

ACT WEALTH MANAGEMENT, LLC

SEC FILE NUMBER: 801 – 71924

**BROCHURE
DATED 2/20/2013**

**Contact: Ray Tanner, Chief Compliance Officer
7160 Dallas Parkway, Suite 230
Plano, Texas 75024
www.actwealthmanagement.com**

This Brochure provides information about the qualifications and business practices of ACT Wealth Management, LLC (“ACT Wealth”). If you have any questions about the contents of this Brochure, please contact us at (214) 618-2022 or rtanner@actwm.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 ACT Wealth Management, LLC also is available on the SEC’s website at www.adviserinfo.sec.gov.

References herein to ACT Wealth Management, LLC as a “registered investment adviser” or any reference to being “registered” does not imply a certain level of skill or training.

Item 2 Material Changes

There have been no material changes made to ACT Wealth Management, LLC's disclosure statement since its last Annual Amendment filing on February 28, 2012.

Item 3 Table of Contents

Item 1	Cover Page.....	1
Item 2	Material Changes.....	2
Item 3	Table of Contents.....	2
Item 5	Fees and Compensation	5
Item 6	Performance-Based Fees and Side-by-Side Management	6
Item 7	Types of Clients.....	6
Item 8	Methods of Analysis, Investment Strategies and Risk of Loss.....	6
Item 9	Disciplinary Information	7
Item 10	Other Financial Industry Activities and Affiliations	8
Item 11	Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.....	8
Item 12	Brokerage Practices	9
Item 13	Review of Accounts.....	11
Item 14	Client Referrals and Other Compensation.....	11
Item 15	Custody.....	11
Item 16	Investment Discretion.....	12
Item 17	Voting Client Securities.....	12
Item 18	Financial Information	12

Item 4 Advisory Business

- A. ACT Wealth is a limited liability company formed on September 2, 2010 in the State of Texas. ACT Wealth became registered as an Investment Adviser Firm in September 2010. ACT Wealth is owned, in equal part, by Daniel Archer, Ray Tanner and Brennan Cross, all Managing Members of the firm.
- B. As discussed below, ACT Wealth offers to its clients (individuals, business entities, trusts, estates and charitable organizations, etc.) investment advisory services, and, to the extent specifically requested by a client, financial planning and related consulting services.

INVESTMENT ADVISORY SERVICES

The client can engage ACT Wealth to provide discretionary and/or non-discretionary investment advisory services on a *fee-only* basis. ACT Wealth's annual investment advisory fee shall include investment advisory services, and, to the **extent specifically requested** by the client, financial planning and consulting services. In the event that the client requires extraordinary planning and/or consultation services (to be determined in the sole discretion of ACT Wealth), ACT Wealth may determine to charge for such additional services, the dollar amount of which shall be set forth in a separate written notice to the client.

MISCELLANEOUS

Non-Investment Consulting/Implementation Services. If requested by the client, ACT Wealth may provide consulting services regarding non-investment related matters, such as estate planning, tax planning, insurance, etc. Neither ACT Wealth, nor any of its representatives, serves as an attorney, accountant or insurance agent, and no portion of ACT Wealth's services should be construed as same. To the extent requested by a client, ACT Wealth may recommend the services of other professionals for certain non-investment implementation purposes (i.e. attorneys, accountants, insurance, etc.), including representatives of ACT Wealth in their separate registered/licensed capacities as discussed below. The client is under no obligation to engage the services of any such recommended professional. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from ACT Wealth.

Please Note: Inverse/Enhanced Market Strategies. ACT Wealth may utilize long and short mutual funds and/or exchange traded funds that are designed to perform in either an: (1) inverse relationship to certain market indices (at a rate of 1 or more times the inverse [opposite] result of the corresponding index) as an investment strategy and/or for the purpose of hedging against downside market risk; and (2) enhanced relationship to certain market indices (at a rate of 1 or more times the actual result of the corresponding index) as an investment strategy and/or for the purpose of increasing gains in an advancing market. There can be **no assurance** that any such strategy will prove profitable or successful. In light of these enhanced risks/rewards, a client may direct ACT Wealth, in writing, not to employ any or all such strategies for his/her/their/its accounts.

Please Note: Non-Discretionary Service Limitations. Clients that determine to engage ACT Wealth on a non-discretionary investment advisory basis **must be willing to accept** that ACT Wealth cannot effect any account transactions without obtaining prior verbal consent to any such transaction(s) from the client. Thus, in the event of a market correction during which the client is unavailable, ACT Wealth will be unable to effect any account transactions (as it would for its discretionary clients) **without first obtaining the client's verbal consent.**

Client Obligations. In performing its services, ACT Wealth shall not be required to verify any information received from the client or from the client's other professionals, and is expressly authorized to rely thereon. Moreover, each client is advised that it remains his/her/its responsibility to promptly notify ACT Wealth if there is ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising ACT Wealth's previous recommendations and/or services.

Disclosure Statement. A copy of ACT Wealth's written Brochure as set forth on Part 2A of Form ADV shall be provided to each client prior to, or contemporaneously with, the execution of the *Investment Advisory Agreement or Financial Planning and Consulting Agreement*.

- C. ACT Wealth shall provide investment advisory services specific to the needs of each client. Prior to providing investment advisory services, an investment adviser representative will ascertain each client's investment objective(s). Thereafter, ACT Wealth shall allocate and/or recommend that the client allocate investment assets consistent with the designated investment objective(s). The client may, at anytime, impose reasonable restrictions, in writing, on ACT Wealth's services.
- D. ACT Wealth does not participate in a wrap fee program.
- E. As of December 31, 2012, ACT Wealth had \$160,202,601 in assets under management on a discretionary basis.

Item 5 Fees and Compensation

- A. The client can determine to engage ACT Wealth to provide discretionary and/or non-discretionary investment advisory services on a negotiable *fee-only* basis.

INVESTMENT ADVISORY SERVICES

If a client determines to engage ACT Wealth to provide discretionary and/or non-discretionary investment advisory services on a *fee-only* basis, ACT Wealth's negotiable annual investment advisory fee shall be generally based upon a percentage (%) of the market value and type of assets placed under ACT Wealth's management (between negotiable and 1.50%), to be charged quarterly in advance, as follows:

Portfolios of and over \$1,000,000:

<u>Market Value of Portfolio</u>	<u>Annual % of Assets</u>
First \$1,000,000	1.00%
\$1,000,001 - \$3,000,000	0.80%
\$3,000,001 - \$5,000,000	0.60%
\$5,000,001 - \$10,000,000	0.40%
\$10,000,001 and over	0.25%

Portfolios under \$1,000,000:

<u>Market Value of Portfolio</u>	<u>Annual % of Assets</u>
First \$250,000	1.50%
\$250,001 - \$999,999	1.00%

ACT Wealth's annual investment advisory fee shall include investment advisory services, and, to the **extent specifically requested** by the client, financial planning and consulting services. In the event that the client requires extraordinary planning and/or consultation services (to be determined in the sole discretion of ACT Wealth), ACT Wealth may determine to charge for such additional services, the dollar amount of which shall be set forth in a separate written notice to the client.

- B. Clients may elect to have ACT Wealth's advisory fees deducted from their custodial account. Both ACT Wealth's *Investment Advisory Agreement* and the custodial/ clearing agreement may authorize the custodian to debit the account for the amount of ACT Wealth's investment advisory fee and to directly remit that management fee to ACT Wealth in compliance with regulatory procedures. In the limited event that ACT Wealth bills the client directly, payment is due upon receipt of ACT Wealth's invoice. ACT Wealth shall deduct fees and/or bill clients quarterly in advance, based upon the market value of the assets on the last business day of the previous quarter.
- C. As discussed below, unless the client directs otherwise or an individual client's circumstances require, ACT Wealth shall generally recommend that Charles Schwab & Company ("*Schwab*") serve as the broker-dealer/custodian for client investment management assets. Broker-dealers such as *Schwab* charge brokerage commissions and/or transaction fees for effecting certain securities transactions (i.e. transaction fees

are charged for certain no-load mutual funds, commissions are charged for individual equity and fixed income securities transactions). Clients will incur, in addition to ACT Wealth's investment management fee, brokerage commissions and/or transaction fees, and, relative to all mutual fund and exchange traded fund purchases, charges imposed at the fund level (e.g. management fees and other fund expenses).

- D. ACT Wealth's annual investment advisory fee shall be prorated and paid quarterly, in advance, based upon the market value of the assets on the last business day of the previous quarter. The *Investment Advisory Agreement* between ACT Wealth and the client will continue in effect until terminated by either party by written notice in accordance with the terms of the *Investment Advisory Agreement*. Upon termination, ACT Wealth shall refund the pro-rated portion of the advanced advisory fee paid based upon the number of days remaining in the billing quarter.
- E. Neither ACT Wealth, nor its representatives accept compensation from the sale of securities or other investment products.

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

Neither ACT Wealth, nor any supervised person of ACT Wealth, accepts performance-based fees.

Item 7 Types of Clients

ACT Wealth's clients shall generally include individuals, business entities, trusts, estates and charitable organizations. ACT Wealth generally requires a minimum asset level of \$500,000 for investment advisory services. However, ACT Wealth, in its sole discretion, may charge a lesser investment management fee and/or waive or reduce its minimum asset requirement 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.).

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

- A. ACT Wealth may utilize the following methods of security analysis:
- Charting - (analysis performed using patterns to identify current trends and trend reversals to forecast the direction of prices)
 - Fundamental - (analysis performed on historical and present data, with the goal of making financial forecasts)
 - Technical – (analysis performed on historical and present data, focusing on price and trade volume, to forecast the direction of prices)
 - Cyclical – (analysis performed on historical relationships between price and market trends, to forecast the direction of prices)

ACT Wealth may utilize the following investment strategies when implementing investment advice given to clients:

- Long Term Purchases (securities held at least a year)
- Short Term Purchases (securities sold within a year)
- Trading (securities sold within thirty (30) days)

Please Note: Investment Risk. Investing in securities involves risk of loss that clients should be prepared to bear. Different types of investments involve varying degrees of risk, and it should not be assumed that future performance of any specific investment or investment strategy (including the investments and/or investment strategies recommended or undertaken by ACT Wealth) will be profitable or equal any specific performance level(s).

- B. ACT Wealth's methods of analysis and investment strategies do not present any significant or unusual risks.

However, every method of analysis has its own inherent risks. To perform an accurate market analysis ACT Wealth must have access to current/new market information. ACT Wealth has no control over the dissemination rate of market information; therefore, unbeknownst to ACT Wealth, certain analyses may be compiled with outdated market information, severely limiting the value of ACT Wealth's analysis. Furthermore, an accurate market analysis can only produce a forecast of the direction of market values. There can be no assurances that a forecasted change in market value will materialize into actionable and/or profitable investment opportunities.

ACT Wealth's primary investment strategies - Long Term Purchases, Short Term Purchases, and Trading - are fundamental investment strategies. However, every investment strategy has its own inherent risks and limitations. For example, longer term investment strategies require a longer investment time period to allow for the strategy to potentially develop. Shorter term investment strategies require a shorter investment time period to potentially develop but, as a result of more frequent trading, may incur higher transactional costs when compared to a longer term investment strategy. Trading, an investment strategy that requires the purchase and sale of securities within a thirty (30) day investment time period, involves a very short investment time period but will incur higher transaction costs when compared to a short term investment strategy and substantially higher transaction costs than a longer term investment strategy.

- C. Currently, ACT Wealth primarily allocates client investment assets among various individual equity and fixed income securities, mutual funds and/or exchange traded funds ("ETFs") (including inverse ETFs and/or mutual funds that are designed to perform in an inverse relationship to certain market indices), on a discretionary and non-discretionary basis in accordance with the client's designated investment objective(s).

Item 9 Disciplinary Information

ACT Wealth has not been the subject of any disciplinary actions.

Item 10 Other Financial Industry Activities and Affiliations

- A. Neither ACT Wealth, nor its representatives, are registered or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.
- B. Neither ACT Wealth, nor its representatives, are registered or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or a representative of the foregoing.
- C. Neither ACT Wealth, nor its representatives have any arrangements that would be material to its advisory business or to its clients.
- D. ACT Wealth does not receive, directly or indirectly, compensation from investment advisors that it recommends or selects for its clients.

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

- A. ACT Wealth maintains an investment policy relative to personal securities transactions. This investment policy is part of ACT Wealth's overall Code of Ethics, which serves to establish a standard of business conduct for all of ACT Wealth's representatives that is based upon fundamental principles of openness, integrity, honesty and trust, a copy of which is available upon request.

In accordance with Section 204A of the Investment Advisers Act of 1940, ACT Wealth also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by ACT Wealth or any person associated with ACT Wealth.

- B. Neither ACT Wealth nor any related person of ACT Wealth recommends, buys, or sells for client accounts, securities in which ACT Wealth or any related person of ACT Wealth has a material financial interest.
- C. ACT Wealth and/or representatives of ACT Wealth *may* buy or sell securities that are also recommended to clients. This practice may create a situation where ACT Wealth and/or representatives of ACT Wealth are in a position to materially benefit from the sale or purchase of those securities. Therefore, this situation creates a potential conflict of interest. Practices such as "scalping" (i.e., a practice whereby the owner of shares of a security recommends that security for investment and then immediately sells it at a profit upon the rise in the market price which follows the recommendation) could take place if ACT Wealth did not have adequate policies in place to detect such activities. In addition, this requirement can help detect insider trading, "front-running" (i.e., personal trades executed prior to those of ACT Wealth's clients) and other potentially abusive practices.

