

Stapp Wealth Management, PLLC

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March 15, 2023

FORM ADV PART 2A
BROCHURE

This Brochure provides information about the qualifications and business practices of Stapp Wealth Management, PLLC. If you have any questions about the contents of this Brochure, please contact us at (360)754-8895 or gstapp@stappfinancial.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 Stapp Wealth Management, PLLC is available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for Stapp Wealth Management, PLLC is 116553.

Stapp Wealth Management, PLLC 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 or skill or training.

Questions or concerns about the contents, information on our services, fees, or other business activity, or backgrounds of our advisors, should be directed to Rebecca Stapp, Chief Compliance Officer at (360)754-8895 or email at bstapp@stappfinancial.com.

Item 2 – Material Changes

On July 28, 2010, the United State Securities and Exchange Commission published “Amendments to Form ADV” which amends the disclosure document that we provide to clients as required by SEC Rules. This Brochure dated December 31, 2022 is a new document prepared according to the SEC’s new requirements and rules. As such, this Document is materially different in structure and requires certain new information that our previous brochure did not require.

In the future, this Item will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes. We will also reference the date of our last annual update of our brochure.

In the past we have offered or delivered information about our qualifications and business practices to clients on at least an annual basis. Pursuant to new SEC Rules, we will ensure that you receive a summary of any materials 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.

We 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 Rebecca Stapp/CCO at (360)754-8895 or bstapp@stappfinancial.com.

Additional information about Stapp Wealth Management, PLLC is also available via the SEC’s web site www.adviserinfo.sec.gov. The SEC’s web site also provides information about any persons affiliated with Stapp Wealth Management, PLLC who are registered, or are required to be registered, as investment adviser representatives of Stapp Wealth Management, PLLC.

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Item 4 – Advisory Business

General Description of Advisory Firm

Stapp Wealth Management, PLLC is a registered investment adviser based in Olympia, Washington. We are organized as a professional limited liability company under the laws of the State of Washington. We have been providing investment advisory services since 1996. Currently, we offer the following investment advisor services, which are tailored to each individual client:

- Portfolio Management Services
- Financial Planning Services
- Tax Preparation

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 personalize our advisory service to your individual needs. As used in this Brochure, the words “we”, “our”, and “us” refer to Stapp Wealth Management, PLLC and the words “you”, “your” and “client” refer to you as either the client or prospective client of our firm.

Portfolio Management Services

If you engage us for this service, we will ask you to provide information concerning your personal and financial situation, investment objectives, tolerance or risk, and your investment time horizon. We will also request that you inform us of any reasonable restrictions you wish to impose on the management of your account. We will provide continuous advice to you regarding the investment of your funds based on your individual needs. Through personal discussions in which your goals, objectives and particular circumstances are established, we will create and manage a portfolio.

In general, investment clients will be invested in one of five portfolio strategies in which Stapp Wealth Management, PLLC manages with discretionary authority. These portfolio strategies are designed based on varying degrees of risk. The portfolios range in risk level from defensive to aggressive. We will create a portfolio consisting primarily of no-load mutual funds and exchange-traded funds (“ETFs”). We will allocate your assets among various investments taking into consideration the overall portfolio style selected by you. The mutual funds will be selected on the basis of any or all of the following criteria: the fund’s performance history, the industry sector in which the fund invests, the track record of the fund’s manager, the fund’s investment objectives, the fund’s management style and philosophy, and the fund’s management fee structure. Portfolio weighting between funds and market sectors will be determined by your individual needs and circumstances. You will have the opportunity to place reasonable restrictions on the types of investments which will

be made on your behalf. You will retain individual ownership of all securities. The selection of a specific model can only be changed in writing.

Our annual fee computes to a percentage of assets under management as follows:

The first	\$1-\$100,000	1%
The next	\$100,001-\$500,000	.75%
The next	\$500,001-\$1,000,000	.50
The next	\$1,000,001 and greater	.20%

(Fees may be waived or reduced for family and employees).

Clients under prior agreements may be charged management fee rates that are less than the current investment management agreement rates. Fees are not negotiable under any circumstances.

Our fee will be calculated quarterly in arrears. Except for the initial calendar quarter the Investment Management Agreement is in effect, our fee will be calculated as of the first day of each calendar quarter in an amount equal to one-fourth of our annualized fee, based on the value of your account as of the close of the last trading day of the preceding calendar quarter; provided we may, in our discretion, calculate our fee based on the actual number of day in such calendar, or a weighted average value during such period, as long as the method of calculation for your account is consistently applied.

For the first calendar quarter that the Investment Management Agreement is in effect, and for all other quarters in which an asset is transferred into your account after the last business day of the preceding quarter, our fee will be calculated and billed with respect to each such asset beginning on the date such asset is posted at TD Ameritrade Institutional ("TDA") the acting custodian, to your custodial account (including any additional account established with TDA to receive the assets for the account), using the value determined by TDA as of such date, provided with our discretion, we may bill our fee for any partial calendar quarter with our fee for the following quarter. You may terminate the portfolio management agreement by written notice to our firm. Our fee for the last calendar quarter will be prorated based on the number of days the Investment Management Agreement is in effect, and any unearned amount will be refunded to you promptly. Our unpaid fees are due and payable immediately upon termination of the Investment Management Agreement.

We will send a written invoice, including the fee, the formula used to calculate the fee, the fee calculation itself, the time period covered by the fee, and if applicable, the amount of assets under management on which the fee was based. We will include the name of the custodian (TD Ameritrade Institutional) on our fee invoice. We will send these to the client concurrent with the request for payment or payment of the Advisor's advisory fees. We urge

the client to compare this information with the fees listed in the account statements at TD Ameritrade.

Financial Planning Services

We offer broad-based, modular, and consultative financial planning services for clients that meet the minimum account balance and have signed an Investment Management Agreement. Please refer to *Types of Clients*. Financial planning will typically involve providing a variety of advisory services to clients regarding the management of their financial resources based upon an analysis of their individual needs. We will meet with you to gather information about your financial circumstances and objectives. Once we review and analyze the information you provide to our firm, we may deliver printed reports or on-line access to *Right Capital* to assist with the implementation of our planning recommendations.

The purpose of financial planning is to determine in a cost-effective way what is possible and what is probable with your money. Its purpose is not to calculate in precise detail your future cash flow, taxes or assets. For this reason, certain calculations use general assumptions such as average tax rates, and average inflation.

The illustrations or other information generated by this report regarding the likelihood of various investments outcomes are hypothetical in nature, do not reflect actual investment results and are not guarantees of future results. Results may vary with each report and over time. Results of this simulation are neither guarantees nor projections of future results. Information is for illustrative purposes only. Do not rely on this report to predict actual performance of any investment or investment strategy.

Financial plans are based on your financial situation at the time we present the plan to you, and on the financial information you provide to our firm. You must promptly notify our firm if your financial situation, goals, objectives, or needs change.

You are under no obligation to act on our financial planning recommendations.

Clients that meet the minimum of assets under management will not be charged for financial planning services.

We charge an hourly fee of \$325 for financial planning services, which is negotiable depending on the scope and complexity of the plan, your situation, and your financial objectives. An estimate of the total time/cost will be determined at the start of the advisory relationship. In limited circumstances, the cost/time could potentially exceed the initial estimate. In such case, we will notify you and request that you approve the additional fee.

A fee invoice will be provided upon delivery of the plan and the payment requirement by check. The invoice will indicate the hours worked and hourly rate charged. The check will be made payable to Stapp Wealth Management, PLLC.

You may terminate the financial planning agreement by providing written notice to our firm. A pro-rata charge will be incurred for services rendered prior to termination of the agreement.

After delivery of your financial plan presented to you in Right Capital, this agreement will terminate. We will monitor your plan and progress through requests made by you.

Tax Preparation

We offer individual tax preparation services to you if you meet the minimum account balance and you have signed an Investment Management Agreement. Please refer to *Types of Clients*. Clients with a simple tax return will receive a \$550 maximum annual credit for tax preparation. A simple tax return has the following:

- W-2 Income
- Interest and dividend income
- Unemployment income
- Form 1099-R
- Social Security Forms
- Standard deductions

We will also prepare more complicated individual tax returns for a fee. We will give you an estimate of the total time/cost will be determined at the start of the relationship. In limited circumstances, the cost/time could potentially exceed the initial estimate. We will notify you if the fee has exceeded the estimate.

Tax Preparation is based on information provided to our firm. You must promptly notify our firm if you receive correspondence from the Internal Revenue Service.

Tax planning recommendations are based on your individual situation and the financial information you provide to our firm. Tax planning is based on estimates. We can't guarantee amounts owed or refunded to the Internal Revenue Service.

Types of Investments

We primarily recommend Mutual Funds and Exchange Traded Funds; however, we may advise you on any type of investment that we deem appropriate based on your stated goals

and objectives. We may also provide advice on a type of investment held in your portfolio at the inception of our advisory relationship.

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.

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 (“PTE2020-02”) 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 with 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 interest, 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 rule provision, 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
- 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 fee. As a fiduciary, we only recommend a rollover when we believe it is in your best interest.

Assets Under Management

As of December 31, 2022, we provide continuous management services for \$105,065,801 in client on a discretionary basis.

Stapp Wealth Management, PLLC has discretion/Limited Power of Attorney over the assets managed. Stapp Wealth Management, PLLC does not manage any client's assets on a non-discretionary basis.

Item 5 – Fees and Compensation

Please refer to *Item 4 – Advisor Business* in this Brochure of 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 in, or recommend that you invest in, Mutual Funds and Exchange Traded Funds. The fee that you pay to our firm for investment advisory services is 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. You may also incur transaction charges and/or brokerage fees when purchasing or selling securities. These charges and fees are typically imposed by the broker-dealer or custodian through whom your account transactions are executed. We do not share in any portion of the brokerage fee/transaction charges imposed by the broker-dealer or custodian. To fully understand the total cost you will incur, you should review all fees charged by mutual funds, exchange traded funds, our firm, and others. For information on our brokerage practices, please refer to *Item 12-Brokerage Practices* in this Brochure.

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 Advisor 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, high net worth individuals, and retirement accounts.

Generally, you must maintain a minimum account of combined assets of \$250,000, subject to negotiation or waiver by our firm. We may waive the minimum or require a higher or lower minimum, in our sole discretion. If the aggregated value of your accounts falls below

the minimum, we have the right to require deposit of additional amounts to bring your account up to require minimum, send your account to TD Ameritrade Retail or close and liquidate your account and send the proceeds to you in accordance with your written delivery instructions.

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

Our core investment strategy seeks an above-average return over the long term through a tactical asset allocation process. This tactical asset allocation process combines top-down macro analysis with bottom-up cross-asset analysis to allocate portfolio assets in markets around the world and among various asset classes. Individual security selection is based on optimization to achieve desired market exposures while seeking to control security-specific and other observable market risks.

Dependent on the outlook for U.S. and global corporate profits, we make top-down assessments of the relative attractiveness of, among others, stocks vs. bonds, treasuries vs. corporates, emerging-market vs. developed-market, growth vs. value, large-cap vs. small-cap, cyclical vs. non-cyclical sectors and asset allocations based on macroeconomic indicators. It is expected that the macroeconomic analysis will evolve over time and may include consideration of the following: historical risk and return characteristics; global market valuations; global yield curves; asset class, regional, and country correlations; profit cycle analyses and style and sector rotation; expected beta; estimate revisions and earnings surprises; investor sentiment and other factors.

We combine our top-down assessments with bottom-up cross-asset analysis of sectors, industries, and individual securities with the aim of identifying blind spots and opportunities missed from top-down analysis. This analysis typically focuses on specific characteristics and micro attributes, also known as fundamental analysis. Fundamental analysis may be performed business-by-business or sector-by-sector in an effort to identify opportunities or risks that may not be evident through a purely top-down approach. It is expected that the fundamental analysis will evolve over time and may include consideration of the following: insider buying/selling; management capabilities and shareholder friendliness; valuation multiples; revenue and margin trends; balance sheet health; price history; competitive landscape and other factors.

In our efforts to mitigate the risks present in traditional portfolio assets, we add a component to portfolios we refer to as the “all-weather layer.” This component typically consists of alternative assets and strategies that may use derivatives. Independently, the all-weather layer seeks to be a source of return across most market environments, with a goal to offer elevated returns during a period which would normally be challenging for

traditional asset classes. The assets and strategies in this component will evolve over time and the determination of which assets and strategies to utilize may be based on the following factors: historical risk and return characteristics, particularly during traditional asset drawdowns; historical correlation to traditional assets; predictability and other factors.

After determining what we believe to be the optimal asset class allocations, we seek attractive investment opportunities by screening for assets within the targeted segments that historically have had the most compelling characteristics given the Firm's assessments. Those characteristics are likely to change as a function of our changing assessment of global economic and market environments. Individual security selection will be based on quantitative screening and risk-analysis, as well as qualitative review, to achieve desired market exposures.

Our firm expects generally to pursue its core strategy by allocating assets primarily among equity, fixed-income, commodity, currency and cash investments. Certain strategies will incorporate long and short selling in order to implement market views. Occasionally, it may utilize other asset classes, including short-term instruments (such as higher quality money market instruments and other securities with remaining maturities of one year or less), or invest in protective options or futures positions, in an effort to protect one or more of its portfolios against market volatility. The Firm may include mutual funds and ETFs in its portfolios and, if appropriate in light of a particular investment mandate, may seek to express its market view primarily or entirely through a portfolio of mutual funds and ETFs.

We may invest in both developed and emerging markets. It may invest in fixed-income securities of any credit quality. Such investment may include, but are not limited to, corporate bonds, securities issued or guaranteed by the U.S. government or its agencies or instrumentalities, obligations of other sovereign nations, municipal obligations, mortgage-backed securities and inflation-linked debt securities. It may invest in stocks of companies of any capitalization, real estate investment trusts, mutual funds, exchange-traded notes ("ETNs"), and ETFs and other pooled investment vehicles. Investment in cash or cash equivalents may include U.S and foreign bank certificates of deposit, fixed time deposits, repurchase agreements, bankers' acceptances and other short-term instruments.

The strategies to be used to achieve your objectives may include, among others, long-term purchases, short-term purchases and trading (securities sold within 30 days).

- Long Term Purchases – securities purchased with the exception 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.

We largely use model portfolios (each “Model”) that our firm constructs and adjusts from time to time to achieve specific investment objectives. During the initial discussion with you, if we determine it is appropriate, we will recommend and assist you to select a suitable Model; however, you will have sole authority to select the Model for the Account. Models we may use are described below:

- Defensive Balanced – seeks to outperform a portfolio of 80% fixed income/20% global equities without exceeding a loss threshold of -2.5% over a 12-month time horizon.
- Conservative Balanced – seeks to outperform a portfolio of 60% fixed income/40% global equities without exceeding a loss threshold of -5% over a 12-month time horizon.
- Balanced – seeks to outperform a portfolio of 40% fixed income/60% global equities without exceeding a loss threshold of -10% over a 12-month time horizon.
- Equity-Tilted Balanced – seeks to outperform a portfolio of 25% fixed income/75% global equities without exceeding a loss threshold of -15% over a 12-month time horizon.
- Equity – seeks to outperform a portfolio of 100% global equities.

Portfolios (overall, and individual position sizes and concentrations) will be routinely monitored in an effort to ensure that they maintain the desired exposures and to minimize extraneous or unintended portfolio risk exposures, and they will be rebalanced as appropriate. Holdings will be adjusted for company-specific events that might distort portfolio composition.

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 suitable factors. Your restrictions and guidelines may affect the composition of your portfolio.

In addition to financial publications, third party research materials, ratings-agency reports and regulatory filings, we use quantitative research models and databases (both proprietary and third party), investment techniques, and analyses in managing client portfolios, in an effort to achieve desired exposures and other targeted portfolio

characteristics, but there can be no assurance that these approaches will achieve the desired results.

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.

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 the cost basis accounting methods will need to be made before trades settle, as the cost basis method cannot be changed after settlement.

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 and 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.

As disclosed under the "Advisory Business" section in this Brochure, we primarily recommend Mutual Funds and Exchange Traded Funds however may recommend any type investments as appropriate for you 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.

Mutual Funds and Exchange Traded Funds:

Mutual funds and Exchange Traded Funds are professionally managed collective investment systems that pool money from many investors and invest in stocks, bonds, short-term money market instruments, other mutual funds, other securities or any combination thereof. The fund will have a manager that trades the fund's investments in accordance with the fund's investment objective. While mutual funds and ETFs generally provide diversification, risks can be significantly increased if the fund is concentrated in a particular sector of the market, primarily invests in small cap or speculative companies, uses leverage (i.e., borrows money) to a significant degree, or concentrates in a particular type of security (i.e., equities) rather than balancing the fund with different types of securities. Exchange traded funds differ from mutual funds since they can be bought and sold throughout the day like stock and their price can fluctuate throughout the day. During times of extreme market volatility, ETF pricing may lag versus the actual net underlying asset values. This lag usually resolves itself in a short period of time (usually less than one day) however there is no guarantee this relationship will always occur. The return on mutual funds and ETFs can be reduced by the cost to manage the funds. Also, while some mutual funds are "no load" and charge no fee to buy into, or sell out of the fund, other types of mutual funds do charge such fees which can also reduce returns. Mutual funds can also be "closed end" or "open end". So-called "open end" mutual funds continue to allow in new investors indefinitely which can dilute other investors' interests.

Equity Investing Risk:

A portfolio may be sensitive to stock market volatility, and the stocks in which a portfolio is invested may be more (or less) volatile than the stock market as a whole. The value of equity investments and related instruments may decline in response to conditions affecting the general economy; overall market changes; local, regional or global political, social or economic instability; currency, interest rate and commodity price fluctuations; or issuer- or sector-specific events. Market conditions may affect certain types of securities to a greater extent than other types of securities. If the stock market declines, the value of a stock portfolio will also likely decline, and although stock values may rebound, there is no assurance that they will return to previous levels. Preferred stocks may also be sensitive to changes in interest rates, typically falling in value when rates rise.

Smaller Companies Risk:

Stocks of smaller, less seasoned companies are generally subject to greater price fluctuations, less liquidity, higher transaction costs and higher investment risk than those of larger, more seasoned issuers. Smaller companies may have limited product lines, markets or financial resources, and they may be dependent on a limited management group or lack substantial capital reserves or an established performance record. There is generally less publicly available information about such companies than for larger, more established companies.

Credit Risk:

Investments in fixed income and other debt obligations, including loans, (referred to below as “debt instruments”) are subject to the risk of non-payment of scheduled principal and interest. Changes in economic conditions or other circumstances may reduce the capacity of the party obligated to make principal and interest payments on such instruments and may lead to defaults. Such non-payments and defaults may reduce the value of such investments. The value of debt instruments also may decline because of concerns about the issuer’s ability to make principal and interest payments. In addition, the credit ratings of debt instruments may be lowered if the financial condition of the party obligated to make payments with respect to such instruments deteriorates. In the event of bankruptcy of the issuer of a debt instrument, a client could experience delays or limitations with respect to its ability to realize the benefits of any collateral securing the instrument.

Fixed-Income and Convertible Security Risk:

Portfolio securities may be sensitive to increases in prevailing interest rates and the creditworthiness of issuers. Fixed-income securities rated below investment grade and comparable unrated securities have speculative characteristics because of the credit risk associated with their issuers. Changes in economic conditions or other circumstances typically have a greater effect on the ability of issuers of lower-rated securities to make principal and interest payments than they do on issuers of higher-rated instruments. An economic downturn typically leads to a higher non-payment rate, and a lower-rated instrument may lose significant value before a default occurs. Lowerrated investments are generally subject to greater price volatility and illiquidity than higherrated ones.

Lower Rated Investments Risk:

Investments rated below investment grade and comparable unrated investments (sometimes referred to as “junk”) have speculative characteristics because of the credit risk associated with their issuers. Changes in economic conditions or other circumstances typically have a greater effect on the ability of issuers of lower rated investments to make principal and interest payments than they do on issuers of higher rated investments. An economic downturn generally leads to a higher non-payment rate, and a lower rated investment may lose significant value before a default occurs. Lower rated investments typically are subject to greater price volatility and illiquidity than higher rated investments.

Foreign and Emerging Market Investment Risk:

Portfolios may have significant exposure to foreign instruments. Investments in securities of non-U.S. issuers and the governments of non-U.S. countries involve special risks not usually associated with investing in securities of U.S. companies or the U.S. government, including political and economic considerations, such as greater risks of expropriation and

nationalization, confiscatory taxation, difficulty in repatriating funds, social, political and economic instability and adverse diplomatic developments; the possibility of the imposition of withholding or other taxes on dividends, interest, capital gain or other income; the small size of the securities markets in such countries and the low volume of trading, resulting in potential lack of liquidity and in price volatility; fluctuations in the rate of exchange between currencies and costs associated with currency conversion; and certain government policies that may restrict investment opportunities. In addition, there may be different types of, and lower quality, information available about a non-U.S. company than a U.S. company. There is also less regulation, generally, of the securities markets in many foreign countries than there is in the United States, and such markets may not provide the same protections that are available in the United States. With respect to certain countries, there may be the possibility of political, economic or social instability, the imposition of trading controls, import duties, tariffs or other protectionist measures, various laws enacted for the protection of creditors, and greater risks of nationalization or diplomatic developments that could materially adversely affect investments in those countries. In addition, certain countries may restrict or prohibit investment opportunities in issuers or industries deemed important to national interests. Such restrictions may affect the market price, liquidity and rights of securities that may be purchased by a client. Investment in non-U.S. countries may also be subject to withholding or other taxes, which may be significant and may reduce the investment returns. Non-U.S. markets may also be affected, directly or indirectly, by trade disputes or tariffs, the effect of which may be difficult to predict. Depositary receipts (ADRs) are subject to many of the same risks associated with investing directly in foreign securities, including political and economic risks. All of these non-U.S. risks are typically greater in less developed or emerging market countries.

Pursuant to various executive orders issued by the President of the United States (collectively, “CCMC Order”), US persons are prohibited from transacting in securities of any Chinese company identified by the Secretary of Defense as a “Communist Chinese military company” (“CCMC”) or in instruments that are derivative of, or are designed to provide investment exposure to, prohibited CCMC securities. It is unclear whether the CCMC Order will continue in effect going forward, but to the extent that it does and any company in a client account’s portfolio is identified as a CCMC at any time, it may have a material adverse effect on the client account. Also, the Holding Foreign Companies Accountability Act (“HFCAA”) recently became effective. Under the HFCAA, securities of a foreign issuer (including China) may be de-listed from U.S. stock exchanges if the foreign issuer does not permit U.S. oversight of the auditing of their financial information. The potential impact of the HFCAA is unclear at this time, but to the extent that client accounts currently transact, or have exposure to, securities of an affected foreign company, there

could be a material adverse impact on the account's ability to achieve its investment objective and cause additional tracking error.

Eurozone Risk:

A number of countries in the European Union ("EU") have experienced, and may continue to experience, severe economic and financial difficulties. In particular, many EU nations are susceptible to economic risks associated with high levels of debt. As a result, financial markets in the EU have been subject to increased volatility and declines in asset values and liquidity. Responses to these financial problems by European governments, central banks, and others, including austerity measures and reforms, may not work, may result in social unrest, and may limit future growth and economic recovery or have other unintended consequences. The risk of investing in securities in the European markets may also be heightened due to the referendum in which the United Kingdom left the EU (known as "Brexit"). One or more other countries may also abandon the euro and/or withdraw from the EU, placing its currency and banking system in jeopardy. The impact of these actions, especially if they occur in a disorderly fashion, is not clear but could be significant and far-reaching. Clients may have exposure to European markets and may have exposure to transactions tied to the value of the euro; such exposures could negatively affect the value and liquidity of the Fund's investments. All of these developments may continue to significantly affect the economies of all EU countries, which in turn may have a material adverse effect on a client's investments in such countries, other countries that depend on EU countries for significant amounts of trade or investment, or issuers with exposure to debt issued by certain EU countries.

The United Kingdom left the EU on January 31, 2020, subject to a transitional period which ended December 31, 2020. Clients will face risks associated with the uncertainty and consequences following Brexit, including with respect to volatility in exchange rates and interest rates. Brexit could adversely affect European or worldwide political, regulatory, economic or market conditions and could contribute to instability in global political institutions, regulatory agencies and financial markets. Brexit has also led to legal uncertainty and could lead to politically divergent national laws and regulations as a new relationship between the United Kingdom and EU is defined and the United Kingdom determines which EU laws to replace or replicate. Any of these effects of Brexit could adversely affect any of the companies to which a client account has exposure and any other assets in which a client account invests. The political, economic and legal consequences of Brexit are not yet fully known. In the short term, financial markets may experience heightened volatility, particularly those in the United Kingdom and Europe, but possibly worldwide. The United Kingdom and EU may be less stable than they have been in recent years, and investments in the United Kingdom and the EU may be difficult to value, or subject to greater or more frequent volatility. In the longer term, there is likely to be a

period of significant political, regulatory and commercial uncertainty as the United Kingdom seeks to negotiate its long-term exit from the EU and the terms of its future trading relationships.

ETN Risk:

ETNs are debt obligations and their payments of interest or principal are linked to the performance of a reference investment (typically an index). ETNs are subject to the performance of their issuer and may lose all or a portion of their entire value if the issuer fails or its credit rating changes. An ETN that is tied to a specific index may not be able to replicate and maintain exactly the composition and weighting of the components of that index. ETNs also incur certain expenses not incurred by the reference investment and the cost of owning an ETN may exceed the cost of investing directly in the reference investment. The market trading price of an ETN may be more volatile than the reference investment it is designed to track. An account may purchase an ETN at prices that exceed its net asset value and may sell such investments at prices below such net asset value. An account may not be able to liquidate ETN holdings at the time and price desired, which may impact account performance.

Derivatives Risk:

The use of derivatives may lead to losses resulting from adverse movements in the price or value of the underlying asset, index, rate or instrument, due to failure of a counterparty or to tax or regulatory constraints. Derivatives may create investment leverage in a portfolio, magnifying a portfolio's exposure to the underlying investment. The risks associated with derivatives use in a portfolio may be heightened when they are used to enhance return or as a substitute for a position or security, rather than solely -19- to hedge the risk of another investment held in the account. When derivatives are used to gain exposure to a particular market or market segment, their performance may not correlate as expected to the performance of that market or segment, thereby causing the account to fail to achieve its original purpose in using such derivatives. Derivatives used for hedging purposes may not reduce portfolio risk if they are not sufficiently correlated to the position being hedged. A decision as to whether, when and how to use derivatives involves the exercise of specialized skill and judgment, and even a well-conceived transaction may be unsuccessful because of subsequent market behavior or unexpected events. Derivative instruments may be difficult to value, illiquid, and subject to wide swings in valuation caused by changes in the value of the underlying asset, index, rate or instrument. The loss on a derivatives transaction may substantially exceed the initial investment.

Real Estate Risk:

Real estate investments, including real estate investment trusts ("REITs"), are subject to special risks associated with real estate. Real estate investments are sensitive to factors such as changes in real estate values, property taxes, cash flow of underlying real estate

assets, occupancy rates, government regulations affecting zoning, land use and rents, and the management skill and creditworthiness of the issuer. Real estate investments may also be subject to liabilities under environmental and hazardous waste laws, among others. Changes in underlying real estate values may have an exaggerated effect to the extent that REITs concentrate investments in particular geographic regions or property types.

Risk Associated with Active Management:

The success of a client's account that is actively managed depends upon investment skills and analytical abilities of our firm to develop and effectively implement strategies that achieve the client's investment objective. Subjective decisions made by us may cause a client portfolio to incur losses or to miss profit opportunities on which it may otherwise have capitalized.

General Investing Risks:

The investment strategies offered by our firm are not intended to be a complete investment program. Clients generally should have a long-term investment perspective and be able to tolerate potentially sharp declines in value and/or investment losses. Investment advisers, other market participants and many securities markets are subject to rules and regulations and the jurisdiction of one or more regulators. Changes to applicable rules and regulations could have an adverse effect on securities markets and market participants, as well as on the ability to execute a particular investment strategy.

Concentration Risk:

A strategy that concentrates its investments in a particular sector of the market (such as the utilities or financial services sectors) or a specific geographic area (such as a country or state) may be affected by events that adversely affect that sector or area and the value of a portfolio using such strategy may fluctuate more than that of a less concentrated portfolio.

Sector Risk:

A strategy that, under certain market conditions, invest a significant portion of its investments in one or more sectors may be affected by events that adversely affect such sector(s) and may fluctuate more than that of a strategy that invests more broadly.

Liquidity Risk:

Clients are exposed to liquidity risk when trading volume, lack of a market maker or trading partner, large position size, market conditions, or legal restrictions impair our ability to sell particular investments or to sell them at advantageous market prices. Consequently, clients may have to accept a lower price to sell an investment or continue to hold it or keep the position open, sell other investments to raise cash or abandon an investment opportunity, any of which could have a negative effect on the account's performance. These effects may be exacerbated during times of financial or political stress.

Currency Risk:

In general, the value of investments in, or denominated in, foreign currencies increase when the U.S. dollar is weak (i.e., is losing value relative to foreign currencies) or when foreign currencies are strong (i.e., are gaining value relative to the U.S. dollar). When foreign currencies are weak or the U.S. dollar is strong, such investments generally will decrease in value. The value of foreign currencies as measured in U.S. dollars may be unpredictably affected by changes in foreign currency rates and exchange control regulations, application of foreign tax laws (including withholding tax), governmental administration of economic or monetary policies (in the U.S. or abroad), intervention (or the failure to intervene) by U.S. or foreign governments or central banks, and relations between nations. A devaluation of a currency by a country's government or banking authority will have a significant impact on the value of any investments denominated in that currency. Currency markets generally are not as regulated as securities markets and currency transactions are subject to settlement, custodial and other operational risks. Exposure to foreign currencies through derivative instruments will be subject to Derivatives Risks described above.

Futures Risk:

Our firm may utilize futures contracts on a security or on an index of securities. Futures positions may include both long and short positions. Because of the low margin deposits normally required in futures trading, a high degree of leverage is typical of a futures trading account. As a result, a relatively small price movement in a futures contract may result in substantial losses and, like other leveraged investments, any trade may result in losses in excess of the amount invested.

Risk of Commodity-Related Investments:

The value of commodities investments will generally be affected by overall market movements and factors specific to a particular industry or commodity, which may include weather, embargoes, tariffs, and health, political, international and regulatory developments. Economic and other events (whether real or perceived) can reduce the demand for commodities, which may reduce market prices and cause the value of a client portfolio to fall. The frequency and magnitude of such changes cannot be predicted. Exposure to commodities and commodities markets may subject a client portfolio to greater volatility than investments in traditional securities. No active trading market may exist for certain commodities investments, which may impair the ability to sell or to realize the full value of such investments in the event of the need to liquidate such investments. In addition, adverse market conditions may impair the liquidity of actively traded commodities investments. Certain types of commodities instruments (such as total return swaps and commodity-linked notes) are subject to the risk that the counterparty to the

instrument will not perform or will be unable to perform in accordance with the terms of the instrument.

Interest Rate Risk:

As interest rates rise, the value of a client portfolio invested primarily in fixed-income securities or similar instruments is likely to decline. Conversely, when interest rates decline, the value of such a client portfolio is likely to rise. Securities with longer maturities are more sensitive to changes in interest rates than securities with shorter maturities, making them more volatile. A rising interest rate environment may extend the average life of mortgages or other asset-backed receivables underlying mortgage-backed or asset-backed securities. This extension increases the risk of depreciation due to future increases in market interest rates. In a declining interest rate environment, prepayment of certain types of securities may increase. In such circumstances, we may have to reinvest the prepayment proceeds at lower yields. A strategy that is managed toward an income objective may hold securities with longer maturities and thereby be more exposed to interest rate risk than a strategy focused on total return.

Duration Risk:

Duration measures the expected life of a fixed-income security, which can determine its sensitivity to changes in the general level of interest rates. Securities with longer durations tend to be more sensitive to interest rate changes than securities with shorter durations. A portfolio with a longer dollar-weighted average duration can be expected to be more sensitive to interest rate changes than a portfolio with a shorter dollarweighted average duration. Duration differs from maturity in that it considers a security's coupon payments in addition to the amount of time until the security matures. As the value of a security changes over time, so will its duration.

Maturity Risk:

Interest rate risk will generally affect the price of a fixed income security more if the security has a longer maturity. Fixed income securities with longer maturities will therefore be more volatile than other fixed income securities with shorter maturities. Conversely, fixed income securities with shorter maturities will be less volatile but generally provide lower returns than fixed income securities with longer maturities. The average maturity of a client portfolio's investments will affect the volatility of the portfolio's rate of return.

Underlying Fund Risk:

Allocating client assets to an underlying fund (including, but not limited to, mutual funds and ETFs) exposes a client portfolio to all of the risks of the underlying fund's investments and subjects it to a pro rata portion of the underlying fund's fees and expenses. As a result, the cost of investing in an underlying fund may exceed the cost of investing directly in each

of the underlying fund's positions. In addition, with respect to ETFs, shares trade on an exchange at a market price which may vary from the ETF's net asset value. ETFs may be purchased at prices that exceed the net asset value of their underlying investments and may be sold at prices below such net asset value. Because the market price of ETF shares depends on the demand in the market for them, the market price of an ETF may be more volatile than the underlying portfolio of securities the ETF is designed to track, and a client account may not be able to liquidate ETF holdings at the time and price desired, which may impact its performance.

Short Sale Risk:

Short sale risk includes, among other things, the potential loss of more money than the actual cost of the investment, and the risk that the third party to the short sale may fail to honor its contract terms, causing a loss to the client portfolio.

Systems Risk:

Our firm relies on computer programs and systems in its proprietary modeling to evaluate securities, monitor its portfolios, and to generate reports that are critical to oversight of its activities. In addition, certain systems are operated by third parties, including counterparties and service providers. These programs, whether operated by us or a third party, may be subject to defects, failure and interruptions, including, but not limited to, those caused by computer "worms," viruses and power failures. Any such defect or failure could cause settlement of trades to fail, lead to inaccurate accounting, recording or processing of trades, and cause inaccurate reports, which may affect our ability to monitor its investment portfolios and risks.

Risk of Leveraged Transactions:

Certain types of investment transactions may give rise to a form of leverage. Such transactions may include, among others, the use of when-issued, delayed delivery or forward commitment transactions, residual interest bonds, short sales and certain derivative transactions. A client portfolio may be required to segregate liquid assets or otherwise cover the portfolio's obligation created by a transaction that may give rise to leverage. To satisfy the portfolio's obligations or to meet segregation requirements, portfolio positions may be required to be liquidated when it may not be advantageous to do so. Leverage may cause the value of a client portfolio to be more volatile than if it had not been leveraged, as certain types of leverage may exaggerate the effect of any increase or decrease in the value of securities in a client portfolio. The loss on leveraged transactions may substantially exceed the initial investment.

Municipal Bond Market Risk:

The amount of public information available about municipal bonds is generally less than that for corporate equities or bonds and the investment performance of a client portfolio may be more dependent on the research capabilities of the adviser. The secondary market for municipal bonds also tends to be less well-developed and less liquid than many other securities markets, which may adversely affect the ability to sell bonds at attractive prices. In addition, municipal obligations can experience downturns in trading activity and the supply of municipal obligations may exceed the demand in the market or demand can exceed supply. During such periods, the spread can widen between the price at which an obligation can be purchased and the price at which it can be sold. Less liquid obligations can become more difficult to value and be subject to erratic price movements. The increased presence of non-traditional participants in the municipal markets may lead to greater volatility in the markets.

Asset-Backed Securities Risk:

Asset-backed securities represent interests in “pools” of assets, including consumer loans or receivables held in trust. If asset-backed securities are subordinated to other interests in the same pool, investors may only receive payments after the pool’s obligations to other investors have been satisfied. An unexpectedly high rate of defaults on the assets held by a pool may limit substantially the pool’s ability to make payments of principal or interest to an investor, reducing the values of those securities or in some cases rendering them worthless. The risk of such defaults is generally higher in the case of mortgage pools that include so-called “subprime” mortgages. An investment in other asset-backed securities is subject to risks similar to those associated with mortgage-backed securities, as well as additional risks associated with the nature of the assets and the servicing of those assets.

Tax Risks:

Certain of the investment strategies offered by our firm contain tax management components (“Tax Management Strategies”). Market conditions and future tax legislation may limit our ability to execute Tax Management Strategies effectively. Tax laws and regulations are complex and subject to interpretation. There can be no assurance that the Internal Revenue Service will not challenge the tax treatment of the Tax Management Strategies, which could materially impact investment results. Our offering of Tax Management Strategies should not be construed as financial, legal or tax advice. Clients seeking a Tax Management Strategy must consult their independent financial, legal and tax advisors as to the tax consequences of such an investment strategy.

Pandemic Risks:

An outbreak of disease or similar public health threat, or fear of such an event could have a material adverse impact on the performance of client accounts. In addition, outbreaks of

disease could result in increased government restrictions and regulation, including quarantines, which could adversely affect the Fund's operations. In December 2019, a novel strain of coronavirus ("COVID-19") was reported in Wuhan, China. The World Health Organization has declared COVID-19 to constitute a "Public Health Emergency of International Concern" and a pandemic. The U.S. government has also implemented enhanced screenings, quarantine requirements and travel restrictions in connection with the COVID-19 outbreak. As of the date of this Brochure, the COVID-19 pandemic has significantly and negatively impacted the global economy, disrupted global supply chains and created significant volatility and disruption of financial markets. The extent of the impact of the COVID-19 pandemic on the financial performance of client accounts, including our firm's ability to execute a client account's investment strategy in the expected time frame, will depend on future developments, including the duration and spread of the pandemic and the impact of the pandemic on local, national and global financial markets, all of which are uncertain and cannot be predicted. An extended period of global supply chain and economic disruption could materially affect the performance of client accounts, results of operations, access to sources of liquidity and financial condition.

Cybersecurity:

Our information and technology systems may be vulnerable to damage or interruption from computer viruses, network failures, computer and telecommunication failures, infiltration by unauthorized persons and security breaches, usage errors by its professionals, power outages and catastrophic events such as fires, tornadoes, floods, hurricanes and earthquakes. Although we have implemented various measures to protect the confidentiality of its internal data and to manage risks relating to these types of events, if these systems are compromised, become inoperable for extended periods of time or cease to function properly, we will likely have to make a significant investment to fix or replace them. The failure of these systems and/or of disaster recovery plans for any reason could cause significant interruptions in our firm's operations and result in a failure to maintain the security, confidentiality or privacy of sensitive data, including personal information relating to clients. Such a failure could harm, our reputation or subject it or its affiliates to legal claims and otherwise affect their business and financial performance. We will seek to notify affected clients of any known cybersecurity incident that will likely pose substantial risk of exposing confidential personal data about such clients to unintended parties.

Other Risks, Information and Sources of Information:

Client accounts are also subject to investment style risk. A client account invested in one of our investment strategies involves the risk that the investment strategy may underperform other investment strategies or the overall market. Our firm does not offer any products or services that guarantee rates of return on investments for any time period to any client. All

clients assume the risk that investment returns may be negative or below the rates of return of other investment advisers, market indices or investment products.

Force Majeure:

Global markets are interconnected, and events like hurricanes, floods, earthquakes, forest fires and similar natural disturbances, war, terrorism or threats of terrorism, civil disorder, public health crises, and similar “Act of God” events have led, and may in the future lead, to increased short-term market volatility and may have adverse longterm and wide-spread effects on world economies and markets generally. Clients may have exposure to countries and markets impacted by such events, which could result in material losses.

The foregoing list of risk factors does not purport to be a complete explanation of the risks involved in our advisory services. Investors should read the applicable offering materials, prospectus, or similar account opening documents for such client, if any, in addition to consulting with their own financial and tax advisers.

Item 9 – Disciplinary Information

There are no legal or disciplinary events to report.

Item 10 – Other Financial Industry Activities and Affiliations

Persons providing investment advice on behalf of our firm do not receive commission-based compensation.

Item 11 – 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 Person. Our goal is to protect your interests at all times and to demonstrate our commitment to our fiduciary duties of honest, 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 all persons associated with our firm submit reports of their personal account holdings and transactions to our chief compliance officer at 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 misuse or dissemination of material, non-public information about 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.

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.

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 price than you will receive. To eliminate this conflict of interest, it is our policy that neither our associated persons shall have priority over your account in the purchase or sale of securities.

Item 12 – Brokerage Practices

We do not maintain custody of your assets that we manage (although we may be deemed to have custody of your assets if you give us authority to withdraw assets from your account (see *Item 15 – Custody*, in this Brochure). Your assets must be maintained in an account at a “qualified custodian,” generally a broker-dealer or bank.

We recommend that our clients use TD Ameritrade Institutional Services, a registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated and are not affiliated with TD Ameritrade. TD Ameritrade will hold your assets in a brokerage account and buy and sell securities when we instruct them. While we recommend that you use TD Ameritrade as custodian/broker, you will decide whether to do so and will open your account with TD Ameritrade by entering into an account agreement directly with them. We do not open an account for you, although we may assist you in doing so.

We shall have discretion/Limited Power of Attorney on a client’s account(s). All investment decisions will be executed by our firm in accordance with your Investment Policy Statement. You will sign our Investment Management Agreement and Investment Policy Statement.

All signed and initialed TD Ameritrade Institutional applications grant Stapp Wealth Management, PLLC Limited Power of Attorney to execute trades on behalf of the client(s).

TD Ameritrade provides us with access to its institutional trading and custody services, which are not available to retail investors. These services are available to independent investment advisors on an unsolicited basis, at no charge to them. TD Ameritrade’s services include brokerage, custody, research, and access to mutual funds and other investments.

TD Ameritrade does not charge separately for accounts maintained in our custody. TD Ameritrade Institutional Services is compensated by account holders through commissions or other trade-related fees for security trades that are executed through TD Ameritrade or that settle into TD Ameritrade accounts.

TD Ameritrade makes available to us other products and services that benefit our firm but may not benefit our clients' account(s). These include software and other technology that provide access to client account data (such as trade confirmations and account statements); facilitate trade execution and allocation of aggregated trade orders for multiple clients' accounts; provide research, pricing information and other market data; facilitate payments of our management fees from clients' accounts; and assist with back-office functions, record keeping and client reporting.

TD Ameritrade also offers other services intended to help us manage and further develop our business enterprise. These services include:

- Educations conferences and events
- Consulting on technology, compliance, legal, and business needs
- Publications and conferences on practice management and business succession

TD Ameritrade can provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. TD Ameritrade may also discount or waive its fees for some of these services or pay all or part of a third party's fees. TD Ameritrade may also provide us with other benefits, such as occasional business entertainment for our personnel.

We do not have any soft dollar arrangements.

Our recommendation that clients maintain their assets in accounts at TD Ameritrade Institutional Services is based in part of the benefit to our firm of the availability of some of the foregoing products and services provided by TD Ameritrade Institutional Services.

You will authorize us, in our discretion, to bunch or aggregate orders for your account with orders of other clients and to allocate the aggregate amount of the investment among accounts in the manner in which we shall determine appropriate. Block trading may allow trades to be executed in a timelier, equitable manner and may reduce overall transaction costs because such costs are generally shared on a pro-rated basis among all Accounts included in the block. However, you should be aware that due to differences in types of investments, and differences in client objectives, cash positions, and other factors, we cannot anticipate the number of transactions, if any, that will be affected each year through block transactions. We will have the authority to engage in block trading, unless otherwise provided in the client agreement. In certain situations, aggregation of client orders may operate to the disadvantage of some clients, such as where an account may have been able

to have its order executed at a more favorable time. We will attempt to ensure that no client is unreasonably or systematically disadvantaged through the use of block trading. Subject to our Code of Ethics, our firm and our employees may participate in blocks orders with you, as long as we participate in the block on the same terms as you.

Item 13 – Review of Accounts

Gregory T. Stapp and Thomas M. Stapp will monitor your account on a continuous basis and will conduct account annual reviews to ensure the advisory services provided to you and that the portfolio mix is consistent with your stated investment needs and objectives. Additional reviews may be conducted based on various circumstances, including, but not limited to: contributions and withdrawals; year-end tax planning; market moving events; security specific events; and/or; changes in your risk/return objectives.

We will prepare regular quarterly client reports that will be posted to your Investment Performance Portal. TD Ameritrade will provide account statements, transaction confirmations, all applicable tax documents, required minimum distributions from qualified plans, as well as; proxy documents, including ballots and any communications from public companies.

We will review your investment account(s) or your financial plan only at your request.

Item 14 – Client Referrals and Other Compensation

We receive an economic benefit from TD Ameritrade in the form of the support products and services it makes available to us and other independent investment advisors that have their clients maintain accounts at TD Ameritrade. These products and services, how they benefit us, and the related conflicts of interest are described above (see Item 12 - Brokerage Practices in this Brochure).

We do not have any arrangements, oral or in writing, where it is paid cash or receives economic benefit (including commissions, equipment, or non-research services) from a non-client in connection with giving advice to clients. In addition, the firm does not directly or indirectly compensate any person for client referrals.

Item 15 – Custody

Under government regulations, we are deemed to have custody of your assets if you authorize us to instruct the acting custodian (TD Ameritrade) to deduct our advisory fees directly from your account. The acting custodian maintains actual custody of your assets.

You will receive account statements directly from the acting custodian monthly. They will be sent to the email or postal mailing address you provided to the acting custodian. You should carefully review these statements promptly when you receive them.

Our firm, or persons associated with our firm, may effect wire transfers or ACH (Automated Clearing House) transfers from client accounts to one or more third parties designated, in writing, by the client without obtaining written client consent for each separate, individual transaction, as long as the client has provided us with written authorization to do so. Such written authorization is known as a Standing Letter of Authorization. An adviser with authority to conduct such third party wire transfers or ACH transfers on a client's behalf has access to the client's assets, and therefore has custody of the client's assets in any related accounts.

However, we do not have to obtain a surprise annual audit, as we otherwise would be required to by reason of having custody, as long as we meet the following criteria:

1. You provide a written, signed instruction to the qualified custodian that includes the third party's name and address or account number at a custodian;
2. You authorize us in writing to direct transfers to the third party either on a specified schedule or from time to time;
3. Your qualified custodian verifies your authorization (e.g., signature review) and provides a transfer of funds notice to you promptly after each transfer;
4. You can terminate or change the instruction.
5. We have no authority or ability to designate or change the identity of the third party, the address, or any other information about the third party;
6. We maintain records showing that the third party is not a related party to us nor located at the same address as us; and
7. Your qualified custodian sends you, in writing, an initial notice confirming the instruction and an annual notice reconfirming the instruction.

We hereby confirm that we meet the above criteria.

Item 16 – Investment Discretion

We receive written discretionary authority from the client at the outset of an advisory relationship. We have the discretion to buy, sell, exchange or otherwise trade in securities

that are approved by our firm and to execute orders for such securities through TD Ameritrade Institutional.

You may impose reasonable restrictions on your account, including, but not limited to, the type, nature, or specific names of securities to be bought, sold, or held in their account. If not specifically requested by the client, discretionary authority will be established at the time the account is opened.

Investment guidelines and restrictions must be provided to our firm in writing.

All signed and initialed TD Ameritrade Institutional applications grant us the Limited Power of Attorney to execute trades on your behalf.

Item 17 – Voting Client Securities

As a matter of firm policy and practice, we do not have any authority to and do not vote for proxies on behalf of your advisory accounts. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in your portfolios. Our firm may provide advice to clients regarding the clients' voting of proxies.

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

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about our firm's financial condition. Our firm has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding.

Item 19 – Requirements for State-Registered Advisers

We are a federally registered investment adviser; therefore, we are not required to respond to this item.

Item 20 – Additional Information

Privacy Policy

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 information about you to employees who need that information in order to provide services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your non-public information and to ensure our integrity and confidentiality. We will not sell information about you or your account 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 policy 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. It will be sent to the postal mailing address you provided to TD Ameritrade or we will upload it to your Investment Performance Portal based on your delivery preference. The Privacy Policy is also available on our website at www.stappfinancial.com/privacy-policy. Please contact our 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 accounts 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.

Item 1- Cover Page

Gregory T. Stapp, CPA, CFP, PFS
Stapp Wealth Management, PLLC

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Telephone: 360-754-8895

December 31, 2022

This Brochure Supplement provides information about Gregory T. Stapp that supplements the Stapp Wealth Management, PLLC Brochure. You should have received a copy of that Brochure. Please contact us at (360) 754-8895 if you did not receive Stapp Wealth Management, PLLC's Brochure or if you have any questions about the contents of this supplement.

Additional information about Gregory T. Stapp is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 Educational Background and Business Experience

Gregory T. Stapp began his career with a CPA firm in 1985. He became a licensed Certified Public Accountant in 1986 and later advanced to a shareholder position within the firm. He became a CERTIFIED FINANCIAL PLANNER™ professional in 1990, a Personal Financial Specialist in 1996, and has served on the Washington Society of Certified Public Accountant's Personal Financial Planning Committee. In December of 1996 he formed his own accounting and financial planning firm. He was accepted as a member of the National Association of Personal Financial Advisors (NAPFA) in August of 1997. NAPFA is an association of fee-only financial advisors located throughout the United States. He formed Stapp Wealth Management, PLLC in November of 1998.

Year of birth: 1961

Gregory T. Stapp's education includes:

College for Financial Planning, Denver, Colorado

Degree: Master of Science Degree in Financial Planning – 2000

College for Financial Planning, Denver, Colorado

Degree: Certified Financial Planner – 1990

Whitworth College, Spokane, Washington

Degree: Bachelor of Arts – Accounting – 1984

Item 3 Disciplinary Information

Form ADV Part 2B requires disclosure of certain criminal or civil actions, administrative proceedings, and self-regulatory organization proceedings, as well as certain other proceedings related to suspension or revocation of a professional attainment, designation, or license. Mr. Gregory T. Stapp has no required disclosures under this item.

Item 4 Other Business Activities

To the best of the Adviser's knowledge and belief, Mr. Stapp has no other business activities to report that would be material to a client's or prospective client's evaluation of the adviser.

Item 5 Additional Compensation

To the best of the Adviser's knowledge and belief, Mr. Stapp does not receive any other economic benefit from any third party for providing advisory services.

Item 6 Supervision

Rebecca Stapp, Chief Compliance Officer, and an Investment Adviser Representative is responsible for supervising the advisory activities of Gregory Stapp. Ms. Stapp can be reached at (360) 754-8895.

Item 1- Cover Page

Thomas M. Stapp, CFP
Stapp Wealth Management, PLLC

1800 Cooper Pt Rd SW #10, Olympia, WA 98502
PO Box 11567, Olympia, WA 98508-1567

Telephone: 360-754-8895

December 31, 2022

This Brochure Supplement provides information about Thomas M. Stapp that supplements the Stapp Wealth Management, PLLC Brochure. You should have received a copy of that Brochure. Please contact us at (360) 754-8895 if you did not receive Stapp Wealth Management, PLLC's Brochure or if you have any questions about the contents of this supplement.

Additional information about Thomas M. Stapp is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 Educational Background and Business Experience

Thomas M. Stapp became a CERTIFIED FINANCIAL PLANNER™ professional in 2020. He was accepted as a member of the National Association of Personal Financial Advisors (NAPFA) in 2020. NAPFA is an association of fee-only financial advisors located throughout the United States.

Year of birth: 1994

Thomas M. Stapp's education includes:

Baylor University, Waco, Texas

Degree: Bachelor of Business Administration - Financial Services and Planning – 2017

Item 3 Disciplinary Information

Form ADV Part 2B requires disclosure of certain criminal or civil actions, administrative proceedings, and self-regulatory organization proceedings, as well as certain other proceedings related to suspension or revocation of a professional attainment, designation, or license. Mr. Thomas M. Stapp has no required disclosures under this item.

Item 4 Other Business Activities

To the best of the Adviser's knowledge and belief, Mr. Thomas Stapp has no other business activities to report that would be material to a client's or prospective client's evaluation of the adviser.

Item 5 Additional Compensation

To the best of the Adviser's knowledge and belief, Mr. Thomas Stapp does not receive any other economic benefit from any third party for providing advisory services.

Item 6 Supervision

Gregory T. Stapp, Member, and an Investment Adviser Representative, is responsible for supervising the advisory activities of Thomas M. Stapp. Mr. Stapp can be reached at (360) 754-8895.

Item 1- Cover Page

Rebecca A. Stapp
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Telephone: 360-754-8895

December 31, 2022

This Brochure Supplement provides information about Rebecca S. Stapp that supplements the Stapp Wealth Management, PLLC Brochure. You should have received a copy of that Brochure. Please contact us at (360) 754-8895 if you did not receive Stapp Wealth Management, PLLC's Brochure or if you have any questions about the contents of this supplement.

Additional information about Rebecca A. Stapp is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 Educational Background and Business Experience

Rebecca A. Stapp is the Chief Compliance Officer at Stapp Wealth Management, PLLC.

Year of birth: 1968

Rebecca A. Stapp's education includes:

Pacific Lutheran University, Tacoma, Washington

Degree: Bachelor of Fine Arts – Graphic Design – 1990

Series 65 License

Item 3 Disciplinary Information

Form ADV Part 2B requires disclosure of certain criminal or civil actions, administrative proceedings, and self-regulatory organization proceedings, as well as certain other proceedings related to suspension or revocation of a professional attainment, designation, or license. Ms. Stapp has no required disclosures under this item.

Item 4 Other Business Activities

To the best of the Adviser's knowledge and belief, Ms. Stapp has no other business activities to report that would be material to a client's or prospective client's evaluation of the adviser.

Item 5 Additional Compensation

To the best of the Adviser's knowledge and belief, Ms. Stapp does not receive any other economic benefit from any third party for providing advisory services.

Item 6 Supervision

Gregory T. Stapp, Member, and an Investment Adviser Representative, is responsible for supervising the advisory activities of Ms. Stapp. Mr. Stapp can be reached at (360) 754-8895.