

## **Important Information about Third Party Manager Step-Out Trading Practices**

Managers participating in Brinker Capital's ("Brinker's") third-party SMA manager programs have the authority to effect transactions through broker-dealers other than National Financial Services ("Custodian"), when the manager reasonably believes that such other broker-dealer may effect such transactions at a price, including any commissions or dealer mark-up or mark-down, that is more favorable to the account than would be the case if transacted through the Custodian. In addition, even if the price is not more favorable, for the selection of such broker-dealer, the manager may consider all relevant factors, including execution capabilities, speed, efficiency, confidentiality, familiarity with potential purchasers or sellers, or any other relevant matters. Brinker refers to trades in which the Custodian is not the executing broker as "step-out trade(s)." If your manager trades with another firm, you may be assessed other trading related costs (mark-ups, mark-downs and commissions) by the other broker-dealer. Those costs are in addition to the program fees applicable to Brinker's third-party manager programs. For this reason, your manager may find that placing trades with the Custodian is often the most favorable trading option for you. For Brinker's third-party SMA manager programs, it is expected that many of the transactions will be traded through the Custodian. However, there are certain managers (including, but not limited to, managers offering fixed income strategies that may include municipal, corporate and convertible fixed income) that have historically directed most, if not all, their trades to outside broker-dealers. Since the fees paid to the Custodian for their clearing and custody services only cover transactions effected through the Custodian, transactions through any other broker-dealer would normally include an add-on cost of the commission or the dealer mark-up or mark-down and these additional trading costs may increase your overall costs.

As an investment adviser within Brinker's advisory programs, the manager has an obligation to seek "best execution" of client trade orders if the manager is contractually obligated to provide trade execution. Best execution means that a manager must place client trade orders with those broker-dealers that the manager believes are capable of providing the best qualitative execution of client trade orders under the circumstances, taking into account the full range and quality of services offered by the broker-dealer, including but not limited to the value of research provided, if any, the broker-dealer's execution capabilities, the cost of the trade, the broker-dealer's financial responsibility, and its responsiveness to the manager. It is important to note that a manager's best execution obligation does not require the manager to solicit competitive bids for each transaction or to seek the lowest available cost of trade orders, so long as the manager reasonably believes that the broker-dealer selected can be reasonably expected to provide clients with the best qualitative execution under the circumstances.

Where third-party managers do not provide a model for Brinker to implement in their investment advisory programs, the manager (and not Brinker) has discretion over broker-dealer selection and execution and are responsible for meeting best execution obligations to program participants. Where third party managers provide a model (model delivery) for Brinker to implement in their investment advisory programs, Brinker (and not the manager) has discretion over broker-dealer selection and execution and is responsible for meeting best execution obligations to program participants. For a limited number of managers that deliver a model (model delivery) to Brinker, the manager contractually has the right to provide execution services on certain trades that they feel benefit clients using their strategy. In those situations, the manager (and not Brinker) has discretion over the broker-dealer selection and execution and are responsible for meeting best execution obligations to program participants.

Before selecting a manager for any of Brinker's third-party manager programs, you should carefully review all material related to that manager, including the information provided in the table below indicating the

dollar percentage of step out trades done by that manager over the prior calendar year. In addition, once you have selected a manager, you should carefully review the manager’s trading for your account to understand any additional trading costs that may be incurred.

Brinker has requested step-out trade information from each of the managers in its third-party manager programs. The information is for calendar year 2016 and has not been independently verified by Brinker. Neither the third-party managers nor Brinker can represent that past step-out trading practices are indicative of current or future trading practices. If the manager you have selected or are considering is not listed below, or if that manager has not provided step-out trade information, please contact your Financial Advisor for them to obtain more information from Brinker. The information provided by the third-party managers is summarized in the table below.

