

# Rigg Wealth Management, LLC

## Firm Brochure

*This brochure provides information about the qualifications and business practices of Rigg Wealth Management, LLC. If you have any questions about the contents of this brochure, please contact us at (972) 998-1085 or by email at: [Brigg@RiggWealthManagement.com](mailto:Brigg@RiggWealthManagement.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.*

*Additional information about Rigg Wealth Management, LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). Rigg Wealth Management, LLC's CRD number is: 158987.*

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*Registration does not imply a certain level of skill or training.*

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## **Item 2: Material Changes**

Rigg Wealth Management, LLC has transitioned from SEC to state registration with the initial application being submitted on January 5, 2012.

Bryan Mark Rigg is a licensed insurance agent in the state of Texas.

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## Item 4: Advisory Business

### A. Description of the Advisory Firm

Rigg Wealth Management, LLC is a Limited Liability Company organized in the state of Texas.

This firm has been organized since December 2008, but has only been in business since August 2011, and the principal owner is Bryan Mark Rigg, PhD.

### B. Types of Advisory Services

Rigg Wealth Management, LLC (hereinafter "RWM") offers the following services to advisory clients:

#### *Investment Supervisory Services*

RWM offers ongoing portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client. RWM creates an Investment Policy Statement for each client, which outlines the client's current situation (income, tax levels, and risk tolerance levels) and then constructs a plan (the Investment Policy Statement) to aid in the selection of a portfolio that matches each client's specific situation. Investment Supervisory Services include, but are not limited to, the following:

- |                       |                                |
|-----------------------|--------------------------------|
| • Investment strategy | • Personal investment policy   |
| • Asset allocation    | • Asset selection              |
| • Risk tolerance      | • Regular portfolio monitoring |

RWM works closely with each client to determine a target asset allocation based on the client's specific investment objectives and risk tolerance. While RWM has access to capital markets projections from a variety of sources and certainly form our own opinions on key market drivers, RWM does not try to time the market since such efforts are often proven to be futile. The key drivers of investment success are asset allocation and security selection, so that is where the majority of our time and efforts are spent. RWM will request discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to each transaction. Risk tolerance levels are documented in the Investment Policy Statement, which is given to each client.

### ***Selection of Other Advisors***

RWM may direct clients to third party money managers. RWM will be compensated via a fee share from the advisors to which it directs those clients. The fees shared will not exceed any limit imposed by any regulatory agency. Before selecting other advisors for clients, RWM will always ensure those other advisors are properly licensed or registered as investment advisor.

### ***Services Limited to Specific Types of Investments***

RWM generally limits its money management to mutual funds, equities, bonds, fixed income, debt securities, ETFs, real estate, hedge funds, REITs, insurance products including annuities, private placements, and government securities. RWM may use other securities as well to help diversify a portfolio when applicable.

### **C. Client Tailored Services and Client Imposed Restrictions**

RWM offers the same suite of services to all of its clients. However, specific client financial plans and their implementation are dependent upon the client Investment Policy Statement which outlines each client's current situation (income, tax levels, and risk tolerance levels) and is used to construct a client specific plan to aid in the selection of a portfolio that matches restrictions, needs, and targets.

Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent RWM from properly servicing the client account, or if the restrictions would require RWM to deviate from its standard suite of services, RWM reserves the right to end the relationship.

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

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, fund expenses, and any other administrative fees. RWM DOES NOT participate in any wrap fee programs.

### **E. Amounts Under Management**

RWM has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$42,000,000.00	\$0.00	12/31/2011

## Item 5: Fees and Compensation

### A. Fee Schedule

#### *Investment Supervisory Services Fees*

##### Equity Securities:

Total Assets Under Management	Annual Fee
\$1 - \$250,000	2.00%
\$250,001 - \$500,000	1.50%
\$500,001 - \$3,000,000	1.25%
Above \$3,000,000	1.00%

##### Fixed Income Securities:

Total Assets Under Management	Annual Fee
All Assets Under Management	0.60%

These fees are negotiable depending upon the needs of the client and complexity of the situation, and the final fee schedule is attached as Exhibit II of the Investment Advisory Contract. Fees are paid monthly in arrears, and clients may terminate their contracts with thirty days' written notice. Because fees are charged in arrears, no refund policy is necessary. Clients may terminate their accounts without penalty within 5 business days of signing the advisory contract.

