

# **Snowwater Investment Partners, LLC**

## **Form ADV Part 2A – Disclosure Brochure**

**Effective: December 14, 2021**

This Form ADV Part 2A (“Disclosure Brochure”) provides information about the qualifications and business practices of Snowwater Investment Partners, LLC (“Snowwater” or the “Advisor”). If you have any questions about the content of this Disclosure Brochure, please contact the Advisor at (203) 997-6670.

Snowwater is a registered investment advisor with the U.S. Securities and Exchange Commission (“SEC”). The information in this Disclosure Brochure has not been approved or verified by the SEC or by any state securities authority. Registration of an investment advisor does not imply any specific level of skill or training. This Disclosure Brochure provides information about Snowwater to assist you in determining whether to retain the Advisor.

Additional information about Snowwater and its Advisory Persons is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with the Advisor’s firm name or CRD# 311790.

**Snowwater Investment Partners, LLC**  
**411 Catamount Road, Fairfield, CT 06824**  
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<https://SnowwaterInvestmentPartners.com>

## Item 2 – Material Changes

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Form ADV 2 is divided into two parts: *Part 2A (the "Disclosure Brochure")* and *Part 2B (the "Brochure Supplement")*. The Disclosure Brochure provides information about a variety of topics relating to an Advisor's business practices and conflicts of interest. The Brochure Supplement provides information about the Advisory Persons of Snowwater. For convenience, the Advisor has combined these documents into a single disclosure document.

Snowwater believes that communication and transparency are the foundation of its relationship with clients and will continually strive to provide you with complete and accurate information at all times. Snowwater encourages all current and prospective clients to read this Disclosure Brochure and discuss any questions you may have with the Advisor.

### Material Changes

- The Advisor has clarified disclosures pertaining to the Advisors ownership structure. Victor M. Flores (Managing Partner) and Snowwater Holdings, LLC (Member) have assumed ownership positions with the Advisor. Please see item 4 for more detail.
- Mr. Orben established a relationship with March Capital Corp. as a registered representative of their broker-dealer to offer securities on a commissionable basis, if necessary. This relationship commenced on February 4, 2021. Please see Items 5.E and Item 10 as well as Mr. Orben's Form ADV 2B – Brochure Supplement.

### Future Changes

From time to time, the Advisor may amend this Disclosure Brochure to reflect changes in business practices, changes in regulations or routine annual updates as required by the securities regulators. This complete Disclosure Brochure or a Summary of Material Changes shall be provided to you annually and if a material change occurs.

At any time, you may view the current Disclosure Brochure on-line at the SEC's Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with the Advisor's firm name or CRD# 311790. You may also request a copy of this Disclosure Brochure at any time by contacting the Advisor at (203) 997-6670.

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## **Item 4 – Advisory Services**

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### **A. Firm Information**

Snowwater Investment Partners, LLC (“Snowwater” or the “Advisor”) is a registered investment advisor with the U.S. Securities and Exchange Commission (“SEC”). The Advisor was organized as a Limited Liability Company (“LLC”) under the laws of the State of Delaware in November 2020 and became a registered investment advisor in January 2021. Snowwater is owned and operated by Bradford R. Orben (Founder, Managing Partner and Chief Compliance Officer), Victor M. Flores (Managing Partner), and Snowwater Holdings, LLC (Member). Certain underlying owners of Snowwater Holdings are also Clients of the Advisor. Please see Item 11 for additional information.

This Disclosure Brochure provides information regarding the qualifications, business practices, and the advisory services provided by Snowwater. For information regarding this Disclosure Brochure, please contact Bradford R. Orben at (203) 997-6670.

### **B. Advisory Services Offered**

Snowwater offers wealth management services which include investment management, financial consulting and/or other advisory services to high net worth individuals, families and their related entities (each referred to as a “Client”).

The Advisor serves as a fiduciary to Clients, as defined under the applicable laws and regulations. As a fiduciary, the Advisor upholds a duty of loyalty, fairness and good faith towards each Client and seeks to mitigate potential conflicts of interest. Snowwater's fiduciary commitment is further described in the Advisor's Code of Ethics. For more information regarding the Code of Ethics, please see Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.

Snowwater provides customized investment advisory solutions for its Clients. This is achieved through continuous personal Client contact and interaction while providing discretionary investment management and related advisory services. Snowwater works closely with each Client to identify their investment goals and objectives as well as risk tolerance and financial situation in order to create one or more portfolio strategies.

Snowwater constructs customized investment portfolios, consisting of diversified equity and fixed income investments, hedge funds, private equity and structured notes. The Advisor may at times also utilize certain exchange-traded funds (“ETFs”), open-end mutual funds, and/or other types of investments. The Advisor may retain certain types of investments based on a Client's legacy investments based on portfolio fit and/or tax considerations.

