



# HIGHWATER

WEALTH MANAGEMENT

## **Form ADV Part 2A – Disclosure Brochure**

**Effective: May 24, 2012**

This Disclosure Brochure provides information about the qualifications and business practices of Highwater Wealth Management (“HWM”). If you have any questions about the contents of this Disclosure Brochure, please contact us at (303) 996-3011 or by email at [support@highwaterwealth.com](mailto:support@highwaterwealth.com).

HWM is a Registered Investment Advisor with the Securities and Exchange Commission. The information in this Disclosure Brochure has not been approved or verified by the U.S. Securities and Exchange Commission (“SEC”) or by any state securities authority. Registration of an investment advisor does not imply any specific level of skill or training. This Disclosure Brochure provides information about HWM to assist you in determining whether to retain the Advisor.

Additional information about HWM and its advisory persons are available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

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## Item 2 – Material Changes

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Form ADV 2 is divided into two parts: *Part 2A and Part 2B*. *Part 2A* (the “Disclosure Brochure”) provides information about a variety of topics relating to an Advisor’s business practices and conflicts of interest. *Part 2B* (the “Brochure Supplement”) provides information about advisory personnel of HWM.

HWM believes that communication and transparency are the foundation of our relationship and continually strive to provide you with the complete and accurate information at all times. We encourage all current and prospective investors to read this Disclosure Brochure and discuss any questions you may have with us. And of course, we always welcome your feedback.

### Material Changes

HWM does not have any material changes to disclose at this time.

### Future Changes

From time to time, we may amend this Disclosure Brochure to reflect changes in our business practices, changes in regulations and routine annual updates as required by the securities regulators. This complete Disclosure Brochure or a Summary of Material Changes shall be provided to each Client annually and if a material change occurs in the business practices of HWM.

At any time, you may view the current Disclosure Brochure on-line at the SEC’s Investment Adviser Public Disclosure website at <http://adviserinfo.sec.gov>.

To review the firm information for HWM:

- Click **Investment Advisor Search** in the left navigation menu.
- Select the option for **Investment Advisor Firm** and enter **157237** (our firm’s CRD number) in the field labeled “Firm IARD/CRD Number”.
- This will provide access to Form ADV Part 1 and Part 2.
- Item 11 of the ADV Part 1 lists legal and disciplinary questions regarding the Advisor.
- In the left navigation menu, Form ADV Part 2 is located near the bottom.

You may also request a copy of this Disclosure Brochure at any time, by contacting us at (303) 996-3011 or by email at [support@highwaterwealth.com](mailto:support@highwaterwealth.com).

## Item 3 – Table of Contents

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<b>Item 1 – Cover Page .....</b>	<b>1</b>
<b>Item 2 – Material Changes .....</b>	<b>2</b>
<b>Item 3 – Table of Contents .....</b>	<b>3</b>
<b>Item 4 – Advisory Services.....</b>	<b>4</b>
A. Firm Information.....	4
B. Advisory Services Offered.....	4
C. Client Account Management.....	5
D. Wrap Fee Programs .....	5
E. Assets Under Management .....	5
<b>Item 5 – Fees and Compensation .....</b>	<b>6</b>
A. Fees for Advisory Services.....	6
B. Fee Billing.....	6
C. Other Fees and Expenses.....	7
D. Advance Payment of Fees and Termination .....	7
E. Compensation for Sales of Securities.....	7
<b>Item 6 – Performance-Based Fees .....</b>	<b>7</b>
<b>Item 7 – Types of Clients.....</b>	<b>8</b>
<b>Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss.....</b>	<b>8</b>
A. Methods of Analysis .....	8
B. Risk of Loss .....	8
<b>Item 9 – Disciplinary Information.....</b>	<b>9</b>
<b>Item 10 – Other Financial Activities and Affiliations .....</b>	<b>9</b>
<b>Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading .....</b>	<b>9</b>
A. Code of Ethics .....	9
B. Personal Trading with Material Interest .....	9
C. Personal Trading in Same Securities as Clients .....	9
D. Personal Trading at Same Time as Client.....	10
<b>Item 12 – Brokerage Practices .....</b>	<b>10</b>
A. Recommendation of Custodian[s] .....	10
B. Aggregating and Allocating Trades.....	10
<b>Item 13 – Review of Accounts .....</b>	<b>11</b>
A. Frequency of Reviews.....	11
B. Causes for Reviews.....	11
C. Review Reports.....	11
<b>Item 14 – Client Referrals and Other Compensation .....</b>	<b>11</b>
A. Compensation Received by HWM .....	11
B. Client Referrals from Solicitors.....	11
<b>Item 15 – Custody .....</b>	<b>11</b>
<b>Item 16 – Investment Discretion .....</b>	<b>12</b>
<b>Item 17 – Voting Client Securities.....</b>	<b>12</b>
<b>Item 18 – Financial Information.....</b>	<b>12</b>
<b>Item 19 – Requirements for State Registered Advisors .....</b>	<b>12</b>
<b>ADV Part 2B.....</b>	<b>13</b>
<b>Privacy Policy .....</b>	<b>15</b>

