

**B F / A N D E R S O N**  
PRIVATE PORTFOLIO MANAGEMENT

**Part 2A of Form ADV: *Firm Brochure***

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February 1, 2012

This brochure provides information about the qualifications and business practices of B.F. Anderson & Co., Inc. If you have any questions about the contents of this brochure, please contact us at 225-926-8050 or [bfanderson@bfanderson.com](mailto:bfanderson@bfanderson.com). 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. Any references to B. F. Anderson & Co. as a “registered investment adviser” or any reference to being “registered” with the U.S. Securities Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Additional information about Adviser is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can search this site by a unique identifying number, known as a CRD number. The CRD number for our firm is 109050.

**Item 2. Summary of Material Changes**

On July 28, 2010, the United States Securities and Exchange Commission ("SEC") published "Amendments to Form ADV" which amends the disclosure document that we provide to clients as required by SEC Rules. This Brochure is a new document prepared according to the SEC's new requirements and rules. As such, this document is materially different in structure and requires certain new information that our previous brochure did not require.

In the future, this Item will discuss specific material changes that are made to the Brochure and provide clients with a summary of such changes.

In the past we have offered or delivered information about our qualifications and business practices to clients on at least an annual basis. Pursuant to new SEC Rules, we will ensure that you receive a summary of any materials changes to this and subsequent Brochures within 120 days of the close of our business' fiscal year. We may further provide other ongoing disclosure information about material changes as necessary.

**Material Changes**

Currently, and as of the date of this Firm Brochure, there are no material changes to disclose.

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## **Item 4.                    Advisory Businesses**

### ***Investment Advisory Services***

#### **Introduction**

B.F. Anderson & Co., Inc. ("BFA," "Adviser," or "we") is a Louisiana corporation and a professional investment management firm formed in 1995 and located in Baton Rouge, LA. BFA is a registered investment advisory firm with the U.S. Securities and Exchange Commission. Our firm currently manages approximately \$28 million in client portfolio assets. Our firm is owned and managed Budd F. Anderson, President, Director and sole shareholder.

#### **Advisory Services**

BFA provides investment supervisory services, defined as giving continuous advice to a client or making investments for a client based upon the individual needs of the client and the firm's Focused Investing strategy. We offer discretionary investment supervisory services to a variety of clients including individuals, corporations, pension plans, trusts, estates and others. The investment programs offered include managing client portfolios of equity and fixed income securities, mutual funds, exchange traded funds ("ETFs"), among other securities, and are tailored to the stated investment objectives and restrictions, if any, of the client and consistent with our Focused Investing strategy.

Upon the initiation of an advisory relationship, clients complete client information forms which will identify a client's financial background, prior investment experience, investment objectives, goals and restrictions, if any, and risk tolerances, among other things. The firm also includes in its review of a client's background information and investment objectives, considerations to the suitability and appropriateness of a wrap fee and non-wrap fee investment account for a particular client. The client profile information is maintained by BFA for its clients and updated client information is either provided by a client or obtained by the firm on a periodic basis.

Once the advisory relationship is established, there are no restrictions on a client's ability to contact BFA principals or associated person(s) who are responsible for the client relationship of those accounts managed by our firm.

The firm requires a minimum account value of \$50,000 which is negotiable and subject to adjustment for related accounts and special circumstances. The quarterly investment management minimum \$375 fee is negotiable and subject to adjustment for related accounts. Additional disclosure about the wrap fee program is provided in the Wrap Fee Disclosure Brochure, Form ADV Part 2A, Appendix 1

BFA offers advisory clients various arrangements for advisory services and fees as described below.

1. Wrap Fee Advisory Program

BFA sponsors a wrap fee advisory service which provides discretionary supervisory services based upon the specific investment needs of clients. Under a wrap or all inclusive fee arrangement, a specified fee is charged for the advisory services, custody and execution of client transactions which is not based directly on the transactions in a client's account.

In this program, the wrap fee includes BFA's advisory services for managing individual client portfolios based on the amount of assets managed and the costs for commissions, execution and custody services for client portfolio transactions, except for certain specialized account fees, through Charles Schwab & Co., Inc., an independent registered broker-dealer firm and member of FINRA and SIPC.

