

Painted Porch Advisors LLC

2100 Cliff Drive
Santa Barbara, CA 93109
(805) 680-1134

Form ADV, Part 2A Brochure

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This brochure provides information about the qualifications and business practices of Painted Porch Advisors LLC. If you have any questions about the contents of this brochure, please contact us at 805-680-1134. 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.

Any reference to or use of the terms “registered investment adviser” or “registered” does not imply that Painted Porch Advisors LLC or any person associated with Painted Porch Advisors LLC has achieved a certain level of skill or training.

Additional information about Painted Porch Advisors LLC is available on the SEC’s website at www.adviserinfo.sec.gov.

ITEM 2 - MATERIAL CHANGES

The purpose of this page is to inform you of material changes since the prior annual update to this brochure. Since this brochure is the first for Painted Porch Advisors LLC, this section is not relevant at this time.

Painted Porch Advisors LLC will review and update this brochure at least annually to confirm that it remains current.

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ITEM 4 - ADVISORY BUSINESS

Description of Advisory Firm

Painted Porch Advisors LLC (“Painted Porch,” “we,” “our,” or “us”) is a privately owned limited liability company registered as an investment adviser with the U.S. Securities and Exchange Commission (“SEC”). Brian Lloyd is the sole owner of Painted Porch.

Advisory Services Offered

Painted Porch offers comprehensive wealth management services to our clients. Our investment management, financial planning, and all other related services are offered on an integrated basis and all are included in our typical client engagement.

Investment Management Services

Painted Porch offers advice to clients regarding asset allocation and the selection of investments. Investment management services include designing, implementing, and continued monitoring of the client’s account. Painted Porch will invest the account on a fully discretionary basis, limited only by the client’s individual needs and any restrictions imposed on the account.

We will typically allocate client portfolios among traditional marketable securities (money market instruments, bonds, preferred stocks, common stocks, and real estate investment trusts). We also utilize mutual funds where appropriate for diversification needs.

Painted Porch may also occasionally offer advice regarding additional types of investments if they are appropriate to address the individual needs, goals, and objectives of the client or in response to client inquiry. Painted Porch may offer investment advice on any investment held by the client at the start of the advisory relationship or acquired by the client during the relationship. We describe the material investment risks for many of the securities that we recommend under the heading ***Specific Security Risks*** in **Item 8** below.

We discuss our discretionary authority below under **Item 16 - Investment Discretion**. For more information about the restrictions clients can put on their accounts, see **Tailored Services and Client Imposed Restrictions** in this item below.

We describe the Fees charged for investment management services below under **Item 5 - Fees and Compensation**.

Non-Discretionary Accounts

Painted Porch also offers investment advisory services to clients on a non-discretionary basis. For these clients Painted Porch will contact the client before making recommendations it deems appropriate for the client. See also **Item 16 – Investment Discretion** below.

Financial Planning Services

Painted Porch offers a range of financial planning services, from broad planning to custom planning focused on specific areas requested by the client. Painted Porch prefers to conduct a long-term cash flow analysis to help clients determine an appropriate asset allocation. Generally, Painted Porch will deliver a plan to each client. Painted Porch offers to update the plan annually at no charge. There may be circumstances when a financial plan is not necessary.

As part of the financial planning process, Painted Porch typically requests information from the client about the client's financial situation and needs, including: net worth, income, expenses, taxes, investments, retirement plans, life insurance, disability insurance, health insurance, long term care insurance, business agreements, divorce papers, pre-nuptial agreements, estate documents, and any other documents that pertain to their overall financial picture. In addition, Painted Porch asks the client about their future goals, financial circumstances and objectives. Painted Porch then assists clients with developing a personalized plan. Typically, we develop the plan with the client over several in-person meetings.

Painted Porch may also work with the client to provide advice regarding a particular aspect of the client's financial situation. Areas of focus might include:

1. Preparing for or living in retirement
2. Investment strategies
3. Estate planning strategies
4. Income tax planning
5. Stock option analysis and planning
6. Insurance: life, disability, medical, long-term care insurance
7. Family savings and cash flow planning
8. Education planning and funding
9. Charitable gifting
10. Debt management
11. Employee benefit usage
12. Other, as determined between Painted Porch and the client

Our financial planning services do not include preparation of any kind of income tax or estate tax returns or preparation of any legal documents, including wills or trusts.

We provide financial planning services as a component of our integrated wealth management services. We describe our fees for investment management and retainer services below under ***Item 5 - Fees and Compensation***.

Retainer Services

In certain selective situations, we offer retainer services to clients who desire continuing financial planning services or investment management services for portfolios which contain dissimilar assets

requiring varying amounts of time for supervision and management. For example, dissimilar assets may include low cost basis stock. Upon client request, we will monitor dissimilar assets on an ongoing basis.

We describe the fees charged for retainer services below under ***Item 5 - Fees and Compensation***.

Consulting Services

For certain clients or particular circumstances, as described below, Painted Porch may also provide consulting services. The specific scope of any engagement to provide consulting services is agreed upon with the client.

Real Estate Consulting

Our real estate consulting services may include any or all of the following: (i) consulting services in connection with proposed purchase and sale transactions; (ii) formulating investment, tax, estate, and multi-generational strategies; (iii) advice on property management; and (iv) consultation services with respect to real estate limited partnerships and other real estate-focused private funds.

Foundation/Endowment Advisory Services

Our consulting services for foundations or endowments may include any or all of the following: (i) acting as a consulting chief investment officer for the organization and overseeing asset managers, risk profile of the portfolio, performance and other factors on a non-discretionary basis; (ii) assisting with the development and maintenance of an effective spending policy designed to protect the long-term viability of the organization's assets; (iii) assisting with development of a clear governance process to confirm that investment decisions are properly vetted; and (iv) assisting or leading on education of the organization's board or committee members on important topics and policies related to stewardship of the organization's assets and investments.

Corporate Advisory Services

Our corporate consulting services may include any or all of the following: (i) employee benefits consulting (401k plans, insurance, etc.); (ii) financial planning services for executives and other employees; (iii) objective strategic business guidance for owners and/or entrepreneurs; (iv) advice on succession planning and enhancing business value; and (iv) advice with respect to potential financing and other corporate finance transactions.

Limitations on Investments

In some circumstances, Painted Porch's advice may be limited to certain types of securities.

Limitation by Plan Sponsor/Employer

In the event Painted Porch is managing assets within a retirement plan such as 401(k) or other employer plan, Painted Porch is limited to those investment providers and investment options chosen by the plan administrator. Similarly, when we provide services to participants in an employer-sponsored plan, the participant may be limited to investing in securities included in the plan's investment options. Therefore,

Painted Porch can only make recommendations to the client from among the available options and will not recommend or invest the client's account in other securities, even if there may be better options elsewhere.

Mutual Fund Limitations

No Load Mutual Funds

Painted Porch generally limits recommendations of mutual funds to no load funds or equivalent investment products.

Limitation by Custodian

There may also be limitations on the mutual funds that we recommend. Clients establish brokerage accounts with Schwab Institutional®, a division of Charles Schwab & Co., Inc. ("Schwab"), registered broker-dealer, Member SIPC.

Limitation by Client

Painted Porch may also limit advice based on certain client-imposed restrictions. For more information about the restrictions clients can put on their accounts, see ***Tailored Services and Client Imposed Restrictions*** in this Item below.

Tailored Services and Client Imposed Restrictions

Painted Porch manages client accounts based on the asset allocation the client chooses, as discussed below under ***Item 8 - Methods of Analysis, Investment Strategies, and Risk of Loss***. Painted Porch applies the strategy for each client, based on the client's individual circumstances and financial situation. We make investment decisions for clients based on information the client supplies about their financial situation, goals, and risk tolerance. Our recommendations may be limited if the client does not provide us with accurate and complete information. It is the client's responsibility to keep Painted Porch informed of any changes to their investment objectives or restrictions.

Clients may also request other restrictions on the account, such as when a client needs to keep a minimum level of cash in the account or does not want Painted Porch to buy or sell certain specific securities or security types in the account. If a client requests restrictions on certain categories of securities (for socially conscious reasons, for example), Painted Porch may replace that portion of the portfolio with a broad-based exchange traded fund as an asset class substitute. Painted Porch reserves the right not to accept, or the right to terminate, management of a client's account if we feel that the client-imposed restrictions would limit or prevent us from meeting or maintaining the client's investment strategy.

Assets Under Management

Painted Porch manages client assets on a continuous and regular basis. As of the date of this brochure, Painted Porch had no assets under management.

ITEM 5 - FEES AND COMPENSATION

Fee Schedule

Investment Management Services

Painted Porch charges advisory fees for investment management services. Painted Porch's advisory fees are charged based on a percentage of the client's total assets under management, per the following schedule:

<u>Assets Under Management</u>		<u>Annual Fee</u>
<u>From</u>	<u>To</u>	
\$0	\$1,000,000	1.00%
\$1,000,001	\$5,000,000	0.60%
\$5,000,001	\$20,000,000	0.35%
\$20,000,001	And over	0.20%

Our standard fee schedule is not negotiable; however, Painted Porch reserves the right to make exceptions in limited circumstances at our discretion. We also manage some family and related accounts without charge.

Painted Porch may recommend certain alternative investments. Generally, Painted Porch is not responsible for attempting to provide an estimate of fair value for these alternative investments and in many instances will rely on the value reported by the general partner or other manager of the investment.

Retainer Services and Consulting Services

Painted Porch offers retainer services and consulting services for a mutually agreed upon flat fee. Annual fees are based on the approximate amount of time and resources required to provide the services agreed to in the retainer agreement and may be negotiable. Painted Porch and the client will mutually define the scope of the engagement prior to providing any services. The scope of the relationship and fees to be charged will be clearly outlined in a letter of engagement between Painted Porch and the client. No fees or billable activity will be accrued prior to the execution of a letter of engagement.

Minimum Fee

Investment Management Services

Painted Porch generally requires a minimum advisory fee of \$7,500 per year, billed quarterly, to maintain an advisory account. If the regular quarterly management fee calculated based on assets under management is less than our minimum advisory fee, we will charge the client our minimum fee; provided, however, that at our discretion we may reduce or waive the minimum fee requirement for clients with smaller portfolios based upon certain criteria, including anticipated future earning capacity,

anticipated future additional assets, account composition, related accounts, and pre-existing client relationships.

Painted Porch generally aggregates client portfolios of family or business relationships with each other to meet the minimum portfolio size.

Retainer Services

Painted Porch generally requires a minimum retainer fee of \$7,500 per year. However, we may make exceptions at our discretion to charge a lower minimum annual retainer fee.

Billing Method

Investment Management Services

Painted Porch's advisory fees are payable quarterly in advance, at the beginning of each calendar quarter, based on the account market value on the last day of the prior calendar quarter. For certain alternative investments, market values may be provided by the security sponsor less frequently than quarterly, and Painted Porch will generally use the most recent reported value for purposes of calculating the advisory fee. For clients that commence management with us on a date other than the first day of a calendar quarter, the initial billing will be the charge in advance for the first full calendar quarter under our management.

Painted Porch may aggregate client accounts that have family or business relationships with each other for purposes of calculating the advisory fees applicable to each client.

It is up to the client whether they wish to have the advisory fees withdrawn directly from their custodian account or pay by check. With client authorization, Painted Porch will instruct the custodian to automatically withdraw Painted Porch's advisory fee from the client's account held by an independent custodian. Typically, the custodian withdraws advisory fees from the client's account during the first month of each quarter based on Painted Porch's instruction. All clients will receive brokerage statements from the custodian no less frequently than quarterly. The custodian statement will show the deduction of the advisory fee for those clients who authorize the advisory fees to be withdrawn directly from their custodian account.

Painted Porch will send an invoice to all clients who choose not to have advisory fees withdrawn directly from their custodian account. The invoice is payable upon receipt and will include the fee calculation and amount due.

Retainer Services and Consulting Services

Painted Porch's fees for retainer services and consulting services are payable quarterly in arrears. The first payment is due after the first full quarter of services.

Other Fees and Expenses

Painted Porch's fees do not include custodian fees. Clients pay all brokerage commissions, stock transfer fees, and other similar charges incurred in connection with transactions in accounts from the assets in the account, which are in addition to the fees client pays to Painted Porch. See ***Item 12 - Brokerage Practices*** below for more information.

Any mutual fund shares held in a client's account may be subject to deferred sales charges, 12b-1 fees, and other fund-related expenses. The fund's prospectus fully describes the fees and expenses. All fees paid to Painted Porch for investment management services are separate and distinct from the fees and expenses charged by mutual funds. Mutual funds pay advisory fees to their managers, which are indirectly charged to all holders of the mutual fund shares. Consequently, clients with mutual funds in their portfolios are effectively paying both Painted Porch and the mutual fund manager for the management of their assets. In addition, real estate offerings in which clients invest may charge internal fees, which are described in the offering documents. Painted Porch does not receive any portion of the internal fees of third-party real estate offerings.

Termination

Investment Management Services

Either party may terminate the agreement upon written notice to the other party, such termination to be effective as of the end of the calendar quarter in which such notice is given, provided such written notice is given at least thirty (30) days prior to the end of that calendar quarter. The client's written termination notice may be sent to Painted Porch at our office.

Retainer Services

Painted Porch's agreement indicates when services provided under the retainer agreement are complete. In the event that either the client or Painted Porch wishes to terminate the retainer agreement before the date specified in the agreement, either party may terminate the agreement at any time by providing written notice to the other party. The client's written termination notice may be sent to Painted Porch at our office. Upon such termination, the client will only be obligated to pay Painted Porch for services actually rendered at the agreed-upon fee. Painted Porch will provide an invoice for services provided through the date of termination.

ITEM 6 - PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

Painted Porch does not charge performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

ITEM 7 - TYPES OF CLIENTS

Painted Porch provides services to individuals, high net worth individuals, trusts and estates, individual participants of retirement plans, pension and profit-sharing plans, charitable organizations, and businesses.

Account Requirements

Generally, Painted Porch does not have a minimum account requirement other than the minimum fee mentioned above. We generally combine family accounts to meet the account size minimum. Painted Porch may reduce or waive the account minimum requirements at our discretion.

ITEM 8 - METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

Methods of Analysis and Investment Strategies

Painted Porch's general investment strategy is to seek real capital growth proportionate with the level of risk the client is willing to take. Painted Porch treats each client account uniquely. Painted Porch will analyze the client's investment objectives (income and growth needs) relative to the client's constraints (time horizon, risk tolerance, tax considerations, liquidity needs, and special circumstances). Based on the balance of the goals and risk tolerance, Painted Porch develops an investment policy statement that will include a specific asset allocation model. Painted Porch will then implement the purchase or sale of securities for the client that will move the client's portfolio to the desired allocation.

Painted Porch selects suitable categories of investments based on the clients' attitudes about risk and their need for capital appreciation or income. Different instruments involve different levels of exposure to risk. Within each investment category, Painted Porch selects individual securities with characteristics that are most consistent with the client's objectives. We deal with any client restrictions on an account-by-account basis.

Since Painted Porch treats each client account uniquely, client portfolios with a similar investment objectives and asset allocation goals may own different securities. Timing and tax factors also influence Painted Porch's investment decisions. Clients who buy or sell securities on the same day may receive different prices.

Methods of Analysis for Selecting Securities

Painted Porch may use fundamental analysis in the selection of individual securities. Fundamental analysis typically involves analysis of financial statements, the general financial health of companies, and the analysis of management or competitive advantages. Additionally, Painted Porch may use specific strategies or resources in the method of analysis and selection of bonds, preferred stocks, common stocks, REITs, and mutual funds.

Debt Securities (Bonds)

Painted Porch relies on credit rating agencies such as Standard & Poor's and Moody's to help determine the financial strength of issuing creditors. We also use prospectuses and other relevant information from bond underwriters to help in analysis and selection of fixed income securities.

Mutual Funds

In analyzing mutual funds, Painted Porch may use various sources of information, including data provided by Morningstar. As part of our due diligence process, Painted Porch will typically contact the fund's investment adviser to discuss the adviser's process and various aspects related to their management of the fund. Regarding equity mutual funds, Painted Porch reviews key characteristics such as historical performance, consistency of returns, risk level, size of fund, etc. Expense ratio and other costs are also significant factors in fund selection.

Investment Strategies for Managing Portfolios

Painted Porch's strategy consists of purchasing, holding, and rebalancing a diversified portfolio of bonds and publicly traded equities. Painted Porch typically intends to hold these investments for over a year except when sales are necessary to rebalance the portfolio or to fund replacement acquisitions. When selecting publicly traded equities, Painted Porch may focus on the potential for income and/or growth, depending on the client's investment objectives. While Painted Porch's investment strategy primarily involves the active selection of individual securities, from time to time we may also invest a significant portion of the client's portfolio in passive index funds or ETFs.

Painted Porch does not attempt to time the market nor do we attempt to capture short-term gains. Short term buying and selling of securities is limited to those cases where a purchase has resulted in an unanticipated gain or loss in which we believe that a subsequent sale is in the best interest of the client.

Private Placements

Painted Porch may recommend limited partnerships and/or private offerings to clients based on factors that include but are not limited to accreditation status, the level of interest clients express during meetings with Painted Porch, and whether the program would offer diversification to the client. We consider these types of investments to carry a higher degree of risk than stocks and bonds. These securities are only available to accredited investors. Investments in such limited offerings will only occur after conducting additional consultation with the client and after the client has approved of the investment and strategy for his/her portfolio.

In certain circumstances, if deemed appropriate for the client, Painted Porch may recommend certain private placements or other investments in privately owned businesses to clients. Privately held companies typically sell their securities through private placement offerings. Generally, there is no ready market for private placement purchases and sales. Therefore, private placements are less liquid than market-based securities and considered risky investments. Consequently, investments in private placements are limited to persons who meet certain income and/or net worth requirements. Painted Porch will recommend such securities only to clients who meet the necessary income and/or net worth requirements and where Painted Porch believes the investment is appropriate for the client based on the client's ability to accept the risk. At the time of recommendation, Painted Porch will disclose to the client any proprietary interest in the company.

Risks

Investing in securities involves risk of loss, and clients should be prepared to bear that risk.

General Risks of Owning Securities

The prices of securities held in client accounts and the income they generate may decline in response to certain events taking place around the world. These include events directly involving the issuers of securities held as underlying assets of mutual funds in a client's account, conditions affecting the general economy, and overall market changes. Other contributing factors include local, regional, or global political, social, or economic instability and governmental or governmental agency responses to economic conditions. Finally, currency, interest rate, and commodity price fluctuations may also affect security prices and income.

The prices of, and the income generated by, most debt securities held by a client's account may be affected by changing interest rates and by changes in the effective maturities and credit ratings of these securities. For example, the prices of debt securities in the client's account generally will decline when interest rates rise and increase when interest rates fall. In addition, falling interest rates may cause an issuer to redeem, "call" or refinance a security before its stated maturity, which may result in reinvesting the proceeds in lower yielding securities. Longer maturity debt securities generally have higher rates of interest and may be subject to greater price fluctuations than shorter maturity debt securities. Debt securities are also subject to credit risk, which is the possibility that the credit strength of an issuer will weaken and/or an issuer of a debt security will fail to make timely payments of principal or interest and the security will go into default. The guarantee of a security backed by the U.S. Treasury or the full faith and credit of the U.S. government only covers the timely payment of interest and principal when held to maturity. This means that the current market values for these securities will fluctuate with changes in interest rates.

Mutual Funds (Open-end Investment Company)

A mutual fund is a company that pools money from many investors and invests the money in stocks, bonds, short-term money-market instruments, other securities or assets, or some combination of these investments. The portfolio of the fund consists of the combined holdings it owns. Each share represents an investor's proportionate ownership of the fund's holdings and the income those holdings generate. The price that investors pay for mutual fund shares is the fund's per share net asset value (NAV) plus any shareholder fees that the fund imposes at the time of purchase (such as sales loads).

The benefits of investing through mutual funds include professional management, diversification, affordability, and liquidity. Mutual funds also have features that some investors might view as disadvantages:

Costs Despite Negative Returns

Investors must pay sales charges, annual fees, and other expenses regardless of how the fund performs. Depending on the timing of their investment, investors may also have to pay taxes on any capital gains

distribution they receive. This includes instances where the fund went on to perform poorly after purchasing shares.

Lack of Control

Investors typically cannot ascertain the exact make-up of a fund's portfolio at any given time, nor can they directly influence which securities the fund manager buys and sells or the timing of those trades.

Price Uncertainty

With an individual stock, investors can obtain real-time (or close to real-time) pricing information with relative ease by checking financial websites or by calling a broker or your investment adviser. Investors can also monitor how a stock's price changes from hour to hour—or even second to second. By contrast, with a mutual fund, the price at which an investor purchases or redeems shares will typically depend on the fund's NAV, which the fund might not calculate until many hours after the investor placed the order. In general, mutual funds must calculate their NAV at least once every business day, typically after the major U.S. exchanges close.

Different Types of Funds

Most mutual funds fall into one of three main categories; money market funds, bond funds (also called “fixed income” funds), and stock funds (also called “equity” funds). Each type has different features and different risks and rewards. Generally, the higher the potential return, the higher the risk of loss.

Money Market Funds

Money market funds have relatively low risks, compared to other mutual funds (and most other investments). By law, they can invest in only certain high quality, short-term investments issued by the U.S. Government, U.S. corporations, and state and local governments. Money market funds try to keep their net asset value (NAV), which represents the value of one share in a fund, at a stable \$1.00 per share. However, the NAV may fall below \$1.00 if the fund's investments perform poorly. Investor losses have been rare, but they are possible. Money market funds pay dividends that generally reflect short-term interest rates, and historically the returns for money market funds have been lower than for either bond or stock funds. That is why “inflation risk,” the risk that inflation will outpace and erode investment returns over time, can be a potential concern for investors in money market funds.

Bond Funds

Bond funds generally have higher risks than money market funds, largely because they typically pursue strategies aimed at producing higher yields. Unlike money market funds, the SEC's rules do not restrict bond funds to high quality or short-term investments. Because there are many different types of bonds, bond funds can vary dramatically in their risks and rewards.

Some of the risks associated with bond funds include:

Credit Risk

There is a possibility that companies or other issuers may fail to pay their debts (including the debt owed to holders of their bonds). Consequently, this affects mutual funds that hold these bonds. Credit risk is

less of a factor for bond funds that invest in insured bonds or U.S. Treasury Bonds. By contrast, those that invest in the bonds of companies with poor credit ratings generally will be subject to higher risk.

Interest Rate Risk

There is a risk that the market value of the bonds will go down when interest rates go up. Because of this, investors can lose money in any bond fund, including those that invest only in insured bonds or U.S. Treasury Bonds. Funds that invest in longer-term bonds tend to have higher interest rate risk.

Prepayment Risk

Issuers may choose to pay off debt earlier than the stated maturity date on a bond. For example, if interest rates fall, a bond issuer may decide to “retire” its debt and issue new bonds that pay a lower rate. When this happens, the fund may not be able to reinvest the proceeds in an investment with as high a return or yield.

Stock Funds

Although a stock fund’s value can rise and fall quickly (and dramatically) over the short term, historically stocks have performed better over the long term than other types of investments. This is true for corporate bonds, government bonds, and treasury securities. Overall “market risk” poses the greatest potential danger for investors in stocks funds. Stock prices can fluctuate for a broad range of reasons—such as the overall strength of the economy or demand for particular products or services. Not all stock funds are the same. For example:

Income Funds

Income funds invest in stocks that pay regular dividends.

Small Cap Funds

Funds that invest in stocks of small companies involve additional risks. Smaller companies typically have higher risk of failure, and are not as established as larger blue-chip companies are. Historically, smaller-company stocks have experienced a greater degree of market volatility than the overall market average.

Mid Cap Funds

Funds that invest in companies with smaller market capitalizations involve additional risks. The securities of these companies may be more volatile and less liquid than the securities of larger companies.

Index Funds

Index funds aim to achieve the same return as a particular market index, such as the S&P 500 Composite Stock Price Index, by investing in all—or perhaps a representative sample—of the companies included in an index.

International Funds

International investments are subject to additional risks, including currency fluctuation, political instability and potential illiquid markets.

Emerging Market Funds

Funds that invest in foreign securities involve special additional risks. These risks include, but are not limited to currency risk, political risk and risk associated with varying accounting standards. Investing in emerging markets may accentuate these risks.

Sector Funds

Sector funds may specialize in a particular industry segment, such as technology or consumer products stocks. Funds that invest exclusively in one sector or industry involve additional risks. The lack of industry diversification subjects the investor to increased industry-specific risk.

REIT Funds

REIT Funds include REITs within the underlying fund holdings. REITs primarily invest in real estate or real estate-related loans. Equity REITs own real estate properties, while mortgage REITs hold construction, development, and/or long-term mortgage loans. REIT investments include illiquidity and interest rate risk.

Real Estate Funds

Investments in real estate funds are subject to the risks related to direct investment in real estate, such as real estate risk, regulatory risks, concentration risk, and diversification risk.

TIPS Funds

Treasury Inflation Protection Securities (TIPS) are inflation-indexed securities structured to remove inflation risk. Painted Porch does not utilize individual TIPS, but may recommend mutual funds and exchange traded funds that include TIPS within the underlying fund holdings.

