

**Item 1 – Cover Page**

# MULLINTBG ADVISORY SERVICES LLC

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**March 26, 2013**

This brochure provides information about the qualifications and business practices of MullinTBG Advisory Services LLC (“MullinTBG Advisors”). If you have any questions about the contents of this brochure, please contact us at 949.794.6000 and/or [merve.costanzo@prudential.com](mailto:merve.costanzo@prudential.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.

MullinTBG Advisors is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training.

Additional information about MullinTBG Advisors is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## **Item 2 – Material Changes**

Since our most recent update, MullinTBG Advisors has eliminated two of its service offerings: Financial Planning and Consultation as well as Portfolio Management. Both of these services were directed to individual and high net worth clients.

As a result of the elimination of these services, we have removed references to them from our Form ADV Part 2A.

The elimination of these services does not impact the delivery of the remaining services provided by MullinTBG Advisors.

In addition, we no longer conduct due diligence reporting or do a review of various insurers offering guaranteed minimum withdrawal benefits related to its Guarantee+ offering. MullinTBG Advisors also no longer creates risk based portfolios for these clients.

With the elimination of the Financial Planning and Consultation as well as Portfolio Management services, we no longer deduct any fees directly from client accounts and are therefore no longer deemed to have custody of any client accounts.

Currently, our brochure may be requested by contacting Merve Costanzo at 949.794.6000 or [merve.costanzo@prudential.com](mailto:merve.costanzo@prudential.com). Our brochure is also available free of charge on the SEC web site, [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

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## Item 4 – Advisory Business

### ***Our Firm***

MullinTBG Advisors is an SEC-registered investment adviser. When we use the terms “we,” “us” and “our” in this brochure, we are referring to MullinTBG Advisors.

MullinTBG Advisors is a wholly owned subsidiary of MullinTBG Insurance Agency Services, LLC (“MullinTBG”), a full service executive benefits consulting firm that has worked with hundreds of companies to help them develop, design, implement, and administer executive benefit plans. MullinTBG Advisors is also an indirect wholly owned subsidiary of Prudential Financial, Inc. (“PFI”), a publicly held company (NYSE Ticker “PRU”).

Our services include:

- Advisor Managed Portfolios
- Model Portfolios
- Guarantee+
- Deferred Compensation Investment Advice
- Continuum<sup>SM</sup>
- Investment Consulting Services
- Employee Education

Advisor Managed Portfolios and Model Portfolios are asset allocation strategies designed for nonqualified deferred compensation plans. Guarantee+ services are provided to both the corporate employer and participants in corporate nonqualified deferred compensation plans. Deferred Compensation Investment Advice is a service available at no additional charge to participants in certain nonqualified deferred compensation plans administered by our parent company, MullinTBG. Continuum services are provided exclusively to participants in corporate nonqualified deferred compensation plans but are paid for by the corporate employer. We do not offer Continuum to new clients. Investment Consulting services, which include our Plan Investment Reviews, are provided to nonqualified plan sponsors. Services are focused on advising the plan sponsor with regards to plan investment menu construction and maintenance. In addition, we may also advise a plan sponsor with regards to asset management and asset allocation. Employee Education services are provided to participants of 401(k) plans, deferred compensation plans, company pension plans,

stock option plans, profit sharing plans and group life insurance plans but are paid for by the corporate employer.

Each of these services is described below. Further information on any of our services can also be found in our client agreements and marketing brochures.

### ***Advisor Managed Portfolio and Model Portfolio Services***

We offer Advisor Managed Portfolios and Model Portfolios, which are designed specifically for the deemed investments utilized by nonqualified deferred compensation plans. The portfolios allow plan participants to choose a risk-based allocation in line with their appropriate asset allocation strategy and financial planning goals. We construct and monitor the Advisor Managed Portfolios. We also continually review each mix of funds, monitor variables such as fund performance, fund manager changes, and investment manager style drift. MTBGA has discretion over which funds make up the underlying investments in each portfolio, however Model Portfolio discretion is limited to funds already offered by the plan sponsor.

#### **Advisor Managed Portfolios:**

Advisor Managed Portfolios are asset allocation portfolios designed for use in MullinTBG administered plans. They are offered as a group of five portfolios based on risk tolerance – conservative, moderate, moderate growth, growth and aggressive. These portfolios are unitized groups of mutual funds or variable insurance subaccounts and are offered as stand alone investment options.

Advisor Managed Portfolios provide participants with asset allocation and diversification through a single investment; in addition, the funds may also include asset classes not currently offered in their plan, such as high yield debt, emerging markets debt, hard assets, and real estate. Participants have access to fund fact sheets which provide descriptions of the portfolios and the target allocation of underlying funds. Participants may select portfolios as an investment option as with any other plan investment option and are offered online risk tolerance questionnaires to assist them in selecting a portfolio.

We have full discretion and provide continuous oversight over these portfolios, which enables us to make changes to the portfolios as we deem necessary. We do not need the approval of the plan sponsor to make any allocation changes in the portfolios. Our target asset allocation for the portfolios is set annually and the portfolios are reviewed and rebalanced quarterly.

**Model Portfolios:**

Similar to Advisor Managed Portfolios, Model Portfolios consist of five asset mixes: conservative, moderate, moderate growth, growth and aggressive portfolios.

When the employer decides to utilize the Model Portfolios, the participants of the nonqualified deferred compensation plan are provided with five asset mixes that are limited to the investment options already offered in the plan. In addition, the Model Portfolios are generally constructed based on funds in what we deem are “core asset classes.” Core asset classes include: Cash, Core Fixed Income, Large Cap Stock, Mid/Small Cap Stock, and International Developed Markets Stock.

Model Portfolios may be delivered to participants through one of two methods. First, participants may receive information regarding the Model Portfolios via printed materials. Printed materials will indicate portfolio composition, including the percentage allocation to specific funds. It is the participant’s responsibility to elect specific funds and percentages for his or her account through the standard investment election process, typically via online account management. Second, a participant may receive information regarding the Model Portfolios via accessing his or her online account. The participant will be provided with an asset allocation option in which they will be provided portfolio composition, including percentage allocation to specific funds. It is the participant’s responsibility to elect specific funds and percentages for his or her account through the standard investment election process, typically via online account management.

Plan participants are also offered online questionnaires to assist them in selecting a portfolio. We do not manage and/or exercise discretion with regard to adoption of changes to the funds. The plan sponsor must affirmatively accept any changes. There is no continuous oversight over Model Portfolios.

***Guarantee+ Services***

Many corporate employers are finding it advantageous to offer employees retirement savings vehicles that offer lifetime income benefits after retirement, through an annuity provided by an insurance company. We provide a service in connection with such investment options, which we refer to as Guarantee+.

Services provided to employers include:

- Notification of material changes to guaranteed minimum withdrawal benefit (“GMWB”) offerings and potential actions the employer/ sponsor could consider

- Ongoing monitoring of publicly available reports of the credit quality and outlook for the recommended insurer
- Ongoing monitoring of the investments offered by the insurer for use in connection with the GMWB
- Availability to the employers for any questions that may arise

Services provided to participants include:

- Group and/or individual participant education meetings to review the product, features, fees, and proper use
- Availability to discuss all aspects of the Guarantee+ option while an active employee and while receiving any benefit from an annuity contract transferred to the participant as part of the Guarantee+ option
- Various administrative and broker-dealer related functions including assistance with form completion for the Guarantee+ option and individual suitability assessment at time of allocation to Guaranteed+ option

It is important to understand that while the Guarantee+ option does not specifically require the use of an affiliate's annuity, because of systems limitations at this time we can only offer Guarantee+ in connection with plans utilizing our affiliate's annuity, and do not have plans to expand the offering. As a result, we do not review or compare annuities or guaranteed minimum withdrawal benefits of non-affiliated insurers. Additionally, system limitations allow us to accommodate only one annuity per person. Should the issuer close the product to future contributions, the employer can not add an additional annuity to their plan to allow participants to continue contributions.

### ***Deferred Compensation Investment Advice Services***

We provide investment advice to participants of MullinTBG's nonqualified deferred compensation plans regarding their participation in the plan. Components of this service include the following:

- **Risk Tolerance Assessment:** A participant will be asked a series of questions by one of our specialists to help the participant determine his/her risk profile as it relates to the participant's plan balance.
- **Investment Recommendations:** We will provide the participant an investment recommendation regarding his/her plan balance. The investment recommendation does not include and is not designed to include other investments in the Participant's investment portfolio including, but not limited to, other retirement plans or programs,

such as a company sponsored 401(k) plan, brokerage accounts, and individual retirement accounts.

- Separation of Service: Upon a Participant's separation of service from the company, a participant may discuss his/her specific financial situation regarding the distribution and investment of his/her plan balance with a financial representative.

### ***Continuum<sup>SM</sup> Services***

The Continuum services provide professional financial and investment advice, guidance on benefit planning, and overall investment consulting to the participants of a company's nonqualified deferred compensation plan. The cost is paid by the employer. This service provides the client with advice on the asset allocation of the client's entire investment portfolio. It also provides specific advice on the investment options available under the employer's nonqualified deferred compensation plan. This service does not provide specific advice (as distinct from allocation advice) on any other investments in the client's investment portfolio. Individuals can only obtain the Continuum services if their employer has contracted with MullinTBG to provide this service.

The Continuum services include:

- Individualized portfolio review
- Risk Tolerance assessment
- Asset allocation modeling
- Due diligence of money managers and mutual funds offered as investment options on behalf of the sponsors of the nonqualified deferred compensation plans
- Account distribution planning (income tax impact and financial goal review)

All participants have access to our specialists throughout the year.

This service is delivered primarily through teleconferences with an introductory educational seminar, and on site meeting dates selected by the employers and us to deliver a "doctor-is-in" style alternative.

Continuum services are no longer actively offered to new clients, although existing clients may continue this service. We now offer Deferred Compensation Investment Advice Services to new clients.



### ***Investment Consulting Services***

We offer various investment consulting services to corporate sponsors of nonqualified retirement plans. Consulting services include asset allocation, portfolio analysis and construction, investment policy development and asset management.

In addition to our consulting services, we also provide investment fund review, recommendations and ongoing monitoring to corporate sponsors of deferred compensation and other nonqualified retirement plans. Our Plan Investment Review (“PIR”) service includes a detailed analysis of plan performance, and other information designed to help optimize the plan’s performance at the plan sponsor and individual participant levels.

Our PIR combines integrated fund analysis with a review of investment returns both on an aggregate and individual participant basis. This serves to further inform the client of the financial performance of the plan from their participants’ perspective as well as help us to provide more targeted advice and guidance. As individual client investment decisions can impact their performance, we utilize the data from the PIR at the plan sponsor level with our Continuum and Deferred Compensation Investment Advice clients to improve their overall investment allocations and individual fund selections.

### ***Employee Education Services***

In addition to our investment advisory services described above, we also provide financial education services to participants of the following types of plans: 401(k) plans, deferred compensation plans, company pension plans, stock option plans, profit sharing plans and group life insurance plans. We help employees increase their comprehension and improve their coordination of all company benefit offerings.

Our Employee Education service gives all employees access to our representatives who can educate the employee on how to make their benefit plans and other company-sponsored programs more effective, as well as how to incorporate them into their unique financial situation. Our Employee Education Service formerly included our “Ask the Advisor” service which we no longer offer.

### ***Our Assets Under Management***

As of December 31, 2012, our assets under management were as follows:

- Discretionary: \$ **109,699,889.69**
- Nondiscretionary: \$ **3,935,270.30**

## **Item 5 – Fees and Compensation**

### ***Advisor Managed Portfolio Services Fees***

The standard fee for the Advisor Managed Portfolios is 25 bps (0.25%), but may vary by plan. The fee is paid either by the client or the client's plan trustee. The fee is in addition to fees for the investments that make up each portfolio.

### ***Model Portfolio Services Fees***

We do not charge a fee to construct and monitor the Model Portfolios but there are management fees charged by the underlying investments that make up each portfolio. We do not receive any portion of these fees.

### ***Guarantee+ Fees***

We do not charge an explicit fee for this service but there are fees for the investments within the annuity, and for the GMWB option. Typical annuity fees include mortality and expense charges, administrative charges, and charges for specific benefits (such as a GMWB). Our affiliated entities may receive commissions for the sale of annuity products, and employees of our parent MullinTBG who are registered representatives of broker-dealer may also receive commissions from the sale of annuity products.

### ***Deferred Compensation Investment Advice Fees***

We do not charge a fee for this service.

### ***Continuum Fees***

We charge corporate sponsors of nonqualified deferred compensation plans a flat fee based on the level of service in addition to other factors. Minimum fees generally apply for Continuum services and requests for nonstandard plan features and services may result in additional third-party fees, including printing, postage and travel. These additional costs are billed to the client and set forth in their contract.

### ***Investment Consulting Fees***

Fees paid by corporate sponsors of nonqualified deferred compensation plans are negotiable based on facts and circumstances. They are paid in arrears.

### ***Employee Education Services Fees***

Fees for employee education services are paid by employers and are negotiable based on facts and circumstances. They are paid in arrears.

See Item 12 for a discussion of other types of fees.

## **Item 6 – Performance Based Fees and Side-by-Side Management**

We do not charge performance fees, rather we charge asset based or flat fees.

## **Item 7 – Types of Clients**

Our clients currently include corporate employers and participants of nonqualified deferred compensation plans.

We do not have any explicit requirements (including account minimums) for opening and maintaining an account.

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

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

For any service which includes asset allocation and fund selection, we structure portfolios using the principles of Modern Portfolio Theory (“MPT”). MPT is an investment methodology that suggests that investors may benefit from having a portfolio of holdings invested in a variety of asset classes. To the extent that these asset classes are non-correlated, the portfolio will experience investment returns with mitigated risk. We construct client investment portfolios by developing asset allocation models using historical performance data and academically tested assumptions about the future, as we attempt to optimize the risk-adjusted expected rate of return of a given portfolio. We offer a wide selection of modeled portfolios with a range of equity

and fixed income exposure levels. We assist clients in selecting a portfolio model based upon their risk profile.

Investment Consulting Services are designed to provide a comprehensive review of a deferred compensation plan's liability and investment options over time. Current and historical balances, gains/losses and asset allocation are displayed graphically, as well as specific plan-level participant demographics. Overall plan rate of return and volatility measures are also calculated and measured against custom indices comprised of various benchmarks. Individual fund performance and other statistics are reviewed against applicable peer groups and standard asset class benchmarks. PIR services can play an integral role in assessing the overall quality of a plan and its investment options, and are often used as a basis to make recommendations for plan improvements.

For both the Advisor Managed Portfolios and Model Portfolios, we use traditional mean-variance optimization with portfolio re-sampling to build our portfolios along the efficient frontier. Our investment approach is to create asset allocation portfolios that offer diversification, balance risk and return, and account for the various time horizons associated with nonqualified plan distributions. In addition to a standard fund selection process that includes a broad quantitative screening and qualitative review of the available managers, each portfolio utilizes a core passive (index fund)/active satellite (active manager) approach. We believe this approach allows for better control of market risk (beta) while focusing on attractive active management (alpha) opportunities within each portfolio or asset class.

### ***General Risk of Loss***

There are several risks in the services we provide. Although we attempt to control risk by creating diversified portfolios, there may be situations where the portfolios lose value. We do not guarantee the returns or the success of any given investment portfolio or investment strategy. A negative macro-economic shock (i.e. past financial crisis) to the U.S. financial system is an example of a case in which a portfolio, whether it is a conservative or aggressive portfolio, may decline in value.

Our portfolios are generally comprised of mutual funds or variable insurance subaccounts. We do not guarantee that any of the investments within the portfolio will meet their stated investment objectives. Clients should keep in mind that the application of asset allocation and diversification concepts does not assure a profit or protect against loss in a declining market. If one or more of the investments within the portfolios underperform, it may have an overall negative effect on the portfolio as a whole.

For all our services, we subscribe to external data sources that serve as inputs to our investment models. We believe that we have developed appropriate internal procedures to validate the reasonability of data provided from external sources; however, there can be no guarantee that the data received from these sources is accurate.

### ***Risks Specific to Guarantee+***

Customers in the Guarantee+ hold individual variable annuities. Like all variable investments, investments in insurance products and annuities in Guarantee+ may lose value. While this risk is offset by the GMWB feature, the GMWB is subject to the claims paying ability of the issuing insurance company. Additionally, this guarantee protects the amount available for withdrawal as income only, and not the market value. We encourage clients that offer this option in their plans, and participants in those plans, to refer to the prospectus of the relevant annuity for a more detailed description of risks related to the specific insurance company and annuity products.

## **Item 9 – Disciplinary Information**

Under this item, we are required to disclose all material facts regarding any legal or disciplinary events that would be material to an evaluation of us or the integrity of our management. We have no facts or events to report in response to this item.

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

We are an indirect wholly owned subsidiary of PFI. PFI has numerous subsidiaries engaged in the financial services business. These subsidiaries include, but are not limited to MullinTBG, The Prudential Insurance Company of America, Prudential Retirement Insurance and Annuity Company and Pruco Life Insurance Company, all of which may be used for insurance related products, and Prudential Investments LLC, AST Investment Services, Inc. and Jennison Associates, LLC which may manage or act as sub-advisers to mutual funds/portfolios that we recommend to clients. In these transactions, in addition to us receiving our investment management fee, a PFI subsidiary may receive commissions and/or other revenue generated from these products or services.

MullinTBG is our immediate parent. It provides consulting and other services to corporate employers related to the design, implementation, funding and administration of nonqualified benefit arrangements such as deferred compensation plans, supplemental executive retirement plans (SERPs), benefit restoration plans and 401(k) excess plans, among others. MullinTBG also acts as a solicitor for us. Some of our individual clients are present or former employees of corporate sponsors to which MullinTBG marketed or provides nonqualified plan services described above.

MullinTBG is a member of the M Financial Group. The M Financial Group is a financial services distribution network with approximately 140 independent financial services firms as members. In addition, certain of our executive officers and the employees of Mullin TBG are shareholders of M Financial Holdings Incorporated. Among the subsidiaries of M Financial Holdings Incorporated are MFAM, a registered investment adviser; M Holdings Securities, Inc., a dual registered investment adviser and broker-dealer ("M Holdings Securities"); and companies engaged in insurance, that provide services to members of the M Financial Group. Some of our officers and/or employees are registered representatives of M Holdings Securities and may receive compensation in that capacity in connection with client transactions in securities, which is fully disclosed to clients at the time of the transaction. Additionally, they may act as licensed insurance agents of MullinTBG, and various other insurance agencies.

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

### ***Code of Ethics***

We maintain a Code of Ethics as required by applicable SEC rules. Our Code of Ethics requires employees to conduct business in an honest and forthright manner in accordance with the highest of ethical standards. In addition, the Code of Ethics requires employees to put client interests ahead of our own and disclose actual and potential meaningful conflicts of interest. Our employees are required to report any violation of the Code of Ethics promptly to our chief compliance officer.

We will provide a copy of our Code of Ethics to clients or prospective clients upon request.

### ***Participation or Interest in Client Transactions***

Several of our officers and/or employees serve in their individual capacities as registered representatives of M Holdings Securities and/or licensed insurance agents of MullinTBG and various other insurance agencies. In this capacity, these individuals may implement transactions on a fully disclosed commission basis and as such, may receive compensation not included in MullinTBG Advisors' investment management fee. In addition, for business placed with M Holdings Securities, additional revenue (which is fully disclosed) may be received by MullinTBG or our executive officers as shareholders of M Financial Holdings Incorporated. Excluding the Guarantee+ option, our clients are not obligated to implement recommended transactions through any particular broker-dealer or insurance agency or to purchase such products or services.

Clients should be aware that if they purchase products or services from any of our affiliated entities, that in addition to our agreed upon fees, additional revenue may be generated for those related entities for the sale of those products or services. As discussed in Item 4, the Guarantee+ option is offered in connection with an annuity issued by one of our affiliates, which results in revenue generated for affiliates through the issuance of the product and for any commissions generated.

In any case, our employees may not provide recommendations or effect securities transactions unless they are in the best interest of our clients. Except where specified in the client's advisory contract, our clients have full discretion to reject our recommendations and may choose to accept or reject transacting in the products that we recommend. They may also refuse to use the services of or implement transactions through M Holdings Securities, MullinTBG or other affiliated companies.

### ***Conflicts of Interest and Personal Trading Policy***

We and/or our affiliates may, from time to time, recommend to our clients' securities or investment products that our employees may, at the same time, buy or sell for their own account, or in which we and/or our employees have some financial interest. This presents a potential conflict of interest.

To help prevent conflicts of interest, our employees must comply with the firm's Code of Ethics, which imposes restrictions on the purchase or sale of securities for their own accounts and those in which they have a financial interest ("personal securities transactions"). All client transactions must be executed before or simultaneously with any personal securities transactions (with the exception of certain exempt transactions

and exempt securities, such as open-end mutual funds, government securities and money market funds).

We maintain a personal securities trading policy that governs the trading activities of our employees as well as their household members and dependents. Additionally some employees are required by the policy to:

- report personal securities transactions to Chief Compliance Officer;
- pre-clear certain personal securities transactions, and
- annually report securities holdings to Chief Compliance Officer.

Additionally, our Code of Ethics prohibits the misuse of material non-public information and insider trading. The Code also provides for policies and procedures which govern trading and reporting of personal securities transactions, reporting of ethical violations, gifts and entertainment guidelines, annual review of the Code and enforcement processes.

## **Item 12 – Brokerage Practices**

We currently do not engage any brokers in any of our transactions.

### ***Directed Brokerage***

We do not recommend, request or require that clients direct us to execute transactions through a specified broker-dealer.

### ***Trade Aggregation***

Since we do not currently trade securities for any clients, we don't aggregate orders.

## **Item 13 – Review of Accounts**

### ***Advisor Managed Portfolio and Model Portfolio Reviews***

Advisor Managed Portfolios are monitored regularly for both the portfolio performance and changes to the fund managers of the underlying investments. On a quarterly basis,



we review the performance of each Advisor Managed Portfolio, as well as the underlying fund managers, in relation to appropriate asset class or composite (multiple asset class) benchmarks. The overall asset allocation strategy for each of the Advisor Managed Portfolios and Model Portfolios is reviewed on at least an annual basis.

For underlying fund manager review, we use an outside service provider that will notify us in the event of a manager change. When there is a manager change, we will assess the impact of the change and determine if the underlying fund still meets our criteria for inclusion in the Advisor Managed Portfolios and Model Portfolio.

### ***Continuum Reviews***

Upon the request of the plan participant, we will periodically review the client's investment portfolio. The review will consist of a performance review of the client's risk tolerance and financial objectives. During the course of the review, we may make recommendations to the clients that they make changes in their portfolio. The changes may be brought on by changing personal circumstances, such as financial situation, or other factors. In addition, MullinTBG Advisors may make recommendations based on investment criteria, such as the underperformance of a fund in relation to its peer group.

### ***Investment Consulting Reviews***

We will review accounts as provided in our investment consulting agreement with the client. Such reviews generally include a market overview, account performance, individual investment (fund) performance and review, and asset allocation review (when applicable).

For our plans with PIR services, review frequency can vary because our PIR service is custom-tailored to each plan. Generally, the PIR is completed annually, typically following year-end. Performance results and other relevant plan-level statistics are evaluated and reported to the client. During this time, we may make specific investment and/or plan-related recommendations to better suit the needs of the plan and its participants.

## Item 14 – Client Referrals and Other Compensation

We do not receive compensation from anyone who is not a client in connection with the advisory services we provide to our clients.

### ***Solicitation Arrangements***

We have solicitation agreements with MullinTBG employees, and we may contract with other individuals and organizations that solicit clients on behalf of us. All agreements are in writing and comply with the requirements of Rule 206(4)-3 under the Investment Advisers Act (the “Act”). While solicitation agreements may vary, generally:

-For Guarantee+, a solicitor’s fee is based upon 35% of the first year commissions.

-For Advisor Managed Portfolios, we apply the following schedule

<b>Solicitation Fee*</b>	<b>If Total Plan Balance Exceeds</b>	<b>Or Balances Mapped to Advisor Managed Portfolios Exceed</b>
\$1,000	\$2,500,000	\$800,000
\$2,500	\$10,000,000	\$2,000,000
\$5,000	\$20,000,000	\$4,000,000
\$8,750	\$35,000,000	\$7,000,000
\$12,500	\$50,000,000	\$10,000,000
\$18,750	\$75,000,000	\$15,000,000
\$25,000	\$100,000,000	\$20,000,000
	<i>*Payout is the higher of met criteria</i>	

Solicitors may only refer or introduce clients to us and may not market or otherwise promote us or our services. In the solicitation agreement, each solicitor:

1) represents that he/she has not been:

a) subject to an order of the SEC issued under Section 203(f) of the Act, or

b) convicted within the last ten years of any felony or misdemeanor involving conduct described in Section 203 (e)(2)(A) – (D) of the Act,

c) found by the SEC to have engaged, or convicted of engaging, in any of the conduct specified in paragraphs (1), (5) or (6) of Section 203(e) of the Act; nor

d) subject to an order, judgment or decree described in Section 203(e)(4) of the Act;

- 2) agrees to advise us immediately of any change in the representations;
- 3) provide prospective clients;
  - a. with our contact information and our Form ADV Part II (Disclosure Brochure); and
  - b. if the solicitor is not employed by MullinTBG, the solicitor's disclosure statement that informs prospective clients that the solicitor may receive some form of payment for making the referral.
- 4) Obtain the prospective client's signature acknowledging receipt of the Disclosure Brochure and, if applicable, the written solicitor's disclosure statement.

Since in some states, a solicitor is also required to be qualified and registered as an investment adviser representative (IAR), MullinTBG Advisors has developed internal controls for ensuring its IARs are registered as required.

### **Item 15 – Custody**

We do not take physical custody of the assets of our clients. Client assets are generally held in custodial accounts with qualified custodians retained by our clients under arrangements negotiated by them. We do not debit client accounts for our fees. Where we have discretion over client accounts, we calculate their fees based on their asset values, and separately bill them for our services.

Our clients will receive account statements from their custodians and record keepers, and should carefully review those statements.

### **Item 16 – Investment Discretion**

For Advisor Managed Portfolio clients, we exercise full investment discretion as specified in our agreement with the client and the client's agreement with the account custodian.

### **Item 17 – Voting Client Securities**

We, our affiliates, and employees do not vote proxies on behalf of advisory clients. Account custodians are instructed to send any and all proxy material directly to clients at their address of record.

We may from time to time provide counsel to clients with respect to aspects of proxy voting. Such counsel will be provided only at the client's request, and will be limited in scope to:

- General concepts regarding proxy voting;
- Assisting a client with the mechanics of voting their proxy

In no case will we, our affiliates or employees tell a client to vote for a specific item/stance on a proxy.

### **Item 18 – Financial Information**

We have no financial commitment that impairs our ability to meet contractual and fiduciary commitments to our clients.