

Network Investment Advisors, Inc.

Firm Brochure - Form ADV Part 2A

This brochure provides information about the qualifications and business practices of Network Investment Advisors, Inc. If you have any questions about the contents of this brochure, please contact us at (631) 366-1999 or by email at: moss@network-cap.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 Network Investment Advisors, Inc. is also available on the SEC's website at www.adviserinfo.sec.gov. Network Investment Advisors, Inc.'s CRD number is: 290927.

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Registration does not imply a certain level of skill or training.

Version Date: 03/29/2024

Item 2: Material Changes

Network Investment Advisors, Inc. is required to notify clients of any information that has changed since the last annual update of the Firm Brochure ("Brochure") that may be important to them. Clients can request a full copy of our Brochure or contact us with any questions that they may have about the changes.

Since the last annual amendment filed on 03/30/2023, we have the following materials to disclose:

- Pursuant to the merger of Charles Schwab & Co., Inc. and TD Ameritrade, Inc., all assets previously custodied with TD Ameritrade, Inc. will now be custodied with Charles Schwab & Co., Inc. More information can be found in Item 12 and 14 below.

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Item 4: Advisory Business

A. Description of the Advisory Firm

Network Investment Advisors, Inc. (hereinafter “NIA”) is a Corporation organized in the State of New York. The firm was formed in October 2017, and the principal owner is Moss Joseph Kaufman.

B. Types of Advisory Services

Portfolio Management Services

NIA offers ongoing portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client. Portfolio management services include, but are not limited to the provision of advice concerning a Client’s:

- | | |
|-----------------------|--------------------------------|
| • Investment strategy | • Personal investment policy |
| • Asset allocation | • Asset selection |
| • Risk tolerance | • Regular portfolio monitoring |

NIA evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. NIA will Technically have discretionary authority from all Investment Advisory Clients; all Clients initially delineate any limits on this discretionary authority on in the initial Investment Advisory agreement. The amount of discretion taken is, by default, total. This means that NIA may execute trades in the Client’s account without first receiving authorization. However, the Client may limit this discretion at any time: At the time of signing the Investment Advisory Agreement, the Client may select various pre-set levels of discretion and may write in limitations on NIA’s discretion. The level of discretion is wholly determined by the client and will be adhered to by NIA. By way of example, a client electing to grant zero advance discretion will be permitted to do so. NIA would then be prohibited by contract to perform trades that the client has not pre-authorized. In all cases, however, NIA endeavors to give Clients an equal level of advice, but follows FINRA and other applicable rules as to which clients’ trades are executed in which order. As an example, two clients holding identical assets and having identical goals, and having signed identical contracts with NIA with the exception that Client A granted NIA full discretion while Client B demanded to be advised prior to the execution of any trades (i.e., Client B granted NIA zero discretion) could create a situation in which Client A was able to recoup the benefits of a market gain if, for example, NIA was able to trade Client A’s securities without first advising Client A of the trade, but NIA was not able to trade Client B’s securities absent first getting express permission to do so. In the above example, the client having granted full discretion was able to recoup funds that the client not granted full discretion was not able to recoup. Clients are specifically directed to determine the point on the continuum between “absolute autonomy; zero discretion” on one end and “absolute discretion, lesser autonomy” on the other. Clients are also specifically advised that, even at absolute discretion, they maintain unlimited

long-term autonomy, as they are always permitted to direct how their account is maintained, and further specifically advised that their directions overrule any discretionary-based decisions. Clients are, however, warned that the time-factor that exists when less than full discretion is granted may present a loss in the way of opportunity costs.

NIA seeks to provide that investment decisions are made in accordance with the fiduciary duties owed to its accounts and without consideration of NIA 's economic, investment or other commercial interests. To meet its fiduciary obligations, NIA attempts to avoid, among other things, investment or trading practices that systematically advantage or disadvantage certain client portfolios, and accordingly, NIA 's policy is to seek fair and equitable allocation of investment opportunities/transactions among its clients to avoid favoring one client over another over time. It is NIA 's policy to allocate investment opportunities and transactions it identifies as being appropriate and prudent among its clients on a fair and equitable basis over time.

Pension Consulting Services

NIA offers consulting services to pension or other employee benefit plans (including but not limited to 401(k) plans). Pension consulting may include, but is not limited to:

- identifying investment objectives and restrictions
- providing guidance on various assets classes and investment options
- recommending money managers to manage plan assets in ways designed to achieve objectives
 - monitoring performance of money managers and investment options and making recommendations for changes
 - recommending other service providers, such as custodians, administrators and broker-dealers
 - creating a written pension consulting plan

These services are based on the goals, objectives, demographics, time horizon, and/or risk tolerance of the plan and its participants.

Financial Planning

Financial plans and financial planning may include, but are not limited to: investment planning; life insurance; tax concerns; retirement planning; college planning; and debt/credit planning.

Services Limited to Specific Types of Investments

NIA generally limits its investment advice to mutual funds, fixed income securities, real estate funds (including REITs), insurance products including annuities, equities, ETFs (including ETFs in the gold and precious metal sectors), treasury inflation protected/inflation linked bonds, non-U.S. securities and venture capital funds. NIA may use other securities as well to help diversify a portfolio when applicable.

C. Client Tailored Services and Client Imposed Restrictions

NIA will tailor a program for each individual client. This will include an interview session to get to know the client's specific needs and requirements as well as a plan that will be executed by NIA on behalf of the client. NIA may use model allocations together with a specific set of recommendations for each client based on their personal restrictions, needs, and targets. Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent NIA from properly servicing the client account, or if the restrictions would require NIA to deviate from its standard suite of services, NIA reserves the right to end the relationship.

D. Wrap Fee Programs

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, fund expenses, and other administrative fees. NIA does expect to participate in a wrap fee program as described in its Form ADV WRAP Fee Program Agreement. As part of the onboarding process, the WRAP option is explained to each client (or, to the extent it applies, potential client). The calculus that should be performed to determine whether a particular client should elect the WRAP or non-WRAP program is described in both WRAP and non-WRAP form. It is also discussed with each client (or potential client) verbally before the client makes his or her decision.

E. Assets Under Management

NIA has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$ 37,781,310	\$ 15,830,405	December 31, 2023

Item 5: Fees and Compensation

A. Fee Schedule

Portfolio Management Fees (NON-WRAP ACCOUNTS)¹

Total Assets Under Management	Annual Fee
\$25,000 - \$100,000	2.00%
\$100,001 - \$250,000	1.75%
\$250,001 - \$750,000	1.50%
\$750,001 - \$1,000,000	1.25%
\$1,000,001 - \$2,000,000	1.00%
\$2,000,001 - \$3,000,000	0.90%
\$3,000,001 - \$5,000,000	0.80%
\$5,000,001 - \$10,000,000	0.70%
\$10,000,001 - AND UP	0.50%

In rare cases, NIA may accept clients having less than \$25,000.00 under management.

NIA may offer a single flat advisory fee between \$250 - \$500 per year to certain clients, in particular those for which the \$25,000.00 minimum is waived.

The advisory fee is calculated using the value of the assets in the Account on the last business day of the prior billing period. Adjustments in your advisory fee will be made for deposits and withdrawals during the quarter.

These fees are generally negotiable, and the final fee schedule is attached as Exhibit II of the Investment Advisory Contract. Clients may terminate the agreement without penalty for a full refund of NIA 's fees within five business days of signing the Investment Advisory Contract. Thereafter, clients may terminate the Investment Advisory Contract generally with 5 days' written notice. In addition, to the extent you terminate your contract with NIA before NIA has earned the full set of fees paid in advance, said fees will promptly be escrowed by the Client's custodian, TD Bank, and then promptly released in accordance with your wishes, so long as doing so is commensurate with applicable Federal and State laws and regulations, as well as the rules of self-governing entities such as FINRA. As Clients are given latitude to the extent of making alterations to their Investment Advisory Contract (so long as said alterations are agreed to by NIA and in writing), it may be the case that a termination event occurs where the parties have specifically provided a departure from the normal termination procedures, including procedures relating to unearned fees. To the extent you and NIA have such an agreement, and later you terminate your contract with NIA before NIA has earned the full set of fees paid in advance, the unearned fees will be dealt with in accordance with your Investment

¹ WRAP fees are, in general, one-half of one percent higher than the corresponding NON-WRAP fees given in this instant Form ADV 2A. They are explained in detail in the WRAP brochure. They too are negotiable.

