

Runnymede Capital Advisors, Inc.

FORM ADV PART 2A BROCHURE

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Dublin, OH 43016

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Website: www.runcapadv.com

July 9, 2024

This brochure provides information about the qualifications and business practices of Runnymede Capital Advisors, Inc. If you have any questions about the contents of this brochure, please contact us at 614-457-6096 or jarnold@runcapadv.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 Runnymede Capital Advisors, Inc., also is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Material Changes

Since our last annual updating amendment filed on February 24, 2023, we have no material changes to report.

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Item 4 - Advisory Business

Description of the Firm

Runnymede Capital Advisors, Inc. (herein "RCAI") is a registered investment advisor. RCAI has been in business since September 30, 2003. The principal owner is James T. Arnold. Being registered does not mean approved by the U.S. Securities and Exchange Commission (herein "SEC") or the Ohio Division of Securities or any other regulatory body.

Advisory services

RCAI's primary business is to offer investment advice in the selection of investments, advice on buying and selling of securities, and in some cases investment and financial planning. Basic financial planning is included as part of our portfolio management services. RCAI primarily advises clients on equity securities, fixed income securities, money market securities for liquidity management, Exchange Traded Funds, and mutual funds. From time-to-time RCAI may advise on other strategies such as covered call option strategies.

Client Tailored Services and Client Imposed Restrictions

RCAI seeks to tailor its investment advice to each client based on the client's unique circumstances including, but not limited to, risk tolerance, return expectation, tax situation, time horizon, prior investment experience, employment status, dependents, retirement savings, liabilities, and other unique factors such as family wealth. Clients are always allowed to impose restrictions if certain securities are to be avoided, such as, a client may not like the effects of tobacco so tobacco stocks may be avoided.

Wrap Fee Programs

RCAI does not participate in wrap fee programs.

Assets Under Management

RCAI managed \$118,314,106 in discretionary assets as of December 31, 2023.

Item 5 - Fees and Compensation

Portfolio Management Services

RCAI receives income by charging investment advisory fees in arrears. Normally, RCAI charges clients 1.0% annually for the assets under its management by deducting its fee monthly in arrears, adjusted for inflows and outflows. Cash or money market balances are included for fee calculation purposes. RCAI may negotiate this fee on a client by client basis and apply discounts to this fee, in its discretion. RCAI may apply a minimum fee for certain accounts. Currently, fees range from 1.50% to 0.50%.

Clients may select to have an invoice prepared and delivered to them for payment in lieu of having the fees directly debited from their accounts. In addition, from time to time, clients ask for advice on matters that are not investment management assignments but RCAI may still be able to lend expertise. In these situations, clients can negotiate an hourly fee with RCAI for additional advice with the standard hourly fee starting at \$200. Fees are based on a number of variables, including: assets under management, scope and breadth of services, including customized services or reporting, use of third party managers (if any), investment objectives, risk tolerances or investment restrictions or other requirements.

In addition to seeking ongoing investment advice, some clients may seek other financial advice such as liability management. This type of advice would be charged an hourly fee, in addition to the ongoing investment management fee. Therefore, clients would receive two different services and two different sets of fees. Not all clients receive this advice, but the advisor remains available to meet with clients.

If RCAI finds itself in a conflict over an asset-based charge and an opportunity, RCAI must disclose the conflict. For example, if a client asks if a 401(k) plan with the employer could be managed by RCAI, RCAI will let the client know if that is possible and that the opportunity to manage additional assets for additional compensation could be a conflict of interest.

Additional Fees and Expenses

In addition to paying a direct management fee to RCAI, clients are likely to pay other costs to have their funds managed including, but not limited, to internal fees and expenses of mutual funds and exchange traded funds, transaction fees on certain mutual funds, early redemption fees if certain mutual funds are sold within a short time period such as 60 or 90 days. Furthermore, holding ADRs or American Depository Receipts may impose foreign fees and expenses. Equities are charged a trading commission by the broker-dealer that RCAI may direct. RCAI may recommend a broker-dealer for trade execution, but the client may direct trades to another broker-dealer if they wish. RCAI does not mark up or mark down the commission rates. However, RCAI seeks to make all trades on the cheapest platform within the broker-dealer to get the electronic cost pricing rather than the assisted trade pricing.

