

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

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**This brochure provides information about the qualifications and business practices of DEW Wealth Strategies, LLC (hereinafter “DEW” or “firm” or “we”). If you have any questions about the contents of this brochure, please contact us at (314) 862-1500 or at [dew@dewwealthstrategies.com](mailto:dew@dewwealthstrategies.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 DEW 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 DEW is 118996.**

**Item 2. Summary of Material Changes**

We have no material changes to report since the last filing of our Form ADV Part 2.

**Item 3. Table of Contents**

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#### **Item 4. Advisory Business**

DEW is a fee-only SEC-registered investment adviser (SEC file number 801-69078) with its principal place of business located in Clayton, Missouri. We have been in business since 2002, with Jason Woods, President and Chief Compliance Officer, Thomas Ebinger, Vice-President and Matthew Guntili, Vice-President, as direct owners of the firm.

Discretionary assets under our firm's management were approximately \$110,724,207 as of March 09, 2016.

We do not currently have any non-discretionary assets under management.

##### Portfolio Management Services

Our firm provides continuous advice to a client regarding the investment of client funds based on the individual needs of the client. Through personal discussions in which goals and objectives based on a client's particular circumstances are established, we develop a client's personal investment policy statement ("IPS") or investment plan and create and manage a portfolio based on that policy or plan. During our data-gathering process, we determine the client's individual objectives, time horizons, risk tolerance, and liquidity needs. We may also review and discuss a client's prior investment history, as well as family composition and background.

We will manage advisory accounts on a discretionary basis only. Account supervision is guided by the stated objectives of the client (i.e. preservation, conservative, moderate, moderately aggressive, or aggressive strategies), as well as tax considerations. Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

##### Use of Sub-Advisers and Third-Party Managers

We may also, when appropriate, sub-advise certain portions of a client portfolio to independent third-party managers or recommend direct investment with independent third-party managers, typically when those managers demonstrate knowledge and expertise in a particular investment strategy.

As part of this service, we perform management searches of various unaffiliated third-party managers. Based on a client's individual circumstances and needs (as exhibited in the client's IPS) we will determine which selected manager's portfolio management style is appropriate for that client. Factors considered in making this determination include account size, risk tolerance, the opinion of each client and the investment philosophy of the selected manager. We encourage clients to review each third-party manager's disclosure document regarding the particular characteristics of any program and managers selected by us.

Once we determine which selected third-party manager(s) are most appropriate for the client, we will provide the selected registered investment adviser(s) with the client's IPS or investment plan. The selected manager(s) will then create and manage the client's portfolio based upon the client's individual needs as exhibited in the client's IPS or investment plan.

We will regularly and continuously monitor the performance of the selected third-party manager(s). If we determine that a particular selected manager(s) are not providing sufficient management services to the client, or are not managing the client's portfolio in a manner consistent with the client's IPS or investment plan, we will remove the client's assets from that selected manager(s) and place the client's assets with another third-party manager(s) at our discretion and without prior consent from the client.

Our firm will conduct appropriate due diligence on all independent third-party managers, making reasonable inquiries into their performance calculations, policies and procedures, Code of Ethics, and other operational and compliance matters deemed important to account performance and risk management.

#### Financial Planning Services

Financial planning is a comprehensive evaluation of a client's current and future financial state by using currently known variables to predict future cash flows, asset values and withdrawal plans. The key defining aspect of financial planning is that through the financial planning process, all questions, information and analysis will be considered as they impact and are impacted by the entire financial and life situation of the client. Clients purchasing this service will receive a written report, providing the client with a detailed financial plan designed to achieve his or her 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;
- Tax & Cash Flow: Income tax and spending analysis and planning for past, current and future years. We will 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;

- Estate: Analysis of financial issues with respect to living trusts, wills, estate tax, powers of attorney, asset protection plans, nursing homes, Medicaid and elder law;
- Insurance: Review of existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home and automobile; and/or
- Business Planning: Employee benefits analysis, executive compensation planning, risk management, real estate planning, business transfer planning, employee recruiting needs, and expansion planning.

Typically, the financial plan will be presented to the client within six months of the contract date, provided that all information needed to prepare the financial plan has been promptly provided by the client.

### Pension Consulting Services

We provide several consulting services separately or in combination. Clients may choose to use any or all of these services.

