

**Item 1 Cover Page**  
**Wrap Fee Program Brochure**



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**This wrap fee program brochure provides information about the qualifications and business practices of Longevity Capital Management LLC. If you have any questions about the contents of this brochure, please contact us at (805) 917-6771. 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. Registration as a registered investment advisor does not imply a certain level of skill or training.**

**Additional information about Longevity Capital Management LLC also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

## **Item 2 Material Changes**

This is a new brochure and there has not been a previous annual update. Therefore, there are no changes to report.

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## Item 4 Services, Fees and Compensation

### Private Client Investment Management Services

Longevity Capital Management LLC's ("Longevity Capital Management" or "Advisor") principal service is providing fee-based Investment Management Services and Comprehensive Financial Planning Services to its Private Clients. Clients who commit \$1 million to an account managed by the Advisor are eligible to be included in the Total Advisory Services structure, which includes Investment Management Services and Comprehensive Financial Planning based on a single account management fee. Otherwise, clients may receive separate, standalone Financial Planning Services but will be charged separate fees for the Investment Management and Financial Planning Services. The Advisor practices custom management of portfolios, on a discretionary basis, according to the client's objectives. The Advisor's primary approach is to use a tactical allocation strategy aimed at reducing risk and increasing performance. The Advisor may use any of the following: exchange listed securities, over-the-counter securities, corporate debt securities, structured notes, CDs, life insurance, fixed annuities, municipal securities, mutual funds, United States government securities, options in securities, and interests in partnerships investing in real estate to accomplish this objective. The Advisor will not purchase any life insurance or fixed annuity products on a discretionary basis and will discuss any such recommendations with the client in advance. The Advisor measures and selects mutual funds by using various criteria, such as the fund manager's tenure, and/or overall career performance. The Advisor will, on occasion, redistribute investment allocations to diversify the portfolio in an effort to reduce risk and increase performance. The Advisor may acquire specific stocks to increase sector weighting and/or dividend potential. The Advisor may employ cash positions as a possible hedge against market movement which may adversely affect the portfolio. The Advisor may sell positions for reasons that include, but are not limited to, harvesting capital gains or losses, business or sector risk exposure to a specific security or class of securities, overvaluation or overweighting of the position(s) in the portfolio, change in risk tolerance of client, or any risk deemed unacceptable for the client's risk tolerance.

### Private Client Investment Management Service Fees

Pursuant to an investment advisory contract signed by the Private Client, the client will pay Longevity Capital Management an annual management fee, payable monthly in advance, based on the value of portfolio assets of the account managed by the Advisor as of the opening of business on the first business day of each month. New account fees will be prorated from the inception of the account to the end of the first month.

<b>Assets Under Management:</b>	<b>Annual Fee:</b>
Up to \$500,000	1.50 %
\$500,001 – \$749,999	1.35 %
\$750,000 – \$999,999	1.20 %
\$1 million – \$2,999,999	1.00 %
\$3 million – \$5 million	0.80%
Over \$5 million	0.60%

Fees will be calculated on a breakpoint schedule and are non-negotiable. Accounts with a value of less than \$500,000 will be charged a minimum annual advisory fee of \$5,000. Investment

management fees will be directly deducted from the client account on a monthly basis by the qualified custodian. The client will give written authorization permitting the Advisor to be paid directly from their account held by the custodian. The custodian will send a statement at least quarterly to the client.

The Advisor's management fee will include all costs charged by the executing broker-dealer and they will be paid by the Advisor. This method is typically characterized as a "wrap fee," where the management fee includes the investment advisory services as well as all transaction costs and the client pays only that management fee and no other costs concerning the trading of the account. Generally, clients in wrap fee accounts, with the transaction and custody costs included, will pay a slightly higher management fee than in non-wrap accounts, where those costs are not included in the fee. However, clients in a non-wrap account will pay the management fee solely for advisory services and will also directly pay any transaction costs assessed by the executing broker-dealer, such as commissions and transaction fees. The specific arrangement for each client will be negotiated and defined in the investment advisory contract signed by each client, and no advisory fee will exceed the maximum management fees noted above.

