

**Item 1: Cover Page**  
**PART 2A OF FORM ADV: FIRM BROCHURE**  
**FIRM BROCHURE**

**March 2023**



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**Investment Advisory Firm CRD# 307517**

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*This brochure provides information about the business practices and qualifications of Righthand Capital, LLC. Any inquiries regarding the contents of this brochure should contact Mr. Thomas Snow by phone at (617) 430-7770 or by email at: [TSnow@RighthandCapital.com](mailto:TSnow@RighthandCapital.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.*

*Additional information about Righthand Capital, LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)*

*Registration does not imply a certain level of skill or training.*

## **Item 2: Material Changes**

- Righthand Capital, LLC's FYE2022 Annual Filing and Initial SEC registration.

## Item 3: Table of Contents

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## **Item 4: Advisory Business**

Righthand Capital, LLC specializes in offering investment advisory services in the form of discretionary investment management, financial planning and consulting services to individuals, high net worth individuals, families, trusts, estates, businesses and charities. Our firm is a limited liability company founded, registered with the Securities and Exchange Commission (SEC), and headquartered in the commonwealth of Massachusetts. Mr. Thomas Snow is the President and CEO of Righthand Capital, LLC. Mr. Michael Kautz is the Chief Compliance Officer (CCO) This is Righthand Capital's annual filing and as of 12/31/2022, Righthand Capital had \$138,787,547.00 in assets under management (AUM) on a discretionary basis.

### **Financial Planning**

Righthand Capital assesses a client's situation by taking the time to listen and learn about each client's specific situation. With a thorough understanding of the client's current financial condition, Righthand Capital, in partnership with each client, uses this information as the cornerstone for developing a financial plan with a comprehensive investment strategy. The financial plan forms the roadmap for each client to follow in an effort to achieve their short and long term financial goals.

Righthand Capital begins by reviewing each client's current assets, income and expenses. We then look to the client's future income needs and expenses. It is at this point that we start to create the financial plan. The information uncovered in the discovery process, such as risk tolerance and past financial behaviors and decisions, helps us to determine a target investment allocation that is appropriate for the client's goals and risk tolerance. Once the appropriate asset mix is determined and agreed we move to implement that plan. A client's thorough understanding of; the plan, the potential risks involved, and the need to adjust the plan as financial circumstances change are just a few factors that will contribute to the overall potential for success.

Capital markets are complex and volatile and we believe educated investors increase their probability of achieving their financial goals when they stay focused on their specific financial plan. Financial planning clients should review their financial plan no less than annually and advise our financial planning clients to contact us if there is a material change to the client's circumstances and/or a change in the information they have provided. Our process helps clients stay focused on their long-term objectives even as they encounter periods of shorter-term uncertainty. Financial plans are dynamic and will change over time based on changes in individual client circumstance.

### **Investment Management Services**

Righthand Capital offers investment management services to its clients in the form of discretionary and/or non-discretionary investment management services. Account investment structure and supervision is guided by a client's personal investment objectives (i.e. conservative, moderate, and aggressive), investment experience, time horizon, liquidity needs, risk tolerance, tax circumstances, and other factors. Righthand Capital's investment recommendations and decisions are not limited to any specific security or industry and may include investment advice regarding the following types of securities and investment vehicles:

- Mutual Funds
- Exchange Traded Funds (ETFs)
- 3<sup>rd</sup> Party Asset Managers
- Domestic Equities
- Foreign Equities
- Preferred Stocks

- Corporate Bonds
- Commercial Paper
- Certificates of Deposit
- Municipal Bonds
- U.S. Treasuries
- Commodities
- Options
- REITs

Because the above investments involve varying degrees of risk, they will only be utilized or recommended when consistent with a client's stated investment goals, risk tolerance, liquidity needs, and tax circumstances. Importantly, we consider the riskiness of any single investment within the broader context of a client's overall portfolio in addition to the risk characteristics of any individual security.

As part of Righthand Capital's investment management services, and depending on a client's individual needs, Righthand Capital will create custom portfolios that will be individually structured and developed to align with the Clients goals, risk tolerance and time horizon. Upon assessing a client's individual circumstances, Righthand Capital can and will customize a client's portfolio based on additional factors. These factors may include, but are not limited to, other holdings and investments, tax circumstances, liquidity needs, job correlation, sector and/or thematic exposure, and personal interests and other client considerations. Once Righthand Capital constructs an investment portfolio for a client, we will monitor each client's investment strategy and performance on an ongoing basis and will rebalance the portfolio as we deem appropriate. If client financial circumstances and/or investment objectives change they are expected to notify Righthand Capital immediately to ensure the ongoing fit of their portfolio with their specific needs.

### **Qualified Plan Consulting Services**

Righthand Capital offers qualified plan consulting services to employee benefit plans and their fiduciaries based upon the needs of the plan and the services requested by the plan sponsor, administrator or named fiduciary. In general, these services include, but are not limited to:

- The creation of an "Investment Policy Statement"
- Non-Discretionary Plan-Level Investment Advice
- Discretionary Plan-Level Investment Advice
- Non-Discretionary Participant Investment Advice
- Discretionary Participant Investment Advice
- Performance Monitoring
- Investment Reports
- Educational Services (meetings & seminars)
- Enrollment Meetings

Topics for educational meetings and seminars may include Diversification, Asset Allocation, Risk Tolerance, Time Horizon and other investment-related subject matter relevant specific to the plan and its participants.

Righthand Capital provides additional types of qualified plan consulting services on an individually negotiated basis. All services, whether discussed above or customized for the plan based upon requirements from the plan fiduciaries (which includes additional plan-level or participant level services) shall be detailed in a written agreement and be consistent with the parameters set forth in the plan documents.

Depending on the negotiated services to be performed under the Retirement Plan Investment Advisory Agreement, Righthand Capital may serve/act as a “fiduciary” of a Plan as defined in Section 3(21) and/or Section 3(38) under ERISA. In providing services to the Plan, Righthand Capital status is that of an investment adviser registered with the SEC and notice filed in jurisdictions where required by state law. Righthand Capital is not subject to any disqualifications under Section 411 of ERISA.

## **Item 5: Fees and Compensation**

Righthand Capital receives compensation based on the type of advisory services performed. Righthand Capital reserves the right to negotiate fees and compensation with its clients. Negotiated fees between Righthand Capital, LLC and the client will supersede Righthand Capital’s stated fee structure. The Righthand Capital’s financial planning and investment advisory/management contracts can be terminated by the client within seven (7) business days of the signing of the contract, and the client will not be responsible for advisory fees incurred during that time. Please review the fee and compensation information below. Lower fees for comparable services may be available from other sources.

### **Financial Planning Fees**

Righthand Capital offers financial planning services on a negotiated fixed fee basis. The fixed fees charged for financial planning will typically range from \$3,000.00 to \$10,000.00. Righthand Capital and the client will review the client’s situation and needs, and will then base its negotiated price based on the complexity of the client’s financial situation. Payment terms are discussed and agreed upon prior to the commencement of financial planning services being performed. Once the agreement is signed by both the Client and Righthand Capital, the Client may terminate the agreement, without penalty, within seven (7) days of the signing of the agreement by either party. Financial plans not completed within six (6) months from the time RC confirms receipt of all the requested information from the client will result in the client receiving a full refund of all financial planning fees paid by the client and any outstanding fees waived.

Any material changes to a financial plan for non-advisory clients will be assessed a fee based on a negotiated/agreed to fee. RC in its sole discretion has the right to waive this fee.

For those clients seeking to amend their financial plan based on material changes to their circumstances, an additional financial planning contract will be signed by both the client and RC detailing the scope of the work and the agreed upon fee. RC will require clients to pay the fee due upon completion of services rendered and/or the delivery of the updated financial plan.

### **Investment Management Fee Structure**

Righthand Capital’s advisory fees are billed monthly in arrears, payable monthly; and based on the average month end balance of the Client account on the last day of the calendar month. The Adviser and the Client may negotiate the fee and the fee paying arrangements. Unless negotiated otherwise, investment management fees are charged at the following rates:

<b>Assets Under Management</b>	<b>Annual Advisory Fee</b>
<b>First \$1,000,000</b>	<b>1.00%</b>
<b>Next \$2,000,000</b>	<b>0.80%</b>
<b>Next \$7,000,000</b>	<b>0.60%</b>
<b>Above \$10,000,000</b>	<b>0.40%</b>

### **Qualified Plan Consulting Fees**

Righthand Capital advisory fees for qualified plan consulting services (Pension Consulting) are negotiated with the plan sponsor or named fiduciary on a case-by-case basis. Fees will vary and can range up to 1.00% of plan assets. Fees are billed monthly in arrears, based on the month end balance on the last business day of the calendar month; or the fees may be included within the funds available through the plan and then distributed to Righthand Capital via the plan custodian.

Either party to the qualified plan consulting agreement can terminate the agreement upon written notice to the other party in accordance with the terms of the agreement for services. The qualified plan consulting fees will be prorated for the billing period in which the termination notice is given and any unearned fees will be refunded to the client, if applicable.

### **Investment Advisory Fee Billing**

Righthand Capital receives written authorization from the client to deduct advisory fees from an account held by a qualified custodian. Righthand Capital sends the qualified custodian an invoice of the amount of the fee to be deducted from the client's advisory account(s) at the end of each month. The qualified custodian sends the client a statement, at least quarterly, that reflects the deductions of the investment advisory fees. Righthand Capital sends the client a written report itemizing the fee, including the formula used to calculate the fee, the time period covered by the fee and the amount of assets under management on which the fee was based. Righthand Capital investment advisory fees are billed monthly, in arrears, and are based on the average month end balance of the accounts managed by Righthand Capital.

### **Other Fees and Expenses**

Righthand Capital does not charge additional fees other than the fees listed above and/or negotiated. Righthand Capital does not receive or share any additional fees or expenses incurred by advisory clients. Righthand Capital charges negotiated fees for retirement plan/qualified plan consulting services that differ from the above investment management fee structure. Righthand Capital's clients will incur brokerage and other transaction costs by the custodian. Righthand Capital does not receive these fees nor does it share in these fees; see Item 12 for additional information.

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

Righthand Capital does not charge performance-based fees or participate in side-by-side management. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. Performance-based fees are fees that are based on a share of capital gains or capital appreciation of a client's account. Our fees are calculated as described above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds in client advisory accounts.

Righthand Capital receives no additional compensation for its investment management services other than the agreed upon management fees negotiated and Righthand Capital does not share in any performance-based fees.

## **Item 7: Types of Clients**

Righthand Capital clients can include: individuals, high net worth individuals, business entities, trusts, estates, charitable organizations, and qualified plans. Righthand Capital does not require an annual minimum fee or asset level for investment advisory or investment planning services.

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

When appropriate, Righthand Capital may use the following methods of analysis when providing investment advice to clients:

### **Methods of Analysis**

*Macroeconomic Analysis* - Macroeconomics is the study of the behavior of the economy as a whole and uses various economic indicators that tell us about the overall health of the economy. Macroeconomic analysis can help consumers, firms, and governments make better decisions: Consumers want to know how easy it will be to find work, how much it will cost to buy goods and services in the market, or how much it may cost to borrow money. Businesses use macroeconomic analysis to determine whether expanding production will be welcomed by the market. Governments and central banks turn to macroeconomics when determining budgets, creating taxes, deciding on interest rates, and making policy decisions. Within an investment portfolio, understanding how different asset classes respond to changes in the macroeconomic environment can help investment decision makers make more informed decisions with the goal of improving the overall effectiveness of the portfolio.

*Fundamental Analysis* - Fundamental analysis involves analyzing individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience and skill of the company's management, and the outlook for the company's industry. The resulting data is used to measure the true value of the company's equity and debt issuance compared to current market prices. The risk of fundamental analysis is that information obtained or conclusions drawn are incorrect and the analysis will not provide an accurate estimate of the company's performance and outlook which in turn, can affect the value of the company's stock and their creditworthiness, or ability to repay its debt. If securities prices adjust rapidly to new information, utilizing fundamental analysis may not result in favorable performance.

*Quantitative Analysis* - Quantitative analysis is a technique that seeks to understand asset price behavior by using mathematical and statistical modeling, measurement, and research. Quantitative analysis aims to represent a given reality in terms of a numerical value. Quantitative analysis is employed for several reasons, including measurement, performance evaluation or valuation of a financial instrument, and predicting real-world events, such as changes in a country's gross domestic product (GDP). Quantitative analysis uses statistical techniques to examine and analyze past, current, and anticipated future events. Any subject involving numbers can be quantified; thus there are many fields in which quantitative analysis is used and can be beneficial.

*Qualitative Analysis* - Qualitative analysis is a form of analysis that uses subjective judgment based on information that is difficult to quantify, such as management expertise, industry cycles, strength of research and development, and labor relations. Qualitative analysis contrasts with quantitative analysis and often the two investment techniques are used together to provide multiple perspectives in different investment opportunities.

*Technical Analysis* - Technical Analysis involves studying past price patterns and trends in the financial markets to predict the direction of both the overall market and specific investment securities. The risk of market timing based on technical analysis is that charts will not accurately predict future price movements. Current prices of securities often reflect all information known about that security and day to day changes in market prices of securities will follow random patterns and, in these cases, may not be predictable with any reliable degree of accuracy.

*Cyclical Analysis* - Cyclical analysis is a type of technical analysis that involves evaluating recurring price patterns and trends based upon business cycles. The lengths of economic cycles are difficult to predict with accuracy and therefore the risk of cyclical analysis is the difficulty in predicting economic trends and consequently the changing value of securities that would be affected by these changing trends.

### **Investment Strategies**

Righthand Capital believes that allocating capital across a diverse range of asset classes is critical to a Client's long-term investment success. Asset allocation portfolios are created to align with a client's specific investment objective and risk tolerance. Each portfolio is constructed using a strategic asset allocation methodology with prevailing long-term trends in mind. Short-term trends and trading strategies are not employed unless necessary in accordance with Client mandates. Righthand Capital structures portfolios using a proprietary methodology. Righthand Capital believes that Clients will benefit from having a portfolio of holdings invested in a variety of assets classes that respond differently to major market drivers, such as economic growth and inflation. To the extent that these asset classes are diversifying to each other the overall portfolio will experience lower volatility than the volatility of those asset classes individually. Righthand Capital will not pursue strategies that are highly speculative in nature.

### **Risk of Loss**

Investing in securities involves risks, including the loss of capital. Securities will and do fluctuate in value. Clients should understand and be prepared for these fluctuations in value as well as for the potential of loss. Righthand Capital assists clients in determining an appropriate asset allocation strategy based primarily on their risk tolerance and time horizon. Even with these methods in place, there is no guarantee that a client will meet or exceed their investment goals. Righthand Capital will continually review a client's investment goals, financial situation, time horizon, tolerance for risk and other factors at least annually to determine if the current asset allocation is still appropriate for that client. A client's participation and understanding of the process, including full and accurate disclosure of any and all relevant information, is an essential piece to the client understanding the risks involved. Righthand Capital relies heavily on the information provided by the client in determining the appropriateness of any investment portfolio. Therefore, the responsibility lies with the client to relay accurate and up to date information to Righthand Capital. This information should include any material changes in the client's financial condition, goals or other factors that may affect this analysis. The risks associated with a particular strategy are provided to each client in advance of investing the client's assets.

