

Disclosure Brochure

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ALLIANCE WEALTH STRATEGIES, LLC



This Brochure provides information about the qualifications and business practices of Alliance Wealth Strategies, LLC (“AWS”). If you have any questions about the contents of this Brochure, please contact us at (540) 345-0936. 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.

AWS is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about AWS also is available on the SEC’s website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. The CRD number for AWS is 173559.



Item 2 – Material Changes

This Item of the Brochure discusses only specific material changes that are made to the Brochure since the last annual update and provides clients with a summary of such changes.

There were no material changes made to our Brochure:

Additionally, please note that we have updated the Assets Under Management information in Item 4 in accordance with the filing of our Annual Updating Amendment.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure may be requested by contacting our Chief Compliance Officer, Ryan McEntire at (540) 777-6068.

(Brochure Date: 12/07/2020)

(Date of Most Recent Annual Updating Amendment: 08/26/2020)



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Item 4 – Advisory Business

AWS was founded in 2014 and is owned by Brown, Edwards & Company, L.L.P.

As of May 31, 2020, AWS had \$122,036,623 in assets under management on a discretionary basis and \$13,955 on a nondiscretionary basis. We also have \$8,863,487 of assets under advisement for participant-directed retirement plans.

Investment Management Services:

AWS manages investment portfolios for individuals, qualified retirement plans, trusts, charitable organizations, corporations and small businesses. AWS will work with a client to determine the client's investment objectives and investor risk profile and will design a written investment policy statement. AWS uses investment and portfolio allocation software to evaluate alternative portfolio designs. AWS evaluates the client's existing investments with respect to the client's investment policy statement. AWS works with new clients to develop a plan to transition from the client's existing portfolio to the portfolio recommended by AWS. AWS will then continuously monitor the client's portfolio holdings and the overall asset allocation strategy and hold review meetings with the client regarding the account as necessary.


AWS will typically create a portfolio of no-load mutual funds, exchange traded funds and individual securities and may use model portfolios if the models match the client's investment policy. AWS will allocate the client's assets among various investments, taking into consideration the overall management style selected by the client. AWS primarily recommends portfolios consisting of passively managed asset class and index mutual funds. AWS primarily recommends mutual funds offered by Dimensional Fund Advisors (DFA). DFA sponsored mutual funds follow a passive asset class investment philosophy with low holdings turnover. Client portfolios may also include some individual equity securities in situations where disposition of these securities would present an overriding tax implication or the client specifically requests they be retained for a personal reason. These situations will be specifically identified in the client's Investment Policy Statement (IPS).

AWS manages mutual fund and equity portfolios on a discretionary or nondiscretionary basis. Clients may impose reasonable restrictions on AWS's discretionary authority, including restrictions on the types of securities in which AWS may invest client's assets and on specific securities, which the client may believe to be appropriate.

Selection of other Advisors: Fixed Income Subadvisor: AWS may also recommend fixed income portfolios to investment management clients, which consist of managed accounts of individual bonds. AWS will request discretionary authority from investment management clients to manage fixed income portfolios, including the discretion to retain a third party fixed income manager. AWS will prepare a Fixed Income Investment Policy Statement for any client qualifying for separate fixed income portfolio services.

Pursuant to its discretionary authority, AWS will retain a fixed income securities manager. The fixed income securities manager will be provided with the discretionary authority to invest client assets in fixed income securities consistent with the client's Fixed Income Investment Policy Statement. The manager will also monitor the account for changes in credit ratings, security call provisions, and tax loss harvesting opportunities (to the extent that the manager is provided with cost basis information). The manager will obtain AWS's consent prior to the sale of any client securities. AWS will provide to investment manager any updated client financial information or account restrictions necessary for investment manager to provide sub-advisory services.

On an ongoing basis, AWS will answer clients' inquiries regarding their accounts and review periodically with clients the performance of their accounts. AWS will at least annually review client's investment policy and risk profile and will re-balance clients' accounts as necessary.



In addition to managing the client's investment portfolio, AWS may provide financial planning services to clients on various financial areas including income and estate tax planning, business sale structures, college financial planning, retirement planning, insurance analysis, personal cash flow analysis, establishment and design of retirement plans and trust designs, among other things. AWS will not charge a separate fee for this service.

In performing its services, AWS shall not be required to verify any financial information received from the client or from the client's other professionals, and is expressly authorized to rely on the information provided. Moreover, clients are advised that it remains their responsibility to promptly notify AWS if there is ever any change in their financial situation or investment objectives for the purpose of reviewing/evaluating/revising their previous recommendations and/or services.

