

Firm Brochure
(Part 2A of Form ADV)

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This brochure provides information about the qualifications and business practices of McCulley Financial Group, LLC. Being registered as a registered investment adviser does not imply a certain level of skill or training. If you have any questions about the contents of this brochure, please contact us at: 312-219-9000 or by email at: kmcculley@mcculleyfinancial.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission, or by any state securities authority.

Additional information about McCulley Financial Group, LLC is available on the SEC's website at www.adviserinfo.sec.gov

January 2024

Item 2: Material Changes

Since our last annual update was filed in January 2023 there have been the following changes to our disclosure brochure:

- In January 2024 the firm reached the level of Assets Under Management where the firm is required to change their primary regulatory authority to the U.S. Securities and Exchange Commission.
- In January 2024 the firm amended its client fees schedules – please refer to ***Item 5- Fees and Compensation*** for more specific information.

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

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Item 4: Advisory Business

Firm Description

McCulley Financial Group, LLC ("MFG") was founded in 2010. Kortney R. McCulley is 100% owner.

MFG provides personalized confidential financial planning and investment management to individuals, pension and profit sharing plans, trusts, estates, charitable organizations and small businesses. Advice is provided through consultation with the client and may include: determination of financial objectives, identification of financial problems, cash flow management, tax planning, insurance review, investment management, education funding, retirement planning, and estate planning.

MFG is a fee for advice based financial planning and investment management firm. The firm does not sell annuities, insurance, stocks, bonds, mutual funds, limited partnerships, or other commissioned products. The firm's managing member is affiliated with entities that sell insurance and securities products.

MFG does not act as a custodian of client assets. The client always maintains asset control.

Investment advice is an integral part of financial planning. In addition, MFG advises clients regarding cash flow, college planning, retirement planning, tax planning and estate planning.

A written evaluation of each client's initial situation is provided to the client, often in the form of a net worth statement or risk analysis. Periodic reviews are also communicated to provide reminders of the specific courses of action that need to be taken. More frequent reviews occur but are not necessarily communicated to the client unless immediate changes are recommended.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) are engaged directly by the client on an as-needed basis. Conflicts of interest will be disclosed to the client.

Types of Advisory Services

MFG provides investment supervisory services, also known as asset management services and furnishes financial planning and investment advice through consultations.

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

ASSET MANAGEMENT

MFG offers non-discretionary direct asset management services to advisory clients. MFG will offer clients ongoing portfolio management services through determining individual investment goals, time horizons, objectives, and risk tolerance. Investment strategies, investment selection, asset allocation, portfolio monitoring and the overall investment program will be based on the above factors.

FINANCIAL PLANNING AND CONSULTING

If financial planning services are applicable, the client may choose to compensate MFG on a service level or an hourly fee for advice described in detail under “Fees and Compensation” section of this brochure. Financial plans will be completed and delivered inside of ninety (90) days. Clients can terminate advisory services with thirty (30) days written notice. A comprehensive financial plan includes these elements:

1. Identification of financial goals and objectives.
2. Collection and assessment of all relevant data.
3. Identification of financial problems and formulation of solutions.
4. Preparation of a financial plan in the form of specific written recommendations.
5. Implementation of recommendations.
6. Periodic review and update.

CORPORATE RETIREMENT PLANS, 401(K), PROFIT SHARING, AND DEFINED BENEFIT CONSULTING

1. Profit Sharing Asset Services.

In connection with the assets designated, from time to time, by Client as “Profit Sharing Assets” which assets are not subject to investment direction by participants in Client, Adviser shall:

- (i) develop, in consultation with and subject to approval of Client, an investment policy and investment allocation plan applicable to the Profit Sharing Assets;
- (ii) advise Client on the implementation of such investment policy and investment allocation plan;
- (iii) review, from time to time, such investment policy and investment allocation plan and make recommendations as to necessary or desirable changes to such investment policy and investment allocation plan; conduct a search for and make recommendations on the selection of the investment funds consistent with such investment policy;
- (iv) monitor the performance of the investment managers; prepare and provide performance reports to Client, no less frequently than annually; and make recommendations as to retention and termination of such investment managers; and
- (v) assist client in the supervision, monitoring, and evaluation of the investment of Profit Sharing Assets.

2. 401(k) Asset Services.

In connection with the assets designated, from time to time, by Client as “401(k) Assets” which assets are subject to investment direction by participants in Client, Adviser shall”

- (i) develop, in consultation with and subject to approval of Client, an investment policy applicable to the 401(k) Assets that provides for investment among a number of investment fund options at the direction by participants in Client and that is intended to limit the

- fiduciary liability of the trustees of Client with respect to the participants' directions under Section 404(c) of ERISA;
- (ii) advise Client on the implementation with such investment policy;
 - (iii) review, from time to time, such investment policy and make recommendations as to necessary or desirable changes to such investment policy; conduct a search for and make recommendations on the selection of the investment funds consistent with such investment policy;
 - (iv) monitor the performance of the investment funds; prepare and provide performance reports to Client, no less frequently than [annually], and make recommendation as to retention and termination of such investment managers;
 - (v) provide investment-related educational information to participants in Client, which information shall include:
 - a. information about the benefits of plan participation, the benefits of increasing plan contributions, the impact of pre-retirement withdrawals on retirement income;
 - b. information on the investment of funds, including descriptions of investment objectives and philosophies, risk and return characteristics, historical return information, or related prospectuses;
 - c. information about the general financial and investment concepts, such as risk and return, diversification, dollar cost averaging, compound return, and tax deferred investment; historic differences in rates of return between different asset classes (e.g., equities, bonds, or cash) based on standard market indices; effects of inflation; estimating future retirement income needs; determining investment time horizons; assessing risk tolerance; and
 - d. information that provides participants with models of asset allocation portfolios of hypothetical individuals with different time horizons and risk profiles.

Adviser shall not provide advice on the appropriateness of any individual investment option for a particular participant or other "investment advice" within meaning of ERISA Interpretive Bulletin 96-1 issued by the U. S. Department of Labor.

3. Defined Benefit Asset Services.

In connection with the assets designated, from time to time, by Client as "Defined Benefit Assets" which assets are not subject to investment direction by participants in Client, and Adviser shall:

- (i) develop, in consultation with and subject to approval of Client, an investment policy and investment allocation plan applicable to the Defined Benefit Assets;

- (ii) advise Client on the implementation of such investment policy and investment allocation plan;
- (iii) review, from time to time, such investment policy and investment allocation plan and make recommendations as to necessary or desirable changes to such investment policy and investment allocation plan; conduct a search for and make recommendations on the selection of the investment funds consistent with such investment policy;
- (iv) monitor the performance of the investment managers; prepare and provide performance reports to Client, no less frequently than [annually]; and make recommendations as to retention and termination of such investment managers; and
- (v) assist client in the supervision, monitoring, and evaluation of the investment of Defined Benefit Assets.
- (vi) provide investment-related educational information to participants in Client, which information shall include:
 - a. information about the benefits of plan participation, the benefits of increasing plan contributions, the impact of pre-retirement withdrawals on retirement income;
 - b. information on the investment of funds, including descriptions of investment objectives and philosophies, risk and return characteristics, historical return information, or related prospectuses;
 - c. information about the general financial and investment concepts, such as risk and return, diversification, dollar cost averaging, compound return, and tax deferred investment; historic differences in rates of return between different asset classes (e.g., equities, bonds, or cash) based on standard market indices; effects of inflation; estimating future retirement income needs; determining investment time horizons; assessing risk tolerance; and
 - d. information that provides participants with models of asset allocation portfolios of hypothetical individuals with different time horizons and risk profiles.

Adviser shall not provide advice on the appropriateness of any individual investment option for a particular participant or other “investment advice” within meaning of ERISA Interpretive Bulletin 96-1 issued by the U. S. Department of Labor.

