



# Meeder Public Funds, Inc.

## ADVISORY SERVICES BROCHURE FORM ADV PART 2A

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**March 28, 2025**

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This brochure provides information about the qualifications and business practices of Meeder Public Funds, Inc. If you have any questions about the contents of this brochure, please contact us at the telephone number listed above. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority. Meeder Public Funds, Inc. is registered with the SEC as an investment adviser; however, registration does not imply any level of skill or training.

Additional information about Meeder Advisory Services, Inc. is also available on the SEC's website at **[www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)**.

## ITEM 2 – MATERIAL CHANGES

This brochure is updated annually and whenever any information in the brochure becomes materially inaccurate. Annually the adviser provides clients with a copy of the updated brochure or a summary of material changes made since the last annual update. This section describes material updates and changes made to this ADV disclosure brochure since the last annual amendment dated March 28, 2024.

- **Item 5 – Fees and Compensation.** This section was amended to update the standard fee schedule and add fees related to LGIP services. This section was also expanded to add compensation and conflict details for investment adviser representatives which may also be registered at an affiliated brokerage firm.
- **Item 11 – Code of Ethics, Participant or Interest in Client Transactions and Personal Trading.** This section was expanded to include conflict language related to the recommendation of an affiliated mutual fund for cash management purposes.

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## ITEM 4 – ADVISORY BUSINESS

Meeder Investment Management, Inc. (“MIM”) offers a complete range of equity, fixed income and cash management investment solutions through its wholly owned SEC registered investment advisers: Meeder Public Funds, Inc. (“MPF”), Meeder Asset Management, Inc. (“MAM”), and Meeder Advisory Services, Inc. (“MAS”). MIM’s principal owners are Robert Meeder, Jr. and Robert Meeder, Sr. All affiliates of MIM are located at 6125 Memorial Drive, Dublin, Ohio 43017 and share employees.

Meeder Public Funds, Inc. provides professional investment advisory and administrative services to state and local public funds managers utilizing a variety of fixed income portfolio solutions. MPF was established in 1990 and changed its name to Meeder Public Funds, Inc. in 2015.

As of December 31, 2024, MPF’s regulatory assets under management were \$59,252,706,118, of which \$46,615,901,608 was managed on a discretionary basis and \$12,636,804,510 was managed on a non-discretionary basis.

### Investment Advisory Services

MPF provides a variety of investment advisory services to state and local governments, including counties, cities, school districts, villages, townships, universities, special districts, libraries, state agencies and local government investment pools (“Public Clients”). Investment advisory services not only include management of assets on a discretionary or non-discretionary basis but may also include assets as to which MPF provides advice or consultation but does not have the authority to make decisions and execute trades.

### SEPARATELY MANAGED ACCOUNTS

MPF provides separately managed account services to Public Clients on a discretionary or non-discretionary basis. MPF provides Public Clients with investment advice limited to the purchase or sale of fixed income securities, including U.S. Government securities, agencies, commercial paper, banker’s acceptances, corporate bonds, municipal debt, bank deposits, and money market funds. MPF may also recommend a local government investment pool

or other bank deposit programs or products for a Public Client’s cash management needs.

MPF tailors its services to its Public Clients, utilizing investments permissible under the applicable state investment code and the Public Client’s investment policy. At the outset of each relationship, MPF will evaluate the Public Client’s needs, objectives and the terms of any existing investment policy statement. MPF will develop a portfolio around the Public Client’s objectives, investment policy, and the terms of the applicable state investment code. Subject to MPF approval, Public Clients may impose reasonable restrictions on the types or quantities of securities held in a client’s account.

### CONSULTING SERVICES

MPF offers non-discretionary consulting services to Public Clients, including provision of general portfolio management assistance; investment research and credit analysis; evaluation of existing investment portfolios and performance; review of cash management procedures; cash flow analysis and allocation advice; development of internal controls and procedures; review and revision of investment policy statements; assessment of existing banking, brokerage or custodial relationships; development of requests for proposals for new banking, brokerage or custodial relationships; and educational programs designed to meet instructional requirements under state law. Consulting services are sometimes offered along with separately managed account services but may be offered separately. Each Consulting Relationship is designed around the needs of the consulting client. MPF may not receive compensation for advice provided in connection with consulting services or may receive compensation in connection with other assets managed by MPF.

### LOCAL GOVERNMENT INVESTMENT POOLS

MPF provides discretionary investment advisory services to Local Government Investment Pools (“LGIP”) available to counties, cities, school districts and other government entities. These investment vehicles combine funds contributed by participating entities and invest in securities permitted under the applicable state investment code and the written guidelines for each LGIP.

Each LGIP is overseen by an authorized governing board or state treasurer. MPF or its affiliates may also provide other services to LGIP clients, including administrative, marketing, transfer agency and fund accounting services. MPF currently provides services to the following LGIPs: State Treasury Asset Reserve of Ohio (STAR Ohio); Illinois Metropolitan Investment Fund (IMET); Texas Connect; Nevada Local Government Pooled Investment Fund; and Idaho Local Government Investment Pool.

## **ITEM 5 – FEES AND COMPENSATION**

The fees charged by MPF for its advisory services are typically based on a percentage of eligible assets under management. Fees are negotiable and may vary depending on a variety of factors, including the types of investments permitted, the size of the portfolio, the relationship with the client, and specific service requirements for a given account.

### **Standard Fee Schedule**

Separately managed accounts may be charged an annual asset-based fee of up to 20 basis points (0.20%). The fee rate may be substantially lower and is negotiable depending on various factors, including the type and size of the account, services offered, and relationship to other accounts. For some clients, MPF also offers advisory services on a flat fee arrangement. Asset based advisory fees may be subject to an annual minimum fee prorated based on billing cycle and payable for each billing period in which assets do not meet the stated minimum, inclusive of any fee discounts and credits. Consulting and educational services may be provided under asset based, hourly or flat fee arrangements that vary depending upon the scope of the engagement.

Typically, advisory fees are calculated and billed monthly in arrears based on the value of the eligible assets at the end of the billing period, including cash held for investment and accrued interest, but the method of payment is subject to negotiation and quarterly billing arrangements are available. Eligible account assets are priced by MPF at fair market value using its customary methods, which include reliance on prices provided by third parties. MPF does not require its clients to pay fees in advance and accounts

initiated or terminated during a billing period will be charged a prorated fee. Public Clients may authorize their custodian to directly debit the fee from assets held in the custodial account or elect to be billed by invoice.

The fees charged by MPF for investment advisory services to LGIPs are typically based on a percentage of assets under management. Fees are negotiable and vary depending on a variety of factors, including the type of LGIP and the nature of the services being offered.

### **Other Fees and Expenses**

Public Clients may pay other expenses in addition to the fees paid to MPF, including brokerage commissions, transaction fees, custodial fees, transfer taxes, wire transfer fees, and other fees and taxes charged to brokerage accounts and securities transactions. Money market funds, bank deposit programs and local government investment pools also charge internal management fees which are disclosed in a fund's prospectus or publicly available documentation and financial reports. Item 12 of this brochure provides additional information about MPF's brokerage practices.

### **Additional Information and Fees and Compensation**

#### **REPRESENTATIVE COMPENSATION**

MPF representatives typically earn a salary and may receive a year-end bonus dependent on a series of factors including firm profitability and each individual's achievement. Some MPF representatives also earn a portion of the advisory fee paid to MPF for the services offered in the account. Compensation varies depending on the program, the representative's overall revenue and any discounts offered. Our investment advisory representatives are paid on the same schedule regardless of the product offered and have no financial incentive to recommend one product over another.

#### **OTHER COMPENSATION**

Some investment adviser representatives of MPF are also registered representatives of an affiliated brokerage firm, Meeder Distribution Services, Inc. ("MDS"). MPF does not direct

brokerage order flow to MDS and its representatives do not generally receive commissions on the sale of securities purchased in advisory accounts. However, dually registered investment adviser representatives are eligible to receive compensation for the sale of securities, including commissions, distribution or service fees from the sale of securities, when acting in the capacity of registered representatives of MDS.

The practice of accepting commissions for the sale of securities presents a conflict of interest that may give MPF or its supervised persons an incentive to recommend investment products based on the compensation received. MPF does not generally offer products that pay commissions to its advisory customers. In the event commissions were paid in connection with an advisory account, MPF would address this conflict by explaining to clients that commissionable securities sales create an incentive to recommend products based on the compensation that MPF or its supervised persons may earn and offering alternative fee-based advisory programs that do not pay commission-based compensation on the sale of securities.