### **Manager Step Out Trading Information for Calendar Year 2016**

SMA Manager and Strategy	Asset Class	Model Delivery	Dollar Weighted Percentage of Brinker Client Step Out Trades for SMA Manager Strategy
AIA Active ADR	Equity	No	0%
AIA Active S&P 500	Equity	No	0%
AIA Active S&P Global	Equity	No	0%
AllianceBernstein Balanced	Equity & Fixed	No	0%
AllianceBernstein Strategic Research	Equity	No	0%
Allianz Global Sustainability SMA	Equity	Yes	0%
Alta Large Cap Quality Growth	Equity	No	0%
Apex Small Growth	Equity	No	0%
Apex SMID Growth	Equity	No	0%
Atlantic Trust Disciplined Equity SMA	Equity	No	0%
Atlantic Trust Mid Cap Growth	Equity	No	0%
Belle Haven Muni Ladder Plus	Fixed Income	No	100%
Belle Haven Taxable Plus	Fixed Income	No	100%
Chartwell Mid Cap Value	Equity	No	0%
Chartwell Small Cap Core	Equity	No	0%
ClearBridge International Growth ADR	Equity	Yes	0%
ClearBridge International Growth ADR-ESG	Equity	Yes	0%
ClearBridge Midcap Growth	Equity	No	0%
Columbia Select Large Cap Growth	Equity	No	0%
Congress Mid Cap Growth	Equity	No	0%
Delaware Value	Equity	No	0%
Strategas Policy Opportunities	Equity	Yes	0%
Edge Small Mid-Cap Value	Equity	Yes	0%
Salient SMID Core	Equity	No	0%
Fuller & Thaler Small Cap Value	Equity	No	0%
Glenmede Aggregate	Fixed Income	No	0%

Glenmede Enhanced Cash	Fixed Income	No	0%
Glenmede Intermediate Govt/Credit	Fixed Income	No	0%
Goldman Sachs Large Cap Growth	Equity	No	0%
Goldman Sachs Large Cap Value	Equity	No	0%
GW&K SMID Core	Equity	No	0%
Hilton Tactical Income	Equity & Fixed Income	No	0%
Invesco International Growth	Equity	No	39%
Karpus Domestic Equity	Equity	No	0%
Karpus International Equity	Equity	No	0%
Kennedy Small Cap Fundamental Growth	Equity	No	0.57%
Lazard Global	Equity	No	90-100%
Lazard International Equity ADR	Equity	No	90-100%
Logan Concentrated Value	Equity	No	0%
Logan Growth	Equity	No	0%
Logan International Dividend ADR	Equity	No	0%
Logan Large Cap Growth	Equity	No	0%
London Income Equity	Equity	Yes	0%
London Mid Cap Core	Equity	No	2.5%
MFS International SMA	Equity	No	52%
MFS Large Cap Value	Equity	No	4%
Neuberger Berman Intermediate Municipal	Fixed Income	No	100%
Neuberger Berman International	Equity	No	0%
Nuveen Intermediate Municipal	Fixed Income	No	100%
Pax World Small Cap Fund	Equity	Yes	0%
PENN Defensive High Yield SMA	Fixed Income	No	100%
PENN Small Cap Core	Equity	No	0%
PIMCO Total Return FISH SMA	Fixed Income	No	100%
Principal REIT	Equity	No	0%
RiverNorth Domestic Equity	Equity	Yes	0%
RNC Corporate Bond	Fixed Income	No	100%
RNC Genter High Dividend Value	Equity	No	0%
RNC Genter Intermediate Municipal	Fixed Income	No	100%
RNC Genter Short-Term Municipal	Fixed Income	No	100%
Salient MLP Strategy	Equity	Yes	0%
SGA Large Cap Growth	Equity	No	0%
Sterling Mid Cap Value	Equity	No	0%
Systematic Small Cap Value	Equity	No	0%

Systematic SMID Cap Value	Equity	No	0%
TCW Relative Value Dividend Appreciation	Equity	No	0%
LMCG Small Cap Value	Equity	Yes	0%
Wedgewood Large Cap Growth	Equity	Yes	0%
William Jones Municipal	Fixed Income	No	0%