

Item 1: Cover Page
Part 2A of Form ADV: Firm Brochure



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**Firm Contact:
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Chief Compliance Officer**

This brochure provides information about the qualifications and business practices of Skyline Advisors, Inc. If clients have any questions about the contents of this brochure, please contact us at (360) 671-1621 or info@myskylineadvisor.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any State Securities Authority. Additional information about our firm is also available on the SEC's website at www.adviserinfo.sec.gov by searching CRD #188511.

Please note that the use of the term "registered investment adviser" and description of our firm and/or our associates as "registered" does not imply a certain level of skill or training. Clients are encouraged to review this Brochure and Brochure Supplements for our firm's associates who advise clients for more information on the qualifications of our firm and our employees.

Item 2: Material Changes

Skyline Advisors, Inc. ("Skyline Advisors") is required to make clients aware of information that has changed since the last annual update to the Firm Brochure ("Brochure") and that may be important to them. Clients can then determine whether to review the brochure in its entirety or to contact us with questions about the changes.

Since the last annual amendment filed on 02/27/2023, our firm has the following material changes to report:

Jon Neville is an Associate Advisor with Skyline, he obtained his Series 65 license in September of 2023, for more information regarding Jon, you can search his CRD# 7364420 on the SEC's website www.adviserinfo.sec.gov.

Briana Bromet is an Investment Advisor Representative with Skyline, she obtained her Series 65 license in November of 2023, for more information regarding Briana, you can search her CRD# 7477389 on the SEC's website www.adviserinfo.sec.gov.

Skyline Advisors is now providing a new service allowing for the investment management of accounts not directly held with our preferred custodian, Charles Schwab & Co., Inc. This allows us to select and research investments, create a diversified portfolio, and execute trades in outside accounts such as your company retirement plan. Please see Item 5 and Item 15 of this brochure for more information.

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Item 4: Advisory Business

Skyline Advisors offers Wealth Management Services including financial planning, investment management, and financial advice. We provide high-touch and personal client service, comprehensive financial planning and investment advisory services designed to accomplish client financial-life goals. We operate according to a Fiduciary Duty where we must always act in utmost good faith and due loyalty according to our client's best interests. We walk alongside our clients through life's travails and opportunities in order to provide financial advice and discipline in a complicated and sometimes confusing investment and economic landscape.

Skyline Advisors believes that life is a journey that requires daily engagement with a focus on the goals on the horizon.

Skyline Advisors is a corporation formed under the laws of the State of Washington and is owned by William (Bill) Unrein, Mark Logan, Mark Wallace, and Deka Wiebusch.

The purpose of this Brochure is to fulfill our duty to be transparent about our services, compensation, investment process and the types of client relationships we work with. It is also used to disclose any conflicts of interest that may be present. This brochure follows an itemized format according to regulatory requirements. If you have questions or concerns, please contact us for help.

Types of Advisory Services Offered

Wrap Advisory Services - Wealth Management:

This is the primary service we offer our clients which is described in a separate supplementary brochure. Please see the attached Part 2A, Appendix 1 (the "Wrap Fee Program Brochure"), which describes this service in detail.

Retirement Plan Services:

Our firm provides Retirement Plan Services to employer plan sponsors on an ongoing basis. Generally, such consulting services consist of assisting employer plan sponsors in establishing, monitoring and reviewing their company's participant-directed retirement plan. As the needs of the plan sponsor dictate, services may include:

- Establishing an Investment Policy Statement – Our firm will assist in the development of a statement that summarizes the investment goals and objectives along with the broad strategies to be employed to meet the objectives.
- Investment Options – Our firm will work with the Plan Sponsor to evaluate existing investment options and asset classes as well as advice regarding the selection of a qualified investment alternative (QDIA) and make recommendations regarding appropriate changes
- Asset Allocation and Portfolio Construction – Our firm will develop strategic asset allocation models to aid Participants in developing strategies to meet their investment objectives, time horizon, financial situation and tolerance for risk.
- Investment Monitoring – Our firm will monitor the performance of the investments in conformance with the Investment Policy Statement.

- Compliance – Our firm will assist in the selection of a broad range of investment options consistent with ERISA section 404(c) and the regulations thereunder.
- Participant Education – Our firm will provide opportunities to educate plan participants about their retirement plan offerings, different investment options, and general guidance on allocation strategies. This can include individualized participant advice, with certain restrictions.
- Enrollment – Our firm will assist in group enrollment meetings designed to increase retirement plan participation.
- Other Services – Our firm may offer other services including fee/expense analysis, plan design services, Request for Proposal analysis, fiduciary education and brokerage windows when appropriate.

In providing services for Retirement Plan Services, our firm does not provide any advisory services with respect to the following types of assets: employer securities, real estate (excluding real estate funds and publicly traded REITS), participant loans, non-publicly traded securities or assets, other illiquid investments, or brokerage window programs (collectively, “Excluded Assets”). All Retirement Plan Services shall be in compliance with the applicable state laws regulating retirement consulting services. This applies to client accounts that are retirement or other employee benefit plans (“Plan”) governed by the Employee Retirement Income Security Act of 1974, as amended (“ERISA”). If the client accounts are part of a Plan, and our firm accepts appointment to provide services to such accounts, our firm acknowledges its fiduciary standard within the meaning of Section 3(21) or 3(38) of ERISA as designated by the Retirement Plan Services Agreement with respect to the provision of services described therein.

Referrals to Third Party Money Managers:

Our firm can provide the services of a third-party money manager for the management of client accounts. This is not a common offering to our clients, but it is available when appropriate. Investment advice and trading of securities will only be offered by or through the chosen third-party money manager. Our firm will not offer advice on any specific securities or other investments in connection with this service. Prior to referring clients, our firm will provide initial due diligence on third party money managers and ongoing reviews of their management of client accounts. In order to assist in the selection of a third party money manager, our firm will gather client information pertaining to financial situation, investment objectives, and reasonable restrictions to be imposed upon the management of the account.

Our firm will periodically review third party money manager reports provided to the client at least annually. Our firm will contact clients from time to time in order to review their financial situation and objectives; communicate information to third party money managers as warranted; and, assist the client in understanding and evaluating the services provided by the third party money manager. Clients will be expected to notify our firm of any changes in their financial situation, investment objectives, or account restrictions that could affect their financial standing.

Tailoring of Advisory Services

Please see Part 2A, Appendix 1 (the “Wrap Fee Program Brochure”) for more information on our Wrap Advisory Services – Wealth Management.

Participation in Wrap Fee Programs

Our firm offers and sponsors a wrap fee program. This is a Wealth Management Service where investment advice, financial planning and brokerage services are all bundled within one client service offering and under one advisory fee. This is a discretionary, fee-based service provided to encompass

comprehensive financial planning services and investment management whereby brokerage expenses including transaction costs are all included in one fee. In other words, there are no transaction costs. This Wealth Management Service is only offered through wrapped accounts, which are managed on an individualized basis according to the client's investment objectives, financial goals, risk tolerance, etc. For a more detailed explanation of this service, please see our Part 2A, Appendix 1 (the "Wrap Fee Program Brochure").

Regulatory Assets Under Management

Our firm manages \$287,523,398 on a discretionary basis and \$855,935 on a non-discretionary basis as of December 31, 2023.

Item 5: Fees & Compensation

Cost for Our Advisory Services

Wealth Advisory Services – Wealth Management:

Please see our Part 2A, Appendix 1 (the "Wrap Fee Program Brochure") for more information.

Retirement Plan Services:

Our Retirement Plan Services are billed on an asset-based fee not to exceed 1.00% of managed Plan assets and generally decrease after the Plan assets reach \$1,000,000. The total estimated fee, as well as the ultimate fee charged, is based on the scope and complexity of our engagement with the client. The fee-paying arrangements will be determined on a case-by-case basis and will be detailed in the signed consulting agreement.

Referrals to Third Party Money Managers:

The total annual advisory fee for this service shall not exceed 1.70%. A portion of this fee will be paid to our firm and will be outlined in the third party money manager's advisory agreement to be signed by the client. Clients will be provided with a copy of the chosen third party money manager's Form ADV Part 2, all relevant Brochures, a solicitation disclosure statement detailing the fees to be paid to both firms and the third party money manager's privacy policy. All fees that our firm receives from the third party money managers and the written separate disclosures made to clients regarding these fees comply with applicable state statutes and rules.

The billing procedures for this service vary based on the chosen third party money manager. The total fee to be charged, as well as the billing cycle, will be detailed in the third party money manager's ADV Part 2A and separate advisory agreement to be signed by the client.

Fees For Held Away Accounts:

In certain instances, our firm will manage client's held away accounts through the Pontera platform. The fee associated with this platform is 0.30% of the assets under management, however, it is important to note that this fee will be paid by Skyline Advisors and as such will not result in the client paying higher fees than if the assets were custodied with our recommended custodian, Charles Schwab & Co. Inc.

Other Types of Fees & Expenses

Clients may also pay holdings charges imposed by the chosen custodian for certain investments, charges imposed directly by a mutual fund, index fund, or exchange traded fund, which shall be disclosed in the fund's prospectus (i.e., fund management fees, initial or deferred sales charges, mutual fund sales loads, 12b-1 fees, surrender charges, variable annuity fees, IRA and qualified retirement plan fees, and other fund expenses), mark-ups and mark-downs, spreads paid to market makers, fees for trades executed away from custodian, wire transfer fees and other fees and taxes on brokerage accounts and securities transactions. Our firm does not receive a portion of these fees.

Wrap clients will not incur transaction costs for trades by their chosen custodian. More information about this can be found in our separate Wrap Fee Program Brochure.

Termination & Refunds

Wealth Management - Wrap clients under the Wrap Fee Program will not incur transaction costs for trades by their chosen custodian. More information about this can be found in the supplementary Brochure Part 2A, Appendix 1 (the "Wrap Fee Program Brochure").

Either party to a Retirement Plan Services Agreement may terminate at any time by providing written notice to the other party. Full refunds will only be made in cases where cancellation occurs within 5 business days of signing an agreement. After 5 business days from initial signing, either party must provide the other party 30 days written notice to terminate billing. Billing will terminate 30 days after receipt of termination notice. Clients will be charged on a pro-rata basis, which takes into account work completed by our firm on behalf of the client. Clients will incur charges for bona fide advisory services rendered up to the point of termination (determined as 30 days from receipt of said written notice) and such fees will be due and payable.

Commissionable Securities Sales

In the rare circumstance a client needs a commissionable security, that sale is accessed through representatives of Purshe Kaplan Sterling Investments, Inc. ("PKS"), member FINRA/SIPC. As such they are able to accept compensation for the sale of securities or other investment products, including distribution or service ("trail") fees from the sale of mutual funds. Clients should be aware that the practice of accepting commissions for the sale of securities presents a conflict of interest and gives our firm and/or our representatives an incentive to recommend investment products based on the compensation received. Our firm generally addresses commissionable sales conflicts that arise when explaining to clients these sales create an incentive to recommend based on the compensation to be earned and/or when recommending commissionable mutual funds, explaining that "no-load" funds are also available. Our firm does not prohibit clients from purchasing recommended investment products through other unaffiliated brokers or agents.

Item 6: Performance-Based Fees & Side-By-Side Management

Our firm does not charge performance-based fees.

Item 7: Types of Clients & Account Requirements

Our firm has the following types of clients:

- Individuals and High Net Worth Individuals;
- Trusts, Estates or Charitable Organizations;
- Pension and Profit Sharing Plans.

Our firm requires a minimum opening account balance of \$500,000 for our Wrap Wealth Management Service. This minimum account balance requirement is subject to reduction at Skyline Advisors' discretion.

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

Methods of Analysis

Skyline Advisors believes that your investment portfolio should be designed and built on a foundation of academic research where investment principles are applied with discipline and focus on your Investment Plan. In an investment landscape where headline news, emotional reactions, conflicted advice and a multitude of choices create confusion, errors and mistrust, Skyline Advisors will provide a long-term perspective with objective and informed Fiduciary Advice.