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

MPF does not charge performance-based fees.

## **ITEM 7 – TYPES OF CLIENTS**

MPF offers discretionary and non-discretionary fixed income investment advisory services to Public Clients, including counties, cities, school districts, villages, townships, universities, special districts, libraries, state agencies and local government investment pools.

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

As an institutional fixed income manager, MPF's primary investment objectives are to provide safety of principal and liquidity appropriate to each Public Client's cash flow needs while maximizing yield. MPF tailors its advice to each Public Client, utilizing all investments permissible

under the applicable state investment code and the Public Client's investment policy.

## **Methods of Analysis and Investment Strategies**

MPF uses a combination of quantitative and qualitative methods of analysis to develop investment strategies for its Public Clients. Each recommended portfolio strategy includes duration and asset allocation targets for securities in the portfolio. Portfolios are constructed and positioned to enhance performance through duration management as deemed appropriate for the anticipated interest rate environment.

MPF utilizes proprietary models designed to evaluate the direction of intermediate-term interest rates and select an overall duration target for a Public Client's portfolio. Short-term interest rate models are also utilized to structure purchases within the portfolios, helping to identify opportunities within the marketplace to maximize interest income for our clients.

Within each available asset class, MPF relies on a disciplined qualitative approach to select fixed income securities for Public Client portfolios. Considering credit risk and other fundamental factors, MPF selects securities and issuers expected to optimize return potential within the applicable investment guidelines and restrictions.

MPF regularly reviews and analyzes portfolio allocation and securities selection for its clients in light of current market conditions. When making changes to portfolios, MPF considers the impact on cash flows, average duration of the portfolio, and the portfolio's investment return over time. MPF monitors its portfolios for portfolio risk and makes changes where equivalent earnings can be obtained with less risk.

## **Summary of Material Risks**

Investing in securities involves risk of loss. Although MPF manages assets in a manner consistent with its Public Clients' stated risk tolerance, portfolios may not produce the expected returns, may lose value, or may underperform other portfolios with similar investment objectives. Material risks associated with investing in fixed income securities include:

**Call Risk.** Some fixed income securities are subject to the risk that an issuer will exercise a right to redeem the security earlier than expected, often in response to declining interest rates or improvements in issuer credit quality. If an issuer calls a security held by a client, the client may not recoup the full amount of the initial investment or realize the anticipated earnings from the investment, resulting in reinvestment in lower-yielding securities.

**Credit Risk.** Corporate debt and other fixed income securities are subject to the risk that the issuer will be unable to meet principal and interest payments on the obligation. A decline in the credit quality of a fixed income investment, held directly or inside a fund or investment pool, could cause a loss in value. When interest rates rise, the value of corporate debt securities typically declines. Changes in interest rates, economic conditions and default expectations can impact the value of fixed income securities.

**Cybersecurity Risk.** Cybersecurity breaches may allow an unauthorized party to gain access to MPF's proprietary information or customer data or cause MPF or its service providers to suffer data corruption or lose operational functionality. Although MPF has established cybersecurity and data protection protocols, there is no guarantee that these efforts will succeed or that a third-party service provider or issuer will not suffer a cybersecurity breach and related loss.

**Government, Political and Regulatory Risk.** Legislative and regulatory action by the U.S., the Federal Reserve and other governments can impair the value of securities held in an account or the ability of MPF to carry out a strategy.

**Interest Rate Risk.** Fixed income securities will increase or decrease in value based on changes in interest rates. If rates increase, the value of fixed income investments will generally decline. On the other hand, if rates fall, the value of the fixed income investments generally increases. The market value of debt securities (including U.S. Government securities) with longer maturities is likely to respond to changes in interest rates to a greater degree than the market value of fixed income securities with shorter maturities.

**Liquidity Risk.** The liquidity of fixed income securities can be dependent upon the level of

demand for the security, the willingness and ability of intermediaries to make a market for the security, and the level of interest from other investors to purchase the security. In times of economic and market stress, MPF may not be able to sell securities at a time and price that is most favorable to the client. In addition, bank certificates of deposit are non-negotiable and principal loss may occur if a client elects to sell the certificate before it matures.

