



FORM ADV PART 2A DISCLOSURE BROCHURE

Prepared in compliance with The Investment Advisers Act of 1940 Rule 204-3(A)

Office Address:

3300 Edinborough Way, Suite 610, Edina, MN 55435

Tel: 952-885-9088 Fax: 952-887-2949

Website: www.Birchwoodfp.com

This brochure provides information about the qualification and business practices of Birchwood Financial Partners, Inc. Being registered as a registered investment adviser does not imply a certain level of skill or training. If you have any questions about the contents of this brochure, please contact us at: 952.885.9088

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 Birchwood (CRD #169962) is available on the SEC's website at www.adviserinfo.sec.gov

Item 2: Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually or when material changes occur since the previous release of the Firm Brochure.

Material Changes since the Last Update

Since the last filing of this brochure on March 11, 2014, we have added language to disclose our relationship as a solicitor and we have updated our client assets under management.

Full Brochure Available

This Firm Brochure being delivered is the complete brochure for the Firm.

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Item 4: Advisory Business

Firm Description

Birchwood Financial Partners, Inc. formerly Kramer Lothrop Brewer Financial, Inc. ("Birchwood", "We", "Our") has been in business since 1990 and became a Securities and Exchange Commission registered investment advisory firm in 2014. The firm is owned by Kay Kramer, Dana Brewer, Bridget Handke, Damian Winther and Steve Dixon.

Birchwood provides personalized confidential financial planning and investment management primarily to individuals and couples.

We provide a personalized financial planning process that empowers clients to align their financial resources with their goals and values. Our commitment is to give the support and encouragement our clients need to pursue their lifetime goals and live out their dreams.

Our goal is to improve our clients' lives by providing caring, knowledgeable financial advice and solutions which help them seek their lifetime goals and aspirations. We believe that values make a difference and your interests always come first. Our relationship with you is based on integrity, trust and empowerment. Your unique circumstances are the context of any advice we offer.

Birchwood is a fee based financial planning and investment management firm. Some of the investment advisor representatives of Birchwood are licensed as insurance agents. Although they no longer will be writing new business, they may receive renewal commissions on previous products sold. Any renewal commissions received will be donated to charity.

Birchwood does not act as a custodian of client assets.

An evaluation of each client's initial situation is provided to the client, often in the form of a financial plan, summary of assets, investment analysis or similar document. Periodic reviews are also communicated to provide reminders of the specific courses of action that need to be taken. More frequent reviews occur but are not necessarily communicated to the client unless immediate changes are recommended.

Other professionals (e.g., lawyers, accountants, tax preparers, insurance agents, etc.) are engaged directly by the client on an as-needed basis and may charge fees of their own. Conflicts of interest will be disclosed to the client in the event they should occur.

Types of Advisory Services

Birchwood provides investment advisory services, also known as asset management services and furnishes financial planning and consulting.

ASSET MANAGEMENT

Birchwood provides custom management of portfolios, on a discretionary and non-discretionary basis, according to the client's needs. Birchwood will offer clients ongoing portfolio management services through determining individual investment goals, time horizons, objectives, and risk tolerance. Investment strategies, investment selection, asset allocation, portfolio monitoring and the overall investment program will be based on the above factors.

Discretionary - When the client provides Birchwood discretionary authority the client will sign a limited trading authorization or equivalent. Birchwood will have the authority to execute transactions in the account without seeking client approval on each transaction.

Non-discretionary - When the client elects to use Birchwood on a non-discretionary basis, Birchwood will determine the securities to be bought or sold and the amount of the securities to be bought or sold. However, Birchwood will obtain prior client approval on each and every transaction before executing any transactions.

ASSETS HELD AWAY

Birchwood offers discretionary and non-discretionary asset management services to individuals on their qualified plans. Birchwood will work with individuals on determining their individual investment goals, time horizons, objectives, and risk tolerance. Investment strategies, investment selection, and asset allocation are based on the above factors. The final decision on any trade aggregation will be up to the individual client. The accounts will be monitored on a quarterly basis, unless requested otherwise by client.

SUB-MANAGER ARRANGEMENT

Birchwood may from time to time enter into sub-manager agreements with other Registered Investment Advisors by which Birchwood will pay a fee to that firm for managing a portion of the client's assets. The sub-manager will work directly with Birchwood giving advice and recommendations on certain investment strategies. This arrangement in no way alters the relationship with the client and Birchwood.

SOLICITOR

Birchwood solicits the services of Third Party Money Managers ("TPM") to manage client accounts. In such circumstances, Birchwood receives solicitor fees from the Third Party Manager. Birchwood acts as the liaison between the client and the TPM. Birchwood helps the client complete the necessary paperwork of the TPM, provides ongoing services to the client, will provide the TPM with any changes in client status as provided to Birchwood by the client and review the quarterly statements provided by the TPM. Birchwood will deliver the Form ADV Part 2, Privacy Notice and Solicitors Disclosure Statement of the TPM.

FINANCIAL PLANNING

If financial planning services are applicable, the client will compensate Birchwood on either an hourly fee or fixed fee basis described in detail under the "Fees and Compensation" section of this brochure. In a financial plan, the areas include, but are not limited to, a review of applicable topics such as investments analysis, income and cash flow analysis, retirement planning, budget planning, tax planning and college and education planning.

If a conflict of interest exists between the interests of the investment advisor and the interests of the client, the client is under no obligation to act upon the recommendation. If the client elects to act on any of the recommendations, the client is under no obligation to effect the transaction through Birchwood. Financial plans will be completed and delivered inside of one hundred and twenty (120) days.

FINANCIAL CONSULTING

Birchwood offers financial consulting on an hourly rate. Consulting services may include matters such as investments analysis, income and cash flow analysis, retirement planning, budget planning, tax planning and college and education planning. Consulting services may or may not include a written plan.

Client Tailored Services and Client Imposed Restrictions

The goals and objectives for each client are documented in our client files. Investment strategies are created that reflect the stated goals and objective. Clients may impose restrictions on investing in certain securities or types of securities.

Agreements may not be assigned without written client consent.

Wrap Fee Programs

Birchwood also offers a wrap fee program under the Form ADV Part 2A, Appendix 1. When utilizing the wrap fee program for a client, the client will receive the Form ADV Part 2, Appendix 1 in lieu of the Form ADV Part 2A.

Client Assets under Management

As of May 19, 2014, Birchwood has approximately \$120,472,211 client assets under management on a discretionary basis and approximately \$4,507,259 on a non-discretionary basis.

Item 5: Fees and Compensation

Method of Compensation and Fee Schedule

Birchwood bases its fees on a percentage of assets under management, hourly charges and fixed fees.

ASSET MANAGEMENT

Birchwood offers discretionary or non-discretionary direct asset management services to advisory clients. Fees for these services will be based on a percentage of Assets Under Management as follows:

Portfolio Value		Maximum Annual Fee*	Maximum Quarterly Fee
First \$	Zero	1.50%	.3750%
Next \$	250,000	1.50%	.3750%
Next \$	500,001	1.25%	.3125%
Next \$	1,000,001	1.00%	.2500%
Next \$	5,000,001	0.75%	.1875%
	Over		

*The fee schedule is a blended schedule whereas when the portfolio value reaches the next threshold, the assets above the threshold are charged the lower percentage.

The annual fee may be negotiable. Accounts within the same household may be combined for a reduced fee. Fees are billed quarterly in advance based on the amount of assets managed as of the last day of the previous quarter. Accounts opened within a given quarter are charged at the start of the first full quarter.

All quarterly fees are deducted from the account by the custodian unless other arrangements have been made in writing. When the fee is deducted from the account, it will be reflected in the custodian statement. If a client elects to pay Birchwood directly by check, Birchwood will provide the client with an invoice disclosing the fee and how it was calculated. Lower fees for comparable services may be available from other sources. Clients may terminate their account within five (5) business days of signing the Investment Advisory Agreement for a full refund. Clients may terminate advisory services with written notice. If a client closes the account at any time other than the last day of the quarter, the client will be entitled to a pro rata refund for the days service was not provided in the final quarter.

If any increase in fees occurs, the client will acknowledge the increase by signing an amended agreement.

SUB-MANAGER ARRANGEMENT

Birchwood will pay the sub-manager a portion of the fees charged to the client for assets under management. The client will pay no additional fees when a sub-manager is used.

SOLICITOR FEES

Birchwood may at times use the services of TPMs and receive a solicitor fee for referring clients. Birchwood will be paid a portion of the advisory fee paid to the TPM. Clients will be billed in accordance with the fee schedule of the TPM selected.

ASSETS HELD AWAY

Fees for these services will be based on a percentage of Assets Under Management. The annual fee will not exceed 2%. Fees will be paid in advance every quarter. Client will be provided an invoice at the beginning of the first full quarter payable within ten (10) days of receipt. Clients may choose to pay Birchwood directly or have the amount deducted from another account managed by Birchwood. Clients may terminate their account within five (5) business days for a full refund and no obligation. For termination after five (5) business days, client will be entitled to a pro-rata refund based on the number of days account was not managed.

FINANCIAL PLANNING FEES

Birchwood charges either a maximum hourly fee of \$300 or fixed fee ranging between \$1,000 and \$10,000 for financial planning. Prior to the planning process the client will be provided an estimated plan fee. Client will pay the fee upon delivery of the completed plan. Services are completed and delivered inside of one hundred and twenty (120) days. Client may cancel within five (5) business days of signing Agreement with no obligation. If the client cancels after five (5) business days, any unpaid earned fees will be due to Birchwood.

FINANCIAL CONSULTING FEES

Financial consulting services are offered on a maximum hourly rate of \$300 based on complexity and unique client needs. The payment is due upon completion of the services outlined in the Financial Consulting Agreement. Client may terminate the Agreement within five (5) business days without obligation. If the client cancels after five (5) business days, any unpaid earned fees will be due to Birchwood.

Additional Client Fees Charged

Custodians may charge transaction fees on purchases or sales of certain securities. These charges may include transactions fees, postage and handling and miscellaneous fees (fee levied to recover costs associated with fees assessed by self-regulatory organizations). These transaction charges are usually small and incidental to the purchase or sale of a security. The selection of the security is more important than the nominal fee that the custodian charges to buy or sell the security.

Birchwood, in its sole discretion, may waive its minimum fee and/or charge a lesser investment advisory fee based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with clients, etc.).

For more details on the brokerage practices, see Item 12 of this brochure.

Prepayment of Client Fees

Birchwood does not require prepayment of fees of more than \$1200 per client and six months or more in advance.

External Compensation for the Sale of Securities to Clients

Birchwood does not receive any external compensation for the sale of securities to clients, nor do any of the investment adviser representatives of Birchwood.

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

Sharing of Capital Gains

Fees are not based on a share of the capital gains or capital appreciation of managed securities.

Birchwood does not use a performance-based fee structure because of the conflict of interest. Performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to the client.

Item 7: Types of Clients

Description

Birchwood generally provides investment advice to individuals and couples. Client relationships vary in scope and length of service.