Clients must realize that when RCAI uses exchange traded funds, open-end or closed-end mutual funds that there is a layering of fees. That means RCAI is charging a fee for its investment advice and the product manager of the product is also charging a fee; thus the client is paying fees to two managers on the same asset.

Compensation for the Sale of Securities or Other Investment Products

RCAI is not compensated from the purchase or sale of securities or commissions or trades. Any 12b-1 or other fees from mutual funds are not received or credited to RCAI in any way. Clients can select other brokers or agents to execute trades which may or may not result in lower fees and may or may not result in better execution.

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

RCAI does not participate in any performance-based fee arrangements. RCAI may recommend a hedge fund or hedge fund of funds that do use such an arrangement, as is common among hedge funds. If RCAI does present such a fund to a client for consideration in a portfolio it will disclose this fee arrangement within the fund.

Item 7 - Types of Clients

RCAI primarily works for individuals and families. Some of these individuals may have brokerage accounts, trust accounts, retirement accounts, and college savings accounts. RCAI also does investment work for 501c-3 organizations. RCAI has no investment companies or pension plan clients as of December 31, 2023.

RCAI seeks a minimum annual fee of \$1,000 per relationship, not per account, and may waive this requirement at its sole discretion. There are no minimum requirements for opening an account.

Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss

RCAI uses as its main source of information digital financial newspapers and magazines, research materials prepared by others, corporate rating services, annual reports, prospectuses, and filings with the SEC, and company press releases and various subscription research services.

RCAI may recommend long term purchases, short term purchases, trading, and covered options, . The most common option strategy is selling calls on long positions to gain additional income for the client account. The principal risk is that the client's potential gain on a position is limited by the stock being called away.

Portfolio Management is conducted under the Advisor's full discretion with regard to security selection, execution, and custody. The Advisor is expected to gather information from Clients so it may develop an investment strategy, objective, and benchmark that incorporates risk and develop an accurate view of a client's expectations and appropriate benchmark selection when evaluating the portfolio's performance under the Advisor's influence.

Portfolio Managers will have prior experience managing portfolios and executing trades for individuals and high net worth accounts. In considering hiring RCAI, clients should remember that past performance is no guarantee of future results. Projections and analysis used for modeling purposes does not constitute a guarantee of performance. RCAI may not be able to replicate past results and investment products selected may not be able to replicate past performance. Investing involves risk of loss and investments will fluctuate in value.

Described below are some risks associated with investing in general and with some types of investments that we may recommend depending on a client's goals and risk tolerance:

The Advisor has previously recommended the use of hedge funds and hedge fund of funds. Both hedge funds and hedge fund of funds can involve very complex strategies. The categories of investment can range from investing in equity securities, to fixed income securities, to commodities and managed futures. Hedge funds can take positions involving leverage which could amplify losses as well as gains. Hedge funds may have less transparency, less frequent reporting, and delayed tax reporting which could cause investor tax returns to be extended to include the hedge fund data, and reduced liquidity Hedge funds can have higher fees and expenses ranging from frequent trading expense, securities borrowing expense, annual management fees and performance-based fees. At the time of this update the Advisor is not recommending any hedge funds to its clients. The Advisor monitors the returns of a number of hedge fund categories on a monthly basis.

The Firm may also recommend buffer ETFs. Buffer ETFs are funds that seek to provide investors with the upside of an index's returns (generally up to a capped percentage) while also providing downside protection on the first predetermined percentage of losses. Buffered ETFs are designed to safeguard against market downturns by employing complex options strategies. If the market performs well and exceeds the buffer cap, the buffer ETF will not enjoy gains beyond the cap. If the market experiences losses beyond the buffer, the buffer ETF is exposed to open-ended losses, less the amount of the buffer. Buffered ETFs typically charge higher management fees that are considerably more than the index funds whose performance they attempt to track. Additionally, because buffer funds own options, they do not receive dividends from their equity holdings. We encourage clients to carefully read the prospectus for a buffer ETF to fully understand the cost structures, risks, and features of these complex products.

Leveraged ETFs sometimes labeled “ultra” or “2x” for example, are designed to provide a multiple of the underlying index's return, typically on a daily basis. Inverse products are designed to provide the opposite of the return of the underlying index, typically on a daily basis. These products are different from and can be riskier than traditional ETFs. Although these products are designed to provide returns that generally correspond to the underlying index, they may not be able to exactly replicate the performance of the index because of fund expenses and other factors. This is referred to as tracking error. Continual re-setting of returns within the product may add to the underlying costs and increase the tracking error. As a result, this may prevent these products from achieving their investment objective. In addition, compounding of the returns can produce a divergence from the underlying index over time for leveraged products. In highly volatile markets with large positive and negative swings, return distortions may be magnified over time. Some deviations from the stated objectives, to the positive or negative, are possible and may or may not correct themselves over time. To accomplish their objectives, these products use a range of strategies, including swaps, futures contracts and other derivatives. These products may not be diversified and can be based on commodities or currencies. These products may have higher expense ratios and be less tax-efficient than more traditional ETFs.

From time to time, clients may also obtain indirect exposure to cryptocurrencies through ETFs. The value of these products is often intended to reflect the value of one or more cryptocurrencies, and the risks of investing in these products are similar to the risks of investing in cryptocurrencies generally, as well as the risks specific to investing in the applicable investment product (ETFs). Cryptocurrency is susceptible to extreme volatility of trading prices that many digital assets have experienced in recent periods and may continue to experience. The value of cryptocurrency is not backed by any government, corporation, or other identified body. Value is determined by (and fluctuates often, according to) supply and demand factors, the number of merchants that accept it, and/or the value that various market participants place on it through their mutual agreement, barter, or transactions. The unregulated nature and lack of transparency surrounding the operations of Digital Asset Exchanges may adversely affect the value of the digital asset. Regulatory changes or actions by the U.S. Congress or any U.S. federal or state agencies may affect the value of cryptocurrency or restrict the use of one or more digital assets, mining activity or the operation of their networks or the Digital Asset Exchange Market.

Investments of all kinds involve material risks including the risk of lost principal. Large cap, mid cap and small cap equity and sector or industry specific securities can be volatile and influenced by market forces, regulatory factors, and company-specific events that trigger adverse reactions and price performance. International and Emerging Market securities can be affected by these factors and other conditions such as natural disasters, geo-political threats, wars, and supply constraints on raw commodities, among other events. Precious metals can be volatile based on perceptions of liquidity, inflation, and market speculation. Other commodities and currencies can be volatile due to low margin requirements and nearly 24-hour a day trading. Fixed income securities, which are not currently exchange traded, may fluctuate in priced based on supply and demand for similar securities. Cryptocurrency products can be influenced by a variety of factors, including but not limited to interest rates, political decisions, and precious metals volatility. If you cannot afford to take a loss you should alert RCAI of your risk tolerance.

Item 9 - Disciplinary Information

RCAI and its management has not been the subject of specific legal or disciplinary events, criminal or civil action in a domestic, foreign or military court. There have been no administrative proceedings before the SEC or other federal or state regulatory agency or any foreign financial regulatory authority and no self-regulatory organization proceedings.

Item 10 - Other Financial Industry Activities and Affiliations

RCAI serves its clients only as a registered investment advisor. It is not registered as a securities broker-dealer, a futures commission merchant, commodity pool operator or commodity trading advisor.

RCAI is not linked to or affiliated with any accounting, law firm, or other financial services firm. Neither RCAI nor its representatives have any material relationship to this advisory business that would present a conflict of interest.

RCAI does not select other investment advisers for its clients.

Item 11 - Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

RCAI has adopted a Code of Ethics. The focus of the Code of Ethics is that the firm and its employees, especially its access persons, will always protect your interests and demonstrate our commitment to our fiduciary responsibilities, including always acting with honesty, integrity and trust. Specific topics cover standards of business conduct, access persons, violations of the Code of Ethics. A copy of the Code of Ethics is available upon request.

RCAI and management personnel do not recommend to clients and does not buy or sell for client accounts securities in which it has a material financial interest. Should this situation change, RCAI and or its management personnel must disclose the conflict of interest in making the recommendation. RCAI's control persons do not buy securities for their own accounts directly from client accounts and do not sell securities to clients from their own accounts.

