



Brand Asset Management Group  
A Mosaic of Financial Experts

**Item 1 – Cover Page**

Brand Asset Management Group, Inc.  
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Form ADV, Part 2, our “Disclosure Brochure” or “Brochure,” as required by the U.S. Securities and Exchange Commission is a very important document between Clients (you, your) and Brand Asset Management Group, Inc. (BAMG, us, we, our). BAMG’s IARD firm number is 106162.

This Brochure provides information about our qualifications and business practices. If you have any questions about the contents of this brochure, please contact us at (636) 532-7333. The information in this brochure has not been approved or verified by the U.S. Securities and Exchange Commission (SEC) or by any state securities authority.

We are a registered investment adviser with the U.S. Securities and Exchange Commission. Our registration as an Investment Adviser does not imply any level of skill or training. Additional information about BAMG is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) (click on the link, select “investment adviser firm” and type in our firm name). Results will provide you with both Parts 1 and 2 of our Form ADV.

## Item 2 – Material Changes

This document was developed in response to new requirements adopted and imposed by the U.S. Securities and Exchange Commission. The Commission issued a final rule in July 2010 requiring advisers to provide a Brochure in narrative “plain English” format. The new final rule specifies mandatory sections and organization.

This section of the Brochure will address only those “material changes” that have been incorporated since our last delivery or posting of this document on the SEC’s public disclosure website (IAPD) [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

No material changes have been incorporated since our last filing on February 3, 2016.

We may, at any time, update this Brochure and send a copy to you, or offer to send you a copy (either by electronic means (email) or in hard copy form).

If you would like another copy of this Brochure, please download it from the SEC website as indicated above or you may contact our Chief Compliance Officer, Cindy Dolniak at (636) 532-7333, [cdolniak@brandamq.com](mailto:cdolniak@brandamq.com), or mail to our office located at 16090 Swingley Ridge Road, Suite 400, Chesterfield, MO 63017.

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## Item 4 – Advisory Business

Brand Asset Management Group, Inc. (BAMG, us, we, our) is a corporation organized under the laws of the State of Missouri on March 2, 1992. Todd H. Brand is the principal owner of BAMG. We are registered as an investment adviser with the U.S. Securities and Exchange Commission since March 16, 1992 and have filed our application to notice file as an investment adviser with the State of Missouri, in order to provide the investment advisory products and services described within this document. We are also notice filed with the States of Florida, Illinois, and Texas. As of December 31, 2016, we had approximately 176 clients with \$600 million of assets under management on a discretionary basis and \$11 million on a non-discretionary basis.

We offer investment advisory services to individuals including high net worth individuals, trusts and estates, pension and profit sharing plans, charitable organizations, and corporations. This Disclosure Brochure provides you with information regarding our qualifications, business practices, and the nature of advisory services that should be considered before becoming our advisory client.

Please contact Cindy Dolniak, Chief Compliance Officer, if you have any questions about this Brochure.

Individuals associated with us will provide our investment advisory services. These individuals are appropriately licensed and qualified to provide advisory services on our behalf. Such individuals are known as Investment Adviser Representatives (Advisors).

Below is a description of the investment advisory services we offer. For more detail on any product or service please reference the advisory agreement or speak with your Advisor.

### **DESCRIPTION OF SERVICES PROVIDED**

BAMG emphasizes continuous personal client consultation and interaction when providing discretionary investment advisory services. We will work with our clients to identify their investment goals, objectives, and risk tolerance in order to create an initial portfolio allocation designed to reach those goals and objectives. We typically create a portfolio consisting of a variety of securities, including but not limited to, mutual funds, (including closed-end funds), equities, exchanged traded funds, bonds, U.S. governments, municipals, unit investment trusts (UITs), no-load variable annuities, and life insurance. While we do not recommend or acquire new individual securities, often times we advise and manage legacy assets that you bring into our wealth management program.

Investment strategies vary based on your investment objectives and risk tolerance and may include long-term buy and hold trading, short-term trading and/or margin transactions. Each portfolio will be designed to meet your particular investment goals, objectives, circumstances, and risk tolerance. Each client will have the opportunity to place reasonable written restrictions on the types of investments to be held in the portfolio. You also should notify us in writing of any changes in your financial status, investment objectives, policies, or restrictions. It could adversely affect the investment decisions we make on your behalf if we do not have complete and accurate information.

### **Mosaic Wealth Management©**

BAMG undertakes to provide each client with objective setting and asset allocation services and assistance and the means to utilize the multi-asset, multi-style, multi-manager diversification techniques used by the large institutional pools of assets. BAMG prepares periodic reports concerning the investment programs and portfolios of each client.

BAMG manages a client's account on a discretionary basis; such discretion is granted by you in writing when you sign our investment advisory agreement. We have the authority to make investment decisions without consultation with you. These decisions would involve determinations regarding which securities are bought and sold, the total amount of securities to be bought or sold, and the price per share. Our discretionary authority in making these determinations will be limited by conditions imposed by you in your investment guidelines, objectives, or instructions otherwise provided to us.

In certain situations, the Mosaic option may be offered as a turnkey wealth management service allowing advisory clients to pay one fee that can include BAMG's advisory services, most routine estate planning, and accounting services under an arrangement established by BAMG with a certified public accounting firm and a law firm.

### **Institutional Advisory**

BAMG provides trusted counsel to Qualified Retirement Plans working with retirement plan sponsors to efficiently design your plan and ensure that it is high functioning towards the objective of making successful retirees out of your people.

As an investment fiduciary, we work closely with your investment committee to create and manage a retirement plan that reduces your fiduciary risk, utilizes the lowest-cost strategy that will accomplish the job, provides completely transparent and full fee disclosure, and emphasizes defined and continuous participant education.

BAMG brings completely tailored investment counsel and education to fiduciaries and plan participants. Our solutions involve the creation of customized investment strategies using the lowest cost available share classes of institutional quality investments.

### **BrandConnect<sup>SM</sup>**

For certain related or smaller portfolios, we may recommend portfolio management services through Institutional Intelligent Portfolios<sup>TM</sup>, an automated, online investment management platform for use by independent investment advisors and sponsored by Schwab Wealth Investment Advisory, Inc. (the “Program” and “SWIA,” respectively). Through the Program, we offer clients a range of investment strategies we have constructed and manage, each consisting of a portfolio of exchange traded funds (“ETFs”) and a cash allocation. The client may instruct us to exclude up to three ETFs from their portfolio. The client’s portfolio is held in a brokerage account opened by the client at SWIA’s affiliate, Charles Schwab & Co., Inc. (“CS&Co”). We are independent of and not owned by, affiliated with, or sponsored or supervised by SWIA, CS&Co or their affiliates (together, “Schwab”). The Program is described in the Schwab Wealth Investment Advisory, Inc. Institutional Intelligent Portfolios<sup>TM</sup> Disclosure Brochure (the “Program Disclosure Brochure”), which is delivered to clients by SWIA during the online enrollment process.

We, and not Schwab, are the client’s investment advisor and primary point of contact with respect to the Program. We are solely responsible, and Schwab is not responsible, for determining the appropriateness of the Program for the client, choosing a suitable investment strategy and portfolio for the client’s investment needs and goals, and managing that portfolio on an ongoing basis. SWIA’s role is limited to delivering the Program Disclosure Brochure to clients and administering the Program so that it operates as described in the Program Disclosure Brochure.

We have contracted with SWIA to provide us with the technology platform and related trading and account arrangement services for the Program. This platform enables us to make the Program available to clients online and includes a system that automates certain key parts of our investment process (the “System”). The System includes an online questionnaire that helps us determine the client’s investment objectives and risk tolerance and select an appropriate investment strategy and portfolio. Clients should note that we will recommend a portfolio via the System in response to the client’s answers to the online questionnaire. The client may then indicate an interest in a portfolio that is one level less or more conservative or aggressive than the recommended portfolio, but we then make the final decision and select a portfolio based on all the information we have about the client. The System also includes an automated investment engine through

which we manage the client's portfolio on an ongoing basis through automatic rebalancing and tax-loss harvesting (if the client is eligible and elects).

Clients do not pay fees to SWIA in connection with the Program, but we charge clients a fee for our services as described below under *Item 5 Fees and Compensation*. Our fees are not set or supervised by Schwab. Clients do not pay brokerage commissions or any other fees to CS&Co as part of the Program. Schwab does not receive other revenues in connection with the Program, as described in the Program Disclosure Brochure.

We do not pay SWIA fees for its services in the Program so long as we maintain \$100 million in client assets in accounts at CS&Co that are not enrolled in the Program. If we do not meet this condition, then we pay SWIA an annual fee of 0.10% (10 basis points) on the value of our clients' assets in the Program. This fee arrangement gives us an incentive to recommend or require that our clients with accounts not enrolled in the Program be maintained with CS&Co.

### **Presentation Services and Special Projects**

We have provided educational programs to organizations and associations for more than 25 years. BAMG offers keynote speaking on a variety of topics such as behavioral economics, asset location and allocation principles, avoiding the six most common investment mistakes, how to integrate active and passive management in a portfolio, tax strategies to help you keep more of what your investments earn, determining an appropriate lifestyle and the means of funding it, understanding global capital markets, and how to talk to your heirs about money.

We also provide two to eight hour programs on understanding personal finance. These programs typically include education, materials and action plans in the areas of financial goal setting, net worth analysis, investment types and uses, portfolio design and asset allocation, financial independence, income generation, savings and cash flow strategies, insurance needs analysis, estate planning concepts, and educational funding strategies. We provide all necessary equipment and materials and can tailor our comments to the needs of your organization or group.

## Item 5 – Fees and Compensation

### **Fee Schedules**

BAMG's fee schedule is based on the market value of the client's portfolio. The fee schedule is as follows:

#### **Mosaic Wealth Management©**

<u>Portfolio Value</u>	<u>Annual Fee*</u>
First \$ 2,000,000	1.00%
Next \$ 2,000,000	0.80%
Next \$ 3,000,000	0.60%
Next \$ 3,000,000	0.40%
Next \$10,000,000	0.30%
Over \$20,000,000	0.25%

\*Subject to a Minimum Quarterly Fee of \$3,500

#### **BrandConnect<sup>SM</sup>**

<u>Portfolio Value</u>	<u>Annual Fee</u>
Over \$5,000	0.75%

### **Payment of Fees**

The fee for investment management will be based on the ending value of the account on the last business day of the previous quarter and is payable quarterly in advance. The first advisory fee will be assessed on a pro-rata basis taking into account the time for which the account was not managed by BAMG and the time left in the quarter. Intra-quarter fee adjustments are made when deposits or withdrawals are significant. Fees, including the minimum quarterly fee, are negotiable. While this fee schedule is typical, negotiability of fees may be based on such factors as services you require, type of assets held in the account, prior relationships and related account holdings, and intention to have us manage additional assets in the future.

Fees are automatically deducted from the account pursuant to the advisory agreement. You will be provided with a quarterly statement from the account custodian reflecting deduction of the advisory fee. You can terminate our ability to automatically deduct our fees from your account by giving us at least 30 days written notice.



## **Termination of Contracts**

The advisory agreement may be terminated by either party at any time by written notice. Fees paid in advance will be prorated to the date of termination and any unearned portion of the fee will be refunded to the client.

We provide applicable disclosure brochure(s) or the Form ADV Part 2 to you and prospective clients more than 48 hours prior to entering into an advisory contract. In the event the disclosure brochure is not delivered until entry into the contract, you may terminate the contract with no penalty within five (5) business days after entering into the contract.

