

Part 2A of Form ADV: *Firm Brochure*

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This brochure provides information about the qualifications and business practices of HT Partners LLC (hereinafter “HTP” or “firm” or “we”). If you have any questions about the contents of this brochure, please contact us at (860) 661-4161 or at peter.decker@htptrs.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 HTP is available on the SEC’s website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. The CRD number for HTP is 147400.

Item 2. Summary of Material Changes

Since the last annual filing of our Brochure, we have the following material changes to report:

- Frederick Cheung, our former Chief Investment Officer, is no longer with the firm. Peter Decker, Managing Member, has fully assumed Mr. Cheung's former responsibilities.

Item 3. Table of Contents

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Item 4. Advisory Business

HTP is a fee-based SEC-registered investment adviser with its principal place of business located in Essex, Connecticut. We have been in business since 2008, with Peter Joseph Decker and Christopher J. Koehm as direct owners and Managing Members of the firm.

Discretionary assets under our firm's management were \$308,449,692 as of December 31, 2012.

Portfolio Management Services and Model Portfolio Management Services

Our firm provides continuous advice to a client regarding the investment of client funds based on the individual needs of the client. Through personal discussions in which goals and objectives based on a client's particular circumstances are established, we develop a client's personal investment policy statement ("IPS") and create and manage a portfolio based on that policy. During our data-gathering process, we determine the client's individual objectives, time horizons, risk tolerance, and liquidity needs. We may also review and discuss a client's prior investment history, as well as family composition and background.

We will manage advisory accounts on a discretionary or non-discretionary basis, as agreed with each client. Account supervision is guided by the stated objectives of the client (i.e. preservation, conservative, moderate, moderately aggressive, or aggressive strategies), as well as tax considerations. Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

Our firm also provides portfolio management services to clients using model asset allocation portfolios. Each model portfolio is designed to meet a particular investment goal.

Through personal discussions with the client in which the client's goals and objectives are established, we will determine if and which model portfolio is suitable to the client's circumstances. Once the suitability of the portfolio has been determined, the portfolio will be managed based on the portfolio's goal, rather than on each client's individual needs. Clients, nevertheless, will have the opportunity to place reasonable restrictions on the types of investments to be held in the client's account and account supervision will be guided by the stated objectives of the client (i.e., preservation, conservative, moderate, moderately aggressive, or aggressive strategies), as well as tax considerations. Clients will retain individual ownership of all securities.

In order to ensure that our initial determination of an appropriate portfolio continues to be suitable and that the client's account continues to be managed in a manner suitable to the client's financial circumstances, we will maintain client suitability information in the client's file. On a quarterly basis, we will notify clients in writing to request updated information regarding the client's financial situation and investment objectives and

whether the client wishes to impose or modify existing investment restrictions. In addition, we will contact clients at least annually to determine whether there have been any changes in the client's financial situation and whether the client wishes to impose investment restrictions or modify existing restrictions.

Our investment recommendations are not limited to any specific product or service offered by a broker dealer or insurance company and will primarily include advice regarding no-load or load-waived mutual funds and exchange-traded funds (ETFs). Client portfolio holdings may also include exchange-listed and over-the-counter securities, option contracts on securities, no-load or load-waived mutual funds, exchange traded funds, corporate debt securities, United States governmental securities, certificates of deposit, warrants, commercial paper, and municipal securities.

In addition we may recommend to clients investment in private placement offerings and/or limited investment partnerships, such as, hedge funds and other pooled investment partnerships. Additional information about the fees related to such investments is included in the offering documents provided to prospective investors. Because these types of investments involve certain additional degrees of risk, they will only be recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity and suitability.

HT Alpha Portfolio

Designed for accounts that do not require extensive financial planning or consulting, this program relies on a proprietary third-party investment adviser (hereinafter, "Model Adviser") model. As part of the program, the Model Adviser provides our firm with an active investment strategy composed of ETF and mutual fund investments. Thereafter, Model Adviser provides us with any changes to the model, including additions, divestitures, and rebalancing. Our firm is responsible for any and all implementation of the model and is contractually obligated to implement all changes recommended by the Model Adviser, so long as we remain in the program.

Use of Sub-Advisers and Third-Party Managers

We may also, when appropriate, sub-advise certain portions of a client portfolio to independent third-party managers or recommend direct investment with independent third-party managers, typically when those managers demonstrate knowledge and expertise in a particular investment strategy.

As part of this service, we perform management searches of various unaffiliated registered investment advisers. Based on a client's individual circumstances and needs (as exhibited in the client's IPS) we will determine which selected registered investment adviser's portfolio management style is appropriate for that client. Factors considered in making this determination include account size, risk tolerance, the opinion of each client and the investment philosophy of the selected registered investment adviser. We

encourage clients to review each third-party manager's disclosure document regarding the particular characteristics of any program and managers selected by us.

