

Darden Wealth Group

Cover Page (Item 1)



Thank you for choosing us as your partner in financial security.

This brochure provides information about the qualifications and business practices of Darden Wealth Group, Inc. ("Darden Wealth Group"). If you have any questions about the contents of this brochure, please call us at 734-294-0100. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority. Darden Wealth Group is a registered investment advisor with the State of Michigan. Registration does not imply a certain level of skill or training.

Additional information about Darden Wealth Group, also is available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for Darden Wealth Group is 294926.

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"Item" numbers are those items required for disclosure. You will see these "Items" numbered 1-19 throughout the document.

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Advisory Business (Item 4)

Andrea B. Darden is the founder and the current CEO of Darden Wealth Group. Darden Wealth Group provides a client-first advisory experience for private clients, foundations, educational institutions and not-for-profit companies.

Darden Wealth Group starts with the belief a financial plan is the blueprint to not only a successful financial future, but also is the foundation of our relationship with our clients. With all services, we will gather the temperature of your financial health creating this financial plan. We start this process with a financial planning assessment. During our financial planning assessment, Darden Wealth Group will take into account your time horizon, goals which may include retirement, educational planning, charitable gifting, family gifting, and the legacy of the account. Utilizing your unique financial picture, we will map out an individualized plan taking an in depth look at risk, investment preferences and growth concerns, then craft a financial strategy. Your individualized financial plan (and investment strategy if clients are wealth management clients) is the cornerstone of all investment decisions. For wealth management clients, clients are able to set restrictions, within reason, as to what investments we use to meet their stated financial goals.

A client can decide to work with us on an hourly basis for consulting work on financial planning or on an asset-based fee for ongoing wealth management services. We offer the following services on either an hourly planning basis or an ongoing wealth management basis:

Private Wealth Management, Financial Planning, Retirement Plan Management, Retirement Income Solutions, Major Spending Consultation, Financial Abuse Prevention, University Faculty Wealth Management, and Pension and Retirement Benefits.

Ongoing Wealth Management

For ongoing financial services, we allow our clients to pick the custodian of their choice. We have clients sign an advisory agreement giving us discretionary authority over their accounts, which allows us to make sales and purchases on their behalf. We are fiduciaries of all the assets we manage, which means we are required to act in our client's best interest at all times. Most investment recommendations for clients consist primarily of stocks, mutual funds, exchange traded funds ("ETFs"), corporate, municipal or Treasury bonds, CDs and Cash. Pension Consulting Services

Hourly Financial Planning

Clients may elect to hire us strictly for financial planning work. The same attention to detail we pay to the financial plans of our Wealth Management Clients, we can do on an hourly basis for clients just starting out or a fixed fee for ongoing services. While we can and will recommend ideal allocations we cannot recommend specific securities for hourly financial planning clients. We offer more comprehensive financial planning services on an ongoing fixed fee basis.

Small Business Consulting

Providing advice, information, insights, and recommendations to assist entrepreneurs and companies in achieving their objectives and resolving challenges. Provide guidance on various aspects of business to optimize performance and drive success. This will include creating a personalized business plan.

Business Owner & Entrepreneur Services

- Business Plan Development and annual updates for Small Businesses
- S.W.O.T. Analysis
- Cash Flow Analysis
- Risk Management and Insurance Analysis
- Business Valuation
- Employee Benefits Optimization
- Tax Planning Strategies
- Business Succession Planning
- Coordination with CPA, Attorney, and other professionals to maximize opportunities within your company.
- Meetings and strategic coordination with your financial team (attorney, banker, accountant, insurance agent)

Pension and Retirement Benefits

Darden Wealth Group offers consulting services to pension or other employee benefit plans (including but not limited to 401(k) plans). Pension consulting may include, but is not limited to:

- identifying investment objectives and restrictions
- providing guidance on various assets classes and investment options
- recommending money managers to manage plan assets in ways designed to achieve objectives
- monitoring performance of money managers and investment options and making recommendations for changes
- recommending other service providers, such as custodians, administrators and broker-dealers
- creating a written pension consulting plan

These services are based on the goals, objectives, demographics, time horizon, and/or risk tolerance of the plan and its participants.