Tax Consequences of Mutual Funds

When investors buy and hold an individual stock or bond, the investor must pay income tax each year on the dividends or interest the investor receives. However, the investor will not have to pay any capital gains tax until the investor actually sells and makes a profit. Mutual funds are different. When an investor buys and holds mutual fund shares, the investor will owe income tax on any ordinary dividends in the year the investor receives or reinvests them. Moreover, in addition to owing taxes on any personal capital gains when the investor sells shares, the investor may have to pay taxes each year on the fund's capital gains. That is because the law requires mutual funds to distribute capital gains to shareholders if they sell securities for a profit that cannot be offset by a loss.

Exchange-Traded Funds (ETFs)

An ETF is a type of investment company (usually, an open-end fund or unit investment trust) containing a basket of stocks. Typically, the objective of an ETF is to achieve the same return as a particular market index, including sector indexes. An ETF is similar to an index fund in that it will primarily invest in securities of companies that are included in a selected market. Unlike traditional mutual funds, which can only be redeemed at the end of a trading day, ETFs trade throughout the day on an exchange. Like stock mutual funds, the prices of the underlying securities and the overall market may affect ETF prices. Similarly, factors affecting a particular industry segment may affect ETF prices that track that particular sector.

Equity Securities

Equity securities represent an ownership position in a company. Equity securities typically consist of common stocks. The prices of equity securities fluctuate based on, among other things, events specific to their issuers and market, economic and other conditions. For example, prices of these securities can be affected by financial contracts held by the issuer or third parties (such as derivatives) relating to the security or other assets or indices.

There may be little trading in the secondary market for particular equity securities, which may adversely affect Painted Porch's ability to value accurately or dispose of such equity securities. Adverse publicity and investor perceptions, whether or not based on fundamental analysis, may decrease the value and/or liquidity of equity securities.

Small Capitalization Equity Securities

Investing in smaller companies may pose additional risks as it is often more difficult to value or dispose of small company stocks, more difficult to obtain information about smaller companies, and the prices of their stocks may be more volatile than stocks of larger, more established companies. Clients should have a long-term perspective and, for example, be able to tolerate potentially sharp declines in value.

Debt Securities (Bonds)

Issuers use debt securities to borrow money. Generally, issuers pay investors periodic interest and repay the amount borrowed either periodically during the life of the security and/or at maturity. Alternatively, investors can purchase other debt securities, such as zero-coupon bonds, which do not pay current interest, but rather are priced at a discount from their face values and their values accrete over time to face value at maturity. The market prices of debt securities fluctuate depending on such factors as interest rates, credit quality, and maturity. In general, market prices of debt securities decline when interest rates rise and increase when interest rates fall. The longer the time to a bond's maturity, the greater its interest rate risks.

For fixed income investments, Painted Porch generally considers the financial strength of the issuer, call provisions, liquidity factors, and bond insurance in selecting bonds for purchase. Painted Porch solicits bids from several underwriters (i.e. brokerages) in an effort to obtain the most attractive yield on purchase.

Certain additional risk factors relating to debt securities include:

Reinvestment Risk

When interest rates are declining, investors have to reinvest their interest income and any return of principal, whether scheduled or unscheduled, at lower prevailing rates.

Inflation Risk

Inflation causes tomorrow's dollar to be worth less than today's; in other words, it reduces the purchasing power of a bond investor's future interest payments and principal, collectively known as "cash flows." Inflation also leads to higher interest rates, which in turn leads to lower bond prices.

Interest Rate and Market Risk

Debt securities may be sensitive to economic changes, political and corporate developments, and interest rate changes. Investors can also expect periods of economic change and uncertainty, which can result in increased volatility of market prices and yields of certain debt securities. For example, prices of these securities can be affected by financial contracts held by the issuer or third parties (such as derivatives) relating to the security or other assets or indices.

Call Risk

Debt securities may contain redemption or call provisions entitling their issuers to redeem them at a specified price on a date prior to maturity. If an issuer exercises these provisions in a lower interest rate market, the account would have to replace the security with a lower yielding security, resulting in decreased income to investors.

Usually, a bond is called at or close to par value. This subjects investors that paid a premium for their bond to a risk of lost principal. In reality, prices of callable bonds are unlikely to move much above the call price if lower interest rates make the bond likely to be called.

Credit Risk

If the issuer of a debt security defaults on its obligations to pay interest or principal or is the subject of bankruptcy proceedings, the account may incur losses or expenses in seeking recovery of amounts owed to it.

Liquidity and Valuation Risk

There may be little trading in the secondary market for particular debt securities, which may affect adversely the account's ability to value accurately or dispose of such debt securities. Adverse publicity and investor perceptions, whether or not based on fundamental analysis, may decrease the value and/or liquidity of debt securities.

Painted Porch attempts to reduce the risks described above through diversification of the client's portfolio and by credit analysis of each issuer, as well as by monitoring broad economic trends and corporate and legislative developments, but there can be no assurance that we will be successful in doing so. Credit ratings for debt securities provided by rating agencies reflect an evaluation of the safety of principal and interest payments, not market value risk. The rating of an issuer is a rating agency's view of past and future potential developments related to the issuer and may not necessarily reflect actual outcomes. There can be a lag between the time of developments relating to an issuer and the time a rating is assigned and updated.

Bond rating agencies may assign modifiers (such as +/-) to ratings categories to signify the relative position of a credit within the rating category. Unless we state otherwise, clients should include any security within that category without considering the modifier when reading their investment policies based on ratings categories.

Securities with Equity and Debt Characteristics

Some securities have a combination of equity and debt characteristics. These securities may at times behave more like equity than debt or vice versa. Some types of convertible bonds, preferred stocks or other preferred securities automatically convert into common stocks or other securities at a stated conversion ratio and some may be subject to redemption at the option of the issuer at a predetermined price. These securities, prior to conversion, may pay a fixed rate of interest or a dividend. Because convertible securities have both debt and equity characteristics, their values vary in response to many factors, including the values of the securities into which they are convertible, general market and economic conditions, and convertible market valuations, as well as changes in interest rates, credit spreads and the credit quality of the issuer.

These securities may include hybrid securities, which also have equity and debt characteristics. Such securities are normally at the bottom of an issuer's debt capital structure. As such, they may be more sensitive to economic changes than more senior debt securities. Investors may also view these securities as more equity-like by the market when the issuer or its parent company experience financial problems.

The prices and yields of nonconvertible preferred securities or preferred stocks generally move with changes in interest rates and the issuer's credit quality, similar to the factors affecting debt securities. Nonconvertible preferred securities may be treated as debt for account investment limit purposes.

Preferred Stocks

Preferred stock is a class of ownership in a corporation that has a higher claim on the assets and earnings than common stock. Preferred stock generally has a dividend that must be paid out before dividends to common shareholders. In addition, preferred shares usually do not have voting rights. Each preferred offering is structured specific to the issuing corporation's needs. Preferred shareholders have priority over common shareholders on earnings and assets in the event of liquidation and they have a fixed dividend (paid before common shareholders), but investors must weigh these positives against the negatives, including giving up their voting rights and less potential for appreciation.

Obligations Backed by the "Full Faith and Credit" of the U.S. Government

U.S. government obligations include the following types of securities:

U.S. Treasury Securities

U.S. Treasury securities include direct obligations of the U.S. Treasury, such as Treasury bills, notes, and bonds. For these securities, the U.S. government unconditionally guarantees the payment of principal and interest, resulting in the highest possible credit quality. Fluctuations in interest rates subject U.S. Treasury securities to variations in market value. However, they are paid in full when held to maturity.

Federal Agency Securities

Certain U.S. government agencies and government-sponsored entities guarantee the timely payment of principal and interest with the backing of the full faith and credit of the U.S. government. Such agencies and entities include The Federal Financing Bank (FFB), the Government National Mortgage Association (Ginnie Mae), the Veterans Administration (VA), the Federal Housing Administration (FHA), the Export-

Import Bank (Exim Bank), the Overseas Private Investment Corporation (OPIC), the Commodity Credit Corporation (CCC) and the Small Business Administration (SBA).

Other Federal Agency Obligations

Additional federal agency securities neither are direct obligations of, nor guaranteed by, the U.S. government. These obligations include securities issued by certain U.S. government agencies and government-sponsored entities. However, they generally involve some form of federal sponsorship: some operate under a government charter; specific types of collateral back some; the issuer's right to borrow from the Treasury supports some; and only the credit of the issuing government agency or entity supports others. These agencies and entities include, but are not limited to the Federal Home Loan Bank, Federal Home Loan Mortgage Corporation (Freddie Mac), Federal National Mortgage Association (Fannie Mae), and the Tennessee Valley Authority and Federal Farm Credit Bank System.

On September 7, 2008, Freddie Mac and Fannie Mae were placed into conservatorship by their new regulator, the Federal Housing Finance Agency. Simultaneously, the U.S. Treasury made a commitment of indefinite duration to maintain the positive net worth of both firms.

Municipal Bonds

Municipal bonds are debt obligations generally issued to obtain funds for various public purposes, including the construction of public facilities. Municipal bonds pay a lower rate of return than most other types of bonds. However, because of a municipal bond's tax-favored status, investors should compare the relative after-tax return to the after-tax return of other bonds, depending on the investor's tax bracket. Investing in municipal bonds carries the same general risks as investing in bonds in general. Those risks include interest rate risk, reinvestment risk, inflation risk, market risk, call or redemption risk, credit risk, and liquidity and valuation risk. Investing in municipal bonds carries risk unique to these types of bonds, which may include:

Legislative Risk

Legislative risk includes the risk that a change in the tax code could affect the value of taxable or tax-exempt interest income.

Tax-Bracket Changes

Municipal bonds generate tax-free income, and therefore pay lower interest rates than taxable bonds. Investors who anticipate a significant drop in their marginal income-tax rate may benefit from the higher yield available from taxable bonds.

Liquidity Risk

The risk that investors may have difficulty finding a buyer when they want to sell and may be forced to sell at a significant discount to market value. Liquidity risk is greater for thinly traded securities such as lower-rated bonds, bonds that were part of a small issue, bonds that have recently had their credit rating downgraded or bonds sold by an infrequent issuer. Municipal bonds may be less liquid than other bonds.

Credit Risk

Credit risk includes the risk that a borrower will be unable to make interest or principal payments when they are due and therefore default. To reduce investor concern, insurance policies that guarantee repayment in the event of default back many municipal bonds.

AMT

Painted Porch invests in a variety of fixed income securities for clients. For those accounts seeking preservation of capital and current income exempt from taxation, Painted Porch does not invest in municipal bonds subject to the alternative minimum tax without the expressed prior written permission of the client.

General Obligation vs. Revenue Bonds

Typically, investors consider general obligation bonds to be safer than revenue bonds since the full faith and credit of the issuer backs the interest and principal payments. With revenue bonds, the interest and principal are dependent upon the revenues paid by users of the facility or service. Frequently the issuers of revenue bonds are either private sector corporations (e.g. hospitals) or entities that exist, often in local monopoly form, to provide a public service (e.g. power utilities or public transportation authorities). Consequently, the thought is that the consumer spending that provides the funding or income stream for revenue bond issuers may be more vulnerable to changes in consumer tastes or a general economic downturn compared to a state or city's ability to raise taxes to pay for its general obligation commitments.

Municipal Bonds of a Particular State

Municipal bonds are debt obligations generally issued to obtain funds for various public purposes, including the construction of public facilities. Securities issued by California municipalities are more susceptible to factors adversely affecting issuers of California securities. For example, in the past, California voters have passed amendments to the state's constitution and other measures that limit the taxing and spending authority of California governmental entities, and future voter initiatives may adversely affect California municipal bonds.

Private Funds

A private fund is an investment vehicle that pools capital from a number of investors and invests in securities and other instruments. In almost all cases, a private fund is a private investment vehicle that is typically not registered under federal or state securities laws. So that private funds do not have to register under these laws, issuers make the funds available only to certain sophisticated or accredited investors and cannot be offered or sold to the general public. Private funds are generally smaller than mutual funds because they are often limited to a small number of investors and have a more limited number of eligible investors. Many but not all private funds use leverage as part of their investment strategies. Private fund management fees typically include a base management fee along with a performance component. In many cases, the fund's managers may become "partners" with their clients by making personal investments of their own assets in the fund. Most private funds offer their securities by providing an offering memorandum or private placement memorandum, known as "PPM" for short.

The PPM covers important information for investors and investors should review this document carefully and should consider conducting additional due diligence before investing in the private fund. The primary risks of private funds include the following:

1. Private funds do not sell publicly and are therefore illiquid. An investor may not be able to exit a private fund or sell its interests in the fund before the fund closes.
2. Private funds are subject to various other risks, including risks associated with the types of securities that the private fund invests in.

Real Estate Investment Trusts (REITs)

Securities issued by real estate investment trusts (REITs) primarily invest in real estate or real estate-related loans. Equity REITs own real estate properties, while mortgage REITs hold construction, development and/or long-term mortgage loans. Changes in the value of the underlying property of the trusts, the creditworthiness of the issuer, property taxes, interest rates, tax laws, and regulatory requirements, such as those relating to the environment all can affect the values of REITs. Both types of REITs are dependent upon management skill, the cash flows generated by their holdings, the real estate market in general, and the possibility of failing to qualify for any applicable pass-through tax treatment or failing to maintain any applicable exemptive status afforded under relevant laws.

Real Estate Private Fund

A real estate private fund is a professionally managed portfolio of one or more real estate holdings. During periods of inflation and economic growth, real estate will usually post strong returns, while it usually fizzles in periods of recession. The real estate sector goes through periods of expansion and contraction, just like all other sectors of the economy. Although real estate funds are usually growth or income oriented, investors can generally expect to receive both dividend income and capital gains from the sale of appreciated properties within the portfolio. For this reason, tax-conscious investors may be pleasantly surprised when they receive their annual capital gains distributions. Investments in individual properties can also defer capital gains through special rules.

As with all other sector funds, real estate funds tend to be more volatile than broader-based growth or income funds. As with any other sector, investors can generally expect to be hit hard in these funds when the real estate market collapses and should keep a long-term perspective when allocating funds to this sector.

Real estate funds face several kinds of risk that are inherent in this sector of the market. Liquidity risk, market risk, and interest rate risk are just some of the factors that can influence the gain or loss that passes on to the investor. Liquidity and market risk will tend to have a greater effect on funds that are more growth-oriented, as the sale of appreciated properties depends upon market demand. Conversely, interest rate risk impacts the amount of dividend income that income-oriented funds pay out.

Real estate funds allow small investors to participate in the profits from large-scale commercial real estate enterprises, such as corporate office parks and skyscrapers. They also provide the usual benefits of mutual funds, such as professional management and diversification. This last characteristic is

important for these funds, as most investors do not have a sufficient asset base to participate in commercial real estate in any direct sense, unlike stocks, which investors can purchase as individual shares at a much more reasonable cost.

A real estate fund pools resources to invest in real estate properties. The fund generally seeks returns in two ways: net cash flow from renting the properties, and appreciation of the property's market value. Investments held by real estate investment fund are illiquid. The investor's ability to sell or dispose of its interests in a real estate fund prior to the fund's termination will likely be very limited. Unlike exchange-traded stocks and bonds, the valuation of a real estate fund's portfolio will generally be far more subjective.

The ongoing costs of managing real estate investments, as well as the costs in acquiring and disposing of portfolio positions, will likely be higher than for other assets classes. The manager of a real estate fund typically seeks capital commitments up front and makes capital calls during the life of the fund. The average life span of a real estate fund generally ranges between 5 and 10 years.

Investment styles and objectives of private real estate funds include the following:

1. Property specific vs. Pools – some real estate funds invest in a pre-determined slate of properties described in the offering memorandum, which permits for little divergence over the life of the fund. Other real estate funds leave significant discretion to the manager to identify, and invest the fund's assets in, a number of properties that fit the fund's disclosed investment guidelines.
2. Sector-Specific vs. Diversified – some real estate funds focus on certain sectors, such as residential, industrial/office, retail, or lodging/resort, while others invest in a diversified portfolio including several sectors.
3. Geographic Focused or Diversified – Some real estate funds focus on certain geographic areas and other funds diversify across geographic regions. Like stock funds, real estate funds can invest domestically, overseas or both.
4. Investment Objective – Some funds focus on operational properties already generating income and appreciation potential is typically modest. Some seek returns from both income and capital appreciation and make seek underdeveloped or undervalued due to poor management. Some seek superior returns through capital appreciation and involve greater risk. They may engage in more aggressive strategies, which may involve international or emerging market real estate, non-traditional properties, and higher leverage.

American Depositary Receipts (ADRs)

An ADR is a stock that trades in the United States but represents a specified number of shares in a foreign corporation. Investors buy and sell ADRs on American markets just like regular stocks. Banks and brokerage firms issue/sponsor ADRs. ADRs are subject to additional risks of investing in foreign securities, including, but not limited to, less complete financial information available about foreign issuers, less market liquidity, more market volatility, and political instability. In addition, currency exchange-rate fluctuations affect the U.S. dollar-value of foreign holdings. Some ADRs and ordinary shares of foreign securities pay dividends, and many foreign countries impose dividend withholding

taxes up to 30%. Depending on a custodian's ability to reclaim any withheld foreign taxes on dividends, taxable accounts may be able to recoup a portion of these taxes by use of the foreign tax credit. However, tax-exempt accounts, to the extent they pay any foreign withholding taxes, may not be able to utilize the foreign tax credit. Therefore, investors may be unable to recover any foreign taxes withheld on dividends of foreign securities or ADRs.

Cash and Cash Equivalents

Cash and cash equivalents are the most liquid of investments. Cash and cash equivalents are considered very low-risk investments meaning, there is little risk of losing the principal investment. Typically, low risk also means low return and the interest an investor can earn on this type of investment is low relative to other types of investing vehicles.

Master Limited Partnerships (MLPs)

MLPs are publicly traded partnerships that trade mainly on the New York Stock Exchange and/or the NASDAQ, the same as stocks. With a few exceptions, MLPs hold and operate assets related to the transportation and storage of energy (certain MLPs may have commodity risk). Most publicly traded companies are corporations. Corporate earnings are usually taxed twice. The business entity is taxed on any money it makes and then shareholders are taxed on the earnings the company distributes to them.

In the 1980s, Congress allowed public trading of certain types of companies as partnerships instead of as corporations. The main advantage a partnership has over a corporation is that partnerships are "pass through" entities for tax purposes. This means that the company does not pay any tax on its earnings. Distributions are still taxed, but this avoids the problem of double taxation that most publicly traded companies face. Congress requires that any company designated as an MLP has to produce 90% of its earnings from "qualified resources" (natural resources and real estate). Most MLPs are involved in energy infrastructure, i.e. things like pipelines. MLPs are required to pay minimum quarterly distributions to limited partners. A contract establishes the payments, so distributions are predictable. Otherwise, the shareholders could find the company in breach of contract.

MLPs bear three primary risks:

Risk of Regulation or Change

The main advantage of an MLP is its tax-advantaged status under the current Internal Revenue Code. Therefore, changes in the tax code resulting in the loss of its preferential treatment could significantly affect the viability of MLP investments.

Interest Rate Risk

It is commonly thought that these types of investments do better when interest rates are low, making their yield higher in relation to the safest investments, such as Treasury bills and securities that are guaranteed by the U.S. government. Consequently, MLPs may perform better during periods of declining or relative low interest rates and more poorly during periods of rising or high interest rates.

Tax Risk

MLPs are pass-through entities, passing earnings through to the limited partners. Investors must be aware that there are potentially significant tax implications of investing in MLPs and they should consult with their tax advisor before investing in these securities.

Financial Planning

Painted Porch employs a financial planning process that relies on both software tools as well as in-house developed spreadsheets and analysis. The financial planning tools we use rely on various assumptions, such as estimates of inflation, risk, economic conditions, and rates of return on security asset classes. All return assumptions use asset class returns, not returns of actual investments, and do not include fees or expenses that clients would pay if they invested in specific products.

Painted Porch's financial planning software and spreadsheets are only tools used to help guide Painted Porch and the client in developing an appropriate plan, and we cannot guarantee that clients will achieve the results shown in the plan. Results will vary based on the information provided by the client regarding the client's assets, risk tolerance, and personal information. Changes to the program's underlying assumptions or differences in actual personal, economic, or market outcomes may result in materially different results for the client. Clients should carefully consider the assumptions and limitations of the financial plan as discussed with clients during the presentation of the plan. If the client is not an investment management client of Painted Porch, the client should discuss the results of the plan with a qualified investment professional before making any changes in their investment or financial planning program.

The plan will include a full range of asset allocation options and will highlight the impact of various allocation scenarios on a client's sustainable cost of living and projected net worth up to and beyond their age 95. The client must choose their desired asset allocation, after weighing these interconnected factors. We do not recommend individual securities to financial planning clients. However, we may make a general recommendation in the financial plan about investing a portion of your financial assets in securities. If the financial plan includes recommendations for investing in securities, you should understand that investing in securities involves risk of loss, and you should be prepared to bear that risk.

ITEM 9 - DISCIPLINARY INFORMATION

Painted Porch does not have any disciplinary information to disclose.

ITEM 10 - OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Painted Porch is required to disclose all material financial industry relationships, arrangements, activities or affiliations that may create a potential conflict of interest that would be material to an evaluation of Painted Porch or Painted Porch's management.

Painted Porch has no financial industry affiliations as of the date of this brochure. In addition, neither Painted Porch nor any of its management, representatives or employees is registered or compensated

as a broker-dealer, futures commission merchant, commodity pool operator, or commodity trading adviser or is a registered representative or associated person of any of the foregoing.

Painted Porch operates solely as a registered investment adviser.

ITEM 11 - CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

Code of Ethics

Painted Porch believes that it owes clients the highest level of trust and fair dealing. Further, as part of our fiduciary duty, we place the interests of our clients ahead of the interests of the firm and our personnel. Painted Porch's personnel are required to conduct themselves with integrity at all times and follow the principles and policies detailed in our Code of Ethics.

Painted Porch's Code of Ethics attempts to address specific conflicts of interest that either we have identified or that could likely arise. Painted Porch's personnel are required to follow clear guidelines from the Code of Ethics in areas such as gifts and entertainment, other business activities, and adherence to applicable state and federal securities laws. All personnel receive a copy of each amendment of the Code of Ethics, which they acknowledge in writing. Additionally, individuals who make securities recommendations to clients, or who have access to nonpublic information regarding any client's purchase or sale of securities are subject to personal trading policies governed by the Code of Ethics (see below).

Painted Porch will provide a complete copy of the Code of Ethics to any client or prospective client upon request.

Personal Trading Practices

Painted Porch and our personnel may purchase or sell securities for themselves, regardless of whether the transaction would be appropriate for the client account. Painted Porch and our personnel may purchase or sell securities for themselves that we also recommend to clients. This includes related securities (e.g., warrants, options, or futures). This presents a potential conflict of interest as we may have an incentive to take investment opportunities from clients for our own benefit, favor our personal trades over client transactions when allocating trades, or use the information about the transactions we intend to make for clients to our personal benefit by trading ahead of clients.

Our policies to address these conflicts include the following:

1. Painted Porch prohibits trading in a manner that takes personal advantage of price movements caused by client transactions. Personal securities transactions must never adversely affect clients.
2. Painted Porch personnel must receive pre-clearance from the Chief Compliance Officer prior to transacting in their personal account for any purchase or sale that involves a security that

Painted Porch is trading in client accounts, or recommending to clients (except when the transaction meets our *de minimis* policy described below).

3. Conflicts of interest also may arise when Painted Porch's personnel become aware of limited offerings or IPOs, including private placements or offerings of interests in limited partnerships or any thinly traded securities, whether public or private. Given the inherent potential for conflict, limited offerings and IPOs demand extreme care. Painted Porch's personnel are required to obtain pre-approval from the Chief Compliance Officer before trading in these types of securities.
4. If we wish to purchase or sell the same equity or ETF security as we recommend or take action to purchase or sell for a client, we may aggregate our order with client orders so that we receive the same execution as clients (see **Aggregation with Client Orders** below).

De minimis Policy

Security transactions by Painted Porch and our personnel are generally subject to a pre-clearance policy that seeks to make personal trading consistent with our fiduciary duty to clients. However, Painted Porch and our personnel are not required to pre-clear certain *de minimis* transactions that we believe would not adversely affect client interests or the securities markets when conducting small transactions in largely capitalized/frequently traded securities.

Aggregation with Client Orders

Painted Porch may aggregate orders for clients in the same securities in an effort to seek best execution, negotiate more favorable commission rates, or allocate differences in prices, commissions, and other transaction costs equitably among our clients. These are benefits of aggregating orders that we might not obtain if we placed those orders independently.

Painted Porch may aggregate trades in like securities among client accounts as well as with accounts of Painted Porch and our personnel, if we follow the policies described below. This presents a potential conflict of interest as we may have an incentive to allocate more favorable executions to our own accounts or the accounts of our personnel.

Our policies to address this conflict are as follows:

1. We will disclose our aggregation policies in this brochure;
2. We will not aggregate transactions unless we believe that aggregation is consistent with our duty to seek best execution (which includes the duty to seek best price) for our clients. The trade also needs to be consistent with the terms of our investment advisory agreement with each client that has an account included in the aggregation;
3. No account will be favored over any other account. This includes accounts of Painted Porch or any of our personnel. Each account in aggregated trade will participate at the average share

price for all of our transactions in a given security on a given business day. All accounts will pay their individual transaction costs.

