of assets under review, depending on the nature and complexity of each client's circumstances, and upon mutual agreement with the client.

Typically, the client is billed monthly in arrears based on actual hours accrued.

Management personnel and other related persons of our firm are licensed as registered representatives of a broker-dealer and/or licensed as insurance agents or brokers. In their separate capacity(ies), these individuals are able to implement investment recommendations for advisory clients for separate and typical compensation (i.e., commissions, 12b-1 fees or other sales-related forms of compensation). This presents a conflict of interest to the extent that these individuals recommend that a client invest in a security which results in a commission being paid to the individuals. Clients are not under any obligation to engage these individuals when considering implementation of advisory recommendations. The implementation of any or all recommendations is solely at the discretion of the client.

GENERAL INFORMATION

Termination of the Advisory Relationship: A client agreement may be canceled at any time, by either party, for any reason upon receipt of 30 days written notice. Upon termination of any account, any prepaid, unearned fees will be promptly refunded. In calculating a client's reimbursement of fees, we will pro rate the reimbursement according to the number of days remaining in the billing period. Since fees in the MMP program are earned and billed in arrears, fees may be due upon any termination. In the event of termination by the client in the first year, the first \$200 of the advisory fee will be deducted to offset the costs of establishing the client's account. Clients may terminate their Agreement without penalty within five business days of entering into their investment advisory agreement with MIS.

Mutual Fund Fees: All fees paid to MIS for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and/or 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. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge. A client could invest in a mutual fund directly, without our services. In that case, the client would not receive the services provided by our firm which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to each client's financial condition and objectives.

Accordingly, the client should review both the fees charged by the funds and our fees to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

AXOS Advisor Services Platform Fees. For services (e.g., trading, reporting, training and support) and participation in Platform, Morningstar (Model Provider) pays AXOS Advisor Services (Provider) a standard fee of ten (10) basis points of the assets associated with Model Provider's Models through Platform ("Platform Fee"). The Platform Fee is prorated based on the number of days in each quarter and charged in arrears based on the average daily account balance during the quarter with a minimum per monthly fee of one thousand dollars (\$1,000).

Morningstar Model Fees. Models provided by Morningstar and allocated within our MMP program at AXOS are billed monthly with assets valued on an average daily balance. This means an investor using a Morningstar model for a portion of a month will have fees assessed based on the average daily balance in the Morningstar model calculated at the end of each month. If a reallocation is made out of a Morningstar model and into another MMP program before the end of a month, an investor could have fees assessed for both an MMP model and a Morningstar model (ADB) for that one month only.

Separately Managed Account Fees: Clients participating in separately managed account programs as

well as several of our MMP program strategies may be charged various program fees in addition to the advisory fee charged by our firm. Such fees may include the investment advisory fees of the independent advisers, which may be charged as part of a fee arrangement. Client's portfolio transactions may be executed with or without a commission charge. In cases without a commission charge in a fee arrangement, an SEC execution fee will still be assessed. In evaluating such an arrangement, the client should also consider that, depending upon the level of the fee charged by the broker-dealer, the amount of portfolio activity in the client's account, and other factors, the fee may or may not exceed the aggregate cost of such services if they were to be provided separately. We will review with clients any separate program fees that may be charged to clients.

Additional Fees and Expenses: In addition to our advisory fees, clients are also responsible for the fees and expenses charged by custodians (typically, this is 0.25% paid quarterly for accounts over \$25,000 and 0.35% for accounts under \$25,000 with a minimum annual custodial fee of \$50 and imposed by broker dealers, including, but not limited to, any transaction charges imposed by a broker dealer with which an independent investment manager effects transactions for the client's account(s). Please refer to the "Brokerage Practices" section (Item 12) of this Form ADV for additional information. In addition, there may be similar custodial fees for other custodians.

ERISA Accounts: MIS is deemed to be a fiduciary to advisory clients that are employee benefit plans or individual retirement accounts (IRAs) pursuant to the Employee Retirement Income and Securities Act ("ERISA"), and regulations under the Internal Revenue Code of 1986 (the "Code"), respectively. . As such, our firm is subject to specific duties and obligations under ERISA and the Internal Revenue Code that include among other things, restrictions concerning certain forms of compensation. To avoid engaging in prohibited transactions, MIS may only charge fees for investment advice about products for which our firm and/or our related persons do not receive any commissions or 12b-1 fees, or conversely, investment advice about products for which our firm and/or our related persons receive commissions or 12b-1 fees, however, only when such fees are used to offset MIS's advisory fees.

