

Item 1 – Cover Page

Part 2A Disclosure Brochure

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This brochure provides information about the qualifications and business practices of Compass Wealth Advisors (“CWA”). If you have any questions about the contents of this brochure, please contact Deborah Dehoff at 574-522-3738 or at ddehoff@compasswa.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 CWA is also available on the Internet at www.adviserinfo.sec.gov. You can view our firm’s information on this website by searching for our name Compass Wealth Advisors or by our firm’s CRD number, which is **117129**.

*Registration as an investment advisor does not imply a certain level of skill or training.

Item 2 – Material Changes

The following material changes have been made to our ADV Part 2A Disclosure Brochure since our last annual amendment filing that was submitted in March 2016:

- In January 2017, CWA updated Item 4 of this disclosure brochure to disclose that when CWA recommends that a client rollover his or her account from a retirement plan to an IRA, CWA and its investment adviser representatives have a conflict of interest because CWA and its representatives can earn investment advisory fees by recommending that a client rollover his or her account at the retirement plan to an IRA. For additional details, please see Item 4.
- The firm has decided to end its Investment Advisor Representatives affiliation with a Broker Dealer therefore that potential conflict of interest has been eliminated.

We will ensure that you receive a summary of material changes, if any, to this and subsequent disclosure brochures within 120 days after our fiscal year ends. Our fiscal year ends on December 31 so you will receive the summary of material changes, if any, no later than April 30 each year. At that time we will also offer a copy of the most current disclosure brochure. We may also provide other ongoing disclosure information about material changes as necessary.

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Item 4 – Advisory Business

CWA is an investment advisor registered with the United States Securities and Exchange Commission (“SEC”) and is a Limited Liability Company formed under the laws of the State of Indiana.

- Greg Schoenfeld is the Chief Executive Officer and 100% owner of the firm.
- CWA has been registered as an investment advisor with the SEC since February 2002.

General Description of Primary Advisory Services

The following are descriptions of the primary advisory services of CWA. Please understand that a written agreement, which details the exact terms of the service, must be signed by you and CWA before we can provide you the services described below.

Asset Management Services – CWA offers asset management services, which involves CWA providing you with continuous and ongoing supervision over your specified accounts.

You must appoint our firm as your investment adviser of record on specified accounts (collectively, the “Account”). The Account consists only of separate account(s) held by qualified custodian(s) under your name. The qualified custodians maintain physical custody of all funds and securities of the Account, and you retain all rights of ownership (e.g., right to withdraw securities or cash, exercise or delegate proxy voting and receive transaction confirmations) of the Account.

The Account is managed by us based on your financial situation, investment objectives and risk tolerance. We actively monitor the Account and provide advice regarding buying, selling, reinvesting or holding securities, cash or other investments of the Account.

We will need to obtain certain information from you to determine your financial situation and investment objectives. You will be responsible for notifying us of any updates regarding your financial situation, risk tolerance or investment objective and whether you wish to impose or modify existing investment restrictions; however we will contact you at least annually to discuss any changes or updates regarding your financial situation, risk tolerance or investment objectives. We are always reasonably available to consult with you relative to the status of your Account. You have the ability to impose reasonable restrictions on the management of your accounts, including the ability to instruct us not to purchase certain securities.

It is important that you understand that we manage investments for other clients and may give them advice or take actions for them or for our personal accounts that is different from the advice we provide to you or actions taken for you. We are not obligated to buy, sell or recommend to you any security or other investment that we may buy, sell or recommend for any other clients or for our own accounts.

Conflicts may arise in the allocation of investment opportunities among accounts that we manage. We strive to allocate investment opportunities believed to be appropriate for your account(s) and other accounts advised by our firm among such accounts equitably and consistent with the best interests of all accounts involved. However, there can be no assurance that a particular investment opportunity that comes to our attention will be allocated in any particular manner. If we obtain material, non-public

information about a security or its issuer that we may not lawfully use or disclose, we have absolutely no obligation to disclose the information to any client or use it for any client's benefit.

Financial Planning & Consulting Services - CWA offers financial planning services, which involve preparing a written financial plan covering specific or multiple topics. We provide full written financial plans, which typically address the following topics: Investment Planning, Retirement Planning, Tax Planning, Education Planning, Portfolio Review, and Asset Allocation. When providing financial planning and consulting services, the role of your investment adviser representative is to find ways to help you understand your overall financial situation and help you set financial objectives. Written financial plans prepared by us do not include specific recommendations of individual securities.

We also offer consultations in order to discuss financial planning issues when you do not need a written financial plan. We offer a one-time consultation, which covers mutually agreed upon areas of concern related to investments or financial planning. We also offer "as-needed" consultations, which are limited to consultations in response to a particular investment or financial planning issue raised or request made by you. Under an "as-needed" consultation, it will be incumbent upon you to identify those particular issues for which you are seeking our advice or consultation on.

Our financial planning and consulting services do not involve implementing any transaction on your behalf or the active and ongoing monitoring or management of your investments or accounts. You have the sole responsibility for determining whether to implement our financial planning and consulting recommendations. To the extent that you would like to implement any of our investment recommendations through CWA or retain CWA to actively monitor and manage your investments, you must execute a separate written agreement with CWA for our asset management services.

