

Cover Page - Form ADV Part 2A

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Disclaimer: This brochure provides information about the qualifications and business practices of Remick Capital, LLC. If you have any questions about the contents of this brochure, please contact Ben Hacker at (503) 702-2712 or ben@remickcapital.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. Remick Capital, LLC is a Registered Investment Advisor (RIA) with the state of Oregon, but the term Registered in this context does not imply a certain level of skill, only that Benjamin Hacker has passed the Investment Advisor Law Exam (Series 65).

Additional information about Benjamin Hacker and Remick Capital, LLC also is available on the SEC's website at www.adviserinfo.sec.gov.

Material Changes

The only major update from the prior Form ADV Part 2A for Remick Capital (March 2011) was to make grammatical changes to this document. No material changes in content were made.

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Material Changes

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Advisory Business

Remick Capital is a private Investment Advisory business that is 100% owned by Benjamin Hacker and registered in the State of Oregon since November 2006. The firm has only one employee (Mr. Hacker) and from the perspective of any client and any documents on the Remick Capital website, Remick Capital and Ben Hacker can be used interchangeably.

The core service Remick Capital provides is the discretionary management of investment accounts in the same way that I (Benjamin Hacker) manage my own personal portfolio. Client portfolios are invested into bonds, stocks, mutual funds, and equity options that I own in my personal portfolio. A less common service also offered is the recommendation and review of how to invest non-discretionary accounts that can't be managed like other Remick Capital accounts such as employer sponsored 401(k) plans.

As a general statement, I do not tailor management of client accounts to individual client needs. The sole exception is for clients in retirement who may require a lower volatility investment option for a *portion* of their assets; in this case alternatives can be discussed. In all other cases, the expectation is that client portfolios will always be managed in the same style as my own personal portfolio.

Below is a summary of total discretionary assets under management (AUM) that Ben Hacker manages. The number of non-discretionary accounts to which I provided services to in 2010 was zero (0).

<u>AUM and Discretionary Performance Composite</u>	<u>YE 2007</u>	<u>YE 2008</u>	<u>YE 2009</u>	<u>YE 2010</u>	<u>Q1 2011</u>
<i>Remick Capital Accounts Managed in the Core Style</i>	11	15	19	30	32
<i>Remick Capital Accounts Managed for Income / Retirement</i>	0	0	0	1	1
<i>AUM for Remick Capital Core Style</i>	\$0.31m	\$0.31m	\$1.06m	\$2.42m	\$2.68m
<i>AUM for Remick Capital Income / Retirement</i>	\$0m	\$0m	\$0m	\$0.10m	\$0.15m

Fees and Compensation

The standard Remick Capital fee structure is as follows:

- 1.25% annually on assets of less than \$100,000 under management.
- 1.10% annually on assets between \$100,000 and \$250,000 under management.
- 1.00% annually on assets over \$250,000 under management.

Any brokerage fees and commissions charged by the custodian are deducted from the advisory fees each quarter, and remaining amount is billed at the end of the quarter, directly from each client's account.

For income / retirement accounts, a flat fee of 0.5% annually with no commission rebate is the fee structure.

For non-discretionary account advice, fees are variable, and based primarily on account complexity, and range from \$150 to \$500 for a one time assessment.

Fees are negotiable.

Performance-Based Fees

For clients who are 'qualified' per [SEC rule 205-3](#), I also offer a performance based fee arrangements of 25% of the annualized account profit above 6%, subject to a high water mark.

At this time, no clients of Remick Capital have opted for the performance based fee arrangement.

Types of Clients

Remick Capital offers its services to all kinds of clients including trusts, corporations, and individual investors of all account sizes (from <\$10k accounts to >\$500k accounts) but at the time of this filing, only individual clients are using Remick Capital services. Minimum account sizes for clients of all types is either \$20,000 in starting assets, or a minimum monthly investment of \$300.

