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**Form ADV Part 2A: Appendix 1 – Wrap Fee Program Brochure**  
**Item 1: Cover Page**  
**August 2014**

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**Wrap Program Sponsored By:**

**Great Lakes & Atlantic  
Wealth Management and Advisory Partners, LLC**

**111 West Jackson Blvd., Suite 1700  
Chicago, IL 60604**

**Firm Contact:  
Robert E. Graham  
Chief Compliance Officer**

This brochure provides information about the qualifications and business practices of Great Lakes & Atlantic Wealth Management and Advisory Partners, LLC. If you have any questions about the contents of this brochure, please contact us by telephone at (312) 675-6072 or email ([regraham@mac.com](mailto:regraham@mac.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 Great Lakes & Atlantic Wealth Management and Advisory Partners, LLC also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

Please note the use of the term "registered investment adviser" and description of Great Lakes & Atlantic Wealth Management and Advisory Partners, LLC and/or our associates as "registered" does not imply a certain level of skill or training. You are encouraged to review this Brochure and Brochure Supplements for our firm's associates who advise you for more information on the qualifications of our firm and our employees.

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## **Item 2: Material Changes**

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Great Lakes & Atlantic Wealth Management and Advisory Partners, LLC is required to advise you of any material changes to the Firm Brochure ("Brochure") from our last annual update.

Last Annual Updating Amendment: 4/23/2014

We have the following material changes to disclose:

1. Our firm changed its form of organization from a corporation to a limited liability company on August 1, 2014.
2. Craig M. Cmiel became 49% owner as part of the change in organization resulting in the new name "Great Lakes & Atlantic Wealth Management and Advisory Partners, LLC."

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### Item 3: Table of Contents

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## Item 4: Services, Fees & Compensation

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- A. Description of our services, including the types of portfolio management services, provided under each program. We must indicate the wrap fee charged for each program, or, if fees vary according to a schedule, provide such schedule. Further, we are required to indicate whether fees are negotiable and identify the portion of the total fee, or range of fees, paid to portfolio managers.

We offer wrap fee programs as described in this Wrap Fee Program Brochure. Our wrap fee accounts are managed on an individualized basis according to the client's investment objectives, financial goals, risk tolerance, etc.

### Wrap Asset Management:

We emphasize continuous and regular account supervision. As part of our asset management service, we generally create a portfolio, consisting of individual stocks or bonds, exchange traded funds ("ETFs"), options, mutual funds and other public and private securities or investments. The client's individual investment strategy is tailored to their specific needs and may include some or all of the previously mentioned securities. Each portfolio will be initially designed to meet a particular investment goal, which we determine to be suitable to the client's circumstances. Once the appropriate portfolio has been determined, we review the portfolio at least quarterly and if necessary, rebalance the portfolio based upon the client's individual needs, stated goals and objectives. Each client has the opportunity to place reasonable restrictions on the types of investments to be held in the portfolio.

We offer our services to our clients for an annual maximum advisory fee of 3.0% which shall be pro-rated and paid quarterly in advance based on the value of your account on the last day of the previous quarter. Fees shall be customizable to the needs of the client. Additionally, no increase in the annual fee shall be effective without prior written notification to the Client. Fees will generally be automatically deducted from your managed account. As part of this process, you understand and acknowledge the following:

- a) Your independent custodian sends statements at least quarterly to you showing the market values for each security included in the Assets and all disbursements in your account including the amount of the advisory fees paid to us;
- b) You provide authorization permitting us to be directly paid by these terms;
- c) If we send a copy of our invoice to you, we send a breakdown of the fees to the independent custodian at the same time;
- d) If we send a copy of our invoice to you, our invoice includes a legend as required by paragraph (a)(2) of Rule 206(4)-2 under the Investment Advisers Act of 1940.\*

\*The legend urges the client to compare information provided in their statements with those from the qualified custodian in account opening notices and subsequent statements sent to the client.

- B. Explanation that a wrap fee program may cost you more or less than purchasing such services separately and description of the factors that bear upon the relative cost of the program, such as the cost of the services if provided separately and the trading activity in your account(s).

