

**Robbins Financial Advisory Service, Inc.**  
(doing business as)  
**Robbins Wealth Management**

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**February 3, 2017**

**FORM ADV PART 2A  
BROCHURE**

This brochure provides information about the qualifications and business practices of Robbins Financial Advisory Service, Inc. If you have any questions about the contents of this brochure, please contact us at 814-838-4185 or by email at [info@investrwm.com](mailto:info@investrwm.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 Robbins Financial Advisory Service, Inc. is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

Robbins Financial Advisory Service, Inc. 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.

## **Item 2 Summary of Material Changes**

### **Annual Update**

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

### **Material Changes since the Last Update**

Since our last annual updating amendment dated March 02, 2016 we have made the following material changes:

We have revised Item 10 to disclose that we now offer tax preparation services on a per-form basis for new clients and also provide trust accounting services at \$200.00 hourly rate for new clients. Previously these services had been offered through an affiliated accounting firm.

Additionally, we revised Item 20 to disclose that we use a third party securities class action claim recovery service, Chicago Clearing Corporation, to monitor, track, and recover class action claims on the clients' behalf. Chicago Clearing Corporation (CCC) charges a 20% recovery and processing fee. All clients have the ability to opt out of this arrangement at any time.

### **Full Brochure Available**

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: 814-838-4185 or by email at: [info@investrwm.com](mailto:info@investrwm.com).

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## Item 4 Advisory Business

### Firm Description

Robbins Wealth Management (hereinafter "ADVISOR") was founded in 1990.

ADVISOR provides personalized investment advice to individuals, trusts, estates, charitable organizations and small businesses. Advice is provided through consultation with the client and may include: determination of financial objectives, identification of financial problems, cash flow management, tax planning, investment advice, education funding, retirement planning, estate analysis and assistance in implementing an estate plan with an attorney of the client's choosing.

ADVISOR engages in either (1) discretionary or (2) non-discretionary investment advisory agreements.

1) ADVISOR will direct, in Advisor's sole discretion and without first consulting Client, the investment and reinvestment of the assets in Client's account (the "Account") in securities and cash or cash equivalents. The initial Account(s) are listed on Schedule A as attached to the Discretionary Investment Advisory Agreement. Any special instructions or limits that Client wishes the Advisor to follow in managing the Account are described on the Investment Policy Statement. Client agrees to notify Adviser promptly of any significant change in the information provided by the Client on the Confidential Client Profile or any other significant change in Client's financial circumstances or investment objectives that might affect the manner in which Client's account should be managed. Client also agrees to provide Advisor with such additional information as Advisor may request from time to time to assist it in managing the Account. Advisor's authority under this Agreement will remain in effect until changed or terminated by Client in writing.

2) ADVISOR is a non-discretionary, fee-only investment advisory company. ADVISOR does not sell stocks, bonds, mutual funds, limited partnerships, or other investment products on commission. Investment advice is provided to the client for consideration, but the client makes the final decision on investment selection because ADVISOR is non-discretionary. ADVISOR does not act as a custodian of client assets. The client always maintains control over their assets. ADVISOR places trades for clients using a limited power of attorney which is established when ADVISOR transfers a client's account(s) to their supervision with TD Ameritrade.

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

The initial meeting is free of charge and is considered an exploratory interview to determine the extent to which investment advice may be beneficial to the client.

### Principal Owners

James H. & Janice K. Robbins are 100% stockholders.

### Types of Advisory Clients

ADVISOR provides investment advisory services, also known as asset management services and furnishes investment advice through periodic client consultations.

Occasionally, ADVISOR may furnish advice to clients on matters not involving investments, taxation issues, and trust services. This additional advice is typically in response to a specific question posed by a client.

Assets are invested primarily in individual equities, individual fixed income, no-load mutual funds, exchange-traded funds, cash secured put options, and covered call options usually executed through TD Ameritrade. Initial public offerings (IPOs) are only available to the extent that TD Ameritrade enables such access.

ADVISOR does not engage in any wrap fee programs.

As of January 11, 2017 ADVISOR manages approximately \$107,773,026 in client assets for approximately 137 clients. As of the above date, \$7,975,058 in client assets are managed on a discretionary basis and \$99,797,968 in client assets are managed on a non-discretionary basis.

### **Types of Investments**

We primarily offer advice on equity securities, mutual funds, and exchange traded funds (ETFs). Additionally, we may advise you on any type of investment that we deem appropriate based on your stated goals and objectives. We may also provide advice on any type of investment held in your portfolio at the inception of our advisory relationship. In our sole discretion, we accept a request if you wish that we refrain from investing in particular securities or certain types of securities. You must provide these restrictions to our firm in writing, and we must approve the request.

### **Hourly Planning Engagements**

ADVISOR provides hourly planning services for clients who need advice on a limited scope of work. This option is offered at an additional fee and is not available for investment advice. It is primarily used for tax planning, estate planning, or similar services.

### **Tailored Relationships**

The goals and objectives for each client are documented through an internal questionnaire and a proven risk tolerance service. Each client's allocation is tailored to the client's unique objectives and constraints as disclosed to ADVISOR by the client.

### **Types of Agreements**

The following agreement defines the typical client relationships.

#### **Investment Advisory Agreement**

The ADVISOR's Investment Advisory Agreements establish a contractual relationship between ADVISOR and a given client. After this relationship is initiated, ADVISOR discusses with the client their investment objectives and constraints. ADVISOR discusses realistic and measurable goals that are consistent with the client's risk preference and sets objectives to reach those goals. As goals and markets change over time, suggestions are made to the client on an ongoing basis.

#### **Termination of Agreement**

Either the client or ADVISOR may terminate an Investment Advisory Agreement by written notice to the other party. At termination, fees will be billed on a pro rata basis for the portion of the quarter completed. In the instance of termination, the portfolio value on the effective date of termination is used as the basis for fee computation.

## **Item 5 Fees and Compensation**

### **Description**

ADVISOR bases its fees on a percentage of assets under management subject to an annual minimum charge.

## Fees for Investment Advice

ADVISOR does not receive any compensation, in any form, from fund companies or for trade volume placed at TD Ameritrade.

Fund companies charge each fund shareholder an internal fee that is disclosed in the fund prospectus. Discount brokerages (such as TD Ameritrade) may charge a transaction fee for the purchase of certain mutual funds, for equity, for fixed income, and/or for options transactions.

ADVISOR's investment advisory fees are billed quarterly, in arrears, meaning that ADVISOR invoices clients after the three-month (quarterly) billing period has ended. Payment in full is expected upon invoice presentation. However, fees are typically deducted directly from a client's account held at TD Ameritrade to facilitate billing. The client must consent in advance to direct debiting of their investment account. Clients have the option of paying their fees directly rather than direct debiting fees from their TD Ameritrade account, but this option is not widely chosen.

The annual fee for investment advisory services is based on a percentage of the investable assets according to the following schedule:

<u>Asset Range</u>	<u>Annual Percentage Fee</u>
\$ 0.00 - \$ 1,000,000.00	1.00%
\$ 1,000,000.01 - \$ 2,000,000.00	0.80%
\$ 2,000,000.01 - \$ 3,000,000.00	0.70%
All assets above \$ 3,000,000.01	0.60%

The minimum annual fee is \$3,000.00. Legacy clients of ADVISOR may operate under a different fee schedule depending upon the prevailing fee schedule at the time they became a client and subject to approval by an officer of the company.

These fees are negotiable only on rare occasions.

## Other Fees

The hourly rate for limited scope engagements is \$200.00. The hourly rate typically is used by clients for tax advice, estate planning issues, or other financial planning services.

Custodians may charge transaction fees on purchases or sales of certain mutual funds, exchange-traded funds, equities, fixed income issues, and/or options contracts. These transaction charges are usually small and incidental to the purchase or sale of a security. The selection of the security is more important than the nominal fee that the custodian charges to buy or sell the security.

## Expense Ratios

Funds generally charge a fee for their services as investment managers. The fee is called an expense ratio. For example, an expense ratio of 0.50 means that the fund company charges 0.5% for their services. These fees are in addition to the fees paid by you to ADVISOR.

Performance figures quoted by fund companies in various publications are after their fees have been deducted.

## Item 6 Performance-Based Fees

### Sharing of Capital Gains

ADVISOR's fees are not based on a share of the client's capital gains or capital appreciation of managed securities.

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

## Item 7 Types of Clients

### Description

ADVISOR generally provides investment advice to individuals, participants of profit sharing/401K/403B plans, trusts, and estates. Client relationships vary in scope.

### Account Minimums

The minimum account size is \$300,000 of assets under management. This equates to an annual fee of \$3,000. When an account falls below \$300,000 in value, the minimum annual fee of \$3,000 is charged.

Accounts of less than \$300,000 may be set up with the understanding that the minimum annual fee is \$3,000. Other exceptions may apply to employees of ADVISOR and their relatives, or relatives of existing clients subject to approval by an officer of the company. Legacy clients of ADVISOR who do not meet current account minimums are permitted to remain clients of ADVISOR subject to approval by an officer of the company.

Clients with assets below the minimum account size may pay a higher percentage rate on their annual fees than the fees paid by clients with greater assets under management.

As stated above, the minimum account size is \$300,000 of overall of assets under 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 of investment strategies when providing investment advice to you:

Technical Analysis - involves studying past price patterns, trends, and interrelationships in the financial markets to assess risk-adjusted performance and predict the direction of both the overall market and specific securities.

Risk: The risk of market timing based on technical analysis is that our analysis may not accurately detect anomalies or 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.

Fundamental Analysis - involves analyzing individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience and expertise of the company's management, and the outlook for the company and its industry. The resulting data is used to measure the true value of the company's stock compared to the current market value.

*Risk:* The risk of fundamental analysis is that information obtained may be incorrect and the analysis may not provide an accurate estimate of earnings, which may be the basis for a stock's value. If securities prices adjust rapidly to new information, utilizing fundamental analysis may not result in favorable performance.

## **Investment Strategies**

The primary investment strategy used on client accounts is strategic asset allocation. ADVISOR often uses a group of funds to create a diversified base and then tactically extend into individual equities, individual fixed income, and customized options strategies.

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time.

Sometimes, ADVISOR may recommend long-term purchases, short-term purchases, margin transactions, or option writing depending on a client's taxable situation and the prevailing investment environment. Investment in any security may involve the risk of loss.

*Long-Term Purchases* - securities purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year.

*Risk:* Using a long-term purchase strategy generally assumes the financial markets will go up in the long-term which may not be the case. There is also the risk that the segment of the market that you are invested in or perhaps just your particular investment will go down over time even if the overall financial markets advance. Purchasing investments long-term may create an opportunity cost - "locking-up" assets that may be better utilized in the short-term in other investments.

*Short-Term Purchases* - securities purchased with the expectation that they will be sold within a relatively short period of time, generally less than one year, to take advantage of the securities' short-term price fluctuations.

*Risk:* Using a short-term purchase strategy generally assumes that we can predict how financial markets will perform in the short-term which may be very difficult and will incur a disproportionately higher amount of transaction costs compared to long-term trading. There are many factors that can affect financial market performance in the short-term (such as short-term interest rate changes, cyclical earnings announcements, etc.) but may have a smaller impact over longer periods of times.

*Margin Transactions* - a securities transaction in which an investor borrows money to purchase a security, in which case the security serves as collateral on the loan.