**Market Risk.** The value of securities held in an account may decline due to general market conditions or other factors, including those directly involving the issuers of such securities. Securities markets may decline significantly in response to adverse issuer, regulatory, political, or economic developments. Unexpected local, regional or global events and their aftermath, such as war; acts of terrorism; financial, political or social disruptions; natural, environmental or man-made disasters; epidemics, pandemics and other public health crises; recessions and depressions; or other tragedies, catastrophes and events could have a significant impact on investments held in accounts or portfolios.

**Quantitative Analysis Risk.** MPF relies on quantitative data supplied by third parties to evaluate investments and construct optimal portfolios. In the event this data is inaccurate or incomplete, investment decisions may be compromised. If future market environments do not reflect the assumptions made in our quantitative models, quantitative investment strategies may not be successful.

## ITEM 9 – DISCIPLINARY INFORMATION

We are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of us or the integrity of our management. MPF has no reportable disclosures.

## ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

MPF is a wholly owned subsidiary of MIM. Other wholly owned subsidiaries of MIM include MAM, MAS, Meeder Distribution Services, Inc. ("MDS") and Mutual Funds Service Company ("MFSCo"). In some cases, these affiliate arrangements create a potential conflict of interest between MPF and the client. These conflicts of interest



are discussed in more detail in Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.

MAM is a registered investment adviser that serves as the investment adviser for the Meeder Funds.

MAS is a registered investment adviser that offers investment strategist and portfolio management services to independent broker-dealers, investment advisers, and other financial intermediaries. In addition, MAS provides investment management services to retirement plans and their participants.

MDS is a limited purpose broker-dealer and FINRA member firm which serves as the principal distributor of the Meeder Funds. MDS does not hold client accounts or execute trades for MIM affiliates.

MFSCo provides shareholder, transfer agent and dividend distribution services for the Meeder Funds and local government investment pools. Acting as the administrator for Meeder Funds, MFSCo also enters into selling agreements with unaffiliated broker-dealers and financial intermediaries to distribute and provide other services in connection with the sale of fund shares.

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

### **Code of Ethics**

MPF has adopted a Code of Ethics that complies with Rule 17j-1 of the Investment Company Act of 1940 and Rule 204A-1 of the Investment Advisers Act of 1940. The Code sets forth fiduciary standards that govern the conduct of directors, officers and employees who have access to client information. The Code incorporates MPF's outside employment, political contribution, and gift policies. Personnel subject to the Code must acknowledge their compliance with the Code and applicable securities laws and report any violations of the Code with which they become aware to MPF's Chief Compliance Officer. A copy of the Code is available to prospective and current clients upon request.

### **Personal Trading Policies**

Directors, officers and employees of MPF and its affiliates may take positions in securities owned by MPF's clients, which may pose a potential conflict of interest. MPF has implemented policies designed to detect and mitigate such conflicts of interest, including prohibitions on unacceptable trading activities, such as front running, short-swing trading and insider trading. Directors, officers and employees who recommend securities or have access to non-public information are prohibited from trading materially in reportable securities recommended to clients in close proximity to the client's transaction.

Employees having access to this information must also make periodic reports of their securities accounts and transactions in reportable securities.

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

Where appropriate, MPF may recommend the use of local government investment pools to its Public Clients for cash management purposes. Assets placed in a local government investment pool in which MPF or one of its affiliates earns advisory or administration fees are not included among eligible assets when calculating the advisory fee charged by MPF. Because MPF or its affiliates receive fees in connection with programs we sponsor or recommend, use of these programs presents a conflict of interest. MPF fully discloses this relationship and the terms and conditions of each program to its Public Clients before recommending a local government investment pool to which it provides services. By investing in such local government investment pools, Public Clients specifically consent to the conflicts presented by such investment and payment of fees. MPF will not exercise discretion to select a local government investment pool for a Public Client account.

Where available, MPF may recommend the use of the Meeder Government Money Market Fund ("Fund") for sweep or cash management purposes to its Public Clients. Affiliates of MPF provide investment advisory, administration, distribution and transfer agency services to the Meeder Funds. Because MPF's affiliates earn advisory, transfer agency and administration fees for management of the Fund, recommendation of



the Fund presents a conflict of interest. MPF fully discloses this relationship to its Public Clients before recommending the Fund. The Fund's prospectus contains additional information about the Fund, including investment policies, fees and other information. By investing in the Fund, Public Clients specifically consent to the conflicts presented by such investment and payment of fees. The Fund may not be the lowest fee sweep vehicle option available. MPF will not exercise discretion to select a sweep vehicle for a Public Client and clients may select any available fund for sweep purposes.

