

## Item 1: Cover Page

# EverKey Financial LLC

Contact: Ryan E. McPhetridge, Chief Compliance Officer  
24285 Katy Fwy, Ste 300-28  
Katy, TX 77494  
(713) 382-1880

## Form ADV Part 2A Brochure

February 27, 2025

This brochure provides information about the qualifications and business practices of EverKey Financial LLC. If you have any questions about the contents of this brochure, please contact us at (713) 382-1880 or by email at: [ryan@everkeyfinancial.com](mailto:ryan@everkeyfinancial.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about EverKey Financial LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). EverKey Financial LLC's CRD number is: 325189.

References herein to EverKey Financial LLC as a "registered investment adviser" or any reference to being "registered" does not imply a certain level of skill or training.

## Item 2: Material Changes

Since becoming approved on March 24, 2023, the following changes have been made to this version of the disclosure brochure:

- EverKey Financial LLC became registered in the state of California.
- Our Primary Place of Business address changed to 24285 Katy Fwy, Ste 300-28, Katy, TX 77494.

From time to time, we may amend this Brochure to reflect changes in our business practices, changes in regulations, and routine annual updates as required by securities regulators. Either this complete Brochure or a Summary of Material Changes shall be provided to each Client annually and if a material change occurs in the business practices of EverKey Financial LLC.

### Item 3: Table of Contents

Item 1: Cover Page.....	1
Item 2: Material Changes.....	2
Item 3: Table of Contents.....	3
Item 4: Advisory Business.....	4
Item 5: Fees and Compensation.....	7
Item 6: Performance-Based Fees and Side-By-Side Management.....	9
Item 7: Types of Clients.....	9
Item 8: Methods of Analysis, Investment Strategies, and Risk of Investment Loss.....	9
Item 9: Disciplinary Information.....	12
Item 10: Other Financial Industry Activities and Affiliations.....	13
Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.....	13
Item 12: Brokerage Practices.....	14
Item 13: Review of Accounts.....	15
Item 14: Client Referrals and Other Compensation.....	15
Item 15: Custody.....	16
Item 16: Investment Discretion.....	16
Item 17: Voting Client Securities (Proxy Voting).....	16
Item 18: Financial Information.....	16
Item 19: Requirements for State-Registered Advisors.....	17

## Item 4: Advisory Business

### A. Description of the Advisory Firm

EverKey Financial LLC (“EverKey”) is a Limited Liability Company organized in the State of Texas. The firm was founded in January 2023 as a non-proprietary, independently owned and operated registered investment adviser, focused on delivering unbiased and objective advice and guidance to our clients. We specialize in retirement plan consulting tailored to each client relationship. The firm’s principal owner and managing member, Ryan McPhetridge, has worked in the financial services industry for 19 years.

The following paragraphs describe our services and fees. As used in this brochure, the words "we", "our" and "us" refer to EverKey and the words "you", "your" and "client" refer to you as either a client or prospective client of our firm.

### B. Types of Advisory Services

EverKey provides retirement plan consulting services to corporate, governmental, and not-for-profit entities. The types of qualified and non-qualified retirement plans for which we provide advice include but are not limited to: 401(k), 403(b), 457(b), deferred compensation and Defined Benefit plans.

In its capacity as a retirement plan consultant, EverKey provides 3(21) and 3(38) fiduciary services as well as certain non-fiduciary services. When acting in the capacity of a 3(21) fiduciary, EverKey provides investment advice and recommendations regarding a plan. When acting as a 3(38) fiduciary, EverKey has discretionary authority to select, retain, remove and/or replace plan investment options.

The full list of fiduciary and non-fiduciary services we provide to a client depends on the individual agreement entered into by the client and EverKey, but services may include any of the following:

- Recordkeeper and Third Party Administrator (if applicable) search and analysis
- Fee benchmarking
- Independent fee negotiations with recordkeepers which may include revenue requirements, participant directed fees, interest rates, and expense ratios
- Investment Policy Statement (“IPS”) development and monitoring
- Investment manager search, recommendation, and/or selection
- Performance analysis and monitoring
- Plan design analysis and recommendation
- QDIA selection
- Client and participant education
- Plan consolidation services
- Plan conversion facilitation
- Document review
- Vendor management/Issue resolution

Before engaging EverKey to provide services, clients are required to enter into an agreement with us setting forth the terms and conditions of the engagement, describing the scope of the services to be provided, and the fees that a client will incur (see fee schedule at Item 5 below).