4. Before entering an aggregated order for fixed income trades, there is a multi-step process conducted to specify the participating accounts and how Painted Porch intends to allocate the order among accounts to identify the allocation. Factors that are considered may include the portfolio's bond needs, maturity, and/or liquidity needs.
5. Before entering an aggregated order for equity and ETF trades, we will prepare a written statement (the "Allocation Statement") specifying the participating accounts and how we intend to allocate the order among those accounts;
6. If the aggregated order is filled entirely, we will allocate shares among clients according to the Allocation Statement; if the order is partially filled, we will allocate it pro-rata according to the Allocation Statement.
7. However, we may allocate the order differently than specified in the Allocation Statement if all client accounts receive fair and equitable treatment. In this case, we will explain the reasons for a different allocation in writing, which the CCO must approve;
8. If an aggregated order is partially filled and we allocate it differently than the Allocation Statement specifies, no participating account may purchase or sell the security for a reasonable period following the execution of the block trade. This only applies when the participating account sells or receives more shares than it would have if the aggregated order been completely filled;
9. Our books and records will separately reflect each aggregated order and the securities held by, bought, and sold for each client account;
10. Funds and securities of clients participating in an aggregated order will be maintained at the qualified custodian. Clients' cash and securities will be held in a master account collectively, but not held any longer than is necessary to settle the trade on a delivery versus payment basis. Following settlement, cash or securities held collectively for clients will be delivered out to the qualified custodian as soon as practical;
11. We do not receive additional compensation or remuneration of any kind as a result of aggregating orders; and
12. We will provide individual investment advice and treatment to each client's account.

ITEM 12 - BROKERAGE PRACTICES

Painted Porch requires clients to open one or more custodian accounts in their own name at a custodian of the client's choice. Clients must maintain assets in an account at a "qualified custodian," generally a broker-dealer or bank. For clients in need of brokerage or custodial services, Painted Porch will generally recommend discount brokerage firms to implement transactions. In particular, we recommend that our clients use Charles Schwab & Co., Inc. ("Schwab"), a registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated, and unaffiliated with Schwab. Schwab will hold your assets in a brokerage account, and buy and sell securities when we instruct them to.

While we recommend that you use Schwab as custodian/broker, you will decide whether to do so and will open your account with Schwab by entering into an account agreement directly with them. We do not open the account for you, although we may assist you in doing so. Even though you may decide to maintain accounts at Schwab, Painted Porch upon its discretion may use other brokers to execute trades for your account as described below (see ***Your Brokerage and Custody Costs***, below).

How We Select Brokers/Custodians

We seek to recommend a custodian/broker who will hold your assets and execute transactions on terms that are, overall, most advantageous when compared to other available providers and their services. We consider a wide range of factors, including, among others:

1. Combination of transaction execution services and asset custody services (generally without a separate fee for custody)
2. Capability to execute, clear, and settle trades (buy and sell securities for your account)
3. Capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.)
4. Breadth of available investment products (stocks, bonds, mutual funds, exchange-traded funds [ETFs], etc.)
5. Availability of investment research and tools that assist us in making investment decisions
6. Quality of services
7. Competitiveness of the price of those services (commission rates, other fees, etc.) and willingness to negotiate the prices
8. Reputation, financial strength, and stability
9. Prior service to us and our other clients
10. Availability of other products and services that benefit us, as discussed below (see ***Products and Services Available to Us From Schwab***)

Your Brokerage and Custody Costs

For our clients' accounts that Schwab maintains, Schwab generally does not charge you separately for custody services. However, Schwab receives compensation by charging you commissions or other fees on trades that it executes or that settle into your Schwab account. Schwab's commission rates applicable to our client accounts were negotiated based on the condition that our clients collectively maintain a total of at least \$10 million of their assets in accounts at Schwab. This commitment benefits you because the overall commission rates you pay are lower than they would be otherwise. 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 bought or the funds from the securities 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. We have determined that having Schwab execute most trades is consistent with our duty to seek “best execution” of your trades. Best execution means the most favorable terms for a transaction based on all relevant factors, including those listed above (see ***How We Select Brokers/Custodians***).

Products and Services Available to Us From Schwab

Schwab Advisor Services™ (formerly called Schwab Institutional®) is Schwab’s business serving independent investment advisory firms like us. They provide Painted Porch and our clients with access to its institutional brokerage, trading, custody, reporting, and related services, many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients’ accounts; others help us manage and grow our business. Schwab’s support services generally are available on an unsolicited basis (we don’t have to request them) and at no charge to us as long as our clients collectively maintain a total of at least \$10 million of their assets in accounts at Schwab. If our clients collectively have less than \$10 million in assets at Schwab, Schwab may charge us quarterly service fees of \$1,200.

Following is a more detailed description of Schwab’s support services:

Services That Benefit You

Schwab’s institutional brokerage services include access to a broad range of investment products, execution of securities 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.

Services That May Not Directly Benefit You

Schwab also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services 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 a substantial number of our clients’ accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

1. Provide access to client account data (such as duplicate trade confirmations and account statements)
2. Facilitate trade execution and allocate aggregated trade orders for multiple client accounts
3. Provide pricing and other market data
4. Facilitate payment of our fees from our clients’ accounts
5. Assist with back-office functions, recordkeeping, and client reporting

Services That Generally Benefit Only Us

Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

1. Educational conferences and events
2. Consulting on technology, compliance, legal, and business needs
3. Publications and conferences on practice management and business succession
4. Access to employee benefits providers, human capital consultants, and insurance providers

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab may also provide us with other benefits, such as occasional business entertainment of our personnel.

Other mutual fund providers provide benefits such as educational events at no charge to Painted Porch. Painted Porch is responsible for any lodging to such events.

As part of our fiduciary duty to clients, Painted Porch endeavors at all times to put the interests of our clients first. Clients should be aware, however, that the receipt of economic benefits by Painted Porch or our personnel in and of itself creates a potential conflict of interest and may indirectly influence Painted Porch's recommendation of Schwab for custody and brokerage services.

Our Interest in Schwab's Services

The availability of these services from Schwab benefits us because we do not have to produce or purchase them. We do not have to pay for Schwab's services so long as our clients collectively keep a total of at least \$10 million of their assets in accounts at Schwab. Beyond that, these services are not contingent upon us committing any specific amount of business to Schwab in trading commissions. The \$10 million minimum may give us an incentive to recommend that you maintain your account with Schwab, based on our interest in receiving Schwab's services that benefit our business rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of Schwab as custodian and broker is in the best interests of our clients.

Painted Porch primarily support our selection of Schwab by the scope, quality, and price of Schwab's services (see ***How We Select Brokers/Custodians***, above) and not Schwab's services that benefit only us.

Brokerage for Client Referrals

Painted Porch does not receive client referrals from any broker-dealer or third party in exchange for using that broker-dealer or third party.

Directed Brokerage

Generally, Painted Porch does not allow clients to direct Painted Porch to use a specific broker-dealer to execute transactions. Not all investment advisers require their clients to trade through specific

brokerage firms. By requesting clients to use Schwab we believe that we may be able to more effectively manage the client's portfolio, achieve favorable execution of client transactions, and overall lower the costs to the portfolio.

There are some clients who may direct us to use a specific broker-dealer to execute transactions. Clients who direct Painted Porch to use a particular broker-dealer for all trading may pay higher commission charges. Under these circumstances, Painted Porch may not have authority to negotiate commissions or obtain volume discounts, and best execution may not be achieved. Clients should further understand that when they direct Painted Porch to use a specific broker disparity in transaction charges might exist between the transaction costs charged to other clients.

Generally, if a discretionary client requests Painted Porch to direct their brokerage and not use Schwab as their broker-dealer/custodian, we will facilitate our trading activity and best execution obligations by assisting the client to open a DVP (Delivery Versus Payment) account at Schwab. The DVP account allows Painted Porch to take advantage of fixed income pricing opportunities and equity block trading opportunities as they may occur. Painted Porch has done an evaluation and feels that the benefits of being able to aggregate client trades and seek best execution outweigh the higher execution costs. This evaluation included taking into consideration the additional fees or expense that either broker-dealer may charge the client for the settlement of DVP account transactions.

Aggregation and Allocation of Transactions

We describe our aggregation practices in detail under *Item 11 - Aggregation with Client Orders* above.

ITEM 13 - REVIEW OF ACCOUNTS

Managed Account Reviews

We manage clients' portfolios on a continuous basis and generally review all positions in client accounts at least quarterly. We offer account reviews to clients on at least an annual basis. Clients may choose to receive reviews in person, by telephone, or in writing. All reviews are performed by the client's advisor (the "Advisor"). We conduct all reviews based on a variety of factors. These factors may include but are not limited to consistency of the account with the client's asset allocation, stated investment objectives, economic environment, outlook for the securities markets, and the merits of the securities in the accounts.

In addition, we may conduct a special review of an account based on one or more of the following:

1. A change in the client's investment objectives, guidelines and/or financial situation;
2. Changes in diversification;
3. Tax considerations;
4. Material cash deposits or withdrawals; or
5. For other situations, as the need arises.

Financial Plan Reviews

Painted Porch will perform financial planning reviews and updates for clients based on their individual circumstances or needs, upon request, or as agreed in the retainer agreement. The Advisor is responsible for confirming that clients' financial plans are prepared and presented in accordance with Painted Porch's standards. The Advisor will generally present and discuss the plan, as well as any updates or alterations to the plan, with the client.

Account Reporting

Each investment management client receives a written statement from the custodian that includes an accounting of all holdings and transactions in the account for the reporting period. In addition, Painted Porch provides investment management clients written reports detailing performance in client accounts on either a quarterly, semi-annual or annual basis. Painted Porch will specify the frequency of the reporting in the agreement between Painted Porch and the client.

ITEM 14 - CLIENT REFERRALS AND OTHER COMPENSATION

Schwab Support Products and Services

We receive an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Schwab. These products and services, how they benefit us, and the related conflicts of interest are described above (see *Item 12 – Brokerage Practices*). We do not base particular investment advice, such as buying particular securities for our clients, on the availability of Schwab's products and services to us.

Outside Compensation

Painted Porch may refer clients to unaffiliated professionals for a variety of services such as insurance, mortgage brokerage, real estate sales, accountant, and attorney. Painted Porch only refers clients to professionals we believe are competent and qualified in their field. It is ultimately the client's responsibility to review the provider. We will generally provide the client with a list of professionals that the client can contact, and it is solely the client's decision whether or not to engage a recommended firm. Clients are under no obligation to purchase any products or services through these professionals, and Painted Porch has no control over the services provided by another firm. Clients who choose to engage these professionals will sign a separate agreement with the other firm. Fees charged by the other firm are separate from and in addition to fees charged by Painted Porch.

Currently, Painted Porch does not receive monetary compensation based on referrals to unaffiliated professionals. However, it could be concluded that Painted Porch is receiving an indirect economic benefit from the arrangement as the relationships are mutually beneficial and there could be incentive to recommend services of those who refer clients to Painted Porch. If in the future Painted Porch does receive compensation for such referrals, we will amend our ADV at that time and inform any client affected.

Painted Porch will never share information with an unaffiliated provider unless first authorized by the client. Clients are under no obligation to purchase any products or services through these professionals.

Referral Arrangements

If a client is introduced to Painted Porch by an individual and/or organization (“solicitor”), Painted Porch may pay that solicitor a referral fee in accordance with the requirements of Rule 206(4)-3 of the Investment Advisers Act of 1940. Any such referral fee will be paid solely from Painted Porch’s investment advisory fee and will not result in any additional charge to the client. The solicitor will disclose the nature of the solicitor relationship with Painted Porch at the time of the solicitation and provide each prospective client with a copy of this brochure. In addition, any unaffiliated solicitor of Painted Porch will at the same time also provide a written disclosure statement to the client disclosing the terms and conditions of the arrangement between Painted Porch and the solicitor, including the compensation the solicitor will receive from Painted Porch.

ITEM 15 - CUSTODY

Painted Porch has limited custody of some of our clients’ funds or securities when the clients authorize us to deduct our management fees directly from the client’s account. A qualified custodian (generally a broker-dealer, bank, trust company, or other financial institution) holds clients’ funds and securities. Clients will receive statements directly from the qualified custodian at least quarterly. The statements will reflect the client’s funds and securities held with the qualified custodian as well as any transactions that occurred in the account, including the deduction of Painted Porch’s fee. Clients should carefully review the account statements they receive from their qualified custodian. When clients receive statements from Painted Porch as well as from the qualified custodian, clients should compare these two reports carefully. Clients with any questions about their statements should contact us at the address or phone number on the cover of this brochure. Clients who do not receive their statement from their qualified custodian at least quarterly should also notify us.

ITEM 16 - INVESTMENT DISCRETION

Painted Porch has full discretion to decide the specific security to trade, the quantity, and the timing of transactions for client accounts. Unless specifically outlined in their letter of engagement or investment policy statement, Painted Porch will not contact clients before placing trades in their account, but clients will receive confirmations directly from the broker for any trades placed. Clients grant us discretionary authority in the contracts they sign with us. Clients also give us trading authority over their accounts when they sign the custodian paperwork.

Certain client-imposed conditions may limit Painted Porch’s discretionary authority, such as where the client prohibits transactions in specific security types or directs Painted Porch to execute transactions through specific broker-dealers. See also ***Item 4 - Tailored Services and Client Imposed Restrictions*** and ***Item 12 - Brokerage Practices***, above.

For non-discretionary accounts, Painted Porch will contact the client before making recommendations it deems appropriate for the client. Non-discretionary clients should be aware that recommendations are typically time sensitive and the following circumstances may cause market movements to work against the client:

1. Painted Porch will not effect the transaction until it receives verbal or written instructions from the client;
2. Painted Porch generally will not aggregate transactions for non-discretionary accounts with discretionary accounts; and
3. Transactions for non-discretionary accounts will generally be effected after transactions in discretionary accounts.

ITEM 17 - VOTING CLIENT SECURITIES

Proxy Voting

Painted Porch may vote client securities (proxies) on behalf of our clients. When Painted Porch accepts such responsibility, we will only cast proxy votes in a manner consistent with the best interest of our clients. Absent special circumstances, which are fully described in Painted Porch's Proxy Voting Policies and Procedures, all proxies will be voted consistent with guidelines established and described in Painted Porch's Proxy Voting Policies and Procedures, as they may be amended from time-to-time. At any time, clients may contact Painted Porch to request information about how Painted Porch voted proxies for that client's securities or to get a copy of Painted Porch's Proxy Voting Policies and Procedures. A brief summary of Painted Porch's Proxy Voting Policies and Procedures is as follows:

Proxy Voting Policy

Painted Porch will vote proxies received for accounts that we manage if:

- The letter of engagement with the client expressly provides that we will be responsible for voting proxies we receive in connection with the client's account, or
- The letter of engagement with the client is silent on whether or not Painted Porch will be responsible for voting proxies for the account and Painted Porch has discretionary authority over the investment decisions for the client's account, or
- In the case of an employee benefit plan, the client (or any plan trustee or other fiduciary) has not reserved the power to vote proxies either in the advisory agreement or in the plan documents.

Generally, clients may not direct Painted Porch with specific voting guidelines. Painted Porch will vote proxies in a manner that is in the best interests of our clients as a whole. We will consider those factors that relate to the client's investment or dictated by the client's written instruction, including how the vote will economically impact and affect the value of the client's investment. In casting a vote, we will keep in mind that, after conducting an appropriate cost-benefit analysis, not voting at all on a presented proposal may be in the best interest of the client. We have adopted specific proxy voting policies for both routine and non-routine items.

Our Proxy Voting Procedures

- Prior to voting, we will verify whether we have an actual or potential conflict of interest in voting the proxy. (See our policy below for addressing conflicts of interest.)
- We will promptly vote proxies consistent with our stated proxy voting guidelines.
- We will retain relevant proxy voting records.

How We Handle Conflicts of Interest

We do not anticipate having a conflict of interest when voting proxies due to a business or personal relationship that we maintain with persons who have an interest in the outcome of certain votes. If a conflict does arise, we will take steps to confirm that proxy voting decisions are in the best interest of clients and are not the product of such conflict. Our policies to address conflicts of interest include the following:

- Engage a non-interested party to independently review Painted Porch's vote recommendation;
- Cast the vote as recommended, if the vote would fall against Painted Porch's interests; or
- Abstain from voting if we determine that action to be in the best interest of the client(s) under the circumstances.

Class Actions

Painted Porch does not instruct or give advice to clients on whether or not to participate as a member of class action lawsuits and will not automatically file claims on the client's behalf. However, if a client notifies us that they wish to participate in a class action, we will provide the client with any transaction information pertaining to the client's account needed for the client to file a proof of claim in a class action.

ITEM 18 - FINANCIAL INFORMATION

Registered investment advisers are required in this item to provide clients with certain financial information or disclosures about the firm's financial condition. Painted Porch does not require the prepayment of more than \$1,200 in fees per client, six months or more in advance, and does not foresee any financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients.