

**Firm Brochure ADV Part 2A**

The financial advisors of Flagship Private Wealth are registered representatives with securities offered through LPL Financial, member FINRA/SIPC.

**Item 1 Cover Page**

Registered as Flagship Private Wealth, LLC



Doing Business As: Flagship Private Wealth

Registered Investment Adviser

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(781) 756-0090 – phone  
(781) 756-0085 – fax

<http://flagshipprivatewealth.com>

**February 15, 2018**

**NOTICE TO PROSPECTIVE CLIENTS: READ THIS DISCLOSURE BROCHURE IN ITS ENTIRETY**

All the material within this Brochure must be reviewed by those who are considering becoming a client of our firm. This Brochure provides information about the qualifications and business practices of Flagship Private Wealth. If you have any questions about the contents of this Brochure, please contact us at (781) 756-0090. In accordance with federal and state regulations, this Brochure is on file with the appropriate securities regulatory authorities as required. The information provided within this Brochure is not to be construed as an endorsement or recommendation by state securities authorities in any jurisdiction within the United States, or by the United States Securities and Exchange Commission. 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. Registration of a registered investment adviser does not imply any level of skill or training. Additional information about Flagship Private Wealth is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## **Item 2 – Material Changes**

Flagship Private Wealth (the “Firm”) will ensure that you receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of the Firm’s business fiscal year. Flagship Private Wealth and its investment adviser representatives (“IARs”) may further provide other ongoing disclosure information about material changes as necessary, and will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Disclosure Brochure may be requested by contacting us at (781) 756-0090 or at [info@flagpw.com](mailto:info@flagpw.com).

Additional information about Flagship Private Wealth is also available via the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC’s website also provides information about any persons affiliated with Flagship Private Wealth who are registered, or are required to be registered, as investment adviser representatives of Flagship Private Wealth.

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#### **Item 4 – Advisory Business**

The Firm was first formed in 2012 offering advisory services and securities through LPL Financial, a FINRA/SIPC registered broker-dealer and SEC registered investment adviser. In 2015, Flagship Private Wealth became a state registered investment adviser, and in 2016, Flagship Private Wealth became an SEC registered investment adviser to directly offer advisory services. The Firm continues to offer securities through LPL Financial, an unaffiliated FINRA/SIPC registered broker-dealer.

#### **Management Team**

**Ron Giunta, CFP®**, is a founding partner and co-manager of Flagship Private Wealth. He is a graduate of Tufts University where he earned a BA in Economics. Ron has been giving advice to individuals and families for over 20 years and focuses his efforts on comprehensive financial planning, wealth management and retirement planning. He resides in Newton, MA with his wife and their twins. He enjoys snowboarding, golf, traveling and spending time with family and friends.

**Betsy Johnson, CFP®, MBA**, is a founding partner and co-manager of Flagship Private Wealth. She has been providing advice to individuals, families and small businesses for more than 20 years with a focus on investment management, comprehensive financial planning, retirement strategies and intergenerational wealth transfer. Betsy graduated from Holy Cross with a BA in French and from the University of Massachusetts with an MBA in Finance. Betsy resides in Andover, MA with her husband and daughter and enjoys international travel, fine cuisine / wines, organic gardening, and spending time with family and friends.

**Karl Warner, CFP®**, is a founding partner and co-manager of Flagship Private Wealth. He has been giving investment advice to individuals, families and small businesses for more than 25 years with special emphases on retirement planning and strategies to transfer wealth from older to younger generations. Prior to becoming a financial advisor, Karl attended the University of Wisconsin – La Crosse for a BS in History, and Boston University's Master's program in International Relations. As a Certified Financial Planner, Karl develops financial projections and constructs a wide variety of investment portfolios to solve the complex and constantly changing needs of his clients. Karl is married, has two children, and lives in Andover, MA. He enjoys international travel, fine foods and wines, golf, discussing economics and politics, and spending time with his family and friends.

Flagship Private Wealth provides fee-based investment advisory services for compensation primarily to individual clients and high-net worth individuals based on the individual goals, objectives, time horizon, and risk tolerance of each client. The Firm also offers advisory services to pension and profit sharing plans as well as charitable organizations. Portfolio management services include, but are not limited to, the following:

- Investment Strategy
- Asset Allocation
- Risk Tolerance
- Personal Investment Policy
- Asset Selection
- Regular Portfolio Monitoring



Adviser representatives are restricted to providing services and charging fees based in accordance with the descriptions detailed in this document and the account agreements. However, the exact service and fees charged to each individual client are dependent upon the representative that is working with the client. IARs are instructed to consider the individual needs of each client when recommending an advisory platform. Investment strategies and recommendations are tailored to the individual needs of each client.

Flagship Private Wealth, through its investment adviser representatives, provides ongoing investment advice and management on assets in the client's custodial accounts. Flagship Private Wealth acts as portfolio manager on the Strategic Wealth Management ("SWM") wrap fee program through LPL Financial as custodian. Other wrap fee programs ("OMP", "PWP", "MWP", "MAS") are offered through LPL as custodian. Advice may be discretionary or non-discretionary as indicated in the client advisory account agreement. More specific account information and acknowledgements are further detailed on the account application and in the wrap fee brochures.

The investment adviser representatives associated with Flagship Private Wealth are appropriately licensed, and authorized to provide advisory services on behalf of Flagship Private Wealth. Investment Adviser Representatives associated with Flagship Private Wealth are also registered representatives of LPL Financial, a member of the Financial Regulatory Authority ("FINRA") and the Securities Investors Protection Corporation ("SIPC"). Any securities transactions will be directed to LPL Financial for execution. Flagship Private Wealth and LPL Financial are not affiliated legal entities.

### **Asset Management**

Flagship Private Wealth, through its investment adviser representatives, provides ongoing investment advice and management on assets in the client's custodial accounts. Advice may be discretionary or non-discretionary as indicated in the client advisory account agreement. More specific account information and acknowledgements are further detailed on the account application.

Investment adviser representatives provide advice on the purchase and sale of various types of investments, such as mutual funds, exchange-traded funds ("ETFs"), variable annuity subaccounts, real estate investment trusts ("REITs"), equities, and fixed income securities. Advice provided by the IAR is tailored to the individual needs of the client based on client's investment objective chosen by the client to try to achieve client's financial goals. Clients may impose restrictions on investing in certain securities or types of securities.

If the appropriate disclosure statement was not delivered to the client at least 48 hours prior to the client entering into any written or oral advisory contract with this investment adviser, then the client has the right to terminate the contract without penalty within five business days after entering into the contract. For the purposes of this provision, a contract is considered entered into

when all parties to the contract have signed the contract, or, in the case of an oral contract, otherwise signified their acceptance, any other provisions of this contract notwithstanding.

As of January 23, 2018, Flagship Private Wealth manages \$146,450,500 in advisory accounts, of which \$146,450,500 is managed on a discretionary basis.

### **Strategic Wealth Management (SWM)**

Strategic Wealth Management (SWM) is a comprehensive, open-architecture, fee-based investment platform created by LPL Financial to allow independent investment advisers such as Flagship Private Wealth to offer clients customized advice. The platform provides a foundation to develop long-term financial goals and provide potential solutions. With this platform, multiple investments can be included into one account with one consolidated statement. Flagship Private Wealth has the fiduciary responsibility on the account.

### **Optimum Market Portfolios Program (OMP)**

OMP offers clients the ability to participate in a professionally managed asset allocation program using Optimum Funds Class I shares. Under OMP, client will authorize LPL on a discretionary basis to purchase and sell Optimum Funds pursuant to investment objectives chosen by the client. The IAR will assist the client in determining the suitability of OMP for the client and assist the client in setting an appropriate investment objective. The IAR will have discretion to select a mutual fund asset allocation portfolio designed by LPL consistent with the client's investment objective. LPL will have discretion to purchase and sell Optimum Funds pursuant to the portfolio selected for the client. LPL will also have authority to rebalance the account.

A minimum account value of \$10,000 is required for OMP.

### **Personal Wealth Portfolios Program (PWP)**

PWP offers clients an asset management account using asset allocation model portfolios designed by LPL. The IAR will have discretion for selecting the asset allocation model portfolio based on client's investment objective, and will also have discretion for selecting third party money managers (PWP Advisors) or mutual funds within each asset class of the model portfolio. LPL will act as the overlay portfolio manager on all PWP accounts and will be authorized to purchase and sell on a discretionary basis mutual funds and equity and fixed income securities.

A minimum account value of \$250,000 is required for PWP.

### **Managed Wealth Portfolios Program (MWP)**

MWP offers clients a professionally managed mutual fund asset allocation program. Flagship Private Wealth investment adviser representatives will obtain the necessary financial data from the client, assist the client in determining the suitability of the MWP program and assist the client in setting an appropriate investment objective. The IAR will initiate the steps necessary to open an MWP account and have discretion to select a model portfolio designed by

LPL's Research Department consistent with the client's stated investment objective. LPL's Research Department is responsible for selecting the mutual funds within a model portfolio and for making changes to the mutual funds selected.

The client will authorize LPL to act on a discretionary basis to purchase and sell mutual funds (including in certain circumstances exchange traded funds) and to liquidate previously purchased securities. The client will also authorize LPL to effect rebalancing for MWP accounts.

In the future, the MWP program may make available model portfolios designed by strategists other than LPL's Research Department. If such models are made available, the IAR will have discretion to choose among the available models designed by LPL and outside strategists.

A minimum account value of \$25,000 is required for MWP.

### **Manager Access Select Program**

Manager Access Select is a separate account platform available through LPL Financial that offers high-net-worth investors the ability to access a variety of institutional portfolio managers at significantly lower account minimums. This enables clients to have a higher level of specialization and service through the ownership of individual securities. IARs can choose from a broad range of Portfolio Managers and multiple investment styles including equity, fixed income, balanced, international, ETF, REIT and socially responsible portfolios.

This platform compensates IARs through an annual advisor fee based on each account's value. For this fee, IARs provide investment advisory services to their clients such as asset allocation, Portfolio Manager recommendations, quarterly account reviews and consolidated reporting.

Financial advisors can set the annual advisor fee for each individual client who has a Manager Access Select account. The following costs are included in the total account fee paid by clients and should be considered:

- IAR Fee
- LPL Financial Fee
- Portfolio Manager(s) Fee

LPL Financial is registered with the Securities and Exchange Commission, and has filed a notice filing in all states, the District of Columbia and the Virgin Islands.

A minimum account value of \$100,000 is required for Manager Access Select, however, in certain instances, the minimum account size may be lower or higher.

The account fee charged to the client for each advisory program is negotiable, subject to the following maximum account fees:



<u>Advisory Program</u>	<u>Annual Maximum Percentage of Assets Charge</u>
SWM	2.0%
OMP	2.0%
PWP	2.0%
MWP	2.0%
Manager Access Select	2.0%

Account fees are negotiable and payable quarterly in advance.

LPL serves as program sponsor, investment advisor and broker-dealer for the LPL advisory programs. Flagship Private Wealth and LPL may share in the account fees associated with program accounts. Associated persons of Advisor may also be registered representatives of LPL.

The purchase of a securities and/or insurance commission product presents a conflict of interest, as the receipt of commissions may provide an incentive to recommend investment products based on commissions received, rather than on a particular client's need. No client is under any obligation to purchase any commission products from investment adviser representative of the Firm. Clients may purchase investment products recommended by investment advisory representatives through other, non-affiliated broker-dealers or insurance agents. Transactions in advisory program accounts are effected through LPL as the executing broker-dealer.

The IAR receives compensation as a result of a client's participation in an LPL program. Depending on, among other things, the size of the account, changes in its value over time, the ability to negotiate fees or commissions, and the number of transactions, the amount of this compensation may be more or less than what the IAR would receive if the client participated in other programs, whether through LPL or another sponsor, or paid separately for investment advice, brokerage and other services.

Neither the Firm nor any investment adviser representative is registered or has an application pending to register as a futures commission merchant, commodity pool operator, a commodity trading advisor, or a representative of the foregoing.

