

# Strategic Planning, Inc.

FORM ADV PART 2A - FIRM BROCHURE

**March 12, 2024**

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This brochure provides information about the qualifications and business practices of Strategic Planning, Inc. ("SPI"). If you have any questions about the contents of this brochure, please contact us at 614-802-0170 or [sean@stgplan.com](mailto:sean@stgplan.com). 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. SPI's description of itself in this brochure as a registered investment adviser does not imply a certain level of skill or training on the part of SPI or its representatives.

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

## Item 2: Material Changes

Form ADV, Part 2, requires registered investment advisers to amend their brochures when information becomes materially inaccurate. The firm's last filing was made on March 28, 2023. If there are material changes to an adviser's disclosure brochure, the adviser is required to notify you and provide you with a description of the material changes. There are no material changes to report. There have also been no changes to our Customer Relationship Summary (Form ADV, Part 3).

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## Item 4: Advisory Business

Strategic Planning, Inc. is an investment adviser registered with the United States Securities and Exchange Commission ("SEC"). Our owner and President is Stanley R. Edgell. Mr. Edgell has been providing investment advisory services to a variety of clients for over 40 years. As used in this brochure, "SPI", "we", "our", and "us" refer to Strategic Planning, Inc. and "you", "your" and "client" refer to you as either a client or prospective client of our firm.

### **A. Investment Advisory Services/Wrap Fee Program**

SPI provides ongoing asset management services to clients by utilizing the consultative process described in this section. SPI has an initial consultation with its clients to gather in-depth information. SPI asks its clients to complete an investor profile worksheet that is designed to elicit information about what matters most to the client, how the client wants to use his/her wealth, and what the client expects from SPI. SPI then uses this information to determine the appropriate investment guidelines, risk tolerance and other factors that will assist in the selection of an investment portfolio that is suitable for the client's account.

SPI diversifies and manages the client's portfolio. Investments are made based upon the client's investment objectives, risk tolerance, net worth, net income and other various suitability factors. The client's portfolio may be managed on an individualized basis or by using an established portfolio mixed for all participating clients. Clients will have the opportunity to place reasonable restrictions on investments in certain securities, types of securities or industry sectors. It is the client's responsibility to advise SPI of the client's investment objectives and changes thereto, as well as any specific investment restrictions applicable to the client. If a client deems any investment recommended or made to be inconsistent with the client's investment objectives or restrictions, it is the client's responsibility to provide prompt written notice to SPI.

Ongoing asset management services provided by SPI are structured pursuant to a Wrap Fee Program ("Wrap Program"). Under its Wrap Program, SPI manages client accounts for a single, all-inclusive fee that compensates SPI for investment advisory services and includes custody services and transaction and commission costs. For additional information regarding the Wrap Program, please see our Wrap Fee Program Brochure.

Except as otherwise provided below, the investment portfolios recommended to investment advisory services clients who receive ongoing asset management services will primarily consist of equity securities that are selected based on research conducted by, or provided to, SPI. Other securities, including, but not limited to exchanged-traded funds, mutual funds and fixed income securities, may also be recommended when SPI deems such investments to be appropriate based on client goals and objectives.

A portfolio comprised primarily of mutual funds may be recommended to investors with a limited amount of investable assets and/or limited investment experience. While there are no set parameters regarding investable assets or investment experience, SPI will take into account all relevant facts and circumstances, including, but not limited to investment objectives and goals, investor net worth, fees and expenses, investor history, and risk tolerance, when determining whether to recommend an investment portfolio comprised primarily of mutual funds.

Selected mutual funds will all be no-load, transaction fee funds. SPI clients are afforded the opportunity to acquire an appropriate share class of mutual funds that is made available to investment adviser clients who maintain accounts at Charles Schwab & Co., Inc. ("Schwab"), the independent custodian that has been selected by SPI. SPI will recommend mutual funds that are designed to meet client needs based upon client investment objectives and goals.

## **B. Financial Planning Services**

SPI offers comprehensive financial planning services. SPI will provide the client with a written financial plan that, when requested, will include recommendations to the client regarding securities and other investments. The financial plans prepared by SPI are individualized for clients and encompass one or more of the following activities: (i) investment analysis and planning, (ii) insurance analysis, (iii) estate planning, (iv) Monte Carlo analysis, (v) tax planning, (vi) retirement planning, (vii) business and personal financial planning, (viii) wealth distribution strategy analysis and (ix) education planning.

SPI conducts personal interviews with each financial planning client to gather in-depth information on topics such as current financial status, future goals, and attitudes toward risk. Related documents supplied by the client are carefully reviewed along with the information gathered during the personal interview.

## **C. Assets Under Management**

As of February 28, 2024, SPI managed approximately \$283,552,605 on a discretionary basis. SPI does not currently manage any accounts on a non-discretionary basis.

# **Item 5: Fees and Compensation**

All fee arrangements shall be in writing and are deemed to be part of the Client Agreement by and between SPI and the client. As noted above, compensation for the investment advisory services provided by SPI is structured pursuant to a Wrap Program, whereby SPI manages client accounts for a single, all-inclusive fee. The fee compensates SPI for investment advisory services and covers custody services and transaction and commission costs.

## **A. Investment Advisory Services**

Compensation for investment advisory services is based on assets under management. Fees are calculated based on the fair market value of the client's assets under management on the last business day of each quarterly billing period. Fees are payable at the end of each calendar quarter billing period. SPI may reduce or increase its advisory fees at any time. However, any increase in advisory fees will be effective only following at least thirty (30) days written notice to any client affected by the increase.

For all investment advisory services clients, the fee shall be determined in accordance with the following fee schedule:

<b>If the Client's Account value is:</b>	<b>The annual advisory fee applied will be:</b>
Greater than \$0 but less than \$100,000	1.15%
Greater than or equal to \$100,000 but less than \$250,000	1.05%
Greater than or equal to \$250,000 but less than \$1,000,000	1.00%
Greater than or equal to \$1,000,000 but less than \$2,500,000	0.95%
Greater than or equal to \$2,500,000 but less than \$3,500,000	0.90%
Greater than or equal to \$3,500,000 but less than \$5,000,000	0.85%
Greater than or equal to \$5,000,000 but less than \$10,000,000	0.80%
Greater than or equal to \$10,000,000	0.75%

For purposes of applying the fee schedule, a single percentage shall be used to calculate the appropriate fee amount, as opposed to a tiered approach. For example, in a given billing period, if an SPI client has \$1.2 million in an account, the applicable annual fee will be 95 basis points (.95%). Per the fee schedule above, the client's account was over \$1,000,000 but less than \$2,500,000. As stated previously, the Wrap Fee Program fee for ongoing investment advisory services is a single, all-inclusive fee that compensates SPI for investment advisory services and also covers custody transaction fees and costs.

Certain clients may be subject to negotiated fee amounts that are different from those reflected in the fee schedule reflected above.

All fees due to SPI for investment advisory services shall be paid directly to SPI from the client's account which will be held by an independent custodian. The client agrees to execute the appropriate forms which authorize the direct payment of fees to SPI by the independent custodian.

#### **B. Financial Planning Clients**

SPI charges a flat fee for financial planning and consulting services when no asset management services are provided. The applicable fee will be based upon the scope and complexity of the engagement. In the event the client elects to retain SPI to provide asset management services at the same time the Client obtains financial planning and consulting services, the client will not be billed for financial planning and consulting services. At the client's request, SPI will provide annual updates for a financial plan. Fees for financial planning services are paid upon completion of a plan or upon the provision of plan-related services unless otherwise agreed upon, in writing, between SPI and the client.

For financial planning clients who choose to implement financial plan recommendations to purchase securities and other financial products, SPI's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses that are incurred, for which payment shall be the sole responsibility of the client. Item 12 further describes the factors that SPI considers in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).

#### **C. Additional Fees and Expenses**

All fees paid to SPI for investment advisory services or financial planning services are separate and distinct from the fees and expenses charged by mutual funds and ETFs to their shareholders. These fees and expenses are described in each fund's prospectus and will generally include a management fee, other fund expenses and a possible distribution fee. In addition to the foregoing fund-related fees and expenses, there may be other fees or costs that are not included in SPI's fee, such as margin costs, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions.

### **Item 6: Performance-Based Fees and Side-by-Side Management**

SPI does not charge performance-based fees (i.e., fees based on a share of capital gains on, or capital appreciation of, the assets of a client). As a result, SPI does not engage in side-by-side management (management of accounts that are charged a performance-based fee and accounts that are charged another type of fee).

### **Item 7: Types of Clients**

SPI provides investment advisory services to individuals (including high net worth individuals) as well as offering services to pension and profit-sharing plans, charitable organizations and businesses. There is no minimum account size for investment advisory services.