Advisory Fees in General: Clients should note that similar advisory services may (or may not) be available from other registered (or unregistered) investment advisers for similar or lower fees.

Commission Transactions

If the client so desires, the client can engage the Registrant's Principals and/or Associated Persons, in their respective individual capacities as registered representatives of MIS (in its separate capacity as an SEC registered and FINRA member broker-dealer) to implement investment recommendations on a fully-disclosed commission basis. If the client chooses to purchase investment products through MIS, brokerage commissions will be charged by MIS to effect securities transactions, a portion of which commissions shall be paid by MIS to Registrant's Principals, as applicable. The brokerage commissions charged by MIS may be higher or lower than those charged by other broker-dealers. In addition, MIS, as well as MIS' Principals and/or Associated Persons (as applicable), relative to commission mutual fund purchases, may also receive additional ongoing 12b-1 trailing commission compensation directly from the mutual fund company during the period that the client maintains the mutual fund investment.

Limited Prepayment of Fees: Under no circumstances do we require or solicit payment of fees in excess of \$1,200 more than six months in advance of services rendered.

Item 6 Performance-Based Fees and Side-By-Side Management

MIS does not charge performance-based fees.

Item 7 Types of Clients

MIS provides advisory services to the following types of clients:

- Individuals (other than high net worth individuals)
- High net worth individuals
- Pension and profit-sharing plans (other than plan participants)
- Pension and profit-sharing plan participants
- Corporations or other businesses not listed above
- Others including custodian accounts

As previously disclosed in Item 5, our firm has established certain initial minimum account requirements, based on the nature of the service(s) being provided. For a more detailed understanding of those requirements, please review the disclosures provided in each applicable service.

Item 8 Methods of Analysis, Investment Strategies and Risk of Loss

METHODS OF ANALYSIS

We use the following methods of analysis in formulating our investment advice and/or managing client assets:

Charting. In this type of technical analysis, we review charts of market and security activity in an attempt to identify when the market is moving up or down and to predict how long the trend may last and when that trend might reverse.

Fundamental Analysis. We attempt to measure the intrinsic value of a security by looking at economic and financial factors (including the overall economy, industry conditions, and the financial condition and management of the company itself) to determine if the company is underpriced (indicating it may be a good time to buy) or overpriced (indicating it may be time to sell).

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.

Technical Analysis. We analyze past market movements and apply that analysis to the present in an attempt to recognize recurring patterns of investor behavior and potentially predict future price movement.

Technical analysis does not consider the underlying financial condition of a company. This presents a risk in that a poorly managed or financially unsound company may underperform regardless of market movement.

Cyclical and Seasonal Analysis. In this type of technical analysis, we measure the movements of mutual funds and stocks at certain times of the year as well as within rising and falling market conditions.

Mutual Fund and/or ETF Analysis. We look at the experience and track record of the manager of the mutual fund or ETF in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We also look at the underlying assets in a mutual fund or ETF in an attempt to determine if there is significant overlap in the underlying investments held in another fund(s) in the client's portfolio.

A risk of mutual fund and/or ETF analysis is that, as in all securities investments, past performance does not guarantee future results. A manager who has been successful may not be able to replicate that

success in the future. In addition, as we do not control the underlying investments in a fund or ETF, managers of different funds held by the client may purchase the same security, increasing the risk to the client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the holding(s) less suitable for the client's portfolio.

Third-Party Money Manager Analysis. We examine the experience, expertise, investment philosophies, and past performance of independent third-party investment managers in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We monitor the manager's underlying holdings, strategies, concentrations, and leverage as part of our overall periodic risk assessment.

A risk of investing with a third-party manager who has been successful in the past is that he/she may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a third-party manager's portfolio, there is also a risk that a manager may deviate from the stated investment mandate or strategy of the portfolio, making it a less suitable investment for our clients. Moreover, as we do not control the manager's daily business and compliance operations, we may be unaware of the lack of internal controls necessary to prevent business, regulatory or reputational deficiencies.

Risks for all forms of analysis. Our securities analysis methods rely 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.

