

**FIRM BROCHURE**  
(Part 2A of Form ADV)

October 3, 2023

**DCA Family Office, LLC**

3721 Douglas Blvd., Suite 350

Roseville, CA 95661

Phone: (916) 960-5357

[www.dcafamilyoffice.com](http://www.dcafamilyoffice.com)

**CRD # 322047**

**Part 2A of Form ADV (the “Brochure”) provides information about the qualifications and business practices of DCA Family Office, LLC. If you have any questions about the contents of this Brochure, please contact us at (916) 960-5357 and/or [www.dcafamilyoffice.com](http://www.dcafamilyoffice.com). The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.**

**DCA Family Office, LLC is registered as an investment adviser with the SEC; however, such registration does not imply a certain level of skill or training and no inference to the contrary should be made.**

**Additional information about DCA Family Office, LLC is also available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

## **ITEM 1: COVER PAGE**

Please refer to the previous page.

## **ITEM 2: MATERIAL CHANGES**

DCA Family Office, LLC (“DCA”) is filing this Brochure, dated October 3, 2023 to replace the Brochure submitted to the SEC on May 9, 2023. This item discusses only material changes that are made to the Brochure and provides clients with a summary of such changes. DCA’s prior Brochure is hereby amended to the following:

- Item 4 - has been updated with the DCA’s most recent assets under management calculation.

DCA encourages its clients to read this Brochure carefully and in its entirety and to contact us with any questions you can or will have.

Pursuant to SEC Rules, DCA will ensure that its clients receive a summary of any material changes to this Brochure within 120 days of the close of DCA’s fiscal year-end. Additionally, as DCA experiences material changes in the future, we will send you a summary of our “Material Changes” under separate cover. For more information about the firm, please visit [www.dcafamilyoffice.com](http://www.dcafamilyoffice.com)

Additional information about DCA and its investment adviser representatives is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

### ITEM 3: TABLE OF CONTENTS

ITEM 1: COVER PAGE .....	2
ITEM 2: MATERIAL CHANGES .....	2
ITEM 3: TABLE OF CONTENTS.....	3
ITEM 4: ADVISORY BUSINESS .....	4
ITEM 5: FEES AND COMPENSATION .....	6
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 .....	10
ITEM 9: DISCIPLINARY INFORMATION .....	14
ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS .....	14
ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING.....	15
ITEM 12: BROKERAGE PRACTICES.....	16
ITEM 13: REVIEW OF ACCOUNTS .....	18
ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION.....	18
ITEM 15: CUSTODY.....	18
ITEM 16: INVESTMENT DISCRETION .....	18
ITEM 17: VOTING CLIENT SECURITIES .....	19
ITEM 18: FINANANCIAL INFORMATION .....	19

## **ITEM 4: ADVISORY BUSINESS**

DCA Family Office, LLC, a Delaware limited liability company (“DCA”), is an SEC registered fee-only investment advisory firm headquartered in Roseville, California. Hereinafter, the terms “we,” “us,” “our,” and “ours” refer to DCA, unless the context clearly indicates otherwise. We provide portfolio management and family office services designed for ultra-high-net-worth clients. DCA is principally owned by The Rocca Family Trust with Curtis M. Rocca III and Jennifer P. Rocca, as Trustees, which owns 32.4 percent. In addition, DCARoccas, LLC, an entity in which Curtis M. Rocca III is Manager, also owns 24.3 percent. No other Member owns more than 25%.

DCA provides investment recommendations primarily relating to private funds and private investment opportunities on a non-discretionary basis. From time to time, DCA provides investment advice relating to cash management, including various bonds and debt instruments, as well as publicly traded equity securities.

DCA began operations in 2022 as a single family office to help serve one Ultra-High-Net-Worth family (“Founding Family”). In 2023, DCA has expanded its services and will offer recommendations of securities and other investments as well as other services as described below.

### **Our Portfolio Management Approach for Family Office Clients**

Our portfolio management approach uses a six-step process, which includes: 1) gathering information about the family and its investment needs and goals, 2) analyzing various scenarios and tailoring a plan specific to the family’s needs, 3) formalizing the plan into a written investment policy statement, 4) implementing the investment plan in accordance with defined client guidelines, and 5) monitoring, and where applicable, adjusting allocation of investments, and 6) actively engaging with managers of the investments to ensure accountability and help drive performance. We frequently reevaluate and refine this process to adjust for changes as needed.

To begin the process, we gather information about the family. This information includes basic facts and assumptions about your family, assets, liabilities, income, and expenses. It also includes your goals, risk tolerance and objectives, as well as aspirational goals such as a vacation home(s), travel, hobbies, new businesses, wealth transfers to family, and charitable giving. This helps DCA to define where you want to go and guides our decisions to help get you there.

