

## **PROXY SUMMARY**

In January 2003, the Securities and Exchange Commission (“SEC”) adopted regulations regarding Proxy Voting by investment advisers (SEC Release No. IA-2106). These regulations required investment advisers to (1) adopt written proxy voting policies and procedures which describe how the adviser addresses material conflicts between its interests and those of its clients with respect to proxy voting and which also addresses how the adviser resolves those conflicts in the best interest of clients; (2) disclose to clients how they can obtain information from the adviser on how the adviser voted the proxies; and (3) describe to clients its proxy voting policies and procedures and, upon request, furnish a copy of them to clients.

Exercising proxies and voting stock is one method for investors to communicate with corporate management on a variety of issues, including corporate governance, executive compensation, and numerous social and environmental issues.

## **PROXY VOTING POLICIES AND PROCEDURES**

Karpas Strategies, LLC (KS) 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, and describe how KS addresses material conflicts between its interests and those of its clients with respect to proxy voting, in accordance with our fiduciary duties and SEC rule 206(4)-6 under the Investment Advisers Act of 1940.

### Proxy Voting Policy

KS has the fiduciary obligation to, at all times, make investment decisions that are in the best interest of its advisory clients. KS defines the best interest of the client to mean best economic interest of the shareholders of the company. In voting such proxies, KS will act prudently, taking into consideration those factors that may affect the value of the security and will vote proxies in a manner in which, in its opinion, is in the best interest of improving shareholder value. As a general rule, KS shall vote against any actions that would reduce the rights or options of shareholders, reduce shareholder influence over the board of directors and management, reduce the alignment of interests between management and shareholders, or reduce the value of shareholders' investments. At the same time, KS believes in supporting the management of companies in which it invests, and will accord proper weight to the views of a company's board of directors. Therefore, on most issues, our votes are cast in accordance with the recommendations of the company's board of directors, and we do not currently expect that trend to change. KS considers all relevant facts and circumstances, and retains the right to vote proxies as deemed appropriate. KS votes proxies in a bundled format, unless there is a specific conflict of interest (see Conflict of Interest policy below). Finally, consistent with our fiduciary standards, KS will vote proxies unless the client has designated otherwise.

## Proxy Procedures

KS is fully cognizant of its responsibility to process proxies and maintain proxy records pursuant to SEC rules and regulations. In addition, KS understands its fiduciary duty to vote proxies and that proxy-voting decisions may affect shareholder value. Therefore, KS will attempt to process every vote it receives for all domestic and foreign proxies. KS may choose not to vote proxies in certain situations or for certain accounts, such as: 1) where a client has informed the Adviser that it wishes to retain the right to vote the proxy, KS will instruct the custodian to send the proxy material directly to the client, 2) where KS deems the cost of voting would exceed any anticipated benefit to the client, 3) where a proxy is received for a client account that has been terminated with KS, 4) where a proxy is received for a security KS no longer manages (i.e., KS had previously sold the entire position), and/or 5) where the exercise of voting rights could restrict the ability of an account's portfolio manager to freely trade the security in question (as is the case, for example, in certain foreign jurisdictions known as "blocking markets").

As a rule, KS will:

- Vote proxies, unless designated otherwise by the client;
- Take reasonable steps to reconcile proxies received by KS and/or ProxyEdge (who administers the vote for KS) with shares held in client accounts;
- Document the vote and rationale for each proxy voted if voting against management;
- If requested, provide to clients a report of the proxies voted on their behalf.

## Conflicts of Interest

KS is responsible for identifying potential conflicts of interest concerning the proxy-voting process. Examples of potential conflicts of interest include:

1. When an adviser manages a pension plan, administers employee benefit plans, or provides brokerage, underwriting, insurance, or banking services to a company whose management is soliciting proxies;
2. When an adviser has a business relationship with a proponent of a proxy proposal and this business relationship may influence how it casts its vote on the proxy of the issuer;
3. When an adviser has a business and personal relationship with participants in a proxy contest, corporate directors or candidates for directorships; or
4. When an adviser has a financial interest in the outcome of a vote, such as when the adviser receives distribution fees.

Should there be any conflicts of interest, KS will disclose them to the client and obtain the client's written consent prior to voting the relevant proxy. KS will provide the client with sufficient information regarding the shareholder vote and the potential conflict so that the client can make an informed decision whether or not to consent.

### Client Disclosure

KS will provide clients with a copy of its proxy voting policy and procedures upon request. Clients may also obtain our proxy voting policies and procedures by accessing KS' website at <http://www.karpasonline.com>.

New clients will be provided KS' proxy voting policies and procedures along with their copy of Part II of Form ADV. Client's must note their acknowledgment of receipt when signing our Advisory Agreement.

KS will provide a client's proxy voting record to the client within ten days of a request. Each request will be recorded in KS' log of requests for proxy voting records.

### Record Keeping

KS utilizes the services of an outside proxy firm, ProxyEdge, to notify KS of pending votes and to maintain a transaction history on proxy votes for our clients. KS, not ProxyEdge, is responsible for deciding what is in the best interest of each particular client when determining how proxies are voted.

Through the services of ProxyEdge:

KS will maintain copies of all proxy statements regarding client securities on file.

KS will maintain a record of each vote on behalf of the client on file.

KS will retain proxy voting records for the period of time as required by law.

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