ACT Wealth has a personal securities transaction policy in place to monitor the personal securities transactions and securities holdings of each of ACT Wealth's "Access Persons". ACT Wealth's securities transaction policy requires that an Access Person of ACT Wealth must provide the Chief Compliance Officer or his/her designee with a

written report of their current securities holdings within ten (10) days after becoming an Access Person. Additionally, each Access Person must provide the Chief Compliance Officer or his/her designee with a written report of the Access Person's current securities holdings at least once each twelve (12) month period thereafter on a date ACT Wealth selects; provided, however that at any time that ACT Wealth has only one Access Person, he or she shall not be required to submit any securities report described above.

- D. ACT Wealth and/or representatives of ACT Wealth *may* buy or sell securities, at or around the same time as those securities are recommended to clients. This practice creates a situation where ACT Wealth and/or representatives of ACT Wealth are in a position to materially benefit from the sale or purchase of those securities. Therefore, this situation creates a potential conflict of interest. As indicated above in Item 11.C, ACT Wealth has a personal securities transaction policy in place to monitor the personal securities transaction and securities holdings of each of ACT Wealth's Access Persons.

Item 12 Brokerage Practices

- A. In the event that the client requests that ACT Wealth recommend a broker-dealer/custodian for execution and/or custodial services (exclusive of those clients that may direct ACT Wealth to use a specific broker-dealer/custodian), ACT Wealth generally recommends that investment management accounts be maintained at *Schwab*. Prior to engaging ACT Wealth to provide investment management services, the client will be required to enter into a formal *Investment Advisory Agreement* with ACT Wealth setting forth the terms and conditions under which ACT Wealth shall manage the client's assets, and a separate custodial/clearing agreement with each designated broker-dealer/custodian.

Factors that ACT Wealth considers in recommending *Schwab* (or any other broker-dealer/custodian to clients) include historical relationship with ACT Wealth, financial strength, reputation, execution capabilities, pricing, research, and service. Although the commissions and/or transaction fees paid by ACT Wealth's clients shall comply with ACT Wealth's duty to obtain best execution, a client may pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where ACT Wealth determines, in good faith, that the commission/transaction fee is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although ACT Wealth will seek competitive rates, it may not necessarily obtain the lowest possible commission rates for client account transactions. The brokerage commissions or transaction fees charged by the designated broker-dealer/custodian are exclusive of, and in addition to, ACT Wealth's investment management fee. ACT Wealth's best execution responsibility is qualified if securities that it purchases for client accounts are mutual funds that trade at net asset value as determined at the daily market close.

- 1. Research and Additional Benefits

Although not a material consideration when determining whether to recommend that a client utilize the services of a particular broker-dealer/custodian, ACT Wealth may receive from *Schwab* (or another broker-dealer/custodian) without cost (and/or at a

discount) support services and/or products, certain of which assist ACT Wealth to better monitor and service client accounts maintained at such institutions. Included within the support services that may be obtained by ACT Wealth may be investment-related research, pricing information and market data, software and other technology that provide access to client account data, compliance and/or practice management-related publications, discounted or gratis consulting services, discounted and/or gratis attendance at conferences, meetings, and other educational and/or social events, marketing support, computer hardware and/or software and/or other products used by ACT Wealth in furtherance of its investment advisory business operations.

As indicated above, certain of the support services and/or products that *may* be received may assist ACT Wealth in managing and administering client accounts. Others do not directly provide such assistance, but rather assist ACT Wealth to manage and further develop its business enterprise.

ACT Wealth's clients do not pay more for investment transactions effected and/or assets maintained at *Schwab* as a result of this arrangement. There is no corresponding commitment made by ACT Wealth to *Schwab* or any other entity to invest any specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as a result of the above arrangement.

ACT Wealth's Chief Compliance Officer, Ray Tanner, remains available to address any questions that a client or prospective client may have regarding the above arrangement and any corresponding perceived conflict of interest such arrangement may create.

2. ACT Wealth does not receive referrals from broker-dealers.
3. ACT Wealth does not generally accept directed brokerage arrangements (when a client requires that account transactions be effected through a specific broker-dealer). In such client directed arrangements, the client will negotiate terms and arrangements for their account with that broker-dealer, and ACT Wealth will not seek better execution services or prices from other broker-dealers or be able to "batch" the client's transactions for execution through other broker-dealers with orders for other accounts managed by ACT Wealth. As a result, client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case.