INVESTMENT STRATEGIES

We use the following strategy(ies) in managing client accounts, provided that such strategy(ies) are appropriate to the needs of the client and consistent with the client's investment objectives, risk tolerance, and time horizons, among other considerations:

Long-term purchases. We purchase securities with the idea of holding them in the client's account for a year or longer. Typically, we employ this strategy when:

- we believe the securities to be currently undervalued, and/or
- 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 advantage 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. When utilizing this strategy, we 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 short-term purchase strategy poses risks should the anticipated price swing not materialize; we are then 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.

Trading. We purchase securities with the idea of selling them very quickly (typically within 30 days or less). We do this in an attempt to take advantage of our predictions of brief price swings.

Utilizing a trading strategy creates the potential for sudden losses if the anticipated price swing does not materialize. Moreover, under those circumstances, we are left with few options:

- having a long-term investment in a security that was designed to be a short-term purchase, or
- the potential of having to taking a loss.

In addition, because this strategy involves more frequent trading than does a longer-term strategy, there will be a resultant increase in brokerage and other transaction-related costs, as well as less favorable tax treatment of short-term capital gains.

Risk of Loss. Securities investments are not guaranteed, and you may lose money on your investments. We ask that you work with us to help us understand your tolerance for risk.

Item 9 Disciplinary Information

We are required to disclose any 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.

Our firm and our management personnel have no reportable disciplinary events to disclose.

Item 10 Other Financial Industry Activities and Affiliations

FIRM Registrations: In addition to being a registered investment adviser, MIS is registered as a FINRA

member broker-dealer. MIS is a fully disclosed introducing broker-dealer which clears its trades through RBC Correspondent Services, LLC, a division of RBC Capital Markets, LLC. Clients will pay brokerage commissions in accordance with MIS's current rates and terms for any brokerage services performed for them by MIS. The President of MIS, Stephen W. Mack, is available to address any questions that a client or prospective may have regarding the above arrangement and any corresponding perceived conflict of interest any such arrangement may create. A list of affiliated broker-dealers is specifically disclosed in Section 7.A. on Schedule D of Form ADV, Part 1, which can be accessed by following the directions provided on the Cover Page of this Firm Brochure.

MANAGEMENT PERSONNEL Registrations: Management personnel of our firm are separately licensed as registered representatives of Mack Investment Securities, Inc., an affiliated FINRA member broker-dealer and municipal securities dealer. These individuals, in their separate capacities, can effect securities transactions, for which they may receive separate yet customary compensation.

While MIS and these individuals endeavor at all times to put the interest of the clients first as part of our fiduciary duty, clients should be aware that the receipt of additional compensation itself creates a conflict of interest and may affect the judgment of these individuals when making recommendations.

As required, any affiliated investment advisers are specifically disclosed in Section 7.A. on Schedule D of Form ADV, Part 1. (Part 1 of our Form ADV can be accessed by following the directions provided on the Cover Page of this Firm Brochure.)

The management persons and other employees of MIS are: (1) management persons and registered representatives of Mack Investment Securities, Inc., a FINRA member broker-dealer, and (2) management persons and insurance agents of Mack Investment Insurance (dba Mack Investment Securities, Inc.), a licensed insurance agency. These individuals may also be insurance agents for one or more insurance companies. In their separate capacities as registered representatives and/or insurance agents, these individuals can effect securities transactions and/or purchase insurance and insurance-related investment products for MIS's advisory clients, for which these individuals will receive separate and additional compensation. Clients, however, are not under any obligation to engage these individuals when considering the purchase/sale of securities or insurance.

Management personnel of our firm, in their individual capacities, are agents for various insurance companies. As such, these individuals may receive separate, yet customary commission compensation resulting from implementing product transactions on behalf of advisory clients. Clients, however, are not under any obligation to engage these individuals when considering implementation of advisory recommendations. The implementation of any or all recommendations is solely at the discretion of the client.

Stephen Mack of MIS is also a representative of Coldwell Banker Real Estate. In his separate capacity, he is licensed under Coldwell Banker as a real estate referral agent. As such, Stephen Mack may earn separate yet typical compensation for the sale or rental of real estate properties.

