



ORGEL

Orgel Wealth Management Brochure

Form ADV Part 2A

March 27, 2024

This brochure provides information about the qualifications and business practices of Orgel Wealth Management, LLC (Orgel Wealth Management). If you have questions about the contents of this brochure, please contact Orgel Wealth Management's Chief Compliance Officer, Troy Mertens, at 715-835-6525. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state securities authority.

Additional information about Orgel Wealth Management is also available on the SEC's website at www.adviserinfo.sec.gov.

Please note that registration of an investment advisor with the SEC does not imply a certain level of skill or training.

ITEM 2 – MATERIAL CHANGES

Since Orgel Wealth Management's last Annual Amendment filing on March 24, 2023, this Disclosure Brochure has been amended throughout to update formatting and to make the following changes:

- Item 5 was amended to include an updated fee structure.

ANY QUESTIONS: Orgel Wealth Management's Chief Compliance Officer, Troy Mertens, remains available to address any questions regarding this brochure and can be reached at 715-835-6525.

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ITEM 4 – ADVISORY BUSINESS

Orgel Wealth Management is an independent SEC-registered investment advisory firm that provides advisory and wealth management services to individuals, families, high net worth individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, and other business entities. Its services primarily include investment management, financial planning and consulting, and retirement plan consulting.

Orgel Wealth Management was established in October 2013 as a limited liability company and, together with its predecessor practices, has served clients since 1984. Orgel Wealth Management is 100% owned by its principals with no employee owning 25% or more of the firm.

Orgel Wealth Management offers a variety of wealth management services, including financial planning, retirement plan consulting, and portfolio management. Prior to rendering services, clients enter into a written agreement with Orgel Wealth Management that sets forth the terms and conditions of the advisory relationship.

Investment Management Services

Orgel Wealth Management provides investment management services to clients primarily on a discretionary basis under a wrap-fee program (also see Item 16, Investment Discretion). Orgel Wealth Management individually tailors its services and works closely with the client upon engagement to determine the client's investment objectives, risk tolerance, investment time horizon, and liquidity needs. Orgel Wealth Management then determines a portfolio investment strategy for each client designed to achieve the client's objectives. While Orgel Wealth Management's disciplined asset allocation strategies focus primarily on the long-term view, Orgel Wealth Management also incorporates a pragmatic approach that makes provisions for events along the way.

Client portfolios consist primarily of mutual funds, exchange-traded funds, bonds, and cash, but may also include individual stocks, privately placed investments, such as private debt, private equity, and hedge funds, collective investment trusts, structured notes, annuities, alternative investments, and real estate investment trusts. Investment decisions are not limited to any specific security or product.

Clients may request, in writing, to impose reasonable restrictions or mandates on the management of their accounts. Before agreeing to implement any requested restrictions or mandates, Orgel Wealth Management, in its sole discretion, will determine if the requested restrictions or mandates would materially affect the performance of a management strategy or prove overly burdensome to the management efforts. Clients are responsible for notifying Orgel Wealth Management if there are changes in their financial situation.

Orgel Wealth Management's fee-based comprehensive wealth management services are provided primarily through a wrap-fee program with a fee that is generally based on a percentage of assets under management. A wrap-fee program is a type of investment program that provides clients with investment management and brokerage services for one all-inclusive fee. As described further below, Orgel Wealth Management generally imposes fees that are based on the percent of assets under management and that typically cover the discretionary investment management of client portfolios, execution services, custodial services, and the range of consulting services provided by Orgel Wealth Management, which may include financial

planning, business consulting and transition services, and other services. Orgel Wealth Management's fee arrangement generally is designed to provide clients with the ability to trade in certain investment products without incurring separate costs for execution services or custodial services.

Orgel Wealth Management is both the sponsor and investment manager to the wrap-fee program. Clients who participate in the wrap-fee program pay Orgel Wealth Management a single fee, which covers Orgel Wealth Management's advisory fees, certain transaction costs, and custodial and administrative costs. Clients are not charged separate fees for the respective components of the total services. Orgel Wealth Management receives a portion of the wrap fee for our services after paying other service providers. The overall cost you will incur if you participate in our wrap fee program may be higher or lower than you might incur by separately purchasing the types of securities available in the program. Additionally, there are no material differences between the investment or management strategies employed by Orgel Wealth Management for clients who participate in the wrap-fee program and clients who do not participate in the program. The terms and conditions of the wrap program engagement are more fully discussed in Orgel Wealth Management's Wrap Fee Program Brochure.

Because wrap program transaction fees and commissions are paid by Orgel Wealth Management to the account custodian/broker-dealer, Orgel Wealth Management could have an economic incentive to maximize its compensation by seeking to minimize the number of trades in a client's account. In an attempt to mitigate or eliminate this conflict of interest, Orgel Wealth Management has entered into an asset-based pricing arrangement with Pershing LLC (Pershing) to provide custody and execution services. Under an asset-based pricing arrangement, the amount that Orgel Wealth Management will pay to Pershing for transaction fees and commissions is based upon a percentage of the market value of Orgel Wealth Management's wrap fee client accounts. This differs from transaction-based pricing, which assesses separate transaction fees and commissions for each transaction. Such asset-based pricing arrangement was instituted in an effort to mitigate Orgel Wealth Management's economic incentive to minimize trading in client wrap fee accounts by establishing a fixed cost for custody and execution services regardless of the level of trading activity in wrap fee accounts.

Financial Planning and Consulting Services

Either as part of its investment management services or on a stand-alone basis, Orgel Wealth Management offers clients a range of financial planning and consulting services, which may include any or all of the following:

- Investment planning
- Budget planning
- Education expense planning
- Tax planning
- Retirement planning
- Estate planning assistance
- Business consulting and transition services

Limitations on Financial Planning and Consulting Services. Financial planning and consulting services are provided to the extent specifically requested by the client and may be provided either as a part of the client's ongoing investment management service or, in limited situations, for a separate and additional fee per the terms and conditions of a separate agreement.

In performing financial planning and consulting services, Orgel Wealth Management may rely on information obtained from the client or from the client's other professionals. Orgel Wealth Management is not required to verify any information received from the client or from the client's other professionals (e.g., attorneys or accountants) and fully relies on such information.

At the request of a client, Orgel Wealth Management may provide tax planning and advice, including, for example, the creation of tax projections to facilitate tax estimates, assistance with individual and corporate forward tax planning, searching for unused tax credits or deductions, and identification of tax efficient charitable gifting strategies. Orgel Wealth Management is not an accounting firm, does not prepare tax returns, and no portion of our services should be construed as legal or accounting advice. At all times, clients should defer to their separately engaged attorney or tax professional when making legal or tax decisions.

Orgel Wealth Management may also provide estate planning assistance at the request of a client. For example, estate planning assistance services may include educating clients on estate planning methods, collaborating with a client's attorney in an effort to design estate plans that efficiently transfer wealth, working with trustees regarding the management and distribution of managed trust assets, and assisting with the formation of business succession strategies. Orgel Wealth Management does not serve as an attorney for clients and does not prepare estate planning documents. No portion of our services should be construed as legal advice and the services are not a substitute for receiving legal advice from a qualified attorney; at all times, clients should defer to their separately engaged attorney when making legal decisions.

In addition, at the request of a client, Orgel Wealth Management may also provide advice on types and levels of insurance coverage or may review insurance products from unaffiliated insurance companies. Orgel Wealth Management is not an insurance company and does not maintain any affiliation with a licensed insurance provider. Clients remain responsible for seeking insurance coverage from a licensed insurance professional.

Orgel Wealth Management may recommend the services of itself or other professionals to implement its recommendations. Clients are advised that a conflict of interest exists if clients engage Orgel Wealth Management to provide additional fee-based services. Clients retain full discretion over all decisions regarding implementation and are under no obligation to act upon any of the recommendations made by Orgel Wealth Management as part of the financial planning or consulting services or to engage the services of any recommended professionals, including Orgel Wealth Management itself. If the client engages any professional (e.g., attorney, accountant, insurance agent, etc.), recommended or otherwise, and a dispute arises thereafter relative to such engagement, the engaged professional shall remain exclusively responsible for resolving any such dispute with the client. At all times, the engaged licensed professional (e.g., attorney, accountant, insurance agent, etc.), and not Orgel Wealth Management, shall be responsible for the quality and competency of the services provided.

Clients are advised that it remains their responsibility to promptly notify Orgel Wealth Management of any change in their financial situation or investment objectives in writing so that Orgel Wealth Management may review, and if necessary, revise its previous recommendations or services.

Retirement Plan Management and Consulting Services

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

- Plan design and strategy
- Plan review and evaluation
- Investment advice and review
- Plan fee and cost analysis
- Administrative/record keeping review
- Fiduciary and compliance assistance
- Fiduciary education
- Participant education

Certain retirement plan services are provided by Orgel Wealth Management as a fiduciary under the Employee Retirement Income Security Act of 1974 (ERISA). In accordance with ERISA Section 408(b)(2), each plan sponsor is provided with a written description of Orgel Wealth Management's fiduciary status, the specific services to be rendered, and all direct and indirect compensation Orgel Wealth Management reasonably expects under the engagement. In addition, Orgel Wealth Management and its advisors act as fiduciaries under ERISA and the Internal Revenue Code, as applicable, with respect to investment advice provided to a retirement plan, plan participant or beneficiary account, subject to any limitations included in the written agreement with the client.

Assets Under Management

As of December 31, 2023, Orgel Wealth Management had \$7,104,580,359 regulatory assets under management, of which \$7,102,327,562 were managed on a discretionary basis and \$2,252,797 were managed on a non-discretionary basis.

Miscellaneous Disclosures

Retirement Rollovers Conflict of Interest. A client or prospective client leaving an employer typically has four options regarding an existing retirement plan (and may engage in a combination of these options): (i) leave the money in the former employer's plan, if permitted, (ii) roll over the assets to another employer's plan, if one is available and rollovers are permitted, (iii) roll over the assets to an Individual Retirement Account (IRA), or (iv) cash out the account value (which could, depending upon the client's age, result in adverse tax consequences). If Orgel Wealth Management recommends that a client roll over their retirement plan assets into an account to be managed by Orgel Wealth Management, such a recommendation creates a conflict of interest if Orgel Wealth Management will earn new (or increase its current) compensation as a result of the rollover. Whether Orgel Wealth Management provides a recommendation as to whether a client should engage in a rollover or not, Orgel Wealth Management is acting as a fiduciary within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. **No client is under any obligation to roll over retirement plan assets to an account managed by Orgel Wealth Management. Orgel Wealth Management's Chief Compliance Officer, Troy Mertens, remains available to address any questions that a client or prospective client may have regarding the potential conflict of interest presented by such rollover recommendation.**

Use of Mutual Funds and Exchange Traded Funds. Orgel Wealth Management utilizes mutual funds and exchange traded funds for its client portfolios. In addition to Orgel Wealth Management's investment advisory fee and any transaction and/or custodial fees discussed below, clients will also incur charges imposed at the fund level (e.g., management fees and other fund expenses) for investments in mutual funds and exchange traded funds.

Use of Collective Investment Trusts. Orgel Wealth Management utilizes collective investment trusts when appropriate for its retirement plan clients. In addition to Orgel Wealth Management's investment advisory fee and any relevant custodial or record keeping fees applicable for the retirement plan, investors will also incur charges imposed by the collective investment trust (e.g., management fees and other fund expenses).

Use of Alternative Investments. Where appropriate, Orgel Wealth Management may utilize interval funds. An interval fund is a non-traditional type of closed-end mutual fund that periodically offers to buy back a percentage of outstanding shares from shareholders. Investments in an interval fund involve additional risk, including lack of liquidity and restrictions on withdrawals. During any time periods outside of the specified repurchase offer window(s), investors will be unable to sell their shares of the interval fund. There is no assurance that an investor will be able to tender shares when or in the amount desired. There can also be situations where an interval fund has a limited amount of capacity to repurchase shares and may not be able to fulfill all purchase orders. In addition, the eventual sale price for the interval fund could be less than the interval fund value on the date that the sale was requested. While an interval fund periodically offers to repurchase a portion of its securities, there is no guarantee that investors may sell their shares at any given time or in the desired amount. As interval funds can expose investors to liquidity risk, investors should consider interval fund shares to be an illiquid investment. Typically, the interval funds are not listed on any securities exchange and are not publicly traded. Thus, there is no secondary market for the fund's shares. Because these types of investments involve certain additional risk, these funds will only be utilized when consistent with a client's investment objectives, individual situation, suitability, tolerance for risk and liquidity needs. Investment should be avoided where an investor has a short-term investing horizon and/or cannot bear the loss of some, or all, of the investment. There can be **no assurance** that an interval fund investment will prove profitable or successful. **In light of the enhanced risks of interval funds, a client retains the ability to separately direct Orgel Wealth Management, in writing, at any time in the future not to purchase interval funds for the client's account.**

Annuities. Orgel Wealth Management may provide advice concerning annuity assets and may manage annuity assets on a discretionary basis. In addition to Orgel Wealth Management's investment advisory fee, annuity assets are also subject to charges imposed by the annuity issuer (e.g., management fees and other expenses associated with the annuity asset).

Structured Notes. Orgel Wealth Management may purchase structured notes for client accounts. A structured note is generally a financial instrument that combines two elements, a debt security component and a component that provides exposure to an underlying asset or assets. The debt security component of a structured note can provide principal protection and carries counter party risk based on the issuer. The component of a structured note that provides exposure to an underlying asset or assets can link the return on the note to the return of an underlying asset or assets (such as the S&P 500 Index or commodities) which can be used to provide some degree of leveraged returns (but usually with some cap on the maximum return) and be tailored to a specific market or economic view. With structured notes, investors may also receive long-term capital gains tax treatment if certain underlying conditions are met, and the note is held for more

than one year. Finally, structured notes have liquidity constraints that limit the ability to sell the note before maturity. **In the event that the client seeks to prohibit or limit the purchase of structured notes for the client's account, the client can do so, in writing. In the event that a client has any questions regarding structured notes, Orgel Wealth Management's Chief Compliance Officer, Troy Mertens, remains available to address them. See Risks Associated with Structured Notes at Item 8 below.**

Unaffiliated Private Investment Funds. Orgel Wealth Management provides investment advice regarding private investment funds. Orgel Wealth Management, on a non-discretionary basis, may recommend that certain qualified clients consider an investment in private investment funds, the description of which, including the terms, conditions, risks, conflicts and fees (including incentive compensation), is set forth in the fund's offering documents. Orgel Wealth Management's role relative to unaffiliated private investment funds shall be limited to its initial and ongoing due diligence and investment monitoring services. If a client determines to become an unaffiliated private fund investor, the amount of assets invested in the fund(s) shall be included as part of "assets under management" for purposes of Orgel Wealth Management calculating its investment advisory fee. Orgel Wealth Management's fee shall be in addition to the fund's fees. **Orgel Wealth Management's clients are under absolutely no obligation to consider or make an investment in any private investment fund(s).**

Please Note: Private investment funds generally involve various risk factors, including, but not limited to, potential for complete loss of principal, liquidity constraints and lack of transparency, a complete discussion of which is set forth in each fund's offering documents, which will be provided to each client for review and consideration. Unlike liquid investments that a client may own, private investment funds do not provide daily liquidity or pricing. Each prospective investor will be required to complete a Subscription Agreement, pursuant to which the client shall establish that he/she is qualified for investment in the fund and acknowledges and accepts the various risk factors that are associated with such an investment.

Please Also Note: Valuation. In the event that Orgel Wealth Management references private investment funds owned by the client on any reports prepared by Orgel Wealth Management, the value(s) for all private investment funds owned by the client shall reflect the most recent valuation provided by the fund sponsor, if an updated valuation has been provided. The updated value will continue to be reflected on the report until the fund provides a further updated value.

If subsequent to purchase, the fund has not provided an updated valuation, the valuation shall reflect the initial purchase price. **Please Also Note:** As a result of the valuation process, if the valuation reflects initial purchase price or an updated value subsequent to purchase price, the current value(s) of an investor's fund holding(s) could be significantly more or less than the value reflected on the report. Unless otherwise indicated, Orgel Wealth Management shall calculate its fee based upon the latest value provided by the fund sponsor.

Portfolio Activity. Orgel Wealth Management has a fiduciary duty to provide services consistent with the client's best interest. As part of its investment advisory services, Orgel Wealth Management will review client portfolios on an ongoing basis to determine if any changes are necessary based upon various factors, including but not limited to, investment performance, fund manager tenure, style drift, account additions/withdrawals, the client's financial circumstances, and changes in the client's investment objectives. Based upon these and other factors, there may be extended periods of time when Orgel Wealth Management determines that changes to a client's portfolio are neither necessary nor prudent. Orgel Wealth Management remains entitled

to any advisory fees it earns regardless of trading activity within the client's account. In addition, there can be no assurance that investment decisions made by Orgel Wealth Management will be profitable or equal any specific performance level(s).

Securities-Based Loans – Margin Accounts and Pledged Assets. A client who has a need to borrow money could choose to do so by using:

- **Margin Loan:** With a margin loan, the account custodian or broker-dealer lends money to the client. The custodian charges the client interest for the right to borrow money, and uses the assets in the client's brokerage account as collateral; and,
- **Pledged Assets Loan:** In consideration for a lender (e.g., a bank, etc.) making a loan to the client, the client pledges investment assets held at the account custodian as collateral.

The above-described securities-based loans (collectively, SBLs) are generally utilized because the loans typically provide more favorable terms (e.g., interest rates, flexible repayment, and minimal paperwork) compared to standard commercial loans. SBLs can assist with a pending home purchase, permit the retirement of more expensive debt, or enable borrowing in lieu of liquidating existing account positions and incurring capital gains taxes. Such securities-based loans, however, are not without potential material risk to a client's investment assets. The lender (e.g., custodian, bank, etc.) will have recourse against the client's investment assets in the event of loan default or if the assets fall below a certain level. For this reason, Orgel Wealth Management does not recommend such borrowing unless it is for specific short-term purposes (e.g., a bridge loan to purchase a new residence). We also do not recommend such borrowing for investment purposes (e.g., to invest borrowed funds in the market).

If a client chooses to utilize margin or a pledged assets loan, Orgel Wealth Management would benefit in several ways. If a client takes a loan rather than liquidating assets in the client's account, Orgel Wealth Management continues to earn a fee on such account assets. In addition, if a client invests any portion of the loan proceeds in an account to be managed by Orgel Wealth Management, Orgel Wealth Management will receive an advisory fee on the invested amount. Furthermore, because Orgel Wealth Management's advisory fee is based upon the higher margined account value, Orgel Wealth Management will earn a correspondingly higher advisory fee, which could provide us with a disincentive to encourage the client to discontinue the use of margin. **Please Note:** clients who choose to utilize securities-based loans must accept the above risks and potential corresponding consequences.

Cryptocurrency. Cryptocurrency is a digital currency that can be used to buy goods and services and uses an online ledger with strong cryptography (i.e., a method of protecting information and communications through the use of codes) to secure online transactions. Unlike conventional currencies issued by a monetary authority, cryptocurrencies are generally not controlled or regulated and their price is determined by the supply and demand in their market. Because cryptocurrency is currently considered to be a speculative investment, Orgel Wealth Management will not exercise discretionary authority to purchase a cryptocurrency investment for client accounts. Rather, a client must expressly authorize the purchase of the cryptocurrency investment. **Please Note:** At this time, Orgel Wealth Management does not recommend or advocate the purchase of, or investment in, cryptocurrencies. We consider such an investment to be speculative. Please Also Note: Clients who authorize the purchase of a cryptocurrency investment must be prepared for the potential for liquidity constraints, extreme price volatility, and complete loss of principal.

Socially Responsible Investing Limitations. Socially Responsible Investing (SRI) involves the incorporation of Environmental, Social and Governance considerations into the investment due diligence process. There are potential limitations associated with allocating a portion of an investment portfolio in SRI securities (e.g., securities that have a mandate to avoid, when possible, investments in products such as alcohol, tobacco, firearms, oil drilling, gambling, etc.). The number of SRI securities may be limited when compared to the universe of securities that do not maintain such a mandate. SRI securities could underperform broad market indices. Investors must accept these limitations, including the potential for underperformance. Correspondingly, the number of SRI mutual funds and exchange-traded funds is significantly limited compared to the universe of mutual funds that do not maintain such a mandate. As with any type of investment (including any investment and/or investment strategies recommended and/or undertaken by Orgel Wealth Management), there can be no assurance that investment in SRI securities or funds will be profitable or prove successful.

Non-Discretionary Service Limitations. Clients who determine to engage Orgel Wealth Management on a non-discretionary investment advisory basis **must be willing to accept** that Orgel Wealth Management cannot effect any account transactions without obtaining prior consent to any such transaction(s) from the client. Thus, in the event that Orgel Wealth Management would like to make a transaction for a client's account, and the client is unavailable, Orgel Wealth Management will be unable to effect the account transaction (as it would for its discretionary clients) **without first obtaining the client's consent**.

Cash Positions. Orgel Wealth Management continues to treat cash as an asset class. As such, unless determined to the contrary by Orgel Wealth Management, all cash positions (money markets, etc.) shall continue to be included as part of assets under management for purposes of calculating Orgel Wealth Management's advisory fee. At any specific point in time, depending upon perceived or anticipated market conditions/events (there being **no guarantee** that such anticipated market conditions/events will occur), Orgel Wealth Management may maintain cash positions for defensive purposes. In addition, while assets are maintained in cash, such amounts could miss participating in market advances. Depending upon current yields, at any point in time Orgel Wealth Management's advisory fee could exceed the interest paid by the client's money market fund. **ANY QUESTIONS: Orgel Wealth Management's Chief Compliance Officer, Troy Mertens, remains available to address any questions that a client or prospective may have regarding the above billing practice.**

Client Obligations. In performing its services, Orgel Wealth Management will not verify any information received from the client or from the client's other professionals and is expressly authorized to rely thereon. It remains each client's responsibility to promptly notify Orgel Wealth Management if there is ever any change in their financial situation or investment objectives so that Orgel Wealth Management can review, and if applicable, revise its previous recommendations or services.

We mitigate each of the conflicts of interest identified above by disclosing them to clients and prospective clients and maintaining policies and procedures designed to make sure our employees render appropriate advice. **In addition, our Chief Compliance Officer, Troy Mertens, remains available to address any questions that a client or prospective client may have regarding these disclosures and conflicts of interest.**

ITEM 5 – FEES AND COMPENSATION

Orgel Wealth Management establishes the fees charged for servicing client accounts in the written advisory agreement between Orgel Wealth Management and the client. Fees are generally based on a percent of assets under management but may also be fixed under certain circumstances.

Investment Management Fee

Orgel Wealth Management's current standard fee schedule for its investment management services is below. In addition, other fee arrangements for accounts consisting of short-duration fixed income investments may apply and may be lower than the current standard fee schedule.

Assets Managed	Annual Rate
First \$1 million	0.75%
Next \$4 million (amount over \$1 million to \$5 million)	0.50%
Next \$5 million (amount over \$5 million to \$10 million)	0.40%
Next \$15 million (amount over \$10 million to \$25 million)	0.30%
Next \$25 million (amount over \$25 million to \$50 million)	0.25%
Over \$50 million	0.10%

Orgel Wealth Management, in its sole discretion, may charge a lesser investment management fee based upon certain criteria (e.g., anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, or negotiations with a client). As a result, similarly situated clients could pay different fees. In addition, similar advisory services may be available from other investment advisors for similar or lower fees. The client or Orgel Wealth Management may terminate the advisory agreement at any time by written notice. If the relationship is terminated, the client will receive a prorated refund of any unearned advisory fee. Termination of an advisory agreement will not affect transactions that Orgel Wealth Management has initiated on the client's behalf prior to the effective date of such termination.

Advisory fees are waived for employee and certain family accounts. Other waivers may be granted at the discretion of Orgel Wealth Management.

From time to time, Orgel Wealth Management's fee schedules may have been higher or lower than those currently in effect. As new schedules go into effect, they are generally made available to new clients while the fee schedule applicable to an existing client is generally not affected by the new schedules. Therefore, some clients pay different fees from those shown above. Orgel Wealth Management's fees are never based on the expectation that a client will promote, advertise, or positively review Orgel Wealth Management.

As noted above, Orgel Wealth Management may make available an advisory fee arrangement for accounts consisting of short-duration fixed income investments that is lower than the current standard fee schedule. In addition, certain historic fee schedules may also impose lower advisory fees for the management of fixed income and cash and cash equivalent securities, compared to

the advisory fee for managing equity and alternative investments. Although Orgel Wealth Management will allocate client assets among investments consistent with each client's designated investment objective, a conflict of interest exists because Orgel Wealth Management can earn a higher advisory fee for management of securities other than fixed income and cash and cash equivalent securities, which presents an economic incentive to allocate more assets to the types of securities from which we will earn a higher advisory fee. In order to address this potential conflict of interest, Orgel Wealth Management maintains a code of ethics that includes a policy that requires all employees, officers, and directors of Orgel Wealth Management to put clients' interests ahead of their own.

Fees are paid monthly in advance and are calculated by multiplying the value (i.e., market value or fair market value in absence of market value) of the client's account at the end of the previous billing period by the prorated amount of the client's annual fee rate. Orgel Wealth Management does not make any adjustments for contributions or withdrawals during a period, as applicable. Orgel Wealth Management's policy is to treat intra-month account additions and withdrawals equally and Orgel Wealth Management will not charge for intra-month additions or withdrawals unless indicated to the contrary on the Investment Advisory Agreement executed by the client.

Typically, fees are directly deducted from the client's account and are generally inclusive of agreed upon financial planning and/or consulting services, as set forth in each client's advisory agreement. In the limited event that Orgel Wealth Management bills the client directly, payment is due upon receipt of Orgel Wealth Management's invoice. Upon termination, Orgel Wealth Management shall refund the account for the pro-rated portion of the advanced advisory fee based upon the number of days that services were provided during the billing month.

Although Orgel Wealth Management can work with a broad range of custodians, Orgel Wealth Management generally recommends that client accounts be maintained at Pershing LLC (Pershing). Orgel Wealth Management pays Pershing an asset-based fee for the accounts maintained by Pershing. As a result of Orgel Wealth Management's arrangement with Pershing, clients receive Orgel Wealth Management's broad range of investment management and consulting services, custody of assets at Pershing, and execution services all for a single, combined fee. All client accounts maintained at Pershing and managed by Orgel Wealth Management are subject to this arrangement. Accounts held at custodians other than Pershing are subject to brokerage and transaction costs agreed to by the client and the custodian. Additional information regarding Orgel Wealth Management's fee arrangement can be found in Orgel Wealth Management's Wrap Fee Program Brochure.

Financial Planning and Consulting Fee

Existing clients are generally not charged any fees beyond the advisory fee for Orgel Wealth Management's comprehensive investment management, financial planning, and consulting services. If, after consultation between Orgel Wealth Management and the client, it was determined that additional fees were necessary due to extenuating circumstances, the fees would be negotiated in advance and generally determined by the scope and complexity of the agreed upon services.

Retirement Plan Management and Consulting Fee

Orgel Wealth Management offers its retirement plan management and consulting services for a fee based on the level, complexity, and scope of the services provided. Fees are generally based on a percent of assets under advisement and are typically paid quarterly in advance. Asset-based

fees are calculated based on the value (as valued by the plan's custodian or record keeper) of the plan's assets at the end of the previous billing period. Fees are either directly deducted from the plan's assets or invoiced to the client, as set forth in each client's advisory agreement. Plan Sponsors are responsible for verifying the accuracy of the fee calculation.

There may be additional fees incurred by Retirement Plan clients for services that are not provided by Orgel Wealth Management, including plan administration, professional services (e.g., accounting and legal services), and custody services. Although Orgel Wealth Management can assist clients with understanding the effect of fees charged by unaffiliated third-parties, Orgel Wealth Management has no control over the fees charged.

Other Fees and Expenses

Clients may also incur additional fees outside of what Orgel Wealth Management charges. Orgel Wealth Management's fees do not include costs arising from transactions effected by unaffiliated investment advisors or charges imposed by unaffiliated third parties, including charges from a client's outside service providers (e.g., attorney or accountant) or certain account custodian charges, such as wire transfer fees, foreign transaction fees, or SEC and other regulatory fees levied on security sales. Additionally, client accounts may be invested in mutual funds (including money market funds) and ETFs that charge various internal fees and expenses (e.g., management fees), which are paid by the funds but ultimately borne by clients as fund shareholders. These internal fees and expenses are in addition to the fees charged by Orgel Wealth Management.

Individual fixed income transactions may be effected through broker-dealers other than the account custodian, in which event, the client generally will incur a separate "tradeaway" or prime broker fee charged by the account custodian (Pershing).

In addition, you may be subject to account closing fees or transfer fees imposed by other investment firms when you transfer assets to Orgel Wealth Management.

Although Orgel Wealth Management can assist clients with understanding the effect of fees charged by unaffiliated third-parties, Orgel Wealth Management has no control over the fees charged.

Neither Orgel Wealth Management, nor its representatives, accept compensation from the sale of securities or other investment products.

ITEM 6 – PERFORMANCE-BASED FEES

Orgel Wealth Management is not a party to any performance or incentive-related compensation arrangements with its clients.

ITEM 7 – TYPES OF CLIENTS

Orgel Wealth Management provides its services to individuals, families, high net worth individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, and other business entities.

Account Conditions

Orgel Wealth Management generally imposes a minimum portfolio size of \$1,000,000 for new client relationships; however, Orgel Wealth Management, in its sole discretion, may accept clients with portfolios less than \$1,000,000 based upon certain criteria, such as the amount of assets under management or advisement, related accounts, account composition, preexisting client relationships, account retention, and pro bono activities. It is Orgel Wealth Management's intent to consider the portfolios of all family members for the client relationship together in order to assess compliance with the minimum portfolio size.

Clients may make additions to and withdrawals from their account at any time, subject to Orgel Wealth Management's right to terminate an account. Orgel Wealth Management reserves the right to liquidate any transferred securities or decline to accept particular securities into a client's account. Clients may withdraw account assets upon notice to Orgel Wealth Management, subject to the usual and customary securities settlement procedures. Withdrawals that are inconsistent with the established investment objectives for the portfolio may impair the achievement of the investment objectives. Orgel Wealth Management may consult with its clients about the options and implications of transferring securities. Clients are advised that when transferred securities are liquidated, they may be subject to fees assessed at the product level and/or tax ramifications that are, in some instances, beyond Orgel Wealth Management's control.

ITEM 8 – METHOD OF ANALYSIS, INVESTMENT STRATEGIES, AND RISK OF LOSS

Orgel Wealth Management's investment philosophy is anchored on the belief that a disciplined approach to asset allocation is essential to long-term portfolio growth and the mitigation of downside risk.

Investing in securities involves risk of loss that clients should be prepared to bear. There is no assurance that a client account will meet its investment objective. Clients may lose all or a significant part of the value of their account and their account may not perform as well as other similar investments. All clients assume the risk that investment returns may be negative or below the rates of return of other investment advisors, market indices, or investment products.

Methods of Analysis

Orgel Wealth Management primarily uses a combination of fundamental and technical analysis when evaluating investment opportunities. Fundamental analysis generally is performed on historical and current data with the goal of making financial forecasts. Fundamental analysis involves developing an understanding of the philosophy of management, evaluating the fundamental financial condition of the investment, and assessing the competitive position of the investment. For Orgel Wealth Management, when evaluating funds, this process typically involves an analysis of an issuer's management team, investment strategies, style drift, past performance, reputation and financial strength in relation to the asset class concentrations and risk exposures of Orgel Wealth Management's model asset allocations. A general risk in relying upon fundamental analysis is that while the overall philosophy, health and position of an investment may appear sound, evolving market conditions may negatively affect the investment.

Technical analysis generally is performed on historical and current data, focusing on price and trade volume rather than the structural or competitive characteristics of the investment, to forecast the direction of prices. Technical analysis may involve the use of mathematical based

indicators and charts, such as moving averages and price correlations, to identify market patterns and trends that may be based on investor sentiment rather than investment fundamentals. A general risk in relying upon technical analysis is that spotting historical trends may not aid in predicting such trends in the future. Even if the trend will eventually reoccur, there is no guarantee that Orgel Wealth Management will be able to accurately predict such a reoccurrence.

Orgel Wealth Management's methods of analysis relating to fixed income products generally include, but are not limited to, sector selection, maturity or yield curve positioning, credit quality, relative value and security selection.

Investment Strategies

Orgel Wealth Management develops a strategic asset allocation framework based on each client's investment objectives, risk tolerance, and investment time horizon to determine an overall asset allocation. Orgel Wealth Management tactically manages around this strategic asset allocation framework, within parameters, when it believes there is an opportunity to overweight or underweight particular asset classes.

Orgel Wealth Management then typically reviews that asset allocation with clients on a periodic basis. Since markets perform erratically and unpredictably, investments must be managed to take advantage of market aberrations, both rumored and real. While our asset allocation strategies focus primarily on the long view, we also incorporate a pragmatic approach that makes provisions for life events along the way. We plan for the present, for beginnings, for futures, and for legacies.

Orgel Wealth Management also utilizes a tax-loss harvesting strategy in certain taxable accounts when it believes, in its sole discretion, there may be a tax benefit from selling securities currently trading at a loss. Tax-loss harvesting may be executed on a position-level basis, an individual account basis, or on a specific tax-lot basis depending on the approach Orgel Wealth Management is executing; not all client accounts that could potentially benefit from tax-loss harvesting may be traded due to certain limitations. It remains a client's responsibility to inform Orgel Wealth Management of the client's particular tax situation if the client would like to pursue tax-loss harvesting tailored to their specific needs and tax situation.

Orgel Wealth Management's specific investment strategies and portfolio composition are subject to change without notice and each client's individual account holdings and performance may vary for reasons including variances in the investment management fee incurred, market fluctuations, the date on which a client engaged Orgel Wealth Management's investment management services, any account contributions or withdrawals, applicable U.S./foreign trading rules, agreed upon trading restrictions, and rules governing wash sales (rules related to purchasing a security that was sold at a loss within 30 days).

Risk of Loss

Risks that client accounts may be subject include, but are not limited to, the following:

Market Risk. The price of a security or the value of an entire asset class can decline for a variety of reasons outside of Orgel Wealth Management's control, including, but not limited to, changes in the macroeconomic environment, unpredictable market sentiment, forecasted or unforeseen economic developments, changes in interest rates, regulatory changes, and domestic or foreign political, demographic, or social events.

Advisory Risk. There is no guarantee that Orgel Wealth Management's judgment or investment decisions about particular securities or asset classes will produce the intended results or that the investment techniques of Orgel Wealth Management will be successful. Orgel Wealth Management's judgment may prove to be incorrect and a client might not achieve their investment objectives.

Asset Allocation Risk. The performance of client accounts will depend in part on Orgel Wealth Management's ability to anticipate the potential returns and risks of and correlation between the asset classes in which client accounts are invested. At times or for extended periods, asset classes or the investment markets in general may not perform as Orgel Wealth Management anticipated. There is a risk that certain asset allocation decisions may not achieve the desired results, and as a result, a client's portfolio could incur significant losses.

Mutual Fund Risk. Investing in mutual funds is subject to risks affecting the investment company, including the possibility that the value of the underlying securities held by the investment company could decrease. Mutual funds are also subject to investment advisory and other expenses, which are indirectly paid by the shareholders. The net asset value of fund shares will fluctuate for many reasons including, but not limited to, responses to changes in market and economic conditions, as well as the performance of the underlying securities held by the mutual fund. Mutual funds with alternative investment strategies may have additional risks compared to traditional mutual funds as they typically hold more non-traditional investments and employ more complex trading strategies. Information on a specific mutual fund's risk can be found in the fund's prospectus and statement of additional information. Most mutual funds are also available directly to the public. Clients can obtain many of the mutual funds recommended and used by Orgel Wealth Management without engaging Orgel Wealth Management as an investment advisor. However, if a prospective client or client determines to do so, he or she will not receive Orgel Wealth Management's initial and ongoing investment advisory services.

Exchange-Traded Fund Risk. Exchange-traded funds (ETFs) are subject to the management of the fund's ability to manage the underlying securities to meet the fund's stated investment objectives. ETFs may also trade at a discount to their net asset value in the secondary market. The structure of an ETF is such that most ETFs have market prices that tend to track the fund's respective net asset value closely, but this may not always be the case, particularly during periods of extreme market volatility. Most ETFs are designed to track a specified market index; however, in some cases an ETF's return may deviate from the specified index. Certain ETFs are actively managed and are subject to management risk. ETFs with alternative investment strategies may have additional risks compared to traditional ETFs as they typically hold more non-traditional investments and employ more complex trading strategies. Information on a specific ETF's risk can be found in the fund's prospectus and statement of additional information. ETFs are also available directly to the public. Clients can obtain the ETFs recommended and used by Orgel Wealth Management without engaging Orgel Wealth Management as an investment advisor. However, if a prospective client or client determines to do so, he or she will not receive Orgel Wealth Management's initial and ongoing investment advisory services.

Equity Securities Risk. Investments in equity securities (e.g., common stocks, preferred stocks, convertible securities, rights, warrants, and depositary receipts) are generally subject to greater price volatility than fixed income securities. Equity securities are susceptible to market fluctuations and to volatile increases and decreases in value, based on factors such as the earnings of the issuer, investors' confidence in and perceptions of the issuer, and general industry and market conditions. Investments in common stocks are subject to the risk that in the event

of a company's liquidation, the holders of preferred stock and creditors will be paid in full before any payments are made to holders of common stock. Foreign equity securities have additional risks including geopolitical, financial transparency, currency, regulatory, and liquidity risk.

Fixed Income Risk. Fixed income securities, such as notes and bonds, are subject to certain risks including interest rate risk and credit risk. Interest rate risk is the risk that interest rates may increase, which tends to reduce the resale value of certain debt securities. Credit risk is the possibility that an issuer of an instrument will be unable to make interest payments or repay principal when due. If the credit quality rating or the issuer's financial condition declines, so may the value of the investment product. Fixed income securities are also subject to maturity risk. Generally, the longer a bond's maturity, the greater the interest rate risk and the higher its yield. Conversely, the shorter a bond's maturity, the lower the interest rate risk and the lower its yield. Non-rated, split-rated, below investment grade, and asset-backed securities, including mortgage-backed and collateralized mortgage obligations have additional, special risks.

Municipal Securities Risk. Municipal securities are subject to the risk that the municipality may be unable or unwilling to raise additional tax revenue or other revenue (in the event the bonds are revenue bonds) to pay interest on its debt and to retire its debt at maturity. Municipal bonds are generally tax-free at the federal level but may be taxable in individual states other than the state in which both the investor and municipal issuer are domiciled.

Concentration Risk. Orgel Wealth Management seeks to employ a broad diversification strategy. There may be times when one industry, sector, or company is more heavily weighted than others. In such an instance, there is the possibility that negative performance of the heavily weighted segment of the portfolio will have a greater impact on the overall performance of a client's portfolio. Concentrated holdings may offer the potential for higher gains, but also bear the potential for significant losses.

Liquidity Risk. Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many investors are interested in a product. For example, Treasury Bills are highly liquid while real estate properties are not. Liquidity risk exists when particular investments are difficult or impossible to sell at the desired time and price. Certain investments may have increased liquidity risk, such as privately placed investments and alternative funds, auction rate securities, and certain debt and derivative instruments.

Inactivity Risk. As part of its investment advisory services, Orgel Wealth Management will review client portfolios on an ongoing basis to determine if any changes are necessary based upon various factors. The factors include, but are not limited to, investment performance, mutual fund manager tenure, style drift, and/or a change in the client's investment objective. Based upon these factors, there may be extended periods of time when Orgel Wealth Management determines that changes to a client's portfolio are not necessary. Orgel Wealth Management remains entitled to any advisory fees it earns regardless of trading activity within the client's account.

Privately Placed Investments Risk. In limited circumstances, Orgel Wealth Management may use or recommend certain privately placed investment vehicles (e.g., hedge funds and private equity funds) for client portfolios. Privately placed investments are generally complex, have unique tax characteristics, and involve significant or special risks, including, but not limited to, portfolio investment risk, leverage risk, market and valuation risk, conflicts of interest risk, price volatility risk, liquidity risk, interest rate risk, dependence on key personnel, and structural and regulatory

risk. As a result, investments in these vehicles are not suitable for all clients. A client invested in these funds could lose all or a substantial portion of their investment. Investors should carefully read the private placement memorandum and other offering documents and carefully assess the privately placed investment vehicle before investing.

Structured Note Risk. Orgel Wealth Management may purchase structured notes for client accounts. A structured note is generally a financial instrument that combines two elements, a debt security and exposure to an underlying asset or assets. Orgel Wealth Management, however, may also recommend structured notes that do not contain a debt security. A structured note is essentially a promissory note, carrying counter party risk of the issuer. The return on the note, however, is linked to the return of an underlying asset or assets (such as the S&P 500 Index or commodities). It is this latter feature that makes structured products unique, as the payout can be used to provide some degree of principal protection, leveraged returns (but usually with some cap on the maximum return), and be tailored to a specific market or economic view. In addition, investors may receive long-term capital gains tax treatment if certain underlying conditions are met and the note is held for more than one year. There can be no assurance that any such product will prove profitable or successful. In light of the enhanced risks/rewards, a client may direct Orgel Wealth Management, in writing, not to purchase such product(s) for their accounts.

ITEM 9 – DISCIPLINARY INFORMATION

Orgel Wealth Management has not been involved in any material legal or disciplinary events.

ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Neither Orgel Wealth Management, nor its representatives, are registered or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer, a futures commission merchant, commodity pool operator, a commodity trading advisor, or a representative of the foregoing.

Mark Orgel maintains an ownership interest in an entity that was formed to buy and manage private, closely held businesses and real estate in the Midwest (the “Management Company”).

The Management Company provides administrative, operational and investment services to private investment funds in which Mark Orgel has an ownership interest. Mark Orgel serves as the Oversight Member for the Management Company and is responsible for providing overall oversight of the Management Company’s activities and supervision of its Managing Director. A limited number of clients of Orgel Wealth Management have ownership interests in the Management Company and one or more private investment funds; all client investors are accredited investors who made an independent decision to invest in these entities. Currently, the Management Company and the private investment funds are not open to additional investors.

The net income or losses of the Management Company for services provided to the private investment funds are attributed to the Management Company’s equity owners, including Mark Orgel, in proportion to their interest. This presents a potential conflict of interest as Mark Orgel may have an incentive to spend time on his activities for the Management Company because he may receive profit distributions or other forms of payment related to those activities. In order to address this potential conflict of interest, Orgel Wealth Management maintains a code of ethics that includes a policy that requires all employees, officers, and directors of Orgel Wealth

Management to put clients' interests ahead of their own. **In addition, Mark Orgel's activities are supervised by Orgel Wealth Management's Chief Compliance Officer, Troy Mertens.**

Orgel Wealth Management does not receive direct or indirect fees from other investment advisors recommended to clients.

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

Code of Ethics

Orgel Wealth Management maintains an investment policy regarding personal securities transactions. This investment policy is part of Orgel Wealth Management's overall Code of Ethics, which serves to establish a standard of business conduct for all of Orgel Wealth Management's representatives that is based upon fundamental principles of openness, integrity, honesty, and trust. A copy of the Code of Ethics is available upon request.

In accordance with Section 204A of the Investment Advisers Act of 1940, Orgel Wealth Management also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by Orgel Wealth Management or any person associated with Orgel Wealth Management.

Neither Orgel Wealth Management nor any related person of Orgel Wealth Management currently recommends, buys, or sells for client accounts, securities in which Orgel Wealth Management or any related person of Orgel Wealth Management has a material financial interest. See Item 10 above, however, for a description of and recommendations related to Mark Orgel's activities relating to his ownership interest in the Management Company and certain private, closely held businesses and real estate in the Midwest.

Orgel Wealth Management and/or representatives of Orgel Wealth Management may buy or sell securities that are also recommended to clients. This practice may create a situation where Orgel Wealth Management and/or representatives of Orgel Wealth Management are in a position to materially benefit from the sale or purchase of those securities. This situation creates a potential conflict of interest. Practices such as "scalping" (i.e., a practice whereby the owner of shares of a security recommends that security for investment and then immediately sells it at a profit upon the rise in the market price which follows the recommendation) could take place if Orgel Wealth Management did not have adequate policies in place to detect such activities. As described below, Orgel Wealth Management has policies in place designed to detect such practices and to also help detect insider trading, "front-running" (i.e., personal trades executed prior to those of Orgel Wealth Management's clients), and other potentially abusive practices.

Orgel Wealth Management has a personal securities transaction policy in place to monitor the personal securities transactions and securities holdings of each of Orgel Wealth Management's "Access Persons." Orgel Wealth Management's securities transaction policy requires that an Access Person of Orgel Wealth Management must provide the Chief Compliance Officer or his/her designee with a written report of their current securities holdings within ten (10) days after becoming an Access Person. Additionally, each Access Person must provide the Chief Compliance Officer or his/her designee with a written report of the Access Person's current securities holdings at least once each twelve (12) month period thereafter on a date Orgel Wealth Management selects.

Orgel Wealth Management and/or representatives of Orgel Wealth Management may buy or sell securities at, or around the same time, as those securities are recommended to clients. This practice creates a situation where Orgel Wealth Management and/or representatives of Orgel Wealth Management are in a position to materially benefit from the sale or purchase of those securities. Therefore, this situation creates a potential conflict of interest. As detailed above, Orgel Wealth Management has a personal securities transaction policy in place to monitor the personal securities transaction and securities holdings of each of its Access Persons.

From time to time, trust agreements established by clients authorize Orgel Wealth Management or employees of Orgel Wealth Management (Orgel Wealth Management Appointee) to appoint a successor trustee, subject to the provisions of the trust agreement, of which the trust's assets may also be managed by Orgel Wealth Management. This could create a conflict of interest as the Orgel Wealth Management Appointee may have a financial incentive to appoint a successor trustee that the appointee believes would retain Orgel Wealth Management as the investment advisor to the trust. In order to address this conflict of interest, Orgel Wealth Management has adopted a Code of Ethics that requires Orgel Wealth Management and its employees to put clients' interests ahead of their own. Orgel Wealth Management has also established policies and procedures designed to alleviate this conflict. Additionally, trust agreements generally include provisions that provide protection regarding appointments, such as the beneficiaries of the trust having the ability to remove a trustee appointed by the Orgel Wealth Management Appointee.

ITEM 12 – BROKERAGE PRACTICES

In the event that the client requests that we recommend a broker-dealer/custodian for execution and/or custodial services, we generally recommend that investment accounts be maintained at Pershing. Prior to engaging us to provide investment management services, the client will be required to enter into a formal investment advisory agreement with us setting forth the terms and conditions under which we shall manage the client's assets, and a separate custodial/clearing agreement with each designated broker-dealer/custodian.

Factors that we consider in recommending Pershing (or any other broker-dealer/custodian to clients) include historical relationship, financial strength, reputation, execution capabilities, pricing, research, and service. Clients may indirectly pay asset-based fees to Pershing for transaction costs and commissions, which might be higher than other broker-dealers charge. Clients may also pay transaction fees or commissions that are higher than another qualified broker-dealer might charge to effect the same transaction. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although we will seek competitive rates, Orgel Wealth Management may not necessarily obtain the lowest possible rates for client account transactions. For accounts maintained at locations other than Pershing, the brokerage commissions or transaction fees charged are generally in addition to our investment advisory fee.

Non-Soft Dollar Research and Additional Benefits. Although not a material consideration when determining whether to recommend that a client use the services of a particular broker-dealer/custodian, we may receive from Pershing (or another broker-dealer/custodian, investment manager, platform or fund sponsor, or vendor) without cost (and/or at a discount) support services and/or products, certain of which assist us to better monitor and service client accounts maintained at such institutions. These services may include investment-related

research, pricing information, market data, software and other technology that provide access to client account data or trading platforms, compliance and/or practice management-related publications, discounted or gratis consulting services, discounted and/or gratis attendance at conferences, meetings, and other educational and/or social events, and marketing support (including sponsorship of client events), or the provision of computer hardware and/or software and/or other products used by Orgel Wealth Management in furtherance of its investment advisory business operations.

Our clients do not pay more for investment transactions effected and/or assets maintained at Pershing because of this arrangement. There is no corresponding commitment made by us to Pershing or any other entity to invest any specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as a result of the above arrangement.

Orgel Wealth Management selects and recommends broker-dealers without regard to whether Orgel Wealth Management will receive referrals from the broker-dealer.

Directed Brokerage. Orgel Wealth Management generally recommends that its clients use the brokerage and custodial services provided by Pershing. Although Orgel Wealth Management generally does not accept directed brokerage arrangements, in limited situations when a client specifically requests and requires that account transactions be effected through a specific broker-dealer, Orgel Wealth Management may accept a directed brokerage arrangement. In such client directed arrangements, the client will negotiate terms and arrangements for their account with that broker-dealer, and Orgel Wealth Management will not seek better execution services or prices from other broker-dealers or be able to "batch" the client's transactions for execution through other broker-dealers with orders for other accounts managed by Orgel Wealth Management. As a result, a client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case. In the event that the client directs Orgel Wealth Management to effect securities transactions for the client's accounts through a specific broker-dealer, the client acknowledges that such direction may cause the accounts to incur higher commissions or transaction costs than the accounts would otherwise incur had the client determined to effect account transactions through alternative clearing arrangements that may be available through Orgel Wealth Management. Higher transaction costs adversely affect account performance.

Order Aggregation. Transactions for each client account generally will be effected independently, unless Orgel Wealth Management decides to purchase or sell the same securities for several clients at approximately the same time. Orgel Wealth Management may (but is not obligated to) combine or "batch" such orders to obtain best execution, to negotiate more favorable commission rates or to allocate equitably among Orgel Wealth Management's clients differences in prices and commissions or other transaction costs that might have been obtained had such orders been placed independently. Under this procedure, transactions will be averaged as to price and will be allocated among clients in proportion to the purchase and sale orders placed for each client account on any given day. Accounts with similar risk tolerance may not all be traded on the same day or at the same time, potentially causing a disparity in the overall cost for the client. Generally, an account that has established, specialized investment objectives, directed brokerages, or other restrictions may be traded at a later time to ensure objectives are being followed as directed by the client. Orgel Wealth Management shall not receive any additional compensation or remuneration because of such aggregation.

ITEM 13 – REVIEW OF ACCOUNTS

Orgel Wealth Management monitors investment management client accounts on at least a quarterly basis. Client accounts that receive financial planning and/or consulting services are generally reviewed on an as needed basis or as agreed to with the client. All advisory clients are encouraged to discuss their needs, goals, and objectives with Orgel Wealth Management and to keep Orgel Wealth Management informed of any changes.

Account reviews may be triggered by a plan or consulting update, a significant market event, a client event, or changes in the client's circumstances. Account reviews are conducted by advisory representatives.

Clients receiving investment management services typically receive written reports at least quarterly that show current account size, account holdings, investment performance, and the investment performance of one or more relevant benchmarks. Clients receiving financial planning and/or consulting services typically receive reports summarizing Orgel Wealth Management's analysis and conclusions, as requested by the client or as otherwise agreed to in writing.

ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

As discussed in Item 12 above, Orgel Wealth Management may receive or has received from Pershing without cost (and/or at a discount) certain support services, including technology and transition support (e.g., access to additional staff resources, etc.). These economic benefits represent a conflict of interest because the benefits could influence Orgel Wealth Management to recommend Pershing to clients. To mitigate this conflict of interest, Orgel Wealth Management has adopted a Code of Ethics and other policies. In addition, Orgel Wealth Management does not maintain any agreement with Pershing or any other Broker-Dealer allowing for compensation for client referrals and does not accept such compensation.

Orgel Wealth Management and its employees may recommend unaffiliated professionals, such as lawyers and accountants, to clients. Prior to making a referral to an unaffiliated professional, Orgel Wealth Management performs at least a minimal amount of due diligence to identify professionals and determine whether the professional can provide the required service. Referrals to professionals are not intended to be an endorsement and Orgel Wealth Management does not guarantee the services of any unaffiliated professional. Clients are solely responsible for selecting a professional and are encouraged to consider multiple sources as part of making an informed decision prior to engaging a professional.

In addition, although Orgel Wealth Management is not paid for recommending any professional and does not compensate professionals for referrals of prospective clients to Orgel Wealth Management, professionals that are recommended to clients may be clients of Orgel Wealth Management, employ clients of Orgel Wealth Management, or serve as a referral source of prospective clients to Orgel Wealth Management. While each of these situations presents a conflict of interest, due to privacy and confidentiality concerns, Orgel Wealth Management generally does not disclose these situations to clients. We seek to mitigate this conflict of interest by disclosing the possibility of a conflict and informing clients that they can explore any potential conflicts of interest with the unaffiliated professionals that we recommend prior to engaging the professional.

Orgel Wealth Management does not maintain solicitor arrangements/pay referral fee compensation to non-employees for new client introductions. Orgel Wealth Management's fees are never based on the expectation that a client will promote, advertise, or positively review Orgel Wealth Management.

ITEM 15 – CUSTODY

Orgel Wealth Management shall have the ability to deduct its advisory fee from the client's custodial account. Clients are provided with written transaction confirmation notices and a written summary account statement directly from the custodian (e.g., Pershing, etc.) at least quarterly. **Please Note:** To the extent that Orgel Wealth Management provides clients with periodic account statements or reports, the client is urged to compare any statement or report provided by Orgel Wealth Management with the account statements received from the account custodian. **Please Also Note:** The account custodian does not verify the accuracy of Orgel Wealth Management's advisory fee calculation.

In addition, certain clients have established asset transfer authorizations that permit the qualified custodian to rely upon instructions from Orgel Wealth Management to transfer client funds or securities to third parties. These arrangements are disclosed at Item 9 of Part 1 of Form ADV. However, in accordance with the guidance provided in the SEC's February 21, 2017 *Investment Adviser Association* No-Action Letter, the affected accounts are not subject to an annual surprise CPA examination. **ANY QUESTIONS: Orgel Wealth Management's Chief Compliance Officer, Troy Mertens, remains available to address any questions that a client or prospective client may have regarding custody-related issues.**

ITEM 16 – INVESTMENT DISCRETION

Orgel Wealth Management provides investment management services on a discretionary basis. Clients who receive investment management services enter into a written advisory agreement with Orgel Wealth Management granting it full discretionary authority. In granting this discretionary authority, there is no limitation on Orgel Wealth Management's authority to select securities or the amount of securities to purchase or sell. However, clients may impose reasonable restrictions, as discussed above in Item 4. These restrictions may affect the performance of the client's account relative to comparable accounts. In limited situations, Orgel Wealth Management may also agree to manage investment accounts on a non-discretionary basis.

Orgel Wealth Management typically provides investment management services to plan participants of retirement plan accounts on a non-discretionary basis. With respect to these accounts, and any other non-discretionary client accounts, Orgel Wealth Management makes investment recommendations to the client as to which securities are to be purchased or sold, and the amount to be purchased or sold. However, the client retains full investment discretion over the account and is responsible for investment decisions made with regard to non-discretionary accounts.

Client accounts not managed by Orgel Wealth Management (accounts not managed on a discretionary or non-discretionary basis) are referred to as "Non-Managed" accounts. Orgel Wealth Management does not serve in any manner whatsoever as an investment advisor for Non-Managed accounts. Non-Managed accounts may be included in certain reports prepared by Orgel Wealth Management and as requested by the client and Orgel Wealth Management may

provide advice and guidance to the client regarding such accounts. However, Orgel Wealth Management does not have discretion over Non-Managed accounts, does not monitor investments in Non-Managed accounts, and is not responsible for investment decisions made by the client or others with regard to them or for the valuation and reporting of Non-Managed accounts. Clients do not pay Orgel Wealth Management any investment advisory fees for Non-Managed accounts.

ITEM 17 – VOTING CLIENT SECURITIES

Orgel Wealth Management may accept the authority to vote proxies on a client's behalf. In these cases, when authorized by the client, Orgel Wealth Management uses the proxy voting services of Broadridge Financial Solutions, Inc. (Broadridge), an unaffiliated third-party service provider. Broadridge receives the proxy voting materials, votes proxies pursuant to guidelines selected by Orgel Wealth Management that are offered on Broadridge's platform and makes the proxy voting record available to Orgel Wealth Management and its clients. Clients may obtain a copy of Orgel Wealth Management's complete proxy voting policies and procedures by contacting Orgel Wealth Management directly.

When Orgel Wealth Management accepts authority to vote proxies on behalf of clients, Orgel Wealth Management, in conjunction with the services provided by Broadridge, shall monitor corporate actions of individual issuers and investment companies consistent with Orgel Wealth Management's fiduciary duty to vote proxies in the best interests of its clients. With respect to individual issuers, Orgel Wealth Management may be solicited to vote on matters including corporate governance, adoption or amendments to compensation plans (including stock options), and matters involving social issues and corporate responsibility. With respect to investment companies (e.g., mutual funds), Orgel Wealth Management may be solicited to vote on matters including the approval of advisory contracts, distribution plans, and mergers. Orgel Wealth Management (in conjunction with the services provided by Broadridge) shall maintain records pertaining to proxy voting as required under the Advisers Act. Information pertaining to how Orgel Wealth Management voted on any specific proxy issue is also available upon written request. **Any questions regarding Orgel Wealth Management's proxy voting policy shall be directed to Troy Mertens, Orgel Wealth Management's Chief Compliance Officer.**

Securities Class Actions. Clients maintain exclusive responsibility for all legal proceedings or other events pertaining to the assets managed by Orgel Wealth Management, including, but not limited to, securities class action lawsuits. Orgel Wealth Management has identified an unaffiliated service provider (Broadridge) available to assist clients with class-action matters for a fee (generally 20% of the recovery, which typically is deducted from a client's award at the time of payment, depending on the type of award). Orgel Wealth Management does not receive any compensation from the service provider. Please note that clients are under no obligation to engage the service provider and may opt out of the services at any time; however, because Orgel Wealth Management does not participate in class action proceedings on behalf of clients, if the client chooses not to engage Broadridge, the client will be exclusively responsible for monitoring and pursuing all class action claims.

ITEM 18 – FINANCIAL INFORMATION

Orgel Wealth Management does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance.

Orgel Wealth Management does not have any financial conditions reasonably likely to impair its ability to meet its contractual commitments to its clients.

Orgel Wealth Management has not been the subject of a bankruptcy petition in the past ten years.

ANY QUESTIONS: Orgel Wealth Management's Chief Compliance Officer, Troy Mertens, remains available to address any questions regarding this Part 2A.



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