



VisionPoint Group, LLC

Form ADV Part 2A – Appendix 1  
Wrap Fee Program Brochure

March 16, 2021

This Form ADV2A – Appendix 1 (“Wrap Fee Program Brochure”) provides information about the qualifications and business practices for VisionPoint Group, LLC (“VisionPoint”) services when offering services pursuant to a wrap program. This Wrap Fee Program Brochure shall always be accompanied by the VisionPoint Disclosure Brochure, which provides complete details on the business practices of the VisionPoint. If you did not receive the complete VisionPoint Disclosure Brochure or have any questions about the contents of this brochure, please contact the Advisor at (800) 282-4032 or by email at: [jmars@vpadvisor.com](mailto:jmars@vpadvisor.com).

VisionPoint is a registered investment advisor with the U.S. Securities and Exchange Commission (“SEC”). The information in this Wrap Fee Program Brochure has not been approved or verified by the SEC or by any state securities authority. This Wrap Fee Program Brochure provides information about VisionPoint to assist you in determining whether to retain VisionPoint.

Additional information about VisionPoint is also available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). VisionPoint CRD number is: 168733.

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*Registration does not imply a certain level of skill or training.*

## Item 2: Material Changes

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Form ADV 2 - Appendix 1 provides information about a variety of topics relating to VisionPoint's business practices and conflicts of interest. This Wrap Fee Program Brochure discusses wrap fee programs offering by VisionPoint.

### Material Changes

The following material changes have been made to this Wrap Fee Brochure since the last filing and distribution to Clients:

- James Mars has been appointed as the Chief Compliance Officer, effective March 2021.
- The Advisor has amended its legal name to ensure accuracy of disclosure.

### Future Changes

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

You may view this Wrap Fee Program Brochure and 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# 168733. You may also request a copy of this Disclosure Brochure at any time, by contacting the Advisor at (800) 282-4032 or by email at: [jmars@vpadvisor.com](mailto:jmars@vpadvisor.com).

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# Item 4: Services Fees and Compensation

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VisionPoint Group, LLC (herein after “VisionPoint”) offers the following services to advisory Clients:

## **A. Description of Services**

VisionPoint participates in and sponsors a wrap fee program for certain investment management service Clients. This wrap fee program allows VisionPoint to manage Client accounts for a single fee that includes portfolio management services and custodial costs. VisionPoint charges an annual fee of up to 2.50% of total assets under management. Portfolio management fees are withdrawn from the Client’s accounts by the Custodian with Client’s written authorization or may be invoiced and billed directly to the Client; Clients may select the method in which they are billed. Fees are paid quarterly. These fees are negotiable depending upon the needs of the Client and complexity of the situation and the final fee schedule is attached as Exhibit I of the Investment Advisory Contract.

VisionPoint uses an average of the daily balance in the Client’s account throughout the billing period, after considering deposits and withdrawals, for purposes of determining the market value of the assets upon which the advisory fee is based.

Refunds for fees paid in advance will be returned within fourteen days to the Client via check or return deposit back into the Client’s account.

For all asset-based fees paid in advance, the fee refunded will be the balance of the fees collected in advance minus the daily rate\* times the number of days in the billing period up to and including the day of termination. (\*The daily rate is calculated by dividing the annual asset-based fee by 365.)

## **B. Contribution Cost Factors**

The program may cost the Client more or less than purchasing such services separately. There are several factors that bear upon the relative cost of the program including the cost of the services if provided separately and the trading activity in the Client’s account.

## **C. Additional Fees**

Clients who participate in the wrap fee program will not have to pay for transaction or trading fees. However, Clients are still responsible for other account fees; such as annual IRA fees to the custodian, termination fees if the account is moved to another broker, or third party adviser fees.

## **D. Compensation of Client Participation**

Neither VisionPoint, nor any representatives of VisionPoint receive any additional compensation beyond advisory fees for the participation of Client in the wrap fee program. However, compensation received may be more than what would have been received if Client paid separately for investment advice, brokerage, and other services. Therefore, VisionPoint may have a financial incentive to recommend the wrap fee program to Clients.

# Item 5: Account Requirements and Types of Clients

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VisionPoint generally provides its wrap fee program services to the following types of Clients:

- Individuals
- High-Net-Worth Individuals
- Banks and Thrift Institutions
- Pension and Profit-Sharing Plans
- Charitable Organizations
- Corporations or Business Entities
- State or Municipal Government Entities
- Other Investment Advisers

### ***Minimum Account Size***

There is no account minimum.

# Item 6: Portfolio Manager Selection and Evaluation

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## **A. Selecting/Reviewing Portfolio Managers**

VisionPoint will not select any outside portfolio managers for management of this wrap fee program. VisionPoint will be the sole portfolio manager for this wrap fee program.

## ***1. Standards Used to Calculate Portfolio Manager Performance***

VisionPoint will use industry standards to calculate portfolio manager performance.

## ***2. Review of Performance Information***

VisionPoint reviews the performance information to determine and verify its accuracy and compliance with presentation standards. The performance information is reviewed monthly by VisionPoint.

## **B. Related Persons**

Not applicable to this program.

## **C. Advisory Business**

VisionPoint offers investment supervisory services to its wrap fee program participants as detailed in Section 4 above.

### ***Portfolio Management Services***

VisionPoint offers ongoing portfolio management services, through the wrap fee program described below, based on the individual goals, objectives, time horizon, and risk tolerance of each Client. VisionPoint seeks to design investment strategies utilizing the Client's current situation (income, tax levels, and risk tolerance levels) to construct a plan to aid in the selection of a portfolio that matches each Client's specific situation.

Portfolio management services include, but are not limited to, the following:

- Investment strategy
- Asset allocation
- Risk tolerance
- Personal investment policy
- Asset selection
- Regular portfolio monitoring

VisionPoint evaluates the current investments of each Client with respect to their risk tolerance levels and time horizon. Risk tolerance levels are documented in the Investment Advisory Contract, which is given to each Client.

VisionPoint seeks to provide that investment decisions are made in accordance with the fiduciary duties owed to its accounts and without consideration of VisionPoint's economic, investment or other financial interests. To meet its fiduciary obligations, VisionPoint attempts to avoid, among other things, investment or trading practices that systematically advantage or disadvantage certain Client portfolios, and, accordingly, VisionPoint's policy is to seek fair and equitable

allocation of investment opportunities/transactions among its Clients to avoid favoring one Client over another over time.

### ***Subadviser Services***

VisionPoint may also act as a subadviser to advisers unaffiliated with VisionPoint. These third-party advisers would outsource portfolio management services to VisionPoint. This relationship will be memorialized in each contract between VisionPoint and the third-party advisor.

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

VisionPoint does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a Client.

### ***Services Limited to Specific Types of Investments***

VisionPoint generally limits its investment advice to mutual funds, equities, fixed income securities, ETFs (including ETFs in the gold and precious metal sectors), real estate funds (including REITs), non-U.S. securities (to a limited extent), hedge funds, and insurance products including annuities. VisionPoint may invest in American Depositary Receipts, but expects to do so infrequently, and may use other securities as well to help diversify a portfolio when applicable.

### ***Client Tailored Services and Client Imposed Restrictions***

VisionPoint will tailor a program for each individual Client. This will include an interview session to get to know the Client's specific needs and requirements as well as a plan that will be executed by VisionPoint on behalf of the Client. Clients completed a basic financial plan with their advisor to determine short and long-term needs, cash flow, retirement needs in addition to risk tolerance. VisionPoint may use "model portfolios" together with a specific set of recommendations for each Client based on their personal restrictions, needs, and targets. Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent VisionPoint from properly servicing the Client account, or if the restrictions would require VisionPoint to deviate from its standard suite of services, VisionPoint reserves the right to end the relationship.

### ***Wrap Fee Programs***

VisionPoint sponsors a wrap fee program, which is an investment program where the investor pays one stated fee that includes management fees, transaction costs, fund expenses, and any other administrative fees. VisionPoint manages the investments in the wrap fee program differently than non-wrap fee accounts in that it will not involve allocation to third party managers. A portion of the fees paid to the wrap account program will be given to VisionPoint as a management fee.



## ***Methods of Analysis***

VisionPoint's methods of analysis include charting analysis, fundamental analysis, technical analysis, cyclical analysis, quantitative analysis and modern portfolio theory.

**Charting analysis** involves the use of patterns in performance charts. VisionPoint uses this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security.

**Fundamental analysis** involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

**Technical analysis** involves the analysis of past market data; primarily price and volume.

**Cyclical analysis** involved the analysis of business cycles to find favorable conditions for buying and/or selling a security.

**Quantitative analysis** deals with measurable factors as distinguished from qualitative considerations such as the character of management or the state of employee morale, such as the value of assets, the cost of capital, historical projections of sales, and so on.

**Modern portfolio theory** is a theory of investment which attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, by carefully choosing the proportions of various assets.

## ***Investment Strategies***

VisionPoint uses long term trading, short term trading, short sales, and options trading (including covered options, uncovered options, or spreading strategies).

**Investing in securities involves a risk of loss that you, as a Client, should be prepared to bear.**

## ***Material Risks Involved***

**Charting analysis** strategy involves using and comparing various charts to predict long and short-term performance or market trends. The risk involved in using this method is that only past performance data is considered without using other methods to crosscheck data. Using charting analysis without other methods of analysis would be making the assumption that past performance will be indicative of future performance. This may not be the case.

**Fundamental analysis** concentrates on factors that determine a company's value and expected

future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

**Technical analysis** attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be identified then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not work long term.

**Cyclical analysis** assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are two-fold: 1) the markets do not always repeat cyclical patterns and 2) if too many investors begin to implement this strategy, it changes the very cycles these investors are trying to exploit.

**Quantitative Model Risk.** Investment strategies using quantitative models may perform differently than expected as a result of, among other things, the factors used in the models, the weight placed on each factor, changes from the factors' historical trends, and technical issues in the construction and implementation of the models.

**Modern Portfolio Theory** assumes that investors are risk adverse, meaning that given two portfolios that offer the same expected return, investors will prefer the less risky one. Thus, an investor will take on increased risk only if compensated by higher expected returns. Conversely, an investor who wants higher expected returns must accept more risk. The exact trade-off will be the same for all investors, but different investors will evaluate the trade-off differently based on individual risk aversion characteristics. The implication is that a rational investor will not invest in a portfolio if a second portfolio exists with a more favorable risk-expected return profile – i.e., if for that level of risk an alternative portfolio exists which has better expected returns.

VisionPoint may use short-term trading. VisionPoint generally does not use short sales and options trading. Short sales and options trading generally holds greater risk and Clients should be aware that there is a material risk of loss using any of those strategies.

**Long term trading** is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose Clients to various types of risk that will typically surface at various intervals during the time the Client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

**Short term trading** risks include liquidity, economic stability, and inflation, in addition to the long-term trading risks listed above. Frequent trading can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

**Short sales** entail the possibility of infinite loss. An increase in the applicable securities' prices will result in a loss and, over time, the market has historically trended upward.

**Options** writing or trading involves a contract to purchase a security at a given price, not necessarily

at market value, depending on the market. This strategy includes the risk that an option may expire out of the money resulting in minimal or no value and the possibility of leveraged loss of trading capital due to the leveraged nature of stock options.

**Investing in securities involves a risk of loss that you, as a Client, should be prepared to bear.**

### ***Risks of Specific Securities Utilized***

VisionPoint generally does not use short sales and options trading, which holds greater risk of capital loss. Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below (leaving aside Treasury Inflation Protected/Inflation Linked Bonds) are not guaranteed or insured by the FDIC or any other government agency.

**Mutual Funds:** Investing in mutual funds carries the risk of capital loss and thus you may lose money investing in mutual funds. All mutual funds have costs that lower investment returns. They can be of bond “fixed income” nature (lower risk) or stock “equity” nature (mentioned below).

**Equity** investment generally refers to buying shares of stocks in return for receiving a future payment of dividends and capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry market conditions and general economic environments.

**Fixed income** investments generally pay a return on a fixed schedule, though the amount of the payments can vary and include corporate and government debt securities, leveraged loans, high yield, and investment grade debt and structured products, such as mortgage and other asset-backed securities, although individual bonds may be the best-known type of fixed income security. In general, the fixed income market is volatile, and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk, liquidity risk, call risk and credit and default risks for both issuers and counterparties. The risk of default on treasury inflation protected/inflation linked bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal. Risks of investing in foreign fixed income securities also include the general risk of non-U.S. investing described below.

**Exchange Traded Funds (ETFs):** Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). The price of Precious Metal ETFs (e.g., Gold, Silver, or Palladium Bullion backed “electronic shares” not physical metal) may be negatively impacted by several factors, among them (1) large sales by the official sector which own a significant portion of aggregate world holdings in gold and other precious metals, (2) a significant increase in hedging activities by producers of gold or other precious metals, (3) a significant change in the attitude of speculators and investors.

**Real Estate** funds (including REITs) face several kinds of risk that are inherent in the real estate sector, which historically has experienced significant fluctuations and cycles in performance.

Revenues and cash flows may be adversely affected by: changes in local real estate market conditions due to changes in national or local economic conditions or changes in local property market characteristics; competition from other properties offering the same or similar services; changes in interest rates and in the state of the debt and equity credit markets; the ongoing need for capital improvements; changes in real estate tax rates and other operating expenses; adverse changes in governmental rules and fiscal policies; adverse changes in zoning laws; the impact of present or future environmental legislation and compliance with environmental laws.

**Hedge Funds** often engage in leveraging and other speculative investment practices that may increase the risk of investment loss; can be highly illiquid; are not required to provide periodic pricing or valuation information to investors; May involve complex tax structures and delays in distributing important tax information; are not subject to the same regulatory requirements as mutual funds; and often charge high fees. In addition, hedge funds may invest in risky securities and engage in risky strategies.

**Options** are contracts to purchase a security at a given price, risking that an option may expire out of the money resulting in minimal or no value. An uncovered option is a type of options contract that is not backed by an offsetting position that would help mitigate risk. The risk for a “naked” or uncovered put is not unlimited, whereas the potential loss for an uncovered call option is limitless. Spread option positions entail buying and selling multiple options on the same underlying security, but with different strike prices or expiration dates, which helps limit the risk of other option trading strategies. Option writing also involves risks including but not limited to economic risk, market risk, sector risk, idiosyncratic risk, political/regulatory risk, inflation (purchasing power) risk and interest rate risk.

**Non-U.S. securities** present certain risks such as currency fluctuation, political and economic change, social unrest, changes in government regulation, differences in accounting and the lesser degree of accurate public information available.

**Past performance is not indicative of future results. Investing in securities involves a risk of loss that you, as a Client, should be prepared to bear.**

### ***Voting Client Proxies***

VisionPoint will not be required to take any action or render any advice with respect to the voting of proxies solicited by or with respect to the issuers of securities in which assets of the Account may be invested from time to time except as may be directed by Client and except as may be otherwise required by law.

VisionPoint does not have any authority to and does not vote (or recommend how to vote) proxies on behalf of ERISA Clients. Adviser will not be responsible for and is expressly precluded from voting (or recommending how to vote) proxies of the investments held by the Plan (or its trust). Responsibility for voting proxies of investments held by the Plan or its trust remain with Client (or, if applicable, the Plan participants).

Clients may obtain a complete copy of the proxy voting policy by contacting VisionPoint in writing and requesting such information. Clients can send written requests to the Chief Compliance Officer at [kbeaudoin@vpadvisor.com](mailto:kbeaudoin@vpadvisor.com).

## Item 7: Client Information Provided to Portfolio Managers

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VisionPoint is the portfolio manager for this wrap fee program. All Client information that is collected, including basic information, risk tolerance, sophistication level, and income level will be collected by VisionPoint. As that information changes and is updated, VisionPoint will have immediate access to that information once collected.

## Item 8: Client Contact with Portfolio Managers

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VisionPoint places no restrictions on Client ability to contact its portfolio managers. VisionPoint's representative, James Mars can be contacted during regular business hours and contact information is on the cover page of VisionPoint's Form ADV Part 2B brochure supplement.

## Item 9: Additional Information

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### **A. Disciplinary Action and Other Financial Industry Activities**

#### **Criminal or Civil Actions**

There are no criminal or civil actions to report.

## **Administrative Proceedings**

There are no administrative proceedings to report.

## **Self-Regulatory Organization (SRO) Proceedings**

In order to resolve an alleged failure to properly disclose loans from its broker-dealer, LPL Financial, LLC VisionPoint submitted an Offer of Settlement to the SEC that resulted in a September 2017 order against VisionPoint. The order included censure, a cease and desist with respect to the alleged disclosure violations, and a \$45,000 fine, which has been paid by VisionPoint.

## ***Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor***

Neither VisionPoint nor its representatives are registered as or have pending applications to become a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor.

## ***Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests***

VisionPoint's investment advisory representatives will be registered representatives of LPL Financial, LLC ("LPL"). From time to time, they will offer Clients advice or products from those activities and will receive commissions from sales of packaged products, including without limitation brokerage transactions, mutual fund loads, Variable Annuities. Clients should be aware that these services pay a commission or other compensation and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. VisionPoint always acts in the best interest of the Client, including with respect to the sale of commissionable products to advisory Clients.

Clients are in no way required to implement the plan through any representative of VisionPoint in such individual's capacity as a registered representative.

Certain employees are licensed insurance agents. From time to time, they will offer Clients advice or products from those activities. Clients should be aware that these services pay a commission or other compensation and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. VisionPoint always acts in the best interest of the Client; including the sale of commissionable products to advisory Clients. Clients are in no way required to implement the plan through any representative of VisionPoint in such individual's capacity as an insurance agent.

If an IAR has recently become associated with LPL, he or she may have received payments from LPL

in connection with the transition from another broker dealer. These payments, which may be significant, are intended to assist an IAR with the costs associated with transition, such as moving expenses, leasing space, furniture, staff and termination fees associated with moving accounts; however, LPL does not confirm the use of these payments for such transition costs. These payments may be in the form of loans to the IAR, which may be repayable to LPL or may be forgiven by LPL based on years of service with LPL (e.g. if the IAR remains with LPL for 5 years) and/or the scope of business engaged in with LPL, including the amount of advisory account assets with LPL. This presents a potential conflict of interest in that an IAR has a financial incentive to recommend that a Client engage with the IAR and LPL for advisory services in order for the loan to be forgiven. However, an IAR may only recommend a program or service that he or she believes is suitable for you. LPL and VisionPoint Group have systems in place to review IAR-managed accounts for suitability over the course of the advisory relationship.

In addition, James Mars, Principal of VisionPoint Group in his role as Office of Jurisdiction (OSJ) Manager, may receive a portion of the payment paid by LPL to the IAR. These payments are intended to offset costs associated with the support of an IAR's transition. This presents a potential conflict of interest as Mr. Mars has a financial incentive to support the recommendation advisory services associated with LPL. Mr. Mars and the IAR may only recommend a program or service that he believes is suitable for the Client involved. LPL and VisionPoint Group have systems in place to review managed accounts for suitability over the course of the advisory relationship.

Transactions in LPL advisory program accounts may be placed through LPL Financial as the executing broker-dealer. VisionPoint receives compensation from LPL because of a Client's participation in an LPL program.

Depending on, among other things, the size of the account, changes in its value over time, the ability to negotiate fees or commissions, and the number of transactions, the amount of this compensation may be more or less than what the VisionPoint would receive if the Client participated in other programs, whether through LPL or another sponsor, or whether the Client paid separately for investment advice, brokerage and other services.

### ***Selection of Other Advisors or Managers and How This Adviser is Compensated for Those Selections***

VisionPoint does not utilize nor select other advisors or third-party managers through its wrap fee program. All wrap fee assets are managed by VisionPoint management.

## **B. Code of Ethics, Client Referrals and Financial Information**

### ***Code of Ethics***

We have a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. The Advisor's Code of Ethics is available free upon request to any Client or prospective Client.

### ***Investing Personal Money in the Same Securities as Clients***

From time to time, representatives of VisionPoint may buy or sell securities for themselves that they also recommend to Clients. This may provide an opportunity for representatives of VisionPoint to buy or sell the same securities before or after recommending the same securities to Clients resulting in representatives profiting off the recommendations they provide to Clients. Such transactions may create a conflict of interest. VisionPoint will always document any transactions that could be construed as conflicts of interest and will always transact Client business before their own when similar securities are being bought or sold.

### ***Frequency and Nature of Periodic Reviews and Who Makes Those Reviews***

Client accounts are reviewed at least monthly.

### ***Factors That Will Trigger a Non-Periodic Review of Client Accounts***

Reviews may be triggered by material market, economic or political events, or by changes in Client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

### ***Content and Frequency of Regular Reports Provided to Clients***

Each Client will receive at least quarterly from the custodian, a written report that details the Client's account including assets held and asset value which will come from the custodian.

### ***Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)***

VisionPoint and certain of its representatives received loans from LPL. The terms of these loans, including the loan being forgiven, are based in part on LPL benefitting financially from its relationship with VisionPoint and its personnel, which constitutes a conflict of interest. VisionPoint mitigates this conflict of interest by ensuring that it acts in the best interests of its Clients, including when utilizing LPL as a broker-dealer.



### ***Participation in Institutional Advisor Platform***

VisionPoint has established an institutional relationship with LPL to assist the VisionPoint in managing Client account[s]. VisionPoint receives access to software and related support as part of its relationship with LPL. The software and related systems support may benefit VisionPoint, but not its Clients directly. In fulfilling its duties to its Clients, VisionPoint endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits from a Custodian creates a conflict of interest since these benefits may influence VisionPoint's recommendation of the Custodian over one that does not furnish similar software, systems support, or services. Additionally, VisionPoint may receive the following benefits from LPL: receipt of duplicate Client confirmations and bundled duplicate statements; access to a trading desk that exclusively services its institutional participants; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to Client accounts; and access to an electronic communication network for Client order entry and account information.

VisionPoint and its Advisory Persons are incented to join and remain affiliated with LPL and to recommend that Clients establish accounts with LPL through the provision of Transition Assistance. LPL also provides other compensation to VisionPoint and its Advisory Persons, including but not limited to, bonus payments, repayable and forgivable loans, stock awards and other benefits.

LPL provides various benefits and payments to Advisory Persons that are new to the LPL platform to assist the representative with the costs (including foregone revenues during account transition) associated with transitioning his or her business to the LPL platform (collectively referred to as "Transition Assistance"). The proceeds of such Transition Assistance payments are intended to be used for stationery and licensure transfer fees, LPL's platform and to render advisory services to Clients transitioning to VisionPoint from another advisor. Please refer to the relevant Part 2B brochure supplement for more information about the specific Transition Payments your representative receives.

Transition Assistance payments and other benefits are provided to Supervised Persons of VisionPoint in their capacity as Registered Representatives of LPL. However, the receipt of Transition Assistance by such Advisory Persons creates conflicts of interest relating to VisionPoint's advisory business because it creates a financial incentive for VisionPoint's representatives to recommend that its Clients maintain their accounts with LPL. In certain instances, the receipt of such benefits is dependent on a Dually Registered Person maintaining its Clients' assets with LPL and therefore VisionPoint has an incentive to recommend that Clients maintain their account with LPL in order to generate such benefits.

The receipt of any such compensation creates a financial incentive for your representative to recommend LPL as custodian for the assets in your advisory account. We encourage you to discuss

any such conflicts of interest with your representative before making a decision to custody your assets at LPL.

### ***Compensation to Non – Advisory Personnel for Client Referrals***

VisionPoint may enter into written arrangements with third parties to act as solicitors for the Adviser's investment management services. All compensation with respect to the foregoing will be fully disclosed to each Client to the extent required by applicable law. All such referral activities will be conducted in accordance with Rule 206(4)-3 under the Advisers Act, where applicable.

### ***Balance Sheet***

VisionPoint neither requires nor solicits prepayment of more than \$1,200 in fees per Client, six months or more in advance and therefore does not need to include a balance sheet with this brochure.

### ***Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients***

Neither VisionPoint nor its management has any financial condition that is likely to reasonably impair VisionPoint's ability to meet contractual commitments to Clients.

### ***Bankruptcy Petitions in Previous Ten Years***

VisionPoint has not been the subject of a bankruptcy petition in the last ten years.