

NORTHSTAR ASSET MANAGEMENT



Progressive Wealth Management Since 1990

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This brochure provides information about the qualifications and business practices of NorthStar Asset Management, Inc. If you have any questions about the contents of this brochure, please contact us at (617) 522-2635. 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. Note, registration does not imply a certain level of skill or training.

Additional information about NorthStar Asset Management, Inc. is available on the SEC website at www.adviserinfo.sec.gov.

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Item 3. Material Changes

There are material changes since the last published version of our Form ADV Part 2. Please see changes in Part 2B.

Item 4. Advisory Business

NorthStar Asset Management, Inc. (NorthStar or the Adviser) is an SEC registered investment adviser specializing in socially responsible investing. The firm was founded in 1990 and is owned by Julie N.W. Goodridge.

At NorthStar, we have created a unique approach to investing for social change. NorthStar centers our research, thinking, and activism around five core areas that inform how we view the world: racial justice and gender equity, economic inequality, human rights, environmental justice, and corporate governance. We examine potential opportunities in multiple asset classes to be included in our portfolios, with the goal of allowing our clients to invest assets to achieve their financial objectives with a deep awareness of their social impact.

Additionally, NorthStar is a signatory to the UN Principles of Responsible Investment (UNPRI), member of the Shareholder Rights Group, US SIF: The Forum for Sustainable and Responsible Investment, and Confluence Philanthropy. As a signatory, NorthStar has undertaken to incorporate the consideration of the various principles, investment analysis and commitments as stated by each organization, where applicable.

Investment Management Clients are those for whom we use traditional investments in public stocks, bonds, and money market funds combined with alternative or “Outside” investments. In the course of our work with clients, we provide a broad range of financial advice including discussions about budgeting,

charitable contributions, generational gifting, alternative lending, estate concerns, tax concerns, and other financial planning concerns brought to our attention by our clients.

Investment Management clients at NorthStar have individually tailored asset allocations integrating equity, fixed income, cash, and Outside Investments. We use our discretionary authority to create portfolios for our clients using publicly traded, global equity to grow the portfolio, and fixed income holdings (including cash) to provide income and liquidity. In certain limited cases, we also provide non-discretionary advisory services with respect to similar investments. Outside Investments in alternative asset classes outside of public equity, fixed income and cash may be suggested (depending on the clients' risk tolerance and financial needs) to enhance the social impact of a client's portfolio, without necessarily enhancing expected financial performance.

Our Investment Management allocation strategy is based on a combination of NorthStar's current market outlook and a client's financial needs, investment horizon, and tolerance for risk. This asset allocation is reviewed annually and otherwise when required due to changing market conditions or client need.

The equity portion of a client portfolio consists, in most cases, of a "buy list" of approximately 40-45 global companies, selected to provide risk diversification across market capitalization size and industry sectors relative to a global benchmark, with the goal of adding alpha¹ through idiosyncratic stock performance. With a long-term horizon, we purchase stocks with the intention of holding them for five to ten years.

Our "buy list" of fixed income investments are selected from a pool of individual federal agency bonds, certificates of deposit, treasuries, inflation protected treasuries, municipal bonds, and corporate bonds. We select bonds that mature within a time horizon with which we feel comfortable given current bond yield curves and client liquidity needs with the goal of holding them until maturity. We match bond selections with the individual needs of each Investment Management client.

Often Investment Management clients choose to add outside, non-publicly traded investments to their existing portfolios. These Outside Investments in NorthStar client portfolios may consist of private equity investments, real estate investment trusts, private limited partnerships, community loan funds, micro-lending products, private loans and certificates of deposit (see the full description below of Outside Investing). These investments may be made in response to a particular client's desire to have a more direct relationship with an organization or impact on a project in their community or area of interest. While these investments are made with input from NorthStar as to client suitability relative to risk and client objectives, they are either held in custody by the client or by the issuing organization. NorthStar monitors and facilitates transactions related to these investments as part of the management process, providing recordkeeping, funding capital calls, depositing interest and dividends and return of principal, all with written authorization from the client.

The asset allocation of each NorthStar portfolio is client specific, and we are also able to modify each client portfolio to include or exclude specific investments based on the individual client's

¹ Defined as the excess return of the fund relative to the return of the benchmark index.

wishes and history. Our priority is to have each client portfolio reflect the desires of the client with respect to their social concerns and financial needs.

Outside Investments in NorthStar client portfolios may consist of investments such as private equity, mission investments, real estate investment trusts, private limited partnerships, community loan funds, micro-lending products, private loans and certificates of deposit. These investments may be made in response to a particular client's desire to have a more direct relationship with an organization or impact on a project in their community or area of interest. Investments in private companies and socially significant projects focused on such priorities as renewable energy, clean water, healthy foods, and sustainable farming, ranching and forestry are evaluated on a case-by-case basis and integrated into a client's full investment portfolio where appropriate. These evaluative services are available to all clients but are better suited to clients who are able to shift portions of their portfolios to higher levels of illiquidity. The investments are directed and authorized by the client, with input from NorthStar as to client suitability relative to risk and client objectives. Any securities associated with these investments are held in custody by the client or the issuing organization, and NorthStar will not have custody. NorthStar will, however, monitor the transactions related to these investments and provide administrative assistance with record-keeping, capital calls, interest and dividends received, and return of principal. The client directs the issuer to provide NorthStar with copies of all correspondence from the issuers.

As of December 31, 2022, NorthStar's total discretionary client assets were \$611,703,229, and NorthStar's total non-discretionary client assets were \$0.

Item 5. Fees and Compensation

Investment Management NorthStar clients are charged a NorthStar management fee of a maximum of 1% of assets under management.

Our fee schedule is as follows:

- Assets up to \$1,000,000 are charged 1%
- Assets between \$1,000,001 through \$5,000,000 are .9%
- All assets above \$5,000,001 are charged .75%; and
- Assets above \$25,000,000: fees are negotiable.

Charitable institutions pay a maximum fee of .75% for all assets under management.

Household accounts will be bundled in accordance with the investment advisory agreement and the fee schedule reflected above.

Fees are based on the net asset value of accounts, as determined by the custodian, assessed on the end of the last business day of each calendar quarter in arrears, and are calculated based on the value of the client's investment account managed or advised by NorthStar. Outside Investments in Investment Management accounts do not appear on the custodial monthly statements but are included in the fee calculation. NorthStar clients receive custody, trading, monthly statements, and transaction reports directly from their custodian. It is possible that some clients may pay more or less than other clients for the same service.

Payment of Fees

NorthStar fees are directly deducted from Investment Management Client accounts, as designated by the client via a standing Letter of Authorization on a quarterly basis. Direct debit of fees must be authorized by the client in writing at the beginning of the relationship and updated periodically. Each account is billed to itself unless we are directed to bill in another way by the client. When a new account is opened, fees are prorated for the portion of the quarter that the assets were managed by us. We do not collect fees on transactions.

Wrap Fee Brochure

As stated above, **Investment Management Clients** who participate in a “wrap fee” program sponsored by a custodian should receive a wrap fee brochure directly from that custodian on an annual basis.

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

NorthStar does not charge performance-based fees and does not engage in side-by-side management.

Item 7. Types of Clients

NorthStar manages assets for individuals, families, trusts, and not-for-profit organizations who are interested in socially responsible investing. Many of our individual clients have inherited wealth, and consequently they have tax planning and estate planning needs. We prefer to accept Investment Management clients with portfolios greater than \$5,000,000.

Item 8. Methods of Analysis, Investment Strategies, Risk of Loss

Investment Management clients of NorthStar Asset Management, Inc. have a personalized portfolio with tailored allocations. The percentage allocation to each investment is based on a combination of the individual needs of the client and our market and strategic outlook. We adjust a client’s asset allocation based on our current economic analysis and their liquidity needs and investment horizon.

Responsible Investing

Since its inception, NorthStar has always focused on socially responsible investing (SRI). NorthStar’s mission is to provide the most integrative and effective portfolio management available by connecting social concerns to stock selection, asset allocation, and activism. Our goal is to engage along the whole spectrum of financial activity, from equities to loans and loan guarantees, to supporting local businesses, finding private alternatives, and finally through philanthropy, to effect change.

We believe that creative shareholder engagement, local investing, financial literacy, and targeted giving are positive forces for change. We also believe that intentionally and purposefully perpetuating the wealth gap and income inequality is wrong. When NorthStar portfolios include public equities, we use a fundamental analysis approach for social and environmental issues to avoid investing in companies with poor track records by screening potential investments considering five important pillars: race and gender, economic inequality, human rights, corporate governance, and environmental justice.

We also use shareholder activism to focus on our five target pillars (racial justice and gender equity, economic inequality, human rights, environmental justice, and corporate governance) and to address a variety of sub issues within our five core pillars such as executive compensation, predatory lending, inequity in

nondiscrimination policies, the human right to water, environmental impact, and other social and environmental concerns. Our Social Change and Activism Annual Report is available upon request.

For information regarding the risks associated with socially responsible investing, please see the section titled "Other Risks".

The Decision-making Process for Investment Management Accounts

Steps in the investment decision-making process are as follows:

Step 1: Asset Allocation

Each Investment Management client at NorthStar has tailored allocations. We set an overall asset allocation for each account based on a combination of the individual needs of the client, legacy considerations, and our market outlook. Our priority is to have each portfolio reflect the desires of the client with respect to their social concerns and financial needs. We control risk by evaluating asset allocation on a periodic basis. We adjust an individual's asset allocation based on our current economic forecast, combined with that client's liquidity needs and investment horizon.