Margin use may be suitable for those clients that have an immediate need for cash and, in consultation with RC, it is determined that accessing capital via the temporary use of margin is a more advantageous course of action than the typical alternative of selling securities. For example, if a client has a personal payment due, does not have sufficient capital on hand to make that payment nor the ability to wait for security sales to settle and capital to become available, then the use of margin to make that payment and interest charges associated with doing so may be more advantageous than paying fees associated with a late payment. Margin would only be used under exceptional circumstances and would typically not exceed 10% of the total net assets of a client's account. With the client's approval Righthand Capital may use margin as a tool in managing the liquidity during the rebalancing of client accounts, if needed. Righthand Capital, with a client's approval and the appropriate options agreement on file will employ options strategies to hedge or gain additional exposure to a particular asset class or sector. Following are some of the risks associated with an RC client's portfolio.

All investments involve risks including possible loss of principal. The following are some of the basic risks associated with the asset classes mentioned in Item 4 of this ADV Part 2. Each investment has its own specific risks and those risks will vary by investment.

*Market Risk* - All securities are subject to market, economic, liquidity other risks. The market price of a security may fluctuate throughout the day and may vary by exchange. The success of a particular investment depends upon the accurate assessment of the future path of price movements of individual securities. While performance of individual securities is assessed, individual security performance should also be viewed within the context of the overall portfolio. There can be no assurance that Righthand Capital will be able to predict price movements accurately.

*Authorized Participant Concentration Risk.* Only an Authorized Participant may engage in creation or redemption transactions related to underlying Exchange-Traded Fund and Exchange-Traded Note transactions, and none of those Authorized Participants is obligated to engage in creation and/or redemption transactions. To the extent that Authorized Participants exit the business or are unable to proceed with creation or redemption orders with respect to the Fund and no other Authorized Participant is able to step forward to create or redeem Creation Units, Exchange-Traded Fund and Exchange-Traded Note shares may be more likely to trade at a premium or discount to NAV and possibly face trading halts or delisting.

*Capital risk* — Investment markets are subject to economic, regulatory, market sentiment, and other risks. All investors should consider the risks that may impact their capital, before investing. The value of your investment may become worth more or less than at the time of the original investment

*Commodity risk* — Commodities markets can be more volatile than traditional investments such as equity or fixed income securities. Commodities may be affected by changes in overall market movements, interest rate changes, and/or events affecting a specific commodity and/or industry.

*Counterparty risk* — risk that one party to a transaction might default on its contractual obligation. Counterparty risk can increase for those transactions not executed on a regulated exchange.

*Default risk* — is the risk that a company or an individual security will be unable to make the required payments on their debt obligation. Lenders and investors are exposed to default risk in virtually all forms of credit extensions.

*Company risk* — Common stocks of individual companies are subject to many risk factors including, but not limited to, economic conditions, government regulations, market risk, and industry risk. Equity security prices

may decline as a result of adverse changes in these and other factors. Some equities are more volatile than others and may present higher risk of loss.

*Credit risk* — The value of fixed income securities may decline, and/or the issuer or guarantor of that security may fail to pay interest or principal when the payments are due. As a general rule, lower rated securities carry a greater degree of credit risk, and therefore have a greater risk of loss, than higher-rated securities.

*Currency risk* — Investments that are held or exposed to foreign currency, are exposed to fluctuations in a foreign exchange rate or rates in addition to the risks associated with the specific underlying investment.

*Derivative risk* — Derivatives involve various degrees of risk. The value of derivative investments can be affected by market movements, the underlying companies, changes in interest rates, and/or factors affecting the underlying security. Derivatives can also involve liquidity risk and expiration/time risk.

*Equity market risk* — Equity markets are subject to many risk factors, including economic conditions, government regulations, market sentiment, local and international political events, and environmental and technological issues.

*Exchange-Traded Fund and Exchange -Traded Note risk* — Exchange-Traded Funds and Exchange-Traded Notes contain a range of risks. Those risks include, but are not limited to, price fluctuation of the underlying securities, liquidity risk which may cause difficulty transacting in these securities at a fair market price, and passive investing risk which limits the ability of the underlying investment manager to deviate market exposures from the underlying index. Exchange-Traded Funds and Exchange-Traded Notes prices will fluctuate throughout the trading day; commissions may be charged when trading Exchange-Traded Funds and Exchange- Traded Notes.

*Fixed Income risk* — risks associated with fixed income securities may include, but are not limited to, economic conditions, government regulations, credit worthiness, and fluctuations in interest rates. The secondary market value of fixed income securities will fluctuate with changes in interest rates, liquidity, and the creditworthiness of the specific issuer.

*Foreign Market risk* — Foreign investments present risks that include changes in currency exchange rates, liquidity, economic, and political uncertainty. These risks may be greater in emerging markets.

*Interest Rate risk* — Changes in interest rates will affect investment values. This volatility will typically be greater for long term fixed income securities than for short term fixed income securities. Changes in interest rates may also affect the value of other financial assets.

*Issuer risk* — A security issued by a particular issuer may be impacted by factors that are unique to that issuer and thus may cause that security's return to differ from that of the market.

*Liquidity risk* — Investments with low liquidity can have significant changes in market value, and there is no guarantee that these securities can be sold at fair market value.

*Management risk* — Investment strategies implemented by a management team of a specific investment fund that doesn't perform as expected may underperform or suffer significant losses. Management also risk includes personnel turnover of specific individuals hired to manage a fund.

*Tracking risk* — The volatility in the performance of an investment relative to its index/benchmark because of various factors which may include, but are not limited to, active management decisions associated with the underlying investments and fees.

Here is a list of the investment types listed in “Item 4” of this ADV Part 2A, with the 3 main risks most commonly associated with each:

- **Mutual Funds** - Market risk, Management risk, Tracking risk.

Mutual Funds are investment vehicles that contain/hold other investments and may be limited by their investment strategies, and a Mutual Fund's price may fluctuate based on underlying market conditions, and the pricing of the underlying securities.

- **Exchange Traded Funds (ETFs)** - Market risk, Management risk, Tracking risk.

ETF's are investment vehicles that contain/hold other investments allowing them to be traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of an ETF can be lower from that of the underlying securities, that the ETF may be limited by its investment strategy, and that an ETF's price may fluctuate throughout the day.

- **Domestic Equities** - Market risk, Company risk, Liquidity risk.

Domestic Equities are typically traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a domestic equity may fluctuate throughout the day.

- **Foreign Equities** - Currency risk, Foreign Market risk, Company risk.

Foreign Equities are typically traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a foreign equity may fluctuate throughout the day and overnight, depending on the exchange in which it is traded.

- **Preferred Stocks** - Interest Rate risk, Issuer risk, Liquidity risk.

Preferred stocks are typically traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a preferred stock may fluctuate by the interest rate environment, and credit rating of the issuer.

- **Corporate Bonds** - Interest Rate risk, Issuer risk, Liquidity risk.

Corporate bonds are not traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a Corporate bond may fluctuate by the interest rate environment, and credit rating of the issuer.

- **Commercial Paper** - Credit risk, Fixed Income risk, Interest Rate risk.

Commercial paper is not traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a Commercial paper may fluctuate by the lending/overnight rate environment, and credit rating of the issuer.

- **Certificates of Deposit** - Fixed Income risk, Interest Rate risk, Liquidity risk.

Certificates of deposit are not traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a certificate of deposit may fluctuate by the interest rate environment, the issuing bank and liquidity risk if sold on the secondary market.

- **Municipal Bonds** - Fixed Income risk, Interest Rate risk, Credit risk.

Municipal bonds are not traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a municipal bonds may fluctuate by the interest rate environment, the issuing municipality credit rating and taxing authority.

- **U.S. Treasuries** - Fixed Income risk, Interest Rate risk, Credit risk.

U.S. Treasuries are not traded on an exchange as they are issued by the U.S. Government and may be subject to brokerage trading costs, cost efficiency, the market price of a U.S. Treasuries may fluctuate by the interest rate environment, and U.S. currency strength/weakness.

- **Options** - Derivative risk, Issuer risk, Liquidity risk.

Options are traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of an option is driven by the black shoals model with the biggest pricing factors being the underlying securities strength and the expiration date.

- **Commodities** - Commodity risk, Interest Rate risk, Liquidity risk.

Factors that can influence commodity prices include politics, seasons, weather, technology, and market conditions.

- **3<sup>rd</sup> Party Money Managers** - Market risk, Management risk, Tracking risk.

3<sup>rd</sup> Party money managers are also referred to as Separately Managed Accounts (SMAs) that contain/hold investments and may be limited by their investment scope and objectives on their own, however, if used in tandem with other investments they may offer added diversification to an investment portfolio.

- **REITs** - Issuer risk, Liquidity risk, Management risk.

REITs are investment vehicles that contain/hold real estate investments allowing them to be traded on an exchange. They may be subject to brokerage trading costs, cost efficiency, the market price of a REIT can be lower from that of the underlying real estate, and a REITs price may fluctuate throughout the day.

While Righthand Capital has provided a comprehensive list of risks associated with investing in financial markets there may be additional risks that have not been listed above. Clients should consult with their Righthand Capital representative about any additional risks with which they may be concerned.

## Item 9: Disciplinary Information

Righthand Capital, LLC has not been the subject of any disciplinary action(s) and does not have any legal or disciplinary information to disclose. Any disciplinary information regarding Righthand Capital Investment Advisor Representatives (IARs) would be disclosed here as well as additional information being disclosed on the Righthand Capital IAR's ADV Part 2B.

### Criminal or Civil Actions

Righthand Capital's President Mr. Thomas Snow and Righthand Capital's investment adviser representatives have never been subject to any criminal and/or civil actions:

### Administrative Proceedings

There are no administrative proceedings to report.

### Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

## **Item 10: Other Financial Industry Activities and/or Affiliations**

Righthand Capital and its representatives are not registered or have an application pending to register, as a broker-dealer.

Neither Righthand Capital, nor its representatives, are registered or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or a representative of the foregoing.

Righthand Capital investment advisory representatives may have an insurance license that allows them to discuss and potentially sell insurance products to clients and prospects of Righthand Capital. Righthand Capital's President & CEO Mr. Thomas Snow has his insurance license and therefore can discuss/recommend/offer/sell insurance products to both clients and non-clients. Because Mr. Thomas Snow may receive compensation in the form of commissions and/or fees from insurance products he recommends to advisory clients and non-clients, this represents a conflict of interest, because Mr. Thomas Snow is incentivized to recommend these products based on the commission received, rather than on a client's need(s). Righthand Capital addresses this conflict of interest by identifying the conflict of interest on Righthand Capital's Conflict of Interest Disclosure Document, explaining that clients have the option to purchase the recommended insurance products from agents not affiliated with the Righthand Capital for potentially lower costs, and having both the Client and the Righthand Investment Adviser Representative sign and date the Conflict of Interest Disclosure Document.

Righthand Capital, LLC's President and Principle owner, Mr. Thomas Snow is a Registered Representative/Agent/Broker of Purshe Kaplan Sterling Investments, a broker-dealer. This relationship allows Righthand Capital to expand its offering to clients to include additional insurance products such as variable universal life policies, annuities, Real Estate Investment Trusts, and other partnerships such as Oil & Gas drilling investments that tend to be illiquid.

The above disclosures represent a conflict of interest, because Mr. Thomas Snow is incentivized to recommend these products based on the income and commissions received, rather than on a client's need(s). Righthand Capital addresses this conflict of interest by identifying the conflict of interest on Righthand Capital's Conflict of Interest Disclosure Document, explaining that clients have the option to purchase the recommended insurance products from companies not affiliated with the Righthand Capital for potentially lower costs, and having both the Client and the Righthand Investment Adviser Representative sign and date the Conflict of Interest Disclosure Document.

## **Item 11: Code of Ethics, Client Transactions and Personal Trading**

### **Code of Ethics**

Righthand Capital and its employees are committed to a Code of Ethics that is available for review and will be provided to clients and prospective clients upon request. Righthand Capital strives to comply with all applicable laws and regulations governing its practices. Therefore, Righthand Capital has set forth guidelines for professional standards of conduct for its associated persons, the goal of which is to protect our client interests at all times and to demonstrate its commitment to its fiduciary duties of honesty, good faith, and fair dealing with clients. All associated persons are expected to adhere strictly to these guidelines. Associated persons are also required to report any violations of the Firm's Code of Ethics. Additionally, Righthand Capital maintains and enforces written policies reasonably designed to prevent the misuse or dissemination of

material, non-public information about clients or their account holdings by Righthand Capital or any associated person.

### **Participation or Interest in Client Transactions**

Neither Righthand Capital nor any of our associated persons has any material financial interest in client transactions beyond the provision of investment advisory services as disclosed in this Brochure.

### **Personal Trading**

Righthand Capital's employees and associated persons expect to transact in and hold securities that are also held in client accounts. Righthand Capital employees and associated persons' accounts can and will participate in block trading alongside other client accounts whenever possible. In the event it is not possible for RC employees and associated persons' accounts to participate in block trading, clients' accounts will be prioritized, over Righthand Capital's employees and associated persons, in the trading process.

This process has been implemented to mitigate any conflict of interests by not allowing Righthand Capital's employees and associated persons to trade ahead of clients and potentially receive more favorable prices.

## **Item 12: Brokerage Practices**

### **Selecting Brokerage Firms**

Righthand Capital can and has the ability to work with multiple custodians, but uses Charles Schwab as its preferred custodian. Therefore, Righthand Capital will recommend that its clients work with Charles Schwab. Righthand Capital does not receive fees or commissions from this or any arrangement. Righthand Capital recommends and prefers Charles Schwab as the custodian based on the proven integrity and financial responsibility of the firm and the best execution of orders at reasonable commission rates.

### **The custodian and brokers we use**

Righthand Capital does not maintain custody of your assets that we manage/on which we advise, although we are deemed to have custody of your assets if you give us authority to withdraw assets from your account (see Item 15—Custody, below). Your assets must be maintained in an account at a "qualified custodian." (broker-dealer or bank) We recommend that our clients use Charles Schwab & Co., Inc. (Schwab), a registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated and are not affiliated with Schwab. Schwab will hold your assets in a brokerage account and buy and sell securities when we instruct them to. While we recommend that you use Schwab as custodian/broker, you will decide whether to do so and will open your account with Schwab by entering into an account agreement directly with them. We do not open the account for you, although we can assist you in doing so. Even though your account is maintained at Schwab, we can still use other brokers to execute trades for your account as described below (see "Your brokerage and custody costs").

### **How we select brokers/custodians**

We seek to select and use a custodian/broker that will hold your assets and execute transactions on terms that are, overall, attractive when compared with other available providers and their services. We consider a wide range of factors, including:

- Combination of transaction execution services and asset custody services (without separate fees for custody)
- Capability to execute, clear, and settle trades (buy and sell securities for your account)

- Capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.)
- Breadth of available investment products (stocks, bonds, mutual funds, exchange-traded funds, etc.)
- Availability of investment research and tools that assist us in making investment decisions
- Quality of services
- Competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate the prices
- Reputation, financial strength, security and stability
- Prior service to us and our clients
- Availability of other products and services that benefit us, as discussed below (see “Products and services available to us from Schwab”)

### **Best Execution**

We believe in using custodians that provide premium services at competitive rates. The reasonableness of commission rates is based on several factors, including the broker's ability to provide professional services, execution, the broker's reputation, experience and financial stability of the broker or dealer, and the quality of service rendered by the broker or dealer in transactions. Best execution is not measured solely by reference to commission rates. Paying a broker a higher commission rate than another broker might charge is permissible if the difference in cost is reasonably justified by the quality of the brokerage services offered. The above mentioned custodian, Charles Schwab, has a history of best execution performance that is well documented in various publications and testing results.

### **Your brokerage and custody costs**

For our clients' accounts that Schwab maintains, Schwab does not charge you separately for custody services but is compensated by charging you commissions or other fees on trades that it executes or that settle into your Schwab account. Certain trades (for example, many mutual funds and specific ETFs) do not incur Schwab commissions or transaction fees. Schwab is also compensated by earning interest on the residual cash in your account in Schwab's Cash Features Program. This commitment benefits you because the overall commission rates you pay could be lower than they would be otherwise. In addition to commissions and asset-based fees, Schwab charges you a flat dollar amount as a “prime broker” or “trade away” fee for each trade that is executed by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited (settled) into your Schwab account. These fees are in addition to the commissions or other compensation you pay the executing broker-dealer. Because of this, in order to minimize your trading costs, we have Schwab execute most trades for your account. We have determined that having Schwab execute most trades is consistent with our duty to seek “best execution” of your trades. Best execution means achieving favorable terms for a transaction based on all relevant factors, including those listed above (see “How we select brokers/custodians”).

### **Products and services available to us from Schwab**

Schwab Advisor Services™ is Schwab's business serving independent investment advisory firms like Righthand Capital. They provide us and our clients with access to their institutional brokerage services (trading, custody, reporting, and related services), many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients' accounts; while others help us manage and grow our business. Schwab's support services are available on an unsolicited basis (we don't have to request them) and at no charge to us. Following is a more detailed description of Schwab's support services:

**Services that benefit you.** Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab's services described in this paragraph benefit you and your account.

**Services that do not directly benefit a client.** Schwab also makes available to us, other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. We use this research to service all or a substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- Provide access to client account data (such as duplicate trade confirmations and account statements)
- Facilitate trade execution and allocate aggregated trade orders for multiple client accounts
- Provide pricing and other market data
- Facilitate payment of our fees from our clients' accounts
- Assist with back-office functions, recordkeeping, and client reporting

#### **Services that benefit Righthand Capital**

Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- Educational conferences and events
- Consulting on technology, compliance, legal, and business needs
- Publications and conferences on practice management and business succession
- Access to employee benefits providers, human capital consultants, and insurance providers
- Marketing consulting and support

Schwab provides some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab can also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab can also provide us with other benefits, such as occasional business entertainment of our personnel.

#### **Our interest in Schwab's services**

The availability of these services from Schwab benefits us because we do not have to produce or purchase them. We don't have to pay for Schwab's services. These services are not contingent upon us committing any specific amount of business to Schwab in trading commissions or assets in custody. This creates an incentive to recommend that you maintain your account with Schwab, based on our interest in receiving Schwab's services that benefit our business and Schwab's payment for services for which we would otherwise have to pay rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of Schwab as

custodian and broker is in the best interests of our clients. Our selection is primarily supported by the scope, quality, and price of Schwab's services (see "How we select brokers/ custodians") and not Schwab's services that benefit only us.

### **Broker Dealer Affiliations**

Righthand Capital, LLC's President and Principle owner, Mr. Thomas Snow is a Registered Representative/Agent/Broker of Purshe Kaplan Sterling Investments, a broker-dealer. This relationship allows Righthand Capital to expand its offering to clients to include additional insurance products such as variable universal life policies, annuities, Real Estate Investment Trusts, and other partnerships such as Oil & Gas drilling investments that tend to be illiquid.

### **Order Aggregation**

It is Righthand Capital's practice to aggregate transactions across multiple client accounts if and when possible.

### **Directed Brokerage**

In limited circumstances, and at our discretion, clients can instruct Righthand Capital to use one or more particular brokers for the transactions in their accounts. If clients choose to direct our firm to use a particular broker, clients should understand that this might prevent us from effectively negotiating brokerage commissions on a client's behalf. This practice can prevent Righthand Capital from obtaining a favorable price and execution. Thus, when directing brokerage business, clients should consider whether the commission expenses, execution, clearance, and settlement capabilities that clients will obtain through a particular broker are adequately favorable in comparison to those that we would otherwise obtain for clients.

### **Trade Errors**

Trading errors can and do happen. If a trade error occurs when entering a trade on behalf of a client, Righthand Capital's policy is to restore a client's account to the position it should have been in had the trade error not occurred. Depending on the circumstances, corrective actions can include canceling/busting said trade, adjusting the client account to reflect the appropriate asset allocation and/or the reimbursement of any fees to the client account.

## **Item 13: Review of Accounts**

### **Periodic Reviews**

Financial Plans are reviewed at least annually and updated by Righthand Capital on a periodic basis as deemed necessary by Righthand Capital and the individual clients. Frequency of reviews are predetermined and agreed between Righthand Capital and each client and typically do not occur more than quarterly. Portfolio and financial plan reviews are typically scheduled in advance with Righthand Capital clients. Reviews can also be prompted by the client and/or Righthand Capital at any given time.

### **Review Triggers**

Other conditions triggering a review are changes in the portfolio allocation, new information affecting the specific client's situation, and changes in a client's own situation.

## **Regular Reports**

Righthand Capital clients receive monthly, quarterly and/or semi-annual portfolio performance statements from the custodian holding client assets. In addition, clients also receive transaction confirmations from the account custodian being used.

