

EMPLOYER RETIREMENT PLAN SERVICES

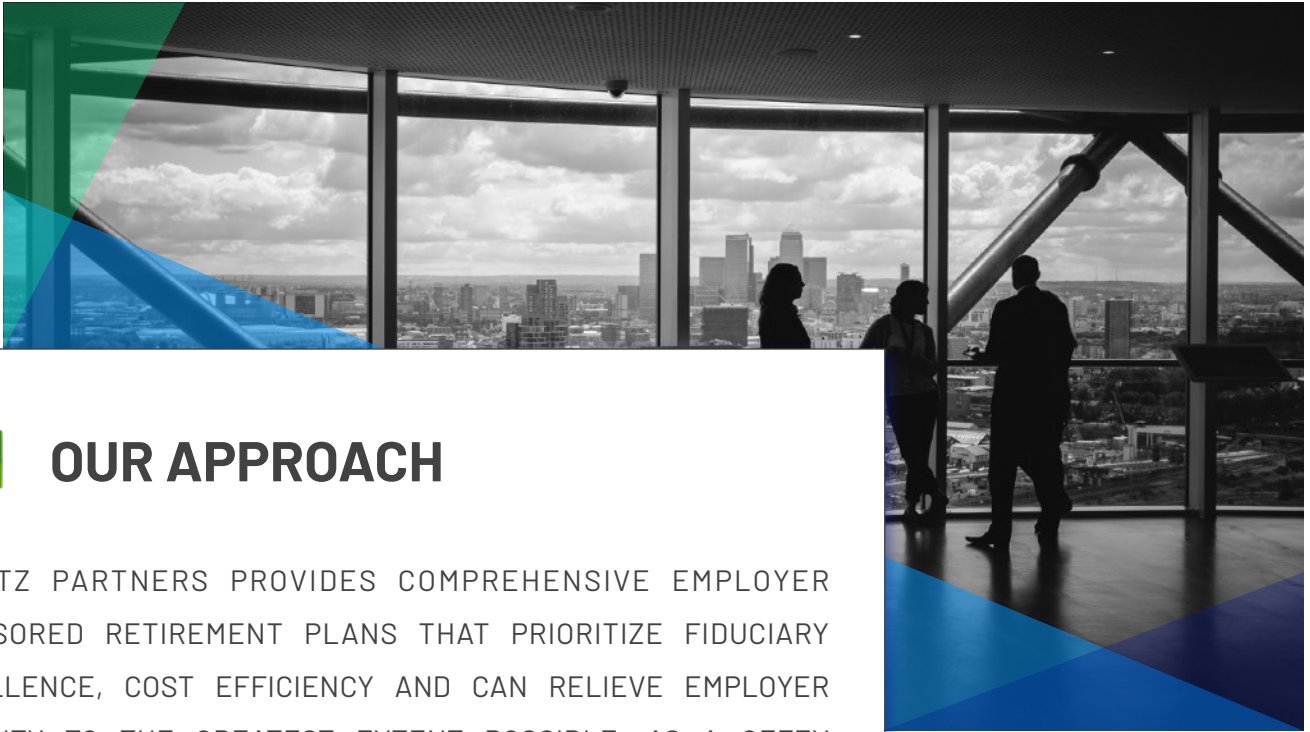


QUARTZ PARTNERS
INVESTMENT MANAGEMENT

www.quartzpartners.com

(800) 433-0422

17 1st Street, Troy, NY 12180



OUR APPROACH

QUARTZ PARTNERS PROVIDES COMPREHENSIVE EMPLOYER SPONSORED RETIREMENT PLANS THAT PRIORITIZE FIDUCIARY EXCELLENCE, COST EFFICIENCY AND CAN RELIEVE EMPLOYER LIABILITY TO THE GREATEST EXTENT POSSIBLE. AS A CEFEX CERTIFIED 3(38) FIDUCIARY QUARTZ PARTNERS SETS ITSELF APART FROM OVER 95% OF ADVISORS IN THE COUNTRY.

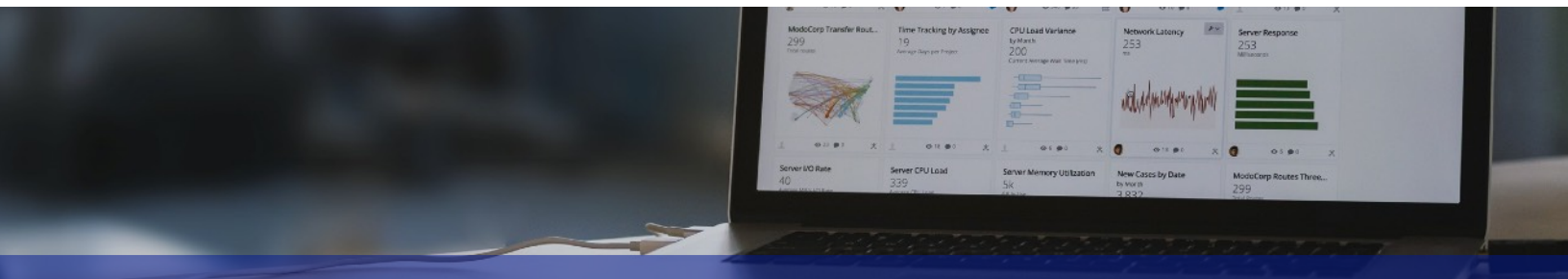
OUR TURNKEY SOLUTION WAS DESIGNED FROM THE TOP DOWN TO DELIVER A STREAMLINED AND DYNAMIC SOLUTION THAT REDUCES BURDEN ON EMPLOYERS WHILE LOWERING PLAN EXPENSES. YOU WILL FIND THAT WE BREAK FREE FROM THE TRADITIONAL CONFLICTED MODEL OF PROPRIETARY MUTUAL FUNDS AND REVENUE SHARING TO OFFER A PLAN BUILT FOR OPTIMAL RETIREMENT OUTCOMES.

