



4800 N. Scottsdale Rd.  
Suite 1900  
Scottsdale AZ 85023  
[www.iwmlc.com](http://www.iwmlc.com)  
480 663 6000

# FIRM BROCHURE

## (PART 2A OF FORM ADV)

Jan 15, 2018

This brochure provides information about the qualifications and business practices of Integrated Wealth Management, LLC, (IWM). If you have any questions about the contents of this brochure, please contact us at: (480) 663-6000, or by email at: [BPINE@IWMLLC.COM](mailto:BPINE@IWMLLC.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. IWM is a registered investment adviser. However, this registration does imply a certain level of skill or training.

Additional information about IWM is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

# MATERIAL CHANGES

## Annual Update

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

---

## Material Changes since the Last Annual Update

IWM has added two new managed investment programs; Strategic/Tactical Variable Annuity Program and Global Multi-Asset Strategies Program

IWM has revised its fee schedule for the Strategic Asset Allocation Program

IWM has further clarified Brent Pine's relationship with Geneos Wealth Management Inc

IWM has entered into a relationship with Anfield Capital Management, LLC and separately with two Anfield affiliates for the provision of sub-advisory and other investment management services.

---

## Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: 480-663-6000 or by email at: [BPINE@IWMLLC.COM](mailto:BPINE@IWMLLC.COM).

# TABLE OF CONTENTS

## Contents

Advisory Business.....	1
Fees and Compensation .....	4
Performance Fees /Side-By-Side Management .....	7
Types of Clients.....	7
Methods of Analysis, Investment Strategies and Risk of Loss .....	7
Disciplinary Information.....	9
Other Financial Industry Activities and Affiliations .....	9
Code of Ethics, Participation or Interest in Client Transactions & Personal Trading .....	10
Brokerage Practices.....	11
Review of Accounts .....	12
Client Referrals and Other Compensation .....	13
Custody .....	13
Investment Discretion .....	14
Voting Client Securities.....	14
Financial And Other Information .....	14

# ADVISORY BUSINESS

## *Firm Description*

Integrated Wealth Management, LLC, (IWM) was founded in 2001. IWM provides comprehensive financial planning and investment management services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations and small businesses. IWM's office is located in Scottsdale, Arizona. Brent S. Pine is 100% owner of IWM.

## *Advisory Services*

Comprehensive Wealth Management and Planning. IWM provides investment management and supervisory services, financial planning services, and consultative financial advice.

Prosperity Plan. Comprehensive financial planning is provided through consultation with the client and may include: determination of financial objectives, identification of financial problems, cash flow management, tax planning, insurance review, investment management, education funding, retirement planning, and estate planning.

A written evaluation of each client's initial situation is provided to the client, often in the form of a summary of current asset allocation, proposed action checklist, goals and objectives summary, and/or proposed investment portfolio. Periodic reviews are conducted to provide reminders of the specific courses of action that need to be taken and to review the progress of existing plans.

The Prosperity Plan Discovery Process. Each client relationship begins with a discovery phase that allows us to understand your goals, financial picture, and current estate and income protection strategies. During this phase we will also learn if we are a good fit to work together for the long term. Reviewing your financial picture includes a thorough analysis of your current and projected income, taxes, spending (including retirement), and other items unique to you. We have learned that the best investment strategies are those the client will adhere to, so we employ Riskalyze, a sophisticated risk tolerance tool to assess both your current portfolio as well as the one we propose. The key deliverable from Discovery is a Prosperity Plan which includes an Investment Strategy and, for most clients, a Retirement Plan.

Prosperity Plan Implementation. Our Prosperity Plan is a customized financial plan for you. Depending on your needs, this may include consultation with our specialists on our team or engaging specialized services like estate planning, corporate trustee services or accounting and tax planning. The Investment Strategy portion of the plan defines a comprehensive allocation of assets which targets achieving your long-term goals within the parameters of your risk tolerance, incorporating future earnings/savings projections.

Investment Advisory Services and Programs. Before making any investment recommendation, IWM works with the client to help identify the client's financial situation, investment objectives, investment time horizon, risk tolerance, and any specific investment restrictions relating to the contract. This information is used to determine the proper investment strategy for the client.

A unique attribute of IWM's Investment Strategy is "diversification by strategy". This moves beyond more conventional diversification by asset class and is intended to provide an additional measure of risk mitigation. Different strategies are also carefully mapped to your qualified vs. non-qualified accounts to optimize after-tax returns. When clients require periodic withdrawals for retirement, IWM structures a retirement income plan which automatically provides the cash to fund that income and also considers IRS-mandated required minimum distributions for clients over the age of 70 and ½.

Strategic/Tactical UMA Wrap Fee Program. This program is described in detail in Appendix 1 of this brochure. The wrap fee program allows us to implement strategy diversification in a single account by allocating portions of the account (referred to as "sleeves") to multiple diverse investment strategies created by different third-party portfolio strategists. The program employs models which utilize strategic and/or tactical asset allocation, but do not attempt to engage in short term market timing or trading. The models are periodically reviewed by the Investment Committee and may be adjusted for market conditions or performance of a particular strategy.

IWM additionally offers the following managed programs:

Strategic/Tactical Variable Annuity Program (only available on Jefferson National Monument Advisor Variable Annuity contracts). IWM's Investment Committee has created a series of models allocating the contract to variable annuity sub-accounts. The models are periodically reviewed by the Investment Committee and may be adjusted for market conditions or performance of a particular sub-account.

Global Multi-Asset Strategies Program (sub-advised by Anfield Capital Management). Anfield Capital Management has created GMAS models based on diversification among underlying risk factors. IWM offers these models through separately managed accounts. The models are continually reviewed by Anfield Capital Management and may be adjusted for market conditions or performance of a particular holding.

Strategic Asset Allocation Program. Separately managed account allocations are constructed uniquely for each client using both short and long-term trend analysis. Strategic Asset Allocation accounts are typically only reallocated on a long-term basis and achieve their objectives through superior investment screening and selection.

Investment Advisory Agreement. A client may choose to have IWM manage some or all of their investments. In the context of the overall relationship, IWM manages the implementation of the client's financial plan mutually developed by IWM and the client. Realistic and measurable objectives and goals are set and strategies and tactics to reach those goals are defined and agreed to. As time progresses and progress is made, client goals and objectives may evolve based on changes in the external environment or client needs. IWM's implementation stays linked - strategies evolve and new tactics are employed.

An Investment Advisory Agreement is signed by the client for each account being managed. The Investment Advisory Agreement includes the terms and conditions of investment management. (The term management defines an agreement where IWM has discretionary authority to manage/trade assets directly or to hire-fire third party managers or sub-advisors).

For our Wrap Fee and all other IWM managed account programs, the client grants IWM discretionary authority to make trades or reallocations within the account, or the discretionary authority to hire and fire third party managers and sub-advisors.

This management service is provided on an advisory fee basis.

A Client may terminate any advisory agreement at any time by notifying IWM in writing. IWM may terminate any of the advisory agreements at any time by notifying the client in writing. As described in the Advisory Fee Schedule section of this document, IWM will refund any unearned portion of management fees paid in advance based on a pro rata calculation.

#### ***Wealth Management Advisory Services***

IWM participates in the Integrated Wealth Alliance with other professionals (e.g., lawyers, accountants, insurance agents, etc.) who IWM may recommend, but who are engaged directly by the client. Any conflicts of interest resulting from IWM recommendations will be disclosed to the client.

On more than an occasional basis, IWM furnishes advice to clients on matters not involving securities, such as financial planning matters, taxation issues, and trust services that often include estate planning.

### ***Tailored Relationships***

Each client's situation is reviewed with the client with the resulting goals, objectives and overall strategies agreed to and documented. This documentation may take the form of a formal investment policy statement.

Clients may impose restrictions on investing in certain securities or types of securities. In certain instances, particularly model-based investment programs, accepting such restrictions would not allow the advisor to fulfill its obligations to the client (i.e., violation of the Investment Advisory Agreement or the implementation of the investment strategy). In such instances, IWM will work with the client to select an investment strategy suitable for the client's restrictive guidelines

### ***Wrap Fee Management***

IWM is the overall portfolio manager for the IWM Strategic/Tactical Wrap Fee Program. We utilize the same management approach as we do for our non-wrap fee managed programs. In the Wrap Fee program, IWM receives a portion of the total client billing (called the Advisor Fee), which is specifically disclosed in the Wrap Fee Agreement.

### ***Assets Under Management***

As of 12/15/2017, IWM oversees approximately \$272.7 million in assets for approximately 350 clients. Approximately \$201.0 million is managed on a discretionary basis.

## **FEES AND COMPENSATION**

### ***Investment Advisory Fees***

IWM Investment Advisory fees are based on a percentage of the investable assets in each account in accordance with the following schedules. Where the client portfolio consists of multiple accounts, clients may negotiate fee discounts in recognition of the total assets under management.

IWM at its sole discretion may charge lesser investment advisory fees based upon certain criteria (e.g., tenure of the relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, total dollar amounts of assets to be managed, related accounts, account composition, and negotiations with clients).

IWM at its sole discretion may charge greater advisory fees based on certain criteria (e.g. related accounts where a reduced fee may be charged, account composition, negotiation with clients)

The fees for investment advisory services are negotiable. Current client relationships may exist where the fees are higher or lower than the fee schedules below.

<b>IWM Strategic Asset Allocation Program</b>	
<b>Assets under Management</b>	<b>Annual IWM Advisory Fee</b>
\$0 - \$1,000,000	1.00% on total quarter ending value
\$1,000,000 - \$3,000,000	0.75% on total quarter ending value
>\$3,000,000	0.50% on total quarter ending value

<b>Global Multi-Asset Strategies Program</b>	
<b>Assets under Management</b>	<b>Annual IWM Advisory Fee</b>
\$0 - \$1,000,000	1.50% on total quarter ending value
>\$1,000,000	1.25% on total quarter ending value

<b>IWM Strategic/Tactical Variable Annuity Program</b>	
<b>Assets under Management</b>	<b>Annual IWM Advisory Fee</b>
\$0 - \$1,000,000	1.35% on total quarter ending value
>\$1,000,000	1.10% on total quarter ending value

IWM Strategic Asset Allocation Program accounts and Global Multi-Asset Strategy Program accounts are held at Charles Schwab and Co. and are subject to fees described below under Other Fees and Expense Ratios.

The IWM Strategic/Tactical Variable Annuity Program contracts is only offered on Jefferson National Monument Advisor variable annuity contracts and subject to fees described below under Other Fees and Expense Ratios.

Investment advisory agreements executed for each account define each fee and all fees in total.

### ***Fee Billing***

Investment management fees are billed quarterly, in advance, meaning that IWM invoices one quarter in advance based on the asset value as of the last day of the prior quarter. Fees are deducted from a designated client account to facilitate billing. The client provides consent to this billing by signing an investment advisory agreement in advance of debiting any management fees from the account.

At termination of the investment management agreement, fees will be calculated based on the number of days assets are managed up to the date of termination. Since fees are paid in advance, the client is credited pro rata for any “unused” days. The portfolio value at the completion of the prior full billing quarter is used as the basis for the fee credit computation.



If a credit is owed the client at time of termination, the credit is sent to the client in a timely manner.

### ***Other Fees***

Transaction Fees Custodians and variable annuity companies may charge transaction fees on purchases or sales of certain mutual funds or variable annuity sub-accounts, exchange-traded funds, and individual securities.

Expense Ratios Mutual funds and exchange traded funds charge a management fee for their services as fund managers. Variable annuity sub-accounts charge a management fee for services including the fund management of the underlying mutual fund. The management fee in both cases is called an expense ratio. For example, an expense ratio of 0.75 means that the fund company or variable annuity company charges 0.75% per annum for their services associated with that fund or sub-account.

These fees are in addition to the IWM advisory fees and third-party management fees (if any) and are deducted directly from the fund. Performance figures for funds as reported in various publications are after their fees have been deducted.

### ***Compensation Received from Sale of Securities and Other Investment Products***

When the client portfolio includes the direct purchase of securities or other investment products, they are offered through Geneos Wealth Management Inc., Member FINRA/SIPC. These can include up-front commissions for investment products like non-publicly traded alternatives investments or mutual fund trailing commissions. This compensation is paid by the investment product provider. Since the compensation for securities and programs offered through Geneos may be different than IWM's fee structure, this may represent a conflict of interest.

When there is a "fee-based" option to the commission or trail compensation, this option is discussed with the client. For any portfolio holding for which commission compensation is received, IWM charges no advisory fees.

Clients have the option to purchase investment products recommended by IWM through other brokers or agents that are not affiliated with IWM.

# PERFORMANCE FEES /SIDE-BY-SIDE MANAGEMENT

## *Sharing of Capital Gains*

IWM does not engage in agreements where IWM fees are based on a share of the capital gains or capital appreciation of managed securities (i.e., performance based fees). IWM does not have Side-by-side management conflicts.

## TYPES OF CLIENTS

### *Types of Clients.*

IWM generally provides investment advice to individuals, pension and profit sharing plans, trusts, estates, or charitable organizations, or corporations or business entities. Client relationships vary in scope and length of service.

### *Account Minimums*

The minimum account size is \$100,000 of assets under management in separate accounts. The Firm's Wrap Program has a minimum account size of \$25,000 (please refer to Appendix 1).

IWM has the discretion to waive the account minimum. Accounts of less than \$100,000 may be set up when the client and the advisor anticipate the client will add additional funds to the accounts bringing the total to \$100,000 within a reasonable amount of time. Other exceptions may apply to employees of IWM and their relatives, or relatives of existing clients.

## METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

IWM employs fundamental, technical, and cyclical analysis methods. The sources for information are primarily professional research services and publications.

IWM also utilizes information from third party investment managers we use in our programs, other investment managers, and general and financial news sources.

For the IWM Strategic Asset Allocation (IWM SAA) Program, IWM utilizes various asset allocation tools to determine asset class weightings. IWM also combines input from multiple sources including client risk measurements and objectives, technical and fundamental analysis, relative strength analysis and professional research services and publications.

### ***Investment Strategies***

IWM's core philosophy is that diversification by employing multiple different management approaches (and managers), in addition to diversification across asset classes, can reduce portfolio risk and volatility. Although we employ what we believe are robust methods to select different strategies and combine them in an optimal manner, there is no assurance that any combination of investment strategies will be successful in accomplishing that objective.

IWM evaluates historic performance, the types of assets, and the investment methods each manager themselves employ. IWM models are constructed and tested using Riskalyze to attempt to quantitatively minimize risk for an optimal return.

The same allocation approach employed for individual client portfolios, across multiple client accounts, and are based upon the objectives discussed with the client during consultations. The client may change these objectives at any time. In certain cases, an Investment Policy Statement that documents the client's objectives and their desired investment strategy is created.

### ***Risk of Loss***

All investment programs have certain risks that are borne by the investor. IWM's investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks:

Interest-rate Risk: Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

Market Risk: The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular circumstances. For example, political, economic and social conditions may trigger market events.

Inflation Risk: When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.

Currency Risk: Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.

Reinvestment Risk: This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.

Business Risk: These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.

Liquidity Risk: Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.

Financial Risk: Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

In addition, individual third party-managed investment programs (including those acting as sub-advisors to IWM) may have unique risks which are described in the disclosure information for each program. This information is provided to clients before an investment advisory agreement for that program is executed.

## DISCIPLINARY INFORMATION

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

## OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

### *Affiliations*

Investment Advisory Representatives are also registered representatives of Geneos Wealth Management Inc. Securities are offered through Geneos Wealth Management and registered representatives of Geneos are compensated via commissions and other fees for such business. The compensation method may be different than the IWM advisory fee structure, and to the

extent more beneficial to IWM represents a potential conflict of interest. Mr. Pine is also licensed to offer insurance products.

In addition, Geneos Wealth Management has loaned money to Mr. Pine with favorable repayment terms predicated on Mr. Pine maintaining his affiliation with Geneos and maintaining a certain level of client assets in the Geneos Select One platform. Mr. Pine is also a shareholder in GWM Holdings, the parent company of Geneos. Geneos Select One is the platform for IWM's Wrap Fee Program and Geneos receives a portion of the wrap fee for platform management services to the program. To the extent that IWM has a financial incentive to place client assets into Geneos Select One, this represents a conflict of interest.

Two members of IWM's investment committee are also affiliates of Anfield Capital Management. Anfield receives compensation for advising the Anfield Universal Fixed Income Fund. To the extent any IWM investment program utilizes this fund in its models managed by the Investment Committee, this represents a conflict of for those two members. IWM mitigates this conflict of interest by having Brent Pine approve any and all IWM investment model allocations.

IWM utilizes Anfield Capital Management as a sub-advisor for the Global Multi-Asset Program models, and compensates Anfield with a share of fees paid by clients to IWM as specified in the advisory agreement for the Program. The Anfield GMAS models may hold a portion of their holdings in the Anfield Universal Fixed Income Fund, from which Anfield receives compensation. Neither of the two Anfield members on the IWM investment committee nor Anfield receive any compensation from IWM for their participation on the investment committee. IWM is under no obligation to place any client assets into the GMAS models, and the sub-advisor agreement and the personal services agreements are separate and independent. However, IWM's ability to compensate Anfield by placing client assets into the GMAS models instead of other IWM management programs represents a conflict of interest.

## CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS & PERSONAL TRADING

### *Code of Ethics*

The employees of IWM have committed to a Code of Ethics that is available for review by clients and prospective clients upon request. The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

### ***Participation or Interest in Client Transactions***

IWM and its employees may buy or sell securities that are also held by clients. Employees may not trade their own securities ahead of client trades. Employees comply with the provisions of the Code of Ethics related to participation or interest in client transactions.

### ***Personal Trading***

The Chief Compliance Officer (CCO) of IWM is Craig Harting. He reviews all employee trades each quarter. His trades are reviewed by Brent Pine CPA, CFP®. These reviews ensure that the personal trading of employees is not preferential to clients of the firm.

## **BROKERAGE PRACTICES**

### ***Selecting Brokerage Firms***

Custodians are utilized based on the need for specific custodial services. IWM recommends custodians based on the proven integrity and financial responsibility of the firm, the firm's ability to service institutional clients, and the best execution of orders at reasonable commission rates.

IWM utilizes Schwab Advisor Services for separately managed accounts and Pershing LLC (through Geneos Wealth Management) for our Wrap Fee Program .

IWM does not receive fees or commissions from any of these arrangements.

### ***Best Execution***

IWM reviews the execution of trades at each custodian annually along with other services the custodial provides. The is documented in the IWM Annual Compliance Program Review. The best execution review includes a review of transaction fees charged by the custodian. IWM does not receive any portion of the transaction fees.

IWM will seek to obtain best execution for the client's transactions. IWM will use best efforts to "block trade" securities to insure all client transactions for the same security receive the same price.

### ***Soft Dollars***

IWM receives benefit of certain services provided by Schwab Advisor Services. These services are generally available on an unsolicited basis and at no charge to us. These services include investment research, access to client account data, and trade execution support which may not directly benefit you or your account. They also include services that benefit our business, such as educational conferences and events, consulting on technology, compliance and other business processes, and benchmarking IWM to other advisors. This is a conflict of interest.

However, we believe that our use of Schwab Advisor Services is in the best interests of our clients as they benefit from the scope, quality and price of Schwab's services.