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

The investment process begins with the initial consultation and the investor questionnaire and cash flow worksheets that each client is asked to complete. The investor questionnaire and cash flow worksheets are designed to help us determine which financial planning or investment advisory services are needed for the client. If it is determined that investment advisory services will be provided, SPI uses this information to facilitate the selection of an investment portfolio that is suitable for the client's account. Investments are made based upon the client's investment objectives, risk tolerance, net worth, net income and other relevant factors.

For Wrap Program accounts, investment portfolios are constructed by selecting portfolio securities based upon the methods of analysis that are described in this section. SPI conducts economic analysis using public information sources, as well as prospectuses and annual reports and Morningstar Office, and attempts to analyze and determine the trends. These sources may use fundamental and technical analysis in their research. Fundamental analysis generally involves assessing a company's or security's value based on factors such as sales, assets, markets, management, products and services, earnings and financial structure. Technical analysis generally involves studying trends and movements in a security's price, trading volume, and other market-related factors in an attempt to discern patterns.

For Mutual Fund Platform accounts, SPI has access to a wide array of mutual fund portfolios that are managed by several well-known fund managers in the industry. SPI will recommend appropriate fund portfolios that have been designed to meet the client's investment objectives.

There is no assurance that any investment or strategy will be profitable or successful in achieving a client's specific investment objectives or personal financial goals. It is impossible to predict with total certainty any return on any investment over any period of time. Any illustrations provided to a client should not be considered to be a prediction of any investment result. Principal values of your investments will fluctuate and when redeemed, may be worth more or less than your original investment. Asset allocation does not ensure a profit or protect against losses in any market, including a declining market.

Securities products are not insured by the FDIC, are not deposits or other obligations of any financial institution, are not guaranteed by any financial institution, and are subject to investment risks, including possible loss of the principal invested. Mutual Fund Platform clients should carefully consider the investment objectives, risks, charges and expenses of the mutual funds offered before investing. Mutual fund prospectuses contain this and other important information and will be made available to you by, or on behalf of, SPI. Please read the prospectuses carefully before investing.

Investing in securities involves the risk of loss that clients should be prepared to bear. Set forth below are specific risks that clients should be aware of and keep in mind:

Equity Risk. Equity securities generally have greater price volatility than debt securities. Equity securities may decline in value because of changes in the actual or perceived financial condition of their issuers or other events affecting the price of their shares.

Market Risk. Prices may increase or decrease, sometimes suddenly and unpredictably, due to general market conditions.

Liquidity Risk. SPI may not be able to purchase or sell a security in a timely manner or at desired prices or achieve SPI's desired weighting in a security.

Foreign Issuers Risk. Investments in securities of foreign issuers may involve certain risks that are greater than those associated with investments in securities of U.S. issuers. These include risks of adverse changes in foreign economic, political, regulatory and other conditions; changes in currency exchange rates or exchange control regulations (including limitations on currency movements and exchanges); differing accounting, auditing, financial reporting, taxes and legal standards and practices; differing securities market structures; and higher transaction costs.

## Item 9: Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of them or the integrity of their management. Neither SPI nor any of its investment adviser representatives ("IARs") are, or have been, subject to any criminal, civil, or disciplinary action or any judgments or liens.

## Item 10: Other Financial Industry Activities and Affiliations

As noted above, SPI provides financial planning services to its clients. To the extent that a financial plan prepared by SPI includes a recommendation that certain securities be purchased by a client, SPI can implement that recommendation by selecting an appropriate broker-dealer to execute client transactions. Please see Item 12, *Brokerage Practices*, for a discussion of the process that is used for the selection of broker-dealers for trade execution purposes. To the extent that a financial plan prepared by SPI includes a recommendation that certain insurance products be purchased by a client, SPI's IARs have the ability to implement that recommendation by offering certain insurance products for sale in their capacity as licensed insurance agents appointed by various insurance companies to sell their products. The IARs may earn commission-based compensation for selling insurance products. Such compensation is separate and in addition to SPI's financial planning fees. This practice presents a conflict of interest because persons who are insurance agents providing financial plans and related investment advice on behalf of SPI may have an incentive to recommend insurance products. However, you are under no obligation, contractually or otherwise, to implement financial plan recommendations and are under no obligation to purchase securities products or insurance products through anyone affiliated with SPI.

