

Item 4 - Advisory Business

A. Description of the Advisory Firm

Keeler & Nadler Family Wealth (the “Company”) is an Ohio Limited Liability Company (“LLC”) and was formed as a Registered Investment Advisor in September 2014. The principal owner of the Company is Andrew Keeler, President, and Chief Compliance Officer. Mr. Keeler is licensed as an Investment Advisor Representative for the Company. Keeler & Nadler Family Wealth does not have a parent company or intermediate subsidiaries. The Company’s principal business is to provide investment advice and services to its Clients who are typically individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, endowments and other business entities.

B. Types of Advisory Services

Keeler & Nadler Family Wealth provides Financial Planning and Portfolio Management Services to its Clients on a Discretionary and Non-Discretionary basis. The Company may also provide investment advisory and consulting services to retirement and pension plans, which may consist of services offered through registered broker-dealers or through appropriate general consulting services.

Three of the Company’s Investment Advisor Representatives (“IARs”) are also Registered Representatives (“RRs”) of Purshe Kaplan Sterling Investments, Inc. (“PKS”), an unaffiliated broker-dealer that provides clearing and custodial services for the Company. As RR of PKS, they may sell general securities products such as stocks, bonds, mutual funds, exchange-traded funds, and variable annuity and variable life products to advisory Clients and earn a commission on these sales from PKS. Some of Keeler & Nadler Financial Planning and Wealth Management’s Investment Advisor Representatives are also licensed to offer insurance products, and may do so to its advisory Clients.

C. Client Tailored Services and Client Imposed Restrictions

Keeler & Nadler Family Wealth analyzes, constructs, and manages customized investment portfolios based on the particular goals and needs of each Client in a manner which takes into consideration facts and information such as: income needs, liquidity requirements, investment time horizons, rate of return objectives, tax considerations, risk tolerance and existing investments. The Company utilizes an array of investment vehicles including, but not limited to: equity securities, warrants, debt securities, certificates of deposit, municipal securities, investment company securities, United States government securities, options contracts, partnerships, private placements, insurance contracts, endowments and separately managed accounts.

Depending on the particular investment portfolio and/or investment strategy, Keeler & Nadler Family Wealth employs a variety of security analysis methods including charting, fundamental, technical, and cyclical analysis. We also consult a wide range of information to analyze and execute investment strategies, such as: financial newspapers and magazines, various internet services, inspection of corporate activities, third-party research materials, corporate rating services, timing services, annual reports, prospectuses, regulatory filings, and press releases.

Financial Planning Services

Keeler & Nadler Family Wealth provides financial planning services to its Clients. If a Client decides to engage us to provide financial planning services, the Client will be required to execute an agreement setting forth deliverables and fees. Upon execution of the agreement, the Investment Advisor Representative will provide investment advisory services to the Client in the form of written financial planning and/or consulting services.

In providing Financial Planning Services, the Investment Advisor Representative will take into consideration information such as the Client's investment objectives, overall financial situation and circumstances, personal and financial goals, risk tolerance and objectives, risks that the Client is willing to undertake, investment knowledge of the Client, net worth, income, age, projected retirement, unusual or material funding requirements, inheritance possibilities, pensions, social security, children/relative funding issues, estate issues, and living expenses expressed in today's dollars requested for retirement.

When a Client elects to have Financial Planning Services provided, the Investment Advisor Representative will schedule additional time at the initial meeting to discuss the creation of the plan, how involved and complex the plan will be, and any particular issues or circumstances not included during the typical information gathering session discussed above. During the Client and Investment Advisor's conversation regarding how extensive of a plan they need, the Client may choose for the Company to consult on an individual security, a specific topic or obtain a comprehensive written plan containing their goals and objectives on an hourly or flat-fee basis. Hourly rates range from \$150 per hour to \$500 per hour and flat fees range from \$1,500 to \$25,000. Fees for financial plans will be billed and are due upon receipt of the invoice. A formal plan will better enable Keeler & Nadler to understand the complete financial picture of the Client.

Should a Client choose to have the Company prepare a comprehensive financial plan, a meeting will be scheduled to review all aspects of the Client's financial objectives, goals, priorities, risk tolerance, and finances. During the meeting, topics such as retirement, college education, gifting, purchases, paying down debt, travel, minimizing risk, lowering tax exposure, estate planning, personal goals, and time horizons may be discussed, and an inventory of current and future finances will be obtained. Upon completion of this process, the Investment Advisor Representative will review the Client's strengths and weaknesses, as well as the financial opportunities available to the Client, and prepare a written plan containing recommendations to the Client.

If face-to-face appointments are not possible due to location or other circumstances, we can hold meetings by video chat (such as Zoom™), or by telephone.

During the second meeting, the Company's written plan, recommendations and strategy to accomplish the client's goals will be discussed, as well as making sure the client understands the necessary steps to accomplish their goals successfully.

Three of Keeler & Nadler Financial Planning and Wealth Management's Investment Advisor Representatives are Registered Representatives of Purshe Kaplan Sterling Investments, Inc. ("PKS"), and may sell general securities products such as stocks, bonds, mutual funds, exchange-traded funds, and variable annuity and variable life products to Company's advisory Clients and earn a commission on these sales from PKS. As such, Keeler & Nadler Financial Planning and Wealth Management's Investment Advisor Representatives may suggest that advisory Clients implement investment advice by purchasing securities products through a commission-based PKS account in addition to an advisory account. In the event that the advisory Clients of Keeler & Nadler elect to purchase these products through PKS by an Investment Advisor Representative of Keeler & Nadler, in the capacity as a PKS Registered Representative, the Investment Advisor will receive the normal and customary commission

compensation in connection with the specific product purchased. This may present a conflict of interest, as it may give the PKS Registered Representative an incentive to recommend investment products based on the compensation received, rather than on the Clients' needs. Keeler & Nadler Family Wealth does not require its Clients to implement investment advice through PKS. Clients of Keeler & Nadler Family Wealth are free to implement investment advice through any broker-dealer or product sponsor they choose. However, Clients should understand that due to certain regulatory constraints Keeler & Nadler Financial Planning and Wealth Management's Investment Advisor Representatives, in the capacity as a dually Registered Representative, must place purchases and sales of securities products in commission-based brokerage accounts through approved broker-dealers or other institutions.

Portfolio Management Services

Keeler & Nadler Family Wealth provides "portfolio management services", defined as giving continuous advice to the Client about the investment of funds on the basis of the Client's individual needs and objectives. The asset allocation of the Client's assets will be structured to follow the recommended asset allocation model within their financial plan. In the case when a financial plan has not been constructed, the recommended asset allocation will be determined from an in-depth profile and conversation with the Client regarding goals, current financial condition, timeline, and risk appetite. A single investment may be enough to fulfill a Client's goals and objectives, provided that the investment is suitable and all factors that the Client has disclosed to us have been taken into consideration.

Depending on the particular investment portfolio and/or investment strategy, Keeler & Nadler Family Wealth will employ a variety of security analysis methods including charting, fundamental, technical, and cyclical analysis. The Company plans to also consult on a wide range of information to analyze and execute investment strategies, such as: financial newspapers and magazines, various internet services, inspection of corporate activities, third-party research materials, corporate rating services, timing services, annual reports, prospectuses, regulatory filings, and press releases.

Termination of Advisory Contract

The Client Advisory Agreement for Portfolio Management Services may be terminated by the Client without penalty within the first five (5) business days of its execution. Keeler & Nadler Family Wealth will not impose start-up, closing, or penalty fees in connection with an account; however, the custodian may charge some or all of these fees. Keeler & Nadler Family Wealth's fees do not include variable life and annuity contracts. Some other types of assets would also be subject to additional advisory and other fees/expenses, which are described in the prospectuses of those investments and paid by the investments, but ultimately borne by the investor. If the investment advisory contract terminates prematurely, the Client will receive a pro-rata refund of the pre-paid fees less any expenses addressed above.

Retirement Plan Advisory and Pension Consulting Services

Keeler & Nadler Family Wealth may provide investment advisory and consulting services to retirement and pension plans, which may consist of services offered through registered broker-dealers, through registered investment advisors or through appropriate general consulting services (please refer to Item 12 – Brokerage Practices). The Investment Advisor Representative and plan Sponsor will outline the services provided through the Keeler & Nadler Family Wealth in the Retirement Plan Consulting Agreement. The services that may be provided as outlined specifically in the agreement are summarized below.

