

## **PART 2A OF FORM ADV**

**305 W. Big Beaver Road, Ste. 205  
Troy, Michigan 48084  
Phone: 248-244-3007**

**October 7, 2014**

This brochure provides information about the qualifications and business practices of Greystone Retirement Group. If you have any questions about the contents of this brochure, please contact us at 248-244-3007. 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.

Greystone Retirement Group is a registered investment adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Additional information about Greystone Retirement Group is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You may search this site by a unique identifying number, known as a IARD/CRD number. Greystone Retirement Group's IARD/CRD number is 171405.

### **ITEM 3 - TABLE OF CONTENTS**

COVER PAGE.....	i
ITEM 3 - TABLE OF CONTENTS.....	ii
ITEM 4 - ADVISORY BUSINESS .....	1
ITEM 5 - FEES AND COMPENSATION .....	2
ITEM 6 - PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT .....	4
ITEM 7 - TYPES OF CLIENTS.....	4
ITEM 8 - METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS.....	4
ITEM 9 - DISCIPLINARY INFORMATION.....	5
ITEM 10 - OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS.....	6
ITEM 11 - CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING.....	6
ITEM 12 - BROKERAGE PRACTICES .....	7
ITEM 13 - REVIEW OF ACCOUNTS .....	8
ITEM 14 - CLIENT REFERRALS AND OTHER COMPENSATION .....	8
ITEM 15 - CUSTODY.....	8
ITEM 16 - INVESTMENT DISCRETION .....	9
ITEM 17 - VOTING CLIENT SECURITIES .....	9
ITEM 18 - FINANCIAL INFORMATION.....	9
ADDITIONAL INFORMATION.....	9

## **ITEM 4 - ADVISORY BUSINESS**

### **Our Owner's and Principals**

Greystone Retirement Group, LLC was formed in April 2014 as a joint venture company between Greystone Financial Group, Inc. and South Padre Ventures 2 L.L.C. South Padre Ventures 2 L.L.C. and Greystone Financial Group, Inc. each own 50% of the ownership of our firm.

At that time of our formation, Todd R. Moss, the Vice President of Greystone Financial Group, became our Chief Executive Officer and Chief Compliance Officer. Greystone Financial Group, Inc., a Michigan corporation, has been providing investment management and financial planning services to clients since 1995. Founded in November 2012, South Padre Ventures 2, L.L.C. is a limited liability company organized under the laws of Texas. Doeren Mayhew is an affiliate of South Padre Ventures 2 because some owners of Doeren Mayhew are also owners of South Padre Ventures 2. From time to time Doeren Mayhew's employees may refer the trustees of qualified retirement plans to us for investment advisory and consulting services. Neither Doeren Mayhew or its employees will receive compensation for a referral; however, those Doeren Mayhew owners who are also owners of South Padre Ventures 2, will indirectly benefit from such referrals by virtue of their ownership of our firm.

We generally requires our employees to have a college degree and/or a minimum five years related experience, display a high degree of integrity in previous business background, high standards of morals and ethics and be committed to providing quality investment advice. If not previously attained, associated persons must obtain a Master's degree in a related field or an acceptable professional designation within five years of employment.

The following paragraphs describe our services and fees. Please refer to the description of each investment advisory service listed below for information on how we tailor our advisory services to your individual needs. As used in this brochure, the words "we," "our" and "us" refer to Greystone Retirement Group, LLC and the words "you," "your" and "client" refer to you as either a client or prospective client of our firm.

### **Description of Services**

We offer management services to qualified retirement plans and their participants. A description of these services is provided in more detail below.

### **Management Services for Qualified Plans**

As part of our services to qualified retirement plans which are subject to the Employee Retirement Income Security Act of 1974, as amended ("ERISA"), we will act as a fiduciary of the plan under Section 3(21)(A) and if appointed, we provide discretionary investment advice as a fiduciary as defined in Sections 3(21)(A)(i) and 3(21) or a 3(38) of ERISA to plan participants who specifically request such advice.

As an ERISA 3(21) fiduciary investment advisor, we will make recommendations, but it is ultimately up to you, as the plan fiduciary, to decide whether and how to act. As a 3(21) advisor, we will not have discretion to invest and reinvest your assets without your prior consent. Thus, as a 3(21) advisor, we will share responsibility for the selection of investments.

We will review the plan's investment objectives, risk tolerance and goals documented in an existing investment policy statement or work with the plan fiduciary to establish specific standards to incorporate such as employee and participant demographics, nature of asset class categories, any limits or investment return objectives for the asset class categories including the designated investment alternatives, and criteria and systems used to supervise, monitor and evaluate the designated investment alternatives. We continually monitor the plan's investments, including the designated investment alternatives and will create and maintain a mutually agreed upon number of model asset allocation portfolios. Periodically, we will prepare investment reports that will document consistency of fund management, and conformance with the existing investment policy statement or the plan's specific standards.

### **Participant Advice**

The plan fiduciary may appoint us to provide investment advice to participants. Advice services are provided only to those participants who elect to meet with our representatives and accept our services. We will not have any authority or responsibility for investments held outside of the qualified plan, and the plan participants retain the sole responsibility to update us as to changes in their personal financial information.

If we are engaged to provide investment advice to participants, we will offer these services in group meetings or in one-on-one meetings conducted by telephone or in person. The participant will provide information to us about their financial situation, risk tolerance, time horizon to retirement, anticipated retirement income needs and investment objectives. Taking all of this information into consideration, we generally will make recommendations, but it is ultimately up to the plan participant, to decide whether and how to act. Alternatively, when authorized by the participant, we may invest, on a discretionary basis, the participant's account in accordance with his or her objectives.

### **Assets Under Management**

We will manage your assets on a nondiscretionary basis. Because we are a newly formed adviser, we have no client assets managed on a non-discretionary basis at this time.

## **ITEM 5 - FEES AND COMPENSATION**

### **Fees for Qualified Plans**

Fee arrangements for qualified plans are individually negotiated, with the plan sponsor, depending on the nature of the engagement and the client's distinct situation including the size of

their assets under advisement and other factors. Our fees for qualified plans are described in our investment advisory agreement. Generally, our annual investment management fee is billed and payable quarterly, in advance, based on the value of the plan's assets as of the last day of the prior quarter, as reported by the plan's custodian and upon appropriate valuation information. If the investment advisory agreement is executed at any time other than the first day of a calendar quarter, our fees will apply on a pro rata basis.

### **Fees for Participant Advice**

If the plan fiduciary elects us to offer investment advice as an additional service to plan participants, we will negotiate the participant advice fee, with the plan fiduciary. The participant fee will be described in our investment advisory agreement with the plan fiduciary. These fees may be paid by the participant using their assets in the plan or by the plan sponsor. The plan sponsor will notify participants of this service and the negotiated fee.

Our annual participant advice services fee is billed and payable quarterly, in advance, based on the value of the accounts of those plan participants electing advice services as of the last day of the prior quarter as reported by the plan's custodian or third party recordkeeper. If the investment advisory agreement is executed at any time other than the first day of a calendar quarter, our fees will apply on a pro rata basis.

### **Termination**

Either of us may terminate the investment advisory agreement at any time by providing the other party with 30 days' written notice. With respect to any prepaid fee, a prorated portion of the prepaid amount will be returned based on the number of days remaining in the applicable quarterly period after the termination date. With the exception of any advisory fees due and owing upon termination, we will not be entitled to any additional termination charge or termination fee. Termination of our agreement shall not affect liabilities or obligations incurred or arising from transactions initiated under our agreement prior to the termination date, such as the purchase of investments by us for your account. After the termination date, we shall have no further duties or obligations to you under our agreement.

### **Additional Fees and Expenses**

As part of our investment management services to you, we may recommend that you invest in mutual funds and exchange traded funds. The fees that you pay to our firm for investment management services are separate and distinct from the fees and expenses charged by mutual funds and exchange traded funds (described in each fund's prospectus). These fees will generally include a management fee and other fund expenses. To fully understand the total cost you will incur, you should review all the fees charged by mutual funds and exchange traded funds, our firm, and others.

## **ITEM 6 - PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT**

We do not accept performance-based fees or participate in side-by-side management. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. Performance-based fees are fees that are based on a share of capital gains or capital appreciation of a client's account. Our fees are calculated as described in the "Fees and Compensation" section above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds in your account.

## **ITEM 7 - TYPES OF CLIENTS**

We offer investment management services to qualified retirement plans and investment education to participants of those plans.

We do not require a minimum account size to open and maintain a managed account however, we do require a minimum annual fee of \$1,200. At our discretion, we may waive the minimum annual fee. For example, we may waive the minimum if you appear to have significant potential for increasing your assets under our management.

## **ITEM 8 - METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS**

### **Our Methods of Analysis and Investment Strategies**

We may use one or more of the following methods of analysis or investment strategies when providing investment advice to you:

- Charting Analysis - involves the gathering and processing of price and volume information for a particular security. This price and volume information is analyzed using mathematical equations. The resulting data is then applied to graphing charts, which is used to try and predict future price movements based on price patterns and trends.
- Technical Analysis - involves studying past price patterns and trends in the financial markets to attempt to predict the direction of both the overall market and specific stocks. The risk of market timing based on technical analysis is that charts may not accurately predict future price movements. Current prices of securities may reflect all information known about the security and day to day changes in market prices of securities may follow random patterns and may not be predictable with any reliable degree of accuracy.
- Cyclical Analysis - a type of technical analysis that involves evaluating recurring price patterns and trends. Economic/business cycles may not be predictable and may have many fluctuations between long term expansions and contractions. The lengths of economic cycles may be difficult to predict with accuracy and therefore the risk of

cyclical analysis is the difficulty in predicting economic trends and consequently the changing value of securities that would be affected by these changing trends.

We determine investments and allocations based upon your predefined objectives, risk tolerance, time horizon, financial horizon, financial information, liquidity needs, and other various suitability factors as documented in your investment policy statement. Our investment strategies and advice may vary depending upon the mutual funds, and/or exchange traded funds (“ETFs”) held within your plan and each plan’s investment policy statement. Your restrictions and guidelines may affect the composition of your portfolio.

### **Risk of Loss**

Investing in securities involves risk of loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance.

### **Recommendation of Particular Types of Securities**

Mutual funds and exchange traded funds are professionally managed collective investment systems that pool money from many investors and invest in stocks, bonds, short-term money market instruments, other mutual funds, other securities or any combination thereof. The fund will have a manager that trades the fund’s investments in accordance with the fund’s investment objective. While mutual funds and ETFs generally provide diversification, risks can be significantly increased if the fund is concentrated in a particular sector of the market, primarily invests in small cap or speculative companies, uses leverage (i.e., borrows money) to a significant degree, or concentrates in a particular type of security (i.e., equities) rather than balancing the fund with different types of securities. ETFs differ from mutual funds since they can be bought and sold throughout the day like stock and their price can fluctuate throughout the day. The returns on mutual funds and ETFs can be reduced by the costs to manage the funds. Also, while some mutual funds are “no load” and charge no fee to buy into, or sell out of, other types of mutual funds do charge such fees which can also reduce returns. Mutual funds can also be “closed end” or “open end.” So-called “open end” mutual funds continue to allow in new investors indefinitely which can dilute other investors’ interests.

## **ITEM 9 - DISCIPLINARY INFORMATION**

Neither our firm nor any of our associated persons has any reportable disciplinary information.

## **ITEM 10 - OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS**

As a registered investment adviser, we must disclose information regarding our business activities, other than giving investment advice, our other activities in the financial industry, and any arrangements with related persons that are material to you or our advisory business. We are also required to disclose if we receive cash or other economic benefits from a third party in connection with advising you.