1. Non-Wrap Advisory Services

Alternately, advisory clients may elect to utilize the advisory services of BFA for the firm's advisory fees only and use either the execution services of Charles Schwab & Company, Inc., or any other broker-dealer selected by a client, on a non-fee basis, i.e., commission charges on a transaction-by-transaction basis.

**Item 5. Fees and Compensation**

1. Wrap Fee Advisory Program

The BFA's annual fee for the wrap fee advisory program may be negotiable and in certain circumstances able to be discounted.

Fees for the Wrap Fee account (including advisory fees, brokerage, commissions, services and custody) will be an annual 2% of the assets under management. The portion of the fee in lieu of commissions under the wrap fee program ranges from 1.0% to 1.5% per annum and is also based upon the amount of client assets managed.

Additional information about the wrap fee program is included in the Wrap Fee Disclosure Brochure, (Form ADV 2A, Appendix 1) of our firm's Form ADV, which is provided to any prospective client for this program.

The advisory fees are on an annual basis and are billed on a quarterly basis in advance based upon the account asset value on the last business day of the previous quarter. There is a minimum quarterly fee of \$375 and a minimum account size of \$50,000 which may be subject to adjustment for related accounts. Advisory fees and account minimums may be negotiable in certain circumstances.

In the event BFA should receive any advisory fees in advance, our firm would promptly refund any pro-rata unearned prepaid quarterly fees upon termination of any client relationship during a quarter period.

## 2. Non-Wrap Advisory Services

Fees for the Non-Wrap Advisory Services (including advisory fees only and does not include commissions and custody) will be an annual 1.75% of the assets under management.

The advisory fees are on an annual basis and are billed on a quarterly basis in advance based upon the account asset value on the last business day of the previous quarter. The BFA annual fee for the non-wrap fee advisory program may be negotiable and in certain circumstances able to be discounted.

### ***Other Fees and Expenses***

All fees paid to BFA for investment management services are separate and distinct from the fees and expenses charged by mutual funds, including money market funds and exchange traded funds ("ETFs") to their shareholders. In the case of mutual funds and ETFs, these fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses. If a mutual fund also imposes sales charges, a client may pay an initial or deferred sales charge. A client could invest in a mutual fund or ETF directly, without the services of BFA. In that case, the client would not receive the services provided by Adviser which are designed, among other things, to assist the client in determining which fund or funds are most appropriate to each client's financial condition and objectives. Accordingly, a client should review both the fees charged by the funds or ETFs and the fees charged by BFA to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

In addition to BFA's advisory fees, clients are also responsible for the fees and expenses charged by custodians and imposed by broker-dealers, including, but not limited to, any commissions, custody fees, transaction charges or mark-up/mark-downs imposed by a broker-dealer with which Adviser effects transactions for a client's account(s).

If a portfolio is setup as DVP (delivery versus payment), trust or any other portfolio requiring fees not associated with regular custody or brokerage fees such as excess brokerage, commissions, trust fees, among other things, client will be responsible for assuming such costs.

### ***Termination***

Advisory clients may terminate an advisory relationship within five business days of signing an advisory agreement without penalty or thereafter upon written notice by either party. Upon termination of advisory agreement the client will receive a prorated refund for the remaining period in the quarter. If no written notice is provided the date of termination of the Advisory Agreement will be determined as follows: Date that account is transferred to another financial custodian or Date Funds or Securities are sent out to client. Refund is calculated at the end of the calendar quarter from the date of termination. Any prorated refund is paid to client by custodian (Charles Schwab & Co., Inc. or other custodian) within 30 days of the end of that calendar quarter.

## **Item 6. Performance-Based Fees and Side-By-Side Management**

BFA, as a matter of policy and practice, does not charge any performance-based fees for its investment management services.

Our firm's fees are calculated as described above and are not charged on the basis of a share of capital gains upon or capital appreciation of the funds or any portion of the funds of an advisory client (Section 205(a)(1) of the Investment Advisers Act of 1940, as amended).

Side-by-side management refers to multiple client relationships where an adviser manages advisory client relationships and portfolios on a simultaneous basis for individuals, businesses, institutions and also mutual funds and/or hedge funds. In such circumstances, potential conflicts of interest may arise by and between the clients and the mutual funds and / or hedge funds, e.g., performance fee arrangements.

