

Item 1: Cover Sheet

INFORMATIONAL BROCHURE

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This brochure provides information about the qualifications and business practices of Munn Wealth Management, LLC. If you have any questions about the contents of this brochure, please contact David Munn at 419.794.0536 or davidmunn@munwealth.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Munn Wealth Management, LLC is a registered investment adviser. Registration does not imply any certain level of skill or training.

Additional information about Munn Wealth Management, LLC is also available on the SEC's website at www.adviserinfo.sec.gov.

Item 2: Statement of Material Changes

Munn Wealth Management, LLC is required to disclose any material changes to this ADV Part 2A here in Item 2. This ADV Part 2A is being submitted as part of the firm's annual updating amendment, and there are no material changes to report.

Item 3: Table of Contents

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INFORMATIONAL BROCHURE

MUNN WEALTH MANAGEMENT, LLC

Item 4: Advisory Business

Principally owned by Darren Munn, CFA, Munn Wealth Management, LLC (“MWM”) has been in business since 2002. MWM provides a broad range of services to private wealth management clients, including asset management, financial planning, and tax preparation. In addition to Camelot Portfolios, MWM is an affiliate of Camelot Advisors LLC and Camelot Funds LLC, both registered investment advisers.

Camelot Portfolios designs, implements and monitors various model strategies. Many MWM clients have assets managed using one or more of these proprietary models. The models are more fully discussed in Item 8 herein.

Financial Planning

In most cases, the client will supply to MWM information including income, investments, savings, insurance, age and many other items that are helpful to the firm in assessing your financial goals. The information is typically provided during personal interviews and supplemented with written information. Once the information is received, we will discuss your financial needs and goals with you, and compare your current financial situation with the goals you state. Once these are compared, we will create a financial and/or investment plan to help you meet your goals.

The plan is intended to be a suggested blueprint of how to meet your goals. Not every plan will be the same for every client. Each one is specific to the client who requested it. Because the plan is based on information supplied by you, it is very important that you accurately and completely communicate to us the information we need. We determine these objectives by reviewing new client questionnaires and then interviewing the client for additional background and clarity so we can gather a more complete picture of a client’s needs. It is very important that you continually update us with any changes so that if the updates require changes to your plan, we can make those changes. Otherwise, your plan may no longer be accurate.

Investment Advisory Services – Custom Accounts

MWM provides investment advice to individuals, trusts, foundations, and corporations. MWM clients are direct relationships with the firm, who place their assets with the firm to be managed by the MWM investment team. As discussed above, the assets these clients place with Munn Wealth Management are typically managed utilizing one or more of Camelot’s proprietary investment models.

As part of their investment advisory services and upon engagement, each client will complete an Investor Profile and Application, which utilizes time horizon and risk tolerance questionnaires to give MWM a clearer picture of each client’s financial circumstances, and the results of these questionnaires are the basis for determining the client’s investment strategy. MWM will from time to time perform a mathematical projection of a client's present and future capital needs based upon facts, assumptions, and risk tolerance provided by the client via the Investor Profile and Application form completed by the client. While the Investor Profile and financial projections may assist the client in making decisions as to investment strategy, amount to invest, or investment pattern, it is only part of the process, which may

require expert assistance in the field of tax, legal or financial planning.

Asset management services may be provided on either a “discretionary” or “non-discretionary” basis. When a client of Munn Wealth Management engages the firm to provide asset management services on a discretionary basis, we will monitor your accounts to ensure that they are meeting your asset allocation requirements. If any changes are needed to your investments, we will make the changes. These changes may involve selling a security or group of investments and buying others or keeping the proceeds in cash. You may at any time place reasonable restrictions on the types of investments we may use on your behalf, or on the allocations to each security type, though as more fully discussed in Item 8, such restrictions may limit the potential performance of your portfolio. You may receive at your request written or electronic confirmations from your account custodian after any changes are made to your account. You will also receive statements directly from your account custodian. Clients engaging us on a discretionary basis will be asked to execute a Limited Power of Attorney (granting us the discretionary authority over the client accounts) as well as an Investment Management Agreement that outlines the responsibilities of both the client and the firm.

In certain limited circumstances, and in the discretion of the firm, a client may engage the firm to provide investment management services on a non-discretionary basis. This means the firm monitors the accounts in the same way as for discretionary services. The difference is that changes to your account will not be made until we have confirmed with you (either verbally or in writing) that our proposed change is acceptable to you.

Asset Management Services – POWER Program

For some smaller accounts, we provide portfolio management services through the POWER Portfolio system. POWER Portfolio is an automated investment service used by Munn Wealth Management utilizing Institutional Intelligent Portfolios™, an automated, online investment management platform for use by independent investment advisors and sponsored by Schwab Wealth Investment Advisory, Inc. (the “Program” and “SWIA,” respectively). Through the POWER Portfolio, we offer clients a range of investment strategies we have constructed and manage, each consisting of a portfolio of exchange traded funds (“ETFs”) and a cash allocation. The client may instruct us to exclude up to three ETFs from their portfolio. The client’s portfolio is held in a brokerage account opened by the client at SWIA’s affiliate, Charles Schwab & Co., Inc. (“CS&Co”). We are independent of and not owned by, affiliated with, or sponsored or supervised by SWIA, CS&Co or their affiliates (together, “Schwab”). The Program is described in the Schwab Wealth Investment Advisory, Inc. Institutional Intelligent Portfolios™ Disclosure Brochure (the “Program Disclosure Brochure”), which is delivered to clients by SWIA during the online enrollment process.

We, and not Schwab, are the client’s investment advisor and primary point of contact with respect to the Program. We are solely responsible, and Schwab is not responsible, for determining the appropriateness of the Program for the client, choosing a suitable investment strategy and portfolio for the client’s investment needs and goals, and managing that portfolio on an ongoing basis. SWIA’s role is limited to delivering the Program Disclosure Brochure to clients and administering the Program so that it operates as described in the Program Disclosure Brochure.

We have contracted with SWIA to provide us with the technology platform and related trading and account management services for the Program. This platform enables us to make the Program available to clients online and includes a system that automates certain key parts of our investment process (the “System”). The System includes an online questionnaire that helps us determine the client’s investment objectives and risk tolerance and select an appropriate investment strategy and portfolio. Clients should

note that we will recommend a portfolio via the System in response to the client's answers to the online questionnaire. The client may then indicate an interest in a portfolio that is one level less or more conservative or aggressive than the recommended portfolio, but we then make the final decision and select a portfolio based on all the information we have about the client. The System also includes an automated investment engine through which we manage the client's portfolio on an ongoing basis through automatic rebalancing and tax-loss harvesting (if the client is eligible and elects).

We do not receive a portion of a wrap fee for our services to clients through the Program. Clients do not pay fees to SWIA in connection with the Program, but we charge clients a fee for our services as described below under *Item 5 Fees and Compensation*. Our fees are not set or supervised by Schwab. Clients do not pay brokerage commissions or any other fees to CS&Co as part of the Program. Schwab does receive other revenues in connection with the Program, as described in the Program Disclosure Brochure.

Tax Preparation

MWM also offers tax preparation services in addition to comprehensive financial planning and investment management. Munn Wealth Management's tax services are designed to make the tax filing process simple and stress free for each client, while also working to reduce a client's tax liability on current and future returns.

Assets Under Management

As of December 31, 2015, MWM managed \$207,179,888 in 875 accounts.

Item 5: Fees and Compensation

A. Fees Charged/ Fee Schedule:

Financial Planning

Financial planning fees can be either hourly or on a fixed fee basis. Fixed fee rates vary from \$250 to \$5,000. The fee range stated is a guide. Fees may be higher or lower than this range, based on the nature of the engagement. Fees are negotiable, and will depend on the anticipated complexity of your plan. Some clients may also engage MWM on a project basis to provide advice on isolated matters, such as an evaluation of a client employer sponsored retirement plan.

Asset Management

Fees are negotiable, but generally range from .50% to a maximum 2.00%. This fee is separate from and in addition to any fees payable to any other manager, including Camelot Portfolios LLC.

Occasionally, various related client accounts may be grouped together to qualify for reduced advisory fees. This format is called "family billing". It is the responsibility of the client to verify accuracy of fee calculation.

Tax Preparation

Tax Preparation can be completed on a fixed fee basis or included with asset management services. The fixed fee rates for stand-alone tax preparation vary from \$100 to \$2,000. The fee range stated is a guide. Fees may be higher or lower than this range, based on the nature of the engagement. Fees are negotiable, and will depend on the anticipated complexity of your plan. Eligible federal and applicable state returns are filed electronically without an additional fee.

B. Fee Payment

Asset Management

Investment advisory fees will generally be debited directly from each client's account. The advisory fee is paid on either a quarterly or monthly basis depending on the chosen custodian and method. Clients whom choose to use Schwab Institutional or Fidelity may have the option for monthly billing. All clients using Folio FN Institutional as custodian will be assigned quarterly billing. Depending on the client's needs and suitability, the appropriate custodian and billing model will be recommended. Fees are calculated based on the value of the account(s) at the beginning (value at market close of prior billing period end) of each calendar quarter or month (depending on selected method) and are billed 1 quarter or month in advance. Once the calculation is made, we will instruct your account custodian to deduct the fee from your account and remit it to the firm.

It is the responsibility of the client to verify the accuracy of all fee calculations. The client may terminate the investment advisory contract by notifying MWM in writing at its principal place of business.

The advisory agreement may be modified as mutually agreed upon in writing. The agreement is terminable by you at any time. The agreement is not assignable by MWM without the advance written consent of the client.

Financial Planning

For financial planning clients, fees will generally be billed for fees incurred, but clients may request that planning fees be debited from an investment management account. The financial planning fee is billed in two payments, the first being approximately 50% of the estimated total bill, and is due upon the engagement. The second payment, which represents all outstanding amounts due, is billed upon completion.

Tax Preparation

Invoices for tax preparation services will be issued upon delivery of the prepared returns, and are payable upon receipt.

C. Other Fees

Mutual Funds

All fees paid to MWM for investment advisory services are separate and distinct from the fees and

expenses charged by underlying investments such as mutual funds. In the case of mutual funds, these fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. Expenses of a fund, including management fees payable to the mutual fund manager, will not appear as transaction fees on a client's statement, as they are deducted from the value of the shares by the mutual fund manager. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge. A client could invest in a fund directly, without the services of MWM. In that case, the client would not receive the services provided by MWM which are designed, among other things, to assist the client in determining which fund or funds are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and the fees charged by MWM to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided. MWM can provide or direct you to a copy of the prospectus for any fund that we recommend to you.

MWM's affiliate, Camelot Portfolios, is the adviser to two mutual funds, The Camelot Premium Return Fund (CPRFX, CPRCX) and the Camelot Excalibur Small Cap Income Fund (CEXAX, CEXCX) (together, the "Funds"). In addition, certain investment professionals associated with Camelot Portfolios are entitled to personal compensation related to the services they provide to the Funds. This creates a conflict of interest, which may be material. Because Camelot Portfolios receives a fee from the Funds for managing the Funds, and individuals receive personal compensation, MWM has an incentive to recommend the Funds to clients because of its affiliation with Camelot Portfolios, as opposed to simply the client's objectives.

Please see Item 11 for information related to mutual funds managed by affiliates.

Camelot Portfolios LLC and Third Party Managers

As discussed in more detail; in Item 8, MWM allocates most client assets to various strategies created and managed by its affiliated investment adviser, Camelot Portfolios LLC. Fees paid to Camelot Portfolios LLC are described in its Form ADV, which is provided to clients at inception of the relationship and thereafter upon request. These fees are separate from, and in addition to, fees paid to MWM.

Other Fees

There are a number of other fees that can be associated with holding and investing in securities. You will be responsible for fees including transaction fees for the purchase or sale of other securities, including commissions for the purchase or sale of a stock or exchange traded fund. There also may be fees associated with the custody of assets.

Because the frequent withdrawal and subsequent deposits of funds from our strategies can have an adverse impact on the success of those strategies and incur costs related to the execution of the liquidation transactions to fund withdrawals, clients withdrawing funds from a strategy managed by Camelot Portfolios LLC may be charged a \$100 withdrawal fee. This fee may be waived by Camelot Portfolios LLC.

Please make sure to read Item 12 of this informational brochure, where we discuss broker-dealer and custodial issues.

D. Pro-rata Fees

If you become a client during a billing period, you will pay a management fee for the number of days left in that billing period (which could be the remainder of a month or a quarter, depending upon the custodian chosen and other factors). If you terminate our relationship during a billing period, you will be entitled to a refund of any pre-paid and unearned management fees for the remainder of the billing period. Once your notice of termination is received, we will refund the unearned fees to you in whatever way you direct (check, wire back to your account). Further, any deposits or withdrawals greater than \$25,000 will result in an adjusted fee calculation with respect to the account related to the deposit or withdrawal. Deposits will incur a pro-rated fee for the remainder of the billing period. Withdrawals will result in a pro-rata refund of the unearned fee with regard to the withdrawn amount.

E. Compensation for the Sale of Securities

To permit MWM clients to have access to as many investment solutions as possible, certain professionals of MWM are registered representatives of Purshe Kaplan Sterling Investments, Inc. ("PKS"), a FINRA member broker-dealer. The relationship with PKS allows these professionals to provide additional products to clients' portfolios that would not otherwise be available. Because PKS supervises the activities of these professionals as registered representatives of PKS, the relationship may be deemed material. However, PKS is not affiliated with MWM or considered a related party. PKS does not make investment decisions for client accounts. Registered representative status enables these professionals to receive customary commissions for the sales of various securities, including those he recommends to clients. Commissions charged for these products will not offset management fees owed to MWM.

Receipt of commissions for investment products that are recommended to clients gives rise to a conflict of interest for the representative, in that the individual who will receive the commissions is also the individual that is recommending that the client purchase a given product. This conflict is disclosed to clients verbally and in this brochure. Clients are advised that they may choose to implement any investment recommendation through another broker-dealer that is not affiliated with MWM. MWM attempts to mitigate this conflict by requiring that all investment recommendations have a sound basis for the recommendation, and by requiring employees to acknowledge their fiduciary responsibility toward each client.

Item 6: Performance-Based Fees

MWM will not charge performance based fees.

Item 7: Types of Clients

MWM generally provides advisory services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and other business entities.

There is no specific account minimum for MWM. However, the various Camelot Portfolios LLC strategies in which client assets are invested each have suggested minimums, which may be waived by Camelot Portfolios LLC.

MWM can waive the minimum amount requirements at their sole discretion.

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

When a client engages the Firm to provide asset management services, we will review a client's portfolios, discuss the client's investment objectives and risk tolerance as well as any potential investment restrictions, and plan a transition for the client's assets from their current accounts to accounts managed by the firm. Transition plans will most typically involve the placement of each client's assets in one or more of MWM's investment programs, each with a different asset allocation strategy. An asset allocation strategy is a percentage-based allocation to different investment types, or types of managers. For example, an asset allocation strategy that calls for 40-60% of the portfolio to be invested in equity securities, with the remaining balance in fixed income. Another program may have an asset allocation of 50-60% in fixed income securities, 20% in equities, and the remainder in cash. Typically, these investment programs are invested in some combination of Camelot Portfolio's proprietary strategies. In limited circumstances, client assets may be managed apart from the strategies, tailored to each client. The research and analysis process, however, is the same.

The investment programs are not investment products. Clients may have different needs than others within the same investment program. Accordingly, not all clients in each investment program will have the exact same percentages of each underlying investment or strategy at all times.

The investment programs that we recommend are based on the needs of the client as compared with the typical behavior of that security type or manager, current market conditions, the client's current financial situation (including assets that may be managed by another advisor), financial goals, and the timeline to meet those goals. Because we develop an investment strategy based on your personal situation and financial goals, your asset allocation guidelines may be similar to or different from another client.

We may periodically recommend changes to the investment programs and client portfolios to meet the needs of the clients in the program or an individual client's objectives. It is important to remember that because market conditions can vary greatly, your asset allocation guidelines are not necessarily strict rules. Rather, we review accounts individually, and may deviate from the guidelines as we believe necessary. Clients should inform MWM as soon as possible of changes in their circumstances that may affect the client's risk tolerance or investment objectives, as these changes may trigger a change in how the firm manages the client's assets.

When MWM makes changes to an investment program, these changes may not be made simultaneously. Rather, some accounts may be modified before others. This may result in accounts being traded earlier inadvertently having an advantage over accounts traded later.

The investment programs utilized include:

Preservation: Clients in this portfolio are generally concerned with limiting fluctuations of their account value. The main objective for this portfolio is to preserve the principal value.

Conservative: Clients in this category want some growth or income but are more concerned with limiting their exposure to risk. This client understands that their portfolio has limited upside potential but is willing to accept smaller gains for lower volatility.

Stable: This client would like to achieve modest gains but with limited volatility in their account. They tend to still favor risk reduction investments over equities but are comfortable with about half of their account being exposed to market-like risk.

Moderate: This client wants to grow their account in a balanced manner by having some exposure to risk-reducing investments but more exposure to growth focused investments. They understand that they will likely not achieve market-like returns in the long run but they would expect to also experience less volatility than the general market over that same period.

Growth: This client's main goal is to grow their assets over time. They can handle market-like volatility in their account and are not as concerned about short term fluctuations in their account. They would be comfortable with 80-100% equity exposure at times.

Aggressive: This client is comfortable taking risks and with potentially large short term changes in their account. The main objective for this client is long term growth and this client measures success over a 5-7 year timeline.

Investment Strategies

As discussed above, clients are placed in one of MWM's investment programs, which follow asset allocation guidelines according to the client's investment objectives. These investment programs place client assets in one or more of Camelot Portfolios' proprietary strategies. The universe of Camelot Portfolios LLC strategies that a client's assets may be allocated to is found in the Camelot Portfolios LLC Form ADV Part 2A, which is available upon request or at www.adviserinfo.sec.gov.

Third Party Managers

As mentioned above, MWM allocates assets predominantly to the strategies managed by its affiliate, Camelot Portfolios LLC. Camelot Portfolios LLC is owned by Darren Munn, the same person who owns MWM. MWM may also utilize the services of other managers when MWM deems appropriate for a client. Camelot Portfolios LLC, like other managers, is chosen based on investment performance, operations, and offerings to determine if the manager would be a fit for MWM clients. This process continues on an ongoing basis, throughout the time the client works with the third party manager. It is important to note that these managers, including Camelot Portfolios LLC will charge a separate and additional fee, for their services. MWM will consider these fees in its decision to recommend the use of a third party manager. The use of a third party manager, including Camelot Portfolios LLC, does not change the relationship between MWM and the client, in that MWM will still manage the overall client portfolio, adding, subtracting and modifying the allocations to different strategies and managers.

Please see Item 11 for information related to mutual funds managed by affiliates.

Risk of Loss

There are always risks to investing. *Clients should be aware that all investments carry various types of risk, including the potential loss of principal that clients should be prepared to bear.* It is impossible to name all possible types of risks. Among the risks are the following:

- **Political Risks.** Most investments have a global component, even domestic stocks. Political events anywhere in the world may have unforeseen consequences to markets around the world.

- **General Market Risks.** Markets can, as a whole, go up or down on various news releases or for no understandable reason at all. This sometimes means that the price of specific securities could go up or down without real reason, and may take some time to recover any lost value. Adding additional securities does not help to minimize this risk since all securities may be affected by market fluctuations.
- **Strategy Risk.** When investments are made through a strategy, rather than individualized investment considerations, there is always the possibility that individualized investment choices would have produced a more positive result for a client than an approach where investments are made for a group of individuals with common characteristics.
- **Currency Risk.** When investing in another country using another currency, the changes in the value of the currency can change the value of your security value in your portfolio.
- **Regulatory Risk.** Changes in laws and regulations from any government can change the value of a given company and its accompanying securities. Certain industries are more susceptible to government regulation. Changes in zoning, tax structure or laws impact the return on these investments.
- **Tax Risks Related to Short Term Trading:** Clients should note that MWM may engage in short-term trading transactions. These transactions may result in short term gains or losses for federal and state tax purposes, which may be taxed at a higher rate than long term strategies. MWM endeavors to invest client assets in a tax efficient manner, but all clients are advised to consult with their tax professionals regarding the transactions in client accounts.
- **Purchasing Power Risk.** Purchasing power risk is the risk that your investment's value will decline as the price of goods rises (inflation). The investment's value itself does not decline, but its relative value does, which is the same thing. Inflation can happen for a variety of complex reasons, including a growing economy and a rising money supply.
- **Business Risk.** This can be thought of as certainty or uncertainty of income. Management comes under business risk. Cyclical companies (like automobile companies) have more business risk because of the less steady income stream. On the other hand, fast food chains tend to have steadier income streams and therefore, less business risk.
- **Financial Risk.** The amount of debt or leverage determines the financial risk of a company.
- **Default Risk.** This risk pertains to the ability of a company to service their debt. Ratings provided by several rating services help to identify those companies with more risk. Obligations of the U.S. government are said to be free of default risk.
- **Information Risk:** All investment professionals rely on research in order to make conclusions about investment options. This research is always a mix of both internal (proprietary) and external (provided by third parties) data and analyses. Even an adviser who says they rely solely on proprietary research must still collect data from third parties. This data, or outside research is chosen for its perceived reliability, but there is no guarantee that the data or research will be completely accurate. Failure in data accuracy or research will translate to a compromised ability by the adviser to reach satisfactory investment conclusions.
- **Risks specific to sub-advisors and other managers.** If we invest some of your assets with another advisor, including a private placement, there are additional risks. These include risks that the other manager is not as qualified as we believe them to be, that the investments they use are not as liquid as we would normally use in your portfolio, or that their risk management guidelines are more liberal than we would normally employ.
- **Short Sales.** "Short sales" are a way to implement a trade in a security MWM feels is overvalued. In a "long" trade, the investor is hoping the security increases in price. Thus in a long trade, the amount of the investor's loss (without margin) is the amount paid for the security. In a short sale, the investor is hoping the security decreases in price. However, unlike a long trade where the price of the security can only go from the purchase price to zero, in a short sale, the price of the security can go infinitely upwards. Thus in a short sale, the potential for loss is unlimited and unknown, where the potential for loss in a long trade is limited and knowable. MWM utilizes short sales only when the client's risk

tolerances permit.

- **Options.** The use of options transactions as an investment strategy involves a high level of inherent risk. Although the intent of many of the options-related transactions implemented by MWM is to hedge against principal risk, certain of the options-related strategies (i.e., straddles, short positions, etc), may in and of themselves, produce principal volatility and/or risk. Thus, a client must be willing to accept these enhanced volatility and principal risks associated with such strategies. In light of these enhanced risks, client may direct MWM, in writing, not to employ any or all such strategies for his/her/their/its accounts. Clients participating in the Options Strategy should *carefully* consider all information regarding the strategy and its risks prior to participating.
- **Information Risk.** All investment professionals rely on research in order to make conclusions about investment options. This research is always a mix of both internal (proprietary) and external (provided by third parties) data and analyses. Even an adviser who says they rely solely on proprietary research must still collect data from third parties. This data, or outside research is chosen for its perceived reliability, but there is no guarantee that the data or research will be completely accurate. Failure in data accuracy or research will translate to a compromised ability by the adviser to reach satisfactory investment conclusions.
- **Small Companies.** Some investment opportunities in the marketplace involve smaller issuers. These companies may be starting up, or are historically small. While these companies sometimes have potential for outsized returns, they also have the potential for losses because the reasons the company is small are also risks to the company's future. For example, a company's management may lack experience, or the company's capital for growth may be restricted. These small companies also tend to trade less frequently than larger companies, which can add to the risks associated with their securities because the ability to sell them at an appropriate price may be limited as compared to the markets as a whole. Not only do these companies have investment risk, if a client is invested in such small companies and requests immediate or short term liquidity, these securities may require a significant discount to value in order to be sold in a shorter time frame.
- **Concentration Risk.** While MWM selects individual equities and bonds for client portfolios based on an individualized assessment of each security, this evaluation comes without an overlay of general economic or sector specific issue analysis. This means that a client's equity portfolio may be concentrated in a specific sector, geography, or sub-sector (among other types of potential concentrations), so that if an unexpected event occurs that affects that specific sector or geography, for example, the client's equity portfolio may be affected negatively, including significant losses.
- **Transition risk.** As assets are transitioned from a client's prior advisers to MWM there may be securities and other investments that do not fit within the asset allocation strategy selected for the client. Accordingly, these investments will need to be sold in order to reposition the portfolio into the asset allocation strategy selected by MWM. However, this transition process may take some time to accomplish. Some investments may not be unwound for a lengthy period of time for a variety of reasons that may include unwarranted low share prices, restrictions on trading, contractual restrictions on liquidity, or market-related liquidity concerns. In some cases, there may be securities or investments that are never able to be sold. The inability to transition a client's holdings into recommendations of MWM may adversely affect the client's account values, as MWM's recommendations may not be able to be fully implemented.
- **Restriction Risk.** Clients may at all times place reasonable restrictions on the management of their accounts. However, placing these restrictions may make managing the accounts more difficult, thus lowering the potential for returns.
- **Risks Related to Investment Term & Liquidity.** Securities do not follow a straight line up in value. All securities will have periods of time when the current price of the security is not an accurate measure of its value. If you require us to liquidate your portfolio during one of these periods, you will not realize as much value as you would have had the investment had the opportunity to regain its value. Further,

some investments are made with the intention of the investment appreciating over an extended period of time. Liquidating these investments prior to their intended time horizon may result in losses.

- **Algorithms and Models.** When an investment manager develops a mathematical algorithm that identifies trigger points for the purpose of indicating a “buy” or “sell” signal, these trigger points are limited in that they are based on solely the data input into the algorithm. There is an unlimited amount of data that can be considered in making any given decision as to whether to buy or sell any given security. An algorithm, by design, ignores some data in favor of others. There is a risk that the data selected for the algorithm will not create a positive result, whereas other data, had it been considered, may do so.

A special note related to the calculation of tax basis: If a client is unable to provide information on cost basis for tax purposes for each investment at the onset of the client relationship, MWM will be unable to provide accurate cost basis information in the future. To the extent any cost basis calculation is ever performed for a client, such client should be aware that without accurate information, any cost basis estimates prepared by MWM will be based on the information available combined with certain assumptions as well as mathematical computation. Therefore, if the cost basis is not accurate at the onset of the relationship, there is no guarantee that MWM’s calculations will be correct, and materially adverse tax circumstances may result.

Item 9: Disciplinary Information

There are no disciplinary items to report.

Item 10: Other Financial Industry Activities and Affiliations

A. Broker-dealer

Please see the response to Item 5E with regards to Purshe Kaplan Sterling Investments, Inc.

B. Futures Commission Merchant/Commodity Trading Advisor

Neither the principal of MWM, nor any related persons are registered, or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

C. Relationship with Related Persons

Camelot

MWM is an affiliate of Camelot Portfolios, LLC, Camelot Advisors LLC, and Camelot Funds LLC, all registered investment advisors through common ownership. This may create a conflict of interest, as MWM may have an incentive to recommend Camelot Portfolio’s proprietary investment strategies based on compensation received rather than the client’s needs. MWM attempts to mitigate this conflict by requiring that all investment recommendations have a sound basis for the recommendation, and by requiring employees to acknowledge their fiduciary responsibility toward each client.

Insurance

Certain professionals of MWM are separately licensed as independent insurance agents. As such, these professionals may conduct insurance product transactions for MWM clients, in their capacity as licensed insurance agents, and will receive customary commissions for these transactions in addition to any compensation received in his capacity as employees of MWM. Commissions from the sale of insurance products will not be used to offset or as a credit against advisory fees. These professionals therefore have incentive to recommend insurance products based on the compensation to be received, rather than on a client's needs. The receipt of additional fees for insurance commissions is therefore a conflict of interest, and clients should be aware of this conflict when considering whether to engage MWM or utilize these professionals to implement any insurance recommendations. MWM attempts to mitigate this conflict of interest by disclosing the conflict to clients, and informing the clients that they are always free to purchase insurance products through other agents that are not affiliated with MWM, or to determine not to purchase the insurance product at all. MWM also attempts to mitigate the conflict of interest by requiring employees to acknowledge in the firm's Code of Ethics, their individual fiduciary duty to the clients of MWM, which requires that employees put the interests of clients ahead of their own.

CMBY LLC

Darren Munn, the owner of Munn Wealth Management, is a part owner of CMBY LLC, an entity which owns the building located at 1700 Woodlands Drive, where Camelot Portfolios LLC and Munn Wealth Management are located. CMBY has two other owners, Marc Clair and Nolan Baker, each principals of The Retirement Guys Formula LLC, a registered investment adviser. The Retirement Guys Formula LLC is also located at 1700 Woodlands Drive. In addition, Camelot Portfolios and Retirement Guys Formula share certain non-investment related expenses, all of which are connected to the operation of the building. Neither Camelot Portfolios LLC nor any principal thereof shares control with Retirement Guys Formula. Neither Retirement Guys Formula nor any principal thereof shares control of Camelot Portfolios LLC. The ownership of the building is not related to any investment decisions made on behalf of Munn Wealth Management clients, but because of the co-ownership of the building and the fact that The Retirement Guys Formula LLC recommends Camelot Portfolios LLC to clients as a third party manager, the dual relationship may be a conflict of interest. We attempt to mitigate this conflict by disclosing it in this Form ADV and by reminding employees that the firm's Code of Ethics requires employees to act in the best interests of clients

D. Recommendations of Other Advisers

MWM recommends other advisers, and MWM may be compensated by the independent manager for referring clients. For more information regarding MWM's use of third party managers, please see response to Item 8 for a full discussion. A conflict of interest exists for advisers who recommend the services of a third party manager who has agreed to share a portion of its management fee with the adviser as opposed to other managers who have not agreed to pay compensation to the adviser. Compensation paid to the Adviser from various third party managers may vary; therefore there is a conflict of interest in recommending a manager who shares a larger portion of its advisory fees over another manager. Fees for such programs may be higher or lower than if client directly obtained services of the third party manager or if client obtained advisory services separately.

As discussed in Items 5 and 8, MWM allocates client assets to various strategies managed by Camelot Portfolios LLC. Because MWM and Camelot Portfolios LLC share common ownership, a conflict of

interest exists when MWM allocates assets to Camelot Portfolios LLC strategies because MWM principals have a financial incentive to recommend strategies managed by the affiliated adviser rather than a separate manager. MWM attempts to mitigate this conflict by disclosing it to clients in this Form ADV and by requiring all representatives to follow the firm's policies and procedures, which specifically note the fiduciary obligation to place client interests ahead of the individual representative's or the firm's,

MWM has an arrangement with Supernova Lending, LLC, a business financing company, to make Supernova Lending's Programs available to MWM's customers and have MWM market and promote Supernova Lending to MWM's customers. Supernova Lending is not affiliated with MWM. MWM receives compensation from these activities, and MWM therefore would have incentive to recommend Supernova Lending programs to clients based on the compensation to be received, rather than on a client's needs. The compensation for these activities is therefore a conflict of interest, in cases where MWM clients are involved with Supernova Lending and such clients should be aware of this conflict when considering whether to engage MWM. MWM attempts to mitigate this conflict of interest by disclosing to clients, and informing the client that they are free to engage other companies or professionals that are not recommended by MWM. MWM also attempts to mitigate the conflict of interest by requiring employees to acknowledge in the firm's Code of Ethics, their individual fiduciary duty to the clients of MWM, which requires that employees put the interests of clients ahead of their own.

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

A. A copy of our Code of Ethics is available upon request. Our Code of Ethics includes discussions of our fiduciary duty to clients, political contributions, gifts, entertainment, and trading guidelines.

B. MWM's affiliate, Camelot Portfolios, is the adviser to two mutual funds, The Camelot Premium Return Fund (CPRFX, CPRCX) and the Camelot Excalibur Small Cap Income Fund (CEXAX, CEXCX) (together, the "Funds"). In addition, certain investment professionals associated with Camelot Portfolios are, in accordance with the Funds' prospectus, entitled to personal compensation related to the services they provide to the Funds. It is expected that MWM will recommend that clients whose investment objectives are appropriate for one or both of the Funds invest with one or both of the Fund. This creates a conflict of interest, which may be material. Because Camelot Portfolios receives a fee from the Funds for managing the Funds, and a fee from the clients whose assets are managed in the strategies, and individuals receive personal compensation, MWM has an incentive to recommend the Funds to clients because of the potential for an increased fee, as opposed to simply the client's objectives. MWM attempts to mitigate this conflict by disclosing it to clients and other advisers considering utilizing our services. Further, MWM includes in its Code of Ethics a requirement that each professional acknowledge their responsibility to place client interests ahead of their own.

C. On occasion, an employee of MWM may purchase for his or her own account securities which are also recommended for clients. Our Code of Ethics details rules for employees regarding personal trading and avoiding conflicts of interest related to trading in one's own account. To avoid placing a trade before a client (in the case of a purchase) or after a client (in the case of a sale), all employee trades must be reviewed by the Compliance Officer. All employee trades must either take place in the

same block as a client trade or sufficiently apart in time from the client trade so the employee receives no added benefit. Employee statements are reviewed to confirm compliance with the trading procedures.

D. On occasion, an employee of MWM may purchase for his or her own account securities which are also recommended for clients at the same time the clients purchase the securities. Our Code of Ethics details rules for employees regarding personal trading and avoiding conflicts of interest related to trading in one's own account. To avoid placing a trade before a client (in the case of a purchase) or after a client (in the case of a sale), all employee trades must be reviewed by the Compliance Officer. All employee trades must either take place in the same block as a client trade or sufficiently apart in time from the client trade so the employee receives no added benefit. Employee statements are reviewed to confirm compliance with the trading procedures.

Item 12: Brokerage Practices

A. Recommendation of Broker-Dealer

MWM recommends that investment accounts be held in custody by the Schwab Institutional division of Charles Schwab & Co., Inc. ("Schwab"), Fidelity Institutional Wealth Services, Inc. ("Fidelity"), Folio Institutional, a FINRA registered broker-dealer ("Folio"), or in some limited circumstances, Purshe Kaplan Sterling Investments, Inc. ("PKS"). Schwab, Fidelity and Folio offer enhanced services to independent investment advisors. These services include custody of securities, trade execution platforms, and access to research not available to the general public. All recommended broker-dealer/custodians are wholly independent from MWM. It is expected that most, if not all, transactions in a given client account will be cleared through the custodian of that account in its capacity as a broker-dealer.

MWM recommends broker-dealers to its clients based on a variety of factors. These include, but are not limited to, commission costs. However, in choosing a broker-dealer or custodian to recommend, we are most concerned with the value the client receives for the cost paid, not just the cost. The broker-dealers we recommend add value beyond commission cost. Other factors that may be considered in determining overall value include speed and accuracy of execution, financial strength, knowledge and experience of staff, research and service. The broker-dealers we recommend also have arrangements with many mutual funds that enable us to purchase these mutual funds for client accounts at reduced transaction charges (as opposed to other broker-dealers). MWM re-evaluates the use of its recommended broker-dealers at least annually to determine if they are still the best value for our clients.

The broker-dealers we recommend may provide us with some non-cash benefits (not available to retail customers) in return for placing client assets with them or executing trades through them. Such non-cash benefits are referred to as "soft dollars". Currently, these benefits come in the form of investment research and sponsored attendance at various investment seminars. We may also receive such items as investment software, books and research reports. These products, services, or educational seminars are items that will play a role in determining how to invest client accounts. If there is any item that has a multi-use aspect, mixed between investment and non-investment purposes, MWM will determine a reasonable allocation of investment to non-investment use and soft dollars will be allocated only to the investment portion of the product (and we will pay the remaining cost). MWM receives a benefit from these services, as otherwise we would be compiling the same research ourselves. This may cause us, or another adviser, to want to place more client accounts with a broker-dealer/custodian, solely because of

these added benefits. However, the value to all of our clients of these benefits is included in our evaluation of custodians. Products and services received via soft dollars will generally be used for the benefit of all clients. However, it is possible that a given client's trades will generate soft dollars that acquire products and/or services that are not ultimately utilized for that same client's account. Soft dollars provide additional value, and are accordingly considered in determining which broker-dealer or custodian to utilize as part of our best execution analysis.

We do not consider whether any other broker-dealer/custodian refers clients to MWM as part of our evaluation of these broker-dealers.

B. Aggregating Trades

While not typically the case with the custodians recommended by MWM, commission costs per client may be lower on a particular trade if all clients in whose accounts the trade is to be made are executed at the same time. This is called aggregating trades. Instead of placing a number of trades for the same security for each account, we will, when appropriate, execute one trade for all accounts and then allocate the trades to each account after execution. If an aggregate trade is not fully executed, the securities will be allocated to client accounts on a *pro rata* basis, except where doing so would create an unintended adverse consequence (For example, if a *pro rata* division would result in a client receiving a fraction of a share, or a position in the account of less than 1%.)

Item 13: Review of Accounts

All accounts will be reviewed by a senior professional on at least an annual basis. However, it is expected that market conditions, changes in a particular client's account, or changes to a client's circumstances will trigger a review of accounts.

The annual report in writing provided by MWM is intended to review asset allocation. All clients will receive statements and confirmations of trades directly from their account custodian.

Item 14: Client Referrals and Other Compensation

A. Economic Benefit Provided by Third Parties for Advice Rendered to Client.

Please refer to Item 12, where we discuss recommendation of Broker-Dealers.

B. Compensation to Non-Advisory Personnel for Client Referrals.

Clients may be introduced to MWM via other third parties. In the event that MWM compensates any party for the referral of a client to MWM, any such compensation will be paid by MWM, and not the client. If the client is introduced to MWM by an unaffiliated third party, that third party will disclose to the client the referral arrangement with MWM, including the compensation for the referral, and provide the client a copy of MWM's ADV Part 2A and 2B. The referral source will also provide a written disclosure to the client regarding the relationship between MWM and the referral source, including the fact that referral fees will be paid.

Item 15: Custody

MWM deducts fees from client accounts, but would not have custody of client funds otherwise. Clients will receive statements directly from the account custodian, and copies of all trade confirmations directly from the account custodian.

Clients whose fees are directly debited will provide written authorization to debit advisory fees from their accounts held by a qualified custodian chosen by the client. The client will also receive a statement from their account custodian showing all transactions in their account, including the fee.

We encourage clients to carefully review the statements and confirmations sent to them by their custodian, and to compare the information on your quarterly report prepared by MWM against the information in the statements provided directly from their account custodian. Please alert us of any discrepancies.

Item 16: Investment Discretion

Please see response to Item 4 above regarding investment discretion.

Item 17: Voting Client Securities

Copies of our Proxy Voting Policies are available upon request.

From time to time, shareholders of stocks, mutual funds, exchange traded funds or other securities may be permitted to vote on various types of corporate actions. Examples of these actions include mergers, tender offers, or board elections. MWM will give advice and vote proxies on behalf of its clients. However, Camelot Portfolios LLC may vote proxies on behalf of MWM clients invested in Camelot Portfolios LLC strategies.

Item 18: Financial Information

Under no circumstances do we require or solicit payment of fees in excess of \$1,200 per account and more than six months in advance of services rendered. Therefore, we are not required to include a financial statement.