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

Righthand Capital receives an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Schwab. In addition, Schwab has also agreed to pay for certain products and services for which we would otherwise have to pay once the value of our clients' assets in accounts at Schwab reaches a certain amount. These products and services, how they benefit us, and the related conflicts of interest are described above (see Item 12—Brokerage Practices).

Mr. Thomas Snow is licensed to sell insurance products and is a registered representative with a broker dealer and receives compensation for the sale of such products. This puts him in a position to be incentivized to recommend these products based on the income and commissions generated, rather than on a client's need(s). Righthand Capital addresses this conflict of interest by identifying the conflict of interest on Righthand Capital's Conflict of Interest Disclosure Document, explaining that clients have the option to purchase the recommended insurance products from companies not affiliated with the Righthand Capital for potentially lower costs, and having both the Client and the Righthand Investment Adviser Representative sign and date the Conflict of Interest Disclosure Document.

## **Item 15: Custody**

Righthand Capital does not accept or maintain custody of any client accounts. All clients must place their assets with a qualified custodian. Clients can choose a qualified custodian of their own preference. If a client has no preference of a qualified custodian, Righthand Capital will recommend a qualified custodian to clients based on their needs (i.e. Charles Schwab). Qualified custodians often allow for direct debit of advisory fees. Therefore, if a custodian allows for direct debiting and the client chooses to have advisory fees direct debited from their accounts, Righthand Capital directly debits client account(s) for the payment of our advisory fees, unless a client directs us not to and chooses a different method of payment.

Clients, through the advisory agreement, give written authorization to have their advisory fees deducted directly from their account(s) at the applicable custodian; Righthand Capital is deemed to have custody of a client's assets during this fee deduction process and, therefore, must have written authorization from the client to do so. Clients will receive all account statements and billing invoices from the custodian that are required in each jurisdiction, and they should carefully review all statements for important information and accuracy.

Under government regulations, we are deemed to have custody of your assets if, for example, you authorize us to instruct Schwab to deduct our advisory fees directly from your account or if you grant us authority to move your money to another person's account. Schwab maintains actual custody of your assets. You will receive account statements directly from Schwab at least quarterly. They will be sent to the email or postal mailing address you provided to Schwab. You should carefully review those statements promptly when you receive them.

- I. Righthand Capital possesses written authorization from the client to deduct advisory fees from an account held by a qualified custodian;
- II. Righthand Capital sends the qualified custodian written notice of the amount of the fee to be deducted from the client's account and
- III. Righthand Capital sends the client a written invoice itemizing the fee, including any formulae used to calculate the fee, the time period covered by the fee and the amount of assets under management upon which the fee is based.

## **Item 16: Investment Discretion**

Righthand Capital can provide both discretionary and non-discretionary investment management services to its clients. Custody options will be discussed and approved by both parties prior to the opening of the initial account. The client must approve of the custodian that will be used and the commission rates paid to the custodian by the client. Righthand Capital does not receive any portion of the transaction fees and/or commissions paid by the client to the custodian on any given trade and/or transaction.

### **Discretionary Authority**

Righthand Capital manages individual clients' investments in a discretionary fashion. A signed investment management agreement/contract between the client and Righthand Capital establishes the discretionary authority for trading in a client's account. Where investment discretion has been granted by the client, Righthand Capital will manage the client's account and has the ability to make investment decisions without consulting with the client as to what securities are to be bought and/or sold, when the securities are to be bought and/or sold, the amount of securities to be bought and/or sold, and/or the price at which the transaction is being executed. In some instances, Righthand Capital's discretionary authority will be limited; as a client can impose certain conditions and/or instructions that Righthand Capital must adhere to.

### **Non-Discretionary Authority**

Righthand Capital may also manage certain client's investments in a non-discretionary fashion. Righthand Capital and its client must both agree to any investment transaction prior to a trade being executed. Because of this, all new investments must be agreed upon prior to taking an initial position in a client's account or portfolio. A client always has a right to decline to implement any new investment advice provided by Righthand Capital. Non-discretionary clients are at a disadvantage from discretionary clients due to the fact that all investment transactions require pre-approval before a purchase and/or sale can be made

## **Item 17: Voting Client Securities**

### **Proxy Votes**

Righthand Capital can and will assist clients with voting proxies if the client chooses. If a client owns investments they are direct shareholders and can exercise their right as a shareholder to vote on proxies. In most cases, clients will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, the materials would be forwarded directly to clients by mail, unless clients have authorized the firm to contact clients by electronic mail, in which case we would forward any electronic solicitation to vote proxies. Clients that would like assistance from Righthand Capital in understanding the material within the proxy and/or would like assistance with the voting process can contact Righthand Capital by phone or by email using the contact information on the front of this Brochure.

**Class Action Lawsuits**

Righthand Capital is not responsible for determining if securities held by clients are the subject of a class action lawsuit or whether clients are eligible to participate in a class action settlement or litigation nor does Righthand Capital initiate or participate in litigation to recover damages on a client's behalf as a result of class actions, misconduct, or negligence of any party that is the subject of a class action suit. Any and all inquiries regarding class action suits should be initially directed to the custodian in which the assets are/were held.

**Item 18: Financial Information****Financial Condition**

Righthand Capital does not have any financial conditions that will prohibit it from meeting its contractual obligations to clients.