IRA Rollovers

When recommending that a client rollover his or her account from current retirement plan to an IRA, CWA and its investment adviser representatives have a conflict of interest. CWA and its representatives can earn investment advisory fees by recommending that a client rollover his or her account at the retirement plan to an IRA; however, CWA and its investment adviser representatives will not earn any investment advisory fee if client does not rollover the funds in the retirement plan (unless a client retained CWA to provide advice about my retirement plan account). Thus, CWA and its investment adviser representatives have an economic incentive to recommend a rollover of my retirement plan account, which is a conflict of interest. CWA has taken steps to manage this conflict of interest arising from rolling over funds from an ERISA covered retirement plan to an IRA and a client has adopted an impartial conduct standard through its code of ethics whereby CWA and its investment adviser representatives will (i) provide investment advice to ERISA covered retirement plan participant regarding a rollover of funds from the ERISA covered retirement plan in accordance with the fiduciary status described below, (ii) not recommend investments which result in CWA receiving unreasonable compensation related to the rollover of funds from the ERISA covered retirement plan to an IRA, and (iii) fully disclose compensation received by CWA and its supervised persons and any material conflicts of interest related to CWA recommending the rollover of funds from the ERISA covered retirement plan to an IRA and refrain from making any materially misleading statements regarding such rollover.

To the extent CWA provides investment advice to a participant in a retirement plan under Employee Retirement Income Security Act of 1974 as amended ("ERISA") regarding whether to maintain investments and/or proceeds in an ERISA retirement plan, rollover such investment/proceeds from the ERISA retirement plan to an individual retirement account ("Rollover IRA account") or make a distribution

from the ERISA retirement plan, CWA hereby acknowledges its fiduciary obligations with regard to its investment advice about whether to maintain, rollover or distribute proceeds from those ERISA retirement plans, and as such a fiduciary with respect to its investment advice about whether to maintain, rollover or distribute proceeds from those ERISA retirement plans, CWA and its representatives shall act with the care, skill, prudence, and diligence under the circumstances then prevailing that a prudent person acting in a like capacity and familiar with such matters would use in the conduct of an enterprise of a like character and with like aims, based on the investment objectives, risk, tolerance, financial circumstances, and a client's needs, without regard to the financial or other interests of CWA or its affiliates.

Referral of Third-Party Money Managers - CWA offers advisory services by referring clients to a third-party money manager offering asset management and other investment advisory services. The third-party managers are responsible for continuously monitoring client accounts and making trades in client accounts when necessary. As a result of the referral, I am paid a portion of the fee charged and collected by the third-party money managers in the form of solicitor fees. Each solicitation arrangement is performed pursuant to a written solicitation agreement and is in compliance with SEC Rule 206(4)-3 and applicable state securities rules and regulations.

We are available to answer questions that you may have regarding your account and act as the communication conduit between you and the third-party money manager. The third-party money manager may take discretionary authority to determine the securities to be purchased and sold for your account. We do not have any trading authority with respect to your designated account managed by the third-party money manager.

Although we review the performance of numerous third-party investment adviser firms, we enter into only a select number of relationships with third-party investment adviser firms that have agreed to pay us a portion of the overall fee charged to my clients. Therefore, CWA has a conflict of interest in that it will only recommend third-party investment advisors that will agree to compensate us for referrals of our clients.

Clients are advised that there may be other third-party managed programs not recommended by our firm, that are suitable for the client and that may be more or less costly than arrangements recommended by my firm. No guarantees can be made that a client's financial goals or objectives will be achieved by a third-party investment adviser recommended by my firm. Further, no guarantees of performance can ever be offered by my firm *(Please refer to Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss for more details.)*

Limits Advice to Certain Types of Investments.

We provide investment advice on the following types of investments:

- Mutual Funds
- Exchange-listed securities (i.e. stocks)
- Securities traded over-the-counter (i.e. stocks)
- Fixed income securities (i.e. bonds)
- Closed-End Funds and Exchange Traded Funds (ETFs)
- Corporate debt securities (other than commercial paper)
- Certificates of deposit
- Municipal securities

- Variable life insurance
- Variable annuities
- United States government securities

We do not provide advice on options contracts on foreign issues, warrants, commercial paper, securities or commodities, futures contracts on tangibles and intangibles, interests in partnerships investing in real estate or oil and gas interests, or hedge funds and other types of private (i.e. non-registered) securities.

IPO POLICY

CWA does not participate in initial public offerings (IPOs) on behalf of clients. If requested, a client may be directed to a broker who may assist them with IPOs.

When providing Investment Management Services, we typically construct each client's account holdings using mutual funds and equities to build diversified portfolios. It is not CWA's typical investment strategy to attempt to time the market but we may increase cash holdings modestly as deemed appropriate, based on your risk tolerance and our expectations of market behavior. We may modify our investment strategy to accommodate special situations like: low basis stock, stock options, legacy holdings, inheritances, closely held businesses, or special tax situations. *(Please refer to Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss for more information.)*

Tailor Advisory Services to Individual Needs of Clients

CWA's services are always provided based on the individual needs of each client. This means, for example, that you are given the ability to impose restrictions on the accounts we manage for you, including specific investment selections and sectors. We work with each client on a one-on-one basis through interviews and questionnaires to determine the client's investment objectives and suitability information.

Client Assets Managed by CWA

The amount of clients assets managed by CWA totaled \$202,341,503 as of 12/31/2017. \$200,567,950 is managed on a discretionary basis and \$1,773,553 is managed on a non-discretionary basis.

Item 5 – Fees and Compensation

This section provides additional details regarding our firm's services along with descriptions of each service's fees and compensation arrangements.

Advisory Services and Fees

Financial Planning and Consulting

CWA provides Clients with a range of financial planning and/or consulting services (including investment and non-investment related matters). CWA will generally charge a fixed fee for these services. CWA's financial planning and consulting fees are negotiable, but generally begin at a minimum of \$3,500, depending on the level and scope of the service required, and the professional(s) rendering the service(s). Prior to engaging us to provide financial planning and/or consulting services, you will be required to enter into a Financial Planning Agreement with us setting forth the terms and conditions of the engagement, describing the scope of the services to be provided, and the portion of the fee that is due

from you prior to our commencing services (not more than six months prior to delivery of the services or above \$1200).

In limited circumstances, we may provide hourly financial planning and/or consulting services. The hourly charge for these services generally will not exceed \$250 per hour depending upon the level and scope of the service(s) required and the professional(s) rendering the service(s).

The fee may be reduced or waived by CWA if, in the course of implementing a plan, you purchase investment or insurance products for a commission or engages us to provide ongoing advisory service(s) for a fee. Reducing or waiving the fee is at our sole discretion. In limited circumstances the cost/time could potentially exceed the initial estimate. In such cases, we will immediately notify you, and request you to pay an additional fee. You retain the right to terminate the engagement, without further obligation, and review any work that has been completed.

Asset Management Services

CWA provides asset management services where the investment advice provided is intended to meet the needs and investment objectives of each specific client. Portfolios may consist of equity securities, mutual fund shares, corporate debt securities, municipal securities, and/or US Government securities, among others, if CWA determines such investments to be in the best interest of the client. Prior to engaging CWA to provide asset management services, the client will be required to enter into an Asset Management Agreement ("Agreement") with CWA setting forth the terms and conditions of the engagement, the frequency of reporting and the fee for the service.

For all advisory accounts that are custodied at Pershing, the annual fees for asset management services are billed quarterly in advance and calculated based upon the market value of the account at the end of the prior quarter. Certain advisory accounts that are held at a custodian other than Pershing will be billed quarterly in arrears with the annual fee calculated based upon the market value of the account at the end of the billing quarter. The fee may be reduced or waived by CWA if you purchase investment or insurance products for a commission. Reducing or waiving the fee is at our sole discretion. Also, the fee is negotiable at our discretion. The actual fee charged to each client is negotiable based on factors such as the client's financial situation and circumstances, the amount of assets under management, whether or not the client is a non-profit entity, and the complexity of the services provided. In all cases the qualified custodian will directly debit the fee from the client's account. Invoices may be sent by the custodian or CWA. CWA may share the advisory fee with service providers as disclosed in the Agreement.

For Clients who are opening accounts for asset management services after June 1, 2011. CWA generally uses the following fee schedules, which vary somewhat based upon the platform(s) used for the allocation of the assets in your managed account:

CWA Wrap Fee Management via Pershing Advisory Services Platform

Under 99,999	1.45%
\$100,000 - \$249,999	1.25%
\$250,000 - \$499,999	1.15%
\$500,000 - \$999,999	1.10%
\$1,000,000 - \$1,999,999	0.95%

\$2,000,000 - \$2,999,999	0.85%
\$3,000,000 +	0.65%

There is no separate Platform Annual Fee for the assets receiving the CWA Wrap Fee Management Services via the Pershing Advisory Services Platform.

Platform for Management	CWA Annual Fee	Platform Annual Fee	Total Annual Fee
<u>Asset Mark</u>			
Under \$250,000	1.25	.10-.75	Variable based on investment strategy
Above \$250,000	1.00	.10 - .75	Variable based on investment strategy

A new relationship has been established with Brinker Capital. CWA uses the above fee schedule and platform fees range from .25-.95 based on account value and investment strategy.

For accounts established for asset management services prior to June 1, 2011, updated fee agreements to reflect the above fee schedule have been implemented.

Advice offered by CWA may involve mutual funds. Clients are advised that all fees paid to CWA for investment advisory services are separate and distinct from fees and expenses charged by mutual funds (as described in each fund's prospectus) to shareholders. Client is not separately charged for transaction charges associated with trade execution. All transaction ticket fees charged by the qualified custodian for the Account will be included in the fee for asset management services charged by CWA. Transaction ticket fees are billed directly to CWA by the qualified custodian for the Account and CWA will not receive any portion of such fees. You should review all fees charged by mutual funds, CWA, and others to fully understand the total amount of fees to be paid by you.

Depending on the custodian, the fee for asset management services may be payable in advance or in arrears, which will be disclosed in the Agreement. When paying fees in advance, pro-rated adjustments may be made to the subsequent quarterly fee for assets added to or withdrawn from the account during the prior quarter. Additionally, fees are pro-rated according to the number of days that asset management services are provided when an account is opened or terminated other than at the end of a quarter. Pro-rating may result in a refund of fees to any clients who have paid asset management fees in advance.

Third-Party Money Managers

Third-party managers generally have account minimum requirements that will vary among third-party money managers. Account minimums are generally higher on fixed income accounts than for equity based accounts. A complete description of the third-party money manager's services, fee schedules and account minimums will be disclosed in the third-party money manager's disclosure brochure which will be provided to you prior to or at the time an agreement for services is executed and the account is established.

The actual fee charged to you will vary depending on the third-party money manager. All fees are calculated and collected by the third-party money manager who will be responsible for delivering my portion of the fee paid by you to me.

Under this program, you may incur additional charges including but not limited to, mutual fund sales loads, 12b-1 fees and surrender charges, and IRA and qualified retirement plan fees.

We have a conflict of interest by only offering those third-party money managers that have agreed to pay a portion of their advisory fee to us and have met the conditions of our due diligence review. There may be other third-party money managers that may be suitable for you that may be more or less costly. No guarantees can be made that your financial goals or objectives will be achieved. Further, no guarantees of performance can be offered.

General Information Regarding Advisory Services

In performing services, CWA will not verify any information received from you (the client), or from your other professionals, and we are expressly authorized to rely on the information received. If requested by you, CWA may recommend the services of other professionals for implementation purposes. You are under no obligation to engage the services of any such recommended professional(s). You retain absolute discretion over all such implementation decisions and are free to accept or reject any recommendation from us. You are advised that it is your responsibility to notify us promptly if there is ever a change in your financial situation or investment objectives.

You retain the right to terminate your engagement of CWA at any time, in writing, without prior notice, for any reason. In such cases, fees paid in advance will be refunded to the Client, and fees owed for past service may be due or debited from the account. CWA retains the right to terminate any engagement at any time for any reason, with 30 days written notice.

Neither CWA nor you may assign any agreement without the prior written consent of the other party. A copy of our written disclosure statement as set forth on ADV Part 2 will be provided to each client prior to or at the time of executing an agreement. Any client who has not received a copy of CWA's written disclosure statement at least 48 hours prior to executing the agreement has 5 business days subsequent to executing the agreement to terminate our services without penalty.

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

Item 6 is not applicable to CWA. CWA does not charge or accept performance-based fees. Performance-based fees are fees based on a share of capital gains on or capital appreciation of the assets held within a client's account.

Item 7 – Types of Clients

We generally provide investment advice to the following types of clients:

- Individuals
- High-Net Worth Individuals
- Pension and profit sharing plans
- Trusts, estates, or charitable organizations
- Corporations or business entities other than those listed above

All clients are required to execute an agreement for services in order to establish a client arrangement with CWA and/or any recommended third-party money managers or sponsors of third-party money manager platforms.

Minimum Investment Amounts Required

Certain broker-dealers, custodians, or service providers may have account minimums. Accounts through the various independent money managers utilized by CWA require a minimum account size as disclosed in their ADV Part 2A Disclosure Brochure. There are some money managers allowing smaller minimums. CWA typically requests a minimum of \$50,000 to open and maintain an advisory account. This CWA minimum may be waived at our discretion.

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

Methods of Analysis

CWA uses the following methods of analysis in formulating investment advice:

Fundamental – A method of evaluating a security by attempting to measure its intrinsic value by examining related economic, financial and other qualitative and quantitative factors. Fundamental analysts attempt to study everything that can affect the security's value, including macroeconomic factors (like the overall economy and industry conditions) and individually specific factors (like the financial condition and management of companies). The end goal of performing fundamental analysis is to produce a value that an investor can compare with the security's current price in hopes of figuring out what sort of position to take with that security (underpriced = buy, overpriced = sell or short). This method of security analysis is considered to be the opposite of technical analysis. Fundamental analysis is about using real data to evaluate a security's value. Although most analysts use fundamental analysis to value stocks, this method of valuation can be used for just about any type of security.

Technical – A method of evaluating securities by analyzing statistics generated by market activity, such as past prices and volume. Technical analysts do not attempt to measure a security's intrinsic value, but instead use charts and other tools to identify patterns that can suggest future activity. Technical analysts believe that the historical performance of stocks and markets are indications of future performance.

Investment Strategies

CWA uses the following investment strategies when managing client assets and/or providing investment advice:

Long term purchases. Investments held at least a year.

Short term purchases. Investments sold within a year.

Option writing including covered options, uncovered options, or spreading strategies. Options are contracts giving the purchaser the right to buy or sell a security, such as stocks, at a fixed price within a specific period of time.

Use of Primary Method of Analysis or Strategy

CWA's primary method of analysis or strategy is fundamental. Some of the risks involved with using this method include: economic risk from world events, taxation, timing of data available and governmental changes.

