



RETIREMENT WEALTH

# FIRM BROCHURE

## Part 2A of Form ADV

This brochure provides information about the qualifications and business practices of Retirement Wealth Advisors, Inc. If you have any questions about the contents of this Brochure, please contact us at 888-562-8880 or [compliance@retirementwealthadvisors.com](mailto:compliance@retirementwealthadvisors.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.

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

Retirement Wealth Advisors, Inc. is a registered investment adviser. Registration does not imply any level of skill or training.

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## **ITEM 2 – MATERIAL CHANGES**

### **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.

### **Material changes since the last update**

Since the last annual amendment filing on March 29, 2019 there have been no material changes.

### **Full Brochure Available**

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at 888-562-8880 or by email at: [support@retirementwealthadvisors.com](mailto:support@retirementwealthadvisors.com)

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## **ITEM 4 - ADVISORY BUSINESS**

Retirement Wealth Advisors, Inc. hereinafter ("RWA"), ("Firm") or the ("Adviser") is a corporation formed under the laws of Michigan founded in 2005 and is an SEC registered investment adviser. Retirement Wealth Advisors, Inc. offers personalized investment advisory services to individuals, pension and profit-sharing plans, trusts, estates, charitable organizations, corporations, and other business entities.

Retirement Wealth Advisors, Inc. has a selling agreement affiliation with FormulaFolios, Inc. While Retirement Wealth Advisors, Inc. does have legacy accounts; Investment Advisor Representatives of Retirement Wealth Advisors, Inc. solicit accounts primarily for FormulaFolios, Inc. FormulaFolios, Inc. provides back office management of these accounts for Retirement Wealth Advisors.

This narrative provides clients with information regarding RWA and the qualifications, business practices, and nature of advisory services that should be considered before becoming an advisory client of RWA. Individuals associated with RWA will provide its investment advisory services. These individuals are appropriately licensed, qualified, or authorized to provide advisory services on behalf of RWA. Such individuals are known as Investment Advisor Representatives. RWA provides two primary financial advisory services: 1) investment management services, and 2) personal financial planning. Each of these two services are billed separately as unique services, or, in most cases for ongoing clients, billings for both services are integrated, as described below. Some clients choose to use the Adviser only for the financial planning; others can choose to use the Adviser only for investment management services.

The Adviser is a fee-only investment management and financial planning firm. The firm does not sell securities on a commission basis. However, there are some associated persons who are in other fields where they receive commissions as compensation. The investment management services are provided through separately managed accounts for each client. The Adviser does not act as a custodian of client assets, and the client always maintains asset control. The Adviser has discretion of client accounts and places trades for clients under a limited power of attorney.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) are engaged directly by the client on an as-needed basis. Any conflicts of interest arising out of the Adviser's or its associated persons are disclosed in this brochure.

### **Principal Owners**

Jason Wenk is a principal owner of Retirement Wealth Advisors, Inc. Jason Wenk's share of ownership is 37.08%. There are no remaining ownership shares having greater than 25% interest in Retirement Wealth Advisors, Inc.

### **Types of Advisory Services**

RWA provides investment supervisory services, also known as asset management services and furnishes investment advice through consultations. On more than an occasional basis, RWA furnishes advice to clients on matters not involving securities.

RWA offers discretionary and non-discretionary continuous portfolio management services where the investment advice provided is tailored to meet the needs and investment objectives of the client. The Firm offers an initial consultation in which pertinent information about the client's personal and financial circumstances and objectives is collected, and the scope of the engagement is determined. Where RWA enters into discretionary arrangements with clients, RWA will be granted discretion and authority

to manage the client's account subject to any written guidelines that the client provides. Accordingly, RWA is authorized to perform various functions, at the client's expense, without further approval from the client. Such functions include the determination of securities and the amount of securities to be purchased and/or sold.

Once the portfolio is constructed, RWA provides ongoing supervision and rebalancing of the portfolio as changes in market conditions and client circumstances require. For non-discretionary portfolio management services, RWA will monitor the client's assets and will provide recommendations as to the client's asset allocation. The client is free at all times to accept or reject any investment recommendation from RWA. For non-discretionary portfolio management, RWA will implement recommendations upon obtaining client approval.

### **Variable Annuity Asset Allocation**

RWA also provides Variable Annuity Asset Allocation services for Variable Annuity contracts issued by numerous Insurance Companies. These strategies are known as "VaR Allocation Series" and "RWA Multi-Strategy Allocation".

### **Financial Planning Services**

RWA engages in financial planning services for a fee. Financial planning and consulting will typically involve providing a variety of services, principally advisory in nature, to clients regarding the management of their financial resources based upon an analysis of their individual needs. An Investment Adviser Representative of RWA will first conduct an initial consultation. After the initial consultation, if the client decides to engage RWA for financial planning services, an Investment Adviser Representative will conduct follow up meetings as necessary, during which pertinent information about the client's financial circumstances and objectives is collected. Once such information has been reviewed and analyzed, a financial plan – designed to achieve the client's stated financial goals and objectives – if created, will be presented to the client. Clients can act on the Firm's recommendations by placing securities transactions with any brokerage firm the client chooses. The client is under no obligation to act on the Firm's financial planning recommendations. Moreover, the client is under no obligation to implement the financial plan through RWA. Financial plans are based on the client's financial situation at the time the plan is presented and on financial information disclosed by the client to RWA. Clients are advised that certain assumptions are made with respect to interest and inflation rates and the use of past trends and performance of the market and economy. Past performance is in no way an indication of future performance. RWA cannot offer any guarantees or promises that the client's financial goals and objectives will be met. As the client's financial situation, goals, objectives, or needs change, the client must notify RWA promptly.

As of March 23, 2020, RWA manages \$1,801,781,812 in discretionary assets for 17,169 accounts and \$203,501,115 in non-discretionary assets for 2,296 accounts.

### **Types of Agreements**

The following agreements define the typical client relationships:

**Investment Management Agreement:** As part of the investment management service, all aspects of the client's financial affairs are reviewed, and 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. The Adviser periodically reviews a client's financial situation and portfolio through regular contact with the client and often includes an annual meeting with the client.

The scope of work and fee for an Investment Management Agreement is provided to the client in writing prior to the start of the relationship. The agreement sets forth the services to be provided, the fees for the service and the agreement can be terminated by either party in writing at any time.

Financial Planning Agreement: The financial plans include Morning Star® analysis. The plans can also include the following:

- ☐ net worth statement,
- ☐ cash flow statement,
- ☐ review of investment accounts, asset allocation, and repositioning recommendations,
- ☐ strategic tax planning,
- ☐ review and recommendations for retirement accounts,
- ☐ review and recommendations of insurance policies,
- ☐ one or more retirement scenarios,
- ☐ estate planning review and recommendations,
- ☐ education planning with funding recommendations,
- ☐ individual securities hold/sell recommendations,
- ☐ mutual fund fee analysis,
- ☐ annuity stress test, and
- ☐ 401(k) optimization.

Financial planning can be the only service provided to the client and does not require that the client use or purchase the investment advisory services offered by the Advisor or any of the insurance products or other products and services offered by the associated persons of the Advisor. There is an inherent conflict of interest for the Advisor whenever a financial plan recommends use of professional investment management services or the purchase of insurance products or other financial products or services. The Advisor or its associated persons can receive compensation for financial planning and the provision of investment management services and/or the sale of insurance and other products and services. The Advisor does not make any representation that these products and services are offered at the lowest available cost and the client could be able to obtain the same products or services at a lower cost from other providers. However, the client is under no obligation to accept any of the recommendations of the Advisor or use the services of the Advisor in particular.

Hourly Engagements: The Advisor provides hourly services for clients who need advice on a limited scope of work.

## **Asset Management**

Investments can 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), U. S. government securities, options contracts, futures contracts, and interests in partnerships. RWA reserves the right to advise clients on any other types of investments deemed appropriate based on the client's stated goals and objectives. The Firm, at times, provides advice on other types of investments held in a client's portfolio at the inception of the advisory relationship or on investments for which the client requests advice.

Stocks and bonds are purchased or sold through a brokerage account. When appropriate, the brokerage firm charges a fee for stock and bond trades.

## **Selection of Third-Party Investment**

Advisers and Sub-Investment Advisers

RWA can recommend that clients utilize the services of a third-party investment adviser (“TPIA”) to manage a portion of, or their entire portfolio. All TPIAs that the Firm recommends to its clients must either be registered as investment advisers with the Securities and Exchange Commission or with the appropriate state authority(ies).

After gathering information about the client’s financial situation and objectives, an investment adviser representative of RWA will make recommendations regarding the suitability of a TPIA or investment style based on, but not limited to, the client’s financial needs, investment goals, tolerance for risk, and investment objectives. Upon selection of a TPIA(s), RWA will monitor the performance of the TPIA(s) to ensure their performance and investment style remains aligned with the investment goals and objectives of the client.

RWA will share in the fee paid by the client to the TPIA. Clients who are referred to TPIAs will receive full disclosure, including services rendered and fee schedules, at the time of the referral by delivery of a copy of the relevant TPIA’s Form ADV Part 2 or equivalent disclosure document. In addition, if the investment program recommended to a client is a wrap fee program, the client will also receive the wrap fee brochure or equivalent wrap fee account size, minimum fees, or other portfolio conditions as outlined in their disclosure statements. The Firm or the TPIA will provide to each client all appropriate disclosure statements, including disclosure of solicitation fees paid to RWA and its investment adviser representatives.

Fees paid by the client to the TPIA are established and payable in accordance with the Form ADV Part 2 or other equivalent disclosure document provided by each TPIA to whom the client is referred, and these fees can be negotiable. Such compensation can differ depending upon the Firm’s individual agreement with each TPIA. As such, RWA or its investment adviser representatives can have an incentive to recommend one TPIA over another TPIA with whom it has less favorable compensation arrangements or other advisory programs offered by TPIAs with which it has no compensation arrangements. Clients will be required to sign an agreement directly with the TPIA(s) selected. The client, the Firm, or the TPIA, in accordance with the provisions of those agreements, can terminate the advisory relationship. If the TPIA is compensated in advance, the client will typically receive a pro rata refund of any prepaid advisory fees upon termination of an advisory agreement.

### **Termination of Agreement**

A Client can terminate any of the aforementioned agreements at any time by notifying the Adviser in writing. Clients shall be charged pro rata for services provided through to the date of termination. The Adviser 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 the Adviser’s judgment, to providing proper financial advice.

### **Affiliated Registered Mutual Funds**

FormulaFolio Investments, LLC (FFI) serves as the investment advisor to the FormulaFolios US Equity Fund. The investment of the FormulaFolios US Equity Fund is long-term capital appreciation. FormulaFolio Investments, LLC manages the FormulaFolios US Equity Fund portfolio assets based on the specific investment objectives and restrictions as outlined in the FormulaFolios US Equity Fund’s prospectus and statement of additional information, rather than on the individual needs and objectives of the FormulaFolios US Equity Fund shareholders. Prior to investing, shareholders should consider whether the investment strategy of the FormulaFolios US Equity Fund meets their investment objectives and risk tolerance. For a complete description of the investment objective and risks, please refer to the FormulaFolios US Equity Fund prospectus.

FFI also serves as the investment advisor to the FormulaFolios US Equity Portfolio. Shares of the FormulaFolios US Equity Portfolio are intended to be sold to certain separate accounts of the participating life insurance companies, as well as qualified pension and retirement plans and certain unregistered separate accounts. Shares will be held by the separate accounts or plans for the benefit of the purchaser or participant. The investment objective of the FormulaFolios US Equity Portfolio is the same as the FormulaFolios US Equity Fund seeking long-term capital appreciation. FFI manages the FormulaFolios US Equity Portfolio assets based on the specific investment objectives and restrictions as outlined in the FormulaFolios US Equity Portfolio prospectus and statement of additional information, rather than on the individual needs and objectives of the insurance carrier and/or policyholder. Please refer to the FormulaFolios US Equity Portfolio prospectus for a complete description of the investment objective and risks pertaining to the FormulaFolios US Equity Portfolio.

Clients of an advisor registered with RWA can invest in a portfolio that has an FFI proprietary mutual fund.

FormulaFolios (FFI) serves as the investment advisor to the FormulaFolios Hedge Growth ETF, Income ETF, Smart Growth ETF, and Tactical Growth ETF. The FormulaFolios Hedged Growth ETF seeks to achieve its investment objective by investing primarily in domestic equity securities of any market capitalization and US Treasuries through other unaffiliated exchange traded funds. The FormulaFolios Income ETF seeks to achieve its investment objective by investing primarily in foreign and domestic fixed income securities through other exchange traded funds. The fixed income securities in which the fund will invest are US Treasuries, investment grade US bonds, high yield US bonds, US aggregate bond, and international government bonds of any maturity and duration. Complete descriptions of the investment objectives and risk can be found in the Funds' prospectuses or, if available, the summary prospectuses. In all cases, FFI's portfolio management operates in accordance with the investment guidelines outlines in the fund's governing documents.

FFI offers separately managed accounts and other investment fund products in addition to the funds above. Some of these offerings include portfolios of investments that can be substantially identical to these funds and could create certain conflicts of interest. As the FormulaFolios US Equity Fund and the FormulaFolios US Equity Portfolio and any separate accounts or investment funds managed similarly to these will be managed concurrently, all transactions will be implemented according to FFI's trade allocation procedures. These procedures, among other things, ensure that all trades allocated to advisory clients fulfill the FFI's fiduciary duty to each client and otherwise allocate securities on a basis that is fair and nondiscriminatory. Such procedures are generally applied in numerous instances, including, among other things, block and bunched trades, cross transactions and private placements. In determining a fair allocation, FFI takes into account a number of factors, including among other things, the Adviser's fiduciary duty to each client, any conflicts of interest, the size of the transaction, the relative size of a client's portfolio, cash available for investment, suitability as well as each client's investment objectives.

## **ERISA Qualified Plans**

In accordance with Department of Labor regulations under Section 408(b)(2) of ERISA, we are required to provide certain information regarding our services and compensation to assist fiduciaries and plan sponsors of those retirement plans that are subject to the requirements of ERISA in assessing the reasonableness of their plan's contracts or arrangements with us, including the reasonableness of our compensation. This information (the services we provide as well as the fees) is provided to you at the outset of your relationship with us and is set forth in your advisory contract with us (including the fee table, other exhibits and, as applicable, this document), and then at least annually to the extent that there

are changes.

### **Types of ERISA Agreements**

**Non-Discretionary Investment Advisory Agreement for Participant Account under ERISA Defined Contribution Plan:** This agreement governs the investment advisory services that RWA will provide, through the affiliated Advisor, with respect to the Client's qualified retirement plan account. At a minimum, the Advisor will review the investment options available to the client as part of the Client's qualified retirement plan and, based on the Client's investment objectives, propose allocation. RWA's fees are set forth in Schedule A to the agreement, whereby the client is charged a fixed fee annual fee for this service, not to exceed \$500. Alternatively, the advisor can agree to review the Client's qualified retirement plan account assets on an ongoing basis. In this instance, the Client has the option of paying for these services on a quarterly, semi-annual or annual basis, whereby the fees are collected in arrears, not to exceed \$500 in any 12-month period.

**Plan Participant Advice Agreement for ERISA Plans:** This agreement is entered into by and among the Plan Sponsor, Fiduciary, Advisor and RWA and governs the participant advisory services that RWA will provide, through the Advisor, with respect to Plan participants' accounts. Under this agreement, the Advisor is obligated to meet with, review the Client's financial situation and objectives, and give plan allocation advice to all plan participants that request this service. The fees for this service are set forth in Schedule A to the agreement. Fees are charged based on a percentage of the assets held by the plan participants and are paid to the Advisor from plan funds.

The percentage fee is negotiated between the Plan Administrator and the Advisor and will not exceed 1.0%. Alternatively, the fees will be based on a set dollar amount and paid quarterly in arrears, not to exceed a dollar value greater than 1.0% of plan assets per annum. Only one fee option can be chosen, and it must be clearly stated in Schedule A. Any subsequent changes to the fee schedule require investor notification as outlined within the agreement.

### **ERISA Fiduciary Status**

Depending on the agreement between FFI and the plan sponsor, pursuant to the agreed upon investment advisory contract we can either share fiduciary responsibility with the plan sponsor or we will be the investment manager specifically appointed to have full discretionary authority and control to make actual investment decisions in the plan.

## **ITEM 5 - FEES AND COMPENSATION**

### **Investment Management**

RWA bases its fees on a percentage of assets under management. Although the Investment Management 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 can 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.

RWA currently offers three programs. The annual fee for portfolio management services for FOLIOfn accounts is billed quarterly in advance based on the asset value on the last business day of the previous quarter. The annual fee for portfolio management services for TD Ameritrade accounts is billed quarterly in arrears based on the asset value on the last business day of the current quarter.

Fees will be assessed pro rata in the event the portfolio management agreement is executed at any time other than the first day of a calendar quarter. Portfolio management fees are negotiable depending on factors such as the amount of assets under management, range of investments, and complexity of the client's financial circumstances, among others. Advisor Managed Program Fee will be based on the gross value of Adviser's account(s), and will be paid quarterly in arrears, at the end of each quarter.

Annual management fees will be billed monthly in arrears based on the average daily balance of the managed account for the preceding calendar month with statements sent Quarterly. For partial months, fees are prorated for only the days in the preceding month.

For all accounts non-discretionary, non-managed accounts (non-asset billed) there is an annual fee of \$50 for administrative services. For all managed accounts, there is an annual administrative fee of \$50. This fee applies on accounts that have balances of less than \$100,000 at the end of a billing cycle. This fee can be waived at the discretion of the firm.

### Variable Annuity Asset Allocation

RWA also provides Variable Annuity Asset Allocation services for Variable Annuity contracts issued by numerous Insurance Companies.

The annualized negotiable fees for discretionary and non-discretionary Variable Annuity Asset Allocation services are based on the following fee schedule:

VaR Allocation Series 1.25%

RWA Multi--Strategy Allocation 1.50%

The annual fees for Variable Annuity Asset Allocation Services are billed quarterly in advance based on the asset value on the last business day of the previous quarter. Payment of the Firm's management fees will be made by the qualified custodian holding the client's funds and securities provided the client supplies written authorization permitting the fees to be paid directly from the account. A client can terminate the agreement at any time and will receive a refund of any prepaid but unearned advisory fees for the period from the termination date through the end of that calendar quarter.

<b>Agreed upon fee is:</b>	_____ %
	0.5% - 2.0%

TD Ameritrade	Rep. Fee
<100K	_____ % 0.5% - 2.0%
100K-250K	
250K-500K	
500K-1M	
1M+	

FolioFN	FolioFN Wrap Fee	Rep. Fee
<100K	0.1%	_____ % 0.5% - 2.0%
100K-250K	0.1%	
250K-500K	0.1%	
500K-1M	0.1%	
1M+	0.1%	

For all allocations, in addition to the rep fee, a TPIA management fee of 10 bps will be charged. An additional 10 bps management fee will be charged to MM series allocations.

## **Affiliated Mutual & ETF Fund Fees**

The money manager, FormulaFolio Investments, LLC, has proprietary mutual funds and ETFs. Fees for these mutual funds and ETFs are built into the portfolios created by FFI.

## **Financial Planning**

RWA can charge up to a maximum fee of \$5000 for financial planning services. Fees are based on the scope and complexity of the engagement with the client varying due to the work needed and client goals. Financial planning fees can be waived upon discretion of RWA or the advisors registered by RWA. A fifty percent (50%) retainer will be requested with the remainder of the fee due upon completion of the financial plan being delivered or consultation rendered to the client. A retainer exceeding \$1,200 will not be required when services cannot be rendered within six (6) months. Plans come with a satisfaction guarantee. If a client is not satisfied after their plan is complete, then RWA does not bill them for the plan. Lower fees for comparable services can be available from other sources.

The Adviser offers several different services detailed in this brochure that compensate the Adviser differently depending on the service selected. There is a conflict of interest for the Adviser and its associated personnel to recommend the services that offer a higher level of compensation to the Firm through either higher management fees or reduced administrative expenses. The Adviser mitigates this conflict through its procedures to review client accounts relative to the client or investors personal financial situation to ensure the investment management service provided is appropriate. Further, the Adviser is committed to its obligation to ensure associated persons adhere to the Firm's Code of Ethics and to ensure that the Firm and its associated persons fulfill their fiduciary duty to clients or investors.

## **ITEM 6 - PERFORMANCE FEES**

### **Performance Fees**

Currently, RWA does not provide a performance fee-based account option.

### **Other Fees**

Unless the client portfolio account is in a wrap program, the client will likely incur fees from brokerages, custodians, administrators and other service providers. These fees are incurred as a result of managing a client account and are charged by the service provider. The amount and nature of these fees is based on the service provider's fee schedule(s) at the provider's sole discretion. These fees are separate and distinct from any fees charged by the Adviser.

The Adviser or the sub-advisors selected by the Adviser can include mutual funds, variable annuity products, ETFs, and other managed products or partnerships in clients' portfolios. Clients will be charged for the services by the providers/managers of these products in addition to the management fee paid to the Adviser. The Adviser, from time to time, will select or recommend to separately managed clients the purchase of proprietary investment products. To the extent that the client's separately managed portfolio includes such proprietary products, the Adviser will adjust the client's fee associated with the client's separately managed account. The fees and expenses charged by the product providers are separate and distinct from the management fee charged by the Adviser. These fees and expenses are described in each mutual fund's or underlying annuity fund's prospectus or in the offering memorandums of a partnership. These fees will generally include a management fee, other fund expenses and a possible distribution fee. No-load or load waived mutual funds can be used

in client portfolios so there would be no initial or deferred sales charges; however, if a fund that imposes sales charges is selected, a client can pay an initial or deferred sales charge. A client could invest in a mutual fund or variable annuity or investment partnership directly, without the services of the Adviser. Accordingly, the client should review both the fees charged by the funds and the applicable program fee charged by the Advisor to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

If it is determined that a client portfolio shall contain corporate debt or other types of over the counter securities, the client can pay a mark-up or mark-down or a “spread” to the broker or dealer on the other side of the transaction that is built into the purchase price of the security.

In some cases, there can be fees charged that are a result of brokered trading activity by associated personnel of the Adviser outside of the constructs of the Adviser’s investment advisory portfolios and are thus not included in the management fee. These trades are generally at the request of the client and the fees can vary in size depending on the nature of the client’s requests.

### **Conflict of Interest Between Different Fee Structures**

The Adviser offers several different services detailed in this firm brochure that compensate the Adviser differently depending on the service selected. There is a conflict of interest for the Adviser and its associated personnel to recommend the services that offer a higher level of compensation to the Firm through either higher management fees or reduced administrative expenses. The Adviser mitigates this conflict through its procedures to review client accounts relative to the client or investors personal financial situation to ensure the investment management service provided is appropriate. Further, the Adviser is committed to its obligation to ensure associated persons adhere to the Firm’s Code of Ethics and to ensure that the Firm and its associated persons fulfill their fiduciary duty to clients or investors.

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

### **Types of Clients**

RWA generally provides investment advice to individuals, pension and profit-sharing plans, trusts, estates, or charitable organizations, and corporations or business entities. Client relationships vary in scope and length of service.

### **Account Minimums**

Generally, RWA requires an account minimum of \$25,000 for asset management services; however, at its sole discretion, RWA can waive or lower this minimum.

### **Methods of Analysis**

Security analysis methods can include charting, fundamental analysis, and technical analysis. The main sources of information include financial newspapers and magazines, research materials prepared by others, corporate rating services, timing services, annual reports, prospectuses, filings with the Securities and Exchange Commission, and company press releases.

### **Investment Strategies**

Strategies include various investments such as:

- ☐ long-term purchases,

- ☐ short-term purchases,
- ☐ trading,
- ☐ short sales, option purchases and writing (including covered options, uncovered options, or spreading strategies),
- ☐ exchange traded funds, and
- ☐ mutual funds

RWA strives to build portfolios that 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 is able to change these objectives at any time. Each client executes an Investment Policy Statement that documents their objectives and their desired investment strategy involve frequent trading.

### **Market, Security and Regulatory Risks**

Any investment with the Adviser involves significant risk, including a complete loss of capital and conflicts of interest. All investment programs have certain risks that are borne by the investor that are described below:

#### **Market Risks**

**Competition.** The securities industry and the varied strategies and techniques to be engaged in by the Adviser are extremely competitive and each involves a degree of risk. The Adviser will compete with firms, including many of the larger securities and investment banking firms, that have substantially greater financial resources and research staffs.

**Market Volatility.** The profitability of the Adviser substantially depends upon it correctly assessing the future price movements of stocks, bonds, options on stocks, and other securities and the movements of interest rates. The Adviser cannot guarantee that it will be successful in accurately predicting price and interest rate movements.

### **ITEM 8 - METHODS OF ANALYSIS, INVESTMENTS STRATEGIES AND RISK OF LOSS**

**Retirement Wealth Advisors Inc. Investment Activities.** The Adviser's investment activities involve a significant degree of risk. The performance of any investment is subject to numerous factors that are neither within the control of nor predictable by the Adviser. Such factors include a wide range of economic, political, competitive, technological and other conditions (including acts of terrorism and war) that can affect investments in general or specific industries or companies. The securities markets can be volatile and can adversely affect the ability of the Adviser to realize profits.

**Material, Non-Public Information.** By reason of their responsibilities in connection with other activities of the Adviser or its affiliates, certain principals or employees of the Adviser or its affiliates acquire confidential or material, non-public information. These principals or employees could be restricted from initiating transactions in certain securities. The Adviser will not be free to act upon any such confidential or material, non-public information. Due to these restrictions, the Adviser will not be able to initiate a transaction that it otherwise might have initiated and will not be able to sell an investment that it otherwise might have sold.

**Accuracy of Public Information.** The Adviser selects investments, in part, on the basis of information and data filed by issuers with various government regulators or made directly available to the Adviser by the issuers or through sources other than the issuers. Although the Adviser evaluates all such information and data and sometimes seeks independent corroboration when it's considered

appropriate and reasonably available, the Adviser is not in a position to confirm the completeness, genuineness or accuracy of such information and data, and in some cases, complete and accurate information is not available.

**Investments in Undervalued Securities.** The Adviser intends to invest in undervalued securities. The identification of investment opportunities in undervalued securities is a difficult task, and there are no assurances that such opportunities will be successfully recognized or acquired. While investments in undervalued securities offer the opportunities for above average capital appreciation, these investments involve a high degree of financial risk and can result in substantial losses. Returns generated from the Adviser's investments may not adequately compensate for the business and financial risks assumed.

**Small Companies.** In the Adviser's equity funds, the Adviser invests a portion of its assets in small and/or unseasoned companies with small market capitalization. While smaller companies generally have potential for rapid growth, they often involve higher risks because they can lack the management experience, financial resources, product diversification and competitive strength of larger companies. In addition, in many instances, the frequency and volume of their trading can be substantially less than is typical of larger companies. As a result, the securities of smaller companies can be subject to wider price fluctuations.

**Leverage.** When deemed appropriate by the Adviser and subject to applicable regulations, the Adviser can incur leverage in its investment program, whether directly through the use of borrowed funds, or indirectly through investment in certain types of financial instruments with inherent leverage, such as puts, calls and warrants, that can be purchased for a fraction of the price of the underlying securities while giving the purchaser the full benefit of movement in the market of those underlying securities. While such strategies and techniques increase the opportunity to achieve higher returns on the amounts invested, they also increase the risk of loss.

**Options and Other Derivative Instruments.** The Adviser invests, from time to time, in options and other derivative instruments, including, but not limited to, the buying and selling of puts and calls on some of the securities held by the Adviser. The prices of many derivative instruments, including many options and swaps, are highly volatile. The values of options and swap agreements depend primarily upon the price of the securities, indexes, commodities, currencies or other instruments underlying them. Price movements of options contracts and payments pursuant to swap agreements are also influenced by, among other things, interest rates, changing supply and demand relationships, trade, fiscal, monetary and exchange control programs and policies of governments, and national and international political and economic events and policies. Options on highly volatile securities, currencies or other assets can be more expensive than options on other investments.

**Hedging Transactions.** Investments in financial instruments such as forward contracts, options, commodities and interest rate swaps, caps and floors, other derivatives, and other investment techniques are commonly utilized by investment funds to hedge against fluctuations in the relative values of its portfolio positions as a result of changes in currency exchange rates, interest rates and/or the equity markets or sectors thereof. Any hedging against a decline in the value of portfolio positions does not eliminate fluctuations in the values of portfolio positions or prevent losses if the values of such positions decline, but establishes other positions designed to gain from those same developments, thus moderating the decline in the portfolio positions' value. Such hedging transactions also limit the opportunity for gain if the value of the portfolio positions should increase. The Adviser is not obligated to establish hedges for portfolio positions and may not do so.

**Market or Interest Rate Risk.** The price of most fixed income securities moves in the opposite direction of the change in interest rates. For example, as interest rates rise, the price of fixed income securities

falls. If the Adviser holds a fixed income security to maturity, the change in its price before maturity can have little impact on the Adviser's performance; however, if the Adviser has to sell the fixed income security before the maturity date, an increase in interest rates could result in a loss to the Adviser.

**Fixed Income Call Option Risk.** Many bonds, including agency, corporate and municipal bonds, and all mortgage-backed securities, contain a provision that allows the issuer to "call" all or part of the issue before the bond's maturity date. The issuer usually retains this right to refinance the bond in the future if market interest rates decline below the coupon rate. There are three disadvantages to the call provision. First, the cash flow pattern of a callable bond is not known with certainty. Second, because the issuer will call the bonds when interest rates have dropped, the Adviser is exposed to reinvestment rate risk – the Adviser will have to reinvest the proceeds received when the bond is called at lower interest rates. Finally, the capital appreciation potential of a bond will be reduced because the price of a callable bond cannot rise much above the price at which the issuer can call the bond.

**Inflation Risk.** Inflation risk results from the variation in the value of cash flows from a security due to inflation, as measured in terms of purchasing power. For example, if the Adviser purchases a 5-year bond that it can realize a coupon rate of 5%, but the rate of inflation is 6%, then the purchasing power of the cash flow has declined. For all but inflation-linked bonds, adjustable bonds or floating rate bonds, the Adviser is exposed to inflation risk because the interest rates the issuer promises to make is fixed for the life of the security.

**Investments in Non-U.S. Investments.** From time to time, the Adviser invests and trades a portion of its assets in non-U.S. securities and other assets (through ADRs and otherwise), that will give rise to risks relating to political, social and economic developments abroad, as well as risks resulting from the differences between the regulations that U.S. and foreign issuers and markets are subject. Such risks can include: Political or social instability, the seizure by foreign governments of company assets, acts of war or terrorism, withholding taxes on dividends and interest, high or confiscatory tax levels, and limitations on the use or transfer of portfolio assets. Enforcing legal rights in some foreign countries is difficult, costly and slow, and there are sometimes special problems enforcing claims against foreign governments.

Foreign securities and other assets often trade in currencies other than the U.S. dollar, and the Adviser can directly hold foreign currencies and purchase and sell foreign currencies through forward exchange contracts. Changes in currency exchange rates will affect the Adviser's net asset value, the value of dividends and interest earned, and gains and losses realized on the sale of investments. An increase in the strength of the U.S. dollar relative to these other currencies can cause the value of the Adviser's investments to decline. Some foreign currencies are particularly volatile. Foreign governments can intervene in the currency markets, causing a decline in value or liquidity of the Adviser's foreign currency holdings. If the Adviser enters into forward foreign currency exchange contracts for hedging purposes, it can lose the benefits of advantageous changes in exchange rates. On the other hand, if the Adviser enters forward contracts for the purpose of increasing return, it is possible to sustain losses. Non-U.S. securities, commodities and other markets tend to be less liquid, more volatile and less closely supervised by the government than in the United States. Foreign countries often lack uniform accounting, auditing and financial reporting standards, and there can be less public information about the operations of issuers in such markets.

**Risk of Default or Bankruptcy of Third Parties.** The Adviser can engage in transactions in securities, commodities, other financial instruments and other assets that involve counterparties. Under certain conditions, the Adviser could suffer losses if a counterparty to a transaction were to default or if the market for certain securities, commodities, other financial instruments and/or other assets were to become illiquid.

## **Regulatory Risks**

**Strategy Restrictions.** Certain institutions can be restricted from directly utilizing investment strategies of the type that the Adviser chooses to engage. Such institutions, including entities subject to ERISA, should consult their own advisors, counsel and accountants to determine what restrictions apply and whether an investment in the Adviser is appropriate.

**Trading Limitations.** For all securities, instruments and/or assets listed on an exchange, including options listed on a public exchange, the exchange generally has the right to suspend or limit trading under certain circumstances. Such suspensions or limits could render certain strategies difficult to complete or continue and subject the Adviser to loss. Also, such a suspension could render it impossible for the Adviser to liquidate positions and thereby expose the Adviser to losses.

**Conflicts of Interest.** In the administration of client accounts, portfolios and financial reporting, the Adviser faces inherent conflicts of interest that are described in this firm brochure. Generally, the Adviser mitigates these conflicts through its Code of Ethics. The Code of Ethics provides that the client's interest is always held above that of the Firm and its associated persons.

**Supervision of Trading Operations.** The Adviser, with assistance from its brokerage and clearing firms, intends to supervise and monitor trading activity in the portfolio accounts to ensure compliance with firm and client objectives. Despite the Adviser's efforts, however, there is a risk that unauthorized or otherwise inappropriate trading activity can occur in portfolio accounts. Depending on the nature of the investment management service selected by a client and the securities used to implement the investment strategy, clients will be exposed to risks that are specific to the securities in their particular investment portfolio.

## **Security Specific Risks**

**Liquidity.** Liquidity is the ability to readily convert an investment into cash. Securities where there is a ready market that is traded through an exchange are generally more liquid. Securities traded over the counter or that do not have a ready market or are thinly traded are less liquid and can face material discounts in price level in a liquidation situation.

**Currency.** 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.

**Limited Liquidity of Interests.** An investment in a partnership usually involves substantial restrictions on liquidity and its interests are not freely transferable. There is no market for these interests and no market should be expected to develop. Additionally, transfers are usually subject to the consent of the general partner at the general partner's sole discretion.

**Lack of Registration.** Funds or LP interests have neither been registered under the Securities Act nor under the securities or "blue sky" laws of any state and, therefore, are subject to transfer restrictions.

**Withdrawal of Capital.** The ability to withdraw funds from the funds or LP interests is usually restricted in accordance with the withdrawal provisions contained in an Offering Memorandum. In addition, substantial withdrawals by investors within a short period of time could require a fund to liquidate securities positions and other investments more rapidly than would otherwise be desirable, possibly reducing the value of the fund's assets and/or disrupting the fund's investment strategy.

## **ITEM 9 - LEGAL AND DISCIPLINARY INFORMATION**

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

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

### **Insurance Affiliations**

Some investment adviser representatives of RWA are licensed to sell insurance products through various independent insurance agencies. In some instances, certain investment adviser representatives sell insurance products through their independently owned insurance agency. In either case, these investment adviser representatives, in their capacity as independent insurance agents, sell insurance products to advisory clients. These individuals will receive normal and customary commissions as a result of selling insurance as well as advisory fees for providing advisory services through RWA. Clients are hereby advised that such commissions and advisory fees are separate and apart from the fees charged by the Firm.

Clients are under no obligation, contractually or otherwise, to purchase insurance products or receive investment advice through these associated persons in their separate capacities as insurance agents and/or advisory representatives of RWA. However, if the client freely chooses to implement the plan through such individuals, the investment adviser used will be RWA, and commissions/fees will be earned in addition to any fees paid for advisory services provided by the Firm.

### **Brokerage Affiliations**

Additionally, some investment adviser representatives of RWA are registered representatives of various licensed broker dealers. They offer securities and receive normal and customary commissions as a result of securities transactions. A conflict of interest can arise if these commissionable securities sales create an incentive to recommend products based on the compensation the registered representative earns and will not necessarily be in the best interests of the client. However, clients of RWA are not required to use the brokerage services offered by the registered representatives associated with RWA. RWA does not make any representation that the brokerage services are at the lowest cost available and clients may be able to obtain those services and/or products at a more favorable rate from other brokerages. The brokerage activities provided by these individuals are entirely separate and distinct from the advisory services provided by RWA.

RWA mitigates these conflicts through its procedures to review client accounts relative to the client or investors personal financial situation to ensure the investment management service provided is appropriate. Further, RWA is committed to its obligation to ensure associated persons adhere to the firm's Code of Ethics and to ensure that the firm and its associated persons fulfill their fiduciary duty to clients or investors.

### **Recruiting Affiliations**

Retirement Wealth Advisors, Inc. is required to disclose any relationship or arrangement that is material to its advisory business or to its clients with certain related persons.

RWA actively recruits new investment adviser representatives in a number of ways. Some of the firm's investment adviser representatives have been, and continue to be, recruited through a strategic networking relationship with The Impact Partnership, LLC, Kennesaw, Georgia ("Impact"). Impact is

an independent insurance marketing organization and is licensed as an insurance agency. Impact enjoys appointments from a number of unaffiliated insurance companies to “wholesale” and distribute their insurance products to independent insurance agents. Impact works with and provides a variety of services to independent insurance agents to educate, train, market, strengthen, and grow their insurance practices. Impact also serves as a resource to independent insurance agents in processing insurance applications and in addressing unique or specialty insurance needs of their customers.

Pursuant to this strategic relationship, Impact introduces insurance agents to RWA. At the time of the introduction, these insurance agents may or may not be registered as investment adviser representatives with other investment advisers. Following the introduction, there is no obligation for an introduced insurance agent to establish an investment adviser representative relationship with RWA. Moreover, there is no obligation for any introduced insurance agent to refer or recommend the investment advisory services of RWA to his or her customers. Impact has no contact with, makes no recommendations to, and does not market or solicit any person to become an investment advisory client of RWA.

In consideration of Impact’s recruiting, marketing, and practice support services, RWA compensates Impact and its owner/principals based, in part, upon the recruited insurance agent’s book of business;; that is, as a measure of the volume of business the insurance agent produces, which is reflective of the anticipated value of that recruit to the firm. Several of Impact’s owners and

principals are also owners and serve as principals of RWA, and so benefit from the firm’s recruiting new investment adviser representatives. The compensation received by Impact and its owners/principals includes both cash and non-cash types of consideration. This compensation does not increase the cost of investment advisory services provided by RWA to clients.

The compensation paid by RWA to Impact and its owners/principals can create conflicts of interest. After becoming associated with RWA, newly recruited individuals are incented to solicit and recommend that their existing customers and future prospects engage the investment advisory services of RWA with whom they have then become registered.

**Affiliation disclosure with Altruist Corp, owner of Altruist Financial, LLC, a Broker Dealer, and Altruist, LLC, a Registered Investment Advisor:**

Retirement Wealth Advisors, Inc. is affiliated with Altruist Corp, due to the common ownership with Jason Wenk. Altruist Corp, Altruist Financial, LLC, and Altruist, LLC do not provide services to Retirement Wealth Advisors, Inc. or FormulaFolios, Inc.

**Other Affiliations**

**Jason Wenk** is a shareholder of Retirement Wealth Advisors, Inc. In addition to Mr. Wenk's duties for Retirement Wealth Advisors, Inc., he is also: (1) a shareholder and partner in 521, LLC, a real estate development and management company; (2) a shareholder of Kasia Insurance Agency, Ltd., a Property and Casualty Insurance Agency. Mr. Wenk is not licensed as an insurance agent nor does he offer clients insurance services. His role in Kasia is strictly as an investor shareholder only. (3) Member of FormulaFolio Investments, LLC, an SEC Registered Investment Advisor; and (4) CEO/Shareholder of Altruist Corp.

**Jason Crump** is the Chief Executive Officer and a shareholder of Retirement Wealth Advisors, Inc. In addition to Mr. Crump’s duties for Retirement Wealth Advisors, Inc., he is: (1) Chief Executive Officer and member of FormulaFolio Investments, LLC, an SEC Registered Investment Advisor; and (2) a licensed life insurance agent.

**Joel VanWoerkom** is the President and a shareholder of Retirement Wealth Advisors, Inc. In addition

to Mr. VanWoerkom's duties for Retirement Wealth Advisors, Inc., he is: (1) a member of FormulaFolio Investments, LLC, an SEC Registered Investment Advisor; and (2) a licensed life insurance agent.

Stephen Odom, Steven Craig, Andrew Craig, Brandon George, Edward Nolan, Stephen A. Ashton, and Robert Michael Lester (Jr.) are members of FormulaFolio Investments, LLC and shareholders of Retirement Wealth Advisors, Inc. Stephen Odom, Andrew Craig, Brandon George, Edward Nolan, and Stephen A. Ashton work for The Impact Partnership, LLC, an Insurance Marketing Organization (IMO) headquartered in Kennesaw, Georgia. Furthermore, RWA is committed to its obligation to ensure associated persons adhere to the firm's Code of Ethics and to ensure that the firm and its associated persons fulfill their fiduciary duty to clients or investors.

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

### **Code of Ethics**

RWA has adopted a Code of Ethics that establishes standards of conduct for its supervised persons. The Code of Ethics includes general requirements that such supervised persons comply with their fiduciary obligations to clients and applicable securities laws, and specific requirements relating to, among other things, personal trading, insider trading, conflicts of interest and confidentiality of client information. It requires supervised persons to report their personal securities transactions and holdings quarterly to RWA's Compliance Department and requires the Compliance Department to review those reports. It also requires supervised persons to report any violations of the Code of Ethics promptly to RWA's Compliance Officer. Each supervised person of RWA receives a copy of the Code of Ethics and any amendments to it and must acknowledge in writing having received the materials. Annually, each supervised person must certify that he or she complied with the Code of Ethics during that year. Clients and prospective clients are able to obtain a copy of RWA's Code of Ethics by contacting the Compliance Officer of RWA.

### **Participation or Interest in Client Transactions**

From time to time, RWA or persons associated with RWA buy or sell securities that are recommended to its clients or securities that its clients are invested. This presents a conflict of interest. To mitigate this conflict, it is RWA's policy that associated persons of RWA shall not have priority over any client account in the purchase or sale of securities. Under certain circumstances, exceptions to the trading policy are made.

### **Personal Trading**

The Chief Compliance Officer of RWA is Danielle Tyler. She reviews all employee trades each quarter (The personal trading reviews ensure that personal trading of employees does not affect the markets, and that clients of the firm receive preferential treatment.)

Brokerage Selection and Soft Dollars RWA will recommend that securities be purchased through facilities of TD Ameritrade Institutional ("TD Ameritrade") or FOLIOfn Institutional ("FOLIOfn"), all institutions are Members of FINRA/SIPC. All firms recommended to clients for these services are independent and unaffiliated. It can be the case that the recommended broker charges higher fees or commission rates than another broker charges. Clients can utilize the broker/dealer of their choice and have no obligation to purchase or sell securities through such broker as RWA recommends.