Account Minimums

Birchwood requires a minimum of \$500,000 to become a client. Birchwood reserves the right to waive the minimum and accept accounts with lesser assets at its discretion.

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

Methods of Analysis

Investing in securities involves risk of loss that clients should be prepared to bear. Past performance is not a guarantee of future returns. The methods of analysis, tools and strategies utilized by Birchwood may include any of the following:

Fundamental analysis involves evaluating a stock using real data such as company revenues, earnings, return on equity, and profit margins to determine underlying value and potential growth. Fundamental analysis may involve interest rate risk, market risk, business risk, and financial risk.

Cyclical analysis involves analyzing the cycles of the market. Cyclical analysis involves inflation risk, market risk, and currency risk.

Behavioral Finance proposes psychology-based theories to explain stock market anomalies. It assumes the information structure and the characteristics of market participants systematically influence the investment decisions of individuals as well as the market outcomes.

Modern Portfolio Theory ("MPT") assumes investors are risk adverse which means when given two assets with the same expected return the investor will choose the less risky one. An investor is only willing to take more risk if the expected return is greater. Therefore, MPT aims to construct a portfolio of investments that has the best possible expected return for the level of risk.

Asset Allocation is an investment strategy used to balance risk and return according to a client's investment objective, risk tolerance and investment horizon. It is used to manage portfolio volatility by investment in different asset classes.

Diversification is a risk management strategy used to reduce the volatility of a portfolio by investing in different asset classes, different market sectors, and/or different companies.

The main sources of information include proprietary research, financial newspapers and magazines, research material prepared by others, prospectuses, filings with the Securities and Exchange Commission and company press releases.

Investment Strategy

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time. Clients often execute an Investment Policy Statement that documents their objectives and their desired investment strategy.

Our investment philosophy is based on the principles of Modern Portfolio Theory (MPT) as developed by Nobel Prize winners Harry Markowitz, Merton Miller and William Sharpe. MPT assumes investors are risk adverse, meaning that

given two assets which offer the same potential return; investors will usually prefer the less risky one. Thus, MPT assures an investor will take on increased risk only if in pursuit of potential returns. Conversely, an investor who wants higher returns must accept more risk.

We also believe that it is nearly impossible to consistently predict the future direction of a security or of the market in general. As such, we do not expect that all of your investments will “beat the market” consistently. Studies have shown that the selection of allocations to stocks, bonds and cash provide the greatest indication of future investment results and that the selection of investments within those categories is less contributive.

Our investment process aims to identify the appropriate mix of various asset classes in your portfolio and select the investment managers which we believe will provide the greatest asset management in that asset class. The process emphasizes the critical importance of working toward achieving an optimal balance of asset classes that matches your risk tolerance.

Each equity investment manager has a distinct investment philosophy. Most can be identified as focusing on value or growth styles, or a blend of the two. They also specialize in investing in large, medium or small companies or U.S. and non-U.S. stocks. While your portfolio performance is determined to a large extent by its overall asset allocation, we are critical of the role that the individual investment manager plays and strive to be cautious in the selection of these managers.

Our process for selecting the investment managers for your portfolio includes initial screening, quantitative analysis, and qualitative analysis. This process is followed on an ongoing basis to help ensure that selected investment managers remain competitive and emerging investment managers are evaluated.

Security Specific Material Risks

All investment programs have certain risks that are borne by the investor. Investors face the following investment risks and should discuss these risks with Birchwood:

- *Interest-rate Risk:* Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- *Market Risk:* The price of a security may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security’s particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- *Inflation Risk:* When any type of inflation is present, a dollar today will buy more than a dollar next year, because purchasing power is eroding at the rate of inflation.
- *Currency Risk:* Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment’s originating country. This is also referred to as exchange rate risk.
- *Reinvestment Risk:* This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- *Business Risk:* These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- *Liquidity Risk:* Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- *Financial Risk:* Excessive borrowing to finance a business’ operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.
- *Funding Risk:* The risk that, as a result of mismatches or delays in the timing of cash flows due from or to the client or counterparty in the transactions, the client or counterparty may not have adequate cash available to fund current obligations.

- *Operational Risk*: The risk of loss to the client arising from inadequacies in or failures of system and controls for, monitoring and quantifying the risks and contractual obligations associated the transactions, for recording and valuing the transactions, or for detecting human errors or systems failures.
- *Credit Risk*: The risk of loss of principal stemming from a borrower's failure to repay a loan or otherwise meet a contractual obligation.

Item 9: Disciplinary Information

Criminal or Civil Actions

Birchwood and its management have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

Birchwood and its management have not been involved in administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

Birchwood and its management have not been involved in legal or disciplinary events related to past or present investment clients.

Item 10: Other Financial Industry Activities and Affiliations

Broker-Dealer or Representative Registration

Birchwood is not a broker-dealer nor does the firm have an application pending to become one. None of the employees of Birchwood are registered representatives of a broker-dealer.

Futures or Commodity Registration

Neither Birchwood nor its employees are registered or has an application pending to register as a futures commission merchant, commodity pool operator, or a commodity trading advisor.

Material Relationships Maintained by this Advisory Business and Conflicts of Interest

The owners of Birchwood are also registered investment advisor representatives of AdvisorNet Financial Inc. dba AdvisorNet Wealth Management. They provide advisory services to existing clients. No conflict of interest exists since all new client accounts will be opened under Birchwood.

Some investment advisor representatives of Birchwood are licensed as insurance agents. Although they no longer will be writing new business, they may receive renewal commissions on previous products sold. Any renewal commissions received will be donated to charity.

Recommendations or Selections of Other Investment Advisors and Conflicts of Interest

Birchwood may at times use the services of outside specialty asset managers. These managers are often institutional asset managers who specialize in particular investment strategies.

Birchwood may at times hire sub-advisors or utilize third party money managers. These arrangements are described in detail in Items 4 and 5 of this brochure.

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

Code of Ethics Description

The employees of Birchwood have committed to a Code of Ethics ("Code"). The purpose of our Code is to set forth standards of conduct expected of Birchwood employees and addresses conflicts that may arise. The Code defines acceptable behavior for employees of Birchwood. The Code reflects Birchwood and its supervised persons' responsibility to act in the best interest of clients.

One area the Code addresses is when employees buy or sell securities for their personal accounts and how to mitigate any conflict of interest with our clients. We do not allow any employees to use non-public material information for their personal profit or to use internal research for their personal benefit in conflict with the benefit to our clients.

Birchwood policy prohibits any person from acting upon or otherwise misusing non-public or inside information. No advisory representative or other employee, officer or director of Birchwood may recommend any transaction in a security or its derivative to advisory clients or engage in personal securities transactions for a security or its derivatives if the advisory representative possesses material, non-public information regarding the security.

Birchwood's Code is based on the guiding principle that the interests of the client are our top priority. Birchwood officers, directors, and other advisors have a fiduciary duty to our clients and must diligently perform that duty to maintain the complete trust and confidence of our clients. When a conflict arises, it is our obligation to put the client's interests over the interests of either employees or the company.

The Code applies to "access" persons. "Access" persons are employees who have access to non-public information regarding any clients' purchase or sale of securities, or non-public information regarding the portfolio holdings of any reportable fund, who are involved in making securities recommendations to clients, or who have access to such recommendations that are non-public.

The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

Investment Recommendations Involving a Material Financial Interest and Conflict of Interest

Birchwood and its employees do not recommend to clients securities in which we have a material financial interest.

Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest

Birchwood and its employees may buy or sell securities that are also held by clients. In order to mitigate conflicts of interest such as front running, employees are required to disclose all reportable securities transactions as well as provide Birchwood with copies of their brokerage statements.

The Chief Compliance Officer of Birchwood is Ellen Johnson. She reviews all employee trades each quarter. The personal trading reviews ensure that the personal trading of employees does not affect the markets and that clients of the firm receive preferential treatment over employee transactions.

Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest

Birchwood does not maintain a firm proprietary trading account and does not have a material financial interest in any securities being recommended and therefore no conflicts of interest exist. However, employees may buy or sell securities at the same time they buy or sell securities for clients. In order to mitigate conflicts of interest such as front running, employees are required to disclose all reportable securities transactions as well as provide Birchwood with copies of their brokerage statements.

The Chief Compliance Officer of Birchwood is Ellen Johnson. She reviews all employee trades each quarter. The personal trading reviews ensure that the personal trading of employees does not affect the markets and that clients of the firm receive preferential treatment over employee transactions.

Item 12: Brokerage Practices

Factors Used to Select Broker-Dealers for Client Transactions

Birchwood recommends clients use Schwab Institutional, a division of Charles Schwab & Co., Inc. ("Schwab"), Member FINRA and SIPC, to maintain custody of clients' assets and to effect transactions within the accounts. Birchwood and Schwab are not affiliated companies. Birchwood will select appropriate brokers based on a number of factors including but not limited to their relatively low transaction fees and reporting ability. Birchwood relies on its broker to provide its execution services at the best prices available. Lower fees for comparable services may be available from other sources. Clients pay for any and all custodial fees in addition to the advisory fee charged by Birchwood

- *Directed Brokerage*

Birchwood does not accept direct brokerage arrangements (client requests the account is maintained at a specific broker-dealer).

- *Best Execution*

Investment advisors who manage or supervise client portfolios on a discretionary basis have a fiduciary obligation of best execution. The determination of what may constitute best execution and price in the execution of a securities transaction by a broker involves a number of considerations and is subjective. Factors affecting brokerage selection include the overall direct net economic result to the portfolios, the efficiency with which the transaction is effected, the ability to effect the transaction where a large block is involved, the operational facilities of the broker-dealer, the value of an ongoing relationship with such broker and the financial strength and stability of the broker. Birchwood does not receive any portion of the trading fees.

- *Soft Dollar Arrangements*

The Securities and Exchange Commission defines soft dollar practices as an arrangement under which products or services other than execution services are obtained by Birchwood from or through a broker-dealer in exchange for directing client transactions to the broker-dealer. As permitted by Section 28(e) of the Securities Exchange Act of 1934, Birchwood receives economic benefits as a result of commissions generated from securities transactions by the broker-dealer from the accounts of Birchwood. These benefits include both proprietary research from the broker and other research written by third parties.

Schwab provides Birchwood with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisers on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the adviser's clients' assets are maintained in accounts at Schwab Institutional. These services are not contingent upon our firm committing to Schwab any specific amount of business (assets in custody or trading commissions). Schwab's brokerage services include the execution of securities transactions, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For our client accounts maintained in its custody, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts.

Schwab Institutional also makes available to our firm other products and services that benefit Birchwood but may not directly benefit our clients' accounts. Many of these products and services may be used to service all or some substantial number of our client accounts, including accounts not maintained at Schwab.

Schwab's products and services that assist us in managing and administering our clients' accounts include software and other technology that:

- provide access to client account data (such as trade confirmations and account statements);
- facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- provide research, pricing and other market data;
- facilitate payment of our fees from clients' accounts; and
- assist with back-office functions, recordkeeping and client reporting.

Schwab Institutional also offers other services intended to help us manage and further develop our business enterprise. These services may include:

- compliance, legal and business consulting;
- publications and conferences on practice management and business succession; and
- access to employee benefits providers, human capital consultants and insurance providers.

Schwab may make available, arrange and/or pay third-party vendors for the types of services rendered to Birchwood. Schwab Institutional may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to our firm. Schwab Institutional may also provide other benefits such as educational events or occasional business entertainment of our personnel.

In evaluating whether to recommend or require that clients custody their assets at Schwab, we may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors we consider and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest. This conflict is mitigated by the fact that Birchwood has a fiduciary responsibility to act in the best interest of its clients and the services received are beneficial to all clients.

Aggregating Securities Transactions for Client Accounts

Birchwood may aggregate orders in a block trade or trades when securities are purchased or sold through the same broker-dealer for multiple (discretionary) accounts. If block trades cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that is consistent with the initial pre-allocation or other written statement. This must be done in a way that does not consistently advantage or disadvantage particular client accounts. For example, a partial fill will generally be filled pro-rata among participating accounts. Prior to entry of a block trade, a written pre-allocation will be generated which identifies the group of client accounts participating in the order.

Changes in allocation prior to final allocation may be made for good cause provided that all client accounts receive fair and equitable treatment. A written explanation of the reason for any material change in the allocation must be provided to and approved by the Compliance Officer no later than the morning following the execution of the trade. If the change in the allocation is the result of a condition that exists or a change in the client's account outside of the portfolio manager's control, then approval by the Compliance Officer is not required.

Item 13: Review of Accounts

Schedule for Periodic Review of Client Accounts and Advisory Persons Involved

Account reviews are conducted at least annually or if clients goals or needs change. The reviews are performed by Investment Adviser Representatives of Birchwood.

Financial planning relationships are considered complete when recommendations are delivered to the client and a review is done only upon request of client and the signing on a new financial planning or consulting agreement.

Review of Client Accounts on Non-Periodic Basis

Other conditions that may trigger a review of clients' accounts are changes in the tax laws, new investment information, and changes in a client's own situation.

Content of Client Provided Reports and Frequency

Clients receive account statements no less than quarterly for managed accounts. Account statements are issued by the Advisor's custodian. Client receives confirmations of each transaction in account from Custodian and an additional statement during any month in which a transaction occurs. Performance reports will be provided by Birchwood at least quarterly to clients with assets under management.

Item 14: Client Referrals and Other Compensation

Economic Benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest

Birchwood may receive direct or indirect economic benefits from Schwab. Detailed information is provided in Item 12 under Soft Dollar Arrangements.

Birchwood receives a portion of the annual management fees collected by the TPMs to whom Birchwood refers clients.

This situation creates a conflict of interest because Birchwood and/or its Investment Advisor Representative have an incentive to decide what TPMs to use because of the higher solicitor fees to be received by Birchwood. However, when referring clients to a TPM, the client's best interest will be the main determining factor of Birchwood.

Advisory Firm Payments for Client Referrals

Birchwood does not compensate for client referrals.

Item 15: Custody

Account Statements

All assets are held at a qualified custodian, which means the custodian provides account statements directly to clients at their address of record or via electronic delivery with client consent at least quarterly. Clients are urged to compare the account statements received directly from the custodian to the performance report prepared by Birchwood. Clients are urged to report any discrepancies to Birchwood.

Birchwood is deemed to have constructive custody solely because advisory fees are directly deducted from client's account by the custodian on behalf of Birchwood.

Item 16: Investment Discretion

Discretionary Authority for Trading

Birchwood accepts discretionary authority to manage securities accounts on behalf of clients. Birchwood has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. However, Birchwood consults with the client prior to each trade to obtain concurrence if a blanket trading authorization has not been given.

The client approves the custodian to be used and the commission rates paid to the custodian. Birchwood does not receive any portion of the transaction fees or commissions paid by the client to the custodian on certain trades.

Item 17: Voting Client Securities

Proxy Votes

Birchwood does not vote proxies on securities. Clients are expected to vote their own proxies. The client will receive their proxies directly from the custodian of their account or from a transfer agent.

When assistance on voting proxies is requested, Birchwood will provide recommendations to the client. If a conflict of interest exists, it will be disclosed to the client.

Item 18: Financial Information

Balance Sheet

A balance sheet is not required to be provided because Birchwood does not serve as a custodian for client funds or securities and Birchwood does not require prepayment of fees of more than \$1200 per client and six months or more in advance.

Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients

Birchwood has no condition that is reasonably likely to impair our ability to meet contractual commitments to our clients.

Bankruptcy Petitions during the Past Ten Years

Neither Birchwood nor its management has had any bankruptcy petitions in the last ten years.

SUPERVISED PERSON BROCHURE

FORM ADV PART 2B

Kay Kramer, CFP®

Office Address:

3300 Edinborough Way, Suite 610, Edina, MN 55435

Tel: 952-885-9088 Fax: 952-887-2949

Website: www.Birchwoodfp.com

This brochure supplement provides information about Kay Kramer and supplements the Birchwood brochure. You should have received a copy of that brochure. Please contact Ellen Johnson, Chief Compliance Officer if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about Kay Kramer (CRD #1351681) is available on the SEC's website at www.adviserinfo.sec.gov.

Brochure Supplement (Part 2B of Form ADV)

Supervised Person Brochure

Principal Executive Officer

Kay Kramer, CFP®

- Year of birth: 1953
-

Item 2 Educational Background and Business Experience

Educational Background:

- University of Minnesota; MBA; 1984
- Colorado College; Bachelor of Arts; 1975
- Certified Financial Planner® Board of Standards, Inc.; Certified Financial Planner® Certification; 1988

Business Experience:

- Birchwood Financial Partners, Inc.; Owner/President/Investment Adviser Representative; 03/2014 – Present
 - Kramer Lothrop Brewer Financial, Inc.; Founding Owner; 11/1990 – 03/2014
 - AdvisorNet Financial Inc. dba AdvisorNet Wealth Management; Investment Adviser Representative; 07/2012 – Present
 - Independent Insurance Agent; 1985 - Present
 - Financial Network Investment Corporation; Investment Adviser Representative; 06/2007 – 12/2012
-

Professional Certifications

Employees have earned certifications and credentials that are required to be explained in further detail.

Certified Financial Planner (CFP®): Certified Financial Planner® is a designation granted by the CFP® Board. CFP® requirements:

- Bachelor's degree from an accredited college or university.
 - Completion of the financial planning education requirements set by the CFP® Board (www.cfp.net).
 - In 1991, the CFP® Board began requiring the successful completion of the 10-hour CFP® Certification Exam.
 - Three-year qualifying full-time work experience.
 - Successfully pass the Candidate Fitness Standards and background check.
 - When you achieve your CFP® designation, you must renew your certification every two years, pay an annual certification fee and complete 30 hours of continuing education every two years.
-

Item 3 Disciplinary Information

None to report

Item 4 Other Business Activities

Kay Kramer is also a registered investment advisor representative of AdvisorNet Financial Inc. dba AdvisorNet Wealth Management. She provides advisory services to existing clients. No conflict of interest exists since all new client accounts will be opened under Birchwood.

Item 5 Additional Compensation

Kay Kramer receives additional compensation in her capacity as an investment advisor representative of AdvisorNet Wealth Management, however she does not receive any performance based fees.

In addition, Kay Kramer is licensed as an insurance agent. Although she no longer will be writing new business, she may receive renewal commissions on previous products sold. Any renewal commissions received will be donated to charity.

Item 6 Supervision

Kay Kramer is supervised by Ellen Johnson, Chief Compliance Officer of Birchwood. Supervision is provided through frequent office interactions, review of client accounts, and quarterly personal transaction reports. Kay Kramer is one of the owners of the firm and therefore is instrumental in the formulation and monitoring of investment advice offered to clients.

SUPERVISED PERSON BROCHURE

FORM ADV PART 2B

Dana Brewer, CFP®

Office Address:

3300 Edinborough Way, Suite 610, Edina, MN 55435

Tel: 952-885-9088 Fax: 952-887-2949

Website: www.Birchwoodfp.com

This brochure supplement provides information about Dana Brewer and supplements the Birchwood brochure. You should have received a copy of that brochure. Please contact Ellen Johnson, Chief Compliance Officer if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about Dana Brewer (CRD #2955532) is available on the SEC's website at www.adviserinfo.sec.gov

Brochure Supplement (Part 2B of Form ADV)

Supervised Person Brochure

Principal Executive Officer

Dana Brewer, CFP®

- Year of birth: 1960
-

Item 2 Educational Background and Business Experience

Educational Background:

- Metropolitan University; 1992
- Certified Financial Planner® Board of Standards, Inc.; Certified Financial Planner® Certification; 1998

Business Experience:

- Birchwood Financial Partners, Inc.; Owner/Chief Financial Officer/Investment Adviser Representative; 03/2014 – Present
 - Kramer Lothrop Brewer Financial, Inc.; Owner/Chief Operations Officer/Chief Financial Officer; 11/1992 – 03/2014
 - AdvisorNet Financial Inc. dba AdvisorNet Wealth Management; Investment Adviser Representative; 07/2012 – Present
 - Independent Insurance Agent; 2000 - Present
 - Financial Network Investment Corporation; Investment Adviser Representative; 01/1998 – 12/2012
-

Professional Certifications

Employees have earned certifications and credentials that are required to be explained in further detail.

Certified Financial Planner (CFP®): Certified Financial Planner® is a designation granted by the CFP® Board. CFP® requirements:

- Bachelor's degree from an accredited college or university.
 - Completion of the financial planning education requirements set by the CFP® Board (www.cfp.net).
 - Successful completion of the 10-hour CFP® Certification Exam.
 - Three-year qualifying full-time work experience.
 - Successfully pass the Candidate Fitness Standards and background check.
 - When you achieve your CFP® designation, you must renew your certification every two years, pay an annual certification fee and complete 30 hours of continuing education every two years.
-

Item 3 Disciplinary Information

None to report

Item 4 Other Business Activities

Dana Brewer is also a registered investment advisor representative of AdvisorNet Financial Inc. dba AdvisorNet Wealth Management. She provides advisory services to existing clients. No conflict of interest exists since all new client accounts will be opened under Birchwood.

Item 5 Additional Compensation

Dana Brewer receives additional compensation in her capacity as an investment advisor representative of AdvisorNet Wealth Management, however she does not receive any performance based fees.

In addition, Dana Brewer is licensed as an insurance agent. Although she no longer will be writing new business, she may receive renewal commissions on previous products sold. Any renewal commissions received will be donated to charity.

Item 6 Supervision

Dana Brewer is supervised by Ellen Johnson, Chief Compliance Officer of Birchwood. Supervision is provided through frequent office interactions, review of client accounts, and quarterly personal transaction reports. Dana Brewer is one of the owners of the firm and therefore is instrumental in the formulation and monitoring of investment advice offered to clients.

SUPERVISED PERSON BROCHURE

FORM ADV PART 2B

Bridget Handke, CFP®

Office Address:

3300 Edinborough Way, Suite 610, Edina, MN 55435

Tel: 952-885-9088 Fax: 952-887-2949

Website: www.Birchwoodfp.com

This brochure supplement provides information about Bridget Handke and supplements the Birchwood brochure. You should have received a copy of that brochure. Please contact Ellen Johnson, Chief Compliance Officer if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about Bridget Handke (CRD #4895416) is available on the SEC's website at www.adviserinfo.sec.gov.

Brochure Supplement (Part 2B of Form ADV)

Supervised Person Brochure

Principal Executive Officer

Mary Bridget (Bridget) Handke, CFP®

- Year of birth: 1961
-

Item 2 Educational Background and Business Experience

Educational Background:

- Iowa State; Bachelor of Science – Family Environment; 1984
- Certified Financial Planner® Board of Standards, Inc.; Certified Financial Planner® Certification; 2004

Business Experience:

- Birchwood Financial Partners, Inc.; Owner/Investment Adviser Representative; 03/2014 – Present
 - Kramer Lothrop Brewer Financial, Inc.; Owner; 11/2004 - Present
 - AdvisorNet Financial Inc. dba AdvisorNet Wealth Management; Investment Adviser Representative; 07/2012 – Present
 - Independent Insurance Agent; 12/2004 – Present
 - Financial Network Investment Corporation; Investment Adviser Representative; 12/2004 – 12/2012
 - Brad Moir CFP®; Paraplanner; 09/2002 – 10/2004
-

Professional Certifications

Employees have earned certifications and credentials that are required to be explained in further detail.

Certified Financial Planner (CFP®): Certified Financial Planner® is a designation granted by the CFP® Board. CFP® requirements:

- Bachelor's degree from an accredited college or university.
 - Completion of the financial planning education requirements set by the CFP® Board (www.cfp.net).
 - Successful completion of the 10-hour CFP® Certification Exam.
 - Three-year qualifying full-time work experience.
 - Successfully pass the Candidate Fitness Standards and background check.
 - When you achieve your CFP® designation, you must renew your certification every two years, pay an annual certification fee and complete 30 hours of continuing education every two years.
-

Item 3 Disciplinary Information

None to report

Item 4 Other Business Activities

Bridget Handke is also a registered investment advisor representative of AdvisorNet Financial Inc. dba AdvisorNet Wealth Management. She provides advisory services to existing clients. No conflict of interest exists since all new client accounts will be opened under Birchwood.

Item 5 Additional Compensation

Bridget Handke receives additional compensation in her capacity as an investment advisor representative of AdvisorNet Wealth Management, however she does not receive any performance based fees.

In addition, Bridget Handke is licensed as an insurance agent. Although she no longer will be writing new business, she may receive renewal commissions on previous products sold. Any renewal commissions received will be donated to charity.

Item 6 Supervision

Bridget Handke is supervised by Ellen Johnson, Chief Compliance Officer of Birchwood. Supervision is provided through frequent office interactions, review of client accounts, and quarterly personal transaction reports. Bridget Handke is one of the owners of the firm and therefore is instrumental in the formulation and monitoring of investment advice offered to clients.

SUPERVISED PERSON BROCHURE

FORM ADV PART 2B

Damian Winther, CFP®

Office Address:

3300 Edinborough Way, Suite 610, Edina, MN 55435

Tel: 952-885-9088 Fax: 952-887-2949

Website: www.Birchwoodfp.com

This brochure supplement provides information about Damian Winther and supplements the Birchwood brochure. You should have received a copy of that brochure. Please contact Ellen Johnson, Chief Compliance Officer if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about Damian Winther (CRD #4812600) is available on the SEC's website at www.adviserinfo.sec.gov.

Brochure Supplement (Part 2B of Form ADV)

Supervised Person Brochure

Principal Executive Officer

Damian Winther, CFP®

- Year of birth: 1979
-

Item 2 Educational Background and Business Experience

Educational Background:

- University of Minnesota-Duluth; Bachelors of Business Administration – Finance; 2001
- Certified Financial Planner® Board of Standards, Inc.; Certified Financial Planner® Certification; 2007

Business Experience:

- Birchwood Financial Partners, Inc.; Owner/Investment Adviser Representative; 03/2014 – Present
 - Kramer Lothrop Brewer Financial, Inc.; Owner; 04/2005 – 03/2014
 - AdvisorNet Financial Inc. dba AdvisorNet Wealth Management; Investment Adviser Representative; 07/2012 – Present
 - Financial Network Investment Corporation; Investment Adviser Representative; 05/2005 – 12/2012
 - Office of the Comptroller of the Currency; Assistant National Bank Examiner; 06/2001 – 04/2005
-

Professional Certifications

Employees have earned certifications and credentials that are required to be explained in further detail.

Certified Financial Planner (CFP®): Certified Financial Planner® is a designation granted by the CFP® Board. CFP® requirements:

- Bachelor's degree from an accredited college or university.
 - Completion of the financial planning education requirements set by the CFP® Board (www.cfp.net).
 - Successful completion of the 10-hour CFP® Certification Exam.
 - Three-year qualifying full-time work experience.
 - Successfully pass the Candidate Fitness Standards and background check.
 - When you achieve your CFP® designation, you must renew your certification every two years, pay an annual certification fee and complete 30 hours of continuing education every two years.
-

Item 3 Disciplinary Information

None to report

Item 4 Other Business Activities

Damian Winther is also a registered investment advisor representative of AdvisorNet Financial Inc. dba AdvisorNet Wealth Management. He provides advisory services to existing clients. No conflict of interest exists since all new client accounts will be opened under Birchwood.

Item 5 Additional Compensation

Damian Winther receives additional compensation as an investment advisor representative of AdvisorNet Wealth Management; however he does not receive any performance based fees.

Item 6 Supervision

Damian Winther is supervised by Ellen Johnson, Chief Compliance Officer of Birchwood. Supervision is provided through frequent office interactions, review of client accounts, and quarterly personal transaction reports. Damian Winther is one of the owners of the firm and therefore is instrumental in the formulation and monitoring of investment advice offered to clients.

SUPERVISED PERSON BROCHURE

FORM ADV PART 2B

Steve Dixon, CFA

Office Address:

3300 Edinborough Way, Suite 610, Edina, MN 55435

Tel: 952-885-9088 Fax: 952-887-2949

Website: www.Birchwoodfp.com

This brochure supplement provides information about Steve Dixon and supplements the Birchwood brochure. You should have received a copy of that brochure. Please contact Ellen Johnson, Chief Compliance Officer if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about Steve Dixon (CRD #5455240) is available on the SEC's website at www.adviserinfo.sec.gov.

Brochure Supplement (Part 2B of Form ADV)

Supervised Person Brochure

Principal Executive Officer

Stephen (Steve) Dixon, CFA

- Year of birth: 1979
-

Item 2 Educational Background and Business Experience

Educational Background:

- University of St. Thomas; Bachelor of Arts – Financial Management; 2002
- CFA Institute; Chartered Financial Analyst designation; 2006

Business Experience:

- Birchwood Financial Partners, Inc.; Owner/Investment Adviser Representative; 03/2014 – Present
 - Kramer Lothrop Brewer Financial, Inc.; Owner; 11/2007 – 03/2014
 - AdvisorNet Financial Inc. dba AdvisorNet Wealth Management; Investment Adviser Representative; 07/2012 – Present
 - Financial Network Investment Corporation; Investment Adviser Representative; 03/2008 – 12/2012
 - ELCA Board of Pensions; Senior Investment Analyst; 03/2005 – 11/2007
-

Professional Certifications

Chartered Financial Analyst (CFA) charterholder: Chartered Financial Analyst designation is awarded by the CFA Institute. CFA certification requirements:

- Hold a bachelor's degree from an accredited institution or have equivalent educational or work experience.
 - Successful completion of all three exam levels of the CFA Program.
 - Have 48 months of acceptable professional work experience in the investment decision-making process.
 - Fulfill society requirements, which vary by society. Unless you are upgrading from affiliate membership, all societies require two sponsor statements as part of each application; these are submitted online by your sponsors.
 - Agree to adhere to and sign the Member's Agreement, a Professional Conduct Statement, and any additional documentation requested by CFA Institute.
-

Item 3 Disciplinary Information

None to report

Item 4 Other Business Activities

Steve Dixon is also a registered investment advisor representative of AdvisorNet Financial Inc. dba AdvisorNet Wealth Management. He provides advisory services to existing clients. No conflict of interest exists since all new client accounts will be opened under Birchwood.

Item 5 Additional Compensation

Steve Dixon receives additional compensation as an investment advisor representative of AdvisorNet Wealth Management; however he does not receive any performance based fees.

Item 6 Supervision

Steve Dixon is supervised by Ellen Johnson, Chief Compliance Officer of Birchwood. Supervision is provided through frequent office interactions, review of client accounts, and quarterly personal transaction reports. Steve Dixon is one of the owners of the firm and therefore is instrumental in the formulation and monitoring of investment advice offered to clients.

SUPERVISED PERSON BROCHURE

FORM ADV PART 2B

Ellen Johnson

Office Address:

3300 Edinborough Way, Suite 610, Edina, MN 55435

Tel: 952-885-9088 Fax: 952-887-2949

Website: www.Birchwoodfp.com

This brochure supplement provides information about Ellen Johnson and supplements the Birchwood brochure. You should have received a copy of that brochure. Please contact Ellen Johnson, Chief Compliance Officer if you did not receive the brochure or if you have any questions about the contents of this supplement.

Additional information about Ellen Johnson (CRD #5189001) is available on the SEC's website at www.adviserinfo.sec.gov.

Brochure Supplement (Part 2B of Form ADV)

Supervised Person Brochure

Principal Executive Officer

Ellen Johnson

- Year of birth: 1960
-

Item 2 Educational Background and Business Experience

Educational Background:

- University of Minnesota; Bachelor of Science – Business; 1985

Business Experience:

- Birchwood Financial Partners, Inc.; Chief Compliance Officer; 03/2014 – Present
 - Kramer Lothrop Brewer Financial, Inc.; 01/2005 – 03/2014
 - Financial Network Investment Corporation; OSJ Branch Manager; 03/2010 – 12/2012
 - Financial Network Investment Corporation; Registered Representative; 03/2007 – 12/2012
 - Homemaker; 09/1995 – 01/2005
 - Certified Feng Shui consultant; 06/2009 – Present
 - Certified Yoga Instructor 09/2012 – Present
 - Life Coach 12/2013 – Present
-

Item 3 Disciplinary Information

None to report

Item 4 Other Business Activities

None to report

Item 5 Additional Compensation

None to report

Item 6 Supervision

Ellen Johnson is the Chief Compliance Officer of Birchwood, and therefore responsible for all supervision through frequent office interactions, review of client accounts, and quarterly personal transaction reports.