

# **Strategic Asset Management Group Advisors, Inc.**

**2000 North Federal Highway, Suite 202  
Pompano Beach, FL 33062**

**Telephone: (954) 473-1110  
Facsimile: (954) 761-3820**

**[www.1samgroup.com](http://www.1samgroup.com)**

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## **FORM ADV PART 2A BROCHURE**

This brochure provides information about the qualifications and business practices of Strategic Asset Management Group Advisors, Inc. If you have any questions about the contents of this brochure, please contact us at (954) 473-1110 or via e-mail at [suzie@1samgroup.com](mailto:suzie@1samgroup.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Strategic Asset Management Group Advisors, Inc. is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The searchable IARD/CRD number for Strategic Asset Management Group Advisors, Inc. is 135832.

Strategic Asset Management Group Advisors, Inc. is a registered investment adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

## **Item 2 Summary of Material Changes**

Form ADV Part 2 requires registered investment advisers to amend their brochure when information becomes materially inaccurate. If there are any material changes to an adviser's disclosure brochure, the adviser is required to notify you and provide you with a description of the material changes.

Since our last annual updating amendment dated March 27, 2021, there are no material changes to report.

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## Item 4 Advisory Business

### Description of Services and Fees

Strategic Asset Management Group Advisors, Inc. ("Strategic" or "SAMGA") is a registered investment adviser based in Fort Lauderdale, Florida. We are organized as a corporation under the laws of the State of Florida. We have been providing investment advisory services since 2005. Robert F. Oden is our principal owner. Currently, we offer the following investment advisory services, which are personalized to each individual client:

- **Wrap-Fee Program**
- **Selection of Other Advisers**

The following paragraphs describe our services and fees. Please refer to the description of each investment advisory service listed below for information on how we tailor our advisory services to your individual needs. As used in this brochure, the words "we", "our" and "us" refer to Strategic Asset Management Group Advisors, Inc. and the words "you", "your" and "client" refer to you as either a client or prospective client of our firm. Also, you may see the term Associated Person throughout this brochure. As used in this brochure, our Associated Persons are our firm's officers, employees, and all individuals providing investment advice on behalf of our firm.

### Strategic Asset Management - Wrap-Fee Program

We offer a Wrap-Fee Program ("Program") whereby we manage our Clients assets, or we enter into agreements with various non-affiliated third party advisers ("TPA") to provide diversified professional money management to our Clients. The Program is administered through Lincoln Investment, and the assets are held at the clearing firm, Pershing, LLC. The Program is designed to assist Clients, both individuals and institutions (such as pension and profit sharing plans, trusts, estates, charitable organizations, and corporations), to clarify their investment needs and to obtain professional asset management for a convenient single "wrap-fee."

We will obtain the financial data from you and assist you in determining the suitability of the Program based on your information. We will then assist you in the selection of a Portfolio Manager based on your Investment Policy Statement ("IPS") or profile objectives and guidelines for the account, including any investment restrictions you impose. We will then assist you in the opening and funding of the Program. In addition, we will provide the selected TPA with the necessary instructions in order for them to properly manage your account.

The Portfolio Manager or TPA selected diversifies and manages your portfolio on a discretionary basis. The portfolio may include, but is not limited to, stocks, bonds, options, mutual funds and money market instruments. Investments and allocations are determined and based upon your predefined objectives, risk tolerance, time horizon, financial horizon, financial information, and other various suitability factors that are determined. The Portfolio Manager or TPA will manage your accounts on an individualized basis. Further restrictions and guidelines imposed by you may affect the composition and performance of your portfolio. For these reasons, performance of the portfolio may not be identical with the average Client of the Portfolio Manager or TPA.

On an ongoing basis, we review your financial circumstances and investment objectives and communicate any changes to the TPA. We and/or the TPA may furnish quarterly and/or annual performance measurement reports to you. The reports are intended to inform you as to how your investments have performed during the selected period. You also receive account statements from Pershing, LLC.

We are compensated for this service in the form of percentage of the assets under management. The fee schedule is as follows:

<b>Assets Under Management</b>	<b>Annual Fee</b>
\$1,000,000 - \$2,500,000	1.50%
\$2,500,001 - and Above	Negotiable

These fees may be negotiable in some circumstances based on a variety of factors, such as size, type of account, and complexity. The fee you pay includes the portion of the fee we pay to the Portfolio Manager or TPA for their management of your account and any transaction or execution costs incurred in your account held at Pershing, LLC.

The fee is payable quarterly in advance. The first payment is due upon execution of a Client agreement and will be assessed pro rata in the event the agreement is executed at any time other than the first day of the calendar quarter. Subsequent payments are due and will be assessed on or around the first day of each calendar quarter based on the value of the assets under management as of the close of business on the last business day of the preceding quarter. If assets are deposited after the inception of a quarter and subsequently withdrawn prior to the end of the same quarter, the fee chargeable with respect to such assets as of the next calculation dates will be prorated based on the number of days during the quarter the assets were held in the account.

You may terminate the management agreement without penalty. The management fee will be pro-rated for the quarter in which the cancellation notice was given and any unearned fees will be refunded to you.

Payment for management fees will be made by the qualified custodian holding your funds and securities provided you give written authorization permitting the fees to be paid directly from your account. We will not have access to your funds for payment of fees without your written consent. Further, the qualified custodian agrees to deliver a monthly/quarterly account statement directly to you showing all disbursements from the account. We encourage you to review the statement(s) you receive from the qualified custodian. If you have any questions regarding the statement(s) you receive from the qualified custodian please call our main office number located on the cover page of this brochure.

### **Selection of Third Party Advisers**

We may recommend that you utilize the services of a third party adviser to manage a portion of, or the entire, portfolio. All TPAs we recommend to you must be registered either as investment advisers with the Securities and Exchange Commission or with the appropriate state authorities.

After gathering information about your financial situation and objectives, one of our investment advisor representatives ("IARs") will make recommendations regarding the suitability of a TPA or investment style based on, but not limited to, your financial needs, investment goals, tolerance for risk, and investment objectives. Upon selection of a TPA(s), we will monitor their performance to ensure their performance and investment style remains primarily aligned with your investment goals and objectives. As your financial situation, goals, objectives, or needs change, you must notify us promptly.

We are compensated for this service by sharing in fees you pay to the TPA(s). Clients may be required to sign an agreement directly with the TPA(s) selected. The parties to those agreements may terminate the advisory relationship in accordance with the terms of those agreements. If the TPA is compensated in advance, you will typically receive a pro rata refund of any prepaid advisory fees upon termination of an advisory agreement.

### **Types of Investments**

Strategic will also provide investment advice and recommendations on the investment strategies of third-party advisers. Additionally, Strategic may provide advice on any type of investment held in a Client's portfolio at the inception of the advisory relationship, and may explore other investment options at the Client's request.

You may request that we refrain from investing in particular securities or certain types of securities. You must provide these restrictions to our firm in writing.

In general, the Portfolio Manager or TPA manages wrap-fee accounts on a discretionary basis based on a long-term investment strategy. However, we offer non-wrap-fee accounts on a non-discretionary basis, and may include a short-term investment strategy in managing this type of account. A long-term investment strategy will typically involve investing in securities that are anticipated to grow in value over a relatively long period of time. On the other hand, a short-term investment strategy will typically involve purchasing and selling securities within a relatively short period of time based on these securities' short-term price fluctuations. If you participate in our wrap-fee program, we will provide you with a separate Wrap-Fee Program Brochure explaining the program and costs associated with the program.

### **IRA Rollover Recommendations**

Effective December 20, 2021 (or such later date as the US Department of Labor ("DOL") Field Assistance Bulletin 2018-02 ceases to be in effect), for purposes of complying with the DOL's Prohibited Transaction Exemption 2020-02 ("PTE 2020-02") where applicable, we are providing the following acknowledgment to you.

When we provide investment advice to you regarding your retirement plan account or individual retirement account, we are fiduciaries within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way we make money creates some conflicts with your interests, so we operate under a special rule that requires us to act in your best interest and not put our interest 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 interest;
- Charge no more than is reasonable for our services; and
- Give you basic information about conflicts of interest.

We benefit financially from the rollover of your assets from a retirement account to an account that we manage or provide investment advice, because the assets increase our assets under management and, in turn, our advisory fees. As a fiduciary, we only recommend a rollover when we believe it is in your best interest.

## **Assets Under Management**

As of December 31, 2021, we provide continuous management services for \$334,162,396 in client assets on a discretionary basis, and \$25,714,412 in client assets on a non-discretionary basis.

## **Item 5 Fees and Compensation**

Please refer to the *Advisory Business* section in this brochure for information on our advisory fees, fee deduction arrangements, and refund policy according to each service we offer.

### **Additional Fees and Expenses**

As part of our investment advisory services to you, we may invest, or recommend that you invest, in mutual funds and exchange traded funds. The fees that you pay to our firm for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds or exchange traded funds (described in each fund's prospectus) to their shareholders. These fees will generally include a management fee and other fund expenses. To fully understand the total cost you will incur, you should review all the fees charged by mutual funds, exchange traded funds, our firm, and others. For information on our brokerage practices, please refer to the *Brokerage Practices* section of this brochure.

### **Compensation for the Sale of Securities or Other Investment Products**

Persons providing investment advice on behalf of our firm are registered representatives with Lincoln Investment a securities broker-dealer, and a member of the Financial Industry Regulatory Authority and the Securities Investor Protection Corporation. In their capacity as registered representatives, these persons receive compensation in connection with the purchase and sale of securities or other investment products in non-advisory accounts, including asset-based sales charges, service fees or 12b-1 fees, for the sale or holding, of mutual funds. Compensation earned by these persons in their capacities as registered representatives is separate and in addition to our advisory fees.

SAMGA recommends that most clients open their account with Lincoln Investment, the broker dealer with whom Associated Persons of SAMGA are affiliated. Lincoln Investment then introduces your accounts to Pershing, LLC, who handles the clearing and custody services.

A conflict of interest and breach of duty to provide best execution has been identified related to mutual fund assets that pay a 12b-1 fee. Selecting a more expensive 12b1- fee paying share class when a lower cost share class is available for the same fund could be deemed a breach of fiduciary duty. These 12b-1 fees add to the total internal expense of the fund and may not have resulted in the recommendation or purchase of the lowest expense share class available. To eliminate these conflicts and possible breach of best execution duty, Pershing, LLC refunds to SAMGA advisory clients' account(s) all 12b-1 fees received by Pershing, LLC related to SAMGA advisory assets. The refunded amounts are identified on client's Pershing, LLC statements as a line item transaction labeled "12b-1 Fee Credit".

### **Insurance Products**

Robert Oden has been licensed as an independent insurance agent since 1982. Mr. Oden has no present intention to sell any insurance products at this time and, therefore, does not have a conflict. However, if he chose to do so, he would be entitled to receive a commission for such sale. In that event, such insurance commissions would be separate and in addition to our advisory fees. If Mr. Oden were to sell insurance products and earn a commission therefrom this practice would present a conflict of interest because he would have an incentive to recommend insurance products to you for

the purpose of generating commissions rather than solely based on your needs. You are under no obligation, contractually or otherwise, to purchase insurance products through any person affiliated with our firm.

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

We do not accept performance-based fees or participate in side-by-side management. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. Performance-based fees are fees that are based on a share of capital gains or capital appreciation of a client's account. Our fees are calculated as described in the *Advisory Business* section above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds in your advisory account.

## **Item 7 Types of Clients**

We offer investment advisory services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, and other business entities.

The Wrap-Fee Account requires a minimum account size of \$1,000,000 to open and maintain an account. SAMGA may accept accounts below the minimum account size at their sole discretion.

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

### **Our Methods of Analysis and Investment Strategies**

We may use one or more of the following methods of analysis or investment strategies when providing investment advice to you:

- Charting Analysis - involves the gathering and processing of price and volume information for a particular security. This price and volume information is analyzed using mathematical equations. The resulting data is then applied to graphing charts, which is used to predict future price movements based on price patterns and trends.
- Fundamental Analysis - involves analyzing individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience and expertise of the company's management, and the outlook for the company's industry. The resulting data is used to measure the true value of the company's stock compared to the current market value.
- Technical Analysis - involves studying past price patterns and trends in the financial markets to predict the direction of both the overall market and specific stocks.
- Cyclical Analysis - a type of technical analysis that involves evaluating recurring price patterns and trends.
- Long Term Purchases - securities purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year.
- Short Term Purchases - securities purchased with the expectation that they will be sold within a relatively short period of time, generally less than one year, to take advantage of the securities' short-term price fluctuations.

Our investment strategies and advice may vary depending upon each client's specific financial situation. As such, we determine investments and allocations based upon your predefined objectives, risk tolerance, time horizon, financial horizon, financial information, liquidity needs, and other various suitability factors. Your restrictions and guidelines may affect the composition of your portfolio.



Client assets are advised using:

**Charting and Technical Analysis** - The risk of market timing based on technical analysis is that charts may not accurately predict future price movements. Current prices of securities may reflect all information known about the security and day to day changes in market prices of securities may follow random patterns and may not be predictable with any reliable degree of accuracy.

**Fundamental Analysis** - The risk of fundamental analysis is that information obtained may be incorrect and the analysis may not provide an accurate estimate of earnings, which may be the basis for a stock's value. If securities prices adjust rapidly to new information, utilizing fundamental analysis may not result in favorable performance.

**Cyclical Analysis** - Economic/business cycles may not be predictable and may have many fluctuations between long term expansions and contractions. The lengths of economic cycles may be difficult to predict with accuracy and therefore the risk of cyclical analysis is the difficulty in predicting economic trends and consequently the changing value of securities that would be affected by these changing trends.

We may use short-term trading (in general, selling securities within 30 days of purchasing the same securities) as an investment strategy when managing your account(s). Short-term trading is not a fundamental part of our overall investment strategy, but we may use this strategy occasionally when we determine that it is suitable given your stated investment objectives and tolerance for risk.

When we refer you to a TPA, the method of selection of the TPA is based on factors including: track record, volatility, consistency, ownership of the firm, tenure of managers, investment style, and amount of assets managed.

Our strategies and investments may have unique and significant tax implications. However, unless we specifically agree otherwise, and in writing, tax efficiency is not our primary consideration in the management of your assets. Regardless of your account size or any other factors, we strongly recommend that you continuously consult with a tax professional prior to and throughout the investing of your assets.

Moreover, as a result of revised IRS regulations, custodians and broker-dealers will begin reporting the cost basis of equities acquired in client accounts on or after January 1, 2011. Your custodian will default to the FIFO (First-In First-Out) accounting method for calculating the cost basis of your investments. You are responsible for contacting your tax advisor to determine if this accounting method is the right choice for you. If your tax advisor believes another accounting method is more advantageous, please provide written notice to our firm immediately and we will alert your account custodian of your individually selected accounting method. Please note that decisions about cost basis accounting methods will need to be made before trades settle, as the cost basis method cannot be changed after settlement.

### **Risk of Loss**

Investing in securities involves risk of loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance.

### **Recommendation of Particular Types of Securities**

As disclosed under the *Advisory Business* section in this Brochure, we recommend all types of securities and we do not necessarily recommend one particular type of security over another since each client has different needs and different tolerance for risk. Each type of security has its own unique set of risks associated with it and it would not be possible to list here all of the specific risks of every type of investment. Even within the same type of investment, risks can vary widely. However, in very general terms, the higher the anticipated return of an investment, the higher the risk of loss associated with it.

## **Item 9 Disciplinary Information**

Strategic Asset Management Group Advisors, Inc. has been registered and providing investment advisory services since 2005. Neither our firm nor any of our Associated Persons has any reportable disciplinary information.

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

### **Arrangements with Affiliated Entities**

Persons providing investment advice on behalf of our firm are also registered representatives with Lincoln Investment. In their capacity as registered representatives, these persons will receive commission-based compensation in connection with the purchase and sale of securities in non-advisory accounts, including 12b-1 fees for the sale of investment company products. Compensation earned by these persons in their capacities as registered representatives is separate from our advisory fees. This practice presents a conflict of interest because persons providing investment advice on behalf of our firm who are registered representatives have an incentive to effect securities transactions in non-advisory accounts for the purpose of generating commissions rather than solely based on your needs.

### **Insurance Agents**

Robert Oden is a licensed independent insurance agent. Mr. Oden has no present intention to sell any insurance products at this time and, therefore, does not have a conflict. However, if he chose to do so, he would be entitled to receive a commission for such sale. In that event, such insurance commissions would be separate and in addition to our advisory fees. If Mr. Oden were to sell insurance products and earn a commission therefrom this practice would present a conflict of interest because he would have an incentive to recommend insurance products to you for the purpose of generating commissions rather than solely based on your needs. You are under no obligation, contractually or otherwise, to purchase insurance products through any person affiliated with our firm.

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

### **Description of Our Code of Ethics**

We strive to comply with applicable laws and regulations governing our practices. Therefore, our Code of Ethics includes guidelines for professional standards of conduct for our Associated Persons. Our goal is to protect your interests at all times and to demonstrate our commitment to our fiduciary duties of honesty, good faith, and fair dealing with you. All of our Associated Persons are expected to adhere strictly to these guidelines. Our Code of Ethics also requires that certain persons associated with our firm submit reports of their personal account holdings and transactions to a qualified representative of our firm who will review these reports on a periodic basis. Persons associated with our firm are also

required to report any violations of our Code of Ethics. Additionally, we maintain and enforce written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about you or your account holdings by persons associated with our firm.

Clients or prospective clients may obtain a copy of our Code of Ethics by contacting us at the telephone number on the cover page of this brochure.

### **Participation or Interest in Client Transactions**

Neither our firm nor any of our Associated Persons has any material financial interest in client transactions beyond the provision of investment advisory services as disclosed in this brochure.

### **Personal Trading Practices**

Our firm or persons associated with our firm may buy or sell the same securities that we recommend to you or securities in which you are already invested. A conflict of interest exists in such cases because we have the ability to trade ahead of you and potentially receive more favorable prices than you will receive. To eliminate this conflict of interest, it is our policy that neither our Associated Persons nor we shall have priority over your account in the purchase or sale of securities.

## **Item 12 Brokerage Practices**

We recommend the brokerage and custodial services of Pershing, LLC, a securities broker-dealer and a member of the Financial Industry Regulatory Authority and the Securities Investor Protection Corporation and US Bank. We believe that Pershing, LLC provides quality execution services for you at competitive prices. Price is not the sole factor we consider in evaluating best execution. We also consider the quality of the brokerage services provided by Pershing, LLC, including the value of research provided, the firm's reputation, execution capabilities, commission rates, and responsiveness to our clients and our firm. In recognition of the value of research services and additional brokerage products and services Pershing, LLC provides, you may pay higher commissions and/or trading costs than those that may be available elsewhere. Associates of SAMGA are also registered representatives of Lincoln Investment and Lincoln Investment has a clearing arrangement with Pershing, LLC. Therefore, all accounts opened at Pershing, LLC are introduced through Lincoln Investment.

### **Research and Other Soft Dollar Benefits**

We do not receive soft dollar benefits from any broker-dealer.

### **Brokerage for Client Referrals**

We do not receive client referrals from broker-dealers in exchange for cash or other compensation, such as brokerage services or research.

### **Directed Brokerage**

We routinely require that you direct our firm to execute transactions through Lincoln Investment. As such, we may be unable to achieve the most favorable execution of your transactions and you may pay higher brokerage commissions than you might otherwise pay through another broker-dealer that offers the same types of services. Not all advisers require their clients to direct brokerage.

Persons providing investment advice on behalf of our firm who are registered representatives of Lincoln Investment will recommend Lincoln Investment to you for brokerage services. These individuals are subject to applicable rules that restrict them from conducting securities transactions away from Lincoln Investment unless Lincoln Investment provides the representative with written authorization to do so. Therefore, these individuals are generally limited to conducting securities transactions through Lincoln Investment. It may be the case that Lincoln Investment charges higher transactions costs and/or custodial fees than another broker charges for the same types of services. If

transactions are executed through Lincoln Investment, these individuals (in their separate capacities as registered representatives of Lincoln Investment) may earn commission-based compensation as result of placing the recommended securities transactions through Lincoln Investment. This practice presents a conflict of interest because these registered representatives have an incentive to effect securities transactions for the purpose of generating commissions rather than solely based on your needs. Please see the *Fees and Compensation* section in this brochure for more information on the compensation received by registered representatives who are affiliated with our firm.

### **Block Trades**

Transactions for each client generally will be effected independently, unless we decide to purchase or sell the same securities for several clients at approximately the same time. We may, but are not obligated to, combine multiple orders for shares of the same securities purchased for advisory accounts we manage (this practice is commonly referred to as "block trading"). We will then distribute a portion of the shares to participating accounts in a fair and equitable manner. The distribution of the shares purchased is typically proportionate to the size of the account, but it is not based on account performance or the amount or structure of management fees. Subject to our discretion regarding factual and market conditions, when we combine orders, each participating account pays an average price per share for all transactions and pays a proportionate share of all transaction costs on any given day. Accounts owned by our firm or persons associated with our firm may participate in block trading with your accounts; however, they will not be given preferential treatment.

## **Item 13 Review of Accounts**

A review is performed at least annually and may be reviewed as frequently as weekly for all existing Clients of Strategic. Such reviews would be contingent on the Client maintaining a current advisory relationship with the firm. Suzie Keenan reviews all existing accounts of Strategic. The frequency of account review within that range is based on the complexity of the accounts, the nature of the advisory plan recommendations, and changes in tax or market conditions. The review will include a re-assessment of the Client's financial goals and objectives and an analysis of the investment performance as it relates to the predetermined goals.

In all cases, Clients will receive a report of this nature at least annually. The frequency, nature and detail of the updates to Clients depend on the same factors described above.

In connection with the utilization of independent investment advisers, Strategic may prepare performance reports containing information relative to positions held, transaction and price information, index comparisons, asset allocations, gains and losses, etc.

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

We receive compensation from a third party adviser (Karpus Investment Management hereinafter "Karpus") for referring clients to them. This arrangement will not cause you to pay more in advisory fees than you would otherwise pay had there been no solicitor's compensation. All referral fees paid to our firm represent a portion of the fees actually charged to you by Karpus for investment advisory services. There is no differential between the amount or level of investment advisory fees that Karpus will charge for managing the client account(s) in excess of that which they would customarily charge for managing any other new client's account with similar assets and which was not referred to by our firm. Recommendations to use the TPA are based on the clients' needs and suitability. We received, and continue to receive, compensation from Karpus for recommending that clients use their services. Those client assets are custodied at U.S. Bank. These compensation arrangements present

a conflict of interest because we have a financial incentive to recommend the services of the third party adviser. You are not obligated, contractually or otherwise, to use the services of any TPA we recommend.

