

**FORM ADV PART 2A
DISCLOSURE BROCHURE**



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This brochure provides information about the qualifications and business practices of McCann Investment Management LLC. Being registered as a registered investment adviser does not imply a certain level of skill or training. If you have any questions about the contents of this brochure, please contact us at 209-339-1825. 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.

Additional information about McCann Investment Management LLC (CRD #315149) is available on the SEC's website at www.adviserinfo.sec.gov

**FEBRUARY 10,
2023**

Item 2: Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually or when material changes occur since the previous release of the Firm Brochure.

Material Changes since the Last Update

This update is in accordance with the required annual update for Investment Advisors. Since the last filing of this brochure on February 4, 2022, the following changes have been made:

- Item 4 to update the assets under management.
 - Items 4 and 5 to update information on a platform that is offered and the corresponding fee schedule.
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Full Brochure Available

This Firm Brochure being delivered is the complete brochure for the Firm.

Item 3: Table of Contents

Form ADV – Part 2A – Firm Brochure

Item 1: Cover Page

Item 2: Material Changes ii

Annual Update ii

Material Changes since the Last Update..... ii

Full Brochure Available..... ii

Item 3: Table of Contents..... iii

Item 4: Advisory Business 1

Firm Description 1

Types of Advisory Services 1

Client Tailored Services and Client Imposed Restrictions..... 4

Wrap Fee Programs 4

Client Assets Under Management..... 4

Item 5: Fees and Compensation 4

Method of Compensation and Fee Schedule..... 4

Client Payment of Fees 7

Additional Client Fees Charged..... 8

Prepayment of Client Fees 8

External Compensation for the Sale of Securities to Clients..... 8

Item 6: Performance-Based Fees and Side-by-Side Management..... 8

Sharing of Capital Gains 8

Item 7: Types of Clients..... 8

Description 8

Account Minimums 8

Item 8: Methods of Analysis, Investment Strategies and Risk of Loss 8

Methods of Analysis..... 8

Investment Strategy 9

Security Specific Material Risks..... 9

Item 9: Disciplinary Information..... 11

Criminal or Civil Actions 11

Administrative Enforcement Proceedings 11

Self- Regulatory Organization Enforcement Proceedings	12
Item 10: Other Financial Industry Activities and Affiliations	12
Broker-Dealer or Representative Registration	12
Futures or Commodity Registration	12
Material Relationships Maintained by this Advisory Business and Conflicts of Interest	12
Recommendations or Selections of Other Investment Advisors and Conflicts of Interest	12
Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	12
Code of Ethics Description	12
Investment Recommendations Involving a Material Financial Interest and Conflict of Interest	13
Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest	13
Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest	14
Item 12: Brokerage Practices	14
Factors Used to Select Broker-Dealers for Client Transactions	14
Aggregating Securities Transactions for Client Accounts	15
Item 13: Review of Accounts	15
Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory Persons Involved	15
Review of Client Accounts on Non-Periodic Basis	15
Content of Client Provided Reports and Frequency	15
Item 14: Client Referrals and Other Compensation	16
Economic Benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest	16
Advisory Firm Payments for Client Referrals	16
Item 15: Custody	16
Account Statements	16
Item 16: Investment Discretion	17
Discretionary Authority for Trading	17
Item 17: Voting Client Securities	17
Proxy Votes	17
Item 18: Financial Information	17
Balance Sheet	17

Financial Conditions Reasonably Likely to Impair Advisory Firm’s Ability to Meet Commitments to Clients.....	17
Bankruptcy Petitions during the Past Ten Years.....	18
Item 19: Requirements for State Registered Advisors	18
Principal Executive Officers and Management Persons	18
Outside Business Activities.....	18
Performance Based Fee Description.....	18
Disclosure of Material Facts Related to Arbitration or Disciplinary Actions Involving Management Persons.....	18
Material Relationship Maintained by this Advisory Business or Management persons with Issuers of Securities.....	18
Material Conflicts of Interest Assurance	18
Brochure Supplement (Part 2B of Form ADV)	20
Principal Executive Officer – John McCann.....	20
Item 2 - Educational Background and Business Experience	20
Item 3 - Disciplinary Information	20
Item 4 - Other Business Activities.....	21
Item 5 - Additional Compensation.....	21
Item 6 - Supervision	21
Item 7 - Requirements for State-Registered Advisors	21

Item 4: Advisory Business

Firm Description

McCann Investment Management LLC (“MIM”) was founded in 2021. John McCann is 100% owner. Under CCR Section 260.238(k), MIM, its representatives or any of its employees will disclose to clients all material conflicts of interest.

Types of Advisory Services

ASSET MANAGEMENT

MIM offers discretionary asset management services to advisory Clients. MIM will offer Clients ongoing asset management services through determining individual investment goals, time horizons, objectives, and risk tolerance. Investment strategies, investment selection, asset allocation, portfolio monitoring and the overall investment program will be based on the above factors. The Client will authorize MIM discretionary authority to execute selected investment program transactions as stated within the Investment Advisory Agreement.

MIM participates in the Model Marketplace of Altruist LLC, an SEC registered investment adviser and affiliate of Altruist financial LLC. MIM may subscribe client account to model portfolios available through Altruist LLC’s Model Marketplace, including Altruist LLC-generated portfolios and Third-Party Portfolios, for use by MIM to assist it in managing or advising MIM client accounts. Altruist LLC and its affiliates do not act as investment advisers or fiduciaries to MIM clients. MIM is responsible for suitability of all investment decisions and transactions for client accounts subscribed to Model Marketplace model portfolios.

FINANCIAL PLANNING AND CONSULTING

Financial planning services include an evaluation of an investor's current and future financial state by using currently known variables to predict future cash flows, asset values and withdrawal plans. MIM will use current net worth, tax liabilities, asset allocation, and future retirement and estate plans in developing financial plans. Under CCR Section 260.235.2, it requires that the conflict of interest, which exists between the interests of the investment advisor and the interests of the Client when offering financial planning services, be disclosed.

Typical topics reviewed in a financial plan may include but are not limited to:

- **Financial goals:** Based on an individual's or a family's clearly defined financial goals, including funding a college education for the children, buying a larger home, starting a business, retiring on time or leaving a legacy. Financial goals should be quantified and set to milestones for tracking.
- **Personal net worth statement:** A snapshot of assets and liabilities serves as a benchmark for measuring progress towards financial goals.
- **Cash flow analysis:** An income and spending plan determines how much can be set aside for debt repayment, savings and investing each month.
- **Retirement strategy:** A strategy for achieving retirement independent of other financial priorities. Including a strategy for accumulating the required retirement capital and its planned lifetime distribution.

- **Comprehensive risk management plan:** Identify all risk exposures and provide the necessary coverage to protect the family and its assets against financial loss. The risk management plan includes a full review of life and disability insurance, personal liability coverage, property and casualty coverage, and catastrophic coverage.
- **Long-term investment plan:** Include a customized asset allocation strategy based on specific investment objectives and a risk profile. This investment plan sets guidelines for selecting, buying and selling investments and establishing benchmarks for performance review.
- **Tax reduction strategy:** Identify ways to minimize taxes on personal income to the extent permissible by the tax code. The strategy should include identification of tax-favored investment vehicles that can reduce taxation of investment income.
- **Estate preservation:** Help update accounts, review beneficiaries for retirement accounts and life insurance, provide a second look at your current estate planning documents, and prompt you to update your plan when the legal environment changes or you have major life events such as a marriage, death, or births.

If a conflict of interest exists between the interests of MIM and the interests of the Client, the Client is under no obligation to act upon MIM's recommendation. If the Client elects to act on any of the recommendations, the Client is under no obligation to affect the transaction through MIM. Financial plans will be completed and delivered inside of sixty (60) days contingent upon timely delivery of all required documentation.

ERISA PLAN SERVICES

MIM provides service to qualified retirement plans including 401(k) plans, 403(b) plans, pension and profit-sharing plans, cash balance plans, and deferred compensation plans.

Limited Scope ERISA 3(21) Fiduciary. MIM may serve as a limited scope ERISA 3(21) fiduciary that can advise, help and assist plan sponsors with their investment decisions. As an investment advisor MIM has a fiduciary duty to act in the best interest of the Client. The plan sponsor is still ultimately responsible for the decisions made in their plan, though using MIM can help the plan sponsor delegate liability by following a diligent process.

1. Fiduciary Services are:

- Provide investment advice to the Client about asset classes and investment alternatives available for the Plan in accordance with the Plan's investment policies and objectives. Client will make the final decision regarding the initial selection, retention, removal and addition of investment options. MIM acknowledges that it is a fiduciary as defined in ERISA section 3 (21) (A) (ii).
- Assist the Client in the development of an investment policy statement ("IPS"). The IPS establishes the investment policies and objectives for the Plan. Client shall have the ultimate responsibility and authority to establish such policies and objectives and to adopt and amend the IPS.
- Provide investment advice to the Plan Sponsor with respect to the selection of a qualified default investment alternative for participants who are automatically enrolled in the Plan or who have otherwise failed to make investment elections. The

Client retains the sole responsibility to provide all notices to the Plan participants required under ERISA Section 404(c) (5) and 404(a)-5.

- Assist in monitoring investment options by preparing periodic investment reports that document investment performance, consistency of fund management and conformance to the guidelines set forth in the IPS and make recommendations to maintain, remove or replace investment options.
- Meet with Client on a periodic basis to discuss the reports and the investment recommendations.

2. Non-fiduciary Services are:

- Assist in the education of Plan participants about general investment information and the investment alternatives available to them under the Plan. Client understands MIM's assistance in education of the Plan participants shall be consistent with and within the scope of the Department of Labor's definition of investment education (Department of Labor Interpretive Bulletin 96-1). As such, MIM is not providing fiduciary advice as defined by ERISA 3(21)(A)(ii) to the Plan participants. MIM will not provide investment advice concerning the prudence of any investment option or combination of investment options for a particular participant or beneficiary under the Plan.
- Assist in the group enrollment meetings designed to increase retirement plan participation among the employees and investment and financial understanding by the employees.

MIM may provide these services or, alternatively, may arrange for the Plan's other providers to offer these services, as agreed upon between MIM and Client.

3. MIM has no responsibility to provide services related to the following types of assets ("Excluded Assets"):

- Employer securities;
- Real estate (except for real estate funds or publicly traded REITs);
- Stock brokerage accounts or mutual fund windows;
- Participant loans;
- Non-publicly traded partnership interests;
- Other non-publicly traded securities or property (other than collective trusts and similar vehicles); or
- Other hard-to-value or illiquid securities or property.

Excluded Assets will **not** be included in calculation of Fees paid to MIM on the ERISA Agreement. Specific services will be outlined in detail to each plan in the 408(b)2 disclosure.

THIRD PARTY MANAGERS

When deemed appropriate for the Client, we may recommend that Clients utilize the services of a Third Party Manager ("TPM") to manage a portion of, or your entire portfolio. All TPMs that we recommend must either be registered as investment advisers with the Securities and Exchange Commission or with the appropriate state authority(ies).

After gathering information about your financial situation and objectives, an investment advisor representative of our firm will make recommendations regarding the suitability of a TPM or investment style based on, but not limited to, your financial needs, investment goals, tolerance for risk, and investment objectives. Upon selection of a TPM(s), we will monitor the performance of the TPM(s) to ensure their performance and investment style remains aligned with your investment goals and objectives.

In such circumstances, MIM receives solicitor fees from the TPM. We act as the liaison between the Client and the TPM in return for an ongoing portion of the advisory fees charged by the TPM. We help the Client complete the necessary paperwork of the TPM, provides ongoing services to the Client. Ongoing services include but are not limited to:

1. Meet with the Client to discuss any changes in status, objectives, time horizon or suitability;
2. Update the TPM with any changes in Client status which is provided to MIM by the Client;
3. Review the statements provided by the TPM; and
4. Deliver the Form ADV Part 2, Privacy Notice and Solicitors Disclosure Statement of the TPM to the Client.

MIM will provide the TPM with any changes in Client status as provided to us by the Client and review the quarterly statements provided by the TPM. MIM will deliver the Form ADV Part 2, Privacy Notice and Solicitors Disclosure Statement of the TPM. Clients placed with TPM will be billed in accordance with the TPM's Fee Schedule which will be disclosed to the Client prior to signing an agreement.

Client Tailored Services and Client Imposed Restrictions

The goals and objectives for each Client are documented in our Client files. Investment strategies are created that reflect the stated goals and objectives. Clients may impose restrictions on investing in certain securities or types of securities. Agreements may not be assigned without written Client consent.

Wrap Fee Programs

MIM does not sponsor any wrap fee programs.

Client Assets Under Management

As of December 31, 2022, MIM has \$5,800,000 in discretionary Client assets under management.

Item 5: Fees and Compensation

Method of Compensation and Fee Schedule

ASSET MANAGEMENT

MIM offers discretionary direct asset management services to advisory Clients for an annual fee of up to 1.50% of managed assets. The annual fee is negotiable. Pursuant to CCR Section 260.238(j), lower fees for comparable services may be available from other

sources. Total fees to Client will never exceed the safe harbor threshold of 3% of assets under management per year.

Assets Under Management	Annual Fee	Quarterly Fee
All assets	1.50%	0.375%

Fees are billed quarterly in arrears based on the amount of assets managed as of the close of business on the last business day of the previous quarter. Clients may terminate their account within five (5) business days of signing the Investment Advisory Agreement with no obligation and without penalty. After the initial five (5) business days, the agreement may be terminated by MIM with thirty (30) days written notice to Client and by the Client at any time with written notice to MIM. For accounts opened or closed mid-billing period, fees will be prorated based on the days services are provided during the given period. All unpaid earned fees will be due to MIM. Client shall be given thirty (30) days prior written notice of any increase in fees. Any increase in fees will be acknowledged in writing by both parties before any increase in said fees occurs.

Model Marketplace of Altruist LLC

When MIM participates in Altruist LLC’s Model Marketplace, any additional fees charged by Altruist are in addition to MIM’s fees outlined above. The additional fees will depend on the account value, investment style and types of securities used. These additional fees will be disclosed and acknowledged by the Client in MIM’s Investment Advisory Agreement. Accounts held on the Model Marketplace of Altruist LLC are billed monthly in arrears based on the average account balance for the month.

American Funds Service Company (“AFS”)

MIM charges an annual investment advisory fee based on the total assets under management of up to 1.00% for F-2 Shares and 1.00% for 529 F-2 Shares. Clients are invested in portfolios constructed solely of mutual funds managed by American Funds. The fees will be billed quarterly in arrears. Fees shall be calculated by AFS for each quarterly period ending the last business day of February, May, August and November and shall be the product of (i) the annual investment advisory fee charge by MIM and calculated based on the Client’s cumulative asset value (includes all account types and Fund share classes) held on the last day of the quarter; (ii) the average daily net asset value of the Client’s assets invested in Funds through the Program during the quarter; divided by, (iii) the number of days in the year multiplied by the number of days in the quarter. The fees shall be paid within thirty (30) days following the end of the quarter for which such fees are payable. AFS shall deduct fees from Client accounts to pay MIM.

Clients may terminate their account within five (5) business days of signing the Investment Advisory Agreement with no obligation and without penalty. After the initial five (5) business days, the agreement may be terminated by MIM with thirty (30) days written notice to Client and by the Client at any time with written notice to MIM. For accounts opened or closed mid-billing period, fees will be prorated based on the days services are provided during the given period. All unpaid earned fees will be due to MIM. Client shall be given thirty (30) days prior written notice of any increase in fees. Any increase in fees will be acknowledged in writing by both parties before any increase in said fees occurs.

FINANCIAL PLANNING AND CONSULTING

MIM charges an hourly fee of \$200 per hour for financial planning. Prior to the planning process the Client will be provided an estimated plan fee. Fees for financial plans are due in advance upon the signing of the Agreement. Services are completed and delivered inside of thirty (30) days contingent upon timely delivery of all required documentation. Client may cancel within five (5) business days of signing Agreement with no obligation and without penalty. If the Client cancels after five (5) business days, any unearned fees will be refunded to the Client based on the hours of work expended by MIM. MIM reserves the right to waive the fee should the Client implement the plan through MIM.

ERISA PLAN SERVICES

The annual fees are based on the market value of the Included Assets and will not exceed 1%. The annual fee is negotiable and will be charged as a percentage of the Included Assets. Fees may be charged quarterly or monthly in arrears or in advance based on the assets as calculated by the custodian or record keeper of the Included Assets (without adjustments for anticipated withdrawals by Plan participants or other anticipated or scheduled transfers or distribution of assets). If the services to be provided start any time other than the first day of a quarter or month, the fee will be prorated based on the number of days remaining in the quarter or month. If this Agreement is terminated prior to the end of the billing cycle, MIM shall be entitled to a prorated fee based on the number of days during the fee period services were provided or Client will be due a prorated refund of fees for days services were not provided in the billing cycle.

The fee schedule, which includes compensation of MIM for the services is described in detail in Schedule A of the ERISA Plan Agreement. The Plan is obligated to pay the fees, however the Plan Sponsor may elect to pay the fees. Client may elect to be billed directly or have fees deducted from Plan Assets. MIM does not reasonably expect to receive any additional compensation, directly or indirectly, for its services under this Agreement. If additional compensation is received, MIM will disclose this compensation, the services rendered, and the payer of compensation. MIM will offset the compensation against the fees agreed upon under the Agreement.

THIRD PARTY MANAGERS

AssetMark, Inc.

MIM has entered into a Solicitor Agreement with AssetMark, Inc. ("AssetMark"). AssetMark shall pay MIM an ongoing, annual-rate compensation, referred to as the "Financial Advisors Fee" or "FA Fee" at rate of up to 1.5% as negotiated and agreed between the Client and MIM.

Fees and compensation for using the AssetMark, are provided in more detail in the AssetMark Disclosure Brochure. Fee schedules are included in the Client Billing Authorization or the Appendix A to the Client Service Agreement.

The fees applicable to each Account at AssetMark may include:

1) Financial Advisor Fee

The fees payable to MIM will not exceed 1.5% of assets under management. The annual fee for MIM is negotiable.

2) Platform Fee Schedules

- Guided Portfolios: 0.00% - 1.05%
- Strategies: 0.00% - 1.15%
- Separately Managed Accounts: 0.60% - 1.20%
- Separately Managed Accounts – Fixed Income: 0.15% - 0.66%
- Savos: 0.30% - 1.00%
- Administrative Accounts: 0.0% - 0.25%

3) Initial Consulting Fee

For Financial Advisory Firms that charge an Initial Consulting Fee (“ICF”), an ICF of up to one percent (1.00%) on any cash deposit or in-kind investment transfer of \$2,000 or more to the Account is assessed and paid to the Financial Advisory Firm. The amount of the ICF, if any, will be determined by agreement between the Client and the Client’s Financial Advisor.

Fees are payable quarterly, in advance. The quarterly Account Fee is calculated by multiplying the market value of all Account assets as of the end of the previous calendar quarter by the “quarterly rate.” The quarterly rate is number of calendar days in the quarter, divided by 365 days in the year, multiplied by the applicable annual Account Fee rate. AssetMark shall deduct fees from Client accounts to pay MIM their portion of the fee.

Quarterly advisory fees are deducted from the Clients' account by AssetMark’s custodian and will be reflected on the quarterly statement. Lower fees for comparable services may be available from other sources. Clients may terminate their account within five (5) business days of signing the Investment Advisory Agreement for a full refund. Clients may terminate advisory services with thirty (30) days written notice. Client will be entitled to a pro rata refund for the days service was not provided in the final quarter. Client shall be given thirty (30) days prior written notice of any increase in fees, and Client will acknowledge, in writing, any agreement of increase in said fees.

Client’s signature is required to confirm consent for services within AssetMark’s Investment Management Services Agreement. Client will initial MIM’s Investment Advisory Agreement to acknowledge receipt of AssetMark’s fee schedule and required documents including AssetMark’s Disclosure Brochure and Separate Written Disclosure Statement.

Client Payment of Fees

Fees for asset management services are deducted from a designated Client account to facilitate billing. The Client must consent in advance to direct debiting of their investment account.

Fees for financial plans will be billed to the Client and paid directly to MIM.

Fees for ERISA services will either be deducted from Plan assets or paid directly to MIM. The Client must consent in advance to direct debiting of their investment account.

Fees for asset management services provided by TPM are deducted from a designated Client account by TPM to facilitate billing. The Client must consent in advance to direct debiting of their investment account.

Additional Client Fees Charged

Custodians may charge brokerage commissions, transaction fees, and other related costs on the purchases or sales of mutual funds, equities, bonds, options and exchange-traded funds. Mutual funds, money market funds and exchange-traded funds also charge internal management fees, which are disclosed in the fund's prospectus. MIM does not receive any compensation from these fees. All of these fees are in addition to the management fee you pay to MIM. For more details on the brokerage practices, see Item 12 of this brochure.

Prepayment of Client Fees

Fees for financial plans are billed in advance.

Fees for ERISA 3(21) services may be billed in advance.

External Compensation for the Sale of Securities to Clients

Investment Advisor Representatives of MIM receive external compensation from sales of investment related products such as insurance as licensed insurance agents. This represents a conflict of interest because it gives an incentive to recommend products based on the commission received. This conflict is mitigated by disclosures, procedures, and MIM's fiduciary obligation to place the best interest of the Client first and Clients are not required to purchase any products or services. Clients have the option to purchase these products through another insurance agent of their choosing.

Item 6: Performance-Based Fees and Side-by-Side Management**Sharing of Capital Gains**

Fees are not based on a share of the capital gains or capital appreciation of managed securities.

MIM does not use a performance-based fee structure because of the conflict of interest. Performance based compensation may create an incentive for MIM to recommend an investment that may carry a higher degree of risk to the Client.

Item 7: Types of Clients**Description**

MIM generally provides investment advice to individuals, high net worth individuals, charitable institutions, pension and profit sharing plans, trusts, or estates. Client relationships vary in scope and length of service.

Account Minimums

MIM requires a minimum of \$25,000 to open an account. In certain instances, the minimum account size may be waived.

Item 8: Methods of Analysis, Investment Strategies and Risk of Loss**Methods of Analysis**

Security analysis methods may include fundamental analysis, cyclical analysis, technical analysis and charting analysis. Investing in securities involves risk of loss that Clients should be prepared to bear. Past performance is not a guarantee of future returns.

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Cyclical analysis assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are twofold: 1) the markets do not always repeat cyclical patterns; and 2) if too many investors begin to implement this strategy, then it changes the very cycles these investors are trying to exploit.

Technical analysis attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be identified then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not take into account new patterns that emerge over time.

Charting analysis strategy involves using and comparing various charts to predict long and short-term performance or market trends. The risk involved in using this method is that only past performance data is considered without using other methods to crosscheck data. The risk assumed is that past performance will be indicative of future performance. This may not be the case.

In developing a financial plan for a Client, MIM's analysis may include cash flow analysis, investment planning, risk management, tax planning and estate planning. Based on the information gathered, a detailed strategy is tailored to the Client's specific situation.

