



Fragasso Financial Advisors, Inc.

Firm Brochure
(Form ADV Part 2A)

610 Smithfield Street, Suite 400
Pittsburgh, PA 15222

(412) 227-3200

www.fragassoadvisors.com

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This brochure provides information about the qualifications and business practices of Fragasso Financial Advisors. If you have any questions about the contents of this brochure please contact us at 412-227-3200. 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.

Fragasso Financial Advisors is a registered investment advisor. Registration does not imply any level of skill or training.

Additional information about Fragasso Financial Advisors also is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

The following is a summary of the material changes made to this Firm Brochure since the date of our last annual update and brochure revision dated March 14, 2019: We updated the brochure to reflect that our fees are negotiable at the discretion of FFA (Item 5). We updated our brochure to describe our participation on the TD Ameritrade, Inc. Client Experience Panel (Item 12). We updated the brochure to describe our participation in the TD Ameritrade, Inc. AdvisorDirect program (Item 14).

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Item 4 – Advisory Business

Fragasso Financial Advisors, Inc. (“FFA”, we” or “our”) provides clients with various asset management programs and financial planning services as described below. The Fragasso Group, Inc. doing business under the name of FFA, became registered as an investment advisor in 1996. Robert Fragasso started as a sole practitioner in 1972, forming the Fragasso Group in 1979, and moved to an independent broker/dealer and investment advisor in 1996. The Fragasso Group, Inc. began operating under the name FFA in 2007, and changed its legal name to Fragasso Financial Advisors, Inc. in 2016. FFA is owned by Robert Fragasso and the Fragasso Financial Advisors, Inc. Employee Stock Ownership Trust.

FFA also uses the following additional names when conducting its advisory business; Fragasso Investment Advisors, Fragasso Retirement Plan Advisors, and Fragasso Non-Profit Investment Advisors.

Asset Management Services

FFA offers discretionary asset management services through a program account (the “Program”) based on the individual needs of clients (“client”, “you” or “your”). Understanding your personal situation is very important to the services we provide. We will determine your financial goals and objectives, as well as your family responsibilities and tolerance for risk, through discussions with you. The investment objective you select, which could range from income with capital preservation to aggressive growth, will guide us in managing your account. In the Program we provide management services using a variety of investment types, including but not limited to, institutional no-load and load-waived mutual funds, exchange traded funds (“ETF”), variable annuity subaccounts, alternative investments, individual stocks and options.

In order for FFA to manage your assets, you will be required to establish a Program account in your name at an approved and qualified custodian. The custodian provides clearing, custody and other services for accounts established through the Program. You will retain all rights of ownership on your account, including the right to withdraw securities or cash, vote proxies, receive transaction confirmations and receive periodic account statements. In addition, you will also have the ability to impose restrictions on investing in certain securities or types of securities at the time you open the account.

In order to hire us to provide management services, you will be required to enter into a written investment advisory agreement with us. This agreement will set forth the terms and conditions of our relationship, including the amount of your investment advisory fee. You will also be required to complete an account application with the custodian.

On an accommodation basis, FFA may also agree to handle certain accounts on a non-managed basis. In such cases, FFA will not be responsible for providing management on either a discretionary or non-discretionary basis.

Retirement Plan Consulting Services

FFA offers consulting services to retirement plan sponsors in some or all of the following areas as agreed upon between the plan sponsor and FFA in the written consulting services agreement.

- Investment Policy Statement – assist the plan sponsor in developing or revising the plan’s investment policy statement based upon its objectives and constraints
- Service Provider Liaison – act as a liaison between the plan and its service providers, product sponsors and vendors based solely on instructions from the plan on investment or administrative matters. FFA will not exercise judgment or discretion with regard to these matters
- Investment Monitoring – perform ongoing monitoring of investments and/or investment managers based on written guidance provided by the plan
- Performance Reports – prepare reports, based on statements provided by the plan, reflecting performance of investments and/or investment managers and comparing the performance to benchmarks
- Investment Recommendations – recommend specific investments for plan sponsor to consider within the plan or to make available to plan participants (if applicable), and/or recommend replacement investments if an existing investment is deemed no longer suitable by the plan sponsor. All decisions regarding investment options to be made available to plan participants for purchase are the responsibility of the plan sponsor
- 404(c) Assistance – assist plan in identifying investment options under the “broad range” requirement of ERISA 404(c)
- Qualified Default Investment Alternative (QDIA) Assistance – assist client in identifying an investment alternative within the definition of QDIA under ERISA
- Education Services to Plan Sponsor – provide training for members of the plan sponsor or any plan committee with regard to their services, including education with respect to their fiduciary responsibilities
- Participant Enrollment – assist and/or provide resources to assist the plan in enrolling plan participants in the plan, including facilitating agreed upon enrollment meetings and providing participants with information about the plan such as terms and operation of the plan, benefits of plan participation, benefits of increasing plan contributions, and impact of preretirement withdrawals on retirement income
- Participant Education – facilitate individual or group investment education meetings for plan participants providing information about investment options under the plan such as investment objectives and historical performance, explaining investment concepts such as diversification and risk and return, and providing guidance as to how to determine investment time horizon and risk tolerance. This will not include individualized investment advice for a particular participant
- Changes in Investment Options – assist in making changes to investment options under the plan upon the plan sponsor’s direction. FFA will have no discretion over the changes made or be involved in trade execution
- Vendor Analysis – assist plan with the preparation, distribution and evaluation of Requests for Proposals, finalist interviews and conversion support

- Benchmarking Services – provide plan with comparisons of plan data such as fees, services, participant enrollment and participant contributions levels to data from the plan’s prior years and/or similar plans
- Fee Assessment – assist plan in identifying fees and other costs incurred by the plan for investment management, recordkeeping, participant education, participant communication and/or other services provided

The plan sponsor is responsible for determining whether or not to implement any recommendations provided by FFA. FFA does not take discretion with respect to plan assets and FFA does not provide individualized advice to participants in the plan.

In some situations, where agreed to in writing by FFA and the client, certain specified investment management services may be provided to plan sponsors. These services include making investment selections and developing custom model portfolios. Clients will be required to enter into a retirement plan consulting investment manager agreement with FFA to engage us for these investment management services.

In certain situations, where requested by the plan sponsor and agreed to by FFA, FFA may provide individualized investment advice for a particular participant.

Corporate Planning and Educational Services

Corporate employers (“Employer”) have the ability to engage FFA to provide personal planning and educational services to its corporate executives, managers and other employees. There are three levels of service depending upon the seniority of the employee as described below. In all instances, the Employer pays FFA for the services elected by the employee. The Employer will enter into a written agreement with FFA. This agreement will set forth the terms and conditions of our relationship, including the amount of the fees.

