

Item 1 – Cover Page

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This brochure provides information about the qualifications and business practices of Bazis & Young Investment Group LLC. If you have any questions about the contents of this brochure, please contact Duane R. Bazis Jr. at (402) 965-3334. 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 Bazis & Young Investment Group LLC is also available on the Internet at www.adviserinfo.sec.gov. You can view firm information on this website by searching for Bazis & Young Investment Group LLC's name or by searching using the firm's CRD number: 148605.

*Registration as an investment advisor does not imply a certain level of skill or training.

Item 2 – Material Changes

In January of 2016 Bazis and Young Investment Group LLC. reached the level of Assets Under Management where it is now eligible to request registration with the U.S. Securities and Exchange Commission.

We will ensure that you receive a summary of material changes, if any, to this and subsequent disclosure brochures within 120 days after our fiscal year ends. Our fiscal year ends on December 31 so you will receive the summary of material changes, if any, no later than April 30 each year. At that time we will also offer a copy of the most current disclosure brochure. We may also provide other ongoing disclosure information about material changes as necessary.

Item 3 – Table of Contents

Item 1 – Cover Page	1
Item 2 – Material Changes	2
Item 3 – Table of Contents	3
Item 4 – Advisory Business	5
General Description of Primary Advisory Services	5
Financial Planning	5
Consulting Services	5
Tailor Advisor Services to Individual Needs of Clients	5
Participation in Wrap Fee Programs	5
Client Assets Managed by Advisor	6
Item 5 – Fees and Compensation	6
Financial Planning	6
Financial Plans	6
Wealth Consulting Services	7
Other Affiliations and General Information	7
Asset Management Services	6
Comparable Services	8
Item 6 – Performance-Based Fees and Side-By-Side Management	8
Item 7 – Types of Clients	8
Minimum Investment Amounts Required	8
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss	8
Methods of Analysis	8
Fundamental	9
Charting	9
Investment Strategies	9
Primary Method of Analysis or Strategy	10
Risk of Loss	10
Primary Recommend One Type of Security	11
Item 9 – Disciplinary Information	11
Item 10 – Other Financial Industry Activities and Affiliations	11
Insurance Sales	12
Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading	12
Code of Ethics Summary	12
Participation in Client Transactions and Personal Trading	13
Item 12 – Brokerage Practices	13
Trade Allocation	14
Block Trades	14
Trade Errors	14
Item 13 – Review of Accounts	15
Account Reviews	15
Account Reports	15
Item 14 – Client Referrals and Other Compensation	15
Client Referrals	15
Other Compensation	15
Item 15 – Custody	15
Item 16 – Investment Discretion	16

Item 17 – Voting Client Securities	16
Item 18 – Financial Information.....	16
Class Action Lawsuits	17
Privacy Policy	17

Item 4 – Advisory Business

Bazis & Young Investment Group LLC (“Advisor” or “we”) is a registered investment advisor that is transitioning its primary regulatory authority from the state of Nebraska to the U.S. Securities and Exchange Commission. It is a limited liability company formed under the laws of the State of Nebraska and solely owned by Duane R. Bazis.

General Description of Primary Advisory Services

We offer personalized advisory services including financial planning and asset management services. The following are brief descriptions of our primary services. A detailed description of our services is provided in **Item 5 – Fees and Compensation** so that clients and prospective clients (“clients” or “you”) can review the services and description of fees.

Asset Management Services

Our Asset Management Services are offered through our Private Portfolio Management Program (“PPM”) which is a wrap-fee program through which Bazis and Young Investment Group LLC provide investment supervisory services to clients and prospective clients.

Financial Planning

Financial planning can be described as helping individuals determine and set their long-term financial goals, through investments, tax planning, asset allocation, risk management, retirement planning and other areas. The role of a financial planner is to find ways to help clients understand their overall financial situation and help them set financial objectives.

We offer planning services in the form of full and modular (segmented) financial plans. These services do not involve actively managing client accounts. Instead, full planning services focus on a client’s overall financial situation. Modular planning services and consultations (both one-time and on-going) focus on specific areas of client concern.

Consulting Services

In addition, we offer consultation services on a variety of topics of interest or concern to clients. The services are offered on an hourly basis.

Tailor Advisor Services to Individual Needs of Clients

Our services are always provided based on your specific needs. You have the ability to impose restrictions on your accounts, including specific investment selections and sectors. However, we will not enter into an investment advisor relationship with a prospective client whose investment objectives may be considered incompatible with our investment philosophy or strategies or where the prospective client seeks to impose unduly restrictive investment guidelines.

Participation in Wrap Fee Programs

We provide asset management services. See Wrap Fee Brochure Form ADV 2A Appendix for a full description of this service.

Client Assets Managed by Advisor

The amount of clients assets managed by Advisor totaled \$102,022,785 as of December 31, 2015, \$81,729,036 on a discretionary basis and \$20,293,749 on a non-discretionary basis.

Item 5 – Fees and Compensation

In addition to the information provide in *Item 4 – Advisory Business*, this section provides additional details regarding our firm's services along with descriptions of each service's fees and compensation arrangements.

Asset Management Services

See Wrap Program Brochure PT 2A Appendix

Financial Planning

Financial Plans

We offer financial planning and consulting services to that can be full and focus on your overall financial goals and objectives or can be modular and focus on your specific needs or areas of concern. Our objective is to coordinate the advice provided so that your goals are prioritized, organized, tax managed and working together to fit your risk and long term performance expectations.

We collect information and documentation from you that is necessary to perform the requested financial planning services. We rely on the information provided by you. Therefore, it is important the information you provide is complete and accurate. Neither we nor our investment advisor representatives ("representatives") are responsible for verifying the information you provide. In addition, if authorized by you, we gather information or documentation from your other professionals and are expressly authorized to rely on that information provided. We may work together with tax professionals, estate planning professionals, and investment professionals to formulate your plan. We urge you to work closely with your attorney, accountant or other professionals regarding your financial and personal situation.

Typically, we provide full and modular financial planning services for a fixed fee ranging from \$1,000 to \$15,000. Fees are negotiable and based on the level and scope of services requested (including expectations, goals and preferences), the complexity of your financial situation and your relationship and history with us. You may also request that we bill for our services at the rate of \$240 per hour for Duane Bazis, \$175 per hour for junior advisors, and \$75 per hour for administration services performed by Mary Bazis. Fees are billed in advance and due at the time the client agreement is signed. If an hourly fee is charged, we provide you with an estimate of anticipated hours need to complete the requested plan. You are billed the actual time needed to complete the plan. If we over-estimated, you receive a refund of the unearned fees. If we under-estimated, you are billed for additional fees due to us. After presentation of the written plan, we provide you with a billing statement detailing the fees earned, the refund due to you or the fees due from you.

Financial planning services terminate upon presentation of the plan. Either party may terminate services prior to completion by providing written notice to the other party. Termination is effective upon receipt of the notice. If notice is received within 5 days of signing the client agreement, services are terminated

without penalty. You are responsible for the actual time expended on the requested plan by us prior to the effective date of termination. For both fixed and hourly fees, we prorate our earned fees at the blended rate reflecting which employee participated in the plan and the rate applicable to their service. We provide you with a billing statement detailing the fees earned, any refund due to you or any additional fees due from you.

Wealth Consulting Services

We also offer consulting services that are more general in nature than financial plans and typically focus on a specific area of concern to you. Consulting services may be single meeting or multiple-meeting events and can include, but are not limited to:

- Reviews of your current financial plan, tax strategies, asset allocation, risk level and performance
- Insurance and estate issues
- Business valuations
- Pension consulting services to qualified plans
- Balance sheet and financing options referrals to third party experts. An hourly fee for consultation and ongoing service coordinating paperwork with lender is applicable.

We charge hourly fees for consulting services at the rate of \$240 per hour for Duane Bazis, \$175 per hour for junior advisors Ben Bazis and Rich McGinness, and \$75 for administrative by Mary Bazis. Fees are billed in advance and due at the time the client agreement is signed. We provide you with an estimate of anticipated hours need to complete the requested consultations. If we over-estimated, you receive a refund of the unearned fees. If we under-estimated, you are billed for additional fees due to us. You have sole discretion as to how long consultations last and you are billed the actual time expended on the consultations. After consultations are completed, we provide you with a billing statement detailing the fees earned, the refund due to you or the fees due from you.

Services terminate upon completion of the requested consultations. Either party may terminate services prior to completion by providing written notice to the other party. Termination is effective upon receipt of the notice. If notice is received within 5 days of signing the client agreement, services are terminated without penalty. You are responsible for the actual time expended on the consultations provided to the effective date of termination. We provide you with a billing statement detailing the fees earned, any refund due to you or any additional fees due from you.

Other Affiliations and General Information

Some of our representatives may also be licensed insurance agents. If you elect to purchase insurance products through our representatives in this separate capacity, they may earn commissions. This situation represents a conflict of interest because our representatives could receive fees for the advice and also receive commissions for implementing the recommendations in their separate capacities as insurance agents. You are not obligated in any manner to implement our advice or to implement through our representatives as insurance agents.

Although financial planning and consulting services are provided with the intention that you will implement our recommendations through us, you are not obligated to do so. You retain discretion over implementing decisions relating to financial planning and consulting services and are free to accept or reject any of our recommendation. If you elect to have our representatives implement the advice

provided as part of the financial planning or consulting services through the other programs offered by us and described elsewhere in this Disclosure Brochure. If implemented, we and our representatives could earn additional fees or our representative could earn commissions in their separate capacities as insurance agents.

It is your responsibility to notify us if there are any changes in your financial situation or investment objectives so that we can work with you to determine if the changes affect our advice to you. Together, we determine whether we wish to engage us to review, evaluate and revise our previous recommendations.

Comparable Services

We believe our fees for advisory services are reasonable with respect to the services provided and the fees charged by other investment advisors offering similar services. However, lower fees for comparable services may be available from other sources.

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

Performance-based fees are defined as fees based on a share of capital gains on or capital appreciation of the assets held in a client's account. We do not receive performance-based fees.

Item 7 – Types of Clients

We provide investment advice to the following types of clients:

- Individuals (including high-net worth individuals)
- Investment companies
- Pension and profit sharing plans
- Trusts, estates, or charitable organizations
- Corporations or business entities other than those listed above

Minimum Investment Amounts Required

To establish a PPM account, there is a minimum initial account value of \$1,000,000, although this minimum may be waived under certain circumstances (i.e., potential additional deposits, family relationships, referral sources, etc.).

Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis

We use fundamental and charting analysis when considering investment strategies and recommendations for clients.

Fundamental

Fundamental analysis is a method of evaluating a company or security by attempting to measure its intrinsic value. In other words, fundamental analysts try to determine its true value by looking at all aspects of the business, including both tangible factors (e.g., machinery, buildings, land, etc.) and intangible factors (e.g., patents, trademarks, "brand" names, etc.). Fundamental analysis also involves examining related economic factors (e.g., overall economy and industry conditions, etc.), financial factors (e.g., company debt, interest rates, management salaries and bonuses, etc.), qualitative factors (e.g., management expertise, industry cycles, labor relations, etc.), and quantitative factors (e.g., debt-to-equity and price-to-equity ratios).

The end goal of performing fundamental analysis is to produce a value that an investor can compare with the security's current price in hopes of figuring out what sort of position to take with that security (underpriced = buy, overpriced = sell or short). This method of security analysis is considered to be the opposite of technical analysis. Fundamental analysis is about using real data to evaluate a security's value. Although most analysts use fundamental analysis to value stocks, this method of valuation can be used for just about any type of security.

Charting

Charting is a technical analysis that charts the patterns of stocks, bonds and commodities to help determine buy and sell recommendations for clients. It is a way of gathering and processing price and volume information in a security by applying mathematical equations and plotting the resulting data onto graphs in order to predict future price movements. A graphical historical record assists the analyst in spotting the effect of key events on a security's price, its performance over a period of time and whether it is trading near its high, near its low or in between. Chartists believe that recurring patterns of trading, commonly referred to as indicators, can help them forecast future price movements.

Investment Strategies

The investment strategies we use when implementing investment advice include:

- Long term purchases (securities held at least a year.)
- Short term purchases (securities sold within a year.)
- Trading (securities sold within 30 days.)
- Short sales (Borrowing securities in anticipation of a price decline and returning an equal number of securities at some future time.)
- Margin transactions (Investor pays for part of the purchase and borrows the rest from a brokerage firm; e.g., investor buys \$5,000 worth of stock in a margin account by paying for \$2,500 and borrowing \$2,500 from a brokerage firm. Clients cannot borrow stock from Advisor.)
- Option writing (Including covered options, uncovered options or spreading strategies.) (Note: options are contracts giving the purchaser the right to buy or sell a security, such as stocks, at a fixed price within a specific period of time.)

We gather information from financial newspapers and magazines, inspection of corporate activities, research materials prepared by others, corporate ratings services, annual reports, prospectuses and filings with the Securities and Exchange Commission and company press releases.

Primary Method of Analysis or Strategy

Our primary method of analysis or strategy is asset allocation--determining the percentages of stocks, bonds and cash relative to your risk profile, tax situation and investment horizon. Stocks are core long term equity holdings and weighted in close correlation to S&P sectors. Strategic equity positions are used to overweight or underweight S&P sectors relative to undervaluation or overvaluation estimates in sections based on fundamental research. Bond positions are laddered in maturity. Separate bond purchases are in A rated or better municipal, U.S. Government agencies and U.S. Treasury issues.

See also, **Item 5, Fees and Compensation**, for additional discussion on our strategy and analysis methods when managing assets.

Risk of Loss

Investing in securities involves a risk of loss that you should be prepared to bear, including loss of your original principal. However, you should be aware that past performance of any security is not necessarily indicative of future results. Therefore, you should not assume that future performance of any specific investment or investment strategy will be profitable. We do not provide any representation or guarantee that your goals will be achieved. Further, depending on the different types of investments, there may be varying degrees of risk:

- **Market Risk.** Either the market as a whole, or the value of an individual company, goes down, resulting in a decrease in the value of client investments. This is referred to as systemic risk.
- **Equity (Stock) Market Risk.** Common stocks are susceptible to fluctuations and to volatile increases/decreases in value as their issuers' confidence in or perceptions of the market change. Investors holding common stock (or common stock equivalents) of any issuer are generally exposed to greater risk than if they hold preferred stock or debt obligations of the issuer.
- **Company Risk.** There is always a certain level of company or industry specific risk when investing in stock positions. This is referred to as unsystematic risk and can be reduced through appropriate diversification. There is the risk that a company may perform poorly or that its value may be reduced based on factors specific to it or its industry (e.g., employee strike, unfavorable media attention).
- **Options Risk.** Options on securities may be subject to greater fluctuations in value than investing in the underlying securities. Purchasing and writing put or call options are highly specialized activities and involve greater than ordinary investment risk. Puts and calls are the right to sell or buy a specified amount of an underlying asset at a set price within a set time.
- **Fixed Income Risk.** Investing in bonds involves the risk that the issuer will default on the bond and be unable to make payments. In addition, individuals depending on set amounts of periodically paid income face the risk that inflation will erode their spending power. Fixed-income investors receive set, regular payments that face the same inflation risk.
- **ETF and Mutual Fund Risk.** ETF and mutual fund investments bear additional expenses based on a pro-rata share of operating expenses, including potential duplication of management fees. The risk of owning an ETF or mutual fund generally reflects the risks of owning the underlying

securities held by the ETF or mutual fund. Clients also incur brokerage costs when purchasing ETFs.

- **Management Risk.** Your investments also vary with the success and failure of our investment strategies, research, analysis and determination of portfolio securities. If our strategies do not produce the expected returns, the value of your investments will decrease.

When you purchase securities, you may pay for the securities in full or borrow part of the purchase price from your account custodian or clearing firm. If you borrow part of the purchase price then you are engaging in margin transactions and there is risk involved with this. The securities held in your margin account are collateral for the custodian or clearing firm that loaned you the money. If those securities decline in value, then the value of the collateral supporting your loan also declines. As a result, the brokerage firm is required to take action in order to maintain the necessary level of equity in your account. The brokerage firm may issue a margin call and/or sell other assets in your account.

It is important that you fully understand the risks involved in trading securities on margin, including:

- You can lose more funds than you deposit in your margin account
- The account custodian or clearing firm can force the sale of securities or other assets in your account
- The account custodian or clearing firm can sell your securities or other assets without contacting you
- You are not entitled to choose which securities or other assets in your margin account may be liquidated or sold to meet a margin call
- The account custodian or clearing firm may move securities held in your cash account to your margin account and pledge the transferred securities
- The account custodian or clearing firm can increase its "house" maintenance margin requirements at any time and are not required to provide you advance written notice
- You are not entitled to an extension of time on a margin call

Primary Recommend One Type of Security

We do not recommend any specific security to clients. Instead, we recommend any product that may be suitable for each client relative to their specific circumstances and needs.

Item 9 – Disciplinary Information

We have no legal or disciplinary events that are material to your evaluation of our business or the integrity of our management. Therefore, this item is not applicable to our brochure.

Item 10 – Other Financial Industry Activities and Affiliations

We are not and do not have a related person that is:

- A broker/dealer, municipal securities dealer or government securities dealer or broker

- An investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or “hedge fund,” and offshore fund)
- Other investment advisor or financial planner
- A futures commission merchant, commodity pool operator or commodity trading advisor
- A banking or thrift institution
- Accountant or accounting firm
- A lawyer or law firm
- A pension consultant
- A real estate broker or dealer
- A sponsor or syndicator of limited partnerships

We are an independent registered investment registered advisor and only provide investment advisory services. We are not engaged in any other business activities and offer no other services except those described in this Disclosure Brochure. However, while we do not sell products or services other than investment advice, our representatives may sell other products or provide services outside of their role as investment advisor representatives with us.

Insurance Sales

Some of our representatives are also independently licensed to sell insurance products through various insurance companies. When acting in this capacity, they may receive fees or commissions for selling these products. You are under no obligation to direct insurance transactions to insurance companies with which our representatives may be licensed. Suitable insurance and investment products may be available from other companies.

Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading

Code of Ethics Summary

Federal and state rules and regulations require all investment advisers to establish, maintain and enforce a Code of Ethics. We have established a Code of Ethics that applies to all of our associated persons. An investment adviser is considered a fiduciary and, as a fiduciary, it is an investment adviser’s responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of clients at all times. We have a fiduciary duty to all clients. This fiduciary duty is considered the core underlying principle for our Code of Ethics, which also covers our insider trading and personal securities transactions policies and procedures. Advisor requires all supervised persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Once employed by or affiliated with us, and at least annually thereafter, all supervised persons sign an acknowledgement that they have read, understand and agree to comply with our Code of Ethics. We have the responsibility to make sure that the interests of all clients are placed ahead of our own investment interests. Full disclosure of all material facts and potential conflicts of interest is provided to you prior to any services being conducted. We and our supervised persons must conduct business in an honest, ethical and fair manner and avoid all circumstances that might negatively affect or appear to affect its duty of complete loyalty to all clients. This disclosure is provided to give all clients a summary of our Code of Ethics. However, if you wish to review our Code of Ethics in its entirety, a copy is provided promptly upon request.

Participation in Client Transactions and Personal Trading

Either we or our representatives or associated persons may buy or sell for our personal accounts investment products identical to those recommended to clients. This creates a potential conflict of interest. It is our express policy that all persons associated in any manner with us must place the interests of our clients ahead of their own when implementing personal investments. We will not buy or sell securities for our personal account(s) where our decision is derived, in whole or in part, by information obtained as a result of employment unless the information is also available to the investing public upon reasonable inquiry. In order to minimize this conflict of interest, securities recommended by Bazis & Young Investment Group are widely held and publicly traded.

Item 12 – Brokerage Practices

If you wish to implement our advice, you are free to select any broker/dealer or investment advisor you wish and are so informed. If we assist you in implementing any recommendations, we have a duty to ensure that you receive the best execution possible. Best execution does not necessarily mean the lowest price but includes the overall services received from a broker/dealer.

You should understand that not all investment advisors require the use of a particular broker/dealer. While we attempt to seek best execution for client accounts, we may be unable to achieve the most favorable execution of your transactions if you direct the use of a specific custodian. There may be other platforms that are less expensive and may provide faster execution capabilities.

If you wish to implement our advice through our PPM LPL Financial, LLC and member of FINRA and SIPC and/or TD Ameritrade Institutional a division of TD Ameritrade Inc. member of FINRA and SIPC will be the primary custodians recommended. We recommend broker/dealers and custodians that we feel provide services in a manner and at a cost that allows us to meet our duty of best execution.

While there is no direct linkage between the investment advice given to clients and our recommendation of a broker dealer; those firms may provide economic benefits to us that are not provided if you select another broker/dealer or account custodian. These benefits may include:

- Negotiated costs for transaction implementation
- A dedicated trade desk that services participants exclusively
- A dedicated service group and an account services manager dedicated to our accounts
- Access to a real-time order matching system
- Ability to “block” client trades
- Electronic download of trades, balances and position information
- The ability to have investment advisory fees deducted directly from client accounts;
- Access to an electronic communications network for client order entry and account information;
- Access to mutual funds that generally require significantly higher minimum initial investments or are generally only available to institutional investors.
- Access, for a fee, to an electronic interface with the account custodian’s software
- Duplicate and batched client statements
- Confirmations and year-end reports.

While we recommend broker dealers or custodians, you are free to select any broker, dealer or custodian you wish. As previously discussed, we may be limited in the broker, dealers or custodians where you are allowed to maintain your managed account. Your direction to use a particular broker, dealer, or custodian must be provided in writing. When you direct the use of a particular broker, dealer or other custodian, we may not be able to obtain the best prices and execution for the transaction. If you direct the use of a particular broker, dealer or custodian you may receive less favorable prices than would otherwise be the case if you had not designated a particular broker, dealer, or custodian. Further, you will not be able to participate in aggregate trades (i.e. block trades) and directed trades may be placed by us after effecting non-directed trades.

Trade Allocation

We generally allocate investment opportunities among eligible client accounts promptly and on an equitable basis. However, in some instances, we may encounter situations where it may be beneficial for one or more of our clients' accounts to purchase or sell a security where the investment opportunity is limited. In these situations, we allocate the opportunity among eligible client accounts. These allocation decisions are made in a timely manner (i.e., prior to placing the order). We do not place trades for our accounts or our supervised persons' accounts in a manner that is favorable over client accounts.

Block Trades

We generally implement transactions for client accounts independently, unless we decide to purchase or sell the same securities for several clients at approximately the same time. This process is referred to as aggregating orders, batch trading or block trading and is used by us when we believe such action may prove advantageous to clients. When we aggregate client orders, we allocate securities among client accounts on a fair and equitable basis. Typically, the process of aggregating client orders is done in order to achieve better execution, to negotiate more favorable commission rates or to allocate orders among clients on a more equitable basis in order to avoid differences in prices and transaction fees or other transaction costs that might be obtained when orders are placed independently. Under this procedure, transactions are averaged as to price and allocated among our clients in proportion to the purchase and sale orders placed for each client account on any given day. When we decide to aggregate client orders for the purchase or sale of securities, including securities in which we may invest, we do so in accordance with the parameters set forth in the SEC No-Action Letter, *SMC Capital, Inc.* We do not receive any additional compensation or remuneration as a result of aggregation.

Trade Errors

We have implemented procedures designed to prevent trade errors; however, trade errors in client accounts cannot always be avoided. Consistent with our fiduciary duty, it is our policy to correct trade errors in a manner that is in the best interest of the client. In cases where the client causes the trade error, the client is responsible for any loss resulting from the correction. Depending on the specific circumstances of the trade error, the client may not be able to receive any gains generated as a result of the error correction. In all situations where the client does not cause the trade error, the client is made whole and any loss resulting from the trade error is absorbed by us if we caused the error. If the error is caused by the broker-dealer, the broker-dealer is responsible for covering all trade error costs. If an investment gain results from the correcting trade, the gain remains in the client's account unless the same error involved other client account(s) that should also receive the gains. It is not permissible for all clients

to retain the gain. We may also confer with clients to determine if the client should forego the gain (e.g., due to tax reasons). We never benefit or profit from trade errors.

Item 13 – Review of Accounts

Account Reviews

Financial planning services terminate upon presentation of the plan or completion of the consultations and so no account reviews are performed. However, we recommend that you have your financial situation reviewed and updated at least annually. If you elect to have this review and update, a new client agreement is required and additional fees are charged.

Managed accounts (PPM) are reviewed daily. Each managed account is assigned a manager that is responsible for reviewing and monitoring the assets maintained in the account. Internal money managers use daily charting services and outside research to review the stock, bond and mutual fund positions to determine if any adjustments are needed to the model portfolios and to the separate portfolios.

While the calendar is the main triggering factor, reviews can also be conducted due to your request, due to a change in your circumstances, account holdings or investment objectives or due to unusual market activity or economic conditions.

Account Reports

You receive statements from your account custodian at least quarterly. Our firm does not provide account reports and/or statements.

Item 14 – Client Referrals and Other Compensation

Client Referrals

We do not directly or indirectly compensate anyone for referring clients to us.

Other Compensation

For additional discussion on other compensation received by Advisor, its owners or its representatives, please refer to **Additional Compensation** under **Item 5, Fees and Compensation** and **Item 12, Brokerage Practices**, for discussion about the services and products we may receive from LPL and or TD Ameritrade.

Item 15 – Custody

Custody, as it applies to investment advisors, has been defined as having access or control over client funds and/or securities, but does **not** include the ability to execute transactions in client accounts.

Custody is not limited to physically holding client funds and securities. If an investment advisor has the ability to access or control client funds or securities, the investment advisor is deemed to have custody for

purposes of the *Investment Advisers Act of 1940* and must ensure proper procedures are implemented. Please note that regulators have deemed the authorization to trade in client accounts to not be custody. However, we are deemed to have custody of client funds and securities whenever we are given the authority to have fees deducted directly from client accounts. Our procedures do **not** result in our maintaining custody of client funds and securities.

For accounts where we are deemed to have custody, we have established procedures to ensure all client funds and securities are held at a qualified custodian in a separate account for each client under that client's name. Clients or an independent representative of the client will direct, in writing, the creation of all accounts and therefore are aware of the qualified custodian's name, address and the manner in which the funds or securities are maintained. Finally, account statements are delivered directly from the qualified custodian to each client, or the client's independent representative, at least quarterly. Clients should carefully review those statements and are urged to compare the statements against reports received from us. When clients have questions about their account statements, they should contact us or the qualified custodian preparing the statement.

Item 16 – Investment Discretion

Asset management services through PPM and PM are provided on a non-discretionary or discretionary basis. If asset management services are provided on a non-discretionary basis, we always contact you before implementing any transactions in an account. If management services are provided on a discretionary basis, we make all decisions to buy, sell or hold securities, cash or other investments in the managed account in our sole discretion without consulting with you before implementing any transactions. You must provide us with written authorization to exercise this discretionary authority. You can impose restrictions on managing your accounts. If your accounts are managed on a non-discretionary basis, and we cannot reach you or you are slow to respond to us, it can have an adverse impact on the timing of trade implementations and we may not achieve the optimal trading price. You can impose restrictions on managing your accounts.

When discretionary authority is granted, it is limited. We do not have access to your funds and/or securities with the exception of having advisory fees deducted from your account and paid to us by the account custodian. Any fee deduction is done pursuant to your prior written authorization provided to the account custodian.

Item 17 – Voting Client Securities

We do not vote proxies on your behalf. You should read through the information provided in the proxy-voting documents and make a determination based on the information provided. If you request it, our representatives may provide limited clarifications of the issues presented based on their understanding of the issues presented in the materials. However, you have ultimate responsibility for making all proxy-voting decisions.

Item 18 – Financial Information

This item is not applicable to our brochure. We do not require or solicit prepayment of more than \$1200 in fees per client, six months or more in advance. Therefore, we are not required to include a balance

sheet for our most recent fiscal year. We are not subject to a financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients. Finally, we have not been the subject of a bankruptcy petition at any time.

Class Action Lawsuits

You retain the right under applicable securities laws to initiate individually a lawsuit or join a class-action lawsuit against the issuer of a security that was held, purchased or sold by or for you. We do not initiate such a legal proceeding on your behalf and do not provide legal advice to you regarding potential causes of action against such a security issuer and whether you should join a class-action lawsuit. We recommend that you seek legal counsel prior to making a decision regarding whether to participate in such a class-action lawsuit. Moreover, our services do not include monitoring or informing you of any potential or actual class-action lawsuits against the issuers of the securities that were held, purchased or sold by or for you.

Privacy Policy

Commitment to Your Private Information: We have a long standing policy of protecting the confidentiality and security information we collect about our clients. We do not, and will not, share non-public personal information about you ("Information") with outside third parties without your consent, except for the specific purposes described below. This notice is provided to describe the Information we may gather and the situations under which we may need to share it.

Why We Collect and How We Use Information. We limit the collection and use of Information within our firm to only those individuals associated or employed with us that must have Information to provide financial services to you. Such services include maintaining your accounts, processing transaction requests, providing financial planning, financial consultation and other services described in our Disclosure Brochure.

How We Gather Information. We get most Information directly from you when you provide us with information from any of the following sources:

- Applications or forms (for example: name, address, Social Security number, birth date, assets, income, financial history)
- Transactional activity in your account (for example: trading history and account balances)
- Information services and consumer reporting sources (for example: to verify your identity or to assess your credit history)
- Other sources with your consent (for example: your insurance professional, attorney, or accountant)

How We Protect Information. Our employees and affiliated persons are required to protect the confidentiality of Information and to comply with our stated policies. They may access Information only when there is an acceptable reason to do so, such as to service your account or provide you with financial services. Employees who violate our Privacy Policy are subject to disciplinary action up to and including termination from employment with us. We also maintain physical, electronic and procedural safeguards to protect information, which comply with applicable SEC, state and federal laws.

Sharing Information with Other Companies Permitted Under Law. We do not disclose Information obtained in the course of our practice except as required or permitted under law. Permitted disclosures include, for instance, providing information to unrelated third parties who need to know such Information in order to assist us with the providing services to you. Unrelated third parties may include broker/dealers, mutual fund companies, insurance companies and the custodian with which your assets are held. In such situations, we stress the confidential nature of information being shared.

Former Customers. Even if we cease to provide you with financial products or services, our Privacy Policy continues to apply to you and we continue to treat your non-public information with strict confidentiality.