## **Mosaic Wealth Management©**

The Mosaic option is a turnkey wealth management service allowing advisory clients to pay one fee that can include BAMG's advisory services, most routine estate planning, and accounting services under an arrangement established by BAMG with a certified public accounting firm and a law firm.

## **BrandConnect<sup>SM</sup>**

As described in *Item 4 Advisory Business*, clients do not pay fees to SWIA in connection with the Program, but we charge clients a fee for our services as described above. Our fees are not set or supervised by Schwab. Clients do not pay brokerage commissions or any other fees to CS&Co as part of the Program. Schwab does not receive other revenues in connection with the Program, as described in the Program Disclosure Brochure. Brokerage arrangements are further described in *Item 12 Brokerage Practices*.

## **Presentation Services and Special Projects**

Presentation services and project assistance fees are negotiable and charged as a flat fee on a case-by-case basis, depending on the nature and complexities of the service provided. Prior to the commencement of services, you and BAMG will enter into a written agreement that sets forth the terms and conditions of the engagement, describes the scope of the services to be provided, and the portion of the fee that is due from you prior to our commencing and upon finalizing services.

Additionally, at times clients require special assistance with projects on an "ad hoc" basis for which BAMG charges a fixed fee. Project assistance fees are negotiable, depending on the nature and complexities of the service provided, and are agreed upon in advance with you.

### **Additional Information Concerning Fees**

Below are general characteristics regarding “other” fees incurred, payment of fees, and termination of contracts that will affect your account(s).

- All clients retain BAMG by entering into a written agreement for services, which contains a more complete discussion and disclosure regarding the Account’s services and fee structure.
- By mutual consent, these fee schedules may be modified to reflect special circumstances. For purpose of fee calculation, certain accounts may be aggregated.
- The advisory fee does not cover charges imposed by third parties for investments held in the Account, such as contingent deferred sales charges or 12b-1 trails on mutual funds. In addition, investment advisers to mutual funds charge asset management fees, which are in addition to the advisory fees charged by us. The fees charged by such funds are disclosed in each fund’s prospectus or current offering materials.
- BAMG’s advisory fee does not cover debit balances or related margin interest, commissions, or SEC fees or other fees or taxes required by law.
- You could invest in a mutual fund directly, without our services. In that case, you would not receive the services provided by us which are designed, among other things, to assist in determining which mutual fund or funds are most appropriate for your financial condition, goals, and objectives. Accordingly, you should review both the fees charged by the funds and the fees charged by us to fully understand the total amount of fees to be paid and to thereby evaluate the advisory services being provided.
- Advisory recommendations are based on your financial situation at the time the services are provided and are based on financial information disclosed by you. We incorporate information about trends and performance of securities, the market and the economy into our recommendations, which are designed toward meeting your specific goals, objectives, and needs. Past performance is in no way an indication of future performance. As your financial situation, goals, objectives, or needs change, you must notify us promptly.

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

We do not charge advisory fees on a share of the capital gains or capital appreciation of the funds or securities in a client account (so-called performance based fees). Our compensation structure is disclosed in detail in *Item 5 Fees & Compensation* above.

## Item 7 – Types of Clients

### **Mosaic Wealth Management© and Institutional Advisory Clients**

We provide investment advisory services to individuals including high net worth individuals, trusts and estates, pension and profit sharing plans, charitable organizations, and corporations. New clients accepted for management will generally have assets under management in excess of \$1 million. We can waive this minimum account size at our discretion. Such factors involved in our determination to waive the minimum account size include, but are not limited to, services you require, type of assets held in the account, prior relationships and related account holdings, and intention to have us manage additional assets in the future. BAMG also has the discretion to waive the requirement that this minimum account size be maintained.

### **BrandConnect<sup>SM</sup> Clients**

Clients eligible to enroll in the Program include individuals, IRAs and revocable living trusts. Clients that are organizations (such as corporations and partnerships) or government entities, and clients that are subject to the Employee Retirement Income Security Act of 1974, are not eligible for the Program. The minimum investment required to open an account in the Program is \$5,000. The Program Disclosure Brochure describes related minimum required account balances for maintenance of the account, automatic rebalancing, and tax-loss harvesting.

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

As described in *Item 4 Advisory Business* above, our investment strategies may include long term buy and hold and rarely if ever short-term trading strategies and incorporate margin transactions.

We use strategic allocation principles to evaluate your overall allocation and we compare this to target allocations designed to better achieve your investment objectives. We will assist you in repositioning investments from existing portfolio positions. Evaluation of individual issues, mutual funds, portfolio managers, etc., will be drawn from internal team members and a variety of third party sources believed to be, but not guaranteed, reliable.

Pre-existing investment vehicles may be utilized in the building and maintaining of client portfolios. For example, investments owned by clients prior to, or since, retaining our services, if deemed suitable, may be retained in the portfolios. Similarly, assets that for reasons of income tax liabilities, surrender penalties, etc., which are deemed appropriate, may be retained.

As noted above, our Advisors may incorporate margin transactions for client's accounts. The use of margin may result in interest charges as well as all other fees and expenses associated with the security or account involved.

There are inherent risks involved for each investment strategy or method of analysis we use and the particular type of security we recommend. Investing in securities involves risk of loss which you should be prepared to bear.

- *Market Risk.* Prices of securities in which an account invests may decline in response to certain events taking place around the world, including: those directly involving the companies whose securities are owned by an account; conditions affecting the general economy; overall market changes; local, regional or global political, social or economic instability; and currency, interest rate and commodity price fluctuations. Clients should have a long-term perspective and be able to tolerate potentially sharp declines in market value.
- *Equity Risk.* Equity securities tend to be more volatile than other asset classes. The value of an individual stock, mutual fund, or ETF can be more volatile than the market as a whole. This volatility affects the value of the client's overall portfolio. Small- and mid-cap companies are subject to additional risks. Smaller companies may experience greater volatility, higher failure rates, more limited markets, product lines, financial resources, and less management experience than larger companies.
- *Fixed Income Risk.* The issuer of a fixed income security may not be able to make interest and principal payments when due. Generally, the lower the credit rating of a

security, the greater the risk that the issuer will default on its obligation. If a rating agency gives a debt security a lower rating, the value of the debt security may decline because investors demand a higher rate of return. As nominal interest rates rise, the value of fixed income securities is likely to decrease. A nominal interest rate is the sum of a real interest rate and an expected inflation rate.

- *Junk Bond Risk.* A client's portfolio may be invested in mutual funds and ETFs that are subject to greater levels of interest rate and credit risk as a result of such funds' investments in high-yield securities and unrated securities of similar credit quality (commonly known as "junk bonds") than funds that do not invest in such securities. Junk bonds are considered predominately speculative with respect to the issuer's continuing ability to make principal and interest payments. An economic downturn or period of rising interest rates could adversely affect the market for these securities and reduce the client's ability to sell these securities (liquidity risk). If the issuer of a security is in default with respect to interest or principal payments, the client's portfolio may lose its entire investment.
- *Mutual Fund and ETF Risk.* Open-end and closed-end mutual funds and ETFs invest in a broad range of equity and fixed income securities, including foreign securities and securities of issuers located in emerging markets. Underlying funds may also invest in equity securities of any market capitalization including micro-, small- and mid-cap companies, real estate, commodities-related assets, fixed income securities of any maturity or credit quality, including high-yield, high-risk debt securities, and they may engage in leveraged or derivative transactions. We have no control over the investment strategies, policies or decisions of the underlying funds and, in the event of dissatisfaction with such a fund, our only option would be to liquidate clients' investments in that fund. Mutual funds and ETFs charge their own management fees and expenses, which may be duplicative.
- *Foreign Securities Risk.* Mutual funds or ETFs in which clients invest may invest in foreign securities. Foreign securities are subject to additional risks not typically associated with investments in domestic securities. These risks may include, among others, currency risk, country risks (political, diplomatic, regional conflicts, terrorism, war, social and economic instability, currency devaluations and policies that have the effect of limiting or restricting foreign investment or the movement of assets), different trading practices, less government supervision, less publicly available information, limited trading markets and greater volatility. To the extent that underlying funds invest in issuers located in emerging markets, the risk may be heightened by political changes, changes in taxation, or currency controls that could adversely affect the values of these investments. Emerging markets have been more volatile than the markets of developed countries with more mature economies.
- *U.S. Government Securities.* BAMG may recommend securities issued by the U.S. Government and by U.S. Government agencies and instrumentalities. Only U.S. Government securities are supported by the full faith and credit of the United States.

- Regarding the BrandConnect<sup>SM</sup> Program, the Program Disclosure Brochure includes a discussion of various risks associated with the Program, including the risks of investing in ETFs, as well as risks related to the underlying securities in which ETFs invest. In addition to the risks described above, the Program Disclosure Brochure also discusses market/systemic risks, asset allocation/strategy/diversification risks, investment strategy risks, trading/liquidity risks, and large investment risks.

## **Item 9 – Disciplinary Information**

We do not have any legal, financial or other “disciplinary” item to report. We are obligated to disclose any disciplinary event that would be material to you when evaluating us to initiate a Client / Adviser relationship, or to continue a Client / Adviser relationship with us.



## Item 10 – Other Financial Industry Activities and Affiliations

Neither BAMG nor its employees are registered, or have an application pending to register as a broker-dealer, futures commission merchant, commodity pool operator, commodity trading advisor or an associated person (or registered representative) of the foregoing entities.

In addition, neither BAMG nor its employees have any arrangement that is material to its advisory business or to our clients with an affiliated person that is a:

- Broker-dealer,
- Investment Company,
- Futures commission merchant (or commodity pool operator or commodity trading advisor),
- Banking or thrift institution,
- Accountant or accounting firm,
- Lawyer or law firm,
- Pension consultant, or
- Real estate broker or dealer.

However, BAMG is affiliated with Brand Risk Management, LLC, (“Brand Risk”) an insurance agency formed in March 2010. Brand Risk is 99% owned by BAMG and 1% owned by Todd H. Brand. Todd H. Brand is a licensed insurance agent and sells life, accident, health and long-term care insurance. Mr. Brand may recommend such insurance products to clients, if it is deemed appropriate for the client. He will receive compensation for the sale of such products, but the client is under no obligation to purchase insurance products through Brand Risk or Mr. Brand and may affect such transactions where the client desires. Insurance activities and commissions/compensation are independent from and in addition to those of BAMG.

## Item 11 – Code of Ethics

BAMG has adopted a Code of Ethics which is based on the principle that BAMG and its employees owe a fiduciary duty to clients. In complying with this duty, advisory personnel must avoid activities or interests that might interfere with making decisions in the best interest of clients.

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 BAMG's access persons. The 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. It also contains oversight, enforcement and recordkeeping provisions.

In addition, each person subject to the Code of Ethics is required to report all violations of which such person becomes aware to BAMG's President and/or Chief Compliance Officer. BAMG will provide a copy of its Code of Ethics, free of charge, upon the written or oral request of any client or prospective client. You may request a copy by email sent to [cdolniak@brandamq.com](mailto:cdolniak@brandamq.com) or by calling 636-532-7333.

Our Advisors may buy or sell for their own accounts, securities that are also held by their clients. Conversely, they may buy and sell securities for client accounts which they themselves may own. Such transactions are permitted if in compliance with our Policy on Personal Securities Transactions. Reports of personal transactions in securities by our Advisors are reviewed by the firm's Compliance Department quarterly or more frequently if required.

