

**Uniform Application for Investment Adviser Registration  
Form ADV Part 2A: Disclosure Brochure  
Item 1: Cover Page**



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*This brochure provides information about the qualifications and business practices of Ascensus Investment Advisors, LLC ("AIA" or the "Firm"). Questions about the contents of this brochure may be addressed directly with the Firm by phone at 617-454-6400. Where this brochure may reference the Firm's status as being registered, please note that registration by itself does not require any qualification. The information in this brochure has not been approved or verified by the U.S. Securities and Exchange Commission ("SEC") or by any state securities regulatory authority. Additional information about the Firm is also available on the SEC's Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).*

**Item 2: Material Changes**

The following is a summary of material changes made to this Brochure from the time of the last Brochure update, dated March 13, 2023:

- (i) This Brochure has been updated to reflect a new service offering of AIA, which includes investment fiduciary services for the Ascensus CoPilot 401(k) Plan platform. Please see the Retirement Savings section headings within this document for full details.
- (ii) Item 17 Voting Client Securities was updated to reflect changes in proxy voting activities for the Government Savings and Retirement Savings divisions.

Questions regarding the Firm or the information contained within this brochure may be directed to the Firm via email to [compliance@ascensus.com](mailto:compliance@ascensus.com).

Clients (existing and potential) and other interested parties are strongly encouraged to review this document in its entirety prior to engaging in business with AIA and/or its affiliates. Although the structure of this document may differ from that provided by other investment advisers, readers should note that this brochure has been designed to meet state and federal disclosure requirements.

**Item 3: Table of Contents**

Item 1: Cover Page .....	1
Item 2: Material Changes .....	2
Item 3: Table of Contents .....	2
Item 4: Advisory Business .....	3
Item 5: Fees and Compensation .....	8
Item 6: Performance Based Fees and Side-by-Side Management .....	9
Item 7: Types of Clients .....	9
Item 8: Methods of Analysis, Investment Strategies and Risk of Loss.....	9
Item 9: Disciplinary Information .....	11
Item 10: Other Financial Industry Activities and Affiliations .....	11
Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.....	12
Item 12: Brokerage Practices .....	12
Item 13: Review of Accounts.....	13
Item 14: Client Referrals and Other Compensation.....	14
Item 15: Custody .....	14
Item 16: Investment Discretion .....	14
Item 17: Voting Client Securities .....	14
Item 18: Financial Information .....	15
Fiduciary Obligations .....	15
Business Continuity Planning.....	15
Municipal Advisor Disclosures.....	16
Brochure Supplements: .....	16

#### Item 4: Advisory Business

Ascensus Investment Advisors, LLC ("AIA" or the "Firm") is a direct and wholly owned subsidiary of Ascensus Group, LLC. The majority ownership of Ascensus Group, LLC is Trident VIII, L.P. ("Trident"), an investment vehicle controlled by Stone Point Capital, LLC, a SEC registered investment adviser. As a result, Trident is the ultimate owner of AIA. AIA does not control any other firm. Please refer to the Firm's Form ADV Part 1 available at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) for additional information on corporate structure.

AIA was registered with the Securities and Exchange Commission ("SEC") as an investment adviser with an effective date of September 27, 2002. AIA is also registered as a Municipal Advisor firm registered with the Municipal Securities Rulemaking Board ("MSRB") with an effective date of September 9, 2014. AIA provides investment management, monitoring, and consulting services for the Government Savings and Retirement Plan business divisions within Ascensus Group, LLC.

#### Government Savings Division

Within the Government Savings Division, AIA provides investment management services for (i) State government administered Qualified Tuition Plans, also known as 529 education savings plans pursuant IRS Section Code 529<sup>1</sup>; (ii) Qualified ABLE Programs per IRS Section Code 529A pursuant to the Stephen Beck Jr., Achieving a Better Life Experience Act of 2014 (the "ABLE Act")<sup>2</sup>; and (iii) State Facilitated Retirement Plans ("SFRP") that are available to employers in certain states pursuant to state law who do not offer a qualified retirement plan to its employees. The 529 Plans, 529 ABLE Plans, and SFRP Plans are hereinafter referred collectively as the "Plans".

The 529 plan serves to exempt qualified educational from federal income tax. The 529 ABLE plan serves to exempt qualified disability related expenses from federal income tax. Members of the general public, as participants, may seek to invest for certain educational and disability related expenses and obtain certain tax advantages, as available. Contributions are used to acquire units in a state trust, with trust assets invested in a manner consistent with the trust's stated investment objectives and related Plan documents. These units constitute municipal fund securities<sup>3</sup>. Under current federal tax law, earnings from a 529 savings plan used for qualified education expenses of the designated beneficiary are excluded from gross income for federal income tax purposes. Each Plan is administered by a state sanctioned body or official such as a State Treasurer's Office or State Board of Trustees ("State Administrators") who are empowered by state statutes to administer the Plans and the assets therein.

SFRP plans are established pursuant to state law and require private sector employers that do not sponsor a retirement plan to allow employee payroll contributions to be placed in a state facilitated individual retirement account. Plan details may vary by state, but generally, employees are automatically enrolled in the state retirement program at a fixed contribution percentage that may increase over time, although employees can choose to opt out or change their contribution. Like 529 and 529 ABLE plans, SFRP plans are also administered by a State Administrator.

AIA carries out its responsibilities in accordance with the direction of the applicable State Administrator for each Plan as well as any restrictions as set forth within the applicable Plan's offering document ("Program Description") for the Plan of record. The Firm is also subject to the rules and regulations adopted by the applicable State Administrators and/or any other investment policies or directives that said State Administrators may establish or issue.

#### Government Savings Division – Investment Management Services

**Investment Management Process:** AIA's advisory services are limited to providing non-discretionary investment-related services to municipal entity State Administrators. AIA's clients do not include Plan participants. AIA typically provides two levels of service to State Administrators:

- **Investment Oversight and Monitoring:** AIA will monitor the underlying Plan investments held within the Plan trust and advise investment partners of quantitative and qualitative analyses of the underlying investment options. When applicable, AIA will provide reporting where the Firm believes the investment manager(s) or investment option(s) within the Plan lineup are not meeting expectations. AIA also makes non-discretionary recommendations to State Administrators and investment partners on the investment options as appropriate. It is ultimately up to the

<sup>1</sup> IRS Section Code 529 can be found at Title 26, Subtitle A, Chapter 1, Subchapter F, Part VIII, Section 529 of the Internal Revenue Code ("IRC").

<sup>2</sup> IRS Section Code 529A can be found at Title 26, Subtitle A, Chapter 1, Subchapter F, Part VIII, Section 529 of the IRC.

<sup>3</sup> MSRB Rule D-12 defines as a municipal security issued by an issuer that, but for the application of Section 2(b) of the Investment Company Act of 1940, would constitute an investment company within the meaning of Section 3 of the Investment Company Act of 1940.

State Administrator what, if any, appropriate action to take.