Primarily Recommends One Type of Security

CWA recommends the use of ETFs along with mutual funds. Some of the risks involved with only recommending this type of security include: end of day trading, internal expenses and tax efficiency.

Risk of Loss

Past performance is not indicative of future results. Therefore, you should never assume that future performance of any specific investment or investment strategy will be profitable. Investing in securities (including stocks, mutual funds, and bonds) involves risk of loss. Further, depending on the different types of investments there may be varying degrees of risk. Clients and prospective clients should be prepared to bear investment loss including loss of original principal.

Because of the inherent risk of loss associated with investing, our firm is unable to represent, guarantee, or even imply that our services and methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate you from losses due to market corrections or declines. There are certain additional risks associated when investing in securities through our investment management program.

- Market Risk – Either the stock market as a whole, or the value of an individual company, goes down resulting in a decrease in the value of client investments. This is also referred to as systemic risk.
- Equity (stock) market risk – Common stocks are susceptible to general stock market fluctuations and to volatile increases and decreases in value as market confidence in and perceptions of their issuers change. If you held common stock, or common stock equivalents, of any given issuer, you would generally be exposed to greater risk than if you held preferred stocks and debt obligations of the issuer.
- Company Risk. When investing in stock positions, there is always a certain level of company or industry specific risk that is inherent in each investment. This is also referred to as unsystematic risk and can be reduced through appropriate diversification. There is the risk that the company will perform poorly or have its value reduced based on factors specific to the company or its industry. For example, if a company's employees go on strike or the company receives unfavorable media attention for its actions, the value of the company may be reduced.
- Fixed Income Risk. When investing in bonds, there is the risk that issuer will default on the bond and be unable to make payments. Further, individuals who

depend on set amounts of periodically paid income face the risk that inflation will erode their spending power. Fixed-income investors receive set, regular payments that face the same inflation risk.

- Options Risk. Options on securities may be subject to greater fluctuations in value than an investment in the underlying securities. Purchasing and writing put and call options are highly specialized activities and entail greater than ordinary investment risks.
- ETF and Mutual Fund Risk – When investing in a an ETF or mutual fund, you will bear additional expenses based on your pro rata share of the ETF's or mutual fund's operating expenses, including the potential duplication of management fees. The risk of owning an ETF or mutual fund generally reflects the risks of owning the underlying securities the ETF or mutual fund holds. Clients will also incur brokerage costs when purchasing ETFs.
- Management Risk – Your investment with our firm varies with the success and failure of our investment strategies, research, analysis and determination of portfolio securities. If our investment strategies do not produce the expected returns, the value of the investment will decrease.

Item 9 – Disciplinary Information

CWA is required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of our firm or the integrity of our management. CWA has no information applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

CWA is **not** and does **not** have a related company that is a (1) broker/dealer, municipal securities dealer, government securities dealer or broker, (2) investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or “hedge fund,” and offshore fund), (3) other investment adviser or financial planner, (4) futures commission merchant, commodity pool operator, or commodity trading advisor, (5) banking or thrift institution, (6) accountant or accounting firm, (7) lawyer or law firm, (8) pension consultant, (9) real estate broker or dealer, or (10) sponsor or syndicator of limited partnerships.

Other Business Activities

Third-Party Money Managers

As described in *Item 4 – Advisory Business* and *Item 5 – Fees and Compensation*, CWA has formed relationships with independent, third-party money managers.

CWA may recommend clients work directly with third-party money managers. When we refer clients to a third party money manager, you need to know that our firm will receive a portion of the fee charged by the third party money manager. Therefore, we have a conflict of interest in that we will only recommend third

party money managers that will agree to compensate our firm by paying us a portion of the fees billed to your account managed by the third party money manager.

Insurance Sales

Some of our representatives are also independently licensed to sell insurance products through various insurance companies. When acting in this capacity, they may receive fees or commissions for selling these products. You are under no obligation to direct insurance transactions to insurance companies with which our representatives may be licensed. Suitable insurance and investment products may be available from other companies.

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

Code of Ethics Summary

CWA has implemented the below policy concerning personal securities transactions. The policy is part of CWA's overall Code of Ethics which serves to establish a standard of business conduct for all of CWA's supervised persons that is based on fundamental principles of openness, integrity, honesty, and trust, a copy of which is available upon request.

CWA had established the following expectations for supervised persons:

- Not to take advantage of material non-public information in a way that is profitable to them.
- Not to abuse their position by making recommendations to Clients in an attempt to personally profit from that recommendation.
- Not to favor any Client over another.

To ensure the compliance of supervised persons, the following procedures have been adopted:

- Report all personal transactions quarterly to the CCO within 30 days of quarter end.
- Submit a holding report every 12 months to the CCO dated 45 days of submission.
- Obtain approval from the CCO prior to any security transaction, which includes initial public offering and limited or private offering.

Exceptions to the reporting requirements exist for low-risk situations. For example pre-approval is not required for trades of open-end mutual fund shares.