In suggesting or considering a broker dealer based on discretionary authority or on behalf of a non-discretionary account, the Firm will endeavor to recommend those brokers or dealers that will provide

quality services at reasonable commission rates. The reasonableness of commissions is based on several factors, including the broker's ability to provide professional services, competitive commission rates, volume discounts, execution price negotiations, and other services. It is the policy and practice of RWA to strive for the best price and execution for costs and discounts that are competitive in relation to the value of the transaction and comply with Section 28(e) of the Securities Exchange Act of 1934, as amended. Nevertheless, it is understood that RWA can pay compensation on a transaction in excess of the amount of compensation that another broker or dealer charges so long as it is in compliance with Section 28(e), and RWA makes no warranty or representation regarding compensation paid on transactions.

### **FormulaFolios US Equity Fund and FormulaFolios US Equity Portfolio**

FFI, its officers, directors, employees or other Access Persons can purchase the same or similar securities for the FormulaFolios US Equity Fund and the FormulaFolios US Equity Portfolio at the same time as it affects transactions for other clients. A conflict of interest could arrive should FFI and/or the persons listed above trade before other FFI clients. FFI has written policies and procedures to address this conflict of interest.

## **ITEM 12 - BROKERAGE PRACTICES**

The research products and services that RWA receives from brokerage firms (e.g. TD Ameritrade, FOLIOfn) include financial publications, information about particular companies and industries, and other products or services that provide lawful and appropriate assistance to the Firm in the performance of its investment decision-making responsibilities. Such research products and services are provided to all investment advisers who utilize TD Ameritrade, FOLIOfn, and are not considered to be paid for with soft dollars. However, the commissions charged by a particular broker for a particular transaction, or set of transactions, can be greater than the amounts another broker who did not provide research services or products might charge.

### **Order Aggregation**

The nature of the clients and/or trading activity on behalf of client accounts is such that trade aggregation does not garner any client benefit.

### **Directing Brokerage for Client Referrals**

The Adviser and its associated persons do not receive client referrals from broker dealers or third parties as consideration for selecting or recommending brokers for client accounts.

### **Directed Brokerage**

In limited circumstances and at the Firm's discretion, some clients instruct RWA to use one or more particular brokers for the transactions in their accounts. Clients who want to direct the Firm to use a particular broker should understand that this can prevent RWA from effectively negotiating brokerage compensation on their behalf and can also prevent RWA from obtaining the most favorable net price and execution. Moreover, clients that direct brokerage can incur additional costs for performance reporting. Thus, when directing brokerage business, clients should consider whether the commission expenses, execution, clearance, and settlement capabilities that they will obtain through their broker are adequately favorable in comparison to those that RWA would otherwise obtain for its clients.

## **ITEM 13 - REVIEW OF ACCOUNTS**

### **Periodic Reviews**

Account reviews are performed on an ongoing basis and no less than quarterly. Reviews are conducted for the purpose of evaluating, reporting and implementing the investment objective of the client. They consider the client's current security positions and the likelihood that the performance of each security will contribute to the investment objectives of the client. The accounts are reviewed by the Investment Adviser Representative who is responsible for the account.

### **Review Triggers**

Accounts are reviewed quarterly or more frequently when market conditions dictate. Other conditions that can trigger a review are changes in the tax laws, new investment information, and changes in a client's financial or personal situation.

### **Regular Reports**

RWA provides clients with quarterly reports for managed accounts. The written reports can include account valuation, performance stated in dollars and as a percent, net worth statement, portfolio statement, and a summary of objectives and progress towards meeting those objectives. Clients receive statements of account positions no less than quarterly from the account custodian.

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

### **Referrals**

Employee and non-employee (outside) solicitors, e.g. unaffiliated broker/dealers, Investment Advisers, accountants, attorneys, etc., who are directly responsible for bringing a client to RWA, can receive compensation from RWA for the client referral. A conflict of interest for recommending RWA to clients for investment advisory services can arise as the recommendation could be made on the basis of compensation to be received. However, under these arrangements, the client does not pay higher fees than RWA's normal/typical advisory fees.

Such arrangements will comply with the requirements set forth under the Investment Advisers Act of 1940 and/or the applicable state Securities Act, including a written agreement between RWA and the solicitor. Non-employee solicitors must provide a copy of RWA's ADV Part 2A (Disclosure Brochure) and a separate solicitor's disclosure statement regarding the relationship between the solicitor and RWA to the prospective client at the time of the solicitation or referral. The prospective client will be requested to acknowledge this arrangement prior to acceptance of the account for advisory services. Applicable state laws can require these persons to become either licensed or registered as representatives of RWA or as an independent investment adviser.

## **ITEM 15 - CUSTODY**

All client funds, securities and accounts are held at third-party custodians. RWA does not take possession of the funds, securities or accounts.

RWA's agreement or the separate agreement with any Financial Institution authorizes the debiting of the client's account for the amount of RWA's fee and to directly remit that management fee to RWA in

accordance with applicable custody rules.

Client accounts are held by a qualified custodian, which sends account statements directly to clients on at least a quarterly basis. Custodial statements include account holdings, market values and any activity that occurred during the period, including the deduction of investment advisory fees. Clients are urged to compare information provided in reports by RWA with the account statements received directly from the custodian.

#### **ITEM 16 - INVESTMENT DISCRETION**

Clients can grant RWA complete discretion over the selection and amount of securities to be purchased or sold without obtaining their prior consent or approval. However, RWA's investment authority is subject to specified investment objectives, guidelines and/or conditions imposed by the client. For example, a client can specify that at the time of purchase the investment in any particular stock or industry should not exceed specified percentages of the value of the portfolio and/or restrictions or prohibitions of transactions in the securities of a specific industry. Where the Firm enters into non-discretionary arrangements with clients, RWA will implement recommended transactions upon obtaining client approval

#### **ITEM 17 - VOTING CLIENT SECURITIES**

RWA will not vote nor advise clients how to vote proxies for securities held in client accounts. The client clearly keeps the authority and responsibility for the voting of these proxies. RWA does not give any advice or take any action with respect to the voting of these proxies. For accounts subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"), the plan fiduciary specifically keeps the authority and responsibility for the voting of any proxies for securities held in plan accounts. RWA promptly passes along any proxy voting information to the clients or their representatives.

#### **ITEM 18 - FINANCIAL INFORMATION**

RWA does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients. RWA meets all net capital requirements that it is subject to and RWA has not been the subject of a bankruptcy petition in the last 10 years. RWA is not required to provide a balance sheet as it does not serve as a custodian for client funds or securities and does not require fees of more than \$5,000 per client, and six months or more in advance.