### ***Directed Brokerage***

IWM requires that clients' accounts are held, and transactions executed, through a specific custodian/broker-dealer. IWM Strategic/Tactical UMA Wrap Fee accounts are required be placed at Pershing LLC (through Geneos Wealth Management, our platform manager). Other IWM-managed accounts and programs are required to be placed at Schwab Institutional Services.

Not all advisers require clients to direct brokerage to a particular custodian/broker-dealer, and IWM may not be able to achieve the most favorable execution of all client transactions, which may increase the cost of particular transactions.

### ***Order Aggregation***

IWM routinely aggregated orders when transactions involve an entire model since all accounts are being traded simultaneously. This insures that each client receives the same pricing for a particular transaction and

## **REVIEW OF ACCOUNTS**

### ***Prosperity Plan Progress Review & Update***

Over the course of our relationship, things will change – your goals, life events and health, tax laws, budget needs, and many others. During the Prosperity Plan progress review and update (which may be calendar or event driven), we will re-evaluate your goals, financial picture, risk tolerance, and investment portfolio, revalidating or modifying what we discussed and planned during original discovery and making changes to the strategy if required. In addition to personalized progress reviews, IWM, through Albridge Solutions and Geneos Wealth Management provides “any time” on line access to your entire portfolio, including accounts we do not manage on a discretionary basis. Albridge includes comprehensive performance analytics.

### ***Review Triggers***

Other conditions that may trigger a review are changes in the tax laws, new investment information, and changes in a client's personal situation.

### ***Trade Confirmations:***

Individual trade confirmations and reports of account activity are provided by the custodian or variable annuity product company and are as specified in each advisory contract.

# CLIENT REFERRALS AND OTHER COMPENSATION

## *Referrals to IWM*

IWM has been fortunate to receive many referrals from current clients, employees, personal friends of employees and other financial professionals who are pleased with our service.

IWM may compensate other professionals (persons or companies), including other registered investment advisors for referrals (solicitations). The relationship between the solicitor and IWM is disclosed to the prospective client at the time of the solicitation or referral through a Solicitor's Disclosure Statement that is signed by the prospective client.

## *IWM Referrals to Others*

IWM may refer (solicit) clients to programs and services offered by other professionals (persons or companies), including other registered investment advisors. The relationship between IWM and the prospective client is disclosed to the prospective client at the time of the solicitation or referral through a Solicitor's Disclosure Statement that is signed by the prospective client.

# CUSTODY

IWM will not have custody of any of the managed assets. Securities for IWM will be purchased through and held in accounts at either Schwab Institutional Services, a division of Charles Schwab & Co., Inc., Pershing LLC, or a similarly capable custodian.

## *Account Statements*

Custodians provide account statements directly to clients at their address of record, at least quarterly. Clients are urged to compare the account statements received directly from their custodian to any information received from IWM or other sources such as Albridge Solutions.



## INVESTMENT DISCRETION

### *Discretionary Authority for Trading*

IWM manages client accounts on a discretionary basis.

With discretionary accounts, IWM has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, the amount of the securities to be bought or sold and the timing of such trades. When third party managers are engaged on discretionary accounts, IWM has the authority to hire-fire the managers. Discretionary trading authority enables IWM to immediately react to changes in the market environment or performance of any security by placing trades in client accounts. Discretionary trading is authorized by clients in writing via the Investment Advisory Agreement.

### *Limited Power of Attorney*

Clients grant a limited power of attorney to IWM to exercise discretionary authority to trade accounts and hire and fire third party managers.

## VOTING CLIENT SECURITIES

### *Proxy Votes*

IWM does not vote proxies on securities. Clients retain the responsibility to vote their own proxies.

## FINANCIAL INFORMATION

IWM does not serve as a custodian for client funds or securities, and does not require prepayment of fees of more than \$1200 per client, and six months or more in advance.

IWM does have discretionary authority over client funds or securities. There are no financial conditions that are reasonably likely to impair our ability to meet contractual commitments to clients.