Level 1 – Executive Officers and Senior Managers

FFA will offer personal financial planning and consulting to Executive Officers and Senior Managers identified by the Employer (referred to as individuals in this section), based on the data collected from the individual and the services selected by the individual in a written agreement between the individual and FFA. The individual may meet with an advisory representative of FFA on a quarterly basis in the first year and semi-annually in subsequent years, unless fewer meetings are elected by the client. The personal planning and consulting topics that may be covered include, but are not limited to, the following: retirement planning; education funding; investment portfolio and alternative investments evaluation; estate planning guidance and coordination; stock option guidance for officers of publicly held companies, charitable giving program management; coordinate planning with other professional advisors, such as attorney, accountant and banker; cash flow assessment; guidance in collateralized lending and mortgage financing, and major capital investment evaluation. FFA may provide the individual with a written report or analysis of a topic at the conclusion of a review or discuss the results verbally with the individual without providing any report.

Level 2 – Executives and Managers

FFA will offer personal financial planning workshops for Executives and Managers identified by the Employer (referred to as individuals in this section). These workshops are designed to be comprehensive in nature and will focus on holistic financial planning and various money management strategies. In addition, the workshops are intended to incorporate the company's fringe benefit package, where applicable. There will be two, two and a half hour workshops provided, and there is a five-person minimum per workshop. Individuals will receive educational information and data gathering forms during the workshops but will not receive personalized investment advice during the workshops. Individuals will have the ability to set a follow-up financial analysis meeting with FFA following the workshops if desired.

Level 3 – General Workforce Employees

FFA will make available several financial education seminars that may be attended by any employee. Seminars currently anticipated include (1) Successful Money Management, (2) Can you Afford to Retire? and (3) A Financial Workshop for Women. Each seminar is offered in two formats; the lunch and learn in 45 minutes and the one and a half hour financial planning overview. Employees will receive educational information and data gathering forms during the workshops but will not receive personalized investment advice during the workshops. Employees will have the ability to set a follow-up meeting with FFA following the seminar if desired.

Retirement Asset Advisory Services

We offer assessment, recommendations and monitoring of a client's choice of investments for retirement plans held by a current or former employer. It is understood that the client will be solely responsible for making the changes to their retirement account(s) and to process any resulting transactions. FFA does not provide ongoing management as a part of this service. We will periodically monitor and advise of changes needed, based upon the changing nature of the investments available through the retirement plan.

At least once a quarter, having received the retirement account statements and/or account values as furnished by the retirement plan or duly authorized representative, we provide a performance calculation for the retirement account and review the account for compliance with the original asset allocation recommendations. We then advise the client if certain changes in asset allocation or in specific investment choices are recommended.

Retirement Asset Modeling Services

We provide the client with a one-time, non-fiduciary, service of investment and asset allocation advice in regard to their current or former employer sponsored retirement plan, based on the client's goals and risk tolerance. We provide asset allocation and investment recommendations to help the client meet the investment objectives as set forth in their Investment Policy Statement and Guidelines. FFA only advises the client of the recommendation based on the fact finding accomplished between us and the client. The client is responsible for making the decision to reallocate any changes within their retirement account and to process any resulting transactions.

FFA does not provide ongoing management as part of this service. This one-time service may be requested by a client on more than one occasion; however, this service does not hold itself out to be a regular or primary source for the client's investment decisions.

Investment Account Advisory Services

We offer assessment, recommendations and monitoring of a client's choice of investments for non-retirement investment accounts that must be held outside of our purview. It is understood that the client will be solely responsible for making the changes to their non-retirement account(s). Further, we will periodically monitor and advise of changes needed, based upon the changing nature of the client's investment objectives and risk tolerance.

At least once a quarter, having received the investment account statement and/or account values as furnished by the client, we provide a performance calculation and review of the account for compliance with the original asset allocation model. We then advise the client if certain changes in asset allocation or in specific investment choices are recommended.

Assets Under Management

As of December 31, 2019, FFA provides advice to client accounts with a total market value of \$1,579,420,873 broken down as follows:

- \$ 1,505,340,398 Management on a discretionary basis
- \$ 74,080,475 Retirement plan assets, non-managed advice

FFA advisory representatives also act as registered representatives of a securities broker/dealer in the sale of securities. In this role, FFA advisory representatives have provided guidance with respect to approximately \$ 114,052,154 worth of client investments.

Item 5 – Fees and Compensation

The amount of advisory fees will be disclosed prior to services being provided and agreed upon in the appropriate written investment advisory agreement. We will not require payment of more than \$1,200 in fees more than six months in advance.

Asset Management Services

The annual advisory fee is based on a percentage of the market value of your accounts, including cash holdings, according to the schedule below. In addition, multiple Program accounts for the same client or household (typically same decision maker) may be combined to reach the next level of advisory fee. Fees are negotiable at the discretion of FFA and will be as stated in the written investment advisory agreement.

Advisory Fee		Assets Under Management			
1.25%	on the first	\$ 500,000			
1.00%	on the amount from	\$ 500,001	to	\$ 1,000,000	
0.75%	on the amount from	\$ 1,000,001	to	\$ 5,000,000	
0.50%	on the amount from	\$ 5,000,001	to	\$10,000,000	
0.45%	on the amount over	\$ 10,000,000			

Advisory fees are due quarterly in advance and calculated by FFA based on the account's market value on the last business day of the prior quarter. Instructions are provided to the custodian to deduct the advisory fees from your account. The advisory fee is shared between FFA and its advisory representatives.

In addition to the advisory fee you pay to us for our services, you will pay certain transaction charges for trade execution. These transaction charges are paid to the custodian, vary based on the type of transaction (e.g., mutual fund, ETF, equity or option), and are communicated to you by FFA at the time you establish your account. We do not receive any portion of the transaction charges.

The transaction charges assessed by the custodian may be lower than the charges customarily imposed by the custodian when processing similar transactions for similar accounts. This is because FFA has entered into an arrangement based on the scope of business FFA engages in with the custodian, including the amount of FFA's client assets with the custodian. This presents an incentive for FFA to recommend that you use a specific custodian and executing broker/dealer for your account so that all of FFA's clients continue to receive the favorable pricing. We believe this arrangement benefits you because the transaction charges may be lower than they would be normally. As a result, we believe that using the recommended custodian to execute transactions for your account is consistent with our duty to obtain best execution.

