



An SEC Registered Investment Adviser

Wealth Gathering, LLC

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ADV Part 2

Advisory Brochure

January 1, 2013

This ADV Part 2 brochure provides information about the qualifications and business practices of Wealth Gathering, LLC. If you have any questions about the contents of this brochure, please contact us at our main office at (207) 370-2370.

The contents of this brochure have not been approved or verified by the U.S. Securities and Exchange Commission (SEC) or any other state or federal governmental authority. While the firm and its associates may be registered with the SEC, it does not imply a certain level of skill or training on the part of the firm or its associated personnel.

Questions relative to the firm, its services or this brochure may be made to the attention of Mr. Michael Goldman, President and Chief Compliance Officer, at (207) 370-2370. Additional information about the firm, other advisory firms, or their associated investment adviser representatives is available on the Internet at www.adviserinfo.sec.gov.

Item 2 - Material Changes

The firm has updated the date of its ADV Part 2 (only) since its last amendment dated December 1, 2012. No material changes have occurred.

The firm may at any time update this document and either send a copy of its updated brochure or provide a summary of material changes to its brochure and an offer to send an electronic or hard copy form of the updated brochure. Clients are also able to download this brochure from the SEC's Website: www.adviserinfo.sec.gov or you may contact our firm at (207) 370-2370.

As with all firm disclosures, clients and prospective clients are encouraged to review this brochure in its entirety and are encouraged to ask questions at any time prior to or during the engagement.

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Important Note: Throughout this document, Wealth Gathering, LLC may be referred to by the following terms: “the firm,” “we,” “us,” or “our.” The client or prospective client may be referred to as: “you,” “your,” etc.

This brochure contains 18 pages and should not be considered complete without all pages.

Item 4 – Advisory Business

Description of the Firm

Wealth Gathering, LLC is an SEC-registered investment adviser domiciled in the State of Maine. The firm is established as an Internet only adviser pursuant to SEC Rule 203A-2(e), and serves its clients via online deliverable tools, informational resources and virtual interaction. Wealth Gathering' LLC will also license its tools and services to other registered investment firms for a directly negotiated fee.

Since our firm's inception in 2010 Mr. Michael Goldman, CFP®¹ has been President, Managing Member, Chief Compliance Officer and is also our majority unitholder (shareholder). As Chief Compliance Officer, Mr. Goldman provides overall supervision for our firm's investment advisory activities.

The firm does not provide asset management services, sponsor or manage wrap fee investment programs, or charge an asset-based fee. Further, due to the nature of the firm's advisory services, Wealth Gathering, LLC does not maintain client assets directly under its management.

Description of Advisory Services Offered

Via our website you are able to access our firm's current Form ADV Part 2 advisory brochure that incorporates our privacy policy statement. Should you wish to engage Wealth Gathering, LLC for its services, we must enter into a written agreement and thereafter analysis is completed to determine financial need, goals, holdings, etc.

Depending on the scope of the engagement, we may require information or current copies of the following documents early in the process:

- Wills, codicils and trusts;
- Insurance policies;
- Mortgage information;
- Tax returns;
- Current financial specifics including W2's or 1099s;
- Information on current retirement plans and benefits provided by your employer;
- Statements reflecting current investments in retirement and non-retirement accounts; and
- Completed risk profile questionnaires or other forms provided by our firm.

It is important that the information and financial statements you provide are accurate. We may, but are not obligated to, verify the information you have provided which will then be used in the financial planning or investment advisory process.

Financial Planning Services

You may engage our firm in the development of a financial plan involving as many components as you may feel necessary for your situation. Advice may be provided on cash flow analysis, retirement capital requirements, education funding, estate planning, risk management or other specific needs you may request.

¹ Please refer to the last page for an explanation of the noted professional designation prerequisites and/or requirements.

Investment Consultation Services

Our investment consultation services may involve providing information on the types of investment vehicles available; employee stock options, investment analysis and strategies, asset selection, as well as assisting you in establishing your own investment account at a selected broker/dealer or custodian of your choosing.

Client-Tailored Services and Client-Imposed Restrictions

In all instances you will retain full discretion over all implementation decisions and are free to accept or reject any recommendation we make. Please note that when our planning services focuses only on those areas of your stated interest your overall financial situation or needs may not be fully addressed due to the limitations you may have established. Further, it remains your responsibility to promptly notify us if there is any change in your financial situation or investment objectives for the purpose of our reviewing, evaluating, or revising previous recommendations and/or services.

Upon completion of our presentation or delivery of advice, our engagement under this agreement is typically concluded. We recommend a check-up meeting at least annually or whenever your circumstances change.

General Information

We do not provide legal or accounting services. With your consent, we may work with your other advisers (i.e., attorney, accountant, etc.) to assist with coordination and implementation of accepted strategies. You should be aware that these other advisers may bill you separately for their services and these fees will be in addition to those of our firm.

Our firm will use its best judgment and good faith effort in rendering its services. Wealth Gathering, LLC cannot warrant or guarantee any particular level of account performance or that your account will be profitable over time. Past performance is not necessarily indicative of future results.

Except as may otherwise be provided by law, our firm will not be liable to the client, heirs, or assignees for any loss an account may suffer by reason of an investment decision made or other action taken or omitted in good faith by our firm with that degree of care, skill, prudence and diligence under the circumstances that a prudent person acting in a fiduciary capacity would use; any loss arising from our adherence to your direction or that of your legal agent; any act or failure to act by a service provider maintaining an account.

Federal and state securities laws impose liabilities under certain circumstances on persons who act in good faith and, therefore, nothing contained in this document shall constitute a waiver of any rights that a client may have under federal and state securities laws.

Item 5 - Fees and Compensation

Method of Compensation and Fee Schedule

Hourly Fees

We may be engaged for our financial planning and investment consultation services under an hourly fee arrangement. Fees for these services are \$180 per hour. You will be billed for the actual time spent by our firm, assessed in 15-minute increments, and a partial increment will be treated as a whole.

Fixed Fees

We also offer our services on a fixed fee basis, generally ranging from \$200 to \$2,000. The fee takes into consideration factors such as the complexity of your financial profile; assets that comprise your overall portfolio we are providing advice, number of individual accounts comprising the portfolio, whether you or our firm will implement transactions for the account(s), among others, as well as whether our firm is being engaged for broad-based services. Therefore, fixed fees may be above or below the noted range and is determined by the complexity of the engagement.

Client Payment of Fees

You will be directly invoiced for our financial planning and investment consulting services, whether the engagement involves hourly or fixed fee assessments. Fees may be paid by check or teller's draft from US-based banks, as well as through automated payment processing through a qualified, unaffiliated third-party processor. We do not withdraw fees from a client investment account.

We may require an initial deposit (described in a later paragraph) for our services under this engagement, with the balance of fees due immediately upon our presentation of the plan to you or your legal agent. Should project engagements span more than three months, you will be billed quarterly, in arrears.

All program fees are negotiable and at the firm's sole discretion.

Additional Fee Information***Other Potential Fees***

Specific product recommendations made by our firm usually involve "no-load" (i.e., no commission), if available, or low-load products. In some cases, such as insurance or actively-managed mutual funds, there may not be a suitable selection of no-load products available for recommendation.

Any transactional or custodial fees assessed by the selected service providers, individual retirement account fees, or qualified retirement plan account termination fees will be borne by you and are as provided in the current, separate fee schedule of the selected service provider. Fees paid to our firm for our services are separate from any transactional charges you may pay as well as those for mutual funds, exchange-traded funds (ETFs), or other investments of this type.

Further information about our fees in relationship to our operational practices is noted in Item 12 of this document.

Advance Payment for Certain Services

We may require an initial deposit for either hourly or fixed fee financial planning and investment consultation engagements in the amount of the lesser of \$1,200 or one-half of the lower-end of the estimated fee range, which will be defined in your engagement agreement.

Termination of Services

Either party may terminate the agreement at any time, which will typically be in writing. Should you verbally notify our firm of the termination and, if in two business days following this notification we have not received your notice in writing, we will make a written notice of the termination in our records and send you our own termination notice as a substitute. Our firm will not be responsible for future allocations or investment advice upon receipt of a termination notice.

If you are a new client, you may terminate an agreement with our firm within five business days after the signing of our engagement agreement without penalty or charge. Should you terminate an engagement after this date, you may be invoiced for any time charges incurred by our firm in the preparation of your financial plan or investment allocation. In the case of any prepaid fees, we will promptly return any unearned amount upon receipt of a written termination notice.

External Compensation for the Sale of Securities to Clients

Our firm and its associates are engaged for fee-only services and we attempt to recommend “no load” investments whenever appropriate. We do not charge or receive a commission or mark-up on your securities transactions, nor will the firm and our associates be paid a commission on your purchase of an insurance contract or securities investment that we recommend.

We do not receive “trailer” or SEC Rule 12b-1 fees from an investment company we may recommend. Fees charged by issuers are detailed in prospectuses or product descriptions and you are encouraged to read these documents before investing. Our firm and its associates receive none of these described or similar fees or charges.

You will always have the option to purchase recommended investments through your selected service provider.

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

Our fees will not be based upon a share of capital gains or capital appreciation (growth) of any portion of managed funds, also known as “performance-based fees.” Performance-based compensation may create an incentive for a firm to recommend an investment that may carry a higher degree of risk to a client. Wealth Gathering, LLC does not use a performance-based fee structure because of the potential conflict of interest this type of fee structure may pose.

Side-by-side management refers to a firm simultaneously managing accounts that do pay performance based fees (such as a hedge fund) and those that do not; this type of arrangement, and the conflict of interest it may pose, does not conform to our firm’s practices.

Item 7 - Types of Clients

We provide our services to individuals, as well as their trusts and estates to assist them in meeting their financial objectives in what is believed to be a cost-effective way. Our ability to provide our service and advice depends on access to important information. Accordingly, you are expected to provide us with an adequate level of information and supporting documentation throughout the term of the engagement, including but not limited to source of funds, income levels, your (or your legal agent’s)

authority to act on behalf of the account, among other information. This helps us determine the appropriateness of our financial planning or investment strategy for you and your account.

It is very important that you keep us up-to-date on significant changes that may call for an update to your financial and investment plans. Events such as job changes, early retirement, marriage or divorce, or the purchase or sale of a home or business can have a tremendous impact on your circumstances and needs. If we are aware of such events, we can make the adjustments needed to your plan or advice in order to keep you on track toward your goals.

We do not require minimum income levels, minimum level of assets or other conditions for our services. We reserve the right to waive or reduce certain fees based on unique individual circumstances, special arrangements or pre-existing relationships. We also reserve the right to decline services to any prospective client for any non-discriminatory reason.

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

Method of Analysis

If we are engaged to provide investment consultation under your service agreement, we will first evaluate several factors, including your:

- current financial situation;
- current and long-term needs;
- investment goals and objectives;
- level of investment knowledge; and
- tolerance for risk.

Wealth Gathering, LLC primarily employs a fundamental, long-term, passive index approach in its investment selection and implementation strategies. We also believe asset allocation is a key component of investment portfolio design and that an appropriate allocation of assets from diverse investment categories (stock vs. bond, foreign vs. domestic, large cap vs. small cap, high quality vs. high yield, etc.) are a primary determinant of portfolio returns – perceived to be critical to the long-term success of a client's financial objectives.

Our research and recommendations may be drawn from sources that include financial publications; investment analysis and reporting software; research materials from outside sources; corporate rating services or inspections; annual reports, prospectuses and other regulatory filings; and company press releases.

We make asset allocation and investment policy decisions based on these and other factors to assist you in achieving your overall financial objectives.

Investment Strategies

In general, our firm's primary approach to portfolio management is based on the principles of the Modern Portfolio Theory and a mathematical technique known as “mean variance optimization.” The result of this process is an allocation that potentially produces the highest possible return for a given level of risk.

Cost-efficient index mutual funds, ETFs, and exchange-traded notes (ETNs) are researched and recommended for each asset class. The firm may recommend that your portfolio be rebalanced in an attempt to maintain optimal allocation while minimizing tax exposures and trading costs.

Wealth Gathering, LLC selects its investments vehicles by using various criteria, including performance. On occasion, we may recommend redistributing investment allocations to diversify a portfolio in an effort to reduce risk and increase performance. We may recommend holdings to increase sector weighting and/or dividend potential. In addition, we may recommend employing cash positions as a possible hedge against market movement which may adversely affect a portfolio. Finally, our firm may recommend selling positions for reasons that include, but are not limited to, harvesting capital gains or losses, business or sector risk exposure to a specific security or class of securities, overvaluation or overweighting of the position(s) in the portfolio, change in risk tolerance for a client, or any risk deemed unacceptable for a client's risk tolerance.

Risk of Loss

While we believe our strategies and investment recommendations are designed to potentially produce the highest possible return for a given level of risk, we cannot guarantee that an investment objective or planning goal will be achieved.

Some investment decisions may result in loss, including potential loss of the original principal invested. Each client must be able to bear the various risks involved in the investment of account assets, which may include market, currency, interest rate, liquidity, operational or political risk, among others.

When our research and analysis is based upon commercially available software, rating services, general market and financial information, or due diligence reviews, we are relying upon the accuracy and validity of the information or capabilities being provided by selected vendors, rating services, market data, and the issuers themselves. We make a reasonable effort to determine the accuracy of the information received but we cannot predict events, actions taken or not taken, or the validity of all information researched or provided which may or may not affect the advice to a client or account.

If your portfolio employs a passive, efficient markets theory, you will need to consider the potential risk that your broader allocation may generate lower-than-expected returns than that from a specific asset, and that the return on each type of asset is a deviation from the average return of the asset class. We believe this variance from the "expected return" is generally low under normal market conditions if the portfolio is made up of diverse, low or non-correlated assets.

Should you request we develop more active portfolio management strategies, you may, at times, outperform or underperform various benchmarks or other strategies. In an effort to meet or surpass these benchmarks, active portfolio management may require more frequent trading or "turnover" within an account. This may result in shorter holding periods, higher transactional costs and/or taxable events that will be borne by the investor, thereby potentially reducing or negating certain benefits that may be derived by shorter term investing.

You will need to keep in mind that investment vehicles such as ETFs and indexed funds have the potential to be affected by "tracking error risk," which might be defined as a deviation from a stated benchmark (index). Since the core of a portfolio may attempt to closely replicate a benchmark, the source of the tracking error (deviation) may come from a "sample index" that may not closely align the

benchmark. In these instances, reducing the weighting of a holding or use a “replicate index” position as part of the core holding may be recommended to minimize the effects of the tracking error in relation to the overall portfolio.

Also, while many index funds, ETFs and ETNs are known for their potential tax-efficiency and higher “qualified dividend income” (QDI) percentages, there are certain asset classes or holding periods within these holdings that may not benefit. Shorter holding periods or certain commodities and currencies (potentially within the fund or ETN/ETF) may be considered nonqualified, therefore the investments QDI will be considered if tax efficiency is an important aspect of your portfolio.

Item 9 - Disciplinary Information

Neither Wealth Gathering, LLC nor a member of our firm’s management has been involved in a reportable material criminal or civil action, administrative enforcement, or self-regulatory organization proceeding that would reflect upon our firm’s advisory business or the integrity of our firm.

Item 10 - Other Financial Industry Activities and Affiliations

Our policies require our firm and its associates to conduct business activities in a manner that avoid actual or potential conflicts of interest between the firm, its employees and clients, or that may be contrary to law. We will provide disclosure to each client prior to and throughout the term of an engagement regarding any conflicts of interest which might reasonably compromise our impartiality or independence.

Neither Wealth Gathering, LLC nor a member of firm management is registered, or has an application pending to register, as a broker-dealer or a registered representative of a FINRA or NFA broker-dealer; nor is the firm or its management registered, or has an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading adviser, or an associated person of the foregoing entities.

Additionally, neither our firm nor a member of our management is or has a material relationship with any of the following types of entities:

- municipal securities dealer or government securities dealer or broker;
- banking or thrift institution;
- accountant or accounting firm;
- lawyer or law firm;
- insurance company or agency;
- pension consultant;
- real estate broker or dealer;
- sponsor or syndicator of limited partnerships; or
- investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or “hedge fund,” and offshore fund).

Upon your request, you may be provided a referral to various professionals, such as an attorney. While these referrals are based on our best information, we do not guarantee the quality or adequacy of the work provided by these referred professionals. We do not have an agreement with or receive fees from such professionals for these informal referrals, and any fees charged by these other entities for their services are completely separate from fees charged by our firm.

When appropriate, we may recommend a client engage another registered investment adviser firm to manage their account. Interested clients are provided with a separate disclosure document and engagement agreement. In addition, our firm is under common control with Goldman Financial Planning, Inc., a state-registered investment adviser based in Portland, Maine. An associate of our firm may have a material relationship due to their dual role as with our firm as well as Goldman Financial Planning, Inc. Whether they are serving a client in one or more capacities, the associate will disclose in advance how they are being compensated and if there is a conflict of interest involving any service being provided. At no time will there be *tying* between business practices and/or services; a condition where a client or prospective client would be required to accept one product or service which is conditional upon the selection of a second distinctive tied product or service.

Item 11 - Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Wealth Gathering, LLC believes that its business methodologies, ethics rules, and adopted policies are appropriate to eliminate or at least minimize potential material conflicts of interest and to appropriately manage any material conflicts of interest that may remain. You should be aware that no set of rules can possibly anticipate or relieve all potential material conflicts of interest.

We will disclose to advisory clients any material conflict of interest relating to the firm, its representatives, or any of its employees which could reasonably be expected to impair the rendering of unbiased and objective advice.

Code of Ethics

We have adopted a Code of Ethics that establishes policies for ethical conduct for all our personnel. Our firm accepts the obligation not only to comply with all applicable laws and regulations but also to act in an ethical and professionally responsible manner in all professional services and activities. Our policies include prohibitions against insider trading, circulation of industry rumors, and certain political contributions, among others.

We periodically review and amend our Code of Ethics to ensure that it remains current, and we require all firm access persons to attest to their understanding of and adherence to the Code of Ethics at least annually. Our firm will provide of copy of its Code of Ethics to any client or prospective client upon request.

Privacy Policy Statement

We respect the privacy of all our clients and prospective clients; both past and present. We recognize that you have entrusted us with non-public personal information and it is important to us that all employees and clients of our firm know our policy concerning what we do with that information.

We collect personal information about our clients from the following sources:

- Information our clients provide to us to complete their financial plan or investment recommendation;
- Information our clients provide to us in agreements, account applications, and other documents completed in connection with the opening and maintenance of their accounts;
- Information our clients provide to us orally; and
- Information we may receive from service providers, such as custodians, about client transactions.

We do not disclose non-public personal information about our clients to anyone, except in the following circumstances:

- When required to provide services our clients have requested;
- When our clients have specifically authorized us to do so in writing;
- When required during the course of a firm assessment (i.e., independent audit); or
- When permitted or required by law (i.e., periodic regulatory examination).

Within our firm, we restrict access to client information to staff that need to know that information. All personnel and our service providers understand that everything handled in our office is confidential and they are instructed to not discuss client information or situation with someone else unless they are specifically authorized in writing by the client to do so. This includes, for example, providing information about a spouse's IRA account; children about parents' accounts, etc.

To ensure security and confidentiality, we maintain physical, electronic, and procedural safeguards to protect the privacy of client information.

We will notify you annually of our privacy policy and at any time, in advance, if our policy is expected to change.

Participation or Interest in Client Transactions

Neither the firm nor an associate is authorized to recommend to a client, or effect a transaction for a client, involving any security in which the firm or a "related person" (e.g., associate, immediate family member, control affiliate, etc.) has a material financial interest, such as in the capacity as an underwriter or adviser to an issuer of securities, etc.

An associate is prohibited from borrowing from or lending to a client unless the client is an approved financial institution.

The firm is able to provide a broad range of advisory services to its clients: financial planning, investment consultation, and investment management services through a control affiliate as described in Item 10. The potential for a conflict of interest may exist within these various client relationships and we hereby note that you are under no obligation to act on a recommendation from our firm and, if you elect to do so, you are under no obligation to complete all of them through our firm or a provider whom we may recommend.

Personal Trading

Our firm does not trade for its own account. Firm related persons may buy or sell securities similar to, or different from, those we recommend to clients for their accounts. A recommendation made to one client may be different in nature or in timing from a recommendation made to a different client. At no time, however, will our firm or any related party receive preferential treatment over our clients.

In an effort to reduce or eliminate certain conflicts of interest involving personal trading, our policy may require that we restrict or prohibit associates' transactions in specific reportable securities transactions. Any exceptions or trading pre-clearance must be approved by the firm's Chief Compliance Officer in advance of the transaction in an account, and we will maintain the required personal securities transaction records per current regulation.

Item 12 - Brokerage Practices

Factors Used to Select Broker-Dealers for Client Transactions

Wealth Gathering, LLC does not maintain physical custody of your assets (see Item 15). Your account must be maintained by a qualified custodian (generally a broker/dealer, bank or trust company) that is frequently reviewed for its capabilities to serve in that capacity by their respective industry regulatory authority. Our firm is not a custodian nor is there an affiliate that is a custodian.

When our firm is engaged to provide financial planning and investment consultation services, we will offer to use the service provider with whom your assets are currently maintained. Should you prefer a new service provider, we will provide a recommendation to you based on your need, overall costs, and ease of use.

Our firm prohibits non-cash compensation (termed "soft dollars" in certain jurisdictions), and will not "pay up" to receive additional services from a service provider.

We periodically conduct an assessment of any service provider we recommend, which generally involves a review of their range and quality of services, reasonableness of fees, among other items, and in comparison to their industry peers.

Best Execution

In light of the nature of the firm's services, it is believed "best execution" review obligations with regard to client transactions are not required under current industry guidelines.

Directed Brokerage

The firm does not require or engage in directed brokerage involving client accounts. Clients are free to use any particular service provider to execute their transactions and they are responsible for negotiating any terms or arrangements for their account. Our firm will not be obligated to conduct due diligence of the client's selected service provider, seek better execution services or prices from any provider, or aggregate client transactions for trade execution.

Aggregating Securities Transactions

Our firm is not engaged for continuous investment supervisory services; the firm does not have discretionary authority over an account and, therefore, aggregating ("batching") trades on behalf of

client accounts will not be conducted. Since your transactions are completed independently at a service provider of your choice, you may potentially pay more for your transaction than those accounts where trades have been aggregated.

Item 13 - Review of Accounts

Financial Planning and Investment Consultation Services

You may contact our firm for additional reviews when there are material changes that occur in your financial situation (i.e., loss of a job, early retirement, receipt of a significant bonus, an inheritance, the birth of a new child, or other circumstances).

Periodic financial check-ups or reviews are recommended if you are receiving our financial planning and investment consultation services, and we believe it is your responsibility to initiate these reviews. We recommend that they occur on an annual basis whenever practical.

Reviews will be conducted by your assigned financial planner and normally involve analysis and possible revision of your previous financial plan or investment allocation.

These reviews are generally under a new or amended agreement and will be assessed at our current hourly rate or fixed fee.

Content of Client Provided Reports and Frequency

You will receive account statements sent directly from mutual fund companies, transfer agents, custodians or brokerage companies where your investments are held. We urge you to carefully review these statements for accuracy and clarity, and to ask questions when something is not clear.

Our firm may provide portfolio reports if we are engaged to for periodic asset allocation or investment advice; we do not provide ongoing performance reporting under our engagements. Clients are urged to carefully review and compare account statements that they have received directly from their service provider with any report received from our firm.

Item 14 - Client Referrals and Other Compensation

Economic Benefit from External Sources and Potential Conflicts of Interest

Our firm does not receive economic benefit from an external source we may recommend to you.

Client Referrals

We do not engage in solicitation activities as defined by the Investment Advisers Act of 1940, as amended.

A firm associate may hold individual membership or serve on boards or committees of professional industry associations. Generally, participation in any of these entities require membership fees to be paid, adherence to ethical guidelines, as well as in meeting experiential and educational requirements. A benefit these entities may provide to the investing public is the availability of online search tools that allow interested parties (prospective clients) to search for individual participants within a selected state or region. These passive websites may provide means for interested persons to contact a participant via electronic mail, telephone number, or other contact information, in order to interview the participating

member. The public may also choose to telephone association staff to inquire about an individual within their area, and would receive the same or similar information. A portion of these participant's membership fees may be used so that their name will be listed in some or all of these entities' websites (or other listings).

Prospective clients locating our firm or an associate via these methods are not actively marketed by the noted associations. Clients who find us in this way do not pay more for their services than clients referred to us in another fashion, such as by another client. We do not pay these entities for prospective client referrals, nor is there a fee-sharing arrangement reflective of a solicitor engagement.

Item 15 - Custody

Your funds and securities will be maintained by an unaffiliated, qualified custodian that you select, such as a bank, broker-dealer, mutual fund company, or transfer agent, not with our firm or our associates.

In keeping with our policy of not having custody of our client funds or securities, we:

- Restrict our firm and associates from acting as trustee for or having general power of attorney over a client account;
- Do not accept or forward client securities (i.e., stock certificates) erroneously delivered to our firm;
- Are prohibited from having authority to withdraw securities or cash assets from a client investment account; and
- Will not collect fees of \$1,200 or more for services to be performed six months or more in advance.

You will be provided with transaction confirmations and summary account statements provided directly to you by your selected service provider. Typically, these statements are provided on a monthly or quarterly basis, or as transactions occur. They will be sent to the electronic mail (e-mail) or postal mailing address you provided to the provider. You should carefully review those statements promptly when you receive them. We will not create an account statement for you nor be the sole recipient of your statements.

You should carefully review and compare your account statements that you have received directly from your service provider with any report you may receive from our firm.

Item 16 - Investment Discretion

We will not act with any trading authority for those clients that have engaged our firm for its investment consultation services.

Item 17 - Voting Client Securities

Proxy Voting

Our firm does not vote proxies on your behalf nor do we provide guidance on the voting of proxies. You will maintain exclusive responsibility for directing the manner in which proxies solicited by issuers of securities that are beneficially owned by you shall be voted, as well as making all other elections relative to mergers, acquisitions, tender offers or other events pertaining to your holdings.

Other Corporate Actions

We will have no power, authority, responsibility, or obligation to take any action with regard to any claim or potential claim in any bankruptcy proceeding, class action securities litigation or other litigation or proceeding relating to securities held at any time in a client account, including, without limitation, to file proofs of claim or other documents related to such proceeding, or to investigate, initiate, supervise or monitor class action or other litigation involving client assets.

Receipt of Materials

You may receive proxies or other solicitations directly from your selected custodian or transfer agent. We do not forward copies of any correspondence relating to the voting of your securities, class action litigation, or other corporate actions.

Item 18 - Financial Information

Our firm and its management do not have a financial condition likely to impair our ability to meet our commitment to our clients, nor has the firm and its management been the subject of a bankruptcy petition at any time during the past 10 years.

Due to the nature of our firm's services and operational practices, an audited balance sheet is not required nor included in this brochure.

Item 19 – Requirements for State-Registered Advisers

This section is not applicable to our SEC-registered firm.

¹The **CERTIFIED FINANCIAL PLANNER™**, **CFP®** and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education - Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board’s studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor’s Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board’s financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination - Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one’s ability to correctly diagnose financial planning issues and apply one’s knowledge of financial planning to real world circumstances;
- Experience - Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics - Agree to be bound by CFP Board’s *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education - Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- Ethics - Renew an agreement to be bound by the *Standards of Professional Conduct*. The *Standards* prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board’s enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

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