

## Part 2A of Form ADV: *Firm Brochure*

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**This brochure provides information about the qualifications and business practices of Financial Guard, LLC (hereinafter “FG” or “firm” or “we”). If you have any questions about the contents of this brochure, please contact us at (917) 273-4706 or at [support@financialguard.com](mailto:support@financialguard.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 Financial Guard is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can search this site by a unique identifying number, known as a CRD number. The CRD number for FG is 156059.**



**Financial Guard**

## **Item 2. Summary of Material Changes**

Since our Brochure updated as of April 2012, we have made the following material changes to this Brochure:

Item 1: We have changed our Corporate Headquarters address.

Item 5: We have provided greater clarity and detail on how Financial Guard will be compensated for our investment advice services.

Item 11: James Rex Ivie (Employee of Financial Guard), referenced in Item 11 as our Chief Compliance Officer has taken a leave of absence from the organization.

We have made additional non-material changes throughout the Brochure to more clearly describe Financial Guard's product and service.

### **Item 3. Table of Contents**

<b>Item</b>	<b>Section</b>	<b>Page Number</b>
1.	Cover Page	1
2.	Material Changes	2
3.	Table of Contents	3
4.	Advisory Business	4
5.	Fees and Compensation	5
6.	Performance-Based Fees and Side-by-Side Management	7
7.	Types of Clients	7
8.	Methods of Analysis, Investment Strategies and Risk of Loss	7
9.	Disciplinary Information	9
10.	Other Financial Industry Activities and Affiliations	10
11.	Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	11
12.	Brokerage Practices	13
13.	Review of Accounts	13
14.	Client Referrals and Other Compensation	14
15.	Custody	14
16.	Investment Discretion	14
17.	Voting Client Securities	14
18.	Financial Information	14

## **Item 4. Advisory Business**

Financial Guard is an online fee-based registered investment adviser which provides investment advice to all of its subscribers, regardless of asset size or sophistication level, exclusively through an interactive website. Our investment recommendations are not limited to any specific product or service offered by a broker dealer or insurance company and our investment analysis and advice primarily includes recommendations regarding no-load or load-waived mutual funds and exchange-traded funds (ETFs).

The firm is registered with the SEC pursuant to Rule 203A-2(f) of the Investment Advisors Act of 1940. Our principal place of business is located in Salt Lake City, Utah. We have been in business since 2011, with James Wentworth Jenkins, Cary Porter Jenkins, Bradley Boyd Hansen, and Cherokee & Walker Fund LLC, as direct owners and James Wentworth Jenkins as Managing Member of the firm.

As of June 1, 2013, we did not have any discretionary assets under management.

Financial Guard provides investment advice to subscribers using model asset allocation portfolios. Each model portfolio is designed to meet a particular investment goal. Through this program, Financial Guard has the ability to aggregate a user's investment accounts and provide a holistic asset allocation across all of the user's investment accounts based on the personal risk profile of the user.

By administering a web-based interactive questionnaire that determines a risk profile based on a subscriber's goals, objectives, and circumstances, our system determines which model portfolio is suitable for each subscriber. Once the suitability of the model portfolio has been determined, the subscriber is advised based on the model portfolio's objectives. Nevertheless, subscribers have the opportunity to place reasonable restrictions on the types of investments held in their portfolio, and the subscriber's portfolio will be advised according to the subscriber's stated

objectives (i.e., maximum capital appreciation, growth, income, or growth and income), as well as tax considerations. These restrictions are captured and monitored through our web-based system.

All investment advice is based on information gathered solely through our interactive website, and is dispensed exclusively through our interactive website, or through communications such as email or texts generated by the interactive website.

Financial Guard monitors the subscriber's account on an ongoing basis, and will make investment recommendations for rebalancing purposes, based on the subscriber's previously completed risk profile and the corresponding portfolio selected by our web-based system, to ensure they remain on track with their targeted allocation. Subscribers are responsible for the implementation of any or all of our investment recommendations, but are under no obligation to follow any of our recommendations. Subscribers 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 subscriber's portfolio continues to be advised in a manner suitable to the subscriber's financial circumstances, we maintain subscriber suitability information in our system. While subscribers may change their profile information at any time, we contact subscribers through our interactive website on a quarterly basis to request updated information regarding the subscriber's financial situation and investment objectives and whether the subscriber wishes to impose or modify existing investment restrictions.

## **Item 5. Fees and Compensation**

Our fees for investment advice are typically charged as a flat monthly fee of \$15.95 per month per subscriber and will not exceed \$250.00 per year for any individual. Options for subscribers include advice on a single account such as a 401(k) plan or on an unlimited number of investment accounts within the same household.

We reserve the right to offer discount pricing through employers (retirement plan sponsors) or strategic partners, and to change these programs and/or fees at any time, but will honor pre-paid fees.

Financial Guard reserves the right to run promotions or introduce discounts to our standard subscription rates from time to time.

#### Fees in General:

Unless otherwise agreed, we charge an individual subscriber's credit card of record for fees totaling up to twelve months of service in advance.

If the client is an employer or other corporate entity, Financial Guard may invoice fees totaling up to six months of service in advance. Our fees and account minimums are not negotiable.

We may group certain related subscriber accounts for the purposes of determining the account size.

#### Account Termination:

Users may cancel their subscription to Financial Guard at any time after the initial subscription. The cancellation for any reason will take effect at the end of the current billing cycle and prorated refunds will not be provided to the user.

#### 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 generally include a management fee, other fund expenses, and a possible distribution fee. Subscribers can invest in mutual funds or ETFs directly, without the services of our firm. In that case, subscribers would not receive our services that are designed to assist the subscriber in determining which mutual funds or ETFs are most appropriate for them based on their financial condition and objectives.

Accordingly, in order to evaluate the advisory services we provide, subscribers should review both the fees charged by the funds and ETFs, as well as the fees charged by Financial Guard to fully understand the total amount of fees being paid for the services being provided.

In addition to the advisory fees paid to our firm, subscribers are also responsible for all transaction, brokerage, and custodian 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**

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

## **Item 7. Types of Clients**

Our firm generally provides advisory services to individuals directly, or to individuals via an employer (retirement plan sponsor) or strategic partner.

We require a minimum account size of \$1,000 of assets under advisement.

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

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

### **Asset Allocation Selection:**

Rather than focusing primarily on securities selection, we attempt to identify an appropriate ratio of equity, fixed income, alternatives and cash suitable to the subscriber's investment goals and risk tolerance. Financial Guard's approach to building investment portfolios is based primarily on the principles of Modern Portfolio Theory. Fundamentally, these investment portfolios consist of 4 main Categories consisting of 13 distinct Asset Classes.

A risk of asset allocation is that the subscriber 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 subscriber's goals.

#### 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 funds in the subscriber's portfolio. We also monitor the funds or ETFs in an attempt to determine if they are continuing to follow their stated investment strategy.

As in all securities analysis, a risk of mutual fund and/or ETF analysis is that 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 subscriber may purchase the same security, increasing the risk to the subscriber 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 subscriber's portfolio.

#### Risks for all Forms of Analysis:

Our securities analysis method relies on the assumption that the companies whose securities we recommend for purchase and sale, the rating agencies that review these securities, and other 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 formulate investment advice given to subscribers:



#### Long-Term Purchases:

We typically advise subscribers to purchase securities with the intention of holding them for a year or longer. We may do this because we believe the securities to be currently undervalued. We may do this because we recommend 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, the subscriber may not take advantage of potential short-term gains that could be profitable. Moreover, if our analysis is incorrect, a security may decline sharply in value before we advise the subscriber to sell the security.

#### Short-Term Purchases:

Infrequently, we may also advise subscribers to purchase securities with the intent 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 recommend.

A risk in a short-term purchase strategy is that, should the anticipated price swing not materialize, the subscriber is 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.

***Subscribers should understand that investing in any security, including mutual funds and ETFs, involves a risk of loss of both income and principal.***

### **Item 9. Disciplinary Information**

None of our management team has been subject to any disciplinary events.

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

James Jenkins, Member of the Board of Directors of Financial Guard, is also separately employed as owner and Chairman of the Board of Cherokee & Walker, a private equity firm specializing in acquisitions, private investments and real estate development. Our subscribers will not be solicited to invest in this entity.

We endeavor at all times to put the interest of our subscribers 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 subscribers the existence of all material conflicts of interest;
2. We disclose to subscribers that they are not obligated to purchase any additional services from our firm or its employees;
3. We may have agreements in place that include a revenue sharing provision that allows a portion of our fees to be retained by or paid to strategic partners in recognition of their role in facilitating the provision of our services to their members, clients, or customers;
4. We collect, maintain and document accurate, complete and relevant subscriber background information, including the subscriber's financial goals, objectives and risk tolerance.
5. Management conducts regular reviews of the algorithms and methods used by our system to monitor each subscriber account and to verify that all recommendations made to each subscriber are suitable to the subscriber's needs and circumstances;

6. We require that our employees seek prior approval for any outside employment activity so that we may ensure that any potential conflicts of interest 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; and
8. 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 subscribers.

## **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. 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 subscribers and prospective subscribers upon request to Kevin Pohmer, President, 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 subscribers 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 subscriber. 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.

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 subscriber.
2. It is the express policy of our firm that no person employed by us may purchase or sell any security prior to that security being made available as part of a model being recommended to clients for an advisory account, therefore, preventing such employees from benefiting from advice given to subscribers.
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 Kevin Pohmer, President – Chief Compliance Officer.
4. We emphasize the unrestricted right of the subscriber to decline to implement any advice rendered.
5. All of our principals and employees must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
6. Any individual not in observance of the above may be subject to disciplinary action or termination.

## **Item 12. Brokerage Practices**

Financial Guard does not execute transactions so we do not recommend broker dealers. Financial Guard does not have the authority or ability to negotiate commissions among various brokers. 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 by subscribers. Subscribers must select their own broker dealer and execute their own securities transactions.

For subscribers in need of brokerage or custodial services, Financial Guard maintains, but does not recommend, a list of several unaffiliated broker dealers that may provide low or no cost trades for some or all of the securities that we recommend. Financial Guard does not evaluate these broker dealers on any criteria except their ability to provide low or no cost trades on the securities that we recommend. The maintenance of this list is consistent with our fiduciary duty to our subscribers.

*Subscribers are under no obligation to effect trades through any particular broker dealer.*

## **Item 13. Review of Accounts**

Under the algorithms and methodologies continuously monitored and updated by Financial Guard's Investment Committee, our proprietary technological platform monitors the underlying securities in subscriber accounts and performs reviews of account holdings for all subscribers at least quarterly. Accounts are reviewed in the context of the investment objectives and guidelines of the model portfolio, as well as any investment restrictions provided by the subscriber.

In addition to the monthly/quarterly statements and confirmations of transactions that subscribers receive from their broker dealer, our firm provides quarterly holdings and/or performance reports. Financial Guard will also provide weekly investment updates via email and/or text to subscribers.

## **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 subscribers and does not compensate anyone for subscriber referrals.

## **Item 15. Custody**

Financial Guard does not have custody of our subscriber's investment funds. Subscriber's investment funds are held under custody of the investment custodian chosen by the subscriber.

## **Item 16. Investment Discretion**

Because Financial Guard does not execute trades or implement advice, we do not accept investment discretion of any kind from subscribers. Subscribers are responsible for executing their own trades and implementing the advice we provide them.

## **Item 17. Voting Client Securities**

As a matter of policy, our firm does not vote proxies on behalf of subscribers nor offer consulting or assistance on proxies. Subscribers will receive their proxies and other solicitations directly from their custodian or transfer agent and retain sole responsibility for voting. We do not advise or act on behalf of subscribers in legal proceedings involving companies whose securities are held in the subscribers' account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements.

## **Item 18. Financial Information**

Financial Guard does not require prepayment of fees longer than six months in advance of services rendered for an individual subscriber.

At this time, there are no financial conditions that would impair Financial Guard's ability to meet all contractual commitments to our clients.