

**Item 1 – Cover Page**

Nova Wealth Management Group, LLC

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[http://thebamalliance.com/NovaWealthManagement  
GroupLLC/](http://thebamalliance.com/NovaWealthManagementGroupLLC/)

March 26, 2015

This Brochure provides information about the qualifications and business practices of Nova Wealth Management Group, LLC (“Nova”). If you have any questions about the contents of this Brochure, please contact us at (770) 394-3281. 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.

Nova is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about Nova also is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can search this site by a unique identifying number, known as a CRD number. The CRD number for Nova is 125489.

## Item 2 – Material Changes

This Item of the Brochure will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes. The most recent update of our Brochure was 03/26/2015 and included the following material changes:

- Our Chief Compliance Officer is Sam M. Bromberg
- Items 12 and 14 were amended to include TD Ameritrade as an additional custodian.
- Items 4, 5 and 13 were amended to include additional language and fee schedule for our Employee Benefit Retirement Plan Services.

(Brochure Date: 03/26/2015)

(Date of Most Recent Annual Updating Amendment: 03/26/2015)

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure may be requested by contacting Sam M. Bromberg, Managing Member and Chief Compliance Officer at (770) 394-3281. Additional information about Nova is also available via the SEC's web site [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC's web site also provides information about any persons affiliated with Nova who are registered, or are required to be registered, as investment adviser representatives of Nova.

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## **Item 4 – Advisory Business**

Nova is owned by two individual Members, Jeffrey Cohen and Sam Bromberg. Nova has been providing advisory services since 1999.

As of January 31, 2015, Nova managed \$259,311,338 on a discretionary basis and \$474,114 on a nondiscretionary basis. In addition, we advised on \$20,083,540 of self-directed retirement account assets.

### **Investment Management Services:**

Nova manages investment portfolios for individuals, qualified retirement plans, trusts, charitable organizations, corporations and small businesses. Nova will work with a client to determine the client's investment objectives and investor risk profile and will design a written investment policy statement. Nova uses investment and portfolio allocation software to evaluate alternative portfolio designs. Nova evaluates the client's existing investments with respect to the client's investment policy statement. Nova works with new clients to develop a plan to transition from the client's existing portfolio to the portfolio recommended by Nova. Nova will then continuously monitor the client's portfolio holdings and the overall asset allocation strategy and hold review meetings with the client regarding the account as necessary.

Nova will typically create a portfolio of no-load mutual funds, and may use model portfolios if the models match the client's investment policy. Nova will allocate the client's assets among various investments taking into consideration the overall management style selected by the client. Nova primarily recommends portfolios consisting of passively managed asset class and index mutual funds. Nova primarily recommends mutual funds offered by Dimensional Fund Advisors (DFA). DFA sponsored mutual funds follow a passive asset class investment philosophy with low holdings turnover. Client portfolios may also include some individual equity securities in situations where disposition of these securities would present an overriding tax implication or the client specifically requests they be retained for a personal reason. These situations will be specifically identified in the client's Investment Policy Statement (IPS).

Nova manages mutual fund and equity portfolios on a discretionary or nondiscretionary basis. Nova may also recommend fixed income securities to advisory clients. Nova may impose any reasonable restrictions on Nova's discretionary authority, including restrictions on the types of securities in which Nova may invest client's assets and on specific securities, which the client may believe to be appropriate.

Nova may also recommend fixed income portfolios to investment management clients, which consist of managed accounts of individual bonds. Nova will request discretionary authority from investment management clients to manage fixed income portfolios, including the discretion to retain a third party fixed income manager. Nova will prepare a Fixed Income Investment Policy Statement for any client qualifying for separate fixed income portfolio services.

Pursuant to its discretionary authority, Nova will retain a fixed income securities manager. The fixed income securities manager will be provided with the discretionary authority to invest client assets in fixed income securities consistent with the client's Fixed Income Investment Policy Statement. The manager will also monitor the account for changes in credit ratings, security call provisions, and tax loss harvesting opportunities (to the extent that the manager is provided with cost basis information). The manager will obtain Nova's consent prior to the sale of any client securities.

On an ongoing basis, Nova will answer clients' inquiries regarding their accounts and review periodically with clients the performance of their accounts. Nova will periodically, and at least annually, review clients' investment policy, risk profile and discuss the re-balancing of each client's accounts to the extent appropriate. Nova will provide to investment manager any updated client financial information or account restrictions necessary for investment manager to provide sub-advisory services.

In addition to managing the client's investment portfolio, Nova may consult with clients on various financial areas including income and estate tax planning, business sale structures, college financial planning, retirement planning, insurance analysis, personal cash flow analysis, establishment and design of retirement plans and trust designs, among other things.

#### **Employee Benefit Retirement Plan Services:**

Nova also provides advisory services to participant-directed employee retirement benefit plans. Nova will analyze the plan's current investment platform, and assist the plan in creating an investment policy statement defining the types of investments to be offered and the restrictions that may be imposed. Nova will recommend investment options to achieve the plan's objectives, provide participant education meetings, and monitor the performance of the plan's investment vehicles.

Nova will recommend changes in the plan's investment vehicles as may be appropriate from time to time. Nova generally will review the plan's investment vehicles and investment policy as necessary.

For certain retirement plans, Nova also works in coordination and support with BAM Advisor Services, LLC ("BAM"). Retirement plan clients will engage both Nova and BAM. BAM will provide to the client additional discretionary investment management services and will exercise discretionary authority to select the plan investments made available to the plans' participants by selecting and maintain the plans' investments according to the goals and investment objectives of the plan.

Nova will continue to work with plans to monitor plan investments, provide fiduciary plan advice including regular considerations of the goals and objectives of the plan, and provide participant education services to the plan.

### **Financial Planning Services:**

Nova also provides advice in the form of a Financial Plan. Clients purchasing this service may receive a written financial plan, providing the client with a detailed financial plan designed to achieve their stated financial goals and objectives.

In general, the financial plan will address any or all of the following areas of concern:

- PERSONAL: Family records, budgeting, personal liability, estate information and financial goals.
- EDUCATION: Education IRAs, financial aid, state savings plans, grants and general assistance in preparing to meet dependent's continuing educational needs through development of an education plan.
- TAX & CASH FLOW: Income tax and spending analysis and planning for past, current and future years. Nova may illustrate the impact of various investments on a client's current income tax and future tax liability.
- DEATH & DISABILITY: Cash needs at death, income needs of surviving dependents, estate planning and disability income analysis.
- RETIREMENT: Analysis of current strategies and investment plans to help the client achieve his or her retirement goals.
- INVESTMENTS: Analysis of investment alternatives and their effect on a client's portfolio.

Nova gathers required information through in-depth personal interviews. Information gathered includes a client's current financial status, future goals and attitudes towards risk.

Related documents supplied by the client are carefully reviewed and a written report is typically prepared. Should a client choose to implement the recommendations in the plan, Nova suggests the client work closely with his/her attorney, accountant or insurance agent. Implementation of financial plan recommendations is entirely at the client's discretion.

### **Consulting Services:**

Clients can also receive investment analysis and recommendations on a more limited basis. This may include advice on only an isolated area(s) of concern such as estate planning, retirement planning, reviewing a client's existing portfolio, or any other specific topic.

Additionally, Nova provides advice on non-securities matters. Generally, this is in connection with the rendering of estate planning, insurance, and/or annuity advice.

## **Item 5 – Fees and Compensation**

In certain circumstances, all fees, account minimums and their applications to family circumstances may be negotiable.

Nova has contracted with BAM Advisor Services, LLC (BAM), for services including trade processing, collection of management fees, record maintenance, report preparation, marketing assistance, and research. Nova has also contracted with BAM for sub-advisory services with respect to clients' fixed income accounts. Nova pays a fee for BAM services based on management fees paid to Nova on accounts that use BAM Advisor Services. The fee paid by Nova to BAM consists of a portion of the fee paid by clients to Nova and varies based on the total client assets participating in BAM Advisor Services through Nova. These fees are not separately charged to advisory clients.

The specific manner in which fees are charged by Nova is established in a client's written agreement with Nova. For investment management & employee benefit plan services, clients will be invoiced in advance at the beginning of each calendar quarter based upon the value (market value based on independent third party sources or fair market value in the absence of market value; client account balances on which Nova calculates fees may vary from account custodial statements based on independent valuations and other accounting variances, including mechanisms for including accrued interest in account statements) of the client's account at the end of the previous quarter. New accounts are charged a prorated fee for the remainder of the quarter in which the account is incepted (date of first trade).

For Investment Management and Employee Benefit Plan Services, Nova will request authority from the client to receive quarterly payments directly from the client's account held by an independent custodian. Clients may provide written limited authorization to Nova or its designated service provider, BAM, to withdraw fees from the account. Clients will receive custodial statements showing the advisory fees debited from their account(s). Certain third party administrators will calculate and debit Nova's fee and remit such fee to Nova.

A client agreement may be canceled at any time, by either party, for any reason upon receipt of 30 days written notice. Upon termination of any account, any prepaid, unearned fees will be promptly refunded.

Nova's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. These fees will generally include a management fee and other fund expenses. All fees paid to Nova for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and ETFs to their shareholders.

Such charges, fees and commissions are exclusive of and in addition to Nova's fee, and Nova shall not receive any portion of these commissions, fees, and costs.

### **Advisory Fees**

#### **Investment Management Services:**

The annual fee for investment management services will be charged as a percentage of assets under management, according to the schedule below:

<b>Assets under management</b>	<b>Annual Fee (%)*</b>
First \$1,000,000	1.00%
Next \$1,000,000	0.90%
Next \$1,000,000	0.80%
Next \$2,000,000	0.65%
\$5,000,000 or greater	0.60%



\*A minimum annual fee of \$6,000.00 will be assessed to all portfolios not meeting \$1M under management.

All accounts for members of the client's family (husband, wife and dependent children) or related businesses may be assessed fees based on the total balance of all accounts.

### **Employee Benefit Retirement Plan Services:**

The annual fee for plan services will be charged as a percentage of assets within the plan.

Assets Under Management	BAM's Annual Fee	Nova's Annual Fee	Total Fee
On the first \$1,000,000	0.20%	0.70%	0.90%
On the next \$4,000,000	0.15%	0.45%	0.60%
On the next \$5,000,000	0.075%	0.25%	0.325%
On all amounts above \$10,000,000	0.05%	0.15%	0.20%

Certain pre-existing employee benefit retirement plan services clients may be on a different fee schedule.

### **Financial Planning Services:**

Financial planning fees will be charged in one of two ways:

1. As a fixed fee, typically ranging from \$1,000 - \$15,000, depending on the nature and complexity of each client's circumstances and upon mutual agreement with the client.
2. On an hourly basis, ranging from \$260 - \$300 per hour for professional time, depending on the nature and complexity of each client's circumstances and upon mutual agreement with the client. Lower rates may apply for administrative time. An estimate for total hours will be determined at the start of the advisory relationship.

Fees will be billed monthly and payable upon completion of the plan. Typically the financial plan will be presented to the client within 90 days of the contract date, provided that all information needed to prepare the financial plan has been promptly provided by the client.

Nova will never hold client funds greater than \$1200 for more than six months in advance of completion of the financial plan.

## **Consulting Services:**

Consulting fees are charged at an hourly rate of \$260 to \$300 per hour. Fees are due and payable as earned. Lower rates may apply for administrative time.

## **Item 6 – Performance-Based Fees and Side-By-Side Management**

Nova does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client). All fees are calculated as described above and are not charged on the basis of income or capital gains or capital appreciation of the funds or any portion of the funds of an advisory client.

## **Item 7 – Types of Clients**

Nova provides services to individuals, qualified retirement plans, trusts, charitable organizations, corporations and small businesses.

Nova generally requires a minimum account size of \$500,000 to \$1,000,000 for Investment Management Services. A separate minimum of \$400,000 to \$800,000 is generally required for management services of portfolios of individual fixed income securities. Nova generally requires a minimum annual fee of \$6,000 for client accounts not meeting \$1,000,000 of assets under management. These minimum account sizes and minimum fee may be negotiable under certain circumstances.

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

### *Methods of Analysis and Investment Strategy*

Nova's services are based on long-term investment strategies incorporating the principles of Modern Portfolio Theory. Nova's investment approach is firmly rooted in the belief that markets are "efficient" over periods of time and that investors' long-term returns are determined principally by asset allocation decisions, rather than market timing or stock picking. Nova recommends diversified portfolios, principally through the use of passively managed, asset class mutual funds. Nova selects or recommends to clients portfolios of securities, principally broadly-traded open end mutual funds or conservative fixed income securities to implement this investment strategy.

Although all investments involve risk, Nova's investment advice seeks to limit risk through broad diversification among asset classes and, as appropriate for particular clients the investment directly in conservative fixed income securities to represent the fixed income class. Nova's investment philosophy is designed for investors who desire a buy and hold strategy. Frequent trading of securities increases brokerage and other transaction costs that Nova's strategy seeks to minimize.

In the implementation of investment plans, Nova therefore primarily uses mutual funds and, as appropriate, portfolios of conservative fixed income securities. Nova may also utilize Exchange Traded Funds (ETFs) to represent a market sector.

Clients may hold or retain other types of assets as well, and Nova may offer advice regarding those various assets as part of its services. Advice regarding such assets will generally not involve asset management services but may help to more generally assist the client.

Nova's strategies do not utilize securities that we believe would be classified as having any unusual risks, and we do not recommend frequent trading, which can increase brokerage and other costs and taxes.

Nova receives supporting research from BAM Advisor Services and from other consultants, including economists affiliated with Dimensional Fund Advisors ("DFA"). Nova utilizes DFA mutual funds in client portfolios. DFA mutual funds follow a passive asset class investment philosophy with low holdings turnover. DFA provides historical market analysis, risk/return analysis, and continuing education to Nova.

#### *Analysis of a Client's Financial Situation*

In the development of investment plans for clients, including the recommendation of an appropriate asset allocation, Nova relies on an analysis of the client's financial objectives, current and estimated future resources, and tolerance for risk. To derive a recommended asset allocation, Nova may use a Monte Carlo simulation, a standard statistical approach for dealing with uncertainty. As with any other methods used to make projections into the future, there are several risks associated with this method, which may result in the client not being able to achieve their financial goals. They include:

- The risk that expected future cash flows will not match those used in the analysis
- The risk that future rates of return will fall short of the estimates used in the simulation
- The risk that inflation will exceed the estimates used in the simulation
- For taxable clients, the risk that tax rates will be higher than was assumed in the analysis

### Risk of Loss

#### **Investing in securities involves risk of loss that clients should be prepared to bear.**

All investments present the risk of loss of principal – the risk that the value of securities (mutual funds, ETFs and individual bonds), when sold or otherwise disposed of, may be less than the price paid for the securities. Even when the value of the securities when sold is greater than the price paid, there is the risk that the appreciation will be less than inflation. In other words, the purchasing power of the proceeds may be less than the purchasing power of the original investment.

The mutual funds and ETFs utilized by Nova may include funds invested in domestic and international equities, including real estate investment trusts (REITs), corporate and government fixed income securities and commodities. Equity securities may include large capitalization, medium capitalization and small capitalization stocks. Mutual funds and ETF shares invested in fixed income securities are subject to the same interest rate, inflation and credit risks associated with the underlying bond holdings.

Among the riskiest mutual funds used in Nova's investment strategies funds are the U.S. and International small capitalization and small capitalization value funds, emerging markets funds, and commodity futures funds. Conservative fixed income securities have lower risk of loss of principal, but most bonds (with the exception of Treasury Inflation Protected Securities, or TIPS) present the risk of loss of purchasing power through lower expected return. This risk is greatest for longer-term bonds.

Certain funds utilized by Nova may contain international securities. Investing outside the United States involves additional risks, such as currency fluctuations, periods of illiquidity and price volatility. These risks may be greater with investments in developing countries.

More information about the risks of any particular market sector can be reviewed in representative mutual fund prospectuses managing assets within each applicable sector.

### **Item 9 – Disciplinary Information**

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Nova or the integrity of Nova's management. Nova has no information applicable to this Item.

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

The managing members of Nova, Sam M. Bromberg (Bromberg) and Jeffrey Cohen (Cohen), were historically members of the accounting firm Verner Associates, LLC, dba Verner, Bromberg & Cohen (hereinafter "VB&C"). Nova may recommend VB&C to advisory clients in need of accounting services. Accounting services provided by VB&C are separate and distinct from the advisory services of Nova, and are provided for separate and typical compensation. Nova will pay referral fees to VB&C for advisory client referrals. See Item 13.B for additional disclosures. No Nova client is obligated to use VB&C for any accounting services, nor is any VB&C client obligated to utilize the services provided by Nova. VB&C accounting services do not include the authority to sign checks or otherwise disburse funds on any Nova advisory client's behalf.

### **BAM Advisor Services, LLC**

As described above in Item 4, Nova may exercise discretionary authority provided by a client to select an independent third party investment manager for the management of portfolios of individual fixed income securities. Nova selects BAM Advisors Services, LLC for such fixed income management. Nova also contracts with BAM Advisor Services, LLC for back office services and assistance with portfolio modeling. Nova has a fiduciary duty to select qualified and appropriate managers in the client's best interest, and believes that BAM Advisor Services, LLC effectively provides both the back office services that assist with its overall investment advisory practice and fixed income portfolio management services. The management of Nova continuously makes this assessment. While Nova has a contract with BAM Advisor Services, LLC governing a time period for back office services, Nova has no such fixed commitment to the selection of BAM Advisor Services, LLC for fixed income management services and may select another investment manager for clients upon reasonable notice to BAM Advisor Services, LLC.

## **Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading**

Nova has adopted a Code of Ethics expressing the firm's commitment to ethical conduct. Nova's Code of Ethics describes the firm's fiduciary duties and responsibilities to clients and sets forth Nova's practice of supervising the personal securities transactions of employees with access to client information. Individuals associated with Nova may buy or sell securities for their personal accounts identical or different than those recommended to clients. It is the expressed policy of Nova that no person employed by the firm shall prefer his or her own

interest to that of an advisory client or make personal investment decisions based on investment decisions of advisory clients.

To supervise compliance with its Code of Ethics, Nova requires that anyone associated with this advisory practice with access to advisory recommendations provide annual securities holding reports and quarterly transaction reports to the firm's principal. Nova also requires such access persons to receive approval from the Chief Compliance Officer prior to investing in any IPO's or private placements (limited offerings).

Nova's Code of Ethics further includes the firm's policy prohibiting the use of material non-public information and protecting the confidentiality of client information. Nova requires that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices. Any individual not in observance of the above may be subject to discipline.

Nova will provide a complete copy of its Code of Ethics to any client or prospective client upon request.

It is Nova's policy that the firm will not affect any principal or agency cross securities transactions for client accounts. Nova will also not cross trades between client accounts. Principal transactions are generally defined as transactions where an advisor, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated private fund and another client account. An agency cross transaction is defined as a transaction where a person acts as an investment advisor in relation to a transaction in which the investment advisor, or any person controlled by or under common control with the investment advisor, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an advisor is dually registered as a broker-dealer or has an affiliated broker-dealer.

## **Item 12 – Brokerage Practices**

Nova arranges for the execution of securities transactions with the assistance of BAM Advisor Services. Through BAM, Nova may participate in the Schwab Advisor Services (SAS) program offered to independent investment advisers by Charles Schwab & Company, Inc., the Fidelity Institutional Wealth Services (FIWS) program, sponsored by Fidelity Brokerage Services, LLC ("Fidelity") and the TD Ameritrade Institutional Program offered by TD Ameritrade, Inc. TD Ameritrade Institutional ("TDA") is a division of TD Ameritrade, Inc.

("TD Ameritrade") member FINRA/SIPC/NFA. Schwab, Fidelity and TD Ameritrade are unaffiliated SEC-registered broker dealers and FINRA member broker dealers. Each offers to independent advisors services which include custody of securities, trade execution, clearance and settlement transactions.

The Schwab, Fidelity and TD Ameritrade brokerage programs will generally be recommended to advisory clients for the execution of mutual fund and equity securities transactions. Nova regularly reviews these programs to ensure that its recommendations are consistent with its fiduciary duty. These trading platforms are essential to Nova's service arrangements and capabilities, and Nova may not accept clients who direct the use of other brokers. As part of these programs, Nova receives benefits that it would not receive if it did not offer investment advice (See the disclosure under Item 14 of this Brochure).

As Nova will not request the discretionary authority to determine the broker dealer to be used or the commission rates to be paid for mutual fund and equity securities transactions, clients must direct Nova as to the broker dealer to be used. In directing the use of a particular broker or dealer, it should be understood that Nova will not have authority to negotiate commissions among various brokers or obtain volume discounts, and best execution may not be achieved. Not all investment advisers require clients to direct the use of specific brokers.

Nova will not exercise authority to arrange client transactions in fixed income securities. Clients will provide this authority to a fixed income manager retained by Nova on client's behalf by designating the portfolio manager with trading authority over client's brokerage account. Clients will be provided with the Disclosure Brochure (Form ADV Part 2) of portfolio manager.

SAS, FIWS and TDA do not generally charge clients a custody fee and are compensated by account holders through commissions or other transaction-related fees for securities trades that are executed through the broker or that settle into the clients' accounts at the brokers. Trading client accounts through other brokers may result in fees (including mark-ups and mark-downs) being charged by the custodial broker and an additional broker. While Nova will not arrange transactions through other brokers, the authority of the fixed income portfolio manager includes the ability to trade client fixed income assets through other brokers.

Nova also does not have any arrangements to compensate any broker dealer for client referrals.

Nova does not maintain any client trade error gains. Nova makes client whole with respect to any trade error losses incurred by client caused by Nova. For clients utilizing TD Ameritrade for brokerage services, TD Ameritrade maintains a policy that any trade error gains will be donated by TD Ameritrade to charity

Nova generally does not aggregate any client transactions in mutual fund or other securities. Client accounts are individually reviewed and managed, and transaction costs are not saved by aggregating orders in almost all circumstances in which Nova arranges transactions. BAM Advisor Services, LLC, in the management of fixed income portfolios, will aggregate certain transactions among client accounts that it manages, in which case a Nova client's order may be aggregated with an order for another client of BAM Advisor Services, LLC who is not an Nova client. See BAM Advisor Services, LLC Form ADV Part 2.

### **Employee Benefit Retirement Plan Services:**

Nova does not arrange for the execution of securities transactions for plans as a part of this service. Transactions are executed directly through employee plan participation.

### **Financial Planning/Consulting Services:**

Nova's financial planning practice, due to the nature of its business and client needs, does not include blocking trades, negotiating commissions with broker dealers or obtaining volume discounts, nor necessarily obtaining the best price. Clients will be required to select their own broker dealers and insurance companies for the implementation of financial planning recommendations. Nova may recommend any one of several brokers. Nova clients must independently evaluate these brokers before opening an account. The factors considered by Nova when making this recommendation are the broker's ability to provide professional services, Nova's experience with the broker, the broker's reputation, and the broker's financial strength, among other factors. Nova's financial planning clients may use any broker or dealer of their choice.

## **Item 13 – Review of Accounts**

### **Reviews:**

#### **Investment Management Services**

Account assets are supervised continuously and formally reviewed quarterly by the Managing Members of Nova, Sam M. Bromberg or Jeffrey Cohen. The review process contains each of the following elements:



- a. assessing client goals and objectives;
- b. evaluating the employed strategy(ies);
- c. monitoring the portfolio(s); and
- d. addressing the need to rebalance.

Additional account reviews may be triggered by any of the following events:

- a. a specific client request;
- b. a change in client goals and objectives;
- c. an imbalance in a portfolio asset allocation; and
- d. market/economic conditions.

For fixed income portfolios, certain account review responsibilities are delegated to a third party investment manager as described above in Item 4.

#### **Employee Benefit Retirement Plan Services:**

Retirement plan assets are reviewed no more than quarterly, and according to the standards and situations described above for investment management accounts.

#### **Financial Planning & Consulting Services:**

Financial Planning and Consulting accounts will be reviewed as contracted for at the inception of the advisory relationship.

#### **Reports:**

#### **Investment Management Services**

All clients will receive quarterly performance reports, prepared by BAM and reviewed by Nova, that summarize the client's account and asset allocation. Clients will also receive at least quarterly statements from their account custodian, which will outline the client's current positions and current market value.

#### **Employee Benefit Retirement Plan Services:**

Plan sponsors are provided with quarterly information and annual performance reviews from Nova. In addition, plan participant education information may also be provided to the Plan Sponsor or Administrator for distribution to the participants of the plan.

## **Financial Planning & Consulting Services:**

Financial Planning and Consulting clients will receive reports as contracted for at the inception of the advisory relationship.

## **Item 14 – *Client Referrals and Other Compensation***

### Client Referrals

Nova may from time to time compensate, either directly or indirectly, any person (defined as a natural person or a company) for client referrals. Nova may also compensate VB&C for client referrals. Clients should understand that VB&C has an economic incentive to recommend the advisory services of Nova. Nova is aware of the special considerations promulgated under Section 206(4)-3 of the Investment Advisers Act of 1940 and similar state regulations. As such, appropriate disclosure shall be made, all written instruments will be maintained by Nova and all applicable Federal and/or State laws will be observed.

### Other Compensation

As indicated under the disclosure for Item 12, SAS, TDA and FIWS each respectively provide Nova with access to services, which are not available to retail investors. These services generally are available to independent investment advisors on an unsolicited basis at no charge to them.

These services benefit Nova but may not benefit its clients' accounts. Many of the products and services assist Nova in managing and administering clients' accounts. These include software and other technology that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), provide research, pricing information and other market data, facilitate payment of Nova's fees from its clients' accounts, and assist with back-office functions, recordkeeping and client reporting. Many of these services generally may be used to service all or a substantial number of Nova's accounts. Recommended brokers also make available to Nova other services intended to help Nova manage and further develop its business enterprise. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, and marketing. Nova does not, however, enter into any commitments with the brokers for transaction levels in exchange for any services or products from brokers. While as a fiduciary, Nova endeavors to act in its clients' best interests, Nova's requirement that clients maintain their assets in accounts at SAS, TDA or

FIWS may be based in part on the benefit to Nova of the availability of some of the foregoing products and services and not solely on the nature, cost or quality of custody and brokerage services provided by the brokers, which may create a potential conflict of interest.

#### Individual Outside Business Activities

Some members of Nova may also participate in other private businesses involving real estate investments. Certain Nova clients, due to pre-existing or family relationships with members of Nova, have participated in these real estate investments based on their own determination of the merits of the investment.

### **Item 15 – Custody**

Investment Management and Employee Benefit Plan Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains client's investment assets. Nova urges you to carefully review such statements and compare such official custodial records to the account statements that we may provide to you. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

### **Item 16 – Investment Discretion**

Nova requests that it be provided with written authority to determine which securities and the amounts of securities that are bought or sold. For fixed income securities, this authority will include the discretion to retain a third party money manager for fixed income accounts. Any limitations on this discretionary authority shall be included in this written authority statement. Clients may change/amend these limitations as required. Such amendments shall be submitted in writing.

When selecting securities and determining amounts, Nova observes the investment policies, limitations and restrictions of the clients for which it advises. Investment guidelines and restrictions must be provided to Nova in writing.

### **Item 17 – Voting *Client* Securities**

Proxy Disclosures: As a matter of firm policy and practice, Nova does not accept the authority to and does not vote proxies on behalf of advisory client. For any pension plan or other employee benefit plan governed by ERISA, the right and responsibility to vote proxies has

been expressly reserved to the plan trustees or other plan fiduciary. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Clients will receive applicable proxies directly from the issuer of securities held in clients' investment portfolios. Nova, however, may provide advice to clients regarding the clients' voting of proxies.

Class Actions, Bankruptcies and Other Legal Proceedings: Clients should note that Nova will neither advise nor act on behalf of the client in legal proceedings involving companies whose securities are held or previously were held in the client's account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements. If desired, clients may direct Nova to transmit copies of class action notices to the client or a third party. Upon such direction, Nova will make commercially reasonable efforts to forward such notices in a timely manner.

## **Item 18 – Financial Information**

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about Nova's financial condition. Nova has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.