As of December 2022, we have \$207,799,048.00 of discretionary assets and \$4,666,226.00 on a non-discretionary basis.

We look forward to partnering with our clients throughout their lives.

Fees & Compensation (Item 5)

We strive to be a true “no-conflict of interest” advisor. We do not derive any payment from our clients, either directly or indirectly, other than our hourly fees and/or our ongoing asset-based fee. We do not sell any products. We can be flexible when it makes sense to fit a client’s needs as we view ourselves as a partner with our clients.

Financial Planning Only Clients

Basic

One time setup fee of \$1,000 due upon signing the Engagement Agreement.

Flat fee of \$1,250 per quarter.

Ongoing Comprehensive

- Recommendations for customized portfolios for all investment accounts.
- Annual rebalancing recommendations for all investment accounts.
- Semi-annual strategic plan review and update meetings.

Premium

One time setup fee of \$1,500 due upon signing the Engagement Agreement.

Flat fee of \$2,500 per quarter.

Ongoing Comprehensive

- Non-Discretionary Asset management for household portfolios up to \$1M - the client pays no AUM fees.
- Annual customized portfolio rebalancing.
- Quarterly strategic plan review and update meetings.
- Review and Analysis of financial/legal documents for planning opportunities.

Concierge

One time setup fee of \$2,000 due upon signing the Engagement Agreement.

Flat fee of \$3,750 per quarter.

Ongoing Comprehensive

- Non-Discretionary Asset management for household portfolios greater than \$1M - the client pays no AUM fees.
- Semi-Annual customized portfolio rebalancing.
- Monthly Check-ins and Quarterly strategic plan review and update meetings.
- Review and Analysis of financial/legal documents for planning opportunities.
- Meetings and strategic coordination with your financial team (attorney, banker, accountant, insurance agent).

- Develop and implement your personal philanthropy plan, including education and synchronization with your comprehensive financial plan and tax strategy.

For clients choosing to pay hourly, our rate is \$375 per hour payable at delivery of the financial plan or advice given. We accept checks only, made out to “Darden Wealth Group”. This does not include individual security recommendations.

At DWG, we are not attorneys or accountants. We cannot give legal or tax advice but can incorporate the advice of a professional into your plan. We have partners we recommend you interview for this service, if requested.

Small Business Consulting Fees

Fees are a minimum of \$1,500 a quarter charged in advance or \$375 per hour for those clients who would prefer to pay the hourly rate.

Wealth Management Clients

For clients choosing to participate in ongoing management, we offer three different levels of service. For all wealth management service plans, the following fees are debited from the client’s account(s). If you would prefer to pay by check, this can be negotiated under special circumstances.

Annual Wealth Management Fee Schedules			
Household assets	Darden Advantage Plus	Darden Advantage	Darden Community Advantage
< 500k	n/a	2.00%	0.50% Negotiable Under Certain Circumstances
First \$1 Million	1.00%		
Next \$1 Million	0.90%		
Next \$1 Million	0.80%		
Next \$1 Million	0.70%		
Next \$1 Million	0.60%		
Above \$5 Million	Negotiable		

Under all service plans, managed Individual Retirement Plan Assets (403(b)/401(a)/457/401(k) plans) are charged a discounted flat fee of 0.5% of assets under management unless total household assets are below 500k.

All advisory fees are computed and deducted quarterly. The fees on portfolio values are computed at one-quarter of the annual rate based upon the previous business day valuation from the date charged. No fees are charged before any services are provided.

All stock-based investment accounts above 500k use Darden Advantage Plus fee schedule.

Darden Advantage Plus: This service is available for clients with at least \$500,000 in investable assets. As a part of the Advantage Plus service, clients receive ongoing financial planning service without any extra fees. Depending on the account size, investments are usually managed using individual stocks, and/or index ETFs.

Darden Advantage Clients: This service is available to clients with less than \$500,000 in investable household assets. Investments are usually managed using index ETFs/funds. As a part of the Advantage service, clients receive ongoing financial planning service without any extra fees.