- **Comprehensive Investment Management Services:** AIA is responsible for most aspects of managing the Plan's underlying investments held in the Plan trust including investment manager search and selection recommendations, portfolio and glidepath construction, investment lineup formation, investment monitoring, and performance reporting. All underlying investments must be selected, monitored and overseen in compliance with the applicable Plan's investment policy. Ultimately, all investment decisions are made by the Plan's State Administrators who are not bound to AIA's recommendations.

AIA advises State Administrators on underlying investment lineups contained with the Plan. A Plan's investment lineup generally consists of one or more of the following options:

- **Age-Based Options (529 Plans):** An Age-Based investment lineup consists of a series of portfolios which are assigned to different beneficiary age bands. These portfolios become more conservative in allocation as the beneficiary ages and gets closer to education enrollment. The portfolios themselves remain static in terms of asset allocation with the participant moving from portfolio to portfolio as they age.
- **Year of Enrollment (529 Plans):** A year of enrollment portfolio allows the investor to select a targeted education enrollment year. In this option, the participant does not move from portfolio to portfolio. Rather, the portfolio's asset allocation is automatically adjusted over time to hold more conservative investments as the targeted enrollment year approaches.
- **Target Date Options (SFRP Plans):** A target date portfolio allows the investor to select a targeted retirement year/age. In this option, the participant does not move from portfolio to portfolio. Rather, the portfolio's asset allocation is automatically adjusted over time to hold more conservative investments as the targeted retirement age approaches.
- **Individual Portfolios (529 and SFRP Plans):** An individual portfolio allows the investor to choose one or more investments from a selection of investment options available in the Plan.
- **Risk-Based Asset Allocation Portfolios (529 and 529 ABL Plans):** A blend of investments typically designed to match a defined risk tolerance such as *Aggressive, Growth, Moderate, or Conservative*. These allocation portfolios are static and only adjust their asset allocations to remain consistent with the stated target allocation and risk tolerance.

The underlying investments contained within the investment portfolios or investment options can be a combination of securities that include mutual funds, exchange traded funds (ETFs), separately managed accounts, and insurance company products such as stable value accounts. Please refer to the applicable Plan disclosure document for additional information on investment options available in each Plan.

It is important to note that although a portfolio or investment option within the Plans may invest in a particular security or basket of securities held within the Plan trust, the Plan investor (i.e., account owner) does not own shares of that security. The investor owns municipal security units of the Plan's investment portfolio.

**Manager Search and Selection:** The State Administrator will create an investment policy for the Plan, typically based on state statute requirements. AIA will work with the State Administrator and any investment partners to help design underlying investment options and make recommendations for appropriate underlying investments that will meet the Plan's needs in accordance with the investment policy. When selecting investment managers and underlying investment products, AIA utilizes a five-parameter research and evaluation process called PROVE. The five parameters are (i) Performance; (ii) Risk; (iii) Operations; (iv) Volatility; and (v) Expense.

This process gives weight to the quantitative and qualitative metrics AIA considers when analyzing a fund or an investment process. The AIA Investment Management Department reviews the available mutual funds and ETFs quarterly for funds with greater than 5 years of performance history. The process uses different metrics for equity and fixed income products based on the strongest predictors of success. Each metric is measured against multiple time periods. The time periods are weighted to give more importance to metrics that are representative of both long-term and short-term track records. For example, a metric measured over 5 years would have more weight in the scoring process than a statistic that was only measured over 1 year (only showing short term), or a metric measured over 10 years (which may include results from economic conditions that do not exist today). While each metric holds a different weight in the overall score, each of the five parameters in PROVE holds an equal

20% weight. Through this process, the Investment Management Department develops a “Best of List” comprised of the top 4-10 products in each category. The list is used as a reference when recommending new investment lineups or underlying investments.

**Investment Monitoring and Oversight:** The Investment Management Department will monitor the underlying investments in accordance with the AIA investment monitoring process. On a monthly basis, the Investment Management Department will (i) review the output of AIA’s monitoring process which includes the products contained within the Plans. The system codes the funds green or red (stop light methodology); and (ii) review and discuss any funds coded red; and (iii) makes a determination regarding the need to place any of those funds on a formal watch list. Funds are coded red when their performance falls outside their tolerance bands. For an actively managed fund, the tolerance band is a combination of the difference between the average return of its peer group and its primary benchmark. The tolerance also contains a floor (equity funds, 1.00% and fixed-income funds, 0.50%), and a ceiling (equity funds, 5.00% and fixed-income funds, 3.00%). Tolerances for passively managed funds allow for the funds to trail their appropriate benchmarks by their net expense ratios plus 0.15%.

The length of time that a fund appears on a watch list will determine if it will be moved to the Action list. The Action list triggers a deeper analysis that requires AIA to further analyze the investment manager to understand the performance issues. If AIA is satisfied with the investment manager’s response, AIA will leave the fund/product on the watch list. If AIA is unsatisfied with the investment manager’s response, AIA will discuss that particular product with the investment partner. In instances where AIA is unable to gain comfort concerning the product’s performance, AIA will bring it to the Firm’s Investment Management Committee and State Administrator’s attention for further review and discussion, as appropriate.

If AIA is providing comprehensive investment services, AIA may recommend another investment to replace the current investment, as appropriate based on the investment management process. That decision will be based upon AIA’s assessment that another investment option better meets the needs of the Plan and the requirements of the investment policy. If AIA is providing investment oversight and monitoring only, AIA will review and suggest other investment options that may better meet the needs of the Plan and investment policy requirements, if appropriate. In all cases, the State Administrator will make final investment decisions and any trades will be executed by the Plan’s qualified custodian.

AIA is wholly owned by Ascensus Group, LLC which is wholly owned by Ascensus Holdings, Inc. As of August 2, 2021, AIA is indirectly owned by Trident VIII, L.P. – the ultimate parent of Ascensus Holdings, Inc. – which is an investment vehicle of Stone Point Capital, LLC (CRD# 156521), a SEC registered investment adviser since March 2012. Please see AIA’s Form ADV Part 1 available on the SEC’s Investment Adviser Public Disclosure website, and Item 10 of this disclosure document for additional information regarding the Firm’s corporate structure.

## Retirement Savings Division

Within the Retirement Savings Division, AIA provides investment fiduciary services to ERISA covered 401(k) retirement plans through the Ascensus CoPilot retirement plan product offering (“CoPilot”). CoPilot is a simple, cost effective 401(k) retirement plan designed for small businesses. AIA provides investment advisory and other services for retirement plan sponsors (“Plan Sponsors”) on a non-discretionary basis as agreed upon by AIA and the client which are detailed in contractual agreements. For non-discretionary services, AIA will act solely in an advisory capacity and will **not** have or exercise any discretionary authority or discretionary control with respect to the assets of the plan. AIA serves as a fiduciary to the plan in providing the investment advisory services delineated in the agreement signed by the client and AIA.

## Investment Fiduciary Services

AIA provides the following investment fiduciary services as a registered investment adviser within CoPilot:

- i. Investment Policy Statement. Develop, review, and/or make recommended changes to an Investment Policy Statement (“IPS”) for the Plan. A copy of the IPS will be periodically provided to plan sponsors for review.
- ii. Investment Manager Evaluation and Selection. Research, periodically evaluate, and select an ERISA 3(38) investment manager for CoPilot based on the criteria contained in the IPS. AIA will inform the Plan Sponsor of the ERISA 3(38) investment manager chosen, apprise Plan Sponsor of monitoring efforts, and forward any applicable analysis performed by the ERISA 3(38) investment manager to the Plan Sponsor by posting the analysis to the plan website.
- iii. Asset Allocation Tools. Research, evaluate and make available to plan sponsors appropriate asset allocation tools for Participants, including model portfolios, rebalancing services, and/or a combination thereof, or other asset allocation tools or services.

- iv. Investment Direction. Plan Sponsor directs AIA to coordinate with the ERISA 3(38) investment manager to construct an investment lineup.
- v. Monitoring Investments. Monitor on a quarterly basis the quantitative and qualitative performance of each investment option and the asset allocation tools in accordance with the investment guidelines set forth in the IPS.
  - a. AIA will prepare a written quarterly investment report reviewing each menu option and the asset allocation tools.
  - b. The report will identify menu options falling below certain criteria established in the IPS for potential replacement and recommend replacement of any investment options to be discussed with the ERISA 3(38) investment manager.
  - c. AIA will coordinate with the ERISA 3(38) investment manager to implement any of the ERISA 3(38) investment manager's recommended modifications to the investment lineup and/or asset allocation tools for the Plan in line with the IPS.
- vi. Review and Oversight. Attend meetings when requested by the Plan Sponsor for the purpose of: (i) reviewing quarterly reports; (ii) providing Plan Sponsor representatives with an assessment of investment performance and recommendations for further consideration; and (iii) assisting the Plan Sponsor in addressing matters related to the investment menu and asset allocation tools.
- vii. SEC Form ADV Delivery. Provide a SEC Form ADV Part 2 to the Plan Sponsor. On an annual basis, AIA will deliver the Form ADV Part 2A and 2B or a summary of material changes. In addition, AIA will deliver its brochures where more frequent delivery is required by applicable law.
- viii. Proxy Voting. Review and vote applicable proxies with respect to securities held in the Custodial Account and other reports to stockholders provided by any issuer.

**Preparation of Investment Policy Statement:**

AIA assists CoPilot clients in preparing an initial draft investment policy statement ("IPS"), including investment objectives, policies, and constraints consistent with the plan's requirements. The client will be responsible for reviewing and adopting the IPS and updating the IPS to reflect changes in the plan and its investments from time to time.

It is important to note that AIA is not responsible for investment decisions made by plan participants. AIA also is not responsible for investment decisions involving employer securities or for plan assets that have not been designated as subject to AIA's authority as an investment advisor.

**Performance Monitoring and Reporting:**

AIA monitor the plan's investment manager(s) and investments and may recommend additional investments and investment managers or other changes from time to time in coordination with the investment manager. AIA will recommend appropriate action, when necessary, that may include replacing an investment or investment manager.

**Participant Education**

When requested by the CoPilot plan participant, AIA will provide general information and education to the plan participant as to the features of the plan and the available investment options in order to assist them in selecting the model allocation that best meets their needs. AIA does not provide individualized investment advice to plan participants. AIA will monitor the investment elections and allocation changes of plan participants and will attempt to notify participants who are investing in a manner that is materially different from the default investment allocation they would otherwise be subject to in an effort to educate participants on the options available to them.

**Assets Under Management and Assets Under Advisement:****Government Savings Division**

As of December 31, 2022, the Firm provided non-discretionary advisory services to forty-one (41) state administered Plans with approximately \$93,626,221,026 in Plan assets, as described below:



Regulatory Assets Under Management	\$8,481,660,990
Assets Under Advisement	\$85,144,560,036

### Retirement Savings Division

As of June 30, 2023, AIA provided investment advisory services for approximately \$0<sup>4</sup> in total CoPilot assets as described below:

Regulatory Assets Under Management	\$0
Assets Under Advisement	\$0

### Conflicts of Interest

Investment advisers are fiduciaries that have a fundamental obligation to act in the best interest of their clients and to provide investment advice in their clients' best interest. AIA, like all financial service providers, has conflicts of interests. A conflict of interest may exist where AIA and/or its personnel have the opportunity to benefit in contrast to a client's best interests. These conflicts could be actual, potential, or perceived. It is important to note that the Firm discloses, manages and mitigates its conflicts of interest, and if the conflict is unable to meet these requirements, the Firm does not engage in that activity.

### Services of Affiliated Entities of AIA

AIA is a subsidiary of Ascensus Group, LLC. As such, AIA typically provides investment advisory services in tandem with, or as part of, an entire service offering along with its industry affiliates. As a result, other firms may offer products and services that are not available through AIA, or the same or similar services at a different or lower cost.

### Gifts, Gratuities, Entertainment, & Non-Cash Compensation

AIA Associates may generally give and receive business related gifts, gratuities, and entertainment, so long as such gifts and entertainment are (i) within Firm policy; (ii) not lavish or excessive; and (iii) do not give the appearance of being designed to influence the recipient or otherwise create a material conflict of interest. AIA Associates are required to disclose to the Firm any business related gifts, gratuities, entertainment, and non-cash compensation given or received.

### Political Activities and Pay to Play

The SEC, Municipal Securities Rulemaking Board ("MSRB") and other regulatory authorities have specific rules regarding political contributions and other related political campaign activities. The phrase "pay-to-play" refers to a payer (e.g., individual, business, or organization) who makes campaign contributions to public officials or candidates, party officials, political action committees (PACs), or parties themselves, and receives a real or perceived political or pecuniary benefit. As a result, Firm policy limits AIA Associates ability to engage in political contributions and other campaign activities. Political contributions should be reviewed by the Firm prior to being made so as to assure they are made in accordance with applicable rules and Firm policy.

### Revenue Sharing Arrangements

Certain revenue sharing contractual arrangements with AIA and its affiliates include the payment of additional fees by certain underlying investments or investment management firms available within a Plan. These fees are based on the value of the assets in the underlying investment. Please refer to Item 5 of this brochure as well as the Plan's offering document for more information on these arrangements.

### Limitations on Investment Recommendations

AIA offers and recommends investment products only from investment sponsors with which the Firm has entered into selling, distribution, or operational agreement as well as meeting the Firm's due diligence processes per fiduciary obligations. As a result, other firms may offer products and services that are not available through AIA, or the same or similar investment products and services at a different or lower cost.

### AIA Associates Outside Business Activities

AIA Associates who are IARs and seek to engage in certain (non-AIA or Ascensus related) outside business activities

<sup>4</sup> CoPilot is scheduled to launch September 2023

(OBAs) are required to disclose and obtain approval from the Firm. Generally, if the OBA presents a material conflict of interest in the services provided by AIA to its clients it may be limited or prohibited. Please refer to the ADV Part 2B brochure supplement for additional information.

**AIA Associates Personal Securities Transactions**

AIA has adopted a code of ethics that includes guidelines regarding personal securities transactions of its employees and IARs. The code of ethics permits employees and IARs to invest for their own personal accounts in the same securities that the Firm recommends for clients. The Firm addresses this conflict of interest by requiring in its code of ethics that employees and IARs report applicable personal securities transactions and holdings to AIA for review. The AIA Code of Ethics is available upon request.

**Contracts**

AIA enters into written agreements with its clients prior to engaging in any advisory services. All contracts must be in writing and typically includes a package of services that AIA and its affiliated entities engage in to provide various services to the Plans. AIA may also enter into agreements with its investment management partners in the form of sub-adviser contracts and operating agreements in order to provide services to its clients, as AIA does not offer proprietary securities products.

**Item 5: Fees and Compensation****Government Savings Division:**

In consideration for its advisory services as part of the Government Savings business line, AIA is paid fees pursuant to a contract that it and/or an affiliate has entered into with a State Administrator. AIA and its affiliate(s) negotiate such terms at the onset of each relationship, which is typically completed through request for proposals and a competitive bidding process. Any modifications, additional services, or changes in fees is subject to review and varies based on terms of the contract and any amendments. AIA's services to Plans vary from Plan to Plan such that AIA and/or its affiliate(s) may perform different services to a particular Plan administered by one State Administrator than to another Plan administered by another State Administrator. Some contractual arrangements require the Firm or its affiliate(s) to utilize its recordkeeping, investment selection, and/or program administration and support services while under other contracts, a subset of such services are provided. Each Plan and the services to be performed therein are reviewed in detail prior to engagement and an appropriate fee is offered or negotiated with the respective State Administrator. Please refer to Item 10 for more information about the Firm's affiliates.

The fee paid to AIA and its affiliates is based on a percentage of the value of the underlying Plan assets under administration by the Firm, unless otherwise contractually agreed to by the relevant parties. This fee includes AIA's advisory services as well as other services provided by the Firm and/or its affiliates, including the aforementioned recordkeeping and program administration services conducted outside the scope of AIA. Fees are generally calculated on a daily basis and are due monthly in arrears via direct invoice or automatic deduction from an account held on behalf of the State Administrator. AIA clients do not pay management fees in advance.

Where the underlying investment selections consist of no-load or load-waived shares of mutual funds (or other investments without sales charges), there are no additional brokerage fees charged in connection with the investment transactions in a Plan. However, as a mutual fund shareholder, each investment option within a Plan does bear its proportionate share of the fees and expenses of the underlying funds in which it invests. For further information regarding brokerage practices and Plan fees, please see Item 12 of this document along with the specific Plan program brochure disclosure document available on the Plan's website or the MSRB EMMA website.

Additionally, certain revenue sharing contractual arrangements with AIA and its affiliates include the payment of additional fees by certain underlying investments or investment management firms available within a Plan. These fees are based on the value of the assets in the underlying investment. Currently AIA participates in a revenue sharing arrangement with New York Life where their products are offered in the New Mexico education savings plans. These fees are intended to offset, in part, administrative expenses incurred by AIA and its affiliates. Please refer to the Plan's offering document for additional information.

Receipt of these fees creates no conflict of interest for AIA as AIA's clients are not Plan participants, and the affiliates of AIA that are also party to these agreements do not provide investment advice, securities recommendations, or securities distribution services within Plans. AIA, therefore, has no control over the direction of assets into any underlying investment or investment manager within the Plan. Furthermore, these arrangements do not involve, nor does AIA have or offer, any proprietary



investment products.

### Retirement Savings Division:

CoPilot Investment Fiduciary Services fees are charged based upon a percentage of assets under advisement within the Plan:

AIA's annual fee for investment fiduciary services is based on the value of the assets under advisement. Such fees are subject to the terms in the CoPilot Plan documents. The fee is agreed upon with each client and will be made a part of the investment fiduciary services in the Plan agreement. The Plan Sponsor authorizes the Custodian to deduct AIA's Investment Service Fees directly from the Plan assets. The Plan Sponsor directs AIA or its affiliate to calculate the Investment Service Fees based on the average daily balance of assets for each participant and deduct the calculated amount from each participant's account. The Plan Sponsor shall have the responsibility to verify the accuracy of the Investment Service Fee calculation.

Investment Fiduciary Services: New Plans <sup>5</sup>	
Assets Included in Service	Annual Fee (%)
CoPilot Plan Assets	0.25

  

Investment Fiduciary Services: Converting Plans <sup>6</sup>	
Assets Included in Service	Annual Fee (%)
\$1,999,999	0.25
\$2MM - \$4,999,999	0.20
Over \$4,999,999	0.10

### Fee Invoices

Investment Fiduciary fees are assessed and invoiced in accordance with each client agreement. Typically, the fee is billed quarterly, in advance of service, based on the quarter-end value of the account or on a fixed-fee basis. Plans opened or closed during a period will have the consulting fee prorated for the period. The terms for termination of services are described in the Plan documents. Clients may also designate in writing that the fees may be automatically debited from the stated custodial account. In such instances, AIA will send the invoice to the client's custodian and the custodian will debit the client account for the amount and forward it to AIA. Clients are advised to contact their custodians for monthly or quarterly statements which should include fee payments.

### Additional Fees and Expenses:

AIA's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which will be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third-party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to AIA's fee.

### Item 6: Performance Based Fees and Side-by-Side Management

AIA does not charge any performance based fees or manage accounts on a side-by-side basis.

### Item 7: Types of Clients

In the Government Savings Division, AIA's clients consist of state or municipal government entities, referred to as State Administrators. In the Retirement Savings Division, AIA's clients are sponsors of ERISA retirement plans ("Plan Sponsors"). AIA does not provide investment advice or maintain a client relationship with any Plan participant account owner or any other investment managers as clients.

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

On a routine basis, the Firm evaluates the performance investment selections and that of any State Administrator-selected

<sup>5</sup> New Plans refers to plan agreements executed after July 1, 2023

<sup>6</sup> Converting Plans refers to Plans that were converted from the legacy fiduciary services previously offered through PAi Trust Company to AIA beginning in September 2023

third-party investment manager(s). AIA analyzes publicly available information, third-party data, and relevant information provided by the investment managers. See Item 4, Investment Management Process, above, for the various categories of investment options.

With respect to age-based options, year of enrollment and risk-based asset allocation portfolios, AIA utilizes investment analysis methods/philosophies including Capital Asset Pricing Theory and Mean Variance Optimization in its development of asset allocation recommendations to a State Administrator. In regard to manager search and selection, as it pertains to underlying investments and individual portfolio recommendations, AIA reviews and analyzes a manager's long-term performance, investment management tenure, peer group comparisons, active returns relative to benchmark, expense ratios, historical risk and return characteristics, exposures to sectors and individual issuers, fee structure, and any other factors considered relevant. The Firm may employ the services of third-party investment managers and other consultants for their advice/management. Such information is generally disclosed at the onset of a relationship or as otherwise required by contract.

**Potential Future Changes to a Plan:** When applicable, each State Administrator reserves the right, in its sole discretion, to discontinue a Plan or to change any aspect of a Plan. For example, a State Administrator may change a certain Plan's fees and charges; add or merge portfolios; close a portfolio to new investors; or change the underlying investments or target asset allocations of a portfolio. In addition, the Firm may make changes, as mutually agreed upon by the Firm and the State Administrators, to adjust for performance and/or overall cost.