Affiliated Managers Disclosure (Money Managers Plus Program) - As disclosed above, MIS has formed the Money Managers Plus Program (the "Program"), an investment program whereby a client's investment assets can be allocated among various investment managers representing different investment strategies and styles. Included within the investment managers are investment management firms that may be affiliated with MIS through the fact that a registered representative or investment advisory representative of MIS who may also acts as the portfolio manager of the investment management firm (the "Affiliated Managers"). Specifically, MIS may recommend the managed programs through RPI (Norman Chiodras as manager), Kelty (John Kelty as manager) and Modified Risk, Strategic and Dividend Leaders (Stephen Mack as manager) all of which are managed by an investment advisory representative and registered representative of MIS. Although a client will not pay

higher fees if it allocates its funds to the Affiliated Managers, the Affiliated Managers and/or their principals will receive additional compensation if assets are designated for their management. There may be differences in the programs within MIS or with Affiliated Managers that may create an incentive for the Affiliated Managers to recommend that clients designate all or a portion of their assets for their management. This incentive represents a conflict of interest. In light of the **conflict of interest**, a client may direct MIS, in writing, not to include any portion of his/her/their/its assets to any of the Affiliated Managers. In addition, certain of these investment strategies and styles present enhanced price volatility and principal risks, including but not limited to the RPI Precious Metals Strategy and the RPI Global Strategy programs. At any specific period, the value of the client's assets allocated to these programs may exhibit pronounced advances or declines. Thus, a client must be willing to accept these enhanced volatility and principal risks associated with these programs. In light of these enhanced risks, client may direct MIS, in writing, not to designate any portion of his/her/their/its assets to any of the subadvisors.

Unaffiliated Investment Programs: In addition to the above, MIS through its investment advisor representatives may also recommend that clients allocate all or a portion of their investment assets among various mutual fund and/or independent investment manager programs sponsored SEI Investments in accordance with the terms and conditions required by each respective program sponsor. We consider these programs non-discretionary advisory services. Custodians, such as SEI Investments, bill fees to these accounts quarterly, in arrears.

Clients should be aware that the receipt of additional compensation by MIS and its management persons or employees creates a conflict of interest that may impair the objectivity of our firm and these individuals when making advisory recommendations. MIS endeavors at all times to put the interest of its clients first as part of our fiduciary duty as a registered investment adviser; we take the following steps to address this conflict:

- we disclose to clients the existence of all material conflicts of interest, including the potential for our firm and our employees to earn compensation from advisory clients in addition to our firm's advisory fees;
- we disclose to clients that they are not obligated to purchase recommended investment products from our employees or affiliated companies;
- we collect, maintain and document accurate, complete and relevant client background information, including the client's financial goals, objectives and risk tolerance;
- our firm's management conducts regular reviews of each client account to verify that all recommendations made to a client are suitable to the client's needs and circumstances;
- we require that our employees seek prior approval of any outside employment activity so that we may ensure that any conflicts of interests in such activities are properly addressed;
- we periodically monitor these outside employment activities to verify that any conflicts of interest continue to be properly addressed by our firm; and
- we educate our employees regarding the responsibilities of a fiduciary, including the need for having a reasonable and independent basis for the investment advice provided to clients.

As previously disclosed, we may recommend the services of various registered investment advisers to our clients. In exchange for this recommendation, we receive a referral fee from the selected investment adviser. The fee received by us is typically a percentage of the fee charged by that investment adviser to the referred client. The portion of the advisory fee paid to us does not increase the total advisory fee paid to the selected investment adviser by the client. We do not charge the client any fees for these

referrals. We will only recommend advisers that pay us a referral fee.

We are aware of the special considerations required under Rule 206(4)-3 of the Investment Advisers Act of 1940. As such, all appropriate disclosure shall be made and all applicable Federal and State laws observed.

MIS also has an affiliated insurance agency, Mack Investment Insurance Brokerage, Inc. ("MIIB") which processes insurance transactions and may receive compensation from advisory clients for insurance products purchased through it. MIIB and/or its agents may qualify to receive incentives provided by various insurance companies and marketing organizations based upon the sale of the specific company's insurance related products. In addition, certain MIS employees and associates are also insurance agents associated with MIIB, and as such may receive ordinary compensation for insurance product transaction, some of which may derive from advisory clients of MIS.

Interpositioning: Clients may incur transaction costs in addition to any commissions charged by the broker-dealer when fixed income securities or securities traded over the counter are traded on the clients' behalf through the broker-dealer on an agency basis. Broker custody of client assets may limit or eliminate MIS's ability to obtain best price and execution for these transactions.

