

## Item 1 Cover Page

### ***Item 1.A.***

Confidential Planning I, LLC  
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Suite 120  
Syracuse, NY 13204  
United States  
(315) 234 -1016  
[www.cpcfs.com](http://www.cpcfs.com)  
SEC File Number: 801-69184  
CRD Number: 145807

### ***Item 1.B.***

This brochure provides information about the qualifications and business practices of Confidential Planning I, LLC. If you have any questions about the contents of this brochure, please contact us at (315) 234 -1016 and/or email [compliance@cpcfs.com](mailto:compliance@cpcfs.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. Registration with the Securities and Exchange Commission does not imply a certain level of skill or training.

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

***Item 2.***

There were no material changes in 2019.

***Item 3. Table of Contents***

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***Item 4.A.***

Confidential Planning I, LLC is a registered investment advisory firm, organized as a limited liability company under the laws of New York State. Our fiscal year ends in the month of December each year.

Confidential Planning I, LLC is 100 % owned by Pinnacle Holding Company, LLC which is organized as a limited liability company.

***Items 4 .B.C.D.***

**Confidential Planning I, LLC**

Confidential Planning I, LLC is a registered investment advisory firm focused on bringing single provider 403(b) retirement plans to educators and employees of schools, hospitals and not-for-profit (501c) organizations. The IARs may offer Plan Sponsors with customized investment advisory services, diversified investment menus, consulting, reporting, and participant educational programs.

**Retirement Services Program**

The Retirement Services program offer IARs two options of assisting Plan Sponsors with some or all of the following; customized investment advisory services, diversified investment menus, consulting and reporting, and participant educational programs.

**Investment Advisory Services**

Confidential Planning I, LLC has a relationship with Benefit Plans Administrators in Utica, NY and PenServ Plan Services in West Columbia, SC, to provide recordkeeping services and third-party-administration services. Through the SmartChoice and MultiChoice programs, the IAR provides investment advisory service and assist Plan Sponsors with developing a customized investment plan to fit the needs of individual plan participants. Confidential Planning I, LLC and the IAR may use a variety of mutual fund company shares (including no-load and load-waived mutual funds). Each plan will consist of a diversified mix of investment options to assist plan participants of the plan in meeting their individual needs. The mix and weightings of investments will be based on the available plan options and each plan participant's risk profile, investment objectives, and individual preferences. Each plan and plan participants will have the opportunity to meet with the IAR at periodic educational sessions and the plan will have the opportunity to review the assets in the plan periodically with the IAR. Plan participants will have the ability to either generate online account statements through the TPA's website, or receive account statements from the recordkeeping agent, showing account activity, positions, and asset values held in the account no less frequently than quarterly. Additionally, participants can make changes to their investment allocation on an ad-hoc basis, in accordance with the terms of the respective plan documents. The assets of each plan account will be held at a qualified custodian.

#### Minimum Account Size

There is no minimum account size requirement.

#### ***Item 4.E.***

Confidential Planning I, LLC provide continuous and regular supervisory or management services to securities portfolios. As of January 1, 2020 there were 16 non-discretionary accounts representing \$40,328,000 of assets under management.

***Item 5.A.D.C.D.,& E.***

**Fee Schedule:**

The maximum annual asset fee charged will be 125 basis points for advisory services. The IAR has the discretion to discount fees. Management fees are separate and distinct from other fees that might apply, including transaction fees, underlying mutual fund fees and expenses paid to the fund by shareholders of the fund as outlined in each fund's prospectus, and custodian fees. The Sub-TA fees and other forms of revenue sharing Fees received by the plan's administrator or qualified custodian from the fund companies will be used to directly offset the plan's administrative costs. Administrative costs that remain after the application of the fees are paid by the plan in accordance with the arrangement between the plan and the qualified custodian. Any fees remaining will be credited to the plan in accordance with the arrangement between the plan and the plan's administrator. The IAR does not participate in the fees.