Advisory Contract, as altered; however, if such alteration results in a situation in which NIA becomes custodian of any client fees, then those fees shall be forfeited as an early termination fee.

Pension Consulting Services Fees

Asset-Based Fees for Pension Consulting

Total Assets Under Management	Annual Fee
\$50,000 - \$1,000,000	1.00%
\$1,000,001 - \$2,500,000	0.90%
\$2,500,001 - \$3,500,000	0.80%
\$3,500,001 - \$10,000,000	0.70%
\$10,000,001 - AND UP	0.50%

The advisory fee is calculated using the value of the assets on the last business day of the prior billing period.

These fees are generally negotiable, and the final fee schedule is attached as Exhibit II of the pension consulting agreement.

Clients may terminate the agreement without penalty for a full refund of NIA 's fees within five business days of signing the Investment Advisory Contract. Thereafter, clients may terminate the pension consulting agreement generally with 14 days' written notice. NIA bills based on the balance on the first day of the billing period.

Financial Planning Fees

Fixed Fees

The negotiated fixed rate for creating client financial plans is between \$250 and \$2,500.

Hourly Fees

The negotiated hourly fee for these services is between \$100 and \$250.

Clients may terminate the agreement without penalty, for full refund of NIA 's fees, within five business days of signing the Financial Planning Agreement. Thereafter, clients may terminate the Financial Planning Agreement generally upon written notice.

B. Payment of Fees

Payment of Portfolio Management Fees

Asset-based portfolio management fees are withdrawn directly from the client's accounts with client's written authorization on a quarterly basis. Fees are paid in advance. (In rare cases this may result in a refund of a de minimis amount. An explanation of such can be found in § 5.D of the instant Form ADV 2A.

Payment of Pension Consulting Fees

Asset-based pension consulting fees are withdrawn directly from the client's accounts with client's written authorization on a quarterly basis. Fees are paid in advance.

Payment of Financial Planning Fees

Financial planning fees are paid via check.

Fixed financial planning fees are paid in arrears upon completion.

Hourly financial planning fees are paid in arrears upon completion.

C. Client Responsibility for Third Party Fees

Clients are responsible for the payment of all third-party fees (i.e. custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by NIA. Please see Item 12 of this brochure regarding broker-dealer/custodian.

D. Prepayment of Fees

NIA collects certain fees in advance and certain fees in arrears, as indicated above. Refunds for fees paid in advance will be returned within fourteen days to the client via check, or return deposit back into the client's account.

For all asset-based fees paid in advance, the fee refunded will be equal to the balance of the fees collected in advance minus the daily rate* times the number of days elapsed in the billing period up to and including the day of termination. (*The daily rate is calculated by dividing the annual asset-based fee rate by 365.)

E. Outside Compensation For the Sale of Securities to Clients

Moss Joseph Kaufman is a registered representative of a broker-dealer and an insurance agent and in these roles, accepts compensation for the sale of investment products to NIA clients.

1. This is a Conflict of Interest

Supervised persons may accept compensation for the sale of investment products, including asset based sales charges or service fees from the sale of mutual funds to NIA 's clients. This presents a conflict of interest and gives the supervised person an incentive to recommend products based on the compensation received rather than on the client's needs. When recommending the sale of investment products for which the supervised persons receives compensation, NIA will document the conflict of interest in the client file and inform the client of the conflict of interest.

2. Clients Have the Option to Purchase Recommended Products From Other Brokers

Clients always have the option to purchase NIA recommended products through other brokers or agents that are not affiliated with NIA.

3. Commissions are not NIA 's primary source of compensation for advisory services

Commissions are not NIA 's primary source of compensation for advisory services.

4. Advisory Fees in Addition to Commissions or Markups

Advisory fees that are charged to clients are not reduced to offset the commissions or markups on investment products recommended to clients.

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

NIA does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7: Types of Clients

NIA generally provides advisory services to the following types of clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals

There is an account minimum of \$25,000, which may be waived by NIA in its discretion. In addition, on a non-discretionary basis (i.e., where NIA has no access to view clients' accounts or make trades therein), NIA also provides services to clients that:

- ❖ Are or are associated with pension plans, who may be billed on an hourly or a one-time asset-based basis, or
- ❖ Are interested in planning services only, on an hourly rate.

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

A. Methods of Analysis and Investment Strategies

Methods of Analysis

NIA 's methods of analysis include Cyclical analysis, Fundamental analysis, Modern portfolio theory and Quantitative analysis.

Cyclical analysis involves the analysis of business cycles to find favorable conditions for buying and/or selling a security.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Modern portfolio theory is a theory of investment that attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, each by carefully choosing the proportions of various asset.

Quantitative analysis deals with measurable factors as distinguished from qualitative considerations such as the character of management or the state of employee morale, such as the value of assets, the cost of capital, historical projections of sales, and so on.

Investment Strategies

NIA uses long term trading. NIA also offers mutual funds, traditional equities, and tailors its strategies to the goals of the particular client.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear. The Client Agrees to advise NIA of the maximum risk level he or she is willing to bear, that is, the maximum amount of asset loss that the Client would be able to bear without unduly effecting his ability to properly conduct business or meet his life goals.

B. Material Risks Involved

Methods of Analysis

Cyclical analysis assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are two-fold: 1) the markets do not always repeat cyclical patterns; and 2) if too many investors begin to implement this strategy, then it changes the very cycles these investors are trying to exploit.

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Modern portfolio theory assumes that investors are risk averse, meaning that given two portfolios that offer the same expected return, investors will prefer the less risky one. Thus, an investor will take on increased risk only if compensated by higher expected returns. Conversely, an investor who wants higher expected returns must accept more risk. The exact trade-off will be the same for all investors, but different investors will evaluate the trade-off differently based on individual risk aversion characteristics. The implication is that a rational investor will not invest in a portfolio if a second portfolio exists with a more favorable risk-expected return profile – i.e., if for that level of risk an alternative portfolio exists which has better expected returns.

Quantitative analysis Investment strategies using quantitative models may perform differently than expected as a result of, among other things, the factors used in the models, the weight placed on each factor, changes from the factors' historical trends, and technical issues in the construction and implementation of the models.

Investment Strategies

Long term trading is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

C. Risks of Specific Securities Utilized

Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below (leaving aside Treasury Inflation Protected/Inflation Linked Bonds) are not guaranteed or insured by the FDIC or any other government agency.

Mutual Funds: Investing in mutual funds carries the risk of capital loss and thus you may lose money investing in mutual funds. All mutual funds have costs that lower investment returns. The funds can be of bond "fixed income" nature (lower risk) or stock "equity" nature.

Equity investment generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry conditions and the general economic environments.

Fixed income investments generally pay a return on a fixed schedule, though the amount of the payments can vary. This type of investment can include corporate and government debt securities, leveraged loans, high yield, and investment grade debt and structured products, such as mortgage and other asset-backed securities, although individual bonds may be the best-known type of fixed income security. In general, the fixed income market is volatile and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk, liquidity risk, call risk, and credit and default risks for both issuers and counterparties. The risk of default on treasury inflation protected/inflation linked bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal. Risks of investing in foreign fixed income securities also include the general risk of non-U.S. investing described below.

Exchange Traded Funds (ETFs): An ETF is an investment fund traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Areas of concern include the lack of transparency in products and increasing complexity, conflicts of interest and the possibility of inadequate regulatory compliance. Precious Metal ETFs (e.g., Gold, Silver, or Palladium Bullion backed “electronic shares” not physical metal) specifically may be negatively impacted by several unique factors, among them (1) large sales by the official sector which own a significant portion of aggregate world holdings in gold and other precious metals, (2) a significant increase in hedging activities by producers of gold or other precious metals, (3) a significant change in the attitude of speculators and investors.