Darden Community Advantage: This reduced fee service is only available to foundations and nonprofit entities (501[c][3] organizations). Depending on the account size, investments are usually managed using individual stocks, and/or index ETFs and adheres to the organization's investment guidelines.

Fees are negotiable, under special circumstances.

Clients are responsible for any additional fees their custodian may charge for brokerage fees, wire transfers, transaction costs, trading commissions, etc. These fees are paid directly to the custodian for their services. Please see pages "Brokerage Practices" on page 8 for more details.

We focus on individual stocks and bonds in client accounts to reduce fees, and for increased control. When portfolios include mutual funds and/or exchange traded funds ("ETFs"), a layering of fees can occur, as these vehicles have internal fees paid directly to the fund. All funds charge annual expenses to cover the fund's operating costs, including management fees, distribution and service fees (commonly known as 12b-1 fees), and general administrative expenses. These expenses are deducted from the fund before its returns are calculated.

Pension Consulting Services Fees

The rate for pension consulting services is:

\$1 - \$6m = 0.50%

Plans over \$6 Million are charged a fixed fee for retirement plan and consulting services. Minimum quarterly fees are \$250 for the first \$200,000 of assets under management.

There is a one time plan set-up fee of \$500 to \$2,000 depending on scope of services needed by the Plan Sponsor and employee base.

The fixed fee varies depending on the number of participants, and the level and scope of the services required. The fee is negotiable under special circumstances. Fees are payable in advance on a quarterly basis and will be deducted from plan assets or from each participant as allowed by plan rules. Employers may also choose to pay plans fees directly via check or bank draft.

Performance-Based Fees and Side-By-Side Management (Item 6)

Darden Wealth Group does not charge fees based on the performance of the account. We also do not charge hourly fees in addition to asset-based fees.

Types of Clients (Item 7)

Darden Wealth groups provides financial services to a wide range of clients. These clients may be private individuals, educational facilities, business owners, foundations, and non-profit organizations. Our financial requirement is the client must have \$500,000 of investable assets. This can include retirement assets.

Methods of Analysis, Investment Strategies, and Risk of Loss (Item 8)

Darden Wealth Group uses a fundamental approach to investing using stocks, bonds, mutual funds, publicly traded real estate, CDs and Cash. Fundamental analysis involves looking at companies and investments using financial ratios (P/E, P/B, Cash flows) to determine the merits of an investment. We also look at the macro-economic and technical indicators to make final investment decisions; this is even more relevant when making tactical allocations and picking individual stocks.

Our investment strategy looks for investment ideas with the ability to sustain growth or value over the longer term (typically over 2 years and beyond). *We may use tactical allocation from time to time and use cash as an asset class while also employing hedging strategies to protect downside risk in the markets.*

Fundamental investing is based on making quantitative decisions of a company's financial information and using analysis of its business, competition, and economic environment. Stock markets and companies are dynamic and constantly changing. There are risks associated with using a fundamental approach to investing. Fundamental investing is also impacted by legislative and political influences. Investing in the market involves risk of loss in which clients should be prepared to bear. We do not guarantee performance, nor is past performance indicative of future results.

For clients wanting hourly services, we only suggest portfolio allocations and do not provide specific investment recommendations, due to the risks associated with one-time portfolio advice.

Disciplinary Information (Item 9)

There are no disclosure events involving criminal or civil actions in any domestic, foreign or military court of competent jurisdiction which involve Darden Wealth Group or its management personnel.

There are no disclosure events involving an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority which involve Darden Wealth Group or its management personnel.

There are no disclosure events involving a self-regulatory organization (SRO) proceeding which involve Darden Wealth Group or its management personnel.

Other Financial Activities and Affiliates (Item 10)

Darden Wealth Group is not registered as a broker-dealer, futures commission merchant, commodity pool operator, commodity trading advisor or an associated person of any of the foregoing entities, nor do we have an application pending to register as any of such entities. In addition, none of our management persons are registered representatives of a broker-dealer, and none are registered as a futures commission merchant, commodity pool operator, commodity trading advisor or an associated person of any of the foregoing entities, nor do any of our management persons have an application for such registration pending.

Code of Ethics, Participation or Interest in Client Transactions and personal Trading (Item 11)

The employees and management at Darden Wealth Group have adopted a Code of Ethics ("Code") that outlines how we will conduct our business, it is available for client review upon request, at no charge. This Code dictates that no personnel associated with Darden Wealth Group may take any action that will interfere with the transactions of a client's account, or otherwise take unfair advantage of our relationship with a client. It is imperative we act as fiduciaries at all times. Our Code outlines expectations for conduct in relation to trading, personal accounts and trading in personal accounts. We do not invest in securities in which we or any of our related persons have a material financial interest.

From time to time Darden Wealth Group's employees may choose to invest in the same securities as we invest in for clients. Under our Code of Ethics, we must first place the trades in client accounts before trading in personal accounts. The exception would be when trades are placed in large quantities, at one time through a block trade.

Brokerage Practices (Item 12)

Darden Wealth Group is independently owned and operated. We are not affiliated with any custodian. Custodians can charge separately for their services, through trade commissions, other transaction- or asset-based trading fees. We do not utilize soft-dollar benefits from any of our custodians nor do we receive referrals from any custodian or broker-dealer.

We prefer that clients choose their own custodian; however, we are able to provide suggestions at the client's request. Ultimately it is up to the client to review the pros and cons of each custodian and decide which is the best selection for their goals and objectives. By choosing their own custodian, clients are taking responsibility for the products and services provided by and the practices of their custodian, including trade execution.

When asked for custodian suggestions, we steer clients toward discount brokerage firms such as Fidelity Investments, or TIAA when appropriate. These firms have a history of competitive fees, have a solid, long-standing reputation, good execution capabilities, and quality services for the client. Due to the large number of accounts we have at these two firms, we are able to place block or bulk trades when possible and appropriate. This helps to further reduce fees and improve execution for client transactions.

Review of Accounts (Item 13)

Clients with ongoing management receive written quarterly reviews of their portfolio from Darden Wealth Group, in addition to the quarterly statements they receive from their custodian(s). We strive to set up a formal in-person review schedule with clients, meeting at least annually, to ensure the portfolio structure aligns with the client's goals and expectations. In-person reviews are also provided when requested by clients. Communication is a key component of our competitive advantage. It is important to us that we provide reviews as often as the client requests or requires. Reviews are normally conducted by our firm's principal, Andrea B. Darden.

Client Referrals and Other Compensation (Item 14)

Darden Wealth Group does not participate in arrangements where we are compensated for, or we provide compensation for referrals. Our practice is built on our reputation, not compensation. We believe client referrals are the highest form of flattery. We also receive referrals from accountants, estate planning attorneys and other professionals.

Custody (Item 15)

When it deducts fees directly from client accounts at a selected custodian, Darden Wealth Group will be deemed to have limited custody of client's assets and must have written authorization from the client to do so. Clients will receive all account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy.

Custody is also disclosed in Form ADV because Darden Wealth Group has authority to transfer money from client account(s), which constitutes a standing letter of authorization (SLOA). Accordingly, Darden Wealth Group will follow the safeguards specified by the SEC rather than undergo an annual audit.

Investment Discretion (Item 16)

For ongoing financial management, Darden Wealth Group accepts discretionary authority to manage securities in a client's portfolio, on our client's behalf. Clients will sign a limited power

of attorney designating us as an attorney-in-fact on their accounts, for these purposes. Clients may place limits on our powers based on their individual preferences for investments or risk.

Voting Client Securities (Item 17)

All client proxies and/or other solicitations from custodians will be sent to the client to execute at their discretion. We do not accept the authority to vote in the matters on a client's behalf. Due to the conflict of interest in voting on a client's behalf, we also prefer not to give advice on this matter. Clients may obtain a copy of our proxy voting policies and procedures upon request.

Financial Information (Item 18)

We do not allow clients to pre-pay any management fees six (6) months or more in advance. (Therefore, we do not charge more than \$1,200 in fees per client, six months or more in advance.) We do not see any financial issues that would impair our ability to provide services to clients. Neither Darden Wealth Group nor its principal have been the subject of a bankruptcy petition at any time.