

**Item 1 - Cover Page**

Fuller Wealth Management, LLC  
d/b/a

**XO Wealth Management**

**CRD# 281767**

14850 Quorum Drive, Suite 350  
Dallas, TX 75254

15455 Dallas Parkway, Suite 1080B  
Addison, TX 75001

972-335-8000

[www.xowealth.com](http://www.xowealth.com)

**March 30, 2024 Brochure**

This brochure provides information about the qualifications and business practices of Fuller Wealth Management, LLC, d/b/a XO Wealth Management (the “Adviser”). If you have any questions about the contents of this brochure, please contact the Adviser at 972-335-8000 or [matt@xowealth.com](mailto:matt@xowealth.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state authority.

Additional information about Adviser also is available on the SEC’s website at  
[www.AdviserInfo.sec.gov](http://www.AdviserInfo.sec.gov).

## **Item 2 - Material Changes**

This Form ADV Part 2A brochure (the “Brochure”) is a document which the Adviser provides to its clients as required by the SEC’s rules.

The purpose of Item 2 of the Brochure is to provide clients with a summary of new and/or updated information that is contained in the remainder of the Brochure. Since the filing of the last annual amendment on March 31, 2023, the Adviser has made the following material changes to this Brochure:

- Item 15 – The Adviser updated its disclosures regarding the Adviser’s custody of certain client funds and accounts.

The Adviser will provide clients with a new Brochure as necessary based on changes, new information, or at a client’s request, at any time, without charge.

Item 3 - Table of Contents

Page

<b>Item 1 - Cover Page</b> .....	1
<b>Item 2 - Material Changes</b> .....	2
<b>Item 4 - Advisory Business</b> .....	4
<b>Item 5 - Fees and Compensation</b> .....	6
<b>Item 6 - Performance-Based Fees and Side-By-Side Management</b> .....	7
<b>Item 7 - Types of Clients</b> .....	8
<b>Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss</b> .....	8
<b>Item 9 - Disciplinary Information</b> .....	11
<b>Item 10 - Other Financial Industry Activities and Affiliations</b> .....	11
<b>Item 11 - Code of Ethics, Participation or Interest in Client Transactions and Personal Trading</b> .....	12
<b>Item 12 - Brokerage Practices</b> .....	13
<b>Item 13 - Review of Accounts</b> .....	15
<b>Item 14 - Client Referrals and Other Compensation</b> .....	15
<b>Item 15 - Custody</b> .....	16
<b>Item 16 - Investment Discretion</b> .....	16
<b>Item 17 - Voting Client Securities</b> .....	16
<b>Item 18 - Financial Information</b> .....	17

#### ***Item 4 - Advisory Business***

##### **General Information**

The Adviser was formed in 2015 and provides financial planning, portfolio management, and general consulting services to its clients. At the outset of each client relationship, the Adviser spends time with the client, asking questions, discussing the client's investment experience and financial circumstances, and reviewing options for the client. Based on its reviews, the Adviser generally develops with each client an understanding of the client's financial circumstances and goals, and the client's risk tolerance level (the "Financial Profile"), as well as, the client's investment objectives and guidelines (the "Investment Plan").

The Financial Profile is a reflection of the client's current financial picture and a look to the future goals of the client. The Investment Plan outlines the types of investments the Adviser will make on behalf of the client in order to meet those goals. The elements of the Financial Profile and the Investment Plan are discussed at least annually with each client, but are not necessarily written documents.

Where the Adviser provides general consulting services, the Adviser will work with the client to prepare an appropriate summary of the specific project(s) to the extent necessary or advisable under the circumstances.

##### **Financial Planning**

The Adviser offers limited financial planning services to those clients in need of such service in conjunction with Portfolio Management services. The Adviser's limited financial planning services normally address areas such as general cash flow planning, retirement planning, and insurance analysis. The goal of this service is to assess the financial circumstances of the client in order to more effectively develop the client's Investment Plan. Financial Planning is generally not offered as a stand-alone service or for a separate fee, but is typically provided to clients in conjunction with the management of the portfolio.

##### **Portfolio Management**

As described above, at the beginning of a client relationship, the Adviser meets with the client, gathers information, and performs research and analysis as necessary to understand the client's Investment Plan.

To implement the client's Investment Plan, the Adviser will manage the client's investment portfolio on a discretionary or a non-discretionary basis pursuant to an investment advisory agreement with the client. As a discretionary investment adviser, the Adviser will have the authority to supervise and direct the portfolio without prior consultation with the client. Clients who choose a non-discretionary arrangement must be contacted prior to the execution of any trade in the account(s) under management. This may result in a delay in executing recommended trades, which could adversely affect the performance of the portfolio. This delay also normally means the affected account(s) will not be able to participate in block trades, a practice designed to enhance the execution quality, timing and/or cost for all accounts included in the block. In a non-discretionary arrangement, the client retains the responsibility for the final decision on all actions taken with respect to the portfolio.

Notwithstanding the foregoing, clients may impose certain written restrictions on the Adviser in the management of their investment portfolios, such as prohibiting the inclusion of certain types of investments in an investment portfolio or prohibiting the sale of certain investments held in the account at the commencement of the relationship. Each client should note, however, that restrictions imposed by a client may adversely affect the composition and performance of the client's investment portfolio. Each client should also note that his or her investment portfolio is treated individually by giving consideration to each purchase or sale for the client's account. For these and other reasons, performance of client investment portfolios within the same investment objectives, goals and/or risk tolerance may differ and clients should not expect that the composition or performance of their investment portfolios would necessarily be consistent with similar clients of the Adviser.

#### *Separate Account Managers*

When appropriate and in accordance with the Investment Plan for a client, the Adviser may utilize one or more Separate Account Managers (each, a "Manager"). Having access to various Managers offers a wide variety of manager styles, and offers clients the opportunity to utilize more than one Manager if necessary to meet the needs and investment objectives of the client. The Adviser will usually select the Manager(s) it deems most appropriate for the client. Factors that the Adviser considers in recommending/selecting Managers generally includes the client's stated investment objective(s), management style, performance, risk level, reputation, financial strength, reporting, pricing, and research.

The Manager(s) will generally be granted discretionary trading authority to provide investment supervisory services for the portfolio. Under most circumstances, the Adviser retains the authority to terminate the Manager's relationship or to add new Managers without specific client consent.

In any case, with respect to assets managed by a Manager, the Adviser's role will be to monitor the overall financial situation of the client, to monitor the investment approach and performance of the Manager(s), and to assist the client in understanding the investments of the portfolio.

#### General Consulting

In addition to the foregoing services, the Adviser may provide general consulting services to clients, which may include other investment adviser clients. For clients who are individuals, these services are generally provided on a project basis, and may include, without limitation, minimal cash flow planning for certain events such as education expenses or retirement, estate planning analysis, income tax planning analysis and review of a client's insurance portfolio, as well as other matters specific to the client as and when requested by the client and agreed to by the Adviser. The scope and fees for consulting services will be negotiated with each client at the time of engagement for the applicable project.

#### Principal Owner

Matthew Fuller is the sole principal owner of the Adviser.

#### Type and Value of Assets Currently Managed

As of December 31, 2023, the Adviser had approximately \$695,707,764 in discretionary regulatory assets under management and \$12,099,115 in non-discretionary regulatory assets under management.

## ***Item 5 - Fees and Compensation***

### **General Fee Information**

Clients enter into one of two fee arrangements. Clients may pay management fees to the Adviser separately from the brokerage expenses of the account. Accordingly, client accounts pay a management fee, plus the cost of transactions in the account. The brokerage expenses may take the form of asset-based pricing, meaning that the broker/dealer charges the account a flat-rate percentage to cover all brokerage expenses, or these expenses may be assessed on a per-trade basis. Please see ***Item 12 - Brokerage Practices*** for additional information.

Alternatively, clients may participate in the Adviser Wrap Fee Program (the “Wrap Program”). The Wrap Program fee structure includes the brokerage expenses (*i.e.*, commissions, ticket charges, etc.) of the account, charges for custody services, the management fee paid to the Adviser and the fees of any Managers, if applicable. Under the all-inclusive billing alternative, the Adviser will assess one client fee that captures the management, brokerage, custody and administrative portions collectively. Any portion of Wrap Program fees that the Adviser does not pay to third parties in connection with transaction and execution expenses is retained by the Adviser. Because of this, the Adviser may have a disincentive to trade securities in client accounts, as the Adviser’s overall compensation under this arrangement may be greater than it is for clients that do not participate in the Wrap Program. However, the Adviser pays a flat fee (which may vary by client) for all transaction and execution expenses to help mitigate against this conflict of interest. With some exceptions, the Adviser requires that a client have a minimum of \$100,000 under management to participate in the XO Wealth Wrap Fee Program.

In either of these arrangements, the fees noted above are separate and distinct from the fees and expenses charged by mutual funds, ETFs (exchange traded funds) or other investment pools to their shareholders (generally including a management fee and fund expenses, as described in each fund’s prospectus or offering materials). The client should review all fees charged by funds, brokers, Adviser and others to fully understand the total amount of fees paid by the client for investment and financial-related services.

