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ADV Brochure
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DISCLOSURE BROCHURE

Secure Planning, Inc. (hereinafter "SPI" or the "Firm") is a corporation formed under the laws of the State of New Hampshire.

This brochure provides client and prospective clients with information about SPI and its advisory services that should be considered before becoming a client of SPI.

This brochure has been prepared by SPI to substitute for Part II of the Form ADV (Uniform Application for Investor Adviser Registration). Additional information regarding SPI can be found at www.sec.gov. The IARD/CRD number for SPI is 42179. If you have questions about this brochure, please contact Julianne Smith, Chief Compliance Officer of SPI.

The information contained herein has not been approved or verified by any governmental authority.

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1. ADVISORY SERVICES AND FEES

The following section describes the services offered, basic fees, how fees are charged, and whether fees are negotiable, when fees are payable, and how fees are refunded if payable in advance of services.

Individuals associated with SPI may provide its investment advisory services. These individuals that are to provide advisory services are appropriately licensed, qualified, or authorized to provide advisory services on behalf of SPI. Such individuals are known as Investment Adviser Representatives (IARs).

Asset Management Services

SPI offers discretionary and non-discretionary continuous asset management services. The investment advice provided is tailored to meet the needs and investment objectives of the client. The Firm typically offers an initial consultation in which pertinent information about the client's personal and financial circumstances and objectives is collected, and the scope of the engagement is determined.

Where SPI enters into discretionary arrangements with clients, SPI will be granted discretion and authority to manage the client's account subject to any written guidelines that the client may provide. Accordingly, SPI is authorized to perform various functions, at the client's expense, without further approval from the client. Such functions may include the determination of securities and/or funds and the amount of securities and/or funds to be purchased and/or sold. Once the portfolio is constructed, SPI provides ongoing supervision and rebalancing of the portfolio as changes in market conditions and client circumstances may require.

For non-discretionary asset management services, SPI will monitor the client's assets and will provide recommendations as to the client's asset allocation. The client is free at all times to accept or reject any investment recommendation from SPI. For non-discretionary asset management, SPI will implement recommendations upon obtaining client approval.

The annual fee for asset management services is billed monthly in arrears based on the asset value on the last trading day of the month. In certain circumstances, other paying arrangements may be negotiated. Fees will be assessed pro rata in the event the asset management agreement is executed at any time other than the first day of a calendar month. The annualized fees for discretionary and non-discretionary asset management services are based on the following blended tiered fee schedule:

Assets Under Management	Maximum Annual Advisory Rate
First \$500,000	1.50%
Next \$500,000	1.00%
Next \$1,000,000	0.85%
Next \$3,000,000	0.75%
Next \$2,000,000	0.65%
Over \$7,000,000	0.55%

In the Firm's sole discretion, it may negotiate asset management fees for managed accounts depending on factors such as the amount of assets under management, range of investments, and complexity of the client's financial circumstances, among others. Also in its discretion, SPI may allow accounts of members of the same household to be aggregated for purposes of determining the advisory fee. This consolidation practice is designed to allow clients the benefit of an increased asset total, which could potentially result in a reduced advisory fee based on the Firm's above referenced fee schedule.

Payment of the Firm's management fees will be made by the qualified custodian holding the client's funds and securities provided the client supplies written authorization permitting the fees to be paid directly from the account. SPI will not have access to client funds for payment of fees

without written consent by the client. Further, the qualified custodian agrees to deliver an account statement directly to the client, at least quarterly, showing all disbursements from the account. The client is encouraged to review all account statements for accuracy. In the Firm's sole discretion, it may invoice clients instead of requiring the direct debit of fees. In such cases, fees are due and payable upon receipt of the invoice.

SPI may recommend that securities be purchased through the facilities of Trade PMR, Inc., Member FINRA/SIPC, among others. Trade PMR is independent and unaffiliated with SPI. Clients are directed to section 12 (twelve) of this ADV Brochure for further disclosure.

If the disclosure brochure - Part II of the Form ADV - is not delivered to the client within 48 hours prior to the client entering into the asset management agreement, the client may terminate the agreement within five business days of the date of acceptance without penalty. Where the client has received the disclosure documents 48 hours in advance or if the five-day grace period has expired, either party may terminate the asset management agreement upon 30-day written notice to the other party. The asset management fee will be pro-rated for the month in which the cancellation notice was given.

SEI Asset Management Program

SPI has an agreement with SEI Investment Management Corporation, SEI Investments Distribution Company, and SEI Trust Company (collectively "SEI") whereby SPI's IARs may offer to clients SEI's asset allocation programs.

IARs will assist clients in selecting a specific allocation portfolio appropriate for the client by discussing the various levels of risk and assisting the client in completing a questionnaire detailing the client's annual income, net worth and long term goals and objectives. Once the client agrees with the specific allocation, the IAR instructs SEI to purchase and sell no-load mutual funds pursuant to the investment objectives and rebalancing parameters selected by the client. SEI shall serve as custodian. SEI will provide account statements, quarterly performance reports and an annual tax report.

All fees paid to SPI for investment advisory services are separate and distinct from the expenses charged by mutual funds to their shareholders and the product sponsor in the case of variable insurance products. These fees and expenses are described in each fund's or variable product's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the sponsor also imposes sales charges, a client may pay an initial or deferred sales or surrender charge. A client could invest in these products directly, without the services of SPI. In that case, the client would not receive the services provided by SPI which are designed, among other things, to assist the client in determining which products or services are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the product sponsor and the fees charged by SPI to fully understand the total fees to be paid.

SPI will provide investment advisory services and asset management services, but will not provide custodial or other administrative services. At no time will SPI accept or maintain custody of a client's funds or securities except for authorized fee deduction. Clients are responsible for all custodial and securities execution fees charged by the custodian and executing broker-dealer. Advisory fees are separate and distinct from the custodian and execution fees.

SPI's IARs will educate clients as to the different funds offered through SEI's approved list of third party Mutual Funds, Individual Stocks and Bonds. The IAR will also construct a customized asset allocation program from this approved list to meet the client's investment objectives. Alternatively, the IAR may select an SEI model portfolio if it better meets the needs of the client. Additionally, the IAR will provide the client with the prospectus for each of the Mutual Funds selected and explain the rebalancing guidelines utilized in the management of the portfolio. All dividends and interest are reinvested in accordance with the asset allocation policy. The client is

notified at the time of signing the Agreement that if quarterly rebalancing is suspended, any rebalancing is done by SPI.

These fees are paid quarterly in arrears. Fees are based upon the value of the account as of the last day of each quarterly period. The initial quarterly fee is assessed by pro-rating from the date of inception during the present quarter. In calculating the initial quarterly fee, SPI considers the inception date to be the date(s) an account's assets first become available for SPI to manage. It is SPI policy, not to allocate and invest assets until a substantial portion of the assets are received by the custodian. The clients are invested into a money market fund during this period. This is done to reduce transaction costs. If a client desires to have all assets invested as received it will be done upon their individual request.

Fees may be negotiable for large personal accounts, institutional accounts and non-profit accounts.

SPI standard agreement with its clients has a provision whereby the client authorizes fees to be paid directly from the client's account at the custodian. However, SPI is willing to manage a client's account if the client wishes to pay SPI's fees directly. Clients may terminate their relationship with SPI once notice is given in writing.

Account Closure Fee: In the event a client closes an account at SEI charges an account closure fee of \$75.00 will be applied to all accounts closed and leaving the SEI Private Trust Company. This fee will be assessed to the client account payable at the time of account closure and will be redeemed from the client money market funds. In the event that the client does not own any money market funds, SPI must provide standing instructions as to which fund to redeem for payment of this fee.

Financial Planning Services

SPI engages in financial planning services for a fee. Financial planning and consulting will typically involve providing a variety of services, principally advisory in nature, to clients regarding the management of their financial resources based upon an analysis of their individual needs. An IAR of SPI will first conduct an initial consultation. After the initial consultation, if the client decides to engage SPI for financial planning services, an IAR will conduct follow up meetings as necessary, during which pertinent information about the client's financial circumstances and objectives is collected. Once such information has been reviewed and analyzed, a financial plan – designed to achieve the client's stated financial goals and objectives – may be presented to the client.

SPI charges a negotiable hourly fee ranging from \$150 to \$500 for financial planning services depending on the scope and complexity of the plan, the client's situation, and/or the client's objectives. An estimate of the total time/cost will be determined at the start of the advisory relationship. SPI requires that financial planning fees be paid in advance. In certain circumstances, other paying arrangements may be negotiated. Under no circumstances will SPI require prepayment of a fee more than 6 months in advance and in excess of \$500, as services will be rendered within six months of the date of contract.

Clients may act on the Firm's recommendations by placing securities transactions with any brokerage firm the client chooses. The client is under no obligation to act on the Firm's financial planning recommendations. Moreover, if the client elects to act on any of the recommendations, the client is under no obligation to implement the financial plan through SPI.

Financial plans are based on the client's financial situation at the time the plan is presented and on financial information disclosed by the client to SPI. Clients are advised that certain assumptions may be made with respect to interest and inflation rates and use of past trends and performance of the market and economy. Past performance is in no way an indication of future performance. SPI cannot offer any guarantees or promises that the client's financial goals and

objectives will be met. As the client's financial situation, goals, objectives, or needs change, the client must notify SPI promptly.

If the disclosure brochure - Part II of the Form ADV - is not delivered to the client within 48 hours prior to the client entering into the financial planning agreement, the client may terminate the agreement within five business days of the date of acceptance without penalty. Where the client has received the disclosure documents 48 hours in advance or if the five-day grace period has expired, either party may terminate the agreement upon written notice to the other party. If applicable, unearned, pre-paid fees are returned to the client.

Selection of Third Party Advisers

SPI may recommend that clients utilize the services of a third party investment adviser ("TPA") to manage a portion of, or their entire portfolio. All TPAs that the Firm recommends to its clients must either be registered as investment advisers with the Securities and Exchange Commission or with the appropriate state authority(ies).

After gathering information about the client's financial situation and objectives, an IAR of SPI will make recommendations regarding the suitability of a TPA or investment style based on, but not limited to, the client's financial needs, investment goals, tolerance for risk, and investment objectives. Upon selection of a TPA(s), SPI will monitor the performance of the TPA(s) to ensure their performance and investment style remains aligned with the investment goals and objectives of the client.

SPI may share in the fee paid by the client to the TPA. Clients who are referred to TPAs will receive full disclosure, including services rendered and fee schedules, at the time of the referral by delivery of a copy of the relevant TPA's Form ADV Part II or equivalent disclosure document. In addition, if the investment program recommended to a client is a wrap fee program, the client will also receive the Schedule H or equivalent wrap fee brochure provided by the sponsor of the program. Certain TPA(s) may require a minimum account size, minimum fees, or other portfolio conditions as outlined in their disclosure statements. The Firm or the TPA will provide to each client all appropriate disclosure statements, including disclosure of solicitation fees paid to SPI and its IARs.

Fees paid by the client to the TPA are established and payable in accordance with the Form ADV Part II or other equivalent disclosure document provided by each TPA to whom the client is referred and these fees may or may not be negotiable. Such compensation may differ depending upon the Firm's individual agreement with each TPA. As such, SPI or its IARs may have an incentive to recommend one TPA over another TPA with whom it has less favorable compensation arrangements or other advisory programs offered by TPAs with which it has no compensation arrangements. Clients may be required to sign an agreement directly with the TPA(s) selected. The client, the Firm, or the TPA, in accordance with the provisions of those agreements, may terminate the advisory relationship. If the TPA is compensated in advance, the client will typically receive a pro rata refund of any prepaid advisory fees upon termination of an advisory agreement.

2. TYPES OF CLIENTS

SPI and its IARs provide investment advice to a variety of clients including individuals, trusts, estates, charitable organizations, pension and profit sharing plans and corporations. The majority of the services include recommending asset allocation programs as further described below.

3. TYPES OF INVESTMENTS

SPI offers advice on equity securities, including, exchange-listed securities, securities traded over the counter, exchange traded funds (ETFs), American Depositary Receipts (ADRs), and foreign issuers, including non-U.S. companies and foreign governments and their agencies, corporate debt securities, commercial paper, certificates of deposit, municipal securities, mutual fund shares, United States government securities, and options contracts on securities. Additionally,

SPI may advise on other types of investments, such as Unit Investment Trusts (UIT's) if deemed appropriate based on the client's stated goals and objectives, as well as other types of investments in a client's portfolio at the inception of the advisory relationship or on other investment for which the client requests advice.

SPI does not typically give advice regarding warrants, variable life insurance, variable annuities, options contracts on commodities, futures contracts on tangibles or intangibles, partnerships investing in real estate, oil and gas interests, and other pooled investments.

4. METHODS OF ANALYSIS, SOURCES OF INFORMATION AND INVESTMENT STRATEGIES

SPI uses the Modern Portfolio Theory and the Efficient Market Philosophy to create and manage portfolios. These portfolios are rebalanced typically on a quarterly basis. SPI may make the asset allocation based on the conditions of the economy or market.

In order to obtain this information, SPI uses software that allows the adviser to review different asset classes, the performance of specific funds and widely accepted indexes going back for fifteen years or longer. In addition, the internet, financial newspapers and magazines are used as resources as well as research material, annual reports and filings with the Securities and Exchange Commission.

5. EDUCATION AND BUSINESS STANDARDS

All employees involved in giving investment advice to clients must have a bachelor's degree or its equivalent and have passed the Series 65 or Series 7 and 66 securities examination administered by the Financial Industry Regulatory Authority. Equivalent Professional Designations such as CFP, CFA will also be considered.

6. EDUCATION AND BUSINESS BACKGROUND

Edward J. Mallon

Year of Birth: 1944

Formal Education

Pace University, NY - BBA, Accounting

Baruch College, NY

College of Financial Planning – Certified Financial Planner (CFP®)

American College Chartered Life Underwriter (CLU)

Business Background:

Secure Planning, Inc. Portsmouth, NH-President 1990-present

Registered Representative, Investment Advisor Representative

Paul Kent Whitcomb

Year of Birth: 1945

Formal Education:

University of Kentucky, KY - BBA, Business

Business Background:

Secure Planning, Inc. Portsmouth, NH-1998 to present

Registered Representative, Investment Advisor Representative

DB Warlick & Co., July 1986 to present, Insurance Agent

Jefferson Pilot, Concord, NH-1982 to 1998, Registered Representative

Lisa A. Dugan

Year of Birth: 1968

Formal Education:

University of New Hampshire, NH - BA, Communications

College of Financial Planning – Certified Financial Planner (CFP®)

Business Background:

Secure Planning, Inc. Portsmouth, NH-1998 to present

Registered Representative, Investment Advisor
Putnam Investments, Andover, MA –1997 to 1998
Trainer/ Registered Representative

Robert Charles Salzer

Year of Birth: 1958

Formal Education:

New Hampshire College, NH New England School of Banking

Business Background:

Secure Planning, Inc. Portsmouth, NH-2003 to present

Registered Representative, Investment Advisor Representative

Commonwealth Financial Network, 1999 to 2002, Registered Representative

Kimberly J. Hovland

Year of Birth: 1956

Formal Education:

University of Colorado at Denver- BA, Political Science

Business Background:

Secure Planning, Inc. Denver, CO-1997 to present,

Registered Representative, Investment Advisor Representative

Chubb Securities Corporation, 1991 to 1997, Registered Representative

Julianne M. Smith

Year of Birth: 1978

Formal Education:

Salem State College - BS, Sociology

Business Background:

Secure Planning, Inc. Portsmouth, NH-2006 to present

Chief Compliance Officer, Investment Advisor Representative

Women's Financial Network 2005-2006, Bedford, MA- Practice Administrator

Amtrust Investment Services, West Palm Beach, FL 2004 - 2005; Senior Planning Assistant

7. OTHER BUSINESS ACTIVITIES

SPI is a licensed insurance agency. As such, IARs of SPI may be licensed to sell insurance products through SPI to advisory clients. These individuals will receive normal and customary commissions as a result of selling insurance as well as advisory fees for providing investment advice through SPI. Clients are hereby advised that such commissions and advisory fees are separate and apart from the fees charged by the Firm. Clients are under no obligation, contractually or otherwise, to purchase insurance products or receive investment advice through these associated persons in their separate capacities as insurance agents and/or IARs of SPI.

SPI is a registered broker/dealer and member FINRA/SIPC. As such, IARs of SPI may also be Registered Representatives of SPI, the broker dealer, and may suggest that clients place transactions through SPI. If securities products offered by SPI are purchased through the Registered Representative of SPI, normal commissions and fees would be earned; thus a conflict of interest may exist between their interests and those of advisory clients. Clients are under no obligation to purchase products recommended by IARs or to purchase products through SPI. Clients are hereby advised that such commissions and advisory fees are separate and apart from the fees charged by the Firm

8. OTHER FINANCIAL INDUSTRY ACTIVITIES OR AFFILIATIONS

SPI is under common control and ownership as a registered securities broker-dealer and a member of FINRA and the SIPC. As an introducing broker, SPI engages in retail securities transactions, along with certain other activities normally associated with a broker dealer.

SPI expects that clients of the Firm will also be brokerage clients of SPI. Clients are instructed that they are under no obligation to use the services of SPI, or any of its registered representatives for brokerage or products and/or services; and that the fees charged by SPI for advisory services are separate and distinct from any fees charged by SPI for brokerage or insurance products and/or services.

9. PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS

In its capacity as a broker dealer, SPI may effect securities transactions for compensation for advisory clients of SPI. Transactions will be placed consistently with the objective of negotiating the best execution available. While net price is a major consideration in best execution, the Firm will also take into account the quality of brokerage services, confidentiality, financial stability, and responsiveness, among others.

From time to time, SPI or persons associated with SPI may buy or sell securities that are recommended to its clients or securities in which its clients are invested. This presents a conflict of interest. To mitigate this conflict, it is SPI's policy that associated persons of SPI shall not have priority over any client account in the purchase or sale of securities. Under certain circumstances, exceptions to the trading policy may be made.

10. CONDITIONS FOR MANAGING ACCOUNTS

Clients are directed to section 1 (one) of this ADV Brochure for conditions on managed accounts.

11. REVIEW OF ACCOUNTS AND REPORTS TO CLIENTS

Account reviews are conducted at least quarterly for accounts held by advisory clients. Reviews are conducted for the purpose of evaluating, reporting, rebalancing, and implementing the investment objective of each client. Client accounts may be reviewed more often depending on market conditions. The assets may be reallocated to keep the portfolio allocation consistent with the client's investment objectives. Accounts are reviewed by the IAR assigned to the client account.

Clients must notify SPI and the IAR assigned to the account if changes occur in his/her personal financial situation that might adversely affect his/her investment plan. Asset Allocation Accounts are re-balanced on a quarterly basis and re-optimized when deemed necessary by the Advisor or by third-party money manager for those participating in the Asset Management Program. Re-balancing is accomplished by reallocating assets to original asset targets and re-optimizing involves setting new target asset category percentages.

12. INVESTMENT OR BROKERAGE DISCRETION AND SUGGESTION OF BROKERS

In most case, clients will grant SPI complete discretion over the selection and amount of securities and/or funds to be purchased or sold without obtaining their prior consent or approval. However, SPI's investment authority may be subject to specified investment objectives, guidelines and/or conditions imposed by the client. For example, a client may specify that at the time of purchase the investment in any particular stock or industry should not exceed specified percentages of the value of the portfolio and/or restrictions or prohibitions of transactions in the securities of a specific industry. Where the Firm enters into non-discretionary arrangements with clients, SPI will implement recommended transactions upon obtaining client approval.

SPI has adopted a policy on selecting brokers-dealers which requires that "best execution", is a paramount consideration in selecting a broker-dealer to effect transactions for client accounts. In determining whether a particular broker-dealer is likely to provide best execution in a particular transaction, the Firm considers factors that it deems relevant to the broker-dealer's execution capability, including, for example, commission rates, resolution of trade errors, settlement

capabilities, trade execution, block trading capabilities, available research, products and services received, and the reputation and financial stability of the broker or dealer.

Best execution is not measured solely by reference to commission rates. Paying a broker a higher rate than another broker might charge is permissible if the difference in cost is reasonably justified by the quality of the brokerage services offered. In addition, SPI may cause the account to pay a higher commission in recognition of the value of "research services" and additional brokerage products and services a broker-dealer has provided or may be willing to provide.

SPI may recommend that securities be purchased through the facilities of Trade PMR, Inc. ("Trade PMR"), Member FINRA/SIPC, among others. Trade PMR is independent and unaffiliated with SPI.

13. ADDITIONAL COMPENSATION

Beyond a broker's ability to provide the "best execution," SPI will also consider the value of "research" and additional brokerage products and services a broker-dealer has provided or will provide. "Research" products and services we may receive from broker-dealers may consist of economic surveys, data, and analyses; financial publications; recommendations or other information about particular companies and industries (through research reports and otherwise); and other products or services (e.g., computer services and equipment, including hardware, software, and data bases) that provide lawful and appropriate assistance to the Firm in the performance of its investment decision-making responsibilities. We use such products and services in the conduct of our investment decision making generally, not just for those accounts whose commissions may be considered to have been used to pay for the products or services.

Because such products could be considered to provide a benefit to SPI, the Firm could be considered to have a conflict of interest in allocating client brokerage business. SPI could receive benefits by selecting a particular broker-dealer to execute client transactions, and the transaction compensation charged by that broker-dealer might not be the lowest compensation the Firm might otherwise be able to negotiate.

As previously disclosed in Items 7, 8, and 9 above, IARs of SPI are also licensed with SPI as registered representatives. IARs can effect transactions in securities and investment company products for their clients and earn compensation for these activities. Such compensation may include commissions and/or 12b-1 fees for the sale of investment company products.

Associated persons of SPI, in their separate capacities as insurance agents and/or registered representatives, may sell insurance products and/or execute securities transactions on behalf of clients. In these separate capacities, IARs of the Firm will receive additional compensation on the sale of such products in the form of commissions. This form of compensation is separate and distinct from fees charged by the Firm for advisory services.

14. MISCELLANEOUS

Customer Privacy Notice

Secure Planning, Inc. (SPI) is concerned about your privacy. In order to issue and service high quality financial products and services, we collect personal information about you. Within Secure Planning, Inc. we restrict access to nonpublic personal information about you to those employees who need to know that information to provide our products or services or to otherwise conduct our business. We maintain physical, electronic, and procedural safeguards that comply with federal and state regulations to safeguard all your nonpublic personal information. We do not sell your information to third parties. Our privacy procedures apply even after you stop having any customer relationship with Secure Planning, Inc.

COLLECTING INFORMATION

To conduct our business, we may collect nonpublic personal information about you from: (1) applications or other forms, such as name, address, Social Security number, assets and income, employment status and dependent information; (2) your transactions with us, our affiliates, or with others, such as account activity, payment history, and products and services purchased

HOW WE TREAT THE INFORMATION

On occasion, we may disclose your nonpublic personal information to affiliated or nonaffiliated third parties for the purpose of (1) effecting, administering, or enforcing a transaction requested by you; (2) processing or servicing a financial product or service requested by you, (3) maintaining or servicing your account, (4) marketing financial products or services; or (5) other purposes determined by the firm to be permitted by law. We may also disclose all of the information described above to third parties with whom we contract for services. Examples of these third parties are: financial service providers, such as third party administrators, broker-dealers, insurance agents and brokers, investment companies, registered representatives, investment advisors, companies that perform marketing services on behalf of Secure Planning, Inc., or to other financial institutions with whom we have joint marketing agreements, and certain non financial companies and individuals, such as consultants and vendors.

Code of Ethics

SPI has adopted a Code of Ethics that sets forth the basic policies of ethical conduct for all managers, officers, and employees of the adviser. In addition, the Code of Ethics governs personal trading by each employee of SPI deemed to be an Access Person and is intended to ensure that securities transactions effected by Access Persons of SPI are conducted in a manner that avoids any actual or potential conflict of interest between such persons and clients of the adviser or its affiliates. SPI collects and maintains records of securities holdings and securities transactions effected by Access Persons. These records are reviewed to identify and resolve potential conflicts of interest. SPI maintains a code of ethics and they will provide a copy to any client or prospective client upon request.

Proxy Voting

SPI will not vote, nor advise clients how to vote, proxies for securities held in client accounts. The client clearly keeps the authority and responsibility for the voting of these proxies. Also, SPI cannot give any advice or take any action with respect to the voting of these proxies. The client and SPI agree to this by contract.

Business Continuity Plan

A copy of SPI's Business Continuity Plan Disclosure Document will be provided to the Client at the time of account opening as well as when material changes to the plan occur. SPI also posts its business continuity plan on its website. A copy of this document may be obtained at any time upon request.