#### *Investment Policy Statement (“IPS”) Development or Review*

We will meet with the client (in person and/or over the telephone) to determine or review the client’s investment needs and goals. For clients needing an IPS, we will prepare a written IPS stating their needs and goals and encompassing a policy under which these goals are to be achieved. The IPS will also list the criteria for the selection of investment vehicles and the procedures and timing interval for monitoring investment performance.

#### *Selection of Investment Vehicles and Independent Money Managers*

We will review various investments, consisting primarily of mutual funds, service providers and strategies to determine which ones are appropriate to implement the client’s IPS. The nature and selection of investments and service providers to be recommended will be determined by the client, based on the IPS.

Based on a client’s individual circumstances and needs, we will determine which independent manager’s portfolio is appropriate for that client. Factors we consider in making this determination include account size, risk tolerance, the opinion of each client and the investment philosophy of the independent adviser. If we believe that a selected independent adviser is not performing adequately or if we believe that a different manager is more suitable for a client’s particular needs, then we may suggest that a client contract with a different adviser. While we may assist the client in selecting a new adviser, any move to a new adviser is solely at the discretion of the client.

#### *Monitoring of Investment Procedures and Performance*

We will monitor client investments continuously based on the procedures and timing

intervals delineated in the IPS. Although we will not be involved in any way in the purchase or sale of these investments, we will monitor the client's portfolio and will make recommendations to the client as market factors and the client's needs dictate. The frequency of reviews will be determined by the client's needs and the IPS.

#### *Employee Communications:*

For pension, profit sharing and 401(k) plan clients in self-directed plans, we will provide periodic educational support and investment workshops designed for the plan participants. Topics to be discussed will be determined in conjunction with the plan sponsor and in accordance with guidelines established in ERISA Section 404(c). The educational support and investment workshops will not provide plan participants with individualized, tailored investment advice or individualized, tailored asset allocation recommendations.

#### Wealth Management/Consulting Services

We provide wealth management services for individuals and businesses. Wealth management services are generally provided over the course of a year, and may be continued from year to year by mutual agreement. Depending on each client's circumstances and needs, our wealth management services may include: an evaluation of the likelihood of the client meeting certain financial goals or objectives, based on the client's assets, liabilities, and relevant economic assumptions (a "Capital Needs Analysis"); tax planning; insurance planning; estate planning; risk management needs analysis; assessment of mortgages, debt refinancing, and loan alternatives; bill paying and budgeting analysis; strategies for philanthropic and multigenerational planning; gifting strategies, including amounts, form of gift (monetary or securities), and the manner of making the gifts, such as through trusts and foundations; family business succession planning; coordination of external advisors; and financial reporting.

#### Services in General

We tailor all of our investment recommendations and advice to the individual needs of each client. All investment recommendations and advice are based on information gathered through client questionnaires, electronic communications, telephone and in-person discussions.

Our investment recommendations are not limited to any specific product or service offered by a broker dealer or insurance company and will primarily include advice regarding no-load or load-waived mutual funds, exchange-traded funds (ETFs), and independent third-party managers.

Occasionally, we may also advise on or recommend investments in the following instruments:

- Equity securities

- Fixed income securities
- Certificates of deposit
- Warrants
- Commercial paper
- Municipal securities
- Variable life insurance
- Variable annuities
- United States government securities
- Option contracts securities and commodities
- Interests in pooled investment vehicles

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

### Portfolio Management Services

Our fees for Portfolio Management Services are based upon a percentage of assets under management, in accordance with the following fee schedule:

<u>Assets Under Management (\$)</u>	<u>Annual Fee (%)</u>
Under \$2,000,000	1.00%
\$2,000,000 to \$5,000,000	0.85%
\$5,000,001 to \$7,500,000	0.65%
\$7,500,001 to \$10,000,000	0.55%
\$10,000,001 to \$15,000,000	0.45%
\$15,000,001 to \$20,000,000	0.40%
Over \$20,000,000	individually negotiated

Portfolio management fees are charged quarterly in advance, based upon the net value of the assets in the client account on the last business day of the previous quarter, pro-rated for additions and withdrawals.

Depending on the particular arrangement with each client, we will either invoice clients or directly debit their custodial accounts for portfolio management fees.

### Financial Planning Services:

We charge Financial Planning clients based on an hourly fee of up to \$500 per hour or a fixed fee based on the client's net worth and in accordance with the fee schedule below. The entire fee is due and payable at the commencement of the financial planning service if the project is done on a fixed fee basis. If the project is done on an hourly basis, the client will pay our reasonable estimate of the total fee at the time the advisory contract is signed, and when the financial planning project is completed, will pay any balance due or will receive a refund of any amount overpaid.



The length of time it will take us to complete a particular financial planning project will depend on the nature and complexity of the individual client's personal circumstances. An estimate for total hours will be determined at the start of the advisory relationship.

The annual fixed fee schedule is as follows:

<u>Client Net Worth (\$)</u>	<u>Annual Fee (\$)</u>
Less than \$3 million	\$3,000
Between \$3 million to \$5 million	\$4,000
Between \$5 million to \$10 million	\$6,000
Between \$10 million to \$20 million	\$10,000

Fees for clients with a net worth over \$20 million are negotiable based on the client's net worth, complexity of the client's financial situation, and other factors we deem relevant with respect to the nature and scope of the wealth management services we agree to provide.

#### Pension Consulting Services

Our fees for these services are charged based on a fixed annual fee ranging from \$10,000 to \$25,000 and are charged quarterly in advance, based upon the net value of the assets in the client account on the last business day of the previous quarter, pro-rated for additions and withdrawals. Depending on the particular arrangement with each client, we will either invoice clients or directly debit their custodial accounts for pension consulting fees.

#### Wealth Management/Consulting Services

We typically charge these clients a fixed annual fee based on the client's net worth and in accordance with the fee schedule below. Fees are due and payable upon completion of the consulting service. We may require an advance deposit and the balance becomes due and payable upon completion of the service. The deposit amount is noted in the agreement the client signs.

The length of time it will take us to complete a particular consulting project will depend on the nature and complexity of the individual client's personal circumstances

The annual fixed fee schedule is as follows:

<u>Client Net Worth (\$)</u>	<u>Annual Fee (\$)</u>
Less than \$3 million	\$15,000
Between \$3 million to \$5 million	\$25,000
Between \$5 million to \$7.5 million	\$30,000
Between \$7.5 million to \$10 million	\$40,000
Between \$10 million to \$20 million	\$50,000

Between \$20 million to \$50 million

\$70,000

### Fees in General

Fees and account minimums for all services are negotiable based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, negotiations with client, etc.). Discounts, not generally available to our advisory clients, may be offered to family members and friends of DEW or its staff.

We may group certain related client accounts for the purposes of determining the account size and/or annualized fee.

Certain legacy client agreements may be governed by fee schedules different from those listed above.

Under no circumstances will we earn fees in excess of \$1,200 more than six months in advance of services rendered.

### Account Termination

Clients will have a period of five (5) business days from the date of signing the agreement to unconditionally rescind the agreement and receive a full refund of all fees. Thereafter, the client may terminate the agreement by providing us with a 7-day written notice at our principal place of business. Upon termination of any account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable.

Mutual Fund and ETF Fees and Expenses: All fees paid to our firm for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and ETFs to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. A client could invest in a mutual fund or and ETF directly, without the services of our firm. In that case, the client would not receive the services provided by us which are designed, among other things, to assist the client in determining which mutual fund or funds or ETFs are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and ETFs and the fees charged by us to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

### Brokerage, Custodial, and Third-Party Manager Fees

In addition to advisory fees paid to our firm, clients will also be responsible for all transaction, brokerage, trade-away and custodial fees incurred as part of their account management with the selected third-party investment advisers. Please see Item 12 of

this Brochure for important disclosures regarding our brokerage practices. All advisory fees charged by selected third-party managers and/or programs are incurred by clients in addition to our advisory fees.

**Item 6. Performance-Based Fees and Side-By-Side Management**

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

**Item 7. Types of Clients**

Our firm generally provides advisory services to individuals, pension and profit sharing plans, trusts, estates or charitable organizations, corporations and other business entities.

We require a minimum account size of \$1,000,000 for clients wishing to receive portfolio management services. Our minimum annual fee for this service is \$10,000.

Third-party managers we select may impose additional and different minimum account sizes and/or fee minimums. Such requirements will be described in each manager's disclosure documents and/or advisory agreement.

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

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

Fundamental Analysis: Fundamental analysis of a business involves analyzing its income statement, financial statements and health, its management and competitive advantages, and its competitors and markets. Fundamental analysis school of thought maintains that markets may mis-price a security in the short run but that the "correct" price will eventually be reached. Profits can be made by trading the mis-priced security and then waiting for the market to recognize its "mistake" and re-price the security. We would typically categorize our individual stock discipline as Middle-to-Large Capitalization Growth.

Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market regardless of the economic and financial factors considered in evaluating the stock. Therefore, unforeseen market conditions and/or company developments may result in significant price fluctuations that can lead to investor losses.

Mutual fund and/or ETF analysis: We look at the experience and track record of the manager of the mutual fund or ETF in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We also look at the underlying assets in a mutual fund or ETF in an attempt to determine if there is significant overlap in the underlying investments held in other

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

A risk of mutual fund and/or ETF analysis is that, as in all securities investments, past performance does not guarantee future results. A manager who has been successful may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a fund or ETF, managers of different funds held by the client may purchase the same security, increasing the risk to the client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the fund or ETF less suitable of the client's portfolio.

Technical analysis. We analyze past market movements and apply that analysis to the present in an attempt to recognize recurring patterns of investor behavior and to potentially predict future price movement.

Technical analysis does not consider the underlying financial condition of a company. This presents a risk in that a poorly-managed or financially unsound company may underperform regardless of market movement.

Third-Party Manager Analysis: We examine the experience, expertise, investment philosophies, and past performance of independent third-party investment managers in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We monitor the manager's underlying holdings, strategies, concentrations and leverage as part of our overall periodic risk assessment. Additionally, as part of our due-diligence process, we survey the manager's compliance and business enterprise risks.

A risk of investing with a third-party manager who has been successful in the past is that he/she may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a third-party manager's portfolio, there is also a risk that a manager may deviate from the stated investment mandate or strategy of the portfolio, making it a less suitable investment for our clients. Moreover, as we do not control the manager's daily business and compliance operations, it is possible for us to miss the absence of internal controls necessary to prevent business, regulatory or reputational deficiencies.

Risks for all forms of analysis: Our securities analysis method relies on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

Our firm employs the following investment strategies to formulate and/or implement investment advice given to clients:

Long-term purchases: We or third-party managers selected by us mostly purchase securities with the idea of holding them in the clients account for a year or longer. We/they may do this because we believe the securities to be currently undervalued. We/they may do this because we want exposure to a particular asset class over time, regardless of the current projection for this class.

A risk in a long-term purchase strategy is that, by holding the security for this length of time, we may not take advantages of short-term gains that could be profitable to a client. Moreover, if our/their predictions are incorrect, a security may decline sharply in value before we/they make the decision to sell.

Short-term purchases: At times, we or third-party managers selected by us may also purchase securities with the idea of selling them within a relatively short time (typically a year or less). We/they do this in an attempt to take advantage of conditions that we/they believe will soon result in a price swing in the securities we purchase.

A risk in a short-term purchase strategy is that, should the anticipated price swing not materialize, we/they are left with the option of having a long-term investment in a security that was designed to be a short-term purchase, or potentially taking a loss. In addition, this strategy involves more frequent trading than does a longer-term strategy, and will result in increased brokerage and other transaction-related costs, as well as less favorable tax treatment of short-term capital gains.

Short sales: We or third-party managers selected by us borrow shares of a stock for your portfolio from someone who owns the stock on a promise to replace the shares on a future date at a certain price. We/they then sell the shares we have borrowed. On the agreed-upon future date, we/they buy the same stock and return the shares to the original owner. We/they engage in short selling on based on our determination that the stock will go down in price after we/they have borrowed the shares. If the stock has gone down since we/they purchased the shares from the original owner, we/they keep the difference.

One risk in selling short is that losses are theoretically unlimited; we are obligated to repurchase the stock no matter how much the price has climbed. In addition, even if we/they are correct in determining that the price of a stock will decline, we/they run the risk of incorrectly determining when the decline will take place. Short selling may not be appropriate in times of inflation, as prices may adjust upwards regardless of the value of the stock.

Margin transactions: We or third-party managers selected by us will purchase stocks for your portfolio with money borrowed from your brokerage account. This allows you to purchase more stock than you would be able to with your available cash, and allows us/them to purchase stock without selling other holdings.

A risk in margin trading is that, in volatile markets, securities prices can fall very quickly. If the value of the securities in your account minus what you owe the broker falls below a

certain level, the broker will issue a “margin call”, and you will be required to sell your position in the security purchased on margin or add more cash to the account. In some circumstances, you may lose more money than you originally invested.

Option writing: We or third-party managers selected by us may use options as an investment strategy. An option is a contract that gives the buyer the right, but not the obligation, to buy or sell an asset (such as a share of stock) at a specific price on or before a certain date. An option, just like a stock or bond, is a security. An option is also a derivative, because it derives its value from an underlying asset.

The two types of options are calls and puts:

A call gives us the right to buy an asset at a certain price within a specific period of time. We/they will buy a call if we/they have determined that the stock will increase substantially before the option expires.

A put gives the holder the right to sell an asset at a certain price within a specific period of time. We/they will buy a put if we/they have determined that the price of the stock will fall before the option expires.

We or third-party managers selected by us will use options to speculate on the possibility of a sharp price swing. We/they will also use options to “hedge” a purchase of the underlying security; in other words, we/they will use an option purchase to limit the potential upside and downside of a security we/they have purchased for your portfolio.

We or third-party managers selected by us use “covered calls”, in which we/they sell an option on security you own. In this strategy, you receive a fee for making the option available, and the person purchasing the option has the right to buy the security from you at an agreed-upon price.

A risk of covered calls is that the option buyer does not have to exercise the option, so that if we/they want to sell the stock prior to the end of the option agreement, we/they have to buy the option back from the option buyer, for a possible loss.

We or third-party managers selected by us use a “spreading strategy”, in which we/they purchase two or more option contracts (for example, a call option that you buy and a call option that you sell) for the same underlying security. This effectively puts you on both sides of the market, but with the ability to vary price, time and other factors.

A risk of spreading strategies is that the ability to fully profit from a price swing is limited.

***Clients should understand that investing in any securities, including mutual funds, involves a risk of loss of both income and principal that a client should be prepared to bear..***

**Item 9. Disciplinary Information**

Our firm has no reportable disciplinary events to disclose.

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

Neither our firm nor our employees have any other financial industry affiliations or are engaged in any other financial industry activities.

**Item 11. Code of Ethics, Participation in Client Transactions and Personal Trading**Code of Ethics Disclosure

Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws. Our Code of Ethics includes policies and procedures for the review of quarterly securities transactions reports as well as initial and annual securities holdings reports that must be submitted by the firm's access persons. Among other things, our Code of Ethics also requires the prior approval of any acquisition of securities in a limited offering (e.g., private placement) or an initial public offering. Our code provides for oversight, enforcement and recordkeeping provisions. A copy of our Code of Ethics is available to our advisory clients and prospective clients upon request to Jason Woods, President and Chief Compliance Officer, at the firm's principal office address.

Our firm or individuals associated with our firm may buy or sell securities identical to those recommended to or purchased for customers for their personal accounts. In addition, any related person(s) may have an interest or position in a certain security(ies) which may also be recommended to a client. This practice results in a potential conflict of interest, as we may have an incentive to manipulate the timing of such purchases, to the extent possible, to obtain a better price or more favorable allocation in rare cases of limited availability.

We may aggregate our employee trades with client trades. In case there is a partial fill of a particular batch order, we will allocate all the purchases pro-rata, with each account paying average price.

To mitigate these potential conflicts of interest and ensure the fulfillment of our fiduciary responsibilities, we have established the following restrictions:

1. No principal or employee of our firm may buy or sell securities for their personal portfolio(s) where their decision is substantially derived, in whole or in part, by reason of his or her employment unless the information is also available to the investing public on reasonable inquiry. No principal or employee of our firm may prefer his or her own interest to that of the advisory client;

2. It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory account, and therefore, preventing such employees from benefiting from transactions placed on behalf of advisory accounts;
3. We maintain a list of all securities holdings for our firm and anyone associated with this advisory practice with access to advisory recommendations. These holdings are reviewed on a regular basis by our compliance staff;
4. In case of partial fills, client accounts will receive preference over employee accounts;
5. We emphasize the unrestricted right of the client to decline to implement any advice rendered, except in situations where our firm is granted discretionary authority;
6. All of our principals and employees must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices; and
7. Any individual not in observance of the above may be subject to disciplinary action or termination.