The overall asset allocation for each account is reviewed annually. Changing market conditions, client needs, and changes in the client's situation or ability to tolerate risk, may require additional adjustments to asset allocation.

Risks to Asset Allocation

Although we use asset allocation strategies to attempt to reduce risk, adverse changes in general economic conditions, inflation or deflation, interest rate changes, monetary policy changes, legislative actions, tax law changes, market volatility, and other risks could cause financial loss.

Step 2: Public Equities

The public equity portion of our client portfolios consists of approximately 40-45 companies from around the globe, selected to provide risk diversification across market capitalization, size, and industry sectors relative to a global benchmark, with the goal of adding alpha² through idiosyncratic stock performance. With a long-term horizon, we purchase public equity with an intended holding period of five to ten years. The equity portion of our client portfolios is comprised of individual stock holdings, which we call our "buy list." These stocks range in market capitalization from under \$1 billion to over \$150 billion. We use an equity benchmark of 70% of the S&P 1500 and 30% EAFE.

We believe that prioritizing short-term financial returns to shareholders can compromise the fair and equitable treatment of a company's employees, suppliers, and customers; it can compromise a company's long-term planning, research, and development; and it can be at the expense of the environment. Rather than expecting companies to minimize expenses to leave a higher profit for shareholders, we rearrange the financial equation so that all constituents, including shareholders, are on the same side. This encourages us and the companies with which we engage to consider what a fair allocation of business revenues would look like rather than trying to minimize expenses, externalize costs, and defer capital outlays to increase the residual (return to shareholders).

We avoid investments in gaming, tobacco, gambling, fossil fuel producers, weapons manufacturers, or nuclear energy or in companies with a track record of funding right wing, oppressive organizations

through their philanthropy. No investment is perfect, and no company is considered “socially responsible” and this is particularly true of public equity. While we screen companies on their performance relative to Race and Gender, Economic Inequality, Human Rights, Environment and Safety, and Corporate Governance, we do not “score” companies, but keep track of issues that we believe are problematic. We engage with companies on our public equity “buy list” through targeted shareholder activism (filing shareholder resolutions and directing proxy voting) to address problematic behavior or communicate with them as we become aware of issues that conflict with our five pillar framework. We are not able to file shareholder resolutions at companies outside of the United States. While there are some publicly traded stocks that NorthStar would never hold, there are also companies that perform important social functions that impact the lives of stakeholders throughout the globe. From time to time, NorthStar makes a strategic decision to place a company on our “buy list” that meets our financial criteria but merits improvement from our socially responsible perspective.

a. Shareholder Activism and Corporate Engagement

Across our portfolio of investee companies, environmental, social, and governance issues require the attention of active investors. These concerns are ever evolving as companies react to public policy changes, political environments, worldwide human rights and environmental developments, and much more. We regularly update our Proxy Voting Guidelines to present our perspectives on these issues as related to both investment screening and proxy voting decisions. These are readily available upon request.

As long-term investors, NorthStar views shareholder activism as a vital tool to protect our clients’ public equity investments, as well as a fiduciary duty to address broad social, environmental, and governance issues that concern our clients. Shareholder activism remains integral to our core purpose as a company – to effect social change. Learn more on our [Creating Change](#) webpage.

b. Risks of Public Equity Investing

Investing in stocks involves the risk of loss that clients should be prepared to bear. Equity investment risks include, but are not limited to, changes in revenue, margins, earnings, dividends, cash flow, balance sheet, leverage, liquidity, solvency, legal matters, negative publicity, brand image, and general market volatility.

Step 3: Fixed income

Our fixed income investments are selected from a pool of individual federal agency bonds, certificates of deposit, treasuries, inflation protected treasuries, municipal bonds, and corporate bonds. We select bonds that mature within a time horizon with which we feel comfortable given current bond yield curves, with the goal of holding them until maturity. We match bond selections with the specific needs of each Investment Management client.

For some clients we include fixed income investments such as community loan funds, micro-loans, corporate bonds, and other “outside” investments.

We regularly seek out fixed income opportunities that have stated social or environmental benefits, such as green bonds, social bonds, or women-focused bonds.

a. Risks of Fixed Income Investing

The safety of bonds, CD, and money market accounts cannot be taken for granted. Adverse changes include credit risk, interest rate changes and the yield curve, inflation, default, monetary policy changes, government instability, and other risks.

Step 4: Cash and Cash Management

We periodically review each client's cash flow needs in light of the interest rate environment and the client's risk tolerance in order to recommend an appropriate target percentage for cash held in the portfolio.

a. Risks of Investing in Cash:

Although often thought of as safe, the risk to investing in cash includes currency valuation, interest rates, inflation, institutional default and other risks.

Step 5: Outside Investing

Often, based on individual risk tolerance as determined on a case-by-case basis with an Investment Advisor², clients add non-publicly traded investments to their existing portfolios. These "outside investments" in NorthStar client portfolios may consist of private equity investments, real estate investment trusts, private limited partnerships, community loan funds, micro-lending products, private loans and certificates of deposit. These investments are made in response to a client's desire to have a more direct relationship with an organization or impact on a project in their community or area of interest. These investments are often in the form of community loan funds, micro-lending corporate bonds, and innovative private equity investments that align with client and NorthStar values. NorthStar monitors and facilitates transactions related to these investments as part of the management process, providing recordkeeping, funding capital calls, and depositing interest, dividends and return of principal, all with written authorization from the client.

a. Risks of Outside Investing:

Outside Investments are privately placed with various types of entities, as described above. In addition to the risks of equity, (which include, but are not limited to, changes in revenue, margins, earnings, dividends, cash flow, balance sheet, leverage, liquidity, solvency, legal matters, negative publicity, brand image, and general market volatility) and the risks of fixed income investing (such as credit risk, interest rate changes and the yield curve, inflation, default, monetary policy changes, government instability, and other risks), Outside Investments are typically illiquid.

Portfolio Risk

While we do our best to create positive returns in our client portfolios, all investments involve risk of loss. A clear understanding of your tolerance for risk is essential before choosing to work with any asset manager. We do not guarantee returns and cannot eliminate risk in any portfolio under our

² NorthStar refers to its Investment Adviser Representatives informally as Investment Advisors.

management. In addition, while we do our best to create portfolios that meet our social criteria, we cannot guarantee compliance of our social guidelines by the companies in client portfolios.

OTHER RISKS

Business Continuity

NorthStar has developed a Business Continuity Program ("BCP") designed to minimize the impact of certain disruptions to NorthStar's ability to conduct business. Clients should be aware that disruptions include public health emergencies, including pandemics, for example, COVID-19, which can have a significant impact on NorthStar and the health of its personnel, its clients and client portfolios and could adversely impact a client's ability to meet its investment objectives. In addition, the operations of the Adviser may be impacted because of government or Advisor quarantine measures, including voluntary or precautionary. Other disruptions include terrorism, acts of governments, power shortages or failures or other malfunctions. Although there is no guarantee the BCP anticipates all disruptions it is designed to allow NorthStar to resume business operations in a timely fashion. Service providers may also be impacted by these disruptions and are subject to the same risks. These risks faced by NorthStar, and its service providers may result in a negative on client portfolios if there is an inability to process transactions, calculate net asset values or trade in client accounts.

Cybersecurity Risks

NorthStar relies on certain technology to conduct business. As such, NorthStar is susceptible to operational, information security and related risks. Cyber incidents may be intentional or unintentional and can eliminate or limit NorthStar's ability to conduct operations. These incidents include but may not be limited to denial-of-service, phishing, hacking, or unauthorized access. Additionally, certain systems may malfunction due to natural disasters, misconduct by employees or service providers, or user error. In addition, in the event a cyber incident is directed at one of NorthStar's service providers holding its financial or investor data, the Adviser and its clients may be at risk of loss despite NorthStar's efforts to prevent and mitigate such risks. Importantly, there is a possibility that all risks have not been identified as technology is constantly evolving. NorthStar has an IT continuity plan to mitigate cybersecurity risks as much as possible.

Data Source Risks

NorthStar utilizes a variety of third-party data sources, including issuer provided information that are used to evaluate, analyze and formulate investment decisions. If these third-parties provide inaccurate data, client accounts may be negatively affected. While NorthStar believes its third-party data sources are reliable, there is no guarantee that the data received is accurate.

Government or Market Regulation Risks

Disruptions to the market and the increase in capital allocated to private funds, alternative investment strategies and socially responsible investments have led to increased scrutiny from regulators and the government. The Securities and Exchange Commission, Congress, state legislatures, and state securities administrators could impose additional regulation and disclosure on investment strategies or portfolios that claim to rely on environmental, social or governance (ESG) factors within its investment analysis.

Socially Responsible Investing Risks

Investing your portfolio in socially responsible investments carries the risk that under certain market conditions, the investment strategy may not perform as those that do not utilize a social change strategy. The application of this strategy will limit a client's exposure to certain sectors or types of investments. When NorthStar evaluates certain investments, it is dependent on information and data which may be incomplete, inaccurate, or unavailable, which could negatively impact the analysis of its social or environmental impact.

Item 9. Disciplinary Information

NorthStar and its employees have not been involved in any legal or disciplinary events.

Item 10. Other Financial Industry Activities and Affiliations

We do not have any financial industry affiliations.

At NorthStar we incorporate, to the best of our ability, legal and tax information from your other financial advisors including accountants, lawyers, outside trustees, financial planners, and real estate advisers. Our hope is that by maintaining contact with your outside advisors, the investing and allocation in your NorthStar account will reflect the entirety of your financial goals. We have close working relationships with several lawyers and accountants and can provide our clients with referrals if necessary. We do not receive any referral fees or compensation of any kind for our recommendations.

Each year we consolidate 1099s, charitable giving records, fee reports, capital gains, etc. for many of our clients, mail this information to the client's tax adviser, and consult with the adviser until the return is filed as necessary.

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

To manage any potential conflicts of interest involving personal trades, NorthStar has adopted a formal Code of Ethics, which includes formal Personal Securities Trading policies and reporting procedures and provides training on an annual basis. If you would like to review the full Code of Ethics for NorthStar, please let us know, and we will send that section of our compliance manual to you upon request and free of charge.

Ethical Principles

In addition to NorthStar's formal Code of Ethics, we require, among other things, that employees:

- Act with integrity, competence, diligence, respect, and in an ethical manner with the public, clients, prospective clients, employers, employees, colleagues in the investment profession, and other participants in the global capital markets;
- Place the integrity of the investment profession, the interests of clients, and the interests of NorthStar above one's own personal interests;
- Adhere to the fundamental standard that employees should not take inappropriate advantage of their position;

- Avoid any actual or potential conflict of interest;
- Conduct all personal securities transactions in a manner consistent with this policy;
- Use reasonable care and exercise independent professional judgment when conducting investment analysis, making investment recommendations, taking investment actions, and engaging in other professional activities;
- Practice and encourage others to practice in a professional and ethical manner that will reflect positively on themselves and on NorthStar;
- Promote the integrity of, and uphold the rules governing capital markets;
- Maintain and improve professional competence and strive to maintain and improve the competence of other investment professionals;
- Employees are expected to take full responsibility for all aspects of their jobs with wisdom and integrity while exhibiting superior judgment and respect for confidentiality in all company matters;
- Employees of NorthStar Asset Management, Inc. are required to understand clearly the values of the company and to follow rules created by the Securities and Exchange Commission to protect our clients and our reputation as an investment company charged with overseeing and investing our clients' assets.
- Many of our clients are members of family groups: spouses, husband and wife, siblings, parents and children, cousins, etc. Under no circumstances are supervised persons allowed to share any information, even if it is apparently of joint knowledge among both parties, with any other related party without explicit permission from all parties. This includes and is not limited to conversations about tax status, estate planning, charitable giving, cash flow analysis, investment goals or casual conversation about other, non-financial matters.

Fiduciary Statement

With respect to any investment advice (as defined in 29 CFR §2510.3-21) provided to an employee benefit plan ("employee benefit plan") (as defined in Section 3(3) of the Employee Retirement Income Security Act of 1974, as amended ("ERISA")) or to an individual retirement account ("IRA") (as defined in Section 408 of the Internal Revenue Code of 1986, as amended) (collectively, an employee benefit plan and IRA to be referred to herein as the "Retirement Investor"), NorthStar and its advisers acknowledge that it will act as a fiduciary, as defined in Section 3(21) of ERISA, with respect to the Account.

Impartial Conduct Standard

NorthStar and its advisors will provide investment advice that is in the best interest of the Retirement Investor and with the care, skill, prudence and diligence under the circumstances then prevailing that a prudent person acting in a like capacity and familiar with such matters would use in the conduct of an enterprise with a like character and with like aims, based on the investment objectives, risk tolerance, financial circumstances and needs of the client, without regard to the financial or other interests of NorthStar and its advisors. NorthStar and its advisors will not receive, directly or indirectly, compensation for its services that is in excess of reasonable compensation (as determined under ERISA and the Code) and will not make any materially misleading statements regarding the applicable fees, material conflicts of interest or any other matters relevant to the Retirement Investor's investment decision.

Item 12. Brokerage Practices

Though NorthStar may make a recommendation, clients may choose from two custodians with whom NorthStar works.

Some of the factors that NorthStar may consider when recommending a custodian include but are not limited to the following:

- Cash management experience
- Type and level of service provided
- Amount of assets under management
- Clients comfort with technology resources provided
- Costs
- Operational effectiveness

We discuss these factors with each potential client so that we can offer them advice on the appropriate custodian choice for them.

Brokerage Practices for Investment Management Clients

Ideally, Investment Management clients have their assets held either at Morgan Stanley (opting for a “wrap-fee” arrangement), or at Charles Schwab.

In placing trades in our Investment Management client accounts, we primarily transact through the custodian, but occasionally we will opt to purchase a security from an outside source. When a client chooses to have their account held at a custodian other than Morgan Stanley or Charles Schwab, the custodial/trading fees of that custodian will apply.

Where possible, we bundle trades to receive best execution. For example, if we are buying 100 shares of a stock in one account, 1000 shares in another, and 5 shares in a third account, we will submit an order with the trader to buy 1105 share of the stock. We will then split the executed buy between the 3 clients. This allows the client who is buying 5 shares to receive the same price as the client buying 1000 shares. If we enter a bulk order at a limit price that is not fully executed, we will allocate the shares proportionately to each client, based on the percentage of the overall trade that their desired shares represent. In this way, we do not give preferential treatment to any one client. We will then re-enter the trade the next day and the next until all shares have been executed.

We do not have any “soft dollar” arrangements.

Item 13. Review of Investment Management Accounts

We review each account at least quarterly. Client accounts are grouped together and reviewed by the portfolio management team. Our Research Analysts and other investment personnel may also attend reviews. Asset allocation, including cash positions, is evaluated based on the client’s individual needs (income needs, charitable giving, taxes, etc.).

Investment Management Account Reviews

We adjust our “buy list” periodically, and this may necessitate trimming partial or entire positions of one security and replacing that security with another. These decisions are made separate from the quarterly review process and tend to occur as a result of changing market conditions, risk analysis or a fundamental shift in our economic outlook or conditions at the company.

Clients receive printed or electronic quarterly reports consisting of account statement and a letter from NorthStar Staff. The client may consult with the CEO, Client Services, and/or their Investment Advisor at any time regarding their account status. The NorthStar account statements list individual holdings by category, including individual and aggregate values. The quarterly letter includes NorthStar’s general economic and investment outlook and a comparison of NorthStar’s overall client composite performance to the appropriate benchmarks.

Outside Investing Reviews

Outside Investments are monitored and assessed annually. Clients receive quarterly reports consisting of a printed or electronic account statement and a letter from NorthStar Staff. The client may consult with NorthStar at any time regarding their account status. The NorthStar account statements list individual holdings, the amount that has been invested, and the current valuation of each investment (as provided by the issuer). The quarterly letter includes NorthStar’s general economic and investment outlook and a comparison of NorthStar’s overall Investment Management composite performance to the appropriate public market benchmarks. Outside Investing account holdings vary widely from client to client and are not priced in public markets. NorthStar does not maintain composites for Outside Investing assets under management.

Item 14. Payment for Client Referrals and Other Compensation

We do not pay for Client Referrals.

Item 15. Custody

At this time, Investment Management clients hold their stock, bond, and money market assets at a qualified custodian outside of NorthStar. The choice of a custodian is determined with the client at the beginning of their relationship with NorthStar. All clients with investments in community loan funds or other non-traditional equity or debt investments (Outside Investments) will either hold securities themselves or the securities will be held by the issuer based on the client’s election. NorthStar does not have custody over these securities but will track and report these securities.

Under SEC Rule 206(4)-2, NorthStar may be viewed for regulatory purposes as having custody of certain client assets, if we or any of our personnel serves as trustee for an account, or if we have transactional access to an account, such as in the case of some managed Fidelity Giving Accounts where grants are made on behalf of a client.

Clients will receive monthly account statements directly from the custodian and quarterly statements from Fidelity Giving Accounts. If a client has a different custodian, they are required to send statements at least quarterly, and NorthStar receives duplicates of these statements. These statements will be sent to the address provided by the client and will be made available electronically upon request. Clients are encouraged to carefully review all statements promptly when they receive them. We also urge clients to

compare these account statements with the quarterly reports they will receive from us. Our reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies for certain securities. Because of the number of clients using Morgan Stanley as a custodian, we have opted to use Morgan Stanley monthly prices on all NorthStar quarterly reports. All custodial statements will generally exclude non-publicly tradable securities.

Should clients have any questions about discrepancies, they should notify us and/or their custodian as soon as possible. All accounts for which we are deemed to have custody are subject to an annual surprise audit by an independent accounting firm.

Item 16. Investment Discretion

We hold a “limited power of attorney” over most of our Investment Management client accounts. That gives us the authority to journal funds between each client’s personal accounts within the custodian, to select investments, to direct the custodian to mail checks to the client and to vote client’s proxies. This authority is granted to NorthStar through the client’s execution of the NorthStar Client Agreement and custodian paperwork. Non-discretionary clients must authorize us via a formal letter to gather information on their assets. Outside Investing and non-discretionary clients authorize purchases and sales of investments each time a transaction is made.

Item 17. Voting Client Securities

We outsource proxy voting on behalf of our Investment Management Clients. It is the firm’s policy to monitor events affecting the issuers as required to cast informed votes and to exercise its voting authority in a manner consistent with the best interest of the client, including aligned with firm and client social and environmental goals. Unless otherwise instructed by the client, NorthStar instructs our outside proxy voting service to adhere to our [Proxy Voting Guidelines](#) which are updated regularly as new issues arise. Proxy voting records are available on our website and updated annually. If a client has a particular interest in a proxy issue facing a holding in their portfolio, they should communicate directly with us so that we can discuss and request the service to vote the shares according to the client wishes. Additionally, if you would like information regarding the result of our vote on your behalf, please send us an email at clientservices@northstarasset.com or give us a call at 617-522-2635.

Item 18. Financial Information

NorthStar is an S Corporation registered with the State of Massachusetts. NorthStar has never filed for bankruptcy and is not aware of any financial condition that is expected to affect its ability to manage client accounts. **NorthStar does not require or solicit prepayments of more than \$1200 from clients six months or more in advance.**

ADV Part 2 B.

Our Portfolio Managers and Investment Advisors must meet all regulatory standards and professional designation requirements. Each manager and Investment Advisor must exhibit thorough understanding of the complex client relationship including, but not limited to, budgeting, investment selection, risk tolerance, and social criteria as well as strength in responding to the interrelationship between clients’ financial and emotional matters. We also invite our Investment Research Analysts and other investment personnel to participate in our portfolio review process.

Investment Advisors

Julie N.W. Goodridge, DOB 7/14/57

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|--------------|---|
| 1990-Current | Chief Executive Officer, NorthStar Asset Management, Inc. Chief Compliance Officer, NorthStar Asset Management, Inc. |
| 1987-1990 | Assistant Vice-President, Dean Witter |
| 1984-1987 | Account Executive, EF Hutton |
| 1983-1984 | Account Executive Trainee, Merrill Lynch |

Education:

Harvard University, Ed.M.

Boston University, BA

As a Portfolio Manager and Investment Advisor Julie provides financial planning expertise, works with the Chief Investment Officer and the portfolio management team to manage client portfolios. Julie, in conjunction with the CIO, oversees all shareholder activism activities.

Leslie E. Christian, DOB 9/15/47

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| 2012-Current | Senior Investment Advisor, NorthStar Asset Management, Inc., Integrated Capital Specialist, NorthStar Asset Management, Inc. |
| 1996 - 2012 | CEO, Portfolio 21 Investments |

Education:

University of California, Berkeley, MBA

University of Washington, BA

Industry Designations: Chartered Financial Analyst (CFA)³

Leslie is focused on the development of Integrated Capital, a new foundation and framework for portfolio management that accounts for the global risks of our time as well as the personal vision, values, and aspirations of each client. For NorthStar clients seeking to invest outside of the public stock and bond markets, Leslie researches private companies, non-profits, and funds with socially responsible missions.

Ashley Cohen, DOB 10/2/92

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| 2023 - Current | Director of Outside Investments, NorthStar Asset Management, Inc. |
| 2020 - 2023 | Outside Investments Advisor, NorthStar Asset Management, Inc. |
| 2015 - 2019 | Senior Investment Associate- Mission-Related Investing, Cambridge Associates |

Education:

Harvard Business School, MBA

Dartmouth College, BA

Ashley leads NorthStar's Outside Investment division and is an Investment Advisor on the team. She supports NorthStar's clients in identifying investment opportunities for social and environmental progress outside of the public stock and bond markets.

³ The Chartered Financial Analyst (CFA) designation is an international professional certification offered by the CFA Institute (formerly AIMR) to financial analysts who complete a series of three examinations. To become a CFA charterholder candidates must pass each of three six-hour exams, possess a bachelor's degree from an accredited institution (or have equivalent education or work experience) and have 48 months of qualified, professional work experience. CFA charterholders are also obligated to adhere to a strict Code of Ethics and Standards governing their professional conduct.

Paige Ryan, DOB 6/9/84

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| 2022 - Current | Investment Advisor, NorthStar Asset Management, Inc. |
| 2019 - 2022 | Registered Representative, Ameriprise Financial Services |

Education:

Emory University, BA

Industry Designations: Chartered Financial Planner (CFP)⁴

As an Investment Advisor, Paige provides financial planning expertise, interfaces with clients and communicates client information to the Portfolio Management team.

Elizabeth (Lizzie) Sanderson, DOB 1/4/92

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| 2023 – current | Senior Client Relationship Associate, NorthStar Asset Management, Inc. |
| 2017 – 2023 | Client Services Coordinator, NorthStar Asset Management, Inc. |
| 2014 – 2017 | Client Services Assistant, NorthStar Asset Management, Inc. |

Education:

Spelman College, BA

Lizzie supports the investment advisors in preparing for client meetings and ensuring that follow-up items from meetings are addressed. She is a liaison between clients, investment advisors and portfolio management. She also interfaces with clients, brokerage firms, accountants as necessary.

Portfolio Management, Investment Analysts and Shareholder Activism

Nimrit Kang, DOB 12/21/74

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| 2022-Current | Chief Investment Officer, Northstar Asset Management, Inc. Senior Portfolio Manager, Northstar Asset Management, Inc. |
| 2017 – 2022 | Portfolio Manager and Director of Research, Coho Partners |
| 2016 – 2017 | MissionSquare Retirement |
| 2004 – 2016 | DuPont Capital Management |

Education:

Harvard University, MBA
Virginia Tech, BS

Industry Designations: Chartered Financial Analyst ³

⁴ The Chartered Financial Planner (CFP®) designation owned and awarded by the Certified Financial Planner Board of Standards, Inc. CFP Board of Standards sets and enforces the requirements for CERTIFIED FINANCIAL PLANNER™ certification. CFP® certification is the standard of excellence for the financial planning profession. All CFP® professionals commit to CFP Board that they will comply with CFP Board's Code of Ethics and Standards of Conduct. This helps give clients confidence they're partnering with a financial advisor who will put them on the path to a secure future. To obtain the CFP® designation, the holder must: (1) complete CFP Board-approved coursework and a bachelor's degree from an accredited college / university; (2) pass the CFP® exam; (3) complete 6,000 hours of professional experience related to the financial planning process, or 4,000 hours of apprenticeship experience that meets additional requirements; and (4) commit to CFP Board to act as a fiduciary, which means acting in the best interests of the client at all times when providing financial advice.

Nimrit is a Senior Portfolio Manager and in charge of overall portfolio construction, strategic asset allocation and security selection. She oversees our investment research process. Nimrit works with Julie, research, activism and outside investments team to fully vet and incorporate investment ideas into balanced portfolios of equities, fixed income, outside investments and cash, through a lens of the changing economic, social, ecological and political landscape.

Whitney Nguyen, DOB 8/8/89

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| 2023 – current | Director of Impact Research |
| 2020 – 2023 | Investment Analyst and Shareholder Activism Associate NorthStar Asset Management, Inc. |
| 2017 – 2020 | Senior Investment Analyst, River and Mercantile Solutions |
| 2016 – 2017 | Investment Analyst, John Hancock Financial Services |
| 2014 – 2016 | Portfolio Modeling Analyst, John Hancock Financial Services |
| 2012 – 2014 | Research & Analytics Associate, Eaton Vance |

Education:

Northeastern University, BS

Industry Designations: Chartered Financial Analyst (CFA)³

Whitney supports Nimrit Kang in identifying new investment opportunities as well as keeping up to date with current investee companies. Whitney analyzes the social, environmental, and governance practices of companies NorthStar invests. Whitney uses Bloomberg, company announcements, company reporting and internet research to create a broad understanding of each security alone, and within the context of industry group analysis. She serves as a core member of the Research and Shareholder Activism Team.

Tenzing Tashishar, DOB 11/28/99

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| 2023 – current | Investment Research Analyst, NorthStar Asset Management, Inc. |
| 2021 – 2023 | Equity Research Associate, NorthStar Asset Management, Inc. |

Education:

Mount Holyoke College, BA

Tenzing joined NorthStar in 2021 as a Shareholder Activism and Equity Research Associate. A member of the research team, Tenzing analyzes the social, environmental, and governance practices of companies NorthStar invests. Tenzing supports Nimrit Kang in identifying new investment opportunities as well as keeping up to date with current investee companies. Tenzing uses Bloomberg, company announcements, company reporting and internet research to create a broad understanding of each security alone, and within the context of industry group analysis.

Leah Neff, DOB 10/07/2000

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| 2023 – current | Trading & Research Associate, NorthStar Asset Management, Inc. |
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Education:

Northeastern University, BS

Leah joined NorthStar in July 2023 as 2023 as a trader and research associate. A member of the research team, Leah analyzes the social, environmental, and governance practices of companies NorthStar invests. Leah supports Nimrit Kang in identifying new investment opportunities as well as keeping up to date with current investee companies.

Client Relationship Management

Julie Barthelemy, DOB 1/26/88

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| 2023 – current | Director of Client Service, NorthStar Asset Management, Inc. |
| 2019 – 2023 | Client Services Coordinator, NorthStar Asset Management, Inc. |
| 2016 – 2019 | Client Service Associate, Zevin Asset Management, LLC |
| 2014 – 2016 | Administrator, Zevin Asset Management, LLC |
| 2013 – 2014 | Administrative Assistant, Zevin Asset Management, LLC. |

Education:

University of Massachusetts Boston, BA

Ms. Barthelemy leads the client service team. In this capacity she interfaces with clients, brokerage firms, accountants as necessary to keep the portfolio management team apprised of client concerns, tax issues and liquidity needs.

Alexandra Dorfman, DOB 12/13/1995

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| 2023 - current | Client Service Associate, NorthStar Asset Management, Inc. |
| 2020 – 2023 | Success Program Coordinator, Bottom Line |

Education:

Tufts University, BS

Ms. Dorfman interfaces with clients, brokerage firms, accountants as necessary to keep the portfolio management team apprised of client concerns, tax issues and liquidity needs. She also manages the shareholder proxy voting process for our clients.

Ingrid Lucia Escobar, DOB 06/20/2000

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| 2023 – current | Client Service Associate , NorthStar Asset Management, Inc. |
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Education:

Simmons University, BS

Ms. Escobar interfaces with clients, brokerage firms, accountants as necessary to keep the portfolio management team apprised of client concerns, tax issues and liquidity needs.