



**ESTATE PLANNING**  
♦ PROFESSIONALS ♦

**Firm Brochure**

(Part 2A of Form ADV)

**921 Eastwind Drive, Suite 101**

**Westerville, OH 43081**

**Ph: 614-888-2230**

**Fax: 614-888-3611**

**[www.epp.cc](http://www.epp.cc)**

**[michael@epp.cc](mailto:michael@epp.cc)**

This brochure provides information about the qualifications and business practices of Eastwind Capital, LLC dba Estate Planning Professionals. If you have any questions about the contents of this brochure, please contact us at: 614-888-2230, or by email at: [michael@epp.cc](mailto:michael@epp.cc). 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 Estate Planning Professionals is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)

1/14/2011

## Material Changes

---

### **Annual Update**

The Material Changes section of this brochure will be updated annually when material changes occur since the previous release of the Firm Brochure.

---

### **Material Changes since the Last Update**

The U.S. Securities and Exchange Commission issued a final rule in July 2010 requiring advisers to provide a Firm Brochure in narrative “plain English” format. The new final rule specifies mandatory sections and organization. Since the last update the assets under management by Estate Planning Professionals has changed from \$87 million to \$178 million.

---

### **Full Brochure Available**

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: 614-888-2230 or by email at: [michael@epp.cc](mailto:michael@epp.cc).

# Table of Contents

<b>Material Changes.....</b>	<b>i</b>
Annual Update.....	i
Material Changes since the Last Update .....	i
Full Brochure Available .....	i
<b>Advisory Business.....</b>	<b>1</b>
Firm Description.....	1
Principal Owners.....	1
Types of Advisory Services .....	1
Tailored Relationships .....	2
Types of Agreements .....	2
Financial Planning Agreement.....	2
Advisory Service Agreement.....	3
Sub-Advisory Services.....	5
Selection of Other Advisors.....	5
Limited Pension Consulting Services .....	6
Asset Management.....	7
Termination of Agreement.....	8
<b>Fees and Compensation.....</b>	<b>8</b>
Description.....	8
Fee Billing .....	8
Other Fees.....	8
Past Due Accounts and Termination of Agreement .....	9
<b>Performance-Based Fees .....</b>	<b>9</b>
Sharing of Capital Gains .....	9
<b>Types of Clients .....</b>	<b>9</b>
Description.....	9
Account Minimums.....	9

<b>Methods of Analysis, Investment Strategies and Risk of Loss .....</b>	<b>9</b>
Methods of Analysis .....	9
Investment Strategies.....	10
Risk of Loss .....	10
<b>Disciplinary Information .....</b>	<b>11</b>
Legal and Disciplinary .....	11
<b>Other Financial Industry Activities and Affiliations .....</b>	<b>11</b>
Financial Industry Activities/Affiliations.....	11
<b>EPP may also engage in the purchase of other registered investment advisers; however, a minority amount of time is spent devoted to this business activity.....</b>	<b>11</b>
<b>Code of Ethics, Participation or Interest in Client Transactions and Personal Trading .....</b>	<b>12</b>
Code of Ethics .....	12
Participation or Interest in Client Transactions .....	12
Personal Trading.....	12
<b>Brokerage Practices.....</b>	<b>12</b>
Selecting Brokerage Firms.....	12
Best Execution .....	13
Soft Dollars .....	13
Order Aggregation.....	13
<b>Review of Accounts .....</b>	<b>13</b>
Periodic Reviews .....	13
Review Triggers.....	13
Regular Reports .....	13
<b>Client Referrals and Other Compensation.....</b>	<b>14</b>
Incoming Referrals .....	14
Referrals Out .....	14
<b>Custody.....</b>	<b>14</b>
Account Statements .....	14

Performance Reports.....	14
<b>Investment Discretion .....</b>	<b>14</b>
Discretionary Authority for Trading .....	14
Limited Power of Attorney.....	15
<b>Voting Client Securities .....</b>	<b>15</b>
Proxy Votes .....	15
<b>Financial Information .....</b>	<b>15</b>
Financial Condition.....	15
<b>Business Continuity Plan .....</b>	<b>15</b>
General .....	15
Disasters .....	15
Alternate Offices.....	16
Loss of Key Personnel.....	16
<b>Information Security Program.....</b>	<b>16</b>
Information Security .....	16
Privacy Notice.....	16
<b>Brochure Supplement (Part 2B of Form ADV) .....</b>	<b>18</b>
Education and Business Standards.....	18
P. Michael Valley II (CEO and CCO) .....	18
David Lennox .....	19
Nicholas Spangler.....	20
Lowell Thomas Flethcer .....	21

## **Advisory Business**

---

### **Firm Description**

Estate Planning Professionals, ("EPP") was founded in 2008.