A wrap fee program allows our clients to pay a specified fee for investment advisory services and the execution of transactions. The advisory services may include portfolio management and the fee is not based directly upon transactions in your account. Your fee is bundled with our costs for executing transactions in your account(s). This results in a higher advisory fee to you. We do not charge our clients higher advisory fees based on their trading activity, but you should be aware that we may have an incentive to limit our trading activities in your account(s) because we are charged for executed trades. By participating in a wrap fee program, you may end up paying more or less than you would through a non-wrap fee program where a lower advisory fee is charged, but trade execution costs are passed directly through to you by the executing broker.

- C. Description of any fees that you may pay in addition to a wrap fee, and description of the circumstances under which you may pay these fees, including, if applicable, mutual fund expenses and mark-ups, mark-downs, or spreads paid to market makers.

You may pay custodial fees, charges imposed directly by a mutual fund, index fund, or exchange traded fund which shall be disclosed in the fund's prospectus (i.e., fund management fees and other fund expenses), mark-ups and mark-downs, spreads paid to market makers, wire transfer fees and other fees and taxes on brokerage accounts and securities transactions. These fees are not included within the wrap-fee you are charged by our firm.

- D. If someone recommending a wrap fee program to you, receives compensation as a result of your participation in the program, we must disclose this fact. Further, we are required to explain, if applicable, that the amount of the compensation may be more than what the person would receive if you participated in our other wrap fee program or paid separately for investment advice, brokerage and other services. Finally, we must explain that someone recommending a wrap fee program may have a financial incentive to recommend the wrap fee program over other programs or services.

We do not recommend or offer the wrap program services of other providers. Our investment advisory representatives receive a portion of the advisory fee that you pay us, either directly as a percentage of your overall fee or as their salary from our firm. In cases where our investment advisory representatives are paid a percentage of your overall advisory fee, this may create an incentive to recommend that you participate in a wrap fee program rather than a non-wrap fee program (where you would pay for trade execution costs) or brokerage account where commissions are charged. This is because, in some cases, we may stand to earn more compensation from advisory fees paid to us through a wrap fee program arrangement if your account is not actively traded.

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## Item 5: Account Requirements & Types of Clients

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Our firm does not maintain any requirements for opening accounts or otherwise engaging us.

Types of clients we typically manage wrap fee accounts on behalf of, include:

- Individuals and High Net-Worth Individuals;
- Trusts, Estates or Charitable Organizations, Foundations and Endowments;
- Institutional Pension and Profit Sharing Plans;
- Corporations, Limited Liability Companies and/or Other Business Types.

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## Item 6: Portfolio Manager Selection & Evaluation

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- A. Description of how our firm selects and reviews portfolio managers, our basis for recommending or selecting portfolio managers for particular clients, and our criteria for replacing or recommending the replacement of portfolio managers for the program and for particular clients.

Our firm selects and reviews outside portfolio managers based on the following factors:

- past performance;
- investment philosophy;
- market outlook;
- experience of portfolio managers and executive team;
- disciplinary, legal and regulatory histories of the firm and its associates;
- whether established compliance procedures are in place to address at a minimum, insider trading, conflicts of interest, anti-money laundering.

- 1) Standards we use to calculate portfolio manager performance, such as industry standards or standards used solely by our firm.

We do not calculate portfolio manager performance. Instead, we rely upon the performance figures based on client's monthly or quarterly statements or reports provided to us by third party portfolio managers.

- 2) Indication of whether we review, or whether any third-party reviews, performance information to determine or verify its accuracy or its compliance with presentation standards. If so, we must briefly describe the nature of the review and the name of any third party conducting the review.

We do not review performance information or hire third parties to do so, in order to determine or verify its accuracy or compliance with presentation standards.

- 3) If applicable, an explanation that neither our firm nor a third-party reviews portfolio manager performance information, and/or that performance information may not be calculated on a uniform and consistent basis.

Our firm does not review performance information from portfolio managers and we do not hire third party firms to do so.

- B. Disclosure of whether our firm or any related persons act as a portfolio manager for a wrap fee program described in the wrap fee program brochure. We must explain the conflicts of interest that we face because of this arrangement and describe how we address these conflicts of interest. Further, we must disclose whether related person portfolio managers are subject to the same selection and review as the other portfolio managers that participate in the wrap fee program. If they are not, we must describe how we select and review related person portfolio managers.

We do not calculate portfolio manager performance. Instead, we rely upon the performance figures based on client's monthly or quarterly statements or reports provided to us by third party portfolio managers.

- C. If our firm, or any of our supervised persons covered under or investment adviser registration, act as a portfolio manager for a wrap fee program described in the wrap fee program brochure, we must respond to Items 4.B, 4.C, 4.D (Advisory Business), 6 (Performance-Based Fees and Side-By-Side Management), 8.A (Methods of Analysis, Investment Strategies and Risk of Loss) and 17 (Voting Client Securities) of Part 2A of Form ADV (Firm Brochure).

Our firm and supervised persons act as portfolio manager(s) for this wrap fee program.

(1) Advisory Business:

See Item 4 for information about our wrap fee advisory program.

(2) Individual Tailoring of Advice to Clients:

We offer individualized investment advice to clients utilizing our Wrap Asset Portfolio Management.

(3) Ability of Clients to Impose Restrictions on Investing in Certain Securities or Types of Securities:

Each client has the opportunity to place reasonable restrictions on the types of investments to be held in the portfolio. Restrictions on investments in certain securities or types of securities may not be possible due to the level of difficulty this would entail in managing the account. Restrictions would be limited to our Wrap Asset Management service. We do not manage assets through our other services.

(4) Participation in Wrap Fee Programs.

Our wrap fee and non-wrap fee accounts are managed on an individualized basis according to the client's investment objectives, financial goals, risk tolerance, etc. We do not manage wrap fee accounts in a different fashion than non-wrap fee accounts.

(5) Performance-Based Fees & Side-By-Side Management.

We do not charge performance fees to our clients.

(6) Methods of Analysis, Investment Strategies & Risk of Loss

**Methods of Analysis:**

- Charting;
- Cyclical;
- Fundamental;
- Technical.

**Investment Strategies We Use:**

- Long Term Purchases (Securities Held At Least a Year);
- Short Term Purchases (Securities Sold Within a Year);
- Trading (Securities Sold Within 30 Days);
- Short Sales;
- Option Writing, including Covered Options, Uncovered Options, Hedging Strategies or Spreading Strategies.

**Please Note:**

Investing in securities involves risk of loss that clients should be prepared to bear. While the stock market may increase and your account(s) could enjoy a gain, it is also possible that the stock market may decrease and your account(s) could suffer a loss. It is important that you understand the risks associated with investing in the stock market, are appropriately diversified in your investments, and ask us any questions you may have.

(7) Voting Client Securities

If we have, or will accept, proxy authority to vote client securities, we must briefly describe our voting policies and procedures, including those adopted pursuant to SEC Rule 206(4)-6.

We do not accept the proxy authority to vote client securities. Clients will receive proxies or other solicitations directly from their custodian or a transfer agent. In the event that proxies are sent to our firm, we will forward them on to you and ask the party who sent them to mail them directly to you in the future. Clients may call, write or email us to discuss questions they may have about particular proxy votes or other solicitations.

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**Item 7: Client Information Provided to Portfolio Manager(s)**

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We are required to describe the information about you that our firm communicates to your portfolio manager(s), and how often or under what circumstances we provide updated information. Our firm communicates with your portfolio manager(s) on a regular basis as needed (daily, weekly, monthly, etc) to ensure your most current investment goals and objectives are understood by your portfolio manager(s). In most cases, we will communicate such information as part of our regular investment management duties. Nevertheless, we will also communicate information to your portfolio manager(s) when you ask us to, when market or economic conditions make it prudent to do so, etc.



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## **Item 8: Client Contact with Portfolio Manager(s)**

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Clients are always free to directly contact their portfolio manager(s) with any questions or concerns they have about their portfolios or other matters.