Agreements between EverKey and the client will continue in effect until terminated by either party by written notice in accordance with the terms of the client agreement.

### ***Types of Investments***

We primarily offer advice on mutual funds and ETFs. Additionally, we may advise you on any type of investment that we deem appropriate based on your stated goals and objectives such as collective investment trusts, insurance company accounts (separate or fixed) and money market funds. We may also provide advice on any type of investment held in your portfolio at the inception of our advisory relationship. You may request that we refrain from investing in particular securities or certain types of securities. You must provide these restrictions to our firm in writing.

### ***Use of Mutual Funds and Exchange Traded Funds***

Most mutual funds and exchange traded funds are available directly to the public. Therefore, a prospective client can obtain many of the funds that may be utilized by EverKey independent of engaging EverKey as an investment advisor. However, if a prospective client determines to do so, they will not receive EverKey's initial and ongoing investment advisory services. In addition to EverKey's investment advisory fee described below, clients will also incur, relative to all mutual fund, exchange traded fund, collective investment trust, insurance company accounts (separate or fixed) and money market fund purchases, charges imposed at the fund level (e.g., management fees and other fund expenses).

### ***Portfolio Activity***

EverKey has a fiduciary duty to provide services consistent with the client's best interest. As part of its investment advisory services, EverKey will review client portfolios on an ongoing basis to determine if any changes are necessary based upon various factors, including, but not limited to, investment performance, fund manager tenure, style drift, account additions/withdrawals, and/or a change in the client's investment objective. Based upon these or other factors, there may be extended periods of time when EverKey determines that recommending changes to a client's portfolio are neither necessary nor prudent. Clients nonetheless remain subject to the fees described in Item 5 below during periods of account inactivity.

### ***Limitations of Service - No Financial Planning - No Non-Investment Implementation Services***

EverKey provides advisory consulting services to retirement plans, primarily participant directed retirement plans.

EverKey does not provide financial planning or related consulting services regarding matters such as tax and estate planning, insurance, etc. We do not serve as an attorney, accountant, recordkeeper, pension administrator, or insurance agent, and no portion of our services should be construed as same.

Accordingly, we do not prepare estate planning documents, tax returns, or sell insurance products. To the extent requested by a client, we may recommend the services of other professionals for non-investment implementation purposes (i.e., attorneys, accountants, insurance, etc.). The client is under no obligation to engage the services of any such recommended professional. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from EverKey and/or its representatives. If the client engages any recommended unaffiliated professional, and a dispute arises thereafter relative to such engagement, the client agrees

to seek recourse exclusively from and against the engaged professional.

At all times, the engaged licensed professional[s] (i.e., attorney, accountant, insurance agent, etc.), and not EverKey, shall be responsible for the quality and competency of the services provided.

### ***Client Obligations***

In performing our services, EverKey shall not be required to verify any information received from the client or from the client's other professionals, and is expressly authorized to rely thereon. Moreover, each client is advised that it remains their responsibility to promptly notify EverKey if there is ever any change in their financial situation or investment objectives for the purpose of reviewing, evaluating or revising our previous recommendations and/or services.

### ***Investment Risk***

Different types of investments involve varying degrees of risk, and it should not be assumed that future performance of any specific investment or investment strategy (including the investments and/or investment strategies recommended or undertaken by EverKey) will be profitable or equal any specific performance level(s).

### ***Disclosure Brochure***

A copy of EverKey's written Brochure and Brochure Supplement, as set forth on Part 2A and Part 2B of Form ADV, respectively, shall be provided to each client prior to the execution of any advisory agreement.

## **C. Client Tailored Services and Client Imposed Restrictions**

EverKey offers the same suite of services to all of its clients. However, specific client investment strategies and their implementation are dependent upon the client's current situation. Clients may impose restrictions in investing in certain securities or types of securities or may require a specific security's inclusion in a plan line up. If client-imposed restrictions prevent EverKey from properly servicing the client account, EverKey reserves the right to end the relationship or limit EverKey's fiduciary responsibility as described in the client's advisory agreement.

## **D. Wrap Fee Programs**

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, fund expenses, and other administrative fees. EverKey does not participate in any wrap fee programs.

## **E. Assets Under Management**

EverKey reports \$5,641,080 discretionary and \$0 non-discretionary assets under management as of December 31, 2024. EverKey reports \$165,980,000 in assets under advisement as of December 31, 2024.

## **Item 5: Fees and Compensation**

### **A. Fee Schedule**

Fees are generally charged as a percentage of assets, as a flat fee, or a combination of both as negotiated individually with each client.

Our fees are highly dependent on a variety of factors, including but not limited to: the specific needs of the Client, complexity, estimated time, research, and scope of the service to be provided to the Client, among other factors we deem relevant. We normally charge a fee that encompasses the proposed range of services to be provided throughout a 12-month period. All our fees are benchmarked against a national database of industry norms based on plan size and services provided. Fees can also be charged on an a-la-carte/fee for service basis. All our fees are negotiable at our discretion. Please note, lower fees for comparable services may be available from other sources.

EverKey, in its own discretion, may charge clients on a fixed fee basis or as a percentage of assets under advisement depending on various factors. EverKey's fixed fee may vary but will typically not exceed \$30,000. EverKey's percentage fee on assets under advisement may vary but will typically not exceed 0.50%. At no point will the fee charged to the Client exceed 2% of assets under management.

Clients who are charged on a fixed fee basis may elect an annual flat dollar fee (at the same rate for the duration of the advisory relationship) or a tiered flat dollar fee (based on an agreed-upon tiered schedule).

Consideration of the following factors is made to determine the fee charged:

- Plan assets (including anticipated future assets)
- Range or complexity of services required
- Location/client travel requirements
- Plan design
- Meeting requirements
- Related accounts
- Prior relationships with us and/or our representatives

As a result of these factors, similarly situated clients could pay different fees and the services we provide to any particular client could be available from other advisers at lower fees.

We may adjust our fees periodically to account for inflation or to cover the cost of services that fall outside our standard scope of services. Fees will not be adjusted without advance notice and written acceptance by the client. Travel expenses and other out-of-pocket costs (if applicable) may be billed to the client separately, as detailed in the client agreement. Lower fees for comparable services may be available from other sources.

## **B. Payment of Fees**

### ***Method of Payment***

Clients may choose to pay for our services via deduction from plan assets (deduction made by recordkeeper/custodian then paid to EverKey) and/or direct payment to EverKey for fees incurred on a case-by-case basis pursuant to client agreement. Generally, the client's recordkeeper or custodian will allow the client to authorize payment to EverKey directly from plan assets. If agreed to by the client and EverKey, fees may be billed monthly or quarterly in arrears depending on the client's selected recordkeeper or custodian. In certain circumstances, as determined by the client and EverKey, fees may be invoiced directly to the client on a quarterly basis ("Billing Period") either in advance or in arrears. The billed or invoiced fee, frequency and payment method are stated in the client agreement.

### ***Fees Invoiced In Advance***

Fees invoiced in advance are invoiced at the inception of the agreement, prorated for the remainder of the quarter, and quarterly in advance thereafter. Fees invoiced in advance based on a percentage of assets, unless otherwise indicated, will be based on plan assets valued net of Excluded Assets as of the first date after the inception of the agreement that plan asset data is available. If applicable, a Client will be entitled to a prorated refund of any consulting fees paid in advance for the last billing period, based upon the number of days remaining after the effective date of termination.

### ***Fees Invoiced In Arrears***

For fees invoiced in arrears based on a percentage of assets, plan assets are valued net of Excluded Assets as of the last day of the Billing Period, unless otherwise indicated. Initial fees invoiced will be the amount, prorated for the number of days remaining in the initial Billing Period. Thereafter, fees will be invoiced at the end of each calendar month/quarter. Termination fees billed will be the amount, prorated for the number of days remaining in the last Billing Period, prior to the effective date of termination.

## **C. Client Responsibility For Third Party Fees**

Clients are responsible for the payment of all third-party fees (i.e., custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by EverKey and will be disclosed in fund prospectuses and/or third-party provider service agreements. EverKey does not receive any portion of these fees. Please see Item 12 of this brochure regarding broker-dealer/custodian.

## **D. Prepayment of Fees**

EverKey collects its fees either in arrears or in advance. EverKey does not require clients to pay fees of more than \$500, per client, six months or more in advance.

## **E. Outside Compensation For the Sale of Securities to Clients**

EverKey does not accept compensation for the sale of securities or other investment products.

Clients always have the option to purchase recommended products through other brokers or agents that are not affiliated with EverKey.



## Item 6: Performance-Based Fees and Side-By-Side Management

EverKey does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

## Item 7: Types of Clients

EverKey provides consulting services to the following types of clients:

- Pension and Profit Sharing Plans
- For-Profit Corporations, Partnerships and Other Business Entities
- State and Municipal Governmental Entities
- Private Lower and Higher Education Institutions
- Not-For-Profit Organizations

### ***Minimum Account Size***

There is no account minimum for any of EverKey's services.

## Item 8: Methods of Analysis, Investment Strategies, and Risk of Investment Loss

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

#### ***Methods of Analysis***

EverKey's methods of investment analysis include a thorough analysis of historical performance, manager activity and manager fees (including any revenue sharing). Both quantitative and qualitative factors are used in evaluating fund managers and their investment strategies. Sources used to perform investment analysis include financial periodicals, corporate reports, prospectuses, and multiple outside independent research providers.

One of our primary sources of analysis is the use of the Fi360 Fiduciary Score® Methodology which is a peer percentile ranking of an investment against a set of quantitative due diligence criteria such as regulatory oversight, minimum track record, stability of the organization, assets in the investment, composition consistency with asset class, style consistency, expense ratio/fees relative to peers, risk-adjusted performance, and performance relative to peers. A score of 0 is most favorable as it represents that an investment meets or exceeds all of Fi360's due diligence thresholds, with a score of 100 being least favorable. The Fi360 Fiduciary Score® Average is a 1, 3, 5, or 10-year rolling average of an investment's Fi360 Fiduciary Score®, calculated on a monthly basis.

We also utilize Morningstar which assigns a 1 to 5 star ranking to each fund based on past performance relative to peer funds. Star ratings are graded on a curve; the top 10% of funds receive 5 stars, the next 22.5% receive 4 stars, the middle 35% receive 3 stars, the next 22.5% receive 2 stars and the bottom 10% get one star. Each fund receives separate ratings for 3, 5, and 10 year periods, which it combines into an overall rating. Morningstar doesn't offer an abstract rating for any fund; everything is relative and risk-adjusted. All funds are compared to their peers, and all returns are measured against the level of risk

that portfolio managers had to assume in order to generate those returns. Morningstar is also steeped in modern portfolio theory, an investment philosophy centered around minimizing risk and maximizing expected returns by strategically diversifying assets.

### ***Investment Strategies***

EverKey is committed to providing our clients with comprehensive portfolios that meet the objectives of the client and plan participants. After interviewing and obtaining relevant information from our clients, EverKey assists in developing an Investment Policy Statement (“IPS”) or similar investment groundwork. Working within the guidelines of the IPS, EverKey recommends sufficient investment options (generally mutual funds and ETFs) so that plan participants have the ability to construct diversified portfolios with different levels of risk. EverKey does not create individual plan participant portfolios.

EverKey recommends a long-term investment strategy.

### **B. Material Risks Involved**

Clients should be aware that there is a material risk of loss using any investment strategy. The investments recommended by EverKey are not guaranteed or insured by EverKey, the FDIC, or any other government agency.

Clients should be aware that there is a material risk of loss using any investment strategy or method of analysis (including, but not limited to, Fi360, Morningstar, Modern Portfolio Theory). The investments recommended by EverKey are not guaranteed or insured by EverKey, the FDIC, or any other government agency. EverKey’s investment and portfolio selections may perform differently than expected as a result of, among other things, the methods of analysis (including, but not limited to, Fi360, Morningstar and/or Modern Portfolio Theory), the factors used in performing the analysis, the weight placed on each factor, and changes from the factors’ historical trends. Past performance does not guarantee future results.

A material risk associated with the Fi360 Fiduciary Score® Methodology is that it uses peer group comparisons for many of its criteria, thus an investment may receive a high score while underperforming the market in general. Also, because Fi360 uses multiple criteria in calculating scores, not exclusively historical performance, an investment may receive a high score while having historical performance lower than its peers. Fi360 is not the only investment scoring system available (RPAG, Envestnet, PlanTools and FirmPlus are examples of others). EverKey does not generally utilize these other scoring systems. The Fi360 Fiduciary Score should not be used as the sole source of information in an investment decision.

A material risk of using Morningstar ratings is that the ratings only compare funds to other funds, in isolation from the greater marketplace. As a result, a fund’s rating may reflect its suitability for a particular market more than its overall viability and potential. Morningstar is not the only company that creates fund ratings (Thompson Reuters Lipper, Zacks Investment Research, Forbes and Standard and Poor’s are examples of others). EverKey does not generally utilize these other rating systems. A Morningstar rating should not be used as the sole source of information in an investment decision.

A material risk of using modern portfolio theory is its reliance on diversification. The strategy of diversification does not work in all markets and does not necessarily ensure gains or protect against losses. Also, modern portfolio theory evaluates portfolios based on variance rather than downside risk. It considers two portfolios with the same level of variance and returns to be equally desirable. For example, one portfolio with frequent small losses could have the same variance as another portfolio with rare but severe losses. Many investors would prefer frequent small losses, which are generally easier to endure. Other theories, like post-modern portfolio theory, have other components or attempt to minimize downside risk instead of variance. EverKey does not generally utilize scoring or rating systems that subscribe to these other theories.

EverKey's investment and portfolio selections may perform differently than expected as a result of, among other things, the factors used in performing the analysis, the weight placed on each factor, and changes from the factors' historical trends. Past performance does not guarantee future results.

Our long-term investment strategy is designed to capture market rates of both return and risk. Due to its nature, our long-term investment strategy can expose clients to various types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, exchange rate risk, market risk, and political/regulatory risk.

- *Inflation risk* is the risk that inflation may erode an investor's purchasing power. Higher than expected inflation reduces the real yield of bond investments and may cause interest rates to increase, causing a decline in bond prices.
- *Interest rate risk* involves the risk that a change in interest rates will have an impact on a bond's value. Generally, rising interest rates have a negative impact on bond prices so in a period of rising interest rates a bond or bond fund may experience losses in value.
- *Credit risk* is the risk that a bond issuer may not be able to make good on their obligations and could potentially be unable to pay back the owner of a bond.
- *Currency risk or exchange rate risk* involves the risk that investments made in international securities may fluctuate in value based on exchange rates between the local currency and the investor's home currency. Currency risk may add volatility and may cause a security's performance to differ from its underlying fundamentals.
- *Market risk* is the risk that the price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk may be caused by external factors independent of the fund's specific investments as well as due to the fund's specific investments. Additionally, each security's price will fluctuate based on market movement and emotion, which may, or may not be due to the security's operations or changes in its true value. For example, political, economic and social conditions may trigger market events which are temporarily negative, or temporarily positive.
- *Regulatory risk* is the risk that a change in laws or regulations will materially impact a security, business, sector or market.
- *Business risk* is the risk associated with a single company. Business risk is impacted by a company's industry, management team, product portfolio, financial position, and the broad economic outlook.

Investing in mutual funds carries the risk of capital loss and thus, you may lose money investing in mutual funds. All mutual funds have costs that lower investment returns. The funds can be Money Market Funds, funds that consist of short term debt instruments like government Treasury Bills; Income Funds, providing current income on a steady basis; Bond Funds, investing in various types of Bonds; Balanced Funds, designed to provide both income and capital appreciation; Equity Funds, funds that invest in stocks; Global and International Funds, investing in assets outside of the United States; Specialty Funds, such as Sector or Regional Funds; Index Funds, passively managed funds that seek to replicate an Index; and Exchange Traded Funds (ETFs), a pooled investment vehicle that are structured into Trusts that can be bought and sold like securities.

Although fixed income funds generally contain investments paying a return on a fixed schedule, there is still a risk involved in these investments. This type of investment can include corporate and government debt securities, leveraged loans, high yield, and investment grade debt and structured products, such as mortgage and other asset-backed securities, although individual bonds may be the best-known type of fixed income security. In general, the fixed income market is volatile and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk, liquidity risk, call risk, and credit and default risks for both issuers and counterparties. The risk of default on treasury inflation protected/inflation linked bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal. Risks of investing in foreign fixed income securities also include the general risk of non-U.S. investing described above.

Investing in Exchange Traded Funds (“ETFs”) carries the risk of capital loss and thus, you may lose money investing in ETFs. All ETFs have costs that lower investment returns. ETFs may be more volatile than the underlying portfolio of securities the ETF is designed to track or may drift from the portfolio they are seeking to track.

**Past performance is not indicative of future results. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.**

## **Item 9: Disciplinary Information**

### **A. Criminal or Civil Actions**

There are no criminal or civil actions to report.

### **B. Administrative Proceedings**

There are no administrative proceedings to report.

### **C. Self-Regulatory Organization (SRO) Proceedings**

There are no self-regulatory organization proceedings to report.

## **Item 10: Other Financial Industry Activities and Affiliations**

### **A. Registration as a Broker/Dealer or Broker/Dealer Representative**

Neither EverKey nor its representatives are registered as or have pending applications to register as a broker-dealer or a registered representative of a broker-dealer.

### **B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor**

Neither EverKey nor its representatives are registered as or have pending applications to become a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor, or an associated person of the foregoing entities.

### **C. Registration as a Licensed Insurance Agent**

EverKey is not registered as, nor does it have pending applications to become a Licensed Insurance Agent. Mr. McPhetridge is not licensed as an insurance agent.

### **D. Relationships Material to this Advisory Business and Possible Conflicts of Interests**

We believe that all material conflicts of interest are disclosed regarding the investment adviser, its representatives or any of its employees which could reasonably be expected to impair the rendering of unbiased and objective advice.

### **E. Selection of Other Advisors or Managers and How This Adviser is Compensated for Those Selections**

EverKey does not recommend or select other investment advisers for our clients.

## **Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

### **A. Code of Ethics**

Since EverKey owes a fiduciary duty to clients, its owners and employees must avoid activities, interests and relationships that run contrary (or appear to run contrary) to the best interests of clients. We also strive to comply with applicable laws and regulations governing our practice.

EverKey has a written Code of Ethics, which serves to establish a standard of business conduct for all of EverKey's Representatives that is based upon fundamental principles of openness, integrity, honesty and trust, a copy of which is available upon request.

In accordance with Section 204A of the Investment Advisers Act of 1940, EverKey also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by EverKey or any person associated with EverKey.

## **B. Recommendations Involving Material Financial Interests**

EverKey does not recommend that clients buy or sell any security in which a related person to EverKey or EverKey has a material financial interest.

## **C. Investing Personal Money in the Same Securities as Clients**

From time to time, representatives of EverKey may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of EverKey to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting from the recommendations they provide to clients.

## **D. Trading Securities At/Around the Same Time as Clients' Securities**

From time to time, representatives of EverKey may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of EverKey to buy or sell securities before or after recommending securities to clients resulting in representatives profiting from the recommendations they provide to clients.

Such transactions may create a conflict of interest; however, EverKey will never engage in trading that operates to the client's disadvantage. If representatives of EverKey desire to buy or sell securities at or around the same time as clients, all transactions conducted by representatives of EverKey will occur after the trading of clients on any given day.

To address the potential conflicts of interest, we review the personal securities transactions of our Investment Advisor Representatives to assure our clients' interests are always held foremost.

## **Item 12: Brokerage Practices**

### **A. Factors Used to Select Custodians and/or Broker/Dealers**

Our retirement plan clients' assets are held by independent third-party custodians. We do not exercise discretion in recommending a recordkeeper, custodian, or broker-dealer. The Client is not obligated to effect transactions through any recordkeeper, custodian, or broker-dealer recommended by us. In assisting the Client with their decision related to a recordkeeper, custodian, and/or broker-dealer, we help them take into account relevant factors such as: price; the custodian's facilities, reliability, and financial responsibility; the ability of the custodian to effect transactions, particularly with regard to such aspects as timing, order size, and execution of order; and/or any other factors that we consider to be relevant.

#### ***1. Research and Other Soft-Dollar Benefits***

EverKey receives no research, product, or services from a broker-dealer ("soft dollar benefits").

#### ***2. Brokerage for Client Referrals***

EverKey receives no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

## **B. Aggregating (Block) Trading for Multiple Client Accounts**

EverKey does not aggregate the purchase or sale of securities for clients because it is not involved in trading.

## **Item 13: Review of Accounts**

### **A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews**

EverKey will review the investment options within a plan according to the plan's Investment Policy Statement ("IPS") and/or client advisory agreement. Such reviews will generally occur quarterly but at least once on an annual basis. All reviews are overseen by our President, Ryan McPhetridge.

### **B. Factors That Will Trigger a Non-Periodic Review of Client Accounts**

Reviews may be triggered by material market, economic or political events, or by changes to the financial situation/needs of the retirement plan and/or plan sponsor.

### **C. Content and Frequency of Regular Reports Provided to Clients**

Each client of EverKey will receive a quarterly report detailing the client's account, including assets held, asset value, and calculation of fees. This written report will come from the custodian or recordkeeper.

## **Item 14: Client Referrals and Other Compensation**

### **A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)**

EverKey is a fee-only firm that is compensated solely by its Clients. EverKey does not receive commissions or other sales-related compensation. Except as mentioned in Item 12 above, we do not receive any economic benefit, directly or indirectly, from any third party for advice rendered to our Clients.

### **B. Compensation to Non-Advisory Personnel for Client Referrals**

EverKey does not, directly or indirectly, compensate any person who is not advisory personnel for Client referrals.

## **Item 15: Custody**

EverKey does not hold, directly or indirectly, Client funds or securities, or have any authority to obtain possession of them. Clients will receive their monthly and/or quarterly account statements directly from the designated recordkeeper or other qualified custodian. In the event clients also receive account statements from EverKey, clients are encouraged to compare account statements with those received from the recordkeeper and report any discrepancies immediately.

If EverKey deducts its advisory fee from Client's account(s), the following safeguards will be applied:

- i. The Client will provide written authorization to EverKey, permitting us to be paid directly from Client's accounts held by the custodian.
- ii. The custodian will send at least quarterly statements to the Client showing all disbursements from the accounts, including the amount of the advisory fee.

In jurisdictions where required, EverKey will send an itemized invoice to the Client at the same time it instructs the custodian to debit the advisory fee. Itemization includes the formula used to calculate the fee, the amount of assets under management the fee is based on, and the time period covered by the fee.

## **Item 16: Investment Discretion**

Generally, retirement plan clients authorize EverKey under a client agreement to make investment and other recommendations on a non-discretionary basis. These clients make the ultimate determination whether to accept or reject such recommendations.

On a limited basis, upon entering into a 3(38) agreement with a client, EverKey will manage client assets on a limited discretionary basis. Specifically, EverKey will have discretion to select, retain, remove and/or replace the investment choices available under a Plan without client's prior approval of each specific transaction. Clients may limit discretion further by insisting on the inclusion or exclusion of specific securities or security types from a plan lineup.

## **Item 17: Voting Client Securities (Proxy Voting)**

EverKey will not ask for and will not accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

## **Item 18: Financial Information**

### **A. Balance Sheet**

In certain cases, per client agreement, EverKey requires advisory fees to be paid in advance. However, EverKey does not require clients to pay fees of more than \$500, per client, six months or more in advance, and therefore is not required to include a balance sheet with this brochure.



## **B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients**

Registered investment advisers are required to provide certain financial information or disclosures about their financial condition. As of the date of this filing, EverKey is unaware of any financial condition that is reasonably likely to impair its ability to meet contractual and fiduciary commitments to clients.

## **C. Bankruptcy Petitions in Previous Ten Years**

EverKey has not been the subject of a bankruptcy petition in the last ten years.

## **Item 19: Requirements for State-Registered Advisors**

Ryan McPhetridge is the sole owner of EverKey. Please refer to the ADV Part 2B, Brochure Supplement for more information about Mr. McPhetridge.

EverKey and its representatives are not actively engaged in any other business except as described above and in the ADV Part 2B, Brochure Supplement for Ryan McPhetridge.

Neither EverKey nor its representatives accept performance-based fees.

EverKey does not have any reportable arbitration claims, nor does it have any reportable civil, self-regulatory organization or administrative proceeding awards.

Neither EverKey, nor its representatives, have any relationship or arrangement with any issuer of securities.

### **Business Continuity Plan**

EverKey maintains a written Business Continuity Plan that identifies procedures related to an emergency or significant business disruptions, including the death of the investment adviser or any of its representatives.

### **Disclosure of Material Conflicts**

All material conflicts of interest under CCR Section 260.238(k) are disclosed regarding EverKey, its representatives or any of its employees, which could be reasonably expected to impair the rendering of unbiased and objective advice.