

# Proxy Voting Policy and Procedures

## Introduction

Arista Wealth Advisors has adopted and implemented policies and procedures that we believe are reasonably designed to ensure that proxies are voted in the best interest of our clients, in accordance with our fiduciary duties and SEC rule 206(4)-6 under the Investment Advisers Act of 1940. In addition to SEC requirements governing advisers, our proxy voting policies reflect the fiduciary responsibilities for ERISA accounts set out in Department of Labor Bulletin 94-2, 29 C.F.R. 2508.94-2 (July 19, 1994).

## Statement of Policies and Procedures

Our responsibility for voting client proxies is limited to those clients who have given us authority to vote.

In regard to corporate governance issues, Arista will vote on the basis of what we believe to be the interest of the shareholder. In that regard, we occasionally vote against management.

In regard to Compensation plans, Arista will vote in favor of proposals by management or shareholders concerning various compensation and stock option plans that will act to make management and employee compensation more dependent on long-term stock price performance.

In regard to issues of social responsibility (broadly defined) we vote with management unless instructed differently by clients.

Due to the nature of Arista's business and its small size, it is unlikely that conflicts of interest will arise in voting the proxies of public companies, because Arista Investment Advisors does not do investment banking, or manage or advise public companies. In the event a conflict does arise, it will be confirmed by discussion with the other proxy voters. If it is decided that there is a conflict that is dealt with under any of the sections above, the proxy will be voted strictly according to the guidelines set forth above, unless this directly conflicts with client instruction. In that event, Arista's policy to obtain consent for the vote is to disclose the conflict to the client and provide them with sufficient information regarding the matter in order to make an informed decision.

## Procedures

Custodian banks are directed by the clients to forward proxy materials directly to us. Each proxy ballot received is matched to the securities to be voted, and a reminder is sent to any custodian that has not forwarded the proxies within a reasonable time. A "Voting Record" is updated as ballots are received. "Proxy Report" sheets are prepared for the appropriate company and any exceptions to voting with Management on all special issues. A member of the administrative Portfolio Team responsible for the client for whom the special issues apply also reviews the Proxy Voting Report to ensure consistency with the client's request. All voting ballots are then registered online at proxyvote.com. For those clients who have requested it, we send out a notice of our vote. This is sent in some cases as a record of an actual vote and in other cases as a guideline for those voting proxies themselves.

## Recordkeeping

As required by Rule 204-2(c), we will maintain:

1. a copy of these policies and procedures;
2. proxy statements received regarding client securities;
3. a record of each vote cast;
4. a copy of any document created by us that was material to making a decision how to vote proxies on behalf of a client or that memorializes the basis for that decision; and
5. each written client request for proxy voting records and our written response to any (written or oral) client request for such records.

All proxy-voting records are maintained in an easily accessible place for a period of five years, the first two in our office.

Clients may request a copy of these policies and procedures, which may be updated from time to time, or for information regarding how proxies were voted, by contacting:

Karin J. Lopez-Gerber  
Arista Wealth Advisors, LTD.  
255 Washington Avenue Extension  
Albany, NY 12205

Please make all requests in writing. Also, proxy voting policies and procedures are summarized in Part II of the firm's Form ADV, which is available upon request.