All management personnel of RCAI are subject to the Firm's Personal Trading Policy and Supervisory Procedures. Each quarter, all personnel must provide updates regarding all activity in personal accounts they control. Except for mutual funds and exchange traded funds, employees are not permitted to make trades in individual securities. Employees are prohibited from using insider information, front running and or acting upon or creating a conflict of interest. Management personnel may be buying or selling the same or similar mutual funds or exchange traded funds in their own personal accounts while buying or selling the same or similar mutual funds or exchange traded funds in client accounts. If a conflict arises from such activity RCAI will default to its Code of Ethics to resolve the conflict.

The Advisor will not act as principal in any trades and is not a market maker in any security. The Advisor will not receive commissions for any trades. The Advisor will disclose any additional customary compensation that may be available from certain transactions before the Client enters into those transactions. If the Advisor and the Client agree that a conflict of interest may exist if the Advisor would receive this additional compensation, the Advisor will forego the additional compensation.

Item 12 - Brokerage Practices

Factors Used to Select Broker-Dealers

RCAI has a duty to select brokers, dealers and other trading venues that provide best execution for clients. The duty of best execution requires an investment adviser to seek to execute securities transactions for clients in such a manner that the client's total cost or proceeds in each transaction is the most favorable under the circumstances, taking into account all relevant factors. The lowest possible commission, while very important, is not the only consideration. The broker dealer RCAI currently utilizes is Charles Schwab & Co.

It is the policy of the Firm to seek best execution in all portfolio trading activities for all investment disciplines and products, regardless of whether commissions are charged. The standards and procedures governing best execution are set forth in several written policies. Generally, when evaluating best execution RCAI considers the following factors in selecting broker dealers:

- Execution capability;
- Responsiveness;
- Competitiveness of transaction fees
- Recordkeeping;
- Quality and accuracy of statements
- Reputation and integrity;
- Confidentiality
- Available technology
- Financial responsibility of the broker-dealer;
- Quality of research received from the broker dealer;

Research and Other Soft Dollar Benefits

We typically recommend Charles Schwab & Co. ("Schwab"), a registered broker-dealer, member SIPC, as the qualified custodian. RCAI is independently owned and operated and is not affiliated with Schwab. Schwab will hold your assets in a brokerage account and buy and sell securities when we instruct them to. While we recommend that you use Schwab as a custodian, you will decide whether to do so and will open your account with Schwab by entering into an account agreement directly with them. We do not open an account for you, although we may assist you in doing so.

Products and services available to the Firm from Schwab

Schwab Advisor Services is Schwab's business serving independent investment advisory firms like us. Schwab provides RCAI and our clients with access to institutional brokerage – trading, custody, reporting and related services – many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients' accounts while others help us manage and grow our business. Schwab's support services are generally available on an unsolicited basis (i.e., we do not have to request them) and at no charge to us. These include software and other technology that provide access to client account data (such as trade confirmations and account statements); facilitate trade execution (and allocation of aggregated trade

orders for multiple client accounts); provide research, pricing information and other market data; facilitate payment of the Firm's fees from client accounts; and assist with back-office functions, recordkeeping and client reporting. Many of these services generally may be used to service all or a substantial number of RCAI's accounts, including accounts not maintained at Schwab. Schwab also makes available to the Firm other services intended to help the Firm manage and further develop its business. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance and marketing. In addition, Schwab may make available, arrange and/or pay for these types of services rendered to the Firm by independent third parties. Schwab may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third party providing these services to the Firm.

Our Interest in Schwab's Services

The availability of the services described above from Schwab benefits us because we do not have to produce or purchase them. They are not contingent upon RCAI committing any specific amount of business to Schwab in assets in custody. The fact that we receive these benefits from Schwab is an incentive for us to recommend the use of Schwab rather than making such a decision based exclusively on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a conflict of interest. We believe, however, that taken in the aggregate our recommendation of Schwab as a custodian and broker is in the best interest of our clients. Our selection is primarily supported by the scope, quality and price of Schwab's services, and not Schwab's services that benefit only us.