EPP provides personalized confidential financial planning and investment management to individuals, pension and profit sharing plans, trusts, estates, charitable organizations and small businesses. Advice is provided through consultation with the client and may include: determination of financial objectives, identification of financial problems, cash flow management, tax planning, insurance review, investment management, education funding, retirement planning, and estate planning.

EPP is a fee-based financial planning and investment management firm. The firm does not sell annuities, insurance, stocks, bonds, mutual funds, limited partnerships, or other commissioned products. The firm is affiliated with entities that sell financial products or securities. No finder's fees are accepted.

Investment advice is an integral part of financial planning. In addition, EPP advises clients regarding cash flow, college planning, retirement planning, tax planning and estate planning.

Investment advice is provided, with the client making the final decision on investment selection. EPP does not act as a custodian of client assets. The client always maintains asset control. EPP places trades for clients under a limited power of attorney.

A written evaluation of each client's initial situation is provided to the client, often in the form of a net worth statement. Periodic reviews are also communicated to provide reminders of the specific courses of action that need to be taken. More frequent reviews occur but are not necessarily communicated to the client unless immediate changes are recommended.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) are engaged directly by the client on an as-needed basis. Conflicts of interest will be disclosed to the client in the unlikely event they should occur.

---

### **Principal Owners**

P. Michael Valley is a 100% stockholder.

---

### **Types of Advisory Services**

EPP provides investment supervisory services, also known as asset management services and furnishes investment advice through consultations

On more than an occasional basis, EPP furnishes advice to clients on matters not involving securities, such as financial planning matters, taxation issues, and trust services that often include estate planning.

As of 1/14/2011, EPP manages approximately \$179 million in assets on a discretionary basis for approximately 2963 accounts.

---

**Tailored Relationships**

The goals and objectives for each client are documented in our client relationship management system. Investment policy statements are created that reflect the stated goals and objective. Clients may impose restrictions on investing in certain securities or types of securities.

Agreements may not be assigned without client consent.

---

**Types of Agreements**

The following agreements define the typical client relationships.

---

**Financial Planning Agreement**

Financial Planning services will typically involve providing a variety of services, principally advisory in nature, to clients regarding the management of their financial resources based upon an analysis of their individual needs. An investment adviser representative will first conduct a complimentary initial consultation. During or after the initial consultation, if the client decides to engage EPP for financial planning services, additional meetings will be conducted during which pertinent information about the client's financial circumstances and objectives is collected. Once such information has been reviewed and analyzed, a written financial plan designed to achieve the client's stated financial goals and objectives will be produced and presented to the client. The primary objective of this process is to allow EPP to assist the client in developing a strategy for the successful management of income, assets and liabilities in meeting the client's financial goals and objectives.

Financial plans are based on the client's financial situation at the time the plan is presented and are based on the financial information disclosed by the client EPP. Clients are advised that certain assumptions may be made with respect to interest and inflation rates and the use of past trends and performance of the market and economy. Past performance is in no way an indication of future performance. EPP cannot offer any guarantees or promises that the client's financial goals and objectives will be met. As the client's financial situation, goals, objectives, or needs change, the clients must notify EPP promptly.

EPP may offer financial planning services on a complimentary basis if the client retains EPP to provide portfolio management services. However, EPP may, in its

sole discretion, charge a negotiable fee for financial planning services of \$200 per hour which shall be due and payable upon completion of the services rendered. An estimate of the total cost will be determined at the start of the advisory relationship. In limited circumstances, the cost/time could potentially exceed the initial estimate. In such cases, EPP will notify the Client and may request that the client approve the additional fee. Under no circumstances will EPP charge in excess of \$500 and for six months or more in advance. Generally, clients who retain EPP for Portfolio Management Services are not charged additional fees for financial planning services; however, EPP reserves the right to charge its regular or a reduced hourly rate, depending on client circumstance. EPP will also waive any financial planning fee if the client elects to purchase Insurance products through P. Michael Valley Insurance Agency, Inc., an affiliated insurance company.

---

### **Advisory Service Agreement**

Eastwind Capital, LLC dba Estate Planning Professionals (hereinafter "EPP") offers investment advisory services to individuals, trusts, estates, charitable organizations, pension and profit sharing plans, corporations, and other business entities. EPP's services and fee arrangements are described in the following pages.