Once we determine which selected registered investment adviser(s) are most appropriate for the client, we will provide the selected registered investment adviser(s) with the client's IPS. The selected registered investment adviser(s) will then create and manage the client's portfolio based upon the client's individual needs as exhibited in the client's IPS.

We will regularly and continuously monitor the performance of the selected registered investment adviser(s). If we determine that a particular selected registered investment adviser(s) are not providing sufficient management services to the client, or are not managing the client's portfolio in a manner consistent with the client's IPS, we will remove the client's assets from that selected registered investment adviser(s) and place the client's assets with another registered investment adviser(s) at our discretion and without prior consent from the client.

Our firm will conduct appropriate due diligence on all independent third-party managers, making reasonable inquiries into their performance calculations, policies and procedures, Code of Ethics, and other operational and compliance matters deemed important to account performance and risk management.

Financial Planning/Consulting Services

Financial planning is a comprehensive evaluation of a client's current and future financial state by using currently known variables to predict future cash flows, asset values and withdrawal plans. The key defining aspect of financial planning is that through the financial planning process, all questions, information and analysis will be considered as they impact and are impacted by the entire financial and life situation of the client. Clients purchasing this service will receive a written report, providing the client with a detailed financial plan designed to achieve his or her stated financial goals and objectives.

In general, the financial plan will address any or all of the following areas of concern:

- Personal: Family records, budgeting, personal liability, estate information and financial goals.
- Tax & Cash Flow: Income tax and spending analysis and planning for past, current and future years. We will illustrate the impact of various investments on a client's current income tax and future tax liability.
- Death & Disability: Cash needs at death, income needs of surviving dependents, estate planning and disability income analysis.
- Retirement: Analysis of current strategies and investment plans to help the client achieve his or her retirement goals.

- Investments: Analysis of investment alternatives and their effect on a client's portfolio.

The initial review and annual update will focus first on a comprehensive review of a client's lifestyle management and can include the preparation of a balance sheet, cash flow, and income statement. We will review financial management structures including bill paying and banking services. As part of this process, we will also assist the client in the building of an advisory team that includes legal, risk management, accounting, and document and records management. Next, we will review for the client their investment management arrangements including the design and implementation of investment policy statement and asset allocation strategies. Then, we will focus on the review, design, and implementation of wealth transfer goals to assure that a client considers various estate planning strategies and options, including succession planning issues for closely held entities. Lastly, we, where appropriate, will help and design family meetings with clients to assure that financial education and planning is explained to the next generation and to help clients establish mentoring programs.

Our firm gathers required information through in-depth personal interviews. Information gathered includes a client's current financial status, future goals and attitudes towards risk. Related documents supplied by the client are carefully reviewed and a written report is prepared. Financial Planning recommendations are not limited to any specific product or service offered by a broker dealer or insurance company. All recommendations are of a generic nature.

In addition to the initial comprehensive written financial plan, Financial Planning clients will receive an annual review of their financial plan and 12 hours of consulting time at no extra charge.

Typically, the financial plan will be presented to the client within six months of the contract date, provided that all information needed to prepare the financial plan has been promptly provided by the client.

Clients can also receive investment advice on a more limited basis. This may include advice on only an isolated area(s) of concern such as estate planning, retirement planning, insurance issues, annuity advice, or any other specific topic.

We tailor all of our financial planning and consulting recommendations to the individual needs of each client. All consulting recommendations are based on information gathered through client questionnaires, telephone and in-person discussions.

Item 5. Fees and Compensation

Portfolio Management/Model Portfolio Management Services

Our annual fee for portfolio management and model portfolio management services will be charged at flat 1.00% of assets under our management or assets under management placed with the third-party investment adviser(s) and supervised by us.

HT Alpha Portfolio

Our annual fee for this program will be charged at flat 1.20% of assets under our management. A portion of this total fee will be remitted to the Model Manager for providing us with the initial model and subsequent model updates.

Financial Planning/Consulting Services:

In order to receive our financial planning services, clients must also elect to participate in our portfolio management services. This condition may be negotiable under certain circumstances. Clients participating in portfolio management services will receive their initial financial plan, annual financial plan update, and up to 12 hours of consulting at no extra charge.

For any ad-hoc consulting or consulting in excess of 12 hours for financial planning clients we will charge based on an hourly rate of \$250 or a fixed fee ranging from \$5,000 to \$25,000. When travel is required, we will request and receive reimbursement of all travel expenses associated with delivery of our services. We will bill these travel costs to the clients' accounts at cost, with pre-approval and proper accounting.

The length of time it will take us to complete a particular consulting project will depend on the nature and complexity of the individual client's personal circumstances. An estimate for total hours will be determined at the start of the advisory relationship.

Fees are due and payable upon completion of the financial planning/consulting service. We may request a retainer upon completion of our fact-finding session with the client.

Fees in General

Unless otherwise agreed, we will directly debit client accounts quarterly in advance at the beginning of each calendar quarter based upon the value (market value or fair market value in the absence of market value), of the client's account at the end of the previous quarter, pro-rated for additions and withdrawals. Fair market value for private/specially designated assets such as unmarketable securities, closely held business interests, promissory notes, debt obligations and tangible real estate will be appraised every two years, unless an independent pricing authority provides an intervening value. These assets will be billed at the lesser of their fair market value and the cost basis of the asset.

Selected sub-advisers and third-party managers may elect to directly debit client accounts for their management fees upon receiving permission from each client. These managers may charge their fees in advance or in arrears, monthly or quarterly, depending on the terms of each investment program and each selected manager's billing practices.

Fees, account minimums, and payment of travel expenses for all services are negotiable based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, negotiations with client, etc.). Discounts, not generally available to our advisory clients, may be offered to family members and friends.

We may group certain related client accounts for the purposes of determining the account size and/or annualized fee.

Certain legacy client agreements may be governed by fee schedules different from those listed above.

Under no circumstances will we earn fees in excess of \$1,200 more than six months in advance of services rendered.

Account Termination

Clients will have a period of five (5) business days from the date of signing the agreement to unconditionally rescind the agreement and receive a full refund of all fees. Thereafter, the client may terminate the agreement by providing us with a 30 day written notice at our principal place of business. Upon termination of any account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable.

Mutual Fund and ETF Fees and Expenses: All fees paid to our firm for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and ETFs to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. A client could invest in a mutual fund or and ETF directly, without the services of our firm. In that case, the client would not receive the services provided by us which are designed, among other things, to assist the client in determining which mutual fund or funds or ETFs are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and ETFs and the fees charged by us to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

Brokerage and Custodial Fees

In addition to advisory fees paid to our firm, clients will also be responsible for all transaction, brokerage, and custodial fees incurred as part of their account management. Please see Item 12 of this Brochure for important disclosures regarding our brokerage practices.

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

We do not charge any fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7. Types of Clients

Our firm generally provides advisory services to individuals, pension and profit sharing plans, trusts, estates or charitable organizations, corporations or other business entities and family office entities, including Thordarson Partners LLC and Harcon Partners LLC.

We require a minimum account size of \$250,000 of assets under management.

Item 8. Methods of Analysis, Investment Strategies and Risk of Loss

Our firm employs the following types of analysis to formulate client recommendations.

Asset Allocation: Rather than focusing primarily on securities selection, we attempt to identify an appropriate ratio of securities, fixed income, and cash suitable to the client's investment goals and risk tolerance.

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

Technical Analysis: Technical analysis seeks to identify price patterns and trends in financial markets and attempt to exploit those patterns. We follow and examine such indicators as price, volume, moving averages of the price and market sentiment.

Cyclical Analysis: Cyclical analysis concentrates on business cycles as well as asset market cycles, examining alternating phases of rises (expansion) and falls (contraction) in volumes, prices and returns. Since cyclical analysis is based on examination of rising and falling trends, investors bear risk of mis-timing, with a specific trend lasting longer or shorter than expected.

Mutual Fund and/or ETF Analysis: We look at the experience and track record of the manager of the mutual fund or ETF in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We also look at the underlying assets in a mutual fund or ETF in an attempt to determine if there is significant overlap in the underlying investments held in other fund in the client's portfolio. We also monitor the funds or ETFs in an attempt to determine if they are continuing to follow their stated investment strategy.

A risk of mutual fund and/or ETF analysis is that, as in all securities investments, past performance does not guarantee future results. A manager who has been successful may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a fund or ETF, managers of different funds held by the client

may purchase the same security, increasing the risk to the client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the fund or ETF less suitable of the client's portfolio.

Third-Party Manager and Model Manager Analysis: We examine the experience, expertise, investment philosophies, and past performance of independent third-party investment managers in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We monitor the manager's underlying holdings, strategies, concentrations and leverage as part of our overall periodic risk assessment. Additionally, as part of our due-diligence process, we survey the manager's compliance and business enterprise risks.