### **Financial Planning Fees**

When the Adviser provides financial planning services to clients, these fees generally will be included in the portfolio management fees. The Adviser generally does not provide stand-alone financial planning services.

### **Portfolio Management Fees**

For its investment management services, the Adviser charges a portfolio management fee ranging from 0.25 to 1.50% of assets under management. The Adviser uses a variety of fee schedules to determine the portfolio management fee for a particular account, each of which take into consideration the total assets under management, services negotiated, and other factors. Accordingly, the portfolio management fee may vary from client to client.

The Adviser may, at its discretion, make exceptions or negotiate special fee arrangements where the Adviser deems it appropriate under the circumstances.

Portfolio management fees are generally payable monthly, in advance. If management begins after the start of a month, fees will be prorated accordingly. Fees are normally debited directly from client account(s), unless other arrangements are made.

Either the Adviser or the client may terminate their Investment Management Agreement at any time, subject to any written notice requirements in the agreement. In the event of termination, any paid but unearned fees will be promptly refunded to the client based on the number of days that the account was managed, and any fees due to the Adviser from the client will be invoiced or deducted from the client's account prior to termination.

#### *Separate Account Manager Fees*

When one or more Managers are utilized, the Manager(s)' fees will generally be included in the fee charged by the Adviser.

#### Wrap Program Fees

Fees for clients participating in the Wrap Program are charged in accordance with the annual fee schedule above. With respect to clients participating in the Wrap Program, Adviser generally receives the total fee charged less (1) fees charged by the Manager(s), if applicable, and (2) a flat fee (which may vary by client) for all transaction and execution expenses.

#### General Consulting Fees

When the Adviser provides general consulting services to clients, these services are generally separate from the Adviser's financial planning and portfolio management services. Fees for general consulting are negotiated at the time of the engagement for such services, and are normally based on an hourly or fixed fee basis for clients who are individuals and are on a fixed fee basis for clients who are other investment advisers.

#### Other Compensation

*Insurance Disclosure:* Certain employees of the Adviser are also licensed to sell insurance products. In providing financial planning and other related advisory services, these individuals may recommend the purchase of products under circumstances where they would be entitled to receive a commission or other compensation in the transaction. In all such circumstances, however, the client will be notified of this payment in advance of the transaction, and under no circumstances will the client pay both a commission to an employee of the Adviser and a management fee to the Adviser on the same pool of assets.

*Broker Disclosure:* Certain employees of the Adviser are also Registered Representatives of Cabot Lodge Securities, LLC ("Cabot Lodge"), a FINRA and SIPC member and registered broker-dealer. As such, these employees are entitled to receive brokerage commissions. In order to protect client interests, the Adviser's policy is to fully disclose all forms of compensation before any such transaction is executed. Clients will not pay both a commission to the applicable Registered Representative and also pay an advisory fee to the Adviser on assets held in the same account. These fees are exclusive of each other.

As a result of this relationship, certain Adviser employees may have access to confidential information (e.g., financial information, investment objectives, transactions, and holdings) about the Adviser's clients, even if the client does not establish any account through Cabot Lodge. Clients may contact the Adviser for a copy of Cabot Lodge's privacy policy.

#### ***Item 6 - Performance-Based Fees and Side-By-Side Management***

The Adviser does not have any performance-based fee arrangements. "Side by Side Management" refers to a situation in which the same firm manages accounts that are billed based on a percentage of assets under management and at the same time manages other accounts for which fees are

assessed on a performance fee basis. Because the Adviser has no performance-based fee accounts, it has no side-by-side management.

### ***Item 7 - Types of Clients***

The Adviser serves individuals, pension and profit-sharing plans, corporations, trusts, estates, charitable organizations, and other investment advisers. With some exceptions, the Adviser requires that a client have a minimum of \$100,000 under management to participate in the XO Wealth Wrap Fee Program.

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

#### **Methods of Analysis and Investment Strategies**

The Adviser generally develops a customized investment strategy for each client based on the client's Investment Plan. For certain clients, the Adviser practices the Point & Figure method of technical analysis popularized by Nasdaq Dorsey Wright, the hallmarks of which are risk management and tactical asset allocation. For other clients, the Adviser applies the principles of modern portfolio theory in selecting investments.

In accordance with the client's Investment Plan, the Adviser will invest primarily in common stock, ETFs, municipal bonds, various taxable fixed income products, mutual funds and closed-end funds.

#### **Methods of Analysis**

In making selections of individual stocks for client portfolios, the Adviser may use any of the following types of analysis:

**Fundamental Analysis** – involves review of the business and financial information about an issuer. Without limitation, the following factors generally will be considered:

- Financial strength ratios;
- Price-to-earnings ratios;
- Dividend yields; and
- Growth rate-to-price earnings ratios.