Investment Strategy

The investment strategy for a specific Client is based upon the objectives stated by the Client during consultations. The Client may change these objectives at any time by providing written notice to MIM. Each Client executes a Client profile form or similar form that documents their objectives and their desired investment strategy.

Security Specific Material Risks

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks and should discuss these risks with MIM:

- *Market Risk:* The prices of securities in which Clients invest may decline in response to certain events taking place around the world, including those directly involving the companies whose securities are owned by a fund; conditions affecting the general economy; overall market changes; local, regional or global political, social or economic instability; and currency, interest rate and commodity price fluctuations. Investors should have a long-term perspective and be able to tolerate potentially sharp declines in market value.
- *Interest-rate Risk:* Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

- *Inflation Risk:* When any type of inflation is present, a dollar today will buy more than a dollar next year, because purchasing power is eroding at the rate of inflation.
- *Currency Risk:* Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- *Reinvestment Risk:* This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- *Liquidity Risk:* Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- *Management Risk:* The advisor's investment approach may fail to produce the intended results. If the advisor's assumptions regarding the performance of a specific asset class or fund are not realized in the expected time frame, the overall performance of the Client's portfolio may suffer.
- *Equity Risk:* Equity securities tend to be more volatile than other investment choices. The value of an individual mutual fund or ETF can be more volatile than the market as a whole. This volatility affects the value of the Client's overall portfolio. Small- and mid-cap companies are subject to additional risks. Smaller companies may experience greater volatility, higher failure rates, more limited markets, product lines, financial resources, and less management experience than larger companies. Smaller companies may also have a lower trading volume, which may disproportionately affect their market price, tending to make them fall more in response to selling pressure than is the case with larger companies.
- *Fixed Income Risk:* The issuer of a fixed income security may not be able to make interest and principal payments when due. Generally, the lower the credit rating of a security, the greater the risk that the issuer will default on its obligation. If a rating agency gives a debt security a lower rating, the value of the debt security will decline because investors will demand a higher rate of return. As nominal interest rates rise, the value of fixed income securities held by a fund is likely to decrease. A nominal interest rate is the sum of a real interest rate and an expected inflation rate.
- *Investment Companies Risk:* When a Client invests in open end mutual funds or ETFs, the Client indirectly bears their proportionate share of any fees and expenses payable directly by those funds. Therefore, the Client will incur higher expenses, which may be duplicative. In addition, the Client's overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives). ETFs are also subject to the following risks: (i) an ETF's shares may trade at a market price that is above or below their net asset value or (ii) trading of an ETF's shares may be halted if the listing exchange's officials deem such action appropriate, the shares are de-listed from the exchange, or the activation of market-wide "circuit breakers" (which are tied to large decreases in

stock prices) halts stock trading generally. Adviser has no control over the risks taken by the underlying funds in which Client invests.

- *Foreign Securities Risk:* Funds in which Clients invest may invest in foreign securities. Foreign securities are subject to additional risks not typically associated with investments in domestic securities. These risks may include, among others, currency risk, country risks (political, diplomatic, regional conflicts, terrorism, war, social and economic instability, currency devaluations and policies that have the effect of limiting or restricting foreign investment or the movement of assets), different trading practices, less government supervision, less publicly available information, limited trading markets and greater volatility. To the extent that underlying funds invest in issuers located in emerging markets, the risk may be heightened by political changes, changes in taxation, or currency controls that could adversely affect the values of these investments. Emerging markets have been more volatile than the markets of developed countries with more mature economies.
- *Long-term purchases:* Long-term investments are those vehicles purchased with the intension of being held for more than one year. Typically the expectation of the investment is to increase in value so that it can eventually be sold for a profit. In addition, there may be an expectation for the investment to provide income. One of the biggest risks associated with long-term investments is volatility, the fluctuations in the financial markets that can cause investments to lose value.
- *Short-term purchases:* Short-term investments are typically held for one year or less. Generally there is not a high expectation for a return or an increase in value. Typically, short-term investments are purchased for the relatively greater degree of principal protection they are designed to provide. Short-term investment vehicles may be subject to purchasing power risk — the risk that your investment’s return will not keep up with inflation.

The risks associated with utilizing TPM’s include:

- Manager Risk
 - TPM fails to execute the stated investment strategy
- Business Risk
 - TPM has financial or regulatory problems
- The specific risks associated with the portfolios of the TPM’s which is disclosed in the TPM’s Form ADV Part 2.

Item 9: Disciplinary Information

Criminal or Civil Actions

MIM and its management have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

MIM and its management have not been involved in administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

MIM and its management have not been involved in legal or disciplinary events that are material to a Client's or prospective Client's evaluation of MIM or the integrity of its management.

Item 10: Other Financial Industry Activities and Affiliations

Broker-Dealer or Representative Registration

MIM is not registered as a broker-dealer and no affiliated representatives of MIM are registered representatives of a broker-dealer.

Futures or Commodity Registration

Neither MIM nor its affiliated representatives are registered or have an application pending to register as a futures commission merchant, commodity pool operator, or a commodity trading advisor.

Material Relationships Maintained by this Advisory Business and Conflicts of Interest

Managing Member John McCann is a licensed insurance agent. Approximately 25% of his time is spent on these activities. He will offer Clients services from those activities and receive separate compensation.

These practices represent conflicts of interest because it gives an incentive to recommend products based on the commission amount received. This conflict is mitigated by disclosures, procedures and the firm's fiduciary obligation to place the best interest of the Client first and the Clients are not required to purchase any products. Clients have the option to purchase these products through another insurance agent of their choosing.

Recommendations or Selections of Other Investment Advisors and Conflicts of Interest

Clients placed with TPM will be billed in accordance with the TPM's fee schedule which will be disclosed to the Client prior to signing an agreement. When referring Clients to a TPM, the Client's best interest will be the main determining factor of MIM. MIM ensures that before selecting other advisors for Client that the other advisors are properly licensed or registered as an investment advisor.

These practices represent conflicts of interest because MIM is paid a Solicitor Fee for recommending the TPM and may choose to recommend a particular TPM based on the fee MIM is to receive. This conflict is mitigated by disclosures, procedures and the firm's fiduciary obligation to act in the best interest of his Clients. Clients are not required to accept any recommendation of TPM given by MIM and have the option to receive investment advice through other money managers of their choosing.

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

Code of Ethics Description

The affiliated persons (affiliated persons include employees and/or independent contractors) of MIM have committed to a Code of Ethics ("Code"). The purpose of our Code is to set forth standards of conduct expected of MIM affiliated persons and addresses conflicts that may arise. The Code defines acceptable behavior for affiliated persons of MIM.

The Code reflects MIM and its supervised persons' responsibility to act in the best interest of their Client.

One area which the Code addresses is when affiliated persons buy or sell securities for their personal accounts and how to mitigate any conflict of interest with our Clients. We do not allow any affiliated persons to use non-public material information for their personal profit or to use internal research for their personal benefit in conflict with the benefit to our Clients.

MIM's policy prohibits any person from acting upon or otherwise misusing non-public or inside information. No advisory representative or other affiliated person, officer or director of MIM may recommend any transaction in a security or its derivative to advisory Clients or engage in personal securities transactions for a security or its derivatives if the advisory representative possesses material, non-public information regarding the security.

MIM's Code is based on the guiding principle that the interests of the Client are our top priority. MIM's officers, directors, advisors, and other affiliated persons have a fiduciary duty to our Clients and must diligently perform that duty to maintain the complete trust and confidence of our Clients. When a conflict arises, it is our obligation to put the Client's interests over the interests of either affiliated persons or the company.

The Code applies to "access" persons. "Access" persons are affiliated persons who have access to non-public information regarding any Clients' purchase or sale of securities, or non-public information regarding the portfolio holdings of any reportable fund, who are involved in making securities recommendations to Clients, or who have access to such recommendations that are non-public.

MIM will provide a copy of the Code of Ethics to any Client or prospective Client upon request.

Investment Recommendations Involving a Material Financial Interest and Conflict of Interest

MIM and its affiliated persons do not recommend to Clients securities in which we have a material financial interest.

Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest

MIM and its affiliated persons may buy or sell securities that are also held by Clients. In order to mitigate conflicts of interest such as trading ahead of Client transactions, affiliated persons are required to disclose all reportable securities transactions as well as provide MIM with copies of their brokerage statements.

The Chief Compliance Officer of MIM is John McCann. He reviews all trades of the affiliated persons each quarter. The personal trading reviews ensure that the personal trading of affiliated persons does not affect the markets and that Clients of the firm receive preferential treatment over associated persons' transactions.

**Client Securities Recommendations or Trades and Concurrent Advisory Firm
Securities Transactions and Conflicts of Interest**

MIM does not maintain a firm proprietary trading account and does not have a material financial interest in any securities being recommended and therefore no conflicts of interest exist. However, affiliated persons may buy or sell securities at the same time they buy or sell securities for Clients. In order to mitigate conflicts of interest such as front running, affiliated persons are required to disclose all reportable securities transactions as well as provide MIM with copies of their brokerage statements.

The Chief Compliance Officer of MIM is John McCann. He reviews all trades of the affiliated persons each quarter. The personal trading reviews ensure that the personal trading of affiliated persons does not affect the markets and that Clients of the firm receive preferential treatment over associated persons' transactions.

Item 12: Brokerage Practices

Factors Used to Select Broker-Dealers for Client Transactions

MIM will recommend the use of a particular broker-dealer based on their duty to seek best execution for the Client, meaning they have an obligation to obtain the most favorable terms for a Client under the circumstances. The determination of what may constitute best execution and price in the execution of a securities transaction by a broker involves a number of considerations and is subjective. Factors affecting brokerage selection include the overall direct net economic result to the portfolios, the efficiency with which the transaction is affected, the ability to affect the transaction where a large block is involved, the operational facilities of the broker-dealer, the value of an ongoing relationship with such broker and the financial strength and stability of the broker. MIM will select appropriate brokers based on a number of factors including but not limited to their relatively low transaction fees and reporting ability. MIM relies on its broker to provide its execution services at the best prices available. Lower fees for comparable services may be available from other sources. Clients pay for any and all custodial fees in addition to the advisory fee charged by MIM. MIM does not receive any portion of the trading fees.

MIM will recommend the use of Altruist Financial LLC or Axos Clearing LLC.

- *Research and Other Soft Dollar Benefits*

The Securities and Exchange Commission defines soft dollar practices as arrangement under which products or services other than execution services are obtained by MIM from or through a broker-dealer in exchange for directing Client transactions to the broker-dealer. Although MIM has no formal soft dollar arrangements, MIM may receive products, research and/or other services from custodians or broker-dealers connected to Client transactions or "soft dollar benefits". As permitted by Section 28(e) of the Securities Exchange Act of 1934, MIM receives economic benefits as a result of commissions generated from securities transactions by the custodian or broker-dealer from the accounts of MIM. MIM cannot ensure that a particular Client will benefit from soft dollars or the Client's transactions paid for the soft dollar benefits. MIM does not seek to proportionately allocate benefits to Client accounts to any soft dollar benefits generated by the accounts.

A conflict of interest exists when MIM receives soft dollars which could result in higher commissions charged to Clients. This conflict is mitigated by the fact that MIM has a fiduciary responsibility to act in the best interest of its Clients and the services received are beneficial to all Clients.

- *Brokerage for Client Referrals*
MIM does not receive Client referrals from any custodian in exchange for using that broker-dealer.
- *Directed Brokerage*
MIM does not allow directed brokerage accounts.