## **ITEM 12 – BROKERAGE PRACTICES**

### **Selection of Broker-Dealers for Client Transactions**

MPF trades with a list of local and nationally recognized broker-dealers that have been selected by MPF based on their reputation, competitive pricing, and trade execution. MPF's goal when selecting a particular broker or dealer is to obtain the best price and trade execution for our Public Clients. When selecting broker-dealers, MPF does not consider whether MPF or an affiliate receives Public Client referrals from the broker-dealer.

Public Clients may direct MPF to execute transactions through specific broker-dealers selected by the Public Client. When selecting this option, the Public Client may forgo any benefits from savings on execution costs that MPF may obtain for its other clients through volume discounts on aggregated orders and may pay higher commission rates than other clients of MPF.

### **Directed Brokerage and Soft Dollar Arrangements**

MPF does not engage in directed brokerage or soft dollar arrangements, including markups or markdowns in order to obtain research or any other product or service from any broker-dealer.

### **Trade Aggregation**

MPF may elect to aggregate contemporaneous trades for the purchase or sale of securities across multiple client accounts. Aggregation of trades enables MPF to obtain more efficient

execution and better pricing than would otherwise be available if orders were not aggregated. Where the amount of securities available at a particular price and time does not satisfy the needs of all clients participating in the transaction, MPF will follow its trade allocation policy, which is designed to ensure that securities allocations are made in a fair and equitable manner.

When aggregating trades, MPF typically informs the broker-dealer or custodian of the specific par amounts purchased for each client and directs the broker-dealer or custodian to deliver the specific par amounts to the clients to their respective custodial accounts versus payment. Each client participating in the aggregated transaction receives the same price and participation in such trade on a pro-rata basis. When allocating trades, MPF may increase or decrease the amount of securities allocated to a client if necessary to take investment restrictions into account, avoid undesirable position size, or satisfy other client preferences.

Trades in substantially similar investment opportunities may not be aggregated and may be allocated non-proportionally to client accounts based on a series of suitability and other factors, including investment objectives, client specific investment guidelines, cash or liquidity needs, minimum and maximum position sizes and the availability of similar investment opportunities. Individual portfolio managers exercise discretion to trade accounts and strategies at different times and the order of trading is determined by several factors including client needs, market conditions, and the terms and quantity of available investment opportunities.

### **Trade Error Policy**

MPF has established a trade error policy to address instances in which MPF makes an error when ordering, executing or settling securities transactions for a client account. In the event a trading error is caused by the action or inaction of MPF, MPF will correct the error so that the client is returned to the same economic position it would have been in had the error not occurred. If the error or trading delay was caused by a third-party broker-dealer, custodian or adviser, MPF may in its discretion reimburse the client in whole or in part for the loss but is not required to do so.

MPF will reimburse clients for losses resulting from an MPF error in the client's account. If an erroneous trade settles in a client account and results in a gain, the client will retain the resulting gain unless the client elects to decline it. When calculating trading losses, MPF does not net gains and losses between clients or between investments in an affected account except in connection with corrections approved by the client.

MPF may establish error accounts with certain brokers for the sole purpose of correcting trade errors. Any securities acquired by such an account for purposes of correcting a trade error are promptly disposed of. MPF does not maintain an error account balance or utilize brokerage commissions or other client funds to correct or resolve trade errors. All trade errors and related calculations are documented and reported to the Compliance department.

### **ITEM 13 – REVIEW OF ACCOUNTS**

MPF generally performs a daily review of transactions in Public Client accounts and portfolios are generally reviewed at least monthly. In addition, Public Client portfolio reviews may be conducted in response to changes in market conditions or changes to client situations. Generally, the assigned portfolio manager performs account reviews in coordination with the portfolio management team.

On a monthly or quarterly basis depending on client needs, MPF generally provides Public Clients with written periodic investment reports summarizing holdings information. In addition, MPF may provide additional forms of reporting to Public Clients as agreed by MPF and the client. Public Clients also receive a summary statement from their qualified custodian or safekeeping agent at least quarterly.

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

MPF may pay referral fees, known as promoter payments, to unaffiliated third-party broker-dealers, investment advisers and other persons who refer clients to MPF or endorse our services. Promoters are not employees or current clients of MPF. Under these agreements, MPF or one of its affiliated advisers pays a fee collected from

the Public Client to the referring promoter. Annual fees payable to promoters are negotiable and may be based on a percentage of the client fee or the value of the client's account. The arrangement provides promoters with an incentive to refer clients and secure their participation in the program. Each promoter who recommends or endorses our services is required to provide the prospective client with full disclosure of the promoter's relationship with MPF and the material terms of the compensation arrangement.

MPF or its affiliates have also entered into written agreements with unaffiliated investment advisers whereby MPF recommends or endorses that firm's investment advisory services to its clients. MPF or its affiliate receives a portion of the fees charged by the unaffiliated investment adviser in return for referring the account. Annual fees payable under such arrangements are negotiable and may be based on a percentage of the client fee or the value of the client's account. This arrangement presents a conflict of interest because it provides MPF with an incentive to solicit and secure participation in the program. Under each such arrangement, MPF is required to provide prospective clients with full disclosure of MPF's relationship with the recommended firm and the material terms of the compensation arrangement.

MPF and its affiliates offer several bank deposit programs to clients, both directly and in affiliation with third parties. In some programs, MPF's affiliates receive payments from third parties for introducing new clients or depository institutions to the program. Our affiliates also sometimes make payments to third parties that introduce MPF to new clients or depository institutions. These arrangements are described more fully in the program materials for each such program. These arrangements present a conflict of interest because we earn fees from these programs that would not be earned in unaffiliated cash sweep programs or money market funds. We mitigate this conflict through full disclosure of the program terms and compensation arrangements.

### **ITEM 15 – CUSTODY**

MPF will not assume physical custody of client funds or securities. All separately managed account client funds and securities are

maintained with a qualified custodian in a separate account for each client under each client's name. For each client account, the qualified custodian provides regular statements to each client. In addition, MPF produces and delivers quarterly statements to its clients as a client service. In some cases, MPF reports will vary from custodial statements based on accounting, valuation or pricing variances. Clients are encouraged to review carefully and compare the custodial records to the account statements provided by MPF.

In some cases, MPF is deemed to have custody of client funds due to its ability under the client agreement to calculate and directly debit client accounts for investment advisory fees. In other cases, MPF is deemed to have custody of LGIP programs administered by our affiliate and accounts of advisory clients that hold positions in those programs. LGIP program investors receive audited financial statements for the pool within 120 of the program's fiscal year end. For individual clients invested in such programs, MPF has implemented policies and procedures intended to annually verify the location of client funds and securities held for the benefit of MPF's clients in these programs.

## **ITEM 16 – INVESTMENT DISCRETION**

MPF will manage Public Client assets on a discretionary or non-discretionary basis. Under either circumstance, MPF will observe limitations and restrictions that are outlined in each Public Client's investment policy agreement or restrictions imposed by state laws or regulations. Investment guidelines and restrictions must be provided to MPF in writing.

For non-discretionary Public Clients, MPF will make recommendations that must be authorized by the Public Client prior to execution of the transaction. For discretionary Public Clients, securities will be purchased and sold for the account without obtaining prior approval for the security selected, the quantity of securities bought or sold, or the broker-dealer used to execute each transaction. Authorization for discretionary management is obtained through a signed investment management agreement. Discretionary management of accounts is undertaken in accordance with the applicable state investment code and the Public Client's investment policy.

## **ITEM 17 – VOTING CLIENT SECURITIES**

MPF does not accept or have the authority to vote Public Client securities. Public Clients will receive their proxies or other solicitations directly from their custodian or transfer agent. Public Clients may contact MPF if they have questions regarding a particular solicitation, but MPF will not be deemed to have proxy voting authority solely as a result of providing advice or information about a particular proxy vote to a client.

MPF will neither advise nor act on behalf of clients in legal proceedings involving companies whose securities are held in a client's account, including the filing of "proofs of claim" in connection with class action settlements. Clients may elect to direct MPF to send copies of class action notices directly to them or to a third-party. When so directed, MPF will make commercially reasonable efforts to forward such notices in a timely manner.

## **ITEM 18 – FINANCIAL INFORMATION**

MPF has no financial commitments that impair its ability to meet contractual and fiduciary commitments to its clients and has not been subject to a bankruptcy proceeding.