

**ITEM 1  
COVER PAGE**

**PART 2A OF FORM ADV: FIRM BROCHURE**



# **FLORIO WEALTH MANAGEMENT GROUP**

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March 26, 2018

This brochure provides information about the qualifications and business practices of Florio Wealth Management Group, ("FWMG") (together, with its relying adviser affiliates, the "**Adviser**," "**we**," "**us**," or "**our**"). If you have any questions about the contents of this brochure, please contact us at 516-758-2430 or by email at: [pflorio@floriowmg.com](mailto:pflorio@floriowmg.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (the "**SEC**") or by any state securities authority.

Additional information about us also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

We are a registered investment adviser under the Investment Advisers Act of 1940, as amended (the "**Advisers Act**"). Our registration under the Advisers Act does not imply any level of skill or training.

**ITEM 2**  
**MATERIAL CHANGES**

Pursuant to SEC requirements and rules, you will receive a summary of any material changes to this brochure and subsequent brochures within 120 days of the close of our fiscal year.

Our brochure may be requested, free of charge, by contacting us by telephone at: (516) 758-2430 or by email at: [pflorio@floriowmg.com](mailto:pflorio@floriowmg.com).

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Brochure Supplements

## **ITEM 4**

### **ADVISORY BUSINESS**

#### **A. General Description of Advisory Firm**

Florio Wealth Management Group (“FWMG”) is incorporated in the state of New York. FWMG was recently granted registration as an Investment Adviser Firm with the SEC on April 13, 2017. Peter Florio CFP®, CLU, CHFC, CLTC is the sole principal of the firm.

#### **B. Description of Advisory Services**

##### **INVESTMENT ADVISORY SERVICES**

FWMG offers a variety of advisory services, which include financial planning, consulting, pension consulting and investment management services. Prior to the rendering of any of the foregoing advisory services, clients are required to enter into one or more written agreements with FWMG setting forth the relevant terms and conditions of the advisory relationship (the “Agreement”).

FWMG provides its services in an effort to improve clients’ overall financial wellbeing. To that end, the Firm will analyze client information to assess their current situation, define their goals and determine what should be done in order to meet those goals. Depending on what services the Firm is engaged to provide, this could entail analyzing client assets, liabilities and cash flow, current insurance coverage, investments, tax strategies and other less tangible concerns. The Firm believes an approach that carefully monitors client portfolios is integral in achieving client objectives.

FWMG manages client investment portfolios on a discretionary or non- discretionary basis. In addition, FWMG may provide clients with wealth management services which may include a broad range of comprehensive financial planning and consulting services as well as discretionary and/or non-discretionary management of investment portfolios.

FWMG primarily allocates client assets among various independent investment managers (“*Independent Managers*”), mutual funds, exchange-traded funds (“ETFs”), individual debt and equity securities, as well as the securities components of variable annuities and variable life insurance contracts, in accordance with the investment objectives of its individual clients.

Clients may also engage FWMG to advise on certain investment products that are not maintained at their primary custodian, such as variable life insurance and annuity contracts and assets held in employer sponsored retirement plans and qualified tuition plans (i.e., 529 plans). In these situations, FWMG directs or recommends the allocation of client assets among the various investment options available with the product. These assets are generally maintained at the underwriting insurance company or the custodian designated by the product’s provider.

FWMG tailors its advisory services to meet the needs of its individual clients and continuously seeks to ensure that client portfolios are managed in a manner consistent with their specific investment profiles.

FWMG consults with clients on an initial and ongoing basis to determine their specific risk tolerance, time horizon, liquidity constraints and other qualitative factors relevant to the management of their portfolios. Clients are advised to promptly notify FWMG if there are changes in their financial situation or if they wish to place any limitations on the management of their portfolios. Clients may impose reasonable restrictions or mandates on the management of their accounts if FWMG determines, in its sole discretion, the conditions would not materially impact the performance of a management strategy or prove overly burdensome to the Firm's management efforts.

## **FINANCIAL PLANNING AND CONSULTING SERVICES**

FWMG may provide its clients with a broad range of comprehensive financial planning and consulting services (including non-investment related matters), which may address, among other issues, estate and retirement planning, taxes, insurance, college planning, long term care issues and/or investment recommendations.

## **RETIREMENT PLAN FIDUCIARY SERVICES**

In certain instances, FWMG may provide fiduciary services to retirement plan sponsors. In this regard, FWMG has expertise in advising retirement plans and their participants regarding the proper and effective use of mutual funds for investing. FWMG may act as the investment manager for pension plans; as such term is defined in Section 3(38) of ERISA. As such, FWMG shall have discretion over the establishment of the pension plan's investment policy, the prudent selection, monitoring, removal and replacement of the pension plan's investment options. FWMG will be serving as a fiduciary to pension plans under ERISA in performing these functions.

Please refer to the Plan Agreement for relative fees and costs associated with this service.

## **SUB-ADVISORY/CUSTODIAL ARRANGEMENTS**

As mentioned above, FWMG may select certain *Independent Managers* to actively manage a portion of its clients' assets. The specific terms and conditions under which a client engages an *Independent Manager* are set forth in a separate written agreement between the designated *Independent Manager* and either FWMG or the client. In addition to this brochure, clients may also receive the written disclosure documents of the designated *Independent Managers* engaged to manage their assets. FWMG does not receive compensation from any such *Independent Managers*.

FWMG evaluates various information about the *Independent Managers* it chooses to manage client portfolios, which may include the *Independent Managers*' public disclosure documents, materials supplied by the *Independent Managers* themselves and other third-party analyses it believes are reputable. To the extent possible, the Firm seeks to assess the *Independent Managers*' investment strategies, past performance and risk results in relation to its clients' individual portfolio allocations and risk exposure. FWMG also takes into consideration each *Independent Manager*'s management style, returns, reputation, financial strength, reporting, pricing and research capabilities, among other factors.

FWMG continues to provide services relative to the discretionary selection of the *Independent Managers*.

On an ongoing basis, the Firm monitors the performance of those accounts being managed by *Independent Managers*.

FWMG seeks to ensure the *Independent Managers*' strategies and target allocations remain aligned with its clients' investment objectives and overall best interests.

While this brochure generally describes the business of FWMG, certain sections also discuss the activities of its Supervised Persons, which refer to the Firm's officers, partners, directors (or other persons occupying a similar status or performing similar functions), employees or any other person who provides investment advice on FWMG's behalf and is subject to the Firm's supervision or control.

**C. Availability of Customized Services for Individual Clients**

FWMG shall provide investment advisory services specific to the needs of each client. Prior to providing investment advisory services FWMG will ascertain each client's investment objective(s). The client may, at any time, impose reasonable restrictions, in writing, on FWMG's services.

**D. Wrap Fee Programs**

We do not participate in a wrap fee program.

**E. Assets Under Management**

As of March 23, 2018, FWMG had a total of \$30,478,388 in assets under management on a non-discretionary basis.

**ITEM 5  
FEES AND COMPENSATION**

**A. Advisory Services and Fees**

**INVESTMENT ADVISORY SERVICES**

FWMG offers its services on a fee basis, which may include hourly and/or fixed fees, as well as fees based upon assets under management or advisement. Additionally, certain of FWMG's *Supervised Persons*, in their individual capacities, may offer securities brokerage services and insurance products under a separate commission arrangement.

FWMG provides investment management services for an annual fee based on the amount of assets under the Firm's management. The fee varies between 60 and 125 basis points (0.60% – 1.25%), based on the following fee schedule:



Portfolio Value	Annual Fee
Up to \$1,000,000	1.25%
\$1,000,001 to \$2,000,000	1.00%
\$2,000,001 to \$3,000,000	0.90%
\$3,000,001 to \$4,000,000	0.80%
\$4,000,001 to \$5,000,000	0.70%
Above \$5,000,000	Negotiable

The annual fee is prorated and charged quarterly in advance or arrears, based upon the market value of the assets being managed by FWMG on the last day of the previous billing period.

## **FINANCIAL PLANNING AND CONSULTING SERVICES**

FWMG generally charges either a negotiable hourly and/or fixed fee to provide clients with stand-alone financial planning or consulting services. These fees are largely determined by the scope and complexity of the agreed upon services and range from \$200 to \$500 on an hourly basis and \$2,500 to \$50,000 on a fixed fee basis.

The specific terms and fee structure are negotiated in advance and set forth in the *Agreement* with FWMG. Generally, FWMG requires the entirety of the financial planning or consulting fee payable upon execution of the *Agreement* and any balance will be due at the time the financial plan is delivered or the underlying services are rendered to completion. If the client engages FWMG for additional investment advisory services, FWMG may offset all or a portion of its fees for those services based upon the amount paid for the financial planning and/or consulting services.

### **B. Payment of Fees**

FWMG, in its sole discretion, may negotiate to charge a lesser fee based upon certain criteria, such as anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, pre-existing client relationship, account retention and pro bono activities.

Clients generally provide FWMG with the authority to directly debit their accounts for payment of the Firm's investment advisory fees. The *Financial Institutions* that act as qualified custodian for client accounts have agreed to send statements to clients not less than quarterly detailing all account transactions, including any amounts paid to FWMG.

### **C. Additional Expenses and Fees**

In addition to the advisory fees paid to FWMG, clients may also incur certain charges imposed by other third parties, such as broker-dealers, custodians, trust companies, banks and other financial institutions (collectively “Financial Institutions”). These additional charges may include securities brokerage commissions, transaction fees, custodial fees, fees charged by the Independent Managers, charges imposed directly by a mutual fund or ETF in a client’s account, as disclosed in the fund’s prospectus (e.g., fund management fees and other fund expenses), deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees and other fees and taxes on brokerage accounts and securities transactions. The Firm’s brokerage practices are described at length in Item 12, below.

Clients can engage certain persons associated with FWMG to render securities brokerage services under a separate commission-based arrangement. Clients are under no obligation to engage such persons and may choose brokers or agents not affiliated with FWMG. Under this arrangement, the Firm’s *Supervised Persons*, in their individual capacities as registered representatives of a FINRA-member firm, may provide securities brokerage services and implement securities transactions under a separate commission based arrangement. *Supervised Persons* may be entitled to a portion of the brokerage commissions paid to the FINRA-member firm, as well as a share of any ongoing distribution or service (trail) fees from the sale of mutual funds. FWMG may also recommend no-load or load-waived funds, where no sales charges are assessed. Prior to effecting any transactions, clients are required to enter into a separate account agreement with a FINRA-member firm. FWMG does not receive any portion of the commissions or transactional fees charged by the FINRA-member firm.

A conflict of interest exists to the extent that FWMG recommends the purchase of securities where FWMG’s *Supervised Persons* receive commissions or other additional compensation as a result of FWMG’s recommendations. FWMG has procedures in place to ensure that any recommendations made by such *Supervised Persons* are in the best interest of clients. For certain accounts covered by the Employee Retirement Income Security Act (“ERISA”) and such others that FWMG, in its sole discretion, deems appropriate, FWMG may provide its investment advisory services on a fee-offset basis.

In this scenario, FWMG may offset its fees by an amount equal to the aggregate commissions and 12b-1 fees earned by FWMG’s *Supervised Persons* in their individual capacities as registered representatives of a FINRA-member firm.

### **ITEM 6 PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT**

Neither FWMG nor any supervised person of FWMG accepts performance-based fees.

### **ITEM 7 TYPES OF CLIENTS**

FWMG’s clients shall generally include individuals, pension and profit sharing plans, trusts, and business entities. FWMG does not impose a stated minimum fee or minimum portfolio value for starting and maintaining an investment management relationship.

Certain *Independent Managers* may, however, impose more restrictive account requirements and varying billing practices than FWMG. In these instances, FWMG may alter its corresponding account requirements and/or billing practices to accommodate those of the *Independent Managers*.

## **ITEM 8**

### **METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS**

#### **A. Methods of Analysis and Investment Strategies**

FWMG may utilize a combination of largely fundamental and cyclical methods of analysis.

Fundamental analysis involves an evaluation of the fundamental financial condition and competitive position of a particular fund or issuer. For FWMG, this process typically involves an analysis of an issuer's management team, investment strategies, style drift, past performance, reputation and financial strength in relation to the asset class concentrations and risk exposures of the Firm's model asset allocations. A substantial risk in relying upon fundamental analysis is that while the overall health and position of a company may be good, evolving market conditions may negatively impact the security.

Cyclical analysis is similar to technical analysis in that it involves the assessment of market conditions at a macro (entire market or economy) or micro (company specific) level, rather than focusing on the overall fundamental analysis of the health of the particular company that FWMG is recommending. The risks with cyclical analysis are similar to those of technical analysis.

Prior to developing an investment strategy tailored to each client, the Firm gathers and analyzes detailed information about the client, including goals, existing investments, insurance coverage, sources of income and other assets and liabilities. The Firm then seeks to define the client's investment objectives and risk profile, which together form the basis for the selection and diversification of investments. Once an initial investment strategy is established, the Firm's investment advisors continually monitor its clients' portfolios, making changes as needed.

#### **B. Risk of Loss**

Investing in securities involves the risk of loss. Clients should be prepared to bear potential losses.

##### *Mutual Funds and ETFs*

An investment in a mutual fund or ETF involves risk, including the loss of principal. Mutual fund and ETF shareholders are necessarily subject to the risks stemming from the individual issuers of the fund's underlying portfolio securities. Such shareholders are also liable for taxes on any fund-level capital gains, as mutual funds and ETFs are required by law to distribute capital gains in the event they sell securities for a profit that cannot be offset by a corresponding loss.

Shares of mutual funds are generally distributed and redeemed on an ongoing basis by the fund itself or a broker acting on its behalf. The trading price at which a share is transacted is equal to a fund's stated daily per share net asset value ("NAV"), plus any shareholders fees (e.g., sales loads, purchase fees, redemption fees). The per share NAV of a mutual fund is calculated at the end of each business day, although the actual NAV fluctuates with intraday changes to the market value of the fund's holdings. The trading prices of a mutual fund's shares may differ significantly from the NAV during periods of market volatility, which may, among other factors, lead to the mutual fund's shares trading at a premium or discount to actual NAV.

Shares of ETFs are listed on securities exchanges and transacted at negotiated prices in the secondary market. Generally, ETF shares trade at or near their most recent NAV, which is generally calculated at least once daily for indexed based ETFs and more frequently for actively managed ETFs. However, certain inefficiencies may cause the shares to trade at a premium or discount to their *pro rata* NAV. There is also no guarantee that an active secondary market for such shares will develop or continue to exist. Generally, an ETF only redeems shares when aggregated as creation units (usually 20,000 shares or more). Therefore, if a liquid secondary market ceases to exist for shares of a particular ETF, a shareholder may have no way to dispose of such shares.

#### *Use of Independent Managers*

FWMG may recommend the use of *Independent Managers*. In these situations, FWMG continues to do ongoing due diligence of such managers, but such recommendations rely to a great extent on the *Independent Managers'* ability to successfully implement their investment strategies. In addition, FWMG generally may not have the ability to supervise the *Independent Managers* on a day-to-day basis.

#### *Management Through Similarly Managed "Model" Accounts*

FWMG manages certain accounts through the use of similarly managed "model" portfolios, whereby the Firm allocates all or a portion of its clients' assets among various mutual funds and/or securities on a discretionary basis using one or more of its proprietary investment strategies. In managing assets through the use of models, the Firm remains in compliance with the safe harbor provisions of Rule 3a-4 of the Investment Company Act of 1940.

The strategy used to manage a model portfolio may involve an above average portfolio turnover that could negatively impact clients' net after tax gains. While the Firm seeks to ensure that clients' assets are managed in a manner consistent with their individual financial situations and investment objectives, securities transactions effected pursuant to a model investment strategy are usually done without regard to a client's individual tax ramifications. Clients should contact FWMG if they experience a change in their financial situation or if they want to impose reasonable restrictions on the management of their accounts.

### **C. Recommendation of a Particular Type of Security**

Currently, FWMG primarily allocates client investment assets among various mutual funds and/or fixed income securities, on a non-discretionary basis in accordance with the client's designated investment objective(s).

**ITEM 9**  
**DISCIPLINARY INFORMATION**

Neither FWMG, nor any of its management persons have been the subject of any disciplinary actions.

**ITEM 10**  
**OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS**

**A. Broker-Dealer Registration**

Certain of the Firm's Supervised Persons are registered representatives of a FINRA-member firm and may provide clients with securities brokerage services under a separate commission-based arrangement. This arrangement is described at length in Item 5.

**B. Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor Registration**

Neither FWMG, nor its representatives, are registered or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or a representative of the foregoing.

**C. Material Relationships and Conflicts of Interests with Industry Participants**

**LICENSED INSURANCE AGENCY/AGENT**

FWMG has arrangements that are material to its advisory or its clients with a related person who is an insurance agent. In this regard, FWMG's principal, Peter Florio is a licensed insurance agent, and in such capacity, may introduce clients to insurance agencies to obtain certain insurance-related products. Accordingly, FWMG does not exercise any discretionary authority with respect to a client's decision to obtain such insurance-related products, but may receive fees in connection therewith.

**D. Material Conflicts of Interest Relating to Other Investment Advisers**

The recommendation by FWMG's principal that a client purchase an insurance commission product presents a conflict of interest, as the receipt of commissions may provide an incentive to recommend insurance products based on commissions to be received, rather than on a particular client's need. No client is under any obligation to purchase any commission products from FWMG or its principal. Clients are reminded that they may purchase insurance products recommended by FWMG through other, non-affiliated insurance agents. FWMG does not receive, directly or indirectly, compensation from investment advisors that it recommends or selects for its clients.

**ITEM 11**  
**CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS**  
**AND PERSONAL TRADING**

**A. Code of Ethics**

FWMG maintains an investment policy relative to personal securities transactions. This investment policy is part of FWMG's overall Code of Ethics, which serves to establish a standard of business conduct for all of FWMG's members that is based upon fundamental principles of openness, integrity, honesty and trust, a copy of which is available upon request.

FWMG and its principals, partners, officers, employees, affiliates and other related parties (each a "FWMG Related Party") are permitted to invest in their personal trading accounts subject to certain restrictions. FWMG Related Parties may transact in mutual funds, ETFs, stocks, bonds and securities that are not traded publicly including, but not limited to, privately held companies, hedge funds, venture capital funds and commodity pools.

FWMG requires certain personal securities transactions, specifically those related to equity securities to be subject to an enhanced pre-clearance process by various FWMG personnel, including the Chief Compliance Officer. This enhanced preclearance process of the personal trading activities of FWMG Related Parties includes an assessment of whether such transactions pose any actual or potential conflicts of interest with respect to transactions executed by FWMG.

FWMG's Code also requires FWMG Related Parties to: 1) pre-clear certain personal securities transactions, 2) report personal securities transactions on at least a quarterly basis, and 3) provide FWMG with a detailed summary of certain holdings (both initially upon commencement of employment and annually thereafter) in which the FWMG Related Party has a direct or indirect beneficial interest.

In accordance with Section 204A of the Investment Advisers Act of 1940, FWMG also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by FWMG or any person associated with FWMG.

A copy of FWMG's Code of Ethics shall be provided to any client or prospective client upon request.

**B. Recommending, Buying, or Selling Securities in which We or a Related Person Have a Material Financial Interest, Invest, or Buy or Sell at the Same Time; Conflict of Interests**

Neither FWMG nor any related person of FWMG recommends, buys, or sells for client accounts, securities in which FWMG or any related person of FWMG has a material financial interest.

FWMG and/or representatives of FWMG *may* buy or sell securities that are also recommended to clients.

## **ITEM 12**

### **BROKERAGE PRACTICES**

#### **A.     Selection of Broker-Dealers and Reasonableness of Compensation**

FWMG does not currently have any affiliation with product sales firms. Specific custodian recommendations are made to clients based on their need for such services. FWMG recommends custodians based on the proven integrity and financial responsibility of the firm and the best execution of orders at reasonable commission rates.

FWMG currently recommends discount brokerage firms and trust companies (qualified custodians), such as Charles Schwab, Fidelity Investments, TD Ameritrade. Clients may choose any broker-dealer to custody their assets, but FWMG has no control over the commissions charged.

The client has to negotiate the commission rate at that custodian. FWMG does not receive fees or commissions from any of these arrangements.

#### **B.     Aggregating Orders for Various Client Accounts**

When executing a trade in various accounts we aggregate the trade by purchasing the security during the day and averaging the price paid. Each client pays the average price.

#### **C.     Trade Errors**

Trade and other clerical errors resulting in gains will be for the benefit of the client and will not be retained by FWMG. FWMG is under no obligation, however, to reimburse the client for trade and other clerical errors made by FWMG, its agents and affiliates, as such errors are considered by FWMG to be a cost of doing business.

While FWMG is under no obligation to reimburse the client for trade and other clerical errors made by FWMG, its agents and affiliates, any correction of a trade or other clerical error will only be made to the extent required so that the client does not incur a loss related to such error.

Notwithstanding the foregoing, FWMG will be obligated to reimburse the client for any trade or other clerical error resulting from FWMG's willful misconduct, gross negligence or material breach under the exculpation of liability and indemnification provisions of the Investment Management Agreements maintained with the client. FWMG, subject to its fiduciary obligations, will determine whether or not any trade or other clerical error is required to be reimbursed in accordance with such liability and exculpation provisions. FWMG, in its sole discretion, reserves the right to reimburse the client for any trade or other clerical error. FWMG's reimbursement of the client for any particular error will not constitute a waiver of any policy to cause the client to bear the losses from other trade or other clerical errors.

## **ITEM 13 REVIEW OF ACCOUNTS**

### **A. Periodic Review of Client Accounts**

For those clients to whom FWMG provides investment supervisory services, account reviews are conducted on an ongoing basis by FWMG's principal. All investment advisory clients are advised that it remains their responsibility to advise FWMG 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 FWMG at a minimum on an annual basis.

### **B. Additional Review of Client Accounts**

FWMG may conduct account reviews on an other than periodic basis upon the occurrence of a triggering event, such as a change in client investment objectives and/or financial situation, market corrections and client request.

### **C. Contents and Frequency of Account Reports to Clients**

Clients are provided, at least quarterly, with written transaction confirmation notices and regular written summary account statements directly from the custodian. FWMG may also provide a written periodic report summarizing account activity and performance.

For those clients to whom FWMG provides financial planning and/or consulting services will receive reports from FWMG summarizing its analysis and conclusions as requested by the client or otherwise agreed to in writing by FWMG.

## **ITEM 14 CLIENT REFERRALS AND OTHER COMPENSATION**

### **A. Economic Benefits for Providing Services to Clients**

FWMG does not accept an economic benefit from anyone for providing investment advice or other advisory services to its clients.

### **B. Compensation to Non-Supervised Persons for Client Referrals**

If a client is introduced to FWMG by either an unaffiliated or an affiliated solicitor, FWMG may pay that solicitor a referral fee in accordance with the requirements of Rule 206(4)-3 of the Investment Advisers Act of 1940, and any corresponding state securities law requirements. Any such referral fee shall be paid solely from FWMG's investment management fee, and shall not result in any additional charge to the client.



If the client is introduced to FWMG by an unaffiliated solicitor, the solicitor, at the time of the solicitation, shall disclose the nature of his/her/its solicitor relationship, and shall provide each prospective client with a copy of FWMG's written Brochure with a copy of the written disclosure statement from the solicitor to the client disclosing the terms of the solicitation arrangement between FWMG and the solicitor, including the compensation to be received by the solicitor from FWMG.

## **ITEM 15 CUSTODY**

FWMG shall have the ability to have its advisory fee for each client debited by the custodian on a quarterly basis. Clients are provided, at least quarterly, with written transaction confirmation notices and regular written summary account statements directly from the broker-dealer/custodian and/or program sponsor for the client accounts. FWMG may also provide a written periodic report summarizing account activity and performance.

**Please Note:** To the extent that FWMG provides clients with periodic account statements or reports, the client is urged to compare any statement or report provided by FWMG with the account statements received from the account custodian.

## **ITEM 16 INVESTMENT DISCRETION**

Prior to FWMG assuming discretionary authority over a client's account, client shall be required to execute an *Investment Advisory Agreement*, naming FWMG as client's attorney and agent in fact, granting FWMG full authority to buy, sell, or otherwise effect investment transactions involving the assets in the client's name found in the discretionary account.

Clients who engage FWMG on a discretionary basis may, at any time, impose restrictions, in writing, on FWMG's discretionary authority.

## **ITEM 17 VOTING CLIENT SECURITIES**

FWMG does not vote client proxies. Therefore, although FWMG may provide investment advisory services relative to client investment assets, FWMG's clients maintain responsibility for: (1) directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall 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. FWMG and/or the client shall correspondingly instruct each custodian of the assets to forward to the client copies of all proxies and shareholder communications relating to the client's investment assets.

Clients may contact FWMG to discuss any questions they may have with a particular solicitation.

**ITEM 18**  
**FINANCIAL INFORMATION**

**A. Balance Sheet**

FWMG does not solicit fees of more than \$1,200, per client, six months or more in advance.

**B. Contractual Commitments to Our Clients**

FWMG is unaware of any financial condition that is reasonably likely to impair its ability to meet its contractual commitments relating to its discretionary authority over certain client accounts.

**C. Bankruptcy Petitions**

FWMG has not been the subject of a bankruptcy petition.

**ANY QUESTIONS:** FWMG's Chief Compliance Officer, Steve Solano, remains available to address any questions that a client may have regarding the above disclosures and arrangements.