Methods of Investment Analysis, Investment Strategies and Risk of Loss

Remick Capital's focus is on fundamental value investing. Whether purchasing a stock, bond, or any other investment instrument, the goal is to determine a fair value of the security by analyzing the fundamentals of the asset, and then purchasing the security at a discount to the fair value. The fundamental asset value is determined by the expected cash an asset can generate overtime adjusted for the associated risk of those cash flows.

The primary kinds of investments that Remick Capital focuses on are common stocks, preferred stocks, bonds, and stock options. While there are many associated risks with each of these kinds of investment instruments, the key risks are highlighted below along with which of the above investments they apply:

Inflation Risk – This risk is ever present in investing. Inflation represents the risk that currency(ies) will lose purchasing power over time. For stocks, inflation can cause business uncertainty which can impact corporate profits, and the prices stock can be sold at in public markets. Additionally, inflation has negative tax impacts because even if stock prices rise with inflation (stocks represent real assets that appreciate with inflation), US tax rules will penalize investors by taxing inflation gains in price increases even though such increases generate no additional purchasing power. While inflation is dangerous for stocks for the above reasons, inflation carries more risk for bond and preferred stock purchases. This is because bonds / preferreds pay a fixed rate of interest in a constant currency. As a currency devalues (decreases its purchasing power), bonds devalue at exactly the same rate since they have no ability (in general) to pass through inflation like businesses do.

Volatility Risk – Over time through many business cycles and times of economic uncertainty, stocks and bonds have generally returned positive returns above inflation. However, in the short term, both bond and stock prices can gyrate substantially. This price volatility is sometimes correlated with a change in business prospects of the company, but oftentimes the volatility is unrelated to (or an exaggerated version of) the underlying business change. It is therefore essential for investors to recognize that volatility can be a very dangerous risk in the case that their investment capital is urgently needed for spending. My position on the risk of volatility is to require clients to invest with at least a 3 year (and preferably 5-7 year) investment horizon to insure that capital will not need to be extracted to meet near term needs from volatile equity and (to a somewhat lesser extent) bond investments.

Changing Business Prospects – Another fundamental risk of investing in a business through equity (common stock) or debt (bonds / preferred stock) is that the business will begin to perform poorly and thus reduce the value of our ownership claim. This risk of poor performance can come from issues that develop within the company, its management, government regulation, or it could come from a general economic slowdown which may impact many similar companies. This risk is ever present and has impacts on all kinds of investment securities.

The Risk of Being Wrong – While full analysis can help predict various outcomes that will affect the business, it is never possible to know everything. There are many very intelligent people competing for investment returns in the world and the vast majority of them are very savvy. From time to time it will happen that our investments will in retrospect turn out to be poorly chosen. The goal of investing is to limit the losses, and hopefully be proven right more often than not.

Mitigation of Risks – There are three major ways I approach mitigating the above risks:

- 1) *Buying at a good value*: This helps to provide a margin of safety for unknown outcomes and the above risks. This margin of safety is a fundamental part of the Remick Capital investment process.

- 2) *Robust Businesses*: In general Remick Capital attempts to buy businesses that can survive and thrive under a variety of economic, political, and business outcomes. This helps to mitigate low probability but high severity negative developments that can sometimes take place.
- 3) *Diversification*: Remick Capital will invest in a variety of securities that will hopefully have different price behaviors to the above risks which should help to mitigate some of the price shocks that can impact investments.

Disciplinary Information

Remick Capital and Benjamin Hacker have not had any disciplinary action by any securities regulatory body.

Other Financial Industry Activities and Affiliations

Remick Capital has no affiliation with any financial service industry entity and does not accept any payments, soft dollars, or kickbacks of any kind from any institution in this industry and never will.

The only other investment related business that Benjamin Hacker is a part of is a private partnership (investment club) called Technically Related which has been in operation since 2003 in which his personal stake is approximately \$10k.

Code of Ethics

The investment business presents many opportunities for conflicts of interest between advisors and clients. At Remick Capital the goal is to make client portfolios look as close as possible to Ben Hacker's personal portfolio. When possible all clients purchase shares of stocks or bonds at similar to identical prices as I do. In the case of illiquid purchases where all clients won't be able to buy as many shares as desired, I will place my trades at lower priority for execution than Remick Capital client portfolios. In situations where due to either timing, cash inflows / outflows, or other reasons, purchases and holdings aren't made in similar sizes or quantities or at the same times, I will work over time to adjust the portfolios as it makes sense to slowly make the account to look as close to the target portfolio average over time.

For this reason, Remick Capital aggregate compiled performance data will always be slightly different than the individual returns for each client, but the goal is that over time there is a high correlation between client accounts (especially the larger account sizes).

Brokerage Practices

I have chosen one of the only Brokerages (OptionsXpress / BrokersXpress) who will deal with smaller investment advisors as the default broker for Remick Capital clients. It is my belief that the services, prices and execution quality of this broker are as good as almost any other broker, but to insure there is no perceived or real conflict of interest, Remick Capital rebates all fees, costs, and commissions levied by the broker to Remick Capital clients via an advisory fee reduction at the end of each quarter.

Any client who wishes for whatever reason to use a different broker may do so, but Remick Capital retains the right *not* to waive brokerage fees from any other brokers.

Remick Capital does not have a limitation of products introduced by any broker that can be provided to clients, and is in no way compensated by the broker for purchasing certain kinds of products. The goal is to be able to provide the best risk adjust returns for clients after all costs, regardless of what investment may get us there.

Review of Accounts

I review all accounts at least quarterly. The reviews primarily consist of insuring that each client account(s) is invested in an appropriate fashion with respect to the reference portfolio (Mr. Hacker's personal account).

Clients also receive a written statement directly from Remick Capital each quarter which shows in simple form what securities they own, the performance of the account with respect to the market index, and the quarterly fees levied by Remick Capital.

Client Referrals and Other Compensation

I encourage clients who are satisfied to refer new clients to Remick Capital, but no referral source of any kind is compensated in any way.

Custody

Remick Capital does not maintain physical custody of clients' investment assets. This function is done by the broker. The client broker recommended by Remick Capital is BrokersXpress (as subsidiary of OptionXpress) which sends client statements monthly if any transactions occurred and quarterly at a minimum. These statements from the custodian should be the reference for clients as to what their holdings and asset values are.

Investment Discretion

All Remick Capital clients are managed on a discretionary basis. Some discretionary clients also pay for advice on outside accounts (such as a 401(k) account), but this is not common. In order to take discretionary authority over an account there are two main requirements: The first is for the client to sign the Remick Capital contract agreement which outlines the discretionary agreement between Remick Capital and the client, and the second is a limited power of attorney or trading authority agreement that the client signs which provides the broker / custodian with the appropriate confirmation of the agreement for discretionary trading authority that Remick Capital holds over the client accounts.

It is important to understand that discretionary trading authority means two things for the client: First is that Remick Capital can make trading decisions without the clients prior consent, and the second is that the client may not make trades on their own behalf (withdrawals and deposits are still allowed).

Voting Client Securities

Remick Capital does not offer the ability to vote the shares of clients. That task is left up to the individual clients discretion.

Financial Information

No disclosures for Remick Capital financial information required.

Requirements for State Registered Advisors

Remick Capital currently has only one representative, Benjamin Hacker, who handles all company duties.

Mr. Hacker holds a Bachelor's Degree from Oregon State in Electrical Engineering (2004) with a minor in Business. Mr. Hacker passed the Investment Advisor Law Exam (Series 65) in 2006 and became a registered Investment Advisor Representative upon founding Remick Capital at the end of that year.

Mr. Hacker currently holds a full time job with Intel Corporation (and has since 2004) as an engineering / business person in addition to his full time duties at Remick Capital.