BEST REGARDS,

JOSEPH W. ARENA
CHIEF INVESTMENT OFFICER
JOE@QUARTZPARTNERS.COM

KYLE P. WEBBER
MANAGING PARTNER
KYLE@QUARTZPARTNERS.COM

The Quartz Difference



✓ TURNKEY SOLUTION

Our cost efficient solution is remarkably customizable while being comprehensive, tackling all the necessary components from investments, advice to Form 5500 prep. Our goal is to allow your business to focus on what matters most; corporate culture and running the core business operations. Our team is always ready to service your plan or provide advice by phone, email, or on-site visit.

✓ COST EFFICIENCY

Employers often struggle to find an affordable, yet service rich, retirement plan solution that satisfies employees, while meeting regulatory requirements. Our total retirement plan solution was built for cost efficiency to make employer and employee hard earned money go further. We can quickly identify areas where current plan costs can be reduced whether they are paid by the employer or employee. Ask us for a free analysis.

✓ INVESTMENT EXPERTISE

Quartz Partners isn't shackled by proprietary fund requirements. Our nationally recognized investment team² curates a diverse fund menu of individual funds (DIY) and target date funds (set-it and forget it) from a universe of over 10,000 funds. The funds are selected and monitored for performance, expenses and fit. When we find a better fund we'll replace it.

Our simple Risk Profile Questionnaire helps employees determine the right mix of funds by identifying their age, objectives and risk tolerance. We can also provide a dynamic investing experience by having the Quartz investment team actively manage employee investments in one of our custom *adaptCORE* portfolios.

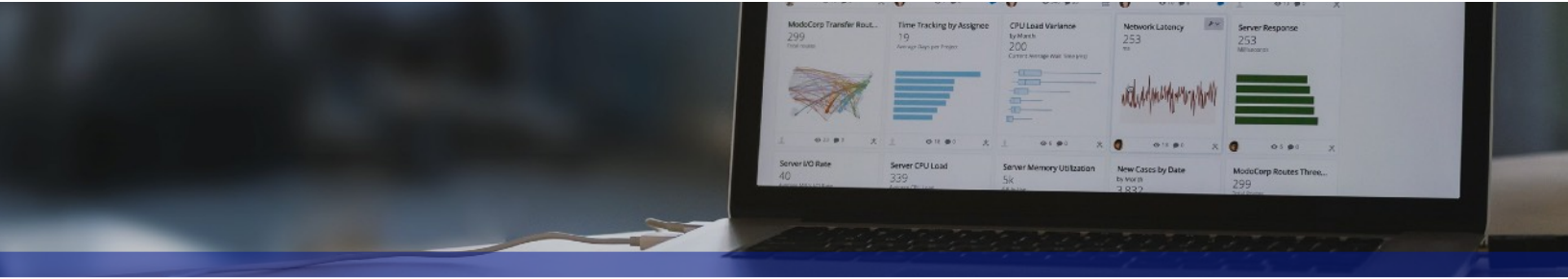


FIDUCIARY EXPERTISE. OFFLOADING EMPLOYER LIABILITY.

Quartz Partners has earned the coveted CEFEX certification through a rigorous ISO 19011 certification process. When it comes to fiduciary excellence this differentiates Quartz Partners from over 95% of advisors in the U.S.

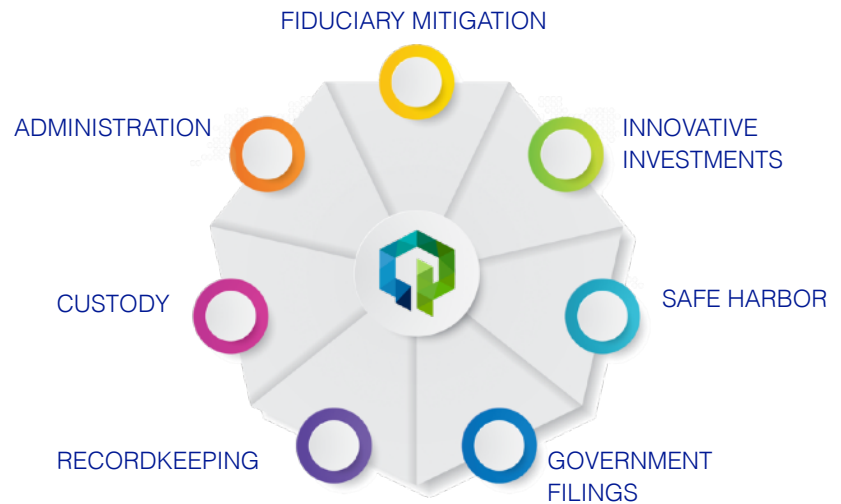
Employers can be confident that plans will meet and adapt to the changing DOL regulations and employers and their executive team will be relieved from all liability for selecting and monitoring investments within the plan.

Comprehensive Solution



TURNKEY.

We take care of the the administration, compliance, and recordkeeping to let your organization focus on its core competencies. Our systematic Hands on approach helps avoid common plan pitfalls while providing an optimal combination of integrated recordkeeping, administration, actuarial, and education tailored to meet their unique needs. Our team is ready to provide support by phone, email, or onsite meetings.



DYNAMIC RECORDKEEPING

Information delivery is a key component of any exceptional retirement plan, whether at work, at home, or on the go. A technology platform that is a clean, easy to navigate, device responsive web experience that is mobile friendly with full transaction functionality. You'll be able to view plan and participant level activity, balance, and readiness reporting.

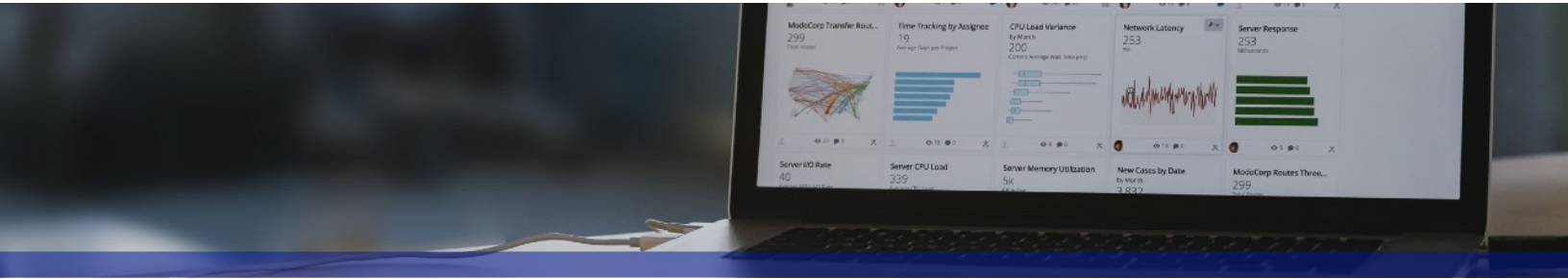
- 24/7 online access
- Self-service and contribution processing
- Distribution and loan wizard
- Streamlined reporting process
- Comprehensive and customizable reports
- Bidirectional or 360 degree payroll integration
- Participant on boarding and enrollment
- Employer private branding is available

FULL-SERVICE ADMINISTRATION

You'll have a dedicated team doing the heavy lifting. You'll know them by name and have direct access so they can address all plan needs expeditiously.

- Plan document
- Adoption agreement
- Summary Plan Description
- Plan sponsor support and regulatory updates
- Form 5500, 945, 1099-R
- Employee eligibility
- Vesting Schedule
- Safe harbor compliance
- Distribution & loan processing
- Non-discrimination compliance testing
- Required annual notices and disclosures

Innovative Investment Lineup & Advice



ONE PLAN. THREE EASY WAYS TO INVEST.

Using an open architecture approach with no proprietary mutual fund requirements we build a cost efficient and diversified investment lineup capable of delivering optimal retirement outcomes. Markets are unpredictable and investing is difficult this is why Quartz's experienced investment team is with participants every step of the way as they approach retirement.



DIVERSE LINEUP OF INVESTMENT OPTIONS

We select a diversified list of over 20 passive index mutual funds for employees to build a portfolio of their own. Why do we choose index funds that cost 60% less? Over 80% of U.S. equity mutual funds failed to beat their benchmark over a 15-year period³.



TARGET DATE RETIREMENT FUNDS

As a single mutual fund solution target date funds are designed to be long-term investments for individuals with particular retirement dates in mind. Target date mutual funds hold a diverse mix of stocks, bonds, and other investments. Over time, the mix gradually shifts assets from stocks to bonds.



QUARTZ PARTNERS ADAPTCORE PORTFOLIOS

Quartz Partners' *adaptCORE* portfolios are built to navigate volatile markets and are driven by our firm philosophy: the key to long-term investment growth is a tactical approach that seeks high total returns with a vigilant commitment to downside risk management.

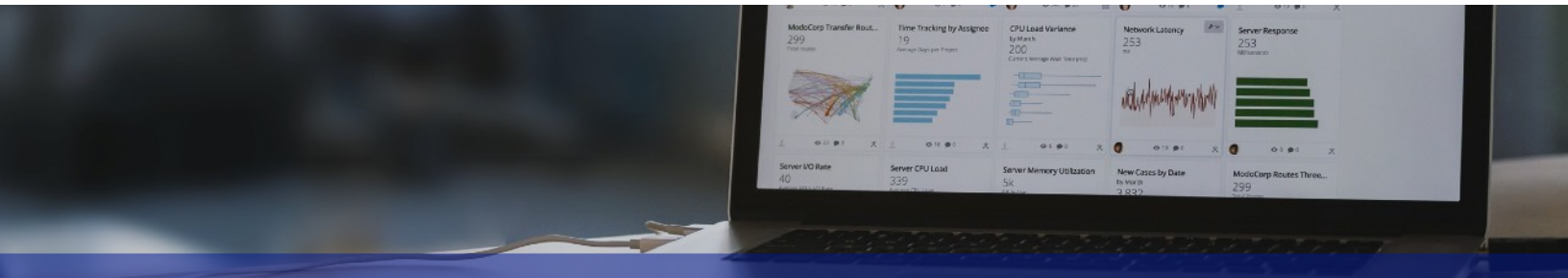
PARTICIPANT PLANNING TOOLS & PERSONALIZED ADVICE

Our platform gives participants 24/7 access to intuitive financial planning tools, information and self-service. A live voice or onsite meeting is only a call away

The Quartz investment team is readily available by phone, email on onsite meetings to help guide participants successfully towards retirement so they can focus on their job.



Cost Efficiency

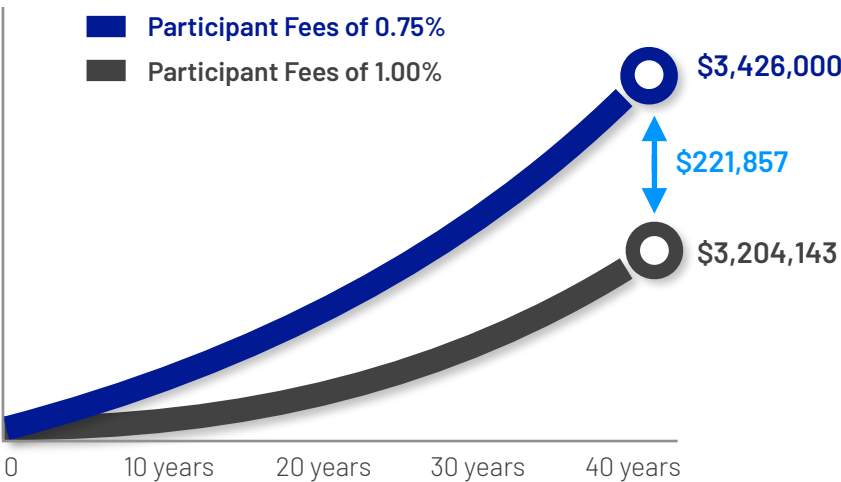


Every dollar spent on internal benefits is a dollar not spent elsewhere on either building your organization or contributing to employees retirement savings. Our retirement plan solution aims to keep fees lower than the national average while being designed to meet the unique needs of your organization and employees. Before we get started, we'll tell you if your current plan is less expensive than what we offer. We promise to never raise our fee.

SMALL FEES. BIG IMPACT.

Whether the employer or participants through embedded fees within the plans mutual funds, plan fees have a significant impact on both the employer and employees. High plan fees expose employers and plan trustees to unsolicited regulatory scrutiny and increased litigation.

Reducing plan or mutual fund fees by as a little as 0.25% can increase participant retirement savings by over \$220,000, which can result in additional retirement income of \$11,000 per year⁴.



PLAN PROVIDERS NAMED IN LITIGATION FOR EXCESSIVE FEES (2006 - 2018)⁵

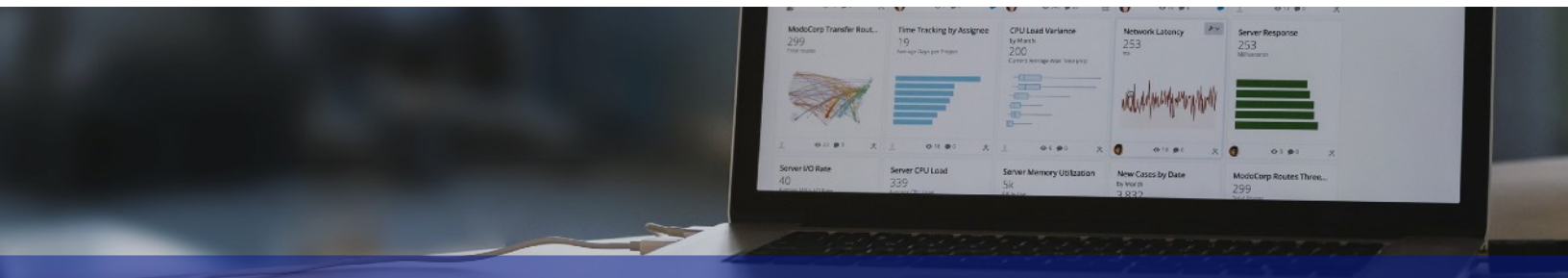


Charles Schwab
Edward Jones
Fidelity
Great West
Jackson National
JP Morgan
M&T Bank

Mass Mutual
Merrill Lynch
MetLife
Mutual of Omaha
Nationwide
NY Life

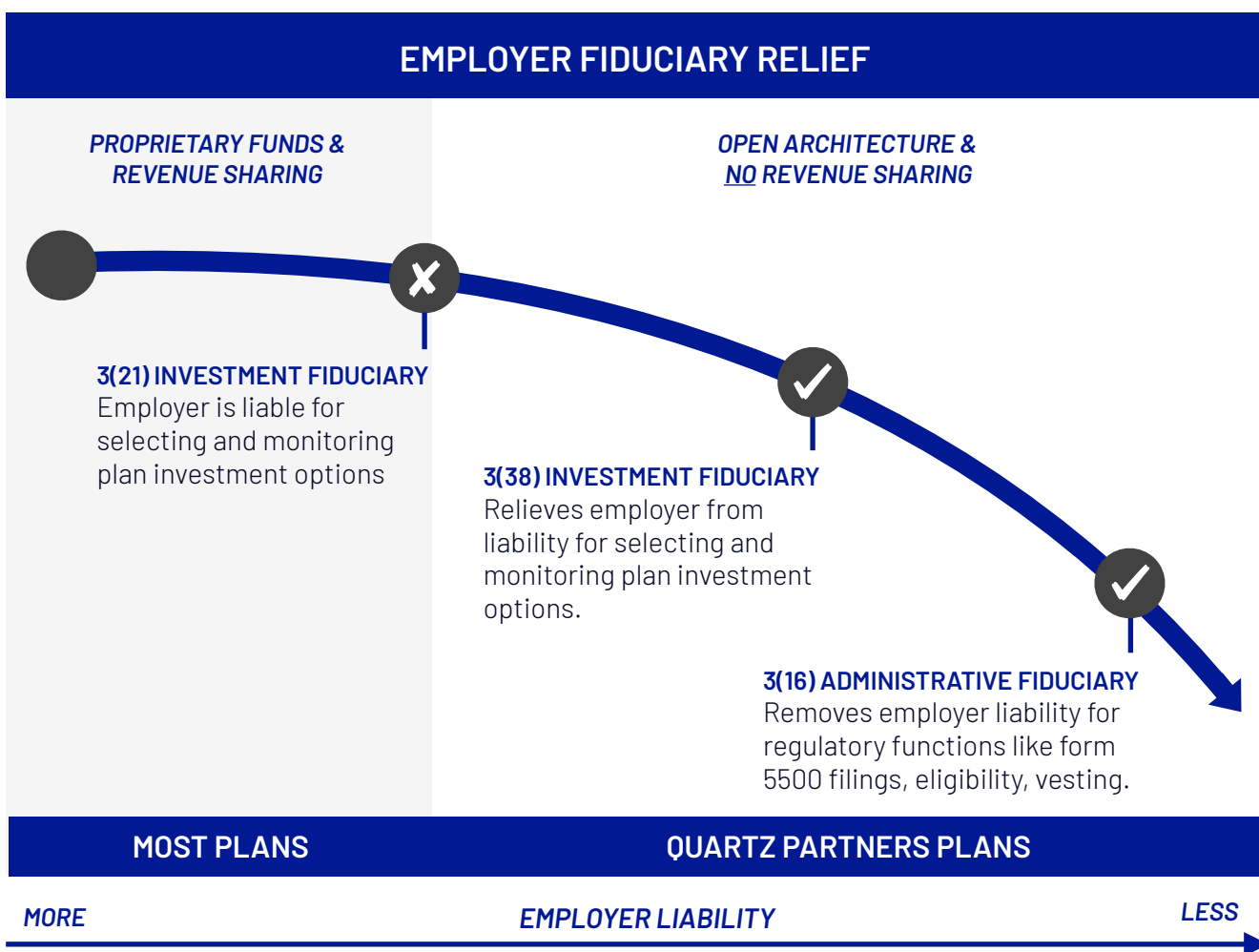
Paychex
Principal Life
Prudential
TIAA Cref
Voya
Wells Fargo

Fiduciary Expertise

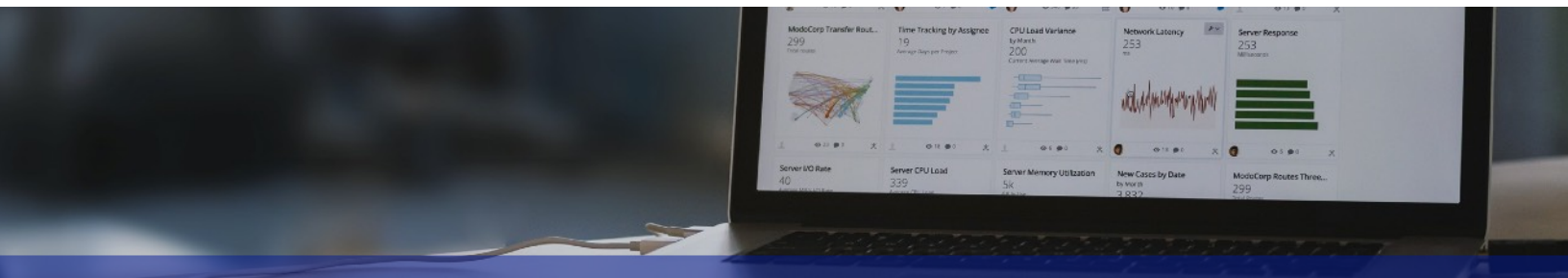


REDUCING EMPLOYER LIABILITY TO THE FULLEST EXTENT POSSIBLE.

In 2019 the Department of Labor recovered over \$2 billion⁶ through enforcement actions. With less than 15% of plan advisors willing to assume employer the liability by offering 3(38) fiduciary protection⁷ employers face very real liability. Without 3(38) fiduciary protection employers and their executive team is exposed to unnecessary personal liability from both regulators and civil litigation. Having earned the coveted CEFEX certification, Quartz sets itself apart from over 95% of advisors.



Getting Started



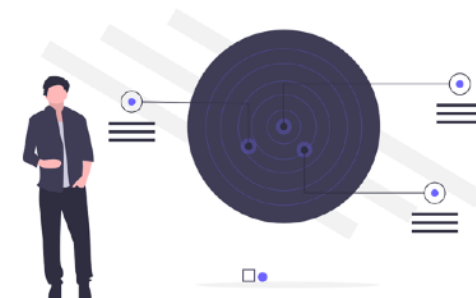
Provide us with a little information, we'll walk you through our solution, improvements that can be implemented by Quartz or even your current plan advisor at no cost. We'll answer any questions and do all of the heavy lifting if you decide to have Quartz manage your plan. There are no contract periods and if you're unhappy for any reason you can cancel in the first 90 days and we'll give a full refund of any fees Quartz Partners received.

1. ANALYZE & ANSWER

Get a comparison of your existing plan vs. Quartz's plan showing fees, plan features and any immediate areas where we think the plan could be improved.

2. SIGN UP

After we've answered your questions, you can sign up. Opt out any time. No contract period. Quartz doesn't charge cancellation penalties or fees.



3. DESIGN & DECONVERT

As your plan continues to run as usual, we'll do the heavy lifting to seamlessly convert your plan over to our platform, notify employees of upcoming changes, review and restate plan documents.

4. EDUCATE & ADVISE

Employer gets training on the new platform and uploading payroll. Employees are onboarded to the platform, provided investment advice as needed and select their mutual fund choices.

5. GO LIVE

1st payroll is uploaded and plan assets are invested. Participant website is activated. View account balance, make investment changes, and use financial planning tools.

DAY
0



DAY
60

Frequently Asked Questions

Q: WHAT FEES ARE ASSOCIATED WITH OPERATING A PLAN?

Below is a description of the types of fees that make up the total cost of a retirement plan.

MUTUAL FUNDS & CUSTODY

The mutual funds offered in a plan have an internal expense which is deducted daily from the funds share price. Often mutual fund fees are used to offset other fixed plan fees (e.g., recordkeeping, administration). These fees often go unnoticed and can result in plan fees.

Custody is where plan assets are held and traded, the asset-based fee ranges from 0% to 0.05%.

RECORDKEEPING & ADMINISTRATION

Recordkeeping handles the daily plan servicing from employee onboarding, distributions, payroll processing to account statements.

Administration often referred to as TPA's, take care of the regulatory requirements from Form 5500, participant disclosures to drafting plan documents.

Both of these fees are typically expressed as a hard dollar with a base fee and a per participant fee.

FINANCIAL PROFESSIONAL OR ADVISER?

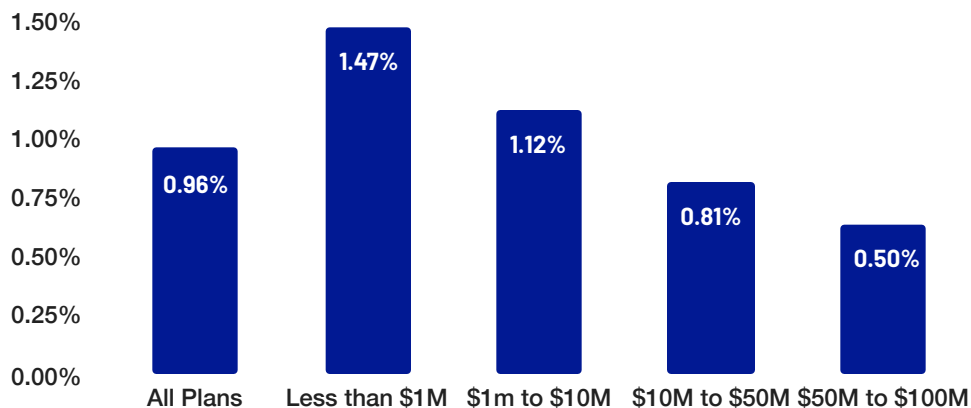
Financial professionals offer retirement plans along with other financial products like insurance. Once the sales cycle is over they often do not have much to do with managing the plan.

Quartz Partners however acts as an adviser and removes conflicts of interest by not receiving compensation for selling financial products.

Compensation ranges from 0.10% to 1.00% of plan assets.

Q: WHAT IS THE AVERAGE TOTAL PLAN EXPENSE BASED ON PLAN ASSETS?⁸

(The plan expenses are expressed as a percentage of plan assets)



Q: WHAT ARE EMPLOYEE CONTRIBUTION LIMITS?

Max Contribution	2020
Employee Contribution	\$19,500
Employer Contributions/Profit Sharing	\$57,000 (combined employee & employer contribution)
Over 50 Catchup Contribution	\$6,500

Frequently Asked Questions

Q. WHAT TYPES OF PLANS CAN QUARTZ MANAGE?

- 401(K)
- 403B
- 457
- Multiemployer plan
- Simple IRA
- SEP
- Health Savings Account (HSA)
- Defined Benefit or Pension
- Profit Sharing

Q. WHAT IS PROFIT SHARING?

Profit sharing can either be a standalone or a feature of a plan giving an employer the flexibility to decide if they want to contribute some of their profits to employees retirement accounts. With a profit sharing an employer can make discretionary contributions in an amount they specify to employees retirement accounts to lower employer pre-tax profits.

Unlike, an “employer match” which requires employers to match employee savings up to a certain percentage of their salary, profit sharing allows an employer the autonomy to choose how much money, if any at all, to contribute each year to employees either as a percentage or set dollar amount. It counts towards the annual (employer/employee) contribution limit of \$56,000 or 100% of the employees salary, which ever is lower.

There are (3) types of profit sharing plans:

Prorata: Simple and the most common type of profit sharing plan, all employees receive employer contributions at the same rate.

New Comparability: The most flexible type of profit sharing plan, allows companies to make employee contributions at different rates and maximize contributions to key executives.

Age weighted: Most helpful for retaining talent as older employees approaching retirement receive a higher contribution percentage.

Q. WHAT IS A ROTH 401(K)?

A traditional 401(k) plan is funded with pretax money, which results in a tax on withdrawals during retirement. A Roth 401k is a retirement plan feature

which was introduced in 2006, allows employees to make after-tax contributions. Income received from Roth 401(k)s is tax free and doesn't count against social security income.

Q. WHAT IS A SAFE HARBOR PLAN?

“Safe harbor” plans offload plan sponsor liability by automatically passing the required ADP/ACP and top-heavy tests which allows highly compensated executives and business owners to maximize their contributions. If a plan is not safe harbor it can be exposed to penalties or mandatory employee contributions. Safe harbor eligibility can be met in one of (3) ways:

1. Basic Match: (*Max Employer Match: 4%*) Employers must match 100% of the first 3% of employee deferred compensation and 50% match on employee deferrals from 3% and 5% of their compensation.

2. Non-Elective Contribution: (*Minimum Employer Non-Elective Contribution 3%*) 3% of employee compensation must be contributed by the employer regardless of whether the employee makes any contributions. Contributions are immediately vested.

3. Qualified Automatic Contribution Arrangement: (*Max 3.5% employer match*) Employers must match 100% on the first 1% of employee deferred compensation and 50% match on employee deferred compensation between 1% and 6%. This tends to be the least expensive employer option but requires the following:

Automatic Enrollment: Eligible employees must be enrolled automatically.

QDIA: A Qualified Investment Alternative must be provided for employees who fail to make an investment election when automatically enrolled. Target date retirement funds based on an employees age can suffice as a QDIA.

Vesting schedule: Either a 6-year ladder or 2-year cliff vesting schedule can be used.

Q. WHAT IS A TYPICAL EMPLOYER MATCH?

In our experience the average employer match nets out around 3.5% with about 10% of employers matching 6% or more of an employees salary.

Frequently Asked Questions

Q. WHAT ARE THE EMPLOYEE ELIGIBILITY OPTIONS?

Employers have flexibility in determining who's eligible to participate in their retirement plan. As a general rule, an employer can exclude up to 30% of non-highly compensated employees by way of classifying employees. Here is some of the criteria an employer use to limit employee eligibility:

Age: The maximum allowable age can be set to 21.

Employment Type: Part-time, independent contractors and students can be excluded from the retirement plan.

Waiting Period: The longest waiting period a plan can utilize is 12-months of service which an employee worked at least 1,000 hours.

Enrollment Period: Can be set to annually, semi-annual, quarterly, monthly or weekly.

Q. WHAT IS THE BEST PLAN FOR A START-UP COMPANY?

401(k) plans have minimum fixed costs for administration and to meet mandatory regulatory requirements, which generally run from \$1,500 to \$5,000. Simple IRA plans generally have no start up costs, and are much less expensive to administer and

manage due to their "simplified" regulatory requirements. Simple IRA plans are only available for companies with 100 or fewer employees. After a Simple IRA plan has some assets it can be rolled into 401(k) plan within 2-years of the Simple IRA start date.

What are the detractions of a Simple IRA plan? For starters, contribution limits are much lower than a 401(k) plan: \$13,500 for 2020. Second, employer contributions options are limited to a 3% matching contribution or a 2% non-elective contribution. Third, they don't allow for profit sharing or Roth features. Finally, employer contributions are immediately vested.

Q. HOW DO LOANS WORK IN A RETIREMENT PLAN?

Participants can generally borrow the lesser of up to \$50,000 or 50% of their vested balance. The maximum loan term is 5-years unless the participant is using the loan to buy a home, then the loan term can be increased to 25-years. Loan payments must be made no less than quarterly. While the interest rate is set by the employer (*usually a point or two higher than the prime rate*), it is payable to the employees retirement account, not the employer or government.

Q. WHAT ARE THE DIFFERENT VESTING SCHEDULE OPTIONS?

Keep in mind, any money contributed by an employee to their retirement account is always 100% the employee's. Vesting schedules in a retirement plan refers to when an employee will own a certain percentage of the contributions made by the employer. For instance, an employee who is 100% vested, owns 100% of their retirement account, include the matching and profit sharing contributions that their employer has made. Here are the 3 most common vesting schedules, with "Graded Vesting" being the most popular vesting schedule:

Years of Service	Immediate	Cliff Vesting	Graded Vesting
1	100%	0%	0%
2	100%	0%	20%
3	100%	100%	40%
4	100%	100%	60%
5	100%	100%	80%
6	100%	100%	100%



QUARTZ PARTNERS

INVESTMENT MANAGEMENT



(800) 433-0422



retirementplans@quartzpartners.com



quartzpartners.com



17 1st Street, Suite 206, Troy, NY 12180

SOURCES

¹ As of 10/8/19: According to CEFEX.org 116 advisory firms were CEFEX certified. According to riainabox.com there were 33,325 registered investment advisory firms and FINRA member broker-dealers. According to <https://www.thinkadvisor.com/2018/09/06/number-of-rias-and-their-aum-continue-to-climb-iaa/?slreturn=20190908120323> there were 12,578 SEC registered investment adviser firms.

² Quartz Partners Investment Management ("Quartz") has been nominated and has won several awards from 2015 to 2018 for its Yield Plus and Spectrum investment strategy's. Quartz did not make any solicitation payments to any of the award sponsors in order to be nominated or to qualify for nomination of the award. Lipper Marketplace is an investment manager database that serves as an objective, third-party supplier of information. Lipper Marketplace's Best Money Manager ranking is a survey of institutional money manager performance. Minimum criteria for inclusion in Best Money Managers:

1. Performance must be calculated "net" of all fees and brokerage commissions. This means after all fees have been deducted. This standard is somewhat controversial, as the SEC requires that only "net" of fees numbers be presented publicly, while GIPS (Global Investment Performance Standards) prefers that "gross" numbers be presented along with a fee schedule. Since the SEC is a regulatory authority, and since complete fee schedule presentation would be impractical in this "ranking" format, we require "net" numbers. 2. Performance must be calculated inclusive of all cash reserves. To explain, any given investment portfolio will hold some level of cash over a particular reporting period. Even equity portfolios which specifically seek to be fully invested in the market at all times will temporarily have dividend payments and other ordinary cash flows which cannot instantaneously be invested in the market. These cash holdings obviously will have an effect on the performance of the overall portfolio – negative when cash returns are low relative to returns of the asset class, and positive if the opposite is true. While presentation of "equity-only" (for example) returns may provide a valuable insight into the security selection skills of the manager, we require for comparability's sake that performance results be inclusive of cash reserves for consideration in the rankings. 3. Performance results must be calculated in U.S. dollars, that is, from the perspective of a U.S.-based investor. Currency holdings can have a very significant impact on the performance of a portfolio with international holdings. While this will always be the case (as we do not make distinctions between hedged and unhedged portfolios), we require that performance must be translated into U.S. dollars to ensure comparability to the point where these are all returns that would be seen by a U.S.-based investor. 4. Performance results must be calculated on an asset base which is at least \$10 million in size for "traditional" U.S. asset classes (equity, fixed income, and balanced accounts) or at least \$1 million in the case of international and "alternative" U.S. asset classes. This minimum ensures that the firm and product are somewhat established. The goal is to not taint the rankings with "flashes in the pan" while also not excluding promising emerging managers. The minimum asset base requirement, therefore, is set at a level which balances these objectives. 5. The classification of the product must fall into one of the categories which Lipper ranks. Lipper Marketplace only publishes rankings for categories/time period combinations for which they have at least 20 contenders.

³ March 2019: SPIVA U.S. Score Card S&P Dow Jones Indices LLC. Data as of 2018 pg. 9.

⁴ Hypothetical illustration were calculated by KJE Computer Solutions, Inc. and assumes an annual contribution of \$15,000 with average annualized investment performance of 8% over 40 years. Income illustration assumes a distribution rate of 5% based on the difference between a hypothetical plan charging 0.75% and another plan charging 1.00% with ending values of \$3,426,000 and \$3,204,143.

⁵ May 2018 Center for Retirement Research at Boston College: 401(k) Lawsuits: What are the causes and consequences?"

⁶ U.S. Department of Labor EBSA FY 2019 Monetary Results Fact Sheet: <https://www.dol.gov/sites/dolgov/files/ebsa/about-ebsa/our-activities/resource-center/fact-sheets/ebsa-monetary-results.pdf>

⁷ Cerulli, U.S. Defined Contribution Distribution 2017: Re-valuing the Use of CITs in DC Plans.

⁸ June 2019: The Brightscope/ICI Defined Contribution Plan Profile: A Close Look at 401(k) Plans, 2016 pg. 55.

DISCLOSURES

Quartz Partners Investment Management ("Quartz") is an investment adviser registered with the SEC under the Investment Advisers Act of 1940. Quartz's Partners use of the term "registered investment adviser" or being "registered" with the SEC, any state securities authority or self regulatory organization does not imply a certain level of skill or training. Additional information about Quartz is available on the SEC's website at www.adviserinfo.sec.gov. You can view information about Quartz on this website by searching for our name "Quartz, LLC" or "Quartz Investment Management". You can also view information on this website by using our CRD number which is 174327. www.adviserinfo.sec.gov. Quartz claims compliance with the Global Investment Performance Standards (GIPS®). A complete list and description of the firm's composites and a presentation that adheres to the GIPS® standards are available upon request. Investing involves the risk of loss. Past performance is not an indication of future performance. This brochure should not be construed as investment advice. Quartz does not provide tax or legal advice. To the extent that this material or any attachment concerns tax matters, it is not intended to be used and cannot be used by a taxpayer for the purpose of avoiding penalties that may be imposed by law. Any such taxpayer should seek advice based on the taxpayer's particular circumstances from an independent tax advisor. The plan sponsor should consult their legal and tax advisors regarding all tax and legal considerations with respect to the plan, which are based upon ERISA, judicial decisions and Department of Labor regulations and rulings in existence on the date hereof. Further, neither Quartz Partners nor any investment adviser representative, solicitor, or other financial professional is (by virtue of this proposal or otherwise) a fiduciary with respect to your plan for purposes of ERISA or similar laws unless otherwise explicitly stated and rulings in existence on the date hereof. Further, neither Quartz Partners nor any investment adviser representative, solicitor, or other financial professional is (by virtue of this proposal or otherwise) a fiduciary with respect to your plan for purposes of ERISA or similar laws unless otherwise explicitly stated. Some of the services listed will be provided by third parties and not by Quartz. Quartz will maintain a relationship with all service providers including third party administrator, record-keeper, custodian, investment options, etc.