#### **Portfolio Management Services Specialized Strategic Stock Platform**

EPP provides discretionary portfolio management services where the investment advice provided is tailored to meet the needs and investment objectives of the client. At the inception of the relationship, EPP will gather relevant information from the client such as the client's risk tolerance, investment objectives and financial profile and will recommend an initial portfolio to the client. Pursuant to a grant of discretionary authority, subject to any written guidelines or restrictions the client may set, EPP executes transactions without further approval from the client. Once the portfolio is constructed, EPP provides continuous supervision and rebalancing to the portfolio as changes in market conditions and client circumstances may require. Clients who participate in the Platform will have their accounts custodied at TD Ameritrade.

For Specialized Strategic Platform Accounts, clients will be charged an annualized fee of 2.0%, billed monthly in arrears, based on the account asset value at the end of the month. Minimum to open account is \$50,000. Client will also pay trade costs with TD Ameritrade.

#### **FTJ Fund Choice**

EPP provides discretionary portfolio management services via the FTJ Fund Choice, a registered investment adviser with the United States Securities & Exchange Commission. Clients will be placed in the FTJ Fund Choice MarketTrend Strategies whereby EPP will recommend model asset allocation portfolios developed by EPP in



conjunction with a group of independent money managers. EPP will periodically re-balance the model portfolios and client's accounts will be automatically re-balanced according to the model.

For MarketTrend Platform Accounts, clients will be charged an amount equal to 150 basis points annually, multiplied by the average daily value of the assets under management in the Client's Account. Client will be responsible for any custodial fees, with a maximum of \$60. The Client shall pay the Fee monthly in arrears. If Client's Account was not open for the entire month, the Fee will be pro-rated based on the number of days the Account was open.

For FTJ Fund Choice Accounts, clients will be charged a non-negotiable annualized fee of 1.4%, billed monthly in arrears, based on the average daily balance for prior month. Minimum to open account is \$5,000.

### **MarketTrend Platform**

EPP provides discretionary management services for the MarketTrend Platform. The MarketTrend Platform is a series of strategies using stocks, ETF's, mutual funds, CD's bonds and various other investment vehicles in the account.

For MarketTrend Platform Accounts, clients will be charged an amount equal to 150 basis points annually, multiplied by the average daily value of the assets under management in the Client's Account. Client will be responsible for any custodial fees, with a maximum of 25 basis points. The Client shall pay the Fee monthly in arrears. If Client's Account was not open for the entire month, the Fee will be pro-rated based on the number of days the Account was open.

### **Equity Trends Portfolios**

The Equity Trends portfolios are based on an actively managed asset allocation process. Upon establishing the clients risk tolerance and investment objectives, the client is then placed in a customized model portfolio of mutual funds. The mutual funds that are placed in the client portfolios go through an extensive screening process that takes into account both quantitative and qualitative analysis. The portfolio is then both actively and tactically managed based on the client's asset allocation and current market conditions. These models are managed on a discretionary basis at 175 basis points plus trading fees. The Client shall pay the Fee monthly in arrears. If Client's Account was not open for the entire month, the Fee will be pro-rated based on the number of days the Account was open.

In addition, EPP may at its discretion, distribute a portion of the advisory fee to other advisors, based on the advisor's total assets under management that their firm has in the MarketTrend Platform. This fee will be paid as an advisory fee. The client

is also responsible for miscellaneous transaction fees, including trading, wire and check re-ordering fees.

Payment of EPP's management fees will be paid directly to EPP by the qualified custodian holding the client's funds and securities, provided the client supplies written authorization permitting the fees to be paid directly from the account. EPP will not have access to client funds for payment of fees without written consent by the client. Further, the qualified custodian agrees to deliver an account statement, at least quarterly, directly to the client, showing all disbursements from the account. The client is encouraged to review all account statements for accuracy. EPP will receive a duplicate copy of the statement that was delivered to the client.

EPP or the client may terminate the client agreement within five days of the date of acceptance without penalty to the client. After the five-day period, either party, upon notice to the other, may terminate the client agreement. Fees will be assessed pro rata in the event the client agreement is executed or terminated at any time other than the first day of the month.

---

### **Sub-Advisory Services**

EPP also provides investment advice to unaffiliated investment advisers and banking institutions whereby EPP provides model portfolios which the third party institutions make available to their clients. In these circumstances, EPP will not have an advisory relationship with and will not provide personalized investment advice to the institution's clients. It will be the responsibility of the third parties to recommend and monitor various model portfolios for their individual clients. EPP will monitor the model portfolios on a continuous basis, and make changes to the model as necessary. The fees and fee paying arrangement are negotiable and vary depending on the client relationship.

---

### **Selection of Other Advisors**

EPP may refer its clients to various third-party investment advisers for asset management services. After gathering information about a client's financial situation and investment objectives, an investment adviser representative of EPP may assist the client in selecting a particular third-party adviser/program. EPP utilizes a number of factors in determining which third-party investment advisers to refer clients to including, but not limited to performance, investment objectives, fees and methods of analysis. Third party investment advisers to which EPP refers its clients may not achieve the best rate of returns or charge the lowest fees in comparison to other third-party advisers.

Fees paid by the client to third-party investment advisers are established and payable in accordance with the Form ADV Part II or other equivalent disclosure document provided by each third-party investment adviser to whom EPP refers its

clients, and may or may not be negotiable. As a referral fee, EPP will receive a portion of the third-party investment adviser's fee which the third-party investment adviser charges the client. Clients who are referred to third-party investment advisers will receive full disclosure, including services rendered and fee schedules, at the time of the referral, by delivery of a copy of the relevant third-party investment adviser's Form ADV Part II or equivalent disclosure document. EPP will monitor the performance of the third party investment adviser on at least a quarterly basis and will make recommendations as necessary.

Clients will be required to sign investment advisory agreements with the third-party investment adviser of the program selected. The client or third-party investment adviser, in accordance with the provisions of those agreements, may terminate the advisory relationship.

---

**Limited Pension Consulting Services**

EPP may also provide pension consulting services to qualified plans and participants. Such advice may include determining the appropriate retirement plan for the employer/participants, retirement plan design, arranging for documentation and third-party administration, individualized investment advice to plan participants, employee enrollment, and other services.

EPP charges a negotiable fee dependent upon the value of participant's accounts, with a maximum of 1.4% annually. Frequency of billing will depend on the plan sponsors custodian. EPP may also provide advice on the selection and monitoring of a plan's menu of investments for an annual fee which shall be determined by EPP and the plan sponsor.

EPP or the client may terminate the pension consulting agreement within five days of the date of acceptance without penalty to the client. After the five-day period, either party, upon 30 days written notice to the other, may terminate the pension consulting agreement.

These accounts are regulated under the Employee Retirement Income Securities Act ("ERISA"). EPP will provide pension consulting services to the client as described above. The participant must make the ultimate decision as to what investment option to select for their individual account. The client is free to seek independent advice about the appropriateness of any recommended services for the plan.

---

**Defined Contribution and Defined Benefit Consulting Services**

EPP may also provide Defined Contribution Plan and Defined Benefit Plan Consulting and or Advisor Services to qualified retirement plans and participants. Our services include but are not limited to; analysis and evaluation of existing plans, recommending methods and procedures to optimize current plans, designing and reviewing investment policy statements, measuring and quantifying risks to plan

fiduciaries, managing the request for proposal process, advising on the selection of a new plan provider or third party administrator, evaluating education programs and procedures, advising on regulatory changes and program enhancements, and educating and advising plan participants.

EPP may accept co-fiduciary status by serving on retirement plan committees or boards.

EPP may serve as a co-fiduciary by recommending investments or investment options within a plan to other co-fiduciaries or investment committees or boards, and monitoring those investment options to ensure adherence to the investment policy statement.

EPP may serve as a discretionary fiduciary by selecting investments or investment options within and plan and monitoring those investment options to ensure adherence to the investment policy statement.

EPP charges a fee for service, and may charge a fee for any of the above services. The fee is dependent upon the scope of service provided and may be paid by corporations, employers, or participants. Frequency of billing may be one time, monthly, quarterly, semi-annually, or annually and may be billed to corporations, plan providers, third party administrators, or investment management companies.

EPP or the client may terminate any consulting agreement within five days of the date of acceptance without penalty to the client. After the five day period, either party, upon 30 days written notice to the other, may terminate the consulting agreement.

---

### **Asset Management**

Assets are invested primarily in no-load or low-load mutual funds and exchange-traded funds, usually through discount brokers or fund companies. Fund companies charge each fund shareholder an investment management fee that is disclosed in the fund prospectus. Discount brokerages may charge a transaction fee for the purchase of some funds.

Stocks and bonds may be purchased or sold through a brokerage account when appropriate. The brokerage firm charges a fee for stock and bond trades. EPP does not receive any compensation, in any form, from fund companies.

Investments may also include: equities (stocks), warrants, corporate debt securities, commercial paper, certificates of deposit, municipal securities, investment company securities (variable life insurance, variable annuities, and mutual funds shares), U. S. government securities, options contracts, futures contracts, and interests in partnerships.

Initial public offerings (IPOs) are not available through EPP.

---

**Termination of Agreement**

A Client may terminate any of the aforementioned agreements at any time by notifying EPP in writing and paying the rate for the time spent on the investment advisory engagement prior to notification of termination. If the client made an advance payment, EPP will refund any unearned portion of the advance payment.

EPP may terminate any of the aforementioned agreements at any time by notifying the client in writing. If the client made an advance payment, EPP will refund any unearned portion of the advance payment.

**Fees and Compensation**

---

**Description**

EPP bases its fees on a percentage of assets under management, hourly charges, and solicitor fees from third party money managers.

Financial plans are priced according to the degree of complexity associated with the client's situation.

Fees are negotiable.

---

**Fee Billing**

Investment management fees are billed monthly, in arrears, meaning that we invoice you after the month billing period has ended. Payment in full is expected upon invoice presentation. Fees are usually deducted from a designated client account to facilitate billing. The client must consent in advance to direct debiting of their investment account.

---

**Other Fees**

Custodians may charge transaction fees on purchases or sales of certain mutual funds and exchange-traded funds. These transaction charges are usually small and incidental to the purchase or sale of a security. The selection of the security is more important than the nominal fee that the custodian charges to buy or sell the security.

EPP, in its sole discretion, may waive its minimum fee and/or charge a lesser investment advisory fee based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with clients, etc.).

---

**Past Due Accounts and Termination of Agreement**

EPP reserves the right to stop work on any account that is more than 15 days overdue. In addition, EPP reserves the right to terminate any financial planning engagement where a client has willfully concealed or has refused to provide pertinent information about financial situations when necessary and appropriate, in EPP's judgment, to providing proper financial advice. Any unused portion of fees collected in advance will be refunded within 15 days.

## **Performance-Based Fees**

---

**Sharing of Capital Gains**

Fees are not based on a share of the capital gains or capital appreciation of managed securities.

EPP does not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to the client.

## **Types of Clients**

---

**Description**

EPP generally provides investment advice to individuals, banks or thrift institutions, pension and profit sharing plans, trusts, estates, or charitable organizations, and corporations or business entities.

Client relationships vary in scope and length of service.

---

**Account Minimums**

The minimum account size is \$50,000 to open an account in the Specialized Strategic Stock Program.

The minimum account size is \$5,000 to open an account in the FTJ Fund Choice.

EPP has the discretion to waive the account minimum.

## **Methods of Analysis, Investment Strategies and Risk of Loss**

---

**Methods of Analysis**

Security analysis method used by EPP is fundamental and technical analysis.

The main sources of information include financial newspapers and magazines, research materials prepared by others, corporate rating services, annual reports,

prospectuses, filings with the Securities and Exchange Commission, and company press releases.

---

### **Investment Strategies**

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time. Each client executes an Investment Policy Statement and/or Risk Tolerance that documents their objectives and their desired investment strategy.

Strategies may include long-term purchases, short-term purchases, trading, and option writing (including covered options, uncovered options or spreading strategies).

---

### **Risk of Loss**

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks:

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **Reinvestment Risk:** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.



- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

## **Disciplinary Information**

---

### **Legal and Disciplinary**

The firm and its employees have not been involved in legal or disciplinary events related to past or present investment clients.

## **Other Financial Industry Activities and Affiliations**

---

### **Financial Industry Activities/Affiliations**

P. Michael Valley Insurance Agency, Inc., d/b/a Estate Planning Professionals, is an affiliated licensed insurance agency. Associated persons of EPP, in their capacity as insurance agents with P. Michael Valley Insurance Agency, Inc., may affect transactions in insurance products for clients and earn commissions for these activities. EPP expects that clients to whom it offers advisory services may also be clients who purchase insurance products through EPP's affiliated insurance company.

Clients are hereby advised that the fees paid to EPP for advisory services are separate and distinct from the commissions earned by P. Michael Valley Insurance Agency, Inc. and/or its insurance agents for placing the client in insurance products. Clients to whom EPP offers advisory services are informed that they are under no obligation to use P. Michael Valley Insurance Company, Inc. and/or its insurance agents for insurance services and may use the insurance firm and agent of their choosing.

Generally, associated persons of EPP, devote at least 30% of their time to insurance activities.

EPP may also engage in the purchase of other registered investment advisers; however, a minority amount of time is spent devoted to this business activity.



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

---

### **Code of Ethics**

The employees of EPP have committed to a Code of Ethics that is available for review by clients and prospective clients upon request. The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

### **Participation or Interest in Client Transactions**

EPP and its employees may buy or sell securities that are also held by clients. Employees may not trade their own securities ahead of client trades. Employees comply with the provisions of the EPP *Compliance Manual*.