In certain circumstances, you will also incur certain charges imposed by third parties other than FFA in connection with investments made through the account depending upon the type of investments made and type of account. FFA does not receive any portion of these fees. These charges include, but are not limited to, the following:

- Mutual funds - mutual fund 12b-1 fees, mutual fund management fees and administrative expenses, mutual fund transaction fees and redemption charges (if applicable) and deferred sales charges on previously purchased mutual funds transferred into the account
- ETFs – fund management fees and expenses
- Variable annuities – mortality, expense and administrative charges, fees for additional riders purchased by you on the contract, and charges for excessive transfers within a calendar year if imposed by the variable annuity sponsor
- Certain retirement accounts - IRA and qualified retirement plan fees
- Certain trust accounts - Administrative servicing fees for trust accounts
- Alternative investments - hedge fund and managed future investment management fees, and managed futures investor servicing fees

- Sweep money market funds and cash balances – 12b-1 fees or other fee based on average daily deposit balances
- Custodian service fees – fees imposed by the custodian for specific additional services requested by the client
- Other charges required by law and imposed by the executing broker/dealer or custodian

If your account invests in mutual funds or ETFs, you will pay the fund a management fee as a shareholder of the fund in addition to paying us an advisory fee for managing the assets. As some of the funds available in the Program may be purchased directly, you could avoid the second layer of fees by not using our management services and by making your own fund investment decisions.

Advisory representatives of FFA are also separately registered as licensed securities representatives through Private Client Services, LLC (“PCS”). In this capacity, the advisory representatives can sell securities to clients and receive compensation in the form of commissions and 12b-1 fees or trails. However, such compensation will not be received in connection with investments made in Program accounts.

The Program may cost you more or less than if the assets were held in a commission-based brokerage account. In a brokerage account, you are charged commissions for each transaction, and we would have no duty to provide ongoing advice with respect to the account. If you plan to follow a buy and hold investment strategy for the account or do not wish to utilize our ongoing investment advice or management services, you should consider opening a commission-based account at an outside brokerage firm.

Clients have the option to purchase the individual investment products available within a Program account through other brokers or agents that are not affiliated with FFA. However, the asset management services of FFA would not be available in such an arrangement.

You may terminate the agreement for services with us at any time with written notice. Upon termination, any prepaid, unearned fees will be refunded.

For additional information, refer to Item 12 – Brokerage Practices.

Within the Program account, FFA uses mutual funds that the custodian makes available within their custodial platform. Mutual funds may offer multiple classes of shares for purchase in a fee-based investment advisory program. In certain instances, a mutual fund may offer only class A shares, but another similar mutual fund may be available that offers an institutional or fee-based advisory share class. When a Program account purchases class A shares, the custodian receives from the mutual fund a portion of the 12b-1 fees charged by the mutual fund. Neither FFA nor its advisory representatives receive any portion of these 12b-1 fees. Institutional or fee-based advisory share classes generally are not subject to 12b-1 fees. It is generally more expensive for a client to own class A shares than an institutional or fee-based advisory share class. An investor in an institutional or fee-based advisory share class will pay lower fees over time and keep more of his or her investment returns than an investor who holds class A shares of the same fund. FFA takes care to identify the least expensive share class to the client. However, client should understand that in certain circumstances the share class offered for a particular mutual fund

through the Program will not be the least expensive share class that the mutual fund makes available. In an advisory program, the appropriateness of a particular mutual fund share class should be determined based on a variety of different considerations, including but not limited to: the advisory fee that is charged; whether transaction charges are applied and the amount of the transaction charges applied to the purchase or sale of mutual funds; the anticipated frequency of transactions; the holding period for the mutual funds; the overall cost structure of the advisory program; share class eligibility or minimum requirements; and potential tax consequences.

As noted above, the custodian also charges clients a transaction charge for mutual fund purchases and sales. The transaction charge level, ranging from \$0 to \$10.00, varies depending on the amount of 12b-1 fees and/or sub transfer agent recordkeeping fees that the custodian receives from the mutual fund. Neither FFA nor its advisory representatives receive any portion of these transaction charges. Clients generally do not pay a transaction charge for class A share mutual fund transactions, but generally do pay transaction charges for institutional and fee-based advisory share class transactions. Clients may avoid or lower the transaction charge by purchasing class A share mutual funds, however, the share class may be more expensive to the client over time because of the ongoing 12b-1 fee depending on the number of transactions in the account and the holding period. Clients may pay a higher transaction charge for institutional and fee-based advisory shares classes; however, the share class may be less expensive to the client over time.

Clients should consider the additional indirect expenses that exist as a result of the mutual fund fees when negotiating and discussing with the advisory representative the advisory fee to FFA and the advisory representative and the selection of share classes and mutual funds for the Program account.

There is a conflict of interest regarding rollovers for a client that is a plan participant in an employer-sponsored retirement plan. Upon reaching a distribution event, a plan participant may decide to liquidate and withdraw funds from their employer-sponsored retirement plan account and rollover the proceeds into an IRA. In the event of an existing relationship with FFA, it would not be unusual for the plan participant to request the assistance of FFA. A conflict of interest exists because FFA will be compensated only if the plan participant rolls over the proceeds into an IRA that is then managed by FFA. As a result, it can be construed that FFA has a financial incentive to recommend one option over another. Therefore, a plan participant should include in his/her decision making process, a thorough review of all options presented when reaching a distribution event; for example (i) remain invested under the employer-sponsored retirement plan (if available), (ii) transfer retirement plan assets to a new employer-sponsored retirement plan (if available), (iii) transfer retirement plan assets to an IRA with a financial institution, or (iv) withdraw assets directly which would be subject to federal and applicable state and local taxes and possibly subject to the IRS penalty of 10% depending upon the age of the plan participant.

Retirement Plan Consulting Services

Fees for services will be billed based on one or more of the following methods listed below and in the amount as agreed upon between FFA and the plan sponsor in the written consulting services agreement.

- Annual Flat Fee
- Annual Fee Based on a Percentage of Plan Assets
- Annual Tiered Fee Based on Percentage of Plan Assets
- One-Time Flat Rate Fee for Project Specific Work

The typical maximum flat rate fee per year is \$50,000 per plan. The typical maximum percentage based fee per year is 1.35% per plan. Fees are negotiable and the level of fees will be set based upon the scope, nature and complexity of the services selected by the plan sponsor, the number of participants in the plan, and the overall size of the plan. Dependent on these and/or other factors relating to the plan, the annual flat rate fee may be higher. Fees may be charged in advance or in arrears. Fees may be paid directly by the plan sponsor or out of plan assets by a service provider or other third party, as authorized by the plan sponsor. The fee is shared between FFA and its advisory representatives.

In addition, the plan sponsor will pay a transition expense fee for the first year after the plan transitions to a new platform/product provider. This fee is intended to cover the additional services (e.g., fund mapping, assistance with enrollment, additional education to plan committee members and participants, etc.) that FFA will provide as a result of a transition.

Corporate Planning and Educational Services

Level 1 – Executive Officers and Senior Managers

The Employer will pay FFA the following fees per Executive Officer and Senior Manager identified to FFA as eligible for services. The fees are not negotiable and are not contingent upon the Executive Officer or Senior Manager entering into a relationship with FFA and obtaining services.

\$7,500 per Executive Officer or Senior Manager in the first year
\$2,500 per Executive Officer or Senior Manager annually thereafter

Fees will be billed to Employer on a quarterly basis in advance. Employer will also be responsible for reimbursing FFA for airline and hotel costs associated with providing services for Employer. Any such expenses will be included on the invoicing noted above.

Employer may terminate the agreement for services with us at any time with written notice. Upon termination, any prepaid, unearned fees will be refunded on a prorated basis.

Level 2 – Executives and Managers

The Employer will pay FFA the following fees per Executive and Manager scheduling a workshop. The fees are not negotiable.

\$525 per attendee

There is a five-person minimum required to host a workshop. Spouses may attend with Executive or Manager at no extra cost.

Fees will be billed to Employer upon scheduling the workshop. Employer will also be responsible for reimbursing FFA for airline and hotel costs associated with providing services for Employer. Any such expenses will be included on the invoicing noted above.

Employer may terminate the agreement for services with us at any time with written notice. There will be no refund of fees paid for scheduled workshops upon termination; however, FFA will complete all scheduled workshops.

Level 3 – General Workforce Employees

The Employer will pay FFA the following fees per employee scheduling a seminar. The fees are not negotiable.

\$750 flat fee per seminar – for 1.5 hour session

\$375 flat fee per seminar – for 45 minute lunch and learn condensed format

The above seminar fees are waived for Employers that have engaged FFA through our Retirement Plan Consulting Services offering described elsewhere in this brochure.

Fees will be billed to Employer upon scheduling the workshop. Employer will also be responsible for reimbursing FFA for airline and hotel costs associated with providing services for Employer. Any such expenses will be included on the invoicing noted above.

Employer may terminate the agreement for services with us at any time with written notice. There will be no refund of fees paid for scheduled seminar upon termination; however, FFA will complete all scheduled seminars.

Retirement Asset Advisory Services

The annual advisory fee is based on a percentage of the market value of your accounts, including cash holdings, according to the schedule below. In addition, multiple Retirement Asset Advisory Services accounts and asset management Program accounts for the same client or household (typically same decision maker) may be combined in order to reach the next level of advisory fee. Fees are negotiable at the discretion of FFA and will be as stated in the written investment advisory agreement.

Advisory fees are due quarterly in advance and calculated by FFA based on the account's market value on the last business day of the prior quarter as long as FFA receives automated downloads of the account's value from the account's custodian. In situations where FFA does not receive such automated download, advisory fees are calculated based on the account values reflected on the custodian's statement for the quarter end preceding the most recent quarter end. For example, fees calculated in April for the period April 1st through June 30th, would be based on account values as of December 31st if FFA does not receive automated downloads of account values.

Advisory Fee		Assets Under Advisement		
1.25%	on the first	\$ 500,000		
1.00%	on the amount from	\$ 500,001	to	\$ 1,000,000
0.75%	on the amount from	\$ 1,000,001	to	\$ 5,000,000
0.50%	on the amount from	\$ 5,000,001	to	\$10,000,000
0.45%	on the amount over	\$ 10,000,000		

Any written cancellation of the contract during the quarter by either party will result in a pro rata refund to the client of the unused portion of that quarter's fee.

Retirement Asset Modeling Services

The fee schedule is a flat dollar figure based upon the scope of the work involved, is payable in advance each time the service is requested by the client and is only refundable if the client cancels their request before services have been completed. Fees will fall into the following range:

<u>Number of Investment Choices In Retirement Plan</u>	<u>Advisory Fee</u>
0 – 5	\$100.00
6 – 10	\$250.00
11 +	\$450.00

Investment Account Advisory Services

The fee is payable in quarterly installments, in advance, for the upcoming quarter, according to the table below. Fees are negotiable at the discretion of FFA and will be as stated on the written investment advisory agreement. Fees may be discounted for active duty military or reserves, non-profit organizations and employee family related accounts, at the discretion of FFA.

Advisory fees are due quarterly in advance and calculated by FFA based on the account's market value on the last business day of the prior quarter as long as FFA receives automated downloads of the account's value from the account's custodian. In situations where FFA does not receive such automated download, advisory fees are calculated based on the account values reflected on the custodian's statement for the quarter end preceding the most recent quarter end. For example, fees calculated in April for the period April 1st through June 30th, would be based on account values as of December 31st if FFA does not receive automated downloads of account values.

Advisory Fee		Assets Under Advisement		
1.25%	on the first	\$ 500,000		
1.00%	on the amount from	\$ 500,001	to	\$ 1,000,000
0.75%	on the amount from	\$ 1,000,001	to	\$ 5,000,000
0.50%	on the amount from	\$ 5,000,001	to	\$10,000,000

0.45% on the amount over \$ 10,000,000

Any written cancellation of the contract during the quarter by either party will result in a pro rata refund to the client of the unused portion of that quarter's fee.

Additional Information for Retirement Asset Advisory Services, Retirement Asset Modeling Services, and Investment Account Advisory Services

The specific manner in which fees are charged by FFA is established in a client's written agreement with FFA. FFA will generally bill its fees on a quarterly basis. Clients are billed directly for fees. The advisory fee is shared between FFA and its advisory representatives. Advisory fees shall not be prorated for each capital contribution and withdrawal made during the applicable calendar quarter. Accounts initiated or terminated during a calendar quarter will be charged a prorated fee. Upon termination of any account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable.

FFAs' fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. In certain circumstances, clients will incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus.

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

For additional information, refer to Item 12 – Brokerage Practices.

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

This Item is not applicable as FFA 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).

Item 7 – Types of Clients

FFA provides services to individuals, trusts, corporations, retirement plan sponsors, municipal pension plans, charitable institutions, foundations and endowments.

In general, individual clients interested in hiring FFA to provide investment advice typically must have a minimum of \$250,000 of investable assets for the household and retirement plans must have a minimum of \$500,000 in plan assets. Exceptions may be made by certain advisory representatives at the sole discretion of FFA.

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

FFA offers the investment advisory services described in this brochure through its advisory representatives. For more information about the individual advisory representative managing or handling your account, refer to the brochure supplement for the advisory representative, a copy of which you should have received along with this brochure.