On occasion, a State Administrator may request a change in the investment line-up of a Plan. During the transition from one underlying investment to another, a portfolio may be temporarily un-invested, therefore lacking market exposure to an asset class. During such a transition period, a portfolio may temporarily hold a basket of securities to the extent that the underlying investment from which it redeems chooses to satisfy the portfolio's redemption out of such investment on an in-kind basis. In such an event, a State Administrator will seek to liquidate the securities received from the underlying investment as promptly as possible to ensure that the proceeds are promptly invested in the replacement investment. The transaction costs associated with such liquidation, as well as any market impact on the value of the securities being liquidated will be borne by the portfolio and the accounts invested in such portfolio. Some underlying investments from which a portfolio redeems impose certain redemption fees. In such an event, the portfolio, and accounts invested therein, will bear such redemption costs.

**Changes in Federal and State Law and Regulations Governing a Plan:** Federal and state law and any underlying regulations therein that govern the administration of Plans are subject to change. It is possible that Congress, the Treasury Department, the Internal Revenue Service, and/or federal or state courts may take action that will affect the tax treatment of Plan contributions, earnings, withdrawals, transfers, or the availability of state tax deductions or other Plan features. In addition, federal and state laws on related matters, such as the funding of education expenses, treatment of financial aid, and tax rules, are subject to change. It is unknown what effect these kinds of changes could have on Plans.

**Securities Investment Related Risks:** Each portfolio has its own principal investment strategy and, as a result, its own risk and performance characteristics. A portfolio's risk and potential return are functions of its relative weightings of equity, fixed income, and money market investments. In general, greater exposure to equity investments creates a higher risk (especially short-term volatility) and potential for higher returns over the long-term. The more exposure a portfolio has to fixed income and money market investments, the lower its risk and its potential long-term returns. There are also variations in risk/return levels within the equity and fixed income categories. For example, international equities typically have higher risk levels than domestic equities. Please refer to the applicable Plan disclosure document for specific information on investment risks related to investment options available within a Plan.

**ETF and Mutual Fund Risk:** Underlying exchange traded funds ("ETFs") and mutual funds are subject to investment advisory and other expenses, which will be indirectly paid by clients. As a result, the cost of our investment strategies will be higher than the cost of investing directly in ETFs or mutual funds, as there are two levels of fees. ETFs and mutual funds are subject to specific risks, depending on the nature of the fund.

ETFs and mutual funds are professionally managed pooled vehicles that invest in stocks, bonds, short-term money market instruments, other mutual funds, other securities, or any combination thereof. Fund managers trade fund investments in accordance with fund investment objectives. Risk can be significantly increased for funds concentrated in a particular sector of the market, or that primarily invest in small cap or speculative companies, use leverage (i.e., borrow money) to a significant degree, or concentrate in a particular type of security (i.e., equities), rather than balancing the fund with different types of

securities.

ETFs can be bought and sold throughout the day like stocks, and their price can fluctuate throughout the day. During times of extreme market volatility, ETF pricing may differ from the actual underlying asset values. This difference usually resolves itself in a short period of time (usually less than one day); however, there is no guarantee this relationship will always occur.

**No Guarantee of Principal or Earnings; Not Insured:** The value of a Plan account will increase or decrease over time based on the performance of the portfolio(s) selected. It is possible that, at any given time, a Plan's account value could be less than the total amount contributed. Neither the Plan nor any of its associated persons make any guarantee of, or have any legal obligations to ensure, a particular level of investment return.

**Limited Investment Direction:** An account owner/participant may not direct the underlying investments of a portfolio. The ongoing money management is the responsibility of the respective State Administrator and contracted Plan service providers, as applicable.

**Limited Liquidity:** Investments in a Plan, are considered less liquid than other types of investments (for example, investments in mutual fund shares), because the circumstances in which an account owner may withdraw money from a Plan account without a penalty or adverse tax consequences are significantly more limited. Investment allocations are reviewed on a routine basis by the Firm's Investment Management Department and its Investment Management Committee. Any rebalancing/reallocation recommendation or other substantive change in Plan or fund disposition is reported to clients on an immediate basis. Existing/prospective participants, and other interested parties are strongly encouraged to review the most current program description for each Plan of interest. Such information can be obtained via the Plan's website or by contacting the Firm directly.

### Item 9: Disciplinary Information

AIA and its personnel have not been involved in any legal or disciplinary actions that (i) require disclosure; and/or (ii) might otherwise be deemed material to one's evaluation of the firm or the integrity of its personnel. Such information would otherwise be reported herein. Further information regarding the Firm, its personnel, and its affiliates can be obtained by visiting the SEC's Investment Adviser Public Disclosure website [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov); FINRA's BrokerCheck website <http://brokercheck.finra.org>; and/or the SEC's Electronic Data Gathering, Analysis, and Retrieval System (EDGAR) website [www.sec.gov/edgar/searchedgar/companysearch.html](http://www.sec.gov/edgar/searchedgar/companysearch.html) and searching by firm name. Such information can also be obtained by contacting the Firm directly.

### Item 10: Other Financial Industry Activities and Affiliations

AIA is affiliated with the following financial industry entities:

**Ascensus Broker Dealer Services, LLC ("ABDS"):** ABDS (CRD# 36478) is a SEC-registered broker-dealer and has been a member of FINRA since July 1994. ABDS is also a member of the Municipal Securities Rulemaking Board ("MSRB"), the Securities Investor Protection Corporation ("SIPC"), and National Securities Clearing Corporation ("NSCC"). ABDS is authorized to engage in the business of a municipal securities broker with respect to the sale of securities issued by Internal Revenue Code Section Plans, which are pooled investment funds established as trusts by state or local government entities and higher education savings plan and or ABLE trusts established by states. Further information regarding the firm, its management, and its services can be obtained by visiting FINRA's BrokerCheck website <http://brokercheck.finra.org>.

**Ascensus College Savings Recordkeeping Services, LLC ("ACSR"):** ACSR is a SEC registered transfer agent. The firm was registered in January 2013. ACSR provides certain recordkeeping and other administrative services in tandem with AIA and ABDS. These services include maintaining participant-related account records, processing of account-related paperwork and other instructions, and communication/coordination with business partners and clients with respect to daily business and transaction-based activity. Further information regarding the firm, its management, and its services can be obtained by visiting the SEC's EDGAR website [www.sec.gov/edgar.shtml](http://www.sec.gov/edgar.shtml).

**Ascensus Trust Company ("ATC"):** ATC is a trust company specializing in the support of employee benefit plans. The firm is regulated by the North Dakota Department of Financial Institutions. ATC operates separate and apart from ABDS, AIA, and ACSR. There is no affiliation between ATC and AIA (and its affiliates) other than through common ownership.

**Provident Trust Group, LLC** (“PTG”): PTG is a trust company specializing in the support of employee benefit plans. The firm is regulated by the Nevada Financial Institutions Division. PTG operates separate and apart from ABDS, AIA, and ACSR. There is no affiliation between PTG and AIA (and its affiliates) other than through common ownership.