Trade Errors: AXOS Advisor Services ("AXOS," formerly E-Trade). MIS corrects all trade errors through its fee account at AXOS. AXOS will net gains and losses on such errors through the fee account. MIS will pay for any loss for an incorrect trade; however, AXOS will retain any gain on any incorrect trade. SEI. If the error was SEI's fault and the advisor wants a correction, SEI will absorb the loss, but we will also keep the gain if the correction is in our favor. The client does not benefit from a gain due to a correction but will be made whole again if the loss was due to SEI's fault. If a loss occurs, the party at fault for the error (e.g., MIS, the advisor, the custodian) will pay for the loss.

MIS's President, Stephen W. Mack, is available to address any questions that a client or prospective client may have regarding any perceived conflict of interest.

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

Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws.

MIS and our personnel owe a duty of loyalty, fairness, and good faith towards our clients, and have an obligation to adhere not only to the specific provisions of the Code of Ethics but to the general principles that guide the Code.

Our Code of Ethics includes policies and procedures for the review of securities transactions reports as well as initial and annual securities holdings reports that must be submitted by the firm's access persons. Among other things, our Code of Ethics also requires the prior approval of any acquisition of securities in a limited offering (e.g., private placement) or an initial public offering. Our code also provides for oversight, enforcement, and recordkeeping provisions.

MIS's Code of Ethics further includes the firm's policy prohibiting the use of material non-public information. While we do not believe that we have any particular access to non-public information, all employees are reminded that such information may not be used in a personal or professional capacity.

A copy of our Code of Ethics is available to our advisory clients and prospective clients. You may request a copy by email sent to Compliance@MackTracks.com, or by calling us at 847-657-6600.

Our Code of Ethics is designed to assure that the personal securities transactions, activities, and interests of our employees will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts.

Our firm and/or individuals associated with our firm may buy or sell for their personal accounts securities identical to or different from those recommended to our clients. In addition, any related person(s) may have an interest or position in a certain security(ies) which may also be recommended to a client.

It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory account, thereby preventing such employee(s) from benefiting from transactions placed on behalf of advisory accounts.

We may aggregate our employee trades with client transactions where possible and when compliant with our duty to seek best execution for our clients. In these instances, participating clients will receive an average share price and transaction costs will be shared equally and on a pro-rata basis. In the instances where there is a partial fill of a particular batched order, we will allocate all purchases pro-rata, with each account paying the average price. Our employee accounts will be included in the pro-rata allocation.

As these situations represent actual or potential conflicts of interest to our clients, we have established the following policies and procedures for implementing our firm's Code of Ethics, to ensure our firm complies with its regulatory obligations and provides our clients and potential clients with full and fair disclosure of such conflicts of interest:

1. No principal or employee of our firm may put his or her own interest above the interest of an advisory client.
2. No principal or employee of our firm may buy or sell securities for their personal portfolio(s) where their decision is a result of information received as a result of his or her employment unless the information is also available to the investing public.
3. It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory account. This prevents such employees from benefiting from transactions placed on behalf of advisory accounts.
4. Our firm requires prior approval for any IPO or private placement investments by related persons of the firm.
5. We maintain a list of all reportable securities holdings for our firm and anyone associated with this advisory practice that has access to advisory recommendations ("access person"). These holdings are reviewed on a regular basis by our firm's Chief Compliance Officer or his/her designee.
6. We have established procedures for the maintenance of all required books and records.
7. All clients are fully informed that related persons may receive separate commission compensation when effecting transactions during the implementation process.
8. Clients can decline to implement any advice rendered, except in situations where our firm is granted discretionary authority.
9. All of our principals and employees must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
10. We require delivery and acknowledgement of the Code of Ethics by each supervised person of our

firm.

11. We have established policies requiring the reporting of Code of Ethics violations to our senior management.
12. Any individual who violates any of the above restrictions may be subject to termination.

As disclosed in the preceding section of this Brochure (Item 10), related persons of our firm are separately registered as both securities representatives of a broker-dealer, investment adviser representatives of another registered investment adviser, and/or licensed as an insurance agent/broker of various insurance companies]. Please refer to Item 10 for a detailed explanation of these relationships and important conflict of interest disclosures.

Item 12 Brokerage Practices

MIS will endeavor to select those brokers or dealers which will provide the best services at the lowest commission rates possible. The reasonableness of commissions is based on the broker's stability, reputation, ability to provide professional services, competitive commission rates and prices, research, trading platform, and other services which will help MIS in providing investment management services to clients.

Within our last fiscal year, we have obtained the following products and services on a soft-dollar basis:

AXOS Advisor Services ("AXOS," formerly E-Trade), is a custodian that MIS recommends to its clients. MIS requires that client funds be held by an independent custodian or held directly in the client's name. MIS does not require that clients use any particular custodian except with respect to clients in the Money Managers Plus program. Certain other programs may require a particular custodian. MIS has arranged for any MIS client who desires to do so to use the asset custody services of AXOS. AXOS is based in Englewood, Colorado. For a fee (see below), AXOS offers asset custody and certain ancillary services including sending out monthly summary statements to each of its clients. AXOS utilizes an interest bearing "sweep account" which typically holds 2% of a client's funds in cash to cover trading activities and fees. AXOS may receive 12b-1 fees, directed commissions and/or administrative fees from mutual funds or from the bank holding sweep accounts in which client accounts are invested or from other persons in connection with such investments. In addition to fees for custody services, AXOS charges fees for other services set forth in its contract. AXOS's present custody agreement provides that clients are required to pay to AXOS \$150 for the transfer of shares securities through the ACATS automated account transfer system for each account which AXOS will no longer act as custodian. AXOS also charges a fee for any checks, including checks for liquidation, sent to a successor custodian or to any other location as well as a fee to process any checks for dividends earned by the client and received by AXOS after the client's closing of the account. AXOS provides MIS with software and services to help MIS track its clients' investments held by AXOS. MIS does not pay for this software or, in most cases, these services.

MIS requires that clients provide us with written authority to determine the broker-dealer to use and the commission costs that will be charged to our clients for these transactions. Clients must include any limitations on this discretionary authority in this written authority statement. Clients may change/amend these limitations as required. Such amendments must be provided to us in writing.

MIS will block trades where possible and when advantageous to clients. This blocking of trades permits the trading of aggregate blocks of securities composed of assets from multiple client accounts, so long as transaction costs are shared equally and on a pro-rated basis between all accounts included in any such block.

Block trading may allow us to execute equity trades in a timelier, more equitable manner, at an average share price. MIS will typically aggregate trades among clients whose accounts can be traded at a given broker, and generally will rotate or vary the order of brokers through which it places trades for clients on any particular day. MIS's block trading policy and procedures are as follows:

- 1) Transactions for any client account may not be aggregated for execution if the practice is prohibited by or inconsistent with the client's advisory agreement with MIS, or our firm's order allocation policy.
- 2) The trading desk in concert with the portfolio manager must determine that the purchase or sale of the particular security involved is appropriate for the client and consistent with the client's investment objectives and with any investment guidelines or restrictions applicable to the client's account.
- 3) The portfolio manager must reasonably believe that the order aggregation will benefit, and will enable MIS to seek best execution for each client participating in the aggregated order. This requires a good faith judgment at the time the order is placed for the execution. It does not mean that the determination made in advance of the transaction must always prove to have been correct in the light of a "20-20 hindsight" perspective. Best execution includes the duty to seek the best quality of execution, as well as the best net price.
- 4) Prior to entry of an aggregated order, a written order ticket must be completed which identifies each client account participating in the order and the proposed allocation of the order, upon completion, to those clients.
- 5) If the order cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated pro-rata among the participating client accounts in accordance with the initial order ticket or other written statement of allocation. However, adjustments to this pro-rata allocation may be made to participating client accounts in accordance with the initial order ticket or other written statement of allocation. Furthermore, adjustments to this pro-rata allocation may be made to avoid having odd amounts of shares held in any client account, or to avoid excessive ticket charges in smaller accounts.
- 6) Generally, each client that participates in the aggregated order must do so at the average price for all separate transactions made to fill the order and must share in the commissions on a pro rata basis in proportion to the client's participation. Under the client's agreement with the custodian/broker, transaction costs may be based on the number of shares traded for each client.
- 7) If the order will be allocated in a manner other than that stated in the initial statement of allocation, a written explanation of the change must be provided to and approved by the Chief Compliance Officer following the execution of the aggregate trade.
- 8) MIS's client account records separately reflect, for each account in which the aggregated transaction occurred, the securities which are held by, and bought and sold for, that account.
- 9) Funds and securities for aggregated orders are clearly identified on MIS's records and to the broker-dealers or other intermediaries handling the transactions, by the appropriate account numbers for each participating client.
- 10) No client or account will be favored over another.