**Charting Analysis** – involves gathering and processing price and volume information for a particular security. The Adviser's charting analysis includes, without limitation:

- mathematical analysis;
- graphing charts; and estimations of future price movements based on perceived patterns and trends.

**Technical Analysis** – involves studying past price patterns and trends in the financial markets to predict the direction of both the overall market and specific stocks.

ETFs, mutual funds and closed-end funds are generally evaluated and selected based on a variety of factors, including, as applicable and without limitation, past performance, fee structure, portfolio manager, fund sponsor, overall ratings for safety and returns, and other factors.

Fixed income investments may be used as a strategic investment, as an instrument to fulfill liquidity or income needs in a portfolio, or to add a component of capital preservation. The Adviser may



evaluate and select individual bonds or bond funds based on a number of factors including, without limitation, rating, yield and duration.

### Investment Strategies

The Adviser's strategic approach is to invest each portfolio in accordance with the Investment Plan that has been developed specifically for each client. This means that the following strategies may be used in varying combinations over time for a given client, depending upon the client's individual circumstances:

Long Term Purchases – securities purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year.

Short Term Purchases – securities purchased with the expectation that they will be sold within a relatively short period of time, generally less than one year, to take advantage of the securities' short term price fluctuations.

Short Sales – a securities transaction in which an investor sells securities he or she borrowed in anticipation of a price decline. The investor is then required to return an equal number of shares at some point in the future. A short seller will profit if the stock goes down in price.

Margin Transactions – a securities transaction in which an investor borrows money to purchase a security, in which case the security serves as collateral on the loan.

Trading – generally considered holding a security for less than thirty (30) days.

Options Trading/Writing – a securities transaction that involves buying or selling (writing) an option. If you write an option, and the buyer exercises the option, you are obligated to purchase or deliver a specified number of shares at a specified price at the exercise of the option regardless of the market value of the security at expiration of the option. Buying an option gives you the right to purchase or sell a specified number of shares at a specified price until the date of expiration of the option regardless of the market value of the security at expiration of the option.

### Risk of Loss

While the Adviser seeks to diversify clients' investment portfolios across various asset classes consistent with their Investment Plans in an effort to reduce risk of loss, all investment portfolios are subject to risks. Accordingly, there can be no assurance that client investment portfolios will be able to fully meet their investment objectives and goals, or that investments will not lose money.

Below is a description of several of the principal risks that client investment portfolios face.

*Management Risks.* While the Adviser manages client investment portfolios or recommends one or more Managers based on the Adviser's experience, research and proprietary methods, the value of client investment portfolios will change daily based on the performance of the underlying securities in which they are invested. Accordingly, client investment portfolios are subject to the risk that the Adviser or a Manager allocates assets to asset classes that are adversely affected by unanticipated market movements, and the risk that the Adviser's or a Manager's specific investment choices could underperform their relevant indexes.

*Economic Conditions.* Changes in economic conditions, including, for example, interest rates, inflation rates, employment conditions, competition, technological developments, political and diplomatic events and trends, and tax laws may adversely affect the business prospects or perceived prospects of companies. While the Adviser or a Manager performs due diligence on the companies in whose securities it invests, economic conditions are not within the control of the Adviser or the Manager and no assurances can be given that the Adviser or the Manager will anticipate adverse developments.

*Risks of Investments in ETFs, Mutual Funds and Other Investment Pools.* As described above, the Adviser and any Managers may invest client portfolios in ETFs, mutual funds and other investment pools ("pooled investment funds"). Investments in pooled investment funds are generally less risky than investing in individual securities because of their diversified portfolios; however, these investments are still subject to risks associated with the markets in which they invest. In addition, pooled investment funds' success will be related to the skills of their particular managers and their performance in managing their funds. Pooled investment funds are also subject to risks due to regulatory restrictions applicable to registered investment companies under the Investment Company Act of 1940.

*Risks Related to Alternative Investment Vehicles.* From time to time and as appropriate, the Adviser and any Managers may invest a portion of a client's portfolio in alternative vehicles. The value of client portfolios will be based in part on the value of alternative investment vehicles in which they are invested, the success of each of which will depend heavily upon the efforts of their respective managers. When the investment objectives and strategies of a manager are out of favor in the market or a manager makes unsuccessful investment decisions, the alternative investment vehicles managed by the manager may lose money. A client account may lose a substantial percentage of its value if the investment objectives and strategies of many or most of the alternative investment vehicles in which it is invested are out of favor at the same time, or many or most of the managers make unsuccessful investment decisions at the same time.

*Equity Market Risks.* The Adviser and any Managers will generally invest portions of client assets directly into equity investments, primarily stocks, or into pooled investment funds that invest in the stock market. As noted above, while pooled investments have diversified portfolios that may make them less risky than investments in individual securities, funds that invest in stocks and other equity securities are nevertheless subject to the risks of the stock market. These risks include, without limitation, the risks that stock values will decline due to daily fluctuations in the markets, and that stock values will decline over longer periods (e.g., bear markets) due to general market declines in the stock prices for all companies, regardless of any individual security's prospects.

*Fixed Income Risks.* The Adviser and any Managers may invest portions of client assets directly into fixed income instruments, such as bonds and notes, or may invest in pooled investment funds that invest in bonds and notes. While investing in fixed income instruments, either directly or through pooled investment funds, is generally less volatile than investing in stock (equity) markets, fixed income investments nevertheless are subject to risks. These risks include, without limitation, interest rate risks (risks that changes in interest rates will devalue the investments), credit risks (risks of default by borrowers), or maturity risk (risks that bonds or notes will change value from the time of issuance to maturity).

*Short Sales.* The Adviser or a Manager, on behalf of its clients, may from time to time sell securities short in anticipation of the realization of a gain if the securities sold short should decline in market value. A short sale is affected by selling a security that the client does not own, or selling a security

which the client owns but which it does not deliver upon consummation of the sale. In order to make delivery to the buyer of a security sold short, the client must borrow the security. In so doing, it incurs the obligation to replace that security, whatever its price may be, at the time it is required to deliver it to the lender. The client must also pay to the lender of the security any dividends or interest payable on the security during the borrowing period and may have to pay a premium to borrow the security. This obligation must, unless the client then owns or has the right to obtain, without payment, securities identical to those sold short, be collateralized by a deposit of cash and/or marketable securities with the lender. A short sale of a security involves the risk of a theoretically unlimited increase in the market price of the security, which could result in an inability to cover the short position and a theoretically unlimited loss to the client.

*Foreign Securities Risks.* The Adviser and any Managers may invest portions of client assets into pooled investment funds that invest internationally. While foreign investments are important to the diversification of client investment portfolios, they carry risks that may be different from U.S. investments. For example, foreign investments may not be subject to uniform audit, financial reporting or disclosure standards, practices or requirements comparable to those found in the U.S. Foreign investments are also subject to foreign withholding taxes and the risk of adverse changes in investment or exchange control regulations. Finally, foreign investments may involve currency risk, which is the risk that the value of the foreign security will decrease due to changes in the relative value of the U.S. dollar and the security's underlying foreign currency.

*Lack of Diversification.* Client accounts may not have a diversified portfolio of investments at any given time, and a substantial loss with respect to any particular investment in an undiversified portfolio will have a substantial negative impact on the aggregate value of the portfolio.

### ***Item 9 - Disciplinary Information***

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to a client's evaluation of the Adviser or the integrity of the Adviser's management. The Adviser has no disciplinary events to report.

### ***Item 10 - Other Financial Industry Activities and Affiliations***

#### **Insurance Agents**

Certain employees of the Adviser are also licensed to sell insurance products. As such, these employees are entitled to receive commissions or other remuneration on the sale of insurance and other products. In order to protect client interests, the Adviser's policy is to fully disclose all forms of compensation before any such transaction is executed. Clients will not pay both a commission to such Adviser employee and also pay an advisory fee to the Adviser on assets held in the same account. These fees are exclusive of each other. You are not obligated, contractually or otherwise, to use the services of these insurance agents. Please see ***Item 5 – Fees and Compensation*** for more information.

#### **Registered Representatives**

Certain employees of the Adviser are also Registered Representatives of Cabot Lodge, a FINRA and SIPC member and registered broker-dealer. As such, these employees are entitled to receive brokerage commissions. In order to protect client interests, the Adviser's policy is to fully disclose all forms of compensation before any such transaction is executed. Clients will not pay both a commission to the applicable Registered Representative and also pay an advisory fee to the Adviser on assets held in the same account. These fees are exclusive of each other. Clients are not obligated,

contractually or otherwise, to use the services of these Registered Representatives. Please see ***Item 5 – Fees and Compensation*** for more information.

#### NEOS Investment Management, LLC and GKP Holdings LLC

Certain members of Slate Hill Partners LLC, a minority owner of the Adviser, are members of NEOS Investment Management, LLC and its parent company, GKP Holdings LLC. The Adviser may from time to time recommend to its clients investments in accounts or funds that are managed by NEOS Investment Management, LLC. The Adviser does not offset any compensation it receives against fees or expenses clients pay to NEOS Investment Management, LLC or its affiliates. Fees charged by NEOS Investment Management, LLC or its affiliates are separate from and in addition to the Adviser's advisory fees as disclosed in ***Item 5 – Fees and Compensation***.

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

#### Code of Ethics and Personal Trading

The Adviser has adopted a Code of Ethics ("the Code"), the full text of which is available to you upon request. The Adviser's Code has several goals. First, the Code is designed to assist the Adviser in complying with applicable laws and regulations governing its investment advisory business. Under the Investment Advisers Act of 1940, the Adviser owes fiduciary duties to its clients. Pursuant to these fiduciary duties, the Code requires Adviser associated persons to act with honesty, good faith and fair dealing in working with clients. In addition, the Code prohibits associated persons from trading or otherwise acting on insider information.

Next, the Code sets forth guidelines for professional standards for the Adviser's associated persons (managers, officers and employees). Under the Code's Professional Standards, the Adviser expects its associated persons to put the interests of its clients first, ahead of personal interests. In this regard, Adviser associated persons are not to take inappropriate advantage of their positions in relation to Adviser clients.

Third, the Code sets forth policies and procedures to monitor and review the personal trading activities of associated persons. From time to time the Adviser's associated persons may invest in the same securities recommended to clients. This may create a conflict of interest because associated persons of the Adviser may invest in securities ahead of or to the exclusion of the Adviser's clients. Under its Code, the Adviser has adopted procedures designed to reduce or eliminate conflicts of interest that this could potentially cause. The Code's personal trading policies include procedures for limitations on personal securities transactions of associated persons, including generally disallowing trading by an associated person in any security within one day before any client account trades or considers trading the same security and the creation of a restricted securities list, reporting and review of personal trading activities and pre-clearance of certain types of personal trading activities. These policies are designed to discourage and prohibit personal trading that would disadvantage clients. The Code also provides for disciplinary action as appropriate for violations.

#### Participation or Interest in Client Transactions

As outlined above, the Adviser has adopted procedures to protect client interests when its associated persons invest in the same securities as those selected for or recommended to clients. In the event of any identified potential trading conflicts of interest, the Adviser's goal is to place client interests first.

Consistent with the foregoing, the Adviser maintains policies regarding participation in initial public offerings (IPOs) and private placements in order to comply with applicable laws and avoid conflicts with client transactions. If associated persons trade with client accounts (*e.g.*, in a bundled or aggregated trade), and the trade is not filled in its entirety, the associated person's shares will be removed from the block, and the balance of shares will be allocated among client accounts in accordance with the Adviser's written policy.

## ***Item 12 - Brokerage Practices***

### **Best Execution and Benefits of Brokerage Selection**

When given discretion to select the brokerage firm that will execute orders in client accounts, the Adviser seeks "best execution" for client trades, which is a combination of a number of factors, including, without limitation, quality of execution, services provided and commission rates. Therefore, the Adviser may use or recommend the use of brokers who do not charge the lowest available commission in the recognition of research and securities transaction services, or quality of execution. Research services received with transactions may include proprietary or third party research (or any combination), and may be used in servicing any or all of the Adviser's clients. Therefore, research services received may not be used for the account for which the particular transaction was effected.

The Adviser participates in two service programs: the Raymond James & Associates, Inc. (member, New York Stock Exchange/SIPC) ("Raymond James") service program and the TD Ameritrade, Inc. ("TD Ameritrade") service program. TD Ameritrade is a wholly owned subsidiary of Charles Schwab & Co., Inc. While there is no direct link between the investment advice the Adviser provides and participation in either program, the Adviser receives certain economic benefits from each of the firm's respective programs. These benefits may include software and other technology that provides access to client account data (such as trade confirmations and account statements), facilitates trade execution (and allocation of aggregated orders for multiple client accounts), provides research, pricing information and other market data, facilitates the payment of the Adviser's fees from its clients' accounts, and assists with back-office functions, recordkeeping and client reporting. Many of these services may be used to service all or a substantial number of the Adviser's accounts, including accounts not held at Raymond James or TD Ameritrade. Both Raymond James and TD Ameritrade may also make available to the Adviser other services intended to help the Adviser manage and further develop its business. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance and marketing. In addition, Raymond James and/or TD Ameritrade may make available, arrange and/or pay for these types of services to be rendered to the Adviser by independent third parties. Raymond James and/or TD Ameritrade may discount or waive fees it would otherwise charge for some of these services, pay all or a part of the fees of a third-party providing these services to the Adviser, and/or Raymond James or TD Ameritrade may pay for travel expenses relating to participation in such training. Finally, participation in the Raymond James or TD Ameritrade program provides the Adviser with access to mutual funds which normally require significantly higher minimum initial investments or are normally available only to institutional investors.

The benefits received through participation in the Raymond James and TD Ameritrade program do not necessarily depend upon the proportion of transactions directed to either custodian. The benefits are received by the Adviser, in part because of commission revenue generated for Raymond James and TD Ameritrade by the Adviser's clients. This means that the investment activity in client accounts is beneficial to the Adviser, because neither Raymond James nor TD

Ameritrade assess a fee to the Adviser for these services. This creates an incentive for the Adviser to continue to select Raymond James and TD Ameritrade for its clients. While it may be possible to obtain similar custodial, execution and other services elsewhere at a lower cost, the Adviser believes that both Raymond James and TD Ameritrade provide an excellent combination of these services. These services are not soft dollar arrangements, but are part of the institutional platform offered by Raymond James and TD Ameritrade.

#### Directed Brokerage

The Adviser does not allow directed brokerage accounts.

#### Aggregated Trade Policy

The Adviser may enter trades as a block where possible and when advantageous to clients whose accounts have a need to buy or sell shares of the same security. This blocking of trades permits the trading of aggregate blocks of securities composed of assets from multiple client accounts, so long as transaction costs are shared equally and on a pro-rata basis between all accounts included in any such block. Block trading allows the Adviser to execute equity trades in a timelier, equitable manner, and may reduce overall costs to clients.

The Adviser will only aggregate transactions when it believes that aggregation is consistent with its duty to seek best execution (which includes the duty to seek best price) for its clients, and is consistent with the terms of the Adviser's Investment Advisory Agreement with each client for which trades are being aggregated. No advisory client will be favored over any other client; each client that participates in an aggregated order will participate at the average share price for all the Adviser's transactions in a given security on a given business day, with transaction costs generally shared pro-rata based on each client's participation in the transaction. On occasion, owing to the size of a particular account's pro rata share of an order or other factors, the commission or transaction fee charged could be above or below a breakpoint in a pre-determined commission or fee schedule set by the executing broker, and therefore transaction charges may vary slightly among accounts. Accounts may be excluded from a block due to tax considerations, client direction or other factors making the account's participation ineligible or impractical.

The Adviser will prepare, before entering an aggregated order, a written statement ("Allocation Statement") specifying the participating client accounts and how it intends to allocate the order among those clients. If the aggregated order is filled in its entirety, it will be allocated among clients in accordance with the Allocation Statement. If the order is partially filled, it will generally be allocated pro-rata, based on the Allocation Statement, or randomly in certain circumstances. Notwithstanding the foregoing, the order may be allocated on a basis different from that specified in the Allocation Statement if all client accounts receive fair and equitable treatment over time, and the reason for different allocation is explained in writing and is approved by an appropriate individual/officer of the Adviser. The Adviser's books and records will separately reflect, for each client account included in a block trade, the securities held by and bought and sold for that account. Funds and securities of clients whose orders are aggregated will be deposited with one or more banks or broker-dealers, and neither the clients' cash nor their securities will be held collectively any longer than is necessary to settle the transaction on a delivery versus payment basis; cash or securities held collectively for clients will be delivered out to the custodian bank or broker-dealer as soon as practicable following the settlement, and the Adviser will receive no additional compensation or remuneration of any kind as a result of the proposed aggregation.

### Cross Trades

From time to time, the Adviser may direct a “cross trade” of securities (including, without limitation, fixed income securities) between client accounts, whereby the Adviser arranges for one client account to purchase a security directly from another client. In such cases, the Adviser will seek to obtain a price for the security from one or more independent sources. The Adviser is not a broker-dealer and receives no compensation from a cross trade; however, the broker-dealer facilitating the cross trade normally charges administrative fees to the clients’ accounts.

The Adviser may direct a cross trade when the Adviser believes that the transaction is in the best interest of the clients, that no client will be disfavored by the transaction, and that the transaction receives the best execution.

### ***Item 13 - Review of Accounts***

Managed portfolios are reviewed at least annually but may be reviewed more often if requested by the client, upon receipt of information material to the management of the portfolio, or at any time such review is deemed necessary or advisable by the Adviser. These factors may include, but are not limited to, the following: change in general client circumstances (*e.g.*, marriage, divorce, retirement); or economic, political or market conditions. One of the Adviser’s investment adviser representatives or principals will review client accounts.

Account custodians are responsible for providing monthly or quarterly account statements which reflect the positions (and current pricing) in each account as well as transactions in each account, including fees paid from an account. Account custodians also provide prompt confirmation of all trading activity, and year-end tax statements, such as 1099 forms. In addition, the Adviser provides at least an annual report for each managed portfolio. This written report normally includes a summary of portfolio holdings and performance results. Additional reports are available at the request of the client. Clients should carefully compare the statements that they receive from the Adviser against the statements that they receive from their account custodian(s).

### ***Item 14 - Client Referrals and Other Compensation***

As noted above, the Adviser may receive some benefits from Raymond James and/or TD Ameritrade based on the amount of client assets held at the respective custodian. Please see ***Item 12 - Brokerage Practices*** for more information. However, neither Raymond James, TD Ameritrade, nor any other party is paid to refer clients to the Adviser.

Certain employees who provide investment advice on behalf of the Adviser are also licensed to sell insurance products. They will earn commission-based compensation for selling insurance products, including insurance products sold to you. Insurance commissions earned by these employees are separate from the Adviser’s advisory fees. Please see ***Item 5 - Fees and Compensation*** for more information.

Certain employees of the Adviser are also Registered Representatives of Cabot Lodge Securities, LLC, a FINRA and SIPC member and registered broker-dealer. As such, these employees are entitled to receive brokerage commissions. Brokerage commissions earned by employees of the Adviser are separate from the Adviser’s advisory fees. Please see ***Item 5 - Fees and Compensation*** for more information.

### ***Item 15 - Custody***

The Adviser has custody of certain client funds and securities. Specifically, Mr. Fuller acts as trustee to one client account, and the Adviser has clients who have a Standing Letter of Authorization ("SLOA") attached to their accounts.

The Adviser may be deemed to have "soft" custody of its client accounts because the Adviser's portfolio management fees are normally debited directly from client account(s), unless other arrangements are made. For clients who have a SLOA attached to an account for the occasional movement of funds, the Adviser has a set of procedures to assist its compliance with the applicable SEC No Action Letter (See Investment Advisers Association, SEC No-Action Letter (Feb. 21, 2017) regarding SLOAs).

Raymond James is the custodian of nearly all client accounts at the Adviser, with a minority of client accounts custodied at TD Ameritrade. From time to time however, clients may select an alternate broker to hold accounts in custody. In any case, it is the custodian's responsibility to provide clients with confirmations of trading activity, tax forms and at least quarterly account statements. Clients are advised to review this information carefully, and to notify the Adviser of any questions or concerns. Clients are also asked to promptly notify the Adviser if the custodian fails to provide statements on each account held.

From time to time and in accordance with the Adviser's agreement with clients, the Adviser will provide additional reports. As mentioned above, the account balances reflected on these reports should be compared to the balances shown on the brokerage statements to ensure accuracy. At times there may be small differences due to the timing of dividend reporting, pending trades or other similar issues.

### ***Item 16 - Investment Discretion***

As described above under ***Item 4 - Advisory Business***, the Adviser will accept clients on either a discretionary or non-discretionary basis. For *discretionary accounts*, a Limited Power of Attorney ("LPOA") is executed by the client, giving the Adviser the authority to carry out various activities in the account, generally including the following: (i) trade execution; (ii) the ability to request checks on behalf of the client; and (iii) the withdrawal of advisory fees directly from the account. The Adviser then directs investment of the client's portfolio using its discretionary authority. The client may limit the terms of the LPOA to the extent consistent with the client's investment advisory agreement with Adviser and the requirements of the client's custodian.

For *non-discretionary* accounts, the client may also execute an LPOA, which allows the Adviser to carry out trade recommendations and approved actions in the portfolio. However, in accordance with the investment advisory agreement between the Adviser and the client, the Adviser does not implement trading recommendations or other actions in the account unless and until the client has approved the recommendation or action. As with discretionary accounts, clients may limit the terms of the LPOA, subject to the Adviser's investment advisory agreement with the client and the requirements of the client's custodian.

### ***Item 17 - Voting Client Securities***

As a policy and in accordance with the Adviser's client agreement, the Adviser does not vote proxies related to securities held in client accounts. The custodian of the account will normally provide proxy materials directly to the client. Clients may contact the Adviser with questions relating to



proxy procedures and proposals; however, the Adviser generally does not research particular proxy proposals.

***Item 18 - Financial Information***

The Adviser does not require nor solicit prepayment of more than \$1,200 in fees per client, six months or more in advance.

In an abundance of caution and in the absence of clarity on the overall economic impact of the COVID-19 pandemic, the Adviser applied for and received a loan under the Paycheck Protection Program (“PPP”) through the U.S. Small Business Administration in the amount of \$10,467.00.