Within a Program account, the FFA portfolio management department constructs portfolios using a diversified global asset allocation strategy driven by the unique objectives of each client. This strategy helps quantify expectations of risk and reward for the client. Our portfolio management department screens individual securities and predominantly institutional, no-load mutual funds for proper placement in each of the determined asset sectors within the portfolio. The portfolio is then monitored and stress-tested under a variety of possible economic conditions. We continue to re-allocate portfolios on a quarterly basis for variances from the model percentages to help keep the portfolio in line with objectives and stated risk/reward parameters. We may make further allocation adjustments if warranted based on transitions through the market and economic cycles, as well as based on considering the client's individual tax situation and potential capital gains and losses.

We typically manage Program accounts or otherwise provide investment advice focusing on one of the following investment objectives based on the client's goals and risk tolerance;

- income with capital preservation
- income with moderate growth
- growth with income
- growth
- aggressive growth

The initial allocation and rebalancing of assets to different mutual funds or other securities in a Program account will be made based on these overall objectives.

We generally use the following types of investment vehicles within Program accounts:

- mutual funds (including institutional funds, international funds, emerging market funds, alternative asset funds, funds that short the market, foreign bond funds and high yield bond funds)
- ETFs
- variable annuity subaccounts
- alternative investments
- individual stocks
- options (including writing covered calls, purchasing calls and puts, and use of various protective option strategies including collars)

The particular investments selected for your Program account will depend upon your investment objective, level of risk tolerance, sensitivity to taxes, and other factors.

It is important to keep in mind that there is no specific approach to investing that guarantees success or positive returns. Investing in securities can involve risks and clients should be

prepared to bear those risks when investing. The following list describes some of the risks associated with the types of investments that may be purchased for your account:

- Investing in international markets presents additional risks including currency fluctuations, the potential for diplomatic and political instability, regulatory and liquidity risks and foreign taxation among others. The risks of foreign investing are generally greater in emerging markets.
- High yield bonds carry greater risks than bonds rated as investment grade. For example, they are issued by organizations that do not qualify for an investment grade rating by one of the rating agencies because of the potential for higher default by the issuer. Another risk is that further financial difficulties by the issuer may result in a decrease in the market value, and this may make it impossible to liquidate the bond prior to maturity.
- Funds designed to short the market, or inverse funds, have a goal of providing the opposite or inverse of the return for the underlying index. Inverse funds may have higher expense ratios and be less tax-efficient than a traditional mutual fund or ETF. They may also be riskier. We may use inverse mutual funds or ETFs as a short term holding when deemed appropriate.
- ETFs are typically investment companies that are legally classified as open end mutual funds or UITs. However, they differ from traditional mutual funds, in particular, in that ETF shares are listed on a securities exchange. Shares can be bought and sold throughout the trading day like shares of other publicly-traded companies. Although many ETFs are registered as an investment company under the Investment Company Act of 1940 like traditional mutual funds, some ETFs, in particular those that invest in commodities, are not registered as an investment company.
- We may also purchase call options, which gives the right to purchase the underlying stock for your account at a specified price within a specified period of time if we deem it appropriate. You should be aware that the use of options involves additional risks. The risk of covered call options includes the possibility that the market will rise sharply and the investment upon which the covered call was placed will be called away. In this case you will no longer own this investment. The risk of purchasing put options is limited to the loss of the premium paid for the option unless the Program account exercises or sells the investment. The risk of purchasing call options is limited to the loss of the amount paid for the call option. You will be asked to authorize the use of options within a Program account by signing an option agreement and approval form with the custodian. Additional disclosures of risk will be made to you at that time.

We use a fundamental method for analyzing investment opportunities for Program accounts. Fundamental analysis means that the overall business is considered by reviewing a business' financial statements and financial health, its management and competitive advantages, and its competitors and markets. Of course, past performance does not guarantee future results.

We consider the overall economy, both domestically and globally, when selecting specific investments and making asset allocation decisions. We also consider current and recent market levels and volatility when making management decisions. We use a variety of sources of data to conduct our economic, investment and market analysis, such as financial newspapers and magazines, economic and market research materials prepared by others, conference calls hosted

by mutual funds, corporate rating services, annual reports, prospectuses, and company press releases.

We may also provide certain financial planning related services or analysis (e.g., retirement or estate planning, budget planning, tax planning, insurance needs analysis) to our existing investment advisory clients, depending upon the specific needs of the client. These services are included as part of our overall relationship with the client and assist us in better understanding the client's goals and objectives.

With respect to our Retirement Plan Consulting Services, we strive to recommend diversified investment alternatives that retirement plan sponsors may consider for investment or to make available to plan participants. If a retirement plan sponsor has engaged us for investment management services, we will strive to select diversified investment and/or model portfolio alternatives to be made available with the plan.

Item 9 – Disciplinary Information

Registered investment advisors are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of our advisory business or the integrity of our management. We have no information applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

FFA is only in the business of providing investment advice as described above. However, as also noted above, advisory representatives of FFA are registered representatives of PCS, an SEC registered broker/dealer and member of the Financial Industry Regulatory Authority, and may have occasion to recommend non-managed brokerage accounts and, therefore, may receive commissions or other types of compensation for the sale of securities. The potential for the receipt of commissions may give the registered representative an incentive to recommend investment products based on the compensation received, rather than on the client's needs. However, your registered representative may only recommend securities that he or she believes are suitable for you. If you have any questions regarding the compensation to be received when recommending a security, you should ask your advisory representative. You are under no obligation to purchase investments through your advisory representative.

Advisory representatives are also licensed as independent insurance agents and appointed through various insurance companies to offer a variety of types of insurance depending upon the individual. The types of insurance that may be available include life insurance, long term care insurance, fixed annuities, health insurance and disability insurance. Independent insurance agents may receive commissions or other type of compensation for the sale of insurance. The potential for the receipt of commissions may give the insurance agent an incentive to recommend insurance products based on the compensation received, rather than on the client's needs. However, your insurance agent may only recommend insurance that he or she believes is appropriate for you. If you have any questions regarding the compensation to be received when recommending insurance, you should ask your advisory representative. You are under no obligation to purchase insurance through your advisory representative.

Certain advisory representatives of FFA are also licensed as Certified Public Accountants (“CPA’s”) and provide accounting services that are separate and distinct from the services provided by FFA. This may present a conflict of interest to the extent that an advisory representative recommends clients engage a CPA for accounting services, which results in the receipt of compensation to the CPA. To address this conflict, we do not actively solicit advisory clients for these accounting services and FFA and its advisory representatives of FFA that are not CPA’s do not receive any compensation or benefit for clients of FFA that choose to hire the CPA for accounting services.

FFA has entered into a relationship with Cowden Associates, Inc. (“Cowden”). Cowden is an employee benefit firm that provides services such as actuarial, compensation and health related employee benefits. To the extent FFA believes that its clients would benefit from the services offered by Cowden, FFA has agreed to refer such clients to Cowden. As compensation for the referrals, FFA will receive payment from Cowden in the amount of 25% of the amount billed by Cowden to client for a period of one year. While FFA is under no obligation to refer any client to Cowden and will only do so if it is deemed to be in the client’s best interest, client should be aware that this relationship represents a potential conflict of interest in that FFA will receive compensation for the referral. Client should further be aware that FFA is restricted through the arrangement with Cowden from referring clients needing actuarial, compensation and health related employee benefits to any firm other than Cowden. Please note that Cowden may also refer clients to FFA through a solicitor arrangement as described in Item 14, Client Referrals and Other Compensation.

As discussed previously, certain advisory representatives of FFA are registered representatives of PCS. As a result of this relationship, PCS may have access to certain confidential information (for example, financial information, investment objectives, transactions and holdings) about FFA’s clients, even if the client does not establish any account through PCS. If you would like a copy of PCS’s privacy policy, please contact your FFA advisory representative to request a copy.

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

FFA has adopted a Code of Ethics which 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 other 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 FFA, and requires FFA to review those reports. Each supervised person receives a copy of the Code of Ethics and must acknowledge in writing having received the materials. Clients and prospective clients may obtain a copy of the Code of Ethics by contacting FFA.

It is our policy not to affect any principal trades for client accounts. Principal trades are generally defined as transactions where an advisor, acting for its own account, buys from or sells a security to an advisory client. It is also our policy not to cross trades between your account and the account of another client.

FFA and its advisory representatives may buy or sell securities for our personal accounts identical to those recommended to clients. This creates a potential conflict of interest. It is our policy that all persons associated with us in any manner must place the interests of clients ahead of their own when making personal investments. In addition, we require that client transactions be placed before our own transactions. We also monitor trading by our advisory representatives.

Item 12 – Brokerage Practices

FFA participates in the TD Ameritrade Institutional program. TD Ameritrade Institutional is a division of TD Ameritrade, Inc. (“TD Ameritrade”), member FINRA/SIPC. TD Ameritrade offers to independent investment advisors services which include custody of securities, trade execution, clearance and settlement of transactions. FFA receives some benefits from TD Ameritrade through its participation in the program. These benefits are described below and under Item 14 below.

FFA will generally require that clients establish a brokerage account with TD Ameritrade to maintain custody of client’s assets and to effect trades for their accounts. TD Ameritrade provides brokerage and custodial services to clients of independent investment advisory firms, including FFA. TD Ameritrade and FFA are separate and unaffiliated.

FFA seeks to make available a custodian who will hold your assets and execute transactions on terms that are overall most advantageous when compared to other available providers and their services. We consider a wide range of factors including, but not limited to, the following: ability to execute, clear and settle transactions and provide custody services, availability of a range of investment products, availability of technological tools and investment research to assist us in managing assets, competitive pricing, reputation, financial strength, and stability.

While FFA believes that TD Ameritrade has execution procedures designed to obtain the best execution possible, there can be no assurance that best execution will be achieved. Clients should understand that not all advisors require their clients to direct brokerage. By directing brokerage, clients may be unable to achieve the most favorable execution of client transactions. Therefore, directed brokerage may cost clients more money.

FFA receives support services and/or products from TD Ameritrade, which assist FFA to better manage and administer client accounts. Some of these services assist FFA to better monitor and service client accounts, however, many of these services benefit only FFA, for example, services that assist FFA in growing its business. These support services and/or products may be received without cost, at a discount, and/or at another negotiated rate, and may include the following. These services may be provided by TD Ameritrade or a third-party vendor.

- investment-related research and tools
- pricing information and market data
- software and other technology that provide access to client account data
- technology to facilitate trade execution, payment of FFA’s fees from client accounts, and client reporting
- receipt of duplicate client statements and confirmations
- assist with back-office functions

- recordkeeping
- compliance and/or practice management-related publications or services
- consulting services
- attendance at conferences, meetings, and other educational and/or social events
- marketing support
- other products used by FFA in furtherance of its investment advisory business operations

Where such services are provided by a third-party vendor, TD Ameritrade will pay the third-party vendor directly on behalf of FFA.

There is no direct link between FFA's participation in the TD Ameritrade program and the investment advice it provides to its clients, although FFA receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors.

The receipt of these benefits creates potential conflicts of interest between FFA and its clients. For example, the receipt of the benefits by FFA may indirectly influence our decision to recommend TD Ameritrade for custody, brokerage and execution. Notwithstanding, FFA takes its responsibility to clients seriously, and will recommend a custodian to clients only if it believes it is in the client's best interest.

The products and services described above are provided to FFA as part of its overall relationship with TD Ameritrade. While as a fiduciary FFA strives to act in its clients' best interests, the receipt of these benefits creates a conflict of interest because FFA's requirement that clients' custody their assets at TD Ameritrade is based in part on the benefit to FFA of the foregoing products and services and not solely on the nature, cost or quality of custody or brokerage services provided by TD Ameritrade. FFA's receipt of some of these benefits is based on the amount of advisory assets custodied on the TD Ameritrade platform. Clients do not pay more for services as a result of this arrangement. The benefits do not depend on the amount of transactions through the custodian. There is no corresponding commitment made by FFA to the custodian or any other entity to invest any specific amount or percentage of client assets in any specific securities as a result of this arrangement.

FFA has entered into an arrangement with TD Ameritrade for certain transaction charge pricing in accounts for which TD Ameritrade serves as custodian and executing broker/dealer. This favorable pricing to the client remains in place as long as FFA meets certain conditions in terms of maintaining asset levels at TD Ameritrade. Please see detailed discussion of the conditions and implications of the arrangement in Item 5, Fees and Compensation.

FFA serves on the TD Ameritrade Institutional Advisor Panel ("Panel"). The Panel consists of approximately thirty (30) independent investment advisors that advise TD Ameritrade Institutional ("TDA Institutional") on issues relevant to the independent advisor community. The Panel meets in person on average three to four times per year and conducts periodic conference calls on an as needed basis. Investment advisors are appointed to serve on the Panel for three-year terms by TDA Institutional senior management. An investment advisor may serve longer than three years if appointed to additional terms by TDA Institutional senior management. At times, Panel members are provided confidential information about TDA Institutional initiatives. Panel members are required to sign confidentiality agreements. TD Ameritrade, Inc. ("TD

Ameritrade”) does not compensate Panel members. However, TD Ameritrade pays or reimburses FFA for the travel, lodging and meal expenses FFA incurs in attending Panel meetings. The benefits received by FFA or its personnel by serving on the Panel do not depend on the amount of brokerage transactions directed to TD Ameritrade. Clients should be aware, however, that the receipt of economic benefits by FFA or its related persons in and of itself creates a potential conflict of interest and may indirectly influence FFA’s recommendation of TD Ameritrade for custody and brokerage services.

FFA also serves on the TD Ameritrade Institutional Client Experience Panel (“Panel”). The Panel consists of a number of independent investment advisors that inform and provide feedback to TD Ameritrade Institutional (“TDAI”) on issues relevant to the independent advisor community. FFA has been appointed to serve on the Panel for a three-year term by TDAI. TD Ameritrade, Inc. (“TD Ameritrade”) does not compensate FFA for serving on the Panel but TDAI pays or reimburses FFA for the travel, lodging and meal expenses FFA incurs in attending in-person Panel meetings. The potential benefits received by FFA or its personnel by serving on the Panel do not depend on the amount of brokerage transactions directed to TDAI. Nonetheless, the receipt of benefits from TDAI creates a potential conflict of interest that may influence FFA’s recommendation of TD Ameritrade for custody and execution services.

In certain limited situations as an accommodation to client, FFA may permit the use of Interactive Brokers LLC (“IB”) as a custodian instead of TD Ameritrade. In such cases, FFA requires that the client establish a brokerage account with IB to maintain custody of the client’s assets and to effect trades for their accounts.

While FFA believes that IB has execution procedures designed to obtain the best execution possible, there can be no assurance that best execution will be achieved. Clients should understand that not all advisors require their clients to direct brokerage. By directing brokerage, clients may be unable to achieve the most favorable execution of client transactions. Therefore, directed brokerage may cost clients more money.

FFA also receives support services and/or products from IB, which assist FFA to better manage and administer client accounts. Some of these services assist FFA to better monitor and service Program accounts, however, many of these services benefit only FFA. These support services and/or products may be received without cost, at a discount, and/or at another negotiated rate. For additional information, refer to the listing and discussion on the prior page.

Advisory representatives of FFA are also securities representatives of PCS, as previously described, and may receive commissions to the extent a client elects to purchase or sell securities that may be recommended. Clients are under no obligation to purchase or sell securities through FFA advisory representatives; they may use brokers or agents that are not associated with FFA.

Due to the individual nature of our account management services, we do not typically aggregate transactions for a client with other client transactions. On an exception basis, we may aggregate transactions for a client with other clients to improve the quality of execution. When transactions are so aggregated, the actual prices applicable to the aggregated transactions will be averaged, and the client account will be deemed to have purchased or sold its proportionate share

of the securities involved at the average price obtained. We may determine not to aggregate transactions, for example, based on the size of the trades, the number of client accounts, the timing of the trades, the liquidity of the securities, and the discretionary or non-discretionary nature of the trades. If we do not aggregate orders, some clients purchasing securities around the same time may receive a less favorable price than other clients. This means that this practice of not aggregating may cost clients more money.

Within Retirement Plan Consulting Services, FFA may assist with investment recommendations to the retirement plan sponsor. This could include research and recommendations, for consideration and selection by the plan sponsor, of specific investments to be held in the plan or, in the case of a participant-directed defined contribution plan, to be made available as an investment option under the plan. The plan sponsor is responsible for the selection of any vendor, broker/dealer or custodian for plan assets, and is responsible for placing any transactions deemed appropriate.

Within Corporate Planning and Educational Services, the services conclude upon the delivery of the seminar, workshop, or planning and consulting services. The services do not include implementation of any recommendations or transactions. Clients receiving services are under no obligation to implement any recommendations through FFA advisory representatives. Clients are free to select any financial institution or investment advisor for implementation. If clients wish to have an advisory representative of FFA assist with implementation as a result of Level 1 services, securities transactions would be processed through PCS and advisory services would be conducted through FFA. In addition, the registered representative/advisory representative would receive normal and customary commissions from any securities or insurance transactions or normal and customary advisory fees for any account management.

Item 13 – Review of Accounts

The portfolio management department conducts a review of Program accounts on a quarterly basis to determine if rebalancing is warranted. In addition, advisory representatives conduct annual account reviews to help maintain consistency of the client's stated investment objective as well as other service related factors. Client account reviews may also be triggered in the event of a material change in the client's financial situation.

FFA will also monitor Program accounts on a periodic basis based on criteria such as performance, trading activity and position concentration.

During any month that there is activity in a Program account, you will receive a periodic account statement from the custodian showing account activity as well as positions held in the account at month end. Additionally, you will receive a confirmation of each transaction that occurs unless the transaction is a result of a systematic purchase, redemption or exchange. You will also receive a detailed performance report prepared by FFA during your annual review with your FFA advisory representative. All account data and statements are also available through an online client portal.

For Retirement Plan Consulting Services, plan sponsors receive a quarterly report from FFA regarding information on plan holdings. The report may contain some or all of the following

elements, among others, as agreed upon between the plan sponsor and FFA: investment performance, changes in fund management or practices, benchmarking to a peer group and market indices, and potential concerns for plan holdings.

For Corporate Planning and Educational Services, as stated above, the services conclude upon the delivery of the seminar, workshop, or planning and consulting services. That said, clients who receive Level 1 services have engaged for an ongoing relationship and will receive additional planning and consulting services as agreed upon with FFA. FFA may provide the individual with a written report or analysis of a topic at the conclusion of a review or discuss the results verbally with the individual without providing any report.

For Retirement Asset Advisory Services and Investment Account Advisory Services, you will receive a quarterly report from FFA that details your positions, performance and recommended asset allocation.

For Retirement Asset Modeling Services, asset allocation recommendations will be provided at the request of the client as discussed in Item 4 – Advisory Business.

Item 14 – Client Referrals and Other Compensation

FFA may from time to time compensate, either directly or indirectly, any person for client referrals. These individuals are referred to as solicitors and FFA pays them a portion of the advisory fee paid by the client. When a solicitor is used, the arrangement will be disclosed in writing to the client through a disclosure document signed by the client at the time the account is opened.

In certain situations, FFA will receive client referrals from TD Ameritrade through our participation in TD Ameritrade AdvisorDirect. In addition to meeting minimum eligibility criteria for participation in AdvisorDirect, FFA may have been selected to participate in AdvisorDirect based on the amount and profitability to TD Ameritrade of the assets in, and trades placed for, client account maintained with TD Ameritrade. TD Ameritrade is a discount broker/dealer independent of and unaffiliated with FFA and there is no employee or agency relationship between us. TD Ameritrade has established AdvisorDirect as a means of referring its brokerage customers and other investors seeking fee-based personal asset management services or financial planning services to independent investment advisors. TD Ameritrade does not supervise FFA and has no responsibility for our management of client portfolios or our other services. FFA pays TD Ameritrade an on-going fee for each successful client referral. This fee is a percentage (ranging from .05% to .25% depending on the account size) of the advisory fee that the client pays to FFA (“Solicitation Fee”). FFA will also pay TD Ameritrade the Solicitation Fee on any advisory fees received by FFA from any of a referred client’s family members, including a spouse, child or any other immediate family member who resides with the referred client and engages FFA on the recommendation of such referred client. FFA will not charge clients referred through AdvisorDirect any fees or costs higher than its standard fee schedule offered to its clients or otherwise pass Solicitation Fees paid to TD Ameritrade to its clients. For information regarding additional or other fees paid directly or indirectly to TD Ameritrade, please refer to the TD Ameritrade AdvisorDirect Disclosure and Acknowledgement Form.

FFA's participation in AdvisorDirect raises potential conflicts of interest. TD Ameritrade will refer clients through AdvisorDirect to investment advisors that encourage their clients to custody assets at TD Ameritrade and whose client accounts are profitable to TD Ameritrade.

Consequently, in order to obtain client referrals from TD Ameritrade, FFA may have an incentive to recommend to clients that the assets under management by FFA be held in custody with TD Ameritrade and to place transactions for client accounts with TD Ameritrade. In addition, FFA has agreed not to solicit clients referred to it through AdvisorDirect to transfer their accounts from TD Ameritrade or establish brokerage or custody accounts at other custodians, except when its fiduciary duties require doing so. FFA's participation in AdvisorDirect does not diminish our duty to seek best execution of trades for client accounts.

FFA serves on the TD Ameritrade Institutional Client Experience Panel ("Panel"). The Panel consists of a number of independent investment advisors that inform and provide feedback to TD Ameritrade Institutional ("TDAI") on issues relevant to the independent advisor community. FFA has been appointed to serve on the Panel for a three-year term by TDAI. TD Ameritrade, Inc. ("TD Ameritrade") does not compensate FFA for serving on the Panel but TD

As a result of our relationship with account custodians, we may receive free or reduced-cost attendance at sales conferences or top producer forums and events. Such compensation may be based on overall business produced and/or on the amount of assets serviced through the custodian. Thus, there is a financial incentive for us to recommend that you establish a Program account so that we will receive these benefits. We take our responsibilities to clients very seriously and we will only recommend that clients hire us for management services if we believe it is appropriate and in the client's best interests.

In certain circumstances FFA will receive compensation from product sponsors. This compensation may not be contingent upon the sale of any products. Compensation may include such items as nominal gifts, an occasional dinner or ticket to a sporting event, or reimbursement in connection with education or training meetings with FFA and its advisory representatives and employees, client workshops or events, marketing events or advertising initiatives.

FFA also receives from TD Ameritrade certain additional economic benefits that may or may not be offered to any other independent investment advisors participating in the TD Ameritrade Institutional program. Specifically, the additional services include access to technology (e.g., Orion Advisor and Salesforce) that provide access to client account data and assist with back-office functions such as client reporting and fee billing, among other items. TD Ameritrade provides the additional services to FFA in its sole discretion and at its own expense, and FFA does not pay any fees to TD Ameritrade for the additional services. These additional services are important to FFA in that they keep down the costs to the firm. FFA and TD Ameritrade have entered into a separate agreement ("Additional Services Addendum") to govern the terms and provision of the additional services.

FFA's receipt of the additional services raises potential conflicts of interest. In providing additional services to FFA, TD Ameritrade most likely considers the amount and profitability to TD Ameritrade of the assets in, and trades placed for, FFA's client accounts maintained with TD Ameritrade. TD Ameritrade has the right to terminate the separate agreement with FFA, in its

sole discretion, provided certain conditions are met. Consequently, in order to continue to obtain the additional services from TD Ameritrade, FFA has an incentive to recommend to its clients that the assets under management by FFA be held in custody with TD Ameritrade and to place transactions for client accounts with TD Ameritrade. FFA's receipt of the additional services does not diminish its duty to act in the best interests of its clients, including to seek best execution of trades for client accounts.

Item 15 – Custody

Physical custody for funds and securities in all Program and FFA Digital Solution accounts is maintained by a qualified custodian. For Program accounts you will receive account statements from the custodian directly at least quarterly. For FFA Digital Solution accounts you will have access to account statements through the Client Portal. We encourage you to carefully review these statements upon receipt.

Custody for assets receiving services through Retirement Asset Advisory Services, Retirement Asset Modeling Services and Investment Account Advisory Services is maintained at a custodian selected either by the client or by the sponsor of the investment program through which the client is invested. You should receive statements directly from the account's custodian at least quarterly, and we encourage you to carefully review these statements upon receipt.

We may provide you with additional, customized reporting from time to time and upon request. This additional reporting does not take the place of the official statements that you receive from the account's custodian.

Item 16 – Investment Discretion

Upon your written authorization in our investment advisory agreement, we will provide discretionary investment advisory services for your Program account. Our discretionary authority is limited only to affecting trades in your accounts; we will determine the type of securities and the amount of securities that can be bought or sold for your portfolio without obtaining your consent for each trade.

We do not exercise any discretionary authority when providing Retirement Plan Consulting Services, except where the plan sponsor has engaged us for investment manager services.

We do not exercise any discretionary authority or provide any management services when providing Corporate Planning and Educational services.

We do not exercise any investment discretion when providing services through Retirement Asset Advisory Services, Retirement Asset Modeling Services and Investment Account Advisory Services. We simply provide asset allocation recommendations, and the client is responsible for deciding whether or not to implement the recommendations.

We will not have access to your funds or securities with the exception of having advisory fees deducted from your account and paid to us by the custodian. Any fee deduction will be done pursuant to your prior written authorization.

Item 17 – Voting Client Securities

FFA does not have any authority to vote client securities or proxies on your behalf. The client retains the right to vote all proxies. Proxy information for any securities which are held in your accounts will be sent to you by the custodian of your funds and securities. We will not be providing you with this information. However, if you have any questions about a particular solicitation, you may contact us for general information.

Item 18 – Financial Information

FFA is required to provide clients with certain information or disclosures about its financial condition. We have no financial commitment that impairs our ability to meet contractual or fiduciary commitments to clients, and we have not been the subject of a bankruptcy petition.