Affiliate and Employee Personal Securities Transactions Disclosure

CWA or its associated persons may buy or sell for their personal accounts, investment products identical to those recommended to clients. This creates a potential conflict of interest. It is the express policy of CWA that all persons associated in any manner with the firm must place the interests of our clients ahead of their own when implementing personal investments. CWA and its associated persons shall not buy or sell securities for their personal account(s) where their decision is derived, in whole or in part, by information obtained as a result of his/her employment unless the information is also available to the investing public upon reasonable inquiry. In order to minimize this conflict of interest, securities recommended by CWA are widely held and publicly traded.

Item 12 – Brokerage Practices

You are under no obligation to act on the financial planning recommendations of CWA. If CWA assists in the implementation of any recommendations, we are responsible to ensure that you receive the best execution possible.

Brokerage Recommendations – Pershing

If you wish to implement advice provided by CWA, you are free to select any broker/dealer or investment advisor you wish and are so informed. If you elect to have CWA implement any recommendations, then CWA has a duty to ensure that you receive the best execution possible. Best execution does not necessarily mean the lowest price but includes the overall services received from a broker/dealer. While we attempt to seek best execution for client accounts, we may be unable to achieve the most favorable execution of your transactions if you direct the use of a specific custodian. There may be other platforms that are less expensive and may provide faster execution capabilities.

For accounts that will receive asset management services from CWA, CWA recommends that you establish a brokerage account at Pershing via the Pershing Advisory Services platform. Pershing provides CWA with access to their institutional trading and custody services, which are typically not available to retail investors. The services from Pershing include brokerage, custody, research and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

Pershing also makes available to CWA other products and services that benefit CWA but may not benefit CWA's clients' accounts. Some of these other products and services assist CWA in managing and administering client accounts. These include software and other technology that:

- Provide access to client account data (such as trade confirmation and account statements)
- Facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts)
- Provide research, pricing information and other market data
- Facilitate payment of our fees from client accounts
- Assist with back-office functions, recordkeeping and client reporting.

Many of these services generally may be used to service all, or a substantial number, of accounts that are served by CWA, including accounts not maintained at Pershing. Pershing also makes available other services intended to help CWA manage and further develop CWA's business. These services may include:

- Consulting, publications and conferences on practice management
- Information technology
- Business succession
- Regulatory compliance
- Marketing

In addition, CWA may make available, arrange and/or pay for these types of services rendered to CWA by independent third party providing these services to CWA. As a fiduciary, CWA endeavors to act in your best interest. Our recommendation that you maintain your assets in accounts at Pershing may be based in part on the benefit to CWA in the availability of some of the foregoing products and services and

not solely on the nature, cost or quality of custody and brokerage services provided by Pershing. This may create a potential conflict of interest.

You are under no obligation to act on the recommendations of CWA. You may select a broker/dealer or account custodian other than Pershing. When you direct CWA to use a particular broker/dealer or other custodian, we may not be able to obtain the best price and execution for the transaction. If you direct the use of a particular broker/dealer or custodian, you may receive less favorable prices than would otherwise be the case if you had not designated a particular broker/dealer or custodian. Further, we may place directed trades after effecting non-directed trades.

Brokerage Recommendations

You are free to use any broker dealer of your choice in implementing the advice given. If requested, CWA will recommend a broker-dealer for that purpose.

CWA will arrange for the execution of securities brokerage transactions for the account through broker-dealers that CWA reasonably believes will provide “best execution.” In seeking “best execution”, CWA considers various qualitative as well as quantitative factors. This includes administrative convenience, administrative quality, reporting, product availability, order execution, custodial fees, and cost of transition (from other broker-dealers). On request, CWA will provide a copy of the most recent “Best Execution Review” detailing specifics of the listed criteria, recommended custodians, and analysis of service.

Soft Dollar Benefits

An investment adviser receives soft dollar benefits from a broker-dealer when the investment adviser receives research or other products and services in exchange for client securities transactions or maintaining an account balance with the broker-dealer.

CWA utilizes the services of Pershing, LLC. While there is no direct linkage (except in certain circumstances) between the investment advice given to clients and CWA's participation in the Pershing, LLC program, economic benefits are received by CWA which would not be received if we did not give investment advice to clients.

These benefits may be used for both research and non-research purposes and allows us to supplement, at no cost, our own research and analysis activities. These benefits include: a dedicated trade desk that services the program participants exclusively, access to a real-time order matching system, the ability to “block” clients’ trades, electronic download of trades, balances and position information, duplicate and batched client statements, confirmations, year-end summaries, the ability to have advisory fees directly debited from client accounts (in accordance with federal and state requirements), and Pershing, LLC has agreed to pay an annual fixed amount of up to a maximum of \$30,000 on CWA's behalf to our unaffiliated technology provider.

The benefits received through participation in the Pershing, LLC program do not depend upon the amount of transactions directed to or amount of assets managed through Pershing, LLC.

Research obtained with soft dollars is not necessarily utilized for the specific account that generated the soft dollars. We do not attempt to allocate the relative costs or benefits of research among clients because we believe that, in the aggregate, the research we receive benefits all clients and assists us in fulfilling our overall duty to you.

These arrangements may be deemed to create a conflict of interest to the extent that we would have to pay for some or all of the research and/or services with “hard dollars” if we were unable to obtain the research and services in exchange for commissions in connection with client transactions. Client trades are always implemented based on the goals and objectives of the client and not on any research, products or other incentives available.

