FELRA and UFCW Benefit Funds

Compliance Checklist Report

March 31, 2017

Investment Performance Services, LLC

Equity Commingled Fund Quarterly Compliance Checklist
Period Ending March 31, 2017

To: Vanguard Institutional Asset Management - Vanguard US Stock Mkt Index

Re: FELRA & UFCW Benefit Funds - Equity

As an authorized representative of the firm I certify the following answers are accurate and attest that our firm has provided/attached all required explanations and/or supporting documents

1.) Have significant changes been made in the firm's investment management process during the quarter?

No **Yes (provide details)**

2.) Have any changes or departures occurred in the investment team or other key personnel within the firm during the past quarter?

No **Yes (provide details)**

3.) Have any ownership changes in the firm occurred during the quarter?

No **Yes (provide details)**

4.) Have there been significant changes to your Form ADV from the last copy delivered to the Fund? **If you are not required to file form ADV, please explain why.**

No **Yes (provide details)**

5.) Has your firm or any individual (employee) at the present or during the past quarter been named in litigation, a regulatory enforcement action, or investigation related to investment activities? Please include any updates on any pending litigation that has been previously reported.

No **Yes (provide details and current status)**

As with similar institutions, The Vanguard Group and certain of its affiliates are involved in litigation from time to time. This includes litigation relating to contractual disputes, provision of investment-related services, employment disputes, and property liability matters. None of that litigation has been material to the operations or financial condition of The Vanguard Group or its affiliates.

6.) Do you verify the portfolio and individual holdings are currently, and have been during the past quarter, in compliance with your firm's commingled investment vehicle guidelines and/or prospectus governing the management of the investment?

Yes **No (please explain)**

7.) With respect to the portfolio(s) under your management, do you acknowledge sole fiduciary responsibility under ERISA for adherence with the commingled investment vehicle and/or prospectus guidelines?

Yes **No (please explain)**

8.) Do you see a need for a change in the Fund's current investment policy statement under which you are working?

No **Yes (please explain)**

9.) Has your firm reviewed all regulations and directives from the Securities and Exchange Commission concerning brokerage and research services and are you in compliance with all disclosure requirements?

Yes **No (please explain)**

10.) Have any changes occurred in the Errors and Omission insurance coverage provided by your firm over the last quarter?

No **Yes (provide details)**

11.) Does the amount of insurance coverage meet or exceed the minimum amount required through your investment management contract with the Fund and the minimum amount required through the Fund's Investment Policy Statement?

Yes **No (please explain)**

12.) Is your firm adhering to the communication and reporting requirements as defined in the Fund's investment policy statement?

Yes **No (please explain)**

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Certified For The Firm By:

Name:

Signature:

Title:
Firm: Vanguard Institutional Asset Management
Date:

Investment Performance Services, LLC

Fixed Income Separate Account Quarterly Compliance Checklist
Period Ending March 31, 2017

To: Segall Bryant & Hamill

Re: FELRA & UFCW Benefit Funds - Fixed Income B2F9853 & B2F9853 T

As an authorized representative of the firm I certify the following answers are accurate and attest that our firm has provided/attached all required explanations and/or supporting documents

1.) Have significant changes been made in the firm's investment management process during the quarter?

No **Yes (provide details)**

2.) Have any changes or departures occurred in the investment team or other key personnel within the firm during the past quarter?

No **Yes (provide details)**

3.) Have any ownership changes in the firm occurred during the quarter?

No **Yes (provide details)**

4.) Have there been significant changes to your Form ADV from the last copy delivered to the Fund? **If you are not required to file form ADV, please explain why.**

No **Yes (provide details)**

There have been no significant changes to the ADV, however, there have been changes. Please see the most recent ADV attached

5.) Has your firm or any individual (employee) at the present or during the past quarter been named in litigation, a regulatory enforcement action, or investigation related to investment activities? Please include any updates on any pending litigation that has been previously reported.

No **Yes (provide details and current status)**

6.) Do you verify the portfolio and individual holdings are currently, and have been during the past quarter, in compliance with the Fund's investment policy statement?

Yes **No (please explain)**

These accounts hold a number of defaulted securities inherited from the previous manager, which we are waiting for resolution. Additionally, these accounts hold mortgages and one asset backed security, which we continue to monitor bids to sell at a reasonable level.

7.) With respect to the portfolio(s) under your management, do you acknowledge sole fiduciary responsibility under ERISA for adherence with the Fund's investment policy?

Yes **No (please explain)**

8.) Do you see a need for a change in the Fund's current investment policy statement under

which you are working?

No **Yes (please explain)**

9.) Has your firm reviewed all regulations and directives from the Securities and Exchange Commission concerning brokerage and research services and are you in compliance with all disclosure requirements?

Yes **No (please explain)**

10.) In regard to derivative securities that may be held in the portfolio, do you attest that the following statements are true?

- The March 28, 1996, Letter of Guidance and Statement on Derivatives has been read and reviewed by personnel of this firm. We accept full responsibility for complying with all aspects of derivative investment outlined therein.
- Specific examples of types of derivatives include but are not limited to the following:
  - Structured Finance
  - Collateralized Debt Obligations (CDO)
  - Structured Commercial Mortgage Obligations
  - Collateralized Mortgage Obligations (CMO)
  - Collateralized Loan Obligations (CLO)
  - Structured Asset-Backed Obligations
- A complete list of derivatives securities utilized in the Fund's portfolio since our last certification is attached to this certification. In our judgment, these investments are prudent, in the best interest of the Fund and its participants, and are in compliance with the investment policy and guidelines of the Fund.
- We certify that the subject derivatives are considered by this firm as suitable for the Fund given known actuarial and economic factors. In our analysis of the suitability of derivatives for the Fund, these positions have been stress tested under varying interest rate scenarios.
- Our firm has experienced personnel in place and the investment processes and the controls to prudently invest in the derivatives listed.

Yes **No (please explain)**

Attached is a list of securities that may fall into one of the derivative types listed above

11.) Has your firm reviewed the DOL's final ruling on cross-trading of securities and are you in compliance with the ruling?

Yes **No (please explain)**

12.) Have any changes occurred in the Errors and Omission insurance coverage provided by your firm over the last quarter?

No **Yes (provide details)**

13.) Is the investment management fee charged by your firm to the Fund consistent with the fee schedule in the investment management contract? Is the fee charged by your firm to the Fund consistent with the fee charged by your firm to other funds of a similar size and the most competitive fee offered by your firm?

Yes **No (please explain)**

We believe the fee for this client is competitive and appropriate based on the individual circumstances of this client relationship. As such, SBH may offer a different fee schedule to other clients based on their individual circumstances, which may include style, size, specific objectives, etc.

14.) Does the amount of insurance coverage meet or exceed the minimum amount required through your investment management contract with the Fund and the minimum amount required through the Fund's Investment Policy Statement?

Yes **No (please explain)**

15.) Is your firm adhering to the communication and reporting requirements as defined in the Fund's investment policy statement?

Yes **No (please explain)**

16.) Is your firm achieving best execution for the Fund on all transactions involving Fund assets?

Yes **No (please explain)**

Subject only to a client's direction to use a particular broker or dealer for the execution of transactions for that client's account, SBH's overriding objective in selecting brokers and dealers to effect client transactions is to seek the best combination of net price and execution. The best net price, giving effect to brokerage commission, if any, is an important factor in this decision; however, a number of other judgmental factors also may enter into the decision. These factors include SBH's knowledge of negotiated commission rates currently available and other current transaction costs; the nature of the security being purchased or sold; the size of the transaction; the particular security; confidentiality; the execution, clearance and settlement capabilities of the broker or dealer selected and others considered; SBH's knowledge of the financial condition of the broker or dealer selected and such other brokers and dealers; and, SBH's knowledge of actual or apparent operational problems of any broker or dealer. Recognizing the value of these factors, SBH may cause a client to pay brokerage commission in excess of that which another broker might have charged for effecting the same transaction.

17.) Have you confirmed that the Qualified Institutional Buyer requirements for the above client have been met for the purchases 144a securities?

Yes **No (please explain)**

Units	Fed Tax Cost	Market Value	Issue Description	Major Asset Type	Minor Asset Type	Quality Rating Moody's	Quality Rating S&P	Quality Rating Fitch	Current Quarter Comments	Previous Quarter Comments
25,396.28	22,097.65	21,144.43	COUNTRYWIDE HOME LOANS SERIES 2006-HYB3 CLASS 3A1A VAR% DUE 05/20/2036	BONDS	CMO'S	CAA-3	D		Currently Monitoring for sale. Have not received adequate bid.	Currently Monitoring for sale. Have not received adequate bid.
14,347.55	12,841.05	12,713.36	FIRST HORIZON ALTERNATIVE MT SECSERIES 2005-AA7 CLASS 2A1 05.4067% DUE 09/25/2035	BONDS	CMO'S	CAA-2	N/A	WD	Currently Monitoring for sale. Have not received adequate bid.	Currently Monitoring for sale. Have not received adequate bid.
10,258.32	6,744.11	10,050.08	GMAC MORTGAGE CORP LOAN TRUST SER 2007-HE2 CLASS A2 06.054% DUE 12/25/2037	BONDS	ASSET BACKED CORPORATE BONDS	CAA-3	NOT RATE		Currently Monitoring for sale. Have not received adequate bid.	Currently Monitoring for sale. Have not received adequate bid.
100,000.00	101,283.00	200.00	TWIN REEFS PASS-THROUGH 144A CALL 12/10/09 @ 100 VAR% DUE 12/31/2049	BONDS	VARIABLE RATE CORPORATE BONDS	BA1	C	WD	Strategic reorganization underway and status of securities is uncertain.	Strategic reorganization underway and status of securities is uncertain. Checking with company.
100.00	1.00	1.00	DPS 144A WASHINGTON ESCROW - DTC	COMMON STOCKS	COMMON STOCKS	UNDEFINE	UNDEFINE		Received shares out of escrow and sold. May receive more shares.	Received shares out of escrow and sold. May receive more shares.
0										
1.01	-	-	COUNTRYWIDE HOME LOANS SERIES 2006-HYB4 CLASS 1A2 WORTHLESS	BONDS	CMO'S	C	D		Last paydown 7/20/11.	Last paydown 7/20/11.
1.00	-	1.00	COUNTRYWIDE ASSET-BKD CERTS SERIES 2006-S6 CLASS A2 05.519% DUE 03/25/2034	BONDS	ASSET BACKED CORPORATE BONDS	BA3	D		Last paydown 5/25/12.	Last paydown 5/25/12.
1.00	-	-	GSR MORTGAGE LOAN TRUST SERIES 2006-1F CLASS 5A2 06.000% DUE 02/25/2036	BONDS	CMO'S	NOT RATE	D	WD	Last paydown 4/25/14.	Last paydown 4/25/14.
1.01	0.99	0.02	STRUCTURED ADJ RATE MTG LN SERIES 2005-22 CLASS 4A2 VAR % DUE 12/25/2035	BONDS	CMO'S	N/A	D	WD	Last paydown 4/25/14.	Last paydown 4/25/14.
1.00	-	0.04	STRUCTURED ADJ RATE MTG LN SERIES 2006-5 CLASS 5A4 VAR % DUE 06/25/2036	BONDS	CMO'S	N/A	D	WD	Last paydown 7/25/13.	Last paydown 7/25/13.
1.00	-	0.01	WASHINGTON MUTUAL SERIES 2006-AR8 CLASS 1A5 05.942% DUE 08/25/2046	BONDS	CMO'S	AAA	D	WD	Last paydown 6/25/12 - Still receiving income	Last paydown 6/25/12 - Still receiving income
1.00	-	0.04	WELLS FARGO MTG BKD SEC TR SERIES 2006-AR11 CLASS A7 05.5386% DUE 08/25/2036	BONDS	CMO'S	N/A	D	WD	Last paydown 12/25/14.	Last paydown 12/25/14.
0.01	-	-	WELLS FARGO MTG BACKED SECS SER 2006-AR12 CLASS 1A2 VAR% DUE 09/25/2036	BONDS	CMO'S	C	UNDEFINE	WD	Last paydown 9/25/11.	Last paydown 9/25/11.

Jessica Diaz

From: Christine Brosowski <cbrosowski@sbhic.com>
Sent: Monday, March 20, 2017 11:11 AM
To: Jessica Diaz
Cc: ICSA
Subject: RE: FELRA H&W request for update on below investment grade bonds

Hi Jessica –
All of these securities, in both attachments, were inherited.
Thanks
Christine

Christine Brosowski
Institutional Client Service Administrator
Segall Bryant & Hamill
540 W. Madison Street
Suite 1900
Chicago, IL 60661-2551

✉ icsa@sbhic.com – group email address

312-474-5950 (O)
312-474-0521 (F)

SEGALL BRYANT & HAMILL

From: Jessica Diaz [mailto:jdiaz@ips-net.com]
Sent: Monday, March 20, 2017 10:09 AM
To: Christine Brosowski <cbrosowski@sbhic.com>
Cc: ICSA <icsa@sbhic.com>
Subject: RE: FELRA H&W request for update on below investment grade bonds
Importance: High

Christine,

Thank you for all of the information. I just need confirmation on one more thing. Can you please confirm on the attachments which securities were inherited? I made my own notes but I need confirmation from SBH.

Thank you again,

Jessica Diaz
Investment Analyst
Investment Performance Services, LLC
570 E York Street
Savannah, GA 31401
Direct Line (912) 629-4124
Email jdiaz@ips-net.com

www.ips-net.com

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From: Christine Brosowski [mailto:cbrosowski@sbhic.com]
Sent: Monday, March 20, 2017 10:05 AM
To: Jessica Diaz
Cc: ICSA
Subject: FW: FELRA H&W request for update on below investment grade bonds

Jessica –
Please see the emails below regarding the final pay downs.

Thanks
Christine

Christine Brosowski
Institutional Client Service Administrator
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Suite 1900
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icsa@sbhic.com – group email address

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312-474-0521 (F)

From: Reitenauer, Randolph R [mailto:randolph.reitenauer@pnc.com]
Sent: Friday, December 23, 2016 1:51 PM
To: Christine Brosowski <cbrosowski@sbhic.com>
Cc: ICSA <icsa@sbhic.com>; Debellis, Sam <sam.debellis@pnc.com>
Subject: RE: FELRA H&W request for update on below investment grade bonds

Hi Christine: Below is the response we received from NC's income collections department when we researched these items in the past:

"The CUSIPs have fully paid down, however DTC has not received notice of a final pay down. This is typical when the underlying company intends to make future cash distributions. Fractional units are left as current face to keep the accounts from "falling off" as holder of the CUSIPs."

Randy R. Reitenauer
PNC Institutional Asset Management

PNC Bank
One East Pratt Street, 5th Floor West
Baltimore, MD 21202
(p) 410-237-5181 | (f) 410-237-5857
randolph.reitenauer@pnc.com

From: Christine Brosowski [mailto:cbrosowski@sbhic.com]
Sent: Friday, December 23, 2016 11:39 AM
To: Reitenauer, Randolph R <randolph.reitenauer@pnc.com>
Cc: ICSA <icsa@sbhic.com>
Subject: FW: FELRA H&W request for update on below investment grade bonds

Hi Randy –

Please find attached holdings in account ending in 11645 that have had the last paydown, but continue to be in the holdings reports. Please see rows 8-15.