Advisory fees are withdrawn directly from the client's accounts with client written authorization. In cases where Advisor fees are directly deducted, Advisor is required to a.) Obtain client authorization, b.) Send a copy of the invoice to the client at the same time that the IA directs invoice to the custodian for payment, c.) Disclose that the custodian will send quarterly invoices to the client wherein Advisor fees are itemized.

#### *Selection of Other Advisors Fees*

In addition to assets directly managed by RWM, RWM may use the services of a third party manager to offer asset management services to Clients. RWM will assist Clients in evaluating their financial situation to determine the suitability of a third party manager's service. RWM will be available to answer questions Clients may have regarding their Account and act as the communication conduit between Client and the manager.

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Clients are advised that fees for such programs may be higher or lower than if Client obtained advisory services separately. Clients should read the third party manager's or asset allocator's disclosure brochure for additional disclosure of its managed program.

Client will be charged an advisory fee that will be in accordance with the third party manager's or asset allocator's fee schedule. RWM will charge its own fee for monitoring accounts managed by outside money managers. Fees listed below represent the TOTAL cost to client, including fees for RWM, third party manager, and third party due diligence provider. Should Client terminate an arrangement with a third party manager who charges fees in advance, RWM would refund any fees as applicable. RWM's fee and termination policy is outlined above.

Adviser and third party manager do not take possession of Client assets. RWM will not directly conduct any securities transactions on behalf of Client or participate directly in the selection of the securities to be purchased or sold for Client by third party manager. Investment decisions are made by the third party manager in accordance with the agreement between Client and manager. Virginia clients will receive the Virginia Securities Act Rule 21VAC5-80-190F (1-6) disclosure in a separate document.

Client's fee, including RWM and third party manager, due diligence and all such fees shall not exceed 2.00%. All fees are negotiable.

Third party managers with whom RWM currently has a relationship include:

#### **The London Company**

The London Company's small cap portfolio is focused on investing in its best, conservative, low-beta ideas. It seeks profitable, financially stable, quality companies that consistently generate free cash flow and high returns on unleveraged operating capital, trade at rational valuations, and are run by shareholder-oriented management. The London Company charges an annual fee of up to 0.50% of all Assets Under Management in addition to RWM's which is between 0.70% and 1.50%. Clients are never charged more than 2.00% of total assets under management. Third party money manager fees and/or the portion of the third party money manager fee received by Rigg Wealth Management are negotiable.

#### **Schafer-Cullen and Greenrock Research**

Schafer-Cullen uses a value discipline for all of its investment strategies while Greenrock Research provides research and certain administrative services in conjunction therewith. The main focus is on price/earnings, price/book, and dividend yield. Within this universe, it looks for stocks where there are specific catalysts which will enable the company to report better than average earnings. Schafer-Cullen charges an annual fee of up to 0.50% of all Assets Under Management and Greenrock Research charges an annual fee of 0.10% of all Assets Under Management. These fees are in addition to RWM's fees, which is between 0.70% and 1.50%. However, clients are never charged more than 2.00% of total assets under management. Third party money manager fees and/or the

portion of the third party money manager fee received by Rigg Wealth Management are negotiable.

#### **Natixis-Active Investment Advisors**

Natixis combines the diversification and style purity of indexing with the customization and tax control of separately managed accounts. Natixis-Active charges an annual fee of up to 0.45% of Assets Under Management, in addition to RWM's annual fees which range between 0.70% and 1.50%. However, clients are never charged more than 2.00% of total assets under management. Third party money manager fees and/or the portion of the third party money manager fee received by Rigg Wealth Management are negotiable.

#### **Lunt Capital Management**

Lunt Capital Management manages tactical ETF portfolios across the asset classes including: equities, fixed income, and alternative assets, such as currencies, commodities, and REITs. This asset class diversification is complimented by strategy diversification using a quantitative relative strength process which includes tactical rotation strategies, such as rotations long or short, rotations out to cash, or rotations to relative strength within an asset class. These rotations attempt to adapt as market conditions change. These portfolios can be accessed using transparent separate accounts, where an individual's account holds the individual securities. Lunt Capital Management charges an annual fee of up to 0.50% of all Assets Under Management in addition to RWM's which is between 0.70% and 1.50%. Clients are never charged more than 2.00% of total assets under management. Third party money manager fees and/or the portion of the third party money manager fee received by Rigg Wealth Management are negotiable.

### **B. Payment of Fees**

#### ***Payment of Investment Supervisory Fees***

Advisory fees are withdrawn directly from the client's accounts with client written authorization. Fees are paid monthly in arrears. Advisory fees may also be invoiced and billed directly to the client monthly in arrears. Clients may select the method in which they are billed.

### **C. Clients Are Responsible For Third Party Fees**

Clients are responsible for the payment of all third party fees (i.e. custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by RWM. Please see Item 12 of this brochure regarding broker/custodian.

### **D. Prepayment of Fees**

RWM collects its fees in arrears. It does not collect fees in advance.

### **E. Outside Compensation For the Sale of Securities to Clients**

Neither RWM nor its supervised persons accept any compensation for the sale of securities or other investment products, including asset-based sales charges or services fees from the sale of mutual funds.

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

RWM does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

## **Item 7: Types of Clients**

RWM generally provides management supervisory services to the following types of clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Corporations or Business Entities

### ***Minimum Account Size***

There is no account minimum.

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

### **A. Methods of Analysis and Investment Strategies**

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

RWM's methods of analysis include charting analysis, fundamental analysis, technical analysis, cyclical analysis, modern portfolio theory and efficient frontier analysis with long term investment objectives as a goal.

**Charting analysis** involves the use of patterns in performance charts. RWM uses this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security.

**Fundamental analysis** involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

**Technical analysis** involves the analysis of past market data; primarily price and volume.

**Cyclical analysis** involved the analysis of business cycles to find favorable conditions for buying and/or selling a security.

### *Investment Strategies*

RWM uses long term trading, margin transactions, and options writing (including covered options, uncovered options, or spreading strategies).

**Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.**

## **B. Material Risks Involved**

### *Methods of Analysis*

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

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

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

**Cyclical analysis** assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are two-fold: 1) the markets do not always repeat cyclical patterns and 2) if too many investors begin to implement this strategy, it changes the very cycles they are trying to take advantage of.

### *Investment Strategies*

Long term trading is designed to capture market rates of both return and risk. Frequent trading, when done, can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

Margin transactions and options writing generally hold greater risk and clients should be aware that there is a material risk of loss using any of those strategies.

**Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.**

### **C. Risks of Specific Securities Utilized**

RWM generally seeks investment strategies that do not involve significant or unusual risk beyond that of the general domestic and/or international equity markets. However, it will utilize margin transactions and options writing. Margin transactions and options writing generally hold greater risk of capital loss and clients should be aware that there is a material risk of loss using any of those strategies.

**Mutual Funds:** Investing in mutual funds carries the risk of capital loss. Mutual funds are not guaranteed or insured by the FDIC or any other government agency. You can lose money investing in mutual funds. All mutual funds have costs that lower investment returns. They can be of bond “fixed income” nature (lower risk) or stock “equity” nature (mentioned above).

**Equity** investment generally refers to buying shares of stocks by an individual or firms in return for receiving a future payment of dividends and capital gains if the value of the stock increases. There is an innate risk involved when purchasing a stock that it may decrease in value and the investment may incur a loss.

**Fixed Income** is an investment that guarantees fixed periodic payments in the future that may involve economic risks such as inflationary risk, interest rate risk, default risk, repayment of principal risk, etc.

**Debt securities** carry risks such as the possibility of default on the principal, fluctuation in interest rates, and counterparties being unable to meet obligations.

**Stocks & Exchange Traded Funds (ETF):** Investing in stocks & ETF's carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Investments in these securities are not guaranteed or insured by the FDIC or any other government agency.

**Real Estate** funds face several kinds of risk that are inherent in this sector of the market. Liquidity risk, market risk and interest rate risk are just some of the factors that can influence the gain or loss that is passed on to the investor. Liquidity and market risk tend to have a greater effect on funds that are more growth-oriented, as the sale of appreciated properties depends upon market demand. Conversely, interest rate risk impacts the amount of dividend income that is paid by income-oriented funds.

**Hedge Funds** are not suitable for all investors and involve a high degree of risk due to several factors that may contribute to above average gains or significant losses. Such factors include leveraging or other speculative investment practices, commodity trading, complex tax structures, a lack of transparency in the underlying investments, and generally the absence of a secondary market.

**REITs** have specific risks including valuation due to cash flows, dividends paid in stock rather than cash, and the payment of debt resulting in dilution of shares.

**Private placements** carry a substantial risk as they are largely unregulated offerings not subject to securities laws.

**Long term trading** is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various other types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

**Margin transactions** use leverage that is borrowed from a brokerage firm as collateral.

**Options writing** involve a contract to purchase a security at a given price, not necessarily at market value, depending on the market.

**Past performance is not a guarantee of future returns. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.**

## **Item 9: Disciplinary Information**

### **A. Criminal or Civil Actions**

There are no criminal or civil actions to report.

### **B. Administrative Proceedings**

There are no administrative proceedings to report.

### **C. Self-regulatory Organization (SR) Proceedings**

There are no self-regulatory organization proceedings to report.

## **Item 10: Other Financial Industry Activities and Affiliations**

### **A. Registration as a Broker/Dealer or Broker/Dealer Representative**

Neither RWM nor its representatives are registered as or have pending applications to become a broker/dealer or as representatives of a broker/dealer.

## **B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor**

Neither RWM nor its representatives are registered as or have pending applications to become a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor.

## **C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests**

Bryan Mark Rigg is a licensed insurance agent in the state of Texas. Bryan Mark Rigg's insurance activities are related to life insurance products such as term life, whole life and universal life. Additionally, Bryan Mark Rigg is involved in Long Term Care sales. Annuities are not a part of Bryan's insurance sales activities.

From time to time, he will offer clients advice or products from those activities. Clients should be aware that these services pay a commission and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. RWM always acts in the best interest of the client; including the sale of commissionable products to advisory clients. Clients are in no way required to implement the plan through any representative of RWM in their capacity as an insurance agent.

## **D. Selection of Other Advisors or Managers and How This Adviser is Compensated for Those Selections**

RWM will direct clients to third party money managers. RWM will be compensated via a fee share from the advisors to which it directs those clients. This relationship will be disclosed in each contract between RWM and each third party advisor. The fees shared will not exceed any limit imposed by any regulatory agency. This creates a conflict of interest in that RWM has an incentive to direct clients to the third party money managers that provide RWM with a larger fee split. RWM will always act in the best interests of the client, including when determining which third party manager to recommend to clients. RWM will ensure that all recommended advisors or managers are licensed or notice filed in the states in which RWM is recommending them to clients.

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

## **A. Code of Ethics**

We have a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality,

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Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. Our Code of Ethics is available free upon request to any client or prospective client.

## **B. Recommendations Involving Material Financial Interests**

RWM does not recommend that clients buy or sell any security in which a related person to RWM or RWM has a material financial interest.

## **C. Investing Personal Money in the Same Securities as Clients**

From time to time, representatives of RWM may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of RWM to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. RWM will always document any transactions that could be construed as conflicts of interest and will always transact client business before their own when similar securities are being bought or sold.

## **D. Trading Securities At/Around the Same Time as Clients' Securities**

From time to time, representatives of RWM may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of RWM to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. RWM will always transact client's transactions before its own when similar securities are being bought or sold.

# **Item 12: Brokerage Practices**

## **A. Factors Used to Select Custodians and/or Broker/Dealers**

The Custodian, Fidelity Brokerage Services LLC, was chosen based on their relatively low transaction fees and access to mutual funds and ETFs. RWM will never charge a premium or commission on transactions, beyond the actual cost imposed by Custodian.



### ***1. Research and Other Soft-Dollar Benefits***

RWM receives research, products, or other services from its broker/dealer or another third-party in connection with client securities transactions ("soft dollar benefits"). There is no minimum client number or dollar number that RWM must meet in order to receive free research from the custodian or broker/dealer. There is no incentive for RWM to direct clients to this particular broker-dealer over other broker-dealers who offer the same services. However, because this firm does not have to produce or pay for services or products it has an incentive to choose a custodian that provides those services based on its interests rather than the clients' interests. The first consideration when recommending broker/dealers to clients is best execution. RWM always acts in the best interest of the client.

### ***2. Brokerage for Client Referrals***

RWM receives no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

### ***3. Clients Directing Which Broker/Dealer/Custodian to Use***

RWM will not allow clients to direct RWM to use a specific broker-dealer to execute transactions. Clients must use RWM recommended custodian (broker-dealer). Not all advisers require their clients to direct brokerage. By directing brokerage RWM may be unable to achieve most favorable execution of client transactions, and this practice may cost clients more money.

## **B. Aggregating (Block) Trading for Multiple Client Accounts**

RWM maintains the ability to block trade purchases across accounts. Block trading may benefit a large group of clients by providing RWM the ability to purchase larger blocks resulting in smaller transaction costs to the client. Declining to block trade can cause more expensive trades for clients.

## **Item 13: Reviews of Accounts**

### **A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews**

Client accounts are reviewed at least monthly only by Bryan Mark Rigg, PhD, Managing Member. Bryan Mark Rigg, PhD is the chief advisor and is instructed to review clients' accounts with regards to their investment policies and risk tolerance levels. All accounts at RWM are assigned to this reviewer.

## **B. Factors That Will Trigger a Non-Periodic Review of Client Accounts**

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

## **C. Content and Frequency of Regular Reports Provided to Clients**

Each client will receive at least quarterly from the custodian, a written report that details the client's account including assets held and asset value which will come from the custodian.

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

## **A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)**

RWM does not receive any economic benefit, directly or indirectly from any third party for advice rendered to RWM clients.

## **B. Compensation to Non - Advisory Personnel for Client Referrals**

RWM does not directly or indirectly compensate any person who is not advisory personnel for client referrals.

# **Item 15: Custody**

RWM, with client written authority, has limited custody of client's assets through direct fee deduction of RWM's Fees only. If the client chooses to be billed directly by Fidelity Brokerage Services LLC, RWM would have constructive custody over that account and must have written authorization from the client to do so. Clients will receive all required account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy.

# **Item 16: Investment Discretion**

For those client accounts where RWM provides ongoing supervision, the client has given RWM written discretionary authority over the client's accounts with respect to securities to be bought or sold and the amount of securities to be bought or sold. Details of this relationship are fully disclosed to the client before any advisory relationship has commenced. The client provides RWM discretionary authority via a limited power of attorney in the Investment Advisory Contract and in the contract between the client and the custodian.

## **Item 17: Voting Client Securities (Proxy Voting)**

RWM will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

## **Item 18: Financial Information**

### **A. Balance Sheet**

RWM does not require nor solicit prepayment of more than \$500 in fees per client, six months or more in advance and therefore does not need to include a balance sheet with this brochure.

### **B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients**

Neither RWM nor its management have any financial conditions that are likely to reasonably impair our ability to meet contractual commitments to clients.

### **C. Bankruptcy Petitions in Previous Ten Years**

RWM has not been the subject of a bankruptcy petition in the last ten years.

## **Item 19: Requirements For State Registered Advisers**

### **A. Principal Executive Officers and Management Persons; Their Formal Education and Business Background**

RWM currently has only one management person/executive officer; Bryan Mark Rigg, PhD. Bryan Mark Rigg's education and business background can be found on the Supplemental ADV Part 2B form.

### **B. Other Businesses in Which This Advisory Firm or its Personnel are Engaged and Time Spent on Those (If Any)**

Bryan Mark Rigg's other business activities can be found on the Supplemental ADV Part 2B form.

### **C. How Performance Based Fees are Calculated and Degree of Risk to Clients**

RWM does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

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**D. Material Disciplinary Disclosures for Management Persons of this Firm**

No management person at RWM or RWM has been involved in an arbitration claim or been found liable in a civil, self-regulatory organization, or administrative proceeding that is material to the client's evaluation of the firm or its management.

**E. Material Relationships That Management Persons Have With Issuers of Securities (If Any)**

Neither RWM, nor its management persons, has any relationship or arrangement with issuers of securities.