As previously disclosed, we are owned equally by Greystone Financial Group, Inc., a federally registered investment adviser, and South Padre Ventures 2, L.L.C. Our CEO and CCO, Todd R. Moss, is Vice President of Greystone Financial Group, Inc.. In addition, some of our representatives hold the same position at Greystone Financial Group. As described in more detail in the "ITEM 12: BROKERAGE PRACTICES" beginning on page 7, Mr. Moss serves on the TD Ameritrade Institutional Advisor Panel.

## **ITEM 11 - CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING**

### **Description of Our Code of Ethics**

We strive to comply with applicable laws and regulations governing our practices. Therefore, our Code of Ethics includes guidelines for professional standards of conduct for our associated persons. Our goal is to protect your interests at all times and to demonstrate our commitment to our fiduciary duties of honesty, good faith, and fair dealing with you. All of our associated persons are expected to adhere strictly to these guidelines. Our Code of Ethics also requires that certain persons associated with our firm submit reports of their personal account holdings and transactions to a qualified representative of our firm who will review these reports on a periodic basis. Persons associated with our firm are also required to report any violations of our Code of Ethics. Additionally, we maintain and enforce written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about you or your account holdings by persons associated with our firm.

Our Code of Ethics is available to you upon request. You may obtain a copy of our Code of Ethics by contacting our Chief Compliance Officer at 248-244-3007.

### **Personal Trading Practices**

Our firm and employees are permitted to buy or sell securities that we recommend to clients. To eliminate this conflict of interest, it is our policy that neither our associated persons nor we shall have priority over your account in the purchase or sale of securities. Our employees are prohibited from buying or selling securities for themselves or for their immediate family (i.e. spouse, minor children, and adults living in the same household) until the trades are reviewed and pre-cleared by our Chief Compliance Officer or their designee.



## **ITEM 12 - BROKERAGE PRACTICES**

We recommend the brokerage and custodial services of TD Ameritrade Institutional Services, a division of TD Ameritrade, Inc., member FINRA/SIPC/NFA (“TD Ameritrade”), an unaffiliated securities broker-dealer. Our firm participates in the TD Ameritrade Institutional program. TD Ameritrade offers services to independent investment advisers which include custody of securities, trade execution, clearance and settlement of transactions. We receive some benefits from TD Ameritrade through our participation in the program.

We believe that TD Ameritrade provides quality execution services for you at competitive prices. Price is not the sole factor we consider in evaluating best execution. We also consider the quality of the brokerage services provided by TD Ameritrade, including the value of research provided, the firm’s reputation, execution capabilities, commission rates, and responsiveness to our clients and our firm. In recognition of the value of research services and additional brokerage products and services TD Ameritrade provides, you may pay higher commissions and/or trading costs than those that may be available elsewhere.

As disclosed above, we participate in TD Ameritrade’s Institutional program. There is no direct link between our participation in the TD Ameritrade program and the investment advice we give our clients, although we receive economic benefits through our participation in the program that are typically not available to TD Ameritrade’s retail investors. These non-”soft dollar” benefits include the following products and services (provided without cost or at a discount): receipt of duplicate client statements and confirmations; research related products and tools; consulting services; the ability to have our fees deducted directly from our client accounts; access to an electronic communications network for account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to our firm by third party vendors. TD Ameritrade may also pay for business consulting and professional services received by for firm’s related persons. Some of the products and services made available by TD Ameritrade through the program may benefit our firm but may not benefit our client accounts. These products or services may assist us in managing and administering our client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help our firm manage and further develop our business enterprise. The benefits received by our firm or our personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of our fiduciary duties to our clients, we endeavor at all times to put the interests of our clients first. Clients should be aware, however, that the receipt of economic benefits by our firm or our related persons in, and of, itself creates a potential conflict of interest and may indirectly influence our choice to recommend TD Ameritrade for custody and brokerage services.

Our Chief Executive Officer, Todd R. Moss serves on the TD Ameritrade Institutional Advisor Panel (“Panel”). The Panel consist of approximately twenty-four independent

investment advisors that advise TD Ameritrade Institutional (“TDA Institutional”) on issues relevant to the independent advisor community. The Panel meets in person on average three to four times per year and conducts periodic conference calls on an as needed basis. Investment advisors are appointed to serve on the Advisor Panel for two year terms by TDA Institutional senior management. An investment advisor may serve longer than their initial appointment if appointed to additional terms by TDA Institutional senior management. At times, Panel members are provided confidential information about TDA Institutional initiatives. Panel members are required to sign confidentiality agreements. TD Ameritrade does not compensate Panel members. However, TD Ameritrade pays or reimburses our firm for the travel, lodging and meal expenses our representative incurs in attending Panel meetings. The benefits received by our firm or our representative by serving on the Panel do not depend on the amount of brokerage transactions directed to TD Ameritrade. Clients should be aware, however, that the receipt of economic benefits by our firm or our representative in and of itself creates a potential conflict of interest and may indirectly influence our recommendation of TD Ameritrade for custody and brokerage services.

### **ITEM 13 - REVIEW OF ACCOUNTS**

We will review the investments, including the asset mix within the risk based models at least quarterly. If you engage our firm for investment management services only for the qualified plan, we will review your plan at least annually with the plan fiduciary. If we provide advice to the plan’s participants we will offer to meet with the group of participants twice a year. Any such reviews/updates may be subject to an additional fee as agreed upon in our investment advisory agreement.

### **ITEM 14 - CLIENT REFERRALS AND OTHER COMPENSATION**

We do not directly compensate any third parties (Solicitors) for referring clients to us.

### **ITEM 15 - CUSTODY**

When instructed, we directly debit your account(s) for the payment of our advisory fees. This ability to deduct our advisory fees from your accounts causes our firm to exercise limited custody over your funds or securities. Your funds and securities will be held with a bank, broker-dealer, or other independent qualified custodian. You will receive account statements from the independent qualified custodian(s) indicating the amount of our advisory fees deducted from your account(s) at least quarterly. You should carefully review account statements for accuracy. If you have a question regarding your account statement or if you did not receive a statement from your custodian, please contact us at 248-244-3007.

## **ITEM 16 - INVESTMENT DISCRETION**

As described in more detail in the “ITEM 4: ADVISORY BUSINESS” beginning on page 1, we generally receive nondiscretionary authority in writing from clients at the outset of an advisory relationship in the investment advisory agreement. Whether or not we have discretion with respect to the assets of a qualified plan, the plan fiduciary can choose to allow the plan participants to authorize us to invest, on a discretionary basis, the participant’s account in accordance with his or her objectives.

## **ITEM 17 - VOTING CLIENT SECURITIES**

Qualified plan clients will specifically undertake the responsibility of responding to or voting proxies that are solicited with respect to annual or special meetings of shareholders of securities held in your account. Proxy solicitation materials will be forwarded to you by your custodian for response and voting. At your request, we may offer you advice regarding corporate actions and the exercise of your proxy voting rights.

## **ITEM 18 - FINANCIAL INFORMATION**

Our firm does not have any financial conditions or impairments that would prevent us from meeting our contractual commitments to you.

## **ADDITIONAL INFORMATION**

### **Your Privacy**

We view protecting your private information as a top priority. Pursuant to applicable privacy requirements, we have instituted policies and procedures to ensure that we keep your personal information private and secure.

We do not disclose any nonpublic personal information about you to any non affiliated third parties, except as permitted by law. In the course of servicing your account, we may share some information with our service providers, such as transfer agents, custodians, broker-dealers, accountants, consultants, and attorneys.

We restrict internal access to nonpublic personal information about you to employees, who need that information in order to provide products or services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your nonpublic personal information and to ensure our integrity and confidentiality. We will not sell information about you or your accounts to anyone. We do not share your information unless it is required to process a transaction, at your request, or required by law.

You will receive a copy of our privacy notice prior to or at the time you sign an advisory agreement with our firm. Thereafter, we will deliver a copy of the current privacy policy notice to you on an annual basis. Please contact us at 248-244-3007, if you have any questions regarding this policy.

141292.158086 #10622644