(Please refer to ***Item 14 – Additional Compensation*** for more information).

Block Trading Policy

Transactions implemented by CWA for client accounts are generally effected independently, unless CWA decides to purchase or sell the same securities for several clients at approximately the same time. This process is referred to as aggregating orders, batch trading or block trading and is used by CWA when CWA believes such action may prove advantageous to clients. When CWA aggregates client orders, the allocation of securities among client accounts will be done on a fair and equitable basis. Typically, the process of aggregating client orders is done in order to achieve better execution, to negotiate more favorable commission rates or to allocate orders among clients on a more equitable basis in order to avoid differences in prices and transaction fees or other transaction costs that might be obtained when orders are placed independently. Under this procedure, transactions will be averaged as to price and will be allocated among CWA's clients in proportion to the purchase and sale orders placed for each client account on any given day. When CWA determines to aggregate client orders for the purchase or sale of securities including securities in which the associated persons of CWA may invest, CWA will do so in accordance with the parameters set forth in the SEC No-Action Letter, *SMC Capital, Inc.* It should be noted that CWA does not receive any additional compensation or remuneration as a result of aggregation.

Additional Compensation

CWA may receive (without cost or at a discount) from a particular broker-dealer, clearing firm or other service providers support services and/or product which assist CWA in monitoring and servicing client accounts maintained at, or under the supervision of, the specific provider. CWA will neither rely upon nor receive research products and /or services from designated broker-dealers in return for effecting transactions for any client's account; and, therefore, CWA will not utilize such products and/or services as a determinative factor in seeking “best execution”. If clients direct CWA to use a particular broker-dealer (subject to CWA's right to decline and/or terminate the engagement) to execute some or all transactions for the client's account, CWA will not seek better execution services from other broker-dealers and the client will be responsible for negotiating terms and arrangements for the account with that broker-dealer, and acknowledges that such direction may cause the account to incur higher commissions or transaction costs than the account would otherwise incur had the client determined to effect account transactions through alternative clearing arrangements that may be available through CWA.

Handling Trade Errors

CWA has implemented procedures designed to prevent trade errors; however, trade errors in client accounts cannot always be avoided. Consistent with its fiduciary duty, it is the policy of CWA to correct trade errors in a manner that is in the best interest of the client. In cases where the client causes the trade error, the client will be responsible for any loss resulting from the correction. Depending on the specific circumstances of the trade error, the client may not be able to receive any gains generated as a

result of the error correction. In all situations where the client does not cause the trade error, the client will be made whole and any loss resulting from the trade error will be absorbed by CWA if the error was caused by the firm. If the error is caused by the trading platform, the trading platform will be responsible for covering all trade error costs. If an investment gain results from the correcting trade, the gain will remain in the client's account unless the same error involved other client account(s) that should also receive the gains and it is not permissible for all clients to retain the gain. CWA may also confer with clients to determine if the client should forego the gain (e.g., due to tax reasons).

CWA will never benefit or profit from trade errors.

Item 13 – Review of Accounts

Account Reviews and Reviewers

Frequency and complexity of client reviews vary according to the client's needs. Clients with relatively stable goals, or more static portfolios, may result in less frequent reviews. Clients with very dynamic lives, and dynamic portfolios, therefore may desire/need more frequent reviews. Reviews are handled by Principals and/or associated persons of CWA. Each Principal is responsible for determining a reasonable number of accounts to review, and CWA maintains a ratio of clients per Investment Advisor Representative below industry average. Clients are responsible to report/review all life changes.

Statements and Reports

Clients receive monthly and/or quarterly statements directly from custodian(s). Additionally, reports can be provided from CWA on an "as needed" basis, if requested. Reports may or may not include description of the client's holdings, total assets and values, management fees, the method of calculation, and progress toward goals. Client should compare any reports received from CWA against the account statements issued directly from the account custodian and client should immediately report any discrepancies to CWA and/or the account custodian.

Item 14 – Client Referrals and Other Compensation

CWA does not directly or indirectly compensate any person for client referrals.

Custodian Compensation

CWA receives indirect compensation and transitional assistance from our approved custodian Pershing, LLC for utilization of their services and products. Pershing has agreed to pay up to \$30,000 annually to the unaffiliated provider of CWA's technology platform. This is considered a conflict of interest because, we may have an incentive to direct client accounts to Pershing in consideration of the actual or anticipated incentives or consideration we will receive. Please see the detailed discussion of the conditions and potential conflicts of interest in ***Item 12 Brokerage Practices***.

We are sensitive to this conflict of interest and take steps to ensure that it does not affect our decisions for our clients. CWA reviews trades for best execution, pricing, research, financial strength and other factors to manage a potential conflict and safeguard that the clients' best interest comes first.

Item 15 – Custody

Custody, as it applies to investment advisors, has been defined by regulators as having access or control over client funds and/or securities. In other words, custody is not limited to physically holding client funds and securities. If an investment advisor has the ability to access or control client funds or securities, the investment advisor is deemed to have custody and must ensure proper procedures are implemented.

CWA is deemed to have custody of client funds and securities whenever CWA is given the authority to have fees deducted directly from client accounts. However, this is the only form of custody CWA will ever maintain. It should be noted that authorization to trade in client accounts is not deemed by regulators to be custody.

For accounts in which CWA is deemed to have custody, the firm has established procedures to ensure all client funds and securities are held at a qualified custodian in a separate account for each client under that client's name. Clients or an independent representative of the client will direct, in writing, the establishment of all accounts and therefore are aware of the qualified custodian's name, address and the manner in which the funds or securities are maintained. Finally, account statements are delivered directly from the qualified custodian to each client, or the client's independent representative, at least quarterly. Clients should carefully review those statements and are urged to compare the statements against reports received from CWA. When clients have questions about their account statements, they should contact CWA or the qualified custodian preparing the statement.

Item 16 – Investment Discretion

Through its asset management services and upon receiving written authorization from a client, CWA will maintain trading authorization over client accounts. Upon receiving written authorization from the client, CWA may implement trades on a **discretionary** basis. When discretionary authority is granted, CWA will have the authority to determine the type of securities and the amount of securities that can be bought or sold for the client's portfolio without obtaining the client's consent for each transaction. However, it is the policy of CWA to consult with the client prior to making significant changes in the account even when discretionary trading authority is granted by the client.

If you decide to grant trading authorization on a **non-discretionary** basis, we will be required to contact you prior to implementing changes in your account. Therefore, you will be contacted and required to accept or reject our investment recommendations including:

- The security being recommended
- The number of shares or units
- Whether to buy or sell

Once the above factors are agreed upon, CWA will be responsible for making decisions regarding the timing of buying or selling an investment and the price at which the investment is bought or sold. If your accounts are managed on a non-discretionary basis, you need to know that if you are not able to be reached or are slow to respond to our request, it can have an adverse impact on the timing of trade implementations and we may not achieve the optimal trading price.

All clients have the ability to place reasonable restrictions on the types of investments that may be purchased in an account. Clients may also place reasonable limitations on the discretionary power

granted to our firm so long as the limitations are specifically set forth or included as an attachment to the client agreement.

Item 17 – Voting Client Securities

CWA will not vote proxies on behalf of your account. While there are some investment advisors that will vote proxies and other corporate decisions on behalf of their clients, we have determined that taking on the responsibility for voting client securities does not add enough value to the services provided to clients to justify the additional compliance and regulatory costs associated with voting client securities. Therefore, it is your responsibility to vote all proxies for securities held in accounts managed by our firm.

Clients will receive proxies directly from their custodian or transfer agent and such documents will not be delivered by our firm. Although we do not vote client proxies, if you have a question about a particular proxy feel free to contact us.

Item 18 – Financial Information

This item is not applicable to this brochure. CWA does not require or solicit prepayment of more than \$1200 in fees per client, six months or more in advance. Therefore, we are not required to include a balance sheet for our most recent fiscal year. We are not subject to a financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients. Finally, CWA has not been the subject of a bankruptcy petition at any time (*Please refer to Information Required by Part 2B of Form ADV: Brochure Supplement for more information*).

Item 19 – Privacy Notice

PRIVACY POLICY

1. We limit how, and with whom, we share information based on your choice. We only share your personal and financial information with others (CPA's attorneys, custodians, broker-dealers, etc):
 - a. At your request
 - b. To process or service a transaction or product authorized or requested by you, or
 - c. When required by law to disclose such information.
2. We collect only the information necessary to deliver the services you request. Personal and financial information about you that is necessary to serve your financial needs, to protect against fraud, and to fulfill legal and regulatory requirements. We collect the following:
 - a. Information we receive from you on applications and other forms, and any other information you subsequently provide to us orally, in writing, or through the internet,
 - b. Information about your transactions and communications with us, and
 - c. Information from public records accessed in the ordinary course of business.
3. We establish safeguards to ensure the security and confidentiality of your information. CWA restricts access to your personal and financial information to employees who need it to do their jobs. Employees are required to strictly maintain the confidentiality of all client information. CWA has established policies to maintain physical, electronic, and procedural safeguards to maintain the confidentiality of the personal information of our clients.
4. We maintain your privacy even after you cease to be our client. If you decide to close your account, CWA will continue to follow this Privacy Policy with respect to the information we have in our possession about you and your account(s).

Item 20 – Business Continuity Plan

BUSINESS CONTINUITY

CONFINED FACILITY COMPROMISE-If the main business location of CWA (100 S. Main St. Elkhart, IN 46516) becomes unusable for some localized reason (i.e. fire, small tornado, long-term power outage, etc.), our organization will proceed with business at 16279 Lakeview Dr. Vandalia, MI 49095 (Home of Greg Schoenfeld) . If that is also damaged, business would be conducted at 29663 County Road 118, Elkhart, IN 46517 (Home of Deborah DeHoff.)

If a different site from those mentioned is selected, any of the sites that are functional will have contact information for the selected site in use.

We backup data nightly off site. A business succession plan is in place. A complete version of the Business Continuity Plan is available upon request.