

CONTINUUM ADVISORY, LLC

An SEC Registered Investment Adviser
CRD # 283155

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This brochure provides information about the qualifications and business practices of Continuum Advisory, LLC (hereinafter “Continuum Advisory” or the “Firm”). If you have any questions about the contents of this brochure, please contact the Firm at the telephone number listed above. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state securities authority. Additional information about the Firm is available on the SEC’s website at www.adviserinfo.sec.gov. The Firm is a registered investment adviser. Registration does not imply any level of skill or training.

Item 2. Material Changes

In this Item, Continuum Advisory is required to discuss any material changes that have been made to the brochure since the last annual amendment.

- Item 4: Regulatory Assets Under Management have increased to \$412,124,602 from \$357,695,014.
- Item 10: Other Financial Industry Activities and Affiliations - Removal of section that discussed dual IAR registration as none of Continuum's IAR's are registered as IAR's with another firm any longer. Also addition of section to discuss the tax preparation work done by one of Continuum's IAR's.
- Item 11: Code of Ethics - Removed Fidelity Institutional Wealth Services as a custodian in Section 11 as Continuum did not decide to use it as a custodial option.

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Item 4. Advisory Business

Continuum Advisory offers a variety of advisory services, which include financial planning, consulting, and investment management services. Prior to Continuum Advisory rendering any of the foregoing advisory services, clients are required to enter into one or more written agreements with Continuum Advisory setting forth the relevant terms and conditions of the advisory relationship (the “Advisory Agreement”).

Continuum Advisory was formed in February 2016 and is principally owned by Timothy S. Kerrigan, Brian J. Damiani and Michael A. Kelly.

While this brochure generally describes the business of Continuum Advisory, certain sections also discuss the activities of its Supervised Persons, which refer to the Firm’s officers, partners, directors (or other persons occupying a similar status or performing similar functions), employees or any other person who provides investment advice on Continuum Advisory’s behalf and is subject to the Firm’s supervision or control.

Financial Planning and Consulting Services

Continuum Advisory offers clients a broad range of financial planning and consulting services, which can include any or all of the following functions:

- Business Planning
- Cash Flow Forecasting
- Trust and Estate Planning
- Financial Reporting
- Investment Consulting
- Insurance Planning
- Retirement Planning
- Risk Management
- Charitable Giving
- Distribution Planning
- Tax Planning
- Manager Due Diligence

In performing these services, Continuum Advisory is not required to verify any information received from the client or from the client’s other professionals (e.g., attorneys, accountants, etc.) and is expressly authorized to rely on such information. Continuum Advisory can recommend clients engage the Firm for additional related services, its Supervised Persons in their individual capacities as insurance agents or registered representatives of a broker-dealer and/or other professionals to implement its recommendations. Clients are advised that a conflict of interest exists if clients engage Continuum Advisory or its affiliates to provide additional services for compensation. Clients retain absolute discretion over all decisions regarding implementation and are under no obligation to act upon any of the recommendations made by Continuum Advisory under a financial planning or consulting engagement. Clients are advised that it remains their responsibility to promptly notify the Firm of any change in their financial situation or investment objectives

for the purpose of reviewing, evaluating or revising Continuum Advisory's recommendations and/or services.

Investment Services

Continuum Advisory manages client investment portfolios on a discretionary or non-discretionary basis. Continuum Advisory primarily allocates client assets among various exchange-traded funds ("ETFs"). The Firm also allocates assets among mutual funds, individual debt and equity securities, and independent investment managers ("Independent Managers") in accordance with their stated investment objectives. In addition, Continuum Advisory can also recommend that certain eligible clients invest in privately placed securities, which could include debt, equity and/or interests in pooled investment vehicles (e.g., hedge funds).

Where appropriate, the Firm can also provide advice about any type of legacy position or other investment held in client portfolios. Clients can engage Continuum Advisory to manage and/or advise on certain investment products that are not maintained at their primary custodian, such as variable life insurance and annuity contracts and assets held in employer sponsored retirement plans and qualified tuition plans (i.e., 529 plans). In these situations, Continuum Advisory directs or recommends the allocation of client assets among the various investment options available with the product. These assets are generally maintained at the underwriting insurance company or the custodian designated by the product's provider.

Continuum Advisory tailors its advisory services to meet the needs of its individual clients and seeks to ensure, on a continuous basis, that client portfolios are managed in a manner consistent with those needs and objectives. Continuum Advisory consults with clients on an initial and ongoing basis to assess their specific risk tolerance, time horizon, liquidity constraints and other related factors relevant to the management of their portfolios. Clients are advised to promptly notify Continuum Advisory if there are changes in their financial situation or if they wish to place any limitations on the management of their portfolios. Clients can impose reasonable restrictions or mandates on the management of their accounts if Continuum Advisory determines, in its sole discretion, the conditions would not materially impact the performance of a management strategy or prove overly burdensome to the Firm's management efforts.

Retirement Plan Consulting Services

Continuum Advisory provides various consulting services to qualified employee benefit plans and their fiduciaries. This suite of institutional services is designed to assist plan sponsors in structuring, managing and optimizing their corporate retirement plans. Each engagement is individually negotiated and customized, and can include any or all of the following services:

- Plan Design and Strategy
- Plan Review and Evaluation
- Executive Planning & Benefits
- Investment Selection
- Plan Fee and Cost Analysis
- Plan Committee Consultation
- Fiduciary and Compliance
- Participant Education

As disclosed in the Advisory Agreement, certain of the foregoing services are provided by Continuum Advisory as a fiduciary under the Employee Retirement Income Security Act of 1974, as amended (“ERISA”). In accordance with ERISA Section 408(b)(2), each plan sponsor is provided with a written description of Continuum Advisory’s fiduciary status, the specific services to be rendered and all direct and indirect compensation the Firm reasonably expects under the engagement.

Use of Independent Managers

As mentioned above, Continuum Advisory can select certain Independent Managers to actively manage a portion of its clients’ assets. The specific terms and conditions under which a client engages an Independent Manager can be set forth in a separate written agreement with the designated Independent Manager. In addition to this brochure, clients can also receive the written disclosure documents of the respective Independent Managers engaged to manage their assets.

Continuum Advisory evaluates a variety of information about Independent Managers, which can include the Independent Managers’ public disclosure documents, materials supplied by the Independent Managers themselves and other third-party analyses it believes are reputable. To the extent possible, the Firm seeks to assess the Independent Managers’ investment strategies, past performance and risk results in relation to its clients’ individual portfolio allocations and risk exposure. Continuum Advisory also takes into consideration each Independent Manager’s management style, returns, reputation, financial strength, reporting, pricing and research capabilities, among other factors.

Continuum Advisory continues to provide services relative to the discretionary or non-discretionary selection of the Independent Managers. On an ongoing basis, the Firm monitors the performance of those accounts being managed by Independent Managers. Continuum Advisory seeks to ensure the Independent Managers’ strategies and target allocations remain aligned with its clients’ investment objectives and overall best interests.

Alternative Investments

Principals, investment adviser representatives or other associated persons of the Adviser maintain registration as registered representatives and agents (“Triad Agents”) of Triad Advisors, LLC (“Triad”), a broker/dealer and FINRA member firm. The Triad Agents are subject to Triad’s compliance policies and procedures and supervisory oversight.

Triad's general policy prohibits a Triad Agent from recommending for purchase any "alternative investments" through custodians not affiliated with Triad. For purposes of this discussion, "alternative investments" include, but are not limited to, limited partnerships, limited liability companies, private investment funds or other pooled investment vehicles, real estate partnerships and REITs. Notwithstanding the foregoing, Triad has approved a limited number of alternative investment sponsors and/or products, which will be available for Triad Agents to recommend for purchase via custodians not affiliated with Triad. Triad will be compensated directly by the product sponsor for its review of the product/sponsor and for Triad's associated compliance and supervisory oversight of all transactions conducted in connection with these approved sponsors and products. For more information on these fees please go to www.compliance.com/customer-information. The Adviser and the Triad Agents will not receive a share of Triad's compliance and supervisory fee.

Clients are advised that there may be other alternative investment sponsors and/or products not recommended by the Adviser that are suitable for the client and that may cost more or less than those recommended by the Adviser. While Triad reviews numerous alternative investment sponsors and/or products on an on-going basis, Triad approves only a select number of sponsors/products pursuant to its due diligence requirements and reviews. Accordingly, your ability to obtain alternative investments through the Adviser will be limited to those Triad approved products. While you are free to explore various alternative investments independent of the Adviser, such investments cannot be obtained by means of the Adviser's guidance and recommendation.

Use of Wrap Fee Program

Continuum Advisory participates in a Wrap Fee Program. Please see our ADV 2A, Appendix 1 (Wrap Fee Program Brochure) for additional information.

Assets Under Management

As of March 31, 2018, the Firm managed \$412,124,602 in discretionary assets and \$0 in non-discretionary assets for total assets under management of \$412,124,602.

Item 5. Fees and Compensation

Continuum Advisory offers services on a fee basis, which can include fixed fees, as well as fees based upon assets under management. Additionally, certain of the Firm's Supervised Persons, in their individual capacities, can offer securities brokerage services and/or insurance products under a separate commission-based arrangement.

Financial Planning and Consulting Fees

Continuum Advisory generally charges a fixed fee for providing financial planning and consulting services. These fees are negotiable, but generally range from \$1,500 to \$5,000, depending upon the scope and complexity of the services and the professional rendering the financial planning and/or the consulting services. If the client engages the Firm for additional investment advisory services, Continuum Advisory can offset all or a portion of its fees for those services based upon the amount paid for the financial planning and/or consulting services.

The terms and conditions of the financial planning and/or consulting engagement are set forth in the Financial Planning Agreement and Continuum Advisory generally requires one-half of the fee (estimated hourly or fixed) payable upon execution of the Advisory Agreement. The outstanding balance is generally due upon delivery of the financial plan or completion of the agreed upon services. The Firm does not, however, take receipt of \$1,200 or more in prepaid fees in excess of six months in advance of services rendered.

Investment Management Fees

Continuum Advisory offers investment management services for an annual fee based on the amount of assets under the Firm's management. This management fee generally varies between 20 and 100 basis points (0.20% – 1.00%), depending upon the size and composition of a client's portfolio and the type of services rendered.

The annual fee is prorated and charged quarterly, in advance, based upon the market value of the assets being managed by Continuum Advisory on the last day of the previous billing period. If assets are deposited into or withdrawn from an account after the inception of a billing period, the fee payable with respect to such assets is not adjusted to reflect the interim change in portfolio value. For the initial period of an engagement, the fee is calculated on a *pro rata* basis. In the event the advisory agreement is terminated, the fee for the final billing period is prorated through the effective date of the termination and the outstanding or unearned portion of the fee is charged or refunded to the client, as appropriate.

Additionally, for asset management services the Firm provides with respect to certain client holdings (e.g., held-away assets, accommodation accounts, alternative investments, etc.), Continuum Advisory can negotiate a fee rate that differs from the range set forth above.

Account Additions and Withdrawals

Clients can make additions to and withdrawals from their account at any time, subject to Continuum

Advisory's right to terminate an account. Additions can be in cash or securities provided that the Firm reserves the right to liquidate any transferred securities or declines to accept particular securities into a client's account. Clients can withdraw account assets on notice to Continuum Advisory, subject to the usual and customary securities settlement procedures. However, the Firm generally designs its portfolios as long-term investments and the withdrawal of assets can impair the achievement of a client's investment objectives. Continuum Advisory can consult with its clients about the options and implications of transferring securities. Clients are advised that when transferred securities are liquidated, they can be subject to transaction fees, short-term redemption fees, fees assessed at the mutual fund level (e.g., contingent deferred sales charges) and/or tax ramifications.

Retirement Plan Consulting Fees

Continuum Advisory generally charges as fixed project-based fee or ongoing asset-based fee to provide clients with retirement plan consulting services. Each engagement is individually negotiated and tailored to accommodate the needs of the individual plan sponsor, as memorialized in the Agreement. These fees vary, based on the scope of the services to be rendered. The fee will depend upon the scope and complexity of the services and the professional rendering the services, as well as the size of the retirement plan.

Fee Discretion

Continuum Advisory can, in its sole discretion, negotiate to charge a lesser fee based upon certain criteria, such as anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, pre-existing/legacy client relationship, account retention, pro bono activities and employee accounts. Clients may be charged higher or lower fees than indicated in Item 5.

Additional Fees and Expenses

In addition to the advisory fees paid to Continuum Advisory, clients can also incur certain charges imposed by other third parties, such as broker-dealers, custodians, trust companies, banks and other financial institutions (collectively "Financial Institutions"). These additional charges can include securities brokerage commissions, 12B-1 fees, transaction fees, custodial fees, fees attributable to alternative assets, fees charged by the Independent Managers, margin costs, charges imposed directly by a mutual fund or ETF in a client's account, as disclosed in the fund's prospectus (e.g., fund management fees and other fund expenses), deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. The Firm's brokerage practices are described at length in Item 12, below.

Direct Fee Debit

Clients generally provide Continuum Advisory and/or certain Independent Managers with the authority to directly debit their accounts for payment of the investment advisory fees. The Financial Institutions that act as the qualified custodian for client accounts, from which the Firm retains the authority to directly deduct fees, have agreed to send statements to clients not less than quarterly detailing all account transactions, including any amounts paid to Continuum Advisory. Continuum Advisory can directly invoice custodians.

Commissions and Sales Charges for Recommendations of Securities

Clients can engage certain persons associated with Continuum Advisory (but not the Firm directly) to render securities brokerage services under a separate commission-based arrangement. Clients are under no obligation to engage such persons and can choose brokers or agents not affiliated with Continuum Advisory. Clients have the option to purchase investment products that Continuum Advisory recommends through other brokers or agents not affiliated with Continuum Advisory.

Under this arrangement, the Firm's Supervised Persons, in their individual capacities as registered representatives of Triad Advisors ("Triad"). Broker-Dealer can provide securities brokerage services and implement securities transactions under a separate commission-based arrangement. Supervised Persons can be entitled to a portion of the brokerage commissions paid to Broker-Dealer, as well as a share of any ongoing distribution or service (trail) fees from the sale of mutual funds. Continuum Advisory can also recommend no-load or load-waived funds, where no sales charges are assessed. Prior to effecting any transactions, clients are required to enter into a separate account agreement with Broker-Dealer.

A conflict of interest exists to the extent that Continuum Advisory recommends the purchase or sale of securities where its Supervised Persons receive commissions or other additional compensation as a result of the Firm's recommendation. The Firm has procedures in place to ensure that any recommendations made by such Supervised Persons are in the best interest of clients. For certain accounts covered by the Employee Retirement Income Security Act of 1974 ("ERISA") and such others that Continuum Advisory, in its sole discretion, deems appropriate, Continuum Advisory can provide its investment advisory services on a fee offset basis. In this scenario, Continuum Advisory can offset its fees by an amount equal to the aggregate commissions and 12b-1 fees earned by the Firm's Supervised Persons in their individual capacities as registered representatives of Broker-Dealer.

Item 6. Performance-Based Fees and Side-by-Side Management

Continuum Advisory does not provide any services for a performance-based fee (i.e., a fee based on a share of capital gains or capital appreciation of a client's assets).

Item 7. Types of Clients

Continuum Advisory offers services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and business entities.

Continuum Advisory does not impose a stated minimum fee or minimum portfolio value for starting and maintaining an investment management relationship. Certain Independent Managers can, however, impose more restrictive account requirements and billing practices from the Firm. In these instances, Continuum Advisory can alter its corresponding account requirements and/or billing practices to accommodate those of the Independent Managers.

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

Methods of Analysis

Continuum Advisory utilizes a combination of fundamental and technical methods of analysis when managing client assets.

Fundamental analysis involves an evaluation of the fundamental financial condition and competitive position of a particular fund or issuer. For Continuum Advisory, this process typically involves an analysis of an issuer's management team, investment strategies, style drift, past performance, reputation and financial strength in relation to the asset class concentrations and risk exposures of the Firm's model asset allocations. A substantial risk in relying upon fundamental analysis is that while the overall health and position of a company can be good, evolving market conditions can negatively impact the security.

Technical analysis involves the examination of past market data rather than specific issuer information in determining the recommendations made to clients. Technical analysis can involve the use of mathematical based indicators and charts, such as moving averages and price correlations, to identify market patterns and trends which can be based on investor sentiment rather than the fundamentals of the company. A substantial risk in relying upon technical analysis is that spotting historical trends may not help to predict such trends in the future. Even if the trend will eventually reoccur, there is no guarantee that Continuum Advisory will be able to accurately predict such a reoccurrence.

Investment Strategies

As discussed above Continuum Advisory manages client investment portfolios on a discretionary or nondiscretionary basis. Continuum Advisory primarily allocates client assets among various exchange-traded funds (“ETFs”). The Firm also allocates assets among mutual funds, individual debt and equity securities, and Independent Managers in accordance with their stated investment objectives. In addition, Continuum Advisory can also recommend that certain eligible clients invest in privately placed securities, which can include debt, equity and/or interests in pooled investment vehicles (e.g., hedge funds).

Investment adviser representatives (“IARs”) can make the recommendations that they feel are in the best interest of their clients, with supervision from Continuum Advisory. Continuum Advisory manages several model portfolios made up primarily of ETFs as well as some individual stocks and bonds, mutual funds and Independent Managers. IARs can use these portfolios to manage client assets. IARs can also use other investments including Real Estate Investment Trusts (“REITs”), Business Development Companies (“BDCs”) and privately placed securities (including pooled investments).

Risk of Loss

Market Risks

Investing involves risk, including the potential loss of principal, and all investors should be guided accordingly. The profitability of a significant portion of Continuum Advisory’s recommendations and/or investment decisions can depend to a great extent upon correctly assessing the future course of price movements of stocks, bonds and other asset classes. There can be no assurance that Continuum Advisory will be able to predict those price movements accurately or capitalize on any such assumptions.

Mutual Funds and ETFs

An investment in a mutual fund or ETF involves risk, including the loss of principal. Mutual fund and ETF shareholders are necessarily subject to the risks stemming from the individual issuers of the fund’s underlying portfolio securities. Such shareholders are also liable for taxes on any fund-level capital gains, as mutual funds and ETFs are required by law to distribute capital gains in the event they sell securities for a profit that cannot be offset by a corresponding loss.

Shares of mutual funds are generally distributed and redeemed on an ongoing basis by the fund itself or a broker acting on its behalf. The trading price at which a share is transacted is equal to a fund’s stated daily per share net asset value (“NAV”), plus any shareholders fees (e.g., sales loads, purchase fees, redemption fees). The per share NAV of a mutual fund is calculated at the end of each business day, although the actual NAV fluctuates with intraday changes to the market value of the fund’s holdings. The trading prices of a mutual fund’s shares can differ significantly from the NAV during periods of market volatility, which can, among other factors, lead to the mutual fund’s shares trading at a premium or discount to actual NAV.

Shares of ETFs are listed on securities exchanges and transacted at negotiated prices in the secondary market. Generally, ETF shares trade at or near their most recent NAV, which is generally calculated at least once daily for indexed based ETFs and potentially more frequently for actively managed ETFs. However, certain inefficiencies can cause the shares to trade at a premium or discount to their pro rata NAV. There is also no guarantee that an active secondary market for such shares will develop or continue to exist. Generally, an ETF only redeems shares when aggregated as creation units (usually 20,000 shares or more). Therefore, if a liquid secondary market ceases to exist for shares of a particular ETF, a shareholder may have no way to dispose of such shares.

Use of Independent Managers

As stated above, Continuum Advisory can select certain Independent Managers to manage a portion of its clients' assets. In these situations, Continuum Advisory continues to conduct ongoing due diligence of such managers, but such recommendations rely to a great extent on the Independent Managers' ability to successfully implement their investment strategies. In addition, Continuum Advisory generally may not have the ability to supervise the Independent Managers on a day-to-day basis.

Use of Private Collective Investment Vehicles

Continuum Advisory recommends that certain clients invest in privately placed collective investment vehicles (e.g., hedge funds, private equity funds, etc.). The managers of these vehicles have broad discretion in selecting the investments. There are few limitations on the types of securities or other financial instruments which can be traded and no requirement to diversify. Hedge funds can trade on margin or otherwise leverage positions, thereby potentially increasing the risk to the vehicle. In addition, because the vehicles are not registered as investment companies, there is an absence of regulation. There are numerous other risks in investing in these securities. Clients should consult each fund's private placement memorandum and/or other documents explaining such risks prior to investing. Private investments are not suitable for all clients and only qualified clients are eligible to invest in private placements due to their increased volatility.

Real Estate Investment Trusts (REITs)

Continuum Advisory can recommend an investment in, or allocate assets among, various real estate investment trusts ("REITs"), the shares of which exist in the form of either publicly traded or privately placed securities. REITs are collective investment vehicles with portfolios comprised primarily of real estate and mortgage related holdings. Many REITs hold heavy concentrations of investments tied to commercial and/or residential developments, which inherently subject REIT investors to the risks associated with a downturn in the real estate market. Investments linked to certain regions that experience greater volatility in the local real estate market can give rise to large fluctuations in the value of the vehicle's shares. Mortgage related holdings can give rise to additional concerns pertaining to interest rates, inflation, liquidity and counterparty risk.

Use of Business Development Companies (BDCs)

Continuum Advisory can recommend an investment in, or allocate assets among, various BDCs. Some risks of investing in BDCs include: (i) limited liquidity and a redemption plan that is subject to suspension, modification and/or termination at any time; (ii) liquidations at less than the original amount invested; (iii) distributions that are not guaranteed in frequency or amount and can be paid from other sources than earnings; (iv) limited operating history and reliance on the advisor to the BDC, conflicts of interest, and payment of substantial fees to the advisor to the BDC and its affiliates. The prospectus for the BDC will include specific risks to that investment.

Item 9. Disciplinary Information

Continuum Advisory has not been involved in any legal or disciplinary events that are material to a client's evaluation of its advisory business or the integrity of its management.

Item 10. Other Financial Industry Activities and Affiliations

This item requires investment advisers to disclose certain financial industry activities and affiliations.

Registered Representatives and Investment Adviser Representatives with Another Firm

Certain of the Firm's Supervised Persons are registered representatives of Broker-Dealer and can provide clients with securities brokerage services under a separate commission-based arrangement. This arrangement is described at length in Item 5.

Commissions or Sales Charges for Recommendations of Securities

As discussed above, certain Supervised Persons in their respective individual capacities are registered representatives of Broker-Dealer. These Supervised Persons are subject to FINRA Rule 3040 which restricts registered representatives from conducting securities transactions away from their broker-dealer unless Broker-Dealer provides written consent. Therefore, clients are advised that certain Supervised Persons can be restricted to conducting securities transactions through Broker-Dealer if they have not secured written consent from Broker-Dealer to execute securities transactions through a different broker/dealer. Absent such written consent or separation from Broker-Dealer, these Supervised Persons are prohibited from executing securities transactions through any broker-dealer other than Broker-Dealer under

its internal supervisory policies. The Firm is cognizant of its duty to obtain best execution and has implemented policies and procedures reasonably designed in such pursuit.

Licensed Insurance Agents

A number of the Firm's Supervised Persons are licensed insurance agents and can offer certain insurance products on a fully-disclosed commissionable basis. A conflict of interest exists to the extent that Continuum Advisory recommends the purchase of insurance products where its Supervised Persons can be entitled to insurance commissions or other additional compensation. The Firm has procedures in place whereby it seeks to ensure that all recommendations are made in its clients' best interest regardless of any such affiliations.

Tax Preparation Work

One of Continuum's IAR's, Mark Allen, is an Enrolled Agent who is an active tax preparer with a tax planning firm by the name of Horn Fulton, Inc. Mark spends a considerable amount of time during the week on tax preparation work in addition to providing investment advice to clients as an IAR of Continuum Advisory.

Item 11. Code of Ethics

Continuum Advisory has adopted a code of ethics in compliance with applicable securities laws ("Code of Ethics") that sets forth the standards of conduct expected of its Supervised Persons. Continuum Advisory's Code of Ethics contains written policies reasonably designed to prevent certain unlawful practices such as the use of material non-public information by the Firm or any of its Supervised Persons and the trading by the same of securities ahead of clients in order to take advantage of pending orders.

The Code of Ethics also requires certain of Continuum Advisory's personnel to report their personal securities holdings and transactions and obtain pre-approval of certain investments (*e.g.*, initial public offerings, limited offerings). However, the Firm's Supervised Persons are permitted to buy or sell securities that it also recommends to clients if done in a fair and equitable manner that is consistent with the Firm's policies and procedures. This Code of Ethics has been established recognizing that some securities trade in sufficiently broad markets to permit transactions by certain personnel to be completed without any appreciable impact on the markets of such securities. Therefore, under limited circumstances, exceptions can be made to the policies stated below.

When the Firm is engaging in or considering a transaction in any security on behalf of a client, no Supervised Person will access to this information can knowingly effect for themselves or for their immediate family (i.e., spouse, minor children and adults living in the same household) a transaction in that security unless:

- the transaction has been completed;
- the transaction for the Supervised Person is completed as part of a batch trade with clients; or
- a decision has been made not to engage in the transaction for the client.

These requirements are not applicable to: (i) direct obligations of the Government of the United States; (ii) money market instruments, bankers' acceptances, bank certificates of deposit, commercial paper, repurchase agreements and other high quality short-term debt instruments, including repurchase agreements; (iii) shares issued by mutual funds or money market funds; and (iv) shares issued by unit investment trusts that are invested exclusively in one or more mutual funds.

Clients and prospective clients can contact Continuum Advisory to request a copy of its Code of Ethics.

Item 12. Brokerage Practices

The Custodian and Brokers We Use

Continuum does not maintain custody of your assets that we manage. Nevertheless, we may be deemed to have custody of client assets because you give us authority to withdraw assets from your account (*see Item 15 Custody, below*). Client assets must be maintained in an account at a "qualified custodian," generally a broker-dealer or bank. Continuum recommends that our clients use Charles Schwab & Co., Inc. ("Schwab"), a FINRA-registered broker-dealer, member SIPC, or TD Ameritrade Institutional ("TDAI"), a division of TD Ameritrade, Inc., as the qualified custodians (collectively, the "Custodians") for investment management accounts. Continuum is independently owned and operated and not affiliated with Schwab or TDAI. The Custodians will hold our clients' assets in a brokerage account and buy and sell securities when Continuum instructs them to. While Continuum recommends that you use Schwab or TDAI as custodian/broker, clients will decide whether to do so when they open an account with Schwab or TDAI by entering into an account agreement directly with them. Continuum does not open the custodial account for you. The Custodians offer independent investment advisers services which include custody of securities, trade execution, clearance and settlement of transactions. Continuum Advisory receives some benefits from TDAI through its participation in the program.

How We Select Custodians/Brokers

Continuum seek to select and 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. Continuum considers a wide range of factors, including, among others, these:

- combination of transaction execution services along with asset custody services (generally without a separate fee for custody);
- capability to execute, clear and settle trades (buy and sell securities for your account);
- capabilities to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.);
- breadth of investment products made available (stocks, bonds, mutual funds, ETFs, etc.);
- availability of investment research and tools that assist us in making investment decisions;
- quality of services;
- competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate them, including many mutual funds without transaction charges and other securities at nominal transaction charges (the commissions and/or transaction fees charged by the Custodians can be higher or lower than those charged by other Financial Institutions);
- reputation, financial strength and stability of the provider;
- the custodian/broker's prior service to us and our other clients; and
- availability of other products and services that benefit us, as discussed below (*see "Products and Services Available to Us from Schwab"*).

Custody and Brokerage Costs

The Custodians generally do not charge Continuum client accounts separately for custody services but is compensated by charging you commissions or other fees on trades that it executes or that settle into your account. For Continuum Advisory investment management accounts, the Custodians will charge you a percentage of the dollar amount of assets in the account in lieu of commissions. The Custodians' asset-based fees applicable to Continuum client accounts were negotiated based on our commitment to maintain Continuum client assets in accounts at Schwab or TDAI. This commitment benefits you because the overall asset-based fees you pay are lower than they would be if Continuum had not made the commitment. In addition to asset-based fees, Schwab charges a flat dollar amount as a "trade away" fee for each trade that Continuum executes by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited (settled) into a 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 trading costs, Continuum exclusively uses Schwab to execute trades for your Schwab account.

Products and Services Available to Us from Schwab

Schwab Advisor Services is Schwab's business serving independent investment advisory firms like Continuum. They provide Continuum 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 while others help us manage and grow our business. Schwab's support services generally are available on an unsolicited basis (*i.e.*, Continuum does not have to request them) and at no charge to us as long as we keep a total of at least \$10 million of our clients' assets in accounts at Schwab. Below is a detailed description of Schwab's support services:

Schwab 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.

Schwab 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 Continuum in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. Continuum may use this research to service all, some or a substantial number of our clients' accounts. In addition to investment research, Schwab also makes available software and other technology that:

- provide access to client account data (such as duplicate trade confirmations and account statements);
- facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- provide pricing and other market data;
- facilitate payment of our fees from our clients' accounts; and
- assist with back-office functions, recordkeeping and client reporting.

Schwab 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:

- educational conferences and events;
- technology, compliance, legal, and business consulting;
- publications and conferences on practice management and business succession; and
- 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 also may discount or waive its fees for some of these services or pay all or a part of a third party's fees. In addition, Schwab may provide Continuum with other benefits such as occasional business entertainment of our personnel.

The commissions paid by Continuum Advisory's clients to the Custodians comply with the Firm's duty to obtain "best execution." Clients can pay commissions that are higher than another qualified Financial Institution might charge to effect the same transaction where Continuum Advisory determines that the commissions are reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a Financial Institution's services, including among others, the value of research provided, execution capability, commission rates and responsiveness. Continuum Advisory seeks competitive rates but may not necessarily obtain the lowest possible commission rates for client transactions.

Transactions can be cleared through other broker-dealers with whom the Firm and its custodians have entered into agreements for prime brokerage clearing services. Should an account make use of prime

brokerage, the Client can be required to sign an additional agreement, and additional fees are likely to be charged.

Consistent with obtaining best execution, brokerage transactions can be directed to certain broker/dealers in return for investment research products and/or services which assist Continuum Advisory in its investment decision-making process. Such research generally will be used to service all of the Firm's clients, but brokerage commissions paid by one client can be used to pay for research that is not used in managing that client's portfolio. The receipt of investment research products and/or services as well as the allocation of the benefit of such investment research products and/or services poses a conflict of interest because Continuum Advisory does not have to produce or pay for the products or services.

Continuum Advisory periodically and systematically reviews its policies and procedures regarding its recommendation of Financial Institutions in light of its duty to obtain best execution.

Continuum's Beneficial Interest in Schwab's Services

The availability of these services from Schwab benefits us because Continuum does not have to produce or purchase them. Continuum does not have to pay for Schwab's services so long as we keep a total of at least \$10 million of client assets in accounts at Schwab. The \$10 million minimum may give Continuum 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.

Continuum believes, however, that our selection of Schwab as custodian/broker is in the best interests of our clients. It is primarily supported by the scope, quality and price of Schwab's services (based on the factors discussed above – see *"How We Select Custodians/Brokers"*) and not Schwab's services that benefit only us. We have approximately \$400 million in client assets under management, and do not believe that maintaining at least \$10 million of those assets at Schwab in order to avoid paying Schwab quarterly service fees presents a material conflict of interest.

Software and Support Provided by Financial Institutions

Continuum Advisory can receive without cost from the Custodians computer software and related systems support, which allow Continuum Advisory to better monitor client accounts maintained at the Custodians. Continuum Advisory can receive the software and related support without cost because the Firm renders investment management services to clients that maintain assets at the Custodians. The software and support are not provided in connection with securities transactions of clients (i.e., not "soft dollars"), but can be based on the assets being managed by the firm at the specific Custodian. The software and related systems support can benefit Continuum Advisory, but not its clients directly. In fulfilling its duties to its clients, Continuum Advisory endeavors at all times to put the interests of its clients first. Clients should be aware, however, that Continuum Advisory's receipt of economic benefits from a broker/dealer creates a conflict

of interest since these benefits can influence the Firm's choice of broker/dealer over another that does not furnish similar software, systems support or services.

Specifically, Continuum Advisory can receive the following benefits from the Custodians:

- Credits to be used toward qualifying third-party service providers used in connection with the initial set up of the Firm's research, technology and software platforms;
- Receipt of duplicate client confirmations and bundled duplicate statements;
- Access to a trading desk that exclusively services its institutional traders;
- Access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts; and
- Access to an electronic communication network for client order entry and account information.

There is no direct link between Continuum Advisory's participation in TD Ameritrade's institutional customer program and the investment advice it gives to its clients, although Continuum Advisory receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. Additionally, Continuum Advisory can receive the following benefits from TD Ameritrade through its registered investment adviser division: receipt of duplicate client confirmations and bundled duplicate statements; access to a trading desk that exclusively services its Registered Investment Adviser participants; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts; and access to an electronic communication network for client order entry and account information. The Firm also has the ability deduct advisory fees directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to the Firm by third party vendors. TD Ameritrade can fund business consulting and professional services received by Continuum Advisory's related persons.

Some of the products and services made available by TD Ameritrade through the program can benefit Continuum Advisory but not its client. These products or services can assist Continuum Advisory in managing and administering client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help Continuum Advisory manage and further develop its business enterprise. The benefits received by Continuum Advisory's participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, Advisor endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Advisor or its related persons in and of itself creates a potential conflict of interest and can indirectly influence the Advisor's choice of TD Ameritrade for custody and brokerage services.

Advisor also receives from TD Ameritrade certain additional economic benefits (“Additional Services”) that may or may not be offered to any other independent investment Advisors participating in the program. Specifically, the Additional Services include Greenrock Research and Orion Advisor Services.

TD Ameritrade provides the Additional Services to Advisor in its sole discretion and at its own expense, and Advisor does not pay any fees to TD Ameritrade for the Additional Services. Advisor and TD Ameritrade have entered into a separate agreement (“Additional Services Addendum”) to govern the terms of the provision of the Additional Services.

Advisor’s receipt of Additional Services raises potential conflicts of interest. In providing Additional Services to Advisor, TD Ameritrade most likely considers the amount and profitability to TD Ameritrade of the assets in, and trades placed for, Advisor’s Client accounts maintained with TD Ameritrade. TD Ameritrade has the right to terminate the Additional Services Addendum with Advisor, in its sole discretion, provided certain conditions are met. Consequently, in order to continue to obtain the Additional Services from TD Ameritrade, Advisor can have an incentive to recommend to its Clients that the assets under management by Advisor be held in custody with TD Ameritrade and to place transactions for Client accounts with TD Ameritrade. Advisor’s receipt of Additional Services does not diminish its duty to act in the best interests of its Clients, including to seek best execution of trades for Client accounts.

Brokerage for Client Referrals

Continuum Advisory does not consider, in selecting or recommending broker/dealers, whether the Firm receives client referrals from the Financial Institutions or other third party.

Directed Brokerage

The client can direct Continuum Advisory in writing to use a particular Financial Institution to execute some or all transactions for the client. In that case, the client will negotiate terms and arrangements for the account with that Financial Institution and the Firm will not seek better execution services or prices from other Financial Institutions or be able to “batch” client transactions for execution through other Financial Institutions with orders for other accounts managed by Continuum Advisory (as described above). As a result, the client can pay higher commissions or other transaction costs, greater spreads or can receive less favorable net prices, on transactions for the account than would otherwise be the case. Subject to its duty of best execution, Continuum Advisory can decline a client’s request to direct brokerage if, in the Firm’s sole discretion, such directed brokerage arrangements would result in additional operational difficulties or violate restrictions imposed by other broker-dealers (as further discussed below).

Trade Aggregation

Transactions for each client generally will be affected independently, unless Continuum Advisory decides to purchase or sell the same securities for several clients at approximately the same time. Continuum Advisory can (but is not obligated to) combine or “batch” such orders to obtain best execution, to negotiate more favorable commission rates or to allocate equitably among the Firm’s clients differences in prices and commissions or other transaction costs that might not have been obtained had such orders been placed independently. Under this procedure, transactions will generally be averaged as to price and allocated among Continuum Advisory’s clients pro rata to the purchase and sale orders placed for each client on any given day. To the extent that the Firm determines to aggregate client orders for the purchase or sale of securities, including securities in which Continuum Advisory’s Supervised Persons can invest, the Firm generally does so in accordance with applicable rules promulgated under the Advisers Act and no-action guidance provided by the staff of the U.S. Securities and Exchange Commission. Continuum Advisory does not receive any additional compensation or remuneration as a result of the aggregation.

In the event that the Firm determines that a prorated allocation is not appropriate under the particular circumstances, the allocation will be made based upon other relevant factors, which can include: (i) when only a small percentage of the order is executed, shares can be allocated to the account with the smallest order or the smallest position or to an account that is out of line with respect to security or sector weightings relative to other portfolios, with similar mandates; (ii) allocations can be given to one account when one account has limitations in its investment guidelines which prohibit it from purchasing other securities which are expected to produce similar investment results and can be purchased by other accounts; (iii) if an account reaches an investment guideline limit and cannot participate in an allocation, shares can be reallocated to other accounts (this may be due to unforeseen changes in an account’s assets after an order is placed); (iv) with respect to sale allocations, allocations can be given to accounts low in cash; (v) in cases when a pro rata allocation of a potential execution would result in a de minimis allocation in one or more accounts, the Firm can exclude the account(s) from the allocation; the transactions can be executed on a pro rata basis among the remaining accounts; or (vi) in cases where a small proportion of an order is executed in all accounts, shares can be allocated to one or more accounts on a random basis.

Item 13. Review of Accounts

Account Reviews

Continuum Advisory monitors client portfolios on a continuous and ongoing basis while regular account reviews are conducted on at least a quarterly basis. Such reviews are conducted by the Firm’s investment adviser representatives. All investment advisory clients are encouraged to discuss their needs, goals and objectives with Continuum Advisory and to keep the Firm informed of any changes thereto. The Firm contacts ongoing investment advisory clients at least annually to review its previous services and/or

recommendations and quarterly to discuss the impact resulting from any changes in the client's financial situation and/or investment objectives.

Account Statements and Reports

Clients are provided with transaction confirmation notices and regular summary account statements directly from the Financial Institutions where their assets are custodied. From time-to-time or as otherwise requested, clients can also receive written or electronic reports from Continuum Advisory and/or an outside service provider, which contain certain account and/or market-related information, such as an inventory of account holdings or account performance. Clients should compare the account statements they receive from their custodian with any documents or reports they receive from Continuum Advisory or an outside service provider.

Item 14. Client Referrals and Other Compensation

Advisor also receives from TD Ameritrade certain additional economic benefits ("Additional Services") that may or may not be offered to any other independent investment Advisors participating in the program. Specifically, the Additional Services include Orion Advisor Services and GreenrockResearch. TD Ameritrade provides the Additional Services to Advisor in its sole discretion and at its own expense, and Advisor does not pay any fees to TD Ameritrade for the Additional Services. Advisor and TD Ameritrade have entered into a separate agreement ("Additional Services Addendum") to govern the terms of the provision of the Additional Services.

Advisor's receipt of Additional Services raises potential conflicts of interest. In providing Additional Services to Advisor, TD Ameritrade most likely considers the amount and profitability to TD Ameritrade of the assets in, and trades placed for, Advisor's Client accounts maintained with TD Ameritrade. TD Ameritrade has the right to terminate the Additional Services Addendum with Advisor, in its sole discretion, provided certain conditions are met. Consequently, in order to continue to obtain the Additional Services from TD Ameritrade, Advisor can have an incentive to recommend to its Clients that the assets under management by Advisor be held in custody with TD Ameritrade and to place transactions for Client accounts with TD Ameritrade. Advisor's receipt of Additional Services does not diminish its duty to act in the best interests of its Clients, including to seek best execution of trades for Client accounts.

Continuum receives an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisers that have their clients maintain 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*). The availability to Continuum of Schwab's products and services is not based on us giving particular investment advice, such as buying particular securities for our clients.

Item 15. Custody

The Advisory Agreement and/or the separate agreement with any Financial Institution generally authorize Continuum Advisory and/or the Independent Managers to debit client accounts for payment of the Firm's fees and to directly remit that those funds to the Firm in accordance with applicable custody rules. The Financial Institutions that act as the qualified custodian for client accounts, from which the Firm retains the authority to directly deduct fees, have agreed to send statements to clients not less than quarterly detailing all account transactions, including any amounts paid to Continuum Advisory.

Pursuant to federal regulations, Continuum is deemed to have custody of your assets if you authorize us to instruct the Custodians to deduct our advisory fees directly from your account. The Custodians maintain actual custody of your assets. You will receive account statements directly from the Custodians at least quarterly. They will be sent to the email or postal mailing address you provided to the Custodians. You should carefully review those statements promptly when you receive them. In addition, as discussed in Item 13, Continuum Advisory can also send periodic supplemental reports to clients. Clients should carefully review the statements sent directly by the Financial Institutions and compare them to those received from Continuum Advisory.

Item 16. Investment Discretion

Continuum Advisory can be given the authority to exercise discretion on behalf of clients. Continuum Advisory is considered to exercise investment discretion over a client's account if it can affect and/or direct transactions in client accounts without first seeking their consent. Continuum Advisory is given this authority through a power-of-attorney included in the agreement between Continuum Advisory and the client. Clients can request a limitation on this authority (such as certain securities not to be bought or sold). Continuum Advisory takes discretion over the following activities:

- The securities to be purchased or sold;
- The amount of securities to be purchased or sold;
- When transactions are made; and
- The Independent Managers to be hired or fired.

Item 17. Voting Client Securities

Continuum Advisory generally does not accept the authority to vote a client's securities (i.e., proxies) on their behalf. Clients receive proxies directly from the Financial Institutions where their assets are custodied

and can contact the Firm at the contact information on the cover of this brochure with questions about any such issuer solicitations including how to vote proxies.

Item 18. Financial Information

Continuum Advisory is not required to disclose any financial information due to the following:

- The Firm does not require or solicit the prepayment of more than \$1,200 in fees six months or more in advance of services rendered;
- The Firm does not have a financial condition that is reasonably likely to impair its ability to meet contractual commitments to clients; and
- The Firm has not been the subject of a bankruptcy petition at any time during the past ten years.