Client Tailored Services and Client Imposed Restrictions

The goals and objectives for each client are documented in our client files. Investment strategies are created that reflect the stated goals and objective. Clients may impose restrictions on investing in certain securities or types of securities.

Agreements cannot be assigned without client consent.

Wrap Fee Programs

MFG does not participate in wrap fee programs.

Client Assets under Management

The amount of client's assets managed by us totaled \$125,203,536 as of December 31, 2023. \$63,673,054 are managed on a non-discretionary basis and \$61,530,482 are managed on a discretionary basis.

Item 5: Fees and Compensation

Method of Compensation and Fee Schedule

MFG bases its fees for advice on a percentage of assets under management, hourly charges and fixed fees for advice (not including subscription fees for advice).

ASSET MANAGEMENT

MFG offers discretionary and non-discretionary direct asset management services to advisory clients.

Fees for advice will be based on a percentage of Assets Under Management as follows:

Assets Under Management	Annual Fee	Monthly Fee
Up to \$500,000	1.00%	.083%
\$500,000 to \$1,000,000	0.90%	.075%
\$1,000,000 to \$2,000,000	0.80%	.067%
\$2,000,000 to \$5,000,000	0.70%	.063%
\$5,000,000 to \$10,000,000	0.60%	.058%
\$10,000,000 to \$25,000,000	0.50%	.054%
\$25,000,000 to \$50,000,000	0.40%	.050%
Over \$50,000,000	0.30%	Negotiable

If any additional services are requested or required by the client beyond those describes in the section titled "Types of Advisory Services", the client may be charged at a rate of \$250 per hour. These fees for advice will be agreed upon before billing the client and the client will receive an estimate of the fees. These hourly fees for advice are billed monthly in arrears. The client will be charged to a pro rata fee for advice for the days service was provided in the final quarter.

Fees for advice are billed monthly in arrears based on the amount of assets managed as of the close of business on the last business day of previous month. Monthly advisory fees for advice deducted from the clients' account by the custodian will be

reflected in a provided fee invoice as fees are withdrawn. Lower fees for advice for comparable services may be available from other sources. Clients can terminate their account within five (5) business days of signing the Investment Advisory Agreement for a full refund. Clients may terminate advisory services with thirty (30) days written notice. Client will be entitled to a pro rata fee for advice for the days service was provided in the final month. Client shall be given thirty (30) days prior written notice of any increase in fees for advice.

FINANCIAL PLANNING

Based on the services outline in the Section "Types of Advisory Services", fees for Financial Plans are as follows:

Service Level	1 / Bronze	2 / Silver	3 / Gold
Monthly Fee	\$250/mo or	\$500/mo or	\$1000/mo or
Assets	\$500k+ in assets	\$1m+ in assets	\$2m+ in assets

If any additional services are requested or required by the client, the client will be charged at an hourly rate of \$250.

PAST DUE ACCOUNTS

Interest at 10% per year will be charged on balances more than 60 days past due.

CORPORATE RETIREMENT PLANS, 401(K), PROFIT SHARING, AND DEFINED BENEFIT CONSULTING

MFG offers asset management to corporate retirement plans, 401(k), profit sharing and defined benefit consulting. Fees for advice will be based on a percentage of Assets Under Management as follows:

Assets Under Management	Annual Fee	Monthly Fee
Up to \$1,000,000	1.00%	0.083%
\$1,000,000 to \$5,000,000	0.75%	0.063%
\$5,000,000 to \$10,000,000	0.70%	0.058%
\$10,000,000 to \$15,000,000	0.60%	0.050%
\$15,000,000 to \$20,000,000	0.50%	0.042%
\$20,000,000 to \$25,000,000	0.40%	0.033%
\$25,000,000 to \$50,000,000	0.30%	0.025%
\$50,000,000 to \$100,000,000	0.20%	0.017%
Over \$100,000,000	Negotiable	Negotiable

If any additional services are requested or required by the client beyond those describes in the section titled “Types of Advisory Services”, the client may be charged at a rate of \$250 per hour. These fees for advice will be agreed upon before billing the client and the client will received an estimate of the fees. These hourly fees for advice are billed monthly in arrears. The client will charged a pro rata fee for advice for the days service was provided in the final quarter.

Service Level	1 / Bronze	2 / Silver	3 / Gold
Monthly Fee	\$500/mo or	\$1000/mo or	\$3000/mo or
Assets	\$1m+ in assets	\$3m+ in assets	\$10m+ in assets

Fees for advice are billed monthly in arrears based on the amount of assets managed as of the close of business on the last business day of previous month. Monthly advisory fees for advice deducted from the clients' account by the custodian will be reflected in a provided fee invoice as fees are withdrawn. Lower fees for advice for comparable services may be available from other sources. Clients can terminate their account within five (5) business days of signing the Investment Advisory Agreement for a full refund. Clients may terminate advisory services with thirty (30) days written notice. Client will be entitled to a pro rata fee for advice for the days service was provided in the final month. Client shall be given thirty (30) days prior written notice of any increase in fees for advice.

Client Payment of Fees

Investment management fees for advice are billed monthly in arrears. Payment in full is expected upon invoice presentation. Fees for advice are usually deducted from a designated client account to facilitate billing. The client must consent in advance to direct debiting of their investment account.

Any individual advisory fees for advice are billed monthly in arrears.

Any hourly fees for advice for corporate retirement services are billed monthly in arrears unless a different billing schedule is required by the plan custodian.

Additional Client Fees Charged

Custodians may charge transaction fees on purchases or sales of certain mutual funds and exchange-traded funds. These transaction charges are usually small and incidental to the purchase or sale of a security. The selection of the security is more important than the nominal fee that the custodian charges to buy or sell the security.

MFG, in its sole discretion, may waive its minimum fee for advice and/or charge a lesser investment advisory fee for advice based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with clients, etc.).

Item 6: Performance-Based Fees

Sharing of Capital Gains

Fees are not based on a share of the capital gains or capital appreciation of managed securities.

MFG does not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation creates an incentive for the adviser to recommend an investment that carry a higher degree of risk to the client.

Item 7: Types of Clients

Description

MFG generally provides investment advice to individuals, high net worth individuals, pension and profit sharing plans.

Client relationships vary in scope and length of service.

Account Minimums

MFG does not require a minimum to open an account.

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

Methods of Analysis and Investment Strategies

Security analysis methods may include fundamental analysis, technical analysis, and cyclical analysis. Investing in securities involves risk of loss that clients should be prepared to bear.

The main sources of information include financial newspapers and magazines, research materials prepared by others, corporate rating services, annual reports, prospectuses, and filings with the Securities and Exchange Commission.

Investment Strategy and Method of Analysis Material Risks

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time. Each client executes an Investment Policy Statement or Risk Tolerance that documents their objectives and their desired investment strategy.

Other strategies may include long-term purchases, short-term purchases, trading, and option writing (including covered options, uncovered options or spreading strategies).

Security Specific Material Risks

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

- *Interest-rate Risk:* Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- *Market Risk:* The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- *Inflation Risk:* When any type of inflation is present, a dollar today will buy more than a dollar next year, because purchasing power is eroding at the rate of inflation.
- *Currency Risk:* Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- *Reinvestment Risk:* This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- *Business Risk:* These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- *Liquidity Risk:* Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- *Financial Risk:* Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Item 9: Disciplinary Information

Criminal or Civil Actions

The firm and its management have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

The firm and its management have not been involved in administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

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

Item 10: Other Financial Industry Activities and Affiliations

Futures or Commodity Registration

MFG nor its employees are registered or have an application pending to register as a futures commission merchant, commodity pool operator, or a commodity trading advisor.

Material Relationships Maintained by this Advisory Business and Conflicts of Interest

Managing Member Kortney McCulley is also individually licensed as an insurance agent. From time to time, he will offer clients advice or products from those activities. Less than 50% of his revenue results from commissions from the sale of insurance products. Mr. McCulley receives commissions from insurance companies on the products he sells.

These practices represent a conflict of interest because it gives Mr. McCulley an incentive to recommend products based on the commission amount received. This conflict is mitigated by the fact that Mr. McCulley has a fiduciary responsibility to place the interests of the client first and clients are not required to purchase any products. Clients have the option to purchase these products through another insurance agent of their choosing.

Other Business Activities of Company Principal:

- Kortney McCulley is a published author of the book Your Bigger Future.
- Mr. McCulley is also involved as an owner a technology venture DreamNumber, LLC. This venture is not investment related and should not create a conflict of interest.
- Mr. McCulley is also a partial owner of 3Amigos Investments, LLC – an agriculture commodities investment company. He is responsible for initial firm set up and daily administrative functions. He spend less than 10% of his time on this activity.
- Mr. McCulley is also the owner of TechTitans Innovations LLC. He spend less than 10% of his time on this activity.

Recommendations or Selections of Other Investment Advisors and Conflicts of Interest

MFG does not have any arrangements with other investment advisors.

Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Code of Ethics Description

The employees of MFG have committed to a Code of Ethics. The purpose of our Code of Ethics is to ensure that when employees buy or sell securities for their personal account, they do not create actual or potential conflict with our clients. We do not allow any employees to use non-public material information for their personal profit or to use internal research for their personal benefit in conflict with the benefit to our clients.

MFG's policy prohibits any person from acting upon or otherwise misusing non-public or inside information. No advisory representative or other employee, officer or director of IMR may recommend any transaction in a security or its derivative to advisory clients or engage in personal securities transactions for a security or its derivatives if the advisory representative possesses material, non-public information regarding the security.

MFG's Code of Ethics is based on the guiding principle that the interests of the client are our top priority. IMR's officers, directors, advisors, and other employees have a fiduciary duty to our clients and must diligently perform that duty to maintain the complete trust and confidence of our clients. When the potential for conflict arises, it is our obligation to put the client's interests over the interests of either employees or the company.

The Code of Ethics applies to "access" persons. "Access" persons are employees who have access to non-public information regarding any clients' purchase or sale of securities, or non-public information regarding the portfolio holdings of any reportable fund, who are involved in making securities recommendations to clients, or who have access to such recommendations that are non-public.

The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

Investment Recommendations Involving a Material Financial Interest and Conflict of Interest

MFG and its employees do not recommend to clients securities in which we have a material financial interest.

Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest

MFG and its employees can buy or sell securities that are also held by clients. Employees may not trade their own securities ahead of client trades.

Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest

MFG and its employees may buy or sell securities that are also held by clients. In order to avoid conflicts of interest such as front running, employees are required to disclose all reportable securities transactions as well as provide MFG with copies of their brokerage statements.

The Chief Compliance Officer of MFG is Kort McCulley. He reviews all employee trades each quarter. The personal trading reviews ensure that the personal trading of employees does not affect the markets and that clients of the firm receive preferential treatment. Since most employee trades are in products such as mutual funds, government securities, bonds or are small in size, they do not impact the securities markets.

Item 12: Brokerage Practices

Factors Used to Select Broker-Dealers for Client Transactions

MFG may recommend the use of a particular broker-dealer or may utilize a broker-dealer of the client's choosing. MFG will only refer clients to broker/dealer that are registered in the state in which the client resides. MFG will select appropriate brokers based on a number of factors including but not limited to their relatively low transaction fees and reporting ability. MFG relies on its broker to provide its execution services at the best prices available. Lower fees for comparable services may be available from other sources. Clients pay for any and all custodial fees in addition to the advisory fee charged by MFG.

Directed Brokerage

In circumstances where a client directs MFG to use a certain broker-dealer, MFG still has a fiduciary duty to its clients. The following may apply with Directed Brokerage: MFG's inability to negotiate commissions, to obtain volume discounts, there may be a disparity in commission charges among clients, and potential conflicts of interests arising from brokerage firm referrals.

- ***Best Execution***

Investment advisors who manage or supervise client portfolios have a fiduciary obligation of best execution. The determination of what constitutes best execution and price in the execution of a securities transaction by a broker involves a number of considerations and is subjective. Factors affecting brokerage selection include the overall direct net economic result to the portfolios, the efficiency with which the transaction is effected, the ability to effect the transaction where a large block is involved, the operational facilities of the broker-dealer, the value of an ongoing relationship with such broker and the financial strength and stability of the broker. The firm does not receive any portion of the trading fees.

- ***Soft Dollar Arrangements***

MFG utilizes the services of custodial broker dealers. Economic benefits are received by MFG which would not be received if MFG did not give investment advice to clients. These benefits include: A dedicated trading desk, a dedicated service group and an account services manager dedicated to MFG's accounts, ability to conduct "block" client trades, electronic download of trades, balances and positions, duplicate and batched client statements, and the ability to have advisory fees directly deducted from client accounts.

Aggregating Securities Transactions for Client Accounts

MFG is authorized in its discretion to aggregate purchases and sales and other transactions made for the account with purchases and sales and transactions in the same securities for other Clients of MFG. All clients participating in the aggregated order shall receive an average share price with all other transaction costs shared on a pro-rated basis.

Item 13: Review of Accounts

Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory Persons Involved

Account reviews are performed quarterly by advisor Kortney McCulley, Chief Compliance Officer. Account reviews are performed more frequently when market conditions dictate. Financial Plans are considered complete when recommendations are delivered to the client and a review is done only upon request of client.

Review of Client Accounts on Non-Periodic Basis

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

Content of Client Provided Reports and Frequency

Clients receive account statements no less than quarterly for managed accounts. Account reports are issued by the Advisor's custodian. Client receives confirmations of each transaction in account from Custodian and an additional statement during any month in which a transaction occurs.

Item 14: Client Referrals and Other Compensation

Economic benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest

MFG does not receive any economic benefits from external sources.

Advisory Firm Payments for Client Referrals

MFG does not compensate for client referrals.

Item 15: Custody

Account Statements

All assets are held at qualified custodians, which means the custodians provide account statements directly to clients at their address of record at least quarterly. Clients are urged to compare the account statements received directly from their custodians to the performance report statements prepared by MFG.

Item 16: Investment Discretion

When providing asset management services, MFG maintains trading authorization over your Account and can provide management services on a **discretionary** or **non-discretionary** basis. When discretionary authority is granted, MFG will have the authority to determine the type of securities and the amount of securities that can be bought or sold for your portfolio without obtaining your consent for each transaction. However, it is the policy of MFG to consult with you prior to making significant changes in the account even when discretionary trading authority is granted.

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

- The security being recommended
- The number of shares or units (or approximate dollar amount)
- Whether to buy or sell

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

You will have the ability to place reasonable restrictions on the types of investments that may be purchased in your Account. You may also place reasonable limitations on the discretionary power granted to MFG so long as the limitations are specifically set forth or included as an attachment to the client agreement.

Item 17: Voting Client Securities

Proxy Votes

MFG does not vote proxies on behalf of Clients. I have determined that taking on the responsibilities for voting client securities does not add enough value to the services provided to you to justify the additional compliance and regulatory costs associated with voting client securities. Therefore, it is your responsibility to vote all proxies for securities held in your account.

You will receive proxies directly from the qualified custodian or transfer agent; I will not provide you with the proxies. You are encouraged to read through the information provided with the proxy-voting documents and make a determination based on the information provided. Although I do not vote client proxies, if you have a question about a particular proxy feel free to contact me. However, you will have the ultimate responsibility for making all proxy-voting decisions.

Item 18: Financial Information

Balance Sheet

A balance sheet is not required to be provided because MFG does not serve as a custodian for client funds or securities and MFG does not require prepayment of fees for advice of more than \$500 per client and six months or more in advance.

Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients

MFG has no condition that is reasonably likely to impair our ability to meet contractual commitments to our clients.

Bankruptcy Petitions during the Past Ten Years

Neither MFG nor its management has had any bankruptcy petitions in the last ten years.

**Principal Executive Officers and Management Persons
Supervised Person Brochure**

Part 2B of Form ADV

Kortney R. McCulley

**McCulley Financial Group, LLC
2 Westbrook Corporate Center, Suite 220,
Westchester, IL 60154**

**PHONE: 866-299-9944 or 312-219-9000
FAX: 312-445-9115**

EMAIL: kmcculley@mcculleyfinancial.com

This brochure supplement provides information about Kortney R McCulley and supplements the McCulley Financial Group, LLC's brochure. You should have received a copy of that brochure. Please contact Kortney R McCulley if you did not receive McCulley Financial Group, LLC's brochure or if you have any questions about the contents of this supplement.

Additional information about Kortney R McCulley is available on the SEC's website at www.adviserinfo.sec.gov.

January 2024

Brochure Supplement (Part 2B of Form ADV)

Item 2 Education and Business Standards

Educational Background:

- Year of Birth: 1982
- Western Illinois University; 2004 Bachelor of Business: Major in Finance and Economics, 2006 Masters of Business Administration: Emphasis in Finance and International Business
- Katie School of Insurance at Illinois State University; 2007 Professional Insurance Sales Associate (PISA) designation
- University of Pittsburg and Center for Fiduciary Studies; 2008 Accredited Investment Fiduciary (AIF) designation

Business Experience:

- McCulley Financial Group, LLC; Managing Member/IAR; 12/2010 to Present;
- McCulley Insurance Services, LLC; Managing Member/Insurance Agent; 03/2009 to Present;
- TechTitans Innovations, LLC, Owner, 11/2023 to Present;
- DreamNumber, LLC, Owner, 01/2014 to Present;
- 3Amigos Investments, LLC , Partial Owner, 05/2021 to Present;
- Disruptive Technology Partners, LLC, Owner, 01/2014 to 01/2018;
- Triad Advisors, Registered Representative; 12/2012 to 12/2018;
- Ausdal Financial Partners, Inc.; Registered Representative; 02/2008 to 11/2012;
- Wine Sergi & Co.; Employee Benefits Specialists; 02/2007 to 03/2009;
- Kiawah Island Golf Resort; Operations; 05/2006 to 02/2007;
- Western Illinois University; Graduate Assistant; 08/2004 to 05/2006;
- Pine Ridge Farms; Sales and Marketing; 05/2004 to 08/2004

Item 3 Disciplinary Information

None to report

Item 4 Other Business Activities

Kortney McCulley has financial industry affiliated businesses as an insurance agent. From time to time, he offers clients advice or products from those activities. Clients are not required to purchase any products. He can receive separate yet typical compensation in the form of commissions for the purchase or sale of insurance products.

These practices represent conflicts of interest because it gives Mr. McCulley an incentive to recommend products based on the commission amount received. This

conflict is mitigated by the fact that Mr. McCulley has a fiduciary responsibility to place the interests of the client first and clients are not required to purchase any products. Clients have the option to purchase these products through another insurance agent of their choosing.

Other Business Activity of Company Principal

- Kortney McCulley is a published author of the book Your Bigger Future.
- Mr. McCulley is also involved as an owner a technology venture DreamNumber, LLC. This venture is not investment related and should not create a conflict of interest.
- Mr. McCulley is also a partial owner of 3Amigos Investments, LLC – an agriculture commodities investment company. He is responsible for initial firm set up and daily administrative functions. He spend less than 10% of his time on this activity.
- Mr. McCulley is also the owner of TechTitans Innovations LLC. He spend less than 10% of his time on this activity.

Item 5 Additional Compensation

Managing Member Kortney McCulley does not receive any performance based fees.

Item 6 Supervision

Mr. McCulley is the sole owner, Compliance Officer and investment adviser representative of McCulley Financial Group, LLC. He is solely responsible for all supervision, formulation and monitoring of investment advice offered to clients. He can be reached at 312-219-9000 or 866-299-9944 or via email at kmcculley@mcculleyfinancial.com.