Employee Benefit Plan Services:

AWS also provides advisory services to participant-directed retirement plans through third party administration services, which are online bundled service providers offering an opportunity for plan sponsors to provide their participants with daily account access, valuation, and investment education.

AWS will analyze the plan's current investment platform, and assist the plan in creating an investment policy statement defining the types of investments to be offered and the restrictions that may be imposed. AWS will recommend investment options to achieve the plan's objectives, provide participant education meetings, and monitor the performance of the plan's investment vehicles.

AWS will recommend changes in the plan's investment vehicles as may be appropriate from time to time. AWS generally will review the plan's investment vehicles and investment policy as necessary.

For certain retirement plans, AWS also works in coordination and support with Buckingham Strategic Partners, LL ("BSP"). Retirement plan clients will engage both AWS and BSP. BSP will provide to the client additional discretionary investment management services and will exercise discretionary authority to select the plan investments made available to the plans' participants by selecting and maintain the plans' investments according to the goals and investment objectives of the plan.

AWS will continue to work with plans to monitor plan investments, provide fiduciary plan advice including regular considerations of the goals and objectives of the plan, and provide participant education services to the plan.


Trustee Accounts

For a limited number of client accounts, the Firm is deemed to have custody due to an adviser being a named co-trustee on a client account. When these situations arise, they are evaluated on a case by case basis, with the facts and circumstances documented and submitted to the COO for review. If approved by the COO, the accounts are listed on our custody report and included in our annual surprise examination. Please see Item 15 for further information.

Item 5 – Fees and Compensation

Fees and account minimums may be negotiable under certain circumstances, including certain individual client circumstances such as the client's age, complexity of the client's situation, total size of financial assets, propensity to add funds to accounts, and total client relationship, including with an affiliated entity.

AWS has contracted with BSP, for services including trade processing, collection of management fees, record maintenance, report preparation, marketing assistance, and research. AWS has also contracted with BSP for sub-advisory services with respect to clients' fixed income accounts. AWS pays a fee for BSP services based on management fees paid to AWS on accounts which use BSP. Advisory fees are paid to AWS and the fee paid by AWS to BSP consists of a portion of the fee paid by clients to AWS and



varies based on the total client assets participating in BSP through AWS. These fees are not separately charged to advisory clients. The fees disclosed below are the total fees paid by a client and includes all sub-advisory fees charged by BSP.

The specific manner in which fees are charged by AWS is established in a client's written agreement with AWS. AWS will request authority from Investment Management clients to receive quarterly payments directly from the client's account held by an independent qualified custodian. Clients may provide written limited authorization to AWS, which may be delegated to BSP, to withdraw fees from the account.

Investment Management and Employee Benefit Plan clients will be invoiced in advance at the beginning of each calendar quarter based upon the value of the client's account at the end of the previous quarter. New accounts are charged a prorated fee for the remainder of the quarter in which the account is inception (date of first trade). Market value will be based on independent third party sources or fair market value in the absence of market value. Client account balances on which AWS calculates fees may vary from account custodial statements based on independent valuations and other accounting variances, including mechanisms for including accrued interest in account statements. Clients will receive custodial statements showing the advisory fees debited from their account(s). Certain third party administrators will calculate and debit AWS's fee and remit such fee to AWS.

A client agreement may be canceled at any time, by either party, for any reason upon receipt of 30 days written notice. Upon termination of any account, any prepaid, unearned fees will be promptly refunded.

AWS's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. These fees will generally include a management fee and other fund expenses. All fees paid to AWS for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and ETFs to their shareholders.

Such charges, fees and commissions are exclusive of and in addition to AWS's fee, and AWS shall not receive any portion of these commissions, fees, and costs.

Advisory Fees

Investment Management Services:

The annual fee for investment management services will be charged as a percentage of assets under management, according to the schedule below:

Assets under management	Annual Fee (%)
On the first \$500,000	1.25%
On the next \$500,000	0.90%
On the next \$1,000,000	0.70%
On the next \$1,000,000	0.50%
On the next \$2,000,000	0.40%
On all amounts thereafter	0.35%

All accounts for members of the client's family (husband, wife, and dependent children) or related businesses may be assessed fees based on the total balance of all accounts.

Certain pre-existing Investment Management Services clients may be on a different fee schedule as provided below:

Assets	Annualized	Quarterly
All Managed Assets	1.00%	.25%

AWS generally requires a minimum assets under management per client (or immediate family group) of \$500,000 for Investment Management Services. AWS imposes a minimum annual fee of \$5,000 for Investment Management Services.

Employee Benefit Plan Services:

The annual fee for plan services will be charged as a percentage of assets with the plan:

Value of Included Assets	AWS' Annual Fee	BSP's Annual Fee	Total Annual Fee
On the first \$1 million	.70%	.20%	.90%
On the next \$4 million	.45%	.15%	.60%
On the next \$5 million	.25%	.08%	.325%
On all amounts > \$10 million	.15%	.05%	.20%

Item 6 – Performance-Based Fees and Side-By-Side Management

AWS does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client). All fees are calculated as described above and are not charged on the basis of income or capital gains or capital appreciation of the funds or any portion of the funds of an advisory client.

Item 7 – Types of Clients

AWS provides services to individuals, qualified retirement plans, trusts, charitable organizations, corporations and small businesses.


AWS generally requires a minimum assets under management per client (or immediate family group) of \$500,000 for Investment Management Services. AWS imposes a minimum annual fee of \$5,000 for Investment Management Services.

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

Methods of Analysis and Investment Strategy

AWS's services are based on long-term investment strategies incorporating the principles of Modern Portfolio Theory. AWS's investment approach is firmly rooted in the belief that markets are "efficient" over periods of time and that investors' long-term returns are determined principally by asset allocation decisions, rather than market timing or stock picking. AWS recommends diversified portfolios, principally through the use of passively managed, asset class mutual funds. AWS selects or recommends to clients portfolios of securities, principally broadly-traded open end mutual funds or conservative fixed income securities to implement this investment strategy.

Although all investments involve risk, AWS's investment advice seeks to limit risk through broad diversification among asset classes and, as appropriate for particular clients the investment directly in conservative fixed income securities to represent the fixed income class. AWS's investment philosophy



is designed for investors who desire a buy and hold strategy. Frequent trading of securities increases brokerage and other transaction costs that AWS's strategy seeks to minimize.

In the implementation of investment plans, AWS therefore primarily uses mutual funds, exchange traded funds (ETFs), and as appropriate, portfolios of conservative fixed income securities.

Clients may hold or retain other types of assets as well, and AWS may offer advice regarding those various assets as part of its services. Advice regarding such assets will generally not involve asset management services but may help to more generally assist the client.

AWS's strategies do not utilize securities that we believe would be classified as having any unusual risks, and we do not recommend frequent trading, which can increase brokerage and other costs and taxes.

AWS receives supporting research from BSP and from other consultants, including economists affiliated with Dimensional Fund Advisors ("DFA"). AWS utilizes DFA mutual funds in client portfolios. DFA mutual funds follow a passive asset class investment philosophy with low holdings turnover. DFA provides historical market analysis, risk/return analysis, and continuing education to AWS.

Analysis of a Client's Financial Situation

In the development of investment plans for clients, including the recommendation of an appropriate asset allocation, AWS relies on an analysis of the client's financial objectives, current and estimated future resources, and tolerance for risk. To derive a recommended asset allocation, AWS may use a Monte Carlo simulation, a standard statistical approach for dealing with uncertainty. As with any other methods used to make projections into the future, there are several risks associated with this method, which may result in the client not being able to achieve their financial goals. They include:

- The risk that expected future cash flows will not match those used in the analysis
- The risk that future rates of return will fall short of the estimates used in the simulation
- The risk that inflation will exceed the estimates used in the simulation
- For taxable clients, the risk that tax rates will be higher than was assumed in the analysis


Risk of Loss

Investing in securities involves risk of loss that clients should be prepared to bear.

All investments present the risk of loss of principal – the risk that the value of securities (mutual funds, ETFs, individual stocks and individual bonds), when sold or otherwise disposed of, may be less than the price paid for the securities. Even when the value of the securities when sold is greater than the price paid, there is the risk that the appreciation will be less than inflation. In other words, the purchasing power of the proceeds may be less than the purchasing power of the original investment.

The mutual funds and ETFs utilized by AWS may include funds invested in domestic and international equities, including real estate investment trusts (REITs), corporate and government fixed income securities and commodities. Equity securities may include large capitalization, medium capitalization and small capitalization stocks. Mutual funds and ETF shares invested in fixed income securities are subject to the same interest rate, inflation and credit risks associated with the underlying bond holdings.

Among the riskiest mutual funds used in AWS's investment strategies funds are the U.S. and International small capitalization and small capitalization value funds, emerging markets funds, and commodity futures funds. Conservative fixed income securities have lower risk of loss of principal, but most bonds (with the exception of Treasury Inflation Protected Securities, or TIPS) present the risk of loss of purchasing power through lower expected return. This risk is greatest for longer-term bonds.



Certain funds utilized by AWS may contain international securities. Investing outside the United States involves additional risks, such as currency fluctuations, periods of illiquidity and price volatility. These risks may be greater with investments in developing countries.

More information about the risks of any particular market sector can be reviewed in representative mutual fund prospectuses managing assets within each applicable sector.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of AWS or the integrity of AWS's management. AWS has no information applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

Affiliated Accounting Firm

Associated persons of AWS are partners with Brown, Edwards & Company, L.L.P., (hereinafter “BEC”) an accounting and consulting firm providing audit, compliance, and tax consulting services to clients. These associated persons expect to spend the majority of their business time providing audit, compliance, and tax services within BEC. In addition, they expect to spend a portion of their business time providing investment advisory services under an Asset Management Agreement or Wealth Advisory Agreement as the case may be, and on compliance and business issues at AWS. When these associated persons are providing any investment advisory services to AWS clients, they do so only as agents of AWS and not of BEC. AWS will share facilities, equipment and clerical personnel as needed with BEC. BEC may recommend AWS to accounting clients in need of advisory services. AWS may recommend BEC to advisory clients in need of accounting services. Accounting services provided by BEC are separate and distinct from the advisory services of AWS, and are provided for separate and typical compensation. No AWS client is obligated to use BEC for any accounting services.

Employees of Brown, Edwards & Company, L.L.P. may make referrals to AWS for investment advisory services. Those employees will receive discretionary cash bonuses for successful advisory client referrals. Those affiliated employees are required to disclose the affiliation with AWS at the time of making the referral.

HJM Wealth Advisors, LLC


Certain partners of BEC, the sole owner of AWS, are also owners of a registered investment adviser, HJM Wealth Advisors, LLC (“HJM”). HJM is registered solely for the purpose of receiving referral fees. HJM shares facilities, equipment and clerical personnel as needed with AWS. There are no referral arrangements or any other business relationship between HJM and BEC or AWS. HJM does not maintain any clients.

Individual Outside Business Activities

Certain individuals associated with AWS may also participate in other private businesses involving commercial real estate and private investments, which have no material relationship to AWS and its services.

Buckingham Strategic Partners, LLC (“BSP”)

As described above in Item 4, AWS may exercise discretionary authority provided by a client to select an independent third party investment manager for the management of portfolios of individual fixed income securities. AWS selects BSP for such fixed income management. AWS also contracts with BSP for back office services and assistance with portfolio modeling. AWS has a fiduciary duty to select qualified and appropriate managers in the client's best interest, and believes that BSP effectively provides both the



back office services that assist with its overall investment advisory practice and fixed income portfolio management services. The management of AWS continuously makes this assessment. While AWS has a contract with BSP governing a time period for back office services, AWS has no such fixed commitment to the selection of BSP for fixed income management services and may select another investment manager for clients upon reasonable notice to BSP.

Item 11 – Code of Ethics

AWS has adopted a Code of Ethics expressing the Firm’s commitment to ethical conduct. AWS’s Code of Ethics describes the Firm’s fiduciary duties and responsibilities to clients and sets forth AWS’s practice of supervising the personal securities transactions of employees with access to client information. Individuals associated with AWS may buy or sell securities for their personal accounts identical or different than those recommended to clients. It is the expressed policy of AWS that no person employed by the Firm shall prefer his or her own interest to that of an advisory client or make personal investment decisions based on investment decisions of advisory clients.

To supervise compliance with its Code of Ethics, AWS requires that anyone associated with this advisory practice with access to advisory recommendations provide annual securities holding reports and quarterly transaction reports to the Firm’s Managing Members. AWS also requires such access persons to receive approval from the Chief Compliance Officer prior to investing in any IPO’s or private placements (limited offerings).

AWS’s Code of Ethics further includes the Firm’s policy prohibiting the use of material non-public information and protecting the confidentiality of client information. AWS requires that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices. Any individual not in observance of the above may be subject to discipline.


AWS will provide a complete copy of its Code of Ethics to any client or prospective client upon request.

It is AWS’s policy that the Firm will not affect any principal or agency cross securities transactions for client accounts. AWS will also not cross trades between client accounts. Principal transactions are generally defined as transactions where an advisor, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated private fund and another client account. An agency cross transaction is defined as a transaction where a person acts as an investment advisor in relation to a transaction in which the investment advisor, or any person controlled by or under common control with the investment advisor, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an advisor is dually registered as a broker-dealer or has an affiliated broker-dealer.

Item 12 – Brokerage Practices

AWS arranges for the execution of securities transactions with the assistance of BSP. Through BSP, AWS participates in the Schwab Advisor Services (SAS) program offered to independent investment advisors by Charles Schwab & Company, Inc., TD Ameritrade Institutional (“TDA”) services program offered to independent advisers by TD Ameritrade Institutional, a division of TD Ameritrade, Inc. (“TD Ameritrade”) and the Fidelity Institutional Wealth Services (“FIWS”) program sponsored by Fidelity Brokerage Services, LLC (“Fidelity”). SAS, TDA, and Fidelity are unaffiliated SEC-and FINRA registered broker dealers and members of SIPC.

SAS, TDA, and Fidelity brokerage programs will generally be recommended to advisory clients for the execution of mutual fund and equity securities transactions. AWS regularly reviews these programs to ensure that their recommendations are consistent with their fiduciary duty. These trading platforms are essential to AWS’s service arrangements and capabilities. As part of these programs, AWS receives benefits that it would not receive if it did not offer investment advice (See the disclosure under Item 14 of this Brochure). AWS does not, however, enter into any commitments with SAS, TDA, and Fidelity or



any other broker for transaction levels in exchange for any services or products from SAS, TDA, and Fidelity or any other broker. AWS does not participate in soft dollar arrangements with any of these brokers. AWS would receive these benefits even if no client transactions were directed to SAS, TDA or Fidelity.

As AWS will not request the discretionary authority to determine the broker dealer to be used or the commission rates to be paid for mutual fund and equity securities transactions, clients must direct AWS as to the broker dealer to be used. In directing the use of a particular broker or dealer, it should be understood that AWS will not have authority to negotiate commissions among various brokers or obtain volume discounts, which may increase cost, and best execution may not be achieved. Not all investment advisers require clients to direct the use of specific brokers.

AWS will not exercise authority to arrange client transactions in fixed income securities. Clients will provide this authority to a fixed income manager retained by AWS on client's behalf by designating the portfolio manager with trading authority over client's brokerage account. Clients will be provided with the Disclosure Brochure (Form ADV Part 2) of portfolio manager.

SAS, TDA, and Fidelity do not generally charge clients a custody fee and are compensated by account holders through commissions or other transaction-related fees for securities trades that are executed through SAS, TDA, or Fidelity or that settle into the clients' accounts at SAS, TDA, or Fidelity. Trading client accounts through other brokers may result in fees (including mark-ups and mark-downs) being charged by the custodial broker and an additional broker. While AWS will not arrange transactions through other brokers, the authority of the fixed income portfolio manager includes the ability to trade client fixed income assets through other brokers.

AWS does not have any arrangements to compensate any broker dealer for client referrals.

AWS does not maintain any client trade error gains. AWS makes client whole with respect to any trade error losses incurred by client caused by AWS. For clients utilizing TDA for brokerage services, TDA maintains a policy that any trade error gains will be donated by TDA to charity.

AWS generally does not aggregate any client transactions in mutual fund or other securities. Client accounts are individually reviewed and managed, and transaction costs are not saved by aggregating orders in almost all circumstances in which AWS arranges transactions. BSP, in the management of fixed income portfolios, will aggregate certain transactions among client accounts that it manages, in which case an AWS client's orders may be aggregated with an order for another client of BSP who is not an AWS client. See BSP Form ADV Part 2.

Item 13 – Review of Accounts

Reviews:


Investment Management Services:

Account assets are supervised continuously and periodically reviewed by Ryan McEntire. The periodic review process may contain some of the following elements:

- a. assessing client goals and objectives;
- b. evaluating the employed strategy(ies);
- c. monitoring the portfolio(s); and
- d. addressing the need to rebalance.

Additional account reviews may be triggered by any of the following events:

- a. a specific client request;

- 
- b. a change in client goals and objectives;
 - c. an imbalance in a portfolio asset allocation; and
 - d. market/economic conditions.

Clients are advised that it remains their responsibility to advise AWS of any changes in their investment objectives and/or financial situation. Clients are encouraged to review their investment objectives and account performance with a representative of AWS on an annual basis.

For fixed income portfolios, certain account review responsibilities are delegated to a third party investment manager as described above in Item 4.

Employee Benefit Plan Services:

Retirement plan assets are reviewed no more than quarterly, and according to the standards and situations described above for investment management accounts.

Reports:

Investment Management Services:

All investment management clients will receive written quarterly performance reports from AWS that summarize the client's account and asset allocation. Clients will also receive at least quarterly statements from their account custodian, which will outline the client's current positions and current market value.

Employee Benefit Plan Services:


Employee Benefit Retirement Plan clients generally receive statements only from their account custodian.

Plan sponsors are provided with quarterly information and annual performance reviews from AWS. In addition, plan participant education information may also be provided to the Plan Sponsor or Administrator for distribution to the participants of the plan.

Item 14 – *Client Referrals and Other Compensation*

As indicated under the disclosure for Item 12, SAS, TDA, and Fidelity provide AWS with access to services which are not available to retail investors. These services generally are available to independent investment advisors on an unsolicited basis at no charge.

These services benefit AWS but may not benefit every clients' accounts. Many of the products and services assist AWS in managing and administering clients' accounts. These include software and other technology that provide access to client account data (such as trade confirmations, account statements, and reports), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), pricing information and other market data, facilitate payment of AWS' fees from its clients' accounts, and assist with back-office functions, recordkeeping and client reporting. Many of these services generally may be used to service all or a substantial number of AWS's accounts. The preferred brokers, SAS, TDA, and Fidelity also make available to AWS other services intended to help AWS manage and further develop its business enterprise. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, and marketing. AWS does not, however, enter into any commitments with SAS, TDA, and Fidelity or any other broker for transaction levels in exchange for any services or products from SAS, TDA, and Fidelity or any other broker. AWS had not entered into any soft dollar relationship with any brokers and does not utilize client commissions to obtain research or brokerage services. AWS would receive these benefits even if no client transactions were directed to SAS, TDA or Fidelity.



While as a fiduciary, AWS endeavors to act in its clients' best interests, AWS' requirement that clients maintain their assets in accounts at SAS, TDA, or Fidelity may be based in part on the benefit to AWS of the availability of some of the foregoing products and services and not solely on the nature, cost or quality of custody and brokerage services provided by the broker, which may create a potential conflict of interest.

AWS also receives software from DFA, which AWS utilizes in forming asset allocation strategies and producing performance reports. DFA may also provide continuing education for AWS personnel. These services are designed to assist AWS plan and design its services for business growth.

Client Referrals

AWS may from time to time compensate, either directly or indirectly, any person (defined as a natural person or a company) for Client referrals. AWS is aware of the special considerations promulgated under Section 206(4)-3 of the Investment Advisers Act of 1940 and similar state regulations. As such, appropriate disclosure shall be made, all written instruments will be maintained by AWS and all applicable Federal and/or State laws will be observed.

Item 15 – Custody

Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains client's investment assets. AWS urges you to carefully review such statements and compare such official custodial records to the account statements that we may provide to you. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

We are deemed to have custody of a limited number of client accounts solely pursuant to certain advisers maintaining a trustee position over client's investment portfolios.

Item 16 – Investment Discretion

AWS requests that it be provided with written authority to determine which securities and the amounts of securities that are bought or sold. For fixed income securities, this authority will include the discretion to retain a third party money manager for fixed income accounts. Any limitations on this discretionary authority shall be included in this written authority statement. Clients may change/amend these limitations as required. Such amendments shall be submitted in writing.

When selecting securities and determining amounts, AWS observes the investment policies, limitations and restrictions of the clients for which it advises. Investment guidelines and restrictions must be provided to AWS in writing.

Item 17 – Voting Client Securities

Proxy Disclosures: As a matter of Firm policy and practice, AWS does not accept the authority to and does not vote proxies on behalf of advisory client. For any pension plan or other employee benefit plan governed by ERISA, the right and responsibility to vote proxies has been expressly reserved to the plan trustees or other plan fiduciary. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. AWS, however, may provide advice to clients regarding the clients' voting of proxies.

Class Actions, Bankruptcies and Other Legal Proceedings: Clients should note that AWS will neither advise nor act on behalf of the client in legal proceedings involving companies whose securities are held or previously were held in the client's account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements. If desired, clients may direct AWS to transmit copies of class action notices to the client or a third party. Upon such direction, AWS will make commercially reasonable efforts to forward such notices in a timely manner.



Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about AWS's financial condition. AWS has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding.