

SECURITY FIRST ADVISORS, INC.

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March 23, 2022

This Brochure provides information about the qualifications and business practices of Security First Advisors, Inc. If you have any questions about the contents of this Brochure, you may contact us at (503) 274-4224 or stacy@sfainc.us to obtain answers and additional information. Security First Advisors, Inc. is an investment adviser registered with the United States Securities and Exchange Commission (“SEC”). Registration of an investment adviser does not imply any level of skill or training. The information in this Brochure has not been approved or verified by the SEC or by any state securities authority.

Additional information about Security First Advisors, Inc. (CRD No. 117502) is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

The date of our previous annual update to our Brochure was March 26, 2021.

We will ensure that all current clients receive a Summary of Material Changes to this and subsequent Brochures within 120 days of the close of our business' fiscal year. A Summary of Material Changes is also included with our Brochure on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for Security First Advisors, Inc. is 117502. The Summary of Material Changes is listed as "Exhibit A" to our Brochure. We may further provide other ongoing disclosure information about material changes as necessary and will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure may be requested by contacting Stacy Rerick, Chief Compliance Officer at (503) 274-4224 or stacy@sfainc.us. Our Brochure is provided free of charge.

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Item 4 – Advisory Business

A Security First Advisors, Inc. (“SFA” “we” or “us”) is an independent investment advisory firm based in Vancouver, Washington, with an additional office in Portland, Oregon. SFA is registered as an investment advisor firm with the United States Securities and Exchange Commission (“SEC”). The firm has been in business since 1981 and registered as an investment adviser since 1992. The principal owner is the firm of Russell Wilkinson Rerick, Inc., which is owned by Evan Russell, Ronald Wilkinson, Stacy Rerick, and Margaret Maher. Our principal place of business is located in Vancouver, Washington.

B, C We are investment managers with both active and passive investment strategies providing portfolio management for individuals, businesses or institutional clients. We also assist our clients with the selection of other advisors. We invest in both public and private equity securities, warrants, public and private corporate debt securities, certificates of deposit, municipal securities, investment company securities, U.S. Government securities, option contracts and interests in partnership investing. See Item 8 for a description of our investment strategy.

Advice and services are tailored to the stated objectives of the Client(s). We discuss with the Client in detail critically important information such as the Client’s risk tolerance, time horizon, and projected future needs, to formulate an investment strategy. This strategy guides us in objectively and suitably managing the Client’s account. We meet with Clients as needed to review portfolio performance, discuss current issues, and re-assess goals and plans. After Client assets are invested, we continuously monitor their investments and provide advice related to ongoing financial and investment needs. We are objective advisors, and we always put our Clients’ interests first.

Clients may impose restrictions on investing in certain securities and types of securities. We have non-discretionary authority over Client funds and we must first obtain Client approval prior to executing any transactions in account(s).

We also provide financial planning services. SFA will gather initial data from the client to determine a scope of work that may include, but is not limited to, education funding analysis, retirement feasibility, estate planning and wealth transfer analysis, pension and profit sharing design and review of any items contained in the comprehensive plan.

D We do not participate in or sponsor any wrap fee programs.

E As of December 31, 2021, we are managing approximately \$378,737,196 of Client assets on a non-discretionary basis and no Client assets (\$0) on a discretionary basis.

Item 5 – Fees and Compensation

- A** An asset management fee will be charged on a quarterly basis. This fee may include basic, periodic financial planning services.

Our standard asset management fee schedules are negotiable but will not exceed the following:

Assets Under Management	Annual Fee
\$0 - \$1,000,000	2.00%
\$1,000,001 - \$4,999,999	1.50%
\$5,000,000 - \$9,999,999	1.00%
\$10,000,000 and above	0.50%

SFA also provides financial planning services for a fee that is not associated with asset management, or for those clients who may not need full asset management services. Financial planning services may include one or more of the services listed below:

CORE FINANCIAL PLANNING

- Goals and objectives – development and clarification
- Cash flow analysis – pre-retirement budgeting
- Cash flow analysis – post-retirement income replacement plan
- Statement of Financial Position (net worth statement)
- Retirement plan - feasibility, sustainability and “What-if” illustrations
- Pension analysis
- Social Security planning
- Required Minimum Distribution and Qualified Charitable Distribution Plan
- Education funding plan

PORTFOLIO ANALYSIS

- Portfolio holdings analysis
- Risk tolerance profile
- Portfolio design
- Tax efficiency strategies

RISK MANAGEMENT

- Life insurance needs analysis,
- Disability insurance needs analysis
- Long-term care insurance needs analysis
- Asset protection planning

ESTATE PLANNING

- Estate plan review
- Beneficiary and registration review
- Inherited assets and distribution choices
- Charitable giving plan
- Generational wealth transfer strategies

f. Estate tax minimization strategies

An estimated cost for completing the agreed upon scope of work will be provided to the client in advance at a rate of \$125 - \$395 per hour depending on the nature of the work and whether the work is being performed at the Staff, Associate or Partner level.

SFA may also provide project and/or consulting services for a particular task requested by a client. Projects or consultations are generally performed on a one time or limited basis, rather than ongoing. Our project/consulting fee is normally determined with reference to the size and complexity of the scope of work, the estimate of time involvement and the level of personnel (Staff, Associate, or Partner) who will be devoted to a given project. Based on these particular factors, our project and/or consulting fees may range generally from \$500 - \$7,500.

A separate Life/Wealth Letter of Engagement Agreement will specify the work provided by us and the fee to be paid by the client.

In some instances, we may recommend that all or a portion of Client assets be managed by an unrelated Sub-Advisor for active trading. Under these circumstances, we are paid a portion of a Client's advisory fee that is paid to the Sub-Advisor. These arrangements are more fully disclosed in Section 10, below. Active trading accounts may have higher rates, which are determined on an individual basis.

- B** Fees based on hourly rates, or project/consulting work are billed to the clients. All fees for assets under management are generally deducted from Client accounts. Should a client desire to pay advisory fees from a different account, SFA must receive written instructions from the client in advance. Except for accounts managed through some Sub-Advisors, all fees for assets under management are deducted quarterly in arrears. Fees are paid directly to us from the account by the custodian. Payment of fees may result in the liquidation of Client's securities if there is insufficient cash in the account. The fee is based on the closing market value of the Client's account on the last trading day of the prior quarter.

Market value means the value of all assets in the account. To determine value, securities and other instruments traded on a market for which actual transaction prices are publicly reported shall be valued at the last reported sale price on the principal market in which they are traded (or, if there shall be no sales on such date, then at the mean between the closing bid and asked prices on such date). Other readily marketable securities and other instruments shall be priced using a pricing service or through quotations from one or more dealers. In a situation where less actively traded securities do not have readily available market quotations, the Advisor will take steps to ensure that an appropriate valuation methodology is used to determine the value of the security. In the event the client disputes the value assessed by the Advisor, the Advisor will seek to obtain and document price information from at least one independent source, whether it be a broker-dealer, bank, pricing service or other source.

- C** Clients pay brokerage transaction costs and other charges directly to the custodian. See Item 12. Clients may be required to pay, in addition to SFA's fee, a proportionate share of any Exchange Traded Fund's (ETF) or mutual fund's fees and charges. For example, even a non-

profit, no-load, mutual fund's operating expenses are paid out of the fund and are an additional expense incurred by the Client.

Our fees include the time and activities necessary to work with Client's attorney, accountant, or other third parties in reaching agreement on solutions, as well as assisting those third parties in implementation of all appropriate documents. However, we are not responsible for attorney, accountant, or other third-party fees charged to a Client as a result of these activities.

- D** Clients pay our investment supervisory and/or management fees quarterly in arrears. Upon termination, accounts will be billed through the last day of service.

Generally, Sub-Advisor fees are also deducted quarterly in arrears. However, certain Sub-Advisors may deduct their fees from client accounts quarterly in advance. Upon termination of an account managed through a Sub-Advisor, any unearned fees are returned pro-rata to the client.

Project/Consulting services generally require a prepayment of fees in the amount of 50% of the project cost up front. The remaining 50% is due and payable upon completion of the project. We will invoice Clients for hourly rate services/projects.

Upon termination of any account or project, prepaid but unearned fees (if any) will be promptly refunded by SFA. Any fees that have been earned by SFA but not yet paid by Client will be immediately due and payable.

A client may terminate any agreement within five business days of signing and all fees will be refunded. After five days any unearned fees for work not yet completed will be refunded. Either party may terminate an agreement by written notice.

- E** SFA, Russell Wilkinson Rerick, Inc. (RWR), and individual principals may receive indirect compensation from ownership interests in Westridge Lofts LLC, Pioneer Select LLC, Boulder Ridge LLC, First Street Station RC, LLC, SFA Commercial LLC, Romano Capital Investment Fund LLC, Eleva LLC, Riverside Townhomes OZ, LLC, and/or others. Please also see Item 10.

Investment advisor representatives associated with Security First Advisors, Inc. may, from time to time, offer these investments affiliated with the above-referenced entities to their investment advisory clients. Evan Russell, Ronald Wilkinson, and Stacy Rerick are all investment advisor representatives associated with Security First Advisors, Inc. and indirect owners of Security First Advisors, Inc. As owners of Security First Advisors, Inc., they may be incentivized to recommend that their investment advisory clients purchase investment certificates in SFA Commercial LLC, or similar entities over other products because of the indirect compensation that they will receive from management fees and ownership interests. They will only recommend investment to their clients that are suitable for the investment and in amounts that are consistent with their investment objectives.

Rollover Recommendations

As part of our investment advisory services to you, we may recommend that you roll assets

from your employer's retirement plan, such as a 401(k), 457, or ERISA 403(b) account (collectively, a "Plan Account"), to an individual retirement account, such as a SIMPLE IRA, SEP IRA, Traditional IRA, or Roth IRA (collectively, an "IRA Account") that we will manage on your behalf. We may also recommend rollovers from IRA Accounts to Plan Accounts, from Plan Accounts to Plan Accounts, and from IRA Accounts to IRA Accounts. When we provide any of the foregoing rollover recommendations we are acting as fiduciaries within the meaning of Title I of the Employee Retirement Income Security Act ("ERISA") and/or the Internal Revenue Code ("IRC"), as applicable, which are laws governing retirement accounts.

If you elect to roll the assets to an IRA that is subject to our management, we will charge you an asset-based fee as set forth in the advisory agreement you executed with our firm. This creates a conflict of interest because it creates a financial incentive for our firm to recommend the rollover to you (*i.e.*, receipt of additional fee-based compensation). You are under no obligation, contractually or otherwise, to complete the rollover. Moreover, if you do complete the rollover, you are under no obligation to have the assets in an IRA managed by our firm. Due to the foregoing conflict of interest, when we make rollover recommendations, we operate under a special rule that requires us to act in your best interests and not put our interests ahead of yours.

Under this special rule's provisions, we must:

- meet a professional standard of care when making investment recommendations (give prudent advice);
- never put our financial interests ahead of yours when making recommendations (give loyal advice);
- avoid misleading statements about conflicts of interest, fees, and investments;
- follow policies and procedures designed to ensure that we give advice that is in your best interests;
- charge no more than a reasonable fee for our services; and
- give you basic information about conflicts of interest.

Many employers permit former employees to keep their retirement assets in their company plan. Also, current employees can sometimes move assets out of their company plan before they retire or change jobs. In determining whether to complete the rollover to an IRA, and to the extent the following options are available, you should consider the costs and benefits of a rollover.

Note that an employee will typically have four options in this situation:

1. leaving the funds in your employer's (former employer's) plan;
2. moving the funds to a new employer's retirement plan;
3. cashing out and taking a taxable distribution from the plan; or
4. rolling the funds into an IRA rollover account.

Each of these options has positives and negatives. Because of that, along with the importance of understanding the differences between these types of accounts, we will provide you with a

written explanation of the advantages and disadvantages of both account types and the basis for our belief that the rollover transaction we recommend is in your best interests.

As an alternative to providing you with a rollover recommendation, we may instead take an entirely educational approach in accordance with the U.S. Department of Labor's Interpretive Bulletin 96-1. Under this approach, our role will be limited only to providing you with general educational materials regarding the pros and cons of rollover transactions. We will make no recommendation to you regarding the prospective rollover of your assets and you are advised to speak with your trusted tax and legal advisors with respect to rollover decisions. As part of this educational approach, we may provide you with materials discussing some or all of the following topics: the general pros and cons of rollover transactions; the benefits of retirement plan participation; the impact of pre-retirement withdrawals on retirement income; the investment options available inside your Plan Account; and high level discussion of general investment concepts (*e.g.*, risk versus return, the benefits of diversification and asset allocation, historical returns of certain asset classes, etc.). We may also provide you with questionnaires and/or interactive investment materials that may provide a means for you to independently determine your future retirement income needs and to assess the impact of different asset allocations on your retirement income. You will make the final rollover decision.

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

We do not charge any performance-based fees for our services. Accordingly, this Item is not applicable to our firm.

Item 7 – Types of Clients

We provide investment advice to individuals, businesses, pension and profit-sharing plans, institutional clients and trusts and estates. Because each Client is unique, they must be willing to be involved in the planning and ongoing processes. Such involvement does not have to be time consuming, however we want our Clients to remain informed and have a sense of security about their investments.

We have no minimum investable asset requirements or minimum fees to either begin or maintain a relationship with SFA. We will not turn away a potential client, or terminate the relationship with a current client, based solely on their net worth. However, our investment strategy works best for clients with more than \$300,000 in investable assets.

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

SFA will gather initial data from the client to quantify and qualify a client's needs and goals. Risk tolerance, cash flow needs and time constraints (among other factors) are considered in the portfolio creation process.

We research and analyze securities using, technical, charting, cyclical and fundamental analysis.

Technical analysis involves the analysis of past market data; primarily price and volume. This strategy attempts to predict a future stock price or direction based on market trends. The assumption is that

the market follows perceptible patterns, which if identified a prediction can be made. The risk is that markets do not always follow patterns. Relying solely on this method may not work long term.

Charting analysis involves the use of patterns in performance charts. We use this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security. This type of analysis involves using and comparing various charts to predict long and short term performance or market trends. The risk involved in solely 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.

Cyclical analysis involves the analysis of business cycles to find favorable conditions for buying and/or selling a security. This strategy assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are first, that the markets do not always repeat cyclical patterns, and second, that if too many investors begin to implement this strategy, it changes those very cycles they are trying to take advantage of.

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

The main sources of information we rely upon when researching and analyzing securities include financial publications, inspection of corporate activities, research materials prepared by others, corporate ratings services, company press releases and filings with the Securities and Exchange Commission. We may employ portfolio management software in order to construct efficient risk and return investment models, that will appropriately correspond to our Clients risk tolerance, and financial goals.

Our primary investment strategies used to implement investment advice given to Clients include long-term (securities held at least one year) and short-term (securities sold within a year) purchases and occasional trading (securities sold within 30 days).

We use our best judgment and good faith efforts in rendering services to Client. However, all investments involve risk of loss that Clients should be prepared to bear. We cannot warrant or guarantee any particular level of account performance, or that accounts will be profitable over time. Not every investment recommendation we make will be profitable. Clients assume all market risk involved in the investment of account assets. Investments are subject to various market, currency, economic, political and business risks.

Except as may otherwise be provided by law, we are not liable to Clients for:

- ❖ Any loss that Clients may suffer by reason of any investment recommendation we made with that degree of care, skill, and diligence under the circumstances that a prudent person acting in a fiduciary capacity would use; or
- ❖ Any act or failure to act by a custodian of Client accounts.

It is the responsibility of the Client to give us complete information and to notify us of any changes in financial circumstances or goals.

Item 9 – Disciplinary Information

We are required to disclose all material facts regarding any legal or disciplinary event that would be material to your evaluation of our firm, or the integrity of our management. No principal or person associated with SFA has any information to disclose which is applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

Westridge Lofts LLC, Boulder Ridge LLC, First Street Station RC, LLC, Pioneer Select LLC, Eleva LLC, and Riverside Townhomes OZ, LLC, may pay fees of up to two percent to SFA. Romano Capital Investment Fund LLC may pay fees to the fund manager, Capital Preservation Management, LLC, an investment advisory firm registered in the State of Washington that is not affiliated with SFA. In turn, Capital Preservation Management, LLC may distribute fees of up to two percent to SFA for certain ongoing due diligence and related advisory services.

Due to the relationship between the entities, SFA, RWR, and individual investment advisor representatives may receive indirect compensation from these offerings, as described above. Security First Advisors, Inc. is a member and the manager of SFA Commercial LLC and Evan Russell and his spouse are indirect owners as members through a limited liability company they control. SFA Commercial was formed to raise capital, make, purchase, hold, manage and dispose of short-term commercial loans secured by real property.

Individual investment advisor representatives of SFA Inc. may offer membership interests in Westridge Lofts LLC, Pioneer Select LLC, Boulder Ridge LLC, First Street Station RC, LLC, SFA Commercial LLC, Romano Capital Investment Fund LLC, Eleva LLC, Riverside Townhomes OZ, LLC, or other offerings to investment advisory clients, when appropriate. In offering these securities to their clients, these representatives may be incentivized to recommend that clients purchase membership interests in these entities rather than other products because of the compensation that they will receive. Nevertheless, investment advisor representatives affiliated with SFA will only recommend membership interests in affiliated offerings when suitable to their clients, and in amounts that are consistent with their investment objectives.

Please also see Items 5, 10, 12 and 14.

We may, on occasion, recommend that all or a portion of a Client's assets be managed by an unaffiliated Sub-Advisor. Fees charged by a Sub-Advisor will be fully disclosed to Clients. Sub-advisory fees may be deducted directly from Client accounts and may result in increased fees to Client. Clients may be required to execute a limited power of attorney with a Sub-Advisor selected by us.

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

- A** SFA has a Code of Ethics which all employees are required to follow. The Code of Ethics outlines our high standard of business conduct, and fiduciary duty to Clients. The Code of Ethics includes provisions relating to the confidentiality of Client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts, the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things.

A copy of the code of ethics is available to any Client or prospective Client upon request. Our Clients or prospective Clients may request a copy of the firm's Code of Ethics by contacting Stacy Rerick at (503) 274-4224 or stacy@sfainc.us.

- B-D** As noted throughout this brochure, we have management interests or controlling ownership in companies or investments that we advise certain Clients to buy. In all such cases, that information is disclosed to the client and offered only when appropriate.

SFA or individuals associated with our firm may buy and sell some of the same securities for their own account that SFA buys and sells for its Clients. When appropriate we will purchase or sell securities for Clients before purchasing the same for our account or allowing representatives to purchase or sell the same for their own account. In some cases, SFA or representatives may buy or sell securities for their own account for reasons not related to the strategies adopted for our Clients. Our employees are required to follow the Code of Ethics when making trades for their own accounts in securities which are recommended to and/or purchased for Clients. The Code of Ethics is designed to assure that the personal securities transactions will not interfere with decisions made in the best interest of advisory Clients while at the same time, allowing employees to invest their own accounts.

SFA will disclose to advisory Clients any material conflict of interest relating to us, our representatives, or any of our employees which could reasonably be expected to impair the rendering of unbiased and objective advice.

As any advisory situation could present a conflict of interest, we have established the following restrictions to ensure our fiduciary responsibilities:

1. A director, officer, associated person, or employee of SFA shall not buy or sell securities for his personal portfolio where his decision is substantially derived, in whole or in part, by reason of his employment unless the information is also available to the investing public on reasonable inquiry. No person of SFA shall prefer his or her own interest to that of the advisory Client.
2. SFA obtains securities holdings for itself and for anyone associated with its advisory practice who has access to advisory recommendations. An appropriate management person of SFA reviews these holdings on a regular basis.
3. Any individual not in observance of the above may be subject to termination.

Item 12 – Brokerage Practices

A Our Clients' assets are held by independent third-party custodians. Except to the extent that the Client directs otherwise, we may use our discretion in recommending the broker-dealer and/or custodian. The Client is not obligated to effect transactions through any broker-dealer or custodian recommended by us. In recommending broker-dealers and custodians, we will comply with our fiduciary duty to seek best execution and with the Securities Exchange Act of 1934. We will take into account such relevant factors as:

- Price;
- The custodian's facilities, reliability and financial responsibility;
- The ability of the custodian to effect transactions, particularly with regard to such aspects as timing, order size and execution of order;
- The research and related brokerage services provided by such custodian to SFA, notwithstanding that the account may not be the direct or exclusive beneficiary of such services; and
- Any other factors that we consider to be relevant.

Generally speaking, we will recommend that Clients establish a custodial account with SEI Private Trust ("SEI"), so long as SEI continues to meet the above criteria. We work primarily with SEI for administrative convenience and also because SEI offers a good value to our Clients for the transaction costs and other costs incurred. We reserve the right to decline acceptance of any Client account for which the Client directs the use of a particular broker if we believe that this choice would hinder either our fiduciary duty to the Client or our ability to service the account.

SEI provides services which may include research, brokerage, custody, access to mutual funds and other investments that are otherwise available only to institutional investors or would require a significantly higher minimum initial investment. SEI also makes available to SFA other products and services that benefit us but may not directly benefit Client accounts. Some of these other products and services assist us in managing and administering Clients' accounts. These include software and other technology that provide access to Client account data, provide research, facilitate payment of our fees from Client accounts and assist with back-office support, recordkeeping and Client reporting. Many of these services generally may be used to service all or a substantial number of SFA's accounts.

SEI may also provide SFA with other services intended to help us manage and further develop their respective business enterprises. These services may include consulting, publications and presentations on practice management, information technology, business succession, regulatory compliance, and marketing. In addition, SEI may make available, arrange, and/or discount these types of services to SFA by independent third-parties. SEI may discount or waive fees that it would otherwise charge for some of these services, or pay all or a part of the fees charged by a third-party for providing these services to us. The availability of the foregoing products and services is not contingent on SFA committing to SEI any specific amount of business (assets in custody or trading).

SFA is required to periodically evaluate, and has determined in good faith, based on the “best execution” policy stated above that transaction fees are reasonable in relation to the value of the services provided.

- B** We do not aggregate the purchase or sale of securities for Client accounts. Most trades involve mutual funds and exchange traded funds where trade aggregation does not provide any benefit to our Clients.

Item 13 – Review of Accounts

- A** The frequency of reviews for investment advisory Clients is determined based on the Client's investment objectives. Accounts are generally reviewed quarterly, but in any event, no less than annually.

SFA recommends that financial planning clients have a review either annually or in the event of any substantial change in the client's situation. It is the client's responsibility to notify the SFA of such changes. Recommendations, if any, will be implemented entirely at the client's discretion. However, the client is under no obligation to engage the services of SFA for review. The reviewer will usually be the advisor who originally presented the plan to the client. Advisors will be instructed to review plans to ensure that plans conform to generally accepted standards in the financial planning community.

- B** More frequent reviews may be triggered by a change in Client's investment objectives; tax considerations; large deposits or withdrawals; large sales or purchases; loss of confidence in corporate management; or, changes in the economic climate.
- C** Investment advisory Clients receive standard account statements from the custodian of their accounts on a basis generally no less than quarterly. SFA may also provide Clients with periodic written reports summarizing the account activity and performance. Along with these reports, we discuss comparisons to indices performance.

Financial Planning Clients do not normally receive investment reports. Financial Planning Clients can initiate reviews with us if they have changes in their personal circumstances or concerns.

Item 14 – Client Referrals and Other Compensation

As disclosed under Item 5 and 10 above shareholders of RWR or SFA may receive indirect or direct compensation in connection with their roles with SFA Commercial LLC, as well as other offerings. Any client conflicts of interest are mitigated by the fact that clients are under no obligation to participate in the investment opportunities that may be available through SFA Commercial LLC or other offerings. Additionally, conflicts are further mitigated by the disclosures provided to all investors.

Also disclosed under Items 5 and 10 above, SFA may receive payment in the form of a percentage of asset management fees from a third-party Sub-Advisor for referring clients to a Sub-Advisor for active investment management. The conflicts of interest this type of arrangement presents and how we deal with these conflicts are described in detail under Section 10, above.

Disclosed under Item 12, above, SFA may receive “soft dollars” from an unrelated third-party custodian or broker-dealer. The conflicts of interest this type of arrangement presents and how we deal with these conflicts are described in detail under Section 12, above.

Item 15 – Custody

Other than the ability to deduct our fees from Client accounts, and as described below, we do not have custody of the assets in the account and shall have no liability to the Client for any loss or other harm to any property in the account, including any harm to any property in the account resulting from the insolvency of the custodian or any acts of the agents or employees of the custodian and whether or not the full amount or such loss is covered by the Securities Investor Protection Corporation (“SIPC”) or any other federal agency or insurance which may be carried by the custodian. Certain clients are also participants in the SFA Commercial, LLC private offering, which such relationship confers custody by SFA pursuant to SEC rules. Accordingly, an independent annual audit is conducted which is distributed to the members and investors of SFA Commercial, LLC.

Item 16 – Investment Discretion

Generally, Clients grant us non-discretionary authority to execute investment recommendations. Non-discretionary authority requires us to obtain a Client’s approval of each specific transaction prior to executing the investment recommendations.

Item 17 – Voting Client Securities

- A** Without exception, we do not vote proxies on behalf of Clients. Additionally, we will not provide advice to Clients on how they should vote.
- B** We do not have authority to vote Client securities. Clients will receive proxies and other solicitations directly from the custodian or transfer agent. If any proxy materials are received on behalf of a Client, they will be sent directly to the Client or a designated representative of the Client, who is responsible to vote.

Item 18 – Financial Information

- A** Some services do require advisory fees to be paid in advance. However, we do not require or solicit the prepayment of fees more than \$1,200.00, more than six months in advance from any Client.
- B** We do not have discretionary authority or custody over Client funds or securities. We have no financial commitments that would impair our ability to meet contractual and fiduciary commitments to Clients.
- C** Neither SFA, nor any of the principals, have been the subject of a bankruptcy petition at any time in the past.

Exhibit A – Summary of Material Changes

This Item discusses only specific material changes that have been made to our Brochure since the date of our last annual update filed on March 26, 2021. Since that date we have made the following material changes:

Items 5 and 10: We updated information about our financial industry activities, ownership and affiliations.

We will ensure that you receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our business' fiscal year. We may further provide other ongoing disclosure information about material changes as necessary and will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

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