**Fee Schedule:**

Fees are negotiable on a case by case basis and can be paid by either the employer or the employee. IARs have the ability to discount fees. Management fees are separate and distinct from other fees that might apply, including transaction fees, underlying mutual fund fees and expenses paid to the fund by shareholders of the fund as outlined in each fund's prospectus, and custodian fees.

Fees are deducted on a monthly basis based upon a daily average balance formula. No fees are deducted by Confidential Planning I ,LLC.

***Item 6.***

There are no performance-based fees and side-by-side management.

***Item 7.***

Confidential Planning I, LLC generally provides investment advice to

- 403(B) Retirement Plans and their participants

There are no account minimums.



**Item 8A.B.,&C.**

Confidential Planning I, LLC's security analysis methods include:

- Charting
- Fundamental
- Technical
- Cyclical

Confidential Planning I, LLC's main source of information include:

- Financial newspapers and magazines
- Research materials prepared by others
- Annual reports, prospectuses, filings with the Securities and Exchange Commission
- Company press releases

Confidential Planning I, LLC's investment strategies used to implement any investment advice given to clients include:

- Long-term purchases (securities held at least a year)
- Short-term purchases (securities sold within a year)

Investing in securities involves risk of loss that *clients* should be prepared to bear. Market risk is the primary risk associated with the investment strategies utilized by Confidential Planning I, LLC. In the case of a primary trading investing strategy, frequent trading can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

***Item 9A.B.,&C.***

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of Confidential Planning I, LLC or the integrity of our management.

***Item 10A.B.C.,&D.***

Confidential Planning I, LLC is registered as a SEC investment advisory firm focused on bringing single provider 403(b) retirement plans to educators and employees of schools, hospitals and not-for-profit (501c) organizations.

**OTHER BUSINESS ACTIVITIES AND AFFILIATIONS**

**Pinnacle Investments, LLC**

Pinnacle Investments, LLC is dually registered as a securities broker-dealer and investment advisor. Pinnacle Investments, LLC's SEC File number is:801-67860 and its CRD number is:142910

Pinnacle Investments, LLC has arrangements that are material to its advisory business or clients with a related person who is an investment company and is also a general partner in a partnership in which clients are solicited to invest.

The majority of advisors in Confidential Planning I, LLC are also registered with Pinnacle Investments, LLC as either a broker or an investment advisor. There is not a conflict due to difference in clients and services provided to the clients.

**Pinnacle Holding Company, LLC**

Pinnacle Holding Company, LLC is the parent company of 1) Pinnacle Investments, LLC, 2) Confidential Planning I, LLC and 3) Pinnacle Capital Management, LLC. Confidential Planning Corporation. Pinnacle Investments, LLC is affiliated with Pinnacle Advisors, LLC. Pinnacle Advisors, LLC is an SEC-registered investment advisor. The advisory services provided by Pinnacle Advisors, LLC are separate and distinct from the advisory services provided by Pinnacle Investments, LLC, or any other subsidiary of Pinnacle Holding Company, LLC.

**Pinnacle Capital Management, LLC**

Pinnacle Capital Management (PCM) is a boutique investment management firm providing services to individual investors, corporations, pension funds, foundations, endowments, labor unions, insurance companies, healthcare organizations and governments. PCM specializes in managing equity, balanced and fixed income portfolios by identifying undervalued securities of well-known companies.

*Sub-Advisory Services*

PCM provides portfolio management services in the Pinnacle Investments' Pinnacle Capital Management Separately Managed Account Program (hereinafter "PCM SMAP"). PCM SMAP is a wrap fee program where Pinnacle Investments, LLC (hereinafter "PI") is the advisor and wrap fee program sponsor, and PCM is the sub-advisor responsible for portfolio management services. As part of its portfolio management services, depending on the version of the PCM SMAP agreement, PCM may vote proxies on behalf of participants.

PCM is compensated by PI for providing portfolio management services for clients participating in the wrap fee program. The participants in PCM SMAP are clients of PI and not advisory clients of PCM. PI is responsible for assisting clients in understanding the wrap fee program in light of the client's investment objectives and financial situation; initially and on an ongoing basis. PI is also responsible for client communication, portfolio reviews, client services, account maintenance, and communicating client portfolio strategy changes to PCM. PCM manages client portfolios in accordance with the portfolio strategy selected on the PCM SMAP agreement with full trading discretion, subject to written restrictions, and does not act in any other capacity.

*Sub-Advisory Services Fees*

PCM is compensated by PI as a sub-advisor for providing portfolio management services for clients participating in PCM SMAP. Generally, PI compensates PCM 0.65% of assets under management in the program annually. In certain circumstances, PI may compensate PCM at an alternative amount based on a mutually agreed upon fee for a particular PCM SMAP agreement. This amount may be more or less than 0.65% annually.

*Pinnacle Advisors, LLC*

Pinnacle Advisors, LLC is a SEC-registered investment advisor and is affiliated with Pinnacle Investments, LLC. The affiliate CRD Number is 142910 and the affiliate Investment Adviser SEC File Number is 801-67860.

**Item 11A.B.C.,&D.**

**Statement of General Policy**

This Code of Ethics ("Code") has been adopted by Confidential Planning I, LLC and is designed to comply with Rule 204A-1 under the Investment Advisers Act of 1940 ("Advisers Act").

This Code establishes rules of conduct for all employees of Confidential Planning I, LLC and is designed to, among other things; govern personal securities trading activities in the accounts of employees, immediate family/household accounts and accounts in which an employee has a beneficial interest. The Code is based upon the principle that Confidential Planning I, LLC and its employees owe a fiduciary duty to Confidential Planning I, LLC's clients to conduct their affairs, including their personal securities transactions, in such a manner as to avoid (i) serving their own personal interests ahead of clients, (ii) taking inappropriate advantage of their position with the firm and (iii) any actual or potential conflicts of interest or any abuse of their position of trust and responsibility.

The Code is designed to ensure that the high ethical standards long maintained by Confidential Planning I, LLC continue to be applied. The purpose of the Code is to preclude activities which may lead to or give the appearance of conflicts of interest, insider trading and other forms of prohibited or unethical business conduct. This is especially important given affiliations with other Investment Advisors and Broker-Dealers within the "Pinnacle Family of Companies". The excellent name and reputation of our firm continues to be a direct reflection of the conduct of each employee.

Pursuant to Section 206 of the Advisers Act, both Confidential Planning I, LLC and its employees are prohibited from engaging in fraudulent, deceptive or manipulative conduct. Compliance with this section involves more than acting with honesty and good faith alone. It means that the Confidential Planning I, LLC has an affirmative duty of utmost good faith to act solely in the best interest of its clients.

Confidential Planning I, LLC and its employees are subject to the following specific fiduciary obligations when dealing with clients:

- The duty to have a reasonable, independent basis for the investment advice provided;
- The duty to obtain best execution for a client's transactions where the Firm is in a position to direct brokerage transactions for the client;
- The duty to ensure that investment advice is suitable to meeting the client's individual objectives, needs and circumstances; and
- A duty to be loyal to clients.

In meeting its fiduciary responsibilities to its clients, Confidential Planning I, LLC expects every employee to demonstrate the highest standards of ethical conduct for continued employment with Confidential Planning I, LLC. Strict compliance with the provisions of the Code shall be considered a basic condition of employment with Confidential Planning I, LLC. Confidential Planning I, LLC's reputation for fair and honest dealing with its clients has taken considerable time to build. This standing could be seriously damaged as the result of even a single securities transaction being considered questionable in light of the fiduciary duty owed to our clients. Employees are urged to seek the advice of the firm's Chief Compliance Officer for any questions about the Code or the application of the Code to their individual circumstances. Employees should also understand that a material breach of the provisions of the Code may constitute grounds for disciplinary action, including termination of employment with Confidential Planning I, LLC.