### **Financial Planning Services**

As part of the Firm's financial planning services, Flagship Private Wealth, through its investment adviser representatives, may provide personal financial planning tailored to the individual needs of the client. A particular client's financial plan will include the relevant types of planning specific to their needs and objectives such as:

- Retirement – planning an investment strategy with the objective of providing inflation-adjusted income for life.
- College / Education – planning to pay the future college / education expenses of a child or grandchild.

- Major Purchase – Evaluation of the pros and cons of home ownership versus renting as well as buying or leasing a car, for example.
- Divorce – Planning for the financial impact of divorce such as change in income, retirement benefits and tax considerations.
- Insurance Needs – Planning for the financial needs of survivors to satisfy such financial obligations as housing, dependent child care and spousal arrangements as well as education.
- Final Expenses – Planning to leave assets to cover final expenses such as funeral, debts and potential business continuity.
- Estate Planning – Planning that focuses on the most efficient and tax friendly option to pass on an estate to a spouse, other family members or a charity.
- Cash Flow/ Budget Planning – Planning to manage expenses against current and projected income.
- Wealth Accumulation – Planning to build wealth within a portfolio that takes into consideration risk tolerance and time horizon.
- Business Succession – Planning for the continuation of a business in as smooth a transition as possible with the use of buy-sell agreements, key-man insurance and engaging independent legal counsel as needed.
- Tax Planning – Planning a tax efficient investment portfolio to maximize deductions and off-setting losses.
- Investment Planning – Planning an investment strategy consistent with particular objectives, time horizons and risk tolerances.

Financial planning services take into account information collected from the client such as financial status, investment objectives and tax status, among other data. Fees for such services are negotiable, are detailed in the client financial planning agreement, and are due upon the execution of the agreement.

Financial plans are based on the client's financial situation at the time the IAR presents the plan to the client, and are based on the financial information the client provides to the IAR. Clients should be aware that the Firm's financial plans may contain certain assumptions with respect to interest and inflation rates, along with past trends and performance of the market and economy. Past performance is in no way an indication of future performance. Clients must promptly notify the Firm if client's financial situation, goals, objectives, or needs change.

The financial plan may include generic recommendations as to general types of investment

products or specific securities which may be appropriate for the Client to purchase given his/her financial situation and objectives. The client is under no obligation to act upon the investment adviser's recommendation or purchase such securities through Flagship Private Wealth and the IAR. However, if the client desires to purchase securities or advisory services in order to implement his/her financial plan, Flagship Private Wealth may make a variety of products and services available through its IARs in wrap fee programs, as well as through Flagship Private Wealth's capacity as registered representatives and insurance agents. This may result in the payment of normal and customary commissions, advisory fees or other types of compensation to Flagship Private Wealth and the IAR.

A conflict exists between the interests of the investment adviser and the interests of the client. Depending on the type of account that could be used to implement a financial plan, such compensation may include (but is not limited to) advisory fees, advisory program wrap fees, commissions, mark-ups and mark-downs, transaction charges, confirmation charges, small account fees, mutual fund 12b-1 fees, mutual fund sub-transfer agency fees, hedge fund, managed futures, and variable annuity investor servicing fees, retirement plan fees, fees in connection with an insured deposit account program, marketing support payments from mutual fund, annuity and insurance sponsors, administrative servicing fees for trust accounts, referral fees, compensation for directing order flow, and bonuses, awards or other things of value offered by Flagship Private Wealth to its IARs. To the extent that an IAR recommends that clients invest in products and services that will result in compensation being paid to Flagship Private Wealth and its IARs, this presents a conflict of interest. This compensation to the IAR and Flagship Private Wealth may be more or less depending on the product or service that the IAR recommends. Therefore, the IAR may have a financial incentive to recommend that a financial plan be implemented using a certain product or service over another.

The IAR may receive additional cash or non-cash compensation from advisory product sponsors. Such compensation may not be tied to the sales of any products. Compensation may include such items as gifts valued at less than \$100 annually, an occasional dinner or ticket to a sporting event, or reimbursement in connection with educational meetings or marketing or advertising initiatives.

- A conflict exists between the interests of the investment adviser and the interests of the client,
- The client is under no obligation to act upon the investment adviser's recommendations; and,
- If the client elects to act on any of the recommendations, the client is under no obligation to effect the transaction through the investment adviser.

### **Hourly Consulting Services**

Flagship Private Wealth, through its investment adviser representatives, may provide consulting services including, as selected by the client in the consulting agreement, advice regarding tax planning, investment planning, retirement planning, estate planning, cash flow/budget planning,

business planning, education planning, and personal financial planning. The services take into account information collected from the client such as financial status, investment objectives and tax status, among other data. The investment adviser representatives may or may not deliver to the client a written analysis or report as part of the services. The investment adviser representatives tailor the hourly consulting services to the individual needs of the client based on the investment objective chosen by the client. The engagement terminates upon final consultation with the client. Fees for such services are negotiable and detailed in the client agreement.

### **Retirement Plan Consulting**

Investment adviser representatives of Flagship Private Wealth assist clients that are trustees or other fiduciaries to retirement plans (“Plans”) by providing fee-based consulting and/or advisory services. Investment adviser representatives may perform one or more of the following services, as selected by the client in the client agreement:

- Assistance in the preparation or review of an investment policy statement (“IPS”) for the Plan based upon consultation with client to ascertain Plan’s investment objectives and constraints.
- Acting as a liaison between the Plan and service providers, product sponsors or vendors.
- Ongoing monitoring of investment manager(s) or investments in relation to the criteria specified in the Plan’s IPS or other written guidelines provided by the client to IAR.
- Preparation of reports describing the performance of Plan investment manager(s) or investments, as well as comparing the performance to benchmarks.
- Ongoing recommendations, for consideration and selection by client, about specific investments to be held by the Plan or, in the case of a participant-directed defined contribution plan, to be made available as investment options under the Plan.
- Education or training for the members of the Plan investment committee with regard to various matters, including plan features, retirement readiness matters, service on the committee, and fiduciary responsibilities.
- Assistance in enrolling Plan participants in the Plan, including conducting an agreed upon number of enrollment meetings. As part of such meetings, IARs may provide participants with information about the Plan, which may include information on the benefits of Plan participation, the benefits of increasing Plan contributions, the impact of pre-retirement withdrawals on retirement income, the terms of the Plan and the operation of the Plan.

If the Plan makes available publicly traded employer stock (“company stock”) as an investment option under the Plan, investment adviser representatives do not provide investment advice regarding company stock and are not responsible for the decision to offer company stock as an

investment option. In addition, if participants in the Plan may invest the assets in their accounts through individual brokerage accounts, a mutual fund window, or other similar arrangement, or may obtain participant loans, then investment adviser representatives do not provide any individualized advice or recommendations to the participants regarding these decisions. Furthermore, investment adviser representatives do not provide individualized investment advice to Plan participants regarding their Plan assets.

## **Item 5 – Fees and Compensation**

### **Asset Management**

The specific manner in which fees are charged by the Firm is established in the client's written advisory agreement between the client and Flagship Private Wealth. Clients can determine to engage the services of Flagship Private Wealth on a discretionary or non-discretionary basis. The Firm's annual investment advisory fee shall be based upon a percentage (%) of the market value and type of assets placed under the Firm's management, to be charged quarterly in advance, and Flagship Private Wealth IAR's may at their discretion negotiate a fee not to exceed 2.0%.

The client is made aware of the following:

- Client's independent account custodian sends statements at least quarterly to client showing the market values for each security included in account assets and all disbursements in client's account including the amount of the advisory fees paid to Firm;
- Client provides authorization allowing Firm to be paid directly by these terms.

LPL Financial is responsible for calculating and deducting advisory fees from client accounts held at LPL. Client will provide LPL with written authorization to deduct advisory fees and pay these advisory fees to the Flagship Private Wealth firm. These advisory fees are paid directly by LPL to the Flagship Private Wealth firm (not the individual). The Flagship Private Wealth firm will then share advisory fees with its IARs / associated persons.

If the advisory agreement is terminated before the end of the quarterly period, the client is entitled to a pro-rated refund of any pre-paid quarterly advisory fee based on the number of days remaining in the quarter after the termination date.

### **LPL Financial Sponsored Advisory Programs**

The account fee charged to the client for each advisory program is negotiable, subject to a maximum of 2.0%.

Account fees are payable quarterly in advance as processed by LPL Financial. If a custom billing option is elected, fees may be paid in advance or in arrears as agreed. Clients may terminate the agreement without penalty for a full refund of Flagship Private Wealth's fees

within five business days of signing the advisory agreement. Thereafter, clients may terminate the advisory agreement generally with 30 days' written notice.

Fees for customized and participant advisory services are typically based on the value of assets under management and will vary by engagement. The amount of the fee will be set out in the client agreement executed by the client at the time the relationship is established. The advisory fee is negotiable between the investment adviser representative and the client, and is payable in advance as described in the client agreement.

### **Financial Planning Services**

Flagship Private Wealth IARs charge on an hourly or flat fee basis for financial planning services. The total estimated fee, as well as the ultimate fee charged by the IAR, is based on the scope and complexity of the IAR's engagement with the client.

### **Hourly Consulting Services**

Flagship Private Wealth IARs charge on an hourly or flat fee basis for consulting services. The total estimated fee, as well as the ultimate fee charged by the IAR, is based on the scope and complexity of the IAR's engagement with the client. The IAR's hourly fees range from \$250 - \$350. Flat fees generally range from \$500 to \$5,000. Depending on the complexity of the plan, fees may exceed \$5,000 as circumstances warrant.

### **Retirement Plan Consulting**

The fee for Retirement Plan Consulting may not exceed 2% of plan assets under management. The total estimated fee, as well as the ultimate fee charged by the IAR, is based on the scope and complexity of IAR's engagement with the client. The fee-paying arrangement for Retirement Plan Consulting will be outlined in a separate agreement.

### **Other Types of Fees & Expenses**

Clients may incur transaction charges for trades executed in their accounts. These transaction fees are separate from advisory account management fees and will be disclosed by the firm through which trades are executed. Also, clients will pay the following separately incurred expenses, which the Firm does not receive any part of: charges imposed directly by a mutual fund, index fund, or exchange traded fund, which shall be disclosed in the fund's prospectus (i.e., fund management fees and other fund expenses).

### **Termination & Refunds**

A custom program account may be terminated according to the client agreement. If the client agreement provides for payment in advance, the agreement will state how the client can obtain a refund of any pre-paid fee if the agreement is terminated before the end of the billing period.

## **Commissionable Securities Sales**

LPL Financial charges brokerage commissions and transaction fees for effecting certain securities transactions (i.e., transaction fees are charged for certain no-load mutual funds, and commissions are charged for individual equity and debt securities transactions). LPL enables the Firm to obtain many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges. LPL Financial commission rates are generally discounted from customary retail commission rates. However, the commission and transaction fees charged by LPL Financial may be higher or lower than those charged by other custodians and broker-dealers. Clients may direct their brokerage transactions at a firm other than LPL Financial. Advisory fees are generally not reduced to offset commissions or markups.

When dealing with investment advisory clients and services, investment adviser representatives have an affirmative duty of care, loyalty, honesty and good faith to act in the best interests of its clients. Investment adviser representatives should fully disclose all material facts concerning any conflict that does arise with these clients, and should avoid even the appearance of a conflict of interest.

Please note, clients may purchase investment products recommended by the Firm through other, non-affiliated broker-dealers or agents.

When the Firm's IARs sell an investment product on a commission basis, the Firm does not charge an advisory fee in addition to the commissions paid by the client for such product. When providing services on an advisory fee basis, Flagship Private Wealth IARs do not also receive commission compensation for such advisory services (except for any ongoing 12b-1 trailing commission compensation that may be received as previously discussed). However, a client may engage the Firm to provide investment management services for an advisory fee and also purchase an investment product from the Firm's representatives on a separate commission basis.

In certain cases, LPL may serve as the broker-dealer on transactions in a customized advisory account. In such case, LPL may charge the client transaction charges in connection with trade execution through LPL. The transaction charges will be clearly stated in the client agreement executed by the client at the time the relationship is established.

IARs receive compensation as a result of a client's participation in an LPL program. Depending on, among other things, the size of the account, changes in its value over time, the ability to negotiate fees or commissions, and the number of transactions, the amount of this compensation may be more or less than what the IAR would receive if the client participated in other programs, whether through LPL or another sponsor, or paid separately for investment advice, brokerage and other services.

LPL serves as program sponsor, investment advisor and broker-dealer for the LPL advisory programs. Flagship Private Wealth and LPL may share in the account fee and other fees associated with program accounts. Associated persons of the Firm may also be registered



representatives of LPL. Lower fees for comparable services may be available from other sources.

#### **Item 6 – Performance-Based Fees and Side-by-side Management**

Performance-based fees are fees that are based on a share of capital gains or capital appreciation of a client's account.

Neither the Firm nor any supervised persons accept performance-based fees, which are fees based on a share of capital gains on or capital appreciation of the assets of a client such as a hedge fund or other pooled investment vehicle.

#### **Item 7 – Types of Clients**

The advisory services offered by Flagship Private Wealth are available for individuals, individual retirement accounts (“IRAs”), banks and thrift institutions, pension and profit - sharing plans, including plans subject to Employee Retirement Income Security Act of 1974 (“ERISA”), trusts, estates, charitable organizations, state and municipal government entities, corporations and other business entities.

However, the Firm generally provides investment advice to individuals and high net worth individuals, pension and profit sharing plans as well as charitable organizations. The Firm is currently not working with other types of clients nor is the Firm pursuing other types of clients as prospects, but may opt to work with other types of clients in the future.

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

Flagship Private Wealth emphasizes continuous and regular account supervision. As part of the Firm’s asset management service, the Firm generally creates a portfolio consisting of individual stocks or bonds, exchange traded funds (“ETFs”), options, mutual funds and other public and private securities or investments. The client’s individual investment strategy is tailored to their specific needs and may include some or all of the previously mentioned securities. Each portfolio will be initially designed to meet a particular investment goal, which IARs determine to be suitable to the client’s circumstances. Once the appropriate portfolio has been determined, it is subject to review and rebalancing, if necessary, based upon the client’s individual needs, stated goals and objectives. Each client has the opportunity to place reasonable restrictions on the types of investments to be held in the portfolio. The Firm uses a combination of multiple forms of analysis in order to formulate investment advice when managing assets. Depending on the analysis, the Firm will implement a long or short-term trading strategy based on the particular objectives and risk tolerance of a particular client.

- **Fundamental Analysis** involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages. Fundamental analysis concentrates on factors that determine a company’s value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their



perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

- **Technical Analysis** involves the analysis of past market data, primarily price and volume. Technical analysis attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be identified, then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not take into account new patterns that emerge over time.
- **Cyclical Analysis** involves the analysis of business cycles to find favorable conditions for buying and/or selling a security. Cyclical analysis assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are two-fold: 1) the markets do not always repeat cyclical patterns, and 2) if too many investors begin to implement this strategy, then it changes the very cycles these investors are trying to exploit.
- **Charting Analysis** involves the gathering and processing of price and volume information for a particular security. This price and volume information is analyzed using mathematical equations. The resulting data is then applied to graphing charts, which is used to predict future price movements based on price patterns and trends.
- **Long-Term Purchases** are securities purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year.
- **Short-Term Purchases** are securities purchased with the expectation that they will be sold within a relatively short period of time, generally less than one year, to take advantage of the securities' short-term price fluctuations.
- **Options Trading/Writing** is a securities transaction that involves buying or selling an option. If the client writes an option and the buyer exercises the option, then the client is obligated to purchase or deliver a specified number of shares at a specified price at the expiration of the option, regardless of the market value of the security at expiration of the option. Buying an option gives the client the right to purchase or sell a specified number of shares at a specified price until the date of expiration of the option, regardless of the value of the security at expiration of the option.

The Firm's investment strategies and advice may vary depending upon each client's specific financial situation. As such, the Firm determines investments and allocations based upon client's predefined objectives, risk tolerance, time horizon, financial horizon, financial information, liquidity needs, and other various suitability factors. Client restrictions and guidelines may affect the composition of your portfolio. Please note, investing in securities involves risk of loss that clients should be prepared to bear. There are different types of investments that involve varying degrees of risk, and it should not be assumed that future performance of any specific investment or

investment strategy will be profitable or equal any specific performance level(s). Past performance is not indicative of future results.

Even hedging strategies may fail if markets move against the hedged investments. In addition, investing carries with it opportunity risk; it is impossible to accurately predict the sectors of the market or asset classes that will have more favorable returns for a given period. The Firm's methods of analysis and investment strategies do not represent any significant or unusual risks; however, all strategies have inherent risks and performance limitations, such as:

- **Market Risk** - the risk that the value of securities may go up or down, sometimes rapidly or unpredictably, due to factors affecting securities markets generally or particular industries.
- **Interest Rate Risk** - the risk that fixed income securities will decline in value because of an increase in interest rates, and that a bond or a fixed income fund with a longer duration will be more sensitive to changes in interest rates than a bond or bond fund with a shorter duration.
- **Credit Risk** - the risk that an investor could lose money if the issuer or guarantor of a fixed income security is unable or unwilling to meet its financial obligations.
- **Mutual Funds** - investing in mutual funds carries the risk of capital loss and a client may lose money investing in mutual funds. All mutual funds have costs that lower investment returns. The funds can be of a bond "fixed income" nature (generally lower risk) or of a stock "equity" nature (mentioned below).
- **Equity** - investing in equities generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry conditions and the general economic environments.
- **Fixed income** - investing in fixed income generally pays a return on a fixed schedule, although the amount of payments can vary. This type of investment can include corporate and government debt securities, leveraged loans, high yield and investment grade debt, and structured products, such as mortgage and other asset-backed securities, although individual bonds may be the best known type of fixed income security. In general, the fixed income market is volatile and fixed income securities carry interest rate risk (as interest rates rise, bond prices usually fall, and vice versa - this effect is usually more pronounced for longer-term securities). Fixed income securities also carry inflation risk, liquidity risk, call risk, and credit and default risks for both issuers and counterparties. The risk of default on treasury inflation protected/inflation linked bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal. Risks of investing in foreign fixed income securities also include the general risk of non-U.S. investing described below in the next section.

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

Investment Adviser Representatives of Flagship Private Wealth offer a variety of investment vehicles. Assets are generally allocated between the list below, and in some cases an asset class not listed may be appropriate for a particular client.

- **Mutual Funds** - investing in mutual funds carries the risk of capital loss and thus clients may lose money investing in mutual funds. All mutual funds have costs that lower investment returns. The funds can be of a bond “fixed income” nature (generally lower risk) or of a stock “equity” nature (mentioned below).
- **Equity** - investing in equities generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry conditions and the general economic environments.
- **Fixed Income** - investing in fixed income generally pays a return on a fixed schedule, although the amount of payments can vary. This type of investment can include corporate and government debt securities, leveraged loans, high yield, and investment grade debt and structured products, such as mortgage and other asset-backed securities, although individual bonds may be the best known type of fixed income security. In general, the fixed income market is volatile and fixed income securities carry interest rate risk (as interest rates rise, bond prices usually fall, and vice versa - this effect is usually more pronounced for longer-term securities). Fixed income securities also carry inflation risk, liquidity risk, call risk, and credit and default risks for both issuers and counterparties. The risk of default on treasury inflation protected/inflation linked bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal. Risks of investing in foreign fixed income securities also include the general risk of non-U.S. investing described below.
- **Exchange Traded Funds (ETFs)** - An ETF is an investment fund traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Areas of concern include the lack of transparency and increasing complexity in products,

conflicts of interest and the possibility of inadequate regulatory compliance. Precious metal ETFs (e.g., gold, silver, or palladium bullion-backed “electronic shares”, not physical metal) specifically may be negatively impacted by several unique factors, among them: (1) large sales by the official sector which own a significant portion of aggregate world holdings in gold and/or other precious metals, (2) a significant increase in hedging activities by producers of gold and/or other precious metals, and (3) a significant change in the attitude of speculators and investors.

- **Annuities** - are a retirement product for those clients who may have the ability to pay a premium now and want to guarantee the client receives certain monthly payments or a return on investment later in the future. Annuities are contracts issued by a life insurance company designed to meet retirement or other long-term goals. An annuity is not a life insurance policy. Variable annuities are designed to be long-term investments. Variable annuities are not suitable for meeting short-term goals because substantial taxes and insurance company charges may apply upon early or premature withdrawal. Variable annuities also involve investment risks, just as mutual funds do.
- **Non-U.S. Securities** - present certain risks such as currency fluctuation, political and economic change, social unrest, changes in government regulation, differences in accounting and the lesser degree of accurate public information available.
- **UIT Securities** – are designed for investors who can assume the risks associated with equity or fixed-income investments and may not be appropriate for investors seeking capital preservation or high current income. There is no assurance that UIT securities will meet their objective(s). There may be special risks if a portfolio is concentrated within a specific sector of the market. A UIT may contain a limited number of securities, which may make it more susceptible to price volatility than a portfolio diversified among a greater number of holdings. UITs are not actively managed and do not sell securities in response to ordinary market fluctuations. Instead, securities will not usually be sold until termination, which could mean that the sale price of the trust securities may not be the highest price at which these securities traded during the life of the trust.
- **Structured Notes** - also known as market-linked notes, are generally a pre-packaged investment strategy based on derivatives, such as a single security, a basket of securities, options, indices, commodities, debt issuances and/or foreign currencies, and to a lesser extent, swaps. Structured notes are usually issued by investment banks or affiliates thereof. They have a fixed maturity, and have two components: a note and a derivative. The derivative component is often an option. The note provides for periodic interest payments to the investor at a predetermined rate, and the derivative component provides for the payment at maturity. Some notes use the derivative component as a put option written by the investor that gives the buyer of the put option the right to sell to the investor the security or securities at a predetermined price. Other notes use the derivative component to provide for a call option written by the investor that gives the buyer of the call option the right to buy the security or securities from the investor at a predetermined price. A feature of some structured notes is a "principal guarantee" function, which offers

protection of principal if held to maturity. However, these notes are not always Federal Deposit Insurance Corporation insured; they may only be insured by the issuer, and thus have the potential for loss of principal in the case of a liquidity crisis, or other solvency problems with the issuing company. Investing in structured notes involves a number of risks including but not limited to: fluctuations in the price, level or yield of underlying instruments, interest rates, currency values and credit quality, substantial loss of principal, limits on participation in any appreciation of the underlying instrument, limited liquidity, credit risk of the issuer, conflicts of interest, and other events that are difficult to predict.

- **Hedge Funds and Managed Futures** - are available for purchase in an advisory program by clients meeting certain qualification standards. Investing in these funds involves additional risks including, but not limited to, the risk of investment loss due to the use of leveraging and other speculative investment practices and the lack of liquidity and performance volatility. In addition, these funds are not required to provide periodic pricing or valuation information to investors and may involve complex tax structures and delays in distributing important tax information. Client should be aware that these funds are not liquid as there is no secondary trading market available. At the absolute discretion of the issuer of the fund, there may be certain repurchase offers made from time to time. However, there is no guarantee that client will be able to redeem the fund during the repurchase offer.
- **Variable Annuities** – upon the purchase of a variable annuity that is part of an advisory program, client will receive a prospectus and should rely solely on the disclosure contained in the prospectus with respect to the terms and conditions of the variable annuity. Client should also be aware that certain riders purchased with a variable annuity may limit the investment options and the ability to manage the subaccounts.
- **Margin Accounts** - clients should be aware that margin borrowing involves additional risks. Margin borrowing will result in increased gain if the value of the securities in the account goes up, but will result in increased losses if the value of the securities in the account goes down. The custodian, acting as the client's creditor, will have the authority to liquidate all or part of the account to repay any portion of the margin loan, even if the timing would be disadvantageous to the client. For performance illustration purposes, the margin interest charge will be treated as a withdrawal and will, therefore, not negatively impact the performance figures reflected on the quarterly advisory reports.
- **Cash** – the Firm generally invests client account cash balances in money market funds, FDIC Insured certificates of deposit, high-grade commercial paper and/or government backed debt instruments. Ultimately, the Firm tries to achieve the highest return on client account cash balances through relatively low-risk conservative investments. In most cases, at least a partial cash balance will be maintained in a money market account so that the Firm may debit advisory fees for advisory account management services.
- **Corporate Debt & Municipal Securities.** The Firm generally analyzes the current

yield, yield to maturity, yield to call, call and default risks, and interest coverage. Debt is issued by federal, state and foreign governments and corporations to finance their operations. Debt represents their promise to repay the borrowed amount with interest according to the terms and conditions of the debt instrument. Debt obligations offer limited participation in the upside of a business. In exchange, holders receive interest and a position that is generally senior to equity in a bankruptcy.

## **Investment Strategies**

The IAR works with each client to design an appropriate investment strategy based on their financial and tax status, risk tolerance and investment objectives. The IAR usually recommends investment strategies for the long-term, but may occasionally recommend short-term investment and hedging strategies. The IAR generally recommends a target asset mix with periodic rebalancing.

The Firm generally invests client account cash balances in money market funds, FDIC Insured certificates of deposit, high-grade commercial paper and/or government backed debt instruments. Ultimately, the Firm tries to achieve the highest return on client account cash balances through relatively low-risk conservative investments. In most cases, at least a partial cash balance will be maintained in a money market account so that the Firm may debit advisory fees for advisory account management services.

## **Item 9 – Disciplinary Information**

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to the client's evaluation of an advisory firm or the integrity of a firm's management.

Any such disciplinary information for Flagship Private Wealth and the Firm's investment adviser representatives would be provided herein and publicly accessible by selecting the Investment Advisor Search option at <http://www.adviserinfo.sec.gov>.

There are no legal or disciplinary events to disclose.

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

Investment adviser representatives may also be registered representatives of LPL Financial, an unaffiliated SEC registered and FINRA/SIPC member broker-dealer. Clients may choose to engage a registered investment adviser in his/her capacity as a registered representative of the unaffiliated LPL Financial broker-dealer to implement investment recommendations on a commission basis.

Representatives of the Firm are insurance agents/brokers, and may offer insurance products and receive customary fees as a result of insurance sales. A conflict of interest may arise as these insurance sales may create an incentive to recommend products based on the compensation advisor and/or supervised persons may earn and may not necessarily be in the best interests



of the client. Such potential conflicts of interest are subject to review by the Chief Compliance Officer and are subject to LPL Financial surveillance controls.

Neither Flagship Private Wealth nor any of the management persons are registered or have a registration pending to register as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

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

Flagship Private Wealth maintains a Code of Ethics, which serves to establish a standard of business conduct for all IARs and employees that are based upon fundamental principles of openness, integrity, honesty and trust.

The Code of Ethics includes guidelines regarding personal securities transactions of its employees and investment adviser representatives. The Code of Ethics permits employees and investment adviser representatives or related persons to invest for their own personal accounts in the same or different securities that an investment adviser representative may purchase for clients in program accounts. This presents a potential conflict of interest because trading by an employee or investment adviser representatives in a personal securities account in the same or different security on or about the same time as trading by a client could potentially disadvantage the client. Flagship Private Wealth addresses this conflict of interest by requiring in its Code of Ethics that employees and investment adviser representatives report certain personal securities transactions and holdings to the Chief Compliance Officer for review.

An investment adviser is considered a fiduciary. As a fiduciary, it is an investment adviser's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of every client at all times. The Firm has a fiduciary duty to all clients, and the fiduciary duty is considered the core underlying principle for the Firm's Code of Ethics which also includes Insider Trading and Personal Securities Transactions Policies and Procedures. The Firm requires all supervised persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Upon employment or affiliation and at least annually thereafter, all supervised persons will sign an acknowledgement that they have read, understand, and agree to comply with Flagship Private Wealth's Code of Ethics. The Firm and supervised persons must conduct business in an honest, ethical, and fair manner and avoid all circumstances that might negatively affect or appear to affect the duty of complete loyalty to all clients. This disclosure is provided to give all clients a summary of the Firm's Code of Ethics. However, if a client or a potential client wishes to review the Firm's Code of Ethics in its entirety, a copy will be provided promptly upon request.

It is the express policy of the Firm that no person employed by the Firm may purchase or sell any security prior to a transaction being implemented for an advisory account, thereby preventing an IAR from benefiting from transactions placed on behalf of advisory accounts.

Neither Flagship Private Wealth nor a related person recommends to clients, or buys or sells for client accounts, securities in which the Firm or a related person has a material financial interest.

## **Item 12 – Brokerage Practices**

Flagship Private Wealth will recommend LPL Financial as the broker-dealer for securities transactions. Flagship Private Wealth is independently owned and operated and not affiliated with any of the aforementioned broker-dealers.

Flagship Private Wealth may receive support services and/or products from LPL Financial, Schwab, Fidelity and/or TD Ameritrade, many of which may assist Flagship Private Wealth to better monitor and service program accounts maintained on behalf of Flagship Private Wealth's clients. These support services and/or products may be received without cost, at a discount, and/or at a negotiated rate, and may include the following:

- investment-related research
- pricing information and market data
- software and other technology that provide access to client account data
- compliance and/or practice management-related publications
- consulting services
- attendance at conferences, meetings, and other educational and/or social events
- marketing support
- computer hardware and/or software
- other products and services used by the Firm in furtherance of its investment advisory business operations

Support services provided by LPL Financial to Flagship Private Wealth is based on the overall relationship between Flagship Private Wealth and LPL Financial. It is not the result of soft dollar arrangements or any other express arrangements with LPL Financial that involves the execution of client transactions as a condition to the receipt of services. Flagship Private Wealth will continue to receive the services regardless of the volume of client transactions executed with LPL Financial. Clients do not pay more for services as a result of this arrangement. There is no corresponding commitment made by the Flagship Private Wealth to LPL Financial or any other entity to invest any specific amount or percentage of client assets in any specific securities as a result of the arrangement.

LPL Financial may make certain research and brokerage services available at no additional cost to the Firm. These services may be directly from independent research companies, as selected by the Firm (within specific parameters). Research products and services provided by account custodians may include research reports on recommendations or other information about, particular companies or industries, economic surveys, data and analyses, financial publications, portfolio evaluation services, financial database software and services, computerized news and pricing services, quotation equipment for use in running software used in investment decision-making, and other products or services that provide lawful and appropriate assistance by custodians to the Firm in the performance of investment decision-making responsibilities.

Although the non-soft dollar investment research products and services that may be obtained by



the Firm will generally be used to service all 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.

As a result of receiving these services, Flagship Private Wealth may have an incentive to continue to use or expand the use of the Firm's current custodian's services. The Firm examined this potential conflict of interest when the Firm chose to enter into the relationship with LPL Financial, and the Firm has determined that this relationship is currently in the best interest of the Firm's clients and satisfies the Firm's fiduciary obligations, including the duty to seek best execution.

LPL Financial charges brokerage commissions and transaction fees for effecting certain securities transactions (i.e., transaction fees are charged for certain no-load mutual funds, and commissions are charged for individual equity and debt securities transactions). LPL Financial enables the Firm to obtain many no-load mutual funds without or at nominal transaction charges. LPL Financial's commission rates are generally discounted from customary retail commission rates. However, the commission and transaction fees charged by LPL Financial may be higher or lower than those charged by other custodians and broker-dealers.

Clients may pay a commission to the Firm's current custodian that is higher than another qualified broker-dealer might charge to effect the same transaction for which the Firm 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 a broker-dealer's services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although the Firm will seek competitive rates to the benefit of all clients, the Firm may not necessarily obtain the lowest possible commission rates for specific client account transactions. The Firm may aggregate transactions in equity and fixed income securities for a client with other clients to improve the quality of execution.

Clients may not direct their brokerage transactions at a firm other than LPL Financial through Flagship Private Wealth. Client directed brokerage may cost the client more money. For example, in a directed brokerage account, clients may pay higher brokerage commissions because the Firm may not be able to aggregate orders to reduce transaction costs, or the client may receive less favorable prices. Likewise, client directed brokerage accounts may also result in more favorable prices, depending on each client's individual situation.

### **Item 13 – Review of Accounts**

For those clients to whom Flagship Private Wealth provides investment advisory services, account reviews are conducted on an ongoing basis by the Chief Compliance Officer. All investment advisory clients are advised that it remains their responsibility to inform Flagship Private Wealth of any changes in their investment objectives and/or financial situation. All clients (in person or via telephone) are encouraged to review financial planning issues (to the extent applicable), investment objectives and account performance with their investment adviser

representative on an annual basis.

The Chief Compliance Officer may also conduct account reviews based on the occurrence of a triggering event, such as a change in client investment objectives and/or financial situation, market corrections and/or by client request.

Clients are provided, at least quarterly, written transaction confirmation notices and regular written summary account statements directly from the broker-dealer/custodian and/or program sponsor for the client accounts.

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

##### **LPL Financial, LLC**

Flagship Private Wealth may receive an economic benefit from LPL Financial in reimbursement for marketing related expenses. Please see detailed discussion of the categories of marketing related expenses and potential conflicts of interest in Item 12-Brokerage Practices.

Flagship Private Wealth and employees may receive additional compensation from product sponsors. However, such compensation may not be tied to the sales of any products. Compensation may include such items as gifts valued at less than \$100 annually, an occasional dinner or ticket to a sporting event, or reimbursement in connection with educational meetings with investment adviser representative, client workshops or events, marketing events or advertising initiatives, including services for identifying prospective clients. Product sponsors may also pay for, or reimburse the Firm, for the costs associated with education or training events that may be attended by Firm employees and investment adviser representatives and for Flagship Private Wealth sponsored conferences and events.

Flagship Private Wealth does not directly or indirectly compensate any person who is not a supervised person for client referrals. There are no other economic benefits provided by someone who is not a client for providing investment advice.

#### **Item 15 – Custody**

Flagship Private Wealth does not have custody of client funds or securities. All of the Firm's clients receive at least quarterly account statements directly from the account custodian. Upon opening an account with a qualified custodian on a client's behalf, the Firm promptly notifies the client in writing of the qualified custodian's contact information. If the Firm decides to also send account statements to clients, such notice and account statements include a legend that recommends that the client compare the account statements received from the qualified custodian with those received from the Firm.

Flagship Private Wealth encourages clients to raise any questions with the Firm about the custody, safety or security of client accounts. The custodian(s) used by Flagship Private Wealth send clients independent account statements listing client account balance(s), transaction history and any fee debits or other fees taken out of client accounts.

### **Item 16 - Investment Discretion**

The client can determine to engage Flagship Private Wealth to provide investment advisory services on a discretionary basis. Prior to Flagship Private Wealth's assuming discretionary authority over a client's account, the client will be required to execute an advisory agreement naming Flagship Private Wealth as the client's attorney and agent in fact, granting Flagship Private Wealth full authority to buy, sell, or otherwise effect investment transactions involving the assets in the client's name found in the discretionary account.

### **Item 17 – Voting Client Securities**

Flagship Private Wealth does not vote client proxies but third-party money managers selected or recommended by the Firm may vote proxies for clients. Clients will otherwise receive their proxies or other solicitations directly from their custodian. Clients may contact Flagship Private Wealth at (781) 756-0090 to discuss any questions they may have with a particular solicitation.

However, third party money managers selected or recommended by the Firm may vote proxies for clients. Therefore, except in the event a third-party money manager votes proxies, clients maintain exclusive responsibility for: (1) directing the manner in which proxies solicited by issuers of securities beneficially owned by the client will be voted, and (2) making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the client's investment assets. Therefore (except for proxies that may be voted by a third-party money manager), the Firm and/or the client will instruct the account custodian to forward to client copies of all proxies and shareholder communications relating to client investment assets.

### **Item 18 – Financial Information**

Flagship Private Wealth does not require or solicit prepayment of more than \$500 in fees per client, six months or more in advance. There are no financial conditions that are reasonably likely to impair the Firm's ability to meet contractual commitments to clients. At no time has Flagship Private Wealth been the subject of a bankruptcy petition.