*Risk:* If the value of the shares drops sufficiently, the investor will be required to either deposit more cash into the account or sell a portion of the stock in order to maintain the margin requirements of the account. This is known as a "margin call." An investor's overall risk includes the amount of money invested plus the amount that was loaned to them.

*Option Writing* - a securities transaction that involves selling an option. An option is the right, but not the obligation, to buy or sell a particular security at a specified price before the expiration date of the option. When an investor sells an option, he or she must deliver to the buyer a specified number of shares if the buyer exercises the option. The seller receives a premium from the buyer (the market price of the option at a particular time) in exchange for writing the option.

*Risk:* Options are complex investments and can be very risky, especially if the investor does not own the underlying stock. In certain situations, an investor's risk can be unlimited.



Our investment strategies and advice may vary depending upon each client's specific financial situation. As such, 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. 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**

As disclosed under the *Advisory Business* section in this brochure, we primarily offer advice on equity securities, mutual funds, and exchange traded funds (ETFs). However, we may recommend other types of investments as appropriate for you since each client has different needs and different tolerance for risk. Each type of security has its own unique set of risks associated with it and it would not be possible to list here all of the specific risks of every type of investment. Even within the same type of investment, risks can vary widely. However, in very general terms, the higher the anticipated return of an investment, the higher the risk of loss associated with it.

*Stock (equity securities):* There are numerous ways of measuring the risk of equity securities (also known simply as "equities" or "stock"). In very broad terms, the value of a stock depends on the financial health of the company issuing it. However, stock prices can be affected by many other factors including, but not limited to: the class of stock (for example, preferred or common); the health of the market sector of the issuing company; and, the overall health of the economy. In general, larger, more well established companies ("large cap") tend to be safer than smaller start-up companies ("small cap") but the mere size of an issuer is not, by itself, an indicator of the safety of the investment.

*Mutual Funds:* Mutual 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 are generally provide diversification, fund objectives and concentration should be considered. Also, while some mutual funds are "no load" and charge no fee to buy into, or sell out of, the fund, other types of mutual funds do charge such fees which can also reduce returns. Mutual funds can be "closed end" or "open end". "Open end" mutual funds continue to allow new investors indefinitely whereas "closed end" funds have a fixed number of shares to sell which can limit their availability to new investors.

*Exchange Traded Funds (ETFs):* ETFs are securities that track an index, commodity, or basket of assets like an index fund, but trade on an exchange like stock. An ETFs is similar to a mutual fund because it normally represents a basket of other securities and provides a higher level of diversification than an individual equity. A small number of ETFs are actively managed by investment professionals. ETFs also have fees and expenses similar to mutual funds.

## **Item 9 Disciplinary Information**

### **Legal and Disciplinary**

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

## Item 10 Other Financial Industry Activities and Affiliations

### Financial Industry Activities

ADVISOR is not registered as a securities broker-dealer, or a futures commission merchant, commodity pool operator or commodity trading advisor.

### Affiliations

ADVISOR does not have affiliations with any related person who is a broker-dealer, investment company, other investment advisor, financial planning firm, commodity pool operator, commodity trading adviser or futures commission merchant, banking or thrift institution, law firm, insurance company or agency, pension consultant, real estate broker or dealer, or an entity that creates or packages limited partnerships.

### Tax Preparation and Accounting Services

ADVISOR offers tax preparation services on a per-form basis for new clients. ADVISOR also provides trust accounting services at \$200.00 hourly rate for new clients.

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

### Code of Ethics

The employees of ADVISOR follow a Code of Ethics which creates a high standard of practice with the firm. The Code requires all employees to follow the spirit and letter of the federal, state, and local laws and regulations pertaining to investment advisers and the general conduct of business. The Code also requires all employees to place the interest of our clients first, by placing the interest of our clients ahead of our own. For more details about the ADVISOR's Code of Ethics, it is available upon request to any client or prospective client.

### Participation or Interest in Client Transactions

ADVISOR and its employees may buy or sell securities that are also held by clients. This represents a potential conflict of interest. To mitigate this conflict of interest, employees may not trade their own securities ahead of client trades. Employees comply with the provisions of the ADVISOR's *Compliance Manual*.

### Personal Trading

ADVISOR's Chief Compliance Officer is James H. Robbins. He pre-approves all employee trades and reviews trades each quarter. His trades are pre-approved and reviewed by Russell I. Merwick. The personal trading reviews ensure that the personal trading of employees does not adversely affect clients, and that clients of ADVISOR receive preferential treatment.

## Item 12 Brokerage Practices

### Selecting Brokerage Firms

ADVISOR does not have any affiliation with product sales firms. Specific custodian recommendations are made to Clients based on their need for such services. ADVISOR recommends custodians based on the proven integrity and financial responsibility of the custodian and the best execution of orders at reasonable commission rates.

ADVISOR recommends discount brokerage firms and trust companies (qualified custodians), such as TD Ameritrade. ADVISOR currently uses TD Ameritrade to custody client assets, but ADVISOR is willing to consider a specific request from a client to use an alternate custodian. ADVISOR does not receive fees or commissions from any of these arrangements.

ADVISOR participates in the institutional advisor program (the "Program") offered by TD Ameritrade Institutional. TD Ameritrade Institutional is a division of TD Ameritrade Inc., member FINRA/SIPC ("TD Ameritrade"), an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers to independent investment advisors services which include custody of securities, trade execution, clearance and settlement of transactions. Advisor receives some benefits from TD Ameritrade through its participation in the Program.

### **Best Execution**

ADVISOR reviews the execution of trades at TD Ameritrade semi-annually. ADVISOR evaluates the quality and cost of services received by TD Ameritrade, compared to other alternative broker/dealers, including execution, commission rates, value of research, financial responsibility and responsiveness, among other things. In addition, consideration will be given to time and cost of changing broker/dealers (cost/benefit) and the impact on clients. ADVISOR does not receive any portion of the trading fees.

### **Soft Dollars**

ADVISOR does not use soft dollar arrangements.

### **Order Aggregation**

Trades are only aggregated in select circumstances, such as for a client who holds a security in multiple accounts or when multiple clients have all expressed an interest to either purchase or sell a security at the same time.

## **Item 13 Review of Accounts**

### **Periodic Reviews**

Advisors are instructed to consider the client's current security positions and the likelihood that the performance of each security will contribute to the investment objectives of the client. Reviews will be conducted by one of our financial advisors.

Account reviews are performed on the following schedule by ADVISOR's employees. Assets Under Management in excess of \$5,000,000 receive reviews 8 times per year. Assets Under Management in excess of \$600,000 receive reviews 4 times per year. Assets Under Management between \$450,000 - \$600,000 receive reviews 3 times per year. Assets Under Management between \$300,000 - \$450,000 receive reviews 2 times per year. Assets Under Management of \$300,000 or less receive reviews 1 time per year. Partial reviews are conducted more frequently when options strategies or market conditions dictate.

### **Review Triggers**

Other conditions that may trigger a review are changes in the tax laws, new investment information, changes in a client's financial situation, new and systemic information on a security owned, options expiration, or other options related reasons.

## Regular Reports

Clients receive quarterly mailings which detail the assets held in each account, account performance relative to the S&P 500 Index, and performance on each individual security owned during the calendar year.

## Item 14 Client Referrals and Other Compensation

### General

As disclosed under **Brokerage Practices**, ADVISOR participates in TD Ameritrade's institutional customer program and ADVISOR may recommend TD Ameritrade to Clients for custody and brokerage services. There is no direct link between ADVISOR's participation in the program and the investment advice it gives to its Clients, although ADVISOR receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These 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; access to a trading desk serving ADVISOR participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and 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 ADVISOR by third party vendors. TD Ameritrade may also have paid for business consulting and professional services received by ADVISOR's related persons. Some of the products and services made available by TD Ameritrade through the program may benefit ADVISOR but may not benefit its Client accounts. These products or services may assist ADVISOR in managing and administering Client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help ADVISOR manage and further develop its business enterprise. The benefits received by ADVISOR or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, ADVISOR endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by ADVISOR or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the ADVISOR's choice of TD Ameritrade for custody and brokerage services.

