

## **Firm Brochure**

(Part 2A of Form ADV)

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This brochure provides information about the qualifications and business practices of **Lenox Wealth Advisors, Inc.** If you have any questions about the contents of this brochure, please contact us at: (212) 231-9050. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”), or by any state securities authority.

Additional information about Lenox Wealth Advisors is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). References to our firm as a “registered investment adviser” or any reference to being “registered” does not imply a certain level of skill or training.

## **Item 2 - Material Changes**

At the time of our initial filing we did not have any assets under management (“AUM”). As of May 31, 2012, LWA has discretionary authority to manage \$203,000,000 of assets. The Material Changes section of this brochure will be updated annually to reflect material changes that have occurred since the previous release of the brochure. Whenever you would like to receive a complete copy of our brochure, please contact us by telephone at (212) 231-9050.

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## Item 4 - Advisory Business

Lenox Wealth Advisors, Inc. (“LWA”) provides investment management and wealth advisory services to high net worth individuals, families, trusts, not-for-profit organizations, and business entities. Our mission is to help our clients create a financially secure and fulfilling future. LWA acts as a fiduciary for its clients and takes that role very seriously, offering objective and unbiased wealth management services to investment management clients. Our goal is to address each client’s unique and individual needs and restrictions.

LWA is a corporation formed in the State of New York on March 10, 2011. Our company is wholly owned by National Financial Partners Corp. (“NFP”). David M. Carter and Stephanie Scherr Olson are the managing executive officers of LWA. Due to our recent launch, our firm currently has a limited operating history and investment performance record. LWA’s Chief Investment Officer has over 17 years of investment experience.

We provide (1) investment management services and (2) wealth advisory services to clients.

1. Investment Management Services: LWA provides discretionary and non-discretionary investment management services to clients. Fees are charged based upon an annual percentage of assets under management, as described below under “Fees and Compensation.”
2. Wealth Advisory Services: LWA provides a variety of analytical and administrative services to illuminate financial risks, establish investment strategy, and initiate actions with estate and/or tax professionals who also service our clients, where appropriate. We provide these services in conjunction with our investment management services and do not charge separately for them. They are included in the fees charged for the investment management services, as described further below.

LWA only provides investment advisory services as described in this brochure. We do not provide legal or tax advice nor does LWA act as a law, accounting or tax firm. LWA is not an insurance agency and does not offer insurance products or advice on insurance.

As of March 30, 2012, LWA had AUM of \$72,000,000, all of which is managed on a discretionary basis. LWA does not currently manage any assets on a non-discretionary basis.

Investment policy statements are created to reflect the strategy to be employed for each client as well as the client’s risk tolerance and investment objectives. A client may impose restrictions relative to investing in certain securities or types of securities, which will be set forth in their applicable investment policy statement.

We document the terms of our client relationships in a written Wealth Management {00000894.DOCX}

Agreement or other formal document appropriate to the circumstances (the “Agreement”), which describes the terms pursuant to which LWA provides services to its clients. Though LWA has a platform through which it generally offers its investment management services, under certain circumstances, we can amend the Agreement to accommodate unique situations, including amendments that dictate the terms of the discretionary or non-discretionary authority afforded to LWA or otherwise specify the treatment of certain securities or types of securities, in each case as agreed by the client and LWA.

The fees we charge for our services are set forth in the Agreement. Both the client and LWA can each terminate the Agreement by providing at least 30 days written notice to the other.

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

LWA has a fee schedule that is calculated as a percentage of a client’s AUM managed by our firm. Relative to providing discretionary management of investment accounts, LWA charges advisory fees based on an annual percentage of the client’s AUM generally according to the following schedules:

For equity and alternative investments, the fee schedule is typically as follows:

- 1.25% on the first \$1,000,000
- 1.22% on the next \$1,000,000
- 0.92% on the next \$3,000,000
- 0.82% on assets in excess of \$5,000,000

For fixed income investments, the fee schedule is typically as follows:

- 0.50% up to the first \$2,500,000
- 0.45% on the next \$2,500,000
- 0.40% on the next \$5,000,000
- 0.35% on assets in excess of \$10,000,000

The minimum account size is \$1,000,000 although this requirement may be waived from time to time in our discretion. All accounts at LWA are subject to a minimum annual fee of \$7,500. We may reduce or waive the minimum account size requirement based upon certain criteria such as anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition or negotiations with the client. However, clients who maintain an account size below the stated \$1,000,000 minimum may pay a higher percentage than set forth above based upon the stated minimum annual fee of \$7,500.

Annual advisory fees are payable in advance in quarterly installments at the beginning of each calendar quarter. The fee is based on the net market value of the client account on the last day of the prior quarter. The fee may be adjusted in the next billing cycle to account for net deposit changes. In certain circumstances LWA may

bill client accounts in arrears, also on a quarterly basis. While it is not LWA's general policy, we may negotiate fees on a client account different than those shown based upon certain criteria such as the size or complexity of a relationship, portfolio composition, type of assets, anticipated future additional assets, dollar amounts of assets to be managed or related accounts. Therefore, client relationships may exist where the fees are higher or lower than the fees described in the schedule above.

A client may terminate their Agreement by providing LWA at least 30 days' advance written notice to establish a termination date. The portfolio value at the end of the prior quarter would be the basis for the final fee computation, adjusted for the number of days during the billing quarter prior to termination. Any unearned fees paid in advance will be promptly refunded.

Investment management fees are billed quarterly, in advance. Therefore fees become due at the beginning of each three-month billing period. Clients will authorize LWA to debit fees directly from a designated client account. If fees are not, or cannot be, paid directly from a client's account they will be invoiced. In such cases, invoices are due and payable in full upon receipt.

Clients will enter into separate custodial/clearing agreements with the applicable custodian for their account. Custodians may charge separate custody fees and transaction fees on purchases or sales of securities, mutual funds and exchange-traded funds recommended by LWA. Such fees are charged by the custodian, paid at the time of the transaction and represent an additional expense to clients. Transaction charges are usually small and incidental to the purchase or sale of a security. Occasionally, for best execution purposes or other business reasons, LWA may choose a broker different from the client's custodian, and that broker may charge commission to execute the trade, which will be borne by the client. LWA is committed to achieving best execution and to minimizing trading and related costs. Please refer to the "Brokerage Practices" section of this brochure for more information on LWA's selection and review of brokers.

LWA may pay a referral fee to solicitors as described under the section titled "Client Referrals and Other Compensation." This fee is included in the advisory fee noted above. Clients referred to LWA through solicitors do not pay higher fees. Rather, the referral fee is deducted from LWA's advisor fee.

If a solicitor sells an investment product on a fee or commission basis to an LWA client, LWA will not charge an advisory fee for managing this asset, rather the value of this product will be excluded when calculating the advisory fee.

Clients may bear additional costs and expenses in addition to the LWA advisory fees described above. For example, if a client's portfolio is managed by a third party advisor, that advisor may charge a separate management fee for their services. Some investments in a client account such as mutual funds, separate accounts, limited partnerships, and other vehicles are subject to management fees charged by the managers/sponsors of such investments. Their fees are generally referred to as

expense ratios. For example, an expense ratio of 0.50 means that a mutual fund company charges for its services at a rate of 0.5% on an annual basis. These fees are in addition to the advisory fees clients pay to LWA. Other charges may include, but are not limited to, brokerage commissions, transaction fees, charges imposed directly by a mutual fund, index fund, or exchange traded fund, certain deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions.

## **Item 6 - Performance-Based Fees**

LWA does not charge “incentive based” or “performance-based” fees.

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

LWA generally provides investment advice to high-net worth individuals, families, trusts, not-for-profit organizations, and business entities. Client relationships vary in scope, size and length of service.

The minimum account size is \$1,000,000 although this requirement may be waived from time to time in our discretion. All accounts at LWA are subject to a minimum annual fee of \$7,500. We may reduce or waive the minimum account size requirement based upon certain criteria such as anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition or negotiations with the client. However, clients who maintain an account size below the stated \$1,000,000 minimum may pay a higher percentage than set forth above based upon the stated minimum annual fee of \$7,500.

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

LWA utilizes strategic and tactical asset allocation strategies. Our core philosophy is that asset allocation can be the primary driver of long-term returns. We look for investment opportunities that best meet our clients’ needs, wherever they may exist around the globe and/or across asset classes. LWA also embraces an open-architecture approach so that it can utilize its due diligence and manager research to choose from a broad selection of investment managers. We perform both quantitative and qualitative research to select managers. This manager universe includes, but is not limited to, the use of both passive and active vehicles such as index funds, mutual funds, exchange-traded funds, separate accounts, limited partnerships and individual securities. We combine our diversified allocation approach with an active management of risk and a commitment to a low cost investment model when constructing a client’s portfolio. The investment management team’s approach combines top-down and bottom-up analysis and also incorporates both quantitative and qualitative inputs to emphasize long-term strategic and short term tactical exposures throughout all parts of the portfolio.

The process begins by monitoring economic and corporate results, globally and domestically, to assess their possible influence on equity and bond markets. This review and analysis of macroeconomic and market trends is the basis of our research approach. We then implement our analysis by employing both active and passive investments matching the proper vehicles to a client's stated objectives.

LWA manages multiple investment strategies across the risk-reward spectrum, spanning from pure capital preservation to pure growth. LWA determines a client's investment strategy to help meet their goals based upon the information provided by a client and the client's advisors, a review of their risk tolerance, time horizon and cash flow needs. This strategic allocation is then actively managed for risk tactically through broad exposures (beta) as well as exposure to specific underlying holdings (alpha). LWA determines tactical ranges, often through its Investment Committee, and communicates such determinations to each client, per their client's customization wishes. Custom strategies are prevalent in our approach as we often adapt our efforts to accommodate individual circumstances of clients.

LWA may allocate (and/or recommend that the client allocate) a portion of a client's investment assets among unaffiliated independent investment managers in accordance with the client's designated investment objective(s). In such situations, the independent manager(s) shall have day-to-day responsibility for the active discretionary management of the allocated assets. LWA shall continue to render investment advisory services to the client relative to the ongoing monitoring and review of account performance, asset allocation and client investment objectives. Factors which LWA shall consider in recommending independent manager(s) include the client's investment objective(s) and the management style, performance, reputation, financial strength, reporting, pricing, and research of the various investment managers. The goal of each investment strategy is to generate risk-adjusted returns consistent with each client's investment objective.

All investment programs have certain risks that clients bear and should be aware of. The investment risks that a client may encounter include the following:

1. 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.
2. 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.
3. 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.

4. 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.
5. 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.
6. 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.
7. 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.
8. 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.

## **Item 9 - Disciplinary Information**

Neither LWA nor its employees have been the subject of any disciplinary actions.

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

LWA is not a broker-dealer nor are its investment adviser representatives associated or registered with a broker-dealer.

LWA's investment advisory services are available on the investment platform sponsored by MML Investor Services, LLC ("MML"), a member of the MassMutual Financial Group and a registered broker-dealer and SEC registered investment adviser. As a result, certain registered representatives and/or investment adviser representatives of MML who are expressly authorized by MML and LWA to serve as a solicitor of LWA may access LWA's services for the benefit of their clients. LWA is one of several investment adviser options available on the MML platform. Neither LWA nor any investment adviser representative of LWA is a registered representative or investment adviser representative of MML. LWA's Chief Compliance Officer, Stephanie Scherr Olson, remains available to address any



questions that a client or prospective client may have regarding the above indirect conflict of interest.

LWA has a relationship with Lenox Advisors, Inc., an affiliated New York State registered investment adviser and licensed insurance agency (“Lenox Advisors”). Lenox Advisors is also a wholly-owned subsidiary of NFP and both are affiliated under common control with the same parent company. Although NFP owns both LWA and Lenox Advisors, they are separate and distinct businesses.

LWA maintains separate and distinct office space within the offices occupied by Lenox Advisors and other unaffiliated third party entities. LWA utilizes certain facilities, resources and administrative personnel of Lenox Advisors. LWA has entered into an agreement with Lenox Advisors whereby the cost of shared resources and personnel are allocated between the entities based upon utilization.

Lenox Advisors has a number of employees and independent contractors who are registered representatives and investment adviser representatives of MML. MML’s platform includes resources such as LWA which can render advice regarding asset allocation and the selection of third party investment management programs and sub-advisers. A number of the Lenox Advisors employees and independent contractors who are registered representatives and investment adviser representatives of MML are also investment adviser representatives of Lenox Advisors. The Lenox Advisors state registered RIA serves the limited purpose of providing fee-based financial planning services to its clients. Existing financial planning clients of Lenox Advisors may be referred to LWA for its investment management services.

LWA anticipates that it will receive both direct and indirect referrals from MML representatives engaged by Lenox Advisors who are expressly permitted to act as solicitors of LWA. LWA also anticipates that many of its clients will continue to maintain a separate and continuing relationship with Lenox Advisors and/or MML relative to their investment, financial planning and/or insurance-related needs. LWA’s Chief Compliance Officer, Stephanie Scherr Olson, remains available to address any questions that a client or prospective client may have regarding this indirect conflict of interest.

As disclosed above, LWA is owned by NFP, a publicly traded company, which also owns other registered investment advisers, broker-dealers, insurance agencies and other product and service providers (collectively “NFP Affiliates”). In the event LWA recommends that you purchase or sell products and services from or through NFP Affiliates, the NFP Affiliates and/or LWA may receive compensation as a result of such recommendations. LWA does not have any special compensation arrangements with NFP Affiliates, including Lenox Advisors. However, if special terms were created, a recommendation that you purchase or sell products or services by or through an NFP Affiliate could create a conflict of interest as it could result in increased compensation to an NFP Affiliate and/or LWA. LWA’s Chief Compliance Officer, Stephanie Scherr Olson, remains available to address any questions that a client or prospective client may have regarding the above potential conflict of

interest.

LWA is not an insurance agency nor does it employ any insurance agents. However, LWA anticipates that it will receive both direct and indirect referrals from Lenox Advisors, which is a licensed insurance agency. In addition certain independent contractors of Lenox Advisors, in their individual capacities, are licensed insurance agents. Certain of these individuals are also registered representatives and/or investment adviser representatives of MML. LWA anticipates that it shall receive both direct and indirect referrals from the insurance agents engaged by Lenox Advisors. It is also anticipated that many of LWA's clients will continue to maintain a separate and continuing relationship with Lenox Advisors, MassMutual Life Insurance Company and/or MML relative to their investment and/or insurance-related needs. LWA's Chief Compliance Officer, Stephanie Scherr Olson, remains available to address any questions that a client or prospective client may have regarding the above indirect conflict of interest.

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

We maintain a written code of ethics, in accordance with the Investment Advisers Act of 1940 ("Advisers Act"), that is intended to create an ethical culture within our firm. Our code of ethics requires our employees to comply with federal securities laws, safeguard material non-public information about client transactions and to report their personal securities holdings. Our code sets forth standards of business conduct required from our employees when dealing with our clients. Employees are required to treat sensitive information with confidentiality and are forbidden to misuse any such information. We will provide a copy of our code of ethics upon request by contacting at (212) 231-9050.

Neither LWA nor any related person of LWA recommends, buys, or sells for client accounts, securities in which LWA or any related person of LWA has a material financial interest. LWA and its employees may buy or sell securities that are also held by or recommended to clients. This presents a potential conflict of interest because it may create a situation where LWA or its employees are in a position to benefit from the sale or purchase of these securities. To mitigate this conflict, the following procedures apply to LWA personnel:

1. When aggregating securities transactions, if an issue is purchased or sold for clients and the same issue is purchased or sold by LWA and/or its employees, orders for LWA and/or its employees will not be executed until all client orders are completed.
2. If it is determined that all client trades are complete, employee trades may be entered and may receive the same average price as the client trades placed with the same custodian.

3. Though there is no guarantee that LWA employees will receive a better or worse execution than that received by its clients, all clients' portfolios must be addressed prior to or coincident with employee transactions.

LWA has a personal securities transaction policy in place to monitor the personal securities transactions and holdings of each LWA employee. The Chief Compliance Officer of LWA reviews all employee trades each quarter. The personal trading reviews ensure that the personal trading of employees does not affect the markets, and that clients of LWA receive preferential treatment.

## **Item 12 - Brokerage Practices**

In the event a client asks LWA to recommend a broker-dealer/custodian for execution and/or custodial services, LWA generally recommends that investment management accounts be maintained at Charles Schwab & Co., Inc. ("Schwab"). Simultaneous to formally engaging LWA, a client must also enter into a separate custodial/clearing agreement with each designated broker-dealer/custodian.

LWA considers a variety of factors in selecting a custodian. These factors include the financial strength and stability of the organization, market leadership, independence, reputation, core competencies, strengths and weaknesses, quality and breadth of trading platform, trade order execution and settlement, aggregate trading management, commission rates, trade error policies, technology, innovation, client servicing abilities, ability to provide best execution and provide market for thinly traded positions, as well as the particular needs of each client. The majority of the trading is executed at the custodian. LWA also recognizes that the analysis of trade order execution quality is imperative and involves a number of factors, both qualitative and quantitative. LWA considers all of these factors in seeking to obtain the most favorable execution for our clients' trades. LWA evaluates the quality and cost of services received from broker-dealers on a semi-annual basis.

LWA has no affiliation with recommended and selected broker-dealers. Any conflicts of interest are addressed through disclosure or other appropriate action. Specific broker-dealer recommendations are made in the best interests of clients utilizing the factors and processes discussed.

LWA may receive support services and/or products from Schwab or another broker-dealer or custodian of client which may assist us to better monitor and service client accounts maintained at such institutions. These services and products may be received without any cost and/or at a discount and are not material considerations when recommending a particular broker-dealer or custodian. Included within the support services may be investment-related research, pricing information and market data, software and other technology that provide LWA access to client account data, compliance resources, practice management-related publications, consulting services, attendance at conferences, meetings, and other educational and/or social events, marketing support, computer hardware and/or software and/or other products used by

LWA in furtherance of its investment advisory business operations. While some of the support services and/or products will assist LWA in managing and administering client accounts, other services or products may not directly provide such assistance, but rather will aid LWA in efficiently and effectively managing and developing its business enterprise.

Clients of LWA do not pay more for investment transactions effected and/or assets maintained at Schwab as a result of this arrangement. There is no corresponding commitment made by LWA to Schwab or any other entity to invest any specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as a result of the above arrangement.

Part of LWA's arrangement with Schwab is that Schwab may pay LWA a fee equal to a fixed percentage of the total AUM of all LWA clients in Schwab's Mutual Funds OneSource service (excluding clients referred through the Schwab Advisor Network and excluding Schwab Funds). The fee Schwab pays, according to Schwab, represents a significant amount of Schwab's OneSource service fees, which may vary from 25 to 40 basis points, though the fee LWA receives will not vary. Schwab pays this fee in recognition of certain shareholder servicing LWA performs with respect to those assets. Because Schwab has decided to pay firms like LWA this fee, LWA has a potential conflict of interest in recommending on a discretionary basis, or otherwise, clients use Schwab as the custodian and invest assets in OneSource funds.

In return for effecting securities transactions through a designated broker-dealer/custodian, LWA receives certain investment research products or services which assist LWA in its investment decision making process for its clients pursuant to Section 28(e) of the Securities Exchange Act of 1934 (generally referred to as a "soft-dollar" arrangement). Investment research products or services received by LWA may include, but are not limited to, analyses pertaining to specific securities, companies or sectors; market, financial and economic studies and forecasts; financial publications, portfolio management systems, and statistical and pricing services. Although the commissions paid by LWA's clients comply with LWA's duty to obtain best execution, a client may pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where LWA determines, in good faith, that the commission is reasonable in relation to the value of the brokerage and research services received. 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 broker-dealer services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although LWA will seek competitive rates, it may not necessarily obtain the lowest possible commission rates for client account transactions. Although the investment research products or services that may be obtained by LWA will generally be used to service all of LWA's clients, a brokerage commission paid by a specific client may be used to pay for research that is not used in managing that specific client's account. With respect to investment research products or services obtained by LWA that have a mixed use of both a research and non-research (i.e., administrative, etc.) function, LWA shall make a reasonable

allocation of the cost of the product or service according to its use. Specifically, the percentage of the product or service that provides assistance to LWA's investment decision-making process will be paid for with soft dollars while that portion which provides administrative or other non-research assistance will be paid for by LWA with hard dollars. The brokerage commissions or transaction fees charged by the designated broker-dealer/custodian are exclusive of, and in addition to, LWA's investment management fee.

Schwab may also provide LWA with other services intended to help LWA manage and further develop its business enterprise, including assistance in the following areas: consulting, publications and presentations, information technology, business succession, and marketing. In addition, Schwab may make available or arrange and/or pay for these types of services provided by independent third parties, including regulatory compliance.

A client may direct LWA to utilize a particular broker-dealer to execute some or all transactions for his/her account(s). In such circumstances, the client is responsible for negotiating the terms and arrangements for the account with that broker-dealer. LWA may not be able to obtain better execution services or be able to aggregate client transactions with orders for other accounts advised or managed by LWA, except that it may seek to negotiate transaction fees. However, LWA will not have authority to negotiate commissions among various brokers or to obtain volume discounts and best execution may not be achieved. As a result, a client may pay higher brokerage commissions and a different price than other clients based on account trading activity as defined by terms set by the directed broker-dealer.

Where possible, LWA will aggregate buy and sell orders for client accounts trading in the same security on the same day. By aggregating trades, LWA is trying to improve the marketability and execution quality of the transaction for all clients involved. Once the aggregated trade is fully filled and executed, client accounts participating in the trade will receive the average price of all executed trades in the aggregated order. This ensures no client is more or less advantaged than any other participants in the order. If an aggregated order is partially filled at the close of the trading day, the order is allocated on a pro rata basis according to the original aggregated allocation. As noted above, clients who have directed that a particular brokerage firm handle transactions will not be affected by these aggregated transactions.

If a trade error occurs in a client account, LWA will correct the error as quickly as possible and bear all costs of correcting the error. In addition, LWA will establish a trade error account with the account custodian and shall maintain all trade errors resulting in gains in such account and use the proceeds of any such account (if any) to offset any trade error reimbursements that it must make to clients.

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

LWA continuously monitors portfolio holdings. The Chief Investment Officer and/or Chief Compliance Officer review accounts at least quarterly for consistency with the client's Investment Policy Statement. At least annually, LWA obtains updated client information either directly from the client, or in consultation with an affiliated or unaffiliated solicitor who may have referred the client to LWA.

LWA gathers this information to determine whether there has been a change in the client's account circumstances, financial condition, risk profile, or investment objectives that would warrant a change in their investment strategy. LWA may rebalance and actively change the allocation of discretionary accounts as warranted and as limited by the Investment Policy Statement.

To the extent clients of LWA have relationships with other third parties, including Lenox Advisors, who they receive financial, legal, accounting, tax, insurance, estate or other advice, for the administrative benefit of the client, the client may authorize such third party advisors to work directly with LWA to update and communicate certain information and objectives.

Changes in the client's situation, such as a change in financial condition, risk profile, or investment objectives, as well as the incapacity or death of the client or a close family member of the client trigger immediate review of the client's accounts. In addition, there may be other triggers for reviewing client's accounts such as significant market movements, new investment information, or changes in the regulatory and tax laws.

LWA will provide clients, on a quarterly basis after the first full quarter, with written transaction confirmations notices and regular written summary account statements. These quarterly reports summarize account activity and show the performance of the accounts, including the starting and ending values for the quarter, as well as a detailed account appraisal as of the last trading day of the quarter. Included in the fourth quarter report is a realized gains and loss report for the year plus a listing of investment income earned.

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

If a client is introduced to LWA by either an unaffiliated or an affiliated solicitor, LWA may pay that solicitor a referral fee in accordance with the requirements of the Advisers Act and any corresponding state securities law regulations. The applicable rules mandate, among other things, that a client receive this brochure, LWA execute an agreement with the solicitor, and that a client receive a compensation disclosure statement detailing the amount LWA will pay the solicitor for the client referral. Any such referral fee shall be paid solely from LWA's advisory fee, and will not result in any additional charges to the client.

## **Item 15 - Custody**

LWA does not hold or maintain client assets. Third-party qualified custodians hold and maintain client assets and those custodians provide account statements directly to clients at their address of record on at least a quarterly basis. LWA urges clients to carefully review these statements promptly. LWA statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities. Please note that third party custodians do not verify the accuracy of LWA's advisory fee calculation.

## **Item 16 - Investment Discretion**

LWA accepts discretionary authority to manage securities accounts on behalf of clients. If a client grants LWA discretionary authority, we can determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. For best execution purposes, LWA also accepts the discretion to choose to execute trades away from the custodian which can result in additional commissions charged to the client's account.

The client approves the custodian to be used by signing their new account or new advisor form. LWA does not receive any portion of the transaction fees or commissions paid by the client to the custodian and/or brokers.

Discretionary trading authority allows LWA to promptly and more efficiently implement the client's investment objectives. Clients who engage LWA on a discretionary basis may, at any time, in writing, impose restrictions on or revoke LWA's discretion.

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

LWA does not vote client proxies. Clients will receive proxies or other solicitations directly from the account custodian and will be responsible for: (1) directing and voting the proxies solicited by issuers of owned securities, and (2) making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to investments in client accounts. Clients may contact LWA to discuss any questions regarding a particular solicitation.

## **Item 18 - Financial Information**

LWA does not have any financial impairment that would preclude LWA from meeting its contractual commitments to clients. LWA has never been the subject of a bankruptcy petition. LWA 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.