## **Item 4 – Advisory Services**

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### **A. Firm Information**

Highwater Wealth Management (“HWM” or the “Advisor”) is a Registered Investment Advisor with the Securities and Exchange Commission, which is organized as a Limited Liability Company (LLC) under the laws of the State of Colorado. HWM was founded in 2011 and is owned and operated by Founder, George D. Griswold. This Disclosure Brochure provides information regarding the qualifications, business practices, and the advisory services provided by HWM.

### **B. Advisory Services Offered**

HWM offers investment advisory services to individuals, high net worth individuals, and charitable organizations in Colorado and other states (each referred to as a “Client”).

#### Account Portfolio Management

HWM provides customized investment advisory solutions for its Clients. This is achieved through continuous personal Client contact and interaction while providing discretionary investment management and consulting services. HWM works with each Client to identify their investment goals and objectives as well as risk tolerance and financial situation in order to create a portfolio allocation. HWM will then construct a portfolio, consisting primarily of exchange traded funds (“ETFs”) and mutual funds to achieve the Client’s investment goals. The Advisor may also utilize individual equities and fixed income securities, including United States government bonds and municipal bonds to meet the needs of its Clients.

HWM’s investment strategy is primarily long-term focused, but the Advisor may buy, sell or re-allocate positions that have been held less than one year to meet the objectives of the Client or due to market conditions. HWM will construct, implement and monitor the portfolio to ensure it meets the goals, objectives, circumstances, and risk tolerance agreed to by the Client. Each Client will have the opportunity to place reasonable restrictions on the types of investments to be held in their respective portfolio, subject to the acceptance by the Advisor.

HWM evaluates and selects ETFs and mutual funds for inclusion in Client portfolios only after applying their internal due diligence process. HWM may recommend, on occasion, redistributing investment allocations to diversify the portfolio. HWM may recommend specific positions to increase sector or asset class weightings. The Advisor may recommend employing cash positions as a possible hedge against market movement, which may adversely affect the portfolio. HWM may recommend selling positions for reasons that include, but are not limited to, harvesting capital gains or losses, business or sector risk exposure to a specific security or class of securities, overvaluation or overweighting of the position[s] in the portfolio, change in risk tolerance of Client, generating cash to meet Client needs, or any risk deemed unacceptable for the Client’s risk tolerance.

**Prior to rendering investment advisory services, HWM will ascertain, in conjunction with the Client, the Client’s financial situation, risk tolerance, and investment objective[s].**

HWM will provide investment advisory services and portfolio management services and will not provide securities custodial or other administrative services. At no time will HWM accept or maintain custody of a Client’s funds or securities. All Client assets will be managed within their designated brokerage account or pension account, pursuant to the Client Investment Advisory Agreement.

#### Financial Planning and Consulting Services

HWM will typically provide a variety of financial planning services to individuals and families, pursuant to a written Financial Planning or Consulting Agreement. Services are offered in several areas of a Client’s financial situation, depending on their goals, objectives and financial situation.

Generally, such financial planning services will involve preparing a financial plan or rendering a financial consultation for clients based on the Client’s financial goals and objectives. This planning or consulting may encompass one or more areas of need, including, but not limited to investment planning, retirement planning, personal savings, education savings and other areas of a Client’s financial situation.

A financial plan developed for or financial consultation rendered to the Client will usually include general recommendations for a course of activity or specific actions to be taken by the Client. For example, recommendations may be made that the Client start or revise their investment programs, commence or alter

retirement savings, establish education savings and/or charitable giving programs. HWM may also refer Clients to an accountant, attorney or other specialist, as appropriate for their unique situation. For certain financial planning engagements, the Advisor will provide a written summary of Client's financial situation, observations, and recommendations. For consulting or ad-hoc engagements, the Advisor may not provide a written summary. Plans or consultations are typically completed within six months of contract date, assuming all information and documents requested are provided promptly.