MIS is a fully disclosed introducing broker-dealer which clears its trades through RBC Capital Markets, Minneapolis, MN 55402. Clients will pay brokerage commissions in accordance with MIS's current rates and terms for any brokerage services performed for them by MIS. MIS's President, Stephen W. Mack, remains available to address any questions that a client or prospective may have regarding the above arrangement and any corresponding perceived conflict of interest any such arrangement may create.

Item 13 Review of Accounts

INVESTMENT SUPERVISORY SERVICES ("ISS") INDIVIDUAL PORTFOLIO MANAGEMENT

REVIEWS: While the underlying securities within Individual Portfolio Management Services accounts are continually monitored, these accounts are also randomly reviewed periodically. Accounts are reviewed in the context of each client's stated investment objectives and guidelines. More frequent reviews may be triggered by material changes in variables such as the client's individual circumstances, or the market, political or economic environment.

These accounts are reviewed by the specific Investment Advisor Representative as well as randomly by MIS supervisory personnel.

MANAGER OF MANAGERS PROGRAM

REVIEWS: The performance of the registered investment adviser(s) selected to manage client portfolios within our Manager of Managers Program is continually monitored by MIS. Accounts within this program are reviewed periodically. More frequent reviews may be triggered by material changes in variables such as the client's individual circumstances, or the market, political or economic environment.

These accounts are reviewed by the specific Investment Advisor Representative as well as randomly by MIS supervisory personnel.

Unless otherwise contracted for, we do not typically provide specific client reports.

PORTFOLIO MANAGEMENT SERVICES

REVIEWS: While the underlying securities within Individual Portfolio Management Services accounts are continually monitored, these accounts are also reviewed periodically. Accounts are reviewed in the context of each client's stated investment objectives and guidelines. More frequent reviews may be triggered by material changes in variables such as the client's individual circumstances, or the market, political or economic environment.

These accounts are reviewed by the specific Investment Advisor Representative as well as randomly by MIS supervisory personnel.

SELECTION and MONITORING of THIRD-PARTY MONEY MANAGERS

REVIEWS: These client accounts should refer to the independent registered investment adviser's Firm Brochure (or other disclosure document used in lieu of the brochure) for information regarding the nature and frequency of reviews provided by that independent registered investment adviser.

These accounts are reviewed by the specific Investment Advisor Representative as well as randomly by MIS supervisory personnel.

REPORTS: These clients should refer to the independent registered investment adviser's Firm Brochure (or other disclosure document used in lieu of the brochure) for information regarding the nature and frequency of reports provided by that independent registered investment adviser.

MIS does not typically provide reports in addition to those provided by the independent registered investment adviser selected to manage the client's assets.

FINANCIAL PLANNING SERVICES

REVIEWS: While reviews may occur at different stages depending on the nature and terms of the specific engagement, typically no formal reviews will be conducted for Financial Planning clients unless otherwise contracted for.

REPORTS: Financial Planning clients will receive financial plan tools and reports related to their stated goals and objectives. Additional reports will not typically be provided unless otherwise contracted for.

MARKET TIMING SERVICES

REVIEWS: Due to the nature of this service, in which we evaluate and monitor the holdings on a daily basis, our account reviews may be more frequent. Accounts are reviewed in the context of each client's stated investment objectives and guidelines.

These accounts are reviewed by the specific Investment Advisor Representative as well as randomly by MIS supervisory personnel.

REPORTS: In addition to the monthly statements and confirmations of transactions that clients receive from their broker-dealer, we may provide periodic reports summarizing account performance, balances and holdings.

CONSULTING SERVICES

REVIEWS: While reviews may occur at different stages depending on the nature and terms of the specific engagement, typically no formal reviews will be conducted for Consulting Services clients unless otherwise contracted for. Such reviews will be conducted by the client's account representative.

REPORTS: These client accounts will receive reports as contracted for at the inception of the advisory engagement.

Item 14 Client Referrals and Other Compensation

CLIENT REFERRALS

Our firm may pay referral fees to associated persons or firms ("Solicitors") for introducing clients to us. Whenever we pay a referral fee, we require the Solicitor to provide the prospective client with a copy of this document (our *Firm Brochure*) and a separate disclosure statement that includes the following information:

- the Solicitor's name and relationship with our firm;
- the fact that the Solicitor is being paid a referral fee;
- the amount of the fee; and
- whether the fee paid to us by the client will be increased above our normal fees to compensate the Solicitor.