## Incoming Referrals

ADVISOR may receive client referrals from TD Ameritrade through its participation in TD Ameritrade AdvisorDirect. In addition to meeting the minimum eligibility criteria for participation in AdvisorDirect, ADVISOR may have been selected to participate in AdvisorDirect based on the amount and profitability to TD Ameritrade of the assets in, and trades placed for, client accounts maintained with TD Ameritrade. TD Ameritrade is a discount broker-dealer independent of and unaffiliated with ADVISOR and there is no employee or agency relationship between them. TD Ameritrade has established AdvisorDirect as a means of referring its brokerage customers and other investors seeking fee-based personal investment advisory services or financial planning services to independent investment advisors. TD Ameritrade does not supervise ADVISOR and has no responsibility for ADVISOR's management of client portfolios or ADVISOR's other advice or services. ADVISOR pays TD Ameritrade an on-going fee for each successful client referral. This fee is usually a percentage (not to exceed 25%) of the advisory fee that the client pays to ADVISOR ("Solicitation Fee"). ADVISOR will also pay TD Ameritrade the Solicitation Fee on any advisory fees received by Advisor from any of a referred client's family members, including a spouse, child or any other immediate family member who resides with the referred client and hired ADVISOR on the recommendation of such referred client. ADVISOR will not charge clients referred through AdvisorDirect any fees or costs higher than its standard fee schedule offered to its clients or otherwise pass Solicitation Fees paid to TD Ameritrade to its clients. For information regarding additional or other fees paid directly or indirectly to TD Ameritrade, please refer to the TD Ameritrade AdvisorDirect Disclosure and Acknowledgement Form.

Advisor's participation in AdvisorDirect raises potential conflicts of interest. TD Ameritrade will most likely refer clients through AdvisorDirect to investment advisors that encourage their clients to custody their assets at TD Ameritrade and whose client accounts are profitable to TD Ameritrade. Consequently, in order to obtain client referrals from TD Ameritrade, Advisor may have an incentive to recommend to clients that the assets under management by Advisor be held in custody with TD Ameritrade and to place transactions for client accounts with TD Ameritrade. In addition, Advisor has agreed not to solicit clients referred to it through AdvisorDirect to transfer their accounts from TD Ameritrade or to establish brokerage or custody accounts at other custodians, except when its fiduciary duties require doing so. Advisor's participation in AdvisorDirect does not diminish its duty to seek best execution of trades for client

We may directly compensate consultants, individuals, and/or entities (Solicitors) for client referrals. In order to receive a cash referral fee from our firm, Solicitors must comply with the requirements of the jurisdictions in which they operate. If you were referred to our firm by a Solicitor, you should have received a copy of this disclosure brochure along with the Solicitor's disclosure statement at the time of the referral. If you become a client, the Solicitor that referred you to our firm may receive a percentage of the advisory fee you pay our firm for as long as you are a client with our firm. *You will not pay additional fees because of this referral arrangement.* Referral fees paid to a Solicitor are contingent upon your entering into an advisory agreement with our firm. Therefore, a Solicitor has a financial incentive to recommend our firm to you for advisory services. This creates a conflict of interest; however, you are not obligated to retain our firm for advisory services. Comparable services and/or lower fees may be available through other firms.

## Outgoing Referrals

ADVISOR does not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

## Item 15 Custody

### Account Statements

ADVISOR does not have custody over client assets. All assets are held at qualified custodians (such as TD Ameritrade), which means that the custodians provide account statements directly to clients at their address of record at least quarterly. TD Ameritrade exceeds this requirement and provides monthly statements.

### Performance Reports

Clients are urged to compare the account statements received directly from their custodians to the performance report statements provided by ADVISOR.

## Item 16 Investment Discretion

### Non-Discretionary Investment Advisory Clients:

ADVISOR accepts non-discretionary authority to manage securities accounts on behalf of clients. ADVISOR does not have the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. ADVISOR consults with the client prior to each trade to obtain trade approval.

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

Through a limited power of attorney, ADVISOR facilitates placing trades in the client's account(s) on your behalf.

### Discretionary Investment Advisory Clients:

ADVISOR will direct, at Advisor's sole discretion and without first consulting Client, the investment and reinvestment of the assets in Client's account (the "Account") in securities and cash or cash equivalents. The Account numbers (and registration of the account along with the associated account number) are listed on Schedule A as attached to either the Discretionary Investment Advisory Agreement or Non-Discretionary Investment Advisory Agreement. Any special instructions or limits that Client wishes Advisor to follow in managing the Account are described on an Investment Policy Statement. Client agrees to notify Adviser promptly of any significant changes to the Investment Policy Statement in the information provided by the Client. Client also agrees to provide Adviser with such additional information as Adviser may request from time to time to assist it in managing the Account. Adviser's authority under this Agreement will remain in effect until changed or terminated by Client in writing.

### Limited Power of Attorney

ADVISOR's limited power of attorney (LPOA) is for trading authorization only. Clients sign a limited power of attorney so that ADVISOR may execute the trades that the client has approved. LPOA is also used to authorize the direct debiting of investment advisory fees from the client's account at TD Ameritrade.



## Item 17 Voting Client Securities

### Proxy Votes

ADVISOR does not vote proxies on securities. Clients are responsible for voting their own proxies. Clients will receive proxies from TD Ameritrade. ADVISOR will provide recommendations to the client if requested by the client. If a conflict of interest exists, it will be fully disclosed.

## Item 18 Financial Information

### Financial Condition

ADVISOR does not have any financial impairment that will preclude them from meeting contractual commitments to their clients. ADVISOR is not required to disclose its balance sheet because ADVISOR neither serves as a custodian nor requires prepayment of advisory fees.

## Item 19 Requirements for State-Registered Advisers

We are a federally registered; therefore, we are not required to respond to this item.

## Item 20 Additional Information

### Class Actions

ADVISOR utilizes a third party securities class action claim recovery service, Chicago Clearing Corporation, to monitor, track, and recover class action claims on the clients' behalf. Chicago Clearing Corporation (CCC) charges a 20% recovery and processing fee. All clients have the ability to opt out of this arrangement at any time.

### Privacy Notice

The categories of nonpublic information that we collect from you may include information about your personal finances, information about your health to the extent that it is needed for the investment advisory process, and information about transactions between you and third parties. We use this information to help you meet your personal financial goals. With your permission, we disclose limited information to attorneys, accountants, and mortgage lenders with whom you have established a relationship. You may opt out from our sharing information with these nonaffiliated third parties by notifying us at any time by telephone, mail, fax, email, or in person. With your permission, we share a limited amount of information about you with your brokerage firm in order to execute securities transactions on your behalf. We maintain a secure office to ensure that your information is not placed at unreasonable risk. We employ a firewall barrier, secure data encryption techniques and authentication procedures in our computer environment.

We do not provide your personal information to mailing list vendors or solicitors. We require strict confidentiality in our agreements with unaffiliated third parties that require access to your personal information, including financial service companies, consultants, and auditors. Federal and state securities regulators may review our Company records and your personal records as permitted by law. Personally identifiable information about you will be maintained while you are a client, and for the required period thereafter that records are required to be maintained by federal and state securities laws. After that time, information may be destroyed. We will notify you in advance if our privacy policy is expected to change.