**Nyhart Consulting, LLC** (“Nyhart”): Nyhart (CRD# 145590) is an investment adviser registered with the state of Indiana since June 2012 and is a related person of AIA. Nyhart operates separate and apart from ABDS, AIA, and ACSR. There is no affiliation between Nyhart and AIA (and its affiliates) other than through common ownership.

**Prima Capital Advisors, LLC**: Prima Capital Advisors, LLC (CRD# 124719) is a SEC registered investment adviser since January 2003. The firm is a related person of AIA although it operates separate and apart from ABDS, AIA, and ACSR. There is no affiliation between the firm and AIA other than through common ownership.

**Kroll Securities, LLC DBA Duff & Phelps Securities, LLC**: Duff & Phelps Securities, LLC (CRD# 36927) is a SEC-registered broker-dealer and has been a member of FINRA since October 1994. The firm is a related person of AIA although it operates separate and apart from ABDS, AIA, and ACSR. There is no affiliation between the firm and AIA other than through common ownership.

**Newport Group Consulting, LLC** (“NGC”): Newport Group Consulting, LLC (CRD# 140944) is a SEC registered investment adviser since June 2006. The firm is a related person of AIA although it operates separate and apart from AIA. There is no affiliation between NGC and AIA other than through common ownership.

**Newport Group Securities, Inc.** (“NGS”): Newport Group Securities, Inc. (CRD# 29722) is a dually registered SEC registered broker-dealer and registered investment adviser registered with the SEC since July 2001 and has been a member of FINRA since January 1992. NGS is a related person of AIA although it operates separate and apart from AIA. There is no affiliation between NGS and AIA other than through common ownership.

**Newport Trust Company, LLC** (“NTC”): Newport Trust Company is a New Hampshire state chartered trust company. NTC is a related person of AIA although it operates separate and apart from AIA. There is no affiliation between NTC and AIA other than through common ownership.

**PAI Trust Company, Inc.** (“PAI”): PAI Trust Company Inc. is a South Dakota state chartered trust company. PAI is a related person of AIA although it operates separate and apart from AIA. There is no affiliation between PAI and AIA other than through common ownership.

The Firm may recommend the services of and maintain relationships with certain third-party investment managers. On the rare occasion certain arrangements can carry additional fee arrangements or compensation to AIA and is dependent on the services provided by AIA. However, it is at the State Administrator’s sole discretion to choose third party investment managers. This may create a conflict of interest if the State Administrator chooses to use a third-party investment manager that maintains a fee splitting or revenue sharing arrangement with AIA. It is important to note that AIA’s clients are not Plan participants and therefore has no control over the direction of assets into any third-party investment manager within the Plan. See Item 5 for additional information on fees and compensation.

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

Pursuant to Rule 204A-1 of the Investment Advisers Act of 1940, the Firm has adopted a Code of Ethics which requires supervised persons of AIA (“AIA Associates”) to maintain certain standards of ethics and which reflects the Firm’s fiduciary duties and obligations to clients. AIA Associates have a fiduciary obligation to act in the best interest of clients and must act ethically when dealing with clients, the public, prospects, third-party service providers, and fellow personnel. AIA Associates must reasonably comply with all applicable securities laws and are expected to be familiar with and comply with AIA policies and procedures. AIA Associates must provide the Firm with written acknowledgement of the Code of Ethics.

Although the Firm and its personnel may maintain certain securities holdings that are similarly held by the various Plans, the Firm monitors the personal securities transactions of certain AIA Associates in an effort to identify and resolve any potential conflicts of interest. It is important to note that AIA or its affiliated entities do not buy or sell securities for client accounts, does not have discretionary authority over client assets, nor has a material financial interest in any securities. A copy of the firm’s Code of Ethics can be provided upon request.

### **Item 12: Brokerage Practices**

AIA does not select broker-dealers or qualified custodians for its clients, nor acts as a qualified custodian for its clients. The

Firm may have pre-existing working relationships with third party service providers as part of its normal operations (e.g., broker-dealers, qualified custodians, registered investment advisers, and/or registered investment companies) in order to provide contracted services to its clients. These third-party relationships, disclosed to the Firm's clients, have not been entered into on based on any monetary or other compensation related basis which could create the potential for conflict of interest. Rather, these third-party relationships were entered into to provide a service that the Firm does not offer itself. The Firm does not engage in any soft dollar benefits nor is AIA or its related persons compensated with regard to these third-party relationships. Furthermore, AIA does not charge commissions, markups or markdowns on any client transactions.

The selection of any third party service company remains the sole decision of the State Administrator and their selected investment manager(s). Such decisions can incur greater (or lesser) costs than expected. Where the majority of securities transactions for a Plan involve open-end investment company (mutual fund) shares, such transactions are often a major operational component of the selected investment manager and/or any vendors it has contracted with. Accordingly, AIA cannot make recommendations or guarantees relative to the quality or pricing of execution or cost per share basis.

As the underlying funds will incur various administrative and other service-based fees, each Plan is expected to absorb such costs. AIA will not benefit in any way from such charges or costs. AIA does not receive research or participate in any transaction-based exchange for services (*soft dollars*) with any third-party service company. As mentioned previously, any and all brokerage arrangements remain the exclusive domain of the State Administrator and/or the selected investment manager(s) of record.

AIA does not aggregate, nor has the opportunity to aggregate, the purchase or sale of securities for various client accounts. Any trading is at the sole discretion and direction of the State Administrators and is executed by an unaffiliated broker-dealer.

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

Each Plan portfolio is monitored and reviewed on a regular basis by the Firm in coordination with the Firm's Investment Management Committee. The underlying portfolios are reviewed in detail quarterly, or more often as necessary. The Firm will also hold regular meetings with the respective State Administrators on any necessary changes/concerns. On a quarterly basis, the Firm will review a number of reports designed to identify underlying investments and those portfolios that are outside the expected ranges for returns, have exposure to certain asset classes, and those with exposure to certain industry sectors. Additional portfolio review may be triggered if the market, political, or economic environment changes materially. The Investment Management Committee is convened on a quarterly basis (or more often as needed) to review performance, client requests, and future client goals/needs.

**Due Diligence Review of Asset Allocations and Portfolios:** AIA periodically reviews the percentage allocations for each Plan's portfolio (as defined in the applicable Plan management agreement) and the selection of underlying funds (also as defined in the applicable program management agreements). After performing such reviews, AIA recommends to the state Plan Administrator changes, if appropriate, to the percentage allocations for each portfolio and/or the addition, retention, or elimination of specific underlying funds. In particular, AIA, in cooperation with the relevant investment managers, conducts a quantitative and qualitative evaluation of the underlying funds, which may include, among other things, their composition, performance, asset classes, fees and charges. AIA may also conduct a review of the selected investment managers/advisers' skills, knowledge, experience, personnel, capital and financial condition. After each evaluation of an underlying fund, AIA determines whether to recommend changes to the lineup of underlying funds for each portfolio in light of the investment objective(s) of the portfolio. AIA also evaluates current market conditions to determine whether to recommend changes to the percentage allocations for each portfolio. All recommendations are proposed to the State Administrators of record for review and approval, as appropriate.