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## **Item 9: Additional Information**

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- A. We are required to respond to: 1. Item 9 (Disciplinary Information); and 2. Item 10 (Other Financial Industry Activities and Affiliations) of Part 2A of Form ADV.
1. We have determined that our firm and management have no disciplinary information to disclose.
  2. We have no other financial industry activities and affiliations to disclose.
- B. We are required to respond to: 1. Items 11 (Code of Ethics or Interest in Client Transactions and Personal Trading); 2. Item 13 (review of Accounts); 3. Item 14 (Client Referrals and Other Compensation); and 4. Item 18 (Financial Information) of Part 2A of Form ADV, as applicable to our wrap fee clients.

### **1. Code of Ethics, Participation or Interest in Client Transactions & Personal Trading**

Brief description of our Code of Ethics adopted pursuant to SEC rule 204A-1 and offer to provide a copy of our Code of Ethics to any client or prospective client upon request.

We recognize that the personal investment transactions of members and employees of our firm demand the application of a high Code of Ethics and require that all such transactions be carried out in a way that does not endanger the interest of any client. At the same time, we believe that if investment goals are similar for clients and for members and employees of our firm, it is logical and even desirable that there be common ownership of some securities. Therefore, in order to prevent conflicts of interest, we have in place a set of procedures (including a pre-clearing procedure) with respect to transactions effected by our members, officers and employees for their personal accounts. In order to monitor compliance with our personal trading policy, we have a quarterly securities transaction reporting system for all of our associates.

Furthermore, our firm has established a Code of Ethics which applies to all of our associated persons. An investment adviser is considered a fiduciary. As a fiduciary, it is an investment adviser's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. We have a fiduciary duty to all clients. Our fiduciary duty is considered the core underlying principle for our Code of Ethics which also includes Insider Trading and Personal Securities Transactions Policies and Procedures. We require all of our supervised persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Upon employment or affiliation and at least annually thereafter, all supervised persons will sign an acknowledgement that they have read, understand, and agree to comply with our Code of Ethics. Our firm and supervised persons must conduct business in an honest, ethical, and fair manner and avoid all circumstances that might

negatively affect or appear to affect our duty of complete loyalty to all clients. This disclosure is provided to give all clients a summary of our Code of Ethics. However, if a client or a potential client wishes to review our Code of Ethics in its entirety, a copy will be provided promptly upon request.

## **2. Review of Accounts**

- a) Review of client accounts, along with a description of the frequency and nature of our review, and the titles of our employees who conduct the review

We review accounts on at least a quarterly basis for our clients subscribing to our Wrap Asset Portfolio Management service. The nature of these reviews is to learn whether clients' accounts are in line with their investment objectives, appropriately positioned based on market conditions, and investment policies, if applicable. Only our Financial Advisors or Portfolio Managers will conduct reviews.

- b) Review of client accounts on other than a periodic basis, along with a description of the factors that trigger a review.

We may review client accounts more frequently than described above. Among the factors which may trigger an off-cycle review are major market or economic events, the client's life events, requests by the client, etc.

- c) Description of the content and indication of the frequency of written or verbal regular reports we provide to clients regarding their accounts.

We do not provide written reports to clients, unless asked to do so. Verbal reports to clients take place on at least an annual basis when we meet with clients who subscribe to our Wrap Asset Management service.

## **3. Client Referrals & Other Compensation**

- a) If someone who is not a client provides an economic benefit to our firm for providing investment advice or other advisory services to our clients, we must generally describe the arrangement. For purposes of this Item, economic benefits include any sales awards or other prizes.

We receive an economic benefit from Raymond James Financial Services ("RJFS") RJFS in the form of the support products and services it makes available to us and other independent investment advisors that have their clients maintain accounts at RJFS. The availability to us of RJFS's products and services is not based on us giving particular investment advice, such as buying particular securities for our clients.

Investment Adviser Representatives registered with Great Lakes & Atlantic Wealth Management and Advisory Partners, LLC may have their attendance at RJFS's annual educational conference subsidized in the form of free hotel nights. Furthermore, RJFS may provide assistance in the form of forgivable cash payments and or repayable loans to assist advisors in transitioning their clients' assets to RJFS.