A risk of investing with a third-party manager who has been successful in the past is that he/she may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a third-party manager's portfolio, there is also a risk that a manager may deviate from the stated investment mandate or strategy of the portfolio, making it a less suitable investment for our clients. Moreover, as we do not control the manager's daily business and compliance operations, it is possible for us to miss the absence of internal controls necessary to prevent business, regulatory or reputational deficiencies.

Risks for all forms of analysis: Our securities analysis method relies on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

Our firm employs the following investment strategies to implement investment advice given to clients:

Long-term purchases: We mostly purchase securities with the idea of holding them in the clients account for a year or longer. We may do this because we believe the securities to be currently undervalued. We may do this because we want exposure to a particular asset class over time, regardless of the current projection for this class.

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

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

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

Trading: We purchase securities with the idea of selling them very quickly (typically within 30 days or less). We do this in an attempt to take advantage of our predictions of brief price swings.

A risk in a short-term purchase is the potential for sudden losses if the anticipated price swing does not materialize. Moreover, should the anticipated price swing not materialize, we are left with the option of having a long-term investment in a security that was designed to be a short-term purchase, or potentially taking a loss. In addition, this strategy involves more frequent trading than does a longer-term strategy, and will result in increased brokerage and other transaction-related costs, as well as less favorable tax treatment of short-term capital gains.

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

The two types of options are calls and puts:

A call gives us the right to buy an asset at a certain price within a specific period of time. We will buy a call if we have determined that the stock will increase substantially before the option expires.

A put gives us the holder the right to sell an asset at a certain price within a specific period of time. We will buy a put if we have determined that the price of the stock will fall before the option expires.

We will use options to speculate on the possibility of a sharp price swing. We will also use options to “hedge” a purchase of the underlying security; in other words, we will use an option purchase to limit the potential upside and downside of a security we have purchased for your portfolio.

We use “covered calls”, in which we sell an option on security you own. In this strategy, you receive a fee for making the option available, and the person purchasing the option has the right to buy the security from you at an agreed-upon price.

A risk of covered calls is that the option buyer does not have to exercise the option, so that if we want to sell the stock prior to the end of the option agreement, we have to buy the option back from the option buyer, for a possible loss.

We use a “spreading strategy”, in which we purchase two or more option contracts (for example, a call option that you buy and a call option that you sell) for the same underlying security. This effectively puts you on both sides of the market, but with the ability to vary price, time and other factors.

A risk of spreading strategies is that the ability to fully profit from a price swing is limited.

Clients should understand that investing in any securities, including mutual funds, involves a risk of loss of both income and principal.

Item 9. Disciplinary Information

Our firm has no reportable disciplinary events to disclose.

Item 10. Other Financial Industry Activities and Affiliations

In addition to advisory services described in Item 4 of this Brochure, our firm operates and provides multifamily office services to target clients whose typical liquid assets exceed \$25 million dollars or whose total net worth exceeds \$100 million dollars. These services can include the managing of non-securitized real estate holdings, the management of business entities, including closely-held businesses, the hiring of outside consultants, including bookkeepers and bookkeeping services, attorneys, private bankers, accountants, insurance advisors, private security services, family education advisors, real estate management firms, and ad hoc concierge services that are typically requested by family offices. Our firm will also assist clients who fit our profile in the creation and design of a family office entity including ongoing management of that entity once it is created. Typically, we will charge clients separate and distinct fees for these non-advisory services, in addition to the advisory fees discussed in Item 5 of this Brochure. However, for clients whose account(s) exceed \$50,000,000, we may, at our sole discretion, reduce or waive some or all of these non-advisory fees.

Christopher Koehm, Managing Director of HTP, is also separately employed as owner of and accountant with an accounting firm affiliated with HTP by virtue of common ownership and control. Our clients may be referred to this separate affiliated entity and vice versa. However, no referral fees of any kind will be paid for these referrals by either party. Mr. Koehm may have check writing authority for certain accounting clients who are also advisory clients of HTP, resulting in our firm having constructive custody of certain advisory client funds and securities.

Peter Decker and Christopher Koehm, Managing Directors of HTP, are also principals and owners of Essex Insurance Group, Inc. ("EIG"), an insurance agency that sells and

services insurance products at the request of clients. Its primary focus is attempting to pool existing insurance policies and risks for higher service levels, discounts, and reinsurance purposes. HTP advisory clients may, but are not obligated to, use the services of EIG to reduce their insurance premiums and/or their existing policy deductibles. All fees charged by EIG are separate and distinct from those of HTP.

Peter Decker and Christopher Koehm also serve as officers and/or managers of various limited liability companies and corporations held by our firm's family office clients. Aside from their current shareholders, no other clients of HTP will be solicited or permitted to invest in these entities.

Peter Decker and Christopher Koehm are managers and officers of HT Fiduciary Management LLC ("HTFM"), a Wyoming private trust company. HTFM currently serves as trustee to one client trust.

Some of these non-advisory activities present a potential conflict of interest, to the extent that HTP principals and owners may receive additional compensation as a result of recommending additional family office, accounting, and/or insurance services to clients. Potential conflicts of interest also arise to the extent that these non-advisory activities may require a significant time commitment from Mr. Decker and Mr. Koehm, thus limiting the amount of time they can dedicate to management of advisory client accounts. Furthermore, some of these relationships and arrangements may result in HTP, Mr. Decker and/or Mr. Koehm having direct or indirect access to client funds by virtue of serving as managers or trustees over certain client assets.

Since we endeavor at all times to put the interest of our clients first as part of our fiduciary duty as a registered investment adviser and take the following steps to address these conflicts:

1. We disclose to clients the existence of all material conflicts of interest, including the potential for our firm and its employees to earn compensation from advisory clients in addition to our advisory fees;
2. We disclose to clients that they are not obligated to purchase any additional services from our firm or its employees;
3. We do not pay or collect referral fees from any related persons or entities;
4. We collect, maintain and document accurate, complete and relevant client background information, including the client's financial goals, objectives and risk tolerance;
5. Our management conducts regular reviews of each client account to verify that all recommendations made to a client are suitable to the client's needs and circumstances;
6. We require that our employees seek prior approval of any outside employment activity so that we may ensure that any conflicts of interests in such activities are properly addressed;
7. We periodically monitor these outside employment activities to verify that any conflicts of interest continue to be properly addressed by our firm;

8. Our firm is subject to a surprise annual examination by an independent public accounting firm;
9. Our firm has implemented internal policies and procedures to monitor and safeguard client funds; and
10. We educate our employees regarding the responsibilities of a fiduciary, including the need for having a reasonable and independent basis for the investment advice provided to clients.

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

Code of Ethics Disclosure

Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws. Our Code of Ethics includes policies and procedures for the review of quarterly securities transactions reports as well as initial and annual securities holdings reports that must be submitted by the firm's access persons. Among other things, our Code of Ethics also requires the prior approval of any acquisition of securities in a limited offering (e.g., private placement) or an initial public offering. Our code provides for oversight, enforcement and recordkeeping provisions. A copy of our Code of Ethics is available to our advisory clients and prospective clients upon request to Peter Decker, Managing Director, at the firm's principal office address.

Our firm or individuals associated with our firm may buy or sell securities identical to those recommended to or purchased for customers for their personal accounts. In addition, any related person(s) may have an interest or position in a certain security(ies) which may also be recommended to a client. This practice results in a potential conflict of interest, as we may have an incentive to manipulate the timing of such purchases to obtain a better price or more favorable allocation in rare cases of limited availability.

We may aggregate our employee trades with client trades. In case there is a partial fill of a particular batch order, we will allocate all the purchases pro-rata, with each account paying average price.

To mitigate these potential conflicts of interest and ensure the fulfillment of our fiduciary responsibilities, we have established the following restrictions:

1. No principal or employee of our firm may buy or sell securities for their personal portfolio(s) where their decision is substantially derived, in whole or in part, by reason of his or her employment unless the information is also available to the investing public on reasonable inquiry. No principal or employee of our firm may prefer his or her own interest to that of the advisory client.
2. It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory

account, and therefore, preventing such employees from benefiting from transactions placed on behalf of advisory accounts.

3. We maintain a list of all securities holdings for our firm and anyone associated with this advisory practice with access to advisory recommendations. These holdings are reviewed on a regular basis by Peter Decker and Christopher Koehm.
4. In case of partial fills, client accounts will receive preference over employee accounts.
5. We emphasize the unrestricted right of the client to decline to implement any advice rendered, except in situations where our firm is granted discretionary authority.
6. All of our principals and employees must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
7. Any individual not in observance of the above may be subject to disciplinary action or termination.

Item 12. Brokerage Practices

We do not have any formal or informal soft-dollar arrangements and do not receive any soft-dollar benefits.

We do not request or accept the discretionary authority to determine the broker dealer to be used for client accounts. Clients must direct us as to the broker dealer to be used for all client securities transactions. In directing the use of a particular broker or dealer, it should be understood that we will not have authority to negotiate commissions among various brokers, and best execution may not be achieved, resulting in higher transaction costs for clients. *Not all advisers require their clients to direct brokerage.*

Our firm participates in the Schwab Institutional (SI) services program offered to independent investment advisers by Charles Schwab & Company, Inc. ("Schwab"), an unaffiliated FINRA-registered broker dealer. Clients in need of brokerage and custodial services will have Schwab recommended to them. As part of the SI program, our firm receives benefits that it would not receive if it did not offer investment. These benefits include: receipt of duplicate client confirmations and bundled duplicate statements; access to a trading desk serving SI participants exclusively; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts; ability to have investment advisory fees deducted directly from client account; access, for a fee, to an electronic communication network for client order entry and account information; receipt of compliance publications; and access to mutual funds which generally require significantly higher minimum initial investments or are generally available only to institutional investors. The benefits received through

participation in the SI program may or may not depend upon the amount of transactions directed to, or amount of assets custodied by, Schwab.

Participation in the SI program results a potential conflict of interest for our firm, as the receipt of the above benefits creates an incentive for us to recommend Schwab to clients.

Nonetheless, we have reviewed the services of Schwab and recommend the services based on a number of factors. These factors include the professional services offered, commission rates, and the custodial platform provided to clients. While, based on our business model, we will not seek to exercise discretion to negotiate trades among various brokers on behalf of clients, we will, however, periodically attempt to negotiate lower commission rates for our clients with Schwab.

Third-Party Managers and Sub-Advisers

With respect to the use of third party investment advisers, each such adviser may or may not recommend broker dealers to clients, and/or will have their own policies, practices and procedures regarding brokerage. Our firm does not control the brokerage practices of any third-party investment adviser and does recommend the services of any particular broker dealer to these clients under these circumstances. Clients should refer to the disclosure document(s) of recommended independent registered investment adviser(s) for information on the brokerage recommendations, practices and policies for those entities.

In the event that a particular selected third-party manager or sub-adviser requires the grant of brokerage discretion as part of their account management and implementation process, the client and/or our firm will have the ability to grant such discretion, so long as we have been provided reasonable assurances that the manager is capable of achieving best execution.

We utilize Tamarac, Inc. for certain back-office services such as portfolio reconciliation, client reporting, performance reporting and billing. These services are fully paid for by our firm.

Trade Aggregation

We may aggregate client trades when doing so is advantageous to our clients. Mostly, we will batch client transactions to receive volume discounts and to obtain better and more uniform pricing across client accounts. If we determine that aggregation of trades in a certain situation will be beneficial to our clients, transactions will be averaged as to price and will be allocated among our clients in proportion to the purchase and sale orders placed from each client account on any given day.

Item 13. Review of Accounts

Portfolio Management/Model Portfolio Management Services

Peter Decker, Managing Member and Christopher Koehm, Managing Member, will continuously monitor the underlying securities in client accounts and perform at least quarterly reviews of account holdings for all clients. We will also monitor the performance of third-party managers on a continuous basis. Accounts are reviewed for consistency with client investment strategy, asset allocation, risk tolerance and performance relative to the appropriate benchmark. More frequent reviews may be triggered by changes in an account holder's personal, tax or financial status. Economic and macroeconomic specific events may also trigger reviews.

For Model Portfolio Management clients and HT Alpha portfolios, Mr. Decker and Mr. Koehm will review accounts in the context of the investment objectives and guidelines of the model portfolio as well as any investment restrictions provided by the client.

In addition to the monthly statements and confirmations of transactions that clients receive from their broker dealer, our firm may provide or make available online additional quarterly holdings and/or performance reports.

Financial Planning/Consulting Services

We will review these client accounts as contracted for at the inception of the advisory relationship, typically at least annually. We will provide Financial Planning clients with a completed financial plan. We will not typically provide additional reports unless otherwise contracted for at the inception of the advisory relationship.

Item 14. Client Referrals and Other Compensation

Other than that already described in this Brochure, our firm does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 15. Custody

We urge all of our management clients to carefully review and compare their quarterly reviews of account holdings and/or performance results to those they receive from their custodian.

Item 16. Investment Discretion

For clients granting us discretionary authority to determine which securities and the amounts of securities that are to be bought or sold for their account(s), we request that such authority be granted in writing, typically in the executed investment management agreement. With respect to the use of third party investment advisers, our firm does not manage these client portfolios, or this portion of these client portfolios, in the traditional sense of the definition, rather, we manage the managers. As such, the client may grant us the authority to hire and fire the selected registered investment adviser(s) directly.

Discretionary investment authority granted to us may be delegated by us to selected third-party managers and/or sub-advisers without prior client consent.

Should the client wish to impose reasonable limitations on this discretionary authority, such limitations shall be included in this written authority statement. Clients may change/amend these limitations as desired. Such amendments must be submitted to us by the client in writing.

Item 17. Voting Client Securities

HT Partners clients agree to delegate their proxy voting authority to HT Partners. Alternatively, clients may, at their election, “Opt Out” of this service and choose to receive proxies related to their own accounts. With respect to ERISA accounts, we will vote proxies unless the plan documents specifically reserve the plan sponsor’s right to vote proxies. Please note that if a client wishes to vote one holding within their account, but not the whole account, they must vote all holdings within the account. Limited exceptions may be made to this policy at the discretion of HT Partners. Additional cost incurred to achieve this exception will be charged to each client account in which the exception is granted. If a client elects to vote his/her own proxies, we may consult with clients, as requested, regarding a specific proxy issue.

We have retained the services of EC Proxy Voting Service, Inc. (hereinafter “EC Proxy”), an unaffiliated third-party proxy voting service. We have conducted reasonable due diligence on EC Proxy and believe that their proxy voting guidelines are in the best interests of our clients. Through EC Proxy’s platform, EC Proxy will vote all proxies according to its proxy voting guidelines.

EC Proxy will maintain all records, including vote decision, date voted, policies for vote decision and meeting information for all of our clients receiving proxies. EC Proxy will produce comprehensive reports annually showing the company name, CUSIP, meeting date, how the proposals were voted, reasoning behind the vote decision, client name and shares voted.

Clients may obtain a copy of EC Proxy’s voting policies, procedures and guidelines by contacting Peter Decker directly. Clients may request, in writing, information on how proxies for their shares were voted. If any client requests a copy of EC Proxy’s complete proxy policies and procedures or information on how EC Proxy voted for his/her account(s), we will promptly provide such information to the client.

Since all proxies are voted on an aggregate basis by EC Proxy, a client cannot direct us to vote a proxy in a particular manner.

Our firm may delegate proxy voting responsibilities to selected third-party managers and sub-advisers upon conducting reasonable due diligence into their proxy voting practices and voting guidelines.

We will neither advise nor act on behalf of the client in legal proceedings involving companies whose securities are held in the client's account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements. If desired, clients may direct us to transmit copies of class action notices to the client or a third party. Upon such direction, we will make commercially reasonable efforts to forward such notices in a timely manner.

Item 18. Financial Information

Under no circumstances will we earn fees in excess of \$1,200 more than six months in advance of services rendered.

Part 2B of Form ADV: *Brochure Supplement*

Peter Joseph Decker
180 Westbrook Road
Unit 4
Essex, CT 06426
Telephone: (860) 661-4161

HT Partners LLC
5 Essex Square
Suite 2b
Essex, CT 06426
Telephone: (860) 661-4161

3/1/2013

This brochure supplement provides information about Peter Decker that supplements the HT Partners LLC brochure. You should have received a copy of that brochure. Please contact Mr. Decker, Managing Member and Chief Compliance Officer, if you did not receive our brochure or if you have any questions about the contents of this supplement.

Item 2. Educational Background and Business Experience

Peter Joseph Decker, Managing Member, Managing Director, Chief Compliance Officer

Year of Birth: 1964

Education:

Stanford University, Graduate School Of Executive Education, Executive Program, Principals Of Portfolio Management, 2006

University of New Haven, MS Taxation, Public Taxation Specialization, 1997

University of New Haven, Professional Graduate Certificate, Taxation of Individuals, 1996

New England School of Banking at Williams College, Professional Certificate, Trust and Investment Administration, 1993

Eastern Connecticut State University, B.A. Psychology

Business Background:

Managing Director, Managing Member, and Chief Compliance Officer, HT Partners LLC from 3/2008 to Present

Consultant, Harcon Partners LLC from 03/2008 to Present

Consultant, Thordarson Partners LLC, Consultant 03/2008 to Present

Secretary and Director, Upland Birding Company, Inc. Secretary and Director 05/2008 to Present

Managing Member, Essex Insurance Group, Inc. from 11/2009 to Present

Regional Division Head, Northern, CT U.S. Trust Company from 6/2006 to 3/2008

Senior Vice President, Business Unit Mgr U.S. TRUST COMPANY from 3/1999 to 6/2006

President, Continuum, Inc. from 12/1995 to 3/1999

V.P. of Planning, Fiscal Dynamics, Inc. from 10/1994 to 12/1995

Trust Officer, Shawmut Bank from 5/1989 to 10/1994

Item 3. Disciplinary Information

Mr. Decker does not have any history of reportable disciplinary events.

Item 4. Other Business Activities

Peter Decker is a principal and owner of Essex Insurance Group, Inc. ("EIG"), an insurance agency that sells and services insurance products at the request of clients. Its primary focus is attempting to pool existing insurance policies and risks for higher service levels, discounts, and reinsurance purposes. HTP advisory clients may, but are not obligated to, use the services of EIG to reduce their insurance premiums and/or their existing policy deductibles. All fees charged by EIG are separate and distinct from those of HTP.

Peter Decker also serves as an officer and/or manager of various limited liability companies and corporations held by our firm's family office clients.. Aside from their current shareholders, no other clients of HTP will be solicited or permitted to invest in these entities.

Some of these non-advisory activities present a potential conflict of interest, to the extent that HTP principals and owners may receive additional compensation as a result of recommending services to clients. Potential conflicts of interest also arise to the extent that these non-advisory activities may require a certain time commitment from Mr. Decker, thus limiting the amount of time he can dedicate to management of advisory client accounts. Please refer to Item 10 of this Brochure for a detailed explanation of how our firm addresses these conflicts of interest.

Item 5. Additional Compensation

Mr. Decker does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

As owners of HTP, Peter Decker and Christopher Koehm are jointly responsible for all employee supervision. They can be reached at (860) 661-4161. Peter Decker is responsible for formulation and monitoring of investment advice offered to client, documenting investment meeting deliberations, overseeing all material investment policy changes, and conducting periodic testing to ensure that client objectives and mandates are being met. Mr. Decker and Mr. Koehm review all employee personal securities transactions on a quarterly basis and determine the general business strategy of the firm.

Part 2B of Form ADV: *Brochure Supplement*

Christopher J. Koehm
180 Westbrook Road
Unit 4
Essex, CT 06426
Telephone: (860) 661-4161

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5 Essex Square
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Essex, CT 06426
Telephone: (860) 661-4161

3/1/2013

This brochure supplement provides information about Christopher Koehm that supplements the HT Partners LLC brochure. You should have received a copy of that brochure. Please contact Peter Decker, Managing Member and Chief Compliance Officer, if you did not receive our brochure or if you have any questions about the contents of this supplement.

Item 2. Educational Background and Business Experience

Christopher J. Koehm, Managing Member

Year of Birth: 1959

Education:

Sacred Heart University, Fairfield, CT, B.S. Accounting, 1980

Professional Designations:

Mr. Koehm earned the Certified Public Accountant (CPA) designation. CPA is the statutory title of qualified accountants in the United States who have passed the Uniform Certified Public Accountant Examination and have met additional state education and experience requirements for certification as a CPA.

Business Background:

Managing Director, Managing Member, HT Partners LLC from 3/2008 to Present

Certified Public Accountant, Christopher J. Koehm, CPA from 10/1987 to Present

Consultant, Harcon Partners LLC from 03/2008 to Present

Consultant, Thordarson Partners LLC, Consultant 03/2008 to Present

Treasurer and Director, Upland Birding Company, Inc. Secretary and Director 05/2008 to Present

Supervising Senior, Private Business Advisory Group, KPMG Peat Marwick, Danbury & Stamford, CT from 1982-1987

Staff Accountant, William Hope & Co., Bridgeport, CT from 1980-1982

Item 3. Disciplinary Information

Mr. Koehm does not have any history of reportable disciplinary events.

Item 4. Other Business Activities

Christopher Koehm is a principal and owner of Essex Insurance Group, Inc. ("EIG"), an insurance agency that sells and services insurance products at the request of clients. Its primary focus is attempting to pool existing insurance policies and risks for higher service levels, discounts, and reinsurance purposes. HTP advisory clients may, but are not

obligated to, use the services of EIG to reduce their insurance premiums and/or their existing policy deductibles. All fees charged by EIG are separate and distinct from those of HTP.

Christopher Koehm also serves as an officer and/or manager of various limited liability companies and corporations held by our firm's family office clients.. Aside from their current shareholders, no other clients of HTP will be solicited or permitted to invest in these entities.

Some of these non-advisory activities present a potential conflict of interest, to the extent that HTP principals and owners may receive additional compensation as a result of recommending services to clients. Potential conflicts of interest also arise to the extent that these non-advisory activities may require a certain time commitment from Mr. Koehm, thus limiting the amount of time he can dedicate to management of advisory client accounts. Please refer to Item 10 of this Brochure for a detailed explanation of how our firm addresses these conflicts of interest.

Item 5. Additional Compensation

Mr. Koehm does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

Item 6. Supervision

As owners of HTP, Peter Decker and Christopher Koehm are jointly responsible for all employee supervision. They can be reached at (860) 661-4161. Peter Decker is responsible for formulation and monitoring of investment advice offered to client, documenting investment meeting deliberations, overseeing all material investment policy changes, and conducting periodic testing to ensure that client objectives and mandates are being met. Mr. Decker and Mr. Koehm review all employee personal securities transactions on a quarterly basis and determine the general business strategy of the firm.