**Monitoring and Review of Performance and Underlying Funds:** AIA conducts periodic reviews of underlying fund performance and monitors underlying funds for any significant or material events. If any unpredicted activity is detected, the underlying fund will be put under more extensive watch and scrutiny to ensure that said fund is managed according to its prospectus and in keeping with the Plan's objectives. The Firm will promptly inform the applicable State Administrator of any findings and make recommendation(s) on what actions to take to remedy the issues.

**Review Industry Trends:** AIA periodically reviews industry trends in terms of fee structure and available investment options and reports the findings to the State Administrator, if warranted.

**Rebalancing:** Taking into account any factors that it deems appropriate, AIA may facilitate the rebalance of a Plan's portfolios in accordance with the approved allocations provided by the State Administrator and the investment policy statement for the



particular Plan. All recommendations are subject to the State Administrator's approval and the trades are then executed by the Plan's unaffiliated qualified custodian.

**Interaction with State Administrators:** As part of its responsibilities, AIA periodically consults with the State Administrator at a mutually agreed upon interval regarding the percentage allocations for each of its Plan portfolios and the condition and outlook of each underlying fund. In addition, AIA, when requested, will prepare and deliver operational performance measurement reports for the preceding calendar quarter and a similar report for the preceding program year.

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

AIA does not receive any compensation or economic benefit from someone who is not a client in connection with providing investment advice or other advisory services to its clients.

#### **Item 15: Custody**

All Plan assets for which AIA provides advisory and/or other services are held in custody by unaffiliated banks and other financial institutions ("qualified custodians") pursuant to a custodial agreement. The Firm does not maintain possession of client cash or securities. However, and where, AIA's affiliates act as a registered transfer agent on behalf of the program's State Administrator and thus direct the movement of funds in support of the recordkeeping and administrative responsibilities delegated to it under the applicable Plan program agreement, AIA is considered to have indirect custody of client assets.

Assets held in such a fashion are subject to a surprise examination by an independent public accounting firm on an annual basis. Both the accounting firm and AIA are subject to statutory and ethical constraints which require the utmost care and concern with respect to the assets under management. Accordingly, the firm requires each qualified custodian and any other participating entities to prepare and send account statements on at least a quarterly basis. These statements and any other reporting should be reviewed carefully and compared to other account information for consistency. Questions and/or concerns regarding such material may be addressed directly with the Firm. Additional information, including the surprise examination report, is available on the SEC's Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

#### **Item 16: Investment Discretion**

##### **Government Savings Division**

AIA does not exercise investment discretion in connection with assets in the Plans it provides services. AIA does not have any discretionary authority to create, alter, or eliminate holdings within a Plan, but may recommend investment strategies and changes to the underlying funds offered. All management authority regarding the investments options in a Plan remains the responsibility of the State Administrator or their designated authority. Pursuant the State Administrator, the Plan's investment policy statement, and agreed upon services, AIA will periodically rebalance the underlying portfolios as agreed upon with State Administrator which are executed through the qualified custodian.

##### **Retirement Savings Division**

AIA does not exercise investment discretion in connection with assets in the CoPilot program. AIA does not have any discretionary authority to create, alter, or eliminate holdings within the CoPilot program. AIA as investment fiduciary provides advice to Plans and monitors activities of the 3(38) investment manager. All discretionary management authority regarding investment options in a Plan remains the responsibility of the named ERISA 3(38) Investment Manager. AIA's investment management authority, including any limitations thereon, is specified in its services agreements with its clients. Such authority may be restricted further under the terms of the client's investment policy statement. Clients may change or amend these limitations upon providing thirty (30) days' advance written notification to AIA.

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

##### **Government Savings Division**

In accordance with its fiduciary duty to its State Administrator clients and Rule 206(4)-6 of the Investment Advisers Act of 1940, State Administrators generally reserve the right to vote their own proxies according to the Plan's investment policy. It is AIA's general policy that the decisions on voting shares of all underlying investments in the Plan program portfolios are made by the respective State Administrators. Please note if the underlying investment product is a separately managed account holding equities, AIA will work with the State Administrator to delegate proxy voting to the separately managed accounts investment manager. In rare circumstances, a State Administrator may seek guidance from AIA on proxy voting scenarios. The State Administrator is not bound to AIA's advice is ultimately responsible for proxy voting decisions.

##### **Retirement Savings Division**

As part of AIA's investment fiduciary responsibilities, AIA will cast votes on behalf of CoPilot Plan Sponsors by proxy at shareholder meetings of mutual fund companies that are available within CoPilot.

In evaluating proxies, AIA considers factors that are material to the investment policy statement and strategies in support of maximizing long-term shareholder value. This includes considering the company's approach to financial, operational, human and natural capital and the impact of that approach on the potential future value of the business.

### **Proposals Relating to Director Elections**

AIA generally will support director nominees in elections where all directors are unopposed (uncontested elections), and generally in line with the board's recommendation, except where board composition raises concerns, and/or where a director clearly appears to have failed to exercise reasonable judgment or otherwise failed to sufficiently protect the interests of shareholders.

### **Conflicts of Interest**

Voting of shares is conducted in a manner consistent with the best interests of the funds or clients. In other words, securities of a fund generally will be voted in a manner consistent with these guidelines and without regard to any other AIA business relationship. AIA votes proxies without regard to any other AIA business relationship with that portfolio company. AIA Associates have a fiduciary duty to never place their own personal interest ahead of the interests of fund shareholders or clients. A record of how proxies were voted are maintained by AIA.

### **Item 18: Financial Information**

AIA does not require or solicit the prepayment of service fees, nor has discretionary authority of client funds or securities. The firm has never filed for bankruptcy or been subject to any similar financial condition(s) that might impair its ability to administer Plan program assets or otherwise serve its clients.

### **Fiduciary Obligations**

As a registered investment adviser and registered municipal advisor, AIA is deemed to hold a fiduciary obligation to its clients. AIA and its AIA Associates have a fiduciary obligation to act in the best interest of clients and act ethically when dealing with clients, the public, prospects, third-party service providers, and fellow personnel. The Advisers Act establishes a federal fiduciary duty for investment advisers that is based on equitable common law principles and is fundamental to adviser's relationship with their clients under the Advisers Act. This fiduciary duty is broad and applies to the entire adviser-client relationship. Under both federal and state law, AIA has a fiduciary obligation to always act in the best interest of their clients. This includes making full and fair disclosure of all material facts relating to business activities and dealings with clients. AIA fulfills this obligation by:

- Acting in the client's best interest and placing the client's interest before the interests of AIA;
- Making suitable and appropriate recommendations consistent with the client's investment objectives and goals;
- Treating clients fairly;
- Disclosing material facts; and
- Disclosing all material conflicts of interests

Section 206 of the Advisers Act also prohibits an investment adviser and its supervised persons from engaging in fraudulent, deceptive, or manipulative activities. This includes misstatements, misleading omissions of material facts, and other fraudulent acts and practices in connection with the conduct of AIA. Breach of this fiduciary duty is prohibited and may lead to disciplinary action.