As a matter of firm practice, the advisory fees paid to us by clients referred by solicitors are not increased as a result of any referral.

It is MIS's policy not to accept or allow our related persons to accept any form of compensation, including cash, sales awards, or other prizes, from a non-client in conjunction with the advisory services we provide to our clients.

TESTIMONIALS AND ENDORSEMENTS

Our firm does not participate in any testimonials and/or endorsements, nor receives any benefits from such activities.

Item 15 Custody

We previously disclosed in the "Fees and Compensation" section (Item 5) of this Brochure that our firm directly debits advisory fees from client accounts.

As part of this billing process, the client's custodian is advised of the amount of the fee to be deducted from that client's account. On at least a quarterly basis, the custodian is required to send to the client a statement showing all transactions within the account during the reporting period.

Typically, AXOS Advisor Services calculates the amount of the fee to be deducted. While our firm may recheck this calculation, it is important for clients to carefully review their custodial statements to verify the accuracy of the calculation, among other things. Clients should contact us directly if they believe that there may be an error in their statement.

Our firm does not have actual or constructive custody of client accounts.

Item 16 Investment Discretion

Clients may hire us to provide discretionary asset management services, in which case we place trades in a client's account without contacting the client prior to each trade to obtain the client's permission.

Our discretionary authority includes the ability to do the following without contacting the client:

- determine the security to buy or sell; and/or
- determine the amount of the security to buy or sell

Clients give us discretionary authority when they sign a discretionary agreement with our firm and may limit this authority by giving us written instructions. Clients may also change/amend such limitations by once again providing us with written instructions.

MANAGER OF MANAGERS PROGRAM

As previously disclosed in Item 4 of this brochure, we do not exclusively "manage" client portfolios in the traditional sense; rather, MIS also manages the managers of client portfolios within this program. Accordingly, clients participating in this program grant us authority to hire and fire the selected asset manager(s) managing client accounts. However, some of the managers may be Investment Advisor Representatives of MIS

Clients give us this authority when they sign a discretionary agreement with our firm and may limit this authority by giving us written instructions. Clients may change/amend these limitations by once again providing us with written instructions.

Item 17 Voting Client Securities

We vote proxies for all discretionary MMP client accounts under management at AXOS if agreed and shown on the application. You have the right to instruct us how to vote proxies on your behalf. You can exercise this right by instructing us in writing. For securities held in unmanaged ("Model 0") accounts, we receive voting materials from Axos through their contracted partner Mediant Communications. We will vote the proxy according to the recommendations of the stock-issuing entity's management, unless

instructed otherwise by the client.

We will vote proxies in the best interests of clients and in accordance with our established policies and procedures. Our firm will retain all proxy voting books and records for the required period, a record of each vote cast, a copy of any document created by us that was material to deciding how to vote proxies, and a copy of each written client request for information on how the adviser voted proxies. If our firm has a conflict of interest in voting a particular action, we will notify the client of the conflict and retain an independent third party to cast a vote. MIS pays Egan-Jones Proxy Service to assist us in researching voting matters.

With respect to ERISA accounts, we will vote proxies unless the plan documents specifically reserve the plan sponsor's right to vote proxies. To direct us to vote a proxy in a particular manner, clients should contact Stephen Mack in writing.

Clients may obtain a copy of our complete proxy voting policies and procedures by contacting Stephen Mack by telephone, email, or in writing. Clients may request, in writing, information on how proxies for his/her shares were voted. If any client requests a copy of our complete proxy policies and procedures or how we voted proxies for his/her account(s), we will promptly provide such information to the client.

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. If desired, clients may direct us to transmit copies of class action notices to the client or a third party. Upon such direction, we will make commercially reasonable efforts to forward such notices in a timely manner.

Item 18 Financial Information

Under no circumstances do we require or solicit payment of fees in excess of \$1,200 per client more than six months in advance of services rendered. Therefore, we are not required to include a financial statement.

As an advisory firm that maintains discretionary authority for client accounts, we are also required to disclose any financial condition that is reasonable likely to impair our ability to meet our contractual obligations. Mack Investment Securities, Inc. has no additional financial circumstances to report.

MIS has not been the subject of a bankruptcy petition at any time during the past ten years.