A. Description of Non-Discretionary Investment Advisory Services

1. Recommendations to establish or revise the plan's Investment Policy Statement ("IPS"):

The Investment Advisor Representative will review with the Plan Fiduciary the investment objectives, risk tolerance and goals of the Plan. If the Plan does not have an IPS, the Investment Advisor Representative will make recommendations to assist the Plan Fiduciary in establishing an appropriate IPS. If the Plan has an existing IPS, the Investment Advisor Representative will review it for consistency with the Plan's objectives. If the IPS does not represent the objectives of the Plan, the Investment Advisor Representative will recommend to the Plan Fiduciary revisions that will establish investment policies that are congruent with the Plan's objectives.

2. Recommendations to select and monitor the Designated Investment Alternatives ("DIAs"):

Based on the Plan's IPS or other guidelines established by the Plan, the Investment Advisor Representative will review the investment options available to the Plan and may make recommendations to assist the Plan Fiduciary in selecting the Designated Investment Alternatives to be offered to Plan participants. Once the Plan Fiduciary selects the Designated Investment Alternatives, the Investment Advisor Representative will assist the Plan Fiduciary by providing reports, information and recommendations to monitor the Designated Investment Alternatives on a quarterly basis. Should an investment need to be removed because it no longer meets the IPS criteria, the Investment Advisor Representative will evaluate the Designated Alternative Investments and provide information, analysis and recommendations to the Plan Fiduciary.

3. Recommendations to select and monitor qualified default investment alternatives ("QDIAs"):

Based on the Plan's IPS or other guidelines established by the Plan, the Investment Advisor Representative will review the investment options available to the Plan and will make recommendations to assist the Plan Fiduciary to select the Plan's QDIAs for Plan participants that fail to direct the investment of their accounts. Once the Plan Fiduciary selects the QDIAs, the Investment Advisor Representative will provide reports, information and recommendations, on a quarterly or upon reasonably requested basis, to assist the Plan Fiduciary to monitor the investments. If the IPS criteria require an investment to be removed, the Investment Advisor Representative will provide information and analysis to assist the Plan Fiduciary to evaluate replacement investment alternatives.

4. Recommendations to allocate and rebalance model asset allocation portfolios:

Based on the Plan's IPS or other investment guidelines established by the Plan, the Investment Advisor Representative will review the investment options available to the Plan and will make recommendations to assist the Plan Fiduciary to create and maintain Model Portfolios. Once the Plan Fiduciary approves the Model Portfolios, the Investment Advisor Representative will provide reports information and recommendations, on a periodic basis, designed to assist the Plan Fiduciary to monitor the Plan's investments. If the IPS criteria require an investment to be removed, the Investment Advisor Representative will provide information and analysis to assist the Plan Fiduciary to evaluate replacement investment alternatives to be included in the Model Portfolios. Upon reasonable request, the Investment Advisor Representative will make recommendations to the Plan Fiduciary to rebalance the Model Portfolio to maintain their desired allocations.

5. Recommendation to select and monitor investment managers:

Based on the Plan's IPS or other guidelines established by the Plan, the Investment Advisor Representative will review the potential investment managers available to the Plan and will make recommendations to assist the Plan Fiduciary to select one or more investment manager. Once the Plan Fiduciary approves the investment manager, the Investment Advisor Representative will provide, on a periodic basis, reports, information and recommendations to assist the Plan Fiduciary to monitor the Plan's investment managers. If the IPS criteria require an investment manager to be removed, the Investment Advisor Representative will provide information and analysis to assist the Plan Fiduciary to evaluate replacement investment managers.

B. Description of Non-Fiduciary Services

The following investment education services may be provided by Keeler & Nadler Family Wealth acting in a non-fiduciary capacity:

1. Assistance with Plan Fiduciaries' governance and committee review, including:

- a) Determining plan objectives and plan design options.
- b) Reviewing Retirement Plan Committee structure and requirements.
- c) Reviewing participant education and communication strategy, including ERISA 404(c) requirements.
- d) Coordinating and reconciling participant disclosures under ERISA Rule 404(a)(5) and developing requirements for responding to participant requests for additional information.
- e) Developing and maintaining a fiduciary audit file.
- f) Attending Periodic Meetings with Plan Fiduciary (Upon Request by Plan Fiduciary).

2. Assistance with Plan Fiduciaries' vendor management (service provider selection/review), including:

- a) Reviewing fees and services and identifying procedures to track the receipt and evaluation of ERISA 408(b)(2) disclosures.
- b) Providing periodic benchmarking of fees and services to assist review for reasonableness.
- c) Reviewing ERISA spending accounts or Plan Expense Recapture Accounts (PERAs).
- d) Generating and evaluating service provider Requests for Proposals (RFPs) and or Requests for Information and/or Requests for Information (RFIs).
- e) Support with contract negotiations.
- f) Service provider transition and/or plan conversion.

3. Investment Education for Plan Fiduciaries Concerning:

- a) Investment Policy Statements.
- b) Assessment of overall investment structure of the Plan (i.e., types and number of asset classes, model portfolios, etc.)
- c) Review of the Plan's investment options.
- d) Review of Qualified Designated Investment Alternatives (QDIAs).
- e) Search and review of investment managers.

C. Description of Plan Participant Non-Fiduciary Services

The following investment education services may be provided by Keeler & Nadler Family Wealth acting in a non-fiduciary capacity to plan participants:

1. Providing group enrollment and investment education meetings.
2. Providing fee specific education and communicate the plan's requirements for requesting additional information about plan fees and expenses.
3. Supporting individual participant questions.
4. Providing periodic updates, upon request or through newsletter.
5. Assisting participants with retirement readiness.

D. Description of Discretionary Investment Management Services

In certain circumstances, services may be provided by Keeler & Nadler Family Wealth acting as a fiduciary within the meaning of section 3(38) of ERISA, if the Plan is subject to ERISA.

1. Initial selection and ongoing monitoring of the Plan's Designated Investments;
2. Review the plan's investment objectives, risk tolerance and goals with the plan committee. If the Plan does not have an IPS, the Investment Advisor Representative will recommend investment policies to assist the plan committee with establishing investment objectives. If the Plan has an existing IPS, the Investment Advisor Representative will review it for consistence with the Plan's objectives and recommend revisions to the plan committee to establish investment policies that are congruent with the Plan's objectives.
3. Review the investment options available to the Plan and will utilize qualitative and quantitative analysis to provide the Plan Sponsor with recommendations regarding the Plan's Designated Investments that meet the criteria set forth in the stated investment objectives.
4. Once the Investment Advisor Representative's initial recommendations have been implemented, monitor the Designated Investments and instruct the Platform Provider directly to remove and replace investments that no longer meet the IPS criteria or investment objective criteria. The Investment Advisor Representative will communicate any changes to the Plan sponsor reasonably in advance of the proposed change. The Plan Sponsor understands that declining any of the Investment Advisor Representative's recommendations may cause the services under the Keeler & Nadler Family Wealth Retirement Plan Consulting Agreement to terminate.
5. The Investment Advisor Representative will not be responsible for selection or monitoring, and will not make any recommendations to retain or remove, employer stock or investment options beyond the Designated Investments (i.e., stable value funds, target date portfolios, mutual fund or brokerage windows, guaranteed investment contracts, unallocated accounts, etc.). For plans that have existing unallocated accounts, those accounts will be mapped to the Plan's money market fund.
6. Qualified Default Investment Alternative Management:
 - a. If the Plan has an existing QDIA, the Investment Advisor Representative will map those participant accounts to the Investment Advisor Representative's Moderate Model Portfolio and will serve as the Plan's QDIA Manager with respect to participant accounts that are automatically defaulted into the Model Portfolios pursuant to ERISA Section 404(c)(5). For new plans or those that did not previously

designate a QDIA, the Plan Sponsor authorizes the Investment Advisor Representative to designate its Moderate Model Portfolio as the Plan's QDIA, and any participant who fails to direct the investment of their accounts will automatically be invested in the Moderate Model Portfolio. The Plan Sponsor, however, retains the sole responsibility to provide all notices to participants as required under ERISA Section 404(c), including 404(c)(5).

7. Creation and Maintenance of Model Asset Allocation portfolios ("Model Portfolios"):
 - a. Keeler & Nadler Family Wealth may create risk-based Model Portfolios to be offered to the Plan participants through the Platform Provider's platform.
 - b. The Model Portfolios will be constructed so as to achieve varying degrees of long-term appreciation and capital preservation through a mix of equity and fixed income exposures offered through investment alternatives available through the Plan. The Investment Advisor Representative will diversify, reallocate and rebalance the Model Portfolios and associated risk levels over time in accordance with generally accepted investment theories and in compliance with the Plan's IPS. The Investment Advisor Representative may make changes to the underlying investments and/or the asset allocation percentages of the Model Portfolios and will communicate such instructions directly to the Platform Provider. The Investment Advisor Representative will communicate any changes to the Plan Sponsor reasonably in advance of the proposed change.

From time to time Keeler & Nadler Family Wealth and/or the Investment Advisor Representative may make the Plan or the Plan participants aware of and may offer services available from Keeler & Nadler Family Wealth and/or the Investment Advisor Representative that are separate and apart from the retirement plan advisory and consulting services described above. In offering any such services, neither Keeler & Nadler Family Wealth nor its Investment Advisor Representative providing the services are acting as a fiduciary under ERISA with respect to such offering of services. If any such separate services are offered to a client, the client will make an independent assessment of such services without reliance on the advice or judgment of Keeler & Nadler Family Wealth or the Investment Advisor Representative.

General Disclosure Regarding ERISA and Qualified Accounts

The following disclosure is directed to Clients of Keeler & Nadler Family Wealth that are (i) a pension or other qualified employee benefit plan (including a 401(k) plan) governed by the Employee Retirement Income Security Act of 1974, as amended ("ERISA"); (ii) a tax-qualified retirement plan under Section 401(a) of the Internal Revenue Code of 1986, as amended (the "Code"), and not covered by ERISA; or (iii) an individual retirement account ("IRA") under Section 408 of the Code.

It is the Client's responsibility to ensure that Keeler & Nadler Family Wealth, as well as the Client's Investment Advisor Representative are furnished with complete copies of all documents that establish and govern the Plan and provide evidence of the Client's authority to retain Keeler & Nadler Family Wealth as an Investment Adviser. Clients must promptly furnish to the Company any amendments to the Plan, and if any amendment affects the rights or obligations of Keeler & Nadler Family Wealth, such amendment shall be binding on Keeler & Nadler Family Wealth and the Company's Investment Advisor Representative only when agreed to in writing by both Keeler & Nadler Family Wealth and its Investment Advisor Representative.

Clients must maintain appropriate ERISA bonding coverage for their managed account(s) and must include within the coverage of the bond Keeler & Nadler Family Wealth, the Company's Investment Advisor Representatives, and the Company's personnel as may be required by law.

Keeler & Nadler Financial Planning and Wealth Management's Investment Advisor Representatives, in their separate capacity as Registered Representatives of Purshe Kaplan Sterling Investments, Inc., and acting in full compliance with the PKS and Keeler & Nadler Financial Planning and Wealth Management's compliance policies and procedures, may retain a portion of the commissions charged to the Client as Registered Representatives of PKS. These commissions may include mutual fund sales loads, 12b-1 fees and surrender charges, variable annuity fees and surrender charges and IRA and qualified retirement plan fees. When managing ERISA and qualified accounts, the Keeler & Nadler Financial Planning and Wealth Management's Investment Advisor Representatives must lower or offset the management fee by the amount of the 12b-1 fees and other commissions received in the event such types of compensation are received by the Keeler & Nadler Financial Planning and Wealth Management's Investment Advisor Representative in his/her individual capacity and upon approved registration as a Registered Representative of PKS.

Three of Keeler & Nadler Financial Planning and Wealth Management's Investment Advisor Representatives are dually licensed to sell securities in the capacity as Registered Representatives or Registered Principals of Purshe Kaplan Sterling Investments, Inc., and upon doing so, may sell general securities products such as stocks, bonds, mutual funds, exchange-traded funds, and variable annuity and variable life products to advisory Clients and earn commissions on these sales. In this dual capacity as the Company's IARs and RRs of PKS, they may suggest that the advisory Clients implement investment advice by purchasing securities products through a commission-based PKS account in addition to an advisory account. In the event the Company's investment advisory Clients elect to purchase these products through PKS, PKS and the Client's Investment Advisor Representative of the Company, in their capacity as a PKS Registered Representative, will receive the normal and customary commission compensation in connection with the specific product purchased. This may present a conflict of interest, as it may give the PKS Registered Representative an incentive to recommend investment products on the compensation received, rather than on the Clients' needs. Keeler & Nadler Family Wealth does not require its Investment Advisor Representatives to encourage Clients to implement investment advice through PKS. Clients of Keeler & Nadler Family Wealth are free to implement investment advice through any broker-dealer or product sponsor they may select. However, Clients should understand that, due to certain regulatory constraints, Keeler & Nadler Financial Planning and Wealth Management's Investment Advisor Representatives, in their individual capacity as a dually Registered Representatives, must place all purchases and sales of securities products in commission-based brokerage accounts through PKS or other approved institutions.

Other Products and Services

Keeler & Nadler Family Wealth engages in activities as an Investment Advisor registered with the Securities and Exchange Commission, as well as various State Divisions of Securities Departments. Purshe Kaplan Sterling Investments ("PKS") is a non-affiliated broker-dealer that the Company uses to provide its securities clearing and custodial services for the Company. Keeler & Nadler Family Wealth has principal executive officers, and Investment Advisor Representatives that are Registered Representatives of PKS. These individuals in their individual capacities are also licensed agents for various insurance companies. As such, these individuals receive separate, yet customary commission compensation resulting from implementing product transactions on behalf of advisory Clients. Clients are under no obligation to engage these individuals in their capacities as Registered Representatives or insurance agents while executing their advisory recommendation. The implementation of any or all recommendations is solely

at the discretion of the Client. Keeler & Nadler Family Wealth does not offer insurance products as part of its activities as a Registered Investment Adviser.

Keeler & Nadler Family Wealth's business does not include acting as an investment company as defined by the Investment Company Act of 1940.

Keeler & Nadler Family Wealth may refer its Clients to the law firm of Resch, Root, Philipps & Graham, LLC for legal services and as a consultant in establishing and evaluating estate planning services. William K. Root is a principal owner of Resch, Root, Philipps & Graham, LLC. Mr. Root is an attorney that provides legal services to Clients including those that may be a Client of Keeler & Nadler Family Wealth. Mr. Root is an Investment Advisor Representative of the Company. Because Mr. Root is affiliated with Keeler & Nadler Family Wealth there is a conflict of interest when we recommend Resch, Root, Philipps & Graham, LLC instead of other legal firms. Because of this conflict, clients are **never** required or obligated to utilize the legal services available through Resch, Root, Philipps & Graham, LLC. Clients can select legal counsel of their choosing and are so informed.

While these individuals endeavor at all times to put the interest of the Clients first as part of Keeler & Nadler Family Wealth's fiduciary duty, Clients should be aware that the receipt of compensation itself creates a conflict of interest, and may affect the judgment of these individuals when making recommendations.

Wrap Fee Programs

Keeler & Nadler Family Wealth does not engage in a wrap fee program. By definition, a wrap-fee program bundles or wraps investment advice, custody and execution services under one contract for a single fee. Generally, these programs involve one or more investment advisors and a broker-dealer that provides the Client with portfolio management and asset-allocation services, maintains custody of the Client's funds and securities and executes the Client's securities transactions. The fee is a flat annual sum based on the amount of assets under management (in contrast to separate fees for each transaction), and the price includes brokerage commissions based on the amount or type of securities transactions executed for a given account.

Amount of Assets Under Management

Keeler & Nadler Family Wealth manages its Client's assets on either a discretionary basis or a non-discretionary basis. This is the Company's Annual updating Amendment, and as of December 31, 2022, the Company managed \$266,177,592 of Client's assets on a discretionary basis and \$71,008,489 of Client's assets on a non-discretionary basis for a total of \$337,186,081.