Aggregating Securities Transactions for Client Accounts

MIM is authorized in its discretion to aggregate purchases and sales and other transactions made for the account with purchases and sales and transactions in the same securities for other Clients of MIM. All Clients participating in the aggregated order shall receive an average share price with all other transaction costs shared on a pro-rated basis. If aggregation is not allowed or infeasible and individual transactions occur (e.g., withdrawal or liquidation requests, odd-late trades, etc.) an account may potentially be assessed higher costs or less favorable prices than those where aggregation has occurred.

Item 13: Review of Accounts

Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory

Persons Involved

Account reviews are performed quarterly by the Chief Compliance Officer of MIM, John McCann. Account reviews are performed more frequently when market conditions dictate. Reviews of Client accounts include, but are not limited to, a review of Client documented risk tolerance, adherence to account objectives, investment time horizon, and suitability criteria, reviewing target allocations of each asset class to identify if there is an opportunity for rebalancing, and reviewing accounts for tax loss harvesting opportunities.

Financial plans generated are updated as requested by the Client and pursuant to a new or amended agreement.

Review of Client Accounts on Non-Periodic Basis

Other conditions that may trigger a review of Clients' accounts are changes in the tax laws, new investment information, and changes in a Client's own situation.

Content of Client Provided Reports and Frequency

Clients receive written account statements no less than quarterly for managed accounts. Account statements are issued by MIM's custodian. Client receives confirmations of each transaction in account from Custodian and an additional statement during any month in which a transaction occurs.

Item 14: Client Referrals and Other Compensation

Economic Benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest

MIM receives a portion of the annual management fees collected by the TPM(s) to whom MIM refers Clients.

This situation creates a conflict of interest because MIM and/or its Investment Advisor Representative have an incentive to decide what TPMs to use because of the higher solicitor fees to be received by MIM. However, when referring Clients to a TPM, the Client's best interest will be the main determining factor of MIM.

Although MIM has no formal soft dollar arrangements, MIM may receive products, research and/or other services from custodians or broker-dealers connected to Client transactions or "soft dollar benefits". As permitted by Section 28(e) of the Securities Exchange Act of 1934, MIM receives economic benefits as a result of commissions generated from securities transactions by the custodian or broker-dealer from the accounts of MIM. MIM cannot ensure that a particular Client will benefit from soft dollars or the Client's transactions paid for the soft dollar benefits. MIM does not seek to proportionately allocate benefits to Client accounts to any soft dollar benefits generated by the accounts.

A conflict of interest exists when MIM receives soft dollars which could result in higher commissions charged to Clients. This conflict is mitigated by the fact that MIM has a fiduciary responsibility to act in the best interest of its Clients and the services received are beneficial to all Clients.

Advisory Firm Payments for Client Referrals

MIM does not compensate for Client referrals.

Item 15: Custody

Account Statements

All assets are held at qualified custodians, which means the custodians provide account statements directly to Clients at their address of record at least quarterly. Clients are urged to compare the account statements received directly from their custodians to any documentation or reports prepared by MIM.

MIM is deemed to have limited custody solely because advisory fees are directly deducted from Client's accounts by the custodian on behalf of MIM. Pursuant to CCR Section 260.237(b)(3)

- A. The investment adviser has custody of the funds and securities solely as a consequence of its authority to make withdrawals from Client accounts to pay its advisory fee.
- B. The investment adviser has written authorization from the Client to deduct advisory fees from the account held with the qualified custodian.
- C. Each time a fee is directly deducted from a Client account, the investment adviser concurrently:
 - i. Sends the qualified custodian an invoice or statement of the amount of the fee to be deducted from the Client's account; and

- ii. Sends the Client an invoice or statement itemizing the fee. Itemization includes the formula used to calculate the fee, the value of the assets under management on which the fee is based, and the time period covered by the fee.
- D. The investment adviser notifies the Commissioner in writing that the investment adviser intends to use the safeguards provided above. Such notification is required to be given on Form ADV.

Item 16: Investment Discretion

Discretionary Authority for Trading

MIM requires discretionary authority to manage securities accounts on behalf of Clients. MIM has the authority to determine, without obtaining specific Client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. Client will authorize MIM discretionary authority to execute selected investment program transactions as stated within the Investment Advisory Agreement.

MIM allows Clients to place certain restrictions, as outlined in the Client's Investment Policy Statement or similar document. These restrictions must be provided to MIM in writing.

The Client approves the custodian to be used and the commission rates paid to the custodian. MIM does not receive any portion of the transaction fees or commissions paid by the Client to the custodian.

Item 17: Voting Client Securities

Proxy Votes

MIM does not vote proxies on securities. Clients are expected to vote their own proxies. The Client will receive their proxies directly from the custodian of their account or from a transfer agent.

When assistance on voting proxies is requested, MIM will provide recommendations to the Client. If a conflict of interest exists, it will be disclosed to the Client. If the Client requires assistance or has questions, they can reach out to the investment advisor representatives of the firm at the contact information on the cover page of this document.

Item 18: Financial Information

Balance Sheet

A balance sheet is not required to be provided to Clients because MIM does not serve as a custodian for Client funds or securities and MIM does not require prepayment of fees of more than \$500 per Client and six months or more in advance.

Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients

MIM has no condition that is reasonably likely to impair our ability to meet contractual commitments to our Clients.

Bankruptcy Petitions during the Past Ten Years

MIM has not had any bankruptcy petitions in the last ten years.

Item 19: Requirements for State Registered Advisors

Principal Executive Officers and Management Persons

The education and business background for all management and supervised persons can be found in the Part 2B of this Brochure.

Outside Business Activities

The outside business activities for all management and supervised persons can be found in the Part 2B of this Brochure.

Performance Based Fee Description

Neither MIM nor its management receive performance based fees. Please see Item 6 of the ADV 2A for more information.

Disclosure of Material Facts Related to Arbitration or Disciplinary Actions Involving Management Persons

Neither MIM nor its management have been involved in any of the following:

1. An award or otherwise been found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:
 1. An investment or an investment-related business or activity;
 2. Fraud, false statement(s) or omissions;
 3. Theft, embezzlement or other wrongful taking of property;
 4. Bribery, forgery, counterfeiting, or extortion;
 5. Dishonest, unfair or unethical practices.
2. An award or otherwise been found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
 1. An investment or an investment-related business or activity;
 2. Fraud, false statement(s) or omissions;
 3. Theft, embezzlement or other wrongful taking of property;
 4. Bribery, forgery, counterfeiting, or extortion;
 5. Dishonest, unfair or unethical practices.

Material Relationship Maintained by this Advisory Business or Management persons with Issuers of Securities

There are no material relationships with issuers of securities to disclose.

Material Conflicts of Interest Assurance

All material conflicts of interest regarding MIM, its representatives or any of its employees which could be reasonably expected to impair the rendering of unbiased and objective advice are disclosed as required under CCR Section 260.238(k).

Item 1 Cover Page
SUPERVISED PERSON BROCHURE
FORM ADV PART 2B

John McCann



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Lodi, CA 95240

Mailing Address:

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Lodi, CA 95241

Tel: 209-339-1825

Fax: 855-339-1825

john@mccannim.com

www.mccannim.com

This brochure supplement provides information about John McCann and supplements the McCann Investment Management LLC brochure. You should have received a copy of that brochure. Please contact John McCann if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about John McCann (CRD #2479613) is available on the SEC's website at www.adviserinfo.sec.gov.

FEBRUARY 10, 2023

Brochure Supplement (Part 2B of Form ADV) Supervised Person Brochure

Principal Executive Officer – John McCann

- Year of birth: 1970
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Item 2 - Educational Background and Business Experience

Educational Background:

- California State University – Sacramento; BS – Finance and Insurance; 12/1993
- University of Phoenix; Master of Business Administration; 04/2008

Business Experience:

- McCann Investment Management LLC; Managing Member/Chief Compliance Officer/Investment Advisor Representative; 08/2021 – Present
 - OneAmerica Securities, Inc.; Registered Representative/Investment Advisor Representative; 11/2001 – 08/2021
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Item 3 - Disciplinary Information

- A. Mr. McCann has never been involved in a criminal or civil action in a domestic, foreign or military court of competent jurisdiction for which he:
1. Was convicted of, or pled guilty or nolo contendere (“no contest”) to (a) any felony; (b) misdemeanor that involved investments or an investment-related business, fraud, false statement or omissions, wrongful taking of property, bribery, perjury, counterfeiting, or extortion; or (c) a conspiracy to commit any of these offenses;
 2. Is the named subject of a pending criminal proceeding that involves an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses;
 3. Was found to have been involved in a violation of an investment-related statute or regulation; or
 4. Was the subject of any order, judgement or decree permanently or temporarily enjoining, or otherwise limiting, him from engaging in any investment related activity, or from violating any investment-related statute, rule, or order.
- B. Mr. McCann never had an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority in which he:
1. Was found to have caused an investment-related business to lose its authorization to do business; or the subject of an order by the agency or authority;
 2. Was found to have been involved in a violation of an investment-related statute or regulation or was the subject of an order by the agency or authority (a) denying, suspending or revoking the authorization of the supervised person to act in an investment-related business; (b) barring or suspending his association with an investment-related business; (c) otherwise significantly limiting his investment-related activities; or (d) imposing a civil money penalty of more than \$2,500 on him.

- C. Mr. McCann has never been the subject of a self-regulatory organization (SRO) proceeding in which he:
 - 1. Was found to have caused an investment-related business to lose its authorization to do business; or
 - 2. Was found to have been involved in a violation of the SRO's rules and was: (a) barred or suspended from membership or from association with other members, or was expelled from membership; (b) otherwise significantly limited from investment-related activities; or (c) fined more than \$2,500.
- D. Mr. McCann has not been involved in any other hearing or formal adjudication in which a professional attainment, designation, or license of the supervised person was revoked or suspended because of a violation of rules relating to professional conduct.

Item 4 - Other Business Activities

Mr. McCann is a licensed insurance agent. Approximately 25% of his time is spent on these activities. He will offer Clients services from those activities and receive separate compensation.

These practices represent conflicts of interest because it gives an incentive to recommend products based on the commission amount received. This conflict is mitigated by disclosures, procedures and the firm's fiduciary obligation to place the best interest of the Client first and the Clients are not required to purchase any products. Clients have the option to purchase these products through another insurance agent of their choosing.

Item 5 - Additional Compensation

Mr. McCann does not receive any performance-based fees. He does not receive any additional compensation for performing advisory services other than what is disclosed in Item 5 of Part 2A.

Item 6 - Supervision

Mr. McCann is the Chief Compliance Officer of MIM. He is solely responsible for all supervision, formulation and monitoring of investment advice offered to Clients. He will adhere to the policies and procedures as described in the firm's Compliance Manual. He can be reached at john@mccannim.com or 209-339-1825.

Item 7 - Requirements for State-Registered Advisors

- A. Mr. McCann has not been involved in any of the following:
 - 1. An award or otherwise been found liable in an arbitration claim alleging damages in excess of \$2,500 involving any of the following:
 - a) An investment or an investment-related business or activity;
 - b) Fraud, false statement(s) or omissions;
 - c) Theft, embezzlement or other wrongful taking of property;
 - d) Bribery, forgery, counterfeiting, or extortion;
 - e) Dishonest, unfair or unethical practices.
 - 2. An award or otherwise been found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
 - a) An investment or an investment-related business or activity;

- b) Fraud, false statement(s) or omissions;
 - c) Theft, embezzlement or other wrongful taking of property;
 - d) Bribery, forgery, counterfeiting, or extortion;
 - e) Dishonest, unfair or unethical practices.
- B. Mr. McCann has never been the subject of a bankruptcy petition.