Financial planning and consulting recommendations may pose a conflict between the interests of the Advisor and the interests of the Client. Clients are not obligated to implement any recommendations made by the Advisor or maintain an ongoing relationship with the Advisor. If the Client elects to act on any of the recommendations made by the Advisor, the Client is under no obligation to effect the transaction through the Advisor.

### **C. Client Account Management**

Prior to engaging HWM to provide investment advisory services, each Client is required to enter into an Investment Advisory Agreement with the Advisor that defines the terms, conditions, authority and responsibilities of the Advisor and the Client. These services may include:

- Establishing an Investment Policy Statement – HWM, in connection with the Client, may develop a statement that summarizes the Client's investment goals and objectives along with the broad strategy[ies] to be employed to meet the objectives. An Investment Policy Statement generally includes specific information on the Client's stated goals, time horizon for achieving the goals, investment strategies, Client risk tolerance and any restrictions imposed by the Client.
- Asset Allocation – HWM will develop a strategic asset allocation that is targeted to meet the investment objectives, time horizon, financial situation and tolerance for risk for each Client.
- Portfolio Construction – HWM will develop a portfolio for the Client that is intended to meet the stated goals and objectives of the Client.
- Investment Management and Supervision – HWM will provide investment management and ongoing oversight of the Client's portfolio and overall account.

### **D. Wrap Fee Programs**

HWM does not manage or place Client assets into a wrap fee program. Investment management services are provided directly by HWM.

### **E. Assets Under Management**

As of December 31, 2011, HWM manages the following assets:

Assets Under Management	Assets
Discretionary Assets	\$22,000,000
Non-discretionary Assets	\$0
<b>Total</b>	<b>\$22,000,000</b>

Clients may request more current information at any time by contacting the Advisor.

## **Item 5 – Fees and Compensation**

The following paragraphs detail the fee structure and compensation methodology for investment management. Each Client shall sign an Investment Advisory Agreement that details the responsibilities of HWM and the Client.

### **A. Fees for Advisory Services**

#### **Account Portfolio Management**

Investment Advisory Fees are paid quarterly in advance pursuant to the terms of the Investment Advisory Agreement. Investment Advisory Fees are based on the market value of assets under management at the end of each calendar quarter. Investment Advisory Fees range from 1.25% to 0.50% based on the following schedule:

Assets Under Management	Annual Rate
\$0 to \$500,000	1.25%
\$500,000 to \$2,500,000	1.00%
\$2,500,000 to \$5,000,000	0.85%
\$5,000,000 to \$10,000,000	0.75%
\$10,000,000 to \$20,000,000	0.50%
Over \$20,000,000	Negotiable

Investment Advisory Fees in the first quarter of service are prorated to the inception date of the account to the end of the first quarter. Fees may be negotiable at the discretion of the Advisor. The Client's fees will take into consideration the aggregate assets under management with Advisor. All securities held in accounts managed by HWM will be independently valued by the designated Custodian. HWM will not have the authority or responsibility to value portfolio securities.

#### **Financial Planning and Consulting Services**

HWM offers financial planning or consulting services on an hourly basis for \$250 per hour, which may be negotiable depending on the nature and complexity of each Client's circumstances. An estimate for total hours will be determined prior to establishing the advisory relationship.

The Advisor's fee is exclusive of, and in addition to brokerage commissions, transaction fees, and other related costs and expenses, which may be incurred by the Client. However, the Advisor shall not receive any portion of these commissions, fees, and costs. The hourly fees are determined after considering many factors, such as the level and scope of the services.

### **B. Fee Billing**

#### **Account Portfolio Management**

Investment Advisory Fees will be automatically deducted from the Client Account by the Custodian. The Advisor shall send an invoice to the Custodian indicating the amount of the fees to be deducted from the Client Account at the respective quarter end date. The amount due is calculated by applying the quarterly rate (annual rate divided by 4) to the total assets under management with HWM at the end of each quarter. Clients will be provided with a statement, at least quarterly, from the Custodian reflecting deduction of the Investment Advisory Fee. In addition, the Advisor will provide the Client a report itemizing the fee, including the calculation period covered by the fee, the account value and the methodology used to calculate the fee. It is the responsibility of the Client to verify the accuracy of these fees as listed on the custodian's brokerage statement as the Custodian does not assume this responsibility. Clients provide written authorization permitting HWM to be paid directly from their accounts held by the Custodian as part of the Investment Advisory Agreement and separate account forms provided by the Custodian.

#### **Financial Planning and Consulting Services**

As noted above, financial planning and consulting fee are invoiced by the Advisor and are due upon receipt.

### **C. Other Fees and Expenses**

Clients may incur certain fees or charges imposed by third-parties, other than HWM, in connection with investment made on behalf of the Client's account[s]. The Client is responsible for all custodial and securities execution fees charged by the custodian and executing broker-dealer. The Investment Advisory Fee charged by HWM is separate and distinct from these custodian and execution fees.

In addition, all fees paid to HWM for investment advisory services are separate and distinct from the expenses charged by mutual funds and exchange-traded funds to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee. A Client could invest in these products directly, without the services of HWM, but would not receive the services provided by HWM 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 fund[s] and the fees charged by HWM to fully understand the total fees to be paid.

### **D. Advance Payment of Fees and Termination**

#### Account Portfolio Management

HWM is compensated for its services in advance the quarter in which investment advisory services are rendered. Clients may request to terminate their Investment Advisory Agreement with HWM, in whole or in part, by providing advance written notice. The Client shall be responsible for Investment Advisory Fees up to and including the effective date of termination. Upon termination, the Advisor will refund any unearned, prepaid Investment Advisory Fees from the effective date of termination to the end of the quarter. The Client's Investment Advisory Agreement with the Advisor is non-transferable without Client's written approval.

#### Financial Planning and Consulting Services

In the event that a Client should wish to cancel the financial planning agreement under which any plan is being created, the Client shall be billed for actual hours logged on the planning project times the agreed upon hourly rate. Any surplus in the Advisor's possession as the result of collecting a deposit at the time of signing the financial planning agreement will be returned to the Client.

Either party may terminate a planning or consulting agreement at anytime by providing written notice to the other party. The Client may terminate the Agreement within five (5) days of signing the Advisor's the agreement with no penalty and all fees incurred will be refunded to the Client. After the five-day period, the Client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the Client. Refunds will be given on a pro-rata basis.

### **E. Compensation for Sales of Securities**

HWM does not buy or sell securities and does not receive any compensation for securities transactions in any Client account, other than the Investment Advisory Fees noted above.

## **Item 6 – Performance-Based Fees**

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HWM does not charge performance-based fees for its investment advisory services. The fees charged by HWM are as described in Item 5 – Fees and Compensation above and are not based upon the capital appreciation of the funds or securities held by any Client.

HWM does not manage any proprietary investment funds or limited partnerships (for example, a mutual fund or a hedge fund) and has no financial incentive to recommend any particular investment options to its Clients.



## **Item 7 – Types of Clients**

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HWM provides investment advisory services to the following types of Clients:

- Individuals, Personal Trusts and Estates – private investors, investing their personal assets
- 501(c)(3) Non-Profit Organizations – mission-based, non-profit organizations

The relative percentage each type of Client is available on HWM's Form ADV Part 1. These percentages will change over time. HWM generally does not impose a minimum account size for establishing a relationship.

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

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### **A. Methods of Analysis**

HWM primarily employs fundamental analysis methods in developing investment strategies for its Clients. Research and analysis from HWM is derived from numerous sources, including financial media companies, third-party research materials, Internet sources, and review of company activities, including annual reports, prospectuses, press releases and research prepared by others.

As noted above, HWM generally employs a long-term investment strategy for its Clients, as consistent with their financial goals. HWM will typically hold all or a portion of a security for more than a year, but may hold for shorter periods for the purpose of rebalancing a portfolio or meeting the cash needs of Clients. At times, HWM may also buy and sell positions that are more short-term in nature, depending on the goals of the Client and/or the fundamentals of the security, sector or asset class.

### **B. Risk of Loss**

Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss. HWM will assist Clients in determining an appropriate strategy based on their tolerance for risk and other factors noted above. However, there is no guarantee that a Client will meet their investment goals.

Each Client engagement will entail a review of the Client's investment goals, financial situation, time horizon, tolerance for risk and other factors to develop an appropriate strategy for managing a Client's account. Client participation in this process, including full and accurate disclosure of requested information, is essential for the analysis of a Client's account. The Advisor shall rely on the financial and other information provided by the Client or their designees without the duty or obligation to validate the accuracy and completeness of the provided information. It is the responsibility of the Client to inform the Advisor of any changes in financial condition, goals or other factors that may affect this analysis.