### **Personal Trading**

The Chief Compliance Officer of EPP is P. Michael Valley II. He reviews all employee trades each quarter. His trades are reviewed by an IAR off EPP. The personal trading reviews ensure that the personal trading of employees does not affect the markets, and that clients of the firm receive preferential treatment. Since most employee trades are small mutual fund trades or exchange-traded fund trades, the trades do not affect the securities markets.

## **Brokerage Practices**

---

### **Selecting Brokerage Firms**

EPP may recommend the use of a particular broker-dealer or may utilize a broker-dealer of the client's choosing. EPP will select appropriate brokers based on a number of factors including but not limited to their relatively low transaction fees and reporting ability. EPP relies on its broker to provide its execution services at the best prices available. Clients pay for any and all custodial fees in addition to the advisory fee charged by EPP.

#### **DIRECTED BROKERAGE**

In circumstances where a client directs EPP to use a certain broker-dealer, EPP still has a fiduciary duty to its clients. The following may apply with Directed Brokerage: EPP's inability to negotiate commissions, to obtain volume discounts, there may be a disparity in commission charges among clients, and potential conflicts of interests arising from brokerage firm referrals.

EPP does not receive fees or commissions from any of these arrangements.

---

**Best Execution**

EPP reviews the execution of trades at each custodian each quarter. The review is documented in the EPP *Compliance Manual*. Trading fees charged by the custodians is also reviewed on a quarterly basis. EPP does not receive any portion of the trading fees.

---

**Soft Dollars**

EPP utilizes the services of custodial broker dealers. Economic benefits are received by EPP which would not be received if EPP did not give investment advice to clients. These benefits include: A dedicated trading desk, a dedicated service group and an account services manager dedicated to EPP's accounts, ability to conduct "block" client trades, electronic download of trades, balances and positions, duplicate and batched client statements, and the ability to have advisory fees directly deduct from client accounts.

---

**Order Aggregation**

Most trades are mutual funds or exchange-traded funds where trade aggregation does not garner any client benefit.

## Review of Accounts

---

**Periodic Reviews**

Account reviews are performed annually by investment team. Account reviews are performed more frequently when market conditions dictate.

---

**Review Triggers**

Other conditions that may trigger a review are changes in the tax laws, new investment information, and changes in a client's own situation.

---

**Regular Reports**

Account reviewers are members of the firm's Investment Committee. They are instructed to consider the client's current security positions and the likelihood that the performance of each security will contribute to the investment objectives of the client.

Clients receive periodic communications on at least an annual basis. *Advisory Service Agreement* clients, *Investment Management* clients, and *Retainer Agreement* clients receive written quarterly updates. The written updates may include a net worth statement, portfolio statement, tax return (if the client requests tax preparation

services), and a summary of objectives and progress towards meeting those objectives.

## **Client Referrals and Other Compensation**

---

### **Incoming Referrals**

EPP has been fortunate to receive many client referrals over the years. The referrals came from current clients, estate planning attorneys, accountants, employees, personal friends of employees and other similar sources. The firm does not compensate referring parties for these referrals.

---

### **Referrals Out**

EPP receives solicitor fees from third party money managers.

## **Custody**

---

### **Account Statements**

All assets are held at qualified custodians, which means the custodians provide account statements directly to clients at their address of record at least quarterly.

---

### **Performance Reports**

Clients are urged to compare the account statements received directly from their custodians to the performance report statements provided by EPP.

## **Investment Discretion**

---

### **Discretionary Authority for Trading**

EPP accepts discretionary authority to manage securities accounts on behalf of clients. EPP has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. However, EPP consults with the client prior to each trade to obtain concurrence if a blanket trading authorization has not been given.

The client approves the custodian to be used and the commission rates paid to the custodian. EPP does not receive any portion of the transaction fees or commissions paid by the client to the custodian on certain trades.

Discretionary trading authority facilitates placing trades in your accounts on your behalf so that we may promptly implement the investment policy that you have approved in writing.

---

**Limited Power of Attorney**

A limited power of attorney is a trading authorization for this purpose. You sign a limited power of attorney so that we may execute the trades that you have approved.

**Voting Client Securities**

---

**Proxy Votes**

EPP does not vote proxies on securities. Clients are expected to vote their own proxies.

When assistance on voting proxies is requested, EPP will provide recommendations to the Client. If a conflict of interest exists, it will be disclosed to the Client.

**Financial Information**

---

**Financial Condition**

EPP does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients.

A balance sheet is not required to be provided because EPP does not serve as a custodian for client funds or securities, and does not require prepayment of fees of more than \$1,200 per client, and six months or more in advance.

**Business Continuity Plan**

---

**General**

EPP has a Business Continuity Plan in place that provides detailed steps to mitigate and recover from the loss of office space, communications, services or key people.

---

**Disasters**

The Business Continuity Plan covers natural disasters such as snow storms, hurricanes, tornados, and flooding. The Plan covers man-made disasters such as loss of electrical power, loss of water pressure, fire, bomb threat, nuclear emergency, chemical event, biological event, T-1 communications line outage, Internet outage, railway accident and aircraft accident. Electronic files are backed up daily and archived offsite.

---

**Alternate Offices**

Alternate offices are identified to support ongoing operations in the event the main office is unavailable. It is our intention to contact all clients within five days of a disaster that dictates moving our office to an alternate location.

---

**Loss of Key Personnel**

EPP has signed a Business Continuation Agreement with another financial advisory firm to support EPP in the event of P. Michael Valley II's serious disability or death.

## **Information Security Program**

---

**Information Security**

EPP maintains an information security program to reduce the risk that your personal and confidential information may be breached.

---

**Privacy Notice**

EPP is committed to maintaining the confidentiality, integrity and security of the personal information that is entrusted to us.

The categories of nonpublic information that we collect from you may include information about your personal finances, information about your health to the extent that it is needed for the financial planning process, information about transactions between you and third parties, and information from consumer reporting agencies, e.g., credit reports. We use this information to help you meet your personal financial goals.

With your permission, we disclose limited information to attorneys, accountants, and mortgage lenders with whom you have established a relationship. You may opt out from our sharing information with these nonaffiliated third parties by notifying us at any time by telephone, mail, fax, email, or in person. With your permission, we share a limited amount of information about you with your brokerage firm in order to execute securities transactions on your behalf.

We maintain a secure office to ensure that your information is not placed at unreasonable risk. We employ a firewall barrier, secure data encryption techniques and authentication procedures in our computer environment.

We do not provide your personal information to mailing list vendors or solicitors. We require strict confidentiality in our agreements with unaffiliated third parties that require access to your personal information, including financial service companies, consultants, and auditors. Federal and state securities regulators may review our Company records and your personal records as permitted by law.

Personally identifiable information about you will be maintained while you are a client, and for the required period thereafter that records are required to be maintained by federal and state securities laws. After that time, information may be destroyed.

We will notify you in advance if our privacy policy is expected to change. We are required by law to deliver this *Privacy Notice* to you annually, in writing.

## Brochure Supplement (Part 2B of Form ADV)

---

### Education and Business Standards

EPP requires that IAR's meet all examination or experience requirements of the state(s) and/or jurisdiction(s) in which the individual provides advisory services.

---

### P. Michael Valley II (CEO and CCO)

Educational Background:

- Date of birth: 5/14/1956
- Ohio University, Attended 1974-1977 and 1978-1979
- Ohio Dominican College, Attended 1978

Business Experience:

- Eastwind Capital. LLC dba Estate Planning Professionals; Member/Investment Advisor Representative, 03/200/ to Present
- Estate Planning Professional, Owner/Insurance Agent 06/1991 to Present
- American Equity Investment Corp, Registered Representative, 04/2009 to 12/2010
- Wall Street Financial Group, Inc. , Registered Representative, 09/2006 to 08/2008
- Geneos Wealth Management, Inc., Registered Representative, 06/2005 to 09/2006
- Brecek & Young Advisors, Inc, Registered Representative, 03/2001 to 06/2005

Disciplinary Information: None

Other Business Activities: P. Michael Valley is an insurance agent of Estate Planning Professionals.

Additional Compensation: He will receive compensation in the form of commissions from insurance companies for the insurance products he sells.

---

**David Lennox****Educational Background:**

- Date of birth: 11/14/1957
- Eastern Michigan University, BA in Management, 1980

**Business Experience:**

- Eastwind Capital, LLC dba Estate Planning Professionals, Investment Advisor Representative, 05/2008 to Present
- Estate Planning Professionals, Insurance Sales Representative, 06/1991 to Present
- Wall Street Financial Group, Inc. Registered Representative, 09/2006 to 08/2008
- Geneos Wealth Management, Inc. Registered Representative, 03/2001 to 06/2005
- Brecek & Young Advisors, Inc.

**Disciplinary Information:** None

**Other Business Activities:** David Lennox is an insurance agent of Estate Planning Professionals.

**Additional Compensation:** He will receive compensation in the form of commissions from the insurance companies for the insurance products he sells.

**Supervision:**

David Lennox is supervised by P. Michael Valley II, CCO. He reviews David's work through frequent office interactions as well as remote interactions. He also reviews David's activities through our client relationship management system.

P. Michael Valley's contact information:  
614-888-2230 michael@epp.cc



---

**Nicholas Spangler****Educational Background:**

- Date of birth: 06/04/1981
- Northern Kentucky University, BBS in Finance, 2004

**Business Experience:**

- Eastwind Capital, LLC dba Estate Planning Professionals, Investment Advisor Representative, 09/2009 to Present
- Estate Planning Professionals, Director of Trading, 04/2009 to Present
- FTJ FundChoice, LLC, Investment Analyst, 08/2004 to 03/2009
- Fidelity Security Life, Investment Analyst, 08/2004 to 03/2009
- National Pension & Group Consultants, Registered Representative, 12/2006 to 04/2009

**Disciplinary Information:** None

Nicholas Spangler is Director of Trading of Estate Planning Professionals.

**Additional Compensation:** He will receive compensation in the form of commissions from the insurance companies for the insurance products he sells.

**Supervision:**

Nicholas Spangler is supervised by P. Michael Valley II, CCO. He reviews Nicholas' work through frequent office interactions as well as remote interactions. He also reviews Nicholas' activities through our client relationship management system.

P. Michael Valley's contact information:  
614-888-2230 michael@epp.cc

---

**Lowell Thomas Flethcer****Educational Background:**

- Date of birth: 08/03/1970
- Wayland Baptist University, BS in Business Administration, 2001

**Business Experience:**

- Eastwind Capital, LLC dba Estate Planning Professionals, Investment Advisor Representative, 09/2010 to Present
- Wachovia Securities, LLC, Financial Consultant, 12/2006 to 09/2010
- Merrill Lynch, Pierce, Fenners & Smith, Inc., Financial Advisor, 09/2001 to 12/2006
- U.S. Air Force, Combat Arms Instructor, 09/1991 to 09/2001

Disciplinary Information: None

Additional Compensation: None

**Supervision:**

Lowell Fletcher is supervised by P. Michael Valley II, CCO. He reviews Lowell's work through frequent office interactions as well as remote interactions. He also reviews Lowell's activities through our client relationship management system.

P. Michael Valley's contact information:  
614-888-2230 michael@epp.cc

---

**Shawn Michael Areseneau, CFP****Educational Background:**

- Date of birth: 09/18/1971
- Lincoln Christian College, Associates of Arts in Bible, 1992
- Certified Financial Planner (CFP) 2005

**Business Experience:**

- Eastwind Capital, LLC dba Estate Planning Professionals, Investment Advisor Representative, 09/2010 to Present
- Self Employed, Insurance Agent, 07/2001 to Present
- PMV Management, Director of Marketing, 03/2010 to 09/2010
- Unemployed, 09/2009 to 03/2010
- Sonic Drive Inn, General Manager, 02/2008 to 09/2009
- The Harvest Company, Investment Advisor, 01/2000 to 02/2008
- Utility Marketing, Sales Representative, 01/1999 to 07/2001
- Guardian Investor Services Corporation, Agent/Broker, 07/1997 to 05/2001
- Park Avenue Securities, LLC, Registered Representative, 05/1999 to 05/2001
- Guardian Life Insurance Co. of America, Field Representative, 01/1997 to 05/2001

Disciplinary Information: None

Additional Compensation: None

**Supervision:**

Shawn Areseneau is supervised by P. Michael Valley II, CCO. He reviews Shawn's work through frequent office interactions as well as remote interactions. He also reviews Shawn's activities through our client relationship management system.

P. Michael Valley's contact information:  
614-888-2230 michael@epp.cc

---

**Edward Gerard Siddell****Educational Background:**

- Date of birth: 04/01/1967
- Western Carolina University; 1989

**Business Experience:**

- Eastwind Capital, LLC dba Estate Planning Professionals, Investment Advisor Representative, 11/2010 to Present
- EGSI, Owner/Insurance Agent, 08/2002 to Present
- Greenbook, IAR, 01/2005 to 11/2010
- American Investment, IAR, 10/2009 to 11/2010
- Xelan Financial Planning, IAR, 10/2020 to 12/2004
- OFG, Vice President, 01/1995 to 08/2002

Disciplinary Information: None

Additional Compensation: He will receive compensation in the form of commissions from the insurance companies for the insurance products he sells.

**Supervision:**

Edward Siddell is supervised by P. Michael Valley II, CCO. He reviews Edward's work through frequent office interactions as well as remote interactions. He also reviews Edward's activities through our client relationship management system.

P. Michael Valley's contact information:  
614-888-2230 michael@epp.cc