BFA, has not in the past and, currently does not manage any client relationships for mutual funds, hedge funds or charge any performance fees. Therefore, the potential and actual conflicts of interest that may arise in such arrangements do not arise based on BFA current client relationships and services.

## **Item 7. Types of Clients**

BFA offers and provides investment advisory services primarily to individuals, including high net worth individuals, and corporations and other business entities.

## **Item 8. Methods of Analysis, Investment Strategies & Risk of Loss**

### ***Methods of Analysis***

The firm's investment research involves the formulation of an investment strategy based on our firm's Focused Investing strategy and consistent with an individual client's needs and objectives.

As part of our methods of analysis, we may also use the following

Fundamental analysis: We attempt to measure the intrinsic value of a security by looking at economic and financial factors, including interest rates, the overall economy, industry conditions, and the financial condition of the issuer, and credit ratings, among other things, to determine if the yield / return is attractive, the security is fairly priced, underpriced (indication it may be a good time to buy) or overpriced (indicating it may be time to sell).

Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market and interest rates regardless of the economic and financial factors considered in evaluating the security.

Technical analysis: We analyze past market movements and apply that analysis to the present in an attempt to recognize recurring patterns of investor behavior and potentially predict future price movement.

This style of analysis does not consider the underlying financial condition of a company. This presents a risk in that a poorly-managed or financially unsound company may underperform regardless of market movement.

Charting: In this type of technical analysis, we review charts of market and security activity in an attempt to identify when the market is moving up or down and to predict when how long the trend may last and when that trend might reverse.

B.F. Anderson blends fundamental analysis, technical analysis, and charting into to a blended approach that we feel offers the highest potential for our investment strategies.

Asset Allocation: We Focus primarily on security and also attempt to identify an appropriate ratio of securities and cash suitable to the client's investment goals and risk tolerance.

A risk of asset allocation is that the client may not participate in sharp increases in a particular security, industry or market sector. Another risk is that the ratio of securities, fixed income, and cash will change over time due to stock and market movements and, if not corrected, will no longer be appropriate for the client's goals.

Risks for all forms of analysis: Our securities analysis methods rely on the assumption that the securities we purchase and sell and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are aware that indications, reporting or data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

### ***Investment Strategies***

B.F. Anderson & Company has shifted its investment strategy from modern portfolio theory to a more concentrated and "Focused Investing" strategy. Modern portfolio theory involves an ideal portfolio of about twenty securities to be fully diversified whereas our newly adopted Focused Investing strategy typically involves a portfolio of five to ten securities.

Focused Investing: In concert with long-term and short-term purchases, this investment strategy concentrates our portfolio investments on a limited number of high quality U.S. small to large capitalization companies. We do this in an attempt to outperform the broad market indices.

A risk in Focused Investing is that, should a particular company or companies encounter a detrimental circumstance, the value of the security may decline sharply in value before we are able to make the decision to sell, potentially taking a loss. This strategy has the potential to involve more frequent trading which would result in increased brokerage and other transaction-related costs, which for our wrap fee program clients, are included as part of the wrap fee program and services.



We also use the following strategies in managing client portfolios:

Long-term purchases: We frequently purchase securities with the idea of holding them in a client's portfolio for a year or longer. We may do this because we believe the securities offer substantial growth opportunities. We may do this because we want exposure to a particular asset class or security over time, regardless of the current projection for this asset class or security.

**Comment [B1]:** We had "we believe the securities to be undervalued, but Andy isn't a value manager, and doesn't use valuation as a means of selection MAT I think OK to keep as you MAY consider.

**Comment [M2]:** Agree this is OK

A risk in a long-term purchase strategy is that, by holding the security for this length of time, we may not take advantages of short-term gains that could be profitable to a client. Moreover, if our predictions are incorrect, a security may decline sharply in value before we make the decision to sell.

Short-term purchases: At times, we may also purchase securities with the idea of selling them within a relatively short time (typically a year or less). We do this in an attempt to take advantage of conditions that we believe will soon result in a price swing in the securities we purchase.

A risk in a short-term purchase strategy is that, should the anticipated price swing not materialize, we are left with the option of having a long-term investment in a security that was designed to be a short-term purchase, or potentially taking a loss. In addition, this strategy involves more frequent trading than does a longer-term strategy, and will result in increased brokerage and other transaction-related costs for clients who are not in our wrap fee program. For our wrap fee program clients, these costs are included as part of the wrap fee program and services. This strategy also involves less favorable tax treatment of short-term capital gains.

**Comment [B3]:** Is this relevant in a wrap program? MATT See next sentence

**Comment [M4]:** Is this necessary? Not particularly relevant as we do not trade in unmanaged accounts – only wrap

Margin transactions: We will not recommend or utilize margin as part of our investment strategies. The use of margin allows for the purchase securities for one's portfolio with money borrowed from one's brokerage account. This allows one to purchase more stock than would be able to with one's available cash, and would allow Adviser to purchase stock without selling other holdings which is therefore a higher risk strategy.

Option writing: As a matter of policy and practice, we will not use options or option strategies as an investment strategy for our clients. An option is a contract that gives the buyer the right, but not the obligation, to buy or sell an asset (such as a share of stock) at a specific price on or before a certain date. An option, just like a stock or bond, is a security. An option is also a derivative, because it derives its value from an underlying asset.

For all strategies:

**Comment [B5]:** I added this for focused, please review. MATT: AOK

Investments in securities are not guaranteed, and you may lose money on your investments. We make significant efforts and inquiries to help us understand your tolerance for risk and any changes in your investment objectives and / or financial circumstances. We also request that clients notify us of any such changes promptly.

**Item 9. Disciplinary Information**

Our firm and President have no reportable disciplinary or regulatory history or events to disclose.

**Item 10. Other Financial Industry Activities and Affiliations**

Currently, Mr. Anderson devotes all his time to the investment activities of BFA and the firm's clients and has no outside financial industry affiliations.

***Additional Compensation***

Mr. Anderson does not receive any separate or additional compensation as he has no other financial industry affiliations.

**Item 11. Code of Ethics, Participation in Client Transactions and Personal Trading**

BFA has adopted a Code of Ethics consistent with Rule 204A-1 of the Advisers Act. The firm's Code of Ethics provides for a high ethical standard of conduct for all advisory professionals and employees, compliance with federal securities laws, and policies and procedures for the reporting of certain personal security holdings by BFA's professionals and employees. Among other things, our firm's Code of Ethics also requires the prior approval of any IPO and private placement investments, supervisory reviews, enforcement and recordkeeping. Our Code of Ethics takes into account and distinguishes between Access Persons and Supervised Persons and pre-clearance procedures.

BFA's Code of Ethics also includes policies and procedures for the review of quarterly securities transactions reports as well as initial and annual securities holdings reports that must be submitted by BFA access persons (or supervised persons). BFA Code also includes oversight, enforcement and recordkeeping provisions.

A copy of BFA's Code of Ethics is available to advisory clients upon written request to the Compliance Officer at the adviser's principal office address.

BFA, or individuals associated with our firm, may buy or sell securities identical to or different than those recommended to clients for their personal accounts.

BFA prohibits any allocation of trades in a manner that BFA's proprietary accounts, affiliated accounts, or any particular client(s) or group of clients receive more favorable treatment than other client accounts.

BFA's policy is to aggregate client transactions where possible and when advantageous to clients. In these instances clients participating in any aggregated transactions will receive an average share price and transactions costs will be shared equally on a pro-rata basis.

BFA, or any related person(s), may have an interest or position in a certain security(ies) which may also be recommended to a client. As these situations may represent a conflict of interest, our firm has established the following additional restrictions in order to ensure fiduciary responsibilities:

- 1) A Director, officer or employee of BFA shall not buy or sell securities for their personal portfolio(s) where their decision is substantially derived, in whole or in part, by reason of his or her employment unless the information is also available to the investing public on reasonable inquiry. No person of BFA shall prefer his or her own interest to that of the advisory client.
- 2) BFA emphasizes the unrestricted right of the client to decline to implement any advice rendered, except in situations where we are granted discretionary authority of the client's account.
- 3) BFA emphasizes the right of the client to select and choose any broker or dealer (except in situations where BFA has discretionary authority or Wrap Fee Program clients)
- 4) BFA requires that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
- 5) Any individual not in observance of the above may be subject to discipline and/or termination.

## **Item 12. Brokerage Practices**

### ***Selection of Broker-Dealers***

BFA has the authority to choose the broker-dealer. Client transactions for those clients participating in the wrap fee program through our firm will use a recommended broker-dealer, Schwab, as the primary broker due to the combination of brokerage and custody services provided and availability of a fee in lieu of commissions for brokerage services. Additional information about the wrap fee program is provided in the firm's Wrap Fee Disclosure Brochure Schedule, Form ADV Part 2A, Appendix 1.

In situations where BFA has discretion to select the broker dealer and for non wrap fee clients, BFA uses the services offered by Schwab, an independent and FINRA registered broker-dealer.

Clients will use Schwab or other selected broker dealers for brokerage and custody services. However, no client is under any obligation to effect trades through any recommended broker. All clients are free to select any broker dealer of his or her choice except for those selecting the wrap fee services in which case Schwab will be used.

### ***Best Execution***

BFA, as a matter of policy and practice, seeks to obtain the best execution for client transactions, i.e., seeking to obtain not necessarily the lowest commission but the best overall qualitative execution in the particular circumstances. We endeavor to select those brokers or dealers which will provide the best services at the lowest commission rates possible. The reasonableness of commissions are based on the broker's ability to provide professional services, competitive commission rates, research and other services which will help our firm in providing investment services to clients.

BFA places trades for its clients' accounts subject to its duty to seek best execution and its other fiduciary duties. We may use broker-dealers other than Schwab to execute trades for client accounts maintained at Schwab, but this practice may result in additional transaction or settlement costs to clients so that BFA is more likely to place trades through Schwab rather than other broker-dealers. Schwab's execution quality may be different than other broker-dealers.

### ***Schwab Institutional Program***

BFA may recommend that clients establish brokerage accounts with Schwab Institutional division of Charles Schwab & Co., Inc. ("Schwab Institutional"), a registered FINRA broker-dealer, to maintain custody of clients' assets and to effect trades for their accounts. BFA and Schwab Institutional are separate, unaffiliated entities.

Schwab Institutional provides BFA with access to its institutional trading and operations services typically not available to Schwab's retail customers. These services generally are available to independent investment advisory firms at no charge to them so long as a total of at least \$10 million of the advisor's clients' account assets are maintained at Schwab Institutional.

Schwab Institutional's services include brokerage, custody, research, access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require significantly higher minimum initial investment. Schwab Institutional also makes available to BFA other products and services that benefit our firm. Some of these other products and services assist BFA in managing and administering clients' accounts. These include software and other technology that provide access to client account data (such as balances, positions and transactions, as well as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), provide research, pricing information and other market data, facilitate payment of our firm's fees from its clients' accounts, and assist with back-office support, record keeping and client reporting. Many of these services generally may be used to service all or a substantial number of BFA's clients' accounts, including accounts not maintained at Schwab Institutional.

Schwab Institutional also provides various products, services and other benefits to BFA at no cost or a reduced cost based upon our firm's commitment that our clients will place or maintain a specified dollar amount of assets in accounts with Schwab Institutional within a specified period of time. BFA may be influenced by this commitment

in recommending or requiring that clients establish brokerage accounts at Schwab Institutional.

The products and services or other benefits provided by Schwab Institutional include payments offsetting the fees otherwise payable by BFA for some or all of the following products and services: investment research reports and related information; software that, among other things, may provide portfolio accounting, performance reporting, trade order management; client contact and relationship management; consulting on technology use and regulatory compliance; business development and management consulting; and back office operations training for our firm's personnel.

Some of the products, services and other benefits provided by Schwab Institutional benefit BFA and may not benefit our clients' accounts. BFA's recommendation that a client place assets in Schwab's custody may be based in part on benefits Schwab provides to BFA, and not solely on the nature, cost or quality of custody and execution services provided by Schwab.

For BFA client accounts maintained in custody at Schwab, Schwab generally does not charge separately for custody but is compensated by the account holders through commissions or other fees related to transactions and/or assets held in the client accounts.

### ***Aggregation of Orders***

On occasions when the purchase or sale of a security is deemed to be in the best interests of multiple clients BFA will generally aggregate transactions for multiple clients. Client transactions which are aggregated on any day will be allocated to participating accounts on a pro rata and average share price basis with commissions allocated on a pro rata account basis.