BAMG will not simultaneously engage in purchasing or selling securities or investment products, with the exception of mutual funds or index securities, for its own account or its principals if such securities are being traded for clients. The principals are required to disclose any securities transaction on a regular basis to BAMG and such reports are reviewed regularly. In order to ensure that each of our officers and employees strictly adheres to the highest standards of conduct and integrity in conducting business on behalf of our clients, we have each officer and employee sign our Code of Ethics and Personal Trading Policy.

## **Privacy Policy**

### ***Our Promise to You***

As a client of BAMG, you share both personal and financial information with us. Your privacy is important to us, and we are dedicated to safeguarding your personal and financial information.

### ***Information Provided by Clients***

In the normal course of doing business, we typically obtain the following non-public personal information about our clients:

- Personal information regarding our clients' identity such as name, address and social security number.
- Information regarding securities transactions effected by us; and
- Client financial information such as net-worth, assets, income, bank account information and account balances.

### ***How We Manage and Protect Your Personal Information***

We do not sell information about current or former clients to third parties, nor is it our practice to disclose such information to third parties unless requested to do so by a client or client representative or, if necessary, in order to process a transaction, service an account or as permitted by law. Additionally, we may share clients' nonpublic personal information with certain service providers (e.g. accountants, lawyers and insurance agents) to service clients' accounts. However, our contractual arrangements with these service providers require them to treat your information as confidential.

In order to protect your personal information, we maintain physical, electronic and procedural safeguards to protect your personal information. Our Privacy Policy restricts the use of client information and requires that it be held in strict confidence.

We ensure that the privacy of your nonpublic personal information is maintained at all times, including during the disposal of information that we no longer are required to maintain. For example, whenever possible, we shred paper documents and records prior to disposal and erase and/or obliterate any data contained on electronic media in such a manner that the information can no longer be read or reconstructed.

### ***Client Notifications***

We are required by law to annually provide a notice describing our privacy policy. In addition, we will inform you promptly if there are changes to our policy.

Please do not hesitate to contact us with questions about this notice.

## Item 12 – Brokerage Practices

Although, we have no formal soft dollar arrangements or directed brokerage arrangements at this time, our approved custodians may provide BAMG with certain brokerage and research products and services that qualify as “brokerage or research services” under Section 28(e) of the Securities Exchange Act of 1934.

BAMG’s fundamental policy is to seek for its clients what, in its judgment, will be the best overall execution of purchase or sale orders and favorable net prices in securities transactions consistent with its judgment as to the business qualifications of the various broker/dealer firms with which BAMG does business. Our decisions with respect to the market in which the transaction is to be completed, the form of transaction, and the allocation of orders among broker/dealers are made in accordance with this policy.

In selecting brokers/dealers to effect transactions, consideration is given to the proven integrity and financial responsibility of the various firms as well as to the demonstrated execution, experience and capability generally and in regard to particular markets or securities and to the competitiveness of the commission rates they charge.

With respect to any brokerage commissions charged by executing broker/dealers, BAMG will regularly review such charges within the foregoing criteria and such other comparative standards that it may regard as pertinent for purposes of evaluating the reasonableness of such commissions.

As permitted by law, BAMG may cause its clients to pay broker/dealers an amount of commission for executing a portfolio transaction order on behalf of its clients which is in excess of commissions other broker/dealers would have charged for effecting such a transaction. In order to do so, BAMG must determine in good faith that the higher commission is reasonable in relationship to the value of the services provided by the executing broker/dealer viewed in terms of either a particular transaction or BAMG’s overall responsibilities to the clients.

Our clients have the option to choose between two qualified custodians:

- National Financial Services LLC and Fidelity Brokerage Services LLC (collectively, and together with all affiliates, “Fidelity”), a FINRA-registered broker-dealer, member SIPC
- Charles Schwab & Co., Inc. (“CS&Co”), a FINRA-registered broker-dealer, member SIPC

BAMG has an arrangement with Fidelity through which Fidelity provides BAMG with “institutional platform services.” The institutional platform services include, among others, brokerage, custody, and other related services. Fidelity’s institutional platform services that assist BAMG in managing and administering clients’ accounts include software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple clients’ accounts; (iii) provide research, pricing and other market data; (iv) facilitate payment of fees from its clients’ accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Fidelity also offers other services intended to help BAMG manage and further develop its advisory practice. Such services include, but are not limited to, third party research, publications, access to educational conferences, roundtables and webinars, practice management resources, access to consultants and other third party service providers who provide a wide array of business related services and technology with whom BAMG may contract directly.

BAMG is independently operated and owned and is not affiliated with Fidelity.

Fidelity generally does not charge its advisor clients separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through Fidelity or that settle into Fidelity accounts (i.e., transactions fees are charged for certain no-load mutual funds, commissions are charged for individual equity and debit securities transactions). Fidelity provides access to many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges.

BAMG has an arrangement with Schwab Advisor Services (formerly called Schwab Institutional) which is Schwab’s business serving independent advisory firms like us. Through Schwab Advisor Services, CS&Co provides us and our clients, both those enrolled in the BrandConnect<sup>SM</sup> Program and our clients not enrolled in the BrandConnect<sup>SM</sup> Program, with access to its institutional brokerage – trading, reporting and related services – many of which are not typically available to CS&Co retail customers. CS&Co also makes available various support services. Some of those services help us manage or administer our clients’ accounts while others help us manage and grow our business. CS&Co’s support services are generally available on an unsolicited basis (we don’t have to request them) and at no charge to us as long as the firm maintains a total of at least \$10 million of our clients’ assets in accounts at Schwab.

CS&Co also makes available to us other products and services that assist us in managing and administering our clients’ accounts. They include investment research, both

Schwab's own and that of third parties. We may use this research to service all or some substantial number of our clients' accounts, including accounts not maintained at CS&Co. In addition to investment research, CS&Co also makes available software and other technology that: (i) provides access to client account data (such as duplicate trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide pricing and other market data; (iv) facilitate payment of our fees from our clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Schwab's institutional brokerage services include access to a broad range of investment products, execution of security transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab's services described in this paragraph generally benefit you and your account.

CS&Co also offers other services intended to help us manage and further develop our business enterprise. These services include: (i) educational conferences and events; (ii) technology, compliance, legal, and business consulting; (iii) publications and conferences on practice management and business succession; and (iv) access to employee benefit providers, human capital consultants and insurance providers. CS&Co may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. CS&Co may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. CS&Co may also provide us with other benefits such as occasional business entertainment of our personnel.

With respect to the BrandConnect<sup>SM</sup> Program, as described under *Item 4 Advisory Business*, we do not pay SWIA fees for its services in connection with the Program so long as we maintain \$100 Million in client assets in accounts at CS&Co that are *not* enrolled in the Program. In light of our arrangements with Schwab, we may have an incentive to recommend that our clients maintain their accounts with CS&Co based on our interest in receiving Schwab's services that benefit our business rather than based on the client's interest in receiving the best value in custody services and the most favorable execution of transactions. This is a potential conflict of interest. We believe that offering CS&Co as one of our qualified custodians is in the best interests of our clients. It is primarily supported by the scope, quality and price of CS&Co's services and not Schwab's services that benefit only us.

BAMG is independently operated and owned and is not affiliated with Schwab.

For our clients' accounts it maintains, Schwab generally does not charge you separately for custody services but is compensated by charging you commissions or other fees on trades that it executes or that settle into your Schwab account. This commitment benefits you because the overall commission rate you pay are lower than they would be if we had not made the commitment. In addition to commissions, Schwab charges you a flat dollar amount as a "prime broker" or "trade away" fee for each trade that we have executed by a different broker-dealer but where the securities are bought or the funds from the securities are sold are deposited (settled) into your Schwab account. These fees are in addition to the commissions or other compensation you pay the executing broker-dealer. Because of this, in order to minimize your trading costs, we have Schwab execute most trades for your account.

As Fidelity and Schwab do not offer every investment available, BAMG may, from time to time, establish relationships with other providers of financial products, or any other bank, trust company or other custodian as agreed upon between the client and BAMG.

It is BAMG's policy to ensure clients are made whole following any trade error that may occur. To the extent permitted by the custodian's policies and procedures, BAMG will reimburse you when BAMG causes a trade error to occur in your account that results in a loss. If the trade error results in a gain, you will keep that gain.

## Item 13 – Review of Accounts

**Reviews:** Advisors perform regular, periodic reviews which include monitoring the performance of investments in the account, a comparison of the client's portfolio to the diversification and asset allocation of the account as compared with the client's investment objectives, and an evaluation of the investment strategy in light of any change in the client's circumstances.

You are provided with monthly or quarterly account statements from the custodian, depending on the activity in the account. Our reports include details of your holdings, asset allocation, and other transaction information. Comparisons to market indices and account performance may be used to evaluate account performance.

BAMG may provide to you written reports it prepares regarding your portfolio. You are encouraged to review these reports and compare them against reports received from the independent custodian that services your advisory account. You should immediately inform us of any discrepancy noted between the custodian records and the reports you receive from us.

BrandConnect<sup>SM</sup> clients will receive electronically an account statement (at least quarterly) detailing positions and activity in their accounts.



## Item 14 – Client Referrals and Other Compensation

### **Client Referrals:**

When providing investment advisory services to our clients, BAMG emphasizes a team approach, connecting clients with legal, accounting and risk management services if requested by a client in connection with our “Mosaic Wealth Management©” services or BAMG believes such services are in the best interest of the client. As a result, BAMG may recommend a certain attorney, accountant, insurance agency or other investment advisor to clients, and BAMG may have a conflict of interest in making such recommendations because it may receive referrals from professionals that it has recommended to clients. In addition, as in the instances set forth below, an affiliate of BAMG may receive compensation for such a referral. We only refer other professionals to clients when the services provided by the professional best suit our client’s needs.

We have entered into solicitor arrangements in accordance with Rule 206(4)-3 under the Investment Adviser’s Act of 1940, as amended, where certain persons or firms receive compensation from BAMG for referring clients to us. BAMG’s arrangements with any such persons require that clients receive disclosure of such solicitation and client referral activities. Compensation paid by BAMG to these solicitors is based on the fee paid by the client referred by the solicitor. We will determine that any unaffiliated solicitor, with which we contract, is properly registered in those states where investment advice is provided to residents of that state.

As part of its duties to its clients, BAMG endeavors at all times to put the interest of its clients first.

We receive an economic benefit from both Fidelity and Schwab in the form of the support products and services they make available to us. These products and services, how they benefit us, and the related conflicts of interest are described above under *Item 12 Brokerage Practices*. The availability to us of Fidelity and Schwab’s products and services is not based on us giving particular investment advice, such as buying particular securities for clients.

## Item 15 – Custody

We do not have physical custody of client accounts, funds or securities, except that clients may grant us the authority to deduct our advisory fees directly from their account. Each client receives account statements, at least quarterly, directly from the client's custodian that identify the amount of funds and each security in the account at the end of the quarter, and setting forth all transactions in the account during that quarter, including the amount of advisory fees paid directly to us. We urge our clients to carefully compare the information provided in these statements with any reports received from us to ensure that all account transactions, holdings and advisory fees deducted are correct and current. You should immediately inform us of any discrepancy noted between the custodian records and the reports you receive from us.

BAMG utilizes the custodial and trading services of Fidelity Brokerage Services and Charles Schwab & Co., Inc. with whom we have contractual relationships. While Fidelity and Schwab do not offer every investment available, BAMG may, from time to time, establish relationships with other providers of financial products, or any other bank, trust company or other custodian as agreed upon between the client and BAMG.

## Item 16 – Investment Discretion

As described in the details in *Item 4 Advisory Business*, you may give BAMG discretionary authority to actively manage your assets and assist you in implementing your investment strategy. This authority is disclosed in the advisory agreement entered into between you and BAMG. This authority grants us the discretion to determine the types of securities to be bought or sold, the total amount of securities to be bought or sold, and the brokers or dealers through whom securities are to be bought or sold. You will have the right to place reasonable restrictions on such authority. Any restrictions must be submitted in writing to us.

We do not actively recommend or acquire new individual securities, but will monitor and often assist clients with sell strategies for legacy positions held in a Clients account. Clients may have stock accounts not under our management. Atypically some clients may retain discretion over the repositioning of assets in their accounts.

## Item 17 – Voting Client Securities (i.e., Proxy Voting)

Clients enrolled in the BrandConnect<sup>SM</sup> Program designate SWIA to vote proxies for the ETFs held in their accounts, as described in the Program Disclosure Brochure. We have directed SWIA to process proxy votes and corporate actions through and in accordance with the policies and recommendations of a third party proxy voting service provider retained by SWIA for this purpose. Additional information about this arrangement is available in the Program Disclosure Brochure. Clients who do not wish to designate SWIA to vote proxies may retain the ability to vote proxies themselves by signing a special CS&Co form available from us.

We do not generally accept authority from clients to vote proxies relating to securities held in their accounts. You maintain exclusive responsibility for: (1) directing the manner in which proxies solicited by issuers of securities beneficially owned by you shall be voted, and (2) making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to your investment assets. We and/or you shall correspondingly instruct each custodian of the assets to forward copies of all proxies and shareholder communications relating to your investment assets to you. In limited cases for certain institutional clients, however, BAMG may accept authority to vote proxies on behalf of such a client as stated in the advisory agreement between BAMG and such client.

As a result, BAMG has adopted proxy voting policies and procedures reasonably designed to ensure that proxies are voted in such institutional clients' best interests. As a brief summary, our policy requires BAMG to review each proxy proposal on a company-by-company basis and to analyze the economic impact each proposal has on shareholder value. Our policy also outlines the guidelines and factors that BAMG considers when deciding how to vote proxies relating to, among other things, director elections, corporate governance, director and executive compensation, capital structure and social and environmental proposals. Our policy provides methods of resolving potential conflicts of interests, such as requiring a second review by BAMG's proxy committee, as well as either (i) disclosing the conflict to the client and obtaining the client's consent or (ii) voting according to the recommendation of an independent third party.

We will provide a copy of our proxy voting policy, as well as a written summary of all votes cast in your account, without charge upon request to Cindy Dolniak, our Chief Compliance Officer, by email to [cdolniak@brandamg.com](mailto:cdolniak@brandamg.com) or mail to our office located at 16090 Swingley Ridge Road, Suite 400, Chesterfield, MO 63017.

## **Item 18 – Financial Information**

We have no financial condition that is reasonably likely to impair our ability to meet contractual commitments to you given that we do not have custody of client funds or securities, or require or solicit prepayment of fees more than \$500 per client and six months or more in advance. In addition, we are not currently subject of a bankruptcy petition.

## **Item 19 – Requirements for State-Registered Advisers**

BAMG is an SEC registered investment adviser so this section is not applicable.

## Part 2B: Brochure Supplement (Advisory Personnel)

### Item 1 – Cover Page

This Brochure Supplement lists information about all employees who formulate investment advice, have discretionary authority over client's assets, and have direct client contact. These employees, also called Supervised Persons by the U.S. Securities and Exchange Commission, are Ryan T. Bouchard, Todd H. Brand, Phillip A. Daniels, Timothy C. Egart, Ryan C. Green, and James D. Hertzler.

Additional information about us is available on the Securities and Exchange Commission's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

Name of Registered Investment Adviser	Brand Asset Management Group, Inc.
Address	16090 Swingley Ridge Road Suite 400 Chesterfield, MO 63017
Telephone Number	(636) 532-7333

### Item 2 – Educational Background and Business Experience

Name: **Ryan T. Bouchard**

Year of Birth: 1978

Business: Ryan joined Brand Asset Management Group in 2013 as an Investment Analyst and has worked in the financial services industry since 2000. His current responsibilities include heading up the firm's Investment Committee, overseeing the portfolio management function, assisting in on-going client consultation, and working to provide research support for multi-media presentations. Previously he performed research at a wealth advisory firm and later became an Associate Analyst covering technology and transportation stocks for many years. Most recently, Ryan was a Senior Research Analyst publishing research on transportation stocks and macroeconomic trends.

Education: Mr. Bouchard received his BS in Business Administration with a major in Finance from the University of Missouri – Columbia, and his MBA with a concentration in Finance from Saint Louis University.

Professional Designations: Series 66 – 2007

He earned the right to use the Certified Financial Analyst (CFA) designation in 2011.

Accredited Investment Fiduciary® - 2015 The Center for Fiduciary Studies owns the marks AIF and AIFA®, which it awards to individuals who successfully complete initial and ongoing accreditation requirements.

Name: **Todd H. Brand**

Year of Birth: 1967

Business: Mr. Brand serves as our President and Chief Executive Officer and our principal consultant of Brand Asset Management Group, Inc. since 1992. Additionally, he provides financial education programs to professional and investor groups. Mr. Brand has experience in the investment, wealth and retirement planning business with Brand Asset Management Group since 1992.

Education: Mr. Brand received his Bachelor of Science degree in Business Administration with an emphasis in Financial Services and Planning from Baylor University in Waco, TX in 1990. Additionally, he received his Master of Business Administration from Baylor's Hankamer School of Business in Waco, TX in 1991.

Professional Designations: Series 65 – 1992

Accredited Investment Fiduciary® - 2009 The Center for Fiduciary Studies owns the marks AIF and AIFA®, which it awards to individuals who successfully complete initial and ongoing accreditation requirements.

Insurance Producer – 2010



Name: **Phillip A. Daniels**

Year of Birth: 1969

Business: Phil joined Brand Asset Management Group in 2004 and has experience in the investment industry since 1993. He serves as our Executive Vice President. Previously, he served as an Associate Vice President at A.G. Edwards & Sons, Inc. from 1994 to 2004 where he spent ten years as a NASDAQ market maker. In that capacity he secured quality executions for both retail and institutional order flow while managing firm capital and provided trading services to corporate accounts. Prior to joining A.G. Edwards he was an associate analyst with Raymond James Financial, Inc. from 1993 to 1994. In that position, Phil wrote research reports and developed financial models for U.S. companies, primarily in the environmental sector.

Education: Mr. Daniels earned a Bachelor of Science degree in Finance from Millikin University in Decatur, IL in 1991 and received his Masters of Business Administration with a concentration in Finance from the Olin School of Business at Washington University in St. Louis in 2003.

Professional Designations: Series 65 – 2004

Phil obtained his Certified Financial Planner™ certification in 2007.

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Name: **Tim C. Egart**

Year of Birth: 1985

Business: Tim joined Brand Asset Management Group, Inc. in May of 2015. He currently serves as an Advisor. Tim's responsibilities include assisting with client review preparation and participation. Prior to joining the team, Tim served as a senior manager at DTZ (formerly Cassidy Turley).

Education: He earned his Bachelor of Science degree in Finance from Arkansas State University in 2008. Tim is a MBA candidate at Saint Louis University's John Cook School of Business.

Professional Designations: Series 65 – 2015

Name: **Ryan C. Green**

Year of Birth: 1979

Business: Ryan joined Brand Asset Management Group, Inc. in November of 2007. He currently serves as an Advisor. Ryan's responsibilities include trading, assisting with client charitable giving, performance reporting, and tax reporting.

Magnamite, LLC – 2005 to 2007 - Sales & Marketing, a family business

Education: He earned his Bachelor of Human Environmental Sciences degree in Personal Finance from the University of Missouri–Columbia in 2003. Additionally, in 2005 he completed his Masters in Business Administration in Finance from the Crosby Graduate program also at the University of Missouri–Columbia.

Professional Designations: Series 65 – 2009

Ryan obtained his Certified Financial Planner™ certification in 2014.

Accredited Investment Fiduciary® - 2016 The Center for Fiduciary Studies owns the marks AIF and AIFA®, which it awards to individuals who successfully complete initial and ongoing accreditation requirements.

Name: **James D. Hertzler**

Year of Birth: 1968

Business: Jim joined Brand Asset Management Group, Inc. in December of 2013 as an Operations Analyst. Jim's responsibilities include account paperwork for both Fidelity and non-Fidelity accounts,

transfers of cash and securities, trading and trade confirmations. He is also responsible for various audits of the reporting firm. Prior to joining the team, he worked 19 years with CCCI, a global Christian service organization which included leading national financial operations, as well as serving as a National Director.

Education: Mr. Hertzler earned his Bachelor of Science in Mathematics and Masters of Education from Missouri State University in 1994.

Professional  
Designations: Series 65 – 2014

Jim completed the Foundations in Financial Planning Program<sup>SM</sup>, earning the Registered Paraplanner<sup>SM</sup> (RP®) designation.

Accredited Investment Fiduciary® - 2015 The Center for Fiduciary Studies owns the marks AIF and AIFA®, which it awards to individuals who successfully complete initial and ongoing accreditation requirements.

Name: **Cynthia L. Dolniak**

Year of Birth: 1960

Business: Cindy joined the firm in June 2004 as Chief Compliance Officer. Her responsibilities include state and federal compliance with rules, regulations, regulatory filings, oversight of regulatory audits, and general office management. She brings operational experience in the securities industry since 1983.

Education: Ms. Dolniak earned her Bachelor of Science degree in Business Administration from Southeast Missouri State University in 1982.

Professional  
Designations: Insurance Producer – 2011

### **Item 3 - Disciplinary Information**

An investment adviser and its supervised persons must disclose material facts about any legal or disciplinary event that is material to a client's evaluation of the advisory business

or of the integrity of its supervised persons. None of our supervised persons have any such disclosure items.

#### **Item 4 - Other Business Activities**

Neither BAMG nor its employees are registered, or have an application pending to register as a broker-dealer, registered representative of a broker-dealer, futures commission merchant, commodity pool operator, commodity trading advisor or an associated person of the foregoing entities.

However, BAMG and Todd H. Brand are affiliated with Brand Risk Management, LLC, ("Brand Risk") an insurance agency formed in March 2010. Todd H. Brand is a licensed insurance agent and sells life, accident, health and long-term care insurance. Mr. Brand may recommend such insurance products to clients, if it is deemed appropriate for the client. He will receive compensation from the sale of such products, but the client is under no obligation to purchase insurance products through Brand Risk or Mr. Brand and may affect any such transactions where the client desires. Insurance activities and commissions/compensation are in addition to those of BAMG. Cynthia L. Dolniak has her insurance producer license and assists in the process, but receives no compensation in addition to her salary.

#### **Item 5 - Additional Compensation**

In addition to fees paid directly by you to BAMG, we may also receive a portion of the internal expense ratio as outlined in current offering materials. BAMG receives such fees for providing additional services such as separate performance reporting, additional educational sessions, etc. To the extent that we receive revenue sharing fees with respect to your account, if any; BAMG will reduce its advisory fee by the amount of such fees. It should be noted that we attempt not to use any funds that would have revenue sharing as part of their cost structure.

As part of its duties to its clients, BAMG endeavors at all times to put the interest of its clients first.

#### **Item 6 - Supervision**

All investment decisions are formulated utilizing a team approach under the supervision of Todd H. Brand, President, and Cynthia L. Dolniak, Chief Compliance Officer (636) 532-7333.

#### **Item 7 - Requirements for State-Registered Advisers**

BAMG is an SEC registered investment adviser so this section is not applicable.