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

SPI has adopted a Code of Ethics for all supervised persons describing its high standards of business conduct and fiduciary duty to its clients. The Code of Ethics includes (i) provisions relating to confidentiality of client information, (ii) a prohibition on insider trading, (iii) a prohibition on rumor mongering, (iv) restrictions on the acceptance of significant gifts, (v) provisions relating to the reporting of certain gifts and business entertainment items, and (vi) personal securities trading procedures, among other things. All supervised persons at SPI must acknowledge the terms of the Code of Ethics annually, or as amended. SPI's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting us.

SPI may recommend to clients or prospective clients the purchase or sale of securities in instances in which other SPI clients or persons associated with SPI directly or indirectly have an interest in those same securities. Persons associated with SPI are required to adhere to SPI's Code of Ethics. Subject to adhering to SPI's policies and procedures and applicable laws, SPI's officers, directors and employees may trade for their own accounts in securities that are recommended to and/or purchased for SPI's clients. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of SPI associates will not interfere with (i) the making of decisions that are in the best interest of advisory clients, and (ii) the implementation of such decisions while, at the same time, allowing SPI associates to invest for their own accounts. Under the Code of Ethics, certain classes of securities have been designated as exempt transactions, based upon a determination that these would not materially interfere with the best interests of SPI's clients. In addition, the Code of Ethics requires pre-clearance of many transactions and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit SPI associates to invest in the same securities as clients, there is a possibility that SPI personnel might benefit from market activity by a client. Trading by SPI associates is continually monitored under the Code of Ethics in an effort to prevent conflicts of interest between SPI and its clients.

Certain accounts of SPI associates may trade in the same securities with client accounts on an aggregated basis when consistent with SPI's obligation of best execution. In such circumstances, the accounts of associates and the accounts of clients will share commission costs equally and receive securities at a total average price. SPI will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the



aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the trade order.

It is our policy that the firm will not affect any principal or agency cross securities transactions for client accounts. SPI will also not cross trades between client accounts. Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated hedge fund and another client account. An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer.

## Item 12: Brokerage Practices

### A. Use of Schwab for Investment Advisory Accounts

SPI does not maintain custody of your investment advisory account assets. Such assets must be maintained in an account at a "qualified custodian," generally a broker-dealer or a bank. SPI requires that its investment advisory clients use Schwab, a FINRA-registered broker-dealer and SIPC member, as the qualified custodian. SPI is independently owned and operated and not affiliated with Schwab. Schwab will hold account assets in a brokerage account and buy and sell securities when SPI instructs Schwab to do so.

While we require that investment advisory clients use Schwab as custodian/broker, you will decide whether to open an account at Schwab. If a prospective client does not wish to place his or her assets with Schwab, then SPI cannot manage the account. If you decide to do so, you will open your account by entering into an account agreement directly with Schwab. We do not open the account for you. Not all investment advisers require their clients to use a particular firm as custodian/broker. Even though accounts are maintained at Schwab, SPI can still use other brokers to execute trades for investment advisory accounts. To the extent that securities transactions are executed away from Schwab, there may be commission mark-ups and mark-downs that clients will pay in addition to SPI's investment advisory fee. We have Schwab execute most trades for investment advisory accounts. We have determined that having Schwab execute most trades is consistent with our duty to seek best execution of your trades. Best execution means the most favorable terms for a transaction based on all relevant factors, including those listed in the section directly below.

### B. Our Selection of Schwab for Investment Advisory Accounts

For investment advisory accounts, we sought to choose a custodian/broker that would hold your assets and execute transactions on terms that would overall be most advantageous when compared to other available providers and their services. We considered a wide range of factors, including, among others, the following:

- a combination of transaction execution services, along with asset custody services
- capability to execute, clear and settle trades (buy and sell securities for your account)
- capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.)
- breadth of investment products made available (stocks, bonds, 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
- reputation, financial strength and stability of the provider
- availability of other products and services that benefit us, as discussed below (see Item 12, *Products and Services Available to Us from Schwab*)

### **C. Wrap Program Costs**

Investment advisory services clients pay a single Wrap Program fee because SPI, in addition to providing investment advisory services, has chosen to be responsible for the charges associated with other services. Included among those charges are transaction costs, such as commissions on the purchases and sales of stocks, bonds, ETFs and options. Except as otherwise provided below, investment advisory services clients will incur no charges other than SPI's Wrap Program fee, as set forth in the fee schedule shown in the Wrap Fee Program Brochure.

The Wrap Program fee does not include, and is separate and distinct from, the fees and expenses charged by mutual funds and ETFs to their shareholders. These fees and expenses are described in each fund's prospectus and will generally include a management fee, other fund expenses and a possible sales charge or distribution fee. In addition to the foregoing fund-related fees and expenses, there may be other fees or costs that are not included in the Wrap Program fee, such as margin costs, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions.

### **D. Directed Brokerage**

In limited circumstances and at our discretion, some investment advisory clients may instruct us to use one or more particular brokers for the transactions in their accounts. Those investors who may want to direct us to use a particular broker should understand that this may prevent us from effectively negotiating brokerage compensation on their behalf and may prevent us from obtaining the most favorable net price and execution. Moreover, clients who direct brokerage may incur additional costs for performance reporting. Thus, when directing brokerage business, clients should consider whether the commission expenses, execution, clearance and settlement capabilities that they will obtain through the designated broker are adequately favorable in comparison to those that SPI would otherwise obtain for them.

### **E. Aggregation of Trades**

We may combine multiple orders for shares of the same securities purchased for investment advisory accounts if we deem the aggregation to be consistent with achieving best execution for the various accounts. We will then distribute a portion of the shares to participating accounts in a fair and equitable manner. The distribution of the shares purchased is typically proportionate to the size of the account, but it is not based on account performance or the amount or structure of management fees. Subject to our discretion regarding factual and market conditions when we combine orders, each participating account will be allocated an average price per share for all transactions and a proportionate share of all transaction costs. Smaller accounts may bear higher charges if they fail to meet the minimum account sizes set by the transacting broker. Accounts owned by SPI or SPI associates may participate in block trading with client accounts; however, they will not be given preferential treatment.

### **F. Products and Services Available to SPI from Schwab Advisor Services**

Schwab Advisor Services (formerly called Schwab Institutional) is Schwab's business serving independent advisory firms like SPI. They provide us and our clients with access to their 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 (we don't 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. If

we have less than \$10 million in client assets at Schwab, it may charge us quarterly service fees of \$ 1,200. Here is a more detailed description of Schwab's support services.

Services that Benefit Clients. 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 will benefit clients and their accounts.

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

Services that Generally Benefit Only Us. Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include (i) educational conferences and events; (ii) technology, compliance, legal and business consulting; (iii) publications and conferences on practice management and business succession; and, (iv) access to employee benefits providers, human capital consultants and insurance providers.

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

Services that are Currently Being Used. In addition to the institutional brokerage services described above, SPI currently makes use of the following information and technology services that are made available by Schwab.

- Schwab Advisor Center provides access to (i) account information, balances, positions, cost basis and transactional information; (ii) trading/rebalancing tools; (iii) news and resources; (iv) account alerts; (v) forms and applications; (vi) custodial statements, tax information and trade confirmations; and, (vii) an investment proposal center
- Schwab Alliance, a client-facing website that enables users to view transactions, positions, balances, account history and cost basis information
- Morningstar Office, which includes research and analysis and billing information

Our Interest in Schwab's Services. The availability of these services from Schwab benefits us because we do not have to produce or purchase them. We don't have to pay for Schwab's services as long as we keep a total of at least \$10 million of client assets in accounts at Schwab. The \$10 million minimum may give us an incentive to require you to maintain your account with Schwab based on our interest in receiving Schwab's services that benefit our business rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of Schwab as custodian and broker is in the best interests of our clients. Our belief is primarily based on our evaluation of the factors discussed above, including the scope, quality and price of Schwab's services, and not Schwab's services that benefit only us. Given the amount of client assets that we have under management, we 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. We have no formal relationship with Schwab for client referrals and receive no compensation from Schwab (other than the services and arrangements described above for accounts opened by our clients). On an informal basis, Schwab may occasionally make referrals to us as a courtesy or an accommodation. Nothing of value, monetary or otherwise, is given, paid or received in exchange for such referrals.

## Item 13: Review of Accounts

Client accounts are managed and reviewed continuously by SPI's IARs and are formally reviewed on an annual basis by Stanley Edgell, SPI's President and Chief Compliance Officer. The review process includes each of the following elements: (i) evaluate the strategy that has been employed, (ii) monitor the portfolio and (iii) address the need to rebalance. In addition, account reviews may be triggered by a specific client request or a change in a client's goals or objectives.

All clients will receive a written annual report that outlines the client's current positions and provides the current market value and cost basis of all positions within the account.

## Item 14: Client Referrals and Other Compensation

We receive an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment 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 us of Schwab's products and services is not based on us giving particular investment advice, such as buying particular securities for our clients. SPI does not offer compensation to any party for client referrals and does not accept referral fees.

## Item 15: Custody

The custodian maintains actual custody of client assets. You will receive account statements from the custodian at least quarterly through the mail or via e-mail. You should carefully review those statements when you receive them. You should also compare the custodian's statements to the periodic reports that you will receive from us.

Investment advisers that have authority to direct the transfer of client assets pursuant to a standing letter of instruction ("SLOA") may or may not be deemed to have custody of client assets. If such an arrangement is structured so that the adviser does not have discretion as to the amount, payee or timing of transfers under a SLOA, the SEC staff has indicated that Advisers Act Rule 206(4)-2 (the "Custody Rule") would not be implicated. If, however, such an arrangement allows the client to authorize the adviser to determine the timing and/or amount of such asset transfers, the SEC staff has expressed the view that the adviser would be deemed to have custody of client assets and would be required to comply with the Custody Rule. However, upon expressing this view, the SEC staff also indicated that the staff would not recommend enforcement action against an adviser under such an arrangement and an annual surprise examination would not be necessary, if certain conditions are met. Those conditions are included within SPI's Compliance Policies and Procedures Manual and are being met.

## Item 16: Investment Discretion

Upon signing SPI's Client Agreement, each client grants SPI and its IARs complete and unlimited discretionary authority with regard to the client's investment portfolio. This means that SPI is provided with the ability to make trades in the client account, including a determination of what positions to buy or sell and the timing of such purchases and sales, without obtaining a client's prior consent. Such authority does not extend to the withdrawal or transfer of account assets. As noted in Item 4.A. above, you have the opportunity to place reasonable restrictions on investments in certain securities, types of securities or industry sectors.

## Item 17: Voting Client Securities

As a matter of firm policy and practice, SPI does not have the authority to vote proxies and cannot vote proxies on behalf of its investment advisory clients. Client accounts will be set up for clients to directly receive proxy solicitation materials.

Clients retain the responsibility for voting proxies for any and all securities maintained in client portfolios. Any proxy solicitation materials that apply to client accounts that are received by SPI will be immediately forwarded to clients. Copies of SPI's proxy voting policies and procedures are available upon request.

## Item 18: Financial Information

We do not have a financial condition that would impair our ability to meet our contractual commitments to our clients.

# Exhibit A: Notice of Privacy Practices

Effective September 3, 2019

At Strategic Planning Inc., we respect your privacy and protecting you is our top priority. We also know that you expect us to conduct and process your business in an accurate and efficient manner. To do so, we must collect and maintain certain personal information about you. This may include your name and address, your Social Security Number or taxpayer identification number, your assets, your income, your investment activity and your accounts at other financial institutions.

*Where we get the information* - The information we collect about you comes primarily from applications, subscriptions, profiles and other forms you or your investment advisor complete and send to us and from your transactions with us. We may also receive information about you through third parties that you have authorized, such as other investment managers.

*To whom we disclose the information* - We do not sell information about current or former clients or their accounts to third parties and we do not disclose any nonpublic personal information about current or former clients except as set forth below. To provide necessary business services to your account, we may disclose information to service providers such as custodians, investment managers and brokerage firms, all of which are required to maintain the confidentiality of such information. Finally, we will release information about you if you direct us to or if we are compelled by law to do so.

*Protecting your personal information* - To protect information about you, we restrict access to nonpublic personal information to those employees who need to know the information in order to provide services to you or in order to alert you to new, enhanced or improved products and services we provide. We maintain physical, electronic and procedural safeguards to maintain the confidentiality of your personal information.

As required by federal law, we will provide you with an initial privacy notice and with an updated notice if there are changes to our privacy policies and procedures that are material in nature. If you have any questions about how we protect and safeguard your nonpublic personal information, please call us at (614) 802-0170, or contact us in writing at Strategic Planning Inc. at 7730 Olentangy River Road, Columbus, Ohio 43235. We thank you for allowing us to service your investment accounts and look forward to a long relationship.

We thank you for your continued patronage.