## **Item 12. Brokerage Practices**

We do not have any formal or informal soft-dollar arrangements and do not receive any soft-dollar benefits.

We do not request or accept the discretionary authority to determine the broker dealer to be used for client accounts. Clients must direct us as to the broker dealer to be used for all client securities transactions. In directing the use of a particular broker or dealer, it should be understood that we will not have authority to negotiate commissions among various brokers, and best execution may not be achieved, resulting in higher transaction costs for clients. *Not all advisers require their clients to direct brokerage.*

Our firm participates in the Schwab Institutional (SI) services program offered to independent investment advisers by Charles Schwab & Company, Inc. ("Schwab"), an unaffiliated FINRA-registered broker dealer. Clients in need of brokerage and custodial services will have Schwab recommended to them. As part of the SI program, our firm receives benefits that it would not receive if it did not offer investment. These benefits include: receipt of duplicate client confirmations and bundled duplicate statements; access to a trading desk serving SI participants exclusively; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts; ability to have investment advisory fees deducted directly from client account; access, for a fee, to an electronic communication network for client order entry and account information; receipt of compliance publications; and access to mutual



funds which generally require significantly higher minimum initial investments or are generally available only to institutional investors. The benefits received through participation in the SI program may or may not depend upon the amount of transactions directed to, or amount of assets custodied by, Schwab.

Participation in the SI program results a potential conflict of interest for our firm, as the receipt of the above benefits creates an incentive for us to recommend Schwab to clients.

Nonetheless, we have reviewed the services of Schwab and recommend the services based on a number of factors. These factors include the professional services offered, commission rates, and the custodial platform provided to clients. While, based on our business model, we will not seek to exercise discretion to negotiate trades among various brokers on behalf of clients, we will, however, periodically attempt to negotiate lower commission rates for our clients with Schwab.

#### Trade Aggregation

We may aggregate client trades when doing so is advantageous to our clients. Mostly, we will batch client transactions to receive volume discounts and to obtain better and more uniform pricing across client accounts. If we determine that aggregation of trades in a certain situation will be beneficial to our clients, transactions will be averaged as to price and will be allocated among our clients in proportion to the purchase and sale orders placed from each client account on any given day.

#### Third-Party Manager Practices

While we do not have any direct control over third-party manager brokerage or aggregation practices, we will review their respective policies to ensure that they are reasonable and in the overall best interest of our clients prior to placing client assets with any third-party manager.

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

#### Portfolio Management Services

Jason Woods, President and Chief Compliance Officer, is responsible for all account reviews. He and his designees will continuously monitor the underlying securities in client accounts and perform weekly and monthly reviews of account holdings for all clients. Client accounts are also automatically screened by our portfolio management system for compliance with pre-set investment parameters established pursuant to the client's IPS or investment plan. All exception reports produced by the system are reviewed and addressed. We will also monitor the performance of third-party managers on a continuous basis. Accounts are reviewed for consistency with client investment strategy, asset allocation, risk tolerance and performance relative to the appropriate benchmark. More frequent reviews may be triggered by changes in an account holder's

personal, tax or financial status. Significant domestic, geopolitical and macroeconomic events may also trigger reviews.

In addition to the monthly statements and confirmations of transactions that clients receive from their custodian and/or broker dealer, our firm will provide quarterly holdings and/or performance reports.

#### Pension Consulting Services

For these clients, we will review the client's IPS whenever the client indicates a change in circumstances regarding the needs of the plan. We will also review the investment options of the plan according to the agreed-upon time intervals established in the IPS. Such reviews will generally occur quarterly.

In addition to the monthly statements and confirmations of transactions that clients receive from their custodian and/or broker dealer, our firm will provide quarterly holdings, manager monitoring and/or performance reports.

#### Financial Planning/Wealth Management/Consulting Services

We will review these client accounts as contracted for at the inception of the advisory relationship, typically at least annually. We will provide Financial Planning clients with a completed financial plan. We will provide additional reports as contracted for at the inception of the advisory relationship.

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

Other than that already described in this Brochure, our firm does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

### **Item 15. Custody**

Custody is defined as any legal or actual ability by our firm to access client funds or securities. Since all client funds and securities are maintained with a qualified custodian, we don't take physical possession of client assets. However, because we directly debit client fees from their custodial accounts, our firm is deemed to have constructive custody of client funds. We urge all of our management clients to carefully review and compare their reviews of account holdings and/or performance results received from us to those they receive from their custodian. Should you notice any discrepancies, please notify us and/or your custodian as soon as possible.

### **Item 16. Investment Discretion**

For clients granting us discretionary authority to determine which securities and the amounts of securities that are to be bought or sold for their account(s) or which third-

party managers to hire and fire, we requests that such authority be granted in writing, typically in the executed investment management agreement.

Should the client wish to impose reasonable limitations on this discretionary authority, such limitations shall be included in this written authority statement. Clients may change/amend these limitations as desired. Such amendments must be submitted to us by the client in writing.

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

Advisory clients may elect to delegate their proxy voting authority to us. Alternatively, clients may, at their election, choose to receive proxies related to their own accounts, in which case we may consult with clients as requested. (With respect to ERISA accounts, we will vote proxies unless the plan documents specifically reserve the plan sponsor's right to vote proxies. To direct us to vote a proxy in a particular manner, clients should contact Jason Woods by telephone, electronic mail, or in writing.

When we have discretion to vote proxies for our clients, we will vote those proxies in the best interests of its clients and in accordance our established policies and procedures. Our firm will retain all proxy voting books and records for the requisite period of time, including a copy of each proxy statement received, a record of each vote cast, a copy of any document created by us that was material to making a decision how to vote proxies, and a copy of each written client request for information on how the adviser voted proxies. If our firm has a conflict of interest in voting a particular action, we will notify the client of the conflict and retain an independent third-party to cast a vote.

Clients may obtain a copy of our complete proxy voting policies and procedures by contacting Jason Woods directly. Clients may request, in writing, information on how proxies for his/her shares were voted. If any client requests a copy of our complete proxy policies and procedures or how we voted proxies for his/her account(s), we will promptly provide such information to the client.

We will neither advise nor act on behalf of the client in legal proceedings involving companies whose securities are 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 us to transmit copies of class action notices to the client or a third party. Upon such direction, we will make commercially reasonable efforts to forward such notices in a timely manner.

#### **Item 18. Financial Information**

Under no circumstances will we earn fees in excess of \$1,200 more than six months in advance of services rendered.

**Part 2B of Form ADV: *Brochure Supplement***

Jason B. Woods  
101 South Hanley Rd.  
Suite 525  
Clayton, MO 63105

Telephone: (314) 862-1500

DEW Wealth Strategies, LLC  
101 South Hanley Rd.  
Suite 525  
Clayton, MO 63105

Telephone: (314) 862-1500

03/29/2016

**This brochure supplement provides information about Jason Woods that supplements the DEW Wealth Strategies, LLC brochure. You should have received a copy of that brochure. Please contact Mr. Woods, President and Chief Compliance Officer, if you did not receive our brochure or if you have any questions about the contents of this supplement.**

## **Item 2. Educational Background and Business Experience**

Jason B. Woods

Year of Birth: 1972

### Education:

Mr. Woods graduated from the University of Missouri-Columbia with a BSBA degree in Finance and Accounting in 1994 and with a JD in 1997.

### Professional Designations:

Mr. Woods earned the Certified Financial Planner (CFP) designation from the College of Financial Planning. The CFP designation is a professional certification mark for financial planners conferred by the Certified Financial Planner Board of Standards, Inc. (CFP Board) in the United States. To receive authorization to use the designation, the candidate must meet education, examination, experience and ethics requirements, and pay an ongoing certification fee. To fulfill the education requirement, students are required to complete course training in various topic areas and sit for the ten hour CFP Board Certification Examination. A bachelor's degree (or higher), or its equivalent in any discipline, from an accredited college or university is required to attain CFP certification.

### Business Background:

President and Chief Compliance Officer, DEW Wealth Strategies, LLC from 1/2002 to present

General Counsel, Zaccanelli Food Group LLC from 05/2012 to 10/2013

Registered Representative and Investment Adviser Representative, Linsco/Private Ledger from 01/2002 to 03/2007

Registered Representative and Investment Adviser Representative, AXA Advisors, LLC from 12/1997 to 1/2002.

## **Item 3. Disciplinary Information**

Mr. Woods does not have any history of reportable disciplinary events.

## **Item 4. Other Business Activities**

Mr. Woods is a licensed attorney. However, he is not currently actively engaged in the practice of law.

## **Item 5. Additional Compensation**

Mr. Woods does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

**Item 6.           Supervision**

As owners of DEW, Jason Woods, Thomas Ebinger, and Matthew Guntli are responsible for all employee supervision and general business strategy of the firm, as well as formulation and monitoring of investment advice offered to client, documenting investment meeting deliberations, overseeing all material investment policy changes, and conducting periodic testing to ensure that client objectives and mandates are being met. Jason Woods, Chief Compliance Officer, is responsible for monitoring and enforcing compliance with our policies and procedures, Code of Ethics, employee rules of conduct, and all relevant federal and state laws and regulations. All of these individuals can be reached at (314) 862-1500.

**Part 2B of Form ADV: *Brochure Supplement***

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03/29/2016

**This brochure supplement provides information about Thomas Ebinger that supplements the DEW Wealth Strategies, LLC brochure. You should have received a copy of that brochure. Please contact Jason Woods, President and Chief Compliance Officer, if you did not receive our brochure or if you have any questions about the contents of this supplement.**

**Item 2. Educational Background and Business Experience**

Thomas G. Ebinger

Year of Birth: 1955

Education:

Mr. Ebinger graduated from the University of Missouri-Columbia with a BSBA degree in 1978 and with a Masters of Science degree in 1980.

Business Background:

Vice President, DEW Wealth Strategies, LLC from 1/2002 to present

Registered Representative and Investment Adviser Representative, Linsco/Private Ledger from 01/2002 to 03/2007

Registered Representative and Investment Adviser Representative, AXA Advisors, LLC from 1991 to 1/2002.

**Item 3. Disciplinary Information**

Mr. Ebinger does not have any history of reportable disciplinary events.

**Item 4. Other Business Activities**

Mr. Ebinger is not currently engaged in any outside business activities.

**Item 5. Additional Compensation**

Mr. Ebinger does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

**Item 6. Supervision**

As owners of DEW, Jason Woods, Thomas Ebinger, and Matthew Guntli are responsible for all employee supervision and general business strategy of the firm, as well as formulation and monitoring of investment advice offered to client, documenting investment meeting deliberations, overseeing all material investment policy changes, and conducting periodic testing to ensure that client objectives and mandates are being met. Jason Woods, Chief Compliance Officer, is responsible for monitoring and enforcing compliance with our policies and procedures, Code of Ethics, employee rules of conduct, and all relevant federal and state laws and regulations. All of these individuals can be reached at (314) 862-1500.



**Part 2B of Form ADV: *Brochure Supplement***

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03/29/2016

**This brochure supplement provides information about Matthew Guntli that supplements the DEW Wealth Strategies, LLC brochure. You should have received a copy of that brochure. Please contact Jason Woods, President and Chief Compliance Officer, if you did not receive our brochure or if you have any questions about the contents of this supplement.**

**Item 2. Educational Background and Business Experience**

Matthew T. Guntli

Year of Birth: 1977

Education:

Mr. Guntli graduated from Saint Louis University with a BSBA degree in Accounting in 1999 and with a JD in 2002.

Business Background:

Vice President, DEW Wealth Strategies, LLC from 10/2006 to present

Law Clerk and Attorney, Dunn & Miller PC from 02/2000 to 09/2006

**Item 3. Disciplinary Information**

Mr. Guntli does not have any history of reportable disciplinary events.

**Item 4. Other Business Activities**

Mr. Guntli is a licensed attorney. However, he is not currently actively engaged in the practice of law.

**Item 5. Additional Compensation**

Mr. Guntli does not receive any additional compensation from third parties for providing investment advice to its clients and does not compensate anyone for client referrals.

**Item 6. Supervision**

As owners of DEW, Jason Woods, Thomas Ebinger, and Matthew Guntli are responsible for all employee supervision and general business strategy of the firm, as well as formulation and monitoring of investment advice offered to client, documenting investment meeting deliberations, overseeing all material investment policy changes, and conducting periodic testing to ensure that client objectives and mandates are being met. Jason Woods, Chief Compliance Officer, is responsible for monitoring and enforcing compliance with our policies and procedures, Code of Ethics, employee rules of conduct, and all relevant federal and state laws and regulations. All of these individuals can be reached at (314) 862-1500.