Snowwater's investment strategies are primarily long-term focused, but the Advisor may buy, sell or re-allocate positions that have been held for less than one year to meet the objectives of the Client or due to market conditions. Snowwater will construct, implement and monitor the portfolio to ensure it meets the goals, objectives, circumstances, and risk tolerance agreed to by the Client. Each Client will have the opportunity to place reasonable restrictions on the types of investments to be held in their respective portfolio, subject to acceptance by the Advisor.

Snowwater evaluates and selects investments for inclusion in Client portfolios only after applying its internal due diligence process. Snowwater may recommend, on occasion, redistributing investment allocations to diversify the portfolio. Snowwater may recommend specific positions to increase sector or asset class weightings. The Advisor may recommend employing cash positions as a possible hedge against market movement. Snowwater may recommend selling positions for reasons that include, but are not limited to, harvesting capital gains or losses, business or sector risk exposure to a specific security or class of securities, overvaluation or overweighting of the position[s] in the portfolio, change in risk tolerance of the Client, generating cash to meet Client needs, or any risk deemed unacceptable for the Client's risk tolerance.

At no time will Snowwater accept or maintain custody of a Client's funds or securities, except for the limited authority as outlined in Item 15 – Custody. All Client assets will be managed within the designated account[s] at the Custodian, pursuant to the terms of the advisory agreement. Please see Item 12 – Brokerage Practices.

#### Financial Consulting Services

Snowwater will typically provide a variety of financial consulting services to Clients, pursuant to a written financial consulting agreement. Services are offered in several areas of a Client's financial situation, depending on their goals and objectives. Generally, such financial consulting services involve preparing a formal financial plan or rendering a specific financial consultation based on the Client's financial goals and objectives. This consulting may encompass one or more areas of need, including but not limited to, investment consulting, retirement consulting, personal savings, education savings, insurance needs, and/or other areas of a Client's financial situation.

A financial plan developed for, or financial consultation rendered to the Client will usually include general recommendations for a course of activity or specific actions to be taken by the Client. For example, recommendations may be made that the Client start or revise their investment programs, commence or alter retirement savings, establish education savings and/or charitable giving programs.

Snowwater may also refer Clients to an accountant, attorney or other specialists, as appropriate for their unique situation. For certain financial consulting engagements, the Advisor will provide a written summary of the Client's financial situation, observations, and recommendations. For consulting or ad-hoc engagements, the Advisor may not provide a written summary. Plans or consultations are typically completed within six (6) months of contract date, assuming all information and documents requested are provided promptly.

#### **C. Client Account Management**

Prior to engaging Snowwater to provide investment advisory services, each Client is required to enter into one or more agreements with the Advisor that define the terms, conditions, authority and responsibilities of the Advisor and the Client. These services may include:

- Establishing an Investment Strategy – Snowwater, in connection with the Client, will develop a strategy that seeks to achieve the Client's goals and objectives.
- Asset Allocation – Snowwater will develop a strategic asset allocation that is targeted to meet the investment objectives, time horizon, financial situation and tolerance for risk for each Client.
- Portfolio Construction – Snowwater will develop a portfolio for the Client that is intended to meet the stated goals and objectives of the Client.
- Investment Management and Supervision – Snowwater will provide investment management and ongoing oversight of the Client's investment portfolio.

#### **D. Wrap Fee Programs**

Snowwater does not manage or place Client assets into a wrap fee program. Investment management services are provided directly by Snowwater.

#### **E. Assets Under Management**

Snowwater has \$332,720,585 in assets under management, all of which are on a discretionary basis. Clients may request more current information at any time by contacting the Advisor.

#### **Item 5 – Fees and Compensation**

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The following paragraphs detail the fee structure and compensation methodology for services provided by the Advisor. Each Client engaging the Advisor for services described herein shall be required to enter into one more written agreements with the Advisor.

### **A. Fees for Advisory Services**

Wealth management fees are typically paid quarterly, in advance of each calendar quarter, pursuant to the terms of the wealth management agreement. Wealth management fees are based on the market value of assets under management at the end of the prior calendar quarter. Wealth management fees range from 0.75% to 1.25% annually. Certain Clients may be offered a fixed fee engagement. The wealth management fee in the first quarter of service is prorated from the inception date of the account[s] to the end of the first quarter. Fees may be negotiable at the sole discretion of the Advisor. Certain Clients may be offered a fixed rate fee schedule. The Client's fees will take into consideration the aggregate assets under management with the Advisor. All securities held in accounts managed by Snowwater will be independently valued by the Custodian. Snowwater will not have the authority or responsibility to value portfolio securities. Certain engagements may be billed monthly.

The Advisor's fee is exclusive of, and in addition to any applicable securities transaction and custody fees, and other related costs and expenses described in Item 5.C below, which may be incurred by the Client. However, the Advisor shall not receive any portion of these commissions, fees, and costs.

### **B. Fee Billing**

Wealth management fees are calculated by the Advisor or its delegate and deducted from the Client's account[s] at the Custodian. The Advisor shall send an invoice to the Custodian indicating the amount of the fees to be deducted from the Client's account[s] at the beginning of the respective quarter. The amount due is calculated by applying the quarterly rate (annual rate divided by 4) to the total assets under management with Snowwater at the end of the prior quarter. Clients will be provided with a statement, at least quarterly, from the Custodian reflecting deduction of the investment advisory fee. In addition, the Advisor will provide the Client a report itemizing the fee, including the calculation period covered by the fee, the account value and the methodology used to calculate the fee. Clients are urged to also review and compare the statement provided by the Advisor to the brokerage statement from the Custodian, as the Custodian does not perform a verification of fees. Clients provide written authorization permitting advisory fees to be deducted by Snowwater to be paid directly from their account[s] held by the Custodian as part of the wealth management agreement and separate account forms provided by the Custodian.

### **C. Other Fees and Expenses**

Clients may incur certain fees or charges imposed by third parties, other than Snowwater, in connection with investments made on behalf of the Client's account[s]. The Client is responsible for all custody and securities execution fees charged by the Custodian, as applicable. The fees charged by Snowwater are separate and distinct from these custody and execution fees.

In addition, all fees paid to Snowwater for investment advisory services are separate and distinct from the expenses charged by mutual funds and ETFs to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee. A Client may be able to invest in these products directly, without the services of Snowwater, but would not receive the services provided by Snowwater which are designed, among other things, to assist the Client in determining which products or services are most appropriate for each Client's financial situation and objectives. Accordingly, the Client should review both the fees charged by the fund[s] and the fees charged by Snowwater to fully understand the total fees to be paid. Please refer to Item 12 – Brokerage Practices for additional information.

### **D. Advance Payment of Fees and Termination**

Snowwater may be compensated for its wealth management services in advance of the quarter in which services are rendered. Either party may terminate the wealth management agreement, at any time, by providing advance written notice to the other party. The Client may also terminate the wealth management agreement within five (5) business days of signing the Advisor's agreement at no cost to the Client. After the five-day period, the Client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the Client. Upon termination, the Advisor will refund any unearned, prepaid investment advisory fees from the effective date of termination to the end of the quarter. The Client's wealth management agreement with the Advisor is non-transferable without the Client's prior consent.



## **E. Compensation for Sales of Securities**

Snowwater does not buy or sell securities to earn commissions and does not receive any compensation for securities transactions in any Client account, other than the investment advisory fees noted above.

Mr. Orben is also a registered representative of March Capital Corp., a registered broker-dealer (CRD# 24142), member FINRA, SIPC (herein "March"). In Mr. Orben's separate capacity as a registered representative of March, Mr. Orben may recommend to the Client to implement securities transactions under March and not through Snowwater. In such instances, Mr. Orben will receive commission-based compensation in connection with the purchase and sale of securities, including 12b-1 fees for the sale of investment company products [instead of advisory fees through Snowwater].

Compensation earned by Mr. Orben in his capacity as a registered representative is separate and in addition to the Advisor's fees. This practice presents a conflict of interest as Mr. Orben may have an incentive to effect securities transactions for the purpose of generating commissions rather than solely based on the needs of the Client. Clients are not obligated to implement any commissionable securities recommendation provided by Mr. Orben. Neither the Advisor nor Mr. Orben will earn ongoing investment advisory fees in connection with any products or services implemented in the Advisory Person's separate capacity as a registered representative. Please see Item 10 below.

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

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Snowwater does not charge performance-based fees for its investment advisory services. The fees charged by Snowwater are as described in Item 5 above and are not based upon the capital appreciation of the funds or securities held by any Client.

Snowwater does not manage any proprietary investment funds or limited partnerships (for example, a mutual fund or a hedge fund) and has no financial incentive to recommend any particular investment options to its Clients.

## **Item 7 – Types of Clients**

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Snowwater offers investment advisory services to high net worth individuals, families and their related entities. Snowwater generally does not impose a minimum relationship size but tailors its services to high net worth individuals and their families.

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

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### **A. Methods of Analysis**

Snowwater primarily employs fundamental and technical analysis methods in developing investment strategies for its Clients. Research and analysis from Snowwater are derived from numerous sources, including financial media companies, third-party research materials, Internet sources, and review of company activities, including annual reports, prospectuses, press releases and research prepared by others.

*Fundamental analysis* utilizes economic and business indicators as investment selection criteria. This criteria consists generally of ratios and trends that may indicate the overall strength and financial viability of the entity being analyzed. Assets are deemed suitable if they meet certain criteria to indicate that they are a strong investment with a value discounted by the market. While this type of analysis helps the Advisor in evaluating a potential investment, it does not guarantee that the investment will increase in value. Assets meeting the investment criteria utilized in the fundamental analysis may lose value and may have negative investment performance. The Advisor monitors these economic indicators to determine if adjustments to strategic allocations are appropriate. More details on the Advisor's review process are included below in Item 13 – Review of Accounts.



*Technical analysis* involves the analysis of past market data rather than specific company data in determining the recommendations made to clients. Technical analysis may involve the use of charts to identify market patterns and trends, which may be based on investor sentiment rather than the fundamentals of the company. The primary risk in using technical analysis is that spotting historical trends may not help to predict such trends in the future. Even if the trend will eventually reoccur, there is no guarantee that Snowwater will be able to accurately predict such a reoccurrence.

As noted above, Snowwater generally employs a long-term investment strategy for its Clients, as consistent with their financial goals. Snowwater will typically hold all or a portion of a security for more than a year, but may hold for shorter periods for the purpose of rebalancing a portfolio or meeting the cash needs of Clients. At times, Snowwater may also buy and sell positions that are more short-term in nature, depending on the goals of the Client and/or the fundamentals of the security, sector or asset class.

## **B. Risk of Loss**

Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss. Snowwater will assist Clients in determining an appropriate strategy based on their tolerance for risk and other factors noted above. However, there is no guarantee that a Client will meet their investment goals. Please see Item 8.B. for risks associated with the Advisor's investment strategies as well as general risks of investing.

While the methods of analysis help the Advisor in evaluating a potential investment, it does not guarantee that the investment will increase in value. Assets meeting the investment criteria utilized in these methods of analysis may lose value and may have negative investment performance. The Advisor monitors these economic indicators to determine if adjustments to strategic allocations are appropriate. More details on the Advisor's review process are included below in Item 13 – Review of Accounts.

Each Client engagement will entail a review of the Client's investment goals, financial situation, time horizon, tolerance for risk and other factors to develop an appropriate strategy for managing a Client's account. Client participation in this process, including full and accurate disclosure of requested information, is essential for the analysis of a Client's account[s]. The Advisor shall rely on the financial and other information provided by the Client or their designees without the duty or obligation to validate the accuracy and completeness of the provided information. It is the responsibility of the Client to inform the Advisor of any changes in financial condition, goals or other factors that may affect this analysis.

The risks associated with a particular strategy are provided to each Client in advance of investing Client accounts. The Advisor will work with each Client to determine their tolerance for risk as part of the portfolio construction process. Following are some of the risks associated with the Advisor's investment strategies:

### Market Risks

The value of a Client's holdings may fluctuate in response to events specific to companies or markets, as well as economic, political, or social events in the U.S. and abroad. This risk is linked to the performance of the overall financial markets.

### ETF Risks

The performance of ETFs is subject to market risk, including the possible loss of principal. The price of the ETFs will fluctuate with the price of the underlying securities that make up the funds. In addition, ETFs have a trading risk based on the loss of cost efficiency if the ETFs are traded actively and a liquidity risk if the ETFs has a large bid-ask spread and low trading volume. The price of an ETF fluctuates based upon the market movements and may dissociate from the index being tracked by the ETF or the price of the underlying investments. An ETF purchased or sold at one point in the day may have a different price than the same ETF purchased or sold a short time later.

### Bond ETFs

Bond ETFs are subject to specific risks, including the following: (1) interest rate risks, i.e. the risk that bond prices will fall if interest rates rise, and vice versa, the risk depends on two things, the bond's time to maturity, and the

coupon rate of the bond. (2) reinvestment risk, i.e. the risk that any profit gained must be reinvested at a lower rate than was previously being earned, (3) inflation risk, i.e. the risk that the cost of living and inflation increase at a rate that exceeds the income investment thereby decreasing the investor's rate of return, (4) credit default risk, i.e. the risk associated with purchasing a debt instrument which includes the possibility of the company defaulting on its repayment obligation, (5) rating downgrades, i.e. the risk associated with a rating agency's downgrade of the company's rating which impacts the investor's confidence in the company's ability to repay its debt and (6) Liquidity Risks, i.e. the risk that a bond may not be sold as quickly as there is no readily available market for the bond.

#### Mutual Fund Risks

The performance of mutual funds is subject to market risk, including the possible loss of principal. The price of the mutual funds will fluctuate with the value of the underlying securities that make up the funds. The price of a mutual fund is typically set daily therefore a mutual fund purchased at one point in the day will typically have the same price as a mutual fund purchased later that same day.

#### Options Contracts

Investments in options contracts have the risk of losing value in a relatively short period of time. Option contracts are leveraged instruments that allow the holder of a single contract to control many shares of an underlying stock. This leverage can compound gains or losses.

#### Margin Borrowings

The use of short-term margin borrowings may result in certain additional risks to a Client. For example, if securities pledged to brokers to secure a Client's margin accounts decline in value, the Client could be subject to a "margin call", pursuant to which it must either deposit additional funds with the broker or be the subject of mandatory liquidation of the pledged securities to compensate for the decline in value.

#### Alternative Investments (Limited Partnerships)

The performance of alternative investments (limited partnerships) can be volatile and may have limited liquidity. An investor could lose all or a portion of their investment. Such investments often have concentrated positions and investments that may carry higher risks. Client should only have a portion of their assets in these investments.

**Past performance is not a guarantee of future returns. Investing in securities and other investments involve a risk of loss that each Client should understand and be willing to bear. Clients are reminded to discuss these risks with the Advisor.**

### **Item 9 – Disciplinary Information**

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**There are no legal, regulatory or disciplinary events involving Snowwater or its management persons.**

Snowwater values the trust Clients place in the Advisor. The Advisor encourages Clients to perform the requisite due diligence on any advisor or service provider that the Client engages. The backgrounds of the Advisor or Advisory Persons are available on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with the Advisor's firm name or CRD# 311790.

### **Item 10 – Other Financial Industry Activities and Affiliations**

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#### Broker-Dealer Affiliation

As noted in Item 5, Mr. Orben is also a registered representative of March. In his separate capacity as a registered representative of March, Mr. Orben will receive commissions for the implementation of recommendations for commissionable transactions. Clients are not obligated to implement any commissionable securities recommendations provided by Mr. Orben. Neither the Advisor nor Mr. Orben will earn ongoing investment advisory fees in connection with any services implemented in Mr. Orben's separate capacity as a registered representative of March.

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

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### A. Code of Ethics

Snowwater has implemented a Code of Ethics (the “Code”) that defines the Advisor’s fiduciary commitment to each Client. This Code applies to all persons associated with Snowwater (“Supervised Persons”). The Code was developed to provide general ethical guidelines and specific instructions regarding the Advisor’s duties to each Client. Snowwater and its Supervised Persons owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of Snowwater’s Supervised Persons to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code covers a range of topics that address employee ethics and conflicts of interest. To request a copy of the Code, please contact the Advisor at (203) 997-6670.

### B. Personal Trading with Material Interest

Snowwater allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Snowwater does not act as principal in any transactions. In addition, the Advisor does not act as the general partner of a fund, or advise an investment company. Snowwater does not have a material interest in any securities traded in Client accounts.

### C. Personal Trading in Same Securities as Clients

Snowwater allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities that are recommended (purchase or sell) to Clients presents a conflict of interest that, as fiduciaries, must be disclosed to Clients and mitigated through policies and procedures. As noted above, the Advisor has adopted the Code to address insider trading (material non-public information controls); gifts and entertainment; outside business activities and personal securities reporting. When trading for personal accounts, Supervised Persons have a conflict of interest if trading in the same securities. The fiduciary duty to act in the best interest of its Clients can be violated if personal trades are made with more advantageous terms than Client trades, or by trading based on material non-public information. This risk is mitigated by Snowwater requiring reporting of personal securities trades by conducting a coordinated review of personal accounts and the accounts of the Clients. The Advisor has also adopted written policies and procedures to detect the misuse of material, non-public information. In addition, certain Investors of Snowwater are also Clients of the Advisor. Snowwater does not put the interests of these owners above any other Client.

### D. Personal Trading at Same Time as Client

While Snowwater allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients, such trades are typically aggregated with Client orders or traded afterwards. **At no time will Snowwater, or any Supervised Person of Snowwater, transact in any security to the detriment of any Client.**

## Item 12 – Brokerage Practices

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### A. Recommendation of Custodian[s]

Snowwater does not have discretionary authority to select the broker-dealer/custodian for custody and execution services. The Client will engage the broker-dealer/custodian (herein the “Custodian”) to safeguard Client assets and authorize Snowwater to direct trades to the Custodian as agreed upon in the wealth management agreement. Further, Snowwater does not have the discretionary authority to negotiate commissions on behalf of Clients on a trade-by-trade basis.

Where Snowwater does not exercise discretion over the selection of the Custodian, it may recommend the Custodian to Clients for custody and execution services. Clients are not obligated to use the Custodian recommended by the Advisor and will not incur any extra fee or cost associated with using a custodian not recommended by Snowwater. However, the Advisor may be limited in the services it can provide if the recommended Custodian is not engaged. As Mr. Orben is also a registered representative of March, the Advisor may be limited in using other broker-dealers/custodians as March must approve the use of any outside broker-dealer/custodian in connection with its supervision. Snowwater may recommend the Custodian based on criteria

such as, but not limited to, reasonableness of commissions charged to the Client, services made available to the Client, and its reputation and/or the location of the Custodian's offices.

Following are additional details regarding the brokerage practices of the Advisor:

**1. Soft Dollars** - Soft dollars are revenue programs offered by broker-dealers/custodians whereby an advisor enters into an agreement to place security trades with a broker-dealer/custodian in exchange for research and other services. Snowwater does not participate in soft dollar programs sponsored or offered by any broker-dealer/custodian. However, the Advisor receives certain economic benefits from the Custodian. Please see Item 14 below.

**2. Brokerage Referrals** - Snowwater does not receive any compensation from any third party in connection with the recommendation for establishing an account.

**3. Directed Brokerage** - All Clients are serviced on a "directed brokerage basis", where Snowwater will place trades within the established account[s] at the Custodian designated by the Client. Further, all Client accounts are traded within their respective account[s]. The Advisor will not engage in any principal transactions (i.e., trade of any security from or to the Advisor's own account) or cross transactions with other Client accounts (i.e., purchase of a security into one Client account from another Client's account[s]). Snowwater will not be obligated to select competitive bids on securities transactions and does not have an obligation to seek the lowest available transaction costs. These costs are determined by the Custodian.

## **B. Aggregating and Allocating Trades**

The primary objective in placing orders for the purchase and sale of securities for Client accounts is to obtain the most favorable net results taking into account such factors as 1) price, 2) size of the order, 3) difficulty of execution, 4) confidentiality and 5) skill required of the Custodian. Snowwater will execute its transactions through the Custodian as authorized by the Client. Snowwater may aggregate orders in a block trade or trades when securities are purchased or sold through the Custodian for multiple (discretionary) accounts in the same trading day. If a block trade cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that is consistent with the initial pre-allocation or other written statement. This must be done in a way that does not consistently advantage or disadvantage any particular Clients' accounts.

## **Item 13 – Review of Accounts**

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### **A. Frequency of Reviews**

Securities in Client accounts are monitored on a regular and continuous basis by the CCO of Snowwater. Formal reviews are generally conducted at least annually or more frequently depending on the needs of the Client.

### **B. Causes for Reviews**

In addition to the investment monitoring noted in Item 13.A., each Client account shall be reviewed at least annually. Reviews may be conducted more frequently at the Client's request. Accounts may be reviewed as a result of major changes in economic conditions, known changes in the Client's financial situation, and/or large deposits or withdrawals in the Client's account[s]. The Client is encouraged to notify Snowwater if changes occur in the Client's personal financial situation that might adversely affect the Client's investment plan. Additional reviews may be triggered by material market, economic or political events.

### **C. Review Reports**

The Client will receive brokerage statements no less than quarterly from the Custodian. These brokerage statements are sent directly from the Custodian to the Client. The Client may also establish electronic access to the Custodian's website so that the Client may view these reports and their account activity. Client brokerage statements will include all positions, transactions and fees relating to the Client's account[s]. The Advisor may also provide Clients with periodic reports regarding their holdings, allocations, and performance.

## **Item 14 – Client Referrals and Other Compensation**

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### **A. Compensation Received by Snowwater**

Snowwater is a fee-based advisory firm, that is compensated solely by its Clients and not from any investment product. Snowwater does not receive commissions or other compensation from product sponsors, broker-dealers or any un-related third party. Snowwater may refer Clients to various unaffiliated, non-advisory professionals (e.g. attorneys, accountants, estate planners) to provide certain financial services necessary to meet the goals of its Clients. Likewise, Snowwater may receive non-compensated referrals of new Clients from various third-parties.

### **B. Client Referrals from Solicitors**

Snowwater does not engage paid solicitors for Client referrals.

## **Item 15 – Custody**

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Snowwater does not accept or maintain custody of any Client accounts, except for the authorized deduction of the Advisor's fees. All Clients must place their assets with a "qualified custodian". Clients are required to engage the Custodian to retain their funds and securities and direct Snowwater to utilize that Custodian for the Client's security transactions. Clients should review statements provided by the Custodian and compare to any reports provided by Snowwater to ensure accuracy, as the Custodian does not perform this review. For more information about custodians and brokerage practices, see Item 12 – Brokerage Practices.

If the Client gives the Advisor authority to move money from one account to another account, the Advisor may have custody of those assets. In order to avoid additional regulatory requirements, the Custodian and the Advisor have adopted safeguards to ensure that the money movements are completed in accordance with the Client's instructions.

## **Item 16 – Investment Discretion**

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Snowwater generally has discretion over the selection and amount of securities to be bought or sold in Client accounts without obtaining prior consent or approval from the Client. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the Client and agreed to by Snowwater. Discretionary authority will only be authorized upon full disclosure to the Client. The granting of such authority will be evidenced by the Client's execution of a wealth management agreement containing all applicable limitations to such authority. All discretionary trades made by Snowwater will be in accordance with each Client's investment objectives and goals.

## **Item 17 – Voting Client Securities**

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Snowwater does not accept proxy-voting responsibility for any Client. Clients will receive proxy statements directly from the Custodian. The Advisor will assist in answering questions relating to proxies, however, the Client retains the sole responsibility for proxy decisions and voting.

## **Item 18 – Financial Information**

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Neither Snowwater, nor its management, have any adverse financial situations that would reasonably impair the ability of Snowwater to meet all obligations to its Clients. Neither Snowwater, nor any of its Advisory Persons, have been subject to a bankruptcy or financial compromise. Snowwater is not required to deliver a balance sheet along with this Disclosure Brochure as the Advisor does not collect advance fees of \$1,200 or more for services to be performed six months or more in the future.

## **Form ADV Part 2B – Brochure Supplement**

**for**

**Bradford R. Orben  
Founder and Managing Partner  
Chief Compliance Officer**

**Effective: December 14, 2021**

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of Bradford R. Orben (CRD# 2269125) in addition to the information contained in the Snowwater Investment Partners, LLC (“Snowwater” or the “Advisor”, CRD# 311790) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the Snowwater Disclosure Brochure or this Brochure Supplement, please contact us at (203) 997-6670.

Additional information about Mr. Orben is available on the SEC’s Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 2269125.



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## Item 2 – Educational Background and Business Experience

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Bradford R. Orben, born in 1969, is dedicated to advising Clients of Snowwater as its Founder and Managing Partner. Mr. Orben also serves as the Chief Compliance Officer of Snowwater. Mr. Orben earned B.S. in Economics from Dickinson College in 1992. Additional information regarding Mr. Orben's employment history is included below.

### Employment History:

Founder and Managing Partner, Snowwater Investment Partners, LLC	01/2021 to Present
Registered Representative, March Capital Corp.	02/2021 to Present
Executive Director Family Office, Building and Land Technology	02/2008 to 12/2020

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## Item 3 – Disciplinary Information

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***There are no legal, civil or disciplinary events to disclose regarding Mr. Orben.*** Mr. Orben has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Orben.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Orben.***

However, we do encourage you to independently view the background of Mr. Orben on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 2269125.

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## Item 4 – Other Business Activities

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### Broker-Dealer Affiliation

Mr. Orben is also a registered representative of March Capital Corp., a registered broker-dealer (CRD# 24142), member FINRA, SIPC (herein "March"). In his separate capacity as a registered representative of March, Mr. Orben will receive commissions for the implementation of recommendations for commissionable transactions. Clients are not obligated to implement any commissionable securities recommendations provided by Mr. Orben. Neither the Advisor nor Mr. Orben will earn ongoing investment advisory fees in connection with any services implemented in Mr. Orben's separate capacity as a registered representative of March. Mr. Orben spends less than 1% of his business time with activities relating to March.

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## Item 5 – Additional Compensation

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Mr. Orben may receive compensation from his role as a registered representative of March. Please see item 4 above.

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## Item 6 – Supervision

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Mr. Orben serves as the Founder and Managing Partner of Snowwater. Mr. Orben also serves as the Chief Compliance Officer of Snowwater. Mr. Orben can be reached at (203) 997-6670.

Snowwater has implemented a Code of Ethics, an internal compliance document that guides each Supervised Person in meeting their fiduciary obligations to Clients of Snowwater. Further, Snowwater is subject to regulatory oversight by various agencies. These agencies require registration by Snowwater and its Supervised Persons. As a registered entity, Snowwater is subject to examinations by regulators, which may be announced or unannounced. Snowwater is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

## **Form ADV Part 2B – Brochure Supplement**

**for**

**Victor M. Flores  
Managing Partner**

**Effective: December 14, 2021**

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of Victor M. Flores (CRD# 5246496) in addition to the information contained in the Snowwater Investment Partners, LLC (“Snowwater” or the “Advisor”, CRD# 311790) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the Snowwater Disclosure Brochure or this Brochure Supplement, please contact us at (203) 997-6670.

Additional information about Mr. Flores is available on the SEC’s Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 5246496.



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## Item 2 – Educational Background and Business Experience

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Victor M. Flores, born in 1980, is dedicated to advising Clients of Snowwater as a Managing Partner. Mr. Flores earned an MBA from Wharton School at University of Pennsylvania in 2019. Mr. Flores also earned a B.S. in Computer Science from St. John's University in 2002. Mr. Flores also earned an M.S. in Finance from Pace University in 2006. Additional information regarding Mr. Flores's employment history is included below.

### Employment History:

Managing Partner, Snowwater Investment Partners, LLC	04/2021 to Present
Director, Investments, Citi Private Advisory, LLC (Citigroup Global Markets, Inc.)	09/2020 to 04/2021
Owner, Investments, Cowdin Partners, LLC	12/2018 to 09/2020
Investment Manager, Javeri Holdings, LLC (JIYA & BAPA Trusts)	02/2013 to 12/2018
SVP Investments, Citi Private Bank	10/2010 to 02/2013

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## Item 3 – Disciplinary Information

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***There are no legal, civil or disciplinary events to disclose regarding Mr. Flores.*** Mr. Flores has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Flores.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Flores.***

However, we do encourage you to independently view the background of Mr. Flores on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 5246496.

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## Item 4 – Other Business Activities

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Mr. Flores is also an Adjunct Professor at St. John's University. Limited time is required during business hours.

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## Item 5 – Additional Compensation

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Mr. Flores is dedicated to the investment advisory activities of Snowwater's Clients. Mr. Flores does not receive any additional forms of compensation from Clients.

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## Item 6 – Supervision

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Mr. Flores serves as a Managing Partner of Snowwater and is supervised by Bradford Orben, the Chief Compliance Officer. Mr. Orben can be reached at (203) 997-6670.

Snowwater has implemented a Code of Ethics, an internal compliance document that guides each Supervised Person in meeting their fiduciary obligations to Clients of Snowwater. Further, Snowwater is subject to regulatory oversight by various agencies. These agencies require registration by Snowwater and its Supervised Persons. As a registered entity, Snowwater is subject to examinations by regulators, which may be announced or unannounced. Snowwater is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

## Privacy Policy

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Effective: December 14, 2021

### Our Commitment to You

Snowwater Investment Partners, LLC ("Snowwater" or the "Advisor") is committed to safeguarding the use of personal information of our Clients (also referred to as "you" and "your") that we obtain as your Investment Advisor, as described here in our Privacy Policy ("Policy").

Our relationship with you is our most important asset. We understand that you have entrusted us with your private information, and we do everything that we can to maintain that trust. Snowwater (also referred to as "we", "our" and "us") protects the security and confidentiality of the personal information we have and implements controls to ensure that such information is used for proper business purposes in connection with the management or servicing of our relationship with you.

Snowwater does not sell your non-public personal information to anyone. Nor do we provide such information to others except for discrete and reasonable business purposes in connection with the servicing and management of our relationship with you, as discussed below.

Details of our approach to privacy and how your personal non-public information is collected and used are set forth in this Policy.

### Why you need to know?

Registered Investment Advisors ("RIAs") must share some of your personal information in the course of servicing your account. Federal and State laws give you the right to limit some of this sharing and require RIAs to disclose how we collect, share, and protect your personal information.

### What information do we collect from you?

Driver's license number	Date of birth
Social security or taxpayer identification number	Assets and liabilities
Name, address and phone number[s]	Income and expenses
E-mail address[es]	Investment activity
Account information (including other institutions)	Investment experience and goals

### What Information do we collect from other sources?

Custody, brokerage and advisory agreements	Account applications and forms
Other advisory agreements and legal documents	Investment questionnaires and suitability documents
Transactional information with us or others	Other information needed to service account

### How do we protect your information?

To safeguard your personal information from unauthorized access and use we maintain physical, procedural and electronic security measures. These include such safeguards as secure passwords, encrypted file storage and a secure office environment. Our technology vendors provide security and access control over personal information and have policies over the transmission of data. Our associates are trained on their responsibilities to protect Client's personal information.

We require third parties that assist in providing our services to you to protect the personal information they receive from us.

### How do we share your information?

An RIA shares Client personal information to effectively implement its services. In the section below, we list some reasons we may share your personal information.

Basis For Sharing	Do we share?	Can you limit?
<b>Servicing our Clients</b> We may share non-public personal information with non-affiliated third parties (such as administrators, brokers, custodians, regulators, credit agencies, other financial institutions) as necessary for us to provide agreed upon services to you, consistent with applicable law, including but not limited to: processing transactions; general account maintenance; responding to regulators or legal investigations; and credit reporting. Snowwater shares Client information with March Capital Corp. ("March"). This sharing is due to the oversight March has over certain Supervised Persons of the Advisor. You may also contact us at any time for a copy of the March Privacy Policy.	Yes	No
<b>Marketing Purposes</b> Snowwater does not disclose, and does not intend to disclose, personal information with non-affiliated third parties to offer you services. Certain laws may give us the right to share your personal information with financial institutions where you are a customer and where Snowwater or the client has a formal agreement with the financial institution. <b>We will only share information for purposes of servicing your accounts, not for marketing purposes.</b>	No	Not Shared
<b>Authorized Users</b> Your non-public personal information may be disclosed to you and persons that we believe to be your authorized agent[s] or representative[s].	Yes	Yes
<b>Information About Former Clients</b> Snowwater does not disclose and does not intend to disclose, non-public personal information to non-affiliated third parties with respect to persons who are no longer our Clients.	No	Not Shared

### Changes to our Privacy Policy

We will send you a copy of this Policy annually for as long as you maintain an ongoing relationship with us.

Periodically we may revise this Policy and will provide you with a revised Policy if the changes materially alter the previous Privacy Policy. We will not, however, revise our Privacy Policy to permit the sharing of non-public personal information other than as described in this notice unless we first notify you and provide you with an opportunity to prevent the information sharing.

### Any Questions?

You may ask questions or voice any concerns, as well as obtain a copy of our current Privacy Policy by contacting us at (203) 997-6670.