Please Note: In the event that the client directs ACT Wealth to effect securities transactions for the client's accounts through a specific broker-dealer, the client correspondingly acknowledges that such direction may cause the accounts to incur higher commissions or transaction costs than the accounts would otherwise incur had the client determined to effect account transactions through alternative clearing arrangements that may be available through ACT Wealth.

ACT Wealth's Chief Compliance Officer, Ray Tanner, remains available to address any questions that a client or prospective client may have regarding the above arrangement.

Item 13 Review of Accounts

- A. For those clients to whom ACT Wealth provides investment supervisory services, account reviews are conducted on an ongoing basis by ACT Wealth's Principals and representatives. All investment supervisory clients are advised that it remains their responsibility to advise ACT Wealth of any changes in their investment objectives and/or financial situation. All clients (in person or via telephone) are encouraged to review financial planning issues (to the extent applicable), investment objectives and account performance with ACT Wealth on an annual basis.
- B. ACT Wealth *may* conduct account reviews on an other than periodic basis upon the occurrence of a triggering event, such as a change in client investment objectives and/or financial situation, market corrections and client request.
- C. Clients are provided, at least quarterly, with written transaction confirmation notices and regular written summary account statements directly from the broker-dealer/custodian and/or program sponsor for the client accounts. ACT Wealth may also provide a written periodic report summarizing account activity and performance.

Item 14 Client Referrals and Other Compensation

- A. As referenced in Item 12.A.1 above, ACT Wealth may receive an indirect economic benefit from *Schwab*. ACT Wealth, without cost (and/or at a discount), may receive support services and/or products from *Schwab*.

ACT Wealth's clients do not pay more for investment transactions effected and/or assets maintained at *Schwab* as a result of this arrangement. There is no corresponding commitment made by ACT Wealth to *Schwab* or any other entity to invest any specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as a result of the above arrangement.

ACT Wealth's Chief Compliance Officer, Ray Tanner, remains available to address any questions that a client or prospective client may have regarding the above arrangement and any corresponding perceived conflict of interest any such arrangement may create.

- B. Neither ACT Wealth, nor related persons of ACT Wealth, compensates non-supervised persons for client referrals.

Item 15 Custody

ACT Wealth shall have the ability to have its advisory fee for each client debited by the custodian on a quarterly basis. Clients are provided, at least quarterly, with written transaction confirmation notices and regular written summary account statements directly from the broker-dealer/custodian and/or program sponsor for the client accounts. ACT Wealth may also provide a written periodic report summarizing account activity and performance.

Clients who have their advisory fees debited directly from their custodial accounts are urged to compare any written statement provided by ACT Wealth with the account statements received from the account custodian to ensure that the proper advisory fee has been deducted from their custodial account. **Please also note** that the account custodian does not verify the accuracy of the advisory fee calculation.

Item 16 Investment Discretion

The client can determine to engage ACT Wealth to provide investment advisory services on a discretionary basis. Prior to ACT Wealth assuming discretionary authority over a client's account, the client shall be required to execute *Investment Advisory Agreement*, naming ACT Wealth as the client's attorney and agent in fact, granting ACT Wealth full authority to buy, sell, or otherwise effect investment transactions involving the assets in the client's name found in the discretionary account.

Clients who engage ACT Wealth on a discretionary basis may, at anytime, impose restrictions, **in writing**, on ACT Wealth's discretionary authority. (i.e. limit the types/amounts of particular securities purchased for their account, exclude the ability to purchase securities with an inverse relationship to the market, limit or proscribe ACT Wealth's use of margin, ect).

Item 17 Voting Client Securities

- A. ACT Wealth does not vote client proxies. Clients maintain exclusive responsibility for: (1) directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted, and (2) making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the client's investment assets.
- B. Clients will receive their proxies or other solicitations directly from their custodian. Clients may contact ACT Wealth to discuss any questions they may have with a particular solicitation.

Item 18 Financial Information

- A. ACT Wealth does not solicit fees of more than \$1,200, per client, six months or more in advance.
- B. ACT Wealth is unaware of any financial condition that is reasonably likely to impair its ability to meet its contractual commitments relating to its discretionary authority over certain client accounts.
- C. ACT Wealth has not been the subject of a bankruptcy petition.

ANY QUESTIONS: ACT Wealth's Chief Compliance Officer, Ray Tanner, remains available to address any questions that a client or prospective client may have regarding the above disclosures and arrangements.