

J. W. Coons Advisors, LLC
Part 2A of Form ADV
The Brochure

www.coonsadvisors.com

March 27, 2023

This brochure provides information about the qualifications and business practices of J. W. Coons Advisors, LLC (“Coons Advisors” or the “Firm”) located at 1151 Bethel Road, Suite 204, Columbus, OH 43220. If you have any questions about the contents of this brochure, please contact us at 614-918-3500. 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.

Coons Advisors 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. Additional information about Coons Advisors is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2. Material Changes

Coons Advisors' most recent update to this brochure was made in March 2022. Since that update, no material changes have been made to the brochure.

Item 3. Table of Contents

Item 2 - Material Changes	2
Item 3 - Table of Contents	2
Item 4 - Advisory Business.....	3
Item 5 - Fees and Compensation.....	3
Item 6 - Performance Based Fees and Side-by-Side Management	4
Item 7 - Types of Clients	4
Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss	4
Item 9 - Disciplinary Information	7
Item 10 - Other Financial Industry Activities and Affiliations.....	7
Item 11 - Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.....	7
Item 12 - Brokerage Practices	8
Item 13 - Review of Accounts	10
Item 14 - Client Referrals and Other Compensation	10
Item 15 - Custody.....	10
Item 16 - Investment Discretion.....	10
Item 17 - Voting Client Securities.....	11
Item 18 - Financial Information	11

Item 4. Advisory Business

Coons Advisors primarily provides customized investment management services to individuals, trusts, foundations and other legal entities. Coons Advisors generally invests client assets in individual stocks, bonds, exchange traded funds (“ETFs”) and mutual funds.

Coons Advisors prepares a written Investment Policy Statement (IPS) for each client. Each client’s IPS:

- identifies the accounts that comprise the portfolio
- specifies the purpose of the portfolio, the investment objective(s), time horizon and risk tolerance
- describes the investment strategy
- specifies target asset allocations, and
- records other pertinent information related to the management of the portfolio

Coons Advisors was founded in 2003 and is owned by James W. Coons, Robert H. Hoffman and Keith M. Blankemeyer. As of December 31, 2022, Coons Advisors managed approximately \$450 million in assets under management on a discretionary basis and \$53 million in assets under management on a non-discretionary basis, for a total of approximately \$502 million in assets under management.

When Adviser provides investment advice to you regarding your retirement plan account or individual retirement account, Adviser is a fiduciary 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 Adviser makes money creates some conflicts with your interests, so Adviser operates under a special rule that requires Adviser to act in your best interest and not put our interest ahead of yours.

Item 5. Fees and Compensation

Coons Advisors charges most of its clients an investment management fee based on the average daily balance of assets under management according to the following schedule:

<u>Assets Under Management</u>	<u>Annual Fee</u>
First \$500 Thousand	1.25%
For the amount in excess of \$500 Thousand & up to \$1 Million	1.00%
For the amount in excess of \$1 Million & up to \$2 Million	0.75%
For the amount in excess of \$2 Million	0.50%

Coons Advisors has negotiated fees below those in the schedule above for certain accounts.

For new clients, fees are charged monthly in arrears and are deducted directly from accounts. Clients may request to receive invoices in lieu of direct fee deductions.

In addition to Coons Advisors’ investment management fees, clients bear trading costs and might incur custodial and trust fees, where applicable. To the extent that clients’ accounts are invested in mutual funds, ETFs or closed-end funds, clients bear additional costs associated with the management, trading and administration of those funds.

Valuations of securities for the purpose of establishing the total market value of the portfolio are obtained from our custodians and based on: (1) listed securities are valued on the basis of the last official traded sales price on the valuation date, (2) over-the counter securities are valued at the NASDAQ official closing price on the valuation date, (3) fixed income securities are valued by third party pricing services provided by our custodian, and (4) if no market price is available, the value of the investment is determined by Coons Advisors at the estimated fair market value. For non-US securities, valuations are determined using the last official traded sales price converted to US Dollars at the last available exchange rate as of noon London-time on the valuation date.