The provisions of the Code are not all-inclusive. Rather, they are intended as a guide for employees of Confidential Planning I, LLC in their conduct. In those situations where an employee may be uncertain as to the intent or purpose of the Code, he/she is advised to consult with the firm's Chief Compliance Officer who may grant exceptions to certain provisions contained in the Code only in those situations when it is clear beyond dispute that the interests of our clients will not be adversely affected or compromised. All questions arising in connection with personal securities trading should be resolved in favor of the client even at the expense of the interests of employees.

The firm's Chief Compliance Officer will periodically report to senior management/board of directors of Confidential Planning I, LLC to document compliance with this Code.

#### **PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS**

It is the expressed policy of Confidential Planning I, LLC that no person employed by Confidential Planning I, LLC may participate or have interest in client transactions.

Confidential Planning I, LLC will provide a copy of its Code of Ethics to any client or prospective client upon request.

***Item 12A.1, 12A.2, 12.3, &B.***

Confidential Planning I, LLC does not receive research or other products or services other than execution from a broker-dealer or a third party in connection with *client* securities transactions, sometimes called “soft dollars”.

Confidential Planning I, LLC and Pinnacle Investments, LLC are related companies. Confidential Planning I, LLC’s employees’, working in an RIA capacity, may enroll clients in its related company’s Advisory programs and direct clients to its related companies

Confidential Planning I, does not have the ability to aggregate the purchase or sale of securities for various client accounts.

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At Confidential Planning I, LLC, all accounts are reviewed at least annually.

Clients receive statements of their accounts on a quarterly basis. These statements contain the primary information for the clients' investments. In addition, clients are able to access their account information online on a daily basis. Client accounts are reviewed on a monthly basis by the management of Confidential Planning I, LLC.



***Item 14.***

Confidential Planning I, LLC (or related persons) does not compensate for client referrals nor does it receive economic benefits, such as sales awards or other prizes, for providing investment advice or other advisory services to our clients.

***Item 15.***

Confidential Planning I, LLC does not have custody of our client's accounts. Account statements will be sent directly to plan participants from the qualified 403(B) custodian and/or record keeper. These statements should be carefully reviewed by the plan participants.

***Item 16.***

Confidential Planning I, LLC does not provide advice on a discretionary basis.

***Item 17***

Confidential Planning I, LLC does not vote client proxies. Clients can contact Confidential Planning I, LLC, Penserve Plan Services or Benefit Plans Administrators to discuss client proxy voting and Penserve Plan Services or Benefit Plans Administrators in order to have their proxy voted.

***Item 18A.B.,&C.***

In certain circumstances, registered investment advisors are required to provide clients with material financial information or disclosures about their financial condition. Information is considered material if there is a substantial likelihood that a reasonable investor would consider it important to an investment decision, or if it would alter the total mix of available information about the company.

Confidential Planning I, LLC is a profitable entity.

Confidential Planning I, LLC does not require or solicit prepayment of fees for non-discretionary accounts. We have not been the subject of a bankruptcy petition at any time during the past ten years.

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Education & Business Background

Dario Vacco 9/23/1984

Education: SUNY Geneseo Bachelor's Degree

Employment: Pinnacle Investments, LLC February 2007 – Present

FA

Confidential Planning – 2008 – present, CEO 2017

Mark Hansen Born: 1968

Education:

JD – New England School of Law 1999

Employment History:

September 2015 – Present – Pinnacle Holding Co – Chief Legal and Compliance Officer

September 2015 – Present – Pinnacle Investments, LLC – President and Chief Compliance Officer

May 2007 – July 2015 – State Street Bank & Trust Co – Chief Compliance Officer/Senior Compliance Officer State Street Global Markets