Longevity Capital Management's wrap fee program includes investment advisory services and the brokerage services provided by Charles Schwab & Co., Inc. ("Schwab"), a broker-dealer registered with the U.S. Securities and Exchange Commission and a member of FINRA and SIPC. Longevity Capital Management is independently owned and operated and not affiliated with Schwab. Schwab will act solely as a broker-dealer and not as an investment advisor to Longevity Capital Management's clients. In addition to compensating Longevity Capital Management for advisory services, the wrap fee clients pay allows Longevity Capital Management to pay for brokerage and execution services provided by Schwab. Longevity Capital Management does not charge clients a higher advisory fee based on account trading activity and may pay Schwab transaction costs for certain executed securities transactions in wrap fee accounts. As a result, we may have a financial incentive to limit orders for wrap fee accounts because some transactions will increase our transaction costs. Thus, an incentive exists to trade less frequently in a wrap fee program.

When managing a client's account on a wrap fee basis, Longevity Capital Management receives as compensation for its investment advisory services the balance of the total wrap program fee the client pays after any custodial, trading, and other management costs (including execution and transaction fees) have been deducted. Accordingly, Longevity Capital Management may have a conflict of interest because it has a financial incentive to maximize its compensation by seeking to reduce or minimize the total costs incurred in client accounts subject to the wrap fee.

Longevity Capital Management's wrap fee does not cover all fees and costs. All fees paid to Longevity Capital Management for investment advisory services are separate and distinct from the expenses charged by mutual funds to their shareholders and the product sponsor in the case of insurance products. These fees and expenses are described in each fund's or insurance product's prospectus. The fees not included in the wrap fee include charges imposed directly by a mutual fund, index fund, or ETF, which shall be disclosed in the fund's prospectus (i.e., fund management fees and other fund expenses); mark-ups and mark-downs; spreads paid to market makers; fees (such as a commission or mark-up) for trades executed away from Schwab at another broker-

dealer; wire transfer fees; and other fees and taxes on brokerage accounts and securities transactions.

A wrap fee is not based directly on the number of transactions in the wrap account. Various factors influence the relative cost of Longevity Capital Management's wrap fee program to the client, including the costs of investment advice, custody and brokerage services if the client purchased them separately, the types of assets held in the account, and the frequency, type, and size of trades in the account. Longevity Capital Management's wrap fee program could cost the client more or less than purchasing the Advisor's investment advice and custody/brokerage services separately. A wrap fee program may not be suitable for all accounts, including but not limited to accounts holding primarily, and for any substantial period of time, cash or cash equivalents, fixed income securities or no-transaction-fee mutual funds, or any other type of security that can be traded without commissions or other transaction fees. In order to evaluate whether a wrap fee arrangement is appropriate, clients should compare the agreed-upon wrap fee program with the amounts that would be charged by other advisors, broker-dealers, and custodians, for advisory fees, brokerage and execution costs, and custodial services comparable to those provided under the Advisor's wrap fee program.

Schwab and other custodians have eliminated commissions or transaction fees for online trades of U.S. equities, ETFs, and options (subject to \$0.65 per contract fee). This means that, in most cases, when Longevity Capital Management buys and sells these types of securities, it will not have to pay any commissions to Schwab. Longevity Capital Management encourages clients to review Schwab's pricing to compare the total costs of entering into a wrap fee arrangement versus a non-wrap fee arrangement. If clients choose to enter into a wrap fee arrangement the total cost to invest could exceed the cost of paying for brokerage and advisory services separately. To see what the client would pay for transactions in a non-wrap account, please refer to Schwab's most recent pricing schedules available at [schwab.com/aspricingguide](https://www.schwab.com/aspricingguide).

At no time will Longevity Capital Management accept or maintain custody of a client's funds or securities except for authorized fee deduction.

Longevity Capital Management's fees are payable in advance. Upon termination, any fees paid in advance will be prorated to the date of termination and any unearned fees will be refunded to client.

Where acting in the capacity of an insurance agent, investment advisor representatives of Longevity Capital Management may as broker or agent effect insurance transactions for typical and customary compensation. This practice presents a conflict of interest by creating an incentive to recommend investment products based on the compensation received, rather than on a client's needs. Clients are not obligated to use investment advisor representatives of Longevity Capital Management to execute such insurance transactions. A client may be able to directly invest in products recommended by the firm, without the services of investment advisor representatives of Longevity Capital Management. In that case, the client would not receive the services provided by Longevity Capital Management, which are designed, among other things, to assist the client in determining which products or services are most appropriate to each client's financial condition and objectives.

## **Item 5 Account Requirements and Types of Clients**

The Advisor will offer its services to individuals, pension and profit sharing plans, trusts, estates, or charitable organizations, corporations, and other business entities.

The Advisor's cumulative minimum account requirement for opening and maintaining an account is \$500,000. However, based on facts and circumstances the Advisor may, at its sole discretion, accept accounts with a lower value. Accounts with a value of less than \$500,000 will incur a minimum annual advisory fee of \$5,000 (see Item 5 Fees and Compensation, above, for the Advisor's investment management fee schedule). However, fees will never exceed 2.0% of the client assets under management. Clients who commit \$1 million to an account managed by the Advisor are eligible to be included in the Total Advisory Services structure, which includes Investment Management Services and Comprehensive Financial Planning based on a single account management fee. Clients who do not commit at least \$1 million to an account managed by the Advisor may receive separate, standalone Financial Planning Services but will be charged separate fees for the Investment Management and Financial Planning Services.

## **Item 6 Portfolio Manager Selection and Evaluation**

Longevity Capital Management offers the wrap fee alternative to clients as a pricing option and does not utilize unaffiliated money managers to serve the needs of wrap fee clients. All accounts in the wrap program are managed by Terri McGray, President.

Longevity Capital Management will tailor its advisory services to its client's individual needs based on meetings and conversations with the client. If clients wish to impose restrictions on investing in certain securities or types of securities, the Advisor will address those restrictions with the client to have a clear understanding of the client's requirements.

Clients will be charged a management fee that is inclusive of both the fee to Longevity Capital Management for advisory services as well as the securities execution fees charged by the executing broker-dealer. The specific client circumstances will be defined in the agreement between the client and Longevity Capital Management.

A wrap fee program is defined as one where a fee is charged to an account that is not based directly on transactions in the account, and includes both the investment advisory services and the costs of executing the transactions in the account. Longevity Capital Management provides its services to all clients in the same way, as described throughout this Brochure, no matter which pricing option is applied. Since Longevity Capital Management does not engage access to third-party asset managers in the wrap fee arrangement, Longevity Capital Management retains the entire fee charged to the client. Management fees for a wrap fee pricing option are typically slightly higher than management fees where the client pays securities transaction costs separately to compensate for the estimated costs of trading in the account. Longevity Capital Management's fee will never exceed the maximum fees described in Item 4. Longevity Capital Management's Private Client Investment Management Service fees are non-negotiable and will be agreed with the client prior to establishing the account.

Longevity Capital Management does not charge performance-based fees.

The Advisor may utilize fundamental, technical, or cyclical analysis techniques in formulating investment advice or managing assets for clients.

Fundamental analysis of a business involves analyzing its financial statements and health, its management and competitive advantages, and its competitors and markets. Fundamental analysis is performed on historical and present data but with the goal of making financial forecasts. There are several possible objectives: to conduct a company stock valuation and predict its probable price evolution; to make a projection on its business performance; to evaluate its management and make internal business decisions; and to calculate its credit risk.

Technical analysis is a method of evaluating securities by relying on the assumption that market data, such as charts of price, volume and open interest can help predict future (usually short-term) market trends. Technical analysis assumes that market psychology influences trading in a way that enables predicting when a stock will rise or fall.

Cyclical analysis of economic cycles is used to determine how these cycles affect the returns of an investment, an asset class or an individual company's profits. Cyclical risks exist because the broad economy has been shown to move in cycles, from periods of peak performance followed by a downturn, then a trough of low activity. Between the peak and trough of a business or other economic cycle, investments may fall in value to reflect the uncertainty surrounding future returns as compared with the recent past.

The investment strategies the Advisor will implement may include long term purchases of securities held at least for one year, short term purchases for securities sold within a year, trading of securities sold within 30 days, short sales, margin transactions, and option writing (including covered options, uncovered options, or spreading strategies).

The methods of analysis and investment strategies followed by the Advisor are utilized across all of the Advisors clients, as applicable. One method of analysis or investment strategy is not more significant than the other as the Advisor is considering the client's portfolio, risk tolerance, time horizon and individual goals.

Investing includes the risk that the value of an investment can be negatively affected by factors specifically related to the investment (e.g., capability of management, competition, new inventions by other companies, lawsuits against the company, labor issues, patent expiration, etc.), or to factors related to investing and the markets in general (e.g., the economy, wars, civil unrest or terrorism around the world, concern about oil prices or unemployment, etc.).

Risks of fundamental analysis may include risks that market actions, natural disasters, government actions, world political events or other events not directly related to the price or valuation of a specific company's fundamental analysis can adversely impact the stock price of a company causing a portfolio containing that security to lose value. Risks may also include that the historical data and projections on which the fundamental analysis is performed may not continue to be relevant to the operations of a company going forward, or that management changes or the business



direction of management of the company may not permit the company to continue to produce metrics that are consistent with the prior company data utilized in the fundamental analysis, which may negatively affect the Advisor's estimate of the valuation of the company.

The primary risks in technical analysis are that the factors used to analyze the price, trends and volatility of a security may not be replicated, or the outcomes of such analysis will not be the same as in past periods where similar combinations existed. Because of the reliance on trends, technical analysis can signal buying at market peaks and selling at market troughs.

In cyclical analysis, economic or business cycles may not be predictable and may have many fluctuations between long-term expansions and contractions. Also, the lengths of the economic cycles may be difficult to predict with accuracy. Therefore, the risk of cyclical analysis is the difficulty in predicting economic trends and consequently the changing value of securities that would be affected by these changing trends.

All investments involve some degree of risk. In finance, risk refers to the degree of uncertainty and/or potential financial loss inherent in an investment decision. In general, as investment risks rise, investors seek higher returns to compensate themselves for taking such risks. Clients need to be aware that investing in securities involves risk of loss that clients need to be prepared to bear.

Every saving and investment product has different risks and returns. Differences include how readily investors can get their money when they need it, how fast their money will grow, and how safe their money will be. The primary risks faced by investors include:

#### Business Risk

With a stock, you are purchasing a piece of ownership in a company. With a bond, you are loaning money to a company. Returns from both of these investments require that the company stays in business. If a company goes bankrupt and its assets are liquidated, common stockholders are the last in line to share in the proceeds. If there are assets, the company's bondholders will be paid first, then holders of preferred stock. If you are a common stockholder, you get whatever is left, which may be nothing.

The business risk in purchasing an annuity is that the financial strength of the insurance company issuing the annuity may decline and not be able to pay out the annuity obligation.

#### Volatility Risk

Even when companies aren't in danger of failing, their stock price may fluctuate up or down. Large company stocks as a group, for example, have lost money on average about one out of every three years. A stock's price can be affected by factors inside the company, such as a faulty product, or by events the company has no control over, such as political or market events.

### Inflation Risk

Inflation is a general upward movement of prices. Inflation reduces purchasing power, which is a risk for investors receiving a fixed rate of interest. The principal concern for individuals investing in cash equivalents is that inflation will erode returns.

### Interest Rate Risk

Interest rate changes can affect a bond's value. If bonds are held to maturity the investor will receive the face value, plus interest. If sold before maturity, the bond may be worth more or less than the face value. Rising interest rates will make newly issued bonds more appealing to investors because the newer bonds will have a higher rate of interest than older ones. To sell an older bond with a lower interest rate, you might have to sell it at a discount.

### Liquidity Risk

This refers to the risk that investors won't find a market for their securities, potentially preventing them from buying or selling when they want. This can be the case with the more complicated investment products. It may also be the case with products that charge a penalty for early withdrawal or liquidation such as a certificate of deposit (CD).

The Advisor does not primarily recommend a specific type of security. However, clients are advised that many unexpected broad environmental factors can negatively impact the value of portfolio securities causing the loss of some or all of the investment, including changes in interest rates, political events, natural disasters, and acts of war or terrorism. Further, factors relevant to specific securities may have negative effects on their value, such as competition or government regulation. Also, the factors for which the company was selected for inclusion in a client portfolio may change, for example, due to changes in management, new product introductions, or lawsuits.

## **Item 7 Client Information Provided to Portfolio Managers**

In accordance with Longevity Capital Management's Privacy Policy, Longevity Capital Management does not communicate any non-public financial information to unaffiliated entities.

## **Item 8 Client Contact with Portfolio Managers**

Longevity Capital Management does not place any restriction on the client's ability to contact and consult with their Portfolio Managers and encourages clients to communicate with their Portfolio Managers whenever their circumstances change that may cause a change to their investor profile.

## **Item 9 Additional Information**

Neither Longevity Capital Management nor its management persons have had any legal or disciplinary events, currently or in the past.

Neither Longevity Capital Management nor any of its management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

Neither Longevity Capital Management nor any of its management persons are registered or have an application pending to register, as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.

Longevity Capital Management does not currently have any relationships or arrangements that are material to its advisory business or clients with either a broker-dealer, municipal securities dealer, or government securities dealer or broker, investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or “hedge fund” and offshore fund), other investment advisor or financial planner, futures commission merchant, commodity pool operator, or commodity trading advisor, banking or thrift institution, accountant or accounting firm, lawyer or law firm, pension consultant, real estate broker or dealer or sponsor of syndicator of limited partnerships.

Terri McGray, President, is licensed and registered as an insurance agent to sell life, accident, and other lines of insurance for various insurance companies. Therefore, she will be able to purchase insurance products for any client in need of such services and will receive separate, yet typical compensation in the form of commissions for the purchase of insurance products. This creates a conflict of interest because Ms. McGray may be incentivized to make recommendations based upon the compensation received rather than upon the client’s best interests. Clients are not obligated to use Ms. McGray for insurance products services. However, in such instances, there is no advisory fee associated with these insurance products, and clients will be made aware of all commissions associated with the products prior to the transactions.

Longevity Capital Management does not recommend or select other investment advisers for clients.

Longevity Capital Management is registering with the SEC and maintains a Code of Ethics pursuant to SEC rule 204A-1. Longevity Capital Management has adopted a Code of Ethics that sets forth the basic policies of ethical conduct for all managers, officers, and employees of the Advisor. In addition, the Code of Ethics governs personal trading by each employee of Longevity Capital Management deemed to be an Access Person and is intended to ensure that securities transactions effected by Access Persons of Longevity Capital Management are conducted in a manner that avoids any conflict of interest between such persons and clients of the Advisor or its affiliates. Longevity Capital Management collects and maintains records of securities holdings and securities transactions effected by Access Persons. These records are reviewed to identify and resolve conflicts of interest. Longevity Capital Management will provide a copy of the Code of Ethics to any client or prospective client upon request.

Longevity Capital Management does not recommend to clients, or buy or sell for client accounts, securities in which the firm or a related person has a material financial interest.

Longevity Capital Management and/or its investment advisor representatives may from time to time purchase or sell products that they may recommend to clients. This practice creates conflicts of interest in that personnel of Longevity Capital Management can take advantage of the advance knowledge of firm securities trading and trade their personal accounts ahead of the client trades or recommend trades in client accounts that may affect the price of the securities owned by the

Investment Advisor Representatives. To mitigate these conflicts, Longevity Capital Management has adopted a Code of Ethics as noted above. Longevity Capital Management's Code of Ethics is available upon request. Finally, supervised persons of registered investment advisors are fiduciaries by law and are required to put the client's interest before those of the firm and themselves.

Longevity Capital Management requires that its investment advisor representatives follow its basic policies and ethical standards as set forth in its Code of Ethics.

Investment advisor representatives of Longevity Capital Management may trade for their own accounts securities that are being traded for client accounts at or about the same time. To mitigate the conflict of interest in such circumstances, Longevity Capital Management's policy is to require the trading of all relevant client accounts prior to the trading of their own accounts. The Chief Compliance Officer examines personal trading activities of Longevity Capital Management's personnel to verify compliance with this policy.

The firm reviews client accounts on a continuous and ongoing basis, but no less frequently than annually or when conditions would warrant a review based on market conditions or changes in client circumstances. Triggering factors may include Longevity Capital Management becoming aware of a change in client's investment objective, a change in market conditions, change of employment, or a change in recommended asset allocation weightings in the account that exceed a predefined guideline. The nature of the review is to determine if the client account is still in line with the client's stated objectives. Comprehensive financial plans are reviewed on a continuous and ongoing basis, but no less frequently than annually with the client. Standalone financial plans, once prepared and delivered to the client are not reviewed again unless the client requests a financial plan be updated. Client accounts and financial plans are reviewed by Terri McGray, President.

The client is encouraged to notify the Advisor and investment advisor representative if changes occur in his/her personal financial situation that might materially affect his/her investment plan.

The client will receive written statements no less than quarterly from the custodian. In addition, the client will receive other supporting reports from mutual funds, asset managers, trust companies or other custodians, insurance companies, broker-dealers, and others who are involved with client accounts. Annually, Longevity Capital Management prepares and delivers separate performance reports to clients. Clients are urged to compare the account statements they receive from the qualified custodian with the reports they receive from Longevity Capital Management. Any discrepancies should be immediately brought to the firm's attention.

Longevity Capital Management is not compensated by anyone for providing investment advice or other advisory services except as previously disclosed in this wrap fee program brochure.

Longevity Capital Management does not directly or indirectly compensate any person who is not a supervised person for client referrals.

Longevity Capital Management does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, and is not required to file a balance sheet.

Longevity Capital Management has discretionary authority over client accounts and is not aware of any financial condition that will likely impair its ability to meet contractual commitments to clients. If Longevity Capital Management does become aware of any such financial condition, this Brochure will be updated and clients will be notified.

Longevity Capital Management has never been subject to a bankruptcy petition.