Item 6. Performance Based Fees and Side-by-Side Management

Coons Advisors does not charge performance-based fees to new clients. However, Coons Advisors manages one portfolio that is subject to a performance fee. Some investment advisers experience conflicts of interest in connection with the side-by-side management of accounts with different fee structures.

Item 7. Types of Clients

Coons Advisors primarily provides customized investment management services to individuals, high-net-worth individuals and associated trusts, estates, retirement, charitable and other legal entities.

Coons Advisors requests a relationship size of at least \$1 million But makes exceptions for smaller portfolios on a case-by-case basis.

Coons Advisors may also be engaged to provide retirement plan advisory services to assist sponsors of self-directed retirement plans with the selection and/or monitoring of investment alternatives (generally Exchange Traded Funds and open-end mutual funds) from which plan participants choose and self-direct the investments for their individual plan retirement accounts. In addition, to the extent requested by the plan sponsor, Coons Advisors shall provide participant education designed to assist participants in identifying the appropriate investment strategy for their retirement plan accounts. The terms and conditions of the engagement shall generally be set forth in a Retirement Plan Services Agreement between Coons Advisors and the plan sponsor.

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

Coons Advisors' Chief Investment Officer, Robert J. Hoffman, oversees the investment process of the Firm, including approval of all individual securities purchased in client accounts. Security analysis varies by the type of security. For stocks and bonds the analysis generally includes a review of:

- The issuer's management;
- The amount and volatility of past profits or losses;
- The issuer's assets and liabilities, as well as any material changes from historical norms;
- Prospects for the issuer's industry, as well as the issuer's competitive position within that industry; and
- Any other factors considered relevant.

For mutual funds, closed-end funds and ETFs the analysis generally includes a review of:

- The fund's management;
- The fund's historical risk and return characteristics;
- The fund's exposure to sectors and individual issuers;
- The fund's fee structure; and
- Any other factors considered relevant.

Coons Advisors' Investment Committee is led by Robert J. Hoffman, the Chief Investment Officer, and includes Keith Blankemeyer, James W. Coons, P. Martina Cheung, John P. McCorkle and Frank W. Siegel. The Investment Committee generally meets weekly to discuss developments and trends in the economy and financial markets, existing and prospective investments and individual portfolios. Investments are evaluated independently, as well as in the context of clients' existing holdings and sector exposures.

Coons Advisors generally intends to hold securities for relatively long time horizons, often for a year or more. However, market developments could cause Coons Advisors to sell securities sooner.

Depending on a client's investment objectives, Coons Advisors might engage in short selling or various options strategies. The use of short selling and option strategies poses risks that are discussed in detail with clients who are considering the use of these investment vehicles. Coons Advisors engages in short selling or option strategies only with explicit permission from clients.

All investing involves a risk of loss that clients should be prepared to bear.

Additional risks involved in the securities recommended by Coons Advisors include, among others:

- *Stock market risk*, which is the chance that stock prices overall will decline. The market value of equity securities will generally fluctuate with market conditions. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. Prices of equity securities tend to fluctuate over the short term as a result of factors affecting the individual companies, industries or the securities market as a whole. Equity securities generally have greater price volatility than fixed income securities.
- *Sector risk*, which is the chance that significant problems will affect a particular sector, or that returns from that sector will trail returns from the overall stock market. Daily fluctuations in specific market sectors are often more extreme than fluctuations in the overall market.
- *Issuer risk*, which is the risk that the value of a security will decline for reasons directly related to the issuer, such as management performance, financial leverage, and reduced demand for the issuer's goods or services.
- *Non-diversification risk*, which is the risk of focusing investments in a small number of issuers, industries or foreign currencies, including being more susceptible to risks associated with a single economic, political or regulatory occurrence than a more diversified portfolio might be.
- *Value investing risk*, which is the risk that value stocks not increase in price, not issue the anticipated stock dividends, or decline in price, either because the market fails to recognize the stock's intrinsic value, or because the expected value was misgauged. If the market does not recognize that the securities are undervalued, the prices of those securities might not appreciate as anticipated. They also may decline in price even though in theory they are already undervalued. Value stocks are typically less volatile than growth stocks, but may lag behind growth stocks in an up market.
- *Smaller company risk*, which is the risk that the value of securities issued by a smaller company will go up or down, sometimes rapidly and unpredictably as compared to more widely held securities. Investments in smaller companies are subject to greater levels of credit, market and issuer risk.
- *Foreign (non-U.S.) investment risk*, which is the risk that investing in foreign securities result in the portfolio experiencing more rapid and extreme changes in value than a portfolio that invests exclusively in securities of U.S. companies. Risks associated with investing in foreign securities include fluctuations in the exchange rates of foreign currencies that may affect the U.S. dollar value of a security, the possibility of substantial price volatility as a result of political and economic instability in the foreign country, less public information about issuers of securities, different securities regulation, different accounting, auditing and financial reporting standards and less liquidity than in the U.S. markets.
- *Interest rate risk*, which is the chance that prices of fixed income securities decline because of rising interest rates. Similarly, the income from fixed income securities may decline because of falling interest rates.
- *Credit risk*, which is the chance that an issuer of a fixed income security will fail to pay interest and principal in a timely manner, or that negative perceptions of the issuer's ability to make such payments will cause the price of that fixed income security to decline.
- *Exchange Traded Fund (ETF) risk*, which is the risk of an investment in an ETF, including the possible loss of principal. ETFs typically trade on a securities exchange and the prices of their shares fluctuate throughout the day based on supply and demand, which may not correlate to their net asset values. Although ETF shares will be listed on an exchange, there can be no guarantee that an active trading market will develop or continue. Owning an ETF generally reflects the risks of owning the underlying securities it is designed to track. ETFs are also subject to secondary market trading risks. In addition, an ETF may not replicate exactly the performance of the index it seeks to track for a number of reasons, including transaction costs incurred by the ETF, the temporary unavailability of certain securities in the secondary market, or discrepancies between the ETF and the index with respect to weighting of securities or number of securities held.
- *Management risk*, which is the risk that the investment techniques and risk analyses applied by Coons Advisors may not produce the desired results and that legislative, regulatory, or tax developments, affect the investment

techniques available to Coons Advisors. There is no guarantee that a client's investment objectives will be achieved.

- *Real Estate risk*, which is the risk that an investor's investments in Real Estate Investment Trusts ("REITs") or real estate-linked derivative instruments will subject the investor to risks similar to those associated with direct ownership of real estate, including losses from casualty or condemnation, and changes in local and general economic conditions, supply and demand, interest rates, zoning laws, regulatory limitations on rents, property taxes and operating expenses. An investment in REITs or real estate-linked derivative instruments subject the investor to management and tax risks.
- *Investment Companies ("Mutual Funds") risk*, when an investor invests in mutual funds, the investor will bear additional expenses based on his/her pro rata share of the mutual fund's operating expenses, including the management fees. The risk of owning a mutual fund generally reflects the risks of owning the underlying investments the mutual fund holds.
- *Commodity risk*, generally commodity prices fluctuate for many reasons, including changes in market and economic conditions or political circumstances (especially of key energy-producing and consuming countries), the impact of weather on demand, levels of domestic production and imported commodities, energy conservation, domestic and foreign governmental regulation (agricultural, trade, fiscal, monetary and exchange control), international politics, policies of OPEC, taxation and the availability of local, intrastate and interstate transportation systems and the emotions of the marketplace. The risk of loss in trading commodities can be substantial.
- *Cybersecurity risk*, which is the risk related to unauthorized access to the systems and networks of Coons Advisors and its service providers. The computer systems, networks and devices used by Coons Advisors and service providers to us and our clients to carry out routine business operations employ a variety of protections designed to prevent damage or interruption from computer viruses, network failures, computer and telecommunication failures, infiltration by unauthorized persons and security breaches. Despite the various protections utilized, systems, networks or devices potentially can be breached. A client could be negatively impacted as a result of a cybersecurity breach. Cybersecurity breaches can include unauthorized access to systems, networks or devices; infection from computer viruses or other malicious software code; and attacks that shut down, disable, slow or otherwise disrupt operations, business processes or website access or functionality. Cybersecurity breaches cause disruptions and impact business operations, potentially resulting in financial losses to a client; impediments to trading; the inability by us and other service providers to transact business; violations of applicable privacy and other laws; regulatory fines, penalties, reputational damage, reimbursement or other compensation costs, or other compliance costs; as well as the inadvertent release of confidential information. Similar adverse consequences could result from cybersecurity breaches affecting issues of securities in which a client invests; governmental and other regulatory authorities; exchange and other financial market operators, banks, brokers, dealers and other financial institutions; and other parties. In addition, substantial costs may be incurred by those entities in order to prevent any cybersecurity breaches in the future.
- *Closed-End Funds risk*, Closed-end funds typically use a high degree of leverage. They may be diversified or non-diversified. Risks associated with closed-end fund investments include liquidity risk, credit risk, volatility and the risk of magnified losses resulting from the use of leverage. Additionally, closed-end funds may trade below their net asset value.
- *Market risk*. Some structured notes provide for the repayment of principal at maturity, which is often referred to as "principal protection." This principal protection is subject to the credit risk of the issuing financial institution. Many structured notes do not offer this feature. For structured notes that do not offer principal protection, the performance of the linked asset or index may cause clients to lose some, or all, of their principal. Depending on the nature of the linked asset or index, the market risk of the structured note may include changes in equity or commodity prices, changes in interest rates or foreign exchange rates, and/or market volatility.
- *Issuance price and note value*. The price of a structured note at issuance will likely be higher than the fair value of the structured note on the date of issuance. Issuers now generally disclose an estimated value of the structured note on the cover page of the offering prospectus, allowing investors to gauge the difference between the issuer's estimated value of the note and the issuance price. The estimated value of the notes is likely lower than the issuance price of the note to investors because issuers include the costs for selling, structuring and/or hedging the exposure on the note in the initial price of their notes. After issuance, structured notes may not be re-sold on a daily basis and thus may be difficult to value given their complexity.
- *Liquidity*. The ability to trade or sell structured notes in a secondary market is often very limited, as structured notes (other than exchange-traded notes known as ETNs) are not listed for trading on securities exchanges. As a result, the only potential buyer for a structured note may be the issuing financial institution's broker-dealer affiliate or the broker-dealer distributor of the structured note. In addition, issuers often specifically disclaim

their intention to repurchase or make markets in the notes they issue. Clients should, therefore, be prepared to hold a structured note to its maturity date, or risk selling the note at a discount to its value at the time of sale.

- *Credit risk.* Structured notes are unsecured debt obligations of the issuer, meaning that the issuer is obligated to make payments on the notes as promised. These promises, including any principal protection, are only as good as the financial health of the structured note issuer. If the structured note issuer defaults on these obligations, investors may lose some, or all, of the principal amount they invested in the structured notes as well as any other payments that may be due on the structured notes.

Item 9. Disciplinary Information

Coons Advisors and its employees have never been involved in any legal or disciplinary events that would be material to a client's evaluation of the company or its personnel.

Item 10. Other Financial Industry Activities and Affiliations

Coons Advisors participates in the Institutional advisor program (the "Program") offered by TD Ameritrade Institutional ("TDAI"). TD Ameritrade Institutional is a division of TD Ameritrade Inc., member FINRA/SIPC ("TD Ameritrade"), an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers to independent investment advisors services that include custody of securities, trade execution, clearance and settlement of transactions. Coons Advisors receives some benefits from TD Ameritrade through its participation in the Program. (Please see the disclosure below in the "Brokerage Practices" and "Client Referrals and Other Compensation" sections.) Coons Advisors generally recommends that clients arrange for their assets to be held with TDAI.

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

Coons Advisors has adopted a written code of ethics that is applicable to all part-owners and employees ("Covered Persons"). Among other things, the code requires Coons Advisors and its employees to act in clients' best interests, abide by all applicable regulations, of insider trading and pre-clear and report some types of personal securities transactions. Coons Advisors' restrictions on personal securities trading apply to part-owners and employees, as well as employees' family members living in the same household. A copy of Coons Advisors' code of ethics is available upon request by contacting Andrew Armstrong, Chief Compliance Officer, at (513) 832-5385, 255 East Fifth Street, Suite 1900, Cincinnati, OH 45202.

Covered Persons are prohibited by Coons Advisors' Code of Ethics from:

- Timing the purchase or sale of a security in a personal account with the intent of benefiting from or avoiding adverse effects on the price of the security from transactions involving the same security in a client's account (also known as "front-running");
- Making purchase or sale transactions in a client's account with the intent of personal profit;
- Personally selling short a security in a client's account, except as part of a pair trade;
- Purchasing securities in a private placement without prior written approval;
- Purchasing or selling any security based on material, non-public information about that security or the market for that security;
- Personally acquiring securities in an initial public offering without prior written approval; and
- The acceptance of anything of value, either directly or indirectly, from broker-dealers or other persons providing services to Coons Advisor except an occasional meal, ticket to an event, or a gift valued at \$100 or less.

Covered Persons are required to report to Coons Advisors' Chief Compliance Officer all personal securities holdings and transactions. In order to uphold the Code of Ethics, Covered Persons are prohibited from purchasing or selling, directly or indirectly, any reportable security knowing that it has been or will be purchased or sold in one or more client accounts on the same day. Covered Persons generally are permitted to participate in block trades, or orders that are grouped together, provided that they receive the average price that is applicable to clients and pay their share of any transaction costs. Covered Persons are not allowed to participate in partially filled orders until all clients' orders have been filled. The Chief Investment Officer monitors employee trading, relative to client trading, to guard against improper transactions.

Item 12. Brokerage Practices

As noted in the Other Financial Industry Activities and Affiliations section of this Form, Coons Advisors participates in TDAI's Program. TD Ameritrade offers to independent investment advisors services that include custody of securities, trade execution, clearance and settlement of transactions. Coons Advisors receives some benefits from TD Ameritrade through its participation in the Program. (Please see the disclosure below in the "Client Referrals and Other Compensation" section.) Coons Advisors generally recommends that clients arrange for their assets to be held with TDAI. Coons Advisors has managed client assets held at TDAI since June 2010 and has found it to offer good services at competitive prices.

Soft Dollar Benefits

Coons Advisors receives certain products and services from TDAI and other custodians free of charge or at discounted rates. These products and services include:

- The receipt of duplicate client confirmations, statements, and other account information;
- Direct advisory fee debiting capabilities;
- Access to an electronic network for order entry, including the simultaneous entry of trades on behalf of multiple client accounts;
- A system that delivers data, news and analytics that supports Coons Advisors' research processes.

Coons Advisors does not believe that clients whose accounts are held by TDAI bear any additional costs in connection with Coons Advisors' receipt of products and services received by Coons Advisors from TDAI. Furthermore, TDAI's provision of these products and services is not contingent upon Coons Advisors formally committing any specific amount of business to TDAI. However, Coons Advisors would not receive these products and services if client accounts were not held in custody and traded by TDAI. Coons Advisors' receipt of these products and services creates a conflict of interest in connection with Coons Advisors' recommendation of TDAI. Also, some of the products and services listed above benefit clients whose accounts are held by other custodians, which could create a conflict of interest between the clients at TDAI, who are indirectly paying for the products and services, and the clients at other custodians who may benefit from the products and services.

The Selection of Trading Counterparties

Coons Advisors can under certain circumstances place trades in accounts held at TDAI using other broker/dealers. However, TDAI charges clients trade-away fees that Coons Advisors believes outweigh any benefits from trading stocks, mutual funds, closed-end funds or ETFs with other brokers.

The availability and pricing of bonds varies more widely. As a result, prior to placing a bond trade, Coons Advisors:

- Calculates what it believes to be an appropriate price for the bond;
- When possible, examines bid and ask prices for that bond and/or similar bonds using Bloomberg or other resources that provide market prices; and
- In certain circumstances solicits bids from more than one broker/dealer.

Coons Advisors then executes the trade with the broker/dealer that offers sufficient liquidity and the most favorable pricing.

For clients who elect to have their accounts held by firms other than TDAI, Coons Advisors' approach generally is to trade stocks, mutual funds, closed-end funds and ETFs with the chosen custodian, and to trade bonds with the broker/dealer that offers sufficient liquidity and the most favorable pricing.

Some clients' accounts are relatively small, in which case the custodian may not allow Coons Advisors to trade through other firms. Other clients may specifically request that their accounts only be traded through a particular broker/dealer. Coons Advisors trades these accounts through the firm chosen by the client, which limits Coons Advisors' ability to seek best execution. Trading restrictions may result in materially higher trading costs and reduced returns.

Best Execution Reviews

In determining brokers or dealers to be used, Coons Advisors seeks brokers or dealers who provide the best overall implementation. In evaluating implementation, Coons Advisors considers a number of factors including the following: the timeliness and accuracy of order handling, the ability of the broker to settle the trade promptly and correctly, the financial standing of the broker, Coons Advisors' past experience with similar trades, and other factors unique to a particular order. The evaluation takes into consideration research and other professional services which help Coons Advisors serve clients. Coons Advisors might recommend a broker that provides relevant research services and investment advisory assistance even though lower commissions may be charged by a broker that offers no such services and assistance.

Coons Advisors participates in the TD AMERITRADE Institutional program and predominantly uses TD AMERITRADE Institutional ("Custodian") for client brokerage transactions. TD AMERITRADE Institutional is a division of TD AMERITRADE, Inc. ("TD AMERITRADE") member FINRA/SIPC. TD AMERITRADE is an independent and unaffiliated SEC-registered broker-dealer and FINRA member. TD AMERITRADE offers to independent investment advisors services which include custody of securities, trade execution, clearance and settlement of transactions. Coons Advisors receives some benefits from TD AMERITRADE through its participation in the program. Coons Advisors periodically reviews its brokerage relationships in fulfillment of its fiduciary duty to seek best execution.

Coons Advisors participates in TD AMERITRADE's institutional customer program and Coons Advisors may recommend TD AMERITRADE to clients for custody and brokerage services. There is no direct link between Coons Advisors' participation in the program and the investment advice it gives to its clients, although Coons Advisors receives economic benefits through its participation in the program that are typically not available to TD AMERITRADE retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving Coons Advisors participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts); the ability to have advisory fees deducted directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to Coons Advisors by third party vendors. TD AMERITRADE may also have paid for business consulting and professional services received by Coons Advisors' related persons. Some of the products and services made available by TD AMERITRADE through the program may benefit Coons Advisors but may not benefit its client accounts. These products or services may assist Coons Advisors in managing and administering client accounts, including accounts not maintained at TD AMERITRADE. Other services made available by TD AMERITRADE are intended to help Coons Advisors manage and further develop its business enterprise. The benefits received by Coons Advisors or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD AMERITRADE. As part of its fiduciary duties to clients, the Firm endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Coons Advisors or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the Coons Advisors' choice of TD AMERITRADE for custody and brokerage services.

Coons Advisors' owners periodically evaluate the pricing and services offered by TDAI and other trading counterparties with those offered by other reputable firms. Coons Advisors has sought to make a good-faith determination that TDAI and other chosen trading counterparties provide clients with good services at competitive prices. However, clients should be aware that this determination could have been influenced by Coons Advisors' receipt of products and services from TDAI. Coons Advisors has concluded that TDAI is as good as, or better than, the other firms that have been considered. Coons Advisors would notify its clients if it were to determine that another firm offered better pricing and services than TDAI.

Aggregated Trades

Coons Advisors often aggregates client trades in an effort to execute trades efficiently and treat all clients fairly. Clients participating in a block, or grouped, order receive the same average price and incur trading costs that are the same as would be paid if they were trading individually. Employees of Coons Advisors may be included side-by-side in block client trades. If an order is partially filled, Coons Advisors allocates securities to clients' accounts in a manner that is deemed to be fair and appropriate under the circumstances. Coons Advisors seeks to complete unfilled client orders on the next trading day, depending on pricing and liquidity. Employees are excluded from receiving allocations from block trades that are only partially filled.

Client Referrals

Coons Advisors compensates TDAI for referring client accounts. See the “Client Referrals and Other Compensation” section below.

Item 13. Review of Accounts

Accounts under Coons Advisors’ management are monitored on an ongoing basis by the respective Portfolio Manager, the Chief Investment Officer and the Chief Compliance Officer. The Investment Committee reviews each account on at least an annual basis.

Clients receive account statements directly from their chosen custodian on at least a quarterly basis. Coons Advisors sends a quarterly investment letter and more detailed report and analysis of portfolios to clients each quarter and/or meets in-person with clients at the time and place of their choosing.

Item 14. Client Referrals and Other Compensation

As a result of past participation in TD Ameritrade’s AdvisorDirect program (the “referral program”); Advisor received client referrals from TD Ameritrade. TD Ameritrade established the referral program as a means of referring its brokerage customers and other investors seeking fee-based personal investment management services or financial planning services to independent investment advisors. TD Ameritrade does not supervise Advisor and has no responsibility for Advisor’s management of client portfolios or Advisor’s other advice or services. Advisor is no longer participating in the referral program for purposes of receiving client referrals, but it is obligated to pay TD Ameritrade an on-going fee for each successful client relationship established as a result of past referrals. This fee is usually a percentage (not to exceed 25%) of the advisory fee that the client pays to Advisor (“Solicitation Fee”). Advisor will also pay TD Ameritrade the Solicitation Fee on any advisory fees received by Advisor from any of a referred client’s family members who hired Advisor on the recommendation of such referred client. Advisor will not charge clients referred to it through AdvisorDirect any fees or costs higher than its standard fee schedule offered to its other clients.

Other than the previously described products and services that Coons Advisors receives from TDAI, Coons Advisors does not receive any other economic benefits from non-clients in connection with the provision of investment advice to clients.

From time to time, Coons Advisors has referral fee arrangements with solicitors who introduce clients to the Firm. Any solicitor is required to provide prospective clients with a copy of this document (The Brochure) and a separate disclosure statement. Clients referred by a solicitor to Coons Advisors do not pay a higher fee as a result of the referral.

Item 15. Custody

All clients’ accounts are held in custody by unaffiliated broker/dealers, trust companies or banks, but Coons Advisors can access many clients’ accounts through its ability to deduct advisory fees. In this sense, Coons Advisors is considered to have custody of client assets. Account custodians send statements directly to the account owners on at least a quarterly basis. Coons Advisors urges clients to carefully review these statements and compare these statements to any account information provided by Coons Advisors.

Additionally, Coons Advisors is considered to have custody as a result of standing letters of authorization (“SLOA”) in place from clients that allow Coons Advisors to direct the custodian to send client funds based on the SLOA. Advisers relying on SLOAs to make certain disbursements on behalf of a client may avoid obtaining a surprise asset verification if each such client provides written instructions to the custodian regarding specific transactions that the client authorizes the custodian to disburse upon request of Coons Advisors and provides Coons Advisors with written instructions that explicitly describe the specific transactions that the client authorizes Coons Advisors to disburse. Further, the custodian must verify these instructions when executing each transaction and confirm these instructions at least annually with Coons Advisors. Coons Advisors has no ability to change any routing information regarding such disbursements and the client can terminate such relationship at any time.

Item 16. Investment Discretion

Coons Advisors has investment discretion over most clients’ accounts. Clients grant Coons Advisors trading discretion through the execution of a limited power of attorney included in Coons Advisors’ advisory agreement.

Clients can place restrictions on Coons Advisors’ investment discretion. For example, clients can ask Coons Advisors not

to buy securities issued by companies in certain industries, or not to sell certain securities with a low cost basis.

Item 17. Voting Client Securities

Coons Advisors will not exercise proxy voting authority over client securities. The obligation to vote client proxies shall rest with clients.

Item 18. Financial Information

Coons Advisors does not require or solicit the prepayment of more than \$1200 in fees six months or more in advance. In addition, Coons Advisors is required to disclose any financial condition that is reasonably likely to impair its ability to meet contractual commitments to clients. Coons Advisors has never been the subject of a bankruptcy petition.