Additionally, the Firm has mandated several policies regarding the treatment of Plans, assets, accounts, and the security of any nonpublic or personal information therein. AIA prohibits the release of any client-related nonpublic or personal information to third parties unless authorized by the client or as otherwise required by law.

### **Business Continuity Planning**

The Firm has also implemented a comprehensive business continuity plan ("BCP") to ensure the rapid resumption of business

in the event of a disruptive event. The BCP involves the assessment of a variety of risks to organizational processes, the creation of policies, plans, and procedures to minimize the impact a disruption may have on the Firm. The BCP is inclusive of all entities under AIA's parent Ascensus, LLC. AIA remains committed to its clients and welcomes any requests regarding copies of the Firm's BCP Summary.

**Municipal Advisor Disclosures**

As noted in Item 4, above, AIA is also a municipal advisor, registered with the MSRB. As such, the Firm has fiduciary obligations and disclosure requirements under MSRB Rules G-10 and G-42 which have been incorporated into this document. Additional information about the Firm can be found on the MSRB website at <http://msrb.org/MARegistrants.aspx>. The MSRB website contains a MSRB Investor Brochure that describes the protections available under MSRB rules and how to file a complaint with an appropriate regulatory authority.

This document has been prepared in accordance with state and federal disclosure requirements. Questions and/or concerns regarding its content or requests for further information about the firm and/or its personnel can be addressed directly with the Firm.

**Brochure Supplements:**

Accompanying this Brochure are Form ADV Part 2B brochure supplements for individual employees of AIA ("AIA Associates") who are responsible for investment advice and/or municipal advice provided by AIA to its clients.

**Uniform Application for Investment Adviser Registration  
Form ADV Part 2B: Brochure Supplement**

Item 1: Cover Page



**Ascensus Investment Advisors, LLC**  
95 Wells Avenue, Suite 160  
Newton, MA 02459

Phone : 617-454-6400  
Fax : 617-559-8943

Central Registration Depository # 120632  
SEC Filing # 801-61492

August 7, 2023

*This supplemental portion of the Form ADV Part 2 disclosure brochure provides information about the qualifications and business practices of Ascensus Investment Advisors, LLC ("AIA" or the "Firm"), its executive management, and other key personnel. Please see Item 2 of this supplement for a complete listing of these individuals by name, their educational background, and business experience. Questions about the contents of this brochure may be addressed directly with the Firm by phone at 617-454-6400. Where this brochure may reference the Firm's status as being registered, please note that registration by itself does not require any qualification. The information in this brochure has not been approved or verified by the SEC or by any state securities regulatory authority. Additional information about the Firm is also available on the US Securities and Exchange Commission's ("SEC") Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).*

**Item 2: Educational Background and Business Experience**

Certain Ascensus Investment Advisors, LLC Personnel ("AIA Associates") who provide or intend to provide ongoing investment advice to clients or prospective clients must prepare and deliver this brochure supplement. Item 2 describes their educational background and business experience per below:

**Thomas Lowe, CFA®, Vice President, Investment Management:** Mr. Lowe (born 1961) joined Ascensus in August 2018. His team develops investment product solutions where Ascensus has direct investment management responsibilities and leads the oversight and monitoring of investment management partners. Tom has over twenty years of experience with Fidelity Investments, with a focus on asset allocation. Within the asset management organization, Tom was focused on the creation, assessment, and monitoring of asset allocation products. Subsequently, Tom's role expanded to educating distribution intermediary clients on asset allocation concepts and Fidelity's approach to portfolio construction. Mr. Lowe holds a BS from Syracuse University and a master's degree in Finance from Bentley University. He is a CFA® charter holder, a Series 50 Municipal Advisor Representative, a Series 54 Municipal Advisor Principal, and Series 66 Investment Advisor Representative.

**Paul Souppa, ChFC®, Director, Investment Management:** Mr. Souppa (born 1975) joined the firm in January 2017. He has spent more than 20 years working in the financial services industry. He began his career at State Street Corporation in 1998 where he spent 5 years working in the fund accounting and the performance and analytics groups. After a couple years working for BBR Partners and Deutsche Bank, he began working in the Institutional Investment Services Group at the company that later became Voya Financial, where he spent more than 11 years. Mr. Souppa was responsible for investment and performance analysis for more than 100 Institutional 401k clients in the small/mid and large corporate Markets. Mr. Souppa is registered as a Series 50 Municipal Advisor Representative and Series 65 Investment Adviser Representative. Mr. Souppa holds a BA in Finance from the University of Massachusetts-Amherst, an MBA from the McCallum School of Business at Bentley University, and is a Chartered Financial Consultant ChFC®.

**Designation/Certification Disclosures**

Chartered Financial Analyst (CFA®): The CFA is issued by the CFA Institute provides education on the investment management profession across ten key areas. The CFA requires professional work experience, passing three exams, and continuing education requirements.

Chartered Financial Consultant (ChFC®): The ChFC is issued by the American College of Financial Services and is comprised of eight college level courses that address all aspects of financial planning. Requirements include successfully completing all courses and exams, meet experience and ethics standards, and agree to comply with the American College Code of Ethics and Procedures. Participation in the professional recertification program is also required.

**Item 3: Disciplinary Information**

None of the AIA Associates named above have legal or disciplinary events requiring disclosure.

**Item 4: Other Business Activities**

AIA Associates named above are also registered representatives of the affiliated entity Ascensus Broker Dealer Services, LLC, however such persons do not participate in any investment related commission-based compensation arrangements nor receive any similarly appointed financial benefits of any kind in this capacity. Further information regarding the Firm, its personnel, and its affiliates can be obtained by visiting the SEC's Investment Adviser Public Disclosure website ([www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)) or FINRA's BrokerCheck website (<http://brokercheck.finra.org>).

In addition, Mr. Lowe receives rental income from real estate investments located in both Boston, MA and Newport, RI. Mr. Lowe's involvement with this activity takes place outside of AIA business hours.

In addition to their association with AIA, Messrs. Lowe and Souppa are also employed with the Firm's parent company, Ascensus Group, LLC. Their affiliation with Ascensus Group, LLC is inclusive of their full time execution



of Ascensus job responsibilities. AIA Associates listed in Item 2 devote one hundred percent (100%) of their time to Firm business and its applicable affiliated entities listed in Item 10 of Form ADV Part 2A.

**Item 5: Additional Compensation**

None of the AIA Associates named above receive compensation from someone who is not a client for advisory services that requires disclosure.

**Item 6: Supervision**

AIA maintains a compliance program designed to comply with applicable securities laws and supervise its AIA Associates. AIA Associates are subject a strict policy of supervision and oversight per AIA policies and procedures. AIA Associates regularly report to their supervisor and remain available for review by senior management. Supervisors and senior management host regular meetings to discuss performance, due diligence, new requirements, and other issues related to Firm business. AIA designates Robert B. Kaplan as its Chief Compliance Officer responsible for supervision of AIA and can be reached at (215) 648-1272.