Real estate funds (including REITs) face several kinds of risk that are inherent in the real estate sector, which historically has experienced significant fluctuations and cycles in performance. Revenues and cash flows may be adversely affected by: changes in local real estate market conditions due to changes in national or local economic conditions or changes in local property market characteristics; competition from other properties offering the same or similar services; changes in interest rates and in the state of the debt and equity credit markets; the ongoing need for capital improvements; changes in real estate tax rates and other operating expenses; adverse changes in governmental rules and fiscal policies; adverse changes in zoning laws; the impact of present or future environmental legislation and compliance with environmental laws.

Annuities are a retirement product for those who may have the ability to pay a premium now and want to guarantee they receive certain monthly payments or a return on investment later in the future. Annuities are contracts issued by a life insurance company designed to meet requirement or other long-term goals. An annuity is not a life insurance policy. Variable annuities are designed to be long-term investments, to meet retirement and other long-range goals. Variable annuities are not suitable for meeting short-term goals because substantial taxes and insurance company charges may apply if you withdraw your money early. Variable annuities also involve investment risks, just as mutual funds do.

Venture capital funds invest in start-up companies at an early stage of development in the interest of generating a return through an eventual realization event; the risk is high as a result of the uncertainty involved at that stage of development.

Non-U.S. securities present certain risks such as currency fluctuation, political and economic change, social unrest, changes in government regulation, differences in accounting and the lesser degree of accurate public information available.

Past performance is not indicative of future results. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Item 9: Disciplinary Information

A. Criminal or Civil Actions

There are no criminal or civil actions to report other than one single civil action to which; NIA is a named plaintiff. More to the point: it is not disciplinary in nature.

B. Administrative Proceedings

There are no disciplinary administrative proceedings to report.

C. Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

Item 10: Other Financial Industry Activities and Affiliations

A. Registration as a Broker/Dealer or Broker/Dealer Representative

As a registered representative of IFG Inc., Moss Joseph Kaufman accepts compensation for the sale of securities.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither NIA nor its representatives are registered as or have pending applications to become either a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor or an associated person of the foregoing entities.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Moss Joseph Kaufman is a registered representative of Independent Financial; Group, Inc. and from time to time, will offer clients advice or products from those activities. Clients should be aware that these services pay a commission or other compensation and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. NIA always acts in the best interest of the client, including with respect to the sale of commissionable products to advisory clients. Clients are in no way required to implement the plan through any representative of NIA in such individual's capacity as a registered representative.

Moss Joseph Kaufman is a tax preparer (that is: he is registered as an enrolled agent with the IRS and has a PTIN ["Preparer's Tax ID Number"]) and, from time to time, may offer clients advice or products from those activities and clients should be aware that these services may involve a conflict of interest. NIA always acts in the best interest of the client and clients are in no way required to utilize the services of any representative of NIA in connection with such individual's activities outside of NIA.

Moss Joseph Kaufman is a licensed insurance agent with Crump Life Insurance Services, and from time to time, will offer clients advice or products from those activities. Clients should be aware that these services pay a commission or other compensation and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. NIA always acts in the best interest of the client; including the sale of commissionable products to advisory clients. Clients are in no way required to utilize the services of any representative of NIA about such individual's activities outside of NIA.

D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections

NIA does not utilize nor select third-party investment advisers. All assets are managed by NIA management.

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

A. Code of Ethics

NIA has a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual

Review, and Sanctions. NIA 's Code of Ethics is available free upon request to any client or prospective client.

B. Recommendations Involving Material Commercial Interests

NIA does not recommend that clients buy or sell any security in which a related person to NIA or NIA has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of NIA may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of NIA to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. NIA will always document any transactions that could be construed as conflicts of interest and will never engage in trading that operates to the client's disadvantage when similar securities are being bought or sold.

D. Trading Securities At/Around the Same Time as Clients' Securities

From time to time, representatives of NIA may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of NIA to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, NIA will never engage in trading that operates to the client's disadvantage if representatives of NIA buy or sell securities at or around the same time as clients.

Item 12: Brokerage Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

Our firm does not maintain custody of client assets (although our firm may be deemed to have custody of client assets if give the authority to withdraw assets from client accounts. See 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:

- 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

Schwab generally does not charge a separate for custody services but is compensated by charging commissions or other fees to clients on trades that are executed or that settle into the Schwab account. In addition to commissions, 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.

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.

With respect to the Program, our firm does not pay SWIA fees for its services in the Program so long as our firm maintains \$100 million in client assets in accounts at Schwab that are not enrolled in the Program. If our firm does not meet this condition, then our firm will pay SWIA an annual fee of 0.10% (10 basis points) on the value of our client

assets in the Program. This fee arrangement gives our firm an incentive to recommend or require that clients with accounts not enrolled in the Program be maintained with Schwab.

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.

B. Aggregating (Block) Trading for Multiple Client Accounts

NIA does not aggregate or bunch the securities to be purchased or sold for multiple clients. This may result in less favorable prices, particularly for illiquid securities or during volatile market conditions.

Item 13: Review of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

All client accounts for NIA 's advisory services provided on an ongoing basis are reviewed at least Quarterly by Moss J Kaufman, President, about clients' respective investment policies and risk tolerance levels. All accounts at NIA are assigned to this reviewer.

All financial planning accounts are reviewed upon financial plan creation and plan delivery by Moss J Kaufman, President. Financial planning clients are provided a one-time financial plan concerning their financial situation. After the presentation of the plan, there are no further reports. Clients may request additional plans or reports for a fee.

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

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

With respect to financial plans, NIA's services will generally conclude upon delivery of the financial plan.

C. Content and Frequency of Regular Reports Provided to Clients

Each client of NIA's advisory services provided on an ongoing basis will receive a quarterly report detailing the client's account, including assets held, asset value, and calculation of fees. This written report will come from the custodian.

Each financial planning client will receive the financial plan upon completion.

Item 14: Client Referrals and Other Compensation

A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)

NIA does not receive any economic benefit, directly or indirectly from any third party for advice rendered to NIA's clients.

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. brokerage services.

B. Compensation to Non – Advisory Personnel for Client Referrals

In accordance with Rule 206 (4)-1 of the Investment Advisers Act of 1940, our firm does not provide cash or non-cash compensation directly or indirectly to unaffiliated persons for testimonials or endorsements (which include client referrals).

Item 15: Custody

NIA does not maintain physical custody of client assets (which are maintained by a qualified custodian, as discussed above). Regardless, NIA ensures that all of 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.

Item 16: Investment Discretion

NIA provides discretionary and non-discretionary investment advisory services to clients. The advisory contract established with each client sets forth the discretionary authority for trading. Where investment discretion has been granted, NIA generally manages the client's account and makes investment decisions without consultation with the client as to when the securities are to be bought or sold for the account, the total amount of the securities to be bought/sold, what securities to buy or sell, or the price per share. In some instances, NIA's discretionary authority in making these determinations may be limited by conditions imposed by a client (in investment guidelines or objectives, or client instructions otherwise provided to NIA).

Item 17: Voting Client Securities (Proxy Voting)

NIA will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

Item 18: Financial Information

A. Balance Sheet

NIA neither requires nor solicits prepayment of more than \$1,200 in fees per client, six months or more in advance, and therefore is not required to include a balance sheet with this brochure. Please note, however, that prepayment of fees in advance is performed on a quarter (three-month) basis based on the individual clients' assets under management on the previous end-of-quarter's computation date, which date may slightly vary from investment to investment. (For example, a swap based on an LSE-listed equity may have a different computation date than its corresponding ADR, or a simple NYSE-listed equity.)

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither NIA nor its management has any financial condition that is likely to reasonably impair NIA's ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

NIA has not been the subject of a bankruptcy petition in the last ten years.