### ***Allocation of Investment Opportunities***

**Comment [B6]:** This is OK

As a matter of policy, BFA seeks to allocate investment opportunities and transactions on a fair and equitable basis for all clients over time and to not favor certain clients over others. In the unlikely event that limited investment opportunities or transactions would need to be allocated among advisory clients, BFA would allocate the investments or transactions fairly and equitably and typically on a pro-rata basis. As a matter of investment policy and practice, BFA does not seek or participate in initial public offerings.

### ***Direction of Brokerage***

**Comment [B7]:** Yes, this is relevant.

Certain clients, when undertaking an advisory relationship, already have a pre-established relationship with a broker and/or may instruct BFA to execute all transactions through that broker. In the event that a client directs BFA to use a particular broker or dealer, it should be understood that under those circumstances our firm will not have authority to negotiate commissions among various brokers, aggregate directed trades with other client transactions, or obtain volume discounts and best execution may not be achieved. In addition, a disparity in commission rates will exist among commissions charged to other clients.

Also, brokers-dealers that BFA selects to execute transactions may from time to time refer clients to BFA. Our firm will not make formal or informal commitments to any broker or dealer to compensate that broker or dealer through brokerage transactions for client referrals; however, a potential conflict of interest may arise between the client's interest in obtaining best price and execution and our firm's interest in receiving future referrals.

#### **Item 13. Review of Accounts**

##### ***Account Reviews***

Purchase and sale activity in an advisory account is reviewed on a daily basis and portfolio positions are monitored on an ongoing basis. A general review of all investment advisory accounts takes place quarterly with special attention paid to performance objectives. Intermittent account reviews are performed at the request of the client or as dictated by market changes and conditions.

Budd F. Anderson, President, is the primary reviewer for all advisory client accounts. BFA establishes review criteria and performs periodic account oversight reviews.

##### ***Client Reports***

Appraisal reports to clients are produced on a quarterly basis. The reports contain appraisals, portfolio positions and values, realized gains and losses, unrealized gains and losses, income, expenses and fees. Account performance can be measured by the comparison of quarterly appraisal reports. Advisory clients also receive confirmations of all transactions and monthly statements of account from the broker or bank custodian for their account.

Advisory clients receive monthly/quarterly statements and confirmations of transactions from their broker-dealer qualified custodians. In order to ensure that all account transactions, holdings and values are correct and current, we urge clients to review their periodic custodian statements.

#### **Item 14. Client Referrals and Other Compensation**

BFA and its principal do not have any referral arrangements to compensate any person or entity for introducing new clients to BFA. Also, BFA does not receive any additional compensation from third parties for providing investment advice to our clients or referring persons to another advisory firm.

#### **Item 15. Custody**

Our firm is deemed to have custody under regulatory guidelines as a result of BFA's authority from certain clients to directly debit BFA advisory fees from a client's broker-dealer custodian accounts consistent with industry practices and regulatory guidelines.

Clients receive monthly/quarterly statements from their broker-dealer custodian and are urged to carefully review each statement. In order to ensure that all account transactions, holdings and values are correct and current, we urge clients to review the statements received directly from your independent brokerage or bank qualified custodian.

**Item 16. Investment Discretion**

For discretionary advisory clients, BFA requests that the firm be provided with written authority to determine which securities, the amounts of securities that are to be bought or sold, the broker-dealer to use for client transactions and the commission costs that will be charged to clients for these transactions. Discretionary authority allows for the timely and efficient processing of client transactions, but is not a requirement for maintaining an account with the firm. Any limitations on the firm's discretionary authority are to be in writing and may be included in the client's investment agreement with the firm.

**Item 17. Voting Client Securities**

BFA does not vote or advise clients how to vote proxies for securities held in clients accounts as clients retain proxy voting responsibility. The custodian promptly sends clients proxies and related shareholder communications for the securities held in accounts.

Clients should note that our firm may not advise or act on behalf of any client in legal proceedings, e.g., class actions, bankruptcies, or other legal proceedings, involving companies whose securities are held or previously were held by a client including, but not limited to, the filing of "Proofs of Claim" in class action settlements

**Item 18. Financial Information**

Under no circumstances will our firm charge or earn fees in excess of \$1200 more than six months in advance of services rendered.

Our firm and President have no financial events or proceedings to disclose.