Next, we analyze various spending and investment scenarios. These scenarios help us identify the effects of certain decisions. We also will explore the effect of investing more conservatively or aggressively based on your risk tolerance. Since most of DCA’s investments are private investments, they tend to be less liquid than publicly traded securities. Accordingly, we pay particular attention to the family’s needs for liquidity to ensure that the investment policy is appropriate from a risk, returns and liquidity perspective.

With this analysis in hand, we help you evaluate your choices. Choices often include how much to spend, how much to retain, how to manage your assets, and how to manage your liabilities. How we manage your assets depends on your situation. For example, our growth category can include a portfolio of illiquid assets, such as private equity and real estate. Sometimes these assets exist already, and sometimes they need to be built out over time. We consider and often account for the evolving nature of the overall asset mix by making adjustments to liquid assets, which may be invested more conservatively due to concentration of illiquid investments. Other strategies are

considered for liquidity events, taxes, estate planning, wealth transfers, charitable giving, asset protection, business succession, and retirement.

We will collaborate with the family's other professionals and broader teams on legal, tax and other issues for making customized solutions based on your needs. We will then make recommendations, on a non-discretionary basis, leaving you empowered to make your own informed investment decisions. Once those decisions are made, DCA will help you implement your plan.

Your plan must also be monitored. DCA provides this acute level of attention because we seek to focus on fewer, larger relationships. Working with fewer, larger relationships enables us to spend more time with the family to address details that often get ignored. This includes changes to your facts and assumptions, evolving family dynamics, as well as the performance of your investment strategy.

DCA meets with each client at least once a year to review, assess and adjust (as needed) their plan, their investment policy guidelines, and stated investment objectives. DCA also connects with the family quarterly about the performance of their investment strategy. Furthermore, we make ourselves available in person, by phone, or by email to address whatever needs arise. Such needs could include general questions, service requests, planning, investments, and introductions to our network. DCA also will often reach out to provide economic updates or just to connect personally with our clients to stay connected regarding important developments going on in their lives.

## **Our Approach**

Focusing on providing high-touch service to a limited number of family relationships, DCA conducts detailed market analysis, economic analysis, financial analysis, and overall portfolio construction / diversification analysis in formulating its investment recommendations. Generally, our investment recommendations are in private investment vehicles mostly within the real estate, real assets, agriculture, private company, private equity, and joint venture investment sectors and/or cash management strategies. However, through discussions with the family, this may extend to other investments which may be well suited to their stated investment objectives at the time.

We often coordinate with your accountant and estate planning lawyer to address tax, estate planning, asset protection, and investment issues. That way you can spend more time pursuing your passions. This effort to coordinate is important because without it the components of an overall plan often become disconnected.

When presenting private investment opportunities, DCA will only do so with families that meet the qualification requirements. DCA will work to source private investment opportunities, many of which will not be generally available to the investing public, conduct due diligence, research and recommend both affiliated and unaffiliated private funds to clients. The types of private funds include, but are not limited to hedge funds, real estate funds, private equity funds, limited offerings, and venture capital funds (collectively, "Private Investments"). Investing in Private Investments involves various risks, which an investor should be aware of, including, but not limited to, the potential for complete loss of initial investment. A complete discussion of risks and other important information is set forth in each Private Investment's offering documents, which are provided to clients for review prior to investing. Note that we often recommend individual private investments alongside or outside of a private fund structure, which often offer lower fees to

our clients. Please also refer to Item 8 below for further information on risks surrounding these types of securities and Item 10 regarding conflicts for the affiliated private fund and related co-investments.

DCA does not anticipate accepting any new clients prior to January 1, 2024. In the event that DCA accepts a new family office client, such clients should be aware that we have committed to providing the Founding Family with recommendations to invest in certain Private Investments deemed suitable with their investment objectives and in accordance with their investment policy statement prior to DCA making such recommendations to other DCA Clients. Therefore, dependent upon the size of the investment opportunity and timing of the recommendation, other DCA Clients may not have access to the same investments. **This is a conflict of interest that must be considered prior to becoming a client of DCA.**

Other than the above, our policy and practice for private investments is to allocate fairly and equitably among our clients according to a specific and consistent basis so as not to advantage any firm, personal or related account and so as not to favor or disfavor any client, or group of clients, over any other.

Every relationship is different and presents different complexities. As a result, not every relationship will require every service we offer. When appropriate, we will have a conversation about your needs and customize a solution for your family for a negotiated fee under a separate addendum to your Investment Advisory Agreement (“Client Agreement”). Clients are not required to use DCA for any described service and services may be available from other professional providers at lower cost.

Each client enters into a non-discretionary Client Agreement with DCA and will be asked a series of questions that will result in a customized Investment Policy Statement, tailored to your family’s specific needs and objectives. Each client also has the opportunity to place reasonable restrictions on the types of investments to be held in their portfolio. Such restrictions must be put in writing by the client and be outlined in the Client Agreement or Investment Policy Statement. While we strive to stay closely connected with our clients, it is important for you to inform us promptly of any changes to your financial situation, investment objectives, liquidity needs, and/or long-term goals.

### **Participation in Wrap Fee Programs**

We do not sponsor or participate in wrap fee programs.

### **Regulatory Assets Under Management**

As of August 31, 2023, the most recent month end prior to the updating of this Brochure, DCA had \$138,324,201 in regulatory assets under management, and continue to have in excess of \$100,000,000 in regulatory assets under management as of the date of this filing.

## **ITEM 5: FEES AND COMPENSATION**

### **How We Are Compensated for Our Advisory Services**

**Portfolio Management Services:** DCA’s portfolio management fee is determined based on the nature of the services being provided and the complexity of each client's circumstances. All fees

are agreed upon in writing prior to entering into a contract with any client.

Generally, our portfolio management fees are charged as a percentage of assets managed by our firm, calculated at 0.25% per quarter, pro-rated for partial quarters. The fee is determined by multiplying 0.25% by the assets in the client's account valued as of the last day of the prior calendar quarter. DCA's advisory fee is payable quarterly on the first business day after the fifteenth day of the second month of the applicable quarter and shall be prorated for partial periods. In the event of termination during a period where any pre-paid base management fees exist, DCA will refund the client the amount of any unearned base management fees within five (5) days following such termination effective date.

Depending on DCA's level of active involvement in the identification, management, oversight and value creation process of client investments, and in an effort to align DCA's interest to those of its clients, DCA may also receive a performance-based fee. Performance-based fees will be determined by the client's individual circumstances and the scope of services provided by DCA and will not exceed 10% of the account's overall performance. Any performance-based fees are explicitly discussed with the client in detail before entering into this type of arrangement and are detailed (with calculation examples) in the Client Agreement. Any performance-based fee is billed quarterly in arrears. To qualify for this type of fee schedule, a client must either demonstrate a net worth of at least \$2,200,000 (excluding personal residence) or must have at least \$1,100,000 under management. Please refer to Item 6 below for additional information.

For those Client relationships that include a performance fee, such fees are based upon the actual realized cash received by the client (whether from dividends, distributions or sales). No performance-based fee will be assessed for any unrealized or mark-to-market gains. In accordance with the terms of the Client's Agreement, all performance fees are invoiced in arrears 45 days following the end of each calendar quarter.

Generally, DCA requires a minimum of **\$50,000,000** of assets under management for this service, which can be waived in DCA's sole discretion. Clients who elect to terminate their contracts will be charged a performance-based fee based on the performance of the account for the measuring period going back from the termination date and pro-rated from the date on which the performance-based fee was previously assessed by our firm.

PERFORMANCE-BASED FEE ARRANGEMENTS WILL ONLY BE ENTERED INTO WITH QUALIFIED CLIENTS IN ACCORDANCE WITH THE PROVISIONS OF REG. 205-3 OF THE INVESTMENT ADVISERS ACT OF 1940 AND/OR APPLICABLE STATE REGULATIONS. THE FEES WILL NOT BE OFFERED TO ANY CLIENT RESIDING IN A STATE IN WHICH SUCH FEES ARE PROHIBITED.

***Limited Negotiability of Advisory Fees:*** Although DCA has established the aforementioned fee schedule(s), we retain the discretion to negotiate alternative fees on a client-by-client basis. Client facts, circumstances and needs are considered in determining the fee schedule, as well as the scope of services to be provided to the family. Additional factors include types of assets to be placed under management, anticipated future additional assets and related accounts; and portfolio style and account composition.

***Termination of the Advisory Relationship:*** Unless otherwise noted in the Client's Agreement, any

party may terminate the Client Agreement for any reason upon six (6) months prior written notice, unless otherwise mutually agreed upon by the parties, in writing.

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

***Limited Prepayment of Fees:*** Under no circumstances do we require or solicit payment of fees in excess of \$500 more than six months in advance of services rendered.

***Important Additional Information:***

We can only modify the terms of your advisory fees in accordance with the terms of your Client Agreement.

While DCA does not encourage clients to borrow money for the purpose of building an investment portfolio, there can be times when a client sets up their managed account as a margin account for borrowing or investment purposes. Clients should be aware that DCA will not calculate our fees based on the full value of the assets under management including any margined securities; rather, the amount of any margin loans will be deducted from such calculation. We encourage Clients to pay-off their margin balance as quickly and efficiently as possible. Borrowing on margin subjects Clients to additional costs and risks that should be carefully considered before opening a margin account.

Using a margin account is not suitable for all investors; the use of margin increases leverage in a client's account and therefore increases overall risk. For further information on risks pertaining to margin accounts, please refer to Item 8 below and the Investor Bulletin issued by the SEC at [https://www.sec.gov/oiea/investor-alerts-and-bulletins/ib\\_margin\\_account](https://www.sec.gov/oiea/investor-alerts-and-bulletins/ib_margin_account).

**Types of Fees and Expenses**

Clients will incur transaction charges for trades executed in their accounts (please refer to the "Brokerage Practices" section of this Brochure for further details). These transaction fees are separate from our fees and will be disclosed by the firm that the trades are executed through. Clients can be required to pay trading fees and other miscellaneous charges or fees directly to the custodian (e.g., wire fees and margin fees as discussed above) as stated in the custodial agreements. Additionally, mutual funds, separate account managers, structured notes, hedge funds, private investments, and/or exchange traded funds or index funds have additional internal expenses which generally include a fund management fee, other fund expenses, and a possible distribution fee. In addition, some funds charge a redemption fee on shares bought and sold within a short period. Funds describe their expenses in their prospectuses, offering documents, or product descriptions. Clients are advised that these fees are separate and additional expenses incurred by the client. Clients are also responsible for all applicable charges including, but not limited to, account administrative fees, account closure fees and all trading costs due to the termination, including any fees the mutual funds can assess. Upon request, we will provide a good faith estimate of these fees. Clients are also responsible for attorney, accountant, tax or other third party professional fees charged relating to the services provided by DCA.



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

As we disclosed in Item 5 of this Brochure, DCA can receive a performance-based fee from the client. The performance-based fee is calculated based on a share of cash distributions or capital gains on the investments managed on behalf of the client. To qualify for a performance-based fee arrangement, a client must either demonstrate a minimum net worth of at least \$2,200,000 (excluding personal residence) or must have at least \$1,100,000 in assets under management immediately after entering into a management agreement with us. To the extent a client elects to invest in private funds, the client will typically pay private fund fees which are in addition to the performance-based fees charged by the firm.

Clients should be aware that a performance-based fee arrangement creates an incentive for us to recommend investments which are riskier or more speculative than those which would be recommended under a different fee arrangement. Many of these investments also can be less liquid than other potential investment instruments. However, our performance-based fees are calculated on an aggregated portfolio-level basis, so taking undue risks that incur losses in certain investments also causes us to share in those losses as it adversely affects the calculation of our performance-based fees.

As an investment adviser, DCA endeavors at all times to put the interest of our clients first. Where conflicts of interest exist, we take steps to mitigate such conflicts and disclose them to our clients through this Brochure, our Client Agreement, our marketing collateral and other client facing documents and at meetings with our clients. We also have adopted a Code of Ethics for DCA; please refer to Items 7 and 11 for more information.

## **ITEM 7: TYPES OF CLIENTS**

We offer services to high net worth families. DCA does not require a minimum fee for its services.

When DCA provides investment advice to a client, we act as a fiduciary under certain federal regulations, and within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way the firm makes money creates conflicts of interest; however, as a fiduciary DCA and its supervised persons are required to always act in our clients' best interests, which means we must, at a minimum take the following steps:

- Meet a professional standard of loyalty and care when making investment recommendations.
- Always put our clients' interests ahead of our own when making recommendations and providing services.
- Disclose all conflicts of interest and how the Firm addresses such conflicts.
- Adopt and follow policies and procedures designed to help ensure that we give advice and provide services that remains in each client's best interest.
- Charge an advisory fee that is reasonable for our services.
- Not provide, or withhold, any information that could render our advice and/or services misleading.

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

We conduct detailed market analysis, economic analysis, financial analysis, and overall portfolio construction / diversification analysis in formulating investment recommendations. Generally, our investment recommendations are in private investment vehicles, and are mostly within the real estate, real assets, agriculture, private company, private equity, and operating joint venture investment sectors.

We tailor solutions for you by constructing an investment strategy to meet your unique needs and risk tolerance. Also, we approach the markets with a family wealth management perspective and endeavor to make investment decisions within the context of your entire balance sheet.

Notably, we do not attempt to time the markets. Rather, we maintain a long-term investment horizon and focus on identifying fundamentally sound investment opportunities.

### **Risk of Loss**

All investing and trading activities risk the loss of capital. Although we will attempt to moderate these risks, no assurance can be given that the investment activities of an account we advise will achieve the investment objectives of such account or avoid losses. Direct and indirect investing in securities involves risk of loss that you should be prepared to bear. In addition, many investments go through cycles, so electing to sell an investment during a downturn in the cycle may have an adverse effect on returns.

We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate you from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance. It is important that you understand the risks, including a typical lack of marketability and liquidity, associated with investing in the types of investments listed above.

Except as can or will otherwise be provided by law, we are not liable to clients for:

- Any loss that you can or will suffer by reason of any investment decision made or other action taken or omitted by us in good faith;
- Any loss arising from our adherence to your instructions or the disregard of our recommendations made to you; or
- Any act or failure to act by a custodian or other third party to your account.

The information included in this Brochure does not include every potential risk associated with an investment strategy, technique or type of security applicable to a particular client account. You are encouraged to ask questions regarding risks applicable to a particular strategy or investment product and read all product-specific risk disclosures. It is your responsibility to give us complete information and to notify us of any changes in financial circumstances or goals.

### **Description of Material, Significant or Unusual Risks**

For cash management, we generally invest client's cash balances in money market funds, FDIC

insured certificates of deposit, high-grade commercial paper and/or government backed debt instruments. Ultimately, we try to achieve the highest return on each client's cash balances through relatively low-risk conservative investments, keeping in mind the client's near-term liquidity needs.

There are certain additional risks associated when investing in securities, including, but not limited to:

Market Risk: Either the stock market as a whole, or the value of an individual company, goes down resulting in a decrease in the value of client investments. This is also referred to as systemic risk.

Inflation Risk: The Firm's portfolios face inflation risk, which results from the variation in the value of cash flows from a financial instrument due to inflation, as measured in terms of purchasing power. When inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.

Interest Rate Risk: The price of most fixed income securities move in the opposite direction of the change in interest rates. For example, as interest rates rise, the prices of fixed income securities fall. If the Firm holds a fixed income security to maturity, the change in its price before maturity can have little impact on the Firm portfolios' performance. However, if the Firm determines to sell the fixed income security before the maturity date, an increase in interest rates could result in a loss.

Company Risk: When investing in stock positions, there is always a certain level of company or industry specific risk that is inherent in each investment. This is also referred to as unsystematic risk and can be reduced through appropriate diversification. There is the risk that the company will perform poorly or have its value reduced based on factors specific to the company or its industry. For example, if a company's employees go on strike or the company receives unfavorable media attention for its actions, the value of the company can or will be reduced.

Liquidity Risk: Certain assets can or will not be readily converted into cash or can have a very limited market in which they trade. You can experience the risk that your investment or assets within your investment can or will not be able to be liquidated quickly, thus, extending the period of time by which you can or will receive the proceeds from your investment. Liquidity risk can also result in unfavorable pricing when exiting (i.e., not being able to quickly get out of an investment before the price drops significantly) a particular investment and therefore, can have a negative impact on investment returns.

Risks Associated with Fixed Income: When investing in fixed income instruments such as bonds or notes, the issuer can default on the bond and be unable to make payments. Further, interest rates can increase and the principal value of your investment can decrease. Individuals who depend on set amounts of periodically paid income face the risk that inflation will erode their spending power.

Reinvestment Risk: This is the risk that future proceeds from investments can or will have to be reinvested at a potentially lower rate of return (i.e., interest rate). This primarily relates to

bonds.

Call Risk: Bonds that are callable carry an additional risk because they can be called prior to maturity depending on current interest rates thereby increasing the likelihood that reinvestment risk can be realized.

Credit Risk: The price of a bond depends on the issuer's credit rating, or perceived ability to pay its debt obligations. Consequently, increases in an issuer's credit risk, can negatively impact the value of a bond investment.

Options Risk: Options on securities can be subject to greater fluctuations in value than an investment in the underlying securities. Purchasing and writing put and call options are highly specialized activities and entail greater than ordinary investment risks.

Speculation Risk: The commodities markets are populated by traders whose primary interest is in making short-term profits by speculating whether the price of a security will go up or go down. The speculative actions of these traders can increase market volatility that could drive down the prices of commodities.

Geopolitical Risk: The risk an investment's returns could suffer as a result of political changes or instability in a country. Instability affecting investment returns could stem from a change in government, legislative bodies, other foreign policy makers or military control.

Currency Risk: Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.

Foreign Market Risk: The securities markets of many foreign countries, including emerging countries, have substantially less trading volume than the securities markets of the United States, and securities of some foreign companies are less liquid and more volatile than securities of comparable United States companies. As a result, foreign securities markets can be subject to greater influence by adverse events generally affecting the market, by large investors' trading significant blocks of securities, or by large dispositions of securities, than as it is in the United States. The limited liquidity of some foreign markets can affect our ability to acquire or dispose of securities at a price and time it believes is advisable. Further, many foreign governments are less stable than that of the United States. There can be no assurance that any significant, sustained instability would not increase the risks of investing in the securities markets of certain countries.

Counterparty and Broker Credit Risk: Certain assets will be exposed to the credit risk of the counterparties when engaging in exchange-traded or off-exchange transactions. There can be a risk of loss of assets on deposit with or in the custody of a broker in the event of the broker's bankruptcy, the bankruptcy of any clearing broker through which the broker executes and clears transactions, or the bankruptcy of an exchange clearinghouse.

Leverage Risk: Although DCA does not employ leverage in the implementation of its investment strategies, some ETPs and CEFs employ leverage. Leverage increases returns to investors if the investment strategy earns a greater return on leveraged investments than the

strategy's cost of such leverage. However, the use of leverage exposes investors to additional levels of risk and loss that could be substantial.

Market Volatility: The profitability of the portfolios substantially depends upon the Firm correctly assessing the future price movements of stocks, bonds, options on stocks, and other securities and the movements of interest rates. The Firm cannot guarantee that it will be successful in accurately predicting price and interest rate movements.

Management Risk: Your investments will vary with the success and failure of our investment strategies, research, analysis and determination of portfolio securities. If you implement our investment recommendations and our investment strategies do not produce the expected results, you can or will not achieve your objectives.

Key Person Risk: The Firm's services are provided by its dedicated team of professionals. Should any of those persons leave the Firm or become unable to provide the services in the future, this may have an adverse impact on the performance of the client's investment portfolio.

Firm's Investment Activities: The Firm's investment activities involve a significant degree of risk. The performance of any investment is subject to numerous factors which are neither within the control of nor predictable by the Firm. Such factors include a wide range of economic, political, competitive and other conditions (including acts of terrorism and war) that can affect investments in general or specific industries or companies. The markets can be volatile, which can adversely affect the ability of the Firm to realize profits on behalf of its Clients. As a result of the nature of the Firm's investing activities, it is possible that the Firm's results can fluctuate substantially from period to period.

Material Non-Public Information: By reason of their responsibilities in connection with other activities of the Firm and/or its principals or employees, certain principals or employees of the Firm and/or its affiliates can acquire confidential or material non-public information or be restricted from initiating transactions in certain securities. The Firm will not be free to act upon any such information. Due to these restrictions, the Firm can or will not be able to initiate a transaction that it otherwise might have initiated and can or will not be able to sell an investment that it otherwise might have sold.

Legal and Regulatory Risks: The regulation of the U.S. and non-U.S. securities and futures markets investment funds has undergone substantial change in recent years and such change can continue. In particular, in light of the recent market turmoil there have been numerous proposals, including bills that have been introduced in the U.S. Congress, for substantial revisions to the regulation of financial institutions generally. Some of the additional regulation includes requirements that private fund managers register as investment advisers under the Advisers Act and disclose various information to regulators about the positions, counterparties and other exposures of the private funds managed by such managers. Further, the practice of short selling has been the subject of numerous temporary restrictions, and similar restrictions can be promulgated at any time. Such restrictions can adversely affect the returns of Underlying Investment Funds that utilize short selling. The effect of such

regulatory change on the accounts and/or the underlying investment funds, while impossible to predict, could be substantial and adverse.

## **ITEM 9: DISCIPLINARY INFORMATION**

There are no legal or disciplinary events that are material to the evaluation of our advisory business or the integrity of our management.

## **ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS**

Neither DCA nor its investment adviser representatives, are registered or have an application pending to register, as a broker-dealer nor as a futures commission merchant, commodity pool operator, a commodity trading advisor or a representative of the above.

DCA has overlapping ownership and shares certain administrative resources with two other enterprises, DCA Partners, LLC and DCA Management Company, Inc., as further described below.

### **DCA Partners, LLC**

DCA Partners, LLC (“Partners”) provides mergers and acquisition and general business consulting services to small and mid-sized companies generally within the Sacramento and Central Valleys of California. Mr. Rocca, the Managing Member of the Firm, serves as the Managing Member of Partners. In this capacity, he spends approximately 12% or less of his time.

### **DCA Management Company, Inc.**

DCA Management Company, Inc. (“DMC”) is the private fund management company for a series of small private funds. Certain Members of DCA, including Mr. Rocca, Steven Mills and Craig Mitchell also are Members of DMC. Messrs. Mills and Mitchell are not actively involved in the management of DCA. DMC currently manages four (4) funds (collectively, the “DMC Funds”), all of which are now closed to new investors. This includes:

- DCA Capital Partners, LP (General Partner is DCA Capital Management, LLC)
- DCA Capital Partners II, LP (General Partner is DCA Capital Partners GP II, LLC)
- DCA Capital Partners III, LP (General Partner is DCA Capital Partners GP III, LLC)
- DCA Capital Partners III SBIC, LP (General Partner is DCA Capital Partners SBIC GP III, LLC)

Mr. Rocca has a 40% ownership in DMC and the following ownership interests in the above-mentioned General Partners:

- 40.6% in DCA Capital Management, LLC
- 50% in DCA Capital Partners GP II, LLC
- 32.2% in DCA Capital Partners GP III, LLC
- 32.2% in DCA Capital Partners SBIC GP III, LLC

As of the date of this brochure, all of the DMC Funds are closed to new capital and investors and are not available to new clients of DCA.

No DCA client is obligated to use any advisory services of Partners or invest in any fund managed by DMC. Clients electing to invest in future DMC Funds or co-investment opportunities that may be made available to an investor will be provided with full written disclosure of all fees and economic benefits to DCA and DMC prior to making an investment decision.

Notably, clients should be aware that in the event that a family uses such services or makes such investments, a conflict of interest exists due to the fact that DCA personnel who are affiliated with Partners or DMC receive remuneration in the form of distributions and carried interest participation relating to the DMC Funds and related co-investment vehicles. Moreover, such persons who perform work on behalf of Partners or DMC are conflicted due to their allocation of time to work on behalf of such companies in lieu of DCA. While these individuals endeavor at all times to put the interest of DCA clients first as part of the Firm's fiduciary duty, clients should be aware that the existence of financial interests and time commitments exist, which creates an inherent conflict of interest.

Interactions and conflicts of interest between DCA and Partners are limited, as Partners is strictly a business advisor and does not offer investment opportunities. Conflicts of interest are more evident between DCA and DMC, since Mr. Rocca will receive additional economic benefit from any fees or carried interest participation generated by the DMC Funds. As a result, DCA explicitly meets with each Client to discuss and disclose all such economic interests and potential conflicts between DCA and DMC, and any other related entity, prior to allowing any DCA Client to invest in a DMC Fund. Please see Mr. Rocca's Form ADV Part 2B for additional information.

The specific processes and strategies for private funds (including but not limited to the DMC Funds) are disclosed in each private fund's offering documents and can include, but are not limited to the various risk factors set forth in Section 8 above. Private investment strategies carry a risk of total loss of principal. Each private fund investment has varying degrees of illiquidity depending on the type of fund and its underlining investments, which are outlined in each fund's offering documents and should be reviewed carefully prior to investment.

Clients should be aware that the receipt of additional compensation or economic benefit by DCA and its personnel from non-DCA activities creates a conflict of interest that can impact the objectivity of our firm and these individuals when making advisory recommendations. DCA endeavors at all times to put the interest of its clients first as part of our fiduciary duty as a registered investment adviser. Please refer to Item 7 for additional information.

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

An investment adviser is considered a fiduciary and our firm has a fiduciary duty to all clients. As a fiduciary, we have a responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. Our fiduciary duty is considered the core underlying principle for our Code of Ethics which also includes Insider Trading and Personal Securities Transactions Policies and Procedures. If you or a potential client wish to review our Code of Ethics in its entirety, a copy will be provided upon request by contacting us by telephone at (916) 960-5357 or by email at [info@dcafamilyoffice.com](mailto:info@dcafamilyoffice.com).

We recognize that the personal investment transactions of members and employees of our firm

demand the application of a Code of Ethics and require that all such transactions be carried out in a way that does not endanger the interest of any client. At the same time, we believe that if investment goals are similar for clients and for members and employees of our firm, it is logical that there be common ownership of some securities. Therefore, in order to prevent conflicts of interest, we have in place a set of procedures (including a pre-clearing procedure) with respect to transactions effected by our members, officers and employees for their personal accounts. In order to monitor compliance with our personal trading policy, we have a quarterly securities transaction reporting system for all employees. All IPOs and limited offerings must be pre-cleared by DCA personnel. Violations of the Code are subject to disciplinary action, up to and including termination of employment.

Our firm and its members and employees must conduct business in an honest, ethical, and fair manner and avoid all circumstances that might negatively affect or appear to affect our duty of complete loyalty to all clients. This disclosure is provided to give all clients a summary of our Code of Ethics.

## **ITEM 12: BROKERAGE PRACTICES**

Each client has full discretion to seek a broker-dealer/custodian to hold your assets and allow DCA to execute transactions on your behalf. In making this selection, we will assist clients in determining their broker-dealer/custodian based on a wide range of factors, including, among others:

- Price
- Timeliness of execution
- Timeliness and accuracy of trade confirmations
- Research services provided
- Execution facilitation services provided
- Record keeping services provided
- Custody services provided
- Frequency and correction of trading errors
- Ability to access a variety of market venues
- Expertise as it relates to specific securities
- Financial condition
- Business reputation
- Quality of services

Currently, our firm has an arrangement with Wells Fargo Institutional (“Wells Fargo”). Wells Fargo offers services to investment advisers which include custody of securities, trade execution, clearance and settlement of transactions.

Wells Fargo can make certain research and brokerage services available at no additional cost to our firm all of which qualify for the safe harbor exemption defined in Section 28(e) of the Securities Exchange Act of 1934. These services can be directly from independent research companies, as selected by our firm (within specific parameters). Research products and services provided by Wells Fargo can include research reports on recommendations or other information about, particular companies or industries; economic surveys, data and analyses; financial publications; portfolio evaluation services; financial database software and services; computerized news and



pricing services; quotation equipment for use in running software used in investment decision-making; and other products or services that provide lawful and appropriate assistance by Wells Fargo to our firm in the performance of our investment decision-making responsibilities. We do not use client brokerage commissions to obtain research or other products or services.

As a result of receiving these services, we can have an incentive to use Wells Fargo's services. We believe that Wells Fargo provides qualitative services that are in the best interest of our clients and satisfies our fiduciary obligations, including our duty to seek best execution.

Wells Fargo can charge brokerage commissions and transaction fees for effecting certain securities transactions, which can be higher or lower than those charged by other custodians and broker-dealers. Clients should evaluate this when selecting their broker-dealer, and DCA will assist in this evaluation upon request. While we believe Wells Fargo generally offers a competitive rate, it is not necessarily the lowest possible commission rate available for client account transactions.

### **Soft Dollars**

We do not direct client transactions to a particular broker-dealer in return for soft dollar benefits. Although the investment research products and services that can be obtained by our firm will generally be used to service all of our clients, a brokerage commission paid by a specific client can be used to pay for research that is not used in managing that specific client's account.

Our firm does not accept products or services that do not qualify for the safe harbor outlined in Section 28(e) of the Securities Exchange Act of 1934, such as those services that do not aid in investment decision-making or trade execution.

### **Brokerage Services for Client Referrals**

Our firm does not receive brokerage services for client referrals.

### **Directed Brokerage**

DCA does not have discretionary authority in making the determination of the brokers with whom orders for the purchase or sale of securities are placed for execution, and the commission rates at which such securities transactions are effected. We will, upon request of the client, provide due diligence of a broker-dealer/custodian to allow our client the opportunity to select the service provider whom they believe is in the family's best interest.

### **Special Considerations for ERISA Clients**

A retirement or ERISA plan client can direct all or part of portfolio transactions for its account through a specific broker or dealer in order to obtain goods or services on behalf of the plan. Such direction is permitted, as long as the goods and services provided are reasonable expenses of the plan incurred in the ordinary course of its business for which it otherwise would be obligated and empowered to pay. ERISA prohibits directed brokerage arrangements when the goods or services purchased are not for the exclusive benefit of the plan. Consequently, we will request that plan sponsors who direct plan brokerage provide us with a letter documenting that this arrangement will be for the exclusive benefit of the plan.

### **Aggregation of Purchase or Sale**

There are occasions on which portfolio transactions can be executed as part of concurrent authorizations to purchase or sell the same security for numerous accounts served by our firm, which involve accounts with similar investment objectives. When such concurrent authorizations occur, we can, but are not obligated to, aggregate such transactions. DCA will then allocate the executions in a manner which is deemed equitable to the accounts involved. When allocating trade executions in an equitable manner, we take into consideration client objectives, current asset allocation and availability of funds using random methods of allocation.

### **ITEM 13: REVIEW OF ACCOUNTS**

For our portfolio management services, we review the family's account on a quarterly basis (at a minimum) and provide the client with a quarterly financial report and compliance review relative to the Client's investment policy guidelines, as well as a portfolio performance review relative to established client objectives and forecasts.

We track performance through our on-going due diligence and evaluate performance against your objectives and discuss whether or not any adjustments are needed. We are typically in direct communication with our clients at least weekly and will make ourselves available in person, by phone, or by email to address whatever needs arise.

### **ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION**

We do not pay referral fees to independent solicitors for the referral of their clients to our firm in accordance with Rule 206 (4)-3 of the Investment Advisers Act of 1940.

Except for the arrangements outlined in Item 10, we have no additional compensation arrangements to disclose.

### **ITEM 15: CUSTODY**

Currently, DCA does not have custody of client funds. Each issuer or custodian will send directly to each client (typically with a copy to DCA) to the email or postal mailing address of records as provided by the client a performance report. Clients are encouraged to compare information provided in reports or statements received by DCA with the account statements received from the issuer or custodian for accuracy. In addition, clients should understand that it is their responsibility (not the issuer's or custodian's), to ensure that DCA's fee calculation is correct. If client funds or securities are inadvertently received by DCA they will be returned to the sender immediately, or as soon as practical.

### **ITEM 16: INVESTMENT DISCRETION**

DCA will perform advisory services on a non-discretionary basis and will purchase, sell, or otherwise trade securities or other investments for the client's account only after the client has approved the transaction and instructed DCA to execute it. This approval may be verbal or written. You have an unrestricted right to decline to implement any advice provided by DCA on a non-discretionary basis, pursuant to your Client Agreement with DCA.

## **ITEM 17: VOTING CLIENT SECURITIES**

DCA does not accept proxy authority to vote client securities. If applicable, clients will receive proxies or other solicitations directly from their custodian or a transfer agent. In the event that proxies are sent to our firm, DCA will forward them on to you and ask the party who sent them to mail them directly to you in the future. Clients can call, write or email us to discuss questions about particular proxy votes or other solicitations.

## **ITEM 18: FINANCIAL INFORMATION**

We are not required to provide financial information in this Brochure because:

- We do not require the prepayment of more than \$1,200 in fees six or more months in advance.
- We do not have a financial condition or commitment that impairs our ability to meet contractual and fiduciary obligations to clients.

We have never been the subject of a bankruptcy proceeding.