

## **Firm Brochure**

(Part 2A of Form ADV)

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This brochure provides information about the qualifications and business practices of Investors Security Company, Inc. If you have any questions about the contents of this brochure, please contact us at: (757) 539-2396, or by email at: [INFO@INVESTORSSECURITY.COM](mailto:INFO@INVESTORSSECURITY.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.

Investors Security Company, Inc. is a Registered Investment Advisor registered with the U.S. Securities and Exchange Commission ("SEC") with IARD/CRD Number 2331. Registration as an investment advisor does not imply a certain level of skill or training.

Additional information about Investors Security Company, Inc. is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

August 31, 2011

## Material Changes

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### Annual Update

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

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### Material Changes since the Last Update

The U.S. Securities and Exchange Commission issued a final rule in July 2010 requiring advisers to provide a Firm Brochure in narrative “plain English” format. The new final rule specifies mandatory sections and organizations. In addition to adapting the Firm Brochure (last updated in November 2010) to the new format, Investors Security Company, Inc. implemented material changes to the form and substance of its Privacy Notice.

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### Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: (757) 539-2396 or by email at: [INFO@INVESTORSSECURITY.COM](mailto:INFO@INVESTORSSECURITY.COM).

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# Advisory Business

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## Firm Description

Investors Security Company, Inc. was founded in 1964 by Cabell B. Birdsong.

Investors Security Company, Inc. provides traditional investment advisory and management services to individuals; pension and profit sharing plans; trusts, estates and charitable organizations; and corporations or business entities. These services include assisting each client in the development of investment objectives suitable to his or her specific needs and the development of investment policies designed to accomplish the objectives. Advice may also include identification of financial problems, cash flow management, insurance review, investment management, education funding, retirement planning, and estate planning. From that point forward, as investment counsel, Investors Security Company, Inc. implements those policies within each of its clients' portfolios through structuring the portfolios using the appropriate types of securities.

Investors Security Company, Inc. is in the business of selling such products as mutual funds, variable annuities, stocks, bonds, options, and other commissioned products. Many of our representatives offer services such as retirement planning, college planning, and general financial planning. Some of our agents offer public seminars and retirement services for school districts, large corporations, and smaller companies.

Investment advice is provided, with the client making the final decision on investment selection. Investors Security Company, Inc. does not act as a custodian of client assets. The client always maintains asset control. Investors Security Company, Inc. places trades for clients under a limited power of attorney (trading authorization). Investors Security Company, Inc. utilizes a clearing broker for its bond, equity, and option trades. All trades are performed through Pershing, LLC.

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

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

The initial meeting, which may be by telephone and free of charge, and is considered an exploratory interview to determine the extent to which financial planning and investment management may be beneficial to the client.

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**Principal Owners**

Cabell B. Birdsong is a 92% stockholder. Christopher M. Holloway is a 8% stockholder.

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**Types of Advisory Services**

Investors Security Company, Inc. provides investment supervisory services, also known as asset management services; and furnishes investment advice through consultations.

As of August 31, 2011, Investors Security Company, Inc. manages approximately \$72 million in assets for approximately 320 clients. Approximately \$18 million is managed on a discretionary basis, and \$54 million is managed on a non-discretionary basis. The types of advisory services are limited to investment advice and management services regarding stocks, bonds, exchange traded funds, mutual funds, insurance products (such as variable and fixed annuities), and selection of other investment managers. Hourly services are limited to advice for financial planning, estate planning, business planning, insurance planning, and other business services such as negotiations, organizing/creating files, assistance with gathering documentation for tax preparers, and periodic reviews.

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**Tailored Relationships**

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

Agreements may not be assigned without client consent.

In addition to tailored relationships, Investors Security Company, Inc. does offer clients participation in the Genworth Investment Services, an asset allocation program. Investors Security Company, Inc. also offers clients participation in similar programs provided through its clearing firm, Pershing, LLC and its affiliate Lockwood Advisors, Inc. With regard to Genworth, model portfolios composed by a group of independent investment strategists are offered under the program, with the different models designed to satisfy a gradient of risk/return assumptions. The independent investment strategists have no direct relationship with Investors Security Company, Inc. or the client, make no analysis of the clients' circumstances or objectives, and do not tailor the Models to any specific client's need.

Investors Security Company, Inc. assists the client in selecting the model portfolio(s) that best suit the client's objectives. The client then specifically directs the account to be invested in accordance with the chosen model portfolio. When the client selects the model portfolio, the client further directs that the account be automatically adjusted to reflect any adjustment in the model portfolio by the investment strategist. This client authorization would result in the purchase and sale of certain mutual funds or ETFs (or transfers

between variable annuity sub-accounts) without further authorization by the client at such time as the investment strategist changes the composition of the selected model portfolio.

The client receives confirmation of all transactions in the account and is free to terminate participation in the model portfolio program and retain or dispose of any assets in the account at any time. Investors Security Company, Inc. has no authority to cause any purchase or sale of securities in any client account, or change the model portfolio or to direct the account to be invested in any manner other than as previously authorized by the client.

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### **Wrap Fee Program Overview**

Some clients of Investors Security Company, Inc. are involved in either the Investors Security Company Asset Advisor ("ISCAA") Program or the Investors Security Company Private Investment Management ("ISCPIM") program with Lockwood Advisors, Inc. Wrap fees include brokerage commissions, custodial charges, portfolio management, performance reporting, and monitoring. Wrap fee accounts are managed in the same manner as other Investors Security Company, Inc. accounts, and these clients have the same access to their portfolio manager as all other clients. Additional information regarding these wrap fee programs is contained in Part 2A of Form ADV.

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### **Types of Agreements**

The following agreements define the typical client relationships.

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### **Financial Planning Agreement**

A financial plan is designed to help the client with all aspects of financial planning without ongoing investment management after the financial plan is completed.

The financial plan may include, but is not limited to: a net worth statement; a cash flow statement; a review of investment accounts, including reviewing asset allocation and providing repositioning recommendations; strategic tax planning (with accountants and/or attorneys engaged directly by the client); a review of retirement accounts and plans including recommendations; a review of insurance policies and recommendations for changes, if necessary; one or more retirement scenarios; estate planning review and recommendations; and education planning with funding recommendations.

Detailed investment advice and specific recommendations are provided as part of a financial plan. Implementation of the recommendations is at the discretion of the client.

The fee for a financial plan is predicated upon the facts known at the start of the engagement, and may be completed upon an hourly charge for advisory time. Investment Advisor Representatives may charge up to \$400.00 per



hour advisory time and \$90.00 per hour staff time to clients, subject to negotiation with the client. The fees charged may be 50% payable in advance only if the total amount of time and charges incurred is disclosed in writing and signed by the client. All advisory service clients will pay hourly charges by check or money order to Investors Security Company, Inc.

Because financial planning is a discovery process, situations occur wherein the client is unaware of certain financial exposures or predicaments. In the event that the client's situation is substantially different than disclosed at the initial meeting, a revised fee will be provided for mutual agreement. The client must approve the change of scope in advance of the additional work being performed when a fee increase is necessary.

After delivery of a financial plan, future face-to-face meetings may be scheduled as necessary for up to one month. Follow-on implementation work is billed separately based upon the hourly rate schedule agreed to by the Investment Advisor Representative and the client.

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### **Advisory Service Agreement**

Most clients choose to have Investors Security Company, Inc. manage their assets in order to obtain ongoing in-depth advice and life planning. All aspects of the client's financial affairs are reviewed. Realistic and measurable goals are set and objectives to reach those goals are defined. As goals and objectives change over time, suggestions are made and implemented on an ongoing basis.

In lieu of hourly charges, the client may move to a schedule based on percentage of assets or commissions. Any combination fee must be disclosed in writing to the client who will sign the notification. All fees must be reasonable and customary. In certain circumstances, any fee may be discounted based on business volume or other business relationships.

The scope of work and fee for an Advisory Service Agreement is provided to the client in writing prior to the start of the relationship. An Advisory Service Agreement includes: cash flow management; insurance review; investment management (including performance reporting); education planning; retirement planning; and estate planning, as well as the implementation of recommendations within each area.

The annual Advisory Service Agreement fee is based on a percentage of the investable assets according to the following schedule:\*

Value of Portfolio	Maximum Annual Fee	Average Annual Fee (Paid by clients)
First \$250,000	2.5%	1-1.25%
Next \$750,000	2.0%	1-1.25%
Over \$1,000,000	1.5%	1-1.25%

\*Please see additional details below under “Fees and Compensation / Description.” Third party money manager fees may vary; please see attached Firm Brochure for Lockwood Advisors, Inc.

Current client relationships may exist where the fees are higher or lower than the fee schedule above.

Although the Advisory Service Agreement is an ongoing agreement and constant adjustments are required, the length of service to the client is at the client’s discretion. The client or the investment manager may terminate an Agreement by written notice to the other party. At termination, fees will be billed on a pro rata basis for the portion of the quarter completed. The portfolio value at the completion of the prior full billing quarter is used as the basis for the fee computation, adjusted for the number of days during the billing quarter prior to termination.

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### **Retainer Agreement**

In some circumstances, a *Retainer Agreement* is executed in lieu of an *Advisory Service Agreement* when it is more appropriate to work on a fixed-fee basis. The annual fee for a *Retainer Agreement* is determined upon the amount of time that an Investment Advisor Representative anticipates spending on the model which is judged by the client’s net worth and annual income is negotiable.

	Net Worth			
Annual Income	Tier 1	Tier 2	Tier 3	Tier 4
	750M-1.25MM	1.25MM-2.5MM	2.5MM-7.5MM	over 7.5MM
<125M	2,500-6,500	3,000-10,000	4,000-15,000	7,500-20,000
125M-250M	3,500-7,500	4,500-12,500	5,000-20,000	10,000-25,000
250M-500M	4,000-10,000	5,000-15,000	6,000-25,000	12,500-30,000
>500M	5,000-12,500	6,000-20,000	7,500-30,000	15,000-40,000

The client may opt for either the Hourly Charge or Fixed Fee Arrangement. Also, clients often negotiate a fee lower than the range demonstrated above. The range above is to be considered the maximum allowable.

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### **Investment Management Agreement**

An *Investment Management Agreement* may be executed when financial planning is not provided as part of the relationship. The client may opt for the Hourly Charge or Fixed Fee Arrangement, depending on individual

circumstances. Current client relationships may exist where the fees are higher or lower than the fee schedule above.

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### **Hourly Planning Engagements**

Investors Security Company, Inc. provides hourly planning services for clients who need advice on a limited scope of work. Investment advisor representatives may charge up to \$400.00 per hour advisory time and \$90.00 per hour staff time to clients, subject to negotiation with the client.

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### **Asset Management**

Assets are invested primarily in mutual funds and exchange-traded funds, usually through broker/dealers or fund companies. Fund companies charge each fund shareholder an investment management fee that is disclosed in the fund prospectus. Broker/dealers may charge a transaction fee for the purchase of some funds.

Stocks and bonds may be purchased or sold through a brokerage account when appropriate. The brokerage firm may charge a fee for stock and bond trades.

Investors Security Company, Inc. receives compensation from fund companies in the form of revenue sharing payments detailed below in “Fees and Compensation / Description.”

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

Initial public offerings (IPOs) are not available through Investors Security Company, Inc., a Registered Investment Advisor. Investors Security Company, Inc. does not offer penny stocks (stocks not on an exchange trading at less than \$5/share), hedge funds, or commodities.

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### **Termination of Agreement**

A client may terminate any of the aforementioned agreements on thirty (30) days written notice to Investors Security Company, Inc. in writing and paying the rate for the time spent on the investment advisory engagement prior to notification of termination. If the client made an advance payment, Investors Security Company, Inc. will refund any unearned (pro rata) portion of the advance payment.

Investors Security Company, Inc. may terminate any of the aforementioned agreements on thirty (30) days written notice to the client. If the client made an advance payment, Investors Security Company, Inc. will refund any unearned (pro rata) portion of the advance payment.

## Fees and Compensation

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### Description

Investors Security Company, Inc. bases its fees on a percentage of assets under management, in lieu of a commission agreement.

Some *Retainer Agreements* may be priced based on the complexity of work, especially when asset management is not the most significant part of the relationship.

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

Fees are negotiable.

Value of Portfolio	Maximum Annual Fee	Average Annual Fee (Paid by clients)
First \$250,000	2.5%	1-1.25%
Next \$750,000	2.0%	1-1.25%
Over \$1,000,000	1.5%	1-1.25%

Investors Security Company, Inc.'s advisory fees are in addition to any fees charged by underlying mutual fund managers. This disclosure applies to any portfolio that we are managing on your behalf that has holdings in mutual fund companies. Investors Security Company, Inc. receives a revenue sharing payment on money market balances, stop payment fees, returned checks, check reorders, margin extension fees, COD extension fees, dividend reinvestment fees, inactivity fees, voluntary reorganization fees, domestic and foreign safekeeping, legal/GNMA/Restricted Items Transfer, outgoing account transfers, accommodation transfers, registering and shipping physical certificates, DRS transfers, USD Fed Fund wires, Non-USD Based currency wires, confirmations charges, and foreign receive and deliver fees on accounts that are held at Pershing, LLC. For a complete list of revenue sharing, please email [cholloway@investorssecurity.com](mailto:cholloway@investorssecurity.com) or call Christopher M. Holloway at 757-539-2396. We may also receive 12b-1 service fees from mutual funds held in fund share classes that are considered "investor" share classes. These fees and revenues to Investors Security Company, Inc. are in addition to the above referenced fee schedule and will not be rebated or refunded to the advisory client unless agreed to in the investment advisory contract. Please see the fund prospectus for disclosure of any 12b-1 fees you may be paying.

Occasionally special client circumstances may result in fees that vary from the fee schedule shown above. Fee discounts are a business practice.

The agreement may be cancelled by either party on thirty (30) days written notice.

Under some arrangements, the first year may incur a charge of \$500.00 to assist in setting up the accounts and gathering the forms and information necessary to conduct business with the account. In the event that 12-b1 fees, or a sales load, are paid, the management fee may be reduced by that amount if specified in the advisory contract, or the fees will be credited back to the client account.

Investors Security Company, Inc. also refers business to sub-advisors affiliated with the firm or its clearing broker, Pershing, LLC. Investors Security Company, Inc. may receive a portion of the portfolio management fee assessed by the sub-advisor. Please refer to the Lockwood Advisors Wrap Fee Program Brochure given to you with this document (if your account is being referred to Lockwood Advisors as sub-advisor.)

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### **Fee Billing**

Investment management fees are billed quarterly, in advance based on quarterly market value, meaning that we invoice you before the three-month billing period has begun. Payment in full is expected upon invoice presentation. Fees are usually deducted from a designated client account to facilitate billing. The client must consent in advance to direct debiting of their investment account.

One quarter of the annual fee is payable quarterly in advance based on quarterly market value. A refund of the fee is payable when an account is closed within a quarter. An amount is refunded equal to the pro rata amount of the quarterly fee.

Fees for financial plans are billed 50% in advance, with the balance due upon delivery of the financial plan.

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### **Other Fees**

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

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

New Advisory Service Agreement fees are calculated on a formula basis and adjusted for complexity of individual situations. *The formula is based on gross income, gross assets and other financial considerations.*

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### **Expense Ratios**

Mutual funds generally charge a management fee for their services as investment managers. The management fee is called an expense ratio. For example, an expense ratio of 0.50 means that the mutual fund company charges 0.5% for their services. These fees are in addition to the fees paid by you to Investors Security Company, Inc.

Performance figures quoted by mutual fund companies in various publications are after their fees have been deducted.

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### **Past Due Accounts and Termination of Agreement**

Investors Security Company, Inc. reserves the right to immediately stop work on any account with a fee balance that is more than 30 days overdue. In addition, Investors Security Company, Inc. reserves the right to terminate any financial planning engagement where a client has willfully concealed or has refused to provide pertinent information about financial situations when necessary and appropriate, in Investors Security Company, Inc.'s judgment, to providing proper financial advice. Any unused portion of fees collected in advance will be refunded pro rata within 30 days.

## **Performance-Based Fees**

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### **Sharing of Capital Gains**

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

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

## **Types of Clients**

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### **Description**

Investors Security Company, Inc. generally provides investment advice to individuals; pension and profit sharing plans; trusts, estates and charitable organizations; and corporations or business entities.

Client relationships vary in scope and length of service.

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### **Account Minimums**

Investors Security Company, Inc. does have an account minimum. Certain of the sub-advisors who handle our client accounts may have account minimums. Clients involved in the ISCAA Program with Lockwood Advisors, Inc. will have a \$10,000.00 account minimum. Client involved in the ISCPIM Program with Lockwood Advisors, Inc. will have a \$50,000.00 account minimum. The minimum investment required in the Genworth Investment Services is generally \$50,000 for Mutual Fund and Variable Annuity accounts and \$100,000 for ETF and Privately Managed Accounts. These account minimums will be stated in the disclosure documents forwarded to our clients prior to account opening. Accounts below these minimums may be accepted on an individual basis at the discretion of Investors Security Company, Inc. Accounts that fall below the minimums may be terminated at the discretion of Investors Security Company, Inc., and it has the discretion to waive the account minimum.

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

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### **Methods of Analysis**

Security analysis methods may include charting, fundamental analysis, technical analysis, and cyclical analysis.

The main sources of information include financial newspapers and magazines, inspections of corporate activities, research materials prepared by others, corporate rating services, annual reports, prospectuses, filings with the Securities and Exchange Commission, and company press releases.

Other sources of information that Investors Security Company, Inc. may use include Investors Business Daily, Jeremy Siegel subscription content, Riverfront Investment Group market commentary, and the World Wide Web.

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### **Investment Strategies**

The primary investment strategy used on client accounts is strategic asset allocation utilizing a core and satellite approach. This means that we use passively-managed index and exchange-traded funds as the core investments, and then add actively-managed funds where there are greater opportunities to make a difference. Portfolios are globally diversified to control the risk associated with traditional markets.

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

Other strategies may include long-term purchases (securities held at least a year), short-term purchases (securities sold within a year), and trading (securities sold within 30 days).

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**Risk of Loss**

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

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **Reinvestment Risk:** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (*i.e.*, interest rate). This primarily relates to fixed income securities.
- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.



## Disciplinary Information

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### **Legal and Disciplinary**

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

### **Disclosures with respect to Cabell B. Birdsong**

Initiated on February 23, 1990, over 21 years ago, the NASD sanctioned Mr. Birdsong \$10,000 jointly and severally with the firm for failing to supervise a registered representative who was subject to special supervision and that the firm was subject to the reserve formula computation and reserve bank requirements for carrying to customer credit balances. The firm and Mr. Birdsong stated for the record, before settling this complaint that they were never notified by the regulator that the registered representative was under special supervision. Investors Security Company, Inc. and Mr. Birdsong currently require a background check and clean disciplinary histories prior to hiring brokers. We take no brokers that are subject to special supervision. Further, with respect to the financial issues, the firm became fully disclosed to First Clearing LLC in 1991, thus precluding it from this violation in the future.

Initiated on January 9, 1989, over 22 years ago, the NASD initiated a proceeding which was settled jointly and severally for \$5,000. It alleged that several mutual fund transactions did not get proper breakpoint pricing. In the recent mutual fund breakpoint uproar, please note that Investors Security Company, Inc. had an error rate of approximately 1%, and was not required to change any procedures, or even send client notifications like so many other firms. Our policy changes after this action seem to have been more than sufficient.

Initiated January 27, 1987, over 24 years ago, the NASD initiated a proceeding which was settled jointly and severally for \$5,000. It was alleged that several mutual fund transactions did not get proper breakpoint pricing in violation of Article III, Sections 1, 2, and 27 of the Rules of Fair Practice. IT was further alleged that the firm did not enforce its written procedures. Please read our explanation of how this will not happen again in the prior paragraph.

Initiated June 26, 1980, almost 31 years ago, the NASD initiated a proceeding which resulted in a joint and several monetary fine of \$2,000. It was alleged that the firm was in violation of 15c-3, the reserve formula, concerning the firm's omnibus positions. As stated previously, Investors Security Company, Inc. became fully disclosed to First Clearing LLC in 1991, thus eliminating all omnibus positions.

Initiated December 30, 1976, almost 35 years ago, the NASD initiated a proceeding which resulted in a joint and several fine of \$600. It was alleged that the firm failed to keep option account customer cards, option sales literature did not include disclosures, and the firm failed to properly compute the reserve formula for brokers and dealers. No violations of any of the options rules have been served against Investors Security Company, Inc. in over 30 years. Since the 1991 agreement with First Clearing LLC, all

disclosures have been handled by them, and the firm is not subject to the reserve formula for brokers and dealers. In 2008, we transitioned to a fully disclosed agreement with Pershing, LLC. Further, all option account information are retained by both Investors Security Company, Inc. and Pershing, LLC, with written disclosure given by both the Investors Security Company, Inc. broker and by the clearing firm.

Initiated June 3, 1976, almost 35 years ago, the NASD initiated a proceeding which resulted in a joint and several fine of \$750. It was alleged that the firm failed to deliver to customers option contracts which had been executed through an omnibus account, and that the firm did not properly execute a form 144. Investors Security Company, Inc., since 1991 has maintained no omnibus accounts, and all deliveries and filings are the current responsibility of Pershing, LLC.

#### **Disclosures with respect to Investors Security Company, Inc.**

Initiated November 6, 2001, almost 10 years ago, the State of Vermont settled with Investors Security Company, Inc. for alleged registration violations within the state. The settlement was for \$1,800. In 2001, I personally endeavored to register the broker/dealer in all fifty states. I discovered through this process, that we had two customer accounts in Vermont. I notified the state of Vermont that we had violated their registration requirements. Since the state had not initiated a proceeding against us, and we had the choice of settling with them or simply not being allowed to register in the state of Vermont, it was a very amiable settlement. They calculated the fine as the amount of money that Investors Security Company, Inc. should have paid them to register the broker/dealer and one agent in their state for the amount of years the accounts had been opened. We were very thankful to the state for being allowed to correct the deficiency that I discovered.

Initiated on June 15, 1995, almost 16 years ago, the Commonwealth of Virginia settled with Investors Security Company, Inc. for alleged failure to maintain proper books and records, failure to supervise, employing an unregistered agent who sold unregistered securities, and violating previous commission orders. The settlement was for \$2,000, and the firm made rescission of \$351,000, paid the cost of the investigation and retained an independent accounting firm to evaluate operations. This resulted in the beginning of a full-time compliance department at the broker/dealer. Since my arrival in 1998, I have initiated other actions such as broker background checks by Kroll Background America, a percentage of audits done on an unannounced basis, every broker being audited in their business location, and all brokers filing their tax returns with the firm to check for outside activity violations. Further, all clients receive a welcome letter detailing how business should be conducted, and who to contact at the firm if there is a problem, as well as a random sample of clients receive a questionnaire monthly asking about purchases and sales. Investors Security has continued to maintain a relationship with an independent accounting firm to review its compliance efforts, even though the requirement to do so expired in 1999.

Initiated on September 14, 1993, almost 18 years ago, the Commonwealth of Virginia settled with Investors Security Company, Inc. for allegedly selling a security that was not registered in the Commonwealth of Virginia. The settlement required Investors Security Company, Inc. to offer rescission in the amount of \$29,155 and pay the costs of the investigation at \$1,000. The limited partnership in question was not registered in Virginia even though the attorney representing the partnership warranted that it was. As a result, Investors Security Company, Inc., ceased doing business with any private limited partnership companies.

Initiated on August 24, 1992, almost 19 years ago, the Commonwealth of Virginia settled with Investors Security Company, Inc. for allegedly not keeping proper books and records. Investors Security Company, Inc. paid a monetary fine in the amount of \$10,000 and \$1,000 for the cost of the investigation. The firm had failed to keep a current complaint file and reading file. Currently, all documents are imaged in a digital format. They are easily accessible, and the firm has never been accused of any violation subsequently.

Initiated on February 23, 1990, over 20 years ago, the NASD settled with Investors Security Company, Inc., jointly and severally with Mr. Birdsong. The matter is discussed in the prior section.

Initiated July 21, 1989, almost 22 years ago, the State of Massachusetts dismissed charges against Investors Security Company, Inc. for not renewing at least one agent in Massachusetts pursuant to 950 CMR 12.201(B). Investors Security Company, Inc. agreed to timely renew at least one agent in the state through adequate policies and procedures.

Initiated on January 9, 1989, over 22 years ago, the NASD settled with Investors Security Company, Inc., jointly and severally with Mr. Birdsong. The matter is discussed in the prior section.

Initiated on January 27, 1987, over 24 years ago, the NASD initiated a proceeding which was settled jointly and severally for \$5,000. The matter is discussed in the prior section.

Initiated on June 26, 1980, almost 31 years ago, the NASD initiated a proceeding which resulted in a joint and several monetary fine of \$2,000. The matter is discussed in the prior section.

Initiated on June 29, 1979, almost 32 years ago, the NASD initiated a proceeding against Investors Security Company, Inc. for failing to maintain and enforce supervisory procedures. The firm was censured and not fined. The firm agreed to maintain and enforce supervisory procedures.

Initiated December 30, 1976, over 35 years ago, the NASD initiated a proceeding which resulted in a joint and several fine of \$600. The matter is discussed in the prior section.

Initiated June 3, 1976, almost 35 years ago, the NASD initiated a proceeding which resulted in a joint and several fine of \$750. The matter is discussed in the prior section.

Initiated October 8, 1974, almost 37 years ago, the NASD settled with Investors Security Company, Inc. for bookkeeping deficiencies for \$300. As no bookkeeping deficiency violations have occurred in recent years, I believe it is reasonable to state that we have corrected these problems.

Initiated January 9, 1974, over 37 years ago, the NASD censured Investors Security Company, Inc. for bookkeeping deficiencies that we corrected on the spot. Please see the response in the prior paragraph.

Initiated November 4, 1972, almost 39 years ago, the NASD settled with Investors Security Company, Inc. for a regulation T violation, and alleged the firm did not maintain customer account records adequately. The fine was \$500. Investors Security Company, Inc. is now fully disclosed which will prevent the regulation T violation, and the firm has a digital imaging system with off-site back up for client records. We have not been cited for that violation in years.

Initiated January 22, 1969, over 42 years ago, the NASD settled with Investors Security Company, Inc. for bookkeeping deficiencies in the amount of \$1,000. We have not been cited with similar violations in many years.

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

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### **Financial Industry Activities**

Investors Security Company, Inc. is registered as a securities broker-dealer in all 50 states and conducts a business utilizing independent contractors located throughout the United States. Investors Security Company, Inc. is a member of the Financial Industry Regulatory Authority and the Securities Investor Protection Corporation. Some investment advisor representatives work in the insurance industry and maintain a securities license to better assist their clients with all of their financial needs.

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### **Affiliations**

Investors Security Company, Inc. has arrangements that are material to its advisory business or its clients, as a registered securities broker-dealer, through insurance companies or agencies, and by referring business to sub-advisors affiliated with the firm or its clearing broker, Pershing, LLC, including Lockwood Capital Management, Inc. and Lockwood Advisors, Inc.

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

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## Code of Ethics

The Code of Ethics of Investors Security Company, Inc. must be reviewed and signed by each investment advisory representative and member of the home office staff annually.

The Code instructs to always place the client's interests ahead of our own. It sets forth the standards for personal investing, and creates a policy that each employee or advisor must follow with respect to their own transactions. It sets forth which securities transactions must have preclearance, and which are exempt from gaining prior permission. They are set into two categories, exempt securities such as treasury bonds, and exempt transactions such as those in accounts over which they exercise no control or judgment.

Advisory personnel and their immediate families may not purchase initial public offerings or private placements without prior written permission from the firm. Each account owned by advisory representatives and home office staff must be held at or reported to Investors Security Company, Inc. Every calendar quarter these staff members must submit a personal securities transaction list of all executions of trades away from the firm. Further, annually, they must submit a holdings report of all securities held both here and away.

The Code of Ethics sets up a remedial action plan in case of violations. It sets forth the insider trading policy and who it covers, as well as what information is considered material and non-public. It sets up and enforces a gift policy and a policy to report violations of the Code.

If you would like a full copy of the actual Code of Ethics, please call Christopher M. Holloway at 757-539-2396 or email him at [cholloway@investorssecurity.com](mailto:cholloway@investorssecurity.com).

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## Participation or Interest in Client Transactions

Investors Security Company, Inc. and its investment advisor representatives may (a) effect securities transaction for compensation for any client, and (b) buy or sell securities that are also recommended to clients. Investment advisor representatives may not trade their own securities ahead of client trades. Investment advisor representatives must comply with the provisions of the Investors Security Company, Inc. *Compliance Manual*.

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## Personal Trading

The Chief Compliance Officer of Investors Security Company, Inc. is Christopher M. Holloway. He reviews all employee trades each quarter. His trades are reviewed by Sonja Klink, Compliance Officer, or Cabell B. Birdsong, President. The personal trading reviews ensure that the personal

trading of employees does not affect the markets, and that clients of the firm receive preferential treatment. Since most investment advisor representative trades are small mutual fund trades or exchange-traded fund trades, the trades do not affect the securities markets.

## Brokerage Practices

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### Selecting Brokerage Firms

If a new client does not have an existing brokerage relationship already established, we will recommend several with whom we have worked in the past. These would include firms that provide research services, have good order execution capabilities, whose clerical staff is responsive to our needs and who gives the client a satisfactory commission rate.

Investors Security Company, Inc. does not receive fees or commissions from any of these referral arrangements with brokerage firms.

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### Best Execution

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

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### Order Aggregation

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

## Review of Accounts

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### Periodic Reviews

Portfolios are reviewed daily and continuously by their assigned investment advisor representative. The president of the firm, Cabell B. Birdsong, reviews portfolios of discretionary accounts. Statements and Confirmations are reviewed upon receipt by Christopher M. Holloway, Vice President.

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### Review Triggers

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

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### Regular Reports

Clients receive a confirmation of each transaction (unless suppressed on client request) from the carrying broker, monthly brokerage statements from

the carrying broker (in months with activity), and quarterly portfolio reviews from advisors (where applicable). Clients with mutual fund and annuity holdings receive confirmations from their respective fund companies and a quarterly portfolio evaluation from their advisor (where applicable). Investors participating in the Genworth Investment Services will receive monthly account statements (quarterly in Variable Annuity accounts) and quarterly reports.

## **Client Referrals and Other Compensation**

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### **Incoming Referrals**

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

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### **Referrals Out**

Investors Security Company, Inc. does not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

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### **Other Compensation**

Investors Security Company, Inc. does not have any arrangements, oral or in writing where it is paid cash or receives some economic benefit from a non-client in connection with giving advice to clients.

## **Custody**

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### **SEC “Custody”**

Neither Investors Security Company, Inc. nor its related persons has custody (or acts as a qualified custodian) of any advisory clients’ cash, back accounts or securities.

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### **Account Statements**

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

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### **Performance Reports**

Clients are urged to compare the account statements received directly from their custodians to the performance report statements provided by their chosen investment manager, either a third party money manager or

Lockwood Advisors, Inc. (if managed through Investors Security Company, Inc.).

## Investment Discretion

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### Discretionary Authority for Trading

Investors Security Company, Inc. accepts discretionary authority to manage securities accounts on behalf of clients. Discretionary trading authority facilitates placing trades in your accounts on your behalf so that we may promptly implement the investment policy that you have approved in writing. Clients may place limitations on the discretionary trading authority, *e.g.*, only stocks that are “socially conscious” and/or within certain industry sectors.

However, Investors Security Company, Inc. only allows investment advisory representatives in its Investors Security Company Private Investment Management (“ISCPIM”) wrap fee program to have discretionary authority over securities to be bought and sold. The only other parties which may exercise time and price discretion are investment advisor representatives who use a specific fee in lieu of commission agreement with Investors Security Company, Inc.

In these instances, Investors Security Company, Inc. has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, the amount of the securities to be bought or sold, the broker or dealer to be used, and the commission rates paid.

Investors Security Company, Inc. consults with the client prior to each trade to obtain concurrence if a blanket trading authorization has not been given.

Investors Security Company, Inc. does not receive any portion of the transaction fees or commissions paid by the client to the custodian on certain trades. ISCAA is a nondiscretionary wrap fee (fee in lieu of commission) program available for use by any investment advisory representative of Investors Security Company, Inc. All trading in ISCAA accounts require consultation with the client prior to each trade to obtain concurrence.

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### Limited Power of Attorney

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

## Voting Client Securities

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### Proxy Votes

Investors Security Company, Inc. does not vote proxies on securities. Clients are expected to vote their own proxies.



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

## Financial Information

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### Financial Condition

Investors Security Company, Inc. does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients.

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

## Business Continuity Plan

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### General

Investors Security Company, Inc. has a Business Continuity Plan in place that provides detailed steps to mitigate and recover from the loss of office space, communications, services or key people in the event of a natural disaster, terrorist attack or other form of business disruption.

For events to which Investors Security Company, Inc. has advanced notice, such as hurricanes or other somewhat predictable potential disasters, you should notice no disruption in service from the Firm. We have Offices of Supervisory Jurisdiction in Suffolk, Virginia and Kingston, New York. The phones will be automatically re-directed to our own offices or the trading floor of our clearing firm. In the event of a disruption in the middle of a trading day, we will endeavor to have all forwards in place within 4 hours.

For mutual fund, variable annuity, variable life, real estate investment trust, and limited partnership business done by application, your mail will be forwarded to an off-site location, or we will make arrangements to pick up the mail at a local postal branch. We will continue operations throughout the disaster or emergency situation.

In the event that trading, application, or financial planning services are unavailable you will be notified upon calling our phone number, or visiting our website at [www.investorssecurity.com](http://www.investorssecurity.com). If upon dialing our phone number you are unable to reach anyone, or there is a problem with the line, we are providing the following important numbers:

For stock, bond, option trades, cash withdrawals or wire transfers from your brokerage account, you may call Pershing, LLC's Trade Support Line at 201-413-3575, ask for trading and identify yourself as a customer of Investors Security Company, Inc. or Kingston Securities. Only call Pershing, LLC directly in the event that both your investment advisor representative and Investors Security Company, Inc., or Kingston Securities is unavailable due to a significant business disruption.

For business held at a mutual fund, variable annuity, variable life, real estate investment trust, or limited partnership, you may call the toll-free number located on your most recent statement and speak with a customer service representative. At all times, you may feel free to contact your investment advisor representative, who will handle these matters for you, if they are available. In the event of a disaster at the Kingston, New York office, you can call the Suffolk, Virginia office at 757-539-2396. In the event of a disaster at the Suffolk, Virginia office, you can call the Kingston, New York office at 845-338-5330.

Investors Security Company, Inc., and its OSJ office Kingston Securities, partnering with Pershing, LLC and the mutual fund, variable annuity, variable life, real estate investment trust, limited partnership and other firms that we represent, should always provide you the ability to access your account information and conduct business so long as exchanges are open during normal trading hours. In the event that exchanges are closed or it is after trading hours, you will have to wait until trading resumes on the next available trading day. Standard hours for trading are 9:30 a.m. through 4:00 p.m., Monday through Friday, except on holidays and other exchange outages.

Investors Security Company, Inc. has established a virtual private network to access all business critical systems. Our primary hard copy books and records, and electronic records, are maintained at 127 East Washington Street, Suffolk, Virginia for the Home Office OSJ and 42 Crown Street, 2<sup>nd</sup> Floor, Kingston, New York for the Kingston OSJ. Back-up copies of the Kingston OSJ books and records are maintained at the Home Office OSJ. The electronic records of Investors Security Company, Inc. are backed up each night by an outside software vendor. Secondary back-up for the firm's records is also provided by an outside service provider. All electronic records can be accessed by Investors Security Company, Inc. personnel via the World Wide Web.

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## **Disasters**

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

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**Alternate Offices**

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

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**Loss of Key Personnel**

Investors Security Company, Inc. has Business Continuation Agreement within the firm to continue operations at Investors Security Company, Inc. in the event of the serious disability or death of Christopher M. Holloway.

## **Information Security Program**

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**Information Security**

Investors Security Company, Inc. maintains an information security program to reduce the risk that your personal and confidential information may be breached.

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**Privacy Notice**

Investors Security Company, Inc. is committed to protecting our customers' personal and financial information. In the course of providing you with brokerage services, we need to collect and maintain certain personal information about you. This Privacy Statement will help you understand what types of non-public personal information we may collect, how we use it, and how we protect your privacy.

Financial companies such as Investors Security Company, Inc. choose how they share your personal information. Federal law gives consumers the right to limit some, but not all, sharing. Federal law also requires us to tell you, the customer, how we collect, share, and protect your personal information.

The types of personal information we collect and share depend on the products you purchase or services we provide. This information can include: personal information, such as your name, address, social security number, date of birth, and employment information; financial information, such as your income, assets, and trading experience; information about your transactions with us, such as your account balance, purchases, sales, transfers, and other trading activity; and information we may receive from a consumer reporting agency (e.g., your creditworthiness and credit history).

Investors Security Company, Inc. will collect your personal information for our everyday business purposes such as to process your transactions, maintain your account(s), respond to court orders and legal investigations, or report to credit bureaus; for our marketing purposes in order to offer our products and services to you; for joint marketing with other financial companies such as our clearing broker (Pershing, LLC) and its affiliated investment advisors; for our affiliates' everyday business purposes including information about your

transactions, experiences and creditworthiness; and for our affiliates to market to you.

To protect your personal information from unauthorized access and use, we use security measures that comply with federal law. These measures include computer safeguards and secured files and buildings. We require our service providers and investment advisor representatives to protect the confidentiality of your personal information and to use it only for the purpose for which the disclosure is made. We restrict access to your personal and account information to those employees who need to know that information to provide products and services to you. We maintain strict physical, electronic and procedural safeguards to protect your non-public personal information. Finally, we require contractors and outside companies who work with us to adhere to strict privacy and confidentiality standards through their contracts with us.

We collect your personal information, for example, when you submit an application; open an account; or communicate with Investors Security Company, Inc. employees, customer service personnel and our investment advisor representatives. We may also collect personal information from our service providers, credit bureaus, affiliates, other financial companies or nonaffiliates.

Federal law gives you the right to limit only sharing information about your creditworthiness for affiliates' everyday business purposes; affiliates from using your information to market to you; and sharing for nonaffiliates to market to you.

State laws and individual companies may give you additional rights to limit sharing.

Investors Security reserves the right to change this Privacy Statement at any time. You will receive appropriate notice of our Privacy Statement changes.

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**WRAP FEE BROCHURE (Part 2A of Form ADV)**

*Investors Security Company, Inc.  
127 E. Washington Street, Suite 101  
Suffolk, Virginia 23434  
(757) 539-2396*

*This brochure provides clients with information about Investors Security Company, Inc. and the Investors Security Company Asset Advisor ("ISCAA") Program and the Investors Security Company Private Investment Management ("ISCPIM") program that should be considered before becoming a client of the ISCAA or ISCPIM Programs. This information has not been approved or verified by any governmental authority.*

**Fees:**

*Fees charged under ISCAA and ISCPIM are in two parts rolled into one charge to the account. The first part is the management fee. The management fee is charged by the portfolio manager for active and continuous management of the client portfolios. The second part is a fee charged by Lockwood Advisors, Inc. Lockwood provides certain services to Investors Security Company, Inc., including but not limited to new account set-up, maintenance order processing, billing and payment services, reconciliation of Accounts on a daily basis, electronic performance reporting, information systems training, and branding.*

<i>Threshold</i>	<i>Allowable Range of Management Fee</i>	<i>Average Management Fee</i>	<i>Lockwood Fee*</i>
<i>First 250,000</i>	<i>0.5% Minimum to 2.0% Maximum</i>	<i>1.0%</i>	<i>0.17%</i>
<i>Next 750,000</i>	<i>0.5% Minimum to 2.0% Maximum</i>	<i>1.0%</i>	<i>0.17%</i>
<i>Over 1,000,000</i>	<i>0.5% Minimum to 2.0% Maximum</i>	<i>1.0%</i>	<i>0.17%</i>

*On ISCAA portfolios the management fee is paid to the portfolio manager (investment advisory representative) for assistance in setting up a non-discretionary portfolio, making suggestions to the client with regard to the portfolio and the investment allocations contained within it. The portfolio manager is also compensated for monitoring the portfolio and determining future courses of action and to counsel the clients with regard to his/her advice for re-allocations of investments at future dates.*

*On ISCPIM portfolios the management fee is paid to the portfolio manager (investment advisory representative) for creating investment policies with the client and implementing his/her own investment plan using the discretion that the client gives the*