This is accomplished through a collaborative effort between the client, Skyline Advisors and other trusted Professionals. The client educates us on his/her current financial profile, existing resources, investment time horizon, financial goals and tolerance for risk and an Investment Plan is developed, an investment strategy is selected and investment choices are made in accordance to the client's Goals.

Core Investment Beliefs- Explain our Investment Philosophy

We believe that market timing is futile and we do not predict the near future and do not know what the stock market will do tomorrow or even this year, but do believe that a long term investment perspective is fundamental to maximizing stock portfolio performance.

We believe that minimizing investment expenses is paramount to building wealth.

We believe that the power of compounding interest over time and a generous savings discipline are essential to reaching your goals.

We believe that investment choices should be based on foundational research, not trendy strategies.

We believe that complex investment strategies or products rarely benefit the client. Skyline Advisors will use research and experience to make common sense decisions on behalf of our clients.

We believe that investing can be fraught with emotions, resulting in impulsive decisions that may negatively impact your Plan. Skyline Advisors can help you maintain perspective and navigate through tumultuous times.

More information can be found in the attached supplementary Brochure Part 2A, Appendix 1 (the “Wrap Fee Program Brochure”).

Preferred Securities

We prefer to invest our advisory client’s in the following securities in managing client accounts, provided that such securities are appropriate to the needs of the client and consistent with the client’s investment objectives, risk tolerance, and time horizons, among other considerations:

- Mutual Funds
- Exchange Traded Funds (ETFs)
- Closed End Funds (CEFs)
- Individual Stocks
- Individual Bonds including Federal government, municipal and corporate bonds

Risk of Loss

Investing in securities involves risk of loss that clients should be prepared to bear. While the stock market may increase and the account(s) could enjoy a gain, it is also possible that the stock market may decrease and the account(s) could suffer a loss. It is important that clients understand the risks associated with investing in the stock market, and that their assets are appropriately diversified in investments. Clients are encouraged to ask our firm any questions regarding their risk tolerance.

Capital Risk: Capital risk is one of the most basic, fundamental risks of investing; it is the risk that you may lose 100% of your money. All investments carry some form of risk and the loss of capital is generally a risk for any investment instrument.

Company Risk: When investing in stock positions, there is always a certain level of company or industry specific risk that is inherent in each investment. This is also referred to as unsystematic risk and can be reduced through appropriate diversification. There is the risk that the company will perform poorly or have its value reduced based on factors specific to the company or its industry. For example, if a company’s employees go on strike or the company receives unfavorable media attention for its actions, the value of the company may be reduced.

Economic Risk: The prevailing economic environment is important to the health of all businesses. Some companies, however, are more sensitive to changes in the domestic or global economy than others. These types of companies are often referred to as cyclical businesses. Countries in which a large portion of businesses are in cyclical industries are thus also very economically sensitive and carry a higher amount of economic risk. If an investment is issued by a party located in a country that experiences wide swings from an economic standpoint or in situations where certain elements of an investment instrument are hinged on dealings in such countries, the investment instrument will generally be subject to a higher level of economic risk.

Financial Risk: Financial risk is represented by internal disruptions within an investment or the issuer of an investment that can lead to unfavorable performance of the investment. Examples of financial risk can

be found in cases like Enron or many of the dot com companies that were caught up in a period of extraordinary market valuations that were not based on solid financial footings of the companies.

Description of Material, Significant or Unusual Risks

Skyline Advisors holds client accounts at a third-party qualified custodian who provides numerous security measures. Please ask us for more information.

Our firm generally invests client cash balances in money market funds, FDIC Insured Certificates of Deposit, high-grade commercial paper and/or government backed debt instruments. Ultimately, our firm tries to achieve the highest return on client cash balances through relatively low-risk conservative investments. In most cases, at least a partial cash balance will be maintained in a deposit account in the Schwab Bank Sweep program so that our firm may debit advisory fees for our services related to our Wrap Advisory Services - Wealth Management, as applicable.

Item 9: Disciplinary Information

There are no legal or disciplinary events that are material to the evaluation of our advisory business or the integrity of our management.

Item 10: Other Financial Industry Activities & Affiliations

One representative of our firm is a registered representative of PKS, member FINRA/SIPC, and a licensed insurance agent. As a result of these transactions, the agent/registered representative receives normal and customary commissions. A conflict of interest exists as these commissionable securities sales create an incentive to recommend products based on the compensation earned. To mitigate this potential conflict, our firm will act in the client's best interest.

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

As a fiduciary, it is an investment adviser's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. Our fiduciary duty is the underlying principle for our firm's Code of Ethics, which includes procedures for personal securities transaction and insider trading. Our firm requires all representatives to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Upon employment with our firm, and at least annually thereafter, all representatives of our firm will acknowledge receipt, understanding and compliance with our firm's Code of Ethics. Our firm and representatives must conduct business in an honest, ethical, and fair manner and avoid all circumstances that might negatively affect or appear to affect our duty of complete loyalty to all clients. This disclosure is provided to give all clients a summary of our Code of Ethics. If a client or a potential client wishes to review our Code of Ethics in its entirety, a copy will be provided promptly upon request.

Our firm recognizes that the personal investment transactions of our representatives demands the application of a Code of Ethics with high standards and requires that all such transactions be carried out in a way that does not endanger the interest of any client. At the same time, our firm also believes that if investment goals are similar for clients and for our representatives, it is logical, and even desirable, that there be common ownership of some securities.

In order to prevent conflicts of interest, our firm has established procedures for transactions effected by our representatives for their personal accounts¹. In order to monitor compliance with our personal trading policy, our firm has pre-clearance requirements and a quarterly securities transaction reporting system for all of our representatives.

Neither our firm nor a related person recommends, buys or sells for client accounts, securities in which our firm or a related person has a material financial interest without prior disclosure to the client.

Related persons of our firm may buy or sell securities and other investments that are also recommended to clients. In order to minimize this conflict of interest, our related persons will place client interests ahead of their own interests and adhere to our firm's Code of Ethics, a copy of which is available upon request.

Likewise, related persons of our firm buy or sell securities for themselves at or about the same time they buy or sell the same securities for client accounts. In order to minimize this conflict of interest, our related persons will place client interests ahead of their own interests and adhere to our firm's Code of Ethics, a copy of which is available upon request. Further, our related persons will refrain from buying or selling the same securities prior to buying or selling for our clients in the same day unless included in a block trade.

Item 12: Brokerage Practices

Custodian & Brokers Used

Our firm does not maintain custody of client assets (although our firm may be deemed to have custody of client assets if given the authority to withdraw assets from client accounts as described in Item 15 Custody, below). Client assets must be maintained in an account at a "qualified custodian," generally a broker-dealer or bank. Our firm recommends that clients use the Schwab Advisor Services division of Charles Schwab & Co. Inc. ("Schwab"), a FINRA-registered broker-dealer, member SIPC, as the qualified custodian. Our firm is independently owned and operated, and not affiliated with Schwab. Schwab will hold client assets in a brokerage account and buy and sell securities when instructed. While our firm recommends that clients use Schwab as custodian/broker, clients will decide whether to do so and open an account with Schwab by entering into an account agreement directly with them. Our firm does not open the account. Even though the account is maintained at Schwab, our firm can still use other brokers to execute trades, as described in the next paragraph.

How Brokers/Custodians Are Selected

Our firm seeks to recommend a custodian/broker who will hold client assets and execute transactions on terms that are overall most advantageous when compared to other available providers and their services. A wide range of factors are considered, including, but not limited to:

¹ For purposes of the policy, our associate's personal account generally includes any account (a) in the name of our associate, his/her spouse, his/her minor children or other dependents residing in the same household, (b) for which our associate is a trustee or executor, or (c) which our associate controls, including our client accounts which our associate controls and/or a member of his/her household has a direct or indirect beneficial interest in.

- combination of transaction execution services along with asset custody services (generally without a separate fee for custody)
- capability to execute, clear and settle trades (buy and sell securities for client accounts)
- capabilities to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.)
- breadth of investment products made available (stocks, bonds, mutual funds, exchange traded funds (ETFs), etc.)
- availability of investment research and tools that assist 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
- prior service to our firm and our other clients
- availability of other products and services that benefit our firm, as discussed below (see “*Products & Services Available from Schwab*”)

Custody & Brokerage Costs

Non-Wrap Client accounts will be charged transaction fees, commissions or other fees on trades that are executed or settle into the client’s custodial account. Transaction fees may be charged based on a percentage of the dollar amount of assets in the account(s). These fees are negotiated with Schwab and are generally discounted from customary retail commission rates. This benefits clients because the overall fee paid is often lower than would be otherwise. Schwab does not charge transaction fees for U.S. listed equities and exchange traded funds.

Clients participating in our Wrap Fee Program have most custody and brokerage costs waived with few exceptions as noted in the Wrap Fee Program Brochure. Please contact us for details. Schwab is compensated by earning interest on the uninvested cash in your account in Schwab’s Cash Features Program. Additionally, Schwab is compensated directly by Skyline Advisors to waive the brokerage costs and custody charges. Schwab charges a flat dollar amount as a “prime broker” or “trade away” fee for each trade that our firm has executed *by a different* broker-dealer but where the securities bought or the funds from the securities sold are deposited (settled) into a Schwab account. These fees are in addition to the commissions or other compensation paid to the executing broker-dealer. Because of this, in order to minimize client trading costs, our firm has Schwab execute most trades for the accounts.

Products & Services Available from Schwab

Schwab has more than 20 years of experience serving independent advisors. Schwab was a pioneer in the business of exclusively serving independent, fee-based investment advisors and their clients. By using Schwab as a primary custodian, Skyline Advisors has access to a wide range of products and services that help us serve our clients, including:

- Full range of investment products and services
- Technology and service support
- Wide array of investment account types including retirement accounts, charitable giving and education accounts
- Full range of investment options such as stocks, mutual funds, bonds, exchange traded funds, CDs and other investments.
- Separately managed account services for those who want to leverage the expertise of institutional-caliber money managers who specialize in particular investment styles.

- Technology and service support so investors can access all their accounts online and view positions, balances and account histories in one place.

Some of those services help manage or administer our client accounts while others help manage and grow our business. Schwab's support services are generally available on an unsolicited basis (our firm does not have to request them) and at no charge to our firm. The availability of Schwab's products and services is not based on the provision of particular investment advice, such as purchasing particular securities for clients. 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 our firm might not otherwise have access or that would require a significantly higher minimum initial investment by firm clients. Schwab's services described in this paragraph generally benefit clients and their accounts.

Services that May Not Directly Benefit Clients

Schwab also makes available other products and services that benefit our firm but may not directly benefit clients or their accounts. These products and services assist in managing and administering our client accounts. They include investment research, both Schwab's and that of third parties. This research may be used to service all or some substantial number of client accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

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

Services that Generally Benefit Only Our Firm

Schwab also offers other services intended to help manage and further develop our business enterprise. These services include:

- educational conferences and events
- technology, compliance, legal, and business consulting;
- publications and conferences on practice management and business succession; and
- access to employee benefits providers, human capital consultants and insurance providers.

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

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

Our Interest in Schwab's Services.

The availability of these services from Schwab benefits our firm because our firm does not have to produce or purchase them. Our firm does not have to pay for these services, and they are not contingent upon committing any specific amount of business to Schwab in trading commissions or assets in custody.

In light of our arrangements with Schwab, a conflict of interest exists as our firm may have incentive to require that clients maintain their accounts with Schwab based on our interest in receiving Schwab's services that benefit our firm rather than based on client interest in receiving the best value in custody services and the most favorable execution of transactions. As part of our fiduciary duty to our clients, our firm will endeavor at all times to put the interests of our clients first. Clients should be aware, however, that the receipt of economic benefits by our firm or our related persons creates a potential conflict of interest and may indirectly influence our firm's choice of Schwab as a custodial recommendation. Our firm examined this potential conflict of interest when our firm chose to recommend Schwab and have determined that the recommendation is in the best interest of our firm's clients and satisfies our fiduciary obligations, including our duty to seek best execution.

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. Although our firm will seek competitive rates, to the benefit of all clients, our firm may not necessarily obtain the lowest possible commission rates for specific client account transactions. Our firm believes that the selection of Schwab as a custodian and broker is the best interest of our clients. It is primarily supported by the scope, quality and price of Schwab's services, and not Schwab's services that only benefit our firm.

Soft Dollars

Our firm does not receive soft dollars in excess of what is allowed by Section 28(e) of the Securities Exchange Act of 1934. The safe harbor research products and services obtained by our firm will generally be used to service all of our clients but not necessarily all at any one particular time.

Client Brokerage Commissions

Schwab does not make client brokerage commissions generated by client transactions available for our firm's use.

Client Transactions in Return for Soft Dollars

Our firm does not direct client transactions to a particular broker-dealer in return for soft dollar benefits.

Brokerage for Client Referrals

Our firm does not receive brokerage for client referrals.

Directed Brokerage

In certain instances, clients may seek to limit or restrict our discretionary authority in making the determination of the brokers with whom orders for the purchase or sale of securities are placed for execution, and the commission rates at which such securities transactions are effected. Clients may seek

to limit our authority in this area by directing that transactions (or some specified percentage of transactions) be executed through specified brokers in return for portfolio evaluation or other services deemed by the client to be of value. Any such client direction must be in writing (often through our advisory agreement) and may contain a representation from the client that the arrangement is permissible under its governing laws and documents, if this is relevant.

Our firm provides appropriate disclosure in writing to clients who direct trades to particular brokers, that with respect to their directed trades, they will be treated as if they have retained the investment discretion that our firm otherwise would have in selecting brokers to effect transactions and in negotiating commissions and that such direction may adversely affect our ability to obtain best price and execution. In addition, our firm will inform clients in writing that the trade orders may not be aggregated with other clients' orders and that direction of brokerage may hinder best execution.

Client-Directed Brokerage

Our firm does not allow client-directed brokerage outside our recommendations.

Aggregation of Purchase or Sale

Skyline Advisors may purchase or sell securities in multiple accounts for multiple clients by aggregating all the shares into one trade. This is done to obtain best execution on a trade and to make trading easier. For example, instead of buy 100 shares of XYZ security for 10 accounts, we can buy 1,000 shares of xyz security in one aggregate trade. When an aggregate trade is executed, the average price for the shares bought or sold is determined by the custodian and the shares are allocated to each account at that average price so there is no one account that benefits or is at a disadvantage as compared to the others that were included in the aggregate trade. In any given situation, Skyline Advisors attempts to allocate trade executions in the most equitable manner possible, taking into consideration client objectives, current asset allocation and availability of funds using price averaging, proration and consistently non-arbitrary methods of allocation.

Item 13: Review of Accounts or Retirement Plan Services Accounts

Our financial advisors review accounts on at least a quarterly basis. The nature of these reviews is to learn whether clients' accounts are in line with their investment objectives, appropriately positioned based on market conditions, and investment policies, if applicable. Our firm may review client accounts more frequently than described above. Among the factors which may trigger an off-cycle review are major market or economic events, the client's life events, requests by the client, etc. Skyline Advisors provides a quarterly performance report to clients within our Wrap Fee Program clients. Client also receives custodial statements from Schwab.

Retirement Plan Services clients receive reviews of their retirement plans for the duration of the service. Our firm also provides ongoing services where clients are met with upon their request to discuss updates to their plans, changes in their circumstances, etc. Retirement Plan Services clients do not receive written or verbal updated reports regarding their plans unless they choose to engage our firm for ongoing services.

Item 14: Client Referrals & Other Compensation

Charles Schwab & Co., Inc.

Our firm receives economic benefit from Schwab in the form of the support products and services made available to our firm and other independent investment advisors that have their clients maintain accounts at Schwab. These products and services, how they benefit our firm, and the related conflicts of interest are described above (see *Item 12 – Brokerage Practices*). The availability of Schwab's products and services is not based on our firm giving particular investment advice, such as buying particular securities for our clients.

Referral Fees

Our firm does not pay referral fees (non-commission based) to independent solicitors (non-registered representatives) for the referral of their clients to our firm in accordance with Rule 206 (4)-3 of the Investment Advisers Act of 1940.

Item 15: Custody

While our firm does not maintain physical custody of client assets (which are maintained by a qualified custodian, as discussed above), we are deemed to have custody of certain client assets if given the authority to withdraw assets from client accounts, as further described below under "Standing Instructions." All our clients receive account statements directly from their qualified custodian(s) at least quarterly upon opening of an account. We urge our clients to carefully review these statements. Additionally, if our firm decides to send its own account statements to clients, such statements will include a legend that recommends the client compare the account statements received from the qualified custodian with those received from our firm. Clients are encouraged to raise any questions with us about the custody, safety or security of their assets and our custodial recommendations.

Third Party Money Movement:

On February 21, 2017, the SEC issued a no-action letter ("Letter") with respect to Rule 206(4)-2 ("Custody Rule") under the Investment Advisers Act of 1940 ("Advisers Act"). The letter provided guidance on the Custody Rule as well as clarified that an adviser who has the power to disburse client funds to a third party under a standing letter of instruction ("SLOA") is deemed to have custody. As such, our firm has adopted the following safeguards in conjunction with our custodian:

- The client provides an instruction to the qualified custodian, in writing, that includes the client's signature, the third party's name, and either the third party's address or the third party's account number at a custodian to which the transfer should be directed.
- The client authorizes the investment adviser, in writing, either on the qualified custodian's form or separately, to direct transfers to the third party either on a specified schedule or from time to time.
- The client's qualified custodian performs appropriate verification of the instruction, such as a signature review or other method to verify the client's authorization and provides a transfer of funds notice to the client promptly after each transfer.
- The client has the ability to terminate or change the instruction to the client's qualified custodian.
- The investment adviser has no authority or ability to designate or change the identity of the third party, the address, or any other information about the third party contained in the client's instruction.

- The investment adviser maintains records showing that the third party is not a related party of the investment adviser or located at the same address as the investment adviser.
- The client's qualified custodian sends the client, in writing, an initial notice confirming the instruction and an annual notice reconfirming the instruction.

Our firm has entered into an agreement with Pontera®, a platform allowing our firm to manage accounts held away from our recommended custodian without obtaining client login information and as such avoiding custody. Information about the fees associated with this platform is disclosed in item 5 of this brochure.

Item 16: Investment Discretion

Skyline Advisors provides discretionary investment management services, which allows our authorized personnel to execute trades without asking for permission each time a trade is made. By granting investment discretion, our firm is authorized to execute securities transactions, determine which securities are bought and sold, and the total amount to be bought and sold. If in the rare circumstance a client grants our firm non-discretionary authority, our firm would be required to obtain the client's permission prior to effecting securities transactions. Limitations may be imposed by the client in the form of specific constraints on any of these areas of discretion with our firm's written acknowledgement.

Item 17: Voting Client Securities

We generally do not accept proxy authority to vote client securities. Clients will receive proxies or other solicitations directly from their custodian or a transfer agent. In the event that proxies are sent to our firm, we will forward them on to you and ask the party who sent them to mail them directly to you in the future. Clients may call, write or email us to discuss questions they may have about particular proxy votes or other solicitations.

Exceptions will be made on a case by case basis upon firm approval whereby our firm will vote proxies on behalf of clients in accordance with our written policies and procedures, a copy of which can be requested from our Chief Compliance Officer.

Item 18: Financial Information

Our firm is not required to provide financial information in this Brochure because:

- Our firm does not require the prepayment of more than \$1,200 in fees when services cannot be rendered within 6 months.
- Our firm does not take custody of client funds or securities.
- Our firm does not have a financial condition or commitment that impairs our ability to meet contractual and fiduciary obligations to clients.

Our firm has never been the subject of a bankruptcy proceeding.

Please contact Skyline Advisors if you have questions about this ADV brochure at 360-671-1621 or at info@myskylineadvisor.com.