

ITEM 1 – COVER PAGE

# FORT WASHINGTON INVESTMENT ADVISORS, INC.

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[www.fortwashington.com](http://www.fortwashington.com)

Wrap Fee Program Brochure  
Part 2A-Appendix 1 of Form ADV  
March 28, 2024

This Wrap Fee Brochure (“Wrap Brochure”) provides information about the qualifications and business practices of Fort Washington Investment Advisors, Inc. If you have any questions about the contents of this Wrap Brochure, please contact us at 513.361.7600 or at our website [www.fortwashington.com](http://www.fortwashington.com), under the “contact” section. The information in this Wrap Brochure has not been approved or verified by the United States Securities and Exchange Commission (the “SEC”) or by any state securities authority.

Fort Washington Investment Advisors, Inc. is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training.

Additional information about Fort Washington Investment Advisors, Inc. is also available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## ITEM 2 – MATERIAL CHANGES

Fort Washington’s Form ADV Part 2A Appendix 1, dated March 28, 2024, was prepared in accordance with SEC requirements and contains no material changes from its initial filing (filed on September 29, 2023).

You may obtain a copy of our Wrap Brochure by contacting Michele Hawkins, Chief Compliance Officer, by phone at 513.361.7652, or by email at [michele.hawkins@fortwashington.com](mailto:michele.hawkins@fortwashington.com). You also may obtain our Wrap Brochure on our website [www.FortWashington.com](http://www.FortWashington.com), free of charge. The Wrap Brochure can also be found at: <https://meetfabric.com/legal>.

Additional information about Fort Washington is also available via the SEC’s web site [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

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## ITEM 4 – SERVICES, FEES AND COMPENSATION

### GENERAL INFORMATION

Fort Washington Investment Advisors, Inc. (“Fort Washington,” “us,” “our,” or “we”) is a wholly owned subsidiary of Western & Southern Investment Holdings, LLC and the primary investment arm of Western & Southern Financial Group, Inc. and its insurance affiliates. We are registered with the SEC pursuant to Section 203 of the Investment Advisers Act of 1940, as amended (the “Act”). We were incorporated in 1990 under the laws of the State of Ohio. Our principal place of business is located in Cincinnati, Ohio.

### SERVICES

Fort Washington serves as the investment adviser for non-discretionary wrap model portfolios (the “UGMA Wrap Fee Program”) through its affiliate and solicitor, Fabric Technologies, Inc. dba Fabric by Gerber Life (“Fabric”). Fabric operates a website (<https://meetfabric.com>) and mobile application that provides access to, among other products and services, child investment accounts (each, an “Account”) under the Uniform Gifts to Minors Act (“UGMA”) (also known as the Uniform Transfers to Minors Act) as adopted in each state. More information about Fabric, including Fabric’s terms of service applicable to Accounts, is available at [meetfabric.com/legal](https://meetfabric.com/legal).

Accounts are owned by a parent or other custodian (the “Client”) for the benefit of a named child beneficiary. Funds in the Account must be used for the child. We presume the Client is carrying out her or his duties in accordance with law, and we have no duty or obligation whatsoever to monitor or ensure that the acts of the Client are conducted according to law or for the child’s benefit. We are not responsible to either the Client or the child for monitoring the age or eligibility of a minor for an Account, even though our records may include the minor’s date of birth, and we will not send any notices regarding the termination of the Account for such reasons to anyone except and unless explicitly required to do so by state law. It is the Client’s responsibility to properly distribute the funds in the Account, including upon the child’s death.

Through Fabric’s platform, Fort Washington offers non-discretionary investment management services based on the Client’s goals, objectives, and time horizon. Clients complete an online questionnaire that assists in the Client’s selection of the most appropriate model based on information outlined in the questionnaire. The Client decides whether to open an Account, and the Client chooses one of five model portfolios. Before making these decisions, you should evaluate and decide if other programs and investments might be more appropriate for your investment goals and needs.

Accounts can be invested in one of five model portfolios (each, a “Model Portfolio”). Below are general descriptions of each Model Portfolio. This is for presentation purposes only and is not exact measurement of security holdings; actual holdings will be different.

- Conservative - 20% equity / 80% fixed income securities
- Moderately conservative – 40% equity / 60% fixed income
- Moderate – 60% equity / 40% fixed income
- Moderately aggressive – 80% equity / 20% fixed income
- Aggressive – 100% equity / 0% fixed income

The Model Portfolios are constructed using the following asset classes. The specific classes included in each Model Portfolio will change over time as economic factors change.

- US Large Cap Equity
- US Small Cap Equity
- International Equity
- Fixed Income

The only securities available in the Model Portfolios are exchange-traded funds (“ETFs”). ETFs sponsored by Fort Washington’s affiliates or sub-advised by Fort Washington will not be used in the Model Portfolios.

### **FEES**

Clients pay a monthly fee in advance at a rate of \$3.00 per month for a single Account or \$5.00 per month for more than one Account (the “Monthly Fee”). For administrative convenience, the Monthly Fee may be collected by Fabric on Fort Washington’s behalf. Clients are not required to maintain a minimum account balance, however \$20 is required to open an account.

All brokerage commissions, stock transfer fees, and other similar charges incurred in connection with transactions for the Account will be paid out of the Monthly Fee and not the assets of the Account. In addition, all custodial fees will also be paid out of the Monthly Fee and not the assets of the Account. The Monthly Fee paid is separate and distinct from the fees and expenses charged by ETFs in which we may invest client assets. These fees and expenses are described in each ETFs' prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the ETF also imposes sales charges, a client may pay an initial or deferred sales charge.

### **COMPENSATION**

Neither Fort Washington nor any representatives of Fort Washington receive any additional compensation for the participation of Clients in the UGMA Wrap Fee Program. However, the compensation received may be more than what would have been received if Clients paid separately for brokerage and other services.

Fort Washington will not charge a performance fee for Accounts.

Fort Washington provides advisory services to wrap fee programs, as well as, advisory services to individual clients in connection with third-party separately managed account (“SMA”) programs. Fort Washington provides the same advisory services under both wrap fee and third-party SMA programs as we provide to our other separate account clients, except that Fort Washington generally does not communicate directly with an advisory client without the participation of the wrap fee sponsor/solicitor or SMA-sponsoring firm. Rather, clients choose our services with the assistance of the sponsor/solicitor. The client's selection generally is based on the compatibility of our investment services and strategies with the client's investment objectives.

## **ITEM 5 – ACCOUNT REQUIREMENTS AND TYPES OF CLIENTS**

Fort Washington provides non-discretionary investment advisory services to natural persons who are (i) legal U.S. residents, and (ii) pass identity verification protocols. The child beneficiary of each UGMA Account must also be a U.S. resident with a valid social security number and must be under the age of 15 at the time the Account is opened on the child’s behalf. As described in Item 4, there is no minimum account size. However, \$20 is needed to open an Account. Fort Washington’s UGMA Wrap Fee Program is restricted to non-discretionary UGMA investment advisory accounts solicited and facilitated by Fabric.

## ITEM 6 – PORTFOLIO MANAGER SELECTION AND EVALUATION

Fort Washington personnel are responsible for the establishment of model portfolios and the management and oversight of the Accounts. Fort Washington provides portfolio management services for the Accounts via an online interface through Fabric. Fort Washington has designed model portfolios to be executed in an automated fashion, in lieu of traditional in-person investment advice. You choose the Model Portfolio based on your time horizon, and investment objectives, among other factors. The aforementioned investment objective items are documented at the opening of each client account.

Through this arrangement, Fort Washington will request authority to execute transactions based on the Model Portfolio selected by the Client. If Fort Washington updates the Model Portfolio, the Client will be notified in advance and offered an opportunity to change to another Model Portfolio. Clients with Accounts participating in the UGMA Wrap Fee Program will not pay additional transaction fees; as outlined in Item 4, Fort Washington will charge Clients one fee and pay all transaction fees using the collected advisory fee. Certain other fees such as charges imposed directly by ETFs will be paid separately by the Client, as described in Item 4.

Personnel knowledgeable about the management of the Account are available for Client consultation upon reasonable request.

Fort Washington will not select any third-party portfolio managers and will be the sole portfolio manager for the management of the UGMA Wrap Fee Program. Fort Washington reviews the performance of the Model Portfolios and underlying ETFs quarterly and will make adjustments as needed to meet our fiduciary responsibilities.

Only ETFs that have been vetted and approved by Fort Washington's Due Diligence Committee ("Committee") are available for Model Portfolios for the Accounts. The Committee, comprised of senior leadership across Fort Washington, conducts a rigorous evaluation process to ensure each investment is in line with our Client's objectives and goals. Each model is monitored to evaluate its continued appropriateness based on the Model Portfolio's objective.

Fort Washington constructs various asset allocation options in the form of different Model Portfolios for the UGMA Wrap Fee Program to accommodate Client investment objectives, time horizons, and other factors. Fort Washington is responsible for determining the particular asset classes and asset allocations that are appropriate for the Model Portfolios. Fort Washington will periodically review the asset allocations of each Model Portfolio and may recommend adjustments to funds or weightings as necessary. These changes may occur due to shifting market dynamics or other reasons and will be implemented by Fort Washington on behalf of the Client to adhere to the Client's selected Model Portfolio, subject to the Client's negative consent (i.e. the Client will be told in advance of the change and given the opportunity to change Model Portfolios).

Investing in securities involves risk of loss that Clients should be prepared to bear, including loss of the entire amount invested by the Client. Fort Washington cannot guarantee any level of performance or that any Client will avoid losses in his or her Account. Investments in the Account are subject to various market, volatility, liquidity, asset and sector specific risks, and other risks inherent in investing. There is no assurance that Fort Washington will achieve the Client's investment objective or produce intended results.

### Voting Client Securities

Fort Washington does not have the authority to vote Client securities for the Accounts. Clients are responsible for voting proxies on behalf of their Accounts.

Clients are responsible for instructing their custodian to forward copies of all proxies and shareholder communications to the Client.

Fort Washington will neither advise nor act on behalf of the Client in legal proceedings involving companies whose securities are held in the Client's Account(s) including, but not limited to, the filing of "Proofs of Claim" in class action settlements. If desired, Clients may direct us or their custodian, in writing, to transmit copies of class action notices to the Client or a third party. Upon such direction, we will make every reasonable effort to forward such notices in a timely manner.

## **ITEM 7 – CLIENT INFORMATION PROVIDED TO PORTFOLIO MANAGER**

Client information will be provided to Fort Washington from Fabric as required to open an Account within the UGMA Wrap Fee Program. This information includes the Client's investment time horizon, net worth, investment goals, and other personal information. This information will be used by the Client to determine the appropriate Model Portfolio. As circumstances change for the Client, there will be the opportunity to change the selected Model Portfolio to better align with updated investment objectives.

To facilitate the opening of the Account, the information above is provided to the Client's custodian, Apex Clearing Corporation, a registered broker-dealer and member FINRA/SIPC ("Apex"). Account funding and gifting is facilitated using the Dwolla, Inc. ("Dwolla") platform and technology. Important information about Apex and Dwolla are available on Fabric's Legal webpage. Apex and Dwolla are not affiliated with Fabric or Fort Washington.

It will be the Client's responsibility to advise Fort Washington of any changes or modifications to the Client's selected Model Portfolio, as well as any specific investment restrictions applicable thereto and to give Fort Washington prompt written notice if Client deems any investments within the Model Portfolio or made for the Account to be in violation of such objectives or restrictions. Unless Client notifies us in writing of specific restrictions, the investment made on behalf of the Account shall be deemed not to be restricted by virtue of the terms of any other contract or instrument purporting to bind Client or Fort Washington.

## **ITEM 8 – CLIENT CONTACT WITH PORTFOLIO MANAGERS**

The UGMA Wrap Fee Program is designed to be digital-first, meaning Clients will be able to handle their Account servicing needs, including viewing balances, adjusting investment objectives, updating personal information, and depositing and withdrawing funds, all through the Fabric mobile application or website. Clients are encouraged to contact Fabric directly via email should they have questions or need assistance with administrative or platform-specific questions. Fabric will coordinate with Fort Washington on any questions or needs associated with investment advice. However, there are no restrictions on a Client's ability to contact and consult with Fort Washington in connection with the UGMA Wrap Fee Program.

## ITEM 9 – ADDITIONAL INFORMATION

### Disciplinary Information

We are required to disclose any legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management. Our firm and our management personnel have no reportable legal or disciplinary events to disclose.

### Other Financial Industry Activities and Affiliations

Fort Washington has relationships or arrangements that are material to its advisory business and its clients with related persons (i.e. affiliates) as described below.

### Broker-Dealers

Fort Washington is affiliated with the following broker-dealers:

- Touchstone Securities, Inc.
- W&S Brokerage Services, Inc.

Fort Washington does not execute securities transactions with W&S Brokerage Services, Inc.

### Investment Advisers

Fort Washington is affiliated with the following registered investment advisers:

- Touchstone Advisors, Inc.
- Eagle Realty Capital Partners, LLC
- W&S Brokerage Services, Inc. (Fort Washington sub-advises a wrap fee program sponsored by this affiliate)

### Investment Companies

Fort Washington is a sub-adviser to our affiliate, Touchstone Advisors, Inc. ("Touchstone") on several mutual funds, Variable Series Trusts, and ETFs which Touchstone advises.

### Insurance Companies

Fort Washington is affiliated with the following insurance companies and serves as an investment adviser to each of them:



- The Western and Southern Life Insurance Company
- Western-Southern Life Assurance Company
- Integrity Life Insurance Company
- National Integrity Life Insurance Company
- Columbus Life Insurance Company
- The Lafayette Life Insurance Company
- Gerber Life Insurance Company

### Conflicts of Interest

As described above, Fort Washington is part of the Western & Southern Financial Group (“WSFG”), which includes insurance companies, broker-dealers, other investment advisers, and other financial services companies. Members of WSFG provide a wide range of insurance, investment, and other financial service products. Some officers or directors of Fort Washington also serve as officers or directors of affiliated companies. Some employees of Fort Washington also serve as employees of affiliated companies. As a result, the businesses and interests of Fort Washington and its affiliates give rise to potential conflicts of interest of which potential clients should be aware and that could disadvantage advisory accounts.

Fort Washington provides investment advisory services to advisory affiliates and their clients. Similarly, some of our investment professionals and other employees who are officers of advisory affiliates provide other services to those affiliates and their clients.

From time to time, Fort Washington executes various trading strategies for certain clients that may conflict with the trading activities of other clients, as well as the trading activity of our advisory affiliates or related persons. We and our related persons engage in proprietary trading or investing, in instruments of all types, including those that our clients may purchase, sell, or hold. We monitor our trading activities and seek to ensure objectively that all clients are treated fairly and equitably over time, and that our trading for proprietary accounts and related-person accounts are not favored over our other clients. Our advisory affiliates and other related persons have their own trading operations, which operate separately from our trading operations.

### Code of Ethics and Personal Trading

Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct. Fort Washington and our personnel owe a duty of loyalty, fairness, and good faith towards our clients and have a fiduciary obligation to adhere not only to the specific provisions of the Code of Ethics, but to the general principles that guide the Code of Ethics.

Our Code of Ethics defines personnel as either a Supervised Person or an Access Person:

- Supervised Persons are directors, officers, general partners, and advisory personnel of Fort Washington.
- Access Persons have access to non-public information regarding any client's purchase or sale of securities and/or portfolio holdings, are involved in the making or have access to securities recommendations to clients, or are an employee of Fort Washington.

Supervised Persons must take the following steps when making personal securities transactions:

- Report initial holdings [including in our affiliated or sub-advised mutual fund(s)]
- Certify all holdings on a quarterly and annual basis
- Pre-clear certain transactions

Access Persons must take the following steps when making personal securities transactions:

- Report initial holdings [including in our affiliated or sub-advised mutual fund(s)]
- Certify all holdings on a quarterly and annual basis
- Pre-clear certain transactions
- Three-Day Blackout Period on certain transactions
- 30-Day Holding Period on certain transactions

Other procedures regarding other potential Conflicts of Interest include:

#### Confidentiality

Our firm prohibits the use of material non-public information. Where we have access to non-public information, all employees are reminded that such information may not be used in a personal or professional capacity and is subject to our Insider Trading Policy.

#### Gifts

Typically gifts of a nominal value may be offered or received. Gifts in excess of \$100, whether individual or in aggregate must be pre-cleared and pre-approved by the President & CEO and the Compliance department. Fort Washington's Political Contributions Policy, which aims to ensure compliance with SEC Rule 206(4), however, places significant restrictions on the ability of Fort Washington, its employees, officers, directors, and other affiliated entities to make political contributions.

#### Outside Business Activities

Any outside business activity involving a non-affiliated company must be pre-approved.

Our Code of Ethics is designed to assure that the personal securities transactions, activities, and interests of our employees will not interfere with (i) making decisions in the best interest of advisory clients, and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts.

Our firm and/or individuals associated with our firm have the ability to buy or sell for their personal accounts securities identical to or different from those recommended to our clients. In addition, a certain security or securities may also be recommended to a client even when a related person has an interest or position in the same security or securities.

As these situations represent actual or potential conflicts of interest to our clients, we have established the following policies and procedures for implementing our firm's Code of Ethics. This ensures our firm complies with its regulatory obligations and provides our clients and potential clients with full and fair disclosure of such conflicts of interest:

- No director, officer, or employee of our firm will put his or her own interest above the interest of an advisory client
- No director, officer, or employee of our firm will buy or sell securities for their personal portfolio(s) where their decision derives from information received as a result of his or her employment unless the information is also available to the investing public
- Our firm requires prior approval for any initial public offering or private placement investments by related persons of the firm
- We maintain a list of all reportable securities holdings for our firm and anyone associated with this advisory practice that has access to advisory recommendations; these holdings are reviewed on a regular basis by our firm's Chief Compliance Officer or his/her designee
- We have established procedures for the maintenance of all required books and records
- All of our directors, officers, and employees must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices
- We require delivery and acknowledgement of the Code of Ethics by each Supervised Person of our firm
- We have established policies requiring that Code of Ethics violations be reported to Fort Washington's Senior Management and Board of Directors
- Any individual who violates any of the above restrictions may be subject to penalties up to and including termination.

A complete copy of our Code of Ethics is available to our advisory and prospective clients. A copy may be requested by contacting Michele Hawkins, Chief Compliance Officer, by phone at 513.361.7652, or by email at [michele.hawkins@fortwashington.com](mailto:michele.hawkins@fortwashington.com).