## **Item 15 Custody**

As paying agent for our firm, your independent custodian will directly debit your account(s) for the payment of our advisory fees. This ability to deduct our advisory fees from your accounts causes our firm to exercise limited custody over your funds or securities. We do not have physical custody of any of your funds and/or securities. Your funds and securities will be held with a bank, broker-dealer, or other independent, qualified custodian. You will receive account statements from the independent, qualified custodian(s) holding your funds and securities at least quarterly. The account statements from your custodian(s) will indicate the amount of our advisory fees deducted from your account(s) each billing period. You should carefully review account statements for accuracy.

We encourage you to review the statement(s) you receive from the qualified custodian. If you have any questions regarding the statement(s) you receive from the qualified custodian please call our main office number located on the cover page of this brochure.

## **Item 16 Investment Discretion**

Before we can buy or sell securities on your behalf, you must first sign our discretionary management agreement, a power of attorney, and/or trading authorization forms.

You may grant our firm discretion over the selection and amount of securities to be purchased or sold for your account(s) without obtaining your consent or approval prior to each transaction. You may specify investment objectives, guidelines, and/or impose certain conditions or investment parameters for your account(s). For example, you may specify that the investment in any particular stock or industry should not exceed specified percentages of the value of the portfolio and/or restrictions or prohibitions of transactions in the securities of a specific industry or security. Please refer to the *Advisory Business* section in this brochure for more information on our discretionary management services.

If you enter into non-discretionary arrangements with our firm, we will obtain your approval prior to the execution of any transactions for your account(s). You have an unrestricted right to decline to implement any advice provided by our firm on a non-discretionary basis.

## **Item 17 Voting Client Securities**

### **Proxy Voting**

We will not vote proxies on behalf of your advisory accounts. At your request, we may offer you advice regarding corporate actions and the exercise of your proxy voting rights. If you own shares of applicable securities, you are responsible for exercising your right to vote as a shareholder.

In most cases, you will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, we would forward them directly to you by mail, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward any electronic solicitation to vote proxies.

## **Item 18 Financial Information**

We are not required to provide financial information to our clients because we do not:

- require the prepayment of more than \$1,200 in fees and six or more months in advance, or
- take custody of client funds or securities, or
- have a financial condition that is reasonably likely to impair our ability to meet our commitments to you.

## **Item 19 Requirements for State Registered Advisers**

Since we are registered with the U.S. Securities and Exchange Commission, this section does not apply.

## **Item 20 Additional Information**

### **Your Privacy**

We view protecting your private information as a top priority. Pursuant to applicable privacy requirements, we have instituted policies and procedures to ensure that we keep your personal information private and secure.

We do not disclose any non-public personal information about you to any non-affiliated third parties, except as permitted by law. In the course of servicing your account, we may share some information with our service providers, such as transfer agents, custodians, broker-dealers, accountants, consultants, and attorneys.

We restrict internal access to non-public personal information about you to employees, who need that information in order to provide products or services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your non-public personal information and to ensure our integrity and confidentiality. We will not sell information about you or your accounts to anyone. We do not share your information unless it is required to process a transaction, at your request, or required by law.

You will receive a copy of our privacy notice prior to or at the time you sign an advisory agreement with our firm. Thereafter, we will deliver a copy of the current privacy policy notice to you on an annual basis. Please contact our main office at the telephone number on the cover page of this brochure if you have any questions regarding this policy.

### **Trade Errors**

In the event a trading error occurs in your account, our policy is to restore your account to the position it should have been in had the trading error not occurred. Depending on the circumstances, corrective actions may include canceling the trade, adjusting an allocation, and/or reimbursing the account. If a trade error results in a profit, the trade error will be corrected in the trade error account of the executing broker-dealer and you will not keep the profit.

### **Class Action Lawsuits**

We do not determine if securities held by you are the subject of a class action lawsuit or whether you are eligible to participate in class action settlements or litigation nor do we initiate or participate in litigation to recover damages on your behalf for injuries as a result of actions, misconduct, or negligence by issuers of securities held by you.