- b) If our firm or a related person directly or indirectly compensates any person who is not our employee for client referrals, we are required to describe the arrangement and the compensation.

We do not pay referral fees (non-commission based) to independent solicitors (non-registered representatives) for the referral of their clients to our firm in accordance with Rule 206 (4)-3 of the Investment Advisers Act of 1940.

#### 4. Financial Information

- a) If we require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, we must include a balance sheet for our most recent fiscal year.

We do not require nor do we solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, therefore we have not included a balance sheet for our most recent fiscal year.

- b) If we are an SEC-registered adviser and have discretionary authority or custody of client funds or securities, or we require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, we must disclose any financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients.

We have nothing to disclose in this regard.

- c) If we have been the subject of a bankruptcy petition at any time during the past ten years, we must disclose this fact, the date the petition was first brought, and the current status.

We have nothing to disclose in this regard.

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#### Item 10: Requirement for State Registered Advisers

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Identification of each of our principal executive officers and management persons, and description of their formal educations and business backgrounds:

**Name:** Robert E. Graham | **Year of Birth:** 1954

Mr. Graham completed the Executive Leadership Program at University of Pennsylvania, Wharton School and has a BS in Marketing & Finance from St. Johns University. Mr. Graham's financial career spans 33 years which encompasses a range of expertise in all facets of Sales, Regulatory Compliance, Arbitration, Mediation, Training & Development, and Strategic Reporting for major Securities operations.

Prior to founding Great Lakes & Atlantic Wealth Management and Advisory Partners, LLC, Mr. Graham was Managing Director of Investments at UBS from 2012 to 2013, Managing Director of the Midwest Region for UBS Wealth Management from 2010 to 2012, and Managing Director of Illinois and Wisconsin for UBS Wealth Management from 2009 to 2010. He was previously employed at Merrill Lynch for 29 years, most recently as a Regional Managing Director. Prior to that, Mr. Graham was the Regional Director for Institutional Advisory at Merrill Lynch. He began his career as a Financial Advisor at E.F. Hutton in New York in 1979.

As a top advisor in the wealth management field, Mr. Graham was asked to co-write the curriculum for DePaul University's Kellstadt Graduate School of Business's M.S. in Wealth Management. As a Managing Director at UBS, Mr. Graham spoke to women's conferences on various aspects of money management; conducted conferences on complex management and leadership development; lectured financial advisors and branch managers on performance and productivity, along with compliance and regulations.

Mr. Graham currently serves as an Executive Marketing Panel Member for the Archdiocese of Chicago; Chairman of the Chicago Police Memorial Foundation Advisory Council; and on the Board of Directors for the 100 Club of Chicago. Well-known in Chicago's philanthropic community, Mr. Graham continues to support non-profits with strategic planning, program development, foundation planning, and fundraising.

**Name:** Craig Martin Cmiel | ***Year of Birth:*** 1964

**Educational Background:**

- 1986; Augustana College; BA – Political Science

**Business Background:**

- 07/2014 – Present Allen C. Ewing & Co.; Broker
- 06/2014 – Present Great Lakes & Atlantic Wealth Management and Advisory Partners, LLC; Investment Adviser Representative
- 01/2014 – 06/2014 Haven Capital Management LLC; Investment Advisor
- 01/2013 – 12/2013 Solamere Advisors
- 08/2012 – 01/2013 Unemployed
- 10/2001 – 07/2012 UBS Financial Services, Inc.; Complex Director

**Exams, Licenses & Other Professional Designations:**

- 07/2010: Series 66
- 09/1996: Series 63
- 11/1991: Series 7

Our firm does not have compensation arrangements connected with advisory services which are in addition to our advisory fees. Our management persons and representatives do not engage in other financial industry activities or affiliations. As a fiduciary, we always put our Client's interest above our own. Information regarding participation of interest in client transactions can be found in our Code of Ethics as well as Item 11 of this Brochure. You may obtain a copy of our Code of Ethics by contacting Robert Graham, Chief Compliance Officer at (312) 675-6072.