*portfolio manager. The portfolio manager is solely responsible for making investment decisions and choosing a time and price to execute those decisions.*

*On both portfolios, Lockwood earns a fee for providing the services to Investors Security Company, Inc. as mentioned in paragraph one above.*

*\*Lockwood's fee to Investors Security Company, Inc. is institutionally priced. It starts at .17% for the first \$100,000,000 on the Lockwood Command platform. It is .16% for the next \$400,000,000, and .15% thereafter. Client understands that at any time their portfolio may be in a lower charge range for Lockwood based upon the amount of assets that Investors Security Company, Inc. has on the platform. If Investors Security Company, Inc. is charged a lower fee based on volume, the client represents that they understand the lower fee may not apply to their particular portfolio. As such all discounts in pricing by Lockwood will be considered additional earned income of Investors Security Company, Inc. and the client will waive all apparent conflicts of interest with respect to the fee discount.*

*Investors Security Company, Inc.'s advisory fees are in addition to any fees charged by underlying mutual fund managers. This disclosure applies to any portfolio that we are managing on your behalf that has holdings in mutual fund companies.*

*Investors Security Company, Inc. receives a revenue sharing payment on money market balances, stop payment fees, returned checks, check reorders, margin extension fees, COD extension fees, dividend reinvestment fees, inactivity fees, voluntary reorganization fees, domestic and foreign safekeeping, legal/GNMA/Restricted Items Transfer, outgoing account transfers, accommodation transfers, registering and shipping physical certificates, DRS transfers, USD Fed Fund wires, Non-USD Based currency wires, confirmations charges, and foreign receive and deliver fees on accounts. For a complete list of revenue sharing, please email [cholloway@investorssecurity.com](mailto:cholloway@investorssecurity.com) or call Christopher Holloway at 757-539-2396. We may also receive 12b-1 service fees from mutual funds held in fund share classes that are considered "investor" share classes. These fees and revenues to ISC will reduce the amount of the portfolio manager's fee on your account. If for example, you were in a C share mutual fund paying a 1.0% 12b-1 fee, and your portfolio manager charged the average management fee of 1.0%, your account would not be charged the 1.0% portfolio manager's fee. The Lockwood Fee, however, would still apply. Please see the fund prospectus for disclosure of any 12b-1 fees that you may be paying.*

*One quarter of the annual fee is payable quarterly in advance based on quarterly market value. A refund of the fee is payable when an account is closed within the quarter. An amount is refunded equal to the pro rata amount of the quarterly fee.*

*Occasionally special client circumstances may result in fees that vary from the fee schedule shown above. Fee discounts are a business practice.*

**Costs:**

*This program may cost the client more than purchasing individual services separately. For example, the client may choose to direct their own account in no load mutual funds paying no 12b-1 fee and incurring no management fee. Further, assets not on this platform do not incur a Lockwood Fee. However, if managing an account for yourself, you are foregoing professional management or advice. Depending on trading volumes you may be entitled to discounts at various online brokerages. You must weigh how much professional advice is worth to you with regard to your portfolios. There are numerous advisors offering advice at different levels of service. It is up to you, the client, to determine if our services are right for you and are reasonably priced.*

**Compensation of Advisor:**

*The investment advisory representative who is recommending one of these programs to you is the portfolio manager. As such, they will receive a portion of the portfolio manager's fee. In general they will receive between 80 and 90% of the fee with the balance retained by Investors Security Company, Inc. The fees charged for these programs are very similar to the fees charged for other programs offered by Investors Security Company, Inc. The fees charged by Lockwood and ISCI vary among products and the costs should be explored by the client and representative before opening. There is no program fee on the Mutual Fund Selection Service hosted at Ameritrade. However, the ISCAA and ISCPIM will provide performance reporting and benchmark comparisons to clients unlike the Mutual Fund Selection Service. As disclosed earlier, there are many portfolio managers with different fee schedules. The client should determine what services and fees are advantageous. It is possible to find advisors charging more or less for their services. The client understands that their advisor is the portfolio manager, retains a portion of the fee paid, and waives that conflict of interest.*

**Other Fees or Charges:**

*Any other fees that a client may be charged with are disclosed in the fee section on the previous page.*

**Selection of Portfolio Manager:**

*The investment advisor representative for your account solicits you into a program where s/he is the portfolio manager. To be allowed to use the ISCAA accounts, a portfolio manager must be an investment advisor representative of Investors Security Company, Inc. S/he must have at least 5 years investment experience, or work directly with another investment advisor representative having 5 years investment experience. The advisor must also complete a disclosure questionnaire that is reviewed and approved by the compliance department of Investors Security Company, Inc.*

*To be allowed to use the ISCPIM accounts, a portfolio manager must be an investment advisor of Investors Security Company, Inc. S/he must have at least 10 years investment experience. The advisor must complete a disclosure questionnaire that is reviewed and approved by the compliance department of Investors Security Company, Inc. ISCPIM account portfolio managers must also have minimum net worth requirements at levels determined appropriate by the compliance office.*

*Portfolio Managers of either program will be replaced upon leaving Investors Security Company, Inc. ISC may replace managers for performance issues, violating investment policies, by client choice, or compliance/regulatory issues.*

*Performance Reporting:*

*Performance reporting is not done by Investors Security Company, Inc. or any Portfolio Manager. All performance reporting is done by Lockwood Advisors, an affiliate of Pershing, LLC. Neither Investors Security Company, Inc. nor the Portfolio Manager is responsible for performance reporting or checking the accuracy thereof and therefore do not take any responsibility for performance reporting document received by clients.*

*Communication of Client Information to the Sponsor and Portfolio Manager:*

*The Portfolio Manager is an investment advisory representative of the sponsor. Therefore all client information is shared through the use of information systems provided by Lockwood Advisors, an affiliate of Pershing, LLC.*

*Restrictions on Clients Consulting Portfolio Managers:*

*There are no restrictions on clients with regard to consulting with the Portfolio Managers, as the Portfolio Managers are also the client's investment advisory representative.*

*Other Business Activities:*

*Investors Security Company, Inc. is also a registered broker/dealer conducting traditional brokerage business on a*

*commission basis. It has many registered representatives who are not licensed as investment advisory representatives. Investors Security Company, Inc. sells other products and services. For example securities and insurance is sold to clients on a commission basis. The principal business of Investors Security Company, Inc. is a securities broker/dealer, and other business interests include being an insurance brokerage and an investment advisory firm.*



*Other Financial Industry Activities or Affiliations:*

*Investors Security Company, Inc. is registered with the Securities and Exchange Commission and the Financial Industry Regulatory Authority as a broker/dealer. We are also registered in numerous state jurisdictions as an insurance agency or brokerage. Being registered is not meant to imply approval of our activities by any regulatory entity.*

*Types of Clients:*

*Current advisory clients of Investors Security Company, Inc. include individuals, retirement plans, trusts/estates/charitable organizations, and corporations/business entities. The majority of our clients are, however, individuals. We do not do pension or retirement plan analysis or consulting. We only perform investment management functions.*

*Education and Business Standards:*

*At a minimum, an investment advisory representative is expected to have education and/or experience of at least 5 years to manage money. They are expected to have education and/or experience of at least 2 years to place money with sub-advisors who actively manage the portfolios. The standards required for representatives to be portfolio managers under either of these products are listed under the heading "Selection of Portfolio Manager."*

*Education and Business Background:*

*There are more than five individuals who may perform portfolio manager functions, as such we will disclose the education and business background of the supervisors only, who are also the firm's executive officers.*

*Cabell B. Birdsong (born 1935)*

*Education: Randolph Macon College (1954-1955)*

*University of Virginia (1955-1958)*

*5 Year Business Background: President of ISCI since 1964*

*Christopher M. Holloway (born 1973)*

*Education: Old Dominion University*

*Bachelor of Science Financial Management 1995*

*Master of Business Administration 1998*

*5 Year Business Background: Vice President of ISCI since 1998*

*Conditions of Managing Accounts:*

*Accounts under both programs must be accepted by the Portfolio Manager (investment advisory representative) and a principal at the home office. The minimum account size for the ISCPIM program is \$50,000. The minimum account size for the ISCAA program is \$10,000. Occasionally exceptions to the minimum are made based on the client relationship and the fact that the account is converting from a similar program at another firm.*

*Review of Accounts:*

*Portfolios are reviewed daily and continuously by their assigned investment advisor representative. The principals of the firm review confirmations, statements, and performance reports. They further review the portfolio with respect to the client benchmarks.*

*Clients will receive a confirmation of each transaction (unless suppressed on client request) from the carrying broker, monthly brokerage statements from the carrying broker (in months with activity), and quarterly performance reports created by Lockwood Advisors.*

*Additional Compensation:*

*Investors Security Company, Inc. does not receive any economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients. Investors Security Company, Inc. does not directly or indirectly compensate any person for client referrals.*

*Conflicts of Interest:*

*The only conflicts of interest that are evident are the potential to earn additional fee income from accounts in this product. All of the conflicts were disclosed in the fee section.*

*Investments and Investment Strategies:*

*Under the ISCAA program, investments may take the form of mutual funds, exchange traded funds, variable contracts, stocks, bonds, preferred stocks, certificates of deposit, or other registered securities. The portfolios are created with client input and managed on a non-discretionary basis. Most portfolios are designed with either a growth or income strategy. Growth oriented portfolios may be classified as growth or growth and income. Income oriented portfolios may be classified as income or equity income. The basis of the tilt in the portfolio is determined with the portfolio manager and client creating an investment policy. Many of these portfolios use predominately mutual funds and exchange traded funds.*

*Under the ISCPIM program, investments may take the form of mutual funds, exchange traded funds, stocks, bonds, preferred stocks, certificates of deposit, or other registered securities. The portfolios are created by the portfolio manager and executed on a discretionary basis. Most portfolios will hold a mixture of the above referenced assets and depending on size may have core holdings in mutual funds with tactical tilts in individual stocks or exchange traded funds to take advantage of market conditions. They are predominately either growth or income oriented portfolios. Growth oriented portfolios may be classified as growth or growth and income. Income oriented portfolios may be classified as income or equity income.*

*For further information on investments and investment strategy please contact the portfolio manager soliciting your account.*

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

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### **Education and Business Standards**

Investors Security Company, Inc. requires that advisors in its employ have relevant work experience and/or, a bachelor's degree and further coursework demonstrating knowledge of financial planning and tax planning. Examples of acceptable coursework include: an MBA, a CFP®, a CFA, a ChFC, JD, CTFA, EA or CPA. Advisors must have at least (a) 5 years of education (bachelor's degree and further coursework) and/or relevant work experience that demonstrates their aptitude for financial planning and investment management; and (b) 2 years to place money with sub-advisors who actively manage the portfolios.

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### **Professional Certifications**

Advisors have earned certifications and credentials that are required to be explained in further detail.

Certified Financial Planner (CFP): Certified Financial Planners are licensed by the CFP Board to use the CFP mark. CFP certification requirements:

- Bachelor's degree from an accredited college or university.
- Completion of the financial planning education requirements set by the CFP Board ([www.cfp.net](http://www.cfp.net)).
- Successful completion of the 10-hour CFP® Certification Exam.
- Three-year qualifying full-time work experience.
- Successfully pass the Candidate Fitness Standards and background check.

Chartered Financial Analyst (CFA): Chartered Financial Analysts are licensed by the CFA Institute to use the CFA mark. CFA certification requirements:

- Hold a bachelor's degree from an accredited institution or have equivalent education or work experience.
- Successful completion of all three exam levels of the CFA Program.
- Have 48 months of acceptable professional work experience in the investment decision-making process.
- Fulfill society requirements, which vary by society. Unless you are upgrading from affiliate membership, all societies require two sponsor statements as part of each application; these are submitted online by your sponsors.
- Agree to adhere to and sign the Member's Agreement, a Professional Conduct Statement, and any additional documentation requested by CFA Institute.

Enrolled Agent (EA): Enrolled Agents are enrolled by the Internal Revenue Service and authorized to use the EA designation. EA enrollment requirements:

- Successful completion of the three-part IRS Special Enrollment Examination (SEE), or completion of five years of employment by the IRS in a position which regularly interpreted and applied the tax code and its regulations.
- Successfully pass the background check conducted by the IRS.

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## **CABELL B. BIRDSONG, CERTIFICATIONS**

Educational Background:

- Date of birth: 1935
- Education: Randolph Macon College (1954-55); University of Virginia (1955-58)

Business Experience:

- President of Investors Security Company, Inc. (1964 to Present)

Disciplinary Information: See full history on page 12 of this brochure

Other Business Activities: None

Additional Compensation: Earned from investment income and dividends

Supervision:

Cabell B. Birdsong is supervised by Christopher M. Holloway, Vice President. He reviews Cabell B. Birdsong's work through frequent office interactions as well as remote interactions. He also reviews

Cabell B. Birdsong's activities through our client relationship management system.

SUPERVISOR'S contact information:

(757) 539-2396

INFO@INVESTORSSECURITY.COM

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## **CHRISTOPHER M. HOLLOWAY, CERTIFICATIONS**

Educational Background:

- Date of birth: 1973
- Education: Old Dominion University (Bachelor of Science Financial Management 1995; Master of Business Administration 1998)

Business Experience:

- Vice President of Investors Security Company, Inc. since 1998

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervision:

Christopher M. Holloway is supervised by Cabell B. Birdsong, President. He reviews Christopher M. Holloway's work through frequent office interactions as well as remote interactions. He also reviews Christopher M. Holloway's activities through our client relationship management system.

SUPERVISOR'S contact information:

(757) 539-2396

INFO@INVESTORSSECURITY.COM