

Item 5.a.i.

Consent Form for Mariner's Acquisition of AndCo Consulting

Clients first.



To Our Valued Clients

Happy New Year! We hope everyone had a wonderful holiday and we look forward to a great 2024 working together.

In last year's firm update letter, I shared AndCo's approach to strategic decision making and how corporate investment has always been run through the filter of "Does this put our clients' interests first?" This simple question has been the foundational tenant of AndCo since our inception nearly 25 years ago. While we have continued to pursue and refine the objectives of our corporate strategy through this lens over time, we have also listened to feedback from clients and prospects regarding their desire for additional high-quality, single-provider services in the institutional space, including participant education, financial wellness, and in some cases, the ability to help individual employees with retirement planning if requested by clients and/or plan participants.

As AndCo contemplated our future strategic position relative to the evolving needs of our clients and the institutional marketplace, we embarked on a thoughtful process of evaluating potential options that would enhance both our client relationships and the professional growth of our team members. We ultimately determined that partnering with a complementary firm to augment our services through enhanced infrastructure, human capital, and financial resources, was the best path forward for our clients and colleagues.

We are thrilled to announce that AndCo will be joining Mariner, a national advisory firm, as their new institutional platform. Mariner and AndCo share a strong cultural alignment focused on a client-first, objective approach.

Mariner's purchase of AndCo represents a new institutional vertical in Mariner's service offerings that will combine AndCo's experience, knowledge, and services in the institutional consulting space with Mariner's strong position in the wealth space. We will operate as one firm positioned to provide comprehensive services to our valued clients. Importantly, since Mariner does not currently have an institutional advisory practice, **the same AndCo team members currently supporting our clients will continue to deliver the same services, tools, and guidance our clients value.**

We have worked very hard over the years to earn your trust and we look forward to talking with you at our next meeting to share more information about this exciting new partnership and the consent process. If you have questions prior to our next meeting, please reach out to your consultant or to me directly via the contact information below as I would welcome the opportunity to speak with you.

We deeply value and remain committed to our client relationships. Thank you for your partnership and the opportunity to continue serving you.

Mike Welker, CFA
CEO

mikew@andcoconsulting.com

407-627-1801

Confidential information intended solely for the recipient and not for distribution to the public

AndCo Consulting – Mariner Acquisition Overview

The Basics:

AndCo Consulting will become “Mariner Institutional”

Mariner is a national wealth advisory firm

AndCo is an institutional investment consultant

Mariner is acquiring AndCo largely for its institutional consulting experience

2 key changes in April: AndCo’s ownership to Mariner and its name change to “Mariner Institutional”

The Delray Beach Police will be served by Brendon Vavrica and the AndCo staff that supports the relationship

About Mariner:

Mariner is a multidisciplinary financial services firm with \$122 billion in AUA* and 1,571 associates.

Headquartered in Overland Park, Kan. with 98 locations and serves clients across all 50 states.

Mariner’s Wealth Services:

- Wealth Management
- Estate Planning & Trust Services
- Tax Planning & Preparation
- Investment Banking, Valuation Advisory and Forensic Accounting Services
- Insurance Solutions
- Financial Wellness Platform and Coaching

*As of 12/31/23 and represents assets under management and assets under advisement for subsidiaries of Mariner Wealth Advisors, LLC



AndCo Consulting – Mariner Acquisition Overview

Technical Details:

AndCo is being acquired by Mariner, LLC in a stock purchase transaction

AndCo will become a wholly owned subsidiary of Mariner on April 2, 2024

AndCo's name will be changed to be referred to as "Mariner Institutional"

AndCo (Mariner Institutional) will continue to exist as a separate SEC registered investment adviser post transaction

AndCo (Mariner Institutional) will continue to have its own Form ADV

AndCo (Mariner Institutional) client contract remains in place as clients will continue to be serviced by the same RIA

Client consent required due to the transaction being considered a 'change in control' and deemed an assignment by the SEC

This material is intended for informational and educational purposes only. The views expressed do not take into account any individual personal, financial, or tax considerations. As such, the information contained herein is not intended to be personal legal, investment, or tax advice or a solicitation to engage in a particular plan or strategy. All Information is as of the dates indicated.

Clients first.



Consent for Assignment of Investment Advisory Contract

AndCo Consulting, LLC (“AndCo”) has entered into a membership interest purchase agreement with Mariner, LLC (“Mariner”) with an anticipated close date of April 2, 2024 (“Effective Date”). AndCo will be joining Mariner, a national advisory firm, as their new institutional platform. Mariner and AndCo share a strong cultural alignment focused on a client-first, objective approach.

As previously communicated, you will continue to be serviced by the same consulting team and pursuant to the same terms and conditions as contained in your investment advisory contract with AndCo (“Contract”). However, this acquisition by Mariner is considered a change in control, and therefore deemed to be an assignment of your Contract. Under SEC rules we are required to notify you in advance and obtain your consent for this Contract assignment. Accordingly, we will presume that you have given your consent to the assignment of your Contract as of the Effective Date if you do not affirmatively object in writing within 60 days after receipt of this notification. Please note that all terms and conditions of the existing Contract will remain in full force and effect.

If you have any questions, please reach out to your consulting team or feel free to directly contact our Chief Compliance Officer, Sara Searle, at (407) 627-1812 or SaraS@andcoconsulting.com. We greatly appreciate your support during this process.

AndCo Consulting, LLC

By: Sara Searle

Name: Sara Searle

Title: Chief Compliance Officer

Date: January 16, 2024

Client Name: City of Delray Beach General Employees' Retirement Plan

NOT REQUIRED - Optional Signature

Although not required, if you would prefer to provide your written consent to the assignment of your Contract under this change in control, you may do so by signing and dating this document in the space provided below and returning a signed copy to us (by mail or email).

By Mail:

AndCo Consulting, LLC

Attn: Chief Compliance Officer

531 W Morse Blvd, Suite 200

Winter Park, FL 32789

By Email: Compliance@andcoconsulting.com

By: _____

Name:

Title:

Date: