

**Part 2A Appendix 1 of Form ADV: Wrap Fee Program Brochure**

Form ADV, Part 2A, Item 1

***Cover Page***



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March 11, 2024

**FORM ADV PART 2A APPENDIX 1  
WRAP FEE PROGRAM BROCHURE**

**This brochure provides information about the qualifications and business practices of Stonebridge Financial Group, LLC. If you have any questions about the contents of this brochure, please contact us at (717) 736-7007. 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 Stonebridge Financial Group, LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The searchable IARD/CRD number for Stonebridge Financial Group, LLC is 327529.**

## ***Material Changes***

### **Annual Update**

The Material Changes section of this brochure will be updated annually or when material changes occur since the previous release of the Firm Brochure. Each year, we will ensure that you receive a summary of any material changes to this and subsequent brochures by April 30th. We will further provide you with our most recent brochure at any time at your request, without charge. You may request a brochure by contacting us at (717) 736-7007.

### **Material Changes since the Last Update**

Stonebridge Financial Group, LLC was established as a new Registered Investment Advisor in November 2023 with the Securities and Exchange Commission ("SEC"), under the rules and regulations of the US Investment Advisers Act of 1940, as amended (the "Advisers Act"). The following material changes have been made since the last update filed on October 9, 2023:

- None.

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### ***Services, Fees and Compensation***

Stonebridge Financial Group, LLC (hereinafter referred to as "SFG") is a Registered Investment Adviser based in Wormleysburg, Pennsylvania, and incorporated under the laws of the State of Pennsylvania. SFG is owned by Brian McCarver and Jonathan Freeman. SFG is registered with the SEC and subject to the rules and regulations of the US Advisers Act. In November 2023, Stonebridge Financial Group, LLC became an independently registered investment advisor, and provides investment advisory services, which may include, but are not limited to, the review of client investment objectives and goals, recommending asset allocation strategies of managed assets among investment products such as cash, stocks, mutual funds and bonds, annuities, and/or preparing written investment strategies. Our investment advice is tailored to meet our clients' needs and investment objectives. Clients may impose restrictions on investing in certain securities or types of securities (such as a product type, specific companies, specific sectors, etc.) by providing a signed and dated written notification, of which an e-mail is also an acceptable form of notification. SFG also provides financial planning consulting services including, but not limited to, risk assessment/management, investment planning, estate planning, financial organization, or financial decision making/negotiation and retirement planning.

A "wrap fee program" for purposes of the SEC is a program under which investment advisory and brokerage execution services are provided for a single "wrapped" fee that is not based on the transactions in a client account. SFG provides discretionary and non-discretionary investment advisory services to some of its clients through a managed account program ("the Wrap Fee Program"). SFG will assist clients in determining the suitability of the Wrap Fee Program for the client.

In order for SFG to provide asset management services, we request you utilize the brokerage and custodial services of Charles Schwab & Co., Inc. ("Schwab"), for which we have an existing relationship. Schwab and Stonebridge Financial Group, LLC are separate and unaffiliated.

### **Products & Services Available to Us From Schwab**

Schwab Advisor Services (formerly called Schwab Institutional) is Schwab's business serving independent investment advisory firms like ours. They provide us 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 are generally available on an unsolicited basis and at no charge to us as long as we maintain a total of at least \$10 million of our clients' assets in accounts at Schwab.

## **Services that Benefit Client**

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 clients or their account(s).

## **Services that May Not Directly Benefit Clients**

Schwab also makes available to us other products and services that benefit us but may not directly benefit the client or their account(s). These products and services assist us in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or some substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

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

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
- access to employee benefits providers, human capital consultants and insurance providers

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

Irrespective of direct or indirect benefits to our client through Schwab, we strive to enhance the client's experience, help reach their goals and put their interests before that of our firm or its associated persons.

## ***WRAP FEE PROGRAM***

SFG's Wrap Fee Program is offered as a part of the Asset Management Services described above. SFG provides portfolio management services for this program based on the Client's investment goals and objectives. Managed Accounts are available to primarily individuals, high net worth individuals, charitable organizations, and corporations.

**Company-Sponsored Retirement Plan Consulting Services** - Stonebridge Financial Group, LLC provides company-sponsored retirement plan consulting services (hereinafter called “retirement plan consulting services”). These services may include plan design, investment lineup selection and monitoring, plan administration support, education, co-fiduciary support, and benchmarking.

We will meet with the client to discuss the major plan goals, identify key employees, evaluate employer contribution options, and analyze income tax considerations. SFG will assist with the development of an appropriate investment strategy that reflects the plan sponsor’s stated investment objectives for management of the plan. SFG will design an investment lineup that meets the plan sponsor’s goals and objectives and will monitor the investments for potential changes. To conduct certain retirement plan consulting services, SFG will utilize discretionary authority to install platforms, add or remove funds to the plan’s investment portfolio, amend the weightings of the fund components, move funds from the various models in use, etc.

### ***Fees and Compensation***

The following types of fees will be assessed:

**Asset Management** – Fees are charged quarterly in advance and are based primarily on asset size and the level of complexity of the services provided. In individual cases, SFG has the sole discretion to negotiate fees that are lower than the standard fee shown or to waive fees. Fees are not based on the share of capital gains or capital appreciation of the funds or any portion of the funds. Comparable services for lower fees may be available from other sources. Fees for the initial quarter will be prorated based upon the number of calendar days in the calendar quarter that the advisory agreement is in effect. Fees are based on the market value of the assets on the last business day of the previous quarter. Annual fees are a maximum of 2%. Consulting services are included in these fees for asset management services with the exception of unique circumstances that may require a separate agreement for financial planning services (description and fees are discussed below). If the situation warrants separate financial planning fees, it will be discussed upfront and a separate agreement will be negotiated.

**Account Maintenance Fee** – Each Asset Management account will be charged a management fee on a calendar quarterly basis, which will be billed in advance of each calendar quarter. Each account will also be charged a quarterly account maintenance fee of \$50; provided, however, that if the management fee results in a quarterly management fee of \$50 or more, we will waive the account maintenance fee for that quarter. For account values of less than \$10,000, this may equate to be more than the maximum fee of 2% as stated in this Form ADV and the Agreement.

**Option Account Fee** – An additional flat fee percentage, on top of the tiered or breakpoint fee, will be applied to the billable assets of accounts with options trading authorized. Option Account Fee range from 0.25% - 0.5%.

**Accounts With Margin** – Certain client accounts may have margin; however, it is not Stonebridge Financial Group, LLC’s practice to trade on margin, therefore when advisory fees

are calculated the firm uses the market value of client accounts. The market values of client accounts are derived from our custodian.

**Terms** – As authorized in the client agreement, the account custodian withdraws SFG’s advisory fees directly from the clients’ accounts according to the custodian’s policies, practices, and procedures. The custodian in turn remits these fees to SFG. The custodial statement includes the amount of any fees paid directly to SFG to manage the account. You should compare the statement we send to your custodian/broker-dealer’s statement and verify the calculation of fees. Your custodian/broker-dealer does not verify the accuracy of fees calculations. If the account does not contain sufficient funds to pay advisory fees, SFG has limited authority to sell or redeem securities in sufficient amounts to pay advisory fees. With the exception of IRA accounts, clients may reimburse the account for advisory fees paid to SFG.

Fees are charged in advance on a quarterly basis, meaning that advisory fees for a quarter are charged on the first day of the quarter. Clients may terminate investment advisory services obtained from SFG, without penalty, upon written notice within five (5) business days after entering into the advisory agreement with SFG. The client is responsible for any fees and charges incurred by the client from third parties as a result of maintaining the account such as transaction fees for any securities transactions executed and account maintenance or custodial fees. Thereafter, the client may terminate advisory services upon written notice delivered to and received by SFG. Clients who terminate investment advisory services during a quarter are charged a prorated advisory fee based on the date of SFG’s receipt of client’s written notice to terminate. Any earned but unpaid fees are immediately due and payable, and any prepaid and unearned fees will be immediately refunded.

**Financial Planning** – Financial planning services are charged in arrears through a fixed fee arrangement as agreed upon between the client and SFG. There will never be an instance where \$1,200 or more in fees is charged six or more months in advance. Hourly fees are generally charged when the scope of services cannot be determined or if the services are limited to one meeting. Hourly fees range from \$250 - \$350 per hour, depending on what is negotiated between SFG and the client. Similar financial planning services may be available elsewhere for a lower cost to the client. Fixed fees are generally quoted to the client for longer term consulting projects. Fees are negotiable and vary depending upon the complexity of the client situation and services to be provided. Fixed fees are \$3,000 - \$5,000 per plan. Similar financial planning services may be available elsewhere for a lower cost to the client.

Clients may be invoiced monthly for all time spent by SFG as agreed upon by client or upon completion of the services if less than a month. Clients who wish to terminate the planning process prior to completion may do so with written notice. Upon receipt of written notification, any earned fee will immediately become due and payable, and any prepaid and unearned fees will be immediately refunded. A client may terminate an advisory agreement without being assessed any fees or expenses within five (5) days of its signing.

**Retirement Plan Services** - Retirement Plan Services, whether a 3(38) or 3(21) account, will result in a separate fee payable to SFG; for plans with assets of \$600,000 or more, annual fees are a maximum of .50%. Plans with assets less than \$600,000 will be charged a flat fee of \$3,000. These fees are billed quarterly in advance or in arrears, depending on the Agreement.

**Cash Balance Plan Services** - Cash Balance Plan Services will result in a separate fee payable to SFG. Annual fees are a maximum of 1.50%. These fees are billed quarterly in advance or in arrears, depending on the Agreement.

**Additional Fees and Expenses** - In addition to advisory fees paid to SFG as explained above, clients are charged custodial service, account maintenance, transaction, and other fees associated with maintaining the account, however SFG pays some or all of these fees for designated Wrap Accounts. Therefore, these fees are included in the fee stated above. These fees vary by broker dealer and/or custodian. Additionally, for any mutual funds purchased, the client may pay their proportionate share of the funds' distribution, internal management, investment advisory and administrative fees. Such fees are not shared with SFG and are compensation to the fund manager. Clients are urged to read the mutual fund prospectus prior to investing.

Mutual fund companies impose internal fees and expenses on clients. These fees are in addition to the costs associated with the investment advisory services as described above. Complete details of such internal expenses are specified and disclosed in each mutual fund company's prospectus. Clients are strongly advised to review the prospectus(es) prior to investing in such securities.

Mutual funds purchased or sold in broker-dealer accounts may generate transaction fees that would not exist if the purchase or sale were made directly with the mutual fund company. Mutual funds held in broker-dealer accounts also charge management fees. These mutual fund management fees may be more or less than the mutual fund management fees charged if the client held the mutual fund directly with the mutual fund company.

Clients may purchase shares of mutual funds directly from the mutual fund issuer, its principal underwriter, or a distributor without purchasing the services of SFG or paying the advisory fee on such shares (but subject to any applicable sales charges). Certain mutual funds are offered to the public without a sales charge. In the case of mutual funds offered with a sales charge, the prevailing sales charge (as described in the mutual fund prospectus) may be more or less than the applicable advisory fee. However, clients would not receive SFG's assistance in developing an investment strategy, selecting securities, monitoring performance of the account, and making changes as necessary.

The fees not included in the advisory fee for our wrap services are charges imposed directly by a mutual fund, index fund, or exchange traded fund which shall be disclosed in the fund's prospectus (i.e., fund management fees and other fund expenses), fees for trades executed away from the custodian, mark-ups and mark-downs, spreads paid to market makers, wire transfer fees and other fees and taxes on brokerage accounts and securities transactions.

Schwab has eliminated commissions for online trades of equities, ETFs and options (subject to \$0.65 per contract fee). This means that, in most cases, when we buy and sell these types of securities, we will not have to pay any commissions to Schwab. We encourage you to review Schwab's pricing to compare the total costs of entering into a wrap fee arrangement versus a non-wrap fee arrangement. If you choose to enter into a wrap fee arrangement, your total cost to invest could exceed the cost of paying for brokerage and advisory services separately. To see

what you would pay for transactions in a non-wrap account please refer to Schwab's most recent pricing schedules available at [schwab.com/aspricingguide](https://schwab.com/aspricingguide).

We do not charge our clients higher advisory fees based on their trading activity, but you should be aware that we may have an incentive to limit our trading activities in your account(s) because we are charged for executed trades.

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### ***Account Requirements and Types of Clients***

SFG offers investment advisory services primarily to individuals, high net worth individuals, charitable organizations, and corporations. There is no minimum account size to open and maintain an advisory account.

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### ***Portfolio Manager Selection and Evaluation***

SFG may act as the portfolio manager for its Wrap Fee Program accounts. There is no conflict of interest with the arrangement.

### ***Advisory Business***

Stonebridge Financial Group, LLC is a Registered Investment Adviser based in Wormleysburg, Pennsylvania, and incorporated under the laws of the State of Pennsylvania. SFG is owned by Brian McCarver and Jonathan Freeman. SFG is registered with the SEC and subject to the rules and regulations of the US Advisers Act. In November 2023, Stonebridge Financial Group, LLC became an independently registered investment advisor, and provides investment advisory services, which may include, but are not limited to, the review of client investment objectives and goals, recommending asset allocation strategies of managed assets among investment products such as cash, stocks, mutual funds and bonds, annuities, and/or preparing written investment strategies. Our investment advice is tailored to meet our clients' needs and investment objectives. Clients may impose restrictions on investing in certain securities or types of securities (such as a product type, specific companies, specific sectors, etc.) by providing a signed and dated written notification, of which an e-mail is also an acceptable form of notification. SFG also provides financial planning consulting services including, but not limited to, risk assessment/management, investment planning, estate planning, financial organization, or financial decision making/negotiation and retirement planning.

Stonebridge Financial Group, LLC provides investment advisory and other financial services through its Investment Advisory Representatives ("IAR") to accounts opened with Stonebridge Financial Group, LLC. Managed Accounts are available to Brian McCarver and Jonathan Freeman.

## *Asset Management*

Stonebridge Financial Group, LLC provides discretionary and non-discretionary investment advisory services to some of its clients through various managed account programs. Stonebridge Financial Group, LLC will assist clients in determining the suitability of the Managed Account Programs for the client. The IAR is compensated through a comprehensive single fee and the account may be assessed other charges associated with conducting a brokerage business. The firm and its IAR, as appropriate, will be responsible for the following:

- Performing due diligence
- Recommending strategic asset and style allocations
- Providing research on investment product options, as needed
- Providing client risk profile questionnaire
- Obtaining investment advisory contract from client with required financial, risk tolerance, suitability and investment vehicle selection information for each new account
- Performing client suitability check on account documentation, reviewing the investment objectives and evaluating the investment vehicle selections
- Providing Firm Brochure (this document)

SFG may recommend a Wrap Fee Program for the client's account(s). A "Wrap Fee Program" for purposes of the SEC is a program under which investment advisory and brokerage execution services are provided for a single "wrapped" fee that is not based on the transactions in a client account. SFG provides discretionary investment advisory services to some of its clients through a Wrap Fee Program. SFG will assist clients in determining the suitability of the Wrap Fee Program for the client. Wrap Fee Program accounts recommended by SFG are not managed differently from non-Wrap Fee Program accounts. Because brokerage execution costs are included in the client's overall advisory fee, the client's fee may be greater than those that have accounts in non-Wrap Fee Program accounts, however fees will not exceed the fee schedule stated in this Wrap Fee Brochure. All clients with Wrap Fee Program accounts will be provided with this Wrap Fee Brochure. This Brochure is focused on Wrap Fee Program accounts.

As of February 29, 2024, the firm has the following assets under management: Discretionary AUM of \$1,477,333,342 and Non-Discretionary AUM of \$104,307,707.

## *Performance-Based Fees and Side By Side Management*

SFG does not charge performance-based fees or participate in side-by-side management. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. Performance-based fees are fees that are based on a share of capital gains or appreciation

of the assets of a client. Our fees are calculated as described in Fees and Compensation section above, and are not charged on the basis of performance of your advisory account.

### *Methods of Analysis, Investment Strategies, and Risk of Loss*

SFG's methods of analysis and investment strategies incorporate the client's needs and investment objectives, time horizon, and risk tolerance. SFG is not bound to a specific investment strategy for the management of investment portfolios, but rather consider the risk tolerance range of each portfolio and the risk level of each level when the account is opened. Examples of methodologies that our investment strategies may incorporate include:

**Asset Allocation** – Asset Allocation is a broad term used to define the process of selecting a mix of asset classes and the efficient allocation of capital to those assets by matching rates of return to a specified and quantifiable tolerance for risk. Asset Allocation has the potential of all the risks listed below.

**Dollar-Cost Averaging** – Dollar-cost averaging is the technique of buying a fixed dollar amount of securities at regularly scheduled intervals, regardless of the price per share. This will gradually, over time, decrease the average share price of the security. Dollar-cost averaging lessens the risk of investing a large amount in a single investment at the wrong time. Dollar-Cost Averaging has the potential of all the risks listed below.

**Technical Analysis** – involves studying past price charts, patterns and trends in the financial markets to predict the direction of both the overall market and specific stocks. Technical Analysis has the potential of all the risks listed below.

**Long-Term Purchases** – securities purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year. Long-Term Purchases have the potential of all the risks listed below.

**Short-Term Purchases** – securities purchased with the expectation that they will be sold within a relatively short period of time, generally less than one year, to take advantage of the securities' short term price fluctuations. Short-term Purchases primarily have the potential of Market Risk, Business Risk, and Liquidity Risk as listed below.

Our strategies and investments may have unique and significant tax implications. Regardless of your account size or other factors, we strongly recommend that you continuously consult with a tax professional prior to and throughout the investing of your assets.

Investing in securities involves risk of loss that clients should be prepared to bear. Although we manage your portfolio with strategies and in a manner consistent with your risk tolerances, there can be no guarantee that our efforts will be successful. You should be prepared to bear the risk of loss.

All investments involve the risk of loss, including (among other things) loss of principal, a reduction in earnings (including interest, dividends, and other distributions), and the loss of

future earnings. Regardless of the methods of analysis or strategies suggested for your particular investment goals, you should carefully consider these risks, as they all bear risks.

SFG's primary goal for investing is to help the client maintain purchasing power over the long term. This may result in short term variability and loss of principal. Time horizon and risk tolerance are key determinates of the proper asset allocation. SFG's approach focuses on taking appropriate risks for which clients are compensated (i.e. market risk) and seeking to limit or eliminate risks that do not provide compensation over the long term (i.e. individual stock risk or lack of portfolio risk).

Below are some more specific risks of investing:

**Market Risk.** The prices of securities in which clients invest may decline in response to certain events taking place around the world, including those directly involving the companies whose securities are owned by the client or an underlying fund; conditions affecting the general economy; overall market changes; local, regional or global political, social or economic instability; and currency, interest rate and commodity price fluctuations. Investors should have a long-term perspective and be able to tolerate potentially sharp declines in market value.

**Management Risk.** SFG's investment approach may fail to produce the intended results. If our perception of the performance of a specific asset class or underlying fund is not realized in the expected time frame, the overall performance of client's portfolio may suffer.

**Equity Risk.** Equity securities tend to be more volatile than other investment choices. The value of an individual mutual fund or ETF can be more volatile than the market as a whole. This volatility affects the value of the client's overall portfolio. Small- and mid-cap companies are subject to additional risks. Smaller companies may experience greater volatility, higher failure rates, more limited markets, product lines, financial resources, and less management experience than larger companies. Smaller companies may also have a lower trading volume, which may disproportionately affect their market price, tending to make them fall more in response to selling pressure than is the case with larger companies.

**Fixed Income Risk.** The issuer of a fixed income security may not be able to make interest and principal payments when due. Generally, the lower the credit rating of a security, the greater the risk that the issuer will default on its obligation. If a rating agency gives a debt security a lower rating, the value of the debt security will decline because investors will demand a higher rate of return. As nominal interest rates rise, the value of fixed income securities is likely to decrease. A nominal interest rate is the sum of a real interest rate and an expected inflation rate.

**Municipal Securities Risk.** The value of municipal obligations can fluctuate over time, and may be affected by adverse political, legislative and tax changes, as well as by financial developments that affect the municipal issuers. Because many municipal obligations are issued to finance similar projects by municipalities (e.g., housing, healthcare, water and sewer projects, etc.), conditions in the sector related to the project can affect the overall municipal market. Payment of municipal obligations may depend on an issuer's general unrestricted revenues, revenue generated by a specific project, the operator of the project, or government appropriation or aid. There is a greater risk if investors can look only to the revenue generated by the project. In

addition, municipal bonds generally are traded in the “over-the-counter” market among dealers and other large institutional investors. From time to time, liquidity in the municipal bond market (the ability to buy and sell bonds readily) may be reduced in response to overall economic conditions and credit tightening.

**Investment Companies Risk.** When a client invests in open end mutual funds or ETFs, the client indirectly bears its proportionate share of any fees and expenses payable directly by those funds. Therefore, the client will incur higher expenses, many of which may be duplicative. In addition, the client’s overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives). ETFs are also subject to the following risks: (i) an ETF’s shares may trade at a market price that is above or below their net asset value; (ii) the ETF may employ an investment strategy that utilizes high leverage ratios; or (iii) trading of an ETF’s shares may be halted if the listing exchange’s officials deem such action appropriate, the shares are de-listed from the exchange, or the activation of market-wide “circuit breakers” (which are tied to large decreases in stock prices) halts stock trading generally. SFG has no control over the risks taken by the underlying funds.

#### *Voting Client Securities*

SFG does not vote proxies on behalf of Client advisory accounts. At the Client’s request, SFG may offer the Client advice regarding corporate actions and the exercise of proxy voting rights. If the Client owns shares of common stock or mutual funds, the Client is responsible for exercising the right to vote as a shareholder.

In most cases, the Client will receive proxy materials directly from the account custodian. However, in the event SFG receives any written or electronic proxy materials, we would forward them directly to the Client by mail, unless the Client has authorized our firm to contact you by electronic mail, in which case, SFG would forward any electronic solicitation to vote proxies.

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#### ***Client Information Provided to Portfolio Managers***

SFG may directly provide the portfolio management services for the Wrap Fee Program accounts. As such, SFG receives all information provided by the Client through a formal Needs Analysis and consultation with the Client. 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.

### ***Client Contact With Portfolio Managers***

There are no restrictions placed on SFG's clients' ability to contact and consult with their portfolio manager(s).

### ***Additional Information***

#### *Disciplinary Information*

SFG or its Principal Executive Officers have not had any reportable disclosable events in the past ten years.

#### *Other Financial Industry Activities and Affiliations*

Some representatives of SFG are separately licensed as registered representatives of an unaffiliated broker-dealer. These individuals, in their separate capacity, can effect securities transactions for which they will receive separate, yet customary compensation.

Some representatives of SFG are also licensed insurance agents. From time to time, they will offer clients advice or products from those activities. Clients should be aware that these services pay a commission and involve a possible conflict of interest, as commissionable products can conflict with the fiduciary duties of a registered investment adviser. SFG always acts in the best interest of the client; including the sale of commissionable products to advisory clients. Clients are in no way required to implement the plan through any representative of SFG in their capacity as an insurance agent. Not more than 30% of these representatives' time is spent on this activity.

Neither SFG nor its representatives are registered as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor.

#### *Code of Ethics, Participation or Interest in Client Transactions and Personal Trading*

SFG's Code of Ethics includes guidelines for professional standards of conduct for our Associated Persons. Our goal is to protect client interests at all times and to demonstrate our commitment to fiduciary duties of honesty, good faith, and fair dealing. All of SFG's Associated Persons are expected to strictly adhere to these guidelines. Persons associated with SFG are also required to report any violations to the Code of Ethics. Additionally, the firm maintains and enforces written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about our clients or client accounts by persons associated with our firm.

SFG may buy or sell securities for itself that we also recommend to clients. In addition, the individual IARs may buy or sell the same securities for their personal and family accounts that are bought and sold for your account(s).

SFG does not have, nor plans to have, an interest or position in a security which is then also recommended to the client. As these situations may present a conflict of interest, the advisor has established the following restrictions in order to ensure its fiduciary responsibilities should this issue ever arise:

1. A director, officer or employee of the advisor shall not buy or sell a security for their personal portfolio(s) where their decision is substantially derived, in whole or part, by reason of his or her employment, unless the information is also available to the investing public. No owner/employee of SFG shall prefer their own interest to that of the client.
2. The advisor maintains a list of all securities held by the company and all directors, officers, and employees. These holdings are reviewed on a quarterly basis by the principal of the firm.
3. The advisor requires that all employees must act in accordance with all applicable Federal and State regulations governing registered investment advisors.
4. The advisor will monitor any blocking of personal trades with those of clients to ensure that clients are not at a disadvantage.

SFG's Code of Ethics is available to you upon request. You may obtain a copy of our Code of Ethics by contacting Cody Gehman at (717) 736-7007.

SFG does not recommend or select other investment advisors to our clients for which we receive compensation, directly or indirectly, from those advisors, nor do we have business relationships with any other investment advisors.

#### *Review of Accounts*

Client accounts are reviewed at least quarterly by Cody Gehman, the Chief Compliance Officer of the firm. Client accounts are reviewed with regard to their investment policies and risk tolerance levels. All accounts at SFG are reviewed by this reviewer.

Reviews may also be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

Each client will receive at least quarterly a written report that details the clients' account which may come from the custodian. Clients are encouraged to review these statements to verify accuracy and calculation correctness.

#### *Client Referrals and Other Compensation*

Our firm may engage in promoter arrangements for client referrals. These individual promoters offer our services to the public. The Firm pays a referral fee to the promoter based on a portion of the management fees charged by the Firm and memorialized in a written agreement ("Promoter Agreement"). In all cases, the Firm will comply with the cash solicitation rules established by the SEC, state regulators and the client disclosure requirements. If a referred prospective client enters into an investment advisory agreement with the Firm, a referral fee is paid to the referring party.

The referral relationship will not result in clients being charged any fees over and above the normal advisory fees charged for the advisory services provided. The Firm will pay the promoter their share of the total fee. The Promoter Agreement requires that the promoter be appropriately registered under federal and state securities laws where applicable. Clients receive all related agreements and disclosures prior to or at the time of entering into an Investment Advisory Agreement with the Firm.

SFG does not receive compensation for referring clients to other professional service providers.

#### *Financial Information*

SFG is not required to provide financial information to our clients because we do not require or solicit the prepayment of more than \$1,200 six or more months in advance.

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#### ***Requirements for State-Registered Advisers***

This section is not applicable as SFG is SEC registered and not state registered.