Can we remove these before yearend?

Please let me know if there is someone else I should be sending this to.

Christine Brosowski
Institutional Client Service Administrator
Segall Bryant & Hamill
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✉ icsa@sbhic.com – group email address

312-474-5950 (O)
312-474-0521 (F)

From: Christine Brosowski
Sent: Monday, November 21, 2016 11:50 AM
To: 'randolph.reitenauer@pnc.com' <randolph.reitenauer@pnc.com>
Cc: ICSA@sbhic.com
Subject: FW: FELRA H&W request for update on below investment grade bonds

Hi Randy –

Please find attached holdings in account ending in 11645 that have had the last paydown, but continue to be in the holdings reports. Please see rows 8-15.

Can these securities be removed from the account?

Please let me know if there is someone else I should be sending this to.

Thanks,
Christine

Christine Brosowski
Institutional Client Service Administrator
Segall Bryant & Hamill
540 W. Madison Street
Suite 1900
Chicago, IL 60661-2551

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312-474-5950 (O)
312-474-0521 (F)

From: Jan Starling [mailto:jstarling@ips-net.com]
Sent: Saturday, November 19, 2016 2:39 PM
To: Christine Brosowski <cbrosowski@sbhic.com>
Cc: ICSA <icsa@sbhic.com>
Subject: RE: FELRA H&W request for update on below investment grade bonds

Good afternoon Christine –

Please see the attached list of securities that are below investment grade as of 09/30/2016.

Please provide updated comments. Also, did you ever hear back from the custodian on the securities that no longer have value?

Thank you,
Jan

Jan Wade Starling
Investment Analyst
Investment Performance Services, LLC
Phone: 912-629-4132

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From: Christine Brosowski [mailto:cbrosowski@sbhic.com]
Sent: Tuesday, August 30, 2016 5:22 PM
To: Jan Starling
Cc: ICSA
Subject: RE: FELRA H&W request for update on below investment grade bonds

Hi Jan –

Please find the update report attached.
We never received an update from the custodian about the securities that no longer have value. I will try to contact them again.
Have a good evening.
Sincerely,
Christine

Christine Brosowski
Institutional Client Service Administrator
Segall Bryant & Hamill
540 W. Madison Street
Suite 1900
Chicago, IL 60661-2551

icsa@sbhic.com – group email address

312-474-5950 (O)
312-474-0521 (F)

SEGALL BRYANT & HAMILL

From: Jan Starling [mailto:jstarling@ips-net.com]
Sent: Friday, August 26, 2016 12:12 PM
To: Christine Brosowski <cbrosowski@sbhic.com>
Cc: ICSA <icsa@sbhic.com>
Subject: FELRA H&W request for update on below investment grade bonds

Good afternoon Christine –

Please provide an update on the attached. The last time we spoke you had not heard back from the custodian on the bonds that had paid down. Have you since heard back from them?

Thank you and have a nice weekend.

Jan

Jan Wade Starling
Investment Analyst
Investment Performance Services, LLC
7402 Hodgson Memorial Drive, Suite 100
Savannah, GA 31406
Phone: 912-629-4132
Email: JStarling@ips-net.com

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Standard Holdings
Expanded

Portfolio: B2F9853 *
Pricing Date: 03/31/2017
Representative: interm-comp ips
Table 1: Excl. Table 2 Hldgs

Currency: USD
FILTER APPLIED: (19 of 155 Included)

Par (000)	Identifier	Ticker (Home)	Issuer Name	Sect	Industry	Mdys	S&P	Coupon	Maturity	Curr	Price	Mkt Val (000)	% Held (MV)	YTW	Mod Dur	Eff Dur	Conv
2	47787VAC		JOHN DEERE 2014- A3	ABS	EQPT	Aaa	N/A	0.920	04/15/2018	USD	99.957	2	0.18	1.225	0.133	0.133	0.001
50	12623PAC		CNH EQPT 2014-B- A3	ABS	EQPT	Aaa	AAA	0.910	05/15/2019	USD	99.958	50	4.50	1.080	0.235	0.234	0.001
103	47787UAD		JOHN DEERE 2015- A3	ABS	EQPT	Aaa	N/A	1.320	06/15/2019	USD	99.974	103	9.26	1.357	0.680	0.680	0.005
11	15200DAD		CENTERPOINT 2005-A- A4	ABS	STR	Aaa	AAA	5.170	08/01/2019	USD	101.244	11	1.01	1.398	0.334	0.334	0.001
60	12635YAB		CNH EQPT 2016-C- A2	ABS	EQPT	Aaa	AAA	1.260	02/15/2020	USD	99.859	60	5.39	1.402	0.993	0.992	0.008
4	31396PGQ		FNMA 2006-M2- A2F	CMBS	CMBS	AGY	AGY	5.259	05/25/2020	USD	100.789	4	0.36	3.171	0.538	0.605	0.004
150	47788NAC		JOHN DEERE 2016-B- A3	ABS	EQPT	Aaa	N/A	1.250	06/15/2020	USD	99.379	149	13.41	1.594	1.815	1.815	0.022
180	14041NEU		CAP ONE MT 2015-1A- A	ABS	CARD	N/A	AAA	1.390	01/15/2021	USD	99.955	180	16.19	1.438	0.945	0.943	0.007
190	05522RCW		BA CC TR 2017-1A- A	ABS	CARD	Aaa	N/A	1.950	08/15/2022	USD	100.131	190	17.12	1.853	2.853	2.783	0.046
150	981464DG		WORLD FIN CC 2012-C- A	ABS	CARD	N/A	AAA	2.230	08/15/2022	USD	100.756	151	13.60	1.735	1.503	1.502	0.015
5	31395BD7		FNMA 2006-022- CE	CMO	SEQ	AGY	AGY	4.500	08/25/2023	USD	104.638	5	0.47	2.394	2.287	2.163	-0.068
9	31397MHG		FNMA 2008-070- BY	CMO	SEQ	AGY	AGY	4.000	08/25/2023	USD	103.409	9	0.84	0.403	1.013	1.028	-0.008
38	31393YZS		FNMA 2004-044- LT	CMO	SEQ	AGY	AGY	4.500	06/25/2024	USD	106.011	40	3.63	1.791	2.282	1.977	-0.139
4	31395HJ4		FHLMC 2877- AL	CMO	SEQ	AGY	AGY	5.000	10/15/2024	USD	106.297	4	0.38	2.337	2.369	2.170	-0.073
28	31395WHN		FHLMC 3005- ED	CMO	SEQ	AGY	AGY	5.000	07/15/2025	USD	107.208	30	2.71	1.949	2.368	1.952	-0.155
1	3128QSP8		FHLMC POOL - 1G2247	PASS	ARM	AGY	AGY	3.085	10/01/2037	USD	105.668	1	0.10	2.535	5.489	0.590	-0.017
76	3137A5MM		FHLMC 3795- ED	CMO	PAC	AGY	AGY	3.000	10/15/2039	USD	102.058	78	6.99	1.559	1.491	0.855	-0.675
9	31392GEK		FNMA 2002-090- A1	CMO	SEQ	AGY	AGY	6.500	06/25/2042	USD	116.182	11	0.94	1.939	3.522	2.256	-0.289
28	31394AB4		FNMA 2004-W11- 1A2	CMO	SEQ	AGY	AGY	6.500	05/25/2044	USD	115.446	32	2.91	2.216	3.498	2.033	-0.328
1,098						**Aaa**	**AAA**	**2.132**	**1.674**		**101.175**	**1,112**	**100.00**	**1.613**	**1.642**	**1.502**	**-0.054**

Standard Holdings
Expanded

Portfolio: B2F9853T.
Pricing Date: 03/31/2017
Representative:
Table 1: Excl. Table 2 Hldgs

Currency: USD
FILTER APPLIED: (4 of 6 Included)

Par (000)	Identifier	Ticker (Home)	Issuer Name	Sect	Industry	Mdys	S&P	Coupon	Maturity	Curr	Price	Mkt Val (000)	% Held (MV)	YTW	Mod Dur	Eff Dur	Conv
14	32051GSQ		FIRST HORIZON 2005-AA7 IIA1	CMO	FLT	Caa2	N/A	3.065	09/25/2035	USD	88.610	12	20.44	5.191	3.040	0.316	0.146
25	1266944E		CWMBS CHL 2006-HYB3- 3A1A	CMO	FLT	Caa3	D	3.048	05/20/2036	USD	83.258	21	34.30	5.078	4.216	1.246	-0.092
10	36186LAB		GMACM HEL 2007-HE02- A2	ABS	HEL3	Caa3	NR	6.054	12/25/2037	USD	97.970	10	16.18	7.234	1.095	1.363	-0.187
15	31393LFK		FHLMC T054 RP02-R1 2A1	CMO	SEQ	AGY	AGY	6.500	02/25/2043	USD	117.470	18	29.08	2.712	4.487	3.407	-0.258
64						**B1**	**BB-**	**4.330**	**4.110**		**94.746**	**61**	**100.00**	**4.762**	**3.550**	**1.703**	**-0.107**

Certified For The Firm By:

Name: Paul Lythberg

Signature:

Title: Chief Compliance Officer/Chief Operating Officer

Firm: Segall Bryant & Hamill

Date: April 17, 2017

Form ADV Part 2A - Brochure
ITEM 1 – COVER PAGE

March 30, 2017

Segall Bryant & Hamill, LLC

540 West Madison Street, Suite 1900
Chicago, IL 60661
312-474-1222 / 800-836-4265

www.sbhic.com

This Brochure provides information about the qualifications and business practices of Segall Bryant & Hamill, LLC ("SBH"). If you have any questions about the contents of this Brochure, please contact us at 312-474-1222 or 800-836-4265 and/or contactus@sbhic.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Segall Bryant & Hamill, LLC is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information to assist you in determining whether to hire or retain an Adviser.

Additional information about Segall Bryant & Hamill, LLC is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2 - MATERIAL CHANGES

There were no material changes made to this Brochure since the last annual ADV filing on March 30, 2016.

Currently, our Brochure may be requested by contacting Alexis Cann in Marketing at 312-474-4214 or contactus@sbhic.com. Our Brochure is also available on our web site, www.sbhic.com, free of charge.

Additional information about Segall Bryant & Hamill, LLC is also available via the SEC's web site www.adviserinfo.sec.gov. The SEC's web site provides information about any persons affiliated with Segall Bryant & Hamill, LLC who are registered, or are required to be registered, as investment adviser representatives of Segall Bryant & Hamill, LLC.

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ITEM 4 - ADVISORY BUSINESS

Segall Bryant & Hamill, LLC ("SBH") is a registered investment advisor established in 1994. SBH provides professional portfolio management of domestic and international equity, domestic fixed income and balanced portfolios, and alternative investments, to clients which include foundations, endowments, corporations, public funds, multi-employer plans and wealth management clients. Our client base is geographically diverse with investors in the U.S. and several foreign countries. SBH is principally owned by the employees of the Firm and affiliates of Thoma Bravo, LLC.

SBH is headquartered in Chicago, Illinois, with offices in Naples, Florida; Chesterfield, Missouri; and Ardmore, Pennsylvania. SBH provides fee-based investment management of equity, fixed income and alternative investment portfolios to different client types on a discretionary and non-discretionary basis.

SBH manages client portfolios according to a number of investment strategies, including:

EQUITY STRATEGIES	FIXED INCOME STRATEGIES	OTHER INVESTMENT STRATEGIES
All Cap Equity	Intermediate Fixed Income	Balanced
All Cap Concentrated Equity	Core Fixed Income	Alternative Investments (fund-of-funds portfolios)
Mid Cap Equity	Municipal Fixed Income	
SMID Cap Equity	Short Term Fixed Income	
Small Cap Equity	Short Term Plus Fixed Income	
Small Cap Value Equity		
Small Cap Value Concentrated Equity		
International Small Cap Equity		
Emerging Markets Equity		
Emerging Markets Small Cap Equity		

Wrap Fee Programs

SBH provides investment strategies to accounts under wrap fee programs sponsored by other firms or "wrap sponsors." The wrap sponsors recommend and assist clients in selecting an appropriate SBH investment strategy, taking into account their financial situation and investment objectives. SBH's role is to manage the client's account according to the strategy selected. In a

wrap fee program, the wrap sponsor provides investment advisory, execution and custodial services to clients in return for an all-inclusive—or "wrap"—fee paid to the sponsor. SBH receives a portion of the wrap fee for managing these strategies. SBH will allow reasonable investment restrictions if they do not differ materially from a strategy's investment objectives. Clients who impose investment restrictions should be aware that the performance of their accounts may differ from that of the investment strategies not subject to investment restrictions.

Unified Managed Account "UMA" Programs (Model Portfolio Provider)

SBH provides investment strategies via model portfolios to other investment advisers. As the model portfolio provider, SBH designs, monitors and updates the portfolio. The investment advisers may then implement the model portfolio for their clients and adjust the model portfolio as recommended by SBH. Model portfolio providers may grant shared trading authority to SBH or "dual-discretion" over the clients' assets, whereby SBH has discretion to execute trades on behalf of the clients.

Separate Managed Account Dual Contract / Sub Advisory Programs

Under these programs, an adviser has a contract with its client to perform investment manager and possibly custodian services. The adviser, in turn, establishes a contract with SBH to provide advisory services to the adviser's client. SBH may establish a contract directly with the client or contract with the adviser on the client's behalf. SBH may from time to time establish other such relationships.

Managed Mutual Fund Accounts

SBH also provides advice to client accounts that are limited to shares in mutual funds. Where a client account is invested solely in shares of the mutual funds, SBH often charges the client a fee with respect of the special accounting, reporting and investment advisory services rendered to the client. Clients should be aware that, in addition to fees paid to SBH, they are paying an investment management fee to the adviser of the mutual fund which is disclosed in a Fund's Prospectus. Such charges, fees and commissions are exclusive of and in addition to SBH's fee, and SBH does not receive any portion of these commissions, fees and costs, except SBH may receive compensation for providing shareholder services.

Private Funds

SBH provides investment advice to several privately offered non-registered investment vehicles: SBH Global Discovery Fund, LLC; and a related offshore fund, Lower Wacker Small Cap Investment Fund LLC; and Segall Bryant & Hamill Emerging Markets Small Cap Fund L.P. SBH Global Discovery Fund II, L.P. and a related offshore fund were terminated on March 31, 2016. Investors will receive final capital distributions at the conclusion of the final audit and tax return filings. If such vehicles are held in a client account, the value of the investment in such vehicles is excluded from the billing value for the purpose of calculating the client's periodic fee due SBH.

SBH Global Discovery Fund, LLC invests in alternative investment funds (i.e., hedge funds). SBH Global Discovery Fund, Ltd. is a member of SBH Global Discovery Fund, LLC and is limited to doing no more than investing in SBH Global Discovery Fund, LLC. Lower Wacker

Small Cap Investment Fund LLC invests in marketable securities, primarily domestic common stocks with small market capitalizations in the style of the SBH Small Cap Strategy. Segall Bryant & Hamill Emerging Markets Small Cap Fund L.P. invests in marketable securities, primarily common stocks with small market capitalizations tied economically to emerging market countries.

Registered Investment Companies

SBH provides investment advice to domestic and international mutual funds under the Investment Manager Series Trust (IMST): Segall Bryant & Hamill All Cap Fund, Segall Bryant & Hamill Small Cap Value Fund, Segall Bryant & Hamill International Small Cap Fund, and Segall Bryant & Hamill Emerging Markets. SBH also sub-advises several other mutual funds (each, a "Fund," and collectively, the "Funds"). SBH manages the assets of the Funds in accordance with the Funds' investment objectives, policies and restrictions as set forth in its registration statements. If these Funds are held in a client account, the value of the investment in the Funds is excluded from the billing value for the purpose of calculating the client's periodic fee due SBH. This document should not be considered an offering document for the Funds. Please see the respective Fund's offering materials such as the Prospectus, Statement of Additional Information and other reports to investors for complete disclosures relating to the Fund.

Collective Investment Trusts

SBH provides investment advice to collective investment trusts. The Segall Bryant & Hamill International Small Cap Trust, the Segall Bryant & Hamill Emerging Markets Trust, and the Segall Bryant & Hamill Emerging Markets Small Cap Trust (the "SBH Trusts") are trusts for the collective investment of assets or participating tax qualified pension and profit sharing plans and related trusts, and governmental plans as more fully described in the Declaration of Trust. As bank collective trusts, the SBH Trusts are exempt from registration as an investment company. The SBH Trusts are managed by SEI Trust Company, the trustee, based on the investment advice of SBH, the investment adviser to the trusts. If these SBH Trusts are held in a client account, the value of the investment in the SBH Trusts is excluded from the billing value for the purpose of calculating the client's periodic fee due SBH.

Assets Under Management

As of December 31, 2016, SBH's total assets under management were $10,059,464,745 ($10,042,147,937 discretionary and $17,316,808 non-discretionary).

ITEM 5 - FEES AND COMPENSATION

All fees are subject to negotiation. The extent and nature of the advisory services that SBH provides will vary depending on the specific arrangements it makes with each client. As a result, SBH's fees will differ among its client accounts due to a number of factors such as the size of the account, relationships to other accounts, the historical or projected nature of trading for the account, and the extent of supplemental client services provided to the account.

Clients elect to be billed directly for fees or to authorize their custodian to directly debit fees from client accounts.

Under the terms of SBH's standard form investment advisory agreements, the compensation of SBH is payable quarterly in advance, although certain clients request that fees be paid in arrears. Fees are generally calculated on market value as determined by SBH. The standard form agreements do not have fixed termination or renewal dates but do provide for the termination of SBH's services to the client by notice from either the client or SBH to the other with 30 days' written notice. Generally, if at the time of termination and subject to the required notice period, SBH has not fully earned a fee amount prepaid by the client, the unearned portion (determined by proration on a daily basis) is refunded to the client. Accounts initiated or terminated during a calendar quarter will be charged a pro rata fee.

In addition to the schedules of fees set forth below that apply to new clients, there are in effect fee schedules with some clients that may differ. From time to time, special requirements of clients will result in advisory contracts with terms or fee arrangements differing from those set forth in SBH's standard forms. There are circumstances under which fees, including performance-based fee arrangements in compliance with Securities and Exchange Commission Rule 205-3 and applicable state securities laws and regulations, if any, may be negotiated. The minimum fees noted below may be waived or reduced when, for example, a new account is expected to grow rapidly in size, a relationship exists with a present client of SBH, or for other reasons, at the discretion of SBH. SBH generally offers a discount from its standard fee schedules for accounts of persons associated with SBH or members of their families.

SBH's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. In addition to SBH's fees, 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. In circumstances where a client's account includes mutual funds (not managed by SBH), clients should be aware that they are paying an investment management fee to the adviser of the mutual fund, which is disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to SBH's fee, and SBH does not receive any portion of these commissions, fees and costs, except SBH may receive compensation for providing shareholder services.

The Brokerage Practices section further describes the factors that SBH considers in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).

Institutional All Cap Equity and Balanced

First $25 million of assets	.60%
$25 million to $50 million of assets	.50%
On assets exceeding $50 million	.30%

Institutional Mid Cap Equity

First $25 million of assets	.70%
$25 million to $50 million of assets	.55%
On assets exceeding $50 million	.40%

Institutional Fixed Income (Core, Municipal, Intermediate, Short Term & Short Term Plus)

First $50 million of assets	.30%
$50 million to $100 million of assets	.25%
On assets exceeding $100 million	.20%

SMID Cap Equity

First $10 million of assets	.75%
$10 million to $25 million of assets	.65%
On assets exceeding $25 million	.60%

Small Cap Equity

First $25 million of assets	.90%
$25 million to $50 million of assets	.80%
On assets exceeding $50 million	.65%

Small Cap Value Equity

First $25 million of assets	.90%
$25 million to $50 million of assets	.80%
On assets exceeding $50 million	.65%

Small Cap Value Concentrated Equity

First $25 million of assets	.90%
$25 million to $50 million of assets	.80%
On assets exceeding $50 million	.65%

International Small Cap Equity

First $50 million of assets	.95%
$50 million to $100 million of assets	.90%
On assets exceeding $100 million	.80%

Emerging Markets Equity

First $50 million of assets	.90%
$50 million to $100 million of assets	.85%
On assets exceeding $100 million	.80%

Emerging Markets Small Cap Equity

First $50 million of assets	1.20%
$50 million to $100 million of assets	1.10%
On assets exceeding $100 million	1.00%

Wealth Management All Cap Equity and Balanced

First $3 million of assets	1.00%
$3 million to $10 million of assets	.75%
On assets exceeding $10 million	.50%

Wealth Management Fixed Income (Core, Intermediate, Municipal, TIPS, Short Term & Short Term Plus)

First $5 million of assets	.35%
$5 million to $50 million of assets	.30%
$50 million to $100 million of assets	.25%
On assets exceeding $100 million	.20%

In most cases, each of the foregoing schedules of fees is applied to the fair market value of the assets under management by SBH, as reasonably determined by SBH, as of the end of each quarterly period.

Wrap Fee Programs

The wrap sponsors contract with the client to perform investment management and/or custodial services. Clients pay a single all-inclusive fee quarterly in advance to the wrap sponsor based on assets under management. From the all-inclusive fee, the sponsor will pay SBH a management fee. The wrap fee is set forth in the sponsor's brochure. The fees payable to SBH are negotiable but will generally not exceed 0.50% of the fair market value of the assets under management on an annual basis.

Unified Managed Account "UMA" Program (Model Portfolio Provider)

The fees that SBH receives from third parties for providing its model portfolios are subject to negotiation but generally do not exceed 0.35% of the fair market value of the assets under management on an annual basis.

Separate Managed Account Dual Contract Programs

In dual contract programs, the end client pays a separate quarterly fee to SBH based on net assets in account. The fees payable to SBH are negotiable but will generally not exceed the amounts set forth for a particular investment strategy above.

Managed Mutual Fund Accounts

The administrative fee is generally $1,500 annually per account, billed quarterly, and $500 annually for each additional related or family account, but is determined on a case-by-case basis reflecting the size, complexity and nature of the account, and whether travel or other out-of-pocket expenses will be incurred by SBH in servicing the client.

Private Funds

As is more fully described in the offering materials for the private funds, SBH receives a management fee from each of the private funds. We generally accrue the management fee in arrears on a monthly basis to be paid quarterly and at a rate of one-twelfth of the annual fee, and pro-rate the management fee for any period that is less than a full month. The standard management fee for the private funds is up to 1.5% per annum. Investors may also elect to pay a performance fee. SBH reserves the right to apply a different management fee and/or performance

fees to different investors and to waive any management fee and/or performance fees in whole or in part for particular investors at its discretion.

Registered Investment Companies

SBH receives annual fees from the Funds for investment advisory services provided to the Funds. SBH is paid a monthly fee on average daily net assets at an annual rate ranging up to 0.90%. SBH serves as the sub-adviser to mutual funds where it receives a fee from the adviser for its services. Specific advisory fees and expense-related information may be found in each Fund's Prospectus, Statement of Additional Information and annual report.

Collective Investment Trusts

SBH receives a management fee from the SBH Trusts for its investment advisory services. The trustee of the SBH Trusts pays SBH a monthly management fee based on the average daily net assets of up to 1.15%. Specific advisory fees and expense-related information may be found in the SBH Trusts Disclosure Memorandum.

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

In some cases, SBH may enter into performance fee arrangements with qualified clients: such fees are subject to individualized negotiation with each such client. SBH will structure any performance or incentive fee arrangement subject to Section 205(a)(1) of the Investment Advisers Act of 1940, as amended, (the "Advisers Act") in accordance with the available exemptions thereunder, including the exemption set forth in Rule 205-3. In measuring clients' assets for the calculation of performance-based fees, SBH shall include realized and unrealized capital gains and losses. Performance based fee arrangements may create an incentive for SBH to recommend investments which may be riskier or more speculative than those which would be recommended under a different fee arrangement. Such fee arrangements also create an incentive to favor higher fee paying accounts over other accounts in the allocation of investment opportunities. SBH has procedures designed and implemented to ensure that all clients are treated fairly and equally, and to prevent this conflict from influencing the allocation of investment opportunities among clients.

Performance-based fees also may create an incentive for SBH to overvalue investments that lack a market quotation. To address this possible conflict, we have adopted policies and procedures that require our firm to "fair value" any investments that do not have a readily ascertainable value.

Private funds have the ability to charge performance fees. Refer to the offering materials for the private funds for further information. The private funds do not currently have any investors with performance-based fee arrangements.

<u>Side-by-Side Management:</u>

In some cases, SBH manages clients in the same or similar strategies. This may give rise to potential conflicts of interest if the funds and accounts have, among other things, different objectives, benchmarks or fees. For example, potential conflicts may arise in the following areas:

- The portfolio manager must allocate time and investment ideas across funds and accounts,

- Funds' or accounts' orders do not get fully executed,

- Trades may get executed for an account that may adversely impact the value of securities held by a fund,

- There will be cases where certain accounts or funds receive an allocation of an investment opportunity when other accounts may not, and/or,

- Trading and securities selected for a particular fund or account may cause differences in the performance of different accounts or funds that have similar strategies.

SBH has adopted trade allocation procedures and monitors such transactions to help ensure SBH is not favoring Funds or accounts over each other as well as help ensure fair and equitable treatment over time of both the Funds and accounts. During periods of unusual market conditions, SBH may deviate from its normal trade allocation practices. There can be no assurance, however, that all conflicts have been addressed in all situations.

ITEM 7 -TYPES OF CLIENTS

SBH provides portfolio management services to the following types of clients:

- Banks or thrifts
- Charitable institutions
- Corporate pension & profit sharing plans
- Corporations or business entities
- Employed persons ("Keogh" plans)
- Foundations & endowments
- Individuals
- Individual Retirement Accounts
- Jointly trusted benefit
- State and local governments (including pension funds)
- Partnerships
- Private investment funds
- Retirement plans
- Taft-Hartley plans
- Trusts, estates or custodians
- Registered Investment Companies
- Private Funds

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

Research Process

For the non-international portfolios, SBH's investment philosophy emphasizes the selection of securities for client portfolios by means of fundamental analysis. Based on the nature of the prospects for the issuing entity (for example, a company or governmental unit), which may be assessed by reference to its prior financial history and SBH's knowledge of the industry, SBH's professional staff will reach a judgment on the value of the security relative to its current price, seeking to buy those that are selling at less than SBH believes the value to be or will be. SBH's professional staff will consider a variety of factors in reaching these conclusions, which include (but are not limited to), reviewing the company's financial history, interviews with management, discussions with other professional analysts and discussions with other industry participants.

With respect to its quantitatively driven international portfolios, SBH's investment philosophy emphasizes a systematic, diversified and risk-aware process. SBH believes that a portfolio of companies with traditional value characteristics (tilted to particularly attractive markets in the case of the Emerging Markets portfolio), coupled with positive momentum factors, will outperform the market over the long term.

Investment Strategies

All Cap Equity and Mid Cap Equity

SBH's equity philosophy is founded on the belief that excess returns are achieved by investing in high-quality growth companies selling at reasonable prices. Using a low turnover approach to active management, SBH seeks to identify companies that have historically generated, or are positioned to generate, superior return on investment through strong management, broad resources and competitive market position.

Small Cap Equity

SBH's Small Cap Equity philosophy is founded on the belief that excess returns are achieved by investing in a combination of sustainably high Return on Invested Capital (ROIC) and improving ROIC companies at attractive valuations. Companies must compete in niche-oriented markets, possess a sustainable competitive advantage and have an identifiable catalyst for earnings and/or free cash flow growth.

Small Cap Value

SBH's Small Cap Value Equity philosophy is founded on the belief that excess returns are achieved by investing in companies at or near inflections in expected Return on Invested Capital (ROIC) employed. Using screens to limit the universe to companies with low embedded expectations, SBH utilizes investment processes to identify catalysts of change for improved returns while guarding for risk.

International Small Cap

SBH's International Small Cap philosophy focuses on three main components: quantitative analysis, valuation and intelligent risk taking. SBH believes in a systematic, objective methodology that derives its advantage from unemotional, strict adherence to proven drivers of excess returns. The systemization of SBH's investment methodology also allows this rigorous investment process to be applied effectively over very broad investment universes, such as the

international small cap space. With regard to valuation, SBH's equity research on international markets has demonstrated that stocks with low valuation ratios produce superior returns over more expensive stocks over time. International markets are more inefficient than domestic markets. Thus, a systematic investor can uncover and capitalize on these mispricings. Lastly, SBH concentrates its focus where it can be most effective and where the largest payoff is expected, while correspondingly limiting exposure that would introduce an excessive amount of risk for the associated return. Strict adherence to its disciplines—including neutrality to region, sector and size exposure—aims to give the portfolio attractive risk/return characteristics.

Emerging Markets

SBH's Emerging Markets philosophy focuses on three main components: quantitative analysis, valuation and intelligent risk taking. SBH believes in a systematic, objective methodology that derives its advantage from unemotional adherence to proven drivers of excess returns. The systemization of SBH's investment methodology also allows this rigorous investment process to be applied effectively over very broad investment universes, such as the emerging markets all cap space. With regard to valuation, SBH's equity research on emerging markets has demonstrated that stocks with low valuation ratios produce superior returns over more expensive stocks over time. The volatility and inefficiencies in emerging markets allow a systematic investor the ability to uncover and capitalize on mispricings. Lastly, SBH concentrates its focus where it can be most effective and where the largest payoff is expected, while correspondingly limiting exposure which would introduce an excessive amount of risk for the associated return. Strict adherence to its disciplines—including neutrality to country, sector and size exposure—aims to give the portfolio attractive risk/return characteristics.

Emerging Markets Small Cap

SBH's Emerging Markets Small Cap philosophy focuses on three main components: quantitative analysis, valuation, and intelligent risk taking. SBH believes in a systematic, objective methodology that derives its advantage from unemotional adherence to proven drivers of excess returns. The systemization of SBH's investment methodology also allows this rigorous investment process to be applied effectively over very broad investment universes, such as the emerging markets small cap space. With regard to valuation, SBH's equity research on emerging markets has demonstrated that stocks with low valuation ratios produce superior returns over more expensive stocks over time. The volatility and inefficiencies in emerging markets allow a systematic investor the ability to uncover and capitalize on mispricings. Lastly, SBH concentrates its focus where it can be most effective and where the largest payoff is expected, while correspondingly limiting exposure which would introduce an excessive amount of risk for the associated return. Strict adherence to its disciplines—including neutrality to country, sector and size exposure—aims to give the portfolio attractive risk/return characteristics.

Intermediate Fixed Income, Core Fixed Income and Short Term Fixed Income

There are inefficiencies in the bond market created by its size, the behavior of large investors and the nature of over-the-counter trading. SBH seeks to exploit these inefficiencies using fundamental analysis to identify high-quality securities in areas generally overlooked by other managers (e.g., small issue corporates, taxable munis and mortgages). Performance is primarily driven by bottom-up research and security selection, as opposed to market timing. SBH's processes also emphasize disciplined risk controls, sector diversification and liquidity.

Municipal Fixed Income

SBH's fixed income philosophy is founded on the belief that excess returns are achieved by investing in sectors and securities that offer relative value within the context of current pricing and SBH's top-down forecast. For municipal bond portfolios, SBH's emphasis is on segments of the yield curve that offer strong risk/reward characteristics and capture trading inefficiencies unique to the municipal bond market.

Private Funds (Hedge Fund of Funds)

SBH seeks to uncover investments outside of traditional long-only equity and fixed income assets that provide diversification and supplemental return benefits for clients' portfolios. SBH favors small to mid-sized, experienced managers when investing in alternatives as SBH believes that smaller managers are better able to take advantage of inefficiencies in the markets—whether that includes public equities, fixed income or commodities. SBH also believes that smaller managers are more performance-driven and less likely to be asset gatherers. Through a strong research due-diligence process, SBH delivers clients the opportunity for investment in hedge funds, private equity, commodity, currency and real estate, among other security types. SBH discovers strategies through sophisticated screening procedures, referrals and industry contacts, which allows us to provide investments often not available to the general investor. The alternative strategies which SBH recommends typically exhibit attractive upside return potential, lower correlation with traditional assets and managed volatility.

Wealth Management Services

SBH constructs portfolios for its wealth management clients using a mix of individual stocks, bonds and mutual funds and alternative investments. Each client's asset allocation is determined by their specific objectives and unique circumstances. SBH's investment approach begins with a clear and thorough understanding of each client's objectives, time horizon, risk profile and income needs. Each client works directly with a portfolio manager whose job it is to construct a portfolio tailored to each client's needs and to communicate regularly with the client.

Investment Restrictions

Concentration limits on investments may be imposed to maintain a desired level of diversification in client portfolios. These limits include security-specific limits, industry limits and limits on investments in companies in the same business. The limits will vary among the different strategies. In applying industry limits to its domestic strategies, SBH may categorize certain diversified companies into more than one industry classification. A diversified company's industry classification may be determined by reviewing the company's lines of business that produce significant revenues. For related information about the Funds, see the Funds' Statement of Additional Information.

SBH's clients in the aggregate may own a significant percentage of the stock of certain companies, and in some cases the aggregate or individual percentage of an issuer that clients hold may be limited or affected by corporate restrictions, federal and state regulatory restrictions, state control statutes, or foreign country restrictions. In order to comply with such restrictions on aggregate holdings, SBH may, on occasion, be required to limit or sell a portion of clients'

positions or may be unable to initiate or build a position for new clients in the stock of certain companies. In these cases, such clients' portfolios will differ from SBH's model portfolios.

Principal Investment Risks

Investing in securities involves risk of loss that clients should be prepared to bear. While SBH's investment approaches are designed to mitigate risk, there is no guarantee that clients will not lose money. Following are the various types of risk that may be present depending on the level of exposure the strategy has to a particular type of investment:

Market Risk

The price of an equity security, bond or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.

Equity and Equity-Related Instruments

Stocks and other equity-related instruments may be subject to various types of risk, including market risk, liquidity risk, counterparty credit risk, legal risk and operations risk. In addition, equity-related instruments can involve significant economic leverage and may, in some cases, involve significant risk of loss. "Equity securities" may include common stocks, preferred stocks, interests in real estate investment trusts, convertible debt obligations, convertible preferred stocks, equity interests in trusts, partnerships, joint ventures or limited liability companies and similar enterprises, warrants and stock purchase rights. Equity securities fluctuate in value, and such fluctuations can be pronounced. In general, stock values fluctuate in response to the activities of individual companies and in response to general market and economic conditions. Accordingly, the value of the stocks and other securities and instruments that a client holds may decline over short or extended periods.

Smaller Company Securities Risk

Securities of small or mid-capitalization companies ("smaller companies") can, in certain circumstances, have a higher potential for gains than securities of large-capitalization companies, but they also may have more risk. For example, smaller companies may be more vulnerable to market downturns and adverse business or economic events than larger, more established companies because they may have more limited financial resources and business operations. These companies are also more likely than larger companies to have more limited product lines and operating histories and to depend on smaller management teams. Their securities may trade less frequently and in smaller volumes and may be less liquid and fluctuate more sharply in value than securities of larger companies. In addition, some smaller companies may not be widely followed by the investment community, which can lower the demand for their stocks.

Stock Market Risk

There is a risk that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices.

Business Risk

Securities issued by certain types of companies or companies within certain industries are subject to greater risks of loss due to the nature of their business. For example, before they can generate

a profit, oil-drilling companies depend on being able to find oil and then refine it, which is a lengthy process. They carry a higher risk of loss than does an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.

Issuer Risk

The price of any security issued by a company may drop in reaction to events and conditions that impact the business of a particular company or its industry. For example, changes in key personnel, shifts in supply or demand for the company's product or its materials, or regulatory events may affect business operations, while other comparable issuers are unaffected.

Interest-rate Risk

Fluctuations in interest rates may cause prices of fixed income securities to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

Credit (Default) Risk

The owner of a fixed income security may lose money if the issuer is unable or unwilling to make timely principal and/or interest payments or to otherwise honor its payment obligations. Further, when an issuer suffers adverse changes in its financial condition or credit rating, the price of its debt obligations may decline and/or experience greater volatility. These adverse changes can also affect the liquidity of an issuer's debt securities and make them more difficult to sell.

Prepayment Risk

When the issuer of a fixed income security has the right to prepay principal, if it exercises that right earlier or at a higher rate than expected, an investor may incur losses from being unable to recoup the initial investment and/or from having to reinvest in lower-yielding securities. This can have an adverse effect on income, total return and/or price of the security. Prepayment risk tends to be highest in periods of declining interest rates. Asset-backed securities, including mortgage-backed and commercial mortgage-backed securities, are subject to greater prepayment risk than other types of fixed income securities.

Reinvestment Risk

This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (e.g., interest rate). This primarily relates to investments in fixed income securities, but also applies to investment in other income-generating securities, including shares of funds.

Liquidity Risk

Liquidity is the ability to readily convert an investment into cash. The less liquid an asset is, the greater the risk that, if circumstances require an investor to sell the asset quickly, it will be sold at a price below fair value. Generally, an asset is more liquid if it represents a standardized product or security and there are many traders interested in making a market in that product or security. For example, Treasury Bills are highly liquid, while real estate properties are not.

Inflation Risk

When any type of 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.

Financial Risk

Excessive borrowing to finance a business' operations increases the risk of profitability because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Investment in Foreign Securities

The clients may invest, directly or indirectly, in securities of non-U.S. issuers. Non-U.S. investments, and in particular those in emerging markets, involve certain special risks, including (1) political or economic instability; (2) the unpredictability of international trade patterns; (3) the possibility of non-U.S. governmental actions such as expropriation, nationalization or confiscatory taxation; (4) the imposition or modification of currency controls; (5) price volatility; (6) the imposition of withholding taxes on dividends, interest and gains; (7) different bankruptcy laws and practice; (8) the fluctuation of currency exchange rates; and (9) the lack of, or different, regulations applicable to such investments as compared to U.S. investments.

Emerging Markets Risk

The risks associated with foreign investments are heightened when investing in emerging markets. The governments and economies of emerging market countries may show greater instability than those of more developed countries. Such investments tend to fluctuate in price more widely and to be less liquid than other foreign investments.

Currency Risk

Securities issued in currencies other than the U.S. dollar are subject to fluctuations in value due to fluctuations in the value of the U.S. dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk. U.S. dollar-denominated securities of foreign issuers may also be subject to currency risk due to changes in exchange rates that impact the issuer's ability to transact business or make interest payments on debt obligations in U.S. dollars.

Value-Oriented Investment Strategies Risk.

Value stocks are those that are believed to be undervalued in comparison to their peers due to adverse business developments or other factors. Value investing carries the risk that the market will not recognize a security's inherent value for a long time or at all, or that a stock judged to be undervalued may actually be appropriately priced or overvalued. In addition, during some periods (which may be extensive) value stocks generally may be out of favor in the markets. Therefore, the strategy is most suitable for long-term investors who are willing to hold their shares for extended periods of time through market fluctuations and the accompanying changes in share prices.

ETF and Mutual Fund Risk

ETFs and mutual funds are subject to investment advisory and other expenses, which will be indirectly paid by a client. As a result, the cost of investing by the client will be higher than the

cost of investing directly in ETFs or mutual funds and also may be higher than other mutual funds that invest directly in securities. ETFs and mutual funds are subject to specific risks, depending on the nature of the underlying fund.

U.S. Government Securities Risk

Although U.S. Government securities are considered among the safest investments, they are not guaranteed against price movements due to changing interest rates. Obligations issued by some U.S. Government agencies are backed by the U.S. Treasury, while others are backed solely by the ability of the agency to borrow from the U.S. Treasury or by the agency's own resources.

Investors in the private funds are subject to the following additional risks:

Aggressive Investment Technique Risk

The manager of the underlying funds may use investment techniques and financial instruments that may be considered aggressive, including but not limited to investments in derivatives such as futures contracts, options on futures contracts, securities and indices, forward contracts, swap agreements and similar instruments. Such techniques may also include taking short positions or using other techniques that are intended to provide inverse exposure to a particular market or other asset class, as well as leverage, which can expose an SBH private fund to potentially dramatic changes (losses or gains). These techniques may expose an SBH private fund to potentially dramatic changes (losses) in the value of certain of its portfolio holdings.

Liquidity and Transferability of Underlying Fund Interests

Certain underlying funds offer their investors only limited liquidity and interests are generally not freely transferable. In addition to other liquidity restrictions, the SBH's private funds generally offer only quarterly liquidity following prior notice for investors. Investments in underlying funds may offer liquidity at infrequent times (i.e., monthly, quarterly, annually or less frequently). Accordingly, investors in SBH's private funds should understand that they may not be able to liquidate their investment in the event of an emergency or for any other reason.

Limitations on Withdrawal of Capital

Certain SBH private funds and the underlying funds in which they invest have broad rights to defer, suspend, side pocket, or otherwise delay all or a portion of a withdrawal request, as well as to delay payment of all or a portion of withdrawal proceeds. In periods of market disruption, when an SBH private fund may have the most need for the withdrawal proceeds, the private fund or an investor in such private fund may be unable to withdraw its capital. No assurances can be made that an SBH private fund will be able or willing to liquidate investments sufficient to satisfy all or any portion of withdrawal requests, and SBH private funds and investors therein must be prepared to bear the financial risks of an investment for an indefinite period of time materially increasing the risk of investment.

Possibility of Fraud and Other Misconduct

When an SBH private fund invests in an underlying fund, the private fund does not have custody of the underlying fund's assets. Therefore, there is the risk that the underlying fund or its custodian could divert or abscond with those assets, fail to follow agreed upon investment

strategies, provide false reports of operations, or engage in other misconduct. Moreover, there can be no assurances that all underlying funds will be operated in accordance with all applicable laws and that assets entrusted to underlying funds will be protected.

Counterparty Risk

The institutions (such as banks) and prime brokers with which a manager do business, or to which securities have been entrusted for custodial purposes, could encounter financial difficulties. This could impair the operational capabilities or the capital position of a manager or create unanticipated trading risks.

For investors in SBH private funds or the Funds, the summary above is qualified in its entirety by the risk factors set forth in the applicable offering materials for the applicable product.

ITEM 9 - DISCIPLINARY INFORMATION

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of SBH or the integrity of SBH's management. SBH has no material information responsive to this Item.

ITEM 10 - OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Other Financial Industry Activities or Affiliation

The majority owner of SBH is TB Lakeshore, LLC, an affiliate of Thoma Bravo, LLC. Thoma Bravo, LLC is an investment adviser registered with the SEC.

SBH is registered with the CFTC as a "commodity pool operator." The Firm is a member of the National Futures Association, which is the self-regulatory organization for the futures industry.

For its U.S.-domiciled SBH private funds, SBH typically serves as the managing member of such funds. For its non-U.S. SBH private funds, an employee of SBH generally holds a position on each non-U.S. SBH private fund's board of directors.

Certain employees of SBH are registered representatives with Foreside Fund Services, LLC ("Foreside"). As registered representatives, the employees are authorized to sell the SBH Funds and receive compensation in connection with such activities. SBH is not affiliated with Foreside. Such registered representatives have an incentive to sell SBH's products over other products where such registered representatives do not receive compensation.

SBH voluntarily surrendered its Portfolio Manager registration in the Canadian provinces of Ontario and Quebec in September 2015. The Ontario Securities Commission accepted SBH's application of withdrawal on January 8, 2016.

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

SBH has adopted a Code of Ethics ("Code") for all supervised persons of the firm describing its standard of business conduct and fiduciary duty to its clients. The Code includes provisions relating to the confidentiality of client information, a prohibition on insider trading, guidance on certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at SBH must acknowledge and abide by the terms of the Code.

The Code is designed to seek assurance that the personal securities transactions, activities and interests of the employees of SBH will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code, certain classes of securities have been designated as exempt transactions, based upon a determination that these would not materially interfere with the best interest of SBH's clients. In addition, the Code requires pre-clearance of many transactions and restricts trading in close proximity to client-trading activity unless an exemption exists, such as a *de minimis* exemption. Nonetheless, because the Code in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is monitored under the Code to reasonably prevent conflicts of interest between SBH and its clients.

SBH or any related person(s), including investment professionals having direct responsibility for investment decisions, may have an interest or position in a certain security or group of securities which may also be recommended to a client. Such securities may include publicly traded and privately placed stocks, bonds and options contracts. SBH also acts as an advisor and general partner in investment related partnerships, which it makes available to clients.

SBH's clients or prospective clients may request a copy of the firm's Code by contacting Alexis Cann in Marketing at 312-474-4214 or contactus@sbhic.com.

SBH requires prompt reports on all transactions covered by the Code, and all SBH employees are required to maintain their personal accounts on SBH's client accounting system to facilitate this reporting. SBH further requires that all brokerage account relationships be disclosed, that SBH receive duplicate confirmations of transactions and custodial account statements, and annual certifications of compliance with the Code from all covered persons.

In addition to reporting and record keeping requirements, the Code imposes various substantive and procedural restrictions on covered transactions, including the following:

1. All transactions in securities covered by the Code should be executed through SBH's trading department. Transactions will be approved and executed only if there are no conflicting orders pending for the accounts of clients unless an exemption or exception applies. If the trade cannot be executed through SBH trading desk, pre-clearance is still required.

2. Purchase of new equity issues on the initial underwriting by employees is prohibited. A further restriction placed on portfolio managers is that they, or any member of their immediate family, shall not purchase/sell securities of an issuer for their personal account(s) within seven

(7) calendar days prior to or after a managed account they manage purchases/sells that issuer's same security. There is a *de minimis* exemption for transactions involving a small number of shares of companies with very large market capitalization and high average daily trading volume.

Jonathan C. Hamill, an access person of SBH, is a trustee and beneficiary in family trusts that purchase and sell securities of Illinois Tool Works Inc. and Northern Trust Corporation, publicly traded companies. Scott D. Roulston, an access person of SBH, is a Board member of DDR Corporation, a publicly traded company. Mr. Hamill, Mr. Roulston and the other SBH portfolio managers may also invest funds of their clients in securities of Illinois Tool Works, Northern Trust and DDR Corporation. These transactions may be done in exception to the otherwise applicable provisions of the Code in that they may occur on the same day, although Mr. Hamill does not generally have prior knowledge of specific trading activity in his family trusts with respect to securities of Illinois Tool Works and Northern Trust.

SBH may buy, sell and perform research on or through companies for whom a client may be the company, an employee, officer or director.

SBH and/or its employees may give charitable contributions to client organizations (this may be golf sponsorships or specific charity donations). Officers and/or employees may personally own securities of broker-dealers and/or custodians SBH does business with.

SBH may invest in securities of which related persons of its employees are insiders. SBH's trading and research will not be based on inside information.

ITEM 12 - BROKERAGE PRACTICES

Certain affiliated accounts may trade in the same securities with client accounts on an aggregated basis when consistent with SBH's obligation of best execution. In such circumstances, the affiliated and client accounts will share commission costs equally and receive securities at a total average price.

SBH will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis or may also be on a random basis if it is a small partial fill. Any material exceptions will be explained on the order.

From time to time, SBH may advise clients who wish to purchase and sell the same security. In such circumstances, SBH may utilize the services of a single, independent third-party broker-dealer to effect the transaction. While a potential conflict of interest may exist with respect to SBH's role in providing investment advice to clients on both sides of a transaction, SBH will seek to minimize such potential conflicts by permitting such trades only with independent third-party broker-dealers, only after concluding the trade is in the best interests of each client and only if consistent with seeking best execution. SBH utilizes third-party pricing services in valuing securities.

Except as described above, it is SBH's policy that the firm will not effect any principal or agency cross securities transactions for client accounts. Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated hedge fund and another client account. An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. SBH does not engage in agency cross transactions, but may engage in certain non-agency Fixed Income cross transactions (utilizing an independent third-party brokerage firm) for non-ERISA clients, provided the transaction is in the best interests and appropriate for both clients, the transaction is consistent with SBH's obligations to seek best execution and an independent or objective pricing mechanism is utilized.

Selection of Brokers and Dealers to Effect Client Transactions

Subject only to a client's direction to use a particular broker or dealer for the execution of transactions for that client's account, SBH's overriding objective in selecting brokers and dealers to effect client transactions is to seek the best combination of net price and execution. The best net price, giving effect to brokerage commission, if any, is an important factor in this decision; however, a number of other judgmental factors also may enter into the decision. These factors include SBH's knowledge of negotiated commission rates currently available and other current transaction costs; the nature of the security being purchased or sold; the size of the transaction; the particular security; confidentiality; the execution, clearance and settlement capabilities of the broker or dealer selected and others considered; SBH's knowledge of the financial condition of the broker or dealer selected and such other brokers and dealers; and, SBH's knowledge of actual or apparent operational problems of any broker or dealer. Recognizing the value of these factors, SBH may cause a client to pay brokerage commission in excess of that which another broker might have charged for effecting the same transaction.

SBH may elect to direct transactions to certain firms that provide research on companies, sectors or economic conditions to their brokerage clients in the course of their brokerage activities. While there is no specific commitment to direct a particular level of transactions to any particular broker, nor any liability if a certain level of transactions is not directed, SBH is aware of the volume levels necessary to generate research services from certain broker-dealers. Research benefits are not limited to those clients who may have generated a particular benefit although certain soft dollar allocations are connected to particular clients or groups of clients.

SBH maintains and periodically updates a list of approved brokers and dealers which, in SBH's judgment, are generally capable of providing best price and execution and are in SBH's opinion financially stable. SBH's traders are directed to use only brokers and dealers on the approved list, except in case of client designations of brokers or dealers to effect transactions for such clients' accounts.

SBH's participation in the Schwab Advisor Network service ("the Service") may raise potential conflicts of interest. Although not required by the Service, advisers participating in the Service are likely to execute transactions for their advisory clients referred through the Service with

Charles Schwab. In this circumstance, SBH acknowledges its duty of seeking best execution for its clients.

On occasions when SBH deems the purchase and sale of a security to be in the best interests of more than one of its clients, SBH may aggregate the securities to be sold or purchased for a client with those to be sold or purchased for such other clients in seeking to obtain best qualitative execution. In such event, allocation of the securities so purchased or sold, as well as the expenses incurred in the transaction, will be made by SBH in the manner considered to be most equitable and consistent with its fiduciary obligations to participating clients. This generally means allocation on a pro rata basis.

SBH may from time to time purchase securities which are part of an initial public offering ("IPO"). Generally, SBH's participation in the initial public offering market is not material, and as a result, SBH may not obtain sufficient shares in an initial public offering to allocate to all eligible accounts on a pro rata basis except as a *de minimis* allocation. In such instances, the Firm will use another objective method of allocation, which may include a random allocation.

In the past, a single client of SBH requested to purchase IPOs on a non-discretionary basis. These same securities were not necessarily purchased for other client accounts. SBH was paid a flat fee for that non-discretionary investment advisory service. While SBH had no understanding or arrangement with any broker regarding allocation of IPO securities for this account in exchange for directing brokerage to a broker on other accounts, SBH did obtain IPO allocations for this account from brokers with whom it trades generally. To this extent, a potential conflict of interest may have arisen in that SBH and the client may have benefited from general brokerage relationships derived from other advisory clients' trading activity. In an effort to minimize the potential for conflicts of interest, SBH has procedures designed and implemented to ensure that all clients are treaty fairly and believes in no circumstance did any actual conflict of interest occur.

Investment Research Products and Services Furnished by Brokers and Dealer

In selecting a broker-dealer to execute securities transactions, SBH considers a variety of factors, including but not limited to best price and execution, broker-dealer's responsiveness, financial condition and ability to facilitate block trading.

When more than one broker or dealer is believed to be capable of providing a combination of best net price and execution with respect to a particular portfolio transaction, SBH may select a broker or dealer which furnishes to SBH investment research products or services, such as: economic, industry or company research reports or investment recommendations; research data compilations; compilations of securities prices, earnings, dividends and similar data; computerized databases; research or analytical computer software and services. Such selections are not pursuant to any agreement or understanding with any of the brokers or dealers. However, SBH may in some instances request a broker to provide a specific research product or service which may be proprietary to the broker or produced by a third party and made available by the broker and, in such instances, the broker, in agreeing to provide the research product or service frequently, will indicate to SBH a specific or minimum amount of commissions which it expects to receive by reason of its provision of the product or service. SBH does not have an agreement with any broker to direct such specific or minimum amounts of commissions; however, SBH does maintain an informal internal procedure to identify those brokers which provide it with

research products or services and SBH endeavors to direct sufficient commissions on client transactions (including, in the case of transactions for certain types of clients, dealer selling concessions on new issues of securities) to ensure the continued receipt of research products and services SBH feels are useful.

While it is permissible to do so under the rules of the Securities and Exchange Commission, SBH does not believe it pays brokerage commissions higher than those obtainable from other brokers in return for research products or services provided by brokers. Research products or services provided by brokers may be used by SBH in servicing any or all of the clients of SBH, and such research products or services may not necessarily be used by SBH in connection with the client accounts which paid commissions to the brokers providing such products or services.

SBH may engage in "step-out" brokerage transactions subject to best price and execution. In a "step-out" trade, one broker-dealer executes the transaction, while a second broker-dealer clears and settles the transaction. The first broker-dealer then shares part or all of its commission with respect to the transaction with the second broker-dealer. SBH engages in step-out transactions primarily (1) to satisfy directed brokerage arrangements of certain of its client accounts and/or (2) to pay commissions to broker-dealers that supply research or analytical services to the Adviser. Shares traded via step-out are traded on a pre-determined cost per share, that is netted up into the trade regardless of account type. The cost varies by broker.

Commission Sharing Arrangements

SBH also participate in "commission sharing arrangements" (CSAs) whereby SBH executes transactions through a broker-dealer and requests that the broker-dealer allocate a portion of the commissions (or commission credits) to another firm that provides research to SBH. SBH may also execute transactions through Electronic Communication Networks and other alternative trading platforms (collectively "ECN's). In these cases, the ECN or broker-dealer that administers the CSA receives a portion of the commission while another portion is credited to a pool, which is later used to pay for research services received from other firms.

With respect to the brokers-dealers SBH utilizes for CSAs, SBH will negotiate a base commission rate plus an additional research commission rate (sometimes referred to as "cost plus pricing"). The CSAs, as well as the research SBH receives in connection with the arrangements, are designed to comply with Section 28(e) of the Securities Exchange Act of 1934. SBH believes that participation in CSAs provides benefits that include:

1. Consolidation of payments for research obtained through multiple channels using accumulated commissions or credits from transactions executed through a particular broker-dealer or ECN;
2. Strengthening of relationships with key SBH broker-dealers; and
3. Access to continuous research services while facilitating best execution in the trading process

SBH believes independent research services are useful in the investment decision-making process because they provide access to a variety of high-quality research as well as individual analysts that otherwise might not be available to SBH without such arrangements. Research SBH receives under a CSA can include proprietary as well as third-party research.

The CSAs are structured as traditional soft dollar arrangements, which obligate the broker-dealer to pay for a specific research product or service in a way that allows SBH to designate broker-dealer payments to specific independent research providers based upon the broker vote and existing commission credits with the executing broker-dealers.

A Best Execution committee consisting of SBH's portfolio managers, operations and trading personnel and research analysts routinely reviews the quality of research and execution services of the various broker-dealers and independent research firms. In addition, the committee also evaluates the CSA commission rates negotiated with the various brokers to make a good faith determination that they are reasonable in relation to the value of products and services provided.

Client-Directed Brokerage Arrangements

Clients may direct SBH in writing (subject to certain conditions which may from time to time be imposed by SBH) to effect portfolio transactions for their accounts through particular brokers or dealers. Such a direction may be conditioned upon the broker or dealer being competitive as to net price and execution of each transaction, or may be subject to varying degrees of "restriction," i.e., an instruction to use the particular broker or dealer whether or not competitive as to net price and execution, or at specified commission rates which are less favorable than otherwise might be obtainable by SBH.

In the case of a "restricted" designation, SBH generally will execute transactions in listed and over-the-counter equity securities through the designated broker, but in the case of transactions in fixed income securities: (a) SBH sometimes deviates from the client's designation in situations in which, in SBH's judgment, a significantly more advantageous net price is available from another dealer; or (b) SBH may authorize the designated broker-dealer to effect the transaction as agent in order to obtain a better price from another dealer, but will allow the designated "agent" broker-dealer a scheduled mark-up or mark-down on the transaction.

Clients sometimes wish to restrict brokerage to a particular broker or dealer in recognition of custodial or other services (including, in some cases, referral of the client to SBH for investment advisory services) provided to the client by the broker or dealer. A client which chooses to designate use of a particular broker or dealer completely or on a "restricted" basis, including a client which designates a broker or dealer as custodian of the client's assets, should consider whether such a designation may result in certain costs or disadvantages described below regarding priority of execution, allocation of new issue purchases and aggregation of orders. In determining whether to instruct SBH to use a particular broker or dealer on a "restricted" basis, the client may wish to compare the possible costs or disadvantages of such an arrangement with the value of the custodial or other services provided.

Clients who restrict brokerage for their accounts may be disadvantaged in obtaining allocations of securities which SBH purchases or recommends for purchase in other clients' accounts. It is SBH's policy that such "restricted" accounts not participate in allocations of securities obtained through brokers and dealers other than that designated by the client.

In order to execute client orders most efficiently, SBH's traders may assign a lower priority to execution of orders for client accounts which have restricted brokerage. Accordingly, the execution of orders for accounts which restrict brokerage may be less timely than the execution of orders for other client accounts. This priority of execution may or may not result in any

consistent price disadvantage, depending upon the market activity in the security to be purchased or sold.

Wrap program trades are typically run after "unrestricted" and "restricted" trades. This is because wrap sponsors charge a combined fee to clients which includes execution services, and trading away from such sponsors causes clients to incur additional execution charges. In addition, such trades are conducted on a wrap sponsor provided trading platform, which is a different platform than SBH's primary trading system. Where SBH determines to seek to obtain best execution away from such wrap sponsor, such trades will generally be run with other non-restricted and unrestricted trades.

Recommendation of Brokers and Dealers to Clients

Where a client is reluctant to incur the fee cost of using the services of a bank or trust company as custodian of the client's assets, SBH sometimes suggests the client use a broker for this purpose and, if the client does not already have a satisfactory brokerage arrangement, SBH will suggest the names of one or more brokers with which it is familiar and which provide such services. Factors considered by SBH in selecting brokers which it recommends to clients for custodial services include: the execution, clearance and settlement capabilities of the broker; SBH's knowledge of the financial stability of the broker; whether the broker offers insurance coverage to customers in excess of the Securities Investor Protection Corporation insurance amounts; SBH's knowledge of actual or apparent operational problems of the broker; and the willingness of the broker to negotiate discounted commission rates for the execution of transactions in the custodial amount. The value of research products and services, or other products, if any, provided to SBH or a related party by the broker is generally not a factor.

Brokerage Practices, General

SBH receives a benefit when it uses client commissions to receive research, because SBH does not have to pay for such services on its own. SBH may have an incentive to select or recommend a broker-dealer based on its interest in receiving research from a broker-dealer or third party, rather than the client's interest in seeking favorable execution. However, as described above, SBH believes it is able to achieve best execution for its clients even where it is receiving research services from broker-dealers.

ITEM 13 - REVIEW OF ACCOUNTS

Each account is assigned a primary portfolio manager, and one or more other team members may be assigned as backups. A team is typically composed of one or more portfolio managers and one or more employees and, where SBH has discretionary investment authority in the management of an account, each has authority and responsibility in reviewing accounts and implementing decisions. Further, accounts handled by a manager may vary widely in size, complexity, degree of discretion and, in many cases, a number of accounts are related to one another and have a single client contact (e.g., as in a group of trust and individual accounts of a family). Some portfolio managers have significant investment committee, administrative or other responsibilities within SBH, while others devote their efforts almost exclusively to portfolio management.

See Custody section for information on frequency of client reports.

ITEM 14 - CLIENT REFERRALS AND OTHER COMPENSATION

Additional Compensation

SBH from time to time may compensate, either directly or indirectly, any person for client referrals. SBH is aware of the requirements under Section 206(4)-3 of the Investment Advisors Act of 1940 and endeavors to comply therewith. SBH maintains written agreements and client acknowledgements for each relationship.

In addition, SBH receives client referrals from Charles Schwab & Co., Inc. ("Schwab") through SBH's participation in Schwab Advisor Network ("the Service"). The Service is designed to help investors find an independent investment advisor. Schwab is a broker-dealer independent of and unaffiliated with SBH. Schwab does not supervise SBH and has no responsibility for SBH's management of clients' portfolios or SBH's other advice or services. SBH pays Schwab fees to receive client referrals through the Service. SBH's participation in the Service may raise potential conflicts of interest described below.

SBH pays Schwab Participation Fees on all referred clients' accounts that are maintained in custody at Schwab and a Non-Schwab Custody Fee on all accounts that are maintained at, or transferred to, another custodian.

Participation Fees are a percentage of the value of the assets in the client's account. SBH pays Schwab Participation Fees for so long as the referred client's account remains in custody at Schwab. Participation Fees are billed to SBH quarterly and may be increased, decreased or waived by Schwab from time to time. Participation Fees are paid by SBH and not by the client. SBH does not charge clients referred through the Service fees or costs greater than the fees or costs SBH charges clients with similar portfolios who were not referred through the Service.

SBH generally pays Schwab a Non-Schwab Custody Fee if custody of a referred client's account is not maintained by, or assets in the account are transferred from, Schwab. The Non-Schwab Custody Fee is a one-time payment equal to a percentage of the assets placed with a custodian other than Schwab. The Non-Schwab Custody Fee is higher than the Participation Fees Advisor generally would pay in a single year. Thus, SBH will have an incentive to recommend that client accounts be held in custody at Schwab.

The Participation and Non-Schwab Custody Fees are based on the amount of assets in accounts of SBH's clients who were referred by Schwab and those referred clients' family members living in the same household. Thus, SBH will have incentives to encourage household members of clients referred through the Service to maintain custody of their accounts at Schwab.

For accounts of SBH's clients maintained in custody at Schwab, Schwab generally does not charge the client separately for custody but receives compensation from the client in the form of commissions or other transaction-related compensation on securities trades Schwab executes for the client's account. Clients also pay Schwab a fee for clearance and settlement of trades executed through broker-dealers other than dealer's fees. Thus, SBH may have incentive to cause trades to be executed through Schwab rather than another broker-dealer. SBH nevertheless acknowledges its duty to seek best execution of trades for client accounts. Trades for client

accounts held in custody at Schwab may be executed through a different broker-dealer than trades for SBH's other clients. Thus, trades for accounts held in custody at Schwab may be executed at different times and different prices than trades for other accounts that are executed at other broker-dealers.

SBH may participate in other referral programs from time to time through agreements similar to those described above with the sponsors of such other programs. Such agreements, if any, are available for inspection upon request by any client.

Some of SBH's supervised persons may accept incentive compensation for the sale of SBH's advisory products. You should be aware that SBH's supervised persons do not recommend non-SBH investment products or services. Certain of these supervised persons may be dually registered with a broker-dealer. To the extent that SBH's supervised persons' recommendation of SBH's products or services constitutes a conflict of interest, SBH addresses this conflict through disclosure in this brochure.

ITEM 15 - CUSTODY

All client assets are held by a qualified custodian. Accordingly, clients should be receiving at least quarterly statements from a qualified custodian. Other than for the SBH Funds and SBH private funds, SBH prepares and delivers to all clients valuations of their accounts at least quarterly, showing cash and all currently held investments categorized by maturity (fixed income investments) or industry (equity investments), market value and unit cost. A summary of transactions for the prior quarter accompany the inventory. Clients may request more frequent or detailed reports in accordance with their individual needs. SBH has a reasonable belief that the custodian is sending statements in accordance with SEC's Custody Rule. Reports or statements produced by the Firm are provided to clients. The client should compare the information provided by SBH with the statements provided by the custodian.

Investors in the SBH private funds receive written valuations of their account balances monthly from the fund administrator. In its capacity as manager to certain private funds, SBH is deemed to have custody of such fund's assets. SBH maintains the private funds' cash and securities with a qualified custodian and provides investors in such private funds with an annual audited financial statement within 180 days of the end of such private fund's fiscal year.

Registered investment company clients will utilize the services of a third-party custodian, which reports directly to the client.

For certain wealth management clients, where SBH's portfolio managers act as trustees, SBH is deemed to have custody of client assets. In such situations, SBH has an independent accountant conduct an annual surprise examination. The accounting firm that conducts the surprise exam also serves as the independent external auditor for SBH and for the private funds.

ITEM 16 – INVESTMENT DISCRETION

Clients may choose to retain SBH as investment adviser with or without granting investment discretion. Where a client chooses to grant investment discretion to SBH, SBH will have

authority to supervise and direct the investments of and for the client's account without prior consultation with the client. Pursuant to this discretionary authority, SBH normally will determine which securities are bought or sold for the account, the total amount of such purchases and sales, the brokers or dealers through which transactions will be effected, and the commission rates, if any, paid to effect the transactions. SBH's authority may be made subject to conditions imposed in writing by the client, e.g., where the client restricts or prohibits purchases of certain types of securities, or directs that transactions be effected through specific brokers or dealers.

While SBH does not typically accept non-discretionary assignments, in those cases where a client does not choose to grant to SBH investment discretion, SBH makes investment recommendations to the client as to which securities are to be purchased or sold, and the amounts to be purchased or sold. Upon approving the recommended transactions, the client may request that SBH direct the execution of purchase or sale orders to implement the recommended transactions for the client's account. SBH then may be given authority to determine the brokers or dealers through which the transactions will be executed, and the commission rates, if any, paid to effect the transactions. As described above with respect to discretionary accounts, the client may direct that transactions be effected with specific brokers or dealers.

SBH usually receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account.

When selecting securities and determining amounts, SBH observes the investment policies, limitations and restrictions of the clients for which it advises.

SBH seeks to obtain investment guidelines and restrictions in writing prior to the commencement of management.

ITEM 17 - VOTING CLIENT SECURITIES

I. POLICY

SBH acts as a discretionary investment adviser for various clients, which includes clients governed by the Employee Retirement Income Security Act of 1974 ("ERISA") and registered open-end investment companies ("mutual funds"). When entering into an investment management agreement with a client, it is the general policy of SBH to not vote proxies. In specific provisions of SBH's investment management agreement, clients retain responsibility for voting proxies or responding to other corporate actions. Accounts governed by ERISA (certain pension or retirement plans) are treated differently based on Department of Labor guidelines. Unless an ERISA client specifically reserves the right, in writing, to vote its own proxies or to take shareholder action with respect to other corporate actions requiring shareholder actions, SBH will vote all proxies and act on all other actions in a timely manner as part of its full discretionary authority over ERISA client assets in accordance with Proxy Voting Policy. Corporate actions may include, for example and without limitation, tender offers or exchanges, bankruptcy proceedings, and class actions. In some cases, corporate actions may not be addressed by SBH, but rather by the client's custodian.

When voting proxies or acting with respect to corporate actions for clients, SBH's intent is that all decisions be made solely in the best interest of the client (and for ERISA accounts, plan beneficiaries and participants, in accordance with the letter and spirit of ERISA). SBH will seek to act in a prudent and diligent manner intended to enhance the economic value of the assets of the client's account.

II. PROCEDURES

SBH uses an outside service provider, Institutional Shareholder Services ("ISS"), to vote proxies.

Instructions are provided to the custodian to forward all proxies to ISS. ISS receives all proxies and votes them in a timely manner and in a manner consistent with the determination of the client's best interests. Although many proxy proposals can be voted in accordance with ISS' established guidelines (see Section IV. below, "Guidelines"), it is recognized that some proposals require special consideration which may dictate that ISS and/or SBH makes an exception to the Guidelines. ISS is also responsible for ensuring that all corporate action notices or requests which require shareholder action received are addressed in a timely manner and consistent action is taken across all similarly situated client accounts.

A. Conflicts of Interest

Where a proxy proposal raises a material conflict between ISS and/or SBH's interests and a client's interest, including a mutual fund client, SBH will resolve such a conflict in the manner described below:

1. Vote in Accordance with the Guidelines. To the extent that SBH has little or no discretion to deviate from the Guidelines with respect to the proposal in question, SBH shall vote in accordance with such pre-determined voting policy as established by ISS.

2. Obtain Consent of Clients. To the extent that SBH has discretion to deviate from the Guidelines with respect to the proposal in question, SBH will disclose the conflict to the relevant clients and obtain their consent to the proposed vote prior to voting the securities. The disclosure to the client will include sufficient detail regarding the matter to be voted on and the nature of SBH's conflict that the client would be able to make an informed decision regarding the vote. If a client does not respond to such a conflict disclosure request or denies the request, SBH will abstain from voting the securities held by the client's account.

ISS will review the proxy proposal for conflicts of interest as part of the overall vote review process. All material conflict of interest so identified by ISS and/or SBH will be addressed as described above in this Section II.A.

B. Limitations

As described above, in accordance with a client's investment advisory contract (or other written directive) or where SBH has determined that it is in the client's best interest, ISS and/or SBH will not vote proxies received. The following are certain circumstances where ISS and/or SBH will limit its role in voting proxies:

1. Client Maintains Proxy Voting Authority: As is ordinarily the case, where a client specifies in writing that it will maintain the authority to vote proxies itself or that it has delegated the right to vote proxies to a third party, ISS and/or SBH will not vote the securities and will direct the relevant custodian to send the proxy material directly to the client. If any proxy material is received by SBH, it will promptly be forwarded to the client or specified third party.

2. Terminated Account: Once a client account has been terminated with SBH in accordance with its investment advisory agreement, ISS and/or SBH will not vote any proxies received after the termination. However, the client may specify in writing that proxies should be directed to the client (or a specified third party) for action.

3. Limited Value: If ISS and/or SBH determines that the value of a client's economic interest or the value of the portfolio holding is indeterminable or insignificant, ISS and/or SBH may abstain from voting a client's proxies. ISS and/or SBH also will not vote proxies received for securities which are no longer held by the client's account.

4. Securities Lending Programs: When securities are out on loan, they are transferred into the borrower's name and are voted by the borrower, in its discretion. However, where SBH determines that a proxy vote (or other shareholder action) is materially important to the client's account, SBH may recall the security for purposes of voting.

5. Unjustifiable Costs: In certain circumstances, after doing a cost-benefit analysis, SBH may abstain from voting where the cost of voting a client's proxy would exceed any anticipated benefits to the client of the proxy proposal.

III. RECORD KEEPING

In accordance with Rule 204-2 under the Advisers Act, SBH will seek to maintain for the time periods set forth in the Rule (i) these proxy voting procedures and policies, and all amendments thereto; (ii) a record of all proxy statements received by ISS and/or SBH regarding client securities (provided however, that SBH may rely on the proxy statement filed on EDGAR as its records); (iii) a record of all votes cast on behalf of clients; (iv) records of all client requests for proxy voting information; (v) any material documents prepared by SBH were material to making a decision how to vote or that memorialized the basis for the decision; and (vi) all records relating to requests made to clients regarding conflicts of interest in voting the proxy. Currently, the requirement is six years, two of which shall be in the office.

Clients may obtain information on how proxies were voted with respect to the clients' portfolio securities or a copy of our Proxy Voting Policy by writing to SBH at 540 West Madison St., Suite 1900, Chicago, IL 60661 or by emailing contactus@sbhic.com.

IV. GUIDELINES

ISS will seek to consider each proxy issue individually. Proxy voting may be different for different types of clients. ISS issues proxy voting guidelines which are used as guidelines, but will not be used as rigid rules. These guidelines are available upon request.

Legal Actions and Class Actions

Unless otherwise agreed, SBH will not advise or act on behalf of a client in any legal proceedings, including bankruptcies or class actions involving assets held in the portfolios advised by SBH.

ITEM 18 - FINANCIAL INFORMATION

Not applicable.

ITEM 19 - REQUIREMENTS FOR STATE REGISTERED ADVISERS

Not applicable.

OUR CLIENT PRIVACY PLEDGE

At Segall Bryant & Hamill, our clients' trust is important to us. Because you trust us with your financial and other personal information, we take the safeguarding and respect of this information very seriously. In order to maintain that trust, we pledge to protect your privacy by striving to adhere to the policy outlined below.

Personal information we obtain is limited, but may come to us through account opening documents and custodial statements. The type of information collected is personal financial information, transaction and various other similar items of personal information. This information is important to our providing the best services to you.

Also, we provide such client information to other third-party service providers when it is essential for the servicing of your account (i.e., transactional services). We may disclose such information to other third parties that we believe it necessary for the conduct of our business or where disclosure is required by law. We will subject such disclosures to confidentiality agreements.

It is our policy that we do not provide current and former customer names and account information to any outside firms, persons or organizations (such as catalogue or direct mail companies) unless there is a pre-existing relationship you have established such as a custodian or professional service provider (i.e., attorney, accountant), you have provided authority for us to do so or in situations where we have a legal or regulatory obligation to provide such information.

It is our policy to not provide any other businesses with any information specific to accounts maintained at Segall Bryant & Hamill for the purpose of marketing or business leads.

It is our policy regarding documentation containing sensitive client information (i.e., name, address, social security number, account number, credit information, etc.) to dispose of in a manner whereby the information cannot be read or reconstructed. This includes shredding the information on a timely basis.

It is our policy to remove all data from computers so that the information cannot be restored or reconstructed before the computer is donated or disposed.

Your information is protected in various manners. All employees are subject to a policy regarding confidentiality. Employees who violate our privacy policy are subject to disciplinary process. In addition, our internal systems are secured through encryption technology, passwords and physical safeguards. We strive to maintain the confidentiality of your account and any other personal information.

SEGALL BRYANT & HAMILL, LLC
540 West Madison St, Suite 1900
Chicago, IL 60661
(800) 836-4265
www.sbhic.com

Form ADV Part 2B Brochure Supplement

Linn J. Arbogast III
Charles Alfred Bryant
James D. Dadura
Scott Decatur
Mark T. Dickherber
Nicholas Fedako
Jonathan C. Hamill
Jeffrey D. Hank
Gregory C. Hosbein
John M. Lafferty, Jr.
Keith W. Minogue
Scott H. Newhall
Shaun P. Nicholson
Jeffrey C. Paulis
Suresh Rajagopal
Jeffrey R. Rode
Ralph M. Segall
Jeffrey L. Slepian
M. Jay Trees
James Weiss

This Brochure Supplement provides information on our personnel listed above and supplements the Segall Bryant & Hamill Brochure. You should have received a copy of that Brochure.

Additionally, a Summary of Professional Designations is included with this Part 2B Brochure Supplement. This summary is provided to assist you in understanding the professional designations currently held by investment professionals.

If you have not received our firm's Brochure, have any questions about professional designations or about any content of this supplement, please contact us at 312-474-1222 or 800-836-4265 and/or contactus@sbhic.com.

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

Linn J. Arbogast

Advisor
(312) 474-4353

Educational Background and Business Experience

Year of Birth: 1963

Designations: CFA (Chartered Financial Analyst)

Education: Western Illinois University – B.B., Economics
University Of Illinois – M.A., Economics

Business Background (preceding 5 years):

01/02 to Present	Segall Bryant & Hamill, LLC Advisor

Disciplinary Information

Linn Arbogast has no disciplinary disclosures to be reported.

Other Business Activities

Linn Arbogast is not involved with any other material investment-related business.

Additional Compensation

Linn Arbogast receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and the private funds offered by Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Mark T. Dickherber, Portfolio Manager, (636) 777-7833. Mr. Dickherber monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Charles Alfred (Al) Bryant

Principal and Senior Portfolio Manager
(312) 474-4112

Educational Background and Business Experience

Year of Birth: 1945

Designations: CIC (Chartered Investment Counselor)

Education: Knox College – B.A., Economics
Indiana University – M.B.A., Finance

Business Background (preceding 5 years):

10/94 to Present	Segall Bryant & Hamill, LLC Senior Portfolio Manager

Disciplinary Information

C. Alfred Bryant has no disciplinary disclosures to be reported.

Business Activities

C. Alfred Bryant is not involved with any other material investment-related business.

Additional Compensation

C. Alfred Bryant receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

James D. Dadura

Principal and Fixed Income Portfolio Manager
(312) 474-4123

Educational Background and Business Experience)

Year of Birth: 1968

Designations: CFA (Chartered Financial Analyst)

Education: University of Texas – B.B.A., Finance
DePaul University – M.B.A., Finance

Business Background (preceding 5 years):

09/99 to Present Segall Bryant & Hamill, LLC
Fixed Income Portfolio Manager

Disciplinary Information

James Dadura has no disciplinary disclosures to be reported.

Other Business Activities

James Dadura is not involved with any other material investment-related business.

Additional Compensation

James Dadura receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Scott E. Decatur

Principal and Senior Portfolio Manager
32 Parking Plaza, Suite 700
Ardmore, PA 19003
(610) 537-9965

Educational Background and Business Experience)

Year of Birth: 1966

Designations: None

Education: Massachusetts Institute of Technology – B.S., Electrical Engineering and Computer Science
Massachusetts Institute of Technology – M.S., Electrical Engineering and Computer Science
Harvard University – Ph.D., Computer Science

Business Background (preceding 5 years):

06/15 to Present	Segall Bryant & Hamill, LLC Senior Portfolio Manager
06/04 to 06/15	Philadelphia International Advisors, LP Chief Investment Officer, Portfolio Manager, Director of Quantitative Research

Disciplinary Information

Scott Decatur has no disciplinary disclosures to be reported.

Other Business Activities

Scott Decatur is not involved with any other material investment-related business.

Additional Compensation

Scott Decatur receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Mark T. Dickherber

Principal and Senior Portfolio Manager
17295 Chesterfield Airport Road, Suite 200
Chesterfield, MO 63005
(636) 777-7833

Educational Background and Business Experience

Year of Birth: 1975

Designations: CFA (Chartered Financial Analyst)
CPA (Certified Public Accountant)

Education: University of MO – St. Louis - B.S., Accounting

Business Background (preceding 5 years):

04/07 to Present Segall Bryant & Hamill, LLC
Senior Portfolio Manager

Disciplinary Information

Mark Dickherber has no disciplinary disclosures to report.

Other Business Activities

Mark Dickherber is not involved with any other material investment-related business.

Additional Compensation

Mark Dickherber receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Nicholas C. Fedako

Associate Portfolio Manager
32 Parking Plaza, Suite 700
Ardmore, PA 19003
(610) 537-9966

Educational Background and Business Experience

Year of Birth: 1974

Designations: CFA (Chartered Financial Analyst)

Education: Penn State University, B.S. in Finance and International Business

Business Background (preceding 5 years):

06/15 to Present	Segall Bryant & Hamill, LLC Portfolio Manager
01/02 to 06/15	Philadelphia International Advisors, LP Quantitative Research Analyst

Disciplinary Information

Nicholas Fedako has no disciplinary disclosures to be reported.

Other Business Activities

Nicholas Fedako is not involved with any other material investment-related business.

Additional Compensation

Nicholas Fedako receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Scott Decatur, Senior Portfolio Manager (610) 537-9965. Mr. Decatur monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Jonathan C. Hamill

Principal and Senior Portfolio Manager
(312) 474-4114

Educational Background and Business Experience

Year of Birth: 1938

Designations: CIC (Chartered Investment Counselor)

Education: Yale University, B.A.
Northwestern University, M.B.A.

Business Background (preceding 5 years):

10/94 to Present	Segall Bryant & Hamill, LLC Senior Portfolio Manager

Disciplinary Information

Jonathan Hamill has no disciplinary disclosures to be reported.

Other Business Activities

Jonathan Hamill is not involved with any other material investment-related business.

Additional Compensation

Jonathan Hamill receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Jeffrey D. Hank

Director of Research for Wealth Management
(312) 474-6717

Educational Background and Business Experience

Year of Birth: 1971

Designations: CFA (Chartered Financial Analyst)
CFP (Certified Financial Planner)

Education: University of Illinois – B.S., Aeronautical and Astronautical Engineering
Stanford University – M.S., Aeronautics and Astronautics
University of Chicago – M.B.A., Financial Management, Accounting, Statistics

Business Background (preceding 5 years):

05/06 to Present	Segall Bryant & Hamill, LLC Director of Research for Alternative Investments

Disciplinary Information

Jeff Hank has no disciplinary disclosures to be reported.

Other Business Activities

Jeff Hank is not involved with any other material investment-related business.

Additional Compensation

Jeff Hank receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and the private funds offered by Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trades are reviewed. Performance is reviewed at least quarterly.

Gregory C. Hosbein

Principal and Director of Fixed Income
(312) 474-4131

Educational Background and Business Experience)

Year of Birth: 1964

Designations: CFA (Chartered Financial Analyst)

Education: Boston College – B.S., Finance
DePaul University – M.B.A., Finance

Business Background (preceding 5 years):

03/97 to Present	Segall Bryant & Hamill, LLC Director of Fixed Income

Disciplinary Information

Gregory Hosbein has no disciplinary disclosures to be reported.

Other Business Activities

Gregory Hosbein is not involved with any other material investment-related business.

Additional Compensation

Gregory Hosbein receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

John M. Lafferty, Jr.

Senior Portfolio Manager
(312)-474-5962

Educational Background and Business Experience

Year of Birth: 1975

Designations: None

Education: Yale University – B.A., Political Science
Northwestern University – M.B.A., Finance and Marketing

Business Background (preceding 5 years):

06/04 to Present Segall Bryant & Hamill, LLC
Senior Portfolio Manager

Disciplinary Information

John Lafferty has no disciplinary disclosures to report.

Other Business Activities

John Lafferty is not involved with any other material investment-related business.

Additional Compensation

John Lafferty receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Keith W. Minogue

Senior Portfolio Manager
(312) 474-4130

Educational Background and Business Experience)

Year of Birth: 1971

Designations: CFA (Chartered Financial Analyst)

Education: Loyola University of Chicago – B.B.A., Finance
University of Chicago – M.B.A., Finance, Accounting and Economics

Business Background (preceding 5 years):

01/07 to Present	Segall Bryant & Hamill, LLC Senior Portfolio Manager

Disciplinary Information

Keith Minogue has no disciplinary disclosures to report.

Other Business Activities

Keith Minogue is not involved with any other material investment-related business.

Additional Compensation

Keith Minogue receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Scott H. Newhall

Senior Portfolio Manager
(312) 474-4253

Educational Background and Business Experience)

Year of Birth: 1971

Designations: CFA (Chartered Financial Analyst)
CFP (Certified Financial Planner)

Education: Pomona College – B.A. Mathematical Economics

Business Background (preceding 5 years):

10/15 to Present	Segall Bryant & Hamill, LLC Senior Portfolio Manager
04/06 to 09/15	Trees Investment Counsel President

Disciplinary Information

Scott Newhall has no disciplinary disclosures to report.

Other Business Activities

Scott Newhall is not involved with any other material investment-related business.

Additional Compensation

Scott Newhall receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Shaun P. Nicholson

Senior Portfolio Manager
17295 Chesterfield Airport Road, Suite 200
Chesterfield, MO 63005
(312) 474-4351

Educational Background and Business Experience)

Year of Birth: 1978

Designations: None

Education: Seton Hall University – B.S. Finance
University of Missouri St. Louis – M.B.A. Business

Business Background (preceding 5 years):

07/11 to Present	Segall Bryant & Hamill, LLC Associate Portfolio Manager
01/05 to 06/11	Kennedy Capital Management Senior Research Analyst

Disciplinary Information

Shaun Nicholson has no disciplinary disclosures to report.

Other Business Activities

Shaun Nicholson is not involved with any other material investment-related business.

Additional Compensation

Shaun Nicholson receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Mark Dickherber, Senior Portfolio Manager, (636) 777-7833. Mr. Dickherber monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Jeffrey C. Paulis

Principal and Senior Portfolio Manager
(312) 474-4351

Educational Background and Business Experience)

Year of Birth: 1980

Designations: CFA (Chartered Financial Analyst)

Education: St. Louis University – B.S. Business Administration
University of Chicago – M.B.A. Finance, Accounting and Economics

Business Background (preceding 5 years):

01/03 to Present	Segall Bryant & Hamill, LLC Senior Portfolio Manager

Disciplinary Information

Jeffrey Paulis has no disciplinary disclosures to report.

Other Business Activities

Jeffrey Paulis is not involved with any other material investment-related business.

Additional Compensation

Jeffrey Paulis receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Mark Dickherber, Senior Portfolio Manager, (636) 777-7833. Mr. Dickherber monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Suresh Rajagopal

Principal and Senior Portfolio Manager
(312) 474-6727

Educational Background and Business Experience)

Year of Birth: 1968

Designations: CFA (Chartered Financial Analyst)

Education: Alma College – B.A., Liberal Arts
University of Notre Dame – M.B.A, Finance and International Business

Business Background (preceding 5 years):

10/07 to Present Segall Bryant & Hamill, LLC
Senior Portfolio Manager

Disciplinary Information

Suresh Rajagopal has no disciplinary disclosures to be reported.

Other Business Activities

Suresh Rajagopal is not involved with any other material investment-related business.

Additional Compensation

Suresh Rajagopal receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Jeffrey R. Rode

Principal and Senior Portfolio Manager
(312) 474-4133

Educational Background and Business Experience)

Year of Birth: 1966

Designations: CFA (Chartered Financial Analyst)

Education: Northwestern University – B.S., Economics

Business Background (preceding 5 years):

01/99 to Present	Segall Bryant & Hamill, LLC Senior Portfolio Manager

Disciplinary Information

Jeffrey Rode has no disciplinary disclosures to be reported.

Other Business Activities

Jeffrey Rode is not involved with any other material investment-related business.

Additional Compensation

Jeffrey Rode receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Ralph M. Segall

Chief Investment Officer and Senior Portfolio Manager
(312) 474-4110

Educational Background and Business Experience)

Year of Birth: 1947

Designations: CFA (Chartered Financial Analyst)
CIC (Chartered Investment Counselor)

Education: Wharton School, University of Pennsylvania – B.S., Economics
University of Chicago – M.B.A.

Business Background (preceding 5 years):

10/94 to Present Segall Bryant & Hamill, LLC
Chief Investment Officer and Senior Portfolio Manager

Disciplinary Information

Ralph Segall has no disciplinary disclosures to be reported.

Other Business Activities

Ralph Segall is not involved with any other material investment-related business.

Additional Compensation

Ralph Segall receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and the private funds offered by Segall Bryant & Hamill and from no other source.

Item 6 - Supervision

Reports directly to Philip L. Hildebrandt, Chief Executive Officer, (312) 474-4117. Mr. Hildebrandt monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

Jeffrey L. Slepian

Principal and Senior Portfolio Manager
(312) 474-4120

Educational Background and Business Experience)

Year of Birth: 1960

Designations: Registered CPA (Certified Public Accountant)

Education: University of Illinois – B.A., Accounting
University of Chicago – M.B.A., Finance

Business Background (preceding 5 years):

10/94 to Present	Segall Bryant & Hamill, LLC Senior Portfolio Manager

Disciplinary Information

Jeffrey Slepian has no disciplinary disclosures to be reported.

Other Business Activities

Jeffrey Slepian is not involved with any other material investment-related business.

Additional Compensation

Jeffrey Slepian receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Item 6 - Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

M. Jay Trees

Senior Portfolio Manager
(312) 474-4120

Educational Background and Business Experience)

Year of Birth: 1944

Designations: CFA (Chartered Financial Analyst)
CIC (Chartered Investment Counselor)

Education: Princeton University – B.A., Economics
University of Chicago – M.B.A., Finance

Business Background (preceding 5 years):

10/15 to Present	Segall Bryant & Hamill, LLC Senior Portfolio Manager
01/99 to 09/15	Trees Investment Counsel Chairman

Disciplinary Information

M. Jay Trees has no disciplinary disclosures to be reported.

Other Business Activities

M. Jay Trees is not involved with any other material investment-related business.

Additional Compensation

M. Jay Trees receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Item 6 - Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

James M. Weiss
Senior Portfolio Manager
(312) 474-6424

Educational Background and Business Experience)

Year of Birth: 1946

Designations: CFA (Chartered Financial Analyst)
CIC (Chartered Investment Counselor)

Education: Marquette University – B.A., Psychology
Wharton School, University of Pennsylvania – M.B.A.

Business Background (preceding 5 years):

7/15 to Present	Segall Bryant & Hamill, LLC Senior Portfolio Manager
09/02 to 06/15	Weiss Capital Management Owner and President

Disciplinary Information

James M. Weiss has no disciplinary disclosures to be reported.

Other Business Activities

James M. Weiss is not involved with any other material investment-related business.

Additional Compensation

James M. Weiss receives compensation for providing advisory services solely from his responsibilities at Segall Bryant & Hamill and from no other source.

Item 6 - Supervision

Reports directly to Ralph M. Segall, Chief Investment Officer, (312) 474-4110. Mr. Segall monitors advice provided to clients. In addition, daily trading is reviewed. Performance is reviewed at least quarterly.

SUMMARY OF PROFESSIONAL DESIGNATIONS

The Summary of Professional Designations is provided to assist you in evaluating the professional designations and minimum requirements of our investment professionals to hold these designations.

CFA – Chartered Financial Analyst

Issued by: CFA Institute

Prerequisites/Experience Required: Candidate must meet one of the following requirements:

- Undergraduate degree and 4 years of professional experience involving investment decision-making, or
- 4 years qualified work experience (full time, but not necessarily investment related)

Education Requirements:

- Study Program (250 hours of study for each of the 3 levels)

Examination Type:

- 3 course exams

Continuing Education/Experience Requirements: None

CFP – Certified Financial Planner

Issued by: CFP Board

Prerequisites/Experience Required: Candidate must meet the following requirements:

- Undergraduate degree
- 6000 hours of qualified work experience

Education Requirements:

- Coursework in 9 major personal financial planning areas plus a capstone course.

Examination Type:

- The exam consists of two 3-hour sessions with 170 multiple choice questions (stand-alone question and sets of question associated with short scenarios or lengthier case histories.

Continuing Education/Experience Requirements: 30 hours of continuing education (CE) accepted by CF Board every two years

CIC – Chartered Investment Counselor

Issued by: Investment Adviser Association (IAA)

Prerequisites/Experience (See CFA):

Candidates must meet all of the following criteria in order to be awarded the CIC Charter:

1. Be employed by a member firm of the IAA in an eligible occupation position at the time the CIC charter is awarded. (Eligible occupation means more than 50% of candidate's overall duties consists of some combination of investment counseling and portfolio management activities.)
2. Must demonstrate a minimum of five (5) cumulative years' work experience in one or more eligible occupational positions prior to the time the CIC charter is awarded and that they have been employed by a member firm of the IAA in an eligible occupational position for at least one (1) year.
3. Must have completed successfully the Chartered Financial Analyst (CFA) examinations and hold the CFA charter.
4. Must provide work and character references
5. Must specifically endorse the IAA's Standards of Practice and complete a professional ethical conduct questionnaire.

CPA – Certified Public Accountant

Issued by: Each state administers the examination but the examination is made up and graded by the American Institute of Certified Public Accountants. The CPA license is issued at the state or jurisdiction level.

Prerequisites/Experience/Education Requirements:

- To take the examination to become licensed as a certified public account, you must meet your state's requirements for education, experience, and knowledge. Most states now require 150 semester hours of university education.
- You must be declared eligible for the examination, and subsequently licensed, by the board of accountancy in one of the 54 U.S. jurisdictions.
- An individual become eligible for the exam by meeting specific requirements as determined by the board of accountancy for the jurisdiction for which they are applying.
- Because they use the Uniform CPA Examination, most states recognize the validity of licenses from other state. Requirements for experience and education vary, but states generally allow you to claim credit for successful completion of the examination in another state.

Examination Type:

- There are four parts to the examination:
  (1) Auditing & Attestation
  (2) Financial Accounting & Reporting (business enterprises, not-for-profit organizations and governmental entities)
  (3) Regulation (professional responsibilities, business law, and taxation)
  (4) Business Environment & Concepts
- Each of the four parts of the examination is graded on a scale of 0 to 100. The minimum passing score is 75.

Continuing Education:

- CPAs must adhere to the continuing education requirements set forth by the State Board of Accountancy of the state where a CPA license is held. The requirements for continuing professional education vary from state to state.

Investment Performance Services, LLC

Fixed Income Separate Account Quarterly Compliance Checklist
Period Ending March 31, 2017

To: Chartwell Investment Partners – Account 542

Re: FELRA & UFCW Benefit Funds – Short Term High Yield

As an authorized representative of the firm I certify the following answers are accurate and attest that our firm has provided/attached all required explanations and/or supporting documents

1.) Have significant changes been made in the firm's investment management process during the quarter?

No **Yes (provide details)**

2.) Have any changes or departures occurred in the investment team or other key personnel within the firm during the past quarter?

No **Yes (provide details)**

During the first quarter of 2017, Robert Mory, Southeast Regional Director, retired. Albert Stewart, Southwest Regional Director, left to pursue another career opportunity within TriState Capital Bank, our parent company.

3.) Have any ownership changes in the firm occurred during the quarter?

No **Yes (provide details)**

4.) Have there been significant changes to your Form ADV from the last copy delivered to the Fund? **If you are not required to file form ADV, please explain why.**

No **Yes (provide details)**

There were no material changes other than the removal of an affiliate advisor disclosure for Edward Antoian and Zeke Capital Advisors with whom we no longer share office space nor have any contractual affiliation. Since our affiliate broker-dealer, Chartwell TSC Securities Corp. commenced operations in March 2017, we added related disclosure in ADV 2A, Item 10, page 11.

5.) Has your firm or any individual (employee) at the present or during the past quarter been named in litigation, a regulatory enforcement action, or investigation related to investment activities? Please include any updates on any pending litigation that has been previously reported.

No **Yes (provide details and current status)**

6.) Do you verify the portfolio and individual holdings are currently, and have been during the past quarter, in compliance with the Fund's investment policy statement?

Yes **No (please explain)**

7.) With respect to the portfolio(s) under your management, do you acknowledge sole fiduciary responsibility under ERISA for adherence with the Fund's investment policy?

Yes **No (please explain)**

8.) Do you see a need for a change in the Fund's current investment policy statement under which you are working?

No **Yes (please explain)**

9.) Has your firm reviewed all regulations and directives from the Securities and Exchange Commission concerning brokerage and research services and are you in compliance with all disclosure requirements?

Yes **No (please explain)**

10.) In regard to derivative securities that may be held in the portfolio, do you attest that the following statements are true?

- The March 28, 1996, Letter of Guidance and Statement on Derivatives has been read and reviewed by personnel of this firm. We accept full responsibility for complying with all aspects of derivative investment outlined therein. Specific examples of types of derivatives include but are not limited to the following:
  - Structured Finance
  - Collateralized Debt Obligations (CDO)
  - Structured Commercial Mortgage Obligations
  - Collateralized Mortgage Obligations (CMO)
  - Collateralized Loan Obligations (CLO)
  - Structured Asset-Backed Obligations
- A complete list of derivatives securities utilized in the Fund's portfolio since our last certification is attached to this certification. In our judgment, these investments are prudent, in the best interest of the Fund and its participants, and are in compliance with the investment policy and guidelines of the Fund.
- We certify that the subject derivatives are considered by this firm as suitable for the Fund given known actuarial and economic factors. In our analysis of the suitability of derivatives for the Fund, these positions have been stress tested under varying interest rate scenarios.
- Our firm has experienced personnel in place and the investment processes and the controls to prudently invest in the derivatives listed.

Yes **No (please explain)**

11.) Has your firm reviewed the DOL's final ruling on cross-trading of securities and are you in compliance with the ruling?

Yes **No (please explain)**

12.) Have any changes occurred in the Errors and Omission insurance coverage provided by your firm over the last quarter?

No **Yes (provide details)**

13.) Is the investment management fee charged by your firm to the Fund consistent with the fee schedule in the investment management contract? Is the fee charged by your firm to the

Fund consistent with the fee charged by your firm to other funds of a similar size and the most competitive fee offered by your firm?

Yes **No (please explain)**

It is consistent with the fees paid by other funds of a similar size, and it is the most competitive fee available for this account based on our evaluation of characteristics for a fund of this nature.

14.) Does the amount of insurance coverage meet or exceed the minimum amount required through your investment management contract with the Fund and the minimum amount required through the Fund's Investment Policy Statement?

Yes **No (please explain)**

15.) Is your firm adhering to the communication and reporting requirements as defined in the Fund's investment policy statement?

Yes **No (please explain)**

16.) Is your firm achieving best execution for the Fund on all transactions involving Fund assets?

Yes **No (please explain)**

17.) Have you confirmed that the Qualified Institutional Buyer requirements for the above client have been met for the purchases 144a securities?

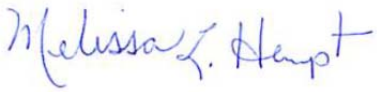
Yes **No (please explain)**

Account is not QIB-qualified.

Certified For The Firm By:

Name: Melissa L. Haupt

Signature:



Title: Manager of Client Services
Firm: Chartwell Investment Partners
4/17/17

Investment Performance Services, LLC

Real Estate Quarterly Compliance Checklist
Period Ending March 31, 2017

To: American Realty Advisors

Re: FELRA & UFCW Health and Welfare Fund - Real Estate
American Core Realty Fund - Account No. 1145

As an authorized representative of the firm I certify the following answers are accurate and attest that our firm has provided/attached all required explanations and/or supporting documents

1.) Have significant changes been made in the firm's investment management process during the quarter?

No

2.) Have any changes or departures occurred in the investment team or other key personnel within the firm during the past quarter?

No

3.) Have any ownership changes in the firm occurred during the quarter?

No

4.) Have there been significant changes to your Form ADV from the last copy delivered to the Fund? **If you are not required to file Form ADV, please explain why.**

No

5.) Has your firm or any individual (employee) at the present or during the past quarter been named in litigation, a regulatory enforcement action, or investigation related to investment activities? Please include any updates on any pending litigation that has been previously reported.

No

6.) Do you verify the portfolio is currently, and has been during the past quarter, in compliance with your firm's commingled investment vehicle guidelines and/or offering document governing the management of the investment?

Yes

7.) With respect to the portfolio(s) under your management, do you acknowledge sole fiduciary responsibility under ERISA for adherence with the commingled investment vehicle and/or offering document guidelines?

Yes

8.) Has there been a significant change in the liquidity of the commingled investment vehicle which may cause you to suspend, limit, or change the current liquidity offered to investors?

No

9.) Do you see a need for a change in the Fund's current investment policy statement under which you are working?

No

10.) In regard to derivative securities that may be held in the portfolio, do you attest that the following statements are true?

- The March 28, 1996, Letter of Guidance and Statement on Derivatives has been read and reviewed by personnel of this firm. We accept full responsibility for complying with all aspects of derivative investment outlined therein.
- We certify that the subject derivatives are considered by this firm as suitable for the Fund given known actuarial and economic factors. In our analysis of the suitability of derivatives for the Fund, these positions have been stress tested under varying interest rate scenarios.
- Our firm has experienced personnel in place and the investment processes and the controls to prudently invest in the derivatives.

  Yes, however ARA did not perform stress testing as the Fund only held a minimal amount of derivative securities for interest rate hedging purposes. As of March 31, 2017, no derivative securities are held in the Fund's portfolio.

11.) Have any changes occurred in the Errors and Omission insurance coverage provided by your firm over the last quarter?

No material changes have occurred.

12.) Does the amount of insurance coverage meet or exceed the minimum amount required through your investment management contract with the Fund and the minimum amount required through the Fund's Investment Policy Statement?

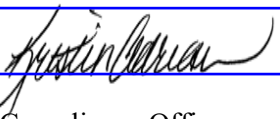
Yes

13.) Is your firm adhering to the communication and reporting requirements as defined in the Fund's investment policy statement?

Yes

Certified For The Firm By:

Name: Kristin Adrian

Signature: 

Title: Chief Compliance Officer

Firm: American Realty Advisors

Date: April 14, 2017

Janice Reynolds

From: Laura K. Smith <Lsmith@mcphedge.com>
Sent: Thursday, March 30, 2017 9:39 AM
To: ComplianceDept
Subject: RE: 1Q2017 Compliance Checklist - Meridian

Hello,

As previously explained, IPS investors no longer own shares of Meridian Diversified ERISA Fund. They have all fully redeemed from that fund and as a result they own shares of MDF Special Investments, which are side pocket liquidating funds that are in wind down mode. As the managers are able to liquidate their holdings, cash distributions will be made to the shareholders until the entire position is realized in full. Due to this we do not complete these checklists.

Regards,

Laura

From: ComplianceDept [mailto:ComplianceDept@ips-net.com]
Sent: Wednesday, March 29, 2017 9:51 AM
To: Laura K. Smith
Subject: 1Q2017 Compliance Checklist - Meridian
Importance: High

Hi Laura,

Please complete the attached 1st Quarter 2017 Compliance Checklist and return by April 17th.

Thank you for your assistance.

IPS Compliance Department

Investment Performance Services, LLC
912-352-2862

The information contained in this transmission (including any attachments) may be privileged and confidential information, intended only for the use of the individual or entity named above. If the reader of this transmission is not the intended recipient, you are hereby notified that any dissemination, distribution or copying of this document is strictly prohibited. Although this transmission and any attachments are believed to be free of any virus or other defect that might affect any computer system into which it is received and opened, it is the responsibility of the recipient to ensure it is virus free and no responsibility is accepted by Investment Performance Services, LLC for any loss or damage arising in any way from its use. If you have received this transmission in error, please notify us immediately by telephone at 912-352-2862 or by email reply and destroy the material in its entirety.

Janice Reynolds

From: Laura K. Smith <Lsmith@mcphedge.com>
Sent: Thursday, March 30, 2017 9:39 AM
To: ComplianceDept
Subject: RE: 1Q2017 Compliance Checklist - Meridian

Hello,

As previously explained, IPS investors no longer own shares of Meridian Diversified ERISA Fund. They have all fully redeemed from that fund and as a result they own shares of MDF Special Investments, which are side pocket liquidating funds that are in wind down mode. As the managers are able to liquidate their holdings, cash distributions will be made to the shareholders until the entire position is realized in full. Due to this we do not complete these checklists.

Regards,

Laura

From: ComplianceDept [mailto:ComplianceDept@ips-net.com]
Sent: Wednesday, March 29, 2017 9:51 AM
To: Laura K. Smith
Subject: 1Q2017 Compliance Checklist - Meridian
Importance: High

Hi Laura,

Please complete the attached 1st Quarter 2017 Compliance Checklist and return by April 17th.

Thank you for your assistance.

IPS Compliance Department

Investment Performance Services, LLC
912-352-2862

The information contained in this transmission (including any attachments) may be privileged and confidential information, intended only for the use of the individual or entity named above. If the reader of this transmission is not the intended recipient, you are hereby notified that any dissemination, distribution or copying of this document is strictly prohibited. Although this transmission and any attachments are believed to be free of any virus or other defect that might affect any computer system into which it is received and opened, it is the responsibility of the recipient to ensure it is virus free and no responsibility is accepted by Investment Performance Services, LLC for any loss or damage arising in any way from its use. If you have received this transmission in error, please notify us immediately by telephone at 912-352-2862 or by email reply and destroy the material in its entirety.

Item 2 – Material Changes

The last annual update of this brochure was on March 30, 2016. Updates and revisions reflected in this amended brochure dated March 31, 2017 include additional information with respect to Fund expenses (Item 5); performance-based fees (Item 6); cybersecurity risk (Item 8); Meridian's investments in the Funds (Item 10); reports to investors (Item 13) and procedures for exercising discretionary authority (Item 16). We encourage you to read this amended brochure in its entirety. You may request a copy of our brochure at any time, free of charge, by contacting Laura Smith, Managing Director of Operations at (518) 432-1600 or lsmith@mcphedge.com.

Sir/Madam-performancedept @ ips-net.com