HWM primarily employs investment strategies that do not involve any significant or unusual risk other than domestic equity and international market risks. The risks associated with a particular strategy are provided to each Client in advance of investing Client accounts. The Advisor will work with each Client to determine their tolerance for risk as part of the portfolio construction process.

HWM may use margin in Client accounts for to manage the timing of purchases and sales, as appropriate. HWM may employ options strategies to hedge or gain additional exposure to a particular asset class or sector. HWM 's investment strategy encompasses active trading in concentrated portfolios.

**Past performance is not a guarantee of future returns. Investing in securities and other investments involve a risk of loss that each Client should understand and be willing to bear. Clients are reminded to discuss these risks with the Advisor. For more information on our investment management services, please contact us at (303) 996-9660 or via email at [info@highwaterwealth.com](mailto:info@highwaterwealth.com).**



## **Item 9 – Disciplinary Information**

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**There are no legal, regulatory or disciplinary events involving HWM or any of its employees.** HWM and its advisory personnel value the trust you place in us. As we advise all Clients, we encourage you to perform the requisite due diligence on any advisor or service provider in which you partner. Our backgrounds are on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). To review the firm information contained in ADV Part 1, select the option for Investment Adviser Firm and enter **157237** in the field labeled “Firm IARD/CRD Number”. This will provide access to Form ADV Parts 1 and 2. Item 11 of the ADV Part 1 lists legal and disciplinary questions. You may also research the background of George D. Griswold by selecting the Investment Adviser Representative and entering **Mr. Griswold’s** Individual CRD# **2190236** in the field labeled “Individual CRD Number”.

## **Item 10 – Other Financial Activities and Affiliations**

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The sole business of HWM and Mr. Griswold is to provide investment advisory services to its Clients. Neither HWM nor its advisory personnel are involved in other business endeavors. HWM does not maintain any affiliations with other firms, other than contracted service providers to assist with the servicing of its Client’s accounts.

## **Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

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### **A. Code of Ethics**

HWM has implemented a Code of Ethics that defines our fiduciary commitment to each Client. This Code of Ethics applies to all persons associated with HWM. The Code of Ethics was developed to provide general ethical guidelines and specific instructions regarding our duties to you, our Client. HWM and its personnel owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of HWM associates to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code of Ethics covers a range of topics that may include; general ethical principles, reporting personal securities trading, reportable securities, initial public offerings and private placements, reporting ethical violations, distribution of the Code of Ethics, review and enforcement processes, amendments to Form ADV and supervisory procedures. HWM has written its Code of Ethics to meet and exceed regulatory standards. To request a copy of our Code of Ethics, please contact us at (303) 996-4401 or via email at [info@highwaterwealth.com](mailto:info@highwaterwealth.com).

### **B. Personal Trading with Material Interest**

HWM allows our employees to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. HWM does not act as principal in any transactions. In addition, the Advisor does not act as the general partner of a fund, or advice an investment company. HWM does not have a material interest in any securities traded in Client accounts.

### **C. Personal Trading in Same Securities as Clients**

HWM allows our employees to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities we recommend (purchase or sell) to you presents a conflict of interest that, as fiduciaries, we must disclose to you and mitigate through policies and procedures. As noted above, we have adopted, consistent with Section 204A of the Investment Advisers Act of 1940, a Code of Ethics, which addresses insider trading (material non-public information controls) and personal securities reporting procedures. We have also adopted written policies and procedures to detect the misuse of material, non-public information. We may have an interest or position in certain securities, which may also be recommended to you.

In addition the Code of Ethics governs Gifts and Entertainment given by and provided to the Advisor, outside employment activities of employees, Employee reporting, sanctions for violations of the Code of Ethics, and records retention requirements for various aspects of the Code of Ethics.

#### **D. Personal Trading at Same Time as Client**

While HWM allows our employees to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients, these trades do not occur at the same time. HWM will place trades only after Client orders have been placed and filled.

**At no time, will HWM or any associated person of HWM, transact in any security to the detriment of any Client.**

### **Item 12 – Brokerage Practices**

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#### **A. Recommendation of Custodian[s]**

HWM does not have discretionary authority to select the broker-dealer/custodian for custodial and execution services or the administrator for defined contribution accounts. The Client will select the broker-dealer or custodian (herein the "custodian") to safeguard Client assets and authorize HWM to direct trades to this custodian as agreed in the Investment Advisory Agreement. Further, HWM does not have the discretionary authority to negotiate commissions on behalf of our Clients on a trade-by-trade basis.

Where HWM does not exercise discretion over the selection of the custodian, it may recommend the custodian[s] to Clients for execution and/or custodial services. Clients are not obligated to use the recommended custodian and will not incur any extra fee or cost associated with using a broker not recommended by HWM. HWM typically recommends to Clients that they established their brokerage account[s] at Fidelity Institutional Wealth Services ("Fidelity"). Fidelity is independent and unaffiliated SEC-registered broker-dealer and FINRA member. Fidelity offers independent investment Advisors services, which include custody of securities, trade execution, clearance and settlement of transactions. HWM may receive some benefits from the Fidelity through its participation in the program. HWM considers a number of factors in selecting and/or recommending brokers and custodians for its Clients' accounts, including, but not limited to, execution capability, experience and financial stability, reputation and the quality of services provided. HWM is not affiliated with, or related to, any Fidelity.

Following are additional details regarding the brokerage practices of the Advisor:

- 1. Soft Dollars** - Soft dollars are revenue programs offered by broker-dealers whereby an advisor enters into an agreement to place security trades with the broker in exchange for research and other services. **HWM does not participate in soft dollar programs sponsored or offered by any broker-dealer.**
- 2. Brokerage Referrals** - HWM does not receive any compensation from any third party in connection with the recommendation for establishing a brokerage account.
- 3. Directed Brokerage** - All Clients are serviced on a "directed brokerage basis", where HWM will place trades within the established account[s] at the custodian designated by the Client. Further, all Client accounts are traded within their respective brokerage account[s]. The Advisor will not engage in any principal transactions (i.e., trade of any security from or to the Advisor's own account) or cross transactions with other Client accounts (i.e., purchase of a security into one Client account from another Client's account[s]). In selecting the custodian, HWM will not be obligated to select competitive bids on securities transactions and does not have an obligation to seek the lowest available transaction costs. These costs are determined by the designated custodian.

#### **B. Aggregating and Allocating Trades**

The primary objective in placing orders for the purchase and sale of securities for Client accounts is to obtain the most favorable net results taking into account such factors as 1) price, 2) size of order, 3) difficulty of execution, 4) confidentiality and 5) skill required of the broker. HWM will execute its transactions through an unaffiliated broker-dealer selected by the Client. HWM may aggregate orders in a block trade or trades when securities are purchased or sold through the same broker-dealer for multiple (discretionary) accounts. If a block trade cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that is consistent with the initial pre-allocation or other written statement. This must be done in a way that does not consistently advantage or disadvantage particular Client accounts.

## **Item 13 – Review of Accounts**

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### **A. Frequency of Reviews**

Accounts are monitored on a regular and continuous basis by Mr. Griswold, Founder of the Advisor. Formal reviews are generally conducted at least quarterly or more or less frequently depending on the needs of the Client.

### **B. Causes for Reviews**

In addition to the investment monitoring noted in Item 13.A., each Client account shall be reviewed at least annually. Reviews may be conducted more or less frequently at the Client's request. Accounts may be reviewed as a result of major changes in economic conditions, known changes in the Client's financial situation, and/or large deposits or withdrawals in the Client's account. The Client is encouraged to notify HWM if changes occur in his/her personal financial situation that might adversely affect his/her investment plan. Additional reviews may be triggered by material market, economic or political events.

### **C. Review Reports**

The Client will receive brokerage statements no less than quarterly from the trustee or custodian. These brokerage statements are sent directly from the custodian to the Client. The Client may also establish electronic access to the custodian's website so that the Client may view these reports and their account activity. Client brokerage statements will include all positions, transactions and fees relating to the Client's account[s]. The Advisor may also provide Clients with periodic reports regarding their holdings, allocations, and performance.

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

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### **A. Compensation Received by HWM**

HWM is a fee-only advisor, who, in all circumstances, is compensated solely by the Client. HWM does not receive commissions or other compensation from product sponsors, broker dealers or any un-related third party. HWM may refer Clients to various third-parties to provide certain financial services necessary to meet the goals of its Clients. Likewise, HWM may receive referrals of new Clients from a third-party.

#### Participation in Institutional Advisor Platform

HWM has established an institutional relationship with Fidelity to assist the Advisor in managing Client account[s]. Access to the Fidelity Institutional platform is provided at no charge to the Advisor. The Advisor receives access to software and related support without cost because the Advisor renders investment management services to Clients that maintain assets at Fidelity. The software and related systems support may benefit the Advisor, but not its Clients directly. In fulfilling its duties to its Clients, the Advisor endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits from a custodian creates a conflict of interest since these benefits may influence the Advisor's recommendation of this custodian over one that does not furnish similar software, systems support, or services.

Additionally, the Advisor may receive the following benefits from Fidelity: receipt of duplicate Client confirmations and bundled duplicate statements; access to a trading desk that exclusively services its institutional participants; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to Client accounts; and access to an electronic communication network for Client order entry and account information.

### **B. Client Referrals from Solicitors**

HWM does not engage paid solicitors for Client referrals.

## **Item 15 – Custody**

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HWM does not accept or maintain custody of any Client accounts. All Clients must place their assets in a qualified custodian. Clients are required to select their own custodian to retain their funds and securities and direct HWM to utilize that custodian for the Client's security transactions. For more information about custodians and brokerage practices, see Item 12 - Brokerage Practices.

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## Item 16 – Investment Discretion

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HWM generally has discretion over the selection and amount of securities to be bought or sold in Client accounts without obtaining prior consent or approval from the Client. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the Client and agreed to by HWM. Discretionary authority will only be authorized upon full disclosure to the Client. The granting of such authority will be evidenced by the Client's execution of an Investment Advisory Agreement containing all applicable limitations to such authority. All discretionary trades made by HWM will be in accordance with each Client's investment objectives and goals.

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## Item 17 – Voting Client Securities

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HWM does not accept proxy-voting responsibility for any Client.

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## Item 18 – Financial Information

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Neither HWM, nor its management has any adverse financial situations that would reasonably impair the ability of HWM to meet all obligations to its Clients. Neither HWM, nor any of its advisory persons, has been subject to a bankruptcy or financial compromise. HWM is not required to deliver a balance sheet along with this Brochure as the firm does not collect advance fees for services to be performed six months or more in advance.

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## Item 19 – Requirements for State Registered Advisors

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### A. Educational Background and Business Experience of Principal Officer

The Founder of HWM is George D. Griswold. Information regarding the formal education and background of Mr. Griswold is included in Item 2 of Part 2B below.

### B. Other Business Activities of Principal Officer

Mr. Griswold is a dedicated to the investment advisory activities of HWM's Clients. Mr. Griswold does not have any other business activities.

### C. Performance Fee Calculations

HWM does not charge performance-based fees for its investment advisory services. The fees charged by HWM are as described in Item 5 – Fees and Compensation above and are not based upon the capital appreciation of the funds or securities held by any Client.

### D. Disciplinary Information

*There are no legal, civil or disciplinary events to disclose regarding HWM or Mr. Griswold.* Neither HWM nor Mr. Griswold has ever been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against HWM or Mr. Griswold.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and / or dishonest, unfair or unethical practices. *As previously noted, there are no legal, civil or disciplinary events to disclose regarding HWM or Mr. Griswold.*

### E. Material Relationships with Issuers of Securities

Neither HWM nor Mr. Griswold has any relationships or arrangements with issuers of securities.



# HIGHWATER

WEALTH MANAGEMENT

## Form ADV Part 2B – Brochure Supplement

for

**George D. Griswold**  
**Founder**

**Effective: May 24, 2012**

This Brochure Supplement provides information about the background and qualifications of George D. Griswold (CRD# **2190236**) in addition to the information contained in the Highwater Wealth Management (“HWM” or the “Advisor” - CRD #**157237**) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you any questions about the contents of the HWM Disclosure Brochure or this Brochure Supplement, please contact us at (303) 996-9660 or by email at [info@highwaterwealth.com](mailto:info@highwaterwealth.com).

Additional information about Mr. Griswold is available on the SEC’s Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## Item 2 – Educational Background and Business Experience

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The Founder of HWM is George D. Griswold. Mr. Griswold, born in 1967, is a dedicated Portfolio Manager for Client accounts of HWM. Mr. Griswold earned a Bachelors degree from University of Mississippi in 1989. Additional information regarding Mr. Griswold's employment history is included below.

### Employment History:

Founder, Highwater Wealth Management	7/23/2011 to Present
Senior Vice President and Portfolio Manager, CoBiz Wealth Management	05/2010 to 7/22/2011
Vice President, Portfolio Manager and Partner, Waters Parkerson & Co.	1990 to 2010

## Item 3 – Disciplinary Information

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*There are no legal, civil or disciplinary events to disclose regarding Mr. Griswold.* Mr. Griswold has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Griswold. Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. *As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Griswold.*

However, we do encourage you to independently view the background of Mr. Griswold on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). Select Investment Adviser Search from the left navigation menu. Then select the option for Investment Adviser Representative and enter **2190236** in the field labeled "Individual CRD Number".

## Item 4 – Other Business Activities

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Mr. Griswold is a dedicated to the investment advisory activities of HWM's Clients. Mr. Griswold does not have any other business activities.

## Item 5 – Additional Compensation

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Mr. Griswold is a dedicated to the investment advisory activities of HWM's Clients. Mr. Griswold does not receive any additional forms of compensation.

## Item 6 – Supervision

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Mr. Griswold serves as the President and Chief Compliance Officer of HWM. Mr. Griswold can be reached at (303) 996-9660.

HWM has implemented a Code of Ethics and internal compliance that guide each employee in meeting their fiduciary obligations to Clients of HWM. Further, HWM is subject to regulatory oversight by various agencies. These agencies require registration by HWM and its employees. As a registered entity, HWM is subject to examinations by regulators, which may announced or unannounced. HWM is required to periodically update the information provided to these agencies and to provide various reports regarding firm business and assets.

## Item 7 – Requirements for State Registered Advisors

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Mr. Griswold does not have any additional information to disclose.



## Privacy Policy

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Effective: May 24, 2012

### Our Commitment to You

Highwater Wealth Management ("HWM") is committed to safeguarding the use of your personal information that we have as your Investment Advisor. HWM (referred to as "we", "our" and "us" throughout this notice) protects the security and confidentiality of the personal information we have and make efforts to ensure that such information is used for proper business purposes in connection with the management or servicing of your account. Our relationship with you is our most important asset. We understand that you have entrusted us with your private information, and we do everything we can to maintain that trust.

We do not sell your non-public personal information to anyone. Nor does HWM provide such information to others except for discrete and proper business purposes in connection with the servicing and management of your account as discussed below.

Details of our approach to privacy and how your personal non-public information is collected and used are set forth in this privacy policy.

### The Information We Collect About You

You typically provide personal information when you complete the paperwork required to become our Client. This information may include your:

• Name and address	• Assets
• E-mail address	• Income
• Phone number	• Account balance
• Social security or taxpayer identification number	• Investment activity
	• Accounts at other institutions

In addition, we may collect non-public information about you from the following sources:

- Information we receive on Brokerage Agreements, Managed Account Agreements and other Subscription and Account Opening Documents;
- Information we receive in the course of establishing a customer relationship including, but not limited to, applications, forms, and questionnaires;
- Information about your transactions with us or others

### Information About You That HWM Shares

HWM works to provide products and services that benefit our customers. We may share non-public personal information with non-affiliated third parties (such as brokers and custodians) as necessary for us to provide agreed services and products to you consistent with applicable law. We may also disclose non-public personal information to other financial institutions with whom we have joint business arrangements for proper business purposes in connection with the management or servicing of your account. In addition, your non-public personal information may also be disclosed to you, persons we believe to be your authorized agent or representative, regulators in order to satisfy HWM's regulatory obligations, and is otherwise required or permitted by law. Lastly, we may disclose your non-public personal information to companies we hire to help administrate our business. Companies we hire to provide services of this kind are not allowed to use your personal information for their own purposes and are contractually obligated to maintain strict confidentiality. We limit their use of your personal information to the performance of the specific service we have requested.

**To repeat, we do not sell your non-public personal information to anyone.**

### Information About Former Clients

HWM does not disclose, and does not intend to disclose, non-public personal information to non-affiliated third parties with respect to persons who are no longer our clients.



**Confidentiality and Security**

Our employees are advised about the firm's need to respect the confidentiality of our customers' non-public personal information. Additionally, we maintain physical, procedural and electronic safeguards in an effort to protect the information from access by unauthorized parties.

**We'll Keep You Informed**

We will send you notice of our privacy policy annually for as long as you maintain an ongoing relationship with us. Periodically we may revise our privacy policy, and will provide you with a revised policy if the changes materially alter the previous privacy policy. We will not, however, revise our privacy policy to permit the sharing of non-public personal information other than as described in this notice unless we first notify you and provide you with an opportunity to prevent the information sharing. You may obtain a copy of our current privacy policy by contacting us at (303) 996-9660 or via email at [info@highwaterwealth.com](mailto:info@highwaterwealth.com).