RCAI receipt of Products/Services does not diminish our duty to act in the best interests of our clients, including seeking best execution of trades for client accounts.

There are no other soft-dollar arrangements and RCAI does not mark-up or mark-down transactions.

Trade Error Policy

From time-to-time trade errors occur in portfolio management. When an error occurs in which the error results in a loss for the client the firm will contribute the funds necessary to clear the error by depositing those funds with the Custodian to credit the client account. When an error occurs in which the error results in a gain the amount of gain is kept by the Custodian and it is neither a positive or a negative for the client of the Advisor.

Brokerage for Client Referrals

RCAI does not receive client referrals from third parties for recommending the use of specific broker-dealer brokerage services.

Directed Brokerage

Clients may direct trades to certain brokers or dealers but doing so may not guarantee best execution or competitive commission rates. Since directed brokerage accounts are not able to aggregate orders to reduce transaction costs, the client may receive less favorable prices and pay higher brokerage commissions. RCAI will evaluate referrals from broker dealers to see how competitive they are compared to current arrangements.

Trading

If RCAI buys or sells the same securities on behalf of more than one client, then it may aggregate or block such securities. Trade aggregation may be across multiple accounts of a given client or multiple client relationships. In either manner, aggregation should give better order execution and pricing.

RCAI considers trades to be fully discretionary unless specifically directed by a client.

RCAI does not participate in Initial Public Offerings. It has been the Advisor's experience that allocations of IPOs are problematic and usually clients either believe their allocation was not sufficient on hot IPOs or too great for weak IPOs. Typically, IPOs don't allow for sufficient allocation across client accounts and the Advisor must pick and choose who will receive shares.

Item 13 - Review of Accounts

Portfolios are reviewed periodically. Client relationships over \$100,000 under management will receive a monthly report from RCAI. The monthly report will include information about performance net of fees versus a benchmark, asset allocation, and portfolio holdings. Client relationships with less than \$100,000 in assets under management will receive the same report on a quarterly basis. RCAI considers the data aggregation and report compilation a substantial component of its review. These reports are delivered electronically, unless specifically requested to be delivered via mail.

Additionally, securities may be moving higher or lower than the general market. RCAI receives electronic communications of securities moving higher or lower than the market on a real time basis. This information may be used for an ad-hoc review in all the accounts holding this security.

Furthermore, RCAI reviews mutual funds periodically to how the mutual fund is doing versus the intent of the mutual fund in the portfolio. Mutual funds are reviewed several times a month.

Reviews are completed by the portfolio manager for the portfolio.

Finally, reviews may be conducted when the client calls to ask for a review or to schedule a meeting for a check-up, which is always encouraged.

Item 14 - Client Referrals and Other Compensation

RCAI does not receive an economic benefit such as a sales award or prize from someone who is not a client other than the arrangement described above in the discussion about Brokerage Practices.

RCAI does not compensate for client referrals.

Item 15 - Custody

As described in Brokerage Practices, RCAI uses a Qualified Custodian. The Qualified Custodian delivers account statements, trade confirmations, and tax reporting directly. Clients can select to receive them electronically or via the mail. Brokerage commission rates at Charles Schwab are lower on accounts that are receiving electronic statements and confirmations, although generally, commissions are \$0.00. All communications from the Qualified Custodian and from RCAI should be carefully reviewed. You are urged to compare the account statement from the custodian to the statement from the advisor.

The Investment Advisers Act of 1940, rule 206(4)-2 is known as the “custody rule.” This adviser meets the definition of having custody solely because of the ability to directly deduct fees from client accounts. As stated above, clients receive statements directly from the Qualified Custodian, in addition to the Advisor, and Clients are encouraged to compare the two sets of statements.

Item 16 - Investment Discretion

RCAI accepts discretionary authority to manage securities on behalf of clients. Under RCAI's investment advisory agreement, which advisory clients must execute at the outset of an advisory relationship, clients grant investment discretion to the Firm with respect to trading activity in their accounts. When a client chooses to grant investment discretion to RCAI, RCAI will have authority to supervise and direct the investments of and for the client's account without pre-approval from the client. Pursuant to this discretionary authority, RCAI will determine which securities are bought or sold for the account and the total amount of such purchases and sales. In all cases, such discretion is exercised in a manner consistent with the stated investment objectives for the particular client account.

Portfolio Managers will have prior experience managing portfolios and executing trades for high net worth accounts. In considering hiring RCAI, Clients should remember that past performance is no guarantee of future results. Projections and analysis used for modeling purposes does not constitute a guarantee of performance. Investing involves risk of loss and investments will fluctuate in value.

Clients can add limitations to portfolio holdings at any time. For instance, a client may have lost a family member due to lung cancer caused from smoking and therefore would not want to have any tobacco stocks in the portfolio. The portfolio manager will note that restriction for the portfolio.

Item 17 - Voting Client Securities

The Advisor has developed a Proxy Voting Policy for Clients wishing to delegate their proxy votes. The policy covers voting proxy issues of public companies and mutual funds. The Advisor will maintain records pertaining to all proxies voted for each account. Clients can contact the Advisor for a copy of the policy and procedures and records of how proxy issues were voted for a particular account. If the Advisor deems there to be a conflict of interest in voting on behalf of a Client, the Advisor will request the Client to vote the shares to remove any conflict. Clients can vote their own shares. Clients can direct their vote.

Item 18 - Financial Information

RCAI does not require prepayment of fees of more than \$1200 in fees per client or more than six months fees in advance.

If RCAI is found in any financial condition that may impair its ability to meet contractual commitments to clients it will update clients and prospects with a material update to this form ADV 2.

RCAI has not been subject to bankruptcy petition at any time during the past ten years or longer.

Form ADV Part 2B - Individual Disclosure Brochure

Supervised Person: James T. Arnold

Firm: Runnymede Capital Advisors, Inc.
6719 Winemack Loop Dublin, OH 43016

Date: July 9, 2024

This brochure supplement provides information about James Arnold that supplements the Runnymede Capital Advisors, Inc., Form ADV Part 2 brochure. Please contact James Arnold if you did not receive a copy of the Runnymede Capital Advisors, Inc., Form ADV Part 2 brochure or if you have any questions about the contents of this supplement.

Additional information about James Arnold is available on the SEC's website at www.adviserinfo.sec.gov

Item 2 - Educational Background and Business Experience

RCAI's principal officer is:

Name: James Thomas Arnold YOB: 1965 CRD# 1714461

Experience: over 36 years of investment industry experience.

Business Background

2003 - Present: Principal, President, Treasurer, Secretary and Chief Compliance Officer of RCAI.

2002 - 2003: Principal, Partner and Co-Founder of Windsor Investment Advisers, LLC. Served as Operating Manager and was responsible for all investment advisory functions, including asset allocation, research, trading, and compliance. Assets under management were \$70 million.

1993 - 2002: Banc One Investment Advisors Corporation. From 1997-2002 managed portfolios for high-net-worth individuals. Aggregate portfolio averaged over \$600 million. From 1993 - 1997 managed mutual fund product development efforts for the One Group family of funds.

1987-1993: Van Kampen Funds. From 1991 - 1993 led new product development to list 24 closed-end companies on the national exchanges and launched many other open-end and unit investment trusts. From 1987 - 1991 performed various marketing and communications functions creating and distributing information to the broker/dealer and shareholder communities.

Education

DePaul University - Master of Business Administration – Finance, 1993

Wheaton College - Bachelor of Arts - Economics and Business, 1987

Item 3 - Disciplinary Information

Mr. Arnold has no legal or disciplinary events that are material to a client's or prospective client's evaluation of this advisory business

Item 4 - Other Business Activities

Mr. Arnold has no other business activities.

Item 5 - Additional Compensation

Mr. Arnold does not receive any economic benefit from any person, company, or organization, other than RCAI in exchange for providing clients advisory services through RCAI.

Item 6 – Supervision

As the Chief Compliance Officer of RCAI, James Arnold supervises all activities of the firm. Mr. Arnold adheres to applicable regulatory requirements, together with all policies and procedures outlined in the firm's code of ethics and compliance manual. Mr. Arnold can be reached at 614-457-6096.