



## Form ADV Part 3 - Client Relationship Summary

March 29, 2023

### **Item 1: Introduction**

Leeward Investments, LLC ("Leeward") is registered with the U.S. Securities and Exchange Commission ("SEC") as an investment adviser. Current and prospective clients should be aware that services and fees differ between investment advisers and broker-dealers and it is important you understand the differences. This document gives you a summary of the types of services we offer and the fees we charge. Free and simple tools are available for you to research firms and financial professionals at: <https://www.investor.gov/CRS> which also provides educational materials about investment advisers, broker-dealers and investing.

### **Item 2: Relationships and Services**

**What investment services and advice can you provide me?** We offer you, as a current or prospective client, portfolio management and investment advisory services pursuant to our various investment strategies: Our small cap, mid cap and small-mid cap value equity strategies. We do not custody or take possession of your investments. The vast majority of our engagements by clients are discretionary, meaning we select the investments and trade on your behalf without prior consultation with you. You may limit our discretion by directing us to retain certain positions, or limit or exclude investments in specific asset classes or securities.

In addition, we offer our services in wrap fee advisory programs sponsored by unaffiliated financial advisors, broker-dealers, financial planners and banks (collectively, "Sponsors"). Under these programs, Sponsors select or facilitate the selection of investment advisers (such as us), pre-screen your suitability for investment strategies, and handle most aspects of operations and servicing your account. We provide portfolio management and investment advisory services pursuant to our various investment strategies to you as a client of a Sponsor. Generally, we place investment trades with brokers designated by the Sponsors, although we may trade on your behalf with other brokers. In determining whether to establish a wrap fee program account, please be aware that the overall cost to you may be higher or lower than you might incur by engaging us directly.

We also provide model portfolios for our various investment strategies to clients that are investment advisers, mutual funds, platforms and other similar aggregation entities ("Model Clients"). Model Clients use the recommendations comprising our model portfolios as a basis for investment strategies that they offer to their clients or investors. We do not create our model portfolios for your or their particular needs, but rather provide what we believe is an appropriate allocation and weighting of securities for a given investment strategy. Model Clients determine how and when to implement our model portfolios and our changes to these portfolios, and we have limited or no trading authority in these arrangements.

**Account monitoring:** If you are our client, we monitor the account we manage for you on an ongoing, continuous basis. The frequency and limitations of this monitoring depends on the investment strategy that you select and your financial needs. You must inform us of any changes in your investment objectives and/or financial situation and we will contact you at least annually to determine whether there have been any material changes in your financial situation, including risk tolerances, investment objectives and time horizons, and whether you wish to impose any reasonable restrictions on our management of your account or reasonably modify existing restrictions or to revalidate your investment strategy. If our engagement by you was initiated by or is overseen by your financial advisor, he or she has an independent and broader duty to monitor your financial situation and objectives.

**Requirements to open and maintain an account:** Our minimum discretionary separately managed account size, subject to account characteristics and servicing requirements, is generally \$5,000,000. We may waive minimums depending on the proposed account size, style, other relationships, and other factors. Additional Information about our services can be found in our Form ADV, Part 2A which is available on our website at <http://www.leewardinvest.com/> or at: <https://adviserinfo.sec.gov/firm/summary/312557>.

*Given my financial situation, should I choose an investment advisory service? Why or why not? How will you choose investments to recommend to me? What is your experience, including your licensing, education and other qualifications and what do they mean?*

### **Item 3: Fees, Costs, Conflicts and Standard of Conduct**

**3A. What fees will I pay?** You pay us investment management fees based on a percentage of the value of assets under management. Fees are calculated each quarter and one fourth of the annual amount is billed in arrears, unless you and we agree otherwise. The value of investments in your account affects our fees; the greater that value, the more you will pay us and thus we have an incentive to increase that value to increase our fee. We may manage investments for you in a variety of investment strategies, including small cap, mid-cap and small mid-cap value

strategies. If we manage your investments in more than one strategy you may pay fees based upon an overall fee schedule for all strategies/accounts, or may pay fees at different rates for each account or strategy.

Our investment management fees do not cover brokerage commissions, transaction fees, custodial fees, deferred sales charges, odd-lot differentials, transfer and other taxes, or wire or electronic transfer fees. You may incur and be responsible for payment of these and other charges, depending on the terms and pricing structures of custodians, brokers, and other third parties. Our fees also do not cover fees charged by any financial or other advisors you engage.

Wrap fee program Sponsors pay us investment management fees at rates we negotiate with them. They in turn charge you an inclusive (wrap) fee, at a rate agreed to by you and based on the value of your assets under management, for investment management, commissions, custody and administration. Model Clients pay us fees for our non-discretionary investment advice at rates we negotiate with them.

You may engage us as investment adviser without designating an account custodian. In these circumstances we may recommend that you use a custodian with which we have an ongoing agreement. If you agree, you pay us a single fee for investment advisory and custodial services. This bundled fee may be higher than our fee for investment advisory services only, and, depending on the value of your account and other factors, may be higher or lower than the fees needed to purchase advisory and custodial services separately. We recognize a potential conflict of interest because the fees we pay the custodian may decrease as aggregate client assets custodied increase, resulting in a higher percentage of client fees being retained by us. You pay or bear brokerage commissions and other transaction fees in addition to our fee.

You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying. Additional information can be found in our Form ADV, Part 2A (Item 5) which is on our website at: <http://www.leewardinvest.com/>.

*Help me understand how these fees and costs might affect my investments. If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?*

**3B. What are Leeward's legal obligations to Clients when acting as Clients' investment adviser? How else does your firm make money and what conflicts of interest do you have?** When we act as your investment adviser, we must act in your best interest and not put our interests ahead of yours. At the same time, the way we make money creates some conflicts with your interests. For example, for those discretionary accounts for which we also have discretion to select broker-dealers to execute transactions, Form ADV Part 2A (Item 12) describes the conflict of interest we have with respect to broker-dealers that provide us research and brokerage services. You should understand and ask us about these conflicts because they can affect the investment advice we provide you. We have adopted a Code of Ethics describing our standards of business conduct, potential conflicts of interest and fiduciary duties. Additional information on conflicts of interest can be found in our Form ADV Part 2A (Items 7, 8, 10, 11 and 12) which is on our website at: <http://www.leewardinvest.com/>.

*How might your conflicts of interest affect me, and how will you address them?*

**How do your financial professionals make money?** Our financial professionals receive a salary and incentive-based compensation, we base our portfolio managers' incentives on fees from the strategies they manage and the clients invested in those strategies. We base our incentives for non-portfolio manager investment professionals on achievement of business goals. Our financial professionals do not earn transaction-based compensation or commissions tied to buying and selling securities. We set compensation to attract and retain qualified professionals.

#### **Item 4: Disciplinary History**

Yes  No  - You can visit <https://www.investor.gov/CRS> for free and simple search tools to research us and our professionals. Neither Leeward nor any of its financial professionals have any disciplinary history to disclose.

*As a financial professional, do you have disciplinary history? For what type of conduct?*

#### **Item 5: Additional Information**

For additional information about our investment advisory services, please visit: <http://www.leewardinvest.com/> or if you wish to request up-to-date information or a copy of this Form CRS Customer Relationship Summary, please call us at (617) 468-6700 or contact us at [compliance@leewardinvest.com](mailto:compliance@leewardinvest.com). Additional information is also available on the SEC's website at <https://adviserinfo.sec.gov/>.

*Who is my primary contact person? Is he